JU TENG INTERNATIONAL HOLDINGS LIMITED

巨騰國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 3336

2019

ANNUAL REPORT

CONTENTS

CORPORATE INFORMATION

EXECUTIVE DIRECTORS

Mr. Cheng Li-Yu *(Chairman)*
Mr. Chiu Hui-Chin *(Chief Executive Officer)*
Mr. Huang Kuo-Kuang
Mr. Lin Feng-Chieh
Mr. Tsui Yung Kwok

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Cherng Chia-Jiun
Mr. Tsai Wen-Yu
Mr. Yip Wai Ming

AUTHORISED REPRESENTATIVES

Mr. Cheng Li-Yu
Mr. Tsui Yung Kwok

COMPANY SECRETARY

Mr. Leung Ka Shing (Resigned on 31 January 2019)
Ms. Cheung Lai Yin (Appointed on 31 January 2019)

AUDIT COMMITTEE

Mr. Cherng Chia-Jiun *(Chairman)*
Mr. Tsai Wen-Yu
Mr. Yip Wai Ming

REMUNERATION COMMITTEE

Mr. Cherng Chia-Jiun *(Chairman)*
Mr. Cheng Li-Yu
Mr. Huang Kuo-Kuang
Mr. Tsai Wen-Yu
Mr. Yip Wai Ming

NOMINATION COMMITTEE

Mr. Cheng Li-Yu *(Chairman)*
Mr. Huang Kuo-Kuang
Mr. Cherng Chia-Jiun
Mr. Tsai Wen-Yu
Mr. Yip Wai Ming

CORPORATE GOVERNANCE COMMITTEE

Mr. Yip Wai Ming *(Chairman)*
Mr. Cheng Li-Yu
Mr. Huang Kuo-Kuang
Mr. Cherng Chia-Jiun
Mr. Tsai Wen-Yu

LEGAL ADVISERS AS TO HONG KONG LAWS

Chiu & Partners

AUDITORS

Ernst & Young

PRINCIPAL BANKERS

Bank of China
Bank SinoPac
CTBC Bank
DBS Bank
E. Sun Bank
Fubon Bank
KGI Bank
Mega International Commercial Bank
OCBC Wing Hang Bank
Standard Chartered Bank
Taishin Bank
Yuanta Bank

REGISTERED OFFICE

Cricket Square
Hutchins Drive
PO Box 2681
Grand Cayman KY1-1111
Cayman Islands

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Suites 3311-3312, Jardine House
1 Connaught Place, Central
Hong Kong

PRINCIPAL PLACE OF BUSINESS IN THE PEOPLE'S REPUBLIC OF CHINA

No.2 Gua Jing Road
Song Ling Town Economic Development District
Wu Jiang City, Jiang Su
The PRC

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

SMP Partners (Cayman) Limited
Royal Bank House – 3rd Floor
24 Shedden Road
PO Box 1586
Grand Cayman KY1-1110
Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited
Level 54, Hopewell Centre
183 Queen's Road East
Hong Kong

WEBSITE

www.irasia.com/listco/hk/juteng

STOCK CODE

3336.HK and 9136.TT

FINANCIAL HIGHLIGHTS

	Notes	For the year ended 31 December 2019	2018	Changes
Operating Results:				
Revenue (HK$ million)		**8,916**	9,072	-1.7%
Profit attributable to equity holders of the Company (HK$ million)		**146**	139	+5.2%
Earnings per share				
Basic (HK cents)		**15.9**	14.1	+12.8%
Diluted (HK cents)		**15.8**	14.1	+12.1%
Dividends per share (HK cents)		**10**	10	–
Profitability Ratio:				
Gross profit margin		**12.8%**	11.9%	+0.9%
Operating profit margin	1	**3.8%**	2.7%	+1.1%
Net profit margin	2	**1.6%**	1.5%	+0.1%
EBITDA (HK$ million)		**1,487**	1,581	-5.9%
Return on equity	3	**2.4%**	2.2%	+0.2%
Liquidity and Capital Ratio:				
Inventory turnover days	4	**78**	73	+6.8%
Trade receivables turnover days	5	**129**	131	-1.5%
Trade and bills payables turnover days	6	**50**	50	–
Interest coverage	7	**339.5%**	309.7%	+29.8%
Net debt to equity	8	**35.3%**	39.2%	-3.9%
Cash flows from operating activities (HK$ million)		**1,149**	835	+37.6%

Notes:

(1) Operating profit margin equals operating profit divided by revenue. Operating profit includes gross profit, net of selling and distribution expenses, and administrative expenses.

(2) Net profit margin equals profit attributable to equity holders of the Company divided by revenue.

(3) Return on equity equals profit attributable to equity holders of the Company divided by the average of the beginning and closing balance of equity attributable to equity holders of the Company.

(4) Inventory turnover days is equal to the closing balance of inventories divided by cost of sales and multiplied by the number of days in the year.

(5) Trade receivables turnover days is equal to the closing balance of trade receivables divided by revenue and multiplied by the number of days in the year.

(6) Trade and bills payables turnover days is equal to the closing balance of trade and bills payables divided by cost of sales and multiplied by the number of days in the year.

(7) Interest coverage ratio equals profit before tax and finance costs divided by finance costs.

(8) Net debt to equity equals net debt divided by net assets. Net debt includes all interest-bearing bank borrowings net of cash and cash equivalents.

CHAIRMAN'S STATEMENT

PC shipments increased for the first time in seven years

According to a report released by market research firm Gartner, the global personal computers ("PC") shipments increased by 0.6% year-on-year in 2019, which was the first increase of the PC market (which includes desktop, notebook, and super mobile computers) after a seven-year consecutive decline. Driven by the growth in the PC market, the overall business of Ju Teng International Holdings Limited (the "Company" or "Ju Teng", and together with its subsidiaries, the "Group") remained stable. As the world's leading notebook computer casing manufacturer, the Group recorded a revenue of approximately HK$8,916 million and an increase of gross profit by 5.9% to approximately HK$1,145 million for the year ended 31 December 2019.

Steady market share, with a focus on promoting metal cases with higher unit prices

The Group's main products continue to be notebook computers, 2-in-1 computers, and tablet computer casings, all of which bring stable revenue and profits to the Group. With many years of deep experience in the casings market, Ju Teng has mastered the advanced production and research and development technology, and steadily captured a certain market share, and brought stable long-term orders to the Group. In the face of the continuous decline in the notebook computer shipments in recent years, in order to further stimulate the Group's revenue, the Group actively adjusted the product structures to fulfill various needs of the market. During the year, the Group also benefited from the surge in demand for business PC replacement caused by the cessation of support for Microsoft's Windows 7.

In terms of casing materials, metal casings accounted for the largest revenue segment among the Group's three types of casing materials (i.e. metal, plastic and composite materials). Relying on the Group's mature technology in plastic casings, the sales of plastic casings were stable. During the year, taking advantage of the inevitable market trend of the 2-in-1 computer, the Group actively sought orders for metal casings with higher unit prices to maintain the Group's leading position in the market.

Microsoft's cessation of support for Windows 7 and new product launches are expected to stimulate the PC shipment

Driven by the "long tail effect" of Microsoft's cessation of support for Windows 7, it is expected that PC market will continue to usher in a new wave of replacement by the small and medium sized enterprises in emerging market in 2020. Additionally, with the launch of a series of high-end and lightweight notebook computers, "Project Athena", launched by Intel in partnership with a group of notebook computer vendors, it is expected to further drive market development. In the future, Ju Teng will continue to monitor the latest industry trends and strive to seize every opportunity in the market.

Impact of Epidemic

Since the outbreak of the new coronavirus pneumonia epidemic (the "Epidemic") across the People's Republic of China (the "PRC"), a number of provinces and municipalities in the PRC have taken emergency public health measures and various actions to prevent the spread of the Epidemic. All of the Group's production facilities in the PRC have largely resumed to its normal operation, albeit some of its employees are unable to return to work due to the implementation of travel restrictions and crowd control measures imposed in certain areas by the local authorities in the PRC. In order to reduce the risks and uncertainties that the Group may face due to the impact of the Epidemic, the Group will continue to perform epidemic prevention work in its production plants, closely monitor the Epidemic's development and take timely countermeasures.

In addition, as a result of the Epidemic, countries around the world have adopted varying degrees of restrictions on the flow of people. In order to facilitate work from home and online teaching, the Group expects the shipments of commercial and educational versions of notebook computer will increase this year. The Group, as a major manufacturer of notebook computer casings, will benefit from the growth of these products.

Lastly, I would like to take this opportunity to express my sincere gratitude to the Group's shareholders for their continuous trust and support, as well as the unremitting efforts of our employees to maintain solid indicators amidst a challenging market environment. In the future, Ju Teng will continue to seek new market opportunities while maintaining sound development, and strive for sustainable and substantial returns for its employees and shareholders.

Cheng Li-Yu
Chairman

Hong Kong
7 April 2020

MANAGEMENT DISCUSSION AND ANALYSIS

Business Review & Prospects

In 2019, shipments of the global personal computers ("PC"), which includes desktop, notebook and super mobile computers, recovered after seven consecutive years of decline. According to the latest survey results by market research firm, Gartner, Inc. ("Gartner"), over 261 million units of PC were shipped in 2019, representing an increase of 0.6% as compared with 2018. As the world's leading notebook computer casing manufacturer, the overall business of Ju Teng and its subsidiaries (collectively referred to as the "Group") benefited from the rising PC market and remained stable in 2019. The Group recorded a revenue of approximately HK$8,916 million (2018: approximately HK$9,072 million) and a profit attributable to equity holders of the Company of approximately HK$146 million (2018: approximately HK$139 million) for the year ended 31 December 2019.

Notebook computer, 2-in-1 computer, and tablet computer casings remained the Group's major source of revenue. Ju Teng continued to develop technology and marketing of metal casings, which command higher unit prices than plastic casings. Due to the surge in demand of business PC replacement caused by Microsoft's cessation to support Windows 7, the global PC shipments rose for the first time since 2012. The growth of global PC shipments during the year also stabilized the supply and demand of capacity in the industry. On the other hand, due to the location of the production plants in mainland China, the Group's production and labor costs were affected by the fluctuations in the renminbi ("RMB") exchange rate during the year. The decline in the RMB exchange rate against HKD in the second half of 2019 has effectively reduced the Group's production costs.

Despite the growth in the PC shipment for the first time in seven years, the industry is aware that this growth is short-term and expects the growth in the PC market to slow down again after 2020. Although a market research firm has predicted that the overall economic factors will continue to restrain the PC industry and the growth in PC market as seen in 2019 may not persist in 2020, Gartner still expects a wave of PC replacement for small and medium sized enterprises in the emerging market, attributable to Microsoft's cessation to support Windows 7. Gartner estimates that 80% of the PC in use will be upgraded to Windows 10 by the end of 2020, bringing the total to about 1 billion PC. Furthermore, the launch of a series of high-end and lightweight notebook computers, "Project Athena", a joint project by Intel and a group of notebook computer vendors, is expected to further motivate a wave of PC replacement in 2020. In the year ahead, Ju Teng will continue to keep abreast of the latest industry and market trends, introduce more potential materials to the Group, and allocate more resources to technology research and development in order to grasp more and greater opportunities.

In addition, as a result of the impact of the outbreak of the new coronavirus pneumonia epidemic (the "Epidemic"), countries around the world have adopted varying degrees of restrictions on the flow of people. In order to facilitate work from home and online teaching, the Group expects that shipments of commercial and educational versions of notebook computer will increase this year and the Group, as a major manufacturer of notebook computer casings, will benefit from the growth of these products.

Although there are still many uncertainties in the international political and economic landscape, including the escalating trade friction between the PRC and United States and the outbreak of the Epidemic, the Group's business and financial performance remain solid. The Group will continue to perform epidemic prevention work at its production plants, closely monitor the epidemic development and formulate measures to deal with risks and uncertainties that may be caused by the Epidemic. Looking ahead, the Group remains cautiously optimistic about its prospects, and believes its businesses will remain healthy while addressing the challenges, and strive to create better value for its shareholders.

Financial Review

During the year, due to the slight decrease in shipment of notebook computer casing, the Group's revenue slightly decreased by approximately 1.7% to approximately HK$8,916 million (2018: approximately HK$9,072 million). However, the Group's gross profit margin during the year increased to approximately 12.8% (2018: approximately 11.9%) which was mainly attributable to the depreciation of RMB against HKD during the year by approximately 4.5% as compared to 2018. Depreciation of RMB during the year caused a decrease in the Group's production costs as most of the Group's revenue is denominated in United States Dollar ("USD") while most of the Group's production costs are denominated in RMB.

Other income and gains of the Group mainly consisted of foreign exchange gains of approximately HK$41 million (2018: approximately HK$142 million) arising from the depreciation of RMB against USD as at 31 December 2019 as compared with 31 December 2018, mainly resulting from the translation of trade receivables denominated in USD, subsidy income of approximately HK$48 million (2018: approximately HK$48 million), interest income of approximately HK$14 million (2018: approximately HK$31 million) and rental income of approximately HK$26 million (2018: approximately HK$25 million). Since there was a substantial decline in foreign exchange gains during the year, the Group recorded a significant decrease of approximately 47.4% in other income and gains to approximately HK$142 million (2018: approximately HK$270 million) during the year, accounting for approximately 1.6% (2018: approximately 3.0%) of the Group's revenue.

As a result of the depreciation of RMB during the year, the Group recorded a decrease of approximately 4.0% in operating costs, which include administrative expenses, and selling and distribution expenses, to approximately HK$804 million (2018: approximately HK$837 million). The percentage of operating costs of the Group reduced to approximately 9.0% (2018: approximately 9.2%) of the Group's revenue.

During the year, other expenses of the Group mainly consisted of employees' compensation of approximately HK$0.6 million (2018: approximately HK$5 million), loss on disposal of items of property, plant and equipment, net of approximately HK$13 million (2018: approximately HK$0.2 million) and loss on disposal of a subsidiary which was engaged in mould production of approximately HK$2 million (2018: Nil). Since there was an increase in loss on disposal of items of property, plant and equipment, net was recorded during the year, the Group recorded an increase of approximately 16.0% in other expenses to approximately HK$18 million (2018: approximately HK$15 million), accounting for approximately 0.2% (2018: approximately 0.2%) of the Group's revenue.

Finance costs of the Group decreased by approximately 14.9% to approximately HK$137 million (2018: approximately HK$161 million) for the year as compared to that of 2018, which was mainly attributable to the decrease in total bank borrowings. Interest capitalised during the year was approximately HK$10 million (2018: approximately HK$11 million).

Income tax expenses of the Group decreased by approximately 15.2% to approximately HK$117 million (2018: approximately HK$138 million) for the year as compared to that of 2018. As deferred tax assets have not been recognized for certain tax losses incurred by certain subsidiaries, the Group's effective tax rate for the year remained at a higher level of approximately 35.5% (2018: approximately 40.7%).

The profit attributable to equity holders of the Company for the year amounted to approximately HK$146 million (2018: approximately HK$139 million), representing an increase of approximately 5.2% when compared to that of 2018. The increase in the profit attributable to equity holders of the Company was mainly attributable to the increase in the group's gross profit and decrease in operating costs.

MANAGEMENT DISCUSSION AND ANALYSIS

Liquidity and Financial Resources

As at 31 December 2019, total bank borrowings of the Group amounted to approximately HK$3,775 million (31 December 2018: approximately HK$4,144 million), representing a decrease of approximately 8.9% as compared to that as at 31 December 2018. The Group's bank borrowings were at floating interest rate and included short-term loans with 1-year maturity, 2-year term loans and 5-year revolving syndicated loans. As at 31 December 2019, the Group's bank loans denominated in USD, New Taiwan Dollars and RMB were approximately HK$3,663 million (31 December 2018: approximately HK$4,109 million), approximately HK$33 million (31 December 2018: approximately HK$35 million) and HK$79 million (31 December 2018: Nil) respectively.

During the year, the Group's cash flows from operating activities increased to approximately HK$1,149 million from approximately HK$835 million in 2018, which was mainly due to the decrease in trade receivables and prepayments, deposits and other receivables. As a result of the purchase of production machinery in order to strengthen the environmental protection measures as well as to improve production efficiency, the Group recorded a net cash outflow from investing activities of approximately HK$619 million (2018: approximately HK$746 million). During the year, due to the repayment of bank borrowings and payment of 2018 final dividend, the Group recorded a net cash outflow from financing activities of approximately HK$533 million (2018: approximately HK$661 million). As at 31 December 2019, the Group had cash and bank balances of approximately HK$1,142 million (31 December 2018: approximately HK$1,157 million).

As at 31 December 2019, the Group's gearing ratio, calculated as total bank borrowings of approximately HK$3,775 million (31 December 2018: approximately HK$4,144 million) divided by total assets of approximately HK$14,114 million (31 December 2018: approximately HK$14,810 million) was approximately 26.7% (31 December 2018: approximately 28.0%). The decrease in gearing ratio was mainly due to the decrease in total bank borrowings as at 31 December 2019 as compared with 31 December 2018.

Financial Ratios

Inventory turnover days of the Group during the year rose to approximately 78 days (2018: approximately 73 days) due to the increase in inventory level to meet customers' demand before the lunar new year holiday in January 2020. There was an increase in the Group's inventories of approximately 4.3% to approximately HK$1,658 million as at 31 December 2019 from approximately HK$1,590 million as at 31 December 2018.

Trade receivables turnover days of the Group during the year decreased to approximately 129 days (2018: approximately 131 days) as the Group imposed a more effective credit control and working capital management. Trade receivables as at 31 December 2019 decreased to approximately HK$3,147 million, compared to approximately HK$3,262 million as at 31 December 2018.

Trade and bills payables turnover days of the Group during the year remained stable at approximately 50 days (2018: approximately 50 days).

Pledge of Assets

As at 31 December 2019, certain land and buildings of the Group with a net carrying amount of approximately HK$21 million (2018: approximately HK$21 million) were pledged to secure banking facilities granted to the Group.

Foreign Exchange Exposure

Since most of the Group's revenue is denominated in USD and most of the Group's expenses are denominated in RMB, the appreciation of RMB will have adverse effect on the Group's profitability and vice versa. During the year, the Group recorded exchange gains of approximately HK$41 million (2018: approximately HK$142 million). The management of the Group will, nonetheless, continue to monitor the Group's foreign currency risk exposures and adopt prudent measures as appropriate to minimize the adverse effects arising from the foreign currency fluctuations.

Employees

As at 31 December 2019, the Group had approximately 37,000 employees (31 December 2018: approximately 39,000 employees). The Group recorded staff costs (excluding directors' remuneration) of approximately HK$2,696 million (2018: approximately HK$2,661 million) during the year.

The Group's employees are remunerated in line with prevailing market terms and individual performance, with the remuneration package and policies reviewed on a regular basis. Discretionary bonuses may be rewarded to employees after assessment of the performance of the Group and that of the individual employee. The Group also operates a defined contribution Mandatory Provident Fund retirement benefits scheme for its employees in Hong Kong, and provides its PRC and ROC employees with welfare schemes as required by the applicable laws and regulations of the PRC and ROC.

Capital Commitment

As at 31 December 2019, the capital commitments which the Group had contracted for but were not provided for in the financial information in respect of the acquisition of land, buildings, machinery and office equipment amounted to approximately HK$293 million (31 December 2018: approximately HK$148 million).

Contingent Liabilities

As at 31 December 2019, the Group did not have any significant contingent liabilities.

Events after the Reporting Period

Since the outbreak of the Epidemic across the PRC, a number of provinces and municipalities in the PRC have taken emergency public health measures and various actions to prevent the spread of the Epidemic. As of the date of this report, all of the Group's production facilities in the PRC have largely resumed to its normal operation, albeit some of its employees are unable to return to work due to the implementation of travel restrictions and crowd control measures imposed in certain areas by the local authorities in the PRC. In addition, due to such restrictions, the normal operations of the businesses of some of the customers of the Group and the logistics network for the delivery of goods have been affected. Since the outbreak of the Epidemic, the Group has been maintaining close communication with its customers and endeavour to accommodate and fulfill its commitment for the customers' orders and liaise with its customers to adjust delivery schedules as and when appropriate.

The Board expects that the adverse impact brought by the Epidemic will be temporary, and the operation environment in the PRC will gradually return to normal upon the lifting of relevant epidemic prevention measures. The Board will continue to monitor closely the development of the Epidemic and relevant PRC government policies and will continue to assess the impact of the development of the Epidemic on the Group's operations and financial performance and provide updates on any material development to the shareholders and potential investors in a timely manner.

Save as disclosed, the Directors are not aware of any important events affecting the Group that have occurred since the end of the year ended 31 December 2019 and up to the date of this report.

Possible Risks and Uncertainties

The Group's financial conditions, results of operations, businesses and prospects may be affected by a number of risks and uncertainties. The following are the key risks and uncertainties identified by the Group. There may be other risks and uncertainties which are not known to the Group or which may not be material now but could turn out to be material in the future.

(1) Market Risk

Casing products are one of the components for notebook computers and handheld devices. With the development of the technologies, notebook computers and handheld devices face the competition from new substitutes, leading to difficulties in the rebound of the market of notebook computers and handheld devices after the downturn in past few years. The demand on casing products therefore remained weak.

Following the principals of market-orientation, the Group will strive to develop new casing products to fulfil the new market opportunities. In the view of the new demand on metal casings with sleek, durable and high-ended features, the Group is continuously exploring any new technologies and materials in production of the metal casings.

(2) Concentration Risk on the Product Types

Casing products for the notebook computers and handheld devices are the major products of Ju Teng. In the past few years, the casing products provided the stable source of the income to the Group. The business development of the Group is therefore highly limited to the saturation of global PC market.

In the view of the concentration risk on the product types, the Group will expand the product mix based on the market trends, improve the grading of the products, focus on new product development and look for any opportunities in the future to widen the sources of the income.

(3) Risk of Keen Competition Arising from the Sluggish Demand

Sluggish demand on the casing products for the notebook computers result in fierce competition among the industry. Since 2015, due to the downturn of market of notebook computers and handheld devices, the demand on the casing products has become weak. In order to maintain the market, casing manufacturers have lowered the unit price of the casing products, resulting in an adverse impact on the profitability of the industry.

In the view of the keen competition in the industry, the Group will make advancements in equipment, maintain the good quality of the products and expand the product mix in order to gain good reputation among the industry.

(4) Risk of Rising Labour Cost in the PRC

As the factories of the Group are mainly located in the PRC, the increase of labour costs in PRC will adversely affect the profitability of the Group.

In the view of the upward trends on the labour cost, the Group purchased production robots these years in order to increase the production efficiency and reduce the reliance on labour in production to minimize the effects on the rising labour cost in the PRC.

(5) Risk of Continuing Outbreak of the Epidemic

In case of the continuing outbreak of the Epidemic throughout the world, it will inevitably have certain negative impact on the Group.

In view of this, the management will closely monitor the development of the Epidemic and has initiated contingency measures, including maintaining close communication with various stakeholders (including suppliers, employees, customers, lending banks and shareholders); and strictly manage the available cash flow to minimize the negative effects.

Environmental Policy

The Group has strong commitment towards environmental protection. The management will review the Group's environmental practices from time to time and will consider implementing further ecology friendly measures and practices in the operation to enhance environmental protection and sustainability. Details of which are disclosed in our Environmental, Social and Governance report, which will be issued separately by the Company.

Supply Chain Management

Ju Teng holds supply chain management in high regard and strives to select quality suppliers through an open and transparent screening process to achieve mutual benefits. Under the same conditions, priority will be given to suppliers who stick to standard management practices and actively fulfil their social responsibility. In addition, all suppliers must provide their company background and product information for supervision and inspection by the Group. The Group will also review and assess the performance of suppliers annually to decide whether to continue cooperating with them, and such reviews will also be taken into consideration when identifying other suppliers.

Product Liability and Customers' Relationship

Ju Teng maintains well-established quality inspection procedures to ensure all products to meet quality standards. Products from the production lines are subject to inspection by its quality management department before they are qualified for storage or delivery. The Group has also in place a set of product recall procedures to ensure that customer claims are properly addressed in case of quality issues.

The Group's customers are mainly global well-known notebook computer manufacturers and brand owners. They purchased products of the Group by way of a single order on request and therefore, the Group did not enter into any long-term sales contracts with any major customers. The Group has established good and long-term business relationship with the customers, and believe that these customers will continue to place the purchase orders to the Group. Meanwhile, the Group will actively seek for the new customers, in order to minimize the possible negative impact on the Group's business and profitability resulting from the discontinuance of order from any major customer.

Occupational Safety

The Group has formulated occupational safety management system and is in compliance with the Production Safety Law of the PRC and other requirements set out in relevant laws and regulations. The Group also holds educational activities of occupational safety including the publicity of relevant laws and regulations. Moreover, new employees have to receive safety orientation training and special operations staff such as electricians and forklift operators have to be certified. The Group also holds training on safety techniques, responsibilities and systems for staff in various positions from time to time.

