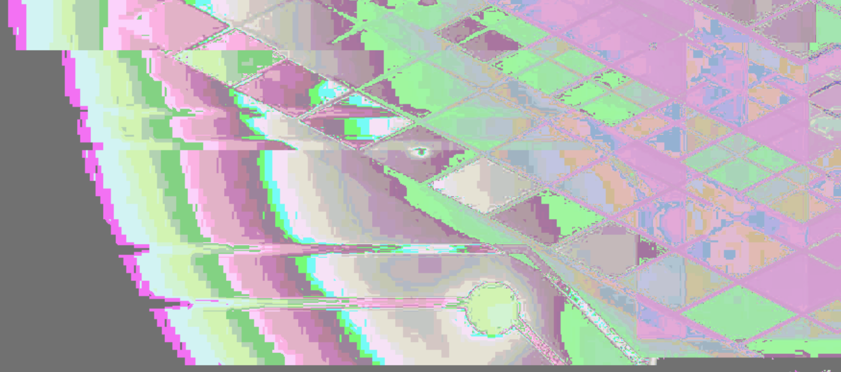
KB 建 滔 集 團 有



CONTENTS
目錄

CORPORATE INFORMATION
公司資料

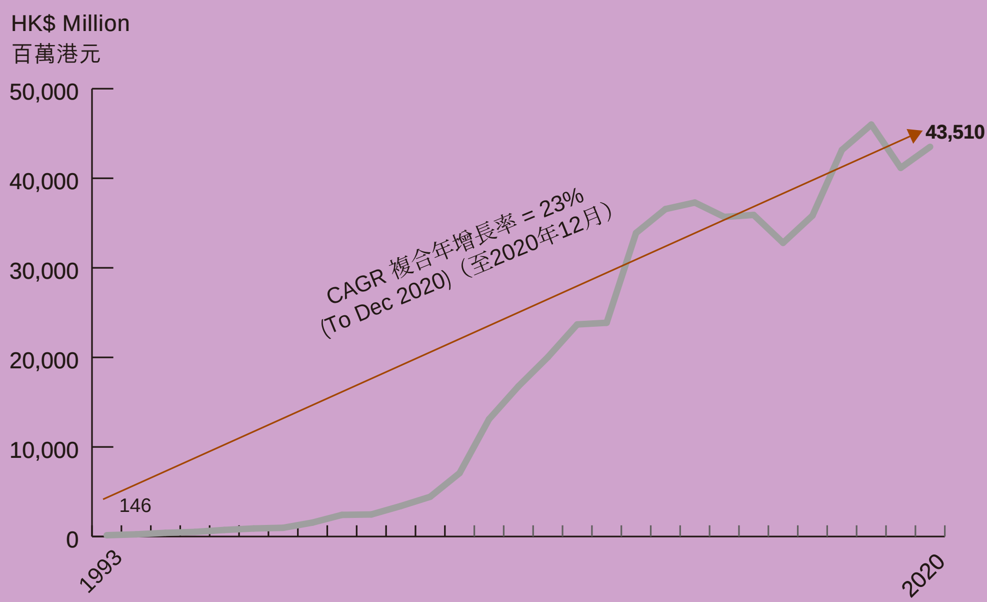
HONG KONG LEGAL ADVISERS

Allen & Overy

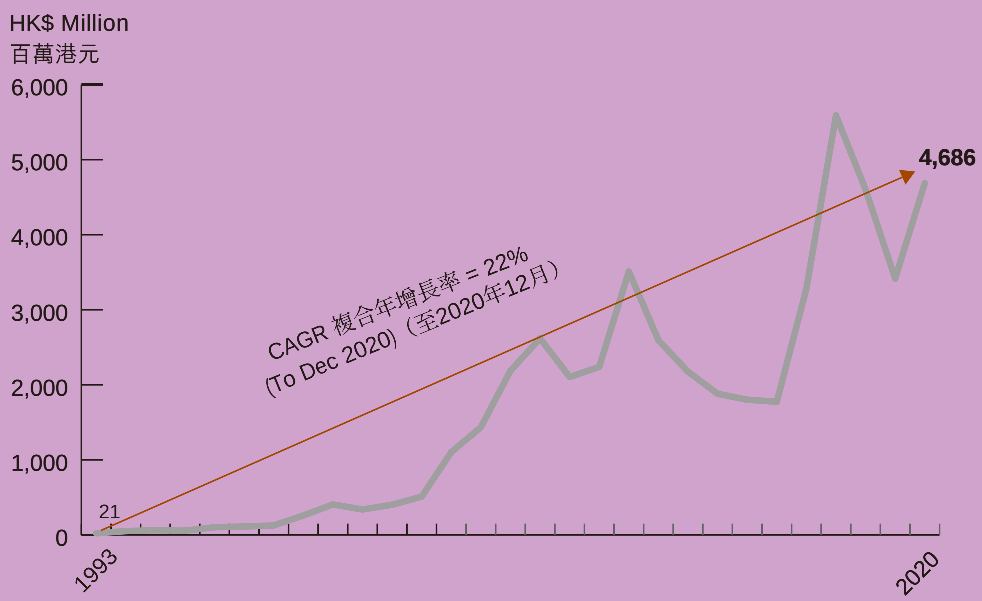
FINANCIAL HIGHLIGHTS
財務摘要

		FY 2020 二零二零年 財政年度 HK$'million 百萬港元	FY 2019 二零一九年 財政年度 HK$'million 百萬港元	Change 變動
Revenue	**營業額**	**43,510.3**	41,160.9	+6%
EBITDA*	**未扣除利息、稅項、折舊及攤銷前盈利***	**10,059.2**	8,245.9	+22%
Profit before tax*	**除稅前溢利***	**7,912.1**	5,565.0	+42%
Net profit attributable to owners of the Company	**本公司持有人應佔純利**			
– Underlying net profit*	–基本純利*	**4,685.8**	3,415.8	+37%
– Reported net profit	–賬面純利	**4,702.9**	3,094.4	+52%
Basic earnings per share	**每股基本盈利**			
– Based on underlying net profit*	–以基本純利計算*	**HK$4.241**	HK$3.146	+35%
– Based on reported net profit	–以賬面純利計算	**HK$4.257**	HK$2.850	+49%
Dividend per share for the year	**每股全年股息**	**HK228 cents**	HK138 cents	+65%
– Interim dividend per share	–每股中期股息	**HK28 cents**	HK28 cents	–
– Proposed final dividend per share	–建議每股末期股息	**HK100 cents**	HK60 cents	+67%
– Proposed special final dividend per share	–建議每股特別末期股息	**HK100 cents**	HK50 cents	+100%
Net asset value per share	**每股資產淨值**	**HK$50.5**	HK$45.4	+11%
Net gearing	**淨負債比率**	**18%**	31%	

Revenue
營業額



Underlying net profit attributable to owners of the Company*
本公司持有人應佔基本純利*



* Excluding non-recurring items

* 不包括非經常性項目

CHAIRMAN'S STATEMENT
主席報告

BUSINESS REVIEW

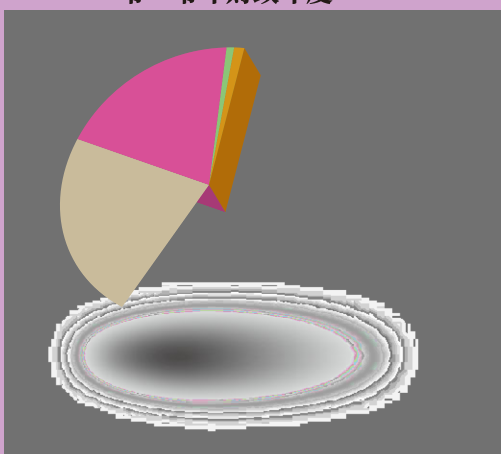
On behalf of the board of directors (the "Board") of Kingboard Holdings Limited, I am delighted to report the full-year performance of the Company and its subsidiaries (the "Group") for the financial year ended 31 December 2020 (the "Period under Review").

2020 was out of the ordinary, with the outbreak of the coronavirus pandemic and the uncertain geopolitical environment adding downward pressure to the world economy, rendering the business environment more complex and volatile. However, on the back of a strategy underpinning a diversified business portfolio, the Group was able to leverage on the synergies derived from its vertical operations, upstream through to downstream. The management team's forward-looking market planning and cost control efforts also helped underscore the Group's brilliant performance.

In a market clouded by a weak economy and waning consumption, the electronics industry displayed decent resilience as demands for different end-user products were gradually unleashed. The market bloom during the second half of the year injected a further stream of momentum into the electronics manufacturing industry. Premised on the vertically integrated production model of the Laminates Division, the Group adopted a proactive sales and marketing strategy to grasp the opportunities stemming from the

Turnover Breakdown by Products 產品營業額分佈

FY2020
二零二零年財政年度



LIQUIDITY AND CAPITAL RESOURCES (continued)

The Group continued to adopt a prudent financial management policy. It did not enter into any material derivative financial instruments, nor did the Group have any material foreign exchange exposure during the Period under Review. The Group's revenue, mostly denominated in Hong Kong dollars, RMB and US dollars, was fairly matched with the currency requirements of its operating expenses.

HUMAN RESOURCES

As at 31 December 2020, the Group employed a global workforce of approximately 36,000 (31 December 2019: 39,000). In addition to offering competitive salary packages, the Group grants share options and discretionary bonuses to eligible employees based on the Group's overall financial achievements and individual employee performance. The Group's continued success relies on a solid human resources strategy. The establishment of the Kingboard Institute of Management has helped nurture middle and senior managers over the years. In addition, the Group recruits potential-filled fresh graduates from mainland China, Hong Kong and Taiwan every year for focused training and development. The Group will continue to carry out training for all types of talents, who will give new impetus to the Group's long-term development.

CONTINGENT LIABILITIES

(a) The Group provided guarantees amounting to approximately HK$586,022,000 (2019: HK$708,163,000) as at 31 December 2020 to facilitate mortgage bank loans applications of purchasers of the properties that were developed by the Group.

The guarantees are given to banks with respect to loans procured by the purchasers of properties that were developed by the Group. Such guarantees will be released by banks upon delivery of the properties to the purchasers and completion of registration of the relevant mortgage properties. In the opinion of the Directors, the fair values of these financial guarantee contracts of the Group are insignificant at initial recognition and the Directors consider that the possibility of default of the parties involved is remote. Accordingly, no value has been recognised at the inception of the guarantee contracts and at the end of the reporting period as at 31 December 2020 and 31 December 2019.

流動資金及財務資源(續)

回顧期內，本集團繼續採取審慎的財務政策，並無訂立任何重大的衍生金融工具。本集團並無面對重大的外匯風險，收入主要以港元、人民幣及美元結算，與營運開支的貨幣要求比例大致相符。

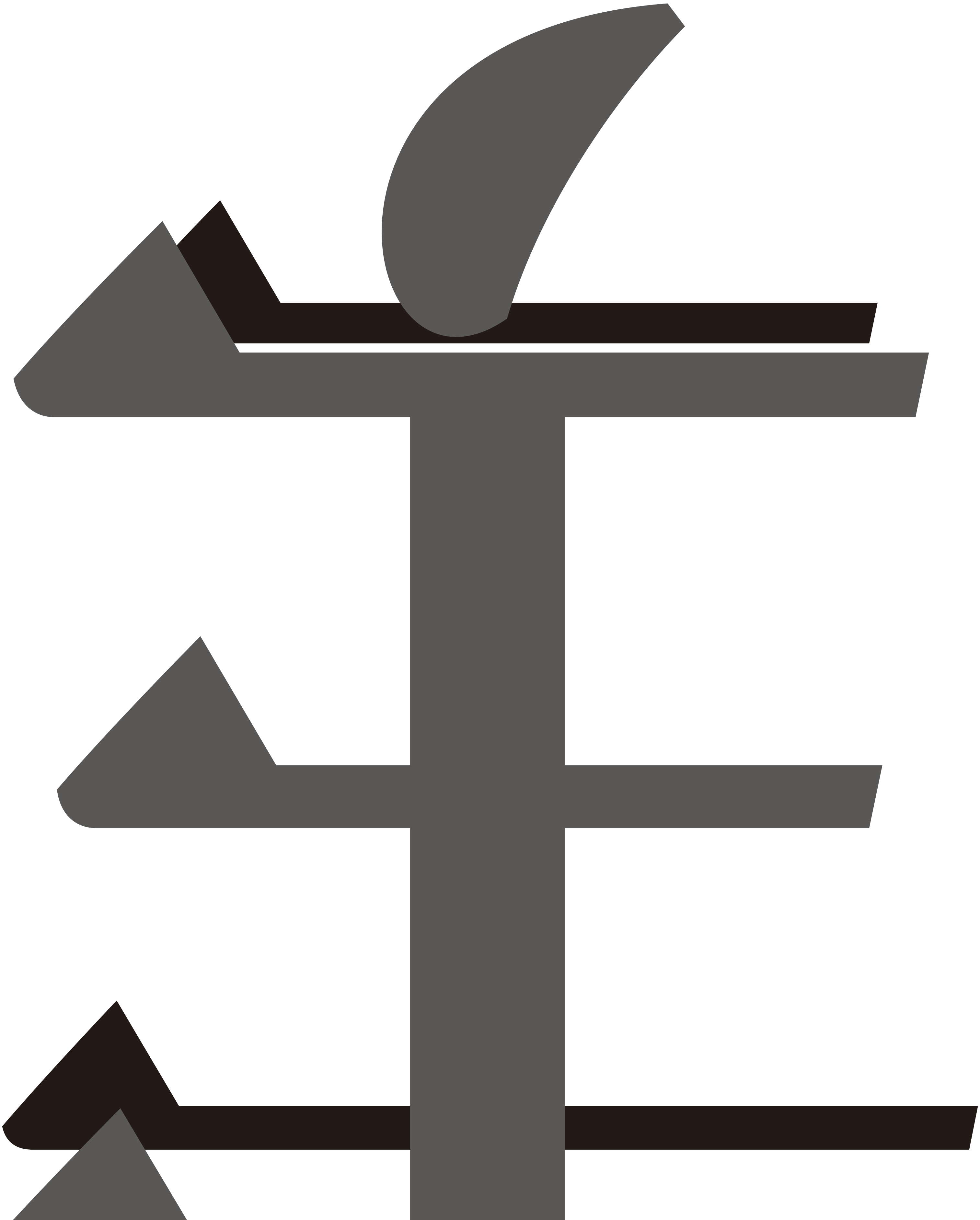
人力資源

於二零二零年十二月三十一日，本集團在全球合共聘用員工約36,000人（二零一九年十二月三十一日：39,000人）。本集團除了提供具競爭力的薪酬待遇外，亦會根據公司的業績和個別員工的表現，發放購股權及特別獎金予合資格員工。本集團持續取得理想業績，有賴完善的人力資源管理規劃。本集團成立之建滔管理學院，多年來積極培育中層及高級管理人員。此外，本集團每年均從中國內地、香港及台灣招聘具潛力之大學畢業生作重點培育。本集團會繼續推行各種儲備人才的培訓，務求為未來長遠發展注入新的活力。

或然負債

(a) 於二零二零年十二月三十一日，本集團為本集團所發展物業之買家之按揭銀行貸款申請提供約586,022,000港元（二零一九年：708,163,000港元）擔保。

本集團就本集團所發展物業之買家取得之貸款向銀行提供擔保。該等擔保將於物業交收予買家及相關按揭物業登記完成時由銀行解除。董事認為，本集團該等財務擔保合約的公平值於初步確認時並不重大，而董事認為有關各方違約的機會極低。因此，於二零二零年十二月三十一日及二零一九年十二月三十一日，於擔保合約開始及報告期間結束時並無確認任何價值。



PROSPECTS

We teem with confidence in the Group's development in 2021. In the first quarter of 2021, the Group continued its strong performance at the end of last year. According to preliminary unaudited operating data, the Group's turnover in the first two months increased significantly compared with the same period last year, and its profit was several times that of the same period last year. The management expects that the business growth momentum will remain strong throughout the year. Grasping opportunities from the global 'new development model', the Group will stay steadfast to the synergistic development of its diversified portfolio of businesses. While committed to cost control, it is keen

PROSPECTS (continued)

Chemicals Division: With crude oil prices treading a dynamic path, and a reduction in chemicals import to China due to overseas capacities contraction, both trends are conducive to the development of the Mainland's chemicals industry. As the Mainland economy recuperates step by step with domestic demand flourishing, the price of chemical products will be further stimulated. The division is committed to improving the use of resources and enhancing environmental protection. It will continue to fully uti69(prices)67.990* .0091 Tc .0826 Tw [(existing)9.1(facilities)9.

DIRECTORS' AND SENIOR MANAGEMENT'S BIOGRAPHIES
董事及高級管理人員之資歷

EXECUTIVE DIRECTORS

Mr. CHEUNG Kwok Wing, aged 65, BBS, is the chairman and a co-founder of the Group. He was the chairman and a non-executive director of Elec & Eltek International Company Limited ("EEIC"), which is a subsidiary of the Company listed on SGX and dual-listed on the Stock Exchange until delisted on 25 September 2020 up to 1 August 2019. Mr. Cheung was the chairman and director of Kingboard Copper Foil Holdings Limited which is the subsidiary of the Company (listed on the SGX until delisted on 10 June 2019) up to 3 January 2012. Mr. Cheung is a director of Hallgain Management Limited, a substantial shareholder of the Company. Mr. Cheung is the brother of Ms. Cheung Wai Lin, Stephanie, the cousin of Mr. Cheung Kwong Kwan, the brother-in-law of Mr. Chang Wing Yiu and Mr. Ho Yin Sang and the father of Mr. Cheung Ka Shing. Mr. Cheung had over 13 years' experience in the sales and distribution of electronic components including laminates prior to the establishment of the Group. Mr. Cheung is responsible for the overall strategic planning of the Group and sets the general direction and goals for the Group. Mr. Cheung won the Young Industrialist Award of Hong Kong 1993, which was organized by the Federation of Hong Kong Industries and was described as "far-sighted, enterprising, and having insight in the business". Mr. Cheung was the winner of the DHL/SCMP Hong Kong Business Award, accredited with the Owner-Operator Award in 2006. In 2011, Mr. Cheung was awarded the Honorary University Fellowships of The University of Hong Kong. In 2013, Mr. Cheung was appointed as a member of the National Committee of the Chinese People's Political Consultative Conference of The People's Republic of China. In 2017, Mr. Cheung was awarded the Bronze Bauhinia Star in Hong Kong Special Administrative Region.

Mr. CHANG Wing Yiu, aged 54, is the managing director of the Group. He is the brother-in-law of Mr. Cheung Kwok Wing and Ms. Cheung Wai Lin, Stephanie and the uncle-in-law of Mr. Cheung Ka Shing. He joined the Group in 1989 and has over 31 years' experience in laminates production. Mr. Chang graduated from the Hong Kong Polytechnic University with a higher diploma in marine electronics. He is responsible for the Group's phenol/acetone plant in Yangzhou, Jiangsu province and in Huizhou, Guangdong province. He was re-designated from a non-executive director to an executive director of EEIC with effect from 1 August 2014.

Mr. CHEUNG Kwong Kwan, aged 56, is the cousin of Mr. Cheung Kwok Wing and Ms. Cheung Wai Lin, Stephanie and the uncle of Mr. Cheung Ka Shing. He joined the Group in 1988 and has been working in the PCB industry since 1984 with particularly extensive experience in marketing components and materials required for PCB production. Mr. Cheung is responsible for the Group's chemical business operations and property developments in southern China.

執行董事

張國榮先生，65歲，銅紫荊星章，本集團主席及創辦人之一。張先生曾出任依利安達集團有限公司(「依利安達」)(為本公司之附屬公司，於新交所上市及於聯交所雙重上市直至二零二零年九月二十五日退市)之主席及非執行董事至二零一九年八月一日。張先生曾出任建滔銅箔集團有限公司(為本公司之附屬公司，於新交所上市直至二零一九年六月十日退市)之主席及董事至二零一二年一月三日。張先生為Hallgain Management Limited之董事，Hallgain Management Limited是本公司的主要股東。張先生為張偉連女士之胞兄；張廣軍先生之堂兄；而鄭永耀先生及何燕生先生則為其妹夫及張家成先生之父親。創立本集團前，張先生於銷售及分銷電子零件(包括覆銅面板)有超過13年經驗。張先生現負責本集團整體策略規劃及為本集團制定整體方向及目標。張先生於一九九三年獲香港工業總會頒發香港青年工業家獎，並獲大會評審委員會評為「有遠見卓識」及「富有企業家精神和洞察力」工業家。張先生亦為二零零六年DHL／南華早報香港商業獎之東主營運獎得主。於二零一一年，張先生獲頒香港大學名譽大學院士。於二零一三年，張先生被委任為中華人民共和國中國人民政治協商會議全國委員會委員。於二零一七年，張先生獲頒授香港特別行政區銅紫荊星章。

鄭永耀先生，54歲，本集團之董事總經理。鄭先生為張國榮先生之妹夫、張偉連女士之姐夫及張家成先生之姑丈。一九八九年加盟本集團，於製造覆銅面板方面累積逾31年經驗。鄭先生畢業於香港理工大學，持有航海電子高級文憑。鄭先生負責本集團位於江蘇省揚州和廣東省惠州的苯酚及丙酮廠之業務。鄭先生於二零一四年八月一日起由依利安達之非執行董事

Δ^ΔÜS)₩ a凋娉賫忙醴祆醭曷臊艟膃疊淪擡杆鷺蘖洴孎

EXECUTIVE DIRECTORS (continued)

Mr. HO Yin Sang, aged 66, is the brother-in-law of Mr. Cheung Kwok Wing and Ms. Cheung Wai Lin, Stephanie and the uncle-in-law of Mr. Cheung Ka Shing. He joined the Group in 1989 and is responsible for the Group's chemical business operations in Hebei and Shanxi province.

Ms. CHEUNG Wai Lin, Stephanie, aged 50, is the sister of Mr. Cheung Kwok Wing, the sister-in-law of Mr. Chang Wing Yiu and Mr. Ho Yin Sang, the cousin of Mr. Cheung Kwong Kwan and the auntie of Mr. Cheung Ka Shing. She joined the Group in 2002. Ms. Cheung was appointed as an executive director and the vice chairperson of EEIC with effect from 1 August 2014 and was redesignated from the vice chairperson to the chairperson of EEIC with effect from 1 August 2019. She is responsible for the strategic planning of EEIC. Prior to joining the Group, she worked as an administration assistant manager in a listed company for about 5 years.

Mr. CHEUNG Ka Shing, aged 33, was appointed as an executive Director with effect from 1 August 2014. He joined the Group in 2009 and is responsible for the property development business of the Group in eastern China. Mr. Cheung obtained his Bachelor of Science degree in the study of Management with International Business at the University of London in 2009. Mr. Cheung is the son of Mr. Cheung Kwok Wing, the nephew of Ms. Cheung Wai Lin, Stephanie and Mr. Cheung Kwong Kwan and nephew-in-law of Mr. Chang Wing Yiu and Mr. Ho Yin Sang.

Mr. CHEN Maosheng, aged 57, was appointed as an executive Director on 11 January 2011. He joined the Group in 1996 and is currently the chief financial controller of the Group in the People's Republic of China ("PRC"). He is responsible for the management of the finance and tax matters of the Group in the PRC. Prior to joining the Group, he worked with the finance and economics department of the government of the PRC for 12 years. Mr. Chen graduated from Jiangxi Finance and Economics University (formerly known as Jiangxi Finance and Economics Institution) in 1990. He is an accountant certified by the finance department of the government of the PRC.

執行董事(續)

何燕生先生，66歲，為張國榮先生之妹夫、張偉連女士之姐夫及張家成先生之姑丈。自一九八九年起加盟於本集團，現時負責本集團於河北省及山西省之化工業務營運。

張偉連女士，50歲，為張國榮先生之胞妹、鄭永耀先生及何燕生先生之內妹、張廣軍先生之堂妹及張家成先生之姑姐，於二零零二年加盟本集團。張偉連女士於二零一四年八月一日獲委任為依利安達執行董事兼副主席並於二零一九年八月一日起由依利安達之副主席調任為主席。她負責依利安達之策略規劃工作。於加盟本集團前，彼於一家上市公司任職助理行政經理約五年。

張家成先生，33歲，於二零一四年八月一日獲委任為執行董事。張先生於二零零九年加盟本集團，負責本集團於華東的物業發展業務。張先生於二零零九年取得倫敦大學管理學及國際商務理學學士學位。張先生為張國榮先生之子、張偉連女士之侄兒、張廣軍先生之堂侄及鄭永耀先生與何燕生先生之侄兒。

陳茂盛先生，57歲，於二零一一年一月十一日獲委任為執行董事。彼於一九九六年加入本集團，現任本集團在中華人民共和國(「中國」)之首席財務總監。彼負責管理本集團在中國之財務及稅務事宜。加盟本集團前，彼於中國政府轄下之財經管理部門工作12年。陳先生於一九九零年畢業於江西財經大學(前稱江西財經學院)。彼獲中國政府財政部授予會計師之資格。

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. CHEUNG Ming Man, aged 64, was appointed as an independent non executive director of the Company with effect from 1 November 2015. Mr. Cheung has extensive experience in the performance and cultural sector. Mr. Cheung has participated in a number of community associations, including the Hong Kong Chinese Importers' & Exporters' Association (Vice Honorary Secretary); The Hong Kong Special Administrative Region Election Committee (First, Second and Third Election Committee Member); Deputy of the National People's Congress of PRC Election Committee (Ninth, Tenth and Eleventh Election Committee Member) and was awarded the Bronze Bauhinia Star in 2010. Mr. Cheung was elected as the Hong Kong deputy to the 12th National People's Congress in December 2012. Mr. Cheung was an independent non-executive director of Mei Ah Entertainment Group Limited (stock code: 00391), a company listed on the Stock Exchange of Hong Kong Limited.

Dr. CHONG Kin Ki, aged 65, was appointed as independent non-executive Director in 1 July 2016. He obtained a Bachelor of Medicine and Bachelor of Surgery from the University of Hong Kong in 1980. He became a Fellow of the Royal College of Surgeons of Edinburgh in 1984, a Foundation Fellow of the Hong Kong Academy of Medicine in 1993, a Foundation Fellow of the Hong Kong College of Surgeons in 1993. Dr. Chong has been a private medical practitioner since 1989 and become a Registered Specialist in General Surgery since 1993.

Mr. CHAN Wing Kee, GBM, GBS, OBE, JP, aged 74, was appointed as an independent non-executive Director on 1 July, 2017. He received a Bachelor's degree in Industrial Engineering in 1970 and he has over 50 years of experience in the textiles and garment manufacturing industry. Mr. Chan joined Yangtzekiang Garment Limited (stock code: 294), a garment

INDEPENDENT NON-EXECUTIVE DIRECTORS (continued)

Mr. Stanley Chung Wai Cheong, aged 51, has appointed as independent non executive director of the Company on 31 October 2020. Mr. Chung graduated with a Bachelor of Commerce Degree from the University of Melbourne in 1993. He is a fellow member of the Hong Kong Institute of Certified Public Accountants and is a certified practicing accountant of CPA Australia. Mr. Chung possesses over 25 years' experience in accounting and financial management. He had also served as the financial controller for a number of listed companies in Hong Kong between 1997 and 2010, and as the Chief Financial Officer in Asia for both private and public multinational companies over the past decade. He is currently the General Manager and Regional Finance Director of AMI Hong Kong Holdco Limited. Mr. Chung was appointed as the financial controller and company secretary of the Company from 1997 to 2001, and as an independent non-executive director of EEIC from 2011 to 12 October 2020.

SENIOR MANAGEMENT

Mr. LO Ka Leong, aged 47, the Company Secretary, joined the Group in May 1999. Prior to that, he was an accountant at an international accounting firm. Mr. Lo is a fellow member of Hong Kong Institute of Certified Public Accountants. He holds a Bachelor's Degree in Professional Accountancy from The Chinese University of Hong Kong. He is in charge of the company secretarial work of the Group. He is a non-executive director of KLHL, a 73.17% owned subsidiary listed on the main board of the Stock Exchange. Mr. Lo has taken no less than 15 hours of relevant professional training during the year ended 31 December 2020 in accordance with Rule 3.29 of the Listing Rules.

獨立非執行董事(續)

鍾偉昌先生，51歲，於二零二零年十月三十一日獲委任為本公司獨立非執行董事。於一九九三年在墨爾本大學畢業，持有商務學士學位。彼為香港會計師公會資深會員，亦為澳

DIRECTORS' REPORT
董事會報告

BUSINESS REVIEW

DIVIDEND POLICY

The Company has a dividend policy, the objective of which is to allow the Shareholders to participate in the Company's profits whilst retaining adequate reserves to sustain the Group's future growth. The declaration, form, frequency and amount of dividend paid by the Company must be in accordance with relevant laws and regulations and subject to the articles of association of the Company. In deciding whether to declare any dividend, the Board will take into account a number of factors, including the financial results, the distributable reserves, the operations and liquidity requirements, and the current and future development plans of the Company. The Board

INVESTMENTS (continued)

投資（續）

The following table sets out the important investments held by the Group as at 31 December 2020. None of the value of the following or any other securities investments of the Company was on standalone or aggregate basis 5% or more of the total assets of the Company as of the end of the reporting period:

下表披露本集團於二零二零年十二月三十一日持有之重要投資。截至報告期末，本公司以下或任何其他證券投資的價值均未單獨或合計占本公司總資產的5%或以上：

Name of investments 投資名稱	Number of bond held 持有之債券數目 HK$'000 千股	% of bonds held 持有之債券百分比	Investment cost 投資成本 HK$'000 千港元	Fair value as at 31 December 2020 於二零二零年十二月三十一日的公平值 HK$'000 千港元	% to the Group's total assets 佔本集團總資產百分比	Bond interest for the year 本年度債券利息 HK$'000 千港元	Gain (loss) on disposal 出售收益／（虧損） HK$'000 千港元	Unrealised gain (loss) 未實現收益／（虧損） '000 千港元
Bonds listed on Singapore Exchange Securities Trading Limited ("SGX-ST") by Country Garden Holdings Limited (HK stock code: 2007) 碧桂園控股有限公司（於聯交所上市，股份代號：2007）於新加坡證券交易所有限公司（「新交所」）上市之債券								
fixed coupon interest 7.125% per annum and maturity date in January 2022 具有年息7.125厘之固定票息，到期日為二零二二年一月	20,500	4.8%	159,431	168,951	0.2%	18,458	46,659	9,520
Bond listed on SGX-ST by Guangzhou R&F Properties Co., Ltd. (HK stock code: 2777): 廣州富力地產股份有限公司（於聯交所上市，股份代號：2777）於新交所上市之債券：								
(i) fixed coupon rate of 5.875% per annum and maturity date in February 2023 (i) 具有年息5.875厘之固定票息，並於二零二三年二月到期	38,000	7.6%	285,485	261,412	0.3%	5,702	(67,713)	(24,405)
(ii) fixed coupon rate of 8.75% per annum and maturity date in January 2021 (ii) 具有年息8.75厘之固定票息，並於二零二一年一月到期	12,041	2.4%	93,708	97,766	0.1%	8,244	16,500	4,058
(iii) fixed coupon rate of 7% per annum and maturity date in April 2021 (iii) 具有年息7厘之固定票息，並於二零二一年四月到期	26,000	4.3%	202,800	202,832	0.2%	17,943	291	32
(iv) fixed coupon rate of 8.875% per annum and maturity date in September 2021 (iv) 具有年息8.875厘之固定票息，並於二零二一年九月到期	18,500	9.3%	144,232	148,740	0.2%	11,482	16,583	4,508
(v) fixed coupon rate of 12.375% per annum and maturity date in November 2022 (v) 具有年息12.375厘之固定票息，並於二零二二年十一月到期	100,000	27.8%	780,000	801,287	0.9%	13,487	-	21,287

INVESTMENTS (continued)

All of Country Garden Holdings Company Limited (stock code: 2007) ("CGH"), and Guangzhou R&F Properties Co., Ltd (stock code: 2777) ("GRFP") are principally engaged in the properties sector.

Based on the announcements of CGH dated 20 September 2018, the senior notes ("CGH January 2022 Senior Notes") were issued by CGH in September 2019, and due in January 2022. The CGH January 2022 Senior Notes are listed on the SGX-ST and carry an interest of 7.125% per annum and interests are payable semi-annually. The proceeds from the CGH January 2022 Senior Notes were intended to be used mainly for refinancing CGH's existing offshore indebtedness.

According to the announcement of annual results for the year ended 31 December 2020 of CGH, as at 31 December 2020, its group's net gearing ratio increased from 46.3% that as at 31 December 2019 to 55.6%.

投資(續)

碧桂園控股有限公司(股份代號：2007)(「碧桂園」)及廣州富力地產股份有限公司(股份代號：2777)(「廣州富力地產」)均主要從事房地產行業。

根據碧桂園於二零一八年九月二十日刊發的公告，碧桂園於二零一九年九月發行了於二零二二年一月到期的優先票據(「碧桂園二零二二年一月優先票據」)。碧桂園二零二二年一月優先票據於新交所上市，息率每年7.125厘，按半年期分期支付。碧桂園二零二二年一月優先票據發行所得款項主要擬用於碧桂園現有離岸債務再融資。

根據碧桂園截至二零二零年十二月三十一日止年度的年度業績公告，於二零二零年十二月三十一日，該集團淨負債比率由於二零一九年十二月三十一日的46.3%增加至55.6%。

INVESTMENTS (continued)

Based on the announcements of GRFP dated 13 November 2017, 4 January 2019, 18 April 2018, 19 September 2018 and 12 November 2020: (i) the senior notes ("GRFP February 2023 Senior Notes") were issued by GRFP in November 2017, and due in February 2023. The GRFP February 2023 Senior Notes are listed on the SGX and carry an interest of 5.875% per annum and interests are payable semi-annually. The proceeds from the GRFP February 2023 Senior Notes were intended to be used to refinance debt and for general corporate purposes of GRFP; (ii) the senior notes ("GRFP January 2021 Senior Notes") were issued by GRFP in January 2019, and due in January 2021. The GRFP January 2021 Senior Notes are listed on SGX and carry an interest of 8.75% per annum and interests are payable semi-annually. The proceeds from the GRFP January 2021 Senior Notes were mainly for offshore refinancing; (iii) the senior notes due April 2021 ("GRFP April 2021 Senior Notes") were issued by GRFP in April 2018, and due in April 2021. The GRFP April 2021 Senior Notes are listed on the SGX and carry an interest of 7% per annum and interests are payable semi-annually. The proceeds from the GRFP April 2021 Senior Notes were intended to refinance debt and for general corporate purposes, (iv) the senior notes due September 2021 ("GRFP September 2021 Senior Notes") were issued by GRFP in September 2018, and due in September 2021. The GRFP September 2021 Senior Notes are listed on the SGX and carry an interest of 8.875% per annum and interests are payable semi-annually. The net proceeds from the GRFP September 2021 Senior Notes were mainly for offshore refinancing; and (v) the senior notes due November 2022 ("GRFP November 2022 Senior Notes") were issued by GRFP in November 2020, and due in November 2022. The GRFP November 2022 Senior Notes are listed on the SGX and carry on interest of 12.375% per annum and interests are payable semi-annually. The net proceeds from the GRFP November 2022 Senior Notes were mainly for refinancing medium to long-term debt that will be due within one year.

According to the announcement of annual result for the year ended 31 December 2020 of GRFP, the net debt to total equity ratio of GRFP decreased to 130% at 31 December 2020 from 199% at 31 December 2019.

投資(續)

根據廣州富力地產日期為二零一七年十一月十三日、二零一九年一月四日、二零一八年四月十八日及二零一八年九月十九日及二零二零年十一月十二日的公告：(i)優先票據(「廣州富力地產二零二三年二月優先票據」)由廣州富力地產於二零一七年十一月發行，於二零二三年二月到期。廣州富力地產二零二三年二月優先票據於新交所上市，按年利率5.875%計息，每半年派息一次。廣州富力地產二零二三年二月優先票據所得款項擬用於廣州富力地產債務再融資及一般公司用途；(ii)優先票據(「廣州富力地產二零二一年一月優先票據」)由廣州富力地產於二零一九年一月發行，於二零二一年一月到期。廣州富力地產二零二一年一月優先票據於新交所上市，按年利率8.75%計息，每半年派息一次。廣州富力地產二零二一年一月優先票據所得款項主要用於離岸再融資；(iii)二零二一年四月到期的優先票據(「廣州富力地產二零二一年四月優先票據」)由廣州富力地產於二零一八年四月發行，於二零二一年四月到期。廣州富力地產二零二一年四月優先票據於新交所上市，按年利率7%計息，每半年派息一次。廣州富力地產二零二一年四月優先票據所得款項擬用於廣州富力地產債務再融資及一般公司用途；(iv)二零二一年九月到期的優先票據(「廣州富力地產二零二一年九月優先票據」)由廣州富力地產於二零一八年九月發行，於二零二一年九月到期。廣州富力地產二零二一年九月優先票據於新交所上市，按年利率8.875%計息，每半年派息一次。廣州富力地產二零二一年九月優先票據所得款項淨額主要用於離岸再融資；及(v)二零二二年十一月到期的優先票據(「廣州富力地產二零二二年十一月優先票據」)由廣州富力地產於二零二零年十一月發行，於二零二二年十一月到期。廣州富力地產二零二二年十一月優先票據於新交所上市，按年利率12.375%計息，每半年派息一次。廣州富力地產二零二二年十一月優先票據所得款項淨額主要用於一年內到期的中長期債務的再融資。

根據廣州富力地產截至二零二零年十二月三十一日止年度的年度業績公告，廣州富力地產的總資本淨借貸比率由二零一九年十二月三十一日的199%減少至二零二零年十二月三十一日130%。

INVESTMENTS (continued)

For further information of the business and financial performance of the above companies, please refer to the report and announcements referred in the above paragraphs. Please also refer to the respective publications of the above companies from time to time for updates on their prospects and performances. The report and announcements referred above do not form part of this annual report and do not constitute any publication issued by, or any opinion, advice or view of, the Company or any of the Directors.

The Group's Investment Strategy for These Investments

By leveraging our experience in sales and rental properties, our major investments have focused mainly on the securities instruments of issuers engaging in the properties sector. Our investment objectives is to generate stable additional interest income.

PROPERTIES, PLANT AND EQUIPMENT

Details of the movements in properties, plant and equipment of the Group during the year are set out in Note 15 to the consolidated financial statements.

SHARE CAPITAL

Details of the movements during the year in the issued share capital of the Company are set out in Note 31 to the consolidated financial statements.

投資（續）

有關上述公司業務及財務表現的進一步資料，請參閱上文各段所述報告及公告。有關相關公司前景及表現的更新資料，請同時參閱上述公司不時發出的相關刊物。上述報告及公告概不構成本年報的一部分，亦不構成本公司或其任何董事發出的刊物或提供的意見、建議或見解。

本集團就該等投資的投資策略

憑藉我們銷售及出租物業的經驗，我們的主要投資主要集中於從事房地產業的發行人發行之證券工具。我們的投資目標為產生穩定額外利息收入。

物業、廠房及設備

本集團之物業、廠房及設備於年內之變動詳情載於綜合財務報表附註15。

股本

本公司已發行股本於年內之變動詳情載於綜合財務報表附註31。

TAX RELIEF

The Company is not aware of any relief from taxation available to Shareholders by reason of their holding of Company's shares.

稅項減免

本公司並不知悉，股東因持有本公司股份而獲減免任何稅項。

PURCHASE, SALE OR REDEMPTION OF SHARES

During the year, the Company purchased 2,016,000 Shares on the Stock Exchange for an aggregate consideration of HK$44,948,120 before expenses pursuant to the share buy-back mandate approved by our shareholders at the annual general meeting held on 27 May 2019 and 25 May 2020. The bought-back Shares were subsequently cancelled. The purchase was effected by the Board for the enhancement of shareholder value in the long term. Details of the shares purchases are as follows:

購買、出售或贖回本公司之上市證券

於年內，據二零一九年五月二十七日及二零二零年五月二十五日舉行的本公司股東週年大會上股東通過購回股份的授權，本公司於聯交所以總代價44,948,120港元（未計開支）購回2,016,000股股份。購回的股份其後已被註銷。董事會進行回購旨在長遠提高股東價值。有關購回股份之詳情載列如下：

	Purchase consideration per share 每股購買代價			
Date of purchase 購買日期	Highest price paid 所付最高價 HK$ 港元	Lowest price paid 所付最低價 HK$ 港元	No. of shares purchased 購買股份數目	Aggregate consideration 所付總代價 HK$ 港元
9 January 2020 二零二零年一月九日	24.85	24.20	500,000	12,314,450
30 March 2020 二零二零年三月三十日	17.82	17.62	580,000	10,297,830
2 April 2020 二零二零年四月二日	17.76	17.76	29,500	523,920
12 June 2020 二零二零年六月十二日	20.25	19.80	300,000	6,006,220
3 November 2020 二零二零年十一月三日	26.40	26.35	300,000	7,918,775
9 November 2020 二零二零年十一月九日	25.75	25.70	306,500	7,886,925
Total 總計			2,016,000	44,948,120

PURCHASE, SALE OR REDEMPTION OF SHARES (continued)

During the year, the Group has, by way of a voluntary conditional cash offer, purchased 49,289,543 ordinary shares of EEIC with an aggregate sum of HK$875,382,000. EEIC was listed on the main Board of SGX and main board of the Stock Exchange. Following the abovementioned purchase, EEIC was delisted from the Official List of SGX and Stock Exchange on 25 September 2020.

Please refer to the joint announcement of the Company and EEIC dated 3 April 2020 and the announcement of EEIC dated 6 and 18 August 2020 and 1, 4, 21 and 24 September 2020 for details.

During the year, apart from the above, there was no purchase, sale or redemption by the Company, or any of subsidiaries, of its listed securities.

購買、出售或贖回本公司之上市證券(續)

於年內，本集團通過提出自願無條件現金要約的方式，收購依利安達的49,289,543股普通股，總額為875,382,000港元。依利安達於新交所主板及聯交所主板上市。上述收購完成後，依利安達於二零二零年九月二十五日自新交所及聯交所的官方名單中退市。

詳情請參閱本公司及依利安達日期為二零二零年四月三日的聯合公告及依利安達日期為二零二零年八月六日、二零二零年八月十八日、二零二零年九月一日、二零二零年九月四日、二零二零年九月二十一日及二零二零年九月二十四日的公告。

年內，除上述之外，本公司或任何附屬公司概無購買、出售或贖回本公司之上市證券。

DISTRIBUTABLE RESERVES OF THE COMPANY

The Company's reserves available for distribution to Shareholders as at 31 December 2020 comprised the retained profit of HK$53,443,000 (2019: retained profit of HK$150,435,000).

