

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 未經審核簡明綜合財務報表附註

1. Basis of preparation

The condensed financial statements have been prepared in accordance with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities (the "Listing Rules") on the Stock Exchange of Hong Kong Limited (the "Stock Exchange") and with the Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA").

2. Principal accounting policies

The condensed financial statements have been prepared on the historical cost basis except for certain properties and financial instruments, which are measured at fair values or revalued amounts, as appropriate. The accounting policies used in the condensed financial statements are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31 March 2006, except as described below.

In the current period, the Group has adopted, for the first time, a number of new Hong Kong Financial Reporting Standards ("HKFRSs"), HKAS and Interpretations ("Int") (hereinafter collectively referred to as "new HKFRSs") issued by the HKICPA, which are either effective for accounting periods beginning on or after 1 December 2005 or 1 January 2006. The adoption of the new HKFRSs had no material effect on how the results for the current or prior accounting periods have been prepared and presented. Accordingly, no prior period adjustment has been required.

The Group has not early adopted the following new standard, amendment or interpretations that have been issued but are not yet effective. The directors of the Company anticipate that the application of these standard, amendment or interpretations will have no material impact on the results and the financial position of the Group.

1. 編製基準

簡明財務報表已根據香港聯合交易所有限公司(「聯交所」)證券上市規則(「上市規則」)附錄16之適當披露規定及香港會計師公會(「香港會計師公會」)頒佈之香港會計準則(「香港會計準則」)第34號「中期財務報告」所編製。

2. 主要會計政策

簡明財務報表已根據歷史成本法編製，惟若干物業及金融工具則按公平值或評估值(如適用)計量。簡明財務報表所採用之會計政策與本集團編製截至二零零六年三月三十一日止年度之全年財務報表所採用者一致，惟下文所述者除外。

於本期間，本集團首次採納由香港會計師公會頒佈之多項新訂香港財務報告準則(「香港財務報告準則」)、香港會計準則及詮釋(「詮釋」)(下文統稱「新訂香港財務報告準則」)。該等準則於二零零五年十二月一日或二零零六年一月一日或以後開始之會計期間生效。新訂香港財務報告準則之應用對目前或過往會計期間業績之編製及呈列方式並無構成重大影響。因此，毋須作出前期調整。

本集團並未提早採用以下已頒佈但尚未生效之新準則、修訂或詮釋。本公司董事預期，採用該等準則、修訂或詮釋將不會對本集團之業績及財務狀況構成重大影響。

2. Principal accounting policies (Continued)

HKAS 1 (Amendment)	Capital Disclosures ¹
HKFRS 7	Financial Instruments: Disclosures ¹
HK(IFRIC) – Int 7	Applying the Restatement Approach under HKAS 29 Financial Reporting in Hyperinflationary Economies ²
HK(IFRIC) – Int 8	Scope of HKFRS 2 ³
HK(IFRIC) – Int 9	Reassessment of Embedded Derivatives ⁴

¹ Effective for annual periods beginning on or after 1 January 2007

² Effective for annual periods beginning on or after 1 March 2006

³ Effective for annual periods beginning on or after 1 May 2006

⁴ Effective for annual periods beginning on or after 1 June 2006

3. Turnover and segment information

Turnover represents the amounts received and receivable for goods sold and services rendered.

(a) Business segments

For management purposes, the Group is currently organised into two operating divisions – electronics manufacturing services business (“EMS business”) and property investment.

These divisions are the basis on which the Group reports its primary segment information.

The EMS business is engaged in design, manufacture and sales of electronic products while property investment is engaged in property rental.

2. 主要會計政策 (續)

香港會計準則第1號 (經修訂)	資本披露 ¹
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 詮釋委員會) — 詮釋第7號	根據香港會計準則 第29號惡性通脹 經濟體系財務匯 報之重列方式 ²
香港(國際財務報告 詮釋委員會) — 詮釋第8號	香港財務報告準則 第2號之範圍 ³
香港(國際財務報告 詮釋委員會) — 詮釋第9號	內置衍生工具之重新 評估 ⁴

