Leeport

力豐（集團）有限公司

LEEPORT (HOLDINGS) LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 0387)

ANAB ACCREDITED BSI

ISO 9001:2008
CERTIFICATE NO. FS 84667

2010
ANNUAL REPORT

Contents

Corporate Information

DIRECTORS

Executive Directors
Mr LEE Sou Leung, Joseph *(Chairman)*
Ms TAN, Lisa Marie *(Deputy Chairman)*
Mr CHAN Ching Huen, Stanley

Independent Non-Executive Directors
Dr LUI Sun Wing
Mr PIKE, Mark Terence
Mr NIMMO, Walter Gilbert Mearns

COMPANY SECRETARY

Mr CHAN Ching Huen, Stanley

MEMBERS OF AUDIT COMMITTEE

Dr LUI Sun Wing
Mr PIKE, Mark Terence
Mr NIMMO, Walter Gilbert Mearns

MEMBERS OF REMUNERATION COMMITTEE

Dr LUI Sun Wing
Mr PIKE, Mark Terence
Mr NIMMO, Walter Gilbert Mearns

SOLICITORS

Stevenson, Wong & Co
Solicitors and Notaries

AUDITOR

PricewaterhouseCoopers
Certified Public Accountants

PRINCIPAL BANKERS

Standard Chartered Bank
Chong Hing Bank Limited
BNP Paribas, Hong Kong Branch
KBC Bank NV
The Bank of Tokyo – Mitsubishi UFJ, Ltd.

REGISTERED OFFICE

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

1st Floor, Block 1
Golden Dragon Industrial Centre
152-160 Tai Lin Pai Road
Kwai Chung
New Territories
Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Butterfield Fulcrum Group (Bermuda) Limited
Rosebank Centre
11 Bermudiana Road
Pembroke HM08
Bermuda

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Service Limited
26th Floor
Tesbury Centre
28 Queen's Road East
Wanchai
Hong Kong

WEBSITE

www.leeport.com.hk

Chairman's Statement

On behalf of the Board of Directors ("the Board") of Leeport (Holdings) Limited (the "Company"), I would like to present to our shareholders the audited consolidated annual results of the Company and its subsidiaries (collectively "the Group") for the year ended 31st December 2010, together with the comparative figures for the year ended 31st December 2009. The annual results have been reviewed by the Audit Committee of the Company.

FINANCIAL PERFORMANCE

Turnover

The economic situation in China in 2010 was very encouraging. The demand for manufacturing equipment and tools increased very quickly as compared with the difficult situation in 2009, which was brought about by the global financial crisis. Most of the business divisions recorded a significant increase in invoicing and contract bookings. The turnover in 2010 amounted to HK$1,075,961,000 (2009: HK$758,562,000), representing an increase of 41.8% over 2009. The gross profit in 2010 amounted to HK$182,255,000 (2009: HK$136,759,000), representing an increase of 33.3% over 2009. The gross profit margin in 2010 was 16.9%, compared with 18.0% in 2009. The reduced gross profit margin in 2010 was due to an increased provision for aged stock.

Other Gains

Service income in 2010 was HK$17,581,000, compared with HK$16,212,000 in 2009. However, commission income in 2010 was only HK$1,895,000, compared with HK$5,585,000 in 2009.

Operating Expenses

Selling and distribution costs were HK$31,251,000 in 2010, compared with HK$35,981,000 in 2009, representing a decrease of 13.1%, even though turnover increased by 41.8% in 2010. This was due to the Group's prudent approach with respect to its promotion, exhibition and marketing expenses in 2010. Logistics expenses were also managed effectively during the year. Administrative expenses amounted to HK$146,706,000 in 2010, compared with HK$155,555,000 in 2009, representing a decrease of 5.7%. This was due to the efficiency achieved from the re-structuring of the Group's operations in the second half of 2009.

The Group maintained a very good level of cash net of overdraft, amounting to HK$58,973,000 as at 31st December 2010 (2009:HK$57,600,000). The finance costs in 2010 were HK$3,227,000, compared with HK$5,320,000 in 2009. The reduction in finance costs was due to lower in average bank borrowings in 2010. The gearing ratio, calculated as total borrowings less cash and cash equivalents divided by total equity, was 18.9% as at 31st December 2010, compared with 43.8% as at 31st December 2009. The low gearing ratio was due to the Group's strong cash position.

PROFIT ATTRIBUTABLE TO OWNERS OF THE COMPANY AND EARNINGS PER SHARE

The profit attributable to owners of the Company was HK$25,199,000 in 2010, compared with a loss of HK$34,348,000 in 2009. The earnings per share were HK11.70 cents in 2010, compared with a loss of HK15.94 cents in 2009.

DIVIDENDS

An interim dividend of HK3.0 cents per ordinary share was paid to the shareholders of the Company on 8th September 2010.

The Directors recommended a final dividend of HK4.5 cents per ordinary share, totalling HK$9,695,000 (2009: HK Nil cents per ordinary share). This recommendation is subject to the approval of shareholders at the forthcoming Annual General Meeting, to be held on 26th May 2011. Upon the approval of shareholders, the final dividend warrant will be payable on or before 2nd June 2011 to shareholders of the Company whose names appear on the register of members on 26th May 2011. This proposed final dividend, together with the interim dividend paid by the Company, will make a total dividend of HK7.5 cents per ordinary share for the year ended 31st December 2010 (2009: HK Nil cents per ordinary share).

BUSINESS REVIEW

The economic performance for China in 2010 was outstanding, even though most Western countries were still struggling to recover economically. The GDP growth rate was 10.3% for China in 2010. The industrial production value grew by 12.1% in 2010, compared with the growth rate of 8.3% in 2009. The export value grew significantly, at the rate of 31.3% in 2010, and it fell by 16.0% in 2009. The whole world envied China's tremendous economic achievements in 2010.

In 2010, China's consumption was also an important driver for its economic growth. Many manufacturing industries related to the Group's business showed significant growth over the course of the year. Transportation equipment recorded a 31.7% growth rate; electric machinery recorded a 40.4% growth rate, and computer and electronics equipment recorded a 48.2% growth rate. Automobile production grew by 34.8%, and telecommunication equipment grew by 21.8%. The significant growth of these industries contributed directly to the increase in the Group's business in 2010, compared with 2009.

China's dominance in machine tool consumption and production continued throughout 2010. By value, four out of every ten machine tools produced in the world last year were installed in China. The value of total consumption for China in 2010 was USD27.3 billion, an increase of 38% over 2009. The import value of machine tools for China in 2010 was USD9.1 billion, a 54% increase over 2009.

The Group recorded a contract booking amount exceeding HK$1.4 billion in 2010, compared with HK$0.8 billion in 2009. The high volume of contract bookings in 2010 was encouraging, and the market sentiment was very positive. Customers were willing to invest in machinery and equipment after hesitating in 2009. With some of the Group's products, there were actually problems with long delivery lead times because of the rapid recovery in demand during the year, as the production capacity of many of our suppliers was not able to adjust quickly enough to handle the sudden recovery in orders.

Business in South East Asia also improved, leading to a profit in 2010 compared with a loss in 2009.

The Group's operating expenses were well controlled despite the significant increase in business in 2010, and the lower operating expenses also contributed to the improvement in the Group's bottom line.

FUTURE PLANS AND PROSPECTS

China's 12th five-year economic plan has already set the strategic direction for the whole country for the five years starting from 2011. The targeted average GDP annual growth rate between 2011 and 2015 is 7%, and the Government aims for a 7% annual increase in the average disposable income per person. These targets show that the country has the confidence to continue its economic growth after overtaking Japan as the second-largest economy in the world.

The Government's promulgated strategies, such as an increase in workers' income, will directly increase the size of the country's consumer market. Industries related to electronic products, home appliances, automobiles and housing will also benefit. On the other hand, the higher labour costs will stimulate manufacturers to install more automation processes in order to reduce or replace their labour force. The strategy of developing new industries involving information technology, environmental protection, new energy, high-technology equipment, new energy automobiles etc. will ensure increased demand for high-end manufacturing equipment and tools. The overall market for manufacturing equipment and tools is therefore likely to continue to grow quickly.

In order to grasp the opportunities offered by this fast-growing market for manufacturing equipment and tools in China, the Group has devised several development strategies for its business over the next few years. A substantial recruitment of new sales and service people is to take place shortly, and training for sales and service staff will be enhanced, in co-operation with our suppliers.

As a consequence of the Government's policies, economic development showed an even distribution in the country's various regions in 2010. Capital investment in Eastern China grew by 21.4%; in Central China by 26.2%; in Western China by 24.5%, and in East Northern China by 29.5%. As a result of these latest developments, the Group will actively invest in different regions of the country, especially in Northern China, in order to increase its market share.

The Group has decided to further enhance its collaboration with Mitutoyo Corporation, one of the leading measuring instrument manufacturers in the world. Mitutotyo Corporation will take up an additional shareholding in Leeport Metrology Corporation, which has been a joint-venture between Leeport and Mitutoyo since 2003. Leeport and Mitutoyo will collectively intensify their investment in the China market with a set of comprehensive strategies and development plans. Furthermore, the Group is also seeking collaboration with other suppliers in order to expand the market share of its various products in China, in line with its long-term strategies.

The effective expansion of the organisation, and the enhancement of the team's management capabilities, are crucial for the advancement of the Group. Since the labour market in China has changed and the supply of labour there has tightened, it is a challenge for the Group to expand rapidly. The Group must find ways to handle its rising labour costs in China, which have now reached double-digit growth every year.

The Group's order bookings since the beginning of 2011 have been promising, as China's economy continues to be strong. The domestic consumption market in China is also booming. As the global economic situation, especially in the developed countries, improves, China's export business is likely to increase further. The Group needs to manage the long delivery lead times of some of its suppliers in order to meet its growth targets this year. Moreover, in light of the earthquake and tsunami that happened in Japan in March 2011, the Company is checking with the Japanese suppliers about the impact on their production and delivery. It is too early to form a conclusion if the disaster will have significant impact on the business of the Group in 2011. We will continue to monitor the situation closely. The management team looks forward to a successful year.

On behalf of the Board, I would like to express my appreciation to all our shareholders, customers, suppliers, bankers, business associates and staff in the past year, and I thank them all for their support and their contributions to the company's successful business results in 2010.

Lee Sou Leung, Joseph
Chairman

Hong Kong, 23rd March 2011

LIQUIDITY AND FINANCIAL RESOURCES

The balance of cash net of overdraft of the Group as at 31st December 2010 was HK$58,973,000 (2009: HK$57,600,000). The Group has maintained a good level of cash position. The Group's inventory balance as at 31st December 2010 was HK$159,487,000 (2009: HK$181,803,000). The days of inventory was 70 which was reasonable with reference to the increase of the business in 2010. The trade receivables and bills receivables balance was HK$254,776,000 as at 31st December 2010 (2009: HK$140,470,000). The days of sales was 67 which was also a reasonable level. The trade payables and bills payables balance was HK$175,078,000 as at 31st December 2010 (2009: HK$103,892,000). As the cash position was strong, the Group continued to minimize the short-term borrowings in order to reduce the finance costs. The balance of short-term borrowings was HK$121,291,000 as at 31st December 2010 (2009: HK$175,045,000).

The Group's net gearing ratio was approximately 18.9% as at 31st December 2010 (2009: 43.8%). The gearing ratio is calculated as net debt divided by total equity. Net debt is calculated as total borrowings less cash and cash equivalents.

The Group generally finances its operations with internally generated resources and banking facilities provided by banks. As at 31st December 2010, the Group had aggregate banking facilities of approximately HK$802,730,000 of which approximately HK$264,439,000 was utilised, bearing interest at prevailing market rates and secured by certain leasehold land, buildings and leasehold land classified as finance lease and restricted bank deposits of the Group in Hong Kong and Singapore, with an aggregate carrying amount of HK$186,447,000 (31st December 2009: HK$179,802,000). The Directors are confident that the Group is able to meet its operational and capital expenditure and requirements.

CAPITAL EXPENDITURE AND CONTINGENT LIABILITIES

In 2010, the Group spent a total of HK$969,000 (2009: HK$3,548,000) in capital expenditure, which primarily consisted of property, plant and equipment. As at 31st December 2010, the Group had no material capital commitments and HK$41,507,000 (2009: HK$24,425,000) contingent liabilities in respect of letters of guarantee was given to customers.

EXPOSURE OF FLUCTUATIONS IN EXCHANGE RATES AND RELATED HEDGES

A substantial portion of the Group's sales and purchases were denominated in foreign currencies, which are subject to exchange rate risks. The Group will use the foreign exchange received from its customers to settle payment to overseas suppliers. In the event that any material payment cannot be fully matched, the Group will enter into foreign currency forward contracts with its bankers to minimize the Group's exposure to foreign exchange rate risks.

As at 31st December 2010, the Group has outstanding gross-settled foreign currency forward contracts to buy EUR539,000 for HKD5,523,000, buy JPY267,200,000 for HKD25,085,000 and buy SGD500,000 for HKD2,961,000 (2009: Buy EUR1,042,000 for HKD11,564,000 and buy JPY300,000,000 for HKD25,497,000).

DETAILS OF THE CHARGES ON THE GROUP'S ASSETS

As at 31st December 2010, certain leasehold land, buildings and leasehold land classified as finance lease and bank deposits in Hong Kong and Singapore with an aggregate carrying value of approximately HK$186,447,000 (2009: HK$179,802,000) were pledged to secure the banking facilities of the Group by way of a fixed charge.

EMPLOYEES

As at 31st December 2010, the Group had 502 employees (2009: 502). Of these, 146 were based in Hong Kong, 328 were based in mainland China, and 28 were based in other offices around Asia. Competitive remuneration packages were structured to be commensurate with our employees' individual job duties, qualifications, performance and years of experience. In addition to basic salaries, MPF contributions and ORSO contributions, the Group offered staff benefits including medical schemes, educational subsidies, discretionary performance bonuses.

A share option scheme was adopted by the Company on 17th June 2003 for a period of 10 years for employees and other eligible participants so as to provide incentives and rewards for their continued contributions to the Group.

Biographical Details of Directors and Senior Management

EXECUTIVE DIRECTORS

Mr Lee Sou Leung, Joseph, aged 67, the founder and the managing director of the Group, and the chairman of the Board, is responsible for the strategic planning, business development and overall management of the Group. Mr Lee has over 40 years of experience in the distribution of machine tools, advanced equipment and industrial products. Mr Lee graduated from Wah Yan College, Hong Kong and Hong Kong Technical College (Certificate in Production Engineering), which was subsequently renamed as the Hong Kong Polytechnic University.

Ms Tan, Lisa Marie, aged 49, is responsible for human resources, administration, strategic planning and formulation of internal policies of the Group. Prior to joining the Group in June 1995, Ms Tan was a product manager in the retail banking division of an international bank in Hong Kong. Ms Tan graduated from California State Polytechnic University Pomona, USA with a Bachelor of Science Degree in Business Administration. Ms Tan is the wife of Mr Lee Sou Leung, Joseph.

Mr Chan Ching Huen, Stanley, aged 53, also the company secretary and the chief financial officer of the Group, is responsible for overseeing the Group's financial planning and control, and information management. Prior to joining the Group in October 2000, Mr Chan held various managerial positions in the finance departments of several US based multi-national corporations in Hong Kong. Mr Chan has many years of experience in auditing, financial and accounting management. Mr Chan is a fellow member of the Chartered Association of Certified Accountants of the United Kingdom and the Hong Kong Institute of Certified Public Accountants, and an associate member of the Institute of Chartered Secretaries and Administrators in the United Kingdom. Mr Chan graduated from the Hong Kong Polytechnic (which was subsequently renamed as the Hong Kong Polytechnic University) with a Higher Diploma in Accountancy and he also holds a Master's degree in Business Administration from Brunel University in the United Kingdom.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Dr. Lui Sun Wing, aged 60, was appointed by the Group in May 2003. He was the branch director of the Hong Kong Productivity Council between December 1992 and June 2000. Dr. Lui then was appointed as the Vice President of the Hong Kong Polytechnic University between July 2000 and June 2010. Dr. Lui also holds position of director, committee member, or advisor for various industrial and business associations. Dr. Lui has very broad experience in the industrial field. Currently, he is the independent non-executive director of Eva Precision Industrial Holdings Limited, Shanghai Electric Group Company Limited and non-executive director of Eco-Tek Holdings Limited, all listed companies in The Stock Exchange of Hong Kong Limited.

Mr Pike, Mark Terence, aged 54, is an associate member of the Institute of Chartered Accountants of Australia and the Hong Kong Institute of Certified Public Accountants and holds a Bachelor's Degree in Economics from the University of Sydney and a Postgraduate Certificate in Education from the University of Hong Kong. Mr Pike has worked in Hong Kong in the commercial and educational fields for many years. He is currently the consultant with the Valle Grande Rural Institute in Peru, South America. Mr Pike was appointed by the Group in May 2003.

Mr Nimmo, Walter Gilbert Mearns, aged 64, was an executive director of China Northern Enterprises Investment Fund Ltd, securities of which are listed on The Stock Exchange of Hong Kong Limited, during the period from 10th September 2003 to 2nd December 2004. Mr Nimmo has more than 35 years of professional experience in the areas of financial management, fund management and investment. He has obtained a degree in Economics in Cambridge University, UK and is a member of the Institute of Chartered Accountants of Scotland.

SENIOR MANAGEMENT

Mr Leung Wai Lun, Alan, aged 51, Operations Director of the Group, is responsible for the enhancement of service operations and general support for the business development. Prior to joining the Group in December 2006, Mr. Leung had been Deputy Managing Director of a large technical service company, and has more than 20 years of solid experience in managing service operations including after sales service and quality assurance. Mr. Leung holds a Bachelor of Science degree in Mechanical Engineering from the University of Hong Kong, a Master degree of Business Administration from the Chinese University of Hong Kong, and membership of the Hong Kong Institution of Engineers, The Institute of Marine Engineering, Science & Technology (UK), The Institution of Engineering and Technology (UK), The Institute of Industrial Engineers (USA) and The Association of Chartered Certified Accountants (UK).

Mr Wong Man Shun, Michael, aged 46, the general manager of the metalcutting machinery division of the Group. Mr Wong holds a Bachelor of Science Degree in Engineering from the University of Hong Kong. Mr Wong joined the Group in 1986 and was promoted as director of Leeport Precision Machine Tool Company Limited on 1st January 2004.

Mr Ng Man Lung, aged 55, is the general manager of the metrology division of the Group. Mr Ng has over 30 years of experience in marketing measuring instruments. Mr Ng joined the Group in February 1975 and was promoted as director of Leeport Metrology (Hong Kong) Limited on 1st January 2004.

