NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER, 2004

1. GENERAL

The Company is a public limited company incorporated in Hong Kong and its shares are listed on The Stock Exchange of Hong Kong Limited.

The Company acts as an investment holding company. The principal activities of its subsidiaries are set out in note 32.

2. POTENTIAL IMPACT ARISING FROM THE RECENTLY ISSUED ACCOUNTING STANDARDS

In 2004, the Hong Kong Institute of Certified Public Accountants (the "HKICPA") issued a number of new or revised Hong Kong Accounting Standards and Hong Kong Financial Reporting Standards ("HKFRSs") (herein collectively referred to as "new HKFRSs") which are effective for accounting periods beginning on or after 1st January, 2005. The Group has not early adopted these new HKFRSs in the financial statements for the year ended 31st December, 2004.

The Group has commenced considering the potential impact of these new HKFRSs but has not yet in a position to determine whether these new HKFRSs would have a significant impact on how its results of operations and financial position are prepared and presented. These new HKFRSs may result in changes in the future as to how the results and financial position are prepared and presented.

3. SIGNIFICANT ACCOUNTING POLICIES

The financial statements have been prepared under the historical cost convention as modified for the revaluation of certain properties and investments in securities and in accordance with accounting principles generally accepted in Hong Kong. The principal accounting policies adopted are as follows:

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and its subsidiaries made up to 31st December each year.

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 effective date of disposal, as appropriate.

All significant inter-company transactions and balances within the Group have been eliminated on consolidation.

Goodwill

Goodwill arising on consolidation represents the excess of the cost of acquisition over the Group's interest in the fair value of the identifiable assets and liabilities of a subsidiary or associate at the date of acquisition.

Goodwill arising on acquisitions of subsidiaries prior to 1st January, 2001 continues to be held in reserves, and will be charged to the income statement at the time of disposal of the relevant subsidiary, or at such time as the goodwill is determined to be impaired. Goodwill arising on the acquisition of an associate prior to 1st January, 2001 continued to be amortised over its useful economic life of ten years.

Goodwill arising on acquisitions of subsidiaries or associates after 1st January, 2001 is capitalised and amortised on a straight line basis over its useful economic life. Goodwill arising on the acquisition of an associate is included within the carrying amount of the associate. Goodwill arising on the acquisition of subsidiaries is presented separately in the balance sheet date.

On disposal of a subsidiary or an associate, the attributable amount of unamortised goodwill/goodwill previously eliminated against or credited to reserves is included in the determination of the profit or loss on disposal.

Negative goodwill

Negative goodwill represents the excess of the Group's interest in the fair value of the identifiable assets and liabilities of a subsidiary at the date of acquisition over the cost of acquisition.

Negative goodwill arising on acquisitions of subsidiaries prior to 1st January, 2001 continues to be held in reserves and will be credited to income at the time of disposal of the relevant subsidiary.

Negative goodwill arising on acquisitions of subsidiaries after 1st January, 2001 is presented as deduction from assets and will be released to income based on an analysis of the circumstances from which the balance resulted.

To the extent that the negative goodwill is attributable to losses or expenses anticipated at the date of acquisition, it is released to income in the period in which those losses or expenses arise. The remaining negative goodwill is recognised as income on a straight line basis over the remaining average useful life of the identifiable acquired depreciable assets. To the extent that such negative goodwill exceeds the aggregate fair value of the acquired identifiable non-monetary assets, it is recognised in income immediately.

Revenue recognition

Sales of goods are recognised when goods are delivered and title has passed.

Rental income, including rentals invoiced in advance from properties let under operating leases, is recognised on a straight line basis over the terms of the relevant leases.

Dividend income from investments is recognised when the Group's right to receive payment is established.

Interest income is accrued on a time basis by reference to the principal outstanding and at the interest rate applicable.

Investment properties

Investment properties are completed properties which are held for their investment potential, any rental income being negotiated at arm's length.

Investment properties are stated at their open market value based on independent professional valuations at the balance sheet date. Any surplus or deficit arising on the revaluation of investment properties is credited or charged to the investment property revaluation reserve unless the balance of the reserve is insufficient to cover a deficit, in which case the excess of the deficit over the balance of the investment property revaluation reserve is charged to the income statement. Where a deficit has previously been charged to the income statement and a revaluation surplus subsequently arises, this surplus is credited to the income statement to the extent of the deficit previously charged.

On subsequent disposal of an investment property, any revaluation surplus attributable to that property is included in the determination of the profit or loss on disposal.

No depreciation is provided in respect of investment properties which are held on leases with unexpired terms, including the renewable period, of more than twenty years.

Property, plant and equipment

Property, plant and equipment are stated at cost or valuation less depreciation, amortisation and any identified impairment loss.

Certain of the Group's leasehold land and buildings were revalued at 31st December, 1991. The surplus arising on revaluation of land and buildings was credited to the property revaluation reserve. The Group has adopted the transitional relief provided by paragraph 80 of the Statement of Standard Accounting Practice ("SSAP") 17 (Revised) "Property, Plant and Equipment" issued by the HKICPA from the requirement to make revaluations on a regular basis of the Group's leasehold land and buildings and, accordingly, no further revaluation of leasehold land and buildings will be carried out. On the subsequent disposal of such properties, the attributable revaluation surplus not yet transferred to retained profits in prior years is transferred to retained profits.

