

權智集團
GroupSense

權智(國際)有限公司

Group Sense (International) Limited

(於百慕達註冊成立之有限公司)

(Incorporated in Bermuda with limited liability)

(股份代號 Stock Code : 601)

2007 週年報告 Annual Report





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公司資料

Corporate Information

董事

執行董事：

譚偉豪 太平紳士 (主席)
譚偉棠 (董事總經理)
譚梅嘉慧
大谷和廣
李冠雄
霍定洋
陸翠容

非執行董事：

羅志聰*

獨立非執行董事：

容永祺 榮譽勳章*
何國成*
王幹文*

* 審核委員會成員

公司秘書

楊詩雅

合資格會計師

鄭耀光

核數師

安永會計師事務所

律師

萬盛國際律師事務所

Directors

Executive Directors:

TAM Wai Ho, Samson JP (*Chairman*)
TAM Wai Tong, Thomas (*Managing Director*)
TAM Mui Ka Wai, Vivian
Kazuhiro OTANI
LEE Koon Hung
FOK Ting Yeung, James
LUK Chui Yung, Judith

Non-executive Director:

LO Chi Chung, William*

Independent Non-executive Directors:

YUNG Wing Ki, Samuel MH*
HO Kwok Shing, Harris*
WONG Kon Man, Jason*

* Member of Audit Committee

Company Secretary

YEUNG Sze Nga

Qualified Accountant

CHENG Yiu Kong

Auditors

Ernst & Young

Solicitors

Mallesons Stephen Jaques

公司資料(續) Corporate Information (Cont'd)

主要往來銀行

香港上海滙豐銀行有限公司
恒生銀行有限公司

Principal Bankers

The Hongkong and Shanghai Banking Corporation Limited
Hang Seng Bank Limited

註冊辦事處

Clarendon House
Church Street
Hamilton HM11
Bermuda

Registered Office

Clarendon House
Church Street
Hamilton HM11
Bermuda

主要辦事處

香港新界沙田
香港科學園
科技大道西五號
九座6樓

Principal Place of Business

6th Floor, Building 9
No. 5 Science Park West Avenue
Hong Kong Science Park
Shatin, New Territories, Hong Kong

百慕達主要股份過戶登記處及 轉讓登記處

The Bank of Bermuda Limited
Bank of Bermuda Building
6 Front Street
Hamilton HM11
Bermuda

Principal Share Registrar and Transfer Office in Bermuda

The Bank of Bermuda Limited
Bank of Bermuda Building
6 Front Street
Hamilton HM11
Bermuda

香港股份過戶登記分處及轉讓登記處

秘書商業服務有限公司
香港
皇后大道東28號
金鐘匯中心26樓

Branch Share Registrar and Transfer Office in Hong Kong

Secretaries Limited
26th Floor, Tesbury Centre
28 Queen's Road East
Hong Kong

網址

<http://www.gsl.com.hk>

Website

<http://www.gsl.com.hk>

股份代號

601

Stock Code

601

主席報告書

Chairman's Statement



在本財政年度，本集團總收入約為1,237,000,000港元，較去年同期的約1,491,000,000港元，減少近17%。年度內本集團錄得59,908,000港元溢利，較去年之54,391,000港元溢利上升約10%。

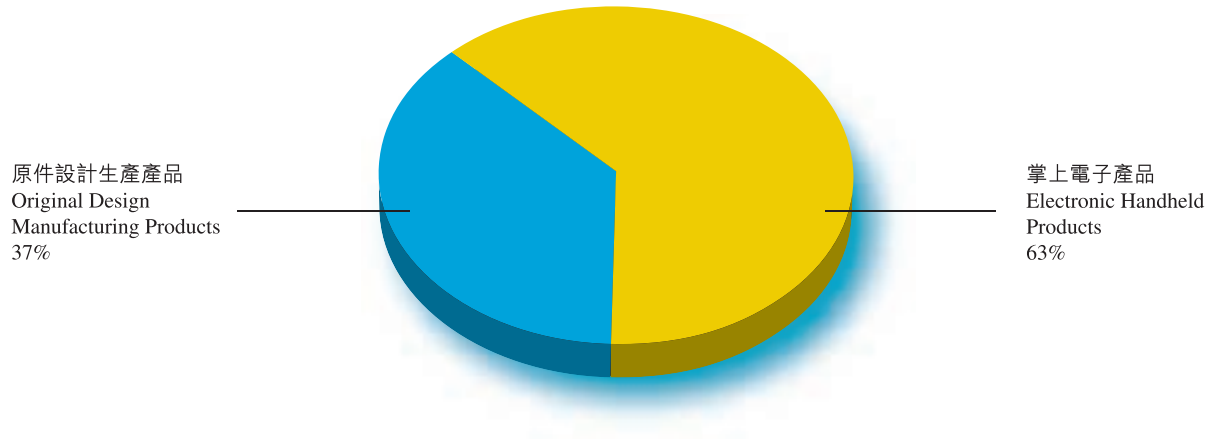
本集團之業務主要分為原件設計生產產品和掌上電子產品兩大類。在本財政年度內，掌上電子產品佔本集團之收入比例約為63%，掌上電子產品依然會是本集團的主流業務和焦點所在。隨著寬頻無線網絡和WiFi及其他新科技進一步結合，本集團相信掌上電子資訊產品將會日

The Group recorded total revenues of approximately HK\$1,237,000,000 in this financial year, which is approximately 17% lower than those of HK\$1,491,000,000 in the corresponding period of last year. The Group earned a net profit of HK\$59,908,000 in this financial year, which is approximately 10% higher when compared with that of HK\$54,391,000 of last year.

The Group's main businesses are the original design manufacturing products ("ODM") business and the electronic handheld products business. In this financial year, the electronic handheld products business contributed approximately 63% of the Group's total revenue, and this would still be the mainstream business and focus of the Group. With further integration of wireless communication network, WiFi and other new technology, the Group believes that electronic handheld products would become more

主席報告書(續) Chairman's Statement (Cont'd)

按主要業務分類之收入分析 Analysis of Turnover by Geographical Market



漸普及。要與同業對手在市場上競爭，本集團相信產品須與創新科技融合，以保持產品之獨特性，方能增加競爭優勢。

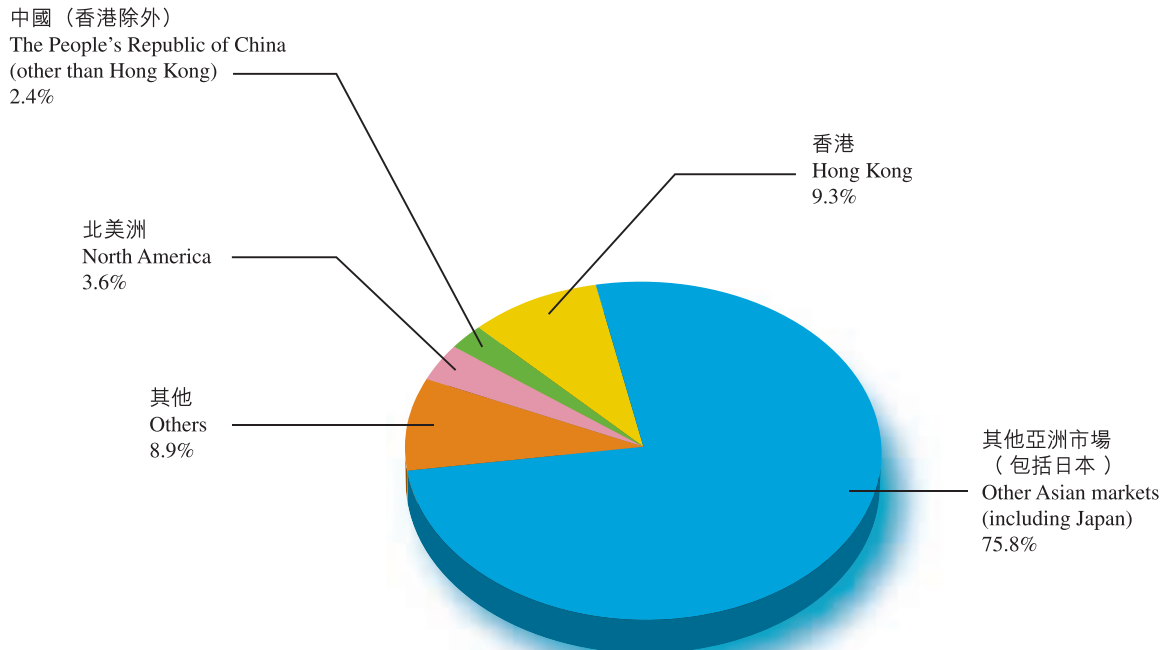
至於原件設計生產產品業務方面，本財政年度佔本集團之收入比例，由去年度之42.9%減少至37%。由於生產成本日趨上升，令淨利潤率受壓，故本集團放棄生產低增值、低利潤之產品，致原件設計生產產品之收入比例有所調整。整體而言，本集團對原件設計生產之業務將採取謹慎之營運策略。本集團相信將藉迎新科技的融合，以生產更獨特和優質之產品，在市場上競爭，並將會與可靠之科技夥伴深入協作，以提高本身的科技素質和水平，並從中向各科技夥伴學習。

prevalent as time goes by. In order to compete in the market, the Group believes that it is imperative to merge new and innovative technology into its products, so as to maintain their uniqueness and enhance the competitiveness.

As to the ODM business, the contribution of this business segment in this financial year was 37% of the Group's total revenue, decreased from 42.9% of last year. With the ever increasing production costs putting pressure on the profit margin, the Group forgo the low value-added and low profit margin products. Thus, the ODM business segment's earning contribution would be adjusted accordingly. Overall, the Group will embrace conservative operating strategies when managing the ODM business, and believes that it would be more competitive in the market for the Group to forge closer collaboration with its technology partners and to focus on producing more unique and quality new products so as to enhance its technology quality and level, and to strive to learn from the technology partners.

主席報告書(續) Chairman's Statement (Cont'd)

按市場地區分類之收入分析 Analysis of Turnover by Geographical Market



分析本集團按市場地區分類之收入顯示，其他亞洲市場(包括日本)仍然是本集團收入之最大比例來源，香港市場收益佔本集團之收入比例維持約9%。本集團仍將會集中發展亞洲市場，並會推出應用WiFi及其他新科技創制之掌上電子新產品。

在科技投資方面，本集團會加強在日本和中國之科研投資，在日本已成立附屬公司，從而可以和日本的科技公司締造夥伴關係，增強在日本市場上的科技協作網絡。在中國則會增強本集團在廣州和深圳的科研隊伍，並會重新調整中國的科研投資，增加投放在內地的工程科研資源。

In analyzing the Group's revenue by geographical markets, other Asian markets (including Japan) are still generating the largest source of revenue for the Group. The revenue generated from the Hong Kong market has maintained at around 9%. The Group will focus on developing the Asian markets. It will also develop new products by applying WiFi and other new technology and launch new electronic handheld products into the market.

The Group will uplift its technology investments in Japan and China. In Japan, the Group has set up a subsidiary so as to forge closer partnerships with the Japanese technology companies, and to enhance the technology collaborative network in the Japanese market. In China, the Group will strengthen its research teams in Guangzhou and Shenzhen. The Group will also reshuffle the technology investment on the mainland, and invest more resources on the engineering research.

主席報告書(續) Chairman's Statement (Cont'd)

整體而言，本集團仍會繼續開發亞洲市場和開發創新產品，期望可以為本集團帶來更佳之增長動力。

末期股息

董事會(「董事會」)建議派發截至二零零七年三月三十一日止年度之末期股息每股2.5港仙(二零零六年：3.0港仙)，是項末期股息約於二零零七年九月六日(星期四)派發予名列於二零零七年八月二十三日(星期四)之股東名冊上之股東。

鳴謝

本人謹代表董事會，向各股東、客戶、供應商及銀行致謝，多謝他們多年來對本集團的支持，亦感謝各員工過去之辛勤工作及為本集團所作之貢獻。

承董事會命
主席
譚偉豪博士 太平紳士

香港，二零零七年七月十八日



二零零六年
香港名牌：快譯通
Hong Kong Top
Brand 2006: Instant-Dict

Overall, the Group will continue exploring Asian markets and developing new and innovative products, which are expected to bring in better growth momentum for the Group.

FINAL DIVIDEND

The Board of Directors (the "Board") propose a final dividend of HK2.5 cents per share in respect of the year ended 31st March, 2007 (2006: HK3.0 cents), payable on or about Thursday, 6th September, 2007 to shareholders whose names appear on the Register of Members on Thursday, 23rd August, 2007.

APPRECIATION

On behalf of the Board, I wish to thank all our shareholders, customers, suppliers and bankers for their continual support. I would also like to extend my appreciation to all the staff for their dedicated work and their contribution throughout the year.

By order of the Board
Dr. Tam Wai Ho, Samson JP
Chairman

Hong Kong, 18th July, 2007

管理層研究及分析

Management Discussion & Analysis



財務檢討

本集團全年收入錄得約1,237,000,000港元，相對去年同期約1,491,000,000港元減少了17%。於本年內掌上電子產品及原件設計生產業務的收入分別為約779,000,000港元及約458,000,000港元。

Financial Review

Revenue of the financial year is approximately HK\$1,237 million, which is 17% lower than approximately HK\$1,491 million of the previous year. During the year under review, electronic handheld products business and original design manufacturing business recorded revenues of approximately HK\$779 million and approximately HK\$458 million respectively.

管理層研究及分析(續) Management Discussion & Analysis (Cont'd)

財務檢討(續)

本集團全年經營溢利合共約82,000,000港元，較去年增加約10,000,000港元，或14%。扣除融資成本約200,000港元及其他支出合共約4,000,000港元(二零零六年：其他收益約20,000,000港元，融資成本約1,100,000港元及其他支出約15,000,000港元)後，稅前溢利為約78,000,000港元(二零零六年：約76,000,000港元)，較去年增加約2,000,000港元，或3%。計算所得稅支出後，本年度溢利較去年增加約6,000,000港元至約60,000,000港元。

資產負債表方面，存貨減少約11,000,000港元至約171,000,000港元。應收貿易賬款減少約19,000,000港元至約164,000,000港元。

於資產負債表日，銀行結餘及現金(包括銀行存款)為約273,000,000港元，較去年約248,000,000港元增加10%。

與去年比較，本集團的資產負債表較去年更為穩健，為本集團的長遠業務發展奠定強而穩固的基礎。

Financial Review (Continued)

Operating profit for the year is approximately HK\$82 million, representing an increase of approximately HK\$10 million or 14%. After charging finance costs of approximately HK\$0.2 million and other expenses of approximately HK\$4 million in total (2006: other gains of approximately HK\$20 million, finance costs of approximately HK\$1.1 million and other expenses of approximately HK\$15 million), profit before tax is approximately HK\$78 million (2006: approximately HK\$76 million), representing an increase of approximately HK\$2 million or 3%. After taking into account the taxation expenses, profit for the year is approximately HK\$60 million, representing an increase of approximately HK\$6 million.

On the balance sheet side, inventories have decreased by approximately HK\$11 million to approximately HK\$171 million and trade receivables decreased by approximately HK\$19 million to approximately HK\$164 million.

Bank balances and cash (including bank deposits) at the end of balance sheet date amounted to approximately HK\$273 million which was 10% higher than approximately HK\$248 million of the previous year.

It is noteworthy that the balance sheet of the Group is getting healthier as compared with previous year and sets a strong and solid foundation for future business growth.

管理層研究及分析(續)

Management Discussion & Analysis (Cont'd)

流動資金及財務資源

本集團於二零零七年三月三十一日的銀行結餘及現金(包括銀行存款)總額為約273,000,000港元, 相比十二個月前增加約25,000,000港元, 亦即10%。同期的總銀行借貸則由約1,000,000港元下跌至約0港元。

於二零零七年三月三十一日, 本集團的負債比率, 即總銀行借貸除以股東權益總數, 於過往十二個月內保持在約0%之水平, 相應地, 期內的融資成本亦由十二個月前的約1,100,000港元減少至約200,000港元。

或然負債

於二零零七年三月三十一日, 本集團並沒有有追索權貼現票據(二零零六年: 沒有)。

外匯及財務政策

本集團的大部份商業交易、資產及負債, 皆以港元、美元或人民幣計值, 只有一少部份原材料採購交易以日元計值。本集團一向採納謹慎的財務政策, 小心控制外匯風險, 亦沒有進行任何利率或外匯的投機活動。

Liquidity and Financial Resources

On 31st March, 2007, the bank balances and cash (including bank deposits) were approximately HK\$273 million in total, which was approximately HK\$25 million or 10% higher than that at 31st March, 2006. Total bank borrowings have decreased from approximately HK\$1 million to approximately zero in the twelve months' period.

As at 31st March, 2007, the gearing ratio, defined as total bank borrowings divided by shareholders' equities, has maintained in approximately 0% in the twelve months' period. As a result, the finance costs in the twelve months' period have reduced from approximately HK\$1.1 million to approximately HK\$0.2 million.

Contingent Liabilities

As at 31st March, 2007, there was no trade bills discounted with recourse (2006: nil).

Foreign Currencies and Treasury Policy

Most of the Group's business transactions, assets and liabilities are denominated in Hong Kong dollars, United States dollars or Renminbi. A small portion of the Group's raw material purchase is denominated in Japanese Yen. The usual treasury policy of the Group is to manage significant currency exposure and minimize currency risk whenever it may have material impact to the Group. The Group does not engage in any interest rate or currencies speculations.

管理層研究及分析(續)

Management Discussion & Analysis (Cont'd)

電子辭典

Electronic Dictionary



業務回顧

本SBU(策略性業務單位)在二零零六/二零零七年財政年度的收益相比上一財政年度有些微下降，而因著技術合作伙伴的技術問題，新產品未能如期投放市場，令致本SBU在推出新產品時錯過了市場時機，這對是財政年度的業務有一定影響。然而，本SBU不斷調整產品發展策略，以配合市場需求，並專注發展和研發中、高檔次的產品，對本SBU能達致利潤率和毛利率之預訂目標，有一定幫助。

Review

The SBU's (strategic business unit) turnover in the financial year 2006-2007 has slightly dropped as compared with the last financial year. Due to some technical problems faced by the technological partners, the new products could not be launched in the market on schedule. As a result, the SBU has missed the timing of launching its new products, and this has affected its sales performance in the financial year 2006-2007. Nevertheless, the SBU's continuous fine-tuning of the product development strategy to meet the market demand, and technological investment in medium and high end products have contributed in meeting the set targets on both gross profit and net profit margins.

管理層研究及分析(續) Management Discussion & Analysis (Cont'd)

電子辭典(續) Electronic Dictionary (Cont'd)



在過去一年，主要市場的銷售成績在穩定增長中，本SBU的新產品具備豐富的學習內容，並兼具多樣娛樂功能，被市場廣為接受，而本集團持續不斷的投放資源在建立豐富的學習內容資料庫，大大增加本集團在市場上之競爭力。儘管中英、英中全句雙向翻譯電子辭典只推出市場兩年時間，已為本SBU增添了市場佔有率，本集團相信全句翻譯功能將仍會是本集團產品的一主要功能。

中國內地電子辭典市場仍沒有大改變，銷售之動力依然微弱，平均之產品零售價偏低，未能提供合理的利潤回報，然而，市場對中、高檔產品之需求及供應仍有少許增長。

Sales in major markets have been growing steadily. The SBU's new products, which are equipped with rich learning contents as well as wide-ranged multi-media functions, have received positive market response. Our continuous effort and investment in building up a rich learning content library has enhanced our competitiveness in the market. Although the English-Chinese and Chinese-English bi-directional full-sentence translation dictionary has been launched into market for just two years, it has been significantly contributing to an increase in our market share. We believe the sentence translation feature will continuous be a major feature of our products.

There has been little changes in the electronic dictionary market in the Mainland China. There has been little growth momentum in sales and the average retail price keeps relative low and cannot provide reasonable profit margin. However, both the demand and supply for medium to high end products has slightly increased.

管理層研究及分析(續)

Management Discussion & Analysis (Cont'd)

電子辭典(續)

Electronic Dictionary (Cont'd)

展望

儘管電子辭典市場競爭日趨激烈，但憑藉本集團廣為人知之良好品牌，及在中國內地、香港、和亞洲市場之完善銷售渠道，本SBU相信依然可以在二零零七／二零零八年財政年度及以後取得良好之業務前景。尤其在人民幣不斷的升值下，物料價格及勞工成本有顯著的上升壓力，然而，憑藉與零件供應商建立強健的策略夥伴關係，及持續的專注於成本控制，本SBU對維持二零零七／二零零八年財政年度的經營毛利率抱有樂觀態度。

本SBU將繼續專注於發展中高檔次產品，並賦以更創新設計、更佳功能、更豐富之學習內容，及更先進之翻譯科技，鑑於不同年齡之用戶群對不同類型之學習內容產品有持續之需求，本SBU將會和數家重要的內容供應商夥伴聯手，在來年研發可以適合不同用戶群之新產品，相信新產品將可在二零零七／二零零八年財政年度為本SBU帶來良好之收益，及理想之毛利率。

Outlook

Despite that the competition in the electronic dictionary market is getting more intense, it is believed that with the Group's well-established brand name and distribution networks in China, Hong Kong and Asian markets, the SBU can still manage to command a good business prospect in the financial year 2007-2008 and the years after. There has been significant upward pressure on the material and labor costs, especially with the continuous appreciation of Renminbi. Nevertheless, through strong strategic partnership with the components vendors and continuous efforts in containing the costs, the SBU is optimistic that its gross profit margin can be sustained in the financial year 2007-2008.

The SBU continues to focus on developing medium and high end products with more innovative designs, better functional features, richer learning contents and leading speech and translation technology. In view of continuous demand for different varieties of learning contents for different age of user groups, the SBU will co-operate with several important content partners for development of new products for different target user segments in the coming year. It is believed that these new products will bring in favorable sales revenue and reasonable profit margin in the financial year 2007-2008.

管理層研究及分析(續)

Management Discussion & Analysis (Cont'd)

電子辭典(續)

Electronic Dictionary (Cont'd)

為求保持業務增長動力，本SBU已開展新的業務，生產具備多媒體和能應用無線上網技術之“電子學習”產品，與此同時，本集團會致力與外間科技團體及零件供應商，尤其是在多媒體和無線上網行業範疇的公司，建立強健的穩固之夥伴關係，以為本集團開發更多新產品，維持市場之領導地位。有鑑於多元化之銷售渠道日益重要，在傳統的銷售渠道以外，本SBU會在海外市場投放更多資源開拓一些諸如網上銷售、電視直銷、和在學校內促銷等新的銷售渠道。

面對內地市場眾多不明朗因素，和不穩定的市場環境，本SBU會緊密的審視內地市場發展，並制定合適的產品、市場推廣和品牌策略。同時，為迎接二零零八年奧運，和預計隨之而來的市場對語言翻譯和學習產品的龐大需求，本SBU將會專注發展高增值語言翻譯和通訊產品，以抓緊這大好的商機，並提升本集團在內地市場的品牌形象。

In order to sustain the business growth, the SBU has started its new business in producing “e-learning” products with multi-media and wireless applications. In addition, the SBU will strive for building strong partnership with external technology parties and components suppliers in multi-media and wireless communications areas, with an aim to develop unique technology for our new products and maintain our leading position in the market. In view of the increasing importance in diversifying our sales channel, besides selling our products through retail stores, the SBU will invest more resources on promoting its products via online shopping, TV direct sales and education institutions in some overseas markets.

Despite various uncertainties and unstable business environment in the mainland market, the SBU will monitor the market closely and adopt appropriate product and market strategies and branding plan. At the same time, to cater for the expected high demand for language products for coming 2008 Beijing Olympic Game, the SBU will plan for the development of high value-added language translation products and communicators to grasp this good business opportunity and enhance our brand image in China.

管理層研究及分析(續)

Management Discussion & Analysis (Cont'd)

原件設計生產

Original Design Manufacturing



業務回顧

儘管在過去數年業務持續增長，本SBU在二零零六／二零零七年財政年度之營業額和溢利都出現顯著跌幅，主因是主要海外客戶在市場上面對劇烈競爭，令致本SBU所銷售之電子辭典產品有所下滑。整體市場的增長停滯不前，而銷售額下降主要集中於傳統之電子辭典產品系列，相反，高增值且具備獨特性能之電子辭典產品，例如可以收看數碼電視、或具有高質素之TFT顯示屏等產品，銷售情況尚算令人滿意，亦是本SBU是年度的主要產品銷售系列。在此環境下，本SBU仍會堅定不移地繼續投資科研項目，並基於本SBU的長期策略和客戶的要求，發展新的電子產品。

在電子辭典以外，本SBU成功推出了新的電子產品，例如專為中國市場生產的電子書(eBook)，及為美國市場而製的藍牙音響產品，而專為日本手機市場而研發的產品亦將會完成，這些產品預計將在二零零七／二零零八年財政年度之下半年為本SBU帶來較大之銷售收益。

Review

The SBU has experienced a considerable drop in sales revenue and profit, despite that continuous growth has been made in the financial year 2006-2007. The slowdown has been the result of a decrease in sales of electronic dictionaries to major customers who have been encountering intense competition in the market. Overall, the market growth has come to a halt. Decrease in sales has been mainly in the area of conventional electronic dictionary models, while the business of high value added dictionaries with distinctive features such as digital TV or high quality TFT display has been performing quite satisfactorily and become a major product line of the financial year. In such business environment, the SBU has unshakably continued its investment in researching and developing new projects based on the SBU's long term strategy and requirements proposed by new customers.

In the non-dictionary categories, the SBU would successfully launch new products such as eBook for the China market, Bluetooth audio products for the USA market, and would complete its research and development project for the Japanese mobile phone market. These new products are expected to contribute larger sales revenue in the second half of the financial year 2007-2008.

管理層研究及分析(續)

Management Discussion & Analysis (Cont'd)

原件設計生產(續)

Original Design Manufacturing (Cont'd)



展望

基於日本電子辭典之季節性因素，本SBU預計市場環境在二零零七／二零零八年財政年度之上半段仍將會面對持續的困難。因此本SBU在二零零七／二零零八年財政年度下半年將會專注於發展新產品，以求於下一財政年度之下半年收復市場份額。本集團正悉力發展具備獨特功能之新產品，並預計新產品將會發展成為本SBU的主要產品線。

日本市場的新業務機遇日益增多，為求爭取這些市場機遇，本集團已在日本東京成立附屬公司，以發展並推廣本集團的新產品，該附屬公司在今年三月底前已正式投入運作，結合了本SBU在產品設計和品質控制方面之能力，加上對業務及日本客戶之深入認識，該日本附屬公司將會在各方面發揮重大作用，包括增強和產品分銷商、技術及科技公司、網絡與內容服務供應商之合作夥伴關係，並致力在日本拓展新的業務。

一方面，本SBU將繼續致力重奪其在本日本電子辭典市場之佔有率，另一方面，也會專注於開發新產品市場，例如為全球市場設計的電子書，為日本市場研發的手機附屬產品，和行業應用產品，這些都是獨特而具盈利前景的。有些新產品將會以本集團的自家品牌在日本市場推出，新產品預計在二零零七／二零零八年財政年度下半年將為本集團帶來銷售收益和利潤，而這方面業務發展亦預計會延續至未來數年，並將構成本SBU的另一個增長動力。

Outlook

The difficult business environment is expected to continue through the first half of the financial year 2007-2008, due to seasonal factors of the Japanese electronic dictionary market and that the SBU is focusing on developing new products for recouping revenue in the second half of the financial year 2007-2008. Intensive efforts are being made to launch new distinctive products which are equipped with unique features. These are expected to be the SBU's new major products line.

In order to capture the increasing number of new business opportunities in Japan, the Group has set up a subsidiary in Tokyo of Japan, for marketing and developing new products. The operation has begun since the end of March this year. Combined with the SBU's strength in product design and quality manufacturing, and also its profound understanding of business and Japanese customers, the Japan office will play a major role in enhancing the partnership with product distributors, technology/IP companies, and network/contents service providers, etc., as well as developing new businesses in Japan.

While the SBU continues its efforts in regaining the market share of the Japanese electronic dictionary market, new focus shall be brought to new categories of products such as eBook for worldwide markets, and mobile phone related products and vertical application products for Japanese market, which are both unique and profitable. Some of the new products will carry our own brand in Japanese market. These new products are expected to contribute to an increase in sales revenue and profit in the second half of the financial year 2007-2008. This will carry on in the following years and bring to the SBU the next growth momentum.

管理層研究及分析(續)

Management Discussion & Analysis (Cont'd)

個人通訊產品

Personal Communication Products



業務回顧

隨著無線通訊技術不斷發展和普及應用，本SBU已從智能手機業務發展至其他個人通訊產品上。因此，本SBU於新財政年度改名為個人通訊產品部。個人通訊產品，是指可以透過無線通訊技術，讓個人能和另一方通訊或獲取資訊之電子產品，產品須具備個性化之功能，從而適合不同類型的消費者所使用。

本SBU在二零零六／二零零七年財政年度之上半年成功推出首部用於汽車導航的GPS產品，是專為歐洲廠商設計及生產的，二零零六／二零零七年財政年度之下半年亦已推出自行開發研製、針對亞洲及中國市場的GPS產品。新產品方面，SBU集中研究WiFi技術，及開發通過WiFi網絡進行的語音、數據及多媒體通訊之個人通訊產品，包括用於通話的WiFi VoIP Phone，為內容供應商訂製的WiFi PMP，及用於行業應用

Review

With the continuous development and wide application of the wireless communication technology, the SBU diversifies the product range from Smartphone to other personal communication products. As such, the SBU will change its name to Personal Communication Products SBU starting from the new financial year. Personal communication products are those electronic products by which people could get in touch with others or acquire information through wireless communication technology. The products must be equipped with personalized functions so as to suit different types of consumers.

In this first half of the financial year 2006-2007, the SBU has launched the first GPS product for car navigation which is designed and manufactured for European customers. In the second half of the financial year 2006-2007, the SBU will launch new GPS products which are solely developed by the SBU specially catering for the Asian and China markets. For new products, the SBU will focus on exploring WiFi technology, and develop personal communication products that for

管理層研究及分析(續)

Management Discussion & Analysis (Cont'd)

個人通訊產品(續)

Personal Communication Products (Cont'd)

的WiFi數據終端，產品已接近生產階段，預計可在來二零零七／二零零八年財政年度第一季推出市場。

展望

互聯網為人們的生活帶來重大改變，亦為不同行業帶來莫大商機。各種不同的無線網絡發展，令用戶可以有更多途徑隨時隨地上網，從而獲取及分享資訊。無線上網將為業界帶來更大商機，相信在不久將來，大部分掌上電子產品都可以通過不同的無線網絡與互聯網連接。

本SBU在二零零七／二零零八年財政年度會繼續集中開發透過WiFi上網之個人通訊

產品，WiFi網絡的特性在於其速度快，價錢平，對多媒體播放及分享來說是非常合適的，通過WiFi看電影、電視、及分享相片、短片等會是新產品的主要功能。另外，本SBU會繼續開發WiFi VoIP電話，通過WiFi讓用戶可以更方便使到VoIP服務。WiFi數據終端在不同行業的應用也是本SBU的另一發展方向，在未來一年，會繼續尋找合作伙伴，通過不同渠道把產品推出市場。

本SBU業務從競爭大的手機行業轉移至更多變化及更高增值之個人通訊產品上，相信更能配合本SBU之競爭力，對長遠發展將更為有利。

voice, data and multimedia communication through WiFi network. These include WiFi VoIP Phone, WiFi PMP which is specially designed for content providers, and also WiFi data terminals which are used for industrial applications. These new products are close to the manufacturing stage, and are expected to be marketed in the first quarter of the financial year 2007-2008.

Outlook

Internet has brought enormous changes to humans' lives, as well as immense business opportunities for various industries. The development of various wireless communication networks enables customers more ways to connect to the internet to get and share information, at anytime, anywhere. Wireless internet will bring colossal business opportunities to the industry. It is believed that in the near future, most electronic handheld products could connect with the internet through wireless network.



In the financial year 2007-2008, the SBU will continue focusing on developing personal communication products which are able to connect to internet through WiFi network. The characteristics of WiFi network are that the speed is high, and the price is affordable. WiFi network is suitable for multimedia broadcasting and sharing. Watching movies or TV, sharing photos or video clips through WiFi network will be the major features of our new products. Also, the SBU will continue developing WiFi VoIP phone, so that customers could handily use VoIP services through WiFi network. The applications of WiFi data terminal in various industries are also another development direction of the SBU. In the next one year, the SBU will continue searching for collaborative partners, and launch into markets new products through various channels.

The SBU has shifted its focus from the highly competitive mobile phone market to the personal communication market which is more variable and with higher value added. This should better match the capability of the SBU and will be conducive to its future long-term development.

