

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報告附註

For the year ended 30 June 2006 截至二零零六年六月三十日止年度

1. GENERAL

The Company is a public limited company incorporated in the Cayman Islands under the Companies Law (Revised) Chapter 22 of the Cayman Islands as an exempted company with its shares listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). Its ultimate holding company is Champion Technology Holdings Limited ("Champion"), a company which was originally incorporated in the Cayman Islands but subsequently re-domiciled to Bermuda, and its shares are also listed on the Stock Exchange. The addresses of the registered office and principal place of business of the Company are disclosed in the Corporate Information section of the annual report.

The consolidated financial statements are presented in Hong Kong dollars, which is the same as the functional currency of the Company.

The Company is an investment holding company. The principal activities of its subsidiaries are set out in note 42.

2. APPLICATION OF NEW HONG KONG FINANCIAL REPORTING STANDARDS/CHANGES IN ACCOUNTING POLICIES

In the current year, the Group has applied, for the first time, a number of new Hong Kong Financial Reporting Standards ("HKFRSs"), Hong Kong Accounting Standards ("HKASs") and Interpretations ("INT") (hereinafter collectively referred to as "new HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") that are effective for accounting periods beginning on or after 1 January 2005. The application of the new HKFRSs has resulted in a change in the presentation of the consolidated income statement, consolidated balance sheet and the consolidated statement of changes in equity. In particular, the presentation of minority interests has been changed as required by HKAS 1 "Presentation of financial statements". The changes in presentation have been applied retrospectively. The adoption of the new HKFRSs has resulted in changes to the Group's accounting policies in the following areas that have an effect on how the results for the current and/or prior accounting years are prepared and presented.

BUSINESS COMBINATIONS

In the current year, the Group has applied HKFRS 3 "Business combinations" which is effective for business combination for which the agreement date is on or after 1 January 2005 and for previously recognised goodwill. The principal effects of the application of HKFRS 3 to the Group is summarised below:

Goodwill

In previous years, goodwill arising on acquisitions prior to 1 July 2001 was held in reserves. Goodwill previously recognised in reserves approximately HK\$44,036,000 has been transferred to the Group's retained profits on 1 July 2005 (see note 3 for the financial impact).

1. 簡介

本公司乃根據開曼群島之公司法例（經修訂）第二十二章在開曼群島註冊成立為獲豁免之公眾有限公司，其股份於香港聯合交易所有限公司（「聯交所」）上市。本公司之最終控股公司冠軍科技集團有限公司（「冠軍」）亦為原先在開曼群島註冊成立，惟其後已遷冊往百慕達之公司，其股份亦於聯交所上市。本公司註冊辦事處及主要營業地點之地址已於年報企業資信一節中披露。

綜合財務報告乃以港元呈列，而港元亦為本公司之功能貨幣。

本公司乃一間投資控股公司。其附屬公司之主要業務載於附註42。

2. 採納新香港財務報告準則／會計政策之變動

於本年度內，本集團已首次採納多項香港會計師公會（「香港會計師公會」）頒佈，且於二零零五年一月一日或之後開始之會計期間生效之新訂香港財務報告準則（「香港財務報告準則」）、香港會計準則（「香港會計準則」）及詮釋（「詮釋」）（下文統稱「新香港財務報告準則」）。採用新香港財務報告準則導致綜合損益表、綜合資產負債表及綜合股本權益變動表之呈列方式發生變動。尤為重要者，少數股東權益之呈列方式已按香港會計準則第1號「財務報告之呈列」之規定作出變動。呈列方式之變動已追溯應用。採納新香港財務報告準則導致本集團下列項目之會計政策發生變動，從而對當前及／或過往會計年度之業績之編製及呈列方式造成影響。

業務合併

於本年度，本集團已應用香港財務報告準則第3號「業務合併」，該準則適用於協議訂立日期為二零零五年一月一日或其後之業務合併及過往確認之商譽。本集團應用香港財務報告準則第3號之主要影響概述如下：

商譽

於過往年度，於二零零一年七月一日前進行收購所產生之商譽乃持作儲備。過往於儲備確認之商譽約44,036,000港元已於二零零五年七月一日轉撥至本集團之保留溢利（財務影響詳見附註3）。

2. APPLICATION OF NEW HONG KONG FINANCIAL REPORTING STANDARDS/CHANGES IN ACCOUNTING POLICIES (Continued)

BUSINESS COMBINATIONS (Continued)

Goodwill (Continued)

Goodwill arising on acquisitions after 1 January 2005 is measured at cost less accumulated impairment losses (if any) after initial recognition. As a result of this change in accounting policy, no amortisation of goodwill has been charged in the current year in respect of the business combination in the current year (see note 3 for the financial impact).

FINANCIAL INSTRUMENTS

In the current year, the Group has applied HKAS 32 "Financial instruments: disclosure and presentation" and HKAS 39 "Financial instruments: recognition and measurement". HKAS 32 requires retrospective application. HKAS 39, which is effective for annual periods beginning on or after 1 January 2005, generally does not permit the recognition, derecognition or measurement of financial assets and liabilities on a retrospective basis. The principal effects resulting from the implementation of HKAS 39 and HKAS 32 are summarised below:

Convertible bonds

Previously, the convertible bonds were classified as liabilities and recorded at the proceeds received on the balance sheet. The additional subscription rights granted to the convertible bond holders to subscribe for shares of the company at a fixed price was not recognised on the balance sheet.

On application of HKAS 32, the additional subscription rights granted are recorded at fair value and the amount is deducted from the carrying amount of the convertible bonds. The fair value of the subscription rights amounting to HK\$1,850,000, will remain in subscription right reserve until the subscription rights are exercised (in which case the balance stated in subscription right reserve will be transferred to share premium). Where the subscription rights remain unexercised at the expiry date, the balance stated in subscription right reserve will be released to the retained profits. No gain or loss is recognised in profit or loss upon exercise or expiration of the subscription rights. In accordance with HKAS 32, the adjustment has been retrospectively applied.

2. 採納新香港財務報告準則／會計政策之變動 (續)

業務合併 (續)

商譽 (續)

於二零零五年一月一日後由收購產生之商譽按成本減初始確認時之累計減值虧損(如有)計算。由於此項會計政策之變動，本年度並無就本年度之業務合併商譽攤銷之開支(財務影響詳見附註3)。

金融工具

於本年度內，本集團已採納香港會計準則第32號「金融工具：披露及呈列」以及香港會計準則第39號「金融工具：確認及計量」。香港會計準則第32號須追溯應用。香港會計準則第39號乃於二零零五年一月一日或之後開始之年度期間生效之香港會計準則第39號，一般不容許追溯確認、取消確認或計量財務資產及負債。採納香港會計準則第39號及第32號之主要影響概述如下：

可換股債券

可換股債券以往分類為負債，並按已收所得款項於資產負債表入賬。授予可換股債券持有人可按固定價格認購本公司股份之額外認購權並無於資產負債表確認。

於採納香港會計準則第32號後，授出之額外認購權按公平價值計算，金額乃自可換股債券之賬面值扣除。認購權之公平價值1,850,000港元將於認購權儲備內保留，直至認購獲行使為止，如屬此情況，有關認購權儲備之結餘將轉撥至股份溢價賬。倘認購於有效期屆滿時尚未行使，則有關認購權儲備之結餘將轉撥至附屬公司之保留溢利。於認購獲兌換或有效期屆滿後，不會在損益表內確認盈虧。根據香港會計準則第32號，該調整已被追溯應用。

2. APPLICATION OF NEW HONG KONG FINANCIAL REPORTING STANDARDS/CHANGES IN ACCOUNTING POLICIES (Continued)

FINANCIAL INSTRUMENTS (Continued)

Convertible bonds (Continued)

On application of HKAS 39, on 1 July 2005, the convertible bonds were classified into a liability component, a conversion option, a call and put option and an early redemption option. As the conversion option of the convertible bonds will not result in the settlement of a fixed amount for fixed number of equity instruments, it is regarded as derivatives. Derivatives embedded in a financial instrument are treated as separated derivatives when their economic risks and characteristics are not closely related to those of the host contract (the liability component) and the host contract is not carried at fair value through profit or loss.

On 1 July 2005, the Group has elected to designate its convertible bonds with embedded derivatives as whole as financial liabilities at fair value through profit or loss on initial recognition. At each subsequent balance sheet date, the entire convertible bonds will be measured at fair value, with changes in fair value recognised directly in profit or loss in the period in which they arise. In accordance with relevant transitional provisions of HKAS 39, carrying amount of convertible bonds as at 1 July 2005 was increased by approximately HK\$10,460,000 with a corresponding decrease in retained profits, being the fair value adjustment on 1 July 2005 (see note 3 for the financial impact).

Transaction costs that are directly attributable to the issue of the convertible bonds designated as financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Classification and measurement of financial assets and financial liabilities

The Group has applied the relevant transitional provisions in HKAS 39 with respect to classification and measurement of financial assets and financial liabilities that are within the scope of HKAS 39.

By 30 June 2005, the Group classified and measured its debt and equity securities in accordance with the benchmark treatment of Statement of Standard Accounting Practice 24 ("SSAP 24"). Under SSAP 24, investments in debt or equity securities are classified as "investment securities", "other investments" or "held-to-maturity investments" as appropriate. "Investment securities" are carried at cost less impairment losses (if any) while "other investments" are measured at fair value, with unrealised gains or losses included in the profit or loss. Held-to-maturity investments are carried at amortised cost less impairment losses (if any). From 1 July 2005 onwards, the Group classifies and measures its debt and equity securities in accordance with HKAS 39. Under HKAS 39, financial assets are classified as "financial assets at fair value through profit or loss", "available-for-sale financial assets", "loans and receivables", or "held-to-maturity financial assets". "Financial assets at fair value through profit or loss" and "available-for-sale financial assets" are carried at fair value, with changes in fair values recognised in profit or loss and equity respectively. Available-for-sale equity investments that do not have quoted market prices in an active market and whose fair value cannot be reliably measured and derivatives that are linked to and must be settled by delivery of such unquoted equity instruments are measured at cost less impairment after initial recognition. "Loans and receivables" and "held-to-maturity financial assets" are measured at amortised cost using the effective interest method.

2. 採納新香港財務報告準則／會計政策之變動 (續)

金融工具 (續)

可換股債券 (續)

於採納香港會計準則第39號後，可換股債券於二零零五年七月一日分類為負債部份、換股期權、認購及認沽權及提早贖回期權。由於可換股債券之換股期權將不會導致按固定金額交換固定數目股本工具之交付，故被列為衍生工具。當內含衍生工具經濟風險及特徵未與主合約（負債部分）密切相關時，及主合約未按公平價值於損益表列賬時，其金融工具被視為個別衍生工具。

於二零零五年七月一日，本集團選擇於初步確認時指定內含衍生工具之可換股債券整體為按公平價值於損益表列賬之財務負債。於其後各結算日，所有可換股債券按公平價值計算，公平價值之變動於發生期內直接於損益表內確認。根據香港會計準則第39號之相關過渡性條文，於二零零五年七月一日可換股債券增加約10,460,000港元，保留溢利及少數股東權益則按二零零五年七月一日之公平價值所作相對調整（財務影響詳見附註3而相應減少）。

發行指定為按公平價值於損益表列賬之財務負債之可換股債券，其直接應佔交易成本即於損益表確認入賬。

財務資產及財務負債之分類及計量

本集團已應用香港會計準則第39號之相關過渡性條文，有關準則關於香港會計準則第39號範疇內之財務資產及財務負債之分類及計量。

於二零零五年六月三十日，本集團乃按照會計實務準則第24號（「會計實務準則第24號」）之基準處理方法以分類及計量其債務及股本證券。根據會計實務準則第24號，債務或股本證券之投資適當分類為「投資證券」、「其他投資」或「持有至到期之投資」。「投資證券」按成本減減值虧損（如有）列賬；「其他投資」按公平價值列賬，其未變現盈虧計入損益表。持有至到期之投資按攤銷成本減減值虧損（如有）列賬。自二零零五年七月一日起，本集團乃根據香港會計準則第39號分類及計量其債務及股本證券。根據香港會計準則第39號，財務資產分類為「按公平價值於損益表列賬之財務資產」、「可供出售財務資產」、「貸款及應收款項」或「持有至到期之財務資產」。「按公平價值於損益表列賬之財務資產」及「可供出售財務資產」按公平價值列賬，而有關公平價值之變動則分別於損益表及股本中確認。在活躍市場上並無已報市價之可供出售股本投資，其公平價值無法可靠地計算，與該等非上市股本工具有關並須以交付該等工具結算之衍生工具，則須於初步確認後按成本減減值損失計量「貸款及應收款項」及「持有至到期之財務資產」以實際利息法按攤銷成本計算。

2. APPLICATION OF NEW HONG KONG FINANCIAL REPORTING STANDARDS/CHANGES IN ACCOUNTING POLICIES (Continued)

FINANCIAL INSTRUMENTS (Continued)

Classification and measurement of financial assets and financial liabilities (Continued)

On 1 July 2005, the Group classified and measured its debt and equity securities in accordance with the requirements of HKAS 39. As a result of the adoption of HKAS 39, the Group reclassified "Interest in e-commerce projects" and "Investments" recorded in the consolidated balance sheet at 1 July 2005 amounting to HK\$72,818,000 and HK\$129,467,000 respectively as "Available-for-sale investments". The changes have not had any significant impact on the results for the current or prior periods. No prior period adjustments were required.

Financial assets and financial liabilities other than debt and equity securities

From 1 July 2005 onwards, the Group classifies and measures its financial assets and financial liabilities other than debt and equity securities (which were previously outside the scope of SSAP 24) in accordance with the requirements of HKAS 39. Financial assets under HKAS 39 are classified as "financial assets at fair value through profit or loss", "available-for-sale financial assets", "loans and receivables" or "held-to-maturity financial assets". Financial liabilities are generally classified as "financial liabilities at fair value through profit or loss (other financial liabilities)". "Other financial liabilities" are carried at amortised cost using the effective interest method. Except for convertible bonds mentioned above, the adoption of HKAS 39 has had no material effect on the Group's results for current and prior accounting periods.

OWNER-OCCUPIED LEASEHOLD INTEREST IN LAND

In previous years, owner-occupied leasehold land and buildings were included in property, plant and equipment and measured using the cost model. In the current year, the Group has applied HKAS 17 "Leases". Under HKAS 17, the land and buildings elements of a lease of land and buildings are considered separately for the purposes of lease classification, unless the lease payments cannot be allocated reliably between the land and buildings elements, in which case, the entire lease is generally treated as a finance lease. The adoption of this standard has had no material effect on how the results for the current or prior accounting periods are prepared and presented.

2. 採納新香港財務報告準則／會計政策之變動 (續)

金融工具 (續)

財務資產及財務負債之分類及計量 (續)

於二零零五年七月一日，本集團乃根據香港會計準則第39號之規定分類及計量其債務及股本證券。採納香港會計準則第39號後，本集團將於二零零五年七月一日在綜合資產負債表內分別錄得72,818,000港元及129,467,000港元之「於電子商貿項目之權益」及「投資」，重新分類為「可供出售投資」。有關變動對本期或前期業績並無任何重大影響，故毋須就前期作出調整。

債務及股本證券以外之財務資產及財務負債

債務及股本證券以外之財務資產及財務負債自二零零五年七月一日起，本集團乃根據香港會計準則第39號之規定分類及計算債務及股本證券以外之財務資產及財務負債（先前不屬會計實務準則第24號範疇）。根據香港會計準則第39號，財務資產分類為「按公平價值於損益表列賬之財務資產」、「可供出售財務資產」、「貸款及應收款項」或「持有至到期之財務資產」。財務負債一般分類為「按公平價值於損益表列賬之財務負債」（其他財務負債）。「其他財務負債」以實際利息法按攤銷成本列賬。除上述可換股債券外，採納香港會計準則第39號對本集團於當前及過往會計期間之業績概無造成重大影響。

業主自用租賃土地之權益

於過往期間，業主自用之租賃土地及樓宇乃計入物業、廠房及設備，並使用成本模式計量。於本年度，本集團已應用香港會計準則第17號「租賃」。根據香港會計準則第17號，土地及樓宇之租賃之土地及樓宇成分乃就租賃分類分開考慮，除非土地及樓宇成分之間之租賃付款不能可靠地分配，在該情況下，整項租賃一般均視作融資租賃處理。採納此項準則對編製及呈列本期或過往會計期間之業績並無重大影響。

3. SUMMARY OF THE EFFECTS OF THE CHANGES IN ACCOUNTING POLICIES

- (i) The effect of the changes in the accounting policies described above on the results for the current and prior years are as follows:

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Increase in fair value change in convertible bonds	可換股債券公平價值變動增加	51,341	-
Decrease in amortisation of goodwill, included in general and administrative expenses	商譽攤銷減少—計入一般及行政支出	(1,533)	-
Decrease in profit for the year	年度溢利減少	49,808	-

- (ii) The cumulative effects of the application of the new HKFRSs as at 30 June 2005 and 1 July 2005 are summarised below:

		As at 30 June 2005	Retrospective adjustments		As at 30 June 2005	Opening adjustments		As at 1 July 2005
			Effect of HKAS 1	Effect of HKAS 32		Effect of HKFRS 3	Effect of HKAS 39	
			追溯調整			期初調整		
		於二零零五年 六月三十日	香港 會計準則 第1號之影響	香港 會計準則 第32號之影響	於二零零五年 六月三十日	香港財務報告 準則第3號 之影響	香港 會計準則 第39號之影響	於二零零五年 七月一日
		HK\$'000 千港元 (originally stated) (過往呈列)	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元 (restated) (已重列)	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元 (restated) (已重列)
Available-for-sale investments	可供出售投資	-	-	-	-	-	202,285	202,285
Interest in e-commerce projects	於電子商貿項目之權益	72,818	-	-	72,818	-	(72,818)	-
Investments	投資	129,467	-	-	129,467	-	(129,467)	-
Convertible bonds	可換股債券	(62,400)	-	1,850	(60,550)	-	(10,460)	(71,010)
Total effects on assets and liabilities	對資產及負債之整體影響	139,885	-	1,850	141,735	-	(10,460)	131,275
Goodwill reserve	商譽儲備	(44,036)	-	-	(44,036)	44,036	-	-
Subscription right reserve	認購權儲備	-	-	1,850	1,850	-	-	1,850
Retained profits	保留溢利	845,534	-	-	845,534	(44,036)	(10,460)	791,038
Minority interests	少數股東權益	-	93	-	93	-	-	93
Total effects on equity	對股本之整體影響	801,498	93	1,850	803,441	-	(10,460)	792,981
Minority interests	少數股東權益	93	(93)	-	-	-	-	-

There are no financial effects on the adoption of the new HKFRSs to the Group as at 1 July 2004.