Depreciation and amortisation are provided to write off the cost or valuation of items of property, plant and equipment over their estimated useful lives, using the straight line method, at the following rates per annum:

Leasehold land Over the remaining term of the lease

Buildings 2% to 2.5% or over the remaining term of

the lease, whichever is the shorter

Furniture, fixtures and equipment 16% to 20% Motor vehicles 16% to 25%

Plant and machinery 20%

Computer equipment 20% to $33^{1}/_{3}\%$

The gain or loss arising from disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the income statement.

Subsidiaries

Investments in subsidiaries are included in the Company's balance sheet at cost, less any identified impairment loss.

Associates

The consolidated income statement includes the Group's share of the post-acquisition results of its associate for the year. In the consolidated balance sheet, interests in associates are stated at the Group's share of the net assets of the associates plus the goodwill on acquisition in so far as it has not already been written off or amortised, less any identified impairment loss.

When the Group transacts with its associates, unrealised profits and losses are eliminated to the extent of the Group's interest in the relevant associates, except where unrealised loss provide evidence of an impairment of the asset transferred.

Investments in securities

Investments in securities are recognised on a trade-date basis and are initially measured at cost.

Investments are classified as investment securities and other investments.

Investment securities, which are securities held for an identified long term strategic purpose, are measured at subsequent reporting dates at cost, as reduced by any impairment loss that is other than temporary.

Other investments are measured at fair value, with unrealised gains and losses included in net profit or loss for the year.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is calculated using the first-in, first-out method. Net realisable value represents the estimated selling price in the ordinary course of business less the estimated costs necessary to make the sale.

Impairment

At each balance sheet date, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that these assets have suffered an impairment loss. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. Impairment loss is recognised as an expense immediately, unless the relevant asset is carried at a revalued amount under another SSAP, in which case the impairment loss is treated as revaluation decrease under that SSAP.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, such that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised as income immediately, unless the relevant asset is carried at a revalued amount under another SSAP, in which case the reversal of the impairment loss is treated as a revaluation increase.

Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years, and it further excludes income statement items that are never taxable and deductible.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences, and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill (or negative goodwill) or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Operating leases

Leases are classified as finance leases when the terms of the lease transfer substantially all the risks and rewards of ownership of the assets concerned to the lessees.

All other leases are classified as operating leases and the rentals payable are charged to the income statement on a straight line basis over the terms of the relevant leases.

Foreign currencies

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 net profit or loss for the period.

On consolidation, the assets and liabilities of the Group's overseas subsidiaries are translated at exchange rates prevailing on the balance sheet date. Income and expense items are translated at the average rates for the year. Exchange differences arising, if any, are classified as equity and transferred to the Group's translation reserve. Such translation differences are recognised as income or as expenses in the period in which the operation is disposed of.

Retirement benefits scheme

The retirement benefit costs charged in the income statement represent the contributions payable in respect of the current year to the Group's Mandatory Provident Fund Scheme.

4. BUSINESS AND GEOGRAPHICAL SEGMENTS

Business Segments

For management purposes, the Group is currently organised into three operating divisions – sales of chemicals and metals, property investment and security investment. These divisions are the basis on which the Group reports its primary segment information.

Segment information about these businesses is presented below:

For the year ended 31st December, 2004

	Sales of chemicals and metals HK\$' 000	Property investment HK\$' 000	Security investment HK\$' 000	Other activities HK\$' 00	Elimina- tions HK\$' 000	Consoli- dated HK\$' 000
Turnover External sales Inter- segment sales	1,751,046	14,449 1,239	4,141	998	(1,239)	1,770,634
Total turnover Inter-segme	1,751,046 ent sales are c	15,688 harged at preva	4,141 Liling market rat	998 tes.	(1,239)	1,770,634
Results Segment result	52,425	20,539	3,528	86		76,578
Interest income from bank						2,631
deposits Unallo- cated other operating						2,600
income Unalloca ted corporate expenses						(11,430)

Profit from operations Finance costs Share of loss of associates	70,379 (4,052) (4,296)
Profit before	62,031
taxation Income tax	(9,297)
expense	
Profit before minority interests	52,734
interests Minority interests	(1,372)
Net profit for the year	51,362

4. BUSINESS AND GEOGRAPHICAL SEGMENTS - continued

At 31st December, 2004

Balance sheet	Sales of chemicals and metals	Property investment	Security Invest-	Other activities	Consolida
	HK\$'000	HK\$' 000	<u>ment</u> HK\$' 000	HK\$'000	<u>ted</u> HK\$' 000
Assets					
Segment assets	326,479	262,980	184,315	147	773,921
Interests in associates	453	-	-	24,485	24,938
Unallocated corporate assets					188,903
Consolidated total assets					987,762
Liabilities					
Segment liabilities	21,879	6,702	263	19	28,863
Unallocated corporate liabilities					329,560
Consolidated total liabilities					358,423
Other information					
	Sales of chemicals and metals	Property investment	Security investmen t	Other activities	Consolida ted
	HK\$'000	HK\$' 000	HK\$ [;] 000	HK\$'000	HK\$' 000
Capital expenditure	2,056	447	-	904	3,407
Depreciation		896	-	361	2,165