管理層研究及分析(續)

Management Discussion & Analysis (Cont'd)



員工關係

於二零零七年三月三十一日，本集團於香港聘有262名僱員(二零零六年：258名)，於中國大陸聘有3,674名僱員(二零零六年：4,269名)，相比去年同期數字，兩地區分別增加約1.6%及減少約13.9%。除薪酬及一般員工福利例如有薪年假、醫療保險及公積金外，本集團亦為執行董事及高級職員提供股份獎勵計劃。

在每年的財政年度開始及年度中期間，本集團管理層均會舉行策劃大會，讓高級管理人員及管理層共同檢討集團往績，並討論來年之計劃、政策及發展路向；在本集團業績公佈後亦會舉舉行員工交流大會，讓全體員工更了解本集團的狀況，促進管理層與員工之間的雙向溝通。利用內聯網站之「權智短訊」、權智報及電郵等溝通途徑，管理層可以向各階層員工發放公司之資訊，而員工之間亦可以相互分享資料

Employees Relations

As at 31st March, 2007, the Group has on its payroll 262 (2006: 258) employees in Hong Kong and 3,674 (2006: 4,269) employees in the Mainland China, representing an increase of about 1.6% and a decrease of about 13.9% respectively as compared with prior year. In addition to salary remuneration and usual fringe benefits such as annual leave, medical insurance and provident fund, the Group also provides Share Incentive Plans for executive directors and senior staff.

At the beginning and in the interim of every financial year, the Group's management holds Planning Meetings with its senior staff to review together the Group's past performance, as well as to discuss with them the Group's future strategic plans, policies and developments. After publication of the Group's results announcement, staff communication sessions are held to keep employees abreast of the Group's developments and also to facilitate two-way dialogue between the management and all level of employees.

管理層研究及分析(續) Management Discussion & Analysis (Cont'd)

員工關係(續)

訊息及工作經驗。本集團鼓勵員工踴躍表達意見及觀感，並提出各方面建議。本集團亦會定期推行員工意見調查，以協助管理層了解員工所關注之事宜，以便採取適當行動予以改進。本集團會定期選出多位經理級員工與本集團主席共晉午膳，讓員工能有機會直接與公司高層對話，增加彼此的互信及了解。本集團有良好的晉升制度，可以發掘具潛質之員工，並幫助員工的事業發展。

本集團除有聘請專業顧問，為中層管理人員提供培訓，提升他們的問題分析及處理技巧、溝通協調技巧及團隊精神創造力外，亦有提供一系列內部培訓課程，促進各職級員工的持續發展。本集團經常鼓勵員工報讀外間的進修課程，以增進知識及提升工作能力。此外，若本集團認為有適合的課程，亦會安排員工參加，課程費用全部由本集團負責。員工也可透過集團之「教育資助計劃」申請修讀由其他機構舉辦之培訓課程，獲取全部或部份費用之資助。

Employees Relations (Continued)

The management actively communicates with employees by means of "GSL SMS" through intranet, staff newsletters and emails to ensure free flow of information across different staff levels and to promote information and experience sharing. All staff are encouraged to express their views and feelings and to propose suggestions on different aspects. Employee satisfaction surveys are conducted regularly to help the senior management gauge various concerns of the staff and formulate appropriate solutions accordingly. A team of managerial staff is elected regularly to have a lunch gathering with the Group's chairman. This provides the staff an opportunity to engage in direct dialogue with the senior management and strengthens mutual trust and understanding. A good promotion system is in place to identify the potential staff and help employees prepare for their career prospects.

The Group has appointed a number of professional training consultants to run workshops for improving mid-level management executives' problem solving skills, communication skills and team spirit building technique. Other in-house training programmes have also been organized to continuously develop the capabilities of all levels of the staff. Moreover, employees are encouraged to take outside programmes to acquire additional knowledge and upgrade their skills. Staff may be nominated for attending selected training schemes with full sponsorship. Employees who are interested in other unselected courses may still apply for the full or partial subsidies through the Group's Education Subsidizing Scheme.

管理層研究及分析(續)

Management Discussion & Analysis (Cont'd)

員工關係(續)

在公益事務方面，集團大力鼓勵員工參與渣打馬拉松、深港西部通道百萬行、奧比斯襟章日等慈善活動，為慈善機構籌款。

Employees Relations (Continued)

As to community services, the Group encourages its employees to participate in various charitable events, like Standard Chartered Marathon, Walk for Millions — Hong Kong-Shenzhen Western Corridor and OBRIS Pin Day, and raise fund for charity.

ISO9001及ISO14001

本集團已於二零零零年成功合併ISO9001品質管理系統及ISO14001環境管理系統，以加強行政效率。獨立審核員定期進行現場審核，以確保集團符合規定標準，並有持續改善。本集團亦組織內部審核員定期進行審核。本集團已提升環境管理系統至符合新的ISO14001:2004標準。

ISO9001 and ISO14001

In order to enhance the administrative efficiency, the ISO9001 Quality Management System and ISO14001 Environmental Management System have been combined since 2000. On-site surveillance assessment is conducted regularly by independent assessors to ensure compliance and continual improvement. Internal audit teams have been organised to perform compliance audit on an on-going basis. The Group has upgraded the environmental management system to attain the new ISO14001:2004 standard.

企業管治報告書

Corporate Governance Report

本公司致力達到高水平企業管治以確保本公司股東之權益。

The Company is committed to achieving a high standard of corporate governance practices with a view to protecting the interests of all of its shareholders.

企業管治常規

截至二零零七年三月三十一日止財政年度內，本公司一直遵守於二零零五年一月一日生效之香港聯合交易所有限公司證券上市規則（「上市規則」）附錄14所載之企業管治常規守則（「守則」）。只有守則之守則條文E.1.2的第一句前部分存有差異，此差異已列於本公司二零零六／二零零七年之中期報告內。

Corporate Governance Practices

The Company has complied with the Code on Corporate Governance Practices (the “Code”) throughout the financial year ended 31st March, 2007 as set out in Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) which came into effect on 1st January, 2005, with deviation from the first part of the first sentence of the code provision E.1.2 of the Code as stated in the Company’s 2006/2007 interim report.

根據守則之守則條文E.1.2的第一句，董事會主席應出席股東週年大會，並安排審核委員會、薪酬委員會及提名委員會（視何者適用而定）的主席，或在該等委員會的主席缺席時由另一名委員（或如該名委員未能出席，則其適當委任的代表）在股東週年大會上回答提問。本公司董事會主席及薪酬委員會主席譚偉豪博士太平紳士因其他公務關係未能出席本公司於二零零六年九月二十九日舉行之股東週年大會。譚博士已安排另一名董事會成員及薪酬委員會委員在股東週年大會上回答提問。

Under the first sentence of the code provision E.1.2 of the Code, the chairman of the board should attend the annual general meeting and arrange for the chairmen of the audit, remuneration and nomination committees (as appropriate) or in the absence of the chairman of such committees, another member of the committee or failing this his duly appointed delegate, to be available to answer questions at the annual general meeting. Dr. Tam Wai Ho, Samson JP, the chairman of the Board and the chairman of the Remuneration Committee, was unable to attend the annual general meeting of the Company held on 29th September, 2006 due to other business engagement. Dr. Tam has arranged the other members of the Board and Remuneration Committee to attend the annual general meeting and to be available to answer questions at the annual general meeting.

企業管治報告書(續) Corporate Governance Report (Cont'd)

董事之證券交易

本公司已採納上市規則附錄10所載有關董事進行證券交易之標準守則(「標準守則」)作為其有關董事進行證券交易之行為守則。經向所有董事作出特定查詢後，於截至二零零七年三月三十一日止財政年度內所有董事已遵守標準守則之要求。

董事會

本公司董事會現時由十一名董事組成，包括七名執行董事譚偉豪博士太平紳士(主席)、譚偉棠先生(董事總經理)、譚梅嘉慧女士、大谷和廣先生、李冠雄先生、霍定洋博士及陸翠容女士；一名非執行董事羅志聰先生；及三名獨立非執行董事容永祺先生榮譽勳章、何國成先生及王幹文先生。基於陸翠容女士之相關技能、知識、經驗及其對本集團於過往之貢獻，陸女士於二零零七年六月七日獲本公司董事會委任為執行董事。除上文披露外，於截至二零零七年三月三十一日止財政年度內，董事會的組成並無任何變動。

Directors' Securities Transactions

The Company has adopted the Model Code for Securities Transactions by Directors set out in Appendix 10 to the Listing Rules (the "Model Code") as its code of conduct regarding securities transactions by the Directors. Having made specific enquiry of all Directors, all Directors have complied with the required standard set out in the Model Code throughout the financial year ended 31st March, 2007.

The Board

Currently, the Board of the Company comprises eleven Directors, including seven executive Directors, namely Dr. Tam Wai Ho, Samson JP (Chairman), Mr. Tam Wai Tong, Thomas (Managing Director), Mrs. Tam Mui Ka Wai, Vivian, Mr. Kazuhiro Otani, Mr. Lee Koon Hung, Dr. Fok Ting Yeung, James and Ms. Luk Chui Yung, Judith; one non-executive Director namely Mr. Lo Chi Chung, William; and three independent non-executive Directors, namely Mr. Yung Wing Ki, Samuel MH, Mr. Ho Kwok Shing, Harris and Mr. Wong Kon Man, Jason. After taking into account of the relevant experience, skill and knowledge of Ms. Luk Chui Yung, Judith as well as the contribution of Ms. Luk to the Group in the past few years, Ms. Luk was appointed by the Board as an executive director of the Company on 7th June, 2007. Save as disclosed herein, during the financial year ended 31st March, 2007, there has been no change as to the composition of the Board.

企業管治報告書(續) Corporate Governance Report (Cont'd)

董事會(續)

董事會定期舉行會議，每年最少召開四次會議，大約每季一次。召開董事會定期會議通告均於會議前至少十四天發出予所有董事，以讓所有董事有機會騰空出席。會議的議程及相關文件至少在會議日期三天前送出以讓所有董事有機會將討論事項納入董事會定期會議議程。董事會會議記錄之初稿均於確定前之合理時段內發送全體董事，供董事表達意見。會議上董事所考慮事項及達致的決定已足夠詳細地記錄於會議記錄內。

於截至二零零七年三月三十一日止財政年度內，董事會已舉行四次會議，各董事個別之出席率如下：

The Board (Continued)

The Board meets regularly and board meetings are held at least four times a year at approximately quarterly intervals. Notices of regular board meetings are served to all Directors at least fourteen days before the meetings to ensure that all Directors are given the opportunity to attend. Agenda and accompanying board papers are sent out to all Directors at least three days in advance to ensure that all Directors are given the opportunity to include matters in the agenda for regular board meetings. Draft minutes of board meetings are circulated to all Directors for comment within a reasonable time prior to confirmation. Minutes are recorded in sufficient detail the matters considered by the Board and decisions reached.

During the financial year ended 31st March, 2007, four board meetings were held and the individual attendance of each Director is set out below:

		出席會議次數 Number of meetings attended
執行董事		
譚偉豪 太平紳士 (主席)	Tam Wai Ho, Samson JP (Chairman)	3/4
譚偉棠 (董事總經理)	Tam Wai Tong, Thomas (Managing Director)	4/4
譚梅嘉慧	Tam Mui Ka Wai, Vivian	4/4
大谷和廣	Kazuhiro Otani	2/4
李冠雄	Lee Koon Hung	3/4
霍定洋	Fok Ting Yeung, James	4/4
陸翠容*	Luk Chui Yung, Judith*	不適用 N/A
非執行董事		
羅志聰	Lo Chi Chung, William	2/4
獨立非執行董事		
容永祺 榮譽勳章	Yung Wing Ki, Samuel MH	2/4
何國成	Ho Kwok Shing, Harris	3/4
王幹文	Wong Kon Man, Jason	4/4

* 於二零零七年六月七月獲委任。
Appointed on 7th June, 2007.

企業管治報告書(續) Corporate Governance Report (Cont'd)

董事會(續)

董事會負責制定本集團之整體策略及政策、檢討及監察本集團之財務表現，包括編製及批准財務報表及監管管理層之日常營運工作。管理層獲授權以處理日常業務運作及行政事宜。

按上市規則第3.10(1)及(2)條之規定，本公司已委任足夠數目的獨立非執行董事，以及其中一名具備適當會計或有關財務管理專長的獨立非執行董事。董事會已收到各獨立非執行董事根據上市規則第3.13條就其獨立性而作出的年度確認函。

譚偉豪博士太平紳士與譚偉棠先生之關係為兄弟。譚偉豪博士太平紳士與譚梅嘉慧女士之關係為夫婦。李冠雄先生與陸翠容女士之關係為夫婦。除此披露外，董事會成員之間並無存在包括財務、業務、家屬或其他重大／相關的關係。

本公司已成立五個委員會，包括薪酬委員會、審核委員會、企業風險管理委員會、執行管理委員會及優先認股權委員會。董事會已轉授權力予各委員會以協助董事會履行其職務及監控本集團特定範疇之事務。請參閱下列各委員會的職責及功能之詳情。

The Board (Continued)

The Board is responsible for formulating the overall strategies and policies of the Group, reviewing and monitoring its financial performance, including preparing and approving financial statements and overseeing operational matters of the management. Daily business operations and administration functions are delegated to the management.

Pursuant to Rules 3.10 (1) and (2) of the Listing Rules, sufficient number of independent non-executive Directors have been appointed with one of them has appropriate accounting or related financial management expertise. The Board has received annual confirmation of independence from the independent non-executive Directors as required under Rule 3.13 of the Listing Rules.

The relationship between Dr. Tam Wai Ho, Samson JP and Mr. Tam Wai Tong, Thomas is brothers. Mrs. Tam Mui Ka Wai, Vivian is the wife of Dr. Tam Wai Ho, Samson JP. The relationship between Mr. Lee Koon Hung and Ms. Luk Chui Yung, Judith is husband and wife. Save for these relationships, there are no other financial, business, family or other material/relevant relationships among members of the Board.

Currently, the Company has set up five committees including Remuneration Committee, Audit Committee, Risk Management Committee, Executive Management Committee and Share Option Committee. Each committee is delegated with various responsibilities by the Board in assisting the Board in the discharge of its duties and to administer particular aspects of the Group's activities. Details of the role and function of each committee are summarized below.

企業管治報告書(續) Corporate Governance Report (Cont'd)

主席及行政總裁

本公司之主席及董事總經理分別為譚偉豪博士太平紳士及譚偉棠先生。主席及董事總經理的角色已明確分開以及並非由同一名人士出任。主席主要負責管理董事會，董事總經理主要負責管理本公司之業務。另外，主席專責本集團之整體規劃及財務管理，董事總經理則專責本集團產品之整體市場推廣及營銷策略。

Chairman and Chief Executive Officer

The Chairman and the Managing Director are Dr. Tam Wai Ho, Samson JP and Mr. Tam Wai Tong, Thomas respectively. The roles of the Chairman and the Managing Director are clearly segregated and are not exercised by the same individual. The Chairman's principal responsibility is to manage the Board and the Managing Director's principal responsibility is to manage the Company's business. In particular, the Chairman is responsible for the Group's corporate planning and financial management whereas the Managing Director is responsible for the overall marketing and sales strategies of the Group's products.

非執行董事

各非執行董事之委任為有指定任期，惟該任期須根據本公司之公司細則輪值退任及重選。

Non-Executive Director

The term of appointment of each of the non-executive Directors are fixed for a specific term, and shall be subject to retirement by rotation and re-election in accordance with the Company's Bye-laws.

薪酬委員會

薪酬委員會於一九九六年成立。本公司已根據守則之守則條文B.1.3採納薪酬委員會的職權範圍。薪酬委員會成員包括執行董事譚偉豪博士太平紳士(薪酬委員會主席)及兩名獨立非執行董事何國成先生及王幹文先生。

Remuneration Committee

The Remuneration Committee was established in 1996. The Company has adopted terms of reference in compliance with code provision B.1.3 of the Code. The Remuneration Committee comprises an executive Director, namely Dr. Tam Wai Ho, Samson JP (Chairman of the Remuneration Committee) and two independent non-executive Directors, namely Mr. Ho Kwok Shing, Harris and Mr. Wong Kon Man, Jason.

企業管治報告書(續) Corporate Governance Report (Cont'd)

薪酬委員會(續)

薪酬委員會專責向董事會提出關於本公司薪酬制度及釐定本公司董事及高級行政人員薪酬的建議。薪酬委員會每年最少舉行一次會議以檢討本公司執行董事及高級行政人員之薪酬及評估執行董事之表現。在釐定及批准本公司董事及高級行政人員之薪酬時，薪酬委員會將考慮各方面因素包括市場競爭力、個人表現及本公司與其業務單位之盈利能力等。

於截至二零零七年三月三十一日止財政年度內，薪酬委員會已舉行兩次會議，以調整本公司執行董事及高級行政人員之薪酬待遇、批准花紅發放及授出優先認股權事宜，批准非執行董事及獨立非執行董事之酬金。各成員之出席率如下：

譚偉豪 太平紳士
何國成
王幹文

Tam Wai Ho, Samson JP
Ho Kwok Shing, Harris
Wong Kon Man, Jason

Remuneration Committee (Continued)

The Remuneration Committee is responsible for making recommendations to the Board on the Company's policy and structure in relation to remuneration of Directors and senior management of the Company. It schedules to meet at least once a year for reviewing the remuneration of the executive Directors and senior management of the Company and assessing performance of executive Directors. In determining and approving the remuneration of Directors and senior management of the Company, the Remuneration Committee shall consider factors such as market competitiveness, individual performance and achievement and company and divisional profitability.

The Remuneration Committee has held two meetings during the financial year ended 31st March, 2007 for revising the salary package for executive Directors and senior management of the Company, approving the payment of result bonus for and grant of share options to executive Directors and senior management of the Company, and approving the annual remuneration of non-executive director and independent non-executive directors of the Company. The attendance of each member is set out below:

出席會議次數 Number of meetings attended

2/2
2/2
2/2

企業管治報告書(續) Corporate Governance Report (Cont'd)

審核委員會

審核委員會於一九九九年成立。本公司已根據守則之守則條文C.3.3採納審核委員會的職權範圍。審核委員會成員包括三名獨立非執行董事容永祺先生榮譽勳章(審核委員會主席)、何國成先生及王幹文先生及非執行董事羅志聰先生。

審核委員會之主要職責包括提供獨立和專業的財務匯報意見並評估內部監控之有效性及外部與內部審核之足夠性。

於截至二零零七年三月三十一日止財政年度內，審核委員會已舉行四次會議，以審閱本集團所採納的會計原則及政策，檢討並評估內部監控系統、風險管理及財務匯報事宜，並盡力確保本集團遵守所有適用法例和規則。各成員之出席率如下：

容永祺榮譽勳章
何國成
王幹文
羅志聰

Yung Wing Ki, Samuel MH
Ho Kwok Shing, Harris
Wong Kon Man, Jason
Lo Chi Chung, William

審核委員會主席於每次會議後，均會於董事會會議上向各董事匯報各項討論過的重要事項，並向董事會呈交報告。為協助審核委員會履行其職責，「改善工作流程及內部審計小組」於二零零二年成立，為前線部門提供改善工作流程的意見及進行內部審計，直接向審核委員會定期提交報告。

Audit committee

The Audit Committee was established in 1999. The Company has adopted terms of reference in compliance with code provision C.3.3 of the Code. The Audit Committee comprises three independent non-executive Directors, namely Mr. Yung Wing Ki, Samuel MH (Chairman of the Audit Committee), Mr. Ho Kwok Shing, Harris and Mr. Wong Kon Man, Jason and a non-executive Director, Mr. Lo Chi Chung, William.

The principal responsibilities of the Audit Committee include providing an independent and professional advice on financial reporting, and evaluating the effectiveness of internal control and the sufficiency of external and internal audits.

During the financial year ended 31st March, 2007, the Audit Committee has held four meetings to review the accounting principles and practices adopted, discuss and evaluate internal control procedures, risk management and financial reporting matters. It also ensures that the Group complies with all applicable laws and regulations. The attendance of each member is as follows:

出席會議次數 Number of meetings attended

3/4
4/4
4/4
4/4

After each Audit Committee meeting, the Chairman of the Audit Committee will present a report to the Board which highlights any significant issues discussed in the meeting for the Board's information and consideration. To assist the Audit Committee to carry out its duties, the Process Improvement and Internal Audit Sub-committee was formed in 2002 to provide support to frontline functions in improving business operations and performing internal audit. Internal audit reports will be directly sent to the Audit Committee periodically.

企業管治報告書(續) Corporate Governance Report (Cont'd)

企業風險管理委員會

企業風險管理委員會於二零零一年成立，為協助董事核查及評估各種業務運作上的風險，並制定策略及實施風險管理制度以預防及管理市場及營運風險。

執行管理委員會

執行管理委員會於二零零五年成立，訂有書面職權範圍，由董事會授權以日常管理委員會形式運作。現時執行管理委員會成員包括七名執行董事譚偉豪博士太平紳士(執行管理委員會主席)、譚偉棠先生、譚梅嘉慧女士、大谷和廣先生、李冠雄先生及霍定洋博士及陸翠容女士(於二零零七年六月七日獲委任)。

優先認股權委員會

優先認股權委員會於一九九六年成立，訂有書面職權範圍，依據本公司優先認股權計劃處理關於授予優先認股權之事宜。本公司向其董事或彼之聯繫人士授予優先認股權時，需要得到本公司之獨立非執行董事的批准。優先認股權委員會成員包括兩名執行董事譚梅嘉慧女士(優先認股權委員會主席)及李冠雄先生。

核數師酬金

年內，本公司核數師提供核數服務及非核數服務所得之總酬金分別為1,550,000港元及100,000港元。

Risk Management Committee

The Risk Management Committee was established in 2001 to help Directors identify and assess business risks. Corresponding strategies are formulated and risk management system is implemented to prevent and manage market and operational risks.

Executive Management Committee

The Executive Management Committee was established in 2005 with written terms of reference to operate as a general management committee under the authority of the Board. Currently, the Executive Management Committee comprises seven executive Directors, namely Dr. Tam Wai Ho, Samson JP (Chairman of the Executive Management Committee), Mr. Tam Wai Tong, Thomas, Mrs. Tam Mui Ka Wai, Vivian, Mr. Kazuhiro Otani, Mr. Lee Koon Hung and Dr. Fok Ting Yeung, James and Ms. Luk Chui Yung, Judith (appointed on 7th June, 2007).

Share Option Committee

The Share Option Committee was established in 1996 with written terms of reference to deal with issues regarding any grant of share options under the Company's share option scheme. In any case, the grant of the Company's share options to any Director or his associates requires the approval of the Company's independent non-executive Directors. The Share Option Committee comprises two executive Directors, Mrs. Tam Mui Ka Wai, Vivian (Chairman of the Share Option Committee) and Mr. Lee Koon Hung.

Auditors' Remuneration

For the year under review, the total remuneration in respect of audit services and non-audit services provided by the Company's auditors are HK\$1,550,000 and HK\$100,000 respectively.

企業管治報告書(續) Corporate Governance Report (Cont'd)

董事就編製財務報表作出之責任

董事承獨立認須負責編製真實與公平之財務報表。本公司核數師對財務報表之責任聲明載列於本週年報告第46頁之核數師報告內。

Directors' Responsibilities for Preparation of the Financial Statements

The Directors acknowledge their responsibilities for preparing the Company's financial statements which give a true and fair view. The statement of the auditors of the Company about their reporting responsibilities on the financial statements is set out in "Independent Auditors' Report" on page 46 of the annual report.

內部監控

董事會全權負責維持本集團的內部監控。內部監控系統是為管理及消除未能履行經營目標之風險，並確保無重大錯誤陳述或損失，及提供合理但並不絕對之保證。

Internal Controls

The Board has overall responsibilities for internal control of the Group. The system of internal control is designed to manage and eliminate the risk of failure to achieve business objectives and can only provide reasonable but not absolute assurance against material misstatement or loss.

「改善工作流程及內部審計小組」於二零零二年成立，為前線部門提供改善工作流程的意見及進行內部審計，並直接向審核委員會定期提交報告。一份有關流程改善及內部審計範圍及工作程序、審計人員操守及權限的全面政策及準則已於二零零六年九月頒布。於每次審核委員會會議後，審核委員會主席均會於董事會會議上向各董事匯報各項討論過的重要事項，以供董事會考慮。

The Process Improvement and Internal Audit Subcommittee was formed in 2002 to provide support to frontline functions in improving business operations and performing internal audit. A comprehensive policy and standard governing the process improvement and internal audit scope and workflow, authority and integrity of the audit staff, was promulgated in September 2006. Internal audit reports will be directly sent to the Audit Committee periodically. After each Audit Committee meeting, the Chairman of the Audit Committee will address the significant internal audit findings for the Board's information and consideration.

董事會已對本公司及其附屬公司的內部監控系統之有效性進行檢討，內部監控系統涵蓋風險管理功能及本公司重要監控範圍(包括財務、營運及合規之監控)。董事會認為內部監控系統有效而充足。

The Board has conducted review of the effectiveness of the system of internal control of the Company and its subsidiaries which cover the review of risk management functions, the Company's material controls including financial, operational and compliance controls. The Board considered the internal control system effective and adequate.

企業管治報告書(續) Corporate Governance Report (Cont'd)

投資者關係

本集團一向重視與投資者溝通，並致力增強與投資者之關係，利用定期會議、發佈會、集團網頁內刊載之新聞稿及公佈、參觀廠房及與投資者作電郵通訊等各種方法，以確保能全面並及時的披露相關的公司資料，增加本集團對投資界的透明度。

Investor Relations

The Group always places emphasis on communicating with investors and is committed to enhancing investor relationship by increasing its transparency to the investor community. Measures to keep investors informed of the Group's latest developments comprehensively and timely include regular meetings, presentations, posting of press release and announcements on the Group's website, visits to the manufacturing plant and e-mail news updates.

董事及高級管理人員簡介

Directors and Senior Management Profiles

執行董事

譚偉豪 博士太平紳士，現年43歲，為本公司之主席兼本集團創辦人之一。彼專責本集團之整體規劃及財務管理。自一九九六年十一月起出任本公司薪酬委員會。彼畢業於香港中文大學，獲理學士學位，後於香港理工大學進修，獲哲學博士學位。彼於一九九二年九月獲香港工業總會頒贈「香港青年工業家獎」，並於一九九七年十一月獲選為「香港十大傑出青年」。現時為香港電子業總會主席、香港生產力促進局副主席、策略發展委員會委員、香港工業總會珠三角工業協會副主席及香港／歐盟經濟合作委員會委員。彼為本公司董事總經理譚偉棠先生之弟及本公司執行董事譚梅嘉慧女士之丈夫。

譚偉棠 先生，現年45歲，為本公司之董事總經理兼本集團創辦人之一。彼專責本集團產品之整體市場推廣及營銷策略。彼持有香港理工大學電子工程文憑，在電子零部件及消費電子產品之市場推廣方面已積累逾二十二年經驗。彼於二零零一年八月獲頒贈「資本傑出科技及金融企業成就獎」之「尖端科技拓展成就獎」。彼為本公司主席譚偉豪博士太平紳士之兄長及本公司執行董事譚梅嘉慧女士之夫兄。

Executive Directors

Dr. TAM Wai Ho, Samson JP, aged 43, is the Chairman of the Company and one of the founders of the Group. He is responsible for the Group's corporate planning and financial management. He has been one of the members of the Remuneration Committee of the Company since November 1996. He graduated from the Chinese University of Hong Kong with a Bachelor's degree in Science and later was awarded the degree of Doctor of Philosophy from the Hong Kong Polytechnic University. He received "The Young Industrialist Award of Hong Kong" awarded by the Federation of Hong Kong Industries in September 1992 and was awarded as one of the "Ten Outstanding Young Persons" in November 1997. He is the Chairman of Hong Kong Electronics Industry Council, the Deputy Chairman of the Hong Kong Productivity Council, a member of the Commission on Strategic Development, the Vice Chairman of PRD Council of the Federation of Hong Kong Industries and a member of The Hong Kong — European Union Business Co-operation Committee. He is the younger brother of Mr. Tam Wai Tong, Thomas, the Managing Director of the Company and the husband of Mrs. Tam Mui Ka Wai, Vivian, an Executive Director of the Company.

Mr. TAM Wai Tong, Thomas, aged 45, is the Managing Director of the Company and one of the founders of the Group. He is responsible for the overall marketing and sales strategies of the Group's products. He has a Diploma in Electronic Engineering from the Hong Kong Polytechnic University. He has over twenty-two years of experience in marketing electronic components and consumer electronic products. He received "Advanced Technology Development Award" of "Capital Magazine's Outstanding Information Technology and Financial Enterprise Awards" in August 2001. He is the elder brother of Dr. Tam Wai Ho, Samson JP, the Chairman of the Company and the brother-in-law of Mrs. Tam Mui Ka Wai, Vivian, an Executive Director of the Company.

董事及高級管理人員簡介(續)

Directors and Senior Management Profiles (Cont'd)

執行董事(續)

譚梅嘉慧女士，現年39歲，為本公司之執行董事。彼於一九九二年二月加入本集團，專責本集團人事管理、行政事務及電子出版。彼自一九九六年十一月起出任本公司優先認股權委員會。彼持有香港大學頒發之文學士學位及英國李斯特大學頒發之培訓及人力資源管理碩士學位，在管理及行政方面已積累逾十七年經驗。彼為本公司主席譚偉豪博士太平紳士之太太及本公司董事總經理譚偉棠先生之弟媳。

大谷和廣先生，現年46歲，於一九九七年四月加入本公司為執行董事。彼在本集團之策略性產品業務專責原件設備生產、原件設計生產，以及業務企劃，並負責集團之採購策劃。彼持有日本的關西外國語大學頒發之外語學科文學士學位。於加入本集團前，彼在一日本電子公司工作達十四年。其中自一九八七年起，彼服務於該日本公司之香港辦事處，專責電子零部件市場推廣及營銷達十年之久。

李冠雄先生，現年44歲，於一九八八年加入本公司，並於一九九八年四月獲委任為本集團之執行董事，專責本集團之個人通訊產品業務。彼自二零零三年四月起出任本公司優先認股權委員會。彼畢業於香港理工大學電子工程系，並持有亞洲國際公開大學電腦學士學位及英國華威大學工程商業管理理學碩士學位。彼在電子產品開發方面，具有二十三年之經驗。彼為本公司執行董事陸翠容女士之丈夫。

Executive Directors (Continued)

Mrs. TAM Mui Ka Wai, Vivian, aged 39, is an Executive Director of the Company. She joined the Group in February 1992 and is responsible for human resources management, administrative matters and electronic publishing of the Group. She has been one of the members of the Share Option Committee of the Company since November 1996. She has obtained a Bachelor's degree in Arts from the University of Hong Kong and a Master's degree in Training and Human Resource Management from the University of Leicester, United Kingdom, and has over seventeen years of experience in management and administration. Mrs. Tam is the wife of Dr. Tam Wai Ho, Samson JP, the Chairman of the Company and the sister-in-law of Mr. Tam Wai Tong, the Managing Director of the Company.

Mr. Kazuhiro OTANI, aged 46, joined the Company as Executive Director in April 1997. He is responsible for OEM/ODM business in the Strategic Product Division, corporate business planning and corporate sourcing strategy of the Group. He graduated from the Kansai University of Foreign Studies in Osaka, Japan with a Bachelor of Arts in Foreign Languages, and has been working for a Japanese electronics company for fourteen years before he joined the Group. He has spent the latter ten years in the Hong Kong office of this Japanese company since 1987, being responsible for sales and marketing of electronic components such as IC, LCD, etc.

Mr. LEE Koon Hung, aged 44, joined the Group in 1988 and was appointed as Executive Director of the Company in April 1998. He is responsible for the personal communication products business of the Group. He has been one of the members of the Share Option Committee of the Company since April 2003. He graduated from the Hong Kong Polytechnic University with Higher Certificate in Electronic Engineering and obtained a Bachelor's degree in Computer Science from Asia International Open University and a Master of Science's degree in Engineering Business Management from the University of Warwick, United Kingdom. He has twenty-three years of experience in product development. He is the husband of Ms. Luk Chui Yung, Judith, an Executive Director of the Company.

