

The directors of Alco Holdings Limited (the “Company”) are pleased to announce the unaudited consolidated interim results of the Company and its subsidiaries (the “Group”) for the six months ended 30th September 2006, as follows:

### **CONDENSED CONSOLIDATED INCOME STATEMENT**

For the six months ended 30th September 2006

		<b>Unaudited</b>	
		<b>Six months ended</b>	
		<b>30th September</b>	
		<b>2006</b>	<b>2005</b>
	<i>Note</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Turnover	3	<b>2,762,714</b>	2,886,662
Cost of goods sold	5	<b>(2,493,643)</b>	(2,638,943)
Gross profit		<b>269,071</b>	247,719
Other gains	4	<b>15,285</b>	20,087
Selling expenses	5	<b>(79,896)</b>	(65,976)
Administrative expenses	5	<b>(37,268)</b>	(37,036)
Other operating expenses	5	<b>(2,669)</b>	(2,329)
Operating profit		<b>164,523</b>	162,465
Finance costs		<b>(10,369)</b>	(10,609)
Profit before income tax		<b>154,154</b>	151,856
Income tax expense	6	<b>(17,318)</b>	(16,055)
Profit attributable to equity holders of the Company		<b><u>136,836</u></b>	<u>135,801</u>
Dividends	7	<b><u>50,513</u></b>	<u>56,135</u>
Earnings per share attributable to equity holders of the Company			
– basic	8	<b>24.4 cents</b>	HK24.3 cents
– diluted	8	<b>24.4 cents</b>	HK24.2 cents

**CONDENSED CONSOLIDATED BALANCE SHEET**

As at 30th September 2006

		<b>Unaudited 30th September 2006 HK\$'000</b>	Audited 31st March 2006 HK\$'000
Non-current assets			
Property, plant and equipment		<b>348,725</b>	320,262
Investment properties		<b>36,060</b>	36,060
Leasehold land and land use rights		<b>56,329</b>	56,497
Deferred development costs		<b>10,451</b>	6,797
Held-to-maturity investments	9	<b>110,887</b>	110,887
		<b>562,452</b>	530,503
Current assets			
Inventories		<b>1,176,941</b>	618,405
Trade receivables, prepayments and deposits	10	<b>1,053,702</b>	413,510
Cash and cash equivalents		<b>500,085</b>	1,028,572
		<b>2,730,728</b>	2,060,487
Current liabilities			
Trade payables, other payables and accruals	11	<b>1,026,192</b>	796,816
Trust receipt loans		<b>456,533</b>	139,978
Current income tax liabilities		<b>36,371</b>	18,768
Borrowings	12	<b>282,625</b>	103,545
		<b>1,801,721</b>	1,059,107
Net current assets		<b>929,007</b>	1,001,380
Total assets less current liabilities		<b>1,491,459</b>	1,531,883
Capital and reserves attributable to equity holders of the Company			
Share capital	13	<b>56,125</b>	56,125
Reserves		<b>1,381,545</b>	1,369,912
Total equity		<b>1,437,670</b>	1,426,037
Non-current liabilities			
Borrowings	12	<b>25,910</b>	77,682
Deferred income tax liabilities		<b>27,879</b>	28,164
		<b>53,789</b>	105,846
Total equity and non-current liabilities		<b>1,491,459</b>	1,531,883

## CONDENSED CONSOLIDATED CASH FLOW STATEMENT

For the six months ended 30th September 2006

	Unaudited	
	Six months ended	
	30th September	
	2006	2005
	<i>HK\$'000</i>	<i>HK\$'000</i>
Net cash used in operating activities	<b>(905,482)</b>	(386,821)
Net cash used in investing activities	<b>(66,868)</b>	(43,641)
Net cash generated from financing activities	<b>443,863</b>	571,562
Net (decrease)/increase in cash and cash equivalents	<b>(528,487)</b>	141,100
Cash and cash equivalents at beginning of period	<b>1,028,572</b>	746,944
Cash and cash equivalents at end of period	<b>500,085</b>	888,044
Analysis of balances of cash and cash equivalents		
Cash and cash equivalents	<b>500,085</b>	888,044

## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30th September 2006

	Unaudited					
	Share capital	Share premium	Capital redemption reserve	Exchange reserve	Retained earnings	Total
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
At 1st April 2005	55,733	250,619	471	(723)	978,614	1,284,714
Currency translation differences	–	–	–	(837)	–	(837)
Profit for the period	–	–	–	–	135,801	135,801
Exercise of bonus warrants	402	3,535	–	–	–	3,937
2005 final and final special dividends	–	–	–	–	(89,816)	(89,816)
At 30th September 2005	<u>56,135</u>	<u>254,154</u>	<u>471</u>	<u>(1,560)</u>	<u>1,024,599</u>	<u>1,333,799</u>
At 1st April 2006	<b>56,125</b>	<b>253,894</b>	<b>481</b>	<b>(601)</b>	<b>1,116,138</b>	<b>1,426,037</b>
Currency translation differences	–	–	–	<b>(1,728)</b>	–	<b>(1,728)</b>
Profit for the period	–	–	–	–	<b>136,836</b>	<b>136,836</b>
2006 final and final special dividends	–	–	–	–	<b>(123,475)</b>	<b>(123,475)</b>
At 30th September 2006	<u><b>56,125</b></u>	<u><b>253,894</b></u>	<u><b>481</b></u>	<u><b>(2,329)</b></u>	<u><b>1,129,499</b></u>	<u><b>1,437,670</b></u>

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30th September 2006

### 1. Basis of preparation and accounting policies

These unaudited condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants.

These condensed consolidated financial statements should be read in conjunction with the annual financial statements for the year ended 31st March 2006.

The accounting policies and methods of computation used in the preparation of these condensed consolidated financial statements are consistent with those used in the annual financial statements for the year ended 31st March 2006, except that the Group has adopted certain amendments to standards and interpretations which are effective for accounting periods commencing on or after 1st January 2006.

The changes to the Group’s accounting policies and the effect of adopting these new policies are set out in note 2 below.

### 2. Changes in accounting policies

In the current period, the Group adopted the following amendments to standards and interpretations which are effective for accounting periods beginning on or after 1st January 2006 and which are relevant to its operations. The adoption of these amendments to standards and interpretations had no material effect on the results and financial position for the current or prior accounting period as prepared and presented. Accordingly, no prior year adjustment has been required.

– HKAS 21 (Amendment)	Net Investment in a Foreign Operation
– HKAS 39 & HKFRS 4 (Amendment)	Financial Guarantee Contracts
– HKFRS – Int 4	Determining whether an Arrangement contains a Lease

The Group has not early adopted the following new standard, amendment to standard and interpretations that have been issued but are not yet effective in these condensed consolidated financial statements:

– HKAS 1 (Amendment)	Capital Disclosures
– HKFRS 7	Financial Instruments: Disclosures
– HK(IFRIC) – Int 8	Scope of HKFRS 2
– HK(IFRIC) – Int 9	Reassessment of Embedded Derivatives

### 3. Segment information

The Group is principally engaged in the design, manufacture and sale of consumer electronic and plastic products.

#### (a) Business segment

The Group mainly operates in the People's Republic of China (the "PRC") and Hong Kong in two main business segments:

Consumer electronic products – Design, manufacture and sale of consumer electronic products.

Plastic products – Manufacture and sale of plastic and packaging products

	Six months ended 30th September							
	2006				2005			
	Consumer electronic products HK\$'000	Plastic products HK\$'000	Elimination HK\$'000	Group HK\$'000	Consumer electronic products HK\$'000	Plastic products HK\$'000	Elimination HK\$'000	Group HK\$'000
Turnover								
External sales	2,760,113	2,601	-	2,762,714	2,878,017	8,645	-	2,886,662
Inter-segment sales	-	106,712	(106,712)	-	-	129,788	(129,788)	-
	<u>2,760,113</u>	<u>109,313</u>	<u>(106,712)</u>	<u>2,762,714</u>	<u>2,878,017</u>	<u>138,433</u>	<u>(129,788)</u>	<u>2,886,662</u>
Segment results	<u>164,469</u>	<u>54</u>		<u>164,523</u>	<u>161,906</u>	<u>559</u>		<u>162,465</u>

