

Notes to the Financial Statements

財務報表附註

截至二零零一年十二月三十一日止年度
For the year ended 31st December, 2001

一、概覽

本公司於百慕達註冊成立為獲豁免有限責任公司，其股份於香港聯合交易所有限公司（「聯交所」）上市。

本集團之主要業務為生產電子產品包括微型電腦、傳訊設備以供應原設備製造商（「OEM」）之客戶，以及發展及市場推廣原產品（「ODM」）顧客，包括寬頻通訊產品、互聯網應用器材及無線通訊、網絡設備及其他電子產品。

二、採納會計實務準則

本年度，本集團首次採納香港會計師公會發出下列經修訂及新訂會計實務準則（「會計實務準則」）：

會計實務準則 第九號（經修訂）	結算日後事項
會計實務準則 第十四號（經修訂）	租賃
會計實務準則 第二十六號	分類申報
會計實務準則 第二十八號	撥備、或然負債及或然 資產
會計實務準則 第三十號	業務合併
會計實務準則 第三十一號	資產減值

1. GENERAL

The Company is incorporated in Bermuda as an exempted company with limited liability and its shares are listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

The principal activities of the Group are the manufacture of electronic products for original equipment manufacturer ("OEM") customers, including micro-computers, telecommunication equipment and original product development and marketing ("ODM") customers, including broadband communication products, internet appliances and wireless communication, networking equipment and other electronic products.

2. ADOPTION OF STATEMENTS OF STANDARD ACCOUNTING PRACTICE

In the current year, the Group has adopted, for the first time, the following revised and new Statements of Standard Accounting Practice ("SSAPs") issued by the Hong Kong Society of Accountants:

SSAP 9 (Revised)	Events after the balance sheet date
SSAP 14 (Revised)	Leases
SSAP 26	Segment reporting
SSAP 28	Provisions, contingent liabilities and contingent assets
SSAP 30	Business combinations
SSAP 31	Impairment of assets

二、採納會計實務準則－續

採納該等會計實務準則引致本集團會計政策有多項改變。經修訂之會計政策載於附註三。此外，新增及經修訂之會計實務準則引致額外及經修訂披露規定，而該等規定已於財務報表中採納。去年之比較金額已經重列，以達致一致之呈報。

採納新增及經修訂會計實務準則引致本集團會計政策之下列改變，影響本年度或去年申報之款項。

- (i) 根據會計實務準則第九號（經修訂）「結算日後事項」，於結算日後擬派或宣派之股息並非確認為結算日之負債，惟會於財務報表附註中披露。此項會計政策變動已作出追溯性調整，引致去年調整（見附註二十八）。
- (ii) 會計實務準則第十四號（經修訂）「租賃」對融資及經營租賃會計法之基準引入若干修訂。採納會計實務準則第十四號（經修訂）並不對本會計期間或上一個會計期間之業績構成任何重大影響，因此毋須作出去年調整。披露附註之比較數字已根據會計實務準則第十四號（經修訂）重列。

2. ADOPTION OF STATEMENTS OF STANDARD ACCOUNTING PRACTICE - Continued

Adoption of these SSAPs had led to a number of changes in the Group's accounting policies. The revised accounting policies are set out in note 3. In addition, the new and revised SSAPs have introduced additional and revised disclosure requirements which have been adopted in these financial statements. Comparative amounts of the prior year have been restated in order to achieve a consistent presentation.

The adoption of the new and revised SSAPs has resulted in the following changes to the Group's accounting policies that have affected the amounts reported for the current or prior year.

- (i) In accordance with SSAP 9 (Revised) "Events after the Balance Sheet Date", dividends proposed or declared after the balance sheet date are not recognised as a liability at the balance sheet date, but are disclosed in the notes to the financial statements. This change in accounting policy has been adjusted retrospectively, resulting in a prior year adjustment (see note 28).
- (ii) SSAP 14 (Revised) "Leases" has introduced some amendments to the basis of accounting for finance and operating leases. The adoption of SSAP 14 (Revised) has not had any material effect on the results for the current or prior accounting period and, accordingly, no prior year adjustment has been required. The comparative figures on the disclosure note have been restated in accordance with SSAP 14 (Revised).

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二、採納會計實務準則－續

- (iii) 本集團已於本期間改變確認申報分類資料之基準，以符合會計實務準則第二十六號「分類申報」之規定。截至二零零零年十二月三十一日止年度之分類披露資料已修訂，以按一致之基準呈報。
- (iv) 會計實務準則第三十一號「資產減值」已就本集團金融資產及投資物業以外之資產確認減值虧損引入正式準則。儘管本集團過去年度皆遵守減值虧損之指定會計實務準則規定，惟引入會計實務準則第三十一號規定重估若干資產、物業、廠房及設備，以及於聯營公司之權益之可收回款項，引致於二零零一年十二月三十一日，確認額外租賃物業減值虧損及墊支予聯營公司之款項分別為港幣7,345,000元及港幣44,884,000元。該等額外減值虧損已於本年度悉數確認。

三、主要會計政策

本財務報表已按歷史成本慣例法(經重估若干物業及投資證券修訂後)編製。

2. ADOPTION OF STATEMENTS OF STANDARD ACCOUNTING PRACTICE - Continued

- (iii) In the current period, the Group has changed the basis of identification of reportable segments to that required by SSAP 26 "Segment Reporting". Segment disclosures for the year ended 31st December, 2000 have been amended so that they are presented on a consistent basis.
- (iv) SSAP 31 "Impairment of Assets" has introduced a formal framework for the recognition of impairment losses in respect of the Group's assets other than financial assets and investment properties. Although in prior years the Group complied with the requirements of specific SSAPs in respect of impairment losses, the introduction of SSAP 31 has required a re-estimation of the recoverable amount of certain assets, property, plant and equipment and interests in associates resulting in the identification of additional impairment losses on leasehold properties and loan advanced to associates at 31st December, 2001 amounting to HK\$7,345,000 and HK\$44,884,000 respectively. These additional impairment losses have been recognised in full in the current year.

3. SIGNIFICANT ACCOUNTING POLICIES

The financial statements have been prepared under the historical cost convention as modified for the revaluation of certain properties and investments in securities.

三、主要會計政策－續

本財務報表乃根據香港公認會計原則編製，所採納之主要政策載於下文：

綜合基準

本綜合財務報表包括本公司及其附屬公司每年結算至十二月三十一日止之財務報表。

本年度購入或出售附屬公司之業績，視乎情況按其收購生效日期起或迄至其出售生效日期止，而計入綜合收益表內。

所有集團內部公司間之重大交易及結餘均於編製綜合賬時沖銷。

商譽

綜合時產生之商譽，指本集團之收購成本高於本集團在收購日於附屬公司、聯營公司或共同控制實體權益之公平值之差額。

因二零零一年一月一日前之收購而產生之商譽繼續於儲備中持有，並於出售有關附屬公司、聯營公司或共同控制實體時，或決定將商譽減值時於收益表中扣除。

因二零零一年一月一日後之收購而產生之商譽會撥充資本，及按其可使用年期以直線法攤銷。因收購聯營公司或共同控制實體而產生之商譽包括於聯營公司或共同控制實體之賬面值內。因收購附屬公司而產生之商譽於資產負債表中分開呈報。

3. SIGNIFICANT ACCOUNTING POLICIES - Continued

The financial statements have been prepared 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 31st December each year.

The results of subsidiaries acquired or disposed of during the year are included in the consolidated income statement from the effective date of acquisition or up to the effective date of disposal, as appropriate.

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

Goodwill

Goodwill arising on consolidation represents the excess of the cost of acquisition over the Group's interest in the fair value of the identifiable assets and liabilities of a subsidiary, associate or jointly controlled entity at the date of acquisition.

Goodwill arising on acquisitions prior to 1st January, 2001 continues to be held in reserves, and will be charged to the income statement at the time of disposal of the relevant subsidiary, associate or jointly controlled entity, or at such time as the goodwill is determined to be impaired.

Goodwill arising on acquisitions after 1st January, 2001 is capitalised and amortised on a straight-line basis over its useful economic life. Goodwill arising on the acquisition of an associate or jointly controlled entity is included within the carrying amount of the associate or jointly controlled entity. Goodwill arising on the acquisition of subsidiaries is presented separately in the balance sheet.