董事及高級管理人員簡介(續)

Directors and Senior Management Profiles (Cont'd)

執行董事(續)

霍定洋博士，現年58歲，於一九九九年四月加入本公司為執行董事，負責本集團之策略性營運管理。彼持有香港大學頒發之工程理學士學位及哲學碩士學位，並持有英國倫敦大學頒發之哲學博士學位。彼在學術研究、工業研究、生產管理、產品開發及策略性業務發展多方面積累三十七年經驗。在加入本集團前，彼在香港生產力促進局服務達十三年之久，曾任電子服務部經理、設計及自動化科副總裁及其後擔任高級副總裁。彼現為香港中文大學之電子工程系諮詢委員會委員及製造業創匯商會理事會董。

陸翠容女士，現年40歲，於一九八九年加入本集團，並於二零零七年六月獲委任為本公司之執行董事，專責本集團之電子辭典業務。彼畢業於香港城市大學，獲商業管理高級文憑，在消費電子產品之市場推廣及銷售方面已積累十八年經驗。彼為本公司執行董事李冠雄先生之太太。

非執行董事

羅志聰先生，現年47歲，為本公司之非執行董事。彼自二零零三年四月起出任本公司審核委員會。彼畢業於香港理工大學，為香港會計師公會及英國特許公認會計師公會之資深會員。彼亦持有英國華威大學頒發之工商管理碩士學位。彼於一九九三年七月加入本集團，之前曾任職於多間主要國際企業包括IBM及西門子。彼於一九九六年十一月獲委任為本公司之執行董事，其後於二零零三年四月辭去以上職務，但保留本公司非執行董事一職。彼現為維他奶國際集團有限公司之集團高級總監(財務及行政)。

Executive Directors (Continued)

Dr. FOK Ting Yeung, James, aged 58, joined the Company as Executive Director in April 1999. He is responsible for the Group's strategic operations. He holds a Bachelor of Science in Engineering and a Master of Philosophy from the University of Hong Kong, and a Doctor of Philosophy Degree from the University of London. He has thirty-seven years of experience in many areas, including academic research, industrial research, production management, product development, consulting and strategic business development. Before joining the Group, he served Hong Kong Productivity Council for thirteen years as Divisional Manager of Electronics Services Division, Branch Director of Design and Automation Branch and finally as Deputy Executive Director. He is a member of the Advisory Committee on Electronic Engineering of the Chinese University of Hong Kong and the Executive Committee of Manufacturing Enterprise Integration and Innovation Association.

Ms. LUK Chui Yung, Judith, aged 40, joined the Group in 1989 and was appointed as Executive Director of the Company in June 2007. She is responsible for the electronic dictionary business in the Electronic Dictionary Division of the Group. She graduated from the City University of Hong Kong with a Higher Diploma in Business Management. She has eighteen years of experience in marketing & sales of consumer electronic products. She is the wife of Mr. Lee Koon Hung, an Executive Director of the Company.

Non-Executive Director

Mr. LO Chi Chung, William, aged 47, is a Non-executive Director of the Company. He has been one of the members of the Audit Committee of the Company since April 2003. He graduated from the Hong Kong Polytechnic University and is a fellow member of both the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants. He also holds a Master of Business Administration degree from the University of Warwick, United Kingdom. Prior to joining the Group in July 1993, Mr. Lo has worked for several major international corporations including IBM and Siemens. He was appointed as an Executive Director of the Company in November 1996 and resigned with effect from April 2003 but remains as a Non-executive Director of the Company. He is currently Group Senior Director — Finance and Administration of Vitasoy International Holdings Limited.

董事及高級管理人員簡介(續) Directors and Senior Management Profiles (Cont'd)

獨立非執行董事

容永祺先生榮譽勳章，現年49歲，認可財務策劃師CFPCM，認證財務顧問師RFC，特許財務策劃師FChFP，為美國友邦保險(百慕達)有限公司資深區域總監。彼亦為國際認證財務顧問師協會之港澳區主席。彼於香港科技大學進修，獲高級管理人員國際工商管理碩士。彼於一九九五年一月加入本公司為獨立非執行董事，並自一九九九年三月起出任審核委員會。在保險業方面積累逾二十五年經驗，於一九九四年十一月獲選為「香港十大傑出青年」。彼曾為傑出青年協會主席(二零零零至二零零二年度)、香港人壽保險從業員協會會長(一九九一年度)、香港人壽保險經理協會會長(一九九五至一九九六年度)、亞太區人壽保險從業員總會聯席主席(一九九六至一九九七年度)及國際人壽保險經理協會國際委員會主席(一九九七至一九九九年度)。彼現為葵青區議會議員及香港董事學會理事兼獨立非執行董事委員會聯合召集人，並為多個社會服務團體及政府委員會的主席或委員。

何國成先生，現年47歲，為G2B Company Limited之董事。彼於一九九五年一月加入本公司為獨立非執行董事。彼自一九九六年十一月及一九九九年三月起分別出任本公司薪酬委員會及審核委員會。彼持有樹仁大學傳播學系文憑及香港理工大學工商管理碩士學位。彼在推廣消費電子產品方面積累逾二十四年經驗。

Independent Non-executive Directors

Mr. YUNG Wing Ki, Samuel MH, aged 49, Certified Financial PlannerCM, Registered Financial Consultant, Chartered Financial Practitioner, is a Senior District Director of American International Assurance Company (Bermuda) Limited. He is also the Hong Kong and Macau Chair of International Association of Registered Financial Consultants. He was awarded the International EMBA from the Hong Kong University of Science and Technology. He joined the Company as Independent Non-executive Director in January 1995 and has been one of the members of the Audit Committee since March 1999. He has over twenty-five years of experience in insurance and received "The Ten Outstanding Young Persons Award" in November 1994. He was the Chairman of The Outstanding Young Persons' Association (2000-2002), the President of The Life Underwriter Association Hong Kong (1991), the President of the General Agents and Managers Association of Hong Kong (1995-1996), the Co-Chairman of the Asia Pacific Life Insurance Council (1996-1997) and the International Committee Chairman of GAMA International (1997-1999). He is a Council Member of Kwai Tsing District Council. He is a Council Member and a Co-Convenor of Independent Non-executive Directors Committee of The Hong Kong Institute of Directors. He also sits in a number of non-governmental organizations and Government committees as either chairman or committee member.

Mr. HO Kwok Shing, Harris, aged 47, is the director of G2B Company Limited. He joined the Company as an Independent Non-executive Director in January 1995. He has been the member of the Remuneration Committee and the Audit Committee of the Company since November 1996 and March 1999 respectively. He has obtained a Diploma in Journalism from the Shue Yan University and a Master's degree in Business Administration from the Hong Kong Polytechnic University. He has over twenty-four years of experience in marketing consumer electronic products.

董事及高級管理人員簡介(續) Directors and Senior Management Profiles (Cont'd)

獨立非執行董事(續)

王幹文先生，現年43歲，於二零零四年九月加入本公司為獨立非執行董事及審核委員會成員，彼自二零零五年一月起出任本公司薪酬委員會。彼畢業於美國夏威夷洲立大學，並獲得工商管理學士學位主修會計學。彼為香港會計師公會及美國會計師公會會員，擁有超過十二年會計及核數經驗。王先生現為富財資本集團有限公司董事總經理。

Independent Non-executive Directors (Continued)

Mr. WONG Kon Man, Jason, aged 43, joined the Company as an Independent Non-executive Director and a member of the Audit Committee in September 2004. He has been a member of the Remuneration Committee of the Company since January 2005. He graduated from The University of Hawaii with a Bachelor's degree in Business Administration majoring in Accounting. He is a member of the Hong Kong Institute of Certified Public Accountants and the American Institute of Certified Public Accountants and has over twelve years of experience in accounting and auditing. At present, Mr. Wong is the Managing Director of Fortune Capital Group Limited.

高級管理人員

辻正勝先生，現年69歲，彼為本集團之生產部副董事總經理。彼在電子產品生產行業已積累多方面的經驗，其中包括生產個人電腦及個人數碼助理等。彼於一九九九年七月加入本集團，在加入本集團前，彼在一著名日本電子公司擔任高級管理人員達三十八年之久，並有多年在海外地區包括美國，韓國以及其他東南亞國家工作之經驗。

Senior Management

Mr. Masakatsu TSUJI, aged 69, is the Deputy Managing Director — Manufacturing of the Group. He has extensive experience in manufacturing of electronic products such as personal computers and personal digital assistants. Prior to joining the Group in July 1999, he worked for a famous Japanese electronics company as a senior management staff for thirty-eight years and has considerable overseas working experience in United States, Korea and other Southeast Asian countries.

李志洪先生，現年49歲，為本集團一附屬公司—權智掌上電腦有限公司及權智移動科技有限公司市場推廣及業務發展執行董事。彼持有東亞大學頒發之工商管理碩士學位。於二零零三年十二月加入本集團前，在推廣及製造消費電子產品方面已積累超過二十年經驗。

Mr. LI Chi Hung, Francis, aged 49, is the Executive Director, Marketing and Business Development of Group Sense PDA Limited and Group Sense Mobile-Tech Limited, subsidiaries of the Group. He holds a Master's degree in Business Administration from University of East Asia. Prior to joining the Group in December 2003, he has more than twenty years of experience in marketing and manufacturing of consumer electronic products.

董事及高級管理人員簡介(續) Directors and Senior Management Profiles (Cont'd)

高級管理人員(續)

陳浩斌先生，現年46歲，是本集團之策略性產品業務總經理。彼畢業於英國伯明翰大學，獲電子計算機科學學士學位。彼在電子及電腦產品方面已積累逾二十一年經驗。彼於一九九三年加入本集團。

Senior Management (Continued)

Mr. CHAN Ho Bun, Steve, aged 46, is the General Manager of the Group's Strategic Product Division. He graduated from University of Birmingham, United Kingdom with a Bachelor of Science in Computer Science. He has over twenty-one years of experience in the field of electronics and computer products. He joined the Group in 1993.

董事會報告書

Report of the Directors

董事會呈報截至二零零七年三月三十一日止年度之週年報告及經審核綜合財務報表。

主要業務

本公司為投資控股公司，其主要聯營公司及附屬公司之主要業務分別載列於綜合財務報表附註17及18。

業績及盈利分配

本集團截至二零零七年三月三十一日止年度之業績載列於第48頁之綜合損益表。

每股普通股2.0港仙之中期股息共23,952,000港元已於本年內派發予股東。董事會建議派發末期股息每股普通股2.5港仙，共約29,940,000港元予名列於二零零七年八月二十三日(星期四)之股東名冊上之股東，而本集團於二零零七年三月三十一日止之保留溢利為約95,043,000港元。

主要客戶及供應商

截至二零零七年三月三十一日止年度：

- (i) 本集團之最大及前五大客戶分別佔本集團之總收入約34%及79%。
- (ii) 本集團之最大及前五大供應商分別佔本集團之總採購額約10%及33%(並不包括資本性質之採購項目)。

據董事會了解，本公司之董事、其聯繫人士及任何擁有超過本公司5%股本之股東並無持有前五大客戶及前五大供應商之任何權益。

The directors present their annual report and the audited consolidated financial statements for the year ended 31st March, 2007.

Principal activities

The Company acts as an investment holding company. The activities of its principal associates and subsidiaries are set out in notes 17 and 18 respectively to the consolidated financial statements.

Results and appropriations

The results of the Group for the year ended 31st March, 2007 are set out in the consolidated income statement on page 48.

An interim dividend of HK2.0 cents per ordinary share amounting to HK\$23,952,000 was paid to the shareholders during the year. The directors now recommend the payment of a final dividend of HK2.5 cents per ordinary share to the shareholders on the register of members on Thursday, 23rd August, 2007, amounting to approximately HK\$29,940,000, and the retention of the remaining profit of the Group as at 31st March, 2007 of HK\$95,043,000.

Major customers and suppliers

For the year ended 31st March, 2007:

- (i) The Group's largest customer and five largest customers accounted for approximately 34% and 79%, respectively of the Group's total revenue.
- (ii) The Group's largest supplier and five largest suppliers accounted for approximately 10% and 33%, respectively, of the Group's total purchases (not including purchases of items which are of capital nature).

According to the understanding of the directors, none of the directors, their associates or any shareholders who owned more than 5% of the Company's share capital had any interest in the five largest customers nor the five largest suppliers.

董事會報告書(續) Report of the Directors (Cont'd)

物業、廠房及設備

於本年內，本集團添置之物業裝修、傢具裝置及設備、廠房及機器、工具及工模及汽車分別為約1,000,000港元、2,000,000港元、2,000,000港元、11,000,000港元及1,000,000港元。

該等詳情及本集團於本年內之物業、廠房及設備之其他變動情況載列於本綜合財務報表附註14。

股本

本公司股本之變動詳情載列於綜合財務報表附註30。

儲備

年內本公司及本集團儲備變動詳情分別載列於財務報表附註32及綜合股權變動表中。

可供分派儲備

於二零零七年三月三十一日，本公司之可供分派儲備根據百慕達公司法1981(經修訂)條文計算為70,615,000港元，當中29,940,000港元已建議用作派發本年度之末期股息。此外，本公司股份溢價賬合共409,705,000港元可以以繳足紅股方式派發。

Property, plant and equipment

During the year, the Group acquired leasehold improvement of approximately HK\$1 million, furniture, fixtures and equipment of approximately HK\$2 million, plant and machinery of approximately HK\$2 million, toolings and moulds of approximately HK\$11 million and motor vehicles of approximately HK\$1 million.

Details of these and other movements in the property, plant and equipment of the Group during the year are set out in note 14 to the consolidated financial statements.

Share capital

Details of movements in the share capital of the Company are set out in note 30 to the consolidated financial statements.

Reserves

Details of movements in the reserves of the Company and the Group during the year are set out in note 32 to the financial statements and in the consolidated statement of changes in equity, respectively.

Distributable reserves

At 31 March 2007, the Company's reserves available for distribution, calculated in accordance with the provisions of the Companies Act 1981 of Bermuda (as amended), amounted to HK\$70,615,000, of which HK\$29,940,000 has been proposed as a final dividend for the year. In addition, the Company's share premium account, in the amount of HK\$409,705,000, may be distributed in the form of fully paid bonus shares.

董事會報告書(續) Report of the Directors (Cont'd)

董事及董事服務合約

於本年內及直至本報告書日期，本公司之董事如下：

執行董事：

譚偉豪 太平紳士 (主席)
譚偉棠 (董事總經理)
譚梅嘉慧
大谷和廣
李冠雄
霍定洋
陸翠容 (於二零零七年六月七日獲委任)

非執行董事：

羅志聰

獨立非執行董事：

容永祺 榮譽勳章
何國成
王幹文

根據本公司之公司細則第87條，譚梅嘉慧女士、李冠雄先生容永祺先生榮譽勳章及何國成先生均須退任，彼等各人均合資格並願膺選連任。

根據本公司細則第86(2)條，陸翠容女士於二零零七年六月七日獲董事會新委任為執行董事，亦將會退任，彼合資格並願膺選連任。

所有非執行董事之任期均不多於一年。

於即將舉行之股東週年大會獲建議連任之董事均無訂有任何本集團不可於一年內毋須賠償(法定賠償除外)而終止之服務合約。

Directors and directors' service contracts

The directors of the Company during the year and up to the date of this report were:

Executive directors:

Tam Wai Ho, Samson, JP (Chairman)
Tam Wai Tong, Thomas (Managing Director)
Tam Mui Ka Wai, Vivian
Kazuhiro Otani
Lee Koon Hung
Fok Ting Yeung, James
Luk Chui Yung, Judith (appointed on 7th June, 2007)

Non-executive director:

Lo Chi Chung, William

Independent non-executive directors:

Yung Wing Ki, Samuel, MH
Ho Kwok Shing, Harris
Wong Kon Man, Jason

In accordance with Bye-law 87 of the Company's Bye-laws, Mrs. Tam Mui Ka Wai, Vivian, Mr. Lee Koon Hung, Mr. Yung Wing Ki, Samuel, MH and Mr. Ho Kwok Shing, Harris retire and, being eligible, offer themselves for re-election.

Ms. Luk Chui Yung, Judith, who was newly appointed by the board of Directors on 7th June, 2007, will also retire from office in accordance with Bye-law 86(2) of the Company's Bye-laws and she will, being eligible, offer herself for re-election.

All non-executive directors have been appointed for a term of no more than one year.

None of the directors being proposed for re-election at the forthcoming annual general meeting has a service contract which is not determinable by the Group within one year without payment of compensation, other than statutory compensation.

董事會報告書(續) Report of the Directors (Cont'd)

獨立非執行董事

本公司已收到各獨立非執行董事包括容永祺先生榮譽勳章、何國成先生及王幹文先生根據香港聯合交易所有限公司證券上市規則(「上市規則」)第3.13條就其獨立性而作出的年度確認函，並視有關獨立非執行董事為獨立人士。

Independent non-executive directors

The Company has received from each of its independent non-executive directors, namely Mr. Yung Wing Ki, Samuel, MH, Mr. Ho Kwok Shing, Harris and Mr. Wong Kon Man, Jason, an annual confirmation of their independence pursuant to Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and considers the independent non-executive directors to be independent.

董事擁有之證券權益

於二零零七年三月三十一日，根據證券及期貨條例第352條所述之登記冊所載，或根據上市規則附錄10所載董事進行證券交易之標準守則(「標準守則」)向本公司及香港聯合交易所有限公司所申報，各董事及彼等之聯繫人士所擁有本公司及各聯繫公司(定義見證券及期貨條例第XV部)之股份及相關股份之權益如下：

Directors' interests in securities

At 31st March, 2007, the interests of the Directors and their associates in the shares and underlying shares of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")), as recorded in the register maintained by the Company under Section 352 of the SFO or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited pursuant to the Model Code for Securities Transactions by Directors (the "Model Code"), were as follows:

董事姓名 Name of director	權益性質 Nature of interests	所持普通股股份數目(好倉) Number of ordinary shares held (long position)				總額 Total	佔已發行股本 之百分比 % of issued share capital
		個人權益 Personal interests	家族權益 Family interests	其他權益 Other interests			
譚偉豪太平紳士 Tam Wai Ho, Samson, JP	附註1及2 Notes 1 & 2	26,000,000	—	537,877,118	563,877,118	47.08	
譚偉棠 Tam Wai Tong, Thomas	附註1及2 Notes 1 & 2	29,000,000	—	537,877,118	566,877,118	47.33	
譚梅嘉慧 Tam Mui Ka Wai, Vivian	附註1 Note 1	2,300,000	—	537,877,118	540,177,118	45.10	
大谷和廣 Kazuhiro Otani		2,000,000	—	—	2,000,000	0.17	
李冠雄 Lee Koon Hung		1,676,000	550,000	—	2,226,000	0.19	
羅志聰 Lo Chi Chung, William		2,900,000	—	—	2,900,000	0.25	

董事會報告書(續)

Report of the Directors (Cont'd)

董事擁有之證券權益(續)

附註：

1. 此等537,877,118股股份均以Earmill Holdings Limited之名義登記，該公司由The Samson 1992 Trust及The Thomas 1992 Trust按相同比例最終實益擁有。The Samson 1992 Trust為一項全權代管信託，其全權代管受益人包括譚偉豪博士太平紳士及配偶譚梅嘉慧女士。The Thomas 1992 Trust為一項全權代管信託，其全權代管受益人包括譚偉棠先生及配偶譚吳麗婉女士。譚偉豪博士太平紳士、譚梅嘉慧女士及譚偉棠先生均為Earmill Holdings Limited之董事。

附註：

2. 以上包括由譚偉豪博士太平紳士及譚偉棠先生共同持有的20,000,000股股份。

各董事及彼等聯繫人士擁有本公司之優先認股權權益載列於財務報表附註31。

除上文所披露者外，於二零零七年三月三十一日，各董事或彼等之聯繫人士概無在本公司或各任何聯繫公司(定義見證券及期貨條例)之股份及相關股份中擁有任何權益或淡倉。

優先認股權

有關本公司購股權計劃及購股權估值之披露詳情載列於財務報表附註31。

董事購入股份或債券之權利

除上文所披露者外，本公司或各任何附屬公司於本年內任何時間概無作出任何安排，致令本公司董事可藉購入本公司或其他法人團體之股份或債券而獲益。

Directors' interests in securities (Continued)

Notes:

1. The 537,877,118 shares are registered in the name of Earmill Holdings Limited, a company ultimately beneficially owned by The Samson 1992 Trust and The Thomas 1992 Trust in equal shares. The Samson 1992 Trust is a discretionary trust, the discretionary beneficiaries of which include Dr. Tam Wai Ho, Samson, JP and Mrs. Tam Mui Ka Wai, Vivian (spouse of Mr. Tam Wai Ho, Samson, JP). The Thomas 1992 Trust is a discretionary trust, the discretionary beneficiaries of which include Mr. Tam Wai Tong, Thomas and Mrs. Tam Ng Lai Yuen, Jocelyn (spouse of Mr. Tam Wai Tong, Thomas). Dr. Tam Wai Ho, Samson JP, Mrs. Tam Mui Ka Wai, Vivian and Mr. Tam Wai Tong, Thomas, being Directors, are directors of Earmill Holdings Limited.

Notes:

2. Included above is the 20,000,000 shares which are jointly owned by Dr. Tam Wai Ho, Samson, JP and Mr. Tam Wai Tong, Thomas.

The interests of the Directors and their associates in the share options granted by the Company are set out in note 31 to the financial statements.

Save as disclosed above, at 31st March, 2007, none of the Directors or their associates had any interests or short positions in the shares and underlying shares of the Company or any of its associated corporations as defined in the SFO.

Share options

The detailed disclosures relating to the Company's share option schemes and valuation of options are set out in note 31 to the financial statements.

Directors' rights to acquire shares or debentures

Other than as disclosed above, at no time during the year was the Company or any of its subsidiaries a party to any arrangements to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

董事會報告書(續) Report of the Directors (Cont'd)

董事於合約之重大權益

本公司各董事於本公司或各任何附屬公司於本年度年終結或於本年內任何時間訂立之重要合約中概無直接或間接擁有重大權益。

Directors' interests in contracts of significance

No contracts of significance to which the Company or any of its subsidiaries was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

購買、出售或贖回本公司之上市證券

本公司及其任何附屬公司於截至二零零七年三月三十一日止財政年度內概無購買、出售或贖回本公司任何上市證券。

Purchase, sale or redemption of listed securities

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any listed securities of the Company's listed securities during the financial year ended 31st March, 2007.

主要股東

按遵照證券及期貨條例第336條而設立之主要股東名冊所載，於二零零七年三月三十一日，除上文披露有關若干董事之權益外，下列股東曾知會本公司擁有本公司已發行股本中的權益和淡倉：

Substantial shareholders

At 31st March, 2007, the register of substantial shareholders kept by the Company pursuant to Section 336 of the SFO shows that other than the interests disclosed above in respect of certain directors, the following shareholders had notified the Company of relevant interests and short positions in the issued capital of the Company:

股東名稱 Name of shareholder	所持普通股股份數目(好倉) Number of ordinary shares held (Long Position)	佔已發行股本之百分比 % of issued share capital
Earnmill Holdings Limited	537,877,118 (附註一)(Note 1)	44.91
惠理基金管理公司 Value Partners Limited	95,898,000 (附註二)(Note 2)	8.01
謝清海 Cheah Cheng Hye	95,898,000 (附註二)(Note 2)	8.01

董事會報告書(續) Report of the Directors (Cont'd)

主要股東(續)

附註：

1. 該等股權與上文「董事擁有之證券權益」所披露者相同。
2. 惠理基金管理公司作為投資經理，現時擁有95,898,000股股份。謝清海先生透過在惠理基金管理公司32.77%之權益而被視作擁有該等股份權益。

除上文所披露者外，於二零零七年三月三十一日，概無任何人士曾知會本公司擁有根據證券及期貨條例須向本公司披露的股份或相關股份之權益或淡倉。

優先購買權

本公司之公司細則或百慕達法例並無載有任何優先購買權之規定，要求本公司按比例向現有股東配售新股。

公眾持股量

根據本公司以公開途徑取得的資料及據本公司董事所知，截至二零零七年三月三十一日止年度內，本公司一直維持上市規則所訂明的公眾持股量。

董事進行證券交易之標準守則

本公司已採納上市規則附錄10所載有關董事進行證券交易之標準守則(「標準守則」)，以不遜於標準守則之條款，作為其有關董事進行證券交易之行為守則。經向所有董事作出特定查詢後，於截至二零零七年三月三十一日止財政年度內所有董事已遵守標準守則之要求。

Substantial shareholders (Continued)

Notes:

1. The shareholding is also included in the "Directors' Interests in Securities" disclosed above.
2. Value Partners Limited is holding the 95,898,000 shares as an investment manager. Mr. Cheah Cheng Hye is deemed to be interested in such shares through his 32.77% interest in Value Partners Limited.

Save as disclosed above, at 31st March, 2007, the Company had not been notified by any persons who had interests or short positions in the shares or underlying shares which would fall to be disclosed to the Company under the SFO.

Pre-emptive rights

There are no provisions for pre-emptive rights under the Company's Bye-laws, or the laws of Bermuda, which would oblige the Company to offer new shares on a pro-rata basis to the existing shareholders.

Public float

The Company has maintained the prescribed public float under the Listing Rules, based on the information that is publicly available to the Company and within the knowledge of the Company's directors throughout the year ended 31st March, 2007.

Model code for securities transactions by directors

The Company has adopted the Model Code for Securities Transactions by Directors (the "Model Code") set out in Appendix 10 to the Listing Rules as its code of conduct regarding securities transactions by the Directors on terms no less exactly than the required standard set out in the Model Code. Having made specific enquiry of the Directors, all the Directors have complied with, the required standard set out in the Model Code throughout the financial year ended 31st March, 2007.

董事會報告書(續) Report of the Directors (Cont'd)

審核委員會

審核委員會成員包括獨立非執行董事容永祺先生榮譽勳章(主席)、何國成先生、王幹文先生及非執行董事羅志聰先生。

於是年內，審核委員會已舉行四次會議，出席率達93.75%，檢討本集團所採納的會計原則及政策，內部監控系統及財務匯報事宜。審核委員會已審閱截至二零零七年三月三十一日止年度之業績。

核數師

年內，德勤•關黃陳方會計師行辭任本公司核數師及安永會計師事務所獲董事會委任填補由此產生之臨時空缺。於過往三年內概無轉換其他任何核數師。本公司將於應屆股東週年大會上提呈決議案，續聘安永會計師事務所為本公司核數師。

承董事會命
譚偉豪博士太平紳士
主席

香港
二零零七年七月十八日

Audit committee

The Audit Committee comprises independent non-executive directors, Mr. Yung Wing Ki, Samuel, MH (Chairman), Mr. Ho Kwok Shing, Harris, and Mr. Wong Kon Man, Jason and a non-executive director, Mr. Lo Chi Chung, William.

During the year, the Audit Committee held four meetings with 93.75% attendance to review the accounting principles and practices adopted by the Group and discuss internal control and financial reporting matters. The Audit Committee has reviewed the annual results for the year ended 31st March, 2007.

Auditors

During the year, Messrs. Deloitte Touche Tohmatsu resigned as auditors of the Company and Messrs. Ernst & Young were appointed by the directors to fill the casual vacancy so arising. There have been no other changes of auditors in the past three years. A resolution for the reappointment of Messrs. Ernst & Young as auditors of the Company will be proposed at the forthcoming annual general meeting.

On behalf of the Board
Dr. Tam Wai Ho, Samson, JP
Chairman

Hong Kong
18th July, 2007

獨立核數師報告 Independent Auditors' Report



致權智(國際)有限公司各股東
(在百慕達註冊成立之有限公司)

本核數師行(以下簡稱「我們」)已審核載於第48頁至158頁權智(國際)有限公司的財務報表,其中包括於二零零七年三月三十一日的綜合及公司資產負債表,以及截止該日止年度的綜合損益表、綜合股權變動表和綜合現金流動表及主要會計政策概要和其他說明附註。

董事編製財務報表之責任

貴公司董事須負責根據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之披露規定,編製及真實公平地列報該等財務報表。是項責任包括設計、實施及維護與編製及真實公平地列報財務報表相關的內部控制,以確保財務報表並無重大錯誤陳述(不論其由欺詐或錯誤引起);選擇並應用適當的會計政策;及按情況作出合理的會計估計。

核數師之責任

我們的責任是根據我們的審核對該等財務報表發表意見,並按照百慕達公司法1981第90條僅向全體股東匯報我們的意見。除此之外,本報告不作其他用途。我們概不會就本報告內容向任何其他人士負責或承擔責任。

To the shareholders of
Group Sense (International) Limited
(Incorporated in Bermuda with limited liability)

We have audited the financial statements of Group Sense (International) Limited set out on pages 48 to 158, which comprise the consolidated and company balance sheets as at 31st March, 2007, 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 financial statements

The directors of the Company are responsible for the preparation and the true and fair presentation of these 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 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 financial statements based on our audit. Our report is made solely to you, as a body, in accordance with Section 90 of the Bermuda Companies Act 1981, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

獨立核數師報告(續) Independent Auditors' Report (Cont'd)

核數師之責任(續)

我們已根據香港會計師公會頒佈的香港核數準則進行審核。該等準則要求我們遵守道德規範，並規劃及執行審核，以合理確定此等財務報表是否存有任何重大錯誤陳述。

審核涉及執行情序以獲取有關財務報表所載金額及披露資料的審核憑證。所選定的程序取決於核數師的判斷，包括評估由於欺詐或錯誤而導致財務報表存有重大錯誤陳述的風險。在評估該等風險時，核數師考慮與該實體編製及真實公平地列報財務報表相關的內部控制，以按情況設計適當的審核程序，但並非旨在就該實體的內部控制是否有效發表意見。審核亦包括評價董事所採用會計政策的適當性及所作出會計估計的合理性，以及評價財務報表的整體列報方式。

我們相信，我們已獲得充足和適當的審核憑證為我們的審核意見提供基礎。

意見

我們認為，該等財務報表已根據香港財務報告準則真實公平地反映 貴公司及 貴集團於二零零七年三月三十一日的財務狀況及 貴集團截至該日止年度的溢利及現金流量，並已按照香港公司條例的披露規定妥善編製。

安永會計師事務所

執業會計師
中環
金融街8號
國際金融中心二期18樓

香港
二零零七年七月十八日

Auditors' responsibility (Continued)

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 financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and true and fair presentation of the 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 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 financial statements give a true and fair view of the state of affairs of the Company and of the Group as at 31st March, 2007 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.

Ernst & Young

Certified Public Accountants
18/F, Two International Finance Centre
8 Finance Street
Central

Hong Kong
18th July, 2007

綜合損益表

Consolidated Income Statement

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

		附註 Notes	二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
收入	REVENUE	5	1,237,317	1,490,757
銷售成本	Cost of sales		(954,096)	(1,189,637)
毛利	Gross profit		283,221	301,120
其他收入及收益	Other income and gains	5	26,621	43,322
銷售及分銷成本	Selling and distribution costs		(54,942)	(70,017)
行政支出	Administrative expenses		(97,146)	(100,071)
研究及開發支出	Research and development expenses		(74,224)	(81,860)
其他支出	Other expenses		(4,178)	(15,087)
融資成本	Finance costs	7	(178)	(1,136)
應佔聯營公司虧損	Share of losses of associates		(1,393)	—
稅前溢利	PROFIT BEFORE TAX	6	77,781	76,271
稅項	Tax	10	(17,873)	(21,880)
本年度溢利	PROFIT FOR THE YEAR		59,908	54,391
應佔溢利：	Attributable to:			
本公司股權持有人	Equity holders of the Company	11	59,324	54,391
少數股東權益	Minority interests		584	—
			59,908	54,391
股息	DIVIDENDS	12		
中期	Interim		23,952	23,952
建議末期	Proposed final		29,940	35,928
			53,892	59,880
本公司普通股 股權持有人 應佔每股盈利	EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY	13		
基本(港仙)	Basic (HK cents)		5.0	4.5
攤薄(港仙)	Diluted (HK cents)		5.0	4.5

綜合資產負債表

Consolidated Balance Sheet

於二零零七年三月三十一日
At 31st March, 2007

			二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
		附註 Notes		
非流動資產	NON-CURRENT ASSETS			
物業、廠房及設備	Property, plant and equipment	14	102,856	106,125
預付租賃款額	Prepaid lease payments	15	8,976	8,635
遞延開發成本	Deferred development costs	16	6,774	7,164
聯營公司權益	Interests in associates	18	9,024	4
可供出售投資	Available-for-sale investments	19	26,209	27,984
遞延稅項資產	Deferred tax assets	29	—	300
長期按金	Long term deposits	20	3,490	3,960
非流動資產總額	Total non-current assets		157,329	154,172
流動資產	CURRENT ASSETS			
存貨	Inventories	22	170,899	181,483
應收貿易賬款	Trade receivables	23	163,706	182,918
預付款項、按金及 其他應收賬款	Prepayments, deposits and other receivables	24	51,772	44,152
應收聯營公司賬款	Amounts due from associates	18	1,549	3,868
按公平值記入 損益表之投資	Investments at fair value through profit or loss	21	41,211	40,740
現金及現金等值項目	Cash and cash equivalents	25	272,885	247,607
流動資產總額	Total current assets		702,022	700,768
流動負債	CURRENT LIABILITIES			
應付貿易賬款及應付票據	Trade and bills payables	26	166,826	183,843
其他應付賬款及應計負債	Other payables and accruals	27	56,342	58,459
應付稅款	Tax payable		25,005	11,406
付息銀行借貸	Interest-bearing bank borrowing	28	—	608
流動負債總額	Total current liabilities		248,173	254,316
流動資產淨值	NET CURRENT ASSETS		453,849	446,452
資產總值減 流動負債	TOTAL ASSETS LESS CURRENT LIABILITIES		611,178	600,624

綜合資產負債表(續)

Consolidated Balance Sheet (Continued)

於二零零七年三月三十一日
At 31st March, 2007

			二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
非流動負債	NON-CURRENT LIABILITIES			
遞延稅項負債	Deferred tax liabilities	29	2,008	776
資產淨值	Net assets		609,170	599,848
股權	EQUITY			
本公司股權持有人 應佔股權	Equity attributable to equity holders of the Company			
已發行股本	Issued capital	30	119,761	119,761
儲備	Reserves	32(a)	457,998	443,312
建議末期股息	Proposed final dividend	12	29,940	35,928
少數股東權益	Minority interests		607,699	599,001
			1,471	847
股權總額	Total equity		609,170	599,848

譚偉豪博士 太平紳士
Dr. Tam Wai Ho, Samson JP
董事
Director

譚偉棠先生
Mr. Tam Wai Tong, Thomas
董事
Director

綜合股權變動表

Consolidated Statement of Changes in Equity

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

		本公司股權持有人應佔 Attributable to equity holders of the Company										
		已發行股本	股份溢價賬	優先認股權儲備	資本贖回儲備	特殊儲備	匯兌波動儲備	保留溢利	建議末期股息	總額	少數股東權益	股權總額
		Issued capital	premium account	option reserve	redemption reserve	Special reserve	fluctuation reserve	Retained profits	Proposed final dividend	Total	Minority interests	Total equity
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
附註	Notes	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		(附註30)	(附註30)	(附註32)		(附註32)						
		(note 30)	(note 30)	(note 32)		(note 32)						
於二零零五年四月一日	At 1st April, 2005	120,366	412,062	—	419	(60,819)	1,374	95,100	36,110	604,612	829	605,441
匯兌重列及收益及支出總額直接確認於股權內	Exchange realignment and total income and expense recognised directly in equity	—	—	—	—	—	1,765	—	—	1,765	18	1,783
本年度溢利	Profit for the year	—	—	—	—	—	—	54,391	—	54,391	—	54,391
本年度收益及支出總額	Total income and expense for the year	—	—	—	—	—	1,765	54,391	—	56,156	18	56,174
出售一附屬公司	Disposal of a subsidiary	33	—	—	—	—	172	—	—	172	—	172
優先認股權行使，扣除股份發行支出	Share options exercised, net of share issue expense	30	4	4	—	—	—	—	—	8	—	8
股份購回及註銷	Repurchase and cancellation of shares	30	(609)	(2,361)	—	—	—	—	—	(2,970)	—	(2,970)
以股權支付之優先認股權安排	Equity-settled share option arrangements	31	—	—	1,085	—	—	—	—	1,085	—	1,085
已付二零零五年末期股息	Final 2005 dividend paid	—	—	—	—	—	—	—	(36,110)	(36,110)	—	(36,110)
已付二零零六年中期股息	Interim 2006 dividend paid	12	—	—	—	—	—	(23,952)	—	(23,952)	—	(23,952)
二零零六年建議末期股息	Proposed final 2006 dividend	12	—	—	—	—	—	(35,928)	35,928	—	—	—
於二零零六年三月三十一日	At 31st March, 2006	119,761	409,705	1,085	419	(60,819)	3,311	89,611	35,928	599,001	847	599,848
於二零零六年四月一日	At 1st April, 2006	119,761	409,705	1,085	419	(60,819)	3,311	89,611	35,928	599,001	847	599,848
匯兌重列及收益及支出總額直接確認於股權內	Exchange realignment and total income and expense recognised directly in equity	—	—	—	—	—	8,539	—	—	8,539	40	8,579
本年度溢利	Profit for the year	—	—	—	—	—	—	59,324	—	59,324	584	59,908
本年度收益及支出總額	Total income and expense for the year	—	—	—	—	—	8,539	59,324	—	67,863	624	68,487
以股權支付之優先認股權安排	Equity-settled share option arrangements	31	—	—	715	—	—	—	—	715	—	715
已付二零零六年末期股息	Final 2006 dividend paid	12	—	—	—	—	—	—	(35,928)	(35,928)	—	(35,928)
已付二零零七年中期股息	Interim 2007 dividend paid	12	—	—	—	—	—	(23,952)	—	(23,952)	—	(23,952)
二零零七年建議末期股息	Proposed final 2007 dividend	12	—	—	—	—	—	(29,940)	29,940	—	—	—
於二零零七年三月三十一日	At 31st March, 2007	119,761	409,705	1,800	419	(60,819)	11,850	95,043	29,940	607,699	1,471	609,170

* 該等儲備賬包括於綜合資產負債表之綜合儲備457,998,000港元(二零零六年: 443,312,000港元)

* These reserve accounts comprise the consolidated reserves of HK\$457,998,000 (2006: HK\$443,312,000) in the consolidated balance sheet.

綜合現金流動表

Consolidated Cash Flow Statement

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

	附註 Notes	二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
經營業務之現金流量			
		CASH FLOWS FROM OPERATING	
		ACTIVITIES	
稅前溢利		77,781	76,271
調整：			
融資成本	7	178	1,136
應佔聯營公司 虧損		1,393	—
銀行利息收入	5	(10,489)	(4,750)
按公平值記入 損益表之投資之 利息收入	5	(2,684)	(2,229)
可供出售投資之股息收入			
	5	(1,440)	—
出售物業、廠房及設備等 項目(租賃物業除外) 之虧損/(收益)·淨額	6	(188)	702
出售一租賃物業之收益	5	—	(19,375)
出售一附屬公司之收益 按公平值記入 損益表之投資之公平 值虧損/(收益)·淨額	5	—	(789)
折舊	5, 6	(471)	2,265
預付租賃款額之確認	6	29,203	23,952
遞延開發成本攤銷	6	251	223
遞延開發成本減值	6	3,818	7,344
聯營公司權益減值	6	—	3,500
應收貿易賬款及 其他應收賬款減值	6	3,928	2,822
存貨撥備	6	330	2,710
可供出售一投資減值	6	16,067	39,841
豁免應收一同系 附屬公司款項	6	—	10,000
以股權支付之優先 認股權支出	6	—	664
	6	715	1,085
營運資金變動前之 經營溢利		118,392	145,372

綜合現金流動表(續)

Consolidated Cash Flow Statement (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
	附註 Notes		
應收聯營公司賬款 減少/(增加)	Decrease/(increase) in amounts due from associates	(1,609)	7,413
存貨增加	Increase in inventories	(5,483)	(32,089)
應收貿易賬款 減少/(增加)	Decrease/(increase) in trade receivables	20,961	(99,617)
預付款項、按金及 其他應收賬款增加	Increase in prepayments, deposits and other receivables	(10,624)	(8,056)
按公平值記入 損益表之投資增加	Increase in investments at fair value through profit or loss	—	(34,019)
應付貿易賬款及應付票據 增加/(減少)	Increase/(decrease) in trade and bills payables	(17,017)	15,091
其他應付賬款及 應計負債減少	Decrease in other payables and accruals	(2,117)	(1,244)
經營業務所產生/(使用) 之現金	Cash generated from/(used in) operations	102,503	(7,149)
已付香港利得稅	Hong Kong profits tax paid	(2,380)	—
已付海外稅項	Overseas taxes paid	(362)	—
經營業務之現金流入/ (流出)淨額	Net cash inflow/(outflow) from operating activities	99,761	(7,149)
投資業務之現金流量	CASH FLOWS FROM INVESTING ACTIVITIES		
利息收入	Interest received	10,489	4,750
按公平值記入 損益表之投資之 利息收入	Interest received from investments at fair value through profit or loss	2,684	2,229
可供出售投資之股息收入	Dividend income from an available-for-sale investment	1,440	—
購入物業、廠房及 設備等項目	Purchases of items of property, plant and equipment	14 (21,277)	(36,913)
出售物業、廠房及 設備等項目之所得款項	Proceeds from disposal of items of property, plant and equipment	750	106,112
增加遞延開發成本	Additions to deferred development costs	16 (3,428)	(9,204)
出售可供出售投資之 所得款項	Proceeds from disposal of available-for-sale investments	1,775	—
出售一附屬公司	Disposal of a subsidiary	33 —	189
收購一聯營公司	Acquisition of an associate	(10,413)	(4)
其他應收賬款減少	Decrease in other receivables	3,488	5,000
投資業務之現金流入/ (流出)淨額	Net cash inflow/(outflow) from investing activities	(14,492)	72,159

綜合現金流動表(續)

Consolidated Cash Flow Statement (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

		附註 Notes	二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
融資業務之現金流量	CASH FLOWS FROM FINANCING ACTIVITIES			
融資成本	Finance costs		(178)	(1,136)
已派股息	Dividends paid		(59,880)	(60,062)
發行普通股股份 之所得款項	Proceeds from issue of ordinary shares		—	8
普通股股份購回	Repurchase of ordinary shares		—	(2,970)
償還銀行貸款	Repayment of bank loans		—	(25,755)
信託收據貸款淨額減少	Net decrease in trust receipt loans		—	(10,887)
融資業務之現金 流出淨額	Net cash outflow from financing activities		(60,058)	(100,802)
現金及現金等值項目之 增加／(減少)淨額	NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		25,211	(35,792)
年初之現金及 現金等值項目	Cash and cash equivalents at beginning of year		246,999	282,400
外幣匯率變更調整，淨額	Effect of foreign exchange rate changes, net		675	391
年終之現金及 現金等值項目	CASH AND CASH EQUIVALENTS AT END OF YEAR		272,885	246,999
現金及現金等值項目 結餘分析	ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS			
現金及銀行結餘	Cash and bank balances	25	66,594	36,608
購入原有少於三個月內 到期之非抵押 定期存款	Non-pledged time deposits with original maturity of less than three months when acquired	25	206,291	210,999
銀行透支	Bank overdrafts	28	—	(608)
			272,885	246,999

資產負債表

Balance Sheet

於二零零七年三月三十一日
At 31st March, 2007

		附註 Notes	二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
非流動資產	NON-CURRENT ASSETS			
附屬公司權益	Interests in subsidiaries	17	573,674	610,884
流動資產	CURRENT ASSETS			
應收附屬公司賬款	Due from subsidiaries	17	29,940	35,928
預付款項、按金及 其他應收賬款	Prepayments, deposits and other receivables		162	458
現金及銀行結餘	Cash and bank balances	25	78	67
流動資產總額	Total current assets		30,180	36,453
流動負債	CURRENT LIABILITIES			
其他應付賬款及應計負債	Other payables and accruals		468	374
應付稅項	Tax payable		1,086	—
流動負債總額	Total current liabilities		1,554	374
流動資產淨值	NET CURRENT ASSETS		28,626	36,079
資產淨值	Net assets		602,300	646,963
股權	EQUITY			
已發行股本	Issued capital	30	119,761	119,761
儲備	Reserves	32(b)	452,599	491,274
建議末期股息	Proposed final dividend	12	29,940	35,928
股權總額	Total equity		602,300	646,963

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董事
Director

譚偉棠先生
Mr. Tam Wai Tong, Thomas
董事
Director

綜合財務報表附註

Notes to Consolidated Financial Statements

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

1. 公司資料

權智(國際)有限公司是一間於百慕達註冊成立之有限公司。本公司之主要營業地點位於香港新界沙田香港科學園科技大道西五號九座6樓。

年內，本集團之業務涉及設計、製造及銷售各種掌上電子產品，主要為電子辭典、智能手機及個人數碼助理，及製造原件設計生產(「原件設計生產」)產品。

2.1 編製基準

此等財務報表乃根據香港會計師公會頒佈之香港財務報告準則(「香港財務報告準則」)(其亦包括香港會計準則(「香港會計準則」)及詮釋)、香港公認會計原則及香港公司條例之披露規定而編製。除若干投資以公平值計量外，該等財務報表乃按歷史成本法編製。該等財務報表均以港元列值，除另有指明外，所有金額均調整至最接近千元。

1. Corporate information

Group Sense (International) Limited (the "Company") is a limited liability company incorporated in Bermuda. The principal place of business of the Company is located at 6th Floor, Building 9, No. 5 Science Park West Avenue, Hong Kong Science Park, Shatin, New Territories, Hong Kong.

During the year, the Group was involved in the design, manufacture and sale of a range of electronic handheld products, primarily electronic dictionaries, smartphones and personal digital assistants, and manufacture of original design manufacturing ("ODM") products.

2.1 Basis of preparation

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

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

2.1 編製基準(續)

綜合基準

本綜合財務報表載有本公司及其附屬公司於截至二零零七年三月三十一日止年度之財務報表。附屬公司之業績由收購日期(即本集團取得控制權之日期)起予以綜合，而會繼續綜合直至該控制權終止之日期止。任何可能存在差異之會計政策已相應作出調整以使之貫徹一致。本集團內所有公司間之重大交易及結餘於綜合時對銷。

附屬公司之收購已使用收購會計法入賬。此方法涉及將業務合併之成本分配至所收購可資識別之資產之公平值以及於收購日期所承擔之負債及或然負債。收購成本以特定資產公平值、已發行權益工具及於交換日期所產生或承擔之負債加上有關收購事項直接應佔成本之總額計算。

少數股東權益指外界股東於本公司之附屬公司之業績及資產淨值中所佔本集團並無持有之權益。

2.1 Basis of preparation (Continued)

Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries for the year ended 31st March, 2007. The results of subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases. Adjustments are made to bring into line any dissimilar accounting policies that may exist. All significant intercompany transactions and balances within the Group are eliminated on consolidation.

The acquisition of subsidiaries is accounted for using the purchase method of accounting. This method involves allocating the cost of the business combinations to the fair value of the identifiable assets acquired, and liabilities and contingent liabilities assumed at the date of acquisition. The cost of the acquisition is measured at the aggregate of the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition.

Minority interests represent the interests of outside shareholders not held by the Group in the results and net assets of the Company's subsidiaries.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

2.2 新制訂及經修訂之香港財務報告準則之影響

本集團編制本年度財務報表時首次採用以下新制訂和經修訂的香港財務報告準則。除某些特定情形需要採用新制訂和經修訂的會計政策和額外披露外，採用這些新制訂和經修訂的準則及詮釋對這些財務報表無重大影響。

香港會計準則第21號 經修訂	對境外經營的淨投資
香港會計準則第39號及 香港財務報告 準則第4號經修訂	財務擔保合同
香港會計準則第39號 經修訂	預期集團內交易的現金流量 套期會計
香港會計準則第39號 經修訂	公平值計量選擇權
香港(國際財務報告詮釋 委員會)－詮釋第4號	確定一項安排是否包含租賃
香港(國際財務報告詮釋 委員會)－詮釋第7號	應用香港會計準則第29號 「重通脹經濟財務的報告」 重列方式

2.2 Impact of new and revised Hong Kong Financial Reporting Standards

The Group has adopted the following new and revised HKFRSs for the first time for the current year's financial statements. Except for in certain cases, giving rise to new and revised accounting policies and additional disclosures, the adoption of these new and revised standards and interpretation has had no material effect on these financial statements.

HKAS 21 Amendment	Net Investment in a Foreign Operation
HKAS 39 & HKFRS 4 Amendments	Financial Guarantee Contracts
HKAS 39 Amendment	Cash Flow Hedge Accounting of Forecast Intragroup Transactions
HKAS 39 Amendment	The Fair Value Option
HK (IFRIC) - Int 4	Determining whether an Arrangement contains a Lease
HK (IFRIC) - Int 7	Applying the Restatement Approach under HKAS 29 Financial Reporting in Hyperinflationary Economies

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

2.2 新制訂及經修訂之香港財務報告準則之影響(續)

會計政策之主要變動如下：

(a) 香港會計準則第21號外幣匯率變動之影響

採納香港會計準則第21號(經修訂)關於境外經營之淨投資後，組成本集團境外經營之淨投資一部份之貨幣項目所產生之所有匯兌差額，不論該貨幣項目以何種貨幣列值，均會在綜合財務報表內確認為權益之一個獨立項目。該變動對二零零七年三月三十一日或二零零六年三月三十一日之財務報表均無重大影響。

(b) 香港會計準則第39號財務工具：確認及計量**(i) 財務擔保合同之修訂**

該修訂乃修訂香港會計準則第39號之範圍，規定所發出不視為保險合同之財務擔保合同，要首次按公平值確認，其後根據香港會計準則第37號「撥備、或然負債和或然資產」釐定之金額與首次確認之金額減(如適用)根據香港會計準則第18號「收益」所確認之累計攤銷額之金額兩者中較高者重新計量。採納該修訂對財務報表並無重大影響。

2.2 Impact of new and revised Hong Kong Financial Reporting Standards (Continued)

The principal changes in accounting policies are as follows:

(a) HKAS 21 The Effects of Changes in Foreign Exchange Rates

Upon the adoption of the HKAS 21 Amendment regarding a net investment in a foreign operation, all exchange differences arising from a monetary item that forms part of the Group's net investment in a foreign operation are recognised in a separate component of equity in the consolidated financial statements irrespective of the currency in which the monetary item is denominated. This change has had no material impact on these financial statements as at 31st March, 2007 or 31st March, 2006.

(b) HKAS 39 Financial Instruments: Recognition and Measurement**(i) Amendment for financial guarantee contracts**

This amendment has revised the scope of HKAS 39 to require financial guarantee contracts issued that are not considered insurance contracts, to be recognised initially at fair value and to be remeasured at the higher of the amount determined in accordance with HKAS 37 Provisions, Contingent Liabilities and Contingent Assets and the amount initially recognised less, when appropriate, cumulative amortisation recognised in accordance with HKAS 18 Revenue. The adoption of this amendment has had no material impact on these financial statements.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

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For the year ended 31st March, 2007

2.2 新制訂及經修訂之香港財務報告準則之影響(續)**(b) 香港會計準則第39號財務工具：確認及計量(續)****(ii) 預期集團內交易的現金流量套期會計之修訂**

該修訂乃修訂香港會計準則第39號，倘一項可能性很高之預測集團內部交易為以訂立該交易之實體之功能貨幣以外之貨幣結算，且該等外匯風險將影響綜合損益表，則容許該項交易之外匯風險符合資格作為一項現金流量對沖項目之一。由於本集團現時並無該等交易，此項修訂對財務報表並無影響。

(iii) 公平值計量選擇權之修訂

該修訂改變了分類為按公平值記入損益表之金融工具之定義，並限制了使用選擇權界定任何金融資產或金融負債須透過損益表以公平值計量。本集團以往並無使用此選擇權，因此該修訂對財務報表並無影響。

2.2 Impact of new and revised Hong Kong Financial Reporting Standards (Continued)**(b) HKAS 39 Financial Instruments: Recognition and Measurement (Continued)****(ii) Amendment for cash flow hedge accounting of forecast intragroup transactions**

This amendment has revised HKAS 39 to permit the foreign currency risk of a highly probable intragroup forecast transaction to qualify as a hedged item in a cash flow hedge, provided that the transaction is denominated in a currency other than the functional currency of the entity entering into that transaction and that the foreign currency risk will affect the consolidated income statement. As the Group currently has no such transactions, the amendment has had no effect on these financial statements.

(iii) Amendment for the fair value option

This amendment has changed the definition of a financial instrument classified as fair value through profit or loss and has restricted the use of the option to designate any financial asset or any financial liability to be measured at fair value through the income statement. The Group had not previously used this option, and hence the amendment has had no effect on the financial statements.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

2.2 新制訂及經修訂之香港財務報告準則之影響(續)**(c) 香港(國際財務報告詮釋委員會) — 詮釋第4號 確定一項安排是否包含租賃**

本集團已於二零零六年四月一日採納該詮釋，乃就確定一項安排是否包括須按租賃會計法入賬的租賃提供指引。本集團已根據該詮釋釐定，本集團之若干項安排均包含租賃，故本集團已根據香港會計準則第17號「租賃」對其進行處理。然而，採納該詮釋對財務報表並無重大影響。

(d) 香港(國際財務報告詮釋委員會) — 詮釋第7號 應用香港會計準則第29號「重通脹經濟財務報告」的重列方式

該詮釋就如何在某一實體確定在其功能貨幣之經濟狀況中存在重通脹，當該經濟於過往期間並無出現重通脹時，及該實體因此根據香港會計準則第29號重述其財務報表之呈報期間應用香港會計準則第29號之規定提供指引。由於本集團現時並無在該等經濟狀況下從事任何營運，故該修訂對財務報表並無影響。

2.2 Impact of new and revised Hong Kong Financial Reporting Standards (Continued)**(c) HK(IFRIC)-Int 4 Determining whether an Arrangement contains a Lease**

The Group has adopted this interpretation as of 1st April, 2006, which provides guidance in determining whether arrangements contain a lease to which lease accounting must be applied. The Group has determined based on this interpretation that certain arrangements of the Group contained leases and accordingly, the Group has treated them in accordance with HKAS 17 Leases. However, the adoption of this interpretation has had no material impact on these financial statements.

(d) HK(IFRIC)-Int 7 Applying the Restatement Approach under HKAS 29 Financial Reporting in Hyperinflationary Economies

This interpretation has provided guidance on how to apply the requirements of HKAS 29 in a reporting period in which an entity identifies the existence of hyperinflation in the economy of its functional currency, when that economy was not hyperinflationary in the prior period, and the entity therefore restates its financial statements in accordance with HKAS 29. As the Group currently has no operations under such economies, this amendment has had no effect on these financial statements.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

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2.3 已頒布但尚未生效之香港財務報告準則之影響

本集團在編制這些財務報表時尚未採用下列已頒布但尚未生效的新制訂和經修訂的香港財務報告準則。

香港會計準則第1號經修訂	資本披露
香港會計準則第23號(經修訂)	借貸成本
香港財務報告準則第7號	金融工具：披露
香港財務報告準則第8號	經營分類
香港(國際財務報告詮釋委員會)一詮釋第8號	香港財務報告準則第2號的範圍
香港(國際財務報告詮釋委員會)一詮釋第9號	嵌入衍生工具的重估
香港(國際財務報告詮釋委員會)一詮釋第10號	中期財務報告及減值
香港(國際財務報告詮釋委員會)一詮釋第11號	香港財務報告準則第2號一集團及庫存股份交易
香港(國際財務報告詮釋委員會)一詮釋第12號	服務經營權安排

香港會計準則第1號經修訂應適用於二零零七年一月一日或之後開始之年度期間。經修訂準則將會影響以下事項之披露：本集團管理資本控制之目標、政策及程序等非量化資料；本公司視為資本之量化資料；以及對任何資本要求之遵行情形和任何不合規情況之結果。

香港財務報告準則第7號應適用於二零零七年一月一日或之後開始之年度期間。該準則規定須作出披露，使財務報表使用者得以評估本集團金融工具之重要性以及該等金融工具產生之風險性質及程度，亦包括香港會計準則第32號之多項披露規定。

2.3 Impact of issued but not yet effective Hong Kong Financial Reporting Standards

The Group has not applied the following new and revised HKFRSs, that have been issued but are not yet effective, in these financial statements.

HKAS 1 Amendment	Capital Disclosures
HKAS 23 (Revised)	Borrowing Costs
HKFRS 7	Financial Instruments: Disclosures
HKFRS 8	Operating Segments
HK(IFRIC)-Int 8	Scope of HKFRS 2
HK(IFRIC)-Int 9	Reassessment of Embedded Derivatives
HK(IFRIC)-Int 10	Interim Financial Reporting and Impairment
HK(IFRIC)-Int 11	HKFRS 2-Group and Treasury Share Transactions
HK(IFRIC)-Int 12	Service Concession Arrangements

The HKAS 1 Amendment shall be applied for annual periods beginning on or after 1st January, 2007. The revised standard will affect the disclosures about qualitative information about the Group's objective, policies and processes for managing capital; quantitative data about what the Company regards as capital; and compliance with any capital requirements and the consequences of any non-compliance.

HKFRS 7 shall be applied for annual periods beginning on or after 1st January, 2007. The standard requires disclosures that enable users of the financial statements to evaluate the significance of the Group's financial instruments and the nature and extent of risks arising from those financial instruments and also incorporates many of the disclosure requirements of HKAS 32.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

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2.3 已頒布但尚未生效之香港財務報告準則之影響(續)

香港財務報告準則第8號應適用於二零零九年一月一日或之後開始之年度期間。該準則規定須披露有關本集團經營分類、分類所提供產品及服務、本集團經營地區及來自本集團主要客戶收益之資料。該準則將取代香港會計準則第14號「分類呈報」。

香港會計準則第23號(經修訂)、香港(國際財務報告詮釋委員會) — 詮釋第8號、香港(國際財務報告詮釋委員會) — 詮釋第9號、香港(國際財務報告詮釋委員會) — 詮釋第10號、香港(國際財務報告詮釋委員會) — 詮釋第11號及香港(國際財務報告詮釋委員會) — 詮釋第12號應分別適用於二零零九年一月一日、二零零六年五月一日、二零零六年六月一日、二零零六年十一月一日、二零零七年三月一日及二零零八年一月一日或之後開始之年度期間。

本集團正在評估首次採用該等新制訂及經修訂香港財務報告準則之影響。至今，本集團認為採納香港會計準則第1號經修訂本、香港財務報告準則第7號及香港財務報告準則第8號可能導致新增或經修訂披露。本集團已開始評估其他新制訂及經修訂之香港財務報告準則之影響，惟尚不能確定該等新制訂及經修訂之香港財務報告準則是否會對本集團之經營業績及財務狀況產生重大影響。

2.3 Impact of issued but not yet effective Hong Kong Financial Reporting Standards (Continued)

HKFRS 8 shall be applied for annual periods beginning on or after 1st January, 2009. The standard requires the disclosure of information about the operating segments of the Group, the products and services provided by the segments, the geographical areas in which the Group operates, and revenues from the Group's major customers. This standard will supersede HKAS 14 Segment Reporting.

HKAS 23 (Revised), HK(IFRIC)-Int 8, HK(IFRIC)-Int 9, HK(IFRIC)-Int 10, HK(IFRIC)-Int 11 and HK(IFRIC)-Int 12 shall be applied for annual periods beginning on or after 1st January, 2009, 1st May, 2006, 1st June, 2006, 1st November, 2006, 1st March, 2007 and 1st January, 2008, respectively.

The Group is in the process of making an assessment of the impact of these new and revised HKFRSs upon initial application. So far, it has concluded that the adoption of the HKAS 1 Amendment, HKFRS 7 and HKFRS 8 may result in new or amended disclosures. The Group has already commenced an assessment of the impact of the other new and revised HKFRSs but is not yet in a position to state whether these new and revised HKFRSs would have a significant impact on the Group's results of operations and financial position.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

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2.4 主要會計政策概要**附屬公司**

附屬公司指本公司可直接或間接控制其財政及營運政策而從其業務中獲利之實體。

附屬公司之業績按已收及應收股息計入本公司損益表。本公司於附屬公司之權益按成本減任何減值虧損入賬。

合營公司

合營公司指根據合約安排方式成立之公司，本集團與其他合營人士藉以進行經濟活動。合營公司以獨立實體方式運作，本集團與其他合營人士均在其中佔有權益。

合營方訂立之合營協議規定了合營各方之股本貢獻、合營期限及於合營公司解散時資產變現之基準。經營合營公司之損益及任何盈餘資產分派乃按合營方各自股本貢獻之比例或根據合營協議之條款分配。

2.4 Summary of significant accounting policies**Subsidiaries**

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

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

Joint ventures

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

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

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

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2.4 主要會計政策概要(續)

合營公司(續)

合營公司會被視為：

- (a) 附屬公司，倘本集團對合營公司有單方面直接或間接控制權；或
- (b) 聯營公司，倘本集團對合營公司並無單方面或共同之控制權，但直接或間接持有一般不少於合營公司註冊資本之20%並可對其行使重大影響力。

聯營公司

聯營公司為並非附屬公司之實體，而本集團於當中一般擁有所不少於股本投票權利之20%長期利益，因而可對其行使重大影響力。

本集團分佔聯營公司收購後業績及儲備分別計入綜合損益表及綜合儲備。本集團於聯營公司之權益乃根據權益會計法(扣除任何減值虧損)於綜合資產負債表內按本集團分佔之資產淨值列賬。收購聯營公司產生之商譽乃納入為本集團於聯營公司之權益之一部份。就任何可能出現之會計政策差異，將會作出調整使其貫徹一致。

2.4 Summary of significant accounting policies (Continued)

Joint ventures (Continued)

A joint venture is treated as:

- (a) a subsidiary, if the Group has unilateral control, directly or indirectly, over the joint venture; or
- (b) an associate, if the Group does not have unilateral or joint control, but holds, directly or indirectly, generally not less than 20% of the joint venture's registered capital and is in a position to exercise significant influence over the joint venture.

Associates

An associate is an entity, not being a subsidiary, in which the Group has a long term interest of generally not less than 20% of the equity voting rights and over which it is in a position to exercise significant influence.

The Group's share of the post-acquisition results and reserves of associates is included in the consolidated income statement and consolidated reserves, respectively. The Group's interests in associates are stated in the consolidated balance sheet at the Group's share of net assets under the equity method of accounting, less any impairment losses. Goodwill arising from the acquisition of associates is included as part of the Group's interests in associates. Adjustments are made to bring into line any dissimilar accounting policies that may exist.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

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2.4 主要會計政策概要(續)**商譽**

收購聯營公司產生之商譽指業務合併成本超出本集團於被收購方之已收購可識別資產，以及於收購日期所承擔之負債及或然負債之公平淨值之權益之金額。商譽乃包括在聯營公司權益之賬面值內，而並非於綜合資產負債表納入為個別可識別資產。

每年均會審閱商譽之賬面值是否出現減值，或倘有事件或情況變動指出賬面值可能減值時，則作出更頻密之審閱。

就減值測試而言，業務合併收購之商譽將自收購日期起被分配至本集團預期因合併之協同效應受惠之各現金產生單位或各組現金產生單位，不論本集團之其他資產或負債是否獲分派到該等單位或該組單位。商譽獲分配之各單位或各組單位為：

- 就內部管理而言，商譽於本集團內獲監控之最低水平；及

2.4 Summary of significant accounting policies (Continued)**Goodwill**

Goodwill arising on the acquisition of an associate represents the excess of the cost of the business combination over the Group's interest in the net fair value of the acquirees' identifiable assets acquired, and liabilities and contingent liabilities assumed as at the date of acquisition. Goodwill is included in the carrying amount of interests in associates, rather than as a separately identified asset on the consolidated balance sheet.

The carrying amount of goodwill is reviewed for impairment annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired.

For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units. Each unit or group of units to which the goodwill is so allocated:

- represents the lowest level within the Group at which the goodwill is monitored for internal management purposes; and

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

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2.4 主要會計政策概要(續)

商譽(續)

- 不超出根據香港會計準則第14號分類呈報釐定之本集團主要或本集團次要呈報模式為基準之分類。

減值乃透過評估與商譽有關之現金產生單位(一組現金產生單位)之可收回金額而釐定。倘現金產生單位(一組現金產生單位)之可收回金額低於賬面值，則會確認減值虧損。

倘商譽構成現金產生單位(一組現金產生單位)之一部份及該單位之部份業務獲出售時，則與已出售之業務有關之商譽會於釐定出售業務盈虧時計入該業務之賬面值內。在此情況下出售之商譽乃根據已出售業務之相關價值及所保留之現金產生單位部份計量。

就商譽確認之減值虧損不可於往後期間撥回。

2.4 Summary of significant accounting policies (Continued)

Goodwill (Continued)

- is not larger than a segment based on either the Group's primary or the Group's secondary reporting format determined in accordance with HKAS 14 Segment Reporting.

Impairment is determined by assessing the recoverable amount of the cash-generating unit (group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit (group of cash-generating units) is less than the carrying amount, an impairment loss is recognised.

Where goodwill forms part of a cash-generating unit (group of cash-generating units) and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative values of the operation disposed of and the portion of the cash-generating unit retained.

An impairment loss recognised for goodwill is not reversed in a subsequent period.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

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2.4 主要會計政策概要(續)**非金融資產減值(商譽除外)**

倘有跡象顯示出現減值或須就資產(不包括存貨、遞延稅項資產、金融資產及商譽)進行年度減值測試，則會估計該資產之可收回金額。資產之可收回金額按該資產或現金產生單位之使用價值及其公平值減銷售成本(以較高者為準)而計算，並就個別資產而確定，除非有關資產並無產生在頗大程度上獨立於其他資產或資產類別之現金流入，在此情況下，可收回金額就資產所屬之現金產生單位而確定。

減值虧損僅於資產之賬面值超逾其可收回金額時確認。於評估使用價值時，估計未來現金流量按可反映現時市場評估之貨幣時間價值及資產特定風險之稅前貼現率貼現至現值。減值虧損於產生期間內在損益表中與已減值資產功能一致之支出類別內扣除。

2.4 Summary of significant accounting policies (Continued)**Impairment of non-financial assets other than goodwill**

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

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

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
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2.4 主要會計政策概要(續)**非金融資產減值(商譽除外)(續)**

於各呈報日須評估有否跡象顯示過往確認之減值虧損不再存在或已減少。如有該跡象存在，則會估計可收回金額。過往確認之資產(商譽除外)減值虧損及若干金融資產，僅會於用以釐定該資產可收回金額之估計改變時撥回，惟撥回後之金額不得高於假設過往年度並無就資產確認減值虧損而釐定之賬面值(扣除任何折舊/攤銷)。減值虧損撥回於產生期間計入損益表。

關連人士

在下列情況下，有關人士將視為本集團之關連人士：

- (a) 直接或透過一名或多名中介人間接，(i)控制本集團或受到本集團或本集團及其他人士共同控制；(ii)擁有本集團之權益，並可對本集團發揮重大影響力；或(iii)共同擁有本集團之控制權；
- (b) 有關人士為一聯營公司；
- (c) 有關人士為本集團之主要管理人員；

2.4 Summary of significant accounting policies (Continued)**Impairment of non-financial assets other than goodwill (Continued)**

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

Related parties

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

- (a) the party, directly or indirectly through one or more intermediaries, (i) controls, is controlled by, or is under common control with, the Group; (ii) has an interest in the Group that gives it significant influence over the Group; or (iii) has joint control over the Group;
- (b) the party is an associate;
- (c) the party is a member of the key management personnel of the Group;

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
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2.4 主要會計政策概要(續)**關連人士(續)**

- (d) 有關人士為(a)或(c)項所述人士之直系親屬；或
- (e) 有關人士受直接或間接歸屬於(c)或(d)項所述人士之實體所控制、與他人共同控制或受其重大影響，或擁有重大投票權；或
- (f) 有關人士為本集團或作為其關連人士之任何實體之僱員福利之退休後福利計劃。

物業、廠房及設備及折舊

物業、廠房及設備(在建工程除外)按成本值減累積折舊及任何減值虧損列賬。物業、廠房及設備項目之成本包括其購買價及任何將資產達至現有運作狀況及運往現址作擬定用途之直接應佔成本。在物業、廠房及設備等項目投入運作後產生之支出，如維修保養等，一般於產生期間之損益表中扣除。倘當時之情況清楚顯示該項支出導致預期日後因使用該物業、廠房及設備項目而獲得之經濟利益增加，並可準確衡量該項目成本，則將該項支出撥作該項資產之額外成本或重置成本。

2.4 Summary of significant accounting policies (Continued)**Related parties (Continued)**

- (d) the party is a close member of the family of any individual referred to in (a) or (c); or
- (e) the party is an entity that is controlled, jointly controlled or significantly influenced by or for which significant voting power in such entity resides with, directly or indirectly, any individual referred to in (c) or (d); or
- (f) the party is a post-employment benefit plan for the benefit of the employees of the Group, or of any entity that is a related party of the Group.

Property, plant and equipment and depreciation

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

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

2.4 主要會計政策概要(續)**物業、廠房及設備及折舊(續)**

每項物業、廠房及設備項目乃按直線法就其估計可使用年期撇銷成本以計算折舊，就此採用之主要年率如下：

租賃土地及樓宇	按租賃之年期或2%， 以最少者為準
租賃物業裝修	25%
傢具、裝置及設備	25%
廠房及機器	15%-25%
工具及工模	50%
汽車	25%

若物業、廠房及設備項目任何部分之可使用年期不同，則該項目成本將合理分配至各部分，而各部分將分開計算折舊。

餘值、可使用年期及折舊方法將於各結算日檢討及作出適當的調整。

物業、廠房及設備項目於出售時或預期待日後使用或出售該項目不會產生經濟利益時將終止確認。於資產終止確認之年度在收益表確認的出售或廢棄之任何損益，乃按出售所得款項淨額與有關資產賬面值之差額計算。

2.4 Summary of significant accounting policies (Continued)**Property, plant and equipment and depreciation (Continued)**

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

Leasehold land and buildings	Over the shorter of the lease terms and 2%
Leasehold improvements	25%
Furniture, fixtures and equipment	25%
Plant and machinery	15% to 25%
Tooling and moulds	50%
Motor vehicles	25%

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

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

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

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

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2.4 主要會計政策概要(續)**物業、廠房及設備及折舊(續)**

在建工程乃按成本減任何減值虧損列賬而不作折舊。成本包括建築工程於建築期間之直接成本。在建工程於落成及可供使用時重新分類至物業、廠房及設備之適當類別或投資物業。

無形資產(不包括商譽)

無形資產的可使用年期分為有期限或無期限。有期限的無形資產將於可使用經濟期限攤銷，並於有跡象顯示無形資產可能減值時評估是否減值。有可用期限的無形資產攤銷期及方法須最少於各結算日進行檢討。

研究及開發成本

所有研究成本於產生時在收益表扣除。

開發新產品明確定義之項目所產生之支出，只有在本集團證明在技術上可以完成無形資產並該無形資產可供使用或出售、有意完成項目及有能力使用或出售資產、資產如何產生未來經濟利益、可動用資源以完成項目及能可靠衡量發展期間之開支時，方會撥充資本及遞延處理。若產品開發支出未符合上述條件，則於產生時列作支出。

2.4 Summary of significant accounting policies (Continued)**Property, plant and equipment and depreciation (Continued)**

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

Intangible assets (other than goodwill)

The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each balance sheet date.

Research and development costs

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

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

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

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2.4 主要會計政策概要(續)**無形資產(不包括商譽)(續)****研究及開發成本(續)**

遞延開發成本按成本減任何減值虧損列賬，並由產品開始投入商業生產當日起按相關產品的商業年期三年以直線法攤銷。

經營租賃

凡資產擁有權之絕大部分回報及風險仍由出租人享有及承擔之租賃，均列為經營租賃。倘本集團為承租人，則根據該等經營租賃應付之租金乃以直線法按租期在收益表扣除。

經營租賃之預付租賃款額首先以成本入賬，其後以直線基準於租期內確認。倘租賃款額不能可靠地劃分土地及樓宇部份，則全部租賃款額均列入租賃土地及樓宇之成本，作為物業、廠房及設備之融資租賃。

2.4 Summary of significant accounting policies (Continued)**Intangible assets (other than goodwill) (Continued)****Research and development costs (Continued)**

Deferred development costs are stated at cost less any impairment losses and are amortised using the straight-line basis over the estimated commercial lives of the underlying products of three years, commencing from the date when the products are put into commercial production.

Operating leases

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

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

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
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2.4 主要會計政策概要(續)**投資及其他財務資產**

香港會計準則第39號所包含的財務資產視乎情況而分為按公平值記入損益表的財務資產、貸款及應收賬款，以及可供出售財務資產。財務資產首先以公平值確認，而若投資並非透過損益賬按公平值列賬，則以公平值加直接應佔交易成本確認。

本集團於首次確認後決定財務資產的分類，並於許可並合適時在結算日重新評估分類。

所有按正規買賣的財務資產於交易當日(即本集團承諾購買或出售資產的日期)確認。財務資產的正規買賣指須於市場一般既定規例或慣例所規定的期限內交付資產之財務資產買賣。

按公平值記入損益表之財務資產

按公平值記入損益表之財務資產包括持作買賣之財務資產。財務資產倘其獲收購之目的為於近期出售則分類為持作買賣資產。持作買賣之投資損益乃於收益表中確認。

2.4 Summary of significant accounting policies (Continued)**Investments and other financial assets**

Financial assets in the scope of HKAS 39 are classified as financial assets at fair value through profit or loss, loans and receivables, and available-for-sale financial assets, as appropriate. When financial assets are recognised initially, they are measured at fair value, plus, in the case of investments not at fair value through profit or loss, directly attributable transaction costs.

The Group determines the classification of its financial assets after initial recognition and, where allowed and appropriate, re-evaluates this designation at the balance sheet date.

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

Financial assets at fair value through profit or loss

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

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

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2.4 主要會計政策概要(續)

投資及其他財務資產(續)

貸款及應收賬款

貸款及應收賬款為有指定或可釐定付款金額而在活躍市場並無報價的非衍生財務資產。該等資產以實際利息法按攤銷成本列賬。攤銷成本計及任何收購折價或溢價，且包括為實際利率及交易成本之組成部分之費用。有關損益於貸款及應收賬款終止確認或減值時以及透過攤銷在收益表確認。

可供出售財務資產

可供出售財務資產乃該等上市及非上市之股本證券並可供出售或非分類於任何其他兩類之非衍生財務資產。初期確認後，可供出售財務資產以公平值計算，損益以分開組合之股本確認，直至該投資被取消確認或直至該投資被釐定作減值，而當時累計損益(以往於股本中呈列)撥入損益表內。

2.4 Summary of significant accounting policies (Continued)

Investments and other financial assets (Continued)

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are subsequently carried at amortised cost using the effective interest method. Amortised cost is calculated taking into account any discount or premium on acquisition and includes fees that are an integral part of the effective interest rate and transaction costs. Gains and losses are recognised in the income statement when the loans and receivables are derecognised or impaired, as well as through the amortisation process.

Available-for-sale financial assets

Available-for-sale financial assets are non-derivative financial assets in listed and unlisted equity securities that are designated as available for sale or are not classified in any of the other two categories. After initial recognition, available-for-sale financial assets are measured at fair value, with gains or losses recognised as a separate component of equity until the investment is derecognised or until the investment is determined to be impaired, at which time the cumulative gain or loss previously reported in equity is included in the income statement.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

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2.4 主要會計政策概要(續)**投資及其他財務資產(續)***可供出售財務資產(續)*

當非上市股本證券之公平值無法根據(a)估計之合理公平值範圍之變動對該投資乃重大或(b)不同估計範圍之可能性無法作出合理評估及使用於估計之公平值，該等證券以成本減任何減值虧損計算。

公平值

在金融市場活躍交易之投資的公平值參考於結算日之市場收市價。倘某項投資之市場不活躍，公平值將採用估值方法確定。該等方法包括參考近期所進行之公平市場交易，其他大致類同金融工具之現行市場價格、現金流量折現分析和其他估值模型。

財務資產減值

本集團於各結算日評估有否客觀證據顯示一項或一組財務資產出現減值。

2.4 Summary of significant accounting policies (Continued)**Investments and other financial assets (Continued)***Available-for-sale financial assets (Continued)*

When the fair value of unlisted equity securities cannot be reliably measured because (a) the variability in the range of reasonable fair value estimates is significant for that investment or (b) the probabilities of the various estimates within the range cannot be reasonably assessed and used in estimating fair value, such securities are stated at cost less any impairment losses.

Fair value

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

Impairment of financial assets

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

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

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2.4 主要會計政策概要(續)

財務資產減值(續)

按攤銷成本列賬之資產

如有客觀證據顯示按攤銷成本列賬的貸款及應收賬款出現減值虧損，則虧損額按資產賬面值與以財務資產原有實際利率(即於首次確認時所計算的實際利率)貼現的估計未來現金流量現值(不包括尚未產生的未來信貸虧損)之差額釐定。資產賬面值直接或透過撥備賬扣減。減值虧損數額於收益表內確認。

本集團首先評估有否客觀證據顯示個別屬重大的財務資產個別出現減值以及個別並非重大的財務資產個別或共同出現減值。若認為並無客觀證據顯示個別評估財務資產(不論是否重大)出現減值，則該資產將包括於一組信貸風險特徵相若的財務資產，並整體評估該組別有否減值。個別評估減值且確認或繼續確認減值虧損的資產，將不會整體評估有否減值。

2.4 Summary of significant accounting policies (Continued)

Impairment of financial assets (Continued)

Assets carried at amortised cost

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

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

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
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2.4 主要會計政策概要(續)**財務資產減值(續)***按攤銷成本列賬之資產(續)*

若在往後期間，減值虧損數額減少，並可客觀地認為該項減少與減值確認後發生的事項有關，則將過往已確認的減值撥回。減值虧損的任何其後撥回於收益表確認，而資產賬面值不得超過撥回當日的攤銷成本。

就貿易應收賬款而言，若出現客觀證據(如債務人可能資不抵債或者出現嚴重財務困難)顯示本集團將無法按發票之原定條款收回所有到期款項，本集團會作出減值準備。應收賬款的賬面值會通過使用備抵賬戶而減少。減值債務一經評估為無法收回時即會取消確認。

按成本列賬之資產

如有客觀證據顯示，因公平值不能可靠計量而未按公平值列賬之非上市股本工具出現減值虧損，虧損數額將按該資產的賬面值與按同類財務資產當時的市場回報率折現之估計未來現金流量的現值之間之差額計量。該等資產之減值虧損不予撥回。

2.4 Summary of significant accounting policies (Continued)**Impairment of financial assets (Continued)***Assets carried at amortised cost (Continued)*

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

In relation to trade receivables, a provision for impairment is made when there is objective evidence (such as the probability of insolvency or significant financial difficulties of the debtor) that the Group will not be able to collect all of the amounts due under the original terms of an invoice. The carrying amount of the receivables is reduced through the use of an allowance account. Impaired debts are derecognised when they are assessed as uncollectible.

Assets carried at cost

If there is objective evidence that an impairment loss on an unquoted equity instrument that is not carried at fair value because its fair value cannot be reliably measured has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset. Impairment losses on these assets are not reversed.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

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2.4 主要會計政策概要(續)

財務資產減值(續)

可供出售財務資產

如可供出售資產出現減值，則一筆款項會自權益轉撥至收益表，數額為該資產之成本(扣除任何本金付款及攤銷)與其當時公平值之間之差額，減先前於收益表中確認之任何減值虧損。列為可供出售類別之股本工具之減值虧損不會透過收益表轉回。

如債務工具的公平值增加可客觀地連繫至某件於減值虧損於收益表確認後發生之事件，債務工具之減值虧損透過損益表撥回。

取消確認財務資產

財務資產(或(如適用)一項財務資產之一部分或一組同類財務資產的一部分)在下列情況下將取消確認：

- 收取該項資產所得現金流量之權利經已屆滿；
- 本集團保留收取該項資產所得現金流量之權利，但須根據一項「轉移」安排，在未有嚴重延緩之情況下，就有關權利全數承擔向第三方付款之責任；或

2.4 Summary of significant accounting policies (Continued)

Impairment of financial assets (Continued)

Available-for-sale financial assets

If an available-for-sale asset is impaired, an amount comprising the difference between its cost (net of any principal payment and amortisation) and its current fair value, less any impairment loss previously recognised in the income statement, is transferred from equity to the income statement. Impairment losses on equity instruments classified as available for sale are not reversed through the income statement.

Impairment losses on debt instruments are reversed through the income statement, if the increase in fair value of the instrument can be objectively related to an event occurring after the impairment loss was recognised in the income statement.

Derecognition of financial assets

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

- the rights to receive cash flows from the asset have expired;
- the Group retains the rights to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a "pass-through" arrangement; or

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

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2.4 主要會計政策概要(續)**取消確認財務資產(續)**

- 本集團已轉讓其收取該項資產所得現金流量的權利，並(a)已轉讓該項資產的絕大部分風險及回報；或(b)並無轉讓或保留該項資產絕大部分風險及回報，但已轉讓該項資產的控制權。

凡本集團轉讓其收取該項資產所得現金流量之權利，但並無轉讓或保留該項資產的絕大部分風險及回報，且並無轉讓該項資產之控制權，該項資產將確認入賬，條件為本集團須持續涉及該項資產。

按攤銷成本入賬之金融負債(包括附息銀行借款)

金融負債包括應付貿易賬款及應付票據、其他應付及應計款項及附息銀行借款首先按公平值減直接交易成本列賬，隨後以實際利息法按攤銷成本計量，倘貼現的影響並不重大，則按成本列賬。

當解除確認負債及在攤銷過程中，收益及虧損會於收益表確認。

2.4 Summary of significant accounting policies (Continued)**Derecognition of financial assets (Continued)**

- the Group has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Where the Group has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the Group's continuing involvement in the asset.

Financial liabilities at amortised cost (including interest-bearing bank borrowings)

Financial liabilities including trade and bills payables, other payables and accruals, and interest-bearing bank borrowings are initially stated at fair value less directly attributable transaction costs and are subsequently measured at amortised cost, using the effective interest method unless the effect of discounting would be immaterial, in which case they are stated at cost.

Gains and losses are recognised in the income statement when the liabilities are derecognised as well as through the amortisation process.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

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2.4 主要會計政策概要(續)

財務擔保合同

屬香港會計準則第39號範圍內之財務擔保合同乃按金融負債列賬。財務擔保合同首先以公平值加直接應佔收購或發行財務擔保合同之交易成本確認，惟該合同按公平值透過損益確認除外。於首次確認後，本集團以(i)根據香港會計準則第37號撥備、或然負債及或然資產釐定之金額；及(ii)首次確認之金額減(如適合)根據香港會計準則第18號收益確認之累計攤銷兩者中之較高者計算財務擔保合同之賬面值。

取消確認金融負債

當負債之義務已被履行、取消或屆滿，該金融負債會予取消確認。

由同一貸款人改以重大不同條款代替之現存金融負債，或現存負債條款經重大修改，有關轉換或修訂被視作取消確認原來負債，並確認新負債，有關賬面值之差異於收益表內確認。

2.4 Summary of significant accounting policies (Continued)

Financial guarantee contracts

Financial guarantee contracts in the scope of HKAS 39 are accounted for as financial liabilities. A financial guarantee contract is recognised initially at its fair value plus transaction costs that are directly attributable to the acquisition or issue of the financial guarantee contract, except when such contract is recognised at fair value through profit or loss. Subsequent to initial recognition, the Group measures the financial guarantee contract at the higher of: (i) the amount determined in accordance with HKAS 37 *Provisions, Contingent Liabilities and Contingent Assets*; and (ii) the amount initially recognised less, when appropriate, cumulative amortisation recognised in accordance with HKAS 18 *Revenue*.

Derecognition of financial liabilities

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

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

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

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2.4 主要會計政策概要(續)**存貨**

存貨乃按成本與可變現淨值兩者中之較低者入賬。成本按加權平均基準釐定。如屬在製品及製成品，成本包括直接原料、直接勞工及按適當比例計算之間接成本。可變現淨值指估計售價減任何在完成及出售時產生之估計成本。

現金及現金等值項目

就綜合現金流量表而言，現金及現金等值項目乃指手頭現金及活期存款，以及可隨時轉換為已知現金數額、價值改變之風險不高並於購入後三個月內到期之短期及高度流動投資，減去須按要求償還之銀行透支，並為本集團現金管理重要一環。

就資產負債表而言，現金及銀行結存包括用途不受限制之手頭及銀行現金(包括定期存款)及性質類似現金之資產。

2.4 Summary of significant accounting policies (Continued)**Inventories**

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

Cash and cash equivalents

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

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

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

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2.4 主要會計政策概要(續)

撥備

倘若由於過往事項產生現有法定或推斷責任，而解除責任可能需要未來資源流出，且該責任之數額能可靠衡量，則會確認撥備。

當貼現影響重大時，已確認的撥備數額為預期解除責任所需的未來支出於結算日的現值。隨時間流逝而產生的貼現現值增加將計入收益表的融資成本。

本集團就若干產品所提供之產品保證撥備乃根據過往經驗及於結算日履行現時責任所需支出的最佳評估確認，並貼現成現值(如適用)。

所得稅

所得稅包括當期及遞延稅項。所得稅乃於收益表確認，或如其關於在同一期間或不同期間直接在權益確認之項目，則在權益確認。

當期及過往期間的當期稅項資產及負債按預期已付予稅務當局或獲退回之數額計量。

2.4 Summary of significant accounting policies (Continued)

Provisions

A provision is recognised when a present obligation (legal or constructive) has arisen as a result of a past event and it is probable that a future outflow of resources will be required to settle the obligation, provided that a reliable estimate can be made of the amount of the obligation.

When the effect of discounting is material, the amount recognised for a provision is the present value at the balance sheet date of the future expenditures expected to be required to settle the obligation. The increase in the discounted present value amount arising from the passage of time is included in finance costs in the income statement.

Provisions for product warranties granted by the Group on certain products are recognised based on past experience and best estimate of the expenditure required to settle the obligation at the balance sheet date, and are discounted to their present values as appropriate.

Income tax

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

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

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

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2.4 主要會計政策概要(續)**所得稅(續)**

遞延稅項使用負債法，於結算日就資產與負債稅基與財務申報面賬面值之間所有暫時差額作出撥備。

遞延稅項負債乃就所有應課稅暫時差額確認：

- 惟倘遞延稅項負債乃來自商譽或首次確認交易(業務合併除外)資產或負債，且交易時並不影響會計溢利及應課稅溢利或虧損，則另作別論；及
- 就與附屬公司及聯營公司之投資有關之應課稅暫時差額確認，惟倘可控制沖回暫時差額之時間及於可見未來暫時差額將不會沖回之情況下，則另作別論。

2.4 Summary of significant accounting policies (Continued)**Income tax (Continued)**

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

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

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

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

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2.4 主要會計政策概要(續)**所得稅(續)**

在有可扣稅暫時差額、承前之未動用稅項資產及未動用稅項虧損可供用於抵銷應課稅溢利之情況下，遞延稅項資產乃就所有可扣稅之暫時差額、承前之未動用稅項資產及未動用稅項虧損確認：

- 惟倘遞延稅項資產關於首次確認交易(業務合併除外)資產或負債產生之可扣稅暫時差額，且交易時並不影響會計溢利及應課稅溢利或虧損則另作別論；及
- 就與附屬公司及聯營公司之投資有關之可扣稅暫時差額而言，只會在於可見未來可沖回暫時差額及有應課稅溢利可供用於抵銷暫時差額之情況下，才會確認遞延稅項資產。

於每個結算日均會審閱遞延稅項資產之賬面值，及倘不再可能有足夠之應課稅溢利以動用全部或部分遞延稅項資產，則會減低遞延稅項資產。相反，如可能有足夠應課稅溢利以動用全部或部分遞延稅項資產，則確認之前未確認之遞延稅項資產。

2.4 Summary of significant accounting policies (Continued)**Income tax (Continued)**

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

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

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

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

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2.4 主要會計政策概要(續)

所得稅(續)

遞延稅項資產及負債按變現資產或償還負債期間預計適用稅率計算，而預計之適用稅率乃按結算日已頒行或大致上已頒行之稅率(及稅法)釐定。

當有法定可執行權利可將即期稅項資產與即期稅項負債抵銷，而遞延稅項涉及同一應課稅企業及同一稅務機關，遞延稅項資產與遞延稅項負債可互相抵銷。

收入確認

收入乃於可能有經濟利益將流向本集團及收入能可靠衡量時按下列基準確認：

- (a) 於貨品出售時，在擁有權之主要風險及回報轉嫁至買家時入賬，惟本集團須不再保持擁有權一般所涉及之管理或已售貨品之實際控制權；
- (b) 服務費收入，於提供服務後確認；

2.4 Summary of significant accounting policies (Continued)

Income tax (Continued)

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

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

Revenue recognition

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

- (a) from the sale of goods, when the significant risks and rewards of ownership have been transferred to the buyer, provided that the Group maintains neither managerial involvement to the degree usually associated with ownership, nor effective control over the goods sold;
- (b) service fee income, when the services have been rendered;

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

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2.4 主要會計政策概要(續)

收入確認(續)

- (c) 利息收入，使用實際利率法按應計基準，以可將金融工具預期年期之估計日後現金回報貼現至該金融資產賬面淨值之比率計算；及
- (d) 股息收入，當已確立股東收取款項之權利。

僱員福利

以股份為基礎支付交易

本公司設有認股權計劃，旨在向為本集團營運成功作出貢獻之合資格參與者提供獎勵與回報。本集團僱員(包括董事)以股份為基礎支付交易形式收取薪酬，據此，僱員提供服務作為股權工具之代價(「股權支付交易」)。

僱員進行股權支付交易之成本乃參考有關工具獲授出當日之公平值計算。該公平值乃以二項式期權定價模式計算，進一步詳情請參閱財務報表附註31。在計算股權支付交易之價值時，並無考慮任何表現條件，惟不包括與本公司股份價格掛鈎之條件(「市場條件」)(如適用)。

2.4 Summary of significant accounting policies (Continued)

Revenue recognition (Continued)

- (c) interest income, on an accrual basis using the effective interest method by applying the rate that discounts the estimated future cash receipts through the expected life of the financial instrument to the net carrying amount of the financial asset; and
- (d) dividend income, when the shareholders' right to receive payment has been established.

Employee benefits

Share-based payment transactions

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

The cost of equity-settled transactions with employees is measured by reference to the fair value at the date at which they are granted. The fair value is determined using a binomial model, further details of which are given in note 31 to the financial statements. In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of the shares of the Company ("market conditions"), if applicable.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

2.4 主要會計政策概要(續)**僱員福利(續)****以股份為基礎支付交易(續)**

股權支付交易之成本連同股本之相應上調於表現及／或服務條件得以達成之期間內確認入賬，直至有關僱員可獲全數金額時(「歸屬日期」)為止。於各結算日直至歸屬日期為止就股權支付交易確認入賬之累計開支反映歸屬已屆滿程度及本集團對將最終歸屬之股權工具數目作出之最佳估計。於某一階段在損益表中扣除或計入指於該期間初及終已確認之累計開支。

就並無最終歸屬之獎勵之開支將不予確認，惟須待某項市場條件達成後方可歸屬之有關金額則除外，而該等金額將作為已歸屬處理，不論該項市場條件是否得以達成，條件為所有其他表現條件均已達成。

倘若修改股權支付獎勵之條款，則最低支出乃假設並無修改條款確認。此外，倘若出現任何變動，而該等變動增加以股份為基礎付款安排之公平值總額，或按照修改之日之計量產生有利於僱員之變動，則需確認支出。

2.4 Summary of significant accounting policies (Continued)**Employee benefits (Continued)****Share-based payment transactions (Continued)**

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

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

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

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
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2.4 主要會計政策概要(續)

僱員福利(續)

以股份為基礎支付交易(續)

倘若取消股權支付獎勵之條款，則按如同於取消之日已歸屬處理，並即時確認尚未為獎勵確認之任何支出。然而，倘若以新獎勵取代被取消之獎勵，並於授予之日指定為取代之獎勵，則如同前一段所述視為原有獎勵之變動，就被取消之獎勵及新獎勵進行會計處理。

當未行使之認股權之攤薄影響於每股盈利之計算中已反映為額外之股份攤薄。

本集團已採納香港財務報告準則第2號有關以股權支付獎勵之過渡性條文，香港財務報告準則第2號僅應用於二零零二年十一月七日之後授出但於二零零五年四月一日尚未歸屬之以股權支付獎勵，以及二零零五年四月一日或之後授出之以股權支付獎勵。

2.4 Summary of significant accounting policies (Continued)

Employee benefits (Continued)

Share-based payment transactions (Continued)

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

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

The Group has adopted the transitional provisions of HKFRS 2 in respect of equity-settled awards and has applied HKFRS 2 only to equity-settled awards granted after 7th November, 2002 that had not vested by 1 April 2005 and to those granted on or after 1 April 2005.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

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For the year ended 31st March, 2007

2.4 主要會計政策概要(續)**僱員福利(續)****退休金計劃**

本集團根據強制性公積金計劃條例設立一項界定供款之強制性公積金退休福利計劃(「強積金計劃」)，為合資格僱員參與強積金計劃。供款按僱員基本薪金的某一百分比作出，並根據強積金計劃之規則於應予支付時在損益表扣除。強積金計劃之資產與本集團的其他資產分開處理，由一獨立管理之基金持有。在向強積金計劃供款時，本集團僱主供款將全數歸屬於僱員所有。

本集團於中國內地營運附屬公司之僱員須參與一項由當地市政府管理之中央退休金計劃。該等附屬公司須按彼等薪金成本之14%，向該中央退休金計劃作出供款。該供款根據中央退休金計劃之規則，於應付時在損益表內扣除。

2.4 Summary of significant accounting policies (Continued)**Employee benefits (Continued)****Pension schemes**

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

The employees of the Group's subsidiaries which operate in Mainland China are required to participate in a central pension scheme operated by the local municipal government. These subsidiaries are required to contribute 14% of their payroll costs to the central pension scheme. The contributions are charged to the income statement as they become payable in accordance with the rules of the central pension scheme.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
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2.4 主要會計政策概要(續)

股息

董事建議派發之末期股息另行於資產負債表分類為股權部分之保留溢利分配，直至於股東大會上獲得股東批准為止。股息於獲得股東批准及宣派後即會確認為負債。

由於本公司之組織章程大綱及細則授權董事宣派中期股息，因此，中期股息在建議之同時作出宣派。故此，中期股息於建議及宣派時即確認為負債。

外幣

該等財務報表乃以港元呈列，港元為本公司之功能及呈列貨幣。本集團各企業釐定其本身之功能貨幣，列入各企業財務報表之項目乃採用功能貨幣計量。外幣交易初步採用交易日適用之功能貨幣匯率記錄。以外幣列值之貨幣性資產及負債於結算日按適用之功能貨幣之匯率重新換算。所有差額均計入損益表。非貨幣性項目按外幣之過往成本計量，並採用最初交易日之匯率換算。以外幣列值之非貨幣性項目按公平值計量，並以釐定公平值當日適用之匯率換算。

2.4 Summary of significant accounting policies (Continued)

Dividends

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

Interim dividends are simultaneously proposed and declared, because the Company's memorandum and articles of association grant the directors the authority to declare interim dividends. Consequently, interim dividends are recognised immediately as a liability when they are proposed and declared.

