

中國境內核數師報告書

Report of the PRC Auditors

洛陽玻璃股份有限公司全體股東：

我們接受委託，審計了貴公司二零零一年十二月三十一日的資產負債表和合併資產負債表、二零零一年度損益表和合併損益表，以及現金流量表和合併現金流量表。這些會計報表由貴公司負責，我們的責任是對這些會計報表發表審計意見。我們的審計是依據《中國註冊會計師獨立審計準則》進行的。在審計過程中，我們結合貴公司及其子公司的實際情況，實施了包括抽查會計記錄等我們認為必要的審計程序。

我們認為，上述會計報表符合中華人民共和國《企業會計準則》和《企業會計制度》的有關規定，在所有重大方面公允地反映了貴公司二零零一年十二月三十一日的財務狀況和合併財務狀況、二零零一年度經營成果和合併經營成果及現金流量和合併現金流量，會計處理方法的選用遵循了一貫性原則。

畢馬威華振
會計師事務所
中國註冊會計師
謝榮
胡瓊
二零零二年四月二十六日

To the Shareholders of
Luoyang Glass Company Limited

We have accepted the appointment and have audited Luoyang Glass Company Limited's ("the Company") balance sheet and consolidated balance sheet as of 31 December 2001, income statement, consolidated income statement, cash flow statement and consolidated cash flow statement for the year then ended. These accounts are the responsibility of the Company. Our responsibility is to express an audit opinion on these accounts based on our audit. We conducted our audit in accordance with "Independent Auditing Standards for Chinese Certified Public Accountants". In the course of our audit, we considered the circumstances of the Company and its subsidiaries, and carried out such audit procedures, including an examination of the accounting record on a test basis, as we deemed necessary.

In our opinion, the above-mentioned accounts comply with the requirements of "Accounting Standards for Business Enterprises" and "Accounting Regulations for Business Enterprises" and present fairly, in all material respects, the financial position and consolidated financial position of the Company as of 31 December 2001, and the results of operations, the consolidated results of operations, changes in cash flows of the Company and changes in consolidated cash flows for the year then ended, and the accounting policies have been consistently applied.

KPMG Huazhen

Certified Public Accountants
Registered in the PRC
Xie Rong
Hu Qiong
26 April 2002

合併損益表

Consolidated Income Statement

截至二零零一年十二月三十一日止年度（按中國會計準則編製）

For the year ended 31 December 2001 (Prepared under the PRC Accounting Regulations)

		註釋	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
		Note		
主營業務收入	Income from principal operations	3	817,277	901,522
減：主營業務成本	Less: Cost of sales		(666,979)	(611,215)
主營業務稅金及附加	Business taxes and surcharges		(3,892)	(5,353)
主營業務利潤	Principal operating profit		146,406	284,954
減：營業費用	Less: Selling expenses		(34,978)	(43,434)
管理費用	Administrative expenses		(79,511)	(122,592)
財務費用	Financial expenses	4	(21,147)	(29,137)
營業利潤	Operating profit		10,770	89,791
加：投資損失	Add: Investment loss	5	(804)	(9,559)
營業外收入	Non-operating income	6	3,634	14,604
減：營業外支出	Less: Non-operating expenses	7	(5,512)	(5,396)
稅前利潤	Profit before taxation		8,088	89,440
減：所得稅	Less: Income tax expense	8(a)	—	—
稅後利潤	Profit after taxation		8,088	89,440
少數股東應佔虧損 / (利潤)	Minority interests		1,780	(23,449)
淨利潤	Net profit		9,868	65,991
加：年初累計虧損	Add: Accumulated deficit brought forward		(341,078)	(407,069)
累計虧損	Accumulated deficit carried forward		(331,210)	(341,078)
補充資料：	Supplementary information:			
會計估計變更減少利潤總額	Decrease in total profit due to change of accounting estimate	21	6,400	—

刊載於第96頁至第133頁的會計報表註釋為本會計報表的組成部分。

The notes on pages 96 to 133 form part of these financial statements.

損益表

Income Statement

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)
For the year ended 31 December 2001 (Prepared under the PRC Accounting Regulations)

		註釋	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
主營業務收入	Income from principal operations	3	614,852	626,350
減：主營業務成本	Less: Cost of sales		(501,327)	(432,079)
主營業務稅金及附加	Business taxes and surcharges		(2,567)	(3,400)
主營業務利潤	Principal operating profit		110,958	190,871
減：營業費用	Less: Selling expenses		(26,866)	(32,744)
管理費用	Administrative expenses		(54,091)	(108,194)
財務費用	Financial expenses	4	(10,736)	(20,168)
營業利潤	Operating profit		19,265	29,765
加：投資(損失)/收益	Add: Investment (loss)/income	5	(8,216)	24,460
營業外收入	Add: Non-operating income	6	2,918	14,253
減：營業外支出	Less: Non-operating expenses	7	(4,099)	(2,487)
本年度利潤	Profit for the year		9,868	65,991
加：年初累計虧損	Add: Accumulated deficit brought forward		(330,768)	(396,759)
累計虧損	Accumulated deficit carried forward		(320,900)	(330,768)
補充資料：	Supplementary information:			
會計估計變更減少利潤總額	Decrease in total profit due to change of accounting estimate	21	6,400	—

刊載於第96頁至第133頁的會計報表註釋為本會計報表的組成部分。

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合併資產負債表

Consolidated Balance Sheet

於二零零一年十二月三十一日止年度（按中國會計準則編製）

As at 31 December 2001 (Prepared under the PRC Accounting Regulations)

		註釋	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
		Note		
資產	Assets			
流動資產	Current assets			
貨幣資金	Cash at bank and in hand	9,10	285,337	308,777
應收利息	Interest receivable		1,802	3,698
應收帳款	Trade debtors	11, 14	154,158	189,274
其他應收款	Other debtors	10, 13, 14	457,588	455,389
預付帳款	Advance payments	12, 14	100,222	93,960
待攤費用	Deferred expenses	15	71,057	69,762
存貨	Inventories	16	244,182	198,197
流動資產合計	Total current assets		1,314,346	1,319,057
非流動資產	Non-current assets			
其他應收款	Other debtors	13	314,608	311,982
應收利息	Interest receivables		24,803	21,249
非流動資產合計	Total non-current assets		339,411	333,231
長期投資	Long term investments			
長期股權投資	Long term equity investments	17	192,168	172,116
長期投資合計	Total long term investments		192,168	172,116

刊載於第96頁至第133頁的會計報表註釋為本會計報表的組成部分。

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合併資產負債表

Consolidated Balance Sheet

於二零零一年十二月三十一日止年度 (按中國會計準則編製)
As at 31 December 2001 (Prepared under the PRC Accounting Regulations)

		註釋	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
		Note		
資產 (續)	Assets (continued)			
固定資產	Fixed assets			
固定資產原值	Fixed assets, at cost	21	1,613,750	1,330,373
減：累計折舊	Less: Accumulated depreciation	21	(490,569)	(411,973)
固定資產淨值	Net book value of fixed assets		1,123,181	918,400
工程物資	Construction materials		8,539	10,463
在建工程	Construction in progress	22	6,219	2,797
固定資產合計	Total fixed assets		1,137,939	931,660
無形資產及其他資產	Intangible assets and other assets			
無形資產	Intangible assets	23	137,136	132,981
無形資產及 其他資產合計	Total intangible assets and other assets		137,136	132,981
資產總計	Total assets		3,121,000	2,889,045

刊載於第96頁至第133頁的會計報表註釋為本會計報表的組成部分。

The notes on pages 96 to 133 form part of these financial statements.

合併資產負債表

Consolidated Balance Sheet

於二零零一年十二月三十一日止年度（按中國會計準則編製）

As at 31 December 2001 (Prepared under the PRC Accounting Regulations)

		註釋	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
		Note		
負債及所有者權益	Liabilities and shareholders' funds			
流動負債	Current liabilities			
短期借款	Short term loans	24	794,866	888,537
應付帳款	Trade creditors	25	177,634	127,938
預收帳款	Receipt in advance	25	46,976	65,469
應付工資	Salary payable		4,008	3,827
應付福利費	Staff welfare payable		1,758	2,411
應交稅金	Taxes payable	8(b)	20,575	25,046
其他應收款	Other payables	25	207	138
其他應付款	Other creditors	25	165,497	132,852
預提費用	Accrued expenses	26	20,581	19,615
一年內到期的長期借款	Long term loans repayable within one year	27(a)	39,845	8,469
流動負債合計	Total current liabilities		1,271,947	1,274,302
長期負債	Long term liabilities			
長期借款	Long term loans	27(b)	174,556	12,193
長期應付款	Long term payables		5,108	4,239
住房周轉金	Housing revolving fund		—	1,090
長期負債合計	Total long term liabilities		179,664	17,522
負債合計	Total liabilities		1,451,611	1,291,824
少數股東權益	Minority interests		106,805	44,505
所有者權益	Shareholders' funds			
股本	Share capital	28	700,000	700,000
資本公積金	Share premium	29	969,988	969,988
盈餘公積金	Surplus reserves	30	223,806	223,806
累計虧損	Accumulated deficit		(331,210)	(341,078)
所有者權益合計	Total shareholders' funds		1,562,584	1,552,716
負債及所有者權益總計	Total liabilities and shareholders' funds		3,121,000	2,889,045

此會計報表已於二零零二年四月二十六日獲管理當局批准

These financial statements have been approved by the management on 26 April 2002

郭曉寰
Guo Xiaohuan
董事長
Chairman

高天寶
Gao Tranbao
財務總監
Chief Financial Officer

刊載於第96頁至第133頁的會計報表註釋為本會計報表的組成部分。

The notes on pages 96 to 133 form part of these financial statements.

資產負債表

Balance Sheet

於二零零一年十二月三十一日止年度 (按中國會計準則編製)
As at 31 December 2001 (Prepared under the PRC Accounting Regulations)

		註釋	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
		Note		
資產	Assets			
流動資產	Current assets			
貨幣資金	Cash at bank and in hand	9,10	268,067	304,302
應收股利	Dividend receivable		—	6,970
應收利息	Interest receivable		9,010	9,336
應收帳款	Trade debtors	11, 14	131,691	163,038
其他應收款	Other debtors	10, 13, 14	525,359	469,555
預付帳款	Advance payments	12, 14	88,637	87,247
待攤費用	Deferred expenses	15	64,313	62,819
存貨	Inventories	16	156,850	139,645
流動資產合計	Total current assets		1,243,927	1,242,912
非流動資產	Non-current assets			
其他應收款	Other debtors	13	314,608	311,982
應收利息	Interest receivables		24,803	21,249
非流動資產合計	Total non-current assets		339,411	333,231
長期投資	Long term investments			
長期股權投資	Long term equity investments	17	314,865	262,224
長期投資合計	Total long term investments		314,865	262,224
固定資產	Fixed assets			
固定資產原值	Fixed assets, at cost	21	970,870	957,333
減：累計折舊	Less: Accumulated depreciation	21	(358,756)	(301,064)
固定資產淨值	Net book value of fixed assets		612,114	656,269
工程物資	Construction materials		7,896	9,747
在建工程	Construction in progress	22	5,737	2,538
固定資產合計	Total fixed assets		625,747	668,554

刊載於第96頁至第133頁的會計報表註釋為本會計報表的組成部分。

The notes on pages 96 to 133 form part of these financial statements.

資產負債表

Balance Sheet

於二零零一年十二月三十一日止年度（按中國會計準則編製）

As at 31 December 2001 (Prepared under the PRC Accounting Regulations)

		註釋	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
		Note		
資產(續)	Assets (continued)			
無形資產及 其他資產	Intangible assets and other assets			
無形資產	Intangible assets	23	<u>90,638</u>	<u>92,824</u>
無形資產及其他 資產合計	Total intangible assets and other assets		<u>90,638</u>	<u>92,824</u>
資產總計	Total assets		<u>2,614,588</u>	<u>2,599,745</u>

刊載於第96頁至第133頁的會計報表註釋為本會計報表的組成部分。

The notes on pages 96 to 133 form part of these financial statements.