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三、主要會計政策－續

商譽－續

出售一間附屬公司、聯營公司或共同控制實體時，在計算出售所得之溢利或虧損時，要計入未攤銷商譽或先前自儲備撇銷或計入儲備之應佔商譽。

負商譽

負商譽指本集團佔該附屬公司、聯營公司或共同控制實體在被收購當日之可確定資產及負債公平價值權益與收購成本之差額。

於二零零一年一月一日前收購時產生之負商譽繼續在儲備內持有，並會於有關附屬公司、聯營公司或共同控制實體出售當時撥入收益表。

於二零零一年一月一日之後收購時產生之負商譽作資產扣減呈列，並根據導致產生有關結餘之情況分析調撥往收益表。

倘負商譽乃因收購日期之預計虧損或支出而產生，則按有關虧損或支出產生的期間調撥往收入。其餘負商譽按所收購之可確定折舊資產結餘以預計可使用年期以直線法列作收入確認入賬。倘有關負商譽數額超出所收購之可確定非貨幣性資產合計公平價值時，則隨即在收入中確認入賬。

收購聯營公司或共同控制實體時產生之負商譽乃自該聯營公司賬面值扣除。收購附屬公司時產生之負商譽於資產負債表內分開作資產扣減呈列。

3. SIGNIFICANT ACCOUNTING POLICIES - Continued

Goodwill - Continued

On disposal of a subsidiary, associate or jointly controlled entity, the attributable amount of unamortised goodwill or goodwill previously eliminated against or credited to reserves is included in the determination of the profit or loss on disposal.

Negative goodwill

Negative goodwill represents the excess of the Group's interest in the fair value of the identifiable assets and liabilities of a subsidiary, associate or jointly controlled entity at the date of acquisition over the cost of acquisition.

Negative goodwill arising on the acquisitions prior to 1st January, 2001 continues to be held in reserves and will be credited to the income statement at the time of disposal of the relevant subsidiary, associate or jointly controlled entity.

Negative goodwill arising on the acquisition after 1st January, 2001 is presented as deduction from assets and will be released to the income statement based on an analysis of the circumstances from which the balance is resulted.

To the extent that the negative goodwill is attributable to losses or expenses anticipated at the date of acquisition, it is released to the income statement in the year in which those losses or expenses arise. The remaining negative goodwill is recognised as income on a straight-line basis over the remaining average useful life of the identifiable acquired depreciable assets. To the extent that such negative goodwill exceeds the aggregate fair value of the acquired identifiable non-monetary assets, it is recognised as income immediately.

Negative goodwill arising on the acquisition of an associate or jointly controlled entity is deducted from the carrying value of that associate. Negative goodwill arising on the acquisition of a subsidiary is presented separately in the balance sheet as a deduction from assets.

三、主要會計政策 – 續

於附屬公司之投資

附屬公司之投資乃按成本值減去任何已確認減值虧損而計入本公司之資產負債表。

於聯營公司之權益

綜合收益表包括本集團應佔本年度聯營公司之收購後業績。綜合資產負債表中，於聯營公司之權益按本集團應佔聯營公司資產淨值減任何已確認減值虧損列賬。

證券投資

證券投資以交易日為確認基準，並初步以成本計算。

投資(持至到期日債券除外)乃列作投資證券及其他投資。

投資證券乃指證券因一項指定長期策略性理由而持有，並於隨後之報告日按成本減去任何屬非暫時性之減值虧損計算。

其他投資項目乃按公平值計算，而未變現盈虧計入年內溢利淨額或虧損淨額。

投資物業

投資物業乃因其具有投資潛力而持有之已落成物業，任何租金收入將按公平原則協商釐定。

3. SIGNIFICANT ACCOUNTING POLICIES - Continued

Investments in subsidiaries

Investments in subsidiaries are included in the Company's balance sheet at cost less any identified impairment loss.

Interests in associates

The consolidated income statement includes the Group's share of the post-acquisition results of its associates for the year. In the consolidated balance sheet, interests in associates are stated at the Group's share of the net assets of the associates less any identified impairment loss.

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, which are securities held for an identified long-term strategic purpose, are 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 year.

Investment properties

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

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三、主要會計政策－續

投資物業－續

投資物業乃按其根據由獨立專業估值師每年進行之估值所得之公開市值入賬。投資物業重估產生之任何重估增加或減少計入投資物業重估儲備內或自投資物業重估儲備中扣除，除非此項儲備之結餘不足以彌補重估減少則除外；在此情況下，重估減少超出投資物業重估儲備結餘之部份自收益表中扣除。倘減少在之前已在收益表中扣除，而其後出現重估增加，則該項增加會根據之前已扣除之減少撥入收益表內。

於出售一項投資物業時，該項物業應佔之投資物業重估儲備餘額轉入收益表。

投資物業並無計算折舊，惟有關租約之未屆滿年期為二十年或以下者除外。

物業、廠房及設備

物業、廠房及設備按成本值減累積折舊、攤銷及減值虧損列賬。

3. SIGNIFICANT ACCOUNTING POLICIES - Continued

Investment properties - Continued

Investment properties are stated at their open market value based on annual valuation by independent professional valuers. Any revaluation increase or decrease arising on the revaluation of investment properties is credited or charged to the investment property 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 property revaluation reserve is charged to the income statement. Where a decrease has previously been charged to the income statement and a revaluation increase 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.

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

Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation, amortisation and impairment losses.

三、主要會計政策－續

物業、廠房及設備－續

物業、廠房及設備乃按其估計可使用年期及計入其估計餘值後，以直線法計提折舊及攤銷，所採用之年率如下：

租賃土地	按有關租賃年期
樓宇	2.5% — 5%
廠房、機器及設備	15% — 20%
傢俬及裝置	15% — 20%
汽車	25%

出售或棄用物業、廠房及設備項目所產生之收益或虧損，指出售所得收入與資產賬面數額之差額，並計入收益表內。

存貨

存貨乃按成本值或可變現淨值兩者較低者列賬。成本以加權平均法計算。

研究及開發支出

研究活動之支出於產生之年度確認為開支。

開發支出產生之內部一般無形資產僅於預期可透過未來商業活動將收回清楚界定項目產生之開發成本時確認。因而產生之資產按其可使用年期以直線法攤銷。

倘並無內部一般無形資產可確認時，開發支出於產生之年度確認為開支。

3. SIGNIFICANT ACCOUNTING POLICIES - Continued

Property, plant and equipment - Continued

Depreciation and amortisation is provided to write off the cost of items of property, plant and equipment over their estimated useful lives and after taking into account their estimated residual value using the straight-line method, at the following rates per annum:

Leasehold land	Over the term of the relevant lease
Buildings	2.5% — 5%
Plant, machinery and equipment	15% — 20%
Furniture and fixtures	15% — 20%
Motor vehicles	25%

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in the income statement.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is calculated using the weighted average method.

Research and development expenditure

Expenditure on research activities is recognised as an expense in the year in which it is incurred.

An internally-generated intangible asset arising from development expenditure is recognised only if it is anticipated that the development costs incurred on a clearly-defined project will be recovered through future commercial activity. The resultant asset is amortised on a straight-line basis over its useful life.

Where no internally-generated intangible asset can be recognised, development expenditure is recognised as an expense in the year in which it is incurred.

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三、主要會計政策－續

經營租賃

經營租賃下之應付租金以直線法按有關租賃年期於收益表中扣除。

減值

本集團於每個結算日覆核其資產之賬面值，以釐定該等資產是否有減值虧損之任何顯示。倘估計資產之可收回款項低於其賬面值，該資產之賬面值將削減至其可收回金額。減值虧損即時確認為開支。

倘減值虧損隨後逆轉，該資產之賬面值增加至重新估計之可收回金額，惟倘該資產並無於過去年度確認減值虧損，已增加之賬面值不高於應已釐定之賬面值。減值虧損之逆轉即時確認為收入。

外幣

以港幣以外的貨幣進行之交易按交易日之匯率換算為港幣。以港幣以外貨幣結算之貨幣資產及負債均按結算日之匯率折算。滙兌所產生之溢利及虧損計入收益表。

於編製綜合賬目時，以港幣以外的貨幣記賬之附屬公司之財務報表按結算日之匯率換算為港幣。綜合賬目所產生之滙兌差額則撥入儲備內處理。

3. SIGNIFICANT ACCOUNTING POLICIES - Continued

Operating leases

Rentals payable under operating leases are charged to the income statement on a straight-line basis over the relevant lease terms.

Impairment

At each balance sheet date, the Group reviews the carrying amounts of its assets to determine whether there is any indication that those assets have suffered an impairment loss. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. Impairment loss is recognised as an expense immediately.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, such that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised as income immediately.

Foreign currencies

Transactions in currencies other than Hong Kong dollars are translated into Hong Kong dollars at the rates of exchange ruling on the dates of the transactions. Monetary assets and liabilities denominated in currencies other than Hong Kong dollars are re-translated at the rates ruling on the balance sheet date. Profits and losses arising on exchange are dealt with in the income statement.

On consolidation, the financial statements of subsidiaries which are denominated in currencies other than Hong Kong dollars are translated into Hong Kong dollars at the rates ruling on the balance sheet date. All exchange differences arising on consolidation are dealt with in reserves.

