

## 1. 公司架構及主要業務

青島啤酒股份有限公司(以下簡稱“本公司”)於一九九三年六月十六日在中華人民共和國(“中國”)註冊成立為股份有限公司,並於一九九五年十二月二十七日領取按中外合資股份有限公司註冊的營業執照。本公司發行之“H股”自一九九三年七月十五日開始在香港聯合交易所有限公司之主板上市,而“A股”則自一九九三年八月二十七日開始在上海證券交易所上市。

本公司的主要業務為生產及銷售啤酒。控股子公司及聯營公司主要從事啤酒生產、銷售及國內啤酒產品貿易。

## 2. 主要會計政策

### (a) 編制基準

本公司及其控股子公司(以下簡稱“本集團”)之賬目乃按照歷史成本常規法為準則(部分固定資產、無形資產及其它投資項目則按評估值記賬),並按香港會計師公會頒發之會計準則及根據香港公認會計準則及《香港公司條例》之披露要求而編制。

### (b) 採用的會計準則

於本年度,本集團採納下列由香港會計師公會頒佈之會計準則,該等會計準則於二零零二年一月一日或以後開始之會計年度生效:

## 1. Organisation and principal activities

Tsingtao Brewery Company Limited (the “Company”) was established in the People’s Republic of China (the “PRC”) on 16th June 1993 as a joint stock company with limited liability. It obtained a business license of a Sino-foreign Joint Stock Company on 27th December 1995. Its “H” shares have been listed on the Main Board of The Stock Exchange of Hong Kong Limited since 15th July 1993 and its “A” shares have been listed on The Shanghai Stock Exchange since 27th August 1993.

The Company is principally engaged in the production and distribution of beer products. The subsidiaries and associated companies are principally engaged in the production, sale and domestic trading of beer products.

## 2. Principal accounting policies

### (a) Basis of preparation

The accounts of the Company and its subsidiaries (the “Group”) are prepared under the historical cost convention as modified by the valuation of certain fixed assets, intangible assets and other investments, and in accordance with Statements of Standard Accounting Practice (“SSAP”) issued by the Hong Kong Society of Accountants (“HKSA”) and accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance.

### (b) Adoption of Statements of Standard Accounting Practice

In the current year, the Group adopted, for the first time, the following SSAPs issued by the HKSA which are effective for accounting periods commencing on or after 1st January 2002:

會計準則第 1 號 (經修訂)	財務報表之呈報
SSAP 1 (revised)	Presentation of financial statements
會計準則第 11 號 (經修訂)	外幣換算
SSAP 11 (revised)	Foreign currency translation
會計準則第 15 號 (經修訂)	現金流量表
SSAP 15 (revised)	Cash flow statements
會計準則第 34 號 (經修訂)	員工福利
SSAP 34 (revised)	Employee benefits

本集團會計政策之變更及採納此等新政策對此會計報表並未造成任何重大影響。

The Group considers that the consequential changes made to the above SSAPs will not have a material impact on the accounts of the Group.

(c) 集團會計

(c) Group accounting

(i) 綜合賬目

(i) Consolidation

綜合賬目包括本公司及各控股子公司截至十二月三十一日止之賬目。

The consolidated accounts include the accounts of the Company and its subsidiaries made up to 31st December.

控股子公司指本公司直接或間接控制過半數投票權；有權控制財政及營運決策；委任或撤換董事會大多數成員；或在董事會會議上有大多數投票權之公司。

Subsidiaries are those entities in which the Company, directly or indirectly, controls more than one half of the voting power; has the power to govern the financial and operating policies; to appoint or remove the majority of the members of the board of directors; or to cast majority of votes at the meetings of the board of directors.

在年內購入或售出之控股子公司，其業績由收購生效日起計或計至出售生效日止列入綜合損益賬內。

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

所有集團內公司間之重大交易及結餘已於綜合賬目時對銷。

All significant intercompany transactions and balances within the Group are eliminated on consolidation.

出售控股子公司之收益或虧損指出售所得之收入與集團應佔該公司資產淨值之差額，連同之前並未在綜合損益賬內支銷或入賬之任何未攤銷商譽或負商譽及相關的匯率折算差額。

The gain or loss on the disposal of a subsidiary represents the difference between the proceeds of the sale and the Group's share of its net assets together with any unamortised goodwill/negative goodwill or goodwill/negative goodwill or the related accumulated foreign currency translation difference taken to reserves and which was not previously charged or recognised in the consolidated profit and loss account.

少數股東權益指外界股東在控股子公司之經營業績及資產淨值中擁有之權益。

Minority interests represent the interests of outside shareholders in the operating results and net assets of subsidiaries.

