

## 1. CORPORATE INFORMATION

Xtep International Holdings Limited is limited liability company incorporated in the Cayman Islands.

The Company's principal place of business in Hong Kong is located at Suite 2401-02, Shui On Centre, 6-8 Harbour Road, Wanchai, Hong Kong. During the year, the Company and its subsidiaries (collectively referred to as the "Group") were engaged in the design, development, manufacture and marketing of sportswear, including footwear, apparel and accessory products, sold mainly under the Xtep brand and the Disney Sport brand. There were no significant changes in the nature of the Group's principal activities during the year.

In the opinion of the directors, the ultimate holding company of the Company is Group Success Investments Limited ("Group Success"), which is incorporated in the British Virgin Islands ("BVI").

### 2.1 BASIS OF PREPARATION

These financial statements have been prepared in accordance with the 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 (the "HKICPA"), 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. These financial statements are presented in Renminbi ("RMB") and all amounts are rounded to the nearest thousand except where otherwise indicated.

#### Basis of consolidation

##### *Basis of consolidation from 1 January 2010*

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 2010. The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. 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 intra-group balances, transactions, unrealised gains and losses resulting from intra-group transactions and dividends are eliminated on consolidation in full.

Losses within a subsidiary are attributed to the non-controlling interest even if that results in a deficit balance.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises (i) the assets (including goodwill) and liabilities of the subsidiary, (ii) the carrying amount of any non-controlling interest and (iii) the cumulative translation differences recorded in equity; and recognises (i) the fair value of the consideration received, (ii) the fair value of any investment retained and (iii) any resulting surplus or deficit in profit or loss. The Group's share of components previously recognised in other comprehensive income is reclassified to profit or loss or retained profits, as appropriate.

## 2.2 CHANGES IN ACCOUNTING POLICY AND DISCLOSURES

The Group has adopted the following new and revised HKFRSs for the first time for the current year's financial statements.

HKFRS 2 Amendments	Amendments to HKFRS 2 <i>Share-based Payment – Group Cash-settled Share-based Payment Transactions</i>
HKFRS 3 (Revised)	<i>Business Combinations</i>
HKAS 27 (Revised)	<i>Consolidated and Separate Financial Statements</i>
HKAS 39 Amendment	Amendment to HKAS 39 <i>Financial Instruments: Recognition and Measurement – Eligible Hedged Items</i>
HK(IFRIC)-Int 17	<i>Distributions of Non-cash Assets to Owners</i>
HKFRS 5 Amendments included in <i>Improvements to HKFRSs</i> issued in October 2008	Amendments to HKFRS 5 <i>Non-current Assets Held for Sale and Discontinued Operations – Plan to sell the controlling interest in a subsidiary</i>
Improvements to HKFRSs 2009	Amendments to a number of HKFRSs issued in May 2009
HK Interpretation 4 Amendment	Amendment to HK Interpretation 4 <i>Leases – Determination of the Length of Lease Term in respect of Hong Kong Land Leases</i>
HK Interpretation 5	<i>Presentation of Financial Statements – Classification by the Borrower of Term Loan that Contains a Repayment on Demand Clause</i>

Other than as further explained below regarding the impact of HKFRS 3 (Revised) and HKAS 27 (Revised), the adoption of the new and revised HKFRSs has had no significant financial effect on these financial statements.

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

- (a) HKFRS 3 (Revised) introduces a number of changes in the accounting for business combinations that affect the initial measurement of non-controlling interests, the accounting for transaction costs, the initial recognition and subsequent measurement of a contingent consideration and business combinations achieved in stages. These changes will impact the amount of goodwill recognised, the reported results in the period that an acquisition occurs, and future reported results.
- (b) HKAS 27 (Revised) requires that a change in the ownership interest of a subsidiary without loss of control is accounted for as an equity transaction. Therefore, such a change will have no impact on goodwill, nor will it give rise to a gain or loss. Furthermore, the revised HKAS 27 changes the accounting for losses incurred by the subsidiary as well as the loss of control of a subsidiary. Other consequential amendments were made to HKAS 7 Statement of Cash Flows, HKAS 12 Income Taxes, HKAS 21 The Effects of Changes in Foreign Exchange Rates, HKAS 28 Investments in Associates and HKAS 31 Interests in Joint Ventures.

The changes introduced by these revised standards are applied prospectively and will affect the accounting of future acquisitions, loss of control and transactions with non-controlling interests after 1 January, 2010.

## 2.3 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 7 Amendments	Amendments to HKFRS 7 <i>Financial Instruments: Disclosures – Transfers of Financial Assets</i> <sup>4</sup>
HKFRS 9	<i>Financial Instruments</i> <sup>6</sup>
HKAS 12 Amendments	Amendments to HKAS 12 <i>Income Taxes – Deferred Tax: Recovery of Underlying Assets</i> <sup>5</sup>
HKAS 24 (Revised)	<i>Related Party Disclosures</i> <sup>3</sup>
HKAS 32 Amendment	Amendment to HKAS 32 <i>Financial Instruments: Presentation – Classification of Rights Issues</i> <sup>1</sup>
HK(IFRIC)-Int 14 Amendments	Amendments to HK(IFRIC)-Int 14 <i>Prepayments of a Minimum Funding Requirement</i> <sup>3</sup>
HK(IFRIC)-Int 19	<i>Extinguishing Financial Liabilities with Equity Instruments</i> <sup>2</sup>

Apart from the above, the HKICPA has issued *Improvements to HKFRSs 2010* which sets out amendments to a number of HKFRSs primarily with a view to removing inconsistencies and clarifying wording. The amendments to HKFRS 3 and HKAS 27 are effective for annual periods beginning on or after 1 July 2010, whereas the amendments to HKFRS 1, HKFRS 7, HKAS 1, HKAS 34 and HK(IFRIC)-Int 13 are effective for annual periods beginning on or after 1 January 2011 although there are separate transitional provisions for each standard.

<sup>1</sup> Effective for annual periods beginning on or after 1<sup>st</sup> February 2010

<sup>2</sup> Effective for annual periods beginning on or after 1<sup>st</sup> July 2010

<sup>3</sup> Effective for annual periods beginning on or after 1<sup>st</sup> January 2011

<sup>4</sup> Effective for annual periods beginning on or after 1<sup>st</sup> July 2011

<sup>5</sup> Effective for annual period beginning on or after 1<sup>st</sup> January 2012

<sup>6</sup> Effective for annual periods beginning on or after 1<sup>st</sup> January 2013

The Group is in the process of making an assessment of the impact of these new and revised HKFRSs upon initial application. So far, the Group considers that 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 interests in subsidiaries are stated at cost less any impairment losses.

### 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 a member of the key management personnel of the Group and its holding company;
- (c) the party is a close member of the family of any individual referred to in (a) or (b);
- (d) 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 (b) or (c); or
- (e) the party is a post-employment benefit plan for the benefit of the employees of the Group, or of any entity that is a related party of the Group.

### Property, plant and equipment and depreciation

Property, plant and equipment, other than construction in progress, are stated at cost less accumulated depreciation and any impairment losses.

The cost of an item of property, plant and equipment comprises its purchase price and any directly attributable costs of bringing the assets to its working condition and location for its intended use. Expenditure incurred after the 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 the recognition criteria are satisfied, the expenditure for a major inspection is capitalised in the carrying amount of the asset as a replacement. Where significant parts of property, plant and equipment are required to be replaced at intervals, the Group recognises such parts as individual assets with specific useful lives and depreciation.

