

一九九九至二零零零年年報

Annual Report 1999-2000



The technology arm of Sun Hung Kai Properties 

新 意 網 集 團 有 限 公 司  
**SUNeVision Holdings Limited**

## 香港聯合交易所有限公司（「聯交所」）創業板（「創業板」）的特色

創業板為帶有高投資風險的公司提供一個上市的市場，尤其在創業板上市的公司無須備有過往溢利記錄，亦不必預測未來溢利。此外，在創業板上市的公司可因其新興性質及該等公司經營業務的行業或國家而帶有風險。有意投資的人士應了解投資於該等公司的潛在風險，並應經過審慎周詳的考慮後方作出投資決定。創業板的較高風險及其他特色表示創業板較適合專業及其他經驗豐富的投資者。

由於創業板上市公司新興的性質所然，在創業板買賣的證券可能會較於主板買賣之證券承受較大的市場波動風險，同時無法保證在創業板買賣的證券會有高流通量的市場。創業板發佈資料的主要方法為在聯交所為創業板而設的互聯網網頁刊登。上市公司毋須在憲報指定報章刊登付款公佈發放資料。因此，有意投資的人士應注意彼等能閱覽創業板網頁，以便取得創業板上市發行人的最新資料。

香港聯合交易所有限公司對本報告之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不就因本報告全部或任何部份內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。

本年報（新意網集團有限公司之董事共同及個別對其負上全責）所載資料乃遵照香港聯合交易所有限公司創業板上市規則之規定提供有關新意網集團有限公司之資料。各董事在作出一切合理查詢後確認，就彼等所深知及確信：(1)本年報所載資料在各重要方面確屬準確及完整，且不含誤導成份；(2)本年報並無遺漏其他事實，以致其內容聲明產生誤導；及(3)本年報所表達之意見乃經審慎周詳考慮後始行作出，並根據公平合理之基準及假設。

### CHARACTERISTICS OF THE GROWTH ENTERPRISE MARKET (THE “GEM”) OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

**The GEM has been established as a market designed to accommodate companies to which a high investment risk may be attached. In particular, companies may list on the GEM with neither a track record of profitability nor any obligation to forecast future profitability. Furthermore, there may be risks arising out of the emerging nature of companies listed on the GEM and the business sectors or countries in which the companies operate. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration. The greater risk profile and other characteristics of the GEM mean that it is a market more suited to professional and other sophisticated investors.**

**Given the emerging nature of companies listed on the GEM, there is a risk that securities traded on the GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on the GEM. The principal means of information dissemination on the GEM is publication on the Internet Web site operated by The Stock Exchange. Listed companies are not generally required to issue paid announcements in gazetted newspapers. Accordingly, prospective investors should note that they need to have access to The GEM Web site in order to obtain up-to-date information on the GEM-listed issuers.**

*The Stock Exchange takes no responsibility for the contents of this report, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this report.*

*This annual report, for which the directors of SUNeVision Holdings Limited collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to SUNeVision Holdings Limited. The directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this annual report is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this annual report misleading; and (3) all opinions expressed in this annual report have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*



新 意 網 集 團 有 限 公 司  
**SUNeVision Holdings Limited**

(在開曼群島註冊成立的有限公司)  
(Incorporated in the Cayman Islands with limited liability)

**年報 Annual Report**  
**1999-2000**

[www.sunevision.com](http://www.sunevision.com)



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## 董事會

### 執行董事

郭炳聯 (主席兼行政總裁)

郭炳湘

郭炳江

許浩明 (董事總經理)

陳鉅源

黃奕鑑

梁樺涇

蘇仲強

董子豪

黃振華

童耀鈞

何志霖

晏孝華

### 非執行董事

張永銳

### 獨立非執行董事

高錕

李安國

張首晟

## 公司秘書

鄭鍾豪

## 監察主任

許浩明

## 合資格會計師

詹榮傑

## Board of Directors

### Executive Directors

Kwok Ping Luen, Raymond (*Chairman & Chief Executive Officer*)

Kwok Ping Sheung, Walter

Kwok Ping Kwong, Thomas

Hui Ho Ming, Herbert (*Managing Director*)

Chan Kui Yuen, Thomas

Wong Yick Kam, Michael

Leung Kui King, Donald

So Chung Keung, Alfred

Tung Chi Ho, Eric

Wong Chin Wah, Jimmy

Tung Yiu Kwan, Stephen

Ho Chi Lam, Alfred

Yen Shiao Hua, Sheridan

### Non-Executive Director

Cheung Wing Yui

### Independent Non-Executive Directors

Kao Kuen, Charles

Li On Kwok, Victor

Zhang Shoucheng, Steven

## Company Secretary

Cheng Chung Ho, Jeremy

## Compliance Officer

Hui Ho Ming, Herbert

## Qualified Accountant

Tsim Wing Kit, Alfred

### 審核委員會

高錕（委員會主席）  
李安國  
張永銳

### 法定代表

郭炳聯  
許浩明

### 註冊辦事處

PO Box 309, Ugland House  
South Church Street, George Town  
Grand Cayman, Cayman Islands  
British West Indies

### 總辦事處及主要營業地點

香港灣仔  
港灣道30號  
新鴻基中心21樓

### 駐北京辦事處

北京市  
東城區王府井大街138號  
新東安市場  
辦公樓2座1117室

### 法律顧問

香港法律  
胡關李羅律師行  
徐嘉慎律師事務所

### 開曼群島法律

Maples and Calder Asia

### Audit Committee

Kao Kuen, Charles (*Committee Chairman*)  
Li On Kwok, Victor  
Cheung Wing Yui

### Authorised Representatives

Kwok Ping Luen, Raymond  
Hui Ho Ming, Herbert

### Registered Office

PO Box 309, Ugland House  
South Church Street, George Town  
Grand Cayman, Cayman Islands  
British West Indies

### Head Office and Principal Place of Business

21st Floor, Sun Hung Kai Centre  
30 Harbour Road  
Wanchai, Hong Kong

### Beijing Representative Office

Room 1117, 11/F, Office Tower 2  
Sun Dong An Plaza  
138 Wang Fu Jing Da Jie  
Dong Cheng District  
Beijing

### Legal Advisers

#### As to Hong Kong Law

Woo Kwan Lee & Lo  
Winston Chu & Company

#### As to Cayman Islands Law

Maples and Calder Asia

### 核數師

德勤 • 關黃陳方會計師行

### 保薦人

怡富證券有限公司

### 主要股份過戶登記處

Bank of Butterfield International (Cayman) Ltd  
P.O. Box 705, Butterfield House  
Fort Street, George Town  
Grand Cayman  
Cayman Islands

### 香港股份過戶登記分處

香港中央證券登記有限公司  
香港  
皇后大道東183號  
合和中心17樓1712-1716室

### 主要往來銀行

香港上海滙豐銀行有限公司  
中國銀行  
恒生銀行有限公司  
渣打銀行  
東亞銀行有限公司

### 股票代號

8008

### 網址

[www.sunevision.com](http://www.sunevision.com)

### Auditors

Deloitte Touche Tohmatsu

### Sponsor

Jardine Fleming Securities Limited

### Principal Share Registrar and Transfer Office

Bank of Butterfield International (Cayman) Ltd  
P.O. Box 705, Butterfield House  
Fort Street, George Town  
Grand Cayman  
Cayman Islands

### Hong Kong Branch Share Registrar and Transfer Office

Central Registration Hong Kong Limited  
Rooms 1712-1716  
17th Floor, Hopewell Centre  
183 Queen's Road East, Hong Kong

### Principal Bankers

The Hongkong & Shanghai Banking Corporation Limited  
Bank of China  
Hang Seng Bank Limited  
Standard Chartered Bank  
The Bank of East Asia, Limited

### Stock Code

8008

### Web site

[www.sunevision.com](http://www.sunevision.com)

## 財務摘要 Financial Summary

截至六月三十日止年度（以港幣千元計）  
For the year ended 30 June (expressed in HK\$'000)

		1998	1999	2000
營業額	Turnover	51,731	47,578	<b>67,069</b>
稅前（虧損）溢利	(Loss) profit before taxation	(864)	232	<b>(45,456)</b>
本年度虧損淨額	Net loss for the year	<u>(1,221)</u>	<u>(720)</u>	<u><b>(46,536)</b></u>

### 附註：

- 截至二零零零年六月三十日止三個年度各年之業績，乃按合併基準編製，而此編製原則是假設緊隨集團重組後之集團架構，自一九九七年七月一日經已存在。
- 本公司於二零零零年一月二十五日在開曼群島註冊成立。因此，本集團唯一編製之資產負債表為年報第75頁所載者。

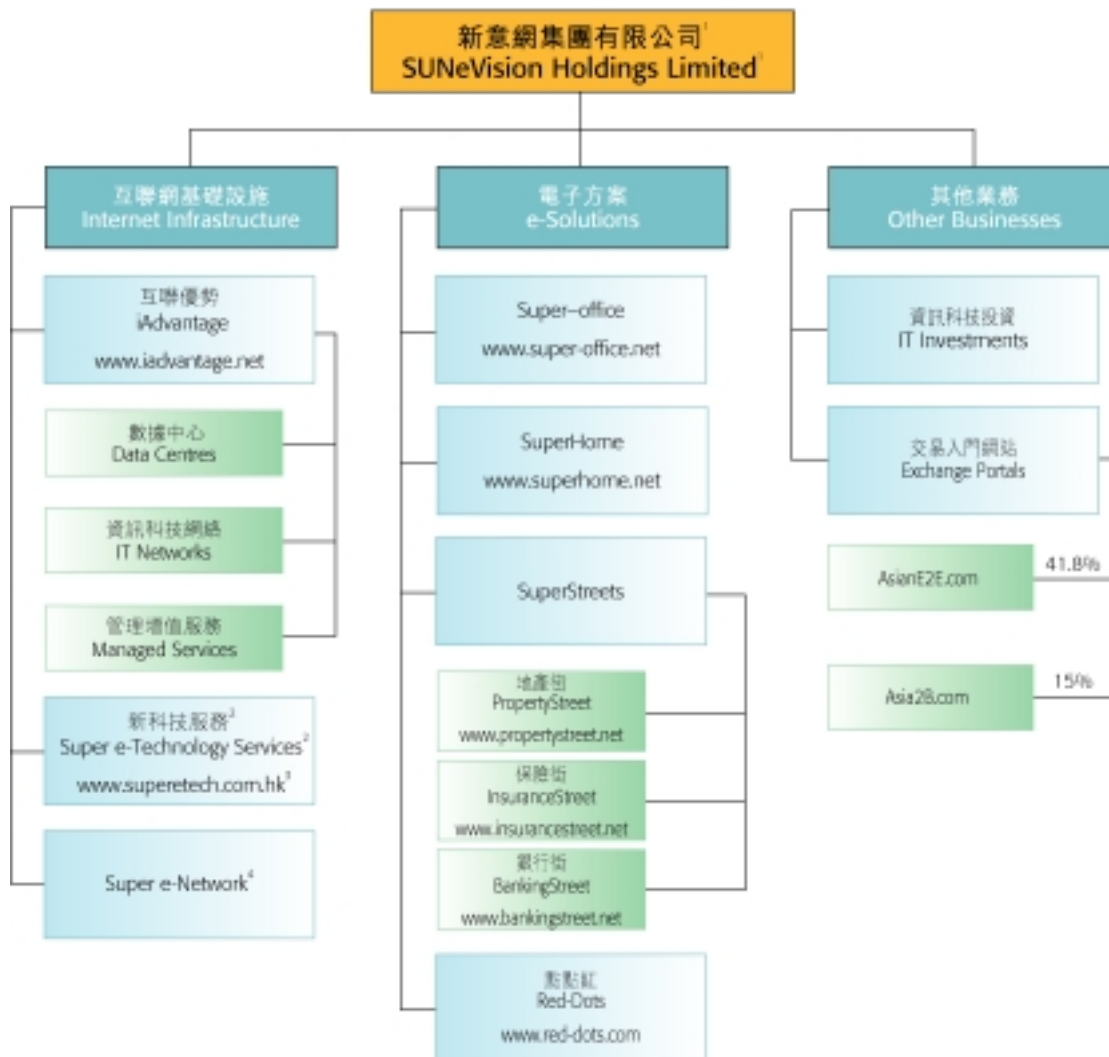
### Notes:

- The results for each of the three years ended 30 June 2000 have been prepared on a combined basis as if the group structure immediately after the Group Reorganisation had been in existence since 1 July 1997.
- The Company was incorporated in the Cayman Islands on 25 January 2000. Accordingly, the only balance sheets of the Group that have been prepared are those set out on page 75 of the annual report.

# 集團架構 Corporate Structure

本集團於二零零零年六月三十日之架構載列如下：

The corporate structure of the Group as at 30 June 2000 is set out as follows:



1. 以下簡稱「本公司」或「新意網」。本年報內所指的「本集團」乃指新意網及其附屬公司。  
To be referred to as the "Company" or "SUNeVision". "Group" in this annual report means SUNeVision and its subsidiaries.
2. 新科技服務的業務乃由新科技服務有限公司 Super e-Technology Services Limited，前稱Sun Technology Services Limited 推行。  
Super e-Technology Services is carried on by Super e-Technology Services Limited, formerly known as Sun Technology Services Limited.
3. 網站將於本年十月啟動。  
Web site to be operational from October 2000.
4. Super e-Network的業務乃由Super e-Network Limited推行。Super e-Network前稱iHON Limited。  
Super e-Network is carried on by Super e-Network Limited, formerly known as iHON Limited.



## 主席報告書 Chairman's Statement



主席兼行政總裁郭炳聯先生  
Mr Kwok Ping Luen, Raymond  
Chairman & Chief Executive Officer

本人很高興向各股東宣佈新意網第一份周年業績報告，匯報本公司於年內業務及收入的增長。

新意網銳意成為亞洲區內科技基礎設施及解決方案的首選商業夥伴，並已證明具有足夠實力，在亞洲互聯網市場開創整全的業務，迎接不斷湧現的互聯網商機。

### 於創業板上市

新意網於二零零零年三月在香港聯合交易所有限公司創業板上市取得佳績，國際配售及公開招股反應熱烈，分別錄得五十五倍及二百一十七倍之超額認購，集資淨額約達三十三億八千萬港元。公開發售接獲四十二萬份申請，申請表回收率約百分之三十五，凍結資金七百億港元。

### 財務摘要

本年度營業額增長逾百分之四十，約達六千七百一十萬港元，主要來自新的業務收入。截至本年六月三十日止年度內，共錄得四千六百五十萬港元淨虧損，主要為成立新業務及推出新服務的投資。截至二零零零年六月三十日止，公司現金儲備約為三十億八千萬港元。

董事會建議不派發截止二零零零年六月三十日止年度之末期股息。



新意網於二零零零年三月十七日在香港聯合交易所創業板市場上市，國際配售及公開招股反應非常熱烈。

SUNeVision was listed on the GEM of The Stock Exchange of Hong Kong on 17 March 2000 with an overwhelming response to the international placing and public offer.

I am pleased to present SUNeVision's first annual report to shareholders, covering a year of strong business momentum and top-line growth for the Group.

SUNeVision aspires to be the partner of choice in Asia for technology infrastructure and for enabling solutions. It has already demonstrated an ability to create a well-integrated business that spans the full range of existing and evolving Internet opportunities reaching out into the region.

### Listing on the Growth Enterprise Market

SUNeVision's initial public offering on the Growth Enterprise Market (GEM) of The Stock Exchange of Hong Kong Limited in March 2000 was extremely successful with 55 and 217 times oversubscribed for its international placing and public offer respectively. Over 420,000 applications were received in the public offer, a return ratio of approximately 35%, and a total of HK\$70 billion was locked up in applications. Total net proceeds of approximately HK\$3.38 billion were raised.

### Financial Highlights

Turnover for the year grew by over 40% to approximately HK\$67.1 million, and revenue from new businesses accounted for most of that growth. Net losses for the year ended 30 June 2000 were approximately HK\$46.5 million, largely due to initial costs incurred in setting up new businesses and rolling out new services. As of 30 June 2000, the Company had cash reserves of about HK\$3.08 billion.

The Directors do not recommend the payment of a final dividend for the year ended 30 June 2000.

## 業務運作

新意網迅速完成其首要目標，將母公司新鴻基地產發展有限公司（新鴻基地產）的核心科技資產，結集成一個擁有完整企業策略的強勢科技陣營。

在過去一年，新意網持續達成既訂的業務拓展目標，並得以成功地實行有關方案，顯示出我們的管理實力，以及配合科技快速發展的靈活性，我們的核心管理隊伍由商業精英和富有創意及科技經驗的專才組成。

集團每一個業務已開始獲得收入，並力求為集團賺取利潤。

## 互聯優勢

以互聯優勢為中心的互聯網基礎設施業務，旨在成為世界級的互聯網供應商，於亞洲區內提供全面服務及網絡連接。互聯優勢早着先機，設於香港、北京、上海的互聯網服務中心已取得收入，並在新加坡與Wing Tai Holdings Limited合夥開設新服務中心，奠定穩固基礎。於年內，互聯優勢首間位於本港創紀之城的互聯網服務中心ONE-iAdvantage，在開業後五個月內全部租出。本年五月，互聯優勢首間多層互聯網服務中心，位於荃灣之JUMBO-iAdvantage，亦告開業，並已租出逾百分之四十樓面面積。互聯優勢已準備就緒，推展服務跨過邊界，進駐廣州及深圳，並計劃在亞洲、北美及歐洲建立新的業務據點。為推動在上述區域的高速寬頻接駁，新意網已成功與北美的國際寬頻網絡服務供應商360networks取得策略性結盟協定，以及投資於亞太區的電纜建造商C2C Pte Ltd。



互聯優勢銳意發展為亞洲首屈一指的互聯網基礎設施供應商。

iAdvantage is dedicated to becoming a leading Internet services provider in Asia.

## Business Operations

SUNeVision swiftly achieved its primary objective of harnessing the existing core technology strengths of its parent, Sun Hung Kai Properties Limited (SHKP). These capabilities are now being purposefully integrated into a powerful single enterprise driven by a synergistic strategy.

During the year under review, SUNeVision Internet services centre consistently achieved its original targets for business expansion, demonstrating its management capability and an ability to move quickly in an environment of fast moving technology while executing solutions with excellence. It assembled core teams of top talent that combine business acumen and experience with a flair for technology and innovation.

Each of our business divisions are already generating revenue and are aiming at profitability.

### iAdvantage

Our Internet infrastructure business, centred on iAdvantage, is set to become a world-class, full-service provider of Internet services and network connectivity in Asia. It moved early to gain immediate revenues from its new Internet services centres in Hong Kong, Beijing, and Shanghai, as well as gaining a strong foothold in Singapore by partnering with Wing Tai Holdings Limited in yet another new centre. iAdvantage has achieved encouraging results with its first Internet services centre in Hong Kong at ONE-iAdvantage, Millennium City which was fully leased within five months of its rollout. iAdvantage opened its first multi-storey Internet services centre, JUMBO-iAdvantage, Tsuen Wan in May 2000 and has leased out more than 40% of its space. It is now well prepared to extend its cross-boundary market reach to Guangzhou and Shenzhen and to create key points of presence in Asia, North America and Europe. To facilitate high-bandwidth connectivity at these locations, SUNeVision has secured strategic alliances such as the partnership with international broadband network provider, 360networks of North America and investment in cable builder, C2C Pte Ltd.

### Super-office

新意網的互聯網業務包括提供應用軟件服務的Super-office，Super-office為中小型企業提供一系列前線與後勤的應用軟件服務。Super-office成功完成在數個新鴻基地產旗下商廈的測試計劃。Super-office早在二零零零年八月，全面推廣業務之前，已招聘一批專業人才，賺取收入。

Super-office的業務範圍及內容正穩步增加，現已有超過三百個商業用戶。在開創電子市場方案的其中一例為與香港塑膠科技中心結成夥伴，共同發展塑膠工業的電子市場，獲得業內二十四家著名公司支持。



位於觀塘創紀之城之Super-office客戶中心，為客戶提供應用軟件示範、技術培訓、顧問服務及技術支援等多元化服務。

The Super-office Customer Centre, located at Millennium City, Kwun Tong, offers services including demonstrations of different software applications, training courses, consultancy and technical support.

### SuperHome

SuperHome是一個為用戶提供廣泛電子資訊服務的平台，包括有關屋苑及指定地點的訊息與一般資訊，對其他廣大用戶而言，亦具有一定的吸引力。SuperHome其中一項優勢是與新鴻基地產旗下屋苑住戶及管理處的良好關係。初期計劃目的為新鴻基地產旗下管理之十五萬個住戶提供服務，未來目標將推展服務至其他非新鴻基地產管理的住戶。

SuperHome自推出以來，成績理想。截至二零零零年八月止，已有四萬個登記用戶，SuperHome現正積極拓展家居的覆蓋網。SuperHome剛與地鐵公司簽訂合約，為地鐵旗下多達五萬七千個住戶提供服務。SuperHome全力擴展業務範圍，物色合作夥伴，以提供更多實用的產品及服務。SuperHome的平台正好配合本集團進攻亞洲的計劃。



**Super-office**

SUNeVision's growing Internet presence includes the application service provider Super-office, which offers a full range of front- and back-end application services to business customers. Super-office's pilot programme was satisfactorily completed in a number of SHKP's commercial developments. A professional team was built up, and revenue was generated before the full-scale launch of the service in August 2000.

The scope and content of Super-office is steadily growing, and it currently has more than 300 business users. An example of its e-market solution initiatives is a partnership with the Hong Kong Plastics Technology Centre to develop a plastics industry e-marketplace with the backing of 24 plastics industry leaders.

**SuperHome**

SuperHome provides an extensive service platform that delivers estate and neighbourhood specific information as well as general content with a persuasive appeal for an even broader audience. Part of SuperHome's competitive edge is derived from its excellent relationships with residents and management offices in SHKP estates. The services were initially designed for delivery to the 150,000 families living in developments managed by SHKP. Future plans call for extending its reach to non-SHKP managed households.

SuperHome has enjoyed considerable success, attracting 40,000 registered users by the end of August 2000, and it is expanding aggressively in its coverage of homes. SuperHome has recently signed an agreement with the Mass Transit Railway Corporation to service up to 57,000 homes. It is vigorously recruiting new partners to provide more useful products and services. In line with SUNeVision's mission to move into Asia, the platform that SuperHome has developed is also well suited to promote SUNeVision's regional growth.



SuperHome與地鐵公司簽訂合約，為地鐵旗下多達五萬七千個住戶提供網上資訊服務。

SuperHome signed an agreement with the Mass Transit Railway Corporation to provide online regional information for up to 57,000 homes.

### SuperStreets

藉着SuperStreets的連網陣容，「地產街」已建立一個強勁的品牌形象，為用戶提供珍貴的地產市場資訊及樓盤資料。這些服務正好將新鴻基地產在物業市場的優勢延伸至電子領域，並造就了與香港首五家物業代理率先結盟，及吸引其他三十家物業代理參與提供樓盤資料。「地產街」彰顯了新意網業務連結關係的優勢，藉轉介按揭及其他業務至SuperStreets而取得額外收入。「銀行街」與「保險街」亦藉着新鴻基地產多年來建立的信譽及業務關係，與業內著名公司組成聯盟。



SuperStreets提供一站式綜合入門網站服務，目前範圍包括地產、保險及銀行。

SuperStreets specialises in vertical portals offering one-stop services including property, insurance and banking.

### 點點紅

新意網的網上拍賣站點點紅迅速崛起，以交易數量而言，已取得香港市場的領導地位，擁有逾七萬五千個登記用戶。點點紅亦吸引了可口可樂等國際品牌，共同開發網上拍賣程式，以開闢額外收入來源，進一步開拓點點紅之市場覆蓋面。市場廣泛預期網上拍賣及電子零售業將出現整頓，而點點紅憑藉擁有龐大而忠誠的用戶基礎及卓越服務水平，料可從中獲益。點點紅現已蓄勢待發，準備擴展業務至中國，並且開拓國際商貿業務。

### SuperStreets

Within the linked portfolio that makes up SuperStreets, PropertyStreet has built a strong brand presence based on valuable content and relevant information about the property market in general and individual property offerings in particular. This has effectively translated SHKP's command of the high ground in the property arena into Internet terms, and 30 other property agents have joined the five leading property agents that were original members of the site. PropertyStreet shows SUNeVision's ability to benefit from synergistic relationships by quickly generating additional revenue streams from mortgage and other referrals to its partners in SuperStreets. BankingStreet and InsuranceStreet have created similar strong partnerships with key players in their respective business areas, building on SHKP's evident reputation and long-term relationships.

### Red-Dots

SUNeVision's online auction site, Red-Dots, has rapidly emerged as the market leader in Hong Kong in terms of items traded. It already has more than 75,000 registered users. Red-Dots has also attracted international brands such as Coca-Cola to co-develop special online auction programmes to generate additional revenue streams from enabler services and to further expand Red-Dots' market reach. Leveraging a large and loyal user base and high levels of service, it is well poised to benefit from the market consolidation widely expected throughout the e-auction and e-tailing sectors. Red-Dots is now well prepared to expand geographically into China and to develop international trading activities.



點點紅已成為本港最受歡迎的拍賣網站之一，提供商業對消費者的電子交易服務。

One of Hong Kong's most popular online auction sites, Red-Dots facilitates B2C e-commerce transactions.

### 新科技服務

新科技服務銳意在香港建立網絡接駁的領導地位，為家居及小型商業用戶安裝高速及穩定的電纜，接駁光纖通訊網絡。在本年度內，已有超過五萬三千個用戶完成接駁工程，新科技服務現正密鑼緊鼓將寬頻及衛星電視 (SMATV) 推廣至多個物業，這一連串工程將鞏固新科技服務與本地多點系統分銷商的關係，從而為客戶提供新的服務。



具有專業資格的新科技服務工程人員正為高速寬頻系統及衛星電視系統提供安裝及測試。

Super e-Technology's qualified technical staff is calibrating the high speed broadband equipment and SMATV system.

### 互聯網交易平台

在商業結盟方面，新意網參與全面性互聯網交易平台業務，透過與美資跨國電子商貿翹楚Commerce One投資於Asia2B.com，提供創新電子貿易方案，以參與發展中國及香港地區的環球商貿。新意網並投資建立一個電子業的電子商貿平台AsianE2E.com。

### 投資

新意網繼續尋求合作夥伴投資於亞洲及北美的優質科技項目。本公司聯同數碼通電訊控股有限公司（數碼通）投資於中國C-Tech Fund，以提升本公司在中國大陸的策略性投資。這項投資將有助本公司掌握在中國大陸結盟及發展的機會。此外，新意網將與數碼通合作，全力開拓客戶基礎及無線網絡業務。

### Super e-Technology

Super e-Technology seeks to become Hong Kong's leading "last mile" owner, installing the cabling needed for fast and robust interconnections between fibre optic telecommunications networks and homes as well as small business users. More than 53,000 users were connected by the end of the period under review. Super e-Technology is pushing forward to bring broadband access and Satellite Master Antennae Television (SMATV) to yet more developments, and it has cemented relationships with local multi-point system distribution operators in order to offer new applications to its customers.

