

董事長報告 Chairman's Statement



董事長 **李安建**
Chairman **Li Anjian**



董事長報告

Chairman's Statement

(一) 報告期整體經營情況討論與分析

1. 公司主營業務情況

公司主營業務主要有移動通信、衛星通信、機電儀和信息產品等，各項業務在2004年呈現良好的增長勢頭。尤其是信息產品方面，公司進軍城市交通自動化領域，成功中標南京地鐵自動售票檢票系統項目，標的額達1.6億元。此外，公司抓住世界製造中心向中國轉移的機遇，大力發展電子製造產業，與愛立信、LG、夏普、飛利浦、戴爾等跨國公司建立了穩固的配套合作關係，將成為公司新的利潤增長點。

A Management discussion and analysis on the overall operating results of the Company during the reporting period

1. Principal Operations of the Company

The principal operations of the Company are mobile telecommunication, satellite communication, electromechanical and electronic information products. During the year, various businesses prevailed a growing trend, especially for the electronic information products. The Company had marched into the field of automatization of city traffic and successfully bid the project of auto ticket selling system of Nanjing Mass Transit Rail. The target amount was RMB160 million. In addition, the Company grasped the opportunity of the shifting of manufacturing centre towards China and proactively developed industry of electronics system. The Company had built up consolidated collocated operation with multinational companies such as Ericsson, LG, Sharp, Philips and Dell, which will become the new profit point of the Company.



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(一) 報告期整體經營情況討論與分析 (續)

1. 公司主營業務情況 (續)

按中國會計準則，全年實現主營業務收入人民幣6.67億元，同比減少82.78%；實現淨利潤人民幣5,236.86萬元，同比減少46.75%。按香港普遍採納會計準則，全年實現主營業務收入人民幣6.65億元，同比減少82.80%；實現淨利潤人民幣6,564.6萬元，同比減少32.61%。

2. 主營業務分行業或產品情況表 (按中國會計準則)

單位：人民幣千元
Unit: RMB'000

分行業或分 產品	Business or product	主營業務 收入	主營業務 成本	毛利率 %	主營業務收入	主營業務成本	毛利率比
					比上年增減%	比上年增減%	比上年增減%
		Principal operating income	Principal operating costs	Gross margin (%)	Revenues from principal operation increase (+)/ decrease (-) over last year (%)	Principal operating costs increase (+)/ decrease (-) over last year (%)	Gross margin increase (+)/ decrease (-) over last year (%)
移動通信產品	Mobile telecommunications	22,750	19,770	13.10	(99.30)	(99.32)	18.34
電子信息產品	Electronic information	300,259	287,555	4.23	72.23	79.56	(48.03)
機電儀產品	Electromechanical	16,489	11,718	28.93	(90.22)	(91.84)	95.21
衛星通信產品	Satellite communications	103,770	71,887	30.72	(21.81)	(20.66)	(3.18)
其他	Others	223,975	178,540	20.29	64.39	41.23	181.41
合計	Total	667,243	569,470	14.65	(82.78)	(83.36)	25.54

A Management discussion and analysis on the principal operating results of the Company during the reporting period (Continued)

1. Principal Operations of the Company (Continued)

Under the PRC accounting standards, revenues from principal operations of the Company for the year amounted to RMB0.667 billion, representing a decrease of 82.78% as compared with that of last year; net profit amounted to RMB52.3686 million, representing a decrease of 46.75% as compared with that of last year. Under the accounting principles generally accepted in Hong Kong, revenues from principal operations of the Company for the year amounted to RMB0.665 billion, representing a decrease of 82.80% as compared with that of last year; net profit amounted to RMB65.646 million, representing a decrease of 32.61% as compared with that of last year.

2. Principal Operations by business or product segments (Prepared under the PRC accounting standards)



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(一) 報告期整體經營情況討論與分析 (續)

3. 主要控股及參股公司經營情況

(1) 南京愛立信熊貓通信有限公司 (ENC)

ENC是由本公司(27%)、瑞典愛立信(25%)、愛立信(中國)(26%)、中國普天信息產業集團公司(20%)和香港永興(2%)合資經營的，主要生產GSM、GPRS、CDMA移動通信系統設備、公網通信系統設備等產品，是愛立信亞太區物流供應中樞、國內GSM、GPRS設備的最大供應商和CDMA設備的主要供應商。2004年ENC銷售額和利潤大幅增長。按中國會計準則，全年實現銷售收入人民幣118.25億元，同比增長41.50%，實現淨利潤人民幣5.10億元，同比增長45.21%。按國際會計準則，實現淨利潤人民幣5.17億元，同比增長32.94%。

A Management discussion and analysis on the principal operating results of the Company during the reporting period (Continued)

