

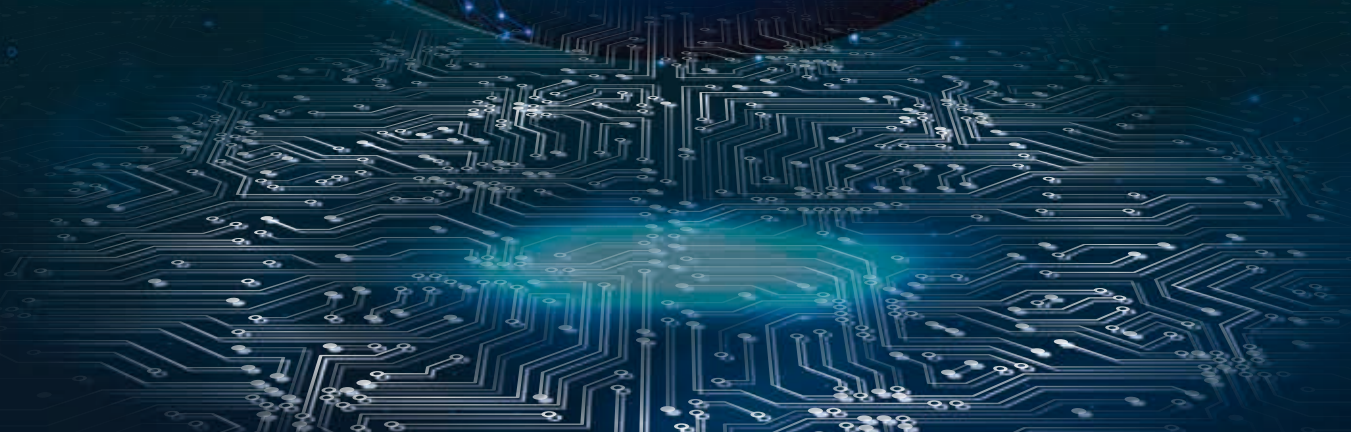
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Perennial

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PERENNIAL INTERNATIONAL LIMITED
恒都集團有限公司
(Stock code 股份代號: 00725)

2022 年報
Annual Report



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CORPORATE INFORMATION

公司資料

Board of Directors

Executive Directors

MON Chung Hung (*Chief Executive Officer and Deputy Chairman*)
 SIU Yuk Shing, Marco (*resigned on 22 March 2023*)
 MON Wai Ki, Vicky
 MON Tiffany
 CHAN Chun Yiu (*appointed on 22 March 2023*)

Non-Executive Director

KOO Di An, Louise (*Chairman*)

Independent Non-Executive Directors

LAU Chun Kay
 LEE Chung Nai, Jones
 CHUNG Kit Ying

Audit Committee

LAU Chun Kay (*Committee chairman*)
 LEE Chung Nai, Jones
 KOO Di An, Louise
 CHUNG Kit Ying

Remuneration Committee

LAU Chun Kay (*Committee chairman*)
 LEE Chung Nai, Jones
 KOO Di An, Louise
 CHUNG Kit Ying

Nomination Committee

LAU Chun Kay (*Committee chairman*)
 LEE Chung Nai, Jones
 KOO Di An, Louise
 CHUNG Kit Ying

Compliance Committee

KOO Di An, Louise (*Committee chairman*)
 MON Chung Hung
 SIU Yuk Shing, Marco (*resigned on 22 March 2023*)
 MON Wai Ki, Vicky
 MON Tiffany
 LAU Chun Kay
 LEE Chung Nai, Jones
 CHUNG Kit Ying
 CHAN Chun Yiu (*appointed on 22 March 2023*)

Authorised Representatives

MON Chung Hung
 SIU Yuk Shing, Marco (*resigned on 22 March 2023*)

Company Secretary

LAI Wing Hong

董事會

執行董事

孟振雄 (*行政總裁及副主席*)
 蕭旭成 (*於二零二三年三月二十二日辭任*)
 孟瑋琦
 孟韋怡
 陳振耀 (*於二零二三年三月二十二日獲委任*)

非執行董事

顧迪安 (*主席*)

獨立非執行董事

劉振麒
 李宗勳
 鍾潔瑩

審核委員會

劉振麒 (*委員會主席*)
 李宗勳
 顧迪安
 鍾潔瑩

薪酬委員會

劉振麒 (*委員會主席*)
 李宗勳
 顧迪安
 鍾潔瑩

提名委員會

劉振麒 (*委員會主席*)
 李宗勳
 顧迪安
 鍾潔瑩

監察委員會

顧迪安 (*委員會主席*)
 孟振雄
 蕭旭成 (*於二零二三年三月二十二日辭任*)
 孟瑋琦
 孟韋怡
 劉振麒
 李宗勳
 鍾潔瑩
 陳振耀 (*於二零二三年三月二十二日獲委任*)

授權代表

孟振雄
 蕭旭成 (*於二零二三年三月二十二日辭任*)

公司秘書

黎永康

Registered Office

Clarendon House
2 Church Street, Hamilton HM11
Bermuda

Principal Place of Business in Hong Kong

Units 2003–2006, 20th Floor
Greenfield Tower, Concordia Plaza
1 Science Museum Road
Tsimshatsui, Kowloon, Hong Kong

Stock Code

Stock Code on The Stock Exchange of
Hong Kong Limited: 00725

Legal Advisors

Michael Li & Co.
19th Floor, Prosperity Tower
39 Queen's Road Central
Central, Hong Kong

Principal Bankers

Hang Seng Bank
China Construction Bank (Asia)
Dah Sing Bank

Auditor

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

Principal Registrar and Transfer Office

Conyers Corporate Services (Bermuda) Limited
Clarendon House
2 Church Street, Hamilton HM11
Bermuda

Branch Registrar and Transfer Office

Union Registrars Limited
Suites 3301–04, 33/F,
Two Chinachem Exchange Square
338 King's Road, North Point, Hong Kong

Website

<http://perennial.todayir.com>

註冊辦事處

Clarendon House
2 Church Street, Hamilton HM11
Bermuda

香港主要營業地點

香港九龍尖沙咀
科學館道1號
康宏廣場南座
20樓2003–2006室

股份代號

香港聯合交易所有限公司
股份代號：00725

法律顧問

李智聰律師事務所
香港中環
皇后大道中39號
豐盛創建大廈19樓

主要往來銀行

恒生銀行
中國建設銀行(亞洲)
大新銀行

核數師

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

股份登記及過戶總處

Conyers Corporate Services (Bermuda) Limited
Clarendon House
2 Church Street, Hamilton HM11
Bermuda

股份登記及過戶分處

聯合證券登記有限公司
香港北角英皇道338號
華懋交易廣場2期
33樓3301–04室

網址

<http://perennial.todayir.com>

MISSION STATEMENT

宗旨

Perennial International Limited is dedicated to maintain the high quality of its products, manufacturing processes and service to customers and to forge a worldwide reputation as a business demanding excellence in all of its operations.

恒都集團有限公司致力提供優質產品、嚴格監控生產過程、以及奉行以客為本的精神，務求達到盡善盡美，讓集團聲名遠播，享譽全球。



CORPORATE PROFILE

集團簡介

The Perennial Group, founded in 1989, manufactures and trades quality wire harnesses, power cord, power cord sets, cables and solid wire and plastic resins. The Group's primary markets are America, Europe, Australia, Mainland China, Japan and Southeast Asia where it sells to prominent multi-national producers of electrical and electronic products.

Headquartered in Hong Kong, as at 31st December 2022, the Group employed 790 full time staff worldwide involved in management, sales and marketing, shipping, procurement, financial and accounting, engineering, production and manufacturing. The Group considers its employees to be its most important asset while its key values are quality, prudence and integrity.

恒都集團於一九八九年成立，專門製造及營銷優質的線束、電源線、電源線組合、線束、導線及塑料。本集團主要的外銷市場是美洲、歐洲、澳洲、中國大陸、日本及東南亞，客戶對象為著名的跨國電器及電子產品生產商。

本集團總部設於香港，於二零二二年十二月三十一日，在全球僱用790名全職員工，主要負責管理、銷售及市場推廣、船務、採購、財務及會計、工程及生產等工作。本集團視員工為最寶貴的資產，而優質、審慎及誠信則為最重要的價值。

CHAIRMAN'S STATEMENT

主席報告

On behalf of the board (the "Board") of directors (the "Directors") of Perennial International Limited (the "Company"), I am pleased to announce the audited consolidated financial results of the Company, together with its subsidiaries (the "Group") for the year ended 31st December 2022.

The Group's revenue was HK\$324,524,000 (2021: HK\$373,472,000). Profit for the year was HK\$15,848,000 compared to HK\$13,689,000 for 2021. Earnings per share was HK\$0.080 (2021: HK\$0.069).

Final Dividend

The Board recommends the payment of a final dividend of HK\$0.03 per share for the year ended 31st December 2022. The Group's total dividend for the year ended 31st December 2021 amounts to HK\$0.02 per share.

The proposed final dividend is subject to approval of the shareholders at the forthcoming Annual General Meeting to be held on 23rd May 2023 ("2023 AGM") and is to be payable on 14th June 2023 to shareholders whose names appear on the register of members of the Company on 5th June 2023.

The forthcoming annual general meeting of the Company will be held on Tuesday, 23rd May 2023 ("2023 AGM").

The register of members of the Company will be closed during the following periods:

- (i) from Thursday, 18th May 2023 to Tuesday, 23rd May 2023, both days inclusive and during which period no share transfer will be effected, for the purpose of ascertaining shareholders' eligibility to attend and vote at the 2023 AGM. In order to be eligible to attend and vote at the 2023 AGM, all transfer documents accompanied by the relevant share certificates must be lodged for registration with the Company's branch share registrar, Union Registrars Limited at Suites 3301-04, 33/F, Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong not later than 4:00 p.m. on Wednesday, 17th May 2023.
- (ii) from 31st May 2023 to 5th June 2023, both days inclusive and during which period no share transfer will be effected, for the purpose of ascertaining shareholders' entitlement to the proposed final dividend. In order to establish entitlements to the proposed final dividend, all transfer documents accompanied by the relevant share certificates must be lodged for registration with the Company's branch share registrar, Union Registrars Limited at Suites 3301-04, 33/F, Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong not later than 4:00 p.m. on 30th May 2023.

本人謹代表恒都集團有限公司(「本公司」)董事(「董事會」)會(「董事會」)，宣佈本公司及其附屬公司(「本集團」)截至二零二二年十二月三十一日止年度的經審核綜合財務業績。

本集團的收益為324,524,000港元(二零二一年：373,472,000港元)。全年溢利為15,848,000港元，而二零二一年則為13,689,000港元。每股盈利為0.080港元(二零二一年：0.069港元)。

末期股息

董事會建議派發截至二零二二年十二月三十一日止年度之末期股息每股股份0.03港元。本集團截至二零二一年十二月三十一日止年度總股息為每股股份0.02港元。

建議末期股息須待股東於二零二三年五月二十三日將會舉行之應屆股東週年大會(「二零二三年股東週年大會」)上批准方始作實，並將於二零二三年六月十四日，向於二零二三年六月五日名列本公司股東名冊之股東派付。

本公司將於二零二三年五月二十三日(星期二)舉行應屆的股東週年大會(「二零二三年股東週年大會」)。

本公司將於以下期間暫停辦理股份過戶登記手續：

- (i) 由二零二三年五月十八日(星期四)至二零二三年五月二十三日(星期二)止，首尾兩天包括在內，期間概不辦理任何股份過戶登記手續，以釐定有權出席二零二三年股東週年大會並於會上投票之股東身份。為確保合資格出席二零二三年股東週年大會並於會上投票之權利，所有股份過戶文件連同有關股票須於二零二三年五月十七日(星期三)下午四時前送達本公司在香港之過戶登記分處聯合證券登記有限公司辦理過戶登記手續，地址為香港北角英皇道338號華懋交易廣場2期33樓3301-04室。
- (ii) 由二零二三年五月三十一日至二零二三年六月五日止，首尾兩天包括在內，期間概不辦理任何股份過戶登記手續，以釐定有權享有建議末期股息之股東身份。為確保享有建議末期股息之權利，所有股份過戶文件連同有關股票須於二零二三年五月三十日下午四時前送達本公司在香港之過戶登記分處聯合證券登記有限公司辦理過戶登記手續，地址為香港北角英皇道338號華懋交易廣場2期33樓3301-04室。

Chairman's Statement (Continued)
主席報告(續)

Business Review

The Group's revenue decreased by 13% to HK\$324.5 million in this financial year 2022. The reduction in revenue was mainly due to decreased orders in view of the sudden acute increase in interest rates of major markets during the latter part of 2022, continued uncertainties caused by the unceasing Russian-Ukrainian war, the ongoing worsening Sino-US trade conflicts and prolonged stringent anti-pandemic measures imposed on Mainland interrupting production plans of customers relying on China's supply chain.

Sales of power cords accounted for 59% (2021: 58%), wire harness recorded 33% (2021: 33%) while cables, wires and plastic resins accounted for remaining 8% (2021: 9%) of the Group's revenue.

By geographical market segments, turnover from the business in America decreased by 10.4% to approximately HK\$188,541,000 from approximately HK\$210,351,000 for the same period of last year, accounting for 58.1% of the Group's total turnover. Turnover from the deliveries in Mainland China and Hong Kong decreased by 23.0% to approximately HK\$97,945,000 from approximately HK\$127,210,000 for the same period of last year, accounting for 30.2% of the Group's total turnover. Only the turnover from the business to Japan recorded a slight increase by 8.6% to approximately HK\$35,560,000 from approximately HK\$32,755,000 for the same period of last year, accounting for 11.0% of the Group's total turnover.

The gross margin increased slightly from 21.4% in 2021 to 23.0% in 2022 as the Group adopted series of proactive measures in respond to evolving challenges during the year under review. The ongoing measures to maintain operational efficiency resulted in the Group lowering overall costs of goods sold such as direct labour, utilities and logistic expenses while facing all the mounting pressures in supply chain and fluctuating material costs during the year under review.

The Group recorded a net profit margin of 4.9% in 2022 compared to 3.7% in 2021. The slight growth in net profit were mainly due to improved gross margins, further complimented with lower distribution, administration and operating expenses for the year ended 31st December 2022.

Despite certain pandemic related restrictions imposed by the local authorities during the year under review, as demanded by our major customers, the Group shifted additional labour-intensive activities to our Vietnam factory. The factory in Quang Ngai, Vietnam was fully functional as internal renovation, new equipment and machinery installations works were completed enabling the cable manufacturing section was fully operational since latter part of 2022.

業務回顧

於二零二二年財政年度，本集團的收益減少13%至324.5百萬港元。收益減少主要由於二零二二年下半年主要市場利率突然急劇上升、俄烏戰爭持續不明朗、中美貿易衝突持續惡化以及大陸長時間實施長期嚴格的防疫措施打斷依賴中國供應鏈的客戶的生產計劃，導致訂單減少。

本集團收益當中，電源線的銷售額佔59%（二零二一年：58%），線束佔33%（二零二一年：33%），而電纜、導線及塑料則佔餘下的8%（二零二一年：9%）。

按地理市場分部劃分，美洲業務營業額較去年同期約210,351,000港元減少10.4%至約188,541,000港元，佔本集團總營業額的58.1%。中國大陸及香港交付的營業額較去年同期約127,210,000港元減少23.0%至約97,945,000港元，佔本集團總營業額的30.2%。而日本業務營業額錄得較去年同期約32,755,000港元輕微增加8.6%至約35,560,000港元，佔本集團總營業額的11.0%。

毛利率由二零二一年的21.4%輕微上升至二零二二年的23.0%，原因是本集團採取一系列積極措施應對回顧年度不斷變化的挑戰。為保持營運效率而採取的持續措施使本集團在回顧年度降低直接勞工、公用設施及物流開支等整體銷售成本，同時有效應對供應鏈中不斷增加的壓力及材料成本波動。

本集團於二零二二年錄得純利率4.9%，而二零二一年為3.7%。純利輕微上升主要由於截至二零二二年十二月三十一日止年度毛利率改善，加上降低分銷、行政及經營開支。

儘管於回顧年度當地政府施加若干防疫限制，應主要客戶要求，本集團將更多的勞工密集型活動轉移至越南工廠。隨著內部裝修、新添設備及機械安裝工程已完成，電纜製造廠房自二零二二年下半年起全面營運，越南廣義工廠已全面運作。

Chairman's Statement (Continued)
主席報告(續)

Business Review (Continued)

The Sino-US trade disputes posed significant challenges for the Group's Mainland China factories in 2021. The quest to move further production away from Mainland China for North America destined goods led to lesser utilisation of the Group's mainland production facilities. This resulted in underutilisation of the Group's property, plant and equipment in Mainland China during the year under review, as management resolved to lease certain idle section of our Heyuan factory to external party for alternate usage.

During the year 2022, COVID-19 pandemic and the constant emergence of new variants continued to affect material costs, supply chain and deliveries to customers. The Group cautiously ordered and purchased materials, produced finished goods and shipped accordingly resulting in 9.6% reduction in inventory as at 31st December 2022, from HK\$161.5 million as at 31st December 2021 compared to HK\$146.1 million.

The decrease in revenue conceivably led to a decrease in trade and bill receivables from HK\$78.0 million in 2021 to HK\$52.2 million in 2022. During the year under review, precautionary steps taken included credit insurance covering receivables from a few major customers.

While the financial impacts for the strategies in place resulted in considerable decrease in bank borrowings to HK\$22.8 million in 2022 from HK\$74.4 million as at 31st December 2021, resulted reducing the Group's gearing level to 4.0% as at 31st December 2022 compared to 13.1% as at 31st December 2021. The Group had improvement in cash flow status in operating activities mainly from decrease in inventories and collection from trade receivables which generated operating cash flow of HK\$59.9 million during the year. Such fund was mainly used for repayment of borrowings in view of the significant increased effective interest rate.

業務回顧(續)

於二零二一年，中美貿易紛爭對本集團的中國大陸工廠帶來重大挑戰。客戶進一步將輸往北美的貨品的生產線轉移至中國大陸境外，導致本集團大陸生產設施使用率降低。進而致使本集團位於中國大陸的物業、廠房及設備於回顧年度使用不足。所以，管理層決定將河源工廠的若干閒置部分出租予外部方作其他用途。

於二零二二年，COVID-19疫情及持續出現新變株，繼續對材料成本、供應鏈及交付客戶等方面造成影響。本集團審慎安排下訂和購買材料、生產成品及出貨，使於二零二二年十二月三十一日存貨減少9.6%至146.1百萬港元，相比於二零二一年十二月三十一日為161.5百萬港元。

收益減少使貿易應收款項及應收票據由二零二一年的78.0百萬港元減少至二零二二年的52.2百萬港元。於回顧年度，本集團已採取預防措施包括以信貸保險保障部分主要客戶之應收款項。

所實施策略之財務影響導致銀行借款由二零二一年十二月三十一日的74.4百萬港元大幅減少至二零二二年的22.8百萬港元，導致本集團槓桿比率由二零二一年十二月三十一日的13.1%減少至二零二二年十二月三十一日的4.0%。本集團營運活動的現金流量狀況有所改善，主要由於存貨減少及收回貿易應收款項，於年內產生經營現金流量59.9百萬港元。鑑於實際利率大幅上升，該資金主要用於償還借款。

Future Prospect

Since the early months of 2023, the COVID-19 pandemic presumed no longer substantially impact business activities and excessive freight charges showing clear sign of returning to normal in the foreseeable future. As at the date of this report, the worsening trade conflicts between Mainland China and US plus the unfolding war in Ukraine will continue to cause unstable supply chain, and fluctuating material costs.

Although our business are not immune to the effects of inflation and high interest rates faced by most economies, but we are confident that our "procure ahead, produce ahead, and ship ahead" strategies implemented years ago complimented with our recently enlarged production capacities in South East Asia and continuous launch of newly developed wire harness products will enable the Group to continue to maintain our profitability impetus amid a rapidly changing business environment.

The Group's continuing success in meeting demand by working closely with our clients underpin our expectation of further improvement in 2023. The Group therefore moves into another new year with cautious optimism. The strong product development capabilities of our Mainland China factory along with proven sourcing and procurement competence has placed the Group in a readiness position to respond to potential market disruption. Management will continue to review status of our Mainland factories to ensure better utilisation going forward.

The return to face-to-face meetings in early 2023 with our customers to expand business is contingent upon the success of measures taken to alleviate and mitigate side effects of the persisting Sino-US trade rivalry. Similar to 2022, there are huge uncertainties in how the situation will unfold as management will need to maintain operations of both our more costly Mainland China and competitive Vietnam factories and allocate production in line with ongoing demand by our customers, whom are currently repositioning their coming sourcing locations and strategies.

