Multifield

Multifield International Holdings Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 0898)

2008

Annual Report

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Lau Chi Yung, Kenneth
(Chairman)
Lau Michael Kei Chi
(Vice-Chairman)

Independent Non-executive Directors

Choy Tak Ho
Lee Siu Man, Ervin
Wong Yim Sum
Lo Yick Wing

COMPANY SECRETARY

Yau Yuk Kau, Benny

PRINCIPAL BANKERS

Bank of China
Bank of China (Hong Kong) Limited
Bank Sarasin-Rabo (Asia) Limited
United Commercial Bank

AUDITORS

HLB Hodgson Impey Cheng

SOLICITORS

Cheung, Tong & Rosa, Solicitors
Poon Yeung & Li, Solicitors & Notaries

COMPLIANCE ADVISER

Sun Hung Kai International Limited

REGISTERED OFFICE

Canon's Court
22 Victoria Street
Hamilton HM 12
Bermuda

PRINCIPAL PLACE OF BUSINESS

8th Floor Multifield House
54 Wong Chuk Hang Road
Hong Kong

PRINCIPAL SHARE REGISTRAR & TRANSFER OFFICE

Butterfield Fulcrum Group (Bermuda) Limited
Rosebank Centre
11 Bermudiana Road
Pembroke HM 08 Bermuda

HONG KONG BRANCH SHARE REGISTRAR & TRANSFER OFFICE

Tricor Tengis Limited
26/F., Tesbury Centre
28 Queen's Road East
Wanchai
Hong Kong

On behalf of the board of directors (the "Board") of Multifield International Holdings Limited (the "Company"), I am pleased to present the annual results of the Company and its subsidiaries (the "Group") for the year ended 31 December 2008.

REVIEW OF OPERATION

For the year ended 31 December 2008, the Group recorded a net profit for the year of about HK$126 million (2007: HK$263 million). The overall performance of the Group was affected by the outbreak of global financial crisis.

PROPERTY INVESTMENT

Hong Kong

During the year under review, the investment properties in Hong Kong maintained an occupancy rate of approximately 75% and contributed stable rental revenue of approximately HK$26 million (2007: HK$12 million), with an increase of 117% as compared with 2007. The sharp increase was mainly due to the acquisition of numerous units of total area of approximately 90,800 square feet with car parks in a factory building in June 2008. The purchase consideration was about HK$70 million. The Group believes that such acquisition would bring a satisfactory return on investment.

Shanghai, PRC

Our serviced apartment chain in Shanghai, operating under the name of "Windsor Renaissance", maintained a steady rental revenue with an occupancy rate of approximately 80%. Our trademark, "Windsor Renaissance", is a symbol of high quality villas and serviced apartments in Shanghai and they are well accepted by the expatriate community in Shanghai.

Zhuhai, PRC

The Group holds two land banks in Zhuhai, PRC. The first land of about 36,808 square metres is located at Santaishi Road, Qianshan commercial business district and for commercial and shopping usages. Another land of about 94,111 square metres in Jingan Town, DouMen commercial business district is at planning stage. This land is for hotel and shopping usages. Both land banks are still in the process of demolition and removal of existing constructions. The Group believes that these acquisitions of land will further strengthen the business of property investment in the PRC and will bring remarkable return to the Group upon completion of development.

TRADING AND INVESTMENTS

The Group undertakes portfolio investments (Trading and investments segment). Owing to the global financial crisis, the Hong Kong and other overseas stock markets were very volatile. As a result, the Group's portfolio investments recorded a net fair value losses of HK$97 million when marking the portfolio investments to market valuation as at 31 December 2008.

ELECTRONICS

The electronics division reported a net loss of about HK$2.3 million (2007: HK$0.7 million) based on a turnover of HK$5.9 million (2007: HK$7.9 million). In view of the continuing loss, the Group has intention to seek a potential buyer to dispose of the related business or close down the division.

LIQUIDITY AND FINANCIAL RESOURCES

The Group generally finances its operations with internally generated cash flow and banking facilities provided by principal bankers in Hong Kong. As at 31 December 2008, the Group had total bank and other borrowings amounting to approximately HK$731 million (2007: HK$838 million) which were secured by legal charges on certain investment properties in Hong Kong and Shanghai, and certain cash deposits and securities investment. As at 31 December 2008, about HK$173 million (2007: HK$253 million) out of HK$731 million (2007: HK$838 million) is repayable with one year. The Group's cash and cash equivalents as at 31 December 2008 amounted to HK$269 million (2007: HK510 million). Based on the total bank and other borrowings of HK$731 million (2007: HK$838 million) and the aggregate of the shareholders' funds, minority interests and total bank and borrowings of approximately HK$3,296 million (2007: HK$3,328 million), the Group's gearing ratio as at 31 December 2008 was around 22% (2007: 25%).

EMPLOYEES AND REMUNERATION POLICY

As at 31 December 2008, the Group had approximately 325 employees, of whom 280 were based in the PRC and 45 in Hong Kong. The remuneration packages of the Group's employees are mainly based on their performance and experience and the prevailing market condition. In addition to the basic salaries, the Group also provides staff benefits including discretionary bonus, provident fund and tuition/training subsidies in order to retain competent employees.

PROSPECT

Given the adverse effect of financial crisis, the global economic condition will remain challenging in the coming year and major development economies are going into a synchronized recession. Proactive policy responses from various governments are expected to support the global economy. The economy of the PRC is expected to grow steadily this year as the central government adjusted its macro-economic policies to boost markets. The economic stimulus package worth RMB4 trillion, supplemented by reductions in interest rates was a very clear signal that the central government moved quickly to foster stability and healthy development of the economy.

The Group believes that Hong Kong will remain fairly resilient during the downturn as a result of strong backing of the PRC and its strong economic growth. The Group remains optimistic about the prospect for local property market in the medium and long term because of its strong fundamentals.

The Group will adhere to its prudent financial policy and maintain high liquidity and low gearing. The Group will continue to monitor market conditions and look for attractive investment opportunities as appropriate. We strongly believe that we have the necessary skills and expertise to enable us to work towards the goal of maximizing our shareholders' wealth through restructuring our business mix and strengthening the competitiveness of our business.

ACKNOWLEDGEMENT

On behalf of the Board and management team, I would like to thank our shareholders who have extended to us their trust. The Board and management have decided to propose a final dividend of 0.45 HK cents per share at the forthcoming annual general meeting. I would also like to thank my fellow directors for their support and to thank all the staff for their dedication and hard work. I believe that we will create greater value to our investors in the future.

Lau Chi Yung, Kenneth
Chairman

Hong Kong, 17 April 2009

Executive Directors

Mr. LAU Chi Yung, Kenneth, aged 49, is the Chairman, Managing Director and founder of Multlfield International Holdings Limited (the "Company"). Mr. Lau has over 23 years' experience in property investment and development and is responsible for the overall policymaking, investment and business development of the Company and its subsidiaries (the "Group"). Mr. Lau is currently the Chairman of Oriental Explorer Holdings Limited ("Oriental Explorer"), a company engaged in property investment, trading of securities and investment holding and manufacturing businesses and its shares are listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

Mr. LAU Michael Kei Chi, aged 55, is the Vice Chairman and Deputy Managing Director of the Company. He is responsible for the overall planning, marketing and operations of the Group's service apartment business. Prior to joining the Group in 1997, he had over 16 years' experience in project development and management. Mr. Lau is currently the Vice Chairman of Oriental Explorer and is the brother of Mr. Lau Chi Yung, Kenneth.

Independent Non-executive Directors

Mr. CHOY Tak Ho, aged 81, joined the Group in May 2000. He is a member of the 9th National Committee of the Chinese People's Political Consultation Conference, the Executive Committee Member of the 8th All China Federation of Industry and Commerce and the Executive Committee Member of the Chinese Manufacture Association of Hong Kong. He also served as a member of the Selection Committee of the First Government of the Hong Kong Special Administrative Region. He is the Honorary Life Chairman of the Chinese General Chamber of Commerce H.K., the Charter President of Hong Kong and Overseas Chinese Association of Commerce Limited and the Charter President of Hong Kong Kwun Tong Industries and Commerce Association Limited.

Mr. LEE Siu Man, Ervin, aged 53, is a Registered Architect and Authorized Person in Hong Kong. He is a member of the Hong Kong Institute of Architects and the Royal Australian Institute of Architects, and the founder and currently the Managing Director of Fotton-ELA Architects Ltd. and Fotton-ELA Consultants Ltd. which provide comprehensive services including architecture, civil, structural and geotechnical engineering, town planning and estate surveying in the building and development field. In early 1999, Mr. Lee has also been elected as the Director of the Board of Directors of the Pok Oi Hospital and the President of North Kowloon Lions Club, both for the year 1999/2000.

Mr. WONG Yim Sum, aged 43 is currently the Managing Director of Conpak CPA Limited, a firm of certified public accountants in Hong Kong. Mr. Wong has extensive experience in the finance and auditing fields and is currently practicing as a certified public accountant. He is a fellow member of the Hong Kong Institute of Certified Public Accountants (HKICPA) and the Association of Chartered Certified Accountants (ACCA).

Mr. LO Yick Wing, aged 56, is a Registered Architect and Authorized Person in Hong Kong. He has attained Class I Registered Architect Qualification (中華人民共和國一級註冊建築師資格) in the PRC. He is a member of the Hong Kong Institute of Architects and the Royal Australian Institute of Architects and The Association of Architectural Practices Ltd. Mr. Lo is the founder and currently the Managing Director of Lo & Partners Architects & Development Consultants Ltd. which provide comprehensive professional services including architecture, planning, interior, landscaping and estate development consultancy.

Senior Management

Ms. SIU Wai King, Donna, aged 44, is the Deputy General Manager of property and leasing division in Hong Kong and is responsible for the business of leasing commercial and residential properties in Hong Kong. She joined the Group in 1992 and has over 18 years' experience in property leasing.

Mr. YAU Yuk Kau, Benny, aged 36, joined the Group in 2006. He is the Deputy General Manager and Financial Controller of the Group. He holds a master's degree in corporate governance. He is a member of the Hong Kong Institute of Certified Public Accountants and the Institute of Chartered Secretaries and Administrators. He has over 12 years' experience in auditing, taxation and accounting.

Mr. NAGATA Tetsuya, aged 53, joined the Group in September 2002 as the General Manager of electronics division in the Group. He has over 31 years' experience in overseas marketing and business development. He graduated from Meiji University, Tokyo with a bachelor's degree in commerce and had been working at Japanese trading firm for 13 years and Hong Kong based electronics manufacturing firm for 13 years. He is the Associate Director of the Group and is responsible for marketing and business development of the Group.

Mr. MASSY Jean-Phillippe, aged 32, joined the Group in 2006. He is the General Manager of the Shanghai subsidiaries of the Group and is responsible for the property management business of the serviced apartments in Shanghai. He holds a Master's Degree in Management from Pau International Business School, France. He has 10 years experience in management and marketing.

Ms. FAN Qing, aged 39, joined the Group in December 1996. She is currently the Manager of the financial department of the Shanghai subsidiaries of the Group and she has attained 國家中級會計師資格證書 and has considerable experience in real estate development and operation.

The directors present herewith their report and the audited financial statements of the Company and the Group for the year ended 31 December 2008.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding. The principal activities of its principal subsidiaries are set out in note 14 to the financial statements.

RESULTS AND DIVIDENDS

The Group's profit for the year ended 31 December 2008 and the state of affairs of the Company and the Group at that date are set out in the financial statements on pages 19 to 24.

The directors recommend the payment of a final dividend of 0.45 HK cents per ordinary share in respect of the year ended 31 December 2008 (2007: 0.45 HK cents), to shareholders whose name appeared on the register of members on 26 June 2009. The final dividend if approved, will be distributed to the shareholders on 8 July 2009. This recommendation has been incorporated in the financial statements as an allocation of retained profits within the capital and reserves section of the balance sheet.

SUMMARY FINANCIAL INFORMATION

The following is a summary of the published results and assets, liabilities and minority interests of the Group for the last five-financial years. The information has been extracted from the published audited financial statements of the Company, after appropriate adjustments and reclassifications. This summary does not form part of the audited financial statements.

RESULTS

	Year ended 31 December				
	2008	2007	2006	2005	2004
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*
		(restated)	*(restated)*	*(restated)*	*(restated)*
Revenue	**83,953**	198,098	196,147	1,325,776	707,115
Cost of sales	**(23,053)**	(22,556)	(33,086)	(1,144,251)	(550,639)
Gross profit	**60,900**	175,542	163,061	181,525	156,476
Other income and gains	**154,220**	169,313	104,138	72,195	31,222
Operating and administrative expenses	**(49,013)**	(27,074)	(19,331)	(59,755)	(52,631)
Other operating expenses	**—**	—	—	(432)	(915)
Finance costs	**(22,642)**	(42,823)	(39,898)	(27,786)	(13,070)
Profit before tax	**143,465**	274,958	207,970	165,747	121,082
Tax	**(17,748)**	(12,069)	(14,725)	(18,082)	(7,537)
Profit for the year	**125,717**	262,889	193,245	147,665	113,545
Attributable to:					
Equity holders of the Company	**50,925**	220,477	144,170	126,597	81,262
Minority interests	**74,792**	42,412	49,075	21,068	32,283
	125,717	262,889	193,245	147,665	113,545

ASSETS, LIABILITIES AND MINORITY INTERESTS

	As at 31 December				
	2008	2007	2006	2005	2004
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*
Total assets	**4,089,711**	4,096,095	3,702,476	3,332,662	2,981,132
Total liabilities	**(1,524,958)**	(1,606,237)	(1,568,122)	(1,400,830)	(1,312,713)
Minority interests	**(692,231)**	(726,306)	(694,717)	(697,523)	(667,104)
	1,872,522	1,763,552	1,439,637	1,234,309	1,001,315

PROPERTY, PLANT AND EQUIPMENT AND INVESTMENT PROPERTIES

Details of movements in the property, plant and equipment, and investment properties of the Group during the year are set out in notes 15 and 16 to the financial statements, respectively. Further details of the Group's investment properties are set out on pages 85 to 87.

PROPERTIES HELD FOR SALE

Details of the Group's properties held for sale are set out in note 21 to the financial statements. Further details of the Group's properties held for sale are set out on page 85.

SHARE CAPITAL AND SHARE OPTIONS

Details of movements in share capital and share options of the Company during the year are set out in notes 32 and 33 to the financial statements.

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 existing shareholders.

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities during the year.

RESERVES

Details of movements in the reserves of the Company and of the Group during the year are set out in note 34 to the financial statements and in the consolidated statement of changes in equity, respectively.

DISTRIBUTABLE RESERVES

As at 31 December 2008, the Company's reserves available for cash distribution and/or distribution in specie, as calculated in accordance with the Companies Act 1981 of Bermuda (as amended), amounted to approximately HK$879,922,000.

MAJOR CUSTOMERS AND SUPPLIERS

In the year under review, sales to the Group's five largest customers of electronic business accounted for 100% of the total sales for the year and sales to the largest customer included therein amounted to 58%. Purchases from the Group's five largest suppliers of electronic business accounted for 90% of the total purchases for the year and purchases from the largest supplier included therein amounted to 30%.

None of the directors of the Company or any of their associates or any shareholders (which, to the best knowledge of the directors, own more than 5% of the Company's issued share capital) had any beneficial interest in the Group's five largest customers and suppliers.