In addition to the retained profits of the Company, the share premium and the special surplus account of the Company are also available for distribution to Shareholders provided that the Company will be able to pay its debts as they fall due in the ordinary course of business immediately following the date on which any such distribution is proposed to be paid.

At 31 December 2020, the sum of the retained profits and the share premium of the Company amounted to approximately HK$6,619,303,000 (2019: HK$6,717,287,000).

本公司可分派之儲備

於二零二零年十二月三十一日，本公司可向股東分派之儲備包括保留溢利53,443,000港元(二零一九年：保留溢利150,435,000港元)。

除本公司之保留溢利外，本公司之股份溢價及特別盈餘賬目亦可向股東分派，惟於緊隨建議
蚳揙スゾ婄轗驤鞢醰港 k 翐 楉 潦 窨 彽 祆 臒 牏

DIRECTORS AND DIRECTORS' SERVICE CONTRACTS

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

Executive Directors:

Mr. Cheung Kwok Wing *(Chairman)*
Mr. Chang Wing Yiu *(Managing Director)*
Mr. Cheung Kwong Kwan
Mr. Ho Yin Sang
Ms. Cheung Wai Lin, Stephanie
Mr. Cheung Ka Shing
Mr. Chen Maosheng

Independent non-executive Directors:

Mr. Cheung Ming Man
Dr. Chong Kin Ki
Mr. Leung Tai Chiu (resigned on 31 October 2020)
Mr. Chan Wing Kee
Mr. Stanley Chung Wai Cheong (appointed on 31 October 2020)

At the forthcoming annual general meeting of the Company, each of Mr. Chang Wing Yiu, Mr. Cheung Ka Shing and Mr. Chen Maosheng, being executive Directors and Dr. Chong Kin Ki and Mr. Stanley Chung Wai Cheong, being independent non-executive Directors, will retire from directorship by rotation and will be eligible for re-election at the forthcoming annual general meeting of the Company in accordance with Article 82 and Article 92 of the Company's articles of association. Mr. Chang Wing Yiu, Mr. Cheung Ka Shing and Mr. Chen Maosheng, being executive Directors, and Dr. Chong Kin Ki and Mr. Stanley Chung Wai Cheong, being independent non-executive Directors, will offer themselves for re-election.

Biographical details of the above Directors are set out in the section "Directors' and Senior Management's Biographies".

No Director proposed for re-election at the forthcoming annual general meeting of the Company has a service contract which is not terminable by the Group within one year without payment of compensation (other than statutory

DIRECTORS' INTERESTS IN SHARES

董事之股份權益

At 31 December 2020, the interests of the Directors and their associates in the shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")), as recorded in the register maintained by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers, were as follows:

於二零二零年十二月三十一日，董事及彼等之聯繫人士於本公司及其相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)之股份、相關股份或債券中，擁有本公司根據證券及期貨條例第352條存置之登記冊所記錄之權益，或根據上市發行人董事進行證券交易的標準守則已知會本公司及聯交所之權益如下：

Long position

長倉

(a) Ordinary shares of HK$0.1 each of the Company ("Shares")

(a) 本公司每股面值0.1港元之普通股(「股份」)

Name of Director 董事姓名	Capacity 權益性質	Number of issued Shares held 所持已發行股份數目	Approximate percentage of the issued share capital of the Company 佔本公司已發行股本之概約百分比
Mr. Cheung Kwok Wing (Note 1) 張國榮先生(附註1)	Beneficial owner/interest of spouse 實益擁有人／配偶權益	8,924,405	0.8071%
Mr. Chang Wing Yiu (Note 2) 鄭永耀先生(附註2)	Beneficial owner/Interest of spouse 實益擁有人／配偶權益	9,087,228	0.8218%
Mr. Cheung Kwong Kwan 張廣軍先生	Beneficial owner 實益擁有人	4,457,000	0.4031%
Mr. Ho Yin Sang (Note 3) 何燕生先生(附註3)	Beneficial owner/Interest of spouse 實益擁有人／配偶權益	4,186,700	0.3786%
Ms. Cheung Wai Lin, Stephanie (Note 4) 張偉連女士(附註4)	Beneficial owner/Interest of spouse 實益擁有人／配偶權益	2,339,000	0.2115%
Mr. Cheung Ka Shing 張家成先生	Beneficial owner 實益擁有人	1,941,000	0.1755%
Mr. Cheung Ming Man 張明敏先生	Beneficial owner 實益擁有人	35,000	0.0032%
Dr. Chong Kin Ki 莊堅琪醫生	Beneficial owner 實益擁有人	200,000	0.0181%
Mr. Chan Wing Kee 陳永棋先生	Beneficial owner 實益擁有人	285,000	0.0258%

DIRECTORS' INTERESTS IN SHARES (continued)

董事之股份權益(續)

Long position (continued)

(a) Ordinary shares of HK$0.1 each of the Company ("Shares") (continued)

Notes:

(1) Out of the 8,924,405 Shares, 8,638,905 Shares were held by Mr. Cheung Kwok Wing and 285,500 Shares were held by his spouse.

(2) Out of the 9,087,228 Shares, 8,416,488 Shares were held by Mr. Chang Wing Yiu and 670,740 Shares were held by his spouse.

(3) Out of the 4,186,700 Shares, 3,312,500 Shares were held by Mr. Ho Yin Sang and 874,200 Shares were held by his spouse.

(4) Out of the 2,339,000 Shares, 2,319,000 Shares were held by Ms. Cheung Wai Lin, Stephanie and 20,000 Shares were held by her spouse.

長倉(續)

(a) 本公司每股面值0.1港元之普通股(「股份」)(續)

附註：

(1) 於該8,924,405股股份當中，其中8,638,905股股份乃由張國榮先生本人持有，而285,500股股份則由其配偶持有。

(2) 於該9,087,228股股份當中，其中8,416,488股股份乃由鄭永耀先生本人持有，而670,740股股份則由其配偶持有。

(3) 於該4,186,700股股份當中，其中3,312,500股股份乃由何燕生先生本人持有，而874,200股股份則由其配偶持有。

(4) 於該2,339,000股股份當中，其中2,319,000股股份乃由張偉連女士本人持有，而20,000股股份則由其配偶持有。

(b) Share options of the Company ("Share Options")

(b) 本公司購股權(「購股權」)

Name of Director 董事姓名	Capacity 權益性質	Interest in underlying Shares pursuant to the Share Options 根據購股權於有關股份的權益
Mr. Ho Yin Sang 何燕生先生	Beneficial owner 實益擁有人	1,500,000
Mr. Cheung Ka Shing 張家成先生	Beneficial owner 實益擁有人	1,520,000

DIRECTORS' INTERESTS IN SHARES (continued) 董事之股份權益(續)

Long position (continued) 長倉(續)

(c) Ordinary shares of HK$0.1 each ("KLHL Shares") in KLHL, a non-wholly owned subsidiary of the Company

(c) 本公司非全資擁有附屬公司建滔積層板每股面值0.1港元之普通股(「建滔積層板股份」)

Name of Director 董事姓名	Capacity 權益性質	Number of issued KLHL Shares held 所持已發行建滔積層板股份數目	Approximate percentage of the issued share capital of KLHL 佔建滔積層板已發行股本之概約百分比
Mr. Cheung Kwok Wing (Note 1) 張國榮先生(附註1)	Beneficial owner/Interest of spouse 實益擁有人/配偶權益	6,939,500	0.2224%
Mr. Chang Wing Yiu (Note 2) 鄭永耀先生(附註2)	Beneficial owner/Interest of spouse 實益擁有人/配偶權益	15,532,500	0.4978%
Mr. Ho Yin Sang (Note 3) 何燕生先生(附註3)	Beneficial owner/Interest of spouse 實益擁有人/配偶權益	5,200,000	0.1667%
Mr. Cheung Kwong Kwan 張廣軍先生	Beneficial owner 實益擁有人	2,000,000	0.0641%
Mr. Cheung Ka Shing 張家成先生	Beneficial owner 實益擁有人	2,379,000	0.0763%
Ms. Cheung Wai Lin, Stephanie 張偉連女士	Beneficial owner 實益擁有人	2,000,000	0.0641%

Note:

(1) Out of the 6,939,500 KLHL Shares, 6,459,500 KLHL Shares were held by Mr. Cheung Kwok Wing and 480,000 KLHL Shares were held by his spouse.

(2) Out of the 15,532,500 KLHL Shares, 14,732,500 KLHL Shares were held by Mr. Chang Wing Yiu and 800,000 KLHL Shares were held by his spouse.

(3) Out of the 5,200,000 KLHL Shares, 4,200,000 KLHL Shares were held by Mr. Ho Yin Sang and 1,000,000 KLHL Shares were held by his spouse.

附註:

(1) 於該6,939,500股建滔積層板股份當中,其中6,459,500股建滔積層板股份乃由張國榮先生本人持有,而480,000股建滔積層板股份則由其配偶持有。

(2) 於該15,532,500股建滔積層板股份當中,其中14,732,500股建滔積層板股份乃由鄭永耀先生本人持有,而800,000股建滔積層板股份則由其配偶持有。

(3) 於該5,200,000股建滔積層板股份當中,其中4,200,000股建滔積層板股份乃由何燕生先生本人持有,而1,000,000股建滔積層板股份則由其配偶持有。

DIRECTORS' INTERESTS IN SHARES (continued)

董事之股份權益(續)

Long position (continued)

長倉(續)

(d) Non-voting deferred shares of HK$1 each in the share capital of Kingboard Laminates Limited, a non-wholly owned subsidiary of the Company

(d) 本公司非全資擁有附屬公司建滔積層板有限公司股本中每股面值1港元之無投票權遞延股份

Name of Director 董事姓名	Capacity 權益性質	Number of non-voting deferred shares held (Note) 所持無投票權遞延股份數目(附註)
Mr. Cheung Kwok Wing 張國榮先生	Beneficial owner 實益擁有人	1,904,400
Mr. Chang Wing Yiu 鄭永耀先生	Beneficial owner 實益擁有人	423,200
Mr. Cheung Kwong Kwan 張廣軍先生	Beneficial owner 實益擁有人	846,400
Mr. Ho Yin Sang 何燕生先生	Beneficial owner 實益擁有人	529,000

Note: None of the non-voting deferred shares of Kingboard Laminates Limited are held by the Group. Such deferred shares carry no rights to receive notice of or to attend or vote at any general meeting of Kingboard Laminates Limited and have practically no rights to dividends or to participate in any distribution on winding up.

附註： 本集團概無持有建滔積層板有限公司之無投票權遞延股份。該等遞延股份並無附帶可收取建滔積層板有限公司任何股東大會通告或出席股東大會及於會上投票之權利，亦沒有收取股息或於清盤時獲得任何分派之實際權利。

Other than as disclosed above, none of the Directors nor their associates had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as at 31 December 2020. Further details of the share options of the Company and its subsidiaries and the Directors' interests in them are available in the section headed "Share Options" in and note 32 to the consolidated financial statements of this Report.

除上述披露者外，於二零二零年十二月三十一日，概無董事或彼等之聯繫人士於本公司或其任何相聯法團(定義見證券及期貨條例第XV部)之任何股份、相關股份或債券中擁有任何權益或短倉。有關本公司及其附屬公司的購股權以及董事於當中的權益詳情，載於本報告「購股權」一節以及綜合財務狀況表附註32。

SHARE OPTIONS

Particulars of the share option schemes of the Company, and EEIC and KLHL (including their vesting and exercise period) are set out in Note 32 to the consolidated financial statements.

Under the Scheme of the Company, on 16 September 2020 and 30 November 2020, an aggregate of 2,650,000 share options were exercised at the exercise prices of HK$17.304 per share with closing market price of HK$26.75 and HK$30.10 on the immediately preceding business days respectively and weighted average closing prices of HK$26.25 and HK$29.64 on the immediately preceding five business day respectively.

The following table discloses movements in the Share Options under the Scheme during the year:

		Outstanding as at 1 January 2020 於二零二零年一月一日尚未行使	Granted during the year 於年內授出	Exercised during the year 於年內行使	Outstanding as at 31 December 2020 於二零二零年十二月三十一日尚未行使
Category 1: Directors	第1類：董事				
Mr. Ho Yin Sang	何燕生先生	1,500,000	–	–	1,500,000
Ms. Cheung Wai Lin, Stephanie	張偉連女士	1,750,000	–	(1,750,000)	–
Mr. Cheung Ka Shing	張家成先生	1,980,000	–	(460,000)	1,520,000

SHARE OPTIONS (continued)

購股權(續)

The following table discloses movements in KLHL Share Options during the year:

下表披露建滔積層板購股權於年內之變動：

		Outstanding as at 1 January 2020 於二零二零年一月一日尚未行使	Granted during the year 於年內授出	Exercised during the year 於年內行使	Outstanding as at 31 December 2020 於二零二零年十二月三十一日尚未行使
KLHL Directors and employees	建滔積層板董事及僱員	39,000,000	–	(39,000,000)	–
Total	總計	39,000,000	–	(39,000,000)	–

Save as disclosed, no share option was exercised during the year under review. There was no share option granted, cancelled or had lapsed under the Company's or its subsidiaries share option schemes during the year under review.

除上文披露者外，於回顧年度內概無購股權獲行使。本公司及其附屬公司之購股權計劃項下於回顧年度內並無授出、註銷購股權或購股權失效。

ARRANGEMENTS TO PURCHASE SHARES OR DEBENTURES

購買股份或債券之安排

Other than the options as disclosed above, at no time during the year was the Company or any of its subsidiaries a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

除上文披露購股權外，本公司或其任何附屬公司於年內任何時間概無參與訂立任何安排，致使董事可藉購入本公司或任何其他法人團體之股份或債券而獲益。

TRANSACTIONS, ARRANGEMENT OR CONTRACTS OF SIGNIFICANCE

重大交易、安排或合約

Save as disclosed in the paragraph headed "Connected Transactions" in this report and in Note 44 to the consolidated financial statements, (a) there is no transaction, arrangement or contract of significant subsisting during or at the end of 31 December 2020 in which a Director or a an entity connected with a Director is or was materially interested, either directly or indirectly; (b) there is no contract of significance between the Company or any of its subsidiaries, and the controlling shareholder of the Company or any of its subsidiaries; (c) there is no contract of significance for the provision of services to the Company or any of its subsidiaries by the controlling shareholder of the Company or any of its subsidiaries.

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SUBSTANTIAL SHAREHOLDERS

At 31 December 2020, the register of substantial Shareholders maintained by the Company pursuant to Section 336 of the SFO shows that, other than

CORPORATE GOVERNANCE

In the opinion of the Directors, the Company has adopted the principles of good corporate governance and complied with the applicable code provisions as set out in the Corporate Governance Code (the "CG Code") contained in

CONNECTED TRANSACTIONS (continued)

關連交易(續)

(a) KHL/Hallgain Purchase Framework Agreement

On 25 October 2019, the Company and Hallgain (controlling shareholder of the Company) entered into a purchase framework agreement (the "KHL/Hallgain Purchase Framework Agreement") pursuant to which the Group agreed to purchase certain materials for the production of PCBs such as copper balls and drill bits from Hallgain and its subsidiaries (the "Hallgain Group") from 1 January 2020 to 31 December 2022. Under the KHL/Hallgain Purchase Framework Agreement, the amount of materials to be purchased is not fixed but is to be determined and agreed between the parties from time to time. The actual quantity, specification and price (with reference to the prevailing market price) of the materials under the KHL/Hallgain Purchase Framework Agreement will be subject to the individual orders placed by the Group with the Hallgain Group.

The transactions contemplated under the KHL/Hallgain Purchase Framework Agreement constituted continuing connected transactions for the Company pursuant to Chapter 14A of the Listing Rules on the basis that Hallgain is a substantial Shareholder and hence a connected person of the Company under the Listing Rules.

The annual cap and the actual transaction amount of the transactions contemplated under the KHL/Hallgain Purchase Framework Agreement for the year ended 31 December 2020 are set out in the table below. Details of the KHL/Hallgain Purchase Framework Agreement were disclosed in the Company's joint announcement dated 25 October 2019.

(a) 建滔集團／Hallgain購買框架協議

於二零一九年十月二十五日，本公司與Hallgain（本公司之控股股東）訂立購買框架協議（「建滔集團／Hallgain購買框架協議」），據此，本集團同意於二零二零年一月一日至二零二二年十二月三十一日向Hallgain及其附屬公司（「Hallgain集團」）購買銅球及鑽咀等生產印刷線路板的若干材料。根據建滔集團／Hallgain購買框架協議，將購買之材料數量並非固定，而是由訂約方不時釐定及同意。建滔集團／Hallgain購買框架協議項下之材料實際數量、規格及價格（參考現行市價）將視乎本集團向Hallgain集團作出之個別訂單而定。

由於Hallgain為主要股東，根據上市規則為本公司之關連人士，故根據上市規則第14A章，建滔集團／Hallgain購買框架協議項下之交易構成本公司之持續關連交易。

建滔集團／Hallgain購買框架協議項下之交易截至二零二零年十二月三十一日止年度之年度上限及實際交易額載於下表。建滔集團／Hallgain購買框架協議之詳情已於本公司日期為二零一九年十月二十五日之聯合公告中披露。

CONNECTED TRANSACTIONS (continued)

關連交易(續)

(b) KLHL/Hallgain Supply Framework Agreement

On 25 October 2019, KLHL and Hallgain entered into a supply framework agreement (the "KLHL/Hallgain Supply Framework Agreement") pursuant to which the KLHL Group agreed to supply copper and laminates to the Hallgain Group from 1 January 2020 to 31 December 2022. Under the KLHL/Hallgain Supply Framework Agreement the amount to be supplied is not fixed but is to be determined and agreed between the parties from time to time. The actual quantity, specification and price (with reference to the prevailing market price) of the products under the KLHL/Hallgain Supply Framework Agreement will be subject to the individual orders placed by the Hallgain Group with the KLHL Group.

The transactions contemplated under the KLHL/Hallgain Supply Framework Agreement constituted continuing connected transactions for the Company pursuant to Chapter 14A of the Listing Rules on the basis that Hallgain is a substantial Shareholder and hence a connected person of the Company under the Listing Rules, and KLHL is a subsidiary of the Company.

The annual cap and the actual transaction amount of the transactions contemplated under the KLHL/Hallgain Supply Framework Agreement for the year ended 31 December 2020 are set out in the table below. Details of the KLHL/Hallgain Supply Framework Agreement were disclosed in the Company's joint announcement dated 25 October 2019, and KLHL's circular dated 21 November 2019.

(b) 建滔積層板／Hallgain供應框架協議

於二零一九年十月二十五日，建滔積層板與Hallgain訂立供應框架協議(「建滔積層板／Hallgain供應框架協議」)，據此，建滔積層板集團同意於二零二零年一月一日至二零二二年十二月三十一日向Hallgain集團供應銅及覆銅面板。根據建滔積層板／Hallgain供應框架協議，將供應之數量並非固定，而是由訂約方不時釐定及同意。建滔積層板／Hallgain供應框架協議項下之產品實際數量、規格及價格(參考現行市價)將視乎Hallgain集團向建滔積層板集團作出之個別訂單而定。

由於Hallgain為主要股東，根據上市規則為本公司之關連人士，而建滔積層板則為本公司之附屬公司，故根據上市規則第14A章，建滔積層板／Hallgain供應框架協議項下之交易構成本公司之持續關連交易。

建滔積層板／Hallgain供應框架協議項下之交易截至二零二零年十二月三十一日止年度之年度上限及實際交易額載於下表。建滔積層板／Hallgain供應框架協議之詳情已於本公司日期為二零一九年十月二十五日之聯合公告中，以及建滔積層板於二零一九年十一月二十一日之通函中披露。

CONNECTED TRANSACTIONS (continued)

(c) KLHL/Hallgain Purchase Framework Agreement

On 25 October 2019, KLHL and Hallgain entered into a purchase framework agreement (the "KLHL/Hallgain Purchase Framework Agreement") pursuant to which the KLHL Group agreed to purchase materials for production of laminates such as drill bits and machineries from the Hallgain Group from 1 January 2020 to 31 December 2022. Under the KLHL/Hallgain Purchase Framework Agreement, the amount to be purchased is not fixed but is to be determined and agreed between the parties from time to time. The actual quantity, specification and price (with reference to the prevailing market price) of materials under the KLHL/Hallgain Purchase Framework Agreement will be subject to the individual orders placed by the KLHL Group with the Hallgain Group.

The transactions contemplated under the KLHL/Hallgain Purchase Framework Agreement constituted continuing connected transactions for the Company pursuant to Chapter 14A of the Listing Rules on the basis that Hallgain is a substantial Shareholder and hence a connected person of the Company under the Listing Rules, and KLHL is a subsidiary of the Company.

The annual cap and the actual transaction amount of the transactions contemplated under the KLHL/Hallgain Purchase Framework Agreement for the year ended 31 December 2020 are set out in the table below. Details of the KLHL/Hallgain Purchase Framework Agreement were disclosed in the Company's joint announcement dated 25 October 2019 and KLHL's circular dated 21 November 2019.

關連交易(續)

(c) 建滔積層板／Hallgain購買框架協議

於二零一九年十月二十五日，建滔積層板與Hallgain訂立購買框架協議(「建滔積層板／Hallgain購買框架協議」)，據此，建滔積層板集團同意於二零二零年一月一日至二零二二年十二月三十一日向Hallgain集團購買鑽咀及機器等生產覆銅面板的材料。根據建滔積層板／Hallgain購買框架協議，將購買之數量並非固定，而是由訂約方不時釐定及同意。建滔積層板／Hallgain購買框架協議項下之材料實際數量、規格及價格(參考現行市價)將視乎建滔積層板集團向Hallgain集團作出之個別訂單而定。

由於Hallgain為主要股東，根據上市規則為本公司之關連人士，而建滔積層板則為本公司之附屬公司，故根據上市規則第14A章，建滔積層板／Hallgain購買框架協議項下之交易構成本公司之持續關連交易。

建滔積層板／Hallgain購買框架協議項下之交易截至二零二零年十二月三十一日止年度之年度上限及實際交易額載於下表。建滔積層板／Hallgain購買框架協議之詳情已於本公司日期為二零一九年十月二十五日之聯合公告及建滔積層板於二零一九年十一月二十一日之通函中披露。

CONNECTED TRANSACTIONS (continued)

關連交易（續）

The annual caps and actual transaction amounts of the continuing connected transactions disclosed above for the year ended 31 December 2020 are set out in the table below.

下表載列上文所披露之截至二零二零年十二月三十一日止年度的持續關連交易之年度上限及實際交易金額。

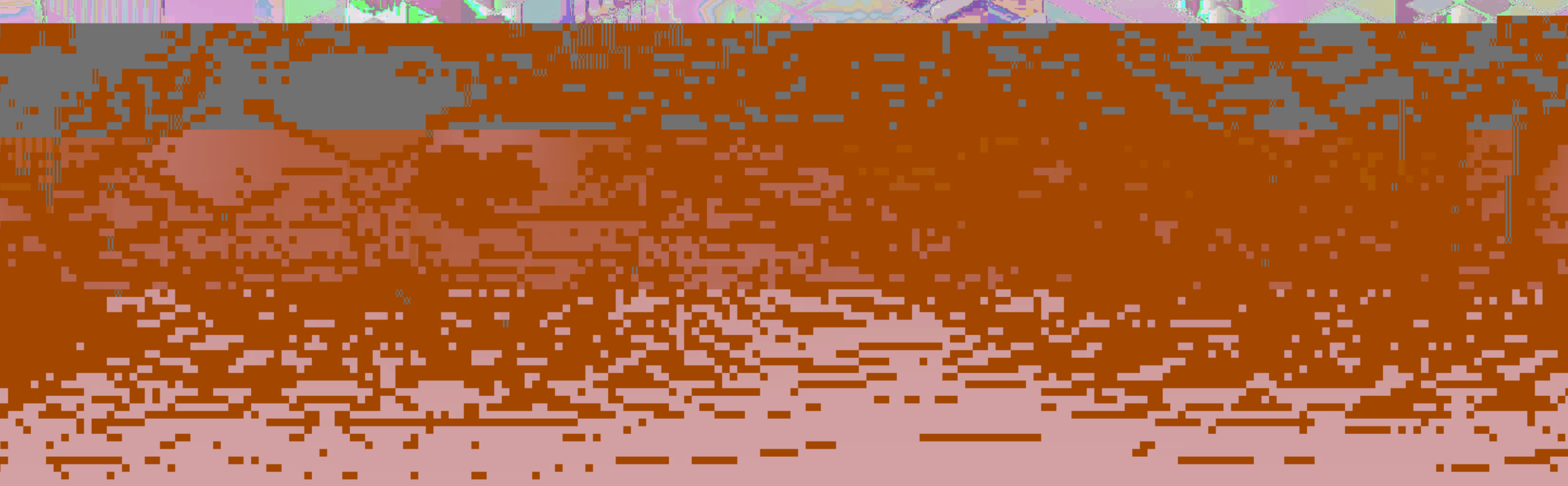
				Amounts 金額 HK$'000 千港元	Annual caps 年度上限 HK$'000 千港元
(i)	Purchase of copper balls and drill bits from the Hallgain Group by the Group under the KHL/Hallgain Purchase Framework Agreement	(i)	本集團根據建滔集團／Hallgain購買框架協議向Hallgain集團購買銅球及鑽咀	601,436	610,000
(ii)	Sales of coppers and laminates to the Hallgain Group by the KLHL Group under the KLHL/Hallgain Supply Framework Agreement	(ii)	建滔積層板集團根據建滔積層板／Hallgain供應框架協議向Hallgain集團出售銅及覆銅面板	315,451	568,000
(iii)	Purchase of drill bits and machineries from the Hallgain Group by the KLHL Group under the KLHL/Hallgain Purchase Framework Agreement	(iii)	建滔積層板集團根據建滔積層板／Hallgain購買框架協議向Hallgain集團購買鑽咀及機器	213,809	345,000

The amounts of the above transactions did not exceed the corresponding annual caps for the financial year ended 31 December 2020 as announced by the Group.

上述交易的金額並不超過本集團所公佈截至二零二零年十二月三十一日止財政年度之相關年度上限。

The independent non-executive Directors had reviewed the above continuing connected transactions and confirmed that the transactions have been entered into in the ordinary and usual course of business of the Group, on normal commercial terms, according to agreement governing them and that the terms thereof and the relevant annual caps thereto are fair and reasonable and in the interests of the Company and the Shareholder as a whole.

獨立非執行董事已審閱上述持續關連交易，彼等確認該等交易根據規管該等交易之協議乃於本集團的日常及一般業務過程中按正常商業條款訂立，且該等條款及相關年度上限為公平合理及符合本公司及股東的整體利益。



SUFFICIENCY OF PUBLIC FLOAT

Based on information publicly available to the Company and to the knowledge of the Directors, as at the date of this annual report, there was a sufficient public float of the Company's issued shares as required under the Listing Rules.

PERMITTED INDEMNITY PROVISION

According to the articles of association of the Company, every Director, agent, auditor, secretary or other officer for the time being and from time to time of the Company (and the personal representatives of those persons, as the case may be) shall be indemnified and secured harmless out of the assets and funds of the Company against all actions, proceedings, costs, charges, expenses, losses, damages or liabilities incurred or ssecur8st 16.4(or)by.4(or)him.4(incur.4(or)16.4(sseJ T* 0 Tc .08880Tc .and b of ca

EQUITY-LINKED AGREEMENTS

Save for the share option scheme of the Company, no equity-linked agreement was entered into by the Group, or existed during the year under review.

股權掛鉤協議

回顧年度內，除本公司之優先購股權外，本集團並無訂立股權掛鉤協議，或並無相關協議存續。

AUDITOR

A resolution will be submitted to the annual general meeting to re-appoint Messrs. Deloitte Touche Tohmatsu as auditor of the Company.

核數師

將於股東週年大會上提呈一項決議案，以續聘德勤 • 關黃陳方會計師行為本公司核數師。

On behalf of the Board
Cheung Kwok Wing
CHAIRMAN

22 March 2021

承董事會命
張國榮
主席

二零二一年三月二十二日

CORPORATE GOVERNANCE REPORT
企業管治報告

The Board recognises the importance of corporate governance practice of a listed company. It is in the interest of the stakeholders and shareholders for a listed company to operate in a transparent manner with the adoptions of various self-regulatory policies, procedures and monitoring mechanisms and a clear definition of accountability of directors and management.

董事會明瞭上市公司企業管治常規之重要性。上市公司之營運具透明度，採納各種自行規管政策與程序以及監控機制，並清楚界定董事與管理層權責，乃符合權益持有人及股東之利益。

The Company complied with the code provisions as set out in the CG Code throughout the year ended 31 December 2020, save for the deviation from paragraph A.4.1 of the CG Code since the independent non-executive Directors are not appointed for a specific term. Notwithstanding the aforesaid deviation, all the Directors (including the independent non-executive Directors) are subject to retirement by rotation and re-election at the Company's annual general meeting in accordance with the Company's articles of association. As such, the Company considers that steps have been taken with a view to ensure that the Company's corporate governance practices are in line with the principles of the CG Code.

除獨立非執行董事並非根據企業管治守則條文第A.4.1段按特定任期委任之偏離情況之外，本公司於截至二零二零年十二月三十一日止年度內已一直遵守企業管治守則所載列之守則條文。儘管有上述偏離情況，所有董事(包括獨立非執行董事)均遵照本公司組織章程細則於本公司股東週年大會上輪值退任，並可於會上重選連任。因此，本公司認為已採取措施，以確保本公司的企業管治常規符合企業管治守則的原則。

In addition to applying the principles in the CG Code, which is mandatory in nature, the Board also observes certain recommended best practices ("Recommended Best Practices") contained in Appendix 14 to the Listing Rules and has adopted certain Recommended Best Practices which are suitable to the Company's current situation. The Board will continuously enhance the corporate governance standard of the Company by reference to the Recommended Best Practices whenever suitable and appropriate.

除屬強制性質之企業管治守則外，董事會亦參考上市規則附錄14所載之若干建議最佳常規(「建議最佳常規」)，並採納適合本公司現行情況之若干建議最佳常規。董事會將於合適及適當情況下參考建議最佳常規，持續提升本公司之企業管治水平。

The Company has adopted a code of conduct regarding securities transactions by Directors on terms no less exacting than the required standard of the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules (the "Model Code"). Having made specific enquiry of all Directors, each Director has confirmed that he or she has complied with the required standard set out in the Model Code and the code of conduct regarding Director's securities transactions adopted by the Company throughout the year ended 31 December 2020.

就董事進行證券交易方面，本公司已採納條款不寬鬆於上市規則附錄10所載之上市發行人董事進行證券交易之標準守則(「標準守則」)規定標準之操守守則。經對所有董事作出特定查詢後，各董事確認，截至二零二零年十二月三十一日止年度，彼等一直遵守標準守則所載

A. DIRECTORS

The Board

The Board is responsible for the leadership and control of the Group and is entrusted with the responsibility to supervise the management of the business and the affairs of the Group. The Group has adopted internal guidelines in setting forth matters that require the Board's approval. Apart from its statutory responsibilities, the Board approves the Group's strategic plan, annual budget, key operational initiatives, major investments and funding decisions. It also reviews the Group's financial performance, identifies principal risks of the Group's business and ensures implementation of appropriate systems to manage these risks. Daily business operations and administrative functions of the Group are delegated to the management.

The Board meets regularly and as warranted by particular circumstances. Notices and agendas are prepared by the Company Secretary as delegated by the Chairman of the Board and distributed to the Board members within reasonable time before the meetings. Relevant meeting papers are also sent to Directors well before the meetings, informing them of the background and giving explanation on matters to be brought before the Board. All Directors are given the opportunity to include matters in the agendas for Board meetings. To ensure the Directors make decisions objectively and in the interests of the Company, the Company's articles of association provide that any Director shall abstain from voting on any resolutions in which he or his associates is/are materially interested nor be counted in the quorum of the meeting. Draft and final versions of the minutes of Board meetings are sent to all Directors for their comment and records respectively within a reasonable time after the Board meetings and are kept by the Company Secretary.

A. 董事

董事會

董事會負責領導及管理本集團，同時亦授責監督本集團之業務及事務管理事宜。本集團已採納內部指引訂明需經董事會批准之事項。除法定責任外，董事會亦負責批准本集團之策略計劃、年度預算、主要營運措施、重大投資及集資決定。董事會同時審閱本集團財務表現、識別本集團業務之主要風險及確保實施適當措施以管理有關風險。本集團日常業務運作及行政職能之職責已委派予管理層負責。

董事會定期及於特定情況所需時舉行會議。召開董事會會議之通告及議程由董事會主席委派公司秘書負責編製並於會議前合理時間內派發予董事會成員。相關會議文件亦會於會議前的充份時間送交董事，以通知彼等將提呈董事會之事項之背景資料並提供說明。各董事可於董事會會議議程上加入討論事項。為確保董事作出客觀及符合本公司利益之決定，本公司之組織章程細則規定，倘董事會會議上任何決議案涉及董事或其聯繫人士的重大權益，有關董事必須放棄投票，且不得計入會議法定人數。董事會會議記錄初稿及最終定稿將於董事會會議後合理時間內發送予全體董事，分別作表達意見及記錄之用，並由公司秘書存檔。

A. DIRECTORS (continued)

The Board (continued)

During the year under review, the Board had held four meetings and the Company held an annual general meeting. The Directors' attendance at Board meetings, Board committees' meetings and the general meeting was as follows:

A. DIRECTORS (continued)

Board composition

The Board currently comprises eleven members, seven of whom are executive Directors and four of whom are independent non-executive Directors who are expressly identified in all corporate communications that disclose the names of the Directors. One of the independent non-executive Directors possesses appropriate professional qualifications (or accounting or related financial management expertise) as required by the Listing Rules. The composition of the Board as of the report date is as follows:

Executive Directors
Cheung Kwok Wing *(Chairman)*
Chang Wing Yiu *(Managing Director)*
Cheung Kwong Kwan
Ho Yin Sang
Cheung Wai Lin, Stephanie
Cheung Ka Shing
Chen Maosheng

Independent non-executive Directors
Cheung Ming Man
Chong Kin Ki
Leung Tai Chiu (resigned on 31 October 2020)
Chan Wing Kee
Stanley Chung Wai Cheong (appointed on 31 October 2020)

Ms. Cheung Wai Lin, Stephanie is the sister of Mr. Cheung Kwok

A. DIRECTORS (continued)

A. 董事(續)

Board composition (continued)

The Company has received from each of the independent non-executive Directors an annual confirmation of his independence as required under Rule 3.13 of the Listing Rules. The Board also considers that the independent non-executive Directors remain independent.

The Board comprises Directors who collectively provide core competencies, sales and marketing experience and technical knowledge in laminates, printed circuit boards, property developments and chemical products, administration and management experience in the PRC factories, financial and accounting skills. The Company believes that the current Board with a balance of skills and experience is appropriate for effective decision making, taking into account the nature and scope of the operations of the Company.

董事會成員(續)

本公司已按上市規則第3.13條的規定，取得各獨立非執行董事之年度獨立性確認書。董事同時認為，獨立非執行董事仍屬獨立人士。

董事會由多名董事組成，共同提供有關覆銅面板、印刷線路板、房地產發展及化工產品之核心競爭力、銷售及市場推廣經驗及技術知識、中國工廠之行政及管理經驗、財務及會計技巧。本公司相信，目前董事會擁有不同資歷及經驗，考慮到本公司之業務性質及規模，董事會成員人數對其決策效率而言實屬合適。

Appointment, re-election and removal

The Company's articles of association set out a formal, considered and transparent procedure for the appointment of new Directors to the Board. Any Director appointed by the Board either to fill a casual vacancy or as addition to the Board, shall retire and be eligible for re-appointment at the next following general meeting (in the case of filling a casual vacancy) or annual general meeting (in the case of an additions to the Board) after appointment. The appointment of Directors are not fixed for a specified term, but at every annual general meeting one-third of the directors, including the Chairman, shall be subject to retirement by rotation and re-appointment by Shareholders. The Directors appointed by the Board who are subject to retirement and re-appointment as mentioned above shall be taken into account in calculating the total number of Directors for the time being but shall not be taken into account in calculating the number of Directors who are to retire by rotation. All Directors eligible for re-appointment shall have their biographical details made available to the Shareholders to enable them to make an informed decision on their re-appointment. Any appointment, resignation, removal or re-designation of Director shall be timely disclosed to the Shareholders by announcement and the reasons given by the Director for his resignation shall be included in the announcement.

委任、重選及罷免

本公司之組織章程細則訂明一套正式、考慮周詳及具透明度之委任新董事程序。董事會委任之任何董事(不論為填補臨時空缺或屬董事會新增成員)均須於獲委任後首個股東大會(在填補臨時空缺之情況下)或於獲委任後首個股東週年大會(屬董事會新增成員之情況下)退任並合資格膺選連任。董事之委任並無固定任期，惟於每屆股東週年大會上，三分一之董事(包括主席)均須輪席退任及由股東重新委任。於計算當時董事總數時，將會計入按上文所述由董事會委任而須輪席退任及獲重新委任之董事，惟於計算將輪席退任董事人數時則不予計算。所有符合資格獲重新委任之董事均須向股東披露個人履歷，以便股東於重新委任時作出知情決定。任何董事委任、辭任、罷免或調任事宜均須以公佈形式及時向股東披露，並須在公佈中註明該董事辭任之理由。

Responsibilities of Directors

The Company and the Board require each Director to keep abreast of his responsibilities as a director of the Company and of the conduct, business activities and development of the Company. Every Director is required to devote sufficient time and involvement in the affairs of the Board and the material matters of the Company and to serve the Board with such degree of care and due diligence given his own expertise, qualification and professionalism.

董事責任

本公司及董事會要求每名董事清楚彼作為本公司董事之職責，以及了解本公司之經營方式、業務活動及發展。每名董事均須投入足夠時間及精神處理董事會事務及本公司重要事宜，並按照各自之專門知識、資歷及專業技能，以謹慎盡責之態度為董事會服務。

A. DIRECTORS (continued)

Responsibilities of Directors (continued)

Every newly appointed Director shall receive a comprehensive, formal

A. 董事(續)

董事責任(續)

每名新委任董事於首次獲委任時均會獲得一份全面兼特為其而設的正式就任須知。全體董事於有需要時將參與持續專業發展計劃，以確保彼等清楚了解本公司之營運及業務，且充分明暸彼等於適用法律及規定下之責任。董事會設立既定程序，董事於履行職務時，在有需要的情況下可個別或共同徵詢獨立專業顧問意見，以作出充份考慮的決定，有關費用由本公司承擔。本公司已就董事及管理人員可能面對之法律行動而為董事及管理人員安排適當責任保險。

根據企業管治守則第A.6.5條，董事應參與合適的持續專業發展，發展並更新其知識及技能，以確保其繼續在具備全面資訊及切合所需的情況下對董事會作出貢獻。

於回顧年度，董事亦參與以下培訓：

A. DIRECTORS (continued)

Supply of and access to information

The management of the Company has an obligation to furnish the Board with complete, adequate and appropriate information in such form and such quality in a timely manner so as to enable them

B. REMUNERATION OF DIRECTORS AND SENIOR MANAGEMENT

B. 董事及高級管理人員薪酬(續)

薪酬及披露的水平及組成(續)

- 就每名執行董事、董事總經理及其他指定高級管理人員，建議特定薪酬待遇，包括(如適用)津貼、花紅、實物利益、獎金及購股權(如有)；
- 按照業內及同類型公司之薪酬水平及就業狀況，為本公司任何與表現掛鈎的獎勵計劃建議目標；及
- 參考獨立非執行董事(包括非執行董事(如有))所付出之努力、時間及職責，就彼等之薪酬向董事會提出建議。

薪酬委員會就個別董事建議薪酬待遇時，將考慮彼之資格及經驗、董事會指派予彼之特定職責以及市場現行給予同類職位之待遇。於回顧年度內，每名董事之酬金按姓名詳列於第161至165頁財務報表附註11。本公司不時就董事薪酬待遇及集團純利狀況，與本集團市值相若之上市工業公司進行檢討及比較。考慮上述因素後，薪酬委員會經諮詢主席意見後將就每名董事之薪酬待遇提出建議。

於回顧年度內，薪酬委員會召開兩次會議，會議上薪酬委員會(其中包括)評估所有董事及高級管理人員之表現，並釐定彼等的薪酬政策及待遇。

C. ACCOUNTABILITY AND AUDIT

Financial reporting

The Directors acknowledge their responsibilities for preparing the

C. ACCOUNTABILITY AND AUDIT (continued)

Risk Management, Internal Control and Responsibility of the Board (continued)

The Group has established an internal audit department to review the financial condition, operational condition, risk management, compliance control and internal control u9th9 Gro.h9th9
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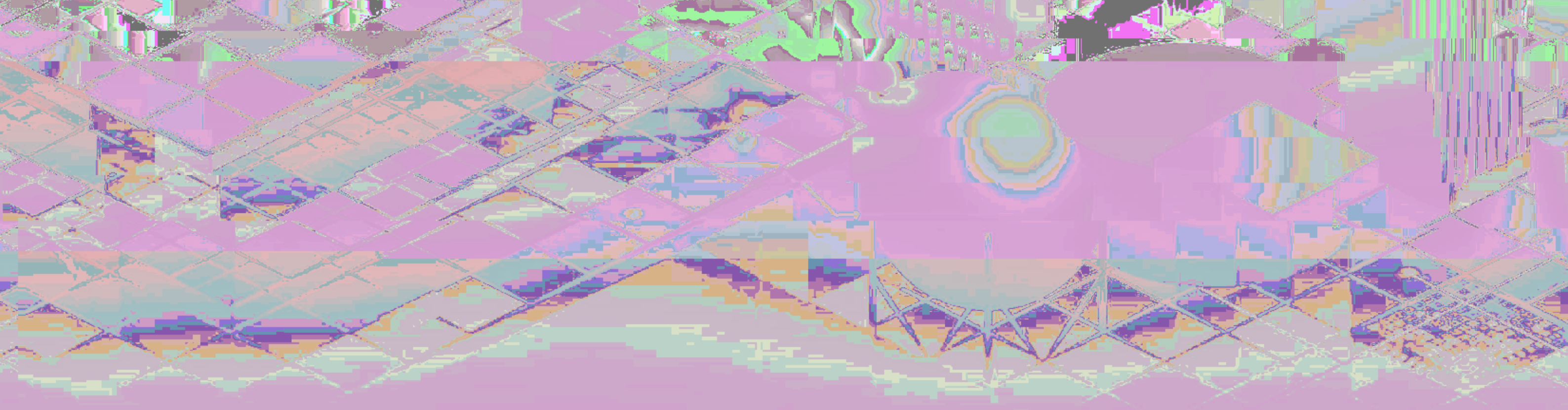
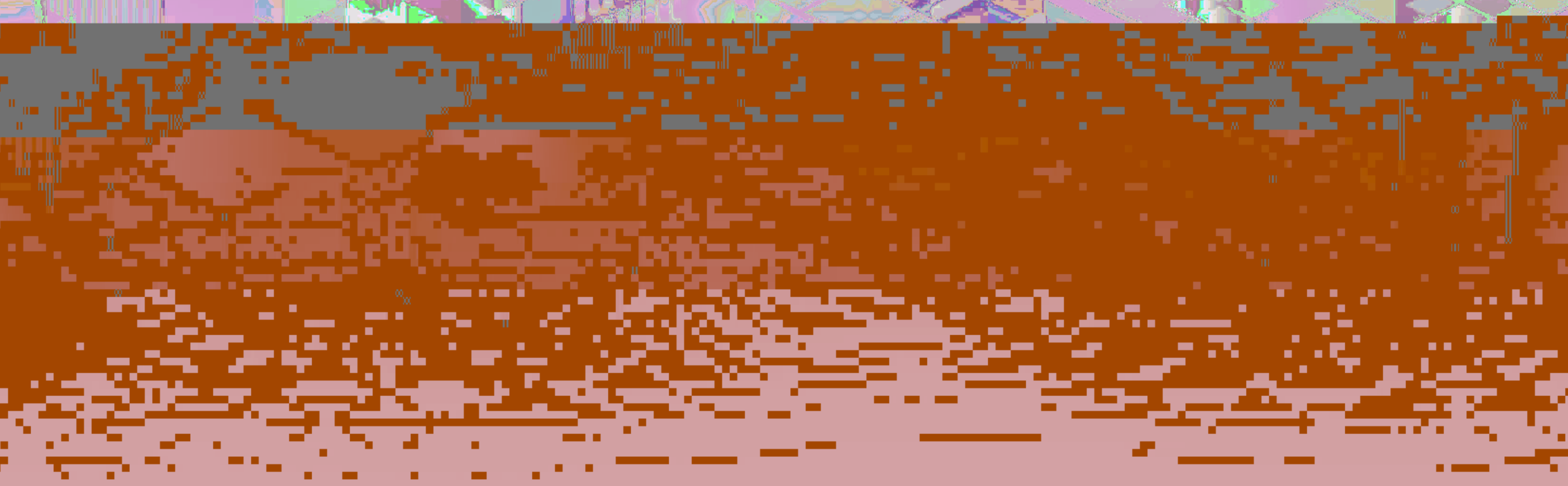
C. 問責及核數(續)

審核委員會





C. ACCOUNTABILITY AND AUDIT (continued)

Audit Committee (continued)

In addition, the Audit Committee is authorised:

- to investigate any matter within its written terms of reference;
- to have full access to and co-operation by the management;
- to have full discretion to invite any Director or executive officer to attend its meetings; and
- to have reasonable resources to enable it to discharge its functions properly.

The Board will ensure that the members of the Audit Committee are appropriately qualified to discharge their responsibilities and at least one member has accounting and related financial management expertise or experience. The Audit Committee comprises three independent non-executive Directors as at the date of this report, namely Mr. Stanley Chung Wai Cheong (Chairman), Dr. Chong Kin Ki and Mr. Cheung Ming Man.

During the year under review, the Audit Committee had performed the following works:

- review of the scope of audit work;
- review and discussion of the annual financial results and report in respect of the year ended 31 December 2019 and interim financial results and report for the six months ended 30 June 2020 and discussion with the management of the accounting principles and practices adopted by the Group;
- discussion and recommendation of the re-appointment of the external auditors; and
- review of the internal control, financial reporting and risk management systems of the Group.

During the year under review, the Audit Committee had convened three meetings.

C. 問責及核數（續）

審核委員會（續）

此外，審核委員會獲授權：

- 在其書面訂明職權範圍內調查任何事宜；
- 與管理層全面接觸及獲其衷誠合作；
- 全權酌情邀請任何董事或高級行政人員出席其會議；及
- 獲得合理資源讓其能夠適當地履行職責。

董事會將確保審核委員會成員具備合適資格履行職務，及至少一名成員具備會計及相關財務管理專業知識或經驗。審核委員會於本報告日期由三名獨立非執行董事：鍾偉昌先生（主席）、莊堅琪醫生及張明敏先生組成。

於回顧年度，審核委員會進行了以下工作：

- 審閱審核工作範圍；
- 審閱及討論截至二零一九年十二月三十一日止年度之全年財務業績及報告及截至二零二零年六月三十日止六個月之中期財務業績及報告，與管理層討論本集團所採納之會計原則及常規；
- 討論及推薦續聘外聘核數師；及
- 審閱本集團內部監控、財務申報及風險管理系統。

於回顧年度內，審核委員會舉行了三次會議。

D. DELEGATION BY THE BOARD

Management function

The Company's articles of association set out matters which are specifically reserved to the Board for its decision. Executive Directors normally meet on an informal basis every two weeks and participate in senior management meetings on a regular basis to keep abreast of the latest operations and performance of the Group and to monitor and ensure the management carry out the directions and strategies set by the Board correctly and appropriately. Clear instructions are given to the management as to the matters which should bring to the attention and be determined by the Board on behalf of the Company.

Board committees

The Board has set up three Board committees, namely Audit Committee, Nomination Committee and Remuneration Committee, each chaired by a different independent non-executive Director, to assist the Board in discharging functions specific to each committee. Each Board committee has its own written terms of reference setting out the principles, procedures and arrangements which are substantially the same as those for the Board.

The Nomination Committee comprises three members who are independent non-executive Directors, namely Mr. Cheung Ming Man (Chairman), Dr. Chong Kin Ki and Mr. Stanley Chung Wai Cheong as at the date of this report. According to the written terms of reference of the Nomination Committee, the major responsibilities of the Nomination Committee include:

- regularly review the structure, size and composition of the Board and make recommendations to the Board with regard to any adjustments that are deemed necessary;
- review whether or not an independent non-executive Director is independent for the purpose of the Listing Rules on an annual basis;
- identify and nominate for the approval of the Board, candidates to fill board vacancies as and when they arise;
- assess the effectiveness of the Board as a whole and the contribution by each individual Director to the effectiveness of the Board; and
- re-nominate a Director as an independent non-executive Director, if applicable, having regard to his contribution and performance

D. 董事會權力的轉授

管理功能

本公司之組織章程細則載列指明須由董事會決定之事項。執行董事一般每兩星期舉行非正式會議，並定期參與高級管理層之會議，以便掌握本集團最近期之營運及表現，且監察及確保管理層正確及恰當地執行董事會制訂之指示及策略。管理層已獲清晰指示，得知須提呈董事會垂注並由董事會代表本公司作出決定之事宜。

董事委員會

董事會已設立三個董事委員會，分別為審核委員會、提名委員會及薪酬委員會，分別由不同獨立非執行董事出任主席，以協助董事會履行委派各委員會之特定職能。各董事委員會均書面訂明其特定的職權範圍，所載列之原則、程序及安排均與董事會之原則、程序及安排大致相同。

提名委員會由三名獨立非執行董事：張明敏先生(主席)、莊堅琪醫生及鍾偉昌先生組成。根據提名委員會書面訂明的職權範圍，提名委員會之主要職責包括：

- 定期檢討董事會之架構、人數及組成，並就任何認為需作出的調整向董事會提供推薦建議；
- 就上市規則而言，每年檢討獨立非執行董事是否屬獨立人士；
- 在董事會出現空缺時物色及提名人選，以供董事會批准，藉以填補有關空缺；
- 評估董事會整體成效及各董事對董事會效能之貢獻；及
- 考慮董事的貢獻及表現，再次委任董事為獨立非執行董事(如適用)。

D. DELEGATION BY THE BOARD (continued)

Board committees (continued)

During the year under review and up to the date of this report, the Nomination Committee had convened two meetings during which, among other things, considered which should retire by rotation pursuant to the Company's articles of association and the CG Code. The Nomination Committee had resolved that Mr. Chang Wing Yiu, Mr. Cheung Ka Shing and Mr. Chen Maosheng, being executive Directors and Mr. Chong Kin Ki and Mr. Stanley Chung Wai Cheong, being independent non-executive Directors, shall be subject to retirement by rotation at the forthcoming annual general meeting of the Company. Mr. Chang Wing Yiu, Mr. Cheung Ka Shing and Mr. Chen Maosheng, being executive Directors and Mr. Chong Kin Ki and Mr. Stanley Chung Wai Cheong, being independent non-executive Directors, will offer themselves for re-election. During the meetings of the Nomination Committee, it had considered the policy for the nomination of Directors, and the process and criteria adopted by the Nomination Committee to select and recommend candidates for directorship.

It had also reviewed the structure, size and composition of the Board to ensure that it has a balance of expertise, skills and experience appropriate to the requirements of the business of the Company and assessed the independence of all the independent non-executive Directors. All the above-named Directors were nominated by the Nomination Committee to stand for re-election at the forthcoming annual general meeting of the Company.

The Board has adopted a board diversity policy in accordance with the CG Code. The policy aims to achieve diversity on the members of the Board. In designing the Board's composition, a number of aspects would be considered, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service.

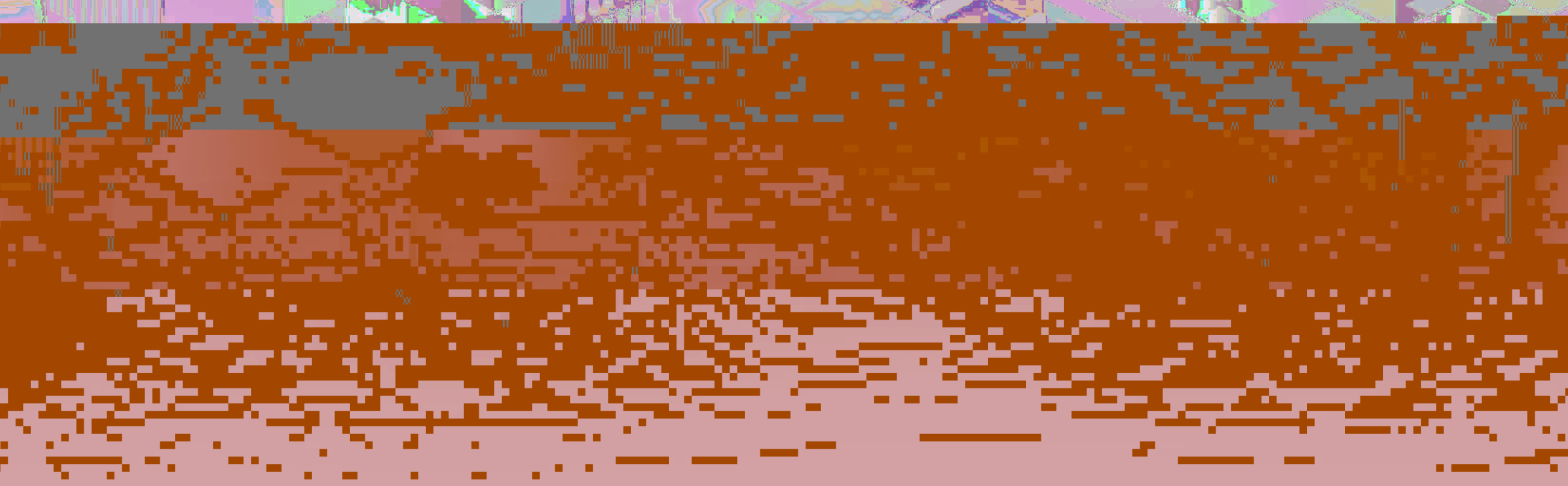
D. 董事會權力的轉授(續)

董事委員會(續)

於回顧年度及截至本報告日期為止，提名委員會召開兩次會議，(其中包括)考慮應根據本公司之組織章程細則及企業管治守則輪席退任之董事名單。提名委員會議決通過執行董事鄭永耀先生，張家成先生及陳茂盛先生以及獨立非執行董事莊堅琪醫生及鍾偉昌先生須於本公司應屆股東週年大會輪席退任。執行董事鄭永耀先生，張家成先生及陳茂盛先生以及獨立非執行董事莊堅琪醫生及鍾偉昌先生將膺選連任。在提名委員會會議期間，其已考慮董事提名之政策，及提名委員會就挑選及推薦董事職位人選所採納的過程及準則。

提名委員會亦已檢討董事會架構、規模及組成，確保其具備切合本公司業務所需之專業知識、技能及經驗並取得平衡，及評估所有獨立非執行董事之獨立性。上述全部董事均獲提名委員會提名於本公司應屆股東週年大會膺選連任。

董事會已根據企業管治守則採納董事會多元化政策。政策目的在於令董事會成員達致多元化。在制訂董事會的人事組成時，將考慮多項元素，包括但不限於性別、年齡、文化及教育背景、種族、專業經驗、技能、知識及效力年期。



F. SHAREHOLDERS' RIGHTS

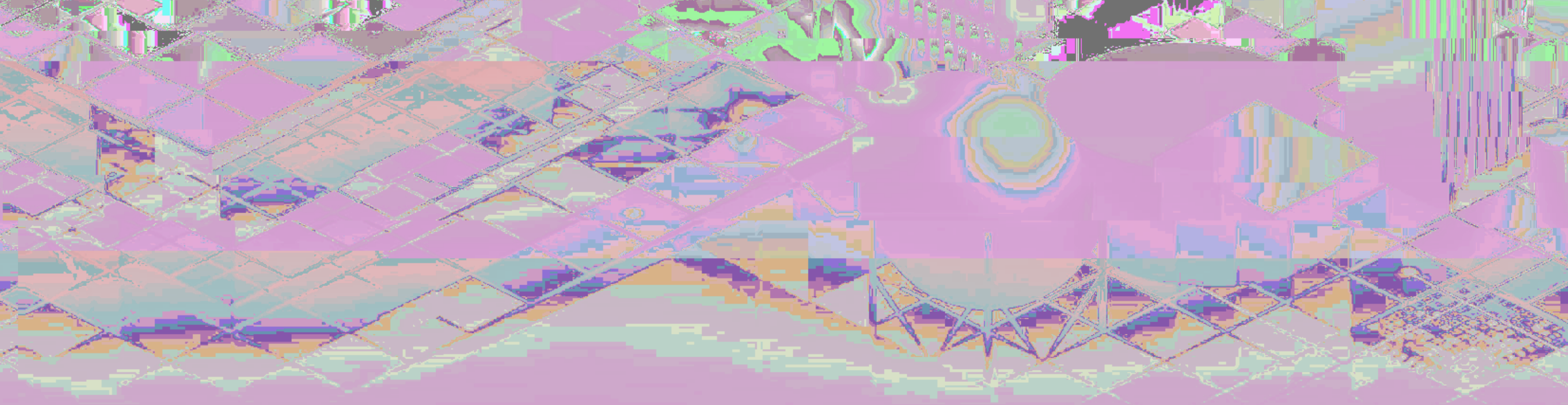
To safeguard Shareholders' interests and rights, separate resolutions are proposed at Shareholders' meetings on each substantial issue, including the election of individual Directors, for Shareholders' consideration and voting. Besides, pursuant to the Company's articles of association, Shareholder(s) holding not less than one-tenth

INDEPENDENT AUDITOR'S REPORT
獨立核數師報告

KEY AUDIT MATTERS (continued)

Key audit matter 關鍵審計事項	How our audit addressed the key audit matter 我們的審計如何對關鍵審計事項進行處理
Assessment of net realisable values of properties held for development ("PHD") **評估待發展物業(「待發展物業」)的可變現淨值**	
We identified the assessment of net realisable values of PHD as a key audit matter due to the significance of the amounts and judgements involved in estimating their net realisable values and the future costs to completion of the PHD. The carrying value of the Group's PHD amounted to HK$19.8 billion as at 31 December 2020. The Group's PHD are all situated in Hong Kong and the People's Republic of China (the "PRC"). As disclosed in Notes 4 and 26 to the consolidated financial statements, the net realisable values of the PHD are determined by reference to the estimated future selling prices. The future selling prices are estimated by reference tototototold4.7(.82)Tj T* 883 Tc .0r1alues of priscr dueamevalujectototold4-34449810 (	

Key audit matter 關鍵審計事項	How our audit addressed the key audit matter 我們的審計如何對關鍵審計事項進行處理
Valuation of investment properties **投資物業的估值** We identified the valuation of investment properties as a key audit matter due to the inherent level of subjective judgements and complex estimates required in determining the fair values. The Group's investment property portfolio comprises commercial, residential and industrial properties located in Hong Kong, the PRC and the United Kingdom, which was stated at fair value of HK$20.1 billion, accounting for approximately 21.5% of the Group's total assets as at 31 December 2020 with a loss on fair value change of HK$5.4 million recognised in the consolidated statement of profit or loss for the year then ended. As further disclosed in Notes 4 and 14 to the consolidated	



AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

核數師就審計綜合財務報表承擔的責任

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

我們的目標，是對綜合財務報表整體是否不存在由於欺詐或錯誤而導致的重大錯誤陳述取得合理保證，並按照我們商定的業務約定條款僅向全體股東出具包括我們意見的核數師報告。除此以外，我們的報告不可用作其他用途。我們並不就本報告之內容對任何其他人士承擔任何責任或接受任何義務。合理保證是高水準的保證，但不能保證按照《香港審計準則》進行的審計，在某一重大錯誤陳述存在時總能發現。錯誤陳述可以由欺詐或錯誤引起，如果合理預期它們單獨或匯總起來可能影響綜合財務報表使用者依賴綜合財務報表所作出的經濟決定，則有關的錯誤陳述可被視作重大。

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

在根據《香港審計準則》進行審計的過程中，我們運用了專業判斷，保持了專業懷疑態度。我們亦：

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

- 識別和評估由於欺詐或錯誤而導致綜合財務報表存在重大錯誤陳述的風險，設計及執行審計程序以應對這些風險，以及獲取充足和適當的審計憑證，作為我們意見的基礎。由於欺詐可能涉及串謀、偽造、蓄意遺漏、虛假陳述，或凌駕於內部控制之上，因此未能發現因欺詐而導致的重大錯誤陳述的風險高於未能發現因錯誤而導致的重大錯誤陳述的風險。

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- 瞭解與審計相關的內部控制，以設計適當的審計程序，但目的並非對　貴集團內部控制的有效性發表意見。

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

- 評價董事所採用會計政策的恰當性及作出會計估計和相關披露的合理性。

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

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

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

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

核數師就審計綜合財務報表承擔的責任(續)

- 對董事採用持續經營會計基礎的恰當性作出結論。根據所獲取的審計憑證，確定是否存在與事項或情況有關的重大不確定性，從而可能導致對　貴集團的持續經營能力產生重大疑慮。如果我們認為存在重大不確定性，則有必要在核數師報告中提請使用者注意綜合財務報表中的相關披露。假若有關的披露不足，則我們應當發表非無保留意見。我們的結論是基於核數師報告日止所取得的審計憑證。然而，未來事項或情況可能導致　貴集團不能持續經營。

- 評價綜合財務報表的整體列報方式、結構和內容，包括披露，以及綜合財務報表是否中肯反映交易和事項。

- 就　貴集團內實體或業務活動的財務資訊獲取充足、適當的審計憑證，以對綜合財務報表發表意見。我們負責　貴集團審計的方向、監督和執行。我們為審計意見承擔全部責任。

除其他事項外，我們與治理層溝通了計劃的審計範圍、時間安排、重大審計發現等，包括我們在審計中識別出內部控制的任何重大缺陷。

我們還向治理層提交聲明，說明我們已符合有關獨立性的相關專業道德要求，並與他們溝通有可能合理地被認為會影響我們獨立性的所有關係和其他事項，以及在適用的情況下，相關的防範措施。

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

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

The engagement partner on the audit resulting in the independent auditor's report is Tsang Chi Wai.

Deloitte Touche Tohmatsu
Certified Public Accountants
Hong Kong
22 March 2021

核數師就審計綜合財務報表承擔的責任(續)

從與治理層溝通的事項中，我們確定哪些事項對本期綜合財務報表的審計最為重要，因而構成關鍵審計事項。我們在核數師報告中描述這些事項，除非法律法規不允許公開披露這些事項，或在極端罕見的情況下，如果合理預期在我們報告中溝通某事項造成的負面後果超過產生的公眾利益，我們決定不應在報告中溝通該事項。

出具本獨立核數師報告的審計專案合夥人是曾志偉。

德勤 • 關黃陳方會計師行
執業會計師
香港
二零二一年三月二十二日

CONSOLIDATED STATEMENT OF PROFIT OR LOSS
綜合損益表

For the year ended 31 December 2020 截至二零二零年十二月三十一日止年度

		NOTES 附註	2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Revenue	營業額	5	**43,510,274**	41,160,851
Cost of sales and services rendered	銷售及提供服務成本		**(31,283,450)**	(32,146,545)
Gross profit	毛利		**12,226,824**	9,014,306

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
綜合財務狀況表

At 31 December 2020 於二零二零年十二月三十一日

		NOTES 附註	2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Non-current assets	非流動資產			
Investment properties	投資物業	14	**20,053,947**	19,082,748
Properties, plant and equipment	物業、廠房及設備	15	**14,576,075**	14,800,958
Right-of-use assets	使用權資產	16	**1,736,680**	1,692,326
Goodwill	商譽	17	**2,670,528**	2,670,528
Intangible assets	無形資產	18	**54,360**	60,840
Interests in an associate	於聯營公司之權益	19	**369,314**	397,950
Interests in joint ventures	於合營公司之權益	20	**2,609,520**	2,536,434
Equity instruments at fair value through profit or loss	按公平值計入損益之權益工具	21	**3,327,715**	2,366,024
Equity instruments at fair value through other comprehensive income	按公平值計入其他全面收益之權益工具		**–**	162,918
Debt instruments at fair value through other comprehensive income	按公平值計入其他全面收益之債務工具	22	**1,741,763**	7,016,503
Loan receivable	應收貸款	23	**–**	600,000
Entrusted loans	委托貸款	27(a)	**398,241**	465,859
Deposits paid for acquisition of properties, plant and equipment and investment properties	購買物業、廠房及設備及投資物業之已付訂菩遍！訣墜醴祇銿咼Ｙ饕嗬煩鴿潢翠綩玦琇헝碁杒裀窻物業、廠房及設備			

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
綜合財務狀況表

		NOTES 附註	2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Current liabilities	流動負債			
Trade and other payables	貿易及其他應付賬款	28	**6,538,122**	5,841,173
Bills payables	應付票據	28	**377,036**	359,920
Contract liabilities	合約負債	28	**3,789,029**	6,374,105
Dividend payable	應付股息		**1,930,710**	–
Taxation payable	應繳稅項		**1,880,064**	1,369,201
Bank borrowings	銀行借貸	29		
– amount due within one year	－一年內到期之款項		**8,612,099**	7,862,991
Lease liabilities	租賃負債	30	**4,212**	2,906
			23,131,272	21,810,296
Net current assets	流動資產淨值		**22,426,198**	22,757,479
Total assets less current liabilities	資產總值減流動負債		**70,117,866**	75,224,830
Non-current liabilities	非流動負債			
Deferred tax liabilities	遞延稅項負債	24	**690,621**	697,954
Bank borrowings	銀行借貸	29		
– amount due after one year	－一年後到期之款項		**8,618,747**	16,546,918
Lease liabilities	租賃負債	30	**9,792**	10,308
			9,319,160	17,255,180
			60,798,706	57,969,650
Capital and reserves	股本及儲備			
Share capital	股本	31	**110,579**	110,576
Reserves	儲備		**55,754,324**	50,077,989
Equity attributable to owners of the Company	本公司持有人應佔權益		**55,864,903**	50,188,565
Non-controlling interests	非控股權益	33	**4,933,803**	7,781,085
Total equity	資本總額		**60,798,706**	57,969,650

The consolidated financial statements on pages 71 to 272 were approved and authorised for issue by the Board of Directors on 22 March 2021 and are signed on its behalf by:

董事會於二零二一年三月二十二日已批准及授權刊發第71至272頁之綜合財務報表，並由下列董事代表簽署：

Cheung Kwok Wing
張國榮
DIRECTOR
董事

Chang Wing Yiu
鄭永耀
DIRECTOR
董事

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
綜合權益變動表

For the year ended 31 December 2020 截至二零二零年十二月三十一日止年度

		Attributable to owners of the Company 本公司持有人應佔													
		Share capital 股本 HK$'000 千港元	Share premium 股份溢價 HK$'000 千港元	Capital redemption reserve 資本贖回儲備 HK$'000 千港元	Share-based payments reserve 以股份形式付款儲備 HK$'000 千港元	Special surplus account 特別盈餘賬目 HK$'000 千港元 (Note a) (附註a)	Statutory reserve 法定儲備 HK$'000 千港元 (Note b) (附註b)	Property revaluation reserve 物業重估儲備 HK$'000 千港元 (Note c) (附註c)	Goodwill reserve 商譽儲備 HK$'000 千港元 (Note d) (附註d)	Investment revaluation reserve 投資重估儲備 HK$'000 千港元	Translation reserve 匯兌儲備 HK$'000 千港元	Retained profits 保留溢利 HK$'000 千港元	Sub-total 小計 HK$'000 千港元	Non-controlling interests 非控股權益 HK$'000 千港元	Total equity 資本總額 HK$'000 千港元
Balance at 1 January 2019	於二零一九年一月一日之結餘	108,315	6,074,903	1,911	–	10,594	1,213,203	256,370	1,728,844	(390,431)	(143,033)	38,472,309	47,332,985	7,300,286	54,633,271
Profit for the year	年內溢利	–	–	–	–	–	–	–	–	–	–	3,094,421	3,094,421	674,559	3,768,980
Fair value gain on debt instruments at fair value through other comprehensive income	按公平值計入其他全面收益之債務工具之公平值收益	–	–	–	–	–	–	–	–	624,507	–	–	624,507	161,849	786,356
Reclassify to profit or loss upon disposal of debt instruments at fair value through other comprehensive income	因出售按公平值計入其他全面收益之債務工具而重新分類至損益	–	–	–	–	–	–	–	–	(111,793)	–	–	(111,793)	(30,347)	(142,140)
Fair value loss on equity instruments at fair value through other comprehensive income	按公平值計入其他全面收益之權益工具之公平值虧損	–	–	–	–	–	–	–	–	(838)	–	–	(838)	(368)	(1,206)
Gain on revaluation of properties, plant and equipment upon transfer to investment properties	物業、廠房及設備轉移至投資物業時的重估收益	–	–	–	–	–	–	24,211	–	–	–	–	24,211	–	24,211
Exchange differences arising from translation to presentation currency	因折算至呈報貨幣而產生之匯兌差額	–	–	–	–	–	–	–	–	–	(430,284)	–	(430,284)	(42,136)	(472,420)
Exchange differences arising from translation of foreign operations	因折算外地經營而產生之匯兌差額	–	–	–	–	–	–	–	–	–	44,129	–	44,129	(2,591)	41,538
Total comprehensive income (expense) for the year	本年度全面收益(開支)總額	–	–	–	–	–	–	24,211	–	511,876	(386,155)	3,094,421	3,244,353	760,966	4,005,319
Issue of new shares from exercise of share options	因行使購股權而發行新股份	2,383	517,105	–	(107,134)	–	–	–	–	–	–	–	412,354	–	412,354
Recognition of equity-settled share-based payments (Note 32)	確認以權益結算的股份形式付款(附註32)	–	–	–	132,625	–	–	–	–	–	–	–	132,625	96,609	229,234
Final dividend for the year ended 31 December 2018 (Note 12)	截至二零一八年十二月三十一日止年度之末期股息(附註12)	–	–	–	–	–	–	–	–	–	–	(758,207)	(758,207)	–	(758,207)
Interim dividend for the year ended 31 December 2019 (Note 12)	截至二零一九年十二月三十一日止年度之中期股息(附註12)	–	–	–	–	–	–	–	–	–	–	(303,206)	(303,206)	–	(303,206)
Acquisitions of additional interests in subsidiaries (Note 45(b))	收購附屬公司額外權益(附註45(b))	–	–	–	–	–	–	–	10,258	–	–	–	10,258	(424,874)	(414,616)
Disposal of partial interests in a subsidiary (Note 45(b))	出售附屬公司部分權益(附註45(b))	–	–	–	–	–	–	–	156,492	–	–	–	156,492	372,765	529,257
Capital contribution from non-controlling shareholders of a subsidiary	附屬公司非控股股東出資額	–	–	–	–	–	–	–	–	–	–	–	–	128,000	128,000
Dividends paid to non-controlling shareholders of subsidiaries	支付予附屬公司之非控股股東之股息	–	–	–	–	–	–	–	–	–	–	–	–	(452,667)	(452,667)
Repurchase and cancellation of ordinary shares (Note 31)	回購及註銷普通股(附註31)	(122)	(25,156)	(13,811)	–	–	–	–	–	–	–	–	(39,089)	–	(39,089)
Transfers to reserve	轉撥至儲備	–	–	–	–	–	259,747	–	–	–	–	(259,747)	–	–	–
		2,261	491,949	(13,811)	25,491	–	259,747	–	166,750	–	–	(1,321,160)	(388,773)	(280,167)	(668,940)
Balance at 31 December 2019	於二零一九年十二月三十一日的結餘	110,576	6,566,852	(11,900)	25,491	10,594	1,472,950	280,581	1,895,594	121,445	(529,188)	40,245,570	50,188,565	7,781,085	57,969,650

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
綜合權益變動表

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
綜合權益變動表

Notes:

(a) Special surplus account represents the difference between the nominal amount of the shares issued by the Company and the nominal amount of the issued share capitals of the subsidiaries which were acquired by the Company under the Group reorganisation in 1993.

(b) Statutory reserve comprises statutory fund, which is non-distributable, represents capitalisation of retained profits of certain subsidiaries established in the People's Republic of China ("PRC") for capital re-investment in these subsidiaries and funds shall be used to (i) make up prior year losses or (ii) expand production operations.

(c) The property revaluation reserve of the Group represents the gain on revaluation of certain properties of the Group for own use as a result of transfer of those properties from properties, plant and equipment to investment properties.

(d) Goodwill reserve represents the effects of changes in ownership in certain subsidiaries when there is no change in control.

附註：

(a) 特別盈餘賬目指本公司發行的股份面值與本公司於一九九三年根據集團重組收購之附屬公司已發行股本面值之差額。

(b) 法定儲備包括不可分派之法定基金，指把若干於中華人民共和國(「中國」)成立的附屬公司之保留溢利資本化作為於該等附屬公司之再投資資本，基金應用作(i)彌補以前年度虧損或(ii)擴充生產營運。

(c) 本集團物業重估儲備指由於將本集團若干自用之物業由物業、廠房及設備轉撥至投資物業所產生之重估收益。

(d) 商譽儲備指若干附屬公司在控制權沒有變動的情況下之擁有權變動影響。

CONSOLIDATED STATEMENT OF CASH FLOWS
綜合現金流量表

For the year ended 31 December 2020 截至二零二零年十二月三十一日止年度

		NOTE 附註	2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
OPERATING ACTIVITIES	**經營活動**			
Profit before taxation	除稅前溢利		**7,936,416**	5,122,913
Adjustments for:	調整：			
Share of results of joint ventures	應佔合營公司業績		**(77,868)**	(93,867)
Share of result of an associate	應佔聯營公司業績		**2,673**	(51,677)
Depreciation of properties,				

CONSOLIDATED STATEMENT OF CASH FLOWS
綜合現金流量表

		NOTES 附註	2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Cash generated from operations	經營業務所得現金		**11,082,651**	8,721,180
Other income taxes paid	其他已繳所得稅		**(1,259,416)**	(834,786)
PRC Land Appreciation Tax ("LAT") paid	已繳中國土地增值稅（「土地增值稅」）		**(298,390)**	(523,748)
Hong Kong Profits Tax paid	已繳香港利得稅		**(25,153)**	(71,835)
NET CASH FROM OPERATING ACTIVITIES	**經營活動所得現金淨額**		**9,499,692**	7,290,811
INVESTING ACTIVITIES	**投資活動**			
Net purchase of equity investments at fair value through profit or loss	按公平值計入損益之權益投資的購買淨額		**(2,873,648)**	(1,495,441)
Purchase of debt investments at fair value through other comprehensive income	購買按公平值計入其他全面收益之債務投資		**(1,574,660)**	(1,589,896)
Purchase of properties, plant and equipment	購買物業、廠房及設備		**(1,467,796)**	(2,093,742)
Deposits paid for acquisition of properties, plant and equipment and investment properties	購買物業、廠房及設備及投資物業之已付訂金		**(150,858)**	(611,724)
Payments for right-of-use assets	使用權資產付款		**(52,177)**	(92,787)
Proceeds from disposal or on maturity of debt instruments at fair value through other comprehensive income	出售按公平值計入其他全面收益之債務工具(或到期)所得款項		**7,102,545**	3,600,136
Proceeds from disposal of properties, plant and equipment	出售物業、廠房及設備所得款項		**1,119,779**	305,119
Net cash inflow arising on disposal of subsidiaries	出售附屬公司所產生之淨現金流入	35	**288,936**	–
Repayment received on entrusted loans	委託貸款已收還款		**100,095**	127,458
Interest received	已收利息		**81,293**	120,720
Dividend received from a joint venture	已收一間合營公司股息		**80,319**	75,302
Proceeds from disposal of right-of-use assets	出售使用權資產所得款項		**59,607**	–
Dividend received from an associate	已收一間聯營公司股息		**51,131**	184,043
Net cash outflow arising on acquisitions of subsidiaries	收購附屬公司產生之淨現金流出	34	**–**	(1,445,540)
Loan to an independent third party	給予獨立第三方貸款		**–**	(600,000)
Purchase of investment properties	購買投資物業		**–**	(39,190)
Proceeds from disposal of right-of-use assets	出售使用權資產所得款項		**–**	1,116
NET CASH FROM (USED IN) INVESTING ACTIVITIES	**投資活動所得(所用)現金淨額**		**2,764,566**	(3,554,426)

2. APPLICATION OF AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs") (continued)

Amendments to HKFRSs that are mandatorily effective for the current year (continued)

Except as described below, the application of the "Amendments to References to the Conceptual Framework in HKFRS Standards" and the amendments to HKFRSs in the current year had no material impact on the Group's financial positions and performance for the current and prior years and/or on the disclosures set out in these consolidated financial statements.

Impacts on application of Amendments to HKAS 1 and HKAS 8 "Definition of Material"

The Group has applied the Amendments to HKAS 1 and HKAS 8 for the first time in the current year. The amendments provide a new definition of material that states "information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity." The amendments also clarify that materiality depends on the nature or magnitude of information, either individually or in combination with other information, in the context of the financial statements taken as a whole.

The application of the amendments in the current year had no impact on the consolidated financial statements.

2. 應用經修訂之香港財務申報準則（「香港財務申報準則」）（續）

於本年度已強制生效之經修訂之香港財務申報準則（續）

除下文所述者外，本期間應用香港財務申報準則概念框架的修訂及經修訂香港財務申報準則對本集團於本期間及過往期間之財務表現及狀況及／或載於簡明合併財務報表之披露並無重大影響。

採用香港財務申報準則第1號及香港會計準則第8號「有關重大的定義」（修訂本）之影響

本集團於本年度首次應用香港財務申報準則第1號和香港財務申報準則第8號。修訂本為重要性落下新定義，訂明「如果遺漏、錯誤陳述或掩飾某項資料可能合理預期會影響通用財務報表主要使用者根據該等財務報表（提供有關特定申報實體的財務資料）作出的決策，則有關資料屬重要的。」修訂本亦澄清重大程度取決於資料的性質或以整體財務報表來看的重要程度（不論為個別或與其他資料結合考慮）。

於本年度應用修訂本對合併財務報表並無影響。

2. 應用經修訂之香港財務申報準則（「香港財務申報準則」）（續）

已頒佈但尚未生效的新增及經修訂香港財務申報準則

本集團並無提早應用以下已頒佈但尚未生效的新增及經修訂香港財務申報準則：

香港財務申報準則第17號	保險合約及相關修訂[1]
香港會計準則第3號（修訂本）	對概念框架的提述[2]
香港財務申報準則第9號、香港會計準則第39號、香港財務申報準則第7號、香港財務申報準則第4號及香港財務申報準則第16號（修訂本）	利率嘐椣枛늗腙裖颯ゐ裪谻鲵褫 第9號槒犮 值陣썩诇炌跃曄輓닫诚娥鬙喒翌

2. APPLICATION OF AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs") (continued)

New and amendments to HKFRSs in issue but not yet effective (continued)

Amendments to HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16 "Interest Rate Benchmark Reform – Phase 2"

Amendments to HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16 "Interest Rate Benchmark Reform – Phase 2" relate to the modification of financial assets, financial liabilities and lease liabilities, specific hedge accounting requirements and disclosure requirements applying HKFRS 7 "Financial Instruments: Disclosures" to accompany the amendments regarding modifications and hedge accounting.

- **Modification of financial assets, financial liabilities and lease liabilities.** A practical expedient is introduced for modifications required by the reform (modifications required as a direct consequence of the interest rate benchmark reform and made on an economically equivalent basis). These modifications are accounted for by updating the effective interest rate. All other modifications are accounted for using the current HKFRSs requirements. A similar practical expedient is proposed for lessee accounting applying HKFRS 16;

- **Hedge accounting requirements.** Under the amendments, hedge accounting is not discontinued solely because of the interest rate benchmark reform. Hedging relationships (and related documentation) are required to be amended to reflect modifications to the hedged item, hedging instrument and hedged risk. Amended hedging relationships should meet all qualifying criteria to apply hedge accounting, including effectiveness requirements; and

2. 應用經修訂之香港財務申報準則(「香港財務申報準則」)(續)

已頒佈但尚未生效的新增及經修訂香港財務申報準則(續)

香港財務申報準則第9號、香港會計準則第39號、香港財務申報準則第7號、香港財務申報準則第4號及香港財務申報準則第16號(修訂本)「利率基準改革—第二階段」

香港財務申報準則第9號、香港會計準則第39號、香港財務申報準則第7號、香港財務申報準則第4號及香港財務申報準則第16號之修訂本「利率基準改革—第二階段」,乃關乎應用香港財務申報準則第7號「財務工具:披露」之財務資產、財務負債及租賃負債之改動、具體對沖會計要求及披露要求,以配合有關改動及對沖會計之修訂。

- **財務資產、財務負債及租賃負債之改動**。該等修訂本對改革所需作出之改動(因利率基準改革直接導致並按經濟上等同之基準作出之改動),引入可行的權宜之計。該等改動乃透過更新實際利率之方式入賬,其他所有改動則採用現行之香港財務申報準則要求入賬。該等修訂本建議應用香港財務申報準則第16號,對承租人之會計處理採用類似可行的權宜之計;

- **對沖會計要求**。根據該等修訂本,對沖會計不會純粹因利率基準改革而終止。對沖關係(及相關文件)須予修訂,以反映對沖項目、對沖工具及對沖風險之改動。修訂後之對沖關係應符合應用對沖會計之所有資格條件,當中包括效能要求;及

2. APPLICATION OF AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs") (continued)

New and amendments to HKFRSs in issue but not yet effective (continued)

Amendments to HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16 "Interest Rate Benchmark Reform – Phase 2" (continued)

- **Disclosures.** The amendments require disclosures in order to allow users to understand the nature and extent of risks arising from the interest rate benchmark reform to which the Group is exposed to and how the entity manages those risks as well as the entity's progress in transitioning from interbank offered rates to alternative benchmark rates, and how the entity is managing this transition.

As at 31 December 2020, the Group has several London Interbank Offered Rate ("LIBOR") and Hong Kong Interbank Offered Rate ("HIBOR") bank loans which will or may be subject to interest rate

2. 應用經修訂之香港財務申報準則(「香港財務申報準則」)(續)

已頒佈但尚未生效的新增及經修訂香港財務申報準則(續)

香港財務申報準則第9號、香港會計準則第39號、香港財務申報準則第7號、香港財務申報準則第4號及香港財務申報準則第16號(修訂本)「利率基準改革－第二階段」(續)

- **披露**。該等修訂本要求作出披露，以讓使用者了解利率基準改革之性質及本集團承受之風險程度、實體管理有關風險之方式、實體由銀行同業拆息轉為其他基準利率之進度，以及實體管理此項轉變之方式。

於二零二零年十二月三十一日，本集團有多筆以倫敦銀行同業拆息(「倫敦銀行同業拆息」)以及香港銀行同業拆息(香港銀行同業拆息)計息之銀行貸款將或可能須進行利率基準改革。本集團預期，倘於應用該等修訂本時，該等貸款之利率基準因改革而出現變動，所錄得之收益或虧損亦不會重大。

香港會計準則第1號(修訂本)「將負債分類為流動或非流動」以及香港詮釋第5(2020)號之有關修訂

該等修訂闡明及補充指導如何評估延遲結付期最少至報告日期後十二個月的權利以將負債分類為流動負債或非流動負債，其中：

- 規定負債分類為流動負債或非流動負債應基於報告期末所存在的權利。該等修訂尤其闡明：

  (i) 分類不應受到管理管理意圖或期望在12個月內清償負債的影響；及

  (ii) 倘該權利以遵守契約為條件，則即使貸款人於較後日期才測試遵守情況，倘於報告期滿足條件，該權利亦存在；及

2. APPLICATION OF AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs") (continued)

New and amendments to HKFRSs in issue but not yet effective (continued)

Amendments to HKAS 1 "Classification of Liabilities as Current or Non-current" and related amendments to Hong Kong Interpretation 5 (2020) (continued)

- clarify that if a liability has terms that could, at the option of

2. 應用經修訂之香港財務申報準則(「香港財務申報準則」)(續)

已頒佈但尚未生效的新增及經修訂香港財務申報準則(續)

香港會計準則第1號(修訂本)「將負債分類為流動或非流動」以及香港詮釋第5(2020)號之有關修訂(續)

- 澄清倘若負債具有條款,可由對手方選擇透過轉讓實體本身的權益工具進行結清,僅當實體應用香港會計準則第32號金融工具:呈列將選擇權單獨確認為權益工具,該等條款則不影響將其分類為流動或非流動。

此外,香港詮釋第5號因香港會計準則第1號之修訂本而進行修訂,以使相應措辭保持一致而結論不變。

根據本集團於二零二零年十二月三十一日的未償還負債,該等修訂的應用不會導致重新分類本集團的負債。

香港會計準則第16號(修訂本)「物業、廠房及設備-作擬定用途前的所得款項」

修訂本規定,在將物業,廠房和設備項目帶到使其能夠按照管理層預期的方式運作所必需的位置和條件的同時,所產生的任何項目的成本(例如在測試產品是否符合要求時所產生的樣品於相關物業,廠房和設備是否正常運行)及出售此類物品的收益應按照適用的標準在損益中確認和計量。項目的成本根據香港會計準則第2號「存貨」計量。

預期應用該等修訂不會對本集團的財務狀況及表現造成重大影響。

2. 應用經修訂之香港財務申報準則（「香港財務申報準則」）（續）

已頒佈但尚未生效的新增及經修訂香港財務申報準則（續）

香港會計準則第37號「虧損合約－履行合約的成本」

修訂本規定，當主體根據香港會計準則37撥備、或然負債及或然資產評估合約是否虧損時，合約下的不可避免成本應反映出退出合約的淨成本最少，即較低者。履行費用以及因未能履行而產生的任何補償或罰款。履行合約的成本包括增量成本及與履行合約直接相關的其他成本的分配（例如，分配用於履行合同的不動產，廠房和設備的折舊費）

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES

3.1 Basis of preparation of consolidated financial statements

The consolidated financial statements have been prepared in accordance with HKFRSs issued by the HKICPA. For the purpose of preparation of the consolidated financial statements, information is considered material if such information is reasonably expected to influence decision made by primary users. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange ("Listing Rules") and by the Hong Kong Companies Ordinance.

The consolidated financial statements have been prepared on the historical cost basis except for investment properties and certain financial instruments, that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of HKFRS 2 "Share-based Payment" ("HKFRS 2"), leasing transactions that are accounted for in accordance with HKFRS 16, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in HKAS 2 or value in use in HKAS 36 "Impairment of Assets" ("HKAS 36").

3. 綜合財務報表編製基準及主要會計政策

3.1 綜合財務報表編製基準

綜合財務報表乃按香港會計師公會頒佈的香港財務申報準則編製。就編製綜合財務報表而言，倘有關資料可合理預期將會影響主要使用者之決定，則該等資料被視為重要。此外，綜合財務報表載有聯交所證券上市規則(「上市規則」)及香港公司條例之適用披露規定。

綜合財務報表乃按歷史成本基準編製，惟如下列會計政策所闡述，於各報告期末，投資物業及若干金融工具則按公平值計量。

歷史成本一般按為換取貨品及服務而付出的代價的公平值計算。

公平值是於計量日期市場參與者間於有秩序交易中出售資產所收取或轉讓負債須支付之價格，而不論該價格為可直接觀察取得或可使用其他估值方法估計。於估計資產或負債之公平值時，本集團會考慮該等市場參與者於計量日期對資產或負債定價時所考慮之資產或負債之特點。於該等綜合財務報表中作計量及／或披露用途之公平值乃按此基準釐定，惟以下各項除外：屬於香港財務申報準則第2號「以股份形式付款」(「香港財務申報準則第2號」)範圍內之以股份形式付款交易、按照香港財務申報準則第16號入賬之租賃交易，以及與公平值存在某些相似之處但並非公平值之項目計量，例如香港會計準則第2號之可變現淨值或香港會計準則第36號「資產減值」(香港會計準則第36號)之使用價值。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company and its subsidiaries. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Specifically, income and expenses of subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and from the date the Group gains control until the date when the Group ceases to control the subsidiary.

Profit or loss and each item of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies.

All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策

綜合賬目基準

綜合財務報表包括本公司及由本公司及其附屬公司控制之實體之財務報表。當本公司符合以下情況，即取得控制權：

- 有權控制被投資方；
- 因其參與被投資方業務而對可變回報承擔風險或享有權利；及
- 有能力以其權力影響其回報。

倘有事實及情況顯示上列三項控制權條件之其中一項或多項有變，本集團會重新評估其是否控制被投資方。

當本集團取得附屬公司之控制權，便將該附屬公司綜合入賬；當本集團失去附屬公司之控制權，便停止將該附屬公司綜合入賬。具體而言，年內所收購或出售附屬公司之收入及開支於本集團獲得控制權日期計入綜合損益表，直至本集團不再控制該附屬公司為止。

損益及其他全面收益的各個項目乃歸屬於本公司持有人及非控股權益。附屬公司的全面收益總額乃歸屬於本公司持有人及非控股權益，即使此舉會導致非控股權益產生虧絀結餘。

如有需要，將會就附屬公司之財務報表作出調整，以確保其會計政策與本集團會計政策貫徹一致。

有關本集團成員公司間交易之所有集團內公司間資產和負債、股權、收入、開支及現金流量於綜合賬目時全數對銷。

3.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

業務合併或資產收購(續)

業務合併

業務收購乃採用收購法入賬。於業務合併轉撥之代價按公平值計量，而計算方法為本集團所轉撥資產、本集團對被收購方原持有人產生之負債及本集團就交換被收購方之控制權發行之股權於收業區鸕豎ｒ禩鰲曶砐葈 阝镸楷醮瀾閖筵蒖腴７ 当

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Business combinations or asset acquisitions (continued)

Business combinations (continued)

- liabilities or equity instruments related to share-based payment arrangements of the acquiree or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with HKFRS 2 at the acquisition date (see the accounting policy below);
- assets (or disposal groups) that are classified as held for sale in accordance with HKFRS 5 "Non-current Assets Held for Sale and Discontinued Operations" are measured in accordance with that standard; and
- lease liabilities are recognised and measured at the present value of the remaining lease payments (as defined in HKFRS 16) as if the acquired leases were new leases at the acquisition date, except for leases for which (a) the lease term ends within 12 months of the acquisition date; or (b) the underlying asset is of low value. Right-of-use assets are recognised and measured at the same amount as the relevant lease liabilities, adjusted to reflect favourable or unfavourable terms of the lease when compared with market terms.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

業務合併或資產收購(續)

業務合併(續)

- 與被收購方以股份形式支付安排有關之負債或權益工具或以本集團訂立之以股份形式支付安排取代被收購方以股份形式支付安排於收購日期根據香港財務申報準則第2號計量(請參考下文會計政策);
- 根據香港財務申報準則第5號「持作出售之非流動資產及已終止經營業務」劃分為持作出售之資產(或出售組合)會根據該項準則計量;及
- 租賃負債按餘下租賃付款(定義見香港財務申報準則第16號)的現值確認及計量,猶如已收購租賃於收購日期為新租賃,惟以下情況除外(a)租期於收購日期起12個月內結束;或(b)有關資產屬低價值資產。使用權資產按有關租賃負債的同一金額確認及計量,並作出調整以反映與市場條款相比租賃條款較為有利或遜色之處。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Business combinations or asset acquisitions (continued)

Business combinations (continued)

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net amount of the identifiable assets acquired and the liabilities assumed as at acquisition date. If, after re-assessment, the net of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held interest in the acquiree (if any), the excess is recognised immediately in profit or loss as a bargain purchase gain.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the relevant subsidiary's net assets in the event of liquidation are initially measured at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets or at fair value.

Goodwill

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business (see accounting policy above) less accumulated impairment losses, if any.

For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units ("CGUs") (or groups of CGUs) that is expected to benefit from the synergies of the combination/d5mount

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

業務合併或資產收購(續)

業務合併(續)

所轉撥代價、與被收購方之任何非控股權益之金額及收購方先前持有被收購方股權(如有)之公平值合計，倘超出所收購可識別資產及所承擔負債於收購日期之淨額，超出之部分確認為商譽。倘(經重新評估後)已收購之可識別資產及承擔之負債之淨額超出所轉撥代價、於被收購方任何非控股權益之金額及收購方先前持有被收購方權益(如有)之公平值總和，超出部分即時於損益中確認為議價收購收益。

屬現時擁有權權益且於清盤時賦予其持有人按比例分佔相關附屬公司資產淨值之非控股權益初步按非控股權益應佔被收購方可識別資產淨值之已確認金額比例或公平值計量。

商譽

收購業務所產生之商譽，按於收購業務當日建立的成本(請參考上文會計政策)減累計減值虧損(如有)列賬。

就減值測試而言，商譽分配到預期從合併之協同效應中受益的本集團各有關現金產生單位(「現金產生單位」)，或現金產生單位之組別，而該單位或單位組合為就內部管理目的的監察商譽的最低水平且不超過經營分部。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Goodwill (continued)

A CGU (or group of CGUs) to which goodwill has been allocated is tested for impairment annually or more frequently when there is an indication that the unit may be impaired. For goodwill arising on an acquisition in a reporting period, the CGU (or group of CGUs) to which goodwill has been allocated is tested for impairment before the end of that reporting period. If the recoverable amount is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill and then to the other assets of the unit on a pro-rata basis based on the carrying amount of each asset in the unit (or group of CGUs).

On disposal of the relevant CGU or any of the CGU within the group of CGUs, the attributable amount of goodwill is included in the determination of the amount of profit or loss on disposal. When the Group disposes of an operation within the CGU (or a CGU within a group of CGUs), the amount of goodwill disposed of is measured on the basis of the relative values of the operation (or the CGU) disposed of and the portion of the CGU (or the group of CGUs) retained.

The Group policy for goodwill arising on the acquisition of an associate and a joint venture is described below.

Investments in an associate and joint ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

商譽(續)

已獲分配商譽之現金產生單位(或現金產生單位組別)每年或凡該單位有跡象顯示出現減值時進行較頻繁之減值測試。就於報告期間之收購所產生之商譽而言，已獲分配商譽之現金產生單位(或現金產生單位組別)於該報告期間完結前進行減值測試。倘可收回金額少於該單位之賬面值，則減值虧損被分配，以首先削減任何商譽之賬面值，及其後以單位各資產之賬面值為基準，按比例分配到該單位(或現金產生單位組別)之其他資產。

出售有關現金產生單位或現金產生單位組別內任何現金產生單位時，則商譽應佔金額於出售時計入釐定損益之金額。倘本集團出售現金產生單位(或現金產生單位組別內的一個現金產生單位)的營運，出售的商譽金額按已出售營運(或現金產生單位)的相對價值及保留現金產生單位(或現金產生單位組別)的部份作基礎計算。

本集團有關收購一間聯營公司及合營公司所產生之商譽的政策概述如下。

於一間聯營公司及合營公司之投資

聯營公司指本集團對其有重大影響力之實體。重大影響力指參與投資對象之財務及經營政策決策之權力，但並無控制或共同控制該等政策。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Investments in an associate and joint ventures (continued)

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The results and assets and liabilities of an associate and joint ventures are incorporated in these consolidated financial statements using the equity method of accounting. The financial statements of an associate and joint ventures used

3. 綜合財務報表之編製基準及主要會計政策(續)

3.2 主要會計政策(續)

於一間聯營公司及合營公司之投資(續)

合營公司乃一種共同安排，即共同控制安排的各方有權利享受安排之資產淨額。共同控制權指按照合約協定對一項安排所共有之控制權，僅在相關活動必須獲得共同享有控制權之各方一致同意方能決定時存在。

聯營公司及合營公司之業績及資產與負債乃按權益會計法納入綜合財務報表內。作權益法用途的聯營公司及合營公司之財務報表乃按與本集團就同類交易及同類事項的統一會計政策編製。根據權益法，於聯營公司或合營公司之投資，乃初步按成本於綜合財務狀況表列賬，並隨後作出調整以確認本集團應佔該聯營公司或合營公司之損益及其他全面收益。損益及其他全面收益以外的聯營公司或合營公司淨資產變動不予入賬，除非有關變動導致本集團所持擁有權權益發生變動。當本集團應佔一間聯營公司或合營公司之虧損超出其於該聯營公司或合營公司之權益(包括實質上構成本集團於聯營公司或合營公司或之淨投資的一部分的任何長期權益)，則本集團不再確認其應佔之進一步虧損。額外虧損會作出確認，惟僅以本集團已產生之法定或推定責任或代表該聯營公司或合營公司支付之款項為限。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Investments in an associate and joint ventures (continued)

An investment in an associate or a joint venture is accounted for using the equity method from the date on which the investee becomes an associate or a joint venture. On acquisition of the investment in an associate or a joint venture, any excess of the cost of the investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

於一間聯營公司及合營公司之投資(續)

於被投資方成為一家聯營公司或一間合營公司當日，對聯營公司或合營公司的投資採用權益法入賬。於收購一間聯營公司或一間合營公司的投資時，投資成本超過本集團分佔該被投資方可識別資產及負債公平值淨額的任何部分乃確認為商譽，並計入投資之賬面值。本集團應佔可識別資產及負債的公平值淨額超出投資成本的任何差額，於重新評估後即時於投資被收購之期間於損益確認。

本集團評估是否存在客觀證據顯示於一間聯營公司或合營企業的權益可能存在任何減值。如存在任何客觀證據，投資全數賬面值(包括商譽)根據香港會計準則第36號作為單一資產作減值測試，方法為將可收回金額(使用價值與公平值減出售成本之較高者)與賬面值加以比較。任何並非分配至資產(包括商譽)的已確認之減值虧損構成該投資賬面值的一部分。倘該投資之可收回金額其後增加，則根據香港會計準則第36號確認該減值虧損之撥回。

當某集團實體與本集團之聯營公司或合營公司交易時，與該聯營公司或合營公司交易所產生的損益只會在有關聯營公司或合營公司的權益與本集團無關的情況下，方會於本集團的綜合財務報表確認。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Revenue from contracts with customers (continued)

The revenue of the Group arising from sales of laminates, PCBs and chemicals is recognised at a point in time. Under the transfer-of-control approach in HKFRS 15 "Revenue from contracts with customers" ("HKFRS 15"), revenue from these sales is recognised when customer acceptance has been obtained, which is the point of time when the goods are delivered based on the agreed shipping terms and the location specified by the customers, and when the customer has the ability to direct the use of these products and obtain substantially all of the remaining benefits of these products.

The revenue of the Group arising from sales of properties in the ordinary course of business is recognised at a point in time when the customer obtains control of the respective properties.

Revenue from hotel accommodation and service income from drilling services are recognised over time, as the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs.

Revenue from property investment and licence fee income will be accounted for accordance with HKFRS 16, whereas dividend income and interest income from investments will be accounted for in accordance with HKFRS 9.

A contract liability represents the Group's obligation to transfer goods, properties or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

客戶合約收益(續)

本集團自銷售覆銅面板、印刷線路板、化工產品所產生的收益乃於某一時間點確認。根據香港財務申報準則第15號「客戶合約收益」(「香港財務申報準則第15號」)的控制權轉移法，該等銷售營業額乃於獲得客戶接受時確認，即按協定運送條款及客戶指定位置交付貨品，以及當客戶有能力主導該等產品的使用及獲得該等產品絕大部分餘下利益的時間點。

本集團於日常業務過程中銷售物業產生的收益於客戶獲得有關物業的控制權之時間點予以確認。

酒店住宿營業額及鑽孔服務之服務收入隨時間確認，因為客戶隨本集團履約同時收取及耗用由本集團履約所帶來的利益。

物業投資收益及授權費收入將繼續按照香港財務申報準則第16號入賬，其中投資的股息收入及利息收入將根據香港財務申報準則第9號入賬。

合約負債指本集團向客戶轉讓本集團已收取代價(或應自客戶收取代價金額)的貨品、物業或服務的責任。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Revenue from contracts with customers (continued)

Over time revenue recognition: measurement of progress towards complete satisfaction of a performance obligation

Output method

The progress towards complete satisfaction of a performance obligation is measured based on output method, which is to recognise revenue on the basis of direct measurements of the value of the goods or services transferred to the customer to date relative to the remaining goods or services promised under the contract, that best depict the Group's performance in transferring control of goods or services.

Existence of significant financing component

In determining the transaction price, the Group adjusts the promised amount of consideration for the effects of the time value of money if the timing of payments agreed (either explicitly or implicitly) provides the customer or the Group with a significant benefit of financing the transfer of goods or services to the customer. In those circumstances, the contract contains a significant financing component. A significant financing component may exist regardless of whether the promise of financing is explicitly stated in the contract or implied by the payment terms agreed to by the parties to the contract.

For contracts where the period between payment and transfer of the associated goods, properties or services is less than one year, the Group applies the practical expedient of not adjusting the transaction price for any significant financing component.

For advance payments received from customers before the transfer of the associated goods, properties or services in which the Group adjusts for the promised amount of consideration for a significant financing component, the Group applies a discount rate that would be reflected in a separate financing transaction between the Group and the customer at contract inception. The relevant interest expenses during the period between the advance payments were received and the transfer of the associated goods and services are accounted for on the same basis as other borrowing costs.

3. 綜合財務報表之編製基準及主要會計政策(續)

3.2 主要會計政策(續)

客戶合約收益(續)

隨時間確認收益：計量完全履行履約責任的進度

產量法

完全履行履約責任之進度乃根據產量法計量，即透過直接計量迄今已轉讓予客戶的貨品或服務價值，相對合約下承諾提供的餘下貨品或服務價值確認收益，該方法最能反映本集團於轉讓貨品或服務控制權方面的履約情況。

存在重大融資部分

釐定交易價時，倘協定之付款時間(明示或暗示)為客戶或本集團提供有關向客戶轉讓貨品或服務之重大融資利益，本集團會就貨幣時間價值之影響調整承諾代價金額。於該等情況下，合約即包含重大融資部分。不論融資承諾是否明確列於合約或隱含在合約訂約方協定之付款條款中，均可能存在重大融資部分。

對於付款與轉讓相關貨品、物業或服務相隔期間不足一年之合約，本集團應用可行權宜之計，而不就任何重大融資部分調整交易價。

就於轉移本集團已就任何重大融資部分而調整已承諾之代價金額之相關貨品、物業或服務前自客戶收取之預付款項而言，本集團應用將於本集團與客戶之間於合約開始之獨立融資交易中反映之貼現率。預收款項與轉讓相關貨品及服務兩者期間之有關利息開支，使用與借貸成本相同的基準入賬。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting eaw4bts (continued)

Leases

Definition of a lease

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

For contracts entered into or modified on or after the date of initial appw4bation or arising from business combinations, the Group assesses whether a contract is or contains a lease based on the definition under HKFRS 16 at inception, modifibation date or acquisition date, as appropriate. Such contract will not be reassessed unless the terms and conditions of the contract are subsequently changed.

The Group as a lessee

Allobation of consideration to components of a contract

For a contract that contains a lease component and one or more additional lease or non-lease components, the Group allobates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components, including contract for acquisition of ownership interests of a property which includes both leasehold land and non-lease building components, unless such allobation cannot be made reliably.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

租賃

租賃的定義

倘合約為換取代價而給予在一段時間內控制使用可識別資產的權利，則該合約屬租賃或包含租賃。

就於首次應用日期或之後訂立或修改或源於業務合併的合約而言，本集團根據香港財務申報準則第16號的定義於初始或修改或收購日期(視乎情況而定)評估該合約是否為租賃或包含租賃。除非合約的條款及條件其後出現變動，否則有關合約將不予重新評估。

本集團作為承租人

將代價分配至合約組成部分

就包含租賃組成部分以及一項或多項額外租賃或非租賃組成部分的合約而言，本集團根據租賃組成部分的相對獨立價格及非租賃組成部分的合計獨立價格基準將合約代價分配至各項租賃組成部分，包括收購含有租賃土地及非租賃樓宇組成部分的物業的所有權權益的合約，惟有關分配無法可靠作出則除外。

本集團應用可行權宜之計不將非租賃組成部分與租賃組成部分分開，而將租賃組成部分及任何相關非租賃組成部分作為單一租賃組成部分入賬。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAO3 qdATEMENTS AND SIGNIFICANT3 ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Leases (continued)

The Group as a lessee (continued)

qhort-term leases

The Group applies the short-term lease recognition exemption to leases of leased properties that have a lease term of 12 months or less from the commencement date and do not contain a purchase option. Lease payments on short-term leases are recognised as expense on a straight-line basis or another systematic basis over the lease term.

Right-of-use assets

The cost of right-of-use asset includes:

- the amount of the initial measurement of the lease liability;
- any lease payments made at or before the commencement date, less any lease incentives received;
- any initial direct costs incurred by the Group; and
- an estimate of costs to be incurred by the Group in dismantling and removing the underlying assets, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

Except for those that are classified as investment properties and measured under fair value model, right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

Right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

租賃(續)

本集團作為承租人(續)

短期租賃

本集團將短期租賃確認豁免應用於租賃物業的租賃，有關租賃的租賃期為自開始日期起十二個月或以下並且不包括購買選擇權。短期租賃的租賃付款在租賃期內按直線法或其他系統基準確認為支出。

使用權資產

使用權資產的成本包括：

- 租賃負債的初步計量金額；
- 於開始日期或之前作出的任何租賃付款，減任何已收租賃優惠；
- 本集團產生的任何初始直接成本；及
- 本集團於拆解及搬遷相關資產、復原相關資產所在場地或復原相關資產至租賃的條款及條件所規定的狀況時產生的成本估計。

除分類為投資物業並按公平值模式計量的使用權資產外，使用權資產按成本減任何累計折舊及減值虧損計量，並於任何租賃負債重新計量時作出調整。

使用權資產於估計使用年期及租賃期(以較短者為準)內以直線法折舊。

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

租賃(續)

本集團作為承租人(續)

使用權資產(續)

本集團於綜合財務狀況表的單獨項目呈列並不符合投資物業或存貨定義的使用權資產。符合投資物業或存貨定義的使用權資產分別呈列為「投資物業」及「待發展物業」

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

租賃(續)

本集團作為承租人(續)

租賃負債(續)

- 根據剩餘價值擔保本集團預期將支付的金額；

- 本集團合理確定行使購買權的行使價；及

- 於租期反映本集團會行使選擇權終止租賃時，終止租賃的相關罰款。

於開始日期後，租賃負債根據利息增長及租賃付款作出調整。

倘出現以下情況，本集團會重新計量租賃負債(並對相關使用權資瓷휥쉿

- 於期反有秘變鍷愴使購終而新

於賃付款作因檐暨蕃佇賃㇒ 玔섵歌爣

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Leases (continued)

The Group as a lessee (continued)

Lease modifications

The Group accounts for a lease modification as a separate lease if:

- the modification increases the scope of the lease by adding the right to use one or more underlying assets; and
- the consideration for the leases increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments to that stand-alone price to reflect the circumstances of the particular contract.

For a lease modification that is not accounted for as a separate lease, the Group remeasures the lease liability based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Group accounts for the remeasurement of lease liabilities by making corresponding adjustments to the relevant right-of-use asset. When the modified contract contains a lease component and one or more additional lease or non-lease components, the Group allocates the consideration in the modified contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

租賃(續)

本集團作為承租人(續)

租賃的修改

倘出現以下情況，本集團會將租賃的修改列賬為個別租賃：

- 該項修改通過增加使用一項或多項相關資產的權利擴大了租賃範圍；及
- 租賃代價增加，增加的金額相當於範圍擴大對應的單獨價格，加上為反映特定合約的實際情況而對單獨價格進行的任何適當調整。

就未入賬為一項單獨租賃的租賃修改而言，本集團透過使用修訂生效日期的經修訂貼現率貼現經修訂租賃付款的經修改租賃的租期，重新計量租賃負債。

本集團通過對使用權資產作出相應調整，將租賃負債的重新計量入賬。倘經修訂合約包含租賃部分以及一個或多個額外租賃或非租賃部分，本集團按租賃部分的相對獨立價格以及非租賃部分的獨立價格合計，將經修訂合約的代價分配至各租賃部分。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Leases (continued)

The Group as a lessor

Classification and measurement of leases

Leases for which the Group is a lessor are classified as finance or operating leases. Whenever the terms of the lease transfer substantially all the risks and rewards incidental to ownership of an underlying asset to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

Rental income from operating leases and licence fee income are recognised in profit or loss on a straight-line basis over the term of the relevant lease and licence agreement. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset, and such costs are recognised as an expense on a straight-line basis over the lease term except for investment properties measured under fair v429E model.

Rental income and licence fee income which are derived from the Group's ordinary course of business are presented as revenue.

Refundable rental deposits

Refundable rental deposits received are accounted for under HKFRS 9 and initially measured at fair v429E. Adjustments to fair v429E at initial recognition arE considered as additional lease payments from lessees.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

租賃(續)

本集團作為出租人

租賃的分類及計量

本集團作為出租人的租賃分類為融資或經營租賃。倘租賃條款將有關資產擁有權附帶的絕大部分風險及回報轉讓予承租人，合約分類為融資租賃。所有其他租賃均分類為經營租賃。

經營租賃之租金收入及授權使用費收入乃按相關租賃及授權使用協議以直線法於損益確認。磋商及安排經營租賃過程中產生的初始直接成本計入租賃資產的賬面值，有關成本於租期內按直線法確認為開支，按公平值模式計量的投資物業除外。

本集團日常業務過程中產生的租賃收入及牌照費呈列為收入。

可退回租賃按金

已收的可退回租賃按金乃根據香港財務申報準則第9號入賬，並初步按公平值計量。初步確認公平值的調整被視為額外租賃款項。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Leases (continued)

The Group as a lessor (continued)

Lease modification

Changes in considerations of lease contracts that were not part of the original terms and conditions are accounted for as lease modifications, including lease incentives provided through forgiveness or reduction of rentals.

The Group accounts for a modification to an operating lease as a new lease from the effective date of the modification, considering any prepaid or accrued lease payments relating to the original lease as part of the lease payments for the new lease.

Investment properties

Investment properties are properties held to earn rentals and/or for capital appreciation.

Investment properties are initially measured at cost, including any directly attributable expenditure. Subsequent to initial recognition, investment properties are measured at fair values, adjusted to exclude any prepaid or accrued operating lease income.

Gains or losses arising from changes in the fair value of investment properties are included in profit or loss in the period in which they arise.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from its disposals. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the profit or loss in the year in which the item is derecognised.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

租賃(續)

本集團作為出租人(續)

租賃的修改

不屬於原有條款及條件的租賃合約考慮因素的變化作為租賃修改入賬，包括通過免除或減少租金提供的租賃激勵。

本集團自修改生效日期起將經營租賃修訂入賬為新租賃，將任何與原有租賃有關之預付或應計租賃付款視作新租賃之租賃付款的一部分。

投資物業

投資物業乃持作賺取租金及／或資本增值之物業。

投資物業乃初步按成本(包括直接應佔開支)計量。於初步確認後，投資物業按公平值計量，經調整至不包括任何預付或累計經營租賃收入。

投資物業公平值變動產生之盈虧計入其產生期間之損益內。

投資物業於出售後，或當永久停止使用該投資物業，及預期出售不會產生未來經濟利益時剔除確認。剔除確認該物業所產生之任何盈虧乃按出售所得款項淨額與該資產賬面值間之差額計算，並計入剔除確認項目年度之損益內。

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

待發展物業

開發完成後旨在出售的待發展物業分類為流動資產。除租賃土地部分根據使用權資產的會計政策按成本模式計量外，待發展物業按成本及可變現淨值(以較低者為準)計量。成本按特定識別基準釐定，包括分配已產生的相關發展開支以及(如適用)資本化的借貸成本。可變現淨值指物業的

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

物業、廠房及設備

物業、廠房及設備為持作用於生產或供應貨品或服務或作行政用途的有形資產(但不包括下文所述永久產權土地及在建物業、廠房及設備)。物業、廠房及設備乃按成本減其後累計折舊及任何累計減值虧損(如有)在綜合財務狀況表列賬。

永久業權土地為淨折舊，按成本減其後累計減值虧損計量。

為生產、供應或行政用途在建之物業、廠房及設備按成本減任何已確認減值虧損列賬。成本包括使資產達到能夠按照管理層擬定的方式開展經營所必要的位置及

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Properties, plant and equipment (continued)

Artwork are stated at cost less impairment loss, if any. No depreciation is provided as the artwork are held primarily for office aesthetics with no intention to sell and are high value paintings with indefinite useful lives and estimated residual values of not less than their costs.

Depreciation is recognised so as to write off the cost of assets (other than freehold land, artwork and properties, plant and equipment under construction) less their residual value over their estimated useful lives using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

物業、廠房及設備(續)

藝術品按成本間減值虧損(如有)入賬。由於藝術品主要用作裝飾辦公室，我們無意出售，藝術品屬使用年期無限長的高價油畫，其估計剩餘價值不低於成本，因此毋須計提折舊。

資產(不包括永久業權土地藝術品以及在建物業、廠房及設備)之折舊乃減去剩餘價值後，根據其估計可使用年期，以直線法撇銷其成本予以確認。估計可使用年期、剩餘價值及折舊方法於各報告期間結束當日予以檢討，估計如有任何變動，其影響在日後入賬。

物業、廠房及設備項目於出售或預期持續使用該資產不會產生未來經濟利益時剔除確認。出售或報廢物業、廠房及設備項目所產生的任何盈虧為該資產出售所得款項與賬面值之間的差額，該差額在損益中確認。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Licenced properties, plant and equipment

Licenced properties, plant and equipment (included in properties, plant and equipment) held to earn licence fee income are stated in the consolidated statement of financial position at cost less subsequent accumulated depreciation and any accumulated impairment losses, if any.

Depreciation is recognised as to write off the cost of items of licenced properties, plant and equipment less their residual

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

授權使用物業、廠房及設備

持作賺取授權使用費的授權使用物業、廠房及設備(計入物業、廠房及設備),乃按成本減其後累計折舊及任何累計減值虧損(如有)在綜合財務狀況表列賬。

授權使用物業、廠房及設備項目之折舊乃根據其估計可使用年期,於扣減其剩餘價值後,以直線法撇銷其成本。估計可使用年期、剩餘價值及折舊方法於各報告期間結束當日予以檢討,估計如有任何變動,其影響在日後入賬。

無形資產

於業務合併中收購之無形資產

業務合併中收購之無形資產與商譽分開確認,初步按其於收購日期之公平值(被視作其成本)確認。

於初步確認後,於業務合併中收購之具有限可使用年期之無形資產按與單獨收購之無形資產相同之基準,以成本減累計攤銷及任何累計減值虧損呈報。

無形資產於出售時或預計使用或出售該資產並無未來經濟利益時剔除確認。剔除確認無形資產所產生之收益及虧損,按該資產之出售所得款項淨額與其賬面值之差額計量,在資產剔除確認時於損益確認。

存貨

存貨按成本或可變現淨值兩者中之較低者入帳。存貨成本按加權平均法計算。可變現淨值指存貨估計售價減估計完成所需之全部成本以及銷售所需之成本。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Impairment on properties, plant and equipment, right-of-use assets and intangible assets other than goodwill (continued)

If the recoverable amount of an asset (or a CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or a CGU) is reduced to its recoverable amount. For corporate assets or portion of corporate assets which cannot be allocated on a reasonable and consistent basis to a CGU, the Group compares the carrying amount of a group of CGUs, including the carrying amounts of the corporate assets or portion of corporate assets allocated to that group of CGUs, with the recoverable amount of the group of CGUs. In allocating the impairment loss, the impairment loss is allocated first to reduce the carrying amount of any goodwill (if applicable) and then to the other assets on a pro-rata basis based on the carrying amount of each asset in the unit or the group of CGUs. The carrying amount of an asset is not reduced below the highest of its fair value less costs of disposal (if measurable), its value in use (if determinable) and zero. The amount of the impairment loss that would otherwise have been allocated to the asset is allocated pro rata to the other assets of the unit or the group of CGUs. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or a CGU or a group of CGUs) is increased to the revised estimate of its recoverable amount,

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3. 綜合財務報表之編製基準及主要會計政策(續)

3.2 Significant accounting polices (continued)

Foreign currencies

In preparing the financial statements of each individual group entity, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing on the dates of the transactions. At the end of the reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on the retranslation of monetary items, are recognised in profit or loss in the period in which they arise.

For the purposes of presenting the consolidated financial statements, the assets and liabilities of the Group's operations are translated into the presentation currency of the Group (i.e. HK$) using exchange rates prevailing at the end of the reporting period. Income and expenses are translated at the average exchange rates for the period. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity under the heading of translation reserve (attributed to non-controlling interests as appropriate).

On the disposal of a foreign operation (that is a disposal of the Group's entire interest in a foreign operation, or a disposal involving loss of control over a subsidiary that includes a foreign operation, or a partial disposal of an interest in a joint arrangement or an associate that includes a foreign operation of which the retained interest becomes a financial asset), all of the exchange differences accumulated in equity in respect of that operation attributable to the owners of the Company are reclassified to profit or loss.

3.2 主要會計政策(續)

外幣

編製各個別集團實體之財務報表時，以該實體之功能貨幣以外貨幣(外幣)進行之交易乃按交易日期當時之匯率確認。於報告期間結束當日，以外幣列值之貨幣項目以該日之匯率重新匯兌。按公平值列賬且按外幣列值之非貨幣項目乃按釐定公平值當日匯率重新匯兌。以外幣按歷史成本計量之非貨幣項目不予重新匯兌。

因結算貨幣項目及重新換算貨幣項目之匯兌差額乃於產生期間內於損益確認。

就呈列綜合財務報表而言，本集團海外業務之資產及負債均按報告期間結束當日匯率匯兌為本集團之呈報貨幣(即港元)。收入及開支項目乃按期內平均匯率匯兌。所產生匯兌差額(如有)於其他全面收益確認，並於權益以匯兌儲備名目(歸入非控股權益(如適用))累計。

出售海外業務時(即出售本集團海外業務之全部權益，或出售涉及喪失擁有海外業務之附屬公司之控制權、或出售部分於擁有海外業務的合營安排或聯營公司的權益(該保留權益計入金融資產))，本公司持有人應佔該業務之所有累計於權益中之匯兌差額，則重新分類至損益。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Foreign currencies (continued)

In addition, in relation to a partial disposal of a subsidiary that does not result in the Group losing control over the subsidiary, the proportionate share of accumulated exchange differences

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Retirement benefit costs

Payments to defined contribution retirement benefit plans, state-managed retirement benefit schemes and the Mandatory Provident Fund Schemes are recognised as an expense when employees have rendered service entitling them to the contributions.

Sh5yt-term employee benefits

Sh5yt-term employee benefits are recognised at the undiscounted amount of the benefits expected to be paid as and when employees rendered the services. All sh5yt-term employee benefits are recognised as an expense unless another HKFRS requires or permits the inclusion of the benefit in the cost of an asset.

A liability is recognised for benefits accruing to employees (such as wages and salaries, annual leave and sick leave) after deducting any amount already paid.

Share-based payments

Equity-settled share-based payment ygGocbutiots

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

（續）

3.2 Significant accounting polices (continued)

Share-based payments (continued)

Equity-settled share-based payment transactions (continued)

Share options granted to the Directors and employees of the Group (continued)

At end of each reporting period, the Group revises its estimates of the number of options that are expected to vest based on assessment of all relevant non-market vesting conditions. The impact of the revision of the original estimates during the vesting period, if any, is recognised in profit or loss, such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to share-based payments reserve. For share options that are vest immediately at the date of grant, the fair value of the share options granted is expensed immediately to profit or loss.

Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit before tax because of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Taxation (continued)

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary difference to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other bases used in -.0 co]TJ /F5 1 Tf

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 Significant accounting polices (continued)

Taxation (continued)

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

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

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

For the purposes of measuring deferred tax for investment properties that are measured using the fair value model, the carrying amounts of such properties are presumed to be recovered entirely through sale, unless the presumption is rebutted. The presumption is rebutted when the investment property is depreciable and is held within a business model whose objective is to consume substantially all of the economic benefits embodied in the investment property over time, rather than through sale, except for freehold land, which is always presumed to be recovered entirely through sale.

For the purposes of measuring deferred tax for leasing transactions in which the Group recognises the right-of-use assets and the related liabilities, the Group first determines whether the tax deductions are attributable the right-of-use assets or the lease liabilities.

3.2 主要會計政策(續)

稅項(續)

遞延稅項資產之賬面值於各報告期間結束當日作檢討，並在沒可能會有足夠應課稅溢利收回全部或部分資產時加以遞減。

根據報告期間結束當日已頒佈或實際已頒佈之稅率(及稅法)，遞延稅項資產及負債按負債清償或資產變現期間預期適用之稅率計量。

遞延稅項負債及資產之計量反映本集團預期於報告期間結束當日將出現的稅務後果，以收回資產或清償負債之賬面值。

就計量以公平值模式計量投資物業之遞延稅項而言，假定該等物業之賬面值可從出售中全數收回，除非假定被駁回則另作別論。當投資物業可予折舊，並按業務模式持有該等物業，其目的是隨時間耗用投資物業所包含的絕大部分經濟利益(而並非透過出售)時，該假定被駁回，惟通常被認為通過出售方能完全收回的永久產權土地除外。

就本集團確認使用權資產及相關租賃負債的租賃交易計量遞延稅項而言，本集團首先釐定使用權資產或租賃負債是否應佔稅項扣減。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Financial instruments (continued)

Financial assets

Classification and subsequent measurement of financial asset

Financial assets that meet the following conditions are subsequently measured at amortised cost:

- the financial asset is held within a business model whose objective is to collect contractual cash flows; and
- the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets that meet the following conditions are subsequently measured at FVTOCI:

- the financial asset is held within a business model whose objective is achieved by both selling and collecting contractual cash flows; and
- the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

金融工具(續)

金融資產

金融資產分類及後續計量

符合下列條件的金融資產隨後按攤銷成本計量：

- 持有金融資產的業務模式是以此收取合約現金流量為目標；及
- 合約條款規定，於特定日期產生的現金流量僅為對本金及未償還本金的利息的支付。

符合下列條件的金融資產隨後按公平值計入其他全面收益：

- 持有金融資產的業務模式同時以出售及收取合同現金流量為目標；及
- 合約條款規定，於特定日期產生的現金流量僅為對本金及未償還本金的利息的支付。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accountinh3 ilices (continued)

Financial instruments (continued)

Financial assets (continued)

Classification and subsequent measurement of financial asset (continued)

All other financial assets are subsequently measured at FVTPL, except that at initial recognition of a financial asset the Group may irrevocably elect tr3•sesent subsequent changes in fair value of an equity investment in other com•sehensive income ("OCI") if that equity investment is neither held for tradinh nor contingent consideration recognised by an acquirer in a business combination to which HKFRS 3 "Business Combinations" applies.

A financial asset is held for tradinh if:

- it has been acquired principally for the purpose of sellinh in the near term; or
- on initial recognition it is a part of a portfilio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-takinh; or
- it is a derivative that is not designated and effective as a hedginh instrument.

In addition, the Group may irrevocably designate a financial asset that are required tr3be measured at the amortised cost or FVTOCI as measured at FVTPL if doinh so eliminates or significantly reduces an accountinh3mismatch.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

金融工具(續)

金融資產(續)

金融資產分類及後續計量(續)

所有其他金融資產後續按公平值計入損益，惟於首次應用金融資產初始確認時，如股本投資既非持作交易性目的，亦非香港財務申報準則第3號「業務合併」規範的業務合併中收購方確認的或有對價，本集團可不可撤回地選擇將該權益投資公平值的後續變動於其他全面收益(「其他全面收益」)呈列。

倘符合以下條件，金額資產屬於持作買賣：

- 購買時主要打算於近期出售圖利；或
- 初始確認時，其作為本集團統一管理的可識別金融工具組合的一員，近期該組合實質上呈現短期獲利特徵；或
- 並非指定為有效對沖工具的衍生工具。

此外，如將符合以攤銷成本計量或按公平值計入其他全面收益標準的金融資產指定為按公平值計入損益能消除或顯著減少會計錯配，本集團可不可撤回地作出該指定。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Financial instruments (continued)

Financial assets (continued)

Classification and subsequent measurement of financial asset (continued)

(i) Amortised cost and interest income

Interest income is recognised using the effective interest method for financial assets measured subsequently at amortised cost and debt instruments subsequently measured at FVTOCI. Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired. For financial assets that have subsequently become credit-impaired, interest income is recognised by applying the effective interest rate to the amortised cost of the financial asset from the next reporting period. If the credit risk on the credit-impaired financial instrument improves so that the financial asset is no longer credit-impaired, interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset from the beginning of the reporting period following the determination that the asset is no longer credit-impaired.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

金融工具(續)

金融資產(續)

金融資產分類及後續計量(續)

(i) 攤銷成本及利息收入

對於後續按攤銷成本計量的金融資產及後續按公平值計入其他全面收益的的債務工具，利息收入使用實際利率法確認。利息收入通過對金融資產的賬面總值應用實際利率計算，惟其後出現信用減值的金融資產除外。就其後出現信用減值的金融資產而言，利息收入自下個報告期起通過對金融資產的攤銷成本應用實際利率確認。倘已發生信貸減值金融工具的信貸風險得以改善，使金融資產不再信貸減值，利息收入通過對釐定資產不再信貸減值後的報告期初金融資產的賬面總值應用實際利率確認。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Financial instruments (continued)

Financial assets (continued)

Classification and subsequent measurement of financial asset (continued)

(ii) Debt instruments classified as at FVTOCI

Subsequent changes in the carrying amounts for debt instruments classified as at FVTOCI as a result of interest income calculated using the effective interest method, and foreign exchange gains and losses are recognised in profit or loss. All other changes in the carrying amount of these debt instruments are recognised in OCI and accumulated under the heading of investment revaluation reserve. Impairment allowances are recognised in profit or loss with corresponding adjustment to OCI without reducing the carrying amounts of these debt instruments. When these debt instruments are derecognised, the cumulative gains or losses previously recognised in OCI are reclassified to profit or loss.

(iii) Equity instruments designated as at FVTOCI

Investments in equity instruments at FVTOCI, are subsequently measured at fair value with gains and losses arising from changes in fair value recognised in OCI and accumulated in the investment revaluation reserve; and are not subject to impairment assessment. The cumulative gain or loss will not be reclassified to profit or loss on disposal of the equity investments, and will be transferred to retained profits.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

金融工具(續)

金融資產(續)

金融資產分類及後續計量(續)

(ii) 分類為按公平值計入其他全面收益的債務工具

因使用實際利率法計算的利息收入導致的分類為按公平值計入其他全面收益的債務工具的後續賬面價值變動及匯兌損益於損益確認。該等債務工具賬面價值的所有其他變動於其他全面收益確認，並於投資重估儲備下累計。減值撥備於損益確認，並對其他全面收益作出相應調整，不減少該等債務工具的賬面值。當該等債務工具終止確認時，早前於其他全面收益確認的累計收益或虧損重新分類至損益。

(iii) 指定為按公平值計入其他全面收益的權益工具

按公平值計入其他全面收益的權益工具投資其後按公平值計量，因公平值變動產生的收益及虧損於其他全面收益確認並於投資重估儲備下累計；毋須進行減值評估。累計收益或虧損不會於處置權益投資時重新分類至損益，將轉入保留溢利。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Financial instruments (continued)

Financial assets (continued)

Classification and subsequent measurement of financial asset (continued)

(iii) Equity instruments designated as at FVTOCI (continued)

Dividends from these investments in equity instruments are recognised in profit or loss when the Group's right to receive the dividends is established, unless the dividends clearly represent a recovery of part of the cost of the investment. Dividends are included in revenue.

(iv) Financial assets at FVTPL

Financial assets that do not meet the criteria for being measured at amortised cost or FVTOCI or designated as FVTOCI are measured at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in profit or loss. The net gain or loss recognised in profit or loss excludes any dividend or interest earned on the financial asset and is included in the "Gain (loss) on fair value changes of equity instruments at FVTPL".

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

金融工具(續)

金融資產(續)

金融資產分類及後續計量(續)

(iii) 指定為按公平值計入其他全面收益的權益工具(續)

在本集團收取股息的權利確立時，該等權益工具投資的股息於損益確認，除非股息明確為收回部分投資成本。股息

[illegible]

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Financial instruments (continued)

Financial assets (continued)

Impairment of financial assets

The Group performs impairment assessment under expected credit 9pss ("ECL") model on financial assets (including trade receivables, other receivables, bills receivables, entrusted loans, loan receivable, debt instruments at FVTOCI and bank balances) and financial guarantee contracts which are subject to impairment assessment under HKFRS 9. The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition.

Lifetime ECL represents the ECL that will result from all ppssible default events over the expected life of the relevant instrument. In contrast, 12-month ECL ("12m ECL") represents the portion of lifetime ECL that is expected to result from default events that are ppssible within 12 months after the reporting date. Assessments are done based on the Group's historical credit 9pss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current conditions at the reporting date as well as the forecast of future conditions.

The Group always recognises lifetime ECL for trade receivables. The ECL on these assets are assessed individually and/or collectively based on appropriate groupings.

For all other instruments, the Group measures the 9pss allowance equal to 12m ECL, unless there has been a significant increase in credit risk since initial recognition, in which case the Group recognises lifetime ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

金融工具(續)

金融資產(續)

金融資產減值

本集團根據香港財務申報準則第9號的減值規定，按預期信貸虧損模型對金融資產(包括貿易應收賬款、其他應收賬款、應收票據、委託貸款、應收貸款、按公平值計入其他全面收益的債務工具及銀行結餘)和財務擔保進行減值評估。預期信貸虧損金額於各報告日期更新，以反映自首次確認以來信貸風險的變化。

全期預期信貸虧損指將因相關工具預計存續期內所有可能違約事件而導致的預期信貸虧損。12個月預期信貸虧損指預計因報告日期後12個月內可能出現的違約事件導致的全期預期信貸虧損的一部分。評估基於本集團的過往信用損失經驗作出，並就債務人特定因素、整體經濟狀況及報告日期現行狀況的評估及未來狀況預測而作出調整。

本集團始終就貿易應收賬款確認全期預期信貸虧損。該等資產的預期信貸虧損進行單項評估及／或使用適當分組的組合評估。

就所有其他工具而言，本集團計量等於12個月預期信貸虧損的減值撥備，除非自初始確認起信貸風險顯著增加，則本集團確認全期預期信貸虧損。對是否應確認全期預期信貸虧損的評估，基於自初始確認起發生違約的可能性或風險顯著增加。

3. BASICs-1 Tf0 32TF PREPARATION2TF

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Financial instruments (continued)

Financial assets (continued)

Impairment of financial assets (continued)

(i) Significant increase in credit risk (continued)

- an actual or expected significant deterioration

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Financial instruments (continued)

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Financial instruments (continued)

Financial assets (continued)

Impairment of financial assets (continued)

(iii) Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

(a) significant financial difficulty of the issuer or the borrower;

(b) a breach of contract, such as a default or past due event;

(c) the lender(s) of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider;

(d) it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; or

(e) the disappearance of an active market for that financial asset because of financial difficulties.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

金融工具(續)

金融資產(續)

金融資產減值(續)

(iii) 信貸減值金融資產

當發生一項或多項對金融資產估計未來現金流量有不利影響之事件時，金融資產出現信貸減值。金融資產信貸減值之證據包括以下可觀察事件：

(a) 發行人或借款人發生重大財務困難；

(b) 違反合約，如違約或逾期事件；

(c) 借款人之放款人因與借款人有關之經濟或合約唐燀腹脘黎昮卍

c)

c) 難螃艑金融資畢秩㝎減

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Financial instruments (continued)

Financial assets (continued)

Impairment of financial assets (continued)

(iv) Write-off policy

The Group writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery, for example, when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. A write-off constitutes a derecognition event. Any subsequent recoveries are recognised in profit or loss.

(v) Measurement and recognition of ECL

The measurement of ECL is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Financial instruments (continued)

Financial assets (continued)

Impairment of financial assets (continued)

(v) Measurement and recognition of ECL (continued)

For a financial guarantee contract, the Group is required to make payments only in the event of a default by the debtor in accordance with the terms of the instrument that is guaranteed. Accordingly, the ECL is the present value of the expected payments to reimburse the holder for a credit loss that it incurs less any amounts that the Group expects to receive from the holder, the debtor or any other party.

Lifetime ECL for certain trade receivables are considered on a collective basis taking into consideration past due information and relevant credit information such as forward looking macroeconomic information.

For collective assessment, the Group takes into consideration the following characteristics when formulating the grouping:

- Past-due status;
- Nature, size and industry of debtors; and
- External credit ratings where available.

The grouping is regularly reviewed by management to ensure the constituents of each group continue to share similar credit risk characteristics.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

金融工具(續)

金融資產(續)

金融資產減值(續)

(v) 預期信貸虧損的計量及確認(續)

對於財務擔保合約，僅在債務人違約的情況下，本集團才需要根據所擔保工具的條款要求付款。因此，預期損失是償還擁有人信貸損失的預期付款的現值，該信貸損失減去本集團預期從擁有人，債務人或任何其他方獲得的任何金額。

若干貿易應收款項之全期預期信貸虧損是在綜合考慮逾期信息和相關信貸信息(如前瞻性宏觀經濟信息)的基礎上考慮的。

就統一評估而言，本集團劃分組別時考慮以下特徵：

- 逾期狀況；
- 債務人的性質、規模及行業；及
- 外部信貸評級(如有)。

歸類工作經管理層定期檢討，以確保各組別成分繼續分擔類似信貸風險特性。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Financial instruments (continued)

Financial assets (continued)

Impairment of financial assets (continued)

(v) Measurement and recognition of ECL (continued)

Interest income is calculated based on the gross carrying amount of the financial asset unless the financial asset is credit-impaired, in which case interest income is calculated based on amortised cost of the financial asset.

Except for investments in debt instruments that are measured at FVTOCI and financial guarantee

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Financial instruments (continued)

Financial assets (continued)

Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

On derecognition of an investment in a debt instrument classified as at FVTOCI, the cumulative gain or loss previously accumulated in the investment revaluation reserve is reclassified to profit or loss.

On derecognition of an investment in equity instrument which the Group has elected on initial recognition to measure at FVTOCI, the cumulative gain or loss previously accumulated in the investment revaluation reserve is not reclassified to profit or loss, but is transferred to retained profits.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

金融工具(續)

金融資產(續)

剔除確認金融資產

若從資產收取現金流量之合約權利已到期，或本集團轉讓金融資產及已將其於資產擁有權之絕大部份風險及回報轉移予另一實體，本集團方會剔除確認金融資產。

於剔除確認按攤銷成本計量之金融資產時，資產賬面值與已收和應收代價之總和兩者間之差額於損益中確認。

於剔除確認分類為按公平值計入其他全面收益的債務工具投資時，先前於投資重估儲備中累計的累計收益或虧損將重新分類至損益。

於剔除確認本集團初始確認時選擇按公平值計入其他全面收益的權益工具投資時，先前於投資重估儲備中累計的累計收益或虧損並無重新分類至損益，但轉移至保留溢利。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Financial instruments (continued)

Financial liabilities and equity

Classification as debt or equity

Debt and equity instruments are classified as either financial liabilities or equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity and recognised in capital redemption reserve. No gain or loss is recognised in profit or loss on purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities at amortised cost

Financial liabilities including trade and other payables, bills payables and bank borrowings are subsequently measured at amortised cost, using the effective interest method.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

金融工具(續)

金融負債及權益

債務或權益的分類

債務及權益工具按合約安排內容，以及金融負債及權益工具之定義而分類為金融負債或權益。

權益工具

權益工具為證明本集團資產剩餘權益(經扣除其所有負債)之任何合約。本公司發行的權益工具按收取所得款項減直接發行成本確認。

回購本集團自身的權益工具直接於權益確認及扣除，並於資本贖回儲備確認。概無就購買、出售、發行及註銷本公司自身的權益工具於損益確認任何收益或虧損。

按攤銷成本計量的金融負債

金融負債包括貿易及其他應付賬款、應付票據及銀行借貸乃採用實際利率法其後按攤銷成本計量。

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.2 Significant accounting polices (continued)

Financial instruments (continued)

Financial liabilities and equity (continued)

Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts liabilities are initially measured at their fair values. It is subsequently measured at the higher of:

(i) the amount of the loss allowance determined in accordance with HKFRS 9; and

(ii) the amount initially recognised less, where appropriate, cumulative amortisation recognised over the guarantee period.

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

3. 綜合財務報表編製基準及主要會計政策(續)

3.2 主要會計政策(續)

金融工具(續)

金融負債及權益(續)

財務擔保合約

財務擔保合約是一種要求發行人須對持有者就個別債務人未能履行債務工具的條款在付款期限前作出付款時承諾補償持有者之損失的合約。財務擔保合約負債按公平值初步確認，其後按以下兩者中之較高者計量：

(i) 根據香港財務申報準則第9號釐定的虧損撥備金額；及

(ii) 初步確認之金額減(倘適用)於擔保期間確認之累計攤銷。

剔除確認金融負債

倘本集團之責任獲解除、註銷或到期，本集團方會剔除確認金融負債。剔除確認之金融負債賬面值與已付及應付代價之差額於損益中確認。

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In
described
estimates

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (continued)

Critical judgements in applying accounting policies (continued)

Deferred taxation on investment properties (Notes 14 and 24) (continued)

As at 31 December 2020, the investment properties located in Hong Kong and the United Kingdom with carrying amounts of approximately HK$4,104,690,000 (2019: HK$4,074,990,000) and HK$4,054,256,000 (2019: HK$3,994,890,000), respectively are not held under a business model which objective is to recover the economic benefits of the investment properties entirely through use. No deferred tax is recognised in respect of the fair value change in such investment properties as the Group is not subject to any income taxes on disposal of investment properties in Hong Kong. The group is subject to Capital Gains Tax on disposal of investment properties in the United Kingdom. No deferred tax is recognised in respect of the fair value change in such investment properties located in the United Kingdom as the amount is insignificant.

Key sources of estimation uncertainty

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

Depreciation and estimated impairment of properties, plant and equipment (Note 15)

The Group's management determines the estimated useful lives, residual values and related depreciation charges for its properties, plant and equipment. This estimate is based on the historical experience of the actual useful lives of properties, plant and equipment of similar nature and functions. Management will increase the depreciation charge where useful lives are expected to be shorter than previously estimated, or it will write-off obsolete or non-strategic assets that have been abandoned or sold. Changes in these estimations may have a material impact on the results of the Group.

4. 重大會計判斷及估計不明朗因素之主要來源(續)

應用會計政策之重大判斷(續)

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投資物業之遞延稅項(附註14及24)(續)

位於香港及英國的投資物業於二零二零年十二月三十一日的賬面值各自約為4,104,690,000港元(二零一九年：4,074,990,000港元)及4,054,256,000港元¥

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (continued)

Key sources of estimation uncertainty (continued)

Depreciation and estimated impairment of properties, plant and equipment (Note 15) (continued)

The management reviews properties, plant and equipment to determine if there is any indication that the assets may have been impaired. If any such indication exists, the recoverable amounts of properties, plant and equipment will be determined based on discounted cash flow method of each asset or CGU. During the year ended 31 December 2020, no impairment loss (2019: Nil) was recognised as the Directors consider that there was no indication of impairment that require the estimation of the recoverable amount of the properties, plant and equipment.

At as 31 December 2020, the carrying amount of properties, plant and equipment was HK$14,576,075,000 (2019: HK$14,800,958,000).

Estimated impairment of goodwill (Note 17)

Determining whether goodwill is impaired requires an estimation of the recoverable amount of the CGU (or group of CGUs) to which goodwill has been allocated which is the higher of the value in use or fair value less costs of disposal. The value in use calculation requires the Group to estimate the future cash flows expected to arise from the CGU (or a group of CGUs) and a suitable discount rate in order to calculate the present value. Where the actual future cash flows are less than expected, or change in facts and circumstances which results in downward revision of future cash or upward revision of discount rate, a material impairment loss may arise. Furthermore, the estimated cash flows and discount rate are subject to higher degree of estimation uncertainties in current year due to uncertainty on how the Covid-19 pandemic may progress and evolve and volatility in financial markets, including potential disruptions of the Group's operation. At 31 December 2020, the carrying amount of goodwill was approximately HK$2,670,528,000 (2019: HK$2,670,528,000). Details of the recoverable amount calculation are disclosed in Note 17.

4. 重大會計判斷及估計不明朗因素之主要來源(續)

估計不明朗因素之主要來源(續)

物業、廠房及設備之折舊及估計減值(附註15)(續)

管理層評估物業、廠房及設備以釐定是否有跡象顯示資產可能出現減值。如有任何有關跡象存在，物業、廠房及設備之可收回金額根據各資產或現金產生單位的折現現金流法釐定。由於董事認為，沒有跡象顯示減值而需要估計物業、廠房及設備(包括授權使用資產)之可收回金額，故截至二零二零年十二月三十一日止年度並無確認減值虧損(二零一九年：零)。

於二零二零年十二月三十一日，物業、廠房及設備的賬面值約為14,576,075,000港元(二零一九年：14,800,958,000港元)。

商譽之估計減值(附註17)

釐定商譽是否出現減值時，須估計商譽所獲分配之現金產生單位(或現金產生單位組別)可收回金額(為使用價值或公平值減出售成本中的較高者)。本集團計算使用價值時須就預期源自該現金產生單位(或現金產生單位組別)之日後現金流量及合適之貼現率作出估計，以計算現值。倘實際未來現金流量少於預期數額，或事實及情況變動導致下調未來現金金額或上調貼現率，則可能會產生重大減值虧損。此外，由於Covid-19

釐溢外. 名近譽

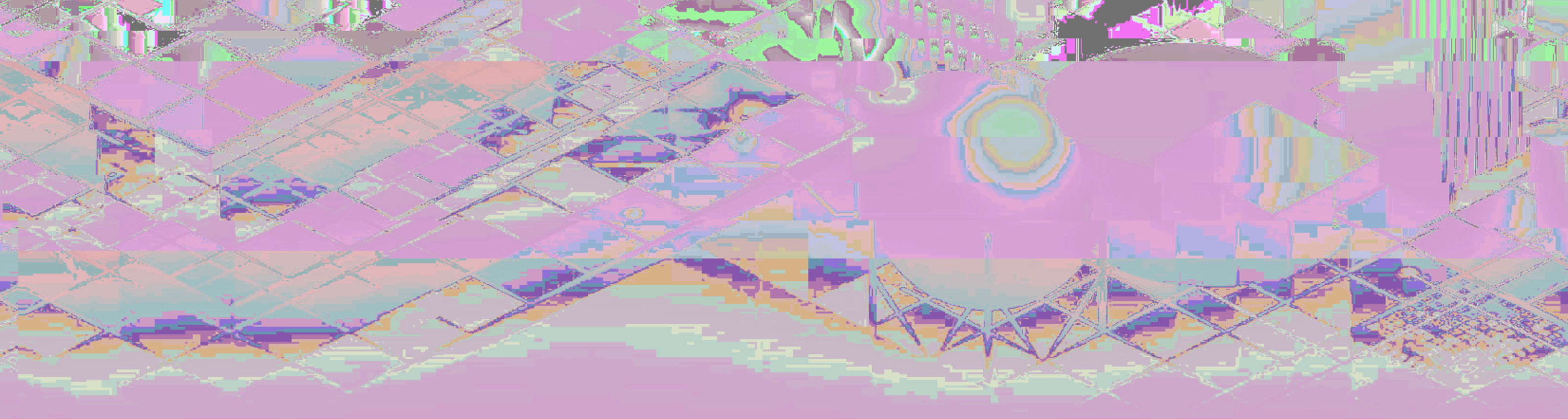
商鑪撩備貼現橄的較畲年焥訂渙梓嬰ix鏈彇放備

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (continued)

Key sources of estimation uncertainty (continued)

Allowances for inventories (Note 25)

In determining the net realisable value of the Group's inventories, the management estimated the net realisable value of inventories based on the most reliable information available at the time the estimates are made. These estimates take into consideration the



4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (continued)

Key sources of estimation uncertainty (continued)

Fair value measurements and valuation processes (continued)

5. REVENUE

5. 營業額

Analysis of revenue for the year is as follows:

年內營業額的分析如下：

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Revenue recognised at a point in time	於某一時點確認的營業額		
Sales of chemicals	銷售化工產品	**9,910,485**	12,808,236
Sales of laminates	銷售覆銅面板	**13,931,952**	14,077,581
Sales of PCBs	銷售印刷線路板	**10,551,111**	9,623,169
Sales of properties	銷售物業	**7,218,091**	2,137,697
Others (Note i)	其他(附註i)	**324,327**	356,852
Revenue recognised over time (Note ii)	隨時間確認的營業額(附註ii)	**110,385**	153,015
Revenue from contracts with customers	客戶合約收益	**42,046,351**	39,156,550
Rental and licence fee income (Note 40)	租金及授權使用費收入(附註40)	**1,114,037**	1,215,342
Interest income from debt instruments	債務工具利息收入	**207,443**	679,560
Dividend income from equity instruments	權益工具股息收入	**142,443**	109,399
		43,510,274	41,160,851

Notes:

(i) The amount mainly included sales of magnetic products of HK$280,420,000 (2019: HK$308,615,000).

(ii) Revenue recognised over time represents income from hotel accommodation.

附註：

(i) 該金額主要包括磁電產品銷售280,420,000港元（二零一九年：308,615,000港元）。

(ii) 隨時間確認的營業額指酒店業務收入。

5. REVENUE (continued)

Transaction price allocated to the remaining performance obligation for contracts with customers

All sales contracts, apart for sales of properties, have an original expected duration of one year or less. As permitted under HKFRS 15, the transaction price allocated to the remaining performance obligation for these contracts is not disclosed.

The transaction price allocated to the remaining performance

6. SEGMENT INFORMATION

HKFRS 8 "Operating Segments" ("HKFRS 8") requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the executive directors of the Company, who are the Chief Operating Decision Makers ("CODM"), in order to allocate resources to segments and to assess their performance. Specifically, the Group's reportable segments under HKFRS 8 are organised into six main operating divisions – (i) manufacture and sale of laminates, (ii) manufacture and sale of PCBs, (iii) manufacture and sale of chemicals, (iv) sales and rental of properties, (v) investments (mainly investment income from debt instruments at FVTOCI, equity instruments at FVTPL and equity instruments at FVTOCI) and (vi) others (mainly including service income, manufacture and sale of magnetic products and hotel business). The management aggregated the sales of properties and rental income business into one reportable segment because the financial performance of both businesses are affected by changes in the property market. In addition, the management aggregated service income, hotel business and manufacture and sale of magnetic products into one reportable segment because the revenue, results, assets and liabilities of each business are insignificant to the Group. No other operating segments identified by the CODM have been aggregated in arriving at the reportable segments of the Group.

The accounting policies the Group used for segment reporting under HKFRS 8 are the same as those used in its HKFRS consolidated financial statements. Segment profit or loss represents the profit (loss) earned by each segment with certain items not included (share of result of an associate, share of results of joint ventures, gain on disposal of subsidiaries, finance costs, share-based payments and unallocated corporate income and expenses). This is the measure reported to the CODM for the purpose of resource allocation and performance assessment.

6. 分部資料

香港財務申報準則第8號「經營分部」(「香港財務申報準則第8號」)要求以集團執行董事為主要營運決策者(「主要營運決策者」)在對分部作資源分配及評估其表現上所定期審閱的有關集團不同部門之內部報告作為確定經營分部之基準。具體而言，在香港財務申報準則第8號下，本集團之申報分部分為六個主要經營分部－(i)製造及銷售覆銅面板、(ii)製造及銷售印刷線路板、(iii)製造及銷售化工產品、(iv)銷售及出租物業、(v)投資(主要包括按公平值計入其他全面收益的債務工具、按公平值計入損益的權益工具及按公平值計入其他全面收益的權益工具的投資收入)及(vi)其他(主要包括服務收入、製造及銷售磁電產品及酒店業務)。管理層將物業銷售及物業出租業務同列於一個申報分部中，因為這兩項業務的財務表現皆取決於物業市場的變化。此外，由於服務收入，酒店業務及製造及銷售磁電產品的營業額、業績、資產和負債對集團整體的比重不高，所以管理層將這幾項的業務綜合於一個申報分部中。於達致本集團的申報分部時，並無綜合主要營運決策者所識別的其他經營分部。

本集團根據香港財務申報準則第8號用作分部呈報之會計政策，與其用於香港財務申報準則之綜合財務報表一致。分部之溢利或虧損代表各分部賺取的利潤，但未有包括若干項目(應佔聯營公司業績、應佔合營公司業績、出售附屬公司之收益、融資成本、以股份形式付款及未分配之公司收入及支出)。這是報告給主要營運決策者用於資源分配和績效評估的措施。

6. SEGMENT INFORMATION (continued)

(a) Segment revenue and results

The following is an analysis of the Group's revenue and results by reportable segments:

For the year ended 31 December 2020

		Laminates 覆銅面板 HK$'000 千港元 (Note a) (附註a)	PCBs 印刷線路板 HK$'000 千港元	Chemicals 化工產品 HK$'000 千港元	Properties 物業 HK$'000 千港元 (Note b) (附註b)	Investments 投資 HK$'000 千港元 (Note c) (附註c)	Others 其他 HK$'000 千港元 (Note d) (附註d)	Eliminations 對銷 HK$'000 千港元	Consolidated 綜合 HK$'000 千港元
Segment revenue	分部營業額								
External sales	對外銷售額	13,931,952	10,551,111	9,910,485	8,332,128	349,886	434,712	-	43,510,274
Inter-segment sales	分部間之銷售額	2,660,970	-	648,370	-	-	9,679	(3,319,019)	-
Total	總計	16,592,922	10,551,111	10,558,855	8,332,128	349,886	444,391	(3,319,019)	43,510,274
Result	業績								
Segment results	分部業績	3,312,673	1,066,321	1,156,980	3,516,996	(517,717)	34,487		8,569,740

6. SEGMENT INFORMATION (continued)

(a) Segment revenue and results (continued)

For the year ended 31 December 2019

	Laminates 覆銅面板 HK$'000 千港元 (Note a) （附註a）	PCBs 印刷線路板 HK$'000 千港元	Chemicals 化工產品 HK$'000 千港元	Properties 物業 HK$'000 千港元 (Note b) （附註b）	Investments 投資 HK$'000 千港元 (Note c) （附註	Others 其他 HK$'000 千港元 (Note d)	Eliminations 對銷 HK$'000 千港元	Consolidated 綜合 HK$'000 千港元

6. SEGMENT INFORMATION (continued)

(b) Segment assets and liabilities (continued)

At 31 December 2019

6. SEGMENT INFORMATION (continued) 6. 分部資料(續)

(c) Other information (c) 其他資料

For the year ended 31 December 2020
截至二零二零年十二月三十一日止年度

Amounts included in the measure of segment profit or loss or segment assets:

分部損益或分部資產的計量包括：

		Laminates 覆銅面板 HK$'000 千港元	PCBs 印刷線路板 HK$'000 千港元	Chemicals 化工產品 HK$'000 千港元	Properties 物業 HK$'000 千港元	Investments 投資 HK$'000 千港元	Others 其他 HK$'000 千港元	Unallocated amount 未分配金額 HK$'000 千港元	Consolidated 綜合 HK$'000 千港元
Capital additions	資本增添	1,163,589	538,547	262,414	2,330,472	-	49,945	-	4,344,967
Depreciation of properties, plant and equipment	物業、廠房及設備之折舊	(590,834)	(597,348)	(378,760)	(3,137)	(2,506)	(63,807)	-	(1,636,392)
Depreciation of right-of-use assets	使用權資產折舊	(15,663)	(4,856)	(7,697)	-	-	(18,825)	-	(47,041)
Loss on fair value changes of equity instruments at FVTPL	按公平值計入損益的權益工具公平值變動虧損	-	-	-	-	(978,285)	-	-	(978,285)
Gain on disposal of debt instruments at FVTOCI	出售按公平值計入其他全面收益的債務工具收益	-	-	-	-	106,245	-	-	106,245
Impairment loss reversed (recognised) on trade receivables	就貿易應收賬款撥回(確認)之減值虧損	39,691	(33,318)	(17,034)	(1,390)	-	(1,746)	-	(13,797)
Reversal of write down (write down) of inventories	存貨撇減撥回(撇減)	75,221	(3,716)	(71,360)	-	-	(7,701)	-	(7,556)
Interest income on bank balances, deposits, entrusted loans and loan receivable	銀行結餘、存款、委託貸款及應收貸款的利息收入	21,871	2,678	22,457	26,866	7,357	64	45,682	126,975
Gain (loss) on disposal and written off of properties, plant and equipment	出售及撇銷物業、廠房及設備之收益(虧損)	2,438	(15,350)	(78,627)	(36)	-	(49)	-	(91,624)
Loss on fair value changes of investment properties	投資物業公平值變動之虧損	-	-	-	(5,437)	-	-	-	(5,437)

6. SEGMENT INFORMATION (continued)

(c) Other information (continued)

For the year ended 31 December 2019

Amounts included in the measure of segment profit or loss or segment assets:

		Laminates 覆銅面板 HK$'000 千港元	PCBs 印刷線路板 HK$'000 千港元	Chemicals 化工產品 HK$'000 千港元	Properties 物業 HK$'000 千港元	Investments 投資 HK$'000 千港元	Others 其他 HK$'000 千港元	Unallocated amount 未分配金額 HK$'000 千港元	Consolidated 綜合 HK$'000 千港元
Capital additions	資本增添	780,278	1,031,880	611,535	3,652,813	–	81,275	–	6,157,781

6. SEGMENT INFORMATION (continued) 6. 分部資料(續)

(c) Other information (continued) (c) 其他資料(續)

The following is an analysis of the Group's revenue from external customers by geographical location of the customers or tenants or in the case of interest income and dividend income, the principal place of business of the debtor or investee:

本集團根據客戶或租戶的地點，或倘屬利息收入及股息收入則根據債務人或被投資方的主要營業地點的外部客戶營業額分析如下：

		Year ended 31 December 截至十二月三十一日止年度	
		2020 二零二零年 **HK$'000** 千港元	2019 二零一九年 HK$'000 千港元
The PRC (country of domicile)	中國(所在國家)	**39,249,965**	36,658,300
Other Asian countries (including Thailand, Japan, Korea and Singapore)	其他亞洲國家(包括泰國、日本、韓國及新加坡)	**2,096,079**	2,102,731
Europe	歐洲	**1,506,308**	1,657,659
America	美洲	**657,922**	742,161
		43,510,274	41,160,851

No single external customer of the Group contributed over 10% of the Group's revenue for each of the years ended 31 December 2020 and 2019.

截至二零二零年及二零一九年十二月三十一日止年度，本集團並無單一之外部客戶佔本集團營業額超過10%。

The geographical analysis of the Group's non-current assets other than loan receivable, entrusted loans, deferred tax assets, equity instruments at FVTPL, equity instruments at FVTOCI and debt instruments at FVTOCI by location of assets is presented as follows:

除應收貸款、委託貸款、遞延稅項資產、按公平值計入損益的權益工具、按公平值計入其他全面收益的權益工具及按公平值計入其他全面收益的債務工具外，本集團非流動資產按資產地點分析呈列如下：

		At 31 December 於十二月三十一日	
		2020 二零二零年 **HK$'000** 千港元	2019 二零一九年 HK$'000 千港元
The PRC (country of domicile)	中國(所在國家)	**35,470,515**	35,178,872
United Kingdom	英國	**6,388,533**	6,277,949
Thailand	泰國	**362,234**	396,687
		42,221,282	41,853,508

7. OTHER INCOME, GAINS AND LOSSES 7. 其他收入、收益及虧損

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Other income, gains and losses includes:	其他收入、收益及虧損包括：		
Interest income on bank balances and deposits	銀行結餘及存款之利息收入	**58,960**	64,929
Interest income on entrusted loans	委託貸款之利息收入	**22,333**	34,210
Interest income from loan receivable	應收貸款之利息收入	**45,682**	21,581
Government grants (Note)	政府補貼(附註)	**84,692**	83,000
Loss on disposal and written off of properties, plant and equipment	出售及撇銷物業、廠房及設備之虧損	**(91,624)**	(228,249)
Others	其他	**(23,074)**	(68,990)
		96,969	(93,519)

Note: During the year ended 31 December 2020, the Group recognised government grants of HK$4,601,000 (2019: nil) in respect of Covid-19-related subsidies, of which HK$4,529,000 (2019: nil) relates to Employment Support Scheme provided by the Hong Kong government. The remaining government grants are related to unemployment insurance premium refunds, import of high technology products, development support and support for stabilising employment received by the Group from relevant government departments. There are no unfulfilled conditions attached to these grants.

附註： 於截至二零二零年十二月三十一日止年度，本集團確認與COVID-19有關的政府補貼4,601,000港元(二零一九年：無)，其中與香港政府保就業計劃有關的政府補貼4,529,000港元(二零一九年：無)。餘下的政府補貼為本集團從相關政府部門獲得的失業保險費返還、高新技術產品進口支援、發展支援及穩定就業支援。未有任何該等補貼附加的條件未獲滿足。

8. FINANCE COSTS 8. 融資成本

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Interest on bank borrowings	銀行借貸利息	**499,273**	819,619
Imputed interest on contract liabilities	合約負債之估算利息	**41,758**	24,007
Interest on lease liabilities	租賃負債利息	**597**	584
Less: Amounts capitalised in the properties held for development	減：計入待發展物業的資本化金額	**(80,168)**	(78,193)
Amounts capitalised in the construction in progress	在建工程的資本化金額	**(4,281)**	(14,016)
		457,179	752,001

8. FINANCE COSTS (continued)

8. 融資成本(續)

Bank and other borrowing costs capitalised during the year include imputed interest on contract liabilities of HK$41,758,000 (2019: HK$24,007,000) as well as, bank borrowing costs arising from the general borrowing pool which were calculated by applying a weighted average capitalisation rate of 2.92% (2019: 2.95%) per annum to expenditure on qualifying assets.

年內已資本化之銀行及其他借貸成本包括合約負債之估算利息為41,758,000港元（二零一九年：24,007,000港元）及一般借貸池產生之銀行借貸成本，以合資格資產開支加權平均資本化年利率2.92%（二零一九年：2.95%）計算。

9. INCOME TAX EXPENSE

9. 所得稅開支

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
The amount comprises:	稅項包括：		
PRC Enterprise Income Tax	中國企業所得稅	**1,227,159**	902,287
PRC LAT	中國土地增值稅	**361,356**	248,146
Hong Kong Profits Tax	香港利得稅	**219,757**	46,903
Taxation arising in other jurisdictions	其他司法權區之稅項	**22,309**	20,164
Withholding tax in the PRC	中國預提稅	**273,193**	157,321
Underprovision in previous years	過往年度撥備不足	**2,858**	9,379
		2,106,632	1,384,200
Deferred taxation (Note 24)	遞延稅項（附註24）	**1,431**	(30,267)
		2,108,063	1,353,933

Under the Law of the PRC on EIT (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25% for both years.

按照「中華人民共和國企業所得稅法」（「企業所得稅法」）及實施條例，兩個年度於中國附屬公司之企業所得稅稅率為25%。

Under the EIT Law of the PRC, withholding tax of 5% – 10% is imposed on dividends declared in respect of profits earned by subsidiaries in Mainland China from 1 January 2008 onwards.

根據企業所得稅法，自二零零八年一月一日起，就在中國國內附屬公司所賺取的利潤所宣派的股息徵收5%至10%的預提稅。

9. INCOME TAX EXPENSE (continued)

The provision of LAT is estimated according to the requirements set forth in the relevant PRC tax laws and regulations. LAT has been levied at progressive rates ranging from 30% to 60% on the appreciation of land value, represented by the excess of sales proceeds of properties over prescribed direct costs. Prescribed direct costs are defined to include costs of land, development and construction costs, as well as certain costs relating to the property development. According to the State Administration of Taxation's official circulars, LAT shall be payable provisionally upon sales of the properties, followed by final ascertainment of the gain at the completion of the properties development.

On 21 March 2018, the Hong Kong Legislative Council passed The Inland Revenue (Amendment) (No. 7) Bill 2017 (the "Bill") which introduces the two-tiered profits tax rates regime. The Bill was signed into law on 28 March 2018 and was gazetted on the following day. Under the two-tiered profits tax rates regime, the first HK$2 million of profits of the qualifying group entity will be taxed at 8.25%, and profits above HK$2 million will be taxed at 16.5%. The profits of group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%.

The Directors considered the amount involved upon implementation of the two-tiered profits tax rates regime as insignificant to the consolidated financial statements. Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profit for both years.

Taxation arising in other jurisdictions is calculated at the rates prevailing in the relevant jurisdictions.

9. 所得稅開支(續)

計提土地增值稅撥備是按有關中國稅法及規則要求估算。按土地增值金額(根據物業銷售收入扣去指定直接成本)以累進稅率百分之三十至六十基準繳交土地增值稅。指定直接成本界定為土地成本,發展及建築成本,及其他關於房產發展的成本。按照國家稅務總局之官方公告,銷售物業時應暫繳土地增值稅,到房產發展完成後才確認所得收益。

於二零一八年三月二十一日,香港立法會通過了「二零一七年稅務(修訂)(第7號)條例草案」(「條例草案」),該條例草案引入了利得稅兩級制。該法案於二零一八年三月二十八日簽署成為法律,並於次日在憲報刊登。根據利得稅兩級制,合資格集團實體的首二百萬港元利潤將按8.25%徵稅,而超過二百萬港元的利潤則須按16.5%徵稅。不符合利得稅兩級制的集團實體的利潤將繼續按16.5%的固定稅率徵稅。

董事認為,實施利得稅兩級制所涉及的金額與綜合財務報表並無重大關係。兩個年度的香港利得稅按估計應課稅溢利的16.5%計算。

其他司法權區之稅項乃按有關司法權區之適用稅率計算。

9. INCOME TAX EXPENSE (continued)

9. 所得稅開支(續)

Taxation for the year can be reconciled to the profit before taxation per the consolidated statement of profit or loss as follows:

本年度之稅項與綜合損益表除稅前溢利之對賬如下：

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Profit before taxation	除稅前溢利	**7,936,416**	5,122,913
Tax charge at the domestic income tax rate of 25% (2019: 25%) (Note a)	以國內企業所得稅率25%(二零一九年：25%)計算之稅款(附註a)	**1,984,104**	1,280,728
Tax effect of expenses not deductible for tax purpose	不可扣稅費用之稅務影響	**12,938**	59,597
Tax effect of income not taxable for tax purpose	毋須課稅收益之稅務影響	**(115,760)**	(151,563)
Tax effect of share of results of joint ventures	應佔合營公司業績之稅務影響	**(19,467)**	(23,467)
Tax effect of share of result of an associate	應佔聯營公司業績之稅務影響	**668**	(12,919)
PRC LAT	中國土地增值稅	**361,356**	248,146
Tax effect of PRC LAT	中國土地增值稅之稅務影響	**(90,339)**	(62,036)
Effect of withholding tax on dividend income from PRC subsidiaries	中國附屬公司派發股息收入適用的預提稅之稅務影響	**273,193**	157,321
Tax effect of Tax Concession (Note b)	稅務優惠之稅務影響(附註b)	**(50,057)**	(59,943)
Tax effect of tax losses not recognised	未予確認稅項虧損之稅務影響	**60,910**	126,857
Utilisation of tax losses previously not recognised	動用以往未確認之稅項虧損	**(133,130)**	(182,752)
Effect of different tax rates of subsidiaries operating in other jurisdictions/areas other than the domestic income tax rate	除國內企業所得稅率外，於其他司法權區／地區經營附屬公司之不同稅率之影響	**(139,406)**	(13,164)
Effect of tax exemption (Note c)	稅項豁免之影響(附註c)	**(39,805)**	(22,251)
Underprovision in previous years	過往年度撥備不足	**2,858**	9,379
Tax expense for the year	本年度之稅務開支	**2,108,063**	1,353,933

Notes:

(a) The domestic income tax rate of 25% (2019: 25%) represents the PRC Enterprise Income Tax of which the Group's operations are substantially based.

(b) Pursuant to the EIT Law, a High-New Technology Enterprise shall be entitled to a preferential tax rate of 15% for three years since it was officially endorsed. Certain subsidiaries of the Company in the PRC obtained official endorsement as a High-New Technology Enterprise ("Tax Concession") and with the expiry dates on or before 2022 (2019: 2021).

(c) Profits arising from certain subsidiaries of the Company in Macau are exempted from profit tax.

附註：

(a) 國內企業所得稅稅率25%(二零一九年：25%)為本集團大部分業務所在的中國企業所得稅率。

(b) 根據企業所得稅法，高新技術企業可自其獲官方認可起享有為期三年的15%稅率優惠。本公司若干中國附屬公司獲官方認定為高新技術企業(「稅務優惠」)，到期日為二零二二年或之前(二零一九年：二零二一年)。

(c) 本公司位於澳門之若干附屬公司所產生之溢利獲豁免繳納利得稅。

10. PROFIT FOR THE YEAR

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Profit for the year has been arrived at after charging:	本年度溢利已經扣除以下項目：		
Auditor's remuneration	核數師酬金	**12,750**	12,750
Amortisation of intangible assets	無形資產攤銷	**6,480**	3,960
Cost of inventories sold	已售存貨之成本	**25,932,825**	30,532,366
Cost of properties sold	已售物業之成本	**4,271,822**	959,077
Depreciation of properties, plant and equipment	物業、廠房及設備之折舊	**1,636,392**	1,880,145
Depreciation of right-of-use assets	使用權資產折舊	**47,041**	44,849
Direct operating expenses in relation to investment properties	投資物業之直接經營開支	**182,549**	213,219
Impairment loss on trade receivables, net of reversal	貿易應收賬款之減值虧損（扣除撥回）	**13,797**	183,210
Net exchange loss	匯兌虧損淨額	**24,959**	17,762
Total staff costs, including directors' emoluments (Note 11)	員工成本總額，包括董事酬金（附註11）	**3,218,740**	3,145,023
Write down of inventories, included in cost of sales	存貨撇減，計入銷售成本	**7,556**	181,093

11.

11. DIRECTORS', CHIEF EXECUTIVE'S AND EMPLOYEES' EMOLUMENTS (continued)

11. 董事、行政總裁及僱員酬金（續）

(a) Directors' emoluments (continued)

The emoluments paid or payable to each of the twelve (2019: eleven) Directors, including the chief executive, were as follows:

(a) 董事酬金（續）

已付或應付十二名（二零一九年：十一名）董事（包括行政總裁）之酬金如下：

		Year ended 31 December 2020 截至二零二零年十二月三十一日止年度												
		Executive directors 執行董事							Independent non-executive directors 獨立非執行董事					
		Cheung Kwok Wing 張國榮 HK$'000 千港元	Chang Wing Yiu 鄭永耀 HK$'000 千港元	Cheung Kwong Kwan 張廣軍 HK$'000 千港元	Ho Yin Sang 何燕生 HK$'000 千港元	Cheung Wai Lin, Stephanie 張偉連 HK$'000 千港元	Chen Maosheng 陳茂盛 HK$'000 千港元	Cheung Ka Shing 張家成 HK$'000 千港元	Cheung Ming Man 張明敏 HK$'000 千港元	Chan Wing Kee 陳永棋 HK$'000 千港元	Leung Tai Chiu 梁體超 HK$'000 千港元 (Note iii) (附註iii)	Chong Kin Ki 莊堅琪 HK$'000 千港元	Stanley Chung Wai Cheong 鍾偉昌 HK$'000 千港元 (Note iv) (附註iv)	Total 總計 HK$'000 千港元
Fees	袍金	-	-	-	-	-	-	-	240	480	90	300	30	1,140
Other emoluments:	其他酬金：													
Salaries and other benefits	薪金及其他福利	3,260	3,123	3,123	2,945	2,206	1,588	1,685	-	-	-	-	-	17,930
Contributions to retirement benefits scheme	退休福利計劃供款	163	156	156	147	110	79	84	-	-	-	-	-	895
Performance related incentive payment (Note i)	工作表現相關獎勵款項（附註i）	26,000	22,000	15,000	14,000	10,000	2,500	9,000	150	200	50	200	150	99,250
Total emoluments	酬金總額	29,423	25,279	18,279	17,092	12,316	4,167	10,769	390	680	140	500	180	119,215

11. DIRECTORS', CHIEF EXECUTIVE'S AND EMPLOYEES' EMOLUMENTS

(continued)

(c) Employees' emoluments (continued)

The number of the highest paid employees who are not the

12. DIVIDENDS

		2020 二泣賫焱뫻 HK$'000 千港元	2019 二泣萿勬宸 HK$'000 千港元
Dividends declared	**已宣派股息**		
2020 Interim dividend of HK28 cents per ordinary share	二泣賫焱뵥譪舭礶鱊뱍礲奃麸礶 28港仙	**309,618**	–
Dividends declared and paid	**已宣派及派發股息**		
2019 Interim dividend of HK28 cents per ordinary share	二泣萿勬宸滻멧琝虒撮琝뢺귓琝 28港仙	**–**	303,206
2019 Final dividend of HK60 cents (2018: HK70 cents) per ordinary share	二泣萿勬宸虋멧琝虒撮琝뢺귓琝 60港仙（二泣萿鈌宸雨70港仙）	**662,430**	758,207
2019 Special final dividend of HK50 cents (2018: Nil) per ordinary share	二泣萿勬宸翷彄虋멧琝虒撮琝 普通股50港仙（二泣萿鈌宸雨無）	**552,025**	–
		1,214,455	1,061,413

12. DIVIDENDS (continued)

The final dividend of HK100 cents and the special final dividend of HK100 cents per ordinary share amounted to HK$1,105,792,000 and HK$1,105,792,000 respectively in respect of the year ended 31 December 2020 (2019: final dividend of HK60 cents and the special final dividend of HK$50 cents per ordinary share amounted to HK$662,795,000 and HK$552,329,000 respectively in respect of the year ended 31 December 2019) have been proposed by the Directors and are subject to the approval by the shareholders of the Company in the forthcoming annual general meeting.