三、主要會計政策 – 續

稅項

所徵收之稅項乃根據年度之業績，並就無須課稅或不獲豁免之項目作出調整後而釐定。時差乃就若干收入及開支項目於稅務上及財務報表計入不同會計期間而產生。時差所引致之稅務影響，乃使用負債法計算，於財務報表中確認為遞延稅項，惟僅限於能在可預見將來確定為負債或資產者。

收入確認

- (i) 貨品銷售
貨品銷售乃於貨品付運及擁有權轉移時確認為收入。
- (ii) 利息收入
利息收入按時間比例基準，參照未償還本金及適用之利率入賬。
- (iii) 租金收入
經營租約之租金收入乃以直線法按有關租約之年期於收益表中確認。

3. SIGNIFICANT ACCOUNTING POLICIES - Continued

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 timing differences, computed using 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.

Revenue recognition

- (i) Sales of goods
Sales of goods are recognised when goods are delivered and title has passed.
- (ii) Interest income
Interest income is accrued on a time basis, by reference to the principal outstanding and at the interest rate applicable.
- (iii) Rental income
Rental income under operating leases is recognised in the income statement on a straight-line basis over the relevant lease terms.

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四、營業額

營業額指已扣除退貨及折扣後之銷貨發票額總值如下：

持續經營業務
銷售OEM及ODM電子產品
已終止業務
銷售印刷電路板

4. TURNOVER

Turnover represents the aggregate of gross invoiced sales less returns and discounts as follows:

	2001 港幣千元 HK\$'000	2000 港幣千元 HK\$'000
Continuing operations		
Sales of OEM and ODM electronics products	2,221,624	3,296,394
Discontinued operations		
Sales of printed circuit boards	—	723,726
	<u>2,221,624</u>	<u>4,020,120</u>

五、業務及地區分類

業務分類

就管理分類申報而言，本集團分為三個經營部門—OEM電子產品、ODM電子產品及印刷電路板。此等部門為本集團申報其基本分類資料之基礎。

主要活動如下：

OEM電子產品—為OEM顧客製造及分銷電子產品。

ODM電子產品—為ODM顧客提供原產品開發及市場推廣。

印刷電路板—製造及分銷印刷電路板。以往年度，本集團參與製造及分銷印刷電路板。該經營於二零零零年八月終止（見附註十）。

此等業務之分類資料呈列如下。

5. BUSINESS AND GEOGRAPHICAL SEGMENTS

Business segments

For management segment reporting purposes, the Group was organised into three operating divisions — OEM electronic products, ODM electronic products and printed circuit boards. These divisions are the basis on which the Group reports its primary segment information.

Principal activities are as follows:

OEM electronic products — manufacture and distribution of electronic products for OEM customers.

ODM electronic products — original product development and marketing for ODM customers.

Printed circuit boards — manufacture and distribution of printed circuit boards. In prior years, the Group was involved in the manufacture and distribution of printed circuit boards. That operation was discontinued from August 2000 (see note 10).

Segment information about these business is presented below.

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五、業務及地區分類－續

5. BUSINESS AND GEOGRAPHICAL SEGMENTS - Continued

2001		OEM	ODM	其他部門*		
		部門	部門		撇銷	綜合
		OEM	ODM	Other		
		division	division	divisions*	Eliminations	Consolidated
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
收益	Revenue					
外部銷售	External sales	2,192,420	3,166	26,038	—	2,221,624
分類之間銷售	Inter-segment sales	573,205	2,813	26,531	(602,549)	—
收益總額	Total revenue	<u>2,765,625</u>	<u>5,979</u>	<u>52,569</u>	<u>(602,549)</u>	<u>2,221,624</u>
業績	Result					
分類業績	Segment result	45,532	(26,962)	(64,698)	26,373	(19,755)
利息收入	Interest income	21,223	29	116,971	(18,434)	119,789
其他收入	Other income					17,548
經營溢利	Profit from operations					117,582
融資成本	Finance costs					(34,580)
應佔聯營公司業績	Share of results of associates					1,466
墊支予聯營公司 款項之減值	Impairment of loan advanced to associates					(44,884)
出售已終止業務之 溢利	Profit on disposal of discontinued operations					38,756
一間附屬公司私有化 之溢利	Profit on privatisation of a subsidiary					43,032
除稅前溢利	Profit before taxation					121,372
稅項	Taxation					(9,838)
除少數股東權益前 之溢利	Profit before minority interests					<u>111,534</u>
* 其他部門包括物業投資及貨品銷售(不包括OEM及ODM產品)。	* Other divisions included properties investment and sales of goods other than OEM and ODM products.					

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五、業務及地區分類 – 續

5. BUSINESS AND GEOGRAPHICAL SEGMENTS - Continued

2001						
資產負債表		Balance Sheet				
		OEM	ODM	其他部門	撇銷	綜合
		OEM	ODM	Other	Eliminations	Consolidated
		division	division	divisions	Eliminations	Consolidated
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
資產	Assets					
分類資產	Segment assets	714,203	14,031	1,773,600	43,429	2,545,263
於聯營公司之權益	Interests in associates	—	328	(45,233)	69,792	24,887
其他企業資產	Other corporate assets	385,373	77,545	52,147	(149,778)	365,287
已綜合資產總額	Consolidated total assets					2,935,437
負債	Liabilities					
分類負債	Segment liabilities	536,813	321	71,439	22,907	631,480
其他企業負債	Other corporate liabilities	256,129	167,221	453,167	(725,740)	150,777
已綜合負債總額	Consolidated total liabilities					782,257
其他資料	Other information					
資產增添	Capital additions	14,019	1,547	4,845	2	20,413
折舊及攤銷開支	Depreciation and amortisation expenses	58,798	1,895	11,906	—	72,599
減值虧損	Impairment losses	—	—	52,229	—	52,229
其他非現金開支	Other non-cash expenses	2,504	2	3,800	—	6,306

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五、業務及地區分類 – 續

5. BUSINESS AND GEOGRAPHICAL SEGMENTS - Continued

2000

		PCB 部門 PCB division 港幣千元 HK\$'000	OEM 部門 OEM division 港幣千元 HK\$'000	ODM 部門 ODM division 港幣千元 HK\$'000	其他部門* Other divisions* 港幣千元 HK\$'000	撇銷 Eliminations 港幣千元 HK\$'000	綜合 Consolidated 港幣千元 HK\$'000
收益	Revenue						
外部銷售	External sales	665,750	3,353,405	65	900	—	4,020,120
分類之間銷售	Inter-segment sales	57,976	730,571	—	68,481	(857,028)	—
收益總額	Total revenue	723,726	4,083,976	65	69,381	(857,028)	4,020,120
業績	Result						
分類業績	Segment result	118,782	109,206	(17,490)	(70,335)	33,884	174,047
利息收入	Interest income	64,089	18,826	11	33,300	(25,946)	90,280
其他收入	Other income						120,026
經營溢利	Profit from operations						384,353
融資成本	Finance costs						(41,375)
應佔聯營公司業績	Share of results of associates						2,611
墊支予聯營公司 款項之減值	Impairment of loan advanced to associates						(13,000)
出售已終止業務	Profit on disposal of discontinued operations						783,762
除稅前溢利	Profit before taxation						1,116,351
稅項	Taxation						(30,522)
除少數股東權益前 之溢利	Profit before minority interests						1,085,829
* 其他部門包括物業投資 及貨品銷售(不包括 PCB、OEM及ODM產 品)。	* Other divisions included properties investment and sales of goods other than PCB, OEM and ODM products.						