Foreign currencies

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

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

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2.4 主要會計政策概要(續)**外幣(續)**

若干海外附屬公司及聯營公司之功能貨幣為港元以外貨幣。於結算日，該等企業之資產及負債按結算日適用之匯率換算為本公司之呈列貨幣，而該等企業之損益表按本年度之加權平均匯率換算為港元。所產生之匯兌差額計入匯兌儲備。出售海外企業時，於權益中確認與該具體海外業務有關之遞延累積款項計入損益表。

就綜合現金流量表而言，海外附屬公司之現金流量乃以現金流動日期適用之匯率換算為港元。海外附屬公司於年內產生之經常性現金流量以年內之加權平均匯率換算為港元。

2.4 Summary of significant accounting policies (Continued)**Foreign currencies (Continued)**

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

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

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

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3. 主要會計判斷及估計

判斷

於應用本集團之會計政策過程中，除所涉及之估計外，管理層須作出以下判斷，其對於財務報表中確認之金額會造成極重大之影響：

(a) 減值虧損／撥備

(i) 非金融資產

於釐定資產有否出現減值或過往導致資產減值之事件不再存在時，本集團須作出判斷，特別是評估(1)有否出現可能影響資產價值之事件或影響資產價值之該等事件已不存在；(2)資產賬面值是否獲得日後現金流量現值淨額支持，而日後現金流量按持續使用資產評估或剔除確認估計；及(3)編製現金流量預測所用合適主要假設包括現金流量預測是否以合適比率折算。倘管理層所選用以決定減值水平之假設(包括日後現金流量之金額及時間、現金流量預測所用折算率或增長率假設)有變，可對減值檢測所用現值淨額構成重大影響。

3. Significant accounting judgements and estimates

Judgements

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

(a) Impairment losses/allowances

(i) Non-financial assets

The Group has to exercise judgement in determining whether an asset is impaired or the event previously causing the asset impairment no longer exists, particularly in assessing: (1) whether an event has occurred that may affect the asset value or such event affecting the asset value has not been in existence; (2) whether the carrying value of an asset can be supported by the net present value of future cash flows which are estimated based upon the continued use of the asset or derecognition; and (3) the appropriate key assumptions to be applied in preparing cash flow projections including whether these cash flow projections are discounted using an appropriate rate. Changing the assumptions selected by management to determine the level of impairment, including the amounts and timing of future cash flows, the discount rate or growth rate assumptions in the cash flow projections, could materially affect the net present value used in the impairment test.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

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3. 主要會計判斷及估計(續)**判斷(續)****(a) 減值虧損/撥備(續)****(ii) 金融資產 - 貸款及應收賬款**

本集團之應收賬款(包括應收貿易賬款及其他應收賬款、以及應收聯營公司賬款)之減值虧損以評估各項應收賬款之可收回性及賬齡分析及管理層之判斷為基準而釐定。評估此等應收賬款之最終變現需要使用一定程度的判斷,包括目前信譽及過往各客戶收回款項的記錄。倘本集團客戶之財務狀況變差,導致其支付能力出現減弱,則可能須作出額外撥備。

3. Significant accounting judgements and estimates (Continued)**Judgements (Continued)****(a) Impairment losses/allowances (Continued)****(ii) Financial assets - Loans and receivables**

The impairment loss of the Group's receivable balances (including trade and other receivables, and amounts due from associates) is determined based on the evaluation of the collectibility and aging analysis of each receivable and on management's judgements. A considerable amount of judgement is required in assessing the ultimate realisation of the receivable, including the current creditworthiness and the past repayment history of each debtor. If the financial conditions of debtors of the Group were to deteriorate, resulting in an impairment of their abilities to make payments, additional allowances may be required.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

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3. 主要會計判斷及估計(續)

判斷(續)

(a) 減值虧損/撥備(續)**(iii) 金融資產 — 可供出售投資**

就可供出售之金融資產而言，如果其公平值嚴重地或持續地低於其成本，需考慮其存在減值之客觀證據。於釐定是否公平值已嚴重地或持續地下跌，需作出判斷。於作出判斷時，有關市場波動之過往資料，以及特定投資之價格需考慮。本集團亦會考慮其他因素，如行業及業界表現及有關該發行人之財務資料。

3. Significant accounting judgements and estimates (Continued)

Judgements (Continued)

(a) Impairment losses/allowances (Continued)**(iii) Financial assets — Available-for-sale investments**

For available-for-sale financial assets, a significant or prolonged decline in fair value below cost is considered to be an objective evidence of impairment. Judgement is required when determining whether a decline in fair value has been significant or prolonged. In making this judgement, the historical data on market volatility as well as the price of the specific investment are taken into account. The Group also considers other factors, such as industry and sector performance and financial information regarding the issuer.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

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3. 主要會計判斷及估計(續)**判斷(續)****(b) 遞延開發成本**

年內，本集團因開發新產品之項目而產生支出。僅於本集團可證明完成無形資產以供使用或銷售的技術可行性、其完成意圖以及使用或出售資產的能力、資產如何產生未來經濟利益、可否獲得完成項目所需資源及能否可靠計量開發支出時，方可撥作資本及遞延。產品開發支出如未符合以上條件，則於發生時列作開支。

本集團之管理層會於各結算日按個別項目基準審核項目，並評估完成項目之技術可行性、使用或出售正在開發資產之能力、及未來經濟利益之金額及時間。判斷須評估該等緣由，並釐定本集團遞延開發成本之資本化及攤銷金額。

3. Significant accounting judgements and estimates (Continued)**Judgements (Continued)****(b) Deferred development costs**

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

Management of the Group reviews its projects and assesses the technical feasibility of completing the projects, the ability to use or sell the assets being developed, and the amounts and timing of future economic benefits, on a project-by-project basis at each balance sheet date. Judgements are required to evaluate these attributes, and determine the capitalisation and amortisation of deferred development costs of the Group.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

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3. 主要會計判斷及估計(續)

判斷(續)

(c) 所得稅

管理層於釐定所得稅撥備時須就若干交易之日後稅務處理方式作出重大判斷。本集團會審慎評估交易之稅務涵義，並相應地作出稅項撥備。有關交易之稅務處理方式會定期重新考慮以計及所有稅務法例之變動。

3. Significant accounting judgements and estimates (Continued)

Judgements (Continued)

(c) *Income taxes*

Significant management judgements on the future tax treatment of certain transactions are required in determining income tax provisions. The Group carefully evaluates tax implications of transactions and tax provisions are set up accordingly. The tax treatment of such transactions is reconsidered periodically to take into account all changes in tax legislation.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

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3. 主要會計判斷及估計(續)**估計之不確定性**

本集團於結算日會對日後及其他主要來源之估計不確定性作出重大假設，很大機會導致下個財政年度之資產與負債之賬面值須作出重大調整之假設如下。

(a) 貸款及應收賬款之減值撥備

本團會定期檢討其應收貿易賬款及其他應收賬款(包括應收聯營公司款項)以評估減值。於釐定是否應於財務報表中計入減值虧損時，本集團考慮是否有任何明顯資料顯示，存在個別應收賬款或一組應收貿易賬款及其他應收賬款(類似特點)之估計未來現金流量大幅下跌。是項證據可能包括明顯資料顯示，集團一位或多位客戶之付款情況、國家或地方經濟狀況發生不利變動。管理層根據具有類似信貸風險特點之客戶過往虧損經驗，及預期其未來現金流量出現減值之客觀證據進行估計。估計未來現金流量之金額及時機採用之方法及假設須定期檢討，以減少估計虧損及實際虧損之任何差異。倘估計現金流量之現值淨額有別於以往計算金額，須對估計之減值撥備作出修訂。

3. Significant accounting judgements and estimates (Continued)**Estimation uncertainty**

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

(a) Impairment allowances on loans and receivables

The Group regularly reviews its trade and other receivables (including the amounts due from associates) to assess impairment. In determining whether an impairment loss should be recorded in the income statement, the Group considers whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows from an individual receivable balance, or a portfolio of trade and other receivables (of similar characteristics). This evidence may include observable data indicating that there has been an adverse change in the payment status of a customer, or customers in a group, or national or local economic conditions. Management uses estimates based on historical loss experience for customers with similar credit risk characteristics, and objective evidence of impairment when scheduling its future cash flows. The methodology and assumptions used for estimating both the amount and timing of future cash flows are reviewed regularly to reduce any differences between loss estimates and actual loss experience. To the extent that the net present value of estimated cash flows differs from previous calculation, the impairment allowances estimated would be changed.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

3. 主要會計判斷及估計(續)**估計之不確定性(續)****(b) 存貨之減值撥備**

本集團管理層於各結算日檢討其存貨項目，並就不再適用於生產之陳舊及滯銷存貨項目作出撥備。管理層估計，有關製成品及在製品之可變現淨值主要根據最近期之發票價格及現行市況而釐定。本集團於各結算日按產品基準進行存貨盤點，並就陳舊項目作出撥備。倘市況惡化，導致本集團存貨項目之可變現淨值下跌，則可能須作出額外撥備。

(c) 非金融資產之減值測試

本集團最少每年一次釐定資產是否出現減值，須估計資產獲分配之現金產生單位之使用價值。估計使用價值要求本集團對資產或現金產生單位之預期未來現金流量作出估計，亦須選擇合適之貼現率以計算該等現金流量之現值。所採用之估計未來現金流量及／或貼現率變動將引致對以往作出之估計減值撥備進行調整。

3. Significant accounting judgements and estimates (Continued)**Estimation uncertainty (Continued)****(b) Impairment provision on inventories**

Management of the Group reviews the Group's inventory items at each balance sheet date, and makes provision for obsolete and slow-moving inventory items that are no longer suitable for use in production. Management estimates the net realisable value for such finished goods and work in progress based primarily on the latest invoice prices and current market conditions. The Group carries out an inventory review on a product-by-product basis at each balance sheet date and makes provision for obsolete items. If the market conditions were to deteriorate, resulting in a decrease in the net realisable value of the Group's inventory items, additional provision may be required.

(c) Impairment test of non-financial assets

The Group determines whether an asset is impaired at least on an annual basis. This requires an estimation of the value in use of the cash-generating unit to which the asset is allocated. Estimating the value in use requires the Group to make an estimate of the expected future cash flows from the asset or the cash-generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows. A change in the estimated future cash flows and/or the discount rate applied will result in an adjustment to the estimated impairment provision previously made.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

3. 主要會計判斷及估計(續)**估計之不確定性(續)****(d) 估計可供出售投資之公平值**

一般而言，公平值估計屬主觀性質，乃於特定時間點按金融工具之特點及相關市場資料作出估計。如可獲得，公平值最合適之計算方式乃市場報價。對大多數金融工具而言，缺乏規範之第二市場，尤其是與之掛鈎之非上市股權工具及衍生工具，須以交付無市場報價之股權工具交收，但無法取得直接市場報價。因此，有關工具之公平值估計乃採用現有市場參數基於完善之估值方法計算。此外，公平值估計乃於報告日適用之理論價值，故僅可作為未來銷售之可變現價值之指標。所採用假設之變動可對該等估計及得出之公平值產生重大影響。倘合理公平值估計之範圍廣泛，多項估計之可能性無法合理評估，工具將按成本值計量。本集團之非上市股權投資於二零零七年三月三十一日之賬面淨值為26,094,000港元(二零零六年：27,869,000港元)。進一步詳情載於財務報表附註19。

3. Significant accounting judgements and estimates (Continued)**Estimation uncertainty (Continued)****(d) Estimation of fair value of available-for-sale investments**

Fair value estimates are generally subjective in nature, and are made as of a specific point in time based on the characteristics of the financial instruments and relevant market information. Where available, the most suitable measurement for fair value is the quoted market price. In the absence of organised secondary markets for most financial instruments, and in particular for unlisted equity instruments and derivatives that are linked to and must be settled by delivery of unquoted equity instruments, direct market prices are not available. The fair value estimate of such instruments was therefore calculated on the basis of well-established valuation techniques using current market parameters. In particular, the fair value estimate is a theoretical value applicable at a given reporting date, and hence can only be used as an indicator of value realisable in future sales. Changes in assumption used could significantly affect these estimates and the resulting fair values. If the range of reasonable fair value estimates is significant and the probabilities of the various estimates cannot be reasonably assessed, the instrument shall be measured at cost. The net carrying amount of the Group's unlisted equity investments at 31st March, 2007 was HK\$26,094,000 (2006: HK\$27,869,000). Further details are contained in note 19 to the financial statements.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

3. 主要會計判斷及估計(續)

估計之不確定性(續)

(e) 物業、廠房及設備等項目之可使用年期及剩餘價值

於釐定物業、廠房及設備等項目之可使用年期及剩餘價值時，本集團須考慮多項因素，如生產改變或改善，或產品之市場需求或資產之產能變化導致之技術或商業過時，資產之預期使用年期、預期自然損耗、資產之護理與維護、及資產之使用之法律或類似限制。估計資產之可使用年期乃基於本集團對以類似方式使用之類似資產之經驗。倘物業、廠房及設備等項目之估計可使用年期及／或剩餘價值有別於以往估計金額，則須另行進行折舊。於各財政年結日，須按情況變化對可使用年期及剩餘價值進行檢討。

3. Significant accounting judgements and estimates (Continued)

Estimation uncertainty (Continued)

(e) *Useful lives and residual values of items of property, plant and equipment*

In determining the useful lives and residual values of items of property, plant and equipment, the Group has to consider various factors, such as technical or commercial obsolescence arising from changes or improvements in production, or from a change in the market demand for the product or service output of the asset, expected usage of the asset, expected physical wear and tear, the care and maintenance of the asset, and legal or similar limits on the use of the asset. The estimation of the useful life of the asset is based on the experience of the Group with similar assets that are used in a similar way. Additional depreciation is made if the estimated useful lives and/or the residual values of items of property, plant and equipment are different from previous estimation. Useful lives and residual values are reviewed, at each financial year end date based on changes in circumstances.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

3. 主要會計判斷及估計(續)**估計之不確定性(續)****(f) 遞延開發成本之可使用年期**

開發成本乃根據財務報表附註2.4所述有關研發成本之會計政策予以資本化。釐定資本化金額須管理層對有關資產之預期未來現金產生單位、所採用之貼現率及預期產生利益年期作出假設。

於釐定其遞延開發成本之估計可使用年期及有關攤銷開支時，本集團須考慮多項因素，如預期產品之使用年期或銷售、預期產品改變或改善引致之技術或商業過時、及本集團對以類似方式使用或出售之類似產品之經驗。倘估計可使用年期有別於以往估計金額，則須對攤銷調高或調低。於各財政年度日期，須按情況變化對可使用年期進行檢討。

於二零零七年三月三十一日，資本化開發成本之賬面值之最佳估計為6,774,000港元(二零零六年：7,164,000港元)。

3. Significant accounting judgements and estimates (Continued)**Estimation uncertainty (Continued)****(f) Useful lives of deferred development costs**

Development costs are capitalised in accordance with the accounting policy for research and development costs in note 2.4 to the financial statements. Determining the amounts to be capitalised requires management to make assumptions regarding the expected future cash generation of the assets, discount rates to be applied and the expected period of benefits.

In determining the estimated useful lives and related amortisation expenses for its deferred development costs, the Group has to consider various factors, such as the expected usage or sale of products, the expected technical or commercial obsolescence arising from changes or improvements in products, and the experience of the Group with similar products that are used or sold in a similar way. Additional or less amortisation is made if the estimated useful lives are different from previous estimation. Useful lives are reviewed at each financial year date on changes in circumstances.

At 31st March, 2007, the carrying amount of capitalised development costs was HK\$6,774,000 (2006: HK\$7,164,000).

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

3. 主要會計判斷及估計(續)

估計之不確定性(續)

(g) 遞延稅項資產

倘有可能動用應課稅溢利抵銷虧損，遞延稅項資產須就所有未動用稅項虧損確認。管理層須根據可能時間及未來應課稅溢利之程度連同未來稅項計劃策略，對釐定可確認之遞延稅項資產金額作出重大判斷。於二零零七年三月三十一日，與已確認稅項虧損有關之遞延稅項資產之賬面值為417,000港元(二零零六年：72,000港元)。於二零零七年三月三十一日，未確認稅項虧損之金額為87,909,000港元(二零零六年：96,742,000港元)。進一步詳情載於財務報表附註29。

3. Significant accounting judgements and estimates (Continued)

Estimation uncertainty (Continued)

(g) *Deferred tax assets*

Deferred tax assets are recognised for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies. The carrying value of deferred tax assets relating to recognised tax losses at 31st March, 2007 was HK\$417,000 (2006: HK\$72,000). The amount of unrecognised tax losses at 31st March, 2007 was HK\$87,909,000 (2006: HK\$96,742,000). Further details are contained in note 29 to the financial statements.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

4. 分類資料

分類資料分為兩種方式呈列：(i)以業務分類劃分的主要分類呈列方式；及(ii)以地區分類劃分的次要分類呈列方式。

本集團之經營業務乃根據其業務性質及其所提供之產品及服務分開建立架構及管理。本集團各業務分類代表一個提供產品及服務的策略性業務單位，有關產品服務須受與其他業務分類之風險及回報不同之風險及回報之規限。業務分類之詳情概述如下：

- (a) 掌上電子產品分類為設計、製造及銷售各種掌上電子產品；及
- (b) 原件設計生產產品分類為設計、製造及銷售原件設計生產產品。

在釐定本集團的地區分類時，收入乃基於客戶所在地劃分而資產則以其所在地而劃分。

4. Segment information

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

The Group's operating businesses are structured and managed separately according to the nature of their operations and the products and services they provide. Each of the Group's business segments represents a strategic business unit that offers products and services which are subject to risks and returns that are different from those of the other business segments. Summary details of the business segments are as follows:

- (a) the electronic handheld products segment designs, manufactures and sells a range of electronic handheld products; and
- (b) the ODM products segment designs, manufactures and sells ODM products.

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

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

4. 分類資料(續)

(a) 業務分類

下表呈列本集團於截至二零零七年及二零零六年三月三十一日止年度之業務分類的收入、溢利及若干資產、負債及開支資料。

截至二零零七年 三月三十一日止年度	Year ended 31st March, 2007	掌上 電子產品 Electronic handheld products 千港元 HK\$'000	原件設計 生產產品 ODM products 千港元 HK\$'000	綜合總額 Consolidated 千港元 HK\$'000
分類收入： 銷售予外界客戶	Segment revenue: Sales to external customers	779,628	457,689	1,237,317
分類業績	Segment results	62,066	6,380	68,446
利息及股息收入 及未分配收益	Interest and dividend income and unallocated gains			15,084
未分配支出	Unallocated expenses			(4,178)
融資成本	Finance costs			(178)
應佔聯營公司虧損	Share of losses of associates			(1,393)
稅前溢利	Profit before tax			77,781
稅項	Tax			(17,873)
本年度溢利	Profit for the year			59,908

4. Segment information (Continued)

(a) Business segments

The following tables present revenue, profit and certain asset, liability and expenditure information for the Group's business segments for the years ended 31st March, 2007 and 2006.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

4. 分類資料(續)

(a) 業務分類(續)

截至二零零七年 三月三十一日止年度	Year ended 31st March, 2007	掌上 電子產品 Electronic handheld products 千港元 HK\$'000	原件設計 生產產品 ODM products 千港元 HK\$'000	綜合總額 Consolidated 千港元 HK\$'000
資產與負債	Assets and liabilities			
分類資產	Segment assets	331,902	170,105	502,007
聯營公司權益	Interests in associates			9,024
應收聯營公司賬款	Amounts due from associates			1,549
可供出售投資	Available-for-sale investments			26,209
按公平值記入 損益表之投資	Investments at fair value through profit or loss			41,211
未分配資產	Unallocated assets			279,351
資產總值	Total assets			859,351
分類負債	Segment liabilities	172,462	46,840	219,302
應付稅款	Tax payable			25,005
遞延稅項負債	Deferred tax liabilities			2,008
未分配負債	Unallocated liabilities			3,866
總負債	Total liabilities			250,181
其他分類資料：	Other segment information:			
折舊及攤銷	Depreciation and amortisation	22,321	7,631	29,952
未分配折舊	Unallocated depreciation	—	—	3,320
				33,272
資本開支	Capital expenditure	19,458	4,067	23,525
未分配資本開支	Unallocated capital expenditure	—	—	1,180
				24,705
出售物業、廠房及 設備等項目之收益	Gain on disposal of items of property, plant and equipment	(123)	(65)	(188)
存貨撥備	Provision for inventories	14,267	1,800	16,067
應收貿易賬款及其他 應收賬款減值	Impairment of trade and other receivables	330	—	330

4. Segment information (Continued)

(a) Business segments (Continued)

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

4. 分類資料(續)

(a) 業務分類(續)

截至二零零六年 三月三十一日止年度	Year ended 31st March, 2006	掌上 電子產品 Electronic handheld products 千港元 HK\$'000	原件設計 生產產品 ODM products 千港元 HK\$'000	綜合總額 Consolidated 千港元 HK\$'000
分類收入：	Segment revenue:			
銷售予外界客戶	Sales to external customers	851,022	639,735	1,490,757
分類業績	Segment results	38,885	26,466	65,351
利息及股息收入 及未分配收益	Interest and dividend income and unallocated gains			27,143
未分配支出	Unallocated expenses			(15,087)
融資成本	Finance costs			(1,136)
稅前溢利	Profit before tax			76,271
稅項	Tax			(21,880)
本年度溢利	Profit for the year			54,391

4. Segment information (Continued)

(a) Business segments (Continued)

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

4. 分類資料(續)

(a) 業務分類(續)

截至二零零六年
三月三十一日止年度

Year ended
31st March, 2006

資產與負債

分類資產
聯營公司權益
可供出售投資
遞延稅項資產
按公平值記入
損益表之投資
未分配資產

Assets and liabilities

Segment assets
Interests in associates
Available-for-sale investments
Deferred tax assets
Investments at fair value
through profit or loss
Unallocated assets

資產總值

Total assets

分類負債
應付稅款
遞延稅項負債
未分配負債

Segment liabilities
Tax payable
Deferred tax liabilities
Unallocated liabilities

總負債

Total liabilities

其他分類資料：

折舊及攤銷
資本開支
於損益表內確認之
遞延開發成本之減值
出售物業、廠房及
設備項目之虧損
存貨撥備
應收貿易賬款及
其他應收賬款之減值

Other segment information:

Depreciation and amortisation
Capital expenditure
Impairment of deferred
development costs recognised
in the income statement
Loss on disposal of items of
property, plant and equipment
Provision for inventories
Impairment of trade and
other receivables

掌上
電子產品
Electronic
handheld
products
千港元
HK\$'000

原件設計
生產產品
ODM
products
千港元
HK\$'000

綜合總額
Consolidated
千港元
HK\$'000

301,990	232,325	534,315
		4
		27,984
		300
		40,740
		251,597
		854,940

128,001	113,598	241,599
		11,406
		776
		1,311
		255,092

24,317	7,202	31,519
34,539	11,578	46,117
3,500	—	3,500
702	—	702
34,641	5,200	39,841
2,710	—	2,710

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

4. 分類資料(續)

(b) 地區分類

下表呈列本集團於截至二零零七年及二零零六年三月三十一日止年度之地區分類的收入及若干資產及支出資料。

	香港	中國	其他 亞洲市場 Other	北美洲	歐洲	中東	其他	綜合總額
	Hong Kong	Mainland China	Asian markets	North America	Europe	Middle East	Others	Consolidated
	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000
截至二零零七年三月三十一日止年度	Year ended 31st March, 2007							
分類收入：	Segment revenue:							
銷售予外界客戶	114,597	29,350	937,330	44,762	87,986	23,292	—	1,237,317
其他分類資料：	Other segment information:							
分類資產	558,020	301,117	214	—	—	—	—	859,351
資本開支	5,418	19,287	—	—	—	—	—	24,705
截至二零零六年三月三十一日止年度	Year ended 31st March, 2006							
分類收入：	Segment revenue:							
銷售予外界客戶	139,606	42,714	1,231,376	47,630	14,230	14,679	522	1,490,757
其他分類資料：	Other segment information:							
分類資產	601,314	253,415	211	—	—	—	—	854,940
資本開支	18,927	27,190	—	—	—	—	—	46,117

4. Segment information (Continued)

(b) Geographical segments

The following tables present revenue and certain asset and expenditure information for the Group's geographical segments for the years ended 31st March, 2007 and 2006.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

5. 收入、其他收入及收益

收入相等於本集團的營業額，即年內已出售貨品的發票價值淨額減去退貨及交易折扣的數額。

收入、其他收入及收益的分析如下：

5. Revenue, other income and gains

Revenue, which is also the Group's turnover, represents the net invoiced value of goods sold, after allowances for returns and trade discounts during the year.

An analysis of revenue, other income and gains is as follows:

		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
	附註 Note		
收入	Revenue		
銷售貨物	Sale of goods	1,237,317	1,490,757
其他收入	Other income		
服務費收入	Service fee income	5,270	10,625
銀行利息收入	Bank interest income	10,489	4,750
按公平值記入 損益表之利息收入	Interest income from investments at fair value through profit or loss	2,684	2,229
可供出售投資 股息收入	Dividend income from an available-for-sale investment	1,440	—
其他	Others	6,001	5,554
		25,884	23,158
收益	Gains		
出售一租賃物業 之收益	Gain on disposal of a leasehold property	—	19,375
出售一附屬公司 之收益	Gain on disposal of a subsidiary	33	789
按公平值記入 損益表之投資之 公平值收益，淨額	Fair value gains on investments at fair value through profit or loss, net	471	
其他	Others	266	—
		737	20,164
		26,621	43,322

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

6. 稅前溢利

本集團的稅前溢利已扣除/(計入)下列各項：

6. Profit before tax

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

			二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
		附註 Notes		
售出存貨成本	Cost of inventories sold		938,030	1,149,796
折舊	Depreciation	14	29,203	23,952
預付租賃款額之確認	Recognition of prepaid lease payments	15	251	223
研究及開發成本：	Research and development costs:			
已攤銷之遞延	Deferred development costs	16	3,818	7,344
開發成本	amortised			
本年度開支	Current year expenditure		70,406	71,016
遞延開發成本減值	Impairment of deferred development costs	16	—	3,500
			74,224	81,860
有關土地及樓宇	Minimum lease payments			
經營租賃的	under operating leases			
最低租賃支付	in respect of land			
	and buildings		12,194	9,683
核數師酬金	Auditors' remuneration		1,550	2,050
僱員福利開支	Employee benefits expense			
(包括董事	(including directors'			
酬金(附註8))：	remuneration (note 8)):			
薪酬及	Wages and salaries and			
實物利益	benefits in kind		186,064	188,355
以股權支付之	Equity-settled share option			
優先認股權支出	expense	31	715	1,085
退休計劃供款	Pension scheme contributions		6,646	5,673
減：已沒收之供款	Less: Forfeited contributions		(68)	(156)
退休計劃供款淨額*	Net pension scheme contributions*		6,578	5,517
			193,357	194,957

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

6. 稅前溢利(續)

6. Profit before tax (Continued)

		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
	附註 Notes		
匯兌差額，淨額	Foreign exchange differences, net	288	866
聯營公司權益減值	Impairment of interests in associates	3,928	2,822
應收貿易賬款及其他應收賬款減值	Impairment of trade and other receivables	330	2,710
存貨撥備	Provision for inventories	16,067	39,841
產品保證撥備	Product warranty provision	500	500
豁免應收一同系附屬公司款項	Waiver of an amount due from a fellow subsidiary	33	664
可供出售一投資減值	Impairment of an available-for-sale investment	19	10,000
按公平值記入損益表之投資之公平值虧損／(收益)，淨額	Fair value losses/(gains) on investments at fair value through profit or loss, net	(471)	2,265
出售物業、廠房及設備等項目的虧損／(收益)(不包括一租賃物業)，淨額	Loss/(gain) on disposal of items of property, plant and equipment (other than a leasehold property), net	(188)	702

* 於二零零七年三月三十一日，本集團可供用以削減其未來年度向其退休計劃供款之已沒收供款為68,000港元(二零零六年：156,000港元)。

* At 31st March, 2007, the Group had forfeited contributions of HK\$68,000 (2006: HK\$156,000) available to reduce its contributions to the pension schemes in future years.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

7. 融資成本

7. Finance costs

		本集團 Group	
		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
附息銀行借貸利息	Interest on interest-bearing bank borrowing	178	1,136

8. 董事酬金

8. Directors' remuneration

須根據香港聯合交易所有限公司主板證券上市規則(「上市規則」)及香港公司條例第161條須予披露年內董事酬金如下：

Directors' remuneration for the year, disclosed pursuant to the Rules Governing the Listing of Securities on the Main Board of the Stock Exchange of Hong Kong Limited (the "Listing Rules") and Section 161 of the Hong Kong Companies Ordinance, is as follows:

		本集團 Group	
		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
袍金	Fees	488	480
其他酬金：	Other emoluments:		
薪金、津貼及實物利益	Salaries, allowances and benefits in kind	9,535	9,943
與表現掛鈎之獎金	Performance related incentive payment	112	293
僱員優先認股權福利	Employee share option benefits	191	257
退休計劃供款	Pension scheme contributions	304	287
		10,142	10,780
		10,630	11,260

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

8. 董事酬金(續)

年內，若干董事已就彼等向本集團所提供的服務獲授予本公司優先認股權計劃項下的優先認股權，進一步詳情載於財務報表附註31。該等優先認股權的公平值乃於授出日期釐訂，並已於歸屬期內在損益賬內確認，而計入本年度財務報表的金額亦已包括於上文的董事酬金披露內。

(a) 獨立非執行董事

已於年內向獨立非執行董事支付的袍金如下：

容永祺榮譽勳章	Yung Wing Ki, Samuel MH
何國成	Ho Kwok Shing, Harris
王幹文	Wong Kon Man, Jason

於年內並無向獨立非執行董事支付其他酬金(二零零六年：無)。

8. Directors' remuneration (Continued)

During the year, certain directors were granted share options, in respect of their services to the Group, under the share option scheme of the Company, further details of which are set out in note 31 to the financial statements. The fair value of such options which has been recognised to the income statement over the vesting period, was determined as at the date of grant and the amount included in the financial statements for the current year is included in the above directors' remuneration disclosures.

(a) Independent non-executive directors

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

二零零七年	二零零六年
2007	2006
千港元	千港元
HK\$'000	HK\$'000
122	120
122	120
122	120
366	360

There were no other emoluments payable to the independent non-executive directors during the year (2006: Nil).

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

8. 董事酬金(續)

(b) 執行董事及一非執行董事

		袍金	薪金、 津貼及 實物利益	與表現 掛鈎之獎金	僱員優先 認股權福利	退休 計劃供款	總計
		Fees	Salaries, allowances and benefits in kind	Performance related incentive payment	Employee share option benefits	Pension scheme con- tributions	Total remune- ration
		千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000
二零零七年		2007					
執行董事：		Executive directors:					
譚偉豪 太平紳士	Tam Wai Ho, Samson JP	—	2,695	40	—	60	2,795
譚偉棠	Tam Wai Tong, Thomas	—	2,632	40	—	60	2,732
譚梅嘉慧	Tam Mui Ka Wai, Vivian	—	450	18	29	27	524
大谷和廣	Kazuhiro Otani	—	1,661	—	65	61	1,787
李冠雄	Lee Koon Hung	—	1,113	—	65	51	1,229
霍定洋	Fok Ting Yeung, James	—	984	14	32	45	1,075
		—	9,535	112	191	304	10,142
非執行董事：		Non-executive director:					
羅志聰	Lo Chi Chung, William	122	—	—	—	—	122
		122	9,535	112	191	304	10,264
二零零六年		2006					
執行董事：		Executive directors:					
譚偉豪 太平紳士	Tam Wai Ho, Samson JP	—	2,773	85	—	60	2,918
譚偉棠	Tam Wai Tong, Thomas	—	3,426	85	—	60	3,571
譚梅嘉慧	Tam Mui Ka Wai, Vivian	—	442	23	—	26	491
大谷和廣	Kazuhiro Otani	—	1,483	53	103	57	1,696
李冠雄	Lee Koon Hung	—	1,079	26	103	50	1,258
霍定洋	Fok Ting Yeung, James	—	740	21	51	34	846
		—	9,943	293	257	287	10,780
非執行董事：		Non-executive director:					
羅志聰	Lo Chi Chung, William	120	—	—	—	—	120
		120	9,943	293	257	287	10,900

於年內，並無董事訂立任何安排放棄或同意放棄任何酬金。

8. Directors' remuneration (Continued)

(b) Executive directors and a non-executive director

		袍金	薪金、 津貼及 實物利益	與表現 掛鈎之獎金	僱員優先 認股權福利	退休 計劃供款	總計
		Fees	Salaries, allowances and benefits in kind	Performance related incentive payment	Employee share option benefits	Pension scheme con- tributions	Total remune- ration
		千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000
二零零七年		2007					
執行董事：		Executive directors:					
譚偉豪 太平紳士	Tam Wai Ho, Samson JP	—	2,695	40	—	60	2,795
譚偉棠	Tam Wai Tong, Thomas	—	2,632	40	—	60	2,732
譚梅嘉慧	Tam Mui Ka Wai, Vivian	—	450	18	29	27	524
大谷和廣	Kazuhiro Otani	—	1,661	—	65	61	1,787
李冠雄	Lee Koon Hung	—	1,113	—	65	51	1,229
霍定洋	Fok Ting Yeung, James	—	984	14	32	45	1,075
		—	9,535	112	191	304	10,142
非執行董事：		Non-executive director:					
羅志聰	Lo Chi Chung, William	122	—	—	—	—	122
		122	9,535	112	191	304	10,264
二零零六年		2006					
執行董事：		Executive directors:					
譚偉豪 太平紳士	Tam Wai Ho, Samson JP	—	2,773	85	—	60	2,918
譚偉棠	Tam Wai Tong, Thomas	—	3,426	85	—	60	3,571
譚梅嘉慧	Tam Mui Ka Wai, Vivian	—	442	23	—	26	491
大谷和廣	Kazuhiro Otani	—	1,483	53	103	57	1,696
李冠雄	Lee Koon Hung	—	1,079	26	103	50	1,258
霍定洋	Fok Ting Yeung, James	—	740	21	51	34	846
		—	9,943	293	257	287	10,780
非執行董事：		Non-executive director:					
羅志聰	Lo Chi Chung, William	120	—	—	—	—	120
		120	9,943	293	257	287	10,900

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

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
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9. 五名最高薪僱員

年內五名最高薪僱員包括三名(二零零六年: 四名)董事, 其酬金詳情已載於上文附註8。本年度其餘兩名(二零零六年: 一名)最高薪非董事僱員的薪金詳情如下:

		本集團 Group	
		二零零七年 2007	二零零六年 2006
		千港元 HK\$'000	千港元 HK\$'000
薪金、津貼及實物利益	Salaries, allowances and benefits in kind	1,965	1,062
與表現掛鈎之獎金	Performance related incentive payment	474	49
僱員優先認股權福利	Employee share option benefits	72	58
退休計劃供款	Pension scheme contributions	91	46
		2,602	1,215

酬金介乎以下範圍之最高薪非董事僱員之人數如下:

		僱員人數 Number of employees	
		二零零七年 2007	二零零六年 2006
1,000,001港元至 1,500,000港元	HK\$1,000,001 to HK\$1,500,000	2	1

9. Five highest paid employees

The five highest paid employees during the year included three (2006: four) directors, details of whose remuneration are set out in note 8 above. Details of the remuneration of the remaining two (2006: one) non-director, highest paid employees for the year are as follows:

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

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

9. 五名最高薪僱員(續)

於年內，一名最高薪非董事僱員已就其向本集團所提供的服務獲授予優先認股權，進一步詳情載於財務報表附註31之披露內。該等優先認股權的公平值乃於授出日期釐訂，並已於歸屬期內在損益表內確認，而計入本年度財務報表的金額亦已包括於上文的最高薪非董事僱員酬金披露內。

9. Five highest paid employees (Continued)

During the year, share options were granted to a non-director, highest paid employee in respect of his services to the Group, further details of which are included in the disclosures in note 31 to the financial statements. The fair value of such options, which has been recognised to the income statement over the vesting period, was determined as at the date of grant and the amount included in the financial statements for the current year is included in the above non-director, highest paid employees' remuneration disclosures.

10. 稅項

香港利得稅撥備乃按本年度於香港產生之估計應課稅溢利以稅率17.5%(二零零六年：17.5%)計算。其他地區之應課稅溢利稅項乃根據本集團經營業務所在司法權區之現行法例、詮釋及慣例，按當地適用稅率計算。

10. Tax

Hong Kong profits tax has been provided at the rate of 17.5% (2006: 17.5%) on the estimated assessable profits arising in Hong Kong during the year. Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the jurisdictions in which the Group operates, based on existing legislation, interpretations and practices in respect thereof.

