

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 1. Significant Accounting Policies

### (a) Statement of compliance

These financial statements have been prepared in accordance with all applicable Statements of Standard Accounting Practice and Interpretations issued by the Hong Kong Society of Accountants, accounting principles generally accepted in Hong Kong and the requirements of the Hong Kong Companies Ordinance. These financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on the Main Board of The Stock Exchange of Hong Kong Limited ("SEHK"). A summary of the significant accounting policies adopted by the group is set out below.

### (b) Basis of preparation of the financial statements

The measurement basis used in the preparation of the financial statements is historical cost modified by the revaluation of land and buildings as set out in note 1(g).

### (c) Group reorganisation

Pursuant to a group reorganisation (the "Group Reorganisation"), which was completed on 31 December 2001 to rationalise the group structure in preparation of a listing of the company's shares on the Main Board of the SEHK, the company became the holding company of the companies now comprising the group by acquiring the entire share capital of C & H Toy of America, Inc. and J.Y. Toys Co., Limited from the ultimate holding company. The financial information for the year ended 31 December 2001 included as comparatives in these consolidated financial statements has been prepared using the acquisition method of accounting. Accordingly, the results of subsidiaries acquired during the previous year were included in the consolidated income statement from their respective dates of acquisition.

## 1. 主要會計政策

### (a) 遵例聲明

本財務報表是按照香港會計師公會頒佈的所有適用的《會計實務準則》及解釋、香港公認會計原則及香港《公司條例》的規定編製。本財務報表同時符合適用的《香港聯合交易所有限公司（「香港聯交所」）主板證券上市規則》披露規定。以下是本集團採用的主要會計政策概要。

### (b) 財務報表的編製基準

除土地使用權及建築物按重估價值入賬（見附註1(g)）外，本財務報表是以歷史成本作為編製基準。

### (c) 集團重組

為籌備本公司股份於香港聯合交易所有限公司（「香港聯交所」）主板上市而重組集團架構，本集團於二零零一年十二月三十一日完成一項集團重組（「集團重組」），透過向最終控股公司收購C & H Toy of America, Inc.及香港正潤玩具有限公司的全部股本，本公司成為現時組成本集團各公司的控股公司。綜合財務報表中截至二零零一年十二月三十一日止年度用作比較的財務資料按會計收購法編製。因此，上年度內所購入附屬公司的業績乃由各自收購日期起計入綜合損益表內。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 1. Significant Accounting Policies (continued)

### (d) Subsidiaries and controlled enterprises

A subsidiary, in accordance with the Hong Kong Companies Ordinance, is a company in which the group, directly or indirectly, holds more than half of the issued share capital, or controls more than half of the voting power, or controls the composition of the board of directors. Subsidiaries are considered to be controlled if the company has the power, directly or indirectly, to govern the financial and operating policies, so as to obtain benefits from their activities.

An investment in a controlled subsidiary is consolidated into the consolidated financial statements.

Intra-group balances and transactions, and any unrealised profits arising from intra-group transactions, are eliminated in full in preparing the consolidated financial statements. Unrealised losses resulting from intra-group transactions are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

In the company's balance sheet, an investment in a subsidiary is stated at cost less any impairment losses (see note 1(j)).

### (e) Associates

An associate is an entity in which the group has significant influence, but not control or joint control, over its management, including participation in the financial and operating policy decisions.

An investment in an associate is accounted for in the consolidated financial statements under the equity method and is initially recorded at cost and adjusted thereafter for the post acquisition change in the group's share of the associate's net assets. The consolidated income statement reflects the group's share of the post-acquisition results of the associates for the year, including any amortisation of positive or negative goodwill charged or credited during the year in accordance with note 1(f).

## 1. 主要會計政策 (續)

### (d) 附屬公司及受控制企業

按照香港《公司條例》規定，附屬公司是指本集團直接或間接持有其過半數已發行股本，或控制其過半數投票權，或控制其董事會組成的公司。當本公司有權直接或間接支配附屬公司的財務及經營政策，並藉此從其活動中取得利益，均視為受本公司控制。

集團於受控制附屬公司的投資均在綜合財務報表中綜合計算。

集團內部往來的餘額和集團內部交易及其產生的未變現溢利，均在編製綜合財務報表時全數抵銷。集團內部交易所產生的未變現虧損的抵銷方法與未變現溢利相同，但抵銷額只限於沒有證據顯示已轉讓資產已出現減值。

本公司資產負債表所示於附屬公司的投資，是按成本減去任何減值虧損(見附註1(j))後入賬。

### (e) 聯營公司

聯營公司指本集團或本公司可以對其管理層發揮重大影響力的實體，包括參與其財務及經營決策，但不是控制或聯合控制管理層。

於聯營公司的投資是按權益法記入綜合財務報表，並先以成本入賬，其後就本集團所佔聯營公司淨資產在收購後的變動作出調整。綜合損益表反映年內本集團所佔聯營公司的收購後業績，其中包括根據附註1(f)所述年內列支或計入的正商譽或負商譽的任何攤銷。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 1. Significant Accounting Policies (continued)

### (e) Associates (continued)

Unrealised profits and losses resulting from transactions between the group and its associates are eliminated to the extent of the group's interest in the associate, except where unrealised losses provide evidence of an impairment of the asset transferred, in which case they are recognised immediately in the income statement.

### (f) Goodwill

Positive goodwill arising on consolidation represents the excess of the cost of the acquisition over the group's share of the fair value of the identifiable assets and liabilities acquired. Positive goodwill is amortised to the consolidated income statement on a straight-line basis over its estimated useful life. Positive goodwill is stated in the consolidated balance sheet at cost less any accumulated amortisation and any impairment losses (see note 1(j)).

In respect of acquisitions of associates, positive goodwill is amortised to the consolidated income statement on a straight-line basis over its estimated useful life. The cost of positive goodwill less any accumulated amortisation and any impairment losses (see note 1(j)) is included in the carrying amount of the interest in associates.

Negative goodwill arising on acquisitions of subsidiaries represents the excess of the group's share of the fair value of the identifiable assets and liabilities acquired over the cost of the acquisition. To the extent that negative goodwill relates to an expectation of future losses and expenses that are identified in the plan of acquisition and can be measured reliably, but which have not yet been recognised, it is recognised in the consolidated income statement when the future losses and expenses are recognised. Any remaining negative goodwill, but not exceeding the fair values of the non-monetary assets acquired, is recognised in the consolidated income statement over the weighted average useful life of those non-monetary assets that are depreciable/amortisable. Negative goodwill in excess of the fair values of the non-monetary assets acquired is recognised immediately in the consolidated income statement.

## 1. 主要會計政策 (續)

### (e) 聯營公司 (續)

本集團與聯營公司交易所產生的未變現損益按本集團所佔聯營公司權益比例抵銷，惟倘若未變現虧損顯示已轉讓資產出現減值，則這些未變現虧損將即時在綜合損益表確認。

### (f) 商譽

編製綜合財務報表時產生的正商譽是指投資成本超過本集團佔所收購可分資產與負債公允價值的數額。正商譽是按其預計可用年限，以直線法在綜合損益表內攤銷。正商譽是以成本減去任何累計攤銷及任何耗蝕虧損(見附註1(j))後，記入綜合資產負債表。

至於收購聯營公司方面，正商譽是按其預計可使用年限，以直線法在綜合損益表內攤銷。正商譽是以成本減去任何累計攤銷及任何減值虧損(見附註1(j))後，計入聯營公司權益中。

收購附屬公司所產生的負商譽是指本集團佔所收購可分資產與負債公允價值超過投資成本的數額。假如負商譽關乎已在收購計劃中確定及可以可靠地計算，但尚未確認的預計未來虧損和支出，便會在未來虧損和支出確認時，在綜合損益表內確認。任何尚餘的負商譽(但以所收購非貨幣資產公允價值為限)則按應計折舊／攤銷的非貨幣資產的加權平均可用年限，在綜合損益表內確認。然而，如尚餘的負商譽數額高於所收購非貨幣資產公允價值，這部分負商譽便會立即在綜合損益表內確認。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 1. Significant Accounting Policies (continued)

### (f) Goodwill (continued)

In respect of any negative goodwill not yet recognised in the consolidated income statement, such negative goodwill is shown in the consolidated balance sheet as a deduction from assets in the same balance sheet classification as positive goodwill.

On disposal of a subsidiary during the year, any attributable amount of purchased goodwill not previously amortised through the consolidated income statement is included in the calculation of the profit or loss on disposal.

### (g) Fixed assets

(i) Fixed assets are carried in the balance sheets on the following bases:

- land and buildings held for own use are stated in the balance sheet at their revalued amount, being their open market value at the date of revaluation less any subsequent accumulated depreciation (see note 1(ii)). Revaluations are performed by qualified valuers with sufficient regularity to ensure that the carrying amount of these assets does not differ materially from that which would be determined using fair values at the balance sheet date; and
- plant, machinery and other fixed assets are stated in the balance sheet at cost less accumulated depreciation (see note 1(ii)) and impairment losses (see note 1(j)).

## 1. 主要會計政策 (續)

### (f) 商譽 (續)

至於尚未在綜合損益表內確認的任何負商譽，有關的負商譽會在綜合資產負債表內列示為資產的減項，與正商譽屬於同一個資產負債表類別。

如於年內出售附屬公司，以往未在綜合損益表攤銷的應佔購入商譽的數額，在計算出售的溢利或虧損時包括在內。

### (g) 固定資產

(i) 固定資產是按下列基準記入資產負債表：

- 持作自用的土地使用權及建築物以其重估值(即根據它們在重估日的公開市值，減去任何其後的累計折舊(見附註1(ii))後得出的數額)記入資產負債表。重估工作由合資格的估值師定期進行，以確保這些資產的賬面金額與採用結算日的公允價值釐定的數額之間不會出現重大差異；及
- 工業裝置、機器及其他固定資產以成本減去累計折舊(見附註1(ii))及減值虧損(見附註1(j))後記入資產負債表。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 1. Significant Accounting Policies (continued)

### (g) Fixed assets (continued)

- (ii) Changes arising on the revaluation of land and buildings held for own use are generally dealt with in reserves. The only exceptions are as follows:
- when a deficit arises on revaluation, it will be charged to the income statement, if and to the extent that it exceeds the amount held in the reserve in respect of that same asset immediately prior to the revaluation; and
  - when a surplus arises on revaluation, it will be credited to the income statement, if and to the extent that a deficit on revaluation in respect of that same asset had previously been charged to the income statement.
- (iii) Subsequent expenditure relating to a fixed asset that has already been recognised is added to the carrying amount of the asset when it is probable that future economic benefits, in excess of the originally assessed standard of performance of the existing asset, will flow to the enterprise. All other subsequent expenditure is recognised as an expense in the period in which it is incurred.
- (iv) Gains or losses arising from the retirement or disposal of a fixed asset are determined as the difference between the estimated net disposal proceeds and the carrying amount of the asset and are recognised in the income statement on the date of retirement or disposal. On disposal of land and buildings, any related revaluation surplus is transferred from the revaluation reserve to retained profits.

## 1. 主要會計政策 (續)

### (g) 固定資產 (續)

- (ii) 重估持作自用土地及建築物而產生的變動一般會撥入儲備處理，但下列情況除外：
- 如果出現重估虧損，而且有關的虧損額超過就該項資產在截至重估前計入儲備的數額，則差額會在損益表列支；及
  - 如果以往曾將同一項資產的重估虧損在損益表列支，則在出現重估盈餘時，以往曾在損益表扣除的數額會撥入損益表計算。
- (iii) 在超過現有資產原先評估的表現水平的未來經濟效益很可能流入企業時，與固定資產有關而且已獲確認的其後支出便會加入資產的賬面金額。所有其他其後支出則在產生的期間確認為支出。
- (iv) 報廢或出售固定資產所產生的損益以估計出售所得淨額與資產的賬面金額之間的差額釐定，並於報廢或出售當日在損益表確認。出售土地及建築物時，任何相關的重估盈餘會由重估儲備轉入保留溢利。



# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 1. Significant Accounting Policies (continued)

### (h) Operating lease charges

Where the group has the use of assets under operating leases, payments made under the leases are charged to the income statement in equal instalments over the accounting periods covered by the lease term, except where an alternative basis is more representative of the pattern of benefits to be derived from the leased asset. Lease incentives received are recognised in the income statement as an integral part of the aggregate net lease payments made. Contingent rentals are charged to the income statement in the accounting period in which they are incurred.

