



深華(2002)股審字033號

Shen Hua (2002) Gu Shen Zi No. 033

南京熊貓電子股份有限公司全體股東：

To the Shareholders of Nanjing Panda Electronics Company Limited,

我所接受委託，審計了 貴公司及其子公司和聯營公司(以下簡稱「貴公司」)二零零一年十二月三十一日的合併及公司資產負債表及二零零一年度合併及公司利潤及利潤分配表和合併及公司現金流量表。這些會計報表由 貴公司負責，我們的責任是對這些會計報表發表審計意見，我們的審計是依據《中國註冊會計師獨立審計準則》進行的。在審計過程中，我們結合 貴公司實際情況，實施了包括抽查會計記錄、審核有關憑證等我們認為必要的審計程序。

We have accepted the appointment to audit the Company's and its subsidiaries and associated companies' (the "Company") and the consolidated balance sheets as at 31 December 2001 for the Company, the Company's and the consolidated profit (loss) statements, profit appropriation statement and statements of cash flow for 2001. The responsibility of these financial statements will be the Company's. Our responsibility will be limited to the expression of opinion for these financial statements. Our audit was conducted in accordance with the Regulations Governing Auditing and Attesting Financial Statements by Certified Public Accountants in the People's Republic of China. In carrying out our audit, we have considered the actual situation of the Company to execute audit processes we consider necessary, including examination of accounting records.

我們認為，上述會計報表符合中華人民共和國《企業會計準則》、《企業會計制度》和國家其他有關財務會計法規的規定，在所有重大方面公允地反映了 貴公司二零零一年十二月三十一日的財務狀況及二零零一年度的經營成果和現金流量的變化，會計處理方法的選用遵循了一貫性原則。

In our opinion, the above financial statements are prepared in accordance with the "Accounting Standards of the People's Republic of China for Enterprises", "Accounting Regulations of the People's Republic of China for Enterprises" and relevant financial accounting regulations and rules required by the government, give a fair view generally on the financial position of the Company as at 31 December 2001 and the consolidated results and cash flow of the Company for 2001. The accounting policies in the financial statements for the year are complied with the principle of consistency.

深圳大華天誠會計師事務所

中國註冊會計師 **李秉心**

Shenzhen Dahua Tiancheng Certified Public Accountants

Registered CPA, the PRC **Li Bing Xin**

中國深圳

中國註冊會計師 **故春元**

Shenzhen, PRC

Registered CPA, the PRC **Gu Chun Yuan**

報告簽發日：二零零二年三月十九日

Date of Completion of Report : 19 March 2002

外勤結束日：二零零二年三月七日

Date of Completion of Job : 7 March 2002



資產負債表 Balance Sheet

(按中國會計準則及制度編製) (於二零零一年十二月三十一日)

(prepared in accordance with the PRC Accounting Rules and Regulations) (As at 31 December 2001)

| 資產類 Assets | 註釋 Note | 二零零一年十二月三十一日 31.12.2001 | | 二零零零年十二月三十一日 31.12.2000 | | |
|---------------|---|-----------------------------------|------------------------------|-----------------------------------|------------------------------|------------------|
| | | 合併 Consolidated 人民幣元 RMB | 公司 Company 人民幣元 RMB | 合併 Consolidated 人民幣元 RMB | 公司 Company 人民幣元 RMB | |
| 流動資產： | Current assets: | | | | | |
| 貨幣資金 | Cash and bank balances | 1 | 165,070,274.80 | 60,575,769.66 | 402,777,088.94 | 247,756,420.60 |
| 短期投資 | Short term investment | 2 | 171,718,408.21 | 104,999,206.00 | 120,987,125.95 | 120,000,000.00 |
| 應收票據 | Bills receivable | 3 | 78,557,872.40 | 75,100,000.00 | 3,615,768.55 | — |
| 應收股利 | Dividends receivable | 4 | 3,500,295.45 | 4,511,562.69 | 7,439,514.89 | 7,439,514.89 |
| 應收賬款 | Accounts receivable | 5 | 127,647,982.33 | 21,953,922.81 | 134,991,156.36 | 7,235,274.22 |
| 其他應收款 | Other receivables | 6 | 63,658,562.97 | 89,569,171.25 | 251,796,120.31 | 238,564,291.14 |
| 預付賬款 | Prepayments | 7 | 59,283,490.74 | 45,773,040.72 | 162,393,499.36 | 144,050,782.67 |
| 存貨 | Stocks | 8 | 106,836,518.13 | 19,295,047.24 | 165,110,321.28 | 27,690,592.15 |
| 待攤費用 | Deferred expenses | 9 | 1,046,411.99 | 79,360.00 | 14,386,990.24 | 504,420.29 |
| 待處理流動資產淨損失 | Net loss on deferred handling of current assets | | — | — | 37,348.13 | — |
| 流動資產合計 | Total current assets | | 777,319,817.02 | 421,857,080.37 | 1,263,534,934.01 | 793,241,295.96 |
| 長期投資： | Long term investments: | | | | | |
| 長期股權投資 | Long term equity investments, net | 10 | 839,197,067.39 | 924,867,806.87 | 656,275,992.02 | 750,823,460.15 |
| 長期投資合計 | Total long term investments | | 839,197,067.39 | 924,867,806.87 | 656,275,992.02 | 750,823,460.15 |
| 固定資產： | Fixed assets: | | | | | |
| 固定資產原值 | Fixed assets, at cost | 11 | 542,312,620.58 | 406,610,403.60 | 546,200,466.40 | 419,054,184.88 |
| 減：累計折舊 | Less: accumulated depreciation | 11 | 176,433,170.61 | 111,789,856.56 | 162,722,116.85 | 105,021,119.80 |
| 固定資產淨值 | Fixed assets, net book value before provision for impairment loss | | 365,879,449.97 | 294,820,547.04 | 383,478,349.55 | 314,033,065.08 |
| 減：固定資產減值準備 | Less: provision for impairment loss | 11 | 26,039,845.70 | 25,686,089.54 | 28,072,492.05 | 28,072,492.05 |
| 固定資產淨額 | Fixed assets, net book value | | 339,839,604.27 | 269,134,457.50 | 355,405,857.50 | 285,960,573.03 |
| 在建工程 | Construction in progress | 12 | 5,094,155.00 | 5,000,000.00 | 4,950,679.23 | 3,000,000.00 |
| 固定資產清理 | Clearance of fixed asset | | — | — | — | — |
| 待處理固定資產淨損失 | Net loss on deferred handling of fixed assets | | — | — | 2,767.50 | — |
| 固定資產合計 | Total fixed assets | | 344,933,759.27 | 274,134,457.50 | 360,359,304.23 | 288,960,573.03 |
| 無形資產及其他資產 | Intangible and other assets | | | | | |
| 無形資產 | Intangible assets | 13 | 90,982,514.31 | 89,699,185.33 | 110,384,373.37 | 109,466,040.37 |
| 長期待攤費用 | Long term deferred expenses | 14 | 17,296,066.35 | 17,296,066.35 | 29,073,719.83 | 28,008,806.90 |
| 無形資產及其他資產合計 | Total intangible and other assets | | 108,278,580.66 | 106,995,251.68 | 139,458,093.20 | 137,474,847.27 |
| 資產總計 | Total assets | | 2,069,729,224.34 | 1,727,854,596.42 | 2,419,628,323.46 | 1,970,500,176.41 |

資產負債表 Balance Sheet



(按中國會計準則及制度編製) (於二零零一年十二月三十一日)

(prepared in accordance with the PRC Accounting Rules and Regulations) (As at 31 December 2001)

| | | 二零零一年十二月三十一日 31.12.2001 | | 二零零零年十二月三十一日 31.12.2000 | | |
|--|--|----------------------------|-----------------------------------|------------------------------|-----------------------------------|------------------------------|
| 負債和股東權益類 Liabilities and Shareholders' Equity | | 註釋 Note | 合併 Consolidated 人民幣元 RMB | 公司 Company 人民幣元 RMB | 合併 Consolidated 人民幣元 RMB | 公司 Company 人民幣元 RMB |
| 流動負債： | Total assets liabilities: | | | | | |
| 短期借款 | Short term loans | 15 | 708,570,000.00 | 588,100,000.00 | 533,430,000.00 | 404,100,000.00 |
| 應付票據 | Bills payable | 16 | 85,313,420.00 | 20,000,000.00 | 722,441,400.00 | 595,000,000.00 |
| 應付賬款 | Accounts payable | 17 | 66,221,625.63 | 12,593,951.64 | 125,799,715.23 | 15,953,646.13 |
| 預收賬款 | Receipts in advance | 18 | 24,441,673.49 | 1,342,237.00 | 18,985,082.92 | 564,574.65 |
| 應付工資 | Accrued salaries | | 2,460,749.06 | 1,547,000.35 | 1,779,930.62 | — |
| 應付福利費 | Staff welfare payable | 19 | 5,480,448.35 | 359,803.86 | 11,395,118.56 | 7,216,511.93 |
| 應交稅金 | Taxes payable | 20 | 63,869,150.54 | 59,203,365.69 | 64,895,489.10 | 56,941,050.47 |
| 其他應交款 | Sundry payables | | 7,526,421.00 | 7,262,293.88 | 5,405,287.17 | 4,927,095.35 |
| 其他應付款 | Other payables | 21 | 115,973,238.44 | 79,188,303.52 | 132,492,573.18 | 113,025,106.87 |
| 預提費用 | Accrued expenses | 22 | 9,370,658.90 | 6,448,432.70 | 7,050,502.28 | 4,951,078.27 |
| 流動負債合計 | Total current liabilities | | 1,089,227,385.41 | 776,045,388.64 | 1,623,675,099.06 | 1,202,679,063.67 |
| 長期負債： | Long term liabilities: | | | | | |
| 長期應付款 | Long term payables | | 18,000,000.00 | 18,000,000.00 | 14,176,785.10 | 14,176,785.10 |
| 長期負債合計 | Total long term liabilities | | 18,000,000.00 | 18,000,000.00 | 14,176,785.10 | 14,176,785.10 |
| 遞延稅項： | Deferred tax: | | | | | |
| 遞延稅款貸項 | Deferred tax loan | | 11,550.64 | 11,550.64 | 11,550.64 | 11,550.64 |
| 負債合計 | Total liabilities | | 1,107,238,936.05 | 794,056,939.28 | 1,637,863,434.80 | 1,216,867,399.41 |
| 少數股東權益 | Minority interests | | 23,413,198.88 | — | 22,185,377.81 | — |
| 股東權益： | Shareholders' equity | | | | | |
| 股本 | Share capital | 23 | 655,015,000.00 | 655,015,000.00 | 655,015,000.00 | 655,015,000.00 |
| 資本公積 | Capital reserve | 24 | 478,522,497.28 | 478,522,497.28 | 478,444,331.91 | 478,444,331.91 |
| 盈餘公積 | Surplus reserve | 25 | 188,137,542.53 | 188,137,542.53 | 188,137,542.53 | 188,137,542.53 |
| 其中：公益金 | Including: public welfare fund | | 38,425,804.72 | 38,425,804.72 | 38,425,804.72 | 38,425,804.72 |
| 未分配利潤 | Undistributed profits | 26 | (382,597,950.40) | (387,877,382.67) | (562,017,363.59) | (567,964,097.44) |
| 股東權益合計 | Total shareholders' equity | | 939,077,089.41 | 933,797,657.14 | 759,579,510.85 | 753,632,777.00 |
| 負債及股東權益總計 | Total liabilities and shareholders' equity | | 2,069,729,224.34 | 1,727,854,596.42 | 2,419,628,323.46 | 1,970,500,176.41 |

(所附註釋系會計報表的組成部分)

(The accompanying notes form an integral part for these financial statements.)



利潤及利潤分配表 Profit (Loss) Statement

(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(prepared in accordance with the PRC Accounting Rules and Regulations) (For the year ended 31 December 2001)

| 項目 | Items | 註釋 Note | 二零零一年 2001 | | 二零零零年 2000 | |
|---------------------------|--|------------|-----------------------------------|------------------------------|-----------------------------------|------------------------------|
| | | | 合併 Consolidated 人民幣元 RMB | 公司 Company 人民幣元 RMB | 合併 Consolidated 人民幣元 RMB | 公司 Company 人民幣元 RMB |
| 一、主營業務收入 | 1. Income from principal activities | 27 | 861,560,250.39 | 351,395,810.86 | 584,247,303.43 | 32,379,716.88 |
| 減：主營業務成本 主營業務稅金 及附加 | Less: principal operating cost principal business taxes and surcharges | 27 | 792,495,457.45 | 341,645,442.49 | 501,124,228.20 | 35,112,423.30 |
| | | | 680,246.39 | — | 1,257,726.20 | 143,154.44 |
| 二、主營業務利潤 | 2. Profit from principal activities | | 68,384,546.55 | 9,750,368.37 | 81,865,349.03 | (2,875,860.86) |
| 加：其他業務利潤 | Add: other operating profit | 28 | 15,527,475.76 | 14,528,478.60 | 8,644,329.16 | 1,236,960.71 |
| 減：營業費用 | Less: sales expenses | | 32,500,530.90 | 90,336.55 | 32,492,020.79 | 2,494,717.23 |
| 管理費用 | administrative expenses | 29 | 143,334,766.09 | 116,795,732.20 | 104,657,538.37 | 32,958,853.37 |
| 財務費用 | financial expenses | 30 | 44,791,135.38 | 34,390,828.13 | 35,220,890.54 | 25,795,455.30 |
| 三、營業利潤 | 3. Operating profit | | (136,714,410.06) | (126,998,049.91) | (81,860,771.51) | (62,887,926.05) |
| 加：投資收益 | Add: profit and loss from investment | 31 | 277,568,472.24 | 268,895,788.58 | 200,263,003.14 | 211,294,566.46 |
| 補貼收入 | subsidy income | | 938,590.00 | — | 255,824.62 | — |
| 營業外收入 | non-operating income | 32 | 42,193,836.75 | 41,907,186.44 | 3,359,081.43 | 3,146,401.74 |
| 減：營業外支出 | Less: non-operating expenses | 33 | 4,970,973.09 | 3,718,210.34 | 1,692,057.01 | 1,231,668.80 |
| 四、利潤總額 | 4. Total profit | | 179,015,515.84 | 180,086,714.77 | 120,325,080.67 | 150,321,373.35 |
| 減：所得稅 | Less: income tax | | 2,151,742.58 | — | 2,814,188.49 | — |
| 少數股東損益 | minority interests | | (2,555,639.93) | — | 2,161,848.10 | — |
| 五、淨利潤 | 5. Net profit | | 179,419,413.19 | 180,086,714.77 | 115,349,044.08 | 150,321,373.35 |
| 加：年初未分配利潤 | Add: undistributed profit from the beginning of the year | | (562,017,363.59) | (567,964,097.44) | (677,366,407.67) | (718,285,470.79) |
| 六、可供分配的利潤 | 6. Distributable profit | | (382,597,950.40) | (387,877,382.67) | (562,017,363.59) | (567,964,097.44) |
| 七、可供股東分配的利潤 | 7. Profit distributable to shareholders | | (382,597,950.40) | (387,877,382.67) | (562,017,363.59) | (567,964,097.44) |
| 八、未分配利潤 | 8. Undistributed profit | | (382,597,950.40) | (387,877,382.67) | (562,017,363.59) | (567,964,097.44) |

(所附註釋系會計報表的組成部分)

(The accompanying notes form an integral part for these financial statements.)

利潤及利潤分配表 Profit (Loss) Statement



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(prepared in accordance with the PRC Accounting Rules and Regulations) (For the year ended 31 December 2001)

補充資料：

| 項目 | Items | 二零零一年 2001 人民幣元 RMB | 二零零零年 2000 人民幣元 RMB | | |
|----|-------------------|------------------------------|--|----------------|---------------|
| 1. | 出售、處置部門或被投資單位所得收益 | 1. | Profit from sale and disposal of department or investment unit | (1,783,178.09) | 18,345,488.75 |
| 2. | 會計政策變更增加利潤總額 | 2. | Total profit increase due to changes in accounting policy | 1,214,225.48 | 2,995,241.59 |

(所附註釋系會計報表的組成部分)

(The accompanying notes form an integral part for these financial statements.)



現金流量表

Consolidated Statement of Cashflow

(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(prepared in accordance with the PRC Accounting Rules and Regulations) (For the year ended 31 December 2001)

| 項目 Items | | 註釋 Note | 合併 Consolidated 人民幣元 RMB | 公司 Company 人民幣元 RMB |
|----------------------------|----|---|-----------------------------------|------------------------------|
| 一、 經營活動產生的現金流量 | 1. | Cash flow from operating activities: | | |
| 銷售商品、提供勞務收到的現金 | | Cash received from sale of goods and services provided | 807,011,508.53 | 108,956,278.89 |
| 收到的其他與經營活動有關的現金 | | Other cash received relating to operating activities | 34 25,194,846.09 | 18,313,300.75 |
| 現金流入小計 | | Cash inflow, sub-total | 832,206,354.62 | 127,269,579.64 |
| 購買商品、接受勞務支付的現金 | | Cash paid on purchase of goods and services | 682,999,091.20 | 94,212,608.83 |
| 支付給職工以及為職工支付的現金 | | Cash paid to staff and paid on behalf of staff | 90,543,306.69 | 63,191,124.19 |
| 支付的各项稅費 | | All taxes paid | 44,578,076.82 | 18,387,705.47 |
| 支付的其他與經營活動有關的現金 | | Other cash paid relating to operating activities | 35 65,122,376.41 | 56,702,094.62 |
| 現金流出小計 | | Cash outflow, sub-total | 883,242,851.12 | 232,493,533.11 |
| 經營活動產生的現金流量淨額 | | Net cash flow from operating activities | (51,036,496.50) | (105,223,953.47) |
| 二、 投資活動產生的現金流量 | 2. | Cash flow from investment activities | | |
| 收回投資所收到的現金 | | Cash received from investment recovered | 212,477,343.19 | 120,779,400.00 |
| 取得投資收益所收到的現金 | | Cash received from investment income | 122,732,129.44 | 122,732,129.44 |
| 處置固定資產、無形資產和其他長期資產收回的現金淨額 | | Net cash proceeds on the disposal of fixed assets, intangible assets and other long term assets | 48,674,829.49 | 48,238,623.12 |
| 現金流入小計 | | Cash inflow, sub-total | 383,884,302.12 | 291,750,152.56 |
| 購建固定資產、無形資產和其他長期資產所支付的現金淨額 | | Net cash paid on purchase of fixed assets, intangible assets and other long term assets | 7,702,699.32 | 3,035,308.00 |
| 投資所支付的現金 | | Cash paid for investment | 287,130,521.43 | 129,049,190.27 |
| 現金流出小計 | | Cash outflow, sub-total | 294,833,220.75 | 132,085,292.27 |
| 投資活動產生的現金流量淨額 | | Net cash flow from investment activities | 89,051,081.37 | 159,664,860.29 |

現金流量表

Consolidated Statement of Cashflow



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(prepared in accordance with the PRC Accounting Rules and Regulations) (For the year ended 31 December 2001)

| 項目 Items | | 註釋 Note | 合併 Consolidated 人民幣元 RMB | 公司 Company 人民幣元 RMB |
|---------------------------|----|--|-----------------------------------|------------------------------|
| 三、 籌資活動產生的現金流量 | 3. | Cash flow from financing activities | | |
| 吸收投資所收到的現金 | | Cash received from investment | 3,202,577.55 | — |
| 其中：子公司吸收少數股東權益 投資收到的現金 | | Including: cash received by subsidiary which acquired equity investment from minority interest | 3,202,577.55 | — |
| 借款所收到的現金 | | Cash received from borrowing | 852,585,600.00 | 589,650,000.00 |
| 收到的其他與籌資活動有關的現金 | | Cash received from other financing activities | 36 | — |
| 現金流入小計 | | Cash inflow, sub-total | 889,912,820.43 | 589,650,000.00 |
| 償還債務所支付的現金 | | Cash paid on repayment of debts | 889,373,076.27 | 563,965,831.40 |
| 分配股利利潤或償還利息所支付的現金 | | Cash paid on distribution of dividends or profits, or interest repayment | 42,755,664.93 | 32,805,066.36 |
| 支付的其他與籌資活動有關的現金 | | Cash paid on other financing activities | 303,174.40 | — |
| 現金流出小計 | | Cash outflow, sub-total | 932,431,915.60 | 596,770,897.76 |
| 籌資活動產生的現金流量淨額 | | Net cash flow from financing activities | (42,519,095.17) | (7,120,897.76) |
| 四、 匯率變動對現金的影響 | 4. | Effect on cash due to foreign currency exchange | — | — |
| 五、 現金及現金等價物淨增加額 | 5. | Net increase in cash and cash equivalents | (4,504,510.30) | 47,320,009.06 |



現金流量表

Consolidated Statement of Cashflow

(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(prepared in accordance with the PRC Accounting Rules and Regulations) (For the year ended 31 December 2001)

| 項目 Items | | 合併 Consolidated 人民幣元 RMB | 公司 Company 人民幣元 RMB |
|---------------------------|--|-----------------------------------|------------------------------|
| 1. 將淨利潤調節為經營活動的現金流量： | 1. Cash flow involving the adjustment of net profit to operating activities: | | |
| 淨利潤 | Net profit | 179,419,413.19 | 180,086,714.77 |
| 加：少數股東損益 | Add: Portion of minority interest | (2,555,639.93) | — |
| 計提的資產減值準備 | Provision for devaluation of assets | 26,885,072.81 | 10,655,972.07 |
| 固定資產折舊 | Depreciation of fixed assets | 25,530,974.19 | 15,374,436.19 |
| 無形資產攤銷 | Amortisation of intangible assets | 16,233,662.83 | 16,098,658.81 |
| 長期待攤費用攤銷 | Amortisation of long term deferred expenses | 11,777,653.48 | 10,712,740.55 |
| 待攤費用減少 | Decrease in deferred expenses | 13,340,578.25 | 425,060.29 |
| 預提費用增加 | Increase in accruals | 2,320,156.62 | 1,497,354.43 |
| 處置固定資產、無形資產和 其他長期資產的損失 | Loss arising from disposal of intangible assets and other long term assets | (38,702,326.44) | (39,497,611.55) |
| 財務費用 | Financial expense | 44,791,135.38 | 34,390,828.13 |
| 投資損失 | Loss in investment | (277,568,472.24) | (268,895,788.58) |
| 存貨的減少 | Decrease in inventories | 54,657,160.26 | 8,922,698.29 |
| 經營性應收項目的減少 | Decrease in trade debtors | 215,635,486.29 | 152,277,650.65 |
| 經營性應付項目的增加 | Increase in trade creditors | (322,801,351.19) | (227,272,667.52) |
| 經營活動產生的現金流量淨額 | Net cash flow from operating activities | (51,036,496.50) | (105,223,953.47) |
| 2. 現金及現金等價物淨增加情況： | 2. Net increase in cash and cash equivalent: | | |
| 現金的期末餘額 | Cash balance as at end of the year | 165,070,274.80 | 60,575,769.66 |
| 減：保證金存款 | Less: guarantee deposit | 20,011,220.23 | 8,000,000.00 |
| 減：被質押的銀行存款 | Less: bank deposit (secured) | 36,737,408.00 | — |
| 減：現金的期初餘額 | Less: cash balance as at beginning of the year | 112,826,156.87 | 5,255,760.60 |
| 現金及現金等價物淨增加額 | Net increase in cash and cash equivalents | (4,504,510.30) | 47,320,009.06 |

(所附註釋系會計報表的組成部分)

(The accompanying notes form an integral part for these financial statements.)

