

1 SIGNIFICANT ACCOUNTING POLICIES

1. 主要會計政策

(a) Statement of compliance

These accounts have been prepared in accordance with all applicable Statements of Standard Accounting Practice and Interpretations issued by the Hong Kong Society of Accountants, accounting principles generally accepted in Hong Kong and the requirements of the Hong Kong Companies Ordinance. *These accounts also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.* A summary of the significant accounting policies adopted by the group is set out below.

(b) Basis of preparation of the accounts

The measurement basis used in the preparation of the accounts is historical cost modified by the revaluation of investment properties and other properties, and the marking to market of certain investments in securities, as explained in the accounting policies set out below.

(a) 遵例聲明

本賬項已按照香港會計師公會頒佈所有適用的會計實務準則及詮釋、香港公認會計原則及香港《公司條例》的規定編製。本賬項同時符合適用的《香港聯合交易所有限公司證券上市規則》本集團採用的主要會計政策概述如下。

(b) 賬項編製基準

除投資及其他物業按重估值和部分證券投資按市值入賬（見下文會計政策）外，本賬項是以歷史成本作為編製基準。

1 SIGNIFICANT ACCOUNTING POLICIES (Continued) 1. 主要會計政策 (續)

(c) Basis of consolidation

The consolidated accounts include the accounts of the company and all its subsidiaries made up to 31 December each year. The results of subsidiaries acquired or disposed of during the year are included in the consolidated profit and loss account from or to the date of their acquisition or disposal, as appropriate. All material intercompany transactions and balances are eliminated on consolidation.

(d) Investments in subsidiaries

A subsidiary is a company in which the group, directly or indirectly, holds more than half of the issued share capital, or controls more than half of the voting power, or controls the composition of the board of directors.

Investments in subsidiaries in the company's balance sheet are stated at valuation which represents the net asset value as at the date of acquisition pursuant to the reorganisation of the Company and its subsidiaries in connection with the listing of the Company on The Stock Exchange of Hong Kong Limited less any provisions for diminution in value which is other than temporary as determined by the directors for each subsidiary individually. Any such provisions are recognised as an expense in the profit and loss account.

(c) 綜合基準

綜合賬項包括本公司及其所有附屬公司截至每年十二月三十一日止結算的賬項。於本年度收購或出售的附屬公司的業績由收購當日起或至出售當日止計入綜合損益賬。公司間的重大交易及結存，均於編製綜合賬項時予以抵銷。

(d) 於附屬公司的投資

附屬公司是指一家本集團直接或間接持有其過半數已發行股本，或控制其過半數投票權，或控制其董事會組成的公司。

本公司資產負債表內於附屬公司的投資是按本公司及其附屬公司於收購當日之資產淨值於香港聯合交易所有限公司上市而進行之重組之估值減董事會認為在投資出現非暫時性減值時按各附屬公司個別提撥的準備入賬。任何這些準備均會在損益賬內確認為支出。

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

1. 主要會計政策 (續)

(e) Associates

An associate is an entity in which the group or company has significant influence, but not control or joint control, over its management, including participation in the financial and operating policy decisions.

Unless the interest in the associate is acquired and held exclusively with a view to subsequent disposal in the near future, an investment in an associate is accounted for in the consolidated accounts under the equity method and is initially recorded at cost and adjusted thereafter for the post acquisition change in the group's share of the associate's net assets. The consolidated profit and loss account reflects the group's share of the post-acquisition results of the associates for the year. Goodwill arising on the acquisition of an associate, being the excess of the cost over the fair value of the group's share of the separable net assets acquired, is amortised on a straight-line basis to the consolidated profit and loss account over its estimated useful economic life of ten years.

(e) 聯營公司

聯營公司是指一家本集團或本公司可以對該公司的管理層產生相當大的影響，包括參與財務及經營決策，但不是控制或聯合控制管理層。

除非認為所購入及持有的聯營公司權益會在不久的將來出售，否則於聯營公司的投資是按權益法記入綜合賬項，並先以成本入賬，然後就本集團佔該聯營公司淨資產在收購後的變動作出調整。綜合損益賬反映本集團所佔聯營公司於收購後的年度業績。收購聯營公司所產生的商譽，即收購成本高於本集團購得所佔可分離淨資產公平價值的餘額，是按其預計可用年限十年以直線法在綜合損益賬內攤銷。

1 SIGNIFICANT ACCOUNTING POLICIES (Continued) 1. 主要會計政策 (續)

(f) Fixed assets

(i) Fixed assets are carried in the balance sheets on the following bases:

- investment properties with an unexpired lease term of more than 20 years are stated in the balance sheet at their open market value which is assessed annually by external qualified valuers.
- other properties are stated in the balance sheet at their revalued amount, being their fair value on the basis of their existing use at the date of revaluation less any subsequent accumulated depreciation. Revaluations are performed by qualified valuers every three years and the carrying value is reviewed by directors in the intervening years to ensure that the carrying amount of these assets does not differ materially from that which would be determined using fair values at the balance sheet date; and

(f) 固定資產

(i) 固定資產是按下列基準記入資產負債表內：

- 租賃期尚餘超過二十年的投資物業按每年由外聘的合資格估值師所評估的公開市值入賬；
- 其他物業是以其重估值，即根據它們在重估日的用途定出的公平價值，減重估後的累計折舊記入資產負債表。重估工作是由合資格的估值師每三年進行一次及在估值年間，董事會檢討其他物業之賬面值，以確保這些資產的賬面值與採用結算日公平價值釐定的數額不會出現重大差異；及

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

1. 主要會計政策（續）

(f) Fixed assets (Continued)

(i) (Continued)

- plant, machinery and other fixed assets are stated in the balance sheet at cost less accumulated depreciation.

(ii) Changes arising on the revaluation of investment and other properties are generally dealt with in reserves. The only exceptions are as follows:

- when a deficit arises on revaluation, it will be charged to the profit and loss account, if and to the extent that it exceeds the amount held in the reserve in respect of that same asset, or, solely in the case of investment properties, the portfolio of investment properties, immediately prior to the revaluation; and

(f) 固定資產（續）

(i) （續）

- 廠房、機器及其他固定資產是以成本減累計折舊入賬。

(ii) 重估投資和其他物業所產生的變動一般是撥入儲備，但下列情況則除外：

- 如果重估產生虧損，而有關虧損額又超過該項資產或該投資組合（只適用於投資物業）在這次重估前撥入儲備的金額，則超額部分虧損便會撥入損益賬；及

1 SIGNIFICANT ACCOUNTING POLICIES (Continued) 1. 主要會計政策 (續)

(f) Fixed assets (Continued)

(ii) (Continued)

- when a surplus arises on revaluation, it will be credited to the profit and loss account, if and to the extent that a deficit on revaluation in respect of that same asset, or, solely in the case of investment properties, the portfolio of investment properties, had previously been charged to the profit and loss account.

- (iii) The carrying amount of fixed assets (other than investment properties with an unexpired lease term of more than 20 years) is reviewed periodically in order to assess whether the recoverable amount has declined below the carrying amount. When such a decline has occurred, the carrying amount is reduced to the recoverable amount. The amount of the reduction is recognised as an expense in the profit and loss account except to the extent it relates to other properties, in which case it is dealt with in accordance with (ii) above. In determining the recoverable amount, expected future cash flows generated by the fixed assets are not discounted to their present values.

(f) 固定資產 (續)

(ii) (續)

- 如果重估產生盈餘，而有關資產或該投資組合（只適用於投資物業）曾經有重估虧損撥入損益賬，則會按所轉撥虧損額將盈餘撥入損益賬。

- (iii) 固定資產（租賃期尚餘超過二十年的投資物業除外）的賬面值會定期作出審閱，以評估可收回值是否已跌至低於賬面值。若出現這情況，賬面值便會調低至可收回值。所調減數額會作為費用在損益賬內確認，惟屬於其他物業的調減數額，則根據上文第(ii)項處理。在釐定可收回價值時，預期固定資產所產生的現金流量不會折現至其現值。

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

1. 主要會計政策 (續)

(f) Fixed assets (Continued)

(iii) (Continued)

When the circumstances and events that led to the write-down or write-off cease to exist, any subsequent increase in the recoverable amount of an asset is written back to the profit and loss account, except to the extent it relates to other properties, in which case it is dealt with in accordance with (ii) above. The amount written back is reduced by the amount that would have been recognised as depreciation had the write-down or write-off not occurred.

- (iv) Subsequent expenditure relating to a fixed asset that has already been recognised is added to the carrying amount of the asset when it is probable that future economic benefits, in excess of the originally assessed standard of performance of the existing asset, will flow to the enterprise. All other subsequent expenditure is recognised as an expense in the period in which it is incurred.

(f) 固定資產 (續)

(iii) (續)

在引致減值或沖銷的情況或事項不再存在時，資產的可收回價值如果有提升，便會撥回損益賬內，惟屬於其他物業的增加額，則根據上文第(ii)項處理。撥回的金額會先減去在沒有減值或沖銷的情況下原應確認為折舊的數額。

- (iv) 如果現有固定資產的期後開支可以令該項資產為企業帶來較原先估計更多的經濟效益，則現有固定資產的期後開支便會計入該項資產的賬面值。所有其他期後支出則在產生期間確認為開支。

1 SIGNIFICANT ACCOUNTING POLICIES (Continued) 1. 主要會計政策 (續)

(f) Fixed assets (Continued)

- (v) Gains or losses arising from the retirement or disposal of a fixed asset are determined as the difference between the estimated net disposal proceeds and the carrying amount of the asset and are recognised in the profit and loss account on the date of retirement or disposal. On disposal of an investment property, the related portion of surpluses or deficits previously taken to the investment properties revaluation reserve is also transferred to the profit and loss account for the year. For all other fixed assets, any related revaluation surplus is transferred from the revaluation reserve to retained profits.

