

重要事項 Significant Events

(一) 收購項目及出售項目

本集團在報告期內無重大收購項目及出售項目。

(二) 委託理財

本集團在報告期內無委託理財。

(三) 重大關連交易事項

- 1、於二零零一年八月三日本公司已與其關連方就提供若干服務和能源訂立各項協議。此等協議乃按正常商業條款訂立，為期三年。各項協議的費用乃參照所提供服務的市場價格而按月厘定，並於下月支付。此等協議載列的交易乃在日常及一般業務過程中進行。特別是供應能源基於本公司上市時；洛玻集團公司向本公司轉讓輔助設施，當時本公司就此同意向洛玻集團公司提供水、電、熱力、蒸汽和運輸服務。此外，向關連方購買矽沙是要確保生產浮法玻璃所採用的主要原材料供應穩定。董事認為，提供服務和能源乃符合本公司利益，而提供服務和能源的條款對本公司股東而言，乃屬公平合理。詳情刊登於二零零一年八月六日中國內地的《中國證券報》、《上海證券報》、及香港的《Hong Kong iMail》、《香港文匯報》。該交易報告期內詳情為：

- (a) 本集團與洛玻集團及其子公司曾進行的交易如下：

(1) Acquisition and sale

During the reporting period, the Group had no material acquisition or sale.

(2) Custody of fund

There was no custody of funds of the Group during the reporting period, the Group had no entrusted account.

(3) Significant connected transactions

1. On 3 August 2001, the Company entered into a series of agreements with its related parties regarding supply of service and energy resources. Such agreements were entered into on normal commercial terms with a term of three years. Expenses of each agreement was determined on monthly basis with reference to the market prices and the costs of services, provided and shall be paid in the following month. Transactions set out in such agreements were conducted on daily and normal business course, particularly the energy resources were supplied during the Company's listing of shares. CLFG agreed to transfer auxiliary facilities to the Company while the Company supplied water, electricity, heat, steam and transportation service to CLFG. The Company purchased raw material-silica sand, from related parties in order to maintain stable supply of raw material required for producing float sheet glass. The Board of Director is of the opinion that supply of services and energy was in the benefits of the Company and the relevant terms are fair and reasonable as far as the Company's shareholders concern. Details are published in China Securities Journal, Shanghai Securities Journal, Hong Kong iMail (in English) and Wen Wei Po in Hong Kong on 6 August 2001. Details of such transactions are as follows:

- (a) Transactions between the Group and CLFG

| | | | 二零零一年 人民幣千元 2001 RMB'000 | 二零零零 人民幣千元 2000 RMB'000 |
|--------------|--|------------|-----------------------------------|----------------------------------|
| | | 註 Notes | | |
| 銷售 | Sales | | 89,850 | 94,124 |
| 管理費用 | Management fee | (i) | — | 5,000 |
| 輔助及社區服務 | Auxiliary and community service | (ii) | 5,588 | 7,623 |
| 公用設施供應 | Supply of public facilities | (iii) | 749 | 691 |
| 已付及應付利息 | Interests, paid and payable | | 10,958 | 14,773 |
| 為本公司向供應商作出擔保 | Guarantee to suppliers for the Company | | 30,000 | 5,000 |
| 為本公司向銀行作出擔保 | Guarantee to the banks for the Company | | 219,000 | 122,000 |

重要事項（續）

Significant Events (Continued)

（三）重大關連交易事項（續）

註：

- (i) 本公司與洛玻集團已達成一項三年的協議，並由二零零一年一月一日起生效。根據協議內容，本集團有權僱用洛玻集團之銷售網絡以售賣其產品。本集團會支付洛玻集團每年不多於人民幣伍百萬元之管理費用。
- (ii) 本公司與洛玻集團達成一項為期三年的協議，並由二零零一年八月三日起生效。根據協議，洛玻集團同意為本集團職工提供生活服務、物業管理、醫療衛生及交通服務。至於洛玻集團為本集團所提供的服務的定價政策則以國家規定的價格為準。
- (iii) 本公司與洛玻集團達成一項為期三年的公用設施供應協議，並由二零零一年八月三日起生效。根據協議內容，本集團同意為洛玻集團提供公用設施包括水及電服務。費用將以合理之成本加以稅務負擔的價格而收取。
- (iv) 本公司與洛玻集團達成一項協議，在無條件情況下，將應收中國朝陽建材有限公司的人民幣7,640,000元轉讓給洛玻集團。