We are confident as the Group is well placed to overcome ongoing and new challenges. We believe having weathered the unprecedented effects of economic uncertainties, war and pandemic in 2022, the Group moved into 2023 with cautious optimism, prepared to both capture new opportunities arising from anticipated gradual market recovery and navigate through continuing disruptions.

未來展望

自二零二三年最初幾個月以來，COVID-19疫情似乎不再對商業活動有重大影響，並且有明顯跡象顯示過高的運費會在可見將來恢復正常。於本報告日期，中國大陸與美國貿易衝突惡化加上烏克蘭戰事爆發將繼續導致供應鏈不穩定及材料成本波動。

儘管我們的業務不能免受大多數經濟體面臨的通貨膨脹及高利率影響，惟我們有信心，多年前實施的「提前採購、提前生產、提前出貨」的策略，配合我們最近於東南亞擴大的生產能力，以及持續推出新開發組合線束產品，將使本集團能在瞬息萬變的營商環境下繼續維持盈利能力勢頭。

本集團透過與客戶密切合作，一直成功滿足需求，為我們對於二零二三年預期進一步向好提供支撐。因此，本集團以謹慎樂觀態度迎接新的一年。憑藉中國大陸工廠強大的產品開發能力，以及成熟的採購能力，本集團準備充足，能應付潛在的市場干擾。管理層將繼續檢討我們大陸工廠的狀況，確保日後提升利用率。

二零二三年初我們恢復與客戶面對面進行會議和進行業務推廣，幫助我們成功減輕持續中美貿易角力的影響。與二零二二年情況相似，管理層需要維持我們成本較高的中國大陸工廠及較具競爭力的越南工廠的營運，從而根據我們客戶的持續需求分配生產。形勢將如何發展存在大量不確定因素，客戶目前亦正在重新定位未來的採購地點及策略。

我們充滿信心，本集團準備充足，可應付當前及新的挑戰。我們相信，在二零二二年經歷前所未見的經濟不明朗、戰爭及疫情影響後，本集團以謹慎樂觀態度踏入二零二三年時，準備好在市場預期逐漸回復時能捕捉新出現的機遇，亦能度過持續的干擾。

Chairman's Statement (Continued)
主席報告(續)

Corporate Governance

The Group is committed to safeguarding shareholders' rights and enhancing corporate governance standard. As a result, the Group has established the Compliance Committee, Audit Committee, Remuneration Committee and Nomination Committee to adhere to the best practice.

Social Responsibility

The Group's factories are regularly subject to factory audit by multinational enterprises. The factory audit served as a catalyst to enhance the Group's standard on corporate social responsibility.

Moreover, the Group holds a strong belief in corporate social responsibility. So the Group continues to participate in and support community activities in Hong Kong, Mainland China and Vietnam.

With regards to the Group's ESG performance, please refer to the Group's ESG report which will be available on the Company's website at <http://perennial.todayir.com> and the Stock Exchange's website before 30th April 2023.

Vote of Thanks

As we move forward into 2023, we wish to thank all our stakeholders – most notably the clients, shareholders, suppliers and employees – for their resilience, dedication and enthusiasm during these turbulent times. It is with their continued support that the Group will succeed in growing its strength and delivering even greater value in the new financial year and for many more years to come.

By Order of the Board
Koo Di An, Louise
Chairman

Hong Kong, 21st March 2023

企業管治

本集團致力維護股東權益，提升企業管治水平。因此，本集團設立監察委員會、審核委員會、薪酬委員會及提名委員會，遵守最佳守則。

社會責任

本集團的工廠定期由國際企業進行驗廠評估。本集團亦憑著驗廠評估工作得以促進企業的社會責任標準。

同時，本集團堅守信念，做一家負責任的企業。所以本集團持續參與和支持香港、中國大陸及越南的社會活動。

有關本集團的環境、社會及管治表現，請參閱本集團的環境、社會及管治報告，該報告將於二零二三年四月三十日前刊載於本公司網站(<http://perennial.todayir.com>)及聯交所網站。

致謝

踏入二零二三年，我們謹此向所有持份者－尤其是客戶、股東、供應商及員工－於此等動盪時期仍堅毅、竭誠及積極地努力表示衷心感謝。有賴彼等持續支持，本集團將能成功壯大力量，於新的財政年度及未來多年創造更高價值。

承董事會命
主席
顧迪安

香港，二零二三年三月二十一日

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Liquidity and Financial Resources

As at 31st December 2022, the consolidated short-term borrowings of the Group was approximately HK\$22,775,000. The borrowings are mainly denominated in Hong Kong dollars and US dollars. The bank balances and cash amounted to approximately HK\$21,048,000.

As at 31st December 2022, the Group's trade and bill receivables balance was approximately HK\$52,159,000, representing 16.1% of the year's revenue of approximately HK\$324,524,000. The Group adopted a stringent credit policy to minimise credit risk.

As at 31st December 2022, the Group's gearing ratio, which is calculated by dividing total borrowings to total equity was 4.0% (2021: 13.1%).

The Group's average cost of borrowings was 3.1% per annum for the year ended 31st December 2022 (2021: 1.6%).

Capital Structure

As at 31st December 2022, the consolidated shareholders' equity of the Group was approximately HK\$566,105,000, representing a decrease of 0.5% over that of the previous year. The debt to equity ratio, which is calculated by dividing total liabilities to shareholders' equity, was approximately 16.9%.

Capital Expenditure and Material Acquisitions

During the year, capital expenditure approximate to HK\$1,673,000.

Pledge of Assets

As at 31st December 2022, the Group's trade and loan finance facilities amounted to approximately HK\$135,040,000, which were secured by legal charges over certain land and buildings and investment properties of the Group with a total carrying value of HK\$123,600,000.

Segment Information

During the year under review, Hong Kong, America and Mainland China continued to be the Group's major markets, accounting for approximately 13%, 58% and 17% of the Group's total sales respectively. The remaining 12% of sales were generated from customers located in Japan and other countries.

流動資金及財務資源

於二零二二年十二月三十一日，本集團之綜合短期借款約為22,775,000港元。借款主要以港元及美元為單位。銀行結存及現金約達21,048,000港元。

於二零二二年十二月三十一日，本集團之貿易應收款項及應收票據結餘約為52,159,000港元，佔年度收益約324,524,000港元之16.1%。本集團採納嚴謹之信貸政策，以盡量減低信貸風險。

於二零二二年十二月三十一日，本集團之槓桿比率（以總借款除以總權益計算）為4.0%（二零二一年：13.1%）。

截至二零二二年十二月三十一日止年度，本集團之平均借款成本為每年3.1%（二零二一年：1.6%）。

股本結構

於二零二二年十二月三十一日，本集團之綜合股東權益約為566,105,000港元，較去年減少0.5%。負債對資本比率（以負債總額除以股東權益計算）約為16.9%。

資本開支及重大收購

於回顧年度，資本開支為約1,673,000港元。

抵押資產

於二零二二年十二月三十一日，本集團約有135,040,000港元之貿易及貸款融資額度，乃以本集團總賬面值123,600,000港元之若干土地及樓宇及投資物業之法定押記作抵押。

分部資料

於回顧年度，香港，美洲及中國大陸依舊是本集團的主要銷售市場，分別佔本集團銷售總額約13%、58%及17%。日本及其他國家的客戶則佔餘下12%的銷售額。

Management Discussion and Analysis (Continued)

管理層討論及分析(續)

Employees' Remuneration Policy

As at 31st December 2022, the Group employed 790 full time management, administrative and production staff worldwide. The Group follows market practice on remuneration packages. Employee's remuneration is reviewed and determined by senior management annually depending on the employee's performance, experience and industry practice. The total amount of employee's remuneration was set out in note 13 to the consolidated financial information in this report. The Group invests in its human capital. In addition to on-job training, the Group adopts policies of continuous professional training programs.

Foreign Exchange Exposure

All foreseeable foreign exchange risks of the Group are appropriately managed and hedged, if necessary.

Contingent Liabilities

As at 31st December 2022, the Group did not have any material contingent liabilities.

僱員薪酬政策

於二零二二年十二月三十一日，本集團在全球僱用790名全職之管理、行政及生產人員。本集團之薪酬組合乃按市場常規而定。高級管理人員按僱員表現、經驗及業內常規，每年檢討及釐定僱員薪酬。僱員薪酬總額於本報告綜合財務資料附註13列載。本集團對人力資源作出投資。除為員工提供在職培訓外，本集團亦制訂員工持續進修專業培訓政策。

匯率風險

本集團所有可預見外匯風險已被合適地監管，如有需要，會使用對沖安排。

或然負債

於二零二二年十二月三十一日，本集團並無任何重大或然負債。

CORPORATE GOVERNANCE REPORT

企業管治報告

The Company is firmly committed to statutory and regulatory corporate governance standards with emphasis on transparency, independence, accountability, responsibility and fairness.

The Corporate Governance Code

The Directors confirm that the Company has fully complied with the code provisions set out in the Corporate Governance Code (the "Code") attached to the Listing Rules as Appendix 14, and adopted recommended best practices set out in the Code whenever appropriate. During the year, Ms. Koo Di An, Louise, Chairman, was unable to hold a meeting with the Independent Non-Executive Directors without the presence of the Executive Directors due to other prior business engagements.

The Board

The Board's primary role is to protect and enhance long-term shareholder value. It sets the overall strategy for the Group and supervises executive management to whom the responsibility of managing the day-to-day operation of the Group is delegated. In the course of discharging its duties, the Board acts in integrity, due diligence and care, and in the best interests of the Company and its shareholders.

The Board oversees the Company in a responsible and effective manner. It has adopted formal terms of reference which details its functions and responsibilities. Its main responsibilities include, but not limited to, ensuring competent management, approving objectives, strategies and business plans, ensuring prudent conduct of operations within laws and approved policies, ensuring and monitoring integrity in the Company's conduct of affairs. Day-to-day management of the Group is delegated to the Executive Directors or the officer in charge of each division who are given clear directions as to his/her powers and are required to report back to the Board. Functions reserved to the Board and delegated to the management are reviewed periodically. The Directors, as members of the Board, jointly share responsibility for the proper direction of the Company. The Company has formal service contract with each Director setting out the key terms and conditions of his/her appointment.

本公司奉行法定及監管企業管治標準，並著重其透明度、獨立、問責、負責與公平。

企業管治守則

董事確認本公司已全面遵守上市規則附錄14所載之企業管治守則(「守則」)的條文的規定，及當適用時實行該守則的最佳建議常規。年內，主席顧迪安女士由於先前其他業務安排，未能在沒有執行董事出席的情況下，與獨立非執行董事召開會議。

董事會

董事會之主要角色乃保障及提升股東之長期價值。董事會為本集團制定整體策略及監督已獲授權處理本集團日常運作的行政管理層。於執行職責期間，董事會秉承誠實、勤勉及謹慎的態度，並以本公司及其股東的最佳利益為依歸。

董事會以盡責的態度和有效的方式領導本公司，並已採納正式而詳列其職能及責任的職權範圍。其主要責任包括但不限於確保管理層有足夠能力執行管理；審批目標、策略和業務計劃；確保日常運作審慎進行及依循法律和既定政策；確保及監察本公司事務符合道德規範。本集團的日常管理乃指派予執行董事或各部門主管負責，各執行董事及部門主管被賦予明確職權範圍，並須向董事會匯報。董事會自行承擔及轉授予管理層的職能將予定期檢討。所有董事會成員，對於為本公司制訂正確方針共同分擔責任。本公司已與各董事訂立載有其委任的主要條款及條件的正式服務合約。

Corporate Governance Report (Continued)
企業管治報告(續)

The Board (Continued)

The Board currently consists of eight (8) members whose details are set out on pages 31 to 32 of this report. It meets quarterly and holds specific meetings as and when they are deemed necessary. The Board held four (4) meetings during the year ended 31st December 2022. Notices of Board meetings were given to the Directors at least 14 days prior to the date of the meetings with the agenda and any accompanying Board papers sent at least three days before the date of the meetings. All Directors are given the opportunity to include matters for discussion in the agenda. Minutes of the Board meetings and committee meetings, recording in sufficient detail the matters considered and decisions reached, are kept by the Company Secretary and sent to the Directors or the committee members (as appropriate) for their comment and records within reasonable time after the meeting is held. They are also available for inspection by the Directors at any reasonable time on reasonable notice by any Director. A record of the Directors' attendance at Board meetings is set out on page 26 of this report.

The Group provides extensive background information about its history, mission and businesses to the Directors. The Directors are also provided with the opportunity to visit the Group's operational facilities and meet with the management to gain a better understanding of its business operations.

All Directors are encouraged to participate in continuous professional development to develop and refresh their knowledge and skills. The Company updates Directors on the latest developments regarding the Listing Rules and other applicable regulatory requirements from time to time, to ensure compliance and enhance their awareness of good corporate governance practices.

During the year, all Directors, namely, Messrs Mon Chung Hung, Siu Yuk Shing, Marco, Mon Wai Ki, Vicky, Mon Tiffany, Koo Di An, Louise, Lau Chun Kay, Lee Chung Nai, Jones and Chung Kit Ying, received regular briefings and updates on the Group's business, operations, risk management and corporate governance matters. Materials on new or changes to salient laws and regulations applicable to the Group were provided to the Directors. They also attended regulatory update sessions and seminars on relevant topics. All Directors are requested to provide the Company with their respective training record pursuant to the Code and confirmed that they have complied with C.1.4 of the Code.

The Board has separate and independent access to the senior management and the Company Secretary at all times. The Board and each Board Committee also has access to independent professional advice where appropriate.

董事會(續)

董事會現由八(8)名成員組成，其詳細資料載於本報告第31至32頁。董事會每季度均舉行會議，並於需要時召開特別會議。董事會於截至二零二二年十二月三十一日止年度共舉行四(4)次會議。董事會會議通知乃於會議舉行前至少十四日寄發予董事，而會議議程及相關董事會文件則於會議舉行前至少三日送交。全體董事皆有機會提出商討事項列入會議議程。每次董事會會議及委員會會議對會議上所考慮事項及達致的決定的詳細會議記錄乃由公司秘書存檔，並於會議舉行後合理時間內送交董事或委員會成員(視其適用情況而定)傳閱以提出意見及記錄，亦會在任何董事發出合理通知的情況下，供其在任何合理時段內查閱。董事出席董事會會議之記錄載於本報告第26頁。

本集團向董事提供關於其歷史、宗旨及業務的廣泛背景資料。董事亦獲提供參觀本集團營運設施並與管理層會面之機會，讓彼等更了解本集團之業務運作。

本公司鼓勵所有董事參與持續專業發展，以發展及重溫其知識及技能。本公司不時向董事提供上市規則以及其他適用監管規定的最新發展概況，以確保董事遵守良好的企業管治常規，並提升其對良好企業管治常規的意識。

於年內，本公司全體董事(即孟振雄先生、蕭旭成先生、孟璋琦女士、孟韋怡女士、顧迪安女士、劉振麒先生、李宗薰先生及鍾潔瑩女士)定期接受有關本集團業務、營運、風險管理及企業管治事宜的簡報及更新。董事獲提供適用於本集團的新訂重點法律及條例或重要法律及條例之變動。彼等亦出席相關議題的定期更新課程及研討會。根據守則，所有董事須向本公司提供彼等各自之培訓記錄並已確認彼等已遵守守則第C.1.4條。

董事會可於任何時間個別及獨立接觸高級管理層及公司秘書。董事會及各個董事委員會亦可於適當時候獲取獨立專業意見。

Corporate Governance Report (Continued)
企業管治報告(續)

The Board (Continued)

The Company has arranged for appropriate liability insurance for the Directors and the senior management of the Group for indemnifying their liabilities arising out of corporate activities. The insurance coverage is reviewed on an annual basis.

In order to reinforce independence, accountability and area of responsibility, the role of the Chairman is separate from that of the Chief Executive Officer. Ms. Koo Di An, Louise is the chairman of the Company and Mr. Mon Chung Hung is the chief executive officer of the Company. Their respective responsibilities are clearly established and set out in writing. The Chairman manages the Board and is responsible for ensuring that adequate information is provided to the Directors in a timely manner and all Directors are properly briefed on issues arising at Board meetings, while the Chief Executive Officer is responsible for implementing strategies, policies, and for conducting the Group's businesses.

Pursuant to the Bye-laws of the Company, one-third of the Directors that have served longest on the Board must retire at each annual general meeting, and may offer themselves for re-election. Notwithstanding that the Non-Executive Directors are appointed for a specific term of one to three years, they are also subject to retirement by rotation at least once every three years as other Directors do. To enhance accountability, any further re-appointment of an Independent Non-Executive Director, who has served the Board for more than nine years, is subject to a separate resolution to be passed by the shareholders. In addition, Directors who are appointed to fill a casual vacancy should be subject to election by shareholders at the first general meeting after appointment according to the Company's Bye-laws.

Pursuant to the requirement of the Listing Rules, the Company confirms receipt of a written confirmation from each of the Independent Non-Executive Directors for confirmation of his independence to the Company. The Company considers all its Independent Non-Executive Directors to be independent.

董事會(續)

本公司已為本集團董事及高級管理層安排適當之責任保險，就公司活動導致彼等需負之責任給予彌償。保障範圍將每年審議。

為加強各自之獨立性、責任及職責範圍，主席之角色乃獨立於行政總裁之角色。顧迪安女士為本公司主席，而孟振雄先生為本公司行政總裁。彼等各自之職責均以書面清楚界定。主席管理董事會及負責確保所有董事均可適時獲得足夠的資料以及可就董事會會議上所提出的問題獲得清楚的解釋；行政總裁則負責推行策略、政策，以及經營本集團業務。

根據本公司之公司細則，於董事會服務年資最長的三分之一之董事，必須於每次股東週年大會上告退，但可膺選連任。儘管非執行董事被委以一至三年的指定任期，彼等亦與其他董事一樣，均須最少每三年輪席告退一次。為提升彼等對責任之承擔，任何已服務董事會超過九年之獨立非執行董事，於進一步連任時，必須由股東以獨立決議案批准通過。此外，根據本公司之公司細則，所有為填補臨時空缺而被委任的董事應在接受委任後的首次股東大會上接受股東選舉。

按照上市規則之規定，本公司已確認收到各獨立非執行董事就表明其獨立於本公司而呈交之書面確認。本公司認為所有獨立非執行董事均為獨立人士。

Corporate Governance Report (Continued)
企業管治報告(續)

Responsibilities of the Directors for the Consolidated Financial Statements

The Board should present a balanced, clear and comprehensible assessment of the Company's and the Group's performance, position and prospects. The Directors should prepare the consolidated financial statements on a going concern basis, with supporting assumptions or qualifications as necessary. The Board's responsibility to present a balanced, clear and understandable assessment extends to annual and interim reports, other price-sensitive announcements and other financial disclosures required under the Listing Rules, and reports to regulators as well as to information required to be disclosed pursuant to statutory requirements.

Board Committees

The Board has established four (4) committees, each of them having specific terms of reference, to consider matters relating to specialised areas and to advise the Board or, where appropriate, to decide on behalf of the Board on such matters. Details of these committees and their principal terms of reference are as follows:

Audit Committee

The Audit Committee was established on 1st April 2003. Its current members include three (3) Independent Non-Executive Directors and one (1) Non-Executive Director, who are:

Independent Non-Executive Directors

Mr. LAU Chun Kay (*Chairman*)
Mr. LEE Chung Nai, Jones
Ms. CHUNG Kit Ying

Non-Executive Director

Ms. KOO Di An, Louise

The terms of reference of the Audit Committee are available on the Company's website at <http://perennial.todayir.com> and the Stock Exchange's website.