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 estimated useful lives used for this purpose are as follows:

Buildings	Over the shorter of lease terms and 20 years
Leasehold improvements	Over the shorter of lease terms and 5 years
Moulds, plant and machinery	3 to 10 years
Motor vehicles	5 years
Furniture, fixtures and office equipment	5 years

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 financial year end.

An item of property, plant and equipment and any significant part initially recognised 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 sale proceeds and the carrying amount of the relevant asset.

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

### Intangible assets

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

#### *Patents and trademarks*

Patents and trademarks are stated at cost less any impairment losses and are amortised on the straight-line basis over their estimated useful lives of 5 years.

#### *Research and development costs*

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

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

### **Impairment of non-financial assets**

Where an indication of impairment exists, or when annual impairment testing for an asset is required (other than inventories and financial assets), 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 in those expense categories consistent with the function of the impaired asset.

An assessment is made at the end of each reporting period 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 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.

### **Financial assets**

#### *Initial recognition and measurement*

Financial assets within the scope of HKAS 39 are classified as loans and receivables. The Group determines the classification of its financial assets at initial recognition. 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.

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.

The Group's financial assets include cash and bank balances, trade and bills receivables, and other receivables.

#### *Subsequent measurement*

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial measurement, such assets are subsequently measured at amortised cost using the effective interest rate method less any allowance for impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and includes fees or costs that are an integral part of the effective interest rate. The effective interest rate amortisation is included in finance income in the income statement.

### Impairment of financial assets

The Group assesses at the end of each reporting period whether there is any objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or a group of financial assets is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset (an incurred "loss event") and that loss event has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated. Evidence of impairment may include indications that a debtor or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation and observable data indicating that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

#### *Financial assets carried at amortised cost*

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

If there is objective evidence that an impairment loss has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred). The present value of the estimated future cash flows is discounted at the financial asset's original effective interest rate (i.e., the effective interest rate computed at initial recognition). If a loan has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate.

The carrying amount of the asset is reduced through the use of an allowance account and the amount of the loss is recognised in the income statement. Interest income continues to be accrued on the reduced carrying amount and is accrued using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss. 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 estimated impairment loss increases or decreases because of an event occurring after the impairment was recognised, the previously recognised impairment loss is increased or reduced by adjusting the allowance account. If a future write-off is later recovered, the recovery is credited to the income statement.

### Derecognition of financial assets

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

- the rights to receive cash flows from the asset have expired;
- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement 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. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

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.

### **Financial liabilities**

#### *Initial recognition and measurement*

All financial liabilities are recognised initially at fair value and in the case of loans and borrowings, plus directly attributable transaction costs. The Group's financial liabilities include trade and bills payables and other payables.

#### *Subsequent measurement*

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost, using the effective interest rate method unless the effect of discounting would be immaterial, in which case they are stated at cost. Gains and losses are recognised in the income statement when the liabilities are derecognised as well as through the effective interest rate method amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. The effective interest rate amortisation is included in finance costs in the income statement.

### **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.

### **Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if, and only if, there is currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

### **Inventories**

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



### Leases

Leases where substantially all the rewards and risks of ownership of assets remain with the lessor are accounted for as operating leases. Where the Group is the 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 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.

### Cash and cash equivalents

For the purpose of the consolidated statement of cash flows, cash and cash equivalents comprise cash on hand and demand deposits, and short term highly liquid investments which are readily convertible into known amounts of cash, 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 statements of financial position, cash and cash equivalents comprise cash on hand and at banks, including term deposits, 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 end of the reporting period 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.

### Income tax

Income tax comprises current and deferred tax. Income tax relating to items recognised outside profit or loss is recognised either in other comprehensive income or 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, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period, taking into consideration interpretations and practices prevailing in the countries in which the Group operates.

Deferred tax is provided, using the liability method, on all temporary differences at the end of the reporting period 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 goodwill or 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, except 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 or the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiaries, 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 the end of each reporting period 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. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be recovered.

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 by the end of the reporting period.

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

### Revenue recognition

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

- (a) from the sale of goods, when the significant risks and rewards of ownership have been transferred to the buyer, provided that the Group maintains neither managerial involvement to the degree usually associated with ownership, nor effective control over the goods sold;
- (b) interest income, on an accrual basis using the effective interest method by applying the rate that discounts the estimated future cash receipts through the expected life of the financial instrument to the net carrying amount of the financial asset;
- (c) rental income, on a time proportion basis over the lease terms; and
- (d) dividend income, when the shareholders' rights to receive payment has been established.

### Borrowing costs

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

### Government grants

Government grants are recognised at their fair value where there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. When the grant relates to an expense item, it is recognised as income over the periods necessary to match the grant on a systematic basis to the costs that it is intended to compensate. Where the grant relates to an asset, the fair value is deducted from the carrying amount of the asset and released to the income statement by way of a reduced depreciation charge.

### Share-based payment transactions

The Company operates two share option schemes 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 by an external professional qualified valuer using an appropriate pricing model, further details of which are given in note 28 to the financial statements.

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. The cumulative expense recognised for equity-settled transactions at the end of each reporting period 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 equity-settled transactions where vesting is conditional upon a market or non-vesting condition, which are treated as vesting irrespective of whether or not the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

Where the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified, if the original terms of the award are met. In addition, an expense is recognised for any modification that increases the total fair value of the share-based payment transaction, 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. This includes any award where non-vesting conditions within the control of either the Group or the employee are not met. 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. All cancellations of equity-settled transaction awards are treated equally.

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

### Other employee benefits

#### *Pension schemes*

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

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

#### *Other benefits*

The Group contributes on a monthly basis to defined contribution housing, medical and other benefit plans organised by the government of the People's Republic of China (the "PRC"). The PRC government undertakes to assume the benefit obligations of all existing and retired employees under these plans. Contributions to these plans by the Group are expensed as incurred. The Group has no further obligations for benefits for their qualified employees under these plans.

#### **Foreign currencies**

These financial statements are presented in RMB, which is the Company's presentation currency. The functional currency of the Company is the Hong Kong dollar which is the currency of the primary environment in which the Company operates. Since the Company does not conduct any substantive operations of its own and conducts its primary business operations through its subsidiaries in the PRC, the Company adopts RMB as the presentation currency of the Group. 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 recorded by the entities in the Group are initially recorded using their respective 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 end of the reporting period. 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 are currencies other than the RMB. As at the end of the reporting period, the assets and liabilities of these entities are translated into the presentation currency of the Company at exchange rates ruling at the end of the reporting period and their income statements are translated into RMB at the weighted average exchange rates for the year. The resulting exchange differences are recognised in other comprehensive income and accumulated in the exchange fluctuation reserve. On disposal of a foreign operation, the component of other comprehensive income relating to that particular foreign operation is recognised in the income statement.

For the purpose of the consolidated statement of cash flows, the cash flows of overseas subsidiaries are translated into RMB 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 RMB at the weighted average exchange rates for the year.

#### **Treasury shares**

Own equity instruments which are reacquired are recognised at cost and deducted from equity. No gain or loss is recognised in the income statement on the purchase, sale, issue or cancellation of the Group's own equity instruments. Any difference between the carrying amount and the consideration is recognised in equity.