(3) Significant connected transactions (continued)

Note:

- (i) The Company and CLFG entered into an agreement of three years term effective from 1 January 2001, under which, the Company is entitled to lease the sale network of CLFG to sell its products. The Company will pay to CLFG expenses of no more than RMB5 million per year.
- (ii) The Company and CLFG entered into an agreement of three years term effective from 3 August 2001, under which, the CLFG agreed to provide living services, property management, medical care and transportation services to the staff of the Company. With respect to the services provided to the Company by CLFG Group. The relevant price will be determined in accordance with state regulations.
- (iii) The Company and CLFG entered into an agreement of supplying public facilities of three years term effective from 3 August 2001, under which, the Company agreed to provide public facility including water and electricity. The relevant charge will be determined on basis of reasonable cost plus taxation expenses.
- (iv) The Company and CLFG entered into an agreement, under which, the Company will unconditionally transfer RMB7,640,000 arising from acquisition of China Chaoyang Construction Material Company Limited to CLFG.

重要事項 (續)

Significant Events (Continued)

(三) 重大關連交易事項 (續)

- (b) 本集團與洛玻集團及其子公司曾進行的交易如下：

| | | 註 | 二零零一年 人民幣千元 2001 RMB'000 | 二零零零 人民幣千元 2000 RMB'000 |
|---------|------------------------------------|-------|-----------------------------------|----------------------------------|
| | | Notes | | |
| 銷售 | Sales | | 9,931 | 13,334 |
| 輔助及社區服務 | Auxiliary and community service | (i) | 4,985 | 7,081 |
| 公用設施供應 | Supply of public facilities | (ii) | 8,726 | 14,318 |
| 購買原材料 | Purchase of raw material | (iii) | 32,871 | 31,845 |
| 其他購買 | Other purchases | | 7,507 | 14,094 |
| 已付及應付利息 | Interests, paid and payable | | 3,669 | 2,649 |
| 已收及應收利息 | Interests, received and receivable | | 24,848 | 23,266 |

註：

- (i) 本公司與洛玻集團新興實業開發有限公司(「新興」)達成一項為期三年的協議，並由二零零一年八月三日起生效。根據協議內容，新興同意為本集團職工提供生活服務、物業管理、醫療衛生及交通服務。所提供的服務的定價政策則以國家規定的價格為準。

- (ii) 本公司與洛玻集團其子公司包括洛陽晶寶裝飾玻璃有限公司、洛玻集團洛陽新光源照明器材有限公司、洛玻集團洛陽晶緯玻璃纖維有限公司、洛陽玻璃集團公司晶華實業公司技術玻璃公司、洛陽市晶瑩玻璃製品有限公司及洛陽洛玻賓館。

根據協議內容，本集團同意為以上所提及之洛玻集團子公司提供公用設施包括水及電服務，費用則以合理之成本加以稅務負擔的價格而收取。

- (iii) 本公司與洛玻集團子公司包括沂南華盛礦產實業有限公司(「沂南」)及中國洛陽浮法玻璃集團礦產有限公司(「礦產公司」)簽定一項為期三年的協議，並由二零零一年八月三日起生效。

根據協議，沂南及礦產公司同意為本集團提供原材料。至於所提供之原材料價格則以市場價格厘定。

(3) Significant connected transactions (continued)

- (b) Connected transaction between the Group and other subsidiaries of CLFG Group

Note:

- (i) The Company and CLFG Xinxiang Co. ("Xinxiang") entered into an agreement of three years term effective from 3 August 2001, under which, Xinxiang agreed to provide living services, property management, medical care and transportation services to the staff of Company and the relevant price will be determined in accordance with state regulations.

- (ii) The Company entered agreements with subsidiaries of CLFG including Luoyang Jingbao Company Limited, CLFG New Illuminating Source Company Limited, CLFG Jingwei Glass Fibre Company Limited, CLFG Jinghua Industrial Co. Ltd, Luoyang Jingying Company Limited and Luobo Hotel for a term of three years with effect from 3 August 2001.

Under these agreements, the Company agreed to supply public facilities including water and electricity to the aforesaid subsidiaries of CLFG. The relevant charge will be determined on basis of reasonable cost plus taxation expenses.