(g) Depreciation

- (i) No depreciation is provided on investment properties with an unexpired lease term of over 20 years.
- (ii) Depreciation is calculated to write off the cost or valuation of other fixed assets over their estimated useful lives as follows:
- leasehold land is depreciated on a straight-line basis over the remaining term of the lease;

(f) 固定資產 (續)

- (v) 出售固定資產所產生的損益以估計淨出售所得與資產的賬面值之間的差額釐定，並於出售日在損益賬內確認為收入或費用。在出售投資物業時，早前記入投資物業重估儲備的有關盈餘或虧損部分將轉入當年度的損益賬內。就所有其他固定資產而言，任何相關的重估盈餘由重估儲備轉入保留溢利。

(g) 折舊

- (i) 租賃期尚餘超過二十年的投資物業不計提任何折舊。
- (ii) 其他固定資產的折舊是按其預計可用年限以直線法攤銷其成本或估值計算如下：
- 租賃土地按尚餘租賃期以直線法計算折舊；

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

1. 主要會計政策 (續)

(g) Depreciation

(ii) (Continued)

- buildings are depreciated on a straight-line basis over the shorter of their estimated useful lives, being 50 years from the date of completion, and the unexpired terms of the leases; and

- other fixed assets are depreciated on a straight-line basis over their estimated useful lives as follows:

Leasehold land	50 years- 57 years
Buildings	46 years- 50 years
Leasehold improvements	20%-50%
Furniture and equipment	20%-33 $\frac{1}{3}$ %
Plant and machinery	20%
Motor vehicles	20%

(h) Operating lease charges

Where the group has the use of assets under operating leases, payments made under the leases are charged to the profit and loss account in equal instalments over the accounting periods covered by the lease term.

(g) 攤銷及折舊

(ii) (續)

- 樓宇是按它們的預計可用年限（即完工日起計五十年）或租賃剩餘年期兩者中的較短者以直線法計算折舊；及

- 其他固定資產是按其下列的預計可用年限以直線法計算折舊：

租約土地	50年 - 57年
樓宇	46年 - 50年
租賃物業裝修	20%-50%
傢俬及設備	20%-33 $\frac{1}{3}$ %
廠房及機器設備	20%
汽車	20%

(h) 經營租賃

經營租賃的應付租金按個別租賃期以直線法記入損益賬。

1 SIGNIFICANT ACCOUNTING POLICIES (Continued) 1. 主要會計政策 (續)

(i) Revenue recognition

Revenue from the sale of goods is recognised when the goods are delivered at customers' premises which is taken to be the point in time when the customer has accepted the goods and the related risks and rewards of ownership.

Revenue from individual construction contracts is recognised using the percentage of completion, method, measured by reference to the revenue earned to date as determined by surveyors compared with the total estimated revenue of the contracts.

Commission income received and receivable from principals on distributorship agency business is recognised when services are rendered and goods are distributed to third parties by the principals.

Interest income is accrued on a time apportioned basis on the principal amounts outstanding and at the rate applicable.

Dividend income is recognised when the company's right to receive payment is established.

Rental income from investment properties is recognised in the profit and loss account in equal instalments over the accounting periods covered by the lease term.

(i) 收入確認

收入在貨品送至客戶場地而客戶已接納貨品及其擁有權相關的風險及回報時確認。

個別建築合約之收入乃以完成階段為基準確認，此乃參照測量師比較合約預計總收入後釐定迄今為止所得收入計算。

就分銷代理業務已收及應收自委託人之佣金收入乃於提供服務及委託人將貨品分銷予第三方後確認。

利息收入乃按時間比例基準，計入未償還本金及適用利率後確認。

股息收入乃於確立可收取款項之權利後確認。

投資物業租金收入按個別租賃期以直線法記入損益表。

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

1. 主要會計政策 (續)

(j) Non-trading securities

Non-trading securities are stated in the balance sheet at fair value. Changes in fair value are recognised in the investment revaluation reserve until the security is sold, collected or otherwise disposed of, or until there is objective evidence that the security is impaired, at which time the relevant cumulative gain or loss is transferred from the investment revaluation reserve to the consolidated profit and loss account.

Fair value is estimated by the directors by reference to quoted market prices, where available, or, where there is no open market for the investment, following a number of general principles which are based upon the British Venture Capital Association guidelines as set out below.

The directors classify investments either as early stage or development stage. Early stage investments represent immature companies, which are typically not earning significant maintainable profits. Development stage investments are unquoted investments which are not early stage investments.

(j) 非買賣用途之證券

非買賣用途之投資乃按公允價值列入資產負債表。公允價值之變動均確認為投資重估價準備，直至售出、收回或以其他方式出售有關證券或客觀證據顯示有關證券出現減值為止，屆時有關之累積收益或虧損須自投資重估價準備轉撥至綜合損益表。

公允價值乃由董事會參考市場報價（指在可取得報價之情況）作出估值。倘該投資並無公開市場，則依循多項一般性原則作出估值，此等原則乃以 British Venture Capital Association 之指引為基礎，載列於下文。

董事會將投資分類為初期階段或發展階段。初期階段投資指發展尚未成熟之公司，通常未能賺獲持久可觀之溢利。發展階段投資指並非初期階段投資之非上市投資。

1 SIGNIFICANT ACCOUNTING POLICIES 1. 主要會計政策 (續) (Continued)

(j) Non-trading securities (Continued)

Securities are stated at amounts considered by the directors to be a fair assessment of their value, subject to overriding requirements of prudence. All securities are valued according to one of the following bases:

- Cost (less provision required);
- Earnings multiple;
- Net assets; or
- Third party transaction.

Early stage investments and development stage investments which are acquired within one year of the valuation date are normally valued at cost. Provision against cost will be made in the light of adverse circumstances, i.e. if the investment performs significantly below expectations. Upward adjustments to cost may be made by reference to the price at which a subsequent issue of capital is made, or at which a transaction for cash in the relevant security takes place. This basis of valuation will only be used when the transaction involves a significant investment by a new investor.

Development stage investments held for more than one year are valued on one of the bases described above. Whenever possible, investments will be valued by reference to a third party transaction or quoted price.

(j) 非買賣用途之證券 (續)

證券乃按董事會認為足以公正評定其價值之金額列賬，惟須以符合審慎原則為大前提。所有證券均按下列其中一項基準釐定價值：

- 成本（減所需撥備）；
- 盈利倍數；
- 資產淨值；或
- 第三者交易。

自估值日購入一年內之初期階段投資及發展階段投資通常按成本釐定價值。在不利環境（即倘投資表現遠較預期為差）下將就成本撥備。成本可參考日後發行資本或就有關證券進行現金交易所依據之價格作出向上調整。此估值基準只在交易涉及新投資者作出重大投資之情況下始會採用。

持有超過一年之發展階段投資乃按上述其中一項基準進行估值。投資將盡可能參考第三者交易或市場報價進行估值。

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

1. 主要會計政策 (續)

(j) Non-trading securities (Continued)

Transfers from the investment revaluation reserve to the consolidated profit and loss account as a result of impairments are reversed when the circumstances and events that led to the impairment cease to exist and there is persuasive evidence that new circumstances and events will persist for the foreseeable future.

Profits or losses on disposal of non-trading securities are determined as the difference between the estimated net disposal proceeds and the carrying amount of the securities and are recognised in the consolidated profit and loss account as they arise. On disposal of non-trading securities, the revaluation surplus or deficit previously taken to the investment revaluation reserve is also transferred to the consolidated profit and loss account for the year.

(k) Other investments

Other investments comprise club debentures, and are stated in the balance sheet at fair value. Changes in fair value are recognised in the profit and loss account as they arise.

(j) 非買賣用途之證券 (續)

在出現某等情況及事件導致減值不復存在，且有具說服力之證據支持此等新情況及事件將於可預見將來仍持續出現，則因減值而自投資重估價準備轉撥至綜合損益表之款額均予回撥。

出售非供買賣之證券所得損益乃出售所得款項淨額與有關證券賬面值兩者間之差額加以確定，並在出現時在綜合損益表上確認。在出售非供買賣之證券時，以往撥入投資重估價準備之重估盈餘或虧絀亦轉撥至該年度之綜合損益表。

(k) 其他投資

其他投資包括長期持有之會所債券，以公平價值記入資產負債表，公平價值的變動在產生時在損益表內確認。

1 SIGNIFICANT ACCOUNTING POLICIES (Continued) 1. 主要會計政策 (續)

(l) Inventories

Inventories are carried at the lower of cost and net realisable value.

Cost is calculated using the weighted average cost formula and comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

When inventories are sold, the carrying amount of those inventories is recognised as an expense in the period in which the related revenue is recognised. The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories, arising from an increase in net realisable value, is recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

(l) 存貨

存貨乃以成本及可變現淨值兩者中的較低者入賬。

成本以加權平均法計算，其中包括所有採購成本、加工成本以及令存貨變成現狀和運輸的成本。

可變現淨值為正常業務的預期售價減去完成生產及銷售所需的估計成本。

存貨出售時，其賬面值會確認為相關收入確認期間的支出。存貨減值至可變現淨值的減值及所有存貨損失會確認為減值或損失發生期間的支出。因可變現淨值增加而需逆轉的任何存貨減值會扣減逆轉發生期間所確認的支出。

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

1. 主要會計政策 (續)

(m) Construction contracts

Construction contracts in progress are valued at the cost of direct materials and other direct expenses plus estimated attributable profits recognised on the basis set out in note 1(i), less provision for foreseeable losses and progress payments received and receivable on individual contracts.

(n) Trade receivables

Provision is made against trade receivables to the extent that they are considered to be doubtful. Accounts receivable in the balance sheet are stated net of such provision.

(o) Deferred taxation

Deferred taxation is provided using the liability method in respect of the taxation effect arising from all material timing differences between the accounting and tax treatment of income and expenditure, which are expected with reasonable probability to crystallise in the foreseeable future.

Future deferred tax benefits are not recognised unless their realisation is assured beyond reasonable doubt.