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五、業務及地區分類－續

5. BUSINESS AND GEOGRAPHICAL SEGMENTS - Continued

2000

資產負債表	Balance Sheet	PCB	OEM	ODM	其他部門	撇銷	綜合
		部門	部門	部門	Other		
		PCB	OEM	ODM	Other	Eliminations	Consolidated
		division	division	division	divisions	港幣千元	港幣千元
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
資產	Assets						
分類資產	Segment assets	1,843,614	1,331,645	12,065	249,913	(54,189)	3,383,048
於聯營公司之權益	Interests in associates	3,604	—	300	6,571	(849)	9,626
其他企業資產	Other corporate assets	171,439	470,185	72,154	383,286	(507,124)	589,940
已綜合資產總額	Consolidated total assets						3,982,614
負債	Liabilities						
分類負債	Segment liabilities	—	1,222,991	2,674	93,133	(165,697)	1,153,101
其他企業負債	Other corporate liabilities	6,811	243,858	129,706	211,253	(425,081)	166,547
已綜合負債總額	Consolidated total liabilities						1,319,648
其他資料	Other information						
資產增添	Capital additions	22,187	111,514	3,935	7,332	518	145,486
折舊及攤銷開支	Depreciation and amortisation expenses	55,897	51,163	1,594	11,591	—	120,245
其他非現金開支	Other non-cash expenses	21,515	7,798	—	1,783	(1)	31,095

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五、業務及地區分類－續

地區資料

下表提供本集團按地區市場劃分之銷售分析(不考慮貨品或服務之原產地)：

5. BUSINESS AND GEOGRAPHICAL SEGMENTS - Continued

Geographical segments

The following table provides an analysis of the Group's sales by geographical market, irrespective of the origin of the goods or services:

		地區市場之銷售收益	
		Sales revenue by geographical market	
		2001	2000
		港幣千元	港幣千元
		HK\$'000	HK\$'000
北美洲	North America		
— 美國	— USA	845,652	1,267,429
— 加拿大	— Canada	—	2,712
亞洲(香港除外)	Asia other than Hong Kong	662,797	1,343,095
歐洲	Europe	92,699	361,921
香港	Hong Kong	620,476	1,044,963
		2,221,624	4,020,120

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五、業務及地區分類－續

地區資料－續

由於各市場對溢利所作之貢獻與該市場應佔之營業額比例十分接近，因此並無呈示按地區市場對溢利所作之貢獻。

以下為按資產所在地區分析之分類資產賬面金額、添置物業、廠房及設備分析：

5. BUSINESS AND GEOGRAPHICAL SEGMENTS - Continued

Geographical segments - Continued

Contribution to profit by geographical market has not been presented as the contribution to profit from each market is closely proportional to turnover attributable to that market.

The following is an analysis of the carrying amount of segment assets and additions to property, plant and equipment, analysed by the geographical area in which the assets are located:

		分類資產之賬面金額		添置物業、 廠房及設備	
		Carrying amount of segment assets		Additions to property, plant and equipment	
		2001	2000	2001	2000
		港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
北美洲	North America				
— 美國	— USA	127,224	155,872	1,794	5,902
— 加拿大	— Canada	—	277	—	—
中華人民共和國(「中國」) (香港除外)	The People's Republic of China ("PRC") other than Hong Kong	347,285	609,305	12,502	107,425
亞洲(中國及香港除外)	Asia other than PRC and Hong Kong	1,679,310	2,166,719	48	22,191
歐洲	Europe	9,287	39,932	—	—
香港	Hong Kong	772,331	1,010,509	6,069	9,968
		2,935,437	3,982,614	20,413	145,486

六、租賃物業減值

減值指本集團參考市值，將租賃物業之賬面金額減記至其估計可收回價值。

6. IMPAIRMENT ON LEASEHOLD PROPERTIES

The impairment represents the Group's written down of the carrying amounts of leasehold properties to their estimated recoverable value by reference to the market value.

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七、經營溢利

7. PROFIT FROM OPERATIONS

	2001 港幣千元 HK\$'000	2000 港幣千元 HK\$'000
經營溢利已扣除：		
核數師酬金	1,127	3,010
董事酬金 (附註甲至丙)		
袍金	390	390
管理薪酬		
強制性		
公積金供款	36	3
基本薪金、房屋津貼		
及實物利益 (不包括		
購股權之利益)	8,641	12,070
酌情花紅	20,906	8,500
	29,973	20,963
出售物業、廠房及		
設備之虧損	1,767	2,191
租用樓宇之營業		
租約租金	3,265	6,046
研究及開發開支	1,763	1,956
及已計入：		
匯兌收益		
於出售已終止業務時獲得	—	32,042
其他	4,737	19,360
	4,737	51,402
租金收入總額	9,208	2,984
支出	(751)	(998)
租金收入淨額	8,457	1,986

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七、經營溢利－續

附註：

(甲) 董事酬金之分佈如下：

分佈		港幣
港幣		港幣
無	—	1,000,000
1,000,001	—	1,500,000
1,500,001	—	2,000,000
2,000,001	—	2,500,000
2,500,001	—	3,000,000
3,000,001	—	3,500,000
3,500,001	—	4,000,000
4,000,001	—	4,500,000
4,500,001	—	5,000,000
5,000,001	—	5,500,000
5,500,001	—	6,000,000
6,000,001	—	6,500,000
6,500,001	—	7,000,000
7,000,001	—	7,500,000
7,500,001	—	8,000,000

(乙) 上述披露之款項包括支付予獨立非執行董事之董事袍金港幣140,000元(二零零零年：港幣140,000元)。本公司於該兩年概無支付或須支付其他酬金予獨立非執行董事。

(丙) 二零零一年及二零零零年五位最高薪酬僱員均為本公司執行董事。

7. PROFIT FROM OPERATIONS - Continued

Notes:

(a) Directors' emoluments are within the following ranges:

Range		董事人數 No. of directors	
HK\$	HK\$	2001	2000
Nil	— 1,000,000	3	3
1,000,001	— 1,500,000	—	—
1,500,001	— 2,000,000	—	1
2,000,001	— 2,500,000	—	—
2,500,001	— 3,000,000	—	—
3,000,001	— 3,500,000	—	1
3,500,001	— 4,000,000	—	3
4,000,001	— 4,500,000	2	1
4,500,001	— 5,000,000	—	—
5,000,001	— 5,500,000	—	—
5,500,001	— 6,000,000	1	—
6,000,001	— 6,500,000	—	—
6,500,001	— 7,000,000	—	—
7,000,001	— 7,500,000	—	—
7,500,001	— 8,000,000	2	—
		8	9

(b) The amount disclosed above include directors' fee of HK\$140,000 (2000: HK\$140,000) paid to independent non-executive directors. No other emolument was paid or is payable to the independent non-executive directors for both years.

(c) The five highest paid individuals of the Group in 2001 and 2000 were executive directors of the Company.

八、融資成本

8. FINANCE COSTS

	2001 港幣千元 HK\$'000	2000 港幣千元 HK\$'000
須於五年內悉數償還之銀行貸款及透支之利息		
Interest on bank loans and overdrafts wholly repayable within five years	34,580	41,375

九、墊支予聯營公司款項之減值

減值指將本集團應佔聯營公司持有之物業之賬面值減記至其估計可變現淨值。

9. IMPAIRMENT OF LOAN ADVANCED TO ASSOCIATES

The impairment represents the Group's share of the written down of the carrying amounts of properties held by the associates to their estimated net realisable value.

十、出售已終止業務之溢利

本集團於二零零零年八月十七日出售製造印刷電路板業務，出售溢利約港幣784,000,000元於截至二零零零年十二月三十一日止年度內確認。

港幣38,756,000元款項主要指就出售製造印刷電路板業務而於年內收取之額外銷售所得款項。收回該筆款項視乎是否達成若干條件而定，而該等條件已於年內達成。

由二零零零年一月一日起至二零零零年八月十七日(出售日期)止之已出售附屬公司之業績如下：

10. PROFIT ON DISPOSAL OF DISCONTINUED OPERATIONS

The Group disposed of its business of manufacturing printed circuit boards on 17th August, 2000 and the profit on disposal of approximately HK\$784 million was recognised during the year ended 31st December, 2000.

The amount of HK\$38,756,000 mainly represents additional sales proceeds from disposal of the business of manufacturing printed circuit boards received during the year. The collection of this amount depended on fulfillment of certain conditions which were satisfied during the year.

The results of the subsidiaries disposed of for the period from 1st January, 2000 to 17th August, 2000 (date of disposal) were as follows:

		港幣千元 HK\$'000
營業額	Turnover	723,726
經營溢利	Profit from operations	141,450

十一、一間附屬公司私有化之溢利

本集團於二零零一年十一月從獨立人士收購一間於新加坡上市之附屬公司額外25.75%權益，代價總額為港幣503,029,000元，包括港幣489,684,000元及有關支出港幣13,345,000元。私有化之溢利約為港幣43,032,000元。

11. PROFIT ON PRIVATISATION OF A SUBSIDIARY

In November, 2001, the Group acquired an additional of 25.75% interest in a subsidiary listed in Singapore from independent outsiders at a total consideration of HK\$503,029,000 including a consideration of HK\$489,684,000 and related expenses amounted to HK\$13,345,000. The profit on privatisation was approximately HK\$43,032,000.