MANAGEMENT DISCUSSION AND ANALYSIS

Human Resources Management

Diverse staff allows Ju Teng to be flexible on serving customers around the world.

Each of the Ju Teng's management members is top talents in the industry, and possesses solid professional backgrounds. They serve as the backbone of the Group's development.

Ju Teng has a comprehensive internal promotion pipeline. To keep up with the market dynamics, it deploys talented executives through a system of human resources assessment, so that each of the staff may leverage its strengths, contribute to the swift growth, and maintain stable operation and flexibilities of the organization.

Ju Teng's culture emphasizes professional division of labour, team spirits and on-site management. Ju Teng pursues increasingly profound qualities and technologies through requirements on discipline and efficiency and maximization of the economies of scale.

The Group has operated a share option scheme since 2005. The previous share option scheme of the Company adopted in 2005 was terminated and a new share option scheme of the Company was adopted on 11 May 2015 pursuant to shareholders approval at the annual general meeting of the Company on 11 May 2015. The purpose of the scheme is to attract and retain eligible and well-performed participants, including employees and any company related person, and to motivate them to strive for future development and expansion of the Group. The scheme serves as an incentive encouraging participants to perform their best in achieving the goals of the Group and allows the participants to enjoy the results of the Group attained through their efforts and contributions. Offering share options to employees is also a way of recognizing employees' contributions. The Group strongly believes that the operation of the scheme can result in a boost in employees' loyalty and cohesiveness.

Set out below is the biographical details of the Directors and senior management of the Group as at the date of this annual report:

DIRECTORS

Executive Directors

Mr. Cheng Li-Yu (鄭立育), aged 61, is the chairman of the Group and director of certain subsidiaries of the Group. Mr. Cheng Li-Yu is one of the founders of the Group. Mr. Cheng started working at San Li Industrial Company Limited which is engaged in spray painting 34 years ago. Mr. Cheng is responsible for the Group's overall corporate strategy planning, operation management, forecast and analysis of market trend and establishment of the Group's future development direction. Mr. Cheng is currently the director of Southern Asia Management Limited, which has an interest in such number of shares of the Company under Divisions 2 and 3 of Part XV of Securities and Futures Ordinance as disclosed in the section headed "Substantial Shareholders' Interests in Shares" in this annual report. Mr. Cheng Li-Yu was appointed as an executive Director on 15 July 2004.

Mr. Chiu Hui-Chin (邱輝欽), aged 66, is an executive Director, Chief Executive Officer of the Group and director of certain subsidiaries of the Group. He was conferred a Master Degree in Industrial Engineering and Management in National Taipei University of Technology and EMBA in the Graduate Institute of Finance in National Taiwan University. He has more than 33 years of experience in notebook computer, and electronic products business. He joined the Group as executive Director and Chief Executive Officer on 1 March 2017, and is responsible for overall operation management of the Group. Prior to joining the Group, Mr. Chiu was a chief executive officer of Lite-on Technology Corporation, a company listed on the Taiwan Stock Exchange Corporation ("TSEC") until February 2017, and held top management position in various leading international brands and manufacturers of notebook computer, and electronic products. He was a director of Silitech Technology Corporation (Stock Code: 3311.TT) and Dragonjet Corporation (Stock Code: 3280.TT), which are listed on the TSEC. Mr. Chiu was the chairman of council of Department of Industrial Engineering and Management Alumnus and council member of China Value Engineering Society (中華民國價值工程學會). Mr. Chiu was also awarded as the outstanding Alumnus of National Taipei University of Technology.

Mr. Huang Kuo-Kuang (黃國光), aged 59, is an executive Director and director of certain subsidiaries of the Group. He joined the Group in February 2001 as a member of the Group's senior management and has been responsible for the Group's daily operations and for overseeing the Group's procurement and operation management of two of its major operating subsidiaries in the PRC, namely, Everyday Computer Components (Suzhou) Co., Ltd. ("Everyday Computer") and Suzhou Dazhi Communication Accessory Co., Ltd ("Suzhou Dazhi"), since their establishment. He was appointed as senior vice president of Everyday Computer and of Suzhou Dazhi in 2002. He has more than 27 years' experience in the computer industry. He is responsible for the planning of the Group's procurement strategy, as well as the execution and guidance of operation management. Mr. Huang was appointed as an executive Director on 10 June 2005.

MANAGEMENT PROFILE

Mr. Lin Feng-Chieh (林豐杰), aged 61, is an executive Director and director of a subsidiary of the Group. He was conferred a Master of Business Administration from University of Leicester in United Kingdom. Mr. Lin was a vice president of the Group and joined the Group in September 2011. He worked at Arima Computer Corporation from 1990 to 2005, during which he served as a senior vice president at the research & development ("R & D") center of notebook computer and was responsible for the leading of the R & D team to carry out development of notebook computer. He worked at Waffer Technology Co., Ltd., as the chief technology officer of the group and a general manager of Taiwan business from 2005 to 2007, during which he was responsible for planning of new technology R & D strategy of the group, and the operating strategic planning and operational management of the Taiwan business. He worked at a US enterprise's Flextronics International Ltd., a computer business group, as a senior director of R & D center of notebook computer from 2007 to 2011, during which he was responsible for the leading of the R & D team to carry out the development of the notebook computer. He is currently responsible for monitoring the development of new technology-related businesses of the Group. Mr. Lin was appointed as an executive Director on 1 March 2017.

Mr. Tsui Yung Kwok (徐容國), aged 51, is an executive Director, chief financial officer and director of a subsidiary of the Group. He is responsible for the overall financial management. He holds a master degree in corporate governance and a bachelor degree in business (Accounting). He is also a member of Chartered Accountants Australia and New Zealand, CPA Australia, the Hong Kong Institute of Certified Public Accountants and the Hong Kong Institute of Chartered Secretaries. Before joining the Group in August 2004, Mr. Tsui had been the chief financial officer of a Hong Kong listed company and held a senior position in an international accounting firm in Hong Kong. He had over 26 years' experience in accounting and finance. He has been an independent non-executive director of Shenguan Holdings (Group) Limited (Stock code: 829) since 19 September 2009, SITC International Holdings Company Limited (Stock code: 1308) since 10 September 2010, Cabbeen Fashion Limited (Stock code: 2030) since 18 February 2013 and Intron Technology Holdings Limited (Stock code: 1760) since 22 June 2018. He also served as an independent non-executive director of 361 Degrees International Limited (Stock Code: 1361) from 1 September 2012 to 20 May 2019. Mr. Tsui was appointed as an executive Director on 10 June 2005.

Independent non-executive Directors

Mr. Cherng Chia-Jiun (程嘉君), aged 65, graduated from the National Chengchi University with a Master's degree in Business Administration and a Bachelor of Science degree in Statistics. Mr. Cherng is currently an independent director of Azion Corporation, whose shares are traded on the Taiwan OTC Market. He was also the director and President of Digital United Inc., whose shares are traded on the Taiwan Emerging Market until 16 March 2009. Furthermore, he was appointed as an independent director of FSP Technology Inc. since June 2011, whose shares are listed on the TSEC. From 1979 to 1998, Mr. Cherng was with the Taiwan based Institute for Information Industry (III), serving in various capacities including general manager of the Network Business Group, director of the Technology Service Group, director of the Market Intelligence Center, and program director of the Technology Research Division. Mr. Cherng was also the director of Zinwell Corporation and the supervisor of AOpen Inc., both of these companies are listed on the TSEC. Mr. Cherng was appointed as an independent non-executive Director on 31 July 2008.

Mr. Tsai Wen-Yu (蔡文預), aged 66, is an independent non-executive Director. He obtained his master degree in business administration from the National Chengchi University. He has extensive experience in accounting, taxation and corporate governance. Mr. Tsai is a certified public accountant in Taiwan. He is also the independent director of Maywufa Company Ltd., a company listed on the TSEC. Mr. Tsai was appointed as an independent non-executive Director on 10 June 2005.

Mr. Yip Wai Ming (葉偉明), aged 55, is an independent non-executive Director. He has more than 28 years of experience in finance and accounting, and had held senior positions in an international accounting firm, a major European bank and listed companies in Hong Kong. Mr. Yip graduated from the University of Hong Kong with a Bachelor's degree in social sciences and from the University of London with a Bachelor's degree in law. He is an associate member of the Hong Kong Institute of Certified Public Accountants, a fellow member of the Association of Chartered Certified Accountants and a member of the Chinese Institute of Certified Public Accountants. He has been appointed as an independent non-executive director of PAX Global Technology Limited (Stock code: 327) since December 2010, Far East Horizon Limited (Stock code: 3360) since March 2011, Poly Culture Group Corporation Limited (Stock code: 3636) since December 2013, Yida China Holdings Limited (stock code: 3639) since June 2014 and Huobi Technology Holdings Limited (stock code: 1611) since October 2018. Mr. Yip was appointed as an independent non-executive Director on 25 May 2006.

SENIOR MANAGEMENT

Mr. Huang Cheng-Pin (黃正斌), aged 54, is an assistant to Mr. Cheng Li-Yu, an executive Director and chairman of the Group. He joined the Group in 2003. Mr. Huang has over 22 years of experience in the banking field and is responsible for the Group's exports of products and imports of production materials. He also assists the board of Directors in the evaluation of investment projects as well as the Group's financial planning and funding matters.

Mr. Lee Ming-Kun (李明坤), aged 62, is an assistant to Mr. Cheng Li-Yu, an executive Director and chairman of the Group, and joined the Group in 2013. Mr. Lee is responsible for management and supervision on new product development in the Group.

Mr. Lu Fu-Hsing (呂福興), aged 54, is an assistant to Mr. Cheng Li-Yu, an executive Director and chairman of the Group. He joined the Group in 2003 and is responsible for the overall operation management of Suzhou Dazhi. Mr. Lu has over 30 years of experience in quality control. He was appointed to assist Mr. Cheng Li-Yu in the development of the quality control system of the Group. He is also responsible for the design and enhancement of the Group's quality control, and the monitoring and rectification of the matters in relation to the operations and management of the Group.

Mr. Liu Wei-Cheng (劉為政), aged 62, is a senior associate vice president of the Group who joined the Group in 2002. Mr. Liu has been working in the electronic goods casing industry for over 31 years. He is responsible for the supervision of the Group's production in plastic injection, the development of new technology in plastic injection and the improvement of the Group's production efficiency. He is also responsible for the project review on the source of development for injection moulding in progress. In addition, he helps coordinate the communication and liaison between the plastic injection moulding development unit and the injection moulding production unit.

Mr. Yeh Chih-Yuan (葉志原), aged 54, is a senior associate vice president of the Group who joined the Group in 2004 and responsible for the overall operation management of Compal Precision Module (Jiangsu) Company Limited, a non-wholly owned subsidiary of the Group. Mr. Yeh has been working in the plastic product surface coating industry for over 30 years. He is responsible for the planning of manufacturing process and production management of the surface coating for the Group's plastic casing products as well as enhancing efficiency and lowering costs. In addition to specializing in the research and development of the new technology of three-dimensional coating, he is also responsible for the repairs and maintenance and the improvement in production yield in relation to all coating production facilities of the Group.

MANAGEMENT PROFILE

Mr. Chu San-Tai (朱三泰), aged 45, is an associate vice president of the Group who joined the Group in 2003 and is currently responsible for the overall operation management of factories in Neijiang and Chongqing regions. Mr. Chu has 24 years of experience in quality control. He was previously responsible for the supervision of the Group's quality control department, all quality control system certifications, and quality control system set-up, planning and maintenance.

Mr. Hsieh Min-Ta (謝旻達), aged 43, is an associate vice president of the Group who joined the Group in 2001, and is responsible for the overall operation management of Juteng Electronics Technology (Taizhou) Co., Ltd. Mr. Hsieh is responsible for the planning and production management for the painting process, improving efficiency and reducing costs.

Mr. Lin Tsung-I (林宗宜), aged 44, is an associate vice president of the Group who joined the Group in 2004, and is responsible for the overall operation management of WIS Precision (Taizhou) Co., Ltd., a non-wholly-owned subsidiary of the Group. Mr. Lin has over 20 years of experience in exterior painting of plastic and aluminum-magnesium products. He is responsible for the planning and production management for the surface coating process of the Group's aluminum-magnesium casing products, improving efficiency and reducing costs, and developing new technologies related to three-dimensional coating.

Mr. Tseng Peng-Lin (曾鵬霖), aged 53, is a manager of the Group who joined the Group in 2006, and is responsible for the overall operation management of Lian-Yi Precision (Zhongshan) Inc., a non-wholly-owned subsidiary of the Group. Mr. Tseng has over 31 years of experience in plastic products. He is responsible for improving efficiency, reducing costs and product development (including engineering/assembly processing and quality management).

COMPANY SECRETARY

Ms. Cheung Lai Yin has been appointed as the company secretary of the Company with effect from 31 January 2019. She is a practising solicitor in Hong Kong working at Chiu & Partners, the Company's legal advisers as to Hong Kong laws, in the field of commercial and corporate finance. Ms. Cheung graduated from the University of Hong Kong with a Bachelor of Laws degree.

The directors (the "Directors") of Ju Teng International Holdings Limited (the "Company") present their report and the audited financial statements of the Company and its subsidiaries (the "Subsidiaries" and together with the Company, the "Group") for the year ended 31 December 2019.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding. Details of the principal activities of the Subsidiaries are set out in note 1 to the financial statements. There were no significant changes in the nature of the Group's principal activities during the year.

BUSINESS REVIEW

Details of the business review of the Group for the year ended 31 December 2019 is set in the section headed "Management Discussion and Analysis" on pages 6 to 12 of this annual report.

RESULTS AND DIVIDEND

The Group's profit for the year ended 31 December 2019 and the Group's financial position at 31 December 2019 are set out in the financial statements on pages 44 to 129 of this annual report.

The Directors recommend the payment of a final dividend of HK10 cents per share in respect of the year ended 31 December 2019 (2018: HK10 cents per share) to shareholders whose names appear on the register of members of the Company on 8 June 2020 subject to the approval by the shareholders of the Company in the forthcoming annual general meeting of the Company.

DIVIDEND POLICY AND PROPOSED FINAL DIVIDENDS

The amount of dividends to be declared by the Company will depend on the Group's results, working capital requirements, cash positions, the provision of relevant laws of the PRC and other factors that the Directors consider relevant from time to time, subject to the availability of the cash and distributable reserves, investment requirement, cashflow and the working capital requirements of the Group. The undistributed profit will be used to finance the continued growth and expansion of the business of the Group.

SUMMARY FINANCIAL INFORMATION

A summary of the published results and assets, liabilities and non-controlling interests of the Group for the last five financial years is set out on page 130 of this annual report. Such summary does not form part of the audited financial statements of the Group for the year ended 31 December 2019.

SHARE CAPITAL AND SHARE OPTIONS

Details of movements in the Company's share capital and share options during the year are set out in notes 27 and 28 to the financial statements, respectively.

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Company's articles of association or the laws of the Cayman Islands, the jurisdiction in which the Company was incorporated, which would oblige the Company to offer new shares on a pro rata basis to the existing shareholders of the Company.

REPORT OF THE DIRECTORS

TAX RELIEF AND EXEMPTION

The Company is not aware of any tax relief and exemption available to the shareholders of the Company by reason of their holding of the Company's securities.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

Neither the Company, nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the year ended 31 December 2019.

ISSUE OF SHARES

During the year ended 31 December 2019, the Company did not issue any shares.

DISTRIBUTABLE RESERVES

As at 31 December 2019, the Company's reserves available for distribution, as calculated in accordance with the provisions of the Companies Law of the Cayman Islands, amounted to approximately HK$4,396,533,000.

CHARITABLE CONTRIBUTIONS

During the year, the Group made charitable contributions of approximately HK$568,000.

MAJOR CUSTOMERS AND SUPPLIERS

In the year under review, sales to the Group's five largest customers accounted for approximately 80% of the revenue for the year and sales to the largest customer amounted to approximately 25% of the revenue for the year ended 31 December 2019. Purchases from the Group's five largest suppliers accounted for less than 30% of the total purchases for the year. None of the Directors nor any of their close associates or any shareholders (which, to the knowledge of the Directors, own more than 5% of the Company's issued share capital) of the Company had any interest in the Group's five largest customers or suppliers.

DIRECTORS

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

Executive Directors:

Mr. Cheng Li-Yu *(Chairman)*
Mr. Chiu Hui-Chin *(Chief Executive Officer)*
Mr. Huang Kuo-Kuang
Mr. Lin Feng-Chieh
Mr. Tsui Yung Kwok

Independent non-executive Directors:

Mr. Cherng Chia-Jiun
Mr. Tsai Wen-Yu
Mr. Yip Wai Ming

In accordance with article 108(A) of the Company's articles of association, Mr. Cheng Li-Yu, Mr. Tsui Yung Kwok, and Mr. Yip Wai Ming will retire as Directors by rotation and, being eligible, will offer themselves for re-election as Directors at the forthcoming annual general meeting of the Company.

The Company has received annual confirmations of independence pursuant to Rule 3.13 of the Rules (the "Listing Rules") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") from all the three independent non-executive Directors namely, Mr. Cherng Chia-Jiun, Mr. Tsai Wen-Yu and Mr. Yip Wai Ming. As at the date of this report, the Company still considers these independent non-executive Directors to be independent.

DIRECTORS' AND SENIOR MANAGEMENTS' BIOGRAPHIES

Biographical details of the Directors and senior management of the Group as at the date of this annual report are set out on pages 13 to 16 of this annual report.

DIRECTORS' SERVICE CONTRACTS

Each of Mr. Cheng Li-Yu, Mr. Huang Kuo-Kuang and Mr. Tsui Yung Kwok, all being executive Directors, has entered into a service contract with the Company for an initial fixed term of three years commencing from 1 June 2005, renewable automatically for successive terms of one year each commencing from the day after the expiry of the then current term of the service contract, subject to retirement by rotation and re-election at annual general meetings of the Company pursuant to its articles of association, and until terminated by not less than three months' notice in writing served by either party on the other.

Each of Mr. Chiu Hui-Chin and Mr. Lin Feng-Chieh, both being executive Directors, has entered into a service contract with the Company for an initial fixed term of three years commencing from 1 March 2017, renewable automatically for successive terms of one year each commencing from the day after the expiry of the then current term of the service contract, subject to retirement by rotation and re-election at annual general meetings of the Company pursuant to its articles of association, and until terminated by not less than three months' notice in writing served by either party on the other.

Mr. Cherng Chia-Jiun, being an independent non-executive Director, has entered into an appointment letter with the Company for a term of two years commencing from 31 July 2008, renewable automatically for successive terms of one year each commencing from the day after the expiry of the then current term of appointment, subject to retirement by rotation and re-election at annual general meetings of the Company pursuant to its articles of association, and until terminated by not less than three months' notice in writing served by either party on the other.

Mr. Tsai Wen-Yu, being an independent non-executive Director, has entered into an appointment letter with the Company for a term of two years commencing from 17 June 2005, renewable automatically for successive terms of one year each commencing from the day after the expiry of the then current term of appointment, subject to retirement by rotation and re-election at annual general meetings of the Company pursuant to its articles of association, and until terminated by not less than three months' notice in writing served by either party on the other.

Mr. Yip Wai Ming, being an independent non-executive Director, has entered into an appointment letter with the Company for a term of two years commencing from 25 May 2006, renewable automatically for successive terms of one year each commencing from the day after the expiry of the then current term of appointment, subject to retirement by rotation and re-election at annual general meetings of the Company pursuant to its articles of association, and until terminated by not less than three months' notice in writing served by either party on the other.

No Director proposed for re-election at the forthcoming annual general meeting of the Company has a service contract with the Company or any of the Subsidiary(ies) which is not determinable by the Company and the Subsidiary(ies) within one year without payment of compensation, other than statutory compensation.

DIRECTORS' AND SENIOR MANAGEMENTS' REMUNERATION

The Directors' fees are subject to shareholders' approval at general meetings of the Company. Other emoluments are determined by the board of Directors with reference to Directors' duties, responsibilities and performance and the results of the Group.

The remuneration of the senior management of the Group by band during the year ended 31 December 2019 is set out below:

Remuneration bands	Number of senior management
HK$500,001 to HK$1,000,000	2
HK$1,000,001 to HK$1,500,000	2
HK$1,500,001 to HK$2,000,000	2
HK$2,000,001 to HK$2,500,000	–
HK$2,500,001 to HK$3,000,000	3
	9

Further details of the Directors' remuneration and the five highest paid employees are set out in notes 9 and 10 to the financial statements, respectively.

DIRECTORS' INTERESTS IN TRANSACTION, ARRANGEMENT OR CONTRACT

Save as disclosed in note 34 to the financial statements, the section headed "Connected transactions and continuing connected transactions" and "Share Award Plan" in this report, no Director nor a connected entity of a director had a material interest, either directly or indirectly, in any transaction, arrangement or contract of significance to the business of the Group to which the Company, the holding company of the Company or any of the Company's Subsidiaries or fellow subsidiaries was a party subsisting during or at the end of the year.

MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any substantial part of the business of the Company which were not contract of service with any Director or any person engaged in full-time employment of the Company were entered into or existed during the year.

Save as disclosed in note 34 to the financial statements, no contract of significance had been entered into between the Company, or any of the Subsidiaries and the controlling shareholder (as defined in the Listing Rules) of the Company, or any of its subsidiaries.

Save as disclosed in note 34 to the financial statements, no contract of significance for the provision of services to the Group by any of the controlling shareholder of the Company or any of its subsidiaries was entered into.

PERMITTED INDEMNITY PROVISION

During the year ended 31 December 2019 and up to the date of this annual report, there was or is permitted indemnity provision (within the meaning in section 469 of the Hong Kong Companies Ordinance) in the articles of association of the Company being in force.

The Company has taken out and maintained directors' and officers' liability insurance throughout the year, which provides appropriate cover certain legal actions brought against its directors and officers.

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY

As at 31 December 2019, the interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") set out in Appendix 10 to the Listing Rules were as follows:

Name of Directors		Personal interests	Interests of spouse	Other interests	Total interests	Approximate percentage of the Company's issued share capital
		Long positions Number of ordinary shares of HK$0.1 each (the "Shares") and underlying Shares held under equity derivatives				
Mr. Cheng Li-Yu	Shares	20,000,000	7,064,046	303,240,986 *(Note 1)*	330,305,032	28.32%
					330,305,032	28.32%
Mr. Cherng Chia-Jiun	Shares	210,000	–	–	210,000	0.02%
	Equity Derivatives: Share Options *(Note 2)*	360,000	–	–	360,000	0.03%
					570,000	0.05%
Mr. Chiu Hui-Chin	Shares	5,300,000	–	–	5,300,000	0.46%
	Equity Derivatives: Share Options *(Note 2)*	1,200,000	–	–	1,200,000	0.10%
					6,500,000	0.56%
Mr. Huang Kuo-Kuang	Shares	7,781,866	2,300,631	–	10,082,497	0.86%
	Equity Derivatives: Share Options *(Note 2)*	1,008,000	–	–	1,008,000	0.09%
					11,090,497	0.95%
Mr. Lin Feng-Chieh	Shares	1,224,000	–	–	1,224,000	0.11%
	Equity Derivatives: Share Options *(Note 2)*	1,200,000	–	–	1,200,000	0.10%
					2,424,000	0.21%
Mr. Tsai Wen-Yu	Shares	176,000	–	–	176,000	0.02%
	Equity Derivatives: Share Options *(Note 2)*	360,000	–	–	360,000	0.03%
					536,000	0.05%
Mr. Tsui Yung Kwok	Shares	6,156,000	–	–	6,156,000	0.52%
	Equity Derivatives: Share Options *(Note 2)*	1,008,000	–	–	1,008,000	0.09%
					7,164,000	0.61%
Mr. Yip Wai Ming	Shares	248,000	–	–	248,000	0.02%
	Equity Derivatives: Share Options *(Note 2)*	288,000	–	–	288,000	0.03%
					536,000	0.05%

Notes:

1. The Shares and the underlying Shares were registered in the name of Southern Asia Management Limited ("Southern Asia"), which was wholly owned by Shine Century Assets Corp., the entire issued share capital of which was beneficially owned by the Cheng Family Trust which was founded by Mr. Cheng Li-Yu. The beneficiaries of the Cheng Family Trust include Mr. Cheng Li-Yu. Mr. Cheng Li-Yu was deemed to be interested in all the Shares in which Shine Century Assets Corp. was interested by virtue of the SFO.

2. The share options granted by the Company (the "Share Options") are regarded for the time being as unlisted physically settled equity derivatives. Details of the Share Options are set out in the section headed "Share Option Scheme" below and note 28 to the financial statements.

Save as disclosed above, as at 31 December 2019, none of the Directors or chief executive of the Company had an interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporation (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed in note 28 to the financial statements, at no time during the year were there rights to acquire benefits by means of the acquisition of Shares in or debentures of the Company granted to any Director or their respective spouse or minor (natural or adopted), or were such rights exercised by them; nor was the Company or any of the Subsidiaries a party to any arrangement to enable the Directors to acquire such rights in any other body corporate.