DIRECTORS

The directors of the Company (the "Director(s)") during the year and up to the date of this report were:

Executive Directors

Mr. Lau Chi Yung, Kenneth	*(Chairman)*
Mr. Lau Michael Kei Chi	*(Vice-Chairman)*

Independent Non-executive Directors

Mr. Choy Tak Ho	
Mr. Lee Siu Man, Ervin	
Mr. Wong Yim Sum	
Mr. Lo Yick Wing	*(Appointed on 15 April 2009)*

The Company has received annual confirmation from each of the independent non-executive Directors as regards their independence to the Company and considers that each of the independent non-executive Directors is independent to the Company.

In accordance with the Company's bye-laws, Mr. Lee Siu Man, Ervin and Mr. Lo Yick Wing will retire by rotation and, being eligible, will offer themselves for re-election at the forthcoming annual general meeting.

DIRECTORS' AND SENIOR MANAGEMENT'S BIOGRAPHIES

Biographical details of the Directors and the senior management of the Group are set out on pages 6 to 7 of the annual report.

DIRECTORS' SERVICE CONTRACTS

No director proposed for re-election at the forthcoming annual general meeting has a service contract with the Company which is not determinable by the Company within one year without payment of compensation, other than statutory compensation.

DIRECTORS' INTERESTS IN CONTRACTS

Apart from those transactions disclosed in note 39 to the financial statements, no director had a material interest, either directly or indirectly, in any material contract of significance to the business of the Group to which the Company, or any of its holding companies or subsidiaries was a party during the year.

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As at 31 December 2008, the interests and short positions of the Directors in the share capital and underlying shares of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")), as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers of the Rules Governing the Listing of Securities on the Stock Exchange (the "Model Code"), were as follows:

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS *(continued)*

Long position in ordinary shares of the Company

Name of Director	Capacity and nature of interest	Number of shares held	Percentage of the Company's issued share capital
Lau Chi Yung, Kenneth	Corporate	2,797,055,712	66.91

The above shares are ultimately controlled by Power Resources Holdings Limited as the trustee of the Power Resources Discretionary Trust, a family discretionary trust, the discretionary objects of which include Mr. Lau Chi Yung, Kenneth and his family.

Long position in shares and underlying shares of associated corporation

Name of Director	Name of associated corporation	Relationship with the Company	Shares	Number of shares held	Capacity and nature of interest	Percentage of associated corporation's issued share capital
Lau Chi Yung, Kenneth	Oriental Explorer	Company's subsidiary	Ordinary shares	1,098,546,999	Corporate	61.03

The interest of Mr. Lau Chi Yung, Kenneth in the shares of Oriental Explorer are ultimately controlled by Power Resources Holdings Limited as the trustee of the Power Resources Discretionary Trust, a family discretionary trust, the discretionary objects of which include Mr. Lau Chi Yung, Kenneth and his family.

In addition to the above, a director has non-beneficial personal equity interests in certain subsidiaries held for the benefit of the Company solely for the purpose of complying with the minimum company membership requirements.

Save as disclosed above, as at 31 December 2008, none of the directors had registered an interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations that was required to be recorded pursuant to Section 352 of the SFO, or otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed under the heading "Directors' interests and short positions in shares and underlying shares of the Company and its associated corporations" above, at no time during the year were rights to acquire benefits by means of the acquisition of shares in, or debentures of, the Company granted to any director or their respective spouse or minor children, or were any such rights exercised by them; or was the Company or any of its holding companies or subsidiaries a party to any arrangement to enable the directors to acquire such rights in any other body corporate.

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 31 December 2008, the following interests of 5% or more of the issued share capital of the Company were recorded in the register of interests required to be kept by the Company pursuant to Section 336 of the SFO:

Long positions

Name	Capacity and nature of interest	Number of shares held	Percentage of the Company's issued share capital
Power Resources Holdings Limited*	Through a controlled corporation	2,797,055,712	66.91
Lucky Speculator Limited*	Directly beneficially owned	2,195,424,000	52.52
Desert Prince Limited*	Directly beneficially owned	601,631,712	14.39

* Power Resources Holdings Limited was deemed to have a beneficial interest in 2,797,055,712 ordinary shares of the Company by virtue of its indirect interests through Lucky Speculator Limited and Desert Prince Limited, the wholly-owned subsidiaries, which held shares in the Company.

Save as disclosed above, as at 31 December 2008, no person, other than the Directors, whose interests are set out in the section "Directors' interests and short positions in shares and underlying shares of the Company and its associated corporations" above, had registered an interest or short position in the shares or underlying shares of the Company that was required to be recorded pursuant to Section 336 of the SFO.

CONNECTED TRANSACTIONS

Details of the connected transactions are set out in note 39 to the financial statements.

SUFFICIENCY OF PUBLIC FLOAT

Based on information that is publicly available to the Company and within the knowledge of the directors, at least 25% of the Company's total issued share capital was held by the public as at the date of this report.

AUDITORS

A resolution for the reappointment of HLB Hodgson Impey Cheng as the auditors of the Company for the ensuing year is to be proposed at the forthcoming annual general meeting.

ON BEHALF OF THE BOARD

Lau Chi Yung, Kenneth
Chairman

Hong Kong
17 April 2009

The Company is committed to the establishment of good corporate governance practices and procedures. The corporate governance principles of the Company emphasize a quality board of Directors (the "Board"), sound internal control, transparency and accountability to all shareholders.

BOARD COMPOSITION AND BOARD PRACTICE

The Board is mandated to promote the success of the Company by providing leadership and supervising control of Group's business.

Currently, the Board comprises two executive Directors and four independent non-executive Directors. The Board, led by Mr. Lau Chi Yung, Kenneth is responsible for the approval and monitoring of the Group's overall strategies and policies, approval of annual budgets and business plans; evaluating the performance of Group; and oversight of management. The chairman ensures that the Board works effectively and discharges its responsibilities. All directors have been consulted on all major and material matters of the Company. With the support of the company secretary, the chairman seeks to ensure that all directors are properly briefed on issues arising at Board meetings and receive adequate and reliable information in a timely manner.

Save as disclosed below, the Company has complied with the code provisions set out in the Code on Corporate Governance Practices (the "Code") as set out in Appendix 14 of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") throughout the year ended 31 December 2008.

(a) Under code provisions of A.4.1 and A.4.2, (i) non-executive directors should be appointed for a specific term and subject to re-election; and (ii) all directors appointed to fill a causal vacancy should be subject to election by shareholders at the first general meeting after their appointment, and every director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years.

    Non-executive directors do not have a specific term of appointment and under the bye-laws of the Company, at each general meeting, one-third of the directors for the time being, or if their number in not three or a multiple of three, then the number nearest one-third, shall retire from office by rotation save any director holding office as chairman and managing director. The Company intends to propose any amendment of relevant bye-laws of the Company, if necessary, in order to ensure compliance with the Code.

(b) Under code provision of A.2, the roles of chairman and chief executive officer should be separated and should not be performed by the same individual.

    The Company does not at present have any officer with the title of "chief executive officer". Mr. Lau Chi Yung, Kenneth is the chairman and managing director of the Company. The Board will meet regularly to consider major matters affecting the operations of the Company. The Board considers that this structure will not impair the balance of power and authority between the Board and the management of the Company and is conductive to strong and consistent leadership, enabling the Company to respond promptly and efficiently.

Under the Listing Rules, every listed issuer is required to have at least three independent non-executive directors, at least one of whom must have appropriate professional qualifications, or accounting or related financial management expertise. Currently, the number of independent non-executive directors represents more than one-third of the total board members.

Each of the independent non-executive director has made an annual confirmation of independence pursuant to Rule 3.13 of the Listing Rules. The Company is of the view that all independent non-executive directors meet the independence guidelines set out in Rule 3.13 of the Listing Rules and are independent in accordance with the terms of the guidelines. Review will be made regularly on the Board composition to ensure that it has a balance of expertise, skills and experience appropriate for the requirements of the business of the Company. The biographical details of the Directors are set out on page 6.

The Board has scheduled regular meetings per year and meets more frequently as and when required to discuss and formulate the Group's overall business strategies, monitor financial performance and discuss the annual results, interim results and other significant matters. During the financial year ended 31 December 2008, the attendance of individual director to the Board meeting is summarized below:-

Executive Directors	**Meetings attended/held**
Lau Chi Yung, Kenneth	4/4
Lau Michael Kei Chi	4/4
Independent Non-executive Directors	
Choy Tak Ho	2/4
Lee Siu Man, Ervin	3/4
Wong Yim Sum	3/4
Lo Yick Wing (Appointed on 15 April 2009)	0/4

The company secretary keeps the Board minutes of the Company for inspection by the Directors and all Directors have direct access to the company secretary.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code set out in Appendix 10 of the Listing Rules as its own code of conduct regarding directors' securities transactions. Based on specific enquiry of all the Directors, the Directors have complied with the required standard as set out in the Model Code for the year ended 31 December 2008.

DIRECTORS' RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

With the assistance of the Finance Department which is under the supervision of the Qualified Accountant of the Company, the Directors ensure that preparation of the financial statements of the Group are in accordance with statutory requirements and applicable accounting standards. The Directors also ensure that the publication of the financial statements of the Group is in a timely manner.

AUDIT COMMITTEE

The Company has established an audit committee in compliance with Rule 3.21 of the Listing Rules. The audit committee's terms of reference includes those specific duties as set out in the code provision C.3.3 of the Code. Pursuant to its terms of reference, the audit committee is required, amongst other things, to consider and recommend to the Board the appointment, re-appointment and removal of the external auditors and to approve their remuneration, to review the interim and annual financial statements, to review the Group's financial controls, internal controls and risk management system and to consider any findings of major investigations of internal control matters as delegated by the Board or on its own initiative and management's response. The audit committee should meet at least twice each year and when the need arises.

The audit committee comprises four independent non-executive Directors, namely Choy Tak Ho, Lee Siu Man, Ervin, Wong Yim Sum and Lo Yick Wing. The chairman of the audit committee, Wong Yim Sum, has extensive experience in the finance and auditing fields.

In fact, the Group's interim report for the six months ended 30 June 2008 and the annual report for the year ended 31 December 2008 have been reviewed by the audit committee, and with recommendation to the Board for approval.

REMUNERATION COMMITTEE

The Company has set up a remuneration committee on 16 September 2005 to ensure that there are formal and transparent procedures for setting policies on the remuneration of the Directors. The remuneration committee comprises four independent non-executive Directors namely, Choy Tak Ho, Lee Siu Man, Ervin, Wong Yim Sum and Lo Yick Wing.

The terms of reference of the remuneration committee are consistent with the terms set out in the relevant section of the Code, and no Director is involved in deciding his own remuneration.

INTERNAL CONTROL

The Board has overall responsibility for maintaining a sound and effective internal control system of the Group. The Group's internal control system includes a well defined management structure with limits of authority which is designed for the achievement of business objectives, safeguard assets against unauthorized use or disposition, ensure proper maintenance of books and records for the provision of reliable financial information for internal use or publication, and to ensure compliance with relevant legislation and regulations.

AUDITORS' REMUNERATION

In line with the sound practice that the independence of external auditors should not be impaired by other non-audit assignments, the Group ensures that assignments other than statutory audits undertaken by external auditors should not have an adverse impact on their independence.

For the year ended 31 December 2008, the auditors of the Company received approximately HK$650,000 for audit service and HK$Nil for tax and consultancy services.

INVESTOR RELATIONS AND COMMUNICATION

The Company continues to pursue a proactive policy of promoting investor relations communications. All shareholders have 21 clear days' notice of the annual general meeting and special general meeting for passing of a special resolution and 14 clear days' notice of all other general meetings at which the Company's Directors and committee chairmen or members are available to answer their questions.

In fact, the Company's annual general meeting (the "AGM") is one of the principal channels of communication with its shareholders. It provides an opportunity for shareholders to ask questions about the Group's performance. A separate resolution is proposed for each substantially separate issue at the AGM.

HLB 國衛會計師事務所
Hodgson Impey Cheng

Chartered Accountants
Certified Public Accountants

31/F, Gloucester Tower
The Landmark
11 Pedder Street
Central
Hong Kong

TO THE SHAREHOLDERS OF
MULTIFIELD INTERNATIONAL HOLDINGS LIMITED
(Incorporated in Bermuda with limited liability)

We have audited the consolidated financial statements of Multifield International Holdings Limited (the "Company") and its subsidiaries (collectively referred to as the "Group") set out on pages 19 to 84, which comprise the consolidated and company balance sheets as at 31 December 2008, 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 consolidated financial statements in accordance with Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants and the disclosure requirements of the Hong Kong Companies Ordinance. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and the true and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on these consolidated financial statements based on our audit and to report our opinion solely to you, as a body, in accordance with Section 90 of the Companies Act 1981 of Bermuda, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. We conducted our audit in accordance with Hong Kong Standards on Auditing issued by the Hong Kong Institute of Certified Public Accountants. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the 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 consolidated financial statements give a true and fair view of the state of affairs of the Company and of the Group as at 31 December 2008 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.

HLB Hodgson Impey Cheng
Chartered Accountants
Certified Public Accountants

Hong Kong, 17 April 2009

CONSOLIDATED INCOME STATEMENT

Year ended 31 December 2008

	Notes	2008	2007
		HK$'000	*HK$'000*
			(restated)
REVENUE	5	**83,953**	198,098
Cost of sales		**(23,053)**	(22,556)
Gross profit		**60,900**	175,542
Other income and gains	5	**154,220**	169,313
Operating and administrative expenses		**(49,013)**	(27,074)
Finance costs	7	**(22,642)**	(42,823)
PROFIT BEFORE TAX	6	**143,465**	274,958
Tax	10	**(17,748)**	(12,069)
PROFIT FOR THE YEAR		**125,717**	262,889
Attributable to:			
Equity holders of the Company	11	**50,925**	220,477
Minority interests		**74,792**	42,412
		125,717	262,889
DIVIDENDS	12		
Interim		**12,541**	12,541
Proposed final		**18,812**	18,812
		31,353	31,353
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY			
Basic and diluted	13	**1.22 cents**	5.27 cents

CONSOLIDATED BALANCE SHEET

31 December 2008

	Notes	2008	2007
		HK$'000	*HK$'000*
NON-CURRENT ASSETS			
Property, plant and equipment	15	**341,454**	324,395
Investment properties	16	**3,024,870**	2,781,460
Prepaid land lease payments	17	**459**	468
Available-for-sale investments	18	**38,572**	9,460
Total non-current assets		**3,405,355**	3,115,783
CURRENT ASSETS			
Inventories	20	**595**	819
Properties held for sale	21	**281,851**	281,851
Trade receivables	22	**7,767**	8,677
Prepayments, deposits and other receivables	23	**55,078**	61,762
Equity investments at fair value through profit or loss	24	**57,985**	94,283
Equity-linked notes	19	**11,668**	22,724
Pledged deposits	25	**133,202**	210,785
Cash and cash equivalents	25	**136,210**	299,411
Total current assets		**684,356**	980,312
TOTAL ASSETS		**4,089,711**	4,096,095
CURRENT LIABILITIES			
Trade payables	26	**1,427**	1,383
Other payables and accruals	27	**232,668**	227,811
Deposits received		**46,043**	46,941
Derivative financial instruments	28	**21,222**	—
Interest-bearing bank and other borrowings	29	**172,581**	253,283
Tax payable		**19,798**	14,164
Total current liabilities		**493,739**	543,582
NET CURRENT ASSETS		**190,617**	436,730
TOTAL ASSETS LESS CURRENT LIABILITIES		**3,595,972**	3,552,513