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十二、稅項

12. TAXATION

		2001 港幣千元 HK\$'000	2000 港幣千元 HK\$'000
稅項包括：	The charges comprises:		
利得稅	Profits tax		
本公司及其附屬公司：	The Company and its subsidiaries:		
香港	Hong Kong	7,170	32,080
其他海外地區	Other jurisdictions	2,176	5,015
		<u>9,346</u>	<u>37,095</u>
聯營公司：	Associates:		
香港	Hong Kong	123	—
		<u>9,469</u>	<u>37,095</u>
遞延稅項(附註二十五)	Deferred taxation (note 25)		
本公司及其附屬公司：	The Company and its subsidiaries:		
已扣除折舊與折舊免稅額 之差額	Difference between depreciation charged and depreciation allowances	(310)	(6,507)
稅務虧損	Taxation loss	679	(66)
		<u>369</u>	<u>(6,573)</u>
		<u>9,838</u>	<u>30,522</u>

已按稅率16%(二零零零年：16%)就本年度之估計應課稅溢利於本集團之香港有關成員公司之財務報表內作出香港利得稅撥備。於其他海外地區產生之稅項已根據有關海外地區之稅率作出撥備。

Hong Kong Profits Tax has been provided for in the financial statements of the relevant members of the Group in Hong Kong at 16% (2000: 16%) on the estimated assessable profits for the year. Taxation arising in other jurisdictions has been provided for in accordance with the rates prevailing in the respective jurisdictions.

Notes to the Financial Statements

財務報表附註

截至二零零一年十二月三十一日止年度
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十三、股息

13. DIVIDENDS

		2001 港幣千元 HK\$'000	2000 港幣千元 HK\$'000
中期股息每股3仙 (二零零零年：8仙)	Interim dividend — 3 cents (2000: 8 cents) per share	14,000	37,258
擬派末期股息每股5仙 (二零零零年：12仙)	Proposed final dividend — 5 cents (2000: 12 cents) per share	23,346	56,045
擬派特別末期股息每股45仙 (二零零零年：無)	Proposed special final dividend — 45 cents (2000: Nil) per share	210,114	—
於年報發表後行使 購股權而支付之額外 往年度股息	Additional prior year's dividend paid on exercise of share options subsequent to the issue of the annual report	27	295
		247,487	93,598

十四、每股盈利

14. EARNINGS PER SHARE

每股基本及攤薄盈利乃根據本集團之本
年度純利港幣90,034,000元(二零零零
年：港幣822,404,000元)及以下數據計
算：

The calculation of the basic and diluted earnings per share is based
on the Group's net profit for the year of HK\$90,034,000 (2000:
HK\$822,404,000) and the following data:

		2001 港幣千元 HK\$'000	2000 港幣千元 HK\$'000
計算每股基本盈利之普通股 加權平均數	Weighted average number of ordinary shares for the purposes of basic earnings per share	466,901,246	462,238,413
對普通股造成之 潛在攤薄影響： 購股權	Effect of dilutive potential ordinary shares: Options	1,311,060	4,127,404
計算每股攤薄盈利 之普通股加權平均數	Weighted average number of ordinary shares for the purposes of diluted earnings per share	468,212,306	466,365,817

Notes to the Financial Statements

財務報表附註

截至二零零一年十二月三十一日止年度
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十五、投資物業

15. INVESTMENT PROPERTIES

本集團	The Group	港幣千元 HK\$'000
按評估值	At valuation	
於二零零一年一月一日	At 1st January, 2001	24,868
重估虧絀	Deficit on revaluation	(2,248)
於二零零一年十二月三十一日	At 31st December, 2001	22,620

本集團之投資物業由獨立專業估值師第一太平戴維斯(香港)有限公司於二零零一年十二月三十一日按公開市值為基準進行重估。重估產生之虧絀為港幣2,248,000元(二零零零年：港幣21,515,000元)已於收益表中扣除。

有關投資物業乃位於香港，並以中期租約持有。

The investment properties of the Group were revalued at 31st December, 2001 on an open market value basis by FPD Savills (Hong Kong) Limited, an independent professional valuer. The deficit arising on revaluation of HK\$2,248,000 (2000: HK\$21,515,000) has been charged to the income statement.

The investment properties are situated in Hong Kong and are held under medium-term leases.

Notes to the Financial Statements

財務報表附註

截至二零零一年十二月三十一日止年度
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十六、物業、廠房及設備

16. PROPERTY, PLANT AND EQUIPMENT

本集團

The Group

		在香港		在中國	廠房、 機器及設備	傢俬及 裝置	汽車	總額
		在香港以長期 租約持有之 土地及樓宇	以中期 租約持有之 土地及樓宇	以中期 租約持有之 土地及樓宇				
		Long-term leasehold land and buildings in Hong Kong	Medium-term leasehold land and buildings in Hong Kong	Medium-term leasehold land and buildings in PRC	Plant, machinery and equipment	Furniture and fixtures	Motor vehicles	Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
成本值	Cost							
於二零零一年一月一日	At 1st January, 2001	2,806	217,017	10,608	505,323	132,549	10,039	878,342
增添	Additions	—	—	—	14,724	3,079	2,610	20,413
出售／撇銷	Disposals/written off	—	—	—	(4,577)	(2,878)	(4,656)	(12,111)
外匯調整	Exchange adjustment	—	—	—	19	(164)	117	(28)
於二零零一年 十二月三十一日	At 31st December, 2001	2,806	217,017	10,608	515,489	132,586	8,110	886,616
累積折舊、攤銷 及減值虧損	Accumulated depreciation, amortisation and impairment loss							
於二零零一年一月一日	At 1st January, 2001	179	44,950	—	321,247	92,788	6,608	465,772
本年度折舊及攤銷	Charge for the year	36	4,555	494	61,324	4,644	1,546	72,599
減值虧損	Impairment loss	—	4,000	3,345	—	—	—	7,345
出售／撇銷之對銷	Eliminated on disposals/ written off	—	—	—	(1,785)	(2,318)	(3,335)	(7,438)
外匯調整	Exchange adjustment	—	1	—	(152)	(8)	17	(142)
於二零零一年 十二月三十一日	At 31st December, 2001	215	53,506	3,839	380,634	95,106	4,836	538,136
賬面淨值	Net book values							
於二零零一年 十二月三十一日	At 31st December, 2001	2,591	163,511	6,769	134,855	37,480	3,274	348,480
於二零零零年 十二月三十一日	At 31st December, 2000	2,627	172,067	10,608	184,076	39,761	3,431	412,570

Notes to the Financial Statements

財務報表附註

截至二零零一年十二月三十一日止年度
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十六、物業、廠房及設備－續

16. PROPERTY, PLANT AND EQUIPMENT - Continued

本公司	The Company	汽車 Motor vehicle 港幣千元 HK\$'000	傢俬及裝置 Furniture and fixtures 港幣千元 HK\$'000	總額 Total 港幣千元 HK\$'000
成本值	Cost			
於二零零一年一月一日	At 1st January, 2001	1,311	86	1,397
添置	Disposals	(1,311)	—	(1,311)
於二零零一年十二月三十一日	At 31st December, 2001	—	86	86
累積折舊	Accumulated depreciation			
於二零零一年一月一日	At 1st January, 2001	136	86	222
出售時撥回	Written back on disposals	(136)	—	(136)
於二零零一年十二月三十一日	At 31st December, 2001	—	86	86
賬面淨值	Net book values			
於二零零一年十二月三十一日	At 31st December, 2001	—	—	—
於二零零零年十二月三十一日	At 31st December, 2000	1,175	—	1,175

十七、於附屬公司之權益

17. INTERESTS IN SUBSIDIARIES

本公司	The Company	2001 港幣千元 HK\$'000	2000 港幣千元 HK\$'000
非上市股份，成本值	Unlisted shares, at cost		
— 香港以外	— Other than Hong Kong	619,928	619,928
— 香港	— Hong Kong	1	1
		619,929	619,929
附屬公司之欠款	Amounts due from subsidiaries	363,244	172,591
		983,173	792,520

附屬公司之欠款為無抵押及免息。董事認為，並無任何部分須於一年內償還，因此將欠款歸類入非流動資產。

The amounts due from subsidiaries are unsecured and interest free. In the opinion of the directors, no part will be repayable within one year and accordingly, the amounts are grouped as non-current assets.