3. 會計政策變動所產生之影響概要

- (i) 上文所述會計政策變動對本年度及過往年度之業績之影響如下：

- (ii) 於二零零五年六月三十日及二零零五年七月一日採用新香港財務報告準則之累積影響概述如下：

於二零零四年七月一日採納新香港財務報告準則並無對本集團造成任何財務影響。

3. SUMMARY OF THE EFFECTS OF THE CHANGES IN ACCOUNTING POLICIES (Continued)

The Group has not early applied the following new standards, amendments and interpretations that have been issued but are not yet effective. The directors of the Company anticipate the application of these new standards, amendments and interpretations will have no material impact on the Group's consolidated financial statements.

HKAS 1 (Amendment)	Capital disclosures ¹
HKAS 19 (Amendment)	Actuarial gains and losses, group plans and disclosures ²
HKAS 21 (Amendment)	Net investment in a foreign operation ²
HKAS 39 (Amendment)	Cash flow hedge accounting of forecast intragroup transactions ²
HKAS 39 (Amendment)	The fair value option ²
HKAS 39 and HKFRS 4 (Amendments)	Financial guarantee contracts ²
HKFRS 6	Exploration for and evaluation of mineral resources ²
HKFRS 7	Financial instruments: Disclosures ¹
HKFRS – INT 4	Determining whether an arrangement contains a lease ²
HKFRS – INT 5	Rights to interests arising from decommissioning, restoration and environmental rehabilitation funds ²
HK(IFRIC) – INT 6	Liabilities arising from participating in a specific market – waste electrical and electronic equipment ³
HK(IFRIC) – INT 7	Applying the restatement approach under HKAS 29 Financial Reporting in Hyperinflationary Economies ⁴
HK(IFRIC) – INT 8	Scope of HKFRS 2 ⁵
HK(IFRIC) – INT 9	Reassessment of embedded derivatives ⁶
HK(IFRIC) – INT 10	Interim financial reporting and impairment ⁷

3. 會計政策變動所產生之影響概要 (續)

本集團並無提前採用下列已頒佈但未生效之新準則、修訂及詮釋。本公司董事預期，採用該等新準則、修訂及詮釋對本集團之綜合財務報告並無重大影響。

香港會計準則第1號 (經修訂)	資本披露 ¹
香港會計準則第19號 (經修訂)	精算損益、集團計劃及披露 ²
香港會計準則第21號 (經修訂)	境外業務投資淨額 ²
香港會計準則第39號 (經修訂)	預測集團內部交易之現金流量對沖會計處理法 ²
香港會計準則第39號 (經修訂)	公平價值購股權 ²
香港會計準則第39號 及香港財務報告 準則第4號(經修訂)	財務擔保合約 ²
香港財務報告準則 第6號	礦物資源之勘探及 評估 ²
香港財務報告準則 第7號	金融工具：披露 ¹
香港(國際財務報告 及詮釋委員會) — 詮釋第4號	釐定安排是否包括 租賃 ²
香港(國際財務報告 及詮釋委員會) — 詮釋第5號	終止運作、復原及環境 修復基金所產生權益 之權利 ²
香港(國際財務報告 及詮釋委員會) — 詮釋第6號	參與特定市場所產生 之負債—廢料、電力及 電子設備 ³
香港(國際財務報告 及詮釋委員會) — 詮釋第7號	根據香港會計準則 第29號高通貨膨脹 經濟中之財務報告 採用重列法 ⁴
香港(國際財務報告 及詮釋委員會) — 詮釋第8號	香港財務報告準則 第2號之範圍 ⁵
香港(國際財務報告 及詮釋委員會) — 詮釋第9號	重估內嵌式衍生工具 ⁶
香港(國際財務報告 及詮釋委員會) — 詮釋第10號	中期財務報告及減值 ⁷

3. SUMMARY OF THE EFFECTS OF THE CHANGES IN ACCOUNTING POLICIES *(Continued)*

- 1 Effective for annual periods beginning on or after 1 January 2007.
- 2 Effective for annual periods beginning on or after 1 January 2006.
- 3 Effective for annual periods beginning on or after 1 December 2005.
- 4 Effective for annual periods beginning on or after 1 March 2006.
- 5 Effective for annual periods beginning on or after 1 May 2006.
- 6 Effective for annual periods beginning on or after 1 June 2006.
- 7 Effective for annual periods beginning on or after 1 November 2006.

4. SIGNIFICANT ACCOUNTING POLICIES

The consolidated financial statements have been prepared under the historical cost basis except for certain financial instruments, which are measured at fair values.

The consolidated financial statements have been prepared in accordance with HKFRSs issued by HKICPA. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange and by the Hong Kong Companies Ordinance.

BASIS OF CONSOLIDATION

The consolidated financial statements incorporate the financial statements of the Group made up to 30 June each year.

The results of the subsidiaries acquired or disposed of during the year are included in the consolidated income statement from the effective date of acquisition or up to the effective date of disposal, as appropriate.

All significant intercompany transactions and balances within the Group have been eliminated on consolidation.

Minority interests in the net assets of consolidated subsidiaries are presented separately from the Group's equity therein. Minority interests in the net assets consist of the amount of those interests at the date of the original business combination and the minority's share of changes in equity since the date of the combination. Losses applicable to the minority in excess of the minority's interest in the subsidiary's equity are allocated against the interests of the Group except to the extent that the minority has a binding obligation and is able to make an additional investment to cover the losses.

3. 會計政策變動所產生之影響概要 (續)

- 1 於二零零七年一月一日或其後開始之年度期間生效。
- 2 於二零零六年一月一日或其後開始之年度期間生效。
- 3 於二零零五年十二月一日或其後開始之年度期間生效。
- 4 於二零零六年三月一日或其後開始之年度期間生效。
- 5 於二零零六年五月一日或其後開始之年度期間生效。
- 6 於二零零六年六月一日或其後開始之年度期間生效。
- 7 於二零零六年十一月一日或其後開始之年度期間生效。

4. 主要會計政策

綜合財務報告乃根據歷史成本慣例而編製，惟若干金融工具於初步確認時乃按公平價值計算。

綜合財務報告乃按照香港會計師公會頒佈之香港財務報告準則編製。此外，綜合財務報告載有聯交所證券上市規則及香港公司條例規定之適用披露資料。

綜合基準

綜合財務報告包括本集團截至每年六月三十日止之財務報告。

年內收購之附屬公司業績由收購生效日期起計入綜合損益表，至於出售之附屬公司則結算至出售生效日期止（如適用）。

所有集團內公司間之重大交易及結餘已於綜合賬目時對銷。

綜合附屬公司資產淨值內之少數股東權益與本集團於當中之權益分開呈列。資產淨值內之少數股東權益包括該等權益於原業務合併日期之金額，以及自合併日期起少數股東應佔之權益變動。少數股東應佔虧損超出少數股東於附屬公司權益中之利益之數額，於本集團之權益作出分配，惟具約束力責任及可以其他投資彌補虧損之少數股東除外。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

GOODWILL

Goodwill arising on acquisitions prior to 1 January 2005

Goodwill arising on an acquisition of a subsidiary for which the agreement date is before 1 January 2005 represents the excess of the cost of acquisition over the Group's interest in the fair value of the identifiable assets and liabilities of the relevant subsidiary at the date of acquisition.

Goodwill arising on acquisitions on or after 1 January 2005

Goodwill arising on an acquisition of a subsidiary for which the agreement date is on or after 1 January 2005 represents the excess of the cost of acquisition over the Group's interest in the fair value of the identifiable assets, liabilities and contingent liabilities of the relevant subsidiary, at the date of acquisition. Such goodwill is carried at cost less any accumulated impairment losses.

Capitalised goodwill arising on an acquisition of a subsidiary is presented separately in the consolidated balance sheet.

For the purposes of impairment testing, goodwill arising from an acquisition is allocated to each of the relevant cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the acquisition. A cash-generating unit to which goodwill has been allocated is tested for impairment annually, and whenever there is an indication that the unit may be impaired. For goodwill arising on an acquisition in a financial year, the cash-generating unit to which goodwill has been allocated is tested for impairment before the end of that financial year. When the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated to reduce the carrying amount of any goodwill allocated to the unit first, and then to the other assets of the unit pro rata on the basis of the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in the consolidated income statement. An impairment loss for goodwill is not reversed in subsequent periods.

On subsequent disposal of a subsidiary, the attributable amount of goodwill capitalised is included in the determination of the amount of profit or loss on disposal.

REVENUE RECOGNITION

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of discounts and sales related tax.

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

4. 主要會計政策 (續)

商譽

於二零零五年一月一日前進行收購事項產生之商譽

就協議日期為二零零五年一月一日或之前之附屬公司收購所產生之商譽，指於收購當日之收購成本高於本集團應佔有關附屬公司可識別資產及負債之公平價值之差額。

於二零零五年一月一日或之後進行收購事項產生之商譽

就收購協議日期為二零零五年一月一日或以後之附屬公司所產生之商譽，指於收購當日之收購成本高於本集團應佔有關附屬公司可識別資產、負債及或然負債之公平價值之差額。該等商譽乃按成本減任何累積減值虧損列賬。

收購附屬公司產生之撥充資本商譽乃於綜合資產負債表中單獨呈列。

就減值測試而言，收購所產生之商譽乃被分配到預期自收購所產生協同效益中受益之各有關變現單位或一組變現單位。獲分配商譽之變現單位須每年進行減值測試及於有關單位有跡象出現減值時進行減值測試。就於某個財政年度之收購所產生之商譽而言，獲分配商譽之變現單位於該財政年度完結前進行減值測試。倘變現單位之可收回金額少於該單位之賬面值，則減值虧損先用作減低任何分配至該單位之商譽賬面值，其後則按該單位內各項資產賬面值之比例分配至該單位之其他資產。商譽之任何減值虧損乃直接於綜合收益表內確認。商譽之減值虧損於其後期間不予撥回。

倘其後出售附屬公司，計算出售盈虧金額時會計入已撥充資本之商譽之應佔金額。

收入之確認

收入以已收或應收代價之公平價值計量，並為於一般業務過程中提供貨物及服務應收之金額（扣除折扣及相關銷售稅項）。

貨物銷售乃於貨物付運及擁有權轉移時確認。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

REVENUE RECOGNITION (Continued)

Service income is recognised when the services are rendered.

Income from licensing is recognised when the relevant licensing agreements are formally concluded.

Income from certain available-for-sale investments where the Group is contracted to receive a pre-determined minimum sum over the period of the projects is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment in these available-for-sale investments. Income from other available-for-sale investments are recognised when the Group's right to receive the distributions has been established.

Rental income, including rental invoiced in advance from assets under operating leases, is recognised on a straight line basis over the relevant lease term.

Interest income from a financial asset is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

Dividend income is recognised when the Group's right to receive payment has been established.

PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment are stated at cost less depreciation and amortisation and any accumulated impairment losses.

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

Freehold land	Nil
Leasehold land and buildings	Over the shorter of the remaining unexpired terms of the relevant leases or 50 years
Plant and machinery and telecommunications networks	10% – 50%

Assets held under finance leases are depreciated over their estimated useful lives on the same basis as owned assets, or the terms of the leases, where shorter.

4. 主要會計政策 (續)

收入之確認 (續)

服務收入乃於提供服務時確認。

源自特許權之收入乃於有關特許權協議正式訂立後確認。

就本集團已訂約據此於項目期間收取預定最低金額之若干可供出售投資而言，其收入乃於會計期間分配，以便於該等可供出售投資之投資淨值反映固定之定期回報率。其他可供出售投資之收入乃於本集團收取分派之權利獲得確立時予以確認。

租金收入（包括來自經營租賃項下資產之預收租金）乃根據直線法在租賃年期內確認。

財務資產之利息收入乃參考尚餘本金額及適用實際利率（即於財務資產預期年期內將估計未來現金收款貼現至該資產之淨賬面值之比率）並以時間基準累計。

股息收入乃於本集團享有收取款項權利時確認。

物業、廠房及設備

物業、廠房及設備乃按成本減除折舊及攤銷及任何累計減值虧損後列賬。

物業、廠房及設備之成本值以直線法折舊及攤銷，按其估計可用年期予以撇銷，每年之折舊率如下：

永久業權土地	無
按契約持有之土地及樓宇	有關契約之尚餘年期或50年，以較短者為準
廠房、機器及電信網絡	10% – 50%

按融資租賃持有之資產乃按其估計可使用年期或按租賃年期（以較短者為準）以自置資產相同之基準計算折舊。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

PROPERTY, PLANT AND EQUIPMENT (Continued)

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in the consolidated income statement in the year in which the item is derecognised.

LEASES

Leases are classified as finance leases when the terms of the lease transfer substantially all the risks and rewards of ownership of the assets concerned to the Group. Assets held under finance leases are capitalised at their fair values at the date of acquisition. The corresponding liability to the lessor, net of interest charges, is included in the balance sheet as a finance lease obligation of the Group. The finance costs, which represent the difference between the total leasing commitments and the fair value of the assets acquired, are charged to the consolidated income statement over the period of the relevant lease so as to produce a constant periodic rate of charge on the remaining balance of the obligations for each accounting period.

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

DEVELOPMENT COSTS FOR SYSTEMS AND NETWORKS

Development costs for systems and networks are stated at cost less amortisation and any accumulated impairment losses.

Development costs for systems and networks represent all direct costs incurred by the Group in setting up systems and networks, including the cost of equipment, development cost and subcontracting expenditure. Such assets are recognised only if all of the following conditions are met:

- the technical feasibility of completing the asset so that it will be available for use or sale.
- its intention to complete the asset and use or sell it.
- its ability to use or sell the asset.
- how the asset will generate probable future economic benefits. Among other things, the entity can demonstrate the existence of a market for the output of the asset or the asset itself or, if it is to be used internally, the usefulness of the asset.
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the asset.
- its ability to measure reliably the expenditure attributable to the asset during its development.

4. 主要會計政策 (續)

物業、廠房及設備 (續)

物業、廠房及設備項目會在出售或預期繼續使用不會帶來未來經濟利益時解除確認。解除確認資產的任何損益(按出售所得款項淨額與該項目的賬面值之間的差額計算)在項目解除確認的年度計入綜合損益表。

租賃

凡租賃條款規定，將擁有租賃資產之所有風險及報酬大部分轉移至本集團之租賃，均列為融資租賃。根據融資租賃持有之資產，均按於收購日期之公平價值撥作資本。結欠出租人之相應債務(已扣除利息)以本集團融資租賃承擔計入資產負債表。融資費用(即租賃承擔總額與所收購資產之公平價值兩者間之差額)乃按有關租賃年期，自綜合損益表扣除，以設定餘下租賃承擔於各會計期間之固定定期收費額。

所有其他租賃均列為經營租賃，其應付之租金以直線法按租賃年期自損益表扣除。

系統及網絡開發成本

系統及網絡開發成本乃按成本減攤銷及任何累計減值虧損列賬。

系統及網絡開發成本為本集團於設立系統及網絡時所產生之所有直接成本，包括設備成本、開發成本及外判工作費用。該等資產僅於滿足下列條件時方會確認：

- 使資產完成以供使用或銷售之技術可行性。
- 使資產完成並予以使用或銷售之意向。
- 使用或銷售資產之能力。
- 資產將如何帶來未來經濟收益。除其他事項外，實體可展示資產出品或資產本身存有市場，或倘資產供內部使，則展示資產之可用性。
- 具備充裕技術、財務及其他資源以完成開發及使用或銷售資產。
- 能可靠地計量於開發資產期間之應佔開支。

4. SIGNIFICANT ACCOUNTING POLICIES *(Continued)*

DEVELOPMENT COSTS FOR SYSTEMS AND NETWORKS

(Continued)

Development costs that cannot fulfil the above conditions are recognised as expense in the period in which it is incurred. Development costs for systems and networks which are developed and fulfil the above conditions are amortised on a straight line basis over their estimated useful lives, subject to a maximum of five years. Where the recoverable amount of development costs for systems and networks has declined below their carrying amount, the carrying amount is reduced to reflect the decline in value.

Development costs for systems and networks that are not yet available for intended use are stated at cost less any accumulated impairment losses. Impairment testing is performed at least annually.

An item of development costs for systems and networks is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in the consolidated income statement in the year in which the item is derecognised.