	Notes	2008 *HK$'000*	2007 *HK$'000*
NON-CURRENT LIABILITIES			
Interest-bearing bank and other borrowings	29	**558,255**	585,022
Due to a director	30	**33,610**	38,778
Deferred tax liabilities	31	**439,354**	438,855
Total non-current liabilities		**1,031,219**	1,062,655
Net assets		**2,564,753**	2,489,858
CAPITAL AND RESERVES			
Equity attributable to equity holders of the Company			
Issued capital	32	**41,804**	41,804
Reserves	34	**1,811,906**	1,702,936
Proposed final dividend	12	**18,812**	18,812
		1,872,522	1,763,552
Minority interests		**692,231**	726,306
Total equity		**2,564,753**	2,489,858

Lau Chi Yung, Kenneth
Chairman

Lau Michael Kei Chi
Vice-Chairman

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Year ended 31 December 2008

	Attributable to equity holders of the Company								
	Issued capital	Share premium	Contributed surplus	Available-for– sale investment revaluation reserve	Exchange fluctuation reserve	Retained profits	Proposed final dividend	Minority interests	Total equity
	HK$'000 *(Note 32)*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*
At 1 January 2007	41,804	39,116	293,372	7,215	101,631	939,778	16,721	694,717	2,134,354
Changes in fair value of available-for-sale investments	—	—	—	108	—	—	—	82	190
Exchange realignment	—	—	—	—	132,592	—	—	—	132,592
Total income and expense recognised directly in equity	—	—	—	108	132,592	—	—	82	132,782
Profit for the year	—	—	—	—	—	220,477	—	42,412	262,889
Total income and expense for the year	—	—	—	108	132,592	220,477	—	42,494	395,671
Acquisition of minority interests	—	—	—	—	—	—	—	(10,905)	(10,905)
Final 2006 dividend declared	—	—	—	—	—	—	(16,721)	—	(16,721)
Interim 2007 dividend	—	—	—	—	—	(12,541)	—	—	(12,541)
Proposed final 2007 dividend	—	—	—	—	—	(18,812)	18,812	—	—
At 31 December 2007	41,804	39,116*	293,372*	7,323*	234,223*	1,128,902*	18,812	726,306	2,489,858
At 1 January 2008	**41,804**	**39,116**	**293,372**	**7,323**	**234,223**	**1,128,902**	**18,812**	**726,306**	**2,489,858**
Changes in fair value of available-for-sale investments	**—**	**—**	**—**	**(5,622)**	**—**	**—**	**—**	**(3,447)**	**(9,069)**
Exchange realignment	**—**	**—**	**—**	**—**	**92,719**	**—**	**—**	**—**	**92,719**
Total income and expense recognised directly in equity	**—**	**—**	**—**	**(5,622)**	**92,719**	**—**	**—**	**(3,447)**	**83,650**
Impairment of available-for-sale investments	**—**	**—**	**—**	**2,301**	**—**	**—**	**—**	**1,541**	**3,842**
Profit for the year	**—**	**—**	**—**	**—**	**—**	**50,925**	**—**	**74,792**	**125,717**
Total income and expense for the year	**—**	**—**	**—**	**(3,321)**	**92,719**	**50,925**	**—**	**72,886**	**213,209**
Acquisition of minority interests	**—**	**—**	**—**	**—**	**—**	**—**	**—**	**(106,961)**	**(106,961)**
Final 2007 dividend declared	**—**	**—**	**—**	**—**	**—**	**—**	**(18,812)**	**—**	**(18,812)**
Interim 2008 dividend	**—**	**—**	**—**	**—**	**—**	**(12,541)**	**—**	**—**	**(12,541)**
Proposed final 2008 dividend	**—**	**—**	**—**	**—**	**—**	**(18,812)**	**18,812**	**—**	**—**
At 31 December 2008	**41,804**	**39,116***	**293,372***	**4,002***	**326,942***	**1,148,474***	**18,812**	**692,231**	**2,564,753**

* These reserve accounts comprise the consolidated reserves of approximately HK$1,811,906,000 (2007: HK$1,702,936,000) in the consolidated balance sheet.

CONSOLIDATED CASH FLOW STATEMENT

Year ended 31 December 2008

	Notes	2008 HK$'000	2007 HK$'000 (restated)
Net cash inflow from operating activities	35	**100,331**	244,876
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchases of items of property, plant and equipment		**(14,618)**	(121,638)
Purchases of investment properties		**(71,815)**	(2,634)
Purchases of available-for-sale investments		**(61,581)**	—
Decrease/(increase) in pledged time deposits		**77,583**	(43,431)
Proceeds from disposal of items of property, plant and equipment		**21,053**	1,707
Proceeds from disposal of investment properties		**53,500**	30,022
Proceeds from disposal of available-for-sale investments		**22,195**	—
Interest received		**7,040**	21,949
Net cash inflow/(outflow) from investing activities		**33,357**	(114,025)
CASH FLOWS FROM FINANCING ACTIVITIES			
New interest-bearing borrowings		**126,967**	128,810
Repayment of interest-bearing borrowings		**(222,683)**	(152,299)
Net change in short-term revolving loans		**(11,753)**	2,971
Repayment to minority shareholders		**(106,961)**	(10,905)
(Decrease)/increase in amount due to a director		**(5,168)**	37,720
Interest paid		**(21,995)**	(41,108)
Dividends paid		**(31,353)**	(29,260)
Net cash outflow from financing activities		**(272,946)**	(64,071)
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS		**(139,258)**	66,780
Cash and cash equivalents at beginning of the year		**299,411**	276,212
Effect of foreign exchange rate changes, net		**(23,943)**	(43,581)
CASH AND CASH EQUIVALENTS AT END OF THE YEAR		**136,210**	299,411
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS			
Cash and bank balances	25	**83,281**	99,890
Non-pledged time deposits with original maturity of less than three months when acquired	25	**52,929**	199,521
		136,210	299,411

BALANCE SHEET

31 December 2008

	Notes	2008 HK$'000	2007 HK$'000
NON-CURRENT ASSETS			
Investments in subsidiaries	14	**656,622**	656,622
CURRENT ASSETS			
Due from subsidiaries	14	**285,134**	315,959
Prepayments, deposits and other receivables		**477**	449
Cash and bank balances		**174**	248
Total current assets		**285,785**	316,656
TOTAL ASSETS		**942,407**	973,278
CURRENT LIABILITIES			
Due to a subsidiary	14	**1,800**	1,800
Other payables and accruals	27	**69**	60
Total current liabilities		**1,869**	1,860
NET CURRENT ASSETS		**283,916**	314,796
TOTAL ASSETS LESS CURRENT LIABILITIES		**940,538**	971,418
CAPITAL AND RESERVES			
Issued capital	32	**41,804**	41,804
Reserves	34	**879,922**	910,802
Proposed final dividend	12	**18,812**	18,812
Total equity		**940,538**	971,418

Lau Chi Yung, Kenneth
Chairman

Lau Michael Kei Chi
Vice-Chairman

1. CORPORATE INFORMATION

Multifield International Holdings Limited (the "Company") is a limited liability company incorporated in Bermuda. The registered office of the Company is situated at Canon's Court, 22 Victoria Street, Hamilton HM12, Bermuda and the principal place of business of the Company is located at 8th Floor, Multifield House, 54 Wong Chuk Hang Road, Hong Kong. The shares of the Company are listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

During the year, the Company and its subsidiaries were involved in the following principal activities:

- property investment;
- provision of service apartment and property management services;
- manufacturing and trading of electronic products; and
- trading of securities and investment holding.

In the opinion of the directors, the holding company of the Company is Lucky Speculator Limited, which is incorporated in the British Virgin Islands, and the ultimate holding company of the Company is Power Resources Holdings Limited, which is incorporated in the British Virgin Islands.

2.1 BASIS OF PREPARATION

These financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") (which include all Hong Kong Financial Reporting Standards, 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 investment properties and certain financial instruments, which have been measured at fair value. These financial statements are presented in Hong Kong dollars (HK$) and all values are rounded to the nearest thousand (HK$'000) except when otherwise indicated.

Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries (collectively referred to as the "Group") for the year ended 31 December 2008. Adjustments are made to bring into line any dissimilar accounting policies that may exist. 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. All income, expenses and unrealised gains and losses resulting from intercompany transactions and intercompany balances within the Group are eliminated on consolidation in full.

The acquisition of subsidiaries during the year has been 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.

2.2 IMPACT OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

The Group has adopted the following new interpretations and amendments to 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 interpretations and amendments has had no significant effect on these financial statements.

HKAS 39 and HKFRS 7 Amendments	Amendments to HKAS 39 *Financial Instruments: Recognition and Measurement* and HKFRS 7 *Financial Instruments: Disclosures - Reclassification of Financial Assets*
HK(IFRIC)-Int 11	HKFRS 2 - *Group and Treasury Share Transactions*
HK(IFRIC)-Int 12	*Service Concession Arrangements*
HK(IFRIC)-Int 14	HKAS 19 - *The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction*

The principal effects of adopting these new and revised HKFRSs are as follows:

(a) Amendments to HKAS 39 Financial Instruments: *Recognition and Measurement* and *HKFRS 7 Financial Instruments: Disclosures - Reclassification of Financial Assets*

The amendments to HKAS 39 permit an entity to reclassify a non-derivative financial asset classified as held for trading, other than a financial asset designated by an entity as at fair value through profit or loss upon initial recognition, out of the fair value through profit or loss category if the financial asset is no longer held for the purpose of selling or repurchasing in the near term, if specified criteria are met.

A debt instrument that would have met the definition of loans and receivables (if it had not been required to be classified as held for trading at initial recognition) may be classified out of the fair value through profit or loss category or (if it had not been designated as available for sale) may be classified out of the available-for-sale category to the loans and receivables category if the entity has the intention and ability to hold it for the foreseeable future or until maturity.

In rare circumstances, financial assets that are not eligible for classification as loans and receivables may be transferred from the held-for-trading category to the available-for-sale category or to the held to maturity category (in the case of a debt instrument), if the financial asset is no longer held for the purpose of selling or repurchasing in the near term.

The financial asset shall be reclassified at its fair value on the date of reclassification and the fair value of the financial asset on the date of reclassification becomes its new cost or amortised cost, as applicable. The amendments to HKFRS 7 require extensive disclosures of any financial asset reclassified in the situations described above. The amendments are effective from 1 July 2008.

As the Group has not reclassified any of its financial instruments, the amendments have had no impact on the financial position or results of operations of the Group.

2.2 IMPACT OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS *(continued)*

(b) HK(IFRIC)-Int 11 *HKFRS 2 - Group and Treasury Share Transactions*

HK(IFRIC)-Int 11 requires arrangements whereby an employee is granted rights to the Group's equity instruments to be accounted for as an equity-settled scheme, even if the Group buys the instruments from another party, or the shareholders provide the equity instruments needed. HK(IFRIC)-Int 11 also addresses the accounting for share-based payment transactions involving two or more entities within the Group. As the Group currently has no such transactions, the interpretation has had no impact on the financial position or results of operations of the Group.

(c) HK(IFRIC)-Int 12 *Service Concession Arrangements*

HK(IFRIC)-Int 12 applies to service concession operators and explains how to account for obligations undertaken and the rights received in service concession arrangements. No member of the Group is an operator and, therefore, this interpretation has had no impact on the financial position or results of operations of the Group.

(d) HK(IFRIC)-Int 14 *HKAS 19 - The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction*

HK(IFRIC)-Int 14 addresses how to assess the limit under HKAS 19 *Employee Benefits*, on the amount of a refund or a reduction in future contributions in relation to a defined benefit scheme that can be recognised as an asset, including situations when a minimum funding requirement exists. As the Group has no defined benefit scheme, the interpretation has had no effect on these financial statements.

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.

HKFRS 1 and HKAS 27 Amendments	Amendments to HKFRS 1 *First-time Adoption of HKFRSs* and HKAS 27 *Consolidated and Separate Financial Statements - Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate* [1]
HKFRS 2 Amendments	Amendments to HKFRS 2 *Share-based Payment - Vesting Conditions and Cancellations* [1]
HKFRS 1 (Revised)	*First-time Adoption of HKFRS*
HKFRS 3 (Revised)	*Business Combinations* [2]
HKFRS 8	*Operating Segments* [1]
HKAS 1 (Revised)	*Presentation of Financial Statements* [1]
HKAS 23 (Revised)	*Borrowing Costs* [1]
HKAS 27 (Revised)	*Consolidated and Separate Financial Statements* [2]
HKAS 32 and HKAS 1 Amendments	Amendments to HKAS 32 *Financial Instruments: Presentation* and HKAS 1 *Presentation of Financial Statements - Puttable Financial Instruments and Obligations Arising on Liquidation* [1]
HKAS 39 Amendment	Amendment to HKAS 39 *Financial Instruments: Recognition and Measurement - Eligible Hedged Items* [2]
HK(IFRIC)-Int 13	*Customer Loyalty Programmes* [3]
HK(IFRIC)-Int 15	*Agreements for the Construction of Real Estate* [1]
HK(IFRIC)-Int 16	*Hedges of a Net Investment in a Foreign Operation* [4]
HK(IFRIC)-Int 17	*Distribution of Non-cash Assets to Owners* [2]
HK(IFRIC)-Int 18	*Transfer of Assets from customers* [5]

Apart from the above, the HKICPA has also issued *Improvements to HKFRSs** which sets out amendments to a number of HKFRSs primarily with a view to removing inconsistencies and clarify wording. Except for the amendment to HKFRS 5 which is effective for the annual periods beginning on or after 1 July 2009, other amendments are effective for annual periods beginning on or after 1 January 2009 although there are separate transitional provisions for each standard.

1 Effective for annual periods beginning on or after 1 January 2009
2 Effective for annual periods beginning on or after 1 July 2009
3 Effective for annual periods beginning on or after 1 July 2008
4 Effective for annual periods beginning on or after 1 October 2008
5 Effective for transfers of assets from customers received on or after 1 July 2009

* Improvements to HKFRSs contains amendments to HKFRS 5, HKFRS 7, HKAS 1, HKAS 8, HKAS 10, HKAS 16, HKAS 18, HKAS 19, HKAS 20, HKAS 23, HKAS 27, HKAS 28, HKAS 29, HKAS 31, HKAS 34, HKAS 36, HKAS 38, HKAS 39, HKAS 40 and HKAS 41.

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 while the adoption of HKFRS 8 and HKAS 1 (Revised) may result in new or amended disclosures and the adoption of HKFRS 3 (Revised), HKAS 27 (Revised) and HKAS 23 (Revised) may result in changes in accounting policies, these new and revised HKFRSs are unlikely to have a significant impact on the Group's results of operations and financial position.

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 investments in subsidiaries are stated at cost less any impairment losses.

Associates

An associate is an entity, not being a subsidiary or a jointly-controlled entity, 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 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. The Group's share of the post-acquisition results and reserves of associates is included in the consolidated income statement and consolidated reserves, respectively. Unrealised gains and losses resulting from transactions between the Group and its associates are eliminated to the extent of the Group's interests in the associates, except where unrealised losses provide evidence of an impairment of the asset transferred.

The results of associates are included in the Company's income statement to the extent of dividends received and receivable. The Company's interests in associates are treated as non-current assets and are stated at cost less any impairment losses.

Goodwill

Goodwill arising on the acquisition of subsidiaries and associates 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 arising on acquisition is initially recognised in the consolidated balance sheet as an asset at cost and is subsequently measured at cost less any accumulated impairment losses.

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.

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

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.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Excess over the cost of business combinations

Any excess of the Group's interest in the net fair value of the acquirees' identifiable assets, liabilities and contingent liabilities over the cost of acquisition of subsidiaries and associates (previously referred to as negative goodwill), after reassessment, is recognised immediately in the income statement.

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, financial assets, investment properties and goodwill), the asset's recoverable amount is estimated. An asset's recoverable amount is 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.

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 an indication exists, the recoverable amount is estimated. A previously recognised impairment loss of an asset other than goodwill is reversed only if there has been a change in the estimates used to determine the recoverable amount of that asset, but 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 an 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 jointly-controlled entity;

(d) the party is a member of the key management personnel of the Group or its parent;

(e) the party is a close member of the family of any individual referred to in (a) or (d);

(f) 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 (d) or (e); or

(g) the party is a post-employment benefit plan for the benefit of employees of the Group, or of any entity that is a related party of the Group.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Property, plant and equipment and depreciation

Property, plant and equipment 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 an item can be measured reliably, the expenditure is capitalised as an additional cost of that asset or as a replacement.

Valuations are performed frequently enough to ensure that the fair value of a revalued asset does not differ materially from its carrying amount. Changes in the values of property, plant and equipment are dealt with as movements in the asset revaluation reserve. If the total of this reserve is insufficient to cover a deficit, on an individual asset basis, the excess of the deficit is charged to the income statement. Any subsequent revaluation surplus is credited to the income statement to the extent of the deficit previously charged. On disposal of a revalued asset, the relevant portion of the asset revaluation reserve realised in respect of previous valuations is transferred to retained profits as a movement in reserves.

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:

Buildings	5% or over the lease terms, if shorter
Leasehold improvements	Over the lease terms
Plant and machinery	10% - 20%
Furniture, fixtures and office equipment	20% - 33 $^{1}/_{3}$%
Motor vehicles	20% - 33 $^{1}/_{3}$%
Vessels	30%

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 least 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.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Investment properties

Investment properties are interests in land and buildings (including the leasehold interest under an operating lease for a property which would otherwise meet the definition of an investment property) held to earn rental income and/or for capital appreciation, rather than for use in the production or supply of goods or services or for administrative purposes; or for sale in the ordinary course of business. Such properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions at the balance sheet date.

Gains or losses arising from changes in the fair values of investment properties are included in the income statement in the year in which they arise.

Any gains or losses on the retirement or disposal of an investment property are recognised in the income statement in the year of retirement or disposal.

For a transfer from investment properties to owner-occupied properties or inventories, the deemed cost of property for subsequent accounting is its fair value at the date of change in use. If a property occupied by the Group as an owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under "Property, plant and equipment and depreciation" up to the date of change in use, and any difference at that date between the carrying amount and the fair value of the property is accounted for as a revaluation in accordance with the policy stated under "Property, plant and equipment and depreciation" above.

Properties under development

Properties in the course of development are classified as non-current assets and are stated at cost less accumulated amortisation and accumulated impairment loss. Cost comprises acquisition cost relating to the leasehold interests in lands and direct development costs attributable to such properties. Interests in lands are amortised over the expected useful life and are included as part of cost of properties under development.

Properties held for sale

Properties held for sale are stated at the lower of cost and net realisable value. Cost includes the cost of land, capitalised interest during the period of development and other direct costs attributable to such properties. Net realisable value is calculated as the estimated selling price less all costs to completion, if applicable, and costs of marketing and selling.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Leases

Leases that transfer substantially all the rewards and risks of ownership of assets to the Group, other than legal title, are accounted for as finance leases. At the inception of a finance lease, the cost of the leased asset is capitalised at the present value of the minimum lease payments and recorded together with the obligation, excluding the interest element, to reflect the purchase and financing. Assets held under capitalised finance leases are included in property, plant and equipment, and depreciated over the shorter of the lease terms and the estimated useful lives of the assets. The finance costs of such leases are charged to the income statement so as to provide a constant periodic rate of charge over the lease terms.

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 lessor, assets leased by the Group under operating leases are included in non-current assets, and rentals receivable under the operating leases are credited to the income statement on the straight-line basis over the lease terms. Where the Group is the lessee, rentals payable under the operating leases net of any incentives received from the lessor are charged to the income statement on the straight-line basis over the lease terms.

Prepaid land 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 land and buildings as a finance lease in property, plant and equipment.

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 assesses whether a contract contains an embedded derivative when the Group first becomes a party to it and assesses whether an embedded derivative is required to be separated from the host contract when the analysis shows that the economic characteristics and risks of the embedded derivatives are not closely related to those of the host contract. Reassessment only occurs if there is a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required under the contract.

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.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Investments and other financial assets *(continued)*

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include financial assets held for trading and financial assets designated upon initial recognition as at fair value through profit or loss. Financial assets are classified as held for trading if they are acquired for the purpose of sale in the near term. Derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on investments held for trading are recognised in the income statement. The net fair value gain or loss recognised in the income statement does not include any dividends or interest earned on these financial assets, which are recognised in accordance with the policies set out for "Revenue recognition" below.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are subsequently carried at amortised cost using the effective interest method less any allowance for impairment. 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. Interest and dividends earned are reported as interest income and dividend income, respectively and are recognised in the income statement as "Revenue" in accordance with the policies set out for "Revenue recognition" below. Losses arising from the impairment of such investments are recognised in the income statement as "Impairment losses on available-for-sale financial assets" and are transferred from the available-for-sale investment revaluation reserve.

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 option pricing models.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

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.

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 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. Loans and receivables together with any associated allowance are written off when there is no realistic prospect of future recovery.

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 by adjusting the allowance account. 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 and other 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 and significant changes in the technological, market, economic or legal environment that have an adverse effect on 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.

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. A provision for impairment is made for available-for-sale equity investments when there has been a significant or prolonged decline in the fair value below its cost or where other objective evidence of impairment exists. The determination of what is "significant" or "prolonged" requires judgement. In addition, the Group evaluates other factors, such as the share price volatility. 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.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

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
- 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. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Where continuing involvement takes the form of a written and/or purchased option (including a cash-settled option or similar provision) on the transferred asset, the extent of the Group's continuing involvement is the amount of the transferred asset that the Group may repurchase, except in the case of a written put option (including a cash-settled option or similar provision) on an asset measured at fair value, where the extent of the Group's continuing involvement is limited to the lower of the fair value of the transferred asset and the option exercise price.

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

Financial liabilities including trade and other payables, and interest-bearing loans and 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. The related interest expense is recognised within "finance costs" in the income statement.

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

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 less 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 of the best estimate of the expenditure required to settle the present obligation at the balance sheet date; and (ii) the amount initially recognised less, when appropriate, cumulative amortisation recognised in accordance with HKAS 18 *Revenue*.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

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.

Derivative of financial instruments and hedging

Derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as assets when the fair value is positive and as liabilities when the fair value is negative.

Any gains or losses arising from changes in fair value on derivatives that do not qualify for hedge accounting are taken directly to the consolidated income statement.

None of the derivative financial instruments held by the Group qualifies for hedging accounting.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined on the first-in, first-out 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 that are readily convertible into known amounts of cash, 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.

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.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

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.

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 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.

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.

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.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

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) rental income from property letting, in the period in which the properties are let and on a straight-line basis over the lease terms;

(c) income from the provision of service apartments and property management services, and project management, in the period in which such services are rendered;

(d) interest income, on 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;

(e) dividend income, when the shareholders' right to receive payment has been established; and

(f) income from the sale of equity and debt securities, on the trade date.

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 an appropriate option pricing model. 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.

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.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Employee benefits *(continued)*

Share-based payment transactions (continued)

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.

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 7 November 2002 that had not vested by 1 January 2005 and to those granted on or after 1 January 2005.

Retirement benefits scheme

The Group operates a defined contribution Mandatory Provident Fund retirement benefits scheme (the "MPF Scheme") under the Mandatory Provident Fund Schemes Ordinance for all of its Hong Kong employees. 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 subsidiary which operates in Mainland China are required to participate in a central pension scheme operated by the local municipal government. This subsidiary is required to contribute a certain percentage of its 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.

Employment Ordinance long service payments

Certain of the Group's employees have completed the required number of years of service to the Group in order to be eligible for long service payments under the Hong Kong Employment Ordinance in the event of the termination of their employment. The Group is liable to make such payments in the event that such a termination of employment meets the circumstances specified in the Hong Kong Employment Ordinance.

A provision is recognised in respect of the probable future long service payments expected to be made. The provision is based on the best estimate of the probable future payments which have been earned by the employees from their service to the Group to the balance sheet date.

Borrowing costs

Borrowing costs are recognised as expenses in the income statement in the period in which they are incurred.

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 bye-laws 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 dates 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.

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 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.

3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amounts of the assets or liabilities affected in the future.

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:

Operating lease commitments - Group as lessor

The Group has entered into commercial property leases on its investment property portfolio. The Group has determined, based on an evaluation of the terms and conditions of the arrangements, that it retains all the significant risks and rewards of ownership of these properties which are leased out on operating leases.

Classification between investment properties and owner-occupied properties

The Group determines whether a property qualifies as an investment property, and has developed criteria in making that judgement. Investment property is a property held to earn rentals or for capital appreciation or both. Therefore, the Group considers whether a property generates cash flows largely independently of the other assets held by the Group.

Some properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for use in the production or supply of goods or services or for administrative purposes. If these portions could be sold separately (or leased out separately under a finance lease), the Group accounts for the portions separately. If the portions could not be sold separately, the property is an investment property only if an insignificant portion is held for use in the production or supply of goods or services or for administrative purposes.

Judgement is made on an individual property basis to determine whether ancillary services are so significant that a property does not qualify as an investment property.

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.

Fair values of financial instruments

Financial instruments such as equity, debt and derivative instruments are carried at the balance sheet at fair value. The best evidence of fair value is quoted prices in an active market, where quoted prices are not available for a particular financial instrument, the Group uses the market values determined by independent financial institutions or internal or external valuation models to estimate the fair value. The use of methodologies, models and assumptions in pricing and valuing these financial assets and liabilities is subjective and requires varying degrees of judgement by management, which may result in significantly different fair values and results.

3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES *(continued)*

Estimation uncertainty *(continued)*

Impairment of receivables

The Group's management determines the provision for impairment of receivables. This estimate is based on the credit history of its customers and the current market condition. Management reassesses the estimation on each of the balance sheet date.

Impairment of available-for-sale financial assets

The Group classifies certain assets as available-for-sale and recognises movements of their fair values in equity. When the fair value declines, management makes assumptions about the decline in value to determine whether there is an impairment that should be recognised in the income statement. For the year ended 31 December 2008, impairment losses of approximately HK$3,842,000 have been recognised for available-for-sale assets (2007: Nil). The carrying amount of available-for-sale assets was approximately HK$38,572,000 (2007: HK$9,460,000).

Estimation of fair value of investment properties

As described in note 16, the investment properties were revalued at the balance sheet date on market value existing use basis by independent professional valuers. Such valuations were based on certain assumptions, which are subject to uncertainty and might materially differ from the actual results. In making the judgement, the Group considers information from current prices in an active market for similar properties and uses assumptions that are mainly based on market conditions existing at each balance sheet date.

Income taxes

Significant management judgements on the future tax treatment of certain transactions are required in determining income tax provisions. The Company 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 changes in tax legislation.

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 products segment is a supplier of electronic components mainly for use in the manufacture of electronic products;

(b) the provision of service apartment and property management segment;

(c) the trading and investments segment includes the trading of securities and investment income from securities investment and investment holding;

(d) the property investment segment mainly comprises rental income from investment properties; and

(e) the corporate and others segment.

In determining the Group's geographical segments, revenue is 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.

There are no sales or other transactions between the business segments during the year (2007: Nil).

4. SEGMENT INFORMATION *(continued)*

(a) Business segments

The following tables present revenue and certain asset, liability and expenditure information for the Group's business segments for the years ended 31 December 2008 and 2007:

Group	Property investment		Provision of service apartment and property management services		Trading and investments		Electronic products		Corporate and others		Consolidated	
	2008	2007	**2008**	2007	**2008**	2007	**2008**	2007	**2008**	2007	**2008**	2007
	HK$'000	*HK$'000* *(restated)*	***HK$'000***	*HK$'000* *(restated)*	***HK$'000***	*HK$'000* *(restated)*	***HK$'000***	*HK$'000* *(restated)*	***HK$'000***	*HK$'000* *(restated)*	***HK$'000***	*HK$'000* *(restated)*
Segment revenue:												
Sales to external customers	**151,882**	146,627	**14,373**	14,425	**(88,164)**	29,112	**5,862**	7,934	**—**	—	**83,953**	198,098
Segment results	**111,833**	136,393	**(13,835)**	(12,494)	**(111,501)**	23,287	**(2,369)**	(684)	**27,759**	1,966	**11,887**	148,468
Other income and gains											**154,220**	169,313
Finance costs											**(22,642)**	(42,823)
Profit before tax											**143,465**	274,958
Tax											**(17,748)**	(12,069)
Profit for the year											**125,717**	262,889

4. SEGMENT INFORMATION *(continued)*

(a) Business segments *(continued)*

The following tables present revenue and certain asset, liability and expenditure information for the Group's business segments for the years ended 31 December 2008 and 2007:

Group	Property investment		Provision of service apartment and property management services		Trading and investments		Electronic products		Corporate and others		Consolidated	
	2008	2007	**2008**	2007	**2008**	2007	**2008**	2007	**2008**	2007	**2008**	2007
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*
		(restated)		*(restated)*		*(restated)*		*(restated)*		*(restated)*		*(restated)*
Assets and liabilities:												
Segment assets	**3,533,784**	3,307,217	**23,851**	164,357	**167,932**	300,021	**6,856**	6,133	**357,288**	318,367	**4,089,711**	4,096,095
Total assets											**4,089,711**	4,096,095
Segment liabilities	**146,162**	43,698	**31,954**	11,443	**24,419**	4,956	**3,496**	3,877	**21,259**	147,736	**227,290**	211,710
Unallocated liabilities											**1,297,668**	1,394,527
Total liabilities											**1,524,958**	1,606,237
Other segment information:												
Depreciation	**750**	2,494	**614**	689	**—**	—	**74**	85	**2,284**	1,286	**3,722**	4,554
Change in fair value of investment properties	**116,022**	134,242	**—**	—	**—**	—	**—**	—	**—**	—	**116,022**	134,242
Impairment loss recognised in the income statement	**—**	(20)	**—**	—	**3,842**	—	**—**	—	**—**	—	**3,842**	(20)
Capital expenditure	**73,883**	117,582	**102**	719	**—**	—	**64**	44	**12,384**	5,927	**86,433**	124,272

4. SEGMENT INFORMATION *(continued)*

(b) Geographical segments

The following table presents revenue and certain asset and expenditure information for the Group's geographical segments for the years ended 31 December 2008 and 2007:

Group

	Hong Kong		Elsewhere in the PRC		Consolidated	
	2008	2007	**2008**	2007	**2008**	2007
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*
		(restated)		*(restated)*		*(restated)*
Segment revenue:						
Sales to external customers	**(55,898)**	58,173	**139,851**	139,925	**83,953**	198,098
Other segment information:						
Segment assets	**938,138**	1,373,579	**3,151,573**	2,722,516	**4,089,711**	4,096,095
Capital expenditure	**74,379**	5,834	**12,054**	118,438	**86,433**	124,272

5. REVENUE, OTHER INCOME AND GAINS

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

	2008	2007
	HK$'000	*HK$'000*
		(restated)
Revenue		
Rental income from property letting	**151,882**	146,627
Service apartment and property management	**14,373**	14,425
Sale of goods	**5,862**	7,934
Fair value (losses)/gains, net:		
Equity-linked notes	**(20,171)**	(16,412)
Equity investments at fair value through profit or loss	**(55,804)**	40,576
Derivative financial instruments	**(21,222)**	—
Dividend income from listed investments	**4,396**	2,890
Interest income from available-for-sale investments	**2,380**	708
Interest income from equity-linked notes	**2,257**	1,350
	83,953	198,098
Other income and gains		
Interest income from loans and receivables	**7,040**	21,949
Fair value gains on investment properties	**116,022**	134,242
Gain on disposal of items of property, plant and equipment	**19,607**	1,056
Others	**11,551**	12,066
	154,220	169,313

6. PROFIT BEFORE TAX

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

	2008 HK$'000	2007 HK$'000 (restated)
Cost of inventories sold	**2,102**	3,454
Cost of services provided	**20,951**	19,102
Depreciation of owned assets	**3,722**	4,554
Amortisation of prepaid land lease payments	**9**	8
Minimum lease payments under operating leases for land and buildings	**1,557**	1,525
Auditors' remuneration	**650**	650
Deficit on revaluation of items of property, plant and equipment*	**—**	358
Reversal of impairment of trade receivables*	**—**	(20)
Impairment loss on available-for-sale investments*	**3,842**	—
Fair value loss on available-for-sale investments (transfer from equity on disposal)	**1,205**	—
Loss on disposal of investment properties*	**—**	440
Direct operating expenses (including repairs and maintenance) arising on rental-earning investment properties	**11,383**	11,278
Foreign exchange differences, net	**4,422**	(19,421)
Employee benefits expense, including directors' remuneration *(note 8)*:		
Salaries, wages and other benefits	**15,463**	13,789
Pension scheme contributions (defined contribution scheme) *(Note)*	**334**	197
	15,797	13,986

* Included in "Operating and administrative expenses" on the face of the consolidated income statement.

Note:

At 31 December 2008, the Group had no forfeited contributions available to reduce its contributions to the pension scheme in future years (2007: Nil).

7. FINANCE COSTS

	Group	
	2008	2007
	HK$'000	*HK$'000*
Interest on bank loans, overdrafts and other loans wholly repayable within five years	**21,635**	9,385
Interest on bank loans not wholly repayable within five years	**1,007**	33,438
	22,642	42,823

8. DIRECTORS' REMUNERATION

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

	Group	
	2008	2007
	HK$'000	*HK$'000*
Fees	**300**	300
Other emoluments:		
Salaries, allowances and benefits in kind	**2,789**	2,220
Pension scheme contributions	**24**	24
	2,813	2,244
	3,113	2,544

(a) Independent non-executive directors

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

	2008	2007
	HK$'000	*HK$'000*
Mr. Choy Tak Ho	**120**	120
Mr. Lee Siu Man, Ervin	**60**	60
Mr. Wong Yim Sum	**120**	120
	300	300

There were no other emoluments payable to the independent non-executive directors during the year (2007: Nil).

8. DIRECTORS' REMUNERATION *(continued)*

(b) Executive directors

	Fees	Salaries, allowances and benefits in kind	Pension scheme contributions	Total remuneration
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*
2008				
Executive directors:				
Mr. Lau Chi Yung, Kenneth	**—**	**1,551**	**12**	**1,563**
Mr. Lau Michael Kei Chi	**—**	**1,238**	**12**	**1,250**
	—	**2,789**	**24**	**2,813**
2007				
Executive directors:				
Mr. Lau Chi Yung, Kenneth	—	1,200	12	1,212
Mr. Lau Michael Kei Chi	—	1,020	12	1,032
	—	2,220	24	2,244

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

9. FIVE HIGHEST PAID EMPLOYEES

The five highest paid employees during the year included two (2007: two) directors, details of whose remuneration are set out in note 8 above. Details of the remuneration of the remaining three (2007: three) non-director, highest paid employees for the year are as follows:

	Group	
	2008	2007
	HK$'000	*HK$'000*
Salaries, allowances and benefits in kind	**1,788**	1,662
Pension scheme contributions	**36**	36
	1,824	1,698

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

	Number of employees	
	2008	2007
Nil to HK$1,000,000	**3**	3

10. TAX

Hong Kong profits tax has been provided at the rate of 16.5% (2007: 17.5%) on the estimated assessable profits arising in Hong Kong during the year. The lower Hong Kong profits tax rate is effective from the year of assessment 2008/2009, and so is applicable to the assessable profits arising in Hong Kong for the whole year ended 31 December 2008. Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the countries in which the Group operates, based on existing legislation, interpretations and practices in respect thereof.

	Group	
	2008	2007
	HK$'000	*HK$'000*
Current tax - Hong Kong		
Charge for the year	**2,315**	1,000
Underprovision/(overprovision) in prior years	**513**	(1,070)
Current tax - Mainland China		
Charge for the year	**12,776**	12,476
Underprovision in prior years	**1,645**	—
Deferred tax *(note 31)*	**499**	(337)
Total tax charge for the year	**17,748**	12,069

10. TAX *(continued)*

A reconciliation of the tax expense applicable to profit before tax using the applicable rates for the jurisdictions in which the Company and the majority of its subsidiaries are domiciled to the tax expense at the effective tax rate is as follows:

Group - 2008

	Hong Kong	Elsewhere in the PRC	Total
	HK$'000	*HK$'000*	*HK$'000*
(Loss)/profit before tax	**(107,706)**	**251,171**	**143,465**
Tax at applicable tax rate	**(17,772)**	**62,793**	**45,021**
Adjustments in respect of current tax of previous years	**513**	**1,645**	**2,158**
Income not subject to tax	**(11,445)**	**(89,725)**	**(101,170)**
Expenses not deductible for tax	**31,003**	**39,708**	**70,711**
Tax losses not recognised	**1,650**	**—**	**1,650**
Tax losses utilised from prior years	**(291)**	**—**	**(291)**
Effect on opening deferred tax of change in rates	**(295)**	**—**	**(295)**
Others	**(36)**	**—**	**(36)**
Tax charge at the Group's effective rate	**3,327**	**14,421**	**17,748**

Group - 2007

	Hong Kong	Elsewhere in the PRC	Total
	HK$'000	*HK$'000*	*HK$'000*
Profit before tax	141,230	133,728	274,958
Tax at applicable tax rate	24,715	33,024	57,739
Adjustments in respect of current tax of previous years	(1,070)	—	(1,070)
Income not subject to tax	(28,903)	(36,227)	(65,130)
Expenses not deductible for tax	3,967	15,471	19,438
Tax losses not recognised	2,540	201	2,741
Tax losses utilised from prior years	(511)	—	(511)
Others	(1,145)	7	(1,138)
Tax (credit)/charge at the Group's effective rate	(407)	12,476	12,069

11. PROFIT ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY

The consolidated profit attributable to equity holders of the Company for the year ended 31 December 2008 includes a profit of approximately HK$473,000 (2007: HK$100,446,000) which has been dealt with in the financial statements of the Company *(note 34(b))*.

12. DIVIDENDS

	2008	2007
	HK$'000	*HK$'000*
Interim dividend - HK0.3 cents (2007: HK0.3 cents) per ordinary share	**12,541**	12,541
Proposed final dividend - HK0.45 cents (2007: HK0.45 cents) per ordinary share	**18,812**	18,812
	31,353	31,353

The proposed final dividend for the year ended 31 December 2008 is subject to the approval of the Company's shareholders at the forthcoming annual general meeting.

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 of approximately HK$50,925,000 (2007: HK$220,477,000) and the weighted average number of 4,180,371,092 (2007: 4,180,371,092) ordinary shares in issue during the year.

There were no dilutive potential ordinary shares for the years ended 31 December 2008 and 2007.

14. INTERESTS IN SUBSIDIARIES

	Company	
	2008	2007
	HK$'000	*HK$'000*
Unlisted shares, at cost	**656,622**	656,622

The amounts due from/(to) subsidiaries are unsecured, interest-free and repayable on demand.

14. INTERESTS IN SUBSIDIARIES *(continued)*

Particulars of the principal subsidiaries are as follows:

Name	Place of incorporation/ registration and operations	Nominal value of issued ordinary share/ registered capital	Percentage of equity interest attributable to the Company	Principal activities
Alphatronics Limited	Hong Kong	HK$6,000,000	45.77 *(Note (i))*	Trading of electronic products
Alphatronics Electronic (Shenzhen) Co., Ltd. *(Note (vi))*	PRC	US$3,310,000	45.77 *(Note (i))*	Manufacture of electronic components
Call Rich Investments Limited	British Virgin Islands	US$50,000	60.28 *(Note (ii))*	Investment holding
Charter Million Investment Limited	Hong Kong/ PRC	HK$2	64.08	Property investment
Conrad Shipping Limited	Hong Kong	HK$1	100	Property investment
East Winner Limited	British Virgin Islands	US$1	61.03	Investment holding
Ever Ford Development Limited	Hong Kong/ PRC	HK$10,000	61.99 *(Note (iv))*	Property investment
Fexlink Limited	Hong Kong	HK$100	100	Property investment
Forever Richland Limited	British Virgin Islands	US$50,000	75	Investment holding
Fortune Text Holdings Limited	Hong Kong/ PRC	HK$2	64.08	Property investment
Godfrey Investments Limited	British Virgin Islands	US$1	100	Investment holding
Good Connection Investments Limited	British Virgin Islands/ PRC	US$50,000	46.17 *(Notes (i) & (iii))*	Property investment
Grandfield Nominees Limited	Hong Kong	HK$1,000,000	100	Property investment

14. INTERESTS IN SUBSIDIARIES *(continued)*

Name	Place of incorporation/ registration and operations	Nominal value of issued ordinary share/ registered capital	Percentage of equity interest attributable to the Company	Principal activities
Head Wonder International Limited	British Virgin Islands	US$10,000	64.08	Investment holding
Inter China Limited	British Virgin Islands	US$100	34.79 *(Note (i))*	Investment holding
Kiuson Development Limited	Hong Kong	HK$100	46.17 *(Note (i) & (iii))*	Investment holding
Kiuson Development (Shanghai) Ltd. *(Note (vi))*	PRC	US$10,000,000	100	Property investment
Lau & Partners Consultants Limited	Hong Kong/ PRC	HK$10,000	100	Property investment
Limitless Investment Limited	British Virgin Islands	US$2	100	Investment holding
Linkful Electronics Limited	British Virgin Islands	US$1	61.03	Investment holding
Linkful (Holdings) Limited	Hong Kong	Ordinary HK$1,000 Non-voting deferred HK$20,000,000	61.03	Investment holding
Linkful (PRC) Investments Limited	Hong Kong	HK$2	61.03	Investment holding
Linkful Management Services Limited	Hong Kong	HK$2	61.03	Provision of management services
Linkful Metals Trading Limited	British Virgin Islands/Thailand	US$1	61.03	Metal trading
Linkful Properties Company Limited	Hong Kong/ PRC	HK$2	61.03	Investment and property holding
Linkful Strategic Investment Limited	British Virgin Islands	US$1	61.03	Investment holding

14. INTERESTS IN SUBSIDIARIES *(continued)*

Name	Place of incorporation/ registration and operations	Nominal value of issued ordinary share/ registered capital	Percentage of equity interest attributable to the Company	Principal activities
Lucky River Limited	British Virgin Islands	US$1	100	Investment holding
Maxlord Limited	Hong Kong	HK$10,000	100	Property Investment
Million Growth Investment Limited	Hong Kong	HK$10,000	100	Provision of recreational services
Multifield (Holdings) Limited	Hong Kong	HK$1,000,000	100	Investment holding, provision of management services and agency services
Multifield Hotel Serviced Apartment Management (Shanghai) Ltd. *(Note (vi))*	PRC	US$200,000	100	Provision of property management and administration services
Multifield International Hotel Management Limited	Hong Kong	HK$10,000	100	Provision of property management and administration services
Multifield Investment (HK) Limited	British Virgin Islands	US$1	100	Investment holding
Multifield Investment (PRC) Limited	British Virgin Islands	US$1	100	Investment holding
Multifield Management Services Limited	British Virgin Islands	US$2	100	Investment holding
Multifield Properties Holdings Limited	British Virgin Islands	US$1	100	Investment holding

14. INTERESTS IN SUBSIDIARIES *(continued)*

Name	Place of incorporation/ registration and operations	Nominal value of issued ordinary share/ registered capital	Percentage of equity interest attributable to the Company	Principal activities
Multifield Properties Limited	Hong Kong	HK$9,000	100	Investment holding
Multifield Property Agency Limited	Hong Kong	HK$2	100	Provision of property agency services
Multifield Property Management Limited	Hong Kong	HK$2	100	Provision of property management services
Multifield International Holdings (B.V.I.) Limited	British Virgin Islands	US$40	100	Investment holding
Nichiyu Consultants Limited	British Virgin Islands	US$2	100	Investment holding
Oriental Explorer Holdings Limited	Bermuda	HK$18,000,000	61.03	Investment holding
Prince Properties Limited	Hong Kong	HK$10,000	80.52 *(Note (v))*	Investment holding
Quick Profits Limited	British Virgin Islands	US$2	100	Investment holding
Quick Returns Group Limited	British Virgin Islands	US$1	100	Investment holding
Rich Returns Limited	British Virgin Islands	US$100	61.99 *(Note (iv))*	Investment holding
Richwell Properties Limited	Hong Kong	Ordinary HK$110,000 Non-voting deferred HK$10,000	100	Property investment
Silver Nominees Limited	Hong Kong	HK$2	100	Property investment

14. INTERESTS IN SUBSIDIARIES *(continued)*

Name	Place of incorporation/ registration and operations	Nominal value of issued ordinary share/ registered capital	Percentage of equity interest attributable to the Company	Principal activities
Sino Yield Investments Limited	British Virgin Islands	US$3	66.7	Investment holding
Skilful Investments Limited	British Virgin Islands/ PRC	US$50,000	46.17 *(Notes (i) & (iii))*	Property letting
Snowdon Worldwide Limited	British Virgin Islands	US$1	61.03	Investment holding
Tellink Development Limited	Hong Kong/ PRC	HK$100	100	Property investment
Triple Luck Investments Limited	British Virgin Islands	US$50,000	100	Investment holding
Verywell Properties Limited	British Virgin Islands/ Hong Kong	US$1	100	Property investment
Win Channel Enterprises Limited	Hong Kong	HK$2	66.7	Property investment
Windsor Property Management (Shanghai) Co., Ltd. *(Note (vi))*	PRC	US$200,000	100	Provision of property management services
Windsor Renaissance Hotel Property Management (Shanghai) Ltd. *(Note (vi))*	PRC	US$140,000	100	Provision of property management services
Winner Strong Limited	Hong Kong	HK$100	100	Property investment
Wise Chance Limited	Hong Kong	HK$100	100	Property investment
Wise Success Limited	Hong Kong	HK$100	100	Property investment

14. INTERESTS IN SUBSIDIARIES *(continued)*

Name	Place of incorporation/ registration and operations	Nominal value of issued ordinary share/ registered capital	Percentage of equity interest attributable to the Company	Principal activities
Zhuhai Century West Sea Estates Investment Limited *(Note (vii))*	PRC	RMB10,000,000	100	Property development
珠海萬事昌酒店有限公司 *(Note (vi))*	PRC	US$14,436,249	100	Property development
珠海市港豐商務服務有限公司 *(Note (vi))*	PRC	HK$120,000	100	Provision of property consultant services

Except for Multifield International Holdings (B.V.I.) Limited, all subsidiaries are indirectly held by the Company.

Notes:

(i) These companies are subsidiaries of non wholly-owned subsidiaries of the Company and accordingly are accounted for as subsidiaries by virtue of the Company's control over the entities.

(ii) The Group holds a direct equity interest of 45% in this subsidiary, and an indirect equity interest of 15.28% by virtue of the Group's 61.03% interest in Oriental Explorer Holdings Limited, which holds a 25.04% equity interest in this subsidiary.

(iii) The Group holds a direct equity interest of 37% in these subsidiaries, and an indirect equity interest of 9.17% by virtue of the Group's 61.03% interest in Oriental Explorer Holdings Limited, which holds 15.02% equity interest in these subsidiaries.

(iv) The Group holds a direct equity interest of 51% in these subsidiaries, and an indirect equity interest of 10.99% by virtue of the Group's 61.03% interest in Oriental Explorer Holdings Limited, which holds 18% equity interest in these subsidiaries.

(v) The Group holds a direct equity interest of 50% in this subsidiary, and an indirect equity interest of 30.52% by virtue of the Group's 61.03% interest in Oriental Explorer Holdings Limited, which holds a 50% equity interest in this subsidiary.

(vi) These subsidiaries are registered as wholly-foreign owned enterprises under the PRC law.

(vii) This subsidiary is a limited liability company established in the PRC.

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.

15. PROPERTY, PLANT AND EQUIPMENT

Group

	Property under development HK$'000	Land and buildings HK$'000	Leasehold improvements HK$'000	Furniture, fixtures and office equipment HK$'000	Motor vehicles HK$'000	Plant and machinery HK$'000	Vessels HK$'000	Total HK$'000
31 December 2008								
At 31 December 2007 and at 1 January 2008								
Cost	312,556	746	2,970	21,110	13,244	945	2,266	353,837
Accumulated depreciation	—	(447)	(2,806)	(19,335)	(3,909)	(841)	(2,104)	(29,442)
Net carrying amount	312,556	299	164	1,775	9,335	104	162	324,395
At 1 January 2008, net of accumulated depreciation	312,556	299	164	1,775	9,335	104	162	324,395
Additions	11,571	—	—	2,654	335	58	—	14,618
Depreciation provided during the year	—	(38)	(51)	(978)	(2,433)	(60)	(162)	(3,722)
Disposals	—	—	—	(32)	(1,414)	—	—	(1,446)
Exchange realignment	7,476	—	13	(543)	663	—	—	7,609
At 31 December 2008, net of accumulated depreciation	331,603	261	126	2,876	6,486	102	—	341,454
At 31 December 2008								
Cost	331,603	746	2,942	23,526	12,763	1,003	2,266	374,849
Accumulated depreciation	—	(485)	(2,816)	(20,650)	(6,277)	(901)	(2,266)	(33,395)
Net carrying amount	331,603	261	126	2,876	6,486	102	—	341,454

15. PROPERTY, PLANT AND EQUIPMENT *(continued)*

Group

	Property under development	Land and buildings	Leasehold improvements	Furniture, fixtures and office equipment	Motor vehicles	Plant and machinery	Vessels	Total
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*
31 December 2007								
At 1 January 2007								
Cost	195,356	10,815	2,877	20,212	6,310	909	2,266	238,745
Accumulated depreciation	—	(1,568)	(2,142)	(18,120)	(2,245)	(779)	(1,714)	(26,568)
Net carrying amount	195,356	9,247	735	2,092	4,065	130	552	212,177
At 1 January 2007, net of accumulated depreciation	195,356	9,247	735	2,092	4,065	130	552	212,177
Additions	113,081	—	—	494	8,027	36	—	121,638
Deficit on revaluation	—	(358)	—	—	—	—	—	(358)
Depreciation provided during the year	—	(254)	(636)	(995)	(2,217)	(62)	(390)	(4,554)
Disposals	—	—	—	(16)	(635)	—	—	(651)
Transfers	—	(9,000)	—	—	—	—	—	(9,000)
Exchange realignment	4,119	664	65	200	95	—	—	5,143
At 31 December 2007, net of accumulated depreciation	312,556	299	164	1,775	9,335	104	162	324,395
At 31 December 2007								
Cost	312,556	746	2,970	21,110	13,244	945	2,266	353,837
Accumulated depreciation	—	(447)	(2,806)	(19,335)	(3,909)	(841)	(2,104)	(29,442)
Net carrying amount	312,556	299	164	1,775	9,335	104	162	324,395

Note: Included in property under development are interests in two pieces of lands situated in the PRC.

16. INVESTMENT PROPERTIES

	Group	
	2008	2007
	HK$'000	*HK$'000*
Carrying amount at 1 January	**2,781,460**	2,498,930
Additions	**71,815**	2,634
Disposals	**(53,500)**	(30,462)
Fair value gains	**116,022**	134,242
Transfer from owner-occupied property	**—**	9,000
Exchange realignment	**109,073**	167,116
Carrying amount at 31 December	**3,024,870**	2,781,460

The Group's investment properties are situated in Hong Kong and the PRC and are held under the following lease terms:

	Hong Kong	**Elsewhere in the PRC**	**Total**
	HK$'000	*HK$'000*	*HK$'000*
Long term leases	171,200	2,641,200	2,812,400
Medium term leases	201,270	11,200	212,470
	372,470	2,652,400	3,024,870

The Group's investment properties were revalued on 31 December 2008 by B.I. Appraisals Limited, an independent firm of professional qualified valuers, on an open market value, existing use basis.

The investment properties held by the Group are leased to third parties under operating leases, further summary details of which are included in note 37 to the financial statements.

At 31 December 2008, certain of the Group's investment properties with a carrying value of approximately HK$2,462,800,000 (2007: HK$2,116,600,000) were pledged to secure general banking facilities granted to the Group *(note 29)*.

17. PREPAID LAND LEASE PAYMENTS

	Group	
	2008	2007
	HK$'000	*HK$'000*
Carrying amount at 1 January	**468**	476
Recognised during the year	**(9)**	(8)
Carrying amount at 31 December	**459**	468

The leasehold land is held under a long term lease and is situated in the PRC.

18. AVAILABLE-FOR-SALE INVESTMENTS

	Group	
	2008	2007
	HK$'000	*HK$'000*
Listed debt investments, at fair value	**37,902**	8,790
Club debentures, at fair value	**670**	670
	38,572	9,460

During the year, the gross loss of the Group's available-for-sale investments recognised directly in equity amounted to approximately HK$10,274,000 (Gross gain for the year ended 31 December 2007: HK$190,000), of which approximately HK$1,205,000 (2007: Nil) was removed from equity and recognised in the income statement for the year.

There has been a significant decline in the market value of certain listed debt investments during the year. The directors consider that such a decline indicates that the listed debt investments have been impaired and an impairment loss of approximately HK$3,842,000 (2007: Nil), which included a transfer from the available-for-sale investment revaluation reserve of approximately HK$3,842,000 (2007: Nil), has been recognised in the income statement for the year.

At 31 December 2008, the Group's listed debt investments with a carrying value of approximately HK$37,902,000 (2007: HK$8,790,000) were pledged to secure the Group's interest-bearing borrowings, further details of which are disclosed in note 29 to the financial statements.

19. EQUITY-LINKED NOTES

Equity-linked notes are designated as financial assets at fair value through profit or loss.

Carrying amount analysed for reporting purposes as:

	Group	
	2008	2007
	HK$'000	*HK$'000*
Current	**11,668**	22,724

Major terms of the equity-linked notes are as follows:

Notional amount	**Maturity**
US$3,500,000	2009

The equity-linked notes are callable and bear interest at rates based on the value of the underlying equities. The equity-linked notes are linked with various listed securities at various strike prices.

The above equity-linked notes are measured at fair value at the balance sheet date. Their fair values are determined based on the quoted prices provided by the securities' brokers for equivalent instruments at the balance sheet date.

At 31 December 2008, the Group's equity-linked notes with a carrying value of approximately HK$11,668,000 (2007: HK$22,724,000) were pledged to secure the Group's interest-bearing borrowings, further details of which are disclosed in note 29 to the financial statements.

20. INVENTORIES

	Group	
	2008	2007
	HK$'000	*HK$'000*
Raw materials	**319**	465
Work in progress	**7**	10
Finished goods	**269**	344
	595	819

21. PROPERTIES HELD FOR SALE

The properties held for sale are stated at the lower of cost and net realisable value, and are held under medium term leases in Hong Kong.

22. TRADE RECEIVABLES

	Group	
	2008	2007
	HK$'000	*HK$'000*
Trade receivables	**13,007**	13,917
Impairment	**(5,240)**	(5,240)
	7,767	8,677

For the Group's property rental business, the tenants are usually required to settle the rental payments on the first day of the rental period, and are required to pay rental deposits with amount ranging from two to three months' rentals in order to secure any default in their rental payments.

The Group's trading terms with its customers are mainly on credit. Invoices are normally payable within two months of issuance, except for certain well established customers, where the terms are extended to three to six months in some cases, subject to the approval of senior management. The Group seeks to maintain strict control over its outstanding receivables. Overdue balances are reviewed regularly by senior management. Trade receivables are non-interest-bearing.

An aged analysis of trade receivables as at the balance sheet date, based on invoice date and net of provisions, is as follows:

	Group	
	2008	2007
	HK$'000	*HK$'000*
Within 1 month	**1,859**	2,329
1 to 2 months	**1,586**	1,004
2 to 3 months	**596**	968
Over 3 months	**3,726**	4,376
	7,767	8,677

22. TRADE RECEIVABLES *(continued)*

The movements in provision for impairment of trade receivables are as follows:

	Group	
	2008	2007
	HK$'000	*HK$'000*
At 1 January	**5,240**	5,260
Impairment losses reversed *(note 6)*	**—**	(20)
	5,240	5,240

Included in the above provision for impairment of trade receivables is a provision for individually impaired trade receivables of approximately HK$5,240,000 (2007: HK$5,240,000) with a carrying amount of approximately HK$7,767,000 (2007: HK$8,677,000). The individually impaired trade receivables relate to customers that were in default or delinquency in payments and only a portion of the receivables is expected to be recovered. The Group does not hold any collateral or other credit enhancements over these balances.

The aged analysis of the trade receivables that are not considered to be impaired is as follows:

	Group	
	2008	2007
	HK$'000	*HK$'000*
Neither past due nor impaired	**3,445**	3,333
Less than 1 month past due	**596**	968
1 to 3 months past due	**353**	733
Over 3 months past due	**3,373**	3,643
	7,767	8,677

Receivables that were neither past due nor impaired relate to a number of debtors for whom there was no recent history of default.

Receivables that were past due but not impaired relate to a number of independent customers that have a good track record with the Group. Based on past experience, the directors of the Company are of the opinion that no provision for impairment is necessary in respect of these balances as there has not been a significant change in credit quality and the balances are still considered fully recoverable. The Group does not hold any collateral or other credit enhancements over these balances.

23. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

Included in the Group's prepayments, deposits and other receivables as at 31 December 2008 are deposits paid for acquisitions of certain investment properties of approximately HK$44,934,000 (2007: HK$36,646,000).

24. EQUITY INVESTMENTS AT FAIR VALUE THROUGH PROFIT OR LOSS

	Group	
	2008	2007
	HK$'000	*HK$'000*
Listed equity investments, at market value		
Hong Kong	**46,760**	66,020
Elsewhere	**11,225**	28,263
	57,985	94,283

The above equity investments as at 31 December 2008 and 2007 were classified as held for trading. At 31 December 2008, the Group's listed equity investments with a carrying value of approximately HK$57,577,000 (2007: HK$14,635,000) were pledged to secure the Group's interest-bearing borrowings, further details of which are disclosed in note 29 to the financial statements.

25. CASH AND CASH EQUIVALENTS AND PLEDGED DEPOSITS

	Group	
	2008	2007
	HK$'000	*HK$'000*
Cash and bank balances	**83,281**	99,890
Time deposits	**186,131**	410,306
	269,412	510,196
Less: Pledged time deposits	**(133,202)**	(210,785)
Cash and cash equivalents	**136,210**	299,411

The time deposits of approximately HK$133,202,000 (2007: HK$210,785,000) were pledged as security for banking facilities granted.

At the balance sheet date, the cash and bank balances of the Group denominated in Renminbi ("RMB") amounted to approximately HK$60,304,000 (2007: HK$86,550,000). 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.

Cash at banks earns interest at floating rates based on daily bank deposits 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 bank balances and pledged deposits are deposited with creditworthy banks with no recent history of default.

26. TRADE PAYABLES

An aged analysis of trade payables as at the balance sheet date, based on invoice date, is as follows:

	Group	
	2008	2007
	HK$'000	*HK$'000*
Within 1 month	**1,219**	1,040
1 to 2 months	**52**	120
2 to 3 months	**—**	131
Over 3 months	**156**	92
	1,427	1,383

Trade payables are non-interest-bearing and are normally settled on 60-day terms.

27. OTHER PAYABLES AND ACCRUALS

Other payables and accruals are non-interest-bearing and have an average term of two months or on demand.

Included in the Group's other payables and accruals as at 31 December 2008 is deferred consideration payable of approximately HK$77,593,000 (2007: HK$74,369,000) in respect of acquisition of a subsidiary.

28. DERIVATIVE FINANCIAL INSTRUMENTS

	Group	
	2008	2007
	HK$'000	*HK$'000*
Over-the-counter contingent forward transactions	**21,222**	—

The Group has entered into several forward agreements to purchase certain listed equity investments at a fixed price over a 12-month period from the date of the agreements. According to the agreements, the purchase commitments of the Group will be terminated when the market price of the equity investments rises to a pre-determined price level. As at the balance sheet date, the aggregate maximum purchase commitments of the Group under the agreements were approximately HK$36,179,000 (2007: Nil).

The above derivative financial instruments are measured at fair value at the balance sheet date. Their fair values are determined based on the quoted prices provided by the securities' brokers for equivalent instruments at the balance sheet date.

