

# NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

## 1. BASIS OF PREPARATION

### (a) PRINCIPAL ACTIVITIES

The Company is an investment holding company.

The principal activities of the subsidiaries are stated at note 33 to the financial statements.

### (b) GOING CONCERN BASIS

The Group had incurred loss of HK\$53,074,000 (2003: profit of HK\$71,565,000) for the year ended 30 June 2004 and net current liabilities of HK\$6,835,000 (2003: HK\$24,219,000) as at 30 June 2004. In addition, the Group had contingent liabilities of approximately HK\$46 million (2003: HK\$93 million) in respect of disputed claims against the Group for outstanding debts and claims. Details of the Group's contingent liabilities are set out in note 30 to the financial statements. There is possibility for some or all the contingent liabilities to crystallize within one year in the event that the matters giving rise thereto are not resolved to the Group's favour.

In preparing the financial statements, the directors of the Company have given careful consideration to the future liquidity of the Group in light of the above contingent liabilities as at 30 June 2004. In the opinion of the directors of the Company, the Group would be able to obtain adequate funds to meet the debts as and when they fall due and to carry on the business on a going concern basis.

## 1. 編製基準

### (a) 主要業務

本公司乃投資控股公司。

附屬公司之主要業務已載於財務報表附註33。

### (b) 持續經營基準

本集團於截至二零零四年六月三十日止年度產生虧損53,074,000港元(二零零三年:溢利71,565,000港元),而於二零零四年六月三十日之流動負債淨額為6,835,000港元(二零零三年:24,219,000港元)。此外,本集團因未償還債項及索償面臨爭議索償而有或然負債約46,000,000港元(二零零三年:93,000,000港元)。本集團之或然負債詳情載於財務報表附註30。倘事件以不利於本集團之方式解決,則部份或全部或然負債可能在一年內成為真正負債。

於編製財務報表時,本公司董事已因應上述於二零零四年六月三十日之或然負債,認真考慮本集團未來之資金流通性。本公司董事認為本集團能取得足夠基金,應付到期債項,並以持續經營方式開展業務。

# NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

## 1. BASIS OF PREPARATION (Continued)

### (b) GOING CONCERN BASIS (Continued)

Should the Group be unable to continue in business as a going concern, adjustments would have to be made to restate the value of assets to their recoverable amounts, to provide for any further liabilities which might arise and to reclassify non-current assets and liabilities as current assets and liabilities respectively. The effects of these adjustments have not been reflected in the financial statements.

### (c) BASIS OF CONSOLIDATION

The consolidated financial statements include the financial statements of the Company and its subsidiaries made up to 30 June 2004. The results of subsidiaries acquired or disposed of during the year are included in the consolidated income statement from the effective date of acquisition or up to the issue date of the effective date of disposal, as appropriate.

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

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 goodwill or capital reserve which has not been previously charged or recognised in the consolidated income statement.

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

## 1. 編製基準 (續)

### (b) 持續經營基準 (續)

倘本集團無法以持續基準繼續經營業務，則會將資產價值重列為可收回款項，為可能產生之任何其他負債提供撥備或將非流動資產及負債分別重新分類為流動資產及負債。財務報表並無反映該等調整之影響。

### (c) 綜合基準

綜合財務報表包括本公司及其附屬公司截至二零零四年六月三十日止年度之財務報表。於本年度收購或出售之附屬公司之業績在列入綜合收益表時乃分別自其收購之生效日期起計算或結算至其出售生效日期(倘適用)止。

本集團內各公司間之重大交易及結餘均於綜合賬目時抵銷。

出售一家附屬公司之收益或虧損指出售所得款項與本集團所佔資產淨額(包括之前未計入或確認於綜合收益表之商譽或資本儲備)之差額。

少數股東權益指外界股東於附屬公司之經營業績及資產淨值之權益。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 2. PRINCIPAL ACCOUNTING POLICIES

The financial statements have been prepared in accordance with generally accepted accounting principles in Hong Kong and comply with Statements of Standard Accounting Practice ("SSAP") and Interpretations issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and the disclosure requirements of the Hong Kong Companies Ordinance. The financial statements are prepared under the historical cost convention. These financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

#### (a) GOODWILL

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net assets of the acquired subsidiary at the date of acquisition.

Goodwill on acquisition occurring after 1 July 2001 is included in the intangible assets and amortised on a straight-line basis over its estimated useful life of 10 years.

Goodwill on acquisitions prior to 1 July 2001 was eliminated against reserves. Any impairment arising on such goodwill is accounted for in the income statement.

### 2. 主要會計政策

財務報表已根據香港公認之會計原則而編製，並符合香港會計師公會頒佈之會計實務準則（「會計實務準則」）及詮釋及香港公司條例之披露規定。財務報表乃按歷史成本常規編製。該等財務報表亦符合香港聯合交易所有限公司證券上市規則之適用披露條文規定。

#### (a) 商譽

商譽指於收購日收購成本高於本集團應佔所收購附屬公司資產淨值公平值之部份。

於二零零一年七月一日後進行之收購所產生之商譽計入無形資產，並按直線法於其估計可使用年期10年內攤銷。

於二零零一年七月一日前進行之收購所產生之商譽與儲備對銷。有關商譽產生之任何減值列入收益表內。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 2. PRINCIPAL ACCOUNTING POLICIES (Continued)

#### (b) SUBSIDIARIES

A subsidiary is a company in which the Company holds more than 50% of the issued share capital, or controls more than half of the voting power, or controls the composition of the board of directors.

In the Company's financial statements, the investments in subsidiaries are stated at cost less any identified impairment loss. The results of subsidiaries are accounted for by the Company on the basis of dividends received and receivable.

#### (c) ASSOCIATES

An associate is a company which the Group has significant influence and which is neither a subsidiary nor a joint venture of the Group.

Investments in associates are stated at the Group's share of the net assets of the associates less any identified impairment loss. The results of the associates are accounted for in the consolidated income statement to the extent of the Group's share of the associates' results of operations.

### 2. 主要會計政策 (續)

#### (b) 附屬公司

附屬公司乃本公司持有過半數已發行股本、控制其過半數投票權或控制其董事會之組成之公司。

於本公司財務報表中，附屬公司之投資乃按成本減任何已辨識減值虧損列賬。附屬公司之業績則由本公司按已收及應收股息入賬。

#### (c) 聯營公司

聯營公司乃本集團對其有重大影響力之公司，既非本集團之附屬公司亦非合資企業。

於聯營公司之投資乃按本集團應佔聯營公司之資產淨值減任何已辨識減值虧損列賬。聯營公司之業績乃按本集團應佔聯營公司之經營業績列入綜合收益表。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 2. PRINCIPAL ACCOUNTING POLICIES (Continued)

#### (d) INVESTMENTS IN SECURITIES

The Group's policies for investments in securities other than investments in subsidiaries and associates are as follows:

- (i) Investments held for identified long-term strategic purpose are classified as investment securities. Investment securities are stated at cost less provision for diminution in value.

The carrying amounts of individual investments are reviewed at each balance sheet date to assess whether the fair values have declined below the carrying amounts. When a decline other than temporary has occurred, the carrying amount of such investments will be reduced to its fair value. The amount of the reduction is recognised as expenses in the income statement.

- (ii) All other securities (whether held for trading or otherwise) are stated in the balance sheet at fair value. Changes in fair value are recognised in the income statement as they arise.
- (iii) Profits or losses on disposal of investments in securities are determined as the difference between the net disposal proceeds and the carrying amount of the investments and are accounted for in the income statement as they arise.

### 2. 主要會計政策 (續)

#### (d) 投資證券

本集團處理投資證券(不包括於附屬公司及聯營公司之投資)之政策如下:

- (i) 就一明確長遠目的而持有之投資歸類為投資證券。投資證券乃按成本減任何減值撥備列賬。

個別投資之賬面值於每一結算日會作檢討,以評估公平價值有否降至低於賬面值。倘出現非暫時性下降,該等投資之賬面值將削減至其公平價值。削減數額於收益表內確認為開支。

- (ii) 所有其他證券(包括持有作買賣或其他用途)均按公平值列賬資產負債表。公平值之變化須於產生時於收益表確認。

- (iii) 出售投資證券之溢利或虧損指出售所得款項淨額與投資賬面值之差額,並須於產生時計入收益表。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 2. PRINCIPAL ACCOUNTING POLICIES (Continued)

#### (e) PROPERTY, PLANT AND EQUIPMENT

##### (i) *Property, plant and equipment*

Property, plant and equipment are stated at cost less accumulated depreciation and impairment loss. Depreciation is provided on a straight-line basis to write off the cost less residue value of each asset over its estimated useful life. The annual rates are as follows:

Leasehold improvements
Furniture and fixtures
Machinery and equipment
Motor vehicles

##### (ii) *Cost of restoring and improving property, plant and equipment*

Major expenditures on modifications and betterments of property, plant and equipment which will result in increase of future economic benefits are capitalised, while expenditures on maintenance and repairs are expensed when incurred.