- (iii) The Company entered into agreements of three years term effective from 3 August 2001 with subsidiaries of CLFG including Yinan Mineral Products Company ("Yinan") and CLFG Mineral Product Company ("Mineral Co Company").

In accordance with these agreements, Yinan and Mine Company agreed to supply raw material to the Company. Price of the raw material to be supplied shall be determined on basis of market price.

重要事項 (續)

Significant Events (Continued)

(三) 重大關連交易事項 (續)

本集團董事認為上述交易是按一般的商業條款在日常業務中進行的。以上均得本公司獨立非執行董事確認。

- 2、 (1) 本公司於二零零零年九月二十三日與洛玻集團公司、河南省滎池浮法玻璃廠簽署合資協議共同組建洛玻集團仰韶玻璃有限公司，該公司主要生產浮法平板玻璃。洛玻集團仰韶玻璃有限公司的註冊資本為人民幣74,080,000元，其中本公司投入人民幣40,000,000元（佔約54%），河南省滎池浮法玻璃廠投入人民幣26,680,000元（佔約36%），洛玻集團公司投入人民幣7,400,000元（佔約10%）。
- (2) 為遵照中國人民銀行發出規定中國財務公司的最低註冊資本為人民幣300,000,000元規定的指令，洛玻財務公司董事會於二零零一年三月二十四日通過了一項決議案，將註冊資本由人民幣100,000,000元增至人民幣300,000,000元，於二零零一年五月二十一日，本公司在洛玻財務公司的資本進一步投入現金人民幣71,000,000元（約港幣66,918,000元），洛玻集團公司及洛玻財務公司的新股東鞏義市城廠也分別在洛玻財務公司的資本投入現金人民幣120,000,000元及人民幣9,000,000元。洛玻財務公司現有股東之一河南省龍浩實業有限公司已表示因其財務需要，決定不會增加其在洛玻財務公司的投資。洛玻財務公司增加資本後，本公司佔洛玻財務公司約37%，洛玻集團公司佔約56.67%，河南省龍浩實業有限公司佔約3.33%，鞏義市城廠佔約3%。洛玻集團公司是本公司的控股股東，並擁有本公司已發行資本約57.14%。

因此根據上市規則，上文(1)及(2)項交易已構成本公司的關連交易。詳情刊登於二零零一年十月十日中國內地的《中國證券報》、《上海證券報》、及香港的《Hong Kong iMail》、《香港經濟日報》。

(3) Significant connected transactions (continued)

The Board of Directors is of the opinion that the aforesaid transactions were conducted on daily course and with ordinary commercial terms. Such transactions were confirmed by the Company's independent non-executive directors.

2. (1) The Company jointly established CLFG Yang Shao Glass Co., Ltd. ("Yang Shao") with CLFG and Henan Mianchi Float Glass Plant on 23 September 2001. Yang Shao is mainly engaged in producing floating sheet glass. The registered capital of Yangshao is RMB74,080,000, of which the Company contributed RMB40,000,000 (approximately 54% of the registered capital); Henan Mianchi Float Glass Plant contributed RMB26,680,000 (approximately 36%) and CLFG Group contributed RMB7,400,000 (approximately 10%).
- (2) To conform the regulation of minimum registered capital of RMB300,000,000 for a financial company in PRC stipulated by People's Bank of China, the Board of Director of China Luoyang Float Sheet Glass Group Financial Company of Limited Liabilities ("CLFC") approved a resolution on 24 March 2001 to increase the registered capital from RMB100,000,000 to RMB300,000,000. On 21 May 2001, the Company contributed another RMB71,000,000 in cash into CLFC as capital contribution. Gongyi Soda Plant, the new shareholder of CLFG and injected RMB120,000,000 and RMB9,000,000 into CLFC respectively. Henan Longhao Enterprise Company Limited, one of the existing shareholders of CLFC, decided not to increase its capital investment in CLFC due to its financial needs. Upon increase of registered capital, the Company holds 37% interests of CLFC, CLFG holds 56.67%, Henan Longhao Enterprise Company Limited holds 3.33% and Gongyi Soda Plant holds 3%. CLFG is the holding shareholder of the Company which holds 57.14% of the Company's issued capital.

Therefore, the transactions described in above (1) and (2) constitute the Company's connected transaction in accordance with Listing Rules. Details are set out on China Securities Journal, Shanghai Securities Journal, Hong Kong iMail (in English) and Hong Kong Economic Times dated 10 October 2001.