¹ 於二零零七年一月一日或之後開始之年度期間生效。

² 於二零零六年三月一日或之後開始之年度期間生效。

³ 於二零零六年五月一日或之後開始之年度期間生效。

⁴ 於二零零六年六月一日或之後開始之年度期間生效。

3. 營業額及分類資料

營業額指就已售貨品及已提供服務之已收及應收金額。

(a) 業務分類

就管理而言，本集團目前由兩項經營業務組成，分別為電子製造服務業務(「EMS業務」)及物業投資。

該等業務為本集團報告其主要分類資料之基準。

EMS業務從事設計、製造及銷售電子產品之業務，而物業投資則從物業租賃。

3. Turnover and segment information (Continued)

(a) Business segments (Continued)

Segment information about these businesses is presented below:

Six months ended 30 September 2006

截至二零零六年九月三十日止六個月

		EMS business EMS業務	Property investment 物業投資	Eliminations 撇銷	Consolidated 綜合
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Turnover	營業額	1,862,135	-	-	1,862,135
Rental income	租金收入	-	5,329	-	5,329
Result	業績				
Segment result	分類業績	27,854	15,795		43,649
Interest income	利息收入				2,389
Other rental income	其他租金收入				629
Finance costs	融資成本				(17,864)
Share of results of associates	應佔聯營公司業績				1,279
Unallocated expenses	未分類之支出				(2,582)
Profit before taxation	除稅前溢利				27,500
Taxation	稅項				(5,645)
Profit for the period	期內溢利				21,855

3. 營業額及分類資料 (續)

(a) 業務分類 (續)

該等業務之分類資料呈列如下：

3. Turnover and segment information (Continued)

(a) Business segments (Continued)

Six months ended 30 September 2005
截至二零零五年九月三十日止六個月

		EMS business EMS業務	Property investment 物業投資	Eliminations 撤銷	Consolidated 綜合
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Turnover	營業額	1,561,823	-	-	1,561,823
Rental income	租金收入	-	3,604	-	3,604
Result	業績				
Segment result	分類業績	38,118	4,215		42,333
Interest income	利息收入				1,923
Other rental income	其他租金收入				330
Finance costs	融資成本				(11,306)
Share of results of associates	應佔聯營公司 業績				1,119
Unallocated expenses	未分類之支出				(4,843)
Profit before taxation	除稅前溢利				29,556
Taxation	稅項				(4,328)
Profit for the period	期內溢利				25,228

(b) Geographical segments

The following table provides an analysis of the Group's turnover by geographical market, irrespective of the origin of the goods manufactured or services rendered:

3. 營業額及分類資料 (續)

(a) 業務分類 (續)

(b) 地區分類

下表乃按市場之地區對本集團之銷售額作出分析，與產品之生產或服務提供之地域無關：

		Turnover 營業額	
		Six months ended 30 September	
		截至九月三十日止六個月	
		2006	2005
		二零零六年	二零零五年
		HK\$'000	HK\$'000
		千港元	千港元
America	美洲	1,582,588	1,213,964
Europe	歐洲	191,740	220,291
Asia	亞洲	72,579	67,904
Others	其他	15,228	59,664
		1,862,135	1,561,823

4. Profit before taxation

4. 除稅前溢利

		Six months ended 30 September 截至九月三十日止六個月	
		2006 二零零六年	2005 二零零五年
		HK\$'000 千港元	HK\$'000 千港元
Profit before taxation has been arrived at after charging (crediting):	除稅前溢利已扣除 (計入) :		
Depreciation of property, plant and equipment	物業、廠房及設備之折舊	40,667	40,627
Amortisation of land use rights	土地使用權之攤銷	725	742
Amortisation of intangible assets	無形資產之攤銷	8,108	9,404
Loss on disposal of property, plant and equipment	出售物業、廠房及設備之虧損	1,074	492
Share of tax of associates (included in share of results of associates)	應佔聯營公司稅項 (包括於應佔聯營公司業績)	281	233
Interest income	利息收入	(2,389)	(1,923)
Gain on disposal of available-for-sale financial assets	出售可供出售金融資產之收益	(1,945)	-

