

# Notes to Financial Statements

31 December 2005

## 1. CORPORATE INFORMATION

Mitsumaru East Kit (Holdings) Limited is a limited liability company incorporated in the Cayman Islands. The registered office of the Company is located at Century Yard, Cricket Square, Hutchins Drive, P.O. Box 2681GT, George Town, Grand Cayman, British West Indies.

The principal place of business of the Company is located at Unit 606, 6th Floor, Regent Centre, Tower B, 63 Wo Yi Hop Road, Kwai Chung, New Territories, Hong Kong.

The principal activity of the Company during the year is investment holding. There were no significant changes in the nature of the Group's principal activities during the year. The Group's principal activities are the design of the chassis of colour televisions, the trading of related components, and the assembling of colour television sets.

In the opinion of the Company's directors, the ultimate holding company of the Group is Z-Idea Company Limited ("Z-Idea"), which is incorporated in the British Virgin Islands ("BVI").

## 2. BASIS OF PREPARATION

These financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") (which also include Hong Kong Accounting Standards ("HKASs") and Interpretations) issued by the Hong Kong Institute of Certified Public Accountants, accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention. These financial statements are presented in Hong Kong dollars ("HK\$") and all values are rounded to the nearest thousand except when otherwise indicated.

### BASIS OF CONSOLIDATION

The consolidated financial statements include the financial statements of the Company and its subsidiaries for the year ended 31 December 2005. The results of subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases. All significant intercompany transactions and balances within the Group are eliminated on consolidation.

Minority interests represent the interests of outside shareholders in the results and net assets of the Company's subsidiaries.

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## 3. IMPACT OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

The following new and revised HKFRSs affect the Group and are adopted for the first time for the current year's financial statements:

HKAS 1	Presentation of Financial Statements
HKAS 2	Inventories
HKAS 7	Cash Flow Statements
HKAS 8	Accounting Policies, Changes in Accounting Estimates and Errors
HKAS 10	Events after the Balance Sheet Date
HKAS 12	Income Taxes
HKAS 14	Segment Reporting
HKAS 16	Property, Plant and Equipment
HKAS 17	Leases
HKAS 18	Revenue
HKAS 19	Employee Benefits
HKAS 21	The Effects of Changes in Foreign Exchange Rates
HKAS 23	Borrowing Costs
HKAS 24	Related Party Disclosures
HKAS 27	Consolidated and Separate Financial Statements
HKAS 32	Financial Instruments: Disclosure and Presentation
HKAS 33	Earnings per Share
HKAS 36	Impairment of Assets
HKAS 37	Provisions, Contingent Liabilities and Contingent Assets
HKAS 38	Intangible Assets
HKAS 39	Financial Instruments: Recognition and Measurement
HKAS 39 Amendment	Transition and Initial Recognition of Financial Assets and Financial Liabilities
HKFRS 2	Share-based Payment

The adoption of HKASs 2, 7, 8, 10, 12, 14, 16, 18, 19, 21, 23, 27, 33, 36, 37, 38, 39 and 39 Amendment has had no material impact on the accounting policies of the Group and the Company and the methods of computation in the Group's and the Company's financial statements.

HKAS 1 has affected the presentation of minority interests on the face of the consolidated balance sheet, consolidated income statement, consolidated statement of changes in equity and other disclosures.

HKAS 24 has expanded the definition of related parties and affected the Group's related party disclosures.

### 3. IMPACT OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS *(continued)*

The impact of adopting the other HKFRSs is summarised as follows:

#### (A) HKAS 17 – LEASES

In prior years, leasehold land and buildings held for own use were stated at cost less accumulated depreciation and any impairment losses.

Upon the adoption of HKAS 17, the Group's leasehold interest in land and buildings is separated into leasehold land and buildings. The Group's leasehold land is classified as an operating lease, because the title of the land is not expected to pass to the Group by the end of the lease term, and is reclassified from property, plant and equipment to prepaid land premiums, while buildings continue to be classified as part of property, plant and equipment. Prepaid land premiums for land lease payments under operating leases are initially stated at cost and subsequently amortised on the straight-line basis over the lease term. When the lease payments cannot be allocated reliably between the land and buildings elements, the entire lease payments are included in the cost of the land and buildings as a finance lease in property, plant and equipment.

This change in accounting policy has had no effect on the consolidated income statement and retained profits. The comparative amounts as at 31 December 2004 in the consolidated balance sheet have been restated to reflect the reclassification of the leasehold land.

The effects of its adoption on these financial statements as at 31 December 2004 and 2005 are summarised as follows:

- property, plant and equipment as at 31 December 2004 and 2005 have been decreased by HK\$11,387,000 and HK\$11,203,000, respectively, and prepaid land premiums as at 31 December 2004 and 2005 have been increased by the corresponding amounts.

#### (B) HKFRS 2 – SHARE-BASED PAYMENT

In prior years, no recognition and measurement of share-based payment transactions in which employees (including directors) were granted share options over shares in the Company were required until such options were exercised by employees, at which time the share capital and share premium were credited with the proceeds received.

Upon the adoption of HKFRS 2, when employees (including directors) render services as consideration for equity instruments ("equity-settled transactions"), the cost of the equity-settled transactions with employees is measured by reference to the fair value at the date at which the instruments are granted.

The main impact of HKFRS 2 on the Group is the recognition of the cost of these transactions and a corresponding entry to equity for employee share options. The revised accounting policy for share-based payment transactions is described in more detail in note 5 "Summary of significant accounting policies" below.

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## 3. IMPACT OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS *(continued)*

### (B) HKFRS 2 – SHARE-BASED PAYMENT *(continued)*

In accordance with the transitional provisions, the Group has retrospectively applied HKFRS 2 to Pre-IPO share options granted after 7 November 2002 and had not yet vested on 1 January 2005. Comparative amounts for 2004 have been restated.

The adoption of HKFRS 2 has resulted in a change in accounting policy for share-based payment transactions and the effects of its adoption on these financial statements in respect of the years ended 31 December 2004 and 2005 are summarised as follows:

- administrative expenses for the years ended 31 December 2004 and 2005 increased by HK\$1,455,000 and HK\$2,796,000, respectively, with a corresponding decrease in profit attributable to equity holders of the parent by the corresponding amounts for both years;
- retained profits as at 31 December 2004 and 2005 decreased by HK\$1,455,000 and HK\$4,251,000 while the Pre-IPO share option reserve as at 31 December 2004 and 2005 increased by the corresponding amounts; and
- each of the basic and diluted earnings per share amounts attributable to ordinary equity holders of the parent for the year ended 31 December 2004 decreased by HK0.42 cents; while the basic earnings per share amount attributable to ordinary equity holders of the parent for the year ended 31 December 2005 decreased by HK0.70 cents.

## 4. IMPACT OF ISSUED BUT NOT YET EFFECTIVE HONG KONG FINANCIAL REPORTING STANDARDS

The Company has not applied the following new and revised HKFRSs, that have been issued but are not yet effective, in these financial statements. Unless otherwise stated, these HKFRSs are effective for annual periods beginning on or after 1 January 2006:

HKAS 1 Amendment	Capital Disclosures
HKAS 19 Amendment	Actuarial Gains and Losses, Group Plans and Disclosures
HKAS 39 Amendment	Cash Flow Hedge Accounting of Forecast Intragroup Transactions
HKAS 39 Amendment	The Fair Value Option
HKAS 39 and HKFRS 4 Amendments	Financial Guarantee Contracts
HKFRSs 1 and 6 Amendments	First-time Adoption of Hong Kong Financial Reporting Standards and Exploration for and Evaluation of Mineral Resources
HKFRS 6	Exploration for and Evaluation of Mineral Resources
HKFRS 7	Financial Instruments: Disclosures
HK(IFRIC)-Int 4	Determining whether an Arrangement contains a Lease
HK(IFRIC)-Int 5	Rights to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds
HK(IFRIC)-Int 6	Liabilities arising from Participating in a Specific Market - Waste Electrical and Electronic Equipment

The Group expects that the adoption of those pronouncements listed above will not have any significant impact on the Group's financial statements in the period of initial application.

## 5. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### SUBSIDIARIES

A subsidiary is an entity whose financial and operating policies the Company controls directly or indirectly, so as to obtain benefits from its activities.

The results of subsidiaries are included in the Company's income statement to the extent of dividends received and receivable. The Company's interests in subsidiaries are stated at cost less any impairment losses.

### JOINT VENTURES

A joint venture is an entity set up by contractual arrangement, whereby the Group and other parties undertake an economic activity. The joint venture operates as a separate entity in which the Group and the other parties have an interest.

The joint venture agreement between the venturers stipulates the capital contributions of the joint venture parties, the duration of the joint venture entity and the basis on which the assets are to be realised upon its dissolution. The profits and losses from the joint venture's operations and any distributions of surplus assets are shared by the venturers, either in proportion to their respective capital contributions, or in accordance with the terms of the joint venture agreement.