### 2. 主要會計政策 (續)

#### (e) 物業、機器及設備

##### (i) 物業、機器及設備

物業、機器及設備按成本減累積折舊及減值虧損入賬。折舊乃按每項資產之估計可使用年期以直線法撇銷其成本減該資產之餘值。折舊年率載列如下：

租賃物業裝修	25% – 30%
傢俬及裝置	25% – 30%
機械及設備	10% – 30%
汽車	20% – 25%

##### (ii) 修整及改良物業、機器及設備之成本

修整及改良物業、機器及設備而有助增加未來經濟利益之主要開支一概撥作資本，而保養及維修費用則於產生時列作開支。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 2. PRINCIPAL ACCOUNTING POLICIES (Continued)

#### (e) PROPERTY, PLANT AND EQUIPMENT (Continued)

##### (iii) *Impairing of property, plant and equipment*

The carrying amounts of property, plant and equipment are reviewed regularly to assess whether their recoverable amounts have declined below their carrying amounts. Expected future cash flows have not been discounted in determining the recoverable amount.

##### (iv) *Gain or loss on disposal of property, plant and equipment*

The gain or loss on disposal of a property, plant and equipment is the difference between the net sales proceeds and the carrying amount of the relevant asset, and is recognised in the income statement.

#### (f) OPERATING LEASES

Leases where substantially all the risks and rewards of ownership of the leased assets remain with the lessors are accounted for as operating leases. Rental payments under operating leases are charged to the income statement on a straight-line basis over the period of the relevant leases.

### 2. 主要會計政策 (續)

#### (e) 物業、機器及設備 (續)

##### (iii) 物業、機器及設備之減值

物業、機器及設備之賬面值會作定期檢討，以評估可收回款項有否降低至低於賬面值。在釐定可收回款項時，不會將預期日後出現之現金流入折算為現值。

##### (iv) 出售物業、機器及設備之收益或虧損

出售物業、機器及設備之收益或虧損指出售所得款項淨額與有關資產賬面值兩者間之差額，並於收益表中確認。

#### (f) 經營租約

租用資產擁有權之所有重大報酬及風險實質上仍由出租公司持有之租約列作經營租約。此等經營租約之租金按租約期以直線法計入收益表內。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 2. PRINCIPAL ACCOUNTING POLICIES (Continued)

#### (g) 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 ;
- investments in subsidiaries and associates; and
- positive goodwill.

If any such indication exists, the asset's recoverable amount is estimated. For intangible assets that are not yet available for use, or are amortised over more than 20 years from the date when the asset is available for use the recoverable amount is estimated at each balance sheet date. An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount.

### 2. 主要會計政策 (續)

#### (g) 資產減值

在每個結算日均會審閱內部及外來之資料來源以鑒定下列資產是否有任何減值迹象，或以往已確認之任何減值虧損是否已不再存在或已經減少：

- 物業、機器及設備；
- 於附屬公司及聯營公司之投資；及
- 正商譽。

倘存在任何上述迹象，則須估計有關資產之可收回款額。就尚未可供使用或自資產可供使用日期起計分二十以上年期攤銷之無形資產而言，其可收回款項在各結算日估計。減值虧損在一項資產之賬面值超逾其可收回款額時予以確認。



## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 2. PRINCIPAL ACCOUNTING POLICIES (Continued)

#### (g) IMPAIRMENT OF ASSETS (Continued)

##### (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).

##### (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.

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.

### 2. 主要會計政策 (續)

#### (g) 資產減值 (續)

##### (i) 計算可收回款額

一項資產之可收回款額乃其售價淨額與其使用值兩者之較高者。在評估使用值時，估計未來現金流量乃採用稅前貼現率（反映當時市場對金錢時值的評估及有關資產之特有風險）貼現計算彼等之現值。當一項資產並不產生現金流入額（大部份與其他資產之現金流入額無關），則須為獨立地產生現金流入額之最小資產組別（即一個能產生現金的單位）釐定可收回款額。

##### (ii) 撥回減值虧損

除商譽以外之資產之減值虧損在釐定其可收回款額所採用之估計準則出現變動時，可撥回其減值虧損。

減值虧損之撥回僅限於資產之賬面值（在以往年度內並無確認任何減值虧損之情況下原應已經釐定者）。減值虧損之撥回在確認撥回之年度內撥入收益表內處理。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 2. PRINCIPAL ACCOUNTING POLICIES (Continued)

#### (h) INVENTORIES

Inventories are stated at the lower of cost and net realisable value. Cost is determined on a first-in, first-out basis, and includes 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 based on estimated normal selling prices, less further costs expected to be incurred to completion and disposal. Provision is made for obsolete, slow-moving or defective items where appropriate.

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.

#### (i) ACCOUNTS RECEIVABLE

Provision is made against accounts receivable to the extent they are considered to be doubtful. Accounts receivable in the balance sheet is stated net of such provision.

#### (j) REVENUE RECOGNITION

(i) Sales revenue is recognised when the merchandise is shipped and title has passed.

(ii) Commission income is recognised when services are provided.

### 2. 主要會計政策 (續)

#### (h) 存貨

存貨乃按成本或可變現淨值中之較低者列賬，成本並採用先入先出法釐定，並包括所有採購成本、轉換成本及令存貨達至現有地點及條件所產生之其他費用。

可變現淨值乃按估計一般售價減預期於完成及出售時所產生之額外成本計算。存貨亦會就陳舊、過時或滯銷之存貨作出適當撥備。

出售存貨時，該等存貨之賬面值將於有關收入確認期間確認為支出。

#### (i) 應收賬款

應收賬款於被認為有機會成為呆賬時作出撥備。應收賬款扣除該撥備後於資產負債表中列賬。

#### (j) 收入之確認

(i) 銷售收入乃於貨物付運及所有權轉移後確認。

(ii) 佣金收入乃於提供服務後確認。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 2. PRINCIPAL ACCOUNTING POLICIES (Continued)

#### (k) PENSION COSTS

The Group's contributions to pension costs in respect of the defined contribution provident fund scheme and the mandatory provident fund scheme are charged directly to the income statement when incurred.

#### (l) 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, 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.

### 2. 主要會計政策 (續)

#### (k) 退休金開支

本集團就定額供款公積金計劃及強制性公積金計劃之退休金開支供款於產生時直接自收益表中扣除。

#### (l) 分部呈報

所謂一個分部，乃指本集團之一個可清楚界定的組成部份，經營提供產品或服務的業務（按業務劃分），或在某一個特定經濟環境經營提供產品或服務的業務（按地區劃分），其風險與收益亦與其他分部不同。

根據本集團的內部財務報告，本集團已選擇業務分部資料作為主要呈報模式，而地區分部資料則作為次要呈報模式。

分部收入、支出、業績、資產及負債包括一個分部直接應佔之專案，以及可按合理基準向有關分部劃撥之專案。舉例而言，分部資產可包括存貨、應收貿易賬款及物業、機器及設備。分部收入、支出、資產及負債在集團成員公司間的結餘款額及集團成員公司間的交易互相對銷（此乃綜合賬目過程之一部份）前釐定，惟倘此等集團成員公司間之結餘款額及交易乃在集團成員公司間某單一分部內產生者，則作別論。各分部之間的交易定價乃根據各分部向集團外其他人士提供之類似交易條款釐定。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 2. PRINCIPAL ACCOUNTING POLICIES (Continued)

#### (l) SEGMENT REPORTING (Continued)

Segment capital expenditure is the total cost incurred during the period 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 and minority interests.

#### (m) DEFERRED TAX

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realized.

Deferred assets are recognized to the extent that it is probable that future taxable profit will be available against the temporary differences can be utilized.