4. BUSINESS AND GEOGRAPHICAL SEGMENTS - continued

For the year ended 31st December, 2003

	Sales of chemicals and metals HK\$' 000	Property Invest- ment HK\$' 00	Security Invest- ment HK\$' 000	Other Active- ties HK\$' 000	Elimina- tions HK\$' 000	Consolida- ted HK\$' 000
Turn- over External sales Inter- segment sales	1,203,238	14,688 1486	4,093	2,211	(1,486)	1,224,230
Total turnover	1,203,238	16,174	4,093	2,211	(1,486)	1,224,230
Inter-segm	ent sales are c	harged at pre	vailing marke	t rates.		
Results						
Segment result	35,889	14,636	28,599	82		79,206
Interest income from bank deposits						1,742
Unallo- cated other opera- ting income						865
Unallo- cated corporate expenses						(10,766)
Profit from						71,047
operations Finance						(3,805)
costs Share of pro of associates Amortisation	1					2,979
of goodwill arising on acquisition of an associ	ate					(3,417)

Impairment loss recognised in respect of goodwill arising on acquisition of an associate	(20,504)
Profit before taxation Income tax expense	46,300 (6,029)
Profit before minority interests Minority interests	40,271 (1,564)
Net profit for the year	38,707

4. BUSINESS AND GEOGRAPHICAL SEGMENTS - continued At 31st December, 2003

Balance sheet

	Sales of chemicals and metals HK\$' 000	Property investment HK\$' 000	Security Invest- ment HK\$'000	Other activities HK\$' 000	Consoli- dated HK\$'000
Assets Segment assets Interests in associates Unallocated corporate	246,180 453	244,513	182,236	254 28,754	673,183 29,207 232,196
assets Consolidated total assets					934,586
Liabilities Segment liabilities Unallocated corporate liabilities	35,304	22,533	304	56	58,197 252,022
Consolidated total liabilities					310,219
Other information	Sales of chemicals and metals HK\$' 000	Property investment HK\$' 0 00	Security Invest- ment HK\$' 000	Other activities HK\$' 000	Consoli- dated HK\$' 000
Capital expenditure Depreciation	967	329 979	-	836 297	2,132 1,970

4. BUSINESS AND GEOGRAPHICAL SEGMENTS - continued Geographical segments

The Group's operations are located in Hong Kong, Taiwan and elsewhere in the People's Republic of China ("PRC").

The Group's sales of chemicals and metals are carried out in Hong Kong, Taiwan and elsewhere in the PRC. Property investment is carried out in Hong Kong and elsewhere in the PRC. Security investment is carried out in Hong Kong.

The following table provides an analysis of the Group's sales by geographical market:

	Revenue by		Contribution to	
	<u>geographic</u>		<u>profit from</u>	_
	<u>2004</u>	<u>2003</u>	<u>2004</u>	<u>2003</u>
	HK\$' 000	HK\$' 000	HK\$' 000	HK\$' 000
Hong Kong	1,216,380	873,892	42,130	48,928
Taiwan	265,323	147,045	4,721	2,880
Elsewhere in the PRC		- ,	7.	,
	127,767	104,035	22,476	18,613
Others	161,164	99,258	7,251	8,785
	1,770,634	1,224,230	76,578	79,206
Interest income from bank deposits Unallocated other			2,631	1,742
operating income			2,600	865
Unallocated corporate expenses			(11,430)	(10,766)
Profit from operations			70,379	71,047

The following is an analysis of the carrying amount of segment assets, and additions to property, plant and equipment, analysed by the geographical area in which the assets are located:

Carryin	g amount	Addit	ions to	
of segm	ent assets	property, plant		
_		and equ	<u>uipment</u>	
At	At	Year ended	Year ended	
31.12,2004	31.12.2003	31.12.2004	31.12.2003	
HK\$'000	HK\$'000	HK\$'000	HK\$'000	

Hong Kong	399,325	301,017	2,168	1,403
Taiwan	47,922	47,645	6	12
Elsewhere in				
the PRC	282,319	270,805	446	238
Others	233,258	285,912	787	479
_				
	962,824	905,379	3,407	2,132
_				

5. OTHER OPERATING INCOME

Other operating income comprises:

6.

	2004 HK\$' 000	2003 HK\$' 000
Interest income from bank deposits Sundry income	2,631 2,600	1,742 865
	5,231	2,607
PROFIT FROM OPERATIONS		
	2004 HK\$' 000	2003 HK\$' 000

HK\$' 000 HK\$' 000 Profit from operations has been arrived at after charging: Auditors' remuneration 949 935 - current year - under (over) provision in prior year 162 (15)1,111 920 Rental payments in respect of properties under 1,745 1,661 operating leases Retirement benefits scheme contributions 347 531 (excluding amounts paid under directors' emoluments) and after crediting: Dividend income from listed investments 1,510 1,852 374 173 Gain on disposal of property, plant and equipment Gross rental income from properties under operating leases after outgoings of HK\$69,000 (2003: 14,380 14,617 HK\$71,000) Interest income from investments 2,631 2,241

7. FINANCE COSTS

The finance costs represent interest on bank borrowings wholly repayable within five years.

8. IMPAIRMENT LOSS RECOGNISED IN RESPECT OF GOODWILL ARISING ON ACQUISITION OF AN ASSOCIATE

The directors of the Company have reviewed the carrying amounts of the assets of the Group as at balance sheet date and have determined to recognise the impairment losses in respect of the following asset as the directors considered that the amount is not recoverable:

	2004 HK\$' 000	2003 HK\$' 000
Goodwill arising on acquisition of an associate	-	20,504

9. DIRECTORS' EMOLUMENTS

	2004 HK\$' 000	2003 HK\$' 000
Directors' fees	1,059	540
Other emoluments to directors:		
Salaries and other benefits	2,339	2,391
Performance related incentive payments	519	297
Retirement benefits scheme contributions	35	43
	2,893	2,731
Total directors' emoluments	3,952	3,271

The amounts disclosed above include directors' fees of HK\$759,000 (2003: HK\$280,000) and other emoluments of HK\$150,000 (2003: HK\$170,000) payable to independent non-executive directors.