SHARE OPTION SCHEME

The Company operates a share option scheme for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations. Further details are disclosed in note 28 to the financial statements.

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

Name or category of participant	Number of share options: At 1 January 2019	Granted during the year	Exercised during the year	Cancelled during the year	Lapsed during the year	At 31 December 2019	Grant date (Note 1)	Exercise period	Exercise price per Share (Note 2)	Closing price per Share immediately before the grant date
Directors										
Mr. Cherng Chia-Jiun	72,000	–	–	–	–	72,000	3-9-2018	7-11-2018 to 31-8-2024	HK$1.48	HK$1.48
	72,000	–	–	–	–	72,000	3-9-2018	7-11-2019 to 31-8-2024	HK$1.48	HK$1.48
	72,000	–	–	–	–	72,000	3-9-2018	7-11-2020 to 31-8-2024	HK$1.48	HK$1.48
	72,000	–	–	–	–	72,000	3-9-2018	7-11-2021 to 31-8-2024	HK$1.48	HK$1.48
	72,000	–	–	–	–	72,000	3-9-2018	7-11-2022 to 31-8-2024	HK$1.48	HK$1.48
	360,000	–	–	–	–	360,000				
Mr. Chiu Hui-Chin	300,000	–	–	–	–	300,000	3-9-2018	7-11-2019 to 31-8-2024	HK$1.48	HK$1.48
	300,000	–	–	–	–	300,000	3-9-2018	7-11-2020 to 31-8-2024	HK$1.48	HK$1.48
	300,000	–	–	–	–	300,000	3-9-2018	7-11-2021 to 31-8-2024	HK$1.48	HK$1.48
	300,000	–	–	–	–	300,000	3-9-2018	7-11-2022 to 31-8-2024	HK$1.48	HK$1.48
	1,200,000	–	–	–	–	1,200,000				
Mr. Huang Kuo-Kuang	252,000	–	–	–	–	252,000	3-9-2018	7-11-2019 to 31-8-2024	HK$1.48	HK$1.48
	252,000	–	–	–	–	252,000	3-9-2018	7-11-2020 to 31-8-2024	HK$1.48	HK$1.48
	252,000	–	–	–	–	252,000	3-9-2018	7-11-2021 to 31-8-2024	HK$1.48	HK$1.48
	252,000	–	–	–	–	252,000	3-9-2018	7-11-2022 to 31-8-2024	HK$1.48	HK$1.48
	1,008,000	–	–	–	–	1,008,000				
Mr. Lin Feng-Chieh	300,000	–	–	–	–	300,000	3-9-2018	7-11-2019 to 31-8-2024	HK$1.48	HK$1.48
	300,000	–	–	–	–	300,000	3-9-2018	7-11-2020 to 31-8-2024	HK$1.48	HK$1.48
	300,000	–	–	–	–	300,000	3-9-2018	7-11-2021 to 31-8-2024	HK$1.48	HK$1.48
	300,000	–	–	–	–	300,000	3-9-2018	7-11-2022 to 31-8-2024	HK$1.48	HK$1.48
	1,200,000	–	–	–	–	1,200,000				
Mr. Tsai Wen-Yu	72,000	–	–	–	–	72,000	3-9-2018	7-11-2018 to 31-8-2024	HK$1.48	HK$1.48
	72,000	–	–	–	–	72,000	3-9-2018	7-11-2019 to 31-8-2024	HK$1.48	HK$1.48
	72,000	–	–	–	–	72,000	3-9-2018	7-11-2020 to 31-8-2024	HK$1.48	HK$1.48
	72,000	–	–	–	–	72,000	3-9-2018	7-11-2021 to 31-8-2024	HK$1.48	HK$1.48
	72,000	–	–	–	–	72,000	3-9-2018	7-11-2022 to 31-8-2024	HK$1.48	HK$1.48
	360,000	–	–	–	–	360,000				

Name or category of participant	Number of share options: At 1 January 2019	Granted during the year	Exercised during the year	Cancelled during the year	Lapsed during the year	At 31 December 2019	Grant date (Note 1)	Exercise period	Exercise price per Share (Note 2)	Closing price per Share immediately before the grant date
Mr. Tsui Yung Kwok	252,000	–	–	–	–	252,000	3-9-2018	7-11-2019 to 31-8-2024	HK$1.48	HK$1.48
	252,000	–	–	–	–	252,000	3-9-2018	7-11-2020 to 31-8-2024	HK$1.48	HK$1.48
	252,000	–	–	–	–	252,000	3-9-2018	7-11-2021 to 31-8-2024	HK$1.48	HK$1.48
	252,000	–	–	–	–	252,000	3-9-2018	7-11-2022 to 31-8-2024	HK$1.48	HK$1.48
	1,008,000	–	–	–	–	1,008,000				
Mr. Yip Wai Ming	72,000	–	–	–	–	72,000	3-9-2018	7-11-2019 to 31-8-2024	HK$1.48	HK$1.48
	72,000	–	–	–	–	72,000	3-9-2018	7-11-2020 to 31-8-2024	HK$1.48	HK$1.48
	72,000	–	–	–	–	72,000	3-9-2018	7-11-2021 to 31-8-2024	HK$1.48	HK$1.48
	72,000	–	–	–	–	72,000	3-9-2018	7-11-2022 to 31-8-2024	HK$1.48	HK$1.48
	288,000	–	–	–	–	288,000				
Other employees										
In aggregate	479,600	–	–	–	(249,200)	230,400	3-9-2018	7-11-2018 to 31-8-2024	HK$1.48	HK$1.48
	18,095,600	–	–	–	(1,147,200)	16,948,400	3-9-2018	7-11-2019 to 31-8-2024	HK$1.48	HK$1.48
	18,095,600	–	–	–	(1,147,200)	16,948,400	3-9-2018	7-11-2020 to 31-8-2024	HK$1.48	HK$1.48
	18,095,600	–	–	–	(1,147,200)	16,948,400	3-9-2018	7-11-2021 to 31-8-2024	HK$1.48	HK$1.48
	18,095,600	–	–	–	(1,147,200)	16,948,400	3-9-2018	7-11-2022 to 31-8-2024	HK$1.48	HK$1.48
	72,862,000	–	–	–	(4,838,000)	68,024,000				
	78,286,000	–	–	–	(4,838,000)	73,448,000				

Notes:

1. The vesting period of the Share Options is from the date of grant until the commencement of the exercise period.

2. The exercise price of the Share Options is subject to adjustment in the event of a capitalisation issue, rights issue, subdivision or consolidation of Shares or reduction of capital of the Company in accordance with the rules of the Share Option Scheme.

SHARE AWARD PLAN

On 19 May 2017, a trust deed (the "Trust Deed") was entered into between the Company as settlor and Bank of Communications Trustee Limited as trustee (the "Trustee") in relation to the establishment of a trust (the "Trust") and adoption of a share award plan (the "Plan").The purpose of the Plan is to recognize the contribution by eligible participants under the Plan and to attract suitable personnel for further development of the Group. The Company may make contribution to the Trust for the purpose of vesting awarded Shares to the selected participants. Pursuant to the Plan, the Company may from time to time at its sole discretion subject to requirements under this Plan, cause to be paid any sums of money to the Trustee and instruct the Trustee to purchase Shares in the market at prevailing market price. The Trustee will hold the awarded shares on trust for all or one or more of the selected participants until such awarded shares are vested with the relevant selected participants in accordance with the rules of the Plan.

The Plan is a discretionary scheme of the Company and shall be subject to the administration of the Board and the Trustee in accordance with the rules of the Plan and the Trust Deed. The Plan does not constitute a share option scheme within the meaning of Chapter 17 of the Listing Rules.

The Plan will remain in force for a period of 30 years since the date of adoption of the Plan. Early termination may be done by the Board.

During the year ended 31 December 2019, no share award has been granted by the Board to any selected participants.

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARES

As at 31 December 2019, the interests or short positions of the persons (other than a Director or chief executive of the Company) in the Shares and underlying Shares of the Company as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO were as follows:

		Long positions	
Name of shareholders	Capacity and nature of interest	Number of Shares	Approximate percentage of the Company's issued share capital
Southern Asia	Beneficial owner	303,240,986	26.00%
Shine Century Assets Corp.*(Note 1)*	Interest of controlled corporations	303,240,986	26.00%
East Asia International Trustee Limited *(Note 1)*	Trustee (other than a bare trustee)	303,240,986	26.00%
Ms. Lin Mei-Li *(Note 2)*	Beneficial owner	7,064,046	0.61%
	Interest of spouse	323,240,986	27.71%
		330,305,032	28.32%
Bank of Communications Trustee Limited	Trustee	277,183,774	23.77%

Notes:

1. The Shares and underlying Shares were held by Southern Asia, which was wholly owned by Shine Century Assets Corp. The entire issued share capital of Shine Century Assets Corp. was owned by the Cheng Family Trust, the trustee of which was East Asia International Trustee Limited. Shine Century Assets Corp. was deemed to be interested in all the Shares in which Southern Asia is interested by virtue of the SFO. East Asia International Trustee Limited was deemed to be interested in all the Shares in which Shine Century Assets Corp. was interested by virtue of the SFO. The Shares registered in the name of Southern Asia was also disclosed as the interest of Mr. Cheng Li-Yu in the section headed "Directors' and chief executive's interests and short positions in shares, underlying shares and debentures of the Company" above.

2. Ms. Lin Mei-Li is the wife of Mr. Cheng Li-Yu and she was deemed to be interested in all the Shares in which Mr. Cheng Li-Yu was interested by virtue of the SFO.

Save as disclosed above, as at 31 December 2019, no person (other than a Director or chief executive of the Company) had registered an interest or short position in the Shares and underlying Shares of the Company as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

CONTINUING CONNECTED TRANSACTIONS

The independent non-executive Directors have reviewed and confirmed that the continuing connected transactions undertaken by the Group were entered into (i) in the ordinary and usual course of business of the Group; (ii) either on normal commercial terms or better; and (iii) in accordance with the relevant agreements governing the transactions on terms that are fair and reasonable and in the interests of the shareholders of the Company as a whole.

During the year under review, the Group had conducted the following continuing connected transactions which were required to be disclosed pursuant to Rules 14A.49 of the Listing Rules:

(a) Pursuant to a master sales agreement dated as of 31 December 2008 entered into between Giant Glory International Limited ("Giant Glory"), an indirect wholly-owned subsidiary of the Company (for itself and on behalf of other members of the Group) and Wistron Corporation ("Wistron") (for itself and on behalf of other members of Wistron and its subsidiaries (the "Wistron Group")) on 23 January 2009, the Group agreed to sell the casings for electronic products and related materials manufactured and/or supplied by the Group (the "Products") to the Wistron Group, at prices to be determined from time to time by the Group and Wistron (for itself and on behalf of other members of the Wistron Group) with reference to the market prices and on such terms that are no more favourable than those applicable to the sales of the Products by the Group to independent third parties. The master sales agreement had subsequently been renewed on 31 October 2011 and 10 December 2014, each for a term of three years commencing from the expiry of the then current term. On 27 December 2017, Giant Glory (for itself and on behalf of other members of the Group) and Wistron (for itself and on behalf of other members of Wistron Group) further entered into a renewal agreement for the existing master sales agreement which has a term of three years commencing from 1 January 2018 and ending on 31 December 2020 unless terminated earlier according to the terms and conditions of the agreement. The total sales of the Products by the Group to the Wistron Group amounted to approximately HK$466,481,000 for the year ended 31 December 2019 (2018: HK$485,497,000).

    Wistron is a substantial shareholder of Mindforce Holdings Limited, a non-wholly owned subsidiary of the Company, and therefore is a connected person of the Company.

(b) On 1 January 2009, Giant Glory (for itself and on behalf of other members of the Group) and Compal Electronics, Inc. ("Compal") and three of its subsidiaries (for themselves and on behalf of other members of Compal and its subsidiaries (the "Compal Group")) entered into a master sales agreement in relation to the sales of the Products by the Group to the Compal Group at prices to be determined from time to time by the Group and Compal (for itself and on behalf of the other members of the Compal Group) with reference to the market prices and on such terms that are no more favourable than those applicable to the sales of the Products by the Group to independent third parties. The price of the Products shall be payable by the Compal Group to the Group in arrears on a 120 days' credit period by transferring to the Group's bank account. The master sales agreement had subsequently been renewed on 15 November 2011 and 30 December 2014, each for a term of three years commencing from the expiry of the then current term. On 27 December 2017, Giant Glory (for itself and on behalf of other members of the Group) and Compal (for itself and on behalf of other members of Compal Group) further entered into a renewal agreement for the existing master sales agreement which has a term of three years commencing from 1 January 2018 and ending on 31 December 2020 unless terminated earlier according to the terms and conditions of the agreement. The total sales of the Products by the Group to the Compal Group amount to approximately HK$1,506,148,000 for the year ended 31 December 2019 (2018: HK$1,736,073,000).

    Compal is a substantial shareholder of Wah Yuen Technology Holding Limited, a non-wholly owned subsidiary of the Company, and therefore is a connected person of the Company.

The Company has complied with the disclosure requirements in accordance with Chapter 14A of the Listing Rules in respect of the connected transactions or continuing connected transactions.

Ernst & Young, the Company's auditors, were engaged to report on the Group's continuing connected transactions in accordance with Hong Kong Standard on Assurance Engagements 3000 *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information* and with reference to Practice Note 740 *Auditor's Letter on Continuing Connected Transactions under the Hong Kong Listing Rules* issued by the Hong Kong Institute of Certified Public Accountants. Ernst & Young have issued their unqualified letter containing their findings and conclusions in respect of the continuing connected transactions disclosed in (a) and (b) above by the Group in accordance with the Listing Rules and confirming the matters as stated in Rule 14A.56 of the Listing Rules. A copy of the auditors' letter has been provided by the Company to the Hong Kong Stock Exchange.

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors, at least 25% of the Company's total number of issued shares were held by the public as at the latest practicable date prior to the issue of this annual report.

DIRECTORS' INTERESTS IN COMPETING BUSINESSES

None of the Directors or substantial shareholders of the Company or any of their respective associates has engaged in any business that competes or may compete with the business of the Group.

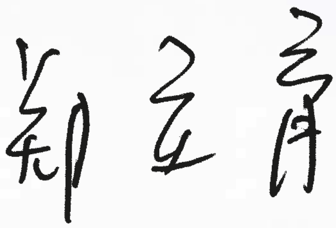
AUDIT COMMITTEE

The Audit Committee of the Board has reviewed the accounting policies, accounting standards and practices adopted by the Group and the consolidated financial statements and results of the Group for the year ended 31 December 2019.

AUDITORS

Ernst & Young will retire and a resolution for their reappointment as auditors of the Company will be proposed at the forthcoming annual general meeting of the Company.

ON BEHALF OF THE BOARD



Cheng Li-Yu
Chairman
Hong Kong
7 April 2020

CORPORATE GOVERNANCE REPORT

CORPORATE GOVERANCE PRACTICES

Ju Teng International Holdings Limited (the "Company") continues to devote much effort on formulating and implementing sufficient corporate governance practices which it believes is crucial to its healthy growth and its business needs.

The Company has adopted the code provisions set out in the Corporate Governance Code (the "CG Code") contained in Appendix 14 to the Listing Rules. The Company and its corporate governance committee (the "CG Committee") periodically review its corporate governance practices to ensure its continuous compliance with the CG Code. The Company had complied with the code provisions of the CG Code for the year ended 31 December 2019 and up to the date of this annual report.

BOARD OF DIRECTORS

The Group is led by and controlled through the Board, which was constituted by a combination of five executive Directors and three independent non-executive Directors during the year ended 31 December 2019.

The Board oversees the overall management and operations of the Company. Major responsibilities of the Board include approving the Company's overall business, financial and technical strategies, setting key performance targets, approving financial budgets and major expenditures, supervising and scrutinizing the performance of management while the senior management are responsible for the supervision and day-to-day management of operation of the Group and the execution of the plans of the Group as approved by the Board.

The independent non-executive Directors have been appointed by the Company for a term of two years commencing from the date of their respective appointment renewable automatically for successive terms of one year each commencing from the day next after the expiry of the then current term of appointment, and until terminated by not less than three months' notice in writing served by either the Company or the respective Director on the other. The independent non-executive Directors are also subject to rotation at annual general meetings pursuant to the articles of association of the Company. All the independent non-executive Directors have confirmed in writing to the Company that they have met all the guidelines for assessing their independence as set out in Rule 3.13 of the Listing Rules.

The Company has adopted and applied a code of conduct regarding directors' securities transaction on terms no less exacting than the required standard set out in the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Listing Rules throughout the year ended 31 December 2019. Having made specific enquiry of all Directors, the Company is satisfied that all the Directors have fully complied with the required standards set out in the Model Code and the Company's code of conduct regarding directors' securities transactions for the year ended 31 December 2019.

The Directors' fees are subject to shareholders' approval at general meetings of the Company. Other emoluments are determined by the Board with reference to the Directors' duties, responsibilities and performance and the results of the Group.

There is no family relationship between any of the Directors, nor is there any financial, business or other material or relevant relationships among the members of the Board.

DIRECTORS' ATTENDANCE RECORD AT MEETINGS

Pursuant to Paragraph A.1.1 of the CG Code, the Board should meet regularly for at least four times a year. Special meetings of the Board will be convened if the situation requires so. During the year ended 31 December 2019, the Board convened a total of six Board meetings (exclusive of meetings of Board committees held during the year) and one general meeting, i.e. the annual general meeting. The individual attendance record of the Directors at board meetings and general meeting of the Company is tabulated as follows:

	Board meeting		General meeting	
Name of Directors	Number of meeting held	Number of meeting attended	Number of meeting held	Number of meeting attended
Executive Directors				
Mr. Cheng Li-Yu *(Chairman)*	6	6	1	1
Mr. Chiu Hui-Chin *(Chief Executive Officer)*	6	6	1	1
Mr. Huang Kuo-Kuang	6	6	1	0
Mr. Lin Feng-Chieh	6	4	1	0
Mr. Tsui Yung Kwok	6	6	1	1
Independent non-executive Directors				
Mr. Cherng Chia-Jiun	6	6	1	0
Mr. Tsai Wen-Yu	6	6	1	0
Mr. Yip Wai Ming	6	6	1	1

Board committee meeting will be convened as and when necessary.

For the individual attendance record of the Directors at meetings of the CG Committee, nomination committee, audit committee and remuneration committee of the Board, please refer to the paragraphs headed "corporate governance committee", "nomination committee", "audit committee and accountability" and "remuneration committee", respectively, of this corporate governance report.

CONTINUOUS PROFESSIONAL DEVELOPMENT OF DIRECTORS

To ensure the Directors' contribution to the Board remains informed and relevant and in compliance with code provision A.6.5 of the CG Code, the Company would arrange and fund suitable continuous professional development opportunities for Directors to develop and refresh their knowledge and skills. During the year ended 31 December 2019, the Company has arranged, and each of the Directors, except Mr. Yip Wai Ming, has attended training seminar provided by international accounting firm. Mr. Yip attended courses organised by professional bodies.

COMMITTEES OF THE BOARD

As at 31 December 2019, the Board had four Board committees, namely, the CG Committee, the nomination committee (the "Nomination Committee"), the audit committee (the "Audit Committee") and the remuneration committee (the "Remuneration Committee"), for overseeing various aspects of the Company's affairs.

Each of the Board committees has been established with written terms of reference that state its authority and duties, which are available on the website of the Company and the Hong Kong Stock Exchange. Accordingly, the Board committees should report to the Board for their decisions or recommendations made and they shall be provided with sufficient resources to discharge their duties and, upon reasonable request, are able to seek independent professional advice in appropriate circumstances, at the Company's expenses. Please refer to the respective terms of reference for each of the Board committees for their practices, procedures and arrangements in conducting meetings.

CORPORATE GOVERNANCE COMMITTEE

The Company has established the CG Committee on 1 April 2012 with written terms of reference adopted in compliance with the CG Code. The CG Committee currently consists of five members, namely Mr. Cherng Chia-Jiun, Mr. Tsai Wen-Yu and Mr. Yip Wai Ming who are all independent non-executive Directors; and Mr. Cheng Li-Yu and Mr. Huang Kuo-Kuang who are both executive Directors. Mr. Yip Wai Ming is the chairman of the CG Committee.

The CG Committee is mainly responsible for keeping the effectiveness of the corporate governance and system of internal non-financial controls of the Group. The CG Committee shall introduce and propose relevant principles concerning corporate governance and to review and determine the corporate governance policy, so as to enhance and to ensure a high standard of corporate governance practice in the Group.

The CG Committee convened one meeting during the year ended 31 December 2019 to review the policies and practices on corporate governance of the Group. The individual attendance record of each member of the CG Committee is tabulated as follows:

Name of Director	Number of meeting held	Number of meeting attended
Mr. Yip Wai Ming *(Chairman)*	1	1
Mr. Cheng Li-Yu	1	1
Mr. Cherng Chia-Jiun	1	1
Mr. Tsai Wen-Yu	1	1
Mr. Huang Kuo-Kuang	1	1

NOMINATION COMMITTEE

The Company has established the Nomination Committee on 1 April 2012 with written terms of reference adopted in compliance with the CG Code. The Nomination Committee currently consists of five members, namely Mr. Cherng Chia-Jiun, Mr. Tsai Wen-Yu and Mr. Yip Wai Ming who are all independent non-executive Directors; and Mr. Cheng Li-Yu and Mr. Huang Kuo-Kuang who are both executive Directors. Mr. Cheng Li-Yu is the chairman of the Nomination Committee.

The principal responsibilities of the Nomination Committee include reviewing the structure, size and composition (including the skills, knowledge and diversity of perspectives experience) of the Board at least annually and making recommendation to the Board for any proposed changes to the Board; identifying qualified and suitable individuals to become Board members and selecting and making recommendations to the Board on the selection of individuals nominated for directorships; assessing the independence of independent non-executive directors; making recommendations to the Board on various matters relating to the appointment or re-appointment of directors and succession planning for directors, in particular the Chairman and the Chief Executive Officer of the Company; and making recommendations to the Board on the policy concerning the diversity of Board members, and the measurable objectives for implementing such policy.

The Board has adopted written policy for the nomination of new director. In evaluating and selecting any candidate for directorship, the criteria to be taken into account when considering the suitability of a candidate shall be his or her ability to devote sufficient time and attention to the affairs of the Company and contribute to the diversity of the Board as well as the effective carrying out by the Board of the responsibilities.

The Board has adopted procedures for nomination of new director, pursuant to which (i) an interview will be conducted with the prospective candidates; and (ii) the Board will consider and, if thought fit, approve the appointment of the new director by way of board meeting or written resolution. To ensure a proper understanding of the operations and business of the Company and that he is fully aware of his responsibilities under the applicable laws and regulations (including the Listing Rules), the newly appointed director will be provided with a comprehensive, tailored and formal induction on the first occasion of his appointment.

The Nomination Committee convened one meeting during the year ended 31 December 2019 to review the structure and composition of the Board, review the policy on board diversity adopted by the Board (the "Board Diversity Policy") and monitor the progress on achieving the measurable objectives (the "Measurable Objectives") set out in the Board Diversity Policy. The individual attendance record of each member of the Nomination Committee is tabulated as follows:

Name of Director	Number of meeting held	Number of meeting attended
Mr. Cheng Li-Yu *(Chairman)*	1	1
Mr. Cherng Chia-Jiun	1	1
Mr. Tsai Wen-Yu	1	1
Mr. Yip Wai Ming	1	1
Mr. Huang Kuo-Kuang	1	1

The Company and the Nomination Committee periodically review the Board Diversity Policy, and monitor the progress on achieving the Measurable Objectives which are set for implementing diversity on the Board. The Board Diversity Policy endeavors to ensure that the Board has a balance of skills, experience and diversity of perspectives appropriate to the requirements of the Company's business. All Board appointments will continue to be made on a merit basis with due regard for the benefits of diversity of the Board members. Selection of candidates will be based on a range of diversity perspectives, including but not limited to gender, age, cultural and educational background, professional experience, skills and knowledge. For the year ended 31 December 2019, the Company has achieved the following Measurable Objectives that the Board has set for implementing the Board Diversity Policy:

(a) To ensure the appropriate proportion of the independent non-executive Directors and the executive Directors in order to maintain the independence of the Board. In particular, at least one-third of the number of members of the Board shall be independent non-executive Directors;

(b) To ensure at least two members of the Board shall have obtained accounting or other professional qualification;

(c) To ensure at least one-third of the members of the Board shall have attained bachelor's degree or higher level of education;

(d) To ensure at least one-third of the members of the Board were or currently are director(s) of listed companies (including Hong Kong and other regions) other than the Company;

(e) To ensure Board has members coming from different cultural backgrounds (including Hong Kong and Taiwan); and

(f) To ensure the age distribution of the members of the Board comprised of people from at least two decades.