A joint venture is treated as:

- (a) a subsidiary, if the Group, directly or indirectly, controls more than half of its voting power or issued share capital or controls the composition of its board of directors, if the Group has unilateral control, directly or indirectly, over the joint venture;
- (b) a jointly-controlled entity, if the Group does not have unilateral control, but has joint control, directly or indirectly, over the joint venture;
- (c) an associate, if the Group does not have unilateral or joint control, but holds, directly or indirectly, generally not less than 20% of the joint venture's registered capital and is in a position to exercise significant influence over the joint venture; or
- (d) an equity investment accounted for in accordance with HKAS 39, if the Group holds, directly or indirectly, less than 20% of the joint venture's registered capital and has neither joint control of, nor is in a position to exercise significant influence over, the joint venture.

### IMPAIRMENT OF ASSETS

Where an indication of impairment exists, or when annual impairment testing for an asset is required (other than inventories, deferred tax assets and financial assets), the asset's recoverable amount is estimated. An asset's recoverable amount is calculated as the higher of the asset's or cash-generating unit's value in use and its fair value less costs to sell, and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

# Notes to Financial Statements

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## 5. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

### IMPAIRMENT OF ASSETS *(continued)*

An impairment loss is recognised only if the carrying amount of an asset exceeds its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. An impairment loss is charged to the income statement in the period in which it arises.

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognised impairment loss of an asset other than goodwill is reversed only if there has been a change in the estimates used to determine the recoverable amount of that asset, however not to an amount higher than the carrying amount that would have been determined (net of any depreciation/amortisation), had no impairment loss been recognised for the asset in prior years.

### RELATED PARTIES

A party is considered to be related to the Group if:

- (a) the party, directly or indirectly through one or more intermediaries, (i) controls, is controlled by, or is under common control with, the Group; (ii) has an interest in the Group that gives it significant influence over the Group; or (iii) has joint control over the Group;
- (b) the party is an associate;
- (c) the party is a jointly-controlled entity;
- (d) the party is a member of the key management personnel of the Group or its parent;
- (e) the party is a close member of the family of any individual referred to in (a) or (d);
- (f) the party is an entity that is controlled, jointly controlled or significantly influenced by or for which significant voting power in such entity resides with, directly or indirectly, any individual referred to in (d) or (e); or
- (g) the party is a post-employment benefit plan for the benefit of the employees of the Group, or of any entity that is a related party of the Group.

## 5. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

### PROPERTY, PLANT AND EQUIPMENT AND DEPRECIATION

Property, plant and equipment, other than construction in progress, are stated at cost less accumulated depreciation and any impairment losses. The cost of an item of property, plant and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use. Expenditure incurred after items of property, plant and equipment have been put into operation, such as repairs and maintenance, is normally charged to the income statement in the period in which it is incurred. In situations where it can be clearly demonstrated that the expenditure has resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property, plant and equipment and the cost of the item can be measured reliably, the expenditure is capitalised as an additional cost of that asset or as a replacement.

Depreciation is calculated on the straight-line basis to write off the cost of each item of property, plant and equipment to its residual value over its estimated useful life. The principal annual rates used for this purpose are as follows:

Buildings	2% - 18%
Plant and machinery	9% - 20%
Motor vehicles	9% - 30%
Office equipment	9% - 30%

Where parts of an item of property, plant and equipment have different useful lives, the cost of that item is allocated on a reasonable basis among the parts and each part is depreciated separately.

Residual values, useful lives and the depreciation method are reviewed, and adjusted if appropriate, at each balance sheet date.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on disposal or retirement recognised in the income statement in the year the asset is derecognised is the difference between the net sales proceeds and the carrying amount of the relevant asset.

Construction in progress represents a building under construction, which is stated at cost less any impairment losses, and is not depreciated. Cost comprises the direct costs of construction during the period of construction. Construction in progress is reclassified to the appropriate category of property, plant and equipment when completed and ready for use.

### LEASES

Leases that transfer substantially all the rewards and risks of ownership of assets to the Group, other than legal title, are accounted for as finance leases. At the inception of a finance lease, the cost of the leased asset is capitalised at the present value of the minimum lease payments and recorded together with the obligation, excluding the interest element, to reflect the purchase and financing. Assets held under capitalised finance leases are included in property, plant and equipment, and depreciated over the shorter of the lease terms and the estimated useful lives of the assets. The finance costs of such leases are charged to the income statement so as to provide a constant periodic rate of charge over the lease terms.

# Notes to Financial Statements

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## 5. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

### LEASES *(continued)*

Assets acquired through hire purchase contracts of a financing nature are accounted for as finance leases, but are depreciated over their estimated useful lives.

Leases where substantially all the rewards and risks of ownership of assets remain with the lessor are accounted for as operating leases. Where the Group is the lessor, assets leased by the Group under operating leases are included in non-current assets, and rentals receivable under the operating leases are credited to the income statement on the straight-line basis over the lease terms. Where the Group is the lessee, rentals payable under the operating leases are charged to the income statement on the straight-line basis over the lease terms.

Prepaid land premiums under operating leases are initially stated at cost and subsequently recognised on the straight-line basis over the lease terms. When the lease payments cannot be allocated reliably between the land and buildings elements, the entire lease payments are included in the cost of the land and buildings as a finance lease in property, plant and equipment.

### OTHER ASSET

Other asset held on a long term basis is stated at cost less any impairment loss.

### INVESTMENTS AND OTHER FINANCIAL ASSETS

#### Applicable to the year ended 31 December 2004:

The Group classified its equity investments, other than subsidiaries, as short term investments.

#### *Short term investments*

Short term investments are investments in equity securities held for trading purposes and are stated at their fair values on the basis of their quoted market prices at the balance sheet date, on an individual investment basis. The gains or losses arising from changes in the fair value of a security are credited or charged to the income statement in the period in which they arise.

#### Applicable to the year ended 31 December 2005:

Financial assets in the scope of HKAS 39 are classified as either financial assets at fair value through profit or loss or loans and receivables as appropriate. When financial assets are recognised initially, they are measured at fair value, plus, in the case of investments not at fair value through profit or loss, directly attributable transaction costs. The Group determines the classification of its financial assets after initial recognition and, where allowed and appropriate, re-evaluates this designation at the balance sheet date.

All regular way purchases and sales of financial assets are recognised on the trade date, i.e., the date that the Group commits to purchase the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace.



## 5. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

### INVESTMENTS AND OTHER FINANCIAL ASSETS *(continued)*

#### *Financial assets at fair value through profit or loss*

Financial assets classified as held for trading are included in the category "financial assets at fair value through profit or loss". Financial assets are classified as held for trading if they are acquired for the purpose of sale in the near term. Gains or losses on investments held for trading are recognised in the income statement.

#### *Loans and receivables*

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are carried at amortised cost using the effective interest method. Gains and losses are recognised in the income statement when the loans and receivables are derecognised or impaired, as well as through the amortisation process.

#### *Fair value*

The fair value of investments that are actively traded in organised financial markets is determined by reference to quoted market bid prices at the close of business at the balance sheet date. For investments where there is no active market, fair value is determined using valuation techniques. Such techniques include using recent arm's length market transactions; reference to the current market value of another instrument which is substantially the same; a discounted cash flow analysis; and option pricing models.

### IMPAIRMENT OF FINANCIAL ASSETS (APPLICABLE TO THE YEAR ENDED 31 DECEMBER 2005)

The Group assesses at each balance sheet date whether there is any objective evidence that a financial asset or a group of financial assets is impaired.

#### *Assets carried at amortised cost*

If there is objective evidence that an impairment loss on loans and receivables carried at amortised cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate (i.e., the effective interest rate computed at initial recognition). The carrying amount of the asset is reduced either directly or through the use of an allowance account. The amount of the impairment loss is recognised in profit or loss.

The Group first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, and individually or collectively for financial assets that are not individually significant. If it is determined that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, the asset is included in a group of financial assets with similar credit risk characteristics and that group is collectively assessed for impairment. Assets that are individually assessed for impairment and for which an impairment loss is or continues to be recognised are not included in a collective assessment of impairment.

# Notes to Financial Statements

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## 5. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

### INVESTMENTS AND OTHER FINANCIAL ASSETS *(continued)*

#### *Assets carried at amortised cost (continued)*

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed. Any subsequent reversal of an impairment loss is recognised in the income statement, to the extent that the carrying value of the asset does not exceed its amortised cost at the reversal date.

### DERECOGNITION OF FINANCIAL ASSETS (APPLICABLE TO THE YEAR ENDED 31 DECEMBER 2005)

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised where:

- the rights to receive cash flows from the asset have expired;
- the Group retains the rights to receive cash flows from the asset, but has assumed an obligation to pay in full without material delay to a third party under a “pass-through” arrangement; or
- the Group has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Where the Group has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the Group’s continuing involvement in the asset. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

### INVENTORIES

Inventories are stated at the lower of cost and net realisable value. Cost is determined on the first-in, first-out basis and, in the case of finished goods, comprises direct materials, direct labour and an appropriate proportion of overheads. Net realisable value is based on estimated selling prices less any estimated costs to be incurred to completion and disposal.

### CASH AND CASH EQUIVALENTS

For the purpose of the consolidated cash flow statement, cash and cash equivalents comprise cash on hand and demand deposits, and short term highly liquid investments which are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, and have a short maturity of generally within three months when acquired, less bank overdrafts which are repayable on demand and form an integral part of the Group’s cash management.

For the purpose of the balance sheets, cash and cash equivalents comprise cash on hand and at banks, including term deposits, which are not restricted as to use.

