

Trio Industrial Electronics Group Limited 致豐工業電子集團有限公司

(Incorporated in Hong Kong with limited liability) (於香港註冊成立的有限公司)

Stock Code 股份代號 : 1710

2020

Annual Report 年報



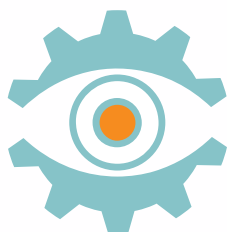
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POWERING THE **e**WORLD

注動力 建未來



VISION 目標

1

To be a manufacturer of world-class standard in power electronics
世界級水準的工業電子產品生產商

2

To capture global demand in innovative products in the new smart economy
捕捉智慧經濟下對創新產品的需求

3

To be socially and environmentally responsible to all stakeholders
在社會及環境方面向持份者負責



MISSION 使命

P

Passion to improve & innovate
以熱誠去改良及創新

O

Obligation to stakeholders
盡義務面對持份者

W

World class standards & quality
世界級的品質及水準

E

Excellence in operations
卓越的營運

R

Responsibility to develop our people
負責任培育人才

ABOUT THE GROUP 關於本集團

Founded in 1983, Trio Industrial Electronics Group Limited (the “**Company**”) and its subsidiaries (collectively, the “**Group**”) is an electronics manufacturing services (“**EMS**”) provider specialising in the manufacturing and sales of customised industrial electronic components and products, with offices in Hong Kong, Republic of Ireland (“**Ireland**”), Germany and Thailand, and production facilities in the People’s Republic of China (the “**PRC**”), Ireland and Thailand. The Group’s principal subsidiary, Trio Engineering Company Limited, is the first industrial electronics provider in Hong Kong to have obtained Industry 4.0 level 1i certification.

“Powering the eWorld” is the Group’s corporate vision. We provide customised engineering and contract manufacturing services for a broad range of industries. Addressing high complexity, we offer advanced solutions for new product introductions that meet dynamic business needs. Our product lines include: (i) electro-mechanical products; (ii) switch-mode power supplies; (iii) smart chargers; and (iv) smart vending systems (“**SVS**”). Our products are widely applied in various industrial and commercial areas, such as renewable energy facilities, telecommunications equipment, commercial freight equipment, medical and health care devices, leisure and entertainment products, security and access systems, etc.

於1983年創立，致豐工業電子集團有限公司（「**本公司**」）及其附屬公司（統稱「**本集團**」）為專門製造及銷售定制工業電子零件及產品的電子製造服務（「**電子製造服務**」）供應商，辦事處位於香港、愛爾蘭共和國（「**愛爾蘭**」）、德國及泰國，而生產設施設於中華人民共和國（「**中國**」）、愛爾蘭及泰國。本集團的主要附屬公司致豐工程有限公司為香港首間取得工業4.0 1i級證書的工業電子供應商。

「注動力、建未來」為本集團的企業目標。我們為各行各業提供定制工程及合約製造服務。為應對高度複雜的要求，我們提供先進的解決方案，提供符合多元化業務需求的新產品。我們的產品線包括：(i)機電產品；(ii)開關電源；(iii)智能充電器；及(iv)智能售賣系統（「**智能售賣系統**」）。我們的產品廣泛應用於不同工業及商業範疇上，如可再生能源設施、電訊設備、商業貨運設備、醫療及保健器材、休閒及娛樂產品、保安及門禁系統等。

CORPORATE INFORMATION
公司資料

TO OUR SHAREHOLDERS
致我們的股東

CORPORATE GOVERNANCE
企業管治

FINANCIAL STATEMENTS
財務報表

CORPORATE INFORMATION

公司資料

EXECUTIVE DIRECTORS

Lai Yiu Wah (*Chairman*)
Tai Leung Lam (*Chief Executive Officer*)
Joseph Mac Carthy

INDEPENDENT NON-EXECUTIVE DIRECTORS

Fung Chun Chung
Cheung Kin Wing
Wong Raymond Fook Lam

REGISTERED OFFICE

Block J, 5/F, Phase II,
Kaiser Estate
51 Man Yue Street
Hung Hom, Kowloon
Hong Kong

COMPANY WEBSITE

www.trio-ieg.com

AUDIT COMMITTEE

Cheung Kin Wing (*Chairman*)
Fung Chun Chung
Wong Raymond Fook Lam

REMUNERATION COMMITTEE

Wong Raymond Fook Lam (*Chairman*)
Lai Yiu Wah
Fung Chun Chung
Cheung Kin Wing

NOMINATION COMMITTEE

Fung Chun Chung (*Chairman*)
Lai Yiu Wah
Wong Raymond Fook Lam

RISK MANAGEMENT COMMITTEE

Lai Yiu Wah (*Chairman*)
Cheung Kin Wing
Fung Chun Chung
Wong Raymond Fook Lam

執行董事

黎耀華 (主席)
戴良林 (行政總裁)
Joseph Mac Carthy

獨立非執行董事

馮鎮中
張建榮
黃福霖

註冊辦事處

香港
九龍紅磡
民裕街51號
凱旋工商中心2期
5樓J室

公司網站

www.trio-ieg.com

審核委員會

張建榮 (主席)
馮鎮中
黃福霖

薪酬委員會

黃福霖 (主席)
黎耀華
馮鎮中
張建榮

提名委員會

馮鎮中 (主席)
黎耀華
黃福霖

風險管理委員會

黎耀華 (主席)
張建榮
馮鎮中
黃福霖

COMPANY SECRETARY

Wan Mei Wa Ruby (ACG, ACS, CPA)

AUTHORISED REPRESENTATIVES

Lai Yiu Wah
Tai Leung Lam

AUDITOR

PricewaterhouseCoopers
Certified Public Accountants
Registered Public Interest Entity Auditor
22nd Floor Prince's Building
Central, Hong Kong

PRINCIPAL BANKERS

DBS Bank (Hong Kong) Limited
Hongkong and Shanghai Banking Corporation Limited
Standard Chartered Bank (Hong Kong) Limited

公司秘書

溫美華 (ACG, ACS, CPA)

授權代表

黎耀華
戴良林

核數師

羅兵咸永道會計師事務所
執業會計師
註冊公眾利益實體核數師
香港中環
太子大廈22樓

主要往來銀行

星展銀行(香港)有限公司
香港上海滙豐銀行有限公司
渣打銀行(香港)有限公司

INFORMATION FOR OUR INVESTORS

投資者參考資料

Financial Calendar

Financial year end	31 December 2020
Announcement of annual results	25 March 2021
Annual report available online	19 April 2021
<ul style="list-style-type: none">Company website: http://www.trio-ieg.com ("Investor Relations" section)Hong Kong Stock Exchange website: www.hkexnews.hk	
Annual report dispatch date	20 April 2021
Annual general meeting	24 May 2021
Ex-dividend date	9 June 2021
Latest time for lodging share transfer documents for registration to entitle the final dividend	10 June 2021 (Not later than 4:30 p.m.)
Payment of final dividend	5 July 2021

Share Information

Stock Code	1710
Board Lot	4,000 shares
Market Capitalisation as at 31 December 2020	HK\$190 million

Share Registrar

Tricor Investor Services Limited
Address: Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong
Telephone: (852) 2980 1333
Facsimile: (852) 2810 8185
Email: is-enquiries@hk.tricorglobal.com

財務日程表

財政年度結算日	二零二零年十二月三十一日
公佈全年業績	二零二一年三月二十五日
年度報告上載網站	二零二一年四月十九日
<ul style="list-style-type: none">公司網站：http://www.trio-ieg.com（「投資者關係」一節）香港聯合交易所網站：www.hkexnews.hk	
年度報告寄發日期	二零二一年四月二十日
股東週年大會	二零二一年五月二十四日
除息日期	二零二一年六月九日
股份過戶文件送達登記處以獲派末期股息截止時間	二零二一年六月十日 (下午四時三十分前)
派發末期股息	二零二一年七月五日

股份資料

股份代號	1710
每手買賣單位	4,000股
於二零二零年十二月三十一日的市值	190,000,000港元

股份過戶登記處

卓佳證券登記有限公司
地址：香港皇后大道東183號合和中心54樓
電話：(852) 2980 1333
傳真：(852) 2810 8185
電子郵件：is-enquiries@hk.tricorglobal.com

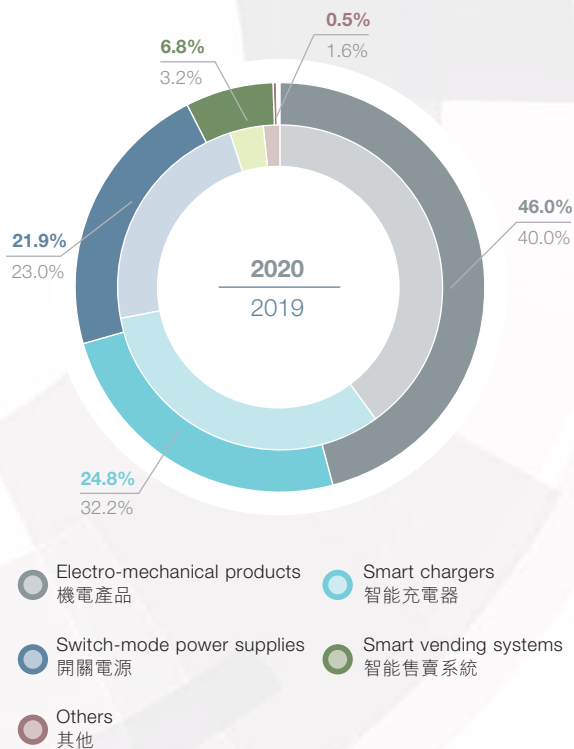
FINANCIAL HIGHLIGHTS

財務摘要

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元	Change 變動
Revenue	收益	701,699	808,599	-13.2%
Gross profit	毛利	182,487	191,053	-4.5%
Profit before income tax	除所得稅前溢利	37,695	24,311	+55.1%
Profit for the year	年內溢利	28,881	22,357	+29.2%
Basic earnings per share (in HK cents)	每股基本盈利 (港仙)	2.89	2.24	+29.0%
Dividends per share (in HK cent)	每股股息 (港仙)			
– Final	– 末期	1.20	0.80	
– Interim	– 中期	0.80	0.80	
		2.00	1.60	+25.0%

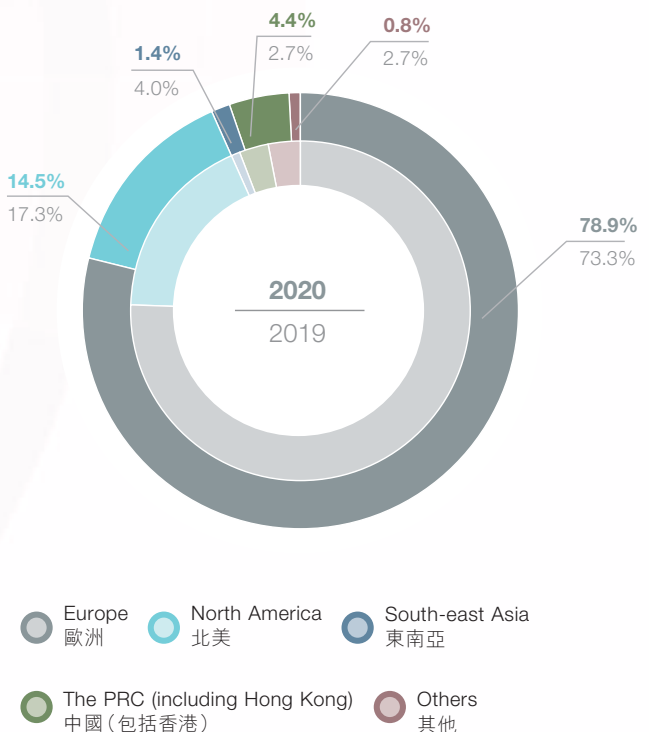
Sales by Product Category for the years ended 31 December 2020 and 2019

截至二零二零年及二零一九年十二月三十一日止年度
以產品分類的銷售額



Sales by Region for 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
以地理位置分類的銷售額

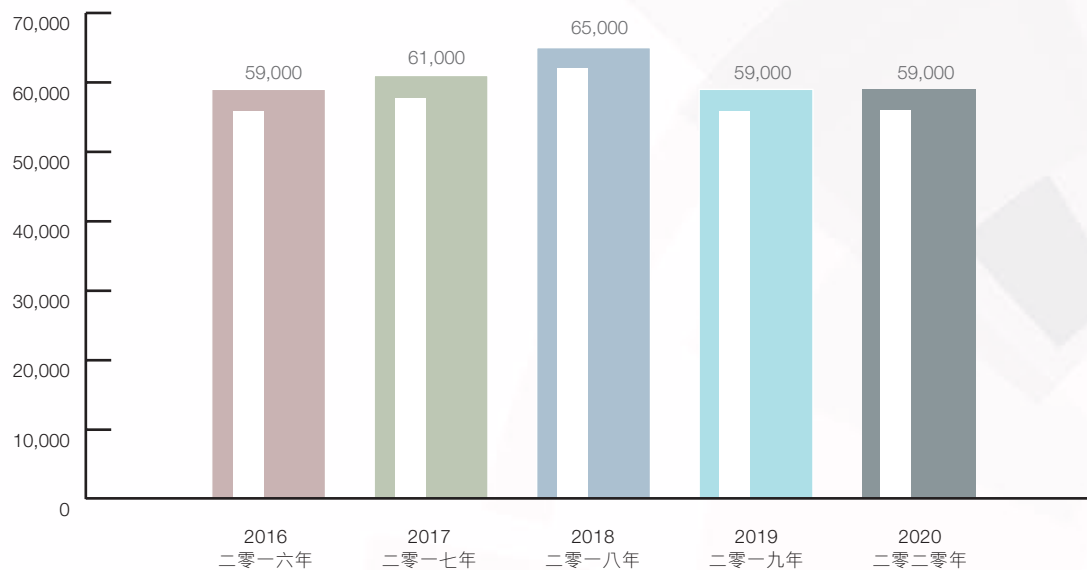


FINANCIAL HIGHLIGHTS

財務摘要

Sales per Capita⁽¹⁾ (US\$)

人均銷售額⁽¹⁾ (美元)



Note:

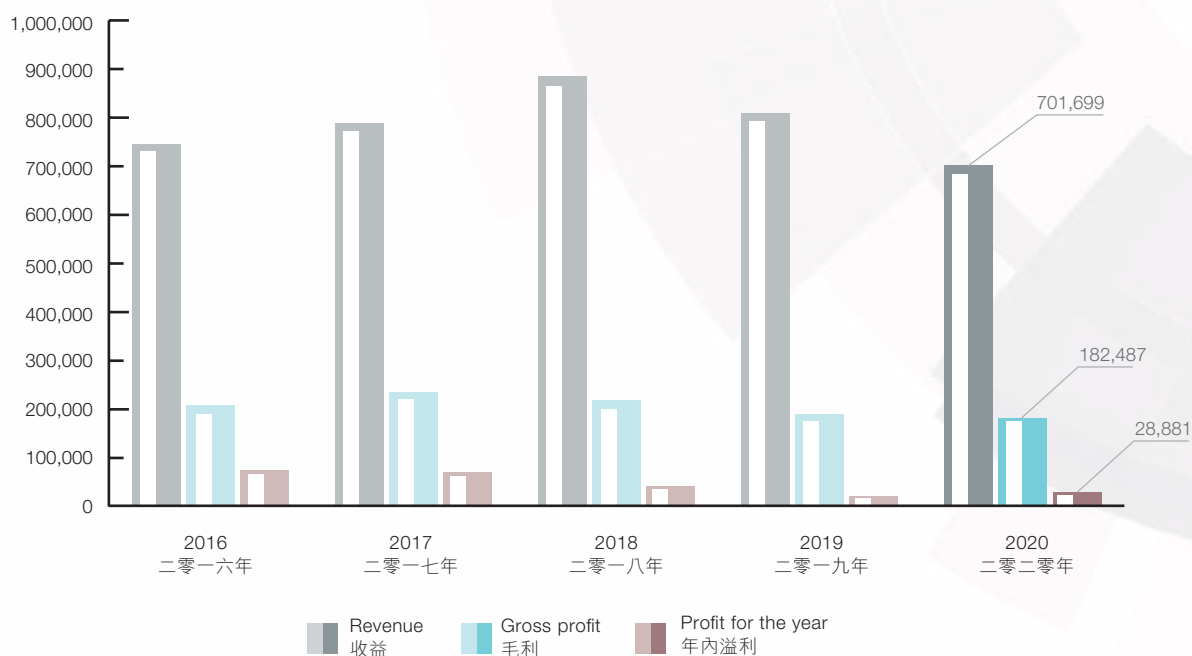
- (1) "Sale per capita" represents average sales per person, which is calculated by dividing total sales for a particular period by the number of employees in the same period.

附註：

- (1) 「人均銷售額」指每人平均銷售額，乃以某一時期的銷售總額除以同期僱員人數計算。

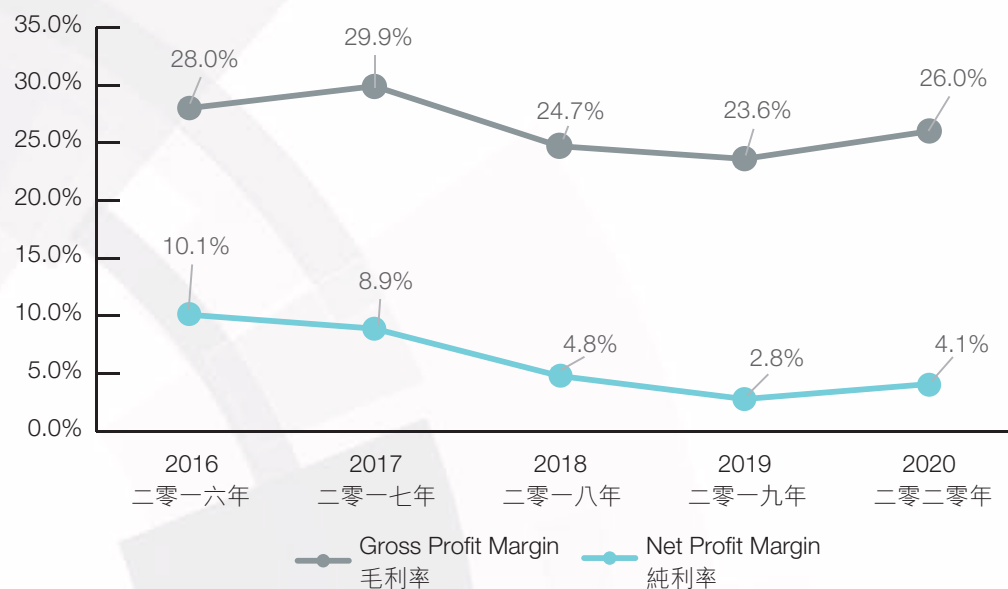
Sales, Gross Profit, and Profit for the Year (HK\$'000)

銷售額、毛利及年內溢利 (千港元)



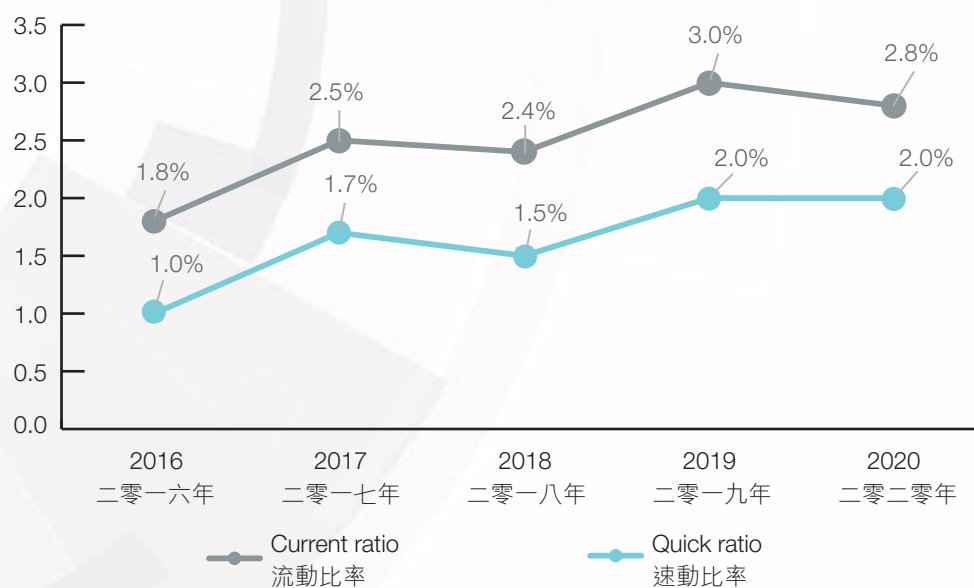
Gross Profit Margin and Net Profit Margin

毛利率及純利率



Current Ratio and Quick Ratio (Times)

流動比率及速動比率(倍)



CHAIRMAN'S STATEMENT 主席報告



Lai Yiu Wah
Chairman and Executive Director
黎耀華
主席兼執行董事

On behalf of the board (the “**Board**”) of directors (the “**Directors**”) of Trio Industrial Electronics Group Limited (the “**Company**”) and its subsidiaries (collectively, the “**Group**”), I am pleased to present to you the final report of the Group for the year ended 31 December 2020 (“**FY2020**”).

Without iteration, the coronavirus disease 2019 (“**COVID-19**”) is the most quoted subject in almost every annual/interim report by listed companies for FY2020. As I wrote in the Chairman’s statement in the 2020 Interim Report, this COVID-19 “is never before, and hopefully never again”. Nevertheless, this disruptive strike is still hanging around in most countries/territories even though COVID-19 vaccines have come into place for wide-scale injection since December 2020. The world has seen the dawn of rejuvenation but COVID-19 seems to be phasing out quite slowly as of today. It is yet unknown when the normal life of the world citizens could return, thus the recovery of the global or regional economy is still uncertain at this moment.

本人謹代表致豐工業電子集團有限公司（「**本公司**」）及其附屬公司（合稱「**本集團**」）董事（「**董事**」）組成之董事會（「**董事會**」），欣然向閣下提呈本集團截至二零二零年十二月三十一日止年度（「**二零二零財政年度**」）之末期報告。

毋庸置疑，2019冠狀病毒病（「**COVID-19**」）幾乎為各大上市公司於二零二零財政年度年度報告／中期報告中最常提及的議題。如本人先前於二零二零年中期報告中的主席報告所述，是次COVID-19疫情是「前所未有、也希望永遠不會再發生」。然而，即使COVID-19疫苗自二零二零年十二月起已大規模投入接種，但疫情所帶來的混亂及陰霾仍然籠罩著大部份國家／地區。各國雖已迎來經濟復甦的曙光，但時至今日，COVID-19僅以緩慢的速度消退。各地人民何時可恢復正常生活仍屬未知之數，因此，目前仍未能確定全球或地區經濟何時可以復甦。

In this Report, I do not intend to repeat the risks and hardships that the Group had encountered during FY2020. It is more likely that the shareholders and stakeholders of the Group would like to learn more about the manner the management had taken to turn around our profit for FY2020 to bring a 29.2% increase over that of FY2019. Please note the following highlights:

1. Crisis management was seriously considered in March 2020 and the Board had agreed to implement certain vigorous cost reduction programs by all operating divisions. Targets were seriously set, discussed, implemented and monitored month by month since April 2020. By November 2020, almost all operating divisions had satisfactorily achieved the targets set.
2. Increased business contacts by our European sales teams, either physical visits or via internet communications. Our counterparts also believed the same with us that business must not be stopped because of COVID-19. It was not common for such a wide consensus among business people in our industry that everyone endeavoured to take a step more and further. The result was that the Group recorded a moderate decrease in sales of 13.2% compared with that of 2019.
3. Apart from the cost reduction programs as mentioned in paragraph 1 above, our engineering and production management had put strong efforts to further streamline the manufacturing processes, to reduce overtime cost of the direct and indirect labour, and to make rational decisions on many discretionary costs. All these actions had successfully curtailed the cost of sales as well as manufacturing and general overheads.
4. The Finance Division had also played an important part in making sure the survival of the Group by cautiously managing the working capital. This Division had maintained high cash funding balance, reduced revolving bank borrowings, monitored to level down the stock holding balance and costs, as well as striking a better balance of credit days between accounts receivables and payables. Our "Cash is King" policy had maintained a healthy and safe liquidity level to overcome any short-term vulnerable blows, positioning ourselves to regain our revenue and profit growth path.

本人無意於本報告重覆本集團於二零二零財政年度所遇到的風險及困境。本集團的股東及持份者應當更為關注管理層扭轉頹勢，從而獲得盈利所採取的方針，藉以令二零二零財政年度的溢利較二零一九財政年度增長29.2%。謹請留意以下摘要：

1. 本公司於二零二零年三月認真考慮危機管理，董事會亦同意所有營運部門積極實施若干成本削減計劃。自二零二零年四月起，本公司以嚴謹的態度訂立目標，就此展開討論及實施措施，並按月監察進度。截至二零二零年十一月，大部份營運部門均取得理想成績，達成所訂立的目標。
2. 我們的歐洲銷售團隊透過親訪或互聯網通訊等方式加強業務聯繫。我們的業務夥伴亦與我們一致認同，業務不可因COVID-19而有所停歇。業內從業者能夠達成如此廣泛一致的共識，且各方亦願意盡力向前邁進，實屬難得。因此，本集團的銷售額僅較二零一九年略為下跌13.2%。
3. 除上文第1段所提及的成本削減計劃外，我們工程及生產部的管理層已致力進一步簡化生產程序，從而減少直接及間接勞工加班成本，並就多項非必要成本作出合理的決定。本公司已成功通過該等措施縮減銷售、生產及一般成本。
4. 財務部亦擔當著重要的角色，透過謹慎管理營運資金確保本集團能夠持續經營。該部門維持較高的現金融資結餘，減少循環銀行借款，同時進行監察以減少存貨結餘及成本，並在貿易應收款項及貿易應付款項的信貸日方面取得更理想的平衡。通過「現金為王」的政策，我們維持健康及充足的流動資金水平，可克服任何短期的嚴峻打擊，並準備好重拾收益及溢利之增長。

CHAIRMAN'S STATEMENT

主席報告

5. The management strongly believed that the industrial electronics sector would only be temporarily hampered. We had re-structured the European office and personnel in the third quarter of 2020. The present organisational structure and additional sales and technical personnel recruited have continuously cultivated the markets, products and customers. It is the anticipation of the management, with a cautious optimistic attitude, that the forthcoming year would have a reasonable rebound of revenue because of this re-structuring, and definitely a mild recovery of the global economy.

Who will have a privileged position in the post COVID-19 business climate? The coordination and cooperation among countries during the COVID-19 tragic period have promoted unity of people more deeply, and widely than ever before. The level of human consensus and empathy have been reinforced and solidified. It is hard to see any country could ever stand alone. Does it apply to a commercial concern too? The Group is now operating in Asia and Europe (each continent has three locations). We have strategically positioned ourselves to deepen internationalisation of activities to meet global customers' demands, procurement and manufacturing. We have utilised a wider application of digitalised facilities all around the world. We have established a "same time zone" mentality for East and West executives to ensure intact communications in order to more efficiently and effectively handle our business. In summary, the management is confident to stay on the globalisation express train to go along with our customers, suppliers and others to further advance our presence and growth.

Looking forward, the industrial electronics sector would benefit much from the e-world development, positively powered by the deployment of 5G technology, and passively (or more specific, unwillingly) caused by the COVID-19. The Group's current EMS business development has concentrated in four major areas – new energy vehicles ("NEV") charging, energy storage system ("ESS"), medical and health care products and smart vending system (or generally referred to as smart kiosks). The living of the world citizens will be embraced by this digitalisation progress and it is quite certain within a decade of two, that the living of human beings will be greatly surrounded by Internet of Things ("IOT"), Big Data, Artificial Intelligence ("AI"), etc. We are already operating in a "primary school" digital world and the enrolment to the "university life" is not that far away. Trio Group is well prepared to working with our counterparts closely to capture opportunities in the new era.

5. 管理層深信，工業電子行業只會受到短暫的衝擊。我們已在二零二零年第三季度重組歐洲辦事處及轄下人員。通過目前的組織架構及已招聘額外銷售及技術人員，我們持續發展市場、產品及客戶。管理層持謹慎樂觀的態度，預計來年將會因是次重組而錄得合理的收益反彈，而全球經濟亦可望溫和復甦。

誰可在COVID-19後的商業環境中取得有利位置？在COVID-19疫災肆虐時期，國際間的協調及合作促進人們空前地較以往更深入、更廣泛的團結，同時增強及鞏固了人們的共識與同理心。在這形勢之下，看來沒有一個國家能夠獨善其身。商業環境亦然？本集團現時在亞洲及歐洲營運，於該兩洲各設三個據點。秉承策略定位方針，我們致力將業務進一步國際化，滿足全球客戶的需求、採購及生產所需。我們更廣泛應用來自世界各地的數碼設施。我們為分處東西方各地的行政人員樹立「相同時區」觀念，確保彼此溝通暢通無阻，在業務操作上更顯提質增效。總括而言，管理層充滿信心，在全球化的「特快列車」上與我們的客戶、供應商及其他各方並肩同行，進一步拓展我們的業務及促進業務增長。

展望未來，網絡世界的發展將可令工業電子行業大大受惠，加上5G技術部署和COVID-19的驅動，行業將持續利好。本集團目前的電子製造服務業務發展聚焦於四個主要範疇－新能源汽車（「**新能源汽車**」）充電、能源儲存系統（「**能源儲存系統**」）、醫療及保健產品及智能售賣系統（一般稱為智能售賣機）。全球民眾的生活將與數碼化的發展息息相關，並可確信在未來十至二十年內，物聯網（「**物聯網**」）、大數據及人工智能（「**人工智能**」）等科技將會在生活中隨處可見。我們的業務雖然現正處於數碼世界的「小學」階段，然而邁進「大學生活」並非遙不可及。致豐集團已做好充分準備，與我們的業務夥伴緊密合作，迎接新時代，好好把握它所帶來的商機。

On behalf of the Board, I must express my most sincere salute to our employees and our fellow directors. We had walked through the Year of Darkness with glimmering light on hand. However, the trust, belief and high coordination among us had proved 1+1 synergy to achieve a better profit record than that of 2019. The Board will lead to coordinate, communicate and correct our people and activities in order to bring more reasonable returns to our shareholders. We are definitely appreciative to our business partners like vendors, bankers, professionals and many others to stroll along with us, bringing our business climate from darkness to dawn and then to a bright sunshine in the near future.

Lai Yiu Wah

Chairman and Executive Director

Hong Kong, 25 March 2021

本人謹代表董事會，對我們的僱員及各位董事致以最衷心的感謝。在這黑暗的一年我們仍能夠安然渡過，皆因我們並無放棄任何一絲希望。然而，全賴公司內各人的信任、信念以及齊心協力，我們錄得的溢利更勝二零一九財政年度，這的確印證我們發揮了「1+1」的協同效應。董事會將引領本公司，做好協調、與員工有效溝通及改進員工及業務表現，務求為股東帶來更合理的回報。我們亦非常感謝一直與我們攜手同行的供應商、銀行、專業人士及許多其他業務合作夥伴，我們繼續與業界共度時艱，迎接黎明，並在不久的將來邁向更輝煌的發展。

黎耀華

主席兼執行董事

香港，二零二一年三月二十五日

BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT 董事及高級管理層履歷



1. Mr. Lai Yiu Wah
黎耀華先生

2. Mr. Tai Leung Lam
戴良林先生



3. Mr. Joseph MacCarthy

4. Mr. Fung Chun Chung
馮鎮中先生



5. Mr. Cheung Kin Wing
張建榮先生

6. Mr. Wong Raymond Fook Lam
黃福霖先生



BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

董事及高級管理層履歷



1. Mr. Lai Sek Piu
黎錫標先生



2. Mr. Lo Ka Kei Jun
羅嘉祺先生



3. Ms. Wan Mei Wa Ruby
溫美華女士



4. Mr. Shahpour Javanmard Emamghissi



5. Ms. Wu Mo Man
胡慕雯女士

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董事及高級管理層履歷

EXECUTIVE DIRECTORS

Mr. Lai Yiu Wah (黎耀華), aged 65, is the Chairman and Executive Director, and is responsible for the corporate and strategic development of the Group. He is also the Chairman of the Risk Management Committee and a member of the Remuneration Committee and the Nomination Committee. Mr. Lai joined our Group since April 2015 and has been the Director of the Company since 15 April 2016 but ceased to act as the Chief Financial Officer since 1 March 2021. He is a director of all the subsidiaries of the Group. Mr. Lai has extensive experience in management consulting, finance, accountancy and taxation. He also has wide experience in businesses including manufacturing, catering, retailing and trading sectors.

Mr. Lai obtained a higher diploma in accountancy in November 1978 from the Hong Kong Polytechnic (now known as Hong Kong Polytechnic University). He was admitted as a fellow of the Hong Kong Society of Accountants (now known as the Hong Kong Institute of Certified Public Accountants) in September 1988.

Mr. Lai served in different positions, including trainee and supervisor, in Coopers & Lybrand (now known as PricewaterhouseCoopers) from November 1978 to August 1981, and served in different positions, including internal auditor and credit controller, in A.S. Watson & Co., Limited from December 1981 to June 1983. In 1983, Mr. Lai founded Thomson Y. W. Lai & Co. Certified Public Accountants, which had been the Group's auditors and tax representative from August 2008 to April 2015 and from July 2008 to April 2015, respectively, before Mr. Lai was invited to join the Group in April 2015.

執行董事

黎耀華先生，65歲，為主席兼執行董事，負責本集團的企業及策略發展。彼亦為風險管理委員會主席以及分別為薪酬委員會及提名委員會的成員。黎先生於二零一五年四月加入本集團，自二零一六年四月十五日起一直擔任本公司董事，但自二零二一年三月一日起不再擔任首席財務官。彼為本集團所有附屬公司的董事。黎先生在管理諮詢、財務、會計及稅收方面擁有豐富經驗，彼於製造、餐飲、零售及貿易等業務方面亦擁有廣泛經驗。

黎先生於一九七八年十一月從香港理工學院（現稱為香港理工大學）取得會計學高級文憑。彼於一九八八年九月獲認為香港會計師公會的資深會員。

黎先生於一九七八年十一月至一九八一年八月在容永道會計師事務所（現稱為羅兵咸永道會計師事務所）擔任不同職位（包括實習生及主管），並於一九八一年十二月至一九八三年六月在A.S.Watson & Co., Limited擔任不同職位（包括內部核數師及信貸主管）。於一九八三年，黎先生創辦黎耀華會計師事務所。黎先生於二零一五年四月獲邀請加入本集團前，其會計事務所為本集團於二零零八年八月至二零一五年四月之核數師及於二零零八年七月至二零一五年四月之稅務代表。

BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

董事及高級管理層履歷

Mr. Tai Leung Lam (戴良林), aged 73, is Chief Executive Officer, Executive Director and the Director of Manufacturing. Mr. Tai joined the Group since October 1985 and was appointed as a Director on 15 April 2016. He is responsible for the management, strategic planning and development of the manufacturing division. Mr. Tai was a director of Trio Engineering from October 1985 to July 1987, and has been serving in the same position from July 1990 until present. He is a director of all of the subsidiaries of the Group. Mr. Tai has over 45 years of experience in the electronics industry, and specializes in the establishment and management of production plants for electronics manufacturing.

Mr. Tai obtained a diploma in Wireless Mechanical Maintenance without Wireless Telegraph Communication in The World Electric Engineering College (香港世界電機工程學校) in March 1965. During the period from October 1976 to 1983, Mr. Tai held various positions in Timco Manufacturing Co. Limited ("Timco"), a limited liability company incorporated in Hong Kong and principally engaged in electronics manufacturing. Timco was dissolved in December 1991 as a result of creditor's winding up.

Mr. Joseph Mac Carthy, aged 55, is the Executive Director of the Company and was appointed as Head of Sales and Technical in November 2020. He is managing the operations in Europe, covering sales and marketing all over the world. Mr. Mac Carthy joined the Group since March 1996 and was appointed as a Director on 15 April 2016. He joined the Group as a consultant in March 1996 and has been a director of Trio Engineering since October 2003. He is a director of certain subsidiaries of the Group. Before joining the Group, Mr. Mac Carthy worked in different companies engaging in related industries. Mr. Mac Carthy has been in the industry of design engineering for electronic and magnetic products for over 30 years.

In 1985, Mr. Mac Carthy obtained a national certificate in electronic engineering from Waterford Institute of Technology in Ireland.

戴良林先生，73歲，為行政總裁、執行董事及生產總監。戴先生自一九八五年十月起加入本集團，於二零一六年四月十五日獲委任為董事。彼負責製造部的管理、策略規劃及發展。戴先生於一九八五年十月至一九八七年七月擔任致豐工程之董事，並於一九九零年七月至今擔任相同職位。彼為本集團全體附屬公司董事。戴先生於電子行業有逾45年經驗，且專注於為電子產品製造商建立及管理生產廠房。

戴先生於一九六五年三月從香港世界電機工程學校獲得無線機械維修及無線電報通訊文憑。於一九七六年十月至一九八三年期間，戴先生於嘉和工程有限公司（「嘉和」，一間於香港註冊成立的有限公司，主要從事電子製造）擔任不同職位。嘉和於一九九一年十二月由於債權人清盤而解散。

Joseph Mac Carthy先生，55歲，為本公司執行董事，並於二零二零年十一月獲委任為銷售及技術主管。彼管理歐洲業務的營運，範圍涵蓋世界各地的銷售及市場營銷。Mac Carthy先生自一九九六年三月起加入本集團，於二零一六年四月十五日獲委任為董事。Mac Carthy先生於一九九六年三月加入本集團擔任顧問，自二零零三年十月起為致豐工程的董事。彼為本集團部分附屬公司的董事。於加入本集團之前，Mac Carthy先生曾任職於相關行業的不同公司。Mac Carthy先生已從事電子及磁性產品的設計工程行業逾30年。

於一九八五年，Mac Carthy先生自愛爾蘭沃特福德理工學院獲得電子工程國家文憑。

BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

董事及高級管理層履歷

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Fung Chun Chung (馮鎮中), aged 78, is an Independent Non-executive Director appointed on 10 February 2017, and is the Chairman of the Nomination Committee and a member of each of the Audit Committee, Remuneration Committee and Risk Management Committee. Mr. Fung has over 40 years of experience in the electronics industry.

Mr. Fung received an advanced diploma in engineering from North-East Essex Technical College in the United Kingdom in July 1968 and a master degree of science in engineering from the University of Hong Kong in November 1978. Mr. Fung was admitted as a member of the Hong Kong Institution of Engineers in January 1983, and a member of the Institution of Production Engineers (now known as the Institution of Engineering and Technology) in the United Kingdom in July 1971.

Mr. Fung worked as a manager of production in Transelectronics Ltd. from June 1970 to December 1974, responsible for leading the development of the company and training of the production operators and staff. Mr. Fung was appointed as the chairman of Manlion Industrial Co., Ltd., a company principally engaged in the manufacturing of lighting products and festival items and decorations, in October 1983, and of Packway Industries Ltd., a company principally engaged in the manufacturing of battery chargers and festival items and decorations, in November 2007. In addition, Mr. Fung was the secretary of the Hong Kong Electrical Appliance Industries Association from 2006 to 2008 and the executive committee member of group four (electrical products) of the Federation of Hong Kong Industries from July 2005 to July 2015.

獨立非執行董事

馮鎮中先生，78歲，於二零一七年二月十日獲委任為獨立非執行董事，亦為提名委員會主席以及審核委員會、薪酬委員會及風險管理委員會的成員。馮先生於電子行業擁有逾40年經驗。

馮先生於一九六八年七月取得英國North-East Essex Technical College工程學高級文憑，並於一九七八年十一月取得香港大學工程學理學碩士學位。馮先生於一九八三年一月獲香港工程師學會接納為會員，於一九七一年七月成為英國生產工程師學會（現稱工程及技術學會）會員。

馮先生自一九七零年六月至一九七四年十二月為Transelectronics Ltd.的生產部門經理，負責領導公司發展及培訓生產部從業員及員工。馮先生自一九八三年十月起獲委任為猛利安實業有限公司（一間主要從事照明產品及節日用品和裝飾用品製造的公司）及自二零零七年十一月起獲委任為柏匯工業有限公司（一間主要從事電池充電器及節日用品和裝飾用品製造的公司）的主席。此外，馮先生於二零零六年至二零零八年為香港電器業協會秘書，並於二零零五年七月至二零一五年七月為香港工業總會第四分組（電氣製品）執行委員會成員。

BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

董事及高級管理層履歷

Mr. Cheung Kin Wing (張建榮), aged 66, is an Independent Non-executive Director appointed on 10 February 2017, and is the chairman of the Audit Committee and a member of each of the Remuneration Committee and the Risk Management Committee. Mr. Cheung has more than 31 years of experience in information technology, financial accounting, auditing and management.

Mr. Cheung obtained a bachelor degree in commerce from the University of Calgary in Canada in June 1979. He became a member of the Hong Kong Institute of Certified Public Accountants and a fellow of the Institute of Chartered Accountants in England and Wales in May 1986 and February 2015, respectively.

From September 1980 to March 1995, Mr. Cheung held several positions, including assistant manager, manager and senior manager in Coopers & Lybrand (now known as PricewaterhouseCoopers). He was a partner of Coopers & Lybrand (now known as PricewaterhouseCoopers) from March 1995 until his resignation in May 1999. Since February 1999, Mr. Cheung has been a director and lead consultant of Sunplex Consultants Limited, a company principally engaged in the provision of human resources management and IT consultancy services. He was an independent director of Principal Trust Company (Hong Kong) Limited (formerly known as AXA China Region Trustees Limited), a provider of investment and retirement solutions, from August 1999 to August 2015 and an independent non-executive director of Bank of Communications Trustee Limited, from November 2003 to January 2018. Mr. Cheung was a director of the finance and operations department of the Hong Kong Institute of Certified Public Accountants from July 2004 to April 2008 and a consultant of the Hong Kong Institute of Certified Public Accountants from April 2008 to August 2008.

張建榮先生，66歲，於二零一七年二月十日獲委任為獨立非執行董事，亦為審核委員會主席以及薪酬委員會及風險管理委員會的成員。張先生於資訊科技、財務會計、審計及管理方面擁有逾31年經驗。

張先生於一九七九年六月獲得加拿大卡爾加里大學的商學士學位。彼於一九八六年五月及二零一五年二月分別成為香港會計師公會會員及英格蘭及威爾士特許會計師公會的資深會員。

於一九八零年九月至一九九五年三月，張先生曾在容永道會計師事務所（現稱為羅兵咸永道會計師事務所）擔任不同工作崗位，包括助理經理、經理及高級經理。彼於一九九五年三月起擔任容永道會計師事務所（現稱為羅兵咸永道會計師事務所）的合夥人，直至一九九九年五月辭任為止。張先生自一九九九年二月起擔任輝柏顧問有限公司的董事兼首席顧問，該公司主要從事提供人力資源管理和IT諮詢服務。彼於一九九九年八月至二零一五年八月擔任信安信託（香港）有限公司（前稱為安盛信託有限公司，一間投資及退休解決方案提供商）的獨立董事，並於二零零三年十一月至二零一八年一月擔任交通銀行信託有限公司的獨立非執行董事。張先生曾於二零零四年七月至二零零八年四月擔任香港會計師公會的營運及財務總監及於二零零八年四月至二零零八年八月擔任香港會計師公會顧問。

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董事及高級管理層履歷

Mr. Cheung is currently an independent non-executive director of BaWang International (Group) Holding Limited, (whose shares are listed on the Stock Exchange, stock code: 1338), ENM Holdings Limited (whose shares are listed on the Stock Exchange, stock code: 128), and Kin Pang Holdings Limited (whose shares are listed on the Stock Exchange, stock code: 1722). Mr. Cheung also joined Self Strengthening Service Centre Limited (自強服務中心有限公司) (an NGO to help the underprivileged) as a director on a voluntary basis in September 2019.

Mr. Wong Raymond Fook Lam (黃福霖), aged 66, is the Independent Non-executive Director appointed on 10 February 2017, and is the chairman of the Remuneration Committee and a member of each of the Audit Committee, the Nomination Committee and the Risk Management Committee. Mr. Wong has approximately 31 years of experience in financial management, treasury, internal control and investment in the commercial field.

Mr. Wong was an independent non-executive director of Wenzhou Kangning Hospital Co., Ltd., a company listed on the Stock Exchange (stock code: 2120), from April 2015 to June 2016. From January 1997 to June 2007 and from July 2009 to December 2016, Mr. Wong served as an executive director of SOCAM Development Limited ("**SOCAM**"), a company listed on the Stock Exchange (stock code: 983) and a member of the Shui On Group, a group principally engaged in property development and construction in Hong Kong and the PRC. He also took up the role of chief financial officer from July 2009 to December 2016 and assumed the role of managing director of SOCAM from July 2013 to December 2016. During his tenure with SOCAM, he was primarily responsible for financial, treasury and legal and secretarial functions, corporate restructuring, mergers and acquisitions, investment decisions, investor relationships and corporate governance matters. In March 2007, Mr. Wong was appointed an executive director of China Central Properties Ltd., an affiliated company of SOCAM, which was listed on the London Stock Exchange. Following the privatisation of China Central Properties Ltd. in June 2009, he rejoined SOCAM. From 1992 to 1995, Mr. Wong served as the finance director of the Shui On Group.

Mr. Wong obtained a diploma in accountancy from the City of London Polytechnic (now known as London Metropolitan University) in June 1976. He is a Fellow of The Institute of Chartered Accountants in England and Wales and the Hong Kong Institute of Certified Public Accountants.

張先生現時為霸王國際(集團)控股有限公司(其股份於聯交所上市, 股份代號: 1338)及安寧控股有限公司(其股份於聯交所上市, 股份代號: 128)及建鵬控股有限公司(其股份於聯交所上市, 股份代號: 1722)之獨立非執行董事。張先生亦於二零一九年九月以義務性質加入自強服務中心有限公司(一間救助弱勢社群的非牟利機構)擔任董事。

黃福霖先生, 66歲, 於二零一七年二月十日獲委任為獨立非執行董事, 亦為薪酬委員會主席以及審核委員會、提名委員會及風險管理委員會的成員。黃先生在商界的財務管理、庫務、內部控制及投資方面擁有約31年經驗。

黃先生於二零一五年四月至二零一六年六月一直為溫州康寧醫院股份有限公司(一間於聯交所上市的公司, 股份代號: 2120)的獨立非執行董事。於一九九七年一月至二零零七年六月及二零零九年七月至二零一六年十二月, 黃先生擔任瑞安建業有限公司(「瑞安建業」), 一間於聯交所上市的公司(股份代號: 983)及瑞安集團(一個主要於香港及中國從事物業開發及建設的集團)的成員公司的執行董事。彼亦自二零零九年七月至二零一六年十二月擔任瑞安建業的首席財務官, 自二零一三年七月至二零一六年十二月擔任董事總經理。在其任職瑞安建業期間, 彼主要負責財務、庫務及法律及秘書工作、企業重組、併購、投資決定、投資者關係及企業管治事宜。於二零零七年三月, 黃先生獲委任為中國中央地產有限公司(為瑞安建業的的聯屬公司, 曾在倫敦證券交易所上市)的執行董事。當中國中央地產有限公司於二零零九年六月私有化後, 黃先生加入瑞安建業。於一九九二年至一九九五年, 黃先生擔任瑞安集團的財務總監。

黃先生於一九七六年六月獲City of London Polytechnic(現稱London Metropolitan University)頒發會計文憑。彼為英國及威爾斯特許公認會計師公會及香港會計師公會的資深會員。

SENIOR MANAGEMENT

Mr. Lai Sek Piu (黎錫標), aged 61, is the Head of Manufacturing Division and Innovation Development Division and is responsible for the management and supervision of the Group's innovation and development. Starting from 1 January 2019, Mr. Lai has also been a Joint Managing Director of certain subsidiaries of the Company. On 21 January 2020, he was further appointed as the Managing Director of Trio-tronics (Thailand) Limited to take charge of the operations and management of production facilities in Thailand. He has over 34 years of experience in the field of manufacturing and engineering.

Mr. Lai completed a three years' part-time course in electronic engineering at Kasetsart University in Thailand in July 1993.

Mr. Lai worked as a section manager in Capetronic International (Thailand) Public Company Limited in Thailand, a company principally engaged in the manufacturing, distribution and provision of after-sales services for computer monitors in Thailand, from August 1988 to February 1997. He joined the Group as an engineer in November 1998 and a general manager of manufacturing division in April 2007, and has been the director of Innovation and Development Division since January 2018.

Mr. Lo Ka Kei Jun (羅嘉祺), aged 42, is the Director of the Marketing Division and is responsible for the management and supervision of the Group's marketing. Starting from 1 January 2019, Mr. Lo has also been a Joint Managing Director of certain subsidiaries of the Company. He has 17 years of experience in international marketing and business development in the electronics industry.

Mr. Lo obtained a higher national diploma in business and marketing in July 2001 and a bachelor of arts degree in business management in September 2002 from the Southampton Institute in the United Kingdom. He obtained a master degree in management and a master degree in business administration from Macquarie University in Australia in November 2013 and December 2014, respectively.

高級管理層

黎錫標先生，61歲，為製造部及創新及發展部總監，負責本集團創新及發展的管理及監督。自二零一九年一月一日起，黎先生亦為本公司若干附屬公司的聯席董事總經理。彼於二零二零年一月二十一日更獲委任為Trio-tronics (Thailand) Limited董事總經理，負責營運及管理設於泰國的生產設施。彼於製造及工程領域有逾34年經驗。

黎先生於一九九三年七月在泰國的農業大學 (Kasetsart University)完成三年兼讀制電子工程課程。

黎先生於一九八八年八月至一九九七年二月在泰國Capetronic International (Thailand) Public Company Limited (一家主要從事泰國電腦顯示器生產、分銷及提供售後服務之公司)擔任部門經理。彼於一九九八年十一月加入本集團擔任工程師，於二零零七年四月擔任製造部總經理，並自二零一八年一月起一直為創新及發展部總監。

羅嘉祺先生，42歲，為市場營銷部總監，負責本集團的市場營銷的管理及監督。自二零一九年一月一日起，羅先生亦為本公司若干附屬公司的聯席董事總經理。羅先生於電子行業的國際市場營銷及業務發展方面有17年經驗。

羅先生於二零零一年七月獲取業務及市場營銷高等國家文憑及於二零零二年九月獲英國南安普敦學院獲得工商管理文學學士學位。彼分別於二零一三年十一月及二零一四年十二月在澳洲麥考瑞大學獲取管理學碩士學位及工商管理碩士學位。

BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

董事及高級管理層履歷

Mr. Lo worked in Apogee International Limited, a company principally engaged in the manufacturing of electronic products and audio and innovative designed items, as a marketing executive from June 2003 and an assistant marketing manager from May 2005 to October 2005. He joined the Group as a marketing executive in February 2006 and the general manager of the Marketing Division since September 2012, and has been the director of the Marketing Division since January 2018.

Ms. Wan Mei Wa Ruby (溫美華), aged 37, is the Chief Financial Officer and Company Secretary. She is responsible for overall financial management and company secretarial matters of the Group. She was appointed as Chief Financial officer with effect from 1 March 2021.

Ms. Wan obtained a Bachelor of Commerce (Honours) in Accounting from Hong Kong Shue Yan University (formerly known as Hong Kong Shue Yan College) in July 2006 and a Master of Corporate Governance from the Hong Kong Polytechnic University in October 2012. She is an Associate of the Hong Kong Institute of Certified Public Accountants, the Hong Kong Institute of Chartered Secretaries, and the Chartered Governance Institute (formerly known as the Institute of Chartered Secretaries and Administrators). Ms. Wan has over 10 years of experience in audit and assurance, financial management, and corporate governance.

Ms. Wan joined the Group as the Assistant Financial Controller in March 2015 and the Group Financial Controller since January 2018. She has also taken up the role of Company Secretary of the Company since 1 January 2019.

Mr. Shahpour Javanmard Emamghissi, aged 64, is the Director of Project Development and is responsible for business development in the European market and supervision of the product designs. He has over 31 years of experience in the electronic engineering industry and specialises in manufacturing, quality control and business development management.

Mr. Emamghissi obtained a higher national diploma in electrical and electronic engineering from Liverpool Polytechnic (now known as Liverpool John Moores University) in the United Kingdom for session 1980/1981 and subsequently received a diploma in electrical and electronic engineering from Leeds Polytechnic (now known as Leeds Beckett University) in the United Kingdom in June 1982 and a postgraduate diploma in manufacturing management and technology from the Open University in the United Kingdom in July 1997.

羅先生自二零零三年六月起在Apogee International Limited (一家主要從事電子產品及音響以及創新設計產品製造的公司)擔任營銷主管及自二零零五年五月至二零零五年十月擔任助理營銷經理。彼於二零零六年二月加入本集團擔任營銷主管，自二零一二年九月起擔任市場營銷部總經理，並自二零一八年一月起擔任市場營銷部總監。

溫美華女士，37歲，為首席財務官兼公司秘書，負責本集團整體財務管理及公司秘書事宜。彼於二零二一年三月一日獲委任為首席財務官。

溫女士於二零零六年七月獲香港樹仁大學（前稱香港樹仁學院）頒授商業（榮譽）會計學學士學位，並於二零一二年十月獲香港理工大學頒授企業管治碩士學位。彼為香港會計師公會、香港特許秘書公會及英國特許公司治理公會（前稱英國特許秘書及行政人員公會）會員。溫女士在審計及認證、財務管理及企業管治方面擁有超過10年經驗。

溫女士於二零一五年三月加入本集團出任助理財務總監，並自二零一八年一月起擔任集團財務總監。彼亦自二零一九年一月一日起擔任本公司公司秘書。

Shahpour Javanmard Emamghissi先生，64歲，為項目開發總監，負責歐洲市場業務開發及監督產品設計。彼於電子工程行業擁有超過31年經驗，專門從事製造、質量控制及業務發展管理。

Emamghissi先生於一九八零／一九八一年度在英國利物浦理工學院（現為利物浦約翰摩爾斯大學）取得電氣和電子工程國家高級文憑。彼其後於一九八二年六月取得英國利茲貝克特大學電子工程深造文憑，於一九九七年七月取得英國公開大學製造管理及技術深造文憑。

After leaving college, Mr. Emamghissi worked on Automation projects with Micro Systems Control until January 1984. He joined Denis Ferranti Group in February 1984 as an Electronics Engineer. During his 19 years with Ferranti Group, he held a number of positions (Electronic design and test engineer, Project and Telecom Engineering Manager). In 2003, he joined Eaton Electrical Part of Eaton Corporation USA, a manufacturer of electrical distribution equipment, circuit breakers and safety products in the United Kingdom as Project/Process Manager. Between November 2003 to April 2005, he worked as an engineering project manager in Dolgarrog Aluminium Limited. In November 2005, he joined Lake Communications Ltd holding the position of offshore manufacturing and quality manager. Lake Communications designs and supplies Telecom products throughout Europe and the US. During the period from December 2011 to December 2015, Mr. Emamghissi worked as a consultant for Mr. Joseph Mac Carthy, and provided support to the sales activities in Europe as well as technical support to the customers therein. He formally joined the Group as the director of project development in January 2016.

Ms. Wu Mo Man (胡慕雯), aged 42, is the Director of the Marketing Division, responsible for the management and supervision of the Marketing Division.

Ms. Wu obtained a diploma in management in December 2003 from the University of Leicester, and a master degree in business administration from the University of Iowa in May 2019.

She joined the Group in March 2006 as Marketing Executive and was promoted to Marketing Manager in 2009 until she left in June 2011. From June 2012 to April 2014, Ms. Wu worked in Fuji Xerox (H.K.) Limited as sales planning executive and assisted in pipeline, sales and marketing data analysis and presented the pre-sale & sales performance. In December 2014, she rejoined the Group as Marketing Manager and has been the director of the Marketing Division since January 2019. Ms. Wu has over 18 years of experience in the procurement and supply chain development in the electrical and mechanical industry, as well as sales planning and international marketing business development in the electronics industry.

畢業後，Emamghissi先生於一九八四年一月前任職於Micro Systems Control，負責自動化項目。彼於一九八四年二月以電子學工程師身份加盟Denis Ferranti Group。在其於Denis Ferranti Group工作的19年期間，彼擔任多個職位（電子設計及測試工程師、項目工程師及電信工程經理）。於二零零三年，彼加入Eaton Electrical Part of Eaton Corporation USA（一家於英國的配電設備、斷路器及安全產品製造商），擔任項目／工藝經理。於二零零三年十一月至二零零五年四月，彼於Dolgarrog Aluminium Limited擔任工程項目經理。於二零零五年十一月，彼加入Lake Communications Ltd擔任離岸製造及質量經理。Lake Communications於歐洲及美國設計及供應電信產品。於二零一一年十二月至二零一五年十二月期間，Emamghissi先生擔任Joseph Mac Carthy先生的顧問，並為歐洲的銷售活動提供支援以及為在當地的客戶提供技術支援。彼於二零一六年一月正式加入本集團擔任項目開發總監。

胡慕雯女士，42歲，市場營銷部總監，負責市場營銷部的管理及監督。

胡女士於二零零三年十二月取得萊斯特大學管理文憑，並於二零一九年五月在愛荷華大學取得工商管理碩士學位。

彼於二零零六年三月加入本集團，擔任營銷主管，於二零零九年被擢升為營銷經理，直至二零一一年六月離職為止。自二零一二年六月至二零一四年四月，胡女士於富士施樂（香港）有限公司擔任銷售計劃總監，協助渠道、銷售及營銷數據分析以及提呈預售及銷售表現。於二零一四年十二月，彼重新加入本集團，擔任營銷經理，並自二零一九年一月起擔任市場營銷部總監。胡女士於機電行業採購及供應鏈發展以及電子行業銷售計劃及國際營銷業務發展方面有逾18年經驗。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

BUSINESS REVIEW

Year 2020 was marked as an unprecedentedly challenging time across the globe. While the impacts arising from US-China trade tensions and Brexit negotiations towards the Group remained ongoing, the rapid spread of coronavirus disease 2019 (“COVID-19”) in early 2020 aggravated the situation. The Group experienced a delay in production outputs and product delivery in the first half of 2020 due to a temporary disruption of its production facilities in the PRC and global supply chains. Although the Group’s operations had gradually resumed after the lifting of local restrictions in the PRC, customer demands and product launch initiatives were hard hit by the COVID-19 pandemic and the uncertain economic environment. These resulted in the Group’s revenue for the year ended 31 December 2020 to have decreased by 13.2% to HK\$701.7 million compared with that of 2019. Profit attributable to owners of the Company for the year, however, recorded a 29.2% increase to HK\$28.9 million compared with the same period of 2019, thanks to the strict cost control measures taken by the Group, as well as receipts of various government grants, subsidies and other concessions under the COVID-19 relief measures.

In these turbulent times of COVID-19 pandemic and global economic uncertainties, the Group will continue to take a step forward to sustain its financial performance and business growth, including but not limited to:

1. maintain robust cash flows and financial management;
2. adopt efficient cost control measures and manage non-essential expenses;
3. internationalise its talents and presences to capture more business opportunities;
4. diversify supply chains and customer bases to minimise the reliance on a few countries and sectors;

業務回顧

二零二零年對全球而言是一個前所未有的艱難時期。本集團繼續面對由中美貿易摩擦及英國脫歐協商帶來的影響，而二零二零年初快速擴散的2019年冠狀病毒病（「COVID-19」）疫情更是令情況雪上加霜。於二零二零年上半年，本集團的產量及產品交付因其於中國的生產設施及全球供應鏈暫時中斷而推遲。儘管本集團於中國放寬地區限制後已逐步恢復營運，但客戶需求及產品發佈計劃受COVID-19疫情及經濟環境不明朗的嚴重打擊。該等因素導致本集團於截至二零二零年十二月三十一日止年度的收益跌至701,700,000港元，較二零一九年下跌13.2%。然而，由於本集團實施嚴格的成本控制措施，並獲得多項COVID-19舒緩措施下的政府補助、補貼以及其他減免，本集團年內錄得本公司擁有人應佔溢利28,900,000港元，較二零一九年同期增加29.2%。

於此動盪時期，即使受到COVID-19疫情及全球經濟不穩所影響，本集團仍將繼續砥礪前行，以維持其財務業績及業務增長，包括但不限於：

1. 維持穩健的現金流及財務管理；
2. 採取有效的成本控制措施並管理非必要支出；
3. 進行人才及業務的國際化佈局，爭取更多商機；
4. 供應鏈及客戶群多元化，盡量減少對少數國家及行業的依賴；

5. enhance the level of automation and digitalisation at the Group's production bases to enhance production efficiency and capabilities; and
6. put more resources on product innovation and development to strengthen its competitive edge in power electronics industry.

COVID-19 presents challenges but also opportunities. The COVID-19 pandemic has transformed the landscape of global workforce mobility and business activity, which has accelerated digital transformation and application. The remote/flexible work arrangements and social distancing measures have stimulated the global demands on medical and health care products, automation and self-service equipment, and smart charging solutions. The Group will continue to equip itself to reinforce core competencies to seize huge business opportunities.

5. 提升本集團生產基地的自動化及數碼化水平，以提高生產效率及產能；及
6. 投放更多資源於產品創新及發展，增強其於工業電子行業的競爭優勢。

COVID-19疫情帶來挑戰同時亦締造機遇。COVID-19疫情已改變全球員工流動性及業務營運的格局，有助加快數碼轉型及應用。遠程／彈性工作安排及保持社交距離的措施帶動全球對醫療及保健產品、自動化及自助式設備以及智慧充電解決方案的需求。本集團會繼續作好準備，強化核心競爭優勢，從而把握龐大的商機。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

FINANCIAL REVIEW

Revenue

The following table summarises the amount of revenue generated and as a percentage of total revenue from each product category for the years ended 31 December 2020 ("FY2020") and 2019 ("FY2019"):

財務回顧

收益

下表概述各產品分類於截至二零二零年（「二零二零年財政年度」）及二零一九年（「二零一九年財政年度」）十二月三十一日止年度所產生收益金額及佔總收益百分比：

		FY2020		FY2019	
		二零二零年財政年度		二零一九年財政年度	
		HK\$'000	%	HK\$'000	%
		千港元	%	千港元	%
Electro-mechanical products	機電產品	323,166	46.0	323,513	40.0
Smart chargers	智能充電器	173,965	24.8	260,743	32.2
Switch-mode power supplies	開關電源	153,430	21.9	185,607	23.0
Smart vending systems	智能售賣系統	47,478	6.8	25,939	3.2
Others ⁽¹⁾	其他 ⁽¹⁾	3,660	0.5	12,797	1.6
Total	總計	701,699	100.0	808,599	100.0

Note:

(1) Others include automatic testing equipment ("ATE"), power switch gear boards, and catering equipment control boards.

附註：

(1) 其他包括自動化檢測設備（「自動化檢測設備」）、電源開關裝置板及餐飲設備控制板。

The Group recorded a 13.2% decrease in revenue to HK\$701.7 million for FY2020 from HK\$808.6 million for FY2019, mainly due to reduced sales orders caused by the outbreak of COVID-19 pandemic and the uncertain economic environment. Revenue from electro-mechanical products was HK\$323.2 million for FY2020, which approximated to that of 2019. The core driver for this steady performance came from the continued demands on professional beauty and animal grooming products amid the COVID-19 pandemic. There was a 83.0% increase in revenue from smart vending systems to HK\$47.5 million for FY2020 compared with HK\$25.9 million for FY2019, which was primarily driven by growing demands on leisure and entertainment products.

本集團於二零二零年財政年度的收益由二零一九年財政年度的808,600,000港元減少13.2%至701,700,000港元，主要是由於銷售訂單因COVID-19疫情爆發及經濟環境的不確定性而減少所致。於二零二零年財政年度來自機電產品的收益為323,200,000港元，與二零一九年的收益相若。該穩定表現的核心動力源自COVID-19疫情期間對專業美容及動物美容產品的持續需求。智能售賣系統的收益由二零一九年財政年度的25,900,000港元增加83.0%至二零二零年財政年度的47,500,000港元，主要是受休閒及娛樂產品的需求持續上升所帶動。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

The table below summarises the geographical revenue segment based on location of customers for FY2020 and FY2019:

下表概述於二零二零年財政年度及二零一九年財政年度按客戶位置分類的地理收益分部：

		FY2020		FY2019	
		二零二零年財政年度		二零一九年財政年度	
		HK\$'000	%	HK\$'000	%
		千港元	%	千港元	%
Europe ⁽¹⁾	歐洲 ⁽¹⁾	553,381	78.9	592,998	73.3
North America ⁽²⁾	北美 ⁽²⁾	101,590	14.5	139,908	17.3
The PRC (including Hong Kong)	中國（包括香港）	30,796	4.4	21,640	2.7
South-east Asia ⁽³⁾	東南亞 ⁽³⁾	9,763	1.4	32,491	4.0
Others ⁽⁴⁾	其他 ⁽⁴⁾	6,169	0.8	21,562	2.7
Total	總計	701,699	100.0	808,599	100.0

Notes:

附註：

(1) Europe includes Austria, Bulgaria, Denmark, France, Germany, Greece, Hungary, Ireland, Italy, Luxembourg, the Netherlands, Norway, Poland, Portugal, Spain, Sweden, Switzerland and the UK.

(1) 歐洲包括奧地利、保加利亞、丹麥、法國、德國、希臘、匈牙利、愛爾蘭、意大利、盧森堡、荷蘭、挪威、波蘭、葡萄牙、西班牙、瑞典、瑞士及英國。

(2) North America includes the US.

(2) 北美地區包括美國。

(3) South-east Asia includes India, Malaysia, Singapore and the Philippines.

(3) 東南亞包括印度、馬來西亞、新加坡及菲律賓。

(4) Others include Australia, Israel, Japan, South Korea and Taiwan.

(4) 其他包括澳洲、以色列、日本、南韓及台灣。

Europe and North America continued to be the Group's major markets, which in aggregate accounted for 93.4% and 90.6% of total revenue for FY2020 and FY2019, respectively. The spread of COVID-19 across Europe, North America, and South-east Asia along with extended US-China trade tensions adversely affected the Group's revenue in these regions. Revenue from the PRC (including Hong Kong) was HK\$30.8 million for FY2020, representing a 42.3% increase compared with FY2019 due to the rapid recovery of local Chinese market following the prompt prevention and control of COVID-19 pandemic by the Chinese government and continued product demands from the underlying end customers.

歐洲及北美繼續作為本集團的主要市場，於二零二零年財政年度及二零一九年財政年度分別合共佔總收益的93.4%及90.6%。由於COVID-19在歐洲、北美和東南亞蔓延，以及中美貿易摩擦持續，令本集團在該等地區的收益蒙受不利影響。來自中國（包括香港）的收益於二零二零年財政年度為30,800,000港元，較二零一九年財政年度增加42.3%，此乃由於中國本地市場在中國政府迅速預防及控制COVID-19疫情後快速復甦以及相關終端客戶對產品的持續需求所致。

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Cost of sales

Cost of sales mainly represented direct materials and consumables, direct labour costs, and manufacturing overheads. There was a decrease of 15.9% in cost of sales for FY2020 to HK\$519.2 million compared with FY2019, thanks to the depreciation of Renminbi (“RMB”) against other currencies in early 2020 and the implementation of cost control measures by the Group. While cost of sales has moved in line with revenue, incremental costs associated with the COVID-19 pandemic and the running of production facilities in Thailand and Ireland for part of the year under review have offset the decrease in cost of sales.

Gross profit and gross profit margin

The Group's gross profit was HK\$182.5 million for FY2020, reduced by 4.5% from HK\$191.1 million for FY2019. The decrease in gross profit reflected the combined effect of (i) reduced revenue and additional costs arising from the outbreak of COVID-19; (ii) weak business sentiments derived from global geopolitical and economic uncertainties; and (iii) accelerated costs associated with the expansion of production facilities in Thailand and Ireland. Despite the outbreak of COVID-19 and deteriorated business and market conditions, gross profit margin for FY2020 was 26.0%, representing an increase of 2.4 percentage points compared with that of 2019. The improved gross profit margin was attributable to the decrease in cost of sales driven by effective cost control measures taken by the Group and depreciation of RMB in early 2020.

Other income, net

Other income, net went down by 36.5% from HK\$5.4 million for FY2019 to HK\$3.4 million for FY2020. The reduction was primarily attributable to the decrease in scrap material sales income and loss on foreign exchange, net arising from the fluctuation of US\$ against other currencies in the second half of 2020. The decrease, however, was partly offset by the receipt of grants from the Chinese government and HKSAR government and COVID-19 related rent concessions amounting to HK\$4.2 million and HK\$0.6 million, respectively as part of COVID-19 relief measures for FY2020.