### (i) Depreciation

Depreciation or amortisation is calculated to write off the cost or valuation of fixed assets over their estimated useful lives as follows:

- land use rights are amortised on a straight-line basis over the period of the grant;
- buildings are depreciated on a straight-line basis over the shorter of their estimated useful lives, being 20 years from the date of completion, and the remaining period of the land use rights; and
- other fixed assets are depreciated on a straight-line basis over their estimated useful lives as follows:

Leasehold improvements

租賃物業裝修

Plant and machinery

工業裝置及機械

Office equipment, furniture and fixtures

辦公室設備、傢具及固定裝置

Motor vehicles

汽車

## 1. 主要會計政策 (續)

### (h) 經營租賃費用

假如本集團透過經營租賃使用資產，則根據租賃作出的付款會在租賃期所涵蓋的會計期間內，以等額在損益表扣除；但如有其他基準能更清楚地反映租賃資產所產生的收益模式則除外。經營租賃協議所涉及的激勵措施均在損益表中確認為租賃淨付款總額的組成部分。或有租金在其產生的會計期間內在損益表扣除。

### (i) 折舊

折舊或攤銷是指按照固定資產的預計可用年限沖銷其成本或估值。計算方法如下：

- 土地使用權按使用期限以直線法攤銷；
- 建築物按預計可用年限（即落成日期起計20年）或尚餘租賃期兩者中的較短期間，以直線法計算折舊；及
- 其他固定資產按下列預計可用年限以直線法計算折舊：

Over the period of the lease

按租期

5 to 10 years

5至10年

5 to 10 years

5至10年

3 to 10 years

3至10年

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 1. Significant Accounting Policies (continued)

### (j) Impairment of assets

Internal and external sources of information are reviewed at each balance sheet date to identify indications that the following assets may be impaired or an impairment loss previously recognised no longer exists or may have decreased:

- property, plant and equipment (other than properties carried at revalued amounts);
- investments in subsidiaries and associates; and
- positive goodwill.

If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount.

#### (i) Calculation of recoverable amount

The recoverable amount of an asset is the greater of its net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of time value of money and the risks specific to the asset. Where an asset does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the smallest group of assets that generates cash inflows independently (i.e. a cash-generating unit).

## 1. 主要會計政策 (續)

### (j) 資產減值

董事在每個結算日審閱內部和外來的信息，以確定下列資產有否出現減值跡象，或以往確認的減值虧損是否不復存在或已經減少：

- 物業、工業裝置及設備(按重估數額列賬的物業除外)；
- 於附屬公司及聯營公司的投資；及
- 正商譽。

如果發現有減值跡象，便會估計該資產的可收回數額。當資產的賬面金額高於可收回數額時，便會確認減值虧損。

#### (i) 計算可收回數額

資產的可收回數額以其銷售淨價和使用價值兩者中的較高數額為準。在評估使用價值時，會使用除稅前折讓率將估計未來現金流量折讓至現值。該折讓率應是反映市場當時所評估的貨幣時間價值和該資產的獨有風險。如果資產所產生的現金流入基本上不獨立於其他資產所產生的現金流入，則以能獨立產生現金流入的最小資產類別(即現金產生單位)來釐定可收回數額。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 1. Significant Accounting Policies (continued)

### (j) Impairment of assets (continued)

#### (ii) Reversals of impairment losses

In respect of assets other than goodwill, an impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss in respect of goodwill is reversed only if the loss was caused by a specific external event of an exceptional nature that is not expected to recur, and the increase in recoverable amount relates clearly to the reversal of the effect of that specific event.

A reversal of impairment losses is limited to the asset's carrying amount that would have been determined had no impairment loss been recognised in prior years. Reversals of impairment losses are credited to the income statement in the year in which the reversals are recognised.

### (k) Inventories

Inventories are carried at the lower of cost and net realisable value.

Cost is calculated using the weighted average cost formula and comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

When inventories are sold, the carrying amount of those inventories is recognised as an expense in the period in which the related revenue is recognised. The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories, arising from an increase in net realisable value, is recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

## 1 主要會計政策 (續)

### (j) 資產耗蝕 (續)

#### (ii) 減值虧損轉回

倘若用以釐定可收回數額的估計發生有利的變化，便會將資產減值虧損轉回，但商譽除外。至於商譽的減值虧損，倘若虧損是由性質獨特及預計不會再出現的特殊外界因素所造成，而且可收回數額的增加明顯是與該特殊因素轉回有關，才會將減值虧損轉回。

所轉回的減值虧損以假設沒有在往年確認減值虧損而應已釐定的資產賬面金額為限。所轉回的減值虧損在確認轉回的年度內計入損益表。

### (k) 存貨

存貨以成本及可變現淨值兩者中的較低數額入賬。

成本以加權平均成本法計算，其中包括所有採購成本、加工成本及運輸和將存貨變成現狀的成本。

可變現淨值是以日常業務過程中的估計售價減去完成生產及銷售所需的估計成本後所得之數。

所出售存貨的賬面金額在相關收入獲確認的期間內確認為支出。存貨數額撇減至可變現淨值及存貨的所有虧損，均在出現減值或虧損的期間內確認為支出。因可變現淨值增加引致存貨的任何減值轉回之數，均在出現轉回的期間內確認為已列作支出的存貨數額減少。



# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 1. Significant Accounting Policies (continued)

### (l) Cash equivalents

For the purpose of presentation in the balance sheets, cash equivalents comprise cash at bank and on hand, demand deposits with banks and other financial institutions, and short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, having been within three months of maturity from the balance sheet dates. For the purposes of the cash flow statement, cash and cash equivalents comprise cash at bank and on hand, demand deposits with banks and other financial institutions, and short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, having been within three months of maturity at acquisition. Bank overdrafts that are repayable on demand and form an integral part of the group's cash management are also included as a component of cash and cash equivalents.

### (m) Deferred taxation

Deferred taxation is provided using the liability method in respect of the taxation effect arising from all material timing differences between the accounting and tax treatment of income and expenditure, which are expected with reasonable probability to crystallise in the foreseeable future.

Future deferred tax benefits are not recognised unless their realisation is assured beyond reasonable doubt.

### (n) Provisions and contingent liabilities

Provisions are recognised for liabilities of uncertain timing or amount when the company or group has a legal or constructive obligation arising as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made. Where the time value of money is material, provisions are stated at the present value of the expenditures expected to settle the obligation.

## 1. 主要會計政策 (續)

### (l) 現金等價物

就資產負債表而言，現金等價物包括銀行存款及現金、存放於銀行及其他財務機構的活期存款，以及短期而流動性極高的投資項目。這些項目可以容易地換算為已知的現金數額，所須承受的價值變動風險甚小，且在結算日後三個月內到期。就編製現金流量表而言，現金及現金等價物包括現金存款及現金、存放於銀行及其他財務機構的活期存款，以及短期而流動性極高的投資項目。這些項目可以容易地換算為已知的現金數額，所須承受的價值變動風險甚小，且在購入後三個月內到期。現金及現金等價物亦包括須於通知時償還並構成本集團現金管理一部份的銀行透支。

### (m) 遞延稅項

遞延稅項是就收益及支出的會計及與稅務處理方法之間，由所有重大時差產生而相當可能於可見的未來實現的稅項影響，以負債法計提準備。

未來遞延稅項利益只會在合理保證可實現時才會確認。

### (n) 準備及或有負債

倘若本公司或本集團須就已發生的事件承擔法律或推定義務，而履行該義務預期會導致含有經濟效益的資源外流，並可作出可靠的估計，便會就該時間或數額不定的負債計提準備。如果貨幣時間價值重大，則按預計履行義務所需資源的現值計列準備。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 1. Significant Accounting Policies (continued)

### (n) Provisions and contingent liabilities (continued)

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

### (o) Revenue recognition

Provided it is probable that the economic benefits will flow to the group and the revenue and costs, if applicable, can be measured reliably, revenue is recognised in the income statement as follows:

#### (i) Sale of goods

Revenue is recognised when goods are delivered at the customers' premises which is taken to be the point in time when the customer has accepted the goods and the related risks and rewards of ownership. Revenue excludes value added or other sales taxes and is after deduction of any trade discounts.

#### (ii) Commission income

Commission income on sales referred to manufacturers is recognised when the goods are delivered by the manufacturers to the ultimate customers.

#### (iii) Interest income

Interest income from bank deposits is accrued on a time-apportioned basis by reference to the principal outstanding and the rate applicable.

## 1. 主要會計政策 (續)

### (n) 準備及或有負債 (續)

倘若含有經濟效益的資源外流的可能性不大，或是無法對有關數額作出可靠的估計，便會將該義務披露為或有負債；但假如這類資源外流的可能性極低則除外。須視乎某宗或多宗未來事件是否發生才能確定存在與否的潛在義務，亦會披露為或然負債，但假如這類資源外流的可能性極低則除外。

### (o) 收入確認

收入是在經濟效益可能會流入本集團，以及能夠可靠地計算收入和成本(如適用)時，根據下列方法在損益表內確認：

#### (i) 銷售貨品

收入在貨品送達客戶場地，而且客戶接收貨品及其所有權相關的風險及回報時確認。收入不包括增值稅或其他銷售稅，並已扣除任何營業折扣。

#### (ii) 佣金收入

向製造商轉介交易所得的佣金收入是在製造商向最終客戶交付貨品時確認。

#### (iii) 利息收入

銀行存款的利息收入以時間比例為基準，按尚餘本金及適用利率計算。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 1. Significant Accounting Policies (continued)

### (p) Foreign currencies

Foreign currency transactions during the year are translated into Hong Kong dollars at the exchange rates ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated into Hong Kong dollars at the exchange rates ruling at the balance sheet date. Exchange gains and losses are dealt with in the income statement.

The results of foreign enterprises are translated into Hong Kong dollars at the average exchange rates for the year; balance sheet items are translated into Hong Kong dollars at the rates of exchange ruling at the balance sheet date. The resulting exchange differences are dealt with as a movement in reserves.

On disposal of a foreign enterprise, the cumulative amount of the exchange differences which relate to that foreign enterprise is included in the calculation of the profit or loss on disposal.

### (q) Employee benefits

(i) Salaries, annual bonuses, paid annual leave, leave passage and the cost to the group of non-monetary benefits are accrued in the year in which the associated services are rendered by employees of the group. Where payment or settlement is deferred and the effect would be material, these amounts are stated at their present values.

(ii) Contributions to Mandatory Provident Funds as required under the Hong Kong Mandatory Provident Fund Schemes Ordinance, are recognised as an expense in the income statement as incurred, except to the extent that they are included in the cost of inventories not yet recognised as an expense.

(iii) Subsidiaries incorporated in the People's Republic of China ("PRC") participate in the retirement schemes operated by the local authorities for employees in the PRC. Contributions to these schemes are charged to the income statement when incurred.