## 5. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

### INTEREST-BEARING LOANS

All loans are initially recognised at the fair value of the consideration received less directly attributable transaction costs.

After initial recognition, interest-bearing loans are subsequently measured at amortised cost using the effective interest method.

Gains and losses are recognised in net profit or loss when the liabilities are derecognised as well as through the amortisation process.

### DERECOGNITION OF FINANCIAL LIABILITIES (APPLICABLE TO THE YEAR ENDED 31 DECEMBER 2005)

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and a recognition of a new liability, and the difference between the respective carrying amounts is recognised in profit or loss.

### INCOME TAX

Income tax comprises current and deferred tax. Income tax is recognised in the income statement, or in equity if it relates to items that are recognised in the same or a different period directly in equity.

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities.

Deferred tax is provided, using the liability method, on all temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- where the deferred tax liability arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with interests in subsidiaries, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

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## 5. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

### INCOME TAX *(continued)*

Deferred tax assets are recognised for all deductible temporary differences, carryforward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carryforward of unused tax credits and unused tax losses can be utilised except:

- where the deferred tax asset relating to the deductible temporary differences arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with interests in subsidiaries, deferred tax assets are only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

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 deferred tax asset to be utilised. Conversely, previously unrecognised deferred tax assets are reassessed at each balance sheet date and are recognised to the extent that it is probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

### REVENUE RECOGNITION

Revenue is recognised when it is probable that the economic benefits will flow to the Group and when the revenue can be measured reliably, on the following bases:

- (a) from the sale of goods, when the significant risks and rewards of ownership have been transferred to the buyer, provided that the Group maintains neither managerial involvement to the degree usually associated with ownership, nor effective control over the goods sold;
- (b) rental income, on a time proportion basis over the lease terms;
- (c) interest income, on an accrual basis using the effective interest method by applying the rate that discounts the estimated future cash receipts through the expected life of the financial instrument to the net carrying amount of the financial asset; and
- (d) subsidy income, when the right to receive payment has been established.

## 5. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

### EMPLOYEE BENEFITS

#### *Share-based payment transactions*

The Company operates share option schemes (including pre-IPO share option scheme) for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations. Employees (including directors) of the Group receive remuneration in the form of share-based payment transactions, whereby employees render services as consideration for equity instruments ("equity-settled transactions").

The cost of equity-settled transactions with employees is measured by reference to the fair value at the date at which they are granted. The fair value is determined by independent professionally qualified valuers using binomial model, further details of which are given in note 30. In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of the shares of the Company ("market conditions"), if applicable.

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (the "vesting date"). The cumulative expense recognised for equity-settled transactions at each balance sheet date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The charge or credit to the income statement for a period represents the movement in the cumulative expense recognised as at the beginning and end of that period.

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition, which are treated as vesting irrespective of whether or not the market condition is satisfied, provided that all other performance conditions are satisfied.

Where the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any modification, which increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee as measured at the date of modification.

Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award, and is designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of earnings per share.

#### *Employment Ordinance long term service payments*

Certain of the Group's employees have completed the required number of years of service to the Company in order to be eligible for long service payments under the Hong Kong Employment Ordinance in the event of the termination of their employment. The Group is liable to make such payments in the event that such a termination of employment meets the circumstances specified in the Employment Ordinance. A provision has not been recognised in respect of such possible payments, as it is not considered probable that the situations will result in a material future outflow of resources from the Group.

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## 5. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

### EMPLOYEE BENEFITS *(continued)*

#### *Pension schemes*

The Group operates a defined contribution Mandatory Provident Fund retirement benefits scheme (the "MPF Scheme") under the Mandatory Provident Fund Schemes Ordinance, for all of its employees in Hong Kong. Contributions are made based on a percentage of the employees' basic salaries and are charged to the income statement as they become payable in accordance with the rules of the MPF Scheme. The assets of the MPF Scheme are held separately from those of the Group in an independently administered fund. The Group's employer contributions vest fully with the employees when contributed into the MPF Scheme.

The employees of the Group's subsidiaries, namely, East Kit Electronic (China) Co., Ltd. ("East Kit (China)"), East Kit Electronic (Shanghai) Co., Ltd. ("East Kit (Shanghai)"), Mitsumaru Electrical (Wuhu) Co., Ltd. ("Mitsumaru (Wuhu)"), and Kaern GmbH, which operate in Mainland China or in Germany are required to participate in a central pension scheme (the "CPB Scheme") operated by the local municipal government. These subsidiaries are required to contribute a percentage ranging from 20.6% to 22.5% of their payroll costs to the CPB Scheme. The only obligation of the Group with respect to the CPB Scheme is the ongoing required contributions under the CPB Scheme which are charged to the income statement as they become payable in accordance with the rules.

### DIVIDENDS

Final dividends proposed by the directors are classified as a separate allocation of retained profits within the equity section of the balance sheet, until they have been approved by the shareholders in a general meeting. When these dividends have been approved by the shareholders and declared, they are recognised as a liability.

A special dividend was simultaneously proposed and declared in the prior year, because Mitsumaru (Holdings) Limited's ("Mitsumaru (Holdings)") memorandum and articles of association grant the directors the authority to declare such special dividend. Consequently, a special dividend was recognised immediately as a liability in the prior year when it was proposed and declared.

### FOREIGN CURRENCIES

These financial statements are presented in Hong Kong dollars, which is the Company's functional and presentation currency. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency. Foreign currency transactions are initially recorded using the functional currency rates ruling at the date of the transactions. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rates of exchange ruling at the balance sheet date. All differences are taken to income statement. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

## 5. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

### FOREIGN CURRENCIES *(continued)*

The functional currencies of certain overseas subsidiaries are currencies other than the Hong Kong dollar. As at the balance sheet date, the assets and liabilities of these entities are translated into the presentation currency of the Company at the exchange rates ruling at the balance sheet date and, their income statements are translated into Hong Kong dollars at the weighted average exchange rates for the year. The resulting exchange differences are included in a separate component of equity. On disposal of a foreign entity, the deferred cumulative amount recognised in equity relating to that particular foreign operation is recognised in the income statement.

For the purpose of the consolidated cash flow statement, the cash flows of overseas subsidiaries are translated into Hong Kong dollars at the exchange rates ruling at the dates of the cash flows. Frequently recurring cash flows of overseas subsidiaries which arise throughout the year are translated into Hong Kong dollars at the weighted average exchange rates for the year.

### RESEARCH AND DEVELOPMENT COSTS

All research costs are charged to the income statement as incurred.

Expenditure incurred on projects to develop new products is capitalised and deferred only when the Group can demonstrate the technical feasibility of completing the intangible asset so that it will be available for use or sale, its intention to complete and its ability to use or sell the asset, how the asset will generate future economic benefits, the availability of resources to complete the project and the ability to measure reliably the expenditure during the development. Product development expenditure which does not meet these criteria is expensed when incurred.

## 6. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

### JUDGEMENTS

In the process of applying the Group's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the financial statements:

#### *Income taxes*

The Group has exposure to income taxes in various jurisdictions. Significant judgement is involved in determining the group-wise provision for income taxes. There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises income tax liabilities based on estimated assessable profits, the rate of tax prevailing in the countries of operation, and the existing tax legislations, interpretations, and practices in respect thereof. Where the final tax outcome is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

# Notes to Financial Statements

31 December 2005

## 6. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES *(continued)*

### JUDGEMENTS *(continued)*

#### *Income taxes (continued)*

Deferred tax is provided using the liability method, on all temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax assets are recognised for unused tax losses carried forward to the extent that it is probable (i.e., more likely than not) that future taxable profits will be available against which the unused tax losses can be utilised, based on all available evidence. Recognition primarily involves judgement regarding the future performance of the particular legal entity or tax group in which the deferred tax asset has been recognised. A variety of other factors are also evaluated in considering whether there is convincing evidence that it is probable that some portion or all of the deferred tax assets will ultimately be realised, such as the existence of taxable temporary differences, tax planning strategies and the periods in which estimated tax losses can be utilised. The carrying amount of deferred tax assets and related financial models and budgets are reviewed at each balance sheet date and to the extent that there is insufficient convincing evidence that sufficient taxable profits will be available within the utilisation periods to allow utilisation of the carryforward tax losses, the asset balance will be reduced and charged to the income statement.

#### *Employee benefits – share-based payment transactions*

The valuation of the fair value of the share options granted requires judgement in determining the expected volatility of the share price, the dividends expected on the shares, the risk-free interest rate during the life of the option and the number of share options that are expected to become exercisable, and details of which are set in note 30 to the financial statements. Where the outcome of the number of options that are exercisable is different from the previously estimated number of exercisable options, such difference will impact the income statement in the subsequent remaining vesting period of the relevant share options.

### ESTIMATION UNCERTAINTY

The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

#### *Impairment test of assets*

The Group determines whether an asset is impaired at least on an annual basis. This requires an estimation of the value in use of the cash-generating unit. Estimating the value in use requires the Group to make an estimate of the expected future cash flows from the cash-generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows.



# Notes to Financial Statements

31 December 2005

## 7. SEGMENT INFORMATION

Segment information is presented by way of two segment formats: (i) on a primary segment reporting basis, by business segment; and (ii) on a secondary segment reporting basis, by geographical segment.