AUDIT COMMITTEE AND ACCOUNTABILITY

The Board is responsible for preparing the accounts of the Company, which give a true and fair view of the financial position of the Group on a going concern basis. It is also responsible for presenting a balanced, clear and understandable assessment of the Group's annual and interim reports, announcements regarding the inside information and other financial disclosures as required under the Listing Rules. The management provides all relevant information and records to the Board which enable it to prepare the accounts and to make the above assessments.

The Company has established the Audit Committee on 17 June 2005 with written terms of reference adopted in compliance with the CG Code. The Audit Committee currently consists of three independent non-executive Directors, namely Mr. Cherng Chia-Jiun, Mr. Tsai Wen-Yu and Mr. Yip Wai Ming. Mr. Cherng Chia-Jiun is the chairman of the Audit Committee.

The Audit Committee oversees the overall financial reporting process as well as the adequacy and effectiveness of the Company's risk management and internal control systems including the adequacy of resources, qualifications and experience of the Company's staff of accounting and financial reporting function and their training programmes and budget.

This committee is responsible for making recommendations to the Board for (i) the appointment, reappointment or removal of the external auditors, (ii) reviewing and monitoring the external auditors' independence and objectivity as well as the effectiveness of the audit process to make sure that it is in full compliance with the Listing Rules and other applicable standards and (iii) reviewing the financial information of the Group. During the year ended 31 December 2019, the Audit Committee met with the external auditors to review and approve the audit plans. It also reviewed the Group's annual results of 2018 and interim results of 2019 and the audit findings with the attendance of the external auditors and executive Directors.

The Audit Committee convened a total of four meetings during the year ended 31 December 2019. The individual attendance record of each member of the Audit Committee is tabulated as follows:

Name of Director	Number of meetings held	Number of meetings attended
Mr. Cherng Chia-Jiun *(Chairman)*	4	4
Mr. Tsai Wen-Yu	4	4
Mr. Yip Wai Ming	4	4

REMUNERATION COMMITTEE

The Company has established the Remuneration Committee on 17 June 2005 with written terms of reference adopted in compliance with the CG Code. The Remuneration Committee currently consists of five members, namely, Mr. Cherng Chia-Jiun, Mr. Tsai-Wen Yu and Mr. Yip Wai Ming who are all independent non-executive Directors; and Mr. Cheng Li-Yu and Mr. Huang Kuo-Kuang who are both executive Directors. Mr. Cherng Chia-Jiun is the chairman of the Remuneration Committee.

The Remuneration Committee is mainly responsible for making recommendations to the Board on the Company's remuneration policy and the remuneration, bonuses and welfare benefits for the executive Directors and senior management, reviewing and approving the management's remuneration proposals with reference to the Board's corporate goals and objectives. During the year ended 31 December 2019, the Remuneration Committee reviewed the remuneration policy and packages of the Directors and senior management.

The Remuneration Committee convened one meeting during the year ended 31 December 2019. The individual attendance record of each member of the Remuneration Committee is tabulated as follows:

Name of Director	Number of meetings held	Number of meetings attended
Mr. Cherng Chia-Jiun *(Chairman)*	1	1
Mr. Tsai Wen-Yu	1	1
Mr. Yip Wai Ming	1	1
Mr. Cheng Li-Yu	1	1
Mr. Huang Kuo-Kuang	1	1

AUDITORS' REMUNERATION

During the year, the audit and non-audit fees payable/paid to Ernst & Young, the auditors of the Group, was made up of an audit fee of HK$4,050,000 and non-audit service fees of approximately HK$1,660,000, respectively.

CORPORATE GOVERNANCE REPORT

DIRECTORS' AND AUDITORS' ACKNOWLEDGEMENT

The Directors acknowledge their responsibility for preparing the accounts for the year under review.

The external auditors of the Company acknowledge their reporting responsibilities in the independent auditor's report on the financial statements for the year under review.

COMPANY SECRETARY

All Directors are entitled to the company secretary services. The company secretary reports and notifies the Board the latest information on corporate governance and oversight on a regular basis, assists the Chairman in preparation of the agenda, prepares and dispatches meeting documents in a timely and comprehensive manner so as to ensure the efficiency and validity of the Board Meeting.

The company secretary is also in charge of preparing and keeping written resolutions and/or minutes of the meeting of the Board and the Board committees together with relevant documents. All matters under consideration including any enquiry and objection by Director will be minuted in details. Within a reasonable time frame upon closing a meeting, draft minutes will be despatched to all Directors for their comments and final written resolution and minutes will be sent to Directors for their records.

According to Rule 3.29 of the Listing Rules, the company secretary had taken no less than 15 hours of relevant professional training during the year.

With effect from 31 January 2019, Ms. Cheung Lai Yin of Chiu & Partners, an external service provider, has been appointed by the Company as the company secretary. Her primary contact person at the Company is Mr. Tsui Yung Kwok (an executive Director of the Company).

INTERNAL CONTROL

The Board is responsible for ensuring that sound and effective internal control systems are maintained within the Group. The Group had hired independent professionals to perform a review on the system of internal control of the Group to ensure that the financial and operational functions, compliance control, asset management and risk management functions are in place and functioning effectively. With reference to the assessment of the independent professionals, the Directors and the Audit Committee conducted review of the internal control system maintained by the Group including the financial, operational and compliance controls and risk management functions during the year ended 31 December 2019 and were satisfied that it is sufficient to provide reasonable, but not absolute, assurance that the Group's assets are safeguarded against loss from unauthorized use or disposition, transactions are properly authorized and proper accounting records are maintained. The Directors will continue to engage external independent professionals to review the Group's internal control systems and will continue to review the need for setting up an internal audit function.

INVESTOR RELATIONS AND SHAREHOLDERS' COMMUNICATIONS

The Company enhances investor relations and communications through various channels. Information of the Company shall be communicated to the shareholders of the Company and the investment community mainly through the Company's financial reports (interim and annual reports), annual general meeting and other meetings that may be convened, during which the Directors and designated senior management will attend the meeting and respond to requests for information and queries from the shareholders of the Company and the investment community. The Chairman of the Board and Directors will answer questions on the Company's business at the meeting. External auditors will also attend the annual general meeting and to answer any question if necessary.

Shareholders are encouraged to attend the annual general meeting of the Company. Notice of the annual general meeting and related papers shall be sent to shareholders in accordance with the requirements of the articles of association of the Company and the Listing Rules and such documents shall be also made available on the Company's website (http://www.irasia.com/listco/hk/juteng) and the Hong Kong Stock Exchange's website (http://www.hkexnews.hk).

Shareholders of the Company and the investor community may also contact the Company via email at the email address of the Company at ir@juteng-intl.com.

SHAREHOLDERS' RIGHTS

Procedures for shareholders to convene an extraordinary general meeting

The following procedures for shareholders (the "Shareholders", each a "Shareholder") of the Company to convene an extraordinary general meeting (the "EGM") of the Company are prepared in accordance with Article 64 of the articles of association of the Company:

(a) One or more Shareholders (the "Requisitionist(s)") holding, at the date of deposit of the requisition, not less than one tenth of the paid up capital of the Company having the right of voting at general meetings shall have the right, by written notice (the "Requisition"), to require an EGM to be called by the Directors for the transaction of any business specified therein.

(b) Such Requisition shall be made in writing to the Board or the company secretary of the Company via email at the email address of the Company at ir@juteng-intl.com.

(c) The EGM shall be held within two months after the deposit of such Requisition.

(d) If the Directors fail to proceed to convene such meeting within twenty-one (21) days of the deposit of such Requisition, the Requisitionist(s) himself (themselves) may do so in the same manner, and all reasonable expenses incurred by the Requisitionist(s) as a result of the failure of the Directors shall be reimbursed to the Requisitionist(s) by the Company.

Procedures for raising enquiries

(a) Shareholders should direct their questions about their shareholdings, share transfer, registration and payment of dividend to the Company's Hong Kong branch share registrar, details of which are set out in the section headed "Corporate Information" of this annual report.

(b) Shareholders may at any time raise any enquiry in respect of the Company via email at the email address of the Company at ir@juteng-intl.com.

(c) Shareholders are reminded to lodge their questions together with their detailed contact information for the prompt response from the Company if it deems appropriate.

Procedures and contact details for putting forward proposals at shareholders' meetings

(a) To put forward proposals at a general meeting of the Company, a Shareholder should lodge a written notice of his/her/its proposal (the "Proposal") with his/her/its detailed contact information via email at the email address of the Company at ir@juteng-intl.com.

(b) The identity of the Shareholder and his/her/its request will be verified with the Company's Hong Kong branch share registrar and upon confirmation by the Hong Kong branch share registrar that the request is proper and in order and made by a Shareholder, the Board will determine in its sole discretion whether the Proposal may be included in the agenda for the general meeting to be set out in the notice of meeting.

(c) The notice period to be given to all the Shareholders for consideration of the Proposal raised by the Shareholder concerned at the general meeting varies according to the nature of the Proposal as follows:

  (i) Notice of not less than 21 days in writing if the Proposal requires approval by way of an ordinary resolution in an annual general meeting or a special resolution of the Company;

  (ii) Notice of not less than 14 days in writing if the Proposal requires approval in meeting other than an annual general meeting or approval by way of a special resolution of the Company.

To the shareholders of Ju Teng International Holdings Limited
(Incorporated in the Cayman Islands with limited liability)

Opinion

We have audited the consolidated financial statements of Ju Teng International Holdings Limited (the "Company") and its subsidiaries (the "Group") set out on pages 44 to 129, which comprise the consolidated statement of financial position as at 31 December 2019, and the consolidated statement of profit or loss, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2019, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

Basis for opinion

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSAs") issued by the HKICPA. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the HKICPA's *Code of Ethics for Professional Accountants* (the "Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

To the shareholders of Ju Teng International Holdings Limited
(Incorporated in the Cayman Islands with limited liability)

Key audit matters *(continued)*

Key audit matter	How our audit addressed the key audit matter
Assessment of inventory provision	
As at 31 December 2019, the net carrying value of the Group's inventories amounted to HK$1,657,535,000. The assessment of inventory provision is based on the estimated net realisable value of inventories, which requires significant management judgements and estimates. Management considers various factors, including the conditions and ageing of inventories, sales pattern and selling prices of inventories, market demand and the Group's future plan of usage and sale of inventories. Management's provision assessment involves a high level of judgements and estimates, and is subject to uncertainty due to rapid changes of the notebook and tablet computer market. Related disclosures about inventories are included in notes 4 and 18 to the consolidated financial statements.	Our audit procedures included, among others, evaluating management's assessment methodology based on the Group's circumstances, and evaluating the inputs and assumptions applied by management in performing the provision assessment by reviewing the ageing, the historical usage and sales patterns, the post year-end usage, sales and selling prices, of selected samples of inventories.

To the shareholders of Ju Teng International Holdings Limited
(Incorporated in the Cayman Islands with limited liability)

Other information included in the Annual Report

The directors of the Company are responsible for the other information. The other information comprises the information included in the Annual Report, other than the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors for the consolidated financial statements

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with HKFRSs issued by the HKICPA 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.

In preparing the consolidated financial statements, the directors of the Company are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors of the Company either intend to liquidate the Group or to cease operations or have no realistic alternative but to do so.

The directors of the Company are assisted by the Audit Committee in discharging their responsibilities for overseeing the Group's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Our report is made solely to you, as a body, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

To the shareholders of Ju Teng International Holdings Limited
(Incorporated in the Cayman Islands with limited liability)

Auditor's responsibilities for the audit of the consolidated financial statements *(continued)*

As part of an audit in accordance with HKSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit 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 Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

To the shareholders of Ju Teng International Holdings Limited
(Incorporated in the Cayman Islands with limited liability)

Auditor's responsibilities for the audit of the consolidated financial statements *(continued)*

From the matters communicated with the Audit Committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Kwong Ka Yan.

Ernst & Young

Certified Public Accountants
22/F CITIC Tower
1 Tim Mei Avenue
Central
Hong Kong

7 April 2020

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

Year ended 31 December 2019

	Notes	2019 HK$'000	2018 HK$'000
REVENUE	6	**8,916,007**	9,072,101
Cost of sales		**(7,771,052)**	(7,990,787)
Gross profit		**1,144,955**	1,081,314
Other income and gains	6	**142,284**	270,292
Selling and distribution expenses		**(134,328)**	(125,531)
Administrative expenses		**(669,430)**	(711,675)
Other expenses		**(17,787)**	(15,334)
Finance costs	7	**(137,172)**	(161,153)
PROFIT BEFORE TAX	8	**328,522**	337,913
Income tax expense	11	**(116,608)**	(137,569)
PROFIT FOR THE YEAR		**211,914**	200,344
Attributable to:			
Equity holders of the Company		**145,913**	138,660
Non-controlling interests		**66,001**	61,684
		211,914	200,344
EARNINGS PER SHARE ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY	13		
– Basic (HK cents)		**15.9**	14.1
– Diluted (HK cents)		**15.8**	14.1

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Year ended 31 December 2019

	Notes	2019 HK$'000	2018 HK$'000
PROFIT FOR THE YEAR		**211,914**	200,344
OTHER COMPREHENSIVE INCOME/(EXPENSES)			
Other comprehensive expenses that may be reclassified to profit or loss in subsequent periods:			
Exchange differences on translation of foreign operations		**(227,027)**	(610,699)
Other comprehensive income/(expenses) that will not be reclassified to profit or loss in subsequent periods:			
Equity investment designated at fair value through other comprehensive income:			
Change in fair value	21	**16,170**	(14,225)
Income tax effect	17	**(1,755)**	1,162
		14,415	(13,063)
Release of exchange fluctuation reserve upon disposal of a subsidiary	1	**(962)**	–
Net other comprehensive income/(expenses) that will not be reclassified to profit or loss in subsequent periods		**13,453**	(13,063)
OTHER COMPREHENSIVE EXPENSES FOR THE YEAR, NET OF TAX		**(213,574)**	(623,762)
TOTAL COMPREHENSIVE EXPENSES FOR THE YEAR		**(1,660)**	(423,418)
Attributable to:			
Equity holders of the Company		**(27,112)**	(379,642)
Non-controlling interests		**25,452**	(43,776)
		(1,660)	(423,418)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

31 December 2019

	Notes	2019 HK$'000	2018 HK$'000
NON-CURRENT ASSETS			
Property, plant and equipment	14	**7,174,534**	7,728,064
Right-of-use assets	15(b)	**546,196**	–
Lease premium for land	15(a)	**–**	552,232
Goodwill	16	**52,488**	53,985
Deferred tax assets	17	**61,654**	70,658
Prepayments for acquisition of property, plant and equipment		**66,764**	12,489
Equity investment designated at fair value through other comprehensive income	21	**26,841**	10,826
Total non-current assets		**7,928,477**	8,428,254
CURRENT ASSETS			
Inventories	18	**1,657,535**	1,589,528
Trade receivables	19	**3,146,961**	3,261,538
Prepayments, deposits and other receivables	20	**205,047**	307,248
Pledged and restricted bank balances	22	**33,824**	66,400
Cash and cash equivalents	22	**1,142,072**	1,157,244
Total current assets		**6,185,439**	6,381,958
CURRENT LIABILITIES			
Trade and bills payables	23	**1,064,696**	1,099,014
Other payables and accruals	24	**1,566,366**	1,635,675
Lease liabilities	15(c)	**1,764**	–
Tax payable		**156,929**	202,795
Interest-bearing bank borrowings	25	**2,869,848**	2,958,305
Total current liabilities		**5,659,603**	5,895,789
NET CURRENT ASSETS		**525,836**	486,169
TOTAL ASSETS LESS CURRENT LIABILITIES		**8,454,313**	8,914,423

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (continued)

31 December 2019

	Notes	**2019** **HK$'000**	2018 HK$'000
NON-CURRENT LIABILITIES			
Interest-bearing bank borrowings	25	**904,999**	1,185,962
Deferred income	26	**35,646**	44,220
Lease liabilities	15(c)	**2,960**	–
Deferred tax liabilities	17	**62,205**	60,439
Total non-current liabilities		**1,005,810**	1,290,621
Net assets		**7,448,503**	7,623,802
EQUITY			
Equity attributable to equity holders of the Company			
Issued capital	27	**116,634**	116,634
Reserves	29	**5,759,964**	5,960,714
		5,876,598	6,077,348
Non-controlling interests		**1,571,905**	1,546,454
Total equity		**7,448,503**	7,623,802

Cheng Li-Yu
Director

Huang Kuo-Kuang
Director

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Year ended 31 December 2019

		Attributable to equity holders of the Company											
	Notes	Issued capital HK$'000 (Note 27)	Share premium account HK$'000 Note (c)	Shares held under share award plan HK$'000 Note (c)	Employee share-based compensation reserve HK$'000 Note (c)	Statutory reserve fund HK$'000 Notes (a),(c)	Exchange fluctuation reserve HK$'000 Note (c)	Retained profits HK$'000 Note (c)	Fair value reserve HK$'000 Note (c)	Other reserves HK$'000 Notes (b),(c)	Total HK$'000	Non-controlling interests HK$'000	Total equity HK$'000
At 1 January 2018		114,755	25,571	(308,818)	86,298	216,125	226,960	6,045,202	9,103	329,465	6,744,661	1,600,709	8,345,370
Profit for the year		–	–	–	–	–	–	138,660	–	–	138,660	61,684	200,344
Other comprehensive income/ (expenses) for the year:													
Change in fair value of an equity investment designated at fair value through other comprehensive income, net of tax		–	–	–	–	–	–	–	(13,063)	–	(13,063)	–	(13,063)
Exchange differences on translation of foreign operations		–	–	–	–	–	(505,239)	–	–	–	(505,239)	(105,460)	(610,699)
Total comprehensive income/ (expenses) for the year		–	–	–	–	–	(505,239)	138,660	(13,063)	–	(379,642)	(43,776)	(423,418)
Acquisition of non-controlling interests		–	–	–	–	–	–	–	–	(5,502)	(5,502)	(10,479)	(15,981)
Issue of shares in connection with the exercise of share options	27	1,879	59,696	–	(33,763)	–	–	–	–	–	27,812	–	27,812
Purchase of shares under the share award plan		–	–	(259,714)	–	–	–	–	–	–	(259,714)	–	(259,714)
Dividend received under the share award plan		–	–	12,309	–	–	–	–	–	–	12,309	–	12,309
Share-based compensation arrangements	28	–	–	–	29,228	–	–	–	–	–	29,228	–	29,228
2017 final dividend		–	–	–	–	–	–	(91,804)	–	–	(91,804)	–	(91,804)
At 31 December 2018		116,634	85,267	(556,223)	81,763	216,125	(278,279)	6,092,058	(3,960)	323,963	6,077,348	1,546,454	7,623,802

	Notes	Attributable to equity holders of the Company										Non-controlling interests HK$'000	Total equity HK$'000
		Issued capital HK$'000 (Note 27)	Share premium account HK$'000 Note (c)	Shares held under share award plan HK$'000 Note (c)	Employee share-based compensation reserve HK$'000 Note (c)	Statutory reserve fund HK$'000 Notes (a), (c)	Exchange fluctuation reserve HK$'000 Note (c)	Retained profits HK$'000 Note (c)	Fair value reserve HK$'000 Note (c)	Other reserves HK$'000 Notes (b), (c)	Total HK$'000		
At 31 December 2018		116,634	85,267	(556,223)	81,763	216,125	(278,279)	6,092,058	(3,960)	323,963	6,077,348	1,546,454	7,623,802
Effect of adoption of HKFRS 16	3.1	-	-	-	-	-	1	(2)	-	-	(1)	(1)	(2)
At 1 January 2019 (restated)		116,634	85,267	(556,223)	81,763	216,125	(278,278)	6,092,056	(3,960)	323,963	6,077,347	1,546,453	7,623,800
Profit for the year		-	-	-	-	-	-	145,913	-	-	145,913	66,001	211,914
Other comprehensive income/ (expenses) for the year:													
Change in fair value of an equity investment designated at fair value through other comprehensive income, net of tax		-	-	-	-	-	-	-	14,415	-	14,415	-	14,415
Exchange differences on translation of foreign operations		-	-	-	-	-	(186,478)	-	-	-	(186,478)	(40,549)	(227,027)
Release of exchange fluctuation reserve upon disposal of a subsidiary		-	-	-	-	-	(962)	-	-	-	(962)	-	(962)
Total comprehensive income/ (expenses) for the year		-	-	-	-	-	(187,440)	145,913	14,415	-	(27,112)	25,452	(1,660)
Purchase of shares under the share award plan		-	-	(100,729)	-	-	-	-	-	-	(100,729)	-	(100,729)
Disposal of a subsidiary		-	-	-	-	(1,521)	-	-	-	-	(1,521)	-	(1,521)
Dividend received under the share award plan		-	-	24,246	-	-	-	-	-	-	24,246	-	24,246
Share-based compensation arrangements	28	-	-	-	21,001	-	-	-	-	-	21,001	-	21,001
Transfer from retained profits		-	-	-	-	41,598	-	(41,598)	-	-	-	-	-
2018 final dividend		-	-	-	-	-	-	(116,634)	-	-	(116,634)	-	(116,634)
At 31 December 2019		116,634	85,267	(632,706)	102,764	256,202	(465,718)	6,079,737	10,455	323,963	5,876,598	1,571,905	7,448,503

Notes:

(a) In accordance with the relevant regulations in the People's Republic of China (the "PRC" or "Mainland China"), the Company's subsidiaries established in the PRC are required to transfer a certain percentage of their profit after tax to the statutory reserve fund. Subject to certain restrictions set out in the relevant PRC regulations and in the subsidiaries' articles of association, the statutory reserve fund may be used either to offset losses, or for capitalisation issue by way of paid-up capital.

(b) The other reserves comprise capital reserve which represents profits of the Company's subsidiaries capitalised during the prior years and other capital reserve.

(c) These reserve accounts comprise the consolidated reserves of HK$5,759,964,000 (2018: HK$5,960,714,000) in the consolidated statement of financial position.

CONSOLIDATED STATEMENT OF CASH FLOWS

Year ended 31 December 2019

	Notes	2019 HK$'000	2018 HK$'000
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		**328,522**	337,913
Adjustments for:			
Finance costs	7	**137,172**	161,153
Interest income	6	**(13,506)**	(31,147)
Write-off of long outstanding trade payables, other payables and accruals	6	**(785)**	(10,216)
Depreciation of property, plant and equipment	8	**1,008,032**	1,067,527
Depreciation of right-of-use assets/amortisation of lease premium for land	8	**13,575**	14,495
Loss on disposal of items of property, plant and equipment, net	8	**12,576**	240
Loss on disposal of a subsidiary		**2,048**	–
Impairment/(reversal of impairment) of trade receivables	8	**509**	(1,615)
Write-off/(write-back) of trade receivables	8	**(803)**	6,936
Provision/(reversal of provision) for inventories, net	8	**(930)**	32,131
Recognition of deferred income		**(73,732)**	(142,648)
Equity-settled share option expenses	28(a)	**21,001**	29,228
		1,433,679	1,463,997
Increase in inventories		**(98,007)**	(159,750)
Decrease/(increase) in trade receivables		**63,819**	(660,789)
Decrease in prepayments, deposits and other receivables		**83,863**	33,138
Increase/(decrease) in trade and bills payables		**(16,543)**	234,028
Increase/(decrease) in other payables and accruals		**(32,948)**	210,617
Cash generated from operations		**1,433,863**	1,121,241
PRC income tax paid		**(147,550)**	(141,855)
Overseas income tax paid		**(3,743)**	(459)
Withholding tax paid		**(535)**	(2,889)
Interest received		**13,506**	31,147
Interest paid		**(146,713)**	(172,215)
Net cash flows from operating activities		**1,148,828**	834,970

Year ended 31 December 2019

	Notes	2019 HK$'000	2018 HK$'000
Net cash flows from operating activities		**1,148,828**	834,970
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchases of items of property, plant and equipment		**(688,860)**	(886,894)
Proceeds from disposal of items of property, plant and equipment		**71,519**	179,816
Disposal of a subsidiary	1	**32,586**	–
Decrease/(increase) in pledged and restricted bank balances		**32,576**	(26,591)
Increase in prepayments for acquisition of property, plant and equipment		**(66,764)**	(12,489)
Net cash flows used in investing activities		**(618,943)**	(746,158)
CASH FLOWS FROM FINANCING ACTIVITIES			
New bank loans		**1,692,030**	2,591,079
Repayment of bank loans		**(2,031,622)**	(2,911,437)
Dividend paid		**(116,634)**	(91,804)
Proceeds from issue of shares in connection with the exercise of share options	27	**–**	27,812
Acquisition of a non-controlling interest		**–**	(15,981)
Purchase of shares held under the share award plan		**(100,729)**	(259,714)
Dividend received under the share award plan		**24,246**	12,309
Dividend paid to a non-controlling interest		**–**	(13,128)
Principal portion of lease payments	15(c)	**(720)**	–
Net cash flows used in financing activities		**(533,429)**	(660,864)
NET DECREASE IN CASH AND CASH EQUIVALENTS		**(3,544)**	(572,052)
Cash and cash equivalents at beginning of year		**1,157,244**	1,750,770
Effect of foreign exchange rate changes, net		**(11,628)**	(21,474)
CASH AND CASH EQUIVALENTS AT END OF YEAR		**1,142,072**	1,157,244
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS			
Cash and bank balances	22	**1,142,072**	1,157,244
Cash and cash equivalents as stated in the consolidated statement of financial position and the consolidated statement of cash flows		**1,142,072**	1,157,244

1. CORPORATE AND GROUP INFORMATION

Ju Teng International Holdings Limited is a limited liability company incorporated in the Cayman Islands. During the year, the Company and its subsidiaries (collectively referred to as the "Group") were principally engaged in the manufacture and sale of casings for notebook computer and handheld devices. The registered office address of the Company is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands.