Deferred tax is provided on temporary differences arising on the investments in subsidiaries and associates except where the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

### 2. 主要會計政策 (續)

#### (l) 分部呈報 (續)

分部資金支出乃本集團期內購入且預期可使用一期以上之分部資產(包括有形及無形資產)所引致之總成本額。

未劃撥專案主要包括財務及企業資產、計息貸款、借貸、企業及融資費用及少數股東權益。

#### (m) 遞延稅項

遞延稅項採用負債法就因資產及負債之稅基與其於財務報表中之賬面值之臨時時差作全數撥備。遞延稅項按預計負債償還或資產變現期間之適用稅率計算。

遞延資產於存在未來應課稅溢利，而臨時時差可動用情況下予以確認。

遞延稅項按投資附屬公司及聯營公司所產生之臨時時差作出撥備，惟臨時時差復歸之時間可予控制及臨時時差不能於可見未來復歸之情況除外。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 2. PRINCIPAL ACCOUNTING POLICIES (Continued)

#### (n) CASH EQUIVALENTS

Cash equivalents represent short term highly liquid investments which are readily convertible into known amounts of cash and which are within three months of maturity when acquired, less advances from banks repayable within three months from the date of the advance.

#### (o) 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.

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.

### 2. 主要會計政策 (續)

#### (n) 現金等值專案

現金等值專案指短期而流動性極高之投資(可隨時轉換為已知數額之現金,且於購入當日起計三個月內到期),減去須於提供墊款日起計三個月內償還之銀行墊款。

#### (o) 撥備及或然負債

倘因已發生的事件而導致本公司或本集團須對若干負債(時間或款額無法確定)承擔一項法律責任或推定責任,並可能引致經濟利益流出以解決有關責任,及能可靠地估計就此涉及的款額,為此等負債作出之撥備將予以確認。若金錢時值乃屬重大因素,有關之撥備須按預期為解決有關責任而支付之款額之現值列賬。

在未能肯定是否會導致經濟利益流出,或有關款額未能可靠地估量的情況下,有關責任則列作或然負債並予以披露,除非導致經濟利益流出之可能性極低,則作別論。可能承擔的責任(其存在與否只能藉一項或多項未來事件之發生與否而確定)亦列作或然負債並予以披露,除非導致經濟利益流出之可能性極低,則作別論。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 2. PRINCIPAL ACCOUNTING POLICIES (Continued)

#### (p) FOREIGN CURRENCY TRANSLATION

Transactions in foreign currencies are initially recorded at the rates of exchange prevailing on the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are re-translated at the rates prevailing on the balance sheet date. Gains and losses arising on exchange are included in the income statement for the period.

On consolidation, the assets and liabilities of the Group's overseas operations are translated at exchange rates prevailing on the balance sheet date. Income and expense items are translated at the average exchange rates for the period. Exchange differences arising are dealt with as movement in exchange fluctuation reserve.

#### (q) RELATED PARTIES

Two parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions or vice versa. Parties are also considered to be related if they are subject to common control or common significant influence.

### 2. 主要會計政策 (續)

#### (p) 外幣換算

以外幣進行之交易初步以交易日期之通行匯率記錄。以外幣計算之貨幣資產及負債則按結算日之適用匯率重新換算。匯兌收益及虧損一概計入該期間之收益表。

就綜合賬目而言，本集團海外業務之資產及負債按結算日之通行匯率換算。收入及開支項目按期間之平均匯率換算。所產生之匯兌差額一概作為變動於外匯波動儲備內處理。

#### (q) 關連人士

倘一方有能力直接或間接控制另一方人士，或可在制訂財務及經營決策上對另一方行使重大影響力，則雙方視作有關連，相反亦然。倘雙方受制於共同控制或共同重大影響力，則雙方亦被視作有關連。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 3. TURNOVER AND REVENUE

Analysis of turnover and revenue is as follows:

### 3. 營業額及收入

營業額及收入之分析如下：

		2004 二零零四年 HK\$'000 千港元	2003 二零零三年 HK\$'000 千港元
Turnover	營業額		
Trading of multi-media and communication products	多媒體及通訊產品貿易	<u>73,411</u>	45,705
Other revenue	其他收入		
Commission income	佣金收入	2,749	1,515
Others	其他	<u>54</u>	4
		<u>2,803</u>	1,519
Total revenue	總收入	<u>76,214</u>	47,224

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 3. TURNOVER AND REVENUE (Continued)

Analysis of turnover and contribution to (loss)/profit from operations by principal activities and geographical locations is as follows:

### 3. 營業額及收入 (續)

按主要業務及地區劃分之營業額及經營(虧損)/溢利貢獻分析如下:

	Turnover 營業額		Contribution to (loss)/profit from operations 經營(虧損)/溢利貢獻	
	2004 二零零四年 HK\$'000 千港元	2003 二零零三年 HK\$'000 千港元	2004 二零零四年 HK\$'000 千港元	2003 二零零三年 HK\$'000 千港元
By principal activities:				
Trading of multi-media and communication products	73,411	45,705	4,916	2,211
	<b>73,411</b>	<b>45,705</b>	<b>4,916</b>	<b>2,211</b>
Other group expenses net of other income			(17,336)	(27,550)
Gain arising from debts discharged under scheme of arrangement			-	86,151
Gain arising from disposal of a jointly controlled entity			-	10,753
Gain arising from disposal of subsidiaries			44,307	-
Loss arising from de-consolidation of a winding up subsidiary			(37,961)	-
Provision for impairment loss on investments in associates			(47,000)	-
(Loss)/Profit before taxation			<b>(53,074)</b>	<b>71,565</b>



## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 3. TURNOVER AND REVENUE (Continued)

### 3. 營業額及收入 (續)

	Turnover		Contribution to (loss)/profit from operations	
	營業額	營業額	經營(虧損)/溢利貢獻	經營(虧損)/溢利貢獻
	2004	2003	2004	2003
	二零零四年	二零零三年	二零零四年	二零零三年
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	千港元	千港元	千港元	千港元
By geographical locations:	按地區劃分：			
The Hong Kong Special Administrative Region ("Hong Kong")	香港特別行政區 (「香港」)			
	29,208	18,719	2,013	906
Other parts in the People's Republic of China ("PRC")	中華人民共和國 (「中國」) 其他地區			
	44,203	26,986	2,903	1,305
	<b>73,411</b>	<b>45,705</b>	<b>4,916</b>	<b>2,211</b>
Other group expenses net of other income	其他集團開支，扣除其他收入		(17,336)	(27,550)
Gain arising from debts discharged under scheme of arrangement	根據償債計劃解除債項所產生之收益		-	86,151
Gain arising from disposal of a jointly controlled entity	出售一家共同控制實體所產生之收益		-	10,753
Gain arising from disposal of subsidiaries	出售附屬公司所產生之收益		44,307	-
Loss arising from de-consolidation of a winding up subsidiary	清盤附屬公司不再綜合入賬所產生之虧損		(37,961)	-
Provision for impairment loss on investments in associates	投資聯營公司之減值虧損撥備		(47,000)	-
(Loss)/Profit before taxation	除稅前(虧損)/溢利		<b>(53,074)</b>	<b>71,565</b>

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 4. GAIN ARISING FROM DEBTS DISCHARGED UNDER SCHEME OF ARRANGEMENT

In previous year, the gain of HK\$86,151,000 represented the indebtedness and the accrued interest payable of the Group waived by the Scheme Creditors upon the completion of the Scheme of Arrangement on 16 May 2003.

### 5. GAIN ARISING FROM DISPOSAL OF A JOINTLY CONTROLLED ENTITY

In previous year, the gain of HK\$10,753,000 arose from the disposal of the equity interest in a jointly controlled entity, Nanning Haiqi Real Estate Development Co Ltd in PRC to a disputed claimant, Power Forward Finance Limited, to set off against a loan of HK\$4,000,000 due from Power Forward Finance Limited.

### 6. GAIN ARISING FROM DISPOSAL OF SUBSIDIARIES

On 18 June 2004, CIL Group Limited and Leadway Contracting Co. Limited, the Company's wholly-owned subsidiaries entered into sales and purchases agreements with independent third parties to dispose of all the equity interests in two dormant subsidiaries, namely Carpet Gallery Company Limited and Bravo Interior Products Limited, at an aggregate consideration of HK\$3. Gain of HK\$44,307,000 arose on the disposal of these two subsidiaries in the financial statements for the year ended 30 June 2004. Further details are disclosed in note 29(a) below.