### Internet Exchanges

On the partnership level, SUNeVision is involved in full-service Internet exchanges. It has invested in innovative e-trading solutions through Asia2B.com, the Hong Kong and Mainland China hub of the "Global Trading Web" of leading US-based global e-commerce player Commerce One. The Company has also invested in an exchange for the thriving electronics industry, AsianE2E.com.



新意網與多家電子業界領袖成立聯營公司，設立亞洲首個商業對商業電子業交易網站 AsianE2E.com。

SUNeVision established a joint venture with leading companies in the electronics industry to set up AsianE2E.com, the first Internet exchange of its kind in Asia for B2B e-commerce.

### Investments

SUNeVision continues to pursue high-quality technology investments with interested partners across Asia and in North America. To drive forward its tactical equity investments in Mainland China, it has co-invested with SmarTone Telecommunications Holdings Limited (SmarTone) in the China C-Tech Fund. This will enable it to access a host of partnership and development opportunities in Mainland China. SUNeVision will also fully explore the customer base and the wireless network synergies with SmarTone.



## 展望

新科技為我們的生活掀起革命，亦帶來無限商機。新的經濟模式需從傳統的營商手法吸取經驗，特別是傳統商業策略的成功因素。

新意網在全球不斷演變的營商環境中，已建立優越的地位。預期當市場經過全面調整後，具備管理專才、卓越往績、雄厚財力，與及追求優質服務及審慎理財的新意網將成為領導新經濟的表表者之一。透過鞏固及加強本公司的各樣優勢，為客戶提供互聯網基礎設施及高增值互聯網服務，本公司將按照實質發展計劃及清晰策略，執行各項工作，達至卓越成績，並繼續力求賺取盈利。

為迎合市場的需要，我們為以互聯網業務為本的客戶，提供切合所需的基礎設施、服務和產品，對象涵蓋住宅用戶及商廈租戶，為他們提供快捷的服務。同時，我們對品質的要求一絲不苟，因為我們深信優質的產品和服務是品牌聲譽的關鍵。

新意網整合商業模式的主要特點是領先其他競爭對手，利用集團中現有的客戶基礎，成功進行推介和交互銷售，以創造更多的商機。

新意網的另一策略是與香港及亞洲區業界翹楚作選擇性聯盟。通過上述合作，鞏固公司實力及建立互聯網價值鏈，創造更高的業務增長。本公司正積極在亞洲區內尋求策略性夥伴，與及區內的投資機會，我們期望可於短期內達成數項聯盟。

憑藉本公司對香港的一貫信念，我們決心把新意網的品牌帶到中國內地、新加坡及其他亞洲地區為尊貴客戶建立社群及區域網絡，強化區內貿易及經濟。

為進一步鞏固我們日後的領導地位，在控制開支之餘，並預留空間予拓展科技及有關業務的新機遇及繼續招攬優秀人才。

## Prospects

While new technology is indeed set to revolutionise our lives and to present limitless business possibilities, the new economy must still learn from the old. In particular it must energetically seek to adopt elements of successful traditional business strategies.

SUNeVision is well positioned to thrive in the emerging global business environment. With its capable and experienced management, proven track record, powerful financial backing, commitment to quality services, and a rigorous approach to investment, SUNeVision will emerge even stronger after the period of overall industry adjustment and volatility that is anticipated. The Company is poised to become one of the benchmark companies for the new economy sector. It continues to build out its Internet infrastructure and provide high value Internet enabling services, reinforcing and adding to existing synergies. SUNeVision will execute its tasks with excellence in accordance with a solid growth plan and a well defined strategy. There will be a consistent focus on profitability.

We have set about creating the exact infrastructure elements, services and products most in demand by today's Internet-oriented customers, ranging from residents to commercial tenants. SUNeVision is delivering these Internet related benefits rapidly. At the same time, the utmost attention is being paid to quality, since it is fully recognised that assured products and reliable services hold the key to a high brand reputation.

An essential feature of SUNeVision's integrated business is the leveraging of an extensive customer base to generate successful referrals and the utilisation of cross-selling opportunities from one business unit to another.

SUNeVision's strategy is to seek selective partnerships with high-calibre business entities throughout Hong Kong and the region. Such partnerships enrich core capabilities and create a solid Internet value chain which contributes to business growth. The Group is actively exploring such strategic partnerships and investment opportunities in Asia, working towards securing a number of such relationships in the near future.

The Company's continuing faith in Hong Kong is matched by a determination to carry the SUNeVision brand aggressively into Mainland China, Singapore and the rest of Asia, creating communities of valued clients as well as building the networks and the connectivity that will power the region's trade and economy.

To further strengthen its leading position in the race to the future, overheads will be kept under control while leaving room for promising new investment opportunities in technology and related businesses, and for the recruitment of the quality personnel essential to success.

新意網既利用母公司現有的客戶基礎及關係，亦顯示有足夠能力贏取新客戶及成為香港市場領導者，以及與區內及全球科技公司建立穩固關係，並領先其他競爭對手，將聯盟擴展至其他市場，以使提供的產品和服務真正切合客戶所需。

我們承諾實踐在香港、中國大陸及亞洲的互聯網基礎設施拓展計劃，以維持本公司於區內的電子商貿業務增長步伐，鞏固現有基礎。

新意網成立的時候，我們選擇了一個能夠清晰傳遞三個重要訊息的名字：

- 我們擁有具實力的母公司；
- 我們業務的核心源自新的電子經濟；
- 我們具有清晰可信的遠見。

鑑於科技工業競爭劇烈，瞬息萬變，本公司並無忽略人才是邁向未來的重要元素。新意網從香港及海外聘請業內專才，並提供工作環境，讓各精英盡展所長。

我很高興能為大家報告集團過去一年的成果。本人深信，新意網在今年所建立的動力、強勢及品牌聲譽將在未來帶給我們更傑出的成績，以及持續的增長，並給各位股東、合作夥伴及客戶實質的價值。

我感謝各位在過去一年對我們的支持，特別感謝各董事、管理層及全體同事，大家努力不懈的工作，正好是本公司實現承諾的見證。

**郭炳聯**

主席兼行政總裁

香港，二零零零年九月二十二日

As well as initially leveraging SHKP's customer base and relationships, SUNeVision has also demonstrated its own ability to win new customers and achieve market leadership in Hong Kong. The Company has demonstrated an ability in establishing strong relationships with technology partners in the region and globally. These alliances will be expanded into other markets ahead of the competition. The reach of the Company's network of global partnerships will be expanded to provide the products and services that are truly needed by customers.

The Company is committed to implementing plans for Internet infrastructure expansion in Hong Kong, Mainland China and Asia, keeping pace with the growth of e-commerce in the region and building on the momentum that has so far been established.

When SUNeVision was created, a name was chosen to convey three clear messages:

- SUNeVision has strong parentage;
- The "new e-economy" forms the heart of the Group's business;
- SUNeVision is inspired by a clear and credible vision.

In light of this competitive, ever-changing technology industry, the Company has not forgotten the human element that is the key to our future. SUNeVision has recruited some of the best talent in the industry, both in Hong Kong and from abroad. The Company aims to provide a working environment for a strong, talented team of professionals, allowing each individual to reach their full potential.

I am delighted that the results of our first year so fully vindicate these messages. I am confident that the momentum, advantage and brand recognition that SUNeVision has gained in this first year will carry us forward to outstanding achievements, to many years of growth, and to real value for our shareholders, partners and customers.

My thanks go to all who have supported us so ably during the year, in particular to my fellow directors, the management and the staff. All have worked tirelessly to prove that SUNeVision delivers on its promises.

**Kwok Ping Luen, Raymond**

*Chairman and Chief Executive Officer*

Hong Kong, 22 September 2000

## 管理層討論及分析

## Management Discussion and Analysis

本集團欣然公佈截至二零零零年六月三十日止財政年度之業績。

### 於創業板上市

本公司成功於二零零零年三月十七日在香港聯合交易所有限公司創業板上市，向公眾發售的股份超額認購達二百一十七倍。為滿足機構投資者之熱烈需求，本公司行使超額配股權，增發四千五百萬股。本公司於是次公開售股中，共籌集得淨額約三十三億八千萬港元。

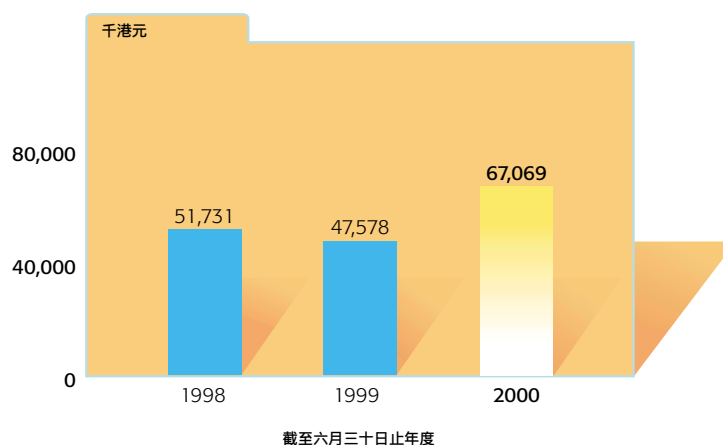
### 財務回顧

於本年度期間，本集團之綜合營業額達六千七百一十萬港元，相當於按年增長逾百分之四十。本年度內之綜合收益表載於第74頁。截至二零零零年六月三十日止年度，股東應佔淨虧損為四千六百五十萬港元。

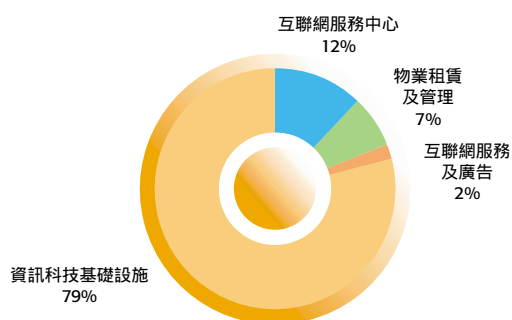
本集團之財務狀況十分穩健，於二零零零年六月三十日持有現金儲備三十億八千萬港元，總有形資產為五十億七千萬港元。

隨後本集團之主要現金支出為資本開支，絕大部分用於互聯網服務中心及投資於互聯網有關業務，金額分別約為二億一千五百萬港元及二億二千四百萬港元。

### 集團營業額



### 二零零零年度按業務劃分之營業額





The Group is pleased to announce its results for the financial year ending 30 June 2000.

### Listing on the GEM

The Company successfully listed its shares on the GEM of The Stock Exchange of Hong Kong Limited on 17 March 2000 and the initial public offering was 217 times oversubscribed. In response to the overwhelming demand from institutional investors, the over-allotment option for 45 million shares in the Company was exercised. The Company raised total net proceeds of approximately HK\$3.38 billion.

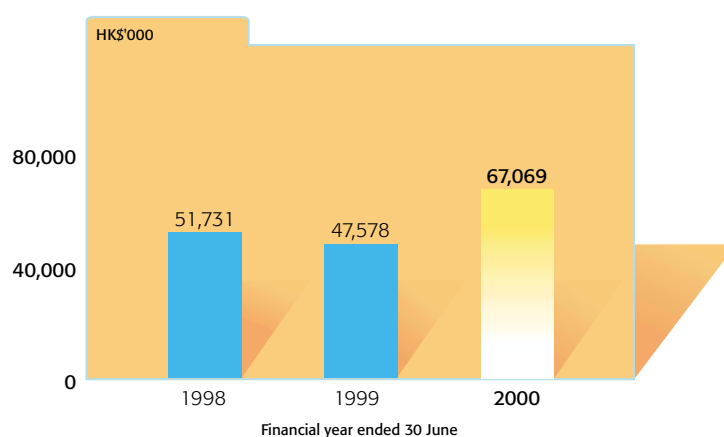
### Financial Review

During the period under review, the Group's consolidated turnover amounted to HK\$67.1 million, representing a year on year growth of over 40%. The consolidated income statement for the period under review is set out on page 74. The net loss attributable to shareholders for the year ended 30 June 2000 was HK\$46.5 million.

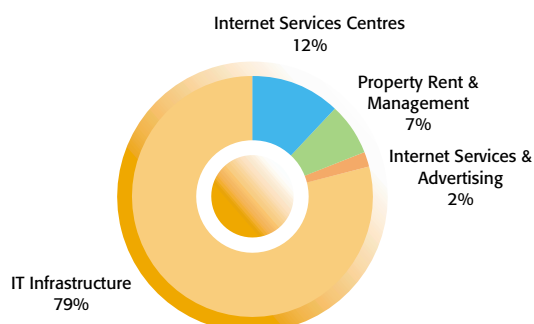
The Group has a strong balance sheet, with cash reserves of HK\$3.08 billion and total tangible assets of HK\$5.07 billion at 30 June 2000.

The major cash outflows since then were on capital expenditures, substantially for Internet services centres, and investments in Internet-related business, amounting to approximately HK\$215 million and HK\$224 million respectively.

### Group Turnover



### Turnover by Segment in 2000



## 業務檢討

新意網在策劃、營運及管理方面均設有基制，使其在互聯網鏈上每個環節創造價值。本集團已建立一個擁有豐富技術及經驗之專業組織，大量投資於基礎設施建設及提供品牌電子方案及垂直電子市場，並推出多項可帶來收入之服務。

新意網已準備就緒，利用新科技業的整合鞏固，藉着其於香港及其他地區捷足先登之優勢，借助其母公司新鴻基地產之優勢及聲譽，透過充滿決心及幹勁之隊伍之努力，結合業務眼光及科技創見，追求達至盈利目標。

## 互聯網基礎設施

### 互聯優勢

新意網於其營運首年對互聯網基礎設施業務之掌握，從互聯優勢開設的互聯網服務中心及其出租情況可見一斑，此項成就為集團迅速帶來可為之收入。此外，互聯優勢成功地與全球及區域合作夥伴進行各項與網絡有關的重大交易，足以證明其於此方面之能力。

在香港，互聯優勢首間互聯網服務中心，亦即設於觀塘創紀之城之ONE-iAdvantage，於落成運作後五個月內全部租出。互聯優勢位於荃灣的首幢專門用作互聯網服務中心之多層大廈JUMBO-iAdvantage，已提前於本年五月開幕，並已租出超過百分之四十的樓面面積。

新意網清楚顯示其在區內的業務覆蓋面，以及對大中華及亞洲互聯網基礎設施市場發展潛力之了解。尤值一提的是，互聯優勢夥拍中國科學院在中國大陸建立中科互聯優勢，以及夥拍新加坡上市公司Wing Tai Holdings Limited在當地建立Wing Tai iAdvantage。位於北京及上海之互聯網服務中心已於本年六月開始啟用。

互聯網服務中心（營運中）	總樓面面積（平方呎）
香港 ONE-iAdvantage	20,000
香港 JUMBO-iAdvantage	150,000
北京第一數據中心	12,000
上海第一數據中心	14,300
新加坡 Wing Tai iAdvantage	20,000
<b>總樓面面積合計</b>	<b>216,300</b>

\* 面積達350,000平方呎，位於柴灣的MEGA-iAdvantage，預期於本年底完成。

## Business Review

SUNeVision is systematically designed, operated and managed to create value at each possible point in the Internet chain. The Group has established a highly skilled and experienced professional organisation. It has invested substantially in infrastructure build-out and in the provision of branded e-solutions and vertical e-markets, and launched a number of services that have generated revenues.

SUNeVision is poised to take advantage of the process of consolidation in the new technology field, leveraging its early mover advantage in Hong Kong and elsewhere, building on the strengths and reputation of its parent, SHKP, and driving towards profitability through the efforts of a determined and energetic team that combines business flair with technological insight.

## Internet Infrastructure

### *iAdvantage*

SUNeVision's command of the Internet infrastructure space during its first year is impressively illustrated by the speed with which iAdvantage rolled out and filled up its Internet services centres - an achievement that brought promising revenues rapidly on stream. Its skills in this sector are also shown by the achievement of substantial network-related deals with major global and regional partners.

In Hong Kong, iAdvantage's first Internet services centre, ONE-iAdvantage in Millennium City, Kwun Tong, was fully leased within five months of operation. In Tsuen Wan, iAdvantage opened its first dedicated multi-storey Internet services centre, JUMBO-iAdvantage, ahead of schedule in May 2000 and has leased out more than 40% of its space.

SUNeVision clearly demonstrated its regional business reach and its understanding of the growth potential of the Greater China and Asian Internet infrastructure market. In particular, iAdvantage partnered with the Chinese Academy of Science to create CST iAdvantage in Mainland China and with Singapore-listed company Wing Tai Holdings Ltd to form Wing Tai iAdvantage in Singapore. The Internet services centres in Beijing and Shanghai commenced operations in June 2000.

<b>Internet services centres (in operation)</b>	<b>Gross floor area (sq ft)</b>
Hong Kong ONE-iAdvantage	20,000
Hong Kong JUMBO-iAdvantage	150,000
Beijing ONE-iAdvantage	12,000
Shanghai ONE-iAdvantage	14,300
Singapore Wing Tai iAdvantage	20,000
	<hr/>
<b>Total gross floor area</b>	<b>216,300</b>
	<hr/>

\* MEGA-iAdvantage at Chai Wan, with a gross floor area of 350,000 sq ft, is expected to be completed by the end of 2000.

新意網藉着互聯優勢在全球、區內和本地範圍提供統一及獨特之IP平台及連接，進一步加強其為商業消費者而設之優越設施。

本年內值得一提的是，互聯優勢與納斯達克上市之全球最大光纖網絡商之一360networks，達成一億美元之股份交換與寬頻及空間協議。此項交易完成後，互聯優勢可按最具競爭力之收費率進入360networks最新以IP為基礎之全球光纖主幹。此外，互聯優勢亦可使用360networks在北美及歐洲之中心作為其網點。

互聯優勢亦投資於C2C Pte Ltd.的亞洲海底光纖電纜計劃，為互聯優勢本身之純IP網絡及平台奠下基石，該等網絡及平台可接駁至互聯優勢於亞洲所有籌劃中之互聯網服務中心，有助滿足區內對寬頻服務不斷增加之需求。

#### **新科技服務及Super e-Network**

在香港，新意網運用其現有專業知識及與市場之密切連繫，進一步加快新科技服務在大型物業安裝保安及監察系統，截至本年六月底止，已為超過五萬三千個住戶進行SMATV接駁工程。

為使其住宅用戶享受互聯網接駁之便利，新科技服務已為二萬個現有SMATV住戶完成寬頻接駁工程，並另外為四千二百個住戶接駁SMATV。其他寬頻工程包括Super e-Network為紅磡半島豪庭住宅項目安裝光纖寬頻網絡。

此項寬頻策略為香港市民提供高速上網服務，以及促使電子社群迅速發展。

#### **電子方案**

本年度，新意網繼續建立電子方案客戶基礎，並將具實際價值之內容匯入豐富之垂直電子市場方案。除專注於利用早已存在之客戶基礎，例如新鴻基地產所擁有或管理之商住物業之租客及業主外，本集團亦顯示其在較廣闊層面推廣業務之能力。

#### **Super-office**

Super-office提供一籃子商業方案、專業管理應用服務及垂直電子市場方案，專門迎合在香港及大中華企業的需要。Super-office規模完善，人才濟濟，得以簽立多項協議，可從其服務範圍、專業知識及決心反映出來。

SUNeVision's focus on superior facilities for business consumers is further enhanced by iAdvantage's move towards providing a uniform and unique IP platform and connectivity on a global as well as regional and local basis.

Of particular note during the year was the US\$100 million share swap and subsequent bandwidth and space agreement arranged with Nasdaq-listed 360networks, one of the world's largest fibre optic network operators. Upon completion, this deal will give iAdvantage access to 360networks' latest state-of-the-art IP-based fibre backbone worldwide at competitive rates. It will also enable iAdvantage to use 360networks' centres in North America and Europe as its points of presence.

iAdvantage also committed to invest in the pan-Asia submarine C2C Pte Ltd optical fibre cable project. This move laid the foundation for iAdvantage's own pure IP network and platform, which will connect all iAdvantage's planned Internet services centres in Asia and help to satisfy the region's increasing demand for bandwidth.

#### ***Super e-Technology and Super e-Network***

In Hong Kong, SUNeVision drew on its existing expertise and closeness to the market to further accelerate Super e-Technology's installation of security and surveillance systems in major properties. Super e-Technology brought SMATV connections to more than 53,000 household users as of 30 June 2000.

To bring convenience of Internet connectivity to its residential customers, it completed the broadband enablement of existing SMATV for 20,000 households and connected an additional 4,200 households to SMATV. Other broadband initiatives included the installation by Super e-Network of a fibre optic broadband network at the residential project at Royal Peninsula in Hung Hom.

This broadbanding strategy paves the way for the people of Hong Kong to use the Internet with high speed connectivity and enables the rapid development of e-communities.

#### **e-Solution**

During the year under review, SUNeVision continued to build e-solution customer bases and to aggregate content with proven value into rich vertical e-market arrays. While clearly focused on leveraging the value of pre-existing customer bases, such as tenants and owners of residential and commercial properties owned or managed by SHKP, the Group also showed its capability to undertake ventures on a wider front.

#### ***Super-office***

Super-office provides an extensive range of business solutions, professionally managed application services, and vertical e-market solutions. These are tailored to serve the needs of business enterprises first in Hong Kong and then in Greater China. Fully geared up and professionally staffed, Super-office signed several agreements that illustrate its range, expertise and determination.

Super-office已與多個主要工業及貿易協會結成聯盟，為香港塑膠及其他主要工業提供應用及電子商貿服務。其競爭優勢包括網羅先進科技以訂定一套優越服務，建立有助對進入策略性市場及接觸客戶的商業合夥關係，運用本地知識以提供解決方案，特別是有效地推行各項計劃。

### **SuperHome**

SuperHome提供一個多姿多采、內容實用、適合家居瀏覽之地區網站。推出兩個月內，已在將軍澳吸納三萬多名登記用戶，並將推展至沙田及荃灣，此舉進一步顯示新意網拓展現有業務及本地市場的能力。地鐵公司亦與SuperHome簽訂一項服務協議，將有多達五萬七千個住戶被羅致於SuperHome服務範圍內。

### **SuperStreets**

新意網之SuperStreets計有「地產街」、「保險街」及「銀行街」。剛於二零零零年二月推出之「地產街」於本年六月底止，已收納超過八萬個登記用戶，並獲市場推廣獎項。「地產街」現已錄得收入，並正尋求開拓新收入。「地產街」與多間物業代理及有關服務供應商的聯盟，確認新意網的「街」概念之價值及商業可行性，並強調吸取現有技術、經驗及商業關係之重要性。

新意網將互聯網知識、商業觸覺及市場知識共治一爐，成為商業夥伴當然之選及值得信賴之商業夥伴。本年內，共有三十多間來自保險及銀行界之本地及國際翹楚，成為「保險街」及「銀行街」之合作夥伴，「保險街」及「銀行街」相繼於二零零零年三月及四月推出。

### **點點紅**

自本集團網上拍賣站點點紅於一九九九年十月推出以來，根據每日平均上網拍賣項目數量及項目平均價值計算，已成為全港首屈一指網站。點點紅擁有逾七萬五千個登記用戶，並有一百六十多個商戶在網上推廣及銷售產品。

點點紅與其競爭對手之間之差別，在於點點紅專注於向其用戶提供點對點服務，例如，點點紅乃唯一提供四個客戶服務中心之香港拍賣站。服務中心皆位於人流甚多之新鴻基地產商場，特別容易達成交易。點點紅亦是唯一與香港郵政署合作之網站，利用全港超過一百間郵局作為推行服務之平台。

點點紅之領導地位已獲業界認同，多次獲獎，包括二零零零年雷霆頂級網站大賞的「最佳活動推廣網站」。

Super-office has allied with key industry groups and trade associations to deliver applications and e-commerce services in the plastics and other industrial sectors in Hong Kong. Its competitive advantage derives from its ability to source advanced technology essential for building a powerful spectrum of services; to form business partnerships crucial for access to strategic markets and customers; to apply solutions using local know-how; and above all to implement them effectively and efficiently.

**SuperHome**

SuperHome offers a rich locale-based portal that is packed with attractive and useful contents for the whole household. SuperHome had more than 30,000 registered users within two months of its launch in Tseung Kwan O. It will move on to extend its services in Sha Tin and Tsuen Wan, demonstrating the ability to build on existing businesses and local presence. The Mass Transit Railway Corporation also signed a service agreement with SuperHome, under which up to another 57,000 homes will come within SuperHome's orbit.

**SuperStreets**

SUNeVision's SuperStreets are PropertyStreet, InsuranceStreet and BankingStreet. PropertyStreet was launched in February 2000. At the end of the period under review it had more than 80,000 registered users, winning an award for its marketing efforts. PropertyStreet is already generating revenue and additional revenue streams are being explored. PropertyStreet's partnerships with property agencies and related service providers confirm the value and business viability of the SUNeVision "streets" concept and underline the importance of drawing on existing skill sets, experience and relationships.

SUNeVision's combination of Internet knowledge, business acumen, and market knowledge makes it a business partner of choice and a business partner to trust. This was demonstrated during the year by the fact that more than 30 leading local and global industry leaders from the insurance and banking world became partners in InsuranceStreet and BankingStreet, which were launched in March and April 2000 respectively.

**Red-Dots**

Since the online auction site Red-Dots was launched in October 1999, Red-Dots has become the territory's number one auction site in terms of the average number of items listed daily and the average value of items traded. With 75,000 registered users, Red-Dots has more than 160 merchants selling and advertising on its site.

The difference between Red-Dots and its competitors can be ascribed to its focus on delivering end-to-end service to its users. It is, for example, the only auction site in Hong Kong with four customer service centres. Strategically located in high-traffic SHKP shopping malls, these centres make it particularly easy to close transactions. Red-Dots is also the only site to work with HongKong Post using the territory's more than 100 post offices as a fulfilment service platform.

Red-Dots' leadership was professionally acknowledged when it won a number of awards, including "Best Event Site" in the Hong Kong Web Awards 2000.