會計報表註釋 Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

一 公司簡介

本公司原為一家國有企業，於一九九二年四月二十七日經南京市經濟體制改革委員會寧體改字(1992)034號文批准，改組為南京熊貓電子股份有限公司(現名)，熊貓電子集團公司為唯一發起人，以淨資產總額人民幣480,000,000.00元換取本公司成立時480,000,000股國有法人股。本公司成立時的註冊資本為人民幣515,000,000.00元，分為480,000,000股每股面值為人民幣1元的國有法人股和35,000,000股每股面值為人民幣1元的職工股。

一九九二年四月二十九日，本公司領取註冊號為13488315-2的企業法人營業執照，批准的經營範圍為：無線電通信設備、廣播電視設備、五金交電、電子元器件、儀器儀錶、電器機械及器材、普通機械、醫療器械、電子產品開發、生產、銷售和技術服務、電腦配件、文化辦公機械和工模夾具的開發、生產銷售和技術服務。

(1) Introduction to the Company

The Company was established on 27 April 1992 as a state-owned enterprise after the approval from Nanjing Economic System Reform Committee with document number Ning Ti Gai Zi (1992) No. 34. It turned into Nanjing Panda Electronics Company Limited (Present name) later. Its sole promoter, Panda Electronics Group Company Limited (PEGCL), acquired the Company's 480,000,000 state-owned legal person shares in establishment with a consideration of total net asset value of RMB 480,000,000.00. Registered capital for the Company at its establishment was RMB 515,000,000.00, comprising 480,000,000 state-owned legal person shares of RMB1 each and 35,000,000 employee's shares of RMB 1 each.

The Company was registered as an enterprise legal person on 29 April 1992, with its business registration number of 13488315-2. Scope of business after approval includes development, production, sale and technical service of wireless communication equipment, broadcasting TV equipment, goldsmith and switching system, electronic component parts, equipment and apparatus, electronic machinery and equipment, general machinery, medical machinery, electronic products, component parts of computers, stationaries equipment, industrial moulds and other equipment.



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

一 公司簡介 (續)

本公司於一九九四年五月二十七日的股東特別大會上，除其他事項外，通過一項特別決議案，批准重組報告，該報告載有(其中包括)關於分拆及重組本公司及熊貓電子集團公司資產及負債，及重新確定本公司國有法人股的股本，於同一次股東特別大會上，亦通過另一項特別決議案，授權董事會處理一切有關將本公司轉為社會募集公司的事項，及將本公司H股與A股公開發售及上市。根據該特別決議案，本公司的淨資產值於一九九四年六月二十九日調整，使本公司於成立時資產淨值重新界定為人民幣322,873,348.00元，包括註冊資本人民幣322,870,000.00元，其中：國有法人股287,870,000股，股本為人民幣287,870,000.00元；職工股35,000,000股，股本為人民幣35,000,000.00元；資本公積人民幣3,348.00元。

根據一九九四年二月十日的重組報告及國家體改委一九九六年三月十一日對該重組報告的批復，本公司的註冊股本由人民幣322,870,000.00元增至人民幣390,015,000.00元，分為355,015,000股國有法人股及35,000,000股職工股，均按面值入賬，列為繳足配發。

(1) Introduction to the Company (continued)

In the extraordinary general meeting of the Company held on 27 May 1994, except other matters, an exceptional resolution was passed to approve the restructuring report, which included matters concerning breaking down and restructuring the assets and liabilities of the Company and companies under PEGC as well as re-affirming the state-owned legal person shares of the Company. In the same meeting, one exceptional resolution was also passed. The Board of Directors was authorized to handle all affairs related to conversion of the Company into Socially Funded Company and to make a public offer and listing of the Company's A & H shares. According to the exceptional resolution, the net asset value of the Company would be adjusted on 29 June 1994. Net asset value of the Company at establishment was re-defined as RMB 322,873,348.00, including registered capital of RMB 322,870,000.00, comprising 287,870,000 state-owned legal person shares, with share capital of RMB 287,870,000.00; 35,000,000 employee's shares, with share capital of RMB 35,000,000.00; and capital common reserve of RMB 3,348.00.

According to the restructuring report dated 10 February 1994 and the reply concerning the report released by the State Committee for Changing System dated 11 March 1996. Registered capital for the Company increased from RMB 322,870,000.00 to RMB390,015,000.00. It was diverted into 355,015,000 state-owned legal person shares and 35,000,000 employee's shares. All the above were recorded in accounting books at par and were fully paid and distributed.

會計報表註釋 Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

一 公司簡介 (續)

為了發行H股，對本公司一九九五年九月三十日的資產、負債進行了全面評估，並在國務院證券委員會批准後調整了賬面價值。

本公司於一九九六年四月二日經國務院證券委員會證委發(1996)6號文批准，在香港發行H股242,000,000股，發行價2.13港元/股，發行工作於一九九六年四月二十九日結束，並於一九九六年五月二日在香港聯交所正式掛牌交易。

本公司於一九九六年十月三十日經國務院證券監督管理委員會證監發字(1996)第304號文批准，向社會公開人民幣普通股23,000,000股，發行價人民幣5.10元/股，一九九六年十一月十四日發行股款全部到位，並於一九九六年十一月十八日在上海證券交易所正式掛牌交易，原定向募集的35,000,000股內部職工股中的5,000,000股在發行完成後一併在上海證券交易所上市。

本公司於一九九七年四月十八日領取註冊號為企蘇寧總副字第03967號企業法人營業執照，註冊資本為人民幣655,015,000元，批准的經營範圍為：開發生產無線電通信設備、廣播電視設備、五金交電、電子元器件、儀器、機械及器材、醫療器械、工模夾具、電子計算機、系統工程，並從事公司研製生產產品的銷售和技術服務業務。

(1) Introduction to the Company (continued)

In order to issue H shares, a comprehensive evaluation was conducted on the assets and liabilities of the Company on 30 September 1995. Respective book values were adjusted after share issue approved by the Securities Committee of the State Council.

The Company gained approval from the document from Securities Committee of the State Council on 2 April 1996 of issuing Zheng Wei Fa (1996) No. 6, to issue 242,000,000 H shares in Hong Kong, to be sold at HK\$ 2.13 per share. Share issue was completed at 29 April 1996 and was formally listed on the Stock Exchange of Hong Kong on 2 May 1996.

The Company gained approval from the document from Securities Supervision and Management Committee of the State Council on 30 October 1996 of issuing Zheng Gan Fa Zi (1996) No. 304, to issue 23,000,000 ordinary shares in RMB to the public. Selling price is RMB 5.10 per share. At 14 November 1996, all fees for allotment was received in full and the stock was listed on Shanghai Securities Exchange at 18 November 1996. The 350,000,000 internal employee's shares including 5,000,000 shares originally planned to be a source of financing was also listed after completion of issuing shares.

The Company obtained its enterprise legal person business license Qi Su Ning Zong Fu Zi No. 03967 18 April 1997. Its registered capital was RMB 655,015,000. The approved scope of business includes research and development, production, sale and technical service of wireless communication equipment, broadcasting TV equipment, goldsmith and switching systems, electronic component parts, apparatus, machinery and equipment, medical machinery, industrial moulds and other equipment, computers and system engineering.



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

一 公司簡介 (續)

根據二零零零年臨時股東大會決議，將與電視機業務有關的八家子公司的股權及六家內部獨立核算單位的資產出售於本公司股東——熊貓電子集團有限公司，同時受讓熊貓電子集團有限公司所持有的南京熊貓機電設備廠和深圳市京華電子股份有限公司的股權。

二 主要會計政策、會計估計和合併會計報表的編制方法

1. 會計制度

執行中華人民共和國財政部頒佈的《企業會計準則》和《企業會計制度》。

2. 會計年度

本公司採用公曆年為會計年度，即自每年一月一日至十二月三十一日為一個會計年度。

3. 記賬本位幣

以人民幣為記賬本位幣。

(1) Introduction to the Company (continued)

According to resolutions passed at the extraordinary general meeting for 2000, the Company disposed of its interests in 8 subsidiaries in relation to TV set business and assets in 6 internal independent audit units to PEGCL, a shareholder of the Company and was transferred interests in Nanjing Panda Mechanical Engineering Plant and Shenzhen Jinghua Electronic Co., Ltd. from PEGCL.

(2) Principle Accounting Policies and Accounting Estimates and the Method of Consolidating the Financial Statements of the Company and Its Subsidiaries

1. Accounting System

The accounting system adopted is in conformity with the "Accounting Standards for Enterprises" promulgated by the Ministry of Finance of the People's Republic of China and "Accounting Regulations of the People's Republic of China for Enterprises" and its supplementary regulations.

2. Financial Year

The financial year of the Company covered the calendar year from 1 January to 31 December.

3. Reporting Currency

The Company uses Renminbi as its currency for recording transactions

會計報表註釋

Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

二 主要會計政策、會計估計和合併會計報表的編制方法 (續)

4. 記賬基礎和計價原則

本公司以權責發生制為記賬基礎，資產以歷史成本為計價原則。

5. 外幣業務核算方法

會計年度內涉及的外幣經營業務，按業務實際發生日市場匯價折合為人民幣記賬，年末對貨幣性項目按年末的市場匯率進行調整，所產生的匯兌損益列入損益。

6. 現金及現金等價物的確定標準

本公司現金是指：將持有的期限短、流動性強、易於轉換為已知金額現金、價值變動風險很小的投資等視為現金等價物，包括可在證券市場上流通的，購買日起三個月內到期的短期債券投資。

(2) Principle Accounting Policies and Accounting Estimates and the Method of Consolidating the Financial Statements of the Company and Its Subsidiaries (continued)

4. Principle of Book-keeping and Valuation:

The Company records transaction on an accrual basis. Assets will be valued at historical cost.

5. Foreign Currency Transaction

Commercial transactions entered into during the financial year in foreign currencies are translated into Renminbi at the appropriate applicable exchange rates prevailing at the dates of the transaction. Monetary balances at the end of the year are adjusted by the difference between the market exchange rates prevailing at the year end date and the book value exchange rates. Such difference will be taken into account in the Profit and Loss Account of the year.

6. Cash and Cash Equivalent

Cash equivalents represent short-term highly liquid investments which are easily converted into cash with low valuation risk. They include listed securities and debentures with maturity within three months from the date of purchase.



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

二 主要會計政策、會計估計 和合併會計報表的編制方法 (續)

7. 壞賬核算

壞賬確認標準：a.債務人破產或死亡，以其破產財產或者遺產清償後，仍然不能收回；b.債務人逾期未履行償債義務超過三年仍然不能收回的應收款項。

壞賬核算採用備抵法，壞賬準備按年末應收賬款和其他應收款的餘額分賬齡提取，其中：賬齡在一年以內的提取比例為3%，賬齡在一至二年的提取比例為6%，賬齡在二至三年的提取比例為30%，賬齡在三年以上的提取比例為60%，對董事會確信可以完全收回的應收款項不計提壞賬準備；對賬齡較長(三年以上)且有證據表明確實無法收回或收回可能性較小的應收款項，全額計提壞賬準備。

本公司之聯營公司——南京愛立信熊貓通信有限公司、南京愛立信熊貓移動終端有限公司的壞賬準備系在對應收賬款的回收可能性作出具體評估後計提，對有證據表明確實無法收回的應收賬款，按公司管理權限，由董事會批准，作為壞賬損失，沖銷提取的壞賬準備。

(2) Principle Accounting Policies and Accounting Estimates and the Method of Consolidating the Financial Statements of the Company and Its Subsidiaries (continued)

7. Provision for Bad Debts

The Company classified the following trade debtors as bad debts: (i) the trade debtors caused by bankruptcy or death of the debtors whose debts were unable to be recovered even after paying off the debts from the insolvent assets or heritage. (ii) the trade debtors caused by the debtor's inability to perform the liability of payment over three years.

Bad debts is accrued on a provision method. Provision for bad debts is determined with reference to overdue period of the balance of trade debtors and other receivables at the year end. Provision for bad debts with an overdue period less than 1 year is provided at 3%; from 1 to 2 years at 6%; the age from 2 to 3 years at 30%; over 3 years at 60%. No provision will be made for account receivables that are determined by directors to be completely recovered with certainty. The Company will make a provision for the full amount of receivables that are outstanding for over three years and are believed to have a high chance of non-recoverable, or a low chance of recovering.

The Company will make provision on bad debts of its subsidiaries - Nanjing Ericsson Panda Communication Co. Ltd. (ENC) and Nanjing Ericsson Mobile Terminal Co. Ltd. (EPC) after evaluating the probability of recovering and determining with clear evidence that the receivable is uncoverable. The Company will according to its management right and limit and, upon approval by the Board of Directors, make a precision on bad debts. Such bad debt loss will be offset against provision.

會計報表註釋 Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

二 主要會計政策、會計估計 和合併會計報表的編制方法 (續)

8. 短期投資

短期投資指本公司購入的隨時變現並且持有時間不準備超過一年的投資，包括股票投資、債券投資等。

短期投資在取得時以實際成本計價，即實際支付的價款扣除已宣告發放的現金股利或利息，在期末以成本與市價孰低法計價，按投資分類計提跌價準備，市價低於成本的金額確認為當期投資損失。

9. 存貨

存貨分為原材料、在產品、自製半成品、在途物資、庫存商品、包裝物、委託加工材料、低值易耗品等八大類。

存貨盤存制度採用永續盤存法，各類存貨的購入與入庫按實際成本計價，發出按加權平均法計價；低值易耗品和包裝物的領用按一次攤銷法攤銷。

年末，在對存貨進行全面盤點的基礎上，對存貨遭受毀損、全部或部分陳舊過時或銷售價格低於成本等原因，預計其成本不可收回的部分，提取存貨跌價準備，提取時按單個存貨項目的成本高於其可變現淨值的差額確定。

(2) Principle Accounting Policies and Accounting Estimates and the Method of Consolidating the Financial Statements of the Company and Its Subsidiaries (continued)

8. Short Term Investment

Short term investment represents the investment which is realizable at any time and held for not more than one year. It includes stock investment and bond investment. Short term investment is stated at historical cost. "Provision for diminution in value of short term investment" is stated at the difference between market prices of short term investments and their historical costs as at the end of the period.

9. Inventories

Inventories are classified into eight types, namely, raw materials, work in progress, self-manufactured semi-products, finished products, stored commodities, packaging materials, processing materials and low-value consumables.

The Company adopts perpetual inventory method for its inventory system. The purchase and storage of finished products and stored commodities are stated at cost. Delivery is stated at weighted average method. Other inventories are stated at standard prices and its difference from actual cost is adjusted based on the monthly rate of difference. Low-value consumables and packaging materials are amortized on one-time basis.

At year end, for total stock-taking, the provision for inventory is stated for estimated unrecoverable cost for damaged, totally or partially obsolete or selling price lower than cost of inventories. The provision for inventory is stated at the difference of the higher cost of a single inventory than its net realisable value.



會計報表註釋

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(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

二 主要會計政策、會計估計 和合併會計報表的編制方法 (續)

10. 長期投資

長期股權投資應按照取得時的初始投資成本入賬，對持股在50%以上的控股子公司和持股在20%以上(含20%)的非控股聯營或合營公司按權益法核算。持股20%以下的聯營或合營企業按成本法核算。股權投資差額按十年攤銷。

期(年)末對長期投資進行逐項檢查，如果被投資單位的市價持續下跌或被投資單位經營狀況惡化等原因導致其可收回金額低於投資的賬面價值，按其可收回金額低於賬面價值的差額單項計提減值準備。

長期投資明細詳見附註六註釋10。

(2) Principle Accounting Policies and Accounting Estimates and the Method of Consolidating the Financial Statements of the Company and Its Subsidiaries (continued)

10. Long Term Investment

Long-term equity investment is accounted for base on the initial cost of acquisition. Equity investment in subsidiaries that the Company has an at least 50% stake of interest and equity investment in subsidiaries or associated companies that the Company has at least 20% (20% inclusive) stake interest will be accounted for on equity method. For equity investment in subsidiaries or associated companies that the Company holds less than 20% of equity investment will be amortized over a period of ten years.

The Company will review each long term investment at the end of each reporting period. If the market value of the investment continue to fall, or the operation condition of the investment continue to deteriorate so that the recoverable value of the investment falls below the book value, a provision will be made on the difference between the recoverable value and the book value.

Details of long-term investment are set out in Note 6 No. 10.

會計報表註釋 Notes to the Financial Statements



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二 主要會計政策、會計估計和合併會計報表的編制方法(續)

11. 固定資產計價及累計折舊方法

- (1) 固定資產標準為單位價值在人民幣2,000元以上、使用期限在一年以上的房屋、建築物、機器、機械、運輸工具以及其他與生產、經營有關的設備、器具、工具等，以及不屬於生產、經營主要設備的，單位價值在人民幣2,000元以上並且使用年限在兩年以上的資產。
- (2) 固定資產按實際成本計價；
- (3) 固定資產折舊採用直線法平均計算，並按各類固定資產的原值和估計的使用年限扣除殘值(原值的5%)確定其折舊率，年分類折舊率如下：

| 資產類別 | | 使用年限 | 年折舊率 |
|-----------------|-------------------------|-------------|-----------------------------|
| Types of Assets | | Useful Life | Annual Rate of Depreciation |
| 房屋建築物 | Buildings | 30年/years | 3.17% |
| 機器設備 | Machinery and equipment | 8-11年/years | 8.63-11.87% |
| 運輸工具 | Transportation vehicle | 10年/years | 9.5% |
| 電子設備 | Electronic equipment | 5年/years | 19% |
| 其他設備 | Other equipment | 5年/years | 19% |

已計提減值準備的固定資產在計提折舊時，按照該項固定資產的期初賬面價值，以及尚可使用年限重新計算確定折舊率和折舊額。

(2) Principle Accounting Policies and Accounting Estimates and the Method of Consolidating the Financial Statements of the Company and Its Subsidiaries (continued)

11. Fixed Assets and Depreciation

- (1) Fixed assets referred to those houses, buildings, machinery, equipment, transportation vehicle and other equipment and tools in relation to production and operation valued at more than RMB2,000 per unit and with a useful life of more than one year; including those which are not principal equipment of production and operation but valued at more than RMB2,000 per unit with a useful life of more than two years.
- (2) Fixed assets are stated at cost.
- (3) Depreciation is calculated on an average straight line basis to write off the cost of each asset over its estimated useful life after taking into account its residual value (5% of its cost). The rates of depreciation are summarised as follows:

When depreciating impaired fixed asset, the beginning book value of the impaired fixed assets and the useful life will be used to calculate and determine the depreciation rate and amount.



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二 主要會計政策、會計估計和合併會計報表的編制方法 (續)

11. 固定資產計價及累計折舊方法 (續)

(4) 固定資產減值準備

期末，按賬面價值與可收回金額孰低計價，對由於市價持續下跌，或技術陳舊、損壞、長期閒置等原因導致固定資產可收回金額低於賬面價值的，按單項固定資產可收回金額低於賬面價值的差額，計提固定資產減值準備。

12. 在建工程

- (1) 在建工程指興建中的廠房與設備及其他固定資產，並按成本值入賬。此項目包括直接建築及安裝成本，以及於興建、安裝及測試期間的有關借款利息支出及外匯匯兌損益，在建工程在完工並交付使用時，作為在建工程結轉為固定資產的時點。

(2) Principle Accounting Policies and Accounting Estimates and the Method of Consolidating the Financial Statements of the Company and Its Subsidiaries (continued)

11. Fixed Assets and Depreciation (continued)

(4) Provision for impairment loss on fixed assets

At the end of the reporting period, the Company will compare the book value and the recoverable value of the fixed assets. For fixed assets with recoverable value falling below the book value due to falling market value, technology obsolete, damage, idle, the Company will make a provision for impairment loss on fixed asset equals to an amount of the difference between the recoverable value and the book value.

12. Construction in Progress

- (1) Construction in progress represents buildings and facilities under construction and installation and is stated at cost. Cost comprises direct and indirect costs of construction or installation as well as interest charges and exchange differences on related borrowed funds during the periods of construction, installation and testing. Completed items are transferred from construction in progress to fixed assets when they are put into operation and capitalized interest is to be ended.



二 主要會計政策、會計估計 和合併會計報表的編制方法 (續)

12. 在建工程 (續)

(2) 在建工程減值準備

期末對在建工程進行全面檢查，若在建工程長期停建並且預計在未來3年內不會重新開工，所建項目在性能上、技術上已經落後並且所帶來的經濟利益具有很大的不確定性，或其他足以證明在建工程已經發生減值的，按可收回金額低於賬面價值的差額計提在建工程減值準備。

13. 借款費用

(1) 借款費用包括借款而發生的利息、折價或溢價的攤銷和輔助費用以及因外幣借款而發生的匯兌差額，因專門借款而發生的利息、折價或溢價的攤銷和匯兌差額，在同時具備下列三個條件時，借款費用予以資本化：

- a. 資產支出已經發生；
- b. 借款費用已經發生；
- c. 為使資產達到預定可使用狀態所必要的購建活動已經開始。

其他的借款利息、折價或溢價的攤銷和匯兌差額，在發生當期確認費用。

(2) Principle Accounting Policies and Accounting Estimates and the Method of Consolidating the Financial Statements of the Company and Its Subsidiaries (continued)

12. Construction in Progress (continued)

b. The Company will make a full valuation of construction in progress at the end of the reporting period, if the Construction in progress is suspended a long time and is not expected to restart work in 3 years, the capacity of the construction project, technology obsolete and the uncertainties it brings in terms of economic efficiency or there are clear evidence supporting the impairment of the construction in progress, the Company will make a provision for impairment loss on fixed asset equivalent to the difference between the recoverable value and the book value.

13. Financing Costs

(1) Financing costs include interest payable on borrowing, discount or premium amortisation and auxiliary expenses, and foreign exchange gains and losses and other costs in connection with foreign currency borrowings. Special borrowings and the associated interests, amortisation of discount and premium foreign exchange gains and losses and borrowing costs will be capitalized under the following three conditions:

- a) capital expenditure has already happened.
- b) financing costs have already happened.
- c) acquisition and construction activities to bring the asset to a ready-for-use stage have already happened.

Other borrowing interests, amortisation of discount and premium and foreign exchange gains and losses will be recognised as incurred.



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二 主要會計政策、會計估計和合併會計報表的編制方法 (續)

13. 借款費用 (續)

(2) 資本化金額的確定

至當期止購建固定資產資本化利息的資本化金額，等於累計支出加權平均數乘以資本化率，資本化率按以下原則確定：

- a. 為購建固定資產只借入一筆專門借款，資本化率為該項借款的利率；
- b. 為購入固定資產借入一筆以上的專門借款，資本化率為這些借款的加權平均利率。

(3) 暫停資本化

若固定資產的購建活動發生非正常中斷，並且時間連續超過3個月，則暫停借款費用的資本化，將其確認為當期費用，直至資產的購建活動重新開始。

(4) 停止資本化

當所購建的固定資產達到預定可使用狀態時，停止其借款費用的資本化，以後發生的借款費用於發生當期確認費用。

(2) Principle Accounting Policies and Accounting Estimates and the Method of Consolidating the Financial Statements of the Company and Its Subsidiaries (continued)

13. Financing Costs (continued)

(2) Capitalization amount

The capitalisation amount of the capitalized interest of the acquired and constructed asset is equivalent to the capitalisation rate times the weighted average accumulated costs. The capitalisation rate is determined according to the following principle:

- a. For constructed fixed assets with only one special borrowing, the capitalisation rate is the lending rate of the loan.
- b. For acquired fixed assets with more than one borrowing, the capitalisation rate is the weighted average lending rate of the loans.

(3) Suspension of capitalisation

If the acquisition and construction of the fixed asset is stopped due to abnormal course, and the duration of the stoppage exceeds 3 months, then the Company will suspend the capitalisation of the borrowing costs. The costs during the suspended period will be recognised until the acquisition & construction resumes.

(4) Termination capitalisation

Capitalisation of costs ceases when the fixed assets is substantially ready for its intended use. Borrowing costs in subsequent period will be recognised as incurred.