## 1. 主要會計政策 (續)

### (p) 外幣

年內的外幣交易按交易日的匯率換算為港幣。以外幣為單位的貨幣資產及負債則按結算日的匯率換算為港幣。匯兌盈虧均撥入損益表處理。

海外企業的業績按年內的平均匯率換算為港幣，而資產負債表項目則按結算日當時的匯率換算為港幣。匯兌盈虧列作儲備變動。

出售海外企業而計算出售盈虧時，亦包括與該海外企業有關的累計匯兌差額。

### (q) 僱員福利

(i) 薪金、年度獎金、有薪年假、假期旅遊津貼及各項非貨幣福利令本集團產生的成本，均在本集團僱員提供相關服務的年度內累計。如延遲付款或結算後構成重大的貨幣時間價值，則上述數額須按現值列賬。

(ii) 根據香港《強制性公積金計劃條例》規定作出的強制公積金供款，均於產生時在損益表列支；但已計入尚未確認為開支的無形資產和存貨成本的數額除外。

(iii) 在中華人民共和國（「中國」）註冊成立的附屬公司參與由中國當地機構為中國僱員管理的退休計劃。該等計劃的供款於產生時在損益表列支。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 1. Significant Accounting Policies (continued)

### (q) Employee benefits (continued)

- (iv) When the group grants directors or employees options to acquire shares of the company at a nominal consideration, no employee benefit cost or obligation is recognised at the date of grant. When the options are exercised, equity is increased by the amount of the proceeds received.
- (v) Termination benefits are recognised when, and only when, the group demonstrably commits itself to terminate employment or to provide benefits as a result of voluntary redundancy by having a detailed formal plan which is without realistic possibility of withdrawal.

### (r) Borrowing costs

Borrowing costs are expensed in the income statement in the period in which they are incurred, except to the extent that they are capitalised as being directly attributable to the acquisition, construction or production of an asset which necessarily takes a substantial period of time to get ready for its intended use or sale.

The capitalisation of borrowing costs as part of the cost of a qualifying asset commences when expenditures for the asset are being incurred, borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalisation of borrowing costs is suspended or ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are interrupted or complete.

## 1. 主要會計政策 (續)

### (q) 僱員福利 (續)

- (iv) 如本集團以象徵式價款授予董事或僱員可認購本公司股份的購股權，在授予日期不會確認僱員福利成本或義務。當購股權被行使時，股東權益按所收款項的數額增加。
- (v) 辭退福利只會在本集團有正式的具體辭退計劃但沒有撤回該計劃的實質可能性，並且明確表示會終止僱用或由於自願遣散而提供福利時才確認。

### (r) 借貸成本

除直接用作收購、建設或生產而需要相當長時間才可以投入原定用途或銷售的資產的借貸成本予以資本化外，借貸成本均在產生的期間內在損益表列支。

屬於合資格資產成本一部份的借貸成本在資產產生開支、借貸成本產生及使資產投入原定用途或銷售所必須的準備工作進行期間開始資本化。在使未合資格資產投入原定用途或銷售所必須的絕大部分準備工作中止或完成時，借貸成本便會暫停或停止資本化。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 1. Significant Accounting Policies (continued)

### (s) Related parties

For the purposes of these financial statements, parties are considered to be related to the group if the group has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the group and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

### (t) Segment reporting

A segment is a distinguishable component of the group that is engaged either in providing products or services (business segment), or in providing products or services within a particular economic environment (geographical segment), which is subject to risks and rewards that are different from those of other segments.

In accordance with the group's internal financial reporting system, the group has chosen business segment information as the primary reporting format and geographical segment information as the secondary reporting format.

Segment revenue, expenses, results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis to that segment. For example, segment assets may include inventories, trade receivables and property, plant and equipment. Segment revenue, expenses, assets, and liabilities are determined before intra-group balances and intra-group transactions are eliminated as part of the consolidation process, except to the extent that such intra-group balances and transactions are between group enterprises within a single segment. Inter-segment pricing is based on similar terms as those available to other external parties.

## 1. 主要會計政策 (續)

### (s) 關聯人士

就本財務報表而言，如果本集團能夠直接或間接監控另一方人士或對另一方人士的財務及經營決策發揮重大的影響力，或另一方人士能夠直接或間接監控本集團或對本集團的財務及經營決策發揮重大的影響力，或本集團與另一方人士均受制於共同的監控或共同的重大影響下，即被視為本集團的關聯人士。關聯人士可以是個別人士或其他實體。

### (t) 分部報告

分部是指本集團內可明顯區分的組成部分，並且負責提供單項產品或服務(業務分部)或在一個特定的經濟環境中提供產品或服務(地區分部)，並且承擔着不同於其他分部的風險和回報。

按照本集團的內部財務報告系統，本集團已就本財務報表選擇以業務分部為報告分部信息的主要形式，而地區分部則是次要的分部報告形式。

分部收入、支出、經營成果、資產及負債包含直接歸屬某一分部，以及可按合理的基準分配至該分部的項目的數額。例如，分部資產可能包括存貨、應收賬款及物業、機器及設備。分部收入、支出、資產及負債包含須在編製綜合財務報表時抵銷的集團內部往來的餘額和集團內部交易；但同屬一個分部的集團企業之間的集團內部往來的餘額和交易則除外。分部之間的轉移事項定價按與其他外界人士相若的條款計算。



# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 1. Significant Accounting Policies (continued)

### (t) Segment reporting (continued)

Segment capital expenditure is the total cost incurred during the year to acquire segment assets (both tangible and intangible) that are expected to be used for more than one period.

Unallocated items mainly comprise financial and corporate assets, interest-bearing loans, borrowings, corporate and financing expenses.

## 2. Turnover

The principal activities of the group are the design, development, manufacturing and sales of plush stuffed toys and steel and plastic toys.

Turnover represents the net invoiced value of toys sold, excludes value added tax and is net of any trade discounts.

## 3. Other Revenue and Net Gain/(Loss)

## 1. 主要會計政策 (續)

### (t) 分部報告 (續)

分部資本開支是指在期內購入預計可於超過一個會計期間使用的分部資產(包括有形和無形資產)所產生的成本總額。

未能分配至分部的項目主要包括財務及企業資產、帶息借款、借款、企業及融資支出。

## 2. 營業額

本集團的主要業務是設計、發展、生產及銷售毛絨玩具與金屬及塑膠玩具。

營業額包括售出玩具的發票淨值，不計增值稅，但已扣除任何營業折扣。

## 3. 其他收入及收益／(虧損)淨額

		2002 \$'000 千元	2001 \$'000 千元
<b>Other revenue</b>	<b>其他收入</b>		
Interest income from bank deposits	銀行存款利息收入	5,000	3,320
Commission income	佣金收入	4,838	-
Sales of scrap materials	出售報廢物料	1,690	2,103
Sundry income	雜項收入	2,933	3,120
		<b>14,461</b>	8,543
<b>Other net gain/(loss)</b>	<b>其他收益／(虧損)淨額</b>		
Net loss on sale of fixed assets	出售固定資產虧損淨額	(202)	(203)
Net exchange gain/(loss)	滙兌收益／(虧損)淨額	2,744	(5,729)
		<b>2,542</b>	(5,932)

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 4. Profit from Ordinary Activities Before Taxation

**Profit from ordinary activities before taxation is arrived at after charging/(crediting):**

## 4. 除稅前正常業務溢利

除稅前正常業務溢利已扣除/(計入)：

		<b>2002</b>	2001
		<b>\$'000</b>	\$'000
		千元	千元
(a) Finance costs:	融資成本：		
Interest on bank advances and other borrowings wholly repayable within five years	須於五年內悉數償還的銀行貸款及其他借貸利息	<b>3</b>	230
(b) Other items:	其他項目：		
Auditors' remuneration	核數師酬金	<b>1,958</b>	2,000
Cost of inventories (note (i))	存貨成本 (附註(i))	<b>698,074</b>	575,702
Staff costs (including retirement costs (note 23) of \$7,008,000 (2001: \$5,601,000)) (note (i))	員工成本 (包括退休計劃成本 (附註23) 7,008,000元 (二零零一年：5,601,000元)) (附註(i))	<b>165,353</b>	152,456
Depreciation (note (i))	折舊 (附註(i))	<b>18,491</b>	12,425
Operating lease charges: minimum lease payments in respect of property rentals (note (i))	經營租賃費用：物業租金的最低租賃付款額 (附註(i))	<b>21,759</b>	19,022
Negative goodwill recognised as income on acquisition of subsidiary	收購附屬公司時確認為收入的負商譽	-	(3,048)
Amortisation of negative goodwill on acquisition of subsidiary	收購附屬公司之負商譽攤銷	<b>(1,591)</b>	(1,544)
Amortisation of positive goodwill on acquisition of	收購下列項目之正商譽攤銷		
- subsidiary	- 附屬公司	<b>89</b>	-
- associate (note (ii))	- 聯營公司 (附註(ii))	<b>717</b>	-
Provision for bad debts	壞賬撥備	<b>792</b>	3,676
Commission expenses	佣金開支	<b>6,776</b>	8,884

Notes:

- (i) Cost of inventories includes \$170,660,000 (2001: \$158,037,000) relating to staff costs, depreciation expenses and operating lease charges, which amount is also included in the respective total amounts disclosed separately above for each of these types of expenses.
- (ii) Amortisation of positive goodwill in respect of associate is included in the share of loss of associate for the year.

附註：

- (i) 存貨成本包括與員工成本、折舊費用及經營租賃費用有關的 170,660,000 元 (二零零一年：158,037,000 元)，有關數額亦已記入上表分開列示的各類開支總額中。
- (ii) 攤銷聯營公司之正商譽已計入本年度應佔聯營公司虧損。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 5. Taxation

### (a) Taxation in the consolidated income statement represents:

		2002 \$'000 千元	2001 \$'000 千元
Provision for Hong Kong			
Profits Tax for the year	本年度香港利得稅準備	6,340	4,900
Under-provision in respect of prior years	以往年度準備不足	108	1,012
		6,448	5,912
Taxation outside Hong Kong	香港以外地區稅項	3,846	-
Deferred taxation (note 25(a))	遞延稅項 (附註25(a))	-	191
		<b>10,294</b>	6,103

The provision for Hong Kong Profits Tax is calculated at 16% (2001: 16%) of the estimated assessable profits for the year ended 31 December 2002.

In accordance with the relevant regulations and the Enterprises Income Tax Law applicable in the PRC, the PRC subsidiaries are exempted from Enterprise Income Tax for two years starting from the first profit making year and thereafter subject to Enterprise Income Tax at 50% of the standard tax rate for the following three years. As at 31 December 2002, one of the PRC subsidiaries is exempted from Enterprise Income Tax and the other is subject to Enterprise Income Tax at 50% of the standard tax rate.

## 5. 稅項

### (a) 綜合損益表所示的稅項為：

香港利得稅準備是按截至二零零二年十二月三十一日止年度的估計應評稅溢利以16% (二零零一年：16%) 的稅率計算。

根據有關規例及中國適用的企業所得稅法，中國附屬公司可以在首兩個獲利營運年度獲豁免企業所得稅，並於其後三年獲減免按標準稅率計算的企業所得稅的50%。於二零零二年十二月三十一日，一間中國附屬公司獲豁免企業所得稅，其餘則須按標準稅率的50%繳納所得稅。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 5. Taxation (continued)

### (b) Taxation in the balance sheets represents:

		The group 本集團		The company 本公司	
		2002 \$'000 千元	2001 \$'000 千元	2002 \$'000 千元	2001 \$'000 千元
Provision for Hong Kong Profits Tax for the year	本年度香港利得稅準備	<b>6,340</b>	4,900	<b>6,000</b>	4,900
Provisional Profits Tax paid	已付暫繳利得稅	<b>(1,265)</b>	–	<b>(982)</b>	–
		<b>5,075</b>	4,900	<b>5,018</b>	4,900
Balance of Profits Tax provision relating to prior years	以往年度利得稅準備結餘	<b>12,591</b>	8,488	<b>12,591</b>	8,488
Balance of Profits Tax recoverable relating to prior years	以往年度可收回利得稅結餘	–	(121)	–	–
Taxation outside Hong Kong	香港以外地區稅項	<b>3,084</b>	–	–	–
Less: Tax reserve certificates purchased under order of the Commissioner of Inland Revenue (note)	減：按稅務局局長的指令購入的儲稅券(附註)	<b>(10,489)</b>	–	<b>(10,489)</b>	–
		<b>10,261</b>	13,267	<b>7,120</b>	13,388

Note: As at 31 December 2002, tax reserve certificates totalling \$10,489,000 were purchased by the company pending the resolution of certain enquiries raised by the Hong Kong Inland Revenue Department ("IRD") relating to the years of assessment 1998/99 to 2001/2002. Based on the information available to date, the directors of the company consider the tax provisions included in the financial statements in the aggregate amount of \$12,591,000 for the above years of assessment are adequate after taking into account the nature of the enquiries raised by the IRD and the bases upon which the company's assessable profits for the year of assessment 1997/98 and prior years have been agreed with the IRD.