Selling and distribution expenses

Included in selling and distribution expenses were mainly freight, insurance and transportation charges, marketing and promotion expenses, and custom duties and declaration charges. There was a 40.7% decrease in selling and distribution expenses to HK\$13.1 million for FY2020 compared with FY2019. The reduction in (i) custom duties and declaration charges following the slowdown in sales on those products exported to the US; and (ii) trip expenses due to travel restrictions and worldwide lockdowns during the COVID-19 pandemic contributed to the decrease in overall selling and distribution expenses.

銷售成本

銷售成本主要指直接物料及消耗品費用、直接勞工成本及製造成本。由於二零二零年年初人民幣(「人民幣」)兌其他貨幣貶值，以及本集團實施了成本控制措施，故二零二零年財政年度的銷售成本較二零一九年財政年度減少15.9%至519,200,000港元。儘管銷售成本與收益變動一致，惟由於COVID-19疫情產生新增成本，以及回顧年度部分時間泰國和愛爾蘭的生產設施投入運作，故此抵銷了銷售成本下降的幅度。

毛利及毛利率

本集團的毛利由二零一九年財政年度的191,100,000港元減少4.5%至二零二零年財政年度的182,500,000港元。毛利減少反映了(i) COVID-19爆發令收益減少及產生額外成本；(ii) 全球地緣政治及經濟不穩定下營商氣氛低迷；及(iii) 擴建泰國和愛爾蘭生產設施令成本增加的綜合影響。儘管COVID-19爆發以及商業及市場狀況轉差，二零二零年財政年度的毛利率為26.0%，較二零一九年增加2.4個百分點。毛利率增加乃由於本集團實施有效的成本控制措施導致銷售成本下降及二零二零年年初人民幣貶值所致。

其他收入淨額

其他收入淨額由二零一九年財政年度的5,400,000港元下降36.5%至二零二零年財政年度的3,400,000港元。減少乃主要由於二零二零年下半年的報廢物料銷售收入減少及美元兌其他貨幣波動導致外匯虧損淨額所致。然而，由於作為二零二零年財政年度COVID-19寬減措施的一部分，獲得中國政府和香港特區政府的補助和與COVID-19有關的租金寬減分別為4,200,000港元及600,000港元，故有關跌幅已被部分抵銷。

銷售及分銷費用

銷售及分銷費用主要包括貨運、保險及運輸費、市場推廣及宣傳開支以及海關關稅及報關費。相比二零一九年財政年度，銷售及分銷費用減少40.7%至二零二零年財政年度的13,100,000港元。整體銷售及分銷費用減少乃由於(i)海關關稅及報關費隨著該等出口至美國的產品銷售額下滑而減少；及(ii)出行開支因COVID-19疫情期間的出行限制及全球性封鎖而減少所致。

Administrative expenses

Administrative expenses dropped by 7.9% from HK\$132.4 million for FY2019 to HK\$121.9 million for FY2020. Such decrease mainly resulted from: (i) the implementation of various cost control measures, including pay and recruitment freezes, strict control on overtime hours, and close monitoring on discretionary expenses in response to the tough business environment, and so on; (ii) concession for employers' contribution to pension funds as part of COVID-19 relief measures in the PRC; and (iii) reduced share-based compensation expenses following the cancellation of outstanding share options on 21 January 2020. The reduction in administrative expenses, however, was partially offset by accelerated operating expenses derived from the operation of production facilities in Thailand and Ireland during FY2020.

Other operating expenses, net

Other operating expenses, net went up by 13.4% from HK\$5.9 million for FY2019 to HK\$6.7 million for FY2020. The increase mainly resulted from (i) the rise in impairment loss and write-off of obsolete inventories; and (ii) the absence of reversal of provision for impairment loss on outstanding balance due from a trade receivable incurred during FY2019.

Finance expenses, net

The Group recorded a 45.1% decrease in finance expenses, net from HK\$11.8 million for FY2019 to HK\$6.5 million for FY2020. Lower interest expenses and bank charges arising from reduced average borrowing of the Group and lessened interest rate level in the financial market during the reporting period contributed to the reduction in finance expenses, net.

Income tax expense

Income tax expense moved upwards from HK\$2.0 million for FY2019 to HK\$8.8 million for FY2020, as (i) the Group's overall operating profits for FY2020 has been improved; and (ii) the corporate income tax ("CIT") rate from one of the PRC subsidiaries of the Group returned to normal at 25% during FY2020 following the expiry of "New and High Technology Enterprise" certificate.

Profit for the year

The Group's profit for the year increased by 29.2% from HK\$22.4 million for FY2019 to HK\$28.9 million for FY2020. The net profit margin has also been improved from 2.8% for FY2019 to 4.1% for FY2020. The better performance was the combined results of (i) the implementation of stricter cost control measures in view of uncertain business environment; and (ii) the receipt of government grants, subsidies and other concessions under COVID-19 relief measures.

行政開支

行政開支由二零一九年財政年度的132,400,000港元下降7.9%至二零二零年財政年度的121,900,000港元。有關減少主要由於：(i)因應嚴峻的經營環境，實施多項成本控制措施，包括凍結薪金及招聘人手、嚴格控制加班時數以及密切監控酌情開支等；(ii)減免僱主的退休金供款作為中國COVID-19寬減措施的一部分；及(iii)於二零二零年一月二十一日註銷尚未行使的購股權後以股份為基礎的報酬開支有所減少所致。然而，泰國及愛爾蘭的生產設施於二零二零年財政年度投入營運導致營運開支增加，部分抵銷了行政開支減少。

其他經營開支淨額

其他經營開支淨額由二零一九年財政年度的5,900,000港元上升13.4%至二零二零年財政年度的6,700,000港元。該增加乃主要由於(i)陳舊存貨減值虧損及撇銷增加；及(ii)於二零一九年財政年度並無產生貿易應收款項未清償結餘的減值虧損撥備撥回所致。

財務開支淨額

本集團的財務開支淨額由二零一九年財政年度的11,800,000港元下降45.1%至二零二零年財政年度的6,500,000港元。財務開支淨額減少乃由於本集團平均借款減少，令產生的利息支出及銀行收費減少，以及報告期內金融市場利率水平下降所致。

所得稅開支

所得稅開支由二零一九年財政年度的2,000,000港元上升至二零二零年財政年度的8,800,000港元，乃由於(i)本集團於二零二零年財政年度的整體經營溢利有所提升；及(ii)本集團其中一家中國附屬公司的企業所得稅（「企業所得稅」）率自「高新技術企業」證書屆滿後回復至25%的正常水平所致。

年內溢利

本集團的年內溢利由二零一九年財政年度的22,400,000港元上升29.2%至二零二零年財政年度的28,900,000港元。純利率亦由二零一九年財政年度的2.8%提升至二零二零年財政年度的4.1%。此較佳表現乃由於下列各項的綜合影響所致：(i)在不穩的營商環境下實施更嚴格的成本控制措施；及(ii)COVID-19舒緩措施下所收取的政府補助、補貼及其他寬減。

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LIQUIDITY AND FINANCIAL RESOURCES

During FY2020, the Group's operation and capital requirements were financed principally through a combination of cash flows generated from the operating activities, proceeds from the listing of the Company on the Main Board of the Stock Exchange on 23 November 2017 (the "**Listing**") and bank borrowings. As at 31 December 2020, the Group had net current assets of HK\$292.3 million (2019: HK\$282.3 million), including cash and bank balances (including restricted bank deposits) of HK\$105.4 million (2019: HK\$103.9 million). The cash and bank balances (including restricted bank deposits) are mainly denominated in HK\$, United States dollars ("**US\$**"), RMB, Euros ("**EUR**") and Thai Baht ("**THB**"). The Group's current ratio (as calculated by current assets divided by current liabilities) remained stable at 2.8 times as at 31 December 2020 (2019: 3.0 times). Gearing ratio is calculated by net debt divided by total capital as at the end of the reporting period. Net debt is calculated as total borrowings (including bank borrowings and finance lease payables) less cash and bank balances, while total capital is calculated as "equity" as shown in the consolidated statement of financial position, plus net debt, where applicable. As at 31 December 2020, the gearing ratio was not applicable ("**N/A**") to the Group (2019: N/A) as the Group had sufficient working capital level from the net proceeds received from the Listing.

FINANCIAL RISK MANAGEMENT

The Group's activities are exposed to a variety of financial risks: (i) market risk (including foreign exchange risk, cash flow and fair value interest rate risk), (ii) credit risk; and (iii) liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

Foreign exchange risk

The Group operates mainly in Hong Kong, the PRC, Thailand and Ireland. Entities within the Group are exposed to foreign exchange risk arising from various currency exposures, primarily with respect to HK\$, RMB, THB, and EUR. Foreign exchange risk arises from export sales, purchases, other future commercial transactions and monetary assets and liabilities that are denominated in a currency that is not the entity's functional currency.

流動資金及財務資源

於二零二零年財政年度，本集團主要透過經營活動所得現金流、本公司於二零一七年十一月二十三日於聯交所主板上市（「**上市**」）所得款項及銀行借款撥付營運及資金需要。於二零二零年十二月三十一日，本集團的流動資產淨額為292,300,000港元（二零一九年：282,300,000港元），包括現金及銀行結餘（包括受限制銀行存款）約105,400,000港元（二零一九年：103,900,000港元）。現金及銀行結餘（包括受限制銀行存款）主要乃以港元、美元（「**美元**」）、人民幣、歐元（「**歐元**」）及泰銖（「**泰銖**」）計值。本集團的流動比率（按流動資產除以流動負債計算）於二零二零年十二月三十一日維持穩定，為2.8倍（二零一九年：3.0倍）。資產負債比率乃根據報告期末的債項淨額除以總資本計算得出。債項淨額乃根據借款總額（包括銀行借款及融資租賃應付款項）減現金及銀行結餘計算，而總資本則以綜合財務狀況表內所示的「權益」加上債項淨額（如適用）計算。於二零二零年十二月三十一日，資產負債比率並不適用（「**不適用**」）於本集團（二零一九年：不適用），乃因本集團上市後獲得所得款項導致營運資金充裕所致。

財務風險管理

本集團業務承受多類財務風險：(i)市場風險（包括外匯風險、現金流量及公平值利率風險）；(ii)信貸風險；及(iii)流動資金風險。本集團的整體風險管理計劃重點關注金融市場的不可預測性，並尋求盡量減低對本集團財務表現的潛在不利影響。

外匯風險

本集團主要於香港、中國、泰國及愛爾蘭經營。本集團內實體面對多種貨幣產生的外匯風險，主要有關港元、人民幣、泰銖及歐元。外匯風險產生自以並非有關實體功能貨幣計值的出口銷售、購買、其他日後商業交易以及貨幣資產及負債。

The management of the Company has set up a policy to require the Group to manage their foreign exchange risk against its functional currencies. It manages its foreign currency risk by closely monitoring the movements of foreign currency rates and will consider to enter into forward foreign exchange contracts to reduce the exposure should the need arise.

No gain or loss on derivative financial instruments was incurred during FY2020, whilst a loss of HK\$2.2 million was recognised for the corresponding period in 2019, as the forward foreign exchange contracts had expired during the year ended 31 December 2019.

As at 31 December 2020, no new forward foreign exchange contracts had been entered into by the Group (2019: nil).

Cash flow and fair value interest rate risk

The Group's interest rate risk arises from borrowings. Borrowings obtained at variable rates expose the Group to cash flow interest rate risk which is partially offset by cash held at variable rates. Borrowings obtained at fixed rates expose the Group to fair value interest rate risk. The Group does not adopt any interest hedging strategy.

During FY2020 and FY2019, all bank borrowings of the Group were arranged at floating rates varied with the then prevailing market condition.

As at 31 December 2020, the Group has bank borrowings of HK\$8.8 million (2019: HK\$11.9 million), which are primarily denominated in HK\$ and US\$.

Credit risk

The Group's credit risks are primarily attributable to financial instruments, financial assets at fair value through profit or loss, trade and other receivables, deposits, time deposit and bank balances.

In respect of time deposits and bank balances, the credit risk is considered to be low as the counterparties are banks with high credit ratings assigned by international credit rating agencies.

本公司管理層已制定政策要求本集團管理其功能貨幣面臨的外匯風險。其透過密切監察外幣匯率變動管理其外幣風險，並將考慮在必要時訂立遠期外匯合約以減低風險。

本集團於二零二零年財政年度並無產生衍生金融工具收益或虧損，而二零一九年同期則確認虧損2,200,000港元，原因是遠期外匯合約已於截至二零一九年十二月三十一日止年度到期。

於二零二零年十二月三十一日，本集團並無訂立任何新的遠期外匯合約（二零一九年：無）。

現金流量及公平值利率風險

本集團的利率風險產生自借款。按變動利率作出的借款令本集團面對部份被按變動利率持有現金抵銷的現金流量利率風險。按固定利率作出的借款令本集團面臨公平值利率風險。本集團並無採納任何利息對沖策略。

於二零二零年財政年度及二零一九年財政年度，本集團所有銀行借款乃隨當時現行市況變動按浮動利率計算。

於二零二零年十二月三十一日，本集團有銀行借款8,800,000港元（二零一九年：11,900,000港元），主要以港元及美元計值。

信貸風險

本集團的信貸風險主要來自金融工具、按公平值計入損益賬的金融資產、貿易及其他應收款項、按金、定期存款及銀行結餘。

就定期存款及銀行結餘而言，信貸風險被視為低，乃由於對方為國際信貸評級機構給予高信貸評級的銀行。

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The management of the Group makes periodic assessment on the recoverability of trade and other receivables based on historical payment records, the length of the overdue period, the financial strength of the debtors and whether there are any disputes with the debtors. The Group's historical experience in collection of trade and other receivables falls within the recorded allowances and the management is of the opinion that adequate provision for uncollectible receivables has been made in the consolidated financial statements.

As at 31 December 2020, the customer bases are widely dispersed despite that 21.2% (2019: 21.4%) of the trade receivable were due from the Group's largest customer and 62.4% (2019: 64.8%) were due from the five largest customers determined on the same basis.

The Group is also exposed to credit risk in relation to financial assets at fair value through profit or loss. The maximum exposure at the end of the reporting period is the carrying amount of these investments.

Liquidity risk

Cash flow forecasting is performed in the operating entities of the Group. Such forecast takes into consideration the Group's debt financing plans, covenant compliance and, if applicable external regulatory or legal requirements – for example, currency restrictions. The Group maintains liquidity by a number of sources including orderly realisation of short-term financial assets and receivables; and long-term financing including long-term borrowings. The Group aims to maintain flexibility in funding by keeping sufficient bank balances, committed credit lines available and interest bearing borrowings which enable the Group to continue its business in the foreseeable future.

COMMITMENTS

As at 31 December 2020, the Group had HK\$1.5 million of capital commitments in relation to the purchase of property, plant and equipment (2019: nil).

CAPITAL STRUCTURE

There has been no change in the capital structure of the Group during FY2020. The share capital of the Company only comprises ordinary shares.

本集團管理層基於過往付款記錄、逾期期間長度、債務人的財務能力以及與債務人有否任何糾紛，定期評估貿易及其他應收款項的可收回性。本集團過往收回貿易及其他應收款項並無超出有關記錄撥備，管理層認為已就不可收回的應收款項在綜合財務報表中作出充分撥備。

於二零二零年十二月三十一日，儘管客戶群基本分散，但貿易應收款項的21.2%（二零一九年：21.4%）乃應收自本集團的最大客戶，而按同一基準釐定則62.4%（二零一九年：64.8%）乃應收自本集團的五大客戶。

本集團亦面臨與按公平值計入損益賬的金融資產相關的信貸風險。報告期末的最大風險敞口為該等投資的賬面值。

流動資金風險

現金流動預測乃於本集團的經營實體進行。該等預測乃經考慮本集團之債務融資計劃、契諾規定及外部監管或法律要求（如貨幣限制）（如適用）。本集團透過一系列方式（包括有序變現短期金融資產及應收款項）及長期融資（包括長期借款）維持流動資金。本集團旨在透過保持充足銀行結餘、可供動用承諾信貸額度及計息借款，維持資金的靈活彈性，讓本集團於可見將來繼續經營其業務。

承擔

於二零二零年十二月三十一日，本集團有關購買物業、廠房及設備的資本承擔為1,500,000港元（二零一九年：無）。

資本架構

於二零二零年財政年度，本集團的資本架構並無任何變動。本公司的股本僅包括普通股。

As at 31 December 2020, the Company had 1,000,000,000 shares in issue (2019: 1,000,000,000 shares).

SIGNIFICANT INVESTMENTS

As at 31 December 2020, the Group did not hold any significant investments (2019: nil).

MATERIAL ACQUISITIONS OR DISPOSAL OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

The Group did not have any material acquisitions nor disposals of subsidiaries, associates and joint ventures during FY2020 (2019: nil).

FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

Save as those disclosed in the prospectus of the Company dated 13 November 2017 (the “**Prospectus**”) or otherwise in this annual report, the Group currently has no other plan for material investments and capital assets.

CONTINGENT LIABILITIES

The Group did not have material contingent liabilities as at 31 December 2020 (2019: nil).

TREASURY MANAGEMENT

During FY2020, there had been no material change in the Group's funding and treasury policies. The Group has a sufficient level of cash and banking facilities for the conduct of its trade in the normal course of business.

The management of the Group closely reviews trade receivable balances and any overdue balances on an ongoing basis and only trade with creditworthy parties. The management of the Group closely monitors the Group's liquidity position to ensure that the liquidity structure of the Group's assets, liabilities and commitments can meet its funding requirements to manage liquidity risk.

於二零二零年十二月三十一日，本公司有1,000,000,000股已發行股份（二零一九年：1,000,000,000股股份）。

重大投資

於二零二零年十二月三十一日，本集團並無持有任何重大投資（二零一九年：無）。

重大收購或出售附屬公司、聯營公司及合營企業

於二零二零年財政年度，本集團並無重大收購或出售任何附屬公司、聯營公司及合營企業（二零一九年：無）。

有關重大投資及資本資產的未來計劃

除本公司日期為二零一七年十一月十三日的招股章程（「**招股章程**」）或本年報另行披露者外，本集團目前並無其他有關重大投資及資本資產的計劃。

或然負債

於二零二零年十二月三十一日，本集團並無重大或然負債（二零一九年：無）。

庫務管理

於二零二零年財政年度，本集團的融資及庫務政策並無重大變動。本集團具備充足水平的現金及銀行信貸，以供其在一般業務過程中進行貿易活動。

本集團管理層持續密切檢討貿易應收款項結餘及任何逾期結餘，並只會與具信譽的有關方進行貿易。本集團管理層密切監察本集團的流動資金狀況，以確保本集團的資產、負債及承擔的流動資金架構可滿足其融資需求，以管控流動資金風險。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

PLEDGE OF ASSETS

As at 31 December 2020, the financial assets at fair value through profit or loss amounted to HK\$8.8 million (2019: HK\$8.6 million), property, plant and equipment amounted to HK\$21.7 million (2019: HK\$24.6 million) and bank deposits amounted to HK\$6.1 million (2019: HK\$6.2 million) have been charged as security for bank borrowings of the Group.

As at 31 December 2020, no property, plant and equipment was held under finance leases (2019: HK\$0.2 million).

EMPLOYEES AND REMUNERATION POLICIES

The total number of employees were approximately 1,500 as at 31 December 2020 (2019: approximately 1,700). The Group's employee benefit expenses mainly included salaries, overtime payment and discretionary bonus, share options, other staff benefits and contributions to retirement schemes. For FY2020, the Group's total employee benefit expenses (including Directors' emoluments) amounted to HK\$161.5 million (2019: HK\$182.7 million).

Remuneration is determined with reference to the qualification, experience and work performance, whereas the payment of discretionary bonus is generally subject to work performance, the financial performance of the Group in that particular year and general market conditions.

The Group operates a share option scheme (the “**Share Option Scheme**”) for the purpose of providing incentives and rewards to eligible Directors and employees of the Group, who contribute to the success of the Group's operations. As at 31 December 2020, the Group did not have any outstanding share options granted under the Share Option Scheme.

資產抵押

於二零二零年十二月三十一日，按公平值計入損益賬的金融資產8,800,000港元（二零一九年：8,600,000港元）、物業、廠房及設備21,700,000港元（二零一九年：24,600,000港元）以及銀行存款6,100,000港元（二零一九年：6,200,000港元）經已抵押，作為本集團銀行借款的擔保。

於二零二零年十二月三十一日，概無根據融資租賃持有的物業、廠房及設備（二零一九年：200,000港元）。

僱員及薪酬政策

於二零二零年十二月三十一日合共聘用約1,500名僱員（二零一九年：約1,700名）。本集團的僱員福利開支主要包括薪金、加班工資及酌情花紅、購股權、其他僱員福利及退休計劃供款。於二零二零年財政年度，本集團僱員福利開支總額（包括董事酬金）為161,500,000港元（二零一九年：182,700,000港元）。

薪酬乃按僱員的資歷、經驗及工作表現釐定，而酌情花紅一般視乎工作表現、本集團於特定年度的財務業績及整體市場狀況而釐定。

本集團經營一項購股權計劃（「**購股權計劃**」），以嘉許及獎勵為本集團經營之成功做出貢獻之本集團合資格董事及僱員。於二零二零年十二月三十一日，本集團並無任何根據購股權計劃授出的尚未行使購股權。

SHARE OPTION SCHEME

The Share Option Scheme was conditionally approved and adopted in compliance with Chapter 17 of the Listing Rules by written resolutions of the then Shareholder on 27 October 2017. A summary of the Share Option Scheme and the movement of the share options granted was set out in note 25 to the consolidated financial statements.

COMPLIANCE WITH LAWS AND REGULATIONS

The Group recognises the importance of compliance with regulatory requirements and the risks of non-compliance with such requirements. To the best of the Directors' knowledge, information and belief, and having made all reasonable enquiries, the Group has complied with all relevant laws and regulations in Hong Kong and the applicable PRC labour laws and regulations in all material respects during FY2020.

The Group also complies with the requirements under the Listing Rules and the Securities and Futures Ordinance, Chapter 571 of the laws of Hong Kong (the "SFO") for the disclosure of information and corporate governance in all material respects.

ENVIRONMENTAL POLICY

The Group recognises its responsibility to protect the environment from its business activities. The Group continually seeks to identify and manage environmental impacts attributable to its operational activities in order to minimise these impacts if possible.

RELATIONSHIPS WITH STAKEHOLDERS

The Group recognises employees as one of the valuable assets of the Group. The Group strictly complies with the labour laws and regulations in Hong Kong and other jurisdictions applicable to the Group and regularly reviews the existing staff benefits for improvement.

購股權計劃

購股權計劃於二零一七年十月二十七日透過當時股東的書面決議案遵照上市規則第十七章有條件批准及採納。購股權計劃及所授出購股權變動的概要載於綜合財務報表附註25。

遵守法例及法規

本集團深明遵守監管規定的重要性以及不遵守有關規定所涉及的風險。就董事作出一切合理查詢後所深知、盡悉及確信，於二零二零年財政年度，本集團已在各主要方面遵守香港一切相關法例及法規以及適用的中國勞動法例及規例。

本集團在披露資料及企業管治的所有主要方面亦遵守上市規則及香港法例第571章證券及期貨條例（「證券及期貨條例」）之規定。

環保政策

本集團肩負進行業務活動時保護環境之責任。本集團不斷設法識別和管控其經營活動所引起的環境影響，務求盡可能將有關影響減至最低。

與持份者的關係

本集團視僱員為本集團其中一項寶貴資產。本集團嚴格遵守香港以及本集團所適用的其他司法管轄區的勞動法例及法規，並定期審閱及完善現有員工福利。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

The Group provides good quality services to customers and maintains a good relationship with them. The Group is able to establish trust and long-standing business relationship with its major customers.

The Group also maintains effective communication and develops long term and stable relationships with suppliers. During the year ended 31 December 2020, there was no material dispute nor disagreement between the Group and its suppliers.

COMPARISON OF BUSINESS STRATEGIES WITH ACTUAL BUSINESS PROGRESS

The following sets out a comparison of the business strategies as stated in the Prospectus with the Group's actual business progress for FY2020 and up to the date of this annual report:

本集團為客戶提供優質服務，並與彼等維持良好關係。本集團能夠與主要客戶建立互信並維持長遠業務關係。

本集團亦與供應商維持有效溝通，並建立長期穩定關係。截至二零二零年十二月三十一日止年度，本集團與供應商之間並無任何重大糾紛或意見分歧。

業務策略與實際業務進展之比較

下文載列於二零二零年財政年度及截至本年報日期，招股章程所載的業務策略與本集團實際業務進展之比較：

Business strategies as stated in the Prospectus**招股章程所述的業務策略**

Continue to expand the customer base in the European market and explore new markets in the PRC, the US and other Asian countries

持續擴展歐洲市場客戶群以及在中國、美國及其他亞洲國家開拓新市場

Manufacture products of higher value and/or with higher profit contribution per the resources

按資源生產價值較高及／或利潤回報較高的產品

Actual business progress up to the date of this annual report**截至本年報日期的實際業務進展**

With the multiple waves of COVID-19 pandemic throughout FY2020, regular sales and marketing activities of the Group were nearly brought to a halt. Even so, the Group stayed connected with customers by way of digital and virtual channels to maintain business growth. During the reporting period, the Group had re-structured the European team and engaged independent consultants of diversified technical expertise and geographical locations to capture potential customers and markets. Regardless of the challenges of the COVID-19 pandemic and global economic turmoil, the Group will continue to put more resources on sales and marketing activities to explore new business opportunities.

二零二零年財政年度爆發的數波COVID-19疫情令本集團的常規銷售及營銷活動差不多被逼停頓。儘管如此，本集團通過數碼及虛擬渠道與客戶保持聯繫，從而維持業務增長。於報告期間，本集團重組歐洲團隊，並聘任多名具備不同技術專業知識及地理位置的獨立顧問，藉以捕捉潛在客戶及市場。儘管COVID-19疫情帶來各種挑戰及令全球經濟波動，本集團仍將繼續投放更多資源於銷售及營銷活動，以開拓新商機。

Whilst a number of project developments and product launches were put on hold due to the multiple waves of COVID-19 outbreak, the sales, marketing, and technical executives of the Group kept close contact with customers and business partners to offer various supports, including but not limited to production schedules, product shipment, technical support, etc. The Group's sales in North America have been hit by extended US-China trade tensions. Despite the tough economic environment, business opportunities still arise. The COVID-19 pandemic has redefined customer experience and the demands for medical and healthcare products, automation and self-service solutions, and smart charging applications are increasing. The Group will continue to invest in the development of these products to capture market trends.

儘管爆發數波的COVID-19疫情導致若干項目開發及產品發佈擱置，惟本集團的銷售、營銷以及技術行政人員與客戶及業務合作夥伴保持緊密聯繫，以提供各種支援，包括但不限於生產計劃、產品出貨、技術支援等。本集團於北美地區的銷售受持續緊張的中美貿易關係打擊。儘管面對嚴峻的經濟環境，市場上仍有商機湧現。COVID-19疫情已重新定義了客戶體驗，且對醫療及保健產品、自動化及自助解決方案以及智能充電應用的需求持續增長。本集團將持續投資於開發該等產品以捕捉市場趨勢。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Business strategies as stated in the Prospectus 招股章程所述的業務策略	Actual business progress up to the date of this annual report 截至本年報日期的實際業務進展
Continue to expand the operations in automatic test equipment (“ATE”) business segment 繼續擴大自動化檢測設備（「 自動化檢測設備 」）業務	Customers’ demands on ATEs are diminishing caused by weak business sentiment. To fully utilise its resources, the Group re-assigned its ATEs talents to other project development, product launches, system enhancement, etc. to strengthen its competitive edge in the power electronics industry. 客戶對自動化檢測設備的需求因營商氣氛低迷而持續減少。為充分利用其資源，本集團重新分配其自動化檢測設備人才進行其他項目開發、產品發佈及系統提升等，以增強其於電力電子行業的競爭優勢。
Strengthen the sales and marketing efforts in the industrial electronic manufacturing services sector 加強對工業電子製造服務領域的銷售及營銷力度	The Group reorganised the European team and appointed new independent consultants equipped with various expertise in power electronics during FY2020. Not only do the consultants strengthen and diversify the technical capability of the Group to serve customers in different aspects, but also broaden the Group’s sales network worldwide. The European team and consultants work closely with other existing marketing teams of the Group to take part in business development activities and offer comprehensive service supports to customers. 本集團在二零二零年財政年度內重組歐洲團隊，委任了具備各種電力電子專業知識的新獨立顧問。該等顧問不僅加強及豐富了本集團於不同方面服務客戶的技術能力，亦拓寬了本集團於全球的銷售網絡。歐洲團隊及該等顧問將與本集團其他的現有營銷團隊緊密合作，共同從事業務拓展活動，並為客戶提供全面的服務支援。

Business strategies as stated in the Prospectus**招股章程所述的業務策略**

Further enhance production efficiency and expand production capacity

進一步提高生產效率及擴大產能

Continue to recruit talents and professionals

繼續招聘優秀人才及專業人士

Actual business progress up to the date of this annual report**截至本年報日期的實際業務進展**

The development of the new production base alongside the existing production complex in Nansha District, Guangzhou City, Guangdong Province, the PRC was behind schedule mainly due to the prolonged epidemic. While travel restrictions and social distancing measures imposed by governments around the world are still in force, the setup at the production facility in Thailand is ready and is undergoing the trial run stage during early 2021. The Group's production facility in Ireland has commenced operation to cater for sample orders and certain new projects. The development of these new production facilities provide the Group with a high degree of flexibility to serve customers worldwide and to accommodate mass production on high value and heavy-duty product series once the global economy rebounds from the COVID-19 pandemic.

位於中國廣東省廣州市南沙區現有生產綜合大樓旁的新生產基地開發進度落後，主要乃由於疫情長時間持續所致。儘管全球各地政府所實施的出行限制及社交距離措施仍然生效，泰國生產設施內的設置已準備就緒，並將於二零二一年初進入試行階段。本集團在愛爾蘭的生產設施已經開始投入運作，可應付樣本訂單及若干新項目。開發該等新生產設施令本集團可更靈活地服務全球客戶，並可在全球經濟從COVID-19疫情復甦之時進行高價值及重型產品系列的批量生產。

Talent is the key to success for research and development. The Group strives to transform the strategic talent centre ("STC") in the Guangzhou City, Guangdong Province, the PRC as the innovation and development hub to recruit and nurture a pool of talents to conduct various innovative and technological projects, like remote working, warehouse digitalisation cyber security, and so on. As at 31 December 2020, there were nine employees working at the STC providing a different kind of value-added services to the Group, such as software development and upgrades, product and system innovation, etc. The management of the Group will continue to recruit talents of necessary level and number at this STC for providing various supports to the Group.

優秀人才是研發成功的關鍵。本集團致力將位於中國廣東省廣州市的戰略人才中心（「戰略人才中心」）打造成創新及發展樞紐，招聘及培育一批優秀人才以進行各種創新及科技項目，例如遠程工作、倉庫電子化及網絡安全等。於二零二零年十二月三十一日，戰略人才中心有九名僱員，為本集團提供不同類型的增值服務，例如軟件開發及升級、產品及系統創新等。本集團管理層將繼續招聘合適資歷和數量的人才加入此戰略人才中心，為本集團提供各種支援。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

USE OF PROCEEDS

On 25 October 2019, the Board resolved to change the use of the remaining unutilised net proceeds from the Listing (the “**Reallocation**”). For details of the Reallocation, please refer to the announcement of the Company dated 25 October 2019 (the “**Reallocation Announcement**”). The following table sets forth the status of use of net proceeds from the Listing as at 31 December 2020 and the expected timeline of the use of the unutilised proceeds:

所得款項用途

於二零一九年十月二十五日，董事會已議決更改餘下未動用之上市所得款項淨額之用途（「**重新分配**」）。有關重新分配詳情，請參閱本公司日期為二零一九年十月二十五日的公佈（「**重新分配公佈**」）。下表列載上市所得款項淨額於二零二零年十二月三十一日的使用情況及未動用所得款項用途的預期時間表：

Business strategies as set out in the Prospectus 招股章程所載的業務策略	The actual net proceeds prior to the Reallocation 於重新分配前實際所得款項淨額	The actual net proceeds subsequent to the Reallocation 於重新分配後實際所得款項淨額	The actual net proceeds subsequent to the Reallocation 於重新分配後實際所得款項淨額	Incurred up to 31 December 2020 截至二零二零年十二月三十一日已動用	Balance as at 31 December 2020 於二零二零年十二月三十一日之結餘	Expected timeline of full utilisation of the balance as at 31 December 2020
						於二零二零年十二月三十一日悉數動用結餘的預期時間表
	HK\$' million 百萬港元	HK\$' million 百萬港元	HK\$' million 百萬港元	HK\$' million 百萬港元	HK\$' million 百萬港元	
Development of new production base 發展新生產基地	77.8	–	77.8	(29.4)	48.4	end of 2023 二零二三年末
Upgrading of existing production facilities 升級現有生產設施	4.5	–	4.5	(4.3)	0.2	end of 2021 二零二一年末
Establishment of offices in Dublin, Ireland and Paris, France 在愛爾蘭都柏林及法國巴黎建立辦事處	11.3	(8.3)	3.0	(3.0)	–	N/A 不適用
Establishment of the STC in Guangzhou City, Guangdong Province, the PRC 在中國廣東省廣州市建立戰略人才中心	11.3	(5.0)	6.3	(4.9)	1.4	end of 2022 二零二二年末
Working capital and other general corporate purposes 營運資金及其他一般企業用途	5.1	–	5.1	(5.1)	–	N/A 不適用
Business developments and operations in Europe 在歐洲進行業務發展及營運	–	13.3	13.3	(6.0)	7.3	end of 2022 二零二二年末
	110.0	–	110.0	(52.7)	57.3	

The unutilised net proceeds have been deposited in interest bearing bank accounts with licensed banks in Hong Kong. The Board closely monitors the use of net proceeds with reference to those disclosed in the Prospectus and the Reallocation Announcement. Due to the uncertain economic and market conditions, driven by the outbreak of COVID-19 and worsening US-China relations, the Group's plans for the development of new production base in the PRC and business developments and operations in Europe have been deferred. The remaining portion of the net proceeds are expected to be utilised up to the financial year ending 31 December 2023. The expected timeline of full utilisation is based on the Directors' best estimation barring unforeseen circumstances, and would be subject to change based on the future development of market conditions.

RESPONSE TO COVID-19

COVID-19 has spread across the globe since early 2020 and governments around the world have been at the frontline of managing the COVID-19 health crisis. With worldwide lockdowns and strong containment measures, the Group experienced a temporary disruption of production outputs and product delivery in the first quarter of 2021 which had adversely affected the financial performance for FY2020. Regardless of these difficult times, staff members of the Group remain committed to supporting customers, suppliers, and business partners while staying healthy and safe.

Immediately after the outbreak of COVID-19, the Group put in place various measures to reduce the risk of COVID-19 transmission in the workplace, including but not limited to the implementation of remote and/or flexible work arrangements, intensified cleaning and disinfection, provision of personal protective equipment, etc. In the production base in the PRC, the Group formed a steering committee to navigate the COVID-19 prevention and control measures. The committee took a number of measures to comply with disease prevention and control requirements imposed by the Chinese government and facilitate the resumption of production following the spread of COVID-19, such as implementation of health declaration measures in the workplace, promotion of personal and environmental hygiene, mandatory body temperature checking for every visitor and employee, and so on.

Although the health crisis of COVID-19 is still ongoing, the management of the Group would like to express gratitude to their colleagues for their hard work, great support, resilience to adversity and their dedication to the Group's customer amid these challenging times.

未動用的所得款項淨額經已存放在香港持牌銀行的計息銀行賬戶內。董事會參考招股章程及重新分配公佈所披露的內容，密切監察所得款項淨額的使用情況。由於COVID-19爆發及中美關係惡化導致經濟及市場狀況不明朗，本集團在中國發展新生產基地及在歐洲進行業務發展及營運的計劃已被推遲。預計所得款項淨額的剩餘部分將被動用至截至二零二三年十二月三十一日止財政年度。除非出現不可預見的情況，悉數動用的預期時間表乃基於董事的最佳估計，並會根據市況的未來發展而變動。

應對COVID-19

COVID-19自二零二零年初已蔓延全球，而各國政府一直站在抗疫前線，應對COVID-19引發的健康危機。鑒於全球性封鎖及嚴格的防控措施，本集團於二零二一年第一季度的產量及產品交付曾經暫時中斷，繼而對二零二零年財政年度的財務表現造成不利影響。儘管處於此艱難時刻，本集團員工於在確保健康及安全的情況下仍致力為其客戶、供應商及商業夥伴提供支援。

緊隨COVID-19爆發後，本集團制定各種措施降低COVID-19於工作場所傳播的風險，包括但不限於實施遠程及／或彈性工作安排、加強清潔及消毒、提供個人防護裝備等。本集團在中國的生產基地設立督導委員會，領導COVID-19的防控措施。該委員會採取多項措施以符合中國政府實施的疾病預防及控制規定，以及促進COVID-19蔓延後的復產，例如於工作場所實施健康申報措施、推廣個人及環境衛生、對所有來訪者及僱員強制測量體溫等。

儘管COVID-19的衛生危機仍然持續，本集團管理層仍謹此對同仁於此艱難時期的努力付出、鼎力支持、逆境自強的精神及為本集團客戶作出的貢獻致以衷心感謝。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

OUTLOOK

The global economic turmoil brought by the multiple waves of COVID-19 outbreak has been devastating. The impacts caused by the pandemic have not only affected individuals, but also businesses, societies, and the world as a whole. It is difficult to estimate when the pandemic will end and global economy will recover despite the COVID-19 vaccines have been launched for widespread injection.

In the past few decades, the Group has faced and overcome many challenges, turning crises into opportunities, and thereby has developed its solid foundation in the power electronics industry. The only constant in life is change. The increased popularity of personal and public health awareness, remote/flexible work arrangements, and new energy vehicles have accelerated global demands on medical and healthcare products, automation and self-service equipment, and smart charging solutions. The Group will leverage its technical expertise and capability to explore business opportunities of such demands.

展望

歷經多波COVID-19疫情爆發後，全球經濟受到重挫。疫情不單影響個人，更波及各行各業、社會及全世界。儘管COVID-19疫苗經已面世並展開廣泛接種，但目前仍難以估計疫情將何時完結及全球經濟何時復甦。

於過往數十年，本集團面臨並克服諸多挑戰，化危為機，從而於電力電子行業奠定穩固的基礎。世上唯一不變的就是變化本身。隨著個人及公眾對衛生意識的增強、遠程／彈性工作安排及新能源車輛日益普及，全球對醫療及保健產品、自動化及自助式設備以及智慧充電解決方案的需求急速上升。本集團將憑藉其技術底蘊及能力，發掘此等需求的業務機會。

CORPORATE GOVERNANCE REPORT

企業管治報告

The Company's corporate governance code is based on the principles of the Corporate Governance Code (the "CG Code") as set out in Appendix 14 to the Listing Rules. The Company is committed to ensuring a quality board and transparency and accountability to Shareholders.

The Company complied with all code provisions in the CG Code during the year ended 31 December 2020.

The Board has reserved for its decision and consideration in relation to (i) formulating the strategic objectives of the Group; (ii) considering and deciding the Group's significant operational and financial matters, including but not limited to substantial mergers and acquisitions and disposals; (iii) overseeing the Group's corporate governance practices; (iv) ensuring effective risk management and internal control systems in place; (v) directing and monitoring senior management in pursuit of the Group's strategic objectives; and (vi) determining the remuneration packages of all Directors and the Group's senior management, including benefits in kind, pension rights and compensation payments for loss or termination of their office or appointment. Implementation and execution of Board policies and strategies and the daily administrative matters are delegated to the respective Board committees and the management team of the Company.

本公司之企業管治守則乃按上市規則附錄十四所載企業管治守則（「企業管治守則」）之原則訂立。本公司致力確保高質素的董事會及透明度，並會向股東負責。

本公司於截至二零二零年十二月三十一日止年度已遵守所有企業管治守則之守則條文。

董事會保留以下事項供其決定及考慮：(i)制定本集團的策略性目標；(ii)考慮及決定本集團的重要營運及財務事宜，包括但不限於重大合併和收購及出售事項；(iii)監察本集團的企業管治常規；(iv)確保設有有效風險管理及內部監控制度；(v)指導及監察高級管理層追求本集團的策略目標；及(vi)釐定全體董事及本集團高級管理層的薪酬待遇，包括實物利益、退休金權利及喪失或終止職務或委任的賠償。董事會政策及策略與日常行政事務的推行及執行交由各董事會委員會及本公司管理層團隊負責。

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CORPORATE GOVERNANCE REPORT

企業管治報告

The Board conducts at least four regular Board meetings in a year and additional meetings will be held or resolutions in writing signed by all Directors in lieu of a meeting will be arranged as and when required. If a substantial shareholder of the Company or a Director has a conflict of interest in a transaction which the Board determines to be material, it will be considered and dealt with by the Board at a duly convened Board meeting. Comprehensive information on matters to be discussed at the Board meeting will be supplied to the Directors in a timely manner to facilitate discussion and decision making.

董事會每年最少召開四次常規董事會會議，並於需要時舉行額外會議或以全體董事簽署的書面決議案代替舉行會議。倘董事會認為本公司的主要股東或董事於一項交易中涉及重大利益衝突，有關交易將於正式召開的董事會會議上由董事會考慮及處理。本集團適時向董事提供將於董事會會議商討的事宜之全面資料，以助討論及決策。

COMPOSITION OF THE BOARD

At the date of this annual report, the Board comprises three Executive Directors and three Independent Non-executive Directors. The name and office of each of the members of the Board and the Board committees of the Company are as follows:

董事會之組成

於本年報日期，董事會由三名執行董事及三名獨立非執行董事組成。本公司董事會及董事委員會各成員之姓名及職位如下：

Board members 董事會成員	Office 職位
Lai Yiu Wah 黎耀華	Chairman and Executive Director 主席及執行董事
Tai Leung Lam 戴良林	Chief Executive Officer, Executive Director and Director of Manufacturing 行政總裁、執行董事及生產總監
Joseph Mac Carthy Joseph Mac Carthy	Executive Director and Head of Sales and Technical 執行董事及銷售及技術主管
Georges René Gener*	Executive Director and Chairman of European Operations 執行董事及歐洲營運主席
Georges René Gener*	執行董事及歐洲營運主席
Fung Chun Chung 馮鎮中	Independent Non-executive Director 獨立非執行董事
Cheung Kin Wing 張建榮	Independent Non-executive Director 獨立非執行董事
Wong Raymond Fook Lam 黃福霖	Independent Non-executive Director 獨立非執行董事

* Resigned with effect from 15 February 2020
自二零二零年二月十五日起辭任

AUDIT COMMITTEE MEMBERS

Cheung Kin Wing (*Chairman*)
 Fung Chun Chung
 Wong Raymond Fook Lam

REMUNERATION COMMITTEE MEMBERS

Wong Raymond Fook Lam (*Chairman*)
 Lai Yiu Wah
 Fung Chun Chung
 Cheung Kin Wing

NOMINATION COMMITTEE MEMBERS

Fung Chun Chung (*Chairman*)
 Lai Yiu Wah
 Wong Raymond Fook Lam

RISK MANAGEMENT COMMITTEE MEMBERS

Lai Yiu Wah (*Chairman*)
 Cheung Kin Wing
 Fung Chun Chung
 Wong Raymond Fook Lam

審核委員會成員

張建榮 (主席)
 馮鎮中
 黃福霖

薪酬委員會成員

黃福霖 (主席)
 黎耀華
 馮鎮中
 張建榮

提名委員會成員

馮鎮中 (主席)
 黎耀華
 黃福霖

風險管理委員會成員

黎耀華 (主席)
 張建榮
 馮鎮中
 黃福霖

CORPORATE GOVERNANCE REPORT

企業管治報告

All of the existing Executive Directors have signed a service contract with the Company for an initial term of three years, commencing from 10 February 2017 (subject to termination in certain circumstances as stipulated in the relevant service contract). The said service contracts have been renewed for a term of three years commencing from 1 February 2020. Mr. Georges René Gener has signed a service contract with the Company for a term of no more than three years commencing on 2 November 2018 and expiring at the conclusion of an annual general meeting (“AGM”) to be held in the third year following the year of his appointment. Mr. Gener resigned from his positions with effect from 15 February 2020.

Each of the Independent Non-executive Directors has signed a letter of appointment with the Company for an initial term of three years, commencing from 1 February 2017 (subject to termination in certain circumstances as stipulated in the relevant letter of appointment). The said letters of appointment have been renewed for a term of three years commencing from 1 February 2020.

All Directors are subject to retirement by rotation at least once every three years in accordance with the articles of association of the Company (the “Articles”).

The Board composition is regularly reviewed to ensure that it has a balance of skills and experience appropriate for the requirements of the business of the Group. A balanced composition of Executive Directors and Independent Non-executive Directors is maintained to ensure independence and effective management. The Company has satisfied the relevant provision of the Listing Rules in having at least one of the Independent Non-executive Directors with appropriate professional qualifications or accounting or related financial management expertise. There is no relationship among the members of the Board.

The appointment of Directors is recommended by the Remuneration Committee and the Nomination Committee and approved by the Board based on a formal written procedure and policy for the appointment of new Directors. When selecting potential candidates for the Directors, their skills, experience, expertise, devotion of time and non-conflicts of interests are the key factors.

The daily operation and management of the business of the Group, among other matters, the implementation of strategies, are delegated to the Executive Directors and senior management. They report periodically to the Board on their work and business decisions.

所有現有執行董事已與本公司簽訂服務合約，由二零一七年二月十日起初步為期三年（可於相關服務合約所訂明的若干情況下終止）。有關服務合約已經更新由二零二零年二月一日起為期三年。Georges René Gener先生與本公司簽訂為期不超過三年的服務合約，自二零一八年十一月二日起計，任期至其獲委任後將第三年舉行的股東週年大會（「股東週年大會」）結束時屆滿。Gener先生於二零二零年二月十五日辭任其職務。

各獨立非執行董事已與本公司簽訂委任書，由二零一七年二月一日起初步為期三年（可於相關委任書所訂明的若干情況下終止）。有關委任書已經更新由二零二零年二月一日起為期三年。

全體董事須根據本公司組織章程細則（「細則」）規定每三年至少一次輪席退任。

本公司定期檢討董事會的組合，以確保其於技能及經驗方面均達致適切本集團業務所需的平衡。執行董事及獨立非執行董事人數亦保持均衡，以確保其獨立性及有效管理。本公司符合上市規則的有關規定，即最少一位獨立非執行董事具備適當的專業資格或會計或相關的財務管理專長。董事會成員之間概無任何關係。

董事的委任乃由薪酬委員會及提名委員會建議，並由董事會根據委任新董事的正式書面程序及政策予以批准。當甄選董事候選人時，其技能、經驗、專長、可投放的時間及無利益衝突均為主要因素。

本集團業務的日常營運和管理（其中包括策略的執行）已授權執行董事及高級管理層負責。彼等定期向董事會匯報工作及業務決策。

All Directors have been fully consulted about any matters proposed for inclusion in the agenda for regular meetings. The chairman of the Board has delegated the responsibility for drawing up the agenda for each Board meeting to the company secretary of the Company (the “**Company Secretary**”).

With the assistance of the Company Secretary, the chairman of the Board seeks to ensure that all Directors are properly briefed on issues arising at the Board meetings and have received adequate and reliable information in a timely manner.

Notices of at least 14 days are given to the Directors for regular meetings, while the Board papers are sent to the Directors not less than three days before the intended date of a Board or Board committee meeting. With respect to other meetings, the Directors are given as much notice as is reasonable and practicable in the circumstances. The Directors can attend meetings in person or through other means of electronic communication in accordance with the Articles. The Company Secretary ensures that the procedures and all applicable rules and regulations are complied with. Minutes of the Board meetings and meetings of the Board committees are kept by the Company Secretary and are available for inspection at any time on reasonable notice by any Directors.

The Directors have full access to information of the Group and are able to obtain independent professional advice whenever they deem necessary. The Directors will be updated with legal and regulatory changes and matters of relevance to the Directors in the discharge of their duties from time to time.

Draft minutes are normally circulated to Directors or members of the relevant Board committees for comment within a reasonable time after each meeting.

Any material transaction, which involves a conflict of interests between a substantial shareholder or a Director and the Company, will be considered and dealt with by the Board at a duly convened Board meeting with the presence of the Independent Non-executive Directors. Directors are abstained from voting and not to be counted in the quorum at meetings for approving transactions in which such Directors or any of their associates have a material interest.

就擬納入定期會議議程的任何事項均已向所有董事作出充分諮詢。董事會主席已授權本公司的公司秘書（「**公司秘書**」）擬訂每次董事會會議的議程。

董事會主席亦會在公司秘書協助下，盡力確保全體董事均獲妥善匯報有關董事會會議上提出的事項，並及時接收足夠及可靠的資訊。

召開定期會議時董事均獲發最少14日通知，而會議文件在預定召開董事會或董事委員會會議日期前最少三日送呈董事。就其他會議而言，於合理實際可行的情況下，董事獲發合理的通知。董事可親身出席會議，或依據細則，透過其他電子通訊方式參與會議。公司秘書確保已遵守有關程序及所有適用規則及法規。董事會會議及董事委員會會議的會議記錄由公司秘書保管，任何董事於發出合理通知後可隨時查閱會議記錄。

董事可全權取閱本集團的資料，並於認為有需要時可徵詢獨立專業意見。董事將不時收到備忘錄，以知悉法律及監管變動及董事在履行其職責時相關事宜之更新資料。

於每次會議後合理時間內，會議記錄草稿一般會發予董事或相關董事委員會成員傳閱，以作評論。

任何涉及主要股東或董事及本公司利益衝突的重大交易，將於獨立非執行董事在場的情況下，由董事會於正式召開的董事會會議上考慮及處理。當董事或彼等任何聯繫人在會議通過的交易中有重大利益時，該等董事不得投票及計入有關會議的法定人數。

CORPORATE GOVERNANCE REPORT

企業管治報告

The Company has received from each of the Independent Non-executive Directors an annual confirmation of their independence pursuant to Rule 3.13 of the Listing Rules. The Company considers that all of the Independent Non-executive Directors are independent.

RESPONSIBILITIES

In the course of discharging their duties, the Directors act in good faith, with due diligence and care, and in the best interests of the Company and its shareholders. Their responsibilities include (i) regular board meetings focusing on business strategy, operational issues and financial performance; (ii) monitoring the quality, timeliness, relevance and reliability of internal and external reporting; (iii) monitoring and managing potential conflicts of interest of management, board members and shareholders, including misuse of corporate assets and abuse in connected transaction; and (iv) ensuring processes are in place to maintain the overall integrity of the Company, including financial statements, relationships with suppliers, customers and other stakeholders, and compliance with all laws and ethics.

DIRECTORS' RESPONSIBILITIES FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Directors' responsibilities for the consolidated financial statements are set out on page 160 of this annual report.

本公司已收取各獨立非執行董事根據上市規則第3.13條之年度獨立身份確認書。本公司認為所有獨立非執行董事均為獨立。

責任

董事在履行其職責過程中以誠信、盡職及審慎態度，按本公司及其股東之最佳利益行事。彼等的責任包括(i)定期舉行董事會會議，專注於業務策略、經營問題及財務表現；(ii)監控內部及對外匯報的質素、及時性、相關性及可靠性；(iii)監控及處理管理層、董事會成員及股東的潛在利益衝突，包括不當使用公司資產及進行關連交易；及(iv)確保按程序以保持本公司整體的誠信，包括財務報表、與供應商、客戶及其他持份者的關係及符合所有法律及道德規範。

董事就綜合財務報表承擔之責任

董事就綜合財務報表承擔之責任載於本年報第160頁。

BOARD DIVERSITY POLICY

The Board has adopted a board diversity policy which sets out the approach to achieve a sustainable and balanced development of the Company and also to enhance the quality of performance of the Company.

The Company seeks to achieve board diversity through the consideration of a number of factors, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service.

Selection of candidates will be based on a range of diversity perspectives as stated in the above. The ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board.

As at the date of this annual report, the Board comprises six Directors. Three of the Directors are Independent Non-executive Directors and are independent of the management, thereby promoting critical review and control of the management process. The Board is also characterised by significant diversity, whether considered in terms of professional background and skills.

BOARD MEETINGS AND GENERAL MEETINGS

During the year ended 31 December 2020, nine Board meetings were held to review and approve, among other things, (i) the financial results for the year ended 31 December 2019; (ii) the interim results for the six months ended 30 June 2020; (iii) business progress, operation updates, and quarterly results; (iv) publication of profit warning and alert announcements. The Board also held a Board meeting on 25 March 2021 to approve the annual results of the Company for the year ended 31 December 2020. One AGM was held during the year ended 31 December 2020.

董事會多元化政策

董事會已採納董事會多元化政策，其列明達致本公司可持續及平衡發展的方法，及提升本公司表現質素。

本公司尋求通過考慮若干因素，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、知識及服務任期，實現董事會多元化。

甄選董事會成員人選將按上述一系列多元化範疇為基準。最終將按董事人選的優點及將為董事會帶來的貢獻而作決定。

於本年報日期，董事會由六名董事組成。三名董事為獨立於管理層的獨立非執行董事，藉此促進管理過程的重要審核及監管。不論以專業背景及技能作考慮，董事會亦顯著多元化。

董事會會議及股東大會

截至二零二零年十二月三十一日止年度，本公司已舉行九次董事會會議以審核及批准（其中包括）(i)截至二零一九年十二月三十一日止年度的財務業績；(ii)截至二零二零年六月三十日止六個月的中期業績；(iii)業務進展、最新經營情況及季度業績；(iv)盈利警告及預告公告的刊發。董事會亦於二零二一年三月二十五日舉行董事會會議以批准本公司截至二零二零年十二月三十一日止年度的年度業績。截至二零二零年十二月三十一日止年度，本公司已舉行一次股東週年大會。

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Details of the Directors' attendance records in Board meetings and general meetings during the year ended 31 December 2020 are set out below:

截至二零二零年十二月三十一日止年度，董事於董事會會議及股東大會會議的出席記錄詳情如下：

Name of Directors 董事姓名	No. of Board meetings attended/ eligible to attend 出席／合資格出席 董事會會議次數	No. of general meetings attended/ eligible to attend 出席／合資格出席 股東大會會議次數
<i>Executive Directors</i> 執行董事		
Lai Yiu Wah 黎耀華	9/9	1/1
Tai Leung Lam 戴良林	9/9	1/1
Joseph Mac Carthy	9/9	1/1
Georges René Gener*	1/9	N/A 不適用
Georges René Gener*		
<i>Independent non-executive Directors</i> 獨立非執行董事		
Fung Chun Chung 馮鎮中	9/9	1/1
Cheung Kin Wing 張建榮	9/9	1/1
Wong Raymond Fook Lam 黃福霖	9/9	1/1

* Resigned with effect from 15 February 2020
自二零二零年二月十五日起辭任

DELEGATION BY THE BOARD

The Board has established four committees, namely the Audit Committee, the Remuneration Committee, the Nomination Committee and Risk Management Committee. Specific responsibilities of each committee are described below. All committees have defined terms of reference which are no less exacting than those set out in the CG Code.

董事會授權

董事會成立四個委員會，即審核委員會、薪酬委員會、提名委員會及風險管理委員會。各委員會的具體職責於下文詳述。所有委員會均訂有明確的職權範圍，其嚴謹程度不下於企業管治守則所載者。

AUDIT COMMITTEE

The Audit Committee was established on 27 October 2017 with written terms of reference in compliance with Rule 3.21 of the Listing Rules and paragraph C3 and paragraph D3 of the CG Code. The Audit Committee comprises three members, namely Mr. Cheung Kin Wing, Mr. Fung Chun Chung and Mr. Wong Raymond Fook Lam. The chairman of the Audit Committee is Mr. Cheung Kin Wing, who holds the appropriate professional qualifications as required under Rules 3.10(2) and 3.21 of the Listing Rules.

The primary duties of the Audit Committee include, but are not limited to, the following: (i) making recommendations to the Board on the appointment and removal of the external auditor; (ii) reviewing the financial statements of the Group and monitoring the integrity of such financial statements; and (iii) overseeing the financial reporting system and internal control procedures and the Group's internal audit function.

During the year ended 31 December 2020, three Audit Committee meetings were held, during which the Audit Committee reviewed and discussed (i) the independence and objectivity of independent auditor and its engagement; (ii) the audited financial statement of the Group for the year ended 31 December 2019; (iii) the internal control and risk management report of the Group for the year ended 31 December 2019; (iv) the unaudited interim financial statement of the Group for the six months ended 30 June 2020; and (v) the re-appointment of the independent auditor of the Group. An Audit Committee meeting was also held on 25 March 2021 with all the members present to review and consider, inter alia, the audited financial statements of the Group for the year ended 31 December 2020 and the re-appointment of independent auditor of the Group. There was no disagreement between the Board and the Audit Committee on the selection and appointment of the external auditor.

審核委員會

審核委員會於二零一七年十月二十七日成立，並遵照上市規則第3.21條及企業管治守則第C3及D3段制訂書面職權範圍。審核委員會包括三名成員，即張建榮先生、馮鎮中先生及黃福霖先生。審核委員會主席為張建榮先生，彼具有上市規則第3.10(2)條及3.21條規定的合適專業資格。

審核委員會的主要職責包括（但不限於）以下各項：(i)就外部核數師的委任及罷免向董事會作出推薦建議；(ii)審閱本集團財務財表及監察該等財務報表的完整性；及(iii)監督財務申報系統及內部監控程序以及本集團的內部審核職能。

於截至二零二零年十二月三十一日止年度內，審核委員會舉行了三次會議，於會議期間，審核委員會檢討及討論(i)獨立核數師的獨立性及客觀性以及聘任；(ii)本集團於截至二零一九年十二月三十一日止年度的經審核財務報表；(iii)本集團截至二零一九年十二月三十一日止年度的內部控制及風險管理報告；(iv)本集團於截至二零二零年六月三十日止六個月的未經審核中期財務報表；及(v)本集團獨立核數師的重新委任。審核委員會亦於二零二一年三月二十五日舉行一次會議（全體成員均有出席），以審閱及考慮（其中包括）本集團於截至二零二零年十二月三十一日止年度的經審核財務報表，以及重新委任本集團獨立核數師。董事會與審核委員會在甄選及委任外部核數師時並無出現意見分歧。

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Attendance at meetings of the Audit Committee during the year ended 31 December 2020 is as follows:

審核委員會會議於截至二零二零年十二月三十一日止年度的出席紀錄如下：

Name of Directors 董事姓名	No. of meetings attended/ eligible to attend 出席／合資格 出席會議次數
Cheung Kin Wing 張建榮	3/3
Fung Chun Chung 馮鎮中	3/3
Wong Raymond Fook Lam 黃福霖	3/3

The Company's consolidated financial statements for the year ended 31 December 2020 have been reviewed by the Audit Committee. The Audit Committee considered that the relevant financial statements have been prepared in compliance with the applicable accounting principles and requirements of the Stock Exchange and disclosures have been fully made.

審核委員會已審閱本公司於截至二零二零年十二月三十一日止年度的綜合財務報表。審核委員會認為，有關財務報表已遵照適用的會計原則及聯交所的規定而編製，並已作出全面披露。

REMUNERATION COMMITTEE

The Remuneration Committee was established with written terms of reference in compliance with paragraph B1 of the CG Code on 27 October 2017. As at 31 December 2020 and date of this annual report, the Remuneration Committee comprises four members, namely, Mr. Wong Raymond Fook Lam, Mr. Lai Yiu Wah, Mr. Fung Chun Chung and Mr. Cheung Kin Wing. The chairman of the Remuneration Committee is Mr. Wong Raymond Fook Lam.

薪酬委員會

薪酬委員會於二零一七年十月二十七日成立，並遵照企業管治守則第B1段制訂書面職權範圍。於二零二零年十二月三十一日及本年度報告日期，薪酬委員會包括四名成員，即黃福霖先生、黎耀華先生、馮鎮中先生及張建榮先生。薪酬委員會主席為黃福霖先生。

The primary duties of the Remuneration Committee include, but are not limited to, the following: (i) making recommendations to the Board on the policy and structure for the remuneration of all the Directors and senior management; (ii) making recommendations to the Board on the establishment of a formal and transparent procedure for developing remuneration policy; (iii) determining the specific remuneration packages of all Directors and senior management; and (iv) reviewing and approving the management's remuneration proposals with reference to the corporate goals and objectives resolved by the Board from time to time.

薪酬委員會的主要職責包括（但不限於）以下各項：(i)就全體董事及高級管理層的薪酬政策及架構向董事會作出推薦建議；(ii)就設立正式而具透明度之薪酬政策制訂程序向董事會作出推薦建議；(iii)釐定全體董事及高級管理層的具體薪酬待遇；及(iv)根據董事會不時議決的企業目標及宗旨審閱及批准管理層的薪酬建議。

During the year ended 31 December 2020, two Remuneration Committee meetings were held to (i) review the remuneration of Directors and senior management; and (ii) consider the new service contracts and letters of appointment for Directors.

於截至二零二零年十二月三十一日止年度內，薪酬委員會舉行兩次會議，以(i)檢討董事及高級管理層的薪酬；及(ii)考慮董事新的服務合同及委任書。

Attendance at meetings of the Remuneration Committee during the year ended 31 December 2020 is as follows:

薪酬委員會會議於截至二零二零年十二月三十一日止年度的出席紀錄如下：

Name of Directors 董事姓名	No. of meetings attended/ eligible to attend 出席／合資格 出席會議次數
Wong Raymond Fook Lam 黃福霖	2/2
Lai Yiu Wah 黎耀華	2/2
Fung Chun Chung 馮鎮中	2/2
Cheung Kin Wing 張建榮	2/2

Details of the directors' remuneration and five highest paid individuals for the year ended 31 December 2020 are set out in note 9 to the consolidated financial statements.

截至二零二零年十二月三十一日止年度，董事薪酬及五名最高薪酬人士的詳情，載於綜合財務報表附註9。

During the year ended 31 December 2020, the remuneration of the senior management is listed below by band:

截至二零二零年十二月三十一日止年度，高級管理層薪酬按範圍載列如下：

	Number of individuals 人數
HK\$ nil to HK\$1,000,000 零港元至1,000,000港元	1
HK\$1,000,001 to HK\$1,500,000 1,000,001港元至1,500,000港元	4

NOMINATION COMMITTEE

The Nomination Committee was established with written terms of reference in compliance with paragraph A5 of the CG Code on 27 October 2017. As at 31 December 2020 and date of this annual report, the Nomination Committee comprises three members, namely Mr. Lai Yiu Wah, Mr. Fung Chun Chung and Mr. Wong Raymond Fook Lam. The chairman of the Nomination Committee is Mr. Fung Chun Chung.

提名委員會

提名委員會於二零一七年十月二十七日成立，並遵照企業管治守則第A5段制訂書面職權範圍。於二零二零年十二月三十一日及本年度報告日期，提名委員會包括三名成員，即黎耀華先生、馮鎮中先生及黃福霖先生。提名委員會主席為馮鎮中先生。

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The primary functions of the Nomination Committee include, but are not limited to, the following: (i) reviewing the structure, size and composition of the Board; (ii) assessing the independence of the Independent Non-executive Directors; and (iii) making recommendations to the Board on matters relating to the appointment or re-appointment of Directors and succession planning for Directors.

During the year ended 31 December 2020, one Nomination Committee meeting was held to (i) review the structure, size, diversity and composition of the Board are appropriate; (ii) assess the independence of Independent Non-executive Directors; and (iii) recommend the re-election of Directors.

Attendance at meeting of the Nomination Committee during the year ended 31 December 2020 is as follows:

提名委員會的主要職責包括（但不限於）以下各項：(i)檢討董事會架構、規模及組成；(ii)評估獨立非執行董事的獨立性；及(iii)就委任或重新委任董事及董事繼任計劃向董事會作出推薦建議。

於截至二零二零年十二月三十一日止年度內，提名委員會舉行一次會議以(i)檢討董事會的架構、規模、多元化及組成是否屬適當；(ii)評估獨立非執行董事的獨立性；及(iii)建議重選董事。

提名委員會會議於截至二零二零年十二月三十一日止年度的出席紀錄如下：

Name of Directors 董事姓名	No. of meetings attended/ eligible to attend 出席／合資格 出席會議次數
Fung Chun Chung 馮鎮中	1/1
Lai Yiu Wah 黎耀華	1/1
Wong Raymond Fook Lam 黃福霖	1/1

The Nomination Committee has reviewed annually the Board composition by considering the benefits of all aspects of diversity, including but not limited to those described under the heading of Board Diversity Policy in this annual report. The Board Diversity Policy shall be reviewed by the Nomination Committee, as appropriate, to ensure its effectiveness.

提名委員會已透過考慮多元化各方面的裨益，每年檢討董事會的組成，包括但不限於本年報董事會多元化政策項下所述者。董事會多元化政策須由提名委員會審閱（視乎情況），以確保其有效。

The Nomination Committee shall consider a number of factors in making nominations, including but not limited to the following:

a. Skills, Experience and Professional Expertise

The candidate should possess the skills, knowledge, experience and professional expertise which are relevant to the operations of the Group.

b. Diversity

Candidates should be considered on merit and against objective criteria, with due regard to the diversity perspectives set out in the Board Diversity Policy of the Company.

c. Commitment

The candidate should be able to devote sufficient time to attend the board meetings and participate in induction, training and other board associated activities. In particular, if the proposed candidate will be nominated as an Independent Non-Executive Director and will be holding his/her seventh (or more) listed company directorship, the Nomination Committee should consider the reason given by the candidate for being able to devote sufficient time to the Board and committee meetings.

d. Standing

The candidate must satisfy the Board and the Stock Exchange that he/she has the character, experience and integrity, and is able to demonstrate a standard of competence commensurate with the relevant position as a director of the Company.

e. Independence

The candidate to be nominated as an Independent Non-Executive Director must satisfy the independence criteria set out in Rule 3.13 of the Listing Rules. Where applicable, the totality of the candidate's education, qualifications and experience shall also be evaluated to consider whether he or she has the appropriate professional qualifications or accounting or related financial management expertise for filling the office of an Independent Non-Executive Director.

提名委員會在作出提名時應考慮多項因素，包括但不限於下列各項：

a. 技能、經驗及專業知識

候選人應擁有與本集團業務營運有關的技能、知識、經驗及專業知識。

b. 多元化

考慮候選人應基於其優點及客觀標準，並適當考慮本公司董事會多元化政策內所載的多元化範疇。

c. 承擔

候選人應能投入充足的時間出席董事會會議及參加入職儀式、培訓及其他董事會相關活動。特別是，如提議的候選人獲提名為獨立非執行董事及將上任其第七個（或以上）上市公司董事職位，則提名委員會應考慮候選人所給出能投入充足時間參加董事會及委員會會議的原因。

d. 資格

候選人須讓董事會及聯交所信納其有品格、經驗及誠信，能證明其擁有與本公司董事相關職位相匹配的能力水平。

e. 獨立性

擬提名為獨立非執行董事的候選人須滿足上市規則第3.13條所載獨立標準。如適用，則亦須評估該候選人的學歷、資格及經驗等整體情況，以考慮彼是否具備合適的專業資格或會計或相關財務管理專長以擔任獨立非執行董事。

RISK MANAGEMENT COMMITTEE

The Risk Management Committee was established on 27 October 2017 to review and monitor the risk management system and oversee the hedge activities of the Group. As at 31 December 2020 and date of this annual report, the Risk Management Committee comprises four members, namely Mr. Lai Yiu Wah, Mr. Cheung Kin Wing, Mr. Fung Chun Chung and Mr. Wong Raymond Fook Lam. The chairman of the Risk Management Committee is Mr. Lai Yiu Wah.

The primary functions of the Risk Management Committee include, but are not limited to, the following: (i) reviewing the risk management system of the Group and ensure that the management has performed its duties to establish an effective risk management system; (ii) formulating risk policies and standards; (iii) reviewing the material risk exposures of the Group; (iv) reviewing annually the changes in nature and extent of significant risks; (v) reviewing annually the scope and quality of management's ongoing monitoring of risk management systems and the work of the Group's internal audit function; (vi) reviewing the Directors' decisions on entering into hedge arrangements; (vii) reviewing the effectiveness of the hedge policy; and (viii) providing recommendations to the Board on improving the hedge policy, where appropriate and if necessary.

During the year ended 31 December 2020, one Risk Management Committee meeting was held to review the risk management system of the Group and the Directors' decision on entering into foreign currency hedging arrangements and the effectiveness of the Group's hedging policy.