#### (b) Geographical segment

	Turnover	
	Six months ended 30th September	
	2006 HK\$'000	2005 HK\$'000
North America	2,110,593	2,325,424
Europe	403,594	248,738
Asia	143,925	237,140
Others	104,602	75,360
	<u>2,762,714</u>	<u>2,886,662</u>

### 3. Segment information (continued)

#### (b) Geographical segment (continued)

The analysis of turnover by geographical segment is based on the destination to which the shipments are made. No analysis of the contribution by geographical segment has been presented as the ratios of profit to turnover achieved for the above geographical segments are not substantially out of line with the Group's overall ratio of profit to turnover.

### 4. Other gains

	Six months ended 30th September	
	2006	2005
	HK\$'000	HK\$'000
Interest income	12,202	15,392
Others	3,083	4,695
	<u>15,285</u>	<u>20,087</u>

### 5. Expenses by nature

Expenses included in cost of goods sold, selling expenses, administrative expenses and other operating expenses are analysed as follows:

	Six months ended 30th September	
	2006	2005
	HK\$'000	HK\$'000
Amortisation of deferred development costs	3,006	3,206
Depreciation	31,585	30,684
Staff costs	160,722	147,368
	<u>160,722</u>	<u>147,368</u>

## 6. Income tax expense

Hong Kong profits tax has been provided at the rate of 17.5% (2005: 17.5%) on the estimated assessable profit for the period. Taxation on overseas profits has been calculated on the estimated assessable profit for the period at the rates of taxation prevailing in the countries in which the Group operates.

The amount of taxation charged to the condensed consolidated income statement represents:

	<b>Six months ended</b>	
	<b>30th September</b>	
	<b>2006</b>	<b>2005</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
Current income tax		
– Hong Kong profits tax	<b>17,603</b>	15,834
Deferred income tax	<b>(285)</b>	221
	<b><u>17,318</u></b>	<b><u>16,055</u></b>

## 7. Dividends

	<b>Six months ended</b>	
	<b>30th September</b>	
	<b>2006</b>	<b>2005</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
Interim dividend, proposed, of HK9 cents (2005: HK6 cents) per ordinary share	<b>50,513</b>	33,681
No interim special dividend proposed (2005: HK4 cents per ordinary share)	<b>–</b>	22,454
	<b><u>50,513</u></b>	<b><u>56,135</u></b>

At a meeting held on 7th December 2006, the directors declared an interim dividend of HK9 cents (2005: HK6 cents and interim special dividend of HK4 cents) per share for the six months ended 30th September 2006.



## 8. Earnings per share

### *Basic*

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the period.

	<b>Six months ended 30th September</b>	
	<b>2006</b>	2005
Profit attributable to equity holders of the Company (HK\$'000)	<u><b>136,836</b></u>	<u>135,801</u>
Weighted average number of ordinary shares in issue (thousands)	<u><b>561,252</b></u>	<u>558,675</u>
Basic earnings per share (HK cents)	<u><b>24.4</b></u>	<u>24.3</u>

### *Diluted*

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The Company has no dilutive potential ordinary shares for the period. (2005: one category of dilutive potential ordinary shares: bonus warrants) For the bonus warrants a calculation is done to determine the number of shares that could have been acquired at fair value (determined as the average annual market share price of the Company's shares) based on the monetary value of the subscription rights attached to outstanding bonus warrants. The number of shares calculated as above is compared with the number of shares that would have been issued assuming the exercise of the bonus warrants.