### **3. SIGNIFICANT ACCOUNTING JUDGEMENT 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 end of the reporting period. 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.

#### **Judgement**

In the process of applying the Group's accounting policies, management has made the following judgement, apart from those involving estimations, which has an effect on the amounts recognised in the financial statements.

*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 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 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 end of the reporting period, 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.

*Useful lives of property, plant and equipment*

The Group determines the estimated useful lives and related depreciation charges for its property, plant and equipment. This estimate is based on the historical experience of the actual useful lives of property, plant and equipment of similar nature and functions. Management will revise the depreciation charge where useful lives are different to the ones previously estimated and the Group will write off or write down technically obsolete or non-strategic assets that have been abandoned or sold.

*Net realisable value of inventories*

Net realisable value of inventories is the estimated selling price in the ordinary course of business less estimated selling expenses. These estimates are based on the current market conditions and the historical experience of selling merchandise of similar nature. It could change significantly as a result of changes in customer taste or competitor actions. The Group reassesses these estimates at the end of each reporting period.

*Impairment allowances for trade and other receivables*

The Group estimates the impairment allowances for trade and other receivables by assessing the recoverability based on credit history and prevailing market conditions. This requires the use of estimates and judgements. Allowances are applied to trade and other receivables where events or changes in circumstances indicate that the balances may not be collectible. Where the expectation is different from the original estimate, such difference will affect the carrying amounts of trade and other receivables and thus the impairment loss in the period in which such estimate is changed. The Group reassesses the impairment allowances at the end of each reporting period.

*Valuation of share options*

As described in note 28 to the financial statements, the Company has engaged an independent professionally qualified valuer to assist in the valuation of the share options granted during the year. The fair value of options granted under the share option scheme is determined using the Trinomial Option Pricing Model. The significant inputs into the model were the weighted average share price at the grant date, risk-free interest rate, exercise price, expected volatility of the underlying shares, expected dividend yield and expected life of options. When the actual results of the inputs differ from management's estimate, it will have an impact on share option expenses and the related share option reserve of the Company. Further details are set out in note 28 to the financial statements.

*Deferred tax assets*

Deferred tax assets are recognised for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies. Further details are set out in note 10 to the financial statements.

#### 4. OPERATING SEGMENT INFORMATION

The Group is principally engaged in the manufacture and sale of sportswear, including footwear, apparel and accessories. All of the Group's products are of a similar nature and subject to similar risk and returns. Accordingly, the Group's operating activities are attributable to a single reportable segment.

In addition, the Group's revenue, expenses, results, assets and liabilities and capital expenditures are predominantly attributable to a single geographical region, the PRC, which is the Group's principal place of business and operations. Therefore, no analysis by geographical regions is presented.

#### 5. REVENUE, OTHER INCOME AND GAINS

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

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

	2010 RMB'000	2009 RMB'000
<b>Revenue</b>		
Manufacture and sale of sportswear:		
Footwear	1,955,879	1,619,132
Apparel	2,421,105	1,874,461
Accessories	80,214	51,743
	4,457,198	3,545,336
<b>Other income and gains</b>		
Rental income	1,147	616
Subsidy income from the PRC government *	8,536	4,932
Others	5,489	5,140
	15,172	10,688
	4,472,370	3,556,024

\* There are no unfulfilled conditions or contingencies relating to these subsidies.

## 6. OPERATING PROFIT

The Group's operating profit is arrived at after charging:

	Notes	2010 RMB'000	2009 RMB'000
Cost of inventories sold *		2,645,463	2,157,549
Depreciation	14	20,706	15,383
Amortisation of prepaid land lease payments	15	502	502
Amortisation of intangible assets **	17	263	176
Employee benefit expenses (including directors' remuneration – note 8):			
Wages and salaries		181,220	163,178
Other allowances and benefits		12,183	11,046
Equity-settled share option expense		10,153	8,042
Pension scheme contributions ***		9,892	10,209
		213,448	192,475
Auditors' remuneration		2,843	2,627
Minimum lease payments under operating leases of land and buildings		7,229	4,720
Research and development costs ****		77,959	56,735

\* The cost of inventories sold for the year includes RMB124,650,000 (2009: RMB121,076,000), relating to staff costs, depreciation of manufacturing facilities, and minimum lease payments for land and buildings, which are also included in the respective total amounts disclosed above for each of these types of expenses.

\*\* The amortisation of intangible assets for the year is included in "General and administrative expenses" in the consolidated income statement.

\*\*\* As at 31 December 2010, the Group had no forfeited contributions available to reduce its contributions to the pension schemes in future years (2009: Nil).

\*\*\*\* The research and development costs for the year are included in "General and administrative expenses" in the consolidated income statement.

## 7. NET FINANCE INCOME

An analysis of net finance income is as follows:

	Group	
	2010 RMB'000	2009 RMB'000
Interest on bank loans wholly repayable within five years	(8,847)	(10,598)
Foreign exchange differences, net	(8,332)	(3,630)
Bank interest income	17,407	15,088
	228	860

## 8. DIRECTORS' REMUNERATION

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

	Group	
	2010 RMB'000	2009 RMB'000
Fees:		
Executive directors	–	–
Non-executive directors	430	–
Independent non-executive directors	568	572
	998	572
Other emoluments of directors:		
Salaries, other allowances and benefits in kind	3,995	2,896
Equity-settled share option expense	1,907	455
Pension scheme contributions	112	48
	6,014	3,399
	7,012	3,971

During the year and in 2008 and 2009, share options were granted to directors, in respect of their services to the Group, under the share option and pre-initial public offering ("pre-IPO") share option scheme of the Company respectively. Further details of which are set out in notes 28(a) and 28(b) to the financial statements. The fair value of such options, which has been recognised in the income statement over the vesting period, was determined as at the date of grant and the amount included in the financial statements for the current year is included in the above directors' remuneration disclosure.



## Notes to Financial Statements

31 December 2010

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

	Salaries, other allowances and benefit in kind RMB'000	Performance related bonuses RMB'000	Equity-settled share options expenses RMB'000	Pension Scheme Contributions RMB'000	Total remuneration RMB'000
<b>2010</b>					
<i>a) Executive directors</i>					
Ding Shui Po	954	–	–	13	967
Ding Mei Qing	477	–	–	13	490
Lin Zhang Li	477	–	–	13	490
Ding Ming Zhong	477	–	–	12	489
Ye Qi	480	–	492	3	975
Ho Yui Pok, Eleutherius	869	261	1,068	58	2,256
	3,734	261	1,560	112	5,667
<i>b) Non-executive directors</i>					
Xiao Feng	–	–	–	–	–
Tan Wee Seng	430	–	347	–	777
	430	–	347	–	777
<i>c) Independent non-executive directors</i>					
Sin Ka Man	208	–	–	–	208
Xu Peng Xiang	180	–	–	–	180
Gao Xian Feng	180	–	–	–	180
	568	–	–	–	568
	4,732	261	1,907	112	7,012
<b>2009</b>					
<i>a) Executive directors</i>					
Ding Shui Po	964	–	–	14	978
Ding Mei Qing	483	–	–	14	497
Lin Zhang Li	483	–	–	14	497
Ding Ming Zhong	483	–	–	3	486
Ye Qi	483	–	455	3	941
	2,896	–	455	48	3,399
<i>b) Non-executive director</i>					
Xiao Feng	–	–	–	–	–
<i>c) Independent non-executive directors</i>					
Sin Ka Man	212	–	–	–	212
Xu Peng Xiang	180	–	–	–	180
Gao Xian Feng	180	–	–	–	180
	572	–	–	–	572
	3,468	–	455	48	3,971