Mr Sa Wai Keung, aged 49, the general manager of metalforming division of the Group. Mr Sa has many years of experience in sales and marketing in respect of the sheet-metal machinery trading industry. He holds a Higher Diploma in Mechanical Engineering from the Hong Kong Polytechnic (now known as the Hong Kong Polytechnic University). Mr Sa joined the Group in 1988.

Mr Chan Lai Ming, aged 52, the general manager of Leeport Technology Limited. He has extensive experience in marketing CAD/CAM software, rapid prototyping equipment and metrology equipment. Mr Chan is an associate member of the Hong Kong Rapid Prototyping & Manufacturing Society. Mr Chan holds a Diploma and a Higher Certificate of Production and Industrial Engineering from the Hong Kong Polytechnic (now known as the Hong Kong Polytechnic University) and a Master's Degree in Commerce from the University of Strathclyde in the United Kingdom. Mr Chan joined the Group in July 1979.

Mr Lam Chung Keung, aged 50, the general manager of Leeport Electronics Limited. Mr Lam holds a Degree of Master of Science in Engineering from the University of Hong Kong. Prior to joining the Group in 2001, he was the regional manager, responsible for the PRC market, for a supplier of factory automation headquartered in the US. He has many years of experience in the electronics industry.

Mr Lee Huat Eng, aged 54, the general manager of Leeport (Singapore) Pte. Ltd. and Leeport (Malaysia) Sdn. Bhd., is responsible for the marketing, management and business development in both Singapore and Malaysia. He holds a Bachelor's Degree in Commerce from Murdoch University, Western Australia and he is also an associate of the Australian Society of Certified Practising Accountants. Mr Lee joined the Group in August 1992.

Mr Chan Wo Yum, aged 58, the general manager of Leeport Tools Limited. Mr Chan has many years of experience in sales and marketing of cutting tools. He holds a Bachelor's Degree in Commerce from Curtin University of Technology in Australia. He joined the Group in 1977.

Mr Lau Yiu Man, Simon, aged 50, the general manager of professional tools division of the Group. Mr. Lau graduated from The Chinese University of Hong Kong and holds a Bachelor of Science degree followed by a Master of Business Administration degree from Hong Kong Polytechnic University. He has many years of sales and marketing experience substantially in industrial consumables of global brands along with consumer products. He joined the Group in February 2005.

Report of the Directors

The Directors submit their report together with the audited financial statements for the year ended 31st December 2010.

PRINCIPAL ACTIVITIES AND GEOGRAPHICAL ANALYSIS OF OPERATIONS

The principal activity of the Company is investment holding. The activities of the subsidiaries are set out in Note 8 to the consolidated financial statements.

An analysis of the Group's performance for the year by geographical segments is set out in Note 5 to the consolidated financial statements.

RESULTS AND APPROPRIATIONS

The results of the Group for the year ended 31st December 2010 are set out in the consolidated income statement on page 31.

The details of dividends paid and declared during the year are set out in Note 28 to the consolidated financial statements.

The Directors recommend the payment of a final dividend of HK4.5 cents (2009: HK Nil cents) per ordinary share, totalling HK$9,695,000 (2009: HK$Nil).

RESERVES

Movements in reserves of the Group and of the Company during the year are set out in Note 15 to the consolidated financial statements.

DONATIONS

No charitable and other donations were made by the Group during the year (2009: HK$Nil).

PROPERTY, PLANT AND EQUIPMENT

Details of the movements in property, plant and equipment of the Group are set out in Note 7 to the consolidated financial statements.

LEASEHOLD LAND

Details of the movements in leasehold land of the Group are set out in Note 6 to the consolidated financial statements.

SHARE CAPITAL

Details of the movements in share capital of the Company are set out in Note 14 to the consolidated financial statements.

DISTRIBUTABLE RESERVES

Distributable reserves of the Company at 31st December 2010, calculated under the Companies Act 1981 of Bermuda (as amended), amounted to HK$115,008,000 (2009: HK$101,196,000).

PRE-EMPTIVE RIGHTS

There is no provision for pre-emptive rights under the Company's Bye-laws and there was no restriction against such rights under the laws of Bermuda, which would oblige the Company to offer new shares on a pro-rata basis to existing shareholders.

FIVE YEAR FINANCIAL SUMMARY

A summary of the results and of the assets and liabilities of the Group for the last five financial years is set out on page 105.

PURCHASE, SALE OR REDEMPTION OF SECURITIES

The Company has not redeemed its shares during the year. Neither the Company nor any of its subsidiaries has purchased or sold any of the Company's shares during the year.

BORROWINGS

Details of the Group's borrowings, including secured bank loans, trust receipt loans and overdrafts as at 31st December 2010 are set out in Note 17 of the consolidated financial statements.

SHARE OPTIONS

Pursuant to the written resolutions passed by the shareholders of the Company on 17th June 2003, the Company had adopted a share option scheme (the "Scheme") for the principal purpose of providing incentives and rewards to eligible participants who contribute to the growth and success of the Group. Under the Scheme, the directors of the Company may, at their absolute discretion, invite (i) any employees (whether full time or part time) of any member of the Group or any entity ("Invested Entity") in which the Group holds an equity interest, including any executive director; (ii) any non-executive director (including independent non-executive director) of any member of the Group or any Invested Entity; (iii) any consultant, adviser or agent engaged by any member of the Group or Invested Entity, who, under the terms of relevant engagement with the Group or the relevant Invested Entity, is eligible to participate in a share option scheme of the Company; and (iv) any vendor, supplier of goods or services or customer of or to any member of the Group or Invested Entity who, under the terms of relevant agreement with the Group or the relevant Invested Entity, is eligible to participate in a share option scheme of the Company. The Scheme became effective upon the listing of the Company's shares on the Stock Exchange of Hong Kong Limited (the "Stock Exchange") on 10th July 2003 (the "Listing Date") and, unless otherwise cancelled or amended, will remain in force for 10 years from the date of its adoption on 17th June 2003. There is no change to the terms of the Scheme since adoption.

The total number of shares of the Company issuable upon exercise of all options granted and may be granted under the Scheme and any other share option scheme of the Group is 8,140,000, representing 3.78% of the issued shares of the Company as at the date of this annual report, and such limit is subject to renewal with shareholders' approval. The maximum number of shares issuable upon exercise of the options granted to each eligible participant under the Scheme and any other share option scheme of the Group in any twelve-month period shall not exceed 1% of the issued share capital of the Company for the time being. Any further grant of share options in excess of this limit is subject to shareholders' approval.

Share options granted to a director, chief executive or substantial shareholder of the Company, or to any of their respective associates, shall require the approval of the independent non-executive directors. In addition, any share options granted to a substantial shareholder or an independent non-executive director, or to any of their respective associates, in excess of 0.1% of the shares of the Company in issue for the time being and with an aggregate value (based on the closing price of the Company's shares as at the date of the grant) in excess of HK$5 million, within any twelve-month period, are subject to shareholders' approval in advance in a general meeting.

As an overall limit, the maximum number of shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Scheme and any other share option scheme of the Company shall not, in aggregate, exceed 30% of the Company's shares in issue from time to time.

The offer of a grant of share options may be accepted within 28 days from the date of the offer, upon payment of a nominal consideration of HK$1 by the proposed grantee. The exercise period of the share options granted is determined by the directors, which shall not end on a date more than 10 years from the date on which the share option is granted or deemed to be granted in accordance with the Scheme. Unless otherwise determined by the directors, the Scheme does not require a minimum period for which the share options must be held or a performance target which must be achieved before the share options can be exercised.

The exercise price of the share options is determined by the directors of the Company, and shall not be less than the highest of (i) the closing price of the Company's shares as stated in the Stock Exchange's daily quotations sheet on the date of the offer; (ii) the average closing price of the Company's shares as stated in the Stock Exchange's daily quotations sheets for the 5 trading days immediately preceding the date of the offer; and (iii) the nominal value of the Company's shares.

Movement of share options during the year is set out in Note 14 of the consolidated financial statements.

DIRECTORS

The directors during the year were:

Executive directors

Mr LEE Sou Leung, Joseph *(Chairman)*
Ms TAN, Lisa Marie *(Deputy Chairman)*
Mr CHAN Ching Huen, Stanley

Independent non-executive directors

Mr PIKE, Mark Terence
Dr LUI Sun Wing
Mr NIMMO, Walter Gilbert Mearns

In accordance with Article 87(1) of the Company's Bye-Laws, one third of the directors (or if the number is not a multiple of three, then the number nearest to but not less than one third) will retire from office by rotation at each annual general meeting.

Mr CHAN Ching Huen, Stanley and Mr. PIKE, Mark Terence are subject to re-election at the forthcoming annual general meeting.

DIRECTORS' SERVICE CONTRACTS

Each of the executive directors has entered into a service contract with the Company for a term of three years commencing from the Listing Date, and will continue thereafter until terminated by each party thereto giving to the other party three months' prior notice in writing, or three months' basic salary in lieu of notice.

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

DIRECTORS' INTERESTS IN CONTRACTS

A director, Mr LEE Sou Leung, Joseph, has entered into lease agreements for the lease of office premises to one of the subsidiaries of the Group for the year amounted to HK$84,000. The directors are of the opinion that the transactions have been entered into in the ordinary and usual course of business of the Group, the terms are negotiated on an arm's length basis and on normal commercial terms, and are fair and reasonable in the interests of the shareholders of the Company as a whole.

Saved as disclosed herein, no contracts of significance in relation to the Group's business to which the Company, its subsidiaries or its holding company was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

Brief biographical details of directors and senior management are set out on page 9 to 11.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATION

At 31st December 2010, the interests and short positions of each director and chief executive in the shares, underlying shares and debentures of the Company and its associated corporations and their associates (within the meaning of the Securities and Futures Ordinance ("SFO")), as recorded in the register maintained by the Company under Section 352 of the SFO or as notified to the Company, were as follows:

		Number of ordinary shares of HK$0.10 each held				
Director		Personal interests	Family interests	Other interests	Total	Percentage
Mr. LEE Sou Leung, Joseph ("Mr. Lee")	Long position	7,752,000 shares	816,000 shares (Note (b))	144,529,982 shares (Note (a))	153,097,982 shares	71.06%
Ms. TAN, Lisa Marie ("Ms. Tan")	Long position	816,000 shares	7,752,000 shares (Note (c))	144,529,982 shares (Note (a))	153,097,982 shares	71.06%
Mr. CHAN Ching Huen, Stanley ("Mr. Chan")	Long position	200,000 shares	Nil	Nil	200,000 shares	0.09%
Mr. NIMMO, Walter Gilbert Mearns ("Mr. Nimmo")	Long position	Nil	402,445 shares (Note (d))	Nil	402,445 shares	0.19%

(a) The 144,529,982 shares are held by Peak Power Technology Limited in its capacity as the trustee of The Lee Family Unit Trust holding the same for the benefit of holders of units issued by The Lee Family Unit Trust. HSBC International Trustee Limited is the trustee of the LMT Trust whose discretionary objects are Ms. Tan and Mr. Lee's family members. The aforesaid shares that Mr. Lee and Ms. Tan are deemed to be interested refer to the same parcel of shares.

(b) Mr. Lee is the husband of Ms. Tan. The personal interests of Ms. Tan above are also disclosed as the family interests of Mr. Lee.

(c) The personal interests of Mr. Lee above are disclosed as the family interest of Ms. Tan.

(d) The 402,445 shares are beneficially owned by Mr. Nimmo's spouse.

(e) Information relating to the share options held by the directors is disclosed in the share options section in Note 14 to the consolidated financial statements.

SHARE OPTIONS

Other than as disclosed above, and other than those as disclosed in the share options section in Note 14 to the consolidated financial statements, at no time during the year was the Company, its subsidiaries or its holding company a party to any arrangement to enable the directors and chief executive of the Company to hold any interests or short positions in the shares or underlying shares in, or debentures of, the Company or its associated corporation.

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES OF THE COMPANY

At 31st December 2010, the register of substantial shareholders maintained under Section 336 of the SFO shows that the Company had not been notified of any substantial shareholders' interests and short positions, being 5% or more of the Company's issued share capital, other than those of the directors as disclosed above.

MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any substantial part of the business of the Company were entered into or existed during the year.

MAJOR CUSTOMERS AND SUPPLIERS

The aggregate percentage of sales for the year attributable to the Group's five largest customers is less than 30% of total sales for the year and therefore no disclosure with regard to major customers is made. The percentages of purchases for the year attributable to the Group's major suppliers are as follows:

Purchases	
– the largest supplier	24%
– five largest suppliers combined	71%

None of the directors, their associates or any shareholder (which to the knowledge of the directors owns more than 5% of the Company's share capital) had an interest in the major suppliers noted above.

CORPORATE GOVERNANCE

The Company has complied with all code provisions of the Code on Corporate Governance Practices as set out in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") throughout the financial year ended 31st December 2010 except for the following:

Code Provision A.2.1

Mr. Lee Sou Leung, Joseph is the Chairman and the Managing Director of the Company but the daily operation and management of the Company is monitored by the executive directors as well as the senior management to ensure the balance of power and authority.

Further information is set out in the Corporate Governance Report contained in this annual report.

MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Listing Rules.

Specific enquiry had been made to all the Directors and the Directors have confirmed that they have complied with the Model Code throughout the year ended 31st December 2010.

AUDIT COMMITTEE

The written terms of reference which describe the authority and duties of the Audit Committee were prepared and adopted with reference to "A Guide for The Formation of An Audit Committee" published by the Hong Kong Institute of Certified Public Accountants.

The Audit Committee provides an important link between the Board and the Company's auditors in matters coming within the scope of the Group's audit. It also reviews the effectiveness of both the external and internal audit and of internal controls and risk evaluation. The Committee comprises three independent non-executive directors, namely Mr PIKE, Mark Terence, Dr Lui Sun Wing and Mr. NIMMO, Walter Gilbert Mearns. Three meetings were held during the financial year under review.

PUBLIC FLOAT

Based on information that is publicly available to the Company and within the knowledge of the directors, the percentage of the ordinary shares in public hands exceed 25% as at 23rd March 2011.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Pursuant to rule 3.10(1) and 3.10(2) of the Listing Rules, the Company has appointed three independent non-executive directors. The Company confirms that it has received from each of the independent non-executive directors a confirmation of his independence pursuant to rule 3.13 and the Company still considers all the existing independent non-executive directors to be independent.

PENSION SCHEME ARRANGEMENTS

The Group operated a defined contribution retirement scheme, an Occupational Retirement Scheme, for qualified employees, including executive directors of the Company, in Hong Kong prior to 1st December 2000. The cost charged to the income statement represents contributions payable or paid to the funds by the Group at the rate of 5% of the salary with a ceiling of HK$1,000 per month for general staff and there is no ceiling for managerial staff. Where there are employees who leave the scheme prior to vesting fully in the contributions, the contributions payable by the Group are reduced by the amount of forfeited contributions.

With effect from 1st December 2000, a Mandatory Provident Fund scheme (the "MPF scheme") has been set up for employees in Hong Kong, in accordance with the Mandatory Provident Fund Scheme Ordinance. Commencing on 1st December 2000, the existing employees in Hong Kong may elect to join the MPF scheme, and all new employees in Hong Kong are required to join the MPF scheme. Under the rules of the MPF scheme, the employer and its employees in Hong Kong are each required to contribute 5% of their gross earnings with a ceiling of HK$1,000 per month to the MPF scheme. The only obligation of the Group with respect to the MPF Scheme is to make the required contributions under the scheme. No forfeited contribution is available to reduce the contribution payable in the future years. The MPF contributions charged to the income statement represent the contributions payable to the funds by the Group.

Employees of the Company's subsidiaries in the People's Republic of China (the "PRC") are required to participate in defined contribution retirement schemes operated by the local municipal governments. The retirement schemes for employees of the Company's overseas subsidiaries follow the local statutory requirements of the respective countries. Contributions are made to the schemes based on a certain percentage of the applicable employee payroll.

Details of the pension scheme contributions of the Group for the year ended 31st December 2010 are set out in Note 22a to the consolidated financial statements.

AUDITOR

The consolidated financial statements have been audited by PricewaterhouseCoopers who retire and, being eligible, offer themselves for re-appointment.

On behalf of the Board

LEE Sou Leung, Joseph
Chairman

Hong Kong, 23rd March 2011

Corporate Governance Report

The board of directors of the Company (the "Board") is committed to implementing effective corporate governance policies to ensure that all decisions are made in good faith and in accordance with the principles of transparency, fairness and integrity. The Board believes that good corporate governance is essential to the success of the Company and the enhancement of shareholders' value. The Company has applied the principles and complied with the requirements of the code provisions in the Code on Corporate Governance Practices (the "Code") of the Rules Governing the Listing of Securities (the "Listing Rules") on The Stock Exchange of Hong Kong Limited save and except certain deviations as more specifically described below.

DIRECTORS

Directors' Securities Transactions

The Company has adopted the code of conduct regarding directors' securities transactions as set out in the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") of the Listing Rules. Having made specific enquiry of all directors, they all have confirmed that they have complied with the required standard as set out in the Model Code throughout the year.

Board of Directors

The Board comprises:

Executive Directors	Mr. LEE Sou Leung, Joseph *(Chairman)* Ms. TAN, Lisa Marie *(Deputy Chairman)* Mr. CHAN Ching Huen, Stanley
Independent Non-executive Directors	Dr. LUI Sun Wing Mr. PIKE Mark Terence Mr. NIMMO, Walter Gilbert Mearns

Each independent non-executive director gives an annual confirmation of his independence to the Company, and the Company considers them to be independent under Rule 3.13 of the Listing Rules.

During the financial year ended 31st December 2010, 5 full Board meetings were held and the attendance of each director is set out as follows:

Name of director	Number of Board meetings attended in the financial year ended 31st December 2010	Attendance rate
Mr. LEE Sou Leung Joseph	5	100%
Ms. TAN, Lisa Marie	5	100%
Mr. CHAN Ching Huen Stanley	5	100%
Mr. PIKE, Mark Terence	5	100%
Dr. LUI Sun Wing	5	100%
Mr. NIMMO, Walter Gilbert Mearns	5	100%

The Board is responsible for these types of decision:

– formulation of operational goals for the strategic direction of the Company;
– monitoring the financial performance of the Company;
– overseeing the performance of the management;
– ensuring a prudent and effective framework of internal control is in place to enable risks to be assessed and managed;
– setting the Company's values and standards;

while the daily operations and administration are delegated to the management.

The Board held meetings from time to time whenever necessary. The company secretary assists in preparing the agenda for meetings and ensures that all relevant rules and regulations are followed. Minutes of every Board meeting are circulated to all directors for their perusal and comments prior to confirmation of the minutes at the following Board meeting.

Every Board member has full access to the advice and services of the company secretary with a view to ensuring that board procedures, and all applicable rules and regulations are followed and they are also entitled to have full access to Board papers and related materials so that they are able to make an informed decision and to discharge their duties and responsibilities.