Subsequent to 31 December 2002, the company purchased further tax reserve certificates in the aggregate amount of \$2,102,000 under the order of the Commissioner of Inland Revenue.

## 5. 稅項(續)

### (b) 資產負債表所示的稅項為：

附註：於二零零二年十二月三十一日，本公司購入共10,489,000元儲稅券，以待香港稅務局(「稅局」)就一九九八/九九課稅年度至二零零一/二零零二課稅年度提出的部份質詢定案。根據目前所得資料，本公司董事認為經考慮稅局所提出質詢的性質及本公司就一九九七/九八課稅年度及往年應評稅溢利與稅局達成共識所採納基準後，就上述課稅年度於財務報表中所作合共12,591,000元之稅項準備撥備乃屬充份。

於二零零二年十二月三十一日後，本公司按稅務局局長的指令購入的儲稅券總金額為2,102,000元。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 6. Directors' Remuneration

Directors' remuneration disclosed pursuant to section 161 of the Hong Kong Companies Ordinance is as follows:

		2002 \$'000 千元	2001 \$'000 千元
Fees	袍金	240	40
Salaries and other emoluments	薪金及其他酬金	9,179	5,423
Retirement scheme contributions	退休計劃供款	326	523
		<b>9,745</b>	<b>5,986</b>

Included in the directors' remuneration were fees of \$240,000 (2001: \$40,000) paid to the independent non-executive directors during the year.

In addition, certain directors were granted options to subscribe for shares in the company. Details of the share options granted and outstanding in respect of each director as at 31 December 2002 are set out under the paragraph "Directors' and chief executive's interests in shares" of the report of the directors and note 24.

The remuneration of the directors is within the following bands:

		2002 Number of directors 董事人數	2001 Number of directors 董事人數
\$	元		
Nil – 1,000,000	零 – 1,000,000	2	4
1,000,001 – 1,500,000	1,000,001 – 1,500,000	1	–
1,500,001 – 2,000,000	1,500,001 – 2,000,000	1	–
2,000,001 – 2,500,000	2,000,001 – 2,500,000	1	1
2,500,001 – 3,000,000	2,500,001 – 3,000,000	–	1
4,000,001 – 4,500,000	4,000,001 – 4,500,000	1	–

## 6. 董事酬金

根據香港《公司條例》第161條列報的董事酬金如下：

董事酬金包括年內支付予獨立非執行董事的袍金240,000元(二零零一年：40,000元)。

此外，若干董事獲授購股權以認購本公司股份。各董事於二零零二年十二月三十一日已獲授及尚未行使之購股權詳情載於董事會報告書「董事及主要行政人員之股份權益」一段及附註24。

酬金在以下範圍內的董事人數如下：



# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 7. Individuals with Highest Emoluments

Of the five individuals with the highest emoluments, three (2001: three) are directors whose emoluments are disclosed in note 6. The aggregate of the emoluments in respect of other two (2001: two) individuals are as follows:

		<b>2002</b>	2001
		<b>\$'000</b>	\$'000
		千元	千元
Salaries and other emoluments	薪金及其他酬金	<b>3,059</b>	1,849
Retirement scheme contributions	退休計劃供款	<b>116</b>	93
		<b>3,175</b>	1,942

The emoluments of the two (2001: two) individuals with the highest emoluments are within the following bands:

		<b>2002</b>	2001
		<b>Number of</b>	Number of
		<b>individuals</b>	individuals
		人數	人數
\$	元		
Nil – 1,000,000	零 – 1,000,000	–	1
1,000,001 – 1,500,000	1,000,001 – 1,500,000	<b>1</b>	1
1,500,001 – 2,000,000	1,500,001 – 2,000,000	<b>1</b>	–

## 7. 最高酬金人士

在五位酬金最高的人士中，三位（二零零一年：三位）為董事，有關的酬金詳情載於附註6。其他兩位（二零零一年：兩位）人士的酬金總額如下：

該兩名（二零零一年：兩位）酬金最高人士的酬金在以下範圍內：

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 8. Profit Attributable to Shareholders

The consolidated profit attributable to shareholders includes a profit of \$67,906,000 (2001: \$73,730,000) which has been dealt with in the financial statements of the company.

Reconciliation of the above amount to the company's profit for the year:

## 8. 股東應佔溢利

股東應佔綜合溢利包括一筆已列入本公司財務報表的67,906,000元(二零零一年:73,730,000元)溢利。

上述數額與本公司本年度溢利之對賬如下:

		2002 \$'000 千元	2001 \$'000 千元
Amount of consolidated profit attributable to shareholders dealt with in the company's financial statements	列入本公司財務報表的股東應佔綜合溢利數額	<b>67,906</b>	73,730
Final dividend from subsidiary attributable to the profit of the previous financial year, approved and paid during the year	附屬公司於年內獲核准及支付的以往財政年度末期股息	<b>15,600</b>	-
Company's profit for the year (note 27)	本公司本年度溢利(附註27)	<b>83,506</b>	73,730

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 9. Dividends

### (a) Dividends attributable to the year

		2002 \$'000 千元	2001 \$'000 千元
1,400,000 shares of US\$1 each (note (i))	1,400,000 股每股面值1 美元股份 (附註(i))		
Interim dividend declared and paid of \$5.507 per share	已宣派及支付中期股息每股 5.507元	-	7,710
Special dividend declared and paid of \$16.586 per share	已宣派及支付特別股息 每股16.586元	-	23,220
650,000,000 shares of US\$0.01 each	650,000,000 股每股面值 0.01 美元股份		
Interim dividend declared and paid of \$0.024 per share	已宣派及支付中期股息 每股0.024元	15,600	-
Final dividend proposed after the balance sheet date of \$0.064 per share (2001: \$0.048) (note (ii))	於結算日後建議分派 末期股息每股0.064元 (二零零一年: 0.048元) (附註(ii))	41,600	31,200
		<b>57,200</b>	62,130

Notes:

- (i) The interim and special dividends were paid to the then shareholders of the company prior to the sub-division of the company's shares in December 2001 and the Group Reorganisation.
- (ii) The final dividend proposed after the balance sheet date has not been recognised as a liability at the balance sheet date.

## 9 股息

### (a) 本年度股息

附註：

- (i) 本公司股份已在二零零一年十二月拆細及在集團重組前向本公司當時的股東派付中期及特別股息。
- (ii) 於結算日後建議分派的末期股息並未於結算日確認為負債。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 9. Dividends (continued)

### (b) Dividends attributable to the previous financial year, approved and paid during the year

		2002 \$'000 千元	2001 \$'000 千元
Final dividend in respect of the previous financial year, approved and paid during the year, of \$0.048 per share (2001: \$Nil per share)	於年內獲批准及支付的以往財政年度末期股息每股0.048元 (二零零一年：每股零元)	31,200	-

## 10. Earnings Per Share

### (a) Basic earnings per share

The calculation of basic earnings per share is based on the profit attributable to shareholders of \$113,891,000 (2001: \$98,854,000) and the weighted average of 633,972,625 ordinary shares (2001: 487,500,000 shares after adjusting for the capitalisation issue in 2002) in issue during the year.

### (b) Diluted earnings per share

The calculation of diluted earnings per share is based on the profit attributable to ordinary shareholders of \$113,891,000 (2001: \$98,854,000) and the weighted average number of 637,260,609 ordinary shares after adjusting for the effects of all dilutive potential ordinary shares. There were no dilutive potential ordinary shares in existence during 2001 and therefore diluted earnings per share is not presented.

## 9. 股息(續)

### (b) 於年內獲批准及支付之以往年度股息

## 10. 每股盈利

### (a) 每股基本盈利

每股基本盈利是按照本年度的股東應佔溢利113,891,000元(二零零一年：98,854,000元)及年內已發行之加權平均普通股股數633,972,625股(二零零一年：就二零零二年之資本化發行作出調整後為487,500,000股)計算。

### (b) 每股攤薄盈利

每股攤薄盈利是根據本公司的普通股股東應佔溢利113,891,000元(二零零一年：98,854,000元)及已就所有潛在攤薄普通股作出調整之加權平均普通股股數637,260,609股計算。由於二零零一年並無潛在攤薄普通股，因此並無呈列每股攤薄盈利。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 10. Earnings Per Share (continued)

### (c) Reconciliations

	<b>2002</b>	2001
	<b>Number of shares</b>	Number of shares
	股份數目	股份數目
Weighted average number of ordinary shares used in calculating basic earnings per share	<b>633,972,625</b>	487,500,000
Deemed issue of ordinary shares for no consideration	<b>3,287,984</b>	–
Weighted average number of ordinary shares used in calculating diluted earnings per share	<b>637,260,609</b>	487,500,000

## 10. 每股盈利 (續)

### (c) 對賬



# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 11. Segment Reporting

Segment information is presented in respect of the group's business and geographical segments. Business segment information is chosen as the primary reporting format because this is more relevant to the group's internal financial reporting.

### Business segments

The group comprises two main business segments:

- manufacture and sale of plush stuffed toys
- manufacture and sale of steel and plastic toys

## 11. 分部報告

分部資料是按本集團的業務和地區分部作出呈述。由於業務分部資料對本集團的內部財務匯報工作意義較大，故已選為報告分部資料的主要形式。

### 業務分部

本集團的主要業務分部如下：

- 製造及銷售毛絨玩具
- 製造及銷售金屬及塑膠玩具

	Plush stuffed toys		Steel and plastic toys		Unallocated		Consolidated	
	毛絨玩具		金屬及塑膠玩具		未分配數額		綜合數額	
	2002 \$'000 千元	2001 \$'000 千元	2002 \$'000 千元	2001 \$'000 千元	2002 \$'000 千元	2001 \$'000 千元	2002 \$'000 千元	2001 \$'000 千元
Revenue from external customers 來自外界客戶的收入	850,447	756,049	59,923	–	–	–	910,370	756,049
Other revenue from external customers 來自外界客戶的其他收入	9,340	5,223	121	–	5,000	3,320	14,461	8,543
Total 總額	859,787	761,272	60,044	–	5,000	3,320	924,831	764,592
Segment result 分部經營成果	120,302	105,187	4,369	–	–	–	124,671	105,187
Profit from operations 來自經營的溢利							124,671	105,187
Finance costs 融資成本							(3)	(230)
Share of loss of associate 應佔聯營公司虧損							(483)	–
Taxation 稅項							(10,294)	(6,103)
Profit attributable to shareholders 股東應佔溢利							113,891	98,854

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 11. Segment Reporting (continued)

### Business segments (continued)

Note: In 2001, revenue and segment result attributable to the steel and plastic toys segment had not been included as J.Y. Toys Co., Limited, the subsidiary which is engaged in the manufacture and sale of steel and plastic toys, was acquired by the company on 31 December 2001.