Their emoluments were within the following bands:

	2004 Number of directors	2003 Number of directors
Nil to HK\$1,000,000 HK\$1,000,001 to HK\$1,500,000	10 1	9

There was no compensation for loss of office paid to directors or former directors.

10. EMPLOYEES' EMOLUMENTS

The five highest paid individuals of the Group included two directors (2003: two directors), details of whose emoluments are included in the amounts disclosed in note 9 above. The emoluments of the remaining highest paid employees, other than directors of the Company, are follows:

	2004 HK\$' 000	2003 HK\$' 000
Salaries and other benefits	2,973	2,835
Performance related incentive payments	377	278
Retirement benefits scheme contributions	40	55
	3,390	3,168

Their emoluments were within the following bands:

	2004 Number of employees	2003 Number of employees
Nil to HK\$1,000,000	1	1
HK\$1,000,001 to HK\$1,500,000	2	2

11. INCOME TAX EXPENSE

	2004 HK\$' 000	2003 HK\$' 000
The tax charge attributable to the Company and its subsidiaries comprises:		
Current taxation		
Hong Kong Profits Tax	6,565	4,511
Profits Tax outside Hong Kong	1,558	703
	8,123	5,214
Underprovision in prior years Profits Tax outside Hong Kong	383	-
	8,506	5,214
Deferred taxation (Note 25)		
- Current year	731	659
- Attributable to change in tax rate		113
	9,237	5,986
Share of taxation attributable to associates	60	43
	9,297	6,029

Hong Kong Profits Tax is calculated at 17.5% of the estimated assessable profit for both years.

Taxation outside Hong Kong is calculated at the rates prevailing in the respective jurisdictions

The tax charge for the year can be reconciled to the profit before taxation per the consolidated income statement as follows:

	Hong k	Cong	Elsewh in the P		Other (countries	Tot	tal
	2004	2003	2004		2004	2003	2004	2003
	HK\$' 000		HK\$' 000 I		HK\$' 000		HK\$' 000	
Profit before Taxation	ore 41,091	29,194	<u> 19,419</u>	15,697	1,521	1,409	62,031	46,300

Application								
tax rate	<u>17.5%</u>	<u>17.5%</u>	9.9%	3.3%	21.5%	21.4%		
Tax at the domestic income tax rate Tax effect of expenses not	7,191	5,109	1,922	518	327	301	9,440	5,928
deductible for tax purpose Tax effect of income not taxable	733	4,675	404	976	93	23	1,230	5,674
for tax purpose (Utilisation of previous tax losses	(2,054)	(4,714)	(227)	(211)	(140)	(87)	(2,421)	(5,012)
not recognized (Tax effect of	(1,143)	(200)	-	-	-	-	(1,143)	(200)
unrecognised tax loss Tax effect of share of results	1 945	-	-	-	-	-	945	-
of associates Increase in opening deferred tax liability resulting from	812 m	(479)	-	-	-	-	812	(479)

an increase

in applicable

tax rate	-	113	-	-	-	-	-	113
Tax effect								
on different								
tax rate								
of								
operations								
in other								
jurisdiction	. -	-	-	-	7	5	7	5
Underprovis	sion							
in prior year	:s -	-	390	-	(7)	-	383	-
Others	142		(98)				44	
Tax charge								
for the								
year	6,626	4,504	2,391	1,283	280	242	9,297	6,029

12. DIVIDENDS

	2004 HK\$' 000	2003 HK\$' 000
Interim dividend paid in respect of 2004 of 10 cents (2003: 1.5 cents) per ordinary share Final dividend paid in respect of 2003 of 2.5 cents	44,550	6,683
(2002: 1.5 cents) per ordinary share	11,138	6,682
	55,688	13,365

The final dividend of 10 cents for the year ended 31st December, 2004 (2003: 2.5 cents) per share has been proposed by the directors and is subject to approval by the shareholders in the forthcoming annual general meeting.

13. EARNINGS PER SHARE

The calculation of the basic earnings per share is based on the net profit for the year of HK\$51,362,000 (2003: HK\$38,707,000) and on 445,500,000 ordinary shares (2003: 445,500,000 ordinary shares) in issue during the year.

No diluted earnings per share has been presented as there were no dilutive potential ordinary shares in issue in either 2004 or 2003.

14. INVESTMENT PROPERTIES

	THE GROUP HK\$' 000			
VALUATION	ΠΙΣΦ	000		
At 1 st January, 2004	2	242,430		
Surplus arising on revaluation		17,896		
At 31 st December, 2004		260,326		
The Group's investment properties comprise:				
	2004 HK\$' 000	2003 HK\$' 000		
Properties held under medium-term leases:				
- in Hong Kong	9,400	7,650		
- elsewhere in the PRC	198,900	188,760		
Properties held under long leases:	208,300	196,410		
- elsewhere in the PRC	52,026	46,020		
	260,326	242,430		

The investment properties of the Group were revalued at 31st December, 2004 by Knight Frank, an independent firm of professional valuers, on an open market value existing use basis except that certain investment properties of the Group were revalued at 19th November, 2004 and 22nd December, 2004. In the opinion of professional valuers, there were no significant changes in the open market value from those valuation dates to the balance sheet date. The revaluation gave rise to a revaluation surplus of HK\$17,896,000, of which HK\$9,540,000 has been credited to the consolidated income statement and the remaining balance of HK\$8,356,000 has been credited to the investment property revaluation reserve.