Information about subsidiaries

Particulars of the Company's principal subsidiaries are as follows:

Company name	Place of incorporation/ registration and business	Issued and paid-up share/ registered capital	Equity interest attributable to the Company	Principal activities
Best Alliance Holding Inc. @^	British Virgin Islands ("BVI")/ The Republic of China (The "ROC")	US$52,600,000 Ordinary	100%	Investment holding
Giant Glory International Limited @	Samoa/ROC	US$49,777,419 Ordinary	100%	Investment holding
Everyday Computer Components (Suzhou) Co., Ltd. *@	PRC	US$52,500,000	100%	Manufacture and sale of casings
Suzhou Dazhi Communication Accessory Co., Ltd. *@	PRC	US$108,500,000	100%	Manufacture and sale of casings
Ju Teng (Neijiang) Communication Accessory Co., Ltd. *@	PRC	US$99,000,000	100%	Manufacture and sale of casings
Tri-Great International Limited @	Samoa/ROC	US$1,000,000 Ordinary	100%	Sale of casings and related materials
Gi Li Co., Ltd. @	ROC	NT$105,000,000 Ordinary	100%	Sale of casings and related materials
Grand Develop Investments Limited	Hong Kong	HK$1 Ordinary	100%	Provision of general administrative and support services
Mindforce Holdings Limited ("Mindforce") @	BVI/ROC	US$75,101,000 Ordinary	71%	Investment holding

1. CORPORATE AND GROUP INFORMATION *(continued)*

Information about subsidiaries *(continued)*

Particulars of the Company's principal subsidiaries are as follows: *(continued)*

Company name	Place of incorporation/ registration and business	Issued and paid-up share/ registered capital	Equity interest attributable to the Company	Principal activities
WIS Precision (Kunshan) Co., Ltd. *@	PRC	US$25,000,000	71%	Manufacture and sale of casings
WIS Precision (Taizhou) Co., Ltd. *@	PRC	US$69,800,000	71%	Manufacture and sale of casings
Dynamic Apex Macao Commercial Offshore Limited @	Macau	MOP100,000	100%	Sale of casings and related materials
Chengyang Precision Mould (Kunshan) Co., Ltd. ("Chengyang") *@ (note a)	PRC	US$33,000,000	- (2018: 100%)	Manufacturing and sale of moulds
Fullerton Ltd. @	Samoa/ROC	US$31,749,800 Ordinary	71%	Investment holding and sale of computer equipment and peripherals
Lian-Yi Precision (Zhongshan) Inc. *@	PRC	US$33,400,000	71%	Manufacture and sale of computer equipment and peripherals
Wah Yuen Technology Holding Limited ("Wah Yuen") @	Mauritius/ROC	US$261,758,240 Ordinary	59.28%	Investment holding
Hong Ya Technology Corp. @	ROC	NT$475,577,800 Ordinary	59.28%	Manufacture and sale of casings
Compal Precision Module China Holdings Ltd. @	Mauritius/ROC	US$236,267,926 Ordinary	59.28%	Investment holding and sale of casings and related materials

1. CORPORATE AND GROUP INFORMATION *(continued)*

Information about subsidiaries *(continued)*

Particulars of the Company's principal subsidiaries are as follows: *(continued)*

Company name	Place of incorporation/ registration and business	Issued and paid-up share/ registered capital	Equity interest attributable to the Company	Principal activities
Compal Precision Module (Jiangsu) Company Limited *@	PRC	US$410,000,000	59.28%	Manufacture and sale of casings
Compal Electronic Technology (Chongqing) Co., Ltd *@	PRC	US$60,000,000	59.28%	Manufacture and sale of casings
Jiang Su Inoac Juteng Polymer Co., Ltd. *@	PRC	US$6,000,000	81.46%	Manufacture and sale of materials
Wujiang Dading Precision Mould Co., Ltd. *@	PRC	US$80,000,000	100%	Manufacture and sale of casings
Tasun (Chongqing) Electronic Technology Co., Ltd. *@	PRC	US$90,000,000	100%	Manufacture and sale of casings
Dongxu Juteng Electronic Material (Jurong) Co. Ltd. *@	PRC	US$1,000,000	51%	Manufacture and sale of materials
He Li Cheng Electronic Material (Chong Qing) Co. Ltd. *@	PRC	US$700,000	51%	Manufacture and sale of materials
Juteng Electronic Technology (Taizhou) Co., Ltd. *@	PRC	US$145,000,000 (2018:US$125,000,000)	100%	Manufacture and sale of casings

* Registered as wholly-foreign-owned enterprises under the PRC law
@ Not audited by Ernst & Young, Hong Kong or another member firm of the Ernst & Young global network
^ Directly held by the Company

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

1. CORPORATE AND GROUP INFORMATION *(continued)*

Information about subsidiaries *(continued)*

Particulars of the Company's principal subsidiaries are as follows: *(continued)*

Note:

(a) Disposal of a subsidiary

On 18 April 2019, the Group disposed of its entire equity interest in Chengyang to an independent third party for a cash consideration of RMB39,557,000 (equivalent to HK$46,027,000).

	Notes	2019 HK$'000
Net assets disposed of:		
Property, plant and equipment	14	34,570
Right-of-use assets	15(b)	1,420
Goodwill	16	1,497
Cash and cash equivalents		13,441
Prepayments, deposits and other receivables		146
Other payables and accruals		(516)
		50,558
Release of exchange fluctuation and other reserves		(2,483)
		48,075
Loss on disposal of a subsidiary	8	(2,048)
		46,027
Satisfied by:		
Cash		46,027

An analysis of the net inflow of cash and cash equivalents in respect of the disposal of a subsidiary is as follows:

	2019 HK$'000
Cash consideration	46,027
Cash and cash equivalents disposed of	(13,441)
Net inflow of cash and cash equivalents in respect of the disposal of a subsidiary	32,586

2. BASIS OF PREPARATION

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

Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries for the year ended 31 December 2019. A subsidiary is an entity (including a structured entity), directly or indirectly, controlled by the Company. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee (i.e., existing rights that give the Group the current ability to direct the relevant activities of the investee).

When the Company has, directly or indirectly, less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

(a) the contractual arrangement with the other vote holders of the investee;

(b) rights arising from other contractual arrangements; and

(c) the Group's voting rights and potential voting rights.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. The results of subsidiaries are consolidated from the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Profit or loss and each component of other comprehensive income are attributed to the owners of the parent of the Group and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control described above. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

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

3.1 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

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

Amendments to HKFRS 9	*Prepayment Features with Negative Compensation*
HKFRS 16	*Leases*
Amendments to HKAS 19	*Plan Amendment, Curtailment or Settlement*
Amendments to HKAS 28	*Long-term Interests in Associates and Joint Ventures*
HK(IFRIC)-Int 23	*Uncertainty over Income Tax Treatments*
Annual Improvements to HKFRSs 2015-2017 Cycle	Amendments to HKFRS 3, HKFRS 11, HKAS 12 and HKAS 23

Other than as explained below regarding the impact of HKFRS 16 *Leases*, the adoption of the above new and revised HKFRSs has had no significant financial effect on these financial statements.

HKFRS 16 replaces HKAS 17 *Leases*, HK(IFRIC)-Int 4 *Determining whether an Arrangement contains a Lease*, HK(SIC)-Int 15 *Operating Leases – Incentives* and HK(SIC)-Int 27 *Evaluating the Substance of Transactions Involving the Legal Form of a Lease*. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model to recognise and measure right-of-use assets and lease liabilities, except for certain recognition exemptions. Lessor accounting under HKFRS 16 is substantially unchanged from HKAS 17. Lessors continue to classify leases as either operating or finance leases using similar principles as in HKAS 17. HKFRS 16 did not have any significant impact on leases where the Group is the lessor.

The Group has adopted HKFRS 16 using the modified retrospective method with the date of initial application of 1 January 2019. Under this method, the standard has been applied retrospectively with the cumulative effect of initial adoption recognised as an adjustment to the opening balance of retained profits at 1 January 2019, and the comparative information for 2018 was not restated and continued to be reported under HKAS 17 and related interpretations.

New definition of a lease

Under HKFRS 16, a contract is, or contains, a lease if the contract conveys a right to control the use of an identified asset for a period of time in exchange for consideration. Control is conveyed where the customer has both the right to obtain substantially all of the economic benefits from use of the identified asset and the right to direct the use of the identified asset. The Group elected to use the transition practical expedient allowing the standard to be applied only to contracts that were previously identified as leases applying HKAS 17 and HK(IFRIC)-Int 4 at the date of initial application. Contracts that were not identified as leases under HKAS 17 and HK(IFRIC)-Int 4 were not reassessed. Therefore, the definition of a lease under HKFRS 16 has been applied only to contracts entered into or changed on or after 1 January 2019.

3.1 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES *(continued)*

As a lessee – Leases previously classified as operating leases

Nature of the effect of adoption of HKFRS 16

The Group has lease contracts for certain of its office properties and motor vehicles. As a lessee, the Group previously classified leases as either finance leases or operating leases based on the assessment of whether the lease transferred substantially all the rewards and risks of ownership of assets to the Group. Under HKFRS 16, the Group applies a single approach to recognise and measure right-of-use assets and lease liabilities for all leases, except for two elective exemptions for leases of low-value assets (elected on a lease-by-lease basis) and leases with a lease term of 12 months or less ("short-term leases") (elected by class of underlying asset). Instead of recognising rental expenses under operating leases on a straight-line basis over the lease term commencing from 1 January 2019, the Group recognises depreciation (and impairment, if any) of the right-of-use assets and interest accrued on the outstanding lease liabilities (as finance costs).

Impact on transition

Lease liabilities at 1 January 2019 were recognised based on the present value of the remaining lease payments, discounted using the incremental borrowing rate at 1 January 2019. The right-of-use assets were recognised based on the carrying amount as if the standard had always been applied, except for the incremental borrowing rate where the Group applied the incremental borrowing rate at 1 January 2019.

All these assets were assessed for any impairment based on HKAS 36 on that date. The Group elected to present the right-of-use assets separately in the statement of financial position. This includes prepaid lease payments in respect of the land use rights of HK$566,727,000 that were reclassified from lease premium for land and prepayments, deposits and other receivables.

The Group has used the following elective practical expedients when applying HKFRS 16 at 1 January 2019:

- Applying the short-term lease exemptions to leases with a lease term that ends within 12 months from the date of initial application

- Using hindsight in determining the lease term where the contract contains options to terminate the lease

- Applying a single discount rate to a portfolio of leases with reasonably similar characteristics

3.1 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES *(continued)*

Financial impact at 1 January 2019

The impact arising from the adoption of HKFRS 16 as at 1 January 2019 was as follows:

	HK$'000
Assets	
Increase in right-of-use assets	**567,012**
Decrease in lease premium for land	**(552,232)**
Decrease in prepayments, deposits and other receivables	**(14,495)**
Increase in total assets	**285**
Liabilities	
Increase in lease liabilities (current portion)	**111**
Increase in lease liabilities (non-current portion)	**176**
Increase in total liabilities	**287**
Equity	
Increase in exchange fluctuation reserve	**1**
Decrease in retained profits	**(2)**
Decrease in non-controlling interests	**(1)**
Decrease in total equity	**(2)**

The lease liabilities as at 1 January 2019 reconciled to the operating lease commitments as at 31 December 2018 are as follows:

	HK$'000
Operating lease commitments as at 31 December 2018	1,739
Less: Commitments relating to short-term leases and those leases with a remaining lease term ended on or before 31 December 2019	(1,367)
Commitments relating to leases of low-value assets	(72)
	300
Incremental borrowing rate as at 1 January 2019	4.02%
Lease liabilities as at 1 January 2019	287

3.2 ISSUED BUT NOT YET EFFECTIVE HONG KONG FINANCIAL REPORTING STANDARDS

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

Amendments to HKFRS 3	*Definition of a Business*[1]
Amendments to HKFRS 9, HKAS 39 and HKFRS 7	*Interest Rate Benchmark Reform*[1]
Amendments to HKFRS 10 and HKAS 28 (2011)	*Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*[3]
HKFRS 17	*Insurance Contracts*[2]
Amendments to HKAS 1 and HKAS 8	*Definition of Material*[1]

1 Effective for annual periods beginning on or after 1 January 2020
2 Effective for annual periods beginning on or after 1 January 2021
3 No mandatory effective date yet determined but available for adoption

Further information about those HKFRSs that are expected to be applicable to the Group is described below.

Amendments to HKFRS 3 clarify and provide additional guidance on the definition of a business. The amendments clarify that for an integrated set of activities and assets to be considered a business, it must include, at a minimum, an input and a substantive process that together significantly contribute to the ability to create output. A business can exist without including all of the inputs and processes needed to create outputs. The amendments remove the assessment of whether market participants are capable of acquiring the business and continue to produce outputs. Instead, the focus is on whether acquired inputs and acquired substantive processes together significantly contribute to the ability to create outputs. The amendments have also narrowed the definition of outputs to focus on goods or services provided to customers, investment income or other income from ordinary activities. Furthermore, the amendments provide guidance to assess whether an acquired process is substantive and introduce an optional fair value concentration test to permit a simplified assessment of whether an acquired set of activities and assets is not a business. The Group expects to adopt the amendments prospectively from 1 January 2020. Since the amendments apply prospectively to transactions or other events that occur on or after the date of first application, the Group will not be affected by these amendments on the date of transition.

Amendments to HKAS 1 and HKAS 8 provide a new definition of material. The new definition states that information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements. The amendments clarify that materiality will depend on the nature or magnitude of information. A misstatement of information is material if it could reasonably be expected to influence decisions made by the primary users. The Group expects to adopt the amendments prospectively from 1 January 2020. The amendments are not expected to have any significant impact on the Group's financial statements.

The Group is in the process of making an assessment of the impact of the other aforementioned new and revised HKFRSs upon their initial application but is not yet in a position to state whether these new and revised HKFRSs would have any significant impact on its financial performance and financial position.

3.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The consideration transferred is measured at the acquisition date fair value which is the sum of the acquisition date fair values of assets transferred by the Group, liabilities assumed by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree that are present ownership interests and entitle their holders to a proportionate share of net assets in the event of liquidation at fair value or at the proportionate share of the acquiree's identifiable net assets. All other components of non-controlling interests are measured at fair value. Acquisition-related costs are expensed as incurred.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts of the acquiree.

If the business combination is achieved in stages, the previously held equity interest is remeasured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability is measured at fair value with changes in fair value recognised in profit or loss. Contingent consideration that is classified as equity is not remeasured and subsequent settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred, the amount recognised for non-controlling interests and any fair value of the Group's previously held equity interests in the acquiree over the identifiable net assets acquired and liabilities assumed. If the sum of this consideration and other items is lower than the fair value of the net assets acquired, the difference is, after reassessment, recognised in profit or loss as a gain on bargain purchase.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is tested for impairment annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. The Group performs its annual impairment test of goodwill as at 31 December. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units.

Impairment is determined by assessing the recoverable amount of the cash-generating unit (group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit (group of cash-generating units) is less than the carrying amount, an impairment loss is recognised. An impairment loss recognised for goodwill is not reversed in a subsequent period.

Where goodwill has been allocated to a cash-generating unit (or group of cash-generating units) and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on the disposal. Goodwill disposed of in these circumstances is measured based on the relative value of the operation disposed of and the portion of the cash-generating unit retained.

3.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Fair value measurement

The Group measures its equity investment at fair value at the end of each reporting period. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 – based on quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 – based on valuation techniques for which the lowest level input that is significant to the fair value measurement is observable, either directly or indirectly

Level 3 – based on valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

3.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Impairment of non-financial assets

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

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

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

Property, plant and equipment and depreciation

Property, plant and equipment, other than construction in progress, are stated at cost less accumulated depreciation and any impairment losses. The cost of an item of property, plant and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use.

Expenditure incurred after items of property, plant and equipment have been put into operation, such as repairs and maintenance, is normally charged to the statement of profit or loss in the period in which it is incurred. In situations where the recognition criteria are satisfied, the expenditure for a major inspection is capitalised in the carrying amount of the asset as a replacement. Where significant parts of property, plant and equipment are required to be replaced at intervals, the Group recognises such parts as individual assets with specific useful lives and depreciates them accordingly.

3.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Property, plant and equipment and depreciation *(continued)*

Depreciation is calculated on the straight-line basis to write off the cost of each item of property, plant and equipment to its residual value over its estimated useful life. The estimated useful lives of the items of property, plant and equipment are as follows:

Freehold land	Not depreciated
Buildings	20 years
Leasehold improvements	Over the lease terms or 5 to 10 years
Machinery	5 to 10 years
Furniture, fixtures and office equipment	5 years
Motor vehicles	5 years

Where parts of an item of property, plant and equipment have different useful lives, the cost of that item is allocated on a reasonable basis among the parts and each part is depreciated separately. Residual values, useful lives and the depreciation method are reviewed, and adjusted if appropriate, at least at each financial year end.

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

Construction in progress represents buildings, plant and machinery and other items of property, plant and equipment under construction or installation, which are stated at cost less any impairment losses, and are not depreciated. Cost comprises the direct costs of purchase, construction, installation and testing and capitalised borrowing costs on related borrowed funds during the period of construction or installation. Construction in progress is reclassified to the appropriate category of property, plant and equipment when completed and ready for use.

Leases (applicable from 1 January 2019)

The Group assesses at contract inception whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

3.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Leases (applicable from 1 January 2019) *(continued)*

Group as a lessee *(continued)*

(a) Right-of-use assets

Right-of-use assets are recognised at the commencement date of the lease (that is the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and any impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease terms and the estimated useful lives of the assets as follows:

Lease premium for land	50 years
Office properties	1 to 3 years
Motor vehicles	3 years

(b) Lease liabilities

Lease liabilities are recognised at the commencement date of the lease at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in lease payments (e.g., a change to future lease payments resulting from a change in an index or rate) or a change in assessment of an option to purchase the underlying asset.

(c) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of office properties and equipment (that is those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the recognition exemption for leases of low-value assets to leases of office equipment that are considered to be of low value. Lease payments on short-term leases and leases of low-value assets are recognised as an expense on a straight-line basis over the lease term.

Group as a lessor

When the Group acts as a lessor, it classifies at lease inception (or when there is a lease modification) each of its leases as either an operating lease or a finance lease.

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature.

3.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Operating leases (applicable before 1 January 2019)

Leases where substantially all the rewards and risks of ownership of assets remain with the lessor are accounted for as operating leases. Where the Group is the lessor, assets leased by the Group under operating leases are included in non-current assets, and rentals receivable under the operating leases are credited to the statement of profit or loss on the straight-line basis over the lease terms. Where the Group is the lessee, rentals payable under operating leases net of any incentives received from the lessor are charged to the statement of profit or loss on the straight-line basis over the lease terms.

Prepaid land premiums for land under operating leases are initially stated at cost and subsequently recognised on the straight-line basis over the lease terms.

When the lease payments cannot be allocated reliably between the land and buildings elements, the entire lease payments are included in the cost of the land and buildings as a finance lease in property, plant and equipment.

Inventories

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

Provisions

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

Dividends

Final dividends are recognised as a liability when they are approved by the shareholders in a general meeting. Proposed final dividends are disclosed in the notes to the financial statements.

Income tax

Income tax comprises current and deferred tax. Income tax relating to items recognised outside profit or loss is recognised outside profit or loss, either in other comprehensive income or directly in equity.

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period, taking into consideration interpretations and practices prevailing in the countries in which the Group operates.

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

3.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Income tax *(continued)*

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

- when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- in respect of taxable temporary differences associated with investments in subsidiaries, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

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

- when the deferred tax asset relating to the deductible temporary differences arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- in respect of deductible temporary differences associated with investments in subsidiaries, deferred tax assets are only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be recovered.

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

Deferred tax assets and deferred tax liabilities are offset if and only if the Group has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

3.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Employee benefits

Pension schemes

The employees of the Group's subsidiaries which operate in Mainland China are required to participate in central pension schemes operated by the relevant government authorities. These subsidiaries are required to contribute a certain percentage of their payroll costs to the central pension schemes. The contributions are charged to the statement of profit or loss as they become payable in accordance with the rules of the central pension schemes.

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

The Group also operates a defined contribution retirement benefit scheme under the Labor Pension Act (the "Act") for its employees employed by the Group's subsidiary in the ROC. Based on the Act, the Group's monthly contribution to individual pension accounts of employees covered by the defined contribution plan is at 6% of monthly salaries and wages. The funds are deposited in individual labour pension accounts at the Bureau of Labor Insurance.

Share-based payments

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

The cost of equity-settled transactions with employees for grants after 7 November 2002 is measured by reference to the fair value at the date at which they are granted. The fair value is determined by an external valuer, further details of which are given in note 28 to the financial statements.

The cost of equity-settled transactions is recognised in employee benefit expense, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled. The cumulative expense recognised for equity-settled transactions at the end of each reporting period until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The charge or credit to the statement of profit or loss for a period represents the movement in the cumulative expense recognised as at the beginning and end of that period.

3.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Employee benefits *(continued)*

Share-based payments *(continued)*

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

For awards that do not ultimately vest because non-market performance and/or service conditions have not been met, no expense is recognised. Where awards include a market or non-vesting condition, the transactions are treated as vesting irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

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

Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. This includes any award where non-vesting conditions within the control of either the Group or the employee are not met. However, if a new award is substituted for the cancelled award, and is designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

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

3.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Foreign currencies

These financial statements are presented in Hong Kong dollars, which is the Company's functional currency. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency. Foreign currency transactions recorded by the entities in the Group are initially recorded using their respective functional currency rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency rates of exchange ruling at the end of the reporting period. Differences arising on settlement or translation of monetary items are recognised in the statement of profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of a non-monetary item measured at fair value is treated in line with the recognition of the gain or loss on change in fair value of the item (i.e., translation difference on the item whose fair value gain or loss is recognised in other comprehensive income or profit or loss is also recognised in other comprehensive income or profit or loss, respectively).

In determining the exchange rate on initial recognition of the related asset, expense or income on the derecognition of a non-monetary asset or non-monetary liability relating to an advance consideration, the date of initial transaction is the date on which the Group initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Group determines the transaction date for each payment or receipt of the advance consideration.

The functional currencies of certain overseas subsidiaries are currencies other than the Hong Kong dollar. As at the end of the reporting period, the assets and liabilities of these entities are translated into Hong Kong dollars at the exchange rates prevailing at the end of the reporting period and their statements of profit or loss are translated into Hong Kong dollars at the weighted average exchange rates for the year.

The resulting exchange differences are recognised in other comprehensive income and accumulated in the exchange fluctuation reserve. On disposal of a foreign operation, the component of other comprehensive income relating to that particular foreign operation is recognised in the statement of profit or loss.

Any goodwill arising on the acquisition of a foreign operation and any fair value adjustments to the carrying amounts of assets and liabilities arising on acquisition are treated as assets and liabilities of the foreign operation and translated at the closing rate.

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

3.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Related parties

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

(a) the party is a person or a close member of that person's family and that person

(i) has control, or joint control over the Group;

(ii) has significant influence over the Group; or

(iii) is a member of the key management personnel of the Group or of a parent of the Group;

(b) the party is an entity where any of the following conditions applies:

(i) the entity and the Group are members of the same group;

(ii) one entity is an associate or joint venture of the other entity (or of a parent, subsidiary or fellow subsidiary of the other entity);

(iii) the entity and the Group are joint ventures of the same third party;

(iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity;

(v) the entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group;

(vi) the entity is controlled or jointly controlled by a person identified in (a);

(vii) a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity); and

(viii) the entity, or any member of a group of which it is a part, provides key management personnel services to the Group or to the parent of the Group.

3.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Investments and other financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income, and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component, the Group initially measures a financial asset at its fair value plus in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component are measured at the transaction price determined under HKFRS 15 in accordance with the policies set out for "Revenue recognition" below.

In order for a financial asset to be classified and measured at amortised cost or fair value through other comprehensive income, it needs to give rise to cash flows that are solely payments of principal and interest ("SPPI") on the principal amount outstanding. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows, while financial assets classified and measured at fair value through other comprehensive income are held within a business model with the objective of both holding to collect contractual cash flows and selling. Financial assets which are not held within the aforementioned business models are classified and measured at fair value through profit or loss.