INTANGIBLE ASSETS

On initial recognition, intangible assets acquired separately and from business combinations are recognised at cost and at fair value respectively. After initial recognition, intangible assets with finite useful lives are carried at costs less accumulated amortisation and any accumulated impairment losses. Amortisation for intangible assets with finite useful lives is provided on a straight-line basis over their estimated useful lives.

Gains or losses arising from derecognition of an intangible asset are measured at the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the income statement when the asset is derecognised.

FINANCIAL INSTRUMENTS

Financial assets and financial liabilities are recognised on the consolidated balance sheet when a group entity becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

4. 主要會計政策 (續)

系統及網絡開發成本 (續)

未能滿足上述條件之開發成本於產生期間確認為支出。能滿足上述條件已開發系統及網絡之開發成本以直線法按其估計可使用年期(最多為五年)予以攤銷。倘系統及網絡開發成本之可收回款額減至低於其賬面值,則扣減其賬面值以反映有關減值。

尚未投入作擬定用途之系統及網絡之開發成本按成本減任何累計減值虧損列賬。最少每年進行一次減值測試。

系統及網絡項目開發成本於出售時或預期不會自持續使用資產而產生未來經濟利益時取消確認。取消確認資產所產生之任何收益或虧損(計算件出售所得款項淨額與項目賬面值兩者間的差額)乃於取消確認項目之年度納入綜合損益表。

無形資產

於初步確認時,得自獨立收購及業務合併之無形資產分別按成本及公平價值確認。於初步確認後,可使用年期有限之無形資產按成本減累計攤銷及任何累計減值虧損列值。可使用年期有限之無形資產按直線法於其估計可使用年期攤銷。

解除確認無形資產所產生損益按出售所得款項淨額與資產賬面值之差額計算,於解除確認資產時在損益表確認。

金融工具

當集團個體成為工具合約條款的一方時,會在綜合資產負債表上確認財務資產及財務負債。財務資產和財務負債在初始確認時會以公平值進行計量。直接歸屬於購置或發行財務資產及財務負債(按公平值計入損益之財務資產及財務負債除外)之交易費用在初始確認時計入或扣自各財務資產或財務負債(視何者適用而定)之公平值。直接歸屬於購置按公平值計入損益之財務資產或財務負債之交易費用立即在損益中確認。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

FINANCIAL INSTRUMENTS (Continued)

Financial assets

The Group's financial assets are mainly classified into one of the two categories, including loans and receivables and available-for-sale financial assets. The accounting policies adopted in respect of each category of financial assets are set out below.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. At each balance sheet date subsequent to initial recognition, loans and receivables (including trade and other receivables, deposits, bank balances and cash) are carried at amortised cost using the effective interest method, less any identified impairment losses. An impairment loss is recognised in profit or loss when there is objective evidence that the asset is impaired, and is measured as the difference between the asset's carrying amount and the present value of the estimated future cash flows discounted at the original effective interest rate. Impairment losses are reversed in subsequent periods when an increase in the asset's recoverable amount can be related objectively to an event occurring after the impairment was recognised, subject to a restriction that the carrying amount of the asset at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated or not classified as any of the other categories.

For available-for-sale debt investments with guaranteed return, payments receivables each year for investments are apportioned between income and reduction of the carrying value of the investments so as to reflect a constant periodic rate of return. As the available-for-sale debt investments do not have a quoted market price in an active market and whose fair value cannot be reliably measured, they are measured at cost less any identified impairment losses at each balance sheet date subsequent to initial recognition.

For available-for-sale equity investments that do not have a quoted market price in an active market and whose fair value cannot be reliably measured, they are measured at cost less any identified impairment losses at each balance sheet date subsequent to initial recognition. An impairment loss is recognised in profit or loss when there is objective evidence that the asset is impaired. The amount of the impairment loss is measured as the difference between the carrying amount of the asset and the present value of the estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment losses will not reverse in subsequent periods.

4. 主要會計政策 (續)

金融工具 (續)

財務資產

本集團之財務資產主要歸入兩個類別其中一類，包括貸款及應收款項以及可供出售財務資產。就各類別財務資產所採納之會計政策載列如下。

貸款及應收款項

貸款及應收款項指並非於活躍市場報價而具有固定或可確定付款之非衍生財務資產。於初步確認後之各個結算日，貸款及應收款項（包括應收貿易賬款及應收其他款項、存款、銀行結餘及現金）乃利用實際利息法按攤銷成本扣除任何已確定減值虧損列賬。減值虧損在有客觀證據顯示資產出現減值時在損益確認，並按該項資產賬面值及以原有實際利率折現所得估計未來現金流量現值兩者間之差額計算。當該項資產之可收回金額增加可客觀地與該項減值獲確認後出現之事件關連，則減值虧損可於其後期間撥回，惟於撥回減值時該項資產所撥回之賬面值不得超出倘該項資產並無確認減值之攤銷成本。

可供出售財務資產

可供出售財務資產為指定為或並非分類為任何其他類別之非衍生工具。

具保證回報之可供出售債務投資每年之投資應收款項在收入與投資賬面值消滅之間分配，以反映均衡之週期回報率。由於可供出售債務投資於活躍市場並無掛牌市價，且其公平值未能可靠地計量，故於初步確認後，可供出售債務投資乃於各結算日按成本減任何已認定減值虧損計量。

至於並無於活躍市場有掛牌市價且公平價值未能可靠地計量之可供出售股本投資，則於初步確認後之各結算日按成本減去任何已認定之減值虧損計量。當有客觀證據顯示資產出現減值時，減值虧損會於損益表確。減值虧損數額乃計量作資產賬面值與按類似財務資產之現行市場回報率貼現之估計未來現金流量之現值兩者間之差額。該等減值虧損將不會於其後期間撥回。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

FINANCIAL INSTRUMENTS (Continued)

Financial liabilities and equity

Financial liabilities and equity instruments issued by a group entity are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. The accounting policies adopted in respect of financial liabilities and equity instruments are set out below.

Financial liabilities

Financial liabilities including trade and other payables, amount due to ultimate holding company, obligations under finance leases and bank and other borrowings are subsequently measured at amortised cost, using the effective interest method.

Convertible bonds

The convertible bonds issued by the Group includes a liability component, a conversion option, a call and put option and an early redemption option. Convertible bonds that will not be settled other than by the exchange of a fixed amount of cash for a fixed number of the Company's own equity instruments are financial liabilities with embedded derivatives. Derivatives embedded in a financial instrument are treated as separate derivatives when their economic risks and characteristics are not closely related to those of the host contract (the liability component) and the host contract is not carried at fair value through profit or loss.

The convertible bonds (including the liability component, the conversion option, the call and put option and an early redemption option) as a whole are designated as financial liabilities at fair value through profit or loss on initial recognition. At each subsequent balance sheet date, the entire convertible bond will be measured at fair value, with changes in fair value recognised directly in profit or loss in the period in which they arise.

Transaction costs that are directly attributable to the issue of the convertible bonds designated as financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

The additional subscription rights granted to the convertible bond holders to subscribe to the ordinary shares of the Company are recognised at fair value on initial recognition and will remain in subscription right reserve until the subscription rights are exercised (in which case the balance in the subscription right reserve will be transferred to share premium). Where the subscription rights remain unexercised at the expiry date, the balance in the subscription right reserve will be released to retained profits. No gain or loss is recognised in profit or loss upon conversion or expiration of the subscription rights.

4. 主要會計政策 (續)

金融工具 (續)

財務負債及權益

由一集團實體發行之財務負債及股本工具乃根據所訂立合約安排之性質及財務負債及股本工具之釋義而分類。

股本工具乃為本集團於資產剩餘權益在扣除其所有負債後證實擁有之任何合約。就財務負債及股本工具所採用之會計政策載列如下：

財務負債

財務負債包括應付貿易及其他賬款、應付最終控股公司款項、融資租賃承擔、銀行及其他借貸，其後以實際利息法按攤銷成本計量。

可換股債券

本集團發行之可換股債券包括負債部分、換股期權、認購及認沽權及提前贖回選擇權。可換股債券如將不會固定現金金額交換固定數目之本公司本身股本工具以外之方式交收，則屬具內含衍生工具之財務負債。當其經濟風險及特徵未與主合約（負債部分）密切相關時，及主合約未按公平價值於損益表列賬時，內含衍生工具之財務工具被視為個別衍生工具。

於初步確認時，可換股債券（包括負債部分、換股期權、認購及認沽權及提前贖回選擇權）整體指定為按公平價值於損益表列賬之財務負債。於初步確認後各結算日，所有可換股債券將按公平價值計算，公平價值之變動於發生期內直接於損益表內確認。

發行指定為按公平價值於損益表列賬之財務負債之可換股債券，其直接應佔交易成本即於損益表確認入賬。

授予可換股債券持有人以認購本公司普通股之額外認購權乃於初步確認時按公平價值確認，並將於認購權儲備內保留，直至認購權獲行使為止，如屬此情況，認購權儲備之結餘將兌換至股份溢價。倘期權於屆滿日仍未獲行使，則認購權儲備內之結餘將撥回至保留溢利。於期權獲兌換或屆滿後，並無於損益表確認收益或虧損。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

FINANCIAL INSTRUMENTS (Continued)

Financial liabilities and equity (Continued)

Equity instruments

Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

Derecognition

Financial assets are derecognised when the rights to receive cash flows from the assets expire or, the financial assets are transferred and the Group has transferred substantially all the risks and rewards of ownership and control of the financial assets. On derecognition of a financial asset, the difference between the asset's carrying amount and the sum of the consideration received and the cumulative gain or loss that had been recognised directly in equity is recognised in profit or loss.

For financial liabilities, they are removed from the Group's balance sheet (i.e. when the obligation specified in the relevant contract is discharged, cancelled or expires). The difference between the carrying amount of the financial liability derecognised and the consideration received or receivable is recognised in profit or loss.

INVENTORIES

Inventories are stated at the lower of cost and net realisable value. Cost is calculated using the first-in, first-out method.

TAXATION

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

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

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

4. 主要會計政策 (續)

金融工具 (續)

財務負債及權益 (續)

股本工具

本公司所發行之股本工具乃按所收取之所得款項(扣除直接發行成本)記錄。

取消確認

當收取資產之現金流量之權利屆滿或財務資產已予轉讓及本集團已大致轉讓財務資產之擁有權及控制權所附帶之所有風險及回報後,將取消確認財務資產。於取消確認財務資產時,資產賬面值與所收代價及已於股本權益內直接確認之累計收益或虧損總和兩者之差額乃於損益表確認。

就財務負債而言,其已自本集團之資產負債表移除(即當於有關合約所列明之承擔被解除、註銷或屆滿時)。取消確認之財務負債賬面值與所收或應收代價兩者間之差額乃於損益表確認。

存貨

存貨乃按成本值與可變現淨值兩者中之較低者入賬。成本按先入先出法計算。

稅項

所得稅支出指現時應繳之稅項及遞延稅項總和。

現時應繳之稅項乃按年度之應課稅溢利計算。應課稅溢利與計入損益表之溢利有別,因為其不包括其他年度之應課稅或可扣稅收支項目,且其不包括永不課稅及永不扣稅之損益表項目。

遞延稅項指預期就綜合財務報告中資產與負債之賬面值與計算應課稅溢利所用之相應稅基之間之差額所應付或可收回之稅項,並按資產負債表負債法計算。遞延稅項負債一般就所有臨時應課稅差額確認,而遞延稅項資產亦會予以確認,直至應課稅溢利將可用作抵銷可扣稅臨時差額。倘因商譽或因初步確認交易中(業務合併除外)資產與負債所產生之臨時差額並不影響應課稅溢利或會計溢利,則該等資產與負債乃不予確認。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

TAXATION (Continued)

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

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

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

IMPAIRMENT (OTHER THAN GOODWILL)

At each balance sheet date, the Group reviews the carrying amounts of its assets to determine whether there is any indication that those assets have suffered an impairment loss. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised as an expense immediately.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised as income immediately.

FOREIGN CURRENCIES

In preparing the financial statements of each individual group entity, transactions in currencies other than the functional currency of that entity (foreign currencies) are recorded in its functional currency (i.e. the currency of the primary economic environment in which the entity operates) at the rates of exchanges prevailing on the dates of the transactions. At each balance sheet date, monetary items denominated in foreign currencies are retranslated at the rates prevailing on the balance sheet date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are recognised in profit or loss in the period in which they arise. Exchange differences arising on the retranslation of non-monetary items carried at fair value are included in profit or loss for the period except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised directly in equity, in which cases, the exchange differences are also recognised directly in equity.

4. 主要會計政策 (續)

稅項 (續)

遞延稅項負債乃就附屬公司投資所產生之應課稅暫時性差額而確認，惟倘本集團能控制暫時性差額之撥回，且暫時性差額有可能於可見將來不予撥回則除外。

遞延稅項資產之賬面值乃於各結算日審閱，並於再無足夠之應課稅溢利將容許收回全部或部分資產時扣減。

當負債已清償或資產已變現時，遞延稅項乃按預期於期間適用之稅率計算。遞延稅項乃於綜合損益表中扣除或計入，惟倘遞延稅項與直接計入股本或自股本中扣除項目有關時，則遞延稅項亦於股本中處理。

減值 (商譽除外)

於各結算日，本集團會審閱其資產之賬面值，以釐定是否有任何情況顯示該等資產已出現減值虧損。倘估計資產之可收回數額少於其賬面值，則資產之賬面值將會減少至其可收回數額。減值虧損乃即時確認作開支。

倘其後撥回減值虧損，則資產之賬面值會調高至重新估計之可收回數額，以使所增加之賬面值不會高於倘以往年度並無就資產確認減值虧損而原應釐定之賬面值。所撥回之減值虧損即時確認作收入。

外幣

編製各集團實體之財務報告時，以該實體功能貨幣以外之貨幣（外幣）進行之交易乃按交易當日之當前匯率以功能貨幣（該實體經營所在之主要經濟環境貨幣）列賬。於各結算日，以外幣列值之貨幣項目乃按於結算日之當時適用匯率重新換算。以外幣計值按公平價值列賬之非貨幣項目乃以公平價值釐定日期之當時適用匯率重新換算。按外幣歷史成本計量之非貨幣項目不作重新換算。

結算貨幣項目及換算貨幣項目所產生之匯兌差額乃於產生期間在損益表確認。重新換算以公平價值列賬之非貨幣項目所產生之匯兌差額乃納入期內之損益表，惟重新換算有關直接於股本權益確認盈虧之非貨幣項目所產生之差額除外，於該等情況下，匯兌差額亦直接於股本權益確認。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

FOREIGN CURRENCIES (Continued)

For the purposes of presenting the consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into the presentation currency of the Company (i.e. Hong Kong dollars) at the rate of exchange prevailing at the balance sheet date, and their income and expenses are translated at the average exchange rates for the year, unless exchange rates fluctuate significantly during the period, in which case, the exchange rates prevailing at the dates of transactions are used. Exchange differences arising, if any, are recognised as a separate component of equity (the translation reserve). Such exchange differences are recognised in profit or loss in the period in which the foreign operation is disposed of.

Goodwill and fair value adjustments on identifiable assets and liabilities acquired arising on an acquisition of a foreign operation on or after 1 July 2005 are treated as assets and liabilities of that foreign operation and translated at the rate of exchange prevailing at the balance sheet date. Exchange differences arising are recognised in the translation reserve.

RETIREMENT BENEFIT COST

Payments to the Group's defined contribution retirement benefit schemes are charged as expenses as they fall due.

For the Group's defined benefit retirement benefit schemes, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuation being carried out at each balance sheet date. Actuarial gains and losses which exceed 10% of the greater of the present value of the Group's pension obligations and the fair value of scheme assets are amortised over the expected average remaining working lives of the participating employees. Past service cost is recognised immediately to the extent that the benefits are already vested, and otherwise is amortised on a straight line basis over the average period until the amended benefits become vested.

Any assets resulting from this calculation is limited to unrecognised actuarial losses and past service cost, plus the present value of available refunds and reductions in future contribution to the scheme.

The amount recognised in the consolidated balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognised actuarial gains and losses and unrecognised past service cost, and as reduced by the fair value of scheme assets.

5. KEY SOURCES OF ESTIMATION UNCERTAINTY

In the process of applying the Group's accounting policies described in note 4, management makes various estimations based on past experiences, expectations of the future and other information. The key source of estimation uncertainty that may significantly affect the amounts recognised in the consolidated financial statements is disclosed below:

4. 主要會計政策 (續)

外幣 (續)

就呈列綜合財務報告而言，本集團海外業務之資產及負債乃按於結算日之當時適用匯率換算為本公司之呈報貨幣（港元），而收入及開支乃按照年度平均匯率換算，除非期內匯兌大幅波動，於該情況下，則使用交易日期之當時適用匯率。所產生之匯兌差額（如有）乃確認為獨立權益部分（換算儲備）。該等匯兌差額乃於出售海外業務期內於損益確認。

於二零零五年七月一日或之後因收購海外業務所產生之已收購可識別資產及負債商譽及公平價值調整乃列為該海外業務之資產及負債處理，並按於結算日之當時適用匯率換算。所產生之匯兌差額於換算儲備確認。

退休福利成本

向本集團定額供款退休福利計劃支付供款於到期付款日列作支出。

就本集團之定額退休福利計劃而言，提供福利之成本乃以預計單位貸記法釐定，並於各結算日進行精算估值。精算收益及虧損如超出本集團公積金承擔之現值及計劃資產之公平價值（以較高者為準）10%，則會按參與計劃之僱員之預期餘下服務年期予以攤銷。過往之服務成本乃即時確認，惟以經已歸屬之福利為限，否則會於平均期間按直線基準攤銷，直至經修訂之福利收入歸屬為止。

該計算差生之任何資產限於未確認精算虧損乃過往服務成本，另加可動用退款現值及對計劃之未來供款之扣減。

於綜合資產負債表所確認之金額乃指定額福利承擔之現值，並經就未確認之精算盈虧及未確認之過往服務成本作出調整，以及按計劃資產之公平價值扣減。

5. 估計不確定性之主要來源

於應用附註4所述之本集團會計政策過程中，管理層根據過往經驗、未來預期及其他資料作出多種估算。以下載列估計不確定性之主要來源或會對綜合財務報告確認之金額構成重大影響：

5. KEY SOURCES OF ESTIMATION UNCERTAINTY *(Continued)*

ESTIMATED IMPAIRMENT OF GOODWILL

Determining whether goodwill is impaired requires an estimation of the value in use of the cash-generating units to which goodwill has been allocated. The value in use calculation requires the Group to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate the present value. As at 30 June 2006, the carrying amount of goodwill was HK\$36,795,000. Details of the recoverable amount calculation are disclosed in note 16.