(m) 建築合約

在進行之建築合約乃按直接原材料及其他直接開支另加按附註1(i)所載基準確認之估計應佔溢利，扣除可預見虧損準備以及就個別合約已收及應收款項之備撥後列賬。

(n) 應收賬項

凡被視為屬呆賬之應收賬款均作出備撥。資產負債表上之應收賬項乃扣除該筆備撥後列出。

(o) 遞延稅項

遞延稅項乃就收益及支出的會計與稅務處理方法之間，由所有重大時差產生而相當可能於可見未來實現的稅項影響，以負債法計提準備。

未來的遞延稅項利益只會在合理保證可實現時才會確認。

1 SIGNIFICANT ACCOUNTING POLICIES (Continued) 1. 主要會計政策 (續)

(p) Translation of foreign currencies

Foreign currency transactions during the year are translated into Hong Kong dollars at the exchange rates ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated into Hong Kong dollars at the exchange rates ruling at the balance sheet date. Exchange gains and losses are dealt with in the profit and loss account.

(q) Retirement benefit costs

The group's contributions to the defined contribution retirement scheme, which is available to all employees, are expensed as incurred and may be reduced by contributions forfeited by those employees who leave the scheme prior to vesting fully in the contributions. The assets of the scheme are held separately from those of the group in an independently administered fund.

(r) Borrowing costs

Borrowing costs are charged to the profit and loss account in the year in which they are incurred.

(p) 外幣換算

年度內的外幣交易按交易日匯率換算為港元。以外幣為單位的貨幣性資產及負債則按結算日的匯率換算為港元。匯兌盈虧均撥入損益賬處理。

(q) 退休金成本

本集團對一項可惠及所有僱員之界定供款額供款退休計劃之供款，供款額按支銷計入費用內，並可按照僱員在獲得全數供款前退出計劃所被沒收之供款而減少。該計劃之資產由一間獨立管理之基金持有與本集團之資產分開處理。

(r) 借貸成本

借貸成本於產生之年度在損益賬中支銷。

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

1. 主要會計政策 (續)

(s) Related parties

For the purposes of these accounts, parties are considered to be related to the group if the group has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the group and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

(t) Cash equivalents

Cash equivalents are short-term, highly liquid investments which are readily convertible into known amounts of cash without notice and which were within three months of maturity when acquired. For the purposes of the cash flow statement, cash equivalents would also include advances from banks repayable within three months from the date of the advance.

(s) 關連人士

就本賬項而言，如果本集團有權直接或間接監控另一方人士或對另一方人士的財務及經營決策作出重要影響，或另一方人士有權直接或間接監控本集團或對本集團的財務及經營決策作出重要的影響，或本集團與另一方人士均受制於共同的監控或共同的重要影響下，則被視為有關連人士。有關連人士可為個別人士或其他公司。

(t) 現金等價物

現金等價物是指短期、流動性極高的投資，這些投資可以在沒有通知的情況下容易地換算為已知的現金數額，並在購入後三個月內到期。就編製現金流量表而言，現金等價物也包括須於貸款日起三個月內償還的銀行貸款。

2 TURNOVER AND OTHER REVENUE

The principal activities of the group are investing in technology companies and trading in, and the supply and installation of, building products and engineering equipment and a distributorship agency business. The principal activities of the subsidiaries are set out in note 13 to the accounts.

2. 營業額及其他收入

集團主要從事投資於科技公司，建築產品及機電工程設備之銷售、供應及安裝，以及分銷代理業務。各附屬公司之主要業務列載於財政報告附註13。

		2000 二零零零年 HK\$'000 港幣千元	1999 一九九九年 HK\$'000 港幣千元
Turnover	營業額		
Sales of inventories	銷售存貨收入	371,756	425,900
Revenue from construction contracts	建築合約收入	198,448	241,298
Commission income	佣金收入	8,180	7,139
		<u>578,384</u>	<u>674,337</u>
Other revenue	其他收入		
Interest income from	利息收入來自		
– bank deposits	– 銀行存款	15,731	1,626
– others	– 其他	–	216
Administration fee received from the associate (note 32(a))	向一間聯營公司收取之行政費用 (附註32(a))	840	868
Gross rental income from investment properties	投資物業之總租金收入	317	179
Written back of provision for doubtful debts	呆賬準備撥回	572	283
Gain on disposal of fixed assets	出售固定資產收入	–	3
Sundry income	雜項收入	209	237
		<u>17,669</u>	<u>3,412</u>
TOTAL REVENUE	總收入	<u>596,053</u>	<u>677,749</u>

3 COST OF SALES

3. 銷售成本

		2000 二零零零年 HK\$'000 港幣千元	1999 一九九九年 HK\$'000 港幣千元
Cost of inventories sold	銷售存貨成本	314,808	352,082
Cost of construction contracts	建築合約成本	166,449	200,016
Sub-contracting fee on construction contracts	建築合約之分包費用	1,988	2,081
Cost of consumable stocks	消耗存貨成本	2,770	1,400
		<u>486,015</u>	<u>555,579</u>

4 OPERATING EXPENSES

4. 經營開支

		2000 二零零零年 HK\$'000 港幣千元	1999 一九九九年 HK\$'000 港幣千元
Administrative expenses:	行政費用：		
Salaries and wages	薪金及工資	58,334	59,719
Directors' remuneration (note 6(a))	董事酬金 (附註6(a))	10,172	8,155
Depreciation	折舊	7,902	8,571
Operating lease rentals on property paid to third parties	就樓宇已付第三者之經營租約租金	5,379	6,040
Travelling expenses	交通費	2,571	2,475
Entertainment expenses	交際費	2,072	2,006
Preliminary expenses	籌備費用	-	1,802
Stamps, postage and telephone	郵票、郵資及電話費	1,523	1,658
Advertising expenses	廣告費	1,049	1,318
Retirement benefit costs (note 7)	退休福利費用 (附註7)	1,451	1,194
Legal and professional fees	法律及專業服務費	1,468	984
Auditors' remuneration	核數師酬金	1,415	980
Amortisation of goodwill	商譽攤銷	91	91
		<u>93,427</u>	<u>94,993</u>
Other operating expenses:	其他經營開支：		
Specific provision for doubtful debts	呆賬特殊備撥	1,906	2,419
Write-off of obsolete stock	撇銷過時存貨	251	3,504
Deficit on revaluation of investment properties and other properties	重估投資物業及其他物業之虧蝕	106	103
Loss on disposal of fixed assets	出售固定資產之虧損	106	-
Write-off of leasehold improvements	撇銷租賃物業裝修	-	2,130
Sundry expenses	其他開支	10,137	12,173
		<u>12,506</u>	<u>20,329</u>
		<u>105,933</u>	<u>115,322</u>

5 FINANCE COSTS

5. 財務費用

	2000 二零零零年 HK\$'000 港幣千元	1999 一九九九年 HK\$'000 港幣千元
Interest on bank advances and other borrowings repayable within five years	2,099	816

6 DIRECTORS' AND SENIOR MANAGEMENT'S EMOLUMENTS

6. 董事及高級管理人員之酬金

(a) Directors' remuneration

(a) 董事酬金

Directors' remuneration disclosed pursuant to section 161 of the Hong Kong Companies Ordinance is as follows:

根據香港公司條例第161條列報的董事酬金如下：

		2000 二零零零年 HK\$'000 港幣千元	1999 一九九九年 HK\$'000 港幣千元
Fees	袍金	485	200
Salaries and other emoluments	薪金及其他酬金	8,490	7,080
Retirement scheme contributions	退休金計劃供款	378	337
Discretionary bonuses	酌情花紅	819	538
		<u>10,172</u>	<u>8,155</u>

**6 DIRECTORS' AND SENIOR
MANAGEMENT'S EMOLUMENTS
(Continued)**

(a) Directors' remuneration (Continued)

Included in the directors' remuneration were fees of HK\$485,000 (1999: HK\$200,000) paid to the non-executive directors during the year.

During the year, 10,000,000 share options were granted to a director under the Executive Share Option Scheme which was approved by the shareholders at a special general meeting on 10 December 1993. Each of these options entitles the holder to subscribe for one ordinary share of HK\$0.1 each in the company at a premium of HK\$1.520 each and exercised in three instalments at any time during the period from 18 August 2001 to 18 August 2003, but not later than 9 December 2003.

6. 董事及高級管理人員之酬金（續）

(a) 董事酬金（續）

董事酬金中包括本年度內支付予非執行董事港幣485,000元（1999：港幣200,000元）。

年內，根據本公司股東於一九九三年十二月十日舉行之股東特別大會上通過之行政人員認股權計劃，一位董事獲授10,000,000股認股權。每股認股權持有人有權自二零零一年八月十八日起至二零零三年八月十八日止期間分三期行使但不得遲於二零零三年十二月九日，按每股溢價1.520港元認購本公司每股面值港幣0.1元之普通股一股。

6 DIRECTORS' AND SENIOR
MANAGEMENT'S EMOLUMENTS
(Continued)

6. 董事及高級管理人員之酬金 (續)

(a) Directors' remuneration (Continued)

The emoluments of directors fell within the following bands:

(a) 董事酬金 (續)

董事酬金之範圍如下：

Emoluments' band	酬金之範圍	Number of directors 董事人數	
		2000 二零零零年	1999 一九九九年
Nil - HK\$1,000,000	港幣零元－港幣1,000,000元	8	3
HK\$1,000,001 - HK\$1,500,000	港幣 1,000,001元－港幣 1,500,000元	-	1
HK\$1,500,001 - HK\$2,000,000	港幣 1,500,001元－港幣 2,000,000元	2	1
HK\$2,000,001 - HK\$2,500,000	港幣 2,000,001元－港幣 2,500,000元	1	1
HK\$2,500,001 - HK\$3,000,000	港幣 2,500,001元－港幣 3,000,000元	1	1
		<u>1</u>	<u>1</u>

(b) Individuals with highest emoluments

Of the five individuals with the highest emoluments for the year include four directors whose emoluments are disclosed in note (a) above. The emoluments payable to the remaining one (1999: one) individual during the year are as follows:

(b) 五位最高酬金之人士

本集團本年度五位最高酬金人士包括四位董事（1999：四位董事），彼等之酬金已於上文之分析呈列。年內，應付其餘一位（1999：一位）人士之酬金如下：

		2000 二零零零年	1999 一九九九年
		HK\$'000 港幣千元	HK\$'000 港幣千元
Salaries and other emoluments	薪金及其他酬金	1,042	955
Discretionary bonuses	酌情花紅	180	67
Retirement scheme contribution	退休金計劃供款	8	-
		<u>1,230</u>	<u>1,022</u>

6 DIRECTORS' AND SENIOR MANAGEMENT'S EMOLUMENTS (Continued)

(b) Individuals with highest emoluments (Continued)

The emoluments fell within the following bands:

Emoluments' band	酬金之範圍	2000 二零零零年 Number 人數	1999 一九九九年 Number 人數
HK\$1,000,001 - HK\$1,500,000	港幣 1,000,001元 — 1,500,000元	<u>1</u>	<u>1</u>

7 RETIREMENT BENEFIT COSTS

The group contributes to a defined contribution retirement scheme which is available to all employees. Contributions to the scheme by the group and the employees are calculated as a percentage of the employees' basic salaries.