29. INTEREST-BEARING BANK AND OTHER BORROWINGS

	Group					
	2008			2007		
	Contractual interest rate (%)	Maturity	HK$'000	Contractual interest rate (%)	Maturity	HK$'000
Current						
Secured bank loans denominated in Hong Kong dollars	HIBOR plus a range of 0.6 to 1.5	2009	122,231	HIBOR plus a range of 0.65 to 1.3	2008	62,369
Secured bank loans denominated in Renminbi			—	Prevailing interest rate of the People's Bank of China	2008	128,811
Secured short term loans denominated in Japanese Yen			—	1.08	2008	62,103
Secured short term loans denominated in United States dollars	1.45 to 2.50	2009	50,350			—
			172,581			253,283
Non-current						
Secured bank loans denominated in Hong Kong dollars	HIBOR plus a range of 0.6 to 1.5	2010-2020	558,255	HIBOR plus a range of 0.65 to 1.3	2009 - 2015	585,022
			730,836			838,305

29. INTEREST-BEARING BANK AND OTHER BORROWINGS *(continued)*

	Group	
	2008	2007
	HK$'000	*HK$'000*
Analysed into:		
Bank loans repayable:		
Within one year	**122,231**	191,180
In the second year	**70,731**	62,489
In the third to fifth years, inclusive	**459,291**	124,527
After five years	**28,233**	398,006
	680,486	776,202
Other borrowings repayable within one year	**50,350**	62,103
	730,836	838,305

The certain of the Group's banking facilities were secured by:

(i) first legal charges over certain of the Group's investment properties with an aggregate carrying amount of approximately HK$2,462,800,000 (2007: HK$2,116,600,000);

(ii) personal guarantees given by certain directors of the Company and its subsidiaries and the minority shareholders;

(iii) corporate guarantees issued by the Company; and

(iv) the pledge of certain of the Group's time deposits amounting to approximately HK$78,357,000 (2007: HK$128,754,000).

At 31 December 2008, the Group's short term loans with an investment bank are secured by certain cash deposits and investments with an aggregate carrying amount of approximately HK$161,992,000 (2007: HK$128,180,000).

The carrying amounts and fair value of the Group's non-current borrowings are as follows:

	Carrying amounts		Fair value	
	2008	2007	**2008**	2007
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*
Floating rate bank loans	**558,255**	585,022	**513,992**	488,592

The fair value of non-current borrowings has been calculated by discounting the expected future cash flows at prevailing interest rates.

30. DUE TO A DIRECTOR

The amount due to a director is unsecured, interest-free and is not repayable within one year.

31. DEFERRED TAX LIABILITIES

The movements in deferred tax liabilities during the year are as follows:

Group

	Depreciation allowance in excess of related depreciation	Revaluation of properties	Others	Total
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*
At 1 January 2008	5,158	399,651	34,046	438,855
Effect on opening deferred tax changes in rates *(note 10)*	(295)	—	—	(295)
Deferred tax charged to the income statement during the year *(note 10)*	794	—	—	794
At 31 December 2008	5,657	399,651	34,046	439,354
At 1 January 2007	5,495	399,651	34,046	439,192
Deferred tax credited to the income statement during the year *(note 10)*	(337)	—	—	(337)
At 31 December 2007	5,158	399,651	34,046	438,855

The Group has tax losses arising in Hong Kong of approximately HK$232,973,000 (2007: HK$226,977,000) 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.

Pursuant to the PRC Corporate Income Tax Law, a 10% withholding tax is levied on dividends declared to foreign investors from the foreign investment enterprises established in Mainland China. The requirement is effective from 1 January 2008 and applies to earnings after 31 December 2007. A lower withholding tax rate may be applied if there is a tax treaty between China and jurisdiction of the foreign investors. For the Group, the applicable rate is 10%. The Group is therefore liable to withholding taxes on dividends distributed by those subsidiaries established in Mainland China in respect of earnings generated from 1 January 2008.

At 31 December 2008, there was no significant unrecognised deferred tax liability (2007: Nil) for taxes that would be payable on the unremitted earnings of the Group's subsidiaries.

There are no income tax consequences attaching to the payment of dividends by the Company to its shareholders.

32. SHARE CAPITAL

Shares

	Number of shares		Value	
	2008	2007	**2008**	2007
			HK$'000	*HK$'000*
Authorised:				
Ordinary shares of HK$0.01 each	**50,000,000,000**	50,000,000,000	**500,000**	500,000
Issued and fully paid:				
Ordinary shares of HK$0.01 each	**4,180,371,092**	4,180,371,092	**41,804**	41,804

Share options

Details of the Company's share option schemes and the share options issued under the schemes are included in note 33 to the financial statements.

33. SHARE OPTION SCHEMES

The Company operates a share option scheme (the "Scheme") for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations. Eligible participants of the Scheme include the Company's directors, other employees, adviser, consultant, agent, contractor, client or customer, or supplier of any member of the Group. The Scheme became effective on 27 June 2003 and, unless otherwise cancelled or amended, will remain in force for 10 years from that date.

The total number of securities available for issue under the Scheme is 400,052,632, which is equivalent to 10% of the issued share capital of the Company as at the date of adoption of the Scheme. 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.

Share options granted to a director or substantial shareholder of the Company, or to any of their associates, are subject to approval in advance by the independent non-executive directors. 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 share at the date of the 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 5 days from the date of the 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, which is not later than 10 years from the date of offer of the share options or the expiry date of the Scheme, if earlier.

33. SHARE OPTION SCHEMES *(continued)*

The exercise price of the share options is determinable by the board of directors, but may not be less than the higher of (i) the nominal value of the shares; (ii) the Stock Exchange closing price of the Company's shares on the date of offer of the share options; and (iii) the average Stock Exchange closing price of the Company's shares for the five trading days immediately preceding the date of the offer.

Share options do not confer rights on the holders to dividends or to vote at shareholders' meetings.

No share options have been granted, exercised, lapsed or cancelled since the establishment of the Scheme.

The following share options of Oriental Explorer Holdings Limited, a subsidiary of the Company, were outstanding during the year:

			Number of share options		
Date of grant of share options	**Exercise period of share options**	**Exercise price of share options per share**	**At 1 January 2008**	**Lapsed during the year**	**At 31 December 2008**
		HK$			
7 February 1998	7 February 1998 to 6 February 2008	0.112	58,500,000	(58,500,000)	—

Note: 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.

34. 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.

(b) Company

	Share premium *HK$'000*	Contributed surplus *HK$'000*	Retained profits *HK$'000*	Total *HK$'000*
At 1 January 2007	39,116	802,254	339	841,709
Profit for the year	—	—	100,446	100,446
Interim 2007 dividend	—	—	(12,541)	(12,541)
Proposed final 2007 dividend	—	—	(18,812)	(18,812)
At 31 December 2007 and 1 January 2008	39,116	802,254	69,432	910,802
Profit for the year	—	—	473	473
Interim 2008 dividend	—	—	(12,541)	(12,541)
Proposed final 2008 dividend	—	—	(18,812)	(18,812)
At 31 December 2008	39,116	802,254	38,552	879,922

The contributed surplus of the Company originally arose as a result of the Group reorganisation in preparation for the public listing of the Company's shares and warrants on the Stock Exchange in 1998 and represents the excess of the fair value of the shares of the subsidiaries acquired over the nominal value of the shares of the Company issued in exchange therefor. Under the Companies Act 1981 of Bermuda (as amended), the contributed surplus may be distributed to the Company's shareholders under certain circumstances.

35. NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT

Reconciliation of profit before tax to net cash inflow from operating activities:

	2008 *HK$'000*	2007 *HK$'000* *(restated)*
Profit before tax	**143,465**	274,958
Adjustments for:		
Finance costs	**22,642**	42,823
Fair value gains on investment properties	**(116,022)**	(134,242)
Interest income	**(11,677)**	(24,007)
Dividend income from listed investments	**(4,396)**	(2,890)
Depreciation	**3,722**	4,554
Deficit on revaluation of property, plant ant equipment	**—**	358
Recognition of prepaid land lease payments	**9**	8
Fair value losses/(gains), net:		
Available-for-sale investments (transfer from equity on disposal)	**1,205**	—
Equity-linked notes	**20,171**	16,412
Equity investments at fair value through profit or loss	**55,804**	(40,576)
Derivative financial instruments	**21,222**	—
Impairment of available-for-sale investments	**3,842**	—
Loss on disposal of investment properties	**—**	440
Gain on disposal of items of property, plant and equipment	**(19,607)**	(1,056)
PRC indirect taxes	**35,465**	25,069
	155,845	161,851
(Increase)/decrease in equity-linked notes	**(9,115)**	35,100
Decrease in inventories	**224**	506
Decrease in trade receivables	**910**	1,291
Decrease/(increase) in prepayments, deposits and other receivables	**6,684**	(21,492)
(Increase)/decrease in equity investments at fair value through profit or loss	**(19,506)**	76,700
Increase/(decrease) in trade payables	**44**	(343)
Increase in other payables and accruals	**4,210**	20,025
(Decrease)/increase in deposits received	**(898)**	3,125
Cash generated from operations	**138,398**	276,763
Interest received	**4,637**	2,058
Dividend received from listed investments	**4,396**	2,890
Hong Kong profits tax paid	**(1,585)**	(3,442)
PRC taxes paid	**(45,515)**	(33,393)
Net cash inflow from operating activities	**100,331**	244,876

36. CONTINGENT LIABILITIES

At 31 December 2008, the Company has given corporate guarantees in favour of banks for banking facilities granted to its subsidiaries to the extent of approximately HK$538,249,000, of which HK$479,943,000 was utilised. In the opinion of the directors, no material liabilities will arise from the above corporate guarantees which arose in the ordinary course of business of the Group and the fair values of the corporate guarantees granted by the Company are immaterial.

37. OPERATING LEASE ARRANGEMENTS

The Group leases its investment properties and properties held for sale (notes 16 and 21 to the financial statements, respectively) under operating lease arrangements, with leases negotiated for terms ranging from one to three years. The terms of these leases generally require the tenants to pay security deposits.

At the balance sheet dates, the Group had total future minimum lease receivables under non-cancellable operating leases with its tenants falling due as follows:

	Group	
	2008	2007
	HK$'000	*HK$'000*
Within one year	**110,190**	102,851
In the second to fifth years, inclusive	**37,016**	45,142
	147,206	147,993

38. COMMITMENTS

In addition to the operating lease commitments detailed in note 37 above, the Group had the following capital commitments in respect of investment properties at the balance sheet date:

	Group	
	2008	2007
	HK$'000	*HK$'000*
Contracted, but not provided for	**403**	6,001

39. SIGNIFICANT RELATED PARTY TRANSACTIONS

(a) In addition to the transactions and balances disclosed elsewhere in these financial statements, the Group had the following significant related party transactions during the year:

(i) A subsidiary sold finished goods of approximately HK$3,360,000 (2007: HK$4,604,000) to and purchased raw materials and equipment parts of HK$52,000 (2007: HK$825,000) from a related company of Alpha Japan Limited ("Alpha Japan"), the minority shareholder of a subsidiary of the Group. These transactions were based on published prices and conditions normally offered by the Group to third party customers in the ordinary course of business of the Group (in respect of the sales), and offered by a related company of Alpha Japan to its third party customers (in respect of the purchases).

(b) Compensation of key management personnel of the Group:

	2008	2007
	HK$'000	*HK$'000*
Short term employee benefits	**5,346**	4,688
Post-employment benefits	**84**	96
Total compensation paid to key management personnel	**5,430**	4,784

Further details of directors' emoluments are included in note 8 to the financial statements.

40. FINANCIAL INSTRUMENTS BY CATEGORY

The carrying amounts of each of the categories of financial instruments as at the balance sheet date are as follows:

2008

Financial assets

	Group				
	Financial assets at fair value through profit or loss				
	- designated as such upon initial recognition	- held for trading	Loans and receivables	Available-for-sale financial assets	Total
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*
Available-for-sale investments	—	—	—	38,572	38,572
Equity-linked notes	11,668	—	—	—	11,668
Trade receivables	—	—	7,767	—	7,767
Financial assets included in prepayments, deposits and other receivables	—	—	6,604	—	6,604
Equity investments at fair value through profit or loss	—	57,985	—	—	57,985
Pledged deposits	—	—	133,202	—	133,202
Cash and cash equivalents	—	—	136,210	—	136,210
	11,668	57,985	283,783	38,572	392,008

Financial liabilities

	Financial liabilities at fair value through profit or loss	Financial liabilities at amortised cost	Total
	HK$'000	*HK$'000*	*HK$'000*
Trade payables	—	1,427	1,427
Financial liabilities included in other payables and accruals	—	123,162	123,162
Deposits received	—	46,043	46,043
Derivative financial instruments	21,222	—	21,222
Interest-bearing bank and other borrowings	—	730,836	730,836
Due to a director	—	33,610	33,610
	21,222	935,078	956,300

40. FINANCIAL INSTRUMENTS BY CATEGORY *(continued)*

The carrying amounts of each of the categories of financial instruments as at the balance sheet date are as follows *(continued)*:

2007

Group

Financial assets

	Financial assets at fair value through profit or loss				
	- designated as such upon initial recognition	- held for trading	Loans and receivables	Available-for-sale financial assets	Total
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*
Available-for-sale investments	—	—	—	9,460	9,460
Equity-linked notes	22,724	—	—	—	22,724
Trade receivables	—	—	8,677	—	8,677
Financial assets included in prepayments, deposits and other receivables	—	—	24,035	—	24,035
Equity investments at fair value through profit or loss	—	94,283	—	—	94,283
Pledged deposits	—	—	210,785	—	210,785
Cash and cash equivalents	—	—	299,411	—	299,411
	22,724	94,283	542,908	9,460	669,375

Financial liabilities

	Financial liabilities at amortised cost
	HK$'000
Trade payables	1,383
Financial liabilities included in other payables and accruals	123,766
Deposits received	46,941
Interest-bearing bank and other borrowings	838,305
Due to a director	38,778
	1,049,173

41. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial instruments comprise bank loans and overdrafts, other interest-bearing loans, and cash and short term deposits. The main purpose of these financial instruments is to raise finance for the Group's operations. The Group has various other financial assets and liabilities such as trade receivables and trade payables, which arise directly from its operations.

The main risks arising from the Group's financial instruments are interest rate risk, foreign currency risk, credit risk and liquidity risk. The board of directors reviews and agrees policies for managing each of these risks and they are summarised below.

Interest rate risk

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's interest-bearing bank and other borrowings with floating interest rates.

The Group's policy to manage its interest rate risk is to reduce or maintain its current level of interest-bearing borrowings. As the Group does not expect to significantly increase its level of interest-bearing borrowings, it has not used any interest rate swaps to hedge its exposure to interest rate risk.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant, of the Group's profit before tax (through the impact on floating rate borrowings) and the Group's equity.

		Group	
	Increase/ (decrease) in basis points	**Increase/ (decrease) in profit before tax**	**Increase/ (decrease) in equity***
		HK$'000	*HK$'000*
2008			
Hong Kong dollar	**50**	**(111)**	**—**
United States dollar	**50**	**(86)**	**—**
Hong Kong dollar	**(50)**	**111**	**—**
United States dollar	**(50)**	**86**	**—**
2007			
Hong Kong dollar	50	(184)	—
Renminbi	50	(26)	—
Hong Kong dollar	(50)	184	—
Renminbi	(50)	26	—

* Excluding retained earnings

41. 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. Approximately 83% (2007: 84%) of the Group's sales are denominated in currencies other than the functional currency of the operating units making the sale, whilst almost 66% (2007: 95%) of costs are denominated in the units' functional currency. The Group manages the foreign exchange exposure arising from its normal course of business activities and investments in foreign operations by funding its local operations and investments through cash flow generated from business transactions locally. The Group currently does not have a foreign currency hedging policy. However, the management monitors foreign exchange exposure closely and will consider hedging significant foreign currency exposure should the need arise.