董事對綜合財務報表之責任

董事會應平衡、清晰及全面地評核本公司及本集團的表現、情況及前景。董事擬備的綜合財務報表應以持續經營為基礎，有需要時更應輔以假設或保留意見。董事會有責任以平衡、清晰及明白地評估，並適用於年度報告及中期報告、其他涉及股價敏感資料的公告及根據上市規則規定須予披露的其他財務資料，及向監管者提交的報告書以及根據法例規定須予披露的資料。

董事委員會

董事會已成立四(4)個委員會，每個委員會均有特定職權範圍，以審議關於特別範疇之事宜、向董事會提供建議，以及在適當時候於該等事宜上代表董事會作出決定。該等委員會及其主要職權範圍之詳情載列如下：

審核委員會

審核委員會於二零零三年四月一日成立。其現任成員包括三(3)名獨立非執行董事及一(1)名非執行董事，分別為：

獨立非執行董事

劉振麒先生(*主席*)
李宗黨先生
鍾潔瑩女士

非執行董事

顧迪安女士

審核委員會之職權範圍已刊載於本公司網站(<http://perennial.todayir.com>)及聯交所網站。

Board Committees (Continued) Audit Committee (Continued)

The Audit Committee is mainly responsible for reviewing the Group's financial and accounting policies and practices, making recommendation to the Board on the appointment, re-appointment and removal of the external auditor and any question of resignation or dismissal, their audit fees, matters relating to the independence of the external auditor; meeting with the external auditor to discuss the nature and scope of the audit, and matters of concern when requested to do so by the external auditor; reviewing the interim financial report and annual consolidated financial statements before they are submitted to the Board; discussing problems and reservations arising from the interim review and final audit, and any other matters the external auditor may wish to discuss, and reviewing the external auditor's letter to the management and the management's response; considering any major investigation findings on internal control and risk management systems matters as delegated by the Board or on its own initiative and the management's response to these findings and reviewing arrangements which employees may use, in confidence, to raise concerns about possible improprieties in financial reporting, internal control, risk management systems or other matters.

The Audit Committee meets at least twice a year with the external auditor. The Audit Committee held three (3) meetings during the year ended 31st December 2022. An attendance record of its members at the Audit Committee meetings is set out on page 26 of this report.

The Audit Committee has reviewed the interim financial report for the six months ended 30th June 2022 and the audited financial results of the Group for the year ended 31st December 2022 and the accounting principles and practices adopted by the Group. The Audit Committee also reviewed the adequacy and effectiveness of the Company's internal control and risk management systems and made recommendations to the Board. The Board has engaged an outsourced consultant to perform internal control review services for the Group.

The Audit Committee has full and direct access to the outsourced internal audit consultant, reviews the reports on all audits performed and monitors the audit performance. The Audit Committee also reviews the adequacy of the scope, functions, competency and resources of the outsourced internal audit functions.

董事委員會(續) 審核委員會(續)

審核委員會之主要職責為審閱本集團財務及會計政策及常規，就外聘核數師之委任、重新委任及罷免，或處理任何有關辭任或罷免的問題、審核費用、外聘核數師之獨立性等事宜向董事會提供意見；與外聘核數師開會討論審核工作之性質及範圍及外聘核數師認為值得關注的事項；審閱中期財務報告及年度綜合財務報表以便上呈董事會；討論源於中期審閱及年結審核過程發現之問題及保留意見、及任何其他外聘核數師欲討論之事宜；審閱外聘核數師致管理層之函件及管理層之回應；及審議董事會指派或其自發進行之內部監控及風險管理制度之主要調查結果及管理層對結果之回應；及審閱以下安排：僱員可保密地就財務匯報、內部監控、風險管理制度或其他方面可能發生的不正當行為提出關注。

審核委員會每年最少召開兩次與外聘核數師的會議。審核委員會於截至二零二二年十二月三十一日止年度共舉行三(3)次會議。委員會成員出席審核委員會會議之記錄載於本報告第26頁。

審核委員會已審閱本集團截至二零二二年六月三十日止六個月之中期財務報告及截至二零二二年十二月三十一日止年度之經審核財務業績及本集團採納之會計準則及常規。審核委員會亦已審閱本公司內部監控及風險管理制度之充足程度及有效性，並向董事會提出建議。董事會外判顧問為本集團進行內部監控檢討服務。

審核委員會可隨時直接聯絡外判內部審核顧問，審閱所有審核工作報告及監督審核的工作。審核委員會亦會檢討外判內部審核工作的範疇、職能、能力及資源是否充足。

Corporate Governance Report (Continued)
企業管治報告(續)

Board Committees (Continued) Remuneration Committee

The Remuneration Committee was established on 21st November 2005. Its current members include three (3) Independent Non-Executive Directors and one (1) Non-Executive Director, who are:

Independent Non-Executive Directors

Mr. LAU Chun Kay (*Chairman*)
Mr. LEE Chung Nai, Jones
Ms. CHUNG Kit Ying

Non-Executive Director

Ms. KOO Di An, Louise

The Remuneration Committee is mainly responsible for reviewing the Group's remuneration policies, determining the specific remuneration packages for Executive Directors and senior management, including terms of salary, discretionary bonus scheme, benefits in kind, pension rights, compensation payments and other long-term incentive schemes, and making recommendations to the Board on remuneration of the Non-Executive Directors and senior management. The terms of reference of the Remuneration Committee setting out its authority and responsibilities are available on the Company's website at <http://perennial.todayir.com> and the Stock Exchange's website.

The Remuneration Committee met once (1) in the year of 2022. During the meeting, the committee members discussed the policy for the remuneration of the Executive Directors and senior management, assessed the performance of the Executive Directors and approved the remuneration packages of the Executive Directors. An attendance record of its members at the Remuneration Committee meeting is set out on page 26 of this report.

Nomination Committee

The Nomination Committee was established on 21st November 2005. Its current members include three (3) Independent Non-Executive Directors and one (1) Non-Executive Director, who are:

Independent Non-Executive Directors

Mr. LAU Chun Kay (*Chairman*)
Mr. LEE Chung Nai, Jones
Ms. CHUNG Kit Ying

Non-Executive Director

Ms. KOO Di An, Louise

董事委員會(續)

薪酬委員會

薪酬委員會於二零零五年十一月二十一日成立。其現任成員包括三(3)名獨立非執行董事及一(1)名非執行董事，分別為：

獨立非執行董事

劉振麒先生(*主席*)
李宗鷲先生
鍾潔瑩女士

非執行董事

顧迪安女士

薪酬委員會之主要職責為審閱本集團的薪酬政策、釐定執行董事及高級管理層的特定薪酬待遇，包括薪金、酌情花紅計劃、實物利益、退休金權益、補償金及其他長期獎勵計劃，並就非執行董事及高級管理層之薪酬事宜向董事會給予建議。薪酬委員會之職權範圍中載有其授權及職責，刊載於本公司網站(<http://perennial.todayir.com>)及聯交所網站。

於二零二二年度內薪酬委員會召開一(1)次會議。於會上，委員會成員討論執行董事及高級管理層的薪酬政策、評估執行董事的表現及批准執行董事薪酬待遇。委員會成員出席薪酬委員會會議之記錄載於本報告第26頁。

提名委員會

提名委員會於二零零五年十一月二十一日成立。其現任成員包括三(3)名獨立非執行董事及一(1)名非執行董事，分別為：

獨立非執行董事

劉振麒先生(*主席*)
李宗鷲先生
鍾潔瑩女士

非執行董事

顧迪安女士

Board Committees (Continued) Nomination Committee (Continued)

The Board adopts a board diversity policy (the “Board Diversity Policy”) which sets out its approach to achieve and maintain its diversity through consideration of a number of measurable objectives including skills, professional experience, cultural and educational background, gender, age, as well as other attributes and strengths that are required for the Company’s business from time to time. Board appointments are made on a merit basis and candidates are considered against objective selection criteria, with due regard for the benefits of diversity on the Board.

The Nomination Committee is mainly responsible for reviewing the structure, size, composition and diversity (including, without limitation, gender, age, cultural and educational backgrounds, skills, knowledge and experience) of the Board on a regular basis, reviewing the candidates’ qualification and competence and the Board Diversity Policy, assessing the independence of the Independent Non-Executive Directors and making recommendations to the Board on appointment and re-appointment of Directors and the requirement on board diversity, so as to ensure that all nominations are fair and transparent. Having taken into account the above objective criteria, the Nomination Committee was of the view that the Company has a diverse Board. The revised terms of reference of the Nomination Committee setting out its authority and responsibilities are available on the Company’s website at <http://perennial.todayir.com> and the Stock Exchange’s website.

The Nomination Committee met once (1) in the year of 2022. During the meeting, the committee members discussed the procedures and criteria which should be adopted by them in nominating candidates for directorship and agreed that such criteria should include the candidates’ professional background, their financial and commercial experience and their past track record with other listed companies (if any). Candidates who satisfy the relevant criteria are then short-listed by the chairman of the Nomination Committee before their nominations are proposed to the Nomination Committee. The Nomination Committee subsequently meets to select the final candidates and submit its recommendation to the Board for its final approval. An attendance record of its members at the Nomination Committee meeting is set out on page 26 of this report.

The Company currently has four female Directors and the Board will endeavour to at least maintain female representation on the Board and take opportunities to increase the proportion of female members over time as and when suitable candidates are identified.

董事委員會(續) 提名委員會(續)

董事會採納董事會多元化政策(「董事會多元化政策」)，當中載列透過考慮一系列可計量目標以達成及保持董事會多元化之方針，包括技術、專業經驗、文化及教育背景、性別、年齡以及兼備本公司業務不時所需之其他特長與優勢之可計量目標。董事會之委任乃以任人唯賢之基準，按客觀甄選條件遴選候選人，同時應適當考慮對董事會多元化之裨益。

提名委員會之主要職責為定期檢討董事會架構、人數、組成及多元化(包括但不限於性別、年齡、文化及教育背景、技能、知識及經驗)、審閱被提名人之資格及能力以及董事會多元化政策、評定獨立非執行董事的獨立性並就委任及重新委任董事，以及董事會多元化的要求向董事會給予建議，以確保所有提名均屬公平透明。經考慮以上客觀標準，提名委員會認為本公司已符合董事會多元化。提名委員會之已修訂職權範圍中載有其授權及職責，刊載於本公司網站(<http://perennial.todayir.com>)及聯交所網站。

於二零二二年度內提名委員會召開一(1)次會議。於會上，委員會成員討論該採用的提名程序及推薦董事候選人的準則，並同意有關準則須包括候選人的專業背景、財務與商務的經驗及過去服務其他上市公司的往績記錄(如有)。符合相關標準的候選人，經提名委員會主席篩選後訂出候選人名單，呈交提名委員會。提名委員會其後舉行會議選出最後人選，並向董事會提出建議，以作最後批准。委員會成員出席提名委員會會議之記錄載於本報告第26頁。

本公司目前有四名女性董事，董事會將努力至少保持女性在董事會中的代表性，並在確定合適的候選人時把握機會增加女性成員的比例。

Corporate Governance Report (Continued)
企業管治報告(續)

Board Committees (Continued) Compliance Committee

The Compliance Committee was established on 25th November 2005. Its current members include four (4) Executive Directors, one (1) Non-Executive Director and three (3) Independent Non-Executive Directors, who are:

Executive Directors

Mr. MON Chung Hung
Mr. SIU Yuk Shing, Marco (*resigned on 22 March 2023*)
Ms. MON Wai Ki, Vicky
Ms. MON Tiffany
Mr. CHAN Chun Yiu (*appointed on 22 March 2023*)

Non-Executive Director

Ms. KOO Di An, Louise (*Chairman*)

Independent Non-Executive Directors

Mr. LAU Chun Kay
Mr. LEE Chung Nai, Jones
Ms. CHUNG Kit Ying

The Compliance Committee is mainly responsible for (i) reviewing corporate communication issued by the Company so as to ensure compliance in every respect with the listing requirements contained in the Listing Rules; and (ii) reviewing transactions entered into by the Company so as to ensure compliance with the relevant laws and regulations applicable to the Company whether of Hong Kong or elsewhere. To enhance corporate governance, the Compliance Committee was also delegated with the responsibilities of (i) developing and reviewing the Company's policies and practices on corporate governance and making recommendations to the Board; (ii) reviewing and monitoring the training and continuous professional development of Directors and senior management; (iii) developing, reviewing and monitoring the code of conduct applicable to employees and Directors; and (iv) reviewing the Company's compliance with the Code and disclosure in the corporate governance report. Where necessary, the Compliance Committee would seek professional advice in respect of the requirements of the Listing Rules and other applicable laws and regulations so as to improve the existing compliance procedures of the Company.

The Compliance Committee held one (1) meeting during the year ended 31st December 2022. During the meeting, the committee members discussed the recent amendments to the Listing Rules relating to corporate governance and resolved that more resources should be allocated for meeting the increasingly stringent requirements of the regulatory authorities. It was also suggested all future amendments to the Listing Rules should be circulated to members of the senior management so that they all understand and can help the Company to comply with its obligations under the Listing Rules and seminars on Listing Rules updates and corporate governance practices should be arranged for members of the senior management and other interested Directors. An attendance record of its members at the Compliance Committee meeting is set out on page 26 of this report.

董事委員會(續)

監察委員會

監察委員會於二零零五年十一月二十五日成立。其現任成員包括四(4)名執行董事、一(1)名非執行董事及三(3)名獨立非執行董事，分別為：

執行董事

孟振雄先生
蕭旭成先生(於二零二三年三月二十二日辭任)
孟瑋琦女士
孟韋怡女士
陳振耀先生(於二零二三年三月二十二日獲委任)

非執行董事

顧迪安女士(主席)

獨立非執行董事

劉振麒先生
李宗鷲先生
鍾潔瑩女士

監察委員會之主要職責為(i)審閱本公司所發放之企業通訊，以確保其符合上市規則訂明的所有上市規定；及(ii)審閱本公司之交易，以確保其符合香港或任何地方適用於本公司之相關法律及法規。為加強企業管治，監察委員會亦被授以如下職責：(i)制訂及審閱本公司之企業管治政策及常規，並向董事會提出建議；(ii)審閱及監察董事及高級管理層之培訓及持續專業發展；(iii)制訂、審閱及監察僱員及董事適用之操守準則；及(iv)審閱本公司遵守守則的情況及在企業管治報告內的披露事項。必要時，監察委員會將尋求有關上市規則以及其他適用法律及法規的專業意見以改善本公司現有之監察程序。

監察委員會於截至二零二二年十二月三十一日止年度召開一(1)次會議。於會上，委員會成員討論企業管治相關上市規則的最新修訂，議決應調撥更多資源以符合監管機構日益嚴格的規定。同時建議，上市規則日後所有修訂應在高級管理層成員間傳閱，以供彼等熟悉及幫助本公司履行上市規則項下的義務，亦建議就上市規則的修訂及企業管治常規為高級管理層成員及其他感興趣的董事舉辦研討會。委員會成員出席監察委員會會議之記錄載於本報告第26頁。

Corporate Governance Report (Continued)
企業管治報告(續)

Internal Control

The Board is responsible for internal control of the Group and for reviewing its effectiveness. Procedures have been designed for safeguarding assets against unauthorised use or disposition, ensuring the maintenance of proper accounting records for the provision of reliable financial information for internal use or for publication, and ensuring compliance with applicable laws, rules and regulations. The procedures provide reasonable but not absolute assurance against material errors, losses or fraud.

The Board has engaged an outsourced internal audit consultant to perform independent internal control review services. Thereafter, the outsourced consultant has assisted the Group to perform a review of the effectiveness of internal control system for certain selected processes. The assessment results and proposed improvement recommendations were reported to the Audit Committee.

The Board, through the Audit Committee, has reviewed annually the effectiveness of the Group's internal control system covering all material controls, including financial, operational and compliance controls and risk management functions and, in particular, consider the adequacy of resources, staff qualifications and experience, training programmes and budget of the Group's accounting and financial reporting function for the year ended 31st December 2022. Based on the findings of the outsourced internal audit consultant and the comments of the Audit Committee, the Board considers that the Group's internal control system is effective and adequate. Areas for improvement identified and appropriate measures taken so as to provide assurance that key business and operational risks are identified and managed.

The key procedures that the Board has established to provide effective internal control are as follows:

- (a) a comprehensive monthly management reporting system is in place providing financial and operational performance indicators to the management, and the relevant financial information for reporting and disclosure purpose;
- (b) management structure with defined roles, responsibilities and reporting lines are established. Delegated authorities are documented and communicated; and
- (c) system and procedures are in place to identify, measure, manage and control risks including liquidity, credit, market, business, regulatory, operational and reputational risks that may have an impact on the Group.

內部監控

董事會負責本集團之內部監控並審閱其效能。已制訂程序以防止資產未經授權使用或出售、確保存有正確會計記錄以提供可靠財務資料作內部使用或刊發，以及確保遵守適用法律、規則及法規。該等程序可合理並非絕對保證不會出現重大誤差、虧損或欺騙。

董事會委聘外判內部審核顧問，執行獨立內部監控審閱服務。此後，該外判顧問已協助本集團審閱內部監控制度若干選定程序的有效性。評估結果及改善建議已向審核委員會匯報。

截至二零二二年十二月三十一日止年度，董事會已透過審核委員會就本集團內部監控制度之有效性作出年度審閱，審閱範圍包括所有重要的監控，如財務、營運及監察控制及風險管理職能，及特別考慮本集團在會計及財務匯報職能方面的資源、員工資歷及經驗、培訓課程及預算是否充足。根據外判內部審核顧問之調查結果及審核委員會之意見，董事會認為本集團之內部監控制度為有效及充足。已確認可改善的地方及採取適當措施以確保主要的業務及營運風險能被確認及處理。

董事會為有效實行內部監控而確立之主要程序如下：

- (a) 設有全面每月管理匯報制度，向管理層提供財務和營運表現指標及可供匯報和披露用途之相關財務資料；
- (b) 管理架構權責清晰，匯報途徑清楚界定。各級授權均妥為記錄及發佈；及
- (c) 設有系統及程序確認、量度、管理及控制風險，包括可能影響本集團之流動資金、信貸、市場、業務、規管、營運及信譽風險。

Corporate Governance Report (Continued) 企業管治報告(續)

Risk Management Function

The Group has established a robust risk management framework, which consists of the Board, the Audit Committee and Senior Management of the Group. The Board determines the nature and extent of risks that shall be taken in achieving the Group's strategic objectives, and has the overall responsibility for monitoring the overall effectiveness of risk management. The Group identifies key risks that would adversely affect the achievement of the Group's objectives, and assesses and prioritises the identified risks according to a set of standard criteria. Risk mitigation plans are then established by the risk owners to manage the risks to acceptable level.

The Board, through the Audit Committee, has reviewed annually the effectiveness of the Group's risk management system for the year ended 31st December 2022. Based on the findings and the comments of the Audit Committee, the Board considers that the Group's risk management system is effective and adequate.

External Auditor

The Audit Committee is responsible for considering the appointment, re-appointment and removal of external auditor subject to endorsement by the Board and final approval and authorisation by shareholders of the Company in general meeting. The Audit Committee assesses the external auditor, taking into account factors such as the performance and quality of the audit and the objectivity and independence of auditor. The existing auditor of the Company is PricewaterhouseCoopers who was first appointed in 1997.

External Auditor's Remuneration

The Group was charged HK\$1,100,000 and HK\$632,000 by PricewaterhouseCoopers for auditing and non-auditing services respectively for the year ended 31st December 2022. The non-auditing services mainly consist of taxation services.

Financial Reporting

The Board, supported by the accounts department, is responsible for the preparation of the consolidated financial statements of the Company and the Group. In preparing the consolidated financial statements, the Board has adopted generally accepted accounting standards in Hong Kong and complied with accounting standards issued by the Hong Kong Institute of Certified Public Accountants. Appropriate accounting policies have also been used and applied consistently.

The reporting responsibilities of the external auditor are set out in the Independent Auditor's Report on pages 38 to 45 of this annual report.

風險管理職能

本集團已制定穩健的風險管理組織架構，由本集團董事會、審核委員會及高級管理層組成。董事會釐定就達成本集團策略目標應承擔的風險性質及程度，並全面負責監督風險管理的整體成效。本集團識別對實現本集團目標造成不利影響的主要風險，並根據一套標準準則評估及排列所識別風險的優先次序。之後由風險負責人制定風險緩解計劃，以便將風險管控至可接受水平。

董事會透過審核委員會對截至二零二二年十二月三十一日止年度本集團風險管理系統的成效進行年度審閱。根據審核委員會的調查結果及意見，董事會認為本集團的風險管理系統有效及充分。

外聘核數師

審核委員會負責審議外聘核數師之委任、連任及罷免，惟須獲得董事會之批准及本公司股東在股東大會上作出最終批准及授權。審核委員會透過審核表現及質素，以及核數師之客觀性及獨立性等因素評核外聘核數師。本公司現任核數師為羅兵咸永道會計師事務所，於一九九七年獲聘任。

外聘核數師酬金

本集團於截至二零二二年十二月三十一日止年度向羅兵咸永道會計師事務所支付審核服務費用1,100,000港元及非審核服務費用632,000港元。非審核服務主要包括稅務服務。

財務申報

董事會在會計部門協助下負責編製本公司及本集團之綜合財務報表。於編製綜合財務報表時，董事會採納香港公認會計準則並遵守香港會計師公會頒佈之會計準則，並一直貫徹使用及應用合適之會計政策。

外聘核數師之報告責任載於本年報第38至45頁之獨立核數師報告。

Model Code for Securities Transactions

The Company has adopted a code of conduct regarding Directors' and employees' securities transactions on terms no less exacting than the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Listing Rules. Having made specific enquiry of all Directors, they had complied with the required standards of the said code during the year.