The retirement benefit scheme cost charged to the profit and loss account represents contributions payable by the Group to the scheme.

The group's contributions are reduced by contributions forfeited by those employees who leave the scheme prior to vesting fully in the contributions. Forfeited contributions totalling HK\$484,000 (1999: HK\$739,000) were fully utilised during the year.

No contributions were payable to the scheme at the year-end (1999: HK\$147,000 payable and included in other payables). The assets of the scheme are held separately from those of the group in an independently administered fund.

6. 董事及高級管理人員之酬金 (續)

(b) 五位最高酬金之人士 (續)

酬金支出之範圍如下：

	2000 二零零零年 Number 人數	1999 一九九九年 Number 人數
	<u>1</u>	<u>1</u>

7. 退休福利費用

本集團為其全體僱員設有一項界定供款退休計劃。該項計劃按僱員基本薪酬之某個百分比由集團及僱員供款。

計入損益賬內之退休福利計劃費用乃指本集團應付予該計劃之供款。

倘僱員於可全數取得供款前退出該計劃，則彼等被沒收之供款將用作減低本集團供款。被沒收之供款合共港幣484,000元（1999：港幣739,000元）全部已於年內動用。

於年結時，並無應付予該計劃之供款（1999：港幣147,000元）。該計劃之資產乃與本集團之資產分開，由一獨立管理項目持有。

8 TAXATION

8. 稅項

(a) Taxation in the consolidated profit and loss account represents:

(a) 綜合損益賬所列的稅項為：

		2000 二零零零年 HK\$'000 港幣千元	1999 一九九九年 HK\$'000 港幣千元
Provision for Hong Kong profits tax for the year	本年度香港利得稅準備	365	559
Overprovision in prior years	往年度超額備撥	(242)	(45)
10% tax refund for the year of assessment 1997/98	一九九七／九八課稅年度 退稅10%	-	(566)
		<u>123</u>	<u>(52)</u>
Overseas taxation	海外稅項	68	28
Deferred taxation (note 26)	遞延稅項 (註 26)	<u>(94)</u>	<u>316</u>
		97	292
Share of associate's taxation	應佔聯營公司稅項	<u>(22)</u>	<u>(130)</u>
		<u>75</u>	<u>162</u>

Hong Kong profits tax has been provided at the rate of 16% (1999: 16%) on the estimated assessable profit for the year. Taxation on overseas profits has been calculated on the estimated assessable profit for the year at the rates of taxation prevailing in the countries in which the group operates.

香港利得稅準備是按截至二零零零年十二月三十一日止年度的估計應評稅溢利以16%的稅率(一九九九年: 16%)計算。海外附屬公司的稅項則同樣以相關國家適用的現行稅率計算。

8 TAXATION (Continued)

8. 稅項 (續)

(a) (Continued)

The potential liability for unprovided deferred taxation for the year is as follows:

(a) (續)

本年度遞延稅項並未就下列各項入賬：

		2000 二零零零年 HK\$'000 港幣千元	1999 一九九九年 HK\$'000 港幣千元
Depreciation allowances in excess of related depreciation	加速折舊免稅額	(73)	(10)
Other timing differences	其他時差	(2,148)	(333)
		<u>(2,221)</u>	<u>(343)</u>

(b) Taxation in the consolidated balance sheet represents:

(b) 綜合資產負債表內的稅項為：

		2000 二零零零年 HK\$'000 港幣千元	1999 一九九九年 HK\$'000 港幣千元
Provision for Hong Kong Profits Tax for the year	本年度香港利得稅準備	365	559
Provisional Profits Tax paid	已付暫繳利得稅	(552)	(511)
Hong Kong Profits Tax refund	已退還利得稅	<u>720</u>	<u>3,419</u>
		533	3,467
Balance of Profits Tax provision relating to prior years	以往年度利得稅準備結餘	<u>(733)</u>	<u>(3,981)</u>
Taxation recoverable	應收稅項返還	<u>(200)</u>	<u>(514)</u>

9 PROFIT ATTRIBUTABLE TO SHAREHOLDERS 9. 股東應佔溢利

The profit attributable to shareholders includes a profit of HK\$12,772,000 (1999: HK\$8,000,000) which has been dealt with in the accounts of the Company.

股東應佔溢利已列入本公司賬項內為數港幣 12,772,000 元的溢利（1999：港幣 8,000,000 元溢利）。

10 DIVIDENDS

10. 股息

	2000 二零零零年 HK\$'000 港幣千元	1999 一九九九年 HK\$'000 港幣千元
Final, proposed, nil cents (1999: 3.41 cents per ordinary share)	-	7,500
建議不派發末期股息 (1999：每股 3.41 港仙)	-	7,500

11 EARNINGS PER SHARE

11. 每股盈利

(a) Basic earnings per share

(a) 每股基本盈利

The calculation of basic earnings per share is based on the group's profit attributable to shareholders of HK\$2,012,000 (1999: HK\$6,088,000) and the weighted average of 471,620,000 (1999: 219,060,000) ordinary shares in issue during the year.

每股基本盈利乃根據股東應佔集團溢利港幣 2,012,000 元（一九九九年：港幣 6,088,000 元）及年內已發行普通股之加權平均數 471,620,000 股（一九九九年：219,060,000 股）計算。

11 EARNINGS PER SHARE (Continued) 11. 每股盈利 (續)

(b) Diluted earnings per share

The calculation of diluted earnings per share is based on the group's profit attributable to shareholders of HK\$2,012,000 (1999: HK\$6,088,000) and the weighted average of 488,078,000 (1999: 219,978,000) ordinary shares after adjusting for the effects of all dilutive potential ordinary shares.

(b) 每股攤薄盈利

每股攤薄盈利乃根據股東應佔集團溢利港幣2,012,000元（一九九九年：港幣6,088,000元）及就所有具攤薄效應之影響作出調整後之普通股之加權平均數488,078,000股（一九九九年：219,978,000股）計算。

(c) Reconciliation

(c) 對賬

		2000 二零零零年 No. of shares 股本數目	1999 一九九九年 No. of shares 股本數目
Weighted average number of ordinary shares used in calculating basic earnings per share	用作計算每股基本盈利的普通股加權平均數	471,619,902	219,060,000
Deemed issue of ordinary shares for no consideration	設定發行無代表價普通股	16,458,173	917,840
Weighted average number of ordinary shares used in calculating diluted earnings per share	用作計算每股攤薄盈利的普通股加權平均數	<u>488,078,075</u>	<u>219,977,840</u>

12 FIXED ASSETS

12. 固定資產

(a) The group

(a) 集團

		Investment properties 投資物業 HK\$'000 港幣千元	Other properties 其他物業 HK\$'000 港幣千元	Leasehold improve- ments 租賃物業 裝修 HK\$'000 港幣千元	Furniture and equip- ment 傢俱及 設備 HK\$'000 港幣千元	Plant and machinery 廠房及 機器設備 HK\$'000 港幣千元	Motor vehicles 汽車 HK\$'000 港幣千元	Total 總數 HK\$'000 港幣千元
Cost or valuation	成本或估值							
At 1 January 2000	於二零零零年 一月一日	6,906	104,800	11,990	24,651	11,137	555	160,039
Additions	添置	-	-	3,546	3,273	837	-	7,656
Revaluation	重估	(106)	-	-	-	-	-	(106)
Disposals	出售	-	-	-	(391)	-	-	(391)
At 31 December 2000	於二零零零年 十二月三十一日	<u>6,800</u>	<u>104,800</u>	<u>15,536</u>	<u>27,533</u>	<u>11,974</u>	<u>555</u>	<u>167,198</u>
Accumulated depreciation	累積折舊							
At 1 January 2000	於二零零零年 一月一日	-	228	9,569	20,544	4,023	526	34,890
Charge for the year	本年折舊	-	2,036	1,980	2,282	1,590	14	7,902
Disposals	出售	-	-	-	(263)	-	-	(263)
At 31 December 2000	於二零零零年 十二月三十一日	<u>-</u>	<u>2,264</u>	<u>11,549</u>	<u>22,563</u>	<u>5,613</u>	<u>540</u>	<u>42,529</u>
Net book value	賬面淨值							
At 31 December 2000	於二零零零年 十二月三十一日	<u>6,800</u>	<u>102,536</u>	<u>3,987</u>	<u>4,970</u>	<u>6,361</u>	<u>15</u>	<u>124,669</u>
At 31st December 1999	於一九九九年 十二月三十一日	<u>6,906</u>	<u>104,572</u>	<u>2,421</u>	<u>4,107</u>	<u>7,114</u>	<u>29</u>	<u>125,149</u>
The analysis of cost or valuation at 31 December 2000 of the above assets is as follows:	上述資產於二零零零年 十二月三十一日 之成本或估值 分析如下：							
At cost	成本	-	-	15,536	27,533	11,974	555	55,598
At 2000 valuation	二零零零年估值	6,800	-	-	-	-	-	6,800
At 1999 valuation	一九九九年估值	-	104,800	-	-	-	-	104,800
		<u>6,800</u>	<u>104,800</u>	<u>15,536</u>	<u>27,533</u>	<u>11,974</u>	<u>555</u>	<u>167,198</u>

12 FIXED ASSETS (Continued)

12. 固定資產 (續)

- (b) As at 31 December 2000, the group's interests in investment properties and other properties at their net book values are analysed as follows:

- (b) 於二零零零年十二月三十一日，本集團於投資物業及其他物業所擁有之權益按賬面淨值分析如下：

		The group 集團	
		2000 二零零零年	1999 一九九九年
		HK\$'000 港幣千元	HK\$'000 港幣千元
In Hong Kong, held on:	香港，按下列租約持有：		
Leases of over 50 years	逾50年之租約	65,739	67,000
Leases of between 10 to 50 years	10年至50年之租約	22,540	23,000
Outside Hong Kong, held on:	海外，按下列租約持有：		
Leases of over 50 years	逾50年之租約	5,496	5,672
Leases of between 10 to 50 years	10年至50年之租約	15,561	15,806
		<u>109,336</u>	<u>111,478</u>

- (c) Investment properties of the group were revalued at 31 December 2000 by an independent firm of surveyors, Francis Lau & Co., (Surveyors) Limited, who have among their staff fellows of the Hong Kong Institute of Surveyors, on an open market value basis, calculated on net rental income allowing for reversionary potential. The revaluation deficit of HK\$106,000 was charged to the profit and loss account.

