

德勤·關黃陳方會計師行

Certified Public Accountants
26/F, Wing On Centre
111 Connaught Road Central
Hong Kong

香港中環干諾道中111號
永安中心26樓

**Deloitte
Touche
Tohmatsu**

致航天科技通信有限公司全體股東
(於開曼群島註冊成立之有限公司)

本行已完成審核刊載於第33頁至第82頁內按照香港公認會計原則編製之財務報告。

董事及核數師各自之責任

貴公司董事須負責編製真實而公平之財務報告。在編製該等財務報告時，董事必須貫徹地採用合適之會計政策。

本行之責任是根據本行審核工作之結果，對該等財務報告作出獨立意見，並將此意見向股東呈報。

意見之基礎

本行是按照香港會計師公會所頒佈之核數準則進行審核工作。審核工作範圍包括以抽查方式審查與財務報告所載各數額及披露事項有關之憑證，並包括評估董事於編製該等財務報告時作出之各項重大估計和判斷及所釐定之會計政策是否適合貴公司及貴集團之具體情況，及有否貫徹運用並足夠披露該等會計政策。

To the Shareholders of
CASIL Telecommunications Holdings Limited
(Incorporated in the Cayman Islands with Limited Liability)

We have audited the financial statements on pages 33 to 82 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 judgements 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 the Group, consistently applied and adequately disclosed.

意見之基礎 (續)

本行於策劃及進行審核工作時，均以取得一切本行認為必須之資料及解釋為目標，使本行能獲得充份之憑證，就該等財務報告是否存有重要錯誤陳述，作合理之確定。在表達意見時，本行亦已衡量該等財務報告所載之資料在整體上是否足夠。本行相信，本行之審核工作已為核數意見提供合理之基礎。

意見

本行認為上述財務報告均真實與公平地反映 貴公司及 貴集團於二零零一年十二月三十一日結算時之財務狀況及截至該日止年度之虧損及現金流量，並已按照香港公司條例之披露要求妥善編製。

德勤 • 關黃陳方會計師行
執業會計師

香港，二零零二年三月二十一日

BASIS OF OPINION (Continued)

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 the affairs of the Company and the Group as at 31 December 2001 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, 21 March 2002