### 其他業務

#### 合夥及交易網站

是年內多項投資項目進一步具體說明了新意網提供之方案及網站，包羅各類電子商貿及交易服務。

AsianE2E.com為亞洲首個同類型之商業對商業交易站，為區內之電子及電機工業提供服務。AsianE2E.com提供一個全線服務的虛擬交易環境，容許買方及賣方於網上以最快速、最可靠及價格相宜之方法買賣電子零件及組件。新意網在合夥創辦公司中佔最大權益。

Asia2B.com乃為亞洲各種規模之企業，提供管理方案及平台之優質供應商，為亞洲與世界各地之間之貿易方式帶來新面貌。透過其「環球交易網」，各公司可即時接通擁有全球各地四十多個交易社群之環球網絡。Asia2B.com是由八家香港及矽谷著名企業組成之合營企業，包括世界知名的電子商貿方案供應商Commerce One。新意網為主要股東。

#### 創業基金投資組

新意網旗下的創業基金投資組為科技基礎設施及解決方案公司之首選合作夥伴。

於本年度內，創業基金投資組已建立其營運規模，並與亞洲、北美及歐洲頂尖科技公司建立了策略性資本合夥關係，並繼續在亞洲及矽谷招攬人才，亦在本地聘請多名優秀員工，以鞏固其由私人資本及科技專才組成之核心隊伍。

創業基金投資組之業務於多個策略性高增長市場中迅速擴展，主要項目包括中國內地流動通訊及寬頻接駁之投資及聯盟，而於亞洲及北美則尋求嵌入式系統及密碼及保安方面之商機。

創業基金投資組亦透過提供與互聯優勢、新科技服務及SuperHome建立策略性投資聯盟之機會，為矽谷多間科技公司提供通往亞洲之橋樑。

#### 其他主要投資

新意網亦擁有商務印書館集團旗下之數碼書店CP1897.com的權益，該網站充分利用商務印書館集團在中國大陸出版、銷售及進出口書籍之優勢，參與全球華人社群中不斷增長之中文書籍及電子出版市場。

拓展中國業務方面，新意網聯同數碼通投資於國內科技創業基金C-Tech Fund，該聯盟將為集團帶來更多在中國合資經營和其他業務機會。

**Other Businesses*****Partnerships and Exchange Portals***

A number of notable ventures during the year further exemplified the types of e-commerce and exchanges that pervade SUNeVision's solutions and portal operations.

AsianE2E.com is the first B2B exchange of its kind in Asia, serving the region's electronics and electrical industries. As a full-service virtual trading environment, AsianE2E.com allows buyers and sellers to trade electronic parts and components online with maximum speed, reliability, and cost-savings. SUNeVision is the largest shareholder among the founding equity partners in AsianE2E.

Asia2B.com is the premier provider of management solutions and platforms for enterprises of all sizes in Asia, transforming the way Asia trades with the world. Through its "Global Trading Web", companies have instant access to a global network of over 40 trading communities around the world. Asia2B.com is a joint venture formed by eight prominent enterprises in Hong Kong and Silicon Valley, including the leading global e-commerce solutions provider Commerce One. SUNeVision is the major shareholder in this investment.

***Venture Capital Group***

SUNeVision's Venture Capital Group (VCG) positioned itself to be a partner of choice for companies in the technology infrastructure and enabling solutions areas.

During the year under review, the VCG built out its operational capabilities and established strategic equity partnerships with leading-edge technology firms in Asia, North America and Europe. It continued to recruit from Asia and Silicon Valley, bolstering its core team of seasoned private equity and technology experts with several top-notch local hires.

VCG business accelerated swiftly in a number of strategic high growth sectors. Notable initiatives included investments and partnerships in mobile communications and broadband connectivity in Mainland China, while across Asia and North America VCG pursued opportunities in the embedded systems and encryption and security field.

VCG also provided the bridge to Asia for several enabling technology firms from Silicon Valley by providing strategic equity partnership opportunities with iAdvantage, Super e-Technology and SuperHome.

***Other Major Investments***

SUNeVision has also taken a stake in CP1897.com, the cyber bookstore operation of The Commercial Press group. This targets the growing market for Chinese books and e-publishing in the global Chinese community and leverages the strengths of The Commercial Press group in publishing, sales, and import/export in Mainland China.

Furthering our interests in Mainland China, SUNeVision has invested in the China C-Tech Fund along with SmarTone. This partnership will open doors in China for the Company with regard to joint ventures and other business opportunities.

## 業務進展與目標之比較

### Progress against Business Objectives

為遵從創業板規則，新意網謹於下文展示與載於二零零零年三月六日招股章程（「招股章程」）之業務目標與實際業務進展比較撮要，所涵蓋期間由二零零零年二月二十八日至二零零零年六月三十日（「檢討期間」）。以藍色字註明之各項為超越檢討期間商業目標之項目。

#### 招股章程所載於檢討期間之商業目標

##### 互聯優勢

將位於觀塘創紀之城面積共一萬平方呎之數據中心ONE-iAdvantage第二期全部租出。

聯同當地的互聯網供應商，把伺服器置存中心網絡擴展至中國大陸。北京、上海及廣州之中心各佔二萬平方呎總樓面面積。

#### 於檢討期間之實際業務進展

##### 互聯優勢

位於創紀之城的ONE-iAdvantage第二期已全部租出。

根據於二零零零年四月簽訂的協議，一位客戶同意租用柴灣MEGA-iAdvantage之六層樓面（共八萬三千平方呎），該物業預計本年尾完成。

總樓面面積達十五萬平方呎之JUMBO-iAdvantage於二零零零年五月在荃灣開幕。

北京第一數據中心及上海第一數據中心於二零零零年六月三十日開始營業。該等中心之總樓面面積分別約一萬二千平方呎及一萬四千三百平方呎（註一）。廣州互聯網服務中心預計於二零零零年十二月落成（註二）。

於二零零零年五月三日與新加坡Wing Tai Holdings Limited就創辦Wing Tai iAdvantage簽訂協議備忘錄，以便在東南亞拓展數據中心。

於二零零零年五月五日與在納斯達克上市之光纖主幹供應商360networks簽訂換股及寬頻協議，令互聯優勢可於亞洲、歐洲及美國取得更多寬頻及網點。

註一 招股章程所載每間中心之總樓面面積為二萬平方呎，此乃根據當日所得資料而作出之最佳估計。北京第一數據中心及上海第一數據中心之實際總樓面面積分別約為一萬二千平方呎及一萬四千三百平方呎。

註二 鑑於需求較大，新加坡互聯網服務中心獲得優先興建，廣州中心則須重訂興建時間。

In compliance with the rules of the Growth Enterprise Market (GEM), SUNeVision next presents a summary of actual business progress as measured against the business objectives set out in its Prospectus dated 6 March 2000 ("Prospectus") for the period from 28 February 2000 until 30 June 2000 ("Review Period"). Printed items in light blue colour under the column of Actual Business Progress are those exceeding the business objectives for the Review Period.

### Business Objectives for the Review Period as set out in the Prospectus

#### iAdvantage

To rent out the 10,000 sq ft Phase II of ONE-iAdvantage at Millennium City.

Expansion of server co-location centre network into Mainland China with local ISP provider. Beijing, Shanghai, and Guangzhou centres each to have a GFA of 20,000 sq.ft.

### Actual Business Progress in the Review Period

#### iAdvantage

Phase II of ONE-iAdvantage in Millennium City fully rented out.

Pursuant to an agreement signed in April 2000, a customer has agreed to use six floors (83,000 sq ft) of MEGA-iAdvantage in Chai Wan, which is expected to be completed by the end of this year.

JUMBO-iAdvantage, with a gross floor area ("GFA") of 150,000 sq ft was opened in Tsuen Wan in May 2000.

ONE-Beijing and ONE-Shanghai Internet services centres commenced operations on 30 June 2000. These centres have GFA of approximately 12,000 sq ft and 14,300 sq ft respectively (Note 1). Completion of the Guangzhou Internet services centre is expected to take place in December 2000 (Note 2).

Memorandum of Agreement signed on 3 May 2000 with Singapore's Wing Tai Holdings Limited to create Wing Tai iAdvantage for extensive rollout of Internet services centres in Southeast Asia.

Signed share swap and bandwidth agreements with Nasdaq-listed fibre optic backbone provider 360networks on 5 May 2000, enabling iAdvantage to access more bandwidth and points of presence in Asia, Europe and the US.

Note 1 The GFA of each centre as stated in the Prospectus was 20,000 sq ft and was the best estimate from information available by then. The actual GFA for ONE-Beijing iAdvantage and ONE-Shanghai iAdvantage are approximately 12,000 sq ft and 14,300 sq ft respectively.

Note 2 Priority was given to the Singapore Internet services centre in the light of an established greater need, with a resultant retiming of the Guangzhou centre.

### 招股章程所載於檢討期間之商業目標

#### 互聯優勢

增聘中國職員及僱員數目增至一百名。

展開市場推廣活動，包括前往美國。

#### Super-office

於香港世界貿易中心、創貿廣場及上水廣場推行軟件試驗。

進一步羅致軟件合作夥伴。

增聘員工。

### 於檢討期間之實際業務進展

#### 互聯優勢

在北京及上海增聘兩組人手。是年度，在香港、中國大陸及新加坡共招聘一百五十多名管理、專業及技術人員。

參與於二零零零年三月舉行之香港資訊基礎設施展覽及會議2000，攤位吸引了三千多名參觀者。高級行政人員定期遠赴美國推廣業務，拓展商機。

#### Super-office

試驗計劃於上述三個地點順利推行。

與美國主要之ERP/MRP(註一)方案供應商 JD Edwards 簽署協議，提供適用於會計及財務、銷售及分銷、生產管理方面之彈性及標準方案。

於二零零零年五月與LG Korea簽署共同發展協議，以開發供商界使用之網站第三代遙控監察應用設備。

成為ASP Industry Consortium(擁有二百多個市場參與者之全球網絡)之執行委員，協助將最佳常規應用於Super-office之服務發展。

成功建立一個全功能機構，包括六十名資深專業經理，他們在應用軟件供應、商業寬頻、多媒體應用、電子商貿及業界方案方面均具備經證實之良好往績。

註一 ERP即企業資源計劃方案；MRP即物料需求計劃方案。

### Business Objectives for the Review Period as set out in the Prospectus

#### **iAdvantage**

*Staffing in China to be increased and total number of staff to be increased to 100.*

*Marketing activities including trip to the United States of America.*

#### **Super-office**

*Conduct a pilot programme to test out a set of software at Hong Kong's World Trade Centre, APEC Plaza and Landmark North.*

*Recruit additional software partners.*

*Recruit additional staff.*

### Actual Business Progress in the Review Period

#### **iAdvantage**

Two new teams of staff in Beijing and Shanghai were appointed. At the end of the Review Period, there were 150 managerial, professional and skilled staff appointed in Hong Kong, Mainland China and Singapore.

Participated in Hong Kong Information Infrastructure Exposition and Conference 2000 in March 2000; stand attracted more than 3,000 quality visitors. Senior executives made regular marketing visits to the United States of America to explore business opportunities.

#### **Super-office**

Pilot programme was successfully completed at all three named locations.

Signed agreement with JD Edwards, a leading US provider of ERP/MRP (Note 1) solutions, for flexible and modular-based packages for accounting and finance, sales and distribution and manufacturing management.

Signed co-development agreement in May 2000 with LG Korea to develop web-based third generation remote surveillance applications for the business sector.

Became an executive member of the ASP Industry Consortium, a worldwide network of more than 200 market players, to assist in bringing best practice to Super-office's service development.

Successfully built a fully functioning organisation including 60 highly qualified professional managers with proven track records in application services solution, business broadband, multimedia applications, e-commerce and industry-based solutions.

Note 1 ERP is Enterprise Resource Planning; MRP is Material Requirement Planning.

## 招股章程所載於檢討期間之商業目標

### SuperHome

在東港城首先推展服務。

擴大及改進內容。

以進入三萬個住宅單位為目標。

### SuperStreets

繼續發展「地產街」。

推出「保險街」。

推出「銀行街」。

### 新科技服務

繼續發展保安監察業務，將完成三個項目。

為另外二千八百個住戶接駁SMATV。

為現有SMATV網絡增設寬頻服務。

與本地持牌無線FTNS營運商合作。

## 於檢討期間之實際業務進展

### SuperHome

於四月在東港城推出全面服務，隨後服務已伸展至整個將軍澳區。

提供新的及經改良的內容，包括健康、新聞、財經、保險、物業、娛樂、幼兒護理、遊戲及電子商貿。

登記用戶已超逾三萬個。

### SuperStreets

自二零零零年二月推出以來，「地產街」已成為全港最多人瀏覽之物業入門網站之一，於檢討期間，登記用戶已超逾八萬個。

一站式服務之「保險街」於二零零零年三月推出，於檢討期間，參與該網站之大型保險商已由十四間增至二十四間。

一站式服務之「銀行街」於二零零零年四月推出，參與該網站之國際銀行共有二十間。

### 新科技服務

是年度，已完成五個保安項目，較原定目標增加兩個；並已爭取另外三個同類項目。

已為四千二百個住戶接駁SMATV，較原定目標多出一千四百用戶。

已為二萬個住戶增設寬頻服務。

與持牌LMDS（註一）營運商達成協議，利用其SMATV網絡提供寬頻互聯網服務。

註一 LMDS (local multipoint distribution system) 是無線FTNS (fixed telecommunications network services) 的一種。



## Business Objectives for the Review Period as set out in the Prospectus

### SuperHome

*Launch services at East Point City.*

*Expand and improve contents.*

*Aim to reach 30,000 apartments.*

### SuperStreets

*Continuing progress of PropertyStreet.*

*Roll out InsuranceStreet.*

*Launch BankingStreet.*

### Super e-Technology

*Continuing development of security surveillance business; three projects to be completed.*

*Another 2,800 households to be SMATV connected.*

*Broadband enablement of existing SMATV networks.*

*Co-operation with licensed local wireless FTNS operators.*

## Actual Business Progress in the Review Period

### SuperHome

Service fully launched at East Point City in April, then extended throughout Tseung Kwan O.

New and improved content includes health, news, finance, insurance, property, entertainment, child care, games and e-commerce.

Exceeded 30,000 registered users.

### SuperStreets

PropertyStreet, launched in February 2000, became one of Hong Kong's most visited property portals, and has attracted more than 80,000 registered users by the end of the Review Period.

One-stop portal InsuranceStreet was launched in March 2000 with the number of participating leading insurers increased from 14 to 24 during the Review Period.

One-stop portal BankingStreet was launched in April 2000 with 20 international bankers participating.

### Super e-Technology

Five security projects completed during the Review Period, exceeding the target by two projects. In addition three further such projects were secured.

4,200 households SMATV connected during the Review Period, exceeding the target by 1,400 households.

20,000 households broadband enabled.

Agreement reached with a licensed LMDS (Note 1) operator to use its SMATV network to provide broadband Internet service.

Note 1 LMDS (local multipoint distribution system) is a kind of wireless FTNS (fixed telecommunications network services).

## 業務進展與目標之比較（續）

### Progress against Business Objectives (cont'd)

#### 招股章程所載於檢討期間之 商業目標

##### Super e-Network

尋求在商、住大廈設計、保養及安裝光纖寬頻網絡之合約。

##### 點點紅

物色適當之合夥人，推銷及發展點點紅品牌及商業對商業貿易。

參加於二零零零年五月在香港舉辦的國際電腦展覽會。

增聘員工。

#### 於檢討期間之實際業務進展

##### Super e-Network

於紅磡住宅發展項目半島豪庭之寬頻網絡安裝工程正在進行；已向商住物業發展商提交進一步方案，包括光纖寬頻網絡的設計、保養及安裝。

##### 點點紅

已與其他商戶訂立新協議。

另有三個服務中心相繼於新城市廣場、新世紀廣場及太陽廣場開幕，進一步加強服務質素。

為加深大眾對品牌之認識，點點紅於二零零零年五月參與香港第十六屆國際電腦展覽會，該展覽會專為企業決策人士、資訊科技專業人士及互聯網用戶而設。

員工倍增至三十名。

按每日網上市拍賣項目數量及項目平均價值計算，點點紅網站已成為香港首屈一指之拍賣網站。

## Business Objectives for the Review Period as set out in the Prospectus

### Super e-Network

*To seek contracts for design, maintenance and installation of fibre optic broadband networks in residential and commercial buildings.*

### Red-Dots

*Identify suitable partners, market and develop Red-Dots brand and business-to-business trading.*

*Participate at the International Computer Exhibition in Hong Kong in May 2000.*

*Increase staff level.*

## Actual Business Progress in the Review Period

### Super e-Network

Installation of the broadband network at Royal Peninsula, a residential development in Hung Hom, is in progress. Further proposals for design, maintenance and installation of fibre optic broadband networks have been submitted to developers of residential and commercial buildings.

### Red-Dots

New agreements have been signed with additional merchants.

Three additional service centres at New Town Plaza, Grand Century Plaza and Sun Arcade have been opened to further strengthen service quality.

To increase brand awareness, Red-Dots took part in the Hong Kong 16th International Computer Exhibition in May 2000, an event for corporate decision makers, IT professionals and Internet users.

Staff doubled to 30.

The Red-Dots Web site has achieved the No. 1 auction site ranking in Hong Kong as measured by items listed daily and average value of items.



## 董事及高級管理人員簡介

### Directors and Senior Management Profile

#### 執行董事

**郭炳聯** (47歲)

**主席兼行政總裁**

郭先生在新鴻基地產集團服務二十年，持有劍橋大學法律系碩士學位及哈佛大學工商管理碩士學位。現為新鴻基地產副主席兼董事總經理、數碼通電訊集團有限公司主席、九龍巴士控股有限公司副主席及Information Technology Entrepreneurs Association Limited董事、北京科技發展基金顧問委員會成員及DynaFund II高級顧問。社會公職方面，現為證券及期貨事務監察委員會非執行董事、香港港口及航運局委員，香港中文大學校董會副主席，警察子弟教育信託基金和警察教育及福利信託基金主席，並為第九屆中國人民政治協商會議北京委員會的委員。

**郭炳湘** (49歲)

郭先生在新鴻基地產集團服務二十五年，持有英國倫敦大學帝國學院土木工程系碩士學位，亦為英國土木工程師學會會員。現任新鴻基地產主席兼行政總裁及多間機構的董事，包括九龍巴士控股有限公司、富聯國際集團有限公司、威信(香港)停車場管理有限公司及鴻昌進出口有限公司。郭先生出任香港地產建設商會董事、香港酒店業聯會名譽司庫。在社區參與方面，現為全國政協委員會委員，中華全國工商業聯合會副主席及香港公益金歷屆董事委員會主席。

**郭炳江** (48歲)

郭先生在新鴻基地產集團服務二十年，持有英國倫敦大學工商管理碩士學位及倫敦大學帝國學院土木工程系學士學位。郭先生現任新鴻基地產副主席兼董事總經理，與及富聯國際集團有限公司董事。他同時出任香港地產建設商會第一副會長、香港建造商會幹事及香港公益金董事。

## Executive Directors

### **KWOK Ping Luen, Raymond** (Age: 47)

#### **Chairman and Chief Executive Officer**

Mr Kwok has been with the Sun Hung Kai Properties Group for 20 years. He holds a Master of Arts degree in Law from Cambridge University and a Master of Business Administration from Harvard University. He is Vice Chairman and Managing Director of SHKP, Chairman of SmarTone Telecommunications Holdings Ltd., Vice-Chairman of The Kowloon Motor Bus Holdings Ltd and a director of Information Technology Entrepreneurs Association Ltd, a member of the Advisory Board of the Beijing Technology Development Fund and Senior Advisor to DynaFund II. With respect to his civic activities, he is a non-executive director of the Securities and Futures Commission, a Member of the Hong Kong Port and Maritime Board, Vice-Chairman of the Council of The Chinese University of Hong Kong and Chairman of the Management Committees of the Police Children's Education Trust and the Police Education and Welfare Trust. Mr Kwok is also a member of the Ninth Chinese People's Political Consultative Conference Beijing Committee.

### **KWOK Ping Sheung, Walter** (Age: 49)

Mr Kwok has been with Sun Hung Kai Properties Group for 25 years. He holds a Master of Science degree in Civil Engineering from Imperial College, University of London, and is a member of the Institute of Civil Engineers. He is the Chairman and Chief Executive of SHKP, a director of The Kowloon Motor Bus Holdings Ltd., USI Holdings Ltd., Wilson Parking (HK) Ltd. and the Hung Cheong Import & Export Co, Ltd. He is a Director for The Real Estate Developers Association of Hong Kong and Honourary Treasurer of the Federation of Hong Kong Hotel Owners. On the community front, he is a member of the National Committee of the Chinese People's Political Consultative Conference, Vice-Chairman of the All China Federation of Industry and Commerce, and Chairman of the Former Directors Committee of The Hong Kong Community Chest.

### **KWOK Ping Kwong, Thomas** (Age: 48)

Mr Kwok has been with the Sun Hung Kai Properties Group for 20 years. He holds a Master of Business Administration degree from the London Graduate School of Business Studies and a Bachelor of Civil Engineering degree from Imperial College, University of London. He is the Vice-Chairman and Managing Director of SHKP and a director of USI Holdings Ltd. He is currently the Executive Vice President of The Real Estate Developers Association of Hong Kong, a council member of the Hong Kong Construction Association and a board member of The Community Chest of Hong Kong.

## 董事及高級管理人員簡介（續）

### Directors and Senior Management Profile (cont'd)

#### 許浩明（42歲）

##### 董事總經理

許先生持有香港大學法律學院法律學士學位，於二零零零年一月加入本集團之前，曾從事商人銀行業五年，之後八年出任香港聯交所副行政總裁及上市科總監。他並出任廉政公署社區關係市民諮詢委員會委員及臨時香港科學園有限公司董事，他曾任香港特別行政區政府中央政策組顧問。

#### 陳鉅源（54歲）

陳先生於一九七一年畢業於香港中文大學，持有商業學士學位。一九七三年加入新鴻基地產集團，主管收購土地及工程策劃、與及新鴻基地產於國內所有投資項目。陳先生自一九八七年起已是新鴻基地產執行董事。

#### 黃奕鑑（48歲）

黃先生持有香港中文大學工商管理學士及碩士學位。黃先生在新鴻基地產工作十九年，現任新鴻基地產執行董事。黃先生積極參與新鴻基地產集團的策略性擴展事宜，他於企業策劃、投資、收購與合併及基建項目發展等方面、具備豐富經驗。

#### 梁樺涇（44歲）

梁先生畢業於美國加州柏克萊大學。梁先生於一九八六年加入新鴻基地產集團，現任經理兼主席助理。梁先生曾任香港特別行政區政府中央政策組非全職顧問。

#### 蘇仲強（51歲）

蘇先生取得多倫多大學數學系科學碩士學位，一九七八年加入新鴻基地產發展有限公司，目前為新鴻基地產發展有限公司的附屬公司新鴻基地產代理有限公司執行董事。蘇先生為SuperHome及SuperStreets的總裁，一直致力推動發展該兩公司的業務，他現任SuperHome執行董事。

#### 董子豪（41歲）

董先生服務於新鴻基地產發展有限公司達十三年，出任多個大型住宅、商業及綜合發展項目之項目總監。目前任新鴻基地產代理有限公司執行董事及互聯優勢總裁兼行政總裁。董先生畢業於香港大學建築學系。

**HUI Ho Ming, Herbert** (Age: 42)

**Managing Director**

Mr Hui has a Bachelor of Laws degree from the School of Law, University of Hong Kong. Prior to joining the Group in January 2000, Mr Hui spent five years in merchant banking, followed by over eight years as a securities regulator where he held the position of Deputy Chief Executive and Head of the Listing Division of The Stock Exchange of Hong Kong. He is a member of The Independent Commission Against Corruption's Citizens Advisory Committee on Community Relations, a director of the Provisional Hong Kong Science Park and was a member of the Central Policy Unit of the HKSAR.

**CHAN Kui Yuen, Thomas** (Age: 54)

Mr Chan graduated from The Chinese University of Hong Kong as a Bachelor of Commerce in 1971. He joined the SHKP Group in 1973 and is now responsible for land acquisitions and project planning matters as well as the Group's projects in China. Mr Chan has been an executive director of SHKP since 1987.

**WONG Yick Kam, Michael** (Age: 48)

Mr Wong obtained his bachelor's and master's degrees in Business Administration from The Chinese University of Hong Kong. Mr Wong has been with SHKP for 19 years and is also an executive director of SHKP. Mr Wong has actively participated in the strategic diversification of the SHKP Group and he has extensive experience in corporate planning, investments, mergers and acquisitions, and infrastructure project development.

**LEUNG Kui King, Donald** (Age: 44)

Mr Leung is a graduate of The University of California at Berkeley. He joined the Sun Hung Kai Properties Group in 1986 and currently holds the position of Manager and Assistant to Chairman. Mr Leung served as a part-time Member of Hong Kong Government's Central Policy Unit.

**SO Chung Keung, Alfred** (Age: 51)

Mr So received a Master of Science degree in Mathematics from the University of Toronto. Mr So joined SHKP in 1978 and at present, is an executive director of the Sun Hung Kai Real Estate Agency Ltd., a subsidiary of SHKP. As President of SuperHome and SuperStreets, Mr So has been instrumental in the development of both companies. He is also an executive director of SuperHome.

**TUNG Chi Ho, Eric** (Age: 41)

Mr Tung has worked for the Sun Hung Kai Properties Group for 13 years, serving as Project Director for various large-scale residential, commercial and mixed developments. He is an executive director of the Sun Hung Kai Real Estate Agency Ltd., and is also the President and Chief Executive Officer of iAdvantage Ltd. Mr Tung is a graduate of the Architectural Program of The University of Hong Kong.



## 董事及高級管理人員簡介（續）

### Directors and Senior Management Profile (cont'd)

#### 黃振華（51歲）

黃先生兼任新科技服務行政總裁及點點紅董事總經理。黃先生於一九七六年獲新加坡大學頒發房產管理理學士學位。自一九九三年初獲委任為新科技服務行政總裁以來，累積基礎網絡技術方面的經驗。一九九九年七月，出任點點紅董事總經理，統率一組資訊科技專業人士，開發新鴻基地產集團於香港的首個電子商貿網站，該網站於一九九九年十月推出。

#### 童耀鈞（45歲）

童先生畢業於紐約Syracuse University，持有理學碩士銜頭。曾於北美及大中華多間跨國及當地公司，包括Philip Morris Inc.、McCann Erickson Canada及Leo Burnett Greater China工作。於一九九七年四月加入新鴻基地產之前，於管理、市場推廣、廣告及製作方面累積豐富經驗，並曾參與推廣及建立一些如萬寶路及可口可樂等世界著名品牌。童先生現為SuperHome及SuperStreets行政總裁。

#### 何志霖（41歲）

何先生任職技術總監，他獲香港大學頒發電力及電子工程一級優異學士及碩士學位，與及中文大學頒發商業管理（優異）文憑。他曾出任香港工程師學會資訊部主席及副會長，現為工程師註冊局委員及資訊工程評核會副總代表。何先生於一九八零年加入香港電訊，於多個範疇工作，積逾十九年經驗，最後範疇為企業策劃及發展。

#### 晏孝華（44歲）

晏先生加盟本公司主力開拓業務發展。他持有University of California at Berkeley化學工程理學士學位。他最初在加利福尼亞Sunnyvale投身半導體工業，加入Philips工作。晏先生於一九八五年在北京成立Applied Material Inc直屬代表處，更在兩間資訊科技公司Mentor Graphics、Greater China及AspenTech Asia擔任董事總經理一職。隨後更參與United Pacific Industries Limited之直接投資業務，擔任經營公司之執行董事。晏先生並出任Sparkice.com首席營運總監，他在與科技有關之行業擁有十四年管理經驗。

### 非執行董事

#### 張永銳（50歲）

張先生持有澳洲新南威爾斯大學會計系商業學士學位，澳洲公認執業會計師公會公認執業會計師資格，自一九七九年起為香港執業律師，並為胡關李羅律師行合夥人，獲承認為英國律師並為新加坡的狀師兼律師。張氏為七間其他公開上市公司的董事及香港律師公會之內地法律事務委員會委員及香港公開大學校董會成員。

**WONG Chin Wah, Jimmy** (Age: 51)

Mr Wong received a Bachelor of Science (Estate Management) degree in 1976 from the University of Singapore. Mr Wong is also the Chief Executive Officer of Super e-Technology and Managing Director of Red-Dots. His experience in infrastructure network technology commenced in early 1993 when he was appointed Chief Executive Officer of Super e-Technology. In July 1999, as Managing Director of Red-Dots, he led a team of IT professionals to develop the Sun Hung Kai Properties Group's first e-commerce site in Hong Kong, which was launched in October 1999.