Shareholders' Rights

The Board and management shall ensure shareholders' rights and all shareholders are treated equitably and fairly. Pursuant to the Company's Bye-laws, any shareholder entitled to attend and vote at a general meeting of the Company is entitled to appoint another person as his proxy to attend and vote instead of him. In addition, shareholders who hold not less than one-tenth of the paid up capital of the Company shall have the right, by written requisition to the Board or the Company Secretary of the Company, to require a special general meeting to be called by the Board for the transaction of any business specified in such requisition. The requisition must state the purposes of the meeting, and must be signed by the requisitionists and deposited at the registered office of the Company, and may consist of several documents in like form each signed by one or more requisitionists. If the Directors do not within 21 days from the date of the deposit of the requisition proceed duly to convene a meeting, the requisitionists, or any of them representing more than one half of the total voting rights of all of them, may themselves convene a meeting, but any meeting so convened shall not be held after the expiration of three (3) months from the said date.

董事進行證券交易的標準守則

本公司已就董事及僱員進行證券交易採納了一套條款不寬於上市規則附錄10所載上市發行人董事進行證券交易標準守則(「標準守則」)的操守準則。經向全體董事作出特定查詢後，彼等於本年度均遵守了上述準則之規定。

股東權利

董事會及管理層須確保股東之權利以及所有股東均獲得公平和公正的對待。根據本公司之公司細則，任何有權出席和於本公司股東大會上投票之股東，均有權委任他人代表出席及投票。此外，持有本公司已繳足股本不少於十分之一的股東，有權向本公司董事會或公司秘書發出書面請求，要求董事會召開股東特別大會，以處理該等要求列明的任何事項。請求書必須列明會議目的，並必須由呈請者簽署及遞交至本公司註冊辦事處，並可由一位或多於一位呈請者簽署同一格式之多份文件組成。如董事未能於送達請求書二十一日期內正式進行召開該大會，呈請者或持有超過全部呈請者總投票權半數的任何呈請者可以自行召開該大會，惟任何由此召開的會議不能於所述日期屆滿三(3)個月後召開。

Corporate Governance Report (Continued)
企業管治報告(續)

Shareholders' Rights (Continued)

Moreover, shareholders who hold not less than one-twentieth of the paid up capital of the Company or not less than 100 shareholders shall have the right, by written requisition to the Board or the Company Secretary of the Company, to put forward a resolution which may properly be moved and is intended to be moved at an annual general meeting. The Company shall not be bound to give notice of the proposed resolution or circulate a statement with respect to the matter referred to in the proposed resolution to shareholders unless (a) a copy of the requisition signed by the requisitionists, or two or more copies which between them contain the signatures of all the requisitionists, is deposited at the registered office of the Company not less than six (6) weeks before the meeting in the case of a requisition requiring notice of a resolution and not less than one (1) week before the meeting in the case of any other requisition and (b) there is deposited or tendered with the requisition a sum reasonably sufficient to meet the Company's expenses in giving effect thereto. If, however, after a copy of the requisition requiring notice of a resolution has been deposited at the registered office of the Company, an annual general meeting is called for a date six (6) weeks or less after the copy has been deposited, the copy though not deposited within the time required as referred to above shall be deemed to have been properly deposited for the purposes thereof.

Chairmen of the various Board committees, or failing the Chairmen, any member from the respective committees, must attend the annual general meetings of the Company to address shareholders' queries. External auditor shall also be invited to attend the Company's annual general meetings and are available to assist the Directors in addressing queries from shareholders relating to the conduct of the audit and the preparation and content of its auditor's report.

For each substantially separate issue at a general meeting, a separate resolution would be proposed. Resolutions put to the vote at any general meeting (other than those on procedural and administrative matters) are taken by poll. Procedures regarding the conduct of the poll are explained to the shareholders at the commencement of each general meeting, and questions (if any) from shareholders regarding the voting procedures would be answered.

股東權利(續)

此外，持有本公司已繳足股本不少於二十分之一的股東，或不少於100名股東，有權透過向本公司董事會或公司秘書發出書面請求，以提呈可能於股東週年大會上動議及擬於會上動議的決議案。本公司毋須向股東發出有關建議決議案的通知或傳閱就建議決議案所提述事宜作出的陳述書，除非(a)如屬要求發出決議案通知的請求書，一份由呈請者簽署的請求書(或兩份或以上載有全體呈請者簽名的請求書)在有關大會舉行前不少於六(6)個星期已遞交至本公司註冊辦事處；如屬任何其他請求書，則上述請求書在有關大會舉行前不少於一(1)個星期已遞交至本公司註冊辦事處及(b)已隨上述請求書存放或支付一筆合理地足以應付本公司於執行請求書的要求時所可能產生開支的款項。然而，倘在要求發出決議案通知的請求書遞交至本公司註冊辦事處後，在該請求書遞交後六(6)個星期或以下的日期召開股東週年大會，則該請求書儘管並非在上述所規定的時間內遞交，但就此而言亦須當作已恰當地遞交。

各董事委員會主席或委員會各自之任何成員(如主席未能出席)必須出席本公司股東週年大會以回答股東提問。外聘核數師亦應獲邀出席本公司之股東週年大會，並就有關審核處理及其核數師報告之編製及內容，協助董事回答股東之提問。

股東大會上，應就每項實際獨立的事宜個別提出決議案。在任何股東大會上提呈表決的決議案(有關會議程序及行政事宜者除外)均將以投票方式進行表決。於每次股東大會開始時，將會向股東說明投票表決的程序，亦會回答股東所提出與表決程序有關的問題(如有)。

Corporate Governance Report (Continued) 企業管治報告(續)

Investor Relations

The Company believes in regular and timely communication with shareholders as part of its efforts to help shareholders understand its business better and the way the Company operates.

To promote effective communication with the public at large, the Company maintains a website on which comprehensive information about the Company, its major businesses, financial information and particulars of Directors are posted. The Company's publications, including press releases, announcements, annual and interim reports, shareholders circulars are being made available on this website (<http://perennial.todayir.com>).

In addition, shareholders who have any enquiries regarding the Company may send their enquiries in writing to the principal place of business of the Company in Hong Kong for the attention of the Company Secretary who will then forward the same to the Board and/or the relevant Board committees for response (where appropriate). The Company reviewed the implementation and effectiveness of the shareholders' communication policy and considered it to be effective.

The Bye-laws of the Company is available on the websites of the Company (<http://perennial.todayir.com>) and the Stock Exchange (www.hkexnews.hk). During the financial year ended 31st December 2022, the Company did not make any changes to its Bye-laws.

Company Secretary

Mr. Lai Wing Hong is the company secretary of the Company. He has complied with Rule 3.29 of the Listing Rules and has taken no less than 15 hours of relevant professional training during the financial year ended 31st December 2022.

投資者關係

本公司認為，致力與股東保持定期及適時之溝通，有助股東了解本公司之業務及其經營方式。

為促進與公眾的有效溝通，本公司透過網站發放有關本公司、其主要業務、財務資料及董事詳情之全面資訊。本公司亦將其出版之刊物，包括新聞稿、公告、年度報告及中期報告、股東通函上載於此網站(<http://perennial.todayir.com>)。

此外，股東如對本公司存有任何疑問，可以書面形式將有關疑問遞交至本公司於香港的主要營業地點，註明公司秘書處，公司秘書隨後會將股東的疑問送呈董事會及／或相關董事委員會(視其適用情況而定)以待回覆。以上政策將會被定期檢討，以確保與股東維持有效溝通。本公司已檢討股東通訊政策之執行情況及成效，並認為其有效。

本公司之公司細則可於本公司網站(<http://perennial.todayir.com>)及聯交所網站(www.hkexnews.hk)查閱。截至二零二二年十二月三十一日止財政年度，本公司並無對其公司細則進行任何更改。

公司秘書

黎永康先生為本公司的公司秘書。彼已遵守上市規則第3.29條，且於截至二零二二年十二月三十一日止財政年度參與不少於15小時的相關專業培訓。

Corporate Governance Report (Continued)
企業管治報告(續)

Directors' Attendance at Board, Audit Committee, Remuneration Committee, Nomination Committee, Compliance Committee and General Meetings

董事於董事會、審核委員會、薪酬委員會、提名委員會、監察委員會及股東大會之出席記錄

		Board Meetings 董事會會議	Audit Committee Meetings 審核委員會會議	Remuneration Committee Meetings 薪酬委員會會議	Nomination Committee Meetings 提名委員會會議	Compliance Committee Meetings 監察委員會會議	General Meetings 股東大會
Total number of meetings held during the year ended 31st December 2022	截至二零二二年十二月三十一日止年度內舉行之會議總數	4	3	1	1	1	1
Number of meetings attended:	出席會議次數：						
Executive Directors	執行董事						
Mr. MON Chung Hung (Chief Executive Officer & Deputy Chairman)	孟振雄先生 (行政總裁及副主席)	4	N/A 不適用	N/A 不適用	N/A 不適用	1	1
Mr. SIU Yuk Shing, Marco	蕭旭成先生	4	N/A 不適用	N/A 不適用	N/A 不適用	1	1
Ms. MON Wai Ki, Vicky	孟瑋琦女士	4	N/A 不適用	N/A 不適用	N/A 不適用	1	1
Ms. MON Tiffany	孟韋怡女士	4	N/A 不適用	N/A 不適用	N/A 不適用	1	1
Non-Executive Director	非執行董事						
Ms. KOO Di An, Louise (Chairman)	顧迪安女士(主席)	4	3	1	1	1	1
Independent Non-Executive Directors	獨立非執行董事						
Mr. LAU Chun Kay	劉振麒先生	4	3	1	1	1	1
Mr. LEE Chung Nai, Jones	李宗肅先生	4	3	1	1	1	1
Ms. CHUNG Kit Ying	鍾潔瑩女士	4	3	1	1	1	1

DIRECTORS' REPORT

董事報告

The Board submits their report together with the audited consolidated financial statements for the year ended 31st December 2022.

董事會謹此提呈董事報告及截至二零二二年十二月三十一日止年度之經審核綜合財務報表。

Principal Activities and Geographical Analysis of Operations

The principal activity of the Company is investment holding. Its subsidiaries are principally engaged in the manufacturing and trading of electric cable and wire products. The activities of the subsidiaries are set out in note 29 to the consolidated financial statements.

主要業務及營運之地區分析

本公司之主要業務為投資控股。其附屬公司主要從事製造及買賣電線及導線產品業務。附屬公司之業務載於綜合財務報表附註29。

An analysis of the Group's performance for the year by geographical segment is set out in note 5 to the consolidated financial statements.

本年度按主要地區劃分之本集團業務表現分析載於綜合財務報表附註5。

Five Years Financial Summary

A summary of the results, assets and liabilities of the Group for the last five financial years is set out below:

五年財務概要

下表載列本集團在過往五個財政年度之業績、資產及負債概要：

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元	2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元	2018 二零一八年 HK\$'000 千港元
Revenue	收益	324,524	373,472	282,342	301,357	355,744
Profit for the year	全年溢利	15,848	13,689	(19,231)	(13,198)	(1,760)
Total assets	總資產	661,831	727,733	685,978	714,879	732,950
Total liabilities	總負債	95,726	158,675	136,698	(152,355)	(154,865)
Total equity	總權益	566,105	569,058	549,280	562,524	578,085

Analysis of the Group's Performance

An analysis of the Group's performance is set forth in the Chairman's Statement on pages 6 to 10 of this report.

本集團之業務表現分析

本集團之業務表現分析載於本報告第6至10頁之主席報告。

Major Suppliers and Customers

The percentages of purchases and sales for the year attributable to the Group's major suppliers and customers respectively, classified by individual entity, are as follows:

主要供應商及客戶

本年度內本集團之主要供應商及客戶，以個別實體分類之採購及銷售百分比分別如下：

		%
Purchases	採購	
– the largest supplier	– 最大供應商	25%
– five largest suppliers combined	– 五大供應商合計	67%
Sales	銷售	
– the largest customer	– 最大客戶	28%
– five largest customers combined	– 五大客戶合計	71%

Directors' Report (Continued) 董事報告(續)

Major Suppliers and Customers (Continued)

None of the directors, their close associates (as defined in the Listing Rules) or any shareholder (which to the knowledge of the directors owns more than 5% of the Company's share capital) had an interest in the major suppliers or customers noted above.

Dividend Policy

Pursuant to the Dividend Policy, the Board shall also take into account the following factors of the Company and its subsidiaries when considering the declaration and payment of dividends:

- (a) operating and financial results;
- (b) cash flow situation;
- (c) business conditions and strategies;
- (d) future operations and earnings;
- (e) taxation considerations;
- (f) capital requirements and expenditure plans;
- (g) interests of shareholders;
- (h) restrictions under the Bermuda Laws and the Company's memorandum of association and the bye-laws of the Company; and
- (i) any other factors that the Board may consider relevant.

Results and Appropriations

The results of the Group for the year are set out in the consolidated income statement on page 46 of this report.

The Board recommends the payment of a final dividend of HK\$0.30 per ordinary share. The recommended final dividend is subject to shareholders' approval at the forthcoming annual general meeting of the Company.

Principal Properties

Details of the principal properties held for the Group's main operations are set out in note 15 to the consolidated financial statements.

Details of the principal properties held for investment purposes are set out in note 16 to the consolidated financial statements.

Share issued in the year

No new shares were issued during the year. Details of shares issued as at 31st December 2022 are set out in note 21 to the consolidated financial statements.

主要供應商及客戶(續)

董事、彼等之緊密聯繫人(定義見上市規則)或任何股東(指據董事所知擁有本公司股本5%以上之股東)並無於上述主要供應商或客戶中擁有權益。

股息政策

根據股息政策，董事會在考慮宣派股息時，應同時考慮下列有關本公司及其附屬公司的因素：

- (a) 經營及財務業績；
- (b) 現金流量狀況；
- (c) 業務狀況及策略；
- (d) 未來營運及盈利；
- (e) 稅務考慮；
- (f) 資金需求及支出計劃；
- (g) 股東的利益；
- (h) 根據百慕達法律及本公司組織章程大綱及本公司細則的限制；及
- (i) 董事會可能認為相關的任何其他因素。

業績及分配

本年度內本集團之業績載於本報告第46頁之綜合損益表。

董事會建議派付末期股息每股普通股0.30港元。建議末期股息須待股東於本公司應屆股東週年大會上批准方始作實。

主要物業

持作本集團主營業務之主要物業之詳情載於綜合財務報表附註15。

持作投資用途之主要物業之詳情載於綜合財務報表附註16。

於年內發行股份

於年內並無發行新股份。於二零二二年十二月三十一日之已發行股份詳情載於綜合財務報表附註21。

Distributable Reserves

As at 31st December 2022, the Company's reserves available for distribution, calculated in accordance with the laws of Bermuda, amounted to HK\$19,510,000. In addition, the Company's contributed surplus, amounting to HK\$62,548,000 as at 31st December 2022, is available for distribution. However, the Company cannot declare or pay a dividend, or make a distribution out of the contributed surplus if (i) it is, or would after the payment be, unable to pay its liabilities as they become due; or (ii) the net realisable value of its assets would thereby be less than the aggregate of its liabilities and its share capital and share premium account. The Company's share premium account with a balance of HK\$15,885,000 as at 31st December 2022 is distributable in the form of fully-paid bonus shares.

Donations

Charitable donations made by the Group during the year amounted to approximately HK\$1,194,000.

Pre-Emptive Rights

There are no provisions for pre-emptive rights under the Company's Bye-laws and there is no restriction against such rights under the laws of Bermuda, which would oblige the Company to offer new shares on a pro-rata basis to existing shareholders.

Purchase, Sale and Redemption of the Company's Listed Securities

The Company has not redeemed any of its shares during the year. Neither the Company nor any of its subsidiaries has purchased, redeemed or sold any of the Company's shares during the year.

Public Float

Based on the information that is publicly available to the Company and within the knowledge of the Directors, more than 25% of the Company's issued shares was held by the public as at 21st March 2023, being the latest practicable date prior to the issue of this annual report, in accordance with Rule 8.08 of the Listing Rules.

可供分派儲備

於二零二二年十二月三十一日，本公司根據百慕達法例計算之可供分派儲備為19,510,000港元。此外，本公司於二零二二年十二月三十一日之實繳盈餘為62,548,000港元，乃可供分派。然而，倘(i)本公司無法(或於派付股息後無法)償還其到期負債；或(ii)其資產之可變現淨值低於其負債、其股本及股份溢價賬之總和，則本公司不可宣派或派付股息，或自實繳盈餘作出分派。本公司於二零二二年十二月三十一日之股份溢價賬結餘15,885,000港元可以繳足股款之紅股方式分派。

捐款

本年度內本集團之慈善捐獻約為1,194,000港元。

優先購買權

本公司之公司細則並無優先購買權之規定，而百慕達法例並無有關本公司須按比例向現有股東提呈發售新股份之優先購買權規定。

購買、出售及贖回本公司之上市證券

本公司並無在本年度內贖回其任何股份。本公司及其任何附屬公司概無在本年度內購買、贖回或出售任何本公司之股份。

公眾持股量

根據本公司從公開途徑所取得的資訊及就董事所知，於二零二三年三月二十一日，即本年報發行前最後實際可行日期，本公司已發行股份超過25%由公眾持有，符合上市規則第8.08條。

Directors' Report (Continued)
董事報告(續)

Analysis of Bank Loans and Other Borrowings

The Group's bank loans and other borrowings as at 31st December 2022, in accordance with the repayment schedule (without taking into account any repayment on demand clause), are repayable over the following periods:

		Bank loans 銀行貸款 HK\$'000 千港元	Trust receipt loans 信託收據貸款 HK\$'000 千港元	Total 總額 HK\$'000 千港元
Within 1 year	1年內	19,000	3,775	22,775

Directors

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

Executive Directors

Mr. MON Chung Hung
(Chief Executive Officer & Deputy Chairman)
Mr. SIU Yuk Shing, Marco (resigned on 22 March 2023)
Ms. MON Wai Ki, Vicky
Ms. MON Tiffany
Mr. CHAN Chun Yiu (appointed on 22 March 2023)

Non-Executive Director

Ms. KOO Di An, Louise (Chairman)

Independent Non-Executive Directors

Mr. LAU Chun Kay
Mr. LEE Chung Nai, Jones
Ms. CHUNG Kit Ying

Mr. MON Chung Hung, Mr. LAU Chun Kay and Mr. LEE Chung Nai, Jones will retire in accordance with clause 111 of the Company's Bye-laws at the forthcoming Annual General Meeting of the Company. All of them, being eligible, offer themselves for re-election.

The term of office of each non-executive and independent non-executive director is not more than three years and subject to retirement by rotation in accordance with the Company's Bye-laws.

銀行貸款及其他借款分析

本集團於二零二二年十二月三十一日之銀行貸款及其他借款，根據還款時間表並忽略任何按要求償還條款，須於下列期限償還：

		Bank loans 銀行貸款 HK\$'000 千港元	Trust receipt loans 信託收據貸款 HK\$'000 千港元	Total 總額 HK\$'000 千港元
Within 1 year	1年內	19,000	3,775	22,775

董事

於本年度內及直至本報告日期本公司之董事如下：

執行董事

孟振雄先生
(行政總裁及副主席)
蕭旭成先生(於二零二三年三月二十二日辭任)
孟瑋琦女士
孟韋怡女士
陳振耀先生(於二零二三年三月二十二日獲委任)

非執行董事

顧迪安女士(主席)

獨立非執行董事

劉振麒先生
李宗鷲先生
鍾潔瑩女士

孟振雄先生、劉振麒先生及李宗鷲先生將根據本公司之公司細則第111條於本公司即將舉行的股東週年大會上告退。彼等均符合資格並願意膺選連任。

各非執行董事及獨立非執行董事之任期不多於三年，並須根據本公司之公司細則輪席告退。

Biographical Details of Directors and Senior Management

The biographical details of the directors and senior management of the Company are set out as follows:

Executive Directors

Mr. Mon Chung Hung, aged 72, is the founder of the Group, the Chief Executive Officer, the Deputy Chairman, an Executive Director, Authorised Representative and a member of the compliance committee of the Board. Mr. Mon has over 44 years of experience in the electric cable and wire industry. He is responsible for the Group's overall strategic planning and policy making. Mr. Mon is a director of Spector Holdings Limited, the controlling shareholder of the Company. He is also the husband of Ms. Koo Di An, Louise and the father of Ms. Mon Wai Ki, Vicky and Ms. Mon Tiffany.