Notes to the Financial Statements

財務報表附註

截至二零零一年十二月三十一日止年度
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十七、於附屬公司之權益－續

於二零零一年十二月三十一日主要附屬公司之詳情如下：

17. INTERESTS IN SUBSIDIARIES - Continued

Details of the principal subsidiaries as at 31st December, 2001 are set out as follows:

公司名稱 Name of company	註冊成立/ 營業地點 Place of incorporation/ operation	所持之已 繳足已發行 普通股本 Paid up issued ordinary share capital	持有之 已發行股本面值比例 Proportion of nominal value of issued capital held		主要業務 Principal activities
			直接 Directly	間接 Indirectly	
			%	%	
邦緯有限公司 Bondwise Limited	香港 Hong Kong	港幣 2 元 HK\$2	—	100	投資控股 Investment holding
Catel (B.V.I.) Limited	英屬處女群島 British Virgin Islands	港幣 110 元 HK\$110	100	—	投資控股 Investment holding
Luckyweal Company Limited	香港 Hong Kong	港幣 2 元 HK\$2	—	100	物業投資 Property investment
時順工業有限公司 Season Industries Limited	香港 Hong Kong	港幣 1,000,000 元 HK\$1,000,000	—	100	製造塑膠注模 Plastic injection mould cases manufacture
Siu Wai Industrial Limited	香港/中國 Hong Kong/ PRC	港幣 2 元 HK\$2	—	100	製造電子產品 Electronic products manufacture
Wapdon Company Limited	香港 Hong Kong	港幣 2 元 HK\$2	—	100	投資控股 Investment holding
Wong - CMAC Mexico, S.A. de C.V.	墨西哥 Mexico	50,000 墨西哥比索 \$50,000 Mexican pesos	—	51.49	製造電子產品 Electronic products manufacture

Notes to the Financial Statements

財務報表附註

截至二零零一年十二月三十一日止年度
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十七、於附屬公司之權益—續

17. INTERESTS IN SUBSIDIARIES - Continued

公司名稱 Name of company	註冊成立/ 營業地點 Place of incorporation/ operation	所持之已 繳足已發行 普通股 Paid up issued ordinary share capital	持有之 已發行股本面值比例 Proportion of nominal value of issued capital held		主要業務 Principal activities
			直接 Directly	間接 Indirectly	
			%	%	
Wong's Circuits (Holdings) Ltd.*	新加坡 Singapore	坡幣 83,500,000 元 S\$83,500,000	—	100	投資控股 Investment holding
王氏電子有限公司 Wong's Electronics Co., Limited	香港 Hong Kong	港幣 1,000,000 元 HK\$1,000,000	—	100	製造電子產品 Electronic products manufacture
王氏工業(集團)有限公司 Wong's Industrial (Holdings) Limited	香港 Hong Kong	港幣 500 元 HK\$500	—	100	投資控股 Investment holding
Wong's International Japan, Inc.	日本 Japan	20,000,000 日圓 JPY20,000,000	100	—	銷售及市場拓展 Sales and marketing
Wong's International (USA) Corporation*	美國 United States of America	10,000 美元 US\$10,000	—	100	市場拓展 Marketing

* 由其他核數師審核之公司

* Companies audited by other auditors

全部附屬公司於年結時或年度內任何時間均無任何債務資本。

None of the subsidiaries had any debt capital subsisting at the end of the year or at any time during the year.

董事認為，完整載列有關附屬公司之詳情將過份冗長，因此上表僅載列主要對本集團業績或資產淨值有重要影響之附屬公司詳情。

In the opinion of the directors, a complete list of the particulars of subsidiaries will be of excessive length and therefore the above list contains only the particulars of those subsidiaries which principally affect the results or net assets of the Group.

Notes to the Financial Statements

財務報表附註

截至二零零一年十二月三十一日止年度
For the year ended 31st December, 2001

十八、於聯營公司之權益

本集團

應佔資產淨值
減除撥備後應收聯營公司款項

聯營公司之欠款為無抵押。董事認為，並無任何部分須於一年內償還，因此將欠款歸類入非流動資產。

一間聯營公司之欠款餘額港幣74,755,000元乃按商業息率計算利息(二零零零年：欠款餘額港幣70,004,000元按商業息率計算利息)。並無向其他聯營公司之欠款餘額收取利息。

於二零零一年十二月三十一日主要聯營公司之詳情載列如下：

公司名稱 Name of company	業務 架構形式 Form of business structure	註冊成立/ 營業地點 Place of incorporation/ operation	所持 股份類別 Class of share held	所持實際 股權百分比 Effective percentage of equity held	主要業務 Principal activities
Ming Dragon Limited*	註冊成立 Incorporated	香港 Hong Kong	普通 Ordinary	42.5	物業投資 Property investment
王氏地產發展有限公司 Wong's Properties Limited	註冊成立 Incorporated	香港 Hong Kong	普通 Ordinary	50	物業投資 Property investment

* 由其他核數師審核之公司

董事認為，完整載列有關聯營公司之詳情將過份冗長，因此上表僅載列主要對本集團業績或資產淨值有重要影響之聯營公司詳情。

18. INTERESTS IN ASSOCIATES

The Group

Share of net assets
Amount due therefrom,
less provision

The amounts due from associates are unsecured. In the opinion of the directors, no part will be repayable within one year and accordingly, the amounts are grouped as non-current assets.

Interest was charged at the commercial rate on the outstanding balance due from an associate of HK\$74,755,000 (2000: interest was charged at the commercial rate on the outstanding balance of HK\$70,004,000). No interest was charged on the remaining outstanding balances due from other associates.

Details of the principal associates as at 31st December, 2001 are as follows:

2001 港幣千元 HK\$'000	2000 港幣千元 HK\$'000
24,887	9,626
262,348	374,837
287,235	384,463

* Company audited by other auditors

In the opinion of the directors, a complete list of the particulars of associates will be of excessive length and therefore the above list contains only the particulars of those associates which principally affect the results or net assets of the Group.

Notes to the Financial Statements

財務報表附註

截至二零零一年十二月三十一日止年度
For the year ended 31st December, 2001

十九、證券投資

19. INVESTMENTS IN SECURITIES

本集團	The Group	證券投資		其他投資		總額	
		Investment securities		Other investments		Total	
		2001	2000	2001	2000	2001	2000
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
股本證券：	Equity securities:						
於香港以外地區上市	Listed outside						
	Hong Kong	216	1,440	—	—	216	1,440
於香港上市	Listed in						
	Hong Kong	—	—	6,210	7,277	6,210	7,277
		216	1,440	6,210	7,277	6,426	8,717
上市證券市值	Market value of listed securities						
於香港以外地區	Outside Hong Kong	216	979	—	—	216	979
於香港	In Hong Kong	—	—	6,210	7,277	6,210	7,277
為申報而分析之賬面金額：	Carrying amount analysed for reporting purposes as:						
流動	Current	—	—	6,210	7,277	6,210	7,277
非流動	Non-current	216	1,440	—	—	216	1,440
		216	1,440	6,210	7,277	6,426	8,717

Notes to the Financial Statements

財務報表附註

截至二零零一年十二月三十一日止年度
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十九、證券投資－續

本公司

		其他投資 Other investments	
		2001 港幣千元 HK\$'000	2000 港幣千元 HK\$'000
股本證券：	Equity securities:		
於香港上市	Listed in Hong Kong	6,210	7,277
上市證券之市值	Market value of listed securities	<u>6,210</u>	<u>7,277</u>

二十、存貨

20. INVENTORIES

		本集團 The Group	
		2001 港幣千元 HK\$'000	2000 港幣千元 HK\$'000
原料	Raw materials	144,330	382,432
在製品	Work in progress	16,040	40,097
製成品	Finished goods	35,341	45,867
		<u>195,711</u>	<u>468,396</u>

存貨以成本列賬。

The inventories are stated at cost.

二十一、應收一間有關連公司款項

本集團

應收Wong's Circuits (HK) Limited (王忠楹先生為該公司董事)之款項為無抵押、免息及無固定還款期。

21. AMOUNT DUE FROM A RELATED COMPANY

The Group

The amount is due from Wong's Circuits (HK) Limited in which Mr. Wong Chung Ah, Johnny is a director. It is unsecured, interest free and has no fixed terms of repayment.

Notes to the Financial Statements

財務報表附註

截至二零零一年十二月三十一日止年度
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二十二、貿易及其他應收賬款

本集團平均給予其貿易顧客60日之賒賬期。

以下為應收貿易賬款於申報日期之賬齡分析：

22. TRADE AND OTHER RECEIVABLES

The Group allows an average credit period of 60 days to its trade customers.