### (I) BUSINESS SEGMENTS

The Group has two business segments, namely, the design of the chassis of colour televisions and the trading of related components segment, and the assembling of colour television sets segment. The design of the chassis of colour televisions and the trading of related components segment constitutes more than 90% of the Group's revenue. Moreover, the segment results and segment assets for the assembling of colour television sets segment are less than 10% of the Group's results and total assets of all segments, respectively. Therefore, no business segment analysis is presented.

### (II) GEOGRAPHICAL SEGMENTS

In determining the Group's geographical segments, revenue is attributed to the segments based on the location of the customers, and assets are attributed to the segments based on the location of the assets.

Intersegment sales and transfers are transacted with reference to the selling prices used for sales made to third parties at the then prevailing market prices.

The following tables present revenue and certain asset and capital expenditure information for the Group's geographical segments for the years ended 31 December 2005 and 2004.

#### Group

	Segment revenue sales to external customers	
	2005 HK\$'000	2004 HK\$'000
Mainland China	523,333	380,991
Asia (other than Mainland China)	201,245	113,656
Europe	198,218	107,790
South America	136,793	—
Australia	4,330	3,650
Others	2,321	12,326
	<u>1,066,240</u>	<u>618,413</u>

# Notes to Financial Statements

31 December 2005

## 7. SEGMENT INFORMATION *(continued)*

### (II) GEOGRAPHICAL SEGMENTS *(continued)*

Group

	Segment assets	
	2005 HK\$'000	2004 HK\$'000
Hong Kong	330,344	170,891
Mainland China	583,768	400,018
Europe	19,271	5,911
	<hr/>	<hr/>
	933,383	576,820
	<hr/>	<hr/>

	Segment capital expenditure	
	2005 HK\$'000	2004 HK\$'000
Hong Kong	24,397	1,210
Mainland China	27,820	39,350
Europe	5	—
	<hr/>	<hr/>
	52,222	40,560
	<hr/>	<hr/>

# Notes to Financial Statements

31 December 2005

## 8. REVENUE AND OTHER INCOME

Revenue, which is also the Group's turnover, represents the net invoiced value of goods sold upon delivery of goods, after allowances for returns and trade discounts and business/sales tax where applicable.

An analysis of the Group's revenue and other income is as follows:

	2005 HK\$'000	2004 HK\$'000
<b>Revenue</b>		
Sale of goods	<u>1,066,240</u>	<u>618,413</u>
<b>Other income</b>		
Bank interest income	1,322	948
Rental income	—	81
Gain on disposal of items of property, plant and equipment	547	—
Subsidy income	566	167
Others	<u>548</u>	<u>302</u>
	<u>2,983</u>	<u>1,498</u>

## 9. FINANCE COSTS

	Group	
	2005 HK\$'000	2004 HK\$'000
Interest on bank and other loans wholly repayable within five years	<u>7,886</u>	<u>4,502</u>
Interest on finance lease payables	<u>104</u>	<u>4</u>
	<u>7,990</u>	<u>4,506</u>

# Notes to Financial Statements

31 December 2005

## 10. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging/(crediting):

	Notes	2005 HK\$'000	2004 HK\$'000 (Restated)
Cost of inventories sold		947,362	530,417
Depreciation	17	6,547	3,386
Amortisation of prepaid land premiums	18	248	248
Research and development costs		2,630	4,207
Minimum lease payments under operating leases in respect of land and buildings		1,456	726
Auditors' remuneration		1,250	950
Employee benefit expenses (including directors' remuneration - note 11):			
Wages and salaries		30,436	24,703
Equity-settled share option expenses		2,796	1,455
Pension scheme contributions		4,017	2,951
		<u>37,249</u>	<u>29,109</u>
Foreign exchange difference, net		2,387	390
Provision for bad and doubtful debts		2,152	3,968
Write-off of items of property, plant and equipment		—	385
Loss on disposal of other investment	35	—	601
Fair value loss/(gain) on equity investments at fair value through profit or loss/short term investments		(80)	189
Write-back of provision against slow-moving inventories		(28)	(347)
		<u>(80)</u>	<u>(347)</u>

# Notes to Financial Statements

31 December 2005

## 11. DIRECTORS' REMUNERATION

Directors' remuneration for the year, disclosed pursuant to the Listing Rules and Section 161 of the Hong Kong Companies Ordinance, is as follows:

	Group	
	2005 HK\$'000	2004 HK\$'000 (Restated)
Fees	390	195
Other emoluments:		
Salaries, allowances and benefits in kind	5,669	5,497
Bonuses	390	500
Employee share option benefits	984	512
Pension scheme contributions	42	12
	<u>7,085</u>	<u>6,521</u>
	<u>7,475</u>	<u>6,716</u>

In the prior year, certain directors were granted share options, in respect of their services to the Group, under the share option schemes of the Company, further details of which are set out in note 30 to the financial statements. The fair value of such options, which has been amortised to the income statement, was determined as at the date of grant and was included in the above directors' remuneration disclosures.

### (A) INDEPENDENT NON-EXECUTIVE DIRECTORS

The fees paid to independent non-executive directors during the year were as follows:

	2005 HK\$'000	2004 HK\$'000
Mr. Ede Hao Xi, Ronald	150	75
Mr. Ts'o Shun, Roy	120	60
Mr. Li Yueh Chen	120	60
	<u>390</u>	<u>195</u>

There were no other emoluments payable to the independent non-executive directors during the year (2004: Nil).

# Notes to Financial Statements

31 December 2005

## 11. DIRECTORS' REMUNERATION *(continued)*

### (B) EXECUTIVE DIRECTORS

	Salaries, allowances and benefits in kind HK\$'000	Bonuses HK\$'000	Employee share option benefits HK\$'000	Pension scheme contributions HK\$'000	Total remuneration HK\$'000
2005					
Mr. Zhang Shuyang	2,264	165	387	18	2,834
Mr. Tung Chi Wai, Terrence	1,936	125	328	12	2,401
Mr. Kazunori Watanabe	1,469	100	269	12	1,850
	<u>5,669</u>	<u>390</u>	<u>984</u>	<u>42</u>	<u>7,085</u>
2004					
Mr. Zhang Shuyang	2,178	225	201	—	2,604
Mr. Tung Chi Wai, Terrence	1,834	155	171	12	2,172
Mr. Kazunori Watanabe	1,485	120	140	—	1,745
	<u>5,497</u>	<u>500</u>	<u>512</u>	<u>12</u>	<u>6,521</u>

There was no arrangement under which a director waived or agreed to waive any remuneration during the year.

The above executive directors' remuneration are equivalent to the compensation of key management personnel of the Group.

# Notes to Financial Statements

31 December 2005

## 12. FIVE HIGHEST PAID EMPLOYEES

The five highest paid employees during the year included three (2004: three) directors, details of whose remuneration are disclosed in note 11 above. Details of the remuneration of the remaining two (2004: two) non-director, highest paid employees for the year are as follows:

	Group	
	2005 HK\$'000	2004 HK\$'000 (Restated)
Salaries, allowances and benefits in kind	1,589	1,903
Employee share option benefits	34	18
Pension scheme contributions	197	221
	<u>1,820</u>	<u>2,142</u>

The number of non-director, highest paid employees whose remuneration fell within the following bands is as follows:

	Number of employees	
	2005	2004
Nil to HK\$1,000,000	1	—
HK\$1,000,001 to HK\$1,500,000	1	2
	<u>2</u>	<u>2</u>

During the year, no share options were granted under the Company's share option schemes to the two non-director, highest paid employees in respect of their services to the Group.

# Notes to Financial Statements

31 December 2005

## 13. TAX

Hong Kong profits tax has been provided at the rate of 17.5% (2004: 17.5%) on the estimated assessable profits arising in Hong Kong during the year. Tax on profits assessable elsewhere, if applicable, have been calculated at the rates of tax prevailing in the regions in which the Group operates, based on existing legislation, interpretations and practices in respect thereof.

The subsidiaries operating in Mainland China were granted a tax concession whereby they enjoyed exemption from corporate income tax ("CIT") for two years starting from the first year in which they record assessable profits, after deducting tax losses brought forward, and are entitled to a 50% exemption from CIT for the following three years.

The tax concession granted to East Kit (China) expired prior to 1 January 2001. Upon obtaining an approval for additional concession with effect on 1 January 2002, East Kit (China) was granted a 50% exemption from the national portion and a full exemption from the local portion of CIT for three years as it qualified as a "hi-tech company" pursuant to the tax regulations in Mainland China. The CIT rate applied to East Kit (China) for the year was 12% (2004: 12%).

East Kit (Shanghai) was exempted from CIT for the year ended 31 December 2001 and was granted a 50% exemption from CIT from 1 January 2002 to 31 December 2004. After the tax concession, the CIT rate applied to East Kit (Shanghai) for the year was 27% (2004: 13.5%).

For the year ended 31 December 2004, Mitsumaru (Wuhu) reported its first year's profit since its establishment. The tax concession granted to Mitsumaru (Wuhu) then commenced on 1 January 2004. 2005 was the second year for Mitsumaru (Wuhu) to be exempted from CIT.