## 11. 分部報告 (續)

### 業務分部 (續)

附註：金屬及塑膠玩具由本公司於二零零一年十二月三十一日收購的香港正潤玩具有限公司負責製造及銷售，因此，二零零一年尚未計入金屬及塑膠玩具之收入及分部經營成果。

	Plush stuffed toys 毛絨玩具		Steel and plastic toys 金屬及塑膠玩具		Consolidated 綜合數額	
	2002	2001	2002	2001	2002	2001
	\$'000 千元	\$'000 千元	\$'000 千元	\$'000 千元	\$'000 千元	\$'000 千元
Depreciation and amortisation in respect of fixed assets for the year 本年度固定資產折舊及攤銷	16,965	12,425	1,526	-	18,491	12,425
Amortisation of goodwill for the year 本年度商譽攤銷	(874)	(4,592)	89	-	(785)	(4,592)
Significant non-cash expenses (other than depreciation and amortisation) 大額非現金費用 (折舊及攤銷除外)	792	3,676	-	-	792	3,676
Segment assets 分部資產	328,429	257,045	9,488	10,803	337,917	267,848
Investment in associate 於聯營公司的投資	4,198	-	-	-	4,198	-
Unallocated assets 未分配資產					320,083	126,126
Total assets 資產總值					662,198	393,974
Segment liabilities 分部負債	81,237	92,536	8,191	9,078	89,428	101,614
Unallocated liabilities 未分配負債					51,345	13,267
Total liabilities 負債總額					140,773	114,881
Capital expenditure incurred during the year 本年度內產生的資本開支	21,961	27,258	2,686	30,024	24,647	57,282

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 11. Segment Reporting (continued)

### Geographical segments

The group participates in several principal economic environments as set out below.

In presenting information on the basis of geographical segments, segment turnover is based on the geographical destination of delivery of goods. Segment assets and capital expenditure are based on the geographical location of the assets.

## 11. 分部報告 (續)

### 地區分部

本集團在下列數個主要經濟環境中經營。

在呈述地區分部信息時，分部營業額乃根據交付貨品的目的地釐定。分部資產及資本開支則以資產的所在地為計算基準。

	Turnover 營業額		Segment assets 分部資產		Capital expenditure incurred during the year 年內產生的資本開支	
	2002 \$'000 千元	2001 \$'000 千元	2002 \$'000 千元	2001 \$'000 千元	2002 \$'000 千元	2001 \$'000 千元
United States 美國	448,414	387,792	2,733	4,031	39	3,138
Japan 日本	300,643	252,175	-	-	-	-
South East Asia (other than Japan) 東南亞 (日本除外)	110,673	59,016	-	-	4,681	-
Europe 歐洲	47,918	51,542	-	-	-	-
Hong Kong 香港	-	-	94,889	48,579	2,796	738
PRC (other than Hong Kong) 中國 (香港除外)	-	-	240,295	215,238	17,131	53,406
Others 其他	2,722	5,524	-	-	-	-
	<b>910,370</b>	756,049	<b>337,917</b>	267,848	<b>24,647</b>	57,282

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 12. Fixed Assets

### (a) The group

	Land use rights and buildings	Leasehold improvements	Plant and machinery	Office equipment, furniture and fixtures	Motor vehicles	Total
	土地 使用權及 建築物 \$'000 千元	租賃 物業裝修 \$'000 千元	工業裝置 及機器 \$'000 千元	辦公室 設備、 傢具及 固定裝置 \$'000 千元	汽車 \$'000 千元	總計 \$'000 千元
<b>Cost or valuation:</b>						
成本或估值：						
At 1 January 2002						
於二零零二年一月一日	40,306	14,074	69,554	16,627	6,514	147,075
Additions 增置	-	2,735	6,973	1,061	1,889	12,658
Disposals 出售	-	-	(3,565)	(639)	(250)	(4,454)
Transfer from construction in progress (note 13)						
轉撥自在建工程(附註13)	573	-	6,566	-	-	7,139
At 31 December 2002	40,879	16,809	79,528	17,049	8,153	162,418
於二零零二年十二月三十一日	40,879	16,809	79,528	17,049	8,153	162,418
<b>Representing:</b>						
代表：						
Cost 成本	-	16,809	79,528	17,049	8,153	121,539
Valuation 2002						
二零零二年估值	40,879	-	-	-	-	40,879
	40,879	16,809	79,528	17,049	8,153	162,418
<b>Aggregate amortisation and depreciation:</b>						
攤銷及折舊總額：						
At 1 January 2002						
於二零零二年一月一日	156	8,558	33,952	10,476	3,868	57,010
Charge for the year						
本年度開支	2,276	2,891	8,828	2,660	1,836	18,491
Written back on disposal						
出售時撥回	-	-	(3,086)	(443)	(173)	(3,702)
At 31 December 2002	2,432	11,449	39,694	12,693	5,531	71,799
於二零零二年十二月三十一日	2,432	11,449	39,694	12,693	5,531	71,799
<b>Net book value:</b>						
賬面淨值：						
At 31 December 2002						
於二零零二年十二月三十一日	38,447	5,360	39,834	4,356	2,622	90,619
At 31 December 2001						
於二零零一年十二月三十一日	40,150	5,516	35,602	6,151	2,646	90,065

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 12. Fixed Assets (continued)

### (b) The company

		Leasehold improvements	Plant and machinery	Motor vehicles	Office equipment, furniture and fixtures	Total
		租賃 物業裝修	工業裝置 及機器	汽車	辦公室 設備、 傢具及 固定裝置	總計
		\$'000	\$'000	\$'000	\$'000	\$'000
		千元	千元	千元	千元	千元
<b>Cost:</b>	<b>成本：</b>					
At 1 January 2002	於二零零二年一月一日	11,625	24,939	2,657	12,449	51,670
Additions	增置	2,545	579	1,206	595	4,925
Disposals	出售	-	(1,338)	(95)	(635)	(2,068)
At 31 December 2002	於二零零二年十二月三十一日	14,170	24,180	3,768	12,409	54,527
<b>Aggregate depreciation:</b>	<b>折舊總額：</b>					
At 1 January 2002	於二零零二年一月一日	7,162	18,013	2,020	8,170	35,365
Charge for the year	本年度開支	2,356	3,266	662	1,811	8,095
Written back on disposal	出售時撥回	-	(979)	(96)	(440)	(1,515)
At 31 December 2002	於二零零二年十二月三十一日	9,518	20,300	2,586	9,541	41,945
<b>Net book value:</b>	<b>賬面淨值：</b>					
At 31 December 2002	於二零零二年十二月三十一日	4,652	3,880	1,182	2,868	12,582
At 31 December 2001	於二零零一年十二月三十一日	4,463	6,926	637	4,279	16,305

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 12. Fixed Assets (continued)

### (c) The analysis of net book value of land use rights and buildings is as follows:

		2002 \$'000 千元	2001 \$'000 千元
Outside Hong Kong	香港境外		
– medium-term leases	– 中期租賃	<b>38,447</b>	40,150

### (d) Certain fixed assets of the group are pledged to secure banking facilities granted to the group as follows:

		2002 \$'000 千元	2001 \$'000 千元
Net book value of pledged fixed assets:	已抵押固定資產的賬面淨值：		
– Land use rights	– 土地使用權	–	4,444

(e) The group's land use rights and buildings held for own use were revalued at 30 November 2001 by Mr Raymond Ho Kai Kwong who is an associate member of the Hong Kong Institute of Surveyors and a qualified surveyor of Vigers Hong Kong Ltd., at their open market value. The revaluation surplus of \$701,000 has been transferred to the land use rights and buildings revaluation reserve of the group (note 27).

The directors of the company, who are not qualified valuers, have reviewed the carrying value of the land and buildings as at 31 December 2002 with reference to the relevant market indices. In their opinion, there have been no significant changes in the value of land and buildings since 31 December 2001.

The carrying amount of the land use rights and buildings held for own use of the group at 31 December 2002 would have been \$37,513,000 (2001: \$39,451,000) had they been carried at cost less accumulated depreciation.

## 12. 固定資產 (續)

### (c) 土地使用權及建築物賬面淨值的分析如下：

		2002 \$'000 千元	2001 \$'000 千元
Outside Hong Kong	香港境外		
– medium-term leases	– 中期租賃	<b>38,447</b>	40,150

### (d) 本集團為取得銀行貸款及其他信貸作出抵押的若干固定資產如下：

		2002 \$'000 千元	2001 \$'000 千元
Net book value of pledged fixed assets:	已抵押固定資產的賬面淨值：		
– Land use rights	– 土地使用權	–	4,444

(e) 本集團持作自用的土地使用權及建築物已於二零零一年十一月三十日經由香港測量師學會會員兼威格斯(香港)有限公司的合資格測量師何繼光先生，以公開市值為基準進行重估。為數701,000元重估盈餘已轉撥到本集團的土地使用權及建築物重估儲備(見附註27)。

本公司董事(並非合資格估值師)按相關市場指數重估土地及建築物於二零零二年十二月三十一日之賬面淨值，並認為土地及建築物之價值自二零零一年十二月三十一日起並無重大改變。

假如本集團持作自用的土地使用權及建築物是按成本減去累計折舊後入賬，則這些土地使用權及建築物於二零零二年十二月三十一日的賬面金額應為37,513,000元(二零零一年：39,451,000元)。



# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 13. Construction in Progress

## 13. 在建工程

		The group 本集團	
		2002 \$'000 千元	2001 \$'000 千元
At 1 January	於一月一日	113	8,069
Additions	增置	7,308	17,944
Transfer to fixed assets (note 12(a))	轉撥往固定資產 (附註12(a))	(7,139)	(25,900)
At 31 December	於十二月三十一日	282	113

## 14. Goodwill

## 14. 商譽

		Negative goodwill 負商譽 \$'000 千元	Positive goodwill 正商譽 \$'000 千元	Total 總計 \$'000 千元
<b>Cost:</b>	<b>成本：</b>			
At 1 January 2002 and at 31 December 2002	於二零零二年一月一日及 二零零二年十二月三十一日	(18,960)	888	(18,072)
<b>Accumulated amortisation:</b>	<b>累計攤銷：</b>			
At 1 January 2002	於二零零二年一月一日	4,592	-	4,592
Amortisation for the year	本年度攤銷	1,591	(89)	1,502
At 31 December 2002	於二零零二年十二月三十一日	6,183	(89)	6,094
<b>Carrying amount:</b>	<b>賬面金額：</b>			
At 31 December 2002	於二零零二年十二月三十一日	(12,777)	799	(11,978)
At 31 December 2001	於二零零一年十二月三十一日	(14,368)	888	(13,480)

Negative goodwill is amortised to the consolidated income statement on a straight-line basis over ten years. Positive goodwill is amortised to the consolidated income statement on a straight-line basis over ten years.

負商譽在十年內按直線法於綜合損益表攤銷。正商譽亦在十年內按直線法於綜合損益表攤銷。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 15. Investments in Subsidiaries

## 15. 於附屬公司的投資

		2002 \$'000 千元	2001 \$'000 千元
Unlisted shares, at cost	非上市股份(按成本)	111,064	111,064

The following list contains only the particulars of subsidiaries which principally affected the results, assets or liabilities of the group. The class of shares held is ordinary unless otherwise stated.

下表只載列對本集團的業績、資產或負債有重大影響的附屬公司詳情。除另有註明者外，所持有的股份均為普通股。

All of these are controlled subsidiaries as defined under note 1(d) and have been consolidated into the group financial statements.