5. Taxation

5. 稅項

		Six months ended 30 September 截至九月三十日止六個月	
		2006 二零零六年	2005 二零零五年
		HK\$'000 千港元	HK\$'000 千港元
The taxation comprises:	稅項包括 :		
Profits tax	利得稅		
Hong Kong	香港		
– Provided for the period	一期內撥備	-	2,534
– Underprovision in prior years	一期過往年度撥備不足	1,493	-
Other jurisdictions	其他司法權區	-	385
		1,493	2,919
Deferred taxation	遞延稅項	4,152	1,409
Taxation for the period	期內稅項	5,645	4,328

5. Taxation (Continued)

Notes:

- (a) Hong Kong Profits Tax is calculated at 17.5% (2005: 17.5%) of the estimated assessable profit for the six months ended 30 September 2006.
- (b) Taxation for other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.
- (c) The Group is currently appealing against assessments raised by the Hong Kong Inland Revenue Department (the "IRD") regarding the taxability of profits of certain subsidiaries for the years of assessment 1991/92 to 1995/96 ("Tax Appeal"). The IRD has determined that some profits of the Group in those periods should be Hong Kong sourced and subject to 50% of Hong Kong Profits Tax. The Tax Appeal has not yet been concluded at the balance sheet date.

For the years of assessment of 1996/97 to 2004/05, the IRD has issued notices of assessment to the Group regarding the taxability of profits of certain subsidiaries under the Tax Appeal. The Group had also lodged objections against these assessments ("Objections").

Included in the taxation recoverable at 30 September 2006, an aggregate amount of approximately HK\$47,494,000 (31 March 2006: HK\$47,162,000) has been paid to the IRD in relation to the Tax Appeal and the Objections.

Pending the outcome of the Tax Appeal and the Objections, the Group has made provision for the potential tax liabilities in its consolidated balance sheet as at 30 September 2006 in accordance with the IRD's determination. Based on the legal counsel's advice, the directors of the Company considered that there was no material underprovision of tax liabilities as at 30 September 2006.

5. 稅項 (續)

附註：

- (a) 香港利得稅乃根據截至二零零六年九月三十日止六個月之估計應課稅溢利按稅率17.5%(二零零五年：17.5%)計算。
- (b) 其他司法權區之稅項乃根據各司法權區之現行稅率計算。
- (c) 本集團現正就香港稅務局(「稅務局」)對若干附屬公司一九九一年／九二年至一九九五年／九六年課稅年度之若干溢利應否繳付稅項而提出上訴(「稅務上訴」)。稅務局認為本集團於該等期間之若干溢利乃源於香港，因此須繳付約50%之香港利得稅。有關稅務上訴之決定尚未於結算日發佈。

就一九九六／九七年至二零零四／零五年課稅年度，稅務局亦就稅務上訴項下若干附屬公司應否繳付稅款向本集團發出評估通知。本集團亦已就此等評估提出反對(「反對」)。

在二零零六年九月三十日之可收回稅項當中，已包括就稅務上訴及反對支付予稅務局的金額合共約47,494,000港元(二零零六年三月三十一日：47,162,000港元)。

於等待稅務上訴及反對結果期間，本集團已就潛在稅項負債作出撥備，而本集團於二零零六年九月三十日之綜合資產負債表所呈列之稅項撥備乃根據稅務局決定作出。根據法律顧問之意見，本公司董事認為，於二零零六年九月三十日並無任何重大撥備不足之稅項負債。

6. Dividend

Interim, proposed, of HK1 cent (2005: HK1.5 cents) per share 擬派中期股息每股1港仙 (二零零五年: 1.5港仙)

7. Earnings per share

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

Profit for the period attributable to equity holders of the Company and earnings for the purpose of basic earnings per share 期內本公司權益持有人應佔溢利及計算每股基本盈利之盈利

Number of ordinary shares for the purpose of basic earnings per share 計算每股基本盈利之普通股數目

There were no dilutive effect on the share options as the exercise price of the Company's options was higher than the average market price of the Company's shares. During the period, the share options were cancelled.

8. Property, plant and equipment

During the period, the Group spent approximately HK\$8 million on the construction of industrial buildings in China, HK\$15 million on plant and machinery and invested HK\$9 million on moulds in order to upgrade its manufacturing capabilities.