重要事項 (續)

Significant Events (Continued)

(三) 重大關連交易事項 (續)

- 3、本公司與其控股股東洛玻集團公司於二零零二年三月二十七日就成立中國洛陽浮法玻璃集團加工玻璃有限公司(「加工玻璃公司」)訂立了一份協議(「協議」)，擬成立的加工玻璃公司主要生產深加工玻璃。加工玻璃公司的註冊資本為人民幣181,495,600元，其中本公司將投入人民幣89,095,600元(約佔49.09%)，而洛玻集團公司則將投入人民幣92,400,000元(約佔50.91%)。

洛玻集團公司是本公司的控股股東，並擁有本公司已發行資本約57.14%。根據上市規則該交易構成本公司的關連交易。詳情刊登於二零零二年四月二日中國內地的《中國證券報》、《上海證券報》、及香港的《Hong Kong iMail》、《香港經濟日報》。

- 4、據香港聯合交易所有限公司證券上市規則(上市規則)第十九項應用指引作出的披露

(3) Significant connected transactions (continued)

3. The Company entered into an agreement with CLFG, the controlling shareholder of the Company on 27 March, 2002, for the purpose of setting up China Luoyang Float Glass (Group) Processed Glass Company Limited (the "Processed Glass Company") in order to, inter alia, engage in the production of intensive processed glass. The registered capital of the Processed Glass Company is RMB 181,495,600, of which RMB89,095,600 (constituting approximately 49.09% thereof) will be contributed by the Company and RMB92,400,000 (constituting approximately 50.91% thereof) will be contributed by CLFG.

CLFG is the controlling shareholder of the Company and is interested in approximately 57.14% of the issued share capital of the Company. The transaction constituted a connected transaction for the Company under the Listing Rules. The details were published in China Securities Journal, Shanghai Securities Journal in the PRC and Hong Kong iMail and Hong Kong Economic Times in Hong Kong on 2 April 2002.

4. Disclosure in compliance with Practice Note 19 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited.

重要事項 (續)

Significant Events (Continued)

向洛玻集團提供的墊款及／或財務支援

於二零零一年十二月三十一日及二零零零年十二月三十一日，本集團向洛玻集團提供墊支及／或財務支援分別合共約人民幣183,571,000元及約人民幣203,744,000元，詳情如下：

Advances and/or financial assistance to CLFG

As at 31 December 2001 and 31 December 2000, the Group provided advances and/or financial assistance of a total sum of approximately RMB183,577,000 and approximately RMB203,744,000 respectively to CLFG, the details of which are as follows:

| 交易性質 | 利率 | 還款期限 | 於二零零一年 十二月三十一日 (人民幣千元) | 於二零零零年 十二月三十一日 (人民幣千元) |
|--|-------------------|---|---|---|
| Nature of transaction | Interest rate | Terms of repayment | As at 31 December 2001 (RMB'000) | As at 31 December 2000 (RMB'000) |
| 代洛玻集團墊款於寶萊威發展有限公司 (洛玻集團的全資附屬公司) | 每年6.5% | 於二零零零年 八月三十一日 到期(尚未償還) 無抵押 | | |
| Accounts receivable relating to an advance to Baolaiwei Development Limited (a wholly owned subsidiary of the CLFG) on behalf of CLFG | 6.5% per annum | Due on 31st August, 2000 (not yet repaid) Unsecured | 26,692,000 | 26,692,000 |
| 有關銷售製成品的應收帳款 | 免息 | 無固定還款期 無抵押 | | |
| Trade receivables relating to sales of finished goods | Interest free | No fixed repayment Unsecured | 86,432,000 | 108,073,000 |
| 有關轉讓貸款的應收款項 | 免息 | 無固定還款期 無抵押 | | |
| Accounts receivables relating to transfer of loans | Interest free | No fixed repayment Unsecured | 9,326,000 | 9,326,000 |
| 其他(主要有關出售職工宿舍的虧損) | 免息 | 無固定還款期 無抵押 | | |
| Other accounts receivables mainly relating to loss of sales of staff quarters | Interest free | No fixed repayment Unsecured | 61,121,000 | 59,653,000 |
| | | | 183,571,000 | 203,744,000 |

以上墊款及財務支援並無抵押。

There was no collateral for all the above advances and financial assistance.