FAIR VALUE OF CONVERTIBLE BONDS AT FAIR VALUE THROUGH PROFIT OR LOSS

The fair value of the convertible bonds designated at fair value through profit or loss is derived mainly from the application of the Binomial model. The Binomial model incorporates market data and involves uncertainty in estimates used by management in the assumptions. Because the Binomial model requires the input of highly subjective assumptions, including the volatility of share price, changes in subjective assumptions can materially affect the fair value estimate. Details of the assumptions disclosed in note 31.

ESTIMATED USEFUL LIFE OF DEVELOPMENT COSTS FOR SYSTEMS AND NETWORKS

As at 30 June 2006, the carrying value of development costs for systems and networks amounts to HK\$549,656,000. The estimated useful life of the assets reflects the directors' estimate of the periods that the Group intends to derive future economic benefits from the use of the development.

6. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's major financial instruments include trade and other receivables, deposits, bank balances and cash, trade and other payables, bank borrowings and convertible bonds. Details of these financial instruments are disclosed in respective notes. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below. The management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

CREDIT RISK

The Group's financial assets are trade and other receivables and deposits, bank balances and cash, the carrying amounts of those assets stated in the consolidated balance sheet represent the Group's maximum exposure to credit risk in the event that counterparties fail to perform their obligations at 30 June 2006 in relation to financial assets.

In order to minimise the credit risk in relation to trade receivables, the management of the Group will only advance credit to customers with good credit history. In addition, the management reviews the recoverable amount of each individual debt at each balance sheet date, taking into account of future discounted cash flows, to ensure that adequate impairment losses are made for irrecoverable amounts. In this regard, the directors of the Company consider that the Group's credit risk is significantly reduced.

5. 估計不確定性之主要來源 *(續)*

商譽之估計減值

釐定商譽是否減值須對獲分派商譽之變現單位之使用價值作出估計。使用價值計算要求本集團估計預期產生自變現單位日後之現金流量及合適之折現率以計算現值。於二零零六年六月三十日，商譽之賬面值為3千6百7拾9萬5千港元。可收回金額計算方法之詳情於附註16披露。

按公平價值於損益表列賬之可換股債券之公平價值

計入按公平價值於損益表列賬之可換股債券之公平價值主要源自採用二項式期權定價模式。該模式包括市場數據並涉及管理層於假設時所使用之估算之不確定性。由於二項式期權定價模式須計算高度主觀假設，包括股價波幅，所採用主觀假設變動均可對公平價值估計構成重大影響。該等假設之詳情於附註31披露。

系統及網絡開發成本之估計可用年期

於二零零六年六月三十日，系統及網絡開發成本之賬面值為549,656,000港元。資產之估計可用年期反映董事估計本集團可自使用發展項目獲得未來經濟利益之期間。

6. 財務風險管理目標及政策

本集團之主要財務工具包括應收貿易及其他賬款、存款、銀行結存及現金、應付貿易及其他賬款、銀行借貸及可換股債券。該等財務工具之詳情於各自之附註披露。與該等財務工具相關的風險及如何減低該等風險之政策載於下文。管理層管理及監控該等風險，以確保已及時有效採取適當措施。

信貸風險

本集團之財務資產為應收貿易及其他賬款及存款，以及銀行結存及現金。倘對方於二零零六年六月三十日未能履行彼等就財務資產之責任，則該等於綜合資產負債表列賬之資產之賬面值為本集團承受之最大信貸風險。

為盡量減低有關應收貿易款項之信貸風險，本集團僅向具良好信譽記錄之客戶提供信貸。此外，管理層於各結算日審閱各個別債項之可收回金額，並考慮未來貼現現金流，以確保已就不可收回金額作出足夠減值虧損。就此而言，本公司董事認為本集團之信貸風險已大幅降低。

6. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

CREDIT RISK (Continued)

The credit risk on trade receivables is concentrated on a few distributors for the goods of the Group. Receivables from top five distributors represented approximately 82% of trade receivables at the balance sheet date. In addition, the credit risk on guaranteed distribution receivable is also concentrated on a few number of guarantors of investments. Receivables from the top five guarantors of investments represented approximately 66% of guaranteed distribution receivables at the balance sheet date. The management considers that there are no significant credit risks due to the long and good credit history of these debtors.

At 30 June 2006, the Group maintains approximately HK\$134,451,000 of deposits with certain overseas financial institutions. The management considers there are no significant credit risks due to the long and good credit history with the financial institutions.

INTEREST RATE RISK

The Group's cash flow interest rate risk relates primarily to variable-rate bank borrowings and bank deposits. The Group currently does not have a policy on cash flow hedges of interest rate risk. However, the management monitors interest rate exposure and will consider hedging significant interest rate risk should the need arises.

FOREIGN CURRENCY RISK

Foreign currency risk refers to the risk that movement in foreign currency exchange rate which will affect the Group's financial results and its cash flows. Certain deposits and bank balances of the Group are denominated in foreign currencies. The Group does not have a foreign currency hedging policy, however, the management monitors foreign currency exposure and will consider hedging significant foreign currency exposure should the need arise.

7. TURNOVER AND SEGMENT INFORMATION

Turnover represents the net amounts received and receivable for goods sold and services provided by the Group to outside customers, licensing fees received and receivable and distribution / dividend received and receivable from the Group's investments in e-commerce projects and strategic investments during the year.

(A) BUSINESS SEGMENTS

For management purposes, the Group is currently organised into five main operating businesses – sales of general systems products, provision of services (including software customisation and provision of e-lottery services) and software licensing, leasing of systems products, investments in e-commerce projects and holding strategic investments in advanced technology product development companies. These businesses are the basis on which the Group reports its primary segment information.

6. 財務風險管理目標及政策 (續)

信貸風險 (續)

貿易應收賬款之信貸風險集中於本集團貨品之少數分銷商。五大分銷商之應收賬款佔結算日之貿易應收賬款約82%。此外，有擔保分銷應收賬款之信貸風險亦集中於少數投資擔保人。五大投資擔保人之應收賬款佔結算日之有擔保分銷應收賬款約66%。管理層認為，由於該等債權人具有悠久歷史及良好信譽記錄，故信貸風險並不重大。

於二零零六年六月三十日，本集團於若干海外金融機構持有約134,451,000港元之存款。管理層認為，由於該金融機構具有長期良好信譽往績，故並無重大信貸風險。

利率風險

本集團之現金流利率風險主要與浮息銀行借貸及銀行存款有關。本集團目前並無利率風險之現金流對沖政策。然而，管理層已監控利率風險，並在需要時將考慮對沖重大利率風險。

外幣風險

外幣風險指外幣匯率變動將影響本集團之財務業績及現金流之風險。本集團若干存款及銀行結餘以外幣計值。本集團並無外幣對沖政策，然而，管理層已監控外幣風險，並在需要時將考慮對沖重大外幣風險。

7. 營業額及分類資料

營業額指年內本集團就出售產品及向外界顧客提供服務之已收及應收款項淨額、已收及應收特許權費用以及已收及應收源自本集團電子商貿項目之投資及策略性投資之分派／股息。

(A) 業務分類

為方便管理，本集團之業務現分為五項主要經營業務—銷售一般系統產品、提供服務（包括軟件訂製及提供電子博彩服務）及軟件特許權、租賃系統產品、電子商貿項目之投資，以及於高科技產品開發公司持有策略性投資。此等業務乃本集團主要分類資料之報告基準。

7. TURNOVER AND SEGMENT INFORMATION (Continued)

(A) BUSINESS SEGMENTS (Continued)

7. 營業額及分類資料 (續)

(A) 業務分類 (續)

		Sales of general systems products 銷售一般系統產品 HK\$'000 千港元	Provision of services and software licensing 提供服務及軟件特許權 HK\$'000 千港元	Leasing of systems products 租賃系統產品 HK\$'000 千港元	Investments in e-commerce projects 電子商貿項目之投資 HK\$'000 千港元	Strategic investments 策略性投資 HK\$'000 千港元	Consolidated 綜合 HK\$'000 千港元
Year ended 30 June 2006	截至二零零六年六月三十日止年度						
TURNOVER	營業額						
External and total revenue	對外銷售及總收入	785,853	531,407	10,508	6,823	12,303	1,346,894
RESULTS	業績						
Segment result	分類業績	81,459	290,604	4,654	6,251	5,077	388,045
Interest income	利息收入						10,703
Loss on fair value change of convertible bonds	可換股債券公平值變動虧損						(51,341)
Finance costs	財務成本						(4,751)
Unallocated corporate expenses, net	未分配公司開支淨額						(10,986)
Profit before taxation	除稅前溢利						331,670
Taxation	稅項						(115)
Profit for the year	本年度溢利						331,555
As at 30 June 2006	於二零零六年六月三十日						
ASSETS	資產						
Segment assets	分類資產	1,109,596	325,322	7,282	66,825	158,560	1,667,585
Unallocated corporate assets	未分配公司資產						255,562
Consolidated total assets	綜合總資產						1,923,147
LIABILITIES	負債						
Segment liabilities	分類負債	101,285	46,090	8,495	-	-	155,870
Unallocated corporate liabilities	未分配公司負債						82,446
Consolidated total liabilities	綜合總負債						238,316
OTHER INFORMATION	其他資料						
Capital additions of property, plant and equipment and intangible assets	物業、廠房及設備及無形資產之資本添置	5,179	15,228	349	-	-	20,756
Capital additions of available-for-sale investments	可供出售投資之添置	-	-	-	-	42,900	42,900
Additions of deposits	按金之添置	464,100	971	-	-	-	465,071
Capital additions of development costs for systems and networks	系統及網絡開發成本之資本添置	-	5,559	-	-	-	5,559
Depreciation and amortisation	折舊及攤銷	7,469	103,961	500	-	-	111,930
Loss on disposal of property, plant and equipment	出售物業、廠房及設備之虧損	31	-	-	-	-	31
Impairment loss recognised for investments	就投資所確認之減值虧損	-	-	-	-	6,763	6,763

7. TURNOVER AND SEGMENT INFORMATION (Continued)

(A) BUSINESS SEGMENTS (Continued)

7. 營業額及分類資料 (續)

(A) 業務分類 (續)

		Sales of general systems products 銷售一般 系統產品 HK\$'000 千港元	Provision of services and software licensing 提供服務及 軟件特許權 HK\$'000 千港元	Leasing of systems products 租賃系統 產品 HK\$'000 千港元	Investments in e-commerce projects 電子商貿 項目之投資 HK\$'000 千港元	Strategic investments 策略性投資 HK\$'000 千港元	Consolidated 綜合 HK\$'000 千港元
Year ended 30 June 2005	截至二零零五年 六月三十日止年度						
TURNOVER	營業額						
External and total revenue	對外銷售及總收入	742,549	353,463	10,999	8,572	11,743	1,127,326
RESULTS	業績						
Segment result	分類業績	82,358	175,711	3,328	8,269	3,615	273,281
Interest income	利息收入						6,692
Unallocated corporate expenses, net	未分配公司開支—淨額						(2,570)
Finance costs	財務成本						(9,051)
Profit before taxation	除稅前溢利						268,352
Taxation	稅項						(424)
Profit for the year	本年度溢利						267,928
As at 30 June 2005 (restated)	於二零零五年六月三十日 (已重列)						
ASSETS	資產						
Segment assets	分類資產	892,998	121,867	7,436	85,633	145,305	1,253,239
Unallocated corporate assets	未分配公司資產						140,017
Consolidated total assets	綜合總資產						1,393,256
LIABILITIES	負債						
Segment liabilities	分類負債	129,047	34,942	7,743	8,580	—	180,312
Unallocated corporate liabilities	未分配公司負債						130,111
Consolidated total liabilities	綜合總負債						310,423
OTHER INFORMATION	其他資料						
Capital additions of property, plant and equipment	物業、廠房及設備之 資本添置	5,801	1,772	389	—	—	7,962
Additions of deposits	按金之添置	288,600	—	—	—	—	288,600
Depreciation and amortisation	折舊及攤銷	11,402	60,034	764	—	—	72,200
Loss on disposal of property, plant and equipment	出售物業、廠房及設備之 虧損	123	—	—	—	—	123
Impairment loss recognised for investments	就電子商貿項目所確認之減值虧損	—	—	—	—	7,997	7,997

7. TURNOVER AND SEGMENT INFORMATION *(Continued)*

(B) GEOGRAPHICAL SEGMENTS

- (i) The following table provides an analysis of the Group's revenue by geographical market, irrespective of the origin of the goods/services:

		Revenue by geographical segment 按地區分類劃分之收入 Year ended 30 June 截至六月三十日止年度	
		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
People's Republic of China, including Hong Kong and Macau	中華人民共和國·包括香港及澳門	867,646	711,207
Europe	歐洲	351,912	308,843
Others	其他	127,336	107,276
		1,346,894	1,127,326

- (ii) The following is an analysis of the carrying amount of segment assets, and capital additions to property, plant and equipment, development costs for systems and networks, interest in e-commerce projects and strategic investments in advanced technology product development companies, analysed by the geographical location to which the assets are located:

		Carrying amount of segment assets 分類資產之賬面值		Capital additions 資本添置	
		30.6.2006 二零零六年 六月三十日 HK\$'000 千港元	30.6.2005 二零零五年 六月三十日 HK\$'000 千港元	30.6.2006 二零零六年 六月三十日 HK\$'000 千港元	30.6.2005 二零零五年 六月三十日 HK\$'000 千港元
People's Republic of China, including Hong Kong and Macau	中華人民共和國·包括香港及澳門	891,878	647,711	20,192	32
Europe	歐洲	116,358	124,922	7,010	269
Others	其他	659,349	480,606	507,084	296,261
		1,667,585	1,253,239	534,286	296,562

7. 營業額及分類資料 (續)

(B) 地區分類

- (i) 下表載列本集團按地區市場劃分之收入分析(不論貨品/服務之來源地):

- (ii) 下表載列本集團按地區市場劃分之分類資產賬面值,以及物業、廠房及設備、系統及網絡開發成本、電子商貿項目權益以及於高科技產品開發公司之策略性投資之資本添置分析:

8. OTHER INCOME

Included in other income is interest income of HK\$10,703,000 (2005: HK\$6,692,000).

8. 其他收入

利息收入10,703,000港元(二零零五年:6,692,000港元)乃列入其他收入內。

9. FINANCE COSTS

9. 財務成本

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Interest on bank and other borrowings wholly repayable within five years	須於五年內悉數償還之銀行及其他借貸之利息	4,747	6,707
Finance charges on finance leases	融資租賃之財務費用	4	37
Issue costs of convertible bonds	可換股債券之發行費用	—	2,307
		4,751	9,051

10. PROFIT BEFORE TAXATION

10. 除稅前溢利

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Profit before taxation has been arrived at after charging:	除稅前已扣除：		
Directors' remuneration (Note)	董事酬金 (附註)	704	726
Staff costs	職工成本	77,415	86,278
Retirement benefit scheme contribution other than directors	退休福利計劃供款 (董事除外)	8,510	7,540
Total staff costs	職工成本總額	86,629	94,544
Amortisation on:	攤銷：		
Development cost for systems and networks, included in cost of sales	開發系統及網絡之支出 (計入銷售成本內)	99,486	56,585
Intangible assets, included in general and administrative expenses	無形資產 (計入一般及行政支出內)	1,770	—
Depreciation of property, plant and equipment, included in general and administrative expenses, on:	物業、廠房及設備之折舊 (計入一般及行政支出內)：		
Owned assets	自置資產	10,674	15,584
Assets under finance leases	融資租賃之資產	—	31
Total depreciation and amortisation	折舊及攤銷總額	111,930	72,200
Auditors' remuneration	核數師酬金	1,980	1,550
Cost of inventories recognised as expense	已確認存貨之成本	680,901	561,918
Loss on disposal of property, plant and equipment	出售物業、廠房及設備之虧損	64	123
Minimum lease payments paid under operating leases in respect of:	按照經營租賃已付之最低租金包括：		
Rented premises	租賃物業	1,421	1,538
Machinery and equipment	機器及設備	1,120	1,479
Research and development	研究及開發	2,811	1,873
and after crediting:	及已計入：		
Exchange gain	匯兌收益	4,097	2,097
Rental income from leasing of machinery and equipment	租賃機器及設備所得租金收入	10,508	10,999

10. PROFIT BEFORE TAXATION (Continued)

Note:

Information regarding directors' and employees' emoluments

Year ended 30 June 2006

Name of executive directors	執行董事姓名	Fees	Salaries and other benefits	Retirement benefits scheme contributions	Total directors' emoluments
		袍金 HK\$'000 千港元	薪金及其他福利 HK\$'000 千港元	退休福利計劃供款 HK\$'000 千港元	董事酬金總額 HK\$'000 千港元
Mr. Paul Kan Man Lok	簡文樂先生	—	57	3	60
Mr. Lai Yat Kwong	黎日光先生	—	57	3	60
Name of non-executive directors 非執行董事姓名					
Mr. Leo Kan Kin Leung	簡堅良先生	5	20	—	25
Prof. Liang Xiong Jian	梁雄健教授	5	5	—	10
Prof. Ye Pei Da	葉培大教授	5	5	—	10
Mr. Frank Bleackley	Frank Bleackley先生	5	15	—	20
Prof. Julia Tsuei Jo	崔玖教授	5	20	—	25
Mr. Ho Yiu Ming	何耀明先生	5	35	—	40
Mr. Paul Michael James Kirby	Paul Michael James Kirby先生	5	429	—	434
Ms. Shirley Ha Suk Ling	夏淑玲女士	5	15	—	20
		40	658	6	704

10. 除稅前溢利 (續)

附註:

有關董事與僱員酬金之資料

截至二零零六年六月三十日止年度

Year ended 30 June 2005

截至二零零五年六月三十日止年度

Name of executive directors	執行董事姓名	Fees	Salaries and other benefits	Retirement benefits scheme contributions	Total directors' emoluments
		袍金 HK\$'000 千港元	薪金及其他福利 HK\$'000 千港元	退休福利計劃供款 HK\$'000 千港元	董事酬金總額 HK\$'000 千港元
Mr. Paul Kan Man Lok	簡文樂先生	—	57	3	60
Mr. Lai Yat Kwong	黎日光先生	—	57	3	60
Mr. Fung Kin Leung	馮建良先生	—	—	—	—
Name of non-executive directors 非執行董事姓名					
Mr. Leo Kan Kin Leung	簡堅良先生	2	10	—	12
Prof. Liang Xiong Jian	梁雄健教授	5	5	—	10
Prof. Ye Pei Da	葉培大教授	5	5	—	10
Mr. Frank Bleackley	Frank Bleackley先生	5	15	—	20
Prof. Julia Tsuei Jo	崔玖教授	5	17	—	22
Mr. Ho Yiu Ming	何耀明先生	5	35	—	40
Mr. Paul Michael James Kirby	Paul Michael James Kirby先生	3	479	—	482
Ms. Shirley Ha Suk Ling	夏淑玲女士	2	8	—	10
		32	688	6	726

10. PROFIT BEFORE TAXATION (Continued)

EMPLOYEES

The five highest paid individuals of the Group did not include any directors of the Company for both years. The emoluments of the five highest paid employees of the Group, not being directors of the Company, are as follows:

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Salaries and other benefits	薪酬及其他福利	5,882	5,960
Performance related incentive payments	按工作表現發放之獎金	277	181
Retirement benefit scheme contribution	退休福利計劃供款	1,049	640
		7,208	6,781

Emoluments of these employees were within the following band:

此等僱員之酬金介乎下列範圍:

		Number of employees 僱員人數	
		2006 二零零六年	2005 二零零五年
HK\$1,000,001 – HK\$1,500,000	1,000,001港元 – 1,500,000港元	4	4
HK\$1,500,001 – HK\$2,000,000	1,500,001港元 – 2,000,000港元	1	1

10. 除稅前溢利 (續)

僱員

於兩個年度，本集團五位最高薪人士當中並無本公司董事。本集團五名最高薪人士（並非本公司之董事）之酬金如下：

11. TAXATION

11. 稅項

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
The charge comprises:	稅項支出包括:		
Hong Kong Profits Tax	香港利得稅		
– current year	– 本年度	–	–
– underprovision in prior years	– 過往年度之不足撥備	66	–
Taxation in other jurisdictions	其他司法地區之稅項	47	442
		113	442
Deferred taxation (note 33)	遞延稅項 (附註33)	2	(18)
		115	424

Hong Kong Profits Tax was calculated at 17.5% (2005: 17.5%) on the estimated assessable profits derived from Hong Kong. Taxation in other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

The low effective tax rate is attributable to the fact that a substantial portion of the Group's profit neither arises in, nor is derived from, Hong Kong and is accordingly not subject to Hong Kong Profits Tax and such profit is either exempted or not subject to taxation in any other jurisdictions.

Details of deferred taxation for the year are set out in note 33.

香港利得稅乃以源自香港之估計應課稅溢利按17.5% (二零零五年: 17.5%) 之稅率計算。其他司法地區之稅項乃按個別司法地區各自採用之稅率計算。

實際稅率偏低之原因為本集團大部分溢利既非於香港賺取，亦非源自香港，故毋須繳納香港利得稅，而此等溢利已獲豁免或毋需繳納任何其他司法地區之稅項。

本年度遞延稅項之詳情載於附註33。

11. TAXATION (Continued)

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

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Profit before taxation	除稅前溢利	331,670	268,352
Tax at Hong Kong Profits Tax rate of 17.5% (2005: 17.5%)	按香港利得稅率17.5% (二零零五年: 17.5%)		
	計算之稅項	58,042	46,962
Tax effect of profits exempted or not subject to taxation in other jurisdictions	於其他司法地區獲豁免繳稅或毋須課稅之溢利之稅務影響	(65,749)	(45,465)
Effect of different tax rates of subsidiaries operating in other jurisdictions	附屬公司於其他司法地區經營之不同稅率之影響	20	176
Tax effect of income not taxable for tax purposes	毋須就稅務目的繳稅之收入之稅務影響	(803)	(600)
Tax effect of expenses not deductible for tax purposes	不可就稅務目的扣減之開支之稅務影響	10,496	1,389
Underprovision in prior years	過往年度之不足撥備	66	-
Tax losses not recognised	未確認之稅項虧損	467	-
Others	其他	(2,424)	(2,038)
Taxation for the year	本年度之稅項	115	424

11. 稅項 (續)

本年度之稅項支出與損益表之溢利對賬如下:

12. DIVIDENDS

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Final dividend proposed in scrip form equivalent to HK2 cents (2005: HK1.1 cents) per share, with a cash option	按以股代息方式派發之擬派末期股息相等於每股2港仙 (二零零五年: 1.1港仙), 可選擇現金	58,245	26,324
Interim dividend paid in scrip form equivalent to HK1.1 cents (2005: HK1.0 cents) per share, with a cash option	按以股代息方式派發之已付中期股息相等於每股1.1港仙 (二零零五年: 1.0港仙), 可選擇現金	31,342	23,431
Underprovision in prior year	以往年度撥備不足	3,456	-
		93,043	49,755

The proposed final dividend for 2006 is based on 2,912,252,703 shares in issue at 30 June 2006.

二零零六年度擬派發末期股息乃按於二零零六年六月三十日之已發行股份2,912,252,703股為基準計算。

13. EARNINGS PER SHARE

The calculation of the basic and diluted earnings per share is based on the following data:

13. 每股盈利

基本及經攤薄每股盈利乃按下列數據計算：

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Earnings attributable to equity holders of the Company for the purpose of calculating basic earnings per share	以計算基本每股盈利之應佔本公司股本權益持有人之盈利	332,700	267,928
Effect of dilutive potential ordinary shares:	普通股之潛在攤薄影響：		
Issue costs of convertible bonds	可換股債券之利息	—	2,307
Interest on convertible bonds	可換股債券之發行費用	—	154
Earnings for the purpose of calculating diluted earnings per share	以計算經攤薄每股盈利之盈利	332,700	270,389

		Number of shares (In '000) 股份數目 (以千股計)	
		2006 二零零六年	2005 二零零五年
Weighted average number of shares for the purpose of calculating basic earnings per share	以計算基本每股盈利之加權平均股份數目	2,673,356	2,326,353
Effect of dilutive potential ordinary shares:	普通股之潛在攤薄影響：		
Convertible bonds	可換股債券	—	53,212
Subscription rights attached to convertible bonds	可換股債券所附購股權	7,111	15
		7,111	53,227
Weighted average number of shares for the purpose of calculating diluted earnings per share	以計算經攤薄每股盈利之加權平均股份數目	2,680,467	2,379,580

No diluted earnings per share is presented in respect of the convertible bonds in 2006, as the conversion of convertible bonds would result in an increase in earnings per share.

兌換可換股債券將導致每股盈利增加，故此二零零六年並無就可換股債券呈列每股攤薄盈利。

13. EARNINGS PER SHARE (Continued)

The following table summarises the impact on basic and diluted earnings per share as a result of changes in accounting policies:

13. 每股盈利 (續)

下表概述因會計政策變動對每股基本及攤薄盈利之影響：

		Impact on basic earnings per share 對每股基本盈利之影響		Impact on diluted earnings per share 對每股攤薄盈利之影響	
		2006 二零零六年 cents 港仙	2005 二零零五年 cents 港仙	2006 二零零六年 cents 港仙	2005 二零零五年 cents 港仙
Reported figures before adjustments	調整前所呈報之數字	14.31	11.52	14.27	11.36
Adjustments arising from changes in accounting policies (see Note 3)	會計政策變動所產生之調整(見附註3)	(1.86)	–	(1.86)	–
Adjusted/reported	經調整/按呈報	12.45	11.52	12.41	11.36

14. PROPERTY, PLANT AND EQUIPMENT 14. 物業、廠房及設備

		Land and buildings	Plant and machinery and telecom- munications networks	Total
		土地及樓宇 HK\$'000 千港元	廠房、機器 及電信網絡 HK\$'000 千港元	總計 HK\$'000 千港元
COST 成本值				
At 1 July 2004	於二零零四年七月一日	22,086	341,165	363,251
Currency realignment	匯兌調整	(216)	(832)	(1,048)
Additions	添置	–	7,962	7,962
Disposals	出售	–	(24,091)	(24,091)
At 1 July 2005	於二零零五年七月一日	21,870	324,204	346,074
Currency realignment	匯兌調整	510	6,970	7,480
Additions	添置	–	7,329	7,329
Acquired on acquisition of a subsidiary	於收購一間附屬公司時購入	–	1,627	1,627
Disposals	出售	–	(13,151)	(13,151)
At 30 June 2006	於二零零六年六月三十日	22,380	326,979	349,359
DEPRECIATION AND AMORTISATION 折舊及攤銷				
At 1 July 2004	於二零零四年七月一日	5,139	306,995	312,134
Currency realignment	匯兌調整	(63)	(2,149)	(2,212)
Provided for the year	年內撥備	554	15,061	15,615
Eliminated on disposals	出售撇除	–	(23,780)	(23,780)
At 1 July 2005	於二零零五年七月一日	5,630	296,127	301,757
Currency realignment	匯兌調整	145	6,678	6,823
Provided for the year	年內撥備	249	10,425	10,674
Eliminated on disposals	出售撇除	–	(12,975)	(12,975)
At 30 June 2006	於二零零六年六月三十日	6,024	300,255	306,279
CARRYING VALUES 賬面淨值				
At 30 June 2006	於二零零六年六月三十日	16,356	26,724	43,080
At 30 June 2005	於二零零五年六月三十日	16,240	28,077	44,317

14. PROPERTY, PLANT AND EQUIPMENT (CONTINUED) 14. 物業、廠房及設備 (續)

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
The carrying values of the Group's property interests comprise:	本集團之物業權益賬面值包括：		
Freehold properties held outside Hong Kong	於香港以外地區持有永久業權之物業	15,130	15,042
Properties held outside Hong Kong under long leases (Note)	於香港以外地區持有長期契約之物業 (附註)	1,226	1,198
		16,356	16,240
Carrying value of plant and machinery and telecommunications networks held under finance leases	按融資租賃持有之廠房及機器及電信網絡之賬面值	—	133
The Group leases equipment to customers on operating lease terms. The carrying value of such equipment, which is included in plant and machinery and telecommunications networks, is as follows:	本集團以經營租賃方式租賃器材予客戶。有關器材之賬面值已包括在廠房及機器及電信網絡內，茲分列如下：		
Customer equipment at cost	客戶器材 (按成本值)	92,317	110,060
Less: Accumulated depreciation	減：累計折舊	(90,511)	(103,137)
Carrying value	賬面值	1,806	6,923

At 30 June 2006, certain land and buildings of the Group with a carrying value of HK\$11,865,000 (2005: HK\$10,277,000) were pledged to a bank as security for banking facilities granted to the Group.

本集團於二零零六年六月三十日賬面淨值為11,865,000港元(二零零五年:10,277,000港元)之若干土地及樓宇已抵押予銀行，作為本集團獲得銀行融資之擔保。

Note: Owner-occupied leasehold land is included in property, plant and equipment only when the allocations between the land and buildings elements cannot be made reliably.

附註：自用租賃土地僅於未能可靠地在土地及樓宇項目中分配時方才納入於物業、廠房及設備。

15. DEVELOPMENT COSTS FOR SYSTEMS AND NETWORKS

15. 系統及網絡之開發成本

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
COST			
	成本值		
At beginning of the year	年初	486,697	350,197
Transferred from deposits	按金撥出	288,600	136,500
Additions	添置	784	—
Acquired on acquisition of a subsidiary	於收購一間附屬公司時購入	4,775	—
At end of the year	年結	780,856	486,697
AMORTISATION			
	攤銷		
At beginning of the year	年初	131,714	75,129
Provided for the year	本年度撥備	99,486	56,585
At end of the year	年結	231,200	131,714
CARRYING VALUE			
At end of the year	賬面值 年結	549,656	354,983

Development cost for systems and networks include all direct costs incurred in setting up and development of systems and networks. The Group's development costs for systems and networks are amortised over the estimated economic lives of the projects from the date of commencement of commercial operations subject to a maximum of five years.

系統及網絡之開發成本包括設立及開發系統及網絡之所有直接成本。本集團之系統及網絡開發成本按個別項目由投產日期起計之估計經濟年期（最多為五年）予以攤銷。

16. GOODWILL

Goodwill acquired in a business combination is allocated, at acquisition, to the cash generating units ("CGU"s) that are expected to benefit from that business combination which is include in the business segment of provision of services and software licensing. The carrying amount of goodwill had been allocated as follows:

16. 商譽

業務合併所收購之商譽乃於收購時分配至預期受惠於業務合併並計入提供服務及軟件特許權業務分類下之變現單位（「變現單位」）。商譽之賬面值已分配如下：

		2006 二零零六年 HK\$'000 千港元
Provision of e-lottery services	電子博彩服務撥備	36,795

16. GOODWILL (Continued)

During the year ended 30 June 2006, management of the Group determines that there are no impairment of any of its CGUs containing goodwill.

The recoverable amounts of the CGUs are determined from value in use calculations. The key assumptions for the value in use calculations are those regarding the discount rates, growth rates and expected changes to selling prices and direct costs during the period. Management estimates discount rates using pre-tax rates that reflect current market assessments of the time value of money and the risks specific to the CGUs. The growth rates are based on industry growth forecasts. Changes in selling prices and direct costs are based on past practices and expectations of future changes in the market.

For the year, the Group performed impairment review for goodwill based on cash flow forecasts derived from the most recent financial budgets for the next five years approved by management using the same discount rate of 10% which reflects current market assessments of the time value of money and the risks specific to the CGUs. The growth rates are based on industry growth forecasts. No impairment loss was considered necessary.

16. 商譽 (續)

截至二零零六年六月三十日止年度，本集團管理層確定，其任何變現單位並無商譽減值。

變現單位之可收回數額乃以使用價值計算方法釐定。使用價值計算法之主要假設涉及期內之貼現率、增長率以及售價及直接成本之預期變動。管理層使用可反映市場現時評估之金額時值及變現單位之特定風險之稅前比率對貼現率作出估算。增長率以行業增長預測為基準。售價及直接成本之變動乃以過往慣例及市場預期之未來變動為基準。

年內，本集團已按現金流量預測（源自管理層所批准未來五年之最近期財務預算）基準對商譽進行減值審閱，並使用10%之相同貼現率，以反映市場現時評估之金額時值及變現單位之特定風險。增長率乃以行業增長預測為基準。本集團認為毋須作出減值虧損。

17. INTANGIBLE ASSETS

17. 無形資產

		License rights 特許權 HK\$'000 千港元
COST	成本	
Acquired on acquisition of a subsidiary and balance at 30 June 2006	於收購一間附屬公司時購入及於二零零六年六月三十日之結餘	11,800
AMORTISATION	攤銷	
Charge for the year and balance at 30 June 2006	本年度攤銷及於二零零六年六月三十日之結餘	(1,770)
CARRYING VALUE	賬面值	
At 30 June 2006	於二零零六年六月三十日	10,030

The license rights for provision of e-lottery services were acquired as part of a business combination during the year. The license rights have definite useful lives and are amortised on a straight-line basis over the period of the right granted or 5 years, whichever is shorter.

年內本公司已收購提供電子博彩服務之特許權作為業務合併之一部份。特許權具特定可用年期，並於所授權利之期間或五年（以較短者為準）以直線法攤銷。

18. AVAILABLE-FOR-SALE INVESTMENTS

18. 可供出售投資

		2006 二零零六年 HK\$'000 千港元
Unlisted equity securities, in respect of:	非上市股本證券，關於：	
– Interest in e-commerce projects	– 電子商貿項目權益	28,094
– Others	– 其他	18,647
Impairment loss recognised	所確認之減值虧損	(46,741)
		–
Unlisted debt securities with guaranteed return, in respect of:	有保證回報之非上市債務證券，關於：	
– Interest in e-commerce projects	– 電子商貿項目權益	98,957
– Others	– 其他	185,538
Capital receipts from the investments	投資之資本收益	(91,273)
		193,222
		193,222

On 1 July 2005, the Group classified and measured its debt and equity securities in accordance with the requirements of HKAS 39. As a result of the adoption of HKAS 39, the Group reclassified "Interest in e-commerce projects" and "Investments" recorded in the consolidated balance sheet at 1 July 2005 amounting to HK\$72,818,000 and HK\$129,467,000 respectively as "Available-for-sale investments". The changes have not had any significant impact on the results for the current or prior periods. No prior period adjustments were required.

The unlisted debt securities with guaranteed return represent the Group's investments in certain securities which have guaranteed a pre-determined return to the Group over a fixed period of time. The pre-determined returns are non-interest bearing and denominated in United States dollars. Payments receivables each year for investments with pre-determined return are apportioned between income and reduction of the carrying value of the investments so as to reflect a constant periodic rate of return. The pre-determined sums will be received for a period of 5 years by half-yearly instalments and are discounted at the effective interest rate of 10% per annum.

於二零零五年七月一日，本集團根據香港會計準則第39號之規定分類及計量其債務及股本證券。由於採納香港會計準則第39號，本集團將記錄於二零零五年七月一日之綜合資產負債表內之「電子商貿項目權益」及「投資」分別72,818,000港元及129,467,000港元，重新分類至「可供出售投資」。該等變動對本期間或以往期間之業績並無構成任何重大影響。毋須作出前期調整。

有保證回報之非上市債務證券指本集團於若干於固定期間為本集團帶來預定保證回報之證券之投資。預定回報不附帶利息，並以美元計值。每年按預定回報應收投資之款項乃於投資之收入與投資賬面值減少之間分配，以反映固定之定期回報率。預定金額將於5年期間內每半年分期收取，並按每年10%之實際利率貼現。

18. AVAILABLE-FOR-SALE INVESTMENTS *(Continued)*

The unlisted investments represent investments in unlisted equity securities issued by private entities incorporated outside Hong Kong. They are measured at cost less impairment losses at each balance sheet date because the range of reasonable fair value estimates is so significant that the directors of the Company are of the opinion that their fair values cannot be measured reliably.

In 2006, the directors of the Company reviewed the carrying amount of the unlisted equity securities and identified an impairment loss of HK\$6,763,000 estimated based on expected cash flows projection from such investments.

18. 可供出售投資 (續)

非上市投資指於香港以外地區註冊成立之私人實體所發行之非上市股本證券之投資。該等投資於各結算日按成本減去減值虧損計量。此乃由於合理公平價值估算範圍甚大，本公司董事認為未能可靠地計量其公平價值。

於二零零六年，本公司董事根據該等被投資公司之預期現金流量預測估算減值虧損6,763,000港元。

19. INTEREST IN E-COMMERCE PROJECTS

Interest in e-commerce projects as at 30 June 2005 are set out below. Upon the application of HKAS 39 on 1 July 2005, interest in e-commerce projects were reclassified to available-for-sale investments.

19. 於電子商貿項目之權益

於二零零五年六月三十日之電子貿貿項目權益載列如下。於二零零五年七月一日採納香港會計準則第39號後，電子貿貿項目權益已重新分類至可供出售投資。

		HK\$'000 千港元
Unlisted investments in e-commerce projects with guaranteed return, at cost	電子商貿項目之有保證回報 非上市投資，按成本值	127,052
Capital receipts from the investments	投資之資本收益	(26,140)
Impairment losses recognised	已確認減值虧損	(28,094)
		72,818

20. INVESTMENTS

Investments as at 30 June 2005 are set out below. Upon application of HKAS 39 on 1 July 2005, investments were reclassified to available-for-sale investments.

		Investments with guaranteed return	Investment securities without guaranteed return	Total
		有保證回報 之投資 HK\$'000 千港元	無保證回報 之證券投資 HK\$'000 千港元	總計 HK\$'000 千港元
Unlisted equity securities, at cost/carrying value	非上市股本證券， 按成本值／賬面值	157,396	3,887	161,283
Capital receipts from the investments	投資之資本收益	(19,932)	—	(19,932)
Impairment loss recognised	已確認減值虧損	(7,997)	(3,887)	(11,884)
		129,467	—	129,467

20. 投資

於二零零五年六月三十日之投資載列如下。於二零零五年七月一日採納香港會計準則39號後，投資已重新分類至可供出售投資。

21. DEPOSITS

Deposits were paid in connection with the following:

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Development cost for systems and networks	系統及網絡之開發成本	464,100	288,600
Acquisition of investments	收購投資	971	—
		465,071	288,600

21. 按金

有關以下項目已付之按金：

22. INVENTORIES

22. 存貨

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Raw materials	原料	9,622	13,047
Work in progress	在製品	2,874	2,326
Finished goods	製成品	14,276	8,265
		26,772	23,638

23. TRADE AND OTHER RECEIVABLES

23. 應收貿易及其他賬款

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Trade receivables	應收貿易賬款	198,973	215,247
Guaranteed distribution receivables	應收保證分派	32,163	28,653
Other receivables	應收其他賬款	115,359	95,690
		346,495	339,590

The Group maintains a well-defined credit policy regarding its trade customers dependent on their credit worthiness, nature of services and products, industry practice and condition of the market with credit period ranging from 30 to 180 days. The aged analysis of trade receivables at the reporting date is as follows:

本集團就其貿易客戶實行明確之信貸政策。根據彼等之信用、服務及貨品之性質、行內規範及市場情況而給予30至180日之信貸期。應收貿易賬款於報告日期之賬齡分析如下：

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
0 – 60 days	0 – 60日	152,492	188,905
61 – 90 days	61 – 90日	43,446	17,811
91 – 180 days	91 – 180日	1,276	1,724
> 180 days	> 180日	1,759	6,807
		198,973	215,247

23. TRADE AND OTHER RECEIVABLES

(Continued)

The trade and other receivables that are denominated in currencies other than the functional currencies of the relevant group entities are set out below:

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
United States dollars	美元	196,480	202,247

The directors consider the carrying amounts of trade and other receivables approximate the fair value.

23. 應收貿易及其他賬款 (續)

應收貿易及其他賬款乃以有關集團實體之功能貨幣以外之貨幣計值，茲列如下：

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
United States dollars	美元	196,480	202,247

董事認為，應收貿易及其他賬款之公平價值與其賬面值相若。

24. DEPOSITS, BANK BALANCES AND CASH

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Interest bearing deposits	計息存款	220,365	122,484
Bank balances and cash	銀行結存及現金	31,582	16,889
		251,947	139,373

The Group's deposits, bank balances and cash are denominated in currencies other than the functional currencies of the relevant group entities are set out below:

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
United States dollars	美元	62,808	53,051
Renminbi	人民幣	14,960	23,038
Others	其他	6,589	4,754

The deposits, bank balances and cash comprises short-term deposits with maturity of three months or less and cash held by the Group. The deposits carry interest at a variable rate at an average rate of 0.1% (2005: 0.1%). The directors consider that the carrying amounts of deposits, bank balances and cash at 30 June 2006 approximate the fair value.

24. 存款、銀行結存及現金

本集團之存款、銀行結存及現金乃以有關集團實體之功能貨幣以外之貨幣計值，茲列如下：

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
United States dollars	美元	62,808	53,051
Renminbi	人民幣	14,960	23,038
Others	其他	6,589	4,754

存款、銀行結存及現金包括到期日為三個月或以內之短期存款及本集團持有之現金。存款按浮動利率計息，平均利率為0.1厘（二零零五年：0.1厘）。董事認為，存款、銀行結存及現金之公平價值與其賬面值相若。

25. TRADE AND OTHER PAYABLES

At 30 June 2006, the balance of trade and other payables included trade payables of HK\$11,143,000 (2005: HK\$10,632,000). The aged analysis of trade payables at the reporting date is as follows:

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
0 – 60 days	0 – 60日	7,487	5,877
61 – 90 days	61 – 90日	630	622
91 – 180 days	91 – 180日	267	1,300
> 180 days	> 180日	2,759	2,833
		11,143	10,632

The directors consider that the carrying amounts of trade and other payables approximates the fair values.

25. 應付貿易及其他賬款

於二零零六年六月三十日，應付貿易及其他賬款之結餘中包括11,143,000港元（二零零五年：10,632,000港元）之應付貿易賬款。應付貿易賬款於報告日期之賬齡分析如下：

董事認為，應付貿易及其他賬款之賬面值與其公平值相若。

26. WARRANTY PROVISION

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
At 1 July 2005	於二零零四年七月一日	1,716	1,766
Currency realignment	匯兌調整	55	(8)
Provided during the year	年內已撥備	2,495	2,870
Utilised during the year	年內已動用	(2,583)	(2,912)
At 30 June 2006	於二零零五年六月三十日	1,683	1,716

The warranty provision represents the management's best estimate of the Group's liability under 12 month warranties granted on manufactured products, based on prior experience and industry average for defective products.

保養撥備指管理層按照過往經驗及業內對有瑕疵產品之慣常做法，根據就製成品給予之12個月保養期而對本集團責任作出之最佳評估。

27. AMOUNT DUE TO ULTIMATE HOLDING COMPANY

The amount is unsecured, interest-free and repayable on demand. The directors consider that the carrying amount of amount due to ultimate holding company approximates its fair value.

27. 應付最終控股公司款項

該筆款項為無抵押、免息及須按要求償還。董事認為，應付最終控股公司款項之賬面值與其公平值相若。

28. BANK BORROWINGS

28. 銀行借貸

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Bank borrowings comprise the following:	銀行借貸包括下列各項:		
Bank loans	銀行貸款	53,329	56,054
Mortgage loan	按揭貸款	1,751	2,347
Bank overdrafts	銀行透支	—	519
		55,080	58,920

Included in above were bank borrowings of HK\$1,751,000 (2005: HK\$2,866,000), which were secured by the Group's land and buildings with a net book value of HK\$11,865,000 (2005: HK\$10,277,000).

包括於上述款項為銀行借貸1,751,000港元(二零零五年:2,866,000港元),已由本集團以賬面淨值為11,865,000港元(二零零五年:10,277,000港元)之土地及樓宇作抵押。

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Bank borrowings bear interest at variable-rates and are repayable as follows:	按現行市場利率計息之銀行借貸之還款期如下:		
On demand or within one year	按通知或一年內	54,019	57,202
Between one to two years	一至兩年內	735	672
Between two to three years	兩至三年內	326	717
Between three to four years	三至四年內	—	329
		55,080	58,920
Less: Amount due within one year shown under current liabilities	減:年內到期並已列作流動負債之金額	(54,019)	(57,202)
Amount due after one year	一年後到期之金額	1,061	1,718

The above bank borrowings bear variable interest at an average rate of 6.55% (2005: 6.81%). The directors consider that the carrying amount of the above borrowings approximates the fair value.

上述銀行借貸乃按不同利率計息,平均利率為6.65厘(二零零五年:6.81厘)。董事認為,上述銀行借貸之賬面值與其公平值相若。

29. OTHER BORROWINGS

29. 其他借貸

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
The other borrowings represent block discounting loans and are repayable as follows:	其他借貸指大宗折扣貸款，還款期如下：		
Within one year	一年內	2,650	4,309
Between one to two years	一至兩年內	1,717	2,594
Between two to three years	兩至三年內	461	1,680
Between three to four years	三至四年內	171	451
Between four to five years	四至五年內	—	168
		4,999	9,202
Less: Amount due within one year shown under current liabilities	減：一年內到期並已列作流動負債之金額	(2,650)	(4,309)
Amount due after one year	一年後到期之金額	2,349	4,893

The above other borrowings bears variable interests at an average rate of 7.16% (2005: 7.37%). The directors consider the carrying amounts of other borrowings approximate its fair value.

上述其他借貸乃按不同利率計息，平均利率為7.16厘（二零零五年：7.37厘）。董事認為，上述借貸之賬面值與其公平值相若。

30. OBLIGATIONS UNDER FINANCE LEASES

30. 融資租賃承擔

Obligations under finance leases as at 30 June 2005 are set out below:

於二零零五年六月三十日之融資租賃承擔如下：

		Minimum lease payments 租賃最低付款額 HK\$'000 千港元	Present value of minimum lease payments 租賃最低付款 額之現時價值 HK\$'000 千港元
Amounts payable under finance leases:	根據融資租賃於以下期間應付之金額：		
Within one year	一年內	20	16
Less: Finance charges	減：財務費用	(4)	—
Present value of lease obligations	租賃承擔現時價值	16	16

30. OBLIGATIONS UNDER FINANCE LEASES (Continued)

The Group entered into finance leases to acquire certain of its plant and machinery and telecommunications networks. The term of the finance leases ranged from 3 to 5 years and the average effective borrowing rate was 11.75%. Interest rate was fixed at the contract date. The leases were on a fixed repayment basis and no arrangement had been entered into for contingent rental payments.

The obligations under finance leases were fully repaid during the year.

30. 融資租賃承擔 (續)

本集團已訂立融資租賃，以購入其若干廠房、機器及電信網絡。融資租賃年期由三年至五年不等，而實際平均借貸率為11.75%。利率已於訂約日期釐訂。租金乃按固定還款基準繳付，且並無就或然租金款項訂立任何安排。

融資租賃承擔已於年內悉數償還。

31. CONVERTIBLE BONDS

		HK\$'000 千港元
Issue of 1% convertible bonds during the year and balance as at 30 June 2005	年內已發行1厘可換股債券及於二零零五年六月三十日之結餘	62,400
– as originally stated	– 原列	(1,850)
Effect of adoption of HKAS 32	採納香港會計準則第32號之影響	
As restated	已重列	60,550
Effect of adoption of HKAS 39	採納香港會計準則第39號	10,460
As at 1 July 2005	於二零零五年七月一日	71,010
Currency realignment	匯兌調整	(367)
Change in fair value during the year	年內公平價值變動	51,341
Converted during the year	年內兌換	(103,765)
As at 30 June 2006	於二零零六年六月三十日	18,219

On 1 April 2005, the Company entered into a subscription agreement (the "Subscription Agreement") with an independent third party (the "Bondholder") for the subscription of an aggregate principal amount of up to US\$24,000,000 1% convertible bonds due 2008 (the "Convertible Bonds") issued by the Company. The principal terms of the Convertible Bonds are as follows:

- (a) The outstanding principal amount of the Convertible Bonds may be converted at the option of the Bondholders in whole or in part into shares of HK\$0.1 each in the Company at any time from the date of issue of the Convertible Bonds up to one week prior to 1 April 2008, the maturity date of the Convertible Bonds, at a price equal to either 125% of the average of the closing prices per share for the 30 consecutive business days immediately prior to the date of the Subscription Agreement, subject to adjustment (the "Fixed Conversion Price") or 93% of the average of any five consecutive closing prices per share as selected by the Bondholder during the 30 consecutive business days immediately prior to the date on which notice of exercise of the bondholder is received by the Company (the "Floating Conversion Price"), provided that both the Fixed Conversion Price and the Floating Conversion Price shall not be less than the par value of the Company's shares.

於二零零五年四月一日，本公司已就認購本公司所發行於二零零八年到期，本金總額多至24,000,000美元之1厘可換股債券（「可換股債券」）與獨立第三者（「債券持有人」）訂立認購協議（「認購協議」）。可換股債券之主要條款如下：

- (a) 可換股債券之尚未償還本金額可按債券持有人之意願，自可換股債券發行日期至二零零八年四月一日可換股債券到期前一個星期期間內任何時間，按相等於股份於緊接認購協議日期前30個連續營業日之每股平均收市價之125%之價格（可予調整）（「固定兌換價」），或緊接本公司取得債券持有人之行使通知前30個連續營業日期間，債券持有人所選擇之任何連續五個每股收市價平均數之93%之價格（「浮動兌換價」），全部或部分兌換為本公司每股面值0.1港元之股份，惟固定兌換價及浮動兌換價兩者均不得低於本公司股份之面值。

31. CONVERTIBLE BONDS (Continued)

- (b) The Convertible Bonds bear interest at the rate of 1% per annum and interest will be payable semi-annually in arrears in June and December in each year.
- (c) Unless previously redeemed, converted or purchased and cancelled, the Convertible Bonds will be redeemed at 100% of the principal amount at maturity.
- (d) The Convertible bonds may be early redeemed at any time up to one week prior to 1 April 2008, at the option of the Company subject to certain conditions.

Pursuant to the Subscription Agreement, the Company issued part of the Convertible Bonds with an aggregate principal amount of US\$8,000,000, the Bondholder has an option to require the Company to issue additional Convertible Bonds of US\$8,000,000 (the "Call Option") within a defined period and the Company was also granted an option to issue and require the Bondholder to subscribe an aggregate principal amount of Convertible Bonds of US\$8,000,000 (the "Put Option") within a defined period.

As the conversion price is not fixed and the conversion option of the Convertible Bonds will not result in settlement by the exchange of a fixed amount for fixed number of equity instrument. The conversion option is regarded as derivative.

The convertible bonds includes the liability component and embedded derivative (including the conversion option, the Call and Put Option and early redemption option). On application of HKAS 39 on 1 July 2005, the Group has elected to designate the entire convertible bonds as financial liabilities at fair value through profit or loss.

The fair value of the liability component of the convertible bonds at 30 June 2006 was determined based on the present value of the estimated future cash flows discounted at the expected borrowing rate of the Company of Hong Kong Inter-bank Offered Rate ("HIBOR") plus 1.9% (1 July 2005: HIBOR plus 1.9%).