The following table demonstrates the sensitivity at the balance sheet date to a reasonably possible change in the Hong Kong dollar, Renminbi, United States dollar and Japanese Yen exchange rates, with all other variables held constant, of the Group's profit before tax (due to changes in the fair value of monetary assets and liabilities) and the Group's equity.

	Increase/ (decrease) in foreign currency rate	Increase/ (decrease) in profit before tax	Increase/ (decrease) in equity*
	%	*HK$'000*	*HK$'000*
2008			
If Hong Kong dollar weakens against United States dollar	**(5)**	**687**	**1,895**
If Hong Kong dollar strengthens against United States dollar	**5**	**(687)**	**(1,895)**
If Hong Kong dollar weakens against Japanese Yen	**(5)**	**248**	**—**
If Hong Kong dollar strengthens against Japanese Yen	**5**	**(248)**	**—**
2007			
If Hong Kong dollar weakens against United States dollar	(5)	7,680	440
If Hong Kong dollar strengthens against United States dollar	5	(7,680)	(440)
If Hong Kong dollar weakens against Japanese Yen	(5)	(782)	—
If Hong Kong dollar strengthens against Japanese Yen	5	782	—

* Excluding retained earnings

41. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES *(continued)*

Credit risk

The Group trades only with recognised and creditworthy third parties. Receivable balances are monitored on an ongoing basis and the Group's exposure to bad debts is not significant.

The credit risk of the Group's other financial assets, which comprise pledged deposits, cash and cash equivalents, available-for-sale financial assets, equity-linked notes and other receivables, arises from default of the counterparty, with a maximum exposure equal to the carrying amounts of these instruments.

Since the Group trades only with recognised and creditworthy third parties, there is no requirement for collateral. Concentrations of credit risk are managed by customer/counterparty. There are no significant concentrations of credit risk within the Group as the customers bases of the Group's trade receivables are widely dispersed in different sectors and industries.

Further quantitative data in respect of the Group's exposure to credit risk arising from trade receivables are disclosed in note 22 to the financial statements.

Liquidity risk

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of the Group's available cash, bank overdrafts, bank loans and other interest-bearing loans.

The maturity profile of the Group's financial liabilities as at the balance sheet date, based on the contractual undiscounted payments, was as follows:

Group

	2008					
	On demand	Less than 3 months	3 to less than 12 months	1 to 5 years	Over 5 years	Total
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*
Interest-bearing bank and other borrowings	—	61,408	111,173	530,022	28,233	730,836
Trade payables	—	1,427	—	—	—	1,427
Other payables and accruals	123,162	—	—	—	—	123,162
Deposits received	46,043	—	—	—	—	46,043
	169,205	62,835	111,173	530,022	28,233	901,468

41. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES *(continued)*

Liquidity risk *(continued)*

	2007					
	On demand	Less than 3 months	3 to less than 12 months	1 to 5 years	Over 5 years	Total
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*
Interest-bearing bank and other borrowings	—	147,977	105,306	187,016	398,006	838,305
Trade payables	—	1,383	—	—	—	1,383
Other payables and accruals	123,766	—	—	—	—	123,766
Deposits received	46,941	—	—	—	—	46,941
	170,707	149,360	105,306	187,016	398,006	1,010,395

The Group has entered into several forward agreements to purchase certain listed equity investments at a fixed price over a 12-month period from the date of the agreements. According to the agreements, the purchase commitments of the Group will be terminated when the market price of the equity investments rises to a pre-determined price level. As at the balance sheet date, the aggregate maximum purchase commitments of the Group under the agreements were approximately HK$36,179,000 (2007: Nil).

Equity price risk

Equity price risk is the risk that the fair values of equity securities decrease as a result of changes in the levels of equity indices and the value of individual securities. The Group is exposed to equity price risk arising from listed equity securities classified as equity investments at fair value through profit or loss as at 31 December 2008. The Group's listed investments are listed on the Hong Kong Stock Exchange and are valued at quoted market prices at the balance sheet date.

The market equity indices for the following stock exchange, at the close of business of the nearest trading day in the year to the balance sheet date, and their respective highest and lowest points during the year were as follows:

	31 December 2008	**High/low 2008**	31 December 2007	High/low 2007
Hong Kong - Hang Seng Index	**14,387**	**27,616/ 11,016**	27,812	31,638/ 18,664

The following table demonstrates the sensitivity to every 10% change in the fair values of the equity investments, with all other variables held constant and before any impact on tax, based on their carrying amounts at the balance sheet date.

41. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES *(continued)*

Equity price risk *(continued)*

	Carrying amount of equity investments	Increase/ (decrease) in profit before tax	Increase/ (decrease) in equity*
	HK$'000	*HK$'000*	*HK$'000*
2008			
Investments listed in Hong Kong and overseas			
– Held for trading	**57,985**	**5,799/**	**—**
		(5,799)	**—**
2007			
Investments listed in Hong Kong and overseas			
– Held for trading	94,283	9,428/	—
		(9,428)	—

* Excluding retained earnings

Capital management

The primary objective of the Group's capital management is to safeguard the Group's ability to continue as a going concern and to maintain healthy capital ratios in order to support its business and maximise shareholders' value.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group is not subject to any externally imposed capital requirements. No changes were made in the objectives, policies or processes during the years ended 31 December 2008 and 31 December 2007.

The Group monitors capital using a debt-to-equity ratio, which is interest-bearing bank and other borrowings divided by the shareholders' equity. The debt-to-equity ratios as at the balance sheet dates were as follows:

Group

	2008	2007
	HK$'000	*HK$'000*
Interest-bearing bank and other borrowings	**730,836**	838,305
Equity attributable to equity holders	**1,872,522**	1,763,552
Debt-to-equity ratio	**39.03%**	47.54%

42. COMPARATIVE AMOUNTS

During the year ended 31 December 2008, the Group has undertaken the trading of securities and investment holding as a principal activity of the Group. Certain comparative figures have been reclassified to conform with the current year's presentation.

43. APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements were approved and authorised for issue by the board of directors on 17 April 2009.

PROPERTY PORTFOLIO OF THE GROUP

No.	Property	Purpose	Group's effective holding	GFA (sq.ft.)	GFA attributable to the Group (sq.ft.)	Lease Term
1	G/F., Block 1B, Pine Villas, Nos. 118 & 118A, Castle Peak Road, Castle Peak Bay, Tuen Mun, N.T., Hong Kong.	Residential	100%	1,833	1,833	For a residual term up to 30 June 2047
2	Flat B, 7/F, Rose Mansion, No. 1 Prat Avenue, Tsim Sha Tsui, Kowloon, Hong Kong.	Residential	100%	890	890	150 years from 25 December 1898
3	Multifield Centre, No. 426 Shanghai Street, Yau Ma Tei, Kowloon, Hong Kong.	Commercial	100%	46,351	46,351	150 years from 25 December 1887
4	Shops 1-9 on G/F., 1/F.-3/F., 5/F., 6/F., Unit 01 on 7/F., 20/F., 21/F., external wall and roof, Multifield Plaza, Nos. 3-7A Prat Avenue, Tsim Sha Tsui, Kowloon, Hong Kong.	Commercial	100%	64,709	64,709	150 years from 25 December 1898
5	Whole building of 54 Wong Chuk Hang Road, Aberdeen, Hong Kong	Industrial/ Commercial	100%	62,992	62,992	75 years from 10 May 1965 renewable for a further term of 75 years

No.	Property	Purpose	Group's effective holding	GFA (sq.ft.)	GFA attributable to the Group (sq.ft.)	Lease Term
6	Office 1 to 6 and 21 to 28 on 20/F., Pacific Link Tower, Southmark, No.11 Yip Hing Street, Aberdeen, Hong Kong	Commercial	100%	11,438	11,438	56 years from 17 December 1991
7	Flat B on 9/F of Tower 5 and Cark Park No.53, Residence Bel Air, Island South, Hong Kong	Residential	100%	1,690	1,690	50 years from 22 May 2000
8	Whole of 4th, 5th, 8th and 9th Floor, Unit B1 and B2 on 2nd and 14th Floor and 16 car parking spaces, Blue Box Factory Building, 25 Hing Wong Street, Aberdeen, Hong Kong	Industrial	100%	76,500	76,500	75 years from 23 March 1970 renewable for a further term of 75 years
9	45 units and 39 carpark spaces in Block B, Versailles de Shanghai, No. 123 Fa Hua Zhen Road, Lane 3, Changning District, Shanghai, the PRC	Service Apartment	64.08%	64,606	41,400	A term from 3 June 1996 to 7 October 2062
10	56 deluxe villas and a clubhouse, Windsor Park, No. 2279 Hongqiao Road, Changning District, Shanghai, the PRC	Service Apartment	46.17%	178,956	82,624	A term from 26 July 1994 to 7 November 2062

No.	Property	Purpose	Group's effective holding	GFA (sq.ft.)	GFA attributable to the Group (sq.ft.)	Lease Term
11	Units A to F on 16/F., Tower II, Innotect Tower, No. 239 Nanjing Road, He Ping District, Tianjin, the PRC	Residential	100%	8,620	8,620	A term from 25 July 1992 to 24 July 2062
12	Units 806, 807 & 808 on 8/F., Super Ocean Finance Centre, No. 2067 Yan An Xi Road, Changning District, Shanghai, the PRC	Commercial	100%	4,670	4,670	A term from 22 January 1997 to 7 March 2043
13	1/F. and 2/F., Block B, Versailles de Shanghai, No. 123 Fa Hua Zhen Road, Lane 3, Changning District, Shanghai, the PRC	Commercial	64.08%	6,276	4,022	A term from 8 October 1992 to 7 October 2062
14	Windsor Court, No. 2290 Hongqiao Road, Changning District, Shanghai, the PRC	Service Apartment	100%	189,518	189,518	A term from 5 April 1997 to 7 November 2062
15	Windsor Place, No. 2018 Jianhe Road, Changning District Shanghai, the PRC	Service Apartment	61.99%	391,273	242,550	A term from 23 June 1997 to 22 June 2067
16	The land located to the north of Qian Shan Gang Qian Lu and to the west of San Tai Shi Lu Zhuhai, the PRC	Commercial	100%	475,446	475,446	50 years from 2 January 1994
17	The land located at Zhufeng Road Jingan Town, Doumen District, Zhuhai City, the PRC	Commercial, exhibition centre and hotel	100%	1,129,330	1,129,330	40-50 years from 30 September 2007 respectively
				2,715,098	2,444,583	

NOTICE IS HEREBY GIVEN that the annual general meeting of Multifield International Holdings Limited (the "Company") will be held at 8th Floor, Multifield House, 54 Wong Chuk Hang Road, Hong Kong on Friday, 26 June 2009 at 4:30 p.m. for the following purposes:

1. To receive and consider the audited consolidated financial statements and the reports of the directors and the auditors for the year ended 31 December 2008.

2. To declare a final dividend.

3. To re-elect directors and authorise the board of directors to fix the remuneration of the directors.

4. To appoint auditors and authorise the board of directors to fix their remuneration.

5. To consider as special business, and if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

   "**THAT**:

   (A) subject to paragraph (C) of this resolution, the exercise by the directors of the Company (the "Director(s)") during the Relevant Period (as hereinafter defined) of all the power of the Company to allot, issue and deal with shares in the share capital of the Company and to make or grant offers, agreements and options which might require the exercise of such power be and is hereby generally and unconditionally approved;

   (B) the approval in paragraph (A) of this resolution shall authorise the Directors during the Relevant Period (as hereinafter defined) to make or grant offers, agreements and options which might require the exercise of such power after the end of the Relevant Period (as hereinafter defined) ;

   (C) the aggregate nominal amount of share capital allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph (A) of this resolution, otherwise than pursuant to (i) a Rights issue (as hereinafter defined), (ii) the exercise of the subscription rights attaching to any warrants of the Company, (iii) any option scheme or similar arrangement for the time being adopted for the grant or issue to officers or employees of the Company and/or any of its subsidiaries or other eligible persons of shares or rights to acquire shares in the share capital of the Company, or (iv) any scrip dividend or similar arrangement providing for the allotment of shares in lieu of the whole or part of the dividend on shares of the Company in accordance with the bye-laws of the Company, or (v) any offer, agreement or option made or granted prior to the date of passing this resolution, shall not exceed 20% of the aggregate nominal amount of the share capital of the Company in issue as at the date of the passing of this resolution and the said approval shall be limited accordingly; and

   (D) for the purpose of this resolution:

   "Relevant Period" means the period from the passing of this resolution until whichever is the earliest of:

   (i) the conclusion of the next annual general meeting of the Company;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the bye-laws of the Company or any applicable laws to be held; and

(iii) the date on which the authority given under this resolution is revoked or varied by an ordinary resolution of the shareholders in general meeting; and

"Rights issue" means an offer of shares open for a period fixed by the Directors to the holders of shares on the register of members of the Company on a fixed record date in proportion to their then holdings of such shares, subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of, any recognised body or any stock exchange."

6. To consider as special business, and if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"**THAT**:

(A) subject to paragraph (B) of this resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the power of the Company to repurchase shares in the share capital of the Company and warrants, if any, issued by the Company be and is hereby generally and unconditionally approved;

(B) the amount of the securities of the Company which the Company is authorised to repurchase pursuant to the approval in paragraph (A) of this resolution shall:

(i) in the case of shares, not exceed 10% of the aggregate nominal amount of the share capital in issue as at the date of the passing of this resolution; and

(ii) in the case of warrants, if any, not exceed 10% of warrants outstanding as at the date of the passing of this resolution

and the authority pursuant to paragraph (A) of this resolution shall be limited accordingly; and

(C) for the purpose of this resolution:

"Relevant Period" means the period from the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the bye-laws of the Company or any applicable laws to be held; and

(iii) the date on which the authority given under this resolution is revoked or varied by an ordinary resolution of the shareholders in general meeting."

7. To consider as special business, and if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

   "**THAT** conditional upon resolutions nos. 5 and 6 set out in the notice convening this meeting being duly passed, the general mandate granted to the Directors to exercise the power of the Company to allot and issue shares pursuant to resolution no. 5 set out in the notice convening this meeting be and is hereby extended by the addition to the aggregate nominal amount of the share capital which may be allotted or agreed conditionally or unconditionally to be allotted and issued by the Directors pursuant to such general mandate of an amount representing the aggregate nominal amount of the share capital of the Company repurchased by the Company under the authority granted pursuant to resolution no. 6 set out in the notice convening this meeting, provided that such an amount shall not exceed 10% of the nominal amount of the issued share capital of the Company as at the date of the passing of this resolution."

By Order of the Board
Multifield International Holdings Limited
Lau Chi Yung, Kenneth
Chairman

Hong Kong, 17 April 2009

Notes:

(i) The register of members of the Company will be closed from 23 June 2009 to 25 June 2009, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for the proposed final dividend, all transfers accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Tengis Limited at 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on 22 June 2009.

(ii) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company.

(iii) In order to be valid, a form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of the power of attorney or authority, must be lodged at the Company's branch share registrar in Hong Kong, Tricor Tengis Limited at 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not later than 48 hours before the time appointed for the holding of the meeting (or the adjourned meeting as the case may be).

(iv) An explanatory statement containing further details regarding resolutions nos. 5 to 7 will be sent to shareholders shortly together with the 2008 annual report.