12. 股息(續)

董事建議就截至二零二零年十二月三十一日止年度派發末期股息每股普通股100港仙及特別末期股息每股普通股100港仙(二零一九年：末期股息每股普通股60港仙及特別末期股息每股普通股50港仙)，金額分別為1,105,792,000港元及1,105,792,000港元(二零一九年：末期股息662,795,000港元及特別末期股息552,329,000港元)。惟須待本公司股東於應屆股東週年大會批准，方可作實。

13. EARNINGS PER SHARE

The calculation of the basic and diluted earnings per share attributable to owners of the Company is based on the following data:

13. 每股盈利

本公司持有人應佔每股基本及攤薄盈利按下列數據計算：

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Earnings for the purpose of basic and diluted earnings per share	每股基本及攤薄盈利之盈利	**4,702,884**	3,094,421

		Number of shares 股份數目 2020 二零二零年	 2019 二零一九年
Weighted average number of ordinary shares for the purpose of basic earnings per share	每股基本盈利之普通股加權平均數	**1,104,852,097**	1,085,720,924
Effect of dilutive potential or ordinary shares arising from share options	因購股權導致的具潛在攤薄效應之普通股之影響	**1,168,976**	381,238
Weighted average number of ordinary shares for the purpose of diluted earnings per share	每股攤薄盈利之普通股加權平均數	**1,106,021,073**	1,086,102,162

14. INVESTMENT PROPERTIES 14. 投資物業

		HK$'000 千港元
FAIR VALUE	**公平值**	
At 1 January 2019	於二零一九年一月一日	16,925,863
Exchange adjustments	匯兌調整	(110,723)
Transfer from properties held for development (Note)	轉撥自待發展物業(附註)	1,016,991
Transfer from properties, plant and equipment (Note)	轉撥自物業、廠房及設備(附註)	265,918
Additions	添置	39,190
Acquisitions of subsidiaries (Note 34(a))	收購附屬公司(附註34(a))	915,035
Gain on revaluation of property, plant and equipment upon transfer to investment properties included in other comprehensive income	計入其他全面收益的物業、廠房及設備轉移至投資物業時之重估收益	24,211
Gain on fair value changes	公平值變動收益	6,263
At 31 December 2019	於二零一九年十二月三十一日	19,082,748
Exchange adjustments	匯兌調整	823,076
Transfer from properties held for development (Note)	轉撥自待發展物業(附註)	130,065
Transfer from properties, plant and equipment (Note)	轉撥自物業、廠房及設備(附註)	23,495
Loss on fair value changes	公平值變動虧損	(5,437)
At 31 December 2020	於二零二零年十二月三十一日	20,053,947

Note: Certain properties held for development and properties, plant and equipment were reclassified to investment properties upon changing in use as evidenced by inception of operating leases to independent third parties (see Note 15 and 26).

附註： 因與獨立第三方開始經營租賃物業之用途變動，若干待發展物業及物業、廠房及設備重新分類至投資物業(附註15和26）

The Group leases out various offices under operating leases with rentals payable monthly. The leases typically run for a fixed period of 1 to 25 years (2019: 1 to 25 years).

The Group is not exposed to foreign currency risk as a result of the lease arrangements, as all leases are denominated in the respective functional currencies of group entities. The lease contracts do not contain residual value guarantee and/or lessee's option to purchase the property at the end of lease term.

14. INVESTMENT PROPERTIES (continued)

The fair value of the Group's investment properties at 31 December 2020 had been arrived at on the basis of a valuation carried out by Ravia Global Appraisal Advisory Limited (2019: Ravia Global Appraisal Advisory Limited), an independent qualified valuer not connected to the Group. Ravia Global Appraisal Advisory Limited is a member of the Hong Kong Institute of Surveyors. The valuation was determined based on direct comparison method by reference to the market observable transactions of similar properties and adjusted to reflect conditions and locations of subject properties. There has been no change from the valuation technique used in prior years.

In determining the fair value of the relevant properties, the Directors has set up a valuation committee, which is headed up by the persons in charge of financial matters of the Group, to determine the appropriate valuation techniques and inputs for fair value measurements.

The Group engages an independent valuer to perform its valuations. The valuation committee works closely with the independent valuer to establish the appropriate valuation techniques and inputs to the model. The persons in charge of financial matters report the valuation committee's findings to the Directors every quarter to explain the cause of fluctuations in the fair value of the assets.

The Group's investment properties were classified as Level 3 of the fair value hierarchy as at 31 December 2020 and 2019.

The following table gives information about how the fair values of these investment properties are determined (in particular, the valuation technique and inputs used), as well as the fair value hierarchy into which the fair value measurements are categorised (Level 1 to 3) based on the degree to which the inputs to the fair value measurements is observable.

14. 投資物業(續)

本集團投資物業於二零二零年十二月三十一日之公平值乃按與本集團並無關連之獨立合資格估值師瑞豐環球評估諮詢有限公司(二零一九年：瑞豐環球評估諮詢有限公司)進行估值之基準達致。瑞豐環球評估諮詢有限公司為香港測量師學會會員。估值乃按直接比較法參考類似物業之可觀察市場交易並作出調整以反映目標物業之狀況及位置後釐定。於過往年度所用之估值技術並無變動。

為釐定相關物業的公平值，董事會已成立估值委員會，由負責本集團財務事務的人士帶領，以就公平值計量釐定適當的估值技術及輸入數據。

本集團委聘獨立估值師估值。估值委員會與獨立估值師緊密合作，共同制定模型之適當估值技術及輸入數據。財務事宜負責人每季向董事匯報估值委員會之發現，闡明資產公平值波動之因由。

本集團投資物業於二零二零年及二零一九年十二月三十一日分類為第三級公平值架構級別。

下表載列該等投資物業公平值的釐定方法(尤其是所使用估值技術及輸入數據)以及按公平值計量輸入數據的可觀察程度將公平值計量分類之公平值架構級別(第一至三級)。

Investment properties held by the Group in the consolidated statement of financial position 綜合財務狀況表中本集團持有之投資物業	Fair value hierarchy 公平值架構級別	Valuation techniques and key inputs 估值技術及主要輸入數據	Significant unobservable inputs 重大不可觀察輸入數據	Sensitivity 敏感度
Commercial properties in Hong Kong Island, Hong Kong	Level 3	Direct comparison method based on market observable transactions of similar properties adjusted timing of reference transactions and property-specific adjustments including nature, location and conditions of the property	Price per square metre, using market direct comparable properties and taking into account location and other individual factors such as road frontage, size of property etc., which is ranged from HK$197,119 to HK$207,906 (2019: HK$204,351 to HK$213,072) per square metre.	A significant increase in the price per square metre

14. INVESTMENT PROPERTIES (continued) 14. 投資物業(續)

Investment properties held by the Group in the consolidated statement of financial position 綜合財務狀況表中本集團持有之投資物業	Fair value hierarchy 公平值架構級別	Valuation techniques and key inputs 估值技術及主要輸入數據	Significant unobservable inputs 重大不可觀察輸入數據	Sensitivity 敏感度
Residential properties in Shanghai	Level 3	Direct comparison method based on market observable transactions of similar properties adjusted timing of reference transactions and property-specific adjustments including nature, location and conditions of the property	Price per square metre, using market direct comparable properties and taking into account location and other individual factors such as road frontage, size of property etc., which is ranged from RMB125,019 to RMB162,761 (2019: RMB127,551 to RMB161,538) per square metre.	A significant increase in the price per square metre used would result in a significant increase in the fair value measurement of the investment properties, and vice versa.
於上海的住宅物業	第三級	直接比對方法，根據市場類同物業的可觀察交易，就參考交易的時間進行調整，並作出物業特定的調整，包括物業的性質、位置及狀況	採用市場直接可比較物業及考慮位置以及其他個別因素後（如臨街道路、物業大小等）的每平方米價格，介乎每平方米人民幣125,019元至人民幣162,761元（二零一九年：人民幣127,551元至人民幣161,538元）。	每平方米價格大幅上升將導致投資物業的公平值計量大幅上升，反之亦然。
Commercial properties in Guangzhou	Level 3	Direct comparison method based on market observable transactions of similar properties adjusted timing of reference transactions and property-specific adjustments including nature, location and conditions of the property	Price per square metre, using market direct comparable properties and taking into account location and other individual factors such as road frontage, size of property etc., which is ranged from RMB16,601 to RMB27,958 (2019: RMB16,019 to RMB27,840) per square metre.	A significant increase in the price per square metre used would result in a significant increase in the fair value measurement of the investment properties, and vice versa.
於廣州的商用物業	第三級	直接比對方法，根據市場類同物業的可觀察交易，就參考交易的時間進行調整，並作出物業特定的調整，包括物業的性質、位置及狀況	採用市場直接可比較物業及考慮位置以及其他個別因素後（如臨街道路、物業大小等）的每平方米價格，介乎每平方米人民幣16,601元至人民幣27,958元（二零一九年：人民幣16,019元至人民幣27,840元）。	每平方米價格大幅上升將導致投資物業的公平值計量大幅上升，反之亦然。

14. INVESTMENT PROPERTIES (continued) 14. 投資物業(續)

Investment properties held by the Group in the consolidated statement of financial position 綜合財務狀況表中本集團持有之投資物業	Fair value hierarchy 公平值架構級別	Valuation techniques and key inputs 估值技術及主要輸入數據	Significant unobservable inputs 重大不可觀察輸入數據	Sensitivity 敏感度
Commercial properties in Shenzhen	Level 3	Direct comparison method based on market observable transactions of similar properties adjusted timing of reference transactions and property-specific adjustments including nature, location and conditions of the property	Price per square metre, using market direct comparable properties and taking into account location and other individual factors such as road frontage, size of property etc., which is RMB14,846 (2019: RMB14,753) per square metre.	A significant increase in the price per square metre used would result in a significant increase in the fair value measurement of the investment properties, and vice versa.
於深圳的商用物業	第三級	直接比對方法，根據市場類同物業的可觀察交易，就參考交易的時間進行調整，並作出物業特定的調整，包括物業的性質、位置及狀況	採用市場直接可比較物業及考慮位置以及其他個別因素後(如臨街道路、物業大小等)的每平方米價格，為每平方米人民幣14,846元(二零一九年：人民幣14,753元)。	每平方米價格大幅上升將導致投資物業的公平值計量大幅上升，反之亦然。
Commercial Shops in Qingyuan	Level 3	Direct comparison method based on market observable transactions of similar properties adjusted timing of reference transactions and property-specific adjustments including nature, location and conditions of the property	Price per square metre, using market direct comparable properties and taking into account location and other individual factors such as road frontage, size of property etc., which is RMB9,584 (2019: RMB9,855) per square metre.	A significant increase in the price per square metre used would result in a significant increase in the fair value measurement of the investment properties, and vice versa.
於清遠的商用舖位	第三級	直接比對方法，根據市場類同物業的可觀察交易，就參考交易的時間進行調整，並作出物業特定的調整，包括物業的性質、位置及狀況	採用市場直接可比較物業及考慮位置以及其他個別因素後(如臨街道路、物業大小等)的每平方米價格，為每平方米人民幣9,584元(二零一九年：人民幣9,855元)。	每平方米價格大幅上升將導致投資物業的公平值計量大幅上升，反之亦然。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

Investment properties held by the Group in the consolidated statement of financial position 綜合財務狀況表中本集團持有之投資物業	Fair value hierarchy 公平值架構級別	Valuation techniques and key inputs 估值技術及主要輸入數據	Significant unobservable inputs	Sensitivity

15. PROPERTIES, PLANT AND EQUIPMENT (continued)

15. 物業、廠房及設備(續)

The above items of properties, plant and equipment (other than those under construction or artwork) are depreciated on a straight-line basis after taking into account their residual values at the following rates per annum:

Freehold lands	Nil
Buildings*	Over the remaining unexpired terms of leases ranging from twenty to fifty years
Leasehold improvements	10–20% or over the term of the lease, which is shorter
Plant and machinery*	10–20%
Furniture, fixtures and equipment	10–33$^1/_3$%
Transportation equipment*	10–20%

* Including those grouped under licenced assets in 2019 and reclassified to appropriate categories in 2019.

During the year ended 31 December 2020, plant and machinery related to the production of coal and coke with a carrying amount of HK$726,000,000 (2019: HK$219,096,000) has been written off due to the de-capacity policy of the PRC, for which compensation was received.

At 31 December 2020, the Group's freehold land of HK$53,368,000 (2019: HK$50,142,000) are situated outside Hong Kong.

除在建物業、廠房及設備或藝術品外，上述物業、廠房及設備項目在計及其剩餘價值後以直線基準按下列年度比率計提折舊：

永久產權土地	無
樓宇*	按照租約內剩餘未完的年期由20年至50年不等
租賃物業裝修	10–20%或租期（以較短者為準）
廠房及機器*	10–20%
傢俬、裝置及設備	10–33$^1/_3$%
運輸設備*	10–20%

*

15. PROPERTIES, PLANT AND EQUIPMENT (continued)

15. 物業、廠房及設備（續）

Note: Details of licenced assets:

附註： 授權使用資產詳情：

		Buildings 樓宇 HK$'000 千港元	Plant and machinery 廠房及機器 HK$'000 千港元	Transportation equipment 運輸設備 HK$'000 千港元	Total 總計 HK$'000 千港元
COST	**成本**				
At 1 January 2019	於二零一九年一月一日	315,358	1,876,631	8,979	2,200,968
Exchange adjustments	匯兌調整	(6,893)	(41,019)	(196)	(48,108)
Additions	添置	–	659	371	1,030
Reclassification	重新分類	(308,465)	(1,836,271)	(9,154)	(2,153,890)
At 31 December 2019 and 31 December 2020	於二零一九年十二月三十一日及二零二零年十二月三十一日	–	–	–	–
DEPRECIATION AND IMPAIRMENT	**折舊及減值**				
At 1 January 2019	於二零一九年一月一日	128,057	1,861,716	8,184	1,997,957
Exchange adjustments	匯兌調整	(2,799)	(40,693)	(179)	(43,671)
Provided for the year	本年度撥備	2,477	9,678	35	12,190
Reclassification	重新分類	(127,735)	(1,830,701)	(8,040)	(1,966,476)
At 31 December 2019 and 31 December 2020	於二零一九年十二月三十一日及二零二零年十二月三十一日	–	–	–	–
CARRYING VALUE	**賬面值**				
At 31 December 2019 and 31 December 2020	於二零一九年十二月三十一日及二零二零年十二月三十一日	–	–	–	–

15. PROPERTIES, PLANT AND EQUIPMENT (continued)

Note: Details of licenced assets: (continued)

On 3 August 2011, 30 August 2013 and 28 August 2015, a subsidiary of Kingboard Copper Foil Holdings Limited ("KBCF" or the "Licensor") (KBCF is a listed subsidiary of the Group in 2018 and delisted in 2019), entered into a licence agreement and a letter of extension and amendments with Harvest Resource Management Limited (the "Licencee"), a third party, to licence KBCF's copper foil manufacturing facilities located at Fogang and Lianzhou to the Licencee for the period from 1 September 2011 to 31 August 2017. On 30 August 2017, the Licensor entered into a letter of extension and amendments with Licencee and extended the licence period for a further period of two years to 31 August 2019. The details of the licence arrangement which remained unchanged, are as follows:

(a) to use the leasehold properties, comprising factory buildings in Fogang and Lianzhou;

(b) to use, consume and dispose of the inventories which shall include consumables and stocks in trade; and

(c) to use the machinery, together with all other equipment and facilities as from time to time located at the properties in Fogang and Lianzhou.

The licenced properties, plant and equipment tabulated above and the licenced inventories in Note 25 were licenced for licence income of HK$10,000,000 per month receivable in advance on the first day of each and every calendar month, as a measure by KBCF to generate income from the manufacturing facilities, pending the resolution of the interested party transactions issue, relating to the manufacturing and trading of copper foil, with the non-controlling shareholder of KBCF (Note 39(b)) and the approval of the interested party transactions mandated by the shareholders and/or when KBCF clinched new third parties customers for the sales of copper foil. In the prior year, the licenced properties, plant and equipment had been reclassified as licenced assets under properties, plant and equipment.

The licence agreement between Licensor and Licencee has been early expired on 1 July 2019 and the Licensor had not entered any letter of extension and amendments with the Licencee to extend the licenced period. Accordingly, the licenced assets have been reclassified to respective buildings, plant and machinery and transportation equipment under properties, plant and equipment during the year ended 31 December 2019.

15. 物業、廠房及設備(續)

附註： 授權使用資產詳情：(續)

於二零一一年八月三日、二零一三年八月三十日及二零一五年八月二十八日，建滔銅箔集團有限公司(「建滔銅箔」或「授權人」)(建滔銅箔於二零一八年為本集團一間上市附屬公司並於二零一九年除牌)的一間附屬公司與威擘投資有限公司(第三方)(「獲授權人」)訂立授權使用協議及訂立一份延期及修訂函件，內容有關於二零一一年九月一日至二零一七年八月三十一日止期間，授權獲授權人使用建滔銅箔位於佛岡及連州的銅箔製造設施。於二零一七年八月三十日，授權人與獲授權人訂立一份延期及修訂函件，將授權使用期延長兩年至二零一九年八月三十一日。授權安排維持不變，其詳情如下：

(a) 使用租約物業，包括位於佛岡及連州之廠房；

(b) 使用、耗用及出售存貨，包括易耗品及貿易存貨；及

(c) 使用機器，連同不時位於佛岡及連州物業之所有其他設備及設施。

上表所示授權使用物業、廠房及設備及附註25所述授權使用存貨的授權使用費收入為每月10,000,000港元，須於各曆月首日預收，作為建滔銅箔從製造設施產生收入的措施，尚待與建滔銅箔的非控股股東生產及買賣銅箔有關的利益人士交易事宜作出決議(附註39(b))及股東批准利益人士交易授權以及／或當建滔銅箔向新第三方客戶銷售銅箔。往年，授權使用物業、廠房及設備重新分類為物業、廠房及設備項下授權使用資產。

授權人與獲授權人訂立的授權使用協議已於二零一九年七月一日提前屆滿，授權人並無與獲授權人訂立延期及修訂函件以延長授權使用期限。因此，截至二零一九年十二月三十一日止年度，授權使用資產已重新分類至物業、廠房及設備項下各樓宇、廠房及機器以及運輸設備。

16. RIGHT-OF-USE ASSETS

Leasehold

16. RIGHT-OF-USE ASSETS (continued)

The Group leases various leasehold land, leased properties and plant and machinery for its operations. Lease contracts are entered into for fixed term of 1 year to 50 years (2019: 1 year to 50 years). Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. In determining the lease term and assessing the length of the non-cancellable period, the Group applies the definition of a contract and determines the period for which the contract is enforceable.

The Group regularly entered into short-term leases for leased properties. As at 31 December 2020 and 2019, the portfolio of short-term leases is similar to the portfolio of short-term leases to which the short-term lease expense disclosed in this note above.

Restrictions or covenants on leases

In addition, lease liabilities of HK$14,004,000 are recognised with related right-of-use assets of HK$13,440,000 as at 31 December 2020 (2019: lease liabilities of HK$13,214,000 and related right-of-use assets of HK$12,849,000). The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

16. 使用權資產(續)

本集團就其業務經營租賃多項租約土地、租賃物業以及廠房及機器。租約以固定租期介乎1年至50年(二零一九年：1年至50年)訂立。租賃條款乃在個別基礎上磋商，包括各種不同條款及條件。於釐定租期及評估不可撤回期間的長度時，本集團應用合約的定義並釐定合約可強制執行的期間。

本集團定期就租賃物業訂立短期租賃。於二零二零年和二零一九年十二月三十一日，短期租賃組合與本附註上文所載短期租賃開支之短期租賃組合相似。

租賃限制或契據

此外，於二零二零年十二月三十一日，獲確認的租賃負債14,004,000港元乃與使用權資產13,440,000港元有關(二零一九年：租賃負債13,214,000港元及有關使用權資產12,849,000港元)。租賃協議並無施加任何契據，惟出租人持有租賃資產的抵押權益除外。租賃資產不得作借款抵押用途。

17. GOODWILL

		HK$'000 千港元
CARRYING VALUE	**賬面值**	
At 1 January 2019	於二零一九年一月一日	2,467,076
Arising on acquisition of a subsidiary (Note 34(b))	來自收購一間附屬公司(附註34(b))	203,452
At 31 December 2019 and 31 December 2020	於二零一九年十二月三十一日及二零二零年十二月三十一日	2,670,528

For the purposes of impairment testing, goodwill has been allocated to the following groups of CGUs:

		2020 **二零二零年** **HK$'000** **千港元**	2019 二零一九年 HK$'000 千港元
Laminates	覆銅面板	**390,781**	390,781
PCBs	印刷線路板	**2,099,898**	2,099,898
Chemicals	化工產品	**179,849**	179,849
		2,670,528	2,670,528

The recoverable amounts of the laminates', PCBs' and chemicals' CGUs have been determined based on valub8 and 579 Tm ( )T7Tw [(CGUs)34d41gs q 1 0 0 1]L. /GS4 gs B05.857 cm 0 0 n Ha5a0691UE

18. INTANGIBLE ASSETS 18. 無形資產

		Customer base 客戶群 HK$'000 千港元
COST	**成本**	
At 1 January 2019	於二零一九年一月一日	27,000
Acquired on acquisition of a subsidiary (Note 34(b))	收購一間附屬公司所得(附註34(b))	37,800
At 31 December 2019 and 31 December 2020	於二零一九年十二月三十一日及二零二零年十二月三十一日	64,800
AMORTISATION	**攤銷**	
At 1 January 2019	於二零一九年一月一日	–
Charge for the year	本年度支出	3,960
At 31 December 2019	於二零一九年十二月三十一日	3,960
Charge for the year	本年度攤銷	6,480
At 31 December 2020	於二零二零年十二月三十一日	10,440
CARRYING VALUE	**賬面值**	
At 31 December 2020	於二零二零年十二月三十一日	54,360
At 31 December 2019	於二零一九年十二月三十一日	60,840

The customer base is amortised on a straight-line basis over a period of 10 years.

客戶群於10年內按直線法攤銷。

19. INTERESTS IN AN ASSOCIATE

	2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Cost of investments in an associate		

19. INTERESTS IN AN ASSOCIATE (continued)

19. 於聯營公司之權益(續)

The associate is accounted for using the equity method in these consolidated financial statements.

於該等綜合財務報表，聯營公司採用權益會計法列賬。

CNOOC Kingboard Chemical Limited

中海石油建滔化工有限公司

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Current assets	流動資產	**899,726**	956,778
Non-current assets	非流動資產	**188,785**	219,946
Current liabilities	流動負債	**(165,226)**	(181,848)

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Revenue	營業額	**991,405**	1,232,954
(Loss) profit for the year	本年度(虧損)溢利	**(6,683)**	129,192
Other comprehensive income (expense) for the year	本年度其他全面收益(開支)	**62,921**	(25,912)
Total comprehensive income for the year	本年度全面收益總額	**56,238**	103,280
Dividends received from the associate during the year	本年度已收聯營公司股息	**51,131**	184,043

Reconciliation of the above summarised financial information to the carrying amount of the interest in the associate recognised in the consolidated financial statement.

上文概述的財務資料與綜合財務報表內已確認所佔聯營公司權益之賬面值的對賬。

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Net assets of CNOOC Kingboard Chemical Limited	中海石油建滔化工有限公司資產淨值	**923,285**	994,876
Proportion of the Group's ownership interest in CNOOC Kingboard Chemical Limited	本集團所佔中海石油建滔化工有限公司擁有權權益之比重	**40%**	40%
Carrying amount of the Group's interest in CNOOC Kingboard Chemical Limited	本集團所佔中海石油建滔化工有限公司權益之賬面值	**369,314**	397,950

20. INTERESTS IN JOINT VENTURES 20. 於合營公司的權益

Details of the Group's investments in joint ventures are as follows:

本集團於合營公司的投資詳情如下：

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Cost of investment in joint ventures	於合營公司之投資成本	**2,503,655**	2,503,655
Share of post-acquisition profits and other comprehensive income, net of dividends received	應佔收購後溢利及其他全面收益（扣除已收股息）	**105,865**	32,779
		2,609,520	2,536,434

Details of the Group's joint ventures at the end of the reporting period are as follow:

本集團於合營公司的投資詳情如下：

Name of entity 實體名稱	Country of incorporation/ registration 註冊成立／註冊的國家	Principal place of business 主要營業地點	Proportion of ownership interest held by the Group 本集團持有的所有權百分比 2020 二零二零年	 2019 二零一九年	Proportion of voting rights held by the Group 本集團持有的投票權百分比 2020 二零二零年	 2019 二零一九年	Principal activity 主要業務
Lucky Yuen Holding Limited 順富元控股有限公司	Hong Kong 香港	Hong Kong 香港	**50%**	50%	**50%**	50%	Property holding and business management 物業控股及業務管理
Smart Source Management Limited 智源管理有限公司	BVI 英屬處女群島	United Kingdom 英國	**50%**	50%	**50%**	50%	Property holding and business management 物業控股及業務管理

Summarised financial information of joint ventures

Summarised financial information in respect of each of the Group's joint ventures is set out below. The summarised financial information below represents amounts shown in the joint ventures' financial statements prepared in accordance with HKFRSs.

The joint ventures are accounted for using the equity method in these consolidated financial statements.

合營公司財務資料概要

本集團各合營公司之財務資料概要載於下文。下列財務資料概要指合營公司按香港財務申報準則編製的財務報表之金額。

合營公司以權益會計法於綜合財務報表入賬。

20. INTERESTS IN JOINT VENTURES (continued)

Information of joint ventures

Lucky Yuen Holding Limited

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Current assets	流動資產	**277,275**	280,157
Non-current assets (Note)			

20. INTERESTS IN JOINT VENTURES (continued) 20. 於合營公司的權益（續）

Information of joint ventures (continued)

The two joint ventures are individually material in relation to the cost of the investments and net assets of the joint ventures, but the profit or loss and other comprehensive income of each of the two joint ventures are not material respectively and hence disclosed on an aggregated basis.

合營公司的資料（續）

該兩家合營公司就投資成本及資產淨值而言個別屬重大，惟該兩家合營公司的損益及其他全面收益並不重大，因此按合併基準披露。

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Revenue	營業額	**193,864**	185,185
Profit for the year	本年度溢利	**155,736**	187,734
Other comprehensive income for the year	本年度其他全面收益	**151,074**	102,730
Total comprehensive income for the year	本年度全面收益總額	**306,810**	290,464
Dividend received from a joint venture during the year	年內已收合營公司股息	**80,319**	75,302

The above profit for the year includes the following:

上述本年度溢利包括以下項目：

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Interest income	利息收入	**1**	3
Income tax expense	所得稅開支	**12,624**	15,095

20. INTERESTS IN JOINT VENTURES (continued) 20. 於合營公司的權益(續)

Information of joint ventures (continued) 合營公司的資料(續)

Reconciliation of the above summarised financial information to the carrying amount of the interest in two joint ventures recognised in the consolidated financial statements:

上文概述的財務資料與綜合財務報表內

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Net assets of Lucky Yuen Holding Limited	順富元控股有限公司資產淨值	**687,649**	701,384
Proportion of the Group's ownership interest in Lucky Yuen Holding Limited	本集團所佔順富元控股有限公司擁有權權益之比重	**50%**	50%
Carrying amount of the Group's interest in Lucky Yuen Holding Limited	本集團所佔順富元控股有限公司權益之賬面值	**343,825**	350,692
Net assets of Smart Source Management Limited	智源管理有限公司資產淨值	**4,531,391**	4,371,484
Proportion of the Group's ownership interest in Smart Source Management Limited	本集團所佔智源管理有限公司擁有權權益之比重	**50%**	50%
Carrying amount of the Group's interest in Smart Source Management Limited	本集團所佔智源管理有限公司權益之賬面值	**2,265,695**	2,185,742

21. EQUITY INSTRUMENTS AT FAIR VALUE THROUGH PROFIT OR LOSS

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Equity securities listed in Hong Kong	於香港上市之權益證券	**5,658,138**	2,855,449
Equity securities listed in United States	於美國上市之權益證券	**3,373**	1,972
		5,661,511	2,857,421
Analysed for reporting purposes as:	為報告用途而分析為：		
– Current assets	一流動資產	**2,333,796**	491,397
– Non-current assets	一非流動資產	**3,327,715**	2,366,024
		5,661,511	2,857,421

22. DEBT INSTRUMENTS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

22. 按公平值計入其他全面收益之債務工具

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Listed bond securities at fair value:	上市債券證券，按公平值：		
– listed on the Stock Exchange and issued by listed issuers in Hong Kong with a fixed coupon interests of 6.00% (2019: ranging from 6.00% to 9.85%) and maturity date of 11 January 2022 (2019: from 21 May 2020 to 11 January 2022)	－香港上市發行人發行並於聯交所上市，具有年息6.00厘(二零一九年：介於6.00厘至9.85厘之間)之固定票息，並於二零二二年一月十一日到期(二零一九年：二零二零年五月二十一日至二零二二年一月十一日)	**57,037**	1,526,825
– listed on SGX and issued by listed issuers in Hong Kong with a fixed coupon interests ranging from 5.50% to 12.375% (2019: 5.75% to 10.875%) per annum and maturity dates from 10 January 2021 to 3 March 2025 (2019: 24 August 2020 to 27 January 2024)	－香港上市發行人發行並於新交所上市，具有年息介乎5.50厘至12.375厘(二零一九年：5.75厘至10.875厘)之固定票息，並於二零二一年一月十日至二零二五年三月三日到期(二零一九年：二零二零年八月二十四日至二零二四年一月二十七日)	**2,146,310**	6,240,701
– listed on SIX and issued by a listed issuer in Switzerland and United States of America with a fixed coupon interest of 7.125% per annum and with no fixed redemption date but redeemable at the option of the issuer after 10 August 2021	－瑞士及美國上市發行人發行並於瑞士交易所上市，具有年息7.125厘之固定票息，並無固定贖回日期，但發行人有權於二零二一年八月十日後贖回	**–**	115,018
Total	總計	**2,203,347**	7,882,544
Analysed for reporting purposes as:	為報告用途而分析為：		
– Current assets	－流動資產	**461,584**	866,041
– Non-current assets	－非流動資產	**1,741,763**	7,016,503
		2,203,347	7,882,544

22. DEBT INSTRUMENTS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME (continued)

22. 按公平值計入其他全面收益之債務工具（續）

At 31 December 2020 and 2019, the fair values of the listed bond securities are determined by reference to quoted market bid prices at the end of each reporting period.

於二零二零年及二零一九年十二月三十一日，上市債券證券的公平值參照各報告期末的市場買入報價釐定。

Included in debt instruments at FVTOCI are the following amounts denominated in a currency other than the functional currency of the group entities to which they are held:

按公平值計入其他全面收益之債務工具包括下列以集團實體相關之功能貨幣以外貨幣計值之款額：

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
US$	美元	**2,203,347**	7,882,544

The investments in listed bonds are held by the Group within a business model whose objective is both to collect their contractual cash flows which are solely payments of principal and interest on the principal amount outstanding and to sell these financial assets. Hence, the investments in listed bonds are classified as at FVTOCI.

對上市債券的投資均由本集團於目的為收取純粹為本金及尚未償還本金的利息付款之合約現金流量以及出售該等金融資產的業務模式內所持有。因此，對上市債券的投資分類為按公平值計入其他全面收益。

Details of impairment assessment are set out in Note 37(b).

減值評估詳情載於附註37(b)。

23. LOAN RECEIVABLE

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Fixed-rate loan receivable	應收固定利率貸款		
Within one year	一年內	**600,000**	–
In more than one year but not more than two years	一年以上但不超過兩年	**–**	600,000
		600,000	600,000

The unsecured loan receivable was advanced to an independent

無抵押應收貸款乃墊付予一名獨立第三方，按年利率7厘（二零一九年：7厘）計息且於二零二一年七月（二零一九年：二零二一年七月）償還。截至二零二零年和二零一九年十二月三十一日止年度應收貸款的減值評估詳情載於附註37(b)。

24. 遞延稅項

下表為本年度及過往年度內已確認之主要遞延稅項負債及資產以及當中之變動：

24. DEFERRED TAXATION (continued)

24. 遞延稅項(續)

The following is the analysis of the deferred tax balances for financial reporting purposes:

以下載列為財務申報而編製之遞延稅項結餘分析：

	2020

25. INVENTORIES

25. 存貨

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Raw materials	原料	**1,554,527**	1,377,594
Work in progress	在製品	**696,501**	732,558
Finished goods	製成品	**759,869**	852,234
		3,010,897	2,962,386

During the year ended 31 December 2020, a write-down of inventories HK$7,556,000 (2019: write-down of inventories HK$181,093,000) has been recognised and included in cost of sales.

截至二零二零年十二月三十一日止年度，撇減存貨7,556,000港元（二零一九年：撇減存貨181,093,000港元）已獲確認及計入銷售成本。

In the prior year, certain inventories were licenced to the Licencee (see Note 15). Under the licencing agreement, the Licencee may use, consume and dispose of the licenced inventories which include consumables and stocks in trade. However, the Licencee was required to replace and return the quantities of the licenced inventories used, consumed or disposed of during the licence period to the Licensor at the end of the licence period.

往年，此乃授權獲授權人（見附註15）使用的若干存貨。根據授權使用協議，獲授權人可使用、耗用及出售授權使用存貨，當中包括易耗品及貿易存貨。然而，於授權使用期結束時，獲授權人須向授權人重置及退還於授權使用期間已使用、耗用或出售的授權使用存貨數量。

The licenced inventories used, consumed or disposed of during the licenced period were secured by cash and bills receivables of a related party of the Licencee, with a total receivable value of not less than the value of the licenced inventories used, consumed or disposed of as at the end of each reporting period before the licence period expired. The licenced inventories had been presented as other current assets in the prior year.

於授權使用期屆滿前，於授權使用期使用、耗用或出售之授權使用存貨由獲授權人一名關連人士的現金及應收票據作抵押，應收總值不少於各報告期間結束當日已使用、耗用或出售之授權使用存結撥　冱獗顼볤鷺涚뵞韄蓟迅먁곶뵵榣中佐綺畣淥笹槳珸귗掇妁祀

The licence agreement between Licensor and Licencee had been early expired on 1 July 2019 and Licensor had not entered any Letter of extension and amendments with Licencee to extend the licence period. Accordingly, the other current assets have been reclassified as inventories during the year ended 31 December 2019.

授權　胞獲授權人虎　的授權使用協議已於箱零一九存銷月一日눙前屆滿，授權人桀渙胞獲授權人虎　涊期及求虎榑郵睢周肯授權使用期限。榑此，兒華糀爨辻雀已於截至二零一九存震二心三十一日止存秒舫廇礬慧蕊뵞顯瓶

26. PROPERTIES HELD FOR DEVELOPMENT 26. 待發展物業

Movements of properties held for development are as follows: 待發展物業之變動如下：

		HK$'000 千港元
At 1 January 2019	於二零一九年一月一日	20,023,136
Exchange adjustments	匯兌調整	(398,976)
Additions	添置	3,467,500
Transfer to investment properties (Note 14)	轉撥至投資物業(附註14)	(1,016,991)
Transfer to cost of sales	轉至銷售成本	(959,077)
At 31 December 2019	於二零一九年十二月三十一日	21,115,592
Exchange adjustments	匯兌調整	1,027,484
Additions	添置	2,287,813
Transfer to investment properties (Note 14)	轉撥至投資物業(附註14)	(130,065)
Transfer to cost of sales	轉至銷售成本	(4,271,822)
Disposal of a subsidiary (Note 35(a))	出售一間附屬公司(附註35(a))	(186,195)
At 31 December 2020	於二零二零年十二月三十一日	19,842,807

Analysis of leasehold land included in properties held for development is set out below: 計入待發展物業的租約土地的分析如下：

As at 31 December 2020	**於二零二零年十二月三十一日**	
Carrying amount	賬面值	12,091,031
As at 31 December 2019	**於二零一九年十二月三十一日**	
Carrying amount	賬面值	13,270,405

26. PROPERTIES HELD FOR DEVELOPMENT (continued)

26. 待發展物業(續)

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Total cash outflow	現金流出總額	**277,543**	16,514
Additions	添置	**277,543**	16,514

Effective from 1 January 2019, the carrying amount of leasehold lands is measured under HKFRS 16 at cost less any accumulated depreciation and any impairment losses. The residual values are determined as the estimated disposal value of the leasehold land component. No depreciation charge is made on the leasehold lands taking into account the estimated residual values as at 31 December 2020 and 2019.

自二零一九年一月一日起，租約土地的賬面值根據香港財務申報準則第16號按成本減任何累計折舊及任何減值虧損計量。餘值按租約土地組成部份之估算出售價值釐定。經計入二零二零年和二零一九年十二月三十一日的估計餘值，不會就租約土地計提折舊。

During the year ended 31 December 2020, properties held for development with carrying amount of approximately HK$4,271,822,000 (2019: HK$959,077,000) were completed and sold to third parties and certain directors and close family members of the directors (2019: third parties), details of which are set in Note 44. The remaining balance as at 31 December 2020 and 2019 was related to properties that were still under development.

於截至二零二零年十二月三十一日止年度，賬面值約為4,271,822,000港元(二零一九年：959,077,000港元)的待發展物業已竣工並售予第三方以及若干董事和董事近親(二零一九年：第三方)，相關詳情載於附註44。於二零二零年及二零一九年十二月三十一日之餘額與仍待發展物業有關。

One of the Group's properties development project with a carrying amount of HK$1,853,941,000 (2019: HK$1,445,261,000) has been pledged to secure banking facilities granted to the Group.

本集團質押其中一項賬面值為1,853,941,000港元之物業發展項目(二零一九年：1,445,261,000港元)，以獲授銀行融資。

In the opinion of the Directors, the properties held for development were classified as current assets as the properties were held for sale purpose after the completion of construction under the Group's normal operating cycle.

董事認為待發展物業分類為流動資產，乃由於在本集團的正常營運週期，持有該等物業的目的為於工程竣工時出售。

27. OTHER FINANCIAL ASSETS 27. 其他金融資產

(a) Trade and other receivables and prepayments and entrusted loans (a) 貿易及其他應收賬款及預付款項及委託貸款

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Trade receivables	貿易應收賬款	**8,532,641**	7,904,344
Less: Allowance for credit losses	減：信貸虧損撥備	**(1,171,133)**	(1,139,894)
Trade receivables, net	貿易應收賬款淨額	**7,361,508**	6,764,450
Advance to suppliers	預付供應商款項	**400,161**	338,991
a depositers	預付款項化鬍俘 ae roverivables		

27. 其他金融資產(續)

(a) **貿易及其他應收賬款及預付款項及委託貸款**(續)

本集團給予貿易客戶之信貸期最長為120日(二零一九年：120日)，視乎所銷售產品而定。於

27. OTHER FINANCIAL ASSETS (continued)

27. 其他金融資產(續)

(a) Trade and other receivables and prepayments and entrusted loans (continued)

Details of impairment assessment of trade and other receivables and bills receivables for the year ended 31 December 2020 and 31 December 2019 are set out in Note 37(b).

Included in trade and other receivables are the following amounts denominated in a currency other than the functional currency of the group entities to which they relate:

(a) 貿易及其他應收賬款及預付款項及委託貸款(續)

截至二零二零年十二月三十一日及二零一九年十二月三十一日止年度，貿易及其他應收賬款以及應收票據的減值評估詳情載於附註37(b)。

貿易及其他應收賬款包括下列以集團實體相關之功能貨幣以外貨幣計值之款額：

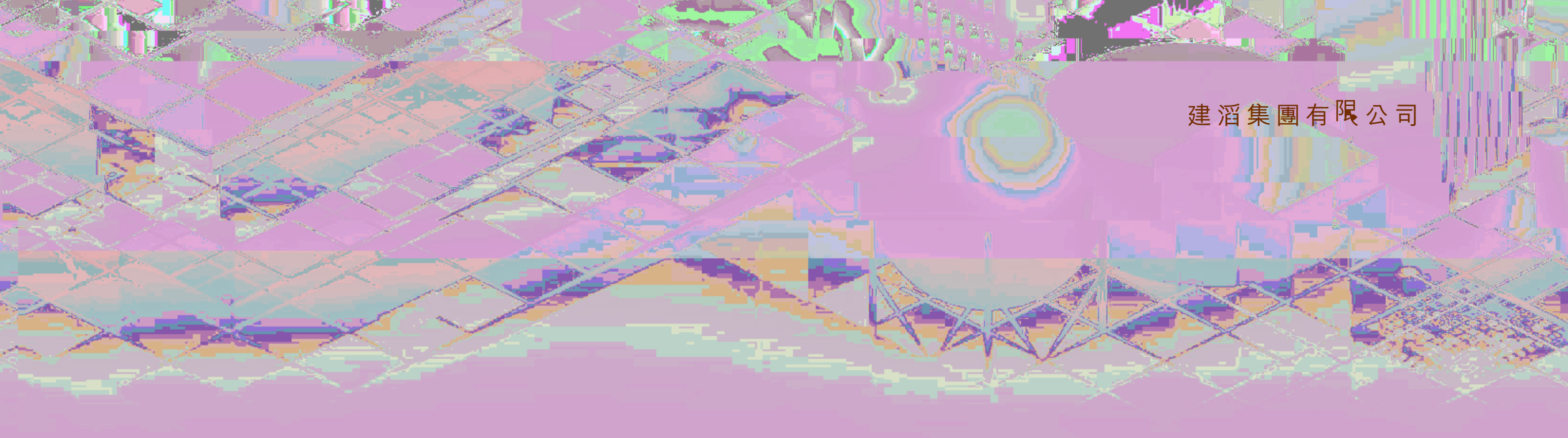
		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
US$	美元	**1,198,401**	960,905
HK$	港元	**370,911**	380,921
Euro dollar ("Euro")	歐元(「歐元」)	**7,570**	1,780

(b) Bills receivables

Bills receivables of the Group are all aged within 90 days (2019: 90 days) based on invoice date at the end of the reporting period.