CHAIRMAN AND CHIEF EXECUTIVE OFFICER

Mr. Lee Sou Leung, Joseph ("Mr. Lee") is the Chairman and the Managing Director of the Company. Mr. Lee has extensive experience in the industry which is beneficial and of great value to the overall development of the Company.

The Board is of the view that although the Chairman is also the Managing Director, the balance of power and authority is ensured by the operation of the Board, which comprises experienced individuals and meets from time to time to discuss issues affecting operation of the Company. The Company has no such title as the chief executive officer.

Ms. Tan Lisa Marie is the wife of Mr. Lee.

APPOINTMENT AND RE-ELECTION OF DIRECTORS

Each executive director has entered into a service contract with the Company for an initial term of three years which continues thereafter until terminated by each party thereto giving to the other party three months' prior notice in writing, or three months' basic salary in lieu of notice. All independent non-executive directors are appointed for a specific term which may be renewed as each director and the Company may agree in writing. However, they are appointed subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the provision of the Bye-laws of the Company (the "Bye-laws").

REMUNERATION OF DIRECTORS AND SENIOR MANAGEMENT

Remuneration Committee

The remuneration committee of the Company (the "Remuneration Committee") was established on 10th September 2005 comprising 3 independent non-executive directors. Dr. LUI Sun Wing is the chairman of the Remuneration Committee.

According to the terms of reference of the Remuneration Committee, its major roles and functions are as follows:

(1) To make recommendations to the Board on the Company's policy and structure for remuneration of all directors of the Company and senior management and on the establishment of a formal and transparent procedure for developing policy on such remuneration.

(2) To have the delegated responsibility to determine the specific remuneration package for all executive directors and senior management, including benefits in kind, pension rights and compensation payments, including any compensation payable for loss or termination of their office or appointment, and make recommendations to the Board of the remuneration of non-executive directors. The Committee should consider factors such as salaries paid by comparable companies, time commitment and responsibilities of the directors, employment conditions elsewhere in the Group and desirability of performance-based remunerations.

(3) To review and approve performance-based remuneration by reference to corporate goals and objectives resolved by the Board from time to time.

(4) To review and approve the compensation payable to executive directors and senior management in connection with any loss or termination of their office or appointment to ensure that such compensation is determined in accordance with relevant contractual terms and that such compensation is otherwise fair and not excessive for the Company.

(5) To review and approve compensation arrangement relating to dismissal or removal of directors for misconduct to ensure that such arrangements are determined in accordance with relevant contractual terms and that any compensation payment is otherwise reasonable and appropriate.

(6) To ensure that no director or any of his associate is involved in deciding his own remuneration.

Meeting of the Remuneration Committee shall be held at least once a year. One meeting was held in 2010 and during the meeting, the committee has reviewed the remuneration policy of the Group and the directors' remuneration in year 2009. The attendance of each member is set out as follows:

Name of director	Number of Committee meetings attended in the financial year ended 31st December 2010	Attendance rate
Mr. LEE Sou Leung Joseph	1	100%
Ms. TAN, Lisa Marie	1	100%
Dr. LUI Sun Wing *(member of the committee)*	1	100%
Mr. NIMMO, Walter Gilbert Mearns *(member of the committee)*	1	100%
Mr. PIKE, Mark Terence *(member of the committee)*	1	100%

DIRECTORS' AND AUDITOR'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors acknowledge their responsibilities for preparing the consolidated financial statements of the Group. The directors' responsibilities in the preparation of the consolidated financial statements and the auditor's responsibilities are set out in the Independent Auditor's Report.

The consolidated financial statements are prepared by the directors of the Company, which are prepared and presented to enable a balanced, clear and comprehensible assessment of the Company's performance, position and prospects. The directors are responsible for overseeing the preparation of consolidated financial statements of each financial period.

The management of the Company reports regularly to the Board on the financial position and prospects of the business of the Company to enable the Board to make an informed assessment of the financial and other performance of the Company.

INTERNAL CONTROL AND RISK MANAGEMENT

The Board is responsible for overseeing the Company's system of internal control.

To facilitate effective and efficient operations and to ensure compliance with relevant laws and regulations, the Group emphasises on the importance of a sound internal control system which is also indispensable to mitigating the Group's risk exposures. The Group's system of internal control is designed to provide reasonable, but not absolute, assurance against material misstatement or loss and to manage and eliminate risks of failure in operational systems and fulfillment of the business objectives.

The internal control system is reviewed on an ongoing basis by the Board in order to make it practical and effective in providing reasonable assurance in relation to protection of material assets and identification of business risks. The Board is satisfied that, based on information furnished to it and on its own observations, the present internal controls of the Group are satisfactory.

The Group is committed to the identification, monitoring and management of risks associated with its business activities and has implemented a practical and effective control system which includes a defined management structure with limits of authority, a sound cash management system and periodic review of the Group's performance by the Audit Committee and the Board.

The Board has conducted review of the effectiveness of the system of internal control and is of the view that the system of internal control adopted during the year ended 31st December 2010 is sound and is effective to safeguard the interests of the shareholders' investment and the Company's assets.

AUDIT COMMITTEE

The audit committee of the Company (the "Audit Committee") was established on 17th June 2003 and now comprises of three independent non-executive directors. Two members have accounting professional qualifications and/or related financial management expertise. Mr. NIMMO, Walter Gilbert Mearns is the chairman of the Audit Committee. No member of the Audit Committee is a member of the former or existing auditor of the Company.

According to the existing terms of reference of the Audit Committee, its major roles and functions are as follows:

1. Oversight of the issuer's financial reporting system and internal control procedures.

2. To monitor integrity of financial statements of an issuer and the issuer's annual report and accounts, half-year report and to review significant financial reporting judgments contained in them.

3. To review and monitor the external auditor's independence and objectivity and the effectiveness of the audit process.

4. Appointment, reappointment and removal of the external auditor.

5. To develop and implement policy on the engagement of an external auditor to supply non-audit services.

Meeting of the Audit Committee shall be held at least twice a year. 3 meetings were held in 2010. The attendance of each member is set out as follows:

Name of director	Number of Committee meetings attended in the financial year ended 31st December 2010	Attendance rate
Mr. NIMMO, Walter Gilbert Mearns	3	100%
Mr. PIKE, Mark Terence	3	100%
Dr. LUI Sun Wing	3	100%

At the meetings held during the year, in performing its duties in accordance with its terms of reference, the work performed by the Audit Committee included:

- To review and supervise the financial reporting process and internal control system of the Company and its subsidiaries.

- Review the consolidated financial statements for the relevant period with reference to the scope of the terms of reference.

- Re-appointment of external auditors.

AUDITORS' REMUNERATION

The amount of fees charged by the Group's auditor in respect of their audit and non-audit services is disclosed in Note 21 to the consolidated financial statements. The Audit Committee is responsible for reviewing the remuneration and terms of engagement of the external auditor and for making recommendation to the Board regarding any non-audit services to be provided to the Group by the external auditors.

For the year ended 31st December 2010, the fees paid and payable to the auditors were primarily for audit services as there were no material non-audit service assignments undertaken by them.

Independent Auditor's Report

PRICEWATERHOUSECOOPERS

羅兵咸永道會計師事務所

PricewaterhouseCoopers
22nd Floor, Prince's Building
Central, Hong Kong
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TO THE SHAREHOLDERS OF LEEPORT (HOLDINGS) LIMITED
(incorporated in Bermuda with limited liability)

We have audited the consolidated financial statements of Leeport (Holdings) Limited (the "Company") and its subsidiaries (together, the "Group") set out on pages 28 to 104, which comprise the consolidated and company balance sheets as at 31st December 2010, and the consolidated income statement, the consolidated statement of comprehensive income, 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 information.

DIRECTORS' RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation of consolidated financial statements that give a true and fair view 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, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

AUDITOR'S 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 consolidated financial statements are free from material misstatement.

AUDITOR'S RESPONSIBILITY (CONTINUED)

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

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

OPINION

In our opinion, the consolidated financial statements give a true and fair view of the state of affairs of the Company and of the Group as at 31st December 2010, 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.

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 23rd March 2011

Consolidated Balance Sheet

As at 31st December 2010

	Note	2010 HK$'000	2009 HK$'000 (Restated)	2008 HK$'000 (Restated)
ASSETS				
Non-current assets				
Property, plant and equipment	7	**171,140**	153,481	129,434
Leasehold land	6	**7,190**	7,206	7,354
		178,330	160,687	136,788
Current assets				
Inventories	12	**159,487**	181,803	294,738
Trade receivables and bills receivables	11	**254,776**	140,470	188,571
Other receivables, prepayments and deposits	11	**53,420**	43,989	34,742
Derivative financial instruments	10	**549**	83	347
Tax recoverable		**1,062**	136	2,062
Restricted bank deposits	13	**45,014**	60,027	33,475
Cash and cash equivalents	13	**62,525**	57,813	27,194
		576,833	484,321	581,129
Total assets		**755,163**	645,008	717,917
EQUITY				
Capital and reserves attributable to the Company's equity holders				
Share capital	14	**21,544**	21,544	21,544
Other reserves	15	**169,016**	146,291	129,155
Retained earnings				
– Proposed final dividend		**9,695**	–	–
– Others		**105,184**	93,620	126,676
		305,439	261,455	277,375
Non-controlling interests		**5,781**	6,349	5,599
Total equity		**311,220**	267,804	282,974

The notes on pages 36 to 104 are an integral part of these consolidated financial statements.

Consolidated Balance Sheet (Continued)

As at 31st December 2010

	Note	2010 HK$'000	2009 HK$'000 (Restated)	2008 HK$'000 (Restated)
LIABILITIES				
Non-current liabilities				
Deferred income tax liabilities	18	**15,284**	12,261	7,427
		15,284	12,261	7,427
Current liabilities				
Trade payables and bills payables	16	**175,078**	103,892	102,619
Other payables, accruals and deposits received	16	**132,290**	85,684	76,481
Amount due to a director		**–**	–	27,529
Derivative financial instruments	10	**–**	322	7
Borrowings	17	**121,291**	175,045	220,880
		428,659	364,943	427,516
Total liabilities		**443,943**	377,204	434,943
Total equity and liabilities		**755,163**	645,008	717,917
Net current assets		**148,174**	119,378	153,613
Total assets less current liabilities		**326,504**	280,065	290,401

On behalf of the Board

LEE Sou Leung, Joseph
Director

TAN, Lisa Marie
Director

The notes on pages 36 to 104 are an integral part of these consolidated financial statements.

Balance Sheet

As at 31st December 2010

	Note	2010 HK$'000	2009 HK$'000
ASSETS			
Non-current assets			
Investments in subsidiaries	8	**91,645**	91,645
Current assets			
Amounts due from subsidiaries	8	**73,408**	58,357
Other receivables and prepayments	11	**332**	342
Cash and cash equivalents	13	**22**	101
		73,762	58,800
Total assets		**165,407**	150,445
EQUITY			
Capital and reserves attributable to the Company's equity holders			
Share capital	14	**21,544**	21,544
Other reserves	15	**132,787**	127,278
Retained earnings			
– Proposed final dividend		**9,695**	–
– Others		**1,183**	1,441
Total equity		**165,209**	150,263
LIABILITIES			
Current liabilities			
Other payables	16	**91**	102
Current income tax liabilities		**107**	80
Total liabilities		**198**	182
Total equity and liabilities		**165,407**	150,445
Net current assets		**73,564**	58,618
Total assets less current liabilities		**165,209**	150,263

On behalf of the Board

LEE Sou Leung, Joseph
Director

TAN, Lisa Marie
Director

The notes on pages 36 to 104 are an integral part of this financial statement.

Consolidated Income Statement

For the Year ended 31st December 2010

	Note	2010 HK$'000	2009 HK$'000
Sales	5	**1,075,961**	758,562
Cost of goods sold	21	**(893,706)**	(621,803)
Gross profit		**182,255**	136,759
Other income and gains – net	20	**24,748**	23,900
Selling and distribution costs	21	**(31,251)**	(35,981)
Administrative expenses	21	**(146,706)**	(155,555)
Operating profit/(loss)		**29,046**	(30,877)
Finance costs	23	**(3,227)**	(5,320)
Profit/(loss) before income tax		**25,819**	(36,197)
Income tax (expense)/credit	24	**(1,500)**	919
Profit/(loss) for the year		**24,319**	(35,278)
Attributable to:			
Owners of the Company		**25,199**	(34,348)
Non-controlling interests		**(880)**	(930)
		24,319	(35,278)
Earnings/(loss) per share for profit/(loss) attributable to the owners of the Company during the year (expressed in HK cents per share)			
– basic	27	**HK11.70 cents**	HK(15.94) cents
– diluted	27	**HK11.60 cents**	HK(15.94) cents
Dividends	28	**16,158**	–

The notes on pages 36 to 104 are an integral part of these consolidated financial statements.

Consolidated Statement of Comprehensive Income

For the Year ended 31st December 2010

	Note	**2010** **HK$'000**	2009 HK$'000
Profit/(loss) for the year		**24,319**	(35,278)
Other comprehensive income			
Gain on revaluation of land and buildings	15	**21,345**	33,939
Movement of deferred tax	15	**(2,539)**	(5,068)
Currency translation differences		**5,620**	(9,142)
Other comprehensive income, net of tax		**24,426**	19,729
Total comprehensive income/(loss) for the year		**48,745**	(15,549)
Attributable to:			
– owners of the Company		**49,313**	(16,299)
– non-controlling interests		**(568)**	750
Total comprehensive income/(loss) for the year		**48,745**	(15,549)

The notes on pages 36 to 104 are an integral part of these consolidated financial statements.

Consolidated Statement of Changes in Equity

For the Year ended 31st December 2010

	Note	Attributable to owners of the Company				
		Share capital (Note 14) HK$'000	Other reserves (Note 15) HK$'000	Retained earnings HK$'000	Non-controlling interest HK$'000	Total HK$'000
Balance at 1st January 2009		21,544	129,155	126,676	5,599	282,974
Comprehensive income						
Loss		–	–	(34,348)	(930)	(35,278)
Other comprehensive income						
Gain on revaluation of land and buildings		–	33,939	–	–	33,939
Transfer of property revaluation reserve to retained earnings on depreciation of buildings	15	–	(1,292)	1,292	–	–
Movement of deferred tax		–	(5,068)	–	–	(5,068)
Currency translation differences		–	(10,822)	–	1,680	(9,142)
Total other comprehensive income		–	16,757	1,292	1,680	19,729
Total comprehensive loss		–	16,757	(33,056)	750	(15,549)
Transaction with owners						
Employees share option scheme:						
Share option scheme – value of services provided	15	–	379	–	–	379
Total transaction with owners		–	379	–	–	379
Balance at 31st December 2009		21,544	146,291	93,620	6,349	267,804

The notes on pages 36 to 104 are an integral part of these consolidated financial statements.

Consolidated Statement of Changes in Equity (Continued)

For the Year ended 31st December 2010

	Note	Attributable to owners of the Company				
		Share capital (Note 14) HK$'000	Other reserves (Note 15) HK$'000	Retained earnings HK$'000	Non-controlling interest HK$'000	Total HK$'000
Balance at 1st January 2010		**21,544**	**146,291**	**93,620**	**6,349**	**267,804**
Comprehensive income						
Profit/(loss)		–	–	25,199	(880)	24,319
Other comprehensive income						
Gain on revaluation of land and buildings		–	21,345	–	–	21,345
Transfer of property revaluation reserve to retained earnings on depreciation of buildings	15	–	(2,523)	2,523	–	–
Movement of deferred tax		–	(2,539)	–	–	(2,539)
Currency translation differences		–	5,308	–	312	5,620
Total other comprehensive income		–	21,591	2,523	312	24,426
Total comprehensive income		–	21,591	27,722	(568)	48,745
Transaction with owners						
Employees share option scheme:						
Share option scheme – value of services provided	15	–	1,134	–	–	1,134
Dividend paid relating to 2010	28	–	–	(6,463)	–	(6,463)
Total transaction with owners		–	1,134	(6,463)	–	(5,329)
Balance at 31st December 2010		**21,544**	**169,016**	**114,879**	**5,781**	**311,220**

The notes on pages 36 to 104 are an integral part of these consolidated financial statements.

Consolidated Cash Flow Statement

For the Year ended 31st December 2010

	Note	2010 HK$'000	2009 HK$'000
Cash flows from operating activities			
Cash generated from operations	29	**50,408**	63,180
Interest paid		**(3,227)**	(5,320)
Income tax refund		**304**	1,085
Net cash generated from operating activities		**47,485**	58,945
Cash flows from investing activities			
Purchase of property, plant and equipment	7	**(969)**	(3,548)
Proceeds from sale of property, plant and equipment	29	**580**	637
Interest received		**322**	321
Decrease/(increase) in restricted bank deposits		**15,013**	(26,552)
Net cash generated from/(used in) investing activities		**14,946**	(29,142)
Cash flows from financing activities			
(Repayment of)/proceeds from collateralised borrowings and bank loans		**(57,247)**	37,014
Amount repaid to a director		**–**	(27,529)
Dividends paid to the Company's shareholders	28	**(6,463)**	–
Net cash (used in)/generated from financing activities		**(63,710)**	9,485
Net (decrease)/increase in cash, cash equivalents and bank overdrafts		**(1,279)**	39,288
Cash, cash equivalents and bank overdrafts at beginning of the year		**57,600**	18,088
Effect of the exchange rate for the year		**2,652**	224
Cash, cash equivalents and bank overdrafts at end of the year	13(b)	**58,973**	57,600

The notes on pages 36 to 104 are an integral part of these consolidated financial statements.

Notes to the Consolidated Financial Statements

1 GENERAL INFORMATION

Leeport (Holdings) Limited (the "Company") and its subsidiaries (together the "Group") are principally engaged in the trading, installation and provision of after-sales service of metalworking machinery, measuring instruments, cutting tools and electronic equipment.

The Company is a limited liability company incorporated in Bermuda and domiciled in Hong Kong. The address of its registered office is Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda.

The Company is listed on The Stock Exchange of Hong Kong Limited.

These consolidated financial statements are presented in Hong Kong dollars, unless otherwise stated. These consolidated financial statements have been approved for issue by the Board of Directors on 23rd March 2011.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation

The consolidated financial statements of the Company have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRS"). The consolidated financial statements have been prepared under the historical cost convention, as modified by the revaluation of buildings, financial assets and financial liabilities (including derivative instruments) at fair value through profit or loss which are carried at fair value.

The preparation of financial statements in conformity with HKFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 4.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.1 Basis of preparation (Continued)

Changes in accounting policy and disclosures

(a) *New and amended standards adopted by the Group*

The Group has adopted the following new and amended HKFRSs that are relevant to the Group as of 1st January 2010:

- HKAS 27 (revised) requires the effects of all transactions with non-controlling interests to be recorded in equity if there is no change in control and these transactions will no longer result in goodwill or gains and losses. The standard also specifies the accounting when control is lost. Any remaining interest in the entity is remeasured to fair value, and a gain or loss is recognised in profit or loss. HKAS 27 (revised) has had no impact on the current period, as none of the non-controlling interests have a deficit balance; there have been no transactions whereby an interest in an entity is retained after the loss of control of that entity, and there have been no transactions with non-controlling interests.

- HKAS 17 (amendment), 'Leases', deletes specific guidance regarding classification of leases of land, so as to eliminate inconsistency with the general guidance on lease classification. As a result, leases of land should be classified as either finance or operating lease using the general principles of HKAS 17, i.e. whether the lease transfers substantially all the risks and rewards incidental to ownership of an asset to the lessee. Prior to the amendment, land interest which title is not expected to pass to the Group by the end of the lease term was classified as operating lease under "Leasehold land and land use rights", and amortised over the lease term.

- HKAS 17 (amendment) has been applied retrospectively for annual periods beginning 1st January 2010 in accordance with the effective date and transitional provisions of the amendment. The Group has reassessed the classification of unexpired leasehold land and land use rights as at 1st January 2010 on the basis of information existing at the inception of those leases, and recognised the leasehold land in Hong Kong as finance lease retrospectively. As a result of the reassessment, the Group has reclassified certain leasehold land from operating lease to finance lease.

  The land interest of the Group that is held for own use is accounted for as property, plant and equipment and is depreciated from the land interest available for its intended use over the shorter of the useful live of the asset and the lease term.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.1 Basis of preparation (Continued)

(a) New and amended standards adopted by the Group (Continued)

The effect of the adoption of this amendment on the consolidated balance sheet is as below:

	31st December 2010 HK$'000	31st December 2009 HK$'000	1st January 2009 HK$'000
Decrease in leasehold land	**(47,237)**	(45,115)	(45,655)
Increase in property, plant and equipment	**47,237**	45,115	45,655

- In November 2010 the HKICPA issued Hong Kong Interpretation 5 Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause. The Interpretation is effective immediately and is a clarification of an existing standard, HKAS 1 Presentation of Financial Statements. It sets out the conclusion reached by the HKICPA that a term loan which contains a clause which gives the lender the unconditional right to demand repayment at any time shall be classified as a current liability in accordance with paragraph 69(d) of HKAS 1 irrespective of the probability that the lender will invoke the clause without cause.

  In order to comply with the requirements of Hong Kong Interpretation 5, the Group has changed its accounting policy on the classification of term loans that contain a repayment on demand clause. Under the new policy, term loans with clauses which give the lender the unconditional right to call the loan at any time are classified as current liabilities in the balance sheet. Previously such term loans were classified in accordance with the agreed repayment schedule unless the Group had breached any of the loan covenants set out in the agreement as of the reporting date or otherwise had reason to believe that the lender would invoke its rights under the immediate repayment clause within the foreseeable future.

  The new accounting policy has been applied retrospectively by re-presenting the opening balances at 1st January 2009, with consequential reclassification adjustments to comparatives for the year ended 31st December 2009. The reclassification has had no effect on reported profit or loss, total comprehensive income or equity for any period presented.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.1 Basis of preparation (Continued)

(a) *New and amended standards adopted by the Group (Continued)*

Effect of adoption of Hong Kong Interpretation 5 on the consolidated balance sheet is as below:

	31st December 2010 HK$'000	31st December 2009 HK$'000	1st January 2009 HK$'000
Increase in current liabilities	**5,981**	20,901	–
Decrease in non-current liabilities	**(5,981)**	(20,901)	–

(b) *New and amended standards, and interpretations mandatory for the first time for the financial year beginning 1st January 2010 but not currently relevant to the Group is set out below (although they may affect the accounting for future transactions and events)*

- HK(IFRIC) 17, 'Distribution of non-cash assets to owners' (effective on or after 1st July 2009). The interpretation was published in November 2008. This interpretation provides guidance on accounting for arrangements whereby an entity distributes non-cash assets to shareholders either as a distribution of reserves or as dividends. HKFRS 5 has also been amended to require that assets are classified as held for distribution only when they are available for distribution in their present condition and the distribution is highly probable.

- HK(IFRIC) 18, 'Transfers of assets from customers', effective for transfer of assets received on or after 1st July 2009. This interpretation clarifies the requirements of IFRSs for agreements in which an entity receives from a customer an item of property, plant and equipment that the entity must then use either to connect the customer to a network or to provide the customer with ongoing access to a supply of goods or services (such as a supply of electricity, gas or water). In some cases, the entity receives cash from a customer that must be used only to acquire or construct the item of property, plant, and equipment in order to connect the customer to a network or provide the customer with ongoing access to a supply of goods or services (or to do both).

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.1 Basis of preparation (Continued)

(b) *New and amended standards, and interpretations mandatory for the first time for the financial year beginning 1st January 2010 but not currently relevant to the Group is set out below (although they may affect the accounting for future transactions and events) (Continued)*

- HK(IFRIC) 9, 'Reassessment of embedded derivatives' and HKAS 39, 'Financial instruments: Recognition and measurement', effective 1st July 2009. This amendment to HK(IFRIC) 9 requires an entity to assess whether an embedded derivative should be separated from a host contract when the entity reclassifies a hybrid financial asset out of the 'fair value through profit or loss' category. This assessment is to be made based on circumstances that existed on the later of the date the entity first became a party to the contract and the date of any contract amendments that significantly change the cash flows of the contract. If the entity is unable to make this assessment, the hybrid instrument must remains classified as at fair value through profit or loss in its entirety.

- HK(IFRIC) 16, 'Hedges of a net investment in a foreign operation' effective 1st July 2009. This amendment states that, in a hedge of a net investment in a foreign operation, qualifying hedging instruments may be held by any entity or entities within the Group, including the foreign operation itself, as long as the designation, documentation and effectiveness requirements of HKAS 39 that relate to a net investment hedge are satisfied. In particular, the Group should clearly document its hedging strategy because of the possibility of different designations at different levels of the Group. HKAS 38 (amendment), 'Intangible assets', effective 1st January 2010. The amendment clarifies guidance in measuring the fair value of an intangible asset acquired in a business combination and permits the grouping of intangible assets as a single asset if each asset has similar useful economic lives.

- HKAS 1 (amendment), 'Presentation of financial statements'. The amendment clarifies that the potential settlement of a liability by the issue of equity is not relevant to its classification as current or non current. By amending the definition of current liability, the amendment permits a liability to be classified as noncurrent (provided that the entity has an unconditional right to defer settlement by transfer of cash or other assets for at least 12 months after the accounting period) notwithstanding the fact that the entity could be required by the counterparty to settle in shares at any time.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.1 Basis of preparation (Continued)

(b) *New and amended standards, and interpretations mandatory for the first time for the financial year beginning 1st January 2010 but not currently relevant to the Group is set out below (although they may affect the accounting for future transactions and events) (Continued)*

- HKAS 36 (amendment), 'Impairment of assets', effective 1st January 2010. The amendment clarifies that the largest cash-generating unit (or group of units) to which goodwill should be allocated for the purposes of impairment testing is an operating segment, as defined by paragraph 5 of HKFRS 8, ' Operating segments' (that is, before the aggregation of segments with similar economic characteristics).

- HKFRS 2 (amendments), 'Group cash-settled share-based payment transactions', effective from 1st January 2010. In addition to incorporating HK(IFRIC) 8, 'Scope of IFRS/HKFRS 2', and HK(IFRIC) 11, 'HKFRS 2 – Group and treasury share transactions', the amendments expand on the guidance in HK(IFRIC) 11 to address the classification of Group arrangements that were not covered by that interpretation.

- HKFRS 5 (amendment), 'Non-current assets held for sale and discontinued operations'. The amendment clarifies that HKFRS 5 specifies the disclosures required in respect of non-current assets (or disposal groups) classified as held for sale or discontinued operations. It also clarifies that the general requirement of HKAS 1 still apply, in particular paragraph 15 (to achieve a fair presentation) and paragraph 125 (sources of estimation uncertainty) of HKAS 1.

(c) *New standards, amendments and interpretations have been issued but are not effective for the financial year beginning 1st January 2010 and have not been early adopted. The Group's and parent entity's assessment of the impact of these new standards and interpretations is set out below*

- HKFRS 9, 'Financial instruments', issued in November 2009. This standard is the first step in the process to replace HKAS 39, 'Financial instruments: recognition and measurement'. HKFRS 9 introduces new requirements for classifying and measuring financial assets and is likely to affect the Group's accounting for its financial assets. The standard is not applicable until 1st January 2013 but is available for early adoption.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.1 Basis of preparation (Continued)

(c) *New standards, amendments and interpretations have been issued but are not effective for the financial year beginning 1st January 2010 and have not been early adopted. The Group's and parent entity's assessment of the impact of these new standards and interpretations is set out below (Continued)*

- Revised HKAS 24 (revised), 'Related party disclosures', issued in November 2009. It supersedes HKAS 24, 'Related party disclosures', issued in 2003. HKAS 24 (revised) is mandatory for periods beginning on or after 1st January 2011. Earlier application, in whole or in part, is permitted.

  The revised standard clarifies and simplifies the definition of a related party and removes the requirement for government-related entities to disclose details of all transactions with the government and other government-related entities. The Group will apply the revised standard from 1st January 2011. When the revised standard is applied, the Group and the parent will need to disclose any transactions between its subsidiaries and its associates. The Group is currently putting systems in place to capture the necessary information. It is, therefore, not possible at this stage to disclose the impact, if any, of the revised standard on the related party disclosures.

- 'Classification of rights issues' (amendment to HKAS 32), issued in October 2009. The amendment applies to annual periods beginning on or after 1st February 2010. Earlier application is permitted. The amendment addresses the accounting for rights issues that are denominated in a currency other than the functional currency of the issuer. Provided certain conditions are met, such rights issues are now classified as equity regardless of the currency in which the exercise price is denominated. Previously, these issues had to be accounted for as derivative liabilities. The amendment applies retrospectively in accordance with HKAS 8 'Accounting policies, changes in accounting estimates and errors'. The Group will apply the amended standard from 1st January 2011.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.1 Basis of preparation (Continued)

(c) *New standards, amendments and interpretations have been issued but are not effective for the financial year beginning 1st January 2010 and have not been early adopted. The Group's and parent entity's assessment of the impact of these new standards and interpretations is set out below (Continued)*

- HK (IFRIC) – Int 19, 'Extinguishing financial liabilities with equity instruments', effective 1st July 2010. The interpretation clarifies the accounting by an entity when the terms of a financial liability are renegotiated and result in the entity issuing equity instruments to a creditor of the entity to extinguish all or part of the financial liability (debt for equity swap). It requires a gain or loss to be recognised in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued. If the fair value of the equity instruments issued cannot be reliably measured, the equity instruments should be measured to reflect the fair value of the financial liability extinguished. The Group will apply the interpretation from 1st January 2011. It is not expected to have any impact on the Group or the parent entity's financial statements.

- 'Prepayments of a minimum funding requirement' (amendments to HK (IFRIC) – Int 14). The amendments correct an unintended consequence of HK (IFRIC) – Int 14, 'HKAS 19 – The limit on a defined benefit asset, minimum funding requirements and their interaction'. Without the amendments, entities are not permitted to recognise as an asset some voluntary prepayments for minimum funding contributions. This was not intended when HK (IFRIC) – Int 14 was issued, and the amendments correct this. The amendments are effective for annual periods beginning 1st January 2011. Earlier application is permitted. The amendments should be applied retrospectively to the earliest comparative period presented. The Group will apply these amendments for the financial reporting period commencing on 1st January 2011.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Consolidation

The consolidated financial statements include the financial statements of the Company and all its subsidiaries made up to 31st December.

(a) *Subsidiaries*

Subsidiaries are all entities over which the Group has the power to govern the financial and operating policies generally accompanying a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

The Group uses the acquisition method of accounting to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets.

Investments in subsidiaries are accounted for at cost less impairment. Cost is adjusted to reflect changes in consideration arising from contingent consideration amendments. Cost also includes direct attributable costs of investment. The results of subsidiaries are accounted for by the Company on the basis of dividends and receivables.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If this is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the statement of comprehensive income.

Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Consolidation (Continued)

(b) *Transactions with non-controlling interests*

The Group treats transactions with non-controlling interests as transactions with equity owners of the Group. For purchases from non-controlling interests, the difference between any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

When the Group ceases to have control or significant influence, any retained interest in the entity is remeasured to its fair value, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit or loss where appropriate.

2.3 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors.

2.4 Foreign currency translation

(a) *Functional and presentation currency*

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). As the Company is listed on the Main Board of the Stock Exchanges of Hong Kong, the directors considers that it will be more appropriate to adopt Hong Kong dollar as the Group's and the Company's presentation currency. The Company's functional currency is Japanese Yen ("JPY").

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.4 Foreign currency translation (Continued)

(b) *Transactions and balances*

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are remeasured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement, except when deferred in equity as qualifying cash flow hedges or qualifying net investment hedges.

(c) *Group companies*

The results and financial position of all the group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

(i) assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;

(ii) income and expenses for each income statement are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and

(iii) all resulting exchange differences are recognised as other comprehensive income.

On consolidation, exchange differences arising from the translation of the net investment in foreign operations and of borrowings, are taken to other comprehensive income. When a foreign operation is partially disposed of or sold, exchange differences that were recorded in equity are recognised in the consolidated income statement as part of the gain or loss on sale.

2.5 Property, plant and equipment

Land and buildings comprise mainly offices, warehouses, showrooms and directors' quarters. Buildings are shown at fair value, based on periodic, but at least triennial, valuations by external independent valuers, less subsequent depreciation for buildings. Any accumulated depreciation at the date of revaluation is eliminated against the gross carrying amount of the assets and the net amount is restated to the revalued amount of the asset. Leasehold land classified as financial lease and all other property, plant and equipment are stated at historical cost less depreciation and impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.5 Property, plant and equipment (Continued)

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of replaced part is derecognised. All other repairs and maintenance are charged in the income statement during the financial period in which they are incurred.

Increases in the carrying amount arising on revaluation of buildings are credited to other reserves in shareholders' equity. Decreases that offset previous increases of the same asset are charged against fair value reserves directly in equity; all other decreases are charged to the income statement. Each year the difference between depreciation based on the revalued carrying amount of the asset charged to the income statement and depreciation based on the asset's original cost is transferred from fair value reserve to retained earnings.

Leasehold land classified as finance lease commences amortisation from the time when the land interest becomes available for its intended use. Amortisation on leasehold land classified as finance lease and depreciation on other assets is calculated using the straight-line method to allocate their costs or revalued amounts to their residual values over their estimated useful lives, as follows:

Buildings	4%
Leasehold land classified as finance lease	1-3%
Leasehold improvements	10%
Plant, machinery, furniture and equipment	20%
Motor vehicles	20%

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (Note 2.6).

Gains and losses on disposals are determined by comparing proceeds with carrying amount and are recognised within 'other income and gains – net', in the income statement. When revalued assets are sold, the amounts included in fair value reserve are transferred to retained earnings.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.6 Impairment of non-financial assets

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

Impairment testing of the investments in subsidiaries is required upon receiving dividends from these investments if the dividend exceeds the total comprehensive income of the subsidiary in the period the dividend is declared or if the carrying amount of the investment in the separate financial statements exceeds the carrying amount in the consolidated financial statements of the investee's net assets.

2.7 Financial assets

The Group classifies its financial assets in the following categories: at fair value through profit or loss, loans and receivables. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

Financial assets at fair value through profit or loss are financial assets held for trading. A financial asset is classified in this category if acquired principally for the purpose of selling in the short term. The Group does not designate any derivative as hedging instrument; therefore derivatives are also categorised as held for trading. Assets in this category are classified as current assets if expected to be settled within 12 months; otherwise, they are classified as non-current.

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the end of reporting period. These are classified as non-current assets. The Group's loans and receivables comprise 'trade receivables and bills receivables', 'other receivables', 'restricted bank deposits' and 'cash and cash equivalents' in the balance sheet.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.7 Financial assets (Continued)

Regular way purchases and sales of financial assets are recognised on the trade date – the date on which the Group commits to purchase or sell the asset. Investments are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets carried at fair value through profit or loss are recognised at fair value. Financial assets are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

Gains or losses arising from changes in the fair value of the 'financial assets at fair value through profit or loss' category are presented in the income statement within 'other income and gains – net' in the period in which they arise.

Impairment of financial assets

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

The criteria that the Group uses to determine that there is objective evidence of an impairment loss include:

- Significant financial difficulty of the issuer or obligor;
- A breach of contract, such as a default or delinquency in interest or principal payments;
- The Group, for economic or legal reasons relating to the borrower's financial difficulty, granting to the borrower a concession that the lender would not otherwise consider;
- It becomes probable that the borrower will enter bankruptcy or other financial reorganisation;
- The disappearance of an active market for that financial asset because of financial difficulties; or

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.7 Financial assets (Continued)

Impairment of financial assets (Continued)

- Observable data indicating that there is a measurable decrease in the estimated future cash flows from a portfolio of financial assets since the initial recognition of those assets, although the decrease cannot yet be identified with the individual financial assets in the portfolio, including:

  (i) adverse changes in the payment status of borrowers in the portfolio;

  (ii) national or local economic conditions that correlate with defaults on the assets in the portfolio.

The Group first assesses whether objective evidence of impairment exists.

The amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The asset's carrying amount is reduced and the amount of the loss is recognised in the consolidated income statement. As a practical expedient, the Group may measure impairment on the basis of an instrument's fair value using an observable market price.

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 (such as an improvement in the debtor's credit rating), the reversal of the previously recognised impairment loss is recognised in the consolidated income statement.

2.8 Derivative financial instruments

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured at their fair value. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument.

The Group does not designate any derivative as a hedging instrument.

Changes in the fair value of all derivative instruments are recognised immediately in the income statement within 'other income and gains – net'.

2.9 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the weighted average basis, comprising all direct costs of purchase. Net realisable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.10 Trade and other receivables

Trade receivables are amounts due from customers for merchandise sold or services performed in the ordinary course of business. If collection of trade and other receivables is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

2.11 Cash and cash equivalents

In the consolidated cash flow statement, cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts. In the consolidated balance sheet, bank overdrafts are shown within borrowings in current liabilities.

2.12 Share capital

Ordinary shares are classified as equity.

2.13 Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

2.14 Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the period of the borrowings using the effective interest method. Borrowing costs are recognised as an expense in the period in which they are incurred.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.15 Current and deferred income tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Company and its subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax is provided on temporary differences arising on accelerated tax depreciation, except for deferred income tax liability where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

2.16 Employee benefits

(a) *Employee leave entitlements*

Employee entitlements to annual leave and long service leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave and long-service leave as a result of services rendered by employees up to the balance sheet date.

Employee entitlements to sick leave and maternity or paternity leave are not recognised until the time of leave.

(b) *Bonus plans*

The expected cost of bonus payments are recognised as a liability when the Group has a present legal or constructive obligation as a result of services rendered by employees and a reliable estimate of the obligation can be made.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.16 Employee benefits (Continued)

(c) *Pension obligations*

The Group participates in a number of defined contribution plans which are available to all qualified employees, the assets of which are held in separate trustee administered funds. The pension plans are funded by payments from employees and by the relevant Group companies. Contributions to the schemes by the Group are charged to the consolidated statement of comprehensive income as incurred.

(d) *Share-based compensation*

The Group operates an equity-settled, share-based compensation plan. The fair value of the employee services received in exchange for the grant of the options is recognised as an expense. The total amount to be expensed over the vesting period is determined by reference to the fair value of the options granted, excluding the impact of any non-market vesting conditions (for example, profitability and sales growth targets). Non-market vesting conditions are included in assumptions about the number of options that are expected to vest. At each balance sheet date, the Company revises its estimates of the number of options that are expected to vest. It recognises the impact of the revision of original estimates, if any, in the income statement with a corresponding adjustment to equity.

The proceeds received net of any directly attributable transaction costs are credited to share capital (nominal value) and share premium when the options are exercised.

(e) *Termination benefits*

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination benefits when it is demonstrably committed to a termination when the entity has a detailed formal plan to terminate employment without possibility of withdrawal. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

2.17 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.17 Provisions (Continued)

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

The Group recognises a warranty provision for repairs or replacement of products still under warranty at the balance sheet date. The provision is calculated based on past historical experience of the level of repairs and replacements.

2.18 Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and services in the ordinary course of the Group's activities. Revenue is shown net of value-added tax, returns, rebates and discounts and after eliminating sales within the Group.

The Group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Group's activities as described below. The amount of revenue is not considered to be reliably measurable until all contingencies relating to the sale have been resolved. The Group bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

Revenue from sales of goods is recognised on the transfer of risks and rewards of ownership, which generally coincides with the time when the goods are delivered to customers and title has passed.

Service income under service agreements is recognised on a straight-line basis over the life of the agreement. Other service income is recognised when the services are rendered.

Commission income is recognised when the services are rendered.

Interest income is recognised on a time-proportion basis using the effective interest method. When a receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at original effective interest rate of the instrument, and continues unwinding the discount as interest income.

2.19 Leases (as the lessee for operating leases)

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the income statement on a straight-line basis over the period of the lease.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.19 Leases (as the lessee for operating leases) (Continued)

The Group leases certain leasehold land. Leases of leasehold land where the Group has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's commencement at the lower of the fair value of the leased property and the present value of the minimum lease payments.

2.20 Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the Group's and Company's financial statements in the period in which the dividends are approved by the Company's shareholders.

3 FINANCIAL RISK MANAGEMENT

3.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk and interest rate risk), credit risk and liquidity risk.

Risk management is carried out by the executive directors. The executive directors identify, evaluate and hedge financial risks in close co-operation with the Group's operating units.

(a) *Market risk*

Foreign currency exposure

Management has set up a policy to require group companies to manage their foreign exchange risk against their functional currency. The functional currency of the entity should primarily be determined with reference to the primary economic environment in which an entity operates and this will normally be the one in which it primarily generates and expends cash. The functional currency of the Company and certain subsidiaries are Japanese Yen. The consolidated financial statements are presented in HK dollars.

Foreign exchange risk arises when future commercial transactions or recognised assets or liabilities are denominated in a currency that is not the entity's functional currency. As at 31st December 2010, the foreign exposure of group entities with functional currency other than Japanese Yen is insignificant. The foreign exposure of group entities with functional currency of Japanese Yen is mainly exposed to Renminbi, HK dollars and USD. The net monetary assets/(liabilities) of these subsidiaries denominated in Renminbi, HK dollars and USD expressed in terms of HK dollars are HK$55,287,000 (2009: HK$22,325,000), HK$15,962,000 (2009: HK$(19,806,000)) and HK$5,577,000 (2009: HK$5,136,000) respectively.

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(a) *Market risk (Continued)*

Foreign currency exposure (Continued)

As at 31st December 2010, a 5% strengthening of the Yen against Renminbi, HK dollars and USD would have increased/(decreased) post-tax profit for the year by HK$(2,764,000) (2009: HK$(1,116,000)), HK$(798,000) (2009: HK$990,000) and HK$(279,000) (2009: HK$(257,000)) respectively. A 5% weakening of Yen against Renminbi, HK dollars and USD would have had the equal but opposite effect on these currencies to the amounts shown above, on the basis that all other variables remain constant.

(b) *Credit risk*

The Group has no significant concentrations of credit risk. The Group's credit risk arises from cash and cash equivalents, restricted bank deposits, counter party risk in respect of derivative financial instruments, as well as credit exposures to trade and bills receivables as well as other receivables. The Group considers its maximum exposure to credit risk at the reporting dates is the carrying value of each class of financial assets as disclosed in Note 9(a).

To manage the counter party risk and credit risk in respect of cash and cash equivalents and restricted bank deposits, cash and deposits are mainly placed with reputable banks which are all high-credit-quality financial institutions. In addition, the Group has policies in place to ensure that sales of products and services are made to customers with an appropriate credit history, appropriate percentage of down payment and to perform periodic credit evaluations of its customers or made in cash. Collection of outstanding receivable balances and authorisation of credit limits to individual customers are closely monitored on an ongoing basis. The Group reviews the recoverable amount of each individual trade receivables to ensure that adequate impairment loss is made for irrecoverable amounts.

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to the counter party's default history. The current portion of trade and bills receivables which are not impaired are analysed below.

	As at 31st December	
	2010	2009
	HK$'000	HK$'000
Trade and bills receivables		
Customers accepted within past 12 months	**63,556**	7,012
Customers accepted beyond the past 12 months	**107,870**	85,913
Total	**171,426**	92,925

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(c) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and cash equivalents, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. Due to the dynamic nature of the underlying businesses, the Group aims to maintain flexibility in funding by keeping committed credit lines available.

At 31st December, the Group had the following borrowing facilities:

	As at 31st December	
	2010	2009
	HK$'000	HK$'000
Borrowing facilities available	**802,730**	733,540
Borrowing facilities utilised	**(264,439)**	(286,979)
Undrawn borrowing facilities	**538,291**	446,561

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(c) Liquidity risk (Continued)

The table below analyses the Group's financial liabilities and derivative financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	On demand HK$'000	Less than 1 year HK$'000	Between 1 and 2 years HK$'000	Between 2 and 5 years HK$'000
Group				
At 31st December 2010				
Bank overdrafts (Note 17)	3,552	–	–	–
Term loans subject to a repayment on demand clause (Note 17)	61,071	–	–	–
Other bank loans (Note 17)	–	56,668	–	–
Derivative financial instruments (Note 10)	–	–	–	–
Trade and bills payables (Note 16)	–	175,078	–	–
Other payables	–	121,586	–	–
	64,623	353,332	–	–
At 31st December 2009				
Bank overdrafts (Note 17)	213	–	–	–
Term loans subject to a repayment on demand clause (Note 17)	118,318	–	–	–
Other bank loans (Note 17)	–	56,514	–	–
Derivative financial instruments (Note 10)	–	322	–	–
Trade and bills payables (Note 16)	–	103,892	–	–
Other payables	–	78,948	–	–
	118,531	239,676	–	–
Company				
At 31st December 2010				
Other payables (Note 16)	–	91	–	–
At 31st December 2009				
Other payables (Note 16)	–	102	–	–

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(c) Liquidity risk (Continued)

The table below analyses the Group's derivative financial instruments that will be settled on a gross basis into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Less than 1 year HK$'000
Group	
At 31st December 2010	
Forward foreign exchange contracts – held for trading:	
Outflow	33,569
Inflow	34,118
At 31st December 2009	
Forward foreign exchange contracts – held for trading:	
Outflow	37,061
Inflow	36,822
Company	
At 31st December 2010	
Forward foreign exchange contracts – held for trading:	
Outflow	–
Inflow	–
At 31st December 2009	
Forward foreign exchange contracts – held for trading:	
Outflow	–
Inflow	–

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(d) *Cash flow and fair value interest rate risk*

The Group's income and operating cash flows are substantially independent of changes in market interest rates as the Group has no significant interest-bearing assets. The Group's exposures to changes in interest rates are mainly attributable to its borrowings.

Borrowings at variable rates exposed the Group to cash flow interest rate risk. Borrowings at fixed rates exposed the Group to fair value interest rate risk. Details of the Group's borrowings have been disclosed in Note 17.

During the year end, the borrowings of the Group at variable rates were denominated in HKD, USD, EURO ("EUR"), JPY and no borrowings were at fixed rate. The Group endeavored to maintain the borrowings on a relatively short term basis which would be refinanced when considered as appropriate.

The Group has not used any interest rate swaps to hedge its exposure to interest rate risk.

The Group analyses its interest rate exposure on a dynamic basis. Various scenarios are simulated taking into consideration of refinancing, renewal of existing positions and alternative financing. Based on these scenarios, the Group calculates the impact on profit and loss and equity of a defined interest rate shift. For each simulation, the same interest rate shift is used. The scenarios are run only for liabilities that represent the major interest-bearing positions.

Based on the simulations performed, the impact on post-tax profit for the year of a 50 basis-point shift would be a maximum increase/decrease of HK$381,000 for the year ended 31st December 2010 (2009: HK$575,000).

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.2 Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total equity. Net debt is calculated as total borrowings less cash and cash equivalents.

The gearing ratio at 31st December 2010 and 2009 were as follows:-

	As at 31st December	
	2010	2009
	HK$'000	HK$'000
Total borrowings (Note 17)	**121,291**	175,045
Less: Cash and cash equivalents (Note 13)	**(62,525)**	(57,813)
Net debt	**58,766**	117,232
Total equity	**311,220**	267,804
Gearing ratio	**18.9%**	43.8%

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.3 Fair value estimation

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

The following table presents the Group's assets and liabilities that are measured at fair value as at 31st December 2010.

	Level 1 HK$'000	Level 2 HK$'000	Level 3 HK$'000	Total HK$'000
Assets				
Financial assets at fair value through profit or loss				
– Trading derivatives	549	–	–	549
Total assets	549	–	–	549

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.3 Fair value estimation (Continued)

The following table presents the Group's assets and liabilities that are measured at fair value as at 31st December 2009.

	Level 1 HK$'000	Level 2 HK$'000	Level 3 HK$'000	Total HK$'000
Assets				
Financial assets at fair value through profit or loss				
– Trading derivatives	83	–	–	83
Total assets	83	–	–	83
Liabilities				
Financial liabilities at fair value through profit or loss				
– Trading derivatives	322	–	–	322
Total liabilities	322	–	–	322

The fair value of financial instruments traded in active markets is based on quoted market prices at the balance sheet date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets and liabilities held by the Group is the current bid price. These instruments are included in level 1. Instruments included in level 1 comprise primarily forward foreign currency exchange contracts.

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting estimate will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(a) Income taxes

The Group is subject to income taxes in numerous jurisdictions. Significant judgement is required in determining the worldwide provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for anticipated tax based on estimates of the potential tax liability due. Where the final tax outcome is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

(b) Provision for impairment of receivables

The Group records impairment of receivables based on an assessment of the recoverability of trade and other receivables. Provisions for impairment are applied to trade and other receivables, where events or changes in circumstances indicate that the balances may not be collectible. Impairment assessment requires the use of judgement and estimates. Where the expectation is different from the original estimate, such difference will impact carrying value of trade and other receivables and impairment charges in the period in which such estimate has been changed.

(c) Warranty provision

The Group generally offers one year warranty for its products sold. Management estimates the related provision for warranty based on historical warranty claims information, as well as recent trends that might suggest that past cost information may differ from future claims.

Factors that could impact the estimated warranty claim information include the success of the Group's productivity and quality initiatives, as well as parts and labour cost.

(d) Write down of inventories to net realisable value

The Group reviews the carrying value of its inventories to ensure that they are stated at the lower of cost and net realisable value. In assessing the net realisable value and making appropriate allowances, management identifies inventories that are moving or obsolete, considers their physical conditions, market conditions and market price for similar items.

5 SEGMENT INFORMATION

Management has determined the operating segments based on the reports reviewed by the chief operating decision maker, represented by Board of Directors that are used to make strategic decisions.

The Board considers the business from a geographic region. Geographically, management considers the performance in the PRC, Hong Kong and Other countries.

The Group is principally engaged in the trading, installation and provision of after-sales service of metalworking machinery, measuring instruments, cutting tools and electronic equipment in three main geographical areas, namely the PRC, Hong Kong and other countries (principally Singapore). The PRC, for the purpose of this consolidated financial statement, excludes Hong Kong, the Republic of China ("Taiwan") and Macau.

The Board assesses the performance of the operating segments based on a measure of segment result, total assets and total capital expenditure. The Group primarily operates in Hong Kong and the PRC. The Group's sales by geographical location is determined by the country in which the customer is located.

	For the year ended 31st December 2010			
	The PRC HK$'000	Hong Kong HK$'000	Other countries (Note (a)) HK$'000	Total HK$'000
Sales	776,984	238,171	60,806	1,075,961
Segment results	22,856	5,589	601	29,046
Finance costs				(3,227)
Profit before income tax				25,819
Income tax expense				(1,500)
Profit for the year				24,319

5 SEGMENT INFORMATION (CONTINUED)

	For the year ended 31st December 2009			
	The PRC HK$'000	Hong Kong HK$'000	Other countries (Note (a)) HK$'000	Total HK$'000
Sales	553,882	173,604	31,076	758,562
Segment results	(13,080)	(11,925)	(5,872)	(30,877)
Finance costs				(5,320)
Loss before income tax				(36,197)
Income tax credit				919
Loss for the year				(35,278)

There are no sales or other transactions between the geographical segments.

	2010 HK$'000	2009 HK$'000
Total assets:		
The PRC	**391,208**	300,387
Hong Kong	**319,044**	315,539
Other countries (Note (a))	**44,911**	29,082
	755,163	645,008

Total assets are allocated based on where the assets are located.

Segment assets consist primarily of property, plant and equipment, leasehold land, inventories, receivables, derivative financial instruments, operating cash and restricted cash.

5 SEGMENT INFORMATION (CONTINUED)

	2010 **HK$'000**	2009 HK$'000
Capital expenditure:		
The PRC	**249**	2,833
Hong Kong	**607**	694
Other countries (Note (a))	**113**	21
	969	3,548

Capital expenditure is allocated based on where the assets are located.

Capital expenditure comprises mainly additions to property, plant and equipment.

Notes:

(a) Other countries mainly include Taiwan, Singapore, United States, Macau, Greece, Germany, United Kingdom, Italy, Japan and Malaysia.

The entity is domiciled in Bermuda. The result of its sales from external customers for the years ended 31st December 2010 and 2009 and the total of non-current assets as at 31st December 2010 and 2009 were wholly located in other countries.

6 LEASEHOLD LAND

The Group's interests in leasehold land represent prepaid operating lease payments and their net book values are analysed as follows:

		Group	
	2010 **HK$'000**	2009 HK$'000 (Restated)	2008 HK$'000 (Restated)
Outside Hong Kong, held on:			
Leases of between 10 to 50 years	**7,190**	7,206	7,354

6 LEASEHOLD LAND (CONTINUED)

Bank borrowings are secured on leasehold land for the carrying amount of HK$1,803,000 (2009: HK$1,868,000) (Note 17).

	Group	
	2010 **HK$'000**	2009 HK$'000 (Restated)
At 1st January, as previously reported	**52,321**	53,009
Effect of adoption of HKAS 17 (Amendment)	**(45,115)**	(45,655)
At 1st January, as restated	**7,206**	7,354
Exchange differences	**197**	65
Amortisation (Note 21)	**(213)**	(213)
At 31st December	**7,190**	7,206

7 PROPERTY, PLANT AND EQUIPMENT-GROUP

	Buildings HK$'000	Leasehold land classified as finance lease HK$'000	Leasehold improve-ments HK$'000	Plant, machinery furniture and equipment HK$'000	Motor vehicles HK$'000	Total HK$'000
At 1st January 2009						
Cost or valuation, as previously reported	51,565	–	27,386	64,302	2,556	145,809
Effect of adoption of HKAS 17 (Amendment)	–	48,752	–	–	–	48,752
Cost or valuation, as restated	51,565	48,752	27,386	64,302	2,556	194,561
Accumulated depreciation, as previously reported	–	–	(15,027)	(44,835)	(2,168)	(62,030)
Effect of adoption of HKAS 17 (Amendment)	–	(3,097)	–	–	–	(3,097)
Accumulated depreciation, as restated	–	(3,097)	(15,027)	(44,835)	(2,168)	(65,127)
Net book amount, as restated	51,565	45,655	12,359	19,467	388	129,434

7 PROPERTY, PLANT AND EQUIPMENT-GROUP (CONTINUED)

	Buildings HK$'000	Leasehold land classified as finance lease HK$'000	Leasehold improve-ments HK$'000	Plant, machinery furniture and equipment HK$'000	Motor vehicles HK$'000	Total HK$'000
Year ended 31st December 2009						
Opening net book amount, as previously reported	51,565	–	12,359	19,467	388	83,779
Effect of adoption of HKAS 17 (Amendment)	–	45,655	–	–	–	45,655
Opening net book amount, as restated	51,565	45,655	12,359	19,467	388	129,434
Exchange differences	82	41	(366)	(535)	(8)	(786)
Revaluation gain (Note 15)	33,939	–	–	–	–	33,939
Additions	–	–	137	3,411	–	3,548
Disposals (Note 29)	–	–	–	(369)	(193)	(562)
Depreciation (Note 21)	(2,046)	(581)	(2,309)	(7,063)	(93)	(12,092)
Closing net book amount, as restated	83,540	45,115	9,821	14,911	94	153,481
At 31st December 2009						
Cost or valuation, as previously reported	83,540	–	27,246	66,863	1,687	179,336
Effect of adoption of HKAS 17 (Amendment)	–	48,815	–	–	–	48,815
Cost or valuation, as restated	83,540	48,815	27,246	66,863	1,687	228,151
Accumulated depreciation, as previously reported	–	–	(17,425)	(51,952)	(1,593)	(70,970)
Effect of adoption of HKAS 17 (Amendment)	–	(3,700)	–	–	–	(3,700)
Accumulated depreciation, as restated	–	(3,700)	(17,425)	(51,952)	(1,593)	(74,670)
Net book amount, as restated	83,540	45,115	9,821	14,911	94	153,481

7 PROPERTY, PLANT AND EQUIPMENT-GROUP (CONTINUED)

	Buildings HK$'000	Leasehold land classified as finance lease HK$'000	Leasehold improve-ments HK$'000	Plant, machinery furniture and equipment HK$'000	Motor vehicles HK$'000	Total HK$'000
Year ended 31st December 2010						
Opening net book amount, as previously reported	83,540	–	9,821	14,911	94	108,366
Effect of adoption of HKAS 17 (Amendment)	–	45,115	–	–	–	45,115
Opening net book amount, as restated	83,540	45,115	9,821	14,911	94	153,481
Exchange differences	5,328	2,728	(639)	332	(14)	7,735
Revaluation gain (Note 15)	21,345	–	–	–	–	21,345
Additions	–	–	571	398	–	969
Disposals (Note 29)	–	–	–	(528)	–	(528)
Depreciation (Note 21)	(3,329)	(606)	(2,001)	(5,877)	(49)	(11,862)
Closing net book amount	106,884	47,237	7,752	9,236	31	171,140
At 31st December 2010						
Cost or valuation	106,884	51,798	28,298	69,430	1,792	258,202
Accumulated depreciation	–	(4,561)	(20,546)	(60,194)	(1,761)	(87,062)
Net book amount	106,884	47,237	7,752	9,236	31	171,140

The Group's buildings located in Hong Kong, the PRC and Singapore were revalued at 31st December 2010. Valuations of buildings located in Hong Kong and the PRC were made on the basis of open market value by Jones Lang LaSalle Limited, a member of the Hong Kong Institute of Surveyors. The buildings of the Group located in Singapore were revalued as at 31st December 2010 on the basis of their open market value by Dickson Property Consultant Pte Ltd., an independent firm of professional valuers. The increase or decrease in carrying amount arising on revaluation net of applicable deferred income taxes was credited or charged to other reserves respectively in shareholders' equity (Note 15).

Depreciation expense of HK$11,862,000 (2009: HK$12,092,000) has been charged in administrative expenses (Note 21).

Lease rental amounting to HK$5,151,000 (2009: HK$7,771,000) is included in the consolidated income statement (Note 21).

7 PROPERTY, PLANT AND EQUIPMENT-GROUP (CONTINUED)

If buildings were stated on the historical cost basis, the amounts would be as follows:

	Group	
	2010	2009
	HK$'000	HK$'000
Cost	**19,900**	19,900
Accumulated depreciation	**(9,702)**	(9,076)
Net book amount	**10,198**	10,824

Bank borrowings are secured on buildings and leasehold land classified as finance lease for the carrying amount of HK$139,630,000 (2009: HK$117,907,000) (Note 17).

The analysis of cost or valuation as at 31st December 2010 of the above assets is as follows:

	Group					
	Buildings	**Leasehold land classified as finance lease**	**Leasehold improve-ments**	**Plant, machinery furniture and equipment**	**Motor vehicles**	**Total**
	HK$'000	**HK$'000**	**HK$'000**	**HK$'000**	**HK$'000**	**HK$'000**
At cost	**–**	**51,798**	**28,298**	**69,430**	**1,792**	**151,318**
At valuation	**106,884**	**–**	**–**	**–**	**–**	**106,884**
	106,884	**51,798**	**28,298**	**69,430**	**1,792**	**258,202**

The analysis of cost or valuation at 31st December 2009 of the above assets is as follows:

	Group					
	Buildings	**Leasehold land classified as finance lease**	**Leasehold improve-ments**	**Plant, machinery furniture and equipment**	**Motor vehicles**	**Total**
	HK$'000	HK$'000 (Restated)	HK$'000	HK$'000	HK$'000	HK$'000 (Restated)
At cost	–	48,815	27,246	66,863	1,687	144,611
At valuation	83,540	–	–	–	–	83,540
	83,540	48,815	27,246	66,863	1,687	228,151

8 INVESTMENTS IN AND AMOUNTS DUE FROM SUBSIDIARIES

	Company	
	2010	2009
	HK$'000	HK$'000
Non-current		
Unlisted shares, at cost	**91,645**	91,645
Current		
Amounts due from subsidiaries (Note (b))	**73,408**	58,357

(a) Investments in subsidiaries

The following is a list of the subsidiaries at 31st December 2010:

Name	Place of incorporation/ establishment and type of legal entity	Principal activities and place of operation	Issued/registered and fully paid capital	Interest Held
Leeport Group Limited (Note(i))	British Virgin Islands, limited liability company	Investment holding in Hong Kong	50,000 ordinary shares of US$1 each	[1]100%
Formtek Machinery Company Limited (Note (i))	Taiwan, limited liability company	Trading of metalforming machines and tools in Taiwan	800,000 ordinary shares of NT$10 each	100%
Leeda Machinery Limited	Hong Kong, limited liability company	Trading of machines in Hong Kong	10,000 ordinary shares of HK$1 each	100%
Leeport Cutting Tools Corporation	British Virgin Islands, limited liability company	Inactive	10,000 ordinary shares of US$1 each	100%
Leeport Electronics Limited	Hong Kong, limited liability company	Trading of electronic equipment in Hong Kong	200,000 ordinary shares of HK$10 each	100%
Leeport Machine Tool Company Limited	Hong Kong, limited liability company	Investment holding in Hong Kong	1,000,000 ordinary shares of HK$10 each	100%
Leeport Macao Commercial Offshore Limited (Note (i))	Macau, limited liability company	Trading of machines, tools, accessories and measuring instruments in Macau	1 ordinary share of MOP100,000 each	100%

[1] Shares held directly by the Company

8 INVESTMENTS IN AND AMOUNTS DUE FROM SUBSIDIARIES (CONTINUED)

(a) Investments in subsidiaries (Continued)

Name	Place of incorporation/ establishment and type of legal entity	Principal activities and place of operation	Issued/registered and fully paid capital	Interest Held
Leeport (Malaysia) Sdn. Bhd. (Note (i))	Malaysia, limited liability company	Distribution and repair of machine tools and accessories in Malaysia	350,000 ordinary shares of RM1 each	100%
Leeport Machine Tool (Shenzhen) Company Limited (Note (i))	PRC, limited liability company	Trading of machines, tools and measuring instruments in the PRC	Registered and fully paid capital of HK$10,000,000	100%
Leeport Machine Tool Trading (China) Limited (Note (i))	PRC, limited liability company	Trading of machines, tools and measuring instruments in the PRC	Registered and fully paid capital of RMB6,000,000	100%
Leeport (Singapore) Pte Ltd (Note (i))	Singapore, limited liability company	Trading of machine tools and related products in Singapore	1,000,000 ordinary shares of S$1 each	100%
Leeport Machinery (Shanghai) Company Limited (Note (i))	PRC, limited liability company	Trading of machines, tools and measuring instruments in the PRC	Registered and fully paid capital of US$1,000,000	98%
Leeport Metalforming Machinery Limited	Hong Kong, limited liability company	Trading of metalforming machines in Hong Kong	50,000 ordinary shares of HK$10 each	100%
Leeport Metrology Corporation	British Virgin Islands, limited liability company	Investment holding in Hong Kong	7,000,000 ordinary shares of US$1 each	90%
Leeport Metrology (Hong Kong) Limited	Hong Kong, limited liability company	Trading of measuring instruments in Hong Kong	1,000,000 ordinary shares of HK$10 each	90%
Leeport Precision Machine Tool Company Limited	Hong Kong, limited liability company	Trading of metalcutting machines in Hong Kong	5,000,000 ordinary shares of HK$1 each	100%

8 INVESTMENTS IN AND AMOUNTS DUE FROM SUBSIDIARIES (CONTINUED)

(a) Investments in subsidiaries (Continued)

Name	Place of incorporation/ establishment and type of legal entity	Principal activities and place of operation	Issued/registered and fully paid capital	Interest Held
Leeport Technology Limited	Hong Kong, limited liability company	Trading of rapid prototyping equipment and plastic injection machines in Hong Kong	100,000 ordinary shares of HK$10 each	100%
Leeport Tools Limited	Hong Kong, limited liability company	Trading of cutting tools in Hong Kong	10,000 ordinary shares of HK$100 each	100%
Leeport Metrology (Dongguan) Limited (Note (i) & (ii))	PRC, limited liability company	Provision of metrology maintenance service in the PRC	Registered and fully paid capital of US$483,060	90%
Rapman Limited	Hong Kong, limited liability company	Manufacturing of rapid prototypes	100,000 ordinary shares of HK$10 each	100%
Rapman (Dongguan) Limited (Note (i))	PRC, limited liability company	Manufacturing of rapid prototypes	Registered and fully paid capital of HK$3,500,000	100%
World Leader Limited	Hong Kong, limited liability company	Property holding in the PRC	1 ordinary share of HK$1 each	100%
Leeport Metrology Macao Commercial Offshore Limited (Note (i))	Macau, limited liability company	Trading of measuring instruments	1 ordinary share of MOP100,000 each	90%
Leeport Tools Macao Commercial Offshore Limited (Note (i))	Macau, limited liability company	Trading of cutting tools	1 ordinary share of MOP100,000 each	100%

Note:

(i) PricewaterhouseCoopers Hong Kong is not the statutory auditor of these companies.

(ii) Formerly known as Mitutoyo Metrology (Dongguan) Limited

(b) Amounts due from subsidiaries

The amounts are unsecured, interest-free and repayable on demand. The amounts are denominated in HK dollars and there is no provision made for the amounts due from subsidiaries.

9 FINANCIAL INSTRUMENTS BY CATEGORY

(a)

	Group		
	Loans and receivables	**Derivatives not used for hedging**	**Total**
	HK$'000	HK$'000	HK$'000
Assets as per consolidated balance sheet			
At 31st December 2010			
Derivative financial instruments (Note 10)	**–**	**549**	**549**
Trade receivables and bills receivables (Note 11)	**254,776**	**–**	**254,776**
Other receivables	**33,838**	**–**	**33,838**
Restricted bank deposits (Note 13)	**45,014**	**–**	**45,014**
Cash and cash equivalents (Note 13)	**62,525**	**–**	**62,525**
Total	**396,153**	**549**	**396,702**
At 31st December 2009			
Derivative financial instruments (Note 10)	–	83	83
Trade receivables and bills receivables (Note 11)	140,470	–	140,470
Other receivables	20,472	–	20,472
Restricted bank deposits (Note 13)	60,027	–	60,027
Cash and cash equivalents (Note 13)	57,813	–	57,813
Total	278,782	83	278,865

9 FINANCIAL INSTRUMENTS BY CATEGORY (CONTINUED)

(a) (Continued)

	Group		
	Other liabilities	**Derivatives not used for hedging**	**Total**
	HK$'000	HK$'000	HK$'000
Liabilities as per consolidated balance sheet			
At 31st December 2010			
Borrowings (Note 17)	**121,291**	**–**	**121,291**
Trade payables and bills payables (Note 16)	**175,078**	**–**	**175,078**
Other payables	**121,586**	**–**	**121,586**
Total	**417,955**	**–**	**417,955**
At 31st December 2009			
Derivative financial instruments (Note 10)	–	322	322
Borrowings (Note 17)	175,045	–	175,045
Trade payables and bills payables (Note 16)	103,892	–	103,892
Other payables	78,948	–	78,948
Total	357,885	322	358,207

9 FINANCIAL INSTRUMENTS BY CATEGORY (CONTINUED)

(b)

	Company Loans and receivables HK$'000
Assets as per balance sheet	
At 31st December 2010	
Amounts due from subsidiaries (Note 8)	**73,408**
Cash and cash equivalents (Note 13)	**22**
Total	**73,430**
At 31st December 2009	
Amounts due from subsidiaries (Note 8)	58,357
Cash and cash equivalents (Note 13)	101
Total	58,458

	Other liabilities HK$'000
Liabilities as per balance sheet	
At 31st December 2010	
Other payables (Note 16)	**91**
Total	**91**
At 31st December 2009	
Other payables (Note 16)	102
Total	102

10 DERIVATIVE FINANCIAL INSTRUMENTS

	Group			
	2010		2009	
	Assets HK$'000	**Liabilities HK$'000**	Assets HK$'000	Liabilities HK$'000
Forward foreign exchange contracts – non-hedge instruments	**549**	–	**83**	322

As at 31st December 2010, the Group has outstanding gross-settled foreign currency forward contracts to buy EUR539,000 for HKD5,523,000, buy JPY267,200,000 for HKD25,085,000 and buy SGD500,000 for HKD2,961,000 (2009: Buy EUR1,042,000 for HKD11,564,000 and buy JPY300,000,000 for HKD25,497,000).

11 TRADE AND BILLS RECEIVABLES, OTHER RECEIVABLES, PREPAYMENTS AND DEPOSITS

	Group		Company	
	2010 HK$'000	2009 HK$'000	**2010 HK$'000**	2009 HK$'000
Trade receivables and bills receivables	**259,651**	150,061	**–**	–
Less: provision for impairment of receivables	**(4,875)**	(9,591)	**–**	–
Trade receivables and bills receivables – net	**254,776**	140,470	**–**	–
Other receivables, prepayments and deposits	**53,420**	43,989	**332**	342
	308,196	184,459	**332**	342

The carrying amounts of trade and bills receivables, other receivables and deposits approximate their fair value.

11 TRADE AND BILLS RECEIVABLES, OTHER RECEIVABLES, PREPAYMENTS AND DEPOSITS (CONTINUED)

At 31st December 2010 and 2009, the ageing analysis of trade receivables and bills receivables by due dates are as follows:

	Group	
	2010	2009
	HK$'000	HK$'000
Current	**171,426**	92,925
1-3 months	**64,762**	29,533
4-6 months	**7,762**	8,231
7-12 months	**7,307**	1,444
Over 12 months	**8,394**	17,928
	259,651	150,061
Less: provision for impairment of receivables	**(4,875)**	(9,591)
	254,776	140,470

The Group generally grants credit terms of 30 to 120 days to its customers. Longer payment terms of approximately 180 days might be granted to those customers who have good payment history and long-term business relationship with the Group.

There is no concentration of credit risk with respect to trade receivables, as the Group has a large number of customers.

11 TRADE AND BILLS RECEIVABLES, OTHER RECEIVABLES, PREPAYMENTS AND DEPOSITS (CONTINUED)

The carrying amounts of the Group's trade receivables and bills receivable are denominated in the following currencies:

	Group	
	2010	2009
	HK$'000	HK$'000
EUR	**19,779**	22,384
HKD	**25,326**	36,604
JPY	**65,985**	15,232
USD	**10,164**	9,477
RMB	**119,544**	51,519
Other currencies	**13,978**	5,254
	254,776	140,470

As of 31st December 2010, trade receivables of HK$83,350,000 (2009: HK$47,545,000) were past due but not impaired. These relate to a number of customers with no history of credit default and they are in continuous trading with the Group. The ageing analysis of these trade receivables based on due date is as follows:

	Group	
	2010	2009
	HK$'000	HK$'000
1-3 months	**64,762**	29,533
4-6 months	**7,762**	8,231
7-12 months	**7,307**	1,444
Over 12 months	**3,519**	8,337
	83,350	47,545

As at 31st December 2010, trade receivables of HK$4,875,000 (2009: HK$9,591,000) were impaired and were fully provided for. The individually impaired receivables mainly relate to smaller customers which were in financial difficulties. The ageing analysis of these non-recoverable receivables based on due date are as follows:

	Group	
	2010	2009
	HK$'000	HK$'000
Over 12 months	**4,875**	9,591

11 TRADE AND BILLS RECEIVABLES, OTHER RECEIVABLES, PREPAYMENTS AND DEPOSITS (CONTINUED)

The Group has recognised a net loss of HK$2,642,000 (2009: HK$1,112,000) for the impairment of its trade receivables and bills receivables during the year ended 31st December 2010. The loss has been included in administrative expenses in the consolidated income statement.

Movements of provision for impairment of trade receivables and bills receivables are as follows:

	Group	
	2010 **HK$'000**	2009 HK$'000
At beginning of the year	**9,591**	8,479
Written off of receivables	**(7,358)**	–
Provision for impairment of receivables	**2,918**	1,713
Recovery of impaired receivables	**(276)**	(601)
At end of the year	**4,875**	9,591

The creation and release of provision for impaired receivables has been included in administrative expenses in the consolidated income statement (Note 21). Amounts charged to the allowance account are generally written off when there is no expectation of recovering additional cash.

The maximum exposure to credit risk at the reporting date is the carrying value of each class of receivable mentioned above. The Group does not hold any collateral as security.

12 INVENTORIES

	Group	
	2010 **HK$'000**	2009 HK$'000
Merchandise	**159,487**	181,803

The provision for slow moving inventories recognised as an expense and included in cost of goods sold amounted to HK$12,843,000 (2009: HK$4,403,000) (Note 21).

The cost of inventories recognised as expense and included in cost of goods sold amounted to HK$872,318,000 (2009: HK$612,023,000) (Note 21).

13 RESTRICTED BANK DEPOSITS AND CASH AND CASH EQUIVALENTS

	Group		Company	
	2010	2009	**2010**	2009
	HK$'000	HK$'000	**HK$'000**	HK$'000
Restricted bank deposits (Note (a))	**45,014**	60,027	**–**	–
Cash at bank and in hand (Note (b))	**62,525**	57,813	**22**	101

(a) Restricted bank deposits of the Group are pledged to secure banking facilities granted to the Group. The effective interest rate on restricted bank deposits was 0.36% (2009: 0.42%) and these deposits have an average renewal period of 8 days (2009: 14 days).

(b) The bank balances of the Group amounting to HK$31,118,000 (2009: HK$14,490,000) are placed with certain banks in the PRC. The remittance of these balances is subject to the foreign exchange control restrictions imposed by the PRC government.

Cash, cash equivalents and bank overdrafts for the purposes of the consolidated cash flow statement include the following:

	Group		Company	
	2010	2009	**2010**	2009
	HK$'000	HK$'000	**HK$'000**	HK$'000
Cash and cash equivalents	**62,525**	57,813	**22**	101
Bank overdrafts (Note 17)	**(3,552)**	(213)	**–**	–
	58,973	57,600	**22**	101

13 RESTRICTED BANK DEPOSITS AND CASH AND CASH EQUIVALENTS (CONTINUED)

The table below shows the bank deposits balance of the major counterparties as of 31st December 2010 and 2009.

	Group	
	2010	2009
	HK$'000	HK$'000
Cash and cash equivalents		
Cash at banks and bank deposits		
– Listed financial institutions	**61,533**	55,472
– Non-listed financial institutions	**528**	1,812
	62,061	57,284
Cash in hand	**464**	529
Total	**62,525**	57,813
Secured restricted bank deposits		
– Listed financial institutions	**45,014**	60,027

The carrying amounts of the Group's cash at bank and in hand are denominated in the following currencies:

	Group	
	2010	2009
	HK$'000	HK$'000
EUR	**4,811**	5,500
HKD	**9,029**	13,864
JPY	**9,769**	13,796
USD	**5,700**	8,543
RMB	**28,605**	13,068
Other currencies	**4,611**	3,042
	62,525	57,813

14 SHARE CAPITAL

	2010 HK$'000	2009 HK$'000
Authorised:		
1,000,000,000 ordinary shares of HK$0.10 each	**100,000**	100,000
Issued and fully paid:		
215,444,062 (2009: 215,444,062) ordinary shares of HK$0.10 each	**21,544**	21,544

	Ordinary shares at HK$0.10 each	
	Number Of shares (thousands)	**HK$'000**
At 31st December 2010 and 2009	215,444	21,544

Share options

On 17th June 2003, the Company approved and adopted a share option scheme (the "Scheme"). Share options were granted to directors and to selected employees in 2008 and all non-exercised share options granted in 2008 were expired during the year. On 29th March 2010, 7,980,000 new share options have been offered and granted to employees and directors with an exercise price of HK$0.61 per share. The closing price of the shares on 26th March 2010 (immediately before 29th March 2010, the date those options granted) was HK$0.60 per share.

The Company has been using the Black – Scholes Valuation model to value the share options granted. The key parameters used in the model and the corresponding fair value of the options granted during 2010 are as follows:

Date of granted	29th March 2010
Number of share options granted	7,980,000
Total option value (HK$)	1,915,200
Share price at date of grant (HK$)	0.61
Exercise price (HK$)	0.61
Expected life of options	2 years
Annualised volatility	76%
Risk free interest rate	0.72%
Dividend payout rate	0%

14 SHARE CAPITAL (CONTINUED)

The exercise period of the above share options is from 29th March 2011 to 28th March 2012 (both dates inclusive).

The share based payment recognised in the consolidated income statement for the share options granted to directors and employees for the year ended 31st December 2010 is HK$1,134,000 (2009: HK$379,000).

Pursuant to the share option scheme, the share options will be fully vested on 29th March 2011.

Movements in the number of share options outstanding and their related exercise prices are as follows:

Eligible participants	Date of Grant	Exercise Price HK$	At Beginning of period	Granted during the period	Exercised during the period	Expired/ Lapsed/ Cancelled during the period	At end of period
Mr. LEE Sou Leung, Joseph	22nd April 2008	1.25	500,000	–	–	(500,000)	–
(Mr. Lee)	29th March 2010	0.61	–	580,000	–	–	580,000
Ms. TAN, Lisa Marie	22nd April 2008	1.25	500,000	–	–	(500,000)	–
(Ms. Tan)	29th March 2010	0.61	–	580,000	–	–	580,000
Mr. CHAN Ching	22nd April 2008	1.25	500,000	–	–	(500,000)	–
Huen, Stanley (Mr. Chan)	29th March 2010	0.61	–	580,000	–	–	580,000
Dr. LUI Sun Wing	22nd April 2008	1.25	100,000	–	–	(100,000)	–
(Dr. Lui)	29th March 2010	0.61	–	100,000	–	–	100,000
Mr. PIKE, Mark	22nd April 2008	1.25	100,000	–	–	(100,000)	–
Terence (Mr. Pike)	29th March 2010	0.61	–	100,000	–	(100,000)	–
Mr. NIMMO, Walter	22nd April 2008	1.25	100,000	–	–	(100,000)	–
Gilbert Mearns (Mr. Nimmo)	29th March 2010	0.61	–	100,000	–	–	100,000
Employees	22nd April 2008	1.25	5,548,000	–	–	(5,548,000)	–
(excluding directors)	29th March 2010	0.61	–	5,940,000	–	–	5,940,000
			7,348,000	7,980,000	–	(7,448,000)	7,880,000

15 OTHER RESERVES – GROUP AND COMPANY

	Group					
	Share premium HK$'000	Building revaluation reserve HK$'000	Exchange reserve HK$'000	Other reserve HK$'000	Merger reserve HK$'000	Total HK$'000
Balance at 1st January 2009	26,480	35,208	55,493	664	11,310	129,155
Currency translation differences	–	105	(10,927)	–	–	(10,822)
Revaluation-gross (Note 7)	–	33,939	–	–	–	33,939
Revaluation-tax (Note 18)	–	(5,068)	–	–	–	(5,068)
Transfer of property revaluation reserve to retained earnings on depreciation of buildings	–	(1,292)	–	–	–	(1,292)
Share option scheme – value of services provided	–	–	–	379	–	379
Balance at 31st December 2009	26,480	62,892	44,566	1,043	11,310	146,291
Balance at 1st January 2010	**26,480**	**62,892**	**44,566**	**1,043**	**11,310**	**146,291**
Currency translation differences	**–**	**354**	**4,954**	**–**	**–**	**5,308**
Revaluation-gross (Note 7)	**–**	**21,345**	**–**	**–**	**–**	**21,345**
Revaluation-tax (Note 18)	**–**	**(2,539)**	**–**	**–**	**–**	**(2,539)**
Transfer of property revaluation reserve to retained earnings on depreciation of buildings	**–**	**(2,523)**	**–**	**–**	**–**	**(2,523)**
Share option scheme – value of services provided	**–**	**–**	**–**	**1,134**	**–**	**1,134**
Balance at 31st December 2010	**26,480**	**79,529**	**49,520**	**2,177**	**11,310**	**169,016**

15 OTHER RESERVES (CONTINUED)

	Company				
	Share premium HK$'000	Contributed surplus HK$'000 (Note (a))	Exchange reserve HK$'000	Other reserve HK$'000	Total HK$'000
Balance at 1st January 2009	26,480	91,445	8,213	664	126,802
Share option scheme					
– value of services provided	–	–	–	379	379
Currency translation difference	–	–	97	–	97
Balance at 31st December 2009	26,480	91,445	8,310	1,043	127,278
Balance at 1st January 2010	**26,480**	**91,445**	**8,310**	**1,043**	**127,278**
Share option scheme					
– value of services provided	**–**	**–**	**–**	**1,134**	**1,134**
Currency translation difference	**–**	**–**	**4,375**	**–**	**4,375**
Balance at 31st December 2010	**26,480**	**91,445**	**12,685**	**2,177**	**132,787**

Notes:

(a) The contributed surplus represents the difference between the consolidated shareholders' funds of the subsidiaries and the nominal value of the Company's shares issued for the acquisition at the time of the Group's reorganisation. Under the Companies Act 1981 of Bermuda, contributed surplus is distributable to shareholders, subject to the condition that the Company cannot declare or pay a dividend, or make a distribution out of contributed surplus if (i) it is, or would after the payment be, unable to pay its liabilities as they become due, or (ii) the realisable value of its assets would thereby be less than the aggregate of its liabilities and its issued share capital and share premium account.

(b) Distributable reserves of the Company at 31st December 2010 amounted to HK$115,008,000 (2009: HK$101,196,000).

16 TRADE, BILLS PAYABLES, OTHER PAYABLES, ACCRUALS AND DEPOSITS RECEIVED

	Group		Company	
	2010 HK$'000	2009 HK$'000	**2010 HK$'000**	2009 HK$'000
Trade payables and bills payables	**175,078**	103,892	**–**	–
Other payables, accruals and deposits received	**132,290**	85,684	**91**	102
	307,368	189,576	**91**	102

At 31st December, the ageing analysis of trade payables and bills payable are as follows:

	Group	
	2010 HK$'000	2009 HK$'000
Current	**168,961**	97,158
1-3 months	**5,133**	2,058
4-6 months	**14**	3,380
7-12 months	**1**	254
Over 12 months	**969**	1,042
	175,078	103,892

The carrying amounts of the trade payables and bills payable are denominated in the following currencies:

	Group	
	2010 HK$'000	2009 HK$'000
JPY	**21,269**	69,874
EUR	**116,097**	13,796
USD	**12,453**	7,681
RMB	**1,906**	6,026
HKD	**19,447**	2,107
Others	**3,906**	4,408
	175,078	103,892

17 BORROWINGS

	Group 2010 HK$'000	2009 HK$'000 (Restated)	2008 HK$'000
Current			
Collateralised borrowings	**–**	–	12,494
Trust receipt loans	**56,668**	56,514	130,470
Portion of term loans from banks due for repayment within one year	**55,090**	97,417	68,810
Portion of term loans from banks due for repayment after one year which contain a repayment on demand clause	**5,981**	20,901	–
Bank overdrafts (Note 13(b))	**3,552**	213	9,106
Total borrowings	**121,291**	175,045	220,880

Certain bank facilities are secured by the leasehold land (Note 6), buildings and leasehold land classified as finance lease (Note 7) and restricted bank deposits (Note 13) of the Group.

The exposure of the Group's borrowings to interest rate changes and the contractual repricing dates at the end of the reporting period are as follows:

	Group 2010 HK$'000	2009 HK$'000
Within 1 year		
– Bank loans	**55,090**	97,417
– Others	**60,220**	56,727
	115,310	154,144
1 – 5 years		
– Bank loans	**5,981**	20,901
	121,291	175,045

17 BORROWINGS (CONTINUED)

The carrying amounts of borrowings approximate their fair value.

The effective interest rates per annum at the balance sheet date are as follows:

	2010					2009				
	HK$	**US$**	**EUR**	**JPY**	**Others**	HK$	US$	EUR	JPY	Others
Bank overdrafts	–	–	–	–	5.75%	5.25%	–	–	–	–
Trust receipts loans	–	–	2.36%	1.68%	–	–	2.22%	2.61%	2.13%	–
Bank loans	1.85%	–	–	–	–	2.21%	–	–	–	–

The carrying amounts of the borrowings are denominated in the following currencies:

	Group	
	2010	2009
	HK$'000	HK$'000
EUR	**7,981**	12,309
HKD	**41,700**	118,531
JPY	**68,058**	39,167
USD	**–**	5,038
Other currencies	**3,552**	–
	121,291	175,045

The facilities expiring within one year are annual facilities subject to review at various dates during year 2010.

18 DEFERRED INCOME TAX

Deferred income tax is calculated in full on temporary differences under the liability method using a principal taxation rate of 16.5% (2009: 16.5%).

The movement on the deferred income tax liabilities account are as follows:

	Group	
	2010	2009
	HK$'000	HK$'000
Accelerated tax depreciation		
At 1st January	**12,261**	7,427
Exchange differences	**5**	10
Credited to income statement (Note 24)	**479**	(244)
Charged directly to equity (Note 15)	**2,539**	5,068
At 31st December	**15,284**	12,261

The deferred income tax charged to equity during the year is as follows:

	Group	
	2010	2009
	HK$'000	HK$'000
Building revaluation reserves in shareholders' equity (Note 15)	**2,539**	5,068

Deferred income tax assets are recognised for tax losses carry forwards to the extent that realisation of the related tax benefit through the future taxable profits is probable. The Group did not recognise deferred income tax assets of HK$16,197,000 (2009: HK$19,825,000) in respect of losses amounting to HK$72,309,000 (2009: HK$80,917,000) that can be carried forward against future taxable income. Losses amounting to HK$64,963,000 (2009: HK$58,976,000) have no expiry period. The remaining tax losses of HK$7,346,000 as at 31st December 2010 (2009: HK$21,941,000) will be expired within five years.

19 OTHER PAYABLES, ACCRUALS AND DEPOSITS RECEIVED

Included in other payables, accruals and deposits received is a warranty provision for repairs or replacement of products still under the warranty period at the balance sheet date. The Group normally provides one-year warranties on certain products and undertakes to repair items that fail to perform satisfactorily. Movements in warranty provision are set out below:

	Group	
	2010	2009
	HK$'000	HK$'000
At 1st January	**2,397**	3,285
Provision made during the year	**7,477**	4,632
Provision utilised during the year	**(6,121)**	(5,520)
At 31st December	**3,753**	2,397

The provision has been included in selling and distribution costs in the consolidated income statement.

20 OTHER INCOME AND GAINS – NET

	Group	
	2010	2009
	HK$'000	HK$'000
Derivative instruments – forward contracts:		
– Realised and unrealised net fair value gain/(loss)	**788**	(579)
Interest income	**322**	321
Investment income/(loss)	**1,110**	(258)
Service income	**17,581**	16,212
Commission income	**1,895**	5,585
Other income	**4,162**	2,361
	24,748	23,900

21 EXPENSES BY NATURE

Expenses included in cost of goods sold, selling and distribution costs and administrative expenses are analysed as follows:

	Group	
	2010	2009
	HK$'000	HK$'000
Auditor's remuneration	**2,100**	2,000
Cost of inventories sold (Note 12)	**872,318**	612,023
Depreciation on property, plant and equipment (Note 7)	**11,862**	12,092
Amortisation on leasehold land (Note 6)	**213**	213
Operating lease rentals in respect of land and buildings (Note 7)	**5,151**	7,771
Provision for slow moving inventories (Note 12)	**12,843**	4,403
Net provision for impairment of trade and bills receivables (Note 11)	**2,642**	1,112
Foreign exchange loss (Note 25)	**11,432**	10,210
Employee benefits expenses (including directors' remuneration) (Note 22)	**76,860**	82,615
Other expenses	**76,242**	80,900
Total cost of good sold, selling and distribution costs and administrative expenses	**1,071,663**	813,339

22 EMPLOYEE BENEFITS EXPENSES

	Group	
	2010	2009
	HK$'000	HK$'000
Wages and salaries, including other termination benefits HK$Nil (2009: HK$2,032,000)	**68,246**	74,284
Pension costs-defined contribution plans (Note (a))	**7,480**	7,952
Share based compensation	**1,134**	379
	76,860	82,615

22 EMPLOYEE BENEFITS EXPENSES (CONTINUED)

(a) Pensions-defined contribution plans

The Group operates a defined contribution retirement scheme, an Occupational Retirement Scheme, for qualified employees, including executive directors of the Company, in Hong Kong prior to 1st December 2000. The cost charged to the income statement represents contributions payable or paid to the funds by the Group at the rate of 5% of the salary with a ceiling of HK$1,000 per month for general staff and there is no ceiling for managerial staff. Where there are employees who leave the scheme prior to vesting fully in the contributions, the contributions payable by the Group are reduced by the amount of forfeited contributions.

With effect from 1st December 2000, a Mandatory Provident Fund scheme (the "MPF Scheme") has been set up for employees in Hong Kong, in accordance with the Mandatory Provident Fund Scheme Ordinance. Commencing on 1st December 2000, the existing employees in Hong Kong may elect to join the MPF Scheme, and all new employees in Hong Kong are required to join the MPF Scheme. Under the rules of the MPF Scheme, the employer and its employees in Hong Kong are each required to contribute 5% of their gross earnings with a ceiling of HK$1,000 per month to the MPF Scheme. The only obligation of the Group with respect to the MPF Scheme is to make the required contributions under the scheme. No forfeited contribution is available to reduce the contribution payable in the future years. The MPF contributions charged to the income statement represent the contributions payable or paid to the funds by the Group.

Contributions totalling HK$113,000 (2009: HK$115,000) were payable to the funds at the year end.

Employees in the subsidiaries operating in the PRC are required to participate in defined contribution retirement schemes operated by the local municipal governments. The retirement schemes for employees of the overseas subsidiaries follow the local statutory requirements of the respective countries. Contributions are made to the schemes based on a certain percentage of the applicable employee payroll.

There is no forfeited contributions utilised during the year (2009: HK$Nil), leaving HK$Nil balance available at the year end (2009: HK$Nil) to reduce future contributions.

22 EMPLOYEE BENEFITS EXPENSES (CONTINUED)

(b) Directors' and senior management's emoluments

The remuneration of every director for the year ended 31st December 2010 is set out below:

Name of Director	Fees HK$'000	Salary HK$'000	Discretionary bonuses HK$'000	Other benefits (a) HK$'000	Employer's contribution to pension scheme HK$'000	Total HK$'000
Executive directors						
Lee Sou Leung, Joseph	**–**	**1,365**	**150**	**86**	**63**	**1,664**
Tan, Lisa Marie	**–**	**611**	**–**	**–**	**28**	**639**
Chan Ching Huen, Stanley	**–**	**935**	**150**	**378**	**12**	**1,475**
Non-executive directors						
Lui Sun Wing	**100**	**–**	**–**	**–**	**–**	**100**
Pike, Mark Terence	**100**	**–**	**–**	**–**	**–**	**100**
Nimmo, Walter Gilbert Mearns	**100**	**–**	**–**	**–**	**–**	**100**

The remuneration of every director for the year ended 31st December 2009 is set out below:

Name of Director	Fees HK$'000	Salary HK$'000	Discretionary bonuses HK$'000	Other benefits (a) HK$'000	Employer's contribution to pension scheme HK$'000	Total HK$'000
Executive directors						
Lee Sou Leung, Joseph	–	1,365	–	85	63	1,513
Tan, Lisa Marie	–	611	–	–	28	639
Chan Ching Huen, Stanley	–	941	–	372	12	1,325
Non-executive directors						
Lui Sun Wing	100	–	–	–	–	100
Pike, Mark Terence	100	–	–	–	–	100
Nimmo, Walter Gilbert Mearns	100	–	–	–	–	100

22 EMPLOYEE BENEFITS EXPENSES (CONTINUED)

(b) Directors' and senior management's emoluments (Continued)

Notes:

(a) Other benefits mainly comprise housing and other allowances. Apart from the emoluments paid by the Group as above, two of the buildings located in Hong Kong of the Group are provided to two of the executive directors as their residency which formed part of their emoluments.

(c) Five highest paid individuals

The five individuals whose emoluments were the highest in the Group for the year include two (2009: two) directors whose emoluments are reflected in the analysis presented above. The emoluments payable to the remaining three (2009: three) individuals during the year are as follows:

	Group	
	2010	2009
	HK$'000	HK$'000
Salaries, allowances and benefits in kind	**2,475**	2,857
Discretionary bonuses	**1,309**	–
Pension costs-defined contribution plans	**199**	85
Share based compensation	**99**	31
	4,082	2,973

The emoluments fell within the following bands:

	Number of individuals	
	2010	2009
Emolument bands		
Less than HK$1,000,000	**–**	2
HK$1,000,001-HK$1,500,000	**3**	1
	3	3

23 FINANCE COSTS

	Group	
	2010	2009
	HK$'000	HK$'000
Interest expense on:		
– bank overdrafts, trust receipt loans and bank borrowings wholly repayable within five years	**3,227**	5,320

24 INCOME TAX EXPENSE/(CREDIT)

The amount of taxation charged/(credited) to the consolidated income statement represents:

	Group	
	2010	2009
	HK$'000	HK$'000
Current income tax		
– Hong Kong profits tax	**629**	80
– PRC and overseas taxation	**619**	173
– Over provision in previous years	**(227)**	(928)
Deferred income tax (Note 18)	**479**	(244)
	1,500	(919)

Hong Kong profits tax has been provided at the rate of 16.5% (2009: 16.5%) on the estimated assessable profit for the year.

EIT tax in the PRC has been provided at the rate of 25% (2009: 25%) on the estimated assessable profit for the year with certain preferential provisions.

Corporate tax in Singapore has been provided at the rate of 17% (2009: 17%) on the estimated assessable profit for the year.

Taxation on other overseas profits has been calculated on the estimated assessable profit for the year at the rates of taxation prevailing in the countries in which the subsidiaries of the Group operate.

24 INCOME TAX EXPENSE/(CREDIT) (CONTINUED)

The difference between the Group's expected tax charge at respective applicable tax rates and the Group's tax charge for the years are as follows:

	Group	
	2010	2009
	HK$'000	HK$'000
Profit/(loss) before income tax	**25,819**	(36,197)
Tax calculated at domestic tax rates applicable to profits/(loss) in the respective countries	**5,960**	(8,854)
Income not subject to taxation	**(16,520)**	(6,269)
Expenses not deductible for taxation purposes	**10,695**	11,235
Tax losses for which no deferred income tax asset was recognised	**2,473**	4,141
Utilisation of previous tax loss	**(2,032)**	–
(Over)/under provision in previous years		
– Hong Kong profits tax	**(227)**	(928)
– Deferred income tax	**1,151**	(244)
Income tax expense/(credit)	**1,500**	(919)

In January 2010, the Hong Kong Inland Revenue Department ("IRD") issued an additional tax assessment to Leeport Machine Tool Company Limited ("LMT"), a subsidiary of the Group, in respect of its potential taxation liabilities for the year of assessment 2003/04 in the amount of HK$875,000. LMT has formally objected to the additional assessment. The IRD subsequently granted a conditional holdover on the condition that LMT would purchase a tax reserve certificate in the amount of HK$875,000. In March 2010, the subsidiary purchased the tax reserve certificate of HK$875,000. The Group believes that the objection is well founded and is determined to defend the LMT's position vigorously.

25 REALISED AND UNREALISED FOREIGN EXCHANGE LOSS

The realised exchange loss of HK$3,444,000 and unrealised exchange loss of HK$7,988,000 recognised in the consolidated income statement are included as administrative expenses for the year ended 31st December 2010 (2009: realised foreign exchange loss: HK$8,778,000 and unrealised exchange loss: HK$1,432,000).

26 PROFIT/(LOSS) ATTRIBUTABLE TO EQUITY HOLDERS

The profit/(loss) attributable to equity holders of the Company is dealt with in the financial statements of the Company to the extent of HK$15,901,000 (2009: HK$(210,000)).

27 EARNINGS/(LOSS) PER SHARE

(a) Basic

Basic earnings/(loss) per share are calculated by dividing the profit/(loss) attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the year.

	2010	2009
Profit/(loss) attributable to equity holders of the Company (HK$'000)	**25,199**	(34,348)
Weighted average number of ordinary shares in issue (in thousands)	**215,444**	215,444
Basic earnings/(loss) per share (HK cents per share)	**11.70**	(15.94)

(b) Diluted

The diluted earnings/(loss) per share are calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The Company has one category of dilutive potential ordinary shares only: share options. A calculation is done to determine the number of shares that could have been acquired at fair value (determined as the average annual market share price of the Company's shares) based on the monetary value of the subscription rights attached to outstanding share options. The number of shares calculated as (a) is compared with the number of shares that would have been issued assuming the exercise of the share options.

The diluted earnings per share are based on the weighted average number of ordinary shares, including the adjustment for share options granted, during the period of 217,251,000.

The conversion of all potential ordinary shares arising from share options granted by the Company would have an anti-dilutive effect on the loss per share for the year ended 31st December 2009.

27 EARNINGS/(LOSS) PER SHARE (CONTINUED)

(b) Diluted (Continued)

	2010	2009
Weighted average number of ordinary shares in issue (in thousands)	**215,444**	215,444
Adjustment for:		
– Share options (in thousands)	**1,807**	–
Weighted average number of ordinary shares for diluted earnings/(loss) per share (in thousands)	**217,251**	215,444

	2010	2009
Earnings/(loss) per share attributable to the equity holders of the Company (HK cents per share)		
– basic	**11.70**	(15.94)
– diluted	**11.60**	(15.94)

28 DIVIDENDS

There was an interim dividend paid for the year ended 31st December 2010, amounting to HK$6,463,000 (2009: HK$Nil). Final dividend of HK4.5 cents is proposed for the year ended 31st December 2010 (2009: HK Nil cents).

	2010 HK$'000	2009 HK$'000
Interim, paid, of HK3.0 cents (2009: HK Nil cents) per ordinary share	**6,463**	–
Final, proposed, of HK4.5 cents (2009: HK Nil cents) per ordinary share	**9,695**	–
	16,158	–

29 CASH GENERATED FROM OPERATIONS

	Group	
	2010 HK$'000	2009 HK$'000
Profit/(loss) before income tax	25,819	(36,197)
Adjustments for:		
– Share based compensation	1,134	379
– Depreciation of property, plant and equipment (Note 7)	11,862	12,092
– Amortisation on leasehold land (Note 6)	213	213
– Profit on sale of property, plant and equipment (see Note (a) below)	(52)	(75)
– Fair value (gain)/loss on derivative financial instruments (Note 20)	(788)	579
– Interest income (Note 20)	(322)	(321)
– Interest expense (Note 23)	3,227	5,320
– Unrealised exchange loss (Note 25)	7,988	1,432
– Provision for inventories (Note 21)	12,843	4,403
– Net impairment losses for trade receivables (Note 11)	2,642	1,112
Changes in working capital (excluding the effects of exchange differences on consolidation):		
– Decrease in inventories	10,466	101,361
– (Increase)/decrease in trade receivables and bills receivables, other receivables, prepayments and deposits	(136,820)	38,164
– Increase/(decrease) in trade payables and bills payables, trust receipt loans, other payables, accruals and deposits received	112,196	(65,282)
Cash generated from operations	50,408	63,180

Notes:

(a) In the cash flow statement, proceeds from sale of property, plant and equipment comprise:

	Group	
	2010 HK$'000	2009 HK$'000
Net book amount (Note 7)	528	562
Profit on sale of property, plant and equipment	52	75
Proceeds from sale of property, plant and equipment	580	637

30 CONTINGENT LIABILITIES

	Group	
	2010	2009
	HK$'000	HK$'000
Letters of guarantee given to customers	**41,507**	24,425

Certain subsidiaries have given undertakings to banks that they will perform certain contractual non-financial obligations to third parties. In return, the banks have provided letters of guarantee to third parties on behalf of these subsidiaries. As at 31st December 2010, the amount of guarantees outstanding was HK$41,507,000 (2009: HK$24,425,000).

31 COMMITMENTS

Commitments under operating leases

As lessee

At 31st December 2010, the Group had future aggregate minimum lease payments under non-cancellable operating leases in respect of land and buildings as follows:

	Group	
	2010	2009
	HK$'000	HK$'000
Not later than one year	**2,716**	3,199
Later than one year but not later than five years	**1,435**	1,359
More than five years	**–**	55
	4,151	4,613

32 RELATED PARTY TRANSACTIONS

The Group is controlled by Peak Power Technology Limited (incorporated in the British Virgin Island), which owns 67.08% of the Company's shares. The remaining 32.92% of the shares are widely held.

Other than those as disclosed in other notes to the consolidated financial statements, the Group has entered into the following significant transactions with related parties during the year:

	Note	Group 2010 HK$'000	Group 2009 HK$'000
Rental paid to a director, Mr LEE Sou Leung, Joseph	(a)	**84**	84

(a) One of the subsidiaries of the Group has entered into lease agreements with a director, Mr LEE Sou Leung, Joseph to lease office spaces for the year ended 31st December 2010 amounted to HK$84,000 (2009: HK$84,000). In the opinion of the directors, such transactions have been entered into in the ordinary and usual course of business of the Group, the terms are negotiated on an arm's length basis and on normal commercial terms, and are fair and reasonable in the interests of the shareholders of the Company as a whole.

(b) Key management compensation

Key management includes directors (executive and non-executive), members of Executive Committee and the Company Secretary. The Compensation paid or payable to key management for employee service is shown below:

	Group 2010 HK$'000	Group 2009 HK$'000
Salaries and other short-term employee benefits	**12,673**	10,589
Pension costs-defined contribution plans	**312**	318
Share based compensation	**544**	196
	13,529	11,103

32 RELATED PARTY TRANSACTIONS (CONTINUED)

(c) The Company has entered into a deed of guarantee with The Bank of Tokyo-Mitsubishi UFJ Limited, DBS Bank (Hong Kong) Limited, Hang Seng Bank Limited, and Dah Sing Bank Limited, on 12th June 2006, 22nd June 2006, 13th January 2010 and 18th April 2005 respectively whereby the Company guarantees to secure the repayment of various banking facilities granted to the Company's wholly-owned subsidiary, Leeport Machine Tool Company Limited ("LMTCL") and the Company's non-wholly-owned subsidiary, Leeport Metrology (Hong Kong) Limited ("LMHK") in the total amount of HK$159 million. The Company holds 90% equity interests indirectly in LMHK while the remaining 10% equity interests are held by a third party minority shareholder. These guarantees provided by the Company have the effect of granting financial assistance to LMHK as a non-wholly owned subsidiary and the minority shareholder of LMHK has not provided guarantees in proportion to its equity interests in LMHK. The aforesaid banking facilities guaranteed by the Company will be used for general corporate purpose and as general working capital of LMTCL and LMHK (as the case may be). The directors consider that the aforesaid guarantees are provided upon normal commercial terms and are in the interest of the Company and of its shareholders as a whole.

33 EVENTS AFTER BALANCE SHEET DATE

On 21 January 2011, the Group has entered into the sale and purchase agreement with Mitutoyo Corporation, a company incorporated in Japan, in which the Group conditionally agreed to sell and Mitutoyo Corporation conditionally agreed to purchase an aggregate of 41% of the issued share capital of a subsidiary company, Leeport Metrology Corporation ("LMC"), a company incorporated in British Virgin Islands, in two phases for a total consideration of HK$28,700,000, of which HK$7,000,000 to be received upon the phase I completion of 10% share transfer of LMC with a Long Stop Date on 31st May 2011 and HK$21,700,000 to be received upon the phase II completion of 31% share transfer of LMC with a Long Stop Date on 29th February 2012.

Five Year Financial Summary

The following table summarises the consolidated results, assets and liabilities of the Group for the five years ended 31st December:

	2010 HK$'000	2009 HK$'000 (Restated)	2008 HK$'000 (Restated)	2007 HK$'000 (Restated)	2006 HK$'000 (Restated)
Results					
Sales	**1,075,961**	758,562	1,037,212	846,236	881,172
Profit/(loss) before income tax	**25,819**	(36,197)	6,006	26,631	35,615
Income tax (expense)/credit	**(1,500)**	919	(85)	(3,548)	(4,376)
Profit/(loss) for the year	**24,319**	(35,278)	5,921	23,083	31,239
Profit/(loss) attributable to:					
Equity shareholders	**25,199**	(34,348)	7,896	23,406	30,858
Non-controlling interest	**(880)**	(930)	(1,975)	(323)	381
Assets					
Property, plant and equipment	**171,140**	153,481	129,434	136,462	107,612
Leasehold land	**7,190**	7,206	7,354	7,583	7,743
Current assets	**576,833**	484,321	581,129	575,217	492,462
Total assets	**755,163**	645,008	717,917	719,262	607,817
Liabilities					
Current liabilities	**428,659**	364,943	427,516	454,699	372,630
Non-current liabilities	**15,284**	12,261	7,427	10,886	8,159
Total liabilities	**443,943**	377,204	434,943	465,585	380,789
Net assets	**305,439**	261,455	277,375	246,108	219,140

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that an Annual General Meeting of members of Leeport (Holdings) Limited (the "Company") will be held at 2/F, Gloucester Room, Mandarin Oriental, Hong Kong, 5 Connaught Road, Central, Hong Kong on 26th May 2011 at 10:30 a.m. for the following purposes:

1. To receive and consider the audited financial statements and the reports of the directors and of the auditors for the year ended 31st December, 2010;

2. To declare a final dividend for the year ended 31st December 2010;

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

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

5. As special business, to consider 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 ("Directors") during the Relevant Period (as defined below) of all the powers of the Company to allot, issue and otherwise deal with additional shares ("Shares") in the capital of the Company or securities convertible into Shares, or options, warrants or similar rights to subscribe for any Shares or such convertible securities, and to make, grant, sign or execute offers, agreements or options, deeds and other documents which would or might require the exercise of such powers, subject to and in accordance with all applicable laws, be and it is hereby generally and unconditionally approved;

   (b) the approval in paragraph (a) of this resolution shall authorise the Directors during the Relevant Period to make, grant, sign or execute offers, agreements or options, deeds and other documents which would or might require the exercise of such powers after the end of the Relevant Period;

   (c) the aggregate nominal amount of share capital which may be allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) and issued by the Directors pursuant to the approval in this resolution, otherwise than pursuant to:

      (i) a Rights Issue (as defined below); or

      (ii) the exercise of rights of subscription or conversion attaching to any warrants of the Company or any securities which are convertible into Shares; or

(iii) the exercise of any option under the share option scheme or any other share option scheme or similar arrangement for the time being adopted for the grant or issue to officers and/or employees of the Company and/or any of its subsidiaries or any other person of Shares or rights to acquire Shares of the Company; or

(iv) scrip dividends or under similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares in accordance with the bye-laws of the Company in force from time to time; and

(v) a specific authority granted by the shareholders of the Company,

shall not exceed 20 percent of the aggregate nominal amount of the share capital of the Company in issue as at the date of passing of this resolution, and the said approval shall be limited accordingly;

(d) for the purpose of this resolution:

"Relevant Period" means the period from (and including) the passing of this resolution until whichever is the earlier 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 by any applicable laws to be held; or

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

"Rights Issue" means an offer of Shares of the Company or issue of options, warrants or other securities giving the right to subscribe for Shares of the Company open for a period fixed by the Directors to the holders of Shares whose names appear on the register of members of the Company (and, where appropriate, to holders of other securities of the Company entitled to the offer on the relevant register) on a fixed record date in proportion to their then holdings of such Shares or, where appropriate, such other securities as at that date (subject in all cases 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 regulatory body or any stock exchange in, any jurisdiction or territory applicable to the Company)."

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

"**THAT**

(a) subject to paragraphs (b) of this resolution, the exercise by the directors of the Company ("Directors") during the Relevant Period (as defined below) of all the powers of the Company to purchase shares ("Shares") in the capital of the Company or securities convertible into Shares on The Stock Exchange of Hong Kong Limited ("Stock Exchange") or on any other stock exchange on which the securities of the Company may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose ("Recognised Stock Exchange"), subject to and in accordance with the Companies Act 1981 of Bermuda, all other applicable laws and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange or those of any other Recognised Stock Exchange as amended from time to time, be and the same is hereby generally and unconditionally approved;

(b) the aggregate nominal amount of Shares and securities convertible into Shares which may be purchased by the Company pursuant to the approval in paragraph (a) of this resolution during the Relevant Period shall not exceed 10 percent of the aggregate nominal amount of the share capital of the Company in issue as at the date of passing of this resolution (on the basis that no shares are issued or repurchased by the Company before and up to the date of passing this resolution, the Company will be allowed to repurchased fully paid shares up to a maximum 21,544,406 shares), and the approval pursuant to paragraph (a) of this resolution shall be limited accordingly;

(c) for the purpose of this resolution, ("Relevant Period") means the period from (and including) the date of the passing of this resolution until whichever is the earlier 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; or

(iii) the date on which the authority set out in this Resolution is revoked or varied or renewed by an ordinary resolution of the shareholders of the Company in general meeting."; and

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

   "**THAT** subject to the passing of the resolutions numbered 5 and 6 as set out in the notice (the "Notice") convening this meeting, the general mandate granted to the directors of the Company ("Directors") to exercise the powers of the Company to allot, issue and otherwise deal with shares ("Shares") in the capital of the Company pursuant to the resolution numbered 5 as set out in the Notice be and the same is hereby extended (as regards the amount of share capital thereby limited) by adding thereto of the aggregate nominal amount of the share capital of the Company as purchased by the Company under the authority granted pursuant to the resolution numbered 6 as set out in the Notice provided that such additional amount shall not exceed the 10 percent of the aggregate nominal amount of the share capital of the Company in issue as at the date of passing of this resolution.".

By order of the Board
Leeport (Holdings) Limited
Lee Sou Leung, Joseph
Chairman

Hong Kong, 6 April 2011

Head office and principal place of business in Hong Kong:
1st Floor, Block 1
Golden Dragon Industrial Centre
152-160 Tai Lin Pai Road
Kwai Chung
New Territories
Hong Kong

Notes:

(1) A member of the Company entitled to attend and vote at the aforesaid meeting is entitled to appoint one proxy or (if holding two or more shares) more proxies to attend and vote in his stead. A proxy need not be a member of the Company.

(2) To be valid, the form of proxy together with any power of attorney or other authority under which it is signed or a notarially certified copy of that power of attorney or authority must be deposited with the Hong Kong branch share registrars of the Company, Tricor Investor Services Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not later than 48 hours before the time fixed for holding the meeting or any adjournment thereof.

(3) Completion and return of the form of proxy will not preclude members from attending and voting at the aforesaid meeting, and in such event, the form of proxy shall be deemed to be revoked.

(4) The register of members will be closed from 25th May 2011 (Wednesday) to 26th May 2011 (Thursday) (both dates inclusive), during which period no transfer of shares will be effected. In order to qualify for the proposed final dividend and for attending and voting at the aforesaid meeting, all transfer forms of shares accompanied by the relevant share certificates must be lodged with the Hong Kong branch share registrars of the Company, Tricor Investor Services Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong for registration no later than 4:30 p.m. on 24th May 2011 (Tuesday).

(5) A circular containing further details regarding the proposed resolution nos. 3, 5 to 7 above will be sent to members together with the 2010 annual report containing this notice of meeting.

(6) The Chinese translation of this notice (including the contents of the proposed resolutions set out herein) is for reference only. In case of inconsistency, the English version shall prevail.

As at the date of this announcement, the board of directors comprises, 3 executive directors, namely Mr. Lee Sou Leung, Joseph, Ms. Tan, Lisa Marie and Mr. Chan Ching Huen, Stanley and 3 independent non-executive directors, namely Dr. Lui Sun Wing, Mr. Pike, Mark Terence and Mr. Nimmo, Walter Gilbert Mearns.