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

Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

Financial assets at amortised cost (debt instruments)

Financial assets at amortised cost are subsequently measured using the effective interest method and are subject to impairment. Gains and losses are recognised in the statement of profit or loss when the asset is derecognised, modified or impaired.

3.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Investments and other financial assets *(continued)*

Subsequent measurement *(continued)*

Financial assets designated at fair value through other comprehensive income (equity investments)

Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity investments designated at fair value through other comprehensive income when they meet the definition of equity under HKAS 32 *Financial Instruments: Presentation* and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to the statement of profit or loss. Dividends are recognised as other income in the statement of profit or loss when the right of payment has been established, it is probable that the economic benefits associated with the dividend will flow to the Group and the amount of the dividend can be measured reliably, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in other comprehensive income. Equity investments designated at fair value through other comprehensive income are not subject to impairment assessment.

Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Group's consolidated statement of financial position) when:

- the rights to receive cash flows from the asset have expired; or

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

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risk and rewards of ownership of the asset. When it has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

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

3.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Impairment of financial assets

The Group recognises an allowance for expected credit losses ("ECLs") for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

General approach

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

At each reporting date, the Group assesses whether the credit risk on a financial instrument has increased significantly since initial recognition. When making the assessment, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information that is available without undue cost or effort, including historical and forward-looking information.

The Group considers a financial asset in default when contractual payments are 120 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Debt investments at fair value through other comprehensive income and financial assets at amortised cost are subject to impairment under the general approach and they are classified within the following stages for measurement of ECLs except for trade receivables which apply the simplified approach as detailed below.

Stage 1 – Financial instruments for which credit risk has not increased significantly since initial recognition and for which the loss allowance is measured at an amount equal to 12-month ECLs

Stage 2 – Financial instruments for which credit risk has increased significantly since initial recognition but that are not credit-impaired financial assets and for which the loss allowance is measured at an amount equal to lifetime ECLs

Stage 3 – Financial assets that are credit-impaired at the reporting date (but that are not purchased or originated credit-impaired) and for which the loss allowance is measured at an amount equal to lifetime ECLs

3.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Impairment of financial assets *(continued)*

Simplified approach

For trade receivables that do not contain a significant financing component or when the Group applies the practical expedient of not adjusting the effect of a significant financing component, the Group applies the simplified approach in calculating ECLs. Under the simplified approach, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and bills payables, financial liabilities included in other payables and accruals, lease liabilities and interest-bearing bank borrowings.

Subsequent measurement

The subsequent measurement of financial liabilities depends on their classification as follows:

Financial liabilities at amortised cost (loans and borrowings)

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

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

Derecognition of financial liabilities

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

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

3.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Offsetting of financial instruments

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

Treasury shares

Own equity instruments which are reacquired and held by the Company or the Group (treasury shares) are recognised directly in equity at cost. No gain or loss is recognised in the statement of profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments.

Cash and cash equivalents

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

For the purpose of the consolidated statement of financial position, cash and cash equivalents comprise cash on hand and at banks, including term deposits, which are not restricted as to use.

Government grants

Government grants are recognised at their fair value where there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the costs, which it is intended to compensate, are expensed.

Where the grant relates to an asset, the fair value is credited to a deferred income account and is released to the statement of profit or loss over the expected useful life of the relevant asset by equal annual instalments.

Transfer of assets

Where the Group receives non-monetary assets transferred from its customers or equivalent and the Group has to provide ongoing access to a supply of goods or services, the related assets are recorded at the fair value of the non-monetary assets and released to the statement of profit or loss as revenue over the expected useful lives of the relevant assets by equal annual instalments, while a deferred income account is credited and is released to the statement of profit or loss as revenue over the expected useful life of the relevant asset.

3.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Revenue recognition

Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of goods or services is transferred to the customers at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

Revenue from the sale of goods is recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods.

Other income

Rental income is recognised on a time proportion basis over the lease terms.

Interest income is recognised on an accrual basis using the effective interest method by applying the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, when appropriate, to the net carrying amount of the financial asset.

Dividend income is recognised when the shareholders' right to receive payment has been established, it is probable that the economic benefits associated with the dividend will flow to the Group and the amount of the dividend can be measured reliably.

Contract liabilities

A contract liability is recognised when a payment is received or a payment is due (whichever is earlier) from a customer before the Group transfers the related goods or services. Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer).

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, i.e., assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets. The capitalisation of such borrowing costs ceases when the assets are substantially ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs capitalised. All other borrowing costs are expensed in the period in which they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

4. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

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

Estimation uncertainty

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

Impairment of goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value in use of the cash-generating units to which the goodwill is allocated. Estimating the value in use requires the Group to make an estimate of the expected future cash flows from the cash-generating units and also to choose a suitable discount rate in order to calculate the present value of those cash flows. Further details are given in note 16.

Provision for expected credit losses on trade receivables

The Group uses a provision matrix to calculate ECLs for trade receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns.

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast market conditions (such as global shipments of personal computers) are expected to deteriorate over the next year which can lead to an increased number of defaults, the historical default rates are adjusted. At each reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation among historical observed default rates, forecast market conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of a customer's actual default in the future. The information about the ECLs on the Group's trade receivables is disclosed in note 19 to the financial statements.

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

Estimation uncertainty *(continued)*

Impairment of non-financial assets (other than goodwill)

The Group assesses whether there are any indicators of impairment for all non-financial assets (including the right-of-use assets) at the end of each reporting period. Other non-financial assets are tested for impairment when there are indicators that the carrying amounts may not be recoverable. An impairment exists when the carrying value of an asset or a cash-generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. When value in use calculations are undertaken, management must estimate the expected future cash flows from the asset or cash-generating unit and choose a suitable discount rate in order to calculate the present value of those cash flows. The calculation of the fair value less costs of disposal is based on available data from binding sales transactions in an arm's length transaction of similar assets or observable market prices less incremental costs for disposing of the asset.

Write-down of inventories

Management reviews the condition of inventories of the Group and makes provision against obsolete and slow-moving inventory items which are identified as no longer suitable for sale or use. Management estimates the net realisable value for inventories based primarily on the latest invoice prices and current market conditions. The Group carries out an inventory review at the end of each reporting period and makes provision against obsolete and slow-moving items. Management considers various factors, including the conditions and ageing of inventories, sales pattern and selling prices of inventories, market demand and the Group's future plan of usage and sale of inventories. Management reassesses the estimation at the end of each reporting period.

The identification of obsolete and slow-moving inventory items requires the use of judgements and estimates. Where the expectation is different from the original estimate, such difference will impact on the carrying values of inventories and the write-down of inventories recognised in the periods in which such estimates have been changed. The carrying amount of inventories carried as assets in the consolidated statement of financial position as at 31 December 2019 was HK$1,657,535,000 (2018: HK$1,589,528,000), details of which are set out in note 18 to the financial statements.

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

Judgements

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

Classification between investment properties and owner-occupied properties

The Group determines whether a property qualifies as an investment property, and has developed criteria in making that judgement. Investment property is a property held to earn rentals or for capital appreciation or both. Therefore, the Group considers whether a property generates cash flows largely independently of the other assets held by the Group. Some properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for use in the production or supply of goods or services or for administrative purposes. If these portions could be sold separately or leased out separately under a finance lease, the Group accounts for the portions separately. If the portions could not be sold separately, the property is an investment property only if an insignificant portion is held for use in the production or supply of goods or services or for administrative purposes. Judgement is made on an individual property basis to determine whether ancillary services are so significant that a property does not qualify as an investment property.

Withholding taxes

Pursuant to the PRC Corporate Income Tax Law, a 10% withholding tax is levied on dividends declared to foreign investors from the foreign investment enterprises in Mainland China. The requirement is effective from 1 January 2008 and applies to earnings after 31 December 2007. The Group is therefore liable for withholding taxes on dividends distributed by those subsidiaries established in Mainland China in respect of earnings generated from 1 January 2008.

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

5. OPERATING SEGMENT INFORMATION

The Group is principally engaged in the business of manufacture and sale of casings for notebook computer and handheld devices. For management purposes, the Group operates in one business unit based on its casing products, and has one reportable operating segment.

No operating segments have been aggregated to form the above reportable operating segment.

Geographical information

(i) Revenue from external customers:

	2019 HK$'000	2018 HK$'000
The PRC, excluding Hong Kong	**8,760,503**	8,939,032
The ROC	**115,369**	112,655
Others	**40,135**	20,414
	8,916,007	9,072,101

The revenue information above is based on the locations of the products delivered to the customers.

(ii) Non-current assets:

	2019 HK$'000	2018 HK$'000
The PRC, excluding Hong Kong	**7,695,302**	8,200,386
The ROC	**140,082**	146,343
Others	**4,598**	41
	7,839,982	8,346,770

The non-current asset information above, excluding an equity investment designated at fair value through other comprehensive income and deferred tax assets, is based on the locations of the assets.

5. OPERATING SEGMENT INFORMATION *(continued)*

Information about major customers

Revenues of approximately HK$2,251,948,000, HK$1,506,148,000, HK$1,225,507,000, HK$1,185,813,000 and HK$975,973,000 for the year ended 31 December 2019 were derived from sales to five major groups of customers, the revenue from each of which amounted to 10% or more of the Group's revenue.

Revenues of approximately HK$2,123,290,000, HK$1,736,073,000, HK$1,710,691,000 and HK$1,516,919,000 for the year ended 31 December 2018 were derived from sales to four major groups of customers, the revenue from each of which amounted to 10% or more of the Group's revenue.

6. REVENUE, OTHER INCOME AND GAINS

An analysis of revenue is as follows:

	2019 HK$'000	2018 HK$'000
Revenue from contracts with customers		
Sale of goods	**8,916,007**	9,072,101

Revenue from contracts with customers

(i) Disaggregated revenue information

	2019 HK$'000	2018 HK$'000
Geographical markets		
The PRC, excluding Hong Kong	**8,760,503**	8,939,032
The ROC	**115,369**	112,655
Others	**40,135**	20,414
	8,916,007	9,072,101

The following table shows the amounts of revenue recognised in the current reporting period that were included in the contract liabilities at the beginning of the reporting period:

	2019 HK$'000	2018 HK$'000
Revenue recognised that was included in contract liabilities at the beginning of the reporting period:		
Sale of goods	**35,097**	32,127

6. REVENUE, OTHER INCOME AND GAINS *(continued)*

Revenue from contracts with customers *(continued)*

(ii) Performance obligation

Sale of goods

The performance obligation is satisfied upon delivery of the goods and payment is generally due within 60 to 120 days from delivery.

	2019 HK$'000	2018 HK$'000
Other income and gains		
Interest income	**13,506**	31,147
Subsidy income#	**48,217**	48,434
Compensation income	**8,761**	9,760
Gross rental income	**25,625**	25,325
Write-back of trade receivables	**803**	–
Write-off of long outstanding trade payables, other payables and accruals	**785**	10,216
Foreign exchange gains, net	**41,204**	142,261
Others	**3,383**	3,149
	142,284	270,292

Various government subsidies have been received for enterprises engaged business in Mainland China for promoting the manufacturing industry. There are no unfulfilled conditions or contingencies relating to these subsidies.

7. FINANCE COSTS

An analysis of the Group's finance costs is as follows:

	2019 HK$'000	2018 HK$'000
Interest on bank loans	**146,713**	172,215
Interest on lease liabilities	**71**	–
Total interest expense on financial liabilities not at fair value through profit or loss	**146,784**	172,215
Less: Interest capitalised	**(9,612)**	(11,062)
	137,172	161,153

8. PROFIT BEFORE TAX

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

	Notes	2019 HK$'000	2018 HK$'000
Cost of inventories sold*		**7,771,052**	7,990,787
Auditor's remuneration		**4,050**	3,950
Depreciation of property, plant and equipment	14	**1,008,032**	1,067,527
Depreciation of right-of-use assets (2018: Amortisation of lease premium for land)	15(a), (b)	**13,575**	14,495
Minimum lease payments under operating leases		**–**	4,810
Lease payments not included in the measurement of lease liabilities	15(d)	**2,899**	–
Provision/(reversal of provision) for inventories, net**		**(930)**	32,131
Impairment/(reversal of impairment) of trade receivables***	19	**509**	(1,615)
Write-off/(write-back) of trade receivables*****		**(803)**	6,936
Employee benefit expense (excluding directors' remuneration – note 9):			
Wages and salaries, bonuses, allowances and welfare		**2,525,353**	2,517,046
Equity-settled share option expenses		**18,990**	26,802
Pension scheme contributions		**152,091**	117,152
		2,696,434	2,661,000
Gross rental income on owner-occupied properties and machinery		**(25,625)**	(25,325)
Less: Direct operating expenses arising from rental-earning owner-occupied properties and machinery		**4,574**	4,756
Net rental income		**(21,051)**	(20,569)
Loss on disposal of items of property, plant and equipment, net***		**12,576**	240
Loss on disposal of a subsidiary***	1	**2,048**	–
Foreign exchange gains, net****		**(41,204)**	(142,261)

8. PROFIT BEFORE TAX *(continued)*

* Cost of inventories sold includes HK$3,412,212,000 (2018: HK$3,474,090,000) relating to depreciation, employee benefit expense, provision/(reversal of provision) for inventories, net, which are also included in the total amounts disclosed above for each of these types of expenses.

** Included in "Cost of sales" on the face of the consolidated statement of profit or loss.

*** Included in "Other expenses" on the face of the consolidated statement of profit or loss.

**** Included in "Other income and gains" on the face of the consolidated statement of profit or loss.

***** Write-back of trade receivables is included in "Other income and gains" on the face of the consolidated statement of profit or loss. Write-off of trade receivables is included in "Other expenses" on the face of the consolidated statement of profit or loss.

9. DIRECTORS' AND CHIEF EXECUTIVE'S REMUNERATION

Directors' and chief executive's remuneration for the year, disclosed pursuant to the Rules Governing the Listing of Securities (the "Listing Rules") on The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange"), section 383(1)(a), (b), (c) and (f) of the Hong Kong Companies Ordinance and Part 2 of the Companies (Disclosure of Information about Benefits of Directors) Regulation, is as follows:

	2019 **HK$'000**	2018 HK$'000
Fees	**594**	594
Other emoluments:		
Salaries, allowances and benefits in kind	**8,165**	8,124
Performance related bonuses	**1,667**	1,674
Share-based payments	**2,011**	2,426
Pension scheme contributions	**34**	35
	11,877	12,259
	12,471	12,853

Certain directors were granted share options, in respect of their services to the Group, under the share option scheme of the Company, further details of which are set out in note 28 to the financial statements. The fair values of such options, which have been recognised in the statement of profit or loss over the vesting period, were determined as at the date of grant and the amounts included in the financial statements for the current and prior years are included in the above directors' and chief executive's remuneration disclosures.

9. DIRECTORS' AND CHIEF EXECUTIVE'S REMUNERATION *(continued)*

(a) Independent non-executive directors

The fees and share-based payment expenses paid to independent non-executive directors during the year were as follows:

2019

Name of director	Fees HK$'000	Share-based payments HK$'000	Total remuneration HK$'000
Mr. Cherng Chia-Jiun	198	126	324
Mr. Tsai Wen-Yu	198	126	324
Mr. Yip Wai Ming	198	126	324
	594	378	972

2018

Name of director	Fees HK$'000	Share-based payments HK$'000	Total remuneration HK$'000
Mr. Cherng Chia-Jiun	198	156	354
Mr. Tsai Wen-Yu	198	156	354
Mr. Yip Wai Ming	198	156	354
	594	468	1,062

There were no other emoluments payable to the independent non-executive directors during the year (2018: Nil).

9. DIRECTORS' AND CHIEF EXECUTIVE'S REMUNERATION *(continued)*

(b) Executive directors and the chief executive

Name of director	Fees HK$'000	Salaries, allowances and benefits in kind HK$'000	Performance related bonuses HK$'000	Share-based payments HK$'000	Pension scheme contributions HK$'000	Total remuneration HK$'000
2019						
Mr. Cheng Li-Yu	**–**	**–**	**–**	**–**	**–**	**–**
Mr. Huang Kuo-Kuang	**–**	**897**	**257**	**428**	**16**	**1,598**
Mr. Chiu Hui-Chin*	**–**	**3,762**	**940**	**193**	**–**	**4,895**
Mr. Lin Feng-Chieh	**–**	**1,881**	**470**	**584**	**–**	**2,935**
Mr. Tsui Yung Kwok	**–**	**1,625**	**–**	**428**	**18**	**2,071**
	–	**8,165**	**1,667**	**1,633**	**34**	**11,499**
2018						
Mr. Cheng Li-Yu	–	–	–	–	–	–
Mr. Huang Kuo-Kuang	–	922	263	529	17	1,731
Mr. Chiu Hui-Chin*	–	3,762	941	178	–	4,881
Mr. Lin Feng-Chieh	–	1,881	470	722	–	3,073
Mr. Tsui Yung Kwok	–	1,559	–	529	18	2,106
	–	8,124	1,674	1,958	35	11,791

* Mr. Chiu Hui-Chin is the chief executive officer of the Company.

During the year ended 31 December 2019, Mr. Cheng Li-Yu, a director and chairman of the Group agreed to waive the remuneration of HK$932,000.

10. FIVE HIGHEST PAID EMPLOYEES

The five highest paid employees of the Group during the year included two (2018: two) directors, details of whose remuneration are set out in note 9 above. Details of the remuneration for the year of the remaining three (2018: three) highest paid employees who are not directors of the Company are as follows:

	2019 HK$'000	2018 HK$'000
Salaries, allowances and benefits in kind	**1,972**	2,010
Performance related bonuses	**3,314**	3,139
Equity-settled share option expenses	**2,756**	5,067
Pension scheme contributions	**45**	45
	8,087	10,261

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

	Number of employees	
	2019	2018
HK$2,500,001 to HK$3,000,000	**3**	–
HK$3,000,001 to HK$3,500,000	**–**	2
HK$3,500,001 to HK$4,000,000	**–**	1
	3	3

Share options were granted under the share option scheme of the Company to the non-director and non-chief executive, highest paid employees in respect of their services to the Group, further details of which are included in the disclosures in note 28 to the financial statements. The fair value of such options, which has been recognised in the statement of profit or loss over the vesting period, was determined as at the date of grant and the amounts included in the financial statements for the current and prior years are included in the above non-director and non-chief executive, highest paid employees' remuneration disclosures.

11. INCOME TAX

Hong Kong profits tax has not been provided as the Group did not have any assessable profits arising in Hong Kong during the year (2018: Nil). Taxes on assessable profits have been calculated at the rates of tax prevailing in the jurisdictions in which the Group operates, based on existing legislation, interpretations and practices in respect thereof.

	2019 HK$'000	2018 HK$'000
Provision for the year:		
Current – The PRC, excluding Hong Kong		
Charge for the year	**116,414**	143,359
Underprovision in prior years	**9,385**	14,856
Current – Overseas		
Charge for the year	**11,844**	4,183
Overprovision in prior years	**(28,839)**	(13,041)
Deferred tax (note 17)	**7,804**	(11,788)
Total tax charge for the year	**116,608**	137,569

11. INCOME TAX *(continued)*

A reconciliation of the tax expense/(credit) applicable to profit/(loss) before tax at the statutory rates, ranging from 16.5% to 25% (2018: 16.5% to 25%), for the jurisdictions in which the Company and the majority of its subsidiaries are domiciled to the tax expense/(credit) at the effective tax rates is as follows:

2019

	Hong Kong HK$'000	The PRC, excluding Hong Kong HK$'000	Overseas HK$'000	Total HK$'000
Profit/(loss) before tax	**(60,445)**	**462,600**	**(73,633)**	**328,522**
Tax at the statutory tax rate	**(9,973)**	**115,650**	**(14,726)**	**90,951**
Preferential tax rates	**–**	**(4,622)**	**38**	**(4,584)**
Adjustments in respect of current tax of previous periods	**–**	**9,385**	**(28,839)**	**(19,454)**
Income not subject to tax	**(504)**	**(10,043)**	**(181)**	**(10,728)**
Expenses not deductible for tax	**10,477**	**7,486**	**1,659**	**19,622**
Tax losses not recognised	**–**	**15,115**	**–**	**15,115**
Temporary differences not recognised	**–**	**–**	**25,054**	**25,054**
Others	**–**	**632**	**–**	**632**
Tax charge/(credit) at the Group's effective rate	**–**	**133,603**	**(16,995)**	**116,608**

2018

	Hong Kong HK$'000	The PRC, excluding Hong Kong HK$'000	Overseas HK$'000	Total HK$'000
Profit/(loss) before tax	(62,565)	391,753	8,725	337,913
Tax at the statutory tax rate	(10,323)	97,938	1,745	89,360
Preferential tax rates	–	(8,408)	–	(8,408)
Adjustments in respect of current tax of previous periods	–	14,856	(13,041)	1,815
Effect of withholding tax at 10% on the distributable profits of the Group's PRC subsidiaries	–	12,928	–	12,928
Income not subject to tax	(119)	(7,493)	(2,775)	(10,387)
Expenses not deductible for tax	10,442	8,659	5,213	24,314
Tax losses not recognised	–	27,947	–	27,947
Tax charge/(credit) at the Group's effective rate	–	146,427	(8,858)	137,569

11. INCOME TAX *(continued)*

Pursuant to the PRC Corporate Income Tax Law being effective on 1 January 2008, the income tax is unified at 25% for all enterprises in Mainland China.

According to Caishui [2011] No.58 issued in July 2011, enterprises set up in the western region in the PRC with major businesses falling within the Catalogue of Encouraged Industries in the Western Region are entitled to a reduced corporate income tax ("CIT") rate of 15%.

Juteng (Neijiang) Communication Accessory Co., Ltd., which is a subsidiary of the Company in the Sichuan province, and Tasun (Chongqing) Electronic Technology Co., Ltd. and Compal Electronic Technology (Chongqing) Co., Ltd., which are subsidiaries of the Company in the Chongqing city, were entitled to enjoy the 15% CIT preferential rate as their major businesses fall within the Catalogue of Encouraged Industries in the Western Region.

12. DIVIDENDS

	2019 **HK$'000**	2018 HK$'000
Proposed final – HK10 cents (2018: HK10 cents) per ordinary share	**116,634**	116,634

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

13. EARNINGS PER SHARE ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY

The calculation of the basic earnings per share amounts is based on the profit for the year attributable to equity holders of the Company of HK$145,913,000 (2018: HK$138,660,000) and the weighted average number of 920,097,876 (2018: 983,377,279) ordinary shares in issue excluding shares held under the share award plan during the year.

For the year ended 31 December 2019, the calculation of the diluted earnings per share amount was based on the profit for the year attributable to equity holders of the Company of HK$145,913,000. The weighted average number of ordinary shares used in the calculation was 920,097,876 ordinary shares in issue excluding shares held under the share award plan during the year, as used in the basic earnings per share calculation, and the weighted average number of 5,808,914 ordinary shares assumed to have been issued at no consideration on the deemed exercise of all dilutive potential ordinary shares into ordinary shares.

For the year ended 31 December 2018, no adjustment has been made to the basic earnings per share amount presented in respect of a dilution as the impact of the share options outstanding had an anti-dilutive effect on the basic earnings per share amount presented for that year.