二 主要會計政策、會計估計 和合併會計報表的編制方法 (續)

(2) Principle Accounting Policies and Accounting Estimates and the Method of Consolidating the Financial Statements of the Company and Its Subsidiaries (continued)

14. 無形資產

14. Intangible Assets

(1) 無形資產的計價

無形資產按取得時的實際
成本計價。

(1) Pricing of Intangible Assets

Intangible assets is accounted for the actual cost of
acquisition at the time of acquisition.

(2) 無形資產按其預計使用年 限或合同規定的受益年 限、法律規定的有效年限 分期平均攤銷。

(2) Intangible asset is amortized in instalment according to the expected useful life, and beneficial years set by contracts or by law.

(3) 無形資產減值準備

期末，檢查各項無形資產
預計給本公司帶來未來經
濟利益的能力，當存在①某
項無形資產已被其他新技
術等所替代，使其為企業
創造經濟利益的能力受到
重大不利影響；②某項無
形資產的市價在當期大幅
下跌，在剩餘攤銷年限內
預期不會恢復；③某項無
形資產已超過法律保護期
限，但仍然具有部分使用
價值；④其他足以證明某
項無形資產實質上已發生
了減值準備的情形的情況
下，按賬面價值與可收回
金額孰低計量，對預計可
收回金額低於賬面價值的
差額計提無形資產減值
準備。

(3) Provision for impairment loss on intangible asset

At the end of the reporting period, the Company will
inspect and evaluate the economic benefit of each
intangible asset and when (1) the intangible asset has
been replaced by other new technology, and the
economic benefit and efficiency of the intangible asset
have substantially diminished; (2) the market value of
the intangible asset has dropped substantially and its
value cannot be recovered during the remaining
amortisation period; (3) the intangible asset has
passed the usage year protected by law, but still
possesses partial useful value; (4) there are other
evidence supporting the impairment of the
intangible assets, the Company will make a
provision for impairment loss on intangible asset
based on the difference between the recoverable
value and the book value.



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二 主要會計政策、會計估計 和合併會計報表的編制方法 (續)

15. 其他資產核算方法

- (1) 開辦費：公司籌建期間所發生的費用，先在長期待攤費用中歸集，待公司開始生產經營後一次計入開始生產經營當月的損益。
- (2) 長期待攤費用：按受益期平均攤銷

不能使以後會計期間受益的長期待攤的費用項目，在確定時將該項目的攤余價值全部計入當期損益。

16. 預計負債

- (1) 確認原則：如果與或有事項相關的義務同時符合以下條件，本公司將其確認為負債：
 - (a) 該義務是企業承擔的現時義務；
 - (b) 該義務的履行很可能導致經濟利益流出企業；
 - (c) 該義務的金額能夠可靠地計量。

(2) Principle Accounting Policies and Accounting Estimates and the Method of Consolidating the Financial Statements of the Company and Its Subsidiaries (continued)

15. Other Assets

- (1) Pre-operating expenditure: Expenditures incurred in pre-operating period will be grouped under long-term deferred expenses. Pre-operating expenses will be booked to the profit and loss statement of the Company in the month the operation starts.
- (2) Long-term deferred expenses: will be amortized in the specific period.

Long-term deferred expenses which are not useful to subsequent accounting periods and its remaining amortisation value will be fully booked to the profit and loss statement of the specific period.

16. Estimated Liabilities

- (1) Recognition standard: Liabilities will be recognised if the obligation of contingencies conforms to the followings:
 - (a) The obligation is the existing obligation of the enterprise;
 - (b) The performance of the obligation will lead to outflow of economic benefit;
 - (c) The amount of the obligation can be reliably calculated.



二 主要會計政策、會計估計 和合併會計報表的編制方法 (續)

16. 預計負債 (續)

- (2) 計量：確認的預計負債金額是清償該負債所需支出的最佳估計數。

確認的負債所需支出全部或部分預期由第三方或其他方補償的，則補償金額在基本確定能收到時，作為資產單獨確認，確認的補償金額不超過所確認負債的賬面價值。

17. 收入確認原則

公司按以下規定確認營業收入實現，並按已實現的收入記賬，計入當期損益。

商品銷售：已將商品所有權上的重要風險和報酬轉移給買方，不再對該商品實施繼續管理權和實際控制權，相關的收入已經收到或取得了收款的證據，並且與銷售該商品有關的成本能夠可靠地計量時，確認營業收入的實現。

提供勞務(不包括長期合同)：按照完工百分比法確認相關的勞務收入。在確認勞務收入時，以勞務合同的總收入、勞務的完成程度能夠可靠地確定，與交易相關的價款能夠流入，已經發生的成本和完成勞務將要發生的成本能夠可靠地計量為前提。

(2) Principle Accounting Policies and Accounting Estimates and the Method of Consolidating the Financial Statements of the Company and Its Subsidiaries (continued)

16. Estimated Liabilities (continued)

- (2) Estimation: Recognised compensation amount is the best estimate of the expenditure for the repayment of the liabilities.

All or partial expenditure of recognised liabilities expected to be compensated by the third party or other party will be recognised as asset separately when the compensation amount is basically ensured to be received. Recognised compensation amount will not exceed the book value of the recognised liabilities.

17. Principles of Revenue Recognition

Revenue recognition is based on the followings and is stated in the current portion of profit or loss when the revenue is incurred.

On the sale of goods, when the significant risks and rewards of ownership have been transferred to the buyer, provided that the Company maintains neither managerial involvement nor effective control over the goods sold and when the relevant revenue are received or evidence of payment recovery is obtained, and the cost relating to the sale can be measured reliably, the revenue is recognised.

On the provision of labour service, the revenue is recognised at percentage of completion. The revenue is recognised on basis of that the total income of labour contract and degree of labour completion can be measured reliably when payment relating to the transaction will flow into the Company and cost incurred and to be incurred can be measured reliably.



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二 主要會計政策、會計估計和合併會計報表的編制方法(續)

17. 收入確認原則(續)

讓渡資產使用權，當與交易相關的經濟利益能夠流入企業，而且收入的金額能夠可靠地計量時確認收入的實現。

18. 所得稅的會計處理方法

所得稅的會計處理採用應付稅款法。

19. 合併會計報表的編制方法

(1) 合併會計報表原則：對本公司持有被投資公司有表決權資本總額50%以上，或雖不超過50%但具有實際控制權的子公司合併其會計報表。

(2) 以母公司及納入合併範圍的各子公司的會計報表為合併依據，合併時將母公司與各子公司相互間的重要投資、往來、存貨購銷等內部交易及其未實現利潤抵銷後逐項合併，並計算少數股東權益；對符合比例合併法的合營公司的資產、負債、收入、費用、利潤等亦按所佔比例份額予以合併，子公司與母公司所採用的會計政策不一致時調整後再行合併。

(2) Principle Accounting Policies and Accounting Estimates and the Method of Consolidating the Financial Statements of the Company and Its Subsidiaries (continued)

17. Principles of Revenue Recognition (continued)

Revenue is recognised for service charge income in respect of the provision of intangible assets of the company and is recognised with respect to the period of charge and calculation method stated in relevant contract and agreement.

18. Accounting for Income Tax

Income tax is stated by accrued tax basis.

19. Basis of Preparation of Consolidated Financial Statements

(1) The principle of preparation of consolidated financial statements is that the financial statements of an investee unit in which the Company holds 50% of its total capital with voting right, or a subsidiary in which the Company holds not more than 50% of its total capital but has actual control right will be consolidated.

(2) The method is that the Company's consolidated financial statements are compiled on the financial statements of the parent Company and the subsidiaries included in the consolidation, by offsetting internal transactions including important intra-group investment, internal current accounts, stocks transfer and unrealised profits while taking into account minorities interest. For associated companies which are in compliance with proportional consolidation, their assets, liabilities, revenue, charges and profit are consolidated on pro-rata basis.

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三 本期會計政策、合併會計報表範圍變化的影響

根據財政部財會[2000]25號文「關於印發《企業會計制度》的通知」和財政部[2001]17號文「關於印發《貫徹實施〈企業會計制度〉有關政策銜接問題的規定》的通知」以及財政部二零零一年七月七日發佈的《實施〈企業會計制度〉及其相關準則問題解答》的有關規定，本公司自二零零一年一月一日起執行《企業會計制度》，按《企業會計制度》規定計提固定資產、無形資產、在建工程、委託貸款減值準備，按《企業會計制度》規定進行債務重組、非貨幣性交易處理，並對該等會計政策的變更採用追溯調整法處理。

3. Changes in the Current Year's Accounting Policy and Consolidated Financial Statements and Their Effects

According to document No.25 [2000] notice about printing and dispatching "Accounting Regulation for Enterprises" and document No.17 [2001] about printing and dispatching the Implementation of Accounting Regulation for Enterprises regarding the matter of adaptation issued by the ministry of Finance, and Implementation of Accounting Regulation for Enterprises and answers to relevant standard problems issued by the ministry of Finance on 7 July 2001, the Company started to implement the "Accounting Regulation for Enterprises" on 1 January 2001. Base on the "Accounting Regulations for Enterprises" adopts provision for fixed assets, intangible asset, construction in progress, provision for borrowing devaluation. Base on requirement of the "Accounting Regulations for Enterprises", the Company undertook debt restructuring, non-currency related transactions, and made prior-year adjustment when a change in accounting policy occurred.

1. 會計政策變更對各年度經營成果影響數如下：

1. Changes in Accounting Policy and Its Effects on Operating Results of Each Year:

| 內容 Detail | | 二零零一年度 2001 | 二零零零年度 2000 | 二零零零年度以前 Prior to 2000 |
|--------------|---|-----------------|-----------------|---------------------------|
| 影響淨利潤增加(減少) | Effects on net profit increase (decrease) | 1,214,225.48 | 2,995,241.59 | (39,581,788.10) |
| 其中： | Of which: | | | |
| 影響未分配利潤減少 | Effect on decrease of unappropriated profit | (35,372,321.03) | (36,586,546.51) | (39,581,788.10) |
| 總資產減少 | Total asset decrease | (35,372,321.03) | (36,586,546.51) | (39,581,788.10) |
| 其中： | Of which: | | | |
| 固定資產 | Fixed asset | (19,319,716.71) | (20,932,698.35) | (24,342,798.44) |
| 在建工程 | Construction in progress | (16,052,604.32) | (15,653,848.16) | (15,238,989.66) |



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三 本期會計政策、合併會計報表範圍變化的影響(續)

2. 本期合併範圍與上期相比發生如下變動：

- (1) 根據本公司二零零零年臨時股東大會決議，本公司將與電視機業務有關的六家內部獨立核算單位的資產，八家獨立法人單位的股權轉讓與熊貓電子集團有限公司(詳見本公司二零零零年報)，故不再納入本公司合併報表範圍。

上述子公司由於情況變化而不再包括在本期合併會計報表範圍，已相應調整比較會計報表的同期比較數字。

- (2) 二零零一年本公司投資成立的南京熊貓網通技術有限公司、南京熊貓機電製造有限公司本期納入合併報表範圍。

3. Changes in the Current Year's Accounting Policy and Consolidated Financial Statements and Their Effects (continued)

2. Consolidation During the Period Compared to Previous Period and Changes are as Follows:

- (1) According to resolutions passed at the Company's 2000 extraordinary general meeting, the Company will transfer assets from six internal independent audit units relating to television business, and equity interests of eight independent legal person units' equities to Nanjing Panda Group Co. Ltd. (details can be seen in the 2000 annual report), as such they will not be included in the Company's consolidated statements.

Due to changes in circumstances, the above subsidiaries will not be included in the consolidated financial statements of the current period. The comparative accounting statements and the same period comparative figures will be adjusted accordingly.

- (2) In 2001, the Company invested and established Nanjing Panda Netcom Technology Co., Ltd. and Nanjing Panda Mechanical Manufacturing Co., Ltd. They will be included in the Company's consolidated statements for the current period.

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(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

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四 稅項

4. Tax

納入合併會計報表各單位適用的主要稅種和稅率如下：

Major types of tax and tax rate applicable to the units consolidated are as follows:

| 稅項 Tax | 計稅基礎 Basis of calculation | 稅率 Tax rate |
|----------------------------------|--|----------------|
| 增值稅 Value-added tax | 商品銷售收入 Sales income | 17% |
| 營業稅 Sales tax | 安裝收入、運輸收入 Service income | 5% |
| 城市維護建設稅 Urban development tax | 營業稅或已交增值稅 Sales tax or value-added tax paid | 7% |
| 教育費附加 Education surcharge | 營業稅或已交增值稅 Sales tax or value-added tax paid | 4% |
| 企業所得稅 Enterprise income tax | 應納稅所得額 Assessable income | 10%-33% |

本公司一九九五年八月二十九日經江蘇省科學技術委員會確認為高新技術企業，享受所得稅優惠政策，本公司由一九九五年一月一日起按應納稅所得額的15%繳納所得稅。

On 29 August 1995, the Company was certified as high-tech enterprise by Jiangsu Provincial Science and Technology Committee and thus is entitled to the preferential tax policy. The Company is entitled to paying 15% of the amount of income assessable as income tax effective from 1 January 1995.

本公司之子公司南京熊貓國際通信系統有限公司為生產性外商先進技術企業，註冊地為南京高新技術產業開發區，經稅務部門批准二零零一年至二零零三年減按10%繳納所得稅。本公司經南京市國家稅務局高新技術產業開發區分局寧國稅(高流)字(2001)05號文批准，本公司生產的部分衛星通訊產品免徵增值稅，有效期從二零零一年十二月至二零零二年十二月止。

The Company's subsidiary Nanjing Panda International Telecommunication System Co. Ltd. is a production based technologically advanced foreign enterprise. The registration location is the Nanjing High Technology Asset Development Zone, and has obtained a profit tax rate of 10% for the 2001-2003 year from the tax department. By obtaining the Nanjing State Tax New High Technology Development Zone Ning Guo Shui (Gao Liu) Zi (2001) No. 05 Approval Document, the Company has obtained a value-added tax exemption for some of its produced satellite telecommunication products from December 2001 to December 2002.



會計報表註釋

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(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

五 控股子公司及聯營公司

1. 公司所控制的境內外所有子公司情況及合併範圍：

| 子公司全稱 Full name of subsidiaries | 法定代表人 Registered representative | 註冊資本 Registered capital (萬元) '0000 | 擁有股權(%) % of equity held | | 投資額 Actual capital invested (萬元) '0000 | 經營範圍 Core business | 合併 Consolidation | |
|--|------------------------------------|---|-----------------------------|----------------|---|---|---------------------|------------|
| | | | 直接 Direct | 間接 Indirect | | | 是(否) Yes (No) | 備註 Note |
| | | | | | | | | |
| 南京熊貓電子物資有限公司 Nanjing Panda Electronic Material Co., Ltd. | 劉志林 Liu Zhilin | 人民幣53.00 RMB53.00 | 94.34 | — | 人民幣50.00 RMB50.00 | 金屬材料；化工；交電 metallic, chemical, electronic | 是 Yes | |
| 南京熊貓電子系統工程公司 Nanjing Panda Electronic System Engineer Corp. | 袁東 Yuan Dong | 人民幣30.00 RMB30.00 | 100 | — | 人民幣30.00 RMB30.00 | 通信廣播電視系統工程安裝 installation of communication broadcast and television system | 是 Yes | |
| 深圳市熊貓電子有限公司 Shenzhen Panda Electronic Co., Ltd. | 宋家駒 Song Jiayu | 人民幣650.00 RMB650.00 | 95 | — | 人民幣617.50 RMB617.50 | 家用電器，通信設備，儀器儀錶 Home appliance, telecommunication equipment and appliance and apparatus | 是 Yes | |
| 南京熊貓技術裝備有限公司 Nanjing Panda Technology Equipment Co., Ltd. | 李安建 Li Anjian | 人民幣500.00 RMB500.00 | 70 | — | 人民幣350.00 RMB350.00 | 生產裝配生產線 production and installation of production line | 是 Yes | |
| 南京熊貓國際通信系統有限公司 Nanjing Panda International Telecommunication System Co., Ltd. | 李安建 Li Anjian | 美元100.00 USD100.00 | 72 | — | 人民幣765.50 RMB765.50 | 開發生產銷售傳送電話和通信系統 development, production sale of telephone and telecommunication system | 是 Yes | |
| 南京光華電子注塑廠 Nanjing Guanghua Electronic Plastic Installing Plant | 王文柏 Wang Wenbai | 人民幣1,225.00 RMB1,225.00 | 71.94 | — | 人民幣844.83 RMB844.83 | 聚苯乙烯製品，ABS製品 PVC, ABS products | 是 Yes | |
| 南京熊貓信息產業有限公司 Nanjing Panda Information Industry Co., Ltd. | 李安建 Li Anjian | 美元340.00 USD340.00 | 72 | — | 人民幣2,100.00 RMB2,100.00 | 開發生產銷售電子資訊產品 development, production and sale of electronic information products | 是 Yes | |

5. Controlling Subsidiaries and Associated Companies

1. The Subsidiaries Included in the Consolidated Financial Statements are as Follows:

會計報表註釋

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(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

五 控股子公司及聯營公司 (續)

5. Controlling Subsidiaries and Associated Companies (continued)

1. 公司所控制的境內外所有子公司情況及合併範圍 (續) :

1. The Subsidiaries Included in the Consolidated Financial Statements are as Follows (continued):

| 子公司全稱 Full name of subsidiaries | 法定代表人 Registered representative | 註冊資本 Registered capital (萬元) '0000 | 擁有股權 (%) % of equity held | | 投資額 Actual capital invested (萬元) '0000 | 經營範圍 Core business | 合併 Consolidation | |
|---|------------------------------------|---|------------------------------|----------------|---|--|---------------------|-------------|
| | | | 直接 Direct | 間接 Indirect | | | 是(否) Yes (No) | 備註 Note |
| 南京熊貓儀器儀錶有限公司 Nanjing Panda Appliance & Apparatus Co., Ltd. | 李安建 Li Anjian | 人民幣100.00 RMB100.00 | 70 | — | 人民幣70.00 RMB70.00 | 生產開發銷售測試儀器、設計安裝電子資訊系統 production, development and sale of testing appliance; design and installation of electronic information system | 是 Yes | |
| 南京熊貓機電設備廠 Nanjing Panda Mechanical Engineering Plant | 王文虎 Wang Wenhui | 人民幣4,500.00 RMB4,500.00 | 99 | — | 人民幣3,055.38 RMB3,055.38 | 製造銷售電子產品、通信設備及儀器儀錶 production and sale of electronic products, telecommunication equipment and appliance and apparatus | 是 Yes | |
| 南京熊貓精機有限公司 Nanjing Panda Accurate Machinery Co. Ltd | 李安建 Li Anjian | 人民幣500.00 RMB500.00 | 50 | — | 人民幣250.00 RMB250.00 | 生產電子工業專用設備及備件，精密機械加工 production of equipment and spare parts for electronic industry; processing of sophisticated machinery | 是 Yes | 註1 Note1 |
| 南京熊貓網通技術有限公司 Nanjing Panda Netcom Technology Co. Ltd | 李安建 Li Anjian | 人民幣500.00 RMB500.00 | 70 | — | 人民幣350.00 RMB350.00 | 開發生產銷售網路通信系統、軟體、產品 develop, produce and sell network communication system., software and products | 是 Yes | |



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(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

五 控股子公司及聯營公司(續)

5. Controlling Subsidiaries and Associated Companies (continued)

1. 公司所控制的境內外所有子公司情況及合併範圍(續):

1. The Subsidiaries Included in the Consolidated Financial Statements are as Follows (continued):

| 子公司全稱 Full name of subsidiaries | 法定代表人 Registered representative | 註冊資本 Registered capital (萬元) '0000 | 擁有股權(%) % of equity held | | 投資額 Actual capital invested (萬元) '0000 | 經營範圍 Core business | 合併 Consolidation | |
|---|------------------------------------|---|-----------------------------|----------------|---|---|---------------------|------------|
| | | | 直接 Direct | 間接 Indirect | | | 是(否) Yes (No) | 備註 Note |
| 南京華格塑料型材有限公司 | 王文柏 | 人民幣800.00 | 70 | — | 人民幣714.00 | 生產及銷售塑料異型材, 塑鐵門窗及鋁合門及窗 | 是 | |
| Nanjing Panda Huage Dian Qi Plastic Industrial Co. Ltd | Wang Wenbai | RMB800.00 | 70 | — | RMB714.00 | production and sale of plastic special-shaped products, plastic and steel doors and windows and aluminium alloy doors and windows | Yes | |
| 南京熊貓機電製造有限公司 | 李安建 | 人民幣500.00 | 70 | — | 人民幣350.00 | 金屬結構件、衝壓件 | 是 | |
| Nanjing Panda Mechanical Manufacturing Co. Ltd. | Li Anjian | RMB500.00 | 70 | — | RMB350.00 | metal components | Yes | |
| 南京華格電汽塑業有限公司 | 李安建 | 人民幣500.00 | 60 | — | 人民幣300.00 | 塑膠製品、配件 | 否 | 註3 |
| Nanjing Huage Dian Qi Plastic Industrial Co. Ltd | Li Anjian | RMB500.00 | 60 | — | RMB300.00 | plastic product & accessories | No | Note3 |
| 南京華格塑膠型材有限公司 | 王文柏 | 人民幣800.00 | — | 89.25 | 人民幣714.00 | 生產銷售塑膠異型材、塑鋼門窗、鋁合金門窗 | 是 | |
| Nanjing Huage Plastic Co. Ltd | Wang Wenbai | RMB800.00 | — | 89.25 | RMB714.00 | production and sell plastic material, aluminium alloy door and window | Yes | |
| 南京熊貓電子廣告公司 | 高寺錚 | 人民幣100.00 | 100 | — | 人民幣60.00 | 影視廣告, 印刷品廣告等設計製作 | 否 | 註2 |
| Nanjing Panda Electronic Advertise-Ment Company | Gao Sifeng | RMB100.00 | 100 | — | RMB60.00 | design and production of video, printing advertisement | No | Note2 |
| 南京熊貓電子東郊技術經營部 | 印松林 | 人民幣50.00 | 100 | — | 人民幣50.00 | 五金交電; 勞保用品 | 否 | 註2 |
| Nanjing Panda Electronic Eastern Suburb Technology Department | In Songlin | RMB50.00 | 100 | — | RMB50.00 | hardware and electronic labour products | No | Note2 |
| 南京熊貓辰光電子有限公司 | 王松山 | 美元180.00 | 51 | — | 人民幣760.08 | 生產銷售顯示器 | 否 | 註2 |
| Nanjing Panda Chenguang Electronic Co. Ltd. | Wang Songshan | USD180.00 | 51 | — | RMB760.08 | production and sale of monitors | No | Note2 |

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五 控股子公司及聯營公司 (續)

5. Controlling Subsidiaries and Associated Companies (continued)

1. 公司所控制的境內外所有子公司情況及合併範圍 (續) :

1. The Subsidiaries Included in the Consolidated Financial Statements are as Follows (continued):

| 子公司全稱 Full name of subsidiaries | 法定代表人 Registered representative | 註冊資本 Registered capital (萬元) '0000 | 擁有股權 (%) % of equity held | | 投資額 Actual capital invested (萬元) '0000 | 經營範圍 Core business | 合併 Consolidation | |
|---|------------------------------------|---|------------------------------|----------------|---|--|---------------------|-------------|
| | | | 直接 Direct | 間接 Indirect | | | 是(否) Yes (No) | 備註 Note |
| | | | | | | | | |
| 深圳市熊貓金卡實業有限公司 Shenzhen Panda Golden Card Enterprise Co. Ltd. | 周振宇 Zhou Zhenyu | 人民幣600.00 RMB600.00 | 60 | — | 人民幣360.00 RMB360.00 | 智慧卡、電腦軟體系統集成技術開發 development of IC card computer software | 否 No | 註2 Note2 |
| 南京熊貓廣播電視產品維修中心 Nanjing Panda Broadcast and Television Products Repair and Maintenance Center | 熊永同 Xiong Yongzhou | 人民幣50.00 RMB50.00 | 100 | — | 人民幣50.00 RMB50.00 | 電子產品維修 repair/maintenance of electronic products | 否 No | 註2 Note2 |
| 南京熊貓計算機有限公司 Nanjing Panda Computer Co. Ltd. | 陳祥興 Chen Xiangxing | 人民幣500.00 RMB500.00 | 100 | — | 人民幣500.00 RMB500.00 | 生產銷售電腦 production and sale of computers | 否 No | 註2 Note2 |
| 南京亞太衛星通信公司 Nanjing Asia-Pacific Satellite Communication Company | 宋嶽明 Song Yueming | 人民幣50.00 RMB50.00 | 100 | — | 人民幣50.00 RMB50.00 | 衛星通訊服務，電子系統工程設計 satellite communication service, electronic system design | 否 No | 註2 Note2 |
| 南京熊貓醫療電子有限公司 Nanjing Panda Medical Electronics Co. Ltd | 李安建 Li Anjian | 人民幣100.00 RMB100.00 | — | 50 | 人民幣50.00 RMB50.00 | 醫療儀器研製 Research & manufacturing of medical equipment | 否 No | 註3 Note3 |
| 熊貓電子(昆山)有限公司 Nanjing Panda Electronics (Kunshan) Co. Ltd | 劉坤 Liu Quan | 美元50.00 USD50.00 | — | 40 | 美元20.00 USD20.00 | 電子元件及顯示器 Electronic components and monitors | 否 No | |



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(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

五 控股子公司及聯營公司 (續)

1. 公司所控制的境內外所有子公司情況及合併範圍 (續) :

註1：經公司臨時董事會決議通過，同意收購本公司之子公司南京熊貓機電設備廠所持有的南京熊貓精機有限公司70%的股權；同意南京熊貓精機有限公司註冊資本由人民幣100萬元增加到人民幣500萬元；同意將持有的南京熊貓精機有限公司70%的股份減持至50%。

註2：該公司已停業，處於清算之中，故其報表不予合併，對其之投資賬面價值已減記至零。

註3：該公司於二零零一年底成立，尚未正式生產經營。

5. Controlling Subsidiaries and Associated Companies (continued)

1. The Subsidiaries Included in the Consolidated Financial Statements are as Follows (continued):

Note 1. The Board of the Company passed a resolution at an extra-ordinary meeting to acquire 70% of equity stake of Nanjing Panda Accurate Machinery Co. Ltd., from the Company's subsidiary Nanjing Panda Mechanical Engineering Plant. The registered capital of Nanjing Panda Accurate Machinery Co. Ltd. will also increase from RMB1 million to RMB5 million. The Company will reduce its shareholding in Nanjing Panda Accurate Machinery Co. Ltd. from 70% to 50%.