### 4. 根據償債計劃解除債項所產生之收益

於上年度，為數約86,151,000港元之收益乃該計劃債權人於二零零三年五月十六日償債計劃完成後豁免本集團應付之債務及應計利息。

### 5. 出售一家共同控制實體所產生之收益

於上年度，向爭議之原告Power Forward Finance Limited出售於中國之共同控制實體Nanning Haiqi Real Estate Development Co Ltd之股權，用以抵銷Power Forward Finance Limited到期貸款4,000,000港元，產生收益10,753,000港元。

### 6. 出售附屬公司所產生之收益

於二零零四年六月十八日，本公司兩家全資附屬公司CIL Group Limited及Leadway Contracting Co. Limited與獨立第三方訂立買賣協議，以出售氈藝有限公司及全威裝飾材料有限公司兩家暫無業務附屬公司之所有股本權益，總代價為3港元。出售兩家附屬公司之44,307,000港元收益載於截至二零零四年六月三十日止年度之財務報表內。進一步詳情於下文附註29(a)披露。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 7. LOSS ARISING FROM DE-CONSOLIDATION OF A WINDING UP SUBSIDIARY

The loss of HK\$37,961,000 arose from the de-consolidation of a wholly-owned subsidiary Goldhill Merchandising Inc, which was put into a voluntary winding up on 4 June 2004. Further details are disclosed in note 29(b) below.

### 7. 清盤附屬公司不再綜合入賬所產生之虧損

於二零零四年六月四日，全資附屬公司Goldhill Merchandising Inc進入自動清盤，產生不再綜合入賬虧損37,961,000港元。進一步詳情於下文附註29(b)披露。

### 8. (LOSS)/PROFIT FROM OPERATIONS

(Loss)/Profit from operations is stated after charging the following:

### 8. 經營(虧損)/溢利

經營(虧損)/溢利已扣除下列各項：

		2004 二零零四年 HK\$'000 千港元	2003 二零零三年 HK\$'000 千港元
<b>Charging:</b>	<b>已扣除：</b>		
Cost of goods sold and services provided	出售貨品及提供服務之成本	68,495	43,494
Commission paid	已付佣金	3,000	-
Staff costs (including directors' emoluments)	員工開支 (包括董事酬金)	6,728	4,657
Pension scheme contributions	退休金供款	43	32
Provision for doubtful debts	呆賬撥備	2,601	-
Auditors' remuneration	核數師酬金	422	431
Depreciation	折舊	183	136
Amortisation of goodwill	商譽攤銷	-	4,000
Operating lease rentals in respect of land and buildings	有關土地及樓宇之經營租約租金	322	3,041
Loss on disposal of property, plant and equipment	出售物業、機器及設備之虧損	-	456
Provision for inventories	存貨撥備	-	596

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 9. FINANCE COSTS

		2004	2003
		二零零四年	二零零三年
		HK\$'000	HK\$'000
		千港元	千港元
Interests on:	利息：		
Bank loans, bills and overdrafts	須於五年內悉數償還之		
wholly repayable within five years	銀行貸款、票據及透支	489	660
Other borrowing costs	其他借款成本	481	320
		<b>970</b>	<b>980</b>

### 9. 融資成本

### 10. TAXATION

No provision for Hong Kong profits tax and overseas income tax has been made in the financial statements since there is no estimated assessable profit derived from Hong Kong and overseas for the year (2003: Nil).

The charge for the year can be reconciled to the (loss)/profit per the consolidated income statement as follows:

### 10. 稅項

由於年內並無香港及海外估計應課稅溢利，故並無於財務報表內就香港利得稅及海外所得稅作出撥備（二零零三年：零）。

本年度之稅項支出與綜合收益表內之（虧損）／溢利對賬如下：

		2004	2003
		二零零四年	二零零三年
		HK\$'000	HK\$'000
		千港元	千港元
(Loss)/Profit before taxation	除稅前（虧損）／溢利	<b>(53,074)</b>	71,565
Calculated at a taxation rate of 17.5%	按稅率17.5%計算之稅項	<b>(9,288)</b>	12,524
Expenses not deductible for	不可扣稅之開支		
taxation purposes		<b>15,441</b>	1,713
Income not subject to taxation	毋須課稅收入	<b>(8,244)</b>	(17,224)
Unused tax loss not recognised	未確認之未動用稅務虧損	<b>1,862</b>	2,987
Utilisation of tax loss	動用稅務虧損	<b>229</b>	-
Actual tax expenses	實際稅務開支	<b>-</b>	-

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 11. (LOSS)/PROFIT ATTRIBUTABLE TO SHAREHOLDERS

The net loss attributable to shareholders includes a loss of approximately HK\$57,769,000 (2003: profit of HK\$29,513,000) which has been dealt with in the financial statements of the Company for the year ended 30 June 2004.

### 12. (LOSS)/EARNINGS PER SHARE

#### (a) Basic loss per share

The calculation of basic loss per share for the year ended 30 June 2004 is based on the loss attributable to shareholders of approximately HK\$53,074,000 (2003: profit of HK\$71,565,000) and the weighted average number of 6,174,917,000 (2003: 1,271,036,618) ordinary shares in issue during the year.

#### (b) Diluted loss per share

Diluted loss per share was not shown as there was no dilutive potential ordinary shares in issue for the year ended 30 June 2004.

In last year, the calculation of diluted earnings per share was based on the profit attributable to shareholders of approximately HK\$71,565,000 and the weighted average number of 1,274,187,303 ordinary shares after adjusting for the effect of all dilutive potential ordinary shares.

### 11. 股東應佔(虧損)/溢利

計入本公司截至二零零四年六月三十日止年度財務報表之股東應佔淨虧損包括約57,769,000港元(二零零三年：溢利29,513,000港元)之虧損。

### 12. 每股(虧損)/盈利

#### (a) 每股基本虧損

截至二零零四年六月三十日止年度之每股基本虧損乃按股東應佔虧損約53,074,000港元(二零零三年：溢利71,565,000港元)及年內已發行普通股加權平均數6,174,917,000股(二零零三年：1,271,036,618股)計算。

#### (b) 每股攤薄虧損

由於並無已發行具潛在攤薄影響之普通股，故並無呈列截至二零零四年六月三十日止年度之每股攤薄虧損。

去年，每股攤薄盈利乃按股東應佔溢利約71,565,000港元及普通股加權平均數1,274,187,303股(已就所有具潛在攤薄影響之普通股作出調整)計算。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 13. DIVIDENDS

No dividend was paid or proposed for the year ended 30 June 2004, nor has any dividend been proposed since the balance sheet date.

### 14. PENSION SCHEME

Prior to 1 December 2000, the Group operated a defined contribution provident fund scheme for its employees. Employees of the Group were entitled to join the scheme upon fulfilling certain conditions. The Group contributes an amount equal to a fixed percentage of the salary of each participating employee. Forfeited contributions in respect of unvested benefits of employees leaving the scheme were used to reduce the Group's ongoing contributions. Net contributions were charged to the income statement in the year to which they relate.

From 1 December 2000 onwards, the Group participates in the Mandatory Provident Fund Scheme (the "MPF Scheme") for those employees who are eligible to participate in the MPF Scheme. Contributions are made by the Group at 5 per cent of the employee's relevant income as defined in the Hong Kong Mandatory Provident Fund Schemes Ordinance. The Group's employer contributions are fully and immediately vested in the employees as accrued benefits once they are paid. Contributions are charged to the income statement as they become payable in accordance with the rules of the MPF Scheme.

### 13. 股息

截至二零零四年六月三十日止年度並無已派付或擬派股息，自結算日後亦無任何擬派股息。

### 14. 退休金計劃

於二零零零年十二月一日前，本集團為僱員提供定額供款公積金計劃。本集團之僱員可於符合若干條件之情況下參與該計劃。本集團將就每名參與之僱員按其薪金之固定百分比供款。僱員提早離職而未能獲得有關利益部份之沒收供款將用作減低本集團日後之供款。供款淨額將列入有關年度之收益表。

從二零零零年十二月一日起，本集團為符合強制性公積金計劃（「強積金計劃」）之合資格僱員加入了強積金計劃。本集團所作出之供款為香港強制性公積金計劃條例所規定之僱員有關收入之百分之五。本集團僱主供款於僱員獲得有關付款後悉數及隨即作為應計福利撥歸僱員所有。按照強積金計劃規則，供款於支付時於收益表中扣除。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 15. DIRECTORS' AND SENIOR EXECUTIVES' EMOLUMENTS

(a) Details of directors' emoluments are:

		2004 二零零四年 HK\$'000 千港元	2003 二零零三年 HK\$'000 千港元
Fees for executive directors	執行董事袍金	-	-
Fees for non-executive directors	非執行董事袍金	-	-
Other emoluments for executive directors:	執行董事之其他酬金：		
- Basic salaries, allowances and benefits in kind	- 基本薪金、津貼及實物利益	4,710	3,377
- Contribution to pension scheme	- 退休金計劃供款	-	-
		<b>4,710</b>	<b>3,377</b>

In the absence of a readily available market value for options on the shares of the Company, the emoluments disclosed above do not include the estimated monetary value of the share options granted to the directors. Details of the share option schemes of the Company are set out in note 28 and the report of the directors under the heading "Directors' interests in equity".

