

Auditors' Report

核數師報告

Deloitte.

德勤

TO THE SHAREHOLDERS OF SIM TECHNOLOGY GROUP LIMITED

(Incorporated in Bermuda with limited liability)

We have audited the consolidated financial statements of SIM Technology Group Limited and its subsidiaries (the "Group") from pages 54 to 118 which have been prepared in accordance with International Financial Reporting Standards.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

The directors are responsible for the preparation of the financial statements which give a true and fair view. In preparing consolidated 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 consolidated financial statements and to report our opinion solely to you, as a body, in accordance with section 90 of the Bermuda Companies Act, 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 International Standards on Auditing. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the consolidated financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the consolidated financial statements, and of whether the accounting policies are appropriate to the circumstances of the Group, consistently applied and adequately disclosed.

致晨訊科技集團有限公司全體股東

(於百慕達註冊成立之有限公司)

本核數師行已審核載於第54至118頁之晨訊科技集團有限公司及其附屬公司(「貴集團」)綜合財務報表，該等綜合財務報表乃按照國際財務報告準則編製。

董事及核數師之個別責任

編製真實兼公正之財務報表乃 貴公司董事之責任。在編製該等真實兼公正之綜合財務報表時，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。

本核數師行之責任乃根據審核之結果，對該等綜合財務報表作出獨立意見，並根據百慕達公司法第90條向股東(作為法人)報告，除此以外並無其他用途。本核數師行並不就本報告之內容向任何其他人士負上或承擔責任。

意見之基礎

本核數師行乃按照國際核數準則進行審核工作。審核範圍包括以抽查方式查核與綜合財務報表所載數額及披露事項有關之憑證，亦包括評審董事於編製該等綜合財務報表時所作之重大估計和判斷、所採用之會計政策是否適合 貴集團之具體情況，及有否貫徹應用並足夠披露該等會計政策。

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 consolidated financial statements are free from material misstatement. In forming our opinion, we also evaluated the overall adequacy of the presentation of information in the consolidated financial statements. We believe that our audit provides a reasonable basis for our opinion.

OPINION

In our opinion, the consolidated financial statements give a true and fair view of the state of affairs of the Group as at 31 December 2005 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.

Deloitte Touche Tohmatsu

Certified Public Accountants

Hong Kong

16 March 2006

本核數師行在策劃和進行審核工作時，均以取得所有本核數師行認為必需之資料及解釋為目標，以便獲得充份憑證，就該等綜合財務報表是否存有重大錯誤陳述，作出合理之確定。在作出意見時，本核數師行亦已評估該等綜合財務報表所載之資料在整體上是否足夠。本核數師行相信，本核數師行之審核工作已為下列意見建立合理之基礎。

意見

本核數師行認為，上述之綜合財務報表足以真實與公正地顯示 貴集團於二零零五年十二月三十一日之財務狀況，及 貴集團截至該日止年度之溢利及現金流量，並已按照香港公司條例之披露規定而妥為編製。

德勤 • 關黃陳方會計師行

執業會計師

香港

二零零六年三月十六日