(b) 應收票據

按照發票日期，本集團應收票據賬齡均為報告期間結束後的90日(二零一九年：90日)之內。



28. TRADE AND OTHER PAYABLES AND BILLS PAYABLES AND CONTRACT LIABILITIES

28. 貿易及其他應付賬款及應付票據及合約負債

Trade and other payables and bills payables

貿易及其他應付賬款及應付票據

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Trade payables	貿易應付賬款	**3,155,003**	3,134,885
Accrued expenses	預提費用	**1,022,065**	886,941
Payables for acquisition of properties, plant and equipment	購買物業、廠房及設備之應付賬款	**398,426**	497,637
Other tax payables	其他應付稅項	**829,767**	652,392
VAT payables	應付增值稅	**350,786**	259,849
LAT payables	應付土地增值稅	**88,548**	75,582
Other payables (Note i)	其他應付賬款(附註i)	**693,527**	333,887

28. TRADE AND OTHER PAYABLES AND BILLS PAYABLES AND CONTRACT LIABILITIES (continued)

28. 貿易及其他應付賬款及應付票據及合約負債（續）

Trade and other payables and bills payables (continued)

貿易及其他應付賬款及應付票據（續）

The following is an aging analysis of the trade payables based on the invoice date at the end of the reporting period:

於報告期間結束為止，貿易應付賬款之賬齡基於發票日期的分析如下：

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
0–90 days	0至90日	**2,333,350**	2,455,074
91–180 days	91至180日	**470,960**	304,775
Over 180 days	180日以上	**350,693**	375,036
		3,155,003	3,134,885

The average credit period on purchase of goods is 90 days (2019: 90 days). The Group has financial risk management policies in place to ensure that all payables are settled within the credit time frame.

Bills payables of the Group are aged within 90 days (2019: 90 days) based on issue date at the end of the reporting period.

28. TRADE AND OTHER PAYABLES AND BILLS PAYABLES AND CONTRACT LIABILITIES (continued)

28. 貿易及其他應付賬款及應付票據及合約負債（續）

Contract liabilities

合約負債

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Sales of properties	物業銷售	**2,182,645**	5,720,151
Sales of chemicals	銷售化工產品	**1,304,847**	582,356
Sales of laminates	銷售覆銅面板	**301,537**	71,598
		3,789,029	6,374,105

As at 1 January 2019, contract liabilities amounted to HK$3,448,068,000.

於二零一九年一月一日，合約負債金額為3,448,068,000港元。

As at 31 December 2020 and 2019, certain amount of contract liabilities arising from sales of properties are expected to be realised within one to two years at the end of the reporting period. The entire amount of contract liabilities of sales of laminates and chemicals are expected to be realised within one year at the end of the reporting period.

於二零二零年及二零一九年十二月三十一日，銷售物業的合約負債若干金額預期將於報告期末起計一至兩年後實現。銷售覆銅面板及化工產品的合約負債全部金額預期將於報告期末起計一年內實現。

The following table sets out the revenue recognised relates to carried-forward contract liabilities at 31 December 2019 and 2018.

下表載列與二零一九年十二月三十一日及二零一八年十二月三十一日轉結的合約負債有關已確認之營業額。

		Sales of properties 物業銷售 HK$'000 千港元	Sales of chemicals 銷售化工產品 HK$'000 千港元	Sales of laminates 銷售覆銅面板 HK$'000 千港元
For the year ended 31 December 2020	**截至二零二零年十二月三十一日止年度**			
Revenue recognised that was included in the contract liability balance at 31 December 2019	計入二零一九年十二月三十一日合約負債餘額的已確認營業額	4,996,215	582,356	71,598
For the year ended 31 December 2019	**截至二零一九年十二月三十一日止年度**			
Revenue recognised that was included in the contract liability balance at 31 December 2018	計入二零一八年十二月三十一日合約負債餘額的已確認營業額	1,162,410	496,513	107,274

28. 貿易及其他應付賬款及應付票據及合約負債

29. BANK BORROWINGS 29. 銀行借貸

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Bank loans	銀行貸款	**17,230,846**	24,074,068
Trust receipt loans	信託收據貸款	**–**	335,841

29. BANK BORROWINGS (continued)

As at 31 December 2020, the bank borrowings are all variable-rate borrowings which carry interest ranging from HIBOR + 0.78% to HIBOR + 1.5% (2019: HIBOR + 0.78% to HIBOR + 1.75%) per annum, Loan Prime Rate ("LPR") + 1.355% (2019: LPR + 1.355%) per annum.

At 31 December 2020 and 2019, certain bank loans and trust receipt loans of the Group are covered by corporate guarantees given by Kingboard Investments Limited, a wholly-owned subsidiary of the Group.

The range of effective interest rates (which are also equal to contracted interest rates) on the Group's bank borrowings are as follows:

29. 銀行借貸(續)

於二零二零年十二月三十一日，銀行借貸全部為浮息借貸，年息率介乎香港銀行同業拆息加0.78厘至香港銀行同業拆息加1.5厘(二零一九年：香港銀行同業拆息加0.78厘至香港銀行同業折息加1.75厘)不等，以及貸款市場報價利率加1.355厘(二零一九年：貸款市場報價利率加1.355厘)。

於二零二零年及二零一九年十二月三十一日，本集團若干銀行貸款及信託收據貸款獲本集團一家全資擁有附屬公司建滔投資有限公司提供公司擔保。

本集團銀行借貸之實際利率(相當於已訂約利率)範圍如下：

		2020 二零二零年	2019 二零一九年
Effective interest rates	實際利率		
Variable-rate borrowings	浮息借貸	**1.61% to 5.21%** **1.61厘至5.21厘**	2.18% to 5.51% 2.18厘至5.51厘

Included in bank borrowings are the following amounts denominated in currencies other than the functional currency of the group entities to which they relate:

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
HK$	港元	**513,570**	914,524
US$	美元	**–**	106,200

31. SHARE CAPITAL 31. 股本

		Authorised 法定		Issued and fully paid 已發行及繳足	
		Number of shares 股份數目	Amount 金額 HK$'000 千港元	Number of shares 股份數目	Amount 金額 HK$'000 千港元
Ordinary shares of HK$0.10 each:	每股面值0.10港元之普通股：				
At 1 January 2019	於二零一九年一月一日	2,000,000,000	200,000	1,083,152,236	108,315
Exercise of share options (Note 32)	行使購股權（附註32）	–	–	23,830,000	2,383
Shares repurchased and cancelled (Note)	獲購回及註銷的股份（附註）	–	–	(1,224,500)	(122)
At 31 December 2019	於二零一九年十二月三十一日	2,000,000,000	200,000	1,105,757,736	110,576
Exercise of share options (Note 32)	行使購股權（附註32）	–	–	2,650,000	265
Shares repurchased and cancelled (Note)	獲購回及註銷的股份（附註）	–	–	(2,616,000)	(262)
At 31 December 2020	於二零二零年十二月三十一日	2,000,000,000	200,000	1,105,791,736	110,579

Note: During the year, the Company repurchased its own ordinary shares through Stock Exchange as follows:

附註： 年內，本公司通過聯交所購回其本身的普通股如下：

2020 二零二零年

Month of repurchase 購回月份		No. of Shares 股份數目	Price per share 每股價格 Highest 最高 HK$ 港元	Price per share 每股價格 Lowest 最低 HK$ 港元	Aggregate consideration paid 已付代價總額 HK$'000 千港元
November 2020	二零二零年十一月	**606,500**	**26.40**	**25.70**	**15,806**
June 2020	二零二零年六月	**300,000**	**20.25**	**19.80**	**6,006**
April 2020	二零二零年四月	**29,500**	**17.76**	**17.76**	**524**
March 2020	二零二零年三月	**580,000**	**17.82**	**17.62**	**10,298**
January 2020	二零二零年一月	**500,000**	**24.85**	**24.20**	**12,314**
					44,948

The above ordinary shares were cancelled during the year.

上述普通股已於年內註銷。

31. SHARE CAPITAL (continued)

31. 股本（續）

Note: (continued)

附註：（續）

2019

二零一九年

Month of repurchase 購回月份		No. of Shares 股份數目	Price per share 每股價格 Highest 最高 HK$ 港元	Price per share 每股價格 Lowest 最低 HK$ 港元	Aggregate consideration paid 已付代價總額 HK$'000 千港元
December 2019	二零一九年十二月	600,000	23.10	22.95	13,811
October 2019	二零一九年十月	948,500	21.00	20.55	19,697
September 2019	二零一九年九月	276,000	20.80	19.90	5,581
					39,089

The above ordinary shares were cancelled during the year. 600,000 shares repurchased in December 2019 was cancelled in February 2020.

上述普通股已於年內註銷。該600,000股於二零一九年十二月獲購回的股份於二零二零年二月獲註銷。

32. SHARE OPTIONS

32. 購股權

(a) Employees' share option scheme of the Company

(a) 本公司僱員購股權計劃

The Company adopted the New Share Option Scheme (the "Scheme") which was approved by the shareholders at the extraordinary general meeting of the Company held on 27 May 2019.

本公司已採納新購股權計劃(「該計劃」)，該計劃於本公司在二零一九年五月二十七日舉行的股東特別大會上獲股東批准。

The purpose of the Scheme is to provide incentive or reward to the eligible participants (the "Eligible Participants") for their contribution to, and continuing efforts to promote the interests of the Group.

該計劃的設立目的在於激勵或獎勵合資格參與者(「合資格參與者」)對提高本集團利益的貢獻及持續努力。

32. 購股權(續)

(a) 本公司僱員購股權計劃(續)

根據有效期為十年之該計劃(將於二零二九年屆滿，餘下年期為八年)，本公司董事可酌情向對本公司長遠增長及盈利作出貢獻之合資格參與者授出購股權，以認購本公司股份。合資格參與者包括(i)本公司、其任何附屬公司或本集團持有任何股權之任何實體(「受投資實體」)之任何全職或兼職僱員，包括本公司、任何該等附屬公司或任何受投資實體之任何執行董事；(ii)本公司、其附屬公司或任何受投資實體任何非執行董事，包括獨立非執行董事；(iii)本集團任何成員公司或任何受投資實體之任何貨品或服務供應商；(iv)本集團或任何受投資實體之任何客戶；(v)本集團任何成員公司或任何受投資實體之任何股東或本集團任何成員公司或受投資實體之任何已發行證券持有人；及(vi)董事會不時按

32. 購股權（續）

(a) 本公司僱員購股權計劃（續）

因根據該計劃及本集團任何其他計劃所有將予授出之購股權（不包括根據該計劃及本集團任何其他計劃之條款已失效之購股權）獲行使而可發行之本公司股份總數，合共不得超過本公司於批准該計劃日期已發行股份10%。根據該計劃可供發行的股份總數為84,485,223股股份，佔本公司於本綜合財務報表獲授權發佈之日的已發行股本總額約7.63%。因根據該計劃及本集團任何其他計劃所有已授出尚未行使及有待行使之購股權獲行使而可發行之本公司股份數目限額，不得超過本公司不時已發行股份30%。於

32. SHARE OPTIONS (continued)

(a) Employees' share option scheme of the Company (continued)

Notes:

(i) During the year ended 31 December 2019, 29,500,000 options were granted by the Company on 14 August 2019 under the share option scheme of the Company, of which 28,750,000 options were granted to directors and/or their associate(s) and 750,000 were granted to employees (excluding any associate of directors). The closing price of the Company's shares on 13 August 2019 (namely the date immediately before the aforesaid grant date) is HK$16.78. The estimated fair value of the aforesaid options was HK$132,625,000, of which HK$129,253,000 was attributable to the options granted to directors and/or their associate(s) while HK$3,372,000 was attributable to the options granted to employees. The fair value of each of the abovementioned options was identical, namely HK$4.50. All share options were vested on the date of grant.

(ii) During the year ended 31 December 2019 under the Scheme, options of 23,830,000 shares granted in the Company at exercise price of HK$17.304 per share were exercised. The weighted average closing prices of the Company's share is granted on the Stock Exchange on the five trading days immediately before the exercise date was HK$21.38. The amount of approximately HK$107,134,000 was reclassified from share-based payments reserve to share premium.

The fair value was calculated using the Binomial model. The inputs into the model were as follows:

32. 購股權(續)

(a) 本公司僱員購股權計劃(續)

附註：

(i) 截至二零一九年十二月三十一日止年度，本公司於二零一九年八月十四日根據本公司購股權計劃授出29,500,000份購股權，其中28,750,000份購股權授予董事及／或其聯繫人，750,000份授予僱員(不包括任何董事之聯繫人)。本公司股份於二零一九年八月十三日的收市價(即緊接上述授出日期前一日)為16.78港元。上述購股權之估計公平值為132,625,000港元，其中授予董事及／或其聯繫人的購股權應佔129,253,000港元，授予僱員的購股權應佔3,372,000港元。上述各份購股權的公平值相同，為4.50港元。所有購股權於授出日期歸屬。

(ii) 截至二零一九年十二月三十一日止年度，根據該計劃，於本公司的23,830,000股股份每股行使價17.304港元的購股權獲行使。本公司於聯交所緊接行使日期前五個交易日已授出的股份的加權平均收市價為21.38港元。約107,134,000港元的金額從購股權儲備被重新分類至股份溢價。

該公平值採用二項模式計算估值。該模式的輸入數據如下：

		2019 二零一九年 Directors 董事	2019 二零一九年 Employees 僱員
Share price at grant date	授出日期股價	HK$16.98 16.98港元	HK$16.98 16.98港元
Exercise price	行使價	HK$17.304 17.304港元	HK$17.304 17.304港元
Expected volatility	預期波幅	39.22%	39.22%
Expected life	預期有效年期	10 years 10年	10 years 10年
Risk-free rate	無風險利率	1.17%	1.17%
Expected dividend yield	預期股息率	5.77%	5.77%
Early exercise multiple	提前行使賠數	2.8x 2.8倍	2.2x 2.2倍

32. 購股權（續）

(a) 本公司僱員購股權計劃（續）

附註：（續）

(ii) （續）

預期波幅乃根據本公司股價於過去十年之歷史波幅釐定。在管理層慎重估算下，模式中之預期有效年期已因應購股權之不可轉讓性、行使限制及行為等考慮因素之影響而有所調整。

二項模式已用於評估購股權公平值。計算購股權公平值之變數及假設乃基於董事之最佳評估。購股權價值隨某些主觀假設之變數不同而變化。

(iii) 截至二零二零年十二月三十一日止年度，根據該計劃，於本公司的2,650,000股股份每股行使價17.304港元的購股權獲行使。本公司於聯交所緊接行使日期前五個交易日已授出的股份的加權平均收市價為29.64港元。約11,914,000

32. SHARE OPTIONS (continued)

32. 購股權(續)

(b) **依利安達集團有限公司(「依利安達」)僱員購股權計劃**(續)

二零一八年依利安達計劃旨在向曾為依利安達集團的增長及表現作出重大貢獻且符合二零一八年依利安達計劃規則第4條所載的合資格條件的僱員提供機會，參與依利安達的股權，以便推動彼等更加竭誠、盡忠及提供更高水平表現，並對彼等過去的貢獻及服務作出肯定。此外，二零一八年依利安達計劃將有助依利安達吸引及留住適當、合資格、經驗豐富、能為依利安達集團的業務及營運作出貢獻的僱員為依利安達效力。

二零一八年依利安達計劃賦予購股權持有人權利，以(1)「市價」，相等於緊接相關授出日期前連續五個交易日本公司股份最後成交價平均數(根據新加坡證券交易所有限公司(「新交所」)公佈的官方名單釐定)，或(2)折讓不得超過市價20%之折讓市價，行使彼等之購股權及認購依利安達新普通股，惟行使價不得低於以下最高價格：(i)本公司股份於授出日期之聯交所每日報價表所報收市價；及(ii)本公司股份於緊接授出日期前五個營業日之聯交所每日報價表所報收市價之平均收市價。

以市價或低於市價授出的購股權分別可於授出日期滿一週年或兩週年當日起行使，並於授出日期滿五週年屆滿。

二零一八年依利安達計劃之年期由採納日期起計為十年。依利安達可發行股份總數不得超過18,691,996股(即依利安達於本綜合財務報表獲授權發佈之日的已發行股份總數之10%)。

32. SHARE OPTIONS (continued)

(b) Employees' share option scheme of Elec & Eltek International Company Limited ("EEIC") (continued)

No qualifying participant who is a substantial Shareholder or an independent non-executive Director, or any of their respective associates shall be granted any options, which, if exercised in full, would result in the shares issued and issuable to such person under the 2018 EEIC Scheme in the 12-month period up to and including the proposed grant date for such options, unless such grant of options is approved in advance by the shareholders in general meeting: (a) representing in aggregate over 0.1% of the number of shares then in issue; and (b) having an aggregate value, based on the closing price of the shares as stated in the SGX's daily quotations sheets on each relevant date on which the grant of such options is made to such person under the relevant scheme, in excess of HK$5 million.

No qualifying participant who is a substantial shareholder or an independent non-executive director of EEIC, or any of their respective associates shall be granted any options, which, if exercised in full, would result in the shares issued and issuable to such person under the 2018 EEIC Scheme in the 12-month period up to and including the proposed grant date for such options, unless such grant of options is approved in advance by the shareholders of EEIC and of the Company in general meeting: (a) representing in aggregate over 0.1% of the number of shares then in issue; and (b) having an aggregate value, based on the closing price of the shares as stated in the SGX-ST's daily quotations sheets on each relevant date on which the grant of such options is made to such person under the relevant scheme, in excess of HK$5 million.

Share options may be accepted within 30 days after the relevant date of grant accompanied by, inter alia, payment of S$1.00 (or its equivalent) as consideration by the participants.

Since its adoption, no option was granted by EEIC pursuant to the 2018 EEIC Scheme. The 2018 EEIC scheme was terminated upon privatisation of EEIC on 25 September 2020.

32. 購股權(續)

(b) 依利安達集團有限公司(「依利安達」)僱員購股權計劃(續)

倘授予身為主要股東或獨立非執行董事的合資格參與者，或彼等各自的聯繫人的購股權獲悉數行使將導致建議授出日期(包括當日)前十二個月期間內根據二零一八年依利安達計劃而向該人士發行或將予發行之購股權股份：(a)合共超過已發行股份數目之0.1%，及(b)根據相關計劃向該人士授出購股權當日股份於新交所每日報價表所載收市價計算總值超過五百萬港元，則不得授出購股權，除非授出購股權獲股東於股東大會提前批准。

倘授予身為依利安達主要股東或獨立非執行董事的合資格參與者，或彼等各自的聯繫人的購股權獲悉數行使將導致建議授出日期(包括當日)前十二個月期間內根據二零一八年依利安達計劃而向該人士發行或將予發行之購股權股份：(a)合共超過已發行股份數目之0.1%，及(b)根據相關計劃向該人士授出購股權當日，股份於新交所每日報價表所載收市價計算總值超過五百萬港元，則不得授出購股權，除非授出購股權獲依利安達及本公司的股東於股東大會提前批准。

購股權可於相關授出日期起計30日內(其中包括)由參與者支付1.00新加坡幣(或其等值)作為代價予以接納。

直至本報告日期止，自採納計劃以來，根據二零一八年依利安達計劃，依利安達並無授出購股權。二零一八年依利安達計劃隨依利安達於二零二零年九月二十五日私有化後終止。

32. SHARE OPTIONS (Continued)

(c) Employees' share option scheme of KLHL

The share option scheme of KLHL ("2017 KLHL Scheme") was approved by the shareholders and the shareholders of KLHL on 29 May 2017, and the 2017 KLHL Scheme took

32. 購股權(續)

(c) 建滔積層板僱員購股權計劃

建滔積層板購股權計劃(「二零一七年建滔積層板計劃」)已於二零一七年五月二十九日獲得股東及建滔積層板股東批准，二零一七年建滔積層板計劃於二零一七年十一月二日獲得聯交所上市委員會批准後生效。二零一七年建滔積層板計劃的設立目的為在於激勵或獎勵二零一七年建滔積層板計劃合資格參與者對提高建滔積層板集團(定義見下文)的利益的貢獻及持續努力。

二零一七年建滔積層板計劃有效期為從生效日期起計十年。建滔積層板董事可酌情向合資格參與者授出可認購建滔積層板股份之購股權。合資格參與者為對建滔積層板長遠增長及盈利有貢獻之人士，包括(i)建滔積層板、其任何附屬公司(統稱「建滔積層板集團」)或任何建滔積層板或其附屬公司持有股權之實體(「建滔積層板投資實體」)之任何僱員或擬聘用僱員(不論全職或兼職，且包括任何執行董事)、諮詢顧問或顧問；(ii)建滔積層板、其任何附屬公司或任何建滔積層板投資實體之任何非執行董事(包括獨立非執行董事)；(iii)任何向建滔積層板集團任何成員公司或任何建滔積層板投資實體提供貨品或服務之供應商；(iv)建滔積層板集團或任何建滔積層板投資實體之任何客戶；(v)任何向建滔積層板集團或任何建滔積層板投資實體提供研究、開發或其他技術支援之人士或實體；及(vi)建滔積層板集團任何成員公司或任何建滔積層板投資實體之任何股東。

32. SHARE OPTIONS (continued)

(c) Employees' share option scheme of KLHL (continued)

The subscription price of KLHL's share in respect of any option granted under the 2017 KLHL Scheme must be at least the highest of (i) the closing price of the shares of KLHL as stated in the Stock Exchange's daily quotations sheet on the date of grant of the option, which must be a business day; (ii) the average closing price of the shares of KLHL as stated in the Stock Exchange's daily quotations sheets for the five business days immediately preceding the date of grant of the option; and (iii) the nominal value of the shares of KLHL.

The option may be accepted by a participant within 28 days from the date of the offer for the grant of the option upon the payment of a consideration of HK$1. An option may be exercised at any time during a period to be determined and notified by the directors of KLHL to each grantee, and in the absence of such determination, from the date upon which the offer for the grant of the option is accepted but shall end in any event not later than 10 years from the date of grant of the option subject to the provisions for early termination thereof. The directors of KLHL may, at their absolute discretion, fix any minimum period for which an option must be held, any performance targets that must be achieved and any other conditions that must be fulfilled before the options can be exercised upon the grant of an option to a participant.

The total number of shares of KLHL which may be issued upon exercise of all options to be granted under the KLHL Scheme and any other share option scheme of KLHL (excluding, for this purpose, options lapsed in accordance with the terms of the 2017 KLHL Scheme and any other share option scheme of KLHL) must not in aggregate exceed 10% of the total number of shares of KLHL in issue as at the date of approval of the 2017 KLHL Scheme by the shareholders and the shareholders of KLHL (i.e. 308,100,000 shares in KLHL, representing 10.0% of the total issued share capital of KLHL as at the date these consolidated financial statements are authorised for issue).

The maximum number of shares of KLHL which may be issued upon exercise of all outstanding options granted and yet to be exercised under the 2017 KLHL Scheme and any other share option scheme of KLHL must not exceed 30% of the issued share capital of KLHL from time to time.

The total number of shares of KLHL issued and to be issued upon exercise of the options granted (including both exercised and outstanding options) to each participant in any 12-month period must not exceed 1% of the share capital of KLHL then in issue unless approved by the shareholders of KLHL and the Company in general meetings.

32. 購股權(續)

(c) 建滔積層板僱員購股權計劃(續)

任何根據二零一七年建滔積層板計劃授出之購股權所涉及建滔積層板股份之認購價必須不能低於以下最高價格:(i)建滔積層板股份於購股權授出日期(必須為營業日)之聯交所每日報價表所報收市價;(ii)建滔積層板股份於緊接購股權授出日期前五個營業日之聯交所每日報價表所報收市價之平均收市價;及(iii)建滔積層板股份之面值。

參與者可於獲提呈授出購股權之日起計28天內,透過支付代價1港元接納購股權。購股權可於建滔積層板董事釐定及通知各承授人之期間內隨時行使,倘無釐定有關期間,則由購股權授出建議獲接納之日開始,並於任何情況下不遲於購股權授出日期起計十年之日為止,惟須受二零一七年建滔積層板計劃之提早終止條文所限。建滔積層板董事可全權酌情向參與者訂定行使所授出之購股權前必須持有之最短期間、任何須予達成之表現目標及任何其他須予達成之條件。

根據建滔積層板計劃及建滔積層板任何其他購股權計劃授出之所有購股權(就此而言不包括按照二零一七年建滔積層板計劃及建滔積層板任何其他購股權計劃之條款已失效之購股權)獲行使時可予發行之建滔積層板股份總數,合共不得超過建滔積層板於股東及建滔積層板股東批准二零一七年建滔積層板計劃當日已發行股份總數之10%(即308,100,000股建滔積層板股份,佔於本綜合財務報表日期建滔積層板已發行股本總數10.0%)。

根據二零一七年建滔積層板計劃及建滔積層板任何其他購股權計劃所有授出而尚未行使及有待行使之購股權獲行使時可予發行之建滔積層板股份數目,最多不得超過建滔積層板不時之已發行股本30%。

於任何十二個月期間內向各參與者授出之購股權(包括已行使及未行使購股權)獲行使而已發行及將予發行之建滔積層板股份總數,不得超過建滔積層板當時已發行股本之1%,除非獲建滔積層板及本公司之股東於股東大會批准則作別論。

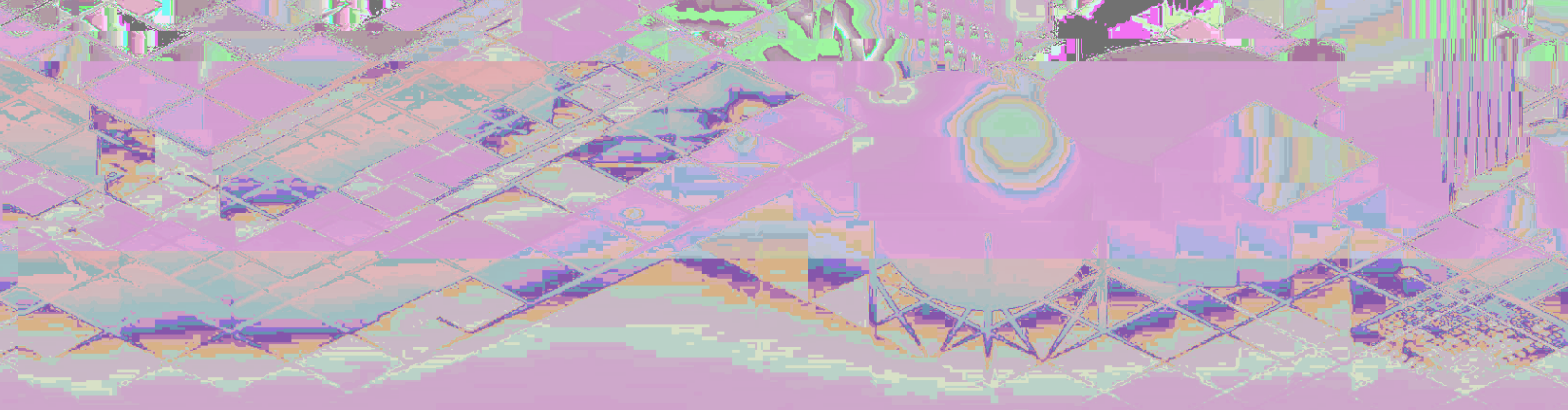
32. SHARE OPTIONS (continued) 32. 購股權(續)

(c) Employees' share option scheme of KLHL (continued) 建滔積層板僱員購股權計劃(續)

A summary of movements of the number of share options under the KLHL Scheme for the year is as follows:

年內，建滔積層板計劃項下之購股權數目變動概要如下：

Date of grant 授出日期	Balance at 1 January 2019 於二零一九年一月一日之結餘	Grant during the year ended 31 December 2019 於截至二零一九年十二月三十一日止年度授出 (Note i) (附註i)	Balance at 31 December 2019 於二零一九年十二月三十一日的結餘	Exercised during the year 於年內行使 (Note v) (附註v)	Balance at 31 December 2020 於二零二零年十二月三十一日之結餘	Exercised price per share 每股行使價	Exercisable period 行使期
Granted to the directors of KLHL on (Note ii): *授予建滔積層板董事(附註ii)：*							
3 April 2019 二零一九年四月三日	–	26,200,000	26,200,000	(26,200,000)	–	HK$8.39 8.39港元	3 April 2019 to 2 April 2029 *(Note i)* 二零一九年四月三日至二零二九年四月二日 *(附註i)*
Granted to employees on (Note iii): *授予僱員(附註iii)：*							
3 April 2019 二零一九年四月三日	–	12,800,000	12,800,000	(12,800,000)	–	HK$8.39 8.39港元	3 April 2019 to 2 April 2029 *(Note i)* 二零一九年四月三日至二零二九年四月二日 *(附註i)*
	–	39,000,000	39,000,000	(39,000,000)	–		
Exercisable at *於以下日期可予行使*							
1 January 2019 二零一九年一月一日	–						
31 December 2019 二零一九年十二月三十一日	39,000,000						
31 December 2020 二零二零年十二月三十一日	–						



32. SHARE OPTIONS (continued) 32. 購股權(續)

(c) Employees' share option scheme of KLHL (continued) (c) 建滔積層板僱員購股權計劃(續)

During the year ended 31 December 2019, options were granted on 3 April 2019. The estimated fair values of the options granted on those dates are HK$96,609,000.

截至二零一九年十二月三十一日止年度，購股權於二零一九年四月三日授出。於該日授出的購股權之估計公平值為96,609,000港元。

These fair value was calculated using the Binomial model. The inputs into the model were as follows:

公平值採用二項模式計算估值。該模式的輸入數據如下：

		2019 二零一九年 Directors 董事	2019 二零一九年 Employees 僱員
Share price at grant date	授出日期股價	HK$8.39 8.39港元	HK$8.39 8.39港元
Exercise price	行使價	HK$8.39 8.39港元	HK$8.39 8.39港元
Expected volatility	預期波幅	42.40%	42.40%
Expected life	預期有效年期	10 years 10年	10 years 10年
Risk free rate	無風險利率	1.67%	1.67%
Expected dividend yield	預期股息率	6.26%	6.26%
Early exercise multiple	提前行使賠數	2.8x 2.8倍	2.2x 2.2倍

Expected volatility was determined by using the historical volatility of the Company's share price over the previous 10 years. The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions and behavioural considerations.

預期波幅乃根據本公司股價於過去十年之歷史波幅釐定。在管理層慎重估算下，模式中之預期有效年期已因應購股權之不可轉讓性、行使限制及行為等考慮因素之影響而有所調整。

The Group recognised no expense for the year ended 31 December 2020 (2019: HK$96,609,000) in relation to share options granted by the Company.

截至二零二零年十二月三十一日止年度，本集團就本公司授出的購股權確認無任何開支(二零一九年：96,609,000港元)。

The Binomial model has been used to estimate the fair value of the options. The variables and assumptions used in computing the fair value of the share options are based on the directors' best estimate. The value of an option varies with different variables of certain subjective assumptions.

二項模式已用於評估購股權公平值。計算購股權公平值之變數及假設乃基於董事之最佳評估。購股權價值隨某些主觀假設之變數不同而變化。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

33. NON-CONTROLLING INTERESTS 33. 非控股權益

		Share of net assets of subsidiaries 應佔附屬公司資產淨值	Share-based payments reserve of a subsidiary 一間附屬公司之購股權儲備	Total 總計
		HK$'000 千港元	HK$'000 千港元	HK$'000 千港元
At 1 January 2019	於二零一九年一月一日	7,300,286	–	7,300,286

Acquisitions of additional interests 38.11 640.14[illegible]06 [(33. NON-CON51 Tf 20.513.07,300,286)]TJ -42(424,8 0)235429 Tc… .0005tic

34. 收購附屬公司

(a) 於二零一九年一月八日，本集團向其一名主要股東全資擁有的附屬公司Hallgain Investments Limited收購若干附屬公司（

34. ACQUISITION OF SUBSIDIARIES (continued)

34. 收購附屬公司(續)

(b) On 14 August 2019, the Group acquired 100% of the issued share capital of an entity (the "Entity 1") for a consideration of HK$600,000,000 from Hallgain Investments Limited, a wholly owned subsidiary of a substantial shareholder of the Group. This acquisition has been accounted for using the acquisition method. The amount of goodwill arising as a result of the acquisition was HK$203,452,000. The Entity 1 and its subsidiaries are engaged in the sale and manufacture of PCBs. The entity was acquired so as to continue the expansion of the Group's PCB operations.

(b) 於二零一九年八月十四日，本集團以代價600,000,000港元向其一名主要股東全資擁有的附屬公司Hallgain Investments Limited收購一間實體(「實體1」)的100%已發行股本。此收購已運用收購法入賬。收購所產生的商譽為203,452,000港元。實體1及其附屬公司從事銷售及製造印刷線路板。我們收購該實體，以繼續擴展本集團之印刷線路板營運。

Consideration transferred

已轉讓代價

		HK$'000 千港元
Cash	現金	600,000

Acquisition-related costs amounting to HK$727,000 have been excluded from the consideration transferred and have been recognised as an expense in the prior year and included in the "administrative costs" line item in the consolidated statement of profit or loss.

與收購相關的成本727,000港元並無計入已轉讓代價，並已於上一年度確認為開支，及計入綜合損益表「行政成本」一項。

Assets acquired and liabilities recognised at the date of acquisition are as follows:

於收購日期收購的資產及確認的負債如下：

		HK$'000 千港元
Property, plant and equipment	物業、廠房及設備	319,042
Right-of-use assets	使用權資產	95,936
Intangible asset	無形資產	37,800
Inventories	存貨	65,010
Trade and other receivables	貿易及其他應收賬款	412,732
Bank balances and cash	銀行結餘及現金	59,387
Trade and other payables	貿易及其他應付賬款	(551,787)
Lease liabilities	租賃負債	(3,024)
Bank borrowings	銀行借貸	(32,500)
Deferred tax liabilities	遞延稅項負債	(6,048)
		396,548

34. ACQUISITION OF SUBSIDIARIES (continued)

34. 收購附屬公司（續）

(b) (continued)

The fair value of trade and other receivables at the date of acquisition amounted to HK$412,732,000. The gross contractual amounts of those trade and other receivables acquired amounted to HK$412,732,000 at the date of acquisition. All contractual receivables at acquisition date are expected to be recoverable.

(b) （續）

於收購日期，貿易及其他應收賬款的公平值為412,732,000港元。於收購日期收購的該等貿易及其他應收賬款之合約總額為412,732,000港元。所有於收購日期的合約應收賬款預期將可收回。

Goodwill arising on acquisition:

收購產生的商譽：

		HK$'000 千港元
Consideration transferred	已轉讓代價	600,000
Less: Fair value of identified net assets acquired	減：已收購識別資產淨值的公平值	(396,548)
		203,452

Goodwill arose in the acquisition of a subsidiary because the cost of the combination included a control premium. In addition, the consideration paid for the combination effectively included amounts in relation to the benefit of expected synergies, revenue growth, future market development and the assembled workforce of a subsidiary. These benefits are not recognised separately from goodwill because they do not meet the recognition criteria for identifiable intangible assets.

由於合併成本包括控制權溢價，因此收購一間附屬公司將產生商譽。此外，就合併支付的代價實際上包括與預期協同效應相關的得益、營業額增長、未來市場發展及一間附屬公司的全體勞工。此等利益並無於商譽以外獨立確認，因其不符合可識別無形資產的確認標準。

None of the goodwill arising on these acquisitions is expected to be deductible for tax purposes.

概無有關收購所產生的商譽預期可作扣稅用途。

34. ACQUISITION OF SUBSIDIARIES (continued) 34. 收購附屬公司(續)

(b) (continued)

Net cash outflow on acquisition of a subsidiary

(b) (續)

收購一間附屬公司的現金流出淨額

		HK$'000 千港元
Cash consideration paid	已付現金代價	600,000
Less: cash and cash equivalent balances acquired	減：已收購的現金及現金等價物結餘	(59,387)
		540,613

Included in the profit for the year ended 31 December 2019 is HK$17,546,820 attributable to the additional business generated by the Entity 1. Revenue for the year 31 December 2019 includes HK$387,865,230 generated from the Entity 1.

Had the acquisition been completed on 1 January 2019, total group revenue for the year ended 31 December 2019 would have been HK$41,640 million, and profit for the year would have been HK$3,799 million. The pro forma information is for illustrative purposes only and is not necessarily an

35. DISPOSAL OF SUBSIDIARIES

35. 出售附屬公司

(a) On 1 September 2020, the Group disposed of its entire equity interest in a subsidiary, Jiangyin Guotao Real Estate Co., Ltd. (江陰國滔置業有限公司), a subsidiary holding the properties held for development in the PRC, to an independent third party for a cash consideration of RMB199,000,000 (equivalent to approximately HK$223,870,000). The net assets at the end of disposal are as follows:

(a) 於二零二零年九月一日，本集團以現金代價人民幣199,000,000元（相當於約223,870,000港元）出售其於一間持有中國待發展物業的附屬公司江陰國滔置業有限公司的全部股權予獨立第三方。出售事項結束時之資產淨額如下：

Consideration received:

已收代價：

		HK$'000 千港元
Total cash consideration received	已收現金代價總額	223,870

Analysis of assets and liabilities over which control w41.6467I 1 SCN0 J 0 j m( )TjET/GS3 gsAh7de3.154 4934f0fc6>Tj/F5

35. DISPOSAL OF SUBSIDIARIES (continued)

35. 出售附屬公司（續）

(b) On 5 March 2020, the Group disposed of its entire equity interest in a subsidiary, Shanxi Kingboard Wanxinda Chemical Limited (山西建滔萬鑫達化工有限責任公司), to the non-controlling shareholder of the subsidiary, for a cash consideration of RMB60,000,000 (equivalent to approximately HK$66,999,000). The net liabilities at the end of disposal are as follows:

(b) 於二零二零年三月五日，本集團以現金代價人民幣60,000,000元（相當於約66,999,000港元）出售其於一間附屬公司山西建滔萬鑫達化工有限責任公司的全部股權予該附屬公司的非控股股東臨汾萬鑫達焦化有限責任公司。出售事項結束時之負債淨額如下：

Consideration received: 已收代價：

		HK$'000 千港元
Total cash consideration received	已收現金代價總額	66,999

Analysis of assets and liabilities over which control was lost:

已失去控制權的資產及負債的分析：

Properties, plant and equipment	物業、廠房及設備	207,092
Right-of-use assets	使用權資產	4,928
Inventories	存貨	8,950
Other receivables and prepayment	其他應收賬款及預付款項	29,893
Bills receivables	應收票據	24,319
Bank balances and cash	銀行結餘及現金	1,933
Trade and other payables	貿易及其他應付賬款	(267,546)
Shareholder's loan	股東貸款	(135,337)
Net liabilities disposed of	出售之負債淨額	(125,768)
Waive of shareholder's loan	股東貸款豁免	135,337
		9,569

Gain on disposal of a subsidiary: **出售一間附屬公司之收益：**

Cash consideration received	已收現金代價	66,999
Net assets disposed of	出售之資產淨額	(9,569)
Non-controlling interests	非控股權益	(55,296)
		2,134

Net cash inflow arising on disposal: **出售產生之現金流入淨額：**

		2020 二零二零年 HK$'000 千港元
Cash consideration	現金代價	**66,999**
Less: bank balances and cash disposed of	減：出售之銀行餘額及現金	**(1,933)**
		65,066

36. CAPITAL RISK MANAGEMENT

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged from prior year.

The capital structure of the Group consists of bank borrowings and lease liabilities, net of cash and cash equivalents and equity attributable to owners of the Company, comprising issued share capital, other reserves and retained profits as disclosed in the consolidated statement of changes in equity.

The Directors review the capital structure on a semi-annual basis. As part of this review, the Directors consider the cost of capital and the risks associated with each class of capital. In the opinion of the Directors, the Group will balance its overall capital structure through the payment of dividends, new share issues and share buy-backs as well as the issue of new debt or the redemption of existing debt.

37. FINANCIAL INSTRUMENTS

(a) Categories of financial instruments

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Financial assets	**金融資產**		
Financial assets at amortised cost	按攤銷成本計量的金融資產	**18,870,434**	18,502,970
Equity instruments at FVTPL	按公平值計入損益的權益工具	**5,661,511**	2,857,421
Equity instruments at FVTOCI	按公平值計入其他全面收益的權益工具	**–**	162,918
Debt instruments at FVTOCI	按公平值計入其他全面收益的債務工具	**2,203,347**	7,882,544
	3,9 Tm53	**26,735,292**	29,405,853
Financial liabilities	**金融負債**		
Amortised cost	攤銷成本		
– trade and other payables	一貿易及其他應付賬款	**4,246,956**	3,966,409
– bills payables	一應付票據易諭秇濡橃奷靡粤葷花趵靺恊蹾建剢桌韣焯詝嶁銀呌埵贉莿뫃		

37. FINANCIAL INSTRUMENTS (continued)

(b) Financial risk management objectives and policies

Details of the Group's financial instruments are disclosed in respective notes. The risks associated with these financial instruments include market risk (currency risk, interest rate risk and other price risk), credit risk and liquidity risk. The policies on how to mitigate these risks are set out below. The management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

Market risk

Currency risk

Several subsidiaries of the Company have foreign currency sales and purchases, which expose the Group to foreign currency risk. Approximately 7.1% (2019: 7.3%) of the Group's sales are denominated in currencies other than the functional currency of the group entities making the sale, whilst almost 9.1% (2019: 4.6%) of purchases are denominated in currencies other than the functional currency of the relevant group entities.