The following is an aged analysis of trade receivables at the reporting date:

		本集團 The Group	
		2001 港幣千元 HK\$'000	2000 港幣千元 HK\$'000
應收貿易賬款	Trade receivables		
0至60日	0 — 60 days	207,708	311,984
61至90日	61 — 90 days	4,249	6,024
超過90日	Over 90 days	1,039	90,074
		212,996	408,082
其他應收賬款	Other receivables	73,534	177,655
		286,530	585,737

Notes to the Financial Statements

財務報表附註

截至二零零一年十二月三十一日止年度
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二十三、貿易及其他應付賬款

以下為貿易應付賬款於申報日期之賬齡分析：

23. TRADE AND OTHER PAYABLES

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

		本集團 The Group	
		2001 港幣千元 HK\$'000	2000 港幣千元 HK\$'000
應付貿易賬款	Trade payables		
0至60日	0 — 60 days	200,134	447,240
61至90日	61 — 90 days	10,494	92,728
超過90日	over 90 days	54,349	12,240
		264,977	552,208
其他應付賬款	Other payables	147,208	155,958
		412,185	708,166

二十四、銀行貸款

24. BANK LOANS

		本集團 The Group	
		2001 港幣千元 HK\$'000	2000 港幣千元 HK\$'000
有抵押銀行貸款償還期：	Secured bank loans		
— 一年	repayable within a period of: — one year	14,147	7,647
— 超過一年但不足五年	— more than one year but within two years	36,039	25,561
		50,186	33,208
減：列於流動負債下之金額	Less: Amount shown under current liabilities	(14,147)	(7,647)
列於非流動負債下之金額	Amount shown under non-current liabilities	36,039	25,561

Notes to the Financial Statements

財務報表附註

截至二零零一年十二月三十一日止年度
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二十五、遞延稅項

25. DEFERRED TAXATION

本集團	The Group	2001 港幣千元 HK\$'000	2000 港幣千元 HK\$'000
於一月一日之結存	Balance at 1st January	2,872	32,980
於出售附屬公司時撇銷	Eliminated on disposal of subsidiaries	—	(23,535)
年內變動(附註十二)	Movement during the year (note 12)	369	(6,573)
於十二月三十一日之結餘	Balance at 31st December	3,241	2,872
源自：	Arising from:		
加速折舊免稅額	Accelerated depreciation allowances	3,241	3,211
其他	Others	—	(339)
		3,241	2,872

並無於本年度或結算日產生之重大未撥備遞延稅項。

There were no significant unprovided deferred taxation arising during the year or at the balance sheet date.

本公司

於結算日，本公司並無重大未撥備遞延稅項。

The Company

The Company had no significant unprovided deferred taxation at the balance sheet date.

Notes to the Financial Statements

財務報表附註

截至二零零一年十二月三十一日止年度
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二十六、股本

26. SHARE CAPITAL

		每股面值港幣 0.10元之股份數目 Number of shares of HK\$0.10 each	港幣千元 HK\$'000
法定股本：	Authorised:		
於二零零一年一月一日及 二零零一年十二月三十一日	At 1st January, 2001 and 31st December, 2001	700,000,000	70,000
已發行及繳足股本：	Issued and fully paid:		
於二零零零年一月一日	At 1st January, 2000	456,935,294	45,693
因行使僱員購股權而發行	Issued on exercise of employee share options	10,414,500	1,042
於年內購回	Repurchased during the year	(1,000,000)	(100)
於二零零零年十二月三十一日及 二零零一年一月一日	At 31st December, 2000 and 1st January, 2001	466,349,794	46,635
因行使僱員購股權而發行	Issued on exercise of employee share options	1,172,000	117
於年內購回	Repurchased during the year	(600,000)	(60)
於二零零一年十二月三十一日	At 31st December, 2001	466,921,794	46,692

年內，本公司透過聯交所購回其本身之股份如下：

During the year, the Company repurchased its own shares through the Stock Exchange as follows:

購回月份 Month of repurchase	購回股份數目 Number of shares repurchased	每股購回價格 Repurchase price per share		已付總代價 (包括開支) Aggregate consideration paid (including expenses) 港幣千元 HK\$'000
		最高 Highest 港幣 HK\$	最低 Lowest 港幣 HK\$	
二零零一年八月 August 2001	600,000	2.900	2.775	1,710

上述股份已於購回後註銷。

The above shares were cancelled upon repurchase.

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二十七、僱員購股權計劃

於本年度內行使及失效之購股權及於二零零一年十二月三十一日尚未行使之購股權詳情如下：

27. EMPLOYEE SHARE OPTION SCHEME

Particulars of the share options exercised and lapsed during the year and outstanding as at 31st December, 2001 are as follows:

		可發行 股份數目 Number of shares issuable
於二零零零年一月一日結餘	Balance at 1st January, 2000	17,697,500
於年內行使	Exercised during the year	(10,414,500)
於年內失效	Lapsed during the year	(3,011,000)
於二零零零年十二月三十一日 及二零零一年一月一日結餘	Balance at 31st December, 2000 and 1st January, 2001	4,272,000
於年內行使	Exercised during the year	(1,172,000)
於年內失效	Lapsed during the year	(3,030,000)
於年內註銷	Cancelled during the year	(70,000)
於二零零一年十二月三十一日結餘	Balance at 31st December, 2001	—

於二零零零年十二月三十一日，根據購股權計劃條款，購股權可於下列期限內行使：

According to the terms of the share option scheme, share options as at 31st December, 2000 were exercisable within the following periods:

授出日期 Date of grant	可發行 股份數目 Number of shares issuable	每股行使價 Exercise price per share 港元 HK\$	行使期限 Exercisable period
一九九七年八月一日 1st August, 1997	550,000	2.430	一九九八年八月一日至 二零零一年七月三十一日 1st August, 1998 to 31st July, 2001
一九九七年十二月四日 4th December, 1997	3,652,000	1.544	一九九八年十二月四日至 二零零一年十二月三日 4th December, 1998 to 3rd December, 2001
一九九八年二月十一日 11th February, 1998	70,000	1.351	一九九九年二月十一日至 二零零二年二月十日 11th February, 1999 to 10th February, 2002

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二十八、儲備

28. RESERVES

本集團

The Group

		資本 購回儲備							
		股本溢價	資本 贖回儲備	實繳盈餘	資本儲備	股息儲備	滙兌儲備	滾存溢利	
		Share premium	Capital redemption reserve	Contributed surplus	Capital reserve	Dividend reserve	Translation reserve	Retained profits	總額
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
		HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000
於二零零零年一月一日	At 1st January, 2000								
— 原先所列	— as originally stated	136,684	185	331,559	706	—	(10,544)	885,874	1,346,464
— 去年調整(附註二)	— prior year adjustment (note 2)	—	—	—	—	27,541	—	—	27,541
經重列	As restated	138,684	185	331,559	706	27,541	(10,544)	885,874	1,374,005
行使購股權	Exercise of share options	12,587	—	—	—	—	—	—	12,587
購回股份之溢價	Premium on repurchase of shares	(2,450)	—	—	—	—	—	—	(2,450)
於購回股份時轉撥	Transfer upon repurchase of shares	—	100	—	—	—	—	(100)	—
年內純利	Net profit for the year	—	—	—	—	—	—	822,404	822,404
撥出之股息(附註十三)	Dividends set aside (note 13)	—	—	—	—	93,598	—	(93,598)	—
已付股息	Dividends paid								
— 一九九九年末期股息	— for 1999 final dividend	—	—	—	—	(27,541)	—	—	(27,541)
— 二零零零年中期股息 及撥備不足	— for 2000 interim dividend and under-provision	—	—	—	—	(37,553)	—	—	(37,553)
外滙差額	Exchange difference	—	—	—	—	—	(44,831)	—	(44,831)
於二零零零年十二月三十一日 及二零零一年一月一日	At 31st December, 2000 and 1st January, 2001	148,821	285	331,559	706	56,045	(55,375)	1,614,580	2,096,621
行使購股權	Exercise of share options	1,693	—	—	—	—	—	—	1,693
購回股份之溢價	Premium on repurchase of shares	(1,650)	—	—	—	—	—	—	(1,650)
於購回股份時轉撥	Transfer upon repurchase of shares	—	60	—	—	—	—	(60)	—
年內純利	Net profit for the year	—	—	—	—	—	—	90,034	90,034
撥出之股息(附註十三)	Dividends set aside (note 13)	—	—	—	—	247,487	—	(247,487)	—
已付股息	Dividends paid								
— 二零零零年末期股息	— for 2000 final dividend	—	—	—	—	(56,045)	—	—	(56,045)
— 二零零一年中期股息 及撥備不足	— for 2001 interim dividend and under-provision	—	—	—	—	(14,027)	—	—	(14,027)
外滙差額	Exchange difference	—	—	—	—	—	(13,346)	—	(13,346)
於二零零一年十二月三十一日	At 31st December, 2001	148,864	345	331,559	706	233,460	(68,721)	1,457,067	2,103,280
以下公司應佔：	Attributable to:								
本公司及附屬公司	The Company and subsidiaries	148,864	345	331,559	706	233,460	(66,118)	1,444,899	2,093,715
聯營公司	Associates	—	—	—	—	—	(2,603)	12,168	9,565
於二零零一年十二月三十一日	At 31st December, 2001	148,864	345	331,559	706	233,460	(68,721)	1,457,067	2,103,280