### 15. 董事及高級行政人員之酬金

(a) 董事酬金之詳情如下：

		2004 二零零四年 HK\$'000 千港元	2003 二零零三年 HK\$'000 千港元
Fees for executive directors	執行董事袍金	-	-
Fees for non-executive directors	非執行董事袍金	-	-
Other emoluments for executive directors:	執行董事之其他酬金：		
- Basic salaries, allowances and benefits in kind	- 基本薪金、津貼及實物利益	4,710	3,377
- Contribution to pension scheme	- 退休金計劃供款	-	-
		<b>4,710</b>	<b>3,377</b>

由於並無本公司股份購股權之市值可供參考，以上披露之酬金並不包括授予董事之購股權之估計價值。本公司之購股權計劃詳情載於附註28及董事會報告「董事之股本權益」一節。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 15. DIRECTORS' AND SENIOR EXECUTIVES' EMOLUMENTS (Continued)

(b) Analysis of directors' emoluments by number of directors and emolument ranges is as follows:

Nil to HK\$1,000,000	零至1,000,000港元
HK\$1,000,001 to HK\$1,500,000	1,000,001港元至1,500,000港元
HK\$1,500,001 to HK\$2,000,000	1,500,001港元至2,000,000港元

(c) Details of emoluments paid to the five highest paid individuals (including directors and other employees) are:

Basic salaries, allowances and benefits in kind	基本薪金、津貼及實物利益
Contributions to pension scheme	退休金計劃供款

### 15. 董事及高級行政人員之酬金 (續)

(b) 執行董事酬金按董事人數及酬金範圍之分析如下：

2004 二零零四年 Number of directors 董事人數	2003 二零零三年 Number of directors 董事人數
14	18
-	1
2	-
<b>16</b>	<b>19</b>

(c) 五位最高薪人士(包括董事及其他僱員)之酬金詳情如下：

2004 二零零四年 HK\$'000 千港元	2003 二零零三年 HK\$'000 千港元
4,960	3,653
12	12
<b>4,972</b>	<b>3,665</b>



## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 15. DIRECTORS' AND SENIOR EXECUTIVES' EMOLUMENTS (Continued)

(c) Details of emoluments paid to the five highest paid individuals (including directors and other employees) are: (Continued)

In the absence of a readily available market value for options on the shares of the company, the emoluments disclosed above do not include the estimated monetary value of the share options granted to certain employees. Details of the share option schemes of the company are set out in note 28 and the report of the directors under the heading "Directors' interests in equity".

The five highest paid individuals included four (2003: four) executive directors of the company, details of whose emoluments have been included in note 15(a) above.

During the year, no emoluments of the five highest paid individuals (including directors and other employees) were incurred as inducement to join or upon joining the Group.

### 15. 董事及高級行政人員之酬金 (續)

(c) 五位最高薪人士(包括董事及其他僱員)之酬金詳情如下：  
(續)

由於並無本公司股份購股權之市值可供參考，以上披露之酬金並不包括授予若干僱員之購股權之估計價值。本公司之購股權計劃詳情載於附註28及董事會報告「董事之股本權益」一節。

五位最高薪人士包括四位(二零零三年：四位)本公司執行董事，彼等之酬金詳情載於附註15(a)。

年內，本集團概無向五位最高薪人士(包括董事及其它僱員)支付任何酬金，作為加入本集團或於加入本集團時之報酬。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 15. DIRECTORS' AND SENIOR EXECUTIVES' EMOLUMENTS (Continued)

(c) Details of emoluments paid to the five highest paid individuals (including directors and other employees) are: (Continued)

Analysis of emoluments of the five highest paid individuals (including directors and other employees) by number of individuals and emolument range is as follows:

Nil to HK\$1,000,000	零至1,000,000港元
HK\$1,000,001 to HK\$1,500,000	1,000,001港元至1,500,000港元
HK\$1,500,001 to HK\$2,000,000	1,500,001港元至2,000,000港元

### 15. 董事及高級行政人員之酬金 (續)

(c) 五位最高薪人士(包括董事及其他僱員)之酬金詳情如下：  
(續)

五位最高薪人士(包括董事及其他僱員)之酬金按人數及酬金範圍之分析如下：

	2004 二零零四年	2003 二零零三年
	Number of individuals 董事人數	Number of individuals 董事人數
	HK\$'000 千港元	HK\$'000 千港元
	14	18
	-	1
	2	-
	<b>16</b>	<b>19</b>

# NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

## 16. PROPERTY, PLANT AND EQUIPMENT

## 16. 物業、機器及設備

### The Group

### 本集團

		Leasehold improvements 租賃物業裝修	Furniture and fixtures 傢俬及裝置	Machinery and equipment 機械及 設備	Motor vehicles 汽車	Total 合計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
<b>Cost or valuation</b>	<b>成本或估值</b>					
At 1 July 2003	於二零零三年七月一日	2,525	2,312	765	64	5,666
Additions	添置	-	116	78	142	336
Written back on de-consolidation	不再綜合入賬時 撥回	(2,370)	(2,093)	(335)	(64)	(4,862)
At 30 June 2004	於二零零四年六月三十日	155	335	508	142	1,140
<b>Accumulated depreciation</b>	<b>累積折舊</b>					
At 1 July 2003	於二零零三年七月一日	638	643	471	12	1,764
Charge for the year	本年度支出	31	50	95	7	183
Written back on de-consolidation	不再綜合入賬時 撥回	(620)	(485)	(134)	(12)	(1,251)
At 30 June 2004	於二零零四年六月三十日	49	208	432	7	696
<b>Net book value</b>	<b>賬面淨值</b>					
At 30 June 2004	於二零零四年六月三十日	106	127	76	135	444
At 30 June 2003	於二零零三年六月三十日	1,887	1,669	294	52	3,902

At 30 June 2004 and 2003, the Company had no property, plant and equipment.

於二零零四年及二零零三年六月三十日，本公司並無物業、機器及設備。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 17. GOODWILL

### 17. 商譽

		HK\$'000 千港元
<b>Cost</b>	<b>成本</b>	
At 1/7/2003	於二零零三年七月一日	40,039
Written back on deconsolidation	不再綜合入賬時撥回	(40,039)
		<u>          </u>
At 30/6/2004	於二零零四年六月三十日	<u>          </u>
<b>Accumulated amortisation</b>	<b>累計攤銷</b>	
At 1/7/2003	於二零零三年七月一日	12,039
Written back on deconsolidation	不再綜合入賬時撥回	(12,039)
		<u>          </u>
At 30/6/2004	於二零零四年六月三十日	<u>          </u>
<b>Net book value</b>	<b>賬面淨額</b>	
At 30/6/2004	於二零零四年六月三十日	<u>          </u>
At 30/6/2003	於二零零三年六月三十日	<u>28,000</u>

### 18. INTERESTS IN SUBSIDIARIES

### 18. 於附屬公司之投資

		Company 本公司	
		2004 二零零四年	2003 二零零三年
		HK\$'000 千港元	HK\$'000 千港元
Unlisted shares, at cost	非上市股份，按成本	56,720	56,720
Due from subsidiaries	應收附屬公司之賬款	440,528	440,528
		<u>497,248</u>	497,248
Less: Impairment loss	減：減值虧損	(497,248)	(497,248)
Due to subsidiaries	應付附屬公司之賬款	(489)	(489)
		<u>(489)</u>	(489)

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 18. INTERESTS IN SUBSIDIARIES (Continued)

- (a) The balances with subsidiaries are unsecured, non-interest bearing and have no fixed term of repayment.
- (b) Details of the Company's principal subsidiaries at 30 June 2004 are set out in note 33.
- (c) Additional information on material subsidiaries:
- (i) The following information are extracted from the audited financial statement of Flaconwood Limited and AVT Electronics Limited.