Mr. Siu Yuk Shing, Marco, aged 63, is an Executive Director, Authorised Representative and a member of the compliance committee of the Board. He joined the Group in 1989. Mr. Siu has over 34 years of experience in the electric cable and wire industry. Mr. Siu is also the Sales Director of the Group and is responsible for sales of the Group's products and product development.

Ms. Mon Wai Ki, Vicky, aged 48, is an Executive Director and a member of the compliance committee of the Board. She graduated from the Central Queensland University in Australia with a Bachelor of Communications degree. She joined the Group in 2004. As the Marketing Executive, she participates in developing marketing strategies. She is the daughter of Mr. Mon Chung Hung and Ms. Koo Di An, Louise, and the elder sister of Ms. Mon Tiffany.

Ms. Mon Tiffany, aged 42, is an Executive Director and a member of the compliance committee of the Board. She holds a bachelor's double major degree in economics and management from the University of Sydney, Australia, Diploma in Company Direction from Hong Kong Institute of Directors, and "RSSGB" certification from Six Sigma Institute. She joined the Group in 2002. As the Marketing Communications Manager, she coordinates marketing strategies and is also responsible for the information system of the Company. She is the daughter of Mr. Mon Chung Hung and Ms. Koo Di An, Louise, and the younger sister of Ms. Mon Wai Ki, Vicky.

董事及高級管理層之詳細履歷

本公司董事及高級管理層之詳細履歷載列如下：

執行董事

孟振雄先生，72歲，本集團創辦人、行政總裁、副主席、執行董事、授權代表及董事會監察委員會成員。孟先生在電線及導線業積逾44年經驗。彼負責本集團之整體策略規劃及決策工作。孟先生為本公司控股股東Spector Holdings Limited之董事。彼亦為顧迪安女士之丈夫以及孟瑋琦女士及孟韋怡女士之父親。

蕭旭成先生，63歲，執行董事、授權代表及董事會監察委員會成員。彼於一九八九年加入本集團。蕭先生在電線及導線業積逾34年經驗。蕭先生亦為本集團之營業總監，負責本集團產品之銷售及產品發展工作。

孟瑋琦女士，48歲，執行董事及董事會監察委員會成員。彼畢業於澳洲Central Queensland University，獲傳理學學士學位。彼於二零零四年加入本集團。作為營銷主任，彼參與制訂營銷策略。彼為孟振雄先生及顧迪安女士之女兒，以及孟韋怡女士之胞姊。

孟韋怡女士，42歲，執行董事及董事會監察委員會成員。彼持有澳洲雪梨大學經濟及管理雙學士學位、於香港董事學會公司董事文憑及六式碼學會綠帶資格。彼於二零零二年加入本集團。作為營銷通訊經理，彼負責統籌營銷策略及本公司資訊科技系統。彼為孟振雄先生及顧迪安女士之女兒，以及孟瑋琦女士之胞妹。

Directors' Report (Continued)
董事報告(續)

Biographical Details of Directors and Senior Management (Continued)

Non-Executive Director

Ms. Koo Di An, Louise, aged 71, is the Chairman, a Non- Executive Director, the chairman of the compliance committee and a member of the audit, remuneration and nomination committees of the Board. She joined the Group in 1989. Ms. Koo is a director of Spector Holdings Limited, the controlling shareholder of the Company. She is also the wife of Mr. Mon Chung Hung and the mother of Ms. Mon Wai Ki, Vicky and Ms. Mon Tiffany.

Independent Non-Executive Directors

Mr. Lau Chun Kay, B.Sc., MBA, M.A., aged 74, is an Independent Non-Executive Director, the chairman of the audit, remuneration and nomination committees and a member of the compliance committee of the Board. He joined the Group in 1996. Mr. Lau is a registered professional engineer and holds a master's degree in business administration and a bachelor's degree in electrical engineering from the University of Hong Kong, and a master degree in history and a master degree in Philosophy from the Chinese University of Hong Kong. Mr. Lau is a Life President of the Hong Kong Electrical Contractors Association, and a past President and current Secretary General of The Federation of Asian and Pacific Electrical Contractors Associations. He is also the Executive Director of the Hong Kong Federation of Electrical and Mechanical Contractors. He has over 51 years of experience in management and engineering.

Mr. Lee Chung Nai, Jones, aged 74, is an Independent Non-Executive Director and a member of the audit, remuneration, nomination and compliance committees of the Board. He joined the Group in 2010. Mr. Lee has over 40 years of experience in international trade in toys, among which Mr. Lee had also operated a toys factory with 2,000 workers in China for 10 years. Mr. Lee had also operated a subsidiary company in Hong Kong for a listed company in Australia. Mr. Lee has his own toy company.

Ms. Chung Kit Ying, aged 48, is an Independent Non-Executive Director and a member of the audit, remuneration, nomination and compliance committee of the Board. She joined the Group in December 2017. Ms. Chung obtained a degree of Bachelor of Business Administration and a degree of Master of Science in Finance from the Chinese University of Hong Kong in 1997 and 2007, respectively. Ms. Chung has worked in an international firm of certified public accountants and the finance department of a listed group, and has over 24 years of experience in accounting and auditing. Ms. Chung is a member of Hong Kong Institute of Certified Public Accountants ("HKICPA") and a fellow member of the Association of Chartered Certified Accountants ("ACCA").

董事及高級管理層之詳細履歷(續)

非執行董事

顧迪安女士，71歲，主席、非執行董事、董事會監察委員會主席以及審核、薪酬及提名委員會成員。彼於一九八九年加入本集團。顧女士為本公司控股股東Spector Holdings Limited之董事。彼亦為孟振雄先生之妻子，以及孟瑋琦女士及孟韋怡女士之母親。

獨立非執行董事

劉振麒先生，B.Sc., MBA, M.A.，74歲，獨立非執行董事、董事會審核、薪酬及提名委員會主席以及監察委員會成員。彼於一九九六年加入本集團。劉先生為一名註冊專業工程師及持有香港大學工商管理碩士學位及電機工程學士學位、香港中文大學歷史碩士學位及哲學系碩士學位。劉先生為香港電器工程商會之永遠會長，以及亞洲太平洋電氣工事協會聯合會之前任會長及現任秘書長。彼亦為香港機電工程商聯會行政總監。彼在管理及工程方面積逾51年經驗。

李宗廬先生，74歲，獨立非執行董事以及董事會審核、薪酬、提名及監察委員會成員。彼於二零一零年加入本集團。李先生有超過40年的國際玩具貿易經驗，其中有十年營運一家於中國有2,000名工人的玩具工廠。李先生亦曾替一家澳洲上市公司管理一家在香港的附屬公司。李先生擁有自家玩具公司。

鍾潔瑩女士，48歲，獨立非執行董事以及董事會審核、薪酬、提名及監察委員會成員。彼於二零一七年十二月加入本集團。鍾女士分別於一九九七年及二零零七年於香港中文大學取得工商管理學士學位及財務學之理學碩士學位。鍾女士曾於一間國際會計師行及一間上市公司之財務部工作，在會計及核數行業積逾24年經驗。鍾女士為香港會計師公會(「香港會計師公會」)會員及特許公認會計師公會(「特許公認會計師公會」)資深會員。

Biographical Details of Directors and Senior Management (Continued)

Senior Management

Mr. Wong Andy Tze On, aged 55, is the Chief Financial Officer (the "CFO"). He joined the Group in November 2021. Mr. Wong has over 25 years of experience in financial management of multinational corporations. He was formally an executive director and the CFO of a locally listed electronic manufacturing group with operations in the US, and production facilities on Mainland China and Indonesia from 1997 to 2019. From August 2020 to September 2021, Mr. Wong was the CFO, authorised representative and Company Secretary of another listed company. Mr. Wong holds a business degree in accounting from Curtin University of Technology, Western Australia. He is a member of the CPA Australia, the Association of Chinese Internal Auditors and the Pan-Asia Risk and Insurance Management Association.

Mr. Chan Chun Yiu, aged 51, is the Group's Manufacturing Manager and is responsible for quality management and manufacturing engineering. He joined the Group in 1997, holds a Bachelor degree and Master degree in Mechanical Engineering and has over 26 years of experience in the electric cable and wire industry. Mr. Chan has been a director of a major operating subsidiary of the Company for five years.

Mr. Mon Derek, aged 35, joined the group in 2013 and is the Group's sales and marketing manager. He is a director of two fully-owned subsidiaries of the Company. He graduated from University of Sydney with a Bachelor of Science and Technology. He obtained "RLSGB" certification from Six Sigma institute. Being the Group's sales representative, he also participates in new product development and product sales. Mr. Mon Derek is the son of Mr. Mon Chung Hung and Ms. Koo Di An, Louise, the brother of Ms. Mon Wai Ki, Vicky and Ms. Mon Tiffany.

Mr. Lai Wing Hong, aged 45, is the Finance Manager and Company Secretary of the Company. He is a fellow member of the HKICPA and a fellow member of the ACCA. He holds a Bachelor (Honours) Degree in Accountancy from the Hong Kong Polytechnic University and a Master Degree in Business Administration from the Holmes Institute. Mr. Lai joined the Group in March 2019 and is responsible for finance functions and the Company Secretary work. He has over 21 years of experience in auditing and accounting including being the company secretary and the senior financial executive of a company listed on GEM of the Stock Exchange.

Directors' Service Contracts

None of the Directors proposed for re-election at the forthcoming annual general meeting has a service contract with the Company which is not determinable within one year without payment of compensation, other than statutory compensation.

董事及高級管理層之詳細履歷(續)

高級管理層

王子安先生，55歲，財務總監(「財務總監」)。彼於二零二一年十一月加入本集團。王先生於跨國企業之財務管理方面擁有逾25年經驗。彼於一九九七年至二零一九年期間曾擔任一間於美國設有業務及於中國內地和印尼設有廠房的本地上市電子玩具製造集團的執行董事及財務顧問。王先生於二零二零年八月至二零二一年九月期間曾擔任另一間上市公司的首席財務官、授權代表及公司秘書。王先生持有西澳大利亞科廷科技大學會計學商學學位。彼為澳大利亞執業會計師公會、華人內部審計師公會及泛亞風險與保險經理人協會會員。

陳振耀先生，51歲，本集團生產經理，負責質量管理及製造工程。彼於一九九七年加入本集團，持有機械工程學士及碩士學位，在電線及導線業積逾26年經驗。陳先生亦已擔任本公司一間主要營運附屬公司的董事達五年。

孟韋豪先生，35歲，於二零一三年加入本集團，為本集團的銷售及營銷經理。彼為本公司兩間全資附屬公司的董事。彼畢業於悉尼大學，取得科技學士學位。彼取得六式碼學會的精益六式碼綠帶證書。作為本集團的銷售代表，彼亦參與新產品開發及產品銷售。孟韋豪先生為孟振雄先生及顧迪安女士之兒子以及孟瑋琦女士及孟韋怡女士之胞弟。

黎永康先生，45歲，為本公司財務經理及公司秘書。彼為香港會計師公會資深會員及英國特許公認會計師公會資深會員。彼持有香港理工大學會計(榮譽)學士學位及霍姆斯學院工商管理碩士學位。黎先生於二零一九年三月加入本集團，負責財務職能及公司秘書工作。彼於審計及會計方面擁有逾21年經驗，曾擔任一間聯交所GEM上市公司的公司秘書及高級財務行政人員。

董事之服務合約

擬於應屆股東週年大會重選連任的董事概無與本公司訂立任何不能在一年內終止而毋須支付賠償金(法定賠償除外)之服務合約。

Directors' Report (Continued)
董事報告(續)

Directors' Material Interests in Transactions, Arrangements and Contracts that are Significant in Relation to the Group's Business

No transactions, arrangements and contracts of significance in relation to the Group's business to which its holding company or the Company's subsidiaries was a party, and in which a director of the Company and the directors' connected party had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

Directors' and Chief Executives' Interests and Short Positions in the Shares, Underlying Shares and Debentures

As at 31st December 2022, the interests and short positions of the Directors and the chief executives of the Company in the Shares, underlying Shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) ("SFO")), which were required (i) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO), or (ii) pursuant to Section 352 of the SFO, to be entered in the register referred to therein or (iii) pursuant to the Model Code, to be notified to the Company and the Stock Exchange, were as follows:

Ordinary shares of HK\$0.10 each in the Company (the "Shares")

Long Positions in Shares

Name 姓名	Personal interests 個人權益	Number of shares 股份數目			Total interests 總權益	Total interests as % of the relevant issued share capital 總權益佔相關已發行股本之百分比
		Family interests 家族權益	Corporate interests 法團權益			
MON Chung Hung 孟振雄	—	—	147,252,000 (note 1) (附註1)	147,252,000	74.01%	
KOO Di An, Louise 顧迪安	—	147,252,000 (note 2) (附註2)	—	147,252,000	74.01%	
LAU Chun Kay 劉振麒	138,000	—	—	138,000	0.07%	

董事於與本集團業務有重大關係之交易、安排及合約之重大權益

控股公司或本公司附屬公司並無訂立任何於年終或年內任何時間存續、且與本集團業務有重大關係及當中有本公司之董事或董事之關連方直接或間接擁有重大權益之重大交易、安排及合約。

董事及主要行政人員擁有之股份、相關股份及債券之權益及淡倉

於二零二二年十二月三十一日，本公司董事及主要行政人員在本公司或其相關法團(定義見香港法例第571章證券及期貨條例(「證券及期貨條例」)第XV部)擁有(i)根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所的權益及淡倉(包括其根據證券及期貨條例有關條文被視作或視為擁有的權益及淡倉)；或(ii)根據證券及期貨條例第352條規定須計入本公司存置的登記冊上的權益及淡倉；或(iii)根據標準守則須知會本公司及聯交所的任何權益及淡倉如下：

本公司每股0.10港元之普通股(「股份」)

於股份之好倉

Directors' and Chief Executives' Interests and Short Positions in the Shares, Underlying Shares and Debentures (Continued)

Ordinary shares of HK\$0.10 each in the Company (the "Shares") (Continued)

Long Positions in Shares (Continued)

Note 1: The 147,252,000 Shares were held in the name of Spector Holdings Limited ("Spector Holdings") which is beneficially owned as to 99.9% by Mr. Mon Chung Hung and as to the remaining 0.1% by Ms. Koo Di An, Louise. Therefore, Mr. Mon is deemed to be interested in the Shares held by Spector Holdings. Each of Mr. Mon and Ms. Koo is a director of Spector Holdings.

Note 2: Ms. Koo is the wife of Mr. Mon and is thus deemed to be interested in the Shares in which Mr. Mon is deemed to be interested.

董事及主要行政人員擁有之股份、相關股份及債券之權益及淡倉(續)

本公司每股0.10港元之普通股(「股份」)(續)

於股份之好倉(續)

附註1：此 147,252,000 股份以 Spector Holdings Limited(「Spector Holdings」)名義持有，該公司由孟振雄先生及顧迪安女士分別實益擁有99.9%及0.1%。因此，孟先生被視為擁有Spector Holdings所持股份之權益。孟先生及顧女士均為Spector Holdings之董事。

附註2：顧女士為孟先生的妻子，故被視為於孟先生被視為擁有權益的股份中擁有權益。

Interest in Shares of Associated Corporation of the Company

於本公司相聯法團之股份之好倉

Name of Director 董事姓名	Name of associated corporation 相聯法團名稱	Capacity 身份	Approximate % of shareholding in associated corporation 持有相聯法團之股權之百分比
Mr. Mon 孟先生	Spector Holdings	Beneficial owner 實際持有人	99.9%
Ms. Koo 顧女士	Spector Holdings	Beneficial owner 實際持有人	0.1%

All the interests stated above represent long positions. Save as disclosed above, as at 31st December 2022, none of the Directors and chief executives of the Company had any interests or short positions in any shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO or to be entered in the register referred to therein pursuant to Section 352 of the SFO.

Other than those disclosed above, at no time during the year ended 31st December 2022 was the Company or any of its subsidiaries a party to any arrangements to enable the Directors or chief executives of the Company or any of their associates to acquire benefits by means of acquisition of shares in, or debentures of, the Company or any other body corporate.

上述所有權益均為好倉。除上文所披露者外，於二零二二年十二月三十一日，概無董事及本公司主要行政人員於本公司或其任何相關法團(定義見證券及期貨條例第XV部)的任何股份、相關股份及債券中擁有根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所，或根據證券及期貨條例第352條規定須記入本公司存置的登記冊上的權益或淡倉。

除上文所披露外，截至二零二二年十二月三十一日止年度內之任何時間本公司或其任何附屬公司並未作出任何安排，使本公司董事或主要行政人員或彼等之任何聯繫人因收購本公司或其他任何法人團體之股份或債券而獲益。

Directors' Report (Continued)
董事報告(續)

Substantial Shareholders' Interests in the Share Capital of the Company

As at 31st December 2022, as far as known to the Directors, the following person (other than the Directors and chief executives of the Company) had an interest or short position in the Shares or underlying Shares which would be required to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or as recorded in the register required to be kept by the Company under section 336 of the SFO:

Name	Personal interests	Family interests	Number of Shares 股份數目			Total interests	Total interests as % of the relevant issued share capital 總權益佔相關已發行股本之百分比
			Corporate interests	Other interests			
姓名	個人權益	家族權益	法團權益	其他權益	總權益		
Spector Holdings Limited	147,252,000 (note 1) (附註1)	–	–	–	147,252,000	74.01%	

Note 1: Spector Holdings is owned as to 99.9% by Mr. Mon and as to the remaining 0.1% by Ms. Koo.

主要股東於本公司股本之權益

於二零二二年十二月三十一日，就董事所知，以下人士(除本公司董事及主要行政人員外)於股份或相關股份擁有根據證券及期貨條例第XV部第2及3分部須向本公司披露或根據證券及期貨條例第336條規定須記入本公司存置的登記冊上的權益或淡倉：

附註1：Spector Holdings由孟先生及顧女士分別擁有99.9%及0.1%。

All the interests stated above represent long positions. Save as disclosed above, as at 31st December 2022, the Directors are not aware of any other person who had an interest or a short position in the Shares as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO.

上述所有權益均為好倉。除上文披露外，於二零二二年十二月三十一日，本公司根據證券及期貨條例第336條之規定而存置之登記冊所記錄，董事並未知悉有任何其他人士持有股份之權益或淡倉。

Management Contracts

No contracts concerning the management and administration of the whole or any substantial part of the business of the Company were entered into or existed during the year.

管理合約

本年度內並無訂立亦從未存在與本公司整體或任何重要業務有關之管理及行政合約。

Directors' Interest in Competing Business

None of the Directors has an interest in any business which competes or is likely to compete with the business of the Group.

董事於競爭業務之權益

董事概無在對本集團業務構成競爭或可能競爭之任何業務擁有權益。

Business Review

Business review of the Group is set forth in the Chairman's Statement on pages 6 to 10 of this report.

業務回顧

本集團業務回顧載於本報告第6至10頁之主席報告。

Permitted Indemnity Provisions

At no time during the financial year and up to the date of this Directors' Report, there was or is, any permitted indemnity provision being in force for the benefit of any of the directors of the Company (whether made by the Company or otherwise) or an associated company (if made by the Company).

Auditor

The consolidated financial statements have been audited by PricewaterhouseCoopers who will retire at the forthcoming annual general meeting of the Company and, being eligible, offer themselves for re-appointment.

On behalf of the Board
Koo Di An, Louise
Chairman

Hong Kong, 21st March 2023

獲准許彌償條文

於本財政年度及直至本董事報告日期任何時間，概無任何獲准許彌償條文(不論是否由本公司訂立)於惠及本公司或其聯屬公司(倘由本公司訂立)之任何董事之情況下生效。

核數師

綜合財務報表已經由羅兵咸永道會計師事務所審核，其將於即將舉行的股東週年大會退任，惟願意膺選連任。

代表董事會
主席
顧迪安

香港，二零二三年三月二十一日

INDEPENDENT AUDITOR'S REPORT

獨立核數師報告

To the Shareholders of Perennial International Limited
(incorporated in Bermuda with limited liability)

Opinion

What we have audited

The consolidated financial statements of Perennial International Limited (the "Company") and its subsidiaries (the "Group"), which are set out on pages 46 to 131, comprise:

- the consolidated statement of financial position as at 31st December 2022;
- the consolidated income statement for the year then ended;
- 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 significant accounting policies and other explanatory information.

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 31st December 2022, 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 disclosure requirements of the Hong Kong Companies Ordinance.

Basis for Opinion

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSA") 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.