**TUNG Yiu Kwan, Stephen** (Age: 45)

Mr Tung graduated from Syracuse University in New York with a Master of Science degree. Mr Tung has worked for international and local corporations in both North America and Greater China including Philip Morris Inc, McCann Erickson Canada and Leo Burnett Greater China. Prior to joining SHKP in April 1997, Mr Tung accumulated experience in management, marketing, advertising and production, and has worked with some of the world's leading brands such as Marlboro and Coca-Cola. Mr Tung is now Chief Executive Officer of SuperHome and SuperStreets.

**HO Chi Lam, Alfred** (Age: 41)

Mr Ho is the Chief Technology Officer. He received a BSc (Hons), and MSc in Electrical and Electronic Engineering of The University of Hong Kong, and a Diploma in Business Management (distinction) from The Chinese University of Hong Kong. He was Information Technology Division Chairman and Vice President (Information) of the Hong Kong Institution of Engineers. He is a member of Engineers Registration Board, and Deputy Discipline Representative of the Information Engineering discipline. He joined Cable & Wireless HKT in 1980, and worked in various departments for over 19 years, with his last posting in corporate planning and development.

**YEN Shiao Hua, Sheridan** (Age: 44)

Mr Yen is the Executive Director of Business Development. He holds a B.S. degree in Chemical Engineering from the University of California at Berkeley. He started his career with Philips in the semiconductor industry in Sunnyvale, California. He established the Applied Material Inc direct office in Beijing in 1985. He held Managing Director positions for Mentor Graphics, Greater China and AspenTech, Asia. Both companies are in the IT industry. He then became involved in direct investment activities with United Pacific Industries Limited as Executive Director of Operating Companies. Prior to joining SUNeVision, Mr Yen was Chief Operating Officer of Sparkice.com. He has more than 14 years management experience in technology-related industries.

**Non-Executive Director**

**CHEUNG Wing Yui** (Age: 50)

Mr Cheung received a Bachelor of Commerce degree in Accountancy from the University of New South Wales, Australia. He is a certified practising accountant of the Australian Society of CPAs. He has been a practising solicitor in Hong Kong since 1979 and is a partner of the law firm Woo, Kwan, Lee and Lo. He has been admitted as a solicitor in the UK and as an advocate and solicitor in Singapore. Mr Cheung is a director of seven other publicly listed companies. He is a committee member of the Mainland Legal Affairs Committee of the Law Society of Hong Kong and is a council member of The Open University of Hong Kong.

### 獨立非執行董事

#### 高鋁（66歲）

高教授目前為在本港擁有兩家高科技公司的Transtech Services Group Ltd主席兼行政總裁，高教授早於六十年代，在英國國際電話電報公司附屬的標準通訊實驗室工作，創先研究光纖通訊。高教授曾擔任香港中文大學校長，現時為香港特區政府數個諮詢委員會委員，高教授榮獲多項國際獎項，包括美國富蘭克林研究所史特活•柏蘭亭獎、英國蘭克信託基金會蘭克獎、瑞典艾力松基金會LM艾力松國際獎、美國電機及電子工程師學會亞歷山大•格林姆•貝爾獎章、美國馬可尼基金會馬可尼國際科學家獎、英國電機工程師學會法拉第獎章、日本獎及美國國家工程科學院查爾斯•斯塔克•德雷珀獎。

#### 李安國（45歲）

李教授先後於一九七七年、一九七九年、一九八零年及一九八一年獲美國麻省理工學院頒發電機工程及電腦科學學士、碩士、工程師及博士學位，現為香港大學（「港大」）資訊工程講座教授及港大科技轉移公司Versitech Ltd的董事總經理。加入港大前，擔任南加州大學電機工程系教授。李教授曾在世界各地講學及提供顧問服務，其專業知識均獲政府、業界及學術界所認同。李教授為多個國際專業組織委員會的主席及在多個政府諮詢委員會擔任職務。此外，李教授乃美國電機及電子工程學會院士、IAE資深會員及香港工程師學會資深會員。

#### 張首晟（37歲）

張教授為史丹福大學之正教授。張教授於柏林Free University獲得碩士學位，並於斯托尼布魯克之紐約州立大學獲得博士學位。張教授於加盟史丹福大學前，在IBM擔任高級研究員達四年之久。由於張教授在半導體物理方面之傑出成就，獲IBM頒發Outstanding Innovation Award。張教授現在北京清華大學擔任Cheung Kong Chair Professorship。張教授為上海浦東新發展區之高級顧問。張教授亦擔任WI Harper Investment Group之技術顧問委員會主席，管理廣泛及非常成功之中美高科技投資組合。

### 高級管理層

#### 詹榮傑（36歲）

##### 集團財務總監

詹先生持有香港城市大學會計學文學士學位、澳洲悉尼大學工商管理碩士學位及香港中文大學管理會計文憑。詹先生為香港會計師公會資深會員、英國特許公認會計師公會資深會員、澳洲執業會計師公會高級會員及加拿大公認管理會計師公會會員。詹先生曾服務於香港電訊，於會計及財務方面積逾十二年經驗。

### Independent Non-Executive Directors

**KAO Kuen, Charles** (Age: 66)

Professor Kao is the Chairman and Chief Executive Officer of Transtech Services Group Limited, which currently operates two high-tech companies in Hong Kong. Professor Kao was a pioneer in the field of optical fibre communications in the 1960s, while working at the ITT research facility in the United Kingdom, Standard Telecommunications Laboratories. He was the Vice Chancellor of The Chinese University of Hong Kong and is also a member of a number of advisory committees of the HKSAR Government. His international honours and awards include the Stewart Ballantine Medal, Rank Prize, LM Ericsson International Prize, Alexander Graham Bell Medal, Marconi International Fellowship, Faraday Medal of IEE, the Japan Prize and the Charles Stark Draper Prize.

**LI On Kwok, Victor** (Age: 45)

Professor Li received Bachelor's, Master's, Engineer's and Doctoral degrees in Electrical Engineering and Computer Science from the Massachusetts Institute of Technology in 1977, 1979, 1980 and 1981, respectively. He is Chair Professor of Information Engineering at The University of Hong Kong (HKU) and Managing Director of Versitech Ltd. Prior to joining HKU, he was a Professor of Electrical Engineering at the University of Southern California. Sought by government, industry, and academic organisations, he has lectured and consulted extensively around the world. Prof Li chairs various committees of international professional organisations and serves on various government advisory boards. He is a Fellow of the IEEE, IAE, and HKIE.

**ZHANG Shoucheng, Steven** (Age: 37)

Professor Zhang is a full Professor at Stanford University. He received his Master's degree from the Free University of Berlin, and his Ph D from the State University of New York at Stony Brook. He spent four years as a senior research staff member at IBM before he joined the faculty at Stanford. He was awarded the Outstanding Innovation Award by IBM for his distinguished research in semiconductor physics. He currently holds the Cheung Kong Chair Professorship at the Tsinghua University in Beijing. Professor Zhang is a senior advisor to the Pudong New Development Area in Shanghai. He also serves as Chairman of the Technology Advisory Board of the WI Harper Investment Group, which manages an extensive and highly successful portfolio of high-technology investments in the US and China.

### Senior Management

**TSIM Wing Kit, Alfred** (Age: 36)

**Group Financial Controller**

Mr Tsim received his undergraduate degree from the City University of Hong Kong, a Master of Business Administration degree from the Graduate School of Business of The University of Sydney and a Diploma in Management Accounting from The Chinese University of Hong Kong. He is a member of the Hong Kong Society of Accountants, The Association of Chartered Certified Accountants, United Kingdom, CPA Australia and CMA Canada. Mr Tsim was previously with Cable & Wireless HKT and has more than 12 years experience in accounting and finance.

## 董事及高級管理人員簡介（續）

### Directors and Senior Management Profile (cont'd)

#### 鄭鍾豪（43歲）

##### 總法律顧問及公司秘書

鄭先生持有物理科學學士學位、普通法的Common Professional Examination證書及研究生證書、中國法律學士學位及教育碩士學位。現為香港特區、英格蘭及威爾斯律師。鄭先生於企業財務及商業法律方面積逾八年經驗，自一九九七年六月以來任職新鴻基地產集團的內部法律顧問，直至本公司獨立上市為止。

#### 張豪仁（32歲）

##### 投資總監及創業基金投資組常務合夥人

張先生獲賓夕凡尼亞大學的Lauder Institute及Wharton Graduate School of Business頒發工商管理碩士學位及國際關係文學碩士學位，亦持有密茲根大學文學士學位。於二零零零年二月加入新鴻基地產之前，他曾任職於GE Capital旗下GE Equity的科技及通訊部門，主力推動公司在矽谷的業務，亦曾任職於ING霸菱私人投資公司、麥肯錫公司及美國廣播公司等機構。

#### 郭大偉（40歲）

##### 研究總監

郭先生結合其在建築、電腦輔助設計、互聯網技術及業務管理的廣泛經驗，為集團提供寶貴科技資訊。郭先生曾在香港電訊及矽谷工作逾十九年。郭先生的研究對本集團在資訊科技市場的競爭力，起了一定的功用。大大的增加集團在市場的競爭力。

#### 譚永耀（38歲）

##### 互聯優勢營運總裁

譚先生負責互聯網基建服務之業務及技術運作。譚先生於電訊及互聯網相關行業積逾十五年經驗。於一九九九年十月加入本集團前，曾出任和記電訊及香港電訊的互聯網科技及電子商貿科技主管。

#### 張維德（38歲）

##### 互聯優勢拓展總裁

張先生為英國電機及電子工程師公會會員、英國公認建築服務工程師公會會員及香港工程師學會會員。他曾任職Central Waterfront Property Project Management Ltd項目經理三年；為JP摩根與香港國際金融中心項目其他主要租戶設立數據中心。張先生於一九九九年十一月加入互聯優勢，專責業務發展及設施管理發展。

**CHENG Chung Ho, Jeremy** (Age: 43)

**General Counsel and Company Secretary**

Mr Cheng holds a Bachelor of Science Degree in Physics, a Common Professional Examination certificate and a Postgraduate Certificate in common law, a Bachelor's Degree in PRC law and a Master of Education degree. He is a solicitor of the Hong Kong SAR, and England and Wales. Mr Cheng has more than eight years experience in corporate finance and commercial legal work and had been advising in-house in the Sun Hung Kai Properties Group from June 1997 until SUNeVision was separately listed.

**CHANG, Frederick Hubert** (Age: 32)

**Director of Investments and Managing Partner of the Venture Capital**

Mr Chang holds a joint MBA/MA degree in International Relations from the Lauder Institute and the Wharton Graduate School of Business at the University of Pennsylvania. Mr Chang obtained his Bachelor of Arts degree from the University of Michigan. Prior to joining SHKP in February 2000, Mr Chang was with the Technology and Communications Group of GE Equity, the private equity arm of GE Capital, where he helped spearhead the firm's Silicon Valley office. Mr Chang's other professional experience includes working for ING Baring Private Equity, McKinsey & Company and ABC News Beijing.

**KWOK Tai Wai, David** (Age: 40)

**Director of Research**

Mr Kwok has brought his diverse experience in architecture, computer-aided design, Internet technology, and business management together to provide valuable technical industry information for the Group. By drawing on over 19 years experience in Hong Kong at Cable and Wireless HKT and in the Silicon Valley, his research has been instrumental in the Group's competitiveness in the IT marketplace.

**TAM Wing Yiu, Alex** (Age: 38)

**Chief Operating Officer of iAdvantage**

Mr Tam is responsible for the business and technical operation of the Internet infrastructure services. Mr Tam has over 15 years experience in telecommunication and Internet related industries. Before joining the Company in October 1999, he worked as the head of Internet technology at Hutchison Telecommunications and Hongkong Telecom IMS in ISP and e-Commerce business respectively.

**CHEUNG Wai Tak, Vitus** (Age: 38)

**Chief Development Officer of iAdvantage**

Mr Cheung is a Member of the Institution of Electrical Engineers (UK), the Institution of Chartered Building Services Engineers (UK) and the Hong Kong Institution of Engineers. Mr Cheung was a Project Manager with Central Waterfront Property Project Management Ltd. for three years, building data centre facilities for JP Morgan and other major tenants of the International Finance Centre project in Hong Kong. Mr Cheung joined iAdvantage in November 1999 and focuses on business development and facilities management development.

## 董事及高級管理人員簡介（續）

### Directors and Senior Management Profile (cont'd)

**林文柏（44歲）**

**新科技服務董事**

林先生持有香港中文大學文學士學位。一九八九年加入新鴻基地產，分別於一九九三年及一九九五年獲委任為新科技服務總經理及董事，負責發展網絡基建設施及擴展保安監察及智能咭業務。林先生亦為點點紅董事。

**羅潔怡（29歲）**

**點點紅策略及產品拓展部總監**

羅小姐持有美國Northwestern University化學工程學位，亦持有美國Illinois Institute of Technology的Human-centered Communications Design碩士學位，從中學會根據用戶及市場需要設計及發展具創意的互動產品。羅小姐曾任職香港電訊，負責統籌多方面的產品發展環節，由用戶介面設計、創意設計以至提供定期服務及提升互動電視及互聯網相關項目。

**黃端華（27歲）**

**點點紅業務及市場拓展部總監**

黃小姐持有美國Tufts University數量經濟學學位。自一九九六年以來，一直從事發展香港先進電子商貿項目及產品。曾出任香港電訊IMS的市場推廣經理及業務發展部主管，主要負責寬頻互聯網及互動電視的所有市場與業務計劃，其他工作範圍包括策略計劃、市場調查及分析以至項目管理及整體推行。

**尹頌明（27歲）**

**點點紅軟件及系統拓展部總監**

尹先生持有香港科技大學資訊系統管理學位。自一九九五年以來一直從事互聯網及多媒體行業。曾出任香港電訊IMS產品及服務發展顧問，負責統率所有範疇的項目實行及營運管理。亦是推出網上行的功臣之一。於建造成功高科技產品、發展網站及互聯網應用方面饒富經驗。

**葉美如（39歲）**

**Super-office行政總裁**

葉小姐在業務發展及整體管理方面具備十六年國際經驗，曾在一些最大的資訊科技及電訊集團擔任銷售，市場推廣，創新服務，業務拓展及管理職務。葉小姐以往曾任香港電訊業務市場總經理，之前任職BT UK環球科技部市場推廣總監。葉小姐持有澳洲墨爾本大學研究院之工商管理碩士學位及澳洲悉尼大學科學學士學位。



**LAM Man Pak, Patrick** (Age: 44)

**Director of Super e-Technology**

Mr Lam obtained his Bachelor of Arts degree from The Chinese University of Hong Kong. He joined SHKP in 1989 and was appointed as General Manager and a Director of Super e-Technology in 1993 and 1995, respectively to develop the network infrastructure and expand its operation to security surveillance and smart card businesses. Mr Lam is also a director of Red-Dots.

**LO Kit Yee, Grace** (Age: 29)

**Director – Strategy and Product Development of Red-Dots**

Ms Lo holds an undergraduate degree in Chemical Engineering from Northwestern University. She also holds a Master's degree in Human-centered Communications Design from Institute of Design at IIT in the US where she learnt to design and develop innovative interactive products based on user and market needs. Previously in Hong Kong Telecom, Ms Lo was responsible for product development, user-interface design, creative design, regular service provisioning and enhancements of interactive TV and Web related projects.

**WONG Tuen Wah, Hilda** (Age: 27)

**Director – Business Development and Marketing of Red-Dots**

Ms Wong holds a degree in Quantitative Economics from Tufts University in the US. She has been working on major e-commerce projects and products in Hong Kong since 1996. As a marketing manager and business development projects leader in Hongkong Telecom IMS, Ms Wong was responsible for a range of marketing planning activities for broadband Internet and Interactive TV. She worked in areas ranging from strategic planning, market research and analysis, to project management and end-to-end implementation.

**WAN Chung Ming, William** (Age: 27)

**Director – Application and System Development of Red-Dots**

Mr Wan holds an undergraduate degree in Information and Systems Management from the Hong Kong University of Science & Technology. Mr Wan has been working in the Internet and multimedia industry since 1995. As a Product & Service Development Consultant in Hongkong Telecom IMS, he was responsible for leading all areas of project implementation and operation management. Mr Wan contributed to the launch of NETVIGATOR and is experienced in building successful high-technology products, developing Web sites and Internet applications.

**YIP May Yue, Karen** (Age: 39)

**Chief Executive Officer of Super-office**

Ms Yip brings over 16 years of international experience in sales, marketing, service innovation, business development and general management with some of the largest IT and telecommunications giants. Previously, she was General Manager in Business, Cable & Wireless HKT, and before that worked for BT UK as Head of Marketing, Global Technology Sector. She holds an MBA degree from the Graduate School of the University of Melbourne, Australia, and a Bachelor of Science from the University of Sydney, Australia.



## 董事會報告 Directors' Report

董事會謹此提呈本公司由二零零零年一月二十五日(即註冊成立日期)至二零零零年六月三十日期間，以及本集團截至二零零零年六月三十日止年度之首份年報及經審核財務報表。

### 重組及於香港聯合交易所創業板上市

本公司於二零零零年一月二十五日在開曼群島根據公司條例(1998修訂本)註冊成立為一家有限公司。根據為整頓本集團架構，以籌備本公司股份在創業板上市而進行之集團重組，本公司於二零零零年二月二十八日成為本集團之控股公司。集團重組之詳情載於二零零零年三月六日本公司刊發之招股章程附錄五「公司重組」一節。

本公司股份自二零零零年三月十七日起在創業板上市。

### 主要業務

本公司為投資控股公司。其附屬公司之主要業務載於財務報表附註33。

本集團營業額及營運業績分析載於年報第120頁。

### 業績

本集團截至二零零零年六月三十日止年度業績載於年報第74頁綜合收益表。

董事會建議不派發本年度股息。

### 財務摘要

本集團截至二零零零年六月三十日止三個年度各年之財務摘要載於年報第6頁。

### 股本及購股權

本公司年內之法定及已發行股本變動詳情載於財務報表附註21。

本公司及其附屬公司之購股權計劃詳情載於財務報表附註22。

### 儲備

本集團及本公司於年內之儲備變動載於財務報表附註23。

The directors present their first report and the audited financial statements of the Company for the period from 25 January 2000 (date of incorporation) to 30 June 2000 and of the Group for the year ended 30 June 2000.

### **Reorganisation and Listing on the GEM of The Stock Exchange**

The Company was incorporated in the Cayman Islands with limited liability on 25 January 2000 under the Companies Law of Cayman Islands (1998 revision). Pursuant to a group reorganisation to rationalise the structure of the Group in preparation for the listing of the Company's shares on the GEM, the Company became the holding company of the Group on 28 February 2000. Details of the group reorganisation are set out in the paragraphs headed "Corporate Reorganisation" in appendix 5 of the prospectus issued by the Company dated 6 March 2000.

The shares of the Company have been listed on the GEM since 17 March 2000.

### **Principal Activities**

The Company is an investment holding company. The principal activities of its subsidiaries are set out in note 33 to the financial statements.

Analysis of the Group's turnover and operating results is set out on page 120 of the annual report.

### **Results**

The results of the Group for the year ended 30 June 2000 are set out in the consolidated income statement on page 74 of the annual report.

The directors do not recommend the payment of a dividend for the year.

### **Financial Summary**

A summary of the results of the Group for each of the three years ended 30 June 2000 is set out on page 6 of the annual report.

### **Share Capital and Share Options**

Details of movements in the authorised and issued share capital of the Company during the year are set out in note 21 to the financial statements.

Details of the share option schemes of the Company and its subsidiaries are set out in note 22 to the financial statements.

### **Reserves**

Details of movements in the reserves of the Group and of the Company during the year are set out in note 23 to the financial statements.

## 附屬公司

二零零零年六月三十日本公司之主要附屬公司詳情載於財務報表附註33。

## 投資物業

本集團於年內購入投資物業，總代價為五億二千萬港元。該代價乃根據該等投資物業於二零零零年一月三十一日之公開市值而釐訂。

## 物業及設備

年內，本集團若干租約持有的土地及樓宇以及發展中物業已作重估，錄得二千三百五十一萬八千港元盈餘，並已直接計入物業重估儲備。此外，價值一億八千五百萬港元之一項發展中物業已完成，並轉撥至土地及樓宇賬項。上述及其他有關本集團物業及設備之變動詳情，載於財務報表附註13。

## 物業

本集團持有之物業詳情載於年報第118至第119頁。

## 董事及董事服務合約

本公司自成立日期至本報告日期之董事如下：

### 執行董事：

郭炳聯	（於二零零零年一月二十九日獲委任）
郭炳湘	（於二零零零年一月二十九日獲委任）
郭炳江	（於二零零零年一月二十九日獲委任）
許浩明	（於二零零零年一月二十九日獲委任）
陳鉅源	（於二零零零年一月二十九日獲委任）
黃奕鑑	（於二零零零年一月二十九日獲委任）
梁樺涇	（於二零零零年一月二十九日獲委任）
蘇仲強	（於二零零零年一月二十九日獲委任）
董子豪	（於二零零零年一月二十九日獲委任）
黃振華	（於二零零零年一月二十九日獲委任）
童耀鈞	（於二零零零年一月二十九日獲委任）
何志霖	（於二零零零年六月八日獲委任）
晏孝華	（於二零零零年七月三日獲委任）

### 非執行董事：

張永銳	（於二零零零年一月二十九日獲委任）
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## Subsidiaries

Details of the Company's principal subsidiaries at 30 June 2000 are set out in note 33 to the financial statements.

## Investment Properties

During the year, the Group acquired investment properties for a total consideration of HK\$520 million, based on their open market valuation at 31 January 2000.

## Property, Plant and Equipment

During the year, certain of the Group's leasehold land and buildings and properties under development were revalued resulting in a surplus of HK\$23,518,000, which has been credited directly to the property revaluation reserve. In addition, a property under development of HK\$185 million was completed and transferred to land and buildings. Details of these and other movements during the year in the property, plant and equipment of the Group are set out in note 13 to the financial statements.

## Properties

Particulars of properties held by the Group are set out in pages 118 to 119 of the annual report.

## Directors and Directors' Service Contracts

The directors of the Company since its date of incorporation and up to the date of this report were:

### Executive Directors:

Kwok Ping Luen, Raymond	(appointed on 29 January 2000)
Kwok Ping Sheung, Walter	(appointed on 29 January 2000)
Kwok Ping Kwong, Thomas	(appointed on 29 January 2000)
Hui Ho Ming, Herbert	(appointed on 29 January 2000)
Chan Kui Yuen, Thomas	(appointed on 29 January 2000)
Wong Yick Kam, Michael	(appointed on 29 January 2000)
Leung Kui King, Donald	(appointed on 29 January 2000)
So Chung Keung, Alfred	(appointed on 29 January 2000)
Tung Chi Ho, Eric	(appointed on 29 January 2000)
Wong Chin Wah, Jimmy	(appointed on 29 January 2000)
Tung Yiu Kwan, Stephen	(appointed on 29 January 2000)
Ho Chi Lam, Alfred	(appointed on 8 June 2000)
Yen Shiao Hua, Sheridan	(appointed on 3 July 2000)

### Non-Executive Director:

Cheung Wing Yui	(appointed on 29 January 2000)
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**獨立非執行董事：**

高錕	（於二零零零年一月二十九日獲委任）
李安國	（於二零零零年一月二十九日獲委任）
張首晟	（於二零零零年六月八日獲委任）

根據本公司之公司章程第116及99條，梁樺涇先生、黃振華先生、童耀鈞先生、董子豪先生、何志霖先生、晏孝華先生及張首晟先生將輪值告退，惟彼等均有資格並願意在即將舉行之股東週年大會上膺選連任。

除何志霖及晏孝華先生外，各執行董事與本公司訂立服務協議。協議由二零零零年三月一日起計為期三年，並往後繼續生效，直至任何一方向對方發出不少於六個月之書面通知終止協議為止。

各非執行董事之任期直至二零零二年十二月三十一日。

除上文所披露者外，擬於即將舉行之股東週年大會上膺選連任之董事與本公司或其任何附屬公司並無訂立若在一一年內終止須作出賠償的服務合約。

**董事於合約中之權益**

年內，本集團與新鴻基地產及其聯屬公司（本集團成員公司除外）進行若干交易。該等交易之詳情載於財務報表附註24。郭炳聯先生、郭炳湘先生及郭炳江先生擁有新鴻基地產權益。

此外，張永銳先生為胡關李羅律師行合夥人。該律師行於年內向本集團提供專業服務，並收取一般專業費用。

除上文所披露者外，於本年度終結或本年度內任何時間，本公司或其控股公司或其任何同系附屬公司或附屬公司，並無任何本公司董事直接或間接訂立擁有重大權益之重要合約。

**Independent non-executive directors:**

Kao Kuen, Charles	(appointed on 29 January 2000)
Li On Kwok, Victor	(appointed on 29 January 2000)
Zhang Shoucheng, Steven	(appointed on 8 June 2000)

In accordance with Article 116 and 99 of the Company's Articles of Association, Messrs Leung Kui King, Donald, Wong Chin Wah, Jimmy, Tung Yiu Kwan, Stephen, Tung Chi Ho, Eric, Ho Chi Lam, Alfred, Yen Shiao Hua, Sheridan and Zhang Shoucheng, Steven will retire at the forthcoming Annual General Meeting and, being eligible, offer themselves for re-election.

Other than Messrs Ho Chi Lam, Alfred and Yen Shiao Hua, Sheridan, each of the executive directors has entered into a service agreement with the Company. Each agreement is for a period of three years commencing on 1 March 2000 and shall continue thereafter until terminated by either party giving to the other not less than six months' prior written notice.

The term of office of each of the non-executive directors is for the period up to 31 December 2002.

Save as disclosed above, none of the directors being proposed for re-election at the forthcoming Annual General Meeting has a service contract with the Company or any of its subsidiaries which is not determinable by the Group within one year without payment of compensation, other than statutory compensation.

**Directors' Interests in Contracts**

During the year, the Group had certain transactions with SHKP and its affiliates other than members of the Group. Details of these transactions are set out in note 24 to the financial statements. Messrs Kwok Ping Luen, Raymond, Kwok Ping Sheung, Walter and Kwok Ping Kwong, Thomas have a beneficial interest in SHKP.

In addition, Mr Cheung Wing Yui is a partner of Woo, Kwan, Lee & Lo, a solicitors firm which provided professional services to the Group and charged usual professional fees during the year.