3. Operations of the major subsidiaries and associated companies

(1) Nanjing Ericsson Panda Communication Co. Ltd. ("ENC")

ENC is held as to 27% by the Company, 25% by Telefonaktiebolaget L.M. Ericsson ("Ericsson"), 26% by Ericsson (China) Company Limited ("Ericsson (China)"), 20% by China PTIC Information Corporation ("China PTIC"), and 2% by Hong Kong Yung Shing Enterprise Company ("Yung Shing"). ENC is mainly engaged in producing products, such as GSM, GPRS and CDMA mobile telecommunication system products and network communication systems. As a logistic centre in Asia-pacific region for Ericsson, it is also the largest supplier of GSM and GPRS equipment and one of the major CDMA equipment suppliers in the PRC. In 2004, ENC's sales and profit for the year recorded a significant increase. Under the PRC accounting standards, it recorded sales revenues for the year of RMB11.825 billion, representing an increase of 41.50% as compared to that of last year and recorded net profit of RMB0.510 billion for the year, representing an increase of 45.21% as compared to the corresponding period of last year. Under the International Financial Reporting Standards, it recorded net profits of RMB0.517 billion for the year, representing an increase of 32.94% as compared to that of last year.



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(一) 報告期整體經營情況討論與分析 (續)

3. 主要控股及參股公司經營情況 (續)

(2) 北京索愛普天移動通信有限公司(BMC)

BMC是由本公司(20%)、索尼愛立信(51%)、普天(27%)和永興(2%)合資經營的，主要從事索尼愛立信移動終端(手機)的生產，2004年BMC手機實現超常發展。2004年按中國會計準則，全年實現銷售收入人民幣132.58億元，同比增長100%；實現淨利潤人民幣3.47億元，同比增長97.16%。按國際會計準則，實現淨利潤人民幣3.47億元，同比增長97.16%。

4. 主要供應商、客戶情況

截至2004年12月31日止年度，本公司前五大客戶之營業額的總和佔本年度營業額的52.82%，其中最大客戶之營業額佔本年度營業額的25.26%。

本公司前五大供應商之採購額的總和佔全年之物資採購額的43.67%，其中最大供應商之採購額佔全年物資採購額的24.71%。

本年度內，本公司董事、監事及其它有關人士等或股東並無擁有上述供應商及客戶的任何權益。

A Management discussion and analysis on the principal operating results of the Company during the reporting period (Continued)

3. Operations of the major subsidiary are associated companies (Continued)

(2) Beijing Sony Ericsson Mobile Communication Limited ("BMC")

BMC is held as to 20% by the Company, 51% by Sony Ericsson Mobile Communication Limited ("Sony Ericsson"), 27% by China PTIC and 2% by Yung Shing. BMC is mainly engaged in producing mobile terminals (mobile phones) under the brand of "Sony Ericsson". Year 2004 saw the extraordinary development of BMC mobile phones. Under the PRC accounting standards, it recorded sales for the year of RMB13.258 billion, representing an increase of 100% as compared to that of last year and recorded net profits of RMB0.347 billion for the year, representing an increase of 97.16% as compared to that of last year. Under the International Financial Reporting Standards, it recorded net profits of RMB0.347 billion for the year, representing an increase of 97.16% as compared to that of last year.

4. Major suppliers and customers

For the year ended 31 December 2004, the aggregate turnover of the five major customers of the Company accounted for 52.82% of the total turnover of the Company for the year, of which turnover from the largest customer accounted for 25.26% of turnover of the Company for the year.

The aggregate amount of purchase from the five major suppliers of the Company accounted for 43.67% of the total amount of purchase made by the Company for the year, of which the purchasing amount of the largest supplier accounted for 24.71% of the total amount of purchase made by the Company for the year.

During the year, none of the directors, supervisors and their associates or shareholders had interests in the share capital of the Company's suppliers or customers mentioned above.



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(一) 報告期整體經營情況討論與分析 (續)

5. 經營中出現的困難及解決方案

公司經營中出現了一些問題，雖然公司發現問題後及時採取措施，但公司須引以為戒，狠抓管理，完善內部控制，明確崗位權責，公司並成立了獨立的監察審計部，加強內部審計，防止類似的問題再度發生。

(二) 公司投資情況

本報告期內公司未募集資金。無募集資金的使用或報告期之前延續使用的情況，亦無其他重大非募集資金的投資情況。

A Management discussion and analysis on the principal operating results of the Company during the reporting period (*Continued*)

5. Operating Difficulties and Solutions

There were certain problems in respect of the operation of the Company. After the problems were found out, the Company learnt a lesson and adopted measures immediately such as strengthening of management, perfection of internal control, definition to the right and responsibility of position, establishment of independent supervisory auditing department and reinforcement of internal auditing to avoid the occurrence of similar events.