致恒都集團有限公司股東
(於百慕達註冊成立的有限公司)

意見

我們已審計的內容

恒都集團有限公司(以下簡稱「貴公司」)及其附屬公司(以下統稱「貴集團」)列載於第46至131頁的綜合財務報表，包括：

- 於二零二二年十二月三十一日的綜合財務狀況表；
- 截至該日止年度的綜合損益表；
- 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，包括主要會計政策及其他解釋信息。

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頒佈的《香港財務報告準則》真實而中肯地反映了貴集團於二零二二年十二月三十一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》的披露規定妥為擬備。

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》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。

Independent Auditor's Report (Continued)
獨立核數師報告(續)

Basis for Opinion (Continued)

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 judgement, 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 summarised as follows:

- Valuation for land and buildings and investment properties

意見的基礎(續)

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概述如下：

- 土地及樓宇及投資物業的估值

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
<p>Valuation for land and buildings and investment properties 土地及樓宇及投資物業的估值</p> <p>Refer to notes 2.6, 2.7, 4.2, 15(c) and 16 to the consolidated financial statements. 請參閱綜合財務報表附註2.6、2.7、4.2、15(c)及16。</p>	<p>We obtained an understanding of the management's internal control and assessment process of valuation for land and buildings and investment properties and assessed the inherent risk of material misstatement by considering the degree of estimation uncertainty and level of other inherent risk factors. 我們了解管理層對於土地及樓宇及投資物業的估值的內部控制和評估流程，並通過考慮估計不確定性和其他固有風險因素的程度，評估了重大錯報的固有風險。</p> <p>We assessed the competence, capabilities and objectivity of the valuers by verifying their qualifications, discussing the scope of their work and reviewing the terms of their engagements. 我們評估了估值師的勝任能力、專業能力及客觀性，包括核實其資格、與其討論其所進行的工作範疇及審閱其委聘條款。</p> <p>We carried out procedures to test whether property-specific standing data supplied to the valuers by management reflected the underlying property records held by the Group. 我們進行了多項程序，以測試管理層提供予估值師的物業特定數據是否反映集團所持相關物業的記錄。</p>

Independent Auditor's Report (Continued)
獨立核數師報告(續)

Key Audit Matters (Continued)

關鍵審計事項(續)

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
<p>The Group owns land and buildings in Hong Kong, Mainland China and Vietnam for office premises and manufacturing plants respectively, and owns investment properties in Hong Kong and Mainland China for investment purpose (together, the "Properties"). These are classified as property, plant and equipment and investment properties according to their use and, their carrying values are HK\$334.5 million and HK\$47.2 million as at 31st December 2022 respectively. For the year ended 31st December 2022, revaluation deficit of HK\$1.5 million relating to land and buildings classified as property, plant and equipment and revaluation loss of HK\$0.4 million relating to the investment properties are recorded in the consolidated income statement, and a revaluation surplus of HK\$19.7 million relating to land and buildings classified as property, plant and equipment is recorded in the consolidated statement of comprehensive income.</p> <p>貴集團在香港、中國大陸及越南擁有土地及樓宇分別用作辦公室及生產廠房以及在香港及中國大陸擁有投資物業作投資用途(統稱「該等物業」)。該等根據其用途分類為物業、廠房及設備以及投資物業，於二零二二年十二月三十一日，賬面值分別為334.5百萬港元及47.2百萬港元。截至二零二二年十二月三十一日止年度，有關分類為物業、廠房及設備的土地及樓宇重估虧絀1.5百萬港元及有關投資物業的重估損失0.4百萬港元於綜合損益表列賬，而有關分類為物業、廠房及設備的土地及樓宇重估盈餘19.7百萬港元則於綜合全面收益表列賬。</p> <p>The valuations of these Properties are inherently subjective due to, among other factors, the individual nature of each property and its location. 由於(其中包括)各項物業的個別性質及其所在地點，故該等物業的估值難免存在主觀性。</p> <p>The valuations of these Properties were carried out by independent professional qualified valuers. 該等物業的估值乃由獨立專業合資格估值師進行。</p>	<p>We assessed the reasonableness of the key assumptions and inputs used by the valuers by performing market research on comparable transactions available for properties located in Hong Kong, the average cost of construction and useful life for the properties located in Mainland China and Vietnam and the rental price per square metre of the investment property in Mainland China.</p> <p>我們透過對香港物業可比較交易、中國大陸及越南物業平均建築成本及可使用年期以及中國大陸投資物業每平方米租金價格進行市場研究，評估估值師所用的主要假設及參數的合理性。</p> <p>We concluded that the assumptions used in the valuations were supportable in light of the available evidence. 基於所得的證據，我們認為估值所用的假設屬有理據。</p>

Independent Auditor's Report (Continued)
獨立核數師報告(續)

Key Audit Matters (Continued)

關鍵審計事項(續)

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
<p>Properties in Hong Kong were valued using the market approach where comparison based on prices realised on actual sales of comparable properties was made and adjusted for key difference in key attributes such as size, character and location. Factory buildings in Mainland China and Vietnam were valued using depreciated replacement cost approach with reference to the cost to reproduce or replace in accordance with current construction costs for similar buildings and structures in the locality, with allowance for accrued depreciation as evidenced by observed condition or obsolescence present. Investment property in Mainland China is valued using income approach with reference to the rental price per square metre of the property.</p> <p>位於香港的該等物業以市場法進行估值，當中參考可比較物業成交價並就主要因素(例如面積大小、性質及地點)的不同而作出估值調整。位於中國大陸及越南的工廠樓宇估值，根據相關地點目前類似樓宇及建築的建築成本，將有關樓宇複製或取代的成本為參考，利用折舊重置成本法釐定，並計入根據觀察到的狀況或陳舊現狀之應計折舊撥備。中國大陸的投資物業採用收益法參考物業每平方米租金價格進行估值。</p> <p>The significance of the estimates and judgements involved warrants specific audit focus in this area.</p> <p>由於估值過程中所涉及的估計及判斷十分重要，故此需要具體的審核工作集中於此範圍。</p>	

Independent Auditor's Report (Continued) 獨立核數師報告(續)

Other Information

The directors are responsible for the other information. The other information comprises all of the information included in Perennial International Limited 2022 annual report (but does not include the consolidated financial statements and our auditor's report thereon), which we obtained prior to the date of this auditor's report, and the environmental, social and governance report (the "ESG report") for the year 2022, which is expected to be made available to us after that date.

Our opinion on the consolidated financial statements does not cover the other information and we do not and will 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 identified above 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 on the other information that we obtained prior to the date of this auditor's report, 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.

When we read the ESG report for the year 2022, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the Audit Committee and take appropriate action considering our legal rights and obligations.

其他信息

董事需對其他信息負責。其他信息包括我們在本核數師報告日期前取得的恒都集團有限公司二零二二年年報(但不包括綜合財務報表及當中我們的核數師報告)及預期在該日期後向我們提供的二零二二年環境、社會及管治報告(「環境、社會及管治報告」)的所有信息。

我們對綜合財務報表的意見並不涵蓋其他信息，我們既不也將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，我們的責任是閱讀上述的其他信息，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。

基於我們對在本核數師報告日前取得的其他信息所執行的工作，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。

當我們閱讀二零二二年環境、社會及管治報告，如果我們認為其中存在重大錯誤陳述，我們需要將有關事項與審計委員會溝通，並考慮我們的法律權利和義務後採取適當行動。

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 disclosure requirements of 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 is responsible for overseeing the Group's financial reporting process.

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 90 of the Companies Act 1981 of Bermuda 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 HKSAAs 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.

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》的披露規定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。

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。我們僅按照百慕達一九八一年《公司法》第90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責或承擔任何責任。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滙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。

Independent Auditor's Report (Continued)
獨立核數師報告(續)

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (Continued)

As part of an audit in accordance with HKSA's, we exercise professional judgement 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.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

核數師就審計綜合財務報表承擔的責任(續)

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 貴集團內部監控的有效性發表意見。
- 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。
- 對董事採用持續經營會計基礎的恰當性作出結論。根據所獲取的審計憑證，確定是否存在與事項或情況有關的重大不確定性，從而可能導致對 貴集團的持續經營能力產生重大疑慮。如果我們認為存在重大不確定性，則有必要在核數師報告中提請使用者注意綜合財務報表中的相關披露。假若有關的披露不足，則我們應當發表非無保留意見。我們的結論是基於核數師報告日止所取得的審計憑證。然而，未來事項或情況可能導致 貴集團不能持續經營。
- 評價綜合財務報表的整體列報方式、結構和內容，包括披露，以及綜合財務報表是否中肯反映交易和事項。
- 就 貴集團內實體或業務活動的財務信息獲取充足、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。

Independent Auditor's Report (Continued)
獨立核數師報告(續)

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (Continued)

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.

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.

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 Chan Kam Chiu, Raymond.

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 21st March 2023

核數師就審計綜合財務報表承擔的責任(續)

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。

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。

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陳錦釗。

羅兵咸永道會計師事務所
執業會計師

香港，二零二三年三月二十一日

CONSOLIDATED INCOME STATEMENT

綜合損益表

For the year ended 31st December 2022

截至二零二二年十二月三十一日止年度

		Note	2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
		附註		
Revenue	收益	5	324,524	373,472
Cost of sales	銷售成本		(249,958)	(293,554)
Gross profit	毛利		74,566	79,918
Other income	其他收益	6	9,259	7,735
Distribution expenses	分銷開支		(7,709)	(9,084)
Administrative expenses	行政開支		(56,941)	(58,032)
Other operating expenses, net	其他經營開支淨額	7	(315)	(4,906)
Reversal of impairment loss on trade receivables	貿易應收款項減值虧損撥回	3.1(iv)	11	727
Operating profit	經營溢利	8	18,871	16,358
Finance costs	財務費用	9	(1,960)	(1,262)
Profit before taxation	除稅前溢利		16,911	15,096
Income tax	所得稅	10(a)	(1,063)	(1,407)
Profit for the year attributable to shareholders of the Company	本公司股東應佔本年度溢利		15,848	13,689
Basic and diluted earnings per share (cents)	每股基本及攤薄盈利 (仙)	11	8.0	6.9

The above consolidated income statement should be read in conjunction with the accompanying notes.

上述綜合損益表應連同隨附附註一併閱讀。

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

綜合全面收益表

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Profit for the year	本年度溢利	15,848	13,689
Other comprehensive income/(loss): Item that will not be reclassified subsequently to profit or loss	其他全面收益/(損失): 其後將不會重新分類至損益 的項目		
Revaluation surplus/(deficit) on land and buildings, net of tax	土地及樓宇之重估盈餘/ (虧絀), 扣除稅項	16,272	(5,891)
Item that may be reclassified to profit or loss	可能會重新分類至損益的 項目		
Exchange difference arising from translation of financial statements of subsidiaries	附屬公司財務報表之 兌換之匯率差異	(31,094)	11,980
Other comprehensive (loss)/income for the year	本年度其他全面(損失)/ 收益	(14,822)	6,089
Total comprehensive income for the year attributable to shareholders of the Company	本公司股東應佔本年度 總全面收益	1,026	19,778

The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

上述綜合全面收益表應連同隨附附註一併閱讀。

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

綜合財務狀況表

As at 31st December 2022

於二零二二年十二月三十一日

		Note 附註	2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
ASSETS	資產			
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	15	380,784	406,112
Investment properties	投資物業	16	47,154	43,100
Non-current deposits	非流動訂金		239	234
Deferred tax assets	遞延稅項資產	10(b)	7,368	7,443
			435,545	456,889
Current assets	流動資產			
Inventories	存貨	17	146,106	161,542
Trade and bill receivables	貿易應收款項及應收票據	18	52,159	78,010
Derivative financial instruments	衍生金融工具	19	1,100	28
Other receivables, deposits and prepayments	其他應收款項、訂金及預付款項		5,809	11,551
Taxation recoverable	可收回稅項		64	405
Cash and cash equivalents	現金及現金等價物	20	21,048	19,308
			226,286	270,844
Total assets	總資產		661,831	727,733

Consolidated Statement of Financial Position (Continued)
綜合財務狀況表(續)

As at 31st December 2022
於二零二二年十二月三十一日

		Note 附註	2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
EQUITY	權益			
Equity attributable to shareholders of the Company	本公司股東應佔權益			
Share capital	股本	21	19,896	19,896
Reserves	儲備		546,209	549,162
Total equity	總權益		566,105	569,058
LIABILITIES	負債			
Non-current liabilities	非流動負債			
Lease liabilities	租賃負債	15(b)	–	77
Deferred tax liabilities	遞延稅項負債	10(b)	39,055	37,650
			39,055	37,727
Current liabilities	流動負債			
Trade payables	貿易應付款項	22	11,684	22,714
Other payables, accruals and contract liabilities	其他應付款項、應計開支及合約負債	22	17,794	19,337
Lease liabilities	租賃負債	15(b)	77	454
Taxation payable	應付稅項		4,341	4,071
Bank loans	銀行貸款	23	19,000	60,000
Trust receipt loans	信託收據貸款	23	3,775	14,372
			56,671	120,948
Total liabilities	總負債		95,726	158,675
Total equity and liabilities	總權益及總負債		661,831	727,733

The consolidated financial statements on pages 46 to 131 were approved by the Board of Directors on 21st March 2023 and were signed on its behalf.

第46至131頁之綜合財務報表於二零二三年三月二十一日經董事會批准並代表簽署。

MON Chung Hung
孟振雄
Director
董事

SIU Yuk Shing, Marco
蕭旭成
Director
董事

The above consolidated statement of financial position should be read in conjunction with the accompanying notes.

上述綜合財務狀況表應連同隨附附註一併閱讀。

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

綜合權益變動表

For the year ended 31st December 2022

截至二零二二年十二月三十一日止年度

		Reserves 儲備							
		Share capital	Share premium	Exchange fluctuation reserve	Land and building revaluation reserve	Capital redemption reserve	Retained earnings	Total reserves	Total equity
		股本	股份溢價	匯率 變動撥備	土地及 樓宇重估 儲備	資本 贖回儲備	保留盈利	總儲備	總權益
		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
As at 1st January 2022	於二零二二年一月一日	19,896	15,885	27,102	228,603	104	277,468	549,162	569,058
Comprehensive income	全面收益								
Profit for the year	本年度溢利	-	-	-	-	-	15,848	15,848	15,848
Other comprehensive income/(loss)	其他全面收益/(損失)								
Revaluation surplus on land and building	土地及樓宇之重估盈餘	-	-	-	19,703	-	-	19,703	19,703
Deferred tax charged to revaluation reserve	扣除自重估儲備之遞延稅項	-	-	-	(3,431)	-	-	(3,431)	(3,431)
Exchange difference arising from translation of foreign operations	因折算外地經營而產生之 匯兌差額	-	-	(31,094)	-	-	-	(31,094)	(31,094)
Total comprehensive (loss)/ income for the year	本年度總全面(損失)/收益	-	-	(31,094)	16,272	-	15,848	1,026	1,026
Transaction with owners	與擁有人交易								
Dividend paid (note 10)	已付股息(附註10)	-	-	-	-	-	(3,979)	(3,979)	(3,979)
As at 31st December 2022	於二零二二年十二月三十一日	19,896	15,885	(3,992)	244,875	104	289,337	546,209	566,105

Consolidated Statement of Changes in Equity (Continued)
綜合權益變動表(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

		Reserves 儲備							Total equity
		Share capital	Share premium	Exchange fluctuation reserve	Land and building revaluation reserve	Capital redemption reserve	Retained earnings	Total reserves	
		股本 HK\$'000 千港元	股份溢價 HK\$'000 千港元	匯率 變動撥備 HK\$'000 千港元	土地及 樓宇重估 儲備 HK\$'000 千港元	資本 贖回儲備 HK\$'000 千港元	保留盈利 HK\$'000 千港元	總儲備 HK\$'000 千港元	總權益 HK\$'000 千港元
As at 1st January 2021	於二零二一年一月一日	19,896	15,885	15,122	234,494	104	263,779	529,384	549,280
Comprehensive income	全面收益								
Profit for the year	本年度溢利	-	-	-	-	-	13,689	13,689	13,689
Other comprehensive income/(loss)	其他全面收益/(損失)								
Revaluation deficit on land and building	土地及樓宇之重估虧絀	-	-	-	(6,978)	-	-	(6,978)	(6,978)
Deferred tax credited to revaluation reserve	計入重估儲備之遞延稅項	-	-	-	1,087	-	-	1,087	1,087
Exchange difference arising from translation of foreign operations	因折算外地經營而產生之匯兌 差額	-	-	11,980	-	-	-	11,980	11,980
Total comprehensive income/(loss) for the year	本年度總全面收益/(損失)	-	-	11,980	(5,891)	-	13,689	19,778	19,778
As at 31st December 2021	於二零二一年十二月三十一日	19,896	15,885	27,102	228,603	104	277,468	549,162	569,058

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

上述綜合權益變動表應連同隨附附註一併閱讀。

CONSOLIDATED STATEMENT OF CASH FLOWS

綜合現金流量表

For the year ended 31st December 2022

截至二零二二年十二月三十一日止年度

	Note	2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
	附註		
Cash flows from operating activities			
Net cash generated from/(used in) operations	25(a)	63,807	(21,044)
Hong Kong profits tax (paid)/refunded, net		(219)	327
Overseas income tax paid, net		(1,712)	(1,118)
Interest paid		(1,960)	(1,262)
Net cash generated from/(used in) operating activities		59,916	(23,097)
Cash flows from investing activities			
Purchase of property, plant and equipment		(1,673)	(9,190)
Deposits paid for additions of property, plant and equipment		–	(20)
Interest received		31	13
Proceeds from sale of property, plant and equipment	25(b)	21	801
Net cash used in investing activities		(1,621)	(8,396)
Cash flows from financing activities			
Additions of bank loans	25(d)	62,000	35,000
Repayments of bank loans	25(d)	(103,000)	(12,200)
Net (repayment)/addition of trust receipt loans	25(d)	(10,597)	5,845
Payments for principal portion of the lease liabilities	25(d)	(454)	(445)
Dividend paid to the Company's shareholders	12	(3,979)	–
Net cash (used in)/generated from financing activities		(56,030)	28,200
Net increase/(decrease) in cash and cash equivalents		2,265	(3,293)
Cash and cash equivalents at 1st January		19,308	22,370
Exchange difference on cash and cash equivalents		(525)	231
Cash and cash equivalents at 31st December	20	21,048	19,308

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

上述綜合現金流量表應連同隨附附註一併閱讀。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

For the year ended 31st December 2022

截至二零二二年十二月三十一日止年度

1. General Information

Perennial International Limited (the “Company”) is an investment holding company. The Company and its subsidiaries (together, the “Group”) are principally engaged in the manufacturing and trading of electric cable and wire products.

The Company is a limited liability company incorporated in Bermuda. The address of its registered office is Clarendon House, 2 Church Street, Hamilton HM11, Bermuda.

These consolidated financial statements are presented in Hong Kong dollars (“HK\$”) unless otherwise stated.

2. Summary of Significant Accounting Policies

The principal accounting policies adopted in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1. Basis of preparation

The consolidated financial information of the Group have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards (“HKFRS”) issued by the Hong Kong Institute of Certified Public Accountants and the disclosure requirements of the Hong Kong Companies Ordinance Cap. 622. They have been prepared under the historical cost convention, as modified by the revaluation of land and buildings and investment properties and derivative instruments, which are carried at fair value.

The preparation of consolidated financial information in conformity with HKFRS 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.

1. 一般資料

恒都集團有限公司(「本公司」)為投資控股公司。本公司及其附屬公司(統稱「本集團」)主要從事製造及買賣電線及導線產品。

本公司於百慕達註冊成立為一間有限公司。其註冊辦事處的地址為Clarendon House, 2 Church Street, Hamilton HM11, Bermuda。

除另有註明外，此等綜合財務報表以港元(「港元」)呈列。

2. 主要會計政策概要

編製此等綜合財務報表所採用之主要會計政策載於下文。除另有註明外，此等政策在所呈報的所有年度內貫徹應用。

2.1. 編製基準

本集團綜合財務資料乃按照香港會計師公會頒佈的所有適用香港財務報告準則(「香港財務報告準則」)及香港《公司條例》第622章的披露規定編製。該等綜合財務資料按歷史成本法編製，並就按公允值列賬的土地及樓宇及投資物業以及衍生工具重估作出修訂。

編製符合香港財務報告準則的綜合財務資料需要使用若干關鍵會計估計，亦要求管理層在應用本集團會計政策過程中作出判斷。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

2. Summary of Significant Accounting Policies (Continued)

2.2 Changes in accounting policies and disclosures

New and amended standards adopted by the Group

The following new and amended standards have been adopted by the Group for the first time for the financial year beginning on or after 1st January 2022:

Amendments to Annual Improvements Project
年度改進計劃(修訂本)

Amendments to HKAS 16

香港會計準則第16號(修訂本)

Amendments to HKAS 37

香港會計準則第37號(修訂本)

Amendments to HKFRS 3

香港財務報告準則第3號(修訂本)

Accounting Guideline 5 (Amendments)

會計指引第5號(修訂本)

The adoption of the new and amended standards listed above did not have material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future period.