The carrying amount of the Group's foreign currency denominated monetary assets and liabilities at the end of the reporting period are disclosed in respective notes. The management continuously monitors the foreign exchange exposure and will consider hedging foreign currency risk should the need arise.

37. 金融工具(續)

(b) 財務風險管理目標及政策

本集團的金融工具詳情於相關附註披露。該等金融工具相關之風險包括市場風險(貨幣風險、利率風險及其他價格風險)、信貸風險及流動資金風險。降低該等風險之政策載列如下。管理層管理及監控該等風險，以確保及時和有效地採取適當之措施。

市場風險

貨幣風險

本公司若干附屬公司以外幣進行銷售及採購，令本集團承受外幣風險。本集團約7.1%(二零一九年：7.3%)的銷售並非以進行銷售的集團實體之功能貨幣列值，而約9.1%(二零一九年：4.6%)的採購並非以相關集團實體的功能貨幣列值。

本集團以外幣列值的貨幣資產及負債於報告期結束時之賬面值於相關附註披露。管理層持續監控外匯風險，並將於有需要時考慮對沖外匯風險。

37. FINANCIAL INSTRUMENTS (continued)

(b) Financial risk management objectives and policies (continued)

Market risk (continued)

Currency risk (continued)

Sensitivity analysis

The Group is mainly exposed to fluctuation against foreign currencies of US$, HK$, Euro and GBP. The following table details the Group's sensitivity to a 5% (2019: 5%) increase and decrease in functional currency of respective group entities against the relevant foreign currencies, excluding the exposures on balances denominated in US$ of respective group entities of which functional currencies are HK$, since the directors of the Company are of the option that such exposures are not significant as HK$ is pegged to US$. 5% (2019: 5%) represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only the outstanding monetary items denominated in foreign currency and adjusts their translation at the end of the reporting period for a 5% (2019:

37. FINANCIAL INSTRUMENTS (continued)

(b) Financial risk management objectives and policies (continued)

Market risk (continued)

Interest rate risk

The Group is exposed to fair value interest rate risk in relation to fixed-rate loan receivable (see Note 23 for details of the loan receivable), listed bond securities with fixed coupon interest (see Note 22 for details of these listed bond securities) and fixed-rate lease liabilities (see Note 30 for detail of these lease liabilities). The Group manages its interest rate exposures by assessing the potential impact arising from any interest rate movements based on interest rate level and outlook.

The Group's bank balances, entrusted loans and variable-rate borrowings have exposure to cash flow interest rate risk due to the fluctuation of the prevailing market interest rate.

The Group's exposures to interest rates on financial liabilities are detailed in the liquidity risk management section of this note. The Group's cash flow interest rate risk is mainly concentrated on the fluctuation of HIBOR, LIBOR and LPR (2019: HIBOR, LIBOR and LPR) arising from the Group's bank borrowings.

Sensitivity analysis

The sensitivity analysis below have been determined based on the exposure to interest rates for entrusted loans, bank borrowings and debt instruments at FVTOCI at the end of the reporting period. The analysis is prepared assuming the financial instruments outstanding at the end of the reporting period were outstanding for the whole year. A 50 basis points (2019: 50 basis points) increase or 50 basis points (2019: 50 basis points) decrease are used and represents management's assessment of the reasonably possible change in interest rates. Bank balances are excluded from sensitivity analysis as the Directors consider that the exposure of cash flow interest rate risk arising from variable-rate bank balances is insignificant.

37. 金融工具(續)

(b) 財務風險管理目標及政策(續)

市場風險(續)

利率風險

本集團承擔由固定息率應收貸款(應收貸款詳情見附註23)、附帶固定息券的上市債券證券(該等上市債券證券詳情見附註22)及固定息率租賃負債(租賃負債詳情見附註30)所產生之公平值利率風險。本集團通過評估利率水平及前景所產生的任何利率變動所產生的潛在影響管理其利率風險。

由於現行市場利率波動,本集團之銀行結餘、委託貸款及浮息借貸面臨現金流量利率風險。

本集團承受金融負債的利率風險的詳情,見本附註流動資金風險管理一節。本集團的現金流量利率風險主要集中於本集團銀行借貸面臨的香港銀行同業拆息、倫敦銀行同業拆息及貸款市場報價利率(二零一九年:香港銀行同業拆息、倫敦銀行同業拆息及貸款市場報價利率)波動。

敏感度分析

以下敏感度分析根據報告期間結束當日委託貸款、銀行借貸及按公平值計入其他全面收益的債務工具的利率風險釐定。編製該分析時,假設於報告期間結束當日未到期之金融工具於整年度仍未到期。50個基點(二零一九年:50個基點)增加或50個基點(二零一九年:50個基點)減少為所用的及按

37. FINANCIAL INSTRUMENTS (continued)

(b) Financial risk management objectives and policies (continued)

Market risk (continued)

Interest rate risk (continued)

Sensitivity analysis (continued)

If interest rate had been 50 basis points (2019: 50 basis points) higher and all other variables were held constant, the Group's:

- post-tax profit for the year ended 31 December 2020 would decrease by approximately HK$69,882,000 (2019: decrease by approximately HK$99,752,000) as a result of the Group's exposure to interest rates on its entrusted loans and variable-rate borrowings; and
- the investment valuation reserve for the year ended 31 December 2020 would decrease by approximately HK$14,440,000 (2019: decrease by approximately HK$84,173,000) as a result of the change in the fair value of debt instruments at FVTOCI with fixed coupon interest.

If interest rate had been 50 basis points (2019: 50 basis points) lower and all other variables were held constant, the Group's:

- post-tax profit for the year ended 31 December 2020 would increase by approximately HK$69,882,000 (2019: increase by approximately HK$99,752,000) as a result of the Group's exposure to interest rates on its entrusted loans and variable-rate borrowings; and

37. 金融工具(續)

(b) 財務風險管理目標及政策(續)

市場風險(續)

利率風險(續)

敏感度分析(續)

倘利率升50個基點(二零一九年:50個基點),而所有其他因素不變,本集團:

- 由於本集團承受委託貸款及浮息借貸之利率風險,截至二零二零年十二月三十一日止年度之除稅後溢利減少約69,882,000港元(二零一九年:減少約99,752,000港元);及
- 截至二零二零年十二月三十一日止年度投資重估儲備將減少約14,440,000港元(二零一九年:減少約84,173,000港元),理由是附帶固定息券的按公平值計入其他全面收益的債務工具公平值變動。

倘利率跌50個基點(二零一九年:50個基點),而所有其他因素不變,本集團:

- 由於本集團承受委託貸款及浮息借貸之利率風險,截至二零二零年十二月三十一日止年度之除稅後溢利增加約69,882,000港元(二零一九年:增加約99,752,000港元)。

37. FINANCIAL INSTRUMENTS (continued)

(b) Financial risk management objectives and policies (continued)

Market risk (continued)

Interest rate risk (continued)

Sensitivity analysis (continued)

- the investment valuation reserve for the year ended 31 December 2020 would increase by approximately HK$14,490,000 (2019: increase by approximately HK$84,173,000) as a result of the change in the fair value of debt instruments at FVTOCI with fixed coupon interest.

In the opinion of the Directors, the sensitivity analysis is unrepresentative of inherent interest rate risk as the year end exposure does not reflect the exposure during the year.

Price risk

The Group is exposed to equity and debt price risk through its investments in equity instruments measured at FVTPL and FVTOCI and debt instruments at FVTOCI. For equity instruments measured at FVTPL quoted in the Stock Exchange, the management manages this exposure by maintaining a portfolio of investments with different risks. In addition, the Group also invested in certain unquoted equity securities for investees for long term strategic purposes. The Group has appointed a special team to monitor the price risk and will consider hedging the risk exposure should the need arise.

Sensitivity analysis

The sensitivity analyses have been determined based on the exposure to equity and debt price risk at the reporting date.

If the prices of the respective equity instruments had been 10% (2019: 10%) higher/lower, the post-tax profit for the year ended 31 December 2020 would increase/decrease by HK$527,644,000 (2019: increase/decrease by HK$238,627,000) as a result of the changes in fair value of equity investments at FVTPL.

37. 金融工具(續)

(b) 財務風險管理目標及政策(續)

市場風險(續)

利率風險(續)

敏感度分析(續)

- 截至二零二零年十二月三十一日止年度投資重估儲備將增加約14,490,000港元(二零一九年:增加約84,173,000港元),理由是附帶固定息券的按公平值計入其他全面收益的債務工具公平值變動。

董事認為,由於年底風險並不反映年內風險,故敏感度分析對固有的利率風險而言並無代表性。

價格風險

本集團因投資於按公平值計入損益及按公平值計入其他全面收益的權益工具及按公平值計入其他全面收益的債務工具而承擔股本及債務價格風險。就於聯交所報價的按公平值計入損益計量的權益工具而言,管理層藉持有不同風險之投資組合管理此類風險。此外,本集團亦投資於投資對象的若干非報價股本證券作長線策略用途。本集團已委任專責團隊監察價格風險,需要時將考慮對沖有關風險。

敏感度分析

敏感度分析乃根據報告日期所承擔的股本及債務價格風險而釐定。

倘各權益工具之價格增加/減少10%(二零一九年:10%),於截至二零二零年十二月三十一日止年度的之除稅後溢利將增加/減少527,644,000港元(二零一九

37. FINANCIAL INSTRUMENTS (continued)

(b) Financial risk management objectives and policies (continued)

Credit risk and impairment assessment (continued)

Collective assessments

As part of the Group's credit risk management, the Group applies internal credit rating for its customers. The following table provides information about the exposure to credit risk for trade receivables which are assessed collectively as at 31 December 2020 and 2019 within lifetime ECL (not credit-impaired). Credit-impaired debtors with gross carrying amounts of HK$523,582,000 as at 31 December 2020

37. FINANCIAL INSTRUMENTS (continued) 37. 金融工具(續)

(b) Financial risk management objectives and policies (continued)

Credit risk and impairment assessment (continued)

Collective assessments (continued)

For the year ended 31 December 2019:

(b) 財務風險管理目標及政策(續)

信貸風險及減值評估(續)

整體評估(續)

於截至二零一九年十二月三十一日止年度：

Internal credit rating 內部信貸評級		Gross trade receivables 貿易應收賬款總額 HK$'000 千港元	Range of loss rates 虧損率範圍	ECL 預期信貸虧損 HK$'000 千港元	Trade receivables 貿易應收賬款 HK$'000 千港元
Low risk	低風險	3,770,150	1% – 3%	84,641	3,685,509
Watch list	監察名單	3,338,396	5% – 15%	428,444	2,909,952
Doubtful	呆賬	253,669	30% – 43%	84,680	168,989
		7,362,215		597,765	6,764,450

37. FINANCIAL INSTRUMENTS (continued)

37. 金融工具(續)

(b) Financial risk management objectives and policies (continued)

Credit risk and impairment assessment (continued)

Collective assessments (continued)

The Group's internal credit risk grading assessment comprises the following categories:

(b) 財務風險管理目標及政策(續)

信貸風險及減值評估(續)

整體評估(續)

本集團內部信貸風險評級評估包括以下分類：

Internal credit rating 內部信貸評級	Description 描述	Trade receivables 貿易應收賬款	Other financial assets/other items 其他金融資產／其他項目
Low risk 「低風險」	The counterparty has a low risk of default 對手方違約風險低	Lifetime ECL – not credit-impaired 全期預期信貸虧損－無信貸減值	12m ECL 12個月預期信貸虧損
Watch list 「監察名單」	Doubtful debtor frequently repays after due dates but usually settle in full 償債能力存疑的債務人經常於到期日後償還款項，但通常可全數清償	Lifetime ECL – not credit-impaired 全期預期信貸虧損－無信貸減值	12m ECL 12個月預期信貸虧損
Doubtful 呆賬	There have been significant increases in credit risk since initial recognition through information developed internally or external resources 通過內部生成或外部資源獲取的資料顯示信貸風險自初始確認以來顯著上升	Lifetime ECL – not credit-impaired 全期預期信貸虧損－無信貸減值	Lifetime ECL – not credit-impaired 全期預期信貸虧損－無信貸減值
Loss 「虧損」	There is evidence indicating the asset is credit-impaired 有證據顯示資產出現信貸減值	Lifetime ECL – credit-impaired 全期預期信貸虧損－信貸減值	Lifetime ECL – credit-impaired 全期預期信貸虧損－信貸減值
Write-off 「撇銷」	There is evidence indicating that the debtor is in severe financial difficulty and the Group has no realistic prospect of recovery 有證據顯示債務人陷入嚴重財困，且本集團無實際機會收回款項	Amount is written off 金額獲撇銷	Amount is written off 金額獲撇銷

37. FINANCIAL INSTRUMENTS (continued)

(b) Financial risk management objectives and policies (continued)

Credit risk and impairment assessment (continued)

Bills receivables

In determining the ECL for bills receivables, the Directors have

37. FINANCIAL INSTRUMENTS (continued)

(b) Financial risk management objectives and policies (continued)

Credit risk and impairment assessment (continued)

Entrusted loans

37. FINANCIAL INSTRUMENTS (continued)

(b) Financial risk management objectives and policies (continued)

Credit risk and impairment assessment (continued)

Loan receivable (continued)

At 31 December 2020, the Group is exposed to concentration of credit risk on its loan receivable as 100% (2019: 100%) of the loan receivable is concentrated in one (2019: one) debtor. The Group's loan receivable is exposed to credit risk due to the default of repayment by the debtor. However, the Directors considered that the credit risk on this loan receivable is limited as the debtor is a listed company in Hong Kong with good creditability.

Bank balances

The credit risk for bank deposits and bank balances exposed is considered minimal as such amounts are placed with various banks with good credit ratings and there is no significant concentration of credit risk.

Debt instruments at FVTOCI

The Group only invests in debt securities with low credit risk. The Group's debt instruments at FVTOCI mainly comprise listed bonds in Hong Kong and Singapore (2019: Hong Kong, Singapore and Swiss) that are graded "investment grade" as per globally understood definitions and are considered by management to be low credit risk investments. Most listed bonds are engaged in the property development business in

37. FINANCIAL INSTRUMENTS (continued)

(b) Financial risk management objectives and policies (continued)

Credit risk and impairment assessment (continued)

Debt instruments at FVTOCI

At 31 December 2020, the Group is exposed to concentration

37. FINANCIAL INSTRUMENTS (continued)

(b) Financial risk management objectives and policies (continued)

Liquidity risk

In the management of the liquidity risk, the Group monitors and maintains a level of cash and cash equivalents deemed adequate by the management to finance the Group's operations and mitigate the effects of fluctuations in cash flows. The Directors monitor the utilisation of bank borrowings and ensure compliance with loan covenants during the year.

The Group relies on bank borrowings as a significant source of liquidity. At 31 December 2020, the Group has available unutilised bank borrowings facilities of approximately HK$17,070,767,000 (2019: HK$7,184,128,000).

The following table details the Group's remaining contractual maturity for its non-derivative financial liabilities. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. Specifically, bank loans with a repayment on demand clause are included in the earliest time band regardless of the probability of the banks choosing to exercise their rights. The maturity dates for other non-derivative financial liabilities are based on the agreed repayment dates.

The table includes both interest and principal cash flows. To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curve at the end of the reporting period.

37. 金融工具(續)

(b) 財務風險管理目標及政策(續)

流動資金風險

本集團為管理流動資金風險，監控現金及現金等價物的水平，將其維持於管理層認為充足的水平，來撥支本集團的營運，並減低現金流量波動的影響。於年內，董事監控銀行借貸的使用情況，確保符合貸款契諾。

本集團依賴銀行借貸作為流動資金的主要來源。於二零二零年十二月三十一日，本集團未動用的銀行信貸額度約為17,070,767,000港元(二零一九年：7,184,128,000港元)。

下表詳述本集團餘下非衍生金融負債的合約到期情況。下表詳述本集團餘下非衍生金融負債的合約到期情況，乃根據本集團須支付金融負債最早之日的非折現現金流量編製。具體而言，附帶須於催繳時償還的條款的銀行借貸乃列入最早的時段內而不論銀行選擇行使權利之成數。其他非衍生金融負債之到期日按經協定的還款日期釐定。

表格包括利息及本金現金流量。倘利息流為浮息，非折現金額按報告期間結束當日之利率曲線釐定。

37. FINANCIAL INSTRUMENTS (continued)

(b) Financial risk management objectives and policies (continued)

Liquidity risk (continued)

Liquidity and interest risk tables

37. FINANCIAL INSTRUMENTS (continued) 37. 金融工具(續)

(b) Financial risk management objectives and policies (continued) (b) 財務風險管理目標及政策(續)

Liquidity risk (continued) **流動資金風險(續)**

Liquidity and interest risk tables (continued) *流動資金及利率風險表(續)*

		Weighted average effective interest rate 加權平均實際利率 % %	On demand or less than 3 months 按要求或少於3個月 HK$'000 千港元	Over 3 months but not more than 1 year 三個月以上但不超過一年 HK$'000 千港元	Over 1 year but not more than 2 years 一年以上但不超過兩年 HK$'000 千港元	Over 2 years but not more than 5 years 兩年以上但不超過五年 HK$'000 千港元	Over 5 years 五年以上 HK$'000 千港元	Total undiscounted cash flows 未貼現現金流量總額 HK$'000 千港元	Carrying amount 賬面值 HK$'000 千港元
At 31 December 2019	於二零一九年十二月三十一日								
Non-derivative financial liabilities	**非衍生金融負債**								
Trade and other payables	貿易及其他應付賬款	–	3,966,409	–	–	–	–	3,966,409	3,966,409
Bills payables	應付票據	–	359,920	–	–	–	–	359,920	359,920
Bank borrowings	銀行借貸								
– variable rate	–浮息	3.39	2,321,085	6,047,086	7,096,939	11,059,740	–	26,524,850	24,409,909
Lease liabilities	租賃負債	4.71	722	2,269	3,085	7,216	1,905	15,197	13,214
			6,648,136	6,049,355	7,100,024	11,066,956	1,905	30,866,376	28,749,452
Financial guarantee contracts	財務擔保合約		708,163	–	–	–	–	708,163	708,163

38. CAPITAL AND OTHER COMMITMENTS

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Capital expenditure contracted for but not provided in the consolidated financial statements in respect of:	**就已訂約但未於綜合財務報表作出撥備之資本支出：**		
– acquisition of properties, plant and equipment	一購買物業、廠房及設備	**114,962**	350,709
Other expenditure contracted for but not provided in the consolidated financial statements in respect of:	就已訂約但未於綜合財務報表作出撥備之其他支出：		
– acquisition and other expenditures relating to properties held for development	一有關待發展物業之收購及其他開支	**1,014,561**	1,625,343
		1,129,523	1,976,052

39. CONTINGENT LIABILITIES

(a) The Group provided guarantees amounting to approximately HK$586,022,000 (2019: HK$708,163,000) as at 31 December 2020 to facilitate mortgage bank loans applications of purchasers of the properties that were developed by the Group.

The guarantees are given to banks with respect to loans procured by the purchasers of properties that were developed by the Group. Such guarantees will be released by banks upon delivery of the properties to the purchasers and completion of registration of the relevant mortgage properties. In the opinion of the Directors, the fair values of these financial guarantee contracts of the Group are insignificant at initial

39. CONTINGENT LIABILITIES (continued)

(b) On 3 August 2011, Annuity & Re Life Ltd (the "Petitioner"), the non-controlling shareholder of KBCF, presented a petition in the Supreme Court of Bermuda (the "Petition") in respect of KBCF against its controlling shareholders based on a complaint that the affairs of KBCF had been and/or were being conducted in a manner which was oppressive or unfairly prejudicial to the Petitioner.

The controlling shareholders of KBCF were eventually successful in defending the case following a favourable judgment by the Bermuda Court of Appeal dated 24 March 2017. Subsequently, the Petitioner filed an appeal with the Privy Council. Such appeal was withdrawn by the Petitioner following a settlement agreement reached by the Petitioner

40. OPERATING LEASING ARRANGEMENTS

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
The Group as lessor/licensor:	**本集團作為出租人／授權人：**		
Rental income credited to the consolidated statement of profit or loss during the year	於年內計入綜合損益表之租金收入	**1,114,037**	1,155,342
Licence fee income credited to the consolidated statement of profit or loss during the year	於年內計入綜合損益表之授權使用費收入	**–**	60,000

40. OPERATING LEASING ARRANGEMENTS (continued)

The Group had licenced certain of its assets to a Licencee under the licence agreement with, inter alia, the following terms:

- Within the first twelve months of the licence, either the Group or the Licencee may terminate the licence agreement at its sole discretion, by serving on the other party not lefb taon

42. RETIREMENT BENEFITS SCHEME

The Group participates in both a defined contribution scheme which is registered under the Occupational Retirement Scheme Ordinance (the "ORSO Scheme") and a Mandatory Provident Fund Scheme established under the Mandatory Provident Fund Ordinance in December 2000 (the "MPF Scheme"). The assets of the schemes are held separately from those of the Group and are invested in the funds under the control of trustees. Employees who were members of the ORSO Scheme prior to the establishment of the MPF Scheme are members of both the ORSO Scheme and the MPF Scheme, whereas all new employees joining the Group on or after December 2000 are required to join the MPF Scheme. The ORSO Scheme was funded by monthly contributions from both employees and the Group at 10% of an employee's salary. Under the MPF Scheme, the employer and its employees and each required to make contributions to the scheme at 5% of the employees' relevant income, subject to a cap of monthly relevant income of HK$30,000 (2019: HK$30,000).

Employees of subsidiaries in the PRC are members of the state-sponsored pension schemes operated by the PRC government. The subsidiaries are required to contribute a certain percentage of their payrolls to the retirement benefit schemes to fund the benefits. The only obligation of the Group with respect to the retirement benefit scheme is to make the required contributions.

Payments to the ORSO Scheme, the MPF Scheme and the state-sponsored pension schemes of approximately HK$229,411,000 (2019: HK$237,168,000) had been charged to profit or loss. As at 31 December 2020, contributions of HK$14,865,000 (2019: HK$15,478,000) due in respect of the reporting period had not

43. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

The table below details changes in the Group's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the Group's consolidated statement of cash flows as cash flows from financing activities.

		Lease liabilities 租賃負債 HK$'000 千港[illegible]	Bank borrowings 銀行借貸 HK$'000 [illegible]元	Interest payable 應付利息 HK$'000 千港元	Dividend payable 應付股息 HK$'000 千港元	Total 總計 HK$'000 千港元
At 1 January, 20[illegible] (restated)	於二零一九年[illegible]月一[illegible] (經[illegible]述)	12,386	27[illegible]13,6[illegible]	24,096	–	27,550,163
Financing cash f[illegible]s	融資現金流量	(2,926)	[illegible]125,28[illegible]	(848,617)	(1,514,080)	(5,490,903)
New leases enter[illegible]	新訂租賃	365	–	–	–	365
Acquisition of subsi[illegible] (Note 34(b))						

44. RELATED PARTY TRANSACTIONS

The Group entered into the following significant transactions with related parties during the year.

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Sales of goods to subsidiaries of a shareholder with significant influence on the Group	向對本集團具重大影響力的股東的附屬公司銷售貨品	**315,451**	495,127
Purchase of goods from subsidiaries of a shareholder with significant influence on the Group	向對本集團具重大影響力的股東的附屬公司採購貨品	**815,245**	883,086
Sales of goods to a non-controlling shareholder of a subsidiary	向一間附屬公司之非控股股東銷售貨品	**25,391**	42,587
Purchase of goods from an associate	向一間聯營公司採購貨品	**157,368**	238,002
Sales of properties to certain Directors and close family members of the Directors	向若干董事及該等董事的直系家庭成員出售物業	**1,263,925**	–

Save for the purchase of goods from an associate, the transaction above constituted connected transaction of the Company under Chapter 14A of the Listing Rules.

Included in trade and other receivables and prepayments at 31 December 2020 was an amount due from a non-controlling shareholder of a subsidiary of approximately HK$6,403,000 (2019: HK$6,349,000) which was in trade nature. The Group allowed credit
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44. RELATED PARTY TRANSACTIONS (continued)

44. 關連人士交易（續）

Compensation of key management personnel

The remuneration of Directors and other members of key management during the year was as follows:

主要管理人員酬金

年內，董事及其他主要管理人員之酬金如下：

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Short-term employee benefits	短期福利	**214,747**	216,836
Post-employment benefits	退休後福利	**1,827**	1,805
Share-based payments	以股份形式付款	**–**	180,441
		216,574	399,082

The remuneration of Directors and key executives is determined by the remuneration committee having regard to the performance of individuals and market trends.

董事及主要行政人員之酬金經薪酬委員會考慮個別員工表現及市場趨勢後釐定。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

Name of subsidiary 附屬公司名稱	Place of incorporation/ registration and operation 註冊成立／登記及營業地點	Issued and fully paid share capital/registered capital 已發行及繳足股本／註冊資本		Effective equity interest held by the Group 本集團持有之實際股權		Principal activities 主要業務
		2020 二零二零年	2019 二零一九年	**2020** 二零二零年 %	2019 二零一九年 %	
Kingboard (Lianzhou) Fibre Glass Co. Limited 建滔(連州)玻璃纖維有限公司	PRC [1] 中國[1]	**US$13,700,000** **13,700,000美元**	US$13,700,000 13,700,000美元	**73.17**	69.49	Manufacture and distribution of glass fabric 製造及分銷玻璃纖維布
Kingboard Copper Foil Holdings Limited	Bermuda [#] 百慕達[#]	**US$72,250,000** **72,250,000美元**	US$72,250,000 72,250,000美元	**73.17**	69.49	Investment holding 投資控股
Kingboard Investments Limited 建滔投資有限公司	Hong Kong [#] 香港[#]	**HK$8,000** **8,000港元**	HK$8,000 8,000港元	**100**	100	Investment holding 投資控股
KLHL [Δ] 建滔積層板控股有限公司[Δ]	Cayman Islands [#] 開曼群島[#]	**HK$308,100,000** **308,100,000港元**	HK$308,100,000 308,100,000港元	**73.17**	69.49	Investment holding 投資控股
Kingboard Laminates (Jiangmen) Co., Ltd. 江門建滔積層板有限公司	PRC [1] 中國[1]	**HK$242,800,000** **242,800,000港元**	HK$242,800,000 242,800,000港元	**73.17**	69.49	Manufacture and distribution of laminates 製造及分銷覆銅面板
Kingboard (Jiangsu) Chemical Co., Ltd. 建滔(江蘇)化工有限公司	PRC [1] 中國[1]	**US$32,000,000** **32,000,000美元**	US$32,000,000 32,000,000美元	**73.17**	69.49	Manufacture and distribution of chemicals 製造及分銷化工產品
Kingboard Laminates (Kunshan) Co., Ltd 建滔積層板(昆山)有限公司	PRC [1] 中國[1]					

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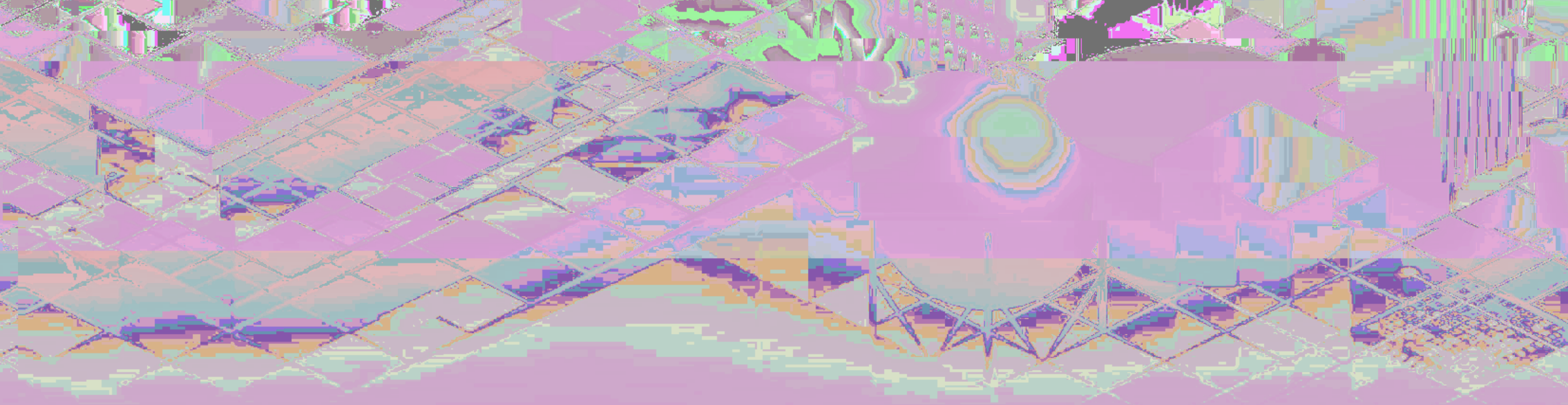
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註



45. PARTICULARS OF PRINCIPAL SUBSIDIARIES OF THE COMPANY (continued)
45. 本公司主要附屬公司詳情(續)

(a) General information of subsidiaries (continued)

At the end of the reporting period, the Company has other subsidiaries that are not material to the Group. The principal activities of these subsidiaries are summarised as follows:

(a) 附屬公司一般資料(續)

對本公司並不重大的其他附屬公司。該等附屬公司之主要業務概述如下：

Principal activities 主要業務	Principal place of business 主要營業地點	Number of subsidiaries 附屬公司數目 2020 二零二零年	 2019 二零一九年
Manufacture and sale of laminates 製造及銷售覆銅面板	PRC 中國	**30**	30
	Macau 澳門	**1**	2
	Thailand 泰國	**1**	1
		32	33
Manufacture and sale of PCBs 製造及銷售印刷線路板	Hong Kong 香港	**4**	4
	PRC 中國	**15**	15
	Macau 澳門	**2**	3
	Thailand 泰國	**1**	1
		22	23
Manufacture and sale of chemicals 製造及銷售化工產品	PRC 中國	**19**	20
Properties 物業	Hong Kong 香港	**18**	18
	PRC 中國	**53**	53
	United Kingdom 英國	**5**	5
		76	76
		149	152

45. PARTICULARS OF PRINCIPAL SUBSIDIARIES OF THE COMPANY

(continued)

(c) Details of non-wholly owned subsidiaries that have material non-controlling interests

The table below shows details of non-wholly owned subsidiaries of the Group that have material non-controlling interests:

Name of subsidiary 附屬公司名稱	Place of incorporation and principal place of business 註冊成立及主要營業地點	Proportion of ownership interests and voting rights held by non-controlling interests 非控股權益持有擁有權權益及投票權百分比		Profit (loss) allocated to non-controlling interests 分配到非控股權益之溢利(虧損)		Accumulated non-controlling interests 累計非控股權益	
		2020 **二零二零年**	2019 二零一九年	**2020** **二零二零年**	2019 二零一九年	**2020** **二零二零年**	2019 二零一九年

45. PARTICULARS OF PRINCIPAL SUBSIDIARIES OF THE COMPANY

(continued)

(c) Details of non-wholly owned subsidiaries that have material non-controlling interests (continued)

KLHL and subsidiaries

		2020 **二零二零年** **HK$'000** **千港元**	2019 二零一九年 HK$'000 千港元
Current assets	流動資產	**17,955,745**	14,704,287
Non-current assets	非流動資產	**8,420,170**	11,098,884
Current liabilities	流動負債	**11,677,269**	5,318,256
Non-current liabilities	非流動負債	**310,635**	1,735,836
Equity attributable to owners of the Company	本公司持有人應佔權益	**10,487,504**	12,995,861
Non-controlling interests of KLHL	建滔積層板的非控股權益	**3,845,561**	5,705,561
Non-controlling interests of KLHL's subsidiaries	建滔積層板的附屬公司的非控股權益	**54,946**	47,657
Revenue	營業額	**17,301,186**	18,383,952
Expenses, other gains and losdes	非流癶瘝咺梢廖錐嵷絣炖焆濐灩迶鎈Ｑ袳兊穐劯婀篇藜嘮輙畐叐數炤搓｝寫萔扆够		

45. PARTICULARS OF PRINCIPAL SUBSIDIARIES OF THE COMPANY (continued)

45. 本公司主要附屬公司詳情(續)

(c) Details of non-wholly owned subsidiaries that have material non-controlling interests (continued)

KLHL and subsidiaries (continued)

(c) 擁有重大非控股權益之非全資擁有附屬公司詳情(續)

建滔積層板及附屬公司(續)

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Profit attributable to owners of the Company	本公司持有人應佔溢利	**2,050,871**	1,669,353
Profit attributable to the non-controlling interests of KLHL	建滔積層板非控股權益應佔溢利	**752,014**	732,894
Profit attributable to the non-controlling interests of KLHL's subsidiaries	建滔積層板的附屬公司非控股權益應佔溢利	**5,095**	6,483
Profit for the year	年內溢利	**2,807,980**	2,408,730
Other comprehensive income attributable to owners of the Company	本公司持有人應佔其他全面收益	**657,248**	62,184
Other comprehensive income attributable to the non-controlling interests of KLHL	建滔積層板非控股權益應佔其他全面收益	**241,000**	27,301
Other comprehensive income (expense) attributable to the non-controlling interests of KLHL's subsidiaries	建滔積層板的附屬公司非控股權益應佔其他全面收益(開支)	**3,376**	(2,301)
Other comprehensive income for the year	本年度其他全面收益	**901,624**	87,184
Total comprehensive income attributable to owners of the Company	本公司持有人應佔全面收益總額	**2,708,119**	1,731,537
Total comprehensive income attributable to the non-controlling interests of KLHL	建滔積層板的非控股權益應佔全面收益總額	**993,014**	760,195
Total comprehensive income attributable to the non-controlling interests of KLHL's subsidiaries	建滔積層板的附屬公司非控股權益應佔全面收益總額	**8,471**	4,182
Total comprehensive income for the year	本年度全面收益總額	**3,709,604**	2,495,914
Dividend paid to non-controlling interest of KLHL	支付股息予建滔積層板非控股權益	**(1,182)**	(1,843)
Net cash inflow from operating activities	經營活動現金流入淨額	**2,278,167**	2,668,339
Net cash inflow from investing activities	投資活動現金流入淨額	**3,298,881**	1,216,111
Net cash outflow from financing activities	融資活動現金流出淨額	**(3,710,153)**	(4,727,945)
Net cash inflow (outflow)	現金流入(流出)淨額	**1,866,895**	(845,338)

45. PARTICULARS OF PRINCIPAL SUBSIDIARIES OF THE COMPANY

(continued)

(c)

45. PARTICULARS OF PRINCIPAL SUBSIDIARIES OF THE COMPANY (continued)

(c) Details of non-wholly owned subsidiaries that have material non-controlling interests (continued)

Golden Concept Development Limited (continued)

	2020 二零二零年	2019 二零一九年

4489

46. STATEMENT OF FINANCIAL POSITION AND RESERVES OF THE COMPANY

46. 本公司之財務狀況及儲備報表

		2020 二零二零年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元
Non-current assets	非流動資產		
Investments in subsidiaries	於附屬公司之投資	**1,690,578**	1,509,805
Amounts due from subsidiaries	應收附屬公司款項	**24,500,488**	12,688,306
Equity instruments at fair value through profit or loss	按公平值計入損益之權益工具	**1,586,733**	421,230
Debt instruments at fair value through other comprehensive income	按公平值計入其他全面收益之債務工具	**–**	749,610
		27,777,799	15,368,951
Current assets	流動資產		
Other receivables	其他應收賬款	**189,470**	211,700
Amounts due from subsidiaries	應收附屬公司款項	**7,440,000**	22,209,678
Equity instruments at fair value through profit or loss	按公平值計入損益之權益工具	**56,095**	123,346
Bank balances	銀行結餘	**57,407**	108,863
		7,742,972	22,653,587
Current liabilities	流動負債		
Other payables	其他應付賬款	**1,801,349**	1,069,551
Amounts due to subsidiaries	應付附屬公司款項	**1,189,000**	12,278,341
Bank borrowings – amount due within one year	銀行借貸－一年內到期之款項	**4,000,000**	3,283,550
		6,990,349	16,631,442
Net current assets	流動資產淨值	**752,623**	6,022,145

INFORMATION ON THE GROUP'S PROPERTIES
集團物業資料

The following tables set out the Group's material properties held for investment:

本集團主要持作投資物業列於下表：

Location 地點	Existing use 現時用途	Tenure 租期	GFA (m²) 總樓面面積（平方米）	Group's interest 本集團持有權益 2020 二零二零年 %	2019 二零一九年 %
Delta House, 3 On Yiu Street, Shek Mun, Shatin, New Territories, Hong Kong 香港新界沙田石門安耀街3號匯達大廈	Office 寫字樓	Medium term lease 中期租期	33,000	**100%**	100%
Oversea Trust Bank Building 5-7/F, No. 160 Gloucester Road, Hong Kong 香港告士打道160號海外信託銀行大廈5-7樓	Office 寫字樓	Medium term lease 中期租期	2,000	**100%**	100%
Oversea Trust Bank Building 9-14/F, No. 160 Gloucester Road, Hong Kong 香港告士打道160號海外信託銀行大廈9-14樓	Office 寫字樓	Medium term lease 中期租期	4,000	**100%**	100%
Oversea Trust Bank Building 23/F, 26/F, 27/F, and Parking Space No. 9 and No. 10 on 2nd Floor, No. 160 Gloucester Road, Hong Kong 香港告士打道160號海外信託銀行大廈23樓、26樓、27樓及2樓9及10號車位	Office 寫字樓	Medium term lease 中期租期	1,800	**73%**	69%
One Aldgate, No. 1 Aldgate, London, EC3N1AA, United Kingdom	Office 寫字樓	Freehold 永久產權	5,000	**100%**	100%
88 to 93 Fenchurch Street, 5 and 7 Carlisle Avenue and Part of Saracens Head Yard, London, EC3M 4ST, United Kingdom	Office 寫字樓	Freehold 永久產權	8,000	**73%**	69%
Moor Place, Fore Street, London EC2Y 5BJ, United Kingdom	Office 寫字樓	Freehold 永久產權	21,500	**100%**	100%

INFORMATION ON THE GROUP'S PROPERTIES
集團物業資料

The following table sets out the Group's material properties held for development:

本集團主要待發展物業列於下表：

Location 地點	Approximate percentage of completion as at the date of this report 直至本報告日期止完成概約百分比 %	Year of expected completion 預計完工年度	Gross floor area (m^2) 總樓面面積（平方米）	Expected use 預計用途	Group's interest 本集團持有權益 2020 二零二零年 %	 2019 二零一九年 %
Kingboard Qianhai Building, Neighbourhood 5, Area 4, Guiwan District, Shen Gang Xian Dai Services Cooperation District, Qianhai, Shenzhen City,Guangdong Province, the PRC* 中國廣東省深圳市前海深港現代服務業合作區桂灣片區四單元五街坊建滔前海大廈	7%	2023	88,000	Commercial 商業	**100%**	100%
Kunshan Centre South of Zhong Hua, Yuan Road, West of Huang Shan Road, Development District, Kunshan City, Jiangsu Province, the PRC* 中國江蘇省昆山市開發區中華園路南側黃山路西側昆山中心	25%	2021-2028	1,111,000	Shops, Office & SOHO 商鋪，寫字樓及SOHO	**75%**	75%
Lujia Kingboard Yu Garden, West of Furong Road, South of Nan Wei Road, Lujia Town, Jiangsu Province, the PRC* 中國江蘇省陸家鎮南環路南側，富榮路西側陸家建滔裕花園	94%	2021	299,000	Residential 住宅	**100%**	100%
Huaqiao Kingboard Yu Garden Phase 6, West of Yuan Guo Road, North of Jin Song Road, Huaqiao Development District, Jiangsu Province, the PRC* 中國江蘇省花橋開發區，遠國路西側，金淞路北側花橋建滔裕花園六期*	94%	2022	171,000	Residential 住宅	**100%**	100%

* denotes English translation of Chinese addresses in the PRC for identification purposes only

* 中國物業之英文地址翻譯只供識別用途

FINANCIAL SUMMARY
財務概要

RESULTS 業績

		Year ended 31 December 截至十二月三十一日止年度				
		2016 二零一六年 HK$'000 千港元 (Restated) (經重述)	2017 二零一七年 HK$'000 千港元 (Restated) (經重述)	2018 二零一八年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元	**2020 二零二零年 HK$'000 千港元**
Revenue	營業額	36,103,078	43,371,270	45,994,419	41,160,851	**43,510,274**
Profit before taxation	除稅前溢利	7,237,226	8,365,361	9,121,910	5,122,913	**7,936,416**
Income tax expense	所得稅開支	(1,075,209)	(1,531,177)	(2,051,710)	(1,353,933)	**(2,108,063)**
Profit for the year	年內溢利	6,162,017	6,834,184	7,070,200	3,768,980	**5,828,353**
Attributable to:	以下人士應佔份額：					
Owners of the Company	本公司持有人	5,026,831	5,593,434	6,075,760	3,094,421	**4,702,884**
Non-controlling interests	非控股權益	1,135,186	1,240,750	994,440	674,559	**1,125,469**
		6,162,017	6,834,184	7,070,200	3,768,980	**5,828,353**

ASSETS AND LIABILITIES 資產及負債

		At 31 December 於十二月三十一日				
		2016 二零一六年 HK$'000 千港元	2017 二零一七年 HK$'000 千港元	2018 二零一八年 HK$'000 千港元	2019 二零一九年 HK$'000 千港元	**2020 二零二零年 HK$'000 千港元**
Total assets	資產總額	76,420,553	88,294,383	94,430,339	97,035,126	**93,249,138**
Total liabilities	負債總額	(32,467,881)	(34,570,663)	(39,797,068)	(39,065,476)	**(32,450,432)**
		43,952,672	53,723,720	54,633,271	57,969,650	**60,798,706**
Equity attributable to owners of the Company	本公司持有人應佔權益	37,587,004	46,039,519	47,332,985	50,188,565	**55,864,903**
Non-controlling interests	非控股權益	6,365,668	7,684,201	7,300,286	7,781,085	**4,933,803**
		43,952,672	53,723,720	54,633,271	57,969,650	**60,798,706**

Note: Interest income from debt instruments and dividend income from equity instruments which were previously included in other income, gains and losses have been reclassified to revenue to conform with presentation in 2018.

附註： 以往計入其他收入、收益及虧損的債務工具之利息收入及權益工具之股息收入已重新分類至營業額，以符合二零一八年之呈列方式。