這些附屬公司均為附註1(d)所界定的受控制附屬公司，並已在本集團的財務報表中綜合計算。

Company name 公司名稱	Place and incorporation and operation 註冊成立及經營地點	Particulars of issued and fully paid up capital/ registered capital 已發行及繳足股本 ／註冊資本詳情	Attributable equity interest 本集團的實際權益	Principal activity 主要業務
C & H Toy of America, Inc #	United States of America 美國	US\$1,000,000 1,000,000美元	100%	Trading of plush stuffed toys 買賣毛絨玩具
J.Y. Toys Co., Limited	Hong Kong	US\$1,500,000 1,500,000美元	100%	Trading and manufacture of steel and plastic toys 買賣及製造金屬及塑膠
香港正潤玩具有限公司	香港	1,500,000美元		

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 15. Investments in Subsidiaries (continued)

## 15. 於附屬公司的投資 (續)

Company name	Place and incorporation and operation	Particulars of issued and fully paid up capital/ registered capital	Attributable equity interest	Principal activity
公司名稱	註冊成立及經營地點	已發行及繳足股本 / 註冊資本詳情	本集團的實際權益	主要業務
J.Y. International Company Limited	Hong Kong 香港	US\$500,000 500,000美元	100%	Trading of plush stuffed toys 買賣毛絨玩具
* Jung Yoon Toys (Shanghai) Co., Limited #	PRC	US\$420,000	100%	Manufacture of plush stuffed toys
* 正潤玩具(上海)有限公司#	中國	420,000美元		製造毛絨玩具
* C & H Toys (Suzhou) Co., Ltd #	PRC	US\$9,200,000	100%	Manufacture of plush fabrics and plush stuffed toys
* 希安琦玩具(蘇州)有限公司#	中國	9,200,000美元		製造毛絨布料及毛絨玩具

\* These are wholly-owned foreign investment enterprises registered under the Laws of the PRC.  
根據中國法例註冊成立的全資外國投資企業。

# Subsidiaries not audited by KPMG.  
並非由畢馬威會計師事務所審核的附屬公司。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 16. Investment in Associate

## 16. 於聯營公司的投資

		The group 本集團	
		2002 \$'000 千元	2001 \$'000 千元
Share of net assets	應佔資產淨值	1,330	—
Goodwill	商譽	2,868	—
		<b>4,198</b>	—

Details of the associate are as follows:

聯營公司之詳情如下：

Name of associate	Form of business structure	Place of incorporation and operation	Particulars of issued and paid up capital	Proportion of ownership interest held			Principal activity
				group's effective interest	by the company	held by subsidiary	
聯營公司名稱	商業架構形式	註冊成立及經營地點	已發行及繳足股本詳情	本集團的實際權益	本公司所持有	附屬公司所持有	主要業務
Sung Won Industries Inc.	Incorporated	South Korea	20,000 ordinary shares of KRW5,000 each	36%	—	36%	Trading of plush stuffed toys
	註冊成立	南韓	20,000股每股5,000韓圓之普通股				買賣毛絨玩具

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 17. Pledged Bank Deposits

As at 31 December 2002, the group's and the company's bank deposits were pledged to secure credit, import and foreign exchange facilities granted by certain banks. They include:

- (a) Long-term bank deposits of \$78 million which were pledged to the extent of 141% of the outstanding long-term bank loans which amounted to \$33,054,000 at 31 December 2002.

The long-term pledged bank deposits have maturity dates in either 2005 or 2006.

- (b) Short-term bank deposits of \$4 million which were pledged to secure import and foreign exchange facilities granted to the group.

No bank deposits were pledged as at 31 December 2001.

## 18. Inventories

		The group 本集團		The company 本公司	
		2002 \$'000 千元	2001 \$'000 千元	2002 \$'000 千元	2001 \$'000 千元
Raw materials	原材料	56,856	43,794	29,244	24,218
Work in progress	在製品	25,105	15,051	12,494	9,396
Finished goods	製成品	21,592	21,108	9,558	11,201
		<b>103,553</b>	79,953	<b>51,296</b>	44,815

Raw materials of the group and the company are stated net of a general provision of \$3,146,000 (2001: \$3,146,000) and \$2,313,000 (2001: \$2,313,000) respectively, made in order to state these inventories at the lower of their cost and estimated net realisable value.

## 17. 已抵押銀行存款

於二零零二年十二月三十一日，銀行存款已抵押作為所獲若干銀行之信貸、入口及外幣兌換信貸之擔保。該等銀行存款包括：

- (a) 長期銀行存款78,000,000元，作為於二零零二年十二月三十一日尚未償還之33,054,000元長期銀行貸款之141%抵押。

已抵押長期銀行貸款將於二零零五年或二零零六年到期。

- (b) 短期銀行存款4,000,000元，作為本集團所獲入口及外幣兌換信貸之抵押。

於二零零一年十二月三十一日並無已抵押之銀行存款。

## 18. 存貨

原材料於扣減一般準備3,146,000元(二零零一年：3,146,000元)及2,313,000元(二零零一年：2,313,000)後列賬，以求按成本或估計可變現淨值兩者中的較低數額列示這些存貨。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 19. Trade and Other Receivables

## 19. 應收賬款及其他應收款

		The group 本集團		The company 本公司	
		2002 \$'000 千元	2001 \$'000 千元	2002 \$'000 千元	2001 \$'000 千元
Trade debtors, bills receivable, deposits and prepayments	應收賬款、應收票據、按金及預付款	114,293	103,140	68,776	36,762
Amount due from ultimate holding company	應收最終控股公司款項	29,176	310	28,806	-
Amounts due from fellow subsidiaries	應收同系附屬公司款項	8,576	7,747	716	157
Amount due from associate	應收聯營公司款項	3,396	-	3,396	-
Amounts due from subsidiaries	應收附屬公司款項	-	-	9,631	2,026
		<b>155,441</b>	111,197	<b>111,325</b>	38,945

Amounts due from ultimate holding company, fellow subsidiaries, subsidiaries and associate are unsecured, interest free and repayable on demand.

應收最終控股公司、同系附屬公司、附屬公司及聯營公司款項為無抵押、免息及須於要求時償還。

Included in trade and other receivables are trade debtors and bills receivable (net of specific allowances for bad and doubtful debts) with the following ageing analysis.

應收賬款及其他應收款包括應收賬款及應收票據(已扣除呆壞賬特別準備)，其賬齡分析如下：

		The group 本集團		The company 本公司	
		2002 \$'000 千元	2001 \$'000 千元	2002 \$'000 千元	2001 \$'000 千元
Current	距發票日期1個月內	51,446	35,802	42,497	14,644
1 to 3 months	距發票日期1至3個月	25,864	36,718	14,626	13,241
More than 3 months but less than 12 months	距發票日期超過3個月但少於12個月	7,579	5,997	1,023	1,859
		<b>84,889</b>	78,517	<b>58,146</b>	29,744

Trade receivables, which generally have terms of 14 to 90 days, are recognised and carried in the balance sheets at original invoice amounts less provisions for overdue debts which are considered by the directors to be doubtful.

應收賬款(一般具備14天至90天信貸期)按原發票額，減去董事就視為呆賬的逾期債項所作準備，於資產負債表內確認及列賬。



# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 20. Cash and Cash Equivalents

## 20. 現金及現金等價物

	The group 本集團		The company 本公司	
	2002 \$'000 千元	2001 \$'000 千元	2002 \$'000 千元	2001 \$'000 千元
Deposits with banks and other financial institutions 銀行及其他財務機構存款	<b>193,511</b>	55,552	<b>181,689</b>	55,552
Cash at bank and in hand 銀行存款及現金	<b>44,572</b>	70,574	<b>25,351</b>	25,882
	<b>238,083</b>	126,126	<b>207,040</b>	81,434

During the year, the company entered into dual currencies swap deposit contracts with certain banks and consequently was exposed to foreign exchange risk to the extent of the amount invested for such deposits. As at 31 December 2002, the company had placed deposits in the amounts of US\$5,696,815 (equivalent to HK\$44,435,154), JPY300,000,000 (equivalent to HK\$19,710,000) and EUR1,242,274 (equivalent to HK\$10,174,224) with banks.

In the opinion of the directors, the dual currencies swap deposits were placed to enhance the return on the company's surplus cash while the exchange risk in relation to the deposits was within an acceptable level.

年內，本公司與若干銀行訂立雙重貨幣掉期存款合約，因而須面對外幣兌換風險，惟以投資於該等存款之金額為限。於二零零二年十二月三十一日，本公司在銀行有5,696,815美元（相等於44,435,154港元）、300,000,000日圓（相等於19,710,000港元）及1,242,274歐羅（相等於10,174,224港元）之存款。

董事認為，訂立雙重貨幣掉期存款合約旨在提高本公司額外現金之回報，而存款所涉及的外幣兌換風險處於可接受水平。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 21. Trade and Other Payables

## 21. 應付賬款及其他應付款

		The group 本集團		The company 本公司	
		2002 \$'000 千元	2001 \$'000 千元	2002 \$'000 千元	2001 \$'000 千元
Creditors and accrued charges	應付賬款及應計費用	<b>83,581</b>	87,865	<b>41,110</b>	21,689
Amount due to ultimate holding company	應付最終控股公司款項	<b>3,742</b>	7,491	-	3,219
Amounts due to fellow subsidiaries	應付同系附屬公司款項	<b>181</b>	6,258	<b>162</b>	4,506
Amounts due to subsidiaries	應付附屬公司款項	-	-	<b>51,316</b>	19,385
Amount due to associate	應付聯營公司款項	<b>1,924</b>	-	-	-
		<b>89,428</b>	101,614	<b>92,588</b>	48,799

Amounts due to ultimate holding company, fellow subsidiaries, subsidiaries and associate are unsecured, interest free and repayable on demand.

應付最終控股公司、同系附屬公司、附屬公司及聯營公司款項為無抵押、免息及須於要求時償還。

Included in creditors and accrued charges are trade creditors and bills payable with the following ageing analysis:

應付賬款及應計費用包括應付賬款及應付票據，其賬齡分析如下：

		The group 本集團		The company 本公司	
		2002 \$'000 千元	2001 \$'000 千元	2002 \$'000 千元	2001 \$'000 千元
Within 1 month	距發票日期1個月內	<b>22,845</b>	41,049	<b>11,210</b>	10,592
After 1 month but within 3 months	距發票日期1個月後但3個月內	<b>1,346</b>	7,014	<b>88</b>	-
After 3 months but within 6 months	距發票日期3個月後但6個月內	<b>1,346</b>	740	-	-
After 6 months but within 1 year	距發票日期6個月後但一年內	<b>953</b>	643	-	-
		<b>26,490</b>	49,446	<b>11,298</b>	10,592

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 22. Bank Loans and Overdrafts

At 31 December 2002, the bank loans and overdrafts were repayable as follows:

	The group 本集團		The company 本公司	
	2002 \$'000 千元	2001 \$'000 千元	2002 \$'000 千元	2001 \$'000 千元
Within 1 year or on demand 一年內或接獲通知時	8,030	–	222	–
After 1 year but within 2 years 一年後但兩年內	33,054	–	33,054	–
	<b>41,084</b>	–	<b>33,276</b>	–

At 31 December 2002, the bank loans and overdrafts were secured as follows:

Unsecured bank overdrafts 無抵押銀行透支	222	–	222	–
Bank loans 銀行貸款				
– secured 有抵押	33,054	–	33,054	–
– unsecured 無抵押	7,808	–	–	–
	<b>41,084</b>	–	<b>33,276</b>	–

The bank loans were secured by certain bank deposits as disclosed in note 17.

## 22. 銀行貸款及透支

於二零零二年十二月三十一日，銀行貸款及透支的還款期如下：

於二零零二年十二月三十一日，銀行貸款及透支之抵押如下：

銀行貸款乃按附註17所述以若干銀行存款作為抵押。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 23. Employee Retirement Benefits

- (a) The group operates a Mandatory Provident Fund Scheme (“the MPF scheme”) under the Hong Kong Mandatory Provident Fund Schemes Ordinance for employees employed under the jurisdiction of the Hong Kong Employment Ordinance. The MPF scheme is a defined contribution retirement scheme administered by independent trustees. Under the MPF scheme, the employer and its employees are each required to make contributions to the scheme at 5% of the employees’ relevant income, subject to a cap of monthly relevant income of \$20,000. Contributions to the scheme vest immediately.
- (b) As stipulated by the regulations of the PRC, the group participates in various defined contribution retirement plans organised by the relevant authorities for its PRC employees. The group is required to make contributions to the retirement plans which are calculated based on certain prescribed rates and the salaries, bonuses and certain allowances of its PRC employees. The group has no other material obligation for the payment of pension benefits associated with these plans beyond the annual contributions described above.