14. PROPERTY, PLANT AND EQUIPMENT

	Land and buildings HK$'000	Leasehold improvements HK$'000	Machinery HK$'000	Furniture, fixtures and office equipment HK$'000	Motor vehicles HK$'000	Construction in progress HK$'000	Total HK$'000
31 December 2019							
At 1 January 2019:							
Cost	4,450,062	6,673	8,262,651	1,336,290	11,312	195,729	14,262,717
Accumulated depreciation and impairment	(1,428,114)	(1,609)	(4,275,974)	(820,854)	(8,102)	–	(6,534,653)
Net carrying amount	3,021,948	5,064	3,986,677	515,436	3,210	195,729	7,728,064
At 1 January 2019, net of accumulated depreciation and impairment	3,021,948	5,064	3,986,677	515,436	3,210	195,729	7,728,064
Additions	9,304	846	81,468	31,666	253	587,424	710,961
Transfers	71,041	–	310,589	99,303	251	(481,184)	–
Disposals/write-off	(1,418)	–	(27,484)	(47,096)	(208)	(7,889)	(84,095)
Disposal of a subsidiary (note 1)	(19,038)	–	(15,483)	(49)	–	–	(34,570)
Depreciation provided during the year	(200,668)	(602)	(586,200)	(219,872)	(690)	–	(1,008,032)
Exchange realignment	(52,329)	17	(63,819)	(16,365)	(62)	(5,236)	(137,794)
At 31 December 2019, net of accumulated depreciation and impairment	2,828,840	5,325	3,685,748	363,023	2,754	288,844	7,174,534
At 31 December 2019:							
Cost	4,400,721	7,544	8,368,894	1,362,442	10,169	288,844	14,438,614
Accumulated depreciation and impairment	(1,571,881)	(2,219)	(4,683,146)	(999,419)	(7,415)	–	(7,264,080)
Net carrying amount	2,828,840	5,325	3,685,748	363,023	2,754	288,844	7,174,534

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

	Land and buildings HK$'000	Leasehold improvements HK$'000	Machinery HK$'000	Furniture, fixtures and office equipment HK$'000	Motor vehicles HK$'000	Construction in progress HK$'000	Total HK$'000
31 December 2018							
At 1 January 2018:							
Cost	4,502,079	4,239	8,158,187	1,175,191	13,548	465,479	14,318,723
Accumulated depreciation and impairment	(1,293,548)	(1,315)	(3,832,757)	(718,384)	(9,753)	–	(5,855,757)
Net carrying amount	3,208,531	2,924	4,325,430	456,807	3,795	465,479	8,462,966
At 1 January 2018, net of accumulated depreciation and impairment	3,208,531	2,924	4,325,430	456,807	3,795	465,479	8,462,966
Additions	31,617	2,635	130,965	79,161	258	662,110	906,746
Transfers	143,655	–	577,576	182,375	608	(904,214)	–
Disposals/write-off	(3,334)	–	(160,074)	(1,051)	(438)	(15,159)	(180,056)
Depreciation provided during the year	(205,570)	(328)	(704,646)	(156,149)	(834)	–	(1,067,527)
Exchange realignment	(152,951)	(167)	(182,574)	(45,707)	(179)	(12,487)	(394,065)
At 31 December 2018, net of accumulated depreciation and impairment	3,021,948	5,064	3,986,677	515,436	3,210	195,729	7,728,064
At 31 December 2018:							
Cost	4,450,062	6,673	8,262,651	1,336,290	11,312	195,729	14,262,717
Accumulated depreciation and impairment	(1,428,114)	(1,609)	(4,275,974)	(820,854)	(8,102)	–	(6,534,653)
Net carrying amount	3,021,948	5,064	3,986,677	515,436	3,210	195,729	7,728,064

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

As at 31 December 2019, certain of the Group's land and buildings with a net carrying amount of approximately HK$20,720,000 (2018: HK$20,778,000) situated in the ROC were pledged to secure general banking facilities granted to the Group (note 25).

As at 31 December 2019, the application of property ownership certificates for certain buildings with a net book value of HK$166,616,000 (2018: HK$378,832,000) was still in progress. In the opinion of the directors, the risk of the Group not being able to obtain the legal titles for the relevant land and buildings is low and the Group will continue to pursue and discuss with the Ministry of Land and Resources of the PRC for the final settlement and complete the ownership registration of the buildings.

15. LEASES

The Group as a lessee

The Group has lease contracts for certain of its office properties, machinery, motor vehicles and office equipment used in its operations. Lump sum payments were made upfront to acquire the leased land from the owners with lease periods of 50 years, and no ongoing payments will be made under the terms of these land leases. Leases of office properties generally have lease terms between 8 months and 36 months, while motor vehicles generally have lease terms of 3 years. Machinery and office equipment generally have lease terms of 12 months or less and/or are individually of low value.

(a) Lease premium for land (before 1 January 2019)

	HK$'000
Carrying amount at 1 January 2018	610,789
Recognised in profit or loss during the year	(14,495)
Exchange realignment	(29,567)
Carrying amount as at 31 December 2018	566,727
Current portion included in prepayments, deposits and other receivables	(14,495)
Non-current portion	552,232

15. LEASES *(continued)*

The Group as a lessee *(continued)*

(b) Right-of-use assets

The carrying amounts of the Group's right-of-use assets and the movements during the year are as follows:

	Lease premium for land HK$'000	Office properties HK$'000	Motor vehicles HK$'000	Total HK$'000
As at 1 January 2019	566,727	13	272	567,012
Additions	–	5,083	–	5,083
Disposal of a subsidiary (note 1)	(1,420)	–	–	(1,420)
Depreciation charge	(12,897)	(573)	(105)	(13,575)
Exchange realignment	(10,905)	–	1	(10,904)
As at 31 December 2019	541,505	4,523	168	546,196

As at 31 December 2019, the Group did not pledge any interest in land to secure banking facilities granted to the Group (2018: Nil).

(c) Lease liabilities

The carrying amount of lease liabilities and the movements during the year are as follows:

	Lease liabilities HK$'000
At 1 January 2019	287
New leases	5,083
Accretion of interest recognised during the year	71
Payments	(720)
Exchange realignment	3
At 31 December 2019	4,724
Analysed into:	
Current portion	1,764
Non-current portion	2,960

The maturity analysis of lease liabilities is disclosed in note 37 to the financial statements.

15. LEASES *(continued)*

The Group as a lessee *(continued)*

(d) The amounts recognised in profit or loss in relation to leases are as follows:

	2019 HK$'000
Interest on lease liabilities	71
Depreciation charge of right-of-use assets	13,575
Expense relating to short-term leases with remaining lease terms ended on or before 31 December 2019 (included in administrative expenses)	2,821
Expense relating to leases of low-value assets (included in administrative expenses)	78
Total amount recognised in profit or loss	16,545

(e) Termination options

The Group has several lease contracts that include termination options. These options are negotiated by management to provide flexibility in managing the leased-asset portfolio and they are aligned with the Group's business needs. Set out below are the undiscounted potential future rental payments relating to periods following the exercise date of termination options that are not included in the lease terms:

2019	Payable within five years HK$'000
Termination options expected to be exercised	69

(f) The total cash outflow for leases and future cash outflows relating to leases that have not yet commenced are disclosed in notes 31(c) and 33(c), respectively, to the financial statements.

The Group as a lessor

The Group leases part of its factory and machinery under operating lease arrangements. The terms of the leases generally require the tenants to pay security deposits and provide for periodic rent adjustments according to the then prevailing market conditions. Rental income recognised by the Group during the year was HK$25,625,000 (2018: HK$25,325,000), details of which are included in note 6 to the financial statements.

At 31 December 2019, the undiscounted lease payments receivable by the Group in future periods under non-cancellable operating leases with its tenants are as follows:

	2019 HK$'000	2018 HK$'000
Within one year	22,418	19,854
After one year but within two years	21,957	19,111
After two years but within three years	19,578	19,078
After three years but within four years	18,128	19,340
After four years but within five years	18,281	18,470
After five years	109,853	148,868
	210,215	244,721

16. GOODWILL

	HK$'000
Cost and net carrying amount at 1 January 2018, 31 December 2018 and 1 January 2019	53,985
Disposal of a subsidiary (note 1)	(1,497)
Cost and net carrying amount at 31 December 2019	**52,488**

Impairment testing of goodwill

Goodwill acquired through business combinations is allocated to the manufacture and sale of notebook computer casings cash-generating unit for impairment testing.

The recoverable amount of the manufacture and sale of notebook computer casings cash-generating unit has been determined based on a value in use calculation using cash flow projections based on a five-year financial forecast approved by management. The discount rate applied to the cash flow projections is 16% (2018: 16.2%) and cash flows beyond the five-year period are extrapolated using a growth rate of 3% (2018: 3%).

Assumptions were used in the value in use calculation of the manufacture and sale of notebook computer casings cash-generating unit for 31 December 2019 and 31 December 2018. The following describes each key assumption on which management has based its cash flow projections to undertake impairment testing of goodwill:

Forecasted gross margins – The basis used to determine the value assigned to the forecasted gross margins is the average gross margins achieved in the year immediately before the forecast year, increased for expected efficiency improvements, and expected market development.

Discount rate – The discount rate used is before tax and reflect specific risks relating to the relevant unit.

In the opinion of the Company's directors, any reasonably possible change in any of these assumptions would not cause the cash-generating unit's recoverable amount to fall below its carrying amount.

17. DEFERRED TAX

Deferred tax assets

	Losses available for offsetting against future taxable profits HK$'000	Government subsidies HK$'000	Total HK$'000
Gross deferred tax assets at 1 January 2018	46,813	6,042	52,855
Deferred tax credited to the statement of profit or loss during the year (note 11)	21,229	76	21,305
Exchange realignment	(3,044)	(458)	(3,502)
Gross deferred tax assets at 31 December 2018 and 1 January 2019	64,998	5,660	70,658
Deferred tax charged to the statement of profit or loss during the year (note 11)	(7,755)	(38)	(7,793)
Exchange realignment	(1,094)	(117)	(1,211)
Gross deferred tax assets at 31 December 2019	**56,149**	**5,505**	**61,654**

The Group had tax losses arising in Mainland China of approximately HK$531,998,000 (2018: HK$611,788,000) that will expire in one to five years for offsetting against future taxable profits of the subsidiaries in which the losses arose. Deferred tax assets have not been recognised in respect of these losses as it is not considered probable that taxable profits will be available against which the tax losses can be utilised.

17. DEFERRED TAX *(continued)*

Deferred tax liabilities

	Fair value adjustments arising from acquisition of subsidiaries HK$'000	Fair value adjustments arising from revaluation of an equity investment designated at fair value through other comprehensive income HK$'000	Withholding tax HK$'000	Total HK$'000
Gross deferred tax liabilities at 1 January 2018	922	1,162	50,000	52,084
Deferred tax charged/(credited) to the statement of profit or loss during the year (note 11)	(483)	–	10,000	9,517
Deferred tax credited to equity during the year	–	(1,162)	–	(1,162)
Gross deferred tax liabilities at 31 December 2018 and 1 January 2019	**439**	**–**	**60,000**	**60,439**
Deferred tax charged to the statement of profit or loss during the year (note 11)	**11**	**–**	**–**	**11**
Deferred tax charged to equity during the year	**–**	**1,755**	**–**	**1,755**
Gross deferred tax liabilities at 31 December 2019	**450**	**1,755**	**60,000**	**62,205**

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

17. DEFERRED TAX *(continued)*

Deferred tax liabilities *(continued)*

The aggregate amount of temporary differences associated with investments in subsidiaries in Mainland China for which deferred tax liabilities have not been recognised totalled approximately HK$3,069,410,000 (2018: HK$2,767,066,000) as at 31 December 2019. In the opinion of the directors, the Company is able to control the timing of the reversal of the temporary difference and, accordingly, the Group has taken into consideration, among others, the probability the temporary difference being reversed in the foreseeable future, and recognised for withholding taxes that would be payable in the foreseeable future on distribution of unremitted earnings by the Company's subsidiaries established in Mainland China in respect of earnings generated.

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

18. INVENTORIES

	2019 **HK$'000**	2018 HK$'000
Production materials	**281,836**	297,870
Work in progress	**624,869**	493,682
Finished goods	**567,985**	608,513
Moulds and consumable tools	**182,845**	189,463
	1,657,535	1,589,528

19. TRADE RECEIVABLES

	2019 **HK$'000**	2018 HK$'000
Trade receivables	**3,148,870**	3,262,938
Impairment	**(1,909)**	(1,400)
	3,146,961	3,261,538

The general credit terms of the Group range from 60 days to 120 days. Trade receivables are non-interest-bearing. The Group does not hold any collateral or other credit enhancements over these balances.

19. TRADE RECEIVABLES *(continued)*

An ageing analysis of the Group's trade receivables as at the end of the reporting period, based on the invoice date and net of loss allowance, is as follows:

	2019 HK$'000	2018 HK$'000
Within 3 months	**2,317,879**	2,288,051
4 to 6 months	**818,294**	963,140
7 to 12 months	**10,788**	10,347
	3,146,961	3,261,538

The movements in the loss allowance for impairment of trade receivables are as follows:

	2019 HK$'000	2018 HK$'000
At beginning of year	**1,400**	3,015
Impairment/(reversal of impairment) (note 8)	**509**	(1,615)
At end of year	**1,909**	1,400

An impairment analysis is performed at each reporting date using a provision matrix to measure ECLs. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns. The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. Generally, trade receivables are written off if past due for more than one year and are not subject to enforcement activity.

19. TRADE RECEIVABLES *(continued)*

Set out below is the information about the credit risk exposure on the Group's trade receivables using a provision matrix:

As at 31 December 2019

		Past due			
	Current	**1 to 3 months**	**4 to 6 months**	**7 to 12 months**	**Total**
Expected credit loss rate	**0.06%**	**0.02%**	**5.51%**	**19.73%**	**0.06%**
Gross carrying amount (HK$'000)	**2,681,855**	**463,818**	**2,974**	**223**	**3,148,870**
ECLs (HK$'000)	**1,608**	**93**	**164**	**44**	**1,909**

As at 31 December 2018

		Past due			
	Current	1 to 3 months	4 to 6 months	7 to 12 months	Total
Expected credit loss rate	0.04%	0.03%	4.16%	18.21%	0.04%
Gross carrying amount (HK$'000)	2,725,271	535,143	2,211	313	3,262,938
ECLs (HK$'000)	1,090	161	92	57	1,400

20. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	2019 HK$'000	2018 HK$'000
Prepayments	**53,713**	87,835
Deposits and other receivables	**151,334**	219,413
	205,047	307,248

The financial assets included in the above balances relate to receivables for which there were no recent history of default and past due amounts. The ECLs are estimated by applying a loss rate approach with reference to the historical loss record of the Group. The loss rate is adjusted to reflect the current conditions and forecasts of future economic conditions, as appropriate. As at 31 December 2019 and 31 December 2018, the ECLs were assessed to be minimal.

21. EQUITY INVESTMENT DESIGNATED AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

	2019 HK$'000	2018 HK$'000
Equity investment designated at fair value through other comprehensive income		
Overseas listed equity investment, at fair value		
Paragon Technologies Co., Ltd.	**26,841**	10,826

The above equity investment was irrevocably designated at fair value through other comprehensive income as the Group considers this investment to be strategic in nature.

During the year ended 31 December 2019, the gross profit in respect of the Group's equity investment designated at fair value through other comprehensive income recognised in other comprehensive income amounted to HK$16,170,000 (2018: gross loss of HK$14,225,000).

In the opinion of the directors, the equity investment designated at fair value through other comprehensive income is not expected to be realised within 12 months after the end of the reporting period. Accordingly, the investment is classified as a non-current asset in the consolidated statement of financial position.

The market value of the Group's listed equity investment at the date of approval of these financial statements was approximately HK$15,895,000.

22. CASH AND CASH EQUIVALENTS AND PLEDGED AND RESTRICTED BANK BALANCES

	2019 HK$'000	2018 HK$'000
Cash and bank balances, including time deposits with original maturity less than 3 months	**1,175,896**	1,223,644
Less: Pledged and restricted bank balances	**(33,824)**	(66,400)
Cash and cash equivalents	**1,142,072**	1,157,244

Renminbi ("RMB") is not a freely convertible currency in Mainland China and the remittance of funds out of Mainland China is subject to the exchange restriction imposed by the PRC government. Companies incorporated in the ROC are subject to certain controls in the remittance of funds out of the ROC up to a certain limit for each calendar year. At the end of the reporting period, the cash and cash equivalents which were subject to exchange and/or remittance restrictions in Mainland China or the ROC amounted to approximately HK$515,041,000 (2018: HK$435,779,000).

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short term time deposits are made for varying periods of between one day and three months depending on the immediate cash requirements of the Group, and earn interest at the respective short term time deposit rates. The bank balances and pledged deposits are deposited with creditworthy banks with no recent history of default.

23. TRADE AND BILLS PAYABLES

The trade payables are non-interest-bearing and are normally settled on terms of 60 to 120 days.

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

	2019 HK$'000	2018 HK$'000
Within 3 months	**862,024**	882,588
4 to 6 months	**186,652**	204,382
7 to 12 months	**9,465**	5,620
Over 1 year	**6,555**	6,424
	1,064,696	1,099,014

24. OTHER PAYABLES AND ACCRUALS

	2019 HK$'000	2018 HK$'000
Deferred income (note 26)	**14,747**	96,874
Contract liabilities#	**41,151**	35,097
Other payables##	**437,172**	450,054
Compensation income received in advance	**368,775**	375,738
Accruals	**704,521**	677,912
	1,566,366	1,635,675

Contract liabilities represent receipts in advance from customers for sale of goods.

Other payables are non-interest-bearing.

25. INTEREST-BEARING BANK BORROWINGS

	2019			2018		
	Effective interest rate (%)	**Maturity**	**HK$'000**	Effective interest rate (%)	Maturity	HK$'000
Current						
Syndicated bank loans	**3.57**	**2020**	**584,025**	4.45	2019	587,550
Other bank loans	**1.40-4.43**	**2020**	**2,285,823**	1.40-4.44	2019	2,370,755
			2,869,848			2,958,305
Non-current						
Syndicated bank loans	**3.57**	**2021**	**584,025**	4.45	2020-2021	1,175,100
Other bank loans	**1.40-3.31**	**2021-2027**	**320,974**	1.40	2020-2027	10,862
			904,999			1,185,962
			3,774,847			4,144,267

25. INTEREST-BEARING BANK BORROWINGS *(continued)*

	2019 HK$'000	2018 HK$'000
Repayable:		
Within one year	**2,869,848**	2,958,305
In the second year	**896,973**	589,012
In the third to fifth years, inclusive	**4,403**	591,936
Beyond five years	**3,623**	5,014
	3,774,847	4,144,267

Notes:

(a) Certain of the Group's bank loans were secured by:

(i) the pledge of certain of the Group's land and buildings situated in the ROC, which had an aggregate carrying value at the end of the reporting period of HK$20,720,000 (2018: HK$20,778,000); and

(ii) corporate guarantees executed by the Company to the extent of HK$3,177,447,000 (2018: HK$3,323,058,000) as at the end of the reporting period.

(b) The Group's bank loans with carrying amounts of HK$3,663,049,000 (2018: HK$4,109,628,000), HK$33,365,000 (2018: HK$34,639,000) and HK$78,433,000 (2018: Nil) are denominated in United States dollars ("US$"), New Taiwan dollars ("NT$") and RMB, respectively.

26. DEFERRED INCOME

	Notes	2019 HK$'000	2018 HK$'000
Deferred income related to the transfer of production equipment	(i)	**14,081**	103,357
Deferred income related to the government subsidies for acquisition of assets	(ii)	**36,312**	37,737
Carrying amount as at 31 December		**50,393**	141,094
Current portion (note 24)		**(14,747)**	(96,874)
Non-current portion		**35,646**	44,220

Notes:

(i) Deferred income represented the assignment and transfer of rights, titles, and obligations for certain production equipment from an independent third party.

(ii) Deferred income represented government subsidies relating to acquisition of assets received by certain of the Group's subsidiaries in Mainland China.

27. SHARE CAPITAL

Shares

	2019 HK$'000	2018 HK$'000
Authorised:		
2,000,000,000 shares of HK$0.1 each	**200,000**	200,000
Issued and fully paid:		
1,166,342,445 (2018: 1,166,342,445) shares of HK$0.1 each	**116,634**	116,634

A summary of movements in the Company's share capital and share premium account is as follows:

	Number of shares in issue of HK$0.1 each	Share capital HK$'000	Share premium account HK$'000	Total HK$'000
At 1 January 2018	1,147,550,445	114,755	25,571	140,326
Issue of shares in connection with the exercise of share options (note (i))	18,792,000	1,879	25,933	27,812
Transfer from employee share-based compensation reserve	–	–	33,763	33,763
At 31 December 2018, 1 January 2019 and 31 December 2019	1,166,342,445	116,634	85,267	201,901

Note:

(i) During the year ended 31 December 2018, the Company issued a total of 18,792,000 shares at an exercise price of HK$1.48 per share, pursuant to the exercise of options granted under the share option scheme of the Company, resulting in the issue of 18,792,000 shares of HK$0.1 each for a total cash consideration, before expenses, of HK$27,812,000. A total of HK$33,763,000 was transferred from the employee share-based compensation reserve to the share premium account upon the exercise of the share options.

Share options

Details of the Company's share option scheme and the share options granted are included in note 28 to the financial statements.

28. EQUITY COMPENSATION PLANS

(a) Share option scheme

The Company operates a share option scheme (the "Scheme") for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations. Eligible participants of the Scheme include the Company's directors, including independent non-executive directors, other employees of the Group, suppliers of goods or services to the Group, customers of the Group, persons that provide research, development or other technological support to the Group, the Group's shareholders and the advisers or consultants of the Group and participants who have contributed or may contribute to the development and growth of the Group.

The maximum number of unexercised share options currently permitted to be granted under the Scheme is an amount equivalent, upon their exercise, to 30% of the shares of the Company in issue at any time. The maximum number of shares issuable under share options to each eligible participant in the Scheme within any 12-month period, is limited to 1% of the shares of the Company in issue at any time. Any further grant of share options in excess of this limit is subject to shareholders' approval in a general meeting.

Share options granted to a director, chief executive or substantial shareholder of the Company, or to any of their associates, are subject to approval in advance by the independent non-executive directors. In addition, any share options granted to a substantial shareholder or an independent non-executive director of the Company, or to any of their associates, in excess of 0.1% of the shares of the Company in issue at any time or with an aggregate value (based on the closing price of the Company's shares at the date of the grant) in excess of HK$5 million, within any 12-month period, are subject to shareholders' approval in advance in a general meeting.

The offer of a grant of share options may be accepted within 21 days from the date of offer, upon payment of a nominal consideration of HK$1 in total by the grantee. The exercise period of the share options granted is determinable by the directors, which period may commence from the date of the offer of the share options, and ends on a date which is not later than 10 years from the date of offer of the share options.

The exercise price of the share options is determinable by the directors, but shall not be less than the highest of (i) the closing price of the Company's shares as quoted on the daily quotation sheet on the Hong Kong Stock Exchange on the date of the offer of the share options; and (ii) the average of the closing prices of the Company's shares as quoted on the Hong Kong Stock Exchange's daily quotation sheets for the five trading days immediately preceding the date of the offer; and (iii) the nominal value of the Company's shares.

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

28. EQUITY COMPENSATION PLANS *(continued)*

(a) Share option scheme *(continued)*

On 3 September 2018, the 50,322,000 share options previously granted on 9 July 2015 to the directors and certain employees of the Group under the Scheme had been cancelled and replaced (the "Cancelled Share Options").

The Company had granted 97,974,000 new share options under the Scheme to grantees, including holders of the Cancelled Share Options to subscribe for a total of 50,322,000 shares on 3 September 2018 in the replacement of the Cancelled Share Options held by them.

The directors considered that the exercise price for the Cancelled Share Options was higher than the recent market prices of the shares of the Company; and the Cancelled Share Options could no longer serve the purpose of providing incentives of rewards to the holders thereof. The replacement by the new share options, by bringing the exercise price (being HK$1.48 per share) to the then trading price level of the shares of the Company, would better serve the purpose of the Scheme in providing incentives or rewards to eligible participants who contribute to the success of the Group's operations.

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

	2019		2018	
	Weighted average exercise price HK$ per share	**Number of options**	Weighted average exercise price HK$ per share	Number of options
At 1 January	**1.48**	**78,286,000**	3.29	57,376,000
Exercised	**–**	**–**	1.48	(18,792,000)
Forfeited	**1.48**	**(4,838,000)**	3.09	(7,950,000)
Cancelled and replaced	**–**	**–**	3.29	(50,322,000)
Granted	**–**	**–**	1.48	97,974,000
At 31 December	**1.48**	**73,448,000**	1.48	78,286,000

28. EQUITY COMPENSATION PLANS *(continued)*

(a) Share option scheme *(continued)*

The weighted average closing share price at the date of exercise for share options exercised during the year ended 31 December 2018 was HK$2.24 per share.

The exercise prices and exercise periods of the share options outstanding as at the end of the reporting period are as follows:

2019 Number of options	**Exercise price* HK$ per share**	**Exercise period**
374,400	**1.48**	**7-11-2018 to 31-8-2024**
18,268,400	**1.48**	**7-11-2019 to 31-8-2024**
18,268,400	**1.48**	**7-11-2020 to 31-8-2024**
18,268,400	**1.48**	**7-11-2021 to 31-8-2024**
18,268,400	**1.48**	**7-11-2022 to 31-8-2024**
73,448,000		

2018 Number of options	Exercise price* HK$ per share	Exercise period
623,600	1.48	7-11-2018 to 31-8-2024
19,415,600	1.48	7-11-2019 to 31-8-2024
19,415,600	1.48	7-11-2020 to 31-8-2024
19,415,600	1.48	7-11-2021 to 31-8-2024
19,415,600	1.48	7-11-2022 to 31-8-2024
78,286,000		

* The exercise price of the share options is subject to adjustment in the case of rights or bonus issues, or other similar changes in the Company's share capital.

The fair values of the Cancelled Share Options and the new share options were HK$10,154,000 and HK$36,476,000, respectively.

The Group recognised a share option expense of HK$21,001,000 (2018: HK$29,228,000) during the year ended 31 December 2019 in respect of share options granted/replaced in the prior years.