風險管理委員會

風險管理委員會於二零一七年十月二十七日成立，以審查及監察風險管理體系以及監督本集團對沖活動。於二零二零年十二月三十一日及本年度報告日期，風險管理委員會包括四名成員，即黎耀華先生、張建榮先生、馮鎮中先生及黃福霖先生。風險管理委員會的主席為黎耀華先生。

風險管理委員會的主要職責包括（但不限於）以下各項：(i)檢討本集團的風險管理系統，並確保管理層已履行其職責以設立有效的風險管理系統；(ii)制訂風險政策及標準；(iii)檢討本集團所面對的重要風險；(iv)每年檢討重大風險的性質及程度變化；(v)每年檢討管理層持續監察風險管理系統及本集團內部審核職能工作的範圍及質素；(vi)檢討董事對訂立對沖安排所作的決定；(vii)檢討對沖政策的有效性；及(viii)在適當情況下和有需要時就改善對沖政策向董事會提供推薦建議。

於截至二零二零年十二月三十一日止年度內，風險管理委員會舉行一次會議，以檢討本集團的風險管理系統及董事對訂立外幣對沖安排所作的決定以及本集團對沖政策的有效性。

Name of Directors	No. of meetings attended/ eligible to attend 出席／合資格 出席會議次數
董事姓名	
Lai Yiu Wah 黎耀華	1/1
Cheung Kin Wing 張建榮	1/1
Fung Chun Chung 馮鎮中	1/1
Wong Raymond Fook Lam 黃福霖	1/1

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules (the “**Model Code**”) as the code of conduct governing Directors' securities transactions. All Directors have confirmed, following specific enquiry by the Company, that they have complied with the required standards set out in the Model Code and there were no events of non-compliance during the year ended 31 December 2020 and up to the date of this annual report.

CONTINUOUS PROFESSIONAL DEVELOPMENT FOR DIRECTORS

Directors must keep abreast of their collective responsibilities. All newly appointed Director will receive training from the legal adviser of the statutory and regulatory obligations of a director of a listed company in Hong Kong. The Directors are continually updated with business and market changes, and legal and regulatory developments to facilitate the discharge of their responsibilities through various Board meetings, resolutions, memoranda, Board papers, and updates on corporate governance practices and director's responsibilities under the Listing Rules, applicable laws and other relevant statutory requirements. The Company has arranged the legal adviser to provide a training to all Directors on continuous professional development for directors.

董事進行證券交易

本公司已採納上市規則附錄十所載上市發行人董事進行證券交易的標準守則（「**標準守則**」），作為規管董事進行證券交易的操守守則。經本公司作出具體查詢後，所有董事已確認彼等已遵守標準守則所載的規定標準，且於截至二零二零年十二月三十一日止年度及截至本年報日期並無發生不遵守標準規則之事件。

董事之持續專業發展

董事需確保其集體責任與時並進。所有新任董事將會接受法律顧問就香港上市公司董事的法定及監管義務的培訓。董事透過各種董事會會議、決議案、備忘錄、董事會文件、根據上市規則、適用法律及其他相關法定規定的企業管治常規和董事職責之更新，持續獲得有關業務和市場變動，以及法律和監管發展之更新，以助彼等履行其職責。本公司已安排法律顧問向全體董事提供有關董事持續專業發展的培訓。

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Up to date of this annual report, the current Board members have participated in the following training programs:

直至本年報日期，現任董事會成員曾參加以下培訓課程：

Name of Directors 董事姓名	Types of training 培訓類別	
	Attending training organised by legal adviser 出席由法律顧問 安排的培訓	Reading materials updating on new rules and regulations 閱讀有關新規則及 法規之更新
<i>Executive Directors</i> 執行董事		
Lai Yiu Wah 黎耀華	✓	✓
Tai Leung Lam 戴良林	✓	✓
Joseph Mac Carthy	✓	✓
Georges René Gener*	N/A 不適用	N/A 不適用
Georges René Gener*		
<i>Independent non-executive Directors</i> 獨立非執行董事		
Fung Chun Chung 馮鎮中	✓	✓
Cheung Kin Wing 張建榮	✓	✓
Wong Raymond Fook Lam 黃福霖	✓	✓

* Resigned with effect from 15 February 2020
自二零二零年二月十五日起辭任

DIRECTORS AND OFFICERS INSURANCE

Appropriate insurance covers on directors' and officers' liabilities have been in force to protect the Directors and officers of the Group from their risk exposure arising from the business of the Group and, as at the date of this annual report, the Directors and officers of the Company are indemnified under a directors' and officers' liability insurance against any liability incurred by them in discharge of their duties while holding office as the Directors and officers of the Company. The Directors and officers of the Company shall not be indemnified where there is any fraud, breach of duty or breach of trust proven against them.

董事及高級職員保險

本公司已為本集團董事及高級職員購買合適的責任保險，就彼等因本集團業務承擔的風險提供保障，而於本年報日期，本公司董事及高級職員於擔任本公司董事及高級職員期間，因彼等履行職責而引致的任何責任均受到董事及高級職員責任保險之彌償。倘證實本公司董事及高級職員存在任何欺詐、失職或失信行為，則彼等將不獲彌償。

COMPANY SECRETARY

The Company Secretary is to ensure a good information flow within the Board and between the Board and senior management of the Company, to provide advice to the Board in relation to the Directors' obligations under the Listing Rules and applicable laws and regulations and to assist the Board in implementing the corporate governance practices. Ms. Wan Mei Wa Ruby, the Company Secretary, had attended not less than 15 hours of relevant professional training as required under Rule 3.29 of the Listing Rules during the year ended 31 December 2020.

RISK MANAGEMENT AND INTERNAL CONTROLS

The Board acknowledges that it is responsible for monitoring the risk management and internal control systems of the Group on an ongoing basis and reviewing their effectiveness. Such systems are designed to manage rather than to eliminate the risk of failure to achieve business objectives, and can only provide reasonable but not absolute assurance against material misstatement or loss.

The Board has the overall responsibility for evaluating and determining the nature and extent of the risks it is willing to take in achieving the Company's strategic objectives, and establishing and maintaining appropriate and effective risk management and internal control systems.

The Risk Management Committee and Audit Committee assist the Board in leading the management and overseeing their design, implementation and monitoring of the risk management and internal control systems.

Principles of Risk Management and Internal Control Systems

The principal aim of the Company's risk management and internal control systems is to manage and mitigate business risks, with a view to enhancing the value of shareholders' investments and safeguarding assets.

公司秘書

公司秘書確保董事會成員之間以及董事會與本公司高級管理層之間的資訊交流良好，就根據上市規則及適用法律法規的董事責任向董事會提供意見，以及協助董事會實行企業管治常規。公司秘書溫美華女士已遵守上市規則第3.29條的規定，於截至二零二零年十二月三十一日止年度出席不少於15小時的相關專業培訓。

風險管理及內部監控

董事會知悉其有責任按持續經營基準監控本集團風險管理及內部監控系統並審閱其成效。該等系統旨在管理而非消除未能達成業務目標的風險，且僅可就重大失實陳述或虧損作出合理而非絕對的保證。

董事會全權負責評估及釐定本公司為達成戰略目標所願承擔的風險性質及程度，並建立及維持適當及有效的風險管理及內部監控制度。

風險管理委員會及審核委員會協助董事會領導風險管理及內部監控制度的管理及監督其構成、執行及監管情況。

風險管理及內部監控系統原則

本公司風險管理及內部監控系統的主要目標乃管理及減低業務風險，以提高股東投資價值及保障資產。

Main Features of Risk Management and Internal Control Systems

The key elements of the Company's risk management and internal control systems include the establishment of a risk register to keep track of and document identified risks, the assessment and evaluation of risks, the development and continuous updating of responsive procedures, and the ongoing testing of internal control procedures to ensure their effectiveness. A risk matrix is also adopted to determine risk ratings after evaluation of the risk by the likelihood and the impact of the risk event. The risk ratings reflect the level of management's attention and risk treatment effort required.

Process Used to Identify, Evaluate and Manage Significant Risk

All divisions/departments conducted internal control assessment regularly to identify risks that potentially impact the business of the Group and various aspects including key operational and financial processes, regulatory compliance and information security. Self-evaluation has been conducted annually to confirm that control policies are properly complied with by each division/department. The management assessed the likelihood of risk occurrence, provide treatment plans, and monitor the risk management progress, and reported to the Board on all findings and the effectiveness of the systems.

The management has confirmed to the Board, the Risk Management Committee, and Audit Committee on the effectiveness of the risk management and internal control systems for the year ended 31 December 2020.

風險管理及內部監控系統的主要特點

本公司風險管理及內部監控系統的主要元素包括設立風險登記冊以跟進及記錄已識別之風險、評估及檢討風險、制定及不時更新應對措施，以及持續測試內部監控程序以確保其成效。本公司亦於評估風險出現的可能性及風險事項的影響後採納一個風險矩陣以釐定風險評級。風險評級反映管理層所需注意及處理風險力度水平。

識別、評估及管理重大風險所用程序

所有分部／部門定期進行內部監控評估，以識別可能影響本集團業務以及主要營運及財務流程、監管合規及信息安全等方面的風險。各分部／部門於每年進行自我評估，以確認其妥善遵守監控政策。管理層評估風險發生概率、提供應對計劃及監察風險管理進程，並向董事會報告所有結果及系統成效。

管理層已向董事會、風險管理委員會及審核委員會確認截至二零二零年十二月三十一日止年度風險管理及內部監控制度的成效。

Internal Audit Function

The Board, through the Risk Management Committee and Audit Committee, conducted an annual review of design, implementation, and effectiveness of the risk management and internal control systems of the Group, which covered all material controls including financial, operational and compliance controls. Such annual review was done with a view to ensuring that resources, staff qualifications and experience, training programmes and budget of the Group's accounting, internal control and financial reporting functions are adequate. In this respect, the Risk Management Committee and Audit Committee communicated any material issues to the Board.

The Group's internal audit team is responsible for performing an independent review of the adequacy and effectiveness of the Group's risk management and internal control systems. The internal audit team examined key issues in relation to the accounting practices and all material controls and the results of the independent review and assessment were reported to the Risk Management Committee, Audit Committee, and the Board. Moreover, improvements in internal control and risk management measures to enhance the risk management and internal control systems of the Group and to mitigate risks of the Group were adopted by the Board. Based on the internal audit findings and recommendations, as well as the comments of the Risk Management Committee and Audit Committee, the Board considered the internal control and risk management systems are adequate and effective.

HANDLING AND DISSEMINATION OF INSIDE INFORMATION

The Group complies with the requirements under the Listing Rules and SFO to disclose inside information to the public as soon as reasonably practicable unless the information falls within any of the safe harbours as provided in the SFO. Before the information is fully disclosed to the public, the Group ensures the information is kept strictly confidential. If the Group believes that the necessary degree of confidentiality cannot be maintained or that confidentiality may have been breached, the Group would immediately disclose the information to the public. The Group is committed to ensure that information contained in announcements are not false or misleading as to a material fact, or false or misleading through the omission of a material fact in view of disclosure of inside information in a balanced, adequate and effective way. The procedures and internal controls for the handling and dissemination of inside information are as follows:

內部審核職能

董事會透過風險管理委員及審核委員會會對本集團風險管理及內部監控系統的設計、實施及成效進行年度檢討，涵蓋所有重大控制方面，包括財務、經營及合規控制。進行該項年度檢討旨在確保本集團在會計、內部監控及財務申報職能方面的資源、員工資歷及經驗、培訓計劃及有關預算均屬充分。就此而言，風險管理委員會及審核委員會會就任何重大事宜與董事會溝通。

本集團的內部審核團隊負責獨立審閱本集團的風險管理及內部監控制度是否充足及有效。內部審核團隊審查與會計常規有關的關鍵事項及各項重大控制措施並向風險管理委員會、審核委員會及董事會匯報獨立審閱及評估結果。此外，為提高本集團風險管理及內部監控系統以及減低本集團風險而作出的內部監控及風險管理措施的改進措施已獲董事會採納。根據內部審核結果和推薦意見以及風險管理委員會與審核委員會的意見，董事會認為，內部監控及風險管理系統乃屬充足及有效。

處理及發放內幕消息

本集團遵守證券及期貨條例及上市規則之規定，於知悉任何內幕消息後，在合理切實可行的範圍內盡快向公眾作出披露，除非有關消息屬於證券及期貨條例下任何安全港條文的範圍。本集團在向公眾全面披露有關消息前，會確保該消息絕對保密。若本集團認為無法保持所需的機密性，或該消息可能已外洩，會即時向公眾作出披露。本集團亦致力確保公告中所載的資料不得在某事關重要的事實方面屬虛假或具誤導性，或因遺漏某事關重要的事實而屬虛假或具誤導性，使公眾能平等、適時及有效地取得所披露的內幕消息。處理及發佈內幕消息的程序及內部監控措施如下：

CORPORATE GOVERNANCE REPORT

企業管治報告

- the Group conducts its affairs with close regard to the disclosure requirement under the Listing Rules, the Guideline on Disclosure of Inside Information issued by the Securities and Futures Commission and its own policy;
- the Group has implemented and disclosed events or matters on fair disclosure by non-exclusive distribution of information to the public through channels such as financial reporting, public announcements and its website;
- the Group has strictly prohibited unauthorised use of confidential or inside information; and
- the Group has established procedures for responding to external enquiries about the Group's affairs so that only the Executive Directors, Company Secretary and other person duly authorised by the Board are authorised to communicate with parties outside the Group.
- 本集團嚴格按照上市規則項下之披露規定、由證券及期貨事務監察委員會發出的內幕消息披露指引及其本身之政策處理事務；
- 本集團透過財務報告、公告及公司網站等渠道向公眾廣泛及非獨家披露資料，以落實及披露事件或事宜；
- 本集團嚴禁未經授權使用機密或內幕消息；及
- 本集團已就外界查詢之事務訂立及執行回應程序，據此，只有執行董事、公司秘書及已獲董事會正式授權之其他人士獲授權與本集團外部人士溝通。

AUDITOR'S REMUNERATION AND RESPONSIBILITIES

The Company has appointed PricewaterhouseCoopers as the Auditor of the Group. For the year ended 31 December 2020, PricewaterhouseCoopers charged HK\$1.68 million for audit services. Non-audit services provided to the Group mainly represented interim review and taxation services provided by PricewaterhouseCoopers and its affiliates was HK\$0.56 million in aggregate. The reporting responsibilities of PricewaterhouseCoopers are set out in pages 161 to 163 of this annual report.

There was no disagreement between the Board and the Audit Committee on the selection and appointment of the external auditor during the year ended 31 December 2020.

核數師薪酬及責任

本公司已委任羅兵咸永道會計師事務所為本集團核數師。於截至二零二零年十二月三十一日止年度，羅兵咸永道會計師事務所就核數服務收取1,680,000港元。向本集團提供之非核數服務主要指由羅兵咸永道會計師事務所及其關聯事務所提供的中期審閱及稅務服務，費用共計560,000港元。羅兵咸永道會計師事務所之呈報責任載於本年報第161至163頁。

於截至二零二零年十二月三十一日止年度，董事會與審核委員會於甄選及委任外部核數師方面並無意見分歧。

COMMUNICATIONS WITH SHAREHOLDERS AND INVESTORS

The Company considers that effective communication with its shareholders is essential for enhancing investor relations and investors' understanding of the Group's business performance and strategies. The Company also recognises the importance of transparency and timely disclosure of corporate information, which will enable the shareholders and investors to make the best investment decisions.

The disclosure of the Group's information in a reasonable and timely manner by the Board is to facilitate the shareholders as well as the investors to have a better understanding of the business performance, operations and strategies of the Group. The Company's website at www.trio-ieg.com allows the potential and existing investors as well as the public to get access to and acquire the Company's up-to-date corporate and financial information.

Shareholders are provided with contact details of the Company, such as telephone hotline, email address and postal address, in order to enable them to make any query that they may have with respect to the Company.

They can also send their enquiries to the Board through the above means. The contact details of the Company are set out in page 64 of this annual report and the Company's website.

The Board welcomes views of the shareholders and encourages them to attend general meetings to raise any concerns that they may have with the Board or the management directly. Board members and appropriate senior staff of the Group are available at the meetings to answer any questions raised by shareholders.

與股東及投資者之溝通

本公司認為與股東有效溝通對促進投資者關係及投資者對本集團業務表現及策略的了解極為重要。本公司亦深明企業資料的透明度及適時披露之重要性，其可令股東及投資者作出最佳投資決定。

董事會合理並適時披露本集團資料，以令股東及投資者對本集團的業務表現、營運及策略有更佳了解。本公司的潛在及現有投資者以及公眾人士可透過本公司網站www.trio-ieg.com取得本公司最新的企業及財務資料。

本公司向股東提供本公司的聯絡資料，例如電話熱線、電郵地址及郵寄地址，以令股東可作出任何與本公司有關之查詢。

股東亦可透過上述方式向董事會發出查詢。本公司的聯絡資料載於本年報第64頁及本公司網址。

董事會歡迎股東提出意見，並鼓勵股東出席股東大會直接向董事會或管理層提出任何關注。董事會成員以及本集團合適的高級職員會於會上回答股東提出的任何疑問。

PROCEDURES FOR SHAREHOLDERS TO CONVENE GENERAL MEETING

To safeguard shareholders' interests and rights, separate resolutions are proposed at general meetings on each substantial issue, including the election of individual Directors, for shareholders' consideration and voting. Besides, pursuant to article 68(c) of the Articles, the Directors may, whenever they think fit, convene a general meeting, and general meetings shall also be convened on such requisition, or in default, may be convened by such requisitionists, as provided by the Hong Kong Companies Ordinance (Chapter 622, the laws of Hong Kong) (the "**Companies Ordinance**"). If any time there are not within Hong Kong sufficient Directors capable of acting to form a quorum, any Director or any two or more members of the Company representing at least 10% of the total voting rights of all members having a right to vote at general meetings, may convene a general meeting in the same manner as nearly as possible, as that in which meetings may be convened by the Directors.

Shareholders may send written enquiries to the Company or put forward any enquiries or proposals to the Board. The contact details are as follows:

Board of Directors
Trio Industrial Electronics Group Limited
Address: Block J, 5/F, Phase II, Kaiser Estate,
51 Man Yue Street,
Hung Hom, Kowloon, Hong Kong
Telephone hotline: 2765 8787
Email address: rubywan@trio-ieg.com

To put forward proposals at an AGM or a general meeting, the shareholders shall submit a written notice of those proposals with detailed contact information to the Board/Company Secretary at the Company's registered office.

The request will be verified with the Company's share registrar and upon its confirmation that the request is proper and in order, the Company Secretary will ask the Board to include the proposed resolution in the agenda for the general meeting.

股東召開股東大會之程序

為保障股東的利益及權利，於股東大會上均就每項重要事項，包括選舉個別董事提出獨立決議案，以供股東考慮及投票。此外，根據細則第68(c)條，董事可於其認為適當時召開股東大會，並亦須按香港公司條例（香港法例第622章）（「**公司條例**」）的規定應有關要求召開股東大會，如並無應有關要求召開股東特別大會，則可由請求人召開。如於任何時候在香港並無足夠能執行事務的董事以構成法定人數，則本公司的任何一名董事或任何兩名或以上股東（代表有權於股東大會上投票表決的所有股東的總投票權至少10%），均可以盡可能接近董事可能召開會議的方式召開股東大會。

股東可向本公司發送書面查詢，或向董事會提出任何查詢或建議。聯絡資料如下：

董事會
致豐工業電子集團有限公司
地址：香港九龍紅磡
民裕街51號
凱旋工商中心2期5樓J室
電話熱線：2765 8787
電郵地址：rubywan@trio-ieg.com

如欲於股東週年大會或股東大會上提呈議案，股東須將該等議案的書面通知連同詳細聯絡資料遞交至本公司的註冊辦事處，註明董事會／公司秘書收。

請求將由本公司的香港股份過戶登記處核實，經確定為恰當及適當後，公司秘書將要求董事會將有關提呈決議案納入股東大會的議程內。

Moreover, the notice period concerning the notice to be given to all the shareholders for consideration of the proposals submitted by the shareholders concerned varies as follows pursuant to article 70 of the Articles and subject to section 578 of the Companies Ordinance.

- (a) for an AGM, it shall be called by notice in writing of at least twenty-one clear days (or such longer period as may be required by the Listing Rules); and
- (b) for a general meeting other than an AGM, it shall be called by notice in writing of least fourteen clear days (or such longer period as may be required by the Listing Rules),

shall be given in the manner mentioned in the Articles to all members, to the Directors and to the Auditors.

For the avoidance of doubt, shareholder(s) must deposit and send the original duly signed written requisition, notice or statement, or enquiry (as the case may be) to the Company's registered office and provide their full names, contact details and identification in order to give effect thereto. Shareholders' information may be disclosed as required by law.

CONSTITUTIONAL DOCUMENTS

There is no change on the articles of association of the Company during the year ended 31 December 2020. An up-to-date version of the articles of association of the Company is available on the Company's website and the Stock Exchange's website.

此外，根據細則第70條及在公司條例第578條規限下，就考慮有關股東提呈的議案而向全體股東發出通告之通知期按下文所列而有所不同。

- (a) 倘為股東週年大會，須以不少於二十一個完整日（或上市規則所規定的較長期間）的書面通告召開；及
- (b) 倘為股東週年大會以外的股東大會，可以不少於十四個完整日（或上市規則所規定的較長期間）的書面通告召開，

並應按細則所述方式發送予所有股東、董事及核數師。

為免生疑問，股東必須提交及發送正式簽署的書面請求、通知或聲明之正本，或將查詢（視情況而定）發送至本公司的註冊辦事處，並提供其全名、聯絡資料及身份以令有關文件有效。股東的資料可能按法律要求披露。

組織章程文件

截至二零二零年十二月三十一日止年度，本公司的組織章程細則並無變動。本公司組織章程細則的最新版本可在本公司網站及聯交所網站查閱。

REPORT OF THE DIRECTORS

董事會報告

The Board is pleased to present their annual report together with the audited consolidated financial statements of the Group for the year ended 31 December 2020.

PRINCIPAL ACTIVITIES

The Company is an investment holding and the activities of its principal subsidiaries are shown on pages 229 to 230 of this annual report.

RESULTS AND APPROPRIATIONS

The results of the Group for the year ended 31 December 2020 are set out in the consolidated financial statements on pages 164 to 167 of this annual report.

An interim dividend of HK0.8 cent (2019: HK0.8 cent) per ordinary share totalling HK\$8,000,000 was paid to the shareholders on 22 October 2020.

The Board has recommended a final dividend of HK1.2 cents per ordinary share of the Company for the year ended 31 December 2020 (2019: HK0.8 cent) to the Shareholders. The proposed final dividend, subject to the approval of the Shareholders at the AGM to be held on Monday, 24 May 2021, is expected to be paid on Monday, 5 July 2021 to all Shareholders whose names appear on the register of members of the Company on Wednesday, 16 June 2021.

董事會欣然提呈其年度報告連同本集團截至二零二零年十二月三十一日止年度之經審核綜合財務報表。

主要業務

本公司為一間投資控股公司，其主要附屬公司的活動載於本年報第229至230頁。

業績及撥款

本集團截至二零二零年十二月三十一日止年度之業績載於本年報第164至167頁之綜合財務報表。

於二零二零年十月二十二日，向股東派付中期股息每股普通股0.8港仙（二零一九年：0.8港仙），共計8,000,000港元。

董事會建議向股東派付截至二零二零年十二月三十一日止年度之末期股息每股普通股1.2港仙（二零一九年：0.8港仙）。於股東在將於二零二一年五月二十四日（星期一）舉行的股東週年大會上批准後，擬派末期股息預期將於二零二一年七月五日（星期一）支付予於二零二一年六月十六日（星期三）名列本公司股東名冊之所有股東。

CLOSURE OF REGISTER OF MEMBERS

For determining the entitlement to attend and vote at the AGM to be held on Monday, 24 May 2021, the register of members of the Company will be closed from Monday, 17 May 2021 to Monday, 24 May 2021, both days inclusive, during which no transfer of Shares will be effected. In order to be eligible to attend and vote at the AGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's share registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Friday, 14 May 2021.

In order to ascertain the entitlement to the final dividend, the register of members of the Company will be closed from Friday, 11 June 2021 to Wednesday, 16 June 2021, both days inclusive. In order to qualify for the final dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's share registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Thursday, 10 June 2021.

BUSINESS REVIEW

A discussion and analysis of the Group's performance during the year ended 31 December 2020, the key factors affecting its results and financial position, and the information on the compliance with laws and regulations, environmental policy and relationships with stakeholders are set out in the section headed "Management Discussion and Analysis" of this annual report. Furthermore, a fair review of, and an indication of likely future development in the Group's business are set out in the sections headed "Chairman's Statement" of this annual report. Save as disclosed in this annual report, since the end of the year ended 31 December 2020, no important event affecting the Group has occurred.

暫停辦理股東登記

為確定出席擬於二零二一年五月二十四日（星期一）舉行的股東週年大會及在會上投票的資格，本公司將於二零二一年五月十七日（星期一）至二零二一年五月二十四日（星期一）期間（包括首尾兩日）暫停辦理股份過戶登記手續。為符合資格出席股東週年大會及在會上投票，務請於二零二一年五月十四日（星期五）下午四時三十分前將所有轉讓文件連同有關股票送交本公司的股份過戶登記處卓佳證券登記有限公司，地址為香港皇后大道東183號合和中心54樓。

為確定獲派發末期股息的權利，本公司將於二零二一年六月十一日（星期五）至二零二一年六月十六日（星期三）期間（包括首尾兩日）暫停辦理股份過戶登記手續。為符合資格享有末期股息，務請於二零二一年六月十日（星期四）下午四時三十分前將所有轉讓文件連同有關股票送交本公司的股份過戶登記處卓佳證券登記有限公司，地址為香港皇后大道東183號合和中心54樓。

業務回顧

對本集團截至二零二零年十二月三十一日止年度表現的討論及分析、影響其業績及財務狀況的主要因素以及有關遵守法例及法規、環境政策及與持份者的關係之資料載於本年報「管理層討論及分析」一節。此外，本集團業務的公平審視以及其可能的未來發展趨向載於本年報「主席報告」一節。除本年報所披露者外，自截至二零二零年十二月三十一日止年度末以來，概無發生影響本集團的重要事件。

PRINCIPAL RISKS AND UNCERTAINTIES

The recent outbreak of COVID-19 has caused adverse impact on the Group's sales, raw materials supply and production.

The crisis brought by COVID-19 has created unprecedented uncertainties to the global economy in 2020. In particular for the EMS industry, the deceleration in manufacturing of core raw materials is causing disruption to the entire supply chain and the product delivery schedules among the electronic manufacturers. In the first quarter of 2020, the Group's production schedules in the PRC were largely affected by the extended Lunar New Year holidays and transport disruptions.

The Group's existing customers stay prudent on project developments and slow down their orders. Potential customers are also vigilant on new projects and new orders. If the virus outbreak is not under control in the near future, it is yet unpredictable the extent of the impact on the Group's business in the medium and long term.

The five largest customers accounted for more than 60.0% of the total revenue. Any loss of the major customers or any request for price reduction may materially and adversely affect our business performance and financial condition.

Since (i) the Group does not enter into long-term sale and purchase agreements with the customers and does not have long-term purchase commitment from them; and (ii) the Group is not their exclusive supplier, there is no assurance that the five largest customers will continue to purchase the products at current levels or at all in the future. If the prices of the products are not as competitive as those set by the competitors for comparable products or if the quality of the products does not meet the customers' expectations or requirements, the customers may reduce their purchase volume or may not make purchases from the Group. If any of the five largest customers significantly reduces its purchase volume or ceases to place purchase orders with the Group, and the Group is unable to identify new customers, the business performance, results of operations and financial condition may be materially and adversely affected.

主要風險及不確定因素

近期爆發COVID-19對本集團銷售、原材料供應及生產造成不利影響。

二零二零年COVID-19引致的危機為全球經濟帶來前所未有的不明朗因素。特別是就電子製造服務行業而言，核心原材料製造減緩正擾亂全供應鏈及電子製造商的产品交付計劃。於二零二零年第一季度，本集團於中國的生產計劃很大程度上受到延長的農曆新年假期及交通中斷的影響。

本集團現有客戶對項目開發保持審慎並減緩其訂單。潛在客戶亦對新項目及新訂單保持警惕。倘病毒爆發無法於近期得到控制，尚不能預測其對本集團業務的中長期影響。

五大客戶佔總收益的60.0%以上。主要客戶的任何損失或任何下調價格的要求，或會對我們的業務表現及財務狀況造成重大不利影響。

由於(i)本集團並無與客戶訂立長期買賣協議且本集團並無取得彼等的長期採購承諾；及(ii)本集團並非他們的獨家供應商，故不能保證五大客戶日後將繼續按現時水平採購或確會採購產品。倘產品價格無法較競爭對手就同類產品所定的價格相宜或倘產品質素未能符合客戶的期望或要求，客戶或會減少採購量或可能不會向本集團下訂單。倘任何五大客戶大幅減少彼等採購量或終止向本集團下採購訂單，且本集團無法物色新客戶，本集團的業務表現、營運業績及財務狀況或會受到重大及不利影響。

In addition, there is no assurance that the major customers will not negotiate for a reduction in the price of the products in the future. In order to maintain business relationships with them, the Group may have to offer a more competitive price to them. If the Group is unable to reduce the production cost accordingly in order to maintain the profit margins, the profitability, results of operations and financial condition may be materially and adversely affected.

Fluctuations in the prices of raw materials may affect the cost of sales and adversely affect our business operations and profitability.

The major raw materials include integrated circuits, metal parts, plastic parts, printed circuit board components, capacitors, connectors, transistors, cables and cores. The prices of the raw materials generally follow their respective price trends in the market and vary with industry conditions and market supply and demand.

Since the Group does not enter into long-term supply contracts with the suppliers, there is no assurance that the suppliers will not significantly increase the prices of raw materials in the future, in particular when the market prices of or the market demand for such raw materials increase. There is also no assurance that the Group will be able to pass the increase in the costs of raw materials to the customers in a timely manner or at all to avoid adverse impacts on the profitability. If, in the event of material fluctuations in raw material prices, the customers do not agree to a price adjustment or the Group cannot pass the increase in the cost of raw materials to them in a timely manner or at all, the profitability, financial condition and results of operations may be materially and adversely affected.

Any slowdown of the industrial electronics industry may materially and adversely affect our results of operations, financial condition and business prospects.

As an EMS provider specialising in the manufacturing and sales of customised industrial electronic components and products, our business performance depends, to a large extent, on the performance and condition of the industrial electronics industry.

此外，概不保證主要客戶日後不會就調低產品價格進行磋商。為維持與彼等的業務關係，本集團可能要向彼等提供更具競爭力的價格。倘本集團無法相應地減低生產成本，以維持利潤率，則本集團的盈利能力、經營業績及財務狀況可能會受到重大不利影響。

原材料價格波動或會對銷售成本造成影響及對業務營運及盈利能力造成不利影響。

主要原材料包括集成電路、金屬部件、塑膠部件、印刷電路板零件、電容器、連接器、晶體管、纜線及核心。原材料的價格一般跟隨各自於市場的價格趨勢，並按行業狀況以及市場供求而變化。

由於本集團並無與供應商訂立長期供應合約，故不能保證供應商日後不會大幅提高原材料價格，特別是有關原材料的市價或市場需求上升時。概不保證本集團能適時將原材料成本上漲轉嫁予客戶或確能將之轉嫁予客戶，以避免對盈利能力造成不利影響。倘原材料價格出現重大波動，客戶不同意價格有所調整或本集團未能適時將原材料成本上漲轉嫁予客戶或根本不能將之轉嫁予客戶，則本集團的盈利能力、財務狀況及經營業績或會受到重大不利影響。

工業電子行業的任何放緩或會對本集團的經營業績、財務狀況及業務前景造成重大不利影響。

作為專門製造及銷售定制工業電子零件及產品的電子製造服務供應商，本集團的業務表現很大程度上取決於工業電子行業的表現及狀況。

REPORT OF THE DIRECTORS

董事會報告

The industrial electronics industry may experience slowdown or downturn due to market or industry conditions, global economic environment or other factors beyond control. Any decrease in the demand for industrial electronics equipment such as renewable energy facilities, telecommunications equipment, commercial freight equipment, medical and healthcare devices, and security systems may reduce the demand for our OEM products. In such circumstances, the sales may decline and the results of operations, financial condition and business prospects may be materially and adversely affected.

The Group is exposed to foreign exchange risks.

The major functional currency is US\$, while some of the business transactions and the cost of sales are mainly denominated HK\$, RMB, THB, and EUR. The Group is exposed to foreign currency risks as a result of sales and purchases that are denominated in a currency other than US\$. Any significant changes in the exchange rate between US\$ and other currencies may result in substantial loss for the Group and the financial condition and results of operations may be materially and adversely affected.

Failure to retain the services of key personnel may adversely affect the results of operations.

The success to date has largely been attributable to the contributions, commitment and experience of the management team and key employees, in particular their familiarity with the business operations and their experience and expertise in the industrial EMS industry. Some of our Executive Directors have more than 30 years of experience in the electronics industry. In particular, Mr. Tai Leung Lam and Mr. Joseph Mac Carthy, the Executive Directors, have more than 45 and 20 years of experience in the electronics industry, respectively. The continued success is dependent on the ability to retain the services of members of the senior management and key employees who possess the necessary experience and expertise in the industrial EMS industry. If there is any significant or material change to the composition of the key management team, the Group may not be able to recruit experienced or qualified personnel in a timely manner or at all, and may need to incur additional costs and resources in the recruitment and training of the new staff members. In addition, if the Group loses the key management personnel or employees to the competitors, the competitiveness, business performance, results of operations as well as business prospects may be materially and adversely affected.

工業電子行業或會因市場或行業狀況、全球經濟環境或其他不能控制的因素而經歷放緩或衰退。任何工業電子設備如可再生能源設施、通訊設備、商業貨運設備、醫療及保健器材及保安系統的需求減少，或會減低對本集團原始設備製造商產品的需求。在此情況下，銷售量或會下降，而本集團的經營業績、財務狀況及業務前景可能受到重大不利影響。

本集團須承受匯兌風險。

本集團的主要功能貨幣為美元，而若干業務交易及銷售成本則主要以港元、人民幣、泰銖及歐元計值。本集團須承受以美元以外貨幣計值的銷售及採購產生的匯兌風險。美元兌其他貨幣之匯率任何重大變動或會導致本集團出現重大虧損，而本集團的財務狀況及經營業績可能受到重大不利影響。

未能留聘主要人員繼續為本集團效力或會對經營業績構成不利影響。

本集團至今取得的成功很大程度歸功於管理團隊及主要僱員的貢獻、承擔及經驗，特別是彼等對業務營運的熟悉程度及在工業電子製造服務行業的經驗及專長。本集團的部分執行董事在電子行業有逾30年經驗。尤其是，執行董事戴良林先生及Joseph Mac Carthy先生在電子行業分別有超過45年及20年經驗。本集團持續成功取決於留聘高級管理層成員及主要僱員繼續為我們效力的能力，這些人員擁有工業電子製造服務行業必需的經驗及專長。倘主要管理團隊組成有任何重大或重要變動，本集團或未能適時或未能聘用到具有經驗或合資格的人員及在招聘及培訓新員工方面或需額外成本及資源。此外，倘本集團的主要管理人員或僱員轉投競爭對手，則本集團的競爭力、業務表現、經營業績及業務前景或會受到重大不利影響。

There is no assurance that the business strategies and future plans will be successfully implemented.

The successful implementation of the business strategies and future plans will depend on various factors, including but not limited to the ability to (i) retain the major customers; (ii) enhance the production efficiency; (iii) retain the existing workforce and recruit new staff members at a rate that is consistent with the business growth; (iv) raise additional funds to support the business expansion; and (v) explore new business opportunities. There is no assurance that the Group will be able to successfully implement the business strategies or future plans. Even if the business strategies or future plans are implemented, there is no assurance that they will increase the market share or enhance the market position. The results of operations and financial position may be materially and adversely affected if the business strategies or future plans are not successfully implemented.

FINANCIAL SUMMARY

A summary of the results, assets and liabilities of the Group for the last five financial years is set out on page 260 of this annual report. This summary does not form part of the consolidated financial statements.

SUBSIDIARIES

Details (including the principal activities) of the Company's subsidiaries as at 31 December 2020 are set out in note 16 to the consolidated financial statements.

PROPERTY, PLANT AND EQUIPMENT

Details of the movements in property, plant and equipment of the Group during the year ended 31 December 2020 are set out in note 14 to the consolidated financial statements.

CHARITABLE DONATIONS

Charitable and other donations made by the Group during the year ended 31 December 2020 amounted to HK\$10,000 (2019: HK\$53,000).

DISTRIBUTABLE RESERVES OF THE COMPANY

As at 31 December 2020, the Company's distributable reserves available for distribution is HK\$29,487,000 (2019: HK\$16,550,000).

概不保證業務策略及未來計劃將會成功落實。

業務策略及未來計劃的成功落實將取決於一系列因素，包括但不限於能否(i)保留主要客戶；(ii)提高生產效能；(iii)保留現有的勞動力及按照與業務增長一致的速率招聘新員工；(iv)籌集額外資金以支持業務擴展；及(v)探索新業務機遇。概不保證本集團能夠成功落實我們的業務策略或未來計劃。縱使業務策略或未來計劃能得以落實，概不保證其可增加市場佔有率或加強市場地位。倘業務策略或未來計劃未能成功落實，則本集團的經營業績及財務狀況或會受到重大不利影響。

財務概要

本集團過去五個財政年度的業績、資產及負債概要載於本年報第260頁。此概要並不構成綜合財務報表的一部分。

附屬公司

本公司附屬公司於二零二零年十二月三十一日之詳情（包括主要業務）載於綜合財務報表附註16。

物業、廠房及設備

本集團於截至二零二零年十二月三十一日止年度之物業、廠房及設備變動詳情載於綜合財務報表附註14。

慈善捐款

本集團於截至二零二零年十二月三十一日止年度作出的慈善及其他捐款為10,000港元（二零一九年：53,000港元）。

本公司可分派儲備

於二零二零年十二月三十一日，本公司的可供分派儲備為29,487,000港元（二零一九年：16,550,000港元）。

REPORT OF THE DIRECTORS

董事會報告

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Articles which would oblige the Company to offer new shares on a pro rata basis to existing shareholders unless otherwise required by the Stock Exchange.

SHARE CAPITAL

Details of the movements in share capital of the Company are set out in note 24 to the consolidated financial statements.

DIRECTORS

The Directors of the Company during the year and up to date of this annual report were as follows:

Executive Directors

執行董事

Lai Yiu Wah (Chairman of the Board)

黎耀華 (董事會主席)

Tai Leung Lam (Chief Executive Officer)

戴良林 (行政總裁)

Joseph Mac Carthy

Joseph Mac Carthy

Georges René Gener

(resigned with effect from 15 February 2020)

Georges René Gener

(自二零二零年二月十五日起辭任)

Independent non-executive Directors

獨立非執行董事

Fung Chun Chung

馮鎮中

Cheung Kin Wing

張建榮

Wong Raymond Fook Lam

黃福霖

The Company had received the resignation letter from Mr. Georges René Gener confirming that he had no disagreement with the Board and there was nothing relating to the affairs of the Company which needed to be brought to the attention of the Shareholders of Company.

Pursuant to article 120(a) of the Articles, subject to article 120(e), at each AGM, one-third of the Directors (excluding those Director(s) who are not subject to the rotation requirement under the Articles) or, if their number is not three or a multiple of three the number which is nearest to and is at least one-third, shall retire from office by rotation. A retiring Director shall be eligible for re-election.

優先購買權

除聯交所另有規定外，細則並無訂有任何有關優先購買權的規定，要求本公司須按比例向現有股東提呈發售新股。

股本

本公司的股本變動詳情載於綜合財務報表附註24。

董事

本公司於本年度及直至本年報日期之董事名列如下：

本公司已收到Georges René Gener先生辭任董事的辭職函，確認其與董事會並無意見不合，且並無與本公司事務有關的事情須提請本公司股東垂注。

根據細則第120(a)條，除細則第120(e)條另有規定外，於每屆股東週年大會上，三分之一的董事（不包括不受細則下輪席退任規定所規限的該等董事），或如董事的人數並非三或三的倍數，則最接近但不少於三分之一人數的董事須輪席退任。退任董事有資格膺選連任。

Pursuant to article 120(e) of the Articles, any Director who holds the position as an Executive Director shall not be subject to the retirement-rotation requirement of the Article.

Pursuant to A.4.2 of the CG Code, all directors (no matter executive or independent non-executive directors) including those appointed for a specific term, should be subject to retirement by rotation at least once every three years. Mr. Joseph Mac Carthy and Mr. Wong Raymond Fook Lam will retire pursuant to article 120(a) of the Articles. All the retiring Directors, being eligible, offer themselves for re-election as Directors at the forthcoming AGM.

DIRECTORS OF SUBSIDIARIES

The name of Directors who have served on the boards of the subsidiaries of the Company during the year and up to the date of this annual report are set out below:

Lai Yiu Wah
 Tai Leung Lam
 Joseph Mac Carthy
 John Anthony Tiernan
 Lai Sek Piu
 Lo Ka Kei Jun
 David Mac Carthy
 Georges René Gener*

* Resigned as a director of subsidiary with effect from 24 February 2020.

根據細則第120(e)條，任何擔任執行董事職位的董事毋須受細則的輪席退任規定所規限。

根據企業管治守則第A.4.2條，所有董事（不論執行或獨立非執行董事）（包括按特定任期委任的董事）應最少每三年輪席退任一次。Joseph Mac Carthy先生及黃福霖先生將根據細則第120(a)條退任。所有退任董事均符合資格並願意於應屆股東週年大會上膺選連任董事。

附屬公司的董事

於年內及直至本年報日期，出任本公司附屬公司董事會的董事名單如下：

黎耀華
 戴良林
 Joseph Mac Carthy
 John Anthony Tiernan
 黎錫標
 羅嘉祺
 David Mac Carthy
 Georges René Gener*

* 於二零二零年二月二十四日已辭任附屬公司董事。

REPORT OF THE DIRECTORS

董事會報告

CONFIRMATION OF INDEPENDENCE OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Company has received from each of the Independent Non-executive Directors an annual written confirmation of independence pursuant to Rule 3.13 of the Listing Rules as at the date of this annual report and considers all the Independent Non-executive Directors are independent.

BIOGRAPHIES OF DIRECTORS AND SENIOR MANAGEMENT

Biographical details of the Directors and the senior management of the Group are set out on pages 14 to 23 of this annual report.

DIRECTORS' SERVICE CONTRACTS

Three Executive Directors have each signed a service contract with the Company for an initial term of three years commencing from 10 February 2017 (subject to termination in certain circumstances as stipulated in the relevant service agreement). The said service contracts have been renewed for a term of three years commencing from 1 February 2020. Mr. Georges René Gener has signed a service contract with the Company for a term of not more than three years commencing on 2 November 2018 and expiring at the conclusion of an AGM to be held in the third year following the year of his appointment. Mr. Gener resigned from his positions with effect with 15 February 2020.

Each of the Independent Non-executive Directors has signed a letter of appointment with the Company for an initial term of three years, commencing from 1 February 2017 (subject to termination in certain circumstances as stipulated in the relevant letter of appointment). The said letters of appointment have been renewed for a term of three years commencing from 1 February 2020.

None of the Directors proposed for election at the forthcoming AGM has entered into any service contract or letter of appointment with any member of the Group which is not determinable by any member of the Group within one year without payment of compensation other than statutory compensation.

獨立非執行董事之獨立性確認

於本年報日期，本公司已接獲各獨立非執行董事根據上市規則第3.13條所發出有關其獨立性之年度書面確認，且認為全體獨立非執行董事均屬獨立。

董事及高級管理層履歷

董事及本集團高級管理層的履歷詳情載於本年報第14至23頁。

董事服務合約

三名執行董事各自已與本公司簽訂服務合約，由二零一七年二月十日起初步為期三年（可於相關服務合約所訂明的若干情況下終止）。有關服務合約已經更新由二零二零年二月一日起為期三年。Georges René Gener先生與本公司簽訂為期不超過三年的服務合約，自二零一八年十一月二日起計，任期至其獲委任後將第三年舉行的股東週年大會結束時屆滿。Gener先生於二零二零年二月十五日辭任其職務。

各獨立非執行董事已與本公司簽訂委任書，由二零一七年二月一日起初步為期三年（可於相關委任書所訂明的若干情況下終止）。有關委任書已經更新由二零二零年二月一日起為期三年。

於應屆股東週年大會建議膺選的董事並無與本集團任何成員公司訂立任何不可由本集團任何成員公司於一年內終止而毋須補償（法定補償除外）的服務合約或委任書。

TRANSACTIONS, ARRANGEMENTS AND CONTRACTS OF SIGNIFICANCE

No transactions, arrangements and contracts of significance in relation to the business of the Group to which the Company, or its holding company, or any of its subsidiaries was a party and in which a director or a connected entity of a director had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year, nor was there any transaction, arrangements or contract of significance for the provision of services to the Company or any of its subsidiaries by a controlling shareholder (as defined in the Listing Rules) or any of its subsidiaries for the year. There was also no contract of significance between the Company or one of the subsidiaries and the controlling shareholders or any of its subsidiaries.

MANAGEMENT CONTRACT

No contract concerning the management and administration of the whole or any substantial part of the business of the Company or its subsidiaries were entered into or existed during the year ended 31 December 2020.

DIRECTORS' EMOLUMENTS

Details of the remuneration of the Directors on a named basis during the year ended 31 December 2020 are set out in note 9 to the consolidated financial statements.

重大交易、安排及合約

概無由本公司或其控股公司或其任何附屬公司訂立，而董事或董事的關連實體於其中直接或間接擁有重大利益之有關本集團業務的重大交易、安排及合約於年末或年內任何時間存續，而年內亦概無有關控股股東（定義見上市規則）或其任何附屬公司為本公司或其任何附屬公司提供服務的任何重大交易、安排或合約。本公司或任何一間附屬公司與控股股東或其任何附屬公司之間亦概無重大合約。

管理合約

於截至二零二零年十二月三十一日止年度內，概無訂立或存在有關本公司或其附屬公司的所有或任何重大部分業務之管理及行政合約。

董事酬金

截至二零二零年十二月三十一日止年度內董事薪酬詳情按記名方式載於綜合財務報表附註9。

REPORT OF THE DIRECTORS

董事會報告

REMUNERATION POLICY

Under the remuneration policy of the Company, the Remuneration Committee will consider factors such as salaries paid by comparable companies, time commitment, responsibilities and performance of the Directors and senior management, as the case may be, in assessing the amount of remuneration payable to the Directors and members of the senior management. The Remuneration Committee will periodically review the compensation levels of the key executives. Based on the performance and the executives' respective contribution to the Group, the Remuneration Committee may, within the aggregate remuneration amount having been approved in a Shareholders' meeting, make recommendations to our Board as to salary increases or payment of discretionary bonuses.

The Group's employee benefit expenses mainly included salaries, overtime payment and discretionary bonus, share options, other staff benefits and contributions to retirement schemes.

Remuneration is determined with reference to the qualification, experience and work performance, whereas the payment of discretionary bonus is generally subject to work performance, the financial performance of the Group in that particular year and general market conditions.

PERMITTED INDEMNITY PROVISION

Appropriate insurance covers on directors' and officers' liabilities have been in force to protect the Directors and officers of the Group from their risk exposure arising from conducting the business of the Group.

Pursuant to the Articles and subject to the provisions of the Companies Ordinance, the Directors shall be indemnified out of the assets of the Company against any liability, loss or expenditure incurred by him in defending any proceedings, whether civil or criminal, which relate to anything done or omitted to be done or alleged to have been done or omitted to be done by him as a Director.

薪酬政策

根據本公司的薪酬政策，薪酬委員會將考慮可比較公司所支付薪金、董事及高級管理層（視乎情況而定）所付出時間、職責及表現，以評定應付董事及高級管理層成員的酬金。薪酬委員會將定期審閱主要行政人員的薪酬水平。根據本集團表現及行政人員各自對本集團所作貢獻，薪酬委員會可就加薪或支付酌情花紅向董事會提出推薦建議，惟以本公司股東大會批准的薪酬總額為限。

本集團的僱員福利開支主要包括薪金、加班工資及酌情花紅、購股權、其他僱員福利及退休計劃供款。

薪酬乃按僱員的資歷、經驗及工作表現釐定，而酌情花紅一般視乎工作表現、本集團於特定年度的財務業績及整體市場狀況而釐定。

獲准許的彌償

本公司已為董事及高級職員的責任投購適當之保險，以保障本集團董事及高級職員免於進行本集團業務所帶來的風險。

根據細則及在公司條例的條文規限下，倘董事作出或遺漏任何事宜或被指稱其作為董事作出或遺漏任何事宜，則本公司將使用其資產彌償任何對有關指控的民事或刑事法律程序提出抗辯時產生的法律責任、損失或開支。

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY OTHER ASSOCIATED CORPORATIONS

As at 31 December 2020, the interests and short positions of the Directors and the chief executive of the Company in the Shares, underlying Shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) (i) as recorded in the register required to be kept pursuant to Section 352 of the SFO, to be entered in the register referred to therein; or (ii) as required to be notified to the Company and the Stock Exchange pursuant to Model Code contained in Appendix 10 to the Listing Rules, were as follows:

董事及主要行政人員於本公司或任何其他相關法團之股份、相關股份及債權證的權益及淡倉

於二零二零年十二月三十一日，董事及本公司主要行政人員於本公司或其相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份或債權證中擁有(i)須記錄於根據證券及期貨條例第352條規定須存置於該條所述登記冊的權益及淡倉；或(ii)根據上市規則附錄十所載標準守則須知會本公司及聯交所的權益及淡倉如下：

Name of Directors	Nature of interest	Number of Shares held in Long Position	Total	Percentage of shareholding in the Company's issued share capital (Note 2)
董事姓名	權益性質	所持好倉的股份數目	合共	佔本公司已發行股本之股權百分比（附註2）
Lai Yiu Wah ("Mr. Lai") 黎耀華 （「黎先生」）	Interest in controlled corporations 於受控法團的權益	725,000,000 (Note 1) （附註1）	750,000,000	75.00%
	Beneficial owner 實益擁有人	25,000,000		
Tai Leung Lam ("Mr. Tai") 戴良林 （「戴先生」）	Interest in controlled corporations 於受控法團的權益	725,000,000 (Note 1) （附註1）	725,000,000	72.50%
Joseph Mac Carthy ("Mr. Mac Carthy") Joseph Mac Carthy （「Mac Carthy先生」）	Beneficiary of a trust 信託受益人	725,000,000 (Note 1) （附註1）	725,000,000	72.50%

REPORT OF THE DIRECTORS

董事會報告

Notes:

- (1) These Shares are held by Trio Industrial Electronics Holding Limited ("**Trio Holding**"). Trio Holding was owned as to 32.5%, 32.5%, 17.5% and 17.5% by Nawk Investment Inc. ("**Nawk Investment**"), LLT Investment Inc. ("**LLT Investment**"), Proactive Investment Inc. ("**Proactive Investment**") and Grand Energy Investment Limited ("**Grand Energy**"), respectively. Nawk Investment, LLT Investment and Proactive Investment were directly and wholly owned by Mr. Kwan Tak Sum Stanley ("**Mr. Kwan**"), Mr. Tai and Mr. Lai, respectively. Grand Energy was directly and wholly owned by King Fung Nominees Limited ("**King Fung Nominees**") on trust for Mr. Mac Carthy. Because of their interests in Trio Holding, Mr. Kwan, Mr. Tai, Mr. Lai and Mr. Mac Carthy, Nawk Investment, LLT Investment, Proactive Investment, Grand Energy and King Fung Nominees are regarded as the controlling shareholders and together be entitled to exercise and control 72.5% of the issued share capital of the Company as at 31 December 2020.

- (2) The approximate percentages were calculated based on 1,000,000,000 shares in issue as at 31 December 2020.

Save as disclosed above, as at 31 December 2020, none of the Directors nor chief executive of the Company has registered an interests and short positions in the Shares, underlying Shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) (i) which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein; or (ii) which were required to be notified to the Company and the Stock Exchange pursuant to Model Code.

DIRECTORS' RIGHT TO ACQUIRE SHARES

Save as disclosed under the paragraphs headed "Directors' and Chief Executive's Interests and Short Positions in the Shares, Underlying Shares and Debentures of the Company or any other Associated Corporations" above, at no time during the year were there any rights to acquire benefits by means of the acquisition of shares in or debentures of the Company granted to any Director or the chief executive of the Company or any of their respective spouses or minor children, or were any such rights exercised by them; or was the Company, its holding company, or any of its subsidiaries and fellow subsidiaries a party to any arrangement to enable the Directors to acquire such rights in any other body corporate.

附註：

- (1) 該等股份由致豐工業電子控股有限公司（「**致豐控股**」）持有。致豐控股由Nawk Investment Inc.（「**Nawk Investment**」）、LLT Investment Inc.（「**LLT Investment**」）、Proactive Investment Inc.（「**Proactive Investment**」）及Grand Energy Investment Limited（「**Grand Energy**」）分別擁有32.5%、32.5%、17.5%及17.5%。Nawk Investment、LLT Investment及Proactive Investment分別由關德深先生（「**關先生**」）、戴先生及黎先生直接全資擁有。Grand Energy由King Fung Nominees Limited（「**King Fung Nominees**」）以信託形式為Mac Carthy先生直接及全資擁有。由於關先生、戴先生、黎先生及Mac Carthy先生、Nawk Investment、LLT Investment、Proactive Investment、Grand Energy及King Fung Nominees於致豐控股之權益，於二零二零年十二月三十一日，彼等將被視作控股股東，且一起有權行使及控制本公司已發行股本的72.5%。

- (2) 概約百分比乃根據二零二零年十二月三十一日的1,000,000,000股已發行股份計算。

除上文所披露者外，於二零二零年十二月三十一日，概無董事及本公司主要行政人員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）之股份、相關股份或債權證中登記擁有(i)根據證券及期貨條例第352條須記錄於該條所述登記冊的權益及淡倉；或(ii)根據標準守則須知會本公司及聯交所的權益及淡倉。

董事購入股份之權利

除於上文「董事及主要行政人員於本公司或任何其他相聯法團之股份、相關股份及債權證的權益及淡倉」各段所披露者外，於年內任何時間，概無任何董事或本公司主要行政人員或任何彼等各自的配偶或未成年子女獲授可透過購入本公司股份或債權證而取得利益之任何權利，或彼等並無行使任何該等權利；或本公司、其控股公司或其任何附屬公司及同系附屬公司並無訂立任何安排，以致董事可購入任何其他法人團體的有關權利。

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY SPECIFIED UNDERTAKING OF THE COMPANY OR ANY OTHER ASSOCIATED CORPORATIONS

So far as the Directors are aware, as at 31 December 2020, the following persons (not being Directors or chief executive of the Company) had or were deemed or taken to have an interest or short position in the Shares or the underlying Shares of the Company as recorded in the register required to be kept under Section 336 of the SFO:

主要股東於本公司股份、相關股份及債權證或本公司或任何其他相聯法團之任何指明事務的權益及淡倉

就董事所知，於二零二零年十二月三十一日，下列人士（並非董事或本公司主要行政人員）於本公司的股份或相關股份中擁有或被視為或當作擁有記錄於根據證券及期貨條例第336條須予存置的登記冊內的權益或淡倉：

Name of shareholders	Nature of interests	Number of Shares held in Long Position	Percentage of shareholding in the Company's issued share capital (Note 3) 佔本公司已發行股本之股權百分比 (附註3)
股東名稱	權益性質	所持好倉的股份數目	
Mr. Kwan 關先生	Interest in a controlled corporation 於受控法團的權益	725,000,000 (Note 1) (附註1)	72.50%
Grand Energy	Interest in a controlled corporation 於受控法團的權益	725,000,000 (Note 1) (附註1)	72.50%
Grand Energy Trio Holding	Beneficial owner 實益擁有人	725,000,000 (Note 1) (附註1)	72.50%
致豐控股	Interest in a controlled corporation 於受控法團的權益	725,000,000 (Note 1) (附註1)	72.50%
Nawk Investment	Interest in a controlled corporation 於受控法團的權益	725,000,000 (Note 1) (附註1)	72.50%
Nawk Investment	Interest in a controlled corporation 於受控法團的權益	725,000,000 (Note 1) (附註1)	72.50%
LLT Investment	Interest in a controlled corporation 於受控法團的權益	725,000,000 (Note 1) (附註1)	72.50%
LLT Investment	Interest in a controlled corporation 於受控法團的權益	725,000,000 (Note 1) (附註1)	72.50%
Proactive Investment	Trustee; interest in a controlled corporation 受託人；於受控法團的權益	725,000,000 (Note 1) (附註1)	72.50%
Proactive Investment	Investment manager 投資經理	725,000,000 (Note 1) (附註2)	72.50%
King Fung Nominees	Beneficial owner 實益擁有人	92,324,000 (Note 2) (附註2)	9.23%
King Fung Nominees	Investment manager 投資經理	92,324,000 (Note 2) (附註2)	9.23%
RUAN David Ching Chi	Beneficial owner 實益擁有人	87,516,000	8.75%
RUAN David Ching Chi	Investment manager 投資經理	87,516,000	8.75%
RAYS Capital Partners Limited	Beneficial owner 實益擁有人	87,516,000	8.75%
RAYS Capital Partners Limited	Investment manager 投資經理	87,516,000	8.75%
Asian Equity Special Opportunities Portfolio Master Fund Limited	Beneficial owner 實益擁有人	87,516,000	8.75%
Asian Equity Special Opportunities Portfolio Master Fund Limited	Investment manager 投資經理	87,516,000	8.75%

REPORT OF THE DIRECTORS

董事會報告

Notes:

- (1) These shares are held by Trio Holding. Trio Holding was owned as to 32.5%, 32.5%, 17.5% and 17.5% by Nawk Investment, LLT Investment, Proactive Investment and Grand Energy, respectively. Nawk Investment, LLT Investment and Proactive Investment were directly and wholly owned by Mr. Kwan, Mr. Tai and Mr. Lai, respectively. Grand Energy was directly and wholly owned by King Fung Nominees on trust for Mr. Mac Carthy. Because of their interests in Trio Holding, Mr. Kwan, Mr. Tai, Mr. Lai and Mr. Mac Carthy, Nawk Investment, LLT Investment, Proactive Investment, Grand Energy and King Fung Nominees are regarded as the controlling shareholders and together be entitled to exercise and control 72.5% of the issued share of the Company as at 31 December 2020.
- (2) Accordingly to the information available on the website of the Stock Exchange, Asian Equity Special Opportunities Portfolio Master Fund Limited is owned as to 100% by RAYS Capital Partners Limited, which in turn is owned as to 45.6% by Mr. Ruan David Ching Chi.
- (3) The approximate percentages were calculated based on 1,000,000,000 shares in issue as at 31 December 2020.

Save as disclosed above, as at 31 December 2020, the Directors were not aware of any other persons who had any interests or short positions in the Shares or underlying Shares of the Company which would be recorded in the register required to be kept under Section 336 of the SFO.

SHAREHOLDERS' INTERESTS IN SECURITIES OF SIGNIFICANCE

Other than the interests disclosed above in respect of the substantial shareholders, as at 31 December 2020, no other person is individually or collectively entitled to exercise or control the exercise of 5% or more of the voting power at the general meetings of the Company and are able, as a practicable manner, to direct or influence the management of the Company.

附註：

- (1) 該等股份由致豐控股持有。致豐控股由Nawk Investment、LLT Investment、Proactive Investment及Grand Energy分別擁有32.5%、32.5%、17.5%及17.5%。Nawk Investment、LLT Investment及Proactive Investment分別由關先生、戴先生及黎先生直接全資擁有。Grand Energy由King Fung Nominees以信託形式為Mac Carthy先生直接及全資擁有。由於關先生、戴先生、黎先生及Mac Carthy先生、Nawk Investment、LLT Investment、Proactive Investment、Grand Energy及King Fung Nominees於致豐控股之權益，於二零二零年十二月三十一日，彼等將被視作控股股東，且一起有權行使及控制本公司已發行股份的72.5%。
- (2) 根據在聯交所網站可供查閱的資料，Asian Equity Special Opportunities Portfolio Master Fund Limited由RAYS Capital Partners Limited擁有100%，而後者由Ruan David Ching Chi先生擁有45.6%。
- (3) 概約百分比乃根據二零二零年十二月三十一日的1,000,000,000股已發行股份計算。

除上文所披露者外，於二零二零年十二月三十一日，董事並不知悉任何其他人士於本公司股份或相關股份中擁有將記錄於根據證券及期貨條例第336條須予存置的登記冊內的任何權益或淡倉。

股東於大多數證券之權益

除上文所披露有關主要股東的權益外，於二零二零年十二月三十一日，概無其他人士個別或共同地有權於本公司股東大會上行使或控制行使5%或以上投票權，而能以切實可行的方式指示或影響本公司的管理。

MAJOR CUSTOMERS AND SUPPLIERS

The percentage of sales for the year ended 31 December 2020 generated from the Group's major customers is as follows:

– The largest customer	21.3%
– Five largest customers	66.6%

The percentage of suppliers for the year ended 31 December 2020 attributable to the Group's major suppliers is as follows:

– The largest supplier	4.9%
– Five largest suppliers	18.3%

None of the Directors, their close associates (as defined in the Listing Rules) nor any shareholder (which to the knowledge of the Directors, owns more than 5% of the Company's share capital) had any beneficial interest in any of the Group's five largest customers or its five largest suppliers for the year ended 31 December 2020.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities during the year ended 31 December 2020.

DIRECTOR'S SECURITIES TRANSACTIONS

The Company has adopted a code of conduct regarding Director's securities transactions on terms no less exacting than the Model Code. Having been made a specific enquiry by the Company, all Directors confirmed that they had complied with the required standard of dealings and code of conduct regarding securities transactions throughout the year ended 31 December 2020 and up to the date of this annual report.

COMPETING INTERESTS

During the year ended 31 December 2020 and up to the date of this annual report, none of the Directors nor the controlling shareholders nor substantial shareholders (as defined in the Listing Rules) of the Company or their respective close associates (as defined in the Listing Rules) were considered to have any interests in a business which competed or was likely to compete, either directly or indirectly, with the business of the Group and/or caused, or was likely to cause any other conflicts of interest with the Group.

主要客戶及供應商

截至二零二零年十二月三十一日止年度來自本集團主要客戶之銷售額百分比如下：

– 最大客戶%	21.3%
– 五大客戶%	66.6%

截至二零二零年十二月三十一日止年度歸屬於本集團主要供應商之供應商百分比如下：

– 最大供應商%	4.9%
– 五大供應商%	18.3%

概無董事、彼等的緊密聯繫人（定義見上市規則）或任何股東（就董事所知擁有本公司超過5%股本者）於本集團於截至二零二零年十二月三十一日止年度的任何五大客戶或其五大供應商中擁有任何實益權益。

購買、出售或贖回本公司上市證券

本公司或其任何附屬公司於截至二零二零年十二月三十一日止年度並無購買、出售或贖回本公司的任何上市證券。

董事進行證券交易

本公司已採納有關董事進行證券交易的行為守則，其條款不較標準守則寬鬆。經本公司具體查詢後，全體董事確認彼等於截至二零二零年十二月三十一日止整個年度及直至本年報日期一直遵守有關證券交易的規定交易標準及行為守則。

競爭權益

於截至二零二零年十二月三十一日止年度及直至本年報日期，董事或本公司控股股東或主要股東（定義見上市規則）或彼等各自的緊密聯繫人（定義見上市規則）概無被視為於與本集團業務直接或間接構成競爭或可能構成競爭的業務中擁有任何權益，及／或致使或可能致使與本集團有任何其他利益衝突。

REPORT OF THE DIRECTORS

董事會報告

NON-COMPETITION UNDERTAKING

The Company confirms that the deed of non-competition of each of Trio Holding, Nawk Investment, LLT Investment, Proactive Investment, King Fung Nominees, Grand Energy, Mr. Kwan, Mr. Tai, Mr. Lai and Mr. Mac Carthy (collectively, the **“Controlling Shareholders”**), details of which were set out in the Prospectus, has been fully complied with and enforced since the Listing Date and up to 31 December 2020. The Controlling Shareholders have provided a written confirmation (the **“Confirmation”**) to the Company on 25 March 2021 confirming that they have duly complied with the non-competition covenants and undertakings in the Deed of Non-competition (the **“Undertakings”**) for the year ended 31 December 2020. Upon receiving the Confirmation, the Independent Non-executive Directors of the Company had reviewed the same as part of the annual review process. In determining whether the Controlling Shareholders had fully complied with the Undertakings for the year ended 31 December 2020, the Independent Non-executive Directors noted that (a) the Controlling Shareholders declared that they had fully complied with the Undertakings for the year ended 31 December 2020; and (b) no new competing business was reported by the Controlling Shareholders for the year ended 31 December 2020.

In view of the above, the Independent Non-executive Directors confirmed that they have reviewed the compliance with the terms of the Non-competition by the Controlling Shareholders and the enforcement of the Undertakings given by the Controlling Shareholders and are satisfied that the Controlling Shareholders have complied with the terms of the Deed of Non-competition during the relevant period up to 31 December 2020. The Board also confirms that there are no other matters in relation to the aforesaid undertaking which should be brought to the attention of the Shareholders and the potential investors of the Group.

SHARE OPTION SCHEME

The Share Option Scheme was conditionally approved and adopted in compliance with Chapter 17 of the Listing Rules by written resolutions of the then shareholder on 27 October 2017. A summary of the Share Option Scheme and the movement of the share options granted was set out in note 25 to the consolidated financial statements.

不競爭承諾

本公司確認，自上市日期起直至二零二零年十二月三十一日，致豐控股、Nawk Investment、LLT Investment、Proactive Investment、King Fung Nominees、Grand Energy、關先生、戴先生、黎先生及Mac Carthy先生（統稱「**控股股東**」）各自的不競爭承諾（詳情載於招股章程）已獲完全遵守及執行。控股股東已於二零二一年三月二十五日向本公司提供書面確認（「**確認**」），確認其已於截至二零二零年十二月三十一日止年度妥為遵守不競爭契據所載之不競爭契諾及承諾（「**承諾**」）。於接獲確認後，本公司獨立非執行董事已審閱該確認，以作為年度審閱程序的一部分。於釐定控股股東於截至二零二零年十二月三十一日止年度是否已全面遵守承諾時，獨立非執行董事留意到(a)控股股東宣佈其已於截至二零二零年十二月三十一日止年度全面遵守承諾；及(b)控股股東於截至二零二零年十二月三十一日止年度並無報告任何新競爭性業務。

鑒於以上所述，獨立非執行董事確認，彼等已審閱控股股東遵守不競爭契據條款的情況，以及控股股東所作出承諾的履行情況，並信納控股股東於有關期間直至二零二零年十二月三十一日止，一直遵守不競爭契據的條款。董事會亦確認概無其他有關上述承諾的事項須提呈股東及本集團有意投資者垂注。

購股權計劃

購股權計劃是於二零一七年十月二十七日由當時股東遵照上市規則第17章通過書面決議案有條件批准及採納。購股權計劃的概要及授出購股權的變動載於綜合財務報表附註25。

EQUITY-LINKED AGREEMENTS

Save and except for the Share Option Scheme as disclosed in the paragraph headed “Share Option Scheme” above, no equity-linked agreement that (i) will or may result in the Company issuing shares or (ii) requires the Company enter into any agreement that will or may result in the Company issuing shares, was entered into by the Company during the year ended 31 December 2020 or subsisted at the end of the reporting period.

DIVIDEND POLICY

The Company has adopted a dividend policy (the “**Dividend Policy**”), pursuant to which the Company will normally pay dividend twice a year. The Board may declare special dividends in addition to such dividends as it considers appropriate. The dividend payout ratio will vary from year to year. There is no assurance that dividends will be paid in any particular amount for any given period. In determining/recommending the frequency, amount and form of any dividend in any financial year/period, the Board shall consider the following factors:

- the actual and expected financial results of the Group;
- economic conditions and other internal or external factors that may have an impact on the business or financial performance and position of the Group;
- the Group's business strategies, including future cash commitments and investment needs to sustain the long-term growth aspect of the business;
- the current and future operations, liquidity position and capital requirements of the Group; and
- any other factors that the Board deems appropriate.