Save as disclosed above, there was no contract of significance to which the Company or its holding companies or any of its fellow subsidiaries or subsidiaries was a party and in which a director of the Company had a material interest, whether directly or indirectly, which subsisted at the end of the year or at any time during the year.

## 董事之證券權益

於二零二零年六月三十日，根據證券（披露權益）條例（「披露權益條例」）第29條所存置之記錄冊所載，董事及彼等聯繫人等於本公司及其相聯法團之證券（「證券」及「相聯法團」之定義見披露權益條例）權益如下：

### 1. 新意網股份

董事姓名	個人權益	家族權益	公司權益	其他權益	股份總數
郭炳聯	606,000	—	—	1,070,000（附註）	1,676,000
郭炳湘	—	—	—	1,070,000（附註）	1,070,000
郭炳江	—	—	—	1,070,000（附註）	1,070,000
蘇仲強	416	—	—	—	416

附註：根據披露權益條例，郭炳聯先生、郭炳湘先生及郭炳江先生被視為擁有其名下所列數目之本公司股份權益。然而，當中有1,070,000股屬相同權益，因此上述三位董事之權益重疊。

### 2. 新鴻基地產股份

董事姓名	個人權益	家族權益	公司權益	其他權益	股份總數
郭炳聯	—	1,000	—	1,074,682,895（附註）	1,074,683,895
郭炳湘	—	3,000	—	1,073,489,522（附註）	1,073,492,522
郭炳江	2,201,281	304,065	—	1,071,539,214（附註）	1,074,044,560
許浩明	24,000	—	—	—	24,000
陳鉅源	126,500	66,000	—	—	192,500
黃奕鑑	50,904	—	—	—	50,904
梁樺涇	10,000	—	—	—	10,000
蘇仲強	189,985	—	—	—	189,985

附註：根據披露權益條例，郭炳聯先生、郭炳湘先生及郭炳江先生被視為擁有其名下分別所列數目之新鴻基地產股份，然而，當中有1,051,505,347股新鴻基地產股份屬相同權益，因此上述三位董事之權益重疊。



## Directors' Interests in Securities

As at 30 June 2000, the interests of the directors and their associates in the securities of the Company and its associated corporations ("securities" and "associated corporations" as defined in the Securities (Disclosure of Interests) Ordinance (the "SDI Ordinance")) as recorded in the register maintained by the Company pursuant to Section 29 of the SDI Ordinance were as follows:

### 1. SUNeVision's shares

Name of director	Personal interest	Family interest	Corporate interest	Other interest	Total no. of shares
Kwok Ping Luen, Raymond	606,000	–	–	1,070,000 (Note)	1,676,000
Kwok Ping Sheung, Walter	–	–	–	1,070,000 (Note)	1,070,000
Kwok Ping Kwong, Thomas	–	–	–	1,070,000 (Note)	1,070,000
So Chung Keung, Alfred	416	–	–	–	416

Note: Messrs Kwok Ping Luen, Raymond, Kwok Ping Sheung, Walter and Kwok Ping Kwong, Thomas were deemed (by virtue of the SDI Ordinance) to be interested in the number of shares in the Company shown opposite their names respectively. Of these numbers of shares, 1,070,000 shares represent the same interests and are therefore duplicated amongst these three directors.

### 2. SHKP shares

Name of director	Personal interest	Family interest	Corporate interest	Other interest	Total no. of shares
Kwok Ping Luen, Raymond	–	1,000	–	1,074,682,895 (Note)	1,074,683,895
Kwok Ping Sheung, Walter	–	3,000	–	1,073,489,522 (Note)	1,073,492,522
Kwok Ping Kwong, Thomas	2,201,281	304,065	–	1,071,539,214 (Note)	1,074,044,560
Hui Ho Ming, Herbert	24,000	–	–	–	24,000
Chan Kui Yuen, Thomas	126,500	66,000	–	–	192,500
Wong Yick Kam, Michael	50,904	–	–	–	50,904
Leung Kui King, Donald	10,000	–	–	–	10,000
So Chung Keung, Alfred	189,985	–	–	–	189,985

Note: Messrs Kwok Ping Luen, Raymond, Kwok Ping Sheung, Walter and Kwok Ping Kwong, Thomas were deemed (by virtue of the SDI Ordinance) to be interested in the number of SHKP shares shown opposite their names respectively. Of these numbers of SHKP shares, 1,051,505,347 shares represent the same interests and are therefore duplicated amongst these three directors.

### 3. 相關法團之股份

- (a) 郭炳聯先生、郭炳湘先生及郭炳江先生於下列相聯法團之股本證券中，各自持有以下權益：

聯營公司	證券種類及數目	權益類別
暉卓有限公司	10普通股	個人
儲善有限公司	10普通股	個人
Splendid Kai Limited	2,500普通股	公司（附註）
Hung Carom Company Limited	25普通股	公司（附註）
Tinyau Company Limited	1普通股	公司（附註）
舉捷有限公司	8普通股	公司（附註）

附註：該等證券由郭炳聯先生、郭炳湘先生及郭炳江先生擁有可在股東特別大會上行使三分之一或以上投票權之公司持有，故依據披露權益條例彼等被視為擁有該等證券之權益。

- (b) 郭炳聯先生及郭炳湘先生於九龍巴士控股有限公司之股本證券中各自持有393,350股普通股及61,522股普通股之個人權益。
- (c) 郭炳聯先生於數碼通電訊集團有限公司之股本證券中持有690,000股普通股之個人權益。
- (d) 李安國教授於數碼通電訊集團有限公司之股本證券中持有5,000股普通股之家族權益。

除上文第1、2及3節所披露者外，董事及彼等之聯繫人等概無於本公司或其任何相聯法團（定義見披露權益條例）之證券中擁有任何個人、家族、公司或其他權益，而已於二零零零年六月三十日記錄於根據披露權益條例第29條存設之股東名冊中，或根據創業板上市規則第5.40條至第5.49條須知會本公司及聯交所。

### 3. Shares in associated corporations

- (a) Each of Messrs Kwok Ping Luen, Raymond, Kwok Ping Sheung, Walter and Kwok Ping Kwong, Thomas had the following interests in the equity securities of the following associated corporations:

Associated corporation	No. of class of securities	Category of interest
Superindo Company Limited	10 Ordinary shares	Personal
Super Fly Company Limited	10 Ordinary shares	Personal
Splendid Kai Limited	2,500 Ordinary shares	Corporate (Note)
Hung Carom Company Limited	25 Ordinary shares	Corporate (Note)
Tinyau Company Limited	1 Ordinary share	Corporate (Note)
Open Step Limited	8 Ordinary shares	Corporate (Note)

*Note:* These securities are held by companies in which Messrs Kwok Ping Luen, Raymond, Kwok Ping Sheung, Walter and Kwok Ping Kwong, Thomas are entitled to control the exercise of one third or more of the voting power at their general meetings and thereafter they were deemed (by virtue of the SDI Ordinance) to be interested in these securities.

- (b) Messrs Kwok Ping Luen, Raymond and Kwok Ping Sheung, Walter had personal interests of 393,350 ordinary shares and 61,522 ordinary shares respectively in the equity security of The Kowloon Motor Bus Holdings Limited.
- (c) Mr Kwok Ping Luen, Raymond had personal interests of 690,000 ordinary shares in equity of SmarTone Telecommunications Holdings Limited.
- (d) Professor Li On Kwok, Victor had family interests of 5,000 ordinary shares in equity of SmarTone Telecommunications Holdings Limited.

Save as disclosed above in sub-section 1, 2 and 3, none of the directors and their associates had any personal, family, corporate or other interests in the securities of the Company or any of its associated corporations as defined in the SDI Ordinance as recorded in the register as at 30 June 2000 maintained under Section 29 of the SDI Ordinance or which are required, pursuant to rules 5.40 to 5.49 of the Rules Governing the Listing of Securities on the GEM of The Stock Exchange (the "GEM Listing Rules"), to be notified to the Company and the Stock Exchange.

#### 4. 新意網購股權

本集團設有三個購股權計劃，詳情載於財務報表附註22。若干董事於年內獲授予購股權，以認購本公司股份。年內授出之購股權詳情如下：

董事姓名	授出之購股權數目及 於二零零零年六月 三十日之結餘
郭炳聯	755,000
郭炳湘	415,000
郭炳江	415,000
許浩明	720,000
陳鉅源	510,000
黃奕鑑	360,000
梁樺涇	360,000
蘇仲強	360,000
董子豪	360,000
黃振華	360,000
童耀鈞	360,000
何志霖	285,000

附註：

所有上述購股權於二零零零年三月二十八日以象徵式代價授出並獲接納，而該等購股權之行使價為每股港幣10.38元。該等購股權可根據有關計劃之條款行使，其中：

- (i) 三分之一之購股權可於二零零零年十二月三十一日起計三年內行使；
- (ii) 另外三分之一之購股權可於二零零一年十二月三十一日起計三年內行使；及
- (iii) 餘下三分之一之購股權可於二零零二年十二月三十一日起計三年內行使。

#### 4. SUNeVision's share option

The Group operates three share option schemes, details of which are set out in note 22 to the financial statements. During the year, certain directors were granted options to subscribe for shares in the Company. Details of the options granted during the year are as follow:

<b>Name of directors</b>	<b>Number of options granted and balance at 30.6.2000</b>
Kwok Ping Luen, Raymond	755,000
Kwok Ping Sheung, Walter	415,000
Kwok Ping Kwong, Thomas	415,000
Hui Ho Ming, Herbert	720,000
Chan Kui Yuen, Thomas	510,000
Wong Yick Kam, Michael	360,000
Leung Kui King, Donald	360,000
So Chung Keung, Alfred	360,000
Tung Chi Ho, Eric	360,000
Wong Chin Wah, Jimmy	360,000
Tung Yiu Kwan, Stephen	360,000
Ho Chi Lam, Alfred	285,000

*Notes:*

All the above options were granted and accepted on 28 March 2000 for nominal consideration and the exercise price of these options is HK\$10.38 per share. These options may be exercised in accordance with the terms of the relevant scheme as to:

- (i) one third of the options within three years commencing on 31 December 2000;
- (ii) a further one third of the options within three years commencing on 31 December 2001; and
- (iii) the remaining one third of the options within three years commencing on 31 December 2002.

## 5. 新鴻基地產購股權

根據最終控股公司新鴻基地產之購股權計劃，本公司之若干董事已獲授新鴻基地產購股權（「新地購股權」）以認購新鴻基地產之股份（「新地股份」），詳情如下：

董事姓名	授出之新地 購股權及 於二零零零年 六月三十日 之結餘
陳鉅源	150,000
黃奕鑑	150,000
蘇仲強	120,000
董子豪	120,000

所有上述購股權於二零零零年二月以象徵式代價授出並獲接納，而該等購股權之行使價為每股港幣七十元正。

該等購股權於購股權期間第二年可行使最多三分之一，於購股權期間第三年可行使最多三分之二，並於授出日期三年後隨時可行使全數或部份購股權。

除以上第4及5節所披露者外，本公司或其控股公司或其同系附屬公司或附屬公司概無於年內訂立任何安排，使本公司董事藉購入本公司或任何其他法人團體之股份或債券證券（包括債券）而獲益，且概無董事或彼等之配偶或十八歲以下之子女擁有任何權利，認購本公司證券或已行使該等權利。

## 主要股東

於二零零零年六月三十日，除以上披露之有關董事權益外，根據披露權益條例第16(1)條規定置存之主要股東名冊，本公司獲悉下列公司直接或間接持有本公司已發行股份百分之十或以上之權益：

名稱	股份數目	持股概約百分比
Sunco Resources Limited ("Sunco")	1,712,068,000	83.72
新鴻基地產 (附註1)	1,712,068,000	83.72
滙豐控股有限公司 (附註2)	1,702,699,824	83.26
HSBC Finance (Netherlands) (附註2)	1,702,699,824	83.26
HSBC Holdings B.V. (附註2)	1,702,699,824	83.26
HSBC Investment Bank Holdings B.V. (附註2)	1,702,252,590	83.24
HSBC International Trustee Limited (附註3)	1,702,227,303	83.24

## 5. SHKP share options

Pursuant to the share option scheme of SHKP, the ultimate holding company of the Company, certain directors of the Company were granted share options ("SHKP Options") to subscribe for shares in SHKP ("SHKP Shares"), details as follows:

Name of directors	Number of SHKP Options granted and balance at 30.6.2000
Chan Kui Yuen, Thomas	150,000
Wong Yick Kam, Michael	150,000
So Chung Keung, Alfred	120,000
Tung Chi Ho, Eric	120,000

All of the above options were granted and accepted in February 2000 for nominal consideration and the exercise price of all these options are HK\$70 per SHKP Share.

The options can be exercised up to one third during the second year of the option period, up to two thirds during the third year of the option period and in whole or in part any time three years after the date of grant.

Save as disclosed in sub-section 4 and 5 above, at no time during the year was the Company or its holding companies or any of its fellow subsidiaries or subsidiaries a party to any arrangement to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debt securities (including debentures) of, the Company or any other body corporate and none of the directors, or their spouses or children under the age of 18, had any rights to subscribe for securities of the Company, or had exercised any such rights.

## Substantial Shareholders

As at 30 June 2000, in addition to those interests as disclosed above in respect of the directors, according to the register of substantial shareholders required to be maintained under Section 16(1) of the SDI Ordinance, the Company had been notified of the following interests, being 10% or more in the issued share capital of the Company directly and indirectly:

Name	Number of Shares	Approximate percentage of holding
Sunco Resources Limited ("Sunco")	1,712,068,000	83.72
SHKP (Note 1)	1,712,068,000	83.72
HSBC Holdings plc (Note 2)	1,702,699,824	83.26
HSBC Finance (Netherlands) (Note 2)	1,702,699,824	83.26
HSBC Holdings B.V. (Note 2)	1,702,699,824	83.26
HSBC Investment Bank Holdings B.V. (Note 2)	1,702,252,590	83.24
HSBC International Trustee Limited (Note 3)	1,702,227,303	83.24

- 附註：1. 由於Sunco乃新鴻基地產全資附屬公司，故根據披露權益條例，新鴻基地產將視作擁有Sunco所持有之本公司1,712,068,000股股份權益。
2. HSBC International Trustee Limited持有權益之股份屬HSBC Investment Bank Holdings B.V.擁有權益之股份之組成部份；HSBC Investment Bank, Holdings B.V. 擁有權益之股份屬HSBC Holdings B.V.所持有權益之股份之組成部份；HSBC Holdings B.V.擁有權益之股份即HSBC Finance (Netherlands)擁有權益之股份，而HSBC Finance (Netherlands) 擁有權益之股份為滙豐控股有限公司擁有權益股份之組成部份。
3. 上述HSBC International Trustee Limited持有新鴻基地產股份的權益，其中1,051,505,347股為前文「董事之證券權益」內第二點附註所提及股份數目之一部份。

### 管理層股東

據董事會所知，除以上披露之Sunco及新鴻基地產外，無任何人直接或間接擁有當時本公司已發行股份百分之五或以上或能實際直接或間接影響本公司之管理事宜。

### 保薦人權益

於二零零零年六月三十日，怡富證券有限公司（怡富）之董事及僱員分別擁有二千五百股及三千零七股本公司股份之權益。除本文所披露者外，怡富、其董事、僱員或聯繫人等概無擁有本公司或其集團成員之任何證券權益，亦無權認購或不用派他人認購本公司或其集團成員之證券。

根據本公司與怡富於二零零零年三月三日訂立之保薦人協議，於二零零零年三月十七日至二零零二年六月三十日期間怡富成為本公司之保薦人及收取一般保薦人費用。

### 關連交易

與新鴻基地產及非本集團成員之新鴻基地產集團聯屬機構之須予披露關連交易詳情，載列於財務報表附註24。該等交易已包括在本公司於二零零零年三月六日刊發之售股章程中第37頁至第45頁所載之豁免之範圍內，或為聯交所創業板證券上市規則第20.23或20.24條之範圍內。除上文所披露者外，概再無其他根據聯交所創業板證券上市規則（「聯交所上市規則」）規定，須披露之關連交易。

獨立非執行董事已審核財務報表附註24(1)(A)載列之關連交易，該等與本集團訂立之關連交易：

- (i) 循本集團一般日常業務進行；
- (ii) 按一般商業條款訂立；及
- (iii) 符合有關規限協議，且協議條款公平及合理及符合本公司股東整體利益。



- Notes: 1. As Sunco is a wholly-owned subsidiary of SHKP, SHKP is deemed to have interest in the 1,712,068,000 shares of the Company held by Sunco under the SDI Ordinance.
2. The shares in which HSBC International Trustee Limited was interested formed part of the shares in which HSBC Investment Bank Holdings B.V. was interested; the shares in which HSBC Investment Bank Holdings B.V. was interested formed part of the shares in which HSBC Holdings B.V. was interested; the shares in which HSBC Holdings B.V. was interested were the shares in which HSBC Finance (Netherlands) was interested and the shares in which HSBC Finance (Netherlands) was interested formed part of the shares in which HSBC Holdings plc was interested.
3. Of the SHKP share in which HSBC International Trustee Limited was interested, 1,051,505,347 shares were part of the shares referred to in the Note to sub-section 2 of this section on "Directors' Interests in Securities".

### Management Shareholders

So far as the directors are aware, other than Sunco and SHKP as disclosed above, there is no other person who is directly or indirectly interested in 5% or more of the shares of the Company then in issue and who is able, as a practical matter, to direct or influence the management of the Company.

### Sponsor's Interest

As at 30 June 2000, directors and employees of Jardine Fleming Securities Limited ("Jardine Fleming") were interested in 2,500 shares and 3,007 shares of the Company respectively. Save as disclosed herein, none of Jardine Fleming, its directors, employees or associates had any interest in the securities of the Company or any members of the Group, or any right to subscribe for or to nominate persons to subscribe for the securities of the Company or any members of the Group.

Pursuant to the agreement dated 3 March 2000 between the Company and Jardine Fleming, Jardine Fleming will receive a fee for acting as the Company's sponsor for the period from 17 March 2000 to 30 June 2002.

### Connected Transactions

Details of discloseable connected transactions with SHKP and its affiliates other than members of the Group ("SHKP Group"), are set out in note 24 to the financial statements. These transactions were either covered under the waivers set out in P 37 to P 45 of the Prospectus of the Company dated 6 March 2000, or fell under Rule 20.23 or 20.24 of the GEM Listing Rules. Save as disclosed therein, there were no other transactions which need to be disclosed as connected transactions in accordance with the requirements of the Listing Rules.

The independent non-executive directors have reviewed the connected transactions set out in note 24(1)(A) to the financial statements and in their opinion, and were entered into by the Group:

- (i) in the ordinary and usual course of business of the Group;
- (ii) on normal commercial terms; and
- (iii) in accordance with the relevant agreement governing them on terms that are fair and reasonable and in the interests of the shareholders of the Company as a whole.

### 主要客戶及供應商

本集團五大供應商合計佔本年度營運成本約百分之三十四，向單一最大供應商之採購額，佔營運成本約百分之十五。

年內，本集團五大客戶佔本集團營業額約百分之六十八，而最大客戶新鴻基地產集團則佔總營業額百分之三十。

於二零零零年六月三十日，郭炳聯先生、郭炳湘先生及郭炳江先生均擁有新鴻基地產集團股份權益。

除以上披露者外，各董事、彼等各自聯繫人等及本公司股東（就董事所知擁有超過百分之五本公司股本者），於截至二零零零年六月三十日止財政年度，概無擁有本集團五大客戶及五大供應商之任何權益。

本集團及其客戶之所有交易按一般商業條款進行。

### 購買、出售或贖回本公司上市證券

本公司或其任何附屬公司概無於年內購買、出售或贖回本公司之任何上市證券。

### 審核委員會

本公司於二零零零年一月二十九日，按香港會計師公會發出之「審核委員會成立指引」，成立審核委員會，並書面界定其職權範圍。審核委員會之首要工作是審核本公司年報及賬目、中期報告及季度報告，並就此向董事會提供意見及建議。審核委員會負責檢討及監察財政匯報過程及本集團內部監控程序。審核委員會有三名委員，包括兩名獨立非執行董事高錕教授（主席）與李安國教授，以及一名非執行董事張永銳先生。

### 更改公司秘書

陳永源先生已辭任本公司秘書，本公司總法律顧問鄭鍾豪先生同時出任委任為公司秘書一職，並於二零零零年八月十六日起生效。

### 退休金計劃

除本集團其中一家附屬公司參與一項由新鴻基地產集團為所有合資格僱員設立的退休福利計劃外，本集團現今並無為其僱員提供任何公積金或類似之退休金計劃，但或需（在將來根據強制性公積金計劃條例規定）為僱員提供公積金計劃。

### Major Customers and Suppliers

The five largest suppliers of the Group in aggregate accounted for about 34% of its operating costs for the year. Purchases from the single largest supplier accounted for about 15% of its operating costs.

During the year, the five largest customers of the Group accounted for about 68% of the turnover of the Group and the largest customer, being SHKP Group, accounted for about 30% of the total turnover.

At 30 June 2000, Messrs Kwok Ping Luen, Raymond, Kwok Ping Sheung, Walter and Kwok Ping Kwong, Thomas had a beneficial interest in SHKP Group.

Save as disclosed above, none of the directors, their respective associates and shareholders of the Company (which to the knowledge of the directors own more than 5% of the issued capital of the Company) had any interest in any of the five largest customers and the five largest suppliers of the Group for the financial year ended 30 June 2000.

All transactions between the Group and the customers were carried out on normal commercial terms.

### Purchase, Sale or Redemption of the Company's Listed Securities

During the year, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

### Audit Committee

The Company established an audit committee on 29 January 2000 with written terms of reference based on the guidelines set out in "A Guide for the Formation of an Audit Committee" issued by the Hong Kong Society of Accountants. The primary duties of the audit committee are to review the Company's annual report and accounts, half-yearly reports and quarterly reports and to provide advice and comments thereon to the board of Directors. The audit committee will also be responsible for reviewing and supervising the financial reporting process and internal control procedures of the Group. The audit committee has three members comprising two independent non-executive directors, Professor Kao Kuen, Charles (Chairman) and Professor Li On Kwok, Victor and one non-executive director, Mr Cheung Wing Yui.

### Change of Company Secretary

Mr Chan Wing Yuen, Hubert resigned as Company Secretary of the Company, and Mr Cheng Chung Ho, Jeremy was appointed as the Company Secretary in addition to his current position as the General Counsel of the Company, both with effect from 16 August 2000.

### Pension Scheme

Except for a subsidiary of the Group which participates in a retirement benefit scheme which is operated by the SHKP Group for all qualified employees, the Group does not provide any provident fund or other similar pension scheme for its employees but may be required to introduce a provident fund scheme for employees at a time to comply with the Mandatory Provident Fund Schemes Ordinance.

### 捐款

本集團年內之慈善及其他捐款達八十五萬港元。

### 優先購股權

本公司章程細則或開曼群島法例概無優先購股權之條文，以規定本公司按比例向現有股東配售新股。

### 重大及結算日以後事項

重大及結算日後事項詳情載列於財務報表附註32。

### 核數師

本公司期內委聘德勤•關黃陳方會計師行為本公司核數師。本公司將於股東週年大會提呈決議案重新委聘德勤•關黃陳方會計師行連任本公司核數師。

董事會代表

**郭炳聯**

主席兼行政總裁

二零零零年九月二十二日

### Donations

During the year, the Group made charitable and other donations amounting to HK\$850,000.

### Pre-emptive Rights

There is no provision for pre-emptive rights under the Company's Articles of Association, or the laws of the Cayman Islands, which would oblige the Company to offer new shares on pro-rata basis to existing shareholders.

### Significant and Post Balance Events

Details of significant and post balance sheet events are set out in note 32 to the financial statements.

### Auditors

Messrs Deloitte Touche Tohmatsu were appointed as auditors of the Company during the period. A resolution will be submitted to the annual general meeting of the Company to re-appoint them as auditors.

On behalf of the Board

**Kwok Ping Luen, Raymond**

*Chairman and Chief Executive Officer*

22 September 2000



## 核數師報告 Auditors' Report

致 **SUNeVision Holdings Limited** (新意網集團有限公司) 列位股東  
(於開曼羣島註冊成立之有限公司)

本核數師行已完成審核載於第74頁至117頁，按照香港公認之會計原則所編製之財務報表。

### 董事及核數師之責任

董事須負責編製真實與公平之財務報表。在編製該等真實與公平之財務報表時，董事必須貫徹採用合適之會計政策。

本行的責任是根據本行審核工作之結果，對該等賬項表達獨立的意見，並向股東作出報告。

### 意見之基礎

本行是按照香港會計師公會頒佈的核數準則進行審核工作。審核範圍包括以抽查方式查核與財務報表內所載數額及披露事項有關之憑證，亦包括評估董事於編製該等賬項時所作之重大估計及判斷、所釐定之會計政策是否適合 貴公司及 貴集團之具體情況，及有否貫徹應用並足夠地披露該等會計政策。

本行在策劃和進行審核工作時，均以取得一切本行認為必需的資料及解釋為目標，使本行能獲得充份的憑證，就該等賬項是否存有重要錯誤陳述，作出合理的確定。在表達意見時，本行亦已衡量該等財務報表所載的資料在整體上是否足夠。本行相信，本行的審核工作已為下列意見建立合理的基礎。

### 意見

本行認為，上述的財務報表足以真實及公平地反映 貴公司及 貴集團於二零零零年六月三十日的財政狀況及 貴集團截至該日止年度之虧損及現金流量，並按照香港公司條例之披露要求而妥善編製。

**德勤 • 關黃陳方會計師行**

執業會計師

香港，二零零零年九月二十二日

To **the Shareholders of SUNeVision Holdings Limited**  
(incorporated in the Cayman Islands with limited liability)

We have audited the financial statements on pages 74 to 117 which have been prepared in accordance with accounting principles generally accepted in Hong Kong.

### Respective responsibilities of directors and auditors

The Company's directors are responsible for the preparation of financial statements which give a true and fair view. In preparing financial statements which give a true and fair view it is fundamental that appropriate accounting policies are selected and applied consistently.

It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

### Basis of opinion

We conducted our audit in accordance with Statements of Auditing Standards issued by the Hong Kong Society of Accountants. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the circumstances of the Company and of the Group, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance as to whether the financial statements are free from material misstatement. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements. We believe that our audit provides a reasonable basis for our opinion.

### Opinion

In our opinion the financial statements give a true and fair view of the state of affairs of the Company and of the Group as at 30 June 2000 and of the loss and cash flows of the Group for the year then ended and have been properly prepared in accordance with the disclosure requirements of the Hong Kong Companies Ordinance.

**Deloitte Touche Tohmatsu**  
Certified Public Accountants

Hong Kong, 22 September 2000

## 綜合收益表

### Consolidated Income Statement

截至二零零零年六月三十日止 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

		附註 Notes	2000	1999
營業額	Turnover	3	67,069	47,578
銷售成本	Cost of sales		(62,045)	(34,707)
毛利	Gross profit		5,024	12,871
其他收入	Other revenue	4	122,008	21,101
			127,032	33,972
研究開發費用	Research and development expenses		(23,379)	—
銷售費用	Selling expenses		(57,613)	(918)
行政費用	Administrative expenses		(77,150)	(11,126)
營運(虧損)溢利	(Loss) profit from operations	5	(31,110)	21,928
財務費用	Finance costs	6	(14,346)	(21,696)
稅前(虧損)溢利	(Loss) profit before taxation		(45,456)	232
稅項	Taxation	7	(1,082)	(952)
除少數股東權益前虧損	Loss before minority interests		(46,538)	(720)
少數股東權益	Minority interests		2	—
本年度虧損淨額	Net loss for the year	9	(46,536)	(720)
(以港幣仙為單位)	(Expressed in Hong Kong Cents)			
每股虧損 — 基本	Loss per share — Basic	10	2.59	0.04



# 綜合資產負債表

## Consolidated Balance Sheet

於二零零零年六月三十日 (以港幣千元計)  
At 30 June 2000 (expressed in HK\$'000)

		附註 Notes	2000	1999
<b>資產及負債</b>	<b>ASSETS AND LIABILITIES</b>			
非流動資產	Non-current assets			
投資物業	Investment properties	12	<b>520,306</b>	—
物業及設備	Property, plant and equipment	13	<b>1,059,119</b>	568,447
投資證券	Investments in securities	14	<b>317,186</b>	—
			<b>1,896,611</b>	568,447
流動資產	Current assets			
存貨	Inventories	15	<b>7,361</b>	4,778
應收賬項、訂金及預付款項	Debtors, deposits and prepayments		<b>84,921</b>	19,028
應收合約工程	Amounts due from customers			
客戶款項	for contract work	16	<b>6,260</b>	7,647
現金及銀行結存	Cash and bank balances		<b>3,075,598</b>	2,346
			<b>3,174,140</b>	33,799
流動負債	Current liabilities			
應付賬項及應計費用	Creditors and accrued charges		<b>243,460</b>	21,266
應付合約工程	Amounts due to customers			
客戶款項	for contract work	16	<b>224</b>	120
租金按金	Rental deposits		<b>8,712</b>	6,847
融資租約負債	Obligation under a finance lease			
(一年內到期)	(due within one year)	19	<b>132</b>	—
稅項	Taxation		<b>2,189</b>	1,134
			<b>254,717</b>	29,367
流動資產淨額	Net current assets		<b>2,919,423</b>	4,432
總資產減流動負債	Total assets less current liabilities		<b>4,816,034</b>	572,879
非流動負債	Non-current liabilities			
應付新鴻基地產集團款項	Amount due to SHKP Group	17	—	577,007
應付少數股東款項	Amount due to a minority shareholder	18	<b>947</b>	—
融資租約負債	Obligation under a finance lease			
(一年後到期)	(due after one year)	19	<b>84</b>	—
可換股票據	Convertible note	20	<b>730,000</b>	—
			<b>731,031</b>	577,007
			<b>4,085,003</b>	(4,128)
<b>資本及儲備</b>	<b>CAPITAL AND RESERVES</b>			
股本	Share capital	21	<b>204,500</b>	—
儲備	Reserves	23	<b>3,880,502</b>	(4,128)
			<b>4,085,002</b>	(4,128)
少數股東權益	Minority interests		<b>1</b>	—
			<b>4,085,003</b>	(4,128)

董事：  
郭炳聯  
許浩明

Directors:  
Kwok Ping Luen, Raymond  
Hui Ho Ming, Herbert

# 資產負債表

## Balance Sheet

二零零零年六月三十日 (以港幣千元計)  
At 30 June 2000 (expressed in HK\$'000)

		附註 Notes	2000
<b>資產及負債</b>	<b>ASSETS AND LIABILITIES</b>		
非流動資產	Non-current assets		
附屬公司權益	Interests in subsidiaries	11	4,891,996
流動資產	Current assets		
現金及銀行結存	Cash and bank balances		1
流動負債	Current liabilities		
應付款項及應計費用	Creditors and accrued charges		8,914
流動負債淨額	Net current liabilities		(8,913)
總資產減流動負債	Total assets less current liabilities		4,883,083
非流動負債	Non-current liability		
可換股票據	Convertible note	20	730,000
			<u>4,153,083</u>
<b>資本及儲備</b>	<b>CAPITAL AND RESERVES</b>		
股本	Share capital	21	204,500
儲備	Reserves	23	3,948,583
			<u>4,153,083</u>

董事：  
郭炳聯  
許浩明

Directors:  
**Kwok Ping Luen, Raymond**  
**Hui Ho Ming, Herbert**

# 確認綜合損益表 Consolidated Statement of Recognised Gains and Losses

截至二零零零年六月三十日止年度(以港幣千元計)  
 For the year ended 30 June 2000 (expressed in HK\$'000)

		2000	1999
未有在綜合收益表中 確認之收益：	<b>Gain not recognised in the consolidated income statement:</b>		
— 本集團物業權益重估盈餘	— revaluation surplus on the Group's property interests	<b>23,518</b>	—
本年度虧損淨額	<b>Net loss for the year</b>	<b>(46,536)</b>	(720)
確認虧損總額	<b>Total recognised losses</b>	<b>(23,018)</b>	(720)

# 綜合現金流量報表

## Consolidated Cash Flow Statement

截至二零零零年六月三十日止 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

	附註 Notes	2000	1999
<b>經營業務</b>			
現金流入淨額	25	<b>31,562</b>	22,425
<b>投資回報及融資費用</b>			
已收利息		<b>109,562</b>	—
已付利息		<b>(14,335)</b>	(21,696)
融資租約財務費用		<b>(11)</b>	—
投資回報及融資費用之 現金流入 (流出) 淨額		<b>95,216</b>	(21,696)
<b>稅項</b>			
已付香港利得稅		<b>(27)</b>	(1,465)
<b>投資業務</b>			
購入物業及設備		<b>(482,047)</b>	(164)
購入投資物業		<b>(520,306)</b>	—
購入投資證券		<b>(317,186)</b>	—
投資業務之 現金流出淨額		<b>(1,319,539)</b>	(164)
融資活動前之現金流出淨額		<b>(1,192,788)</b>	(900)
<b>融資活動</b>	26		
發行普通股		<b>3,581,100</b>	—
新鴻基地產集團墊款		<b>882,993</b>	—
股份發行開支		<b>(198,952)</b>	—
少數股東注入資本		<b>3</b>	—
少數股東墊款		<b>947</b>	—
償還融資租約負債		<b>(51)</b>	—
融資活動之現金流入淨額		<b>4,266,040</b>	—
現金及現金等值項目 之增加 (減少)		<b>3,073,252</b>	(900)
於年初之現金及 現金等值項目		<b>2,346</b>	3,246
於年終之現金及 現金等值項目 (於現金及銀行結存反映)		<b>3,075,598</b>	2,346

# 財務報表附註

## Notes to the Financial Statements

截至二零零零年六月三十日止年度(以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 1. 集團重組及財務報表編製基準

本公司於二零零零年一月二十五日在開曼羣島根據開曼羣島公司法(一九九八年修訂本)註冊成立為獲豁免有限公司。其最終控股公司為新鴻基地產發展有限公司(「新鴻基地產」)，與本集團成員公司以外之新鴻基地產附屬公司在下文稱為「新鴻基地產集團」。

根據就精簡本集團架構以籌備本公司股份在香港聯合交易所有限公司(「聯交所」)創業板(「創業板」)上市之集團重組(「集團重組」)，本公司於二零零零年二月藉收購新鴻基地產集團之資訊科技基建及互聯網服務業務而成為本集團之控股公司。本公司股份自二零零零年三月十七日起在創業板上市。

因集團重組產生之本集團被視為一持續經營實體。因此，此等財務報表乃按合併會計基準編製，尤如本公司一貫為本集團之控股公司。

有關本集團重組之詳情，載於本公司在二零零零年三月六日刊發之招股章程(「招股章程」)內。

### 1. Group Reorganisation and Basis of Preparation of Financial Statements

The Company was incorporated in the Cayman Islands on 25 January 2000 as an exempted company with limited liability under the Companies Law (1998 Revision) of the Cayman Islands. Its ultimate holding company is Sun Hung Kai Properties Limited ("SHKP"), which together with its subsidiaries other than members of the Group are hereinafter referred to as "SHKP Group".

Pursuant to a group reorganisation ("Group Reorganisation") to rationalise the structure of the Group in preparation for the listing of the Company's shares on the Growth Enterprise Market (the "GEM") of The Stock Exchange of Hong Kong Limited (the "Stock Exchange"), the Company became the holding company of the Group in February 2000 by acquiring the information technology ("IT") infrastructure and Internet service businesses from SHKP Group. The shares of the Company have been listed on the GEM since 17 March 2000.

The Group resulting from the Group Reorganisation is regarded as a continuing entity. Accordingly, these financial statements have been prepared on the merger accounting basis as if the Company had always been the holding company of the Group.

Further details of the Group Reorganisation are set out in the prospectus ("Prospectus") issued by the Company dated 6 March 2000.

## 財務報表附註（續）

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度（以港幣千元計）  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 2. 主要會計政策

本財務報表按歷史成本常規編製，就若干物業權益價值重估作出修訂，並符合香港普遍接納之會計原則。所採納之主要會計政策如下：

#### 綜合財務報表之基本原則

綜合財務報表包括本公司及其附屬公司截至每年六月三十日之財務報表。

綜合財務報表包括集團重組之影響，並以合併會計方法入賬。

本集團內各公司之間所有重大交易及結餘已於編製綜合財務報表時抵銷。

#### 投資於附屬公司

附屬公司乃一間由本公司直接或間接持有其超過半數已發行股本，或本公司控制其超過半數之投票權，或本公司控制其董事會或對等管理組織組成之企業。

本公司於附屬公司之投資按成本值列賬，扣除有關附屬公司任何非暫時性質之減值準備。附屬公司之業績由本公司按年內已收及應收股息之基準計算入賬。

### 2. Significant Accounting Policies

The financial statements have been prepared under the historical cost convention, as modified for the revaluation of certain property interests, and in accordance with accounting principles generally accepted in Hong Kong. The principal accounting policies adopted are set out below:

#### Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and its subsidiaries made up to 30 June each year.

The consolidated financial statements incorporate the effects of the Group Reorganisation which has been accounted for by using merger accounting.

All significant intercompany transactions and balances between group companies are eliminated on consolidation.

#### Investments in subsidiaries

A subsidiary is an enterprise in which the Company, directly or indirectly, holds more than half of the issued share capital, or controls more than half of the voting power, or where the Company controls the composition of its board of directors or equivalent governing body.

Investments in subsidiaries are stated at cost, as reduced by any decline in the value of the subsidiary that is other than temporary. Results of subsidiaries are accounted for by the Company on the basis of dividends received or receivable during the year.

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 2. 主要會計政策 (續)

#### 收益確認

來自客戶使用互聯網服務中心設施的收益根據協議期間按比例確認。

經營租約租金收益以直線基準按有關租約期間確認。

當能可靠地估計有關衛星電視天線共用系統 (「SMATV」) 及保安系統業務的安裝合約的結果時，來自定價合約的收益乃使用完成百分比法，參考目前已產生合約成本佔估計該合約總合約成本的百分比計算確認。如該安裝合約的結果未能可靠估計，則僅就將來可收回的已產生合約成本確認收益。

有關SMATV及保安系統業務的保養合約收入以時間基準按合約期間確認。

網上拍賣買賣服務的收益主要來自寄放拍賣物件、佣金及廣告。有關佣金收益在順利完成拍賣時確認。

來自廣告及寄賣費的收入在刊登廣告及展出寄賣物件期間按比例確認。

非貨幣交易之收入僅在交出之資產或購入之資產之公平值可合理確定情況下確認。

利息收益以未償還本金及適用利率按時間基準確認。

### 2. Significant Accounting Policies (continued)

#### Revenue recognition

Revenue from customer use of Internet services centre facilities is recognised ratably over the terms of the agreement.

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

When the outcome of installation contracts relating to satellite master antenna television system ("SMATV") and security system business can be estimated reliably, revenue from a fixed price contract is recognised using the percentage of completion method, measured by reference to the percentage of contract costs incurred to date to estimated total contract costs for the contract. When the outcome of such installation contracts cannot be estimated reliably, revenue is recognised only to the extent of contract costs incurred that it is probable will be recovered.

Income from maintenance contracts relating to SMATV and security system business is recognised on a time basis over the terms of the contract.

Revenue from web-based auction trading service is primarily derived from posting of items, commission and advertising. Revenue related to commission is recognised at the time when an auction sale is successfully concluded.

Revenue from advertising and posting fee is recognised ratably in the period in which the advertisement and posting is displayed.

Income from non-monetary transactions is only recognised when the fair value of either the assets surrendered or the assets acquired can be determined with reasonable certainty.

Interest income is accrued on a time basis, by reference to the principal outstanding and at the interest rate applicable.

## 財務報表附註 (續)

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 2. 主要會計政策 (續)

#### 安裝合約

當一項安裝合約的結果能可靠地估計時，合約成本乃根據合約活動於結算日合約工程完成階段以計算合約收入的同一基準計算確認為開支。當安裝合約的結果未能可靠估計時，合約成本於產生期間確認為開支。

#### 研究開發費用

除非正進行一項主要項目而可合理預期開發費用將會因為未來商業活動而可收回，該開發費用乃遞延及自該項目開始投入商業運作之日起於項目期間內撇銷。否則研究及開發費用於產生年度在收益表中扣除。

#### 經營租約

凡就根據經營租約持有或提供的資產有關之應付或應收之固定租金者，租金皆以直線基準按各租約的期間列入收益表中。而可變之應付或應收租金分別於產生或賺取期內確認。

#### 稅項

稅項乃根據年內業績，並就毋須課稅或不獲減免項目作出調整後計算。時差乃若干收支項目在稅項及財務報表上計入不同會計期間而產生。時差導致稅項上的影響乃按負債法計算，於可見將來可能確定為稅項負債或資產者於財務表中列為遞延稅項。

### 2. Significant Accounting Policies (continued)

#### Installation contracts

When the outcome of an installation contract can be estimated reliably, contracts costs are recognised as expenses by reference to the stage of completion of the contract activity at the balance sheet date on the same basis as contract revenue. When the outcome of an installation contract cannot be estimated reliably, contract costs are recognised as expenses in the period in which they are incurred.

#### Research and development expenses

Expenditure on research and development is charged to the income statement in the year in which it is incurred except where a major project is undertaken and it is reasonably anticipated that development costs will be recovered through future commercial activities. Such development costs are deferred and written off over the life of the project from the date of commencement of commercial operation.

#### Operating leases

Where the amount of rentals payable or receivable in respect of assets held or provided under operating leases are fixed, the rentals are accounted for in the income statement on a straight-line basis over the periods of the respective leases. Variable rentals payable or receivable are recognised in the period incurred or earned respectively.

#### Taxation

The charge for taxation is based on the results for the year as adjusted for items which are non-assessable or disallowed. Timing differences arise from the recognition for tax purposes of certain items of income and expense in a different accounting period from that in which they are recognised in the financial statements. The tax effect of resulting timing differences, computed under the liability method, is recognised as deferred taxation in the financial statements to the extent that it is probable that a liability or asset will crystallise in the foreseeable future.



## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

**2. 主要會計政策 (續)****外幣**

外幣交易在交易日換算。以外幣為單位的貨幣資產及負債乃按結算日的概約滙率換算。滙兌所引致之損益在收益表中處理。

**物業及設備**

物業及設備 (不包括發展中物業) 於結算日按成本減折舊列賬。

發展中物業、土地及樓宇按其重估值 (即其於重估日期在現時使用情況下之公平值減任何其後之累計折舊) 列賬。

重估以充足規律定時進行，務求賬面值與在結算日以公平值釐定之賬面值不會有重大差別。

任何因重估發展中物業、土地及樓宇所產生之重估增值將撥充重估儲備，除非同一物業之前曾因重估出現減值 (而該減值已列作開支)，於此情況下，重估之增值將計入收益表內 (以之前已列作開支之減值為上限)。因物業重估所產生之減值將從該物業之前因重估產生的估值儲備中扣除 (如有)，差額將列作開支。在出售或棄用一項曾作重估之物業時，相關之重估盈餘將撥入累計溢利。

**2. Significant Accounting Policies (continued)****Foreign currencies**

Transactions in foreign currencies are translated at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the approximate rates ruling on the balance sheet date. Profits and losses arising on exchange are dealt with in the income statement.

**Property, plant and equipment**

Property, plant and equipment, other than properties under development and land and buildings, are stated at cost less depreciation at the balance sheet date.

Properties under development, land and buildings are stated in the balance sheet at their revalued amount, being the fair value on the basis of their existing use at the date of revaluation less any subsequent accumulated depreciation.

Revaluation are performed with sufficient regularity such that the carrying amount does not differ materially from that which would be determined using fair values at the balance sheet date.

Any revaluation increase arising on revaluation of properties under development, land and buildings is credited to the revaluation reserve, except to the extent that it reverses a revaluation decrease of the same asset previously recognised as an expense, in which case the increase is credited to the income statement to the extent of the decrease previously charged. A decrease in net carrying amount arising on revaluation of an asset is dealt with as an expense to the extent that it exceeds the balance, if any, on the revaluation reserve relating to a previous revaluation of that asset. On the subsequent sale or retirement of a revalued assets, the attributable revaluation surplus is transferred to retained profits.

## 財務報表附註 (續)

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 2. 主要會計政策 (續)

#### 物業及設備 (續)

資產成本包括其購買價及使資產達致運作狀況及地點作原定用途的直接成本。在資產投入運作後產生的開支，例如維修保養及大修費用，一般在收益表中扣除。當可以清楚顯示開支可導致預計使用資產的未來經濟利益增加情況下，開支撥作資產的額外成本。

因出售或棄用資產而產生的損益是按出售資產所得款項淨額與賬面值的差額釐定，於收益表中確認。

當資產的可收回金額低於其賬面值時，須將賬面值減少以反映價值下跌。在決定資產的可收回金額時，並無將預計未來現金流量折讓至其現值。

租賃土地價值按租約期限以直線法攤銷。

物業及設備的折舊乃按其估計可使用年限以直線法攤銷其成本值及估值計算，所採用年率如下：

樓宇	2% – 5%
互聯網服務中心設施	10% – 20%
SMATV設備	10%
電腦、網絡及相關設備	20% – 33 <sup>1</sup> / <sub>3</sub> %
辦公室設備、傢俬及裝置	20% – 50%
汽車	30% – 33 <sup>1</sup> / <sub>3</sub> %

以融資租約持有資產以自置資產相同基準按其預計使用年限或 (倘較短) 有關租約年期折舊。

### 2. Significant Accounting Policies (continued)

#### Property, plant and equipment (continued)

The cost of an asset 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 the asset has been put into operation, such as repairs and maintenance and overhaul costs, is normally charged to the income statement. 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 the asset, the expenditure is capitalised as an additional cost of the asset.

The gain or loss arising from disposal or retirement of an asset is determined as the difference between the net sale proceeds and the carrying amount of the asset and is recognised in the income statement.

Where the recoverable amount of an asset has declined below its carrying amount, the carrying amount is reduced to reflect the decline in value. In determining the recoverable amount of assets, expected future cash flows are not discounted to their present values.

The valuation of leasehold land is amortised over the period of the leases using the straight-line method.

Depreciation is provided to write off the cost or valuation of property, plant and equipment over their estimated useful lives, using the straight-line method, at the following rates per annum:

Buildings	2% – 5%
Internet services centre facilities	10% – 20%
SMATV equipment	10%
Computers, networks and related equipment	20% – 33 <sup>1</sup> / <sub>3</sub> %
Office equipment, furniture and fixtures	20% – 50%
Motor vehicles	30% – 33 <sup>1</sup> / <sub>3</sub> %

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, the term of the relevant lease.

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

**2. 主要會計政策 (續)****發展中物業**

發展中物業按估值列賬。發展中物業成本值包括於發展期間的土地成本及發展費用。

發展中物業並無作出折舊撥備。

**投資物業**

投資物業乃指因其投資潛力而持有之落成物業，任何租金收入均以公平原則商定。

投資物業不予撥備折舊，除非有關租約之尚餘期限在二十年或以下。

投資物業以獨立專業評估之公開市值入賬。任何因投資物業重估而產生之重估增值或減值將撥入投資物業重估儲備或自投資物業重估儲備中扣除。若該儲備之結餘不足以彌補重估減值，超出投資物業重估儲備之重估減值將於收益表內扣除。倘先前已於收益表內扣除重估減值而其後產生重估盈餘，此項增值則予撥入收益表，惟數額以先前所扣除之減值為限。

於出售投資物業時，該物業應佔投資物業重估儲備結餘轉撥往收益表內。

**2. Significant Accounting Policies (continued)****Properties under development**

Properties under development are stated at valuation. Cost of property in the course of development comprises land cost and development costs during the development period.

No depreciation is provided on properties under development.

**Investment properties**

Investment properties are completed properties which are held for their investment potential, any rental income being negotiated at arm's length.

No depreciation is provided on investment properties except where the unexpired term of the relevant lease is 20 years or less.

Investment properties are stated at open market value based on independent professional valuations. Any revaluation increase or decrease arising on the revaluation of investment properties is credited or charged to the investment properties revaluation reserve unless the balance on this reserve is insufficient to cover a revaluation decrease, in which case the excess of the revaluation decrease over the balance on the investment properties revaluation reserve is charged to the income statement. Where a decrease has previously been charged to the income statement and a revaluation surplus subsequently arises, this increase is credited to the income statement to the extent of the decrease previously charged.

On disposal of an investment property, the balance on the investment property revaluation reserve attributable to that property is transferred to the income statement.

## 財務報表附註 (續)

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 2. 主要會計政策 (續)

#### 證券投資

證券投資以交易日基準初步按成本計算確認。

持有至到期之債務證券以外的投資列為投資證券及其他投資。

投資證券指持有作明確長期或策略用途證券，包括本集團於持有百分之二十以上股權但對其管理並無重大影響力之企業之權益，該等證券於日後之呈報日以成本減任何非暫時資本虧損計算。

其他投資以公平價值計算，期內未變現損益則列入純利或淨虧損。

#### 存貨

存貨按成本與可變現淨值兩者中的較低者列賬。成本包括一切購買成本與(如適用)加工成本及使存貨達致現時位置及狀況所產生的其他成本，以先入先出法計算。可變現淨值指於日常業務過程中的估計售價減完成出售的估計成本及出售所需估計成本。

#### 融資租約

倘租約條款將有關資產之絕大部份擁有權風險及回報轉移予本集團，則有關租約列為融資租約。根據融資租約持有之資產於購入日期按其公平入賬。對出租人之負債扣除利息費用後在資產負債表列作融資租約負債。融資費用指租約承擔總額與購入資產之公平值兩者之差額，乃按有關租約期計入收益表，從而於每一會計期間按負債之結餘產生一個固定之費用率。

### 2. Significant Accounting Policies (continued)

#### Investments in securities

Investments in securities are recognised on a trade date basis and are initially measured at cost.

Investments other than held-to-maturity debt securities are classified as investment securities and other investments.

Investment securities are securities held for an identified long-term or strategic purpose, including interests in enterprises where the Group holds more than 20% equity but does not have significant influence in their management and, measured at subsequent reporting dates at cost, as reduced by any impairment loss that is other than temporary.

Other investments are measured at fair value, with unrealised gains and losses included in net profit or loss for the period.

#### Inventories

Inventories are stated at the lower of cost and net realisable value. Cost, which comprises all costs of purchase and, where applicable, costs of conversion and other costs that have been incurred in bringing the inventories to their present location and condition, is calculated using the first-in, first-out method. Net realisable value represents the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

#### Finance lease

Leases are classified as finance leases when the terms of the lease transfer substantially all the risks and rewards of ownership of the assets concerned to the Group. Assets held under finance leases are capitalised at their fair value at the date of acquisition. The corresponding liability to the lessor, net of interest charges, is included in the balance sheet as a finance lease obligation. Finance costs, which represent the difference between the total leasing commitments and the fair value of the assets acquired, are charged to the income statement over the period of the relevant lease so as to produce a constant periodic rate of charge on the remaining balance of the obligations for each accounting period.

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

## 2. 主要會計政策 (續)

## 融資租約 (續)

一切其他租約列為經營租約，而每年租金按有關租約期以直線法計入收益表。

## 現金等值項目

現金等值項目乃指於三個月內到期，並可隨時轉換為已知金額現金之短期高變現能力之投資，減去自借貸日期起計須於三個月內償還之銀行墊款。

## 3. 營業額

營業額指來自下列活動的收益：

SMATV及保安系統  
的安裝及保養費

來自客戶使用互聯網  
服務中心的收入

物業租金及  
管理服務  
互聯網設施、廣告  
及相關服務

2. Significant Accounting Policies (continued)  
Finance lease (continued)

All other leases are classified as operating leases and the annual rentals are charged to the income statement on a straight-line basis over the relevant lease term.

## Cash equivalents

Cash equivalents represent short-term highly liquid investments which are readily convertible into known amounts of cash and which were within three months of maturity when acquired; less advances from banks repayable within three months from the date of the advance.

## 3. Turnover

Turnover represents revenue generated by following activities:

	2000	1999
Installation and maintenance fee of SMATV and security systems	53,011	47,578
Income from customers use of Internet services centre facilities	7,990	—
Property rent and management services	4,475	—
Internet facilities, advertising and related services	1,593	—
	<b>67,069</b>	<b>47,578</b>

## 財務報表附註（續）

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度（以港幣千元計）  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 4. 其他收入

	附註 Note	2000	1999
利息收入	Interest income	<b>109,562</b>	—
物業收入	Property income 13	<b>11,480</b>	20,941
其他	Others	<b>966</b>	160
		<b>122,008</b>	21,101

利息收入包括年內本公司首次公開發售股份所得認購款項之利息。

The interest income included the interest on subscription monies received from the initial public offering of the Company's shares during the year.

### 5. 營運（虧損）溢利

		2000	1999
營運（虧損）溢利已扣除：	(Loss) profit from operations has been arrived at after charging:		
退休福利計劃供款	Retirement benefits scheme contributions	<b>371</b>	378
員工薪酬（包括附註8所載之董事酬金）	Staff costs including directors' emoluments stated in note 8	<b>46,841</b>	8,266
		<b>47,212</b>	8,644
核數師酬金	Auditors' remuneration	<b>971</b>	83
折舊	Depreciation		
— 自置資產	— owned assets	<b>15,032</b>	8,708
— 根據融資租約購買資產	— assets acquired under finance lease	<b>22</b>	—
撇銷物業及設備	Write-off of property, plant and equipment	<b>106</b>	—
涉及土地及樓宇經營租約租金	Operating lease rentals in respect of land and buildings	<b>2,245</b>	615
經計入：	and after crediting:		
物業租金收入（扣除支銷）	Property rental income, net of outgoings	<b>14,487</b>	20,941

財務報表附註 (續)

Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

6. 財務費用

	2000	1999
可換股票據利息	7,359	—
新鴻基地產集團墊款利息	6,976	21,696
融資租約財務費用	11	—
	<b>14,346</b>	<b>21,696</b>

7. 稅項

有關費用指就本年度估計應課稅溢利按百分之十六計算之香港利得稅。

未確認遞延稅項之詳情載於附錄30。

7. Taxation

The charge represents Hong Kong Profits Tax calculated at 16% on the estimated assessable profits for the year.

Details of unrecognised deferred taxation are set out in note 30.

8. 董事酬金及僱員薪酬

	2000	1999
董事酬金：		
非執行董事		
— 袍金	51	—
獨立非執行董事		
— 袍金	110	—
執行董事		
— 薪金及津貼	3,756	—
	<b>3,917</b>	<b>—</b>

## 財務報表附註 (續)

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 8. 董事酬金及僱員薪酬 (續)

董事酬金之金額範圍如下：

1,000,000港元或以下  
1,000,001港元至 1,500,000港元

截至二零零零年六月三十日止年度非執行董事袍金為51,000港元。

除一名獨立非執行董事收取董事袍金8,000港元外，其他獨立非執行董事於截至二零零零年六月三十日止年度各收取董事袍金51,000港元。所有非執行董事並無收取任何其他薪酬。

各執行董事於截至二零零零年六月三十日止年度分別收取酬金如下：1港元、1港元、1港元、68,000港元、168,000港元、198,000港元、200,000港元、258,000港元、340,000港元、480,000港元、632,000港元及1,412,000港元。

於本年內，本集團概無向董事支付酬金作為鼓勵加入或加入本集團時之獎金或作為離職補償。

於本年內，各董事概無放棄任何薪酬。

### 8. Directors' Emoluments and Employees' Emoluments (continued)

董事人數  
Number of directors  
2000 1999

The bandings of the directors' emoluments are as follows:

Up to HK\$1,000,000	<b>15</b>	14
HK\$1,000,001 to HK\$1,500,000	<b>1</b>	—

<b>16</b>	<b>14</b>
-----------	-----------

The non-executive director's fee amounted to HK\$51,000 for the year ended 30 June 2000.

Except for one independent non-executive director received a directors' fee HK\$8,000, the others received the fees HK\$51,000 respectively for the year ended 30 June 2000. All non-executive directors did not receive any other emoluments.

The executive directors respectively received emoluments for the year ended 30 June 2000 as follows: HK\$1, HK\$1, HK\$1, HK\$68,000, HK\$168,000, HK\$198,000, HK\$200,000, HK\$258,000, HK\$340,000, HK\$480,000, HK\$632,000 and HK\$1,412,000.

During the year, no emoluments were paid by the Group to the directors as an inducement to join or upon joining the Group or as compensation for loss of office.

None of the directors has waived any emoluments during the year.



## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

## 8. 董事酬金及僱員薪酬 (續)

僱員薪酬：

於本年內，五名最高薪人士包括本公司一名董事。該四名 (一九九九年：五名) 人士之薪酬如下：

薪金及其他福利

其餘最高薪人士之酬金金額範圍如下：

## 8. Directors' Emoluments and Employees' Emoluments (continued)

Employees' emoluments:

During the year, the five highest paid individuals include one director of the Company. The emoluments of those four (1999: five) individuals are as follows:

	2000	1999
Salaries and other benefits	<b>3,797</b>	2,274

The emoluments of the remaining highest paid individuals were within the following bands:

		僱員人數	
		Number of employees	
		2000	1999
1,000,000港元或以下	Up to HK\$1,000,000	3	5
1,000,001港元至 1,500,000港元	HK\$1,000,001 to HK\$1,500,000	1	—
		4	5

## 9. 本年度虧損淨額

在本年度本集團之虧損淨額中，40,935,000港元之盈利 (一九九九年：零) 已計入本公司之財務報表。

## 10. 每股虧損

截至二零零零年六月三十日止年度之每股虧損乃根據本年度虧損46,536,000港元 (一九九九年：720,000港元) 及假設集團重組於一九九八年七月一日已完成而於年內將已發行之股份加權平均數1,799,467,213股 (一九九九年：1,700,000,000股) 計算。

## 9. Net Loss for the Year

Of the Group's net loss for the year, a profit of HK\$40,935,000 (1999: Nil) has been dealt with in the financial statements of the Company.

## 10. Loss per Share

The calculation of the loss per share for the year ended 30 June 2000 is based on the loss for the year of HK\$46,536,000 (1999: HK\$720,000) and on the weighted average of 1,799,467,213 (1999: 1,700,000,000) shares that would have been in issue throughout the year on the assumption that the Group Reorganisation has been completed as at 1 July 1998.

## 財務報表附註（續）

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度（以港幣千元計）  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 10. 每股虧損（續）

由於本公司尚未行使之購股權及可換股票據獲行使將導致每股虧損減少，因此未有呈列每股攤薄虧損。

### 10. Loss per Share (continued)

No diluted loss per share has been presented as the exercise of the Company's outstanding share options and convertible note would result in a decrease in loss per share.

### 11. 附屬公司權益

非上市股份（按成本）  
應收附屬公司款項

Unlisted shares, at cost  
Amounts due from  
subsidiaries

本公司  
The Company  
2000 1999

—	—
4,891,996	—
<b>4,891,996</b>	<b>—</b>

有關本公司於二零零零年六月三十日之主要附屬公司詳情載於附註33。

Details of the Company's principal subsidiaries at 30 June 2000 are set out in note 33.

### 12. 投資物業

於本年內之收購及於  
二零零零年六月三十日之結存

Acquisition during the year and balance  
at 30 June 2000

本集團  
The Group

520,306

所有投資物業位於香港並根據中期租約持有。  
此等物業乃持有作經營租約用途。

All the investment properties are situated in Hong Kong and held under medium-term leases. They are held for use under operating leases.

投資物業由本集團根據獨立專業物業估值師戴德梁行有限公司於二零零零年一月三十一日對該等物業進行評估所得公開市值購入。該等物業於二零零零年六月三十日由戴德梁行進行之公開估值。

The investment properties were acquired by the Group based on their open market valuation at 31 January 2000 as valued by Messrs DTZ Debenham Tie Leung Limited ("DTZ"), an independent firm of professional property valuers. The investment properties were revalued at their open market valuation at 30 June 2000 by DTZ.

財務報表附註 (續)

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度(以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 13. 物業及設備

### 13. Property, Plant and Equipment

		土地及 樓宇 Land and buildings	發展中 物業 Properties under development	互聯網 服務中心 設施 Internet services centre facilities	SMATV 設備 SMATV equipment	電腦、 網絡及 相關設備 Computers, networks and related equipment	辦公室 設備、 傢俬及 裝置 Office equipment, furniture and fixtures	汽車 Motor vehicles	總計 Total
<b>本集團</b>	<b>THE GROUP</b>								
<b>成本或估值</b>	<b>COST OR VALUATION</b>								
一九九九年七月一日	At 1 July 1999	203,307	368,012	—	22,800	613	2,031	200	596,963
增添	Additions	107,381	131,205	203,410	—	25,519	13,003	1,796	482,314
轉撥	Transfers	184,691	(184,691)	—	—	—	—	—	—
撤銷	Write-off	—	—	—	(277)	—	—	—	(277)
重估盈餘	Surplus on revaluation	693	7,072	—	—	—	—	—	7,765
二零零零年六月三十日	At 30 June 2000	496,072	321,598	203,410	22,523	26,132	15,034	1,996	1,086,765
包括	Comprising :								
按成本	At cost	—	—	203,410	22,523	26,132	15,034	1,996	269,095
按二零零零年之估計	At valuation 2000	496,072	321,598	—	—	—	—	—	817,670
		<u>496,072</u>	<u>321,598</u>	<u>203,410</u>	<u>22,523</u>	<u>26,132</u>	<u>15,034</u>	<u>1,996</u>	<u>1,086,765</u>
<b>折舊</b>	<b>DEPRECIATION</b>								
一九九九年七月一日	At 1 July 1999	12,196	—	—	13,712	457	2,016	135	28,516
本年度撥備	Provided for the year	6,720	—	3,836	2,369	1,085	902	142	15,054
撇除撇銷	Eliminated on write-off	—	—	—	(171)	—	—	—	(171)
重估撇銷	Eliminated on revaluation	(15,753)	—	—	—	—	—	—	(15,753)
二零零零年六月三十日	At 30 June 2000	3,163	—	3,836	15,910	1,542	2,918	277	27,646
<b>賬面淨值</b>	<b>NET BOOK VALUE</b>								
二零零零年六月三十日	At 30 June 2000	<u>492,909</u>	<u>321,598</u>	<u>199,574</u>	<u>6,613</u>	<u>24,590</u>	<u>12,116</u>	<u>1,719</u>	<u>1,059,119</u>
一九九九年六月三十日	At 30 June 1999	<u>191,111</u>	<u>368,012</u>	<u>—</u>	<u>9,088</u>	<u>156</u>	<u>15</u>	<u>65</u>	<u>568,447</u>

## 財務報表附註 (續)

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 13. 物業及設備 (續)

上述土地及樓宇包括一幢名為柯達大廈二期的樓宇的若干單位，擬用於本集團與香港工業科技中心公司聯合發展之資訊科技培育業務。本集團可向資訊科技及互聯網相關新成立公司提供免繳租金寫字樓單位，以換取該等公司某個百分比股本權益。於二零零零年六月三十日，若干單位已作上述用途，而其他擬轉作上述用途之單位，或為空置或租予第三者。

載於附註4之物業收入，乃指來自其他單位之租金收入，並不被視為與本集團之核心業務有關。

上述本集團之物業之賬面淨值包括：

在香港以下列租約持有的物業

- 長期租約
- 中期租約

本集團之物業權益於二零零零年一月三十一日經獨立專業估值公司戴德量行有限公司按公開市值基準估值。按本公司董事意見，本集團物業於二零零零年六月三十日之公開市值與其二零零零年一月三十一日之專業估值相近。

互聯網服務中心設施之賬面值199,574,000港元，包括根據融資租約持有之資產金額245,000港元。

### 13. Property, Plant and Equipment (continued)

Included in the above land and buildings are certain units in a building known as Kodak House II which are intended to be use in the Group's IT incubation business which is jointly developed by the Group with Hong Kong Industrial Technology Centre Corporation. The Group may provide office space rent-free to IT and Internet related start-up companies in return for a certain percentage of equity interest in these companies. At 30 June 2000, certain of these units had been put into such use. Other units, intended to be converted for this purpose, are either vacant or leased to third parties.

The property income set out in note 4, represented the rental income derived from the other units, is not considered to be related to the Group's core business.

The net book value of Group's properties shown above comprises:

本集團 The Group		
	2000	1999
Properties in Hong Kong held under		
— long leases	524,116	407,060
— medium-term leases	290,391	152,063
	<b>814,507</b>	559,123

The property interests of the Group were revalued at 31 January 2000 on an open market value basis by DTZ, an independent firm of professional property valuers. In the opinion of the directors, the open market value of the Group's properties at 30 June 2000 approximated to their professional valuation at 31 January 2000.

The net book value of Internet services centre facilities of HK\$199,574,000 includes an amount of HK\$245,000 in respect of assets held under finance leases.

財務報表附註（續）

Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度（以港幣千元計）  
For the year ended 30 June 2000 (expressed in HK\$'000)

14. 投資證券

14. Investments in Securities

		本集團 The Group	
		2000	1999
非流動股本投資證券	Non-current equity		
非上市（按成本價）	investment securities		
	Unlisted, at cost	<b>317,186</b>	—
上述包括本集團於Commercial Press (Hong Kong) Cyberbooks Limited（一間於香港註冊成立之公司）中百分之二十五股權之投資。		Included in the above is the Group's investment in a 25% equity interest in Commercial Press (Hong Kong) Cyberbooks Limited, a company incorporated in Hong Kong.	

15. 存貨

15. Inventories

		本集團 The Group	
		2000	1999
原料	Raw materials	<b>4,723</b>	4,778
在建工程	Work in progress	<b>2,638</b>	—
		<b>7,361</b>	4,778

## 財務報表附註（續）

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度（以港幣千元計）  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 16. 應收（應付）合約工程客戶款項

### 16. Amounts due from (to) Customers for Contract Work

		本集團 The Group	
		2000	1999
產生之成本	Costs incurred	<b>10,324</b>	5,963
確認溢利減確認虧損	Recognised profits less recognised losses	<b>5,393</b>	1,907
		<b>15,717</b>	7,870
減：進度付款	Less: Progress billings	<b>(9,681)</b>	(343)
		<b>6,036</b>	7,527
呈列方式		Represented by :	
列入流動資產之應收客戶款項	Due from customers included in current assets	<b>6,260</b>	7,647
列入流動負債之應付客戶款項	Due to customers included in current liabilities	<b>(224)</b>	(120)
		<b>6,036</b>	7,527

### 17. 應付新鴻基地產集團款項

#### 本集團

於一九九九年六月三十日，該結存為無抵押及按年息十二厘計算利息。於本年內，作為集團重組部份，為數730,000,000港元之結存經新鴻基地產集團作為其於本公司之投資部份撥充資本，而其餘結存已轉換為可換股票據。

### 17. Amount due to SHKP Group

#### The Group

At 30 June 1999, the balance was unsecured and interest-bearing at 12% per annum. During the year, as part of the Group Reorganisation, a balance of HK\$730 million was capitalised by SHKP Group as part of its investment in the Company and the remaining balance was converted into convertible note.

### 18. 應付少數股東款項

#### 本集團

該款項為無抵押、免息及無固定還款期。

### 18. Amount due to a Minority Shareholder

#### The Group

The amount is unsecured, interest-free and has no fixed repayment terms.

## 財務報表附註（續）

### Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度（以港幣千元計）  
For the year ended 30 June 2000 (expressed in HK\$'000)

#### 19. 融資租約負債

融資租約負債屆滿期如下：

一年內  
一年至兩年內

減：列作流動負債之一年內到期款項

一年後到期款項

#### 19. Obligation under a Finance Lease

本集團		
The Group		
2000	1999	
The maturity of obligation under a finance lease is as follows:		
Under one year	132	—
More than one year but not exceeding two years	84	—
	216	—
Less: Amount due within one year shown under current liabilities		
	132	—
	84	—

#### 20. 可換股票據

可換股票據

可換股票據（「票據」）為無抵押，由新鴻基地產集團持有及按年息三厘計算利息。票據可全部或部份轉讓，票據持有人有權按初步換股價每股10.38港元（可予調整）將有關票據轉換為本公司股份。除票據獲轉換為股份外，尚未轉換票據之本金額將於二零零三年二月由本公司償還。

#### 20. Convertible Note

本集團及本公司		
The Group and The Company		
2000	1999	
Convertible note	730,000	—

The convertible note ("Note") is unsecured, held by SHKP Group and interest-bearing at 3% per annum. The Note, which is transferable in whole or in part, confers rights on the holder to convert such note into shares of the Company at an initial conversion price of HK\$10.38 per share (subject to adjustments). Unless otherwise converted, any principal amount of the outstanding Note will be repayable by the Company in February 2003.

## 財務報表附註（續）

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度（以港幣千元計）  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 21. 股本

### 21. Share Capital

	附註 Notes	普通股數目 Number of ordinary shares	千港元 HK\$'000
每股面值0.1港元之普通股			
Ordinary shares of HK\$0.1 each			
法定：	Authorised:		
於註冊成立時	At time of incorporation (a)	1,000,000,000	100,000
本年內增加	Increase during the year (b)	9,000,000,000	900,000
二零零零年六月三十日	At 30 June 2000	<u>10,000,000,000</u>	<u>1,000,000</u>
已發行及繳足	Issued and fully paid :		
於註冊成立時發行股份	Issue of shares to initial subscribers		
予起始認購人	on the date of incorporation (a)	2	—
集團重組時發行股份	Issue of shares on		
	Group Reorganisation (c)	1,699,999,998	170,000
配售及公開發售股份	Placing and public offer of shares (d)	300,000,000	30,000
因包銷商行使超額配股權	Issue of additional shares on		
而額外發行股份	exercise of over-allotment		
	option by underwriters (e)	45,000,000	4,500
二零零零年六月三十日	At 30 June 2000	<u>2,045,000,000</u>	<u>204,500</u>
(a) 本公司於二零零零年一月二十五日註冊成立，法定股本為100,000,000港元，分為1,000,000,000股每股面值0.1港元之普通股，其中兩股於同日配發及發行予本公司之認購人。	(a) The Company was incorporated on 25 January 2000 with an authorised share capital of HK\$100,000,000 divided into 1,000,000,000 ordinary shares of HK\$0.1 each, two of which were allotted and issued to the subscribers of the Company on the same date.		
(b) 根據本公司股東於二零零零年二月二十九日通過之書面決議案，本公司之法定股本藉增設每股面值0.1港元之9,000,000,000股股份而由100,000,000港元增至1,000,000,000港元。	(b) Pursuant to the written resolutions passed by the shareholders of the Company on 29 February 2000, the authorised share capital of the Company was increased from HK\$100,000,000 to HK\$1,000,000,000 by the creation of an additional 9,000,000,000 shares of HK\$0.1 each.		



## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 21. 股本 (續)

- (c) 根據本公司董事會於二零零零年二月二十九日通過之一項決議案，本公司合共發行1,699,999,998股每股面值0.1港元之新普通股以根據附註1所述集團重組收購附屬公司，發行代價為730,000,000港元。
- (d) 根據招股章程，並藉配售及公開發售，本公司按每股10.38港元之價格發行合共300,000,000股每股面值0.1港元之新普通股。
- (e) 於二零零零年四月三日，本公司根據日期為二零零零年三月三日之包銷協議下包銷商行使超額配股權條款，按每股10.38港元之價格再發行45,000,000股每股面值0.1港元之新普通股。

本公司擬運用發行新股之所得款項淨額，為本集團開展互聯網服務、業務發展、市場推廣活動、購入或投資於企業及一般營運資金需求提供資金。

所有於期內發行之股份與當時既有之股份在各方面享有同等權利。

於一九九九年六月三十日本集團之股本金額指根據集團重組所購入之本集團附屬公司股本之總額。

### 21. Share Capital (continued)

- (c) Pursuant to a resolution passed in the board meeting of the Company on 29 February 2000, the Company issued a total of 1,699,999,998 new ordinary shares of HK\$0.1 each at a consideration of HK\$730,000,000 for the acquisition of subsidiaries pursuant to the Group Reorganisation as stated in note 1.
- (d) Pursuant to the Prospectus, and by means of placing and public offer, the Company issued a total of 300,000,000 new ordinary shares of HK\$0.1 each at a price of HK\$10.38 per share.
- (e) On 3 April 2000, the Company issued a further 45,000,000 new ordinary shares of HK\$0.1 each at a price of HK\$10.38 per share pursuant to the exercise of the over-allotment option clause under the underwriting agreement dated 3 March 2000 by the underwriters.

The Company intends to use the net proceeds from the new issue of shares to finance the Group's rollout of Internet services, business development, marketing activities, acquisition or investment in ventures and general working capital requirements.

All the shares which were issued during the period rank pari passu with the then existing shares in all respects.

The amount of share capital at 30 June 1999 of the Group represented the aggregate of the share capital of the subsidiaries of the Group acquire pursuant to the Group Reorganisation.

## 財務報表附註（續）

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度（以港幣千元計）  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 22. 購股權計劃

本集團設立三項購股權計劃，有關詳情如下：

#### (a) 本公司之購股權計劃

本公司設立一項購股權計劃（「本公司計劃」），據此，本公司可以每批購股權1港元之代價向全職僱員包括本公司或其附屬公司之執行董事及全職僱員授出購股權以認購本公司股份。授出之購股權可於董事會知會獲授人之不少於三年期間隨時行使。本公司計劃下股份之認購價將為下列者之最高價：(i)於授出日期本公司股份在聯交所當日報價表所列之收市價；(ii)緊接授出日期前五個營業日在聯交所列報本公司股份之平均收市價及(iii)本公司股份之面值。根據本公司計劃可授出購股權涉及之股份數目最多不得超過本公司不時之已發行股本百分之十。

於二零零零年三月二十八日，合共9,960,000份之購股權以象徵式代價根據本公司計劃授出。此等購股權可由二零零零年一月一日起計三年期間內分三組行使。此等購股權之行使價為每股10.38港元。於二零零零年六月三十日，此等購股權概無獲行使，但其中40,000股購股權已因購股權之持有人辭職而失效。

### 22. Share Option Schemes

The Group operates three share option schemes, details of which are as follows:

#### (a) The Company's share option scheme

The Company operates a share option scheme (the "Company Scheme"), pursuant to which the Company may grant, for a consideration of HK\$1 for each lot, options to any full-time employee including executive directors and full-time employees of the Company or its subsidiaries to subscribe for shares in the Company. Options granted are exercisable at any time during a period of not less than three years to be notified by the Board of Directors to the grantee. The subscription price of the shares under the Company Scheme will be the highest of (i) the closing price of the Company's share as stated in the Stock Exchange's daily quotation on the date of the offer; (ii) the average closing price of the Company's share as stated in the Stock Exchange's daily quotations for the five business days immediately preceding the date of offer and (iii) the nominal value of the Company's share. The maximum number of shares in respect of which options may be granted under the Company Scheme shall not exceed 10% of the issued share capital of the Company from time to time.

On 28 March 2000, for nominal consideration, a total of 9,960,000 options were granted under the Company Scheme which are exercisable by three tranches over a period of three years commencing 1 January 2001. The exercise price of these options is HK\$10.38 per share. At 30 June 2000, none of these options were exercised, 40,000 options have lapsed for reason that some of the option holders have resigned.

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

## 22. 購股權計劃 (續)

## (b) 附屬公司之購股權計劃

本公司兩間附屬公司 (「有關附屬公司」) 亦各自設立購股權計劃 (「有關附屬公司計劃」)。據此，有關附屬公司可向其執行董事及全職僱員 (包括其各自附屬公司之執行董事及全職僱員) 授出可認購有關附屬股份之購股權。有關附屬公司計劃下授出之購股權可於有關附屬公司各自董事會知會獲授人之不少於三年期間內任何時間行使。有關附屬公司計劃下股份之認購價不得少於各自有關附屬公司股份之面值。惟倘獲授人乃有關附屬公司之任何在聯交所創業板及主板上市控股公司之董事或其聯繫人士，則認購價應以公平合理之基準釐定且不少於各自有關附屬公司最近期經審核每股有形淨資產。有關附屬公司計劃下可授出購股權所涉及股份數目，最多不得超逾各自有關附屬公司不時已發行股本之百分之十。

自採納有關附屬公司計劃以來，並無根據計劃授出購股權。

## 22. Share Option Schemes (continued)

## (b) Subsidiaries' share option schemes

Two subsidiaries (the "Subsidiaries") each also operates a share option scheme (the "Subsidiaries Schemes"), pursuant to which the Subsidiaries may grant options to their executive directors and full-time employees (including those of their respective subsidiaries) to subscribe for shares in the Subsidiaries. Options granted under the Subsidiaries Schemes are exercisable at any time during a period of not less than three years to be notified by the respective boards of directors of the Subsidiaries to the grantee. The subscription price of the shares under the Subsidiaries Schemes shall not be less than the nominal value of a share in the respective Subsidiaries provided that in the case of a grantee who is a director of any holding company of the Subsidiaries which is listed on the GEM or the main board of the Stock Exchange, or his or her associates, the subscription price shall be determined on a fair and reasonable basis and not less than the latest audited net tangible assets per share of the respective Subsidiaries. The maximum number of shares in respect of which options may be granted under the Subsidiaries Schemes shall not exceed 10% of the issued share capital of the respective Subsidiaries from time to time.

No options were granted under the Subsidiaries Schemes since their adoption.

## 財務報表附註（續）

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度（以港幣千元計）  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 23. 儲備

### 23. Reserves

		股份溢價 Share premium	物業重估 儲備 Property revaluation reserve	累計 (虧損) 溢利 Accumulated (losses) profit	總計 Total
<b>本集團</b>	<b>The Group</b>				
一九九八年七月一日	At 1 July 1998	—	—	(3,408)	(3,408)
本年度虧損淨額	Net loss for the year	—	—	(720)	(720)
一九九九年六月三十日	At 30 June 1999	—	—	(4,128)	(4,128)
重估物業產生盈餘	Surplus arising on revaluation of properties	—	23,518	—	23,518
發行股份產生溢價	Premium arising on issue of shares				
— 根據集團重組	— pursuant to the Group Reorganisation	560,000	—	—	560,000
— 藉配售及公開發售	— by means of placing and public offer	3,546,600	—	—	3,546,600
發行股份承擔開支	Expenses incurred in connection with the issue of shares	(198,952)	—	—	(198,952)
本年度虧損淨額	Net loss for the year	—	—	(46,536)	(46,536)
二零零零年六月三十日	At 30 June 2000	<u>3,907,648</u>	<u>23,518</u>	<u>(50,664)</u>	<u>3,880,502</u>
<b>本公司</b>	<b>The Company</b>				
發行股份產生溢價	Premium arising on issue of shares				
— 根據集團重組	— pursuant to the Group Reorganisation	560,000	—	—	560,000
— 藉配售及公開發售	— by means of placing and public offer	3,546,600	—	—	3,546,600
發行股份承擔開支	Expenses incurred in connection with the issue of shares	(198,952)	—	—	(198,952)
期間純利	Net profit for the period	—	—	40,935	40,935
二零零零年六月三十日	At 30 June 2000	<u>3,907,648</u>	<u>—</u>	<u>40,935</u>	<u>3,948,583</u>

本公司於二零零零年六月三十日可供分派予股東之儲備，指股份溢價與累計溢利合共3,948,583,000港元（一九九九年：零）。

The Company's reserves available for distribution to shareholders as at 30 June 2000 represents the aggregate of share premium and accumulated profit of HK\$3,948,583,000 (1999: nil).