	<b>Six months ended 30th September</b>	
	<b>2006</b>	2005
Profit attributable to equity holders of the Company (HK\$'000)	<u><b>136,836</b></u>	<u>135,801</u>
Weighted average number of ordinary shares in issue (thousands)	<u><b>561,252</b></u>	<u>558,675</u>
Adjustments for bonus warrants (thousands)	<u>—</u>	<u>2,536</u>
Weighted average number of ordinary shares for diluted earnings per share (thousands)	<u><b>561,252</b></u>	<u>561,211</u>
Diluted earnings per share (HK cents)	<u><b>24.4</b></u>	<u>24.2</u>

## 9. Held-to-maturity investments

	<b>30th September 2006 HK\$'000</b>	31st March 2006 HK\$'000
Structured bank deposits in Hong Kong	<b><u>110,887</u></b>	<u>110,887</u>

The held-to-maturity investments are denominated in the following currencies:

	<b>30th September 2006 HK\$'000</b>	31st March 2006 HK\$'000
Hong Kong dollar	<b>10,000</b>	10,000
US dollar	<b><u>100,887</u></b>	<u>100,887</u>
	<b><u>110,887</u></b>	<u>110,887</u>

These investments earn interests at rates offered by the banks. The fair value of these investments is not materially different from the carrying value.

## 10. Trade receivables, prepayments and deposits

	<b>30th September 2006 HK\$'000</b>	31st March 2006 HK\$'000
Trade receivables	<b>1,039,338</b>	395,911
Prepayments and deposits	<b><u>14,364</u></b>	<u>17,599</u>
	<b><u>1,053,702</u></b>	<u>413,510</u>

The credit terms given vary and are generally based on the financial strengths of individual customers. In order to effectively manage the credit risks associated with trade receivables, credit evaluations of customers are performed periodically.

The fair value of the trade receivables, prepayments and deposits approximate to their carrying value.

## 10. Trade receivables, prepayments and deposits (continued)

At 30th September 2006, the ageing analysis of trade receivables based on invoiced date is as follows:

	<b>30th September 2006 HK\$'000</b>	31st March 2006 HK\$'000
0 – 30 days	<b>889,885</b>	211,571
31 – 60 days	<b>140,260</b>	144,560
61 – 90 days	<b>7,232</b>	38,427
Over 90 days	<b>1,961</b>	1,353
	<b><u>1,039,338</u></b>	<b><u>395,911</u></b>

## 11. Trade payables, other payables and accruals

	<b>30th September 2006 HK\$'000</b>	31st March 2006 HK\$'000
Trade payables	<b>666,846</b>	513,900
Other payables and accruals	<b>359,346</b>	282,916
	<b><u>1,026,192</u></b>	<b><u>796,816</u></b>

At 30th September 2006, the ageing analysis of trade payables based on invoiced date is as follows:

	<b>30th September 2006 HK\$'000</b>	31st March 2006 HK\$'000
0 – 30 days	<b>498,046</b>	366,391
31 – 60 days	<b>114,302</b>	122,511
61 – 90 days	<b>51,371</b>	22,109
Over 90 days	<b>3,127</b>	2,889
	<b><u>666,846</u></b>	<b><u>513,900</u></b>

## 12. Borrowings

	<b>30th September 2006 HK\$'000</b>	31st March 2006 HK\$'000
Non-current		
Bank borrowings, unsecured	<u><b>25,910</b></u>	<u>77,682</u>
Current		
Bank borrowings, unsecured	<u><b>282,625</b></u>	<u>103,545</u>
Total borrowings	<u><b>308,535</b></u>	<u>181,227</u>

The bank borrowings are unsecured and supported by corporate guarantees given by the Company.

The maturity of bank borrowings is as follows:

	<b>30th September 2006 HK\$'000</b>	31st March 2006 HK\$'000
Within 1 year	<u><b>282,625</b></u>	<u>103,545</u>
Between 1 and 2 years	<u><b>25,910</b></u>	<u>77,682</u>
	<u><b>308,535</b></u>	<u>181,227</u>

Interests are charged on the bank borrowings at margin over the HIBOR rate. The carrying amounts of the borrowings approximate to their fair value and are denominated in Hong Kong dollars.

