



To the members

K & P International Holdings Limited

(Incorporated in Bermuda with limited liability)

We have audited the financial statements on pages 29 to 91 which have been prepared in accordance with accounting principles generally accepted in Hong Kong.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

The Company's directors are responsible for the preparation of financial statements which give a true and fair view. In preparing financial statements which give a true and fair view it is fundamental that appropriate accounting policies are selected and applied consistently. It is our responsibility to form an independent opinion, based on our audit, on those financial statements and to report our opinion solely to you, as a body, in accordance with Section 90 of the Bermuda Companies Act 1981, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

BASIS OF OPINION

We conducted our audit in accordance with Statements of Auditing Standards issued by the Hong Kong Institute of Certified Public Accountants. An audit includes an examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the Company's and the Group's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance as to whether the financial statements are free from material misstatement. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements. We believe that our audit provides a reasonable basis for our opinion.

致堅實國際控股有限公司

(於百慕達註冊成立之有限公司)

各股東：

本核數師已審核刊於第29頁至第91頁根據香港公認會計準則編製之財務報告。

董事及核數師之責任

編製真實兼公平之財務報告乃 貴公司董事之責任。在編製該等真實兼公平之財務報告時，董事必須採用適當之會計政策，並且貫徹應用該等會計政策。本核數師之責任是根據審核之結果，對該等財務報告作出獨立意見，並按照百慕達一九八一年《公司法》第九十條之規定，僅向整體股東報告。除此之外，本報告不可用作其他用途。本核數師不會就本報告的內容，向任何其他人士負上或承擔任何責任。

意見的基礎

本核數師乃按香港會計師公會所頒佈之核數準則進行審核工作。審核範圍包括以抽查方式查核與財務報告所載數額及披露事項之有關憑證，亦包括評估董事於編製該等財務報告時所作之重大估計及判斷、所釐定之會計政策是否適合 貴公司及 貴集團之具體情況及有否貫徹運用並作出充份之披露。

本核數師於策劃及進行審核工作時，已力求取得一切認為必需之資料及解釋，使能獲得充份之憑證，以合理確定財務報告並無重大之錯誤陳述。在作出意見時，本核數師亦已衡量該等財務報告所披露之資料在整體上是否足夠。本核數師相信審核工作已為下列意見建立合理之基礎。

OPINION

In our opinion the financial statements give a true and fair view of the state of affairs of the Company and of the Group as at 31 December 2004 and of the profit and cash flows of the Group for the year then ended and have been properly prepared in accordance with the disclosure requirements of the Hong Kong Companies Ordinance.

Ernst & Young

Certified Public Accountants

Hong Kong
26 April 2005

意見

依照本核數師之意見，該財務報告均真實與公平地顯示 貴公司及 貴集團於二零零四年十二月三十一日之財政狀況及 貴集團截至該日止年度之溢利及現金流動，並根據香港公司條例之披露要求而適當編製。

安永會計師事務所

執業會計師

香港
二零零五年四月二十六日