## 9. FIVE HIGHEST PAID EMPLOYEES

The five highest paid employees during the year included five (2009: four) directors, details of whose remuneration are set out in note 8 above. Details of the remuneration of the remaining Nil (2009: one) non-director, highest paid employee for the year are as follows:

	Group	
	2010 RMB'000	2009 RMB'000
Salaries, allowances and benefits in kind	–	1,190
Equity-settled share option expense	–	645
Pension scheme contributions	–	59
	–	1,894

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

	Number of employee	
	2010	2009
RMB1,000,001 to RMB1,500,000	–	–
RMB1,500,001 to RMB2,000,000	–	1
	–	1

In prior year, share options were granted to the non-director, highest paid employee in respect of his services to the Group under the share option scheme of the Company, further details of which are set out in note 28(b) to the financial statements. The fair values of such options, which have been recognised in the income statement over the vesting period, were determined as at the date of grant and the amount included in the financial statements for the year is included in the above non-director, highest paid employees' remuneration disclosure.

**10. INCOME TAX**

No provision for Hong Kong profits tax has been made as the Group has utilised tax losses to offset assessable profits arising in Hong Kong during the year (2009: Nil). Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the jurisdictions in which the Group operates.

	Group	
	2010 RMB'000	2009 RMB'000
Current tax – Overseas		
Charge for the year	151,940	29,475
Underprovision in prior years	–	782
	151,940	30,257
Deferred (note 25)	12,600	24,444
	164,540	54,701

Xtep (China) Co., Ltd. (“Xtep (China)”), a wholly-owned subsidiary of the Company was entitled to a 50% reduction in the PRC corporate income tax rate of 25% for the year ended 31 December 2009. For the year ended 31 December 2010, Xtep (China) was taxed at a preferential 15% tax rate as Xtep China was qualified as a High-New Technology Enterprise (the “HNTE”) in PRC and obtained the HNTE certificate in 2010. Koling (Fujian) Garment Co., Ltd. (“Koling (Fujian)”) and Xtep Sports Goods Co., Ltd. Jinjiang (“Xtep Jinjiang”) enjoyed exemption from the PRC corporate income tax for the year ended 31 December 2009 and thereafter are entitled to a 50% reduction in the PRC corporate income tax for the year ended 31 December 2010, 2011 and 2012. 廈門特步投資股份有限公司 (“Xtep Xiamen”), a wholly-owned subsidiary of the Company, has been granted certain tax relief whereby the profit of Xtep Xiamen was taxed at the prevailing tax rate set by the local tax authority at 20% for the year ended 31 December 2009 and at 22% for the year ended 31 December 2010.

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

	Group	
	2010 RMB'000	2009 RMB'000
Profit before tax	978,224	702,222
Tax at the applicable tax rates	244,233	180,681
Lower tax rates for specific provinces or tax holidays	(118,398)	(193,964)
Adjustments in respect of current tax of previous years	–	782
Income not subject to tax	(66)	(546)
Expenses not deductible for tax	21,322	37,606
Effect of withholding tax at 5% on the distributable profits of the Group's PRC subsidiaries	12,600	24,444
Tax losses utilised from previous periods	(153)	–
Tax losses not recognised	5,002	5,698
Tax charge at the Group's effective rate	164,540	54,701

The Group has accumulated tax losses arising in Hong Kong of approximately RMB86,192,000 for the year (2009: RMB56,218,000) that are available indefinitely for offsetting against future taxable profits of the companies in which it arose. Deferred tax asset has not been recognised as at 31 December 2010 (2009: Nil) in respect of the tax losses as the directors of the Company consider that it is uncertain that future taxable profits will be available against which the tax losses can be utilised for the respective companies from which the tax losses arose in the foreseeable future.

## 11. PROFIT ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY

The consolidated profit attributable to ordinary equity holders of the Company for the year ended 31 December 2010 includes a loss of RMB3,523,000 (2009: RMB54,199,000) which has been dealt with in the financial statements of the Company (note 27(b)).

**12. DIVIDENDS**

	2010 RMB'000	2009 RMB'000
Dividends paid during the year:		
Final in respect of the financial year ended 31 December 2009 – HK10.0 cents per ordinary share (2009: HK8.0 cents)	189,890	153,286
Special in respect of the financial year ended 31 December 2009 – HK5.0 cents per ordinary share (2009: HK5.0 cents)	94,945	95,803
Interim – HK10.0 cents (2009: HK7.0 cents) per ordinary share	186,638	134,094
	471,473	383,183
Proposed final dividends:		
Final – HK12.0 cents (2009: HK10.0 cents) per ordinary share	223,127	191,368
Special – Nil (2009: HK5.0 cents) per ordinary share	–	95,684
	223,127	287,052

The proposed final dividends for the year are subject to the approval of the Company's shareholders at the forthcoming annual general meeting. These financial statements do not reflect the final dividends payable.

**13. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY****(a) Basic earnings per share**

The calculation of basic earnings per share amount for the year was based on the profit for the year attributable to ordinary equity holders of the Company of RMB813,684,000 (2009: RMB647,521,000) and the weighted average number of ordinary shares in issue during the year of 2,174,540,000 (2009: 2,173,645,000).

**(b) Diluted earnings per share**

The calculation of diluted earnings per share amounts for the year ended 31 December 2010 is based on the profit for that year attributable to ordinary equity holders of the Company of RMB813,684,000. The weighted average number of ordinary shares of 2,181,416,000 used in the calculation is the weighted average of 2,174,540,000 ordinary shares in issue during the year, as used in the basic earnings per share calculation, and the weighted average of 6,876,000 ordinary shares assumed to have been issued at no consideration on the deemed exercise of 37,745,000 diluted share options during the year.

No adjustment has been made to the basic earnings per share amount presented for the year ended 31 December 2009 in respect of a dilution as the exercise price of the share options of the Company outstanding during the year is higher than the average market price of the Company's ordinary shares and, accordingly, they have no dilutive effect on the basic earnings per ordinary shares.

**14. PROPERTY, PLANT AND EQUIPMENT****Group****31 December 2010**

	Buildings RMB'000	Leasehold improvements RMB'000	Moulds, plant and machinery RMB'000	Motor vehicles RMB'000	Furniture, fixtures and office equipment RMB'000	Construction in progress RMB'000	Total RMB'000
Cost:							
At beginning of year	144,359	7,123	55,722	8,368	27,533	6,466	249,571
Additions	1,914	1,102	2,181	4,776	14,136	761	24,870
Transfers	5,955	–	–	–	–	(5,955)	–
Exchange realignment	–	(33)	–	–	(27)	–	(60)
At 31 December 2010	152,228	8,192	57,903	13,144	41,642	1,272	274,381
Accumulated depreciation:							
At beginning of year	16,582	2,078	25,317	2,915	9,710	–	56,602
Provided during the year	6,462	1,895	5,365	1,618	5,366	–	20,706
At 31 December 2010	23,044	3,973	30,682	4,533	15,076	–	77,308
Net carrying amount:							
At 31 December 2010	129,184	4,219	27,221	8,611	26,566	1,272	197,073

**31 December 2009**

Cost:							
At beginning of year	69,771	5,858	51,007	6,671	20,975	2,270	156,552
Additions	74,225	1,266	4,715	1,697	6,558	4,559	93,020
Transfers	363	–	–	–	–	(363)	–
Exchange realignment	–	(1)	–	–	–	–	(1)
At 31 December 2009	144,359	7,123	55,722	8,368	27,533	6,466	249,571
Accumulated depreciation:							
At beginning of year	12,971	646	19,749	1,802	6,051	–	41,219
Provided during the year	3,611	1,432	5,568	1,113	3,659	–	15,383
At 31 December 2009	16,582	2,078	25,317	2,915	9,710	–	56,602
Net carrying amount:							
At 31 December 2009	127,777	5,045	30,405	5,453	17,823	6,466	192,969

The Group's buildings were situated in Mainland China and were held under medium term leases.