## 13. Share capital

	<b>Company Number of shares</b>	<b>HK\$'000</b>
Authorised:		
Ordinary shares of HK\$0.10 each		
At 1st April 2006 and 30th September 2006	<u><b>800,000,000</b></u>	<u><b>80,000</b></u>
Issued and fully paid:		
Ordinary shares of HK\$0.10 each		
At 1st April 2005	557,334,088	55,733
Exercise of bonus warrants	<u>4,017,632</u>	<u>402</u>
At 30th September 2005	<u>561,351,720</u>	<u>56,135</u>
At 1st April 2006 and 30th September 2006	<u><b>561,251,720</b></u>	<u><b>56,125</b></u>

## 14. Contingent liabilities

	Group		Company	
	30th	31st	30th	31st
	September	March	September	March
	2006	2006	2006	2006
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Corporate guarantees given to banks in respect of utilised banking facilities	–	–	<b>765,068</b>	321,205

## 15. Commitments

### (a) Operating lease commitments

As at 30th September 2006, the Group had future aggregate minimum lease payments under non-cancellable operating leases in respect of land and buildings as follows:

	30th September 2006 HK\$'000	31st March 2006 HK\$'000
Not later than one year	25,638	32,854
Later than one year and not later than five years	37,231	44,093
Later than five years	14,589	17,082
	<b>77,458</b>	94,029

### (b) Capital commitments

	30th September 2006 HK\$'000	31st March 2006 HK\$'000
Contracted but not provided for in respect of moulds, plant and machinery	<b>1,110</b>	8,225

## 16. Future operating lease arrangements

As at 30th September 2006, the Group had future aggregate minimum lease receipts under non-cancellable operating leases as follows:

	<b>30th September 2006 HK\$'000</b>	31st March 2006 HK\$'000
Not later than one year	<b>3,738</b>	2,025
Later than one year and not later than five years	<b>1,617</b>	423
	<b><u>5,355</u></b>	<b><u>2,448</u></b>

## DIVIDEND

The directors have resolved to declare an interim dividend of HK9 cents (2005: HK6 cents and interim special dividend of HK4 cents) per share for the six months ended 30th September 2006 to the shareholders whose names are on the register of members of the Company on 29th December 2006. The dividend warrants are expected to be despatched on 11th January 2007.

## CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Thursday, 28th December 2006 to Friday, 29th December 2006, both days inclusive, during which period no transfer of shares will be effected. In order to qualify for the interim dividend, all transfers of shares, accompanied by the relevant share certificates, must be lodged with the Company's share registrars in Hong Kong, Abacus Share Registrars Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not later than 4:00 p.m. on Wednesday, 27th December 2006.

## MANAGEMENT DISCUSSION AND ANALYSIS

### Group results

The Board of Directors is pleased to report that the Group delivered encouraging results during the review period.

For the six months ended 30th September 2006, the Group recorded a turnover of HK\$2.76 billion, against HK\$2.89 billion for the corresponding period last year. Profit attributable to shareholders was HK\$136.8 million, an increase of 1% as compared with HK\$135.8 million for the same period last year. Earnings per share were HK24.4 cents (2005: HK24.3 cents).

Committed to maintaining a steady dividend policy, the Board declared an interim dividend payment of HK9 cents (2005: HK10 cents) per share for the six months ended 30th September 2006.

## Review of operations

During the period under review, the operating environment continued to be very challenging for consumer electronics manufacturers at large and particularly for traditional audio-visual (AV) manufacturers in Southern China. While the costs associated with various types of raw materials have stabilized somewhat, the prices of many components and parts such as AC cords, plastic cabinets and metal cases, which are very sensitive to increases in raw material prices, remained comparatively high. Furthermore, manufacturers in Southern China have to compete with other booming economies across China for migrant workers at ever rising wages, especially during the peak production months of June to September.

Under such an environment, the Group accelerated the pace to reduce our line-up of traditional audio products, the costs of which are easily affected by raw material prices. As a result, the turnover from traditional products declined further during the period under review. And despite the fact that effort was made to reduce the line-up of traditional products, as the Group still needed to supply a few key customers with the complete line of Alco products, including traditional audio items such as multi-disc home audio systems, our profitability was therefore affected.