### 18. 於附屬公司之投資 (續)

- (a) 與附屬公司之結餘為無抵押，不計利息及無指定還款期的款項。
- (b) 本公司於二零零四年六月三十日之主要附屬公司詳情載於附註 33。
- (c) 主要附屬公司之其他資料：
- (i) 以下資料摘錄自 Flaconwood Limited 及 AVT Electronics Limited 之經審核財務報表。

		2004 二零零四年 HK\$'000 千港元	2003 二零零三年 HK\$'000 千港元
<b>Combined income statements</b>	<b>合併收益表</b>		
Turnover	營業額	73,411	45,705
Cost of sales	銷售成本	<b>(68,495)</b>	(43,494)
Gross profit	毛利	4,916	2,211
Other revenue	其他收入	2,803	1,519
General and administrative expenses	一般及行政開支	<b>(1,303)</b>	(907)
Other operating expenses	其他經營開支	<b>(4,496)</b>	(4,243)
Profit/(Loss) from operations	經營溢利/(虧損)	<b>1,920</b>	(1,420)
Finance costs	財務費用	<b>(970)</b>	(980)
Profit/(Loss) before taxation	除稅前溢利/(虧損)	<b>950</b>	(2,400)
Taxation	稅項	-	-
Profit/(Loss) after taxation	除稅後溢利/(虧損)	<b>950</b>	(2,400)
Minority interests	少數股東權益	-	-
Profit/(Loss) attributable to shareholders	股東應佔溢利/(虧損)	<b>950</b>	(2,400)

# NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

## 18. INTERESTS IN SUBSIDIARIES (Continued)

(c) Additional information on material subsidiaries (Continued)

(i) (Continued)

## 18. 於附屬公司之投資 (續)

(c) 主要附屬公司之其他資料 (續)

(i) (續)

		2004 二零零四年 HK\$'000 千港元	2003 二零零三年 HK\$'000 千港元
<b>Combined balance sheets</b>	<b>合併資產負債表</b>		
<b>Non-current assets</b>	<b>非流動資產</b>		
Property, plant and equipment	物業、機器及設備	444	291
<b>Current assets</b>	<b>流動資產</b>		
Inventories	存貨	14,131	10,537
Accounts receivable	應收賬款	6,252	4,866
Prepayment, deposits and other receivables	預付款項、按金及其他應收賬款	17,710	21,447
Due from ultimate parent enterprise	應收最終母公司賬款	182	182
Cash at bank and in hand	銀行現金及庫存現金	1,637	123
		<b>39,912</b>	<b>37,155</b>
<b>Current liabilities</b>	<b>流動負債</b>		
Bank overdraft	銀行透支	1,073	1,005
Bill payable, secured	應付票據，有抵押	12,989	8,381
Accounts payable	應付賬項	7,264	9,871
Accruals, other payable and deposits received	應計費用、其他應付賬款及已收按金	6,244	8,487
Interest-bearing borrowings	計息借款	6,278	4,144
		<b>33,848</b>	<b>31,888</b>
<b>Net current assets</b>	<b>流動資產淨額</b>	<b>6,064</b>	<b>5,267</b>
<b>Net assets</b>	<b>資產淨額</b>	<b>6,508</b>	<b>5,558</b>

Note: AVT Electronics Limited is not audited by CCIF CPA Limited.

附註：AVT Electronics Limited 並非由陳葉馮會計師事務所有限公司審計。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 19. INTERESTS IN ASSOCIATES

### 19. 於聯營公司之權益

		Group		Company	
		本集團		本公司	
		2004	2003	2004	2003
		二零零四年	二零零三年	二零零四年	二零零三年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
Unlisted investments, at cost	非上市投資，按成本	77,451	77,451	77,001	77,001
Due to associates	應付聯營公司之賬款	(1)	(1)	(1)	(1)
		<b>77,450</b>	77,450	<b>77,000</b>	77,000
Less: Impairment loss	減：減值虧損	<b>(77,450)</b>	(30,450)	<b>(77,000)</b>	(30,000)
		-	47,000	-	47,000
Share of net assets	應佔資產淨值	-	-	-	-
		-	47,000	-	47,000

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 19. INTERESTS IN ASSOCIATES

Details of the principal associates at 30 June 2004 were:

Name	Business structure	Place of incorporation/ operations	Issued and fully paid/ registered capital	Percentage of equity interest attributable to the group	Principal activities
名稱	商業結構	註冊成立/營業地點	已發行及繳足/註冊資本	本集團應佔股本權益百分比	主要業務
Hightor Enterprises Limited	Corporation 公司	British Virgin Islands 英屬處女群島	US\$30,000 30,000美元	33.3%	Dormant 暫無營業
廣州奧斯凱科技 有限公司	Co-operative joint venture 合作合營企業	PRC 中國	RMB1,500,000 人民幣1,500,000元	32.5%	Developing and selling of computer component, hardware and software, electrical parts, products and equipment 開發及銷售電腦零件、硬體及軟體、電子部件、產品及設備
廣州飛流電熱水器 有限公司	Co-operative joint venture 合作合營企業	PRC 中國	RMB500,000 人民幣500,000元	30%	Manufacturing and sub-contracting of water heaters and accessories, whole sales and retails 製造及分包電熱水器及配件；批發及零售

### 19. 於聯營公司之權益 (續)

於二零零四年六月三十日之主要聯營公司詳情如下：



## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 20. INVESTMENTS IN SECURITIES

Under benchmark treatment:

### 20. 投資證券

根據標準方法計算：

		Group		Company	
		本集團		本公司	
		2004	2003	2004	2003
		二零零四年	二零零三年	二零零四年	二零零三年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
<b>Equity securities</b>	<b>股本證券</b>				
Unlisted securities, at cost	非上市證券，按成本	8,000	-	8,000	-
<b>Investment securities, at cost</b>	<b>股本證券，按成本</b>				
Listed in overseas	於海外上市	6,204	6,204	-	-
Less: Provision for permanent diminution in value	減：永久減值撥備	(4,148)	(4,148)	-	-
		2,056	2,056	-	-
		10,056	2,056	8,000	-
<b>Other investments, at fair value</b>	<b>其他投資，按公平值</b>				
Listed in Hong Kong	在香港上市	27	27	-	-
Market value of listed investments	上市投資市值	5,304	3,464	-	-

The directors are of the view that there is no further diminution in value of the unlisted investment and therefore, no additional provision has been made in the financial statements.

董事認為，非上市投資未有進一步減值，故並無於財務報表內作出額外撥備。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 21. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

Included in prepayments, deposits and other receivable, is an amount of approximately HK\$14.2 million (2003: HK\$14.2 million) represented the consideration paid for the acquisition of a further 25% equity interest in a subsidiary, AVT Electronics Limited. The share transfer is still in progress. In the opinion of the directors, the Group can eventually complete the acquisition of this further equity interest of the investment in AVT Electronics Limited.

### 22. INVENTORIES

Finished goods 製成品

The above inventories are stated at cost.

### 23. ACCOUNTS RECEIVABLE

All of the accounts receivable are stated net of provision of bad and doubtful debts and are expected to be recovered within one year. The aging analysis is as follows:

0 – 90 days	0至90天
91 – 180 days	91天至180天
Over 180 days	180天以上

### 21. 預付款項、按金及其他應收賬款

預付款項、按金及其他應收賬款為數約14,200,000港元(二零零三年: 14,200,000港元), 乃收購附屬公司AVT Electronics Limited另外25%股權而支付之代價。股份轉讓仍在處理中。董事認為, 本集團最終能完成進一步收購該等AVT Electronics Limited之投資之股權。

### 22. 存貨

Group 本集團	
2004 二零零四年	2003 二零零三年
HK\$'000 千港元	HK\$'000 千港元

14,131	10,759
--------	--------

上述存貨乃按成本值列賬。

### 23. 應收賬款

所有應收賬款扣除呆壞賬撥備後列賬, 並預期可於一年內收回。其賬齡分析如下:

Group 本集團	
2004 二零零四年	2003 二零零三年
HK\$'000 千港元	HK\$'000 千港元
3,285	1,895
-	-
367	3,538
<b>3,652</b>	<b>5,433</b>

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 24. ACCOUNTS AND BILLS PAYABLE

### 24. 應付賬項及票據

		Group 本集團	
		2004	2003
		二零零四年	二零零三年
		HK\$'000	HK\$'000
		千港元	千港元
Accounts payable	應付賬項	7,264	17,752
Bills payable, secured	應付票據，有抵押	12,989	8,381
		<b>20,253</b>	<b>26,133</b>

All of the accounts payable are expected to be settled within one year. The aging analysis is as follows:

所有應付賬項預期於一年內償還。其賬齡分析如下：

		Group 本集團	
		2004	2003
		二零零四年	二零零三年
		HK\$'000	HK\$'000
		千港元	千港元
0 – 90 days	0至90天	7,262	9,869
91 – 180 days	91天至180天	2	2
Over 180 days	180天以上	-	7,881
		<b>7,264</b>	<b>17,752</b>

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 25. INTEREST-BEARING BORROWINGS

### 25. 計息借款

	Group 本集團		Company 本公司	
	2004 二零零四年 HK\$'000 千港元	2003 二零零三年 HK\$'000 千港元	2004 二零零四年 HK\$'000 千港元	2003 二零零三年 HK\$'000 千港元
Bank overdrafts – secured 銀行透支 – 有抵押	1,073	1,239	-	-
Other loans – unsecured 其他貸款 – 無抵押	30,405	28,251	23,708	23,689
	<b>31,478</b>	29,490	<b>23,708</b>	23,689

Other loans bear interest at 12% per annum.