重要事項 (續)

Significant Events (Continued)

向同屬集團附屬公司提供的墊款及／或財務支援

於二零零一年十二月三十一日及二零零零年十二月三十一日，本公司向其同屬集團附屬公司提供墊款及／或財務支援分別合共約人民幣488,664,000元及人民幣465,598,000元，詳情如下：

Advances and/or financial assistance to fellow subsidiaries

As at 31 December 2001 and 31 December 2000, the Company provided advances and/or financial assistance of a total sum of approximately RMB488,664,000 and RMB465,598,000 respectively to the fellow subsidiaries, the details of which are as follows:

| 同屬集團附屬公司 | 洛玻集團於同屬集團附屬公司的權益 | 本公司於同屬集團附屬公司的權益 | 利率 | 交易性質 | 還款期限 | 於二零零一年十二月三十一日 (人民幣千元) | 於二零零零年十二月三十一日 (人民幣千元) |
|---|--|---|---------------|-----------------------|---------------------------------|-------------------------------------|-------------------------------------|
| Fellow subsidiaries | CLFG's interest in the fellow subsidiaries | Company's interest in the fellow subsidiaries | Interest rate | Nature of transaction | Repayment terms | As at 31 December 2001 (RMB'000) | As at 31 December 2000 (RMB'000) |
| 青島太陽實業有限公司 (「太陽」) | | | | 墊款 | 應於二零零零年至二零零四年期間倘還 | | |
| Qinydao Taiyang Glass Industry Co. Ltd. ("Taiyang") | 55% | — | 6.435% | Advance | Repayable from 2000 to 2004 | 339,411,000 | 333,231,000 |
| 中國洛陽浮法玻璃集團礦產有限公司 | | | 免息 | 其他應收款 | 無固定還款期 無抵押 | | |
| CLFG Mineral Product Co. Ltd. | 59.71% | 40.29% | Interest free | Other debtors | No fixed repayment Unsecured | 2,266,000 | 2,000,000 |
| 洛陽晶寶裝飾玻璃有限公司 | | | 免息 | 其他應收款 | 無固定還款期 無抵押 | | |
| Luoyang Jingbao Co. Ltd. | 50% | 10.28% | Interest free | Other debtors | No fixed repayment Unsecured | 7,013,000 | 7,489,000 |
| 洛陽起重機械公司 | | | 免息 | 其他應收款 | 無固定還款期 無抵押 | | |
| Luoyang Hoisting Machinery Co. | 63.32% | 36.68% | Interest free | Other debtors | No fixed repayment Unsecured | 18,595,000 | 19,642,000 |

重要事項 (續)

Significant Events (Continued)

向同屬集團附屬公司提供的墊款及／或財務支援 (續)

Advances and/or financial assistance to fellow subsidiaries (continued)

| 同屬集團附屬公司 | 洛玻集團於同屬集團附屬公司的權益 | 本公司於同屬集團附屬公司的權益 | 利率 | 交易性質 | 還款期限 | 於二零零一年十二月三十一日 (人民幣千元) | 於二零零零年十二月三十一日 (人民幣千元) |
|--|--|---|------------------|-----------------------|------------------------------------|-------------------------------------|-------------------------------------|
| Fellow subsidiaries | CLFG's interest in the fellow subsidiaries | Company's interest in the fellow subsidiaries | Interest rate | Nature of transaction | Repayment terms | As at 31 December 2001 (RMB'000) | As at 31 December 2000 (RMB'000) |
| 洛玻集團洛陽新光源 照明器材有限公司 | | | 免息 | 其他應收款 | 無固定還款期 無抵押 | | |
| CLFG New Illuminating Source Company Limited | 70.55% | 29.45% | Interest free | Other debtors | No fixed repayment Unsecured | 1,044,000 | 1,019,000 |
| 洛玻集團洛陽晶緯玻璃纖維 有限公司 | | | 免息 | 其他應收款 | 無固定還款期 無抵押 | | |
| CLFG Jingwei Glass Fiber Co. Ltd. | 64.1% | 35.9% | Interest free | Other debtors | No fixed repayment Unsecured | 54,112,000 | 53,270,000 |
| 洛玻集團洛陽晶久 玻璃製品有限公司 | | | 免息 | 其他應收款 | 無固定還款期 無抵押 | | |
| CLFG Jingjiu Glass Container Co. Ltd. | 68.92% | 31.08% | Interest free | Other debtors | No fixed repayment Unsecured | 14,376,000 | 16,062,000 |
| 其他 | | | 免息 | 其他應收款 | 無固定還款期 無抵押 | | |
| Others | | | Interest free | Other debtors | No fixed repayment Unsecured | 51,847,000 | 32,885,000 |
| 合計 Total | | | | | | 488,664,000 | 465,598,000 |

以上墊款及財務支援除太陽外，並無抵押。

Except the advance to Taiyang, there was no collateral for other financial assistance.

本公司向同屬集團附屬公司提供的墊款及或財務支援結餘乃同屬集團附屬公司所欠的應收帳款，因本公司向該等公司提供水電、熱力、蒸汽服務、運輸服務及原材料。

The balances of the advances and/or financial assistance provided by the Company to the fellow subsidiaries represent the trade receivables due from the fellow subsidiaries resulting from supply of water, electricity, heat, steam services, transportation services and raw materials to those companies.

重要事項 (續)

Significant Events (Continued)

向洛玻集團及同屬集團附屬公司提供的擔保 – 太陽

Guarantees in favour of CLFG and a fellow subsidiary - Taiyang

| | 於二零零一年 十二月三十一日 人民幣千元 As at 31 December 2001 (RMB'000) | 於二零零零年 十二月三十一日 人民幣千元 As at 31 December 2000 (RMB'000) |
|--------------|--|--|
| 為下列公司向銀行作出擔保 | Guarantees issued to banks in favour of | |
| 洛玻集團 | CLFG | — 6,000,000 |
| 太陽 | Fellow subsidiary - Taiyang | — 38,300,000 |

(四) 中國加入WTO後對本公司的影響

中國加入WTO後，將減少本集團的產品出口環節，利於向發展中國家出口產品，而外國產品的進入對本集團沒有大的影響。因為，現時中國玻璃市場已經飽和，產品結構已趨合理，國產高檔次玻璃已能滿足國內需求，加之，國內消費主要是價廉的中低檔次玻璃，故外國產品在中國沒有大的競爭優勢。

(4) Impact of China's accession into WTO on the Company

Upon China's accession into WTO, export procedure will become simpler which will benefit export to the developing countries. Overseas products will not impose material effect on the Group because domestic glass market is nearly saturated with fairly reasonable product mix and high-quality glass produced domestically was able to satisfy local demands. Furthermore, medium and low class glass are mainly consumed which leaves no competitive advantage for overseas products.

(五) 核數師

經本公司二零零零年度股東年會批准，本公司續聘畢馬威華振會計師事務所及畢馬威會計師事務所分別為本公司二零零一年度之國內及國際核數師。

(5) Auditors

Approved by the Company's 2000 Annual General Meeting, the Company re-appointed KPMG Huazhen and KPMG as the Company's PRC and international auditors for the year 2001.

本公司擬於二零零一年股東年會上續聘畢馬威華振會計師事務所及畢馬威會計師事務所分別為本公司二零零二年度之國內及國際核數師。

The Company proposed to reappoint KPMG Huazhen and KPMG as the Company's PRC and international auditors for the year 2002 at the Company's 2001 Annual General Meeting.

報告期內本公司支付給畢馬威華振會計師事務所及畢馬威會計師事務所的年度審計費如下：無其他費用。

The Company paid the following audit expenses to KPMG Huazhen and KPMG. No other payment was made.

| | 畢馬威華振會計師事務所 KPMG Huazhen | 畢馬威會計師事務所 KPMG |
|--------------------|--------------------------------|--------------------------------|
| 二零零一年審計費 | 110萬港元 (部分已支付) | 110萬港元 (部分已支付) |
| Audit fee for 2001 | HK\$1,100,000 (partially paid) | HK\$1,100,000 (partially paid) |
| 二零零零年審計費 | 110萬港元 (已支付) | 110萬港元 (已支付) |
| Audit fee for 2000 | HK\$1,100,000 (paid) | HK\$1,100,000 (paid) |
| 差旅費 | 由該所自行負責 | 由該所自行負責 |
| Travel expenses | Borne by the firm | Borne by the firm |

重要事項 (續)

Significant Events (Continued)