## 24. Equity Compensation Benefits

The company has a share option scheme which was adopted on 22 January 2002 whereby the directors of the company are authorised, at their discretion, to invite employees of the group, including directors of any company in the group, to take up options to subscribe for shares of the company. The exercise price of the options was the highest of (i) the nominal value of the shares, (ii) the closing price of the shares on the SEHK on the date of grant and (iii) the average closing price of the shares on the SEHK for the five business days immediately preceding the date of grant. The options vest after one year and are exercisable for a period to be notified by the directors to each option-holder upon the grant of option, such period not to exceed ten years from the date on which the option is granted. Each option gives the holder the right to subscribe for one share and the consideration paid by each holder for the options granted is \$1.00.

## 23. 僱員退休福利

- (a) 本集團按照香港《強制性公積金計劃條例》的規定為根據香港《僱傭條例》聘用的僱員設立強制性公積金計劃（「強積金計劃」）。強積金計劃是一個設定提存退休計劃，由獨立受託人管理。根據強積金計劃，僱主及僱員均須按照僱員之相關入息的5%向計劃作出供款，而每月相關入息之上限為20,000元。向計劃作出的供款即時成為既定僱員福利。
- (b) 根據中國法規，本集團參與相關機關為其中國僱員所營辦的各項定額供款計劃。本集團須就該等退休計劃，按若干指定比率及其中國僱員之薪金、花紅及若干津貼作出供款。除上文所述於每年就該等計劃作出供款外，本集團並無其他支付退休福利的重大承擔。

## 24. 權益計酬福利

本公司於二零零二年一月二十二日採納一項購股權計劃。據此，本公司董事獲授權酌情邀請本集團僱員（包括本集團任何成員公司之董事）接受購股權以認購本公司股份。購股權之行使價為(i)股份票面值、(ii)股份於購股權授予當日於香港聯交所錄得的收市價及(iii)股份於截至購股權授予日期前五個營業日在香港聯交所錄得的平均收市價三者之最高者。購股權在授予日期起計一年後開始生效，並可於董事於授出購股權時知會各購股權持有人之期間內行使，惟該期間不得超逾授出購股權當日起計十年。持有人有權憑每項購股權認購一股股份，而每名持有人須就獲授之購股權繳付1.00元之代價。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 24. Equity Compensation Benefits (continued)

### (a) Movements in share options

		2002 Number 數目
Issued during the year	年內已發行	30,550,000
At 31 December	於十二月三十一日	30,550,000
Options vested at 31 December	於十二月三十一日生效之購股權	-

### (b) Terms of unexpired and unexercised share options at balance sheet date

Date granted 授予日期	Exercise period 行使期間	Exercise price 行使價	2002 Number 數量
7 February 2002 二零零二年二月七日	7 February 2003 to 7 February 2012 二零零三年二月七日至 二零一二年二月七日	\$1.18	30,550,000

In respect of the options granted, the maximum percentage of the share options which may be exercised is determined in stages as follows:

On or after 1st year anniversary (or 7 February 2003) 授出一週年(即二零零三年二月七日)或其後	30%
On or after 2nd year anniversary (or 7 February 2004) 授出兩週年(即二零零四年二月七日)或其後	30%
On or after 3rd year anniversary (or 7 February 2005) 授出三週年(即二零零五年二月七日)或其後	another 30% 另外30%
	another 40% 另外40%

## 24. 股本權益補償福利(續)

### (a) 購股權之變動

### (b) 於結算日未到期、未行使的購股權的條款

對於已授出之購股權，以下為分階段可行使之購股權最高百分比：

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 24. Equity Compensation Benefits (continued)

(c) Details of share options granted during the year, all of which were granted for a nominal consideration

Exercise period 行使期	Exercise price 行使價	2002 Number 數目
7 February 2003 to 7 February 2012 二零零三年二月七日至二零一二年二月七日	\$1.18	30,550,000

(d) No share options were exercised during the year.

## 25. Deferred Tax Assets

(a) Movements in deferred tax assets comprise:

		The group 本集團	
		2002 \$'000 千元	2001 \$'000 千元
At 1 January	於一月一日	-	191
Transfer to the income statement (note 5(a))	轉往損益表(附註5(a))	-	(191)
At 31 December	於十二月三十一日	-	-

## 24. 股本權益補償福利(續)

(c) 於本年度授出之購股權(全部均為按象徵式價款授出)

Exercise price 行使價	2002 Number 數目
\$1.18	30,550,000

(d) 本年度內並無任何購股權獲行使。

## 25 遞延稅項資產

(a) 遞延稅項資產的變動包括：



# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 25. Deferred Tax Assets (continued)

(b) Major components of unprovided potential assets/ (liabilities) are set out below:

	The group 本集團		The company 本公司	
	2002 \$'000 千元	2001 \$'000 千元	2002 \$'000 千元	2001 \$'000 千元
Tax value of losses carried forward (note) 稅項虧損值結轉 (附註)	4,303	4,260	-	-
Depreciation allowances in excess of related depreciation 超過相關折舊的折舊免稅額	(847)	(1,028)	(436)	(890)
Others 其他	(430)	-	-	-
	<b>3,026</b>	3,232	<b>(436)</b>	(890)

Note: The deferred tax amount relating to tax losses of a subsidiary is not recognised as its realisation cannot be assured beyond reasonable doubt.

## 25. 遞延稅項資產 (續)

(b) 本集團的未提撥準備潛在資產/ (負債) 主要包括下列各項:

附註: 由於無法保證實現與一間附屬公司之稅務虧損有關之遞延稅項金額, 故沒有就這些金額提撥任何遞延稅項準備。

(c) No provision for deferred taxation has been made in respect of the surplus arising on revaluation of land use rights and buildings as it is not material.

(c) 由於土地使用權及建築物的重估盈餘並不重大, 故沒有就這些資產所產生的重估盈餘提撥任何遞延稅項準備。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 26. Share Capital

## 26. 股本

		2002		2001	
		No. of shares	Amount	No. of shares	Amount
		股份數目	金額	股份數目	金額
		'000	\$'000	'000	\$'000
		千股	千元	千股	千元
<b>Authorised:</b>	<b>法定股本：</b>				
Ordinary shares of US\$0.01 (2000: US\$1) (note (i))	每股面值0.01美元 (二零零零年：1美元) 普通股 (附註(i))	140,000	10,794	140,000	10,794
Increase in authorised capital (note (iii))	增加法定股本 (附註(ii))	4,860,000	379,206	–	–
		<b>5,000,000</b>	<b>390,000</b>	140,000	10,794
<b>Issued and fully paid:</b>	<b>已發行及繳足股本：</b>				
At 1 January	於一月一日	140,000	10,794	1,400	10,794
Sub-division of shares (note (i))	股份拆細 (附註(i))	–	–	138,600	–
Capitalisation issue (note (ii))	資本化發行 (附註(ii))	347,500	27,105	–	–
New issue on public offer (note (iii))	公開發售之新發行 (附註(iii))	162,500	12,675	–	–
At 31 December	於十二月三十一日	<b>650,000</b>	<b>50,574</b>	140,000	10,794

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 26. Share Capital (continued)

### Notes:

- (i) On 10 December 2001 the authorised and issued share capital of the company, comprising 1,400,000 shares of US\$1.00 each fully paid up were sub-divided into 140,000,000 shares of US\$0.01 each.
- (ii) Pursuant to a written resolution passed by the shareholders on 22 January 2002, the authorised share capital of the company was increased from US\$1,400,000 to US\$50,000,000 by the creation of a further 4,860,000,000 shares. In addition, \$27,105,000 (US\$3,475,000) standing to the credit of the share premium account (after taking into account the share premium arising from the new issue and placing of the company's shares pursuant to the listing of the company's shares on the SEHK) was applied in paying up in full at par 347,500,000 shares of US\$0.01 each for allotment and issue to the shareholders in proportion to their then holdings.
- (iii) In February 2002, 162,500,000 shares were issued at an issue price of \$1.20 each upon the listing of the company's shares on the Main Board of the SEHK.

## 26. 股本(續)

### 附註：

- (i) 於二零零一年十二月十日，本公司由1,400,000股每股面值1.00美元的繳足股份組成的法定及已發行股本，分拆為140,000,000股每股面值0.01美元的股份。
- (ii) 根據於二零零二年一月二十二日經股東通過的書面決議，本公司透過增設4,860,000,000股的普通股，把法定股本由1,400,000美元增加至50,000,000美元。該決議亦就按面值配發及發行347,500,000股每股面值0.01美元股份予當時股東（按彼等當時股權比例），以27,105,000元（3,475,000美元）之股份溢價賬進賬金額（包括因在香港聯交所發售新股及配售時的股份溢價）全數支付該批配發及發行股份總面值。
- (iii) 在二零零二年二月，本公司以每股發行價1.20元在香港聯交所主板上市並發行162,500,000股股份。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 27. Reserves

### (a) Group

		Share premium (note (iii)) 股份溢價 (附註(iii)) \$'000 千元	General reserve fund (note (ii)) 一般 儲備金 (附註(ii)) \$'000 千元	Revaluation reserve - Land use rights and buildings (note (iii)) 土地使用權 及建築物 重估儲備 (附註(iii)) \$'000 千元	Retained profits 保留溢利 \$'000 千元	Total 總額 \$'000 千元
At 1 January 2001	於二零零一年 一月一日	20,817	-	-	178,857	199,674
Transfer between reserves	儲備間轉撥	-	8,204	-	(8,204)	-
Revaluation surplus (notes 12(e))	重估盈餘 (附註12(e))	-	-	701	-	701
Profit for the year	本年度溢利	-	-	-	98,854	98,854
Dividends declared in respect of the current year (note 9(a))	本年度已宣派股息 (附註9(a))	-	-	-	(30,930)	(30,930)
At 31 December 2001	於二零零一年 十二月三十一日	20,817	8,204	701	238,577	268,299
At 1 January 2002	於二零零二年一月一日	20,817	8,204	701	238,577	268,299
Dividend approved in respect of the previous year (note 9(a))	本年度內批准屬於上 一年度的股息 (附註9(a))	-	-	-	(31,200)	(31,200)
Transfer between reserves	儲備間轉撥	-	3,758	-	(3,758)	-
Premium on shares issued pursuant to public offer	公開發售 新股之溢價	182,325	-	-	-	182,325
Public offer expenses	公開發售開支	(19,759)	-	-	-	(19,759)
Capitalisation issue	資本化發行	(27,105)	-	-	-	(27,105)
Realisation of revaluation reserve	重估盈餘變現	-	-	(37)	37	-
Profit for the year	本年度溢利	-	-	-	113,891	113,891
Dividend declared in respect of the current year (note 9(a))	本年度已宣派股息 (附註9(a))	-	-	-	(15,600)	(15,600)
At 31 December 2002	於二零零二年 十二月三十一日	156,278	11,962	664	301,947	470,851

## 27. 儲備

### (a) 本集團

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 27. Reserves (continued)

Notes:

- (i) According to the PRC laws applicable to wholly-owned foreign investment enterprises, the PRC subsidiaries of the company are required to set up a general reserve fund and appropriate at least 10% of their annual net profits after taxation, as determined under PRC accounting regulations, to the general reserve fund until the balance of the fund equals to 50% of the respective enterprise's registered capital. This fund can be used to make good losses and to convert into paid-up capital.
- (ii) The application of the share premium account is governed by Section 48B of the Hong Kong Companies Ordinance. The revaluation reserve has been set up and will be dealt with in accordance with the accounting policy adopted for the revaluation of land use rights and buildings held for own use (note 1(g)).