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二十八、儲備—續

28. RESERVES - Continued

本公司	The Company	資本					總額
		股本溢價	購回儲備	實繳盈餘	股息儲備	滾存溢利	
		Share premium	Capital redemption reserve	Contributed surplus	Dividend reserve	Retained profits	Total
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
於二零零零年一月一日	At 1st January, 2000						
— 原先所列	— as originally stated	138,684	185	522,566	—	52,506	713,941
— 去年調整(附註二)	— prior year adjustment (note 2)	—	—	—	27,541	—	27,541
經重列	As restated	138,684	185	522,566	27,541	52,506	741,482
行使購股權	Exercise of share options	12,587	—	—	—	—	12,587
購回股份之溢價	Premium on repurchase of shares	(2,450)	—	—	—	—	(2,450)
於購回股份時轉撥	Transfer upon repurchase of shares	—	100	—	—	(100)	—
年內純利	Net profit for the year	—	—	—	—	65,803	65,803
撥出之股息(附註十三)	Dividends set aside (note 13)	—	—	—	93,598	(93,598)	—
已付股息	Dividends paid						
— 一九九九年末期股息	— for 1999 final dividend	—	—	—	(27,541)	—	(27,541)
— 二零零零年中期股息	— for 2000 interim dividend	—	—	—	—	—	—
及撥備不足	and under-provision	—	—	—	(37,553)	—	(37,553)
於二零零零年十二月三十一日	At 31st December, 2000						
及二零零一年一月一日	and 1st January, 2001	148,821	285	522,566	56,045	24,611	752,328
行使購股權	Exercise of share options	1,693	—	—	—	—	1,693
購回股份之溢價	Premium on repurchase of shares	(1,650)	—	—	—	—	(1,650)
於購回股份時轉撥	Transfer upon repurchase of shares	—	60	—	—	(60)	—
年內純利	Net profit for the year	—	—	—	—	248,651	248,651
撥出之股息(附註十三)	Dividends set aside (note 13)	—	—	—	247,487	(247,487)	—
已付股息	Dividends paid						
— 二零零零年末期股息	— for 2000 final dividend	—	—	—	(56,045)	—	(56,045)
— 二零零一年中期股息	— for 2001 interim dividend	—	—	—	—	—	—
及撥備不足	and under-provision	—	—	—	(14,027)	—	(14,027)
於二零零一年十二月三十一日	At 31st December, 2001	148,864	345	522,566	233,460	25,715	930,950

二十八、儲備—續

於結算日可供分派予股東之儲備(按百慕達公司法及本公司之公司細則所規定計算)為港幣548,281,000元(二零零零年:港幣547,177,000元)。此外本公司之股本溢價可以繳足紅股方式派發。

本集團之實繳盈餘指所收購附屬公司股份之面值與本集團於一九九零年進行集團重組之時因收購事項而發行之本公司股份之面值兩者間之差額。

本公司之實繳盈餘指本公司所收購附屬公司之有關淨資產之面值與本集團於一九九零年進行集團重組之時因收購事項而發行之本公司股份之面值兩者間之差額。

二十九、資產抵押

本集團

於結算日,本集團將其賬面淨值總額分別約港幣156,000,000元(二零零零年:港幣184,000,000元)及港幣246,000,000元(二零零零年:港幣221,000,000元)之位於香港之若干土地及樓宇、廠房、機械及設備,和一間聯營公司之權益作抵押,為本集團及一間聯營公司分別取得約港幣628,000,000元(二零零零年:港幣611,000,000元)及港幣41,000,000元(二零零零年:港幣66,000,000元)之銀行融資。

28. RESERVES - Continued

The reserves of the Company available for distribution to the shareholders, as calculated under the Companies Act of Bermuda and the Bye-laws of the Company, as at the balance sheet date amounted to HK\$548,281,000 (2000: HK\$547,177,000). In addition, the Company's share premium may be distributed in the form of fully-paid bonus shares.

The contributed surplus of the Group represents the difference between the nominal value of shares of the acquired subsidiaries and the nominal value of the Company's shares issued for the acquisition at the time of the Group reorganisation in 1990.

The contributed surplus of the Company represents the difference between the book values of the underlying net assets of the subsidiaries acquired by the Company, and the nominal value of the Company's shares issued for the acquisition at the time of the Group reorganisation in 1990.

29. PLEDGE OF ASSETS

The Group

At the balance sheet date, certain of the Group's land and buildings, plant, machinery and equipment in Hong Kong and interests in an associate with an aggregate net book value of approximately HK\$156 million (2000: HK\$184 million) and HK\$246 million (2000: HK\$221 million) respectively were pledged to secure banking facilities granted to the Group and an associate to the extent of approximately HK\$628 million (2000: HK\$611 million) and HK\$41 million (2000: HK\$66 million) respectively.

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三十、承擔及或然負債

於結算日沒有包括在財務報表內之承擔及或然負債如下：

30. COMMITMENTS AND CONTINGENT LIABILITIES

At the balance sheet date, there were commitments and contingent liabilities, so far as not provided for in the financial statements, in respect of:

		本集團		本公司	
		The Group		The Company	
		2001	2000	2001	2000
		港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
(甲) 購買物業、 廠房及設備 之資本承擔：	(a) Capital commitments in respect of acquisition of property, plant and equipment:				
— 已訂約但 未於財務 報表撥備	— contracted for but not provided in the financial statements	167	22,857	—	—
— 已授權但 未訂約	— authorised but not contracted for	1,809	—	—	—
		1,976	22,857	—	—
(乙) 根據不可撤銷 之土地及樓 宇經營租賃 所須履行之 日後最低 租金款項 承擔於下列 年期屆滿：	(b) Operating lease commitments for future minimum lease payments under non-cancellable operating leases in respect of land and buildings which fall due as follows:				
一年內	Within one year	7,169	8,003	—	—
第二至第五年 (包括首尾 兩年)	In the second to fifth year inclusive	21,948	27,503	—	—
五年後	Over five years	7,637	15,299	—	—
		36,754	50,805	—	—

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三十、承擔及或然負債 – 續

30. COMMITMENTS AND CONTINGENT LIABILITIES - Continued

		本集團 The Group		本公司 The Company	
		2001 港幣千元 HK\$'000	2000 港幣千元 HK\$'000	2001 港幣千元 HK\$'000	2000 港幣千元 HK\$'000
(丙) 與租客訂約 之日後最低 租金款項： 一年內 第二至第五年 (包括首尾 兩年)	(c) Future minimum lease payments contracted with tenants: Within one year In the second to fifth year inclusive	575	—	—	—
		1,007	—	—	—
		1,582	—	—	—
(丁) 或然負債	(d) Contingent liabilities				
就由以下公司 動用之貸款 及銀行融資 向銀行作出 擔保：	Guarantees given to banks in respect of loans and banking facilities utilised by:				
— 附屬公司	— subsidiaries	—	—	356,400	559,419
— 一間聯營 公司	— an associate	51,500	40,600	51,500	40,600
		51,500	40,600	407,900	600,019

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三十一、關連人士交易

(甲) 於本年內，本集團與其聯營公司進行以下交易：

收取聯營公司利息收入

一間聯營公司之欠款餘額港幣74,755,000元(二零零零年：港幣70,004,000元)乃按商業息率計算利息(二零零零年：按商業息率計算利息)。並無向其他聯營公司之欠款餘額收取利息。

聯營公司欠款是無抵押及無固定還款期。

於年終聯營公司欠款，減撥備

(乙) 本公司向銀行提供公司擔保及本集團以聯營公司之投資作抵押，為其取得若干銀行融資。

聯營公司之投資作抵押及公司擔保之詳情分別載於附註二十九及三十。

31. RELATED PARTY TRANSACTIONS

(a) During the year, the Group entered into the following transactions with its associate:

	2001 港幣千元 HK\$'000	2000 港幣千元 HK\$'000
Interest income received therefrom	<u>6,382</u>	<u>6,293</u>

Interest was charged at the commercial rate (2000: at the commercial rate) on the outstanding balance due from an associate amounting to HK\$74,755,000 (2000: HK\$70,004,000). No interest was charged on the remaining outstanding balances due from other associates.

The amounts owed by associates are unsecured and have no fixed terms of repayment.

	2001 港幣千元 HK\$'000	2000 港幣千元 HK\$'000
Amount owed by associates, less provision at end of the year	<u>262,348</u>	<u>374,837</u>

(b) The Company provided a corporate guarantee and the Group pledged its investment in an associate in favour of a bank to secure certain banking facilities granted thereto.

Details of the pledge of investment in an associate and the corporate guarantee are disclosed in notes 29 and 30 respectively.

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三十一、關連人士交易－續

(丙) 本集團與其有關連公司訂立下列交易。交易以本公司董事釐定之估計市價進行。

31. RELATED PARTY TRANSACTIONS - Continued

(c) The Group has entered into the following transactions with its related companies. The transactions were carried out at estimated market prices determined by the Company's directors.

交易性質	Nature of transactions	2001	2000
		港幣千元 HK\$'000	港幣千元 HK\$'000
購入貨品	Purchased goods	22,258	12,005
已付管理費	Paid management fee	161	—
已收佣金收入	Received commission income	837	—
已收市場推廣服務收入	Received marketing service income	1,404	—
已收租金收入	Received rental income	245	—