Note 2. This company has terminated operation and is in a stage of clearance. As such, its financial statements will not be consolidated and the Company's investment in this subsidiary has reduced to a book value of zero.

Note 3. This Company was formed in year-end 2001, and has not started operation and production.

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五 控股子公司及聯營公司(續)

5. Controlling Subsidiaries and Associated Companies (continued)

2. 聯營公司的有關情況：

2. Associated Companies

| 公司全稱 | 註冊地 | 法人代表 | 註冊資本(萬元) | 實際投資額(萬元) | 持股比例% | 主營業務 |
|--|-----------------------|----------------------|----------------------------|----------------------------------|----------------------------|--|
| Company name | Place of registration | Legal representative | Registered capital ('0000) | Actual investment amount ('0000) | Percentage of shareholding | Principle business |
| 南京愛立信熊貓通信有限公司 | 南京市 | Michael Ricks | 美元2,090.00 | 人民幣6,086.33 | 43 | 製造，銷售程式控制交換機及基站 |
| Nanjing Ericsson Panda Communication Co. Ltd | Nanjing | Michael Ricks | USD2,090.00 | RMB6,086.33 | 43 | Manufacturing and sale of distance interchangeable machine and base station |
| 南京夏普電子有限公司 | 南京市 | 近藤泰彥 | 美元2,458.00 | 人民幣6,142.54 | 30 | 液晶電視機，多媒體顯示終端機 |
| Nanjing Sharp Electronic Co. Ltd | Nanjing | | USD2,458.00 | RMB6,142.54 | 30 | LCD television and multi-media display terminal |
| 南京愛立信熊貓移動終端有限公司 | 南京市 | Jan Main | 美元1,200.00 | 人民幣3,476.94 | 35 | 開發、製造、生產、銷售資料通信終端設備 |
| Nanjing Ericsson Mobile Terminal Co. Ltd | Nanjing | Jan Main | USD1,200.00 | RMB3,476.94 | 35 | Develop manufacture, produce and sell information communication terminal equipment |
| 深圳市京華電子股份有限公司 | 深圳市 | 李素琴 | 人民幣11,507.00 | 人民幣6,968.74 | 38.03 | 生產銷售通訊設備、電子產品 |
| Shenzhen Jinghua Electronic Company, Shenzhen | Shenzen | Li Suqin | RMB11,507.00 | RMB6,968.74 | 38.03 | Produce and sell communication equipment, electronic products |
| 江蘇省軟體產業股份有限公司 | 南京市 | 趙國楨 | 人民幣19,800.00 | 人民幣6,930.00 | 35 | 計算機網路系統集成、軟體等的開發生產銷售 |
| Jiangsu Software Industrial Co. Ltd | Nanjing | Chiu Guojing | RMB19,800.00 | RMB6,930.00 | 35 | Research & develop computer system integration and software |
| 英特納(南京)通信天線系統有限公司 | 南京市 | Olof Lenneman | 人民幣1,000.00 | 人民幣175.00 | 35 | 研究、生產及銷售天線系統等 |
| Intenna (Nanjing) Co. Ltd | Nanjing | Olof Lenneman | RMB1,000.00 | RMB175.00 | 35] | Research, produce and sell antenna systems |
| 南京凌雲信息有限公司 | 南京市 | 張衛偉 | 人民幣50.00 | 人民幣15.00 | 30 | 經營調頻副信道信息服務業務 |
| Nanjing Lingyuan Information Co. Ltd | Nanjing | Zhang Weiwei | RMB50.00 | RMB15.00 | 30 | Provide sub-channel service |
| 恩貝爾電池(南京)有限公司 | 南京市 | Barrie Lawson | 人民幣1,050.00 | 人民幣240.00 | 40 | 生產無汞城錳二次電池、鋰離子電池 |
| MPower Batteries (Nanjing) Co. Ltd | Nanjing | Barrie Lawson | RMB1,050.00 | RMB240.00 | 40 | Produce mobile telecommunication batteries |
| 南京熊貓田村通信電源設備有限公司 | 南京市 | 李安建 | 美元80.00 | 人民幣331.08 | 50 | 開發、製造通信、計算機等產品配套電源 |
| Nanjing Panda Tamura Communication Equipment Co. Ltd | Nanjing | Li Anjian | USD80.00 | RMB331.08 | 50 | Develop and manufacture auxiliary power source for communication and computer products |
| 南京熊貓日立科技有限公司 | 南京市 | 李安建 | 日元20,000.00 | 人民幣653.32 | 49 | SMTC表面安裝技術、絲網印刷機 |
| Nanjing Panda Hitachi Technology Co. Ltd | Nanjing | Li Anjian | JPY20,000.00 | RMB653.32 | 49 | SMTC surface installation technology, SMT printer |



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明, 以下資料是合併數)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated)

註釋

Note

1. 貨幣資金

1. Cash and Bank Balances

| 項目 Item | 幣種 Currency | 原幣金額 Balance in original | 折算匯率 Exchange rate | 二零零一年 | 二零零零年 |
|-------------------------------|----------------|-----------------------------|-----------------------|-----------------------|-----------------------|
| | | | | 十二月三十一日 31.12.2001 | 十二月三十一日 31.12.2000 |
| | | | | 人民幣元 RMB | 人民幣元 RMB |
| 現金 Cash on hand | 人民幣 RMB | 268,790.66 | 1.00 | 268,790.66 | 302,585.39 |
| 現金小計 Sub-total | | | | 268,790.66 | 302,585.39 |
| 銀行存款 Cash in bank | 人民幣 RMB | 136,137,655.39 | 1.00 | 136,137,655.49 | 111,715,288.30 |
| | 港元 HKD | 9,265.80 | 1.0614 | 9,834.72 | 9,745.46 |
| | 美元 USD | 1,041,938.91 | 8.2766 | 8,623,711.58 | 7,723,603.11 |
| 銀行存款小計 Sub-total | | | | 144,771,201.79 | 119,448,636.87 |
| 其他貨幣資金 Other monetary fund | | | | | |
| 保證金存款 Guaranteed deposit | 人民幣 RMB | 20,011,220.33 | 1.00 | 20,011,220.33 | 283,025,866.68 |
| 存出投資款 Investment | 人民幣 RMB | 19,062.12 | 1.00 | 19,062.12 | — |
| 其他貨幣資金小計 Sub-total | | | | 20,030,282.45 | 283,025,866.68 |
| 合計 Total | | | | 165,070,274.80 | 402,777,088.94 |

會計報表註釋 Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除 非特別說明, 以下資料是 合併數)(續)

1. 貨幣資金(續)

- (1) 本公司之子公司南京熊貓信息產業有限公司以定期存款882,000.00美元折合人民幣7,283,408.00元作為質押以取得銀行借款, 詳見附註10說明。
- (2) 本公司之子公司南京熊貓國際通信有限公司以定期存款人民幣29,454,000.00元作為質押用於擔保南京縱橫通訊技術有限公司在銀行取得金額總額為人民幣29,454,000.00元的貸款, 詳見附註10說明。
- (3) 期末數較期初數減少59.02%系用於開具承兌匯票的保證金大幅減少。

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

1. Cash and Bank Balances (continued)

- (1) The Company's subsidiary, Nanjing Panda Information on Industry Co., Ltd. has made a fixed deposit of US\$882,000.00 equivalent to RMB7,283,408.00 as pledge for a bank loan. Retail can be seen in Note 10.
- (2) The Company's subsidiary, Nanjing Panda International Telecommunication System Co., Ltd. had made a fixed deposit of RMB29,454,000.00 as pledge for Nanjing Panda Zhongheng Communication Technology Co. Ltd. to obtain a bank loan of RMB29,454,000.00. Detail of the loan can be seen in Note 10.
- (3) The year end balance was 59.02% less than the beginning of year balance due to a major reduction in guarantee deposit of bill of acceptance.



會計報表註釋 Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

2. 短期投資和短期投資跌價準備

(1) 短期投資具體情況

| 項目 Item | | 二零零一年十二月三十一日 31.12.2001 | | 二零零零年十二月三十一日 31.12.2000 | |
|------------|------------------|--|---|--|---|
| | | 投資金額 Investment amount 人民幣元 RMB | 跌價準備 Provision for diminution 人民幣元 RMB | 投資金額 Investment amount 人民幣元 RMB | 跌價準備 Provision for diminution 人民幣元 RMB |
| 股票投資 | Share investment | 75,606,203.26 | 8,887,001.05 | 987,125.95 | — |
| 債券投資 | Bond investment | 104,999,206.00 | — | — | — |
| 其他投資 | Other investment | — | — | 120,000,000.00 | — |
| 合計 | Total | 180,605,409.26 | 8,887,001.05 | 120,987,125.95 | — |

(2) 股票投資

(2) Share investment

| 股票項目 Share item | 投資金額 Investment amount 人民幣元 RMB | 二零零一年十二月三十一日 31.12.2001 | | | 二零零零年十二月三十一日 31.12.2002 | | |
|--------------------|--|-----------------------------------|---|--------------|--|-----------------------------------|---|
| | | 市價 Market value 人民幣元 RMB | 跌價準備 Provision for diminution 人民幣元 RMB | | 投資金額 Investment amount 人民幣元 RMB | 市價 Market value 人民幣元 RMB | 跌價準備 Provision for diminution 人民幣元 RMB |
| 上市流通股 | Unlisted shares | 75,606,203.26 | 66,719,202.21 | 8,887,001.05 | 987,125.95 | 963,809.83 | — |

本公司計提短期投資跌價準備所選用的期末市價係來源於二零零一年十二月二十八日證券市場中相應股票的收市價。

The Company used the stock market closing price of 28 December 2001 in calculating the provision for diminution in short term investment.

會計報表註釋 Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

2. 短期投資和短期投資跌價準備(續)

(3) 債券投資

| 債券項目 Bond item | 二零零一年十二月三十一日 31.12.2001 | | | 二零零零年十二月三十一日 31.12.2000 | | |
|-----------------------|----------------------------|--------------|--------------------------|----------------------------|--------------|--------------------------|
| | 投資金額 | 市價 | 跌價準備 | 投資金額 | 市價 | 跌價準備 |
| | Investment amount | Market value | Provision for diminution | Investment amount | Market value | Provision for diminution |
| | 人民幣元 RMB | 人民幣元 RMB | 人民幣元 RMB | 人民幣元 RMB | 人民幣元 RMB | 人民幣元 RMB |
| 國債 Government bond | 104,999,206.00 | — | — | — | — | — |

(4) 其他投資

(4) Other investment

| 投資項目 Other investment | 二零零一年十二月三十一日 31.12.2001 | | | 二零零零年十二月三十一日 31.12.2000 | |
|--------------------------|----------------------------|--------------------------|--------------|----------------------------|--------------------------|
| | 投資金額 | 跌價準備 | 所得收益 | 投資金額 | 跌價準備 |
| | Investment amount | Provision for diminution | Gains | Investment amount | Provision for diminution |
| | 人民幣元 RMB | 人民幣元 RMB | 人民幣元 RMB | 人民幣元 RMB | 人民幣元 RMB |
| 其他投資 Other investment | — | — | 1,312,000.00 | 120,000,000.00 | — |

期末數較期初數增加41.93%系投資國債和股票。

The balance of investment at the end of the year grew 41.93% over the balance at the beginning of the year due to investment in government bonds and stocks.



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明, 以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

3. 應收票據

3. Bills Receivable

| 種類 Type | | 二零零一年 | 二零零零年 |
|------------|-----------------------|-----------------------|-----------------------|
| | | 十二月三十一日 31.12.2001 | 十二月三十一日 31.12.2000 |
| | | 人民幣元 RMB | 人民幣元 RMB |
| 銀行承兌匯票 | Bank acceptance notes | 2,110,081.37 | 1,200,000.00 |
| 商業承兌匯票 | Commercial notes | 76,447,791.03 | 2,415,768.55 |
| 合計 | Total | 78,557,872.40 | 3,615,768.55 |

期末數較期初數增加20.72倍系期末收到背書轉讓的票據7,105萬元。

The balance at the end of the year was 20.72 times higher than the balance at the beginning of the year due to an acceptance of an endorsed note of RMB71.05 million.

4. 應收股利

4. Dividends Receivable

| 項目 Item | | 二零零一年 | 二零零零年 |
|-------------|---|-----------------------|-----------------------|
| | | 十二月三十一日 31.12.2001 | 十二月三十一日 31.12.2000 |
| | | 人民幣元 RMB | 人民幣元 RMB |
| 長期股權投資股利 | Dividends from long term equity investments | | |
| — 權益法核算公司股利 | — on the basis of equity method | 3,500,295.45 | 7,439,514.89 |

期末數較期初數減少52.95%系本期收深圳市京華電子股份有限公司股利。

The balance at the end of the year shrank 52.95% from the balance at the beginning of the year due to dividend income from Shenzhen Jinghua Electronic Co. Ltd.

會計報表註釋

Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明, 以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

5. 應收賬款

5. Accounts Receivables

| 賬齡 Age | 二零零一年十二月三十一日 31.12.2001 | | | | 二零零零年十二月三十一日 31.12.2000 | | | |
|---------------------------|-----------------------------|-----------------------|---|------------------------------------|-----------------------------|-----------------------|---|------------------------------------|
| | 金額 Amount 人民幣元 RMB | 比例 Percentage % | 壞賬準備 Provision for bad debts 人民幣元 RMB | 淨額 Net amount 人民幣元 RMB | 金額 Amount 人民幣元 RMB | 比例 percentage % | 壞賬準備 Provision for bad debts 人民幣元 RMB | 淨額 Net amount 人民幣元 RMB |
| 1年以內 Within 1 year | 111,361,768.00 | 82.94 | 1,759,254.18 | 109,602,513.82 | 124,931,425.39 | 87.97 | 3,747,942.76 | 121,183,482.63 |
| 1-2年 1-2 years | 11,251,750.84 | 8.38 | 571,169.37 | 10,680,581.47 | 12,470,251.42 | 8.78 | 748,215.09 | 11,722,036.33 |
| 2-3年 2-3 years | 8,136,783.40 | 6.06 | 1,790,814.14 | 6,345,969.26 | 794,303.03 | 0.56 | 238,290.91 | 556,012.12 |
| 3年以上 More than 3 years | 3,518,489.60 | 2.62 | 2,499,571.82 | 1,018,917.78 | 3,824,063.20 | 2.69 | 2,294,437.92 | 1,529,625.28 |
| 合計 Total | 134,268,791.84 | 100 | 6,620,809.51 | 127,647,982.33 | 142,020,043.04 | 100.00 | 7,028,886.68 | 134,991,656.36 |

欠款金額前五名合計為76,945,851.94元, 佔應收賬款總額的比例為57.31%。

The five biggest debts totaled RMB76,945,851.94, accounting for 57.31% of the total value of the account receivable.

應收賬款期末餘額無持有本公司5%(含5%)以上股份的股東單位欠款。

The year end balance of the accounts receivable does not include amount due from shareholders' with 5% or above shareholding in the Company.

本公司認為三年以上賬齡的應收賬款, 無任何具體證據表明其無法收回。

The Company believes there is no evidence to suggest accounts receivable with over 3 years of age are non-recoverable.



會計報表註釋 Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

5. 應收賬款(續)

5. Accounts Receivables (continued)

應收賬款公司數明細列示如下:

Detail of account receivables are as follows:

| 賬齡 Age | 二零零一年十二月三十一日 31.12.2001 | | | | 二零零零年十二月三十一日 31.12.2000 | | | |
|---------------------------|-----------------------------|-----------------------|---|------------------------------------|-----------------------------|-----------------------|---|------------------------------------|
| | 金額 Amount 人民幣元 RMB | 比例 Percentage % | 壞賬準備 Provision for bad debts 人民幣元 RMB | 淨額 Net amount 人民幣元 RMB | 金額 Amount 人民幣元 RMB | 比例 percentage % | 壞賬準備 Provision for bad debts 人民幣元 RMB | 淨額 Net amount 人民幣元 RMB |
| 1年以內 Within 1 year | 17,605,786.46 | 78.65 | 254,952.86 | 17,350,833.60 | 5,314,705.71 | 63.92 | 159,441.17 | 5,155,264.54 |
| 1-2年 1-2 years | 4,308,383.14 | 19.25 | 97,676.38 | 4,210,706.76 | 1,561,490.59 | 18.78 | 93,689.44 | 1,467,801.15 |
| 2-3年 2-3 years | 388,616.68 | 1.74 | 31,757.66 | 356,859.02 | 122,156.20 | 1.47 | 36,646.86 | 85,509.34 |
| 3年以上 More than 3 years | 81,754.56 | 0.36 | 46,231.13 | 35,523.43 | 1,316,747.97 | 15.83 | 790,048.78 | 526,699.19 |
| 合計 Total | 22,384,540.84 | 100 | 430,618.03 | 21,953,922.81 | 8,315,100.47 | 100.00 | 1,079,826.25 | 7,235,274.22 |

欠款金額前五名合計為人民幣14,360,273.46元,佔應收賬款總額的比例為64.15%。

The biggest 5 account receivables totaled RMB14,360,273.46 accounting for 64.15% of the total account receivables for the year.

應收賬款期末餘額無持有本公司5%(含5%)以上股份的股東單位欠款。

Accounts receivable do not include any amount due from holders with 5% or above shareholding in the Company.

本公司認為三年以上賬齡的應收賬款,無任何具體證據表明其無法收回。

The Company believes there are no evidence to suggest that account receivables of over 3 years of age one non-recoverable.

期末數較期初數增加1.69倍是銷售收入大幅增長致應收賬款有所增加。

Year-end balance increased by 1.69 times over the beginning of year balance due to substantial growth in sales and growth in account receivables.

會計報表註釋

Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

6. 其他應收款(續)

6. Other Receivables

| 賬齡 Age | 二零零一年十二月三十一日 31.12.2001 | | | | 二零零零年十二月三十一日 31.12.2000 | | | |
|---------------------------|-----------------------------|-----------------------|---|------------------------------------|-----------------------------|-----------------------|---|------------------------------------|
| | 金額 Amount 人民幣元 RMB | 比例 Percentage % | 壞賬準備 Provision for bad debts 人民幣元 RMB | 淨額 Net amount 人民幣元 RMB | 金額 Amount 人民幣元 RMB | 比例 percentage % | 壞賬準備 Provision for bad debts 人民幣元 RMB | 淨額 Net amount 人民幣元 RMB |
| 1年以內 Within 1 year | 35,275,360.96 | 37.17 | 452,075.64 | 34,823,285.32 | 233,330,043.53 | 84.96 | 6,999,901.30 | 226,330,142.23 |
| 1-2年 1-2 years | 10,136,866.48 | 10.68 | 2,498,797.34 | 7,638,069.14 | 3,666,620.44 | 1.34 | 219,997.23 | 3,446,623.21 |
| 2-3年 2-3 years | 3,979,655.22 | 4.19 | 949,714.71 | 3,029,940.51 | 23,227,504.65 | 8.46 | 6,968,251.40 | 16,259,253.25 |
| 3年以上 More than 3 years | 45,516,209.67 | 47.96 | 27,348,941.67 | 18,167,268.00 | 14,400,254.03 | 5.24 | 8,640,152.41 | 5,760,101.62 |
| 合計 Total | 94,908,092.33 | 100 | 31,249,529.36 | 63,658,562.97 | 274,624,422.65 | 100.00 | 22,828,302.34 | 251,796,120.31 |

欠款金額前五名的單位欠款合計為人民幣35,736,809.05元,佔其他應收款總額的比例為37.65%。

The biggest 5 other receivables totaled RMB35,736,809.05, accounting for 37.65% of the total other receivables for the year.

其他應收款期末餘額無欠持有本公司5%(含5%)以上股份的股東單位款項。

Other receivables do not include any amount due from holders with 5% or above shareholding in the Company.

本公司認為三年以上賬齡的其他應收款,無任何具體證據表明其無法收回。

The Company believes there are no hand evidence to suggest that other receivables of over 3 years of age are non-recoverable.

期末數較期初數減少65.44%系收回南京熊貓電視機有限公司欠款。

Year end balance decreased by 65.44% from the beginning of year balance due to receipt of receivables from Nanjing Panda Television Co., Ltd.



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

6. 其他應收款(續)

6. Other Receivables (continued)

其他應收款公司數明細列示如下:

Detail of other receivables are as follows:

| 賬齡 Age | 二零零一年十二月三十一日 31.12.2001 | | | | 二零零零年十二月三十一日 31.12.2000 | | | |
|---------------------------|-----------------------------|-----------------------|---|------------------------------------|-----------------------------|-----------------------|---|------------------------------------|
| | 金額 Amount 人民幣元 RMB | 比例 Percentage % | 壞賬準備 Provision for bad debts 人民幣元 RMB | 淨額 Net amount 人民幣元 RMB | 金額 Amount 人民幣元 RMB | 比例 percentage % | 壞賬準備 Provision for bad debts 人民幣元 RMB | 淨額 Net amount 人民幣元 RMB |
| 1年以內 Within 1 year | 54,471,854.66 | 46.66 | 235,294.09 | 54,236,560.57 | 221,938,499.34 | 85.39 | 6,658,154.98 | 215,280,344.36 |
| 1-2年 1-2 years | 14,861,292.17 | 12.73 | 2,095,701.19 | 12,765,590.98 | 2,640,162.71 | 1.01 | 158,409.76 | 2,481,752.95 |
| 2-3年 2-3 years | 3,287,560.45 | 2.82 | 801,265.28 | 2,486,295.17 | 22,221,016.70 | 8.55 | 6,666,305.01 | 15,554,711.69 |
| 3年以上 More than 3 years | 44,128,327.75 | 37.79 | 24,047,603.22 | 20,080,724.53 | 13,118,705.35 | 5.05 | 7,871,223.21 | 5,247,482.14 |
| 合計 Total | 116,749,035.03 | 100 | 27,179,863.78 | 89,569,171.25 | 259,918,384.10 | 100 | 21,354,092.96 | 238,564,291.14 |

欠款金額前五名的單位欠款合計為人民幣66,344,387.61元,佔其他應收款總額的比例為56.83%。

The biggest 5 other receivables totalled RMB66,344,387.61, accounting for 56.83% of the total other receivables for the year.