Included in "Buildings" are certain self-used properties with net carrying amounts of approximately RMB87,702,000 at 31 December 2010 (2009: RMB83,627,000), for which the Group has not obtained the building ownership certificates. Up to the date of approval of these financial statements, the Group is still in the process of applying for the building ownership certificates in respect of the aforementioned properties with net carrying amounts at 31 December 2010 of RMB85,140,000 out of the total of RMB87,702,000 (2009: RMB80,928,000 out of the total of RMB83,627,000).

## 15. PREPAID LAND LEASE PAYMENTS

	Group	
	2010 RMB'000	2009 RMB'000
Carrying amount at 1 January	21,846	22,348
Recognised during the year	(502)	(502)
Carrying amount at 31 December	21,344	21,846
Current portion included in prepayments, deposits and other receivables	(501)	(501)
Non-current portion	20,843	21,345

The Group's prepaid land lease payments were for medium term leasehold land located in Mainland China.

## 16. DEPOSITS PAID FOR ACQUISITIONS OF LAND USE RIGHTS

Pursuant to two agreements entered into between the Group and independent third parties on 30 December 2008 and 2 August 2010, the Group has agreed to acquire a parcel of land in Xiamen, Fujian Province, the PRC of RMB50,079,000 (2009: RMB50,079,000) and another parcel of land in Quanzhou Fujian Province, the PRC of RMB38,620,000 (2009: Nil), respectively. At the end of the reporting period, the considerations of the two agreements have been fully paid by the Group.

**17. INTANGIBLE ASSETS****Patents and trademarks**

	Group	
	2010 RMB'000	2009 RMB'000
Cost:		
At beginning of year	991	991
Additions	642	–
At 31 December	1,633	991
Accumulated amortisation:		
At beginning of year	376	200
Amortisation provided during the year	263	176
At 31 December	639	376
Net carrying amount:		
At 31 December	994	615

**18. INVESTMENTS IN SUBSIDIARIES**

	Company	
	2010 RMB'000	2009 RMB'000
Unlisted shares, at cost	–	–
Due from subsidiaries	935,085	1,247,888
	935,085	1,247,888

The amounts due from subsidiaries included in the investments in subsidiaries above are unsecured, interest-free and have no fixed terms of repayment. In the opinion of the directors of the Company, these advances are considered as quasi-equity loans to the subsidiaries.

The amount due from a subsidiary included in the Company's current assets of RMB96,296,000 (2009: RMB96,296,000) is unsecured, interest-free and repayable on demand.



## Notes to Financial Statements

31 December 2010

Particulars of the principal subsidiaries are as follows:

Name	Place of incorporation or establishment/ operation	Issued and fully paid-up capital	Percentage of equity attributable to the Company		Principal activities
			Direct	Indirect	
Xtep International Development Limited ("Xtep Development") *	BVI	US\$10,000	100	–	Investment holding
Xtep (China) * (notes (i) and (iii))	PRC	HK\$830,029,801	–	100	Manufacture and sale of sportswear
Koling (Fujian) * (notes (i) and (iii))	PRC	HK\$157,999,900	–	100	Manufacture and sale of sportswear
Xtep Jinjiang * (notes (i) and (iii))	PRC	US\$6,000,000	–	100	Manufacture and sale of sportswear
Xtep Xiamen * (notes (ii) and (iii))	PRC	RMB50,000,000	–	100	Trading of sportswear

Notes:

(i) These entities are wholly-foreign-owned enterprises and limited liability companies established in the PRC.

(ii) The entity is registered as a limited liability company under the PRC law.

(iii) The registered capitals of these entities were fully paid up as at 31 December 2010.

\* Ernst & Young Hong Kong or other member firm of the Ernst & Young global network had not been appointed as the statutory auditors of these entities.

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.

**19. INVENTORIES**

	Group	
	2010 RMB'000	2009 RMB'000
Raw materials	327,397	107,043
Work in progress	51,039	27,170
Finished goods	84,126	131,476
	462,562	265,689

**20. TRADE AND BILLS RECEIVABLES**

	Group	
	2010 RMB'000	2009 RMB'000
Trade receivables	727,056	521,691
Bills receivables	–	1,064
	727,056	522,755

The Group's trading terms with its customers are mainly on credit, except for new customers, where payment in advance is normally required. The credit period is generally three months. Each customer has a maximum credit limit. The Group seeks to maintain strict control over its outstanding receivables and has a credit control department to minimise credit risk. Overdue balances are reviewed regularly by senior management. The Group's trade receivables relate to a number of diversified customers and there is certain concentration of credit risk. Trade receivables are non-interest-bearing.

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

	Group	
	2010 RMB'000	2009 RMB'000
Neither past due nor impaired	525,196	274,962
Less than 3 months past due	161,405	185,595
Past due between 3 to 9 months	40,455	59,434
Past due over 9 months	–	1,700
	727,056	521,691

Receivables that were neither past due nor impaired relate to a number of diversified customers 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 repayment record with the Group. Based on past experience, the directors of the Company are of the opinion that no impairment allowance 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.

**21. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES**

	Group		Company	
	2010 RMB'000	2009 RMB'000	2010 RMB'000	2009 RMB'000
Prepayments	105,048	22,374	4,164	386
Advance payments to suppliers	227,668	50,649	–	–
Other deposits	4,544	2,662	342	352
Other receivables	6,000	3,841	–	1
	343,260	79,526	4,506	739

None of the above assets is either past due or impaired. The financial assets included in the above balances relate to receivables for which there was no recent history of default.

**22. CASH AND CASH EQUIVALENTS**

	Group		Company	
	2010 RMB'000	2009 RMB'000	2010 RMB'000	2009 RMB'000
Time deposits	42,817	450,489	42,817	120,592
Cash and bank balances	2,400,885	2,047,146	20,374	122,656
	2,443,702	2,497,635	63,191	243,248

At the end of the reporting period, the cash and bank balances of the Group denominated in RMB amounted to RMB2,372,886,000 (2009: RMB1,919,071,000). 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 deposit rates. Short term time deposits are made for varying periods of between one month to three months depending on the immediate cash requirements of the Group, and earn interest at the respective short term deposit rates. The bank balances are deposited with creditworthy banks with no recent history of default.