(六) 逾期存款

在其他應收款中包括人民幣72,829,000元(二零零零年：人民幣72,829,000元)非銀行金融機構存款，該逾期存款是已提準備的。

逾期存款詳列如下：

| 帳目類別 | 金額 人民幣千元 | 最終借款單位 | 已提準備 % | 金額 人民幣千元 |
|-------------------|-------------------|---|----------------|-------------------|
| Item | Amount RMB'000 | Ultimate Borrower | Provision % | Amount RMB'000 |
| 其他應收款 | 145,657 | 廣州國際信託投資公司 (「廣國投」) | 50 | 72,829 |
| Other receivables | 145,657 | Guangzhou International Trust & Investment Corporation ("GZITIC") | 50 | 72,829 |

註釋：

廣國投正處於重組當中。董事會在了解最近的進展後認為提撥50%準備(即人民幣72,828,000元)已足夠。本公司並未對該兩筆存款計提利息收入。

除上述已說明之存款外，本公司於二零零一年十二月三十一日並無其他逾期存款。

董事會認為上述存款合計人民幣145,657千元，佔本集團於二零零一年十二月三十一日止之淨資產9.32%。並未給本公司正常生產經營及現金流動狀況帶來不利影響，本公司將盡力收回上述存款。

(七) 統一所得稅及取消地方政府退稅優惠

本公司於過往年度未曾享有稅收先征後返政策優惠，這與中國國務院發出的《關於糾正地方自定稅收先征後返政策的通知》沒有關係。

(八) 重大合同及其履行情況

(6) Overdue deposit

Overdue deposit was charged in other receivables including RMB72,829,000 (2000: RMB72,829,000) of deposit in non-bank financial institution. This overdue deposit was provided. Details are as follows:

Note:

GZITIC is under re-organization. Upon knowledge of the latest progress, the Board of Directors believes provision of 50% (RMB72,828,000) was sufficient. The Company did not charge interests income for these deposits.

Save as above deposits, the Company did not have any other overdue deposits as at 31 December 2001.

The Board of Director is of the opinion that the aggregate amount of above deposit of RMB145,657,000 represents 9.32% of the Group's net asset as at 31 December 2001, which did not impose adverse effect on the Company's normal production, operation and cash flow. The Company will endeavor to recover the above deposits.

(7) Unified income tax and cancellation of tax rebate of local government

The Company did not receive tax preferential policy for the previous years and therefore was not influenced by "Notice to correct tax rebate policy by local government" issued by State Council.

重要事項（續）

Significant Events (Continued)

1. 報告期內本公司無託管、承包、租賃其他公司資產，也無其他公司託管、承包、租賃本公司資產事項。
2. 除揭示的以外報告期內本公司無重大擔保事項。

（九）重大合同

本集團在報告期內無其他重大合同或本公司沒有履行其義務的合同。

（十）董事承諾事項

本公司持股5%以上股東在指定報紙和網站上沒有披露過承諾事項。

（十一）出售職工住宅對公司的影響

報告期內本集團並未出售住宅於職工，也無此計劃。

（十二）報告期內公司、公司董事會及董事沒有受中國證監會稽查、中國證監會行政處罰、通報批評、證券交易所公開譴責的情形。

（十三）信息披露

除已經根據中國《證券法》第六十二條、《股票發行與交易管理暫行條例》第六十條及《公開發行股票公司信息披露實施細則》（暫行）第十七條的規定的規定所例舉的重大事件或須予披露的情況而予以披露的以外，本報告期內本公司無任何重大事件或須予披露的情況發生。

（8）Material contract and its implementation

1. During the reporting period, the Company did not entrust, lease, contract any assets of other companies and no assets of the Company was entrusted, leased or contracted to any other companies.
2. Except for the disclosed, the Company did not have material litigation during the reporting period.

（9）Material contract

The Company did not have any other material contract or the Company did not have contract required to perform obligations during the reporting period.

（10）Directors' commitment

Shareholders holding more than 5% interests did not disclose any commitment issues in the designated newspaper and websites.

（11）Impact of sale of staff quarter on the Company

The Company did not sell quarters to its staff during the reporting period, nor did the Company have such plan.

（12）During the reporting period, neither the Company, the Board of Directors nor any of the directors was examined, punished or openly criticized by China Securities Regulatory Commission or Stock Exchange.

（13）Information disclosure

Except for the disclosure required by Article 62 of PRC “Security Law”, Article 60 of “Temporary Regulations of Listing of Shares and Trade” and Article 17 of “Implementation Specifics of Information Disclosure of Listing Companies (Temporary)”, the Company did not have any material events or events required to be disclosed during the reporting period.