資產負債表

Balance Sheet

於二零零一年十二月三十一日止年度 (按中國會計準則編製)
As at 31 December 2001 (Prepared under the PRC Accounting Regulations)

		註釋	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
		Note		
負債及所有者權益	Liabilities and shareholders' funds			
流動負債	Current liabilities			
短期借款	Short term loans	24	681,267	784,737
應付帳款	Trade creditors	25	130,937	89,053
預收帳款	Receipt in advance	25	36,572	43,742
應付福利費	Staff welfare payable		65	398
應交稅金	Taxes payable	8(b)	576	3,602
其他應付款	Other creditors	25	81,224	109,790
預提費用	Accrued expenses	26	1,697	1,696
一年內到期的 長期借款	Long term loans repayable within one year	27(a)	20,365	469
流動負債合計	Total current liabilities		952,703	1,033,487
長期負債	Long term liabilities			
長期借款	Long term loans	27(b)	94,216	8,193
長期應付款	Long term payables		5,085	4,238
住房周轉金	Housing revolving fund		—	1,111
長期負債合計	Total long term liabilities		99,301	13,542
負債合計	Total liabilities		1,052,004	1,047,029
所有者權益	Shareholders' funds			
股本	Share capital	28	700,000	700,000
資本公積金	Share premium	29	969,988	969,988
盈餘公積金	Surplus reserves	30	213,496	213,496
累計虧損	Accumulated deficit		(320,900)	(330,768)
所有者權益合計	Total shareholders' funds		1,562,584	1,552,716
負債及所有者 權益總計	Total liabilities and shareholders' funds		2,614,588	2,599,745

此會計報表已於二零零二年四月二十六日獲管
理當局批准

These financial statements have been approved by the management on 26 April
2002

郭曉寰
Guo Xiaohuan
董事長
Chairman

高天寶
Gao Tranbao
財務總監
Chief Financial Officer

刊載於第96頁至第133頁的會計報表註釋為本會
計報表的組成部分。

The notes on pages 96 to 133 form part of these financial statements.

合併現金流量表

Consolidated Cash Flow Statement

截至二零零一年十二月三十一日止年度（按中國會計準則編製）

For the year ended 31 December 2001 (Prepared under the PRC Accounting Regulations)

		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
經營活動產生的現金流量	Cash flow from operating activities		
銷售商品、提供勞務 收到的現金	Cash received from sale of goods and rendering of service	839,303	918,468
收到的其他與經營活動 有關的現金	Other cash received relating to operating activities	17,650	18,140
現金流入小計	Sub-total of cash inflow	856,953	936,608
購買商品、接受勞務 支付的現金	Cash paid for purchase of goods and acceptance of service	(573,848)	(660,061)
支付給職工以及為職工 支付的現金	Cash paid to and on behalf of employees	(62,651)	(66,919)
支付的各項稅費	Taxes paid for various tax	(53,571)	(72,112)
支付的其他與經營活動 有關的現金	Other cash paid relating to operating activities	(31,316)	(92,454)
現金流出小計	Sub-total of cash outflow	(721,386)	(891,546)
經營活動產生的現金流入 淨額（附註1）	Net cash inflow from operating activities (note 1)	135,567	45,062
投資活動產生的現金流量	Cash flow from investing activities		
收回投資所收到的現金	Cash received from return of investments	10,144	—
取得利息收入收到的現金	Cash received from interest income	31,053	9,026
處置固定資產而收到的 現金淨額	Net cash received from disposal of fixed assets	2,559	8,664
收到的其他與投資活動 有關的現金	Cash received from other investing activities	—	170
現金流入小計	Sub-total of cash inflow	43,756	17,860
購建固定資產所支付的現金	Cash paid to acquire fixed assets	(156,177)	(41,525)
支付的其他與投資活動 有關的現金	Other cash paid relating to investing activities	(71,000)	(40,000)
現金流出小計	Sub-total of cash outflow	(227,177)	(81,525)
投資活動產生的現金流出淨額	Net cash outflow from investing activities	(183,421)	(63,665)

刊載於第96頁至第133頁的會計報表註釋為本會計報表的組成部分。

The notes on pages 96 to 133 form part of these financial statements.

合併現金流量表

Consolidated Cash Flow Statement

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)
For the year ended 31 December 2001 (Prepared under the PRC Accounting Regulations)

		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
籌資活動產生的現金流量	Cash flow from financing activities		
借款所收到的現金	Proceeds from borrowings	1,079,738	940,740
現金流入小計	Sub-total of cash inflow	1,079,738	940,740
償還債務所支付的現金	Cash paid for repayment of borrowings	(949,670)	(864,552)
償付利息所支付的現金	Cash paid for repayment of interest	(56,654)	(57,647)
現金流出小計	Sub-total of cash outflow	(1,006,324)	(922,199)
籌資活動產生的現金流入淨額	Net cash inflow from financing activities	73,414	18,541
現金及現金等價物淨增加 / (減少)額(附註3)	Net increase / (decrease) in cash and cash equivalents (note 3)	25,560	(62)

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合併現金流量表附註

Notes to the Consolidated Cash Flow Statement

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)

For the year ended 31 December 2001 (Prepared under the PRC Accounting Regulations)

1 將淨利潤調節為經營活動的現金流入淨額 1 Reconciliation of net profit to cash inflow from operating activities

		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
淨利潤	Net profit	8,088	89,440
加：(回撥)/計提的壞帳準備	Add: (Written back)/provision for bad debts	(3,006)	32,767
固定資產折舊	Depreciation of fixed assets	83,554	66,469
無形資產攤銷	Amortisation of intangible assets	3,245	2,966
處置固定資產淨損失/(收益)	Loss/(gain) on disposal of fixed assets	993	(7,439)
投資損失	Investment loss	804	9,559
存貨跌價準備	Provision for inventories	—	3,679
利息收入	Interest income	(32,711)	(29,172)
利息支出	Interest expense	55,270	57,185
存貨的增加	Increase in inventories	(41,582)	(66,788)
多於三個月的定期存款的減少	Decrease in time deposit with original maturity over three months	49,000	10,999
經營性應收項目的減少/(增加)	Decrease/(increase) in operating receivables	38,669	(3,601)
經營性應付項目的減少	Decrease in operating payables	(30,561)	(120,021)
其他	Others	3,804	(981)
經營活動產生的現金流入淨額	Net cash inflow from operating activities	135,567	45,062

2 不涉及現金收支的投資和籌資活動 2 Investing and financing activities which do not involve in cash receipts and payments

		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
債務轉為資本	Conversion of loan to equity	30,000	—
以應收利息轉為長期投資	Transfer of interest receivables to long-term investments	—	14,560
以其他應收款轉為長期投資	Increase in long-term investments by the transfer from other debtors	—	12,475
以應收利息轉為其他應收款	Transfer of interest receivables to other debtors	—	41,295

刊載於第96頁至第133頁的會計報表註釋為本會計報表的組成部分。

The notes on pages 96 to 133 form part of these financial statements.

合併現金流量表附註

Notes to the Consolidated Cash Flow Statement

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)
For the year ended 31 December 2001 (Prepared under the PRC Accounting Regulations)

3 現金及銀行存款分析 3 Analysis of cash at bank and in hand

		現金及 現金等價物 人民幣千元	多於三個月 的定期存款 人民幣千元 Time deposit with original maturity over three months Rmb'000	總額 人民幣千元 Total Rmb'000
2001年1月1日	Balance at 1 January 2001	111,777	197,000	308,777
淨現金流入 / (流出)	Net cash inflow/(outflow)	25,560	(49,000)	(23,440)
2001年12月31日	Balance at 31 December 2001	137,337	148,000	285,337

刊載於第96頁至第133頁的會計報表註釋為本會計報表的組成部分。

The notes on pages 96 to 133 form part of these financial statements.

現金流量表

Cash Flow Statement

截至二零零一年十二月三十一日止年度（按中國會計準則編製）

For the year ended 31 December 2001 (Prepared under the PRC Accounting Regulations)

		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
經營活動產生的現金流量	Cash flow from operating activities		
銷售商品、提供勞務 收到的現金	Cash received from sale of goods and rendering of service	644,981	642,166
收到的其他與經營活動 有關的現金	Other cash received relating to operating activities	6,325	7,220
現金流入小計	Sub-total of cash inflow	651,306	649,386
購買商品、接受勞務 支付的現金	Cash paid for purchase of goods and acceptance of service	(419,759)	(463,130)
支付給職工以及為職工 支付的現金	Cash paid to and on behalf of employees	(48,423)	(55,135)
支付的各項稅款	Taxes paid for various tax	(38,864)	(49,349)
支付的其他與經營活動 有關的現金	Other cash paid relating to operating activities	(36,994)	(51,447)
現金流出小計	Sub-total of cash outflow	(544,040)	(619,061)
經營活動產生的現金 流入淨額（附註1）	Net cash inflow from operating activities (note 1)	107,266	30,325
投資活動產生的現金流量	Cash flow from investing activities		
收回投資所收到的現金	Cash received from return of investments	10,144	—
取得利息收入收到的現金	Cash received from interest income	33,459	13,186
處置固定資產而收到的 現金淨額	Net cash received from disposal of fixed assets	1,628	7,803
現金流入小計	Sub-total of cash inflow	45,231	20,989
購建固定資產所支付的現金	Cash paid to acquire fixed assets	(22,181)	(33,910)
支付的其他與投資活動 有關的現金	Other cash paid relating to investing activities	(71,000)	(40,000)
現金流出小計	Sub-total of cash outflow	(93,181)	(73,910)
投資活動產生的現金流出淨額	Net cash outflow from investing activities	(47,950)	(52,921)

刊載於第96頁至第133頁的會計報表註釋為本會計報表的組成部分。

The notes on pages 96 to 133 form part of these financial statements.

現金流量表

Cash Flow Statement

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)
For the year ended 31 December 2001 (Prepared under the PRC Accounting Regulations)

		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
籌資活動產生的現金流量	Cash flow from financing activities		
借款所收到的現金	Proceeds from borrowings	931,639	855,939
現金流入小計	Sub-total of cash inflow	931,639	855,939
償還債務所支付的現金	Cash paid for repayment of borrowings	(929,190)	(779,722)
償付利息所支付的現金	Cash paid for repayment of interest	(49,000)	(51,759)
現金流出小計	Sub-total of cash outflow	(978,190)	(831,481)
籌資活動產生的現金 (流出)/ 流入淨額	Net cash (outflow) / inflow from financing activities	(46,551)	24,458
現金及現金等價物淨增加額 (附註3)	Net increase in cash and cash equivalents (note 3)	12,765	1,862

刊載於第96頁至第133頁的會計報表註釋為本會計報表的組成部分。

The notes on pages 96 to 133 form part of these financial statements.

現金流量表附註

Notes to the Cash Flow Statement

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)

For the year ended 31 December 2001 (Prepared under the PRC Accounting Regulations)

1 將淨利潤調節為經營活動的現金流入淨額 1 Reconciliation of net profit to cash inflow from operating activities

		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
淨利潤	Net profit	9,868	65,991
加：(回撥)/計提的壞帳準備	Add: Provision/(written back) for bad debts	(3,006)	39,332
固定資產折舊	Depreciation of fixed assets	62,374	48,750
無形資產攤銷	Amortisation of intangible assets	2,186	2,185
處置固定資產淨損失 /(收益)	Loss/(gain) on disposal of fixed assets	985	(8,426)
存貨跌價準備	Provision for inventories	—	3,679
利息收入	Interest income	(36,689)	(31,132)
利息支出	Interest expense	49,000	50,425
投資淨虧損/(收益)	Investment loss/(income)	8,249	(24,460)
多於三個月的定期存款 的減少	Decrease in time deposits with original maturity over three months	49,000	10,999
存貨的增加	Increase in inventories	(12,803)	(44,188)
經營性應收項目淨 (增加)/減少	(Increase)/decrease in operating receivables	(24,392)	12,297
經營性應付項目淨減少	Decrease in operating payables	(1,161)	(98,982)
其他	Others	3,655	3,855
經營活動產生的 現金流入淨額	Net cash inflow from operating activities	107,266	30,325

2 不涉及現金收支的投資和籌資活動 2 Investing and financing activities which do not involve in cash receipts and payments

		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
債務轉為資本	Transfer of loans to share capital	30,000	—
以應收利息轉為長期投資	Transfer of receivables to long-term investments	—	14,560
以其他應收款轉為 長期投資	Increase in long-term investment by the transfer from other debtors	—	12,475
以應收利息轉為其他應收款	Transfer of interest receivables to other debtors	—	41,295

刊載於第96頁至第133頁的會計報表註釋為本會計報表的組成部分。

The notes on pages 96 to 133 form part of these financial statements.

現金流量表附註 Notes to the Cash Flow Statement

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)
For the year ended 31 December 2001 (Prepared under the PRC Accounting Regulations)

3 現金及銀行存款分析 3 Analysis of cash at bank and in hand

		現金及 現金等價物 人民幣千元	多於三個月 的定期存款 人民幣千元 Time deposit with original maturity over three months Rmb'000	總額 人民幣千元 Total Rmb'000
2001年1月1日	Balance at 1 January 2001	107,302	197,000	304,302
淨現金流入 / (流出)	Net cash inflow/(outflow)	12,765	(49,000)	(36,235)
2001年12月31日	Balance at 31 December 2001	120,067	148,000	268,067

刊載於第96頁至第133頁的會計報表註釋為本會計報表的組成部分。

The notes on pages 96 to 133 form part of these financial statements.

會計報表註釋

Notes on the Financial Statements

截至二零零一年十二月三十一日止年度（按中國會計準則編製）

For the year ended 31 December 2001 (Prepared under the PRC Accounting Regulations)

1. 公司概況

洛陽玻璃股份有限公司（「本公司」）是在中華人民共和國（「中國」）註冊組建成立的股份有限公司。本公司是國有企業中國洛陽浮法玻璃集團公司（「洛玻集團」）重組計劃中的一部分。經國家體改委、國家國有資產管理局等中國政府有關部門的批准，洛玻集團於一九九四年四月六日獨家發起成立本公司。本公司成立時，註冊資本為人民幣400,000,000元，分為400,000,000股A股，每股面值人民幣1.00元。註冊資本是由洛玻集團以轉讓其主要企業和子公司及其相關資產和負債的方式足額繳付。

於一九九四年六月二十九日，本公司發行了250,000,000股H股，每股發行價為港幣3.65元。上述H股已於一九九四年七月八日在香港聯合交易所掛牌上市。

根據H股招股書披露的計劃及中國國務院證券委員會的審批，本公司已於一九九五年九月二十九日，在中華人民共和國以每股人民幣5.03元發行40,000,000股A股予社會公眾和10,000,000股A股予本公司的員工。40,000,000社會公眾A股及10,000,000內部職工股A股已分別於一九九五年十月三十日及一九九六年五月十日在上海證券交易所上市流通。

本集團主要從事浮法平板玻璃的製造和銷售。

2. 主要會計政策

本會計報表所採用的主要會計政策是根據中華人民共和國《企業會計準則》、《企業會計制度》及有關規定而制訂的。

本公司原執行《股份有限公司會計制度》，根據財政部財會字[2000]25號文《關於印發〈企業會計制度〉的通知》、財會字[2001]17號文《關於印發貫徹實施〈企業會計制度〉有關政策銜接問題的規定的通知》等文件的規定，本集團於二零零一年一月一日起執行《企業會計制度》。

執行該會計制度，除了將部分會計報表的項目重新分類外，對二零零零及二零零一年的會計報表並沒有任何影響。

(a) 會計年度

本集團的會計年度自公曆一月一日至十二月三十一日止。

(b) 記帳基礎和計價原則

本集團按照權責發生制為記帳基礎，以歷史成本為計價原則。

1. Company information

Luoyang Glass Company Limited ("the Company") was established in the People's Republic of China (the "PRC") as a joint stock limited company as part of the restructuring of a state-owned enterprise known as China Luoyang Float Glass Group Company of Limited Liability ("CLFG"). Pursuant to approvals granted by various PRC authorities including the State Restructuring Commission and the National Administrative Bureau of State-Owned Assets, CLFG underwent a corporate reorganisation whereby the Company was established on 6 April 1994 with CLFG as its sole promoter. At the time of its establishment, the Company had a registered capital of Rmb 400,000,000 divided into 400,000,000 'A' shares of Rmb 1.00 each which was paid up in kind by CLFG by way of transfer of its principal business undertakings and subsidiaries together with the relevant assets and liabilities.

On 29 June 1994, 250,000,000 'H' shares were issued at HK\$3.65 per share. The 'H' shares were listed on the Stock Exchange of Hong Kong Limited on 8 July 1994.

According to the plan disclosed in the 'H' shares prospectus and with the approval from the China Securities Regulatory Commission, the Company issued 40,000,000 ordinary 'A' shares to the public in the PRC and 10,000,000 ordinary 'A' shares to the employees of the Company on 29 September 1995 at Rmb 5.03 each. The 40,000,000 public 'A' shares and 10,000,000 internal employee 'A' shares were subsequently listed on the Shanghai Securities Exchange on 30 October 1995 and 10 May 1996 respectively.

The principal activities of the Company and its principal subsidiaries ("the Group") is the manufacturing and selling of float sheet glass.

2 Significant accounting policies

The significant accounting policies adopted in the preparation of the financial statements are the "Accounting Standards for Business Enterprises", "Accounting Regulations for Business Enterprises" and its related supplementary regulations:

The Group originally adopted "Accounting Regulations for Companies Limited by Shares". In accordance with notices (2000) No.25 <<Notice of Print and Distribute "Accounting Regulations for Business Enterprises">>, Finance (2001) No.17 <<Notice of Print and Distribute "Regulations Regarding Problems in Adopting Accounting Regulations for Business Enterprises">> issued by the PRC Ministry of Finance ("MOF") the Group started to adopt "Accounting Regulations for Business Enterprises" on 1 January 2001.

Adoption of "Accounting Regulations for Business Enterprises" did not lead to any impact on financial statements of 2001 and 2000, except for reclassification of certain items of the financial statements.

(a) Financial year

The financial year of the Group is from 1 January to 31 December of each year.

(b) Basis of accounting

The Group's financial statement has been prepared on an accrual basis and under the historical cost convention.

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)

For the year ended 31 December 2001 (Prepared under the PRC Accounting Regulations)

2. 主要會計政策 (續)

(c) 記帳本位幣及外幣換算

本集團以人民幣作為記帳本位幣，外幣業務均按業務發生當日中國人民銀行公佈的匯率及國家認可的套算匯率換算為人民幣。外幣貨幣性資產及負債餘額均按資產負債表日中國人民銀行公佈的匯率及國家認可的套算匯率換算為人民幣。

因借貸外幣資金以興建固定資產而產生的外匯換算差額，在固定資產興建期間內予以資本化。一切其他匯兌差額均在損益表中處理。

(d) 現金等價物

現金等價物是指期限短、流動性強、易於轉換為已知金額現金、價值變動風險很小的投資，包括由存入起計三個月內到期之銀行存款及金融機構存款。

(e) 呆壞帳準備

對呆壞帳作出準備是基於管理層對年末應收款項和其他應收款的帳齡及可收回性分析而計提的。

(f) 存貨

除零配件及消耗品外，存貨的價值按成本與可變現淨值之較低者計算。成本以加權平均法計算，包括物料的購買成本、製造費用及其他令存貨以現狀出現於現行地點的其他費用。

存貨出售時，其帳面值會被確認為相關收入確認期間的支出。存貨損失在損失期間計入損益表中。存貨成本與可變現淨值的差額在發生期間調整存貨跌價準備及損益帳。因可變現淨值增加而需逆轉的存貨跌價準備在發生期間衝減損益表。可變現淨值是根據存貨在資產負債表日後正常業務中的出售所得或管理層根據當時市場情況作出的估計而確定的。

零配件及消耗品均按成本減存貨跌價準備入帳。

2 Significant accounting policies (continued)

(c) Translation of foreign currencies

Foreign currency transactions are translated into Renminbi at the foreign exchange rates quoted by the People's Bank of China and the cross rate approved by the State ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated into Renminbi at the foreign exchange rates quoted by the People's Bank of China and the cross rate approved by the State ruling at the balance sheet date.

Foreign currency translation differences relating to funds borrowed to finance the construction of fixed assets are capitalised during the construction period. All other exchange differences are dealt with in the income statement.

(d) Cash equivalents

Cash equivalents represents short term, highly liquid investments including deposits in banks and financial institutions that are readily convertible to known amounts of cash, and are subject to an insignificant risk of changes in value, and less than three months maturity.

(e) Provision for bad and doubtful debts

Provision for bad and doubtful debts is determined by management by reference to debtors ageing and recoverability at balance sheet date.

(f) Inventories

Except for spare parts and consumables, 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, cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

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. Net realisable value is determined based on the estimated selling price subsequent to the balance sheet date in the ordinary course of business or the management's estimation based on the prevailing market conditions.

Spare parts and consumables are stated at cost less any provision for diminution.

會計報表註釋（續）

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度（按中國會計準則編製）

For the year ended 31 December 2001 (Prepared under the PRC Accounting Regulations)

2. 主要會計政策（續）

(g) 長期投資

(i) 子公司

子公司是指由本公司控制的企業。如果本公司有權直接或間接監控企業的財務及經營政策，從而透過其業務獲益，便屬於控制該企業。

於本公司的報表內，主要子公司的投資按權益法入帳。

(ii) 聯營公司

聯營公司指本集團對被投資企業，直接或間接擁有超過百分之二十投票權的公司，或本集團可行使重大影響，但非由本集團控制的公司。

於本集團的合併報表及本公司的報表內，聯營公司投資按權益法入帳。

本集團的聯營公司的詳情列於註釋18。

(iii) 其他投資

其他投資均以成本減減值準備（註釋2(i)）。

(h) 固定資產、在建工程及無形資產

(i) 固定資產

固定資產以成本減累計折舊及減值準備（註釋2(i)）記入資產負債表內。

與購置廠房及機器有關的一切直接或間接成本，全部資本化為固定資產。

固定資產折舊乃根據下列預計可使用年限扣除估計殘值後按直線法計算：

廠房及建築物
Plant and Buildings
機器及設備
Machinery and equipment
汽車
Motor vehicles

2 Significant accounting policies (continued)

(g) Investments

(i) Subsidiaries

Subsidiaries are those enterprises controlled by the Company. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of the enterprise so as to obtain benefits from its activities.

In the Company's financial statement, investments in subsidiaries that are included in the consolidated accounts are accounted for under the equity method of accounting.

(ii) Associated companies

An associated company are enterprises in which the Group holds, directly or indirectly, more than 20% of the voting power of the enterprise, or where the Group exercises significant influence over the enterprise, but is not subject to control by the Group.

In the Group's consolidated financial statement and the Company's accounts, investment in associated companies is accounted for under the equity method of accounting.

Details of the Group's associated companies are set out in note 18.

(iii) Other investments

Long term investments are stated at cost less impairment loss (note 2(i)).

(h) Fixed assets, construction in progress and intangible assets

(i) Fixed assets

Fixed assets are stated in the balance sheet at cost less accumulated depreciation and impairment loss (note 2(i)).

All direct and indirect costs relating to the acquisition of plant and machinery are capitalized as fixed assets.

Depreciation is provided to write off the cost of fixed assets over their anticipated useful lives on a straight line basis, after taking into account their estimated residual value, as follows:

30年至50年
30 to 50 years
4年至28年
4 to 28 years
6年至12年
6 to 12 years

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)

For the year ended 31 December 2001 (Prepared under the PRC Accounting Regulations)

2. 主要會計政策 (續)

(h) 固定資產、在建工程及無形資產 (續)

(ii) 在建工程

在建工程以成本減減值準備(註釋2(i))記入資產負債表內。

與建造廠房及機器有關的一切直接或間接成本，包括建造期間的利息開支及有關借貸資金的外匯差額，全部資本化為在建工程。

機器及設備如能持續批量生產可銷售的優質產品，則視為已經投產。即使中國有關部門在發出有關的竣工驗收證明時有任何延誤，亦不受影響。

在建工程不計提折舊

(iii) 無形資產

無形資產以成本或評估減累計攤銷及減值準備(註釋2(i))記入資產負債表內。無形資產的成本按直線法攤銷，合同或法律規定年限的，按合同規定的受益年限與法律規定的有效年限的較短者攤銷。合同與法律均沒有規定年限的，按10年攤銷。

無形資產包土地使用權及商標權。

土地使用權

土地使用權的價值在土地使用期內按直線法進行攤銷。

商標權

商標權的價值按直線法分十年進行攤銷。

(i) 減值準備

本集團對各項資產的帳面值會定期作出審閱，以評估可收回金額是否已跌至低於帳面值。當發生事項或情況變化顯示帳面值可能無法收回，這些資產便需進行減值測試。若出現這種減值情況，帳面值會減低至可收回金額。可收回金額是以淨售價與使用價值兩者中的較高者計算。在確定使用價值時，由資產產生的預期未來現金流量會折現至其現值。提取的資產減值計入當期利潤表。

2 Significant accounting policies (continued)

(h) Fixed assets, construction in progress and intangible assets (continued)

(ii) Construction in progress

Construction in progress are stated in the balance sheet at cost valuation less impairment loss (note 2 (i)).

All direct and indirect costs relating to the construction of plant and machinery, including borrowing costs and foreign exchange differences on related borrowed funds during the construction period, are capitalized as construction in progress.

Construction of a plant is considered to have been completed on the date when the plant is capable of producing saleable quality output in commercial quantities on an ongoing basis notwithstanding any delays in the issue of the relevant commissioning certificates by the appropriate PRC authorities.

No depreciation is provided in respect of construction in progress.

(iii) Intangible assets

Intangible assets are stated in the balance sheet at cost or valuation less accumulated depreciation and impairment loss (note 2 (ii)). Amortisation is provided on a straight-line basis. The amortisation period is the shorter of the beneficial period as specified in the related agreement and the legal life of the intangible asset. Amortisation is provided over 10 years if it is not specified in agreements or stipulated by law.

Intangible assets include land use rights and trademark.

Land use rights

The values of land use rights are amortised on a straight line basis over the respective periods of the grants.

Trademark

The value of trademark are amortised on a straight line basis over ten years.

(i) Impairment loss

The carrying amounts of long-lived assets are reviewed periodically in order to assets whether the recoverable amounts have declined below the carrying amounts. These assets are tested for impairment whenever events or changes in circumstances indicate that their recorded carrying amounts may not be recoverable. When such a decline has occurred, the carrying amount is reduced to the recoverable amount. The recoverable amount is the greater of the net selling price and the value in use. In determining the value in use, expected future cash flows generated by the asset are discounted to their present value. The amount of the reduction is recognised as an expenses in the income statement.

會計報表註釋（續）

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度（按中國會計準則編製）

For the year ended 31 December 2001 (Prepared under the PRC Accounting Regulations)

2. 主要會計政策（續）

(j) 維修及保養開支

維修及保養開支在實際發生時計入損益表。

(k) 研究及開發費用

研究及開發費用均在其產生年度計入當年損益。

(l) 收入確認

營業收入應在下列條件均能滿足時予以確認：

- 商品所有權上的主要風險和報酬轉移給購貨方；
- 在既沒有保留通常與所有權相聯繫的繼續管理權，也沒有對已售出的商品實施控制；
- 與交易相關的經濟利益能夠流入本公司；及
- 相關的收入和成本能夠可靠地計量。

銷售商品的收入應按本公司與購貨方簽訂的合同或協定金額或雙方接受的金額確定。銷售折讓在發生時直接沖銷當期收入。

本公司已經確認收入的售出商品性銷售退回的，應當沖減退回當期收入，但資產負債表日及以前售出的商品在資產負債日至會計報表批准報出日之間退回的，應當沖減報告年度的收入。

由於他人使用本集團的資產而產生的利息及股利，在能肯定這些交易的經濟利益將流入本集團及其收入將能可靠地計算時予以確認。除非在收款上具有不確定因素，否則利息收入按權責發生制確認。股利收入在股東的收取權確立時予以確認。

2 Significant accounting policies (continued)

(j) Repairs and maintenance expenses

Repairs and maintenance expenses are charged to the income statements and when they are incurred.

(k) Research and development expenses

Research and development expenses are written off in the year in which they are incurred.

(l) Revenue recognition

Revenue on sales of goods should be recognised provided that all the following criterion are met:

- all the major related risks are rewards of ownership are transferred to the buyer;
- the Company does not retain any on-going management rights which are generally linked with the ownership, and does not exercise any controlling power over the goods sold;
- the economic benefits relating to the transaction will flow to the Company; and
- the related revenue and costs can be measured reliably.

Revenue on sales of goods should be recognised in accordance with the amount stated in the contract or agreement signed between the Company and the buyer or the amount accepted by both parties. Sales discounts are used to offset against the income of the same period.

For the return of the goods which are sold and the relevant income recognised by the Company, the income of the same period when the return occurred should be offset against. However, the income of the reporting year should be offset against accordingly for goods which are sold on or before the balance sheet date and returned during the period between the balance sheet date and the approval date of the financial report.

Interest and dividends arising from the use by others of the Group's resources are recognised when it is probable that the economic benefits associated with the transaction will flow to the Group and the revenue can be measured reliably. Interest income is recognized as it accrues unless collectability is in doubt. Dividend income is recognized when the shareholder's right to receive payment is established.

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)
For the year ended 31 December 2001 (Prepared under the PRC Accounting Regulations)

2. 主要會計政策 (續)

(m) 稅項

本集團及本公司適用的主要稅種有：所得稅、增值稅及營業稅金及附加和增值稅。

(i) 所得稅

所得稅按納稅影響會計法計提。

本集團按統一所得稅率33% 繳納企業所得稅。

本集團並沒有收入來自中國境外，故並不需要為中國境外的所得稅作出準備。

(ii) 增值稅

所有產品的增值稅稅率為17%

(iii) 營業稅金及附加

適用於本集團之主要營業稅金及附加列示如下：

	營業稅 Business Tax	城市建設稅 City Development Tax	教育附加費 Education surcharge
稅率及計稅基數	按營業額 3%計算	按應納營業 稅額及增值 稅淨額7% 計算	按應納營業 稅額及增值 稅淨額3% 計算
Tax rate bases	3% on turnover	7% on business tax and VAT payable	3% on business tax and VAT payable

(n) 遞延稅項

遞延稅項是按負債法計算的因時間差異而產生，並可在預見將來能沖回的稅務影響。時間差異是因某些收入和支出在會計上和稅務上於不同期間確認所產生的差異。未來的遞延稅利益只會在肯定可實現時才確認。

(o) 退休福利

本年度應交的退休金供款已計入損益表。其他詳細資料列於注釋35。

(p) 利潤分配

利潤是按照中華人民共和國《公司法》的有關規定，以及本公司及其子公司的公司章程作出分配。

2 Significant accounting policies (continued)

(m) Taxation

Major taxes applicable to the Group and the Company includes: Income Tax, Value Added Tax ("VAT") and Business taxes and surcharges.

(i) Income tax

Income tax is provided using the tax effect accounting method.

The Group is subject to a unified income tax rate of 33 per cent on taxable income.

The Group did not carry on business overseas and therefore no provision has been made for overseas profits tax.

(ii) VAT

All goods are chargeable on 17% VAT.

(iii) Business taxes and surcharges

Major business taxes and surcharges applicable to the Group are set out below:

(n) Deferred taxation

Deferred taxation is provided using the liability method in respect of the taxation effect arising from all 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.

(o) Retirement scheme costs

Contributions to defined contribution pension plans are recognised as an expense in the income statements. Further information is set out in note 35.

(p) Profit distribution

Profit distribution is made in accordance with the relevant rules and regulations set out in the Company Law of the PRC and the Articles of Association of the Company and its subsidiaries.

會計報表註釋（續）

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度（按中國會計準則編製）

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2. 主要會計政策（續）

(q) 合併會計報表的編製方法

本集團合併會計報表是按照財政部財會字[1995]11號《合併會計報表暫行規定》編製的。

合併會計報表包括本公司及其所有主要子公司每年截至十二月三十一日止年度的會計報表。子公司是指由本公司控制的公司。控制是指本公司有權直接或間接控制另一家公司的財務及經營政策，以從其業務取得利益。只有在本公司對子公司具有控制權期間，其經營成果才反映在本公司的合併利潤表中。少數股東應佔的權益和損益作為獨立項目記入合併會計報表內。

當子公司採用的會計政策與本公司不一致時，合併時已按照本公司的會計政策對子公司會計報表進行必要的調整。合併時所有集團間重大交易，包括集團間未實現利潤，及餘額均已抵銷。對於資產及經營業績均較小，對本集團合併報表無重大影響的子公司，本公司並未將這些公司列入合併報表範圍，而是在長期股權投資中核算。

3. 主營業務收入

主營業務收入是銷售發票金額扣除增值稅後的金額。

2 Significant accounting policies (continued)

(q) Basis of consolidation

The Group prepared the consolidated financial statements according to Cai Kui Zi [1995] No.11 "Temporary regulations on consolidated financial statements" issued by the MOF.

The consolidated financial statements include the financial statements of the Company and all of its principal subsidiaries made up to 31 December each year. Subsidiaries are those entities controlled by the Company. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The consolidated income statement of the Company only includes the results of the subsidiaries during the period when such control effectively commences until the date that control effectively ceases. The effect of minority interests on equity and profit/loss attributable to minority interests are separately shown in the consolidated financial statements.

Where the accounting policies adopted by the subsidiaries are different from the policies adopted by the Company, the financial statements of the subsidiaries have been adjusted in accordance with the accounting policies adopted by the Company on consolidation. All significant inter-company balances and transactions, and any unrealised gains arising from inter-company transactions, have been eliminated on consolidation. For those subsidiaries whose assets and results of operation are not significant and have no significant effect on the Group's consolidated financial statements, the Company does not consolidate these subsidiaries, but includes in the long-term equity investments.

3. Income from principal operations

Income from principal operations represents the invoiced value of goods sold to customers, net of value-added tax ("VAT").

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)
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4. 淨財務費用

4. Net financial expenses

集團	The Group	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
利息支出	Interest expense	(55,271)	(57,185)
減：利息收入	Less: Interest income	32,711	29,172
		<u>(22,560)</u>	<u>(28,013)</u>
匯兌損失	Exchange loss	(459)	(994)
減：匯兌收益	Less: Exchange income	2,162	68
		<u>1,703</u>	<u>(926)</u>
其他財務費用	Other financial expenses	(290)	(198)
		<u>(21,147)</u>	<u>(29,137)</u>
公司	The Company	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
利息支出	Interest expense	(49,000)	(50,425)
減：利息收入	Less: Interest income	36,689	31,132
		<u>(12,311)</u>	<u>(19,293)</u>
匯兌損失	Exchange loss	(459)	(994)
減：匯兌收益	Less: Exchange income	2,162	68
		<u>1,703</u>	<u>(926)</u>
其他財務(費用)/收入	Other financial (expenses)/income	(128)	51
		<u>(10,736)</u>	<u>(20,168)</u>

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)

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5. 投資 (損失)/ 收益

5. Investments (loss)/income

集團	The Group	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
應承擔聯營公司淨虧損	Share of net loss of associated companies	(3,398)	(3,952)
其他非上市公司投資	Provision for diminution in value of other		
減值準備	unlisted investments	(2,167)	(5,607)
股利收入	Dividend income	4,761	—
		(804)	(9,559)
		=====	=====
公司	The Company	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
應承擔聯營公司淨虧損	Share of net loss of associated companies	(3,398)	(3,952)
投資子公司權益	Share of subsidiaries' (loss)/profit	(7,412)	33,296
(虧損)/ 收益			
其他非上市公司投資	Provision for diminution in value of other		
減值準備	unlisted investments	(2,167)	(4,884)
股利收入	Dividend income	4,761	—
		(8,216)	24,460
		=====	=====

6. 營業外收入

6. Non-operating income

集團	The Group	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
出售固定資產收益	Gain on disposal of fixed assets	1,381	9,234
其他	Others	2,253	5,370
		3,634	14,604
		=====	=====
公司	The Company	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
出售固定資產收益	Gain on disposal of fixed assets	1,381	9,098
其他	Others	1,537	5,155
		2,918	14,253
		=====	=====

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

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7. 營業外支出

集團

The Group

		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
出售固定資產損失	Loss on disposal of fixed assets	2,374	1,795
教育經費	Education expenses	—	1,093
其他	Others	3,138	2,508
		<u>5,512</u>	<u>5,396</u>
		=====	=====

公司

The Company

		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
出售固定資產損失	Loss on disposal of fixed assets	2,366	672
教育經費	Education expenses	—	966
其他	Others	1,733	849
		<u>4,099</u>	<u>2,487</u>
		=====	=====

7. Non-operating expenses

8. 稅項

(a) 損益表中的稅項包括：

集團及公司

由於本公司以前年度的稅務虧損大於本年度的稅務利潤，故並無在本年度帳項內提撥任何中國所得稅準備。

本集團於本年度只有遞延稅資產，所以沒有作出遞延稅項準備。本集團的遞延稅資產是由承前的虧損所產生。此外，由於不能肯定潛在的稅項利益是否可以在未來變現，因此，並沒有在賬項內確認遞延稅項資產。

由於本集團並沒有在中國境外從事業務，故並不需要為中國境外的所得稅作準備。

8. Taxation

(a) Taxation in the income statement represents:

The Group and the Company

No provision for PRC income tax has been made in the financial statement as the tax losses brought forward from previous years exceed the estimated taxable income profits for the year.

No provision for deferred taxation has been made as the Company has a net deferred tax asset in respect of tax loss carried forward. The deferred taxation asset has not been recognised in the financial statement as it is not certain whether the potential taxation benefit will be realised in the foreseeable future.

The Group did not carry on business overseas and therefore no provision has been made for overseas income tax.

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)

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8. 稅項 (續)

8. Taxation (continued)

(b) 資產負債表中的應交稅金包括：

(b) Taxation in the balance sheets represents:

集團	The Group	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
預交中國所得稅	Prepaid PRC income tax	(1,429)	(1,185)
應繳營業稅金及附加費	Business tax and surcharges payable	(28)	404
應繳增值稅	VAT payable	21,510	24,612
其他	Others	522	1,215
應交稅金	Taxes payable	20,575	25,046
公司	The Company	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
應繳營業稅金及附加費	Business tax and surcharges payable	28	298
應繳增值稅	VAT payable	68	2,955
其他	Others	480	349
應交稅金	Taxes payable	576	3,602

9. 貨幣資金

9. Cash at bank and in hand

集團	The Group	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
現金	Cash in hand	155	76
銀行存款	Cash at bank	125,148	97,824
非銀行金融機構存款	Cash at non-bank financial institutions	12,034	13,038
銀行定期存款	Time deposits with bank	148,000	197,839
		285,337	308,777
公司	The Company	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
現金	Cash in hand	20	63
銀行存款	Cash at bank	110,834	95,028
非銀行金融機構存款	Cash at non-bank financial institutions	9,213	11,372
銀行定期存款	Time deposits with bank	148,000	197,839
		268,067	304,302

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)
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9. 貨幣資金 (續)

集團及公司

於二零零一年十二月三十一日，貨幣資金中美金存款 2,994,934 元 (二零零零年：美金 3,310,450 元) 和港幣存款 11,867,560 元 (二零零零年：港幣 5,251,852 元)，分別按 8.2766 和 1.0606 折算為人民幣。

於二零零一年十二月三十一日，定期存款中有人民幣 110,000,000 元 (二零零零年：人民幣 160,000,000 元) 已用作本公司短期借款的抵押。

貨幣資金中包括逾期存款人民幣 23,000,000 元 (二零零零年：人民幣 23,000,000 元)。詳情請見註釋 10。

10. 逾期存款

集團及公司

- (i) 在貨幣資金中包括人民幣 23,000,000 元 (二零零零年：人民幣 23,000,000 元) 銀行機構存款。

鑒於本公司存放於廣東發展銀行 (「廣發」) 之定期存款人民幣 23,000,000 元已於一九九九年十二月三十日到期，但是廣發至今仍未向本公司歸還有關的存款，本公司管理層已向河南省高級人民法院就此事向廣發提出起訴。該起訴已經開庭審理完畢，正待判決。根據本公司法律事務部有關人員的專業意見及本公司管理層對庭審過程之辨證情況的了解，本公司管理層認為此筆逾期存款最終可全數收回。因此不需就此筆逾期存款作出撥備。

- (ii) 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，該逾期存款是已提准備的。

逾期存款詳列如下：

帳目類別	金額
Account classification	Amount Rmb'000
Other debtors	145,657
其他應收款	

註釋：

廣國投正處於重組當中。董事會在瞭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。

本公司董事會認為上述存款並未給本集團正常生產經營帶來不利影響。

9. Cash at bank and in hand (continued)

The Group and the Company

As at 31 December 2001, cash at bank and in hand included US\$2,994,934 United States dollar deposits (2000: US\$3,310,450) and HK\$11,867,560 Hong Kong dollar deposits (2000: HK\$5,251,852) which were translated into Renminbi at 8.2766 and 1.0606 respectively.

As at 31 December 2001, Rmb110,000,000 (2000: Rmb160,000,000) time deposits were pledged to secure the Company's short term loans.

Included in time deposits with bank are overdue time deposits of Rmb23,000,000 (2000: Rmb23,000,000). Please refer to note 10 for details.

10. Overdue time deposits

The Group and the Company

- (i) Included cash at bank are time deposits placed with bank totalling Rmb23,000,000 (2000: Rmb23,000,000).

The time deposits of Rmb23,000,000 with Guangdong Development Bank ("GDB") was due at 31 December 1999. GDB, however has not returned such overdue time deposits to the Company. The Company applied to Henan Province High Court to sue GDB. The legal proceeding has been completed and the court decision is to be made. According to the management's understanding on the development of the legal proceeding and the professional opinion of the legal department of the Company, the management consider that such overdue time deposits will be settled in full. Therefore, no provisions on the deposits was considered necessary.

- (ii) Included other debtors are time deposits placed with a non-bank financial institution totalling Rmb72,829,000 (2000: Rmb72,829,000). Provisions have been made against those overdue time deposits.

Details of the overdue time deposits are set out as follows:

最終借款單位	已提準備	金額
Ultimate borrower	Level of provisions made	Amount Rmb'000
	%	
Guangzhou International Trust & Investment Corporation ("GZITIC")	50	72,829
廣州國際信託投資公司 (「廣國投」)		

Note:

GZITIC is in the process of liquidation. Based on the directors' assessment of recent developments, the Directors are of the opinion that the existing provision of Rmb72,828,000, representing a 50% provision on the deposits, is adequate. No interest has been accrued in respect of these deposits.

The Directors confirm that the above deposits have no unfavourable impact on the normal production and operations of the Group.

會計報表註釋（續）

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度（按中國會計準則編製）

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11. 應收帳款

11. Trade debtors

於十二月三十一日，應收帳款帳齡分析如下：

At 31 December, the ageing analysis of trade debtors is as follows:

集團 The Group

		二零零一年				二零零零年			
		人民幣千元	比例	壞帳準備	壞帳準備	人民幣千元	比例	壞帳準備	壞帳準備
			%	人民幣千元	百分比		%	人民幣千元	百分比
				2001				2000	
				Provision	Provision			Provision	Provision
				for bad	for bad			for bad	for bad
				debts	debts			debts	debts
		Rmb'000	Proportion	Rmb'000	%	Rmb'000	Proportion	Rmb'000	%
			%		%		%		%
一年以內	Within one year	100,350	41	—	—	146,734	51	—	—
一至二年	Between one and two years	46,982	19	6,461	14	47,429	16	13,769	29
二至三年	Between two and three years	26,572	11	13,285	50	17,761	6	8,881	50
三年以上	Over three years	69,002	29	69,002	100	78,390	27	78,390	100
		<u>242,906</u>	<u>100</u>	<u>88,748</u>		<u>290,314</u>	<u>100</u>	<u>101,040</u>	
		=====	=====	=====		=====	=====	=====	

公司 The Company

		二零零一年				二零零零年			
		人民幣千元	比例	壞帳準備	壞帳準備	人民幣千元	比例	壞帳準備	壞帳準備
			%	人民幣千元	百分比		%	人民幣千元	百分比
				2001				2000	
				Provision	Provision			Provision	Provision
				for bad	for bad			for bad	for bad
				debts	debts			debts	debts
		Rmb'000	Proportion	Rmb'000	%	Rmb'000	Proportion	Rmb'000	%
			%		%		%		%
一年以內	Within one year	82,287	38	—	—	125,419	48	2,547	2
一至二年	Between one and two years	43,129	20	7,030	16	46,670	18	14,001	30
二至三年	Between two and three years	26,613	12	13,308	50	14,994	6	7,497	50
三年以上	Over three years	64,507	30	64,507	100	73,090	28	73,090	100
		<u>216,536</u>	<u>100</u>	<u>84,845</u>		<u>260,173</u>	<u>100</u>	<u>97,135</u>	
		=====	=====	=====		=====	=====	=====	

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)
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11. 應收帳款 (續)

於二零零一年十二月三十一日，本集團前五名應收帳款如下：

單位名稱	欠款時間	欠款原因	金額 人民幣千元
Name of entity	Period of original debts	Particulars	Amount Rmb'000
中國洛陽浮法玻璃集團有限責任公司 China Luoyang Float Glass Group Company of Limited Liabilities	1996-2001	購貨 Sales of glasses	86,432
東風汽車股份有限公司 Dong Feng Automobile Co., Ltd	1996-2001	購貨 Sales of glasses	13,412
紹興市福昌玻璃銷售有限公司 Shaoxing Fachang Glass Distribution Company	2001	購貨 Sales of glasses	5,787
金鼎洛陽玻璃製造有限公司 Jing Din Glass Making (Luoyang) Co. Ltd.	2001	購貨 Sales of glasses	4,253
河南省建材公司 Henan Province Construction Company	1997	購貨 Sales of glasses	3,298

於本年度，本集團及本公司的壞帳沖銷金額為人民幣9,286,000元。

The five largest trade receivables at 31 December 2001 are shown below:

The bad debts of the Group and the Company this year amounted to Rmb9,286,000.

12. 預付帳款

於十二月三十一日，預付帳款帳齡分析如下：

集團 *The Group*

		二零零一年		二零零零年	
		人民幣千元	比例	人民幣千元	比例
		2001	%	2000	%
		Rmb'000	Proportion	Rmb'000	Proportion
			%		%
一年以內	Within one year	41,987	42	39,621	42
一至二年	Between one and two years	3,674	4	1,088	1
二至三年	Between two and three years	756	1	321	—
三年以上	Over three years	53,805	53	52,930	57
		100,222	100	93,960	100
		=====	=====	=====	=====

公司 *The Company*

一年以內	Within one year	32,541	37	35,126	40
一至二年	Between one and two years	3,110	3	95	—
二至三年	Between two and three years	41	—	61	—
三年以上	Over three years	52,945	60	51,965	60
		88,637	100	87,247	100
		=====	=====	=====	=====

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)

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12. 預付帳款 (續)

於二零零一年十二月三十一日，本集團前五名預付帳款如下：

單位名稱	欠款時間	欠款原因	金額 人民幣千元
Name of entity	Period of original debts	Particulars	Amount Rmb'000
洛陽開發區實業總公司 Luoyang Development District Holdings Co.	1995	購地 Purchases of land	51,310
中國石化中齊魯分公司 China Petroleum Chemical Corporation Oilu Branch	2001	購原料 Purchases of raw materials	7,693
Lasor AG	2001	購原料 Purchases of raw materials	3,681
沂南華盛礦產公司 Yinan Mineral Product Co.	2001	購原料 Purchases of raw materials	3,150
蘭州煉油化工經濟貿易公司 Lanzhou Refinery & Chemical Economical Trading Company	2001	購原料 Purchases of raw materials	2,400

12 Advance payments (continued)

The five largest advance payments at 31 December 2001 are shown below:

13. 其他應收款

於十二月三十一日，其他應收款帳齡分析如下：

流動資產

集團

The Group

13 Other debtors

At 31 December, the ageing analysis of other debtors is as follows:

Current assets		二零零一年		二零零零年	
		比例	壞帳準備	比例	壞帳準備
		%	人民幣千元	%	人民幣千元
		2001		2000	
		Proportion	Provision	Proportion	Provision
		%	for bad	%	for bad
		Rmb'000	debts	Rmb'000	debts
			Rmb'000		Rmb'000
一年以內	Within one year	71,270	13	—	—
一至二年	Between one and two years	88,180	16	—	—
二至三年	Between two and three years	1,307	—	222,704	40
三年以上	Over three years	400,306	71	103,475	44
		561,063	100	558,864	100
		=====	=====	=====	=====

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)
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13. 其他應收款 (續)

13 Other debtors (continued)

公司	The Company	二零零一年			二零零零年		
		人民幣千元	比例 %	壞帳準備 人民幣千元	人民幣千元	比例 %	壞帳準備 人民幣千元
		2001			2000		
		Rmb'000	Proportion %	Provision for bad debts Rmb'000	Rmb'000	Proportion %	Provision for bad debts Rmb'000
一年以內	Within one year	101,495	16	—	88,497	15	—
一至二年	Between one and two years	83,619	13	—	24,784	4	—
二至三年	Between two and three years	24,784	4	—	219,347	38	72,828
三年以上	Over three years	418,170	67	102,709	239,636	43	29,881
		628,068	100	102,709	572,264	100	102,709
		=====	=====	=====	=====	=====	=====

非流動資產 Non-current assets

集團	The Group	二零零一年		二零零零年	
		人民幣千元	比例 %	人民幣千元	比例 %
		2001		2000	
		Rmb'000	Proportion %	Rmb'000	Proportion %
一年以內	Within one year	2,707	1	149	—
一至二年	Between one and two years	149	—	32,890	11
二至三年	Between two and three years	32,809	10	57,477	18
三年以上	Over three years	278,943	89	221,466	71
		314,608	100	311,982	100
		=====	=====	=====	=====

公司	The Company	二零零一年		二零零零年	
		人民幣千元	比例 %	人民幣千元	比例 %
		2001		2000	
		Rmb'000	Proportion %	Rmb'000	Proportion %
一年以內	Within one year	2,707	1	149	—
一至二年	Between one and two years	149	—	32,890	11
二至三年	Between two and three years	32,809	10	57,477	18
三年以上	Over three years	278,943	89	221,466	71
		314,608	100	311,982	100
		=====	=====	=====	=====

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)

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13. 其他應收款 (續)

於流動資產中的其他應收款中包括應收廣國投約人民幣72,829,000元 (二零零零年：人民幣72,829,000元)。詳情請見註釋10。該筆款項並沒有訂立固定還款日期。

於非流動資產中的其他應收帳款是應收最終控股公司之子公司—青島太陽實業有限公司 (「太陽」) 本金人民幣314,608,000元。本公司董事會認為該款項不能在一年內收回，太陽已將其部分固定資產抵押上述欠款。本公司按市場借款利率向太陽收取利息。

於二零零一年十二月三十一日，本集團前五名其他應收款如下：

單位名稱	欠款時間	欠款原因	金額 人民幣千元
Name of entity	Period of original debts	Particulars	Amount Rmb'000
青島太陽實業有限公司 Qingdao Taiyang Glass Industries Co. Limited	1996~2001	代付款 Payment on behalf	314,608
中國洛陽浮法玻璃集團有限公司 China Luoyang Float Glass Group Company of Limited Liabilities	1997~2001	代付款 Payment on behalf	114,824
廣東國際信託投資公司 Guangdong International Trust & Investment Corporation	1997~1998	逾期存款 Overdue deposits	72,829
晶緯玻璃纖維有限公司 CLFG Jingwei Glass Fibre Co. Limited	1997~2001	代付款 Payment on behalf	54,114
洛陽起重機械有限公司 Luoyang Hoisting Machinery Company Limited	1997~2001	代付款 Payment on behalf	18,595

14. 應收款項及預付帳款

應收款項包括應收帳款和其他應收款。在應收款項及預付帳款內除最終控股公司以外，並沒有持本公司5%以上股份的股東的欠款。最終控股公司之欠款詳情，列於註釋32。其他應收款中，除最終控股公司以外，亦沒有持本公司10%以上股份的股東的欠款。

13 Other debtors (continued)

Included in the current portion of other debtors, there is a receivable from GZITIC amounted to Rmb72,829,000 (2000: Rmb72,829,000). Please refer to note 10 for details. The two deposits have no fixed repayment dates.

Included in the non-current portion of other debtors, there is a receivable from a fellow subsidiary, Qingdao Taiyang Glass Industry Co. Ltd. ("Taiyang"). The principal amount is Rmb314,608,000. The Directors of the Company are of the opinion that the receivable cannot not be settled within one year. The receivable is secured by a specific charge on Taiyang's fixed assets. The balance is charged at the prevailing market interest rate.

The five largest other receivables at 31 December 2001 are shown below:

14 Receivables and advance payments

Receivables included trade debtors, advance payments and other debtors. Included in receivables, other than the ultimate holding company, there were no balances due from any shareholder who holds more than 5% of the Company's shares. The details of amount due from the ultimate holding company are set out in note 32. Included in other debtors, there was no balance due from any shareholder who holds more than 10% of the Company's shares.

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

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15. 預付及待攤費用

15 Prepayment and deferred expenses

集團	The Group	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
包裝用架子	Packaging racks	65,200	63,188
其他	Others	5,857	6,574
		<u>71,057</u>	<u>69,762</u>
		=====	=====
公司	The Company	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
包裝用架子	Packaging racks	59,143	56,397
其他	Others	5,170	6,422
		<u>64,313</u>	<u>62,819</u>
		=====	=====

16. 存貨

16 Inventories

集團	The Group	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
原材料	Raw materials	129,701	128,542
在產品	Work in progress	17,948	10,450
產成品	Finished goods	106,877	69,549
		<u>254,526</u>	<u>208,541</u>
減：存貨跌價準備	Less: Provision for inventories	<u>(10,344)</u>	<u>(10,344)</u>
		<u>244,182</u>	<u>198,197</u>
		=====	=====
公司	The Company	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
原材料	Raw materials	73,487	80,895
在產品	Work in progress	10,094	8,893
產成品	Finished goods	83,613	60,201
		<u>167,194</u>	<u>149,989</u>
減：存貨跌價準備	Less: Provision for inventories	<u>(10,344)</u>	<u>(10,344)</u>
		<u>156,850</u>	<u>139,645</u>
		=====	=====

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

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17. 長期投資

17 Long term investments

長期股權投資明細如下：

Details of long term equity investments are as follows:

集團	The Group	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
於聯營公司權益(註釋18)	Interest in associated companies (note 18)	105,351	43,132
其他股權投資(註釋20)	Other unlisted investments (note 20)	102,965	142,965
長期股權投資總數	Total of long term equity investments	208,316	186,097
減：長期投資減值準備	Less: Long term investment provision	(16,148)	(13,981)
		192,168	172,116
		=====	=====
公司	The Company	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
於子公司權益(註釋19)	Interest in subsidiaries (note 19)	122,697	90,107
於聯營公司權益(註釋18)	Interest in associated companies (note 18)	105,351	43,132
其他股權投資(註釋20)	Other unlisted investments (note 20)	96,627	136,627
長期股權投資總數	Total of long term equity investments	324,675	269,866
減：長期投資減值準備	Less: Long term investment provision	(9,810)	(7,642)
		314,865	262,224
		=====	=====

18. 於聯營公司權益

18 Interest in associated companies

集團及公司	The Group and the Company	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
已投入資本成本	Capital contribution, at cost	131,553	60,553
減：採用權益法記帳， 按持股比例 計算權益的 淨減少額	Less: Share of results of the associated companies attributable under the equity method	(26,202)	(17,421)
12月31日餘額(註釋17)	Balance at 31 December (note 17)	105,351	43,132
		=====	=====

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

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18. 於聯營公司權益

聯營公司是在中國註冊成立的有限公司，於二零零一年十二月三十一日止其詳情如下：

公司名稱 Name of company	註冊資本 人民幣千元 Registered capital Rmb'000	直接應佔股權百分比 Direct attributable equity interest	主要業務 Principal activity
洛陽晶鑫陶瓷有限公司 Luoyang Jingxin Ceramics Co. Ltd	41,945	49%	生產內牆磚 Manufacture of ceramic wall tiles
中國洛陽浮法玻璃集團財務 有限責任公司(「洛玻財務」) China Luoyang Float Sheet Glass Group Financial Company of Limited Liabilities ("CLFC")	300,000	37%	為本集團及洛玻集團 提供財務服務 Provision of financial services

本公司於本年度關於洛玻財務增加投資，詳情請見註釋31。

Details of the associated companies at 31 December 2001, which is incorporated in the PRC, are as follows:

The Company has increased its investment in CLFC, please refer to note 31.

19. 於子公司權益

19 Interest in subsidiaries

公司 The Company		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
12月31日之成本 減：採用權益法記帳， 按持股比例計算 權益的減少	Cost at 31 December Less: Share of results of the subsidiaries attributable under the equity method	166,846 (44,149)	126,846 (36,739)
12月31日餘額(註釋17)	Balance at 31 December (note 17)	122,697 =====	90,107 =====

對本集團的業績或資產具有影響之主要子公司均是在中國成立及營運的，截至二零零一年十二月三十一日的具體情況如下：

Details of the Company's principal subsidiaries, all of which are established and operating in the PRC, which have significant effect on the results or assets of the Group at 31 December 2001 are as follows:

公司名稱 Name of company	法定代表人 / 董事長 Legal representative/ chairman	註冊資本 Registered capital	直接應佔股權 百分比 Direct attributable equity interest %	主要業務 Principal activities	註 Note
洛陽集團龍門玻璃公司 Luobo Group Longmen Glass Company	王永欣 Wang Yongxin	人民幣20,000,000元 Rmb20,000,000	79.06	製造浮法平板玻璃 Manufacture of float sheet glass	(i)
郴州八達玻璃股份有限公司(「八達」) Chenzhou Bada Glass Co. Ltd ("Bada")	郭曉寰 Guo Xiaohuan	人民幣150,000,000元 Rmb150,000,000	52.25	製造浮法平板玻璃 Manufacture of float sheet glass	(ii)
洛玻集團仰韶玻璃有限公司(「仰韶」) CLFG Yang Shao Glass Co., Ltd ("Yang Shao")	李金讓 Li Jinrang	人民幣74,080,000 Rmb74,080,000	54.00	製造浮法平板玻璃 Manufacture of float sheet glass	(iii)

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)

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19. 於子公司權益 (續)

註：

- (i) 該子公司為全民與集體聯營企業，截至二零零一年十二月三十一日止，本公司在該子公司的總投資為人民幣64,146,000元。

- (ii) 該子公司為股份有限公司，成立目的是在中國湖南省郴州設立一條浮法平板玻璃生產線，並已在一九九四年十月正式投產。截至二零零一年十二月三十一日止，本公司已支付人民幣62,700,000元作為對該公司的投資。於二零零零年，中國工商銀行將八達逾期的銀行借款人民幣84,800,000元轉到中國華融資產管理公司（「華融」）。於本年度，八達、華融及本公司簽訂一債權轉股權協議；根據該協議，該借款的其中人民幣30,000,000元轉為資本。因此，八達的註冊資本由人民幣120,000,000元增加至人民幣150,000,000元。該增資已被有關的政府部門及八達的股東大會批復。

由於該人民幣30,000,000元的資本不承擔企業經營風險且需按商定的時限贖回，所以該資本分類為優先股。

- (iii) 該子公司為有限責任公司，成立的目的是在中國河南省三門峽市澠池縣設立一條浮法平板玻璃生產線，並已在二零零一年四月正式投產。截至二零零一年十二月三十一日止，本公司已支付人民幣40,000,000元作為對該公司的投資。洛玻集團是該子公司的另一投資公司。請見註釋31。

20. 其他股權投資

本集團的其他股權投資包括非控股的股權投資。這些企業主要從事製造或貿易活動。該些投資以成本減去減值準備。於二零零一年十二月三十一日，本集團對此等投資並沒有重大資本承擔。

19 Interest in subsidiaries (continued)

Notes:

- (i) The company is a collective joint enterprise. As at 31 December 2001, the Company's total investment in this subsidiary amounted to Rmb64,146,000.

- (ii) The subsidiary is a joint stock limited liability company set up to establish a float sheet glass production line in Chenzhou, Henan, the PRC. It commenced production in October 1994. As at 31 December 2001, the Company's total investment in this subsidiary amounted to Rmb62,700,000. During 2000, China Merchant Bank has transferred its loan of Rmb84,000,000 that originally granted to Bada to China Hua Rong Assets Management Company ("Hua Rong"). During the year, Bada, Hua Rong and the Company entered into an agreement under which Rmb30,000,000 out of the total amount due to Hua Rong mentioned above was converted to equity; consequently, the registered capital of Bada increased from Rmb120,000,000 to Rmb150,000,000. The increase of registered capital have been approved by government authorities and shareholders of Bada.

According to the agreement, the equity interest held by Hua Rong will be required to be redeemed in full by instalments and Hua Rong will not share any profit or loss of Bada, the registered capital of Rmb30,000,000 was classified as preference shares.

- (iii) The subsidiary is a limited company set out to establish a float sheet glass production line in Mianchi, San Men Xia, Henan, the PRC. It commenced production in April 2001. As at 31 December 2001, the Company's total investment in this subsidiary amounted Rmb40,000,000. The ultimate holding company of the Company, China Luoyang Float Glass Group Company of Limited Liabilities ("CLFG") is also one of the shareholders of the subsidiary. Please refer to note 31.

20 Other unlisted investments

The Group's other unlisted investments include non-controlling equity investments in various enterprises which are mainly engaged in manufacturing or trading activities. These investment are stated at cost less impairment loss. At 31 December 2001, the Group had no material commitment in respect of outstanding capital contributions in these investments.

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

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21. 固定資產

21 Fixed assets

集團	The Group	廠房及 建築物 人民幣千元	機器及設備 人民幣千元 Plant, machinery equipment Rmb'000	汽車 人民幣千元 Motor vehicles Rmb'000	總數 人民幣千元 Total Rmb'000
成本：	Cost:				
2001年1月1日	At 1 January 2001	362,235	949,336	18,802	1,330,373
增置	Additions	3,738	33,150	4,643	41,531
重分類	Reclassification	—	8,987	(8,987)	—
在建工程轉入 (註釋22)	Transfer from construction in progress (note 22)	37,260	213,096	—	250,356
處理變賣	Disposals	—	(7,860)	(650)	(8,510)
2001年12月31日	At 31 December 2001	403,233	1,196,709	13,808	1,613,750
累計折舊：	Accumulated depreciation:				
2001年1月1日	At 1 January 2001	76,306	321,478	14,189	411,973
年度折舊	Charge for the year	6,882	75,408	1,264	83,554
重分類	Reclassification	—	5,538	(5,538)	—
處理變賣沖回折舊	Written back on disposal	—	(4,462)	(496)	(4,958)
2001年12月31日	At 31 December 2001	83,188	397,962	9,419	490,569
帳面淨值：	Net book value:				
2001年12月31日	At 31 December 2001	320,045	798,747	4,389	1,123,181
2000年12月31日	At 31 December 2000	285,929	627,858	4,613	918,400
公司	The Company				
成本：	Cost:				
2001年1月1日	At 1 January 2001	213,614	741,499	2,220	957,333
增置	Additions	—	11,864	1,475	13,339
在建工程轉入 (註釋22)	Transfer from construction in progress (note 22)	—	7,493	—	7,493
處理變賣	Disposals	—	(7,001)	(294)	(7,295)
2001年12月31日	At 31 December 2001	213,614	753,855	3,401	970,870
累計折舊：	Accumulated depreciation:				
2001年1月1日	At 1 January 2001	51,697	247,539	1,828	301,064
年度折舊	Charge for the year	4,087	58,004	283	62,374
處理變賣沖回折舊	Written back on disposal	—	(4,462)	(220)	(4,682)
2001年12月31日	At 31 December 2001	55,784	301,081	1,891	358,756
帳面淨值：	Net book value:				
2001年12月31日	At 31 December 2001	157,830	452,774	1,510	612,114
2000年12月31日	At 31 December 2000	161,917	493,960	392	656,269

自二零零一年一月一日起，本集團將部分固定資產的預計可使用年限由十三年改為八年。在考慮到商業與科技進步對資產的影響以及其正常的耗損，這些變動將更公平地反映在使用資產的可使用年限。此項變動導致自本年度增加折舊約人民幣6,400,000元。

Effective from 1 January 2001, the Group revised its estimate of the useful lives of certain equipment from 13 years to 8 years. There changes were made, after taking account of commercial and technology obsolescence as well as normal wear and tear, to better reflect the estimate periods during which such assets will remain in service. The change had the effect of increasing depreciation expenses by approximately Rmb6,400,000.

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)

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22. 在建工程

在建工程是於十二月三十一日尚未交付使用的建築物、廠房、機器及設備的成本。

22 Construction in progress

Construction in progress comprises expenditure incurred on the construction of buildings, plant, machinery and equipment not yet completed at 31 December 2001.

集團

The Group

		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
1月1日餘額	Balance at 1 January	2,797	3,057
本年度增加額	Additions for the year	253,778	36,968
		256,575	40,025
轉入固定資產(註釋21)	Transfer to fixed assets (note 21)	(250,356)	(37,228)
12月31日餘額	Balance at 31 December	6,219	2,797

截至二零零一年十二月三十一日止年度，已資本化的借款費用為人民幣3,132,000元，用於確定資本化金額的資本化率為5.9%。於二零零一年十二月三十一日，本集團的主要在建工程為新建的營運大樓。

Up to 31 December 2001, interest expenses of Rmb3,132,000 was capitalised and the capitalisation rate was 5.9%. At 31 December 2001, the major construction in progress of the Group was the construction of new office building.

公司

The Company

		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
1月1日餘額	Balance at 1 January	2,538	2,307
本年度增加額	Additions for the year	10,692	31,271
		13,230	33,578
轉入固定資產(註釋21)	Transfer to fixed assets (note 21)	(7,493)	(31,040)
12月31日餘額	Balance at 31 December	5,737	2,538

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)
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23. 無形資產

23 Intangible assets

土地使用權

Land Use Rights

集團

The Group

		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
成本：	Cost:		
一月一日及 十二月三十一日餘額	At 1 January / 31 December	152,226	152,226
累計攤銷：	Accumulated amortisation:		
1月1日餘額	At 1 January	19,245	16,279
本年度攤銷	Charge for the year	2,966	2,966
12月31日餘額	At 31 December	22,211	19,245
12月31日的帳面淨值	Net book value at 31 December	130,015	132,981

商標權

Trademark

		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
成本：	Cost:		
12月31日餘額	At 31 December	7,400	—
本年度攤銷	Charge for the year	279	—
12月31日的帳面淨額	Net book value at 31 December	7,121	—
12月31日的帳面 淨額總計	Total net book value at 31 December	137,136	132,981

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)

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23. 無形資產 (續)

土地使用權 (續)

公司

The Company

		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
成本：	Cost:		
1月1日及 12月31日餘額	At 1 January / 31 December	106,949	106,949
累計攤銷：	Accumulated amortisation:		
1月1日餘額	At 1 January	14,125	11,939
本年度攤銷	Charge for the year	2,186	2,186
12月31日餘額	At 31 December	16,311	14,125
12月31日的帳面淨值	Net book value at 31 December	90,638	92,824

- (i) 本集團獲得的土地使用權期限為二十三至六十年。剩餘攤銷年限為二十至五十二年。
- (ii) 本公司的子公司於本年度獲得的商標權，以十年期限攤銷。

23 Intangible assets (continued)

Land Use Rights (continued)

- (i) The Group was granted the rights to use the land in the PRC for periods of 23 to 60 years. The remaining useful lives ranged from 20 to 52 years
- (ii) A subsidiary of the Company had obtained a trademark during the year, which is amortised over ten years.

24. 短期借款

(a) 集團

銀行借款	Bank loans
最終控股公司借款	Loans from ultimate holding company
聯營公司借款	Loans from associated company
其他	Others

公司 The Company

銀行借款	Bank loans
最終控股公司借款	Loans from ultimate holding company
聯營公司借款	Loans from associated company

24 Short term loans

(a) The Group

	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
銀行借款	578,366	555,237
最終控股公司借款	123,500	217,500
聯營公司借款	93,000	31,000
其他	—	84,800
	794,866	888,537

	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
銀行借款	549,367	541,237
最終控股公司借款	57,900	217,500
聯營公司借款	74,000	26,000
	681,267	784,737

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

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24. 短期借款 (續)

24 Short term loans (continued)

(b) 本公司及本集團短期借款具體情況如下：

(b) The Group's and the Company's short term loans are set out as follows:

貸款單位	抵押或擔保	於二零零一年之 約定年利率	原幣金額	二零零一年 金額 人民幣千元
Lending institution	Secured or guaranteed	2001 Contracted interest rate per annum	Original currency	2001 Amount Rmb'000
銀行借款 Bank loans				
洛陽市商業銀行 Luoyang City Commercial Bank	擔保 Guaranteed	4.875%	-	10,000
中國建設銀行 Construction Bank of China	擔保 Guaranteed	4.875%	-	100,000
中國光大銀行 China Investment Bank	人民幣50,000,000元 借款以同等價值存 款作抵押 / 人民幣借款 50,000,000元是 有第三方提供擔保 Loans of Rmb50,000,000 were secured by deposits of the same amount and loans of Rmb50,000,000 was guaranteed by a third party	4.875%	-	100,000
中國銀行 Bank of China	擔保 Guaranteed	4.875% - 5.3625%	-	199,000
中國銀行 Bank of China	擔保 Guaranteed	2.5% (i)	340,000法郎 FFr 340,000	367
交通銀行 Bank of Communications	人民幣60,000,000元 借款以同等價值存款作 抵押 / 人民幣借款 80,000,000元是 有第三方擔保 Loans of Rmb60,000,000 were secured by deposits of the same amount and loans of Rmb80,000,000 was guaranteed by a third party	4.875%	-	140,000
				549,367

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)

For the year ended 31 December 2001 (Prepared under the PRC Accounting Regulations)

24. 短期借款 (續)

(b) 本公司及本集團短期借款具體情況如下：(續)

貸款單位	抵押或擔保	於二零零一年之 約定年利率	原幣金額	二零零一年 金額 人民幣千元
Lending institution	Secured or guaranteed	2001 Contracted interest rate per annum	Original currency	2001 Amount Rmb'000
最終控股公司借款 Loans from ultimate holding company	無 —	4.875%	-	57,900
聯營公司借款 Loans from associated company	擔保 Guaranteed	5.115% - 5.445%	-	74,000
短期借款 (公司) Short term loans (Company)				681,267
銀行借款 Bank loans				
農業銀行 Agricultural Development Bank of China	擔保 Guaranteed	7.02%	-	14,000
交通銀行 Bank of Communications	擔保 Guaranteed	6.435%	-	15,000
最終控股公司借款 Loans from ultimate holding company	無 —	5.85%	-	65,600
聯營公司借款 Loans from associated company	擔保 Guaranteed	6.44%	-	18,999
短期借款 (集團) Short term loans (Group)				113,599
				794,866

(i) 利率隨經濟合作及發展組織利率浮動。

(b) The Group's and the Company's short term loans are set out as follows: (continued)

Note: Interest rate will fluctuate based on prevailing interest rate of the Organisation for Economic Co-operation and Development.

25. 應付款項

應付款項包括應付帳款、預收帳款、其他應收款及其他應付款。在應付款項內，除最終控股公司以外，並沒有持本公司5%以上股份的股東單位的款項。欠最終控股公司之應付款項詳情，列於註釋32。

25 Payables

Payables included trade creditors, receipt in advance, other payables and other creditors. Included in payables, except for the ultimate holding company, there were no balances due to any shareholders who hold more than 5% of the Company's shares. The details of the amount due to the ultimate holding company are set out in note 32.

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

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26. 預提費用

26 Accrued expenses

集團	The Group	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
大修理費用	Repairs and maintenance	8,458	9,000
審計費	Audit fee	1,500	1,500
利息支出	Interest expenses	3,539	3,348
其他	Others	7,084	5,767
		<u>20,581</u>	<u>19,615</u>
		=====	=====
公司	The Company	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
審計費	Audit fee	1,500	1,500
其他	Others	197	196
		<u>1,697</u>	<u>1,696</u>
		=====	=====

27. 長期借款

27 Long term loans

(a) 一年內到期的長期借款

(a) Long term loans repayable within one year

集團	The Group	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
最終控股公司借款	Loans from ultimate holding company	20,000	—
銀行借款	Bank loans	365	469
聯營公司借款	Loans from associated company	14,000	8,000
非銀行金融機構借款	Loans from non-bank institutions	5,480	—
		<u>39,845</u>	<u>8,469</u>
		=====	=====
公司	The Company	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
最終控股公司借款	Loans from ultimate holding company	20,000	—
銀行借款	Bank loans	365	469
		<u>20,365</u>	<u>469</u>
		=====	=====

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)

For the year ended 31 December 2001 (Prepared under the PRC Accounting Regulations)

27. 長期借款 (續)

27 Long term loans (continued)

(b) 一年以上到期的長期借款

(b) Long term loans with maturity over one year

集團	The Group	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
最終控股公司借款	Loans from ultimate holding company	87,930	—
銀行借款	Bank loans	6,286	8,193
聯營公司借款	Loans from associated company	36,500	4,000
非銀行金融機構借款	Loans from non-bank financial institutions	43,840	—
		<u>174,556</u>	<u>12,193</u>
		=====	=====
公司	The Company	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
銀行借款	Bank loans	6,286	8,193
最終控股公司借款	Loans from ultimate holding company	87,930	—
		<u>94,216</u>	<u>8,193</u>
		=====	=====

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)
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27. 長期借款 (續)

27 Long term loans (continued)

(c) 本公司及本集團長期借款具體情況如下：

(c) The Group's and the Company's long term loans are set out as follows:

貸款單位	擔保或抵押	到期日	於二零零一之 約定年利率	原幣金額 人民幣千元	一年內 到期金額 人民幣千元	一年以上 到期金額 人民幣千元	二零零一年 總金額 人民幣千元
Lending institution	Guaranteed or secured	Maturity date	2000 Contracted interest rate per annum	Original currency	Amount with maturity within 1 year Rmb'000	Amount with maturity over 1 year Rmb'000	2000 Total amount Rmb'000
最終控股公司 Ultimate holding company	無 —	2002 - 2005	6.03%	人民幣127,930,000 Rmb127,930,000	20,000	107,930	127,930
銀行借款 Bank loans							
中國銀行 Bank of China	擔保 Guaranteed	2002 - 2019	2.5%(i)	法郎6,617,264 FFr6,617,264	365	6,286	6,651
長期借款 (公司) Long term loans (Company)					20,365	114,216	134,581
非銀行金融機構借款 Non-bank financial institutions	擔保 Guaranteed	2002 - 2008	2.26%	人民幣49,320,000 Rmb49,320,000	5,480	43,840	49,320
聯營公司借款 Loans from associated company							
洛玻財務公司 CLFC	擔保 Guaranteed	2002-2003	6.03%	人民幣14,000,000 Rmb14,000,000	9,000	5,000	14,000
洛玻財務公司 CLFC	擔保 Guaranteed	2002-2004	6.03%	人民幣11,500,000 Rmb11,500,000	5,000	6,500	11,500
洛玻財務公司 CLFC	擔保 Guaranteed	2003	6.03%	人民幣5,000,000 Rmb5,000,000	-	5,000	5,000
長期借款 (集團) Long term loans (Group)					14,000	16,500	30,500
					39,845	174,556	214,401

(i) 利率隨經濟合作及發展組織利率浮動

Note: Interest rate will fluctuate based on prevailing interest rate of the Organisation for Economic Co-operation and Development.

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

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27. 長期借款 (續)

27 Long term loans (continued)

(d) 長期借款按還款期分析如下：

(d) The repayment of long term loans are set out as follows:

集團	The Group	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
一至二年	Between one and two years	60,345	4,470
二至三年	Between two and three years	27,846	469
三至五年	Between three and five years	65,101	938
五年以上	Over five years	21,264	6,316
		<u>174,556</u>	<u>12,193</u>
		=====	=====
公司	The Company	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
一至二年	Between one and two years	20,365	470
二至三年	Between two and three years	20,366	469
三至五年	Between three and five years	48,661	938
五年以上	Over five years	4,824	6,316
		<u>94,216</u>	<u>8,193</u>
		=====	=====

28. 股本

28 Share capital

集團及公司	The Group and the Company	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
註冊、已發行及實收股本：	Registered, issued and paid up capital:		
尚未流通股份	Non-marketable		
400,000,000A股為國家股， 每股人民幣1.00元 (註)	400,000,000 Government 'A' shares of Rmb1.00 each (Note)	<u>400,000</u>	<u>400,000</u>
流通股份	Marketable		
250,000,000H股 每股人民幣1.00元	250,000,000 'H' shares of Rmb1.00 each	<u>250,000</u>	<u>250,000</u>
50,000,000社會公眾股A股， 每股人民幣1.00元	50,000,000 public 'A' shares of Rmb1.00 each	<u>50,000</u>	<u>50,000</u>
		<u>300,000</u>	<u>300,000</u>
		<u>700,000</u>	<u>700,000</u>
		=====	=====

註：所有A股及H股均享有完全同等之權益。

Note: All 'A' and 'H' shares rank pari passu in all respects.

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

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29. 資本公積金

29 Share premium

集團及公司

The Group and the Company

		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
12月31日餘額	Balance at 31 December	969,988 =====	969,988 =====

30. 盈餘公積金

30 Surplus reserves

盈餘公積金變動情況：

Movements in surplus reserves comprise:

集團

The Group

		法定公積金 人民幣千元 Statutory surplus reserve Rmb'000	法定公益金 人民幣千元 Statutory public welfare fund Rmb'000	任意公積金 人民幣千元 Discretionary surplus reserve Rmb'000	總額 人民幣千元 Total Rmb'000
2001年1月1日及 12月31日	Balance at 1 January 2001 / 31 December 2001	57,900 =====	55,142 =====	110,764 =====	223,806 =====

公司

The Company

		法定公積金 人民幣千元 Statutory surplus reserve Rmb'000	法定公益金 人民幣千元 Statutory public welfare fund Rmb'000	任意公積金 人民幣千元 Discretionary surplus reserve Rmb'000	總額 人民幣千元 Total Rmb'000
2001年1月1日及 12月31日	Balance at 1 January 2001 / 31 December 2001	51,366 =====	51,366 =====	110,764 =====	213,496 =====

會計報表註釋 (續)

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31. 關聯方交易

31 Related party and transactions

存在控制關係的關聯人士：

Details of ultimate holding company are as follows:

企業名稱：
Name of enterprise: 中國洛陽浮法玻璃集團有限責任公司(「洛玻集團」)
China Luoyang Float Glass Group Company of Limited Liabilities ("CLFG")

公司性質：
Economic status: 有限責任公司 (國有獨資)
Limited company (Solely owned by the State)

註冊資本：
Registered capital: 人民幣1,286,740,000元 (註)
Rmb1,286,740,000 (Note)

法定代表人：
Legal representative: 郭曉寰
Guo Xiaohuan

與本集團關係：
Relationship with the Group: 最終控股公司
Ultimate holding company

主營業務：
Principal activities: 玻璃及相關原材料、成套設備製造，玻璃加工技術的進出口及內銷業務；工程設計及承包、勞務輸出；工業生產資料 (國家有專項專營規定的除外)；技術服務，諮詢服務及貨物運輸。
Production of glass, related raw materials and equipment, import, export and domestic sales of glass, processing technology, design and sub-contracting of engineering works, labour export, provision of industrial production material (excluding those under control of the State), technological service, consultation service and goods transportation

持有本公司股份百分比：
Equity interest in the Company: 57.14% (註)
57.14% (Note)

註： 洛玻集團對本公司的持股比例在截至二零零一年十二月三十一日止年度內並沒有變化。洛玻集團的註冊資本於本年度內由人民幣345,200,000元增加至人民幣1,286,740,000元。

Note: The percentage of shares of equity interest of LGC by CLFG up to 31 December 2001 remained unchanged.

The registered capital of CLFG was increased from Rmb345,220,000 to Rmb1,286,740,000 this year.

(a) 本集團與洛玻集團曾進行的交易如下：

(a) Transactions between the Group and CLFG during the year were as follows:

		註 Notes	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
銷售	Sales		4,171	94,124
管理費用	Management fee paid	(i)	—	5,000
輔助及社區服務	Ancillary and social services	(ii)	5,588	7,623
公用設施供應	Provision of utilities	(iii)	749	691
已付及應付利息	Interest paid and payable		10,958	14,773
為本公司向供應商作出擔保	Guarantee issued to the suppliers in favour of the Company		30,000	5,000
為本公司向銀行作出擔保	Guarantee issued to banks in favour of the Company		219,000	122,000
			=====	=====

會計報表註釋 (續)

Notes on the Financial Statements (Continued)

截至二零零一年十二月三十一日止年度 (按中國會計準則編製)
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31. 關聯方交易 (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。根據協定內容，本集團有權雇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5百萬元之管理費用。
- (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。至於洛玻集團為本公司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。

(b) 本集團與洛玻集團其他子公司曾進行的交易如下：

銷售	Sales
輔助及社區服務	Ancillary and social services
公用設施供應	Provision of utilities
購買原材料	Purchase of raw materials
其他購買	Other purchases
已付及應付利息	Interest paid and payable
已收及應收利息	Interest received and receivable

31 Related party and transactions (continued)

Notes:

- (i) The Company has entered into a three-years agreement with CLFG effective from 1 January 2001 under which the Company can employ the sales net work of CLFG to distribute its products. The annual management fee paid to CLFG is not more than Rmb5,000,000.
- (ii) The Company has entered into a three-years agreement with CLFG effective from 3 August 2001. In accordance with the agreement, CLFG provides certain cultural, property, medical and transportation services to the staff of the Company. The pricing policy for these services is in accordance with the government-prescribed price.
- (iii) The Company has entered into a three-years agreement with CLFG effective from 3 August 2001 for provision of utilities such as water and electricity to CLFG. The amount charged to CLFG is based on a reasonable cost incurred in providing such services plus respective tax charge.
- (iv) The Company entered into an agreement with CLFG in the current year to transfer to CLFG receivable from 中國朝陽建材有限公司 of Rmb7,640,000 at no consideration.

(b) Transactions between the Group and CLFG's subsidiaries during the year were as follows:

	註 Notes	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
銷售		9,931	13,334
輔助及社區服務	(i)	4,985	7,081
公用設施供應	(ii)	8,726	14,318
購買原材料	(iii)	32,871	31,845
其他購買		7,507	14,094
已付及應付利息		3,669	2,649
已收及應收利息		24,848	23,266
		=====	=====

會計報表註釋（續）

Notes on the Financial Statements (Continued)

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31. 關聯方交易（續）

註：

- (i) 本公司與洛玻集團新興實業開發有限責任公司（「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瑩裝飾玻璃有限公司、洛玻集團洛陽新光源照明器材有限公司、洛玻集團洛陽晶瑩玻璃纖維有限公司、洛陽玻璃集團晶瑩實業技術玻璃公司、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，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。

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。

- (c) 本公司的聯營公司——洛玻財務於本年度增加註冊資本，由人民幣100,000,000元增加到人民幣300,000,000元。本公司增加對其的投資人民幣71,000,000元，股權比例則由40%變為37%。

- (d) 本公司於與洛玻集團及其他投資方成立仰韶。

31 Related party and transactions (continued)

Notes:

- (i) The Company has entered into a three-years agreement with a CLFG's subsidiary, CLFG Xinxiang Co. ("Xinxiang") effective from 3 August 2001 on which Xinxiang provides certain cultural, property, medical and transportation services to the staff of the Company. The pricing policy for these services is in accordance with the government-prescribed price.

- (ii) The Company has entered into three-years agreements with certain CLFG's subsidiaries, including Luoyang Jingbao Co. Ltd., CLFG New Illuminating Source Company Limited, CLFG Jingwei Glass Fibre Co. Ltd., CLFG Jinghua Industrial Co. Ltd., Luoyang Jingying Co. Ltd., and Luobo Hotel effective from 3 August 2001.

In accordance with these agreements, the Company provides utilities such as water and electricity to those CLFG's subsidiaries. The amounts charged to these Group companies are based on reasonable costs incurred in providing such services plus respective tax charges.

- (iii) The Company has entered into three-years agreements with CLFG's subsidiaries, Yinan Mineral Products Co. ("Yinan") and CLFG Mineral Product Co. ("Mineral Co.") effective from 3 August 2001 on which Yinan and Mineral Co. supply certain raw materials to the Company at market prices.

The directors of the Company are of the opinion that the above transactions were conducted in the ordinary course of business and on normal commercial terms or in accordance with the agreements governing such transactions, and these have been confirmed by independent non-executive directors.

- (c) The registered capital of CLFC increased from Rmb100,000,000 to Rmb300,000,000 in the current year, and the Company correspondingly increased its investment in CLFC by Rmb71,000,000. The direct attributable equity interest was changed from 40% to 37%.

- (d) The Company together with CLFG and a third party have set up Yang Shao.

會計報表註釋 (續)

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32. 與最終控股公司及其子公司的餘額

在各項資產負債表會計科目內已包括以下與洛玻集團及其子公司的餘額：

集團

The Group

		洛玻集團 CLFG		洛玻集團其他子公司 Fellow subsidiaries	
		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
資產	Assets				
應收帳款	Trade debtors	86,432	108,073	16,265	12,878
預付貨款	Advance payments	—	—	—	2,319
其他應收款	Other debtors	114,824	123,670	447,596	429,153
應收利息	Interest receivable	—	—	24,803	21,248
		<u>201,256</u>	<u>231,743</u>	<u>488,664</u>	<u>465,598</u>
		=====	=====	=====	=====
負債	Liabilities				
短期借款	Short term loans	123,500	217,500	—	—
應付帳款	Trade creditors	—	61	4,823	2,622
預收貨款	Receipts in advance	620	2,759	1,960	1,082
其他應付款	Other creditors	17,065	25,179	6,471	6,954
長期借款	Long term loans	107,930	—	—	—
		<u>249,115</u>	<u>245,499</u>	<u>13,254</u>	<u>10,658</u>
		=====	=====	=====	=====

公司

The Company

		洛玻集團 CLFG		洛玻集團其他子公司 Fellow subsidiaries	
		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000	二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
資產	Assets				
應收帳款	Trade debtors	86,396	108,010	16,269	12,886
預付貨款	Advance payments	—	—	—	2,105
其他應收款	Other debtors	107,990	129,003	445,527	427,830
應收利息	Interest receivable	—	—	24,803	21,248
		<u>193,886</u>	<u>237,013</u>	<u>486,599</u>	<u>464,069</u>
		=====	=====	=====	=====
負債	Liabilities				
短期借款	Short term loans	57,900	217,500	—	—
應付帳款	Trade creditors	—	61	4,702	2,497
預付貨款	Receipts in advance	450	1,631	222	73
其他應付款	Other creditors	15,763	22,311	6,461	5,833
長期借款	Long term loans	107,930	—	—	—
		<u>182,043</u>	<u>241,503</u>	<u>11,385</u>	<u>8,403</u>
		=====	=====	=====	=====

會計報表註釋 (續)

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33. 承擔

資本承擔

於十二月三十一日，本集團及本公司的資本承擔如下：

集團

The Group

		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
已訂約但未作出準備	Contracted but not provided for	2,094	22,112
已批准但未訂約	Authorised but not contracted for	—	124,242
總數	Total	2,094	146,354

公司

The Company

		二零零一年 人民幣千元 2001 Rmb'000	二零零零年 人民幣千元 2000 Rmb'000
已訂約但未作出準備	Contracted but not provided for	1,157	2,367
已批准但未訂約	Authorised but not contracted for	—	817
總數	Total	1,157	3,184

33 Commitments

Capital commitments

At 31 December, the Group and the Company had the following capital commitments:

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Notes on the Financial Statements (Continued)

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34. 或有負債

於十二月三十一日，或有負債如下：

34 Contingent liabilities

At 31 December, contingent liabilities are as follows:

		集團		公司	
		The Group		The Company	
		二零零一年	二零零零年	二零零一年	二零零零年
		人民幣千元	人民幣千元	人民幣千元	人民幣千元
		2001	2000	2001	2000
		Rmb'000	Rmb'000	Rmb'000	Rmb'000
為以下單位向銀行	Guarantees issued to banks				
作出的擔保	in favour of				
- 最終控股公司	- ultimate holding company	—	6,000	—	6,000
- 子公司	- subsidiaries	—	—	120,820	69,770
- 最終控股公司	- fellow subsidiary	—	38,300	—	38,300
- 其他子公司					
		—	44,300	120,820	114,070
		=====	=====	=====	=====

35. 退休金福利

本集團為員工參加了由當地政府組織的定額供款退休計劃。根據該計劃本集團需按員工工資、獎金及一部分津貼的28% (於二零零零年七月一日生效)(二零零零年：28%) 統一交納退休供款。每位員工退休後可取得相等於其退休日的薪金的一個固定比率的退休金。除上述的定額供款之外本集團再無支付其他重大退休福利的責任。

35 Employee and retirement benefits

As stipulated by the regulations of the PRC, the Group has participated in defined contribution retirement plans organised by the local authority for its employees. Under this arrangement, the Group is required to make contributions to the retirement plans at a rate of 28% (effective on 1 July 2000) (2000: 28%) on the basic salary, bonus and certain allowances of its employees. Each employee is entitled to an annual pension equal to a fixed proportion of his basic salary at the retirement date. The Group has no material obligation for the payment of pension benefits beyond its annual contributions.