		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
本集團：	Group:		
本年度 — 香港	Current — Hong Kong		
本年度扣除	Charge for the year	11,727	9,670
以往年度撥備不足	Underprovision in prior years	3,980	1,086
本年度 — 其他地區	Current — Elsewhere	634	650
遞延(附註29)	Deferred (note 29)	1,532	10,474
本年度稅項扣除總額	Total tax charge for the year	17,873	21,880

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

10. 稅項(續)

適用於稅前溢利並以本公司及其附屬公司司法權區法定稅率計算之稅項支出與以實際稅率計算之稅項支出對賬，以及適用稅率(即法定稅率)與實際稅率之對賬如下：

本集團

		二零零七年 2007		二零零六年 2006	
		千港元 HK\$'000	%	千港元 HK\$'000	%
稅前溢利	Profit before tax	77,781		76,271	
按法定稅率17.5% (二零零六年17.5%) 計算之稅項	Tax at the statutory tax rate of 17.5% (2006: 17.5%)	13,612	17.5	13,347	17.5
特定省份或 地方當局較高稅率	Higher tax rate for specific provinces or local authority	64	0.1	56	0.1
過往期間就本期 稅項之調整	Adjustments in respect of current tax of previous periods	3,980	5.1	1,086	1.4
聯營公司應佔虧損	Losses attributable to associates	244	0.3	—	—
毋須納稅之收入 不可扣稅之開支	Income not subject to tax Expenses not deductible for tax	(5,186)	(6.7)	(1,440)	(1.9)
先前期間動用之 稅項虧損	Tax losses utilised from previous periods	(1,201)	(1.5)	—	—
並無確認之稅項虧損	Tax losses not recognised	—	—	676	0.9
其他	Others	396	0.5	23	—
按本集團實際稅率 計算之稅項	Tax charge at the Group's effective rate	17,873	23.0	21,880	28.7

10. Tax (Continued)

A reconciliation of the tax expense applicable to profit before tax using the statutory rates for the jurisdictions in which the Company and its subsidiaries are domiciled to the tax expense at the effective tax rates, and a reconciliation of the applicable rates (i.e., the statutory tax rates) to the effective tax rates, are as follows:

Group

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

10. 稅項(續)

於截至二零零六年三月三十一日止年度，香港稅務局(「稅務局」)就本集團若干附屬公司於1999/2000年至2004/2005年課稅年度進行稅務審查。由於稅務局仍對這些公司進行稅務審查，並已就1999/2000年及2000/2001年課稅年度發出保障性利得稅評估。本集團已向稅務局就保障性利得稅評估提出異議。根據稅務局發出之暫緩通知，本集團已繳納2000/2001年課稅年度之188,000港元利得稅並已購買總值達4,600,000港元之儲稅券。

1999/2000年及2000/2001年課稅年度之保障性利得稅評估主要與某些開支在評說上是否為可抵扣費用之爭論有關。稅務審查正進行中而尚未達成最後共識。本公司董事認為，經徵求稅務顧問之專業見議後，我們有合理理據反對爭議中的保障性評估，而因此，現時作出之撥備已足夠而稅務審核將不會產生重大額外稅項負債。

10. TAX (Continued)

During the year ended 31st March, 2006, the Hong Kong Inland Revenue Department (the "IRD") initiated a tax audit on certain group companies for the years of assessment from 1999/2000 to 2004/2005. As the IRD is still conducting the tax review on these companies, it has issued protective profits tax assessments to them for the years of assessment of 1999/2000 and 2000/2001. The Group has lodged objections with the IRD against the protective profits tax assessments. According to the holdover notice issued by the IRD, the Group has paid profits tax of HK\$188,000 for the year of assessment 2000/2001 and purchased Tax Reserve Certificates totalling HK\$4,600,000.

These protective profits tax assessments for the years of assessment of 1999/2000 and 2000/2001 mainly relate to a dispute over the deductibility of certain expenses for tax assessment purposes. The tax audit is in progress and a final settlement has not yet been reached. In the opinion of the directors of the Company, after taking professional advice from its tax adviser, there are reasonable grounds to object the protective assessments under dispute and accordingly, the existing provision made is adequate and the tax audit will not result in material additional tax liability.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

11. 本公司權益持有人應佔溢利

截至二零零七年三月三十一日止年度本公司權益持有人應佔綜合溢利包括一筆已列入本公司財務報表之溢利14,502,000港元(二零零六年:溢利113,969,000港元)(附註32(b))。

11. Profit attributable to equity holders of the Company

The consolidated profit attributable to equity holders of the Company for the year ended 31st March, 2007 includes a profit of HK\$14,502,000 (2006: profit of HK\$113,969,000) which has been dealt with in the financial statements of the Company (note 32(b)).

12. 股息**12. DIVIDENDS**

		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
中期 — 每股普通股 2.0港仙 (二零零六年: 2.0港仙)	Interim — HK2.0 cents (2006: HK2.0 cents) per ordinary share	23,952	23,952
末期 — 建議: 每股普通股 2.5港仙 (二零零六年: 3.0港仙)	Proposed final — HK2.5 cents (2006: HK3.0 cents) per ordinary share	29,940	35,928
		53,892	59,880

本年度之建議末期股息是有待於即將舉行之股東週年大會上獲得本公司股東批准後,方可作實。

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

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

13. 本公司普通股股權持有人應佔每股盈利

每股基本盈利乃根據本年度本公司股權持有人應佔溢利，及於本年度內之已發行普通股之加權平均數計算。

每股攤薄盈利乃根據本年度本公司普通股股權持有人應佔溢利計算，用作計算之發行股份加權平均數為年內已發行普通股之數目(與用作計算每股基本盈利之數目相同)，加上假定於已行使所有尚未行使之認股權時按零代價發行之普通股之加權平均數。

13. Earnings per share attributable to ordinary equity holders of the Company

The calculation of basic earnings per share amounts is based on the profit for the year attributable to ordinary equity holders of the Company, and the weighted average number of ordinary shares in issue during the year.

The calculation of diluted earnings per share amounts is based on the profit for the year attributable to ordinary equity holders of the Company. The weighted average number of ordinary shares used in the calculation is the number of ordinary shares in issue during the year, as used in the basic earnings per share calculation, and the weighted average number of ordinary shares assumed to have been issued at no consideration on the deemed exercise of all outstanding share options.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

13. 本公司普通股股權持有人應佔每股盈利(續)

13. Earnings per share attributable to ordinary equity holders of the Company (Continued)

每股基本及攤薄盈利乃按下列數據計算：

The calculations of basic and diluted earnings per share are based on:

		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
盈利	Earnings		
用作計算本公司 普通股股權持有人 應佔每股基本及 攤薄盈利之溢利	Profit attributable to ordinary equity holders of the Company, used in the basic and diluted earnings per share calculations	59,324	54,391
		股份數目 Number of shares	
		二零零七年 2007	二零零六年 2006
股份	Shares		
用作計算每股基本盈利 之年內已發行普通股 加權平均數	Weighted average number of ordinary shares in issue during the year used in the basic earnings per share calculations	1,197,613,029	1,200,919,429
具攤薄影響之普通股 (假定已在所有優先 認股權被認為以零代價 行使的情況下發行) 加權平均數	Weighted average number of ordinary shares assumed to have been issued at no consideration on the deemed exercise of all share options with dilutive effects	576,947	568,237
用作計算每股攤薄盈利 之普通股加權平均數	Weighted average number of ordinary shares for the purpose of diluted earnings per share calculations	1,198,189,976	1,201,487,666

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

14. 物業，廠房及設備

14. Property, plant and equipment

本集團

Group

		租賃土地 及樓宇 Leasehold land and buildings	物業裝修 Leasehold improvements	傢俱、 裝置及設備 Furniture, fixtures and equipment	廠房及機器 Plant and machinery	工具及工模 Toolings and moulds	汽車 Motor vehicles	在建工程 Construction in progress	總額 Total
		千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000
成本：	Cost:								
於二零零五年四月一日	At 1st April, 2005	173,198	26,432	83,688	108,519	86,175	8,636	—	486,648
添置	Additions	—	5,393	4,667	11,647	9,721	1,167	4,318	36,913
出售	Disposals	(110,415)	(7,454)	(5,419)	(625)	(2,667)	(250)	—	(126,830)
匯兌重列	Exchange realignment	1,072	377	808	2,149	471	66	—	4,943
於二零零六年三月三十一日 及二零零六年四月一日	At 31st March, 2006 and 1st April, 2006	63,855	24,748	83,744	121,690	93,700	9,619	4,318	401,674
添置	Additions	—	987	1,943	1,763	11,136	552	4,896	21,277
出售	Disposals	—	(448)	(190)	(2,613)	(1,317)	(242)	—	(4,810)
轉讓	Transfers	—	6,001	—	1,073	992	—	(8,066)	—
匯兌重列	Exchange realignment	3,421	1,047	2,568	7,611	1,476	227	296	16,646
於二零零七年三月三十一日	At 31st March, 2007	67,276	32,335	88,065	129,524	105,987	10,156	1,444	434,787
累計折舊：	Accumulated depreciation:								
於二零零五年四月一日	At 1st April, 2005	36,099	25,553	77,636	87,339	75,765	5,147	—	307,539
於本年度折舊撥備(附註6)	Depreciation provided during the year (note 6)	1,675	1,106	2,869	8,966	8,100	1,236	—	23,952
出售	Disposals	(23,756)	(6,885)	(5,222)	(617)	(2,661)	(250)	—	(39,391)
匯兌重列	Exchange realignment	209	341	766	1,690	397	46	—	3,449
於二零零六年三月三十一日 及二零零六年四月一日	At 31st March, 2006 and 1st April, 2006	14,227	20,115	76,049	97,378	81,601	6,179	—	295,549
於本年度折舊撥備(附註6)	Depreciation provided during the year (note 6)	1,329	2,602	2,893	11,370	9,668	1,341	—	29,203
出售	Disposals	—	(8)	(84)	(2,611)	(1,308)	(237)	—	(4,248)
匯兌重列	Exchange realignment	738	941	2,459	5,954	1,181	154	—	11,427
於二零零七年三月三十一日	At 31st March, 2007	16,294	23,650	81,317	112,091	91,142	7,437	—	331,931
賬面淨值：	Net book value:								
於二零零七年三月三十一日	At 31st March, 2007	50,982	8,685	6,748	17,433	14,845	2,719	1,444	102,856
於二零零六年三月三十一日	At 31st March, 2006	49,628	4,633	7,695	24,312	12,099	3,440	4,318	106,125

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

14. 物業，廠房及設備(續)

於結算日本集團租賃土地及樓宇之賬面淨值分析如下：

		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
於香港之中年期租賃	Medium term leases in Hong Kong	9,698	9,980
於中國大陸之中年期租賃	Medium term leases in Mainland China	41,284	39,648
		50,982	49,628

14. Property, plant and equipment (Continued)

The net book values of the Group's leasehold land and buildings at the balance sheet date are analysed as follows:

15. 預付租賃款額

		本集團 Group	
		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
於四月一日之賬面值	Carrying amount at 1st April	8,858	8,885
於本年度已確認(附註6)	Recognised during the year (note 6)	(251)	(223)
匯兌重列	Exchange realignment	607	196
於三月三十一日之賬面值	Carrying amount at 31st March	9,214	8,858
列入預付款項、按金及其他應收賬款之流動部分	Current portion included in prepayments, deposits and other receivables	(238)	(223)
非流動部分	Non-current portion	8,976	8,635

15. Prepaid lease payments

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

16. 遞延開發成本

16. Deferred development costs

		本集團 Group	
		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
於四月一日	At 1st April:		
成本	Cost	25,848	16,644
累計攤銷及減值	Accumulated amortisation and impairment	(18,684)	(7,840)
賬面淨值	Net carrying amount	7,164	8,804
於四月一日之成本， 減累計攤銷及減值	Cost, net of accumulated amortisation and impairment, at 1st April	7,164	8,804
增加－內部開發	Additions — internal development	3,428	9,204
年度攤銷撥備 (附註6)	Amortisation provided during the year (note 6)	(3,818)	(7,344)
年內減值(附註6)	Impairment during the year (note 6)	—	(3,500)
於三月三十一日	At 31st March	6,774	7,164
於三月三十一日	At 31st March:		
成本	Cost	29,276	25,848
累計攤銷及減值	Accumulated amortisation and impairment	(22,502)	(18,684)
賬面淨值	Net carrying amount	6,774	7,164

於二零零六年三月三十一日，董事對本集團之開發成本作出檢討並確認部分開發成本之有關製成品已過時而減值，因此，在該年度之綜合財務報表內已確認3,500,000港元之減值虧損。

At 31st March, 2006, the directors conducted a review of the Group's development costs and identified that certain development costs were impaired as the relevant finished goods were obsolete. Accordingly, an impairment loss of HK\$3,500,000 was recognised in the consolidated financial statements for that year.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

17. 於附屬公司之權益

17. Interests in subsidiaries

		本公司 Company	
		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
非上市投資，按成本	Unlisted investments, at cost	269,334	269,334
應收附屬公司賬款	Due from subsidiaries	761,381	886,770
應付附屬公司賬款	Due to subsidiaries	(187,707)	(275,886)
		843,008	880,218
減：減值	Less: Impairment	(269,334)	(269,334)
		573,674	610,884

除須於十二個月內償還之應收附屬公司賬款 29,940,000 港元（二零零六年：35,928,000 港元），應收及應付附屬公司賬款為無抵押，免息及無固定還款期。該等款項之賬面值於其公平值相若。

Except for amounts due from subsidiaries of HK\$29,940,000 (2006: HK\$35,928,000) which are repayable within twelve months, the amounts due from and to subsidiaries are unsecured, interest-free and have no fixed terms of repayment. The carrying amounts of these amounts due approximate to their fair values.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

17. 於附屬公司之權益(續)

主要附屬公司之詳情如下：

名稱 Name	註冊成立/ 註冊 及經營地點 Place of incorporation/ registration and operations	已發行普通股本/ 註冊股本面值 Nominal value of issued ordinary/ registered share capital	本公司應佔 股權之百分比 Percentage of equity attributable to the Company		主要業務 Principal activities
			直接 Direct	間接 Indirect	
集思科技實業有限公司 Concept Technology Industries Limited	香港 Hong Kong	100港元 HK\$100	—	100	投資控股 Investment holding
Favourable Outcome Limited*	英屬處女群島 (「英屬處女群島」) British Virgin Islands ("BVI")	1美元 US\$1	—	100	投資控股 Investment holding
東莞環亞高科電子有限公司 ^{(1)*} Global Asia High-tech Electronics Co Ltd ^{(1)*}	中國 The PRC	45,000,000港元 HK\$45,000,000	—	100	製造及銷售電子產品 Manufacture and trading of electronic products
Group Sense (China) Limited*	英屬處女群島 BVI	1美元 US\$1	100	—	投資控股 Investment holding
Group Sense (Dongguan) Limited*	英屬處女群島/中國 BVI/the PRC	10美元 US\$10	—	100	持有物業 Property holding
Group Sense (Holding) Limited*	英屬處女群島 BVI	3,000美元 US\$3,000	100	—	投資控股 Investment holding
Group Sense (S.E.A.) Limited*	英屬處女群島 BVI	1美元 US\$1	100	—	投資控股 Investment holding
權智數碼動力有限公司* Group Sense Cyberspace Limited*	薩摩亞 Samoa	100美元 US\$100	100	—	投資控股 Investment holding

17. Interests in subsidiaries (Continued)

Particulars of the principal subsidiaries are as follows:

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

17. 附屬公司權益(續)

17. Interests in subsidiaries (Continued)

名稱 Name	註冊成立/ 註冊 及經營地點 Place of incorporation/ registration and operations	已發行普通股本/ 註冊股本面值 Nominal value of issued ordinary/ registered share capital	本公司應佔 股權之百分比 Percentage of equity attributable to the Company		主要業務 Principal activities
			直接 Direct	間接 Indirect	
權智有限公司 Group Sense Limited	香港 Hong Kong	普通股 1,000港元 無投票權年息五厘 遞延股份 ⁽²⁾ 200,000港元 Ordinary shares HK\$1,000 Non-voting 5% deferred shares HK\$200,000 ⁽²⁾	—	100	設計及銷售電子產品 Design and trading of electronic products
Group Sense Manufactory Company Limited	英屬處女群島 /中國 BVI/the PRC	1美元 US\$1	—	100	提供電子產品 加工服務 Provisions of subcontracting services for electronic products
權智製造有限公司 Group Sense Manufactory Company Limited	香港 Hong Kong	2港元 HK\$2	—	100	投資控股 Investment holding
權智移動科技有限公司 Group Sense Mobile-Tech Limited	香港 Hong Kong	2港元 HK\$2	—	98.95	設計及銷售電子產品 Design and trading of electronic products
權智PDA控股有限公司 Group Sense PDA Holdings Limited	開曼群島 Cayman Islands	普通股 2,115,837美元 A類優先股 17,182美元 Ordinary shares US\$2,115,837 Series A Preferred shares US\$17,182	98.95	—	投資控股 Investment holding

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

17. 附屬公司權益(續)

17. Interests in subsidiaries (Continued)

名稱 Name	註冊成立/ 註冊 及經營地點 Place of incorporation/ registration and operations	已發行普通股本/ 註冊股本面值 Nominal value of issued ordinary/ registered share capital	本公司應佔 股權之百分比 Percentage of equity attributable to the Company		主要業務 Principal activities
			直接 Direct	間接 Indirect	
權智掌上電腦有限公司 Group Sense PDA Limited	香港 Hong Kong	100港元 HK\$100	—	98.95	設計及銷售 電子產品 Design and trading of electronic products
權智軟件科技(香港)有限公司 Group Sense Software Technology (Hong Kong) Limited	香港 Hong Kong	100港元 HK\$100	—	100	投資控股 Investment holding
株式会社 グループセンス Kabushiki Kaisha Group Sense *	日本 Japan	60,000,000日圓 Yen 60,000,000	—	100	設計及銷售電子產品 Design and trading of electronic products
Supreme Style Technology Limited*	英屬處女群島 BVI	100美元 US\$100	—	100	投資控股 Investment holding
廣東中大訊通軟件科技 有限公司 ⁽³⁾	中國 The PRC	人民幣20,000,000 RMB20,000,000	—	70	設計及銷售 電子產品及軟件 Design and trading of electronic product and software

附註：

- (1) 全外資公司。
- (2) 遞延股份並無附有獲派股息或接獲召開本公司任何股東大會之通告或出席任何股東大會或於大會上投票之權利，亦無權在清盤時參與任何分派。
- (3) 於中國大陸成立之有限責任公司。

* 並非由安永香港會計師事務所或安永國際之其他成員公司進行審核。

Notes:

- (1) Wholly-foreign-owned enterprise.
- (2) The deferred shares practically carry no rights to dividends or to receive notice of or to attend or vote at any general meeting of the company or to participate in any distribution on winding up.
- (3) Limited liability company established in Mainland China.

* Not audited by Ernst & Young Hong Kong or other Ernst & Young International member firms.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

17. 附屬公司權益(續)

上表載列董事認為對本集團之本年度業績有重大影響或組成本集團資產淨值之要部之附屬公司。董事認為，提供其他附屬公司之詳情將導致資料過於冗長。

17. Interests in subsidiaries (Continued)

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

18. 聯營公司之權益**18. Interests in associates**

		本集團 Group	
		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
分佔資產淨值	Share of net assets	533	12,004
收購商譽	Goodwill on acquisition	8,491	—
		9,024	12,004
減：減值	Less: Impairment	—	(12,000)
		9,024	4

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

18. 聯營公司權益(續)

應收聯營公司賬款乃包括於本集團流動資產中，為無抵押，免息及無固定還款期。該等款項之賬面值與其公平值相若。

主要聯營公司之詳情如下：

名稱 Name	所持發行/ 註冊股份詳情 Particulars of issued/ registered shares held	註冊成立/ 註冊地點 Place of incorporation/ registration	集團應佔 所有權權益 之百分比 Percentage of ownership interest attributable to the Group	主要業務 Principal activities
臻科精密模具有限公司 (「臻科」) ACME Tech Precision Moulds Limited ("ACME")	每股面值 1港元之 普通股 Ordinary shares of HK\$1 each	香港 Hong Kong	35	工模生產及買賣 Manufacture and trading of moulds
神州金卡科技有限公司 (「神州金卡」) Sinocard Technology Limited ("Sinocard")	每股面值 1港元之 普通股 Ordinary shares of HK\$1 each	香港 Hong Kong	45	無業務 Inactive
重慶視聽達電子產品有限公司 (「重慶視聽達」) Chongqing Standard Electronic Product Co., Ltd. ("Chongqing Standard")	人民幣40,000,000元 RMB40,000,000	中國 The PRC	25	製造及銷售電子 醫療器械 Manufacture and trading of electronic medical appliances

上文所有主要聯營公司並非由安永香港會計師事務所或安永國際之其他成員公司進行審核。

18. Interests in associates (Continued)

The amounts due from associates, included in the Group's current assets, are unsecured, interest-free and have no fixed terms of repayment. The carrying amount of these amounts due approximate to their fair values.

Particulars of the principal associates are as follows:

All of the above principal associates are not audited by Ernst & Young Hong Kong or other Ernst & Young International member firms.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

18. 聯營公司權益(續)

上表呈列董事認為對本集團之本年度業績有重大影響或組成本集團資產淨值主要部分之聯營公司。董事認為，提供其他聯營公司自詳情將導致資料過於冗長。

除重慶視聽達之財政年度為十二月三十一日外，其他上述聯營公司結算日均與本集團相同。綜合財務報表乃根據聯營公司於一月一日至三月三十一日之間之重大交易作出調整。

由於應佔該等聯營公司虧損超過本集團於聯營公司權益，故本集團已終止確認其應佔臻科及神州金卡虧損。本集團於本年度及累計之未確認應佔聯營公司虧損分別為823,000港元(二零零六年：4,312,000港元)及5,344,000港元(二零零六年：4,521,000港元)。

下表說明摘於其管理賬目之本集團聯營公司財務資料概要：

		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
資產	Assets	6,556	—
負債	Liabilities	(16,528)	(10,026)
收入	Revenue	535	—
本年度虧損	Loss for the year	(11,315)	(9,582)

18. Interests in associates (Continued)

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

The financial statements of the above associates are coterminous with those of the Group, except for Chongqing Standard which have a financial year ending 31st December. The consolidated financial statements are adjusted for the material transactions of these associates between 1st January and 31st March.

The Group has discontinued the recognition of its share of losses of ACME and Sinocard because the share of losses of these associates exceeded the Group's interests in the associates. The Group's unrecognised share of losses of these associates for the current year and cumulatively was HK\$823,000 (2006: HK\$4,312,000) and HK\$5,344,000 (2006: HK\$4,521,000), respectively.

The following table illustrates the summarised financial information of the Group's associates extracted from their management accounts:

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
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19. 可供出售投資

19. Available-for-sale investments

		本集團 Group	
		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
按公平值列賬之上市股本投資：Listed equity investments, at fair value:			
香港	Hong Kong	115	115
<hr/>			
按成本之非上市股本投資	Unlisted equity investments, at cost	36,094	37,869
減：減值	Less: Impairment	(10,000)	(10,000)
		26,094	27,869
		26,209	27,984

上述投資包括股本證券投資，其指定作為可供出售投資且沒有固定到期日及票面利率。

The above investments consist of investments in equity securities which were designated as available-for-sale investments and have no fixed maturity date or coupon rate.

上市股本投資之公平值乃根據所報市價計算。

The fair values of listed equity investments are based on quoted market prices.

於二零零七年三月三十一日，由於合理公平值估計之範圍頗大，致使董事認為不能可靠地計量其公平值，故一些非上市股本投資(賬面值為26,094,000港元(二零零六年：27,869,000港元))乃按成本減減值入賬。

As at 31st March, 2007, certain unlisted equity investments with a carrying amount of HK\$26,094,000 (2006: HK\$27,869,000) were stated at cost less impairment because the range of reasonable fair value estimates is so significant that the directors are of the opinion that their fair value cannot be measured reliably.

截至二零零六年三月三十一日止年度，本集團管理層決定就非上市投資作出10,000,000港元之減值虧損。該虧損是按投資賬面值與其估計未來現金流量之淨現值按其類似金融資產之估計市場回報率折讓後之差額計量。

During the year ended 31st March, 2006, management of the Group determined that there was an impairment loss of HK\$10,000,000 of an unlisted investment which was measured as the difference between the carrying amount of the investment and the net present value of the estimated future cash flows discounted at the estimated market rate of return for a similar financial asset.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

20. 長期按金

20. Long term deposits

		本集團 Group	
		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
購買物業、廠房及 設備等項目按金	Deposit for acquisition of items of property, plant and equipment	2,103	2,595
租賃按金	Rental deposits	1,387	1,365
		3,490	3,960

21. 按公平值記入損益表之投資

21. Investments at fair value through profit or loss

		本集團 Group	
		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
非上市債券證券，按公平值 — 債券的固定年利率 在5.5%至7.5% 之間及到期日由 二零一零年 十一月八日至 二零一四年 四月二十八日止	Unlisted debt securities, at fair value — Debentures with fixed interest rates from 5.5% to 7.5% per annum with maturity dates from 8th November, 2010 to 28th April, 2014	41,211	40,740

上文於二零零七年及二零零六年三月三十一日之非上市債券證券已被歸類為可供出售。

按公平值記入損益表之投資之公平值以於結算日營業時間結束時之按買入報價釐定。

於二零零七年三月三十一日，本集團其中賬面值20,000,000港元按公平值記入損益表之投資(二零零六年：20,000,000港元)已被抵押，以取得本集團之一銀行融資(附註28)。

The above unlisted debt securities at 31 March 2007 and 2006 were classified as held for trading.

The fair values of investments at fair value through profit or loss are determined based on the quoted bid prices at the close of business at the balance sheet date.

At 31st March, 2007, the carrying amount of the Group's investments at fair value through profit or loss amounting to HK\$20,000,000 (2006: HK\$20,000,000) was pledged as security for one of the Group's banking facilities (note 28).

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

22. 存貨

22. Inventories

		本集團 Group	
		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
原材料	Raw materials	105,814	102,147
在製品	Work in progress	31,447	41,527
製成品	Finished goods	33,638	37,809
		170,899	181,483

23. 應收貿易賬款

23. Trade receivables

本集團與其客戶之貿易主要以信貸形式進行。付款期一般介乎60至90天。每個客戶皆有最大信貸額度。本集團務求維持對其未償付之應收款項進行嚴格控制並且使信貸風險降至最低。高級管理層定期審閱逾期之餘額。應收貿易賬款不計利息。

The Group's trading terms with its customers are mainly on credit. The credit period is generally 60 to 90 days. Each customer has a maximum credit limit. The Group seeks to maintain strict control over its outstanding receivables and to minimise credit risk. Overdue balances are reviewed regularly by senior management. Trade receivables are interest-free.

以下為應收貿易賬款以付款到期日及撥備淨額計算而於結算日之賬齡分析：

An aged analysis of the trade receivables as at the balance sheet date, based on the payment due date and net of provisions, is as follows:

		本集團 Group	
		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
0至60天	0 — 60 days	155,670	172,534
61至90天	61 — 90 days	505	2,089
超過90天	Over 90 days	7,531	8,295
		163,706	182,918

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

24. 預付賬款、按金及其他應收賬款

本集團及本公司的預付賬款、按金及其他應收賬款並無計息，其賬面值與其公平值相若。

24. Prepayments, deposits and other receivables

The Group's and the Company's prepayments, deposits and other receivables are interest-free and their carrying amounts approximate to their fair values.

25. 現金及現金等值項目

25. Cash and cash equivalents

		本集團		本公司	
		Group	Company	Company	Company
		二零零七年	二零零六年	二零零七年	二零零六年
		2007	2006	2007	2006
		千港元	千港元	千港元	千港元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
現金及銀行結餘	Cash and bank balances	66,594	36,608	78	67
定期存款	Time deposits	206,291	210,999	—	—
現金及現金等值項目	Cash and cash equivalents	272,885	247,607	78	67

於結算日，本集團以人民幣(「人民幣」)計值之現金及現金等值項目為48,738,000港元(二零零六年：9,646,000港元)。人民幣不得自由兌換為其他貨幣，然而，根據中國內地外匯管理條例及結匯、售匯及付匯管理規定，本集團獲准透過獲授權可從事匯兌業務的銀行將人民幣兌換為其他貨幣。

At the balance sheet date, the cash and cash equivalents of the Group denominated in Renminbi ("RMB") amounted to HK\$48,738,000 (2006: HK\$9,646,000). The RMB is not freely convertible into other currencies, however, under Mainland China's Foreign Exchange Control Regulations and Administration of Settlement, Sale and Payment of Foreign Exchange Regulations, the Group is permitted to exchange RMB for other currencies through banks authorised to conduct foreign exchange business.

銀行現金乃根據銀行每日銀行存款利率之浮動利率賺取利息。視乎本集團即時現金需求，短期定期存款之期限不同，介乎一天及三個月不等，並按各自之短期定期存款利率賺取利息。現金及現金等值項目之賬面值與其公平值相若。

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

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

26. 應付貿易賬款及應付票據

以下為應付貿易賬款及應付票據以付款到期日計算而於結算日之賬齡分析：

		本集團 Group	
		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
0至60天	0 — 60 days	161,843	177,367
61至90天	61 — 90 days	3,660	2,802
超過90天	Over 90 days	1,323	3,674
		166,826	183,843

應付貿易賬款無需支付利息，且一般於30天結算。

應付貿易賬款的賬面值與其公平值相若。

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

The trade payables are non-interest-bearing and are normally settled on 30-day terms.

The carrying amounts of the trade payables approximate to their fair values.

27. 其他應付賬款及應計負債

其他應付賬款並無計息，且平均付款期為六個月。其他應付賬款及應計負債的賬面值與其公平值相若。

27. Other payables and accruals

Other payables are interest-free and have an average term of six months. The carrying amounts of other payables and accruals approximate to their fair values.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

28. 附息銀行借貸

本集團

	Current	
流動		
銀行透支，無抵押	Bank overdraft, unsecured and	
並應要求償還	repayable on demand	

28. Interest-bearing bank borrowings

Group

	二零零七年 2007	二零零六年 2006
實際利率 Effective interest rate (%)	千港元 HK\$'000	千港元 HK\$'000
不適用 N/A		港幣最優惠年 利率+0.25% Hong Kong Dollar Prime Rate plus 0.25% — per annum
		608

於二零零六年三月三十一日，本集團的銀行借貸的賬面值與其公平值相若。

本集團一銀行融資以本集團合共約20,000,000港元(二零零六年：20,000,000港元)以公平值記入損益表之若干投資作為抵押(附註21)。

At 31st March, 2006, the carrying amount of the Group's bank borrowing approximated to its fair value.

One of the Group's banking facilities is secured by the pledge of certain of the Group's investments at fair value through profit or loss totalling HK\$20,000,000 (2006: HK\$20,000,000) (note 21).

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

29. 遞延稅項

本年度遞延稅項資產與負債的變動情況如下：

遞延稅項負債

本集團

29. Deferred tax

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

Deferred tax liabilities

Group

		超逾相關折舊 的折舊準備	可用作抵銷 未來應課稅 溢利的虧損	總額
		Depreciation allowance in excess of related depreciation	Losses available for offset against future taxable profit	Total
		千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000
於二零零五年四月一日	At 1st April, 2005	2,376	(12,243)	(9,867)
年內於損益表內扣除/(增加) 的遞延稅項(附註10)	Deferred tax charged/(credited) to the income statement during the year (note 10)	(1,528)	12,171	10,643
於二零零六年三月三十一日 及二零零六年四月一日	At 31st March, 2006 and 1st April, 2006	848	(72)	776
年內於損益表內扣除/(增加) 的遞延稅項(附註10)	Deferred tax charged/(credited) to the income statement during the year (note 10)	1,577	(345)	1,232
於二零零七年三月三十一日	At 31st March, 2007	2,425	(417)	2,008

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

29. 遞延稅項(續)

29. Deferred tax (Continued)

遞延稅務資產

Deferred tax assets

本集團

Group

		其他 Others 千港元 HK\$'000
於二零零五年四月一日	At 1 April 2005	131
年內在損益表增加的 遞延稅項(附註10)	Deferred tax credited to the income statement during the year (note 10)	169
於二零零六年三月三十一日及 二零零六年四月一日	At 31 March 2006 and 1 April 2006	300
年內在損益表扣除的 遞延稅項(附註10)	Deferred tax charged to the income statement during the year (note 10)	(300)
於二零零七年三月三十一日之 遞延稅項資產總額	Gross deferred tax assets at 31 March 2007	—
遞延稅項負債淨額： 於二零零六年三月三十一日	Net deferred tax liabilities: At 31 March 2006	476
於二零零七年三月三十一日	At 31 March 2007	2,008

本集團於稅務局評估前於香港產生約87,909,000港元(二零零六年：96,742,000港元)的稅務虧損，並可供無限期抵銷產生有關虧損的公司的未來應課稅溢利。因該附屬公司已獲虧損有一段時間且認為其應課稅溢利不可供抵銷該等附屬公司可動用之稅務虧損，故就該等虧損而言，並未確認遞延稅項資產。

The Group has tax losses arising in Hong Kong before IRD assessment of HK\$87,909,000 (2006: HK\$96,742,000) that are available indefinitely for offsetting against future taxable profits of the companies in which the losses arose. Deferred tax assets have not been recognised in respect of these losses as they have arisen in subsidiaries that have been loss-making for some time and it is not considered probable that taxable profits will be available against which the tax losses can be utilised by these subsidiaries.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

29. 遞延稅項(續)

於二零零七年三月三十一日，由於倘本集團若干附屬公司、聯營公司或合營公司的未匯出盈利已獲匯出，本集團並無額外稅項負債，故本集團並無就該等款項而應支付的稅項承擔任何重大未確認遞延稅務負債(二零零六年：無)。

本公司向其股東支付的股息並無附有所得稅後果。

29. Deferred tax (Continued)

At 31st March, 2007, there was no significant unrecognised deferred tax liability (2006: Nil) for taxes that would be payable on the unremitted earnings of certain of the Group's subsidiaries, associates or joint venture entities as the Group has no liability to additional tax should such amounts be remitted.