### (b) Company

## 27. 儲備(續)

附註：

- (i) 根據適用於全資外國投資企業適用之中國法律，本公司之中國附屬公司須設立一般儲備金，並至少須將年度除稅後純利（按中國會計規例計算）之10%轉撥往儲備金內，直至儲備之結餘相等於各有關企業註冊資本之50%為止。此項儲備可用作彌補虧損及轉換為繳足資本用途。
- (ii) 股份溢價賬的用途受到香港《公司條例》第48B條所管轄。本公司已設立重估儲備，並會根據就重估持作自用土地使用權及建築物所採用的會計政策處理這些儲備（附註1(g)）。

### (b) 本公司

		Share premium	Retained profits	Total
		股份溢價	保留溢利	總額
		\$'000	\$'000	\$'000
		千元	千元	千元
At 1 January 2001	於二零零一年一月一日	20,817	155,965	176,782
Profit for the year	本年度溢利	-	73,730	73,730
Dividends declared in respect of the current year (note 9(a))	本年度已宣派股息 (附註9(a))	-	(30,930)	(30,930)
At 31 December 2001	於二零零一年十二月三十一日	20,817	198,765	219,582
At 1 January 2002	於二零零二年一月一日	20,817	198,765	219,582
Dividend approved in respect of the previous year (note 9(b))	本年度內批准屬於上一年度 的股息(附註9(b))	-	(31,200)	(31,200)
Premium on shares issued pursuant to public offer	根據公開發售發行 股份之溢價	182,325	-	182,325
Public offer expenses	公開發售開支	(19,759)	-	(19,759)
Capitalisation issue	資本化發行	(27,105)	-	(27,105)
Profit for the year	本年度溢利	-	83,506	83,506
Dividends declared in respect of the current year (note 9(a))	本年度已宣派股息 (附註9(a))	-	(15,600)	(15,600)
At 31 December 2002	於二零零二年十二月三十一日	156,278	235,471	391,749

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 27. Reserves (continued)

At 31 December 2002, the aggregate amount of reserves available for distribution to shareholders of the company was \$235,471,000 (2001: \$198,765,000). After the balance sheet date the directors proposed a final dividend of \$0.064 per share (2001: \$0.048 per share), amounting to \$41,600,000 (2001: \$31,200,000). This dividend has not been recognised as a liability at the balance sheet date.

## 28. Purchase of Subsidiaries

Net assets acquired:	所購入的資產淨值：		
Fixed assets	固定資產	-	2,822
Inventories	存貨	-	5,843
Debtors, bills receivables, deposits and prepayments	應收賬款、應收票據、按金 及預付款	-	15,928
Cash at bank and in hand	銀行存款及現金	-	28,931
Creditors and accrued charges	應付賬款及應計費用	-	(17,726)
		-	35,798
Negative goodwill (net of positive goodwill) arising on consolidation	綜合計算時產生的負商譽 (已扣除正商譽)	-	(2,636)
Total purchase price paid, satisfied in cash	以現金償付的總收購價	-	33,162
Less: cash of the subsidiaries acquired	減：收購所得的附屬公司現金	-	(28,931)
Net cash outflow in respect of the purchase of subsidiaries	購入附屬公司的現金流出淨額	-	4,231

## 27. 儲備(續)

於二零零二年十二月三十一日，可供分發予本公司股東的儲備總額為235,471,000元(二零零一年：198,765,000元)。董事於結算日後建議分派末期股息每股0.064元(二零零一年：每股0.048元)，合共41,600,000元(二零零一年：31,200,000元)。這些股息於結算日尚未確認為負債。

## 28. 收購附屬公司

		2002 \$'000 千元	2001 \$'000 千元
Net assets acquired:	所購入的資產淨值：		
Fixed assets	固定資產	-	2,822
Inventories	存貨	-	5,843
Debtors, bills receivables, deposits and prepayments	應收賬款、應收票據、按金 及預付款	-	15,928
Cash at bank and in hand	銀行存款及現金	-	28,931
Creditors and accrued charges	應付賬款及應計費用	-	(17,726)
		-	35,798
Negative goodwill (net of positive goodwill) arising on consolidation	綜合計算時產生的負商譽 (已扣除正商譽)	-	(2,636)
Total purchase price paid, satisfied in cash	以現金償付的總收購價	-	33,162
Less: cash of the subsidiaries acquired	減：收購所得的附屬公司現金	-	(28,931)
Net cash outflow in respect of the purchase of subsidiaries	購入附屬公司的現金流出淨額	-	4,231



# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 29. Commitments

(a) Capital commitments outstanding at 31 December 2002 not provided for in the financial statements were as follows:

		The group 本集團		The company 本公司	
		2002 \$'000 千元	2001 \$'000 千元	2002 \$'000 千元	2001 \$'000 千元
Contracted for	已訂約	<b>2,921</b>	1,692	<b>212</b>	1,174

(b) At 31 December 2002, the total future minimum lease payments under non-cancellable operating leases in respect of properties are payable as follows:

		The group 本集團		The company 本公司	
		2002 \$'000 千元	2001 \$'000 千元	2002 \$'000 千元	2001 \$'000 千元
Within 1 year	1年內	<b>19,782</b>	19,798	<b>13,927</b>	13,766
After 1 year but within 5 years	1年後但5年內	<b>30,164</b>	23,008	<b>27,210</b>	17,311
After 5 years	5年後	<b>3,205</b>	–	<b>3,204</b>	–
		<b>53,151</b>	42,806	<b>44,341</b>	31,077

The group leases a number of properties under operating leases. The leases typically run for an initial period of one to three years, with an option to renew the lease when all terms are renegotiated. Lease payments are usually increased annually to reflect market rentals. None of the leases includes contingent rentals.

本集團以經營租賃租用部分物業。這些租賃一般初步為期1至3年，並且有權選擇在到期日後續期。租賃付款額通常會逐年遞增，以反映市場租金。各項經營租賃均不包含或有租金。

## 29. 承擔

(a) 於二零零二年十二月三十一日未償付而又未在財務報表內提撥準備的資本承擔如下：

(b) 於二零零二年十二月三十一日，根據不可解除的經營租賃在日後應付的最低租賃付款額總數如下：

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 29. Commitments (continued)

- (c) During the year, the company entered into a long-term structured deposit contract with a bank and committed to place a total of US\$10,000,000 (equivalent to HK\$78,000,000) over a period of 3 years to January 2004. At 31 December 2002, an aggregate amount of US\$5,000,000 (equivalent to HK\$39,000,000) was placed with the bank (2001: \$Nil).

## 30. Material Related Party Transactions

During the year, the group entered into the following transactions with its related parties:

## 29. 承擔 (續)

- (c) 本年度內，本公司與一間銀行訂立長期結構式存款合約並承諾存款合共10,000,000美元(相等於78,000,000港元)超過3年至二零零四年一月為止。於二零零二年十二月三十一日，存於該銀行之存款合共為5,000,000美元(相等於39,000,000港元)(二零零一年：零元)。

## 30. 重大關聯人士交易

於年內，本集團曾與其關聯人士進行下列交易：

		2002 \$'000 千元	2001 \$'000 千元
(i) Sales to:	(i) 銷售對象		
C & H Co., Ltd and its subsidiaries:	C & H Co., Ltd及其附屬公司：		
The ultimate holding company:	最終控股公司：		
– C & H Co., Ltd	– C & H Co., Ltd	<b>401,664</b>	376,310
Fellow subsidiaries:	同系附屬公司：		
– C & H Lanka (P.V.T.) Ltd	– C & H Lanka (PVT) Ltd	<b>1,469</b>	3,836
– Gina World Co., Ltd	– Gina World Co., Ltd	<b>37,106</b>	23,076
		<b>440,239</b>	403,222
Associate:	聯營公司：		
– Sung Won Industries Inc.	– Sung Won Industries Inc.	<b>11,261</b>	–
(ii) Purchases from:	(ii) 採購自		
C & H Co., Ltd and its subsidiaries:	C & H Co., Ltd及其附屬公司：		
The ultimate holding company:	最終控股公司：		
– C & H Co., Ltd	– C & H Co., Ltd	<b>105,526</b>	54,990
Fellow subsidiaries:	同系附屬公司：		
– C & H Lanka (P.V.T.) Ltd	– C & H Lanka (PVT) Ltd	<b>2,525</b>	3,531
– Jung Yoon Textile (Private) Ltd	– Jung Yoon Textile (Private) Ltd	<b>5,312</b>	8,410
		<b>113,363</b>	66,931
Associate:	聯營公司：		
– Sung Won Industries Inc	– Sung Won Industries Inc	<b>10,268</b>	–

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 30. Material Related Party Transactions (continued)

During the year, the group entered into the following transactions with its related parties:

	<b>2002</b>	2001
	<b>\$'000</b>	\$'000
	千元	千元
(iii) Sales commission paid/payable to (iii) 已付／應付的銷售佣金予		
The ultimate holding company: 最終控股公司：		
– C & H Co., Ltd – C & H Co., Ltd	<b>1,822</b>	1,005
Fellow subsidiary: 同系附屬公司：		
– C & H Toy of America, Inc – C & H Toy of America, Inc (Note) (附註)	–	5,847
	<b>1,822</b>	6,852

Note: C & H Toy of America, Inc. was acquired by the company on 30 December 2001 pursuant to the Group Reorganisation.

## 30. 重大關聯人士交易 (續)

於年內，本集團曾與其關聯人士進行下列交易：

	<b>2002</b>	2001
	<b>\$'000</b>	\$'000
	千元	千元
(iii) 已付／應付的銷售佣金予		
最終控股公司：		
– C & H Co., Ltd – C & H Co., Ltd	<b>1,822</b>	1,005
同系附屬公司：		
– C & H Toy of America, Inc – C & H Toy of America, Inc (附註)	–	5,847
	<b>1,822</b>	6,852

附註：本公司根據集團重組於二零零一年十二月三十日收購 C & H Toy of America, Inc.。

(iv) Sales commission received/receivable from (iv) 已收／應收銷售佣金

The ultimate holding company: 最終控股公司：		
– C & H Co., Ltd – C & H Co., Ltd	<b>4,838</b>	–

The directors of the company are of the opinion that the above transactions with related parties were conducted in the ordinary course of business on normal commercial terms.

本公司董事認為，上述與關聯人士之交易乃於正常業務過程中按正常商業條款訂立。

## 31. Post Balance Sheet Events

After the balance sheet date the directors proposed a final dividend. Further details are disclosed in note 9.

## 31. 結算日後事項

董事於結算日後建議分派末期股息，有關詳情載於附註9。

# Notes on the Financial Statements 財務報表附註

(Expressed in Hong Kong dollars) (以港幣列示)

## 32. Comparative Figures

The presentation and classification of items in the consolidated cash flow statement have been changed due to the adoption of the requirements of SSAP 15 (revised 2001) "Cash flow statements". As a result, cash flow items from taxation, returns on investments and servicing of finance have been classified into operating, investing and financing activities respectively and a detailed breakdown of cash flows from operating activities has been included on the face of the consolidated cash flow statement. Comparative figures have been reclassified to conform with the current year's presentation.

## 33. Ultimate Holding Company

The directors consider the ultimate holding company at 31 December 2002 to be C & H Co., Ltd., which is incorporated in the Republic of Korea.

## 32. 比較數字

由於採用《會計實務準則》第15號(二零零一年修訂版)－「現金流量表」的規定，綜合現金流量表的列報方式及分類方式已經更改。因此稅項、投資回報及融資成本項目之現金流量已分別歸類為經營、投資及融資活動。並且在綜合現金流量表加入經營業務現金流量的詳細分類剖析。比較數字亦已重新分類，以配合本年度之列報方式。

## 33. 最終控股公司

董事認為，於二零零二年十二月三十一日的最終控股公司為於大韓民國註冊成立的C & H Co., Ltd.。