- (c) 投資物業已於二零零零年十二月三十一日經由獨立測量師行劉紹鈞產業測量師有限公司（其部份員工為香港測量師學會的資深會員）以公開市值為基準，並在考慮到逆轉的可能性後對淨租金收入進行重估。為數港幣106,000元之重估淨虧絀已自損益賬內扣除。

12 FIXED ASSETS (Continued)

- (d) Other properties are stated at the professional valuation carried out at 31 December 1999 by Francis Lau & Co., (Surveyors) Limited, an independent firm of chartered surveyors on the open market value basis. The directors have reviewed the carrying value of the leasehold land and buildings and are of the opinion that no adjustment is required as at 31 December 2000.

The carrying amount of the other properties would have been HK\$103,477,000 (1999: HK\$105,760,000) had they been stated at cost less accumulated depreciation.

As at 31 December 2000, the leasehold land and buildings in Hong Kong were charged to a bank as security for bank loans granted to the subsidiaries. The investment properties are located in Guangzhou, China. The titles to these investment properties are still in the process of being transferred to the Group.

12. 固定資產 (續)

- (d) 本集團的其他物業已於一九九九年十二月三十一日經由本集團委聘之獨立特許測量師行劉紹鈞產業測量師行有限公司按公開市值重估。董事已就自用土地及樓宇之賬面值進行檢討，於二零零零年十二月三十一日，不須就自用土地及樓宇之賬面值作出調整。

如其他物業按成本減累計折舊入賬，有關該其他物業的賬面金額為港幣 103,477,000 元（1999：港幣 105,760,000 元）。

於二零零零年十二月三十一日，香港租賃土地及樓宇已抵押予一家銀行作為有關附屬公司獲授銀行貸款之抵押品。投資物業位於中國廣州。現正辦理此等投資物業之所有權轉歸本集團之手續。

13 INVESTMENTS IN SUBSIDIARIES

13. 附屬公司之投資

		The company 公司	
		2000 二零零零年	1999 一九九九年
		HK\$'000 港幣千元	HK\$'000 港幣千元
Unlisted shares, at valuation	非上市股份，按估值	86,131	86,131
Amounts due from subsidiaries	附屬公司欠款	111,232	81,123
		<u>197,363</u>	<u>167,254</u>

The amounts due from subsidiaries are unsecured, interest free and have no fixed terms of repayment.

附屬公司欠款為無抵押、免息及非定期償還貸款。

The following is a list of the Company's subsidiaries at 31 December 2000:

於二零零零年十二月三十一日，本公司旗下附屬公司詳情如下：

Name of Company 公司	Place of incorporation/ operations 註冊成立/ 營業地點	Group equity interest held by 集團透過 公司所持權益		Issued and paid up ordinary share capital 已發行及 繳足普通股	Principal activities 主要業務
		Company Subsidiaries			
		本公司	附屬公司		
		%	%		
i-Onyx (HK) Limited	Hong Kong 香港	100	–	HK\$2 2港元	Investment holding 投資控股
i-Onyx Investment Holdings Limited	British Virgin Islands 英屬處女群島	100	–	US\$1 1美元	Investment holding 投資控股
Starcase Limited 達崎有限公司	Hong Kong 香港	–	100	HK\$2 2港元	Investment holding 投資控股

13 INVESTMENTS IN SUBSIDIARIES 13. 附屬公司之投資 (續)
(Continued)

Name of Company 公司	Place of incorporation/ operations 註冊成立/ 營業地點	Group equity interest held by 集團透過 公司所持權益		Issued and paid up ordinary share capital 已發行及 繳足普通股	Principal activities 主要業務
		Company	Subsidiaries		
		本公司	附屬公司		
		%	%		
Anagram Company Limited	British Virgin Islands 英屬處女群島	–	100	HK\$2 2港元	Investment holding 投資控股
Potent Star Limited 寶運達有限公司	Hong Kong 香港	–	100	HK\$2 2港元	Investment holding 投資控股
Arnhold (B.V.I.) Limited*	British Virgin Islands/ Hong Kong 英屬處女群島/香港	100	–	US\$1,000 1,000美 元	Investment holdings 投資控股
Arnhold Investments Limited* 安利投資有限公司*	Hong Kong 香港	–	100	Ordinary HK\$1 Non-voting deferred HK\$1,000,000 普通股股份 1港元 無投票權 遞延股份 1,000,000港 元	Investment holding 投資控股
Arnhold & Company, Limited* 安利有限公司*	Shanghai/ Hong Kong 上海/香港	–	100	HK\$20,000,000 20,000,000港 元	Trading and engineering 貿易及工程
Bain d'Or Company Limited* 安法有限公司*	Hong Kong 香港	–	100	HK\$200,000 200,000港 元	Trading 貿易

13 INVESTMENTS IN SUBSIDIARIES 13. 附屬公司之投資 (續)
(Continued)

Name of Company 公司	Place of incorporation/ operations 註冊成立/ 營業地點	Group equity interest held by 集團透過 公司所持權益 Company Subsidiaries 本公司 附屬公司 % %		Issued and paid up ordinary share capital 已發行及 繳足普通股	Principal activities 主要業務
Arnhold Marble Limited* 安利雲石 有限公司*	Hong Kong 香港	–	100	HK\$2 2港元	Supply and installation of of natural stones 供應及安裝天然石
Arnhold Stone Works Limited* 安利石材 有限公司*	Hong Kong 香港	–	100	HK\$2	Dormant 暫無營業
Arnhold Kitchens Limited* 安利廚櫃 有限公司*	Hong Kong 香港	–	100	HK\$2 2港元	Supply and installation of fitted kitchen cabinets 供應及安裝廚櫃
Arnhold Asia Limited* 安利亞洲 有限公司*	British Virgin Islands 英屬處女群島	–	100	US\$50,000 50,000美 元	Trading 貿易
Arnhold Design Centres Limited* 安利家麗 有限公司*	Hong Kong 香港	–	100	HK\$2 2港元	Retailing 零售
Arnhold Distributors Limited*	Bermuda 百慕達	–	100	HK\$100,000 100,000港 元	Distributorship agent 經銷商

13 INVESTMENTS IN SUBSIDIARIES 13. 附屬公司之投資 (續)
(Continued)

Name of Company 公司	Place of incorporation/ operations 註冊成立/ 營業地點	Group equity interest held by 集團透過 公司所持權益		Issued and paid up ordinary share capital 已發行及 繳足普通股	Principal activities 主要業務
		Company	Subsidiaries		
		本公司	附屬公司		
		%	%		
Arnhold China Limited* 安利中國 有限公司*	Hong Kong 香港	–	100	HK\$2 2港元	Provision of management services to fellow subsidiaries 提供管理服務予 集團附屬公司
Arnhold Properties (B.V.I.) Limited*	British Virgin Islands/ Hong Kong 英屬處女群島／香港	–	100	US\$1 1美元	Property holding 物業持有
Palatial Properties Limited*	British Virgin Islands/ Hong Kong 英屬處女群島／香港	–	100	US\$1 1美元	Property holding 物業持有
Diction Limited* 的信有限公司*	Hong Kong 香港	–	100	HK\$2 2港元	Property holding 物業持有
Grandful Limited* 津福有限公司*	Hong Kong 香港	–	100	HK\$2 2港元	Property holding 物業持有
Tradebond Investments Limited* 貿邦投資 有限公司*	Hong Kong 香港	–	100	HK\$2 2港元	Property investment 物業投資

13 INVESTMENTS IN SUBSIDIARIES 13. 附屬公司之投資 (續)
(Continued)

Name of Company 公司	Place of incorporation/ operations 註冊成立/ 營業地點	Group equity interest held by 集團透過 公司所持權益		Issued and paid up ordinary share capital 已發行及 繳足普通股	Principal activities 主要業務
		Company	Subsidiaries		
		本公司	附屬公司		
		%	%		
Worldpole Investments Limited* 匯柱投資有限公司*	Hong Kong 香港	–	100	HK\$2 2港元	Property investment 物業投資
Arnhold Marble China Limited* 安利雲石中國有限公司*	Hong Kong 香港	–	100	HK\$10 10港元	Trading and management services 貿易及管理服務
Dongguan Arnhold Marble Limited* 東莞安利石材有限公司*	Dongguan 東莞	–	100	HK\$9,045,016 9,045,016港元	Natural stones cutting and polishing 天然石材切割及加工
D M (F.E.) Limited* 大連重工 (遠東) 有限公司*	Hong Kong 香港	–	100	HK\$2 2港元	Dormant 暫無營業
Arnhold Air-conditioning Limited* 安利空調工程有限公司*	Hong Kong 香港	–	100	HK\$2 2港元	Dormant 暫無營業

(* Companies not audited by KPMG)

(* 非由畢馬威會計師事務所審核的公司)

14 INTEREST IN AN ASSOCIATE

14. 聯營公司權益

The group

		集團	
		2000	1999
		二零零零年	一九九九年
		HK\$'000	HK\$'000
		港幣千元	港幣千元
Share of net assets	應佔資產淨值	10,450	10,346
Unamortised goodwill	未攤銷商譽	360	451
		<u>10,810</u>	<u>10,797</u>
Amount due from the associate	聯營公司之欠款	133	333
		<u>10,943</u>	<u>11,130</u>

No dividends (1999: HK\$1,568,000) were received during the year from the associate.