All the investment properties of the Group are rented out under operating leases.

15. PROPERTY, PLANT AND EQUIPMENT

	Leasehold land and buildings	Furniture, fixtures and equipment	Motor vehicles	Plant and Machi- nery	Compu- ter <u>equip-</u> ment	<u>Total</u>
	HK\$' 000	HK\$'000	HK\$' 000	HK\$'000	HK\$' 000	HK\$'000
THE GROUP COST OR VALUATION At 1 st January,						
2004 Currency realignment	37,038 425	14,550 13	4,115 76	1,837 -	2,302 9	59,842 523
Additions Disposals	- -	2,349 (622)	813 (1,328)	86 -	159 (339)	3,407 (2,289)
At 31 st December, 2004	37,463	16,290	3,676	1,923	2,131	61,483
Comprising: At cost At valuation - 1991	9,663 27,800	16,290	3,676	1,923	2,131	33,683 27,800
	37,463	16,290	3,676	1,923	2,131	61,483
DEPRECIA- TION AND AMORTISA- TION At 1 st January, 2004 Currency	7,179 86	12,500 13	3,631 69	1,465	2,188 9	26,963 177
realignment Provided for the	751	878	329	101	106	2,165
year Eliminated on disposals	-	(601)	(1,328)	-	(338)	(2,267
At 31 st December, 2004	8,016	12,790	2,701	1,566	1,965	27,038
NET BOOK VALUES						
At 31 st December, 2004	29,447	3,500	975	357	166	34,445
At 31 st December, 2003	29,859	2,050	484	372	114	32,879

Certain of the leasehold land and buildings of the Group were revalued at 31st December, 1991. Had all the leasehold land and buildings been carried at cost less accumulated depreciation and amortisation, the carrying value of these properties would have been stated at HK\$19,674,000 (2003: HK\$19,655,000).

15. PROPERTY, PLANT AND EQUIPMENT - continued

	Furniture, fixtures and equipment HK\$' 000	Computer equipment HK\$' 000	<u>Total</u> HK\$' 000
THE COMPANY		·	·
COST			
At 1 st January, 2004	2,691	1,690	4,381
Additions	820	84	904
Disposals	(571)	(154)	(725)
At 31 st December, 2004	2,940	1,620	4,560
DEPRECIATION			
At 1 st January, 2004	1,827	1,637	3,464
Provided for the year	301	60	361
Eliminated on disposals	(550)	(154)	(704)
At 31 st December, 2004	1,578	1,543	3,121
NET BOOK VALUES			
At 31 st December, 2004	1,362	77	1,439
At 31 st December, 2003	864	53	917

The Group's leasehold land and buildings comprise:

	Leasehold		
	land and buildings		
	<u>2004</u> <u>2003</u>		
	HK\$'000	HK\$'000	
Properties held under medium-term leases:			
- in Hong Kong	21,797	22,361	
Properties held under long leases:			
- overseas	7,650	7,498	
	29,447	29,859	

16. INVESTMENTS IN SUBSIDIARIES

	THE CO	THE COMPANY		
	2004	<u>20</u> 03		
	HK\$' 000	HK\$'000		
Unlisted shares, at cost	38,587	38,587		

Particulars of the subsidiaries at 31st December, 2004 are set out in note 32.

17. INTERESTS IN ASSOCIATES

	THE GROUP	
	<u>2004</u>	<u>2003</u>
	HK\$' 000	HK\$' 000
Share of net assets	24,938	29,207
Goodwill arising on acquisition, net	20,504	20,504
Impairment loss recognised in respect of		
goodwill	(20,504)	(20,504)
arising on acquisition		
	24,938	29,207

Particulars of the associates at 31st December, 2004 are as follows:

Name of associate	Form of business structure	Country of incurporation	Principal place of operation	Class of shares held	Percentage of issued share capital held by the Group	Principal activities
Asia Commercial Holdings Limited (note)	Incorpo- rated	Ber- muda	Hong Kong	Ordinary	16.5	Watch trading and retailing activities
KSIP (Thailand 1989). Co., Ltd.	Incorpo- rated	Thai- land	Thailand	Ordinary	49	Inactive

Note: This company has been accounted for as an associate as, in the opinion of the directors, the Group is in a position to exercise significant influence over the management of this company.

18. INVESTMENTS IN SECURITIES

The Group

The Group	Invest		Other inv	estments	Total	
	2004 HK\$' 00 0	2003 HK\$' 00 0	2004 HK\$' 000	2003 HK\$' 000	2004 HK\$' 000	2003 HK\$' 00 0
Equity securities: Listed –	_	_	37,081	39,330	37,081	39,330
Hong Kong Listed –	3,132	3,132	18,979	12,410	22,111	15,542
overseas Unlisted			1,170	3,701	1,170	3,701
	3,132	3,132	57,230	55,441	60,362	58,573
Mutual funds:	-	-	9,271	-	9,271	-
Quoted Unlisted	18,574 18,574	10,628	23,210 32,481	20,161	<u>41,784</u> 51,055	30,789
Debt securities: Listed –			20,748	12,634	20,748	12,634
overseas Unlisted	543	8,343	19,041	31,449	19,584	39,792
	543	8,343	39,789	44,083	40,332	52,426
Total securities						
Listed Unlisted	3,132 19,117	3,132 18,971	76,808 52,692	64,374 55,311	79,940 71,809	67,506 74,282
	22,249	22,103	129,500	119,685	151,749	141,788
Market value of listed securities	6,591	4,019	76,808	64,374	83,399	68,393