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

## 24. 關連交易與有關連人士交易及結存

## 24. Connected and Related Party Transactions and Balances

## (I) 關連交易

於本年內，本集團與若干有關連人士有重大交易及結存，其中部份人士亦被視為創業板證券上市規則界定之關連人士。於本年內與此等人士進行之重大交易及於結算日與此等人士之重大結存如下：

## (A) 與新鴻基地產集團

## 之交易

廣告收入
租金及管理費收入
安裝、經營及提供網絡接駁 之收入
維修保養網絡基建及保安系統 之收入
貸款之利息開支
可換股票據之利息開支
寫字樓租金
項目管理及建築服務費用
物業管理費
收購土地及樓宇
會計、市場推廣、保險 及其他服務費用

## (I) Connected parties

During the year, the Group had significant transactions and balances with certain related parties, some of them are also deemed to be connected parties as defined by the Rules Governing the Listing of Securities on the GEM. The significant transactions with these parties during the year, and significant balances with them at the balance sheet date, are as follows:

	附註 Notes	2000	1999
<b>(A) Transactions with SHKP Group :</b>			
Advertising income	(i)	745	—
Rental and management fee income	(i)	335	—
Income from installation, operation and provision of cable networking	(i)	24,430	24,025
Income from maintenance and repair of network infrastructure and security system	(i)	26,934	20,678
Interest expenses on advances	(ii)	6,976	21,696
Interest expense on convertible note	(iii)	7,360	—
Office rent	(iv)	2,245	615
Project management and construction services fees paid	(i)	152,616	3,689
Property management services fee paid	(iv)	5,785	200
Acquisition of land and buildings	(v)	605,000	—
Accounting, marketing, insurance and other service charges paid	(i)	1,076	529

## 財務報表附註 (續)

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 24. 關連交易與有關連人士 交易及結存 (續)

附註：

- (i) 此等交易按市價進行，或倘無市價，則按成本價加以某個百分比計算之溢利。
- (ii) 即截至一九九九年六月三十日止年度及截至一九九九年十二月三十一日止六個月分別按年息12厘及7.5厘計算之已付貸款利息。該貸款於其後免計利息。
- (iii) 可換股票據應付利息按年息三厘計算。
- (iv) 該金額按有關協議支付，所支付之租金及管理費乃參照類似交易之市值而釐定。
- (v) 本集團自新鴻基地產集團購入土地及樓宇之代價乃參照一獨立專業估值公司所進行估值釐定。

#### (B) 與一名董事之交易

於本年內，本集團向提供專業服務予本集團及收取一般專業費用之律師行胡關李羅支付專業費用6,108,000港元。張永銳先生為胡關李羅之合夥人。

### 24. Connected and Related Party Transactions and Balances (continued)

Notes:

- (i) These transactions were carried out at market prices or, where no market price was available, at cost plus a percentage profit mark-up.
- (ii) Being interest paid on advances at 12% and 7.5% per annum for the year ended 30 June 1999 and the six months ended 31 December 1999, respectively. The advances became interest-free thereafter.
- (iii) Interest is payable on the convertible note at 3% per annum.
- (iv) The amounts are paid in accordance with the relevant agreements for which the rental and management fee charge were set by reference to market value of similar transactions.
- (v) The Group purchased the land and buildings from SHKP Group at a consideration by reference to valuation performed by an independent firm of professional property valuers.

#### (B) Transaction with a director

During the year, the Group paid usual professional fee of HK\$6,108,000 to Woo, Kwan, Lee & Lo, a solicitor firm which provided professional services to the Group and charged usual professional fee. Mr Cheung Wing Yui is a partner of Woo, Kwan, Lee & Lo.

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

## 24. 關連交易與有關連人士 交易及結存 (續)

### (C) 與新鴻基地產集團之結存

與新鴻基地產集團之交易結存 (包括其管理之樓宇/屋邨) 計入下列項目：

應收賬項、訂金及預付款項

合約工程客戶應付款項

應付賬項及應計費用

合約工程客戶應收款項

該等交易結存乃無抵押、免息及按本集團之一般交易條款支付。

新鴻基地產集團於二零零零年六月三十日所持可換股票據之詳情載於附註20。

### (II) 關連人士以外之有關連人士

於本年內，本集團向一間本集團擁有5%權益之公司購入價值7,523,000港元之設備，並向其支付研究開發費用8,218,000港元。

## 24. Connected and Related Party Transactions and Balances (continued)

### (C) Balances with SHKP Group

Trading balances with SHKP Group (including buildings/estates managed by it) are included under the following headings:

	2000	1999
Debtors, deposits and prepayments	<b>28,209</b>	18,390
Amounts due from customers for contract work	<b>6,212</b>	7,647
Creditors and accrued charges	<b>(124,564)</b>	(12,888)
Amounts due to customers for contract work	<b>(224)</b>	(120)

The trading balances are unsecured, interest-free and repayable in accordance with Group's normal trading terms.

Details of the convertible note which was held by SHKP Group at 30 June 2000 are set out in note 20.

### (II) Related party, other than connected parties

During the year, the Group acquired plant and equipment of HK\$7,523,000 from, and paid research and development expenses of HK\$8,218,000 to, a company in which the Group has a 5% interest.

## 財務報表附註（續）

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度（以港幣千元計）  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 25. 除稅前（虧損）溢利與經營業務現金流入淨額之對賬

### 25. Reconciliation of (Loss) Profit before Taxation to Net Cash Inflow from Operating Activities

	2000	1999
除稅前（虧損）溢利	(Loss) profit before taxation <b>(45,456)</b>	232
利息支出	Interest expenses <b>14,346</b>	21,696
利息收入	Interest income <b>(109,562)</b>	—
撇銷物業及機器	Write off of property, plant and machinery <b>106</b>	—
折舊	Depreciation <b>15,054</b>	8,708
存貨（增加）減少	(Increase) decrease in inventories <b>(2,583)</b>	99
應付賬項、訂金及預付款項（增加）減少	(Increase) decrease in debtors, deposits and prepayments <b>(65,893)</b>	1,111
應收合約工程客戶款項減少（增加）	Decrease (increase) in amounts due from customers for contract work <b>1,387</b>	(2,047)
應付賬項及應計費用增加（減少）	Increase (decrease) in creditors and accrued charges <b>222,194</b>	(540)
租金按金增加（減少）	Increase (decrease) in rental deposits <b>1,865</b>	(2,256)
應付合約工程客戶款項增加（減少）	Increase (decrease) in amounts due to customers for contract work <b>104</b>	(261)
應付新鴻基地產集團款項減少	Decrease in amounts due to SHKP Group <b>—</b>	(4,317)
經營業務現金流入淨額	Net cash inflow from operating activities <b>31,562</b>	22,425



財務報表附註 (續)

Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

26. 年內融資變動分析

26. Analysis of Changes in Financing during the Year

		應付新鴻基地產 集團款項 Amount due to SHKP Group	包括溢價 之股本 Share capital including premium	少數股東 權益 Minority interests	應付少數 股東款項 Amount due to a minority shareholder	融資租 負債 Obligation under a finance lease	可換 股票據 Convertible note
一九九八年七月一日及 一九九九年七月一日	At 1 July 1998 and 1 July 1999	577,007	—	—	—	—	—
新鴻基地產集團貸款	Advances from SHKP Group	882,993	—	—	—	—	—
發行股份換取現金	Issue of shares for cash	—	3,581,100	—	—	—	—
股份發行開支	Shares issue expenses	—	(198,952)	—	—	—	—
— 少數股東注入資本	Capital injection from a minority shareholder	—	—	3	—	—	—
— 少數股東貸款	Advance by a minority shareholder	—	—	—	947	—	—
應付新鴻基地產 集團款項化作資本	Capitalisation of amount due to SHKP Group	(730,000)	730,000	—	—	—	—
發行可換股票據	Issue of convertible note	(730,000)	—	—	—	—	730,000
融資租約貸款	Inception of a finance lease	—	—	—	—	267	—
償還融資租約負債	Repayment of obligation under a finance lease	—	—	—	—	(51)	—
少數股東分佔 本年度虧損	Minority share of loss for the year	—	—	(2)	—	—	—
二零零零年六月三十日	At 30 June 2000	—	4,112,148	1	947	216	730,000

27. 主要非現金交易

於本年內，欠新鴻基地產集團款項14.6億港元，其中7.3億港元藉將款項撥充本公司資本償還，餘款則以轉換為可換股票據 (附註20) 之方式償還。

27. Major non-cash Transactions

During the year, an amount due to SHKP Group of HK\$1,460 million was settled as to HK\$730 million by capitalising the amount as an investment by SHKP Group in the Company and as to the remaining balance by conversion into a convertible note (note 20).

## 財務報表附註（續）

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 28. 經營租約承擔

於結算日，本集團與本公司就結算日後未來十二個月內涉及土地及樓宇不可撤銷之經營租約之租金承擔如下：

### 28. Operating Lease Commitments

At the balance sheet date, the Group and the Company were committed to make rental payments in respect of land and buildings in the next twelve months after the balance sheet date under non-cancellable operating leases as follows:

		本集團 THE GROUP		本公司 THE COMPANY	
		2000	1999	2000	1999
經營租約屆滿期	Operating leases which expire :				
第一年內	Within one year	1,020	480	—	—
第二年至第五年 (包括首尾兩年)	In the second to fifth years inclusive	7,371	—	2,170	—
第五年以上	Over five years	2,000	—	—	—
		<b>10,391</b>	480	<b>2,170</b>	—

財務報表附註（續）

Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度（以港幣千元計）  
For the year ended 30 June 2000 (expressed in HK\$'000)

29. 資本承擔

29. Capital Commitments

		本集團 The Group	
		2000	1999
已訂約但未在財務報表撥備	Contracted for but not provided in the financial statements		
— 購入物業及設備	— Acquisition of property, plant and equipment	264,328	—
— 投資證券	— Investments in securities	352,592	—
— 投資附屬公司	— Investments in a subsidiary	21,195	—
		<u>638,115</u>	<u>—</u>
已授權但未訂約	Authorised but not contracted for		
— 購入物業、廠房及設備	— Acquisition of property, plant and equipment	10,000	—
— 投資證券	— Investments in securities	155,924	—
— 投資附屬公司	— Investments in a subsidiary	1,085	—
		<u>167,009</u>	<u>—</u>

於結算日，本公司並無資本承擔。

The Company had no capital commitment at the balance sheet date.

## 財務報表附註（續）

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度（以港幣千元計）  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 30. 未確認遞延稅項

於結算日，本集團之未確認遞延稅項資產（負債）如下：

因下列項目產生時差之稅務影響：

可供對銷日後應課稅溢利之稅項虧損

稅務所得之折舊免稅額超出計入  
財務報表之折舊金額

遞延稅項資產（負債）淨額

本年度未確認可之遞延稅減免（支出）款項如下：

因下列項目產生時差之稅務影響：

產生（動用）稅項虧損

稅務所得之折舊免稅額（超出）少於  
計入財務報表之折舊金額

### 30. Unrecognised Deferred Taxation

At the balance sheet date, the Group had unrecognised deferred tax assets (liabilities) as follows:

	本集團 The Group	
	2000	1999
Taxation effect of timing differences arising as a result of:		
Tax losses available to set off against future assessable profits	30,528	527
Excess of depreciation allowances claimed for tax purposes over depreciation charged in the financial statements	(11,838)	(693)

Net deferred tax assets (liabilities)	18,690	(166)
---------------------------------------	--------	-------

The amount of unrecognised deferred tax credit (charge) for the year are as follows:

	本集團 The Group	
	2000	1999
Tax effect of timing differences arising as a result of:		
Tax losses arising (utilised)	30,001	(242)
(Excess) shortfall of depreciation allowances claimed for tax purposes over depreciation charged in the financial statements	(11,145)	329
	18,856	87

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

## 30. 未確認遞延稅項 (續)

由於未能確定利益將於短期內實現，故此未有在財務報表確認遞延稅項資產。

董事認為重估物業權益產生之盈餘並不構成稅務上之時差。

本公司於期內或結算日並無重大之未確認遞延稅項。

## 31. 退休福利計劃

本集團其中一間附屬公司參予一項退休福利計劃，該計劃由新鴻基地產集團為所有合資格僱員設立。該計劃的資產與新鴻基地產集團的資產分開，由獨立管理及行政的基金持有。該計劃供款由僱主及僱員共同支付，供款額為僱員薪酬的百分之五至百分之十。本年度並無沒收供款可供用作減少之應付供款額。

## 32. 重大及結算日後事項

## (A) 重大事項

根據日期為二零零零年五月五日之認購及互換協議 (「該協議」) 並在該協議條款及條件規限下，一間附屬公司同意認購 360networks inc. 總值為 100,000,000 美元之股份。而 360networks inc. 則同意認購該附屬公司相同總值之股份。

該協議須待 (其中包括) 上述附屬公司成功完成首次公開發售股份後方可完成。

## 30. Unrecognised Deferred Taxation (continued)

The deferred tax asset has not been recognised in the financial statements as it is not certain that the benefit will be crystallised in the foreseeable future.

In the opinion of the directors, the surplus arising on revaluation of property interest does not constitute a timing difference for tax purposes.

The Company had no significant unrecognised deferred tax for the period or at the balance sheet date.

## 31. Retirement Benefits Scheme

A subsidiary of the Group participates in a retirement benefit scheme which is operated by the SHKP Group for all qualified employees. The assets of this scheme are held separately from those of the SHKP Group in independently managed and administered funds. Contributions to this scheme are made by both the employer and employees at rates ranging from 5% to 10% on the employees' salaries. No forfeited contributions are available to reduce the contribution payable in the future years.

## 32. Significant and Post Balance Sheet Events

## (A) Significant event

Pursuant to the subscription and cross exchange agreement (the "Agreement") dated 5 May 2000, and subject to the terms and conditions set out in the Agreement, a subsidiary agreed to subscribe for such number of shares of 360networks inc. with an aggregate value of US\$100,000,000 and 360networks inc. agreed to subscribe for such number of shares of the subsidiary at the same value.

Completion of the Agreement is conditional upon, inter alia, the successful completion of the initial public offering of shares in the above-mentioned subsidiary.

## 財務報表附註 (續)

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 32. 重大及結算日後事項 (續)

#### (B) 結算日後事項

下列事項於二零零零年六月三十日之後發生：

- (i) 根據本集團與Winstate Investment Pte Ltd.於二零零零年七月四日訂立之合營協議，本集團同意以51,000新加坡元 (按匯率1新加坡元兌4.5港元計算約為230,000港元) 認購WingTai iAdvantage Holdings Pte Ltd. (「WingTai iAdvantage」) 之百分之五十一權益。

根據同一協議，本集團與WingTai iAdvantage將成立合營公司。據此，本集團同意就合營公司股本中百分之五十一直接權益向合營公司投入190,000新加坡元 (約855,000港元)。待協議所載條款完成後，本集團將擁有合營公司有效權益百分之六十九點六二。

WingTai iAdvantage乃於新加坡註冊成立之私人有限公司，聯同上述合營公司將在東南亞國家經營互聯網服務中心。

- (ii) 於二零零零年七月二十四日，本集團同意以代價20,000,000美元認購C2C AsiaPac Pte Ltd (「C2C」) 之百分之四點二五權益。C2C將從事建造及經營連繫東南亞部份主要國家之海底電纜。
- (iii) 於二零零零年七月四日，本集團同意以代價41,000,000港元認購AsiaE2E.com Ltd (「E2E」) 之百分之四十一點八權益。E2E所從事業務為設立互聯網入門網站，以透過對象為電子業公司之網上商業對商業市場，提供有關買賣電子零件及配件之虛擬電子商務環境全套服務。

### 32. Significant and Post Balance Sheet Events (continued)

#### (B) Post Balance Sheet events

The following events took place subsequent to 30 June 2000:

- (i) Pursuant to the joint venture agreement entered into between the Group and Winstate Investment Pte Ltd. on 4 July 2000, the Group agreed to subscribe for 51% of WingTai iAdvantage Holdings Pte Ltd. ("WingTai iAdvantage") for a consideration of S\$51,000 (approximately HK\$230,000 at an exchange rate of S\$1 to HK\$4.5).

Under the same agreement, the Group and WingTai iAdvantage will form a joint venture pursuant to which the Group agreed to contribute S\$190,000 (approximately HK\$855,000) to the joint venture for a direct interest of 51% in the capital thereof. Upon completion of the terms set out in the agreement, the Group will have an effective interest of 69.62% in the joint venture.

WingTai iAdvantage, a private limited company incorporated in Singapore, together with the joint venture, will be engaged in the operation of Internet services centres in Southeast Asia countries.

- (ii) On 24 July 2000, the Group agreed to subscribe for a 4.25% interest in C2C AsiaPac Pte Ltd. ("C2C") for a consideration of US\$20,000,000. C2C will be engaged in building and operating marine cable linking for some of the major Southeast Asia countries.
- (iii) On 4 July 2000, the Group agreed to subscribe for a 41.8% interest in AsianE2E.com Ltd. ("E2E") for a consideration of HK\$41,000,000. E2E is engaged in the business of setting up an Internet portal for the provision of full services in connection with virtual electronic commerce trading environment for electronic parts and components through web-based B2B market place targeting at corporations in the electronics industry.

財務報表附註 (續)

Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

33. 主要附屬公司詳情

本公司之主要附屬公司 (除另有說明外，此等附屬公司均為本公司全資擁有) 於二零零零年六月三十日詳情如下：

33. Particulars of Principal Subsidiaries

Particulars of the Company's principal subsidiaries, all of which are wholly-owned unless otherwise indicated, at 30 June 2000 are as follows:

附屬公司名稱 Name of subsidiary	已發行繳足股本 Issued and fully paid share capital	由本集團持有之 應佔股本權益 Attributable equity interest held by the Group	主要業務 Principal activities
互聯優勢有限公司* iAdvantage Limited*	普通股2港元 Ordinary shares – HK\$2 遞延股2港元 Deferred shares – HK\$2	100%	經營互聯網服務 中心及提供系統管理服務 Operation of Internet services centres and provision of system management services
新科技服務有限公司* Super e-Technology Services Limited* (formerly known as Sun Technology Services Limited)	普通股2港元 Ordinary shares – HK\$2 遞延股2港元 Deferred shares – HK\$2	100%	安裝SMATV，保安系統 及資訊科技基建網絡以及 提供相關維修服務 Installation of SMATV, security system and IT infrastructure network and provision of related maintenance services
Super-office.net (H.K.) Limited*	2港元 HK\$2	100%	提供商業電子商貿方案及 應用軟件服務供應商服務 Provision of business e-commerce solutions and ASP services
SuperHome.net (H.K.) Limited*	2港元 HK\$2	100%	向家居用戶提供 互聯網內容及服務 Provision of Internet contents and services for home users

## 財務報表附註（續）

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度（以港幣千元計）  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 33. 主要附屬公司詳情（續）

### 33. Particulars of Principal Subsidiaries (continued)

附屬公司名稱 Name of subsidiary	已發行繳足股本 Issued and fully paid share capital	由本集團持有之 應佔股本權益 Attributable equity interest held by the Group	主要業務 Principal activities
地產街有限公司* PropertyStreet.net (H.K.) Limited *	2港元 HK\$2	100%	在互聯網上提供物業資訊 及有關產品 Provision of information services and products related to properties
InsuranceStreet.net (H.K.) Limited*	2港元 HK\$2	100%	在互聯網上提供 保險資訊及產品 Provision of insurance Information and products on Internet
BankingStreet.net (H.K.) Limited*	2港元 HK\$2	100%	在互聯網上提供銀行服務 資訊及產品 Provision of banking information and products on Internet
點點紅有限公司* Red-Dots Limited*	普通股2港元 Ordinary shares – HK\$2 遞延股2港元 Deferred shares – HK\$2	100%	提供網上拍賣及電子商務服務 Provision of web-based auction and e-commerce services
Riderstrack Development Limited	1美元 US\$1	100%	物業持有 Property holding
Splendid Sharp Limited*	普通股2港元 Ordinary shares – HK\$2 遞延股2港元 Deferred shares – HK\$2	100%	物業持有 Property holding



財務報表附註 (續)

Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

33. 主要附屬公司詳情 (續)

33. Particulars of Principal Subsidiaries  
(continued)

附屬公司名稱 Name of subsidiary	已發行繳足股本 Issued and fully paid share capital	由本集團持有之 應佔股本權益 Attributable equity interest held by the Group	主要業務 Principal activities
Super e-Network Limited* (formerly known as iHon Limited)	普通股2港元 Ordinary shares – HK\$2 遞延股2港元 Deferred shares – HK\$2	100%	提供資訊科技及光纖網絡及 相關維修服務 Provision of IT and optical fibre network and related maintenance services
北京中科互聯優勢數據有限公司 CST iAdvantage Co., Ltd. # (vi)	人民幣30,000,000元 RMB30,000,000	75%	經營互聯網服務 中心及提供系統管理服務 Operation of Internet services centres and provision of system management services
Asia-Tech.com Group Corporation	1美元 US\$1	100%	投資控股 Investment holding
Cherington Assets Limited	1美元 US\$1	100%	商標持有 Holding of trademark
Express Spirit Investment Limited	1美元 US\$1	100%	提供司庫服務 Provision of treasury services
Huge Profit Investments Ltd.	7美元 US\$7	100%	投資控股 Investment holding
iHON (Royal Peninsula) Limited*	2港元 HK\$2	100%	提供資訊科技及光纖網絡 及相關維修服務 Provision of IT and optical fibre network and related maintenance services

## 財務報表附註（續）

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度（以港幣千元計）  
For the year ended 30 June 2000 (expressed in HK\$'000)

### 33. 主要附屬公司詳情（續）

### 33. Particulars of Principal Subsidiaries (continued)

附屬公司名稱 Name of subsidiary	已發行繳足股本 Issued and fully paid share capital	由本集團持有之 應佔股本權益 Attributable equity interest held by the Group	主要業務 Principal activities
Merry Dragon Ltd	5美元 US\$5	100%	投資控股 Investment holding
New Top Finance Limited	1,000美元 US\$1,000	62.5%	投資控股 Investment holding
Smart Win Limited	1美元 US\$1	100%	投資控股 Investment holding
SUNeVision e-Commerce Limited*	2港元 HK\$2	100%	投資控股 Investment holding
新意網有限公司* SUNeVision Limited *	2港元 HK\$2	100%	中國業務聯絡 Liaison of business in the People's Republic of China
SUNeVision (Management Services) Limited *	2港元 HK\$2	100%	提供管理服務 Provision of management services
SUNeVision Secretarial Services Limited *	2港元 HK\$2	100%	提供公司秘書服務 Provision of company secretarial services
Top Merchant Investments Limited	1美元 US\$1	100%	物業持有 Property holding
紀禮有限公司* Weelek Company Limited*	普通股2港元 Ordinary shares – HK\$200 遞延股2港元 Deferred shares – HK\$200	100%	物業持有 Property holding
Well Drive Holdings Limited	1美元 US\$1	100%	投資控股 Investment holding

## Notes to the Financial Statements (cont'd)

截至二零零零年六月三十日止年度 (以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

## 33. 主要附屬公司詳情 (續)

附註：

- (i) 除 Huge Profit Investments Ltd 外，所有附屬公司由本公司間接持有。
- (ii) 除註明「\*」及「#」之公司分別在香港及中華人民共和國註冊成立外，所有附屬公司均於英屬維爾京群島註冊成立。
- (iii) 除另有說明者外，附屬公司之已發行及繳足股本均為普通股。
- (iv) 遞延股份實際上並無權利收取股息或接收各公司的股東大會通告或出席股東大會並於會上投票或於該等公司清盤時可獲分派。
- (v) 所有附屬公司為私人有限公司，主要營業地點為香港。
- (vi) 該公司為在中華人民共和國成立之中外企業，經營期由二零零零年六月十二日起計為期30年。註冊股本於二零零零年六月三十日尚未繳足。

上表列示董事認為影響本集團資產或業績之主要附屬公司。董事認為提供其他附屬公司之詳情將會使篇幅過於冗長。

於本年底或本年內任何時間，各附屬公司概無任何未償還之債務證券。

## 34. 通過財務報告

列於第74頁至第117頁之財務報告於二零零零年九月二十二日獲董事會通過。

## 33. Particulars of Principal Subsidiaries (continued)

Notes:

- (i) Other than Huge Profit Investments Ltd., all subsidiaries are held by the Company indirectly.
- (ii) All subsidiaries are incorporated in British Virgin Islands, except those identified with an asterisk "\*" and "#" which are incorporated in Hong Kong and the People's Republic of China respectively.
- (iii) Unless otherwise stated, the issued and fully paid share capital of the subsidiaries are ordinary shares.
- (iv) The deferred shares practically carry no rights to dividends or to receive notice of or to attend or vote at any of the respective companies' general meetings or to participate in any distribution on their winding up.
- (v) All subsidiaries are private limited companies with their principal place of operation in Hong Kong.
- (vi) This is a sino-foreign enterprise established in the People's Republic of China with an operating period of 30 years commencing 12 June 2000. The registered capital had not been paid up as at 30 June 2000.

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

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

## 34. Approval of Financial Statements

The financial statements set out on pages 74 to 117 were approved by the board of directors on 22 September 2000.

## 集團持有物業概要

### Particulars of Properties Held by the Group

於二零零零年六月三十日  
At 30 June 2000

#### 本集團於二零零零年六月三十日所持有物業之詳情

#### Particulars of Properties held by the Group at 30 June 2000

詳情 Particulars	用途 Use	租賃年期 Lease term	地段編號 Lot no.
<b>土地及樓宇</b> <b>Land and buildings</b>			
九龍 觀塘 觀塘道388號 創紀之城二期 36樓1至19號單位 Units 1 to 19 on Level 36 Tower II, Millennium City 388 Kwun Tong Road Kwun Tong Kowloon	其他指定 用途    Other specified uses	中期    Medium term	內地段733號    Inland Lot No. 733
香港 北角 健康東街39號 柯達大廈第二期 48個工場單位 48 workshop units in Kodak House II, 39 Healthy Street East North Point Hong Kong	商業    Commercial	長期   Long term	內地段705號 及其延伸部份  Inland Lot No. 705 and the Extension thereto
新界 荃灣 楊屋道145-159號 利泰工業大廈 Lee Tai Industrial Building 145-159 Yeung Yuk Road Tsuen Wan New Territories	工業   Industrial	中期  Medium term	丈量約份 443號地段 476號  Lot No. 476 in Demarcation District No. 443

## 集團持有物業概要（續）

### Particulars of Properties Held by the Group (cont'd)

於二零零零年六月三十日  
At 30 June 2000

詳情 Particulars	用途 Use	租賃年期 Lease term	地段編號 Lot no.
<b>投資物業</b> <b>Investment properties</b>			
九龍 觀塘 觀塘道388號 創紀之城二期 31至33、35 及37樓1至19號單位 Units 1 to 19 on Levels 31 to 33, 35 and 37, Tower II Millennium City, 388 Kwun Tong Road Kwun Tong Kowloon	其他指定 用途      Other specified uses	中期      Medium term	內地段733號      Inland Lot No. 733
<b>發展中物業</b> <b>Properties under development</b>			
香港 柴灣 柴灣道399號 及新業街1號 399 Chai Wan Road and 1 Shun Yip Street Chai Wan Hong Kong	工業／辦公室大樓      Industrial/Office building(s)	長期      Long term	內地段30號      Inland Lot No. 30

## 集團營業額及營運業績分析

### Analysis of the Group's Turnover and Operating Results

截至二零零零年六月三十日止年度(以港幣千元計)  
For the year ended 30 June 2000 (expressed in HK\$'000)

本集團營業額及營運業績按主要業務分析如下：

An analysis of the Group's turnover and operating results by principal activities is as follows:

		營業額 Turnover	營運業績 Operating results
主要業務	Principal activities		
SMATV及保安系統之安裝及保養費用	Installation and maintenance fee of SMATV and security systems	53,011	4,847
客戶使用互聯網服務中心、互聯網設施、廣告宣傳及有關服務之收入	Income from customers use of Internet services centres, Internet facilities, advertising and related services	9,583	(82,225)
物業租金及管理費收入	Property rent and management income	4,475	2,508
		<u>67,069</u>	<u>(74,870)</u>
其他收益	Other revenue		122,008
其他經營開支	Other operating expenses		(78,248)
財務開支	Finance costs		(14,346)
			<u>(45,456)</u>
本集團所有業務均位於香港，而本集團所有營業額及營運虧損均來自香港。	All of the activities of the Group are based in Hong Kong and all of the Group's turnover and loss from operations are derived from Hong Kong.		