其他貸款按12%之年利率計息。

At 30 June 2004, the banking facilities of the Group were secured by the pledge of assets of a director of a subsidiary.

於二零零四年六月三十日，本集團之銀行融通額由質押一家附屬公司董事之資產作為抵押。

### 26. DUE TO DIRECTORS

### 26. 應付董事賬款

	Group 本集團		Company 本公司	
	2004 二零零四年 HK\$'000 千港元	2003 二零零三年 HK\$'000 千港元	2004 二零零四年 HK\$'000 千港元	2003 二零零三年 HK\$'000 千港元
Ke Jun Xiang 柯俊翔	3,030	2,925	3,029	2,925
Ho Pui Tsun, Peter 何佩川	3,650	1,134	3,388	872
Hu Yeshan 胡葉山	75	600	75	600
Shao Wei Hong 邵偉宏	75	600	75	600
Directors' of subsidiaries 附屬公司之董事	4,418	-	-	-
	<b>11,248</b>	5,259	<b>6,567</b>	4,997

The amounts due to directors are unsecured, interest free and have no fixed repayable terms.

應付董事賬款為無抵押、免息及無固定還款期。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 27. DEFERRED TAXATION

The major components of the Group's provision for deferred taxation and the potential deferred tax liability/(asset) not provided for at the balance sheet date are as follows:

### 27. 遞延稅項

並非於結算日提撥之本集團遞延稅項及潛在遞延稅項負債／(資產)撥備之主要組成部份如下：

		Group 本集團		Company 本公司	
		2004 二零零四年	2003 二零零三年	2004 二零零四年	2003 二零零三年
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Accelerated capital allowances	提前轉歸資本之免稅額	(33)	(56)	-	-
Tax losses available for future relief	可於未來獲豁免之稅務虧損	(64,901)	(65,130)	(58,931)	(58,931)
		<b>(64,934)</b>	<b>(65,186)</b>	<b>(58,931)</b>	<b>(58,931)</b>

No deferred tax asset has been recognized in respect of tax losses as the crystallisation of the tax benefits is uncertain. The tax losses has no expiry date.

由於稅務利益並不明確，故不就稅務虧損確認遞延稅項資產。稅務虧損並無到期日。

# NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

## 28. SHARE CAPITAL

## 28. 股本

		Group and Company 本集團及本公司			
		2004 二零零四年		2003 二零零三年	
		No. of shares 股份數目		No. of shares 股份數目	
		('000) (千股)	HK\$'000 千港元	('000) (千股)	HK\$'000 千港元
Authorised:	法定：				
Ordinary shares of HK\$0.01 each	普通股每股 面值0.01港元	60,000,000	600,000	60,000,000	600,000
Issued and fully paid:	已發行及繳足：				
Beginning of year	年初	6,174,917	61,749	563,894	5,639
Issued upon settlement of debts (a)	清償債項而發行(a)	-	-	2,111,023	21,110
Issue of shares (b)	發行股份(b)	-	-	3,500,000	35,000
End of year	年終	6,174,917	61,749	6,174,917	61,749

(a) On 16 May 2003, 2,111,022,918 ordinary shares of HK\$0.01 each, ranking pari passu in all respects with the existing ordinary shares of the Company were issued to the Scheme Creditors for the settlement of the indebtedness owed by the Group to the Scheme Creditors. The share option scheme expired during the year and no option was exercised.

(b) On 16 May 2003, 3,500,000,000 ordinary shares of HK\$0.01 each, ranking pari passu in all respects with the existing ordinary shares of the Company were issued to Trade Honour Limited, a company wholly and beneficially owned by a director of the Company, for net cash proceeds of HK\$35 million. The share option scheme expired during the year and no option was exercised.

(a) 於二零零三年五月十六日，2,111,022,918股每股面值0.01港元之普通股(在各方面與本公司現有普通股享有同等權益)發行予計劃債權人，以償還本集團結欠該等計劃債權人之債項。該購股權計劃於年內期滿，且概無購股權獲行使。

(b) 於二零零三年五月十六日，3,500,000,000股每股面值0.01港元之普通股(在各方面與本公司現有普通股享有同等權益)發行予Trade Honour Limited(本公司一名董事實益全資擁有之公司)，取得現金所得款項35,000,000港元。該購股權計劃於年內期滿，且概無購股權獲行使。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 28. SHARE CAPITAL (Continued)

On 19 March 2002, the Company entered into an option agreement with a related company, Trade Honour Limited which is wholly and beneficially owned by Mr. Ke Jun Xiang, a director of the Company. On the same date, the Company passed a resolution that 2,000 million of share options with exercise price of HK\$0.01 per share were granted to the related company, which were exercisable at the price of HK\$0.01 per share within twelve months from 16 May 2003. No share options have been exercised and the share option scheme expired during the year.

### 28. 股本 (續)

於二零零二年三月十九日，本公司與一家關連公司Trade Honour Limited訂立一項購股權協定。並於同日通過一項決議案，議決授予關連公司2,000,000,000份購股權，行使價為每股0.01港元。本公司董事柯俊翔先生為關連公司之全資實益擁有人。該等購股權可於二零零三年五月十六日起計十二個月內按行使價每股0.01港元行使。現時概無購股權獲行使，且該購股權計劃已於年內期滿。

### 29. NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT

(a) Gain arising from disposal of subsidiaries:

### 29. 綜合現金流量表附註

(a) 出售附屬公司所產生之收益：

		2004 二零零四年 HK\$'000 千港元	2003 二零零三年 HK\$'000 千港元
Net assets disposed of:	出售下列各項之資產淨值：		
Cash and bank deposits	現金及銀行存款	16	-
Accounts payable	應付賬款	(2,110)	-
Other payables and accruals	其他應付賬款及應計費用	(1,009)	-
Tax payable	應付稅項	(143)	-
Due to winding up subsidiaries	應付清盤附屬公司賬款	(41,061)	-
Amount due to fellow subsidiaries	應付同系附屬公司賬款	(13,649)	-
Non-current liabilities	非流動負債	-	-
		<b>(57,956)</b>	-
Current account with fellow subsidiaries	於同系附屬公司之流動賬戶	<b>13,649</b>	-
Gain on disposal of subsidiary	出售附屬公司之收益	<b>(44,307)</b>	-
Net cash arising on disposal of subsidiaries:	出售附屬公司所產生之現金淨額：		
Cash and bank deposits	現金及銀行存款	<b>(16)</b>	-

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 29. NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT (Continued) 29. 綜合現金流量表附註 (續)

(b) Loss arising from de-consolidation of winding up subsidiary:		(b) 清盤附屬公司不再綜合入賬所產生之虧損：	
		2004	2003
		二零零四年	二零零三年
		HK\$'000	HK\$'000
		千港元	千港元
Net assets of winding up subsidiary:	清盤附屬公司之資產淨值：		
Goodwill	商譽	28,000	-
Property, plant and equipment	物業、機器及設備	3,611	-
Inventories	存貨	222	-
Prepayment, deposits and other receivables	預付款項、按金及其他應收賬款	25,161	-
Accounts receivables	應收賬款	567	-
Bank overdraft and cash equivalent loans	銀行透支及現金等值專案貸款	(233)	-
Accounts payable	應付賬款	(5,771)	-
Other payable and accruals	其他應付賬款及應計費用	(12,305)	-
Tax payable	應付稅項	(1,291)	-
Loss arising from de-consolidation of a winding up subsidiary	清盤附屬公司所產生不再綜合入賬所產生之虧損	<b>37,961</b>	-
Net cash inflow arising from de-consolidation of a winding up subsidiary:	清盤附屬公司不再綜合入賬所產生之現金流入淨額：		
Bank overdrafts	銀行透支	<b>233</b>	-



## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 30. CONTINGENT LIABILITIES

At 30 June 2004, the Group had contingent liabilities approximately HK\$46 million (2003: HK\$93 million) in respect of the disputed claims against the Group for outstanding loan and service fees. The details of the claims as follows:

Outstanding loan	未償還之貸款
Damages suffered as a result of the enforcement of a security	因強制執行擔保而遭受之損失
Outstanding service fees	未支付之服務費

Details of the Group's contingent liabilities are set out in the Company's circulars dated 2 August 2002 and 28 November 2002.