Carrying amount analysed for reporting purposes as:

Non-current	22,249	22,103	1,170	3,701	23,419	25,804
Current	_	-	128,330	115,984	128,330	115,984
	22,249	22,103	119,500	119,685	151,749	141,788

18. INVESTMENTS IN SECURITIES - Continuous

Particulars of the Group's other investments which exceed 20% of the nominal value of the issued shares of that class disclosed pursuant to Section 129 (1) of the Companies Ordinance are as follows:

Name of company	Place of registration	Type of investment held	Percentage of registered capital held by the Group
Hebei Varwin Gas Propellents Co., Ltd. (note)	PRC	Registered capital	30%
Shenzhen Far East Oil Tools Co., Ltd. (note)	PRC	Registered capital	25%

Note: These companies have not been accounted for as associates as, in the opinion of the directors, the Group is not in a position to exercise significant influence over the management of these companies.

19. INVENTORIES

	THE GROUP		
	<u>2004</u>	<u>2003</u>	
	HK\$' 000	HK\$'000	
Raw materials	144	949	
Finished goods	147,188	88,716	
	147,332	89,665	

Included in inventories are finished goods of HK\$1,224,000 (2003: HK\$1,500,000) carried at net realisable value.

20. DEBTORS, DEPOSITS AND PREPAYMENTS

The Group allows an average credit period ranging from cash on delivery to 120 days to its trade debtors. The aged analysis of trade debtors of HK\$128,800,000 (2003: HK\$112,143,000) which are included in the Group's debtors, deposits and prepayments are as follows:

	2004	2003
	HK\$' 000	HK\$' 000
0 - 30 days	69,387	73,254
31-60 days	32,645	25,325
61 – 90 days	16,102	8,858
91 – 120 days	7,434	2,854
121 – 365 days	3,232	1,852
	128,800	112,143

The Company did not have any trade debtors at the balance sheet dates.

21. CREDITORS AND ACCRUED CHARGES

The aged analysis of the trade creditors of HK\$12,071,000 (2003: HK\$25,071,000) which are included in the Group's creditors and accrued charges are as follows:

	<u>2004</u> HK\$' 000	2003 HK\$' 000
	111X\$ 000	1113 000
0 - 30 days	11,816	23,944
31 - 60 days	203	934
61 - 90 days	6	131
Over 90 days	46	62
	12,071	25,071

The Company did not have any trade creditors at the balance sheet date.

22. BANK BORROWINGS

THE C	<u> ROUP</u>	THE CON	<u>MPANY</u>
<u>2004</u>	<u>2003</u>	<u>2004</u>	<u>2003</u>
HK\$'000	HK\$'000	HK\$'000	HK\$'000
-	113	-	-
6,669	-	-	-
23,695	10,816	15,000	2,500
271,766	229,043	-	-
302,130	239,972	15,000	2,500
	2004 HK\$' 000 - 6,669 23,695 271,766	HK\$'000 HK\$'000 - 113 6,669 - 23,695 271,766 229,043	2004 HK\$' 000 2003 HK\$' 000 2004 HK\$' 000 - 113 - 6,669 23,695 271,766 - - 229,043 - -

Note: The bank loan was secured by the Group's cash deposits, marketable securities, notes and bonds charged to the bank from time to time.

23. SHARE CAPITAL

Ordinary shares of HK\$0.05 each	Number of shares	<u>Amount</u> HK\$' 000
Authorised: At beginning and at end of the years 2003 and 2004	700,000,000	35,000
Issued and fully paid: At beginning and at end of the years 2003 and 2004	445,500,000	22,275

24. RESERVES

	Share <u>premium</u>	Retained <u>profits</u>	<u>Total</u>
	HK\$'000	HK\$'000	HK\$' 000
THE COMPANY			
At 1 st January, 2003	153,728	207,298	361,026
Net profit for the year	-	43,284	43,284
Dividends paid (note 12)	<u> </u>	(13,365)	(13,365)
At 31 st December, 2003	153,728	237,217	390,945
Net profit for the year	-	90,208	90,208
Dividends paid (note 12)		(55,688)	(55,688)
At 31 st December, 2004	153,728	271,737	425,465

The Company's reserves available for distribution to shareholders as at 31st December, 2004 comprised the retained profits of HK\$271,737,000 (2003: HK\$237,217,000).

25. DEFERRED TAXATION

	Revaluation of investment properties HK\$' 000	Revaluation of leasehold land and building HK\$' 000	Accelerated tax depreciation HK\$' 000	Total HK\$' 000
At 1 st January, 2003 Charge (credit) to income for the year Effect of change in tax rate	1,704 822	2,218	1,200 (163)	5,122 659
 charge to income charge to property revaluation reserve 	- -	208	113	113 208
At 31 st December, 2003 Charge to income for the year Charge to investment property	2,526 731	2,426	1,150	6,102 731
revaluation reserve	640	-		640
At 31 st December, 2004	3,897	2,426	1,150	7,473

At the balance sheet date, the Group had unused tax losses of approximately HK\$119 million (2003: HK\$120 million) available for offset against future profits. No deferred tax asset has been recognised in respect of such unused tax losses due to the

26. OPERATING LEASE COMMITMENTS

The Group as lessee:

At the balance sheet date, the Group and the Company had outstanding commitments for future minimum lease payments under non-cancellable operating leases in respect of rented premises which fall due as follows:

	THE G	THE GROUP		THE COMPANY	
	<u>2004</u>	<u>2003</u>	<u>2004</u>	<u>2003</u>	
	HK\$' 000	HK\$' 000	HK\$'000	HK\$' 000	
Within one year	1,625	1,400	602	422	
In the second to fifth year	2,489	19	60	242	
inclusive					
	4,114	1,419	662	664	

Operating lease payments represent rentals payable by the Group and the Company for certain of its office premises. Leases are negotiated for an average term of two years and rentals are fixed for an average of two years.