在本公司之資產負債表內，控股子公司之投資以成本值扣除搭值準備入賬。本公司將控股子公司之業績按已收及應收股息入賬。

In the Company's balance sheet, the investments in subsidiaries are stated at cost less provision for impairment losses. The results of subsidiaries are accounted for by the Company on the basis of dividends received and receivable.

(ii) 聯營公司

(ii) Associated companies

聯營公司為控股子公司及合營公司以外，集團持有其股權作長期投資，並對其管理具有重大影響力之公司。

An associated company is a company, not being a subsidiary or a joint venture, in which an equity interest is held for long-term and significant influence is exercised in its management.

綜合損益賬包括集團應佔聯營公司之本年度業績，而綜合資產負債表則包括本集團應佔聯營公司之資產淨值及收購產生之商譽或負商譽(扣除累計攤銷)。

The consolidated profit and loss account includes the Group's share of the results of associated companies for the year, and the consolidated balance sheet includes the Group's share of the net assets of the associated companies and goodwill or negative goodwill (net of accumulated amortisation) on acquisition.

在本公司之資產負債表內，聯營公司之投資以成本值減去減值準備列賬。本公司將聯營公司之業績按已收及應收股息入賬。

In the Company's balance sheet, the investments in associated companies are stated at cost less provision for impairment losses. The results of associated companies are accounted for by the Company on the basis of dividends received and receivable.

當聯營公司之投資賬面值已全數撇銷，便不再採用權益會計法，除非本集團就該聯營公司已產生承擔或有擔保之承擔。

Equity accounting is discontinued when the carrying amount of the investment in an associated company reaches zero, unless the Group has incurred obligations or guaranteed obligations in respect of the associated company.

(iii) 外幣換算

(iii) Translation of foreign currencies

以外幣為本位之交易，均按交易當日之匯率折算。於結算日以外幣顯示之貨幣資產與負債則按結算日之匯率折算。由此產生之匯兌盈虧均計入損益賬。

Transactions in foreign currencies are translated at exchange rates ruling at the transaction dates. Monetary assets and liabilities expressed in foreign currencies at the balance sheet date are translated at rates of exchange ruling at the balance sheet date. Exchange differences arising in these cases are dealt with in the profit and loss accounts.

控股子公司、共同控制實體及聯營公司以外幣顯示之資產負債表均按結算日之匯率折算，而損益賬則按平均匯率折算。由此產生之匯兌盈虧作為儲備變動入賬。

(d) 固定資產及其折舊

(i) 固定資產

固定資產按實際成本或評估價值扣除累積折舊及資產減值準備計價。實際成本包括購買及將該項資產付運至運作地點及達至原定用途之狀態而所佔的任何直接費用。重估價值為本公司於一九九三年六月十六日改組為股份制公司時由原有股東投入的固定資產，按原有股東所同意而經中國國家國有資產管理局批准的評估價入賬。在固定資產投入運作後產生的支出，如日常維修保養及檢修費用，一般於產生該等支出的期間自損益表中扣除。倘若能清楚顯示該等支出能增加預計於日後運用該項固定資產而產生的經濟效益，該等支出則撥作該項目固定資產的額外成本。

本集團根據香港會計師公會發出《會計準則》第17條第72段有關《物業、廠房及設備》之過渡期規定，有部分固定資產是從一九九五年九月三十日前所作之評估值列賬，而該等固定資產均未有重估至資產負債表結算日之公允價值。

資產改良支出均資本化，並按其對本集團之預計可用年期折舊。

The balance sheets of subsidiaries and associated companies expressed in foreign currencies are translated at the rates of exchange ruling at the balance sheet date whilst the profit and loss accounts are translated at an average rate. Exchange differences are dealt with as movements in reserves.

(d) Fixed assets and depreciation

(i) Fixed assets

Fixed assets are stated at cost or valuation amount less accumulated depreciation and accumulated impairment losses. The cost of an asset comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use. Fixed assets stated at valuation are mainly fixed assets injected by the founding shareholders as a result of the reorganization of the Group on 16th June 1993 and the value was agreed among the founding shareholders and approved by the State-Owned Assets Administration Bureau of the PRC. Expenditure incurred after the fixed assets have been put into operation, such as repairs and maintenance and overhaul costs, is normally charged to the profit and loss account in the year in which it is incurred. In situations where it can be clearly demonstrated that the expenditure has resulted in an increase in the future economic benefits expected to be obtained from the use of the fixed assets beyond its originally assessed standard of performance, the expenditure is capitalised as an additional cost of the fixed assets.

The Group has taken advantage of the transitional provisions set out in paragraph 72 of SSAP 17, "Property, Plant and Equipment" issued by the HKSA, with the effect that certain fixed assets which are stated at revalued amounts, determined prior to 30th September 1995, have not been updated to reflect their respective fair values at the balance sheet date.

Improvements are capitalised and depreciated over their expected useful lives to the company.