6. 股息

Six months ended
30 September
截至九月三十日止六個月

2006	2005
二零零六年	二零零五年
HK\$'000	HK\$'000
千港元	千港元

7,930	11,895
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7. 每股盈利

每股基本盈利乃按下列數據計算：

Six months ended
30 September
截至九月三十日止六個月

2006	2005
二零零六年	二零零五年
HK\$'000	HK\$'000
千港元	千港元

21,855	25,228
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793,016,684	793,016,684
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鑑於本公司購股權之行使價高於本公司股份之平均市價，故購股權並無攤薄影響。期內，該等購股權已被註銷。

8. 物業、廠房及設備

期內，本集團就其位於中國之工業樓宇建設方面撥用約8,000,000港元、於廠房及機器方面撥用15,000,000港元及於模具方面投資約9,000,000港元，以提升其生產力。

9. Trade and other receivables and prepayments

		As at 30 September 2006 於二零零六年 九月三十日	As at 31 March 2006 於二零零六年 三月三十一日
		HK\$'000 千港元	HK\$'000 千港元
Trade receivables	貿易應收賬款	218,595	109,361
Bills receivables for discounting	供貼現應收票據	199,251	35,365
		417,846	144,726
Other receivables and prepayments	其他應收賬款及預付款項	6,366	21,710
		424,212	166,436

Customers are generally granted credit terms of letter of credit at sight or open accounts from 7 days to 30 days. Longer credit periods are granted to several customers who have long business relationship with the Group and strong financial position.

The following is an aged analysis of trade receivables and bills receivables for discounting at the balance sheet date.

		As at 30 September 2006 於二零零六年 九月三十日	As at 31 March 2006 於二零零六年 三月三十一日
		HK\$'000 千港元	HK\$'000 千港元
Current – 30 days	即期 – 30日	412,680	142,367
31 – 60 days	31 – 60日	4,995	1,888
61 – 90 days	61 – 90日	–	404
Over 90 days	90日以上	171	67
		417,846	144,726

The fair value of the Group's trade and other receivables at 30 September 2006 approximate their carrying amounts.

9. 貿易及其他應收賬款及預付款項

		As at 30 September 2006 於二零零六年 九月三十日	As at 31 March 2006 於二零零六年 三月三十一日
		HK\$'000 千港元	HK\$'000 千港元
Trade receivables	貿易應收賬款	218,595	109,361
Bills receivables for discounting	供貼現應收票據	199,251	35,365
		417,846	144,726
Other receivables and prepayments	其他應收賬款及預付款項	6,366	21,710
		424,212	166,436

客戶一般以放賬形式進行交易，賬齡為即期或以除賬方式7日至30日信用狀。數位已與本集團建立長期業務關係並且財政狀況穩健之客戶獲本集團給予較長之放賬寬限期。

於結算日之貿易應收賬款及供貼現應收票據之賬齡分析如下。

		As at 30 September 2006 於二零零六年 九月三十日	As at 31 March 2006 於二零零六年 三月三十一日
		HK\$'000 千港元	HK\$'000 千港元
Current – 30 days	即期 – 30日	412,680	142,367
31 – 60 days	31 – 60日	4,995	1,888
61 – 90 days	61 – 90日	–	404
Over 90 days	90日以上	171	67
		417,846	144,726

本集團之貿易及其他應收賬款於二零零六年九月三十日之公平值約相等於其賬面值。

10. Trade and other payables

		As at 30 September 2006 於二零零六年 九月三十日	As at 31 March 2006 於二零零六年 三月三十一日
		HK\$'000 千港元	HK\$'000 千港元
Trade payables	貿易應付賬款	408,243	225,174
Bills payables	應付票據	57,882	5,927
		466,125	231,101
Other payables	其他應付賬款	177,850	132,546
		643,975	363,647

The following is an aged analysis of trade payables and bills payables at the balance sheet date :

10. 貿易及其他應付賬款

於結算日，貿易應付賬款及應付票據按賬齡分析如下：

		As at 30 September 2006 於二零零六年 九月三十日	As at 31 March 2006 於二零零六年 三月三十一日
		HK\$'000 千港元	HK\$'000 千港元
Current – 30 days	即期 – 30日	441,927	214,155
31 – 60 days	31 – 60日	11,049	10,946
61 – 90 days	61 – 90日	3,335	1,773
Over 90 days	90日以上	9,814	4,227
		466,125	231,101

The fair value of the Group's trade and other payables at 30 September 2006 approximate their carrying amounts.

本集團之貿易及其他應付賬款於二零零六年九月三十日之公平值約相等於其賬面值。

11. Capital commitments

		As at 30 September 2006 於二零零六年 九月三十日	As at 31 March 2006 於二零零六年 三月三十一日
		HK\$'000 千港元	HK\$'000 千港元
Contracted but not provided for	已訂約但未撥備		
Investment properties	投資物業	5,145	-
Property, plant and equipment	物業、廠房及設備	13,463	8,984
Land use rights	土地使用權	1,374	-
		19,982	8,984
Authorised but not contracted for	已授權但未訂約		
Investment properties	投資物業	7,389	-
Property, plant and equipment	物業、廠房及設備	1,900	16,533
Land use rights	土地使用權	12,821	-
		22,110	16,533
		42,092	25,517

12. Related party transactions

During the period, the Group entered into the following significant transactions with related parties in the ordinary course of business :

12. 關連人士交易

期內，本集團與有關連人士於日常業務過程中曾進行以下重大交易：

		Six months ended 30 September 截至九月三十日止六個月	
		2006 二零零六年	2005 二零零五年
		HK\$'000 千港元	HK\$'000 千港元
Purchase from	向下列公司作出之採購		
Sun Bright Investments Limited (Note 1)	陽明投資有限公司 (附註1)	4,403	-
Sun Bright Industrial Paints Limited (Note 1)	陽明(清遠)塗料開發有限公司 (附註1)	1,677	-
Rental expenses paid to	向下列公司支付租金		
Man Fat Enterprise Company Limited (Note 2)	文發企業有限公司 (附註2)	225	270
Geming Company Limited	錦聲有限公司	-	198
Legal and professional fees paid to Andrew Lam & Co. (Note 3)	支付予林炳昌律師事務所之法律及專業費用 (附註3)	305	958
Remuneration paid to directors and other members of key management	已支付予董事及主要管理層其他成員之酬金	5,501	4,192

12. Related party transactions (Continued)

Notes:

- (1) During the period, the Group made purchases with an associate and its subsidiary, namely, Sun Bright Investments Limited and Sun Bright Industrial Paints Limited respectively.
- (2) These represent rental expenses arising from the leasing of car park and office space from Man Fat Enterprise Company Limited, a company in which Dr. Lam Man Chan and Madam Ting Lai Ling, directors of the Company, have beneficial interests.
- (3) The legal and professional fees were paid to Andrew Lam & Co., in which Mr. Lam Ping Cheung, Andrew, a non-executive director of the Company who resigned on 20 June 2006, has a beneficial interest.

13. Post balance sheet events

Disposal of an associate

Subsequent to 30 September 2006, the transaction for disposal of the interest in Metro Capital Securities Limited at a consideration of HK\$20 million was completed. All conditions as stated in the Company's circular dated 22 August 2006 were fulfilled.

Disposal of available-for-sale financial assets

Subsequent to 30 September 2006, the Group has disposed all the remaining available-for-sale financial assets. Details of the disposal were disclosed in the Company's circular dated 27 October 2006.

12. 關連人士交易 (續)

附註：

- (1) 期內，本集團分別向其聯營公司陽明投資有限公司及其附屬公司陽明(清遠)塗料開發有限公司進行採購。
- (2) 租金支出乃因向文發企業有限公司租用停車場及辦公室而產生，本公司董事林文燦博士及丁麗玲女士實益擁有該間公司之權益。
- (3) 法律及專業費用乃支付予林炳昌律師事務所，本公司之非執行董事林炳昌先生(已於二零零六年六月二十日辭任)於其中擁有實益權益。

13. 結算日後事項

出售一間聯營公司

於二零零六年九月三十日後，以代價20,000,000港元出售於美高證券有限公司之權益之交易已經完成。載列於本公司日期為二零零六年八月二十二日之通函內所提述的所有條件經已達成。

出售可供出售金融資產

於二零零六年九月三十日後，本集團已出售所有餘下可供出售金融資產。出售事項之詳情已於本公司二零零六年十月二十七日之通函內披露。