.

The Group as lessor:

Property rental income earned during the year was HK\$14,449,000 (2003: HK\$14,688,000). The properties held have committed tenants in the range from one to three years.

At the balance sheet date, the Group had contracted with tenants for the following future minimum lease payments under non-cancellable operating leases in respect of rented premises which fall due as follows:

<u>THE GROUP</u>		
<u>2004</u>	<u>2003</u>	
HK\$' 000	HK\$' 000	
9,708	11,368	
2,433	5,129	
12,141	16,497	
	2004 HK\$' 000 9,708 2,433	

27. CONTINGENT LIABILITIES

	THE CO	MPANY
	<u>2004</u>	<u>2003</u>
	HK\$' 000	HK\$' 000
Extent of banking facilities utilised by subsidiaries in		
respect of which guarantees were given to banks by		
the Company	278,435_	237,472

During 2003, a subsidiary entered into a consignment agreement with a supplier in respect of the consignment inventories under the custody of the subsidiary. The Company had given a guarantee in respect of the payment and performance of the subsidiary pursuant to the consignment agreement. At 31st December, 2004, the consignment inventories amounted to HK\$305,000 (2003: HK\$787,000)

28. CAPITAL COMMITMENTS

	<u>THE G</u> <u>AN</u> <u>THE CO</u>	<u>ND</u>
	2004 HK\$' 000	2003 HK\$' 000
Capital expenditure in respect of the acquisition of		
property, plant and equipment contracted for but not provided for in the financial statements	101	151

29. PLEDGE OF ASSETS

At 31st December, 2004 certain leasehold properties with aggregate carrying values of HK\$7,650,000 (2003: HK\$7,498,000) were pledged to banks to secure banking facilities granted to the Group.

30. RETIREMENT BENEFITS SCHEME

The Group operates a Mandatory Provident Fund Scheme for all qualifying employees. The assets of the scheme are held separately from those of the Group, in funds under the control of trustees.

The retirement benefits cost charged to the consolidated income statement represents contributions payable to the scheme by the Group at rates specified in the rules of the scheme.

31. RELATED PARTY TRANSACTION

During 2002, the Company entered into an agreement with a subsidiary of an associate of the Group for the software development services to be provided to the Group at the consideration of HK\$755,000. In addition to the aggregate amount of HK\$604,000 paid in previous years, the Company further paid HK\$75,000 during the year for this service.

32. SUBSIDIARIES

Particulars of the subsidiaries at 31st December, 2004 are as follow:

Name of subsidiary	Place of incor- pora- tion /regis- tration	Pricipal place of opera- tion	Issued / registered as capital	nd fully paid	Percentage of issued / registered capital held by the Company	activities
	V2 WV2 V2			Non-voting preferred		
A	T T		Ordinary	(note)	%	
Asia Fame International Limited	e Hong Kong	Hong Kong	HK\$1,000,000		100*	Manufacturing of electroplating chemical and solutions
Bright Star Limited	r Cooks Islands	Hong Kong	US\$1,000	_	100	Invest- ment holding
Charterway Develop- ments Limited	Hong Kong	Hong Kong	HK\$1,000,000	_	100	Property invest- ment
E.P. Resources Limited	Hong Kong	Hong Kong	HK\$10,000	_	100*	Securities invest- ment and trading
Electroche- mical Technolo- gies Limited	Hong Kong	Hong Kong	HK\$2	_	100*	Securities investment

Engotech	Hong	Hong	HK\$10,000	 100*	Manufac-
Limited	Kong	Kong			turing of
					and
					trading in
					electro-
					plating
					chemi-
					cals and
					solutions
Ever	Hong	Else-	HK\$10,000		Property
Channel	Kong	where in		 90	invest-
Properties		the PRC			ment
Limited					

32. SUBSIDIARIES- continuous

Name of subsidiary	of	place of opera- tion	Issued / registered an capital	nd fully paid	Percentage of issued / registered capital held by the Company	activities
				Non-voting preferred		
			Ordinary	(note)	%	
Global Trade	Hong	Else-				Property
Properties Limited	Kong	where in the PRC	HK\$10,000	_	90	invest- ment
Gold Asset Properties Limited	_	Else- where in the PRC	HK\$10,000	_	90	Property invest-ment
Jollifair Investments Limited	Hong Kong	_	HK\$10,000	_	100*	Property invest-ment
	Hong Kong	Hong Kong	HK\$1,000,000	_	100*	Securities Trading
Kee Shing Hardware Supplies Limited	Hong Kong	_	HK\$800,000	HK\$400,000	100	Trading in stainless steel
Kee Shing Industrial Products Limited	Hong Kong	Hong Kong, Taiwan, South Korea and Thai- land	HK\$200	HK\$1,000,000	100*	Invest- ment holding and trading in electro- plating chemi- cals and metals
Kee Shing International Limited	Hong Kong	_	HK\$2	_	100*	Securities Investment