2. 主要會計政策概要(續)

2.2 會計政策及披露的轉變

本集團採納的新訂準則及準則修訂本

本集團已於二零二二年一月一日或之後開始的財政年度首次採用下列新訂準則及準則修訂本：

Annual improvements of HKFRSs 2018–2020

二零一八年至二零二零年香港財務報告準則之年度改進

Property, plant and equipment: proceeds before intended use

物業、廠房及設備：作擬定用途前的所得款項

Onerous contracts – cost of fulfilling a contract

虧損性合約－履行合約的成本

Reference to the conceptual framework

對概念框架的提述

Revised accounting guideline 5 merger accounting for common control combinations (AG 5)

經修訂會計指引第5號共同控制合併的合併會計法(會計指引第5號)

採納上列新訂及經修訂準則對過往期間已確認之金額並無重大影響，並預期不會對本期間或未來期間有重大影響。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

2. Summary of Significant Accounting Policies (Continued)

2.2 Changes in accounting policies and disclosures (Continued)

New and amended standards and interpretations not yet adopted

Certain new accounting standards, amendments to accounting standards and interpretations have been published that are not mandatory for 31st December 2022 reporting period and have not been early adopted by the Group.

2. 主要會計政策概要(續)

2.2 會計政策及披露的轉變(續)

尚未採納的新訂準則及準則修訂本及詮釋

若干已頒佈但並非於二零二二年十二月三十一日報告期間強制生效的新訂及經修訂會計準則及詮釋並未獲本集團提早採納。

		Effective for annual periods beginning on or after 於下列日期或之後開始的年度期間生效
Amendments to HKAS 1 and HKFRS Practice Statement 2 香港會計準則第1號及香港財務報告準則實務聲明第2號(修訂本)	Disclosure of accounting policies 會計政策之披露	1st January 2023 二零二三年一月一日
Amendments to HKAS 8 香港會計準則第8號(修訂本)	Definition of accounting estimates 會計估計之定義	1st January 2023 二零二三年一月一日
Amendments to HKAS 12 香港會計準則第12號(修訂本)	Deferred tax related to assets and liabilities arising from a single transaction 與單一交易產生的資產及負債相關的遞延稅項	1st January 2023 二零二三年一月一日
HKFRS 17 香港財務報告準則第17號	Insurance contracts 保險合約	1st January 2023 二零二三年一月一日
HKFRS 17 香港財務報告準則第17號	Initial Application of HKFRS 17 and HKFRS 9 – Comparative information 香港財務報告準則第17號及香港財務報告準則第9號之初步應用—比較資料	1st January 2023 二零二三年一月一日
Amendments to Hong Kong Interpretation 5 香港詮釋第5號(修訂本)	Classification by the borrower of a term loan that contains a repayment on demand clause 借款人對附帶來索即付條款的定期貸款的分類	1st January 2024 二零二四年一月一日
Amendments to HKAS 1 香港會計準則第1號(修訂本)	Classification of Liabilities as Current or Non-current 負債分類為流動或非流動	1st January 2024 二零二四年一月一日

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

2. Summary of Significant Accounting Policies (Continued)

2.2 Changes in accounting policies and disclosures (Continued) New and amended standards and interpretations not yet adopted (Continued)

2. 主要會計政策概要(續)

2.2 會計政策及披露的轉變(續)

尚未採納的新訂準則及準則修訂本及詮釋(續)

		Effective for annual periods beginning on or after 於下列日期或之後開始的年度期間生效
Amendments to HKAS 1 香港會計準則第1號(修訂本)	Non-current Liabilities with Covenants 附帶契諾的非流動負債	1st January 2024 二零二四年一月一日
Amendments to HKFRS 16 香港財務報告準則第16號 (修訂本)	Lease Liability in a Sales and Leaseback 售後租回的租賃負債	1st January 2024 二零二四年一月一日
Amendments to HKFRS 10 and HKAS 28 香港財務報告準則第10號及香港會計 準則第28號(修訂本)	Sale or contribution of assets between an investor and its associate or joint venture 投資者與其聯營公司或合營企業之間的資 產出售或注資	To be confirmed by the HKICPA 待香港會計師公會 確定

The Group will adopt the new standards, amendments or interpretations when they become effective. The Group has already commenced an assessment of the related impact of adopting the above new standards, amendments or interpretations, none of which is expected to have a significant effect on the consolidated financial statements of the Group.

本集團將於新訂及經修訂準則及詮釋生效時採納上述各項。本集團已開始評估採納以上新訂及經修訂準則及詮釋的相關影響，預期不會對本集團的綜合財務報表造成重大影響。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

2. Summary of Significant Accounting Policies (Continued)

2.3 Principles of consolidation

Subsidiaries are all entities (including structured entities) 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 to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated, unless the transaction provides evidence of an impairment of the transferred assets. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

2.4 Separate financial statements

Investments in subsidiaries are accounted for at cost less impairment. Cost includes direct attributable costs of investment. The results of subsidiaries are accounted for by the Company on the basis of dividend received and receivable.

Impairment testing of the investments in subsidiaries is required upon receiving a dividend from these investments if the dividend exceeds the total comprehensive income of the subsidiary in the period the dividend is declared or if the carrying amount of the investment in the separate financial statements exceeds the carrying amount in the consolidated financial statements of the investee's net assets including goodwill.

2. 主要會計政策概要(續)

2.3 綜合原則

附屬公司指本集團對其具有控制權的所有實體(包括結構性實體)。當本集團因為參與該實體而承擔可變回報的風險或享有可變回報的權益，並有能力透過其對該實體活動的主導權影響此等回報時，本集團即控制該實體。附屬公司在控制權轉移至本集團之日起全面綜合入賬。附屬公司在控制權終止之日起停止綜合入賬。

集團內公司之間的交易、結餘及交易的未變現收益予以對銷。未變現虧損亦予以對銷，除非該交易有證據顯示已轉讓資產出現減值。附屬公司的會計政策已在有需要時變更，以確保與本集團所採納政策貫徹一致。

2.4 獨立財務報表

於附屬公司的投資按成本減值列賬。成本包括直接應佔投資成本。附屬公司的業績由本公司根據已收及應收股息列賬。

如股息超過宣派股息期內附屬公司的總全面收益，或如在獨立財務報表的投資賬面值超過綜合財務報表中被投資公司淨資產(包括商譽)的賬面值，則必須於接收該等投資的股息後對附屬公司投資作減值測試。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

2. Summary of Significant Accounting Policies (Continued)

2.5 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker.

2.6 Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The consolidated financial statements are presented in Hong Kong dollars, which is the Company's functional and the Group's presentation currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rate are generally recognised in profit or loss.

All foreign exchange gains and losses are presented in the consolidated income statement on a net basis within other operating expenses, net.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

2. 主要會計政策概要(續)

2.5 分部報告

經營分部按照與首席營運決策者提供之內部報告一致的方式報告。

2.6 外幣換算

(i) 功能及呈報貨幣

所有本集團實體各自財務報表中的項目均按有關實體營運所在的主要經濟環境的貨幣(「功能貨幣」)計算。綜合財務報表則以港元作呈列，其為本公司的功能及本集團的呈報貨幣。

(ii) 交易及結餘

外幣交易按交易日的匯率換算為功能貨幣。因此等交易的結算以及因以外幣為本位的貨幣資產及負債按年終匯率進行換算而產生的外匯盈虧一般於損益中確認。

所有其他外匯盈虧於綜合損益表的其他經營開支淨額內按淨額基準呈列。

按公允值計量並以外幣計值的非貨幣性項目採用公允值確定日的匯率換算。按公允值列賬的資產及負債的匯兌差額乃作為公允值盈虧的一部分列報。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

2. Summary of Significant Accounting Policies (Continued)

2.6 Foreign currency translation (Continued)

(iii) Group companies

The results and financial position of foreign operations (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- (i) assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- (ii) income and expenses for each income statement and statement of comprehensive income are translated at an average exchange rate (unless this is not a reasonable approximation of the cumulative effects of the rates prevailing on the transaction dates, in which case income and expenses are translated of the date of the transactions); and
- (iii) all resulting exchange differences are recognised in other comprehensive income.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other financial instruments designated as hedges of such investments, are recognised in other comprehensive income. When a foreign operation is sold or any borrowings forming part of the net investment are repaid, the associated exchange differences are reclassified to profit or loss, as part of the gain or loss on sale.

2.7 Investment properties

Investment properties are land and/or buildings that are held to earn rental income and/or for capital appreciation which include property interest held under operating lease carried at fair value. Land held under operating lease is accounted for as investment property when the rest of the definition of an investment property is met.

Investment property is measured initially at its cost, including related transaction costs.

2. 主要會計政策概要(續)

2.6 外幣換算(續)

(iii) 集團公司

境外業務(當中概無持有嚴重通脹經濟體的貨幣)如持有與呈報貨幣不一致的功能貨幣,其業績和財務狀況均按以下方法兌換為呈報貨幣:

- (i) 每項財務狀況表之資產及負債均按該財務狀況表結算日的匯率折算為呈報貨幣;
- (ii) 每項損益表及全面收益表的收入及支出均按平均匯率折算為呈報貨幣(除非此平均值並非該等交易日期通行匯率累計影響之合理約數,在此情況下收入及開支將於交易日期換算);及
- (iii) 所有匯兌差異均確認於其他全面收益。

於綜合賬目時,因換算於境外實體的投資淨額及借款及其他指定為對沖該等投資之金融工具時所產生的匯兌差額,均於其他全面收益內確認。如出售境外業務獲或償還任何投資淨額之借款部分,則將相關匯兌差額視作銷售之所得或損失並重新分類至損益。

2.7 投資物業

投資物業指持有以賺取租金收入及/或作資本增值用途的土地及/或樓宇,包括根據經營租賃持有的按公允值入賬的物業權益。當滿足投資物業的其餘定義時,以經營租賃持有的土地入賬列作投資物業。

投資物業最初按成本,包括相關之交易成本計算。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

2. Summary of Significant Accounting Policies (Continued)

2.7 Investment properties (Continued)

After initial recognition, investment property is carried at fair value representing open market value determined at each reporting date by external independent valuers. Fair value is based on active market prices, adjusted, if necessary, for any difference in the nature, location or condition of the specific asset. If the information is not available, the Group uses alternative valuation methods such as income approach. Changes in fair values are recognised in the consolidated income statement as part of a valuation gain or loss in 'other operating expenses, net'.

Subsequent expenditure is charged to the asset's carrying amount 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. All other repairs and maintenance costs are expensed in the consolidated income statement during the financial period in which they are incurred.

2.8 Property, plant and equipment

(i) Right-of-use assets

Right-of-use assets consist of leasehold land in Hong Kong measured at fair value, land use rights in Mainland China and Vietnam stated at cost less accumulated depreciation and accumulated impairment losses and leased property in Hong Kong measured in accordance with accounting policy as disclosed in note 2.8. The above right-of-use assets are presented as the corresponding underlying assets of the property, plant and equipment.

Increases in the carrying amounts arising on revaluation of leasehold land in Hong Kong are recognised, net of tax, in other comprehensive income and accumulated in land and building revaluation reserve. To the extent that the increase reverses a decrease previously recognised in consolidated income statement, the increase is first recognised in consolidated income statement. Decreases that reverse previous increases of the same asset are first recognised in other comprehensive income to the extent of the remaining surplus attributable to the asset, all other decreases are charged to consolidated income statement.

2. 主要會計政策概要(續)

2.7 投資物業(續)

經過最初之確認，投資物業以公允值結轉。公允值相當於報告期結束日由外聘獨立估值師釐定之公開市場價格。此估價由外聘獨立估值師於公開市場進行年審，而土地及樓宇並不分開估值。公允值乃按交投活躍市場的價格計算，並於必要時就特定資產在性質、地點或狀況上之任何差異而予以調整。倘並無資料，則本集團使用其他估值方法，如收益法。估值會用於綜合財務報表內。調整之公允值將反映於綜合損益表內之「其他經營開支淨額」中。

其後之支出只有在與該項目有關的未來經濟利益有可能流入本集團時，而該項目的成本能可靠衡量時，才計入資產的賬面值中。在此財務期間，所有其他維修及保養成本於綜合損益表列為開支。

2.8 物業、廠房及設備

(i) 使用權資產

使用權資產包括位於香港的按公允值計量的租賃土地、位於中國大陸及越南的按成本減累積折舊及累積減值虧損列賬的土地使用權，以及位於香港根據附註2.8所披露之會計政策計量之租賃物業。上述使用權資產列為物業、廠房及設備的相關基礎資產。

重估香港租賃土地產生的賬面值增加扣除稅項後於其他全面收入確認，並於土地及樓宇重估儲備累計。在有關增加撥回先前於綜合收益表確認的減少的情況下，會先將該增加於綜合收益表確認。而在減少撥回同一項資產先前增加的情況下，會先將減少於其他全面收入確認至有關資產餘下應佔盈餘，所有其他減少則於綜合收益表扣除。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

2. Summary of Significant Accounting Policies (Continued)

2.8 Property, plant and equipment (Continued)

(ii) Buildings

Buildings comprise of office in Hong Kong and factories in Mainland China and Vietnam which are shown at fair value, based on annual valuations by external independent valuers, less subsequent depreciation and impairment. Any accumulated depreciation and impairment at the date of revaluation is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset.

Increases in the carrying amounts arising on revaluation of buildings are recognised, net of tax, in other comprehensive income and accumulated in land and building revaluation reserve. To the extent that the increase reverses a decrease previously recognised in consolidated income statement, the increase is first recognised in consolidated income statement. Decreases that reverse previous increases of the same asset are first recognised in other comprehensive income to the extent of the remaining surplus attributable to the asset; all other decreases are charged to consolidated income statement.

(iii) Other property, plant and equipment

Other property, plant and equipment, comprising leasehold improvements, plant and machinery, furniture and fixtures, office equipment, motor vehicles and pleasure boats are stated at historical cost less accumulated depreciation and accumulated impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Construction-in-progress is stated at cost which comprises construction costs, purchase costs and other related expenses incurred in connection with the construction of buildings, leasehold improvements, plant and machinery for own use, less provision for impairment losses, if any. On completion, construction in progress is transferred to the appropriate categories of property, plant and equipment at cost less accumulated impairment losses, if any.

2. 主要會計政策概要(續)

2.8 物業、廠房及設備(續)

(ii) 樓宇

樓宇包括位於香港的公司辦公室及位於中國大陸及越南的工廠根據外部獨立估值師每年進行的估值按公允值減其後的折舊及減值列賬。在估值日的任何累積折舊及減值與資產的賬面總值對銷，而淨額則重列至資產的重估金額。

重估樓宇產生的賬面值增加扣除稅項後於其他全面收入確認，並於土地及樓宇重估儲備累計。在有關增加撥回先前於綜合收益表確認的減少的情況下，會先將該增加於綜合收益表確認。而在減少撥回同一項資產先前增加的情況下，會先將減少於其他全面收入確認至有關資產餘下應佔盈餘；所有其他減少則於綜合收益表扣除。

(iii) 其他物業、廠房及設備

其他物業、廠房及設備，即裝修、廠房及機器、傢俬及裝置、辦公室設備、汽車及遊艇均按歷史成本值減累積折舊及累積減值虧損列賬。歷史成本值包括購入該項目時所產生的費用。

在建工程以成本(包括建築成本、採購成本及其他就建造樓宇、租賃物業裝修、自用廠房及機器產生之相關開支)減去減值虧損撥備(如有)列賬。完工時，在建工程按成本減去累計減值虧損(如有)轉撥至適當物業、廠房及設備類別。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

2. Summary of Significant Accounting Policies (Continued)

2.8 Property, plant and equipment (Continued)

(iv) Depreciation

Depreciation on leasehold land in Hong Kong and buildings is calculated to write off their valuation less accumulated impairment losses on a straight-line basis over the unexpired period of the leases or their estimated useful lives, whichever is shorter. The principal annual rates used range from 1.5% to 4%.

Land use rights in Mainland China and Vietnam are depreciated over the lease term on a straight-line basis.

Other property, plant and equipment except construction in progress are depreciated at rates sufficient to write off their costs less accumulated impairment losses over their estimated useful lives on a reducing balance basis. The principal annual rates are as follows:

Leasehold improvements	15%–20%
Plant and machinery	15%–20%
Furniture and fixtures	15%–20%
Office equipment	15%–20%
Motor vehicles	15%–20%
Pleasure boats	10%

No depreciation is provided for construction-in-progress until they are completed and put into production ready for their intended use, upon which they will be transferred to property, plant and equipment.

2. 主要會計政策概要(續)

2.8 物業、廠房及設備(續)

(iv) 折舊

香港租賃土地及樓宇予以計算折舊，以按未屆滿租期或其估計可使用年期(以較短者為準)以直線法經扣除累計減值虧損而撇銷其估值。所用主要年率介乎1.5%至4%。

位於中國大陸及越南的土地使用權在租賃期內按直線法折舊。

其他物業、廠房及設備(不包括在建工程)之折舊乃以餘額遞減法按其估計可使用年期撇銷其成本值減累積減值虧損。為此而採用之主要年率如下：

租賃物業裝修	15%–20%
廠房及機器	15%–20%
傢俬及裝置	15%–20%
辦公室設備	15%–20%
汽車	15%–20%
遊艇	10%

在建工程不計提折舊，直至其已完工並可即時投入生產作擬定用途，屆時，其將被轉撥至物業、廠房及設備。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
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2. Summary of Significant Accounting Policies (Continued)

2.8 Property, plant and equipment (Continued)

(v) Others

Subsequent costs are included in the asset's carrying amount 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 amount of the replaced part is derecognised. All other repairs and maintenance are expensed in the consolidated income statement during the financial period in which they are incurred.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (note 2.9).

(vi) Gains and losses on disposals

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount. These are included in the consolidated income statement and are recognised within 'other operating expenses, net'. Where revalued assets are sold, the amounts included in land and building revaluation reserve are transferred to retained earnings.

2. 主要會計政策概要(續)

2.8 物業、廠房及設備(續)

(v) 其他

其後支出只有在與該項目有關的未來經濟利益有可能流入本集團，而該項目的成本能可靠衡量時，才計入在資產的賬面值中。被替代的部份的賬面值已終止確認所有其他維修及保養成本在產生的財政期間內於綜合損益表支銷。

資產的剩餘價值及可使用年期在每個報告期結束日進行檢討，及在適當時調整。

若資產的賬面值高於其估計可收回價值，其賬面值即時撇減至可收回金額(附註2.9)。

(vi) 資產處理的盈虧

與賬面值的差額釐定，計入綜合損益表，並於「其他經營開支淨額」中確認。當重估物業已出售，其相應在土地及物業重估儲備中的部份會轉至保留盈利。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

2. Summary of Significant Accounting Policies (Continued)

2.9 Leases

(i) The Group as a Lessee

The Group as a lessee recognises a right-of-use asset and a lease liability when a lease is capitalised at the commencement date, except for leases with a lease term of 12 months or less ("short-term leases") and leases of low-value assets. Payments in relation to short-term leases and leases of low-value assets are recognised as an expense in profit or loss on a straight line basis over the lease term.

The lease liability is initially measured at the present value of lease payments payable with reference to an expected lease term, which includes optional lease periods when the Group is reasonably certain to exercise the option to extend or not to terminate the lease. In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. Lease payments included in the measurement of the lease liability are made up of fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable payments that depend on an index or a rate, amounts expected to be payable under residual value guarantees and payments arising from options reasonably certain to be exercised. Variable lease payments that do not depend on an index or a rate are not included in the measurement of the lease liability and are expensed in the period to which they relate.

The lease liability is subsequently measured by increasing its carrying amount to reflect interest on the lease liability (using the effective interest rate method) and by reducing its carrying amount to reflect the lease payments made. The lease liability is remeasured (with a corresponding adjustment made to the related right-of-use asset) when there is a change in future lease payments in case of renegotiation, changes of an index or rate or in case of reassessment of options.