All dynamics taken into account, the Group's business and finances remained robust, a direct result of the Group's strategy started a few years ago to move towards high value-added products such as LCD TVs with up to 32 inches screens and to offer more unique products with TFT-LCD screens incorporated. These products have cost structures that are more resistant to rises in basic raw material prices. In fact, for the past few years, the prices of the key components of the Group's high value-added products have been on a downward trend. As a result of this strategy, the Group's gross profit margin was maintained at 9.7% (2005: 8.6%) for the review period.

To tackle escalation of labour costs that is expected to persist in the Pearl River Delta region, the Group continued to increase investment in automation, including the recent installation of Automatic Optical Inspection (AOI) equipment. The new equipment not only allows the Group to reduce reliance on workers for PCB inspections, but has also bolstered the accuracy of such activities, thus enhancing the quality and long-term reliability of our PCB assemblies and products. In line with the Group's development direction towards high value-added products that require clean and spotless assembly premises, the scale and sophistication of our "clean zone" facilities have been increased further, with the latest one being of Class 10,000 grade.

Power shortage is yet another continuous challenge that manufacturers in the PRC have to face. Apart from monitoring the power supply situation very closely, we have further reduced the demand of electricity for non-mission-critical areas by the installation of solar panels. In situation where unexpected power stoppage did occur, our 50 generators always ensured that production could still be carried out virtually uninterrupted.

## Prospects

Looking ahead, we remain cautiously optimistic about our performance in the second half of the financial year. However, we expect several factors to potentially affect future prospects; in particular, increasing labour costs, fluctuation in the prices of parts that are with extensive raw-material content, and increasing pressure on the RMB to appreciate.

In view of the conditions mentioned, and expecting price pressures to remain intense due to keen market competition, the Group will continue to focus on prudent cost control measures and product re-engineering efforts to achieve the best business performance possible. In addition to support active development and more aggressive promotion of high value-added products, we will remain committed to automating our manufacturing processes and facilities in China. In fact, in the past few years, as a result of the Group's consistent automation effort, the number of direct workers employed by the Group has been reduced by more than 10 per cent a year.

With regard to geographical coverage, even though the majority of the Group's products were shipped to North America during the review period, there was the very encouraging trend of increased sales to Europe, thanks in part to the strong performance of our LCD TV products. To sustain this growth momentum, we are adding variety to the LCD TV products that have particularly strong appeals to European customers. Furthermore, our new line of LCD TVs has also received encouraging feedback and strong interest from customers in other markets such as South America. However, shipments to these markets are very often SKD (semi-knock-down) or CKD (complete-knock-down) based and will necessitate local assembly, thus requiring more time and effort to finalize the orders details with customers. In general, however, the Group will persist to explore and capture opportunities in these and other new markets, to gradually increase our sales to territories other than North America and Europe.

In the second half of the financial year and in calendar year 2007, we will continue to refine our product mix, leaning towards high value-added categories with particular emphasis on large-scale LCD TVs with up to 42 inches screens. We also expect to see an ever greater number of our products incorporated with TFT-LCD screens. While keeping our focus mostly on products with mainstream features that promise steady returns, we will also strive to incorporate new and unique features into our models to make sure that our offerings continue to be well differentiated from our competition.



## LIQUIDITY AND FINANCIAL RESOURCES

Shareholders' funds as at 30th September 2006 were HK\$1,438 million (31st March 2006: HK\$1,426 million) and net assets per share were HK\$2.56 (31st March 2006: HK\$2.54).

The cash position of the Group remained very strong. As at 30th September 2006, our cash and bank balances stood at HK\$500 million (2005: HK\$888 million). The decrease in cash level was mainly attributable to the increase in stock level catering for the October shipments to meet Christmas orders.

The trade receivables balance as at 30th September 2006 was HK\$1,039 million (2005: HK\$935 million). We have been adopting a prudent credit policy, and credit terms granted are generally based on the financial strengths of individual customers.

Current ratio was maintained at a comfortable level of 152%. The gearing ratio, representing the ratio of net borrowings to equity, was 11%. Following the shipments in the fourth quarter of 2006, we are expected to be in a net cash position.