32. SUBSIDIARIES- continuous

Name of subsidiary	of	place of opera- tion	Issued / registered ar capital	nd fully paid	Percentage of issued / registered capital held by the Company	_
				Non-voting preferred		
			Ordinary	(note)	%	
Kee Shing (Invest- ments) Limited Kee Shing	Cook Island s	U	US\$1,000	_	100*	Invest- ment holding
Property Consultants (Shanghai) Co., Ltd.#	Shang -hai, PRC	Else- where in the PRC		_	100*	Property Manage- ment
	n Tai- wan	Taiwan	NT\$5,000,000		70	Trading in electro- plating chemi- cals and metals
Kingsview Properties Limited	Hong Kong	Else- where in the PRC		_	90	Property investment
Klendo Limited	Hong Kong	Else- where in the PRC		_	90*	Property investment
KSIP (Singapore) Pte. Ltd.	Re- public of Sing- apore	Re- public of Sing- apore	S\$1,000,000		51	Trading in electro- plating chemi- cals and metal plating products

Pacific Apex Ho	ng	Hong	HK\$10,000	 100*	Invest-
International Ko	ng	Kong			ment
Limited					holding

32.SUBSIDIARIES- continuous

Name of subsidiary	of	place of opera- tion	Issued / registered and fully paid capital		Percentage of issued / registered capital held by the Company	activities
				Non-voting preferred		
			Ordinary	(note)	%	
Pacific Wide Properties Limited	_	Else- where in PRC	HK\$10,000	_	90	Property invest-ment
Pakwell Investment Limited	Hong Kong	Hong	HK\$10,000	_	55*	Inactive
	g Hong Kong			HK\$2,160,000	100*	Trading in chemicals and securities investment
Sam Wing Resources Limited	g Hong Kong	Else- where in the PRC	HK\$3,000,000	_	55*	Trading in machinery and equipment
Sure Glory Ventures, Inc.	British Virgin Is- lands	Austra- lia	US\$2	_	100*	Invest- ment holding
Topbase Properties Limited	Hong Kong	Else- where in the PRC		_	90	Property invest-ment

32. SUBSIDIARIES- continuous

Name of subsidiary	of	place of opera- tion	Issued / registered capital	and fully paid	Percentage of issued / registered capital held by the Company	activities
			Oudings	Non-voting preferred		
			Ordinary	(note)	%	
Properties Limited	Hong Kong	where in the PRC		_	90	Property investment
Trendex Investment Limited	Hong Kong	Else- where in the PRC	HK\$10,000	_	100*	Property investment
Union Channel Properties Limited	Hong Kong	Else- where in the PRC		_	90	Property investment
Union Crown Properties Limited	_	Else- where in the PRC	HK\$10,000	_	90	Property investment
Winbase Properties Limited	Hong Kong	Else- where in the PRC	HK\$10,000	_	90	Property investment

^{*} Directly held by the Company

None of the subsidiaries had any loan capital subsisting at 31st December, 2004 or at any time during the year.

Note: The non-voting preferred shares, which are not held by the Company, practically carry no rights to dividends or to receive notice of or to attend or vote at any general meeting of the respective companies or to participate in any distribution on winding up.

[#] A wholly foreign owned enterprise

PARTICULARS OF INVESTMENT PROPERTIES

AT 31ST DECEMBER 2004

<u>LOCATION</u> <u>TYPE</u> <u>LEASE TERM</u>

HONG KONG

Units A, B, C, D and E on 2nd Floor, Kee Shing Centre, 74-76 Kimberley Road, Tsimshatsui, Kowloon Hong Kong Commercial Medium-term lease

ELSEWHERE IN THE PEOPLE'S REPUBLIC OF CHINA

Units 1003, 1005, 1010, 1011, 1012, 1013 on 10th Floor, the whole of 11th and 12th Floors and the Multifunction Room on Roof, Novel Building, 887 Huai Hai Road Central, Luwan District, Shanghai Commercial Medium-term lease

15th Floor, Shui On Plaza, 333 Huai Hai Road Central,

People's Republic of China

333 Huai Hai Road Central, Luwan District, Shanghai People's Republic of China Commercial Medium-term

lease

5D, 6A, 6E, 9F, 12E, 15F, 16A, 17F, 19E, 20A, 22C, 24E, 26A, 26F, 27A, 27F, 28A, 29E, 31E, 33E of Huadu Court, Haihua Garden, the Junction of Xiexu Road and Dapu Road, Luwan District, Shanghai, People's Republic of China

Residential Long lease

3B, 10D, 12E, 15C, 17C, 17D, 22D, 23D, 25D, 25F, 27C, 27F, 28C, 30D, 33D, 33F of Huali Court, Haihua Garden, the Junction of Xiexu Road and Dapu Road, Luwan District, Shanghai, People's Republic of China

Residential Long lease

4B, 7B, 7F, 27C, 33E of Huaying Court, Haihua Garden, the Junction of Xiexu Road and Dapu Road, Luwan District, Shanghai, People's Republic of China Residential Long lease

5B, 8B, 9C, 9D, 10D, 11C, 12D, 24C, 33E of Huaxin Court, Haihua Garden, the Junction of Xiexu Road and Dapu Road, Luwan District, Shanghai, People's Republic of China

Residential Long lease