The fair value of the conversion option and redemption option embedded was calculated using the Binomial model. The inputs into the model were as follows:

		30 June 2006 二零零六年 六月三十日	1 July 2005 二零零五年 七月一日
Stock price	股份價格	HK\$0.44 港元	HK\$0.385 港元
Exercise price	行使價	HK\$0.3844 港元	HK\$0.3844 港元
Expected volatility	預期波幅	40%	40%
Maturity life	到期年期	1.75 years 年	2.76 years 年
Risk-free rate	零風險比率	4.53%	3.2%
Expected dividend yield	預期股息收益率	5%	5%

31. 可換股債券 (續)

- (b) 可換股債券乃按年利率1厘計息，而利息於每年六月及十二月每半年分期支付。
- (c) 除非可換股債券已於早前贖回、兌換或購入及註銷，否則可換股債券於到期時可贖回全數本金。
- (d) 可換股債券可由本公司選擇於二零零八年四月一日前一週止隨時按指定條款提前贖回。

根據認購協議，本公司已發行部分本金總額為8,000,000美元之可換股債券。債券持有人有權（「認購權」）以要求本公司於指定期間內發行額外8,000,000美元之可換股債券，而本公司亦已獲授予一項於指定期限內發行及要求債券持有人認購本金總額為8,000,000美元之可換股債券之權利（「認沽權」）。

由於兌換價並無訂定，故可換股債券之兌換權將不會導致以固定金額交換固定數目之股本工具的方式付款，故兌換權被視為衍生工具。

可換股債券包括負債部分及內含衍生工具（包括兌換權、認購及認沽權及提前贖回選擇權）。於二零零五年七月一日採用香港會計準則第39號後，本集團選擇按公平價值透過損益表將全部可換股債券重新指定為財務負債。

於二零零六年六月三十日，可換股債券之負債部分之公平價值乃按估計未來現金流量之現值釐定，而該現金流量乃按香港銀行同業拆息（「香港銀行同業拆息」）另加1.9厘（二零零五年七月一日：香港銀行同業拆息加1.9厘）之本公司預期借貸利率貼現。

內含換股期權之公平價值乃以二項式期權定價模式計算。此模式所涉之輸入數據如下：

31. CONVERTIBLE BONDS (Continued)

The fair value of the Call and Put Option was calculated using the Binomial model. The inputs into the model were as follows:

		Call Option 認購權		Put Option 認沽權	
		30 June 2006 二零零六年 六月三十日	1 July 2005 二零零五年 七月一日	30 June 2006 二零零六年 六月三十日	1 July 2005 二零零五年 七月一日
Underlying asset price	相關資產價格	HK\$80,200,000 港元	HK\$68,500,000 港元	HK\$71,760,000 港元	HK\$63,500,000 港元
Exercise price	行使價	HK\$62,240,000 港元	HK\$62,240,000 港元	HK\$62,240,000 港元	HK\$62,240,000 港元
Expected volatility	預期波幅	11%	7.57%	11%	7.57%
Maturity	到期	1.75 years 年	2.76 years 年	1.75 years 年	2.76 years 年
Risk free rate	零風險比率	4.53%	3.2%	4.53%	3.2%
Expected dividend yield	預期股息收益率	1%	5%	1%	5%

Under the Subscription Agreement, the Company has also granted to the Bondholder the right to subscribe for up to 30,437,073 new shares in the Company at a subscription price of HK\$0.3844 per share exercisable for a period of three years from the date of issue.

As the additional subscription rights granted to the Bondholder will result in settlement by the exchange of a fixed amount for fixed number of equity instrument, the fair value of the subscription rights granted is recognised in equity as subscription right reserve on initial recognition.

The fair value of the additional subscription rights at date of grant was calculated using the Binomial model. The inputs into the model was as follows:

Stock price	股份價格	HK\$0.33 港元
Exercise price	行使價	HK\$0.3844 港元
Expected volatility	預期波幅	40%
Maturity life	到期年期	3 years 年
Risk-free rate	零風險比率	3.57%
Expected dividend yield	預期股息收益率	5%

31. 可換股債券 (續)

認購及認沽權之公平價值乃以二項式期權定價模式計算。該模式所涉數據如下：

根據認購協議，本公司亦已授予債券持有人權利，以按認購價每股0.3844港元認購多至30,437,073股本公司新股份，而該權利可於發行日期起計三年期間予以行使。

由於授予債券持有人額外認購權將導致以固定金額交換固定數目之股本工具之方式付款，故所授出之認購權之公平價值及於初步確認時在權益內確認為認購權。

額外認購選擇權於授出日期之公平價值乃以二項式期權定價模式計算。此模式所涉數據如下：

32. RETIREMENT BENEFITS SCHEMES

DEFINED CONTRIBUTION SCHEME

Certain subsidiaries of the Company have a retirement benefit scheme covering a portion of their employees. The assets of the scheme are held separately from those of the Group in funds under the control of independent trustees.

32. 退休福利計劃

定額供款計劃

本公司屬下若干附屬公司為大部分僱員設立一項退休福利計劃。該項計劃之資產與本集團之資產分開持有，並存於由獨立受託人控制之基金內。

32. RETIREMENT BENEFITS SCHEMES

(Continued)

DEFINED CONTRIBUTION SCHEME (Continued)

The retirement benefit scheme contributions charged to the consolidated income statement represent contributions payable to the funds by the Group at rates specified in the rules of the scheme. Where there are employees who leave the scheme prior to vesting fully in the contributions, the contribution payable by the Group is reduced by the amount of forfeited contributions.

Commencing from December 2000, the Group enrolled all eligible employees in Hong Kong into a mandatory provident fund (the "MPF") scheme. The retirement benefit cost of the MPF scheme charged to the consolidated income statement represents contributions to the MPF scheme by the Group at rates specified in the rules of the MPF scheme.

During the year, retirement benefits scheme contributions paid for the above schemes, net of nil (2005: nil) forfeited contributions, amounted to HK\$235,000 (2005: HK\$152,000).

DEFINED BENEFIT SCHEME

Certain subsidiaries of the Company operates a self-administered, funded pension scheme. The scheme provides defined pension benefits related to service, and final earnings and capital sums on death. Membership is optional for all staff paid monthly and aged over 21 years.

The contributions which are determined by a qualified actuary on the basis of triennial valuations using the projected unit credit method are charged to the consolidated income statement. Under the scheme, the employees are entitled to a pension between 1.67% and 2.50% of final salary for each year of pensionable service at a normal age of 65. No other post-retirement benefits are provided. The most recent actuarial valuations of scheme assets and the present value of the defined benefit obligations were carried out at 31 December 2003 by Mr. Alison Bostock, Fellow of the Institute of Actuaries, and were updated to 30 June 2006 for the accounting reporting purpose. The assumptions which have the most significant effect on the results of the valuation are those relating to the rate of return on investments and the rates of increase in salaries, pensions and share dividends.

The main actuarial assumptions used were as follows:

		30.6.2006 二零零六年 六月三十日	30.6.2005 二零零五年 六月三十日
Discount rate	貼現率	5.30%	5.00%
Expected return on scheme assets	預期之計劃資產回報	6.60%	6.40%
Expected rate of salary increase	預期之薪金升幅	2.80%	2.80%
Future pension increases	未來之退休金升幅	2.80%	2.80%

32. 退休福利計劃 (續)

定額供款計劃 (續)

自綜合損益表扣除之退休福利計劃供款乃本集團按計劃規則指定之比率向有關基金支付之供款。倘僱員於合資格領取全部供款之前退出計劃，本集團應付之供款將以已沒收之供款扣減。

自二零零零年十二月起，本集團規定其於香港之所有合資格僱員參與強制性公積金（「強積金」）計劃。於綜合損益表扣除之強積金計劃退休福利費用指本集團按強積金計劃規則規定之比率對強積金計劃作出之供款。

於年內，上述計劃已支付之退休福利計劃供款（扣除金額為零（二零零五年：零）之沒收供款後）為235,000港元（二零零五年：152,000港元）。

定額福利計劃

本公司屬下若干附屬公司設立一項自行管理之退休福利計劃。上述計劃乃提供有關僱員服務期間之定額退休福利、僱員身故時之最後損益及撫恤金。以月薪計及年滿21歲之所有僱員可選擇參加上述計劃。

根據合資格精算師每隔三年按預計單位貸記法進行估值加以評估之供款，乃於綜合損益表中扣除。根據該計劃，僱員一般於年屆65歲時就每年提供可獲退休金之服務應得之退休金介乎最終薪金之1.67%至2.50%之間。本集團並無提供其他退休後期福利。最近之計劃資產精算估值及定額福利承擔現值乃於二零零三年十二月三十一日由精算學會成員Alison Bostock女士進行，並已於二零零五年六月三十日更新，以便進行會計申報事宜。對估值結果最具影響之假設乃有關投資回報率及薪金、退休金與股息之增加比率方面之假設。

所用之主要精算假設如下：

32. RETIREMENT BENEFITS SCHEMES

(Continued)

DEFINED BENEFIT SCHEME (Continued)

The actuarial valuation updated to 30 June 2006 showed that the market value of the scheme assets was HK\$229,349,000 (2005: HK\$207,735,000) and that the actuarial value of these assets represented 67% (2005: 61%) of the benefits that had accrued to members. The shortfall of HK\$12,777,000 is to be cleared over the estimated remaining service period of current membership of 10 years.

Amounts recognised in the consolidated income statement in respect of the defined benefit pension scheme are as follows:

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Current service cost	現行服務成本	3,513	3,154
Interest on obligation	承擔之利息	16,571	16,914
Expected return on plan assets	計劃資產之預期回報	(13,059)	(12,674)
Net actuarial losses	精算虧損淨額	1,256	-
		8,281	7,394

The charge for the year has been included in cost of sales.

本年度支出已計入銷售成本。

The amount included in the consolidated balance sheet arising from the Group's obligations in respect of its defined benefit pension scheme is as follows:

因本集團之定額福利退休計劃承擔而產生之金額已計入資產負債表，載述如下：

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Fair value of scheme assets	計劃資產之公平值	229,349	207,735
Present value of funded obligations	資金承擔之現值	(344,682)	(339,292)
Net unrecognised actuarial losses	未確認之精算虧損淨額	27,319	46,706
		(88,014)	(84,851)

32. 退休福利計劃 (續)

定額福利計劃 (續)

更新至二零零六年六月三十日之精算估值顯示，計劃之資產市值為229,349,000港元（二零零五年：207,735,000港元），而該等資產之精算價值為僱員應得福利之67%（二零零五年：61%）。為數12,777,000港元之缺額，於現職僱員之預計剩餘服務年期（以10年估計）內清還。

就定額福利退休計劃於綜合損益表中確認之金額如下：

32. RETIREMENT BENEFITS SCHEMES

(Continued)

DEFINED BENEFIT SCHEME (Continued)

Movements in the present value of the defined benefit obligation are as follows:

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
At beginning of the year	年初	339,292	294,417
Currency realignment	匯兌調整	7,347	(4,710)
Service cost	服務成本	3,513	3,154
Interest cost	利息成本	16,571	16,914
Actuarial (gain) loss	精算(收益)虧損	(12,949)	42,047
Benefits paid	所付福利	(9,092)	(12,530)
At end of the year	年結	344,682	339,292

Movements in the fair value of plan assets are as follows:

計劃資產變動如下:

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
At beginning of the year	年初	207,735	189,951
Currency realignment	匯兌調整	5,195	(2,675)
Expected return on plan assets	計劃資產之預期回報	13,059	12,674
Actuarial gain (loss)	精算收益(虧損)	4,146	8,768
Contributions	供款	8,306	11,547
Benefits paid	所付福利	(9,092)	(12,530)
At end of the year	年終	229,349	207,735

The fair value of plan assets at the balance sheet date is analysed as follows:

計劃資產於結算日之公平價值分析如下:

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Equity instruments	股本工具	169,262	144,338
Debt instruments	債務工具	54,616	53,265
Other assets	其他資產	5,471	10,132
		229,349	207,735

32. RETIREMENT BENEFITS SCHEMES

(Continued)

DEFINED BENEFIT SCHEME (Continued)

The history of the plan for the current and prior period is as follows:

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Present value of defined benefit obligation	定額福利承擔之現值	344,682	339,292
Fair value of plan assets	計劃資產之公平價值	(229,349)	(207,735)
Deficit	虧絀	115,333	131,557
Experience adjustments on plan liabilities	計劃負債之過往調整	(12,949)	42,047
Experience adjustments on plan assets	計劃資產之過往調整	4,146	8,768

32. 退休福利計劃 (續)

定額福利計劃 (續)

本期間及以往期間之計劃歷史如下：

33. DEFERRED TAXATION

The following is the deferred taxation liability recognised and movement thereon:

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Balance at beginning of the year	年初結餘	193	193
Currency realignment	匯兌調整	11	18
Movement for the year (note 11)	年內變動 (附註11)	2	(18)
Balance at end of the year	年終結餘	206	193

33. 遞延稅項

遞延稅項負債之確認及變動如下：

At the balance sheet date, the Group has unused tax losses of approximately HK\$31,275,000 (2005: HK\$28,604,000) available for offset against future profits. No deferred tax asset has been recognised due to the unpredictability of future profit streams. These tax losses may be carried forward indefinitely.

於結算日，本集團可供抵銷未來溢利之未動用稅項虧損約31,275,000港元（二零零五年：28,604,000港元）。由於未能預測日後溢利之流向，故並無確認任何遞延稅項資產，該等稅項虧損或將無限期承前結轉。

34. SHARE CAPITAL

34. 股本

		Number of shares 股份數目 HK\$'000 千港元	Amount 金額 HK\$'000 千港元
Authorised share capital of HK\$0.10 each:	每股面值0.10港元之法定股本:		
Balance at 1 July 2004 and 30 June 2005	於二零零四年七月一日及二零零五年六月三十日之結餘	3,000,000	300,000
Increase in share capital	股本增加	9,000,000	900,000
Balance at 30 June 2006	於二零零六年六月三十日之結餘	12,000,000	1,200,000
Issued and fully paid share capital of HK\$0.10 each:	每股面值0.10港元之已發行及繳足股本:		
Balance at 1 July 2004	於二零零四年七月一日之結餘	2,308,341	230,834
Issue of shares as 2004 final scrip dividend	發行股份作為二零零四年末期以股代息	34,769	3,477
Issue of shares as 2005 interim scrip dividend	發行股份作為二零零五年中期以股代息	50,014	5,001
Balance at 30 June 2005	於二零零五年六月三十日之結餘	2,393,124	239,312
Issue of shares upon placement	於配售時發行股份	240,000	24,000
Issue of shares as 2005 final scrip dividend	發行股份作為二零零五年末期以股代息	65,374	6,537
Issue of shares as 2006 interim scrip dividend	發行股份作為二零零六年中期以股代息	48,845	4,885
Issue of shares upon conversion of convertible bonds	於兌換可換股債券時發行股份	164,910	16,491
Balance at 30 June 2006	於二零零六年六月三十日之結餘	2,912,253	291,225

During the year, the following changes in the share capital of the Company took place:

本年度內，本公司之股本出現下列變動：

- (a) Pursuant to an ordinary resolution passed at the annual general meeting dated 25 November 2005, the authorised share capital of the Company was increased from HK\$300 million to HK\$1,200 million by the additional 9,000 million shares of HK\$0.1 each. The Company's authorised share capital is 12,000,000,000 shares of HK\$0.1 each;
- (a) 根據於二零零五年十一月二十五日之股東週年大會上通過之普通決議案，藉增設9,000,000,000股每股面值0.1港元之股份，本公司之法定股本由300,000,000港元增加至1,200,000,000港元。本公司之法定股本為12,000,000,000股每股面值0.1港元之股份；
- (b) On 22 September 2005, Lawnside International Limited ("Lawnside") entered into a placing agreement to place up to 240 million existing shares to independent third parties at HK\$0.73 per share (the "Placing"). Concurrently, Lawnside entered into a conditional subscription agreement with the Company to subscribe for new shares of the Company which number shall be equal to that of the shares successfully placed under the Placing at HK\$0.73 per share. On 2 November 2005, 240,000,000 new shares were issued and allotted upon the placement. The net proceeds are to be used for the Group's general working capital;
- (b) 於二零零五年九月二十二日，Lawnside International Limited (「Lawnside」) 訂立配售協議，按每股0.73港元之價格向獨立第三方配售最多240,000,000股現有股份（「配售事項」）。同時，Lawnside與本公司訂立有條件認購協議，以認購等同根據配售事項按每股0.73港元之價格成功配售之股份數目之本公司新股份。於二零零五年十一月三日，240,000,000股新股份已於配售時發行及配發。所得款項淨額用作本集團之一般營運資金；

34. SHARE CAPITAL (Continued)

- (c) In January 2006, 65,373,671 shares of HK\$0.1 each were issued at a price of HK\$0.4 per share upon election by shareholders to receive shares in the Company in lieu of the 2005 final dividend pursuant to the scrip dividend scheme as detailed in a circular dated 19 December 2005;
- (d) In June 2006, 48,845,137 shares of HK\$0.1 each were issued at a price of HK\$0.503 per share upon election by shareholders to receive shares in the Company in lieu of the 2006 interim dividend pursuant to the scrip dividend scheme as detailed in a circular dated 24 April 2006; and
- (e) During the year, US\$7,900,000 of the issued Convertible Bonds were converted into 164,910,000 shares of HK\$0.1 each of the Company at a price ranged from HK\$0.3274 to HK\$0.3844 per share.