2. 主要會計政策概要(續)

2.9 租賃

(i) 本集團作為承租人

除租賃期為十二個月內(「短期租賃」)及低價值資產之租賃外，本集團作為承租人於租賃初始時將租賃資本化並確認使用權資產及租賃負債。短期租賃及低價值資產租賃之相關付款在租賃期內以直線法確認費用於損益。

租賃負債於初始時按預期租賃期內(包括本集團在合理預期下行使續租權的租賃期延長或不終止租賃期)應付租賃付款之現值來確認，並以租賃中隱含的利率貼現。如租賃內之隱含利率未能確定，則以租賃期初始日採用增額借款利率計算租賃付款現值。計量租賃負債時所包含之租賃付款包括減去任何應收之租賃優惠之固定付款(包括實質固定付款)，按指數或利率釐定之可變付款，剩餘價值保證額之預期應付款及於合理確定下行使續租權之付款。租賃負債計量不包括不依賴指數或利率的可變租賃付款，此等可變租賃付款於其產生的相關期內計入費用。

租賃負債其後計量是透過上調賬面值以反映租賃負債之利息(使用實際利率法)及下調賬面值以反映租賃付款的支付。當未來租賃付款因重新洽談合約，指數或利率變動或重新評估續租權而有所改變，租賃負債會重新計量(並對相關使用權資產作出相應調整)。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
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2. Summary of Significant Accounting Policies (Continued)

2.9 Leases (Continued)

(i) The Group as a Lessee (Continued)

The right-of-use asset is initially measured at cost which comprises the initial amount of the lease liability, any initial direct costs incurred, the obligation to restore the asset, and any lease payments made in advance of the commencement date less any incentives received. The right-of-use asset is subsequently measured at cost less accumulated depreciation, applying the depreciation requirements in HKAS 16 Property, Plant and Equipment and is subject to impairment review whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

(ii) The Group as a Lessor

Lease payments from properties letting under operating leases are recognised as rental income over the lease term on a straight line basis.

2.10 Impairment of non-financial assets

Assets that are subject to amortisation are tested 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 to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Such impairment loss is recognised in the consolidated income statement. Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting period.

2. 主要會計政策概要(續)

2.9 租賃(續)

(i) 本集團作為承租人(續)

使用權資產於初始按成本計量，當中包括租賃負債初始值，加上任何初始直接成本，還原相關資產之責任，及於租賃期開始前預繳之任何租賃付款並減去任何已收取之優惠。使用權資產其後應用香港會計準則第16號物業、廠房及設備的折舊規定按成本減累計折舊計量，並會於當情況或環境變化顯示使用權資產的賬面值可能無法收回進行減值檢討。

(ii) 本集團作為出租人

按經營租賃租出物業的租賃款項，採用直線法在租賃期內確認為租金收入。

2.10 非財務資產之減值

當有事件出現或情況已改變致其賬面值可能無法收回時就須作攤銷的資產進行減值測試。減值虧損按資產之賬面值超出其可收回金額之差額確認。可收回金額以資產之公允值扣除銷售成本或使用價值兩者之較高者為準。就評估減值而言，資產以大致上與其他資產或資產組合(現金產生單位)之現金流入獨立之可分開識別現金流入之最低層級分組。減值虧損直接入綜合損益表。每一報告完結期會評估商譽以外之非財務資產之減值能否撥回。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

2. Summary of Significant Accounting Policies (Continued)

2.11 Financial assets

(i) Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income ("OCI") or 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 either be recorded in profit or loss or OCI. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income ("FVOCI").

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

(ii) Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

2. 主要會計政策概要(續)

2.11 財務資產

(i) 分類

本集團將其財務資產分為以下計量類別：

- 其後按公允值(計入其他全面收益(「其他全面收益」)或計入損益)；及
- 按攤銷成本計量。

分類取決於實體管理財務資產的業務模式及現金流的合約條款。

就按公允值計量的資產，收益將於損益或其他全面收益列賬。就並非持作買賣的股本工具投資，則將取決於本集團於初次確認時是否不可撤回地選擇以按公允值計入其他全面收益(「按公允值計入其他全面收益」)的方式對股本投資列賬。

當且僅當管理該等資產的業務模式變動時，本集團方會對債務投資重新分類。

(ii) 確認及終止確認

常規購買及出售的財務資產在交易日確認—交易日指本集團承諾購買或出售該資產之日。當收取財務資產現金流量的權利已屆滿或已轉移，且本集團已將大部分擁有權風險及回報轉讓時，即終止確認財務資產。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

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2. Summary of Significant Accounting Policies (Continued)

2.11 Financial assets (Continued)

(iii) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss ("FVPL"), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in the consolidated income statement.

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 two measurement categories in 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 finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in consolidated income statement and presented in other operating expenses, net together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the consolidated income statement.
- **FVPL:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt instrument that is subsequently measured at FVPL is recognised in profit or loss in the period in which it arises.

2. 主要會計政策概要(續)

2.11 財務資產(續)

(iii) 計量

於初步確認時，本集團按公允價值另加(倘並非按公允價值計入損益(「按公允價值計入損益」)之財務資產)收購財務資產直接應佔的交易成本計量財務資產。按公允價值計入綜合收益表之財務資產之交易成本於損益支銷。

債務工具

債務工具的後續計量取決於本集團管理資產的業務模式及該資產的現金流量特徵。本集團將其債務工具劃分為兩個計量類別：

- **按攤銷成本列賬：**就收集合約現金流量(該等現金流量純粹指本金及利息付款)而持有的資產按攤銷成本計量。來自該等財務資產的利息收入使用實際利率法計入財務收入。終止確認產生的任何收益或虧損直接於綜合損益表確認，並連同外匯收益及虧損於其他經營開支淨額呈列。減值虧損於綜合收益表內以獨立項目呈列。
- **按公允價值計入損益：**不符合按攤銷成本或按公允價值計入其他全面收益標準的資產按公允價值計入損益計量。其後按公允價值計入損益計量之債務工具的收益或虧損於其產生期間於損益確認。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
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2. Summary of Significant Accounting Policies (Continued)

2.11 Financial assets (Continued)

(iv) Impairment

The Group assesses on a forward looking basis the expected credit losses associated with its debt instruments carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

Impairment on these financial assets are measured as either 12-month expected credit losses or lifetime expected credit losses, depending on whether there has been a significant increase in credit risk since initial recognition. If a significant increase in credit risk of a receivable has occurred since initial recognition, then impairment is measured as lifetime expected credit losses.

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 3.1(iv) for further details.

2.12 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the consolidated statement of financial position where the Group currently has 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 Group has also entered into arrangements that do not meet the criteria for offsetting but still allow for the related amounts to be set off in certain circumstances, such as bankruptcy or the termination of a contract.

2.13 Derivative financial instruments

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured at their fair value at the end of each reporting period. Assets and liabilities are classified as current if expected to be settled within 12 months; otherwise, they are classified as non-current.

Gains or losses arising from changes in the fair value of the derivatives are presented in the profit or loss within 'other operating expenses, net' in the period in which they arise.

2. 主要會計政策概要(續)

2.11 財務資產(續)

(iv) 減值

本集團以前瞻性方式評估與其按攤銷成本列賬的債務工具相關的預期信貸虧損。所採用的減值方法取決於信貸風險是否顯著增加。

該等財務資產減值乃按12個月預期信貸虧損或全期預期信貸虧損計量，取決於自初次確認以來信貸風險是否顯著增加。倘應收款項信貸風險自初次確認以來顯著增加，則減值確認為全期預期信貸虧損。

對於貿易應收款項，本集團應用香港財務報告準則第9號所允許的簡化方法，規定自初次確認應收款項確認預期全期虧損。有關進一步詳情，請參閱附註3.1(iv)。

2.12 抵銷金融工具

當本集團現時有法定可執行權力可抵銷已確認金額，並有意圖按淨額基準結算或同時變現資產和結算負債時，財務資產與負債可互相抵銷，並在綜合財務狀況表報告其淨額。本集團亦訂立不符合抵銷標準的安排，但在部份情況下仍允許相關金額抵銷，例如破產或終止合約。

2.13 衍生金融工具

衍生工具於訂立衍生合約日期初步按公允值確認，其後於每個報告期結束時按公允值重新計量。倘資產及負債預期於12個月內結算，則分類為流動項目，否則分類為非流動項目。

衍生工具公允值變動產生之收益或虧損於其產生期間於損益內「其他經營開支淨額」呈列。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

2. Summary of Significant Accounting Policies (Continued)

2.14 Inventories

Inventories are stated at the lower of cost and net realisable value. Costs are assigned to individual items on the first-in, first-out basis and are arrived at as follows:

- (i) Raw materials purchased for use in the manufacturing process – invoiced price and shipping cost.
- (ii) Work in progress and finished manufactured goods – costs of direct materials, direct labour and an appropriate proportion of production overheads.
- (iii) Finished goods purchased for resale – invoiced price and shipping cost.

Net realisable value is the estimated selling price in the ordinary course of business less applicable variable selling expenses.

2.15 Trade and other receivables

Trade receivables are amounts due from customers for merchandise sold 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 the amount of consideration that is unconditional unless they contain significant financing components, when they are recognised at fair value. The Group holds the trade receivables with the objective to collect the contractual cash flows and therefore measure them subsequently at amortised cost using effective interest method. See note 18 for further information about the Group's accounting for trade receivables and note 2.10(iv) for a description of the Group's impairment policies.

2. 主要會計政策概要(續)

2.14 存貨

存貨以成本值及可變現淨值兩者中較低者入賬。成本值按個別項目以先入先出法計算如下：

- (i) 採購用於製造工序之原料—發票價及運費。
- (ii) 在製品及製成品—直接原料、直接勞工之成本及應佔之生產經常費用。
- (iii) 採購以作轉銷之成品—發票價及運費。

可變現淨值是在日常業務過程中的估計售價減去可適用變動銷售開支。

2.15 貿易及其他應收款項

貿易應收款項為在日常經營活動中就商品銷售或服務執行而應收客戶的款項。如貿易及其他應收款項的收回預期在一年或以內(如仍在正常經營週期中,則可較長時間),其被分類為流動資產;否則分類為非流動資產。

貿易及其他應收款項按無條件代價金額初始確認,除非其含有重大融資部分,則按公允值確認。本集團持有貿易應收款項的目的是收取合約現金流,因此其後按攤銷成本使用實際利率法計量。有關本集團對貿易應收款項的會計處理的更多資料及本集團減值政策的闡述,請分別參閱附註18及附註2.10(iv)。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

2. Summary of Significant Accounting Policies (Continued)

2.16 Cash and cash equivalents

In the consolidated statement of cash flows, cash and cash equivalents comprise cash on hand and deposits held at call with financial institutions that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts with original maturities of three months or less.

2.17 Share capital

Ordinary shares are classified as equity.

2.18 Trade and other payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade and other payables are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

2.19 Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the consolidated income statement 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 facility will be drawn down. 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 facility will be drawn down, the fee is capitalised as a prepayment 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)

2.16 現金及現金等價物

在綜合現金流量表中，現金及現金等價物包括手頭現金、存入金融機構且可隨時轉換為已知金額現金及並無重大價值變動風險的通知存款及原到期日為三個月或以下銀行透支。

2.17 股本

普通股分類為權益。

2.18 貿易及其他應付款項

貿易應付款項為在日常經營活動中購買商品或服務而應支付的債務。如貿易及其他應付款項的支付日期在一年或以內(如仍在正常經營週期中，則可較長時間)，其被分類為流動負債；否則分類為非流動負債。

貿易及其他應付款項初步以公允值確認，其後利用實際利息法按攤銷成本計量。

2.19 借款

借款最初以淨交易成本的公允值而確認。借款隨後被定為分攤成本；在進款(扣除交易成本)與贖回價值間之任何差異於借貸期的綜合損益表內採用實際利率法而確認。

倘貸款融資很有可能部分或全部被提取，則就設立貸款融資時支付的費用確認為貸款交易成本。費用遞延至提取發生為止。倘無任何證據顯示該貸款很有可能部分或全部提取，則該費用撥充資本作為流動資金服務的預付款項，並於有關融資期間攤銷。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
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2. Summary of Significant Accounting Policies (Continued)

2.19 Borrowings (Continued)

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed in the financial period in which they are incurred.

2.20 Employee benefits

(i) Employee leave entitlements

Employee entitlements to annual leave and long service leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave and long service leave as a result of services rendered by employees up to the end of the reporting period.

Employee entitlements to sick leave and maternity leave are not recognised until the time of leave.

(ii) Bonus plans

The expected cost of bonus payment is recognised as a liability and an expense 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 plan are expected to be settled within twelve months and are measured at the amounts expected to be paid when they are settled.

2. 主要會計政策概要(續)

2.19 借款(續)

除非本集團可無條件將負債的結算遞延至報告期末後最少12個月，否則借款分類為流動負債。

收購、建築或生產認可資產直接應佔之一般及特定借款成本於需要完成及準備投入擬定用途或作銷售之期間資本化。認可資產指需要用上大量時間準備就緒以供擬定用途或銷售之資產。

其他借款成本於所產生財政期間支銷。

2.20 僱員福利

(i) 僱員應享假期

僱員在年假及長期服務休假之權利在僱員應享有時確認。本集團為截至報告期末止僱員已提供之服務而產生之年假及長期服務休假之估計負債作出撥備。

僱員之病假及產假不作確認，直至僱員正式休假為止。

(ii) 獎金計劃

當本集團因為僱員提供之服務而產生現有法律或推定性責任，而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。獎金計劃之負債預期須在十二個月內償付，並根據在償付時預期會支付之金額計算。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

2. Summary of Significant Accounting Policies (Continued)

2.20 Employee benefits (Continued)

(iii) Retirement benefit costs

The Group operates several defined contribution schemes.

A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. 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 periods.

For Hong Kong employees, the Group contributes to Mandatory Provident Fund ("MPF") scheme in accordance with Hong Kong Mandatory Provident Fund Schemes Ordinance. Contributions to the MPF scheme by the Group and employees are calculated as a percentage of employees' remuneration received. The Group's contributions to MPF scheme are expensed as incurred. The assets of the MPF scheme are held separately from those of the Group in an independently administered fund.

For employees in Mainland China and Vietnam, the Group contributes to a defined contribution retirement scheme managed by the local municipal government in Mainland China and Vietnam. The Group's contributions to the retirement scheme are expensed as incurred while the local municipal government in Mainland China and Vietnam undertakes to assume that the retirement benefit obligations of the qualified employees in Mainland China and Vietnam.

2. 主要會計政策概要(續)

2.20 僱員福利(續)

(iii) 退休金成本

本集團設有數個定額供款計劃。

定額供款計劃為本集團須向獨立實體支付固定供款之退休金計劃。倘基金之資產於本期間或過往期間並不足以支付所有與僱員服務有關之福利，則本集團概無任何法律或推定責任支付額外供款。

就香港僱員，本集團根據香港強制性公積金條例向強制性公積金(「強積金」)計劃供款。本集團及僱員向退休計劃之供款按各僱員的所收報酬比率計算。本集團向強積金計劃作出之供款在發生時作為費用支銷。該計劃之資產與本集團資產分開，由獨立之行政基金持有。

就中國大陸及越南僱員，本集團向中國大陸及越南地方政府管理的界定供款退休計劃供款。本集團對退休計劃的供款在發生時作為費用支銷，且中國大陸及越南地方政府承諾承擔中國大陸及越南的合資格僱員的退休福利義務。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

2. Summary of Significant Accounting Policies (Continued)

2.21 Current and deferred income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

(a) 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 Company and its subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The group measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

(b) Deferred income tax

Deferred income tax is provided in full, 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 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 and does not give rise to equal taxable and deductible temporary differences. 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.

The deferred tax liability in relation to investment property that is measured at fair value is determined assuming the property will be recovered entirely through sale.

Deferred tax assets are recognised only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

2. 主要會計政策概要(續)

2.21 當期及遞延稅項

期內所得稅開支或抵免指根據各司法權區的適用所得稅率按即期應課稅收入支付的稅項，而有關所得稅率經暫時差異及未動用稅務虧損所致的遞延稅項資產及負債變動而調整。

(a) 當期稅項

當期所得稅支出根據本公司及其附屬公司營運及產生應課稅收入的國家於報告期結束日已頒佈或實質頒佈的稅務法例計算。管理層就適用稅務法例詮釋所規限的情況定期評估報稅表的狀況，並考慮稅務機關是否會接納不確定稅項處理。本集團根據最可能金額或預期數值計量稅項結餘，所採用方法則取決於可解決不確定因素提供較佳預測者。

(b) 遞延稅項

遞延所得稅利用負債法就資產和負債的稅基與在資產和負債在綜合財務報表的賬面值所產生的暫時差異作出全額撥備。然而，遞延所得稅來自在交易(不包括企業合併)中對資產或負債的初步確認，而在交易時不影響會計損益或應課稅盈虧，且不會產生相等應課稅及可扣稅暫時差額，則不作記賬。遞延稅項採用在報告期結束日前已頒佈或實質頒佈，並在有關之遞延所得稅資產實現或遞延所得稅負債結算時預期將會適用之稅率(及法例)而釐定。

有關按公允值計量的投資物業的遞延稅項負債乃假設該物業將透過出售完全收回而釐定。

遞延所得稅資產僅在未來應課稅金額將可利用該等暫時差異及虧損時予以確認。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
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2. Summary of Significant Accounting Policies (Continued)

2.21 Current and deferred income tax (Continued)

(b) Deferred income tax (Continued)

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in foreign operations where the company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and where the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intend either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in consolidated income statement except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

2.22 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 a reliable estimate of the amount can be made. 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.

Provisions are measured at the present value of the management's best estimate of the expenditures required to settle the obligation present at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to passage of time is recognised as interest expense.

2. 主要會計政策概要(續)

2.21 當期及遞延稅項(續)

(b) 遞延稅項(續)

倘本公司能控制撥回暫時差額的時間及該等差異很可能不會於可見將來撥回，則不會就境外業務投資賬面值與稅基之間的暫時差額確認遞延稅項負債及資產。

倘若存在可依法強制執行的權利將即期稅項資產與負債抵銷，及倘遞延稅項結餘與同一稅務機構相關，則可將遞延稅項資產與負債抵銷。倘實體有可依法強制執行抵銷權利且有意按淨值基準清償或同時變現資產及清償負債時，則即期稅項資產與稅項負債抵銷。

即期及遞延稅項於綜合損益表確認，惟其涉及於其他全面收益或直接於權益確認的項目除外。

2.22 撥備

當本集團因已發生的事件須承擔現有之法律性或推定性的責任，而解除責任時有可能消耗資源，並在責任金額能夠可靠地作出估算的情況下，需確立撥備。但不會就未來經營虧損確立準備。

如有多項類似債務，其需要在結算中有資源流出的可能性，則可根據債務的類別整體考慮。即使在同一債務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，仍須確立準備。

撥備按管理層對於報告期間結算日須償付現有責任的支出的最佳估計的現值計量。用於釐定現值的貼現率為反映當時市場對金錢時間值及負債特定風險的評估的稅前利率。隨時間流逝而增加的撥備確認為利息開支。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
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2. Summary of Significant Accounting Policies (Continued)

2.23 Revenue recognition

(i) Sale of goods

Revenue is recognised when control of the products has transferred to the customers at a point in time, being when the products are delivered to the customer, the customer has full discretion over the channel and price to sell the products, and there is no unfulfilled obligation that could affect the customer's acceptance of the products. Delivery occurs when the products have been shipped to the specified location, the risks of obsolescence and loss have been transferred to the customer, and either the customer has accepted the products in accordance with the sales contract, the acceptance provisions have lapsed, or the Group has objective evidence that all criteria for acceptance have been satisfied. As receivable is recognised when the goods are delivered as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

(ii) Interest income

Interest income is recognised on a time proportion basis using the effective interest method.

(iii) Operating lease rental income

Operating lease rental income is recognised on a straight-line basis over the period of the lease.

2.24 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)

2.23 收益確認

(i) 銷售貨品

收益於產品的控制權在某個時間點轉移至客戶時確認，即產品已交付予客戶，客戶可全權酌情決定該產品的銷售渠道及價格以及並無可能會影響客戶接納產品的未履行責任時確認。當產品已運送到指定地點，產品陳舊及遺失的風險已轉移至客戶，及客戶按照銷售合約接納產品，或接納條款已失效，或本集團有客觀證據證明所有接納標準均已達成時，交付即告完成。應收款項於貨品交付時確認，因為此乃代價變為無條件的時間點，原因是付款到期前僅須待時間過去。

(ii) 利息收入

利息收入使用實際利率法按時間比例基準確認。

(iii) 經營租賃租金收入

經營租賃租金收入於租期內按直線基準確認。

2.24 政府補貼

政府補貼當能夠合理地保證將取得補貼及資助且本集團將符合所有附帶條件時，補貼及資助收入按其公允值確認。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
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3. Financial Risk Management

3.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, price risk and 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.

Management regularly manages the financial risks of the Group.

(i) Foreign exