

# INDEPENDENT AUDITORS' REPORT

## 獨立核數師報告

### To the Members of ASM Pacific Technology Limited (incorporated in the Cayman Islands with limited liability)

We have audited the consolidated financial statements of ASM Pacific Technology Limited (the "Company") and its subsidiaries (collectively referred to as the "Group") set out on pages 58 to 89, which comprise the consolidated balance sheet as at 31 December 2006, and the consolidated income statement, the consolidated statement of changes in equity and the consolidated cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory notes.

### Directors' responsibility for the consolidated financial statements

The directors of the Company are responsible for the preparation and the true and fair presentation of these consolidated financial statements in accordance with Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants and the disclosure requirements of the Hong Kong Companies Ordinance. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and the true and fair presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error, selecting and applying appropriate accounting policies, and making accounting estimates that are reasonable in the circumstances.

### Auditors' responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit and to report our opinion solely to you, as a body, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. We conducted our audit in accordance with Hong Kong Standards on Auditing issued by the Hong Kong Institute of Certified Public Accountants. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the consolidated financial statements are free from material misstatement.

### 致ASM Pacific Technology Limited全體股東 (於開曼群島註冊成立之有限公司)

本核數師行已完成審核ASM Pacific Technology Limited(「公司」)及其附屬公司(統稱為「集團」)載於第91頁至第122頁之綜合財務報表，包括於二零零六年十二月三十一日之綜合資產負債表，截至二零零六年十二月三十一日止年度之綜合收益報表、綜合股東權益變動表、綜合現金流量變動表、主要會計政策概要及其他註解。

### 董事對綜合財務報表的責任

貴公司董事須負責按照香港會計師公會頒佈的香港財務報告準則及香港公司條例的披露要求而編製及呈列真實與公平的綜合財務報表。該責任包括設計、實施及維持與編製真實與公平的綜合財務報表相關的內部監控，以確保綜合財務報表不存在由於欺詐或錯誤而導致的重大錯誤陳述；選擇及採用合適會計政策，及因應情況而作出合理的會計估計。

### 核數師的責任

本行之責任為根據吾等之審核結果，就該等綜合財務報表發表意見，並僅向全體股東匯報，並無其他目的。本行不會就本報告之內容向任何其他人士負上或承擔任何責任。本行乃按照香港會計師公會頒佈的香港核數準則進行審核工作。該等準則規定，本核數師行必須遵守操守規定，計劃及進行審核工作，以就綜合財務報表是否確無重大錯誤陳述作出合理確認。

## INDEPENDENT AUDITORS' REPORT (CONTINUED)

### 獨立核數師報告(續)

#### Auditors' responsibility continued

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and true and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### Opinion

In our opinion, the consolidated financial statements give a true and fair view of the state of affairs of the Group as at 31 December 2006 and of the Group's profit and cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards and have been properly prepared in accordance with the disclosure requirements of the Hong Kong Companies Ordinance.

#### Deloitte Touche Tohmatsu

Certified Public Accountants

Hong Kong, 8 March 2007

#### 核數師的責任 續

審核工作須執执行程序以取得有關綜合財務報表所載數據及披露之審核憑證。所採用的程序須按核數師之判斷作出選擇，包括評估綜合財務報表是否載有基於欺詐或謬誤而出現之重大錯誤陳述之風險。於作出該等風險評估時，核數師會考慮有關該公司編製及呈列真實公平財務報表有關之內部監控，以制定有關情況下合適之審核程序，而不會對該公司內部監控之效益發表意見。審核工作亦包括評估所用會計政策是否適當及董事所作的會計估計是否合理，同時亦評估綜合財務報表整體之呈列方式。

本行相信，所取得的審核憑證足夠和適當地為吾等的審核意見建立基礎。

#### 意見

本行認為，綜合財務報表均真實與公平地反映貴集團於二零零六年十二月三十一日之財務狀況，及貴集團截至該日止全年度的溢利及現金流量，並已按照香港財務報告準則及香港公司條例之披露要求而妥善編製。

#### 德勤·關黃陳方會計師行

執業會計師

香港，二零零七年三月八日