



MANAGEMENT'S DISCUSSION AND ANALYSIS

LIQUIDITY AND FINANCIAL RESOURCES

As at 31st December, 2004, the Group had total assets of US\$897.1 million, down 12.1% from US\$1,020.8 million at the year end of 2003. Total debt and debt to equity ratio (debt to equity ratio is calculated by dividing the total debt by the net asset value) were US\$553.9 million and 539% respectively, as compared to US\$623.0 million and 417% as at 31st December, 2003.

An analysis of our balance sheet is shown on page 11.

CAPITAL STRUCTURE

The Group finances its working capital requirements through a combination of funds generated from operations, short term and long term loans, floating rate notes and from the disposal of certain assets. The Group had cash and cash equivalents of US\$74.4 million as at 31st December, 2004 (2003: US\$56.8 million), an increase of US\$17.6 million.

INTEREST STRUCTURE AND EXCHANGE RATES EXPOSURE

Most of the borrowings were in U.S. dollars and RMB, and the interest rates ranged from 2.2% to 7.4% per annum in 2004.

All sales in the PRC are denominated in RMB, and export sales are denominated in foreign currencies. The ventures require foreign currencies for the purchase of imported raw materials, parts and components, and they are able to obtain the foreign currencies necessary to meet their operational needs. We expect that the exchange rate between RMB and U.S. dollar will remain stable, otherwise, the Group's cash inflow of dividends generated from the PRC ventures will be affected. Please refer to note 37 to the financial statements for details. As neither the Bank of China nor other financial institutions authorised to engage in foreign exchange transactions in the PRC offers forward exchange contracts, the Group is not able to hedge for the foreign exchange exposure of RMB.

The Group had not engaged in any derivative for hedging against both the interest and exchange rate risks at the balance sheet date (2003: Nil).

CHARGES ON GROUP ASSETS

As at 31st December, 2004, out of the total borrowings of US\$553.9 million (2003: US\$623.0 million) obtained by the Group, only US\$175.0 million (2003: US\$192.7 million) were secured and accounted for 31.6% (2003: 30.9%) of the total. Certain of the Group's fixed assets located in the PRC with net book value of US\$250.0 million (2003: US\$242.2 million), have been pledged as security for various short and long term bank loans.

CONTINGENT LIABILITIES

As at 31st December, 2004, the guarantees provided by the Group was US\$14.4 million (2003: US\$13.1 million).



MANAGEMENT'S DISCUSSION AND ANALYSIS (CONTINUED)

EMPLOYEE AND REMUNERATION POLICIES

As at 31st December, 2004, the Group employed around 51,000 staff (including 19,000 staff from the jointly controlled entities and associates) in the PRC and Hong Kong. The Group remunerates its employees based on their performance, experience and prevailing market rate while performance bonuses are granted on a discretionary basis. Other employee benefits include insurance and medical cover, subsidized training programme as well as share option scheme.