本年度並無來自聯營公司之股息收入(1999: 港幣1,568,000元)。

The amount due from the associate is unsecured, interest free and has no fixed terms of repayment.

聯營公司之欠款為無抵押、免息及非定期償還之貸款。

The interest in an associate represents a 49% interest in the issued share capital of Kingspan China Limited, which is incorporated in Hong Kong and engaged in the thermal insulation business.

聯營公司之投資指持有固溫中國有限公司之已發行股本之49%權益。該公司在香港註冊成立，從事保溫隔熱風喉系統業務。

15 NON-TRADING SECURITIES

15. 非買賣用途之證券

		The group 集團	
		2000 二零零零年	1999 一九九九年
		HK\$'000 港幣千元	HK\$'000 港幣千元
Unlisted equity securities, at cost	非上市證券投資，按成本值	21,449	—
Less: provision for diminution in value	減：減值準備	(12,035)	—
		<u>9,414</u>	<u>—</u>

16 OTHER INVESTMENTS

16. 其他投資

		The group 集團	
		2000 二零零零年	1999 一九九九年
		HK\$'000 港幣千元	HK\$'000 港幣千元
Unlisted club debentures	非上市會籍債券	<u>2,288</u>	<u>2,288</u>

17 INVENTORIES

17. 存貨

		The group 集團	
		2000 二零零零年	1999 一九九九年
		HK\$'000 港幣千元	HK\$'000 港幣千元
Merchandise	商品	21,301	25,879
Consumable inventories	消耗存貨	1,017	966
Raw material	原材料	4,566	—
Work in progress	在製品	1,434	—
Finished goods	製成品	<u>267</u>	<u>—</u>
		<u>28,585</u>	<u>26,845</u>

18 CONSTRUCTION CONTRACTS

18. 建築合約

		The group 集團	
		2000 二零零零年	1999 一九九九年
		HK\$'000 港幣千元	HK\$'000 港幣千元
Costs	成本	63,725	126,847
Attributable profit	應佔溢利	4,862	17,772
		<u>68,587</u>	<u>144,619</u>
Progress payments received and receivable	已收及應收之 進度付款	(62,365)	(138,512)
		<u>6,222</u>	<u>6,107</u>

At 31 December 2000, retentions held by customers for contract works included in trade and other receivable of the group amounted to HK\$31,383,000 (1999: HK\$12,654,000).

於二零零零年十二月三十一日，由客戶持有之合約工程保留金為港幣31,383,000元（1999：港幣12,654,000元），已包括在集團之應收賬款及其他應收款內。

19 TRADE AND OTHER RECEIVABLES 19. 應收賬款及其他應收款

		The group 集團		The company 公司	
		2000 二零零零年	1999 一九九九年	2000 二零零零年	1999 一九九九年
		HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元
Trade receivables	應收貿易賬款	232,444	275,225	-	-
Retentions receivable	應收保留款項	32,468	19,048	-	-
Prepayments and other receivables	預付款項及 其他應收款	7,582	8,491	800	218
		<u>272,494</u>	<u>302,764</u>	<u>800</u>	<u>218</u>

Included in trade and other receivables are trade debtors and retentions receivable (net of specific provisions for bad and doubtful debts) with the following ageing analysis:

應收賬款及其他應收款包括應收賬款及保留金（已扣除呆壞賬特別準備），其賬齡分析如下：

		The group 集團	
		2000 二零零零年	1999 一九九九年
		HK\$'000 港幣千元	HK\$'000 港幣千元
Current	未逾期	53,682	81,729
One to three months overdue	逾期一至三個月	91,798	86,053
More than three months overdue but less than twelve months overdue	逾期超過三個月但少於 十二個月	37,851	54,208
Overdue more than twelve months	逾期超過十二個月	81,581	72,283
		<u>264,912</u>	<u>294,273</u>

Debts from construction contracts are due when architect certificates are issued and other debts are due normally from the date of billing. Debtors with balances that are long overdue are requested to settle all outstanding balances before any further credit is granted.

建築合約賬款須在建築師證書發出後到期支付，其餘賬款通常在收費通知書發出當日起到期支付。如有逾期賬款餘額，有關的債務人須先行清償所有未付結餘，才可再給予信貸額。

20 CASH AND CASH EQUIVALENTS

20. 現金及現金等價物

		The group		The company	
		集團		公司	
		2000	1999	2000	1999
		二零零零年	一九九九年	二零零零年	一九九九年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		港幣千元	港幣千元	港幣千元	港幣千元
Bank deposits	銀行定期存款	404,519	19,161	391,220	—
Cash at bank and in hand	銀行活期存款 及現金	11,903	30,384	18	16
		<u>416,422</u>	<u>49,545</u>	<u>391,238</u>	<u>16</u>

21 TRADE AND OTHER PAYABLES

21. 應付賬款及其他應付款

		The group		The company	
		集團		公司	
		2000	1999	2000	1999
		二零零零年	一九九九年	二零零零年	一九九九年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		港幣千元	港幣千元	港幣千元	港幣千元
Trade payables	應付貿易賬款	75,684	98,272	—	—
Accruals and other accounts payable	應計費用及其他 應付賬款	94,664	115,643	522	14
Advances received from customers	客戶預付款	1,767	2,376	—	—
		<u>172,115</u>	<u>216,291</u>	<u>522</u>	<u>14</u>

All of the above trade and other payables are expected to be settled within one year.

以上所有應付賬款及其他應付款預期將於一年內償付。

21 TRADE AND OTHER PAYABLES 21. 應付賬款及其他應付款 (續) (Continued)

Trade payables have the following aging analysis:

應付賬款之賬齡分析如下：

		The group 集團	
		2000	1999
		二零零零年	一九九九年
		HK\$'000	HK\$'000
		港幣千元	港幣千元
Due within one month or on demand	一個月內或接獲 通知時到期	71,723	91,375
Due after one month but within three months	一個月後但三個月 內到期	2,081	6,440
Due after three months but within six months	三個月後但六個月 內到期	1,880	457
		<u>75,684</u>	<u>98,272</u>

22. SHARE CAPITAL

22. 股本

Authorised	法定股本	2000		1999	
Ordinary Shares of	每股面值	二零零零年		一九九九年	
HK\$0.10 each	港幣0.10元	No. of shares	HK\$'000	No. of shares	HK\$'000
	的普通股	股本數目	港幣千元	股本數目	港幣千元
At 1 January	於一月一日	270,000,000	27,000	270,000,000	27,000
Increase in authorised	增加法定				
ordinary share capital	普通股股本	530,000,000	53,000	-	-
At 31 December	於十二月三十一日	800,000,000	80,000	270,000,000	27,000
Issued and fully paid	已發行及繳足股本	2000		1999	
Ordinary shares of	每股面值	二零零零年		一九九九年	
HK\$0.10 each	港幣0.10元	No. of shares	HK\$'000	No. of shares	HK\$'000
	的普通股	股本數目	港幣千元	股本數目	港幣千元
At 1 January	於一月一日	219,060,000	21,906	219,060,000	21,906
Shares issued under	根據認股權				
share option scheme	計劃發行的股份	1,796,000	180	-	-
Subscription shares	根據認購協議				
issued	發行的股份	357,240,000	35,724	-	-
Placement shares issued	配售股份	37,800,000	3,780	-	-
At 31 December	於十二月三十一日	615,896,000	61,590	219,060,000	21,906

22. SHARE CAPITAL (Continued)

By a special resolution passed on 29 April 2000 the authorised ordinary share capital of the company was increased from HK\$27,000,000 to HK\$80,000,000 by the creation of 530,000,000 ordinary shares of HK\$0.10 each.

On 5 May 2000, 357,240,000 ordinary shares of HK\$0.10 each were issued at HK\$1.00 per share for cash according to the conditional subscription agreement dated 13 March 2000 and were duly allotted as fully paid shares. These shares rank pari passu with the existing shares.

On 31 July 2000, 37,800,000 ordinary shares of HK\$0.10 each were issued at HK\$1.50 per share for cash for placement to the public and were duly allotted as fully paid shares. These shares rank pari passu with the existing shares.

During the year, a total of 1,796,000 ordinary shares of HK\$0.10 each were issued at the pre-determined subscription prices upon the exercise of the share options granted under the Executive Share Option Scheme mentioned below. These shares rank pari passu with the existing shares.

22. 股本 (續)

根據於二零零零年四月二十九日通過之特別決議案，透過增設每股面值港幣0.10元之普通股530,000,000股，將本公司之法定普通股股本由港幣27,000,000元增至港幣80,000,000元。

於二零零零年五月五日，本公司根據於二零零零年三月十三日訂立之有條件認購協議按每股港幣1.00元之價格以現金發行每股面值港幣0.10元之普通股357,240,000股，並以繳足股份形式配發。此等股份與現有股份享有同等權益。

於二零零零年七月三十一日，本公司按每股港幣1.50元之價格以現金發行每股面值港幣0.10元之普通股37,800,000股，並以繳足股份形式配發。此等股份與現有股份享有同等權益。

於年內本公司因根據下文所述行政人員認股權計劃授予之認股權被行使而按預定認購價發行每股面值港幣0.10元之普通股共1,796,000股。此等股份與現有股份享有同等權益。

23 SHARE OPTIONS

The company operates an Executive Share Option Scheme ("the Scheme") which was approved by the shareholders at a special general meeting of the company held on 10 December 1993. Under the Scheme the directors may, at their discretion, grant to employees and executive directors of the group options to subscribe for the company's shares. The subscription price for the company's shares under the Scheme is determined by the board of directors and will not be less than 80% of the average of the closing prices of the company's shares on The Stock Exchange of Hong Kong Limited on the five trading days immediately preceding the date of offer of the options or the nominal value of the company's shares, whichever is the higher. The maximum number of shares over which options may be outstanding may not exceed 10% of the ordinary share capital in issue from time to time.