B. Conditions of Investment of the Company

No funds were raised by the Company during the reporting period. For the year, the Company did not utilise any raised funds or continue any use thereof commencing from the previous periods. No investment financed by other non-raised funds was made.



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(三) 公司財務狀況分析

1. 財務狀況

本公司財務狀況良好，按中國會計準則，各項主要財務指標變動情況如下：

C. Analysis on Financial Status of the Company

1. Financial Status:

The Company had a satisfactory financial status. Changes in major financial indices according to PRC accounting standards are as follows:

(單位：人民幣千元)
Unit: RMB'000

項目 Item	2004年 2004	2003年 2003	增減(%) Change (%)	主要原因 Reasons
總資產 Total assets	2,741,888	3,592,430	(23.68)	由於本年度合併報表範圍發生變化，本期合併報表主要項目金額與上期數包含的內容發生較大的變化，對比分析的基礎已不一樣
總負債 Total liabilities	1,522,571	2,330,581	(34.67)	
長期負債 Long-term liabilities	570	38,000	(98.50)	As there were changes in respect of the scope of consolidation in consolidated statements in the year, there were also significant changes in the amounts of main items in the consolidated statement as compared with the contents of the items contained in the previous consolidated statement, while the basis of comparison was different.
股東權益 Shareholders' funds	1,181,997	1,128,974	4.70	
主營業務利潤 Profit from principal operations	95,171	444,801	(78.60)	
淨利潤 Net profit	52,369	98,347	(46.75)	



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(三) 公司財務狀況分析 (續)

2. 資金流動性

於2004年12月31日，按香港普遍採納會計準則，公司合併報表資產負債率為53.5%（負債總額與資產總額之比），流動淨負債值638,737千元。

現金：於2004年12月31日，公司合併報表銀行存款及現金102,126千元。

借款：於2004年12月31日，公司合併報表短期銀行借款955,884千元，月利率約4.65%。董事會確信可以確保維持或擴大現有銀行信貸履行公司各項財務責任。

(四) 2005年發展計劃

2005年國家將繼續實施宏觀調控政策，公司將適應形勢，調整策略，加快發展。2005年公司將做好以下工作：

- 1、主營業務突出重點，加快優勢產業發展。進一步加快衛星通信、信息產品、機電儀等業務的增長，培育電子製造業務等新利潤增長點，增加技術含量，擴大生產規模，提高利潤水平。
- 2、合資企業將緊緊抓住通信設備及終端市場增長的機遇，大力拓展市場，擴大生產經營規模，提高經營業績。

C. Analysis on Financial Status of the Company (Continued)

2. Liquidity of Capital

In accordance with accounting principles generally accepted in Hong Kong, the gearing ratio of the Company (the ratio between total liabilities and total assets) and the net current liabilities were 53.5% and RMB638.737 million respectively as at 31 December 2004 as shown in the consolidated financial statements of the Company.

Cash: bank balances and cash amounted to RMB102.126 million as at 31 December 2004 as shown in the consolidated financial statements of the Company.

Loans: short-term bank loans amounted to RMB955.884 million and monthly interest rate was approximately 4.65% as at 31 December 2004 as shown in the consolidated financial statements of the Company. The Board believed that the Company can maintain or enlarge its existing bank facilities to meet various financial obligations.

D. Business Development Plan for 2005

In 2005, the country continues to implement macro-economic policy. The Company will adapt to the trend for adjustment of strategy so as to increase the pace of development. The Company will work on the followings in 2005:

1. Highlighting the focus of principle operation and fastening the development of industry in trend. Businesses such as satellite communication, IT industry and electromechanical will further enhance and business with new profit point such as electronic manufacturing will be nourished. Technological application will be increased; scale of production will be enlarged and profit level will be raised.
2. The joint venture will grasp the opportunity for the increase in telecommunication facilities and terminal market. The market will be developed in full effort; scale of production and operation will be expanded and operating results will be upsurged.



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(四) 2005年發展計劃 (續)

- 3、 進一步推進技術創新和制度創新，加大科研投入，加快技術改造，大力發展自主技術，不斷推進關鍵技術新的重大突破。
- 4、 繼續加強管理，深化改革，降低成本，提高效益。

李安建

董事長

中國·南京
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D. Business Development Plan for 2005 (*Continued*)

3. Technological and system innovation will be further implemented. Scientific research involvement will be expanded; technological innovation will be fastened; self-determined technology will be developed; continuously introduced critical technology and breakthrough by new innovation.
4. Continuously to strengthen management; intensify reform; lower cost and increase effectiveness.

Li Anjian

Chairman

Nanjing, China
29 April 2005