### 23. TRADE AND BILLS PAYABLES

An aged analysis of the Group's trade and bills payables as at the end of the reporting period, based on the invoice date, is as follows:

	Group	
	2010 RMB'000	2009 RMB'000
Within 3 months	585,922	365,594
3 to 6 months	38,911	47,749
6 to 12 months	14,096	24,579
Over 1 year	212	1,005
Trade payables	639,141	438,927
Bills payable	–	471
Trade and bills payables	639,141	439,398

The trade payables are non-interest-bearing and are normally settled within 60 to 90 days.

### 24. DEPOSITS RECEIVED, OTHER PAYABLES AND ACCRUALS

	Group		Company	
	2010 RMB'000	2009 RMB'000	2010 RMB'000	2009 RMB'000
Deposits received	30,865	45,618	–	–
Accruals	83,808	54,231	10,308	4,441
Value-added tax ("VAT") payables	32,871	23,925	–	–
Other payables	17,049	41,720	–	–
	164,593	165,494	10,308	4,441

All these balances are non-interest-bearing and VAT payables and other payables have an average term of three months.

**25. DEFERRED TAX LIABILITIES****Group**

	<b>Withholding taxes RMB'000</b>
At 1 January 2009	2,824
Deferred tax charged to the income statement during the year (note 10)	24,444
At 31 December 2009 and 1 January 2010	27,268
Deferred tax charged to the income statement during the year (note 10)	12,600
At 31 December 2010	39,868

Pursuant to the income tax law of the PRC, 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 for the withholding tax is 5%. In estimating the withholding taxes on dividends expected to be distributed by those subsidiaries established in Mainland China in respect of earnings generated from 1 January 2008, the directors have made assessment based on the factors which included dividend policy and the level of capital and working capital required for the Group's operations in the foreseeable future.

At 31 December 2010, there were no significant unrecognised deferred tax liabilities (2009: Nil) for withholding taxes that would be payable on the unremitted earnings of the Company's subsidiaries expected to be distributed, after considering the abovementioned factors, in the foreseeable future.

**26. SHARE CAPITAL**

At 31 December 2010

	<b>HK\$'000</b>	<b>RMB'000</b>
Authorised:		
100,000,000,000 ordinary shares of HK\$0.01 each	1,000,000	935,629
Issued and fully paid:		
2,176,000,000 ordinary shares of HK\$0.01 each	21,760	19,197

At 31 December 2009

	HK\$'000	RMB'000
Authorised: 100,000,000,000 ordinary shares of HK\$0.01 each	1,000,000	935,629
Issued and fully paid: 2,173,645,000 ordinary shares of HK\$0.01 each	21,736	19,177

The following changes in the Company's issued share capital take place during the current and last years:

	Note	Number of ordinary shares of HK\$0.01 each	Nominal value of ordinary shares HK\$'000	Nominal value of ordinary shares RMB'000
Issued ordinary shares				
At 1 January 2009, 31 December 2009 and 1 January 2010		2,173,645,000	21,736	19,177
Exercise of share options	(i)	2,355,000	24	20
At 31 December 2010		2,176,000,000	21,760	19,197

Note:

- (i) The subscription rights attaching to 2,025,000 and 330,000 share options granted under the Pre-IPO Scheme and the Share Option Scheme (as defined in note 28) were exercised at the subscription price of HK\$3.24 per share and HK\$4.11 per share, respectively, resulting in the issue of 2,355,000 shares of HK\$0.01 each for a total cash consideration, before expenses, of HK\$7,917,000 (equivalent to RMB6,834,000). An amount of HK\$1,759,000 (equivalent to RMB1,528,000) was transferred from the share option reserve to the share premium account upon the exercise of the share options

### Share option schemes

Details of the Company's share option schemes and the share options issued under the schemes are included in note 28 to the financial statements.

## 27. RESERVES

### (a) Group

The amounts of the Group's reserves and movements therein for the current and prior years are presented in the consolidated statement of changes in equity.

#### (i) *Capital reserve*

The capital reserve represents the excess of the nominal value of the paid-up capital of the subsidiaries acquired pursuant to the group reorganisation prior to the listing of the Company's shares over the consideration paid for acquiring these subsidiaries.

#### (ii) *Statutory surplus fund*

In accordance with the relevant regulations applicable in the PRC, subsidiaries established in the PRC are required to transfer a certain percentage of their statutory annual profits after tax (after offsetting any prior year's losses), if any, to the statutory surplus fund until the balance of the fund reaches 50% of their respective registered capital. Subject to certain restrictions as set out in the relevant PRC regulations, the statutory surplus fund may be used to offset against accumulated losses of the respective PRC subsidiaries. The amount of the transfer is subject to the approval of the board of directors of the respective PRC subsidiaries.

#### (iii) *Exchange fluctuation reserve*

The exchange fluctuation reserve comprises all foreign exchange differences arising from the translation of the financial statements of operations outside the PRC which is dealt with in accordance with the accounting policy set out in note 2.4 to the financial statements.

**(b) Company**

	Notes	Share premium account RMB'000	Share option reserve RMB'000	Exchange fluctuation reserve RMB'000	Retained profit/ (accumulated losses) RMB'000	Total RMB'000
At 1 January 2009		1,913,010	3,956	(15,604)	(13,986)	1,887,376
Profit for the year		–	–	–	54,199	54,199
Other comprehensive income						
Exchange realignment		–	–	(1,881)	–	(1,881)
<hr/>						
Total comprehensive income for the year		–	–	(1,881)	54,199	52,318
Equity-settled share option transactions	28(a), (b)	–	8,042	–	–	8,042
2008 final dividend declared and paid	12	(153,286)	–	–	–	(153,286)
2008 special dividend declared and paid	12	(95,803)	–	–	–	(95,803)
2009 interim dividend declared and paid	12	(134,094)	–	–	–	(134,094)
<hr/>						
At 31 December 2009 and 1 January 2010		1,529,827	11,998	(17,485)	40,213	1,564,553
Loss for the year		–	–	–	(3,523)	(3,523)
Other comprehensive income						
Exchange realignment		–	–	(36,951)	–	(36,951)
<hr/>						
Total comprehensive income for the year		–	–	(36,951)	(3,523)	(40,474)
Equity-settled share option transactions	28(a), (b)	–	10,153	–	–	10,153
2009 final dividend declared and paid	12	(189,890)	–	–	–	(189,890)
2009 special dividend declared and paid	12	(94,945)	–	–	–	(94,945)
2010 interim dividend declared and paid	12	(186,638)	–	–	–	(186,638)
Exercise of share options		8,342	(1,528)	–	–	6,814
<hr/>						
At 31 December 2010		1,066,696	20,623	(54,436)	36,690	1,069,573

Under the Companies Law of the Cayman Islands, the share premium account of the Company may be applied for payment of distributions or dividends to shareholders provided that immediately following the date on which the distribution or dividend is proposed to be paid, the Company is able to pay its debts as they fall due in the ordinary course of business.

The share option reserve comprises the fair value of share options granted which are yet to be exercised, as further explained in the accounting policy for share-based payment transactions in note 2.4 to the financial statements. The amount will either be transferred to the share premium account when the related options are exercised, or be transferred to retained profits should the related options expire or be forfeited.



## 28. SHARE OPTION SCHEMES

### (a) Pre-IPO share option scheme

The Company has adopted a pre-IPO share option scheme on 7 May 2008 (the "Pre-IPO Scheme") for the purpose of giving the Group's employees an opportunity to have a personal stake in the Company and help motivate the Group's employees to optimise their performance and efficiency, and also to retain the Group's employees whose contributions are important to the long-term growth and profitability of the Group.

The principal terms of the Pre-IPO Scheme, approved by written resolutions of the Company's shareholders and the Carlyle Investment Funds passed on 7 May 2008, are as follows:

- (a) the subscription price per share under the Pre-IPO Scheme shall be at a 20% discount to the offer price of the Company's shares in the IPO;
- (b) the total number of shares which may be issued upon the exercise of all options granted under the Pre-IPO Scheme is 19,000,000;
- (c) all options granted under the Pre-IPO Scheme can only be exercised in the following manner:

Exercise period	Maximum percentage of options exercisable
Anytime after the first anniversary of the Listing Date	30% of the total number of options granted
Anytime after the second anniversary of the Listing Date	30% of the total number of options granted
Anytime after the third anniversary of the Listing Date	40% of the total number of options granted

- (d) each option granted under the Pre-IPO Scheme has a 10-year exercise period.
- (e) share options issued under the Pre-IPO Scheme do not confer rights on the holders to dividends or to vote at shareholders' meetings.

On 7 May 2008, an aggregate of 19,000,000 share options (the "Pre-IPO Share Options") under the Pre-IPO Scheme were issued to certain employees and Directors of the Group. The exercise prices and exercise periods of the Pre-IPO Share Options outstanding at 31 December 2010 were as follows:

Number of options	Exercise price per share	Exercise period
4,380,000	HK\$3.24*	3 June 2009 to 2 June 2018
4,995,000	HK\$3.24*	3 June 2010 to 2 June 2018
7,600,000	HK\$3.24*	3 June 2011 to 2 June 2018
<hr/>		
16,975,000		
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- \* The exercise price of the Pre-IPO Share Options equals to a 20% discount to the offer price of HK\$4.05 of the Company's ordinary shares in the IPO.

The fair value of the Pre-IPO Share Options granted during the year ended 31 December 2008 was estimated at RMB10,815,000, of which the Company recognised a share option expense of RMB2,035,000 (2009: RMB5,764,000) during the year.

At the end of the reporting period and up to the date of approval of these financial statements, the Company had outstanding Pre-IPO Share Options for the subscription of 16,975,000 shares under the Pre-IPO Scheme, which represented approximately 0.8% of the issued share capital of the Company as at that date. The exercise in full of the outstanding Pre-IPO Share Options would, under the present capital structure of the Company, result in the issue of 16,975,000 additional ordinary shares of the Company and additional share capital of HK\$169,750 (equivalent to RMB145,000) and share premium account of HK\$54,829,000 (equivalent to RMB46,850,000), before related issuance expenses.

**(b) Share option scheme**

The Company has also adopted a share option scheme (the "Share Option Scheme") pursuant to the shareholders' written resolution passed on 7 May 2008. The purposes of the Share Option Scheme are to motivate the eligible persons to optimise their future contributions to the Group and/or to reward them for their past contribution; to attract and retain or otherwise maintain ongoing relationships with such eligible persons who are significant to the and/or whose contributions are or will be beneficial to the performance, growth or success of the Group; and to attract and retain individuals with experience and ability.

Eligible persons include the Group's directors, proposed directors, employees, direct or indirect shareholders, suppliers, customers, consultants, business or joint venture partners, franchisees, contractors, any person or entity that provides design, research, development or other supporting services to the Group; and any associate of the aforementioned eligible persons.

The maximum number of shares that may be granted under the Share Option Scheme and other share option schemes shall not exceed 30% of the number of issued shares of the Company from time to time. No option may be granted to any person such that the total number of shares of the Company issued and to be issued upon exercise of all options granted and to be granted to each participant in any 12-month period up to the date of the latest grant exceeds 1% of the number of shares of the Company in issue.

An option under the Share Option Scheme may be exercised in accordance with the terms of the Share Option Scheme at any time during a period as determined by the board of directors of the Company, which must not be more than 10 years from the date of the grant.

The offer of a grant of share options may be accepted with 30 days from the date of offer, upon payment of a nominal consideration of HK\$1 in total by the grantee. The exercise period of the share options granted is determinable by the directors or up to the expiry date of the Share Option Scheme, if earlier.

The exercise price of the share options is determinable by the directors in their absolute discretion, but in any event shall not be less than the highest of (1) the nominal value of the Company's ordinary share; (2) the closing price of the Company's shares as stated in the Stock Exchange daily quotation sheet issued on the date of grant of the share options; and (3) the average closing price of the Company's shares stated in the Stock Exchange daily quotation sheets for the five business days immediately preceding the date of grant of share options.

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

The following share options were outstanding under the Share Option Scheme during the year:

	2010		2009	
	Weighted average exercise price HK\$ per share	Number of options '000	Weighted average exercise price HK\$ per share	Number of options '000
At 1 January	4.11	10,000	–	–
Granted during the year	5.01	500	4.11	10,000
Granted during the year	6.13	600	–	–
Granted during the year	6.00	10,000	–	–
Exercised during the year	4.11	(330)	–	–
At 31 December	5.10	20,770	4.11	10,000

The weighted average share price at the date of exercise for share options exercised during the year was HK\$5.97 per share.

On 28 January 2010, 30 March 2010 and 28 May 2010 ("Dates of Grant"), an aggregate of 11,100,000 share options (the "Share Options") under the Share Option Scheme were granted to certain employees and Directors of the Group. The exercise prices and exercise periods of the Share Options outstanding at 31 December 2010 and 2009 were as follows:

2010			
Number of options	Exercise price per share	Exercise period	
2,670,000	HK\$4.11	29 July 2010 to 28 July 2019	
3,000,000	HK\$4.11	29 July 2011 to 28 July 2019	
4,000,000	HK\$4.11	29 July 2012 to 28 July 2019	
150,000	HK\$5.01	28 January 2011 to 27 January 2020	
150,000	HK\$5.01	28 January 2012 to 27 January 2020	
200,000	HK\$5.01	28 January 2013 to 27 January 2020	
180,000	HK\$6.13	30 March 2011 to 29 March 2020	
180,000	HK\$6.13	30 March 2012 to 29 March 2020	
240,000	HK\$6.13	30 March 2013 to 29 March 2020	
3,000,000	HK\$6.00	28 May 2012 to 27 May 2020	
7,000,000	HK\$6.00	28 May 2013 to 27 May 2020	
20,770,000			

2009			
<b>Number of options</b>	<b>Exercise price per share</b>	<b>Exercise period</b>	
3,000,000	HK\$4.11	29 July 2010 to 28 July 2019	
3,000,000	HK\$4.11	29 July 2011 to 28 July 2019	
4,000,000	HK\$4.11	29 July 2012 to 28 July 2019	
<hr/>			
10,000,000			
<hr/>			

The fair value of the Share Options granted during the year was estimated at RMB17,970,000, of which the Company recognised a share option expense of RMB3,920,000 during the year ended 31 December 2010.

The fair value of the Share Options granted during the year was estimated as at the date of grant by Roma Appraisals Limited, an independent firm of professionally qualified valuers, using the Trinomial Option Pricing Model, taking into account the terms and conditions upon which the options were granted. The following table lists the inputs to the model used:

	2010	2009
Exercise price (HK\$ per share)	5.01– 6.13	4.11
Expected dividend yield (%)	3.593 to 4.495	4.879
Expected volatility (%)	49.954 to 61.388	54.122 to 65.679
Risk-free interest rate (%)	0.241 to 1.285	0.100 to 0.954
Expected life of share options (years)	1 to 3	1 to 3
Weighted average share price at grant date (HK\$ per share)	5.85	4.12

The expected life of the Share Options is not necessarily indicative of the exercise patterns that may occur. The expected volatility may not necessarily reflect the actual outcome.

No other feature of the options granted was incorporated into the measurement of fair value.

At the end of the reporting period, the Company had outstanding Share Options for the subscription of 20,770,000 shares under the Share Option Scheme, which represented approximately 0.9% of the issued share capital of the Company as at that date. The exercise in full of the outstanding Share Options would, under the present capital structure of the Company, result in the issue of 20,770,000 additional ordinary shares of the Company and additional share capital of HK\$207,700 (equivalent to RMB177,500) and share premium account of HK\$105,719,000 (equivalent to RMB90,337,000), before related issuance expenses.

Subsequent to year end, on 14 January 2011, a total of 60,000,000 share options were granted to certain employees and Directors of the Group under the Share Option Scheme.

At the date of approval of these financial statements, the Company had outstanding Share Options for the subscription of 80,770,000 shares under the Share Option Scheme, which represented approximately 3.7% of the issued share capital of the Company as at that date.

## 29. CONTINGENT LIABILITIES

At the end of the reporting period, the Group had no significant contingent liabilities (2009: Nil).

At 31 December 2010, the banking facilities granted to a subsidiary subject to corporate guarantee given to a bank by the Company were not utilised (2009: RMB471,000).

## 30. OPERATING LEASE ARRANGEMENTS

The Group and the Company leases certain of its production facilities, office premises and retail shops under operating lease arrangements. Leases for these properties are negotiated for terms ranging from two to five years.

At the end of the reporting period, the Group and the Company had total future minimum lease payments under non-cancellable operating leases falling due as follows:

	Group		Company	
	2010 RMB'000	2009 RMB'000	2010 RMB'000	2009 RMB'000
Within one year	7,195	6,933	1,190	1,206
In the second to fifth years, inclusive	15,202	12,044	3,797	–
	22,397	18,977	4,987	1,206

## 31. COMMITMENTS

- (a) In addition to the operating lease commitments detailed in note 30 above, the Group had the following commitments at the end of the reporting period:

	2010 RMB'000	2009 RMB'000
Contracted for commitments in respect of its wholly-foreign-owned subsidiaries in the PRC	–	651,470
Contracted for commitments in respect of:		
– construction of new buildings	2,117	2,692
– advertising and promotional expenses	170,231	59,973
	172,348	62,665
	172,348	714,135

- (b) For the period from 1 January 2010 to 31 December 2012, the Group is obliged to pay a minimum guaranteed royalty to a licensor, however, such amount will be adjusted based on the actual sales amount of the relevant product for these years.

At 31 December 2010, the Company did not have any significant commitment (2009: Nil).

## 32. RELATED PARTY TRANSACTIONS

The Group had the following material transactions with related parties:

- (a) Compensation of key management personnel of the Group, including directors' remuneration as detailed in note 8 to the financial statements:

	2010 RMB'000	2009 RMB'000
Short term employee benefits	3,995	2,896
Equity-settled share option expense	1,560	455
Post-employment benefits	112	48
Total compensation paid to key management personnel	5,667	3,399

## 33. FINANCIAL INSTRUMENTS BY CATEGORY

The carrying amounts of each of the categories of financial instruments as at the end of the reporting period are as follows:

### Group

#### Financial assets

##### Loans and receivables

	2010 RMB'000	2009 RMB'000
Trade and bills receivables	727,056	522,755
Other receivables (note 21)	6,000	3,841
Cash and cash equivalents	2,443,702	2,497,635
	3,176,758	3,024,231

#### Financial liabilities

##### Financial liabilities at amortised cost

	2010 RMB'000	2009 RMB'000
Trade and bills payables	639,141	439,398
Other payables (note 24)	17,049	41,720
	656,190	481,118

**Company***Financial assets*

## Loans and receivables

	2010 RMB'000	2009 RMB'000
Due from a subsidiary	96,296	96,296
Other receivables (note 21)	–	1
Cash and cash equivalents	63,191	243,248
	159,487	339,545

At the end of the reporting period, the Company did not have any financial liabilities.

**34. FAIR VALUE**

Cash and bank balances, trade and bills receivables, trade and bills payables, financial assets included in prepayments, deposits and other receivables, financial liabilities included in other payables and accruals and amounts due from subsidiaries approximate to their carrying amounts largely due to the short term maturities of these instruments.

**35. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES**

The Group's principal financial instruments, comprise 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 financial assets and liabilities such as trade and bills receivables and trade and bills payables, which arise directly from its operations.

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

**Foreign currency risk**

The Group mainly operates in Mainland China with most of the transactions settled in RMB. Most of the Group's financial instruments such as trade and bills receivables, cash and bank balances are denominated in the same currency or a currency that is pegged to the functional currency of the operations to which transactions relate. The Group has not used any forward contract or currency borrowing to hedge its exposure as foreign currency risk is considered minimal.

**Credit risk**

The Group trades only with recognised and creditworthy customers. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis and the Group's exposure to bad debts is not significant.

Since the Group trades only with recognised and creditworthy third parties, there is no requirement for collateral.

The credit risk of the Group's other financial assets, which comprise cash and bank balances and other receivables, arise from default of counterparty with a maximum exposure equal to the carrying amounts of these instruments.

**Interest rate risk**

The Group does not have any significant exposure to risk of changes in market interest rate as the Group's debt obligations were all with fixed interest rates.

**Liquidity risk**

The Group monitors its risk to a shortage of funds by considering the maturity of both its financial assets and projected cash flows from operations. The Group's objective is to maintain a balance between continuity of funding and flexibility through use of bank borrowings and other borrowings to meet its working capital requirements.

The table below summarises the maturity profile of the Group's financial liabilities as at the end of the reporting period, based on the contractual undiscounted payments, was as follows:

*Group*

On demand and within 1 year

	2010 RMB'000	2009 RMB'000
Other payables	17,049	41,720
Trade and bills payables	639,141	439,398
	656,190	481,118

**Commodity price risk**

The major raw materials used in the production of the Group's products include cotton, rubber and plastics. The Group is exposed to fluctuations in the prices of these raw materials which are influenced by global as well as regional supply and demand conditions. Fluctuations in the prices of raw materials could adversely affect the Group's financial performance. The Group historically has not entered into any commodity derivative instruments to hedge the potential commodity price changes.

**Capital management**

The primary objectives of the Group's capital management are to safeguard the Group's ability to continue as a going concern and to maintain healthy capital ratio in order to support its business and maximise shareholders' value. The Group sets the amount of capital in proportion to risk. The Group manages its capital structure and makes adjustment to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes for managing capital during the years ended 31 December 2010 and 31 December 2009.



The Group monitors capital on the basis of the debt-to-capital ratio, which is calculated as the net debt divided by total equity. The debt-to-capital ratio as at the end of the reporting period was as follows:

*Group*

	2010 RMB'000	2009 RMB'000
Cash and cash equivalents	2,443,702	2,497,635
Total capital	3,352,333	2,984,080
Net cash-to-capital ratio	(0.7)	(0.8)

### 36. APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements were approved and authorised for issue by the board of directors on 21 March 2011.