23. 認股權

於一九九三年十二月十日，本公司舉行股東特別大會，通過及批准成立一項行政人員認股權計劃（「該計劃」）。根據該計劃，董事會可酌情授予本集團之任何僱員及執行董事認購本公司股份之認股權。根據該計劃認購股份之價格由董事會決定，並不會低於股份於緊接有關認股權授予日期之前五個交易日在香港聯合交易所有限公司之平均收市價的80%或股份之面值，兩者以較高者為準。根據該計劃授予而尚未行使之認股權可認購之股份最高總額不得超過本公司當時已發行普通股本的10%。

23 SHARE OPTIONS (Continued)

23. 認股權 (續)

Details of outstanding share options at 31 December 2000 are as follows:-

於二零零零年十二月三十一日尚未行使之認股權詳情如下：

Date of share options granted 授予認股權之日期	Number of outstanding share options granted as at 31 December 2000 於二零零零年十二月三十一日尚未行使之認股權股數	Subscription price per share 每股之認購價 HK\$ 港幣	Exercise period 行使期限
12 December 1995 一九九五年十二月十二日	704,000	0.8304	1 January 1997 to 31 December 2001 一九九七年一月一日至 二零零一年十二月三十一日
25 June 1996 一九九六年六月二十五日	1,500,000	1.2288	1 July 1997 to 30 June 2002 一九九七年七月一日至 二零零二年六月三十日
1 January 1997 一九九七年一月一日	2,500,000	1.2032	1 January 1998 to 31 December 2002 一九九八年一月一日至 二零零二年十二月三十一日
3 July 1997 一九九七年七月三日	8,500,000	1.3680	1 January 2002 to 9 December 2003 二零零二年一月一日至 二零零三年十二月九日
8 May 1999 一九九九年五月八日	3,600,000	0.5920	1 January 2002 to 9 December 2003 二零零二年一月一日至 二零零三年十二月九日
7 August 2000 二零零零年八月七日	6,000,000	1.5904	1 July 2001 to 9 December 2003 二零零一年七月一日至 二零零三年十二月九日
18 August 2000 二零零零年八月十八日	10,000,000	1.6200	18 August 2001 to 9 December 2003 二零零一年八月十八日至 二零零三年十二月九日
	<u>32,804,000</u>		

24 RESERVES

(a) The group

		Share premium 股份溢價 HK\$'000 港幣千元	Other properties revaluation reserve 其他物業重估儲備 HK\$'000 港幣千元	Investment revaluation reserve 投資重估儲備 HK\$'000 港幣千元	Profit and loss account 損益賬 HK\$'000 港幣千元	Con-tributed surplus 實繳盈餘 HK\$'000 港幣千元	Total 總數 HK\$'000 港幣千元
At 1 January 1999	於一九九九年一月一日	69,813	18,431	-	192,223	808	281,275
Profit attributable to shareholders	股東應佔溢利	-	-	-	6,088	-	6,088
Deficit on revaluation	重估虧絀	-	(7,042)	-	-	-	(7,042)
Dividend	股息	-	-	-	(7,500)	-	(7,500)
At 31 December 1999	於一九九九年十二月三十一日	69,813	11,389	-	190,811	808	272,821
Profit attributable to shareholders	股東應佔溢利	-	-	-	2,012	-	2,012
Deficit on revaluation	重估虧絀	-	-	(12,035)	-	-	(12,035)
Premium on issue of ordinary shares	發行普通股之溢價	375,036	-	-	-	-	375,036
Ordinary share issue expenses	普通股發行費用	(8,434)	-	-	-	-	(8,434)
Premium on exercise of share options	行使認股權之溢價	1,847	-	-	-	-	1,847
At 31 December 2000	於二零零零年十二月三十一日	438,262	11,389	(12,035)	192,823	808	631,247
Company and subsidiaries	本公司及附屬公司	69,813	11,389	-	183,783	808	265,793
Associate	聯營公司	-	-	-	7,028	-	7,028
At 31 December 1999	於一九九九年十二月三十一日	69,813	11,389	-	190,811	808	272,821
Company and subsidiaries	本公司及附屬公司	438,262	11,389	(12,035)	185,690	808	624,114
Associate	聯營公司	-	-	-	7,133	-	7,133
At 31 December 2000	於二零零零年十二月三十一日	438,262	11,389	(12,035)	192,823	808	631,247

24. 儲備

(a) 集團

24 RESERVES (Continued)

24. 儲備 (續)

(b) The company

(b) 公司

		Share premium 股份溢價 HK\$'000 港幣千元	Profit and loss account 損益賬 HK\$'000 港幣千元	Contributed surplus 實繳盈餘 HK\$'000 港幣千元	Total 總數 HK\$'000 港幣千元
At 1 January 1999	於一九九九年一月一日	69,813	688	75,067	145,568
Profit for the year	本年度溢利	-	8,000	-	8,000
Dividend	股息	-	(7,500)	-	(7,500)
At 31 December 1999	於一九九九年十二月三十一日	69,813	1,188	75,067	146,068
Profit for the year	本年度溢利	-	12,772	-	12,772
Premium on issue of ordinary shares	發行普通股 之溢價	375,036	-	-	375,036
Ordinary share issue expenses	普通股發行費用	(8,434)	-	-	(8,434)
Premium on exercise of share options	行使認股權之溢價	1,847	-	-	1,847
At 31 December 2000	於二零零零年十二月三十一日	438,262	13,960	75,067	527,289

The group profit for the year retained of HK\$2,012,000 (1999: HK\$1,412,000) included a profit retained by an associate of HK\$103,000 (1999: HK\$348,000).

本年度集團之保留溢利為港幣2,012,000元（1999：港幣1,412,000元），包括一聯營公司之保留溢利港幣103,000元（1999：港幣348,000元）。

The distributable reserves of the company at 31 December 2000, under the Companies Act 1981 of Bermuda, amounted to HK\$89,027,000 (1999: HK\$76,255,000).

於二零零零年十二月三十一日，本公司依據百慕達一九八一年公司法可供分配儲備共達港幣89,027,000元（1999：港幣76,255,000元）。

24 RESERVES (Continued)

The contributed surplus of the group represents the excess of the nominal value of the shares of Arnhold (B.V.I.) Limited and the nominal value of the deferred shares of Arnhold Investments Limited acquired over the nominal value of the company's shares issued in exchange therefor pursuant to the group's reorganisation in December 1993.

The contributed surplus of the company represents the undistributed excess of the net assets of the subsidiaries acquired over the nominal value of the company's shares issued in exchange therefor pursuant to the group's reorganisation in December 1993. Under the Companies Act 1981 of Bermuda, the contributed surplus is distributable.

24. 儲備 (續)

本集團之實繳盈餘是指購入 Arnhold (B.V.I.) Limited 之股份面值與安利投資有限公司之遞延股份面值超逾本公司根據一九九三年十二月集團重組而發行之股份 (作為交換上述股份) 面值之盈餘。

本公司之實繳盈餘是指購入該等附屬公司之資產淨值超逾本公司根據一九九三年十二月集團重組發行之股份 (以交換該等附屬公司之資產淨值) 面值之未分派盈餘。根據百慕達一九八一年公司法，實繳盈餘可予分派。

25 INTEREST BEARING BANK LOANS

25. 帶息銀行貸款

		The group 集團	
		2000 二零零零年	1999 一九九九年
		HK\$'000 港幣千元	HK\$'000 港幣千元
Bank loans wholly repayable within five years – secured	須於五年內全數償還之 有抵押銀行貸款	1,234	6,148
Current portion of interest bearing bank loans	帶息銀行貸款之現期 償還部份	(1,234)	(4,918)
		<u>-</u>	<u>1,230</u>

The bank loans are secured on the group's leasehold land and buildings in Hong Kong with an aggregate carrying value of HK\$88,279,000 (1999: HK\$90,000,000).

銀行貸款以集團於香港持有之租約土地及樓宇於二零零零年十二月三十一日賬面總值共港幣 88,279,000 元 (1999: 港幣 90,000,000 元) 作為抵押。

25 INTEREST BEARING BANK LOANS 25. 帶息銀行貸款 (續) (Continued)

The maturity of the group's bank loans is as follows:

本集團之銀行貸款年限如下：

		The group 集團	
		2000 二零零零年 HK\$'000 港幣千元	1999 一九九九年 HK\$'000 港幣千元
Interest bearing bank loans	帶息銀行貸款		
– in the second year	– 第二年	–	1,230
– in the third to fourth years inclusive	– 第三年至四年 (首尾兩年包括在內)	–	–
		<u>–</u>	<u>–</u>
		<u>–</u>	<u>1,230</u>

26 DEFERRED TAXATION 26. 遞延稅項

(a) Movements on deferred taxation comprise:

(a) 遞延稅項變動包括：

		The group 集團	
		2000 二零零零年 HK\$'000 港幣千元	1999 一九九九年 HK\$'000 港幣千元
At 1st January	於一月一日	1,244	928
Transfer (to)/from profit and loss account (note 8)	(轉入) / 轉自損益賬 (附註8)	(94)	316
		<u>–</u>	<u>–</u>
At 31st December	於十二月三十一日	<u>1,150</u>	<u>1,244</u>

26 DEFERRED TAXATION (Continued)

26. 遞延稅項 (續)

- (b) Major components of deferred taxation of the group are set out below:

- (b) 本集團的遞延稅項主要包括下列各項：

		The group 集團	
		2000	1999
		二零零零年	一九九九年
		HK\$'000	HK\$'000
		港幣千元	港幣千元
Provided for in respect of:	就以下項目作出之備撥：		
Accelerated depreciation allowances	加速折舊免稅額	1,140	1,168
Other timing differences	其他時差	10	76
		<u>1,150</u>	<u>1,244</u>

- (c) The potential deferred tax liabilities/ (assets) which have not been accounted for in the accounts amount to:

- (c) 並未計入賬目內之潛在遞延稅務負債／(資產)：

		The group 集團	
		2000	1999
		二零零零年	一九九九年
		HK\$'000	HK\$'000
		港幣千元	港幣千元
Accelerated depreciation allowances	加速折舊免稅額	(7)	66
Other timing differences	其他時差	(3,108)	(960)
		<u>(3,115)</u>	<u>(894)</u>

- (d) The revaluation of investment properties and other properties does not constitute a timing difference for deferred taxation purposes as realisation of the revaluation surplus would not result in a taxation liability.