股票掛鈎協議

除上文「購股權計劃」一段披露的購股權計劃外，本公司於截至二零二零年十二月三十一日止年度並無訂立或於報告期末仍然存續股票掛鈎協議(i)將會或可能導致本公司發行股份，或(ii)要求本公司訂立任何將會或可能導致本公司發行股份的協議。

股息政策

本公司已採納一項股息政策（「**股息政策**」），據此，本公司將一年正常派息兩次。董事會或會在其考慮適當時在該股息之外宣派特別股息。股息派付率將逐年不同。無法保證將就任何特定期間派付任何特定金額的股息。在釐定／建議任何財政年度／期間任何股息的派息頻率、金額及形式時，董事會將考慮以下因素：

- 本集團的實際及預期財務業績；
- 經濟狀況及可能對本集團的業務或財務表現及狀況有影響的其他內部或外部因素；
- 本集團的業務策略，包括維持業務長期增長的未來現金承擔及投資需求；
- 本集團目前及未來的營運、流動資金狀況及資本需求；及
- 董事會認為適當的任何其他因素。

REPORT OF THE DIRECTORS

董事會報告

AUDIT COMMITTEE

The Company has set up an Audit Committee on 27 October 2017 with written terms of reference in compliance with Rules 3.21 of the Listing Rules and paragraph C3 and paragraph D3 of the CG Code. The primary duties of the Audit Committee include, but are not limited to, the following: (i) making recommendations to the Board on the appointment and removal of the external auditor; (ii) reviewing the financial statements of our Group and monitoring the integrity of such financial statements; and (iii) overseeing the financial reporting system and internal control procedures. The Audit Committee comprises three members, namely Mr. Cheung Kin Wing, Mr. Fung Chun Chung and Mr. Wong Raymond Fook Lam. The chairman of the Audit Committee is Mr. Cheung Kin Wing, who holds the appropriate professional qualifications as required under Rules 3.10(2) and 3.21 of the Listing Rules. The audited consolidated financial statements of the Group for the year have been reviewed by the Audit Committee, which was of the opinion that the preparation of such results complied with the applicable accounting standards, the Listing Rules and legal requirements, and adequate disclosures have been made.

RELATED PARTY TRANSACTIONS

Details of related party transactions of the Group during the year are set out in note 31 to the consolidated financial statements in this annual report. None of these related party transactions constituted a connected transaction as defined under the Listing Rules during the reporting period.

SUFFICIENCY OF PUBLIC FLOAT

From the information publicly available to the Company and within the knowledge of the Directors, at least 25% of the Company's total issued share capitals are held by the public at all times throughout the year ended 31 December 2020 and up to the date of this annual report.

TAX RELIEF

The Company is not aware of any relief from taxation available to the Shareholders by reason of their holdings of the Shares.

審核委員會

本公司於二零一七年十月二十七日成立審核委員會，其書面權責範圍符合上市規則第3.21條及企業管治守則第C3段及D3段。審核委員會的主要職責包括但不限於：(i)就外部核數師的委任及罷免向董事會作出推薦建議；(ii)審閱本集團財務報表及監督該等財務報表的完整性；及(iii)監督財務報告系統及內部控制程序。審核委員會包括三名成員，即張建榮先生、馮鎮中先生及黃福霖先生。審核委員會主席為張建榮先生，彼持有上市規則第3.10(2)及3.21條規定的適當專業資格。本集團於年內的經審核綜合財務報表已由審核委員會審閱，而審核委員會認為有關業績乃遵循適用會計準則、上市規則及法定要求而編製，並已作出充分披露。

關聯方交易

本集團於年內的關聯方交易詳情載於本年報綜合財務報表附註31。於報告期間內，該等關聯方交易概無構成上市規則所界定的關連交易。

充足公眾持股量

自本公司可得的公開資料及就董事所知，於截至二零二零年十二月三十一日止年度整年及直至本年報日期內任何時間，本公司全部已發行股本的最少25%由公眾人士持有。

稅務寬減

本公司並不知悉有股東因持有股份而享有任何稅務寬減。

COMPLIANCE WITH CORPORATE GOVERNANCE CODE

The Company is committed to implementing good corporate governance practices. Information on the principal corporate governance practices adopted by the Company is set out in the Corporate Governance Report on pages 43 to 65 of this annual report.

THE FORTHCOMING AGM

The forthcoming AGM of the Company will be held at Room 4-5, United Conference Centre, 10/F., United Centre, 95 Queensway, Admiralty, Hong Kong on Monday, 24 May 2021 at 2:30 p.m. and the notice convening such meeting will be published and despatched to the Shareholders in the manner as required by the Listing Rules in due course.

EVENTS AFTER THE REPORTING PERIOD

There are no significant events affecting the Group after the year ended 31 December 2020 and up to the date of this annual report.

INDEPENDENT AUDITOR

The consolidated financial statements for the year ended 31 December 2020 have been audited by PricewaterhouseCoopers, who will retire and, being eligible, offer themselves for re-appointment. The Board has taken the Audit Committee's recommendation that a resolution for their re-appointment as independent auditor of the Company will be proposed at the forthcoming AGM.

There is no change of independent auditor for the past three years.

On behalf of the Board

Lai Yiu Wah

Chairman and Executive Director
Hong Kong, 25 March 2021

遵守企業管治守則

本公司致力實行良好企業管治常規。有關本公司採納的主要企業管治常規的資料載於本年報第43至65頁的企業管治報告。

應屆股東週年大會

本公司應屆股東週年大會將於二零二一年五月二十四日（星期一）下午二時三十分假座香港金鐘道95號統一中心十樓統一會議中心4至5號會議室舉行，而召開有關大會的通告將按照上市規則所規定的方式適時刊登及寄發予股東。

報告期後事項

截至二零二零年十二月三十一日止年度後及直至本年報日期，並無對本集團造成影響的重大事項。

獨立核數師

截至二零二零年十二月三十一日止年度綜合財務報表已由羅兵咸永道會計師事務所審核，而彼將退任並符合資格獲重新委任。董事會已參照審核委員會的建議，並將於應屆股東週年大會上提呈有關重新委任該會計師事務所為本公司獨立核數師之決議案。

於過往三年，獨立核數師並無變動。

代表董事會

黎耀華

主席兼執行董事
香港，二零二一年三月二十五日

SUSTAINABILITY REPORT

可持續發展報告

1. ABOUT THIS SUSTAINABILITY REPORT

Trio Industrial Electronics Group Limited (the “**Company**” or “**Trio**”), and its subsidiaries (collectively, the “**Group**”, “**we**” or “**our**”) is pleased to publish its Sustainability Report (the “**Report**”) for the year ended 31 December 2020. This Report outlines the Group’s commitment, approach and achievements in four key areas: the environment, the employees, the value chain and the community.

Reporting Approach

Reporting Period

This Report provides an overview of the Group’s Environmental, Social and Governance (“**ESG**”) performance during the reporting period of 1 January 2020 to 31 December 2020.

Reporting Scope

The scope of this Report includes all areas of the Group’s business operations that have ESG significance to the Group and its stakeholders.

This Report therefore covers the Group’s overall ESG performance for one of the business operations, a production plant in Guangzhou, the People’s Republic of China (the “**PRC**”) (the “**Nansha Plant**”). The Group’s headquarters in Hong Kong, production plants in Thailand and Ireland, and offices in Germany and Ireland are excluded from the scope since they have no significant environmental and social impacts generated during the Reporting Period.

The Group conducted an extensive stakeholder engagement and materiality assessment exercise to define the material topics for inclusion in this Report. The outcome is detailed in the Materiality Assessment.

1. 關於本可持續發展報告

致豐工業電子集團有限公司（「公司」或「致豐」）及其子公司（統稱「集團」、「我們」或「我們的」）發佈2020年度的可持續發展報告（「報告」），報告期截至2020年12月31日止。本報告概述了集團在環境、僱員、價值鏈及社區四大重要領域的承擔、方針及成就。

報告取向

報告期

本報告概述集團在2020年1月1日至2020年12月31日的報告期間在環境、社會及管治（「**ESG**」）方面的績效。

報告範圍

本報告涵蓋了各個對集團及其持份者具重要環境、社會及管治意義的業務營運領域。

報告闡述了集團位於中華人民共和國（「中國」）廣州市的工廠（「南沙工廠」）在環境、社會及管治方面的整體績效。由於集團之香港總部、泰國和愛爾蘭的工廠，以及設於德國和愛爾蘭的辦事處於報告期內均沒有對環境及社會產生重大的影響，故不納入本報告範圍內。

本集團廣泛諮詢了持份者的意見並進行重要性評估活動，以釐定本報告要涵蓋的重要議題。其結果在「重要性評估」部份詳細論述。

Reporting Standards

This Report is prepared in accordance with the GRI Standards issued by Global Sustainability Standards Board, GSSB: Core option, as well as the requirements stipulated in the ESG Reporting Guide, set out in Appendix 27 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). To further align with international sustainability principles, the Report also makes reference to five principles of the United Nations Global Compact (“**UNGC**”).

Information and Feedback

For more information about our businesses, please refer to the Group's official website <https://www.trio-ieg.com>.

The Group welcomes feedback on its Report and other sustainability-related matters. Please give your suggestions or share your views with us at ad_hjbin@trio-ieg.com.

About Trio Industrial Electronics Group Limited

Founded in 1983, Trio Industrial Electronics Group Limited and its subsidiaries is an industrial electronics manufacturing services (“**EMS**”) provider specialising in the manufacturing and sales of customised industrial electronic components and products mainly sold to customers located over 20 countries and regions around the world.

As an original equipment manufacturer (“**OEM**”) of industrial electronic components and products, we provide our customers with a comprehensive scope of services, from procurement of raw materials, manufacturing to product delivery. We also provide technical advice and engineering solutions to our customers during product design and development stage. Our OEM products are manufactured according to the specifications provided by our customers and are either incorporated into their products or sold as stand-alone products under their own brands.

報告標準

本報告乃根據全球可持續發展標準委員會（「**GSSB**」）發佈的全球報告倡議標準（「**GRI標準**」）之核心選項，以及香港聯合交易所有限公司（「**聯交所**」）之上市規則附錄二十七《環境、社會及管治報告指引》的要求而編寫。為進一步符合國際可持續性標準，報告還參考了聯合國全球契約（「**UNGC**」）的五項原則。

資料及反饋

有關我們的業務詳情，請瀏覽本集團的官方網站<https://www.trio-ieg.com>。

本集團歡迎各界就其報告和其他與可持續發展相關的事宜提供意見。請以電郵提出建議或分享你的想法，電郵地址：ad_hjbin@trio-ieg.com。

關於致豐工業電子集團有限公司

致豐工業電子集團有限公司及其子公司於1983年創立，乃專門製造和銷售定制工業電子零件及產品的電子製造服務（「**電子製造服務**」）供應商，客戶遍及全球20多個國家和地區。

作為工業電子零件和產品的原始設備製造商（「**OEM**」），我們為客戶提供從原材料採購、製造到產品交付的全方位服務。在產品設計及開發階段，亦為客戶提供技術諮詢和工程解決方案。我們的OEM產品乃按照客戶提供的規格而製造，作為客戶產品的組件，或作為客戶名下品牌之產品獨立發售。

Performance Review and Highlights 績效回顧及概要



Economic Performance 經濟績效

- Revenue: HK\$701.7 million 收入：7億170萬港元
- Attributable operating profit: HK\$44.1 million
應佔經營溢利：4千410萬港元
- Profit attributable to shareholders: HK\$28.9 million
股東應佔溢利：2千890萬港元



Environment 環境

- Certified to ISO 14001 Environmental Management System
通過ISO 14001環境管理體系認證



Community 社區

- Received the Caring Company Award 獲「商界展關懷」獎
- Created 35 local job opportunities 創造了35個當地就業機會



People 人

- Total number of employees: 1,487 persons
僱員總數：1,487人
- Total training hours: 10,811 hours 總受訓時數：10,811小時
- Average training hours per employee: 7.31 hours
僱員平均受訓時數：7.31小時
- Total occupational health and safety training hours: 2,482 hours
總職業健康與安全培訓小時：2,482小時
- Awarded "Guangzhou Harmonious Labour Relationship Enterprise A Level" 榮獲「廣州市和諧勞動關係企業A級」
- Certified to ISO 45001 Occupational Health and Safety Management System 通過ISO 45001職業健康與安全管理體系認證



Value Chain 價值鏈

- Achieved an average customer satisfaction score of 86 from customers 客戶滿意度平均評分：86分
- Certified to ISO 9001 Quality Management System 通過ISO 9001質量管理體系認證
- Certified to Industry 4.0 "1i Maturity Level Recognition" 通過工業4.0「1i成熟度識別」認證

Sustainability at Trio

Message from the Chairman

In 2020, global markets encountered unprecedented challenges from the coronavirus disease 2019 (“COVID-19”) causing the downturn in economic and business activities. In times like this, corporate sustainability becomes more important than ever for corporates to adapt to the new normal and to sustain and thrive.

I would like to present to our stakeholders our Group's ongoing commitment, approach and achievements in four key ESG areas mainly in our PRC operation: the environment, the employees, the value chain and the community.

The Group has given priority to environmental protection principles since the establishment of our production base in Guangzhou, the PRC to ensure that our waste management and exhaust emissions comply with regulatory requirements. Beyond compliance, we aim to continually improve the environmental performance of our operations and have established management procedures and constantly review the effectiveness of management systems to minimise impacts on the environment. The Group has also paid attention to climate change issues as well as energy and water resource management.

The health and safety of our employees also remain the Group's top priority. We have always been committed to complying with relevant occupational health and safety (“OHS”) regulations and facilitating employee participation to improve upon OHS goals. To this end, the Group has comprehensive OHS systems, policies and safety protocols in place to manage relevant issues at the PRC operation. During the COVID-19 pandemic, the Group has set up an emergency response team and implemented precautionary measures for the prevention and control of the virus. We have also cared for the development of our staff and provided a wide spectrum of training programmes to equip them with new tangible and intangible knowledge and skills.

致豐的可持續發展

主席致辭

在二零二零年，2019年冠狀病毒病(「COVID-19」)為全球市場帶來前所未有的挑戰，導致經濟及商業活動放緩。在這艱難時刻，為適應新常態並持續繁榮發展，企業可持續發展對公司而言變得更為重要。

本人謹此向持份者提呈本集團對主要涉及中國業務的四大環境、社會及管治範疇的持續承諾、方針及成果：環境、僱員、價值鏈及社區。

自成立位於中國廣州的生產基地以來，本集團一直重視環境保護，以確保我們的廢棄物管理及廢氣排放符合法規要求。除了符合規定之外，我們更持續提升業務運作的環境績效，並已制定管理程序，不斷檢討管理體系的有效性，從而將環境影響減至最低。本集團亦關注氣候變化問題以及能源及水資源管理。

僱員的健康與安全仍然是集團的重中之重。我們一直恪守相關的職業健康與安全(「OHS」)法規，並鼓勵僱員參與，以提升OHS水平。為此，本集團備有完善的OHS系統、政策及安全規程，以管理中國業務上的相關事宜。在COVID-19疫情期間，本集團已成立應急小組及採取各項預防措施，以預防及控制病毒的傳播。我們亦關注員工的發展，透過提供一系列培訓課程，讓他們學習有形和無形的新知識及技能。

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可持續發展報告

It has always been our Group's mission to provide quality products and services of the highest value to our customers and stakeholders. During the reporting period, we continued to pursue operational and manufacturing excellence within our production value chain through the adoption of advanced technologies and processes and responsible supply chain management. We have a long history of maintaining long term and stable relationships with our customers and suppliers.

Last but not the least, our Group is committed to be a responsible corporate citizen and takes the initiative to support local activities, care for the underprivileged and improve the relationships with nearby communities through employee volunteering and employment supports.

At Trio, we regard technologies and talents as the cornerstones of our sustainable development. Going forward, we will continue to develop our people and establish a system to facilitate business process integration and advance towards a higher maturity level in Industry 4.0. We will also maintain constant communications with our shareholders, customers, suppliers and other stakeholders to stay ahead of times and strive for long term sustainability.

Lai Yiu Wah

Chairman and Executive Director

Hong Kong, 25 March 2021

本集團的使命是為客戶和持份者提供最優質的產品及服務。於報告期內，我們透過採用先進技術及流程，並推行負責任的供應鏈管理，在生產價值鏈中的運營及製造方面持續追求卓越。我們與客戶及供應商一直維持長期穩定的關係。

最後，本集團致力成為負責任的企業公民，並通過僱員的志願服務及就業支持，主動支持當地活動，照顧弱勢群體，並改善與附近社區的關係。

在致豐，我們視技術及人才為可持續發展的基石。展望將來，我們將繼續培育人才及建立一個促進業務流程整合的系統，朝著工業4.0更高成熟的階段邁進。我們亦將持續與股東、客戶、供應商及其他持份者溝通，藉以搶佔領先地位，從而達致長遠的可持續發展。

黎耀華

主席兼執行董事

香港，二零二一年三月二十五日

2. OUR SUSTAINABILITY APPROACH

Corporate Governance

Maintaining high standards of corporate governance is vital to the Group's continued success. As the highest governance body, the board (the **"Board"**) of directors (the **"Directors"**) directs the overall strategy and development of the Group's operations, and oversees business ethics and corporate integrity.

The Group's risk management and internal control systems safeguard proper identification, management and mitigation of risks. Policies and procedures are established to effectuate a consistent approach to spot and address risks in business processes. The Risk Management Committee supports the Board in overseeing and maintaining effective risk management and internal control systems. Risk management responsibility rests at all levels within the Group, from the Board down to heads of business and supporting units and general staff. Sustainability-related risks identified through the risk control procedure are strictly managed and mitigated through the Group's policies and mechanisms.

For details of our corporate governance structure and practices, please refer to the "Corporate Governance Report" Section of our Annual Report 2020.

Anti-Corruption and Whistleblowing Policies

The Group has zero tolerance for bribery, fraud and corruption. The Group's ethical standards are well documented and communicated through the Code of Conduct and Business Ethics, which requires all business activities to be operated with high level of integrity. The Internal Control Procedure and Whistleblowing Policy aim to ensure the Group is free of corruption throughout its businesses. These policies are covered in new employee orientation and the Employee Handbook. No employee should accept or request any improper benefits including gifts, securities, valuables and high-expenditure entertainment activities from business partners, suppliers and merchants, etc.

2. 我們的可持續發展方針

公司管治

維持高標準的公司管治乃集團持續成功的關鍵。董事會主導集團的整體戰略和業務發展，並督促集團上下恪守商業道德，秉持誠信。

本集團的風險管理及內部控制系統確保我們能妥善地識別、管理及減輕風險。我們設立了政策和程序，以貫徹一致的方法發現及化解業務流程上的風險。風險管理委員會支持董事會監察及維護有效的風險管理和內部控制系統。從董事會到各業務部及支援部門的主管以至一般員工，均各司其職，承擔其風險管理責任。通過風險控制程序而發現的可持續發展相關風險，會根據集團的政策和機制加以嚴格管理及緩解。

有關我們公司管治架構及實踐的詳情，請參閱《2020年度報告》中的「公司管治報告」部分。

反貪污及舉報政策

本集團絕不容忍賄賂、欺詐及貪污行為。集團的《行為準則和商業道德規範》已經清楚列明並通報我們的道德準則，要求僱員在所有業務活動都必須保持廉潔。集團的《治理控制程序及舉報政策》旨在確保集團的整體業務免受貪污之害。這些政策會在入職培訓中向新僱員闡釋，並在《員工手冊》內列明。僱員不得接受，亦不可要求商業夥伴、供應商及商人等給予任何不當的利益，包括禮品、股票、貴重物品及高消費娛樂活動等。

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To ensure proper internal control over the procurement process, the Group has implemented segregation of duties according to procurement phases to prevent conflict of interest, fraud or corruption in each stage of the procurement cycle. The Group provides anti-corruption training for all new hires to strengthen ethical awareness among employees. During the reporting period, the Group invited the Hong Kong Independent Commission Against Corruption (“**ICAC**”) to provide a seminar on business ethics for our employees in Hong Kong.

Regardless of seniority and employment nature, all employees are required to fully comply with the Code of Conduct and related policies formulated in accordance with the Anti-unfair Competition Law of the PRC and the Anti-money Laundering Law of the PRC. The Group holds management review meetings each year to discuss and review the Group’s strategies and policies in fighting corruption. During the reporting period, the Group complied with applicable laws and regulations on prohibiting corruption and bribery. There was no concluded legal case regarding corrupt practices brought against the Group or its employees.

Whistleblowing System

A whistleblowing system is established for employees and other relevant parties to report misconduct cases. Every reported case will be handled with confidentiality and followed through in accordance with the Whistleblowing Policy and related procedures. The Audit Committee is charged with the responsibility of monitoring and reviewing the effectiveness of the Whistleblowing Policy.

All violations of the Group’s Code of Conduct and Business Ethics will be addressed and could lead to termination of the business relationship or employment. Employees and business partners can actively report grievances to the Group through the following channels:

Ms. Wan Mei Wa Ruby
Chief Financial Officer and Company Secretary
Tel: +852 2765 8787
Email: rubywan@trio-ieg.com
Mr. Cheung Kin Wing
Chairman of the Audit Committee
Tel: +852 9126 0624
Email: edwin@trimpf.com

為了對採購流程進行妥善的內部監控，本集團已在各採購階段實施職責分離，以防止在採購週期的各階段出現利益衝突、欺詐或貪污。本集團為所有新僱員提供反貪污培訓，以加強僱員的道德意識。於報告期內，本集團邀請了香港廉政公署（「**ICAC**」）為香港僱員舉辦有關商業道德的研討會。

不論資歷和僱傭性質，所有僱員均須完全遵守根據《中國反不正當競爭法》和《中國反洗錢法》而制定的《行為準則》及相關政策。本集團每年舉行管理層檢討會議，以討論和檢視集團打擊貪污的策略和政策。報告期內，本集團遵守有關禁止貪污賄賂的適用法律法規。本集團及其僱員沒有涉及任何已審結之貪污訴訟案件。

舉報制度

集團設有舉報制度讓僱員和其他有關方舉報行為不當事件。每宗舉報案件均會保密，並按照舉報政策和相關程序處理。審計委員會負責監督及檢討舉報政策的有效性。

所有違反集團行為準則及商業道德的行為，集團都會認真查處，並可能終止與有關方的業務關係或僱傭關係。僱員及商業夥伴可以通過以下途徑主動向集團舉報申訴：

溫美華女士
首席財務官及公司秘書
電話：+852 2765 8787
電郵：rubywan@trio-ieg.com
張建榮先生
審計委員會主席
電話：+852 9126 0624
電郵：edwin@trimpf.com

Additional information on the Group's corporate governance, internal control and risk management can be found in the Corporate Governance Report section of the Group's Annual Report 2020.

Sustainability Governance

The Board has overall responsibility for the Group's sustainability strategy and reporting. Committed to integrating sustainability into the businesses, the Board leads and provides directions to the management of the Group (the **"Management"**) to develop sustainability policies and strategies, promote effective implementation and to keep track of sustainability progress. The Board, together with the Management of different committees, reviews sustainability affairs regularly and institutes appropriate measures in order to enhance the sustainability performance of the Group. Division heads of the Nansha Plant hold periodic meetings to discuss significant matters related to the plant and review management approaches of a suite of sustainability issues. In particular, the Group has engaged an independent consultant to provide input and counsel on sustainability-related issues.

有關集團之公司管治、內部監控及風險管理的詳情，請參閱集團2020年年度報告的「公司管治報告」部分。

可持續發展管治

集團董事會明白其要對集團的環境、社會及管治策略及報告承擔整體責任。董事會致力在業務營運上貫徹可持續發展理念，帶領及指導集團的管理層（「**管理層**」）制定可持續發展政策和策略，促進有效實施並跟進可持續發展的進度。董事會與不同委員會的主管定期檢討可持續發展事務，並制定適當的措施，以提高集團的可持續發展績效。南沙工廠的部門主管定期舉行會議，討論與工廠有關的重大事項，並檢討一系列可持續發展議題的管理方針。為此，本集團已聘請獨立顧問就可持續發展相關議題提供意見及建議。



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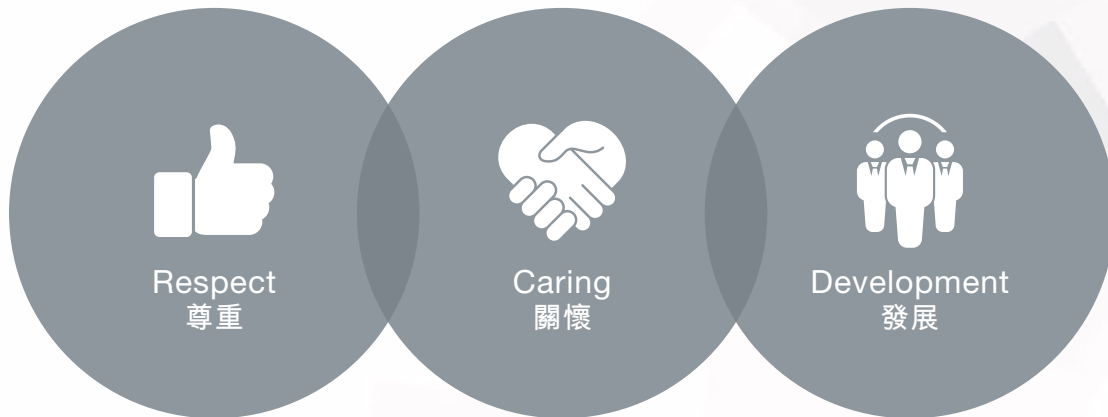
可持續發展報告

We strongly believe that the human factor is the core propeller of our business expansion. Our success formula in maintaining the best possible people portfolio is:

我們深信『人』是業務擴展的核心動力。成功維持最佳人力資源組合的秘訣是：

People are our core foundation

以人為本



Management Systems

The Group carries out regular audits at the Nansha Plant to verify compliance with our codes and standards. Management systems of varying aspects of operations are developed at the Nansha Plant.

管理系統

本集團對南沙工廠進行定期審計，以核實其是否符合我們的規範和標準。南沙工廠開發了各種運營管理系統。

The Nansha Plant has obtained certifications to the following management systems:

南沙工廠已獲得以下管理體系認證：



Certification 認證

Scope 範疇	Environment 環境	<ul style="list-style-type: none"> ISO 14001 Environmental Management System ISO 14001環境管理體系
	Workplace Safety 工作場所安全	<ul style="list-style-type: none"> ISO 45001 Occupational Health and Safety Management System ISO 45001職業健康和安全管理系統
	Quality Assurance 質量保證	<ul style="list-style-type: none"> ISO 9001 Quality Management System ISO 9001質量管理體系
	Production Technology 生產技術	<ul style="list-style-type: none"> Certificate of Industry 4.0 Maturity – level 1i maturity 工業4.0成熟度認可證書 – 1i級成熟度
	Information Security 資訊安全	<ul style="list-style-type: none"> ISO/IEC 27001 Information Security Management System ISO/IEC 27001資訊安全管理體系

Supporting the United Nations Sustainable Development Goals

The Group fully supports the implementation of the 17 Sustainable Development Goals (“SDGs”) that were adopted by United Nations Member States in September 2015 as a universal call to action to end poverty, protect the planet and ensure that all people enjoy peace and prosperity by 2030.

支持聯合國可持續發展目標

對於聯合國會員國於2015年9月通過的17項可持續發展目標（「SDG」），呼籲全球採取行動，務求於2030年消滅貧窮，保護地球並確保所有人享有和平與繁榮，本集團全力支持實現該等目標。

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可持續發展報告

The Group has identified five goals that are most relevant to our business and sustainability strategy. Over the long term, we are exploring ways to enhance our sustainability approaches in order to be better aligned with and contribute to the United Nations' goals. The five specific goals are presented below.

集團確立了五個與我們的業務及可持續發展策略最相關的目標。長遠來說，我們正努力探索提升可持續發展的方法，以配合聯合國的目標，作出貢獻。五大具體目標如下：



	Goals目標	Description描述	Corresponding Issues相應的議題
	SDG 3 Good Health and Well-being 健康和幸福	Ensure healthy lives and promote well-being 確保健康的生活並促進幸福	Value Chain; People; Social Participation 價值鏈；人；社會參與
	SDG 4 Quality Education 優質教育	Ensure inclusive and quality education and promote lifelong learning 確保普惠優質教育，促進終身學習	Development and Training 發展及培訓
	SDG 8 Decent Work and Economic Growth 體面工作及經濟增長	Promote inclusive and sustainable economic growth, employment and decent work 促進普惠及可持續的經濟增長、就業及體面工作	Manufacturing Excellence; People 卓越製造；人
	SDG 11 Sustainable Cities and Communities 可持續發展城市及社區	Make cities and communities inclusive and sustainable 創造普惠及可持續發展城市及社區	Environment 環境
	SDG 12 Responsible Consumption and Production 負責任的消費及生產	Ensure sustainable consumption and production patterns 確保可持續的消費及生產方式	Responsible Supply Chain Management; Environment 負責任的供應鏈管理；環境

Stakeholder Engagement

The Group values input and feedback of its stakeholders as they bring potential impacts to the Group's business. A wide variety of stakeholders are engaged on a regular basis to share their views regarding the Group's operations and performances, which helps the Group to understand the needs and expectations of its stakeholders. Feedback from our stakeholders will be acknowledged and addressed accordingly.

Our key stakeholders and communication channels are as follows:

持份者參與

本集團十分重視持份者的意見與反饋，冀能集思廣益，促進業務的潛在發展，故定期就集團的運營和績效諮詢各方持份的意見，以了解持份者的需求及期望。對於持份者的意見，我們將獲確認及因應處理。

我們的主要持份者及溝通渠道如下：

Stakeholder Group 持份者組別	Communication Channels 溝通渠道
Employees 僱員 	<ul style="list-style-type: none"> New employee orientation 新僱員入職培訓 Strategic Talent Centre 戰略人才中心 Training sessions 培訓課程 Employee engagement activities 僱員參與活動 Employee satisfaction surveys 僱員滿意度調查 WeChat Work 企業微信 Staff message box 員工意見收集箱
Customers 客戶 	<ul style="list-style-type: none"> Customer satisfaction surveys 客戶滿意度調查 Monthly performance ratings 每月績效評級 Regular meetings 例會
Shareholders and Investors 股東與投資者 	<ul style="list-style-type: none"> Annual General Meeting 年度股東大會 Annual and Interim Reports 年度及中期報告 Press Releases, Announcements and Circulars 新聞稿、公告及通函 Investor meetings 投資者會議 Company website 公司網站 E-mails 電郵

SUSTAINABILITY REPORT

可持續發展報告

Stakeholder Group持份者組別	Communication Channels溝通渠道
Suppliers 供應商 	<ul style="list-style-type: none"> Tendering processes 招標程序 Site visits and audits 實地考察及審計 Monthly assessments 每月考評 Meetings 會議 E-mails 電郵
Government and Regulators 政府及監管機構 	<ul style="list-style-type: none"> Meetings 會議 Media 媒體
Business Partners 商業夥伴 	<ul style="list-style-type: none"> Conferences 會議 Business events 商業活動
Local Communities 當地社區 	<ul style="list-style-type: none"> Local recruitments 當地招聘 Volunteering opportunities 義務工作機會 Quarterly meetings with village committees 與村委會舉行季度會議

Through ongoing dialogues and stakeholder engagement exercise throughout the reporting period, the Group has received feedback and suggestions from stakeholders that are invaluable to our sustainable development journey. Below are issues of concern that many of our stakeholders deem important and responses from the Group.

在整個報告期內，通過與持份者持續對話及諮詢活動，本集團收到持份者的反饋和建議，對我們的可持續發展非常重要。下面列出許多持份者認為重要的議題，以及集團的回應。

Areas of Concerns 關注領域	Stakeholder Expectation 持份者的期望	Our Responses 我們的回應
Employee Benefits 僱員福利 	<ul style="list-style-type: none"> Pay rise 加薪 Improvement in food quality and menu choices provided in staff canteen 改善員工食堂的食物質素及菜單選擇 	<p>Upon review of benefits package, the Group provided an allowance of RMB500–1,000 to each frontline worker in the Nansha Plant. The Group also distributed RMB150,000 in employee benefits to improve meal options offered at the staff canteen. More information can be found in the Caring for Our People section in this Report.</p> <p>檢討僱員福利待遇後，本集團向南沙工廠每位前線工人提供人民幣500–1,000元的津貼。集團亦發放了人民幣150,000元作員工福利，以改善員工食堂的用餐選擇。詳情請參閱本報告的「關愛我們的員工」部分。</p>
Environmental Performance 環境績效 	<ul style="list-style-type: none"> Environmental mitigation measures 減輕環境影響措施 Waste segregation 廢物分類 	<p>The Group attaches great importance to environmental protection and has adopted a series of measures to minimise adverse impacts from our operational activities. For instance, the Group has installed activated carbon absorption devices at production plant for removal of VOCs. At the Nansha Plant, all general wastes bins are replaced by recycling bins to promote recycling and to collect recyclables. The Nansha Plant has also obtained ISO 14001 environmental certification. More information on our initiatives to mitigate environmental impacts can be found in the Environmental Management section in this Report.</p> <p>本集團高度重視環境保護，並已採取一系列措施以盡量減少營運活動帶來的不利影響。例如，本集團已在工廠安裝了活性碳吸收裝置以去除VOC。在南沙工廠，所有普通垃圾箱都被回收箱取代，以鼓勵回收並增加收集可回收物。南沙工廠還獲得了ISO 14001環境認證。有關我們減輕環境影響措施的詳情，請參閱本報告的「環境管理」部分。</p>

Materiality Assessment

The materiality assessment process is crucial to the decision-making process of the Group and its sustainability reporting. It helps to identify and prioritise the issues that matter most to its stakeholders.

Identifying ESG Topics

Stakeholder engagement exercise conducted through questionnaires for key groups of stakeholders (including employees, customers and suppliers)

識別ESG主題

通過向主要持份者群組（包括僱員、客戶及供應商）進行問卷調查，諮詢持份者的意見

Ranking ESG Topics

Results collected from the stakeholder engagement exercises were analysed to develop a prioritised list of material topics

ESG主題排序

分析從持份者諮詢活動中收集的意見和結果，以列出重要主題的優先順序

Validating the Results

The Group reviewed and validated the scope, topic boundaries and completeness of the prioritised material topics

驗證結果

集團審核並確認優先考慮重點主題的範疇、主題邊界及完整性

重要性評估

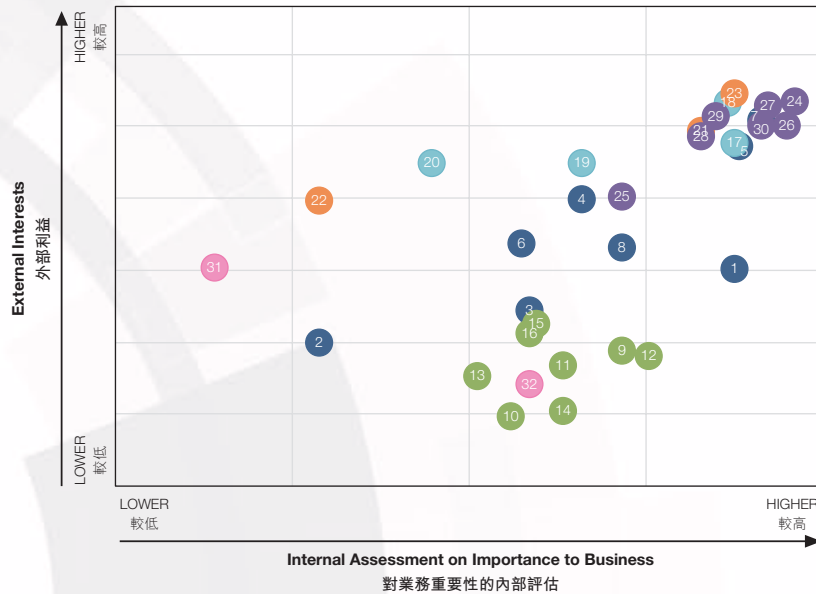
重要性評估程序在集團及其環境、社會及管治報告的決策過程中至為關鍵，有助識別持份者認為最重要的議題，並決定優先次序。

During the reporting period, the Group specifically engaged both internal and external stakeholders to gain insights into ESG material topics and challenges of the Group's operation. In the materiality assessment, stakeholders were asked to rate a list of 32 topics in terms of their relevance and importance to the Group's business development and sustainability, as well as to the wider community.

在報告期內，本集團特別諮詢內部及外部持份者的意見，從而了解有關環境、社會及管治重要領域及挑戰。在重要性評估中，持份者需就32個主題對集團業務發展和可持續性以至對整個社區的相關性和重要性，進行評估。

Materiality Matrix 重要性矩陣圖

Materiality of Different Topics from Stakeholder Engagement
從持份者參與角度分析不同主題的重要性



Economic and Corporate Governance 經濟及公司管治

- 1 Economic Performance 經濟表現
- 2 Market Presence 市場影響力
- 3 Procurement Practices 採購常規
- 4 Supplier Management 供應商管理
- 5 Compliance 合規
- 6 Stakeholder Engagement 持份者參與
- 7 Anti-corruption 反貪污
- 8 Anti-competitive Behaviour 反競爭行為

Environment 環境

- 9 Energy Management 能源管理
- 10 Water Resource Management 水資源管理
- 11 Emissions 排放物
- 12 Effluent and Waste Management 廢水及廢物管理
- 13 Material Consumption 物質消耗
- 14 Biodiversity 生物多樣性
- 15 Climate Change Responses 氣候變化對策
- 16 Green Product Research and Development 綠色產品研發

Labour Management 勞工管理

- 17 Employment 僱傭
- 18 Occupational Health and Safety 職業健康及安全
- 19 Staff Development and Training 員工發展與培訓
- 20 Diversity and Equal Opportunity 多元化與平等機會

Human Rights 人權

- 21 Anti-discrimination 反歧視
- 22 Freedom of Association and Collective Bargaining 結社自由和集體談判
- 23 Child and Forced Labour 童工和強迫勞動

Product Responsibility 產品責任

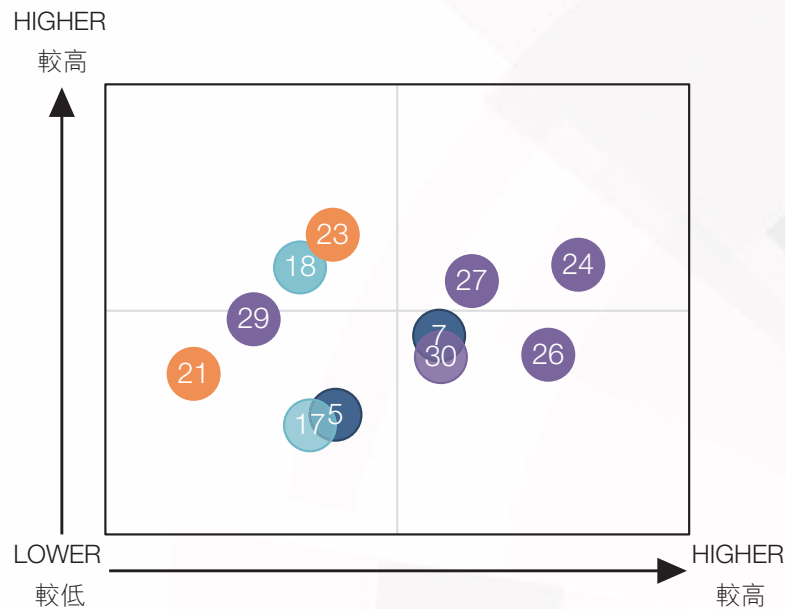
- 24 Product Quality 產品質量
- 25 Marketing and Labelling 市場營銷與標籤
- 26 Customer Health and Safety 客戶健康與安全
- 27 Customer Satisfaction and Responsibility 客戶滿意度及責任
- 28 Consumer Privacy and Interest Protection 消費者私隱及利益保護
- 29 Information Security 資訊安全
- 30 Intellectual Property Rights 知識產權

Social Participation 社會參與

- 31 Community Investment 社區投資
- 32 Rights of Indigenous Peoples 土著人民權利

Materiality Matrix (High Materiality)

重要性矩陣圖（重要性高）



Taking into consideration the Board's comments, a total of 13 material topics were identified across the three key areas of economic, environmental and social performance. Similar to last year's findings, Product Quality, Occupational Health and Safety, Customer Satisfaction and Responsibility, as well as Intellectual Property Rights, were deemed as material topics by the stakeholders. The consolidated list of material topics and their corresponding boundaries are presented in the table below.

參考了董事會的意見，我們從經濟、環境及社會績效三個關鍵領域確立了總共13個重要主題。與去年的調查結果相近，持份者視產品質量、職業健康與安全、客戶滿意度和責任以及知識產權為重要議題。下表綜合了重要的主題及其對應的範圍。

The Top 13 Material Topics of the Group and Their Boundaries

集團13大重要主題及其涵蓋範圍

Category	Material Topics	Impact Boundaries ¹ 影響邊界					Relevant Chapter in the Report
		Employees	Customers	Suppliers	Shareholders & Investors	NGO partners 非政府組織 合作夥伴	
類別	重要主題	僱員	客戶	供應商	股東及投資者	合作夥伴	報告內有關章節
Economic and Corporate Governance 經濟及公司管治	Economic Performance 經濟表現	✓		✓	✓		Corporate Governance; Key Performance Summary 公司管治； 關鍵績效摘要
	Anti-corruption 反貪污	✓	✓	✓			Anti-Corruption and Whistleblowing Policies 反貪污及舉報政策
Environment 環境	Environmental Compliance 環境合規	✓	✓	✓	✓	✓	Environment 環境
Social 社會	Product Quality 產品質量	✓	✓				Value Chain 價值鏈
	Child and Forced Labour 童工及強迫勞動	✓		✓			People 人
	Customer Satisfaction and Responsibility 顧客滿意度及責任	✓	✓	✓			Value Chain 價值鏈
	Occupational Health and Safety 職業健康與安全	✓		✓			People 人
	Customer Health and Safety 客戶健康與安全	✓	✓	✓			Value Chain 價值鏈
	Intellectual Property Rights 知識產權	✓	✓	✓			Value Chain 價值鏈
	Information Security 資訊安全	✓					Value Chain 價值鏈
	Anti-discrimination 反歧視	✓	✓	✓			People 人
	Employment 僱傭	✓					People 人
	Socioeconomic Compliance 社會經濟合規	✓	✓	✓	✓	✓	Our Sustainability Approach 我們的可持續發展方針

¹ Boundaries represent the areas of the Group's businesses which directly or indirectly have an effect on the material topics, and are determined based on stakeholder feedback and knowledge of the businesses and management review.
邊界代表了集團業務中直接或間接影響重大主題的領域，並根據持份者的反饋，對業務的了解以及管理層的審議來確定。

3. VALUE CHAIN

Operational excellence is a core component in achieving business performance and pivotal to our pursuit of a sustainable business. To achieve so, the Group continuously manages its manufacturing processes through the adoption of advanced technologies, minimising operational risks and ensuring that the Group provides quality products of the highest value to its customers and stakeholders.

Industry 4.0 Certification

Trio Engineering Company Limited, the principal subsidiary of the Company, achieved the Industry 4.0 level 1i Maturity accreditation in 2019. The certification testifies the Group's capability in real time information generation including business operations, production and logistics.

Manufacturing Excellence

The Group continues to pursue manufacturing excellence within its production value chain to improve industrial processes and maintain its leading position in the EMS industry. With the application of industrial automation, digitalisation, real-time process monitoring and other related technologies, Industry 4.0 has helped the Group achieve an optimised, efficient workplace with higher productivity and enhanced competitiveness. In the near future, the Group will establish a system to facilitate business process integration and advance towards a higher maturity stage level in Industry 4.0.

In addition, the Group joins industry associations to keep abreast of the latest market changes and trends. For instance, the Nansha Plant has remained an active member of the IPC Association Connecting Electronics Industries. The Group will continue to invest in smart manufacturing capabilities to enhance overall production efficiency.

Customer Satisfaction and Responsibility

The Group is committed to meeting customer needs and delivering products and services that exceed customer expectations. To this end, the Group protects the rights and well-being of the customers with quality assurance and recall processes, and handles all complaints and investigations in a prompt and efficient manner.

3. 價值鏈

卓越運營是實現業務績效的關鍵，對於我們達至可持續業務發展至關重要。為了實現這目標，本集團透過採用先進技術，降低運營風險並確保本集團向其客戶和持份者提供最優質產品，以持續管理其製造流程。

工業4.0認證

公司的主要子公司致豐工程有限公司在2019年獲得了工業4.0級1i成熟度認證，印證了集團在業務營運、生產及物流上實時產生數據的能力。

卓越製造

本集團持續追求卓越製造，改善其生產價值鏈的工業流程，並保持在電子製造服務行業的領先地位。通過工業自動化、數字化，實時過程監控及其他相關技術的應用，工業4.0協助集團實現打造優化、高效的工作場所，並達至更高的生產率和競爭力。在不久的將來，本集團將建立一個促進業務流程整合的系統，並朝著工業4.0更高成熟的階段邁進。

此外，本集團加入行業協會，以了解最新的市場變化和趨勢。例如，南沙工廠一直是IPC國際電子工業聯接協會的活躍會員。集團將繼續投放資源於智能製造能力上，以提升整體生產效率。

顧客滿意度和責任

本集團致力滿足客戶的需求，提供優於客戶要求的產品和服務。為此，本集團通過質量保證和召回流程以保障客戶的權益，並以迅速有效地處理所有投訴和調查。

Listening to Our Customers

The Group regularly gauges customer satisfaction with our products and services through surveys and performance ratings. Based on the results of customer satisfaction surveys, the Nansha Plant achieved an average customer satisfaction score of 86 from our customers. The Group convenes regular meetings to review insights and develop action plans to better address the issues identified across the Group.

Handling of Customer Complaints

The Group has established clear protocols and operational procedures for dealing with customer issues. A resolution system is in place to address complaints across the operating units, including a dedicated person from respective divisions to handle issues within a reasonable timeframe.

Our marketing team adopts an eight-step methodology (“**8D Method**”) in the handling of customer complaints, which includes detailed investigation and documentation for each case. The Group received 19 complaints during the reporting period; all complaints were closed and resolved through the 8D Method, prompt corrective actions and preventive measures were implemented accordingly. There was no product recalled due to safety and health reasons and no material non-compliance with laws and regulations that have a significant impact on the Group in relation to product health and safety recorded during the reporting period.

聆聽客戶的要求

本集團定期通過調查及績效評級來評估客戶對我們產品和服務的滿意度。根據客戶滿意度調查的結果，南沙工廠所獲的客戶滿意度平均評分為86分。本集團定期召開會議，以審視建議並制定執行計劃，以更妥善解決整個集團所發現的問題。

處理客戶投訴

集團已設立明確的規定及操作程序來處理客戶問題。制定了解決系統來處理各個運營部門的投訴，包括各個部門指派一位專職人員在合理的時間內處理問題。

我們的市場營銷團隊採用了8D問題解決法（「**8D方法**」）來處理客戶投訴，其中包括詳細調查及記錄每宗投訴。在報告期內，集團共收到19宗投訴；所有投訴均運用8D方法來處理並結案，迅速採取了糾正行動及預防措施。報告期內，沒有因安全和健康原因召回產品，也沒有嚴重違反法律法規的行為，對本集團產品健康和安全的產生重大影響。

Product Quality and Safety

The Group sets high standards for product quality and reliability, and manufactures products which meet a range of international standards (e.g., ISO 9001, ISO 13485 and IATF 16949). The Group's quality control system covers the entire production process, from the selection of suppliers, procurement of raw materials, production, quality and reliability assurance, to maintenance of machineries and equipment. The following table sets out the major certifications in respect of our products:



Certification 認證

- | | |
|---|-----------------------------|
| • ISO 13485 Quality Management System for Medical Devices | • ISO 13485醫療器械質量管理體系 |
| • IATF 16949 Quality Management System for Automotive Industry | • IATF 16949汽車行業質量管理體系 |
| • UL1446 Electrical Insulation Systems | • UL1446絕緣材料系統 |
| • UL Certification for PCB Assembly | • 印刷電路板組裝UL認證 |
| • TUV Certified Manufacturing Facility | • TUV認證的製造工廠 |
| • UL Traceability Requirement for Printed Circuit Board Assemblies (Category ZPVI2) | • 印刷電路板組件的UL可追溯性要求（類別ZPVI2） |
| • CCC Product Safety Certification | • CCC產品安全認證 |
| • UL High Technology Equipment Subassemblies (Category VZQC2) | • UL高科技設備子組件（類別VZQC2） |

During different stages of production, the quality control team undertakes quality assurance inspections on incoming materials, intermediate products and finished products to assess their compliance with relevant quality standards as well as the environmental and safety requirements specified by our customers. Quality and safety of our products are controlled through a series of rigorous performance and quality tests, including laboratory tests, RoHS Directive spectrum inspections, automatic optical inspections, burn-in tests, and unit under tests. If the product is found defective, the team will perform further testing to identify the defective parts for replacement.

產品質量與安全

集團對產品質量及可靠性兩方面皆訂立了嚴格的標準，所製造的產品符合一系列國際標準（例如ISO 9001，ISO 13485和IATF 16949）。集團的質量控制系統涵蓋整個生產過程，從選擇供應商、原材料採購、生產、質量和可靠性保證以至機械設備的維護，均受嚴格監控。下表列出了我們產品的主要認證：

在生產的不同階段，質量控制團隊對購入材料、半成品和成品進行質量保證檢查，以評估它們是否符合相關的質量標準並達至客戶指定的環境與安全要求。我們通過一系列嚴格的性能和質量測試來控制產品的質量和安全性，包括實驗室測試，RoHS譜系檢測、自動光學檢測、老化測試及單元測試等。如果發現產品有缺陷，團隊將進行進一步的測試以識別有缺陷的零件，進行更換。

In order to enhance production efficiency and achieve better product quality, the Group has developed T-MICS, a manufacturing execution system, which has been applied throughout the entire production process in the Nansha Plant since 2009. The system collects real time data and monitors the achievement of performance targets closely in relation to production and quality assurance. As one of the modules of T-MICS, the UL traceability record system allows the Group to, through the use of QR codes, efficiently retrieve production data and accurately trace our raw materials and products to their origins.

Intellectual Property Rights

As a primary holder of numerous patents, the Group is actively engaged in protecting the novel technologies and intellectual property ("IP") used in its operations. The IP Rights Policy aims to manage and protect the handling of proprietary information and IP rights in pursuant to the Enterprise Intellectual Property Management (GB/T 29490-2013), the Patent Law of the PRC, the Trademark Law of the PRC and the Copyright Law of the PRC.

Our designated IP Team continues to manage the registration of IP rights, and works closely with the administration and procurement team to monitor IP protection among suppliers. Suppliers are required to observe IP regulations and act in accordance with the Supplier Code of Conduct developed by the Group. Any unauthorised use of our IP rights may give rise to legal liability. During the reporting period, no case of IP infringement had been identified.

The Group has consistently made registrations of IP rights for new inventions since the early stages of its establishment. In 2020, the Group successfully granted a total of two new patents. As of 31 December 2020, the Group had obtained a total of 11 issued patents.

為了提高生產效率並達至更佳的产品質量，本集團開發了製造執行系統「T-MICS」。自2009年起，南沙工廠的已在整個生產過程中應用該系統，以收集實時數據，監控是否能實現與生產及質量保證緊密相關的績效目標。UL可追溯性記錄系統乃T-MICS其中一個模組，它能通過使用QR碼有效檢索生產數據，並準確追蹤我們的原材料及產品至源頭。

知識產權

作為眾多專利的主要持有者，本集團致力保護應用於營運上的新技術及知識產權（「知識產權」）。知識產權政策旨在根據企業知識產權管理(GB/T 29490-2013)，《中華人民共和國專利法》，《中華人民共和國商標法》和《中華人民共和國版權法》來管理及保護專有資訊和知識產權的處理。

我們的專責知識產權團隊將繼續管理知識產權的註冊，並與行政及採購團隊緊密合作，以監控供應商對知識產權的保護。供應商必須遵守知識產權法規，並按照集團制定的《供應商行為準則》行事。未經授權使用我們的知識產權可能要負上法律責任。在報告期內，沒有出現知識產權侵權案件。

自成立初期，本集團已一直為其新發明進行知識產權註冊。於2020年，集團共成功註冊兩項新專利。截至2020年12月31日，本集團共獲得11項授權專利。

Information Security and Data Privacy

The Group places strong emphasis on information security and spares no effort in preventing leaks of classified information and customer data. To this end, the Group has in place an Information Asset Control Policy to ensure adequate safeguards for customer and business data as well as compliance with data protection legislation and relevant industry-leading standards.

The Group began implementing the ISO 27001 Information Security Management System in 2018 to ensure effective enforcement of relevant policies and procedures as well as better protection of client information and corporate IP. The IT Department and a dedicated information security team oversee the quality and consistency of technology risk management and cybersecurity of the Group. Relevant control procedures are established to mitigate security threats and vulnerabilities identified during the risk assessment processes. To maintain stable network connection, the Group has developed a contingency plan and back-up servers in case of network instability and failures. In terms of technology, the Group has established internet firewalls, anti-virus systems and internet authorisation systems to safeguard cybersecurity.

The Group provides basic information security training for all new hires as part of the orientation process, and conducts regular refresher training for current staff to strengthen information security awareness among employees. All access to customer data is subject to appropriate approvals and granted on a need-to-know basis, with recertification to confirm it remains correct. The Group requires all employees to abide by the Code of Conduct which fully complies with applicable data protection legislation and industry guidelines and prohibits them from disclosing customer information to unauthorised parties.

There was no loss of customer data and privacy identified or non-compliance with laws and regulations that have a significant impact on the Group in relation to customer data protection and privacy was recorded during the reporting period.

資訊安全與數據私隱

本集團高度重視資訊安全，致力防止機密資料及客戶數據洩露。為此，本集團制定了資訊資產控制政策，以充分保護客戶及業務數據，並遵守數據保護法規及相關之行業領先準則。

集團於2018年開始實施ISO 27001信息安全管理体系，以確保有效執行相關政策及程序，並更妥善保護客戶資料及企業知識產權。資訊科技部門及專責資訊安全團隊監察集團之技術風險管理以及網絡安全的質量和一致性。集團建立了相關的控制程序，以減少於風險評估過程中發現安全威脅和漏洞。為了維持網絡連接的穩定性，本集團制定了應變計劃，並在網絡不穩定及出現故障時備份服務器。在技術層面，集團備有互聯網防火牆、防病毒系統及互聯網授權系統，以維護網絡安全。

本集團在迎新過程中，會向所有新僱員提供基本的資訊安全培訓，並為現有僱員提供定期進修培訓，以增強僱員的資訊安全意識。任何人存取客戶數據均須經適當的審批，並按「實際需要知道」的原則授權存取，然後要進行重新認證以確認授權仍然正確。本集團要求所有僱員遵守行為守則，該守則完全符合適用的數據保護法規及行業準則，並禁止僱員將客戶資料透露給未經授權的各方。

報告期內，沒有出現遺失客戶數據及私隱資料的情況，也未有違反客戶數據保護和隱私的法律法規而對集團造成重大影響。

Advertising and Labelling

The Group has no specific policy in relation to advertising and labelling of products and services as advertising and labelling of products and services were considered as immaterial to the Group's operation. There was no material non-compliance with relevant laws and regulations that have a significant impact on the Group regarding advertising and labelling recorded during the reporting period.

Responsible Supply Chain Management

As one of the leading electronics manufacturers in the industry, the Group aims to promote a responsible supply chain and develop stable and long-term relationships with our suppliers.

All our suppliers are required to comply with relevant laws and regulations and follow our requirements on business ethics, ethical conduct, human rights, environmental and safety compliance as set out in the Supplier Code of Conduct. As part of the Group's supply chain management strategy, we have incorporated the enterprise resource plan ("ERP") system, the supplier relationship management ("SRM") system and the self-developed T-MICS system to strengthen unified management of suppliers. Internally, the Group has strictly formulated and implemented policies such as the Procurement Procedure and the Guideline on Supplier Selection and Evaluation.

The Group carefully selects suppliers according to their overall performance over selection criteria including product specifications, product compliance, production capacity and compliance with quality standards (e.g., ISO 9001 and IATF 16949). The Group also encourages suppliers to develop towards international standards, such as the SA8000 social accountability standard, ISO 14001 and ISO 45001 management systems. For specific materials (e.g., batteries and packing materials), suppliers are required to exercise controls over hazardous substances and submit relevant compliance information in accordance with the EU RoHS and REACH regulations and customer requirements.

廣告宣傳及標籤

由於廣告宣傳及產品和服務標籤對本集團的營運並不重要，因此集團沒有關於廣告宣傳及產品和服務標籤的具體政策。報告期內，本集團概無違反任何有關廣告和標籤的法律法規，而對集團有重大影響。

負責任的供應鏈管理

作為業內領先的電子製造商之一，本集團提倡負責任的供應鏈，並與供應商建立穩定、長遠的合理關係。

我們所有的供應商均須遵守相關法律法規，並遵守《供應商行為準則》中關於商業道德、道德行為、人權、環境及安全合規性的要求。為貫徹集團的供應鏈管理策略，我們整合了企業資源計劃（「ERP」）系統、供應商關係管理（「SRM」）系統及自行開發的T-MICS系統，以加強對供應商的統一管理。在內部，集團嚴格制定並執行《採購程序》及《供應商選擇與評估指南》等政策。

本集團嚴格選擇供應商，會考慮供應商的整體表現，包括產品規格、產品合規性、生產能力和質量標準（例如，ISO 9001及IATF 16949）。集團還鼓勵供應商逐步引入國際標準，例如SA8000社會責任標準、ISO 14001及ISO 45001管理體系。對於特定的材料（例如電池及包裝材料），供應商必須遵守歐盟RoHS和REACH法規以及客戶的要求，監控有害物質並提交相關的合規資料。

SUSTAINABILITY REPORT

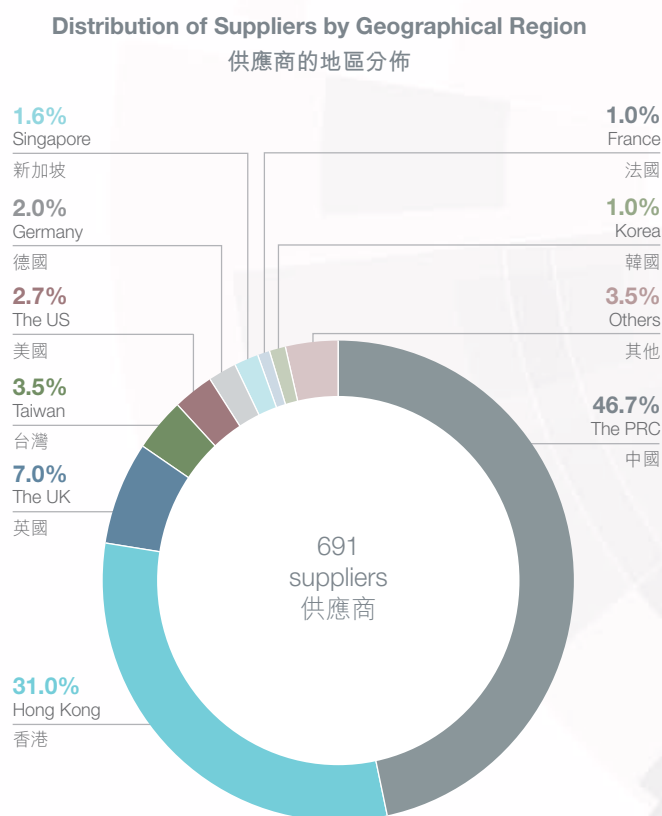
可持續發展報告

The Group conducts factory audits and periodic assessments for suppliers on their quality-related criteria as well as environmental and social performance. Audit or post-audit improvement results must meet the requirements of the Group before suppliers can be included in our list of qualified suppliers. In cases where suppliers violate laws and regulations, fail to meet tender requirements, commit misconduct, or fail to achieve satisfactory results during the contract period, the Group will downgrade or delist them from the tender list. During the reporting period, all existing suppliers passed the on-site supplier audits and became qualified suppliers.

During the reporting period, the Group had built collaborative relationships with 691 suppliers in total, the details of which are as follows:

本集團會到供應商的工廠進行審計及進行定期評估，審視其質量相關標準及環境和社會績效。供應商的審計或審計後的改善結果必須符合本集團的要求，才能成為我們的合資格供應商。如果供應商在合約期內違反法律法規、不符合招標要求、行為不當或無法取得滿意的評分，本集團會將其降級或從招標名單中除名。報告期內，所有現有供應商均通過了供應商現場審計，成為合資格供應商。

報告期內，本集團共跟691家供應商合作，詳情如下：



The vast majority of our suppliers are from Hong Kong and the PRC, which accounted for over 77% of our total suppliers. Other geographical regions include suppliers (less than 1% each) in Spain, Thailand, Italy, Denmark, Japan, Malaysia, Belgium, Israel, Canada, India, the Netherlands, the Philippines, Austria, Ireland and Sweden.

供應商大多數來自香港及中國，佔總供應商之77%以上。其他地區的供應商分別來自西班牙、泰國、意大利、丹麥、日本、馬來西亞、比利時、以色列、加拿大、印度、荷蘭、菲律賓、奧地利、愛爾蘭和瑞典（每地區佔不足1%）。

4. PEOPLE

The Group aims to create a people-oriented working environment that is free of discrimination and harassment, at the same time embraces diversity and prioritises wellness and safety. We are dedicated to investing in our people and providing fair opportunities and ample support for them to thrive as a high-performing team.

Caring for Our People

The Group adheres to principles of legality, fairness, impartiality, equality, honesty and credibility. The Group complies with the Labour Law of the PRC, Labour Contract Law of the PRC and other regulations related to work and labour practices in enhancing the human resources policies and protecting the legitimate rights and interests of its employees.

In recognition of the Group's efforts in proactively promoting a harmonious and connected workforce, the Nansha Plant was awarded "Guangzhou Harmonious Labour Relationship Enterprise A Level" (A級) by Guangzhou Municipal Human Resources and Social Security Bureau, Guangzhou Federation of Trade Unions, Entrepreneurs Association and Guangzhou Federation of Industry and Commerce during the reporting period.

The Group's ethical standards and expectations for its employees are clearly set out in the Code of Conduct and other relevant policies stipulated in the Staff Handbook, including the principles of human rights, anti-bribery and conflict of interests, anti-discrimination and proper ways for the handling of confidential information. Employment contract clearly stipulates the terms of employment, wages, benefits and termination clauses. For instance, any employee who leaves the Group is required to provide a written notice of termination to the Group.

4. 人

本集團旨在創建一個以人為本的工作環境，沒有歧視和騷擾，同時擁抱多元化並以健康與安全為優先考慮。我們積極投資在我們的員工身上，為他們提供平等機會及充份的支持，致力培養高績效的團隊。

關愛我們的員工

本集團恪守合法、公平、公正、平等、誠實守信的原則。集團遵守《中國勞動法》、《中國勞動合同法》及其他與工作及勞工常規有關的法規，以改善人力資源政策並保障僱員的合法權益。

為表揚集團致力促進和諧團結的勞動關係，在報告期內，南沙工廠獲廣州市人力資源和社會保障局、工會聯合會、企業家協會及廣州市工商業聯合會授予「廣州市勞動關係和諧企業A級」榮譽。

本集團對員工的道德標準和期望已在《行為守則》及《員工手冊》內其他相關政策中清楚列明，包括人權、反賄賂及利益衝突、反歧視及妥善處理機密資料的方法。僱傭合約明確闡述僱用條款、工資、福利及解僱條款。例如，任何離職僱員必須向本集團提出終止合約通知。

SUSTAINABILITY REPORT

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Employees are encouraged to engage in two-way communication with their supervisors and managers through channels including emails, intranet and hotlines. A confidential grievance mechanism is in place where employees can express concerns relating to any unwanted behaviour or harassment and to report work-related hazards and hazardous situations without any fear of reprisals.

A number of units are in place to support the Group in managing different aspects of employment and labour topics. The Human Resources Unit reinforces and refines the Group's human resources policies. The Training Committee develops annual training plans pertaining to training needs and employees' feedback. The Health and Safety Unit in the Nansha Plant is responsible for monitoring health and safety performance and mitigating any potential risks in the daily operations.

The Group respects the rights of employees to join labour unions, and constantly convenes meetings with the labour union to discuss issues relating to employee rights and obligations. No material non-compliance in relation to compensation and dismissal, recruitment and promotion, working hours, rest periods and other benefits and welfare was recorded during the reporting period.

我們鼓勵僱員透過電子郵件、內聯網及熱線電話等渠道與主管及經理進行雙向溝通。集團設有保密的申訴機制，僱員可以就任何不當行為或騷擾表達憂慮，並舉報與工作有關的危害及危險情況，而不必擔心遭受報復。

我們設有多個部門來支援集團管理僱傭及勞工多方面的事宜。人力資源部加強及完善集團的人力資源政策。培訓委員會因應培訓需求和員工反饋而制定相關的年度培訓計劃。南沙工廠的健康與安全部門負責監察健康與安全績效，並減輕日常運營中的任何潛在風險。

本集團尊重僱員參加工會的權利，並持續與工會舉行會議，討論與僱員權利與義務有關的議題。報告期內，沒有發生與薪酬及解僱、招聘及晉升、工時、休息時間以及其他權益和福利有關的重大違規行為。

Creating an Inclusive Workplace

The Group is committed to creating an inclusive working environment, which ensures that the employees are treated equally and justly, and their views are heard and valued. The Group's approach to equal opportunity and respective anti-discrimination practices are clearly outlined in the Code of Conduct, which states that differential treatment and harassment is unacceptable, and will therefore not be tolerated in the workplace. Respective human resources policies are in place to assure the fairness in respect of recruitment, employment, job advancement, training and development, performance assessment and rewards for both applicants and employees.

At Trio, employees are not discriminated against or deprived of opportunities on grounds of race, nationality, religion, physical condition, disability, gender, pregnancy, sexual orientation, political status, age or any other discrimination prohibited by applicable laws and regulations. As a responsible employer, the Group follows the principle of pay equity and regularly reviews the market information to set up the competitive pay levels.

The Group holds management review meetings each year to discuss and review human resources policies; it also requires relevant units to implement timely improvements to ensure the rights and benefits of employees. Employees who are found engaging in discriminatory behaviours would be subject to disciplinary actions. No material non-compliance in relation to relevant laws and regulations that have a significant impact on the Group regarding equal opportunity, diversity and anti-discrimination was recorded during the reporting period.

創建具包容性的工作場所

本集團致力於創造具包容性的工作環境，以確保僱員受到平等和公正的對待，聆聽及重視他們的意見。集團的《行為守則》明確闡述了集團對平等機會及相應的反歧視措施，當中表明不平等的待遇和騷擾是不能接受的，因此不容許在工作場所內發生。集團制定了相應的人力資源政策，以確保在處理應徵者和僱員的招聘、僱用、工作晉升、培訓及發展、績效評估及獎勵各方面，都秉持公平的原則。

在致豐，僱員不會因種族、國籍、宗教、身體狀況、殘疾、性別、懷孕、性取向、政治地位、年齡或適用法律法規禁止的任何其他歧視而遭受歧視或剝奪機會。作為負責任的僱主，本集團奉行薪資公平的原則，並定期檢討市場訊息，以提供具競爭力的薪酬水平。

本集團每年舉行管理層檢討會議，討論及檢討人力資源政策；還要求有關部門及時進行改善，以保障僱員權益。如僱員被發現有歧視行為，將受到紀律處分。報告期內，沒有發生違反有關平等機會、多元化及反歧視法律法規的情況而對本集團有重大影響。

SUSTAINABILITY REPORT

可持續發展報告

Total Workforce

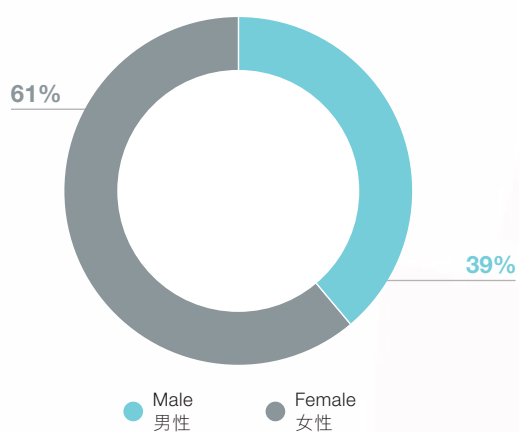
The Group had a total number of 1,487 employees in the PRC as of 31 December 2020 (2019: 1,612 employees), all of which were permanent full-time employees. The total workforce by gender, age group, and employee grade, are shown below.