We continued to finance our operations using internal resources and banking facilities. As at 30th September 2006, we had been granted banking facilities of HK\$2,360 million, of which HK\$765 million were utilised. Among the utilised facilities, HK\$739 million are repayable within one year and HK\$26 million are repayable within two years. All bank debts were borrowed on floating rate basis and are denominated in either HK dollar or US dollar.

During the period under review, we invested HK\$61 million (2005: HK\$40 million) in the purchase of moulds, plant and equipment. All expenditures were financed from internal resources. As at 30th September 2006, we had capital commitments contracted but not provided for in respect of moulds, plant and machinery amounted to HK\$1 million.

Our foreign exchange exposure is well managed and, as nearly all of our sales, purchases and borrowings are denominated in HK dollar and US dollar, we have natural hedges against currency risks and it is our policy not to engage in speculative activities.

## EMPLOYEES

As at 30th September 2006, the Group had approximately 14,300 employees in Hong Kong and the PRC. Remuneration packages are generally structured by reference to market terms and individual qualifications. Salaries and wages are normally reviewed on an annual basis based on performance appraisals and other relevant factors. We also provide other benefits including medical insurance, provident fund and education subsidies to all eligible staff.

## DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATION

### (a) Long positions in ordinary shares of HK\$0.10 each of the Company

As at 30th September 2006, the interests and short positions of each director and chief executive in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of the Securities and Futures Ordinance (“SFO”)), as recorded in the register required to be kept by the Company under Section 352 of Part XV of the SFO or otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) pursuant to the Model Code for Securities Transactions by Directors of Listed Companies (the “Model Code”) were as follows:

	Number of shares held				Percentage of the issued share capital of the Company
	Personal interest	Corporate interest	Family interest	Total interest	
Mr LEUNG Kai Ching, Kimen	18,200,000	38,891,600 (note i)	187,019,800 (note ii)	244,111,400	43.49%
Mr LEUNG Wai Sing, Wilson	44,640,000	–	187,019,800 (note ii)	231,659,800	41.28%
Mr KUOK Kun Man, Andrew	1,202,000	–	–	1,202,000	0.21%

Notes:

- (i) These shares were owned by Shundean Investments Limited, a company incorporated in the British Virgin Islands with limited liability, of which Mr LEUNG Kai Ching, Kimen is the sole shareholder.
- (ii) These shares were owned by Kimen Leung UT Limited, a company incorporated in the British Virgin Islands as the trustee of The Kimen Leung Unit Trust which is beneficially owned by The Kimen Leung Family Trust. Mr LEUNG Wai Sing, Wilson and other family members of Mr LEUNG Kai Ching, Kimen are the beneficiaries of The Kimen Leung Family Trust which is a discretionary trust.

## **DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATION** *(continued)*

### **(b) Long positions in underlying shares of the Company**

Other than as disclosed under the heading "Share Option Scheme", at no time during the year was the Company or any of its subsidiaries a party to any arrangements to enable the directors or the chief executives or their spouses or children under 18 years of age to acquire benefits by means of acquisition of shares in, or debentures of, the Company or any other body corporate.

Save as disclosed above, as at 30th September 2006, other than one ordinary share each in the Hong Kong incorporated subsidiaries of the Company held in trust for the Group by Mr LEUNG Kai Ching, Kimen, none of the directors and chief executives of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company and its associated corporations required to be disclosed pursuant to the SFO or otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

### **SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY**

The register of substantial shareholders required to be kept under section 336 of Part XV of the SFO shows that as at 30th September 2006, the Company had been notified of the following substantial shareholders' interests and short positions, being 5% or more of the Company's issued share capital. These interests are in addition to those disclosed above in respect of the directors and chief executives.

**SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY** *(continued)*

<b>Name</b>	<b>Capacity in which shares were held</b>	<b>Long position</b>	<b>Percentage of the issued share capital of the Company</b>
Shundean Investments Limited	Beneficial owner	225,911,400 (note i)	40.25%
HSBC International Trustee Limited	Trustee	187,835,800 (note ii)	33.47%
Kimen Leung UT Limited	Trustee	187,019,800 (notes i & ii)	33.32%
Commonwealth Bank of Australia	Interest of controlled corporation	39,484,000 (note iii)	7.03%
Leung Wai Lap, David	Beneficial owner	32,972,190	5.87%
Webb David Michael	Beneficial owner	28,129,400	5.01%

*Notes:*

- (i) Among the referenced shares, 38,891,600 ordinary shares were held by Shundean Investments Limited, a company incorporated in the British Virgin Islands with limited liability, of which Mr LEUNG Kai Ching, Kimen is the sole shareholder; and 187,019,800 ordinary shares were held by Kimen Leung UT Limited, a company incorporated in the British Virgin Islands as the trustee of The Kimen Leung Unit Trust which is beneficially owned by The Kimen Leung Family Trust. Mr LEUNG Wai Sing, Wilson and other family members of Mr LEUNG Kai Ching, Kimen are the beneficiaries of The Kimen Leung Family Trust which is a discretionary trust.
- (ii) Among the referenced shares, 187,019,800 ordinary shares were held for Kimen Leung UT Limited, which were related to the same block of shares held by Kimen Leung UT Limited.
- (iii) According to the information disclosed to the Company under Divisions 2 and 3 of Part XV of the SFO, these shares were held by corporations controlled directly or indirectly as to 100% by Commonwealth Bank of Australia.

Save as disclosed above, as at 30th September 2006, according to the register of interests required to be kept by the Company under Section 336 of Part XV of the SFO, there was no person, other than the directors of the Company, whose interests are set out in the section headed "Directors' and chief executives' interests and short positions in shares, underlying shares and debentures of the Company or any associated corporation" above, who had any interest or short position in the shares or underlying shares of the Company.

## **SHARE OPTION SCHEME**

On 21st August 2003, the Company adopted a share option scheme under which it may grant options to eligible persons, including employees and directors of the Group, to subscribe for shares in the Company. There are no changes in any terms of the scheme during the six months ended 30th September 2006.

Up to 30th September 2006, no share option was granted under the above scheme.

## **PURCHASE, SALE OR REDEMPTION OF SHARES**

For the six months ended 30th September 2006, neither the Company nor any of its subsidiaries purchased, sold or redeemed any listed shares of the Company.

## **CORPORATE GOVERNANCE**

The Group is committed to maintaining high standards of corporate governance so as to enhance clarity and transparency of business activities. The Group has adopted all the code provisions on Corporate Governance Practices (the “Code”) as set out in Appendix 14 of the Listing Rules, except for the deviations from code provision A.4.1.

Under the code provision A.4.1, non-executive directors should be appointed for a specific term, subject to re-election. The non-executive directors of the Company are not appointed for a specific term. However, according to the Bye-laws of the Company, independent non-executive directors of the Company will retire by rotation every year and their appointments will be reviewed when they are due for re-election. In the opinion of the Company, this meets the same objective as the Code.

## **MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS**

The Group has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) as set out in Appendix 10 of the Listing Rules as its own code of conduct regarding securities transactions by Directors. Having made specific enquiry of all directors, all the directors confirmed that they had complied with the required standards as set out in the Model Code during the period under review.

## **AUDIT COMMITTEE**

The Audit Committee has reviewed with management the accounting principles and practices adopted by the Group and discussed internal control and financial reporting matters including the review of the financial statements of the Group for the six months ended 30th September 2006.

The Audit Committee comprises three independent non-executive directors of the Company, namely Mr WONG Po Yan, G.B.M., J.P., the Hon LI Wah Ming, Fred, J.P. and Mr LAU Wang Yip, Derrick.

## LIST OF DIRECTORS

As at the date of this report, the Board of Directors comprises three executive directors, namely Mr LEUNG Kai Ching, Kimen, Mr LEUNG Wai Sing, Wilson and Mr KUOK Kun Man, Andrew and three independent non-executive directors, namely Mr WONG Po Yan, G.B.M., J.P., the Hon LI Wah Ming, Fred, J.P. and Mr LAU Wang Yip, Derrick.

On behalf of the Board  
**LEUNG Kai Ching, Kimen**  
*Chairman*

Hong Kong, 7th December 2006