- (d) 重估投資物業及其他物業就遞延稅項而言不會構成時差，原因為變現重估盈餘將不會導致出現稅務負擔。

27 CONTINGENT LIABILITIES

27. 或然負債

- (a) At as 31 December 2000, there were contingent liabilities in respect of the following:

- (a) 於二零零零年十二月三十一日，或然負債如下：

	The group 集團		The company 公司	
	2000 二零零零年 HK\$'000 港幣千元	1999 一九九九年 HK\$'000 港幣千元	2000 二零零零年 HK\$'000 港幣千元	1999 一九九九年 HK\$'000 港幣千元
Guarantees for credit facilities granted by a bank on behalf of certain subsidiaries	-	-	305,000	305,000

代表附屬公司向
銀行提供貸款
擔保

- (b) The company has given a guarantee to a bank that it will service the mortgage repayments of Arnhold Properties (B.V.I.) Limited, a subsidiary, should it have insufficient funds to meet its monthly repayments to the bank. At 31 December 2000, the total amount due to the bank was HK\$1,234,000 (1999: HK\$6,148,000).

- (b) 本公司曾向一銀行作出擔保，倘附屬公司 Arnhold Properties (B.V.I.) Limited 無法或資金不敷按月還款予該銀行，本公司將須代為償還其按揭貸款。於二零零零年十二月三十一日欠該銀行款項總額為港幣1,234,000元（1999：港幣6,148,000元）。

- (c) Certain subsidiaries have given undertakings to a bank that they will perform certain contractual non-financial obligations to third parties. In return, the bank has provided performance bonds and letters of guarantee to third parties on behalf of the subsidiaries. As at 31 December 2000, the amount of guarantees outstanding was HK\$18,042,000 (1999: HK\$19,552,000).

- (c) 若干附屬公司已向一家銀行作出承諾，保證彼等將會向第三者履行若干訂約非財務責任。就此，該銀行已代表附屬公司向第三者提供履約保證及擔保書。於二零零零年十二月三十一日，結欠擔保額為港幣18,042,000元（1999：港幣19,552,000元）。

28 CAPITAL COMMITMENTS

28. 資本承擔

		The group 集團	
		2000 二零零零年	1999 一九九九年
		HK\$'000 港幣千元	HK\$'000 港幣千元
Contracted but not provided for	已簽約但未備撥	-	964
Authorised but not contracted for	已批准但未簽約	-	-
		<u>-</u>	<u>-</u>
		<u>-</u>	<u>964</u>

As at 31 December 2000, the group had a commitment to invest a further sum of US\$3.25 million (equivalent to HK\$25.4 million) in a limited partnership.

於二零零零年十二月三十一日，本集團承諾投資 3,250,000 美元（折合港幣 25,400,000 港元）於一間有限責任合夥人公司。

29 OPERATING LEASE COMMITMENTS

29. 經營租約承擔

		The group 集團	
		2000 二零零零年	1999 一九九九年
		HK\$'000 港幣千元	HK\$'000 港幣千元
Operating lease commitments at 31 December according to the period in which the lease expires, are as follows:	截至十二月三十一日須於未來十二個月支付之經營租約承擔按租約屆滿期間分析如下：		
Land and buildings	土地及樓宇		
- expiring in the first year	- 於第一年屆滿	570	1,153
- expiring in the second to fifth years inclusive	- 於第二至第五年屆滿（首尾兩年包括在內）	5,004	2,165
		<u>5,574</u>	<u>3,318</u>

30 NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT 30. 綜合現金流量表附註

(a) Reconciliation of profit from ordinary activities before taxation to net cash (outflow)/inflow from operating activities:

(a) 除稅前溢利與經營業務之現金（流出）／流入淨額對賬：

		2000 二零零零年 HK\$'000 港幣千元	1999 一九九九年 HK\$'000 港幣千元
Profit from ordinary activities before taxation	除稅前溢利	2,087	6,250
Depreciation	折舊	7,902	8,571
Amortisation of goodwill	商譽攤銷	91	91
Interest income	利息收入	(15,731)	(1,842)
Interest expenses	利息支出	2,099	816
Share of profit of an associate	所佔聯營公司溢利	(81)	(218)
Deficit on revaluation of investment properties and other properties	重估投資物業及其他物業之虧絀	106	103
Loss/(gain) on disposal of fixed assets	出售固定資產之虧損／（收入）	106	(3)
Write-off of leasehold improvements	撇銷租賃物業裝修	-	2,130
Decrease in amount due from an associate	應收聯營公司之欠款減少	200	668
(Increase)/decrease in inventories	存貨（增加）／減少	(1,740)	21,824
(Increase)/decrease in construction contracts	建築合約（增加）／減少	(115)	92
Decrease/(increase) in trade and other receivables	應收賬款及其他應收款減少／（增加）	30,270	(31,904)
(Decrease)/increase in trade and other payables	應付賬款及其他應付款（減少）／增加	(44,176)	18,868
Net cash (outflow)/inflow from operating activities	經營業務之現金（流出）／流入淨額	(18,982)	25,446

30 NOTES TO THE CONSOLIDATED
CASH FLOW STATEMENT
(Continued)

30. 綜合現金流量表附註(續)

(b) Analysis of changes in financing
during the year:

(b) 年內融資變動分析：

		Long-term liabilities		Current liabilities	
		Bank loans –		Short-term	
		secured		bank loans	
		長期負債		流動負債	
		有抵押銀行貸款		短期銀行貸款	
		2000	1999	2000	1999
		二零零零年	一九九九年	二零零零年	一九九九年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		港幣千元	港幣千元	港幣千元	港幣千元
Balance at 1 January	一月一日結存	6,148	12,844	–	–
Drawdown during the year	本年度借貸額	–	–	116,318	–
Repayments during the year	本年度還款額	(4,914)	(6,696)	(112,417)	–
Balance at 31 December	十二月三十一日 結存	<u>1,234</u>	<u>6,148</u>	<u>3,901</u>	<u>–</u>

31. CONNECTED TRANSACTIONS

The company entered into a conditional subscription agreement on 13 March 2000 with Amethyst International Finance Limited ("AIF"), a wholly owned subsidiary of GEMS Oriental and General Fund Limited ("GEMS O&G Fund"), and Pacific Investments (BVI) Limited ("PIL"), a wholly owned subsidiary of Usaha Tegas Sdn Bhd., in relation to the subscription of 357.2 million new shares by AIF, PIL and another nine strategic investors at an issue price of HK\$1.00 per share. The aggregate consideration for the subscription by AIF, PIL and another nine strategic investors was HK\$357.2 million and was received in cash in the subscription completion date, 5 May 2000.

The above subscription to shares constitutes a connected transaction for the company under the Listing Rules as Simon Murray & Co. Limited, a wholly owned subsidiary of Simon Murray & Associates, a company which Simon Murray controls and in which he has a beneficial interest of approximately 35%, is one of the strategic investors. The subscription was approved by the independent shareholders at a special general meeting held on 29 April 2000.

31. 關連交易

本公司於二零零零年三月十三日與 GEMS Oriental and General Fund Limited (「GEMS O&G Fund」) 之全資附屬公司 Amethyst International Finance Limited (「AIF」) 及 Usaha Tegas Sdn. Bhd. 之全資附屬公司 Pacific Investments (BVI) Limited (「PIL」) 簽訂一份有條件認購協議，乃關於AIF、PIL 及其他九位策略性投資者按發行價每股1.00 港元認購三億五千七百二十萬股新股份。AIF、PIL及其他九位策略性投資者就認購事項以現金共支付之總代價為三億五千七百二十萬港元。認購事項已於二零零零年五月五日完成。

由於 Simon Murray & Associates (由馬世民所控制並實益擁有約35% 權益之公司) 之全資附屬公司 Simon Murray & Co. Limited 為其中一位策略性投資者，故根據上市規則，上述認購事項構成本公司之關連交易。認購事項已在二零零零年四月二十九日之股東特別大會上獲得獨立股東批准。

32 RELATED PARTY TRANSACTIONS

32. 與有關連人士之交易

Significant related party transactions which were carried out in the normal course of the group's business are as follows:

以下所列為集團與有關連人士在日常業務中進行之重大交易：

	2000 二零零零年 HK\$'000 港幣千元	1999 一九九九年 HK\$'000 港幣千元
Administration fee received by Arnhold & Company, Limited from an associate (see note (a) below)	840	868
(a) Arnhold & Company, Limited provides management services to an associate for which it charges an administration fee of a fixed monthly amount.	(a) 安利有限公司提供管理服務予其聯營公司，並每月收取固定之行政費用。	
(b) In addition to transactions with related companies as disclosed above, professional fees of HK\$719,000 (1999: HK\$311,000) were paid to a firm in which a independent non-executive director is a partner.	(b) 除了上述與有關連公司之交易外，本集團向一家公司支付專業費用港幣 719,000 元 (1999 : 港 幣 311,000 元)，本公司之一名獨立非執行董事是該公司之合夥人。	

It is the intention of the directors of the company that the group will continue its business relationships with related parties under similar bases as adopted in previous years. In the opinion of the directors of the company, the transactions with the related companies were carried out in the ordinary course of business on normal commercial terms.

根據本公司董事會之意向，本集團將按以往相同之基準與有關連人士維持業務關係。本公司之董事認為，與上述有關連公司進行之交易乃在日常業務過程中按正常商業條款進行。