### 30. 或然負債

於二零零四年六月三十日，本集團有約46,000,000港元（二零零三年：93,000,000港元）之或然負債，乃有關未償還貸款及未付服務費而針對本集團之爭議索償。索償之詳情如下：

	2004 二零零四年 HK\$'000 千港元	2003 二零零三年 HK\$'000 千港元
Outstanding loan	41,553	41,553
Damages suffered as a result of the enforcement of a security	-	47,000
Outstanding service fees	4,690	4,690
	<b>46,243</b>	<b>93,243</b>

本集團或然負債之詳情載於本公司於二零零二年八月二日及二零零二年十一月二十八日刊發之通函。

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 31. RELATED PARTY TRANSACTIONS

On 6 November 2003, the Company and a director entered into a debt assignment agreement with an independent third party, Windway Enterprises Limited ("Windway"), whereby the director has agreed pursuant to the agreement to assign an unsecured, interest free loan in the amount of HK\$3,860,000 due from the Company to Windway. A promissory note in the amount of HK\$3,860,000 was entered into between the Company and Windway accordingly.

During the year, the Company and the Group paid rental expenses and agency fee of HK\$132,000 and HK\$1,350,000 respectively to Nicegoal Limited. Nicegoal Limited is owned by certain directors of one of the Company's subsidiary, AVT Electronic Limited. The rental expenses were based on the tenancy agreement signed by the Company and Nicegoal Limited.

### 32. OPERATING LEASE COMMITMENTS

At 30 June 2004, the Group had commitments for future minimum lease under non-cancellable operating leases in respect of land and buildings which fall due as follows:

Not later than one year	不超過一年
Later than one year and not later than five years	一年後但不超過 五年

### 31. 關連各方交易

於二零零三年十一月六日，本公司及一名董事與一獨立第三方永匯企業有限公司（「永匯」）簽訂一份債項轉讓協議，據此，該董事同意根據該協議將本公司結欠之無抵押、免息貸款3,860,000港元轉讓予永匯。本公司及永匯已簽訂為數3,860,000港元之承兌票據。

年內，本公司及本集團分別支付租金開支及代表費132,000港元及1,350,000港元予Nicegoal Limited。Nicegoal Limited由本公司一家附屬公司AVT Electronic Limited之若干董事擁有。有關租金開支乃根據本公司及Nicegoal Limited簽訂之租賃協議而定。

### 32. 經營租約承擔

於二零零四年六月三十日，本集團根據不可撤銷之經營租約就有關土地及樓宇到期應付之未來最低租約承擔如下：

	2004 二零零四年 HK\$'000 千港元	2003 二零零三年 HK\$'000 千港元
	559	61
	306	—
	<b>865</b>	<b>61</b>

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 33. PARTICULARS OF PRINCIPAL SUBSIDIARIES 33. 主要附屬公司詳情

Name 公司名稱	Place of incorporation/ operation 註冊成立/ 營業地點	Issued and fully paid share/ registered capital 已發行及 繳足股份/ 註冊股本	Percentage of equity interest attributable to the Group 本集團應佔 股本權益 百分比	Principal activities 主要業務
Accura Enterprises Limited (Note b) (附註b)	British Virgin Islands 英屬處女群島	US\$1 1 美元	100%	Investment holdings 投資控股
AVT Electronics Limited (Note a) (附註a)	Hong Kong 香港	HK\$4,500,100 4,500,100港元	65%	Manufacturing of multi-media products 製造多媒體產品
Best Materials Supply Limited	Hong Kong 香港	HK\$2 2港元	100%	Investment holding 投資控股
Bravoheart Property Limited	British Virgin Islands/ Hong Kong 英屬處女群島/ 香港	US\$1 1 美元	100%	Investment holding 投資控股
Carpet Galley (Overseas) Company Limited 氈藝(海外)有限公司	British Virgin Islands 英屬處女群島	US\$300 300美元	100%	Dormant 暫無營業
CIL Containers Limited (Note b) (附註b)	British Virgin Islands 英屬處女群島	US\$10 10 美元	100%	Investment holding 投資控股

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 33. PARTICULARS OF PRINCIPAL SUBSIDIARIES (Continued)

### 33. 主要附屬公司詳情 (續)

Name 公司名稱	Place of incorporation/ operation 註冊成立/ 營業地點	Issued and fully paid share/ registered capital 已發行及 繳足股份/ 註冊股本	Percentage of equity interest attributable to the Group 本集團應佔 股本權益 百分比	Principal activities 主要業務
CIL Group Limited (Note b) (附註b)	British Virgin Islands 英屬處女群島	US\$10,405 10,405 美元	100%	Investment holding 投資控股
CIL Investment Limited	British Virgin Islands 英屬處女群島	US\$1 1 美元	100%	Dormant 暫無營業
CIL Limited	Hong Kong 香港	HK\$2,480,000 2,480,000 港元	100%	Dormant 暫無營業
Collection International Limited	British Virgin Islands 英屬處女群島	US\$1 1 美元	100%	Investment holding 投資控股
E-Development Limited (Note b) (附註b)	British Virgin Islands 英屬處女群島	US\$1 1 美元	100%	Investment holding 投資控股
Finemost Investments Limited 銳賢投資有限公司	Hong Kong 香港	HK\$2 2 港元	100%	Property holding 持有物業
First Manor Inc. (Note b) (附註b)	British Virgin Islands 英屬處女群島	US\$1 1 美元	100%	Investment holding 投資控股
Flaconwood Ltd. (Note b) (附註b)	British Virgin Islands 英屬處女群島	US\$1 1 美元	100%	Investment holding 投資控股

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 33. PARTICULARS OF PRINCIPAL SUBSIDIARIES (Continued)

### 33. 主要附屬公司詳情 (續)

Name 公司名稱	Place of incorporation/ operation 註冊成立/ 營業地點	Issued and fully paid share/ registered capital 已發行及 繳足股份/ 註冊股本	Percentage of equity interest attributable to the Group 本集團應佔 股本權益 百分比	Principal activities 主要業務
Grace Decorative Materials Limited	Hong Kong 香港	HK\$2 2港元	100%	Dormant 暫無營業
I.D.C. Group and Co., Limited	Hong Kong 香港	HK\$100,000 100,000港元	100%	Dormant 暫無營業
Ka Cheong Holdings Limited	British Virgin Islands 英屬處女群島	US\$1,000 1,000美元	100%	Investment holding 投資控股
Leadway Contracting Co., Limited	Hong Kong 香港	HK\$2 2港元	100%	Dormant 暫無營業
Lucky Choice Assets Limited (Note b) (附註b)	British Virgin Islands 英屬處女群島	US\$1 1 美元	100%	Dormant 暫無營業
Modern Faith Limited (Note b) 煌信有限公司 (附註b)	Hong Kong 香港	HK\$2 2港元	100%	Dormant 暫無營業
Top Grand Investments Limited	Hong Kong 香港	HK\$2 2港元	100%	Dormant 暫無營業

## NOTES TO THE FINANCIAL STATEMENTS 財務報表附註

For the year ended 30 June 2004 截至二零零四年六月三十日止年度

### 33. PARTICULARS OF PRINCIPAL SUBSIDIARIES (Continued)

Notes:

- (a) This subsidiary is not audited by CCIF CPA Limited.
- (b) These subsidiaries are directly held by the company.

The above list summarises the principal subsidiaries of the company which, in the opinion of the directors, principally affected the results of the Group or formed a substantial portion of net assets of the Group as at 30 June 2004. To give details of other subsidiaries would, in the opinion of the directors, result in particulars of excessive length.

### 34. COMPARATIVE FIGURES

The comparative figures have been reclassified to conform with current year presentation.

### 33. 主要附屬公司詳情 (續)

附註：

- (a) 該附屬公司並非由陳葉馮會計師事務所有限公司審核。
- (b) 該等附屬公司由本公司直接持有。

董事會之意見認為以上列出之主要附屬公司，對本集團於截至二零零四年六月三十日之業績影響重大並構成本集團資產淨值之主要部份。董事會認為詳述其他附屬公司將令篇幅過於冗長。

### 34. 比較數字

比較數字已重新分類以配合本年度之呈報方式。