總勞動力

截至2020年12月31日，本集團在中國共有1,487名僱員（2019年：1,612名僱員），均為長期全職僱員。下面顯示按性別、年齡組及員工級別劃分的總勞動力。

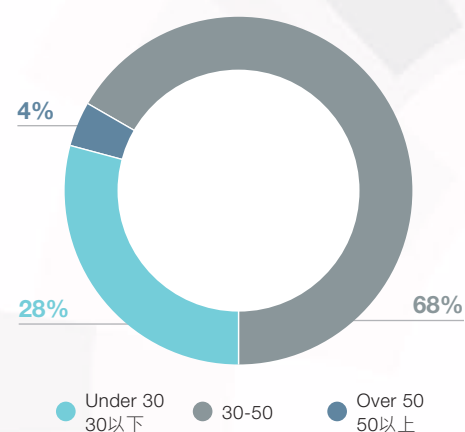
Gender distribution

性別分佈



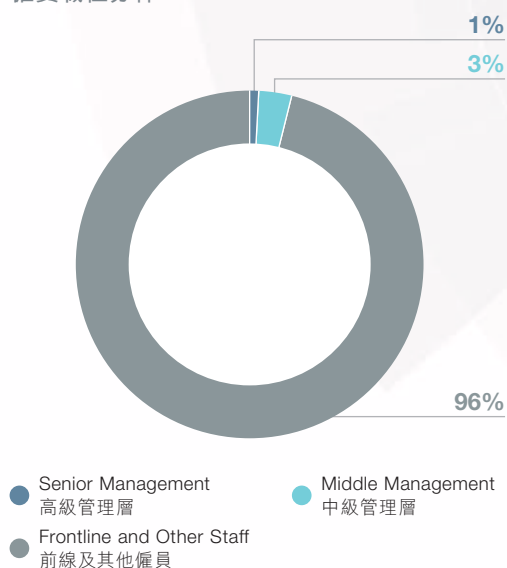
Age group distribution

年齡組分佈



Employee grade distribution

僱員職位分佈



New Hires and Turnover

In 2020, the Group hired 385 new employees, the average monthly recruitment rate was 1.01%. Meanwhile, a total of 512 employees left the Group in the reporting period. The average monthly turnover rate was 2.34%², representing a reduction of 1.5 percentage points compared with that of 2019. The reduced staff turnover partially resulted from the decrease in workforce mobility and uncertain business conditions due to COVID-19. To acquire and retain the best talents, the Group continues to review employees' remuneration packages as well as design and implement people-oriented policies.

Strategic Talent Centre ("STC")

Established in 2017, the STC has served as a platform to recruit and attract talents and professionals in specialised fields, including engineers, IT technicians, procurement specialists, accountants and internal auditors. There were 9 employees working at the STC as at 31 December 2020 to engage in software development and enhancement. As part of the Group's on-going business strategies, the Management of the Group will continue to recruit talents of necessary level and number at the STC for providing various value-added supports to the Group.

Competitive Remuneration and Benefits Package

The Group provides competitive remuneration and benefits to employees. The remuneration is reviewed annually to reflect employees' performance and contribution as well as market trends. In addition to basic wages and overtime pays, the Group provided a one-off allowance to frontline workers in the Nansha Plant during the reporting period. The Group cares about the wellness of employees, and strives to provide a decent working condition and competitive benefits. These include statutory holidays, paid annual leaves, social insurance coverage, medical coverage, marriage leave, paternity leave, lactation break, and meal allowance offered by the Group. Workers at the Nansha Plant are entitled to a seniority bonus based on their length of services.

新員工及流失率

2020年，集團增聘了385名僱員，平均每月招聘率為1.01%。同時，報告期內共有512名僱員離職。平均每月流失率為2.34%，與2019年相比下降了1.5個百分點。僱員流失率下降部分原因是由於COVID-19疫情導致勞動力流動性下降以及不確定的業務狀況。為了吸納及留住最優秀的人才，本集團將繼續檢討僱員的薪酬待遇，並制定及實施以人為本的政策。

戰略人才中心

成立於2017年，戰略人才中心是一個招募和吸引專業領域的人才及專業人士的平臺，包括工程師、資訊科技人員、採購專才、會計師及內部審計師。截至2020年12月31日，戰略人才中心共有9名僱員，從事軟件開發及升級。配合集團長期的業務戰略，集團管理層將繼續招聘合適資歷和數量的人材，加入戰略人才中心，為集團提供各種增值支援服務。

具競爭力的薪酬福利計劃

本集團給予僱員具競爭力的薪酬及福利。每年跟據僱員的績效和貢獻以及市場趨勢，進行一次薪酬調整。報告期內，除基本工資及加班費外，集團還為南沙工廠前線工人提供了一筆過的津貼。集團關心僱員的健康，並努力提供體面的工作條件及具競爭力的福利，包括法定假日、帶薪年假、社會保險、醫療保險、結婚假、陪產假、哺乳假及集團提供的伙食津貼。南沙工廠的工人可根據其服務年資獲發資歷獎金。

² The average turnover rate is calculated by averaging the monthly turnover rates. Monthly turnover rate is calculated by number of employees who left the Group in a specific month/total number of employees in the previous month*100%. Employees who leave the Group within a month is not calculated.

平均流失率是根據全年每月流失率的數據來計算平均值。每月流失率的計算方式是：個別月份離職僱員人數 / 對上一個月的僱員總數 x 100%。入職未滿一個月便離職的僱員，則不計算在內。

Employee Relations

The Group strives to foster a strong sense of belonging of its staff and ensure that every voice is heard through transparent communication channels. To this end, the Group has established employee complaint mailboxes, message box, hotlines and social media platforms to collect employee opinions, suggestions, and complaints which are handled by dedicated personnel promptly. The Group will continue to keep an open dialogue with its employees through various channels such as meetings, surveys, and other platforms. Adequacy of communication is examined through random sampling surveys and interviews. During the reporting period, the sampling or interview rate conducted by the Nansha Plant was 88%.

Amidst COVID-19, the Group prioritised the well-being of our people and cancelled cultural and recreational activities. The PRC operation made use of WeChat Work, a widely used social media platform to communicate the latest information regarding COVID-19, employee newsletter, industry knowledge and other useful information to the staff to maintain positive and healthy employee relations.

Employee Health and Safety

The health and safety of our employees remain the Group's top priority. The Group has always been committed to complying with relevant OHS regulations and facilitating employee participation to improve upon OHS goals. To this end, the Group has comprehensive OHS systems, policies and safety protocols in place to manage relevant issues at the PRC operation.

僱員關係

集團致力培養員工對公司的歸屬感，並確保員工可通過透明的溝通渠道發聲。為此，集團設立了僱員投訴信箱、意見收集箱、電話熱線及社交媒體平台，以收集僱員的意見、建議及投訴，並由專人迅速處理。本集團將繼續通過各種渠道如會議、調查及其他平台等與僱員保持公開對話。通過隨機抽樣調查及面談檢討溝通是否足夠。報告期內，南沙工廠進行的抽樣調查或面談率為88%。

在COVID-19肆虐期間，集團為員工的健康著想而取消了文化及娛樂活動。中國的業務採用了普遍使用的社交媒體－企業微信（「WeChat Work」）－通報有關COVID-19的最新消息、僱員通訊、行業知識以及其他有用資訊予員工，以保持正面健康的僱員關係。

僱員健康與安全

僱員的健康與安全仍然是集團的重中之重。本集團一直恪守相關OHS法規，並鼓勵僱員參與，以提升OHS水平。為此，本集團備有完善的OHS系統、政策及安全規程，以管理中國業務上的相關事宜。

The Health and Safety Committee has oversight of OHS-related policies, operational controls and performance and is responsible for the effective implementation of the ISO 45001 management system within the Nansha Plant. Safety audits, internal and third-party risk assessments, and incident investigations are conducted for the operational processes in the Nansha Plant to identify and eliminate existing and potential hazards. During the reporting period, all inspection results adhered to applicable regulations and standards. No material non-compliance in relation to laws and regulations that have a significant impact on the Group regarding occupational health and safety was recorded. In 2020, the Group conducted safety audits and discovered three hidden hazards. All issues were improved within scheduled periods, achieving an improvement rate of 100%. The Committee proactively addresses existing risks through the hierarchy of controls, a systematic system focusing on eliminating high-risk tasks and improving engineering controls.

The Committee holds management review meetings each year to discuss and review health and safety performance as well as set targets for the next reporting period. There were no significant changes on the management approaches in relation to OHS during the reporting period.

Safety protocols have been developed for all production processes and safeguard the safe storage, labelling, usage and disposal of hazardous chemicals. The Group offers several channels through which employees can submit ideas, OHS concerns or complaints to their supervisors or managers directly. Workers may remove themselves from work situations that they believe are unsafe. Aside from periodic occupational health checks, workers in occupational hazards positions undergo pre- and post-employment medical examinations. Fire drills and chemical spill drills are carried out on a periodic basis to evaluate the effectiveness of evacuation and clean-up procedures. Personal protective equipment is distributed to frontline workers for safety protection pursuant to the Law of the PRC on the Prevention and Control of Occupational Diseases and the Production Safety Law of the PRC. During the reporting period, the Group allocated over RMB60,000 for occupational safety to protect the health and safety of employees at the Nansha Plant.

健康與安全委員會對與OHS相關的政策、運營控制及績效進行監督，並在南沙工廠內有效實施ISO 45001管理體系。集團對南沙工廠的運營過程進行安全審計、內部和第三方風險評估以及事件調查，以識別和消除現有及潛在的危害。報告期內，所有檢查結果均符合適用法規和準則，並沒有錄得有關職業健康與安全法律法規的重大違規行為而對本集團的造成重大影響。在2020年，集團進行了安全審計，發現了三個隱患。所有問題均在預定的時間內改善，改善率達100%。委員會通過分級控制、集中消除高風險任務的系統，以及改善工程控制積極應對現有風險。

委員會每年舉行一次管理層檢討會議，以討論及檢討健康與安全績效，並為下一個報告期訂立目標。報告期內，有關OHS的管理方針並沒有重大變化。

集團已就所有生產過程制定了安全規程，並保證危險化學品被安全存儲、標籤、使用及處置。本集團提供了多個渠道，讓僱員可以直接向其主管或經理提出想法、有關OHS問題或投訴。若工人認為工作環境不安全，可以離開工作崗位。除了定期進行職業健康檢查外，任職職業危害崗位的工人還需在入職前、後進行體檢。定期舉行消防演習及化學洩漏演習，以評估疏散及清理程序的有效性。集團遵照《中華人民共和國職業病防治法》和《中華人民共和國安全生產法》，分發個人防護裝備予前線工人，以提供安全保護。報告期內，集團為保護南沙工廠員工的健康與安全，在職業安全上共投入超過人民幣60,000元。

SUSTAINABILITY REPORT

可持續發展報告

The Group organises general trainings, safety orientation trainings, specific operation trainings and other relevant trainings for employees of different levels of seniority and roles based on legal requirements, standards and specific risks. During the reporting period, 98.7% of the staff attended a total of 2,482 hours of health and safety training sessions, which covered topics such as the safe handling of hazardous materials, fire safety, industrial safety, general safety management, first-aid skills, and the safety management system.

During the reporting period, the Group specifically appointed qualified persons to carry out inspections and maintenance for the lightning protection system, fire service installations and equipment, pressure vessels and escalators at the Nansha Plant. The Group also hosted fire safety and basic safety trainings for employees working in the oil immersion area to enhance their safety awareness.

The Group gives special attention to fire hazards in the workplace. An on-site fire station is set up at the Nansha Plant for providing prompt supports in case of fire accidents. Fire safety is ensured through periodic fire drills, fire safety training and continuous maintenance of fire installations and equipment. Four fire drills were held during the reporting period; all employees evacuated safely and swiftly.

With the Group's continued focus on workplace safety through extensive training, hazard identification and risk assessment, the PRC operation had a low recordable work-related injury rate of 1.42 accidents per 1,000,000 hours worked during the reporting period. Most of the work-related injuries were machinery-related injuries and injuries relating to manual handling. No fatalities of the Group's employees have been recorded in the last three reporting years. The Group conducts incident investigation and root cause analysis according to the requirements of local regulations and ISO 45001 management system.

本集團根據法律要求，準則及特定風險，為不同資歷及職務的僱員安排一般培訓、安全指導培訓、特定操作培訓及其他相關培訓。在報告期內，98.7%的僱員共參加了2,482個小時的健康與安全培訓課程，涵蓋的主題包括：安全處理危險物質、消防安全、工業安全、一般安全管理、急救技能，以及安全管理系統。

報告期內，本集團特別聘請合資格的人員檢查及維修南沙工廠的雷電保護系統、消防設施及設備、壓力容器及扶手電梯。本集團還為於油浸區工作的僱員舉辦了消防安全及基本安全培訓，以提高其安全意識。

本集團特別留意工作場所的火災隱患。南沙工廠內設有消防站，以便一旦出現火災時，可及時提供支援。為確保消防安全，集團定期進行消防演習、消防安全培訓並持續保養電力及消防設備。在本報告期內，共舉行了四次消防演習；所有員工都能安全、迅速地撤離。

集團通過廣泛的培訓，危害識別及風險評估持續關注工作場所的安全，在報告期內，中國業務的可記錄工傷事故率偏低，為每100萬工時發生1.42次事故。大多數的工傷都是與機械有關的傷害及與手動操作有關的傷害。在最近三個報告年度中，本集團沒有錄得僱員死亡事故。集團根據當地法規及ISO 45001管理體系的要求進行事故調查並分析發生原因。

Food Health and Safety

The Group has its own regulations and traceability system in place to ensure that food served in the staff canteen is of high quality and is safe to eat. The regulation provides guiding principles and stringent standards for staff canteen operation and management in the areas of quality and cleanliness. It only purchases food materials that are fresh, clean and in compliance with all applicable national standards and regulations. Food samples are kept 48 hours every day for record and testing where necessary. There were no complaints regarding food quality during the reporting period.

Our Responses to COVID-19

In view of the COVID-19 pandemic, the Group has set up an emergency response team that swiftly responded to the prevention and control of the virus. The team mobilised resources from all sides to search and purchase essential materials including surgical masks, hand sanitisers and medical gloves for staff at work.

To contain the spread of COVID-19 in the community and better protect the staff, the Group implemented precautionary measures that were in line with the national and local government's virus control guidelines, which included,

- adopting flexible and/or remote working arrangements amongst office-based staff;
- sanitising its facilities more frequently and regularly;
- enforcing social distancing by setting up partitions on shared tables at staff canteen;
- requiring self-quarantine for staff who have travelled overseas recently; and
- requiring all staff and guests to wear masks within the workplace.

The Group closely monitored health conditions of staff and guests. With the strict implementation of infection control measures, the Nansha Plant resumed normal operation soon after the Lunar New Year.

食品健康與安全

本集團設有內部法規和可追溯系統。該法規就員工食堂在食物質量及清潔度方面的運營和管理，提供指導原則及嚴格準則，確保食堂所供應的食物品質優良，可安全食用。食堂只購買新鮮、清潔、衛生的食材，並符合所有適用的國家標準和法規。們每天抽取食物樣本，保存48小時，以便在有必要時進行記錄和化驗。在報告期內，沒有接獲關於食品質量的投訴。

應對COVID-19疫情

鑑於COVID-19大流行，集團已成立了應急小組，迅速預防及控制病毒的傳播。集團動用各方資源，為工作人員搜購必要的裝備，包括口罩、手部消毒劑及醫用手套。

為了控制COVID-19在社區中傳播並加強保護員工，集團採取了與國家及地方政府的病毒控制指引一致的預防措施，其中包括：

- 為辦公室工作人員安排彈性及／或遙距工作；
- 更頻密地定期消毒設施；
- 在員工食堂加強社交距離，在共用餐桌上設置分隔板；
- 要求最近曾出國的員工進行自我隔離檢疫；及
- 要求所有員工及客人在工作場所內佩戴口罩。

本集團密切監察員工及客人的健康狀況。在嚴格執行防控措施下，南沙工廠在農曆新年後不久恢復了正常運作。

Development and Training

Employee development is vital to the sustainable growth of the Group. The Group provides employees with a wide spectrum of training opportunities to deepen their professional knowledge in the workplace and equip them with new skills and industry knowledge that can advance their careers and support the Group's operational needs.

Our Training Committee, led by the Board, senior executives and technical staff, oversees staff training and development at the PRC operation. The Human Resource and Training Control Procedure and other supporting policies are established for the effective implementation of training strategies.

Depending on individual needs, team-specific goals and employee feedback, the Committee designs and organises internal training for staff covering a wide range of topics and skills, including strategic thinking skills and software-specific training. Senior executives are sponsored by educational subsidies to attend external courses in relation to project management. Apart from classroom training, the Group also delivers training programmes through e-learning platform.

The Group develops its employees through diversified learning and development programmes, which include,

- a. Training for new employees – To introduce the Group's ethical standards, cultures, rules and regulations, safety and product-related knowledge on the first day of employment;
- b. Pre-job training – To familiarise new recruits or transferred employees with new roles and associated duties;
- c. On-the-job training – To maintain employees' professional competencies and to ensure that they keep abreast of the latest changes and developments in policies, market and industry; and
- d. Professional training – To ensure that employees performing specific functions obtain the necessary licences.

發展與培訓

僱員發展對集團的可持續發展至關重要。本集團為僱員提供廣泛的培訓機會，以提升他們在工作場所的專業知識，學習可促進其職業發展並支持集團運營需求的新技能及行業知識。

由董事會、高級管理人員及技術人員領導的培訓委員會，負責監督中國業務的員工培訓及發展。為有效實行培訓策略，我們制定了人力資源及培訓控制程序以及其他輔助政策。

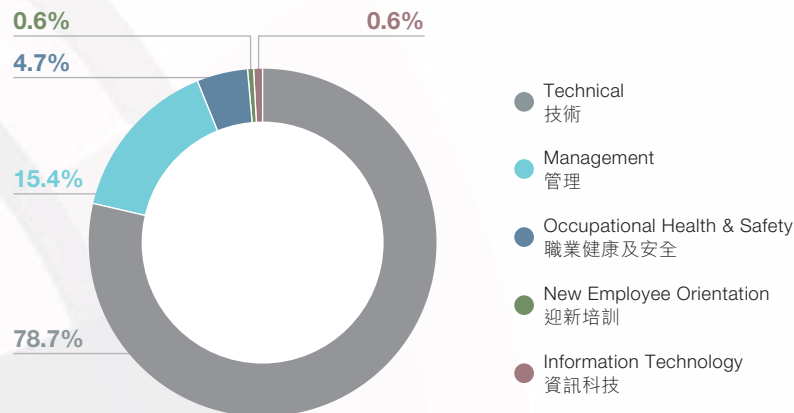
根據個人需要、團隊特定目標及僱員反饋，委員會為員工設計及舉辦內部培訓，涵蓋多方面的主題及技能，包括戰略思維技能、軟件特定培訓。高管人員可獲教育津貼贊助，參加與項目管理有關的外部課程。除課堂培訓外，集團還通過電子學習平台提供培訓計劃。

本集團通過多元化的學習及發展計劃以栽培僱員，包括：

- a. 迎新培訓 – 在首個工作天向新僱員介紹集團的道德準則、文化、規矩和守則，安全及產品相關的知識；
- b. 崗前培訓 – 讓新入職或轉崗的僱員熟悉新的職務及相關職責；
- c. 在職培訓 – 保持僱員的專業能力，並確保他們了解最新政策、市場及行業的最新動向；及
- d. 專業培訓 – 確保執行特定職能的僱員獲必須的許可證。

During the reporting period, the Group hosted a total of 169 internal training sessions for employees. The chart below provides the percentages of training carried out:

Percentage of Training Carried Out by Category
培訓類別百分比



The Group holds management review meetings every year to discuss and track the target achievement rates as well as ensure the efficient deployment of resources. The Group also monitors the effectiveness of management approach to ensure that the training strategies meet relevant requirements of applicable laws and ISO standards. During the reporting period, 99.4% of employees of the Nansha Plant received trainings, accomplishing the Group's training target of providing training for 99% of the staff of the Nansha Plant. The total training hours and the average training hours per employee were 10,811 hours and 7.31 hours per employee respectively.

**Training percentage 受訓百分比
by gender 按性別**

Male 男: 98% Female 女: 100%

**Training percentage 受訓百分比
by employee grade 按僱員職級**

Frontline employees 前線僱員: 100%
Middle management 中級管理層: 98%
Senior management 高級管理層: 89%

報告期內，本集團共為僱員舉辦了169場內部培訓課程。下表顯示各類培訓課程的百分比：

本集團每年均會舉行管理層檢討會議，討論及追蹤目標達標率，並確保資源有效調配運用。集團還監察管理方法的有效性，以確保培訓策略符合適用法律及ISO標準的相關要求。報告期內，南沙工廠99.4%的僱員接受了培訓，達至集團為南沙工廠99%的僱員提供培訓的目標。僱員總受訓時數為10,811小時，每名僱員的平均受訓時數為7.31小時。

**Average training hours 平均受訓時數
by gender 按性別**

Male 男: 5.8 hours小時 Female 女: 8.2 hours小時

**Average training hours 平均受訓時數
by employee grade 按僱員職級**

Frontline employees 前線僱員: 7.4 hours小時
Middle management 中級管理層: 4.3 hours小時
Senior management 高級管理層: 2.2 hours小時

Eliminating Child and Forced Labours

Child and forced labours are strictly prohibited in the workplace. Concept relating to prevention of child and forced labours has been integrated into the Group's recruitment principles and processes, which underpins the Group's commitment in eliminating human rights violation within the Group and from supply chains.

Pursuant to the Labour Law of the PRC, the Human Resources Department verifies the credentials of candidates and conducts background checks to ensure that each employee hired by the Group meets the minimum age requirement.

The Group prohibits unauthorised overtime work. The employment contract clearly sets out the hours of work and terms and conditions of employment relating to overtime work, including the pre-agreed overtime pay rate for working hours beyond the standard working hours. Employees working overtime must get prior approval from line managers.

The Group reviews the human rights policies and procedures on a regular basis to ensure that it conducts business in a way that reflects its commitment to supporting and respecting internationally proclaimed human rights. The Group complies with applicable laws, regulations and customer requirements in relation to the prevention of child and forced labours. There were no non-compliance incidents regarding child and forced labour within the Group or our suppliers during the reporting period.

消除童工及強迫勞動

嚴禁在工作場所使用童工及強迫勞動。有關預防童工及強迫勞動的理念已於集團的招聘原則及生產流程中落實，構成集團致力在內部和供應鏈中禁止侵犯人權的基礎。

人力資源部根據《中華人民共和國勞動法》核實候選人的資格證書並進行背景調查，以確保集團僱用的每名僱員均符合最低年齡要求。

本集團禁止未經批准而加班工作。僱傭合約清楚地列明工作時間，以及有關加班工作的僱傭條款和條件，包括事先商定之超時工作可獲的加班工資。僱員加班工作必須事先獲直屬經理批准。

本集團定期檢討人權政策和程序，以確保其開展業務的方式體現其對國際公認的人權的支持和尊重。集團遵守有關防止童工及強迫勞動的適用法律法規及客戶要求。報告期內，本集團或供應商沒有涉及童工及強迫勞動的違規事件。

5. ENVIRONMENT

The Group has given priority to environmental protection principles since establishment and simultaneously operates environmental treatment facilities to ensure that our wastewater, exhaust emissions, and waste materials comply with national regulatory requirements.

Environmental Management

The Group is in strict compliance with the national standards and regulations relating to environmental protection, including but not limited to:

- Emission Limits of Air Pollutants (DB44/27-2001) of Guangdong Province;
- Emission Standard of Cooking Fume (GB 18483-2001);
- Discharge Limits of Water Pollutants (DB44/26-2001) of Guangdong Province;
- Law of the PRC on the Prevention and Control of Environmental Pollution by Solid Waste
- Standard for fugitive emission of volatile organic compounds (GB37822-2019); and
- Environmental Protection Tax Law of the PRC.

Beyond compliance, the Group aims to continually improve the environmental performance of its operations. The Group has established management procedures and implemented ISO 14001 management system in daily operations, and constantly reviews the effectiveness of management systems to minimise our impacts on the environment.

5. 環境

自成立以來，集團一直重視環境保護，同時設有環保處理設施，以確保我們的廢水、廢氣排放及廢料符合國家法規要求。

環境管理

本集團嚴格遵守有關環境保護的國家標準和法規，包括但不限於：

- 廣東省大氣污染物排放限值 (DB44/27-2001)；
- 飲食業油煙排放標準 (GB 18483-2001)；
- 水污染物排放限值 (DB44/26-2001)；
- 中華人民共和國固體廢物污染環境防治法；
- 揮發性有機化合物的逸散排放標準 (GB37822-2019)；及
- 中華人民共和國環境保護稅法

除了符合規定之外，本集團更持續提升其業務運作的環境績效。集團已制定管理程序並在日常運營中實施ISO 14001管理體系，並不斷檢討管理體系的有效性，以令業務的環境影響減至最低。

SUSTAINABILITY REPORT

可持續發展報告

Whenever significant environmental impacts are identified or predicted through assessments and audits, the Group will implement mitigation measures to reduce environmental consequences on the natural environment. In terms of air and wastewater control, the Group has obtained all necessary discharge permits; and installed electrostatic precipitators, carbon adsorption systems, grease trap and wastewater treatment facility. Additionally, the Group has engaged an environmental engineering company and continuously employed advanced technologies for wastewater monitoring and treatment. A dedicated technician has stationed at the Nansha Plant to monitor treated effluent quality, ensure discharge compliance and to and maintenance for the wastewater treatment facility. When choosing energy-consuming or water-consuming equipment, the Group places preferences to energy efficient and water-saving equipment according to its management policy on energy and resources use. There was no major non-compliance relating to air and greenhouse gas ("GHG") emissions, discharges into water and land, and generation of hazardous and non-hazardous waste. The Group will continue to explore all possibilities to advance its environmental management so as to pursue better environmental performance and minimise environmental impacts caused by its business operation.

若於評估及審計過程中識別或預測出現重大的環境影響，本集團將採取緩解措施以減少對自然環境的影響。在空氣排放及廢水控制方面，集團已取得所有必須的排放許可證；並安裝了靜電除塵器、碳吸附系統、隔油池和廢水處理設施。此外，集團委聘一家環境工程公司採用先進技術不斷進行廢水監測和處理。專責的技術人員派駐南沙工廠，以監控處理後的廢水質量，確保排放達標，並為廢水處理設施提供緊急支援和維護。在選購耗能或耗水設備時，集團根據其能源和資源使用管理政策，優先選擇節能 and 節水設備。沒有出現有關空氣及溫室氣體（「GHG」）排放、向水和土地排放，以及產生有害和無害廢物嚴重違規的情況。集團將不斷探討各種可行方法，以提升其環境管理，追求更佳的环境績效，並將其業務運營對環境的影響降至最低。

Emission

Greenhouse Gas Emissions

During the reporting period, the Group's business activities contributed to the GHG emission of 4,869.5 tonnes of carbon dioxide equivalent ("tCO₂eq."), mainly carbon dioxide, methane, nitrous oxide and hydrofluorocarbons. The overall intensity of the GHG emissions for the Group was 0.21 tCO₂eq./m² with reference to the total floor area of the Group's business operations, representing a decrease of approximately 23% compared with that of 2019.

排放

溫室氣體排放

報告期內，本集團的業務活動導致溫室氣體排放量為4,869.5噸二氧化碳當量(tCO₂eq.)，主要為二氧化碳、甲烷、一氧化二氮和氫氟碳化物。相對於集團業務運營的總建築面積，我們的溫室氣體總排放密度為0.21噸二氧化碳當量／平方米，較2019年減少了約23%。

Scope of GHG Emissions	Emission Sources	Emission (in tCO ₂ eq.)	Total Emission(%)
溫室氣體排放範疇	排放來源	(噸二氧化碳當量)	總排放量 (%)
Scope 1 Direct Emission			
範疇1直接排放			
Combustion of fuel for stationary source 燃料燃燒（固定源）	Natural gas 天然氣	81.1	6%
Combustion of fuel for mobile sources 燃料燃燒（流動源）	Petrol 汽油	15.9	
	Diesel 柴油	8.1	
Refrigerants 製冷劑		198.0	
Scope 2 Energy Indirect Emission			
範疇2能源間接排放			
Purchased electricity 購買電力		4489.5	92%
Scope 3 Other Indirect Emission			
範疇3其他間接排放			
Electricity used for freshwater processing 用於淡水處理的電力		35.3	2%
Electricity used for sewage processing 用於污水處理的電力		16.7	
Business air travel 商務飛行旅程		0.5	
Paper disposal 棄置紙張		24.4	
Group Total 集團總量		4,869.5	100%

Note 1: Emission factors were made by reference to Appendix 27 to the Listing Rules and their referred documentation as set out by the Stock Exchange, unless stated otherwise.

Note 2: Emission factor of 0.80 tCO₂/MWh was used for purchased electricity in Guangdong Province of the PRC.

Note 3: Emission factors of 0.424 kgCO₂eq./m³ and 0.2 kgCO₂eq./m³ were used for calculating the electricity used for freshwater and sewage processing respectively.

註1: 除另有說明外，排放系數參照聯交所上市規則附錄二十七及其指定文件而編製。

註2: 在中國大陸廣東省所購買電力以組合邊際排放系數0.80噸二氧化碳／兆瓦時計算。

註3: 用於淡水及污水處理的電力分別以組合邊際排放系數0.424千克二氧化碳當量／立方米及0.2千克二氧化碳當量／立方米計算。

Air Emissions

The Group-owned, fossil-fuelled vehicles were used for daily business operations and natural gas was consumed for staff canteen operation, which contributed to the emissions of nitrogen oxides (“NO_x”), sulphur oxides (“SO_x”) and respiratory suspended particles (“RSP”).

空氣排放

用於日常業務的集團自置化石燃料車輛，以及員工食堂的運營耗用天然氣，導致氮氧化物（「NO_x」）、硫氧化物（「SO_x」）及可吸入懸浮粒子（「RSP」）的排放。

Air emissions (non-GHG) from stationary and mobile combustion 固定和移動燃燒產生的空氣排放（非溫室氣體）					
Fuel source	Usage	NO _x (in kg)	RSP (in kg)	SO _x (in kg)	
燃料來源	用途	氮氧化物 (千克)	可吸入 懸浮粒子 (千克)	硫氧化物 (千克)	
Natural gas 天然氣	For staff canteen operation 用於員工食堂營運	6.10	N/A 不適用	0.02	
Petrol and diesel 汽油及柴油	For vehicles 用於車輛	29.89	0.71	0.14	
Total 總量		35.99	0.71	0.16	

Note: Emission factors for calculations on environmental parameters throughout the report were made reference to Appendix 27 of the Main Board Listing Rules and their referred documentation as set out by Hong Kong Exchanges and Clearing Limited, unless stated otherwise.

註：除另有說明外，本報告全文中用於計算環境參數的排放系數均參照香港交易及結算所有限公司《主板上市規則》附錄27及其指定文件而編製。

Measures to Mitigate Emissions

The Group endeavours to identify sources of high energy consumption, material consumption and environmental pollution in its plant and implement measures for improvement, ensuring compliance with the Cleaner Production Promotion Law of the PRC.

Waste gas generated in the course of the Group's business activities mainly include exhaust discharged during the combustion of fuels, volatile organic compounds (“VOCs”) discharged during the use of solvent-based paint by the plant and oily fume emitted during the cooking processes in the staff canteen operation.

減排措施

本集團積極查找工廠內高能耗、高物料消耗及高環境污染的源頭，並採取改善措施，以確保符合《中國清潔生產促進法》的規定。

在集團業務過程中產生的廢氣主要包括燃料燃燒排放的廢氣、工廠使用溶劑型塗料排放的揮發性有機化合物（「VOCs」）以及員工食堂烹煮食物過程中排放的油煙。

The Group proactively adopts different air pollution control measures, including installation of activated carbon absorption devices for treatment of VOCs and adoption of electrostatic precipitators for removal of exhaust fume. In order to meet the latest requirements of VOCs regulations, the Group has conducted routine maintenance of VOCs treatment facilities and replaced activated carbon more frequently for higher removal efficiency of VOCs.

Apart from the stringent control on VOCs emission, the Group also keeps track of employees' business air travels and avoids travelling by air whenever possible to reduce GHG emissions. The use of online conferencing tools, such as Zoom, Microsoft Teams, and WeChat are encouraged for meetings with colleagues, customers, suppliers, and business partners to reduce travelling. GHG emissions associated from business travels had been significantly dropped by 58% when compared with the last reporting period.

Climate Change

To respond to climate change impacts, the Group has identified the key risks and opportunities that climate change has brought to its business operations, and developed relevant strategies to minimise climate risks in its operations. Climate risks include disruption of production as well as damage to production base, raw materials and products caused by extreme weather, flooding and typhoons, etc. To better cope with extreme weather events, the Group has put in place the Management Rules for Severe Weather Preparedness and Response, and purchased property liability insurance for its properties. To reduce carbon emissions, the Group has actively adopted different approaches, including initiatives to reduce waste, conserve energy and water, and enhance environmental awareness.

In contrast, the renewable energy programmes and policies in the PRC and Europe have brought business opportunities to the Group. The rapid evolution of the electric-vehicle market and changes in consumer preference enable the Group to develop towards low-carbon products. Particularly, the Group has been providing smart charging solutions through its self-developed brand "DELTRIX" in Europe. The Group has also expanded its production capacity and upgraded existing production facilities to prepare for future opportunities.

本集團主動採取不同的空氣污染控制措施，包括安裝用於處理VOCs的活性碳吸收裝置，以及採用靜電除塵器去除廢氣。為了符合有關VOCs法規的最新要求，集團定期保養VOCs處理設施，更頻密更換活性碳，以提高去除VOCs的效率。

除嚴格控制VOCs的排放外，集團還密切留意僱員的商務飛行旅程，並儘可能避免乘搭飛機出差以減少溫室氣體排放。我們鼓勵員工使用網上會議工具如Zoom、Microsoft Teams、WeChat等與同事、客戶、供應商及商業夥伴開會，以減少出差次數。與上一報告期相比，商務飛行旅程產生的溫室氣體排放量已大大減少了58%。

氣候變化

為應對氣候變化帶來的影響，本集團已確定氣候變化給其業務營運所帶來的主要風險和機遇，並制定了相關策略，以將其運營中的氣候風險降至最低。氣候風險包括由於極端天氣、洪水及颱風等造成的生產中斷以及生產基地、原材料和產品的損壞。為了更充分準備應對極端天氣的威脅，集團制定了《危險天氣應急預警管理規定》，並為其財產購買財產責任保險。為了減少碳排放，集團積極採取不同的方法，包括減少廢物、節約能源和水以及加強環保意識。

相反，在中國及歐洲的可再生能源計劃和政策為集團帶來了商機。電動汽車市場的急速發展以及消費者喜好的改變帶動了集團低碳產品的發展。集團在歐洲的自家品牌DELTRIX一直提供智能充電解決方案。有見及此，集團擴大了生產能力，並升級現有的生產設施，為未來的機遇作好準備。

Waste Management

During the reporting period, the Group generated a total of 8.5 tonnes of hazardous waste during various production activities, contributing to an intensity of 0.37 kg/m², a substantial increase of 106% compared with the last reporting period. Organic solvent waste, organic solvent-containing waste and others were the major constituents which made up about 81% of the total amount of hazardous waste. The figure below shows the breakdown of hazardous waste generated and the treatment methods.

廢棄物管理

報告期內，本集團在各種生產活動中共產生了8.5噸有害廢棄物，排放量為0.37千克／平方米，比上一報告期大幅增加了106%。有機溶劑廢物及含有機溶劑的廢物及其他，共佔有害廢棄物總量的81%。下圖顯示有害廢棄物的分類和處理方法。

Hazardous Waste generated in FY2020 2020年財政年度產生的有害廢棄物		
Type of Hazardous Wastes 有害廢棄物類別	Waste Generated (%) 產生廢棄物(%)	Hazardous Waste Treatment Method 有害廢棄物處理方法
Others (i.e., metal containers for thinner and paint; cloths and activated carbon) 其他（即盛載稀釋劑和油漆的金屬容器；布及活性碳）	52%	Returned to suppliers for proper washing and reuse; incineration 送回供應商進行適當的清洗和重用；焚化
Organic solvent waste & organic solvent-containing waste 有機溶劑廢物及含有機溶劑的廢物	29%	Physical and chemical treatment 理化處理
Oil/water or hydrocarbon/ water mixtures or emulsion 油／水或碳氫化合物／水混合物或乳液	12%	Physical and chemical treatment 理化處理
Mineral oil waste & mineral oil-containing waste 礦物油廢物及含礦物油的廢物	5%	Physical and chemical treatment/reuse after washing 理化處理／清洗後重用
Mercury-containing waste 含汞廢物	1%	Chemical treatment 化學處理
Organic resin waste 有機樹脂廢料	1%	Incineration 焚化
Grand total 累計	100%	

The Group generated a total of 65.9 tonnes (2.88 kg/m²) of non-hazardous waste during the reporting period. Food waste, generated from the staff canteen operation, continued to be the largest component of domestic waste and was transferred to designated recycling and treatment facilities for further processing. Other recyclable materials (including waste packaging and raw materials) were either sent to recyclers or suppliers.

Waste Reduction and Initiatives

The Group aims to prevent generation of hazardous waste through adoption of advanced technologies and to minimise non-hazardous waste generation (mainly paper and food waste) at source whenever possible. The Group has waste management policy to regulate the collection, storage, disposal and treatment of different types of wastes. Hazardous wastes with appropriate labelling are temporarily stored on-site and transferred to licensed collectors for further handling. During the reporting period, the Group generated 0.1 tonne of oil-containing cloths, a 50% reduction compared with the last reporting period.

The Nansha Plant actively promotes source separation of domestic waste and has been listed as a demonstration unit for waste sorting in Dongchong Town, Nansha District. To support the local government's waste management plan, the Nansha Plant replaced all rubbish bins with waste separation bins and set up designated waste collection points at the plant during the reporting period. The Nansha Plant organised various activities jointly with trade union and government authority to raise employees' awareness on waste recycling and source separation.

報告期內，集團共產生了65.9噸（2.88千克／平方米）的無害廢棄物。員工食堂營運產生的廚餘仍然佔生活廢物的最大組成部分，廚餘會被轉送到指定的回收及處理設施作進一步處理。其他可回收材料（包括廢棄的包裝物料和原材料）由回收商或供應商回收。

減少廢物及相關措施

本集團擬透過採用先進技術來防止產生有害廢棄物，並儘可能從源頭減少產生無害廢棄物（主要是紙張和廚餘）。集團制定了廢棄物管理政策，以規範各類廢棄物的收集、儲存、處置和處理。帶有適當標籤的有害廢棄物會被臨時存放在工廠，然後轉送到領有執照的收集商作進一步處理。報告期內，本集團產生了0.1噸含油廢布，與上一報告期相比減少了50%。

南沙工廠積極推動生活廢物源頭分類，並被南沙區東涌鎮列為廢物分類示範單位。為支持地方政府的廢物管理計劃，南沙工廠在報告期內將所有垃圾桶替換為廢物分類桶，並在工廠設立了指定的廢物收集點。南沙工廠與工會和政府部門共同舉辦各種活動，以提高員工對廢物回收和源頭分類的認識。

Reducing Paper Waste

The Group tracks paper usage and distributes paper according to the monthly paper consumption of different divisions/departments. During the reporting period, a total of 5.09 tonnes of paper had been used for the Group's daily office operation for the printing of documents, contracts, order forms, technical drawings and meeting notes, which had been reduced by 13% compared with the last reporting period. To develop towards a paperless office, the Group continues to promote electronic administrative procedures as well as the use of telecommunication. The Group also reduces paper consumption by:

- using recycled paper;
- adopting double-sided printing; and
- maintaining printers, copiers, and fax machines to avoid wastage of paper due to poor printing quality.

Recycling bins are placed at office areas to advocate paper recycling. Office waste paper involving confidential information was shredded and disposed of. Waste paper packaging materials were collected by licensed recyclers for recycling.

Reducing Waste from Canteen

In the canteen operation, the Group has fully phased out the use of disposable tableware. Food purchase is managed through the self-developed ordering system. Employees must order their meals through the digital ordering system, enabling the Group to more accurately estimate food portion needs and reduce food waste at source. Employees can also order smaller portions according to their needs to avoid food wastage. The Group had not separately recorded the total amount of food waste generated or reduced, therefore results achieved from reducing canteen waste were not available.

減少廢紙

本集團跟蹤紙張的使用情況，並根據不同分部／部門的每月紙張消耗量分配紙張。報告期內，本集團的日常辦公室運作例如打印文件、合同、訂單、技術圖紙和會議記錄等，共使用了5.09噸紙張，與上一報告期相比減少了13%。邁向無紙化辦公室，集團繼續提倡行政程序電子化以及使用電話通訊。集團亦通過以下方式減少紙張消耗：

- 使用再造紙；
- 採用雙面打印；及
- 保養打印機、複印機和傳真機，避免因打印效果欠佳而浪費紙張。

在辦公區域設置了回收箱，以鼓勵紙張回收。涉及機密資料的辦公室廢紙先粉碎再棄置。廢包裝紙由持牌回收商收集以進行回收。

減少食堂廢棄物

在食堂的營運方面，本集團已完全淘汰一次性餐具，並自行開發訂餐系統管理食堂食品的銷售。僱員必須使用電子訂餐系統訂購餐食，讓集團能更準確估算所需食物量，從源頭避免浪費食物。集團沒有單獨記錄所產生或減少的廚餘量，因此不知減少廚餘的成果。

Energy Management

Total Energy Consumption

The total energy consumption of the Group was 6,058 MWh during the reporting period (2019: 7,452 MWh). The administration department keeps track of the Group's energy consumption and will notify related divisions/departments if there is unusual increase in energy consumption. As electricity remained the largest energy source (92.1%), the Group closely monitors its electricity consumption and implements various efficient energy use initiatives as described in the below sections.

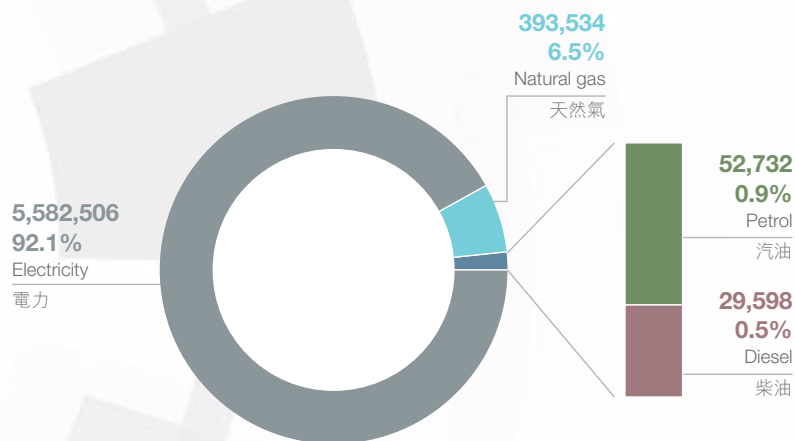
能源管理

總能源消耗

報告期內，本集團的總能源消耗為6,058兆瓦時（2019年：7,452兆瓦時）。行政部門會跟蹤集團的能源消耗，如果能源消耗異常增加，則會通知相關部門。由於電力仍然是最大的能源來源(92.1%)，本集團將密切監控其電力消耗並實施各種優化能源效率措施，詳見下面章節。

Sources of Energy Consumption (kWh, %)

能源消耗（千瓦時，%）



Energy Use Efficiency Initiatives

The administration department, the electrical and mechanical technicians and the logistics department have been working together to avoid wastage of fuel due to malfunctioned or deteriorated equipment, generators and vehicles. Pipeline infrared laser detection is used for detection of pipeline leakage. There have been no quality issues or leakages identified in the natural gas pipelines and equipment during the reporting period.

優化能源效率措施

行政部門、機電技師以及後勤部門協力避免因設備、發電機及車輛故障或老化而造成燃料浪費。集團利用紅外激光檢測管道，以防洩漏。報告期內，天然氣管道和設備沒有出現質量問題。

The production areas are fitted with energy efficient LED lighting system which uses less energy than that of traditional. To conserve more energy resources, the Group has controlled lightings and temperature of air conditioners, and used evaporative coolers rather than air conditioners in the staff canteen. At the Nansha Plant, an electricity monitoring system was installed to track real-time electricity consumption and to identify abnormal electricity consumption patterns at the earliest stage. Monthly energy data is reviewed and analysed regularly to further explore the possibility of energy savings. Compared with the last reporting period, the annual electricity consumption reduced by 20%, resulting in a drop in electricity consumption intensity from 304 kWh/m² to 244 kWh/m².

Water Resource Management

Total Water Consumption

Freshwater consumed for daily business operations is supplied by municipal freshwater supplier. Water is mainly used for domestic use and the daily operation of staff canteen. During the reporting period, the Group's total water consumption was 83,290 m³, contributing to a water consumption intensity of 3.64 m³/m² (2019: 4.10 m³/m²). The Group did not encounter any issues in sourcing water that is fit for the purpose of its daily operation.

Water Use Efficiency Initiatives

Although the Group's business operations are not water intensive, we aim to continuously improve our water management practice and foster water conservation awareness among our employees. The Group has assigned key personnel to conduct regular inspections and maintenance of the water supply network in a bid to reduce water wastage whenever possible. Water sub-meters are installed at different production units which allow for more effective monitoring of water usage and thereby facilitate the assessment of water use patterns. Compared with the last reporting period, the annual water consumption reduced by 11%, resulting in a drop in water consumption intensity from 4.10 m³/m² to 3.64 m³/m².

生產區域安裝了比傳統照明較高能效的LED照明系統，減少能源消耗。為節省更多能源，集團監控照明及空調溫度，並在員工食堂使用蒸發冷卻器而非空調。在南沙工廠，安裝了電力監察裝置，以跟蹤實時電力消耗，並儘早發現異常的電力消耗模式。定期檢討及分析每月能源數據，從而進一步探究節能的可行方案。與上一報告期相比，年度電力消耗減少了20%，電力消耗密度由304千瓦時／平方米降至244千瓦時／平方米。

水資源管理

總用水量

日常業務運作耗用的淡水由市政淡水供應商提供，主要作內部使用及員工食堂的日常營運。報告期內，集團的總用水量為83,290立方米，耗水密度為3.64立方米／平方米（2019年：4.10立方米／平方米）。在採購合適的日常營運用水方面沒有遇到任何問題。

優化用水效率措施

儘管本集團的業務營運沒有大量用水，但我們會繼續改進水的管理措施，並加強僱員節約用水的意識。本集團已指派要員定期檢查及保養供水網絡，以儘可能減少水資源浪費。在各生產單元安裝分水錶，以更有效地監測用水量，從而有助評估用水模式。與上一報告期相比，年度耗水量減少了11%，耗水密度由4.10立方米／平方米降至3.64立方米／平方米。

Wastewater Management

Wastewater is treated on-site until it meets discharge standards, after which it enters the municipal wastewater treatment system for further treatment and disinfection. The management of the on-site wastewater treatment facility is outsourced to a professional environmental engineering company. The engineering company is responsible for the routine inspection, maintenance and stable operation of the wastewater treatment facility. During the reporting period, the treated effluent met the permitted discharge limits as set out in the statutory effluent discharge standard.

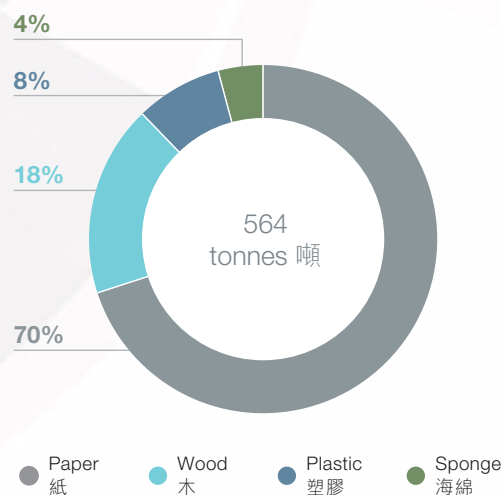
Packaging Material

With our customers' agreement, the Group adopts eco-friendly packaging materials, which include carton boxes and wooden boxes that are made of recycled materials. During the reporting period, the Group consumed a total of 564 tonnes of packaging materials for product packaging, which comprises paper, wooden crates, cushioning sponge, plastic blisters and plastic bags. The consumption intensity was 0.02 tonnes/m², a 18% decline compared with the last reporting period's figure of 0.03 tonnes/m².

The chart below shows the breakdown of packaging materials used, by material.

Annual Packaging Materials Consumption, by Material (%)

年度各類包裝材料消耗 (%)



廢水管理

廢水先在工廠現場處理直至達到排放標準，之後才進入市政廢水處理系統作進一步處理和消毒。現場廢水處理設施的管理外判予專業的環境工程公司負責。該工程公司負責廢水處理設施的例行檢查、維護及穩定操作。在報告期內，處理後的廢水達到法定廢水排放標準所規定的許可排放限值。

包裝材料

經客戶同意，本集團採用環保包裝材料，包括由回收材料製成的紙箱和木箱。報告期內，集團共消耗了564噸用於產品包裝的包裝材料，包括紙張、木板箱、緩衝海綿、塑料泡罩和膠袋。消耗密度為0.02噸／平方米，比上一個報告期的0.03噸／平方米下降了18%。

下圖顯示按包裝材料分類的包裝材料耗用明細。

6. SOCIAL PARTICIPATION

The Group is committed to be a responsible corporate citizen and takes initiative to support local activities, care for the underprivileged and improve the relationships with nearby communities through employee volunteering and employment supports. During the reporting period, Trio Engineering Company Limited is awarded the Caring Company Logo for the first time by the Hong Kong Council of Social Service, recognising the Company's contributions in caring for the community.

Poverty Alleviation

In line with the government policies, the Group has extended its efforts into poverty alleviation projects in designated regions of the PRC. During the reporting period, the Group purchased locally grown agricultural products from the Guizhou province to help improve the living conditions of the farmers in Guiding County.

Local Recruitment

The Group always pays attention to the employment situation in which it operates in. During the reporting period, the Nansha Plant created a total of 35 job opportunities for the residents of Shiji Village.

6. 社會參與

本集團致力成為負責任的企業公民，並通過僱員的志願服務及就業支持，主動支持當地活動，照顧弱勢群體，並改善與附近社區的關係。在報告期內，致豐工程有限公司首次獲得香港社會服務聯會頒發的「商界展關懷」標誌，以表揚該公司在關愛社區方面所作出的貢獻。

扶貧

配合政府政策，本集團已參與中國指定地區的扶貧項目。報告期內，集團向貴州省購買當地種植的農產品，以改善貴定縣農民的生活。

本地聘用

本集團一直關注業務營運地區的就業情況。報告期內，南沙工廠共為石基村居民創造了35個就業機會。

7. APPENDICES

Appendix I – Key Performance Summary

Environmental Performance

Environmental 環境	Unit 單位	2020
Air Pollutant Emissions 空氣污染物排放		
Nitrogen Oxides 氮氧化物(“NO _x ”)	kg 千克	35.99
Sulphur Oxides 硫氧化物(“SO _x ”)	kg 千克	0.16
Respiratory Suspended Particles 可吸入懸浮粒子(“RSP”)	kg 千克	0.71
GHG Emissions 溫室氣體排放		
Direct GHG emissions (Scope 1) 直接溫室氣體排放(範疇1)	tCO ₂ eq. 噸二氧化碳當量	303.1
Indirect GHG emissions (Scope 2) 間接溫室氣體排放(範疇2)	tCO ₂ eq. 噸二氧化碳當量	4,489.5
Other indirect GHG emissions (Scope 3) 其他間接溫室氣體排放(範疇3)	tCO ₂ eq. 噸二氧化碳當量	76.9
Total GHG Emissions 總溫室氣體排放	tCO ₂ eq. 噸二氧化碳當量	4,869.5
GHG emission intensity 溫室氣體排放密度	tCO ₂ eq./m ² 噸二氧化碳當量／平方米	0.21
Waste 廢棄物		
Total hazardous waste generated 產生有害廢棄物總量	t 噸	8.5
– intensity 密度	kg/m ² 千克／平方米	0.37
Total non-hazardous waste generated 產生無害廢棄物總量	t 噸	65.9
– intensity 密度	kg/m ² 千克／平方米	2.88
Energy Consumption 能源消耗		
Electricity 電力	kWh 千瓦時	5,582,506
Natural gas 天然氣	m ³ 立方米	39,823
	kWh 千瓦時	393,534
Petrol 汽油	L 公升	5,951
	kWh 千瓦時	52,732
Diesel 柴油	L 公升	2,960
	kWh 千瓦時	29,598
Total energy consumption 總能源消耗	MWh	6,058
– energy intensity 能源密度	MWh/m ²	0.26

7. 附錄

附錄一 — 關鍵績效摘要

環境績效

CORPORATE INFORMATION
公司資料

TO OUR SHAREHOLDERS
致我們的股東

CORPORATE GOVERNANCE
企業管治

FINANCIAL STATEMENTS
財務報表

Environmental 環境	Unit 單位	2020
Water Consumption 耗水		
Total water consumption 總耗水	m ³ 立方米	83,290
– water intensity 水密度	m ³ /m ² 立方米／平方米	3.64
Packaging Material Consumption 包裝材料消耗		
Paper 紙	kg 千克	396,809
Wood 木	kg 千克	100,567
Plastic 塑膠	kg 千克	44,427
Sponge 海綿	kg 千克	22,384
Total packaging material consumption 包裝材料消耗總量	t 噸	564
– intensity 密度	t/m ² 噸／平方米	0.02

Notes:

1. Emission factors were made reference to Appendix 27 to the Main Board Listing Rules and their referred documentation as set out by Hong Kong Exchanges and Clearing Limited, unless stated otherwise.
2. Emission data in 2020 was calculated with updated emission factors available at the time of report preparation.
3. Emission factor of 0.80 tCO₂/MWh was used for purchased electricity in Guangdong Province of the PRC.
4. Emission factors of 0.424 kgCO₂eq./m³ and 0.2 kgCO₂eq./m³ were used for calculating the electricity used for freshwater and sewage processing respectively.

註:

1. 除另有說明外，排放系數乃參照香港交易及結算有限公司《主板上市規則》附錄27及其指定文件而編製。
2. 2020年的排放系數採用撰寫報告時所取得之更新的排系數。
3. 在中國大陸廣東省所購買電力以組合邊際排放系數0.80噸二氧化碳／兆瓦時計算。
4. 用於淡水及污水處理的電力分別以組合邊際排放系數0.424千克二氧化碳當量／立方米及0.2千克二氧化碳當量／立方米計算。

Social Performance

社會績效

Total Workforce 總勞動力		Unit 單位	2020	
Group total 集團總數		no. of people 人數	1,487	
By employment contract ¹ 按僱傭合約			Male男	Female女
Permanent 長期		no. of people 人數	574	913
Temporary/Fixed term 臨時／固定工作期		no. of people 人數	–	–
Full-time 全職		no. of people 人數	574	913
Part-time 兼職		no. of people 人數	–	–
By geographical region 按地區				
Mainland China 中國大陸		no. of people 人數(%)	1,487 (100.0%)	
By gender 按性別				
Male 男		no. of people 人數(%)	574 (38.6%)	
Female 女		no. of people 人數(%)	913 (61.4%)	
By age group 按年齡組別				
Below 30 30以下		no. of people 人數(%)	420 (28.2%)	
30 – 50		no. of people 人數(%)	1,007 (67.7%)	
Over 50 50以上		no. of people 人數(%)	60 (4.0%)	
By employee grade 按僱員職級				
Senior management 高級管理層		no. of people 人數(%)	18 (1.2%)	
Middle management 中級管理層		no. of people 人數(%)	49 (3.3%)	
Frontline staff and others 前線員工及其他		no. of people 人數(%)	1,420 (95.5%)	
New Hire and Employee Turnover 新員工及僱員流失率		Unit 單位	2020 New Hire ² 2020新員工	2020 Turnover ^{3,4} 2020流失率
Group total 集團總數		no. of people 人數	385	511
Average monthly rate 每月平均率		%	1.01	1.75
By geographical region 按地區				
Mainland China 中國大陸		no. of people 人數(%)	385 (25.9%)	511 (34.4%)
By gender 按性別				
Male 男		no. of people 人數(%)	200 (34.8%)	261 (45.5%)
Female 女		no. of people 人數(%)	185 (20.3%)	250 (27.4%)
By age group 按年齡組別				
Below 30 30以下		no. of people 人數(%)	250 (59.5%)	294 (70.7%)
30 – 50		no. of people 人數(%)	135 (13.4%)	206 (20.5%)
Over 50 50以上		no. of people 人數(%)	–	11 (18.3%)

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Parental Leave 育嬰假	Unit 單位	2020	
		Male 男	Female 女
Paternity leave entitlement 陪產假	no. of people 人數	574	913
Employees that took parental leave 放育嬰假的僱員	no. of people 人數	18	70
Employees that returned to work in the reporting period after parental leave ended 報告期內放育嬰假後返回工作崗位的僱員	no. of people 人數	18	68
Employees that returned to work after parental leave ended that were still employed 12 months after their return to work 放育嬰假後返回工作崗位並持續受僱12個月的僱員	no. of people 人數	15	64
Return to work rate 返回工作崗位比率	%	100.0	97.1
Retention rate 留任比率	%	46.9	91.4

Occupational Health and Safety 職業健康與安全	Unit 單位	2020
Total man hours worked 總工作時數	Hours 小時	4,218,502
Number of recordable work-related injuries ⁵ 可記錄的工傷事故數目	cases 宗	6
Recordable work-related injury rate 可記錄的工傷事故比率	per 1,000,000 working hours 每1,000,000工時	1.42
Recordable work-related injury rate 可記錄的工傷事故比率	per 1,000 employees ⁶ 每1,000名僱員	4.03
Number of high-consequence work-related injuries 嚴重工傷事故數目	cases 宗	0
High-consequence work-related injury rate ⁷ 嚴重工傷事故比率	per 1,000,000 working hours 每1,000,000工時	0
Number of lost days ⁸ 損失日數	days 日	22.8
Number of occupational diseases 患上職業病的數目	cases 宗	0
Occupational disease rate 患上職業病比率	per 1,000,000 working hours 每1,000,000工時	0
Number of work-related fatalities 因工死亡人數	cases 宗	0
Fatality rate 死亡率	per 1,000,000 working hours 每1,000,000工時	0

Development and training 發展與培訓		Unit 單位	2020
Average training hours per employee 每僱員平均受訓時數			
Total training hours 總受訓時數	hours 小時		10,811
Average training hours 平均受訓時數	hours 小時		7.3
By gender 按性別			
Male 男	hours/employee 小時／僱員		5.8
Female 女	hours/employee 小時／僱員		8.2
By employee grade 按僱員職級			
Senior management 高級管理層	hours/employee 小時／僱員		2.2
Middle management 中級管理層	hours/employee 小時／僱員		4.3
Frontline staff and others 前線員工及其他	hours 小時		7.4
Percentage of employees trained 僱員受訓百分比			
All employees 所有僱員	%		99.4%
By gender 按性別			
Male 男	%		98%
Female 女	%		100%
By employee grade 按僱員職級			
Senior management 高級管理層	%		89%
Middle management 中級管理層	%		98%
Frontline staff and others 前線員工及其他	%		100%

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Anti-discrimination 反歧視		Unit 單位	2020
Number of incidents of discrimination 歧視事件宗數	no. of cases 宗數		0
Anti-corruption 反貪污		Unit 單位	2020
Concluded legal case regarding corrupt practices 已審結之貪污訴訟案件	no. of cases 宗數		0
Suppliers by Geographical Region 按地區劃分的供應商分佈		Unit 單位	2020
Mainland China 中國大陸	no. 數目(%)		323 (46.7%)
Hong Kong 香港	no. 數目(%)		214 (31.0%)
the United Kingdom 英國	no. 數目(%)		48 (7.0%)
Taiwan 台灣	no. 數目(%)		24 (3.5%)
the United States 美國	no. 數目(%)		19 (2.7%)
Germany 德國	no. 數目(%)		14 (2.0%)
Singapore 新加坡	no. 數目(%)		11 (1.6%)
France 法國	no. 數目(%)		7 (1.0%)
Korea 韓國	no. 數目(%)		7 (1.0%)
Others 其他	no. 數目(%)		24 (3.5%)

Notes:

- The Group did not hire seasonal and part-time employees during the reporting period.
- New hire rate refers to total number of new hire in the specific group per the total number of employees of the corresponding group.
- Turnover rate refers to total number of employee turnover in the specific group per the total number of employees of the corresponding group.
- The definition of employee turnover refers to employees who leave the Group voluntarily or due to retirement, dismissal or other reasons.
- Recordable work-related injury refers to work-related injury that results in any of the following: death, days away from work, restricted work or transfer to another job, medical treatment beyond first aid, or loss of consciousness; or significant injury or ill health diagnosed by a physician or other licensed healthcare professional.
- Injury rate per 1,000 employees = Total number of injury x 1000/Total workforce
- High-consequence work-related injuries refer to work-related injury that results in a fatality or in an injury from which the worker cannot, does not, or is not expected to recover fully to pre-injury health status within 6 months.
- Lost days refer to sick leave due to all types of work-related injuries.

註:

- 報告期內，本集團沒有僱用季節性及兼職員工。
- 新員工率是指在特定組別內新員工的總數除以相應組別內員工的總數。
- 流失率是指特定組別內員工流失的總數除以相應組別內員工的總數。
- 員工流失的定義是指自願離職或因退休、解僱或其他原因而離開本集團的員工。
- 可記錄的工傷事故是指因工傷而導致以下任何一種情況：死亡、不能上班數天、限制工作或轉到另一份工作、接受急救以外的醫學治療，或失去知覺；或由醫生或其他持牌醫療保健專家診斷為嚴重傷害或健康不良。
- 每1,000名僱員的受傷率=受傷事故總數x 1000／總勞動力
- 嚴重工傷事故是指因各種工傷事故而導致死亡或導致工人在六個月內不能、沒有或預料無法完全恢復到受傷前健康水平。
- 損失工作天是指由於各種工傷害而請病假。

General Disclosures and KPIs 一般披露及關鍵績效指標		Description 描述	Section(s) (Page number)	部分 (頁數)
Environmental 環境				
Aspect A1: Emissions 層面A1：排放物				
General disclosure 一般披露		Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to air and greenhouse gas emissions, discharges into water and land, and generation of hazardous and non-hazardous waste. 有關廢氣及溫室氣體排放、向水及土地的排污、有害及無害廢棄物的產生等的： (a)政策；及(b)遵守對發行人有重大影響的相關法律及規例的資料。	Environmental Management 環境管理 (123-124)	
KPI A1.1 關鍵績效指標A1.1		The types of emissions and respective emissions data. 排放物種類及相關排放數據。	Emission 排放 (125-127)	
KPI A1.2 關鍵績效指標A1.2		Greenhouse gas emissions in total and, where appropriate, intensity. 溫室氣體總排放量（以噸計算）及（如適用）密度（如以每產量單位、每項設施計算）。	Emission 排放 (125-127)	
KPI A1.3 關鍵績效指標A1.3		Total hazardous waste produced and, where appropriate, intensity. 所產生有害廢棄物總量（以噸計算）及（如適用）密度（如以每產量單位、每項設施計算）。	Waste Management 廢棄物管理 (128-130)	
KPI A1.4 關鍵績效指標A1.4		Total non-hazardous waste produced and, where appropriate, intensity. 所產生無害廢棄物總量（以噸計算）及（如適用）密度（如以每產量單位、每項設施計算）。	Waste Management 廢棄物管理 (128-130)	
KPI A1.5 關鍵績效指標A1.5		Description of measures to mitigate emissions and results achieved. 描述減低排放量的措施及所得成果。	Emission 排放 (125-127)	
KPI A1.6 關鍵績效指標A1.6		Description of how hazardous and non-hazardous wastes are handled, reduction initiatives and results achieved. 描述處理有害及無害廢棄物的方法、減低產生量的措施及所得成果。	Waste Management 廢棄物管理 (128-130)	

General Disclosures and KPIs 一般披露及關鍵績效指標		Description 描述	Section(s) 部分 (Page number) (頁數)
Aspect A2: Use of Resources 層面A2：資源使用			
General disclosure 一般披露		Policies on the efficient use of resources, including energy, water and other raw materials. 有效使用資源（包括能源、水及其他原材料）的政策。	Environmental Management 環境管理 (123-124) Energy Management 能源管理 (131-132) Water Resource Management 水資源管理 (132)
KPI A2.1 關鍵績效指標A2.1		Direct and/or indirect energy consumption by type in total and intensity. 按類型劃分的直接及／或間接能源（如電、氣或油）總耗量（以千個千瓦時計算）及密度（如以每產量單位、每項設施計算）。	Energy Management 能源管理 (131-132)
KPI A2.2 關鍵績效指標A2.2		Water consumption in total and intensity. 總耗水量及密度（如以每產量單位、每項設施計算）。	Water Resource Management 水資源管理 (132)
KPI A2.3 關鍵績效指標A2.3		Description of energy use efficiency initiatives and results achieved. 描述能源使用效益計劃及所得成果。	Energy Management 能源管理 (131-132)
KPI A2.4 關鍵績效指標A2.4		Description of whether there is any issue in sourcing water that is fit for purpose, water efficiency initiatives and results achieved. 描述求取適用水源上可有任何問題，以及提升用水效益計劃及所得成果。環境管理	Water Resource Management 水資源管理 (132)
KPI A2.5 關鍵績效指標A2.5		Total packaging material used for finished products and, if applicable, with reference to per unit produced. 製成品所用包裝材料的總量（以噸計算）及（如適用）每生產單位佔量。	Packaging Material 包裝材料 (133)
Aspect A3: The Environment and Natural Resources 層面A3：環境及天然資源			
General Disclosure 一般披露		Policies on minimising the issuer's significant impact on the environment and natural resources. 減低發行人對環境及天然資源造成重大影響的政策。	Environmental Management 環境管理 (123-124)
KPI A3.1 關鍵績效指標A3.1		Description of the significant impacts of activities on the environment and natural resources and the actions taken to manage them. 描述業務活動對環境及天然資源的重大影響及已採取管理有關影響的行動。	Environmental Management 環境管理 (123-124)

General Disclosures and KPIs 一般披露及關鍵績效指標		Description 描述	Section(s) 部分 (Page number) (頁數)
Social 社會			
Employment and Labour Practices 僱傭及勞工常規			
Aspect B1: Employment 層面B1：僱傭			
General Disclosure 一般披露	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to compensation and dismissal, recruitment and promotion, working hours, rest periods, equal opportunity, diversity, anti-discrimination, and other benefits and welfare. 有關薪酬及解僱、招聘及晉升、工作時數、假期、平等機會、多元化、反歧視以及其他待遇及福利的：(a)政策；及(b)遵守對發行人有重大影響的相關法律及規例的資料。		Caring for Our People 關愛我們的員工 (111-115)
KPI B1.1 關鍵績效指標B1.1	Total workforce by gender, employment type, age group and geographical region. 按性別、僱傭類型、年齡組別及地區劃分的僱員總數。		Caring for Our People 關愛我們的員工 (111-116) Key Performance Summary 關鍵績效摘要 (135-140)
KPI B1.2 關鍵績效指標B1.2	Employee turnover rate by gender, age group and geographical region. 按性別、年齡組別及地區劃分的僱員流失比率。		
Aspect B2: Health and Safety 層面B2：健康與安全			
General Disclosure 一般披露	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to providing a safe working environment and protecting employees from occupational hazards. 有關提供安全工作環境及保障僱員避免職業性危害的：(a)政策；及(b)遵守對發行人有重大影響的相關法律及規例的資料。		Employee Health and Safety 僱員健康與安全 (116-119)
KPI B2.1 關鍵績效指標B2.1	Number and rate of work-related fatalities. 因工作關係而死亡的人數及比率。		Employee Health and Safety 僱員健康與安全 (116-119) Key Performance Summary 關鍵績效摘要 (135-140)
KPI B2.2 關鍵績效指標B2.2	Lost days due to work injury. 因工傷損失工作日數。		Key Performance Summary 關鍵績效摘要 (135-140)
KPI B2.3 關鍵績效指標B2.3	Description of occupational health and safety measures adopted, how they are implemented and monitored. 描述所採納的職業健康與安全措施，以及相關執行及監察方法。		Employee Health and Safety 僱員健康與安全 (116-119)

General Disclosures and KPIs 一般披露及關鍵績效指標		Description 描述	Section(s) (Page number) (頁數)
Aspect B3: Development and Training 層面B3：發展及培訓			
General Disclosure 一般披露	Policies on improving employees' knowledge and skills for discharging duties at work. Description of training activities. 有關提升僱員履行工作職責的知識及技能的政策。描述培訓活動。		Development and Training 發展與培訓 (120-121)
KPI B3.1 關鍵績效指標B3.1	The percentage of employees trained by gender and employee category. 按性別及僱員類別劃分的受訓僱員百分比。		Development and Training 發展與培訓 (120-121) Key Performance Summary 關鍵績效摘要 (135-140)
KPI B3.2 關鍵績效指標B3.2	The average training hours completed per employee by gender and employee category. 按性別及僱員類別劃分，每名僱員完成受訓的平均時數。		
Aspect B4: Labour Standards 層面B4：勞工準則			
General Disclosure 一般披露	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to preventing child or forced labour. 有關防止童工或強制勞工的：(a)政策；及 (b)遵守對發行人有重大影響的相關法律及規例的資料。		Eliminating Child and Forced Labours 消除童工及強逼勞動 (122)
KPI B4.1 關鍵績效指標B4.1	Description of measures to review employment practices to avoid child and forced labour. 描述檢討招聘慣例的措施以避免童工及強制勞工。		
KPI B4.2 關鍵績效指標B4.2	Description of steps taken to eliminate such practices when discovered. 描述在發現違規情況時消除有關情況所採取的步驟。		

General Disclosures and KPIs 一般披露及關鍵績效指標		Description 描述	Section(s) 部分 (Page number) (頁數)
Operating Practices 營運慣例			
Aspect B5: Supply Chain Management 層面B5：供應鏈管理			
General Disclosure 一般披露		Policies on managing environmental and social risks of the supply chain. 管理供應鏈的環境及社會風險政策。	Responsible Supply Chain Management 負責任的供應鏈管理 (109-110)
KPI B5.1 關鍵績效指標B5.1		Number of suppliers by geographical region. 按地區劃分的供應商數目。	Responsible Supply Chain Management 負責任的供應鏈管理 (109-110) Key Performance Summary 關鍵績效摘要 (135-140)
KPI B5.2 關鍵績效指標B5.2		Description of practices relating to engaging suppliers, number of suppliers where the practices are being implemented, how they are implemented and monitored. 描述有關聘用供應商的慣例，向其執行有關慣例的供應商數目、以及有關慣例的執行及監察方法。	Responsible Supply Chain Management 負責任的供應鏈管理 (109-110)

General Disclosures and KPIs 一般披露及關鍵績效指標		Description 描述	Section(s) 部分 (Page number) (頁數)
Aspect B6: Product Responsibility 層面B6：產品責任			
General Disclosure 一般披露		Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to health and safety, advertising, labelling and privacy matters relating to products and services provided and methods of redress. 有關所提供產品和服務的健康與安全、廣告、標籤及私隱事宜以及補救方法的：(a)政策；及(b)遵守對發行人有重大影響的相關法律及規例的資料。	Value Chain 價值鏈 (104-110)
KPI B6.1 關鍵績效指標B6.1		Percentage of total products sold or shipped subject to recalls for safety and health reasons. 已售或已運送產品總數中因安全與健康理由而須回收的百分比。	Product Quality and Safety 產品質量與安全 (106-107)
KPI B6.2 關鍵績效指標B6.2		Number of products and service related complaints received and how they are dealt with. 接獲關於產品及服務的投訴數目以及應對方法。	Customer Satisfaction and Responsibility 客戶滿意度及責任 (104-105)
KPI B6.3 關鍵績效指標B6.3		Description of practices relating to observing and protecting intellectual property rights. 描述與維護及保障知識產權有關的慣例。	Intellectual Property Rights 知識產權 (107)
KPI B6.4 關鍵績效指標B6.4		Description of quality assurance process and recall procedures. 描述質量檢定過程及產品回收程序。	Manufacturing Excellence 卓越製造 (104) Product Quality and Safety 產品質量與安全 (106-107)
KPI B6.5 關鍵績效指標B6.5		Description of consumer data protection and privacy policies, how they are implemented and monitored. 描述消費者資料保障及私隱政策，以及相關執行及監察方法。	Information Security and Data Privacy 資訊安全及數據私穩 (108)

General Disclosures and KPIs 一般披露及關鍵績效指標			Description 描述	Section(s) (Page number)
Aspect B7: Anti-corruption 層面B7：反貪污				
General Disclosure 一般披露	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to bribery, extortion, fraud and money laundering. 有關防止賄賂、勒索、欺詐及洗黑錢的：(a)政策；及 (b)遵守對發行人有重大影響的相關法律及規例的資料。			Anti-Corruption and Whistleblowing Policies 反貪污及舉報政策 (91-93) Key Performance Summary 關鍵績效摘要 (135-140)
KPI B7.1 關鍵績效指標B7.1	Number of concluded legal cases regarding corrupt practices brought against the issuer or its employees during the reporting period and the outcomes of the cases. 於匯報期內對發行人或其僱員提出並已審結的貪污訴訟案件的數目及訴訟結果。			
KPI B7.2 關鍵績效指標B7.2	Description of preventive measures and whistle-blowing procedures, how they are implemented and monitored. 描述防範措施及舉報程序，以及相關執行及監察方法。			
Aspect B8: Community Investment 層面B8：社區投資				
General Disclosure 一般披露	Policies on community engagement to understand the needs of the communities where the issuer operates and to ensure its activities take into consideration the communities' interests. 有關以社區參與來了解營運所在社區需要和確保其業務活動會考慮社區利益的政策。			Social Participation 社會參與 (134)
KPI B8.1 關鍵績效指標B8.1	Focus areas of contribution. 專注貢獻範疇。			
KPI B8.2 關鍵績效指標B8.2	Resources contributed to the focus area. 在專注範疇所動用資源。			

GRI Standards Indicator	GRI 準則指標	Description 描述	Session/Explanation 部份／解釋 (Page number) (頁數)
GRI 102: General Disclosure (2016) GRI 102: – 一般披露(2016)			
Organizational Profile 組織概況			
102-1	Name of organization 組織名稱		About This Sustainability Report 關於本可持續發展報告 (86-87)
102-2	Activities, brands, products, and services 活動、品牌、產品和服務		About Trio Industrial Electronics Group Limited 關於致豐工業電子集團有限公司 (87)
102-3	Location of headquarters 總部位置		About This Sustainability Report 關於本可持續發展報告 (86-87)
102-4	Location of operations 經營位置		About This Sustainability Report 關於本可持續發展報告 (86-87)
102-5	Ownership and legal form 所有權與法律形式		About Trio Industrial Electronics Group Limited 關於致豐工業電子集團有限公司 (87)
102-6	Markets served 服務的市場		About Trio Industrial Electronics Group Limited 關於致豐工業電子集團有限公司 (87)
102-7	Scale of the organization 組織規模		About Trio Industrial Electronics Group Limited 關於致豐工業電子集團有限公司 (87)
102-8	Information on employees and other workers 關於員工和其他工作者資料		Caring for Our People 關愛我們的員工 (111-116) Key Performance Summary 關鍵績效摘要 (135-140)
102-9	Supply Chain 供應鏈		Responsible Supply Chain Management 負責任的供應鏈管理 (109-110)

GRI Standards Indicator GRI準則指標	Description 描述	Session/Explanation (Page number) (頁數)	部份／解釋
102-10	Significant changes to the organization and its supply chain 組織及其供應鏈的重大變化	No significant change 無重大變化	
102-11	Precautionary Principle or approach 預警原則或方針	No significant change 無重大變化	
102-12	External initiatives 外部倡議	No participation in external ESG initiatives 沒參與外部的ESG倡導	
102-13	Membership of associations 協會的成員資格	Value Chain – Manufacturing Excellence 價值鏈 – 卓越製造 (104)	
Strategy 戰略			
102-14	Statement from senior decision-maker 最高組織聲明	Message from the Chairman 主席致辭 (89-90)	
Ethics and Integrity 道德與誠信			
102-16	Values, principles, standards, and norms of behavior 價值觀、原則、標準和行為規範	Anti-Corruption and Whistleblowing Policies 反貪污及舉報政策 (91-93) Caring for Our People 關愛我們的員工 (111-116) See also the Vision and Mission section and Corporate Governance Report section of our Annual Report 2020 另請參閱《2020年年度報告》的「目標及使命」部分和「公司管治報告」部分	
Governance 管治			
102-18	Governance structure 管治架構	Our Sustainability Approach 我們的可持續發展方針 (91-103) More details can be found in the Corporate Governance Report section of our Annual Report 2020. 詳情請參閱2020年年度報告的「公司管治」部份	

GRI Standards Indicator	GRI準則指標	Description	描述	Session/Explanation (Page number)	部份 / 解釋 (頁數)
Stakeholder Engagement 持份者參與					
102-40	List of stakeholder groups	利益相關群體列表		Stakeholder Engagement	持份者參與 (97-99)
102-41	Collective bargaining agreements	集體談判協議		There are no formal collective bargaining agreements are in place within Trio. However, our employees can enjoy the freedom to take part in trade unions and collective bargaining if they wish. 致豐內部沒有正式的集體談判協議。但是，我們的員工享有參加工會和集體談判的自由。	
102-42	Identifying and selecting stakeholders	持份者的識別和遴選		Stakeholder Engagement	持份者參與 (97-99)
102-43	Approach to stakeholder engagement	持份者參與方針		Stakeholder Engagement	持份者參與 (97-99)
102-44	Key topics and concerns raised	提出的主要協議和關切問題		Stakeholder Engagement Materiality Assessment	持份者參與 (97-99) 重要性評估 (100-103)
Reporting Practice 報告慣例					
102-45	Entities included in the consolidated financial statements	合併財務報表中所涵蓋的實體		Reporting Approach	報告取向 (86-87)
102-46	Defining report content and topic Boundaries	界定報告內容和議題邊界		Reporting Approach Stakeholder Engagement Materiality Assessment	報告取向 (86-87) 持份者參與 (97-99) 重要性評估 (100-103)

GRI Standards Indicator	GRI準則指標	Description 描述	Session/Explanation (Page number) (頁數)	部份／解釋
102-47	List of material topics 實質性議題列表		Materiality Assessment 重要性評估 (100-103)	
102-48	Restatements of information 訊息重述		No information restatement 沒有訊息重述	
102-49	Changes in reporting 報告變化		Materiality Assessment 重要性評估 (100-103)	
102-50	Reporting period 報告期		Reporting Approach 報告取向 (85-86)	
102-51	Date of most recent report 最近報告日期		Our most recent report, ESG Report 2019, was published in April 2020. 最近的ESG報告在2020年4月出版	
102-52	Reporting cycle 報告週期		Reporting Approach 報告取向 (86-87)	
102-53	Contact point for questions regarding the report 有關本報告問題的聯繫人		Reporting Approach 報告取向 (86-87)	
102-54	Claims of reporting in accordance with the GRI Standards 符合GRI標準進行報告的聲明		Reporting Approach 報告取向 (86-87)	
102-55	GRI content index GRI內容索引		GRI Standards Content Index GRI標準內容索引 (148-156)	
102-56	External assurance 外部憑證		The Sustainability Report was reviewed by the Board. 董事會審核了此《可持續發展報告》。	

FINANCIAL STATEMENTS 財務報表	CORPORATE GOVERNANCE 公司治理	TO OUR SHAREHOLDERS 重啟的股東	CORPORATE INFORMATION 核數信息
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GRI Standards Indicator	GRI準則指標	Description	描述	Session/Explanation (Page number)	部份 / 解釋 (頁數)
GRI 103: Management Approach (2016) GRI 103: 管理方法 (2016)					
Management Approach 管理方法					
103-1		Explanation of the material topic and its boundary 對重要議題及其邊界的說明		Materiality Assessment 重要性評估 (100-103) Our Sustainability Approach 我們的可持續發展方針 (91-103)	
103-2		The management approach and its components 管理方法及其組成部分		Our Sustainability Approach 我們的可持續發展方針 (91-103)	
103-3		Evaluation of the management approach 管理方法的評估		Sustainability Governance; Value Chain; People; Environmental Management 可持續發展管治 (93-96) ; 價值鏈 (104-110) ; 人 (111-122) ; 環境管理 (123-133)	
Economic Topics 經濟主題					
GRI 201: Economic Performance (2016) GRI 201: 經濟績效 (2016)					
Management Approach 管理方法					
201-1		Direct economic value generated and distributed 直接產生和分配的經濟價值		Our Strategies Approach 我們的可持續發展方針 (91-103) See also the Financial Highlights of our Annual Report 2020. 另請參閱2020年年度報告的財務摘要。	
				Key Performance Summary 關鍵績效摘要 (135-140) See also the Financial Highlights of our Annual Report 2020. 另請參閱2020年年度報告的財務摘要。	

GRI Standards Indicator		Session/Explanation 部份／解釋 (Page number) (頁數)	
GRI準則指標	Description 描述		
GRI 205: Anti-corruption (2016) GRI 205: 反貪污 (2016)			
Management Approach 管理方法			
205-2	Communication and training about anti-corruption policies and procedures 反腐敗政策和程序的傳達及培訓	Anti-Corruption and Whistleblowing Policies 反貪污及舉報政策 (91-93)	
205-3	Confirmed incidents of corruption and actions taken 經確認的腐敗時間和採取的行動	Anti-Corruption and Whistleblowing Policies 反貪污及舉報政策 (91-93) Key Performance Summary 關鍵績效摘要 (135-140)	
Environmental Topics 環境主題			
GRI 307: Environmental Compliance (2016) GRI 307: 環境合規 (2016)			
Management Approach 管理方法			
307-1	Noncompliance with environmental laws and regulations 違反環境法律法規	Sustainability Governance 可持續發展管治 (93-96) Environmental Management 環境管理 (123-124) There was no material non-compliance with relevant environmental laws and regulations during the reporting period. 報告期內沒有重大違反相關環境法律的行為。	

GRI Standards Indicator	GRI準則指標	Description 描述	Session/Explanation (Page number) (頁數)	部份 / 解釋
Social Topics 社會主題				
GRI 401: Employment (2016) GRI 401: 僱傭 (2016)				
Management Approach 管理方法				
401-1	New employee hires and employee turnover 新進員工和員工流動率		Caring for Our People 關愛我們的員工 (111-116)	
402-2	Benefits provided to full-time employees that are not provided to temporary or part-time employees 提供給全職員工 (不包括臨時或兼職員工) 的福利		Caring for Our People 關愛我們的員工 (111-116) Key Performance Summary 關鍵績效摘要 (135-140)	
402-3	Parental leave 育兒假		The Group did not hire any temporary or part-time employees. 本集團並無僱用任何臨時或兼職僱員。	
GRI 403: Occupational Health and Safety (2018) GRI 403: 職業健康與安全 (2018)				
Management Approach 管理方法				
403-1	Occupational health and safety management system 職業健康安全管理体系		Employee Health and Safety 僱員健康與安全 (116-119)	
403-2	Hazard identification, risk assessment, and incident investigation 危害識別、風險評估和時間調查		Employee Health and Safety 僱員健康與安全 (116-119) Sustainability Governance 可持續發展管治 (93-96)	
403-4	Worker participation, consultation, and communication on occupational health and safety 職業健康安全事務：工作者的參與、協商和溝通		Employee Health and Safety 僱員健康與安全 (116-119) Caring for Our People 關愛我們的員工 (111-116) Employee Health and Safety 僱員健康與安全 (116-119)	

GRI Standards Indicator GRI準則指標		Session/Explanation 部份／解釋 (Page number) (頁數)	
Description 描述			
403-5	Worker training on occupational health and safety 工作者職業健康安全培訓	Employee Health and Safety 僱員健康與安全 (116-119) Development and Training 發展與培訓 (120-121)	
403-6	Promotion of worker health 促進工作者健康	Employee Health and Safety 僱員健康與安全 (116-119)	
403-7	Prevention and mitigation of occupational health and safety impacts directly linked by business relationships 預防和減輕與商業關係直接相關的職業安全影響	Employee Health and Safety 僱員健康與安全 (116-119) Responsible Supply Chain Management 負責任的供應鏈管理 (109-110)	
403-9	Work-related injuries 工傷	Employee Health and Safety 僱員健康與安全 (116-119) Key Performance Summary 關鍵績效摘要 (135-140)	
403-10	Work-related ill health 工作相關的健康問題	Employee Health and Safety 僱員健康與安全 (116-119) Key Performance Summary 關鍵績效摘要 (135-140)	
GRI 406: Non-discrimination (2016) GRI 406: 反歧視 (2016)			
Management Approach 管理方法		Caring for Our People 關愛我們的員工 (111-116)	
406-1	Incidents of discrimination and corrective actions taken 歧視事件及採取的糾正行動	Key Performance Summary 關鍵績效摘要 (135-140)	
GRI 408: Child Labour (2016) GRI 408: 童工 (2016)			
Management Approach 管理方法		Caring for Our People 關愛我們的員工 (111-116) Eliminating Child and Forced Labours 消除童工及強逼勞動 (122)	

GRI Standards Indicator	GRI準則指標	Description	描述	Session/Explanation (Page number) (頁數)	部份 / 解釋
408-1		Operations and suppliers at significant risk for incidents of child labour 具有重大童工事件風險的營運點和供應商		There were no identified operations or suppliers at significant risk for incidents of child labour. 沒有發現業務營運或供應商具有重大童工事件風險。	
GRI 409: Forced or Compulsory Labour (2016) GRI 409: 強迫或強制勞動 (2016)					
Management Approach 管理方法					
409-1		Operations and suppliers at significant risk for incidents of forced or compulsory labor 具有強迫或強制勞動事件重大風險的營運點和供應商		Eliminating Child and Forced Labours 消除童工及強逼勞動 (122)	
				There were no identified operations or suppliers at significant risk for incidents of forced or compulsory labour. 沒有發現業務營運或供應商具有重大強制勞動事件風險。	
GRI 416: Customer Health and Safety (2016) GRI 416: 客戶健康與安全 (2016)					
Management Approach 管理方法					
416-2		Incidents of non-compliance concerning the health and safety impacts of products and services 涉及產品和服務的健康與安全影響的違規事件		Product Quality and Safety 產品質量與安全 (106-107)	
				There were no non-compliance incidents in the reporting period. 報告期內未發生違規事件。	
GRI 419: Socioeconomic Compliance (2016) GRI 419: 社會經濟合規 (2016)					
Management Approach 管理方法					
419-1		Non-compliance with laws and regulations in the social and economic area 違反社會與經濟領域的法律和法規		Our Sustainability Approach 我們的可持續發展方針 (91-103)	
				There was no non-compliance with laws and regulations in the social and economic areas in Hong Kong and Mainland China during the reporting period. 報告期內，香港及中國內地的社會經濟領域均未發生違反法律法規的情況。	

INDEPENDENT AUDITOR'S REPORT

獨立核數師報告



羅兵咸永道

To the Members of Trio Industrial Electronics Group Limited

(incorporated in Hong Kong with limited liability)

OPINION

What we have audited

The consolidated financial statements of Trio Industrial Electronics Group Limited (the “**Company**”) and its subsidiaries (the “**Group**”) set out on pages 164 to 259, which comprise:

- the consolidated statement of financial position as at 31 December 2020;
- the consolidated statement of comprehensive income for the year then ended;
- the consolidated statement of changes in equity for the year then ended;
- the consolidated statement of cash flows for the year then ended; and
- the notes to the consolidated financial statements, which include a summary of significant accounting policies.

Our opinion

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2020, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards (“**HKFRSs**”) issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”) and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

致致豐工業電子集團有限公司成員

(於香港註冊成立的有限公司)

意見

我們已審計的內容

致豐工業電子集團有限公司(以下簡稱「**貴公司**」)及其附屬公司(以下統稱「**貴集團**」)列載於第164至259頁的綜合財務報表,包括:

- 於2020年12月31日的綜合財務狀況表、
- 截至該日止年度的綜合全面收益表、
- 截至該日止年度的綜合權益變動表、
- 截至該日止年度的綜合現金流量表;及
- 綜合財務報表附註,包括主要會計政策概要。

我們的意見

我們認為,該等綜合財務報表已根據香港會計師公會(「**香港會計師公會**」)頒佈的《香港財務報告準則》(「**香港財務報告準則**」)真實而中肯地反映了 貴集團於2020年12月31日的綜合財務狀況及其截至該日止年度的綜合財務表現及綜合現金流量,並已遵照香港《公司條例》妥為擬備。

CORPORATE INFORMATION
公司資料

TO OUR SHAREHOLDERS
致我們的股東

CORPORATE GOVERNANCE
企業管治

FINANCIAL STATEMENTS
財務報表

BASIS FOR OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing (“**HKSAs**”) issued by the HKICPA. Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group in accordance with the HKICPA’s Code of Ethics for Professional Accountants (“**the Code**”), and we have fulfilled our other ethical responsibilities in accordance with the Code.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter identified in our audit is related to the net realisable value assessment of inventories.

意見的基礎

我們已根據香港會計師公會頒佈的《香港審計準則》(「**香港審計準則**」) 進行審計。我們在該等準則下承擔的責任已在本報告「核數師就審計綜合財務報表承擔的責任」部分中作進一步闡述。

我們相信，我們所獲得的審計憑證能充足及適當地為我們的審計意見提供基礎。

獨立性

根據香港會計師公會頒佈的《專業會計師道德守則》(以下簡稱「**守則**」)，我們獨立於 貴集團，並已履行守則中的其他專業道德責任。

關鍵審計事項

關鍵審計事項是根據我們的專業判斷，認為對本期綜合財務報表的審計最為重要的事項。這些事項是在我們審計整體綜合財務報表及出具意見時進行處理的。我們不會對這些事項提供單獨的意見。

我們在審計中識別的關鍵審計事項是關於存貨的可變現淨值評估。

Key Audit Matter 關鍵審計事項	How our audit addressed the Key Audit Matter 我們的審計如何處理關鍵審計事項
Net realisable value assessment of inventories	Our procedures in relation to the net realisable value assessment of inventories included:
<i>Refer to notes 4(b) and 17 to the consolidated financial statements.</i>	<ul style="list-style-type: none">Understanding and evaluating of management's key internal controls in relation to inventory costing and the net realisable value assessment and assessed the inherent risk of material misstatement by considering the degree of estimation uncertainty and level of other inherent risk factors such as complexity, subjectivity, changes and susceptibility to management bias or fraud;
存貨的可變現淨值評估	我們就存貨的可變現淨值評估進行的程序包括：
<i>請參閱綜合財務報表附註4(b)及17</i>	<ul style="list-style-type: none">了解及評價管理層有關存貨成本及估計可變現淨值評估的關鍵內部控制，並透過考慮估計的不確定性程度及其他固有風險因素水平（例如複雜性、主觀性、變化及是否容易受管理層偏見或欺詐的影響）來評估重大錯誤陳述的固有風險；

Key Audit Matter**關鍵審計事項**

As at 31 December 2020, the Group has inventories of HK\$133 million, which were stated at lower of cost and net realisable value.

The determination of net realisable value required judgement to be made by management on the estimated selling price, estimated cost to completion and other cost necessary to make the sale including but not limited to marketing, selling and distribution costs.

We focused on this area because of the significance of the balances and the judgements and estimates involved.

於二零二零年十二月三十一日，貴集團的存貨為133百萬港元，乃按成本及可變現淨值的較低者列賬。

可變現淨值的釐定，須由管理層對估計售價、達致完成的估計成本及進行銷售所需的其他成本（包括但不限於營銷、銷售及分銷成本）作出判斷。

由於結餘及所涉及的判斷及估計的重要性，我們特別關注此方面的審計工作。

How our audit addressed the Key Audit Matter**我們的審計如何處理關鍵審計事項**

- Tested, on a sample basis, whether invoiced costs for raw materials have been correctly recorded and that the allocation of directly attributable costs has been correctly calculated;
- Assessed the reasonableness of estimated selling price determined by management by testing, on a sample basis, the sales subsequent to the year end. If subsequent sales were not available, we compared the estimated selling price against the most recent selling price prior to the year end and assessed the impact of recent price trends for these inventories;
- Assessed the reasonableness of (i) the estimated costs to completion by comparing to the historical costs to completion and (ii) other costs (including marketing, selling and distribution) by comparing to costs incurred in previous years.

Based on the procedures performed, we considered that the risk assessment of net realisable value assessment of inventories remained appropriate and the judgements and assumptions used by management in determining the net realisable value of inventories were supported by the available evidence.

- 以抽樣方式測試原材料的發票成本是否正確記錄，以及直接應佔成本的分配是否正確計算；
- 以抽樣方式測試於年結日後的銷售，從而評估管理層所釐定的估計售價的合理性。如未能取得年結日後的銷售資料，我們將估計售價與年結日前的最近期售價進行比較，並評估該等存貨近期價格趨勢的影響；
- (i)透過比較存貨達致完成的歷史成本，從而評估達致完成的估計成本的合理性；及(ii)透過比較過往年度產生的成本，從而評估其他成本（包括營銷、銷售及分銷成本）的合理性。

根據所執行的程序，我們認為存貨可變現淨值評估之風險評估仍屬恰當，而管理層於釐定存貨可變現淨值時所使用的判斷及假設，均有可得的憑證支持。

OTHER INFORMATION

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

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF DIRECTORS AND THE AUDIT COMMITTEE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with HKFRSs issued by the HKICPA and the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

The Audit Committee are responsible for overseeing the Group's financial reporting process.

其他信息

貴公司董事須對其他信息負責。其他信息包括年報內的所有信息，但不包括綜合財務報表及我們的核數師報告。

我們對綜合財務報表的意見並不涵蓋其他信息，我們亦不對該等其他信息發表任何形式的鑒證結論。

結合我們對綜合財務報表的審計，我們的責任是閱讀其他信息，在此過程中，考慮其他信息是否與綜合財務報表或我們在審計過程中所了解的情況存在重大抵觸或者似乎存在重大錯誤陳述的情況。

基於我們已執行的工作，如果我們認為其他信息存在重大錯誤陳述，我們需要報告該事實。在這方面，我們沒有任何報告。

董事及審核委員會就綜合財務報表須承擔的責任

貴公司董事須負責根據香港會計師公會頒佈的《香港財務報告準則》及香港《公司條例》擬備真實而中肯的綜合財務報表，並對其認為為使綜合財務報表的擬備不存在由於欺詐或錯誤而導致的重大錯誤陳述所需的內部控制負責。

在擬備綜合財務報表時，董事負責評估 貴集團持續經營的能力，並在適用情況下披露與持續經營有關的事項，以及使用持續經營為會計基礎，除非董事有意將 貴集團清盤或停止經營，或別無其他實際的替代方案。

審核委員會須負責監督 貴集團的財務報告過程。

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

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. We report our opinion solely to you, as a body, in accordance with Section 405 of the Hong Kong Companies Ordinance 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 HKSA's 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.

As part of an audit in accordance with HKSA's, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

核數師就審計綜合財務報表承擔的責任

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，並出具包括我們意見的核數師報告。我們僅按照香港《公司條例》第405條向閣下（作為整體）報告我們的意見，除此之外本報告別無其他目的。我們不會就本報告的內容向任何其他人士負上或承擔任何責任。合理保證是高水平的保證，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。

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：

- 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。
- 了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。
- 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。

INDEPENDENT AUDITOR'S REPORT

獨立核數師報告

- 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.
- 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。
- 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.
- 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。
- 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.
- 就貴集團內實體或業務活動的財務信息獲取充足、適當的審計憑證，以便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。

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

除其他事項外，我們與審核委員會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。

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

我們還向審核委員會提交聲明，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，用以消除對獨立性產生威脅的行動或採取的防範措施。

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

The engagement partner on the audit resulting in this independent auditor's report is Mr. Wong Kam Chin.

從與審核委員會溝通的事項中，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項目合夥人是黃金錢先生。

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 25 March 2021

羅兵咸永道會計師事務所
執業會計師

香港，二零二一年三月二十五日

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

綜合全面收益表

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

		Note	2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
		附註		
Revenue	收益	6	701,699	808,599
Cost of sales	銷售成本	7	(519,212)	(617,546)
Gross profit	毛利		182,487	191,053
Other income, net	其他收入淨額	6	3,427	5,400
Selling and distribution expenses	銷售及分銷費用	7	(13,098)	(22,082)
Administrative expenses	行政開支	7	(121,948)	(132,378)
Other operating expenses, net	其他經營開支淨額	7	(6,723)	(5,930)
Profit from operations	經營溢利		44,145	36,063
Finance expenses, net	財務開支淨額	10	(6,450)	(11,752)
Profit before income tax	除所得稅前溢利		37,695	24,311
Income tax expense	所得稅開支	11	(8,814)	(1,954)
Profit for the year	年內溢利		28,881	22,357
Other comprehensive (expense)/income Items that will not be reclassified subsequently to profit or loss:	其他全面（開支）／收益 其後不會重新分類至 損益的項目：			
Fair value (losses)/gains on revaluation of land and building, net of tax	重估土地及樓宇的公平值 （虧損）／收益（扣稅後）		(1,650)	630
Currency translation differences	匯兌差額		772	(40)
Other comprehensive (expense)/income for the year, net of tax	年內其他全面（開支）／收益 （扣稅後）		(878)	590
Total comprehensive income for the year	年內全面收益總額		28,003	22,947
Earnings per share	每股盈利			
– Basic and diluted (HK cents)	— 基本及攤薄（港仙）	12	2.89	2.24

The notes on pages 168 to 259 are an integral part of these financial statements.

第168至259頁的附註為本財務報表的不可分割部分。

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

綜合財務狀況表

As at 31 December 2020 於二零二零年十二月三十一日

			2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
	Note 附註			
Assets		資產		
Non-current assets		非流動資產		
Property, plant and equipment	14	物業、廠房及設備	53,678	58,375
Right-of-use assets	35	使用權資產	23,200	21,657
Financial assets at fair value through profit or loss	15	按公平值計入損益賬的 金融資產	13,854	8,621
Prepayment	19	預付款項	1,864	1,897
Deferred tax assets	26	遞延稅項資產	–	214
			92,596	90,764
Current assets		流動資產		
Inventories	17	存貨	132,931	145,095
Trade and other receivables	18	貿易及其他應收款項	183,044	156,635
Prepayments and deposits	19	預付款項及按金	29,791	18,876
Restricted bank deposits	20	受限制銀行存款	6,139	6,186
Bank and cash balances	20	銀行及現金結餘	99,216	97,679
			451,121	424,471
Current liabilities		流動負債		
Trade and other payables	21	貿易及其他應付款項	129,788	118,507
Contract liabilities	5	合約負債	3,453	2,964
Borrowings	22	借款	8,750	11,852
Lease liabilities – current	35	租賃負債 – 流動	9,207	6,597
Finance lease payables	23	融資租賃應付款項	–	43
Current income tax liabilities		即期所得稅負債	7,662	2,191
			158,860	142,154
Net current assets		流動資產淨值	292,261	282,317
Total assets less current liabilities		資產總值減流動負債	384,857	373,081
Non-current liabilities		非流動負債		
Lease liabilities – non-current	35	租賃負債 – 非流動	16,105	16,492
Deferred tax liabilities	26	遞延稅項負債	3,947	4,098
			20,052	20,590
Net assets		資產淨值	364,805	352,491
Equity		權益		
Share capital	24	股本	281,507	281,507
Reserves	27	儲備	83,298	70,984
Total equity		權益總額	364,805	352,491

The financial statements on pages 164 to 259 were approved by the Board of Directors on 25 March 2021 and were signed on its behalf

Lai Yiu Wah

黎耀華

Director

董事

Tai Leung Lam

戴良林

Director

董事

The notes on pages 168 to 259 are an integral part of these financial statements.

第164至259頁之財務報表已由董事會於二零二一年三月二十五日批准，並由以下董事代表董事會簽署

第168至259頁之附註為本財務報表不可分割部分。

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

		Note	Share capital	Other reserve	Statutory reserve	Currency translation reserve	Revaluation reserve	Share option reserve	Retained profits	Total
		附註	股本	其他儲備	法定儲備	匯兌儲備	重估儲備	購股權儲備	保留盈利	總計
			HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
			千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
Balance at 1 January 2020	於二零二零年一月一日結餘		281,507	(125,162)	13,231	(150)	20,724	7,039	155,302	352,491
Revaluation deficit on land and building	土地及樓宇重估虧絀		-	-	-	-	(1,831)	-	-	(1,831)
Tax effect of revaluation deficit	重估虧絀稅務影響		-	-	-	-	181	-	-	181
Realisation of revaluation deficit, net of tax	實現重估虧絀 (扣稅後)		-	-	-	-	(691)	-	804	113
Currency transaction differences	貨幣交易差額		-	-	-	772	-	-	-	772
Contributions by/(distribution to) owners of the company:	本公司擁有人注資／ (向本公司擁有人作出分派)：									
Appropriation of statutory reserve	法定儲備撥款		-	-	1,474	-	-	-	(1,474)	-
Equity-settled share-based payment transaction	以權益結算及股份為基礎 付款的交易	25	-	-	-	-	-	198	-	198
Cancellation of share options	註銷購股權		-	-	-	-	-	(7,237)	7,237	-
Profit for the year	年內溢利		-	-	-	-	-	-	28,881	28,881
Dividends paid	已付股息	13	-	-	-	-	-	-	(16,000)	(16,000)
Balance at 31 December 2020	於二零二零年十二月三十一日 結餘		281,507	(125,162)	14,705	622	18,383	-	174,750	364,805
Balance at 1 January 2019	於二零一九年一月一日結餘		281,507	(125,162)	6,077	(110)	20,786	3,698	165,099	351,895
Revaluation surplus on land and building	土地及樓宇重估盈餘		-	-	-	-	699	-	-	699
Tax effect of revaluation surplus	重估盈餘稅務影響		-	-	-	-	(69)	-	-	(69)
Realisation of revaluation surplus, net of tax	實現重估盈餘 (扣稅後)		-	-	-	-	(692)	-	808	116
Currency transaction differences	貨幣交易差額		-	-	-	(40)	-	-	-	(40)
Contributions by/(distribution to) owners of the company:	本公司擁有人注資／ (向本公司擁有人作出分派)：									
Appropriation of statutory reserve	法定儲備撥款		-	-	7,154	-	-	-	(7,154)	-
Equity-settled share-based payment transaction	以權益結算及股份為基礎 付款的交易	25	-	-	-	-	-	3,533	-	3,533
Forfeiture of share options	沒收購股權		-	-	-	-	-	(192)	192	-
Profit for the year	年內溢利		-	-	-	-	-	-	22,357	22,357
Dividends paid	已付股息	13	-	-	-	-	-	-	(26,000)	(26,000)
Balance at 31 December 2019	於二零一九年十二月三十一日 結餘		281,507	(125,162)	13,231	(150)	20,724	7,039	155,302	352,491

The notes on pages 168 to 259 are an integral part of these financial statements.

第168至259頁的附註為本財務報表的不可分割部分。

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

			2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
	Note 附註			
Cash flows from operating activities		經營活動現金流量		
Cash generated from/(used in) operations	30(a)	經營業務所得／(所用) 現金	50,861	(10,882)
Finance costs		融資成本	(7,324)	(13,040)
Income tax paid		已付所得稅	(2,986)	(745)
Net cash generated from/(used in) operating activities		經營活動所得／(所用) 現金淨額	40,551	(24,667)
Cash flows from investing activities		投資活動現金流量		
Net decrease in restricted bank deposits		受限制銀行存款減少淨額	47	1,928
Interest income		利息收入	874	1,245
Investment income		投資收入	139	—
Purchase of property, plant and equipment		購置物業、廠房及設備	(8,797)	(19,302)
Purchase of key man insurance		購買要員保險	—	(1,944)
Purchase of fund and listed equity investments		購買基金及上市股本投資	(9,312)	—
Proceeds from disposal of property, plant and equipment		出售物業、廠房及設備所得款項	—	304
Settlement on derivative financial instruments		衍生金融工具結算	—	(2,245)
Proceeds from disposal of listed equity investments		出售上市股本投資所得款項	4,435	—
Net cash used in investing activities		投資活動所用現金淨額	(12,614)	(20,014)
Cash flows from financing activities		融資活動現金流量		
Proceeds from borrowings	30(b)	借款所得款項	10,000	37,000
Repayments of borrowings	30(b)	償還借款	(12,259)	(57,489)
Repayments of finance lease payables	30(b)	償還融資租賃應付款項	(43)	(823)
Dividends paid		已付股息	(16,000)	(26,000)
Principal elements of lease payments	30(b)	租賃付款的本金部分	(7,937)	(5,355)
Net cash used in financing activities		融資活動所用現金淨額	(26,239)	(52,667)
Net increase/(decrease) in cash and cash equivalents		現金及現金等價物增加／(減少) 淨額	1,698	(97,348)
Effect of foreign currency rate change		外幣兌換變動的影響	680	(50)
Cash and cash equivalents at 1 January		於一月一日的現金及現金等價物	96,838	194,236
Cash and cash equivalents at 31 December		於十二月三十一日的現金及現金等價物	99,216	96,838
Analysis of cash and cash equivalents		現金及現金等價物分析		
Time deposit up to three months	20	為期三個月或以下的定期存款	50,000	85,000
Bank and cash balances	20	銀行及現金結餘	49,216	12,679
Bank overdraft	22	銀行透支	—	(841)
			99,216	96,838

The notes on pages 168 to 259 are an integral part of these financial statements.

第168至259頁的附註為本財務報表的不可分割部分。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

1 GENERAL INFORMATION

Trio Industrial Electronics Group Limited (the “**Company**”) is a limited liability company incorporated in Hong Kong and listed (the “**Listing**”) on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The principal place of business and registered office of the Company is at Block J, 5/F., Phase II, Kaiser Estate, 51 Man Yue Street, Hung Hom, Kowloon, Hong Kong.

The Company is an investment holding company. The Company and its subsidiaries (collectively, the “**Group**”) are principally engaged in the manufacturing and sales of electronic products. The immediate holding company of the Company is Trio Industrial Electronics Holding Limited (“**Trio Holding**”), a company incorporated in the British Virgin Islands with limited liability.

The consolidated financial statements are presented in thousands of Hong Kong dollars (“**HK\$’000**”), unless otherwise stated.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the preparation of consolidated financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of presentation

2.1.1 Statement of Compliance

The consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards (“**HKFRSs**”) issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”), and are in compliance with the Companies Ordinance. The consolidated financial statements also include applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

1 一般資料

致豐工業電子集團有限公司（「**本公司**」）為一家於香港註冊成立的有限公司，並在香港聯合交易所有限公司（「**聯交所**」）主板上市（「**上市**」）。本公司主要營業地點及註冊辦事處為香港九龍紅磡民裕街51號凱旋工商中心2期5樓J室。

本公司為一家投資控股公司。本公司及其附屬公司（統稱「**本集團**」）主要從事製造及銷售電子產品。本公司之直接控股公司為致豐工業電子控股有限公司（「**致豐控股**」，一家於英屬處女群島註冊成立的有限公司）。

除另有指明外，本綜合財務報表乃以港幣千元（「**千港元**」）呈列。

2 主要會計政策概要

本附註提供編製本綜合財務報表時所採納的主要會計政策清單。除另有說明外，該等政策於所有呈報年度貫徹一致應用。

2.1 呈列基準

2.1.1 遵例聲明

本綜合財務報表乃按照香港會計師公會（「**香港會計師公會**」）頒佈的香港財務報告準則（「**香港財務報告準則**」）並遵照公司條例編製。本綜合財務報表亦載有聯交所證券上市規則（「**上市規則**」）所規定的適用披露資料。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.1 Basis of presentation (Continued)

2.1.2 Basis of preparation

The consolidated financial statements have been prepared under the historical cost convention, as modified by the revaluation of land and buildings and financial assets at fair value through profit or loss, which are carried at fair value.

The preparation of financial statements in conformity with HKFRSs requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 4 to the consolidated financial statements.

New and amended standards effective in 2020 which are relevant to the Group's operations

The Group has applied the following new standards and amendments to standards which are effective for the financial period beginning on or after 1 January 2020 and relevant to the Group:

HKFRS 3 (Amendments)	Definition of a Business
HKAS 1 and HKAS 8 (Amendments)	Definition of Material
Conceptual Framework for Financial Reporting 2018	Revised Conceptual Framework for Financial Reporting
HKAS 39, HKFRS 7 and HKFRS 9 (Amendments)	Interest Rate Benchmark Reform

The above new standards, amendments, improvements and interpretation effective for the financial period beginning on or after 1 January 2020 do not have a material impact to the Group.

2 主要會計政策概要 (續)

2.1 呈列基準 (續)

2.1.2 編製基準

本綜合財務報表乃按歷史成本法編製，並就按公平值列賬的土地及樓宇重估值及按公平值計入損益賬的金融資產作出修訂。

遵照香港財務報告準則編製財務報表需要使用若干關鍵會計估計，亦需要管理層在應用本集團會計政策過程中作出判斷。涉及高度判斷或高度複雜性的範疇或涉及對財務報表屬重大假設和估計的範疇，已在綜合財務報表附註4中披露。

於二零二零年生效並與本集團營運有關的新訂及經修訂準則

本集團已應用下列與本集團有關並自二零二零年一月一日或之後開始的財政期間生效的新訂及經修訂準則：

香港財務報告準則第3號 (修訂本)	業務的定義
香港會計準則第1號及香港會計準則第8號 (修訂本)	重大的定義
二零一八年財務報告概念框架	財務報告之經修訂概念框架
香港會計準則第39號、香港財務報告準則第7號及香港財務報告準則第9號 (修訂本)	利率基準改革

於二零二零年一月一日或之後開始的財政期間生效的上述新準則、修訂本、改進及詮釋對本集團並無重大影響。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.1 Basis of presentation (Continued)

2.1.2 Basis of preparation (Continued)

New and amended standards effective after 2020 which are relevant to the Group's operations and yet to be adopted

The following are new standards and amendments to standards relevant to the Group that have been issued but are not effective for the accounting period beginning 1 January 2020 and are yet to be adopted:

2 主要會計政策概要 (續)

2.1 呈列基準 (續)

2.1.2 編製基準 (續)

於二零二零年後生效並與本集團營運有關而尚未採納的新訂及經修訂準則

下列為已於二零二零年一月一日開始的會計期間頒佈但尚未生效且未採納的與本集團有關的新訂準則及準則修訂本：

		Effective for accounting periods beginning on or after 於以下日期或之後開始的會計期間生效
HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16 (Amendments)	Interest Rate Benchmark Reform – Phase 2	1 January 2021
HKFRS 3 (Amendments)	Reference to the Conceptual Framework	1 January 2022
HKAS 16 (Amendments)	Property, plant and equipment: proceeds before intended use	1 January 2022
HKAS 37 (Amendments)	Onerous contracts – cost of fulfilling a contract	1 January 2022
HKFRSs (Amendments)	Annual Improvements to HKFRSs 2018 – 2020 Cycle	1 January 2022
Accounting Guideline 5 (Amendments)	Merger Accounting for Common Control Combinations	1 January 2022
Hong Kong Interpretation 5 (2020)	Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause	1 January 2023
HKAS 1 (Amendments)	Classification of liabilities as current or non-current and related amendments to Hong Kong Interpretation 5 (2020)	1 January 2023
HKFRS 10 and HKAS 28 (Amendments)	Sale or Contribution of assets between an investor and its associate or joint venture	To be Determined
香港財務報告準則第9號、香港會計準則第39號、香港財務報告準則第7號、香港財務報告準則第4號及香港財務報告準則第16號 (修訂本)	利率基準改革 – 第2階段	二零二一年一月一日
香港財務報告準則第3號 (修訂本)	對概念框架的提述	二零二二年一月一日
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	二零二二年一月一日
香港會計準則第37號 (修訂本)	虧損性合約 – 履行合約的成本	二零二二年一月一日
香港財務報告準則 (修訂本)	對二零一八年至二零二零年週期的香港財務報告準則的年度改進	二零二二年一月一日
會計指引第5號 (修訂本)	共同控制合併之合併會計法	二零二二年一月一日
香港詮釋第5號 (二零二零年)	財務報表之呈列 – 借款人對包含按要求償還條款之定期貸款之分類	二零二三年一月一日
香港會計準則第1號 (修訂本)	負債分類為流動或非流動以及香港詮釋第5號 (二零二零年) 的有關修訂	二零二三年一月一日
香港財務報告準則第10號及香港會計準則第28號 (修訂本)	投資者與其聯營公司或合營公司之間的資產出售或注資	有待釐定

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.2 Change in accounting policy

The Group has elected to early adopt the HKFRS 16 (Amendments) Leases on COVID-19-Related Rent Concessions retrospectively from 1 January 2020. These amendments provide lessees with practical relief during the COVID-19 pandemic and are effective for annual reporting periods beginning on or after 1 June 2020. During the year ended 31 December 2020, the impact of the relevant rent concession recognised as other income, net of HK\$573,000, with corresponding adjustment to the lease liabilities. There is no impact on the opening balance of equity at 1 January 2020.

The amendment provides a practical expedient that allows a lessee to by-pass the need to evaluate whether certain qualifying rent concessions occurring as a direct consequence of the COVID-19 pandemic are lease modifications and, instead, account for those rent concessions as if they were not lease modifications. Lessees adopting this election may account for qualifying rent concessions in the same way as they would if they were not lease modifications. The practical expedient only applies to rent concessions occurring as a direct consequence of the COVID-19 pandemic and only if all of the following conditions are met:

- a) the change in lease payments results in revised consideration for the lease that is substantially the same as, or less than, the consideration for the lease immediately preceding the change;
- b) any reduction in lease payments affects only payments due on or before 30 June 2021; and
- c) there is no substantive change to other terms and conditions of the lease.

2 主要會計政策概要 (續)

2.2 會計政策變動

本集團已選擇由二零二零年一月一日起提早追溯採納香港財務報告準則第16號(修訂本)租賃中與COVID-19有關的租金寬減。該等修訂向承租人提供於COVID-19疫情期間的實際寬減，並於二零二零年六月一日或之後開始的年度報告期間生效。截至二零二零年十二月三十一日止年度，相關租金寬減的影響確認為其他收入淨額573,000港元，並對租賃負債作出相應調整。此舉對於二零二零年一月一日權益期初結餘並無任何影響。

該修訂本提供可行權宜方法允許承租人豁免評估的規定，無需評估直接由COVID-19疫情產生的若干合資格租金寬減是否屬租賃修訂，而以並非租賃修訂方法入賬。採納此項選擇的承租人可以猶如其並非租賃修改之同一方式將合資格租金寬減入賬。該可行權宜方法僅適用於COVID-19疫情直接引致的租金寬減，且僅於符合以下所有情況時方會適用：

- a) 租賃付款變動導致的經修訂租賃代價與緊接變動前的租賃代價大致相同，或少於有關代價；
- b) 租賃付款的任何減幅僅影響於二零二一年六月三十日或之前到期之付款；及
- c) 租賃的其他條款及條件並無實質變動。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.3 Subsidiaries

2.3.1 Consolidation

A subsidiary is an entity (including a structured entity) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group applies the acquisition method to account for business combination. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interest issued by the Group. The consideration transferred includes the fair value of any assets or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

Acquisition-related costs are expensed as incurred.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total of consideration transferred, non-controlling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the consolidated statement of comprehensive income.

Intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated. When necessary, amounts reported by subsidiaries have been adjusted to conform with the Group's accounting policies.

2 主要會計政策概要 (續)

2.3 附屬公司

2.3.1 合併入賬

附屬公司為本集團擁有控制權的實體（包括架構實體）。倘本集團承擔或享有參與實體活動所產生可變回報的風險或權利，且有能力透過對實體之權力影響該等回報，則本集團對該實體擁有控制權。附屬公司自控制權轉移至本集團當日起合併入賬，並自控制權終止當日起取消合併入賬。

本集團採用收購法將業務合併入賬。收購附屬公司所轉讓的代價為所轉讓資產、對被收購方前擁有人產生的負債及本集團所發行的股本權益的公平值。所轉讓代價包括因或然代價安排而產生的任何資產或負債的公平值。於業務合併中收購的可識別資產及承擔的負債及或然負債初步按於收購日期的公平值計量。

收購相關成本乃於產生時支銷。

所轉讓代價、被收購方之任何非控股權益金額及任何先前所持被收購方之股權於收購日期之公平值超逾所收購可識別淨資產公平值之差額，乃入賬列作商譽。就議價收購而言，倘轉讓的代價、已確認非控股權益及先前持有的權益計量之總額低於所收購附屬公司淨資產之公平值，則該差額直接於綜合全面收益表內確認。

集團內公司間的交易、結餘及集團公司間交易的未變現收益均予以抵銷。未變現虧損亦予以抵銷。附屬公司所報金額於必要時作出調整，以與本集團會計政策一致。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.3 Subsidiaries (Continued)

2.3.2 Separate financial statements

Investment in subsidiaries is accounted for at cost less impairment. Cost includes direct attributable costs of investment. The result of subsidiaries is accounted for by the Company on the basis of dividend received and receivable.

Impairment testing of the investment in subsidiaries is required upon receiving a dividend from this investment if the dividend exceeds the total comprehensive income of the subsidiaries in the period the dividend is declared or if the carrying amounts of the investment in the separate financial statements exceeds the carrying amounts in the financial statements of the investee's net assets including goodwill.

2.4 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker ("CODM"). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors of the Company that makes strategy decisions

2.5 Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). United States dollars ("US\$") is the functional currency of principal operating subsidiaries of the Group. The consolidated financial statements are presented in HK\$, which is the functional and presentation currency of the Company.

2 主要會計政策概要 (續)

2.3 附屬公司 (續)

2.3.2 獨立財務報表

於附屬公司的投資按成本扣除減值入賬。成本包括投資之直接應佔成本。附屬公司之業績由本公司按已收及應收股息入賬。

倘自附屬公司收取之股息超出宣派股息期間該附屬公司之全面收益總額，或倘個別財務報表之投資賬面值超出財務報表所示被投資公司之資產淨值（包括商譽）之賬面值，則須於收到該投資所得股息時對該等附屬公司的投資進行減值測試。

2.4 分部報告

經營分部的報告方式與向主要營運決策人（「主要營運決策人」）提供的內部報告方式一致。主要營運決策人為作出策略決策的本公司董事會，負責分配資源及評估經營分部的表現。

2.5 外幣換算

(i) 功能及呈列貨幣

本集團實體的財務報表所包括的項目乃以該實體營運所在主要經濟環境的貨幣（「功能貨幣」）計算。本集團的主要營運附屬公司的功能貨幣為美元（「美元」）。綜合財務報表以港元呈列，其為本公司的功能及呈列貨幣。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.5 Foreign currency translation (Continued)

(ii) Transactions and balances in financial statements

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the consolidated statement of comprehensive income.

(iii) Group companies

The results and financial position of all the group entities (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- (a) assets and liabilities for each statement of financial position presented are translated at the closing rate at the end of that reporting period;
- (b) income and expenses for each income statement are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions); and
- (c) all resulting currency translation differences are recognised in other comprehensive income.

2.6 Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all attached conditions.

2 主要會計政策概要 (續)

2.5 外幣換算 (續)

(ii) 財務報表的交易及結餘

外幣交易按交易當日或項目重新計量的估值日期的現行匯率換算為功能貨幣。結算該等交易及按年末匯率換算以外幣計值的貨幣資產及負債而產生的外匯收益及虧損於綜合全面收益表確認。

(iii) 集團公司

功能貨幣與呈列貨幣不同之所有集團實體（當中不涉及嚴重通脹經濟體系貨幣）之業績及財務狀況按如下方式換算為呈列貨幣：

- (a) 每份呈報之財務狀況表內之資產與負債按該報告期末之收市匯率換算；
- (b) 每份收益表內之收支按平均匯率換算（除非此平均匯率並不代表交易日期適用匯率之累計影響之合理約數，在此情況下，收支項目按交易日期之匯率換算）；及
- (c) 所有由此產生之貨幣換算差額於其他全面收益確認。

2.6 政府補助

當能夠合理地保證政府補助將可收取，而本集團將會符合所有附帶條件時，將政府提供的補助按其公平值確認入賬。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.7 Property, plant and equipment

Property, plant and equipment (except for land and building) is stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amounts or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amounts of the replaced part is de-recognised. All other repairs and maintenance are charged to the consolidated statement of comprehensive income during the financial period in which they are incurred.

Land and buildings comprise mainly offices. Land and buildings are carried at revalued amount, being its fair value at the date of the revaluation on the basis of periodic valuations by external independent valuers less any subsequent accumulated depreciation and impairment losses. Any accumulated depreciation at the date of valuation is eliminated against the gross carrying amounts of the asset and the net amount is restated to the revalued amount of the asset. Revaluations are performed with sufficient regularity to ensure that the carrying amount does not differ materially from that which would be determined using fair values at the end of the reporting period.

Revaluation increases of land and buildings are recognised in the consolidated statement of comprehensive income to the extent that the increases reverse previous revaluation decreases of the same asset. All other revaluation increases are credited to the property revaluation reserve in the shareholders' equity. Revaluation decreases that offset previously revaluation increase of the same asset are charged against property revaluation reserve directly in equity. All other decreases are recognised in the consolidated statement of comprehensive income. On the subsequent sale or retirement of a revalued land and building, the attributable revaluation surplus remaining in the property revaluation reserve is transferred directly to retained profits.

2 主要會計政策概要 (續)

2.7 物業、廠房及設備

物業、廠房及設備(土地及樓宇除外)按歷史成本減折舊列賬。歷史成本包括收購該等項目直接應佔的開支。

後續成本僅在與該項目有關的未來經濟利益很可能流入本集團且該項目的成本能可靠計量時，方會計入資產的賬面值或確認為一項獨立資產(如適當)。被取代部分的賬面值終止確認。所有其他維修及保養費用於其產生的財政期間自綜合全面收益表中支銷。

土地及樓宇主要包括辦公室。土地及樓宇按重估金額，即其公平值(根據外聘獨立估值師定期進行之估值計算)減任何其後之累計折舊及減值虧損列賬。於估值日期之任何累計折舊與資產之賬面總額對銷，而淨額則重列至資產之重估金額。重估將適當地定期進行，以確保賬面值與報告期末所使用公平值釐定的價值並無太大差距。

土地及樓宇的重估升值於有關升幅撥回相同資產早前重估減值之情況下於綜合全面收益表內確認。所有其他重估升值計入股東權益的物業重估儲備。抵銷相同資產早前重估升值之重估減值，直接自權益內之物業重估儲備扣除。所有其他減值均於綜合全面收益表內確認。已重估土地及樓宇其後出售或報廢時，物業重估儲備餘下應佔重估盈餘乃直接轉撥至保留溢利。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.7 Property, plant and equipment (Continued)

Depreciation of property, plant and equipment is calculated at rates sufficient to write off their cost or revalued amounts less their residual values over the estimated useful lives on a straight-line basis. The principal annual rates are as follows:

Land and buildings	3.33%
Plant and machinery	20%
Furniture and fixtures	20%
Office equipment	20%
Motor vehicles	20%
Leasehold improvements	20%

The residual values, useful lives and depreciation method are reviewed and adjusted, if necessary, at each reporting date.

The gain or loss on disposal of property, plant and equipment is the difference between the net sales proceeds and the carrying amounts of the relevant asset, and is recognised in the consolidated statement of comprehensive income.

Assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

2 主要會計政策概要 (續)

2.7 物業、廠房及設備 (續)

物業、廠房及設備的折舊，按足以撇銷其成本或重估金額減剩餘價值的比率，於估計可使用年期內使用直線法計算，主要年息率如下：

土地及樓宇	3.33%
廠房及機器	20%
傢俱及裝置	20%
辦公室設備	20%
汽車	20%
租賃物業裝修	20%

剩餘價值、可使用年期及折舊方法於各報告日期進行檢討及作出調整（如需要）。

出售物業、廠房及設備的收益或虧損指出售所得款項淨額與有關資產賬面值兩者間的差額，並於綜合全面收益表內確認。

資產乃於有事件或情況變動顯示其賬面值可能不可收回時作減值檢討。減值虧損按資產賬面值超過其可收回金額的部分予以確認。可收回金額為資產的公平值減出售成本及使用價值中的較高者。就評估減值而言，資產按存在單獨可識別現金流（現金產生單位）的最低水平分組。除商譽外，遭受減值的非金融資產於各報告日期就可能的減值撥回進行檢討。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.8 Leases

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group.

Contracts may contain both lease and non-lease components. The Group allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices. However, for leases of real estate for which the Group is a lessee, it has elected not to separate lease and non-lease components and instead accounts for these as a single lease component.

Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. 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.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable;
- variable lease payments that are depend on an index or a rate, initially measured using the index or rate as at the commencement date; and
- amounts expected to be payable by the Group under residual value guarantees.

2 主要會計政策概要 (續)

2.8 租賃

本集團將租賃自可使用租賃資產之日起確認為使用權資產及相應負債。

合約可能包含租賃和非租賃部分。本集團根據租賃和非租賃部分的相對獨立價格將合約中的代價分配至該兩個部分。然而，對於本集團作為承租人的房地產租賃，本集團已選擇不將租賃和非租賃部分分開，而是將其作為單一租賃部分入賬。

租賃條款乃按個別基準磋商，並包含各種不同的條款及條件。除出租人持有的租賃資產的抵押權益外，租賃協議並無施加任何契諾。租賃資產不得用作借款擔保。

租賃產生的資產及負債初步以現值進行計量。租賃負債包括以下租賃付款的淨現值：

- 固定付款（包括實質固定付款）減任何已收取的租賃優惠；
- 視乎指數或利率的可變租賃付款，初步使用於開始日期的指數或利率計量；及
- 剩餘價值擔保下的本集團預期應付款項。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.8 Leases (Continued)

- the exercise price of a purchase option if the Group is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the Group exercising an option to terminate the lease.

Lease payment to be made reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, the lessee's incremental borrowing rate is used, being the rate of interest that a lessee would have to pay to borrow the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Group:

- where possible, uses recent third-party financing received by the lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received;
- uses a build-up approach that starts with risk-free interest rate adjusted for credit risk for leases held by the Group, which does not have recent third party financing; and
- makes adjustments specific to the lease, e.g. term, country, currency and security.

Lease payments are allocated between the principal and finance cost. The finance cost is charged to consolidated statement of comprehensive income over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

2 主要會計政策概要 (續)

2.8 租賃 (續)

- 採購權的行使價格 (倘本集團合理地確定行使該選擇權)；及
- 支付終止租賃的罰款 (倘租賃條款反映本集團行使選擇權以終止租賃)。

根據合理確定續租選擇權支付的租賃付款亦計入負債計量之內。

租賃付款採用租賃所隱含的利率予以貼現。倘無法輕易釐定該利率，則使用承租人的增量借款利率，即承租人在類似條款、抵押及條件的類似經濟環境中借入獲得與使用權資產價值類似的資產所需資金必須支付的利率。

為釐定增量借款利率，本集團：

- 在可能情況下，使用承租人最近獲得的第三方融資為出發點作出調整以反映自獲得第三方融資以來融資條件的變動；
- 並無近期第三方融資時，使用累加法以無風險利率為初始值，對本集團持有租賃時的信貸風險進行調整；及
- 對租賃作出特定調整，如期限、國家、貨幣及擔保。

租賃付款於本金及融資成本之間作出分配。融資成本在租賃期間於綜合全面收益表扣除，藉以令各期間的負債餘額的期間利率一致。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.8 Leases (Continued)

Right-of-use assets are measured at cost comprising the following:

- 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 cost incurred by the lessee; and
- restoration costs.

The right-of-use assets are depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

While the Group revalues its land and buildings that are presented within property, plant and equipment, it has chosen not to do so for the right-to-use buildings held by the Group.

Payment associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in consolidated statement of comprehensive income. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise small offices and car parking spaces.

2 主要會計政策概要 (續)

2.8 租賃 (續)

使用權資產按成本計量，包括以下各項：

- 初始計量租賃負債的金額；
- 在開始日期或之前作出的任何租賃付款減已收取的任何租賃優惠；
- 承租人產生的任何初始直接成本；及
- 復原成本。

使用權資產按資產可使用年期或租期（以較短者為準）以直線法折舊。倘本集團合理確定行使採購選擇權，則使用權資產於相關資產的可使用年期內予以折舊。

儘管本集團重估於物業、廠房及設備內呈列的土地及樓宇，但已選擇不重估本集團持有的使用權樓宇。

與短期租賃及低價值資產租賃有關的付款按直線法於綜合全面收益表中確認為開支。短期租賃指租賃期為12個月或以下的租賃。低價值資產包括小辦公室及停車位。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.9 Inventories

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

Costs include cost of purchase (including taxes, transport and handling) net of trade discounts received and other costs incurred in bringing the inventories to their present location and condition, and are calculated using the weighted average method. Net realisable value is determined based on estimated selling price less all estimated costs to be incurred in marketing, selling and distribution.

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

2.10 Trade and other receivables

Trade receivables are amounts due from customers for merchandise sold or services performed in the ordinary course of business. If collection of trade and other receivables is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less allowance for impairment.

2 主要會計政策概要 (續)

2.9 存貨

存貨按成本與可變現淨值兩者中的較低者入賬。

成本包括經扣除已收取之貿易折扣之採購成本（包括稅項、交通及手續費）及將存貨付運至其現在位置及令存貨達致現在狀況所產生的其他成本，以加權平均法計算。可變現淨值乃按估計售價減市場推廣、銷售及分銷產生的所有估計成本釐定。

當存貨售出時，該等存貨的賬面值於確認有關收入期間支銷。將存貨撇減至可變現淨值的金額及存貨的所有虧損於撇減或虧損發生期間於綜合全面收益表確認。任何存貨撇減的撥回金額乃於撥回產生期間確認為已列作開支的存貨金額的減少。

2.10 貿易及其他應收款項

貿易應收款項為在日常業務過程中就售出貨品或提供服務應收客戶的款項。如預期在一年或以內（如在業務的正常營運週期，則可較長時間）收回，分類為流動資產，否則分類為非流動資產。

貿易及其他應收款項按公平值初始確認，其後以實際利率法按攤銷成本扣除減值撥備計量。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.11 Investments and other financial assets

(i) Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value through profit or loss, and
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will be recorded in consolidated statement of comprehensive income.

(ii) Recognition and de-recognition

Regular way purchases and sales of financial assets are recognised on the trade-date, the date on which the Group commits to purchase or sell the asset. Financial asset are de-recognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

2 主要會計政策概要 (續)

2.11 投資及其他金融資產

(i) 分類

本集團將其金融資產分類為下列計量類別：

- 之後按公平值計入損益賬計量的金融資產；及
- 按攤銷成本計量的金融資產。

分類視乎實體管理金融資產之業務模式及現金流量之合約條款而定。

對於按公平值計量的資產，收益及虧損將記入綜合全面收益表。

(ii) 確認及終止確認

以常規方式購買及出售金融資產，均於交易日進行確認，交易日即本集團承諾購買或出售資產之日期。當收取金融資產所得現金流量之權利已屆滿或轉移且本集團已轉讓所有權絕大部分風險及回報時，終止確認金融資產。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.11 Investments and other financial assets (Continued)

(iii) Measurement

At initial recognition, the Group measures a financial assets at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVPL), transaction cost that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in consolidated statement of comprehensive income.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the group classifies its debt instruments:

- Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in financial income using the effective interest rate method. Any gain or loss arising on de-recognition is recognised directly in consolidated statement of comprehensive income and presented in other gain/(losses) together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the consolidated statement of comprehensive income.

2 主要會計政策概要 (續)

2.11 投資及其他金融資產 (續)

(iii) 計量

於初始確認時，若金融資產並非按公平值計入損益賬（按公平值計入損益賬），則本集團按公平值另加收購該金融資產直接所佔交易成本計量該金融資產。按公平值計入損益賬的金融資產之交易成本於綜合全面收益表支銷。

釐定附帶嵌入式衍生工具的金融資產的現金流量是否僅為支付本金及利息時，予以整體考量。

債務工具

債務工具之後續計量取決於本集團管理資產之業務模式及資產之現金流量特徵。本集團將其債務工具分類為三種計量類別：

- 攤銷成本：倘為收取合約現金流量而持有之資產的現金流量僅為本金及利息付款，則該等資產按攤銷成本計量。該等金融資產之利息收入採用實際利率法計入財務收入。終止確認產生之任何收益或虧損直接於綜合全面收益表中確認，並連同匯兌收益及虧損於其他收益／（虧損）列示。減值虧損於綜合全面收益表內作為單獨項目列示。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.11 Investments and other financial assets (Continued)

(iii) Measurement (Continued)

Debt instruments (Continued)

- FVOCI: Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in consolidated statement of comprehensive income. When the financial assets is de-recognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to consolidated statement of comprehensive income and recognised in other gains/(losses). Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains/(losses) and impairment expense are presented as separate line item in the consolidated statement of comprehensive income.
- FVPL: Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in consolidated statement of comprehensive income and presented net within other gains/(losses) in the period in which it arises.

2 主要會計政策概要 (續)

2.11 投資及其他金融資產 (續)

(iii) 計量 (續)

債務工具 (續)

- 按公平值計入其他全面收益賬：倘為收取合約現金流量及出售金融資產而持有之資產的現金流量僅為本金及利息付款，則該等資產按公平值計入其他全面收益賬。賬面值變動乃透過其他全面收益確認，惟減值收益或虧損、利息收入及匯兌收益及虧損則於綜合全面收益表確認。於終止確認金融資產時，之前於其他全面收益確認的累計收益或虧損由權益重新分類至綜合全面收益表並於其他收益／(虧損) 確認。該等金融資產的利息收入使用實際利率法計入財務收入。外匯收益及虧損於其他收益／(虧損) 呈報及減值開支於綜合全面收益表內作為獨立項目呈報。
- 按公平值計入損益賬：不符合攤銷成本或按公平值計入其他全面收益賬的資產乃按公平值計入損益賬計量。其後按公平值計入損益賬的債務投資產生的收益或虧損於綜合全面收益表內確認，並於其產生期間之其他收益／(虧損) 中以淨值列示。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.11 Investments and other financial assets (Continued)

(iii) Measurement (Continued)

Equity instruments

The Group subsequently measures all equity investment at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the de-recognition of the investment. Dividends from such investments continue to be recognised in consolidated statement of comprehensive income as other income when the group's right to receive payments is established.

Changes in the fair value of financial assets at FVPL are recognised in "Other income, net" in the consolidated statement of comprehensive income as applicable. Impairment losses (and reversal of impairment losses) on equity investment measured at FVOCI are not reported separately from other changes in fair value.

(iv) Impairment

The Group assesses on a forward looking basis the expected credit losses associated with its debt instruments carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the simplified approach permitted by HKFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables, see note 18 to the consolidated financial statements for further details.

2 主要會計政策概要 (續)

2.11 投資及其他金融資產 (續)

(iii) 計量 (續)

股本工具

本集團其後按公平值計量所有股本投資。倘本集團管理層已選擇於其他全面收益呈報股本投資之公平值收益及虧損，則於終止確認此類投資後，公平值收益及虧損不再重新分類至損益。當本集團收取付款之權利確立時，此類投資之股息繼續於綜合全面收益表中確認為其他收入。

按公平值計入損益賬的金融資產之公平值變動於綜合全面收益表（如適用）內「其他收入淨額」中確認。按公平值計入其他全面收益賬的股本投資之減值虧損（及減值虧損撥回）不會因公平值之其他變動分開呈報。

(iv) 減值

本集團按前瞻性基準評估按攤銷成本及按公平值計入其他全面收益賬的債務工具相關之預期信貸虧損。所採用減值方法視乎信貸風險是否大幅增加而定。

就貿易應收款項而言，本集團應用香港財務報告準則第9號許可的簡化法，其要求自初步確認應收款項起確認預期全期虧損，進一步詳情請參閱綜合財務報表附註18。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.12 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the consolidated statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

2.13 Derivative financial instruments

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. The gain or loss is recognised in "Other operating expenses, net" in the consolidated statement of comprehensive income.

2.14 Cash and cash equivalents

In the consolidated statement of cash flows, cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts. In the consolidated statement of financial position, bank overdrafts are shown within borrowings in current liabilities.

2.15 Trade and other payables

Trade and other payables are stated initially at their fair value and subsequently measured at amortised cost using the effective interest method unless the effect of discounting would be immaterial, in which case they are stated at cost.

2 主要會計政策概要 (續)

2.12 抵銷金融工具

當有法定可執行權利可抵銷已確認金額，並有意圖按淨額基準結算或同時變現資產和結算負債時，金融資產與負債可互相抵銷，並在綜合財務狀況表報告其淨額。法定可執行權利不得依賴未來事件而定，而在一般業務過程中以及倘本集團或對手方一旦出現違約、無償債能力或破產時必可強制執行。

2.13 衍生金融工具

衍生工具於訂立衍生合約當日初步按公平值確認，其後按公平值重新計量。損益於綜合全面收益表中的「其他經營開支淨額」內確認。

2.14 現金及現金等價物

於綜合現金流量表中，現金及現金等價物包括手頭現金、銀行活期存款、其他原到期日為三個月或以內之短期高度流通投資以及銀行透支。於綜合財務狀況表中，銀行透支於流動負債中的借款中列示。

2.15 貿易及其他應付款項

貿易及其他應付款項初始按其公平值列賬，並於其後採用實際利息法按攤銷成本計算，除非貼現之影響輕微，則在此情況下按成本列賬。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.16 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable, and represents amounts receivable for goods supplied, stated net of discounts, returns and value added taxes. The Group recognises revenue when the amount of revenue can be reliably measured; when it is probable that future economic benefits will flow to the entity; and when specific criteria have been met for each of the Group's activities.

Sales of goods

Revenue from the sales of goods directly to the customers is recognised at the point that the control of the inventory have passed to the customers, which is primarily upon the acceptance of the products by the customers. The customers have full discretion over the products, and there is no unfulfilled obligation that could affect the customers' acceptance of the products. The Group collects cash or bank acceptance notes from the customers before or upon deliveries of products through banks. Cash or bank acceptance notes collected from the customers before product delivery is recognised as contract liabilities (note 5 to the consolidated financial statements).

2 主要會計政策概要 (續)

2.16 收益確認

收益按已收或應收代價的公平值計量，代表應收供應貨品的金額，扣除折讓、退貨及增值稅後列賬。本集團於收益金額能夠可靠計量時；未來經濟利益可能流入實體時；及本集團的各項活動已滿足規定標準時確認收益。

銷售貨品

直接向客戶銷售貨品所得收益於存貨的控制權已轉移予客戶時（主要於客戶接受產品後）確認。客戶對產品有充分酌情權且並無可能影響客戶接受產品的未履行責任。本集團在產品交付之前或之後透過銀行向客戶收取現金或銀行承兌票據。在產品交付前自客戶收取的現金或銀行承兌票據確認為合約負債（綜合財務報表附註5）。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.17 Interest income

Interest income from financial assets at FVPL is included in the net fair value gains/(losses) on these assets, see note 6 to the consolidated financial statement below.

Interest income on financial assets at amortised cost and financial assets at FVOCI calculated using the effective interest method is recognised in the consolidated statement of comprehensive income as part of other income.

Interest income is presented as financial income where it is earned from financial assets that are held for cash management purposes, see note 10 to the consolidated financial statements below. Any other interest income is included in finance income.

Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for financial assets that subsequently become credit-impaired. For credit-impaired financial assets the effective interest rate is applied to the net carrying amount of the financial asset (after deduction of the loss allowance).

2.18 Employee benefits

(i) Pension obligations

The Group contributes on a monthly basis to various defined contribution plans organised by the relevant governmental authorities. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior years. The contributions are recognised as employee benefit expense when they are due.

The Group joined the Mandatory Provident Fund Scheme (the “MPF Scheme”) under the Hong Kong Mandatory Provident Fund Schemes Ordinance for those qualifying employees employed under the jurisdiction of the Hong Kong Employment Ordinance, and who are eligible to participate in the MPF Scheme.

2 主要會計政策概要 (續)

2.17 利息收入

按公平值計入損益賬的金融資產所得利息收入計入該等資產的公平值收益／(虧損)淨額，參見下文綜合財務報表附註6。

使用實際利率法計算的按攤銷成本列賬的金融資產及按公平值計入其他全面收益賬的金融資產的利息收入於綜合全面收益表內確認為其他收入的一部分。

當利息收入來自持作現金管理目的的金融資產時呈報為財務收入，參見下文綜合財務報表附註10。任何其他利息收入計入財務收入。

利息收入是用實際利率乘以金融資產賬面總額計算得出，惟後續發生信貸減值的金融資產除外。就信貸減值的金融資產而言，其利息收入是用實際利率乘以金融資產賬面淨額（經扣除虧損撥備）得出。

2.18 僱員福利

(i) 退休金責任

本集團每月向有關政府機構組織的多個定額供款計劃作出供款。倘若基金並無持有足夠資產支付所有僱員有關本年度及過往年度的僱員服務的福利，則本集團並無法律或推定責任支付進一步的供款。供款於到期時確認為僱員福利開支。

本集團根據香港強制性公積金計劃條例，為受香港僱傭條例管轄且符合資格參與強制性公積金計劃（「強積金計劃」）的所有合資格僱員營運強積金計劃。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.18 Employee benefits (Continued)

(i) Pension obligations (Continued)

The MPF Scheme is a defined contribution scheme, the assets of which are held in separate trustee-administered funds. The Group has no further payment obligations once the contribution has been paid. The Group's contributions to the scheme are recognised as employee benefit expenses when they are due. When employees leave the scheme prior to the full vesting of the employer's voluntary contributions, the amount of forfeited contributions is used to reduce the contributions payable by the Group.

The Group in the PRC participate in defined contribution retirement benefit plans organised by relevant government authorities for its employees in the PRC and contribute to these plans based on certain percentage of the salaries of the employees on a monthly basis, up to a maximum fixed monetary amount, as stipulated by the relevant government authorities. The government authorities undertake to assume the retirement benefit obligations payable to all existing and future retired employees under these plans.

For defined contribution plans, the Group pays contributions to publicly or privately administered pension insurance plans on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

2 主要會計政策概要 (續)

2.18 僱員福利 (續)

(i) 退休金責任 (續)

強積金計劃為界定供款計劃，計劃的資產由獨立受託管理的基金持有。本集團於供款後再無其他付款責任。本集團向該等計劃所作供款乃於其到期時確認為僱員福利開支。僱員在可全數取得僱主自願性供款前離職，則沒收的供款金額用於減少本集團應付供款。

本集團於中國為其中國僱員參與有關政府機關營辦之定額供款退休福利計劃，並依照僱員薪金之若干百分比按月向該等計劃供款不超過有關政府機關規定之最高固定貨幣金額。根據該等計劃，該等政府機關承擔應付所有現有及未來退休僱員之退休福利責任。

就界定供款計劃而言，本集團以強制性、合同性或自願性方式向公開或私人管理的退休保險計劃供款。本集團作出供款後，即無進一步付款義務。該等供款於到期時確認為僱員福利支出。預付供款按照現金退款或可減少未來付款而確認為資產。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.18 Employee benefits (Continued)

(ii) Bonus plans

The expected cost of bonus payments are recognised as a liability when the Group has a present legal or constructive obligation as a result of services rendered by employees and a reliable estimate of the obligation can be made.

Liabilities for bonus plans are expected to be settled within twelve months and are measured at the amounts expected to be paid when they are settled.

(iii) Employee leave entitlements

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the reporting date.

Employee entitlements to sick leave and maternity leave are not recognised until the time of leave.

(iv) Short-term employee benefits

Salaries, annual bonuses, paid annual leave and the cost of non-monetary benefits are accrued in the period in which the associated services are rendered by employees.

2 主要會計政策概要 (續)

2.18 僱員福利 (續)

(ii) 獎金計劃

當本集團因為職工已提供之服務而產生現有法律或推定性責任，而該責任金額能可靠估算時，則將獎金計劃之預計成本確認為負債入賬。

獎金計劃的負債預期於12個月內付清，並以預期付清時應付的款項計算。

(iii) 僱員應享假期

僱員有權享有的年假於其支取年假時確認入賬。截至報告日期僱員因提供服務而可享有年假的估計負債已作撥備。

僱員應享的病假及產假於休假時方予確認。

(iv) 短期僱員福利

薪金、年度花紅、有薪年假及非貨幣福利成本於僱員提供相關服務期間內累計。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.19 Share-based payment transactions

Equity-settled transactions

The Group's employees, including directors, receive remuneration in the form of share-based payment transactions, whereby the employees rendered services in exchange for shares or rights over shares of the Company. The cost of such transactions with employees is measured by reference to the fair value of the equity instruments at the date at which the entity and another party (including an employee) agree to a share-based payment arrangement, being when the entity and the counterparty have a shared understanding of the terms and conditions of the arrangement ("**Grant Date**"). The fair value of share options granted to employees is recognised as an employee cost with a corresponding increase in a reserve within equity. The fair value is determined using the Binomial Option Pricing Model, taking into account any market conditions and non-vesting conditions.

Equity-settled share-based payment transactions with parties other than employees are measured at fair value of the goods or services received, except where the fair value cannot be reliably estimated, in which case they are measured at the fair value of the equity instruments granted. In all cases, the fair value is measured at the date the Group obtains the goods or the counterparty renders the services.

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the vesting conditions are to be fulfilled, ending on the date on which the entitlement of relevant employees to the award is no longer conditional on the satisfaction of any non-market vesting conditions ("**Vesting Date**"). During the vesting period, the number of share options that is expected to vest ultimately is reviewed. Any adjustment to the cumulative fair value recognised in prior years is charged/credited to consolidated statement of comprehensive income for the year of the review, with a corresponding adjustment to the reserve within equity.

2 主要會計政策概要 (續)

2.19 以股份為基礎付款交易

權益結算交易

本集團的僱員（包括董事）按以股份為基礎的付款交易之形式收取報酬，而僱員則以提供服務交換股份或涉及本公司股份的權利。與僱員所進行相關交易之成本乃參照股本工具於實體與其他人士（包括一名僱員）協定以股份為基礎的付款安排（即實體與交易對方就安排的條款及條件達成共識之日（「**授出日期**」））之日期的公平值計量。授予僱員的購股權的公平值確認為僱員成本，而權益內的儲備亦相應增加。公平值乃於計及任何市況及非歸屬條件後使用二項式期權定價模型釐定。

與僱員以外之人士進行的以權益結算及股份為基礎的付款交易按已收取貨物或服務之公平值計量，惟倘公平值無法可靠估計，則按已授出股本工具的公平值計量。於所有情況下，公平值均於本集團取得貨物或交易對方提供服務之日期計量。

以權益結算的交易的成本連同權益的相應升幅會於達致歸屬條件之期間確認，直至相關僱員不再須待任何非市場歸屬條件獲達成方可享有該報酬之日（「**歸屬日**」）為止。於歸屬期內會審閱預期將最終歸屬的購股權數目。於過往年度確認對累計公平值的任何調整會於審閱年度的綜合全面收益表內扣除／計入，並相應調整權益內的儲備。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.19 Share-based payment transactions (Continued)

Equity-settled transactions (Continued)

When the share options are exercised, the amount previously recognised in the share option reserve will be transferred to share capital. When the share options are forfeited after the vesting date or are still not exercised at the expiry date, the amount previously recognised in share option reserve will be transferred to retained earnings.

2.20 Taxation

The tax expense comprises current and deferred tax. Tax is recognised in the consolidated statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

(i) Current income tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of reporting period in the countries where the Group operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

2 主要會計政策概要 (續)

2.19 以股份為基礎付款交易 (續)

權益結算交易 (續)

行使購股權時，之前已於購股權儲備確認之數額將轉撥至股本。倘購股權於歸屬日期後被沒收或於屆滿日期時仍未獲行使，之前已於購股權儲備確認之數額將轉撥至保留盈利。

2.20 稅項

稅項開支包括即期及遞延稅項。稅項於綜合全面收益表確認，惟與於其他全面收入或直接於權益確認之項目相關除外。於此情況下，稅項亦分別於其他全面收入或直接於權益確認。

(i) 即期所得稅

即期稅項開支根據本集團營運所在及產生應課稅收入之國家於報告期末已頒佈或實質頒佈之稅務法例計算。管理層就適用稅務法例有待詮釋之情況定期評估報稅表之狀況，並在適用情況下根據預期須向稅務機關支付之稅款設定撥備。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.20 Taxation (Continued)

(ii) Deferred income tax

Inside basis differences

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Outside basis differences

Deferred income tax liabilities are provided on taxable temporary differences arising from investments in subsidiaries, associates and joint arrangements, except for deferred income tax liability where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future. Generally the Group is unable to control the reversal of the temporary difference for associates. Only when there is an agreement in place that gives the Group the ability to control the reversal of the temporary difference in the foreseeable future, deferred tax liability in relation to taxable temporary differences arising from the associate's undistributed profits is not recognised.

2 主要會計政策概要 (續)

2.20 稅項 (續)

(ii) 遞延所得稅

內在差異

對於資產及負債的稅基與其在綜合財務報表的賬面值之間的暫時差額，使用負債法確認遞延所得稅。然而，若遞延稅項負債於商譽初步確認時產生，則其不獲確認；若遞延所得稅於交易（不包括業務合併）中對資產或負債初步確認時產生，而在交易時不影響會計損益或應課稅損益，則不作記賬。遞延所得稅乃以於報告期末已頒佈或實質頒佈的稅率（及稅法）釐定，並預期於變現相關遞延所得稅資產或償還遞延所得稅負債時應用。

遞延所得稅資產僅於有可能產生未來應課稅溢利而可動用暫時差額抵銷而確認。

外在差異遞延

遞延所得稅負債就於附屬公司、聯營公司及合營安排之投資所產生之應課稅暫時差額作出撥備，惟倘本集團可控制暫時差額之撥回時間，及很有可能在可預見未來不會撥回該暫時差額之遞延所得稅負債除外。一般而言，本集團不能控制聯營公司之暫時差額撥回。僅在訂有協議賦予本集團權力於可預見未來控制暫時差額撥回時，不就聯營公司的未分派溢利所產生的應課稅暫時差額確認遞延稅項負債。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.20 Taxation (Continued)

(ii) Deferred income tax (Continued)

Outside basis differences (Continued)

Deferred income tax assets are recognised on deductible temporary differences arising from investments in subsidiaries, associates and joint arrangements only to the extent that it is probable the temporary difference will reverse in the future and there is sufficient taxable profit available against which the temporary difference can be utilised.

(iii) Offsetting

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

2.21 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Restructuring provisions comprise lease termination penalties and employee termination payments. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

2 主要會計政策概要 (續)

2.20 稅項 (續)

(ii) 遞延所得稅 (續)

外在差異遞延 (續)

僅在暫時差額可能將於日後撥回，且有充足之應課稅溢利而動用暫時差額予以抵銷時，方會就因投資附屬公司、聯營公司及合營安排而產生之可扣減暫時差額確認遞延所得稅資產。

(iii) 抵銷

倘有合法可強制執行權利以即期稅項資產抵銷即期稅項負債，以及當遞延所得稅資產及負債涉及由同一稅務機關就應課稅實體或有意以淨額基準結算結餘之不同應課稅實體徵收所得稅，遞延所得稅資產與負債則互相抵銷。

2.21 撥備

撥備乃於下列情況下確認：本集團因過往事件而有現有法律或推定責任，且有可能需要撥出資源以履行責任，及已可靠地估計數額。重建撥備包括租賃終止罰款及僱員終止付款。撥備並無就未來經營虧損而確認。

如有多項類似責任，於釐定需要流出資源以抵償責任的可能性時，會整體考慮該責任類別。即使在同一責任類別所包含的任何一個項目相關的資源流出的可能性極低，仍須確認撥備。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.21 Provisions (Continued)

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense within “finance expenses, net” in the consolidated statement of comprehensive income.

2.22 Share capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

2.23 Borrowings and borrowing costs

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost; any difference between the proceeds (net of transaction cost) and the redemption value is recognised in the consolidated statement of comprehensive income over the period of the borrowings using the effective interest method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facilities will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facilities will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

2 主要會計政策概要 (續)

2.21 撥備 (續)

撥備採用稅前利率按預期抵償責任所需開支的現值計算，該利率反映當時市場對貨幣時間價值及該責任固有風險的評估。撥備隨時間流逝而增加的金額確認為綜合全面收益表中「財務開支淨額」內的利息開支。

2.22 股本

普通股分類為權益。

發行新股份或購股權直接應佔的新增成本於權益中列作所得款項的減項（扣除稅項）。

2.23 借款及借款成本

借款最初按公平值（扣除已產生交易成本）確認。借款其後按攤銷成本列賬；所得款項（扣除交易成本）與贖回價值的任何差額，於借款期採用實際利率法於綜合全面收益表確認。

在貸款將很可能部分或全部提取的情況下，就設立貸款融資支付的費用乃確認為貸款交易成本。在此情況下，該費用將遞延至提取貸款為止。在並無跡象顯示該貸款將很有可能部分或全部提取的情況下，該費用撥充資本作為流動資金服務的預付款項，並於其相關融資期間攤銷。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.23 Borrowings and borrowing costs (Continued)

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting period.

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in consolidated statement of comprehensive income in which they are incurred.

2.24 Dividend distribution

Dividend distribution to the shareholders is recognised as a liability in the Group's and the Company's financial statements in the period in which the dividends are approved by the Company's shareholders or directors, where appropriate.

2 主要會計政策概要 (續)

2.23 借款及借款成本 (續)

除非本集團可無條件將負債延長至報告期末後至少12個月清償，否則借款分類為流動負債。

收購、建造或生產合資格資產（即需相當長時間方可作擬定用途或出售的資產）直接應佔的一般及特定借款成本會計入該等資產的成本，直至該等資產大致可作擬定用途或出售為止。

特定借款用於合資格資產之前作為臨時投資所賺取的投資收入，於合資格撥充資本的借款成本中扣除。

所有其他借款成本在產生期內於綜合全面收益表確認。

2.24 股息分派

向股東分派的股息在股息獲本公司股東或董事（如適用）批准有關股息的期間內，於本集團及本公司的財務報表確認為負債。

3 FINANCIAL RISK MANAGEMENT

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, cash flow and fair value interest rate risk), credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

3.1 Financial risk factors

(a) Market risk

(i) Foreign exchange risk

The Group operates mainly in Hong Kong and the PRC. Entities within the Group are exposed to foreign exchange risk arising from various currency exposures, primarily with respect to HK\$, Euro ("**EUR**"), Renminbi ("**RMB**") and Thai Baht ("**THB**"). Foreign exchange risk arises from export sales, purchases, other future commercial transactions, monetary assets and liabilities that are denominated in a currency that is not the entity's functional currency.

Management has set up a policy to require the group companies to manage their foreign exchange risk against their functional currencies. The group companies do not adopt formal hedge accounting policy. It manages its foreign currency risk by closely monitoring the movement of foreign currency rates and will consider to enter into foreign exchange contracts to reduce the exposure should the need arises.

As at 31 December 2020, if US\$ had weakened/strengthened by 5 percent against EUR with all other variables held constant, post-tax profit for the year ended 31 December 2020 would have been HK\$1,000 (2019: HK\$108,000) lower/higher, mainly as a result of foreign exchange loss on translation of EUR denominated trade and other payables, and cash and cash equivalents.

3 財務風險管理

本集團業務承受多類財務風險：市場風險（包括外匯風險、現金流量及公平值利率風險）、信貸風險及流動資金風險。本集團的整體風險管理計劃重點關注金融市場的不可預測性，並尋求盡量減低對本集團財務表現的潛在不利影響。

3.1 財務風險因素

(a) 市場風險

(i) 外匯風險

本集團主要於香港及中國經營。本集團內實體面對若干貨幣產生的外匯風險，主要有關港元、歐元（「**歐元**」）、人民幣（「**人民幣**」）及泰銖（「**泰銖**」）。外匯風險產生自以並非有關實體功能貨幣計值的出口銷售、購買、其他日後商業交易、貨幣資產及負債。

管理層已制定政策要求集團公司管理其功能貨幣面對的外匯風險。集團公司並無採納正式對沖會計政策。其透過密切監察外幣匯率變動管理其外幣風險，並將考慮在必要時訂立外匯合約以減低風險。

於二零二零年十二月三十一日，倘美元兌歐元貶值／升值5%而所有其他變量保持不變，截至二零二零年十二月三十一日止年度除稅後溢利將減少／增加1,000港元（二零一九年：108,000港元），主要乃由於換算以歐元計值的貿易及其他應付款項以及現金及現金等價物的外匯虧損。

3 FINANCIAL RISK MANAGEMENT (Continued)**3.1 Financial risk factors (Continued)****(a) Market risk (Continued)****(i) Foreign exchange risk (Continued)**

As at 31 December 2020, if the US\$ had weakened/strengthened by 5 percent against RMB with all other variables held constant, post-tax profit for the year ended 31 December 2020 would have been HK\$1,440,000 (2019: HK\$4,783,000) lower/higher, mainly as a result of foreign exchange differences on translation of RMB denominated trade and other receivables, deposits, trade and other payables, and cash and cash equivalents.

As at 31 December 2020, if the US\$ had weakened/strengthened by 5 percent against THB with all other variables held constant, post-tax profit for the year ended 31 December 2020 would have been HK\$274,000 (2019: nil) lower/higher, mainly as a result of foreign exchange differences on translation of THB denominated other receivables, deposits, other payables, and cash and cash equivalents.

Under the Linked Exchange Rate System in Hong Kong, HK\$ is pegged to US\$, management therefore considers that there is no significant foreign exchange risk with respect to the HK\$.

As at 31 December 2020 and 2019, the exposure to foreign exchange risk arising from certain currency exposures such as Great British Pound, Singapore dollar, etc. are not significant.

3 財務風險管理 (續)**3.1 財務風險因素 (續)****(a) 市場風險 (續)****(i) 外匯風險 (續)**

於二零二零年十二月三十一日，倘美元兌人民幣貶值／升值5%而所有其他變量保持不變，截至二零二零年十二月三十一日止年度除稅後溢利將減少／增加1,440,000港元（二零一九年：4,783,000港元），主要乃由於換算以人民幣計值的貿易及其他應收款項、按金、貿易及其他應付款項以及現金及現金等價物的外匯差額所致。

於二零二零年十二月三十一日，倘美元兌泰銖貶值／升值5%而所有其他變量保持不變，截至二零二零年十二月三十一日止年度除稅後溢利將減少／增加274,000港元（二零一九年：無），主要乃由於換算以泰銖計值的其他應收款項、按金、其他應付款項以及現金及現金等價物的外匯差額所致。

根據香港的聯繫匯率制度，港元與美元掛鈎，管理層因此認為並無有關港元的重大外匯風險。

於二零二零年及二零一九年十二月三十一日，若干貨幣（如英鎊及新加坡元等）產生的外匯風險並不重大。

3 FINANCIAL RISK MANAGEMENT (Continued)**3.1 Financial risk factors** (Continued)**(a) Market risk** (Continued)**(ii) Cash flow and fair value interest rate risk**

The Group's interest rate risk arises from borrowings. Borrowing obtained at variable rates expose the Group to cash flow interest rate risk which is partially offset by cash held at variable rates. Borrowings obtained at fixed rates expose the Group to fair value interest rate risk. The Group does not adopt any interest hedging strategy.

Bank borrowings of the Group were arranged on floating rates varied with the then prevailing market condition.

As at 31 December 2020, if interest rates on borrowings at variable rates had been 50 basis points higher/lower with all other variables held constant, the Group's post-tax profit for the year ended 31 December 2020 would have been HK\$7,000 (2019: HK\$23,000) lower/higher as a result of higher/lower net interest expenses.

3 財務風險管理 (續)**3.1 財務風險因素** (續)**(a) 市場風險** (續)**(ii) 現金流量及公平值利率風險**

本集團的利率風險產生自借款。按浮動利率作出的借款令本集團面臨部分被按浮動利率持有現金抵銷的現金流量利率風險。按固定利率作出的借款令本集團面臨公平值利率風險。本集團並無採納任何利息對沖策略。

本集團的銀行借款以隨當時市況而不同的浮動利率安排計息。

於二零二零年十二月三十一日，倘借款浮息利率增加／減少50個基點而所有其他變量保持不變，本集團截至二零二零年十二月三十一日止年度的除稅後溢利將因利息開支淨額增加／減少而減少／增加7,000港元（二零一九年：23,000港元）。

3 FINANCIAL RISK MANAGEMENT (Continued)**3.1 Financial risk factors (Continued)****(b) Credit risk**

The Group's credit risk are primarily attributable to financial instruments, financial asset at fair value through profit or loss, trade receivables, deposits and other receivables, time deposits and cash deposited at banks and cash and cash equivalents. Management has credit policy in place and the exposures to these credit risks are monitored on an ongoing basis. In this respect, management considers the credit risk is significantly reduced.

The credit risk on cash and cash equivalents, cash deposited at banks and time deposits are placed in reputable financial institutions with sound credit ratings assigned by international credit rating agencies.

For deposits and other receivables, management makes periodic collective assessments as well as individual assessment on the recoverability with no significant credit risk identified.

The Group is also exposed to credit risk in relation to financial assets that are measured at fair value through profit or loss. The maximum exposure at the end of the reporting period is the carrying amount of these investments.

Impairment allowance policies for trade receivables

The Group applies the HKFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. To measure the expected credit losses, trade receivables has been grouped based on shared credit risk characteristics and the days past due.

The expected loss rates are based on the payment profiles of sales over a period of 120 days by due date and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group has identified the relevant industry GDP of the countries in which it sells its goods to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors.

3 財務風險管理 (續)**3.1 財務風險因素 (續)****(b) 信貸風險**

本集團的信貸風險主要來自金融工具、按公平值計入損益賬的金融資產、貿易應收款項、按金及其他應收款項、定期存款及存放銀行的現金以及現金及現金等價物。管理層已制定信貸政策並持續監察該等信貸風險。就此而言，管理層認為信貸風險已大幅降低。

現金及現金等價物、存放銀行的現金及定期存款的信貸風險來自存置於獲國際信貸評級機構評定為良好信貸評級的知名金融機構。

就按金及其他應收款項而言，管理層定期對可收回性進行集體評估及個別評估，惟並無發現任何重大信貸風險。

本集團亦面臨與按公平值計入損益賬的金融資產相關的信貸風險。報告期末的最大風險敞口為該等投資的賬面值。

貿易應收款項的減值撥備政策

本集團採用香港財務報告準則第9號簡化法計量預期信貸虧損，並對所有貿易應收款項使用全期預期虧損撥備。為計量預期信貸虧損，貿易應收款項已根據類似信貸風險特徵及逾期日期分類。

預期虧損率基於到期日前120日期間內銷售的付款情況及本期間內出現的相應過往信貸虧損。過往虧損率作出調整以反映影響客戶結算應收賬款能力的宏觀經濟因素的當前及前瞻性資料。本集團已識別其出售貨品所在國家的相關行業國內生產總值為最相關的因素，並根據該等因素的預期變動相應調整過往虧損率。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

3 FINANCIAL RISK MANAGEMENT (Continued)

3.1 Financial risk factors (Continued)

(b) Credit risk (Continued)

Impairment allowance policies for trade receivables (Continued)

On that basis, the loss allowance for trade receivables as at 31 December 2020 and 31 December 2019 was determined as follows:

At 31 December 2020	於二零二零年 十二月三十一日	Expected loss rate 預期虧損率	Gross carrying amount 賬面總額 HK\$'000 千港元	Loss allowance 虧損撥備 HK\$'000 千港元
Current	即期	—*	150,129	30
1-30 days	1至30天	—*	29,825	1
31-60 days	31至60天	—*	1,657	—
61-90 days	61至90天	—*	111	—
91-120 days	91-120天	—*	823	—
Over 120 days	120天以上	100.0%	1,805	1,805
Total	總計		184,350	1,836

At 31 December 2019	於二零一九年 十二月三十一日	Expected loss rate 預期虧損率	Gross carrying amount 賬面總額 HK\$'000 千港元	Loss allowance 虧損撥備 HK\$'000 千港元
Current	即期	—*	126,821	—
0-30 days	0-30天	—*	22,291	—
31-60 days	31-60天	—*	1,599	—
61-90 days	61-90天	—*	780	—
91-120 days	91-120天	—*	3,599	—
Over 120 days	120天以上	63.7%	2,085	1,329
Total	總計		157,175	1,329

* The Group considers the expected credit loss is insignificant as these trade receivables have no recent history of default.

3 財務風險管理 (續)

3.1 財務風險因素 (續)

(b) 信貸風險 (續)

貿易應收款項的減值撥備政策 (續)

按該基準，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的貿易應收款項虧損撥備釐定如下：

* 由於該等貿易應收款項近期並無違約記錄，故本集團認為預期信貸虧損並不重大。

3 FINANCIAL RISK MANAGEMENT (Continued)**3.1 Financial risk factors (Continued)****(b) Credit risk (Continued)****Impairment allowance policies for trade receivables (Continued)**

The closing loss allowances for trade receivables as at 31 December 2020 reconcile to the opening loss allowances as follows:

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
As at 1 January	於一月一日	1,329	4,601
Exchange realignment	匯兌調整	(7)	-
Increase/(decrease) in loss allowance recognised in consolidated statement of comprehensive income during the year	年內於綜合全面收益表 確認之虧損撥備 增加/(減少)	514	(1,023)
Receivable written off during the year as uncollectible	年內因不可收回撤銷應收款項	-	(2,249)
As at 31 December	於十二月三十一日	1,836	1,329

Trade receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Group, and a failure to make contractual payments for a period greater than 90 days past due.

Impairment losses on trade receivables are presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

During the year, the provision for impairment loss on trade receivables was recognised in consolidated statement of comprehensive income in relation to impaired financial assets disclosed in note 7 to the consolidated financial statements.

3 財務風險管理 (續)**3.1 財務風險因素 (續)****(b) 信貸風險 (續)****貿易應收款項的減值撥備政策 (續)**

於二零二零年十二月三十一日的貿易應收款項的期末虧損撥備與期初虧損撥備的對賬如下：

	2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
As at 1 January	1,329	4,601
Exchange realignment	(7)	-
Increase/(decrease) in loss allowance recognised in consolidated statement of comprehensive income during the year	514	(1,023)
Receivable written off during the year as uncollectible	-	(2,249)
As at 31 December	1,836	1,329

貿易應收款項於無合理預期可收回時撤銷。並無合理預期可收回款項的跡象包括(其中包括)債務人未能與本集團訂立還款計劃,以及於逾期超過90天的期間內未能作出合約付款。

貿易應收款項的減值虧損列為經營溢利內的減值虧損淨額。其後收回先前撤銷的金額乃計入同一項目。

年內,已就綜合財務報表附註7所披露的已減值金融資產於綜合全面收益表確認貿易應收款項減值虧損撥備。

3 FINANCIAL RISK MANAGEMENT (Continued)**3.1 Financial risk factors (Continued)****(b) Credit risk (Continued)*****Impairment allowance policies for trade receivables (Continued)***

As at 31 December 2020, the customer bases are widely dispersed despite that 21.2% (2019: 21.4%) of the trade receivable were due from the Group's largest customer and 62.4% (2019: 64.8%) were due from the five largest customers determined on the same basis.

(c) Liquidity risk

Cash flow forecasting is performed in the operating entities of the Group. Such forecasting takes into consideration the Group's debt financing plans, covenant compliance and, if applicable external regulatory or legal requirements – for example, currency restrictions.

The Group maintains liquidity by a number of sources including orderly realisation of short-term financial assets and receivables; and long-term financing including long-term borrowings. The Group aims to maintain flexibility in funding by keeping sufficient bank balances, committed credit lines available and interest bearing borrowings which enable the Group to continue its business for the foreseeable future.

3 財務風險管理 (續)**3.1 財務風險因素 (續)****(b) 信貸風險 (續)*****貿易應收款項的減值撥備政策 (續)***

於二零二零年十二月三十一日，儘管客戶群較為分散，但貿易應收款項的21.2%（二零一九年：21.4%）乃應收自本集團的最大客戶，而按同一基準釐定則62.4%（二零一九年：64.8%）乃應收自五大客戶。

(c) 流動資金風險

現金流量預測乃於本集團的經營實體進行。該等預測乃經考慮本集團之債務融資計劃、契諾規定及外部監管或法律要求（如貨幣限制）（如適用）。

本集團透過一系列方式（包括有序變現短期金融資產及應收款項）及長期融資（包括長期借款）維持流動資金。本集團旨在透過保持充足銀行結餘、可供動用承諾信貸額度及計息借款，維持資金的靈活彈性，讓本集團於可見將來繼續經營其業務。

3 FINANCIAL RISK MANAGEMENT (Continued)**3.1 Financial risk factors (Continued)****(c) Liquidity risk (Continued)**

The table below analyses the Group's non-derivative and derivative financial liabilities into the applicable maturity groupings based on the remaining period at the end of reporting date to the contractual maturity date. The amounts disclosed are the contractual undiscounted cash flows.

		Carrying amount	Total contractual undiscounted cash flow	Within one year or on demand	Within two years to five years
		賬面值 HK\$'000 千港元	合約未貼現 現金流量總額 HK\$'000 千港元	一年內 或按要求 HK\$'000 千港元	兩年內 五年內 HK\$'000 千港元
At 31 December 2020	於二零二零年十二月三十一日				
Trade and other payables (excluding sale deposits received)	貿易及其他應付款項 (已收銷售訂金除外)	118,074	118,074	118,074	-
Contract liabilities	合約負債	3,453	3,453	3,453	-
Borrowings	借款	8,750	9,053	9,053	-
Lease liabilities	租賃負債	25,312	26,313	9,764	16,549
		155,589	156,893	140,344	16,549
At 31 December 2019	於二零一九年十二月三十一日				
Trade and other payables (excluding sale deposits received)	貿易及其他應付款項 (已收銷售訂金除外)	109,043	109,043	109,043	-
Contract liabilities	合約負債	2,964	2,964	2,964	-
Borrowings	借款	11,852	12,994	12,994	-
Finance lease payables	融資租賃應付款項	43	43	43	-
Lease liabilities	租賃負債	23,089	24,368	7,177	17,191
		146,991	149,412	132,221	17,191

3 財務風險管理 (續)**3.1 財務風險因素 (續)****(c) 流動資金風險 (續)**

下表分析按報告期末至合約到期日餘下期間將本集團的非衍生及衍生金融負債劃分成適用到期日組別。所披露金額為合約未貼現現金流量。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

3 FINANCIAL RISK MANAGEMENT (Continued)

3.2 Capital management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amounts of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (include bank borrowings and finance lease payables) less cash and bank balances. Total capital is calculated as "equity" as shown in the consolidated statement of financial position, plus net debt, where applicable.

The Group's strategy was to maintain optimal capital structure to reduce the cost of capital. The gearing ratios as at 31 December 2020 and 2019 were as follows:

3 財務風險管理 (續)

3.2 資金管理

本集團管理資本的目標是保障本集團能持續經營，以為股東帶來回報及為其他利益相關者帶來利益，並維持最理想的資本架構以降低資本成本。

為維持或調整資本架構，本集團可能調整支付予股東的股息金額、向股東發回資本、發行新股或出售資產以減少債務。

本集團以槓桿比率為基準監察資本與其他同業一致。槓桿比率按淨債務除以總資本計算。淨債務按總借款（包括銀行借款及融資租賃應付款項）減現金及銀行結餘計算。總資本按綜合財務狀況表所示「權益」加淨債務（如適用）計算。

本集團的策略為維持最理想的資本架構以降低資本成本。於二零二零年及二零一九年十二月三十一日的槓桿比率如下：

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Borrowings (note 22)	借款 (附註22)	8,750	11,852
Finance lease payables (note 23)	融資租賃應付款項 (附註23)	—	43
Less: Bank and cash balances (note 20)	減：銀行及現金結餘 (附註20)	(99,216)	(97,679)
Net cash	淨現金	(90,466)	(85,784)
Total equity	總權益	(364,805)	(352,491)
Total capital	總資本	(455,271)	(438,275)
Gearing ratio	槓桿比率	N/A 不適用	N/A 不適用

3 FINANCIAL RISK MANAGEMENT (Continued)**3.3 Fair value estimation**

The table below analyses the Group's assets and liabilities carried at fair value as at 31 December 2020 and 2019 by level of the inputs to valuation techniques used to measure fair value. Such inputs are categorised into three levels within a fair value hierarchy as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either (that is, as prices) or indirectly (that is, derived from prices) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

As at 31 December 2020 and 2019, all the Group's assets and liabilities carried at fair value are categorised into level 2.

There were no transfers between levels 1, 2 and 3 during the years ended 31 December 2020 and 2019.

The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

The following table presents the changes in the Group's assets and liabilities carried at fair value for the year ended 31 December 2020 and 2019.

3 財務風險管理 (續)**3.3 公平值估計**

下表按計量公平值之估值技術所用輸入數據的層級，分析本集團於二零二零年及二零一九年十二月三十一日按公平值列賬的資產及負債。有關輸入數據乃按下文所述而分類歸入公平值架構內的三個層級：

- 相同資產或負債在交投活躍市場的報價（未經調整）（第1層）。
- 除了第1層所包括的報價外，該資產或負債的可觀察的其他輸入，可為直接（即例如價格）或間接（即源自價格）（第2層）。
- 資產或負債並非依據可觀察市場數據的輸入（即非可觀察輸入）（第3層）。

於二零二零年及二零一九年十二月三十一日，本集團所有按公平值列賬的資產及負債均歸入第2層。

截至二零二零年及二零一九年十二月三十一日止年度概無第1、2及3層之間的轉換。

並非於活躍市場上交易的金融工具（如場外衍生工具）的公平值乃使用估值方法釐定。該等估值方法盡量使用可供使用之可觀察市場數據，並盡量減少倚賴實體特定估算。倘計算某工具的公平值所需之重要輸入數據全部均可觀察，則有關工具會被列入第2層。

倘若一項或以上之重要輸入數據並非根據可觀察市場數據計算，該工具將被列入第3層。

下表載列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按公平值列賬的資產及負債的變動。

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綜合財務報表附註

3 FINANCIAL RISK MANAGEMENT (Continued)

3.3 Fair value estimation (Continued)

3 財務風險管理 (續)

3.3 公平值估計 (續)

		Land and building at fair value 按公平值 計量的 土地及樓宇 HK\$'000 千港元	Derivative financial instruments 衍生 金融工具 HK\$'000 千港元	Financial assets at fair value through profit or loss 按公平值 計入損益賬 的金融資產 HK\$'000 千港元	Total 總計 HK\$'000 千港元
For the year ended	截至二零二零年				
31 December 2020	十二月三十一日止年度				
Opening balance	期初結餘	24,600	-	8,621	33,221
Gain recognised in consolidated statement of comprehensive income	於綜合全面收益表 確認的收益	-	-	356	356
Loss recognised in other comprehensive income	於其他全面收益 確認的虧損	(1,831)	-	-	(1,831)
Addition	添置	-	-	9,312	9,312
Disposal	出售	-	-	(4,435)	(4,435)
Depreciation	折舊	(1,069)	-	-	(1,069)
Closing balance	期末結餘	21,700	-	13,854	35,554
For the year ended	截至二零一九年				
31 December 2019	十二月三十一日止年度				
Opening balance	期初結餘	24,850	-	6,765	31,615
(Loss)/gain recognised in consolidated statement of comprehensive income	於綜合全面收益表 確認的(虧損)/收益	-	(2,245)	177	(2,068)
Gains recognised in other comprehensive income	於其他全面收益 確認的收益	699	-	-	699
Addition	添置	-	-	1,679	1,679
Depreciation	折舊	(949)	-	-	(949)
Settlement	結算	-	2,245	-	2,245
Closing balance	期末結餘	24,600	-	8,621	33,221

3.4 Offsetting financial assets and financial liabilities

As at 31 December 2020, there were no financial assets or financial liabilities which were subject to offsetting, enforceable master netting or similar agreements (2019: nil).

3.4 金融資產及金融負債之抵銷

於二零二零年十二月三十一日，概無金融資產或金融負債受抵銷、具有可強制性執行的統一淨額結算或類似安排所規限（二零一九年：無）。

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS IN APPLYING THE GROUP'S ACCOUNTING POLICIES

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Critical accounting estimates and assumptions

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

(a) Impairment assessment of property, plant and equipment

The Group has substantial investments in property, plant and equipment. Judgement is required in the area of asset impairment, particularly in assessing: (1) whether an event has incurred that may indicate that the related asset values may not be recoverable; (2) whether the carrying value of an asset can be supported by the recoverable amount, being the higher of fair value less costs of disposal or value-in-use, which is the net present value of future cash flows which are estimated based upon the continued use of the asset in the business; and (3) the appropriate key assumptions to be applied in preparing cash flow projections including whether these cash flow projections are discounted using an appropriate rate. Changing the assumptions used to determine the level, if any, of impairment, including the discount rates or the growth rate assumptions in the cash flow projections, could materially affect the net present value used in the impairment test and as a result affect the Group's financial condition and results of operations. If there is a significant adverse change in the projected performance and resulting future cash flow projections, it may be necessary to take an impairment charge to the consolidated statement of comprehensive income.

4 應用本集團會計政策的主要會計估計及判斷

估計及判斷須持續進行評估，並以過往經驗及其他因素（包括對因應情況相信為合理的未來事件的預期）為基準。

主要會計估計及假設

本集團對未來作出估計及假設。所得的會計估計如其定義，很少會與其實際結果相同。存在重大風險導致下個財政年度之資產和負債之賬面值作出重大調整之估計和假設討論如下。

(a) 物業、廠房及設備減值評估

本集團大量投資於物業、廠房及設備。在資產減值領域，要求作出判斷，尤其是評估：(1)有否出現可能顯示有關資產值可能無法回收的事件；(2)資產賬面值是否獲得可收回款項（即公平值減出售成本或使用價值（即以業務持續使用資產為基礎估計的有關日後現金流量的現值淨額）兩者中的較高者）的支持；及(3)編製現金流量預測時使用的適當主要假設，包括有關現金流量預測是否以適用比率折現。倘用於釐定減值層級的假設（包括現金流量預測所用貼現率或增長率假設）有所變更，可能對減值測試所用現值淨額產生重大影響，從而或影響本集團的財務狀況及經營業績。倘預測表現及因而達致的未來現金流量預測有重大不利變動，則可能須於綜合全面收益表內扣除減值費用。

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS IN APPLYING THE GROUP'S ACCOUNTING POLICIES (Continued)

Critical accounting estimates and assumptions (Continued)

(b) Net realisable value of inventories

Net realisable value of inventories is estimated selling price in the ordinary course of business, less estimated selling expenses. These estimates are based on the current market condition and the historical experience of selling products of similar nature. It could change significantly as a result of changes in customer taste and competitor actions in response to severe industry cycle. Management reassesses these estimates at the end of each statement of financial position date.

(c) Impairment of trade receivables

The Group's management estimates the provision of impairment of trade receivables by assessing their recoverability. Provisions are applied to trade receivables where events or changes in circumstances indicate that the balances may not be collectible and require the use of estimates. Where the expectation is different from the original estimate, such difference will impact carrying value of trade receivables and impairment charge in the period in which such estimate has been changed.

(d) Income taxes

The Group is subject to income taxes in Hong Kong and the PRC. Significant judgement is required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax assets and liabilities in the period in which such determination is made.

4 應用本集團會計政策的主要會計估計及判斷 (續)

主要會計估計及假設 (續)

(b) 存貨的可變現淨值

存貨的可變現淨值指日常業務過程中的估計售價減估計銷售成本。該等估計乃基於現時市況及銷售類似性質產品的過往經驗而作出。客戶喜好及競爭對手因應不利行業週期而採取的行動可能使該等估計有重大改變。管理層於各財務狀況表日期重新評估該等估計。

(c) 貿易應收款項減值

本集團管理層通過評估貿易應收款項的可收回性來估計其減值撥備。當出現事件或環境變化預示結餘可能無法收回並需要使用估計時，則會就貿易應收款項計提撥備。倘預期金額與原先估計的金額不同，有關差額將影響貿易應收款項的賬面值以及有關估計出現變動期間內的減值開支。

(d) 所得稅

本集團須繳納香港及中國的所得稅。釐定所得稅撥備時須作出重大判斷。交易項目眾多，而釐定該等最終稅項的計算方法並不確定。倘該等事宜的最終稅項結果與初始記錄的金額有所不同，該等差額將影響於釐定期內的即期及遞延所得稅資產及負債。

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS IN APPLYING THE GROUP'S ACCOUNTING POLICIES (Continued)

Critical accounting estimates and assumptions (Continued)

(d) Income taxes (Continued)

Deferred income tax assets relating to certain temporary differences and tax losses are recognised when management considers it is probable that future taxable profits will be available against which the temporary differences or tax losses can be utilised. When the expectation is different from the original estimate, such differences will impact the recognition of deferred income tax assets and taxation charges in the period in which such estimate is changed.

(e) Valuation of equity-settled share-based payment transactions

The fair value of share options has been calculated using the Binomial Option Pricing Model which requires the input of highly subjective assumptions, including the expected volatility of the share price. Because changes in subjective assumptions can materially affect the fair value estimate, in the opinion of the Directors, the existing model may not always necessarily produce a reliable single measure of the fair value of the share options. Details of the assumptions used are set out in note 25 to the consolidated financial statements.

4 應用本集團會計政策的主要會計估計及判斷 (續)

主要會計估計及假設 (續)

(d) 所得稅 (續)

當管理層認為未來應課稅溢利將可以抵銷臨時差額或稅項虧損時，遞延所得稅資產就與已確認的若干臨時差額及稅項虧損有關。當預期情況有別於原本估計時，該等差額將影響遞延所得稅資產的確認以及該等估計更改時的期內稅務變動。

(e) 以權益結算及股份為基礎付款的交易估值

購股權公平值已按二項式購股權定價模式計算，該模式需要採用非常主觀假設的輸入值（包括股份價格的預計波幅）。由於主觀假設的變更可對公平值估計造成重大影響，董事認為，現有模式未必是購股權公平值唯一可靠的計量方式。有關所採用假設的詳情載於綜合財務報表附註25。

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS IN APPLYING THE GROUP'S ACCOUNTING POLICIES (Continued)

Critical accounting estimates and assumptions (Continued)

(f) Determination of the lease term

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if lease is reasonably certain to be extended (or not terminated).

For lease of plants, office and warehouse, the following factors are normally the most relevant:

- if there are significant penalties to terminate (or not extend), the Group is typically reasonably certain to extend (or not terminate).
- otherwise, the Group considers other factors including historical lease durations and costs and business disruption required to replace the leased asset.

Most extension option in plants, office and warehouse have been included in the lease liability because majority of them are profitable and replacing in other locations will cause business disruption.

As at 31 December 2020, no potential future cash outflows have been included in the lease liability because it is not reasonably certain that the lease will be extended (or not terminated).

4 應用本集團會計政策的主要會計估計及判斷 (續)

主要會計估計及假設 (續)

(f) 釐定租期

在確定租期時，管理層應考慮產生承租人行使續租選擇權（或者不行使終止選擇權）的經濟獎勵的所有事實和情況。僅當承租人合理確定將續租（或不會終止租賃）時，續租選擇權（或終止選擇權之後的期間）方可計入租賃期。

至於廠房、辦公室及倉庫租賃，下列因素通常最相關：

- 終止（或未延長）面臨重大罰款，本集團一般合理確認延長（或不終止）。
- 否則，本集團考慮其他因素，包括過往租賃租期及替換租賃資產所需成本及業務中斷。

廠房、辦公室及倉庫大多數延期選擇權已計入租賃負債，因其大部分盈利且替換其他地點將造成業務中斷。

於二零二零年十二月三十一日，租賃負債並無計入潛在未來現金流出，因其不能合理確定租賃將延期（或不終止）。

5 SEGMENT INFORMATION

Management has determined the operating segments based on the information reviewed by the CODM. The CODM, who is responsible for allocating resources and assessing performance of the operating segment, has been identified as the Board of Directors of the Company.

Operating segments are reported in the manner consistent with the internal reporting provided to the CODM. The Group is subject to similar business risk, and resources are allocated based on what is beneficial to the Group in enhancing the value as a whole. The Board of Directors considers the performance assessment of the Group should be based on the profit before income tax of the Group as a whole and regards the Group as a single operating segment and reviews internal reporting accordingly. Therefore, the Board of Directors considers there to be only one operating segment under the requirements of HKFRS 8 "Operating Segments".

The Group provides manufacturing and sales of electronic products, which are carried out internationally, through the production complexes located in the PRC, Ireland, and Thailand, during the year ended 31 December 2020 and 2019.

Segment assets and liabilities

No assets and liabilities are included in the Group's segment reporting that are submitted to and reviewed by the CODM internally. Accordingly, no segment assets and liabilities are presented.

Information about major customers

External customers who contribute over 10% of total revenue of the Group for the year ended 31 December 2020 are as follows:

Customer A	客戶A
Customer B	客戶B

5 分部資料

管理層已根據主要營運決策人審閱的資料釐定經營分部。主要營運決策人被視為本公司董事會，負責分配經營分部的資源及評估其表現。

經營分部的呈報方式與提供予主要營運決策人的內部呈報一致。本集團面臨類似業務風險，且資源基於對提升本集團整體價值有利的原則分配。董事會認為本集團的表現評估應基於本集團整體除所得稅前溢利作出，視本集團為單一經營分部並相應審閱內部報告。因此，董事會認為，根據香港財務報告準則第8號「運營分部」的規定，應僅存在一個運營分部。

於截至二零二零年及二零一九年十二月三十一日止年度，本集團透過位於中國、愛爾蘭及泰國的生產綜合體提供電子產品製造及銷售（屬國際業務）。

分部資產及負債

內部遞交予主要營運決策人及由其作審閱的本集團分部報告並無包括任何資產及負債。因此，概無呈列分部資產及負債。

主要客戶的資料

截至二零二零年十二月三十一日止年度，為本集團總收益貢獻超過10%的外部客戶如下：

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Customer A	客戶A	149,376	259,562
Customer B	客戶B	124,213	145,671

5 SEGMENT INFORMATION (Continued)

Geographical information

During the year ended 31 December 2020, the majority of revenue were sold to customers in Europe (mainly the United Kingdom (the “UK”), Switzerland, Ireland, Denmark and Sweden), while the remaining revenue were sold to customers in the United States of America (the “US”), the PRC, Malaysia, and Australia.

Revenue from the sale of goods is recognised at point in time method.

In relation to non-current assets held by the Group (primarily represented by property, plant and equipment as detailed in note 14 to the consolidated financial statements), land and buildings with carrying values as at 31 December 2020 of HK\$21,700,000 (2019: HK\$24,600,000), are located in Hong Kong. Other property, plant and equipment are primarily located in the PRC.

Revenue recognised in relation to contract liabilities

The Group has recognised the following liabilities related to contracts with customers:

		As at 31 December 2020 於 二零二零年 十二月三十一日 HK\$'000 千港元	31 December 2019 於 二零一九年 十二月三十一日 HK\$'000 千港元
Contract liabilities	合約負債	3,453	2,964

(i) Significant change in contract liabilities

The Group receives payments from customers based on billing schedule as established in contracts. Payments are usually received in advance under the contracts which are mainly from sales of goods.

5 分部資料 (續)

地理區域資料

於截至二零二零年十二月三十一日止年度，大部分收益來自歐洲客戶（主要為英國（「英國」）、瑞士、愛爾蘭、丹麥及瑞典），其餘收益來自美利堅合眾國（「美國」）、中國、馬來西亞及澳洲的客戶。

銷售貨品的收益按時間點法確認。

就本集團所持有的非流動資產（主要為物業、廠房及設備，詳情載於綜合財務報表附註14）而言，於二零二零年十二月三十一日，賬面值為21,700,000港元（二零一九年：24,600,000港元）的土地及樓宇均位於香港。其他物業、廠房及設備主要位於中國。

合約負債確認的收益

本集團已確認以下與客戶合約有關的負債：

(i) 合約負債的重大變動

本集團根據合約規定的出票安排向客戶收取付款。通常根據合約提前收取付款者，主要來自銷售貨品。

5 SEGMENT INFORMATION (Continued)**Revenue recognised in relation to contract liabilities**
(Continued)**(ii) Revenue recognised in relation to contract liabilities**

The following table shows the amounts of the revenue recognised for the year ended 31 December 2020 relates to carried-forward contract liabilities.

		Year ended	
		31 December	31 December
		2020	2019
		截至	截至
		二零二零年	二零一九年
		十二月三十一日	十二月三十一日
		止年度	止年度
		HK\$'000	HK\$'000
		千港元	千港元
Revenue recognised that was included	計入二零二零年一月一日		
in the contract liabilities balance at	合約負債結餘的		
1 January 2020	已確認收益		
Sales of goods	銷售貨品	1,091	1,379

(iii) Unsatisfied contracts related to sales of goods

The Group select to choose a practical expedient and omit disclosure of remaining performance obligations as all related contracts have a duration of one year or less.

5 分部資料 (續)**合約負債確認的收益 (續)****(ii) 就合約負債確認的收益**

下表載述截至二零二零年十二月三十一日止年度已確認與結轉合約負債有關的收益金額。

		Year ended	
		31 December	31 December
		2020	2019
		截至	截至
		二零二零年	二零一九年
		十二月三十一日	十二月三十一日
		止年度	止年度
		HK\$'000	HK\$'000
		千港元	千港元

(iii) 與銷售貨品有關的未履行合約

由於所有相關合約的期限為一年或一年以下，本集團選擇簡易實務處理手法，並無披露剩餘履約義務。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

6 REVENUE AND OTHER INCOME, NET

6 收益及其他收入淨額

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Revenue	收益		
Sales of goods	貨品銷售	701,699	808,599
Other income, net	其他收入淨額		
Commission income	佣金收入	76	133
Investment income	投資收入	139	—
Fair value gain on financial assets at fair value through profit or loss	按公平值計入損益賬的金融資產公平值收益	356	177
Government grants (note)	政府補助(附註)	4,212	2,791
Loss on foreign exchange, net	外匯虧損淨額	(2,961)	(855)
Scrap material sales income	報廢物料銷售收入	539	2,014
COVID-19 related rent concessions	與COVID-19有關的租金寬減	573	—
Sundry income	雜項收入	493	1,140
		3,427	5,400

Note:

The government grants for the year ended 31 December 2019 mainly represented subsidies received from the Chinese Government in relation to the recognition of New and High Technology Enterprises ("NHTE") by the Company's wholly-owned subsidiary in the PRC.

The government grants for the year ended 31 December 2020 mainly represented the COVID-19 related subsidies received from the Chinese Government and the HKSAR Government. During the reporting period, the Group successfully applied for funding support from the Employment Support Scheme under the Anti-epidemic Fund, set up by the HKSAR Government. The purpose of the funding is to provide financial support to enterprises to retain their employees who would otherwise be made redundant. Under the terms of the grant, the Group is required not to make redundancies during the subsidy period and to spend all the funding on paying wages to the employees.

There are no unfulfilled conditions or other contingencies relating to these grants.

附註：

於截至二零一九年十二月三十一日止年度，政府補助主要指就本公司中國全資附屬公司獲認可為高新技術企業（「高新技術企業」）而從中國政府收取的補貼。

於截至二零二零年十二月三十一日止年度，政府補助主要指從中國政府及香港特區政府收取的COVID-19相關補貼。於報告期間，本集團成功申請由香港特區政府設立的「防疫抗疫基金」下保就業計劃下的資金支援，其支援資金目的為透過向企業提供財政支援，以保留其可能會被遣散的僱員。補助金條款要求本集團在接受補貼期間不會裁員，並把資金全數金額用於僱員工資。

有關補助概無未達成的條件或其他或然事項。

7 EXPENSES BY NATURE

Expenses included “cost of sales”, “selling and distribution expenses”, “administrative expenses”, and “other operating expenses, net” are analysed as follows:

7 按性質劃分的開支

開支包括「銷售成本」、「銷售及分銷費用」、「行政開支」及「其他經營開支淨額」，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
Employee benefit expenses (including directors' emoluments) (note 8)	僱員福利開支（包括董事酬金）（附註8）	161,538	182,672
Auditors' remuneration	核數師薪酬		
– Audit services	– 審計服務	1,886	1,783
– Non-audit services	– 非審計服務	367	407
Depreciation for property, plant and equipment (note 14)	物業、廠房及設備折舊（附註14）	11,487	11,175
Depreciation on right-of-use assets (note 35(ii))	使用權資產折舊（附註35(ii)）	8,602	6,784
Amortisation of insurance expense	保險開支攤銷	33	31
Loss on derivative financial instruments	衍生金融工具虧損	–	2,245
Obsolete inventories written off	陳舊存貨撇銷	1,997	1,325
Operating lease payments	經營租賃付款	170	476
Loss/(gain) on disposal of property, plant and equipment	出售物業、廠房及設備虧損／（收益）	282	(252)
Bad debt written off	壞賬撇銷	985	334
Provision for/(reversal of) impairment loss on trade receivables (note 18(b))	貿易應收款項減值虧損撥備／（撥回）（附註18(b)）	514	(1,023)
Provision for impairment loss on inventories (note 17)	存貨減值虧損撥備（附註17）	2,912	3,270

8 EMPLOYEE BENEFIT EXPENSES (INCLUDING DIRECTORS' EMOLUMENTS)

8 僱員福利開支（包括董事酬金）

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Wages, salaries and allowances	工資、薪金及津貼	140,937	154,846
Retirement benefit costs (note)	退休福利成本（附註）	20,403	24,293
Share-based payment (note 25)	以股份為基礎付款（附註25）	198	3,533
		161,538	182,672

Note:

No forfeited contribution under the MPF Scheme is available to reduce the contribution payable in future years.

附註：

無任何強積金計劃的沒收供款可用以減少未來年度應付的供款。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

9 BENEFITS AND INTERESTS OF DIRECTORS

Directors' remuneration disclosed pursuant to the section 383 of the Companies Ordinance is as follows:

9 董事的福利及權益

根據公司條例第383條披露的董事薪酬如下：

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Emoluments paid or receivable in respect of a person's services as a director, whether of the Company or its subsidiary undertaking:	就個人擔任董事（無論為本公司或其附屬公司業務）已付或應收之酬金：		
Fees	袍金	720	720
Basic salaries, allowances and benefits in kind	基本薪金、津貼及實物福利	13,269	15,320
Discretionary bonuses	酌情花紅	958	—
Termination benefits	離職福利	690	—
Employer's contribution to a retirement benefit scheme	退休福利計劃的僱主供款	1,209	1,116
Share-based payment	以股份為基礎付款	140	2,483
		16,986	19,639

(a) Directors' retirement benefits

No retirement benefits were paid to or receivable by any Directors in respect of their other services in connection with the management of the affairs of the Company or its subsidiary undertaking during the year ended 31 December 2020 (2019: nil).

(a) 董事之退休福利

於截至二零二零年十二月三十一日止年度，概無就任何董事有關管理本公司或其附屬公司事務的其他服務而支付或應收任何退休福利（二零一九年：無）。

(b) Directors' termination benefits

HK\$690,000 was paid to Mr. Georges René Gener, a former Director of the Company, as compensation for the early termination of his appointment during the year ended 31 December 2020 (2019: nil).

(b) 董事之離職福利

於截至二零二零年十二月三十一日止年度，已就提早終止委任而向本公司前任董事Georges René Gener先生支付690,000港元作為賠償（二零一九年：無）。

9 BENEFITS AND INTERESTS OF DIRECTORS (Continued)

(c) Consideration provided to third parties for making available directors' services

Save as disclosed above, no other payment was made to the former employer or Directors for making available the services of them as a Director of the Company during the year ended 31 December 2020 (2019: nil).

(d) Information about loans, quasi-loans and other dealings in favour of Directors, controlled bodies corporate by and connected entities with such Directors

There are no loans, quasi-loans and other dealings in favour of Directors, controlled bodies corporate by and connected entities with such Directors during the year ended 31 December 2020 (2019: none).

(e) Directors' material interests in transactions, arrangements or contracts

No significant transactions, arrangements and contracts in relation to the Company's business to which the Company was a party and in which a Director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year ended 31 December 2020 (2019: none).

9 董事的福利及權益 (續)

(c) 就獲提供董事服務而向第三方提供之代價

除上文披露者外，於截至二零二零年十二月三十一日止年度，概無就獲提供董事服務而就擔任本公司董事向先前僱主或董事支付其他款項（二零一九年：無）。

(d) 有關以董事、由有關董事控制的法團及與其有關連的實體為受益人之貸款、準貸款及其他交易之資料

於截至二零二零年十二月三十一日止年度，概無有關以董事、由有關董事控制的法團及與其有關連的實體為受益人之貸款、準貸款及其他交易（二零一九年：無）。

(e) 董事於交易、安排或合約中之重大權益

本公司概無訂立且本公司董事於當中直接或間接擁有重大權益而於年末或截至二零二零年十二月三十一日止年度任何時間仍然存續與本公司業務有關之重大交易、安排及合約（二零一九年：無）。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

9 BENEFITS AND INTERESTS OF DIRECTORS

(Continued)

(f) Directors' emolument

The remuneration of every director for the years ended 31 December 2020 and 2019 is set out below:

9 董事的福利及權益 (續)

(f) 董事酬金

截至二零二零年及二零一九年十二月三十一日止年度各董事薪酬如下：

		Basic salaries, allowances and benefits in kind 基本薪金、津貼及袍金 HK\$'000 千港元		Discretionary bonuses 酌情花紅 HK\$'000 千港元	Termination benefits 離職福利 HK\$'000 千港元	Employer's contribution to retirement benefit scheme 退休福利計劃的僱主供款 HK\$'000 千港元	Share-based payment 以股份為基礎的付款 HK\$'000 千港元	Total 總計 HK\$'000 千港元
2020	二零二零年							
Executive Directors	執行董事							
Mr. Lai Yiu Wah	黎耀華先生	–	4,560	310	–	558	49	5,477
Mr. Tai Leung Lam	戴良林先生	–	4,450	310	–	558	49	5,367
Mr. Joseph Mac Carthy	Joseph Mac Carthy先生	–	3,900	310	–	93	42	4,345
Mr. Georges René Gener (note i)	Georges René Gener先生 (附註i)	–	359	28	690	–	–	1,077
Independent Non-executive Directors	獨立非執行董事							
Mr. Fung Chun Chung	馮鎮中先生	240	–	–	–	–	–	240
Mr. Cheung Kin Wing	張建榮先生	240	–	–	–	–	–	240
Mr. Wong Raymond Fook Lam	黃福霖先生	240	–	–	–	–	–	240
		720	13,269	958	690	1,209	140	16,986
2019	二零一九年							
Executive Directors	執行董事							
Mr. Lai Yiu Wah	黎耀華先生	–	4,487	–	–	558	869	5,914
Mr. Tai Leung Lam	戴良林先生	–	4,434	–	–	558	869	5,861
Mr. Joseph Mac Carthy	Joseph Mac Carthy先生	–	2,640	–	–	–	745	3,385
Mr. Georges René Gener (note i)	Georges René Gener先生 (附註i)	–	3,759	–	–	–	–	3,759
Independent Non-executive Directors	獨立非執行董事							
Mr. Fung Chun Chung	馮鎮中先生	240	–	–	–	–	–	240
Mr. Cheung Kin Wing	張建榮先生	240	–	–	–	–	–	240
Mr. Wong Raymond Fook Lam	黃福霖先生	240	–	–	–	–	–	240
		720	15,320	–	–	1,116	2,483	19,639

9 BENEFITS AND INTERESTS OF DIRECTORS (Continued)

(f) Directors' emolument (Continued)

Note:

- (i) Mr Georges René Gener resigned with effect from 15 February 2020.

There was no arrangement under which a Director or the chief executive officer waived or agreed to waive any remuneration during the year ended 31 December 2020 (2019: nil).

(g) Five highest paid individuals

The five individuals whose emoluments were the highest in the Group for the year ended 31 December 2020 included 3 Directors (2019: 4 Directors) whose emoluments are reflected in the analysis presented above. The emoluments payable to the remaining 2 individuals during the year ended 31 December 2020 (2019: 1 individual) are as follows:

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Basic salaries, allowances and benefits in kind	基本薪金、津貼及實物福利	6,336	4,451
Discretionary bonuses	酌情花紅	430	346
Employer's contribution to retirement benefit scheme	退休福利計劃的僱主供款	162	—
Share-based payment	以股份為基礎付款	4	—
		6,932	4,797

9 董事的福利及權益 (續)

(f) 董事酬金 (續)

附註：

- (i) Georges René Gener先生於二零二零年二月十五日辭任。

於截至二零二零年十二月三十一日止年度，董事或主要行政人員並無安排放棄或同意放棄任何薪酬（二零一九年：無）。

(g) 五名最高薪酬人士

截至二零二零年十二月三十一日止年度，本集團五名最高薪酬人士包括上述分析反映其酬金的3名董事（二零一九年：4名董事）。截至二零二零年十二月三十一日止年度，應付餘下2名個別人士（二零一九年：1名個別人士）的酬金如下：

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

9 BENEFITS AND INTERESTS OF DIRECTORS

(Continued)

(g) Five highest paid individuals (Continued)

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

9 董事的福利及權益 (續)

(g) 五名最高薪酬人士 (續)

薪酬介乎以下範圍的非董事及非行政總裁最高薪僱員人數如下：

		2020 二零二零年	2019 二零一九年
Nil – HK\$1,000,000	零至1,000,000港元	–	–
HK\$1,000,001 – HK\$1,500,000	1,000,001港元至1,500,000港元	1	–
HK\$1,500,001 – HK\$2,000,000	1,500,001港元至2,000,000港元	–	–
HK\$2,000,001 – HK\$2,500,000	2,000,001港元至2,500,000港元	–	–
HK\$2,500,001 – HK\$3,000,000	2,500,001港元至3,000,000港元	–	–
HK\$3,000,001 – HK\$3,500,000	3,000,001港元至3,500,000港元	–	–
HK\$3,500,001 – HK\$4,000,000	3,500,001港元至4,000,000港元	–	–
HK\$4,000,001 – HK\$4,500,000	4,000,001港元至4,500,000港元	–	–
HK\$4,500,001 – HK\$5,000,000	4,500,001港元至5,000,000港元	–	1
HK\$5,000,001 – HK\$5,500,000	5,000,001港元至5,500,000港元	1	–

10 FINANCE EXPENSES, NET

10 財務開支淨額

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Finance income	財務收入		
Bank interest income	銀行利息收入	874	1,245
Other interest income	其他利息收入	–	43
Finance income	財務收入	874	1,288
Finance expenses	財務開支		
Interest on bank borrowings	銀行借款利息		
– Wholly repayable within five years	– 須於五年內全數償還	(1,567)	(5,584)
Interest on lease liabilities (note 35)	租賃負債利息(附註35)	(1,027)	(1,839)
Other finance expenses	其他財務開支		
Bank charges	銀行收費	(4,730)	(5,617)
Finance expenses	財務開支	(7,324)	(13,040)
Finance expenses, net	財務開支淨額	(6,450)	(11,752)

11 INCOME TAX EXPENSE

(a) The amount of taxation in the consolidated statement of comprehensive income represents:

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Current income tax:	即期所得稅：		
– Hong Kong	– 香港	3,565	1,527
– The PRC	– 中國	4,937	488
		8,502	2,015
Overprovision in prior years	過往年度超額撥備	(45)	(254)
Deferred income tax (note 26(c))	遞延所得稅 (附註26(c))	357	193
Income tax expense	所得稅開支	8,814	1,954

Notes:

- (a) Under the Inland Revenue (Amendment) (No. 7) Bill 2017 two-tiered profit tax rates regime, the first HK\$2 million of profits of qualifying corporation will be taxed at 8.25%, and profits above HK\$2 million will be taxed at 16.5%. Hong Kong profits tax of the qualified entity is calculated in accordance with the two-tiered profits tax rates regime. The profits of other group entities in Hong Kong not qualifying for the two-tiered profits tax rates regime will continue to be taxed at the flat rate of 16.5%.

11 所得稅開支

(a) 綜合全面收益表內稅項金額如下：

附註：

- (a) 根據二零一七年稅務(修訂)(第7號)條例草案的利得稅兩級制，合資格法團首2,000,000港元溢利的稅率將為8.25%，而超過2,000,000港元的溢利之稅率為16.5%。合資格實體的香港利得稅乃根據利得稅兩級制計算。不符合利得稅兩級制的香港其他集團實體的溢利將持續按16.5%的統一稅率繳納稅項。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

11 INCOME TAX EXPENSE (Continued)

(a) The amount of taxation in the consolidated statement of comprehensive income represents: (Continued)

- (b) PRC corporate income tax ("CIT") is provided on the assessable income of entities within the Group incorporated in the PRC, calculated in accordance with the relevant regulations of the PRC after considering the available tax benefits.

CIT of the Group's subsidiaries in the PRC is calculated at 25% based on the assessable profits for the year ended 31 December 2020. One of the Group's subsidiaries in the PRC was recognised as "New and High Technology Enterprise" and enjoyed a preferential CIT rate of 15% from three financial years from 2017 to 2019. Its CIT rate for the year ended 31 December 2019 was 15%. Other than the above, the CIT of the Group's subsidiaries in the PRC for the year ended 31 December 2019 was calculated at the rate of 25%.

- (c) No provision for CIT in other jurisdictions has been made as the Group has no assessable incomes in the relevant jurisdictions during the year ended 31 December 2020 (2019: nil).

11 所得稅開支 (續)

(a) 綜合全面收益表內稅項金額如下：(續)

- (b) 中國企業所得稅(「企業所得稅」)乃經考慮可獲提供的稅務優惠後，根據中國相關規定按在中國國內註冊成立的本集團內實體之應課稅收入計提撥備。

本集團中國附屬公司的企業所得稅乃按截至二零二零年十二月三十一日止年度的應課稅溢利的25%計算。本集團其中一家中國附屬公司獲認為「高新技術企業」並於二零一七年至二零一九年的三個財政年度享有15%的優惠企業所得稅率。其截至二零一九年十二月三十一日止年度的企業所得稅率為15%。除上述者外，本集團中國附屬公司於截至二零一九年十二月三十一日止年度的企業所得稅乃按25%的稅率計算。

- (c) 由於本集團於截至二零二零年十二月三十一日止年度於其他司法管轄區並無應課稅收入，故並無於相關司法管轄區作出企業所得稅撥備(二零一九年：無)。

11 INCOME TAX EXPENSE (Continued)**(a) The amount of taxation in the consolidated statement of comprehensive income represents:**
(Continued)

The tax on the Group's profit before income tax differs from the theoretical amount that would arise using the tax rate applicable to profits as follows:

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Profit before income tax	除所得稅前溢利	37,695	24,311
Calculated at a tax rate of 16.5% (2019: 16.5%)	按稅率16.5% (二零一九年： 16.5%) 計算之稅項	6,219	4,011
Effect of different tax rates in other countries	其他國家不同稅率的影響	1,618	(291)
Income not subject to tax	毋須課稅收入	(1,929)	(4,589)
Tax losses for which no deferred tax asset was recognised	並無確認遞延所得稅資產 之稅項虧損	167	151
Expenses not deductible for tax purposes	不可扣稅開支	2,949	3,139
Utilisation of previously unrecognised tax loss	動用過往未予確認之稅項虧損	-	(48)
Overprovision in prior years	過往年度超額撥備	(45)	(254)
Concession tax rate	減免稅率	(165)	(165)
Income tax expense	所得稅開支	8,814	1,954

12 EARNINGS PER SHARE**(a) Basic earnings per share**

The basic earnings per share is calculated on the profit attributable to owners of the Company divided by the weighted average number of ordinary shares in issue during the years ended 31 December 2020 and 2019.

11 所得稅開支 (續)**(a) 綜合全面收益表內稅項金額如下：**
(續)

本集團除所得稅前溢利稅項與按應用於溢利的稅率計算之理論數額差別如下：

12 每股盈利**(a) 每股基本盈利**

每股基本盈利乃按本公司擁有人應佔溢利除以截至二零二零年及二零一九年十二月三十一日止年度已發行普通股加權平均股數計算。

		2020 二零二零年	2019 二零一九年
Profit attributable to owners of the Company (HK\$'000)	本公司擁有人應佔溢利 (千港元)	28,881	22,357
Weighted average number of ordinary shares in issue (thousand shares)	已發行普通股加權平均股數 (千股)	1,000,000	1,000,000
Basic earnings per share (HK cents)	每股基本盈利 (港仙)	2.89	2.24

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

12 EARNINGS PER SHARE (Continued)

(b) Diluted earnings per share

The diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares.

Diluted earnings per share was the same as basic earnings per share due to the absence of dilutive potential ordinary shares for the year ended 31 December 2020.

For the year ended 31 December 2019, the diluted earnings per share presented was same as the basic earnings per share as the share options of the Company have an anti-dilutive effect.

12 每股盈利 (續)

(b) 每股攤薄盈利

每股攤薄盈利乃透過調整發行在外加權平均普通股股數以假設轉換全部潛在攤薄普通股計算。

由於截至二零二零年十二月三十一日止年度並無潛在攤薄普通股，因此每股攤薄盈利與每股基本盈利相同。

截至二零一九年十二月三十一日止年度，所呈列每股攤薄盈利與每股基本盈利相同，乃因本公司的購股權有反攤薄效應。

13 DIVIDENDS

13 股息

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Interim dividend paid of HK0.8 cent (2019: HK0.8 cent) per ordinary share	已付中期股息每股普通股0.8港仙 (二零一九年：0.8港仙)	8,000	8,000
Proposed final dividend of HK1.2 cents (2019: HK0.8 cent) per ordinary share (note)	建議末期股息每股普通股1.2港仙 (二零一九年：0.8港仙) (附註)	12,000	8,000
		20,000	16,000

Note:

A final dividend in respect of the year ended 31 December 2020 of 1.2 cents per ordinary share, amounting to a total dividend of HK\$12,000,000, is to be proposed at the forthcoming annual general meeting of the Company to be held on 24 May 2021.

附註：

就截至二零二零年十二月三十一日止年度的末期股息每股普通股1.2港仙（股息總金額為12,000,000港元），將於二零二一年五月二十四日在擬舉行之本公司應屆股東週年大會上提呈。

14 PROPERTY, PLANT AND EQUIPMENT

14 物業、廠房及設備

		Land & buildings 土地 及樓宇 HK\$'000 千港元	Plant & machinery 廠房 及機械 HK\$'000 千港元	Furniture & fixtures 傢俱 及裝置 HK\$'000 千港元	Office equipment 辦公室 設備 HK\$'000 千港元	Motor vehicles 汽車 HK\$'000 千港元	Leasehold improvements 租賃物業 裝修 HK\$'000 千港元	Construction in progress 在建工程 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Year ended	截至二零二零年								
31 December 2020	十二月三十一日止年度								
Net book value at	於二零二零年一月一日								
1 January 2020	的賬面淨值	24,600	19,436	7,587	437	1,611	4,444	260	58,375
Exchange realignment	匯兌調整	-	(3)	18	-	-	78	13	106
Additions	添置	-	5,208	1,548	138	328	1,575	-	8,797
Transfer	轉讓	-	273	-	-	-	-	(273)	-
Deficit on revaluation	重估虧絀	(1,831)	-	-	-	-	-	-	(1,831)
Disposals	出售	-	-	(21)	(7)	-	(254)	-	(282)
Depreciation	折舊	(1,069)	(5,381)	(2,789)	(121)	(472)	(1,655)	-	(11,487)
Balance at	於二零二零年								
31 December 2020	十二月三十一日的結餘	21,700	19,533	6,343	447	1,467	4,188	-	53,678
At 31 December 2020	於二零二零年								
	十二月三十一日								
Cost or valuation	成本或估值	21,700	53,310	22,292	3,963	4,169	28,801	-	134,235
Accumulated depreciation	累計折舊	-	(33,777)	(15,949)	(3,516)	(2,702)	(24,613)	-	(80,557)
Net book value at	於二零二零年								
31 December 2020	十二月三十一日								
	的賬面淨值	21,700	19,533	6,343	447	1,467	4,188	-	53,678

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

14 PROPERTY, PLANT AND EQUIPMENT (Continued) 14 物業、廠房及設備 (續)

		Land & buildings 土地及樓宇 HK\$'000 千港元	Plant & machinery 廠房及機械 HK\$'000 千港元	Furniture & fixtures 傢俱及裝置 HK\$'000 千港元	Office equipment 辦公室設備 HK\$'000 千港元	Motor vehicles 汽車 HK\$'000 千港元	Leasehold improvements 租賃物業裝修 HK\$'000 千港元	Construction in progress 在建工程 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Year ended	截至二零一九年								
31 December 2019	十二月三十一日止年度								
Net book value at	於二零一九年一月一日								
1 January 2019	的賬面淨值	24,850	6,805	9,209	286	634	7,563	267	49,614
Exchange realignment	匯兌調整	-	-	(3)	(1)	-	(9)	-	(13)
Additions	添置	-	16,135	1,570	268	1,319	10	-	19,302
Surplus on revaluation	重估盈餘	699	-	-	-	-	-	-	699
Disposals	出售	-	(9)	(20)	(16)	-	-	(7)	(52)
Depreciation	折舊	(949)	(3,495)	(3,169)	(100)	(342)	(3,120)	-	(11,175)
Balance as at	於二零一九年								
31 December 2019	十二月三十一日的結餘	24,600	19,436	7,587	437	1,611	4,444	260	58,375
At 31 December 2019	於二零一九年								
	十二月三十一日								
Cost or valuation	成本或估值	24,600	48,190	21,028	3,850	3,841	27,534	260	129,303
Accumulated depreciation	累計折舊	-	(28,754)	(13,441)	(3,413)	(2,230)	(23,090)	-	(70,928)
Net book value at	於二零一九年								
31 December 2019	十二月三十一日								
	的賬面淨值	24,600	19,436	7,587	437	1,611	4,444	260	58,375

The analysis of the cost or valuation at 31 December 2020 of the above assets is as follows:

上述資產於二零二零年十二月三十一日的成本或估值分析如下：

		Land & buildings 土地及樓宇 HK\$'000 千港元	Plant & machinery 廠房及機械 HK\$'000 千港元	Furniture & fixtures 傢俱及裝置 HK\$'000 千港元	Office equipment 辦公室設備 HK\$'000 千港元	Motor vehicles 汽車 HK\$'000 千港元	Leasehold improvements 租賃物業裝修 HK\$'000 千港元	Construction in progress 在建工程 HK\$'000 千港元	Total 總計 HK\$'000 千港元
At cost	按成本	-	19,533	6,343	447	1,467	4,188	-	31,978
At valuation	按估值	21,700	-	-	-	-	-	-	21,700
		21,700	19,533	6,343	447	1,467	4,188	-	53,678

14 PROPERTY, PLANT AND EQUIPMENT (Continued)

For the year ended 31 December 2020, depreciation expense of HK\$5,381,000 and HK\$6,106,000 (2019: 3,495,000 and HK\$7,680,000) was charged to “cost of sales” and “administrative expenses” respectively.

As at 31 December 2020, the Group's land and buildings are held under medium term leases (unexpired period between 20 years to 50 years) and the carrying amounts of land and buildings pledged as part of the securities for banking facilities from a bank amounted to HK\$21,700,000 (2019: HK\$24,600,000).

As at 31 December 2020, the Group did not have any fixed assets held under finance leases (2019: HK\$208,000).

Valuation processes of the Group

The Group's land and building was valued at 31 December 2020 and 2019 by independent professionally qualified valuers who hold a recognised relevant professional qualification and had recent experience in the locations and segments of the assets valued. For land and building, the current use equates to the highest and best use.

The Group's finance division includes a team that reviews the valuations performed by the independent valuers for financial reporting purposes. This team reports directly to the chief financial officer (“CFO”) and the Directors. Discussions of valuation processes and results are held between the CFO, directors, the valuation team and valuers annually. As at 31 December 2020, the fair values of the land and building were determined by Ascent Partners Group Limited (2019: Grant Sherman Appraisal Limited).

14 物業、廠房及設備 (續)

截至二零二零年十二月三十一日止年度，折舊費用5,381,000港元及6,106,000港元(二零一九年：3,495,000港元及7,680,000港元)分別計入「銷售成本」及「行政開支」。

於二零二零年十二月三十一日，本集團之土地及樓宇為按中期租約(未逾期期間為20年至50年)持有，以及已抵押土地及樓宇(作為自銀行取得的銀行融資的部分擔保)賬面值為21,700,000港元(二零一九年：24,600,000港元)。

於二零二零年十二月三十一日，本集團並無按融資租賃持有任何固定資產(二零一九年：208,000港元)。

本集團的估值流程

本集團的土地及樓宇於二零二零年及二零一九年十二月三十一日由專業合資格獨立估值師估值，該等估值師具有認可的相關專業資格，並在估值資產的地區及分部方面擁有新近經驗。就土地及樓宇而言，目前用途相當於最高及最佳用途。

本集團的財務部包括一支負責審核獨立估值師就財務報告進行的估值的團隊。該團隊直接向首席財務官(「首席財務官」)及董事報告。首席財務官、董事、估值團隊及估值師每年就估值過程及結果進行討論。於二零二零年十二月三十一日，土地及樓宇的公平值由艾升集團有限公司(二零一九年：中證評估有限公司)釐定。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

14 PROPERTY, PLANT AND EQUIPMENT (Continued)

Valuation processes of the Group (Continued)

At each financial year end the finance division:

- verifies all major inputs to the independent valuation report;
- assesses property valuations movements when compared to the prior year valuation report; and
- holds discussions with the independent valuers.

Valuation techniques

For land and building, the valuation was determined using the sale comparison approach. Sales prices of comparable properties in close proximity are adjusted for differences in key attributes such as property size. The most significant input into this valuation approach is price per square foot, which is approximately amounted to HK\$5,447 per square foot for the year ended 31 December 2020 (2019: HK\$6,135 per square foot).

14 物業、廠房及設備 (續)

本集團的估值流程 (續)

於各財政年度結算日，財務部：

- 核實獨立估值報告之所有主要輸入數據；
- 於比較過往年度之估值報告時，評估物業估值變動；及
- 與獨立估值師討論。

估值技巧

就土地及樓宇而言，估值採用銷售比較法釐定。相近可比較物業的銷售價格會因應物業大小等關鍵屬性差異而調整。該估值法輸入之最重要可觀察資料是每平方呎之價格，截至二零二零年十二月三十一日止年度為每平方呎約5,447港元（二零一九年：每平方呎6,135港元）。

15 FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

15 按公平值計入損益賬的金融資產

			2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Note 附註				
Non-current assets	非流動資產			
Unlisted	非上市			
– Key man insurance contracts	– 要員保險合約	(i)	8,816	8,621
– Fund investments	– 基金投資	(ii)	5,038	–
			13,854	8,621

Notes:

- (i) The amount represented the investment element of key man insurances purchased for an executive Director of the Company and a senior management of the Group.

As at 31 December 2020, the carrying amount of key man insurances pledged as security for the Group's outstanding bank loan amounted to HK\$4,282,000 (2019: HK\$5,189,000).

- (ii) The fund investments were classified as financial assets at fair value through profit or loss as they were held for trading. The fund investments were valued at observable prices of comparable investments. During the year ended 31 December 2020, an increase in fair value of HK\$38,000 (2019: nil) is recognised in the consolidated statement of comprehensive income.

附註：

- (i) 該金額指本公司一名執行董事及本集團一名高級管理層所購買要員保險的投資元素。

於二零二零年十二月三十一日，作為本集團未償還銀行貸款抵押品的要員保險賬面值為4,282,000港元（二零一九年：5,189,000港元）。

- (ii) 該基金投資已分類為按公平值計入損益賬的金融資產，乃由於該等投資為持作交易用途。該等基金投資乃按可資比較投資的可觀察價格估值。截至二零二零年十二月三十一日止年度，於綜合全面收益表確認公平值增加38,000港元（二零一九年：無）。

16 SUBSIDIARIES

Particulars of the principal subsidiaries at 31 December 2020 and 2019 are as follows:

16 附屬公司

於二零二零年及二零一九年十二月三十一日之主要附屬公司詳情如下：

Company name	Place of incorporation or establishment and type of legal entity 註冊成立或成立地點及法律實體種類	Principal activities	Issued and paid-in capital	Effective interest held by the Company	
公司名稱		主要業務	已發行及實繳股本	本公司持有之實際權益 2020 二零二零年	2019 二零一九年
Directly held: 直接持有：					
Trio Engineering Company Limited 致豐工程有限公司	Hong Kong/Limited liability company 香港／有限責任公司	Sale of electronic product 銷售電子產品	200,000 shares HK\$20,000,000 200,000股股份 20,000,000港元	100%	100%
Professional Electronics Manufacturing Solutions Limited 普發電子工業設備有限公司	Hong Kong/Limited liability company 香港／有限責任公司	Sale of electronic product 銷售電子產品	10,000 shares HK\$10,000 10,000股股份 10,000港元	100%	100%
Deltrix Limited 德勁動力有限公司	Hong Kong/Limited liability company 香港／有限責任公司	Sale of electronic product 銷售電子產品	10,000 shares HK\$10,000 10,000股股份 10,000港元	100%	100%
Indirectly held: 間接持有：					
Panyu Trio Microtronics Co., Ltd. 廣州市番禺致豐微電器有限公司	The PRC/Wholly foreign-owned enterprise 中國／外商獨資企業	Manufacturing of electronic product 製造電子產品	Paid-in capital US\$5,000,000 實繳股本 5,000,000美元	100%	100%
Guangzhou Professional Electronics Manufacturing Solutions Limited 廣州普發電子工業設備有限公司	The PRC/Wholly foreign-owned enterprise 中國／外商獨資企業	Sale of electronic product 銷售電子產品	Paid-in capital RMB500,000 實繳股本 人民幣500,000元	100%	100%
Trio Engineering GmbH	Germany/Limited liability company 德國／有限責任公司	Sale and development of printed circuit boards and electronics sub-assemblies 印刷電路板及電子組件的銷售及開發	Paid-in capital EUR200,000 實繳股本 200,000歐元	100%	100%
Trio-tronics Manufacturing Global Limited	Ireland/Limited liability company 愛爾蘭／有限責任公司	Global sourcing and purchase of materials, sales and marketing, service support 全球採購及購買材料、銷售及營銷、服務支持	100,000 shares EUR100,000 100,000股股份 100,000歐元	100%	100%

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16 SUBSIDIARIES (Continued)

16 附屬公司 (續)

Company name 公司名稱	Place of incorporation or establishment and type of legal entity 註冊成立或成立地點及 法律實體種類	Principal activities 主要業務	Issued and paid-in capital 已發行及實繳股本	Effective interest held by the Company	
				2020 二零二零年	2019 二零一九年
Deltrix (Europe) Limited	Ireland/Limited liability company 愛爾蘭／有限責任公司	Manufacturing of electronic components 製造電子部件	100,000 shares EUR100,000 100,000股股份 100,000歐元	100%	100%
Trio-Tronics (Thailand) Limited	Thailand/Limited liability company 泰國／有限責任公司	Manufacturing of electronic product 製造電子產品	Paid-in capital THB38,000,000 實繳股本 38,000,000泰銖	100%	N/A 不適用

17 INVENTORIES

17 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	原材料	94,776	99,203
Work in progress	在製品	22,664	23,431
Finished goods	製成品	11,129	19,728
Goods in transit	在運貨品	4,362	2,733
		132,931	145,095

The cost of inventories recognised as expenses and included in "cost of sales" amounted to HK\$418,587,000 for the year ended 31 December 2020 (2019: HK\$498,528,000). A provision for impairment of inventories of HK\$2,912,000 was recognised in "other operating expenses" in the consolidated statement of comprehensive income for the year ended 31 December 2020 (2019: HK\$3,270,000).

截至二零二零年十二月三十一日止年度，確認為開支並計入「銷售成本」的存貨成本為418,587,000港元（二零一九年：498,528,000港元）。截至二零二零年十二月三十一日止年度，於綜合全面收益表內確認為「其他經營開支」的存貨減值撥備為2,912,000港元（二零一九年：3,270,000港元）。

18 TRADE AND OTHER RECEIVABLES

18 貿易及其他應收款項

			2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
	Note 附註			
Trade receivables	(a)	貿易應收款項	184,350	157,175
Less: allowance for impairment of trade receivables	(b)	減：貿易應收款項減值撥備	(1,836)	(1,329)
Trade receivables – net		貿易應收款項 – 淨額	182,514	155,846
Other receivables		其他應收款項	530	789
			183,044	156,635

Under the factoring arrangement with banks, the Group has transferred certain trade receivables to the factor in exchange for cash and is prevented from selling or pledging the receivables. The Group has been legally transferred all of the risks and rewards of ownership of the discounted trade receivables to the financial institutions. The carrying amounts of the trade receivables exclude receivables which are subject to factoring arrangement.

Notes:

- (a) Trade receivables were arising from trading of electronic products. The payment terms of trade receivables granted to third party customers generally range from full payment before shipment to 75 days after the end of month. The aging analysis of the trade receivables based on invoice date at the end of the reporting period is as follows:

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Below 30 days	30天以下	103,917	85,083
Between 31 and 60 days	31至60天	49,052	37,249
Over 60 days	60天以上	31,381	34,843
		184,350	157,175

Trade and other receivables are past due when a counterparty has failed to make a payment when contractually due.

根據與銀行之間保理安排，本集團已將若干貿易應收款項轉移至保理人以換取現金，並被禁止出售或質押應收款項。本集團已將已貼現貿易應收款項所有權的所有風險及回報合法轉讓予金融機構。貿易應收款項賬面值不包括受保理安排規限的應收款項。

附註：

- (a) 貿易應收款項來自買賣電子產品。授予第三方客戶的貿易應收款項的付款期限一般由出貨前全數付款至月結後75天。根據發票日期，報告期末的貿易應收款項的賬齡分析如下：

當對手方不能於合約到期時支付款項，貿易及其他應收款項被視為逾期。

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18 TRADE AND OTHER RECEIVABLES (Continued)

(a) (Continued)

As at 31 December 2020, trade receivables of HK\$150,129,000 (2019: HK\$126,821,000) were not yet past due.

Trade receivables that were past due but not impaired relate to a number of independent customers for whom there is no significant financial difficulty and based on past experience, the overdue amounts can be recovered. The aging analysis of these receivables is as follows:

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Past due by:	逾期：		
Below 30 days	30天以下	29,825	22,291
Between 31 and 60 days	31至60天	1,657	1,599
Over 60 days	60天以上	2,739	6,464
		34,221	30,354

The carrying amounts of the Group's trade receivables are denominated in the following currencies:

		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	148	253
RMB	人民幣	3,930	1,865
US\$	美元	180,014	155,045
EUR	歐元	258	—
GBP	英鎊	—	12
		184,350	157,175

18 貿易及其他應收款項 (續)

(a) (續)

於二零二零年十二月三十一日，貿易應收款項150,129,000港元（二零一九年：126,821,000港元）尚未逾期。

已逾期但並無減值之貿易應收款項與多名並無重大財務困難的獨立客戶有關，根據過往經驗，可收回該等逾期款項。該等應收款項的賬齡分析如下：

本集團貿易應收款項之賬面值以下列貨幣計值：

18 TRADE AND OTHER RECEIVABLES (Continued)

18 貿易及其他應收款項 (續)

(b) Allowance for impairment of trade receivables

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

(b) 貿易應收款項減值撥備

貿易應收款項減值撥備變動如下：

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
At 1 January	於一月一日	1,329	4,601
Exchange realignment	匯兌調整	(7)	-
Increase/(decrease) in loss allowance recognised in consolidated statement of comprehensive income during the year (note 7)	年內於綜合全面收益表確認之虧損撥備增加／(減少) (附註7)	514	(1,023)
Receivables written off during the year as uncollectible	年內因不可收回撇銷應收款項	-	(2,249)
At 31 December	於十二月三十一日	1,836	1,329

The creation and release of provision for impaired receivables have been included in "other operating expenses" in the consolidated statement of comprehensive income. Amounts charged to the allowance account are generally written off, when there is no expectation of recovering additional cash.

已減值應收款項撥備之增設及解除已計入綜合全面收益表「其他經營開支」內。計入撥備賬之款項一般於預期無法收回額外現金時撇銷。

The carrying amounts of trade and other receivables approximate their fair values as at 31 December 2020 and 2019.

於二零二零年及二零一九年十二月三十一日，貿易及其他應收款項之賬面值與其公平值相若。

The Group applies the HKFRS 9 simplified approach to measuring expected credit loss which uses a lifetime expected loss allowance for all trade receivables. Information about the impairment of trade receivables and the Group's exposure to credit risk can be found in note 3.1(b) to the consolidated financial statements.

本集團採用香港財務報告準則第9號簡化方法計量預期信貸虧損，其對所有貿易應收款項使用全期預期虧損撥備。有關貿易應收款項減值的資料及本集團面臨的信貸風險參見綜合財務報表附註3.1(b)。

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綜合財務報表附註

19 PREPAYMENTS AND DEPOSITS

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Prepayments	預付款項	18,879	9,249
Rental, utility and other deposits	租務、公用事業及其他按金	12,776	11,524
		31,655	20,773
Less: non-current portion	減：非流動部分		
Prepayments	預付款項	(1,864)	(1,897)
Current portion	流動部分	29,791	18,876

The carrying amounts of deposits of the Group approximate their fair values as at 31 December 2020 and 2019.

19 預付款項及按金

本集團按金的賬面值與其於二零二零年及二零一九年十二月三十一日之公平值相若。

20 RESTRICTED BANK DEPOSITS AND BANK AND CASH BALANCES

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Restricted bank deposits (note (a))	受限制銀行存款（附註(a)）	6,139	6,186
Time deposit up to three months	為期三個月或以下的定期存款	50,000	85,000
Bank and cash balances	銀行及現金結餘	49,216	12,679
		99,216	97,679

Notes:

- (a) The Group's restricted bank deposits represented deposits pledged to banks to secure banking facilities granted to a subsidiary of the Group as set out in note 28 to the consolidated financial statements.

附註：

- (a) 本集團的受限制銀行存款為存放於銀行的存款，以作為綜合財務報表附註28所載授予本集團一家附屬公司的銀行融資之抵押。

20 RESTRICTED BANK DEPOSITS AND BANK AND CASH BALANCES (Continued)

- (b) The carrying amount of restricted bank deposits, time deposit up to three months, cash and bank balances of the Group are denominated in the following currencies:

		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	72,395	96,020
US\$	美元	23,370	4,097
RMB	人民幣	5,558	2,749
EUR	歐元	1,021	960
THB	泰銖	2,973	–
Other currencies	其他貨幣	38	39
		105,355	103,865

- (c) The Group's bank and cash balances included the following for the purpose of the consolidated statement of cash flows:

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Time deposit up to three months	為期三個月或以下的定期存款	50,000	85,000
Bank and cash balances	銀行及現金結餘	49,216	12,679
Bank overdraft (note 22)	銀行透支(附註22)	–	(841)
Cash and cash equivalents	現金及現金等價物	99,216	96,838

The restricted deposits, time deposit up to three months, and bank and cash balances are at fixed interest rate range from 0.001% to 0.2% per annum (2019: 0.001% to 2.55%) as at 31 December 2020 and therefore are subject to fair value interest rate risk.

20 受限制銀行存款及銀行及現金結餘 (續)

- (b) 本集團的受限制銀行存款、為期三個月或以下的定期存款、現金及銀行結餘的賬面值以下列貨幣計值：

- (c) 就綜合現金流量表而言，本集團的銀行及現金結餘包括以下項目：

於二零二零年十二月三十一日，受限制存款、為期三個月或以下的定期存款以及銀行及現金結餘按固定年利率範圍0.001%至0.2%（二零一九年：0.001%至2.55%）計息，因此須面臨公平值利率風險。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

21 TRADE AND OTHER PAYABLES

21 貿易及其他應付款項

			2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
	Note 附註			
Trade payables		貿易應付款項	95,693	78,640
Trust receipts		信託收據	14,211	25,224
Accruals and other payables		應計及其他應付款項	19,884	14,643
			129,788	118,507

Notes:

附註：

- (a) The credit terms of trade payables granted by the vendors generally range from full payment before shipment to net 180 days. The aging analysis of trade payables based on invoice date at and of reporting period is as follows:

- (a) 賣方授予的貿易應付款項的信貸期一般由出貨前全數付款至收貨後180天不等。根據發票日期，報告期末的貿易應付款項賬齡分析如下：

			2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Below 30 days		30天以下	42,161	40,086
Between 31 and 60 days		31至60天	37,180	26,975
Over 60 days		60天以上	16,352	11,579
			95,693	78,640

- (b) The carrying amounts of the Group's trade payables are denominated in the following currencies:

- (b) 本集團貿易應付款項之賬面值以下列貨幣計值：

			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	17,674	12,936
US\$		美元	36,220	33,578
RMB		人民幣	40,021	30,049
EUR		歐元	1,298	1,384
Other currencies		其他貨幣	480	693
			95,693	78,640

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綜合財務報表附註

22 BORROWINGS

22 借款

			2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
		Note 附註		
Term loans	定期貸款	(a)	4,468	5,822
Insurance premium loan	保費貸款	(a)	4,282	5,189
Bank overdraft	銀行透支	(a)	–	841
			8,750	11,852

The Group's borrowings were repayable as follows (without taking into account the Repayable on Demand Clause as detailed in note (a)) below:

本集團的借款償還情況如下（未計及下文附註(a)所詳述按要求償還條款）：

			2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Within 1 year	1年內		2,327	2,969
Between 1 and 2 years	1年至2年		2,374	2,221
Between 2 and 5 years	2年至5年		4,049	5,790
Over 5 years	5年以上		–	872
			8,750	11,852

Note:

- (a) As these loans include a clause that gives the lender the unconditional right to call the loans at any times ("Repayment on Demand Clause"), according to HK Interpretation 5 "Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause" which requires the classification of whole term loans containing the Repayment on Demand Clause as current liabilities, these loans were classified by the Company as current liabilities.

附註：

- (a) 由於該等貸款包括一項條款賦予貸款人無條件權力在任何時間追回貸款（「按要求償還條款」），根據香港詮釋第5號「財務報表的列報－借款人對包含可隨時要求償還條款之定期貸款之分類」，其規定包含可隨時要求償還條款的全期貸款分類為流動負債，該等貸款均由本公司歸類為流動負債。

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綜合財務報表附註

22 BORROWINGS (Continued)

As at 31 December 2020 and 2019, the total borrowings pledged by certain assets and their carrying values are shown as below:

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Property, plant and equipment (note 14)	物業、廠房及設備 (附註14)	21,700	24,600
Financial assets at fair value through profit or loss (note 15)	按公平值計入損益賬的金融資產 (附註15)	8,816	8,621
Restricted bank deposits (note 20)	受限制銀行存款 (附註20)	6,139	6,186
		36,655	39,407

The exposure of the Group's borrowings to interest rate changes and the contractual repricing dates at end of the reporting period are as follows:

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Variable rate	變動利率	8,750	11,852

The fair value of current borrowings equals their carrying amount, as the impact of discounting is not significant.

The effective interest rate of bank borrowings are 3.53% per annum for the year ended 31 December 2020 (2019: 3.88% per annum).

22 借款 (續)

於二零二零年及二零一九年十二月三十一日，以若干資產作抵押的總借款及其賬面值列示如下：

於報告期末，本集團借款面臨的利率變動風險及合同重新定價日期如下：

由於折現影響並非重大，即期借款之公平值與其賬面值相等。

截至二零二零年十二月三十一日止年度，銀行借款的實際年利率為3.53% (二零一九年：年利率3.88%)。

22 BORROWINGS (Continued)

The carrying amounts of the Group's borrowings are denominated in the following currencies:

		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	4,468	6,663
US\$	美元	4,282	5,189
		8,750	11,852

The Group has the following undrawn borrowing facilities:

22 借款 (續)

本集團借款之賬面值以下列貨幣計值：

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Expiring within one year	於一年內到期	219,922	208,249

23 FINANCE LEASE PAYABLES

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Gross finance lease liabilities	融資租賃負債總額		
- minimum lease payments	- 最低租賃付款		
Within 1 year	1年內	-	43
Future finance charges on finance lease	融資租賃的未來融資支出	-	-
Present values of finance lease liabilities	融資租賃負債的現值	-	43

The carrying amounts of balances of the Group approximate their fair values as at 31 December 2020 and 2019.

Assets arranged under finance leases represent plant and machinery. The average lease term is 4 years with effective interest rate of 3.63% per annum as at 31 December 2019.

23 融資租賃應付款項

本集團結餘之賬面值與其於二零二零年及二零一九年十二月三十一日之公平值相若。

根據融資租賃安排的資產指廠房及機器。於二零一九年十二月三十一日，平均租期為4年，而實際年利率為3.63%。

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24 SHARE CAPITAL

Issued and fully paid		2020		2019	
At the beginning and the end of the year		二零二零年		二零一九年	
		Number of shares	Amount	Number of shares	Amount
		股份數目	金額	股份數目	金額
			HK\$'000		HK\$'000
			千港元		千港元
		1,000,000,000	281,507	1,000,000,000	281,507

25 EQUITY-SETTLED SHARE-BASED PAYMENT TRANSACTION

Pursuant to a written resolution of the then shareholder passed on 27 October 2017, the Company adopted a Share Option Scheme (the “**Scheme**”). The terms of the Scheme are in accordance with the provisions of Chapter 17 of the Listing Rules.

The Scheme is a share incentive scheme established to recognise and acknowledge the contributions eligible participants have made to the Group. The Scheme is valid and effective for a period of ten years commencing on the date of the adoption of the Scheme, unless terminated earlier by the shareholders in a general meeting.

Participants may include: (i) any director, employee, consultant, professional, customer, supplier, agent, partner or adviser of or contractor to any member of the Group or a company in which the Group holds an interest or a subsidiary of such company (the “**Affiliate**”); (ii) the trustee of any trust the beneficiary of which or any discretionary trust the discretionary objects of which include any director, employee, consultant, professional, customer, supplier, agent, partner or adviser of or contractor to any member of the Group or an Affiliate; or (iii) a company beneficially owned by any director, employee, consultant, professional, customer, supplier, agent, partner or adviser of or contractor to any member of the Group or an Affiliate.

24 股本

2020		2019	
二零二零年		二零一九年	
Number of shares	Amount	Number of shares	Amount
股份數目	金額	股份數目	金額
	HK\$'000		HK\$'000
	千港元		千港元
1,000,000,000	281,507	1,000,000,000	281,507

25 以權益結算及股份為基礎付款的交易

根據於二零一七年十月二十七日由當時股東通過的書面決議案，本公司採納購股權計劃（「**該計劃**」）。該計劃的條款符合上市規則第17章的條文。

該計劃為一項股份獎勵計劃，乃為表彰和肯定合資格參與者對本集團所作貢獻而設立。該計劃除非由股東在股東大會上提早終止，否則自該計劃採納日期起十年期間有效及具效力。

參與者可包括：(i)本集團任何成員公司或本集團持有其中權益的公司或該公司的附屬公司的任何董事、僱員、顧問、專業人員、客戶、供應商、代理、合夥人或諮詢人或承辦商（「**關聯人士**」）；(ii)其酌情受益人包括本集團任何成員公司的任何董事、僱員、顧問、專業人員、客戶、供應商、代理、合夥人、諮詢人或承辦商或關聯人士的任何信託或全權信託的受託人；或(iii)本集團任何成員公司的任何董事、僱員、顧問、專業人員、客戶、供應商、代理、合夥人、諮詢人或承辦商或關聯人士實益擁有的公司。

25 EQUITY-SETTLED SHARE-BASED PAYMENT TRANSACTION *(Continued)*

As at 31 December 2020, the total number of shares available for issue under the Scheme was 70,000,000 (2019: 70,000,000 shares), representing 7% (2019: 7%) of the issued share capital of the Company. The aggregate number of shares which may be issued upon exercise of all outstanding options granted and to be exercised under the Scheme and any other share option scheme of the Company, must not in aggregate exceed 10% of the Company's shares in issue as at the Listing Date. The 10% limit may be refreshed at any time by obtaining approval of the Company's shareholders in general meeting provided that the total number of the Company's shares which may be issued upon exercise of all options to be granted under the Scheme and any other share option scheme of the Company, must not exceed 10% of the Company's shares in issue as at the date of the approval of the refreshed limit.

The number of shares issued and to be issued in respect of which options granted and which may be granted to any individual in any 12-month period up to the date of the grant, shall not exceed 1% of the shares of the Company in issue. Any further grant of options in excess of this limit must be separately approved by the Company's shareholders in a general meeting with such grantee and his/her close associates abstaining from voting. Any grant of an option to a Director, chief executive or substantial shareholder of the Company (or any of their respective associates) must be approved by the independent non-executive Directors (excluding any independent non-executive Director who is the grantee of the option).

25 以權益結算及股份為基礎付款的交易 (續)

於二零二零年十二月三十一日，根據該計劃可供發行的股份總數為70,000,000股（二零一九年：70,000,000股），相當於本公司已發行股本7%（二零一九年：7%）。根據該計劃及本公司任何其他購股權計劃已授出而可予行使的所有未行使購股權獲行使時可發行的股份總數，合共不得超過本公司於上市日期的已發行股份10%。該10%上限可隨時由本公司股東於股東大會上批准而予以更新，惟根據該計劃及本公司任何其他購股權計劃將授出的所有購股權獲行使時可予發行的本公司股份總數，不得超過本公司於經更新上限獲批准日期的已發行股份10%。

於任何12個月期間內直至授出日期，任何個別人士獲授及可獲授的購股權所涉及的已發行及將發行的股份數目，不得超過本公司已發行股份的1%。超出此上限的任何購股權進一步授出，必須另外經本公司股東在股東大會上批准，而有關承授人及其緊密聯繫人須放棄投票。向本公司董事、行政人員或主要股東（或彼等各自的任何聯繫人）授出任何購股權，必須經獨立非執行董事（不包括身為購股權承授人的任何獨立非執行董事）批准。

25 EQUITY-SETTLED SHARE-BASED PAYMENT TRANSACTION *(Continued)*

Where any grant of options to a substantial shareholder of the Company or an independent non-executive Director (or any of their respective associates) will result in the total number of shares issued and to be issued upon exercise of all options already granted and to be granted to such person under the Scheme and any other share option scheme of the Company (including options exercised, cancelled and outstanding) in any 12-month period up to and including the date of grant representing in aggregate over 0.1% of the shares in issue and having an aggregate value, based on the closing price of the shares at the date of each grant, in excess of HK\$5,000,000, such further grant of options is required to be approved by shareholders at a general meeting of the Company, with voting to be taken by way of a poll.

Upon acceptance of an option to subscribe for shares, the eligible participant shall pay HK\$1 to the Company as consideration for the grant. The subscription price of a share subject to options granted under the Scheme shall be a price determined by the Board and notified to a participant and shall be at least the higher of:

- (i) the closing price of the shares as stated in the Stock Exchange's daily quotations sheet on the date of the grant of the option; and
- (ii) The average closing price of the shares as stated in the Stock Exchange's daily quotations sheets for the five trading days immediately preceding the date of the grant of the option.

25 以權益結算及股份為基礎付款的交易 (續)

倘向本公司主要股東或獨立非執行董事（或彼等各自的任何聯繫人）授出任何購股權，會導致於任何12個月期間內直至授出日期（包括該日）該人士根據該計劃及本公司任何其他購股權計劃獲授及將獲授的所有購股權（包括已行使、已註銷及尚未行使之購股權）獲行使時已發行及將發行的股份總數，合共超過已發行股份的0.1%，且根據每次授出日期的股份收市價計算，總值超過5,000,000港元，則上述進一步授出購股權須由股東在本公司股東大會上批准，且須以投票方式表決。

於接納可認購股份的購股權時，合資格參與者須向本公司支付1港元作為是次授出的代價。根據該計劃授出購股權所涉及的股份認購價應為由董事會釐定並向參與者知會的價格，並應最少相等於以下最高者：

- (i) 聯交所每日報價表所示股份於授出購股權日期的收市價；及
- (ii) 聯交所每日報價表所示股份於緊接授出購股權日期前五個交易日的平均收市價。

25 EQUITY-SETTLED SHARE-BASED PAYMENT TRANSACTION (Continued)

The movement in the number of share options under the Scheme during the year ended 31 December 2020 is as follows:

25 以權益結算及股份為基礎付款的交易 (續)

截至二零二零年十二月三十一日止年度，該計劃項下的購股權數目變動如下：

	Date of grant	Exercise Price (Note)	Outstanding at 1 January 2020	Granted during the year	Exercised during the year	Cancelled during the year	Outstanding at 31 December 2020
	授出日期	行使價 (附註)	於二零二零年一月一日未行使	年內授出	年內已行使	年內註銷	於二零二零年十二月三十一日未行使
Executive Directors							
執行董事							
Mr. Lai Yiu Wah	28 December 2017	0.954	7,000,000	-	-	(7,000,000)	-
黎耀華先生	二零一七年十二月二十八日						
Mr. Tai Leung Lam	28 December 2017	0.954	7,000,000	-	-	(7,000,000)	-
戴良林先生	二零一七年十二月二十八日						
Mr. Joseph Mac Carthy	28 December 2017	0.954	6,000,000	-	-	(6,000,000)	-
Joseph Mac Carthy先生	二零一七年十二月二十八日						
Other eligible participants	28 December 2017	0.954	8,400,000	-	-	(8,400,000)	-
其他合資格參與者	二零一七年十二月二十八日						
			28,400,000	-	-	(28,400,000)	-
Weighted average exercise price			HK\$0.954	-	-	HK\$0.954	-
加權平均行使價			0.954港元	-	-	0.954港元	-

Note: The closing price of the share immediately before the date on which the share options were granted was HK\$0.95.

附註：緊接購股權獲授出日期前股份的收市價為0.95港元。

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25 EQUITY-SETTLED SHARE-BASED PAYMENT TRANSACTION (Continued)

The movement in the number of share options under the Scheme during the year ended 31 December 2019 is as follows:

	Date of grant	Exercise Price (Note) 行使價 (附註)	Outstanding at 1 January 2019 於二零一九年一月一日未行使	Granted during the year 年內授出	Exercised during the year 年內已行使	Lapsed during the year 年內失效	Outstanding at 31 December 2019 於二零一九年十二月三十一日未行使
Executive Directors							
執行董事							
Mr. Lai Yiu Wah 黎耀華先生	28 December 2017 二零一七年十二月二十八日	0.954	7,000,000	-	-	-	7,000,000
Mr. Tai Leung Lam 戴良林先生	28 December 2017 二零一七年十二月二十八日	0.954	7,000,000	-	-	-	7,000,000
Mr. Joseph Mac Carthy Joseph Mac Carthy先生	28 December 2017 二零一七年十二月二十八日	0.954	6,000,000	-	-	-	6,000,000
Other eligible participants 其他合資格參與者	28 December 2017 二零一七年十二月二十八日	0.954	9,700,000	-	-	(1,300,000)	8,400,000
			29,700,000	-	-	(1,300,000)	28,400,000
Weighted average exercise price			HK\$0.954	-	-	-	HK\$0.954
加權平均行使價			0.954港元	-	-	-	0.954港元

Note: The closing price of the share immediately before the date on which the share options were granted was HK\$0.95.

25 以權益結算及股份為基礎付款的交易 (續)

截至二零一九年十二月三十一日止年度，該計劃下購股權數目變動如下：

附註：緊接授出購股權日期前的股份收市價為0.95港元。

25 EQUITY-SETTLED SHARE-BASED PAYMENT TRANSACTION (Continued)

The options granted on 28 December 2017 (the “**Valuation Date**”) with an exercise price of HK\$0.954 per share, are vested for a period of three years immediately after the date of the grant. Options granted are exercisable after three years but not exceeding ten years from the date of the grant.

As approved by the Board and consented by the option holders, all outstanding share options granted under the Scheme, being an aggregate of 28,400,000 share options, were cancelled with effect from 21 January 2020 in accordance with the terms of the Scheme. No compensation was payable to the option holders for the cancellation of the share options. The amount previously recognised in share option reserve was transferred to retained profits. Except for the above, no share options were granted, exercised, cancelled or lapsed under the Scheme during the year ended 31 December 2020 (2019: nil).

Share-based compensation expenses of HK\$198,000 were charged to the consolidated statement of comprehensive income for the year ended 31 December 2020 (2019: HK\$3,533,000).

25 以權益結算及股份為基礎付款的交易 (續)

於二零一七年十二月二十八日(「**估值日期**」)授出而行使價為每股0.954港元的購股權，乃於緊隨授出日期後三年期間歸屬。所授出的購股權可於授出日期起計三年後但不超過十年的期間行使。

經董事會批准並獲購股權持有人同意，根據該計劃授出的所有尚未行使的購股權(即總計28,400,000份購股權)，已自二零二零年一月二十一日起根據該計劃的條款予以註銷。註銷購股權毋須向購股權持有人支付任何賠償。先前於購股權儲備確認的金額轉撥至保留盈利。除上文所述者外，截至二零二零年十二月三十一日止年度，概無購股權根據該計劃已授出、已行使、已註銷或已失效(二零一九年：無)。

以股份為基礎的報酬開支198,000港元已自截至二零二零年十二月三十一日止年度的綜合全面收益表(二零一九年：3,533,000港元)扣除。

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26 DEFERRED INCOME TAX

Deferred income tax is calculated in full on temporary differences under the liability method using a principal taxation rate of 16.5% for the year ended 31 December 2020 (2019: 16.5%). The net movement on the deferred income tax liabilities, arising from accelerated tax depreciation is as follows:

(a) Deferred tax assets

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
At 1 January	於一月一日	214	-
Exchange realignment	匯兌調整	-	(1)
(Charged)/credited to consolidated statement of comprehensive income (note c)	於綜合全面收益表內 (扣除)/計入 (附註c)	(214)	215
At 31 December	於十二月三十一日	-	214

(b) Deferred tax liabilities

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
At 1 January	於一月一日	4,098	3,735
Credited to other comprehensive income	計入其他全面收益	(294)	(45)
Charged to consolidated statement of comprehensive income (note c)	於綜合全面收益表內 扣除 (附註c)	143	408
At 31 December	於十二月三十一日	3,947	4,098

(c) Deferred income tax charged/(credited) to consolidated statement of comprehensive income

26 遞延所得稅

截至二零二零年十二月三十一日止年度，遞延所得稅乃採用負債法就短暫性差異按主要稅率16.5%（二零一九年：16.5%）計算。由加速稅項折舊導致的遞延所得稅負債淨變動如下：

(a) 遞延稅項資產

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
At 1 January	於一月一日	214	-
Exchange realignment	匯兌調整	-	(1)
(Charged)/credited to consolidated statement of comprehensive income (note c)	於綜合全面收益表內 (扣除)/計入 (附註c)	(214)	215
At 31 December	於十二月三十一日	-	214

(b) 遞延稅項負債

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
At 1 January	於一月一日	4,098	3,735
Credited to other comprehensive income	計入其他全面收益	(294)	(45)
Charged to consolidated statement of comprehensive income (note c)	於綜合全面收益表內 扣除 (附註c)	143	408
At 31 December	於十二月三十一日	3,947	4,098

(c) 於綜合全面收益表內扣除/(計入)的遞延所得稅

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Deferred tax assets (note a)	遞延稅項資產 (附註a)	214	(215)
Deferred tax liabilities (note b)	遞延稅項負債 (附註b)	143	408
Deferred income tax charged to consolidated statement of comprehensive income (note 11)	於綜合全面收益表內 扣除的遞延所得稅 (附註11)	357	193

26 DEFERRED INCOME TAX (Continued)

- (d) Deferred income tax assets and liabilities are expected to be recognised/settled after more than 12 months.
- (e) Deferred income tax liabilities of HK\$5,764,000 as at 31 December 2020 (2019: HK\$5,315,000) have not been recognised for the withholding tax that would be payable on the unremitted earnings of certain subsidiaries. Unremitted earnings as at 31 December 2020 is HK\$115,272,000 (2019: HK\$106,309,000).

27 RESERVES**(a) Other capital reserve**

Other capital reserves as at 31 December 2020 and 2019 represent the aggregate paid-in capital of the subsidiaries acquired, offset by investment costs in subsidiaries of the Company during the Reorganisation.

(b) Statutory reserve

In accordance with the PRC Company Law and the articles of association of those group companies incorporated in the PRC, the group companies are required to appropriate 10% of their profits after tax, as determined in accordance with Accounting Standards for Business Enterprises and the Accounting System for Business Enterprises and other regulations applicable to group companies, to the statutory surplus reserve until such reserve reaches 50% of the registered capital of the group companies. The appropriation to the reserve must be made before any distribution of dividends to holders of the group companies. The statutory surplus reserve can be used to offset previous years' losses, if any, and part of the statutory surplus reserve can be capitalised as the group companies' capital provided that the amount of such reserve remaining after the capitalisation shall not be less than 25% of the capital of the group companies.

(c) Revaluation reserve

Revaluation reserves as at 31 December 2020 and 2019 represent the revaluation of land and buildings held by the Group.

26 遞延所得稅 (續)

- (d) 遞延所得稅資產及負債預計於超過12個月後確認／結清。
- (e) 於二零二零年十二月三十一日，尚未就若干附屬公司未匯出盈利應付的預扣稅確認的遞延所得稅負債為5,764,000港元(二零一九年：5,315,000港元)。於二零二零年十二月三十一日的未匯出盈利為115,272,000港元(二零一九年：106,309,000港元)。

27 儲備**(a) 其他資本儲備**

於二零二零年及二零一九年十二月三十一日，其他資本儲備指重組期間被本公司於附屬公司的投資成本抵銷的所收購附屬公司的實繳資本總額。

(b) 法定儲備

根據中國公司法及於中國註冊成立的集團公司的組織章程細則，集團公司須提取其稅後溢利之10%（根據企業會計準則及企業會計制度以及其他適用於集團公司的規例而定）作為法定盈餘儲備，直至該儲備達至其註冊股本之50%為止。儲備的撥款必須於向集團公司持有人宣派股息前作出。法定盈餘儲備可用於抵銷過往年度虧損（若有），部分亦可用於撥充集團公司股本的資金，惟於資本化後餘下的有關儲備金額不得少於其股本的25%。

(c) 重估儲備

於二零二零年及二零一九年十二月三十一日，重估儲備指重估本集團持有的土地及樓宇。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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27 RESERVES (Continued)

(d) Share option reserve

The fair value of share options granted at the grant date is expensed on a straight-line basis over the vesting period with a corresponding increase in the share option reserve.

At the end of the reporting period, the Group revises its estimates of the number of options that are expected to ultimately vest and the impact of the revision of these estimates, if any, is recognised in the consolidated statement of comprehensive income over the remaining vesting period, with a corresponding adjustment to the share option reserve.

At the time when the options are exercised, the amount previously recognised in the share option reserve is transferred to the share capital. When the share options are forfeited or are still not exercised at the expiry date, the amount previously recognised in the share option reserve is transferred to retained profits.

(e) Currency translation reserve

The currency translation reserve comprises the exchange differences arising for the translation of the financial statements of foreign operations.

28 BANKING FACILITIES

(a) At 31 December 2020, the Group had banking facilities totalling HK\$270,600,000 (2019: HK\$285,600,000) granted by three banks (2019: three banks). These facilities were secured by the leasehold land and buildings of the Group, financial assets at fair value through profit or loss of the Group, fixed deposits placed in two banks, and an indemnity for an unlimited amount executed by the Company.

(b) The Group's borrowings and obligations under finance lease (note 23) of HK\$43,000 as at 31 December 2019 were secured by plant and equipment of the Group, a guarantee executed by the Hong Kong Special Administrative Region Government, and an indemnity for an unlimited amount executed by the Company. The Group did not have borrowings and obligations under finance lease as at 31 December 2020.

27 儲備 (續)

(d) 購股權儲備

於授出日期授出購股權的公平值以直線基準於歸屬期間支銷，購股權儲備亦相應增加。

於報告期末，本集團修訂其對於預計最終歸屬的購股權數目的估計，而修訂該等估計所造成的影響（如有）於餘下歸屬期間在綜合全面收益表中確認，並在購股權儲備內作出相應調整。

當購股權獲行使時，之前在購股權儲備確認的金額轉撥至股本。當購股權被沒收或至屆滿日期仍未獲行使，之前在購股權儲備確認的金額轉撥至保留溢利。

(e) 匯兌儲備

匯兌儲備由換算境外業務的財務報表產生的匯兌差額。

28 銀行融資

(a) 於二零二零年十二月三十一日，本集團擁有由三家銀行（二零一九年：三家銀行）授出合共270,600,000港元（二零一九年：285,600,000港元）之銀行融資。該等融資由本集團的租賃土地及樓宇、本集團按公平值計入損益賬的金融資產、存於兩家銀行的定期存款以及由本公司簽立的無限額彌償作抵押。

(b) 本集團於二零一九年十二月三十一日於融資租賃（附註23）項下之借款及債務為43,000港元，由本集團的廠房及設備、香港特別行政區政府提供的擔保及本公司簽立的無限額彌償作抵押。本集團於二零二零年十二月三十一日於融資租賃項下概無借款及債務。

29 COMMITMENTS

(a) Capital commitments

Capital expenditure contracted for at the end of the reporting period but not yet incurred is as follows:

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$' 000 千港元
Property, plant and equipment	物業、廠房及設備	1,473	–

(b) Operating lease commitments – as a lessee

The Group leases office and staff dormitory under non-cancellable operating lease agreements. The lease terms are within one year.

The total future minimum lease payments under non-cancellable operating lease payable as follows:

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$' 000 千港元
Within one year	一年內	59	44

29 承擔

(a) 資本承擔

於報告期末已訂約但未產生的資本開支如下：

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$' 000 千港元
Property, plant and equipment	物業、廠房及設備	1,473	–

(b) 經營租賃承擔 – 作為承租人

本集團根據不可撤銷經營租賃協議租賃辦公室及員工宿舍。租期為一年內。

根據不可撤銷之經營租賃未來應付最低租賃付款總額如下：

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$' 000 千港元
Within one year	一年內	59	44

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綜合財務報表附註

30 NOTE TO THE STATEMENT OF CASH FLOWS 30 現金流量表附註

(a) Reconciliation of profit before tax to cash generated from operations:

(a) 除稅前溢利與營運產生之現金對賬：

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Cash flows from operating activities	經營活動所得現金流量		
Profit before income tax	除所得稅前溢利	37,695	24,311
Adjustments for:	就下列各項調整：		
Interest income	利息收入	(874)	(1,245)
Investment income	投資收入	(139)	—
Amortisation of insurance expense	保險開支攤銷	33	31
Depreciation for property, plant and equipment	物業、廠房及設備折舊	11,487	11,175
Depreciation for right-of-use assets	使用權資產折舊	8,602	6,784
Equity-settled share based payment expense	以權益結算及股份為基礎付款開支	198	3,533
Finance costs	融資成本	7,324	13,040
Loss on derivative financial instruments	衍生金融工具虧損	—	2,245
Loss/(gain) on disposal of property, plant and equipment	出售物業、廠房及設備虧損／(收益)	282	(252)
Provision for/(reversal of) impairment loss on trade receivables	貿易應收款項減值虧損撥備／(撥回)	514	(1,023)
Provision for impairment loss on inventories	存貨減值虧損撥備	2,912	3,270
Obsolete inventories written off	陳舊存貨撇銷	1,997	1,325
Fair value gain on financial assets at fair value through profit or loss	按公平值計入損益賬的金融資產的公平值收益	(356)	(177)
Bad debt written off	壞賬撇銷	985	334
Operating profit before working capital changes	營運資金變動前的經營溢利	70,660	63,351
Decrease in inventories	存貨減少	7,255	40,124
Increase in trade and other receivables	貿易及其他應收款項增加	(27,908)	(49,612)
Increase in prepayment and deposits	預付款項及按金增加	(10,915)	(2,186)
Increase/(decrease) in trade and other payables	貿易及其他應付款項增加／(減少)	11,280	(62,519)
Increase/(decrease) in contract liabilities	合約負債增加／(減少)	489	(40)
Net cash generated from/(used in) operations	經營所得／(所用) 現金淨額	50,861	(10,882)

30 NOTE TO THE STATEMENT OF CASH FLOWS
(Continued)

30 現金流量表附註 (續)

(b) Reconciliation of liabilities arising from financing activities:

(b) 融資活動產生之負債對賬：

		Lease liabilities	Borrowings (excluding interest payables)	Finance lease payable	Total
		租賃負債	借款 (不包括應付利息)	融資租賃應付款項	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
Balance at 1 January 2019	於二零一九年一月一日的結餘	-	31,527	866	32,393
Cash flows	現金流				
- Inflow from financing activities	- 融資活動現金流入	-	37,000	-	37,000
- Outflow from financing activities	- 融資活動現金流出	(5,355)	(57,489)	(823)	(63,667)
- Outflow from operating activities	- 經營活動現金流出	(1,839)	(956)	(14)	(2,809)
Non-cash changes	非現金變動				
Interest expense	利息支出	1,839	956	14	2,809
Exchange differences	匯兌差額	(3)	(27)	-	(30)
Other non-cash items	其他非現金項目	28,447	-	-	28,447
Balance at 31 December 2019 and 1 January 2020	於二零一九年十二月三十一日及二零二零年一月一日的結餘	23,089	11,011	43	34,143
Cash flows	現金流				
- Inflow from financing activities	- 融資活動現金流入	-	10,000	-	10,000
- Outflow from financing activities	- 融資活動現金流出	(7,937)	(12,259)	(43)	(20,239)
- Outflow from operating activities	- 經營活動現金流出	(1,027)	(298)	-	(1,325)
Non-cash changes	非現金變動				
Interest expense	利息支出	1,027	298	-	1,325
Exchange differences	匯兌差額	231	(2)	-	229
Other non-cash items	其他非現金項目	9,929	-	-	9,929
Balance at 31 December 2020	於二零二零年十二月三十一日的結餘	25,312	8,750	-	34,062

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31 RELATED PARTY TRANSACTIONS

Transactions between the Company and its subsidiaries have been eliminated on consolidation and are not disclosed in this note. Save for those disclosed elsewhere in this consolidated financial statements, details of transactions between the Group and other related parties are disclosed below:

- (a) The directors of the Company are of the view that the following company was related party that had transaction with the Group as at and during the year ended 31 December 2020:

Name of related parties	Relationship with the Group
Myrra Hong Kong Limited	Controlled by Mr. Georges René Gener, a former executive Director of the Company resigned with effect from 15 February 2020. Myrra Hong Kong Limited is no longer a related party of the Group since 15 February 2020.

- (b) The following transactions were undertaken by the Group with the related party during the year ended 31 December 2020:

Myrra Hong Kong Limited	Myrra Hong Kong Limited
– Purchase of goods	– 購買貨品

Goods are bought from the entity controlled by the former executive Director, who resigned with effect from 15 February 2020, on normal commercial terms and conditions.

31 關聯方交易

本公司與其附屬公司之間的交易已於綜合賬目時對銷而並無於本附註內披露。除本綜合財務報表其他部分披露的內容外，本集團與其他關聯方之間的交易詳情披露如下：

- (a) 本公司董事認為以下公司為於二零二零年十二月三十一日及截至該日止年度期間與本集團進行交易的關聯方：

關聯方名稱	與本集團的關係
Myrra Hong Kong Limited	由本公司前任執行董事 Georges René Gener 先生（自二零二零年二月十五日起辭任）控制。Myrra Hong Kong Limited 自二零二零年二月十五日起不再是本集團的關聯方。

- (b) 本集團於截至二零二零年十二月三十一日止年度與關聯方進行以下交易：

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Myrra Hong Kong Limited	Myrra Hong Kong Limited		
– Purchase of goods	– 購買貨品	–	136

貨品乃按正常商業條款及條件自前任執行董事（自二零二零年二月十五日起辭任）控制的實體購得。

31 RELATED PARTY TRANSACTIONS (Continued)**(c) Balances due to a related party**

	2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Myrra Hong Kong Limited	N/A 不適用	38

The balances due to a related party is mainly denominated in US\$. The amount due to a related party is unsecured, interest-free, trading in nature and due within net 60 days. The fair value of amount due to a related party approximates to the carrying amount at 31 December 2019.

(d) Key management compensation

Members of key management during the year comprised the Directors only whose remuneration is set out in note 9 to the consolidated financial statements.

31 關聯方交易 (續)**(c) 應付關連方結餘**

	2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Myrra Hong Kong Limited	N/A 不適用	38

應付關連方結餘主要以美元計值。應付關連方款項為無抵押、免息、屬貿易性質及於收貨後60天到期。應付關聯方的公平值與其於二零一九年十二月三十一日的賬面值相若。

(d) 主要管理層薪酬

於本年度主要管理層成員僅由其薪酬載列於綜合財務報表附註9之董事所組成。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

32 STATEMENT OF FINANCIAL POSITION AND RESERVE MOVEMENT OF THE COMPANY 32 本公司財務狀況表及儲備變動

			2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
	Note 附註			
Assets		資產		
Non-current assets		非流動資產		
Investment in subsidiaries	16	於附屬公司的投資	145,182	145,182
Right-of-use asset		使用權資產	142	291
Financial assets at fair value through profit or loss		按公平值計入損益賬的金融資產	5,038	—
Amount due from a subsidiary		應收一家附屬公司款項	86,537	—
Deferred tax asset		遞延稅項資產	—	4
			236,899	145,477
Current assets		流動資產		
Dividend receivables		應收股息	12,000	8,000
Prepayments and deposits		預付款項及按金	377	298
Amount due from subsidiaries		應收附屬公司款項	1,751	64,152
Tax recoverable		可收回稅項	632	579
Bank and cash balances		銀行及現金結餘	62,388	89,272
			77,148	162,301
Current liabilities		流動負債		
Trade and other payables		貿易及其他應付款項	2,898	2,371
Lease liabilities – current		租賃負債—流動	155	156
			3,053	2,527
Net current assets		流動資產淨值	74,095	159,774
Total assets less current liabilities		資產總值減流動負債	310,994	305,251
Non-current liability		非流動負債		
Lease liabilities – non-current		租賃負債—非流動	—	155
Net assets		資產淨值	310,994	305,096
Equity		權益		
Share capital	24	股本	281,507	281,507
Reserve	(a)	儲備	29,487	23,589
Total equity		總權益	310,994	305,096

The statement of financial position of the Company were approved by the Board of Directors on 25 March 2021 and were signed on its behalf

本公司的財務狀況表已由董事會於二零二一年三月二十五日批准，並由以下董事代表董事會簽署

Lai Yiu Wah
黎耀華
Director
董事

Tai Leung Lam
戴良林
Director
董事

32 STATEMENT OF FINANCIAL POSITION AND RESERVE MOVEMENT OF THE COMPANY (Continued)

(a) Reserve movement of the Company

		Note 附註	Share options reserve 購股權儲備 HK\$'000 千港元	Retained profits 保留溢利 HK\$'000 千港元	Total 總計 HK\$'000 千港元
At 31 December 2019	於二零一九年 十二月三十一日		7,039	16,550	23,589
Profit for the year	年內溢利		–	21,700	21,700
Equity-settled share-based transaction	以權益結算及股份為 基礎付款的交易	25	198	–	198
Cancellation of share options	註銷購股權		(7,237)	7,237	–
Dividend paid	已付股息	13	–	(16,000)	(16,000)
At 31 December 2020	於二零二零年 十二月三十一日		–	29,487	29,487
At 31 December 2018	於二零一八年 十二月三十一日		3,698	23,641	27,339
Profit for the year	年內溢利		–	18,717	18,717
Equity-settled share-based transaction	以權益結算及股份為 基礎付款的交易	25	3,533	–	3,533
Forfeiture of share options	沒收購股權		(192)	192	–
Dividend paid	已付股息	13	–	(26,000)	(26,000)
At 31 December 2019	於二零一九年 十二月三十一日		7,039	16,550	23,589

32 本公司財務狀況表及儲備變動 (續)

(a) 本公司儲備變動

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公司資料TO OUR SHAREHOLDERS
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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

33 FINANCIAL INSTRUMENTS BY CATEGORY

As at 31 December 2020

33 金融工具 — 按類別劃分

於二零二零年十二月三十一日

		Financial assets at amortised cost 按攤銷成本 計量的 金融資產 HK\$'000 千港元	Financial assets at fair value through profit or loss 按公平值 計入損益賬 的金融資產 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Financial assets at fair value through the profit or loss	按公平值計入損益賬的 金融資產	–	13,854	13,854
Trade and other receivables	貿易及其他應收款項	183,044	–	183,044
Deposits	按金	12,776	–	12,776
Restricted bank deposits	受限制銀行存款	6,139	–	6,139
Bank and cash balances	銀行及現金結餘	99,216	–	99,216
Total	總計	301,175	13,854	315,029

		Financial liabilities at amortised cost 按攤銷成本 計量的 金融負債 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Trade and other payables (excluding sale deposits received)	貿易及其他應付款項 (已收銷售訂金除外)	118,074	118,074
Contract liabilities	合約負債	3,453	3,453
Borrowings	借款	8,750	8,750
Lease liabilities	租賃負債	25,312	25,312
Total	總計	155,589	155,589

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

33 FINANCIAL INSTRUMENTS BY CATEGORY (Continued)

As at 31 December 2019

33 金融工具 – 按類別劃分 (續)

於二零一九年十二月三十一日

		Financial assets at fair value through the profit or loss 按公平值 計入損益賬 的金融資產 HK\$'000 千港元	Financial assets at amortised cost 按攤銷成本 計量的 金融資產 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Financial assets at fair value through the profit or loss	按公平值計入損益賬的金融資產	–	8,621	8,621
Trade and other receivables	貿易及其他應收款項	156,635	–	156,635
Deposits	按金	11,524	–	11,524
Restricted bank deposits	受限制銀行存款	6,186	–	6,186
Bank and cash balances	銀行及現金結餘	97,679	–	97,679
Total	總計	272,024	8,621	280,645

		Financial liabilities at amortised cost 按攤銷成本 計量之 金融負債 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Trade and other payables (excluding sale deposits received)	貿易及其他應付款項 (已收銷售訂金除外)	105,965	105,965
Contract liability	合約負債	2,964	2,964
Borrowings	借款	11,852	11,852
Finance lease payables	融資租賃應付款項	43	43
Lease liabilities	租賃負債	23,089	23,089
Total	總計	143,913	143,913

34 CONTINGENT LIABILITIES

The Group did not have any material contingent liabilities as at 31 December 2020 (2019: nil).

34 或然負債

於二零二零年十二月三十一日，本集團並無任何重大或然負債（二零一九年：無）。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

35 LEASE

This note provides information for leases where the Group is a lessee.

(i) Amount recognised in the consolidated statement of financial position

The consolidated statement of financial position shows the following amounts relating to leases:

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Right-of-use assets	使用權資產		
Buildings	樓宇	23,200	21,657
Lease liabilities	租賃負債		
Current	流動	9,207	6,597
Non-current	非流動	16,105	16,492
Total equity	總權益	25,312	23,089

Additions to the right-of-use assets were HK\$10,271,000 (2019: HK\$6,406,000) during year ended 31 December 2020.

(ii) Amounts recognised in the consolidated statement of comprehensive income

The consolidated statement of comprehensive income shows the following amounts relating to leases:

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Depreciation charge of right-of-use assets (note 7)	使用權資產折舊開支 (附註7)	8,602	6,784
Interest expenses (included in finance costs) (note 10)	利息開支 (計入融資成本) (附註10)	1,027	1,839

The total cash outflow for leases in 2020 was HK\$9,134,000 (2019: HK\$7,670,000).

35 租賃

倘本集團為承租人，則本附註就租賃提供資料。

(i) 於綜合財務狀況表確認的金額

綜合財務狀況表載列以下與租賃有關的金額：

	2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Right-of-use assets		
Buildings	23,200	21,657
Lease liabilities		
Current	9,207	6,597
Non-current	16,105	16,492
Total equity	25,312	23,089

截至二零二零年十二月三十一日止年度使用權資產添置10,271,000港元（二零一九年：6,406,000港元）。

(ii) 於綜合全面收益表確認的金額

綜合全面收益表載列以下與租賃有關的金額：

	2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Depreciation charge of right-of-use assets (note 7)	8,602	6,784
Interest expenses (included in finance costs) (note 10)	1,027	1,839

二零二零年租賃現金流出總額為9,134,000港元（二零一九年：7,670,000港元）。

35 LEASE (Continued)**(iii) The Group's leasing activities and how these are accounted for**

The Group leases various offices, warehouses, factory, staff dormitory, and car parking spaces. Non-cancellable rental contracts are typically made for periods of one to three years. The Group also leases various warehouses and factory under cancellable rental contracts. The option to terminate the leases are described in note (iv) below.

Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants.

(iv) Extension termination options

Extension termination options are included in a number of property leases across the Group. These are used to maximize operational flexibility in terms of managing the assets used in the Group's operations. The majority of extension termination options held are exercisable only by the Group and not by the respective lessor.

35 租賃 (續)**(iii) 本集團租賃活動及會計處理方式**

本集團租賃多處辦公室、倉庫、工廠、員工宿舍及停車位。不可撤銷租賃合約一般為期一至三年。本集團亦根據可撤銷租賃合約租賃多處倉庫及工廠。終止租賃的權利於下文附註(iv)概述。

租賃條款乃在個別基礎上協商，並包含各種不同的條款及條件。租賃協議並無施加任何契諾。

(iv) 延期終止權

延期終止權計入本集團多項物業租賃。就管理本集團運營所用資產而言，彼等用於最大化運營靈活性。持有的大部分延期終止權僅可由本集團而非有關出租人行使。

FIVE YEARS FINANCIAL SUMMARY

五年財務概要

For the year ended 31 December

截至十二月三十一日止年度

		2020	2019	2018	2017	2016
		二零二零年	二零一九年	二零一八年	二零一七年	二零一六年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元
Results	業績					
Revenue	收益	701,699	808,599	885,971	788,042	744,899
Profit before income tax	除所得稅前溢利	37,695	24,311	49,639	87,148	97,355
Income tax expense	所得稅開支	(8,814)	(1,954)	(7,261)	(17,140)	(22,098)
Profit for the year	年內溢利	28,881	22,357	42,378	70,008	75,257
Attributable to:	應佔：					
Owners of the Company	本公司擁有人	28,881	22,357	42,378	70,008	75,257

As at 31 December

於十二月三十一日

		2020	2019	2018	2017	2016
		二零二零年	二零一九年	二零一八年	二零一七年	二零一六年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元
Assets and liabilities	資產及負債					
Total assets	資產總值	543,717	515,235	573,573	524,736	294,224
Total liabilities	負債總額	(178,912)	(162,744)	(221,678)	(192,172)	(139,469)
Net assets	資產淨值	364,805	352,491	351,895	332,564	154,755
Equity attributable to owners of the Company	本公司擁有人應佔權益	364,805	352,491	351,895	332,564	154,755



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