All shares issued rank pari passu with the then existing shares in issue in all respects.

35. SHARE OPTION SCHEMES

On 29 November 2002, the Company adopted the share option scheme (the "Scheme") which will expire on 28 November 2012. The purpose of the Scheme is to attract and to retain quality personnel and to provide them with incentive to contribute to the business and operation of the Group. Under the Scheme, the directors may grant options to any eligible persons of the Group, including directors, employees, consultants, advisors in respect of business, operation, management, technology, legal, accounting and financial matters of the Company, its subsidiaries or affiliates or any discretionary trust whose discretionary objects include the aforesaid persons or a company beneficially owned by the aforesaid persons as well as customers and suppliers of the Group, to subscribe for shares in the Company. Options granted are exercisable at any time for a period determined by its directors which will be less than ten years from the date of grant, where the acceptance date should not be later than 21 days after the date of offer.

The exercise price (subject to adjustment as provided therein) of the option under the Scheme is equal to the highest of (i) the nominal value of the shares; (ii) the closing price per share as stated in the Stock Exchange's daily quotation sheet on the date of grant, which must be a business day; or (iii) the average closing price per share as stated in the Stock Exchange's daily quotation sheet for the five business days immediately preceding the date of grant. The maximum number of shares in respect of which the options may be granted under the Scheme shall not exceed 10% of the issued share capital of the Company at the date of approval of the Scheme. However, the total maximum number of shares which may be issued upon exercise of all outstanding share options must not exceed 30% of the issued share capital of the Company from time to time. The number of shares in respect of which options may be granted to any individual in any 12-month period is not permitted to exceed 1% of the shares of the Company in issue on the last date of such 12-month period, without prior approval from the Company's shareholders. No share option under the Scheme has been granted since its adoption.

34. 股本 (續)

- (c) 於二零零六年一月，股東選擇根據日期為二零零五年十二月十九日之通函所述之以股代息股息計劃收取本公司股份代替二零零五年末期股息，本公司按每股0.4港元之價格發行65,373,671股每股面值0.1港元之股份；及
- (d) 於二零零六年六月，股東選擇根據日期為二零零六年四月二十四日之通函所述之以股代息股息計劃收取本公司股份代替二零零六年中期股息，本公司按每股0.503港元之價格發行48,845,137股每股面值0.1港元之股份；及
- (e) 年內，7,900,000美元之已發行可換股債券已按介乎每股0.3274港元至0.3844港元之價格兌換為本公司164,910,000股每股面值0.1港元之股份。

所有已發行股份與當時之現有已發行股份於各方面均擁有同等權益。

35. 購股權計劃

於二零零二年十一月二十九日，本公司採納購股權計劃（「計劃」），而計劃將於二零一二年十一月二十八日屆滿。計劃之目的在於吸納及留任優秀人員及其他人士，藉以鼓勵彼等對本集團之業務及營運作出貢獻。根據計劃，董事可向本集團任何合資格人士，包括涉及本公司、其附屬公司或聯屬公司之業務、營運、管理、技術、法律、會計及財務事宜之董事、僱員、顧問、諮詢人，或就任何全權信託而其受益人包括任何上述人士或其實益擁有之公司，以及本集團之客戶及供應商授出購股權，以認購本公司股份。已授出之購股權可於董事所釐定之期間任何時間行使，惟所釐定之期間不可多於有關購股權授出日期起計十年，而接納日期須不遲於要約日期後二十一日。

根據計劃，購股權之行使價（可按其中規定而予以調整）等於(i)股份面值；(ii)股份於授出日期（必須為營業日）在聯交所每日報價表所報之每股收市價；或(iii)股份於緊接授出日期前五個營業日在聯交所每日報價表所報之每股平均收市價，三者以最高者為準。根據計劃授出之購股權所涉及之股份數目上限不得超出本公司於計劃批准日期之已發行股本10%。然而，因行使全部尚未行使購股權而可予發行之股份總數上限不得超出本公司於任何時間內之已發行股本之30%。在未經本公司股東事先批准前，於任何十二個月期間，向任何個別人士授出購股權所涉及之股份數目，不得超出本公司在該十二個月期間最後一日之已發行股份1%。自計劃採納至今，並無根據計劃授出任何購股權。

36. ACQUISITION OF A SUBSIDIARY

On 4 October 2005, the Group acquired 60% of the issued share capital of Aspire Management Limited ("AML") and its subsidiaries (the "AML Group") for cash consideration of HK\$52 million and HK\$18 million for subscription of new shares in AML. AML Group is principally engaged in the provision of e-lottery services. This transaction has been accounted for using the purchase method of accounting.

The book value and fair value of the net assets of subsidiaries acquired debts during the year are as follows:

36. 收購一間附屬公司

於二零零五年十月四日，本集團以現金代價52,000,000港元及以18,000,000港元購入新股方式，收購Aspire Management Limited及其附屬公司（「AML集團」）之60%已發行股本。AML集團主要從事提供電子博彩服務業務。此交易已使用會計購買法列賬。

年內所收購附屬公司之資產淨值之賬面值及公平價值如下：

		Book value	Fair value adjustment	Fair value
		賬面值 HK\$'000 千港元	公平價值調整 HK\$'000 千港元	公平價值 HK\$'000 千港元
Net assets acquired:	所收購資產淨值：			
Property, plant and equipment	物業、廠房及設備	1,627	-	1,627
Development cost for systems and networks	系統及網絡之開發成本	4,775	-	4,775
Licence rights	特許權	-	11,800	11,800
Inventories	存貨	203	-	203
Trade and other receivables	應收貿易及其他賬款	1,459	-	1,459
Bank and cash balances	銀行及現金結存	33,520	-	33,520
Trade and other payables	應付貿易及其他賬款	(2,898)	-	(2,898)
Taxation payable	應付稅項	(16)	-	(16)
		38,670	11,800	50,470
Minority interests	少數股東權益			(17,265)
Goodwill	商譽			36,795
Total consideration, satisfied by cash	以現金支付之總代價			70,000
Net cash outflow arising on acquisition	收購所產生之現金流出淨額			
Cash consideration paid	所付現金代價			(70,000)
Cash and cash equivalents acquired	所收購現金及現金等額			33,520
				(36,480)

36. ACQUISITION OF A SUBSIDIARY

(Continued)

The goodwill arising on the acquisition of the AML Group is attributable to the anticipated profitability of the growing e-lottery business in the People's Republic of China and the anticipated future operating synergies from the combination.

AML Group contributed HK\$3.2 million to the Group's revenue and HK\$2.9 million losses to the Group's results for the period between the date of acquisition and the balance sheet date.

The fair value of the intangible assets acquired was determined based on the discounted cash flow forecast on the projection of profit streams from the license rights held by AML Group at the date of acquisition.

If the acquisition had been completed on 1 July 2005, total group revenue for the year would have been HK\$1,348 million, and profit for the year would have been HK\$332 million. The proforma information is for illustrative purposes only and is not necessarily an indication of revenue and results of operations of the Group that actually would have been achieved had the acquisition been completed on 1 July 2005, nor is intended to be a projection of future results.

36. 收購一間附屬公司 (續)

收購AML集團所產生之商譽乃來自中華人民共和國不斷增長之電子博彩業務之預期溢利，及合併所產生之預計未來營運效益。

AML集團於收購日期至結算日期間為本集團業績帶來3,200,000港元收入及2,900,000港元虧損。

所收購無形資產之公平價值乃按貼現現金流量預測並按AML集團於收購日所持特許權之溢利來源預測釐定。

倘收購已於二零零五年七月一日完成，本年度之總集團收入將為1,348,000,000港元，及本年度溢利將為332,000,000。備考資料僅供說明用途，不一定能反映本集團在假設收購於二零零五年七月一日完成下能達到之收入及經營業績，亦不擬作為未來業績之預測。

37. CAPITAL COMMITMENTS

37. 資本承擔

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Capital expenditure in respect of property, plant and equipment and development costs for systems and networks authorised but not contracted for	有關物業、廠房及設備與系統及網絡開發成本之已授權但未訂合約資本開支	179,025	112,375

38. OPERATING LEASE ARRANGEMENTS

THE GROUP AS LESSEE

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

		2006		2005	
		Land and buildings	Machinery and equipment	Land and buildings	Machinery and equipment
		二零零六年	二零零六年	二零零五年	二零零五年
		土地及樓宇	機器及設備	土地及樓宇	機器及設備
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
Within one year	一年內	280	2,517	190	274
In two to four years	第二至第四年	2,335	3,558	1,333	1,238
		2,615	6,075	1,523	1,512

Leases are negotiated for terms of one to four years and rentals are fixed for terms of one to four years.

THE GROUP AS LESSOR

At the balance sheet date, the Group contracted with tenants in respect of leasing of plant and machinery and telecommunications networks which fall due as follows:

		2006	2005
		二零零六年	二零零五年
		HK\$'000	HK\$'000
		千港元	千港元
Within one year	一年內	10,874	11,236
In the second to fifth years inclusive	第二至第五年 (首尾兩年包括在內)	20,756	18,855
Over five years	於五年後	1,803	2,017
		33,433	32,108

38. 經營租賃安排

本集團作為承租人

於結算日，本集團多項有關租用物業與機器及設備之不可註銷經營租賃於日後應付之租賃最低付款額之到期情況如下：

經協商後之租賃年期由一至四年不等，而租金乃按一至四年之年期釐訂。

本集團作為出租人

於結算日，本集團已就租賃廠房、機器及電信網絡與租戶訂立合約，其到期日如下：

39. POST BALANCE SHEET EVENT

In August 2006, the Bondholder exercised its option to require the Company to issue the additional 1% Convertible Bonds for the principal amount of US\$8,000,000 to the Bondholder. The net proceeds of approximately HK\$60,263,000 will be used for general working capital of the Group.

39. 結算日後事項

於二零零六年八月，債券持有人行使其期權，要求本公司發行本金額8,000,000美元之額外1%可換股債券予債券持有人。所得款項淨額約60,263,000港元，將用作本集團之一般營運資金。

40. RELATED PARTY TRANSACTIONS

During the year, the Group has transactions with Champion and its subsidiaries other than the Group as follows:

40. 聯繫人士交易

本年度內，本集團與冠軍及其附屬公司（本集團除外）曾進行下列交易：

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Nature of transactions	交易類別		
Fees paid by the Group to Champion for the provision of office premises and facilities, and management services, on cost basis	本集團向冠軍按成本支付使用辦公室及其設備及管理服務之費用	100	100
Sales of pagers and equipment by the Group to subsidiaries of Champion	本集團向冠軍之附屬公司出售傳呼機及器材	—	52
Purchases of telecommunications equipment by the Group from subsidiaries of Champion	本集團向冠軍之附屬公司購置電信器材	—	129

These transactions were carried out after negotiation between the Group and the respective related parties. The fees paid for the provision of office premises and facilities, and management services were in accordance to the management agreement entered into with Champion dated 20 December 1996, which was renewed on 1 December 1999, 29 November 2002 and 1 November 2003 as well as other management agreements entered into with a subsidiary of Champion dated 2 July 2002, which lapsed during the year. The sales and purchases were determined on a cost plus basis.

此等交易由本集團與各有聯繫公司洽商後進行。有關使用辦公室及其設備及管理服務所支付之費用乃根據於一九九六年十二月二十日與冠軍訂立之管理協議（並已於一九九九年十二月一日、二零零二年十一月二十九日及二零零三年十一月一日重續）及於二零零二年七月二日與冠軍一間附屬公司訂立之其他管理協議之規定支付。買賣價分別按成本加利潤之基準釐定。

The key management personnel are the directors of the Company and the five highest paid individuals. The aggregate amount paid to them was HK\$7,912,000 (2005: HK\$7,507,000) details of which are set out in note 10.

主要管理人員乃本公司之董事及五名最高薪人士。彼等已獲支付之酬金總額為7,912,000港元（二零零五年：7,507,000港元），有關詳情載於附註10。

41. BALANCE SHEET INFORMATION OF THE COMPANY

41. 本公司之資產負債表資料

		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Non-current assets	非流動資產		
Investments in subsidiaries	附屬公司投資	232,890	232,890
Current assets	流動資產		
Other receivables	其他應收賬款	154	173
Amounts due from subsidiaries (Note)	應收附屬公司款項	515,281	302,067
Taxation recoverable	可收回稅項	37	–
Deposits, bank balances and cash	存款、銀行結存及現金	66,372	52,551
		581,844	354,791
Current liabilities	流動負債		
Other payables	其他應付賬款	1,293	911
Amounts due to subsidiaries	應付附屬公司款項	385	142
Amount due to ultimate holding company	應付最終控股公司款項	93	–
Taxation payable	應付稅項	–	38
Convertible bonds	可換股債券	18,219	60,550
		19,990	61,641
Net current assets	流動資產淨值	561,854	293,150
Net assets	資產淨值	794,744	526,040
Capital and reserves	資本及儲備		
Share capital	股本	291,225	239,312
Reserves	儲備	503,519	286,728
		794,744	526,040

Note:

The amounts are unsecured, interest free and repayable on demand.

附註:

該筆款項為無抵押、免息及須按要求償還。

42. PRINCIPAL SUBSIDIARIES

Details of the Company's principal subsidiaries at 30 June 2006 are as follows:

42. 主要附屬公司

於二零零六年六月三十日，本公司各主要附屬公司之詳情如下：

Name of company 公司名稱	Place of incorporation/ operations 註冊成立/ 經營地點	Nominal value of issued share capital/ registered capital 已發行股本面值/ 註冊資本	Proportion of nominal value of issued share capital held by the Company 本公司應佔之 已發行股本面值比例	Principal activities 主要業務
Aspire Management Limited	British Virgin Islands 英屬處女群島	Ordinary US\$1,500,000 普通股 1,500,000美元	60%	Investment holding 投資控股
Bingo Profits Limited	British Virgin Islands 英屬處女群島	Ordinary US\$1 普通股1美元	100%	Investment holding 投資控股
Kantone (UK) Limited	United Kingdom 英國	Ordinary £5,500,000 普通股— 5,500,000英鎊	100%	Investment holding 投資控股
Keen Pacific Limited*	Samoa 薩摩亞群島	Ordinary US\$1 普通股—1美元	100%	Provision of treasury services 提供財政服務
M.C. Holdings Limited*	Cayman Islands 開曼群島	Ordinary £5,500,002 普通股— 5,500,002英鎊	100%	Investment holding 投資控股
Multitone Electronica Limitada	Brazil 巴西	Ordinary R\$300,000 普通股— 300,000巴西貨幣	100%	Distribution of telecommunications equipment 分銷電信器材
Multitone Electronics PLC	United Kingdom 英國	Ordinary £3,830,107 普通股— 3,830,107英鎊	100%	Investment holding, design and manufacture of paging and telecommunications equipment 投資控股、設計及生產 傳呼及電信器材
Multitone Electronics Sdn. Bhd.	Malaysia 馬來西亞	Ordinary MR285,000 普通股— 285,000馬來西亞元	100%	Manufacturing of paging equipment 生產傳呼器材
Multiton Elektronik GmbH	Germany 德國	Ordinary DM2,000,000 普通股— 2,000,000馬克	100%	Distribution of paging equipment 分銷傳呼器材

42. PRINCIPAL SUBSIDIARIES (Continued)

42. 主要附屬公司 (續)

Name of company 公司名稱	Place of incorporation/ operations 註冊成立/ 經營地點	Nominal value of issued share capital/ registered capital 已發行股本面值/ 註冊資本	Proportion of nominal value of issued share capital held by the Company 本公司應佔之 已發行股本面值比例	Principal activities 主要業務
Multitone Rentals Limited	United Kingdom 英國	Ordinary £100 普通股 – 100英鎊	100%	Leasing of paging systems 傳呼系統租賃
Peak Vantage Limited*	British Virgin Islands/ Macau 英屬維爾京群島/ 澳門	Ordinary US\$1 普通股 – 1美元	100%	Provision of treasury services 提供財政服務
Shenzhen Hengyu Science and Technology Company Limited#	PRC 中國	Ordinary RMB15,000,000 普通股 – 人民幣15,000,000元	60%	Investment holding 投資控股
Silverstrand Investments Limited*	Samoa 薩摩亞群島	Ordinary US\$1 普通股 – 1美元	100%	Investment holding 投資控股
Smart (Macao Commercial Offshore) Limited	Macau 澳門	Ordinary MOP100,000 普通股 – 100,000澳門幣	100%	Provision of services, software licensing and trading in telecommunications equipment 提供服務、軟件特許權及 買賣電器器材
Smart Delta Inc.*	Samoa 薩摩亞群島	Ordinary US\$1 普通股 – 1美元	100%	Provision of treasury service 提供財政服務
Zonal Care Incorporated*	British Virgin Islands/ Macau 英屬維爾京群島/ 澳門	Ordinary US\$2 普通股 – 2美元	100%	Investments in e-commerce projects 投資電子商貿項目

* Directly held by the Company

* 由本公司直接持有

Wholly owned foreign enterprise for a term of 20 years commencing 17 October 2003.

外商獨資企業，年期由二零零三年十月十七日起計20年。

The above table lists the subsidiaries of the Company which, in the opinion of the directors, principally affected the results of the year or constituted 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.

上表所列之本公司附屬公司乃董事認為能夠反映本集團本年度業績或佔有本集團資產淨值重大部分之附屬公司。董事認為，倘將其他附屬公司之詳情一併列出，則會令資料過於冗長。

None of the subsidiaries had any debt securities subsisting at 30 June 2006 or at any time during the year.

各附屬公司於二零零六年六月三十日或年內任何時間均無任何債務證券。