There are no income tax consequences attaching to the payment of dividends by the Company to its shareholders.

30. 股本

股份

		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
法定：	Authorised:		
3,000,000,000股每股 面值0.10港元普通股 (二零零六年： 3,000,000,000股)	3,000,000,000 (2006: 3,000,000,000) ordinary shares of HK\$0.10 each	300,000	300,000
已發行及繳足：	Issued and fully paid:		
1,197,613,029股每股 面值0.10港元普通股 (二零零六年： 1,197,613,029股)	1,197,613,029 (2006: 1,197,613,029) ordinary shares of HK\$0.10 each	119,761	119,761

截至二零零六年三月三十一日止年度內，本公司股份交易如下：

- (i) 以行使價每股0.202港元行使40,000份優先認股權的認購權，致使以總現金代價(未計支出前)8,080港元發行40,000股每股面值0.10港元的普通股新股；及

During the year ended 31st March, 2006, the Company had the following share transactions:

- (i) The subscription rights amounting to 40,000 share options were exercised at the exercise price of HK\$0.202 per share, resulting in the issue of 40,000 new ordinary shares of HK\$0.10 each for a total cash consideration, before expenses, of HK\$8,080; and

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

30. 股本(續)

股份(續)

- (ii) 於截至二零零六年三月三十一日止年度內，本公司透過聯交所總代價2,970,000港元購回6,082,000股其自身股份。該等股份於購回同時已被註銷。

經參照本公司已發行普通股股本中所出現的上述變動後，上年度有關交易之概要如下：

		已發行 股份數目	已發行 股本	股份 溢價賬	總額
		Number of shares in issue	Issued share capital 千港元 HK\$'000	Share premium account 千港元 HK\$'000	Total 千港元 HK\$'000
於二零零五年四月一日	At 1st April, 2005	1,203,655,029	120,366	412,062	532,428
已行使的優先認股權(i)	Share options exercised (i)	40,000	4	4	8
股份購回及註銷(ii)	Repurchase and cancellation of shares (ii)	(6,082,000)	(609)	(2,361)	(2,970)
於二零零六年三月三十一日， 二零零六年四月一日及 二零零七年三月三十一日	At 31st March, 2006, 1st April, 2006 and 31st March, 2007	1,197,613,029	119,761	409,705	529,466

優先認股權

本公司優先認股權計劃及根據計劃下已發行之優先認股權的詳情載於財務報表附註31。

30. Share capital (Continued)

Shares (Continued)

- (ii) During the year ended 31st March, 2006, the Company repurchased 6,082,000 of its own shares through the Stock Exchange at an aggregate consideration of HK\$2,970,000. These shares were cancelled upon repurchase.

A summary of the transactions during the prior year with reference to the above movements in the Company's issued ordinary share capital is as follows:

	已發行 股份數目	已發行 股本	股份 溢價賬	總額	
	Number of shares in issue	Issued share capital 千港元 HK\$'000	Share premium account 千港元 HK\$'000	Total 千港元 HK\$'000	
於二零零五年四月一日	At 1st April, 2005	1,203,655,029	120,366	412,062	532,428
已行使的優先認股權(i)	Share options exercised (i)	40,000	4	4	8
股份購回及註銷(ii)	Repurchase and cancellation of shares (ii)	(6,082,000)	(609)	(2,361)	(2,970)
於二零零六年三月三十一日， 二零零六年四月一日及 二零零七年三月三十一日	At 31st March, 2006, 1st April, 2006 and 31st March, 2007	1,197,613,029	119,761	409,705	529,466

Share options

Details of the Company's share option scheme and the share options issued under the scheme are included in note 31 to the financial statements.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

31. 優先認股權計劃

本公司採納優先認股權計劃(「計劃」)，旨在激勵、吸引及挽留為本集團長期發展及對盈利作出重要貢獻之合資格參與者。計劃之合資格參與者包括本公司之董事(包括獨立非執行董事)、本集團之其他僱員或高級職員、本集團顧問或任何與本集團有業務關係之人士。計劃於二零零二年四月二日被採納及(除非以其他方式註銷或修訂則作別論)自該日期生效，有效期為十年。

根據計劃當前獲准將予授出未行使之優先認股權之股份數目，不得超過該等優先認股權獲行使後於本公司任何時間已發行股份之10%。計劃中的各合資格參與者於任何12個月期間因優先認股權而可予發行之股份數目，限制於本公司任何時間已發行股份之1%。任何超出限制的優先認股權的進一步授出須於股東大會獲得股東批准。

31. Share option scheme

The Company operates a share option scheme (the "Scheme") for the purpose of motivating, attracting and retaining eligible participants whose contribution are vital to the long-term growth and profitability of the Group. Eligible participants of the Scheme include the Company's directors, including independent non-executive directors, other employees or officers of the Group, advisers or consultants of the Group, or any person that have business relationship with the Group. The Scheme was adopted on 2nd April, 2002 and, unless otherwise cancelled or amended, and will remain in force for 10 years from that date.

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

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
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31. 優先認股權計劃(續)

向本公司之董事、最高行政人員或主要股東或彼等任何之聯繫人士授出優先認股權必須經本公司獨立非執行董事事先批准。此外，倘於任何12個月期間向本公司之主要股東或獨立非執行董事或彼等各自之聯繫人士授出優先認股權而發行之股份數目超過本公司任何時間已發行股份之0.1%或有關股份之總值超過5,000,000港元(按授出當日本公司股份價格)，則事先須獲股東在股東大會上批准。

授予人可在自授予日期起計21個營業日內，繳付優先認股權合共1港元之象徵式代價以接納優先認股權。已授出優先認股權的行使期乃由董事決定，自某個歸屬期間後開始並於董事決定且不遲於計劃屆滿日之日期結束。

優先認股權之行使價乃由董事決定，惟不可低於下列中的較高者(i)本公司股份在優先認股權授予當天在聯交所所載的收市價；(ii)本公司股份在優先認股權授予日期前5個交易日在聯交所所載之平均收市價；及(iii)本公司股份的面值。

優先認股權並未賦予持有人收取股息或於股東會議上投票之權力。

31. Share option scheme (Continued)

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

The offer of a grant of share options may be accepted within 21 business days from the date of offer, upon payment of a nominal consideration of HK\$1 in total by the grantee. The exercise period of the share options granted is determinable by the directors, and commences after a certain vesting period and ends on a date which is determinable by the directors and is not later than the expiry date of the Scheme.

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

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

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
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31. 優先認股權計劃(續)

年內，根據計劃，下列優先認股權尚未行使：

31. Share option scheme (Continued)

The following share options were outstanding under the Scheme during the year:

參與者姓名 或類別	Name or category of participant	認股權數目 Number of share options				於 二零零七年 三月三十一日 At 31st March, 2007	優先認股權 之授出日期* (日.月.年) Date of grant of share options* (DD.MM.YYYY)	優先認股權 之行使期 (包括首尾兩日) (日.月.年) Exercise period of share options (both dates inclusive) (DD.MM.YYYY)	每份 優先認股權 之行使價** 港元 (每股) Exercise price of share options** HK\$ per share	於優先認股權 授出日期*** 港元 (每股) At grant date of options*** HK\$ per share
		於 二零零六年 四月一日 At 1st April, 2006	年內授出 Granted during the year	年內行使 Exercised during the year	年內註銷 Cancelled during the year					
董事及彼等 之聯繫人士 Directors and their associates										
譚偉豪 太平紳士	Tam Wai Ho, Samson JP	900,000	—	—	—	900,000	19.04.2004	20.01.2005至 19.01.2010	0.950	0.920
譚偉棠	Tam Wai Tong, Thomas	900,000	—	—	—	900,000	19.04.2004	20.01.2005至 19.01.2010	0.950	0.920
譚梅嘉慧	Tam Mui Ka Wai, Vivian	400,000	—	—	—	400,000	19.04.2004	20.01.2005至 19.01.2010	0.950	0.920
		—	400,000	—	—	400,000	07.08.2006	15.06.2007至 14.06.2010	0.554	0.560
大谷和廣	Kazuhiro Otani	900,000	—	—	—	900,000	19.04.2004	20.01.2005至 19.01.2010	0.950	0.920
		800,000	—	—	—	800,000	03.06.2005	26.04.2006至 25.04.2009	0.606	0.610
		—	800,000	—	—	800,000	07.08.2006	15.06.2007至 14.06.2010	0.554	0.560
李冠雄 (附註)	Lee Koon Hung (Note)	1,400,000	—	—	—	1,400,000	19.04.2004	20.01.2005至 19.01.2010	0.950	0.920
		1,300,000	—	—	—	1,300,000	03.06.2005	26.04.2006至 25.04.2009	0.606	0.610
		—	500,000	—	—	500,000	19.07.2006	15.06.2007至 14.06.2010	0.554	0.560
		—	800,000	—	—	800,000	07.08.2006	15.06.2007至 14.06.2010	0.554	0.560

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
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31. 優先認股權計劃(續)

31. Share option scheme (Continued)

		優先認股權數目 Number of share options					優先認股權 之行使期 (包括首尾兩日) (日.月.年)		每份 優先認股權 之行使價** 港元 (每股)	於優先認股權 授出日期*** 港元 (每股)
		於 二零零六年 四月一日	年內授出	年內行使	年內註銷	於 二零零七年 三月三十一日	優先認股權 之授出日期* (日.月.年)	之行使期 (包括首尾兩日) (日.月.年)	Exercise price of share options** HK\$ per share	Immediately before the date of grant HK\$ per share
參與者姓名 或類別	Name or category of participant	At 1st April, 2006	Granted during the year	Exercised during the year	Cancelled during the year	At 31st March, 2007	Date of grant of share options* (DD.MM.YYYY)	Exercise period of share options (both dates inclusive) (DD.MM.YYYY)		
霍定洋	Fok Ting Yeung, James	400,000	—	—	—	400,000	12.08.2002	17.06.2003至 16.06.2008	0.250	0.166
		400,000	—	—	—	400,000	24.03.2003	20.01.2004至 19.01.2009	0.202	0.300
		400,000	—	—	—	400,000	19.04.2004	20.01.2005至 19.01.2010	0.950	0.920
		400,000	—	—	—	400,000	03.06.2005	26.04.2006至 25.04.2009	0.606	0.610
		—	400,000	—	—	400,000	07.08.2006	15.06.2007至 14.06.2010	0.554	0.560
		8,200,000	2,900,000	—	—	11,100,000				
其他	Others									
僱員	Employees	30,000	—	—	—	30,000	12.08.2002	17.06.2003至 16.06.2008	0.250	0.166
		96,000	—	—	—	96,000	24.03.2003	20.01.2004至 19.01.2009	0.202	0.300
		4,645,000	—	—	(495,000)	4,150,000	19.04.2004	20.01.2005至 19.01.2010	0.950	0.920
		5,962,000	—	—	(687,000)	5,275,000	03.06.2005	26.04.2006至 25.04.2009	0.606	0.610
		—	6,671,000	—	(335,000)	6,336,000	19.07.2006	15.06.2007至 14.06.2010	0.554	0.560
		10,733,000	6,671,000	—	(1,517,000)	15,887,000				
合共	Total	18,933,000	9,571,000	—	(1,517,000)	26,987,000				

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
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31. 優先認股權計劃(續)

附註：李冠雄先生之配偶亦為本公司之僱員，並獲授予本公司之優先認股權。於二零零七年三月三十一日，李冠雄之太太的1,500,000份優先認股權(二零零六年：1,000,000份)已包括在上列李冠雄先生之優先認股權權益內。

年內未行使優先認股權對賬附註：

- * 優先認股權之歸屬期自授出日期起至行使期開始時止。
- ** 優先認股權之行使價須受因供股或紅股發行之調整或本公司股本之其他類似變動之影響。
- *** 於優先認股權授出日期所披露之本公司股價乃緊接優先認股權授出日期前一個交易日於聯交所之收市價。緊接優先認股權行使日期前所披露之本公司股份價格為緊接該等優先認股權較在披露事項範圍內之優先認股權全部行使，而獲行使日期前的聯交所收市價之加權平均數。

年內授出優先認股權之公平值為861,000港元，其中本集團截至二零零七年三月三十一日止年度內已確認優先認股權費用715,000港元。

31. Share option scheme (Continued)

Note: The wife of Mr. Lee Koon Hung, who is also an employee of the Company, was granted share options of the Company. At 31st March, 2007, her 1,500,000 (2006: 1,000,000) share options of Mrs. Lee were included under the interests in share options of Mr. Lee Koon Hung set out above.

Notes to the reconciliation of share options outstanding during the year:

- * The vesting period of the share options is from the date of grant until the commencement of the exercise period.
- ** The exercise price of the share options is subject to adjustment in the case of rights or bonus issues, or other similar changes in the Company's share capital.
- *** The price of the Company's shares disclosed as at the date of grant of the share options is the Stock Exchange closing price on the trading day immediately prior to the date of grant of the options. The price of the Company's shares disclosed immediately before the exercise date of the share options is the weighted average of the Stock Exchange closing prices immediately before the dates on which the options were exercised over all of the exercises of options within the disclosure line.

The fair value of the share options granted during the year was HK\$861,000 of which the Group recognised a share option expense of HK\$715,000 during the year ended 31st March, 2007.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
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31. 優先認股權計劃(續)

年內以股權支付之優先認股權之公平值乃於授出日期按二項式並考慮優先認股權授出條款及條件後作出估計，下表列出截至二零零七年三月三十一日止年度所採用之該模式之數據：

派息率(%)	Dividend yield (%)	9.09%
預期波幅(%)	Expected volatility (%)	34.61%
無風險利率(%)	Risk-free interest rate (%)	4.20% & 4.64%
優先認股權之預計年限(年)	Expected life of option (year)	3 years
股價(港元)	Share prices (HK\$)	0.54 & 0.55

優先認股權的估計年期乃根據過去一年的歷史數據釐定，並不能標示可能出現之行使規律。預期波幅反映歷史波幅可標示未來趨勢之假設，但未必為實際結果。

於計量公平值時並無計入所授出優先認股權的其他特質。

於結算日，本公司根據計劃有26,987,000份未行使優先認股權。根據本公司現行股本結構，全面行使餘下優先認股權將導致發行26,987,000股本公司額外普通股、為數2,699,000港元額外股本及未計發行開支前為數15,935,000港元股份溢價。

於此財務報表批准日期，本公司根據計劃有26,577,000份未行使優先認股權，約相當於當日本公司已發行股份2%。

31. Share option scheme (Continued)

The fair value of equity-settled share options granted during the year was estimated as at the date of grant, using a binomial model, taking into account the terms and conditions upon which the options were granted. The following table lists the inputs to the model used for the year ended 31st March, 2007:

The expected life of the options is based on the historical data over the past one year and is not necessarily indicative of the exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility is indicative of future trends, which may also not necessarily be the actual outcome.

No other feature of the options granted was incorporated into the measurement of fair value.

At the balance sheet date, the Company had 26,987,000 share options outstanding under the Scheme. The exercise in full of the remaining share options would, under the present capital structure of the Company, result in the issue of 26,987,000 additional ordinary shares of the Company and additional share capital of HK\$2,699,000 and share premium of HK\$15,935,000 (before issue expenses).

At the date of approval of these financial statements, the Company had 26,577,000 share options outstanding under the Scheme, which represented approximately 2% of the Company's shares in issue as at that date.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

32. 儲備

(a) 本集團

本集團於本年度及過往年度之儲備金額及其變動呈列於財務報表第51頁之綜合股權變動表內。

本集團之特別儲備指根據一九九三年本公司之股份上市前所進行之本集團重組而收購之附屬公司股份之面值，為交換該等股份而發行之本公司股份面值之差額。

32. Reserves

(a) Group

The amounts of the Group's reserves and the movements therein for the current and prior years are presented in the consolidated statement of changes in equity on page 51 of the financial statements.

The Group's special reserve represents the difference between the nominal value of the shares of the subsidiaries acquired pursuant to the Group reorganisation prior to the listing of the Company's shares in 1993, over the nominal value of the Company's shares issued in exchange therefor.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
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32. 儲備(續)

(b) 本公司

		股份溢價賬	繳入盈餘	股本 贖回儲備	優先認股權 儲備	保留溢利/ (累積虧損)	總額
		Share premium account	Contributed surplus	Capital redemption reserve	Share option reserve	Retained profits/ (accumulated losses)	Total
		附註 Notes	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000
於二零零五年 四月一日之結餘	Balance at 1st April, 2005		412,062	21,976	419	4,000	438,457
發行股份	Issue of shares	30	4	—	—	—	4
股份購回及註銷	Repurchase and cancellation of shares	30	(2,361)	—	—	—	(2,361)
以股權支付的 優先認股權安排	Equity-settled share option arrangements	31	—	—	1,085	—	1,085
年度溢利	Profit for the year	11	—	—	—	113,969	113,969
已派發二零零六年 中期股息	Interim 2006 dividend paid	12	—	—	—	(23,952)	(23,952)
建議派發之 二零零六年 末期股息	Proposed final 2006 dividend	12	—	—	—	(35,928)	(35,928)
於二零零六年 三月三十一日	At 31st March, 2006		409,705	21,976	419	58,089	491,274
以股權支付之 優先認股權安排	Equity-settled share option arrangements	31	—	—	715	—	715
年度溢利	Profit for the year	11	—	—	—	14,502	14,502
已派發二零零七年 中期股息	Interim 2007 dividend paid	12	—	—	—	(23,952)	(23,952)
建議派發之 二零零七年 末期股息	Proposed final 2007 dividend	12	—	—	—	(29,940)	(29,940)
於二零零七年 三月三十一日	At 31st March, 2007		409,705	21,976	419	18,699	452,599

32. Reserves (Continued)

(b) Company

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
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32. 儲備(續)

本公司之繳入盈餘指根據一九九三年本公司之股份上市前所進行之集團重組而收購之附屬公司股份之公平值超逾為交換該等股份而發行之本公司股份面值之部分。根據百慕達公司法1981(經修訂)，一間公司可在若干情況下，以繳入盈餘賬內之款項向其成員作出分派。

優先認股權儲備包括已授出尚未行使之優先認購股權之公平值，詳見財務報表附註2.4之以股份為基礎支付之交易之會計政策。

32. Reserves (Continued)

The Company's contributed surplus represents the excess of the fair value of the shares of the subsidiaries acquired pursuant to the Group reorganisation prior to the listing of the Company's shares in 1993, over the nominal value of the Company's shares issued in exchange therefor. Under the Companies Act 1981 of Bermuda (as amended), a company may make distributions to its members out of the contributed surplus in certain circumstances.

The share option reserve comprises the fair value of share options granted which are yet to be exercised, as further explained in the accounting policy for share-based payment transactions in note 2.4 to the financial statements.

33. 出售一家附屬公司

33. Disposal of a subsidiary

		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
	附註 Notes		
出售資產之淨值：	Net assets disposed of:		
預付款項及其他	Prepayments and other		
應收賬款	receivables	—	156
應計負債及其他	Accruals and other		
應付賬款	payables	—	(264)
匯兌波動儲備變現	Exchange fluctuation reserve realised	—	172
		—	64
豁免應收一同系附屬 公司款項	Waiver of amount due from a fellow subsidiary	6	(664)
出售一附屬公司之收益	Gain on disposal of a subsidiary	5	789
		—	189
予付清：	Satisfied by:		
現金	Cash	—	189

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
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33. 出售一家附屬公司(續)

就有關出售一家附屬公司之現金及現金等值項目流入淨額之分析如下：

現金代價及就有關出售一家附屬公司之現金及現金等值項目流入	Cash consideration and inflow of cash and cash equivalents in respect of the disposal of a subsidiary
------------------------------	-------------------------------------------------------------------------------------------------------

33. Disposal of a subsidiary (Continued)

An analysis of the net inflow of cash and cash equivalents in respect of the disposal of a subsidiary is as follows:

二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
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—	189
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34. 或然負債

於結算日，並無在財務報表中計提之或然負債如下：

就有關獲授予的備用額而給予銀行之擔保：	Guarantees given to banks in connection with facilities granted to:
附屬公司	Subsidiaries
聯營公司	Associate

34. Contingent liabilities

At the balance sheet date, contingent liabilities not provided for in the financial statements were as follows:

本集團 Group		本公司 Company	
二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000	二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000

—	—	214,000	248,000
4,074	4,087	3,992	4,087
4,074	4,087	217,992	252,087

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

34. 或然負債(續)

於二零零七年三月三十一日，沒有動用須由本公司給予銀行的擔保而獲授予之銀行備用額(二零零六年已動用：608,000港元)，而分別須由本集團及本公司擔保而給予聯營公司之銀行備用額已動用約4,074,000港元(二零零六年：4,087,000港元)及3,992,000港元(二零零六年：4,087,000港元)。

35. 經營租賃安排

本集團根據經營租賃安排租用其若干寫字樓物業及員工宿舍。物業之租賃釐定期乃一至二十年。

於二零零七年三月三十一日，本集團尚有不可取消之經營租賃中未來最少應付租金總額，按租賃屆滿期計算如下：

		本集團 Group	
		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
一年內	Within one year	9,735	9,680
於第二年至第五年 (包括首尾兩年)	In the second to fifth years, inclusive	20,893	21,455
超過五年	After five years	31,880	33,620
		62,508	64,755

於結算日，本公司概無任何重大經營租賃安排。

34. Contingent liabilities (Continued)

As at 31 March 2007, the banking facilities granted to the subsidiaries subject to guarantees given to the banks by the Company were not utilised (2006: HK\$608,000 utilised), and the banking facilities guaranteed by the Group and the Company to associates were utilised to the extent of approximately HK\$4,074,000 (2006: HK\$4,087,000) and HK\$3,992,000 (2006: HK\$4,087,000) respectively.

35. Operating lease arrangements

The Group leases certain of its office premises and staff quarters under operating lease arrangements. Leases for properties are negotiated for terms ranging from one to twenty years.

At 31st March, 2007, the Group had total future minimum lease payments under non-cancellable operating leases falling due as follows:

As at the balance sheet date, the Company had no significant operating lease arrangements.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

36. 承擔

除上文附註35之經營租賃承擔詳情外，本集團於結算日亦有如下列資本承擔：

		本集團 Group	
		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
已訂約但未作撥備： 物業、廠房及設備	Contracted, but not provided for: Property, plant and equipment	7,818	4,996
股權證券	Equity securities	—	5,769
		7,818	10,765

於結算日，本公司概無任何重大承擔。

36. Commitments

In addition to the operating lease commitments detailed in note 35 above, the Group had the following capital commitments at the balance sheet date:

At the balance sheet date, the Company had no significant commitments.

37. 關連人士交易

(a) 除在此等財務報表其他章節詳述的交易外，於年內，本集團有下列重大關連人士交易：

		本集團 Group	
		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
由本集團一聯營公司 收取之版權支出	Royalty expense charged by an associate of the Group	2,226	1,866
向一關連公司 購買之貨品	Purchases of good from a related company	—	4,000

37. Related party transactions

(a) In addition to the transactions detailed elsewhere in these financial statements, the Group had the following material transactions with related parties during the year:

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
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37. 關連人士交易(續)

附註：

- (i) 版權支出是根據本集團一家附屬公司於年內所出售的掌上電子產品的數量而計算出來，而條款已載列於聯營公司及該附屬公司所訂立之版權協議內。
- (ii) 董事認為所購買之原材料乃根據與給予關連公司其他客戶之公開價格及條件而作出。本公司董事譚偉棠先生於該關連公司佔有權益。

(b) 本集團主要管理人員報酬：

		二零零七年 2007 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000
短期僱員福利	Short term employee benefits	13,089	13,245
與表現掛鉤之獎金	Performance related incentive payments	667	562
僱員優先認股權福利	Employee share option benefits	317	455
退休計劃供款	Pension scheme contributions	444	418
支付於主要管理人員之報酬總額	Total compensation paid to key management personnel	14,517	14,680

董事酬金進一步詳情載於財務報表附註8。

37. Related party transactions (Continued)

Notes:

- (i) The royalty expense was calculated based on the number of electronic handheld products sold by a subsidiary of the Group during the year, and the terms as stipulated in the royalty agreement between the associate and that subsidiary.
- (ii) The directors consider that the purchases of raw materials were made according to the published prices and conditions similar to those offered to other customers of the related company. Mr. Tam Wai Tong, Thomas, a director of the Company, has a beneficial interest in the related company.

(b) Compensation of key management personnel of the Group:

Further details of directors' emoluments are included in note 8 to the financial statements.

綜合財務報表附註(續)**Notes to Consolidated Financial Statements (Cont'd)**

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

38. 財務風險管理目標及政策

本集團主要金融工具包括投資，應收貿易賬款及其他應收賬款，現金及短期存款及應付貿易賬款及其他應付貿易賬款。

本集團金融工具產生的主要風險為信貸風險，市場價格風險，現金流量利率風險及外幣風險。董事會檢討及同意管理此類風險的政策，概述如下。

信貸風險

本集團之信貸風險主要來自其貿易應收賬款。本集團很大程度上依賴於少數佔其大部分業務之客戶。於二零零七年三月三十一日首五大客戶佔其貿易應收賬款額數超過79%(二零零六年：超過82%)。倘這些客戶未能按要求支付賬款，這將對本集團溢利造成重大負面影響。為將信貸風險減至最低，本集團管理層已委派一組人員，負責釐定信貸限額，信貸審批及其他監控程序，以確保採取跟進措施收回逾期債務。此外，本集團會定期審閱每項個別貿易應收賬款之可回收數額，以確保就不可回收金額作出足夠之減值虧損。就此而言，本集團董事認為本集團之信貸風險已妥善管理並大幅降低。

38. Financial risk management objectives and policies

The Group's principal financial instruments mainly comprise investments, trade and other receivables, cash and short term deposits and trade and other payables.

The main risks arising from the Group's financial instruments are credit risk, market price risk, cash flow interest rate risk and foreign currency risk. The board reviews and agrees policies for managing each of these risks and they are summarised below.

Credit risk

The Group's credit risk is primarily attributable to its trade receivables. The Group has been largely dependent on a small number of customers for a substantial portion of its business. The top five customers represent over 79% (2006: over 82%) of the amount of trade receivables as at 31st March, 2007. The failure of these customers to make the required payment could have a substantial negative impact on the Group's profits. In order to minimise the credit risk, management of the Group has delegated a team responsible for the determination of credit limits, credit approvals and other monitoring procedures to ensure that follow-up action is taken to recover overdue debts. In addition, the Group regularly reviews the recoverable amount of each individual trade to ensure that adequate impairment losses are made for irrecoverable amounts. In this regard, the directors consider that the Group's credit risk is properly managed and significantly reduced.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

38. 財務風險管理目標及政策(續)

信貸風險(續)

由於本集團僅與認可之信譽超卓之第三方進行買賣，故並無要求提供抵押品。

本集團其他財務資產(包括現金及現金等值項目，可供出售投資及按公平值記入損益表之投資)之信貸風險來自對約方失責，而風險之最高上限相等於該等工具之賬面值。

市場價格風險

市場價格風險主要源於所持金融工具的未來價格上的不明朗性。它相當於本集團於市場價格變動中可能遭受的潛在損失。

本集團經常進行投資評估及投資減值估計，以便使所持投資相關之風險減至最低。

現金流量利率風險

本集團於市場利率變動之風險主要與本集團按公平值記入損益表之投資及短期存款有關。本集團現時沒有利率對沖政策，然而，本集團會監控其利率波動之風險，並將在將來必要時考慮合適的對沖措施。

38. Financial risk management objectives and policies (Continued)

Credit risk (Continued)

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

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

Market price risk

Market price risk arises mainly from uncertainty about future prices of the financial instruments held. It represents the potential loss the Group might suffer through market price movements.

The Group periodically performs evaluations and impairment assessments of the investments in order to minimise the risk associated with the investments held.

Cash flow interest rate risk

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's investments at fair value through profit or loss and short term deposits. The Group currently does not have an interest rate hedging policy. However, the Group monitors its exposure to interest rate fluctuation, and will consider appropriate hedging measures in the future as the need arises.

綜合財務報表附註(續)

Notes to Consolidated Financial Statements (Cont'd)

截至二零零七年三月三十一日止年度
For the year ended 31st March, 2007

38. 財務風險管理目標及政策(續)

外幣風險

本集團涉及交易貨幣風險。該等風險來自營運單位的銷售或購買(單位的功能貨幣除外)。本集團有部份應收貿易賬款和應付貿易賬款以外幣為計值，本集團現時並無制定外幣對沖政策，然而，本集團會密切監控其外匯波動風險，並將於將來必要時考慮適當的對沖措施。

39. 財務報表之批准

本財務報表於二零零七年七月十八日已獲得批准及授權刊印。

38. Financial risk management objectives and policies (Continued)

Foreign currency risk

The Group has transactional currency exposures. Such exposures arise from sales or purchases by operating units in currencies other than the units' functional currency. Certain trade receivables and payables of the Group are denominated in foreign currencies. The Group currently does not have a foreign currency hedging policy. However, the Group monitors its exposure to foreign exchange fluctuation, and will consider appropriate hedging measures in the future as the need arises.

39. Approval of the financial statements

The financial statements were approved and authorised for issue by the board of directors on 18th July, 2007.

財務概要

Financial Summary

本概要並非組成經審核財務報表之其中一部份。

This summary does not form part of the audited financial statements.

業績

RESULTS

		截至三月三十一日止年度 Year ended 31st March,				
		二零零三年 2003 千港元 HK\$'000	二零零四年 2004 千港元 HK\$'000	二零零五年 2005 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000	二零零七年 2007 千港元 HK\$'000
收入	Revenue	1,147,607	1,355,648	1,309,630	1,490,757	1,237,317
稅前溢利	Profit before tax	30,043	159,811	62,761	76,271	77,781
所得稅(支出)撥回	Income tax (expenses) credit	(3,878)	1,698	226	(21,880)	(17,873)
本年度溢利	Profit for the year	26,165	161,509	62,987	54,391	59,908
應佔溢利	Attributable to:					
本公司股權持有人	Equity holders of the Company	42,011	162,084	62,158	54,391	59,324
少數股東權益	Minority interests	(15,846)	(575)	829	—	584
本年度溢利	Profit for the year	26,165	161,509	62,987	54,391	59,908

資產與負債

ASSETS AND LIABILITIES

		於三月三十一日 At 31st March,				
		二零零三年 2003 千港元 HK\$'000	二零零四年 2004 千港元 HK\$'000	二零零五年 2005 千港元 HK\$'000	二零零六年 2006 千港元 HK\$'000	二零零七年 2007 千港元 HK\$'000
資產總值	Total assets	763,432	912,582	870,703	854,940	859,351
負債總值	Total liabilities	(314,629)	(323,722)	(264,852)	(255,092)	(250,181)
		448,803	588,860	605,851	599,848	609,170
本公司股權持有人	Equity attributable to equity					
應佔股權	holders of the Company	448,228	588,860	605,022	599,001	607,699
少數股東權益	Minority interests	575	—	829	847	1,471
		448,803	588,860	605,851	599,848	609,170

主要物業之詳情

Particulars of Major Properties

本集團於二零零七年三月三十一日持有主要物業之詳情如下：

Particulars of major properties held by the Group as at 31st March, 2007 are set out below:

名稱／位置 Name/location	類別 Type	年期 Lease term
租賃物業： Leasehold properties:		
1. 香港九龍灣啟祥道9號 信和工商中心2樓 第13-24號工場及 地庫P3號停車位 Workshop Nos.13 to 24 on 2nd Floor and Car Parking Space No. P3 on Basement, Sino Industrial Plaza 9 Kai Cheung Road Kowloon Bay Hong Kong	工業 Industrial	中年期 Medium-term lease
2. 中國東莞長安權智電子廠 東莞市長安鎮 烏沙管理區 第四工業區 Dongguan Chang An Group Sense Electronics Factory Fourth Industrial Zone, Wusha Chang An, Dongguan The People's Republic of China	工業 Industrial	中年期 Medium-term lease



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