本公司認為三年以上賬齡的其他應收款,無任何具體證據表明其無法收回。

The Company believes there are no hand evidence to suggest that other receivables of over 3 years of age are non-recoverable.

期末數較期初數減少55.08%系收回南京熊貓電視機公司欠款。

Year end balance decreased by 55.08% from the beginning of year balance due to receipt of receivables from Nanjing Panda Television Co., Ltd.

會計報表註釋

Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

7. 預付賬款

7. Prepayment

| 賬齡 Age | | 二零零一年十二月三十一日 31.12.2001 | | 二零零零年十二月三十一日 31.12.2000 | |
|-----------|-------------------|-----------------------------|-----------------------|-----------------------------|-----------------------|
| | | 金額 Amount 人民幣元 RMB | 比例 Percentage % | 金額 Amount 人民幣元 RMB | 比例 Percentage % |
| 1年以內 | Within 1 year | 21,314,473.93 | 35.95 | 134,571,263.03 | 82.87 |
| 1-2年 | 1-2 years | 37,795,976.81 | 63.75 | 4,003,656.65 | 2.47 |
| 2-3年 | 2-3 years | 169,575.00 | 0.29 | 3,451,900.00 | 2.12 |
| 3年以上 | More than 3 years | 3,465.00 | 0.01 | 20,366,679.68 | 12.54 |
| 合計 | Total | 59,283,490.74 | 100 | 162,393,499.36 | 100.00 |

預付賬款期末餘額無持有本公司5%(含5%)以上股份的股東單位欠款。

Year-end prepayment does not include any amount due from holders with 5% or above shareholding in the Company.

一年以上賬齡的預付賬款其未收回的原因是:原電視機業務遺留問題尚待清理。

Reasons for not receiving prepayment of over 1 year of age: problems left over from the Company's original television business and are still being processed.

期末數較期初數減少63.49%系清理預付南京熊貓電子進出口公司款項及部分預付款轉至其他應收款。

Year end balance reduced by 63.49% comparing to the beginning of year balance due to clearance of prepayment to Nanjing Panda Electronic Import/Export Company and transferring some prepayments to other receivables.



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

8. 存貨及存貨跌價準備(續)

| 項目 Age | 二零零一年十二月三十一日 31.12.2001 | | 二零零零年十二月三十一日 31.12.2000 | |
|-----------------------------|------------------------------------|-----------------------------------|------------------------------------|-----------------------------------|
| | 賬面餘額 Net balance 人民幣元 RMB | 賬面價值 Book value 人民幣元 RMB | 賬面餘額 Net balance 人民幣元 RMB | 賬面價值 Book value 人民幣元 RMB |
| 原材料 Raw materials | 38,519,268.60 | 31,093,413.88 | 36,766,459.53 | 28,591,107.08 |
| 包裝物 Self-manufactured | 184,313.97 | 135,030.48 | 193,729.87 | 188,303.72 |
| 在製品 Work in progress | 25,705,214.51 | 24,520,431.13 | 43,769,419.99 | 42,253,544.49 |
| 低值易耗品 Low value consumables | 433,019.50 | 395,849.33 | 359,461.36 | 139,194.18 |
| 庫存商品 Stored commodities | 53,787,178.13 | 45,264,040.45 | 97,512,911.22 | 93,826,999.55 |
| 委託加工材料 Sub-contracted | 414,632.34 | 414,632.34 | 109,349.36 | 108,595.76 |
| 自製半成品 Semi finished goods | 22,064.51 | 22,064.51 | 2,576.50 | 2,576.50 |
| 委託代銷商品 Agency commodities | 4,991,056.01 | 4,991,056.01 | — | — |
| 合計 Total | 124,056,747.57 | 106,836,518.13 | 178,713,907.83 | 165,110,321.28 |

期末數較期初數減少30.58%系南京熊貓國際通信有限公司大量處理出售庫存消費類移動通信產品。

Year-end balance reduced by 30.58% comparing to the beginning of year balance due to Nanjing Panda International Communication Co., Ltd. handling and selling large amount of stored consumable mobile telecommunications products.

| 存貨跌價準備 Provision for devaluation of stocks | 二零零零年 十二月三十日 31.12.2000 | | 本年度增加 Increase in the year 人民幣元 RMB | 本年度轉回 Transfer to the year 人民幣元 RMB | 二零零一年 十二月三十日 31.12.2001 | |
|---|-------------------------------|--------------|---|---|-------------------------------|-------------|
| | 人民幣元 RMB | 人民幣元 RMB | | | 人民幣元 RMB | 人民幣元 RMB |
| 原材料 Raw materials | 8,175,352.45 | — | — | 749,497.73 | 7,425,854.72 | — |
| 包裝物 Self-manufactured | 5,426.15 | 43,857.34 | — | — | 49,283.49 | — |
| 在製品 Work in progress | 1,515,875.50 | — | — | 331,092.12 | 1,184,783.38 | — |
| 低值易耗品 Low value consumables | 220,267.18 | — | — | 183,097.01 | 37,170.17 | — |
| 庫存商品 Stored commodities | 3,685,911.67 | 4,837,226.01 | — | — | 8,523,137.68 | — |
| 委託加工材料 Sub-contracted | 753.60 | — | — | 753.60 | — | — |
| 合計 Total | 13,603,586.55 | 4,881,083.35 | — | 1,264,440.46 | 17,220,229.44 | — |

上述存貨可變現淨值的確定依據是:在最新市價的基礎上扣除該等存貨未來變現將支付的有關費用。

The reasons for the above stocks to be able to convert to net present value: base on the latest market price after deducting expenses relating to turning stocks into cash in future.

會計報表註釋 Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

9. 待攤費用

9. Deferred Expenses

| 類別 Type | | 二零零一年 十二月三十一日 31.12.2001 人民幣元 RMB | 二零零零年 十二月三十一日 31.12.2000 人民幣元 RMB | 年末結存原因 Year end balance and reasons |
|------------|--------------------------------|---|---|---|
| 維修費 | Maintenance and repair expense | 79,360.00 | 74,255.72 | 預付二零零二年維修費 Prepayment of 2002 repair expense |
| 房租 | Rent | 73,341.97 | 36,666.68 | 預付二零零二年房租 Prepayment of 2002 rent |
| 模具費 | Modelling expenses | 376,908.86 | 890,224.39 | 預付二零零二年模具費 Prepayment of 2002 repair Moulding expense |
| 廣告費 | Advertising expenses | 100,000.00 | 12,577,562.20 | 預付二零零二年廣告費 Prepayment of 2002 advertising expense |
| 其他 | Other | 416,801.16 | 808,281.25 | |
| 合計 | Total | 1,046,411.99 | 14,386,990.24 | |

期末數較期初數減少92.73%系上期預付的二零零一年廣告費於本期攤銷完畢。

Year end balance is 92.73% less than the beginning of year balance due to complete amortisation of the 2001 prepaid advertising expenses in the current period.

10. 長期投資

10. Long Term Investment

(1) 明細列示如下:

(1) Details are as follows:

| 項目 Age | | 二零零一年十二月三十一日 31.12.2001 | | | 二零零零年十二月三十一日 31.12.2000 | | |
|------------|---|----------------------------|--------------|----------------|----------------------------|-------------|----------------|
| | | 賬面餘額 | 減值準備 | 賬面價值 | 賬面餘額 | 減值準備 | 賬面價值 |
| | | Net balance | devaluation | Book Value | Net balance | devaluation | Book Value |
| | | 人民幣元 RMB | 人民幣元 RMB | 人民幣元 RMB | 人民幣元 RMB | 人民幣元 RMB | 人民幣元 RMB |
| 長期股權投資 | Long term equity investment | 842,660,532.75 | 3,463,465.36 | 839,197,067.39 | 656,275,992.02 | — | 656,275,992.02 |
| 其中: 對子公司投資 | Including: investment in subsidiaries | 3,409,405.29 | — | 3,409,405.29 | 166,077.91 | — | 166,077.91 |
| 對合營企業投資 | investment in joint venture enterprises | 3,310,800.00 | — | 3,310,800.00 | — | — | — |
| 對聯營企業投資 | investment in associated companies | 832,476,862.10 | — | 832,476,862.10 | 652,646,448.75 | — | 652,646,448.75 |
| 其他股權投資 | Other equity investment | 3,463,465.36 | 3,463,465.36 | — | 3,463,465.36 | — | 3,463,465.36 |
| 長期債權投資 | Long term bond investment | — | — | — | — | — | — |
| 合計 | Total | 842,660,532.75 | 3,463,465.36 | 839,197,067.39 | 656,275,992.02 | — | 656,275,992.02 |



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

10. 長期投資(續)

a. 其他股權投資

| 被投資單位名稱 Name of parties to be invested | 投資起止期 Investment period | 佔被投資單位 註冊資本比例 Shareholding percentage % | 初始投資成本 Initial investment 人民幣元 RMB | 減值準備 Provision tax devaluation | | | |
|--|-------------------------------|---|--|--|---|---|--|
| | | | | 二零零零年 十二月 三十一日餘額 Balance as at 31.12.2000 人民幣元 RMB | 本年度增加 Increase in the year 人民幣元 RMB | 本年度轉回 Transfer in the year 人民幣元 RMB | 二零零一年 十二月 三十一日餘額 Balance as at 31.12.2001 人民幣元 RMB |
| 南京愛立信通信有限公司(註1) Nanjing Ericsson Panda Communication Company Limited (Note 1) | 1992.09-2022.09 | 43.00 | 60,863,279.60 | — | — | — | — |
| 南京愛立信熊貓移動終端 有限公司(註1) Nanjing Ericsson Panda Mobile Terminals Co. Ltd (Note 1) | 1998.11-2018.11 | 35.00 | 34,769,364.00 | — | — | — | — |
| 深圳市京華電子股份有限公司 Shenzhen Jinghua Electronic Co. Ltd | | 38.03 | 69,687,437.75 | — | — | — | — |
| 熊貓電子集團南京包裝材料廠 Panda Electronics Group Company Nanjing Package Materials Co. Ltd | 1990.08-2005.08 | 30.00 | 1,500,000.00 | — | — | — | — |
| 江蘇省軟體產業股份有限公司 Jiangsu Software Industrial Co. Ltd | 2000.12- | 35.00 | 69,300,000.00 | — | — | — | — |
| 英特納(南京)通信天線系統 有限公司 Intenna (Nanjing) Co. Ltd. | 2000.12- | 35.00 | 1,750,000.00 | — | — | — | — |
| 南京夏普電子有限公司 Nanjing Sharp Electronics Co. Ltd | 1996.03-2026.03 | 30.00 | 61,425,420.00 | — | — | — | — |

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

10. Long Term Investment (continued)

a. Other equity investment

會計報表註釋

Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

10. 長期投資(續)

10. Long Term Investment (continued)

a. 其他股權投資(續)

a. Other equity investment (continued)

| 被投資單位名稱 Name of parties to be invested | 投資起止期 Investment period | 佔被投資單位 註冊資本比例 Shareholding percentage % | 初始投資成本 Initial investment 人民幣元 RMB | 減值準備 Provision tax devaluation | | | 二零零一年 十二月 三十一日餘額 Balance as at 31.12.2001 人民幣元 RMB |
|---|-------------------------------|---|--|--|---|---|--|
| | | | | 二零零零年 十二月 三十一日餘額 Balance as at 31.12.2000 人民幣元 RMB | 本年度增加 Increase in the year 人民幣元 RMB | 本年度轉回 Transfer in the year 人民幣元 RMB | |
| 南京凌雲信息有限公司 Nanjing Lingyuan Information Co. Ltd | 1998.08-2008.08 | 30.00 | 150,000.00 | — | — | — | — |
| 恩貝爾電池(南京)有限公司 MPower Batteries (Nanjing) Ltd. | 2001.04- | 40.00 | 2,400,000.00 | — | — | — | — |
| 南京熊貓田村通信電源設備 有限公司 Nanjing Ericsson Mobile Terminal Co. Ltd | 2001.07-2011.07 | 50.00 | 3,310,800.00 | — | — | — | — |
| 南京熊貓日立科技有限公司 Nanjing Panda Hitashi Technology Co. Ltd | 2001.11- | 49.00 | 6,533,170.00 | — | — | — | — |
| 南京聯華南普新型塗裝有限公司 Nanjing Lianhua Nap New Coating & Decorating Co. Ltd | 1995.12-2005.12 | 33.33 | 1,000,000.00 | — | — | — | — |
| 上海中童信息網絡有限公司 Shanghai Zhongtong Information Network Co. Ltd | 2005.05-2005.12 | 45.00 | 450,000.00 | — | — | — | — |
| 南京電子(昆山)有限公司 Nanjing Electronics (Kunshan) Co. Ltd | 2000.6-2011.6 | 40.00 | 1,562,094.12 | — | — | — | — |
| 南京熊貓醫療電子有限公司 Nanjing Panda Medical Electronics Co. Ltd | 2001.10-2020.8 | 50.00 | 500,000.00 | — | — | — | — |



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

6、 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

10. 長期投資(續)

a. 其他股權投資(續)

| 被投資單位名稱 Name of parties to be invested | 投資起止期 Investment period | 佔被投資單位 註冊資本比例 Shareholding percentage % | 初始投資成本 Initial investment 人民幣元 RMB | 減值準備 Provision tax devaluation | | | 二零零一年 十二月 三十一日餘額 Balance as at 31.12.2001 人民幣元 RMB |
|---|-------------------------------|---|--|--|---|---|--|
| | | | | 二零零零年 十二月 三十一日餘額 Balance as at 31.12.2000 人民幣元 RMB | 本年度增加 Increase in the year 人民幣元 RMB | 本年度轉回 Transfer in the year 人民幣元 RMB | |
| 南京華格電汽塑業有限公司 Nanjing Huage Dian Qi Plastic Industrial Co. Ltd | 2001.12-2011.12 | 60.00 | 3,000,000.00 | — | — | — | — |
| 北京飛虹電子有限公司 Beijing Fei Hong Electronic Co. Ltd | 1994.06- | 9.60 | 1,200,000.00 | — | 1,200,000.00 | — | 1,200,000.00 |
| 北京中視聯數位系統有限公司 Beijing Zhong Shi Lian Digit System Co. Ltd | 2000.11- | | 360,000.00 | — | 360,000.00 | — | 360,000.00 |
| 湖南衡陽先鋒實業有限公司 Hunan Hengyang Xianteng Industrial Co. Ltd | 1998.04- | | 500,000.00 | — | 500,000.00 | — | 500,000.00 |
| 按成本法反映的其他投資 Other investment reflected at cost | | | 1,403,465.36 | — | 1,403,465.36 | — | 1,403,465.36 |
| 合計 Total | | | 321,665,030.83 | — | 3,463,465.36 | — | 3,463,465.36 |

註1： 該等公司的壞賬準備政策系在對應收賬款的回收可能性作出具體評估後計提，對有證據表明確定無法收回的應收賬款，根據公司管理權限，由董事會批准，作為壞賬損失，沖銷提取的壞賬準備。

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

10. Long Term Investment (continued)

a. Other equity investment (continued)

| 被投資單位名稱 Name of parties to be invested | 投資起止期 Investment period | 佔被投資單位 註冊資本比例 Shareholding percentage % | Initial investment RMB | Provision tax devaluation | | | Balance as at 31.12.2001 RMB |
|--|-------------------------------|---|------------------------------|------------------------------------|--------------------------------|--------------------------------|------------------------------------|
| | | | | Balance as at 31.12.2000 RMB | Increase in the year RMB | Transfer in the year RMB | |
| Nanjing Huage Dian Qi Plastic Industrial Co. Ltd | 2001.12-2011.12 | 60.00 | 3,000,000.00 | — | — | — | — |
| Beijing Fei Hong Electronic Co. Ltd | 1994.06- | 9.60 | 1,200,000.00 | — | 1,200,000.00 | — | 1,200,000.00 |
| Beijing Zhong Shi Lian Digit System Co. Ltd | 2000.11- | | 360,000.00 | — | 360,000.00 | — | 360,000.00 |
| Hunan Hengyang Xianteng Industrial Co. Ltd | 1998.04- | | 500,000.00 | — | 500,000.00 | — | 500,000.00 |
| Other investment reflected at cost | | | 1,403,465.36 | — | 1,403,465.36 | — | 1,403,465.36 |
| Total | | | 321,665,030.83 | — | 3,463,465.36 | — | 3,463,465.36 |

note1: The Company will make provision on bad debts of its subsidiaries after evaluating the probability of recovering and determining with clear evidence that the receivable is irrecoverable. The Company will according to its management right and limit and, upon approval by the Board of Directors, make a provision on bad debts. Such bad debt written off will be offset against provision.

會計報表註釋 Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

10. 長期投資(續)

a. 其他股權投資(續)

其中權益法核算的股權投資如下:

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

10. Long Term Investment (continued)

a. Other equity investment (continued)

Details of equity investment base on equity method are as follows:

| 被投資單位名稱 Name of parties to be invested | 初始投資成本 Original investment cost 人民幣元 RMB | 追加投資額 Addition in investment 人民幣元 RMB | 被投資單位 | 分得現金紅利額 Appropriated cash dividend 人民幣元 RMB | 累計權益增減額 Addition reduction in accumulated interest 人民幣元 RMB |
|--|---|--|--|--|--|
| | | | 權益增減額 Addition reduction in interest 人民幣元 RMB | | |
| 南京愛立信通信有限公司 Nanjing Ericsson Panda Communication Co. Ltd. | 60,863,279.60 | — | 260,157,652.28 | 117,620,910.00 | 468,928,998.49 |
| 南京愛立信熊貓移動終端有限公司 Nanjing Ericsson Mobile Terminal Co. Ltd. | 34,769,364.00 | — | 22,901,935.70 | — | 43,317,929.55 |
| 深圳市京華電子股份有限公司 Shenzhen Jinghua Electronics Co. Ltd. | 69,687,437.75 | — | 4,708,343.35 | — | 5,641,266.40 |
| 熊貓電子集團南京包裝材料廠 Nanjing Electronic Group Packing Material Plant | 1,500,000.00 | — | (88,928.16) | — | (1,500,000.00) |
| 江蘇省軟體產業股份有限公司 Jingsu Software Industrial Co. Ltd | 69,300,000.00 | — | (1,279,901.69) | — | (1,279,901.69) |
| 英特納(南京)通信天線系統有限公司 Intenna (Nanjing) Co. Ltd | 1,750,000.00 | — | (143,148.20) | — | (143,148.20) |
| 南京夏普電子有限公司 Nanjing Sharp Electronics Co. Ltd | 61,425,420.00 | — | 2,904,054.30 | — | 4,996,045.31 |
| 南京凌雲資訊有限公司 Nanjing Lingyuxn Information Co. Ltd | 150,000.00 | — | (45,610.89) | — | (65,274.24) |
| 恩貝爾電池(南京)有限公司 MPower Batteries (Nanjing) Ltd | 2,400,000.00 | — | (1,089,772.34) | — | (1,089,772.34) |
| 南京熊貓田村通信電源設備有限公司 Nanjing Panda Tamura Communication Equipment Co. Ltd | 3,310,800.00 | — | — | — | — |



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明, 以下資料是合併數)(續)

10. 長期投資(續)

a. 其他股權投資(續)

其中權益法核算的股權投資如下:

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

10. Long Term Investment (continued)

a. Other equity investment (continued)

Details of equity investment are as follows:

| 被投資單位名稱 Name of parties to be invested | 初始投資成本 Original investment cost 人民幣元 RMB | 追加投資額 Addition in investment 人民幣元 RMB | 被投資單位 | 分得現金紅利額 Appropriated cash dividend 人民幣元 RMB | 累計權益增減額 Addition reduction in accumulated interest 人民幣元 RMB |
|--|---|--|--|--|--|
| | | | 權益增減額 Addition/(reduction) in interest 人民幣元 RMB | | |
| 南京熊貓日立科技有限公司 Nanjing Panda Hitachi Technology Co. Ltd | 6,533,170.00 | — | (185,755.67) | — | (185,755.67) |
| 南京聯華南普新型塗裝有限公司 Nanjing Lianhua Nap New Coating & Decorating Co. Ltd | 1,000,000.00 | — | 35,367.08 | — | 35,367.08 |
| 上海中童資訊網路有限公司 Shanghai Zhongtong Information Network Co. Ltd | 450,000.00 | — | (24,817.98) | — | (450,000.00) |
| 南京電子(昆山)有限公司 Nanjing Electronics (Kunshan) Co. Ltd | 1,562,094.12 | — | 19,681.85 | — | 19,681.85 |
| 南京熊貓醫療電子有限公司 Nanjing Panda Medical Electronics Co. Ltd | 500,000.00 | — | — | — | — |
| 南京華格電汽塑業有限公司 Nanjing Huage Dian Qi Plastic Industrial Co. Ltd. | 3,000,000.00 | — | — | — | — |
| 合計 Total | 318,201,565.47 | — | 287,869,099.63 | 117,620,910.00 | 518,225,436.54 |

會計報表註釋

Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明, 以下資料是合併數)(續)

10. 長期投資(續)

b. 股權投資差額

| 被投資單位名稱 Name of parties to be invested | 初始金額 Initial amount | 形成原因 Reason of formation | 攤銷期限 amortisation period | 二零零零年 | 二零零一年 | |
|---|------------------------|---|--------------------------------|--------------------------|---|--------------------------|
| | | | | 十二月三十一日 餘額 Balance | 本年度攤銷額 amortisation during the year | 十二月三十一日 餘額 Balance |
| | 人民幣元 RMB | | | 人民幣元 RMB | 人民幣元 RMB | 人民幣元 RMB |
| 南京熊貓機電設備廠 Nanjing Panda Mechanical Engineering Plant | 511,756.61 | 收購股權價差 Difference in equity acquisition price | 5年 5 years | 511,756.61 | 102,351.32 | 409,405.29 |
| 南京熊貓精機有限公司 Nanjing Panda Accurate Machinery Co. Ltd | (345,678.70) | 收購股權價差 Difference in equity acquisition price | | (345,678.70) | (345,678.70) | — |
| 深圳市京華電子股份 有限公司 Shenzhen Jinghua Electronic Co. Ltd | 2,826,403.07 | 收購股權價差 Difference in equity acquisition price | 5年 5 years | 2,826,403.07 | 565,280.63 | 2,261,122.44 |
| 熊貓電子(昆山) 有限公司 Panda Electronics (Kunshan) Co. Ltd | 99,537.65 | 收購股權價差 Difference in equity acquisition price | 10年 10 years | — | — | 99,537.65 |
| 合計 Total | 3,092,018.63 | | | 2,992,480.98 | 321,953.25 | 2,770,065.38 |

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

10. Long Term Investment (continued)

b. Equity Investment Difference



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

10. 長期投資(續)

b. 股權投資差額

長期投資公司數明細列示如下:

(1) 明細列示如下:

| 項目 Item | | 二零零一年十二月三十一日 31.12.2001 | | | 二零零零年十二月三十一日 31.12.2000 | | |
|------------|---|----------------------------|-------------------------------------|--------------------|----------------------------|-------------------------------------|--------------------|
| | | 賬面餘額 Net balance | 減值準備 Provision for diminution | 賬面價值 Book value | 賬面餘額 Net balance | 減值準備 Provision for diminution | 賬面價值 Book value |
| | | 人民幣元 RMB | 人民幣元 RMB | 人民幣元 RMB | 人民幣元 RMB | 人民幣元 RMB | |
| 長期股權投資 | Long term equity investment | 928,331,272.23 | 3,463,465.36 | 924,867,806.87 | 750,823,460.15 | — | 750,823,460.15 |
| 其中: 對子公司投資 | Including: Investment in subsidiaries | 92,296,825.54 | — | 92,296,825.54 | 95,738,364.06 | — | 95,738,364.06 |
| 對合營企業投資 | Investment in joint venture enterprises | — | — | — | — | — | — |
| 對聯營企業投資 | Investment in associated companies | 832,570,981.33 | — | 832,570,981.33 | 651,621,630.73 | — | 651,621,630.73 |
| 其他股權投資 | Other equity investment | 3,463,465.36 | 3,463,465.36 | — | 3,463,465.36 | — | 3,463,465.36 |
| 長期債權投資 | Long term debenture investment | — | — | — | — | — | — |
| 合計 | Total | 928,331,272.23 | 3,463,465.36 | 924,867,806.87 | 750,823,460.15 | — | 750,823,460.15 |

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

10. Long Term Investment (continued)

b. Equity Investment Difference

Details of equity investment are as follows:

(1) Details are as follows:

會計報表註釋

Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

10. 長期投資(續)

a. 其他股權投資

| 被投資單位名稱 | 投資起止期 | 佔被投資單位 註冊資本比例 | 初始投資額 |
|---|-------------------|----------------------------|------------------------------|
| Name of parties to be invested | Investment period | Shareholding percentage | Initial investment amount |
| | | % | 人民幣元 |
| | | % | RMB |
| 南京熊貓機電設備廠 Nanjing Panda Mechanical Engineering Plant | 1999.05-2023.12 | 99.00 | 30,042,016.46 |
| 南京熊貓儀器儀錶有限公司 Nanjing Panda Appliance & Apparatus Co. Ltd | 2000.09-2020.09 | 74.00 | 700,000.00 |
| 南京熊貓電子物資有限公司 Nanjing Panda Electronic Material Co. Ltd | 1998.05-2028.04 | 94.34 | 500,000.00 |
| 南京熊貓電子系統工程 Nanjing Panda Electronic System Corp. | 1991.01- | 100.00 | 200,000.00 |
| 深圳市熊貓電子有限公司 Shenzhen Panda Electronic Co. Ltd | 1995.12-2012.12 | 95.00 | 6,175,000.00 |
| 南京熊貓國際通信系統有限公司 Nanjing Panda International Telecommunication System Co. Ltd | 1993.10-2003.10 | 72.00 | 7,655,000.00 |
| 南京光華電子注塑廠 Nanjing Guanghua Electronic Plastic Installing Plant | 1988.01-2007.12 | 71.94 | 8,448,300.00 |
| 南京熊貓技術裝備有限公司 Nanjing Panda Technology Equipment Co. Ltd | 1998.10-2013.10 | 70.00 | 3,500,000.00 |
| 南京熊貓資訊產業有限公司 Nanjing Panda Information Industry Co. Ltd | 1998.07-2028.07 | 72.00 | 21,000,000.00 |

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

10. Long Term Investment (continued)

a. Other equity investment



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明, 以下資料是合併數)(續)

10. 長期投資(續)

a. 其他股權投資(續)

| 被投資單位名稱 | 投資起止期 | 佔被投資單位 註冊資本比例 | 初始投資額 |
|--|-------------------|---------------------------------|--|
| Name of parties to be invested | Investment period | Shareholding percentage % | Initial investment amount 人民幣 RMB |
| 南京熊貓精機有限公司 Nanjing Panda Accurate Machinery Co. Ltd. | | 50.00 | 2,500,000.00 |
| 南京熊貓網通技術有限公司 Nanjing Panda Netcom Technology Co. Ltd. | 2001.04-2011.04 | 70.00 | 3,500,000.00 |
| 南京熊貓機電製造有限公司 Nanjing Panda Mechanical Manufacturing Co. Ltd. | 2001.06-2016.06 | 70.00 | 3,500,000.00 |
| 南京華格電汽塑業有限公司 Nanjing Huage Dian Qi Plastic Industrial Co. Ltd. | 2001.12-2011.12 | 60.00 | 3,000,000.00 |
| 南京愛立信熊貓通信有限公司 Nanjing Ericsson Panda Communication Co. Ltd. | 1992.09-2022.09 | 43.00 | 60,863,279.60 |
| 南京愛立信熊貓移動終端有限公司 Nanjing Ericsson Mobile Terminal Co. Ltd. | 1998.11-2018.11 | 35.00 | 34,769,364.00 |
| 深圳市京華電子股份有限公司 Shenzhen Jianghua Electronic Co. Ltd. | 1984.05-2034.05 | 38.03 | 69,687,437.75 |
| 熊貓電子集團南京包裝材料廠 Panda Electronic Group Packing Material Co. Ltd. | 1990.08-2005.08 | 30.00 | 1,500,000.00 |
| 江蘇省軟件產業股份有限公司 Jiangsu Software Industrial Co. Ltd | 2000.12- | 35.00 | 69,300,000.00 |

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

10. Long Term Investment (continued)

a. Other equity investment (continued)

會計報表註釋

Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六、 主要會計報表項目註釋 (除非特別說明，以下資料是合併數) (續)

10. 長期投資 (續)

a. 其他股權投資 (續)

| 被投資單位名稱 Name of parties to be invested | 投資起止期 Investment period | 佔被投資單位 註冊資本比例 Shareholding percentage % % | 初始投資額 Initial investment amount 人民幣元 RMB | 減值準備 Provision of diminution | | |
|---|-------------------------------|--|--|---|---|---|
| | | | | 二零零零年 十二月 三十一日 31.12.2000 人民幣元 RMB | 本年度增加 Increase in the year 人民幣元 RMB | 二零零一年 十二月 三十一日 31.12.2001 人民幣元 RMB |
| 英特納(南京)通信天線系統有限公司 Intenna (Nanjing) Co. Ltd | 2000.12- | 35.00 | 1,750,000.00 | — | — | — |
| 南京夏普電子有限公司 Nanjing Sharp Electronic Co. Ltd | 1996.03-2026.03 | 30.00 | 61,425,420.00 | — | — | — |
| 南京凌雲資訊有限公司 Nanjing Lingyun Information Co. Ltd | 1998.08-2008.08 | 30.00 | 150,000.00 | — | — | — |
| 恩貝爾電池(南京)有限公司 MPower Batteries (Nanjing) Ltd | 2001.04- | 40.00 | 2,400,000.00 | — | — | — |
| 南京熊貓田村通信電源設備有限公司 Nanjing Panda Tamura Communication Equipment Co. Ltd | 2001.07-2011.07 | 50.00 | 3,310,800.00 | — | — | — |
| 南京熊貓日立科技有限公司 Nanjing Panda Hitachi Technology Co. Ltd | 2001.11- | 49.00 | 6,533,170.00 | — | — | — |

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

10. Long Term Investment (continued)

a. Other equity investment (continued)



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六、 主要會計報表項目註釋(除非特別說明，以下資料是合併數)(續)

10. 長期投資(續)

a. 其他股權投資(續)

| 被投資單位名稱 Name of parties to be invested | 投資起止期 Investment period | 佔被投資單位 註冊資本比例 Shareholding percentage % % | 初始投資額 Initial investment amount 人民幣元 RMB | 減值準備 Provision of diminution | | |
|---|-------------------------------|--|--|---|---|---|
| | | | | 二零零零年 十二月 三十一日 31.12.2000 人民幣元 RMB | 本年度增加 Increase in the year 人民幣元 RMB | 二零零一年 十二月 三十一日 31.12.2001 人民幣元 RMB |
| 北京飛虹電子有限公司 Beijing Fei Hong Electronic Co. Ltd | 1994.06- | 9.60 | 1,200,000.00 | — | 1,200,000.00 | 1,200,000.00 |
| 北京中視聯數位系統有限公司 Beijing Zhong Shi Lian Digit System Co. Ltd | 2000.11- | | 360,000.00 | — | 360,000.00 | 360,000.00 |
| 湖南衡陽先鋒實業有限公司 Hunan Hengyang Xianfeng Industrial Co. Ltd | 1998.04- | | 500,000.00 | — | 500,000.00 | 500,000.00 |
| 按成本法反映的其他投資 Other investment reflected at cost | | | 1,403,465.36 | — | 1,403,465.36 | 1,403,465.36 |
| 合計 Total | | | 405,873,253.17 | — | 3,463,465.36 | 3,463,465.36 |

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

10. Long Term Investment (continued)

a. Other equity investment (continued)

會計報表註釋 Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

10. 長期投資(續)

a. 其他股權投資(續)

其中權益法核算的股權投資如下:

| 被投資單位名稱 Name of parties to be invested | 初始投資成本 | 權益增/(減)額 | 被投資單位 分得現金紅利額 | 累計權益增/(減)額 |
|---|----------------------------|-------------------------------------|-------------------------------|--|
| | Initial investment cost | Addition/(reduction) in interest | Appropriated cash dividend | Addition/(reduction) in accumulated interest |
| | 人民幣元 RMB | 人民幣元 RMB | | 人民幣元 RMB |
| 南京熊貓機電設備廠 Nanjing Panda Mechanical Engineering Plant | 30,042,016.46 | 1,034,972.80 | — | 1,321,673.79 |
| 南京熊貓儀器儀錶有限公司 Nanjing Panda Appliance & Apparatus Co. Ltd | 700,000.00 | 468,500.61 | — | 385,513.41 |
| 南京熊貓電子物資有限公司 Nanjing Panda Electronic Material Co. Ltd | 500,000.00 | (252,519.99) | — | (1,020,910.09) |
| 南京熊貓電子系統工程公司 Nanjing Panda Electronic System Corp. | 200,000.00 | (106,862.71) | — | (1,035,421.92) |
| 深圳市熊貓電子有限公司 Shenzhen Panda Electronic Co. Ltd | 6,175,000.00 | (498,077.31) | — | (2,308,862.99) |
| 南京熊貓國際通信系統有限公司 Nanjing Panda International Telecommunication System Co. Ltd | 7,655,000.00 | (6,037,077.71) | — | (6,090,681.79) |
| 南京光華電子注塑廠 Nanjing Guanghua Electronic Plastic Installing Plant | 8,448,300.00 | (7,579,614.37) | — | 17,507,560.87 |
| 南京熊貓技術裝備有限公司 Nanjing Panda Technology Equipment Co. Ltd | 3,500,000.00 | 757,117.18 | 1,011,267.24 | 929,855.32 |
| 南京熊貓信息產業有限公司 Nanjing Panda Information Industry Co. Ltd | 21,000,000.00 | (3,040,430.37) | — | (8,767,178.03) |

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

10. Long Term Investment (continued)

a. Other equity investment (continued)

Details of equity investment base an equity method are as follows:



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

10. 長期投資(續)

a. 其他股權投資(續)

其中權益法核算的股權投資如下:

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

10. Long Term Investment (continued)

a. Other equity investment (continued)

Details of equity investment base an equity method are as follows:

| 被投資單位名稱 Name of parties to be invested | 初始投資成本 Initial investment cost | 權益增/(減)額 Addition/(reduction) in interest | 被投資單位 | |
|---|--------------------------------------|---|--|--|
| | | | 分得現金紅利額 Appropriated cash dividend | 累計權益增/(減)額 Addition/(reduction) in accumulated interest |
| | | | 人民幣元 RMB | 人民幣元 RMB |
| 南京熊貓精機有限公司 Nanjing Panda Accurate Machinery Co. Ltd | 2,500,000.00 | 415,741.30 | — | 415,741.30 |
| 南京熊貓網通技術有限公司 Nanjing Panda Netcom Technology Co. Ltd | 3,500,000.00 | (551,214.18) | — | (551,214.18) |
| 南京熊貓機電製造有限公司 Nanjing Panda Mechanical Manufacturing Co. Ltd | 3,500,000.00 | 381,028.12 | — | 381,028.12 |
| 南京華格電汽塑業有限公司 Nanjing Huage Dian Qi Plastic Industrial Co. Ltd | 3,000,000.00 | — | — | — |
| 南京愛立信熊貓通信有限公司 Nanjing Ericsson Panda Communication Co. Ltd | 60,863,279.60 | 260,157,652.28 | 117,620,910.00 | 468,928,998.49 |
| 南京愛立信熊貓移動終端有限公司 Nanjing Ericsson Mobile Terminal Co. Ltd | 34,769,364.00 | 22,901,935.70 | — | 43,317,929.55 |
| 深圳市京華電子股份有限公司 Shenzhen Jinghua Electronic Co. Ltd | 69,687,437.75 | 4,708,343.33 | — | 5,641,266.38 |
| 熊貓電子集團南京包裝材料廠 Panda Electronic Group Packing Material Plant | 1,500,000.00 | (1,872,106.25) | — | (1,500,000.00) |

會計報表註釋

Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

10. 長期投資(續)

a. 其他股權投資(續)

| 被投資單位名稱 Name of parties to be invested | 初始投資成本 Initial investment cost | 權益增/(減)額 Addition/(reduction) in interest | 被投資單位 | |
|---|--------------------------------------|---|--|--|
| | | | 分得現金紅利額 Appropriated cash dividend | 累計權益增/(減)額 Addition/(reduction) in accumulated interest |
| | | | 人民幣元 RMB | 人民幣元 RMB |
| 江蘇省軟體產業股份有限公司 Jiangsu Software Industrial Co. Ltd | 69,300,000.00 | (1,279,901.69) | — | (1,279,901.69) |
| 英特納(南京)通信天線系統有限公司 Intenna (Nanjing) Co. Ltd | 1,750,000.00 | (143,148.20) | — | (143,148.20) |
| 南京夏普電子有限公司 Nanjing Sharp Electronic Co. Ltd | 61,425,420.00 | 2,904,054.30 | — | 4,996,045.31 |
| 南京凌雲信息有限公司 Nanjing Lingyun Information Co. Ltd | 150,000.00 | (45,610.89) | — | (65,274.31) |
| 恩貝爾電池(南京)有限公司 MPower Batteries (Nanjing) Co. Ltd | 2,400,000.00 | (1,089,772.34) | — | (1,089,772.34) |
| 南京熊貓田村通信電源設備有限公司 Nanjing Panda Tamura Communication Equipment Co. Ltd | 3,310,800.00 | — | — | — |
| 南京熊貓日立科技有限公司 Nanjing Panda Hitachi Technology Co. Ltd | 6,533,170.00 | (185,755.67) | — | (185,755.67) |
| 合計 Total | 402,409,787.81 | 271,047,253.94 | 118,632,177.24 | 519,787,491.33 |

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

10. Long Term Investment (continued)

a. Other equity investment (continued)



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

10. 長期投資(續)

b. 股權投資差額

| 被投資單位名稱 Name of parties to be invested | 初始金額 Initial investment amount | 形成原因 Formation reason | 攤銷期限 Amortisation year | 二零零零年十二月 | 二零零一年十二月 | |
|---|--------------------------------------|---|------------------------------|-------------------------------------|--|-------------------------------------|
| | | | | 三十一日餘額 31.12.2000 人民幣元 RMB | 本期攤銷額 amortisation for the period 人民幣元 RMB | 三十一日餘額 31.12.2001 人民幣元 RMB |
| 南京熊貓機電設備廠 Nanjing Panda Mechanical Engineering Plant | 511,756.61 | 收購股權價差 Difference in equity acquisition price | 5年 5 years | 511,756.61 | 102,351.32 | 409,405.29 |
| 深圳市京華電子股份 有限公司 Shenghen Jinghua Electronic Co. Ltd | 2,826,403.07 | 收購股權價差 Difference in equity acquisition price | 5年 5 years | 2,826,403.07 | 565,280.63 | 2,261,122.44 |
| 合計 Total | 3,338,159.68 | | | 3,338,159.68 | 667,631.95 | 2,670,527.73 |

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

10. Long Term Investment (continued)

b. Other equity investment

11. 固定資產及累計折舊

| 固定資產原值 Original cost of fixed asset | | 二零零零年十二月 | 本年度增加 Increase in the year 人民幣元 RMB | 本年度減少 Decrease in the year 人民幣元 RMB | 二零零一年十二月 |
|---|----------------|-------------------------------------|---|---|-------------------------------------|
| | | 三十一日餘額 31.12.2000 人民幣元 RMB | | | 三十一日餘額 31.12.2001 人民幣元 RMB |
| 房屋建築物 Building and premises | 357,749,461.35 | 6,224,606.73 | 11,518,356.94 | 352,455,711.14 | |
| 機器設備 Machinery and equipment | 160,882,644.98 | 8,979,259.66 | 4,068,873.08 | 165,793,031.56 | |
| 運輸工具 Transportation | 6,351,481.08 | 1,044,598.00 | 365,474.62 | 7,030,604.46 | |
| 電子設備 Electronic equipment | 10,328,687.15 | 489,147.00 | 7,800.00 | 10,810,034.15 | |
| 其他設備 Other equipment | 10,888,191.84 | 515,502.30 | 5,180,454.87 | 6,223,239.27 | |
| 合計 Total | 546,200,466.40 | 17,253,113.69 | 21,140,959.51 | 542,312,620.58 | |

11. Fixed Assets and Accumulated Depreciation

會計報表註釋 Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

11. 固定資產及累計折舊(續)

11. Fixed Assets and Accumulated Depreciation (continued)

| | | 二零零零年十二月 | | | 二零零一年十二月 | |
|--------------------------|-------------------------|----------------|---------------|---------------|----------------|--|
| | | 三十一日餘額 | 本年度增加 | 本年度減少 | 三十一日餘額 | |
| 累計折舊 | | Balance as at | Increase in | Decrease in | Balance as at | |
| Accumulated depreciation | | 31.12.2000 | the year | the year | 31.12.2001 | |
| | | 人民幣元 | 人民幣元 | 人民幣元 | 人民幣元 | |
| | | RMB | RMB | RMB | RMB | |
| 房屋建築物 | Building and premises | 66,530,101.85 | 10,964,193.34 | 7,460,836.08 | 70,033,459.11 | |
| 機器設備 | Machinery and equipment | 83,893,239.31 | 9,996,893.00 | 2,064,742.06 | 91,825,390.25 | |
| 運輸工具 | Transportation | 3,814,316.80 | 615,091.21 | 254,522.08 | 4,174,885.93 | |
| 電子設備 | Electronic equipment | 4,059,688.20 | 961,535.16 | 7,185.40 | 5,014,037.96 | |
| 其他設備 | Other equipment | 4,424,770.69 | 2,993,261.48 | 2,032,634.81 | 5,385,397.36 | |
| 合計 | Total | 162,722,116.85 | 25,530,974.19 | 11,819,920.43 | 176,433,170.61 | |

述固定資產中,含有本期由在建工程轉入的固定資產價值為人民幣2,218,222.23元。

The above fixed assets included RMB2,218,222.23 transferred from construction in progress.

本公司將上述固定資產中的部分房產作為抵押向銀行取得借款,詳見附註10說明。

The Company had pledged some of the properties in the above fixed assets to banks to obtain bank loans. Retail can be seen in Note 10.

固定資產本期減少額中有固定資產出售6,451,926.28元。

Fixed asset during the period reduced by RMB6,451,926.28 due to sale of fixed assets.

| | | 二零零零年十二月 | | | 二零零一年十二月 | |
|---------------------------|-------------------------|----------------|-------------|--------------|----------------|--|
| | | 三十一日餘額 | 本年度增加 | 本年度減少 | 三十一日餘額 | |
| 累計折舊 | | Balance as at | Increase in | Decrease in | Balance as at | |
| Provision for devaluation | | 31.12.2000 | the year | the year | 31.12.2001 | |
| | | 人民幣元 | 人民幣元 | 人民幣元 | 人民幣元 | |
| | | RMB | RMB | RMB | RMB | |
| 房屋及建築物 | Building and premises | 1,867,309.18 | 353,756.16 | 1,867,309.18 | 353,756.16 | |
| 機器設備 | Machinery and equipment | 24,677,715.35 | — | 519,093.33 | 24,158,622.02 | |
| 其他設備 | Other equipment | 1,527,467.52 | — | — | 1,527,467.52 | |
| 合計 | Total | 28,072,492.05 | 353,756.16 | 2,386,402.51 | 26,039,845.70 | |
| 淨額 | Net | 355,405,857.50 | | | 339,839,604.27 | |

上述固定資產長期閒置或已遭損壞,其可收回金額低於賬面價值。

The above fixed assets had been idle for a long time or had been damaged, their recoverable value is below book value.



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

12. 在建工程

| 工程項目名稱 Name of Construction Project | 二零零零年 十二月 三十一日 31.12.2000 | | 本年度轉入 固定資產 Fixed asset purchased in the year 人民幣元 RMB | 本年度其他 減少數 Reduction in the year 人民幣元 RMB | 二零零一年 十二月 三十一日 31.12.2001 | | 資金來源 Source of fund | 進度 Progress |
|---|------------------------------------|---|---|---|------------------------------------|--|---------------------------|----------------|
| | 人民幣元 RMB | 本年度增加 Increase in the year 人民幣元 RMB | | | 人民幣元 RMB | 人民幣元 RMB | | |
| 江寧基地 Jiangning base | 16,153,728.45 | 2,000,000.00 | — | — | 18,153,728.45 | 募股資金和其他來源 Share proceeds and other sources | 15% | |
| 異型材工程 Special section project | 1,794,679.23 | — | 1,794,679.23 | — | — | 其他來源 Other sources | | |
| 其他 Other | 2,656,119.71 | 361,698.00 | 423,543.00 | 162,000.00 | 2,432,274.71 | 其他來源 Other sources | | |
| 合計 Total | 20,604,527.39 | 2,361,698.00 | 2,218,222.23 | 162,000.00 | 20,586,003.16 | | | |

在建工程期末餘額中不含資本化利息。

The year end balance of construction in progress did not include capitalization of interest.

在建工程減值準備如下：

Provision for impairment loss in value of construction in progress are as followed:

| 工程項目名稱 Name of Construction project | 二零零零年 十二月三十一日 31.12.2000 | | 本年度轉回 Transfer to the year 人民幣元 RMB | 二零零一年 十二月三十一日 31.12.2001 | |
|--|--------------------------------|-------------|--|--------------------------------|-------------|
| | 人民幣元 RMB | 人民幣元 RMB | | 人民幣元 RMB | 人民幣元 RMB |
| 江寧基地 Jiangning base | 13,153,728.45 | — | — | 13,153,728.45 | |
| 其他 Other | 2,500,119.71 | 162,000.00 | 162,000.00 | 2,338,119.71 | |
| 合計 Total | 15,653,848.16 | 162,000.00 | 162,000.00 | 15,491,848.16 | |

會計報表註釋 Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

13. 無形資產

13. Intangible Assets

| 類別 Type | 原始金額 Original amount 人民幣元 RMB | 取得方式 Way of acquisition | 二零零零年 | | | | 二零零一年 | | |
|------------------------------|--|----------------------------|--------------------------------------|--|---|--------------------------------|--|--------------------------------------|---|
| | | | 十二月三十一日 31.12.2000 人民幣元 RMB | 本年度增加 Increase in the year 人民幣元 RMB | 本年度轉出 Transfer to this year 人民幣元 RMB | 本年度攤銷 Amortised in the year | 累計攤銷額 Accumulated amortisation 人民幣元 RMB | 十二月三十一日 31.12.2001 人民幣元 RMB | 剩餘攤銷年限 Remaining period for amortisation |
| 土地使用權 Land use right | 26,500,000.00 | 購入 purchase | 28,017,540.37 | — | 3,668,196.23 | 584,658.81 | 2,735,914.67 | 23,764,685.33 | 42.6年 42.6 year |
| 商標使用權 Trademark use right | 156,240,000.00 | 購入 purchase | 82,366,833.00 | 500,000.00 | — | 15,649,004.02 | 89,022,171.02 | 67,217,828.98 | 4.2年 4.2 year |
| 合計 Total | 182,740,000.00 | | 110,384,373.37 | 500,000.00 | 3,668,196.23 | 16,233,662.83 | 91,758,085.69 | 90,982,514.31 | |

14. 長期待攤費用

14. Long Term Deferred Expenses

| 項目名稱 Name of project | 原始發生額 Original amount 人民幣元 RMB | 期初餘額 Opening balance 人民幣元 RMB | 本期增加 Increase in the year | 本期攤銷 Amortised in the year 人民幣元 RMB | 累計攤銷額 Accumulated amortisation 人民幣元 RMB | 期末餘額 Closing balance 人民幣元 RMB | 剩餘攤銷期限 Remaining period for amortisation | |
|--|---|--|------------------------------|--|--|--|---|---|
| 水電汽增容費 Expense for increasing capacity of hydro-electricity | | 11,411,550.00 | 5,411,641.25 | — | 1,141,155.00 | 7,141,063.75 | 4,270,486.25 | 4 |
| 投資ENC匯兌損失 Foreign exchange loss from investment in ENC | | 9,750,000.00 | 3,900,000.00 | — | 1,950,000.00 | 7,800,000.00 | 1,950,000.00 | 1 |
| 大修理費用 Major repair expenses | | 17,697,407.87 | 17,487,407.87 | — | 6,460,443.77 | 6,670,443.77 | 11,026,964.10 | 2 |
| 其他 Other | | 2,390,140.91 | 2,274,670.71 | — | 2,226,054.71 | 2,341,524.91 | 48,616.00 | |
| 合計 Total | | 41,249,098.78 | 29,073,719.83 | — | 11,777,653.48 | 23,953,032.43 | 17,296,066.35 | |

期末數較期初數減少40.51%系按正常攤銷年限攤銷。

The balance at the end of the year was 40.51% less than the balance at the beginning of the year according to the amortisation schedule.



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

15. 短期借款

15. Short Term Loans

| 借款類別 Type of loan | | 二零零一年 十二月三十一日 31.12.2001 人民幣元 RMB | | 二零零零年 十二月三十一日 31.12.2000 人民幣元 RMB | |
|----------------------|------------------------------|---|--|---|--|
| | | | | | |
| 銀行借款 | Bank | | | | |
| 其中:抵押(附註10) | Including: Pledged (Note 10) | 304,120,000.00 | | 91,400,000.00 | |
| 擔保 | Guarantee | 404,450,000.00 | | 441,530,000.00 | |
| 信用 | Banking facilities | — | | 500,000.00 | |
| 合計 | Total | 708,570,000.00 | | 533,430,000.00 | |

上述借款無已逾期未償還的情況。

No loans mentioned above were not repaid past due date.

期末數較期初數增加32.83%系改變籌資方式。

The end of year balance increased by 32.83% from the balance at the beginning of the year due to a change in methods of fund raising.

16. 應付票據

16. Bills Payable

| 票據種類 Types of Bills | | 二零零一年十二月三十一日 31.12.2001 人民幣元 RMB | |
|------------------------|------------------|---|---------------|
| | | | |
| 銀行承兌匯票 | Bank bills | | 59,313,420.00 |
| 商業承兌匯票 | Commercial bills | | 26,000,000.00 |
| 合計 | Total | | 85,313,420.00 |

應付票據無欠持本公司5%(含5%)以上股份的股東單位的款項,無本期已到期票據。

Bills payable does not include any amount due from holder with 5% or above shareholding of the Company.

期末數較期初數減少88.19%系改變籌資方式。

The year end balance was 88.19% less than the beginning of year balance according to a change in the methods of fund raising.

會計報表註釋 Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明, 以下資料是合併數)(續)

17. 應付賬款

應付賬款期末餘額66,221,625.63元, 其中無欠持有本公司5%(含5%)以上股份的股東單位的款項。

期末數較期初數減少47.36%系欠南京愛立信熊貓移動終端有限公司的貨款減少。

18. 預收賬款

預收賬款期末餘額24,441,673.49元, 其中無欠持有本公司5%(含5%)以上股份的股東單位的款項。

19. 應付福利費

期末數較期初數減少51.91%系支付職工醫療費用增加。

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

17. Accounts Payable

Year end balance of account payable was RMB66,221,625.63, no amount was due from holder with 5% or above shareholding of the Company.

Year end balance was 47.36% less than the beginning of year balance due to reduced account payables to Nanjing Panda Ericsson Mobile Terminal Co., Ltd.

18. Receipts in Advance

The year end balance of receipts in advance was RMB24,441,673.49, of which no amount was due from holders with 5% or above shareholding of the Company.

19. Benefits Payable

The balance at the end of the year dropped by 51.91% as compared with the balance at the beginning of the year due to increased payment of medical expenses for employees.



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

20. 應交稅金

20. Taxes Payable

| 稅種 Type | | 二零零一年 | 二零零零年 |
|------------|--|-----------------------|-----------------------|
| | | 十二月三十一日 31.12.2001 | 十二月三十一日 31.12.2000 |
| | | 人民幣元 RMB | 人民幣元 RMB |
| 營業稅 | Business tax | 4,094,329.31 | 2,023,600.98 |
| 增值稅 | Value added tax (VAT) | 35,172,549.13 | 36,010,723.97 |
| 城市維護建設稅 | City maintenance tax | 19,210,867.66 | 19,458,950.84 |
| 企業所得稅 | Enterprise income tax | 2,532,831.57 | 4,849,667.70 |
| 土地使用稅 | Land use tax | 772,000.00 | 748,000.00 |
| 房產稅 | Property tax | 2,857,289.02 | 2,642,808.47 |
| 車船使用稅 | Transportation use tax | 5,780.00 | 5,780.00 |
| 教育費附加 | Education surcharge | — | 2,794.41 |
| 代扣代繳個人所得稅 | Reduction and advance payment for personal income tax | (772,132.71) | (777,692.47) |
| 印花稅 | Stamp duty | (4,363.44) | (69,144.80) |
| 合計 | Total | 63,869,150.54 | 64,895,489.10 |

21. 其他應付款

21. Other Payables

其他應付款期末餘額115,973,238.44元,其中無欠持本公司5%(含5%)以上股份的股東單位的款項。佔其他應付款總額10%(含10%)以上項目的具體內容如下:

The year end balance of other payable was RMB115,973,238.44 of which no amount was due from holders with 5% or above shareholding of the Company. Details of other payable accounting for 10% or above of the total other payable are as follows:

| 欠款單位 Name of unit | 二零零一年 | 性質 Nature |
|---|-----------------------|----------------------------|
| | 十二月三十一日 31.12.2001 | |
| | 人民幣元 RMB | |
| 南京港泰電子有限公司 Nanjing Cantai Electronics Co. Ltd. | 12,000,000.00 | 擔保保證金 Guarantee deposit |

會計報表註釋 Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明, 以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

22. 預提費用

22. Accrued Expenses

| 項目 Item | 二零零一年 十二月三十一日 | 二零零零年 十二月三十一日 | 期末結存原因 Nature of closing balance |
|---|------------------|------------------|--|
| | 人民幣元 RMB | 人民幣元 RMB | |
| 利息 Interest | 175,560.00 | 416,685.11 | 應付未付之借款利息 Loan interest payable |
| 租金 Rent | 980,837.38 | 702,985.33 | 應付未付之房租租金 Rent payable |
| 各中介機構費用 Intermediaries' remuneration | 2,527,289.67 | 4,200,000.00 | 應付未付之中介機構費用 Intermediaries remuneration |
| 加工費 Processing fee | 140,988.58 | 326,319.25 | 未結算的加工費 Unsettled processing fee |
| 廣告費 Advertising fee | 198,419.80 | 823,794.90 | 未結算的廣告費 Unsettled advertising fee |
| 水電費 Water and electricity fee | 817,840.81 | — | 應付未付之水電費 Water and electricity payable |
| 技術開發費 Technology development fee | 2,857,232.27 | — | 應付未付之技術開發費 Technology development payable |
| 保險費 Insurance premium | 991,075.11 | — | 應付未付之保險費 insurance premium payable |
| 其他 Other | 681,415.28 | 580,717.69 | |
| 合計 Total | 9,370,658.90 | 7,050,502.28 | |

期末數較期初數增加32.91%系預提技術開發費增加。

Year end balance grew 32.91% from beginning of year balance due to an increase in accrual expenses.



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

23. 股本

合併數

Consolidated

項目

Item

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

23. Share Capital

| | | 二零零一年十二月三十一日 | 二零零零年十二月三十一日 |
|----------------|--|----------------|----------------|
| | | 31.12.2001 | 31.12.2000 |
| | | 人民幣元 | 人民幣元 |
| | | RMB | RMB |
| 一、尚未流通股份： | 1. Non-circulating shares: | | |
| 1. 發起人股份 | 1. Promoter's shares | 355,015,000.00 | 355,015,000.00 |
| 其中：國家擁有股份 | including: state owned shares | 355,015,000.00 | 355,015,000.00 |
| 二、已流通股份： | 2. Circulating shares: | | |
| 1. 境內上市的人民幣普通股 | 1. Domestic listed RMB ordinary shares | 58,000,000.00 | 58,000,000.00 |
| 2. 境外上市的外資股 | 2. Overseas listed foreign investment shares | 242,000,000.00 | 242,000,000.00 |
| 已流通股份合計 | Total for circulating share | 300,000,000.00 | 300,000,000.00 |
| 三、股份總數 | Total number of shares | 655,015,000.00 | 655,015,000.00 |

a. 報表基準日普通股股數計算每股淨資產為人民幣1.434元。

b. 以上實收股本業經南京會計師事務所驗證。

a. The net assets per ordinary share calculated on the number of ordinary shares on the balance sheet date was RMB1.434.

b. The above paid-up share capital was audited by Nanjing Certified Public Accountants.

會計報表註釋

Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

24. 資本公積

24. Capital Reserve

| 項目 | | 二零零零年十二月三十一日 | 本年度增加 | 二零零一年十二月三十一日 |
|-------------|--|----------------|----------------------|----------------|
| Item | | 31.12.2000 | Increase in the year | 31.12.2001 |
| | | 人民幣元 | 人民幣元 | 人民幣元 |
| | | RMB | RMB | RMB |
| 股本溢價 | Share premium | 478,386,846.10 | — | 478,386,846.10 |
| 接收捐贈非現金資產準備 | Provision for acceptance of asset donation | 34,034.50 | — | 34,034.50 |
| 股權投資準備 | Provision for equity investment | 23,451.31 | — | 23,451.31 |
| 其他資本公積 | Other capital reserve | — | 78,165.37 | 78,165.37 |
| 合計 | Total | 478,444,331.91 | 78,165.37 | 478,522,497.28 |

本期增加之資本公積系轉入的無法支付的應付款。

Increase in capital reserve during the period was due to unpaid payable.

25. 盈餘公積

25. Surplus Reserve

| 項目 | | 二零零一年十二月三十一日 | 二零零零年十二月三十一日 |
|--------|-------------------------------|----------------|----------------|
| Item | | 31.12.2001 | 31.12.2000 |
| | | 人民幣元 | 人民幣元 |
| | | RMB | RMB |
| 法定盈餘公積 | Statutory surplus reserve | 79,335,096.48 | 79,335,096.48 |
| 公益金 | Public welfare fund | 38,425,804.72 | 38,425,804.72 |
| 任意盈餘公積 | Discretionary surplus reserve | 70,376,641.33 | 70,376,641.33 |
| 合計 | Total | 188,137,542.53 | 188,137,542.53 |



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

26. 未分配利潤

26. Undistributed Profit

| 項目 | 二零零零年十二月三十一日 | 本年度增加 | 二零零一年十二月三十一日 |
|-------|------------------|----------------------|------------------|
| Item | 31.12.2000 | Increase in the year | 31.12.2001 |
| | 人民幣元 | 人民幣元 | 人民幣元 |
| | RMB | RMB | RMB |
| 未分配利潤 | (562,017,363.59) | 179,419,413.19 | (382,597,950.40) |

根據財政部財會[2001]7號文和《貫徹實施〈企業會計制度〉有關政策銜接問題的規定》<財會[2001]17號文>的規定,追溯調整提取固定資產減值準備和在建工程減值準備,分別減少年初未分配利潤人民幣20,932,698.35元和人民幣15,653,848.16元。

本公司依據第四屆4次董事會決議,由於公司二零零一年度的盈利不足以彌補以前年度的虧損,二零零一年度實現的利潤首先用於彌補虧損,不進行利潤分配。

According to document [2001] No.7 and the provisions of the Implementation of Accounting Regulations for Enterprises regarding the matter of policy adoption (Cai Hui [2001] No.17 document), prior year adjustments were made in respect of the provisions for impairment of fixed assets and construction in progress, resulting in reduction of undistributed profit by RMB20,932,698.35 and RMB15,653,848.16 respectively at the beginning of the period.

As the profit of the Company for 2001, is insufficient to compensate for the losses incurred in the previous years, the Company will not make profit appropriation according to a resolution passed at the fourth meeting of the 4 Board of Directors.

會計報表註釋

Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

27. 主營業務收入與成本

27. Income and Cost of Principal Activities

| 主營業務項目分類 | Items of principal activities | 二零零一年 | | 二零零零年 | |
|----------|--------------------------------------|----------------|----------------|----------------|----------------|
| | | 2001 | | 2000 | |
| | | 營業收入 | 營業成本 | 營業收入 | 營業成本 |
| | | Income from | Cost of | Income from | Cost of |
| | | activities | activities | activities | activities |
| | | 人民幣元 | 人民幣元 | 人民幣元 | 人民幣元 |
| | | RMB | RMB | RMB | RMB |
| 移動通信產品 | Mobile telecommunication products | 578,055,867.51 | 541,398,859.40 | 411,874,949.78 | 349,123,612.62 |
| 電子資訊產品 | Electronic information products | 82,616,313.76 | 79,208,321.32 | 54,224,369.78 | 47,982,596.71 |
| 機電儀產品 | Electromechanical products | 92,295,751.65 | 73,964,701.76 | 31,709,282.80 | 25,537,894.14 |
| 衛星通信產品 | Satellite telecommunication products | 48,630,400.00 | 38,118,119.65 | — | — |
| 其他 | Others | 59,961,917.47 | 59,805,455.32 | 86,438,701.07 | 78,480,124.73 |
| 合計 | Total | 861,560,250.39 | 792,495,457.45 | 584,247,303.43 | 501,124,228.20 |

前五名客戶銷售收入總額為533,184,690.60,佔全部銷售收入的比例為61.89%。

Sales revenue from the five largest customers totalled RMB533,184,690.60, accounting for 61.89% of total sales revenue for the year.

本期數較上期數增長47.46%系開始生產銷售程式控制交換機和衛星通信產品,消費類移動通信產品收入有所降低。

Sales revenue in the current year was 47.46% higher than last year due to commenced production and sales of distance control interchangeable machines and satellite telecommunication products. Sales of consumable mobile telecommunication products had dropped during the year.



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

27. 主營業務收入與成本(續)

主營業務收入與成本公司數明細如下:

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

27. Income and Cost of Principal Activities (continued)

Details of income and cost of principal activities of the Company are as follows:

| 主營業務項目分類 Items of principal activities | 二零零一年 2001 | | 二零零零年 2000 | |
|--|--|--|--|--|
| | 營業收入 Income from activities 人民幣元 RMB | 營業成本 Cost of activities 人民幣元 RMB | 營業收入 Income from activities 人民幣元 RMB | 營業成本 Cost of activities 人民幣元 RMB |
| 移動通信產品 Mobile telecommunication products | 278,005,786.33 | 275,626,337.91 | — | — |
| 機電儀產品 Electronic information products | 3,856,247.07 | 3,531,608.49 | 3,638,313.39 | 3,170,668.08 |
| 衛星通信產品 Satellite telecommunication products | 48,630,400.00 | 38,118,119.65 | — | — |
| 其他 Others | 20,903,377.46 | 24,369,376.44 | 28,741,403.49 | 31,941,755.22 |
| 合計 Total | 351,395,810.86 | 341,645,442.49 | 32,379,716.88 | 35,112,423.30 |

前五名客戶銷售收入總額為334,390,819.52,佔全部銷售收入的比例為95.16%。

本期數較上期數增長9.85倍系開始批量生產銷售程式控制交換機和衛星通信產品。

Sales revenue from the five largest customers totalled RMB334,390,819.52, accounting for 95.16% of total sales revenue for the year.

Sales revenue in the current year grew 9.85 times over last year due to mass production of distance control interchangeable machines and satellite telecommunication products.

會計報表註釋 Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明, 以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

28. 其他業務利潤

28. Income From Other Activities

| 其他業務類別 Types of other activities | 其他業務收入 Income from other activities | 二零零一年 2001 | | | 二零零零年 2000 | | |
|-------------------------------------|---|---------------------------------------|------------------|---|---------------------------------------|------------------|--------------|
| | | 其他業務成本 Cost of other activities | 利潤 Net profit | 其他業務收入 Income from other activities | 其他業務成本 Cost of other activities | 利潤 Net profit | |
| | | 人民幣元 人民幣元 | 人民幣元 人民幣元 | 人民幣元 人民幣元 | 人民幣元 人民幣元 | 人民幣元 人民幣元 | 人民幣元 人民幣元 |
| | | RMB RMB | RMB RMB | RMB RMB | RMB RMB | RMB RMB | RMB RMB |
| 房屋出租 Rental income | 18,751,018.88 | 8,657,524.27 | 10,093,494.61 | 23,868,030.01 | 14,542,279.07 | 9,325,750.94 | |
| 材料銷售 Sales of raw material | 11,633,901.26 | 10,047,642.74 | 1,586,258.52 | 1,693,114.15 | 3,465,179.07 | (1,772,064.92) | |
| 勞務收入 Labour income | 8,976,300.84 | 7,487,701.84 | 1,488,599.00 | 14,190,588.75 | 13,183,228.81 | 1,007,359.94 | |
| 其他 Other | 2,597,623.55 | 238,499.92 | 2,359,123.63 | 10,288,216.71 | 10,204,933.51 | 83,283.20 | |
| 合計 Total | 41,958,844.53 | 26,431,368.77 | 15,527,475.76 | 50,039,949.62 | 41,395,620.46 | 8,644,329.16 | |

本期數較上期數增長79.63%系出售材料利潤有所增加。

Year end balance grew 79.63% from the beginning of year balance due to an increased profit from sales of raw material.

29. 管理費用

29. Management Fee

本期數較上期數增加36.96%系計提壞賬準備、存貨跌價準備和支付給職工的工資、福利費、社會統籌等增加。

Year end period management fee increased by 36.96% from the beginning of the year due to provision for bad debts, provision for stocks and an increase in salary and wage payments, benefits and social gathering payments to staff.



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

30. 財務費用

30. Financial Expenses

| 類別 | | 二零零一年 | 二零零零年 |
|---------|-----------------------|---------------|---------------|
| Type | | 2001 | 2000 |
| | | 人民幣元 | 人民幣元 |
| | | RMB | RMB |
| 利息支出 | Interest expenses | 48,998,662.49 | 37,887,046.03 |
| 減: 利息收入 | Less: Interest income | 4,422,227.91 | 3,175,192.97 |
| 匯兌損失 | Exchange loss | 18,134.33 | 55,213.86 |
| 減: 匯兌收益 | Less: Exchange gain | — | — |
| 其他 | Other | 196,566.47 | 453,823.62 |
| 合計 | Total | 44,791,135.38 | 35,220,890.54 |

31. 投資收益

31. Investment Income

| 類別 | | 二零零一年 | 二零零零年 |
|-------------------------|---|----------------|----------------|
| Type | | 2001 | 2000 |
| | | 人民幣元 | 人民幣元 |
| | | RMB | RMB |
| 股票投資收益 | Income from equity investment | 3,009,943.19 | — |
| 債券投資收益 | Income from debenture | — | — |
| 聯營或合營公司 分配來的利潤 | Profit from subsidiaries and associated companies | 117,620,910.00 | 95,235,514.00 |
| 年末調整的被投資公司 所有者權益淨增減額 | Net adjusted increase in owner's equity in invested company at year end | 171,393,216.80 | 86,682,000.39 |
| 股權投資差額攤銷 | Equity investment difference amortisation | (321,953.25) | — |
| 股權投資轉讓收益 | Gain on equity investment transfer | (1,783,178.09) | 18,345,488.75 |
| 短期投資減值準備 | Provision for diminution in value on short term investment | (8,887,001.05) | — |
| 長期投資減值準備 | Provision for diminution in value on long term investment | (3,463,465.36) | — |
| 合計 | Total | 277,568,472.24 | 200,263,003.14 |

會計報表註釋 Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

31. 投資收益(續)

其中聯營公司分配來的利潤117,620,910元是指本公司之聯營公司南京愛立信熊貓通信有限公司(ENC)經第二十一次董事會決議通過分配二零零零年實現淨利潤的60%。

經普華永道中天會計師事務所有限公司審計,本公司擁有43%權益的南京愛立信熊貓通信有限公司二零零一年實現淨利潤人民幣605,017,796元,即本公司本年度對ENC實現投資收益人民幣260,157,652.28元,另公司本年度已收到ENC分配的二零零零年度股利人民幣117,620,910元。

本期數較上期數增加38.60%系ENC本期實現利潤較上期增加及投資深圳市京華電子股份有限公司開始獲利。

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

31. Investment Income (continued)

Profit from associated companies of RMB117,620,910 was profit from Nanjing Panda Ericsson Communication Co., Ltd. (ENC). ENC passed a resolution at its 21 board meeting which approved the distribution of 60% of net profit of 2000.

According to the auditing of PricewaterhouseCoopers Zhong Tian Shanghai, ENC 43% owned by the Company, had a realised net profit of RMB 605,017,796 for 2001. As such, the Company received RMB260,157,652.28 of investment income from ENC. The Company had been appropriated dividends of RMB117,620,910 from ENC for the 2000 period.

Investment income for the current year increased by 38.60% from last year due to increased realised net profit from ENC and that investment in Shenzhen Jinghua Electronics Co., Ltd. started to contribute profit.



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

31. 投資收益(續)

投資收益公司數明細如下:

| 類別 | | 二零零一年 | 二零零零年 |
|------------|---|----------------|----------------|
| Type | | 2001 | 2000 |
| | | 人民幣元 | 人民幣元 |
| | | RMB | RMB |
| 股權投資收益 | Gain on equity investment | 1,312,000.00 | — |
| 債券投資收益 | Gain on debenture | — | — |
| 聯營或合營公司 | Profit appropriated from subsidiaries | | |
| 分配來的利潤 | and associated companies | 117,620,910.00 | 95,235,514.00 |
| 年末調整的被投資公司 | Net adjusted increase in owner's | | |
| 所有者權益淨增減額 | equity in invested company at year end | 155,877,153.98 | 97,713,563.71 |
| 股權投資差額攤銷 | Equity investment difference amortisation | (667,631.95) | — |
| 股權投資轉讓收益 | Gain on equity investment transfer | (1,783,178.09) | 18,345,488.75 |
| 長期投資減值準備 | Provision for diminution in value | | |
| | on long term investment | (3,463,465.36) | — |
| 合計 | Total | 268,895,788.58 | 211,294,566.46 |

其中聯營公司分配來的利潤117,620,910元是指本公司聯營公司南京愛立信熊貓通信有限公司(ENC)經第二十一次董事會決議通過分配二零零零年實現淨利潤的60%。

經普華永道中天會計師事務所有限公司審計,本公司擁有43%權益的南京愛立信熊貓通信有限公司二零零一年實現淨利潤人民幣605,017,796元,即本公司本年對ENC實現投資收益人民幣260,157,652.28元,另公司本年度已收到ENC分配的二零零零年度股利人民幣117,620,910元。

本期數較上期數增加27.26%系ENC本期實現利潤較上期增加及投資深圳市京華電子股份有限公司開始獲利。

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

31. Investment Income (continued)

Details of investment income are as follows:

Profit from associated companies of RMB117,620,910 was profit from Nanjing Panda Ericsson Communication Co., Ltd. (ENC). ENC passed a resolution at its 21 board meeting which approved the distribution of 60% of net profit of 2000.

According to the auditing of PricewaterhouseCoopers Zhang Tian Shanghai, ENC 43% owned by the Company, had a realised net profit of RMB605,017,796 for 2001. As such, the Company received RMB260,157,652.28 of investment income from ENC. The Company had been appropriated dividend of RMB117,620,910 from ENC for the 2000 period.

Investment income for the current year increased by 27.26% from last year due to increased realised net profit from ENC and that investment in Shenzhen Jin Hua Electronics Co., Ltd. started to contribute profit.

會計報表註釋

Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明, 以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

32. 營業外收入

32. Non-operating Income

| 類別 Type | | 二零零一年 2001 人民幣元 RMB | 二零零零年 2000 人民幣元 RMB |
|-------------------------|--|------------------------------|------------------------------|
| 轉讓土地使用權及 地上附屬物收入(註1) | Gain from transfer of land use right and attached properties (note 1) | 41,667,803.77 | 1,029,538.70 |
| 處理固定資產淨收益 | Disposal of income from long term equity investment | 225,857.25 | 1,357,026.70 |
| 其他 | Other | 300,175.73 | 972,516.03 |
| 合計 | Total | 42,193,836.75 | 3,359,081.43 |

註1: 經本公司第四屆三次董事會決議通過, 根據南京市城市規劃的要求, 將位於南京玄武區東箭道面積為11,936.80平方米的閒置土地使用權及其閒置房產轉讓予南京中國近代史遺址博物館項目組, 轉讓金額為人民幣4,800萬元, 產生收益約人民幣4,167萬元。

Note1. Upon approval by the Company's fourth Board of Directors at its third meeting, and according to the city planning requirement of Nanjing, the Company transferred the land use right of a 11,936.80 sq. meter vacant land at Dong Jian Road, Xuan Wu District, Nanjing, and the vacant building to the Nanjing Contemporary China Relics Museum for a consideration of RMB48,000,000 and produced a gain of RMB41,670,000.

33. 營業外支出

33. Non-operating Expenses

| 類別 Type | | 二零零一年 2001 人民幣元 RMB | 二零零零年 2000 人民幣元 RMB |
|------------|-------------------------------|------------------------------|------------------------------|
| 地方基金 | Local fund | 611,601.23 | 771,345.86 |
| 處理固定資產淨損失 | Handling fixed asset net loss | 3,191,334.58 | 392,308.84 |
| 罰款淨支 | Net fine payment expenses | 374,983.44 | 18,600.64 |
| 捐贈支出 | Donation expenses | 328,362.00 | 66,695.00 |
| 其他 | Other | 464,691.84 | 443,106.67 |
| 合計 | Total | 4,970,973.09 | 1,692,057.01 |



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明,以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

34. 收到的其他與經營活動有關的現金

34. Other operation related cash received

| 項目 Item | | 二零零一年 2001 人民幣元 RMB |
|------------|--------------------------------|------------------------------|
| SMT技術專項資金 | SMT technology special fund | 18,000,000.00 |
| 代收周轉金 | Transit money received in lieu | 7,194,846.09 |
| 合計 | Total | 25,194,846.09 |

35. 支付的其他與經營活動有關的現金

35. Other operation related cash paid

| 項目 Item | | 二零零一年 2001 人民幣元 RMB |
|------------|---------------------------------|------------------------------|
| 廣告促銷費 | Advertising promotion expenses | 15,127,112.41 |
| 技術開發費 | Technology development expenses | 12,191,508.60 |
| 修理費 | Repair expenses | 3,879,543.20 |
| 辦公費 | Office expenses | 10,488,303.81 |
| 差旅費 | Official travelling expenses | 4,678,614.74 |
| 勞務費 | Labour cost | 4,005,106.12 |
| 其他 | Other | 14,752,187.53 |
| 合計 | Total | 65,122,376.41 |

會計報表註釋 Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

六 主要會計報表項目註釋(除非特別說明, 以下資料是合併數)(續)

6. Notes to the Financial Statement (Unless otherwise stated, the following figures are consolidated) (continued)

36. 收到的其他與籌資活動有關的現金(續)

36. Other fund raising activity related cash received (continued)

| 項目 Item | | 二零零一年 2001 人民幣元 RMB |
|------------|-----------------------------|------------------------------|
| 收回保證金 | Guaranteed deposit received | 33,650,998.56 |
| 其他 | Other | 457,537.39 |
| 合計 | Total | 34,124,642.88 |

37. 利潤表的補充資料

37. Profit and Loss Statement Supplementary Information

| 項目 Item | | 二零零一年 2001 人民幣元 RMB | 二零零零年 2000 人民幣元 RMB |
|-----------------------|--|------------------------------|------------------------------|
| 會計政策變更增加 (或減少)利潤總額 | Net profit increase (decrease) due to changes in accounting policy | 1,214,225.48 | 2,995,241.59 |
| 上述項目合計佔當期 淨利潤的比例 | The above changes as a percentage to the relevant period's net profit | 0.68% | 2.60% |



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

七 關聯方關係及交易

7. Relationship and transactions with related parties

1. 不存在控制關係的關聯公司

1. Related parties with non-controlling relationship

| 企業名稱 Registered name | 與本公司的關係 Relationships with the Company |
|---|---|
| 南京熊貓電子進出口公司 Nanjing Panda Electronic Import/Export Company | 同屬一母公司 under the same parent company |
| 南京愛立信熊貓移動終端有限公司 Nanjing Ericsson Mobile Terminal Co. Ltd. | 聯營公司 associated company |
| 東莞熊貓電視機有限公司 Dongguan Panda Television Co. Ltd. | 同屬一母公司 under the same parent company |
| 南京愛立信熊貓通信有限公司 Nanjing Ericsson Panda Communication Co. Ltd. | 聯營公司 associated company |
| 南京樂金熊貓電器有限公司 Nanjing Le Jin Panda Electronic Appliance Co. Ltd. | 同屬一母公司 under the same parent company |
| 熊貓電子集團(公司)短通公司 Panda Electronic Group (Company) Duantong Company | 同屬一母公司 under the same parent company |
| 熊貓電子香港有限公司 Panda Electronic HK Co. Ltd. | 同屬一母公司 under the same parent company |
| 南京熊貓電子集團(公司)無線通信公司 PEGL Wireless Telecommunications Company | 同屬一母公司 under the same parent company |
| 南京熊貓電視機有限公司 Nanjing Panda Television Co. Ltd. | 同屬一母公司 under the same parent company |
| 江蘇省軟體產業股份有限公司 Jiangsu Software Industrial Co. Ltd | 聯營公司 associated company |

2. 存在控制關係的關聯公司

2. Related parties with controlling relationship is shown as follows:

| 企業名稱 Registered name | 註冊地址 Place of registration | 註冊資本 Registered capital | 擁有本公司 股份比例 Shareholding percentage | 主營業務 Principle activities | 與本公司 關係 Relationship with the Company | 經濟性質 或類型 Legal nature | 法定代表人 Legal representative |
|--|-------------------------------|----------------------------|--|--|---|-----------------------------|-------------------------------|
| | | 人民幣元 RMB | | | | | |
| 熊貓電子集團有限公司 Panda Electronic Group Ltd | 南京市 Nanjing | 980,000,000.00 | 54.1995% | 無線電通信設備等 Wireless telecommunication equipment | 母公司 Holding company | 國有 State-owned | 奚永明 Xi Yungming |

會計報表註釋 Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

七 關聯方關係及交易 (續)

7. Relationship and transactions with related parties (continued)

3. 關聯公司交易

3. Related party transactions

| 公司名稱 Company name | 項目 Item | 交易金額 Transaction value | |
|--|---------------------------------------|------------------------------|------------------------------|
| | | 二零零一年 2001 人民幣元 RMB | 二零零零年 2000 人民幣元 RMB |
| 南京愛立信熊貓移動終端有限公司 Nanjing Ericsson Mobile Terminal Co. Ltd. | 採購貨物 purchase of material | 219,016,249.81 | 290,900,766.98 |
| | 銷售貨物 sales of material | 4,507,127.18 | — |
| | 提供勞務 provision of labour | 9,262,373.69 | 4,921,104.91 |
| | 提供租賃 purchase of material | 5,392,979.34 | 5,392,979.34 |
| 南京愛立信熊貓通信有限公司 Nanjing Ericsson Panda Communication Co. Ltd. | 採購貨物 purchase of material | 271,013,236.88 | — |
| | 銷售貨物 sales of material | 278,005,786.33 | — |
| 熊貓電子集團有限公司 Panda Electronics Group Co. Ltd. | 接受勞務 receipt of labour service | 10,118,030.01 | 6,670,930.00 |
| | 擔保 guarantee | 291,100,000.00 | 329,480,000.00 |
| | 接受背書 acceptance endorsement | 71,050,000.00 | — |
| | 收取土地使用費 acceptance of land use fee | 800,000.00 | — |
| 南京熊貓電視機有限公司 Nanjing Panda Television Co. Ltd. | 銷售貨物 sales of material | 22,147,531.70 | 34,393,227.79 |
| | 商標使用費 trademark usage fee | 1,355,128.00 | — |
| 南京樂金熊貓電器有限公司 Nanjing Le Jin Panda Electronic Appliance Co. Ltd. | 銷售貨物 sales of material | 6,111,122.52 | 7,256,060.49 |
| 熊貓電子集團(公司)短通公司 Panda Electronic Group (Company) Duantong Company | 銷售貨物 sales of material | 5,082,051.52 | — |
| | 提供勞務 provision of labour service | 1,940,453.96 | 3,181,577.33 |
| 江蘇省軟體產業股份有限公司 Jiangsu Software Industrial Co. Ltd | 提供租賃 provision of rental service | 2,250,356.00 | — |



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製)(截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

七 關聯方關係及交易(續)

3. 關聯公司交易(續)

根據本公司與熊貓電子集團有限公司、南京熊貓電子進出口公司於二零零一年六月十一日簽訂的債權債務轉讓協定，熊貓電子集團有限公司同意代熊貓電子進出口公司償付款項人民幣9,500萬元。根據本公司與熊貓電子集團有限公司、南京熊貓電視機公司於二零零一年十二月二十日簽訂的債權債務轉讓協定，熊貓電子集團有限公司同意代南京熊貓電視機公司償付款項人民幣1,631.20萬元。

7. Relationship and transactions with related parties (continued)

3. Related party transactions (continued)

According to a liability and debt transferring agreement among the Company, Panda Electronics Group Co., Ltd. (PEGCL) and Nanjing Panda Electronic Import/Export Company dated 11 June 2001, PEGCL agreed to repay RMB95 million of debts for Nanjing Panda Electronic Import/Export Company. According to a liability and debt transferring agreement among the Company, Panda Electronics Group Co., Ltd. (PEGCL) and Nanjing Panda Television Company dated 20 December 2001, PEGCL agreed to repay RMB16,312,000 million of debt for Nanjing Panda Television Co., Ltd.

會計報表註釋 Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

七 關聯方關係及交易 (續)

7. Relationship and transactions with related parties (continued)

4. 關聯公司往來

4. Related parties

| 往來項目 Transactions | 關聯公司名稱 Name of related parties | 經濟內容 Activities | 二零零一年 | 二零零零年 |
|----------------------|--|--------------------|--------------------------------------|--------------------------------------|
| | | | 十二月三十一日 31.12.2001 人民幣元 RMB | 十二月三十一日 31.12.2000 人民幣元 RMB |
| 應收賬款： | 南京愛立信熊貓 通信有限公司 | 貨款 | 4,762,239.05 | — |
| Accounts receivable | Nanjing Ericsson Panda | goods payment | | |
| | 南京熊貓電視機有限公司 | 貨款 | 23,363,475.31 | 34,965,318.19 |
| | Nanjing Panda Television Co. Ltd | goods payment | | |
| 預付賬款： | 南京熊貓電子進出口公司 | 貨款 | 36,163,355.92 | 131,326,842.51 |
| Prepayment | Nanjing Panda Electronic Import/ Export Company | goods payment | | |
| 其他應收款： | 熊貓電子香港有限公司 | 代墊款 | 12,411,294.80 | 12,411,294.80 |
| Other receivables | Panda Electronic HK Co. Ltd. | payment on behalf | | |
| | 東莞熊貓電視機有限公司 | 代墊款 | 3,309,000.00 | 3,300,000.00 |
| | Dongguan Panda Electronic Development Corporation | payment on behalf | | |
| | 南京熊貓電子集團 (公司)無線通信公司 | 往來款 | 7,440,121.71 | 7,885,727.53 |
| | PEGL Wireless Telecommunications Company | current amount | | |
| 應付賬款： | 南京愛立信熊貓移動 終端有限公司 | 貨款 | 15,352,953.44 | 66,591,885.42 |
| Accounts payable | Nanjing Ericsson Mobile Terminal Co. Ltd. | goods payment | | |
| 其他應付款： | 熊貓電子集團有限公司 | 往來款 | 3,924,514.58 | 48,533,441.99 |
| Other receivables | Panda Electronic Group Co. Ltd. | current amount | | |



會計報表註釋

Notes to the Financial Statements

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(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

八 承諾事項

截至二零零一年十二月三十一日止，本公司已簽訂未在會計報表中反映的資本承擔事項如下：

1. 為取得位於江寧開發區面積46.70萬平方米之土地使用權，本公司尚需支付人民幣58,045,000.00元的土地使用權費。
2. 本公司與瑞典IntennaAB公司、香港 Yung-shing Enterprise Co. Ltd合資成立英特納(南京)通信天線系統有限公司，該項目本公司尚需投資人民幣1,750,000.00元。
3. 本公司與英國 Mpower Batteries Limited公司、香港 Yung-shing Enterprise Co. Ltd合資成立恩貝爾電池(南京)有限公司，該項目本公司尚需投資人民幣1,800,000.00元。

九 或有事項

1. 截至二零零一年十二月三十一日止，本公司為南京港泰電子有限公司承兌匯票人民幣68,500,000.00元提供擔保；為南京中達制膜(集團)股份有限公司銀行借款人民幣70,000,000.00元提供擔保。

8. Commitment

As at 31 December 2001, the capital commitment contracted by the Company but not included in the financial statements are as follows:

1. The Company will have to pay the balance of RMB58,045,000.00 as cost of land use right to acquire the land use right of Jiangning Development Zone with total area of 467,000 square meters.
2. The Company jointly established Intenna (Nanjing) Co. Ltd. with Sweden Intenna AB and Hong Kong Yung Shing Enterprise Co. Ltd. The Company still has to invest the balance of RMB1,750,000.00 to this project.
3. The Company jointly established MPower Batteries (Nanjing) Limited with MPower Batteries Ltd of England and Hong Kong Yung-shing Enterprise Co. Ltd. The Company still has to invest the balance of RMB1,800,000.00 to this project.

9. Contingent issues

1. As at 31 December 2001, the Company provided guarantees in respect of acceptance of RMB68,500,000.00 for Nanjing Cantai Electronic Co., Ltd; and bank loan of RMB70,000,000.00 for Nanjing Zhongda Mode (Group) Co. Ltd.

會計報表註釋 Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

九 或有事項 (續)

2. 截至二零零一年十二月三十一日，本公司已貼現未到期的商業承兌匯票金額為人民幣2,500萬元。

十 資產抵押說明

1. 本公司將位於南京市中山東路301號房產證號分別為玄初字第102154號、第102155號、第102156號部分及玄變字第031463號、第031464號、第031485號至第031493號之所列房產(除玄變字第031486號所載第1幢外)作為抵押，向中國工商銀行江蘇省分行營業部取得貸款人民幣297,100,000元，貸款期限自二零零一年十二月十四日至二零零二年十二月二十八日。
2. 本公司之子公司南京熊貓資訊產業有限公司將定期存款800,000.00美元作為質押向招商銀行南京分行貸款人民幣6,400,000.00元，質押期限自二零零一年八月十六日至二零零二年八月十五日；將80,000.00美元存於中國農業銀行玄武支行作為質押，取得貸款人民幣620,000.00元，質押期限至二零零二年五月止。本公司之子公司南京熊貓國際通信有限公司以定期存款人民幣29,454,000.00元作為質押，擔保南京縱橫通訊技術有限公司在銀行取得金額為人民幣29,454,000.00元的貸款，質押期限自二零零一年十二月五日至二零零二年六月五日。

9. Contingent issues (continued)

2. As at 31 December 2001, discounted commercial acceptance with recourse amounted to RMB25,000,000.00.

10. Notes to the Assets Security

1. The Company secured properties situated at No. 301 at Zhongshan East Road, Nanjing, related to properties with Document No. Xuan Chu Zi No. 102154, 102155, part of No. 102156 and Xuan Bian Zi No. 031463, 031464, 031485 to 031493 (apart from a building with Document Xuan Bian Zi No. 031486) for a bank loan of RMB297,100,000 from Jiangsu Province branch, Industrial and Commercial Bank of China. The term loan is from 14 December 2001 to 28 December 2002.
2. Nanjing Panda Information Industry Co., Ltd., a subsidiary of the Company, placed a fixed deposit of USD800,000.00, as pledge for the loan of RMB6,400,000.00 from Nanjing branch, China Merchan Bank. The period for the pledge is from 16 August 2001 to 15 August 2002. USD80,000.00 was placed at the Xuan Wu Branch, China Agricultural Bank as pledge for a loan of RMB620,000. The period for the pledge lasts till May 2002. Our subsidiary Nanjing Panda International Communication Co., Ltd. placed a fixed deposit of RMB29,454,000 as pledge for Nanjing Zongheng Communication Technology Co., Ltd. to obtain a bank loan of RMB29,454,000.00. The period of the pledge is from 5 December 2001 to 5 June 2002.



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

十一 資產負債表日後事項

本公司於二零零二年二月投資人民幣30,600,000元成立南京熊貓移動通信設備有限公司，佔該公司註冊資本的51%。

十二 債務重組事項

截至二零零一年十二月三十一日止，本公司無債務重組事項。

十三 上期對比資料

根據本公司二零零零年臨時股東大會決議，本公司將與電視機業務有關的六家內部獨立核算單位的資產，八家獨立法人單位的股權轉讓與熊貓電子集團有限公司(詳見本公司二零零零年報)，故不再納入本公司合併報表範圍。鑒於其合併會計報表範圍發生變化，為比較起見，上期資料已重新編列。

11. Subsequent Events

The Company invested RMB30,600,000.00 in February 2002 to complete investment in Nanjing Panda Mobile Telecommunications Equipment Co. Ltd. taking a 51% of registered capital.

12. Debt Reorganisation

For the year ended 31 December 2001, the Company did not have debt reorganisation.

13. Comparison of previous period information

According to a resolution passed at the Company's 2000 extraordinary general meeting, the Company transferred assets from six internal independent audit units relating to television business, and equities of eight independent legal person units to Panda Electronics Group Co. Ltd. (details can be seen on the 2000 annual report), as such, they will not be included in the Company's consolidated statement. Since there had been changes in the consolidated financial statements, and for comparison purpose, information of previous period had been re-prepared.

會計報表註釋

Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

十四 按境內外會計準則編制的 財務報告之差異調節表(單 位：人民幣千元)

本公司由於發行H股，在按《企業會計制度》編制財務報告的同時，還按《國際會計準則》編制了財務報告。本公司聘請的境外會計師事務所是浩華會計師事務所。按境內外會計準則編制的財務報告的淨資產、淨利潤的差異：

14. Adjustment financial statements base on domestic and international accounting standard (Unit: RMB'000)

Since the Company has H share issuance, apart from preparing financial report according to the "Accounting System of the People's Republic of China for Enterprises", the Company has also prepared financial report according to the International Accounting Standard. The Company appoints Horwath Hong Kong CPA Limited as its overseas auditor. The following is the difference in net assets and net profit prepared under domestic and international accounting standard:

| | | 淨資產 Net assets |
|------------|---|-------------------|
| 按《國際會計準則》 | Based on International Accounting Standard | 965,497 |
| 加：商標費用跌價準備 | Add: Impairment loss in value in trademark | 64,867 |
| 未確認之無形資產 | Unrealised intangible asset | 5,554 |
| 撇銷其他資產 | amortisation of other assets | 12,976 |
| 商譽 | Goodwill | 2,206 |
| 其他 | Other | 6,885 |
| 減：商標之撇銷 | Less: amortisation of goodwill | (89,206) |
| 所佔聯營公司儲備 | Provision attributable to associated company | (29,041) |
| 少數股東權益 | Minority interests | (661) |
| 按《企業會計制度》 | Based on Accounting System of the People's Republic of China for Enterprises | 939,077 |



會計報表註釋

Notes to the Financial Statements

(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

十四 按境內外會計準則編制的
財務報告之差異調節表(單
位：人民幣千元)(續)

14. Adjustment financial statements base on domestic
and international accounting standard (Unit:
RMB'000) (continued)

| | | 淨資產 Net assets |
|---------------------|---|-------------------|
| 按《國際會計準則》 | Based on International Accounting Standard | 246,939 |
| 加：固定資產、在建工程 減值準備 | Add: Impairment loss in value in for fixed asset, construction in progress | 33,620 |
| 未確認之無形資產 | Unrealised intangible asset | 500 |
| 其他投資之虧損 | Other investment loss | 75 |
| 撇銷商譽 | amortisation of goodwill | 322 |
| 少數股東權益 | Minority interest | 3,273 |
| 減：壞賬準備撥回 | Less: Bad debts provision | (12,039) |
| 存貨跌價準備撥回 | Provision for stocks | (22,353) |
| 商標之攤銷 | amortisation of trademark | (15,514) |
| 攤銷未確認之無形資產 | amortisation of unrealised intangible asset | (1,276) |
| 攤銷其他資產 | amortisation of other assets | (10,612) |
| 所佔聯營公司盈利 | Profit from associated companies | (32,214) |
| 其他 | Other | (11,302) |
| 按《企業會計制度》 | Based on "Accounting System of the People's Republic of China for Enterprises" | 179,419 |

會計報表註釋

Notes to the Financial Statements



(按中國會計準則及制度編製) (截至二零零一年十二月三十一日止年度)

(Prepared in accordance with PRC Accounting Rules and Regulations)(For the year ended 31 December 2001)

十五 淨資產收益率和每股收益

15. Return on net assets and Earnings per share

| | | 淨資產收益率 | | 每股收益 | |
|-------------------|---|----------------------|------------------|--------------------|------------------|
| | | Return on net assets | | Earnings per share | |
| | | 全面攤薄 | 加權平均 | 全面攤薄 | 加權平均 |
| | | Fully diluted | Weighted average | Fully diluted | Weighted average |
| 報告期利潤 | Profit during the year | | | | |
| 主營業務利潤 | Profit from principal activities | 7.28% | 8.05% | 0.1044 | 0.1044 |
| 營業利潤 | Operating profit | (14.56)% | (16.10)% | (0.2087) | (0.2087) |
| 淨利潤 | Net Profit | 19.11% | 21.13% | 0.2739 | 0.2739 |
| 扣除非經常性損益後 的淨利潤 | Net profit excluding extraordinary profit (loss) | 14.96% | 16.55% | 0.2145 | 0.2145 |

十六 合併會計報表之批准

16. Approval of Consolidated Financial Statements

二零零一年度的合併會計報表於二零零二年三月十九日經本公司董事會批准通過。

The Board of Director of the Company approved the 2001 consolidated financial statements on 19 March 2002.