	2005 HK\$'000	2004 HK\$'000
Group:		
Current year provision:		
Hong Kong	1,181	—
Mainland China	2,727	4,674
	<hr/>	<hr/>
	3,908	4,674
Overprovision in prior years	(408)	—
Tax refunded	—	(7,395)
Deferred - note 28	975	310
	<hr/>	<hr/>
Total tax charge/(credit) for the year	4,475	(2,411)



# Notes to Financial Statements

31 December 2005

## 13. TAX (continued)

During the prior year, the Group decided to increase the capital contribution to East Kit (China) and East Kit (Shanghai) by capitalising the retained profits and the statutory surplus reserve of the respective companies to paid-up capital. In accordance with the tax regulations in Mainland China, CIT previously paid on retained profits and statutory surplus reserve being capitalised can be refunded. The refund of HK\$7,395,000 represented refunds arising from the capitalisation of the retained profits and the statutory surplus reserve in the prior year.

A reconciliation of the tax expense/(credit) applicable to profit before tax using the statutory rate to the tax expense/(credit) at the effective tax rate is as follows:

	Group	
	2005 HK\$'000	2004 HK\$'000 (Restated)
Profit before tax	19,404	6,045
Tax at the statutory tax rate of 17.5% (2004: 17.5%)	3,396	1,058
Effect on opening deferred tax of increase in rates	—	1,146
Adjustments in respect of current tax of previous periods	(408)	—
Different tax rates applicable to subsidiaries operating in Mainland China	(194)	(1,400)
Income not subject to tax	(266)	—
Expenses not deductible for tax	1,187	3,235
Tax losses not recognised	760	945
Tax refunded	—	(7,395)
Tax charge/(credit) at the Group's effective rate	4,475	(2,411)

## 14. NET PROFIT FROM ORDINARY ACTIVITIES ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT

The net profit from ordinary activities attributable to equity holders of the parent for the year ended 31 December 2005 dealt with in the financial statements of the Company was HK\$8,643,000 (2004: HK\$2,637,000 (restated)) (note 31(b)).

# Notes to Financial Statements

31 December 2005

## 15. DIVIDENDS

	2005 HK\$'000	2004 HK\$'000
Special (note)	—	65,000
Proposed final – HK1.125 cents (2004: HK0.75 cents) per ordinary share	<u>4,500</u>	<u>3,000</u>
	<u>4,500</u>	<u>68,000</u>

Note: Pursuant to a resolution passed by shareholders of Mitsumaru (Holdings), a subsidiary of the Group, on 19 June 2004, a special dividend of HK\$65,000,000 was proposed and declared. Such special dividend was paid to its shareholders, whose names appeared on the register of members of Mitsumaru (Holdings) on the same date. The rates of the dividend and the number of shares ranking for this dividend were not presented in the prior year as the directors considered that such information was not meaningful for the purpose of the financial statements.

The proposed final dividend for the year is subject to the approval of the Company's shareholders at the forthcoming annual general meeting.

## 16. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The calculation of basic earnings per share for the year is based on the profit for the year attributable to ordinary equity holders of the parent of HK\$15,216,000 (2004: HK\$8,552,000 (restated)), and 400,000,000 (2004: the weighted average number of 346,448,087) ordinary shares in issue during the year.

The diluted earnings per share amount for the year ended 31 December 2005 has not been disclosed as the outstanding options during the year have an anti-dilutive effect on the basic earnings per share for the year.

The calculation of diluted earnings per share for the prior year amount was based on the profit for the year attributable to ordinary equity holders of the parent of HK\$8,552,000 (restated). The weighted average number used in the calculation was the ordinary shares in issue during the prior year, which was 346,448,087 as used in the basic earnings per share calculation and the weighted average number of ordinary shares assumed to have been issued at no consideration on the deemed exercise, which was 721,834.

# Notes to Financial Statements

31 December 2005

## 17. PROPERTY, PLANT AND EQUIPMENT

Group

	Notes	Buildings HK\$'000 (Restated)	Plant and machinery HK\$'000	Motor vehicles HK\$'000	Office equipment HK\$'000	Construction in progress HK\$'000	Total HK\$'000 (Restated)
Cost:							
At 1 January 2004		27,864	3,585	7,655	9,036	—	48,140
Effect of adopting HKAS17	3	(11,812)	—	—	—	—	(11,812)
As restated		16,052	3,585	7,655	9,036	—	36,328
Additions		8,372	4,738	1,836	1,142	31,485	47,573
Write-off		—	—	(533)	—	—	(533)
Exchange realignment		140	19	32	41	—	232
At 31 December 2004		24,564	8,342	8,990	10,219	31,485	83,600
At 1 January 2005							
As previously reported		36,443	8,342	8,990	10,219	31,485	95,479
Effect of adopting HKAS17	3	(11,879)	—	—	—	—	(11,879)
As restated		24,564	8,342	8,990	10,219	31,485	83,600
Additions		2,472	8,805	2,263	12,240	8,891	34,671
Disposals		(5,872)	—	(3,113)	—	—	(8,985)
Transfer		39,776	—	—	—	(39,776)	—
Exchange realignments		686	118	133	135	5	1,077
At 31 December 2005		61,626	17,265	8,273	22,594	605	110,363
Accumulated depreciation:							
At 1 January 2004							
As previously reported		3,178	1,026	2,278	5,038	—	11,520
Effect of adopting HKAS17	3	(425)	—	—	—	—	(425)
As restated		2,753	1,026	2,278	5,038	—	11,095
Provided during the year	10	808	676	782	1,120	—	3,386
Write-off		—	—	(148)	—	—	(148)
Exchange realignment		5	5	5	24	—	39
At 31 December 2004		3,566	1,707	2,917	6,182	—	14,372

# Notes to Financial Statements

31 December 2005

## 17. PROPERTY, PLANT AND EQUIPMENT *(continued)*

Group *(continued)*

	Notes	Buildings HK\$'000 (Restated)	Plant and machinery HK\$'000	Motor vehicles HK\$'000	Office equipment HK\$'000	Construction in progress HK\$'000	Total HK\$'000 (Restated)
At 1 January 2005							
As previously reported		4,242	1,707	2,917	6,182	—	15,048
Effect of adopting HKAS17	3	(676)	—	—	—	—	(676)
As restated		3,566	1,707	2,917	6,182	—	14,372
Provided during the year	10	2,506	1,817	978	1,246	—	6,547
Disposals		(1,053)	—	(1,756)	—	—	(2,809)
Exchange realignments		58	45	36	102	—	241
At 31 December 2005		<u>5,077</u>	<u>3,569</u>	<u>2,175</u>	<u>7,530</u>	<u>—</u>	<u>18,351</u>
Net carrying amount:							
At 31 December 2005		<u>56,549</u>	<u>13,696</u>	<u>6,098</u>	<u>15,064</u>	<u>605</u>	<u>92,012</u>
At 31 December 2004 (Restated)		<u>20,998</u>	<u>6,635</u>	<u>6,073</u>	<u>4,037</u>	<u>31,485</u>	<u>69,228</u>

The Group's buildings are all located in Mainland China.

There were no items of property, plant and equipment held under finance leases included in the total amount of plant and machinery as at 31 December 2005 (2004: HK\$188,000).

# Notes to Financial Statements

31 December 2005

## 18. PREPAID LAND PREMIUMS

	Group	
	2005 HK\$'000	2004 HK\$'000 (Restated)
Carrying amount at 1 January		
As previously reported	—	—
Effect of adopting HKAS 17 (note 3)	11,203	11,387
As restated	11,203	11,387
Recognised during the year (note 10)	(248)	(248)
Exchange realignment	190	64
Carrying amount at 31 December	11,145	11,203
Current portion included in prepayments, deposits and other receivables	(248)	(248)
Non-current portion	10,897	10,955

The leasehold land is held under a medium term lease and is situated in Mainland China.

## 19. DEPOSIT PAID FOR ACQUISITION OF AN EQUITY INVESTMENT

On 13 December 2005, the Group entered into an agreement with a stated-owned enterprise, an independent third party to the Group, for the acquisition of a 38.5% equity interest in Cyber Opto-Electrical Technology Co., Ltd, a limited liability company established in the People's Republic of China, for a consideration of RMB30,800,000 (equivalent to HK\$29,615,000) (the "Acquisition"). The Acquisition constituted a discloseable transaction pursuant to the Listing Rules. As at 31 December 2005, a deposit of HK\$15,361,000 was paid by the Group. The Acquisition has not yet been completed to date as the approval from the State-Owned Assets Supervision and Administration Commission has not yet been obtained at the date of approval of these financial statements. Further details of the Acquisition were set out in the Company's circular dated 4 January 2006. The remaining balance for the Acquisition has been disclosed as a capital commitment to the Group in note 34 to the financial statements.

# Notes to Financial Statements

31 December 2005

## 20. INTERESTS IN SUBSIDIARIES

	Company	
	2005 HK\$'000	2004 HK\$'000
Unlisted shares, at cost	98,949	98,949
Due from subsidiaries	109,927	73,726
Due to a subsidiary	(2,521)	—
	<u>206,355</u>	<u>172,675</u>

The amounts due are unsecured, interest-free and have no fixed terms of repayment. The carrying amounts of the amounts due approximate their fair values.

Particulars of the principal subsidiaries are as follows:

Name	Place of incorporation/ registration and operations	Nominal value of issued ordinary/ registered and paid up share capital	Percentage of equity attributable to the Company		Principal activities
			Direct	Indirect	
Mitsumaru (Holdings) Limited	Hong Kong	Ordinary HK\$100 Deferred HK\$5,000,000	—	100	Investment holding
Mitsumaru (H.K.) Limited	Hong Kong	HK\$10,000	—	100	Trading of electronic components
East Kit Electronic (China) Co., Ltd.*	Mainland China	Paid-up registered US\$11,000,000	—	100	Design of the chassis of colour televisions and trading of electronic components

# Notes to Financial Statements

31 December 2005

## 20. INTERESTS IN SUBSIDIARIES *(continued)*

Name	Place of incorporation/ registration and operations	Nominal value of issued ordinary/ registered and paid up share capital	Percentage of equity attributable to the Company		Principal activities
			Direct	Indirect	
East Kit Electronic (Shanghai) Co., Ltd.*	Mainland China	Paid-up registered US\$8,700,000	—	100	Design of the chassis of colour televisions and trading of electronic components
Mitsumaru Electronic (Wuhu) Co., Ltd.*	Mainland China	Paid-up registered US\$1,300,000	—	100	Assembling of colour television sets and other electronic components
Kaern GmbH	Germany	Nominal EUR300,000	—	75	Trading of electronic components
Mitsumaru East Kit (Group) Limited (“Mitsumaru EK Group”)	BVI	HK\$1	100	—	Investment holding

\* These subsidiaries are registered as wholly-foreign-owned enterprises under the PRC law.

The above table lists the subsidiaries of the Company which, in the opinion of the directors, principally affected the results for the year or formed a substantial portion of the net assets of the Group. To give details of other subsidiaries would, in the opinion of the directors, result in particulars of excessive length.

## 21. RESTRICTED TIME DEPOSITS

Pursuant to agreements entered into between the Group and a supplier dated 28 June 2002 and 31 March 2005, the Group agreed to use certain of its bank deposits as security to guarantee the Group’s performance and settlement of all of its outstanding obligations and liabilities due to the supplier in connection with the supply of electronic components.

# Notes to Financial Statements

31 December 2005

## 22. INVENTORIES

	Group	
	2005 HK\$'000	2004 HK\$'000
Raw materials	73,086	50,478
Finished goods	51,724	31,343
	<u>124,810</u>	<u>81,821</u>

## 23. TRADE RECEIVABLES

The Group's trading terms with its customers are mainly on credit, except for the new customers, where payment in advance is normally required. The credit period generally ranges from 30 to 90 days, extending up to six months for major customers. Each customer has a maximum credit limit. The Group seeks to maintain strict control over its outstanding receivables and has a credit control department to minimise the credit risk. Overdue balances are reviewed regularly by senior management. In view of the aforementioned and the fact that the Group's trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk. Trade receivables are non-interest-bearing.

An aged analysis of the trade receivables as at the balance sheet date, based on the invoice date, is as follows:

	Group	
	2005 HK\$'000	2004 HK\$'000
Within 90 days	330,986	171,090
91 days to 180 days	24,057	33,681
181 days to one year	40,425	5,083
Over one year	17,292*	4,906
	<u>412,760</u>	<u>214,760</u>

\* As at 31 December 2005, part of the outstanding amount was secured by assets provided by customers of the Group.



# Notes to Financial Statements

31 December 2005

## 24. CASH AND CASH EQUIVALENTS AND PLEDGED DEPOSITS

	Notes	Group		Company	
		2005 HK\$'000	2004 HK\$'000	2005 HK\$'000	2004 HK\$'000
Cash and bank balances		86,761	57,393	853	26,535
Time deposits		61,009	35,604	—	—
		<u>147,770</u>	<u>92,997</u>	<u>853</u>	<u>26,535</u>
Less: Pledged bank balances					
for banking facilities	26	—	(4,050)	—	—
Pledged time deposits					
for banking facilities	26	(11,415)	(35,604)	—	—
Cash and cash equivalents		<u>136,355</u>	<u>53,343</u>	<u>853</u>	<u>26,535</u>

At the balance sheet date, the cash and bank balances of the Group that denominated in Renminbi ("RMB") amounted to HK\$34,640,000 (2004: HK\$17,993,000). The RMB is not freely convertible into other currencies, however, under Mainland China's Foreign Exchange Control Regulations and Administration of Settlement, Sale and Payment of Foreign Exchange Regulations, the Group is permitted to exchange RMB for other currencies through banks authorised to conduct foreign exchange business.

Cash at banks earns interest at floating rates based on daily bank deposits rates. Short term time deposits are made for varying periods of between one day and three months depending on the immediate cash requirements of the Group, and earn interest at the respective short term time deposit rates. The carrying amounts of the cash and cash equivalents and the pledged deposits approximate their fair values.

# Notes to Financial Statements

31 December 2005

## 25. TRADE AND BILLS PAYABLES

An aged analysis of the trade and bills payables as at the balance sheet date, based on the invoice date, is as follows:

	Group	
	2005 HK\$'000	2004 HK\$'000
Within 180 days	519,854	277,183
181 days to one year	24,424	7,314
One to two years	5,455	4,336
Over two years	9,422	5,884
	<u>559,155</u>	<u>294,717</u>

## 26. INTEREST-BEARING BANK LOANS

	Effective interest rate (%)	Maturity	Group	
			2005 HK\$'000	2004 HK\$'000
<b>Current</b>				
Bank overdrafts - secured	—	—	—	1,093
Bank loans - secured	5.58 - 7	2006	116,899	56,311
Bank loans - unsecured	—	—	—	7,547
			<u>116,899</u>	<u>64,951</u>

	Group	
	2005 HK\$'000	2004 HK\$'000
Analysed into:		
Bank loans and overdrafts repayable within one year or on demand	<u>116,899</u>	<u>64,951</u>

# Notes to Financial Statements

31 December 2005

## 26. INTEREST-BEARING BANK LOANS *(continued)*

At 31 December 2005, the Group's bank loans, together with the banking facilities, were secured by the followings:

- (a) time deposits of the Group amounted to HK\$11,415,000 (note 24); and
- (b) corporate guarantees executed by the Company.

At 31 December 2004, the Group's bank loans, together with the banking facilities, were secured by the followings:

- (a) bank balances and time deposits of the Group amounted to HK\$39,654,000 (note 24);
- (b) a legal charge on a property held by a director of the Company which was released in January 2005;
- (c) corporate guarantees executed by the Company; and
- (d) a personal guarantee given by the directors of the Company which was released in April 2005.

Other interest rate information:

	Group			
	2005		2004	
	Fixed rate HK\$'000	Floating rate HK\$'000	Fixed rate HK\$'000	Floating rate HK\$'000
Bank overdrafts - secured	—	—	—	1,093
Bank loans - secured	29,762	87,137	—	56,311
Bank loans - unsecured	—	—	7,547	—
	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>

The carrying amounts of the Group's bank loans approximate their fair values.

# Notes to Financial Statements

31 December 2005

## 27. FINANCE LEASE PAYABLES

The Group leases certain office equipment. These leases are classified as finance leases.

At 31 December 2005, the total future minimum lease payments under finance leases and their present values, were set out below:

Group	Minimum lease payments 2005 HK\$'000	Minimum lease payments 2004 HK\$'000	Present value of minimum lease payments 2005 HK\$'000	Present value of minimum lease payments 2004 HK\$'000
Amounts payable within one year and total minimum finance lease payments	—	97	—	96
Future finance charges	—	(1)		
Total net finance lease payables	—	96		
Portion classified as current liabilities	—	(96)		
Non-current portion	—	—		

**28. DEFERRED TAX**

The movements in deferred tax assets and liabilities during the year are as follows:

**Group****Deferred tax assets**

	Provision for bad and doubtful debts HK\$'000
At 1 January 2004	21,987
Exchange realignment	114
	<hr/>
At 31 December 2004	22,101
Deferred tax charged to the income statement during the year (note 13)	(1,653)
Exchange realignment	372
	<hr/>
At 31 December 2005	<u>20,820</u>

The Group has tax losses arising in Hong Kong of HK\$9,740,000 (2004: HK\$5,399,000). Deferred tax assets have not been recognised in respect of these losses as they have arisen in subsidiaries that have been loss-making for some time, or it is not probable that sufficient taxable profits will be available to allow all or part of the deferred tax assets to be utilised.

**Deferred tax liabilities**

	Uninvoiced sales HK\$'000
At 1 January 2004	912
Deferred tax charged to the income statement during the year (note 13)	310
Exchange realignment	4
	<hr/>
At 31 December 2004	1,226
Deferred tax credited to the income statement during the year (note 13)	(678)
Exchange realignment	14
	<hr/>
At 31 December 2005	<u>562</u>

# Notes to Financial Statements

31 December 2005

## 29. SHARE CAPITAL

### SHARES

	2005 HK\$'000	2004 HK\$'000
Authorised:		
1,000,000,000 (2004: 1,000,000,000) ordinary shares of HK\$0.1 each	<u>100,000</u>	<u>100,000</u>
Issued and fully paid:		
400,000,000 (2004: 400,000,000) ordinary shares of HK\$0.1 each	<u>40,000</u>	<u>40,000</u>

There were no movements in the Company's share capital during the year ended 31 December 2005.

Movements in the Company's issued share capital for the year ended 31 December 2004 are summarised as follows:

	Number of ordinary shares	Issued share capital	Share premium account	Total
Notes	'000	HK\$'000	HK\$'000	HK\$'000
At 1 January 2004	300,000	10	—	10
Capitalisation issue through the share premium account	(a) —	29,990	(29,990)	—
Issue of shares	(b) 100,000	10,000	96,800	106,800
Share issue expenses	(b) —	—	(14,253)	(14,253)
At 31 December 2004	<u>400,000</u>	<u>40,000</u>	<u>52,557</u>	<u>92,557</u>

- (a) On 22 June 2004, the directors were authorised to capitalise and apply the amount of HK\$29,900,000 from an amount standing to the credit of the share premium account as issued capital to pay in full at par 299,900,000 ordinary shares for allotment and issue in proportion to their then respective shareholding in the Company, namely, as to 248,917,000 shares to Z-Idea, 44,985,000 shares to Good Day International Limited and 5,998,000 shares to T-Square Company Limited. The capitalisation issue became unconditional upon the placing and the public offer were completed on 15 July 2004 (note 31(b)).
- (b) On 15 July 2004, 100,000,000 ordinary shares of HK\$0.1 each were issued at an issue price of HK\$1.068 each for a total cash consideration of HK\$106,800,000 through an initial public offering by way of placing and public offer. Share issue expenses of HK\$14,253,000 were incurred in connection with the Company's initial public offering and were charged to the share premium account (note 31(b)).

## 29. SHARE CAPITAL *(continued)*

### SHARE OPTIONS

Details of the Company's share option schemes and the share options issued under the schemes are included in note 30 to the financial statements.

## 30. SHARE OPTION SCHEMES

Pursuant to an ordinary resolution passed at an extraordinary general meeting of the Company held on 22 June 2004, the Company approved and adopted a share option scheme (the "Scheme") and a pre-IPO share option scheme (the "Pre-IPO Scheme"). The purpose of these two schemes is to provide incentives and/or rewards to any director, consultant, advisor person including full-time or part-time employee of the Company and its subsidiaries, at the sole discretion of the board, for their contribution to, and their continuing efforts to promote the interests of the Company. The schemes became effective on 22 June 2004 and, unless otherwise cancelled or amended, will remain in force for 10 years from that date.

### THE SCHEME

The maximum number of unexercised share options currently permitted to be granted under the Scheme is an amount equivalent, upon their exercise, to 10% of the shares of the Company in issue at any time. The maximum number of shares issuable under share options to each eligible participant in the Scheme within any 12-month period, is limited to 1% of the shares of the Company in issue at any time. Any further grant of share options in excess of this limit is subject to shareholders' approval in a general meeting.

Share options granted to a director, chief executive or substantial shareholder of the Company, are subject to approval in advance by the independent non-executive directors. In addition, any share options granted to a substantial shareholder or an independent non-executive director of the Company, in excess of 0.1% of the shares of the Company in issue at any time or with an aggregate value (based on the price of the Company's shares at the date of the grant) in excess of HK\$5 million, within any 12-month period, are subject to shareholders' approval in a general meeting.

The offer of a grant of share options may be accepted within 21 days from the date of the offer. The exercise period of the share options granted is determinable by the directors, and commences after a certain vesting period and ends on a date which is not later than five years from the date of the offer of the share options or the expiry date of the Scheme, whichever is earlier.

The exercise price of the share options is determinable by the directors, but may not be less than the higher of (i) the Stock Exchange closing price of the Company's shares on the date of the offer of the share options; and (ii) the average Stock Exchange closing price of the Company's shares for the five trading days immediately preceding the date of the offer.

Share options do not confer rights on the holders to dividends or to vote at shareholders' meetings.

At 31 December 2005 and up to the date of approval of these financial statements, no share options have been granted under the Scheme.

At the date of approval of these financial statements, the total number of shares available for issue under the Scheme is 40,000,000 shares, representing 10% of the total issued share capital of the Company on that date.

# Notes to Financial Statements

31 December 2005

## 30. SHARE OPTION SCHEMES *(continued)*

### THE PRE-IPO SCHEME

The purpose and the principal terms of the Pre-IPO Scheme, approved and adopted by the Company's shareholders on 22 June 2004, are substantially the same as the purpose and the terms of the Scheme except that:

- (i) The subscription price per share shall be the price of each share issued under the public offering, that is, HK\$1.068 per share;
- (ii) The maximum number of shares which may be issued upon the exercise of all options granted under the Pre-IPO Scheme shall be 35,000,000 shares; and
- (iii) Save for the options which have been granted but have not lapsed, been cancelled or exercised in full under the Pre-IPO Scheme as set out below, no further options will be offered or granted under the Pre-IPO Scheme after the day immediately prior to the listing of the Company's shares on the Stock Exchange.

On 25 June 2004, options to subscribe for 35,000,000 shares at an exercise price of HK\$1.068 were granted by the Company under the Pre-IPO Scheme to a total of 91 employees of the Company at a consideration of HK\$1.00 per option under the Pre-IPO Scheme.



# Notes to Financial Statements

31 December 2005

## 30. SHARE OPTION SCHEMES (continued)

### THE PRE-IPO SCHEME (continued)

The following outstanding share options which are exercisable for shares under the Pre-IPO Scheme during the year were as follows:

Name or category of participant	At 1 January 2005	Granted during the year	Exercised/ expired/ forfeited during the year	At 31 December 2005	Date of grant of options	Exercisable period*	Exercise price of options HK\$
<b>Directors</b>							
Mr. Zhang Shuyang	2,300,000	—	—	2,300,000	25 June 2004	25 June 2004-24 June 2014	1.068
Mr. Tung Chi Wai, Terrence	1,950,000	—	—	1,950,000	25 June 2004	25 June 2004-24 June 2014	1.068
Mr. Kazunori Watanabe	1,600,000	—	—	1,600,000	25 June 2004	25 June 2004-24 June 2014	1.068
	<u>5,850,000</u>	<u>—</u>	<u>—</u>	<u>5,850,000</u>			
<b>Other employees</b>							
In aggregate	29,150,000	—	(680,000)	28,470,000	25 June 2004	25 June 2004-24 June 2014	1.068
	<u>35,000,000</u>	<u>—</u>	<u>(680,000)</u>	<u>34,320,000</u>			

\* Each option has a 10-year exercise period commencing from 25 June 2004 to 24 June 2014. Within the 10-year exercise period, there is a total vesting period of four years. Commencing on the first, second, third and fourth anniversaries of the date of grant of an option, the relevant grantee may exercise up to 0%, 33%, 67% and 100%, respectively, of the shares comprised in his or her option (less any number of shares in respect of which the option has been previously exercised).

# Notes to Financial Statements

31 December 2005

## 30. SHARE OPTION SCHEMES *(continued)*

### THE PRE-IPO SCHEME *(continued)*

The fair value of the Pre-IPO share options granted on 25 June 2004 was HK\$7,598,000 which was estimated by Vigers Appraisal & Consulting Limited, independent professionally qualified valuers using binomial model taking into account the terms and conditions upon which the options were granted. The following table lists the inputs to the model used for calculating the fair value of the Pre-IPO share options at the date of grant as follows:

Dividend yield (%)	0.72
Historical volatility (%)	45.00
Risk-free interest rate (%)	4.47
Expected life of option (year)	10.00
Share price at date of grant (HK\$)	1.07

The expected volatility reflects the assumption that the historical volatility is indicative of future trends, which may also not necessarily be the actual outcome. No other feature of the Pre-IPO share options was incorporated into the measurement of the fair value.

## 31. RESERVES

### (A) GROUP

The amounts of the Group's reserves and the movements therein for the current and the prior year are presented in the consolidated statement of changes in equity on page 42 of the financial statements.

The Group's contributed surplus represents the difference between the nominal value of the shares of the subsidiaries acquired pursuant to the group reorganisation, over the nominal value of the Company's shares issued in exchange therefor.

In accordance with the relevant regulation in Mainland China, the subsidiaries operating in Mainland China are required to transfer 10% of their profits after tax, as determined under the accounting regulations in Mainland China, to the statutory surplus reserve, until the balance of the fund reaches 50% of their respective registered capital. The statutory surplus reserve and the expansion reserve are non-distributable, and subject to certain restrictions set out in the relevant regulations in Mainland China. These reserves can be used either to offset against accumulated losses or be capitalised as paid-up capital. However, such balance of the statutory surplus reserve must be maintained at a minimum of 25% of paid-up capital after above mentioned usages.

For the year ended 31 December 2005, the profit appropriation represented the appropriation of statutory surplus reserve of up to 25% of the paid-up capital for fulfillment of the above statutory requirements.

The appropriation of statutory surplus reserve to retained profits was made with respect to the capitalisation of statutory surplus reserve and retained profits as paid-up capital of East Kit (China) and East Kit (Shanghai) in 2003.

# Notes to Financial Statements

31 December 2005

## 31. RESERVES (continued)

### (B) COMPANY

	Notes	Share premium account HK\$'000	Pre-IPO share option reserve HK\$'000	Contributed surplus HK\$'000	Retained profits/ (accumulated losses) HK\$'000	Total HK\$'000
At 30 January 2004 (date of incorporation)		—	—	—	—	—
Shares issued as consideration for the acquisition of the entire issued capital of the Mitsumaru EK Group		—	—	98,938	—	98,938
Capitalisation issue through the share premium account	29	(29,990)	—	—	—	(29,990)
Issue of shares	29	96,800	—	—	—	96,800
Share issue expenses	29	(14,253)	—	—	—	(14,253)
Equity-settled share option arrangements		—	1,455	—	—	1,455
Net profit for the period (as restated)		—	—	—	2,637	2,637
Proposed final 2004 dividend	15	—	—	—	(3,000)	(3,000)
At 31 December 2004		<u>52,557</u>	<u>1,455</u>	<u>98,938</u>	<u>(363)</u>	<u>152,587</u>
At 1 January 2005						
As previously reported		52,557	—	98,938	1,092	152,587
Prior year adjustment	3(b)	—	1,455	—	(1,455)	—
As restated		52,557	1,455	98,938	(363)	152,587
Equity-settled share option arrangements	3(b)	—	2,796	—	—	2,796
Net profit for the year		—	—	—	8,643	8,643
Proposed final 2005 dividend	15	—	—	—	(4,500)	(4,500)
At 31 December 2005		<u>52,557</u>	<u>4,251</u>	<u>98,938</u>	<u>3,780</u>	<u>159,526</u>

# Notes to Financial Statements

31 December 2005

## 31. RESERVES *(continued)*

### (B) COMPANY *(continued)*

The Company's contributed surplus represents the excess of the fair value of the shares of the subsidiaries acquired pursuant to the group reorganisation completed in 2004, over the nominal value of the Company's shares issued in exchange therefor. Under the Companies Law (2004 Revision) of the Cayman Islands, the Company's share premium account and contributed surplus may be distributed to the shareholders of the Company, provided that immediately following the date on which the dividend is proposed to be distributed, the Company will be in a position to pay off its debts as and when they fall due in the ordinary course of business.

## 32. CONTINGENT LIABILITIES

### CORPORATE GUARANTEES

At 31 December 2005, total guarantees given to banks by the Company in connection with facilities granted to subsidiaries amounted to HK\$130,700,000 (2004: HK\$102,500,000). The banking facilities granted to the subsidiaries subject to guarantees given to the banks by the Company were utilised to the extent of approximately HK\$90,857,000 (2004: HK\$62,304,000).

### LITIGATION

On 28 July 2004, the Company announced that East Kit Industries Limited and East Kit Electronic Manufacturing Co. Ltd (collectively known as the "Plaintiffs") applied to the court and an interim injunction was granted by the court against the Company on 23 July 2004, which restrained the Company from using the words "East Kit" and the characters "東傑" as part of its name in Hong Kong (the "Interim Injunction").

A consent order (the "Consent Order") was made by the court on 30 July 2004. The Consent Order has released many restrictions previously imposed on the Company by the Interim Injunction. A hearing date of the Plaintiffs' inter parties summons (the "Summons") will be fixed by the court. The directors of the Company contested the Summons vigorously.

After the hearing of the Summons during the period from 3 November 2004 to 5 November 2004, the Interim Injunction imposed on the Company was successfully discharged on 5 November 2004 and the high court also refused to grant the Plaintiffs' application for a renewal of the Consent Order after hearing of the Plaintiffs' summons. As a result, the Company is no longer subject to any restrictions in using the words "East Kit" or words confusing similar as part of its English company name or characters "東傑" or any characters as part of its Chinese company name in Hong Kong, under the Interim Injunction or the Consent Order.

On 5 November 2004, it was ordered by the high court that there would be a speedy trial in respect of the Plaintiffs' allegation that the Company has, among other things, passed off its business as being connected with that of the Plaintiffs (the "Speedy Trial"). The Company will contest such proceedings at the Speedy Trial vigorously.

Discussions to settle this action have taken place and the Company has proposed terms of settlement to the Plaintiff of which no response has yet been received from the Plaintiff. The next trial has been set on 10 January 2007. The directors consider that the litigation should not have any material adverse effect to the Group's financial statements for the year.

# Notes to Financial Statements

31 December 2005

## 32. CONTINGENT LIABILITIES *(continued)*

For the year ended 31 December 2005, the Group incurred legal and professional fees in an aggregate amount of HK\$1,547,000 (2004: HK\$5,586,000) for this litigation. Such amount was charged to the income statement for the year under "Other operating expenses".

## 33. OPERATING LEASE ARRANGEMENTS

The Group leases its office properties under operating lease arrangements which are negotiated for terms of one to two years. At 31 December 2005, the Group had total future minimum lease payments under non-cancellable operating leases in respect of land and buildings falling due as follows:

	Group	
	2005 HK\$'000	2004 HK\$'000
Within one year	555	1,009
In the second to fifth years, inclusive	1,991	664
After five years	2,043	—
	<u>4,589</u>	<u>1,673</u>

## 34. COMMITMENTS

In addition to the operating lease commitments detailed in note 33 above, the Group had the following capital commitments at the balance sheet date:

	Group	
	2005 HK\$'000	2004 HK\$'000
Contracted, but not provided for the acquisition of plant and machinery	<u>6,149<sup>#</sup></u>	<u>6,656</u>
Authorised, but not contracted for the acquisition of plant and machinery	<u>—</u>	<u>4,245</u>
Contracted, but not provided for the acquisition of an equity investment	<u>14,254</u>	<u>—</u>
	<u>20,403</u>	<u>10,901</u>

<sup>#</sup> During the year ended 31 December 2005, the Group entered into an agreement for purchases of moulds with a total contract sum of HK\$23,700,000. As at 31 December 2005, the Group paid a deposit of HK\$17,551,000 and the unpaid amount was disclosed as a capital commitment to the Group.

At the balance sheet date, the Company did not have any other significant commitments.

# Notes to Financial Statements

31 December 2005

## 35. RELATED PARTY TRANSACTIONS

Other than those disclosed elsewhere in the financial statements, the Group had the following related party transaction. In the prior year, East Kit (China) entered into an agreement with Mr. Zhang Shuyang, the Chairman of the Company, pursuant to which East Kit (China) agreed to transfer its 32% equity interest in Hangzhou Guoxin Technology Company Limited ("Hangzhou Guoxin") to Mr. Zhang Shuyang at a consideration of RMB3,200,000, which was determined by the proportionate face value of the registered capital of Hangzhou Guoxin (the "Disposal"). At 31 December 2004, the Disposal was completed and the Group recorded a loss on disposal of other investment of HK\$601,000 (note 10).

## 36. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group does not have written risk management policies and guidelines. However, the board of directors meets periodically to analyse and formulate measures to manage the Group's exposure to market risk, including principally changes in interest rates and currency exchanges rates. Generally, the Group introduces conservative strategies on risk management. As the Group's exposure to the market risk is kept at a minimum, the Group has not used any derivatives and other instruments for hedging purposes. The Group does not hold or issue derivative financial instruments for trading purposes.

At 31 December 2005, the Group's financial instruments mainly comprise cash and cash equivalents, trade receivables, other receivables, trade payables, other payables, bank loans and financial leases payables.

### (A) FAIR VALUE AND CASH FLOW INTEREST RATE RISKS

Fair value interest rate risk is the risk that the value of a financial instrument will fluctuate because of changes in market interest rates. Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to fair value and cash flow interest rate risks is minimal as the Group does not have any long term financial assets and liabilities.

### (B) FOREIGN CURRENCY RISK

The Group's monetary assets, loans and transactions are principally denominated in Hong Kong Dollars ("HK\$"), RMB and United States Dollars ("US\$"). The Group is exposed to foreign exchange risk arising from the exposure of HK\$ against RMB and US\$. Considering that the exchange rate between HK\$ and US\$ is pegged, and that there is insignificant fluctuation in the exchange rate between HK\$ and RMB, the Group believes its exposure to exchange rate risk is minimal. At present, the Group does not intend to seek to hedge its exposure to foreign exchange fluctuations. However, the Group will constantly review the economic situation and its foreign exchange risk profile, and will consider appropriate hedging measures in future as may be necessary.

## **36. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES** *(continued)*

### **(C) CREDIT RISK**

The Group trades only with recognised and creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis and the Group's exposure to bad debts is not significant.

The credit risk of the Group's other financial assets, which comprise cash and cash equivalents and equity investments at fair value through profit or loss, arises from default of the counterparty, with a maximum exposure equal to the carrying amount of these instruments.

Since the Group trades only with recognised and creditworthy third parties, there is no requirement for collateral.

## **37. COMPARATIVE AMOUNTS**

As further explained in note 3 to the financial statements, due to the adoption of new and revised HKFRSs during the current year, the accounting treatment and presentation of certain items and balances in the financial statements have been revised to comply with the new requirements. Accordingly, a prior year adjustment has been made and certain comparative amounts have been reclassified and restated to conform to the current year's presentation and accounting treatment.

## **38. APPROVAL OF THE FINANCIAL STATEMENTS**

The financial statements were approved and authorised for issue by the board of directors on 25 April 2006.