28. EQUITY COMPENSATION PLANS *(continued)*

(a) Share option scheme *(continued)*

The fair value of the Cancelled Share Options and the incremental fair value of the replaced share options were estimated as at the date of replacement, using a binomial model, taking into account the terms and conditions upon which the options were granted/replaced. The following table lists the inputs to the model used:

Dividend yield (%)	3.48
Expected volatility (%)	45.08
Historical volatility (%)	45.08
Risk-free interest rate (%)	2.72
Expected life of options (year)	1.82-5.82
Underlying price per share (HK$)	1.48

The expected life of the options is based on the directors' estimation and is not necessarily indicative of the exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility is indicative of future trends, which may also not necessarily be the actual outcome.

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

The total of 18,792,000 share options exercised during the year ended 31 December 2018 resulted in the issue of 18,792,000 ordinary shares of the Company and new share capital of HK$1,879,000 and share premium of HK$25,933,000 (before issue expenses), as further detailed in note 27 to the financial statements.

At the end of the reporting period, the Company had 73,448,000 share options outstanding under the Scheme, representing approximately 6.3% of the Company's shares in issue as at that date. The exercise in full of the outstanding share options would, under the present capital structure of the Company, result in the issue of 73,448,000 additional ordinary shares of the Company and additional share capital of HK$7,345,000 and share premium of HK$101,358,000 (before issue expenses).

(b) Share award plan

The Board approved the adoption of the new share award plan (the "Share Award Plan") with effect from 19 May 2017. The purpose of the Share Award Plan is to (i) recognise and reward the contribution of certain eligible participants to the growth and development of the Group through an award of shares and to give incentives thereto in order to retain them for the continual operation and development of the Group; and (ii) attract suitable personnel for further development of the Group. The vesting period of the awarded shares is determined by the Board.

Under the Share Award Plan, a total of 50,120,000 (2018: 114,716,000) shares of the Company were purchased by Bank of Communications Trustee Limited (the "Trustee") during the year ended 31 December 2019. As at 31 December 2019, a total of 277,183,774 (2018: 227,063,774) shares were held by the Trustee under the Share Award Plan.

29. RESERVES

The amounts of the Group's reserves and the movements therein for the prior and current years are presented in the consolidated statement of changes in equity on pages 48 and 49 of the financial statements.

30. PARTLY-OWNED SUBSIDIARIES WITH MATERIAL NON-CONTROLLING INTERESTS

Details of the Company's subsidiaries that have material non-controlling interests are set out below:

	2019	2018
Percentage of equity interest held by non-controlling interests:		
Wah Yuen and its subsidiaries ("Wah Yuen Group")	**40.72%**	40.72%
Mindforce and its subsidiaries ("Mindforce Group")	**29%**	29%

	2019 **HK$'000**	2018 HK$'000
Profit/(loss) for the year allocated to non-controlling interests:		
Wah Yuen Group	**74,188**	65,569
Mindforce Group	**(12,875)**	(9,689)
Accumulated balances of non-controlling interests at the reporting date:		
Wah Yuen Group	**1,336,741**	1,300,082
Mindforce Group	**162,472**	177,208

30. PARTLY-OWNED SUBSIDIARIES WITH MATERIAL NON-CONTROLLING INTERESTS *(continued)*

The following tables illustrate the summarised financial information of the above subsidiaries. The amounts disclosed are before any inter-company eliminations:

	Wah Yuen Group HK$'000	**Mindforce Group HK$'000**
2019		
Revenue	**2,946,066**	**2,136,707**
Total expenses	**(2,763,909)**	**(2,181,104)**
Profit/(loss) for the year	**182,157**	**(44,397)**
Total comprehensive income/(expenses) for the year	**89,997**	**(51,255)**
Current assets	**3,133,158**	**1,536,049**
Non-current assets	**2,136,543**	**826,112**
Current liabilities	**(1,815,361)**	**(1,189,971)**
Non-current liabilities	**(179,988)**	**(614,550)**
Net cash flows from/(used in) operating activities	**342,257**	**(96,807)**
Net cash flows used in investing activities	**(185,692)**	**(35,275)**
Net cash flows from/(used in) financing activities	**(220,489)**	**136,646**
Net increase/(decrease) in cash and cash equivalents	**(63,924)**	**4,564**

	Wah Yuen Group HK$'000	Mindforce Group HK$'000
2018		
Revenue	3,324,589	2,175,748
Total expenses	(3,163,699)	(2,207,583)
Profit/(loss) for the year	160,890	(31,835)
Total comprehensive expenses for the year	(70,741)	(69,222)
Current assets	3,266,095	1,352,061
Non-current assets	2,296,479	891,288
Current liabilities	(2,353,058)	(1,001,873)
Non-current liabilities	(25,158)	(632,909)
Net cash flows from/(used in) operating activities	45,808	(115,859)
Net cash flows from/(used in) investing activities	167,220	(81,363)
Net cash flows from/(used in) financing activities	(35,654)	90,808
Net increase/(decrease) in cash and cash equivalents	177,374	(106,414)

31. NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS

(a) Major non-cash transaction

During the year, the Group had non-cash additions to right-of-use assets and lease liabilities of HK$5,083,000 and HK$5,083,000, respectively, in respect of a lease arrangement for its office property (2018: Nil).

(b) Change in liabilities arising from financing activities

2019

	Lease liabilities HK$'000	Interest-bearing bank borrowings HK$'000
At 31 December 2018	–	4,144,267
Effect of adoption of HKFRS 16	287	–
At 1 January 2019 (restated)	**287**	**4,144,267**
Changes from financing cash flows	**(720)**	**(339,592)**
New leases	**5,083**	**–**
Accretion of interest recognised during the year	**71**	**–**
Foreign exchange movement	**3**	**(29,828)**
At 31 December 2019	**4,724**	**3,774,847**

2018

	Interest-bearing bank borrowings HK$'000
At 1 January 2018	4,468,979
Changes from financing cash flows	(320,358)
Foreign exchange movement	(4,354)
At 31 December 2018	4,144,267

31. NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS *(continued)*

(c) Total cash outflow for leases

The total cash outflow for leases included in the statement of cash flows is as follows:

	2019 **HK$'000**
Within operating activities	**2,970**
Within financing activities	**720**
	3,690

32. CONTINGENT LIABILITIES

At the end of the reporting period, the Group did not have any significant contingent liabilities.

33. COMMITMENTS

(a) The Group had the following capital commitments as at the end of the reporting period:

	2019 **HK$'000**	2018 HK$'000
Contracted, but not provided for:		
Buildings	**49,870**	61,476
Machinery and office equipment	**243,114**	86,902
Total capital commitments	**292,984**	148,378

(b) Operating lease commitments as at 31 December 2018

The Group leased certain of its office properties and motor vehicles under operating lease arrangements, with leases negotiated for terms ranging from one to five years.

At 31 December 2018, the Group had total future minimum lease payments under non-cancellable operating leases falling due as follows:

	HK$'000
Within one year	1,530
In the second to fifth years, inclusive	209
	1,739

(c) The Group has various lease contracts that have not yet commenced as at 31 December 2019.

The future lease payments for these non-cancellable lease contracts are HK$1,198,808 due within one year and HK$426,420 due in the second to fifth years, inclusive.

34. RELATED PARTY TRANSACTIONS

(a) In addition to the transactions detailed elsewhere in these financial statements, the Group had the following transactions with related parties during the year:

	2019 HK$'000	2018 HK$'000
Rental expenses paid to:		
Ms. Lin Mei-Li (Note (i))	**62**	63
Ms. Cheng Shoa-Wen (Note (ii))	**142**	145
Mr. Cheng Yung-Kang (Note (iii))	**50**	25

Notes:

(i) Ms. Lin Mei-Li is the spouse of Mr. Cheng Li-Yu, a director of the Company. The rentals were determined at rates mutually agreed between the relevant parties.

(ii) Ms. Cheng Shoa-Wen is the daughter of Mr. Cheng Li-Yu, a director of the Company. The rentals were determined at rates mutually agreed between the relevant parties.

(iii) Mr. Cheng Yung-Kang is the son of Mr. Cheng Li-Yu, a director of the Company. The rentals were determined at rates mutually agreed between the relevant parties.

The above transactions also constitute connected transactions or continuing connected transactions as defined in Chapter 14A of the Listing Rules.

(b) Compensation of key management personnel of the Group (excluding directors' remuneration):

	2019 HK$'000	2018 HK$'000
Short term employee benefits	**10,216**	10,875
Employee share-based compensation expenses	**5,141**	10,786
Total compensation paid to key management personnel	**15,357**	21,661

Further details of directors' emoluments are included in note 9 to the financial statements.

35. FINANCIAL INSTRUMENTS BY CATEGORY

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

2019

Financial assets

	Financial assets at amortised cost HK$'000	Equity investment designated at fair value through other comprehensive income HK$'000	Total HK$'000
Equity investment designated at fair value through other comprehensive income	–	26,841	26,841
Trade receivables	3,146,961	–	3,146,961
Financial assets included in prepayments, deposits and other receivables	151,334	–	151,334
Pledged and restricted bank balances	33,824	–	33,824
Cash and cash equivalents	1,142,072	–	1,142,072
	4,474,191	26,841	4,501,032

Financial liabilities

	Financial liabilities at amortised cost HK$'000
Trade and bills payables	1,064,696
Financial liabilities included in other payables and accruals	452,462
Interest-bearing bank borrowings	3,774,847
Lease liabilities	4,724
	5,296,729

35. FINANCIAL INSTRUMENTS BY CATEGORY *(continued)*

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

2018

Financial assets

	Financial assets at amortised cost HK$'000	Equity investment designated at fair value through other comprehensive income HK$'000	Total HK$'000
Equity investment designated at fair value through other comprehensive income	–	10,826	10,826
Trade receivables	3,261,538	–	3,261,538
Financial assets included in prepayments, deposits and other receivables	219,413	–	219,413
Pledged and restricted bank balances	66,400	–	66,400
Cash and cash equivalents	1,157,244	–	1,157,244
	4,704,595	10,826	4,715,421

Financial liabilities

	Financial liabilities at amortised cost HK$'000
Trade and bills payables	1,099,014
Financial liabilities included in other payables and accruals	468,857
Interest-bearing bank borrowings	4,144,267
	5,712,138

36. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

The carrying amount and fair value of the Group's financial instrument, other than those with carrying amounts that reasonably approximate to fair values, are as follows:

	Carrying amount		Fair value	
	2019	2018	**2019**	2018
	HK$'000	HK$'000	**HK$'000**	HK$'000
Financial assets				
Equity investment designated at fair value through other comprehensive income:				
Overseas listed equity investment, at fair value	**26,841**	10,826	**26,841**	10,826

Management has assessed that the fair values of trade receivables, financial assets included in prepayments, deposits and other receivables, pledged and restricted bank balances, cash and cash equivalents, trade and bills payables, financial liabilities included in other payables and accruals and the current portion of interest-bearing bank borrowings approximate to their carrying amounts largely due to the short term maturities of these instruments.

The Group's finance department headed by the chief financial officer is responsible for determining the policies and procedures for the fair value measurement of financial instruments. The finance department reports directly to the chief financial officer and the audit committee. At each reporting date, the finance department analyses the movements in the values of financial instruments and determines the major inputs applied in the valuation. The valuation is reviewed and approved by the chief financial officer.

The fair values of the financial assets and liabilities are included in the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

The fair values of the non-current portion of interest-bearing bank borrowings and lease liabilities have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities. The changes in fair value as a result of the Group's own non-performance risk for interest-bearing bank borrowings as at 31 December 2019 and 31 December 2018 were assessed to be insignificant.

The fair value of the listed equity investment was based on a quoted market price.

36. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS *(continued)*

Fair value hierarchy

The following tables illustrate the fair value measurement hierarchy of the Group's financial instruments:

Assets measured at fair value

As at 31 December 2019

	Fair value measurement using			
	Quoted prices in active markets (Level 1) HK$'000	Significant observable inputs (Level 2) HK$'000	Significant unobservable inputs (Level 3) HK$'000	Total HK$'000
Equity investment designated at fair value through other comprehensive income:				
Overseas listed equity investment	**26,841**	**–**	**–**	**26,841**

As at 31 December 2018

	Fair value measurement using			
	Quoted prices in active markets (Level 1) HK$'000	Significant observable inputs (Level 2) HK$'000	Significant unobservable inputs (Level 3) HK$'000	Total HK$'000
Equity investment designated at fair value through other comprehensive income:				
Overseas listed equity investment	10,826	–	–	10,826

During the year, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3 for both financial assets and financial liabilities (2018: Nil).

37. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

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

It is, and has been throughout the year under review, the Group's policy that no trading in financial instruments shall be undertaken.

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

Interest rate risk

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's debt obligations denominated in US$ with floating interest rates.

The following table demonstrates the sensitivity to a reasonably possible change in United States dollar interest rate, with all other variables held constant, of the Group's profit before tax.

	Increase/ (decrease) in basis points	Increase/ (decrease) in profit before tax HK$'000
2019		
United States dollar	**50**	**(18,315)**
United States dollar	**(50)**	**18,315**
2018		
United States dollar	50	(20,548)
United States dollar	(50)	20,548

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

Foreign currency risk

The Group has transactional currency exposures. Such exposures arise from sales or purchases by operating units in currencies other than the units' functional currencies.

The Group's exposure to market risk for changes in foreign currency exchange rates relates primarily to certain trade receivables, trade and bills payables, certain cash and cash equivalents and interest-bearing bank borrowings in currencies other than the functional currencies of the Group's operating subsidiaries.

Since most of the Group's revenue is denominated in US$ and most of the Group's expenses are denominated in RMB, the appreciation of RMB has negative effects on the Group's profitability.

The following table demonstrates the sensitivity at the end of the reporting period to a reasonably possible change in the Renminbi exchange rate, with all other variables held constant, of the Group's profit before tax.

	Increase/ (decrease) in exchange rate %	Increase/ (decrease) in profit before tax HK$'000
2019		
If US$ strengthens against RMB	**7.13**	**171,716**
If US$ weakens against RMB	**(7.13)**	**(171,716)**
2018		
If US$ strengthens against RMB	11.06	351,287
If US$ weakens against RMB	(11.06)	(351,287)

Credit risk

The carrying amount of trade receivables included in the consolidated statement of financial position represents the Group's maximum exposure to credit risk in relation to the Group's trade receivables. The Group performs ongoing credit evaluations of its customers' financial conditions and requires no collateral from its customers.

The Group has a significant concentration of credit risk in relation to trade receivables as the trade receivables due from the five largest customers accounted for 76% (2018: 78%) of the Group's trade receivables at the end of the reporting period. The loss allowance for impairment of trade receivables was based upon a review of the expected collectability of all trade receivables.

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

Credit risk *(continued)*

Maximum exposure and year-end staging

The tables below show the credit quality and the maximum exposure to credit risk based on the Group's credit policy, which is mainly based on past due information unless other information is available without undue cost or effort, and year-end staging classification as at 31 December. The amounts presented are gross carrying amounts for financial assets.

As at 31 December 2019

	12-month ECLs	Lifetime ECLs	
	Stage 1 HK$'000	Simplified approach HK$'000	Total HK$'000
Trade receivables*	**-**	**3,148,870**	**3,148,870**
Financial assets included in prepayments, deposits and other receivables			
– Normal**	**151,334**	**-**	**151,334**
Pledged and restricted bank balances			
– Not yet past due	**33,824**	**-**	**33,824**
Cash and cash equivalents			
– Not yet past due	**1,142,072**	**-**	**1,142,072**
	1,327,230	**3,148,870**	**4,476,100**

As at 31 December 2018

	12-month ECLs	Lifetime ECLs	
	Stage 1 HK$'000	Simplified approach HK$'000	Total HK$'000
Trade receivables*	-	3,262,938	3,262,938
Financial assets included in prepayments, deposits and other receivables			
– Normal**	219,413	–	219,413
Pledged and restricted bank balances			
– Not yet past due	66,400	–	66,400
Cash and cash equivalents			
– Not yet past due	1,157,244	–	1,157,244
	1,443,057	3,262,938	4,705,995

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

Credit risk *(continued)*

Maximum exposure and year-end staging *(continued)*

* For trade receivables to which the Group applies the simplified approach for impairment, information based on the provision matrix is disclosed in note 19 to the financial statements.

** The credit quality of the financial assets included in prepayments, deposits and other receivables is considered to be "normal" when they are not past due and there is no information indicating that the financial assets had a significant increase in credit risk since initial recognition.

Further quantitative data in respect of the Group's exposure to credit risk arising from trade receivables are disclosed in note 19 to the financial statements.

Liquidity risk

The Group monitors its risk to a shortage of funds using a recurring liquidity planning tool. This tool considers the maturity of both its financial instruments and financial assets (e.g., trade receivables) and projected cash flows from operations.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans and lease liabilities. In addition, banking facilities have been put in place for contingency purposes.

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

	2019			
	On demand or within 1 year HK$'000	2 to 5 years HK$'000	Over 5 years HK$'000	Total HK$'000
Trade and bills payables	1,064,696	–	–	1,064,696
Lease liabilities	1,913	3,058	–	4,971
Financial liabilities included in other payables and accruals	452,462	–	–	452,462
Interest-bearing bank borrowings	2,925,843	919,907	3,739	3,849,489
	4,444,914	922,965	3,739	5,371,618

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

Liquidity risk *(continued)*

The maturity profile of the Group's financial liabilities as at the end of the reporting period, based on the contractual undiscounted payments, was as follows: *(continued)*

	2018			
	On demand or within 1 year HK$'000	2 to 5 years HK$'000	Over 5 years HK$'000	Total HK$'000
Trade and bills payables	1,099,014	–	–	1,099,014
Financial liabilities included in other payables and accruals	468,857	–	–	468,857
Interest-bearing bank borrowings	3,041,991	1,241,889	5,314	4,289,194
	4,609,862	1,241,889	5,314	5,857,065

Equity price risk

Equity price risk is the risk that the fair values of equity securities decrease as a result of changes in the levels of equity indices and the value of individual securities. The Group is exposed to equity price risk arising from an individual equity investment classified as an equity investment designated at fair value through other comprehensive income (note 21) as at 31 December 2019. The Group's listed investment is listed on the Taiwan Stock Exchange (the "TSEC") and valued at the quoted market price at the end of the reporting period.

The market equity index for the following stock exchange, at the close of business of the nearest trading day in the year to the end of the reporting periods, and its respective highest and lowest points during the year were as follows:

	31 December 2019	**High/low 2019**	31 December 2018	High/low 2018
ROC – TSEC Weighted Index	**11,997**	**12,126/9,319**	9,727	11,270/9,401

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

Equity price risk *(continued)*

The following table demonstrates the sensitivity to a reasonably possible change in the fair value of the equity investment, with all other variables held constant and before any impact on deferred tax, based on its carrying amount at the end of the reporting period. For the purpose of this analysis, for the equity investment designated at fair value through other comprehensive income, the impact is deemed to be on the fair value reserve.

	Carrying amount of equity investment HK$'000	Increase/ (decrease) in equity price %	Increase/ (decrease) in equity* HK$'000
2019			
Investment listed in:			
ROC – Equity investment at fair value through other comprehensive income	**26,841**	**148.55**	**39,873**
	26,841	**(148.55)**	**(39,873)**
2018			
Investment listed in:			
ROC – Equity investment at fair value through other comprehensive income	10,826	52.86	5,723
	10,826	(52.86)	(5,723)

* Excluding retained profits

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

Capital management

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

The Group manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group is not subject to any externally imposed capital requirements. No changes were made in the objectives, policies or processes for managing capital during the years ended 31 December 2019 and 31 December 2018.

The Group monitors capital using a gearing ratio, which is calculated as the total bank borrowings over the total assets. The gearing ratios as at the end of the reporting periods were as follows:

	31 December 2019 HK$'000	31 December 2018 HK$'000
Total bank borrowings	**3,774,847**	4,144,267
Total non-current assets	**7,928,477**	8,428,254
Total current assets	**6,185,439**	6,381,958
Total assets	**14,113,916**	14,810,212
Gearing ratio	**27%**	28%

38. EVENT AFTER THE REPORTING PERIOD

Since the outbreak of the new coronavirus epidemic (the "Epidemic") across the PRC, a number of provinces and municipalities in the PRC have taken emergency public health measures and various actions to prevent the spread of the Epidemic. The directors expect that the adverse impact brought by the Epidemic will be temporary and the operation environment in the PRC will gradually return to normal upon the lifting of relevant epidemic prevention measures. In the opinion of the directors, it is impractical to estimate the impact of this outbreak to the Group up to the date of approval of these financial statements.

39. STATEMENT OF FINANCIAL POSITION OF THE COMPANY

Information about the statement of financial position of the Company at the end of the reporting period is as follows:

	2019 HK$'000	2018 HK$'000
NON-CURRENT ASSETS		
Investments in subsidiaries	**1,069,024**	1,049,643
CURRENT ASSETS		
Due from subsidiaries	**4,371,528**	4,372,122
Prepayments, deposits and other receivables	**244**	325
Restricted bank balances	**-**	1,388
Cash and cash equivalents	**28,337**	1,322
Total current assets	**4,400,109**	4,375,157
CURRENT LIABILITIES		
Due to a subsidiary	**1,480,126**	1,253,641
Other payables and accruals	**5,782**	5,692
Total current liabilities	**1,485,908**	1,259,333
NET CURRENT ASSETS	**2,914,201**	3,115,824
Net assets	**3,983,225**	4,165,467
EQUITY		
Issued capital	**116,634**	116,634
Reserves (note)	**3,866,591**	4,048,833
Total equity	**3,983,225**	4,165,467

39. STATEMENT OF FINANCIAL POSITION OF THE COMPANY *(continued)*

Note:

A summary of the Company's reserves is as follows:

	Share premium account HK$'000	Shares held under share award plan HK$'000	Employee share-based compensation reserve HK$'000	Other reserves HK$'000	Retained profits/ (accumulated losses) HK$'000	Total HK$'000
Balance at 1 January 2018	25,571	(308,818)	86,298	316,058	(136,003)	(16,894)
Total comprehensive income for the year	–	–	–	–	4,349,775	4,349,775
Issue of shares in connection with the exercise of share options	59,696	–	(33,763)	–	–	25,933
Purchase of shares under the share award plan	–	(259,714)	–	–	–	(259,714)
Dividend received under the share award plan	–	12,309	–	–	–	12,309
Share-based compensation arrangements	–	–	29,228	–	–	29,228
2017 final dividend	–	–	–	–	(91,804)	(91,804)
At 31 December 2018 and 1 January 2019	**85,267**	**(556,223)**	**81,763**	**316,058**	**4,121,968**	**4,048,833**
Total comprehensive expenses for the year	**–**	**–**	**–**	**–**	**(10,126)**	**(10,126)**
Purchase of shares under the share award plan	**–**	**(100,729)**	**–**	**–**	**–**	**(100,729)**
Dividend received under the share award plan	**–**	**24,246**	**–**	**–**	**–**	**24,246**
Share-based compensation arrangements	**–**	**–**	**21,001**	**–**	**–**	**21,001**
2018 final dividend	**–**	**–**	**–**	**–**	**(116,634)**	**(116,634)**
As 31 December 2019	**85,267**	**(632,706)**	**102,764**	**316,058**	**3,995,208**	**3,866,591**

The employee share-based compensation reserve comprises the fair value of share options granted which are yet to be exercised, as further explained in the accounting policy of share-based payments in note 3.3 to the financial statements. The amount will (i) be transferred to the share premium account when the related options are exercised; (ii) be transferred to retained profits should the related options expire; or (iii) be credited to the statement of profit or loss should the related options be forfeited.

40. APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements were approved and authorised for issue by the board of directors on 7 April 2020.

FIVE YEAR FINANCIAL SUMMARY

A summary of the results and assets, liabilities and non-controlling interests of the Group for the last five financial years, as extracted from the published audited financial statements, is set out below:

RESULTS

	Year ended 31 December				
	2019	2018	2017	2016	2015
	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000
REVENUE	**8,916,007**	9,072,101	7,751,797	8,002,359	8,936,133
PROFIT BEFORE TAX	**328,522**	337,913	262,515	746,139	1,150,174
Income tax expense	**(116,608)**	(137,569)	(95,163)	(156,412)	(204,919)
PROFIT FOR THE YEAR	**211,914**	200,344	167,352	589,727	945,255
Attributable to:					
Equity holders of the Company	**145,913**	138,660	76,929	500,586	874,957
Non-controlling interests	**66,001**	61,684	90,423	89,141	70,298
	211,914	200,344	167,352	589,727	945,255

ASSETS, LIABILITIES AND NON-CONTROLLING INTERESTS

	As at 31 December				
	2019	2018	2017	2016	2015
	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000
TOTAL ASSETS	**14,113,916**	14,810,212	15,635,760	14,808,291	15,455,983
TOTAL LIABILITIES	**(6,665,413)**	(7,186,410)	(7,287,375)	(7,064,297)	(7,528,576)
NON-CONTROLLING INTERESTS	**(1,571,905)**	(1,546,454)	(1,600,709)	(1,381,792)	(1,381,509)
	5,876,598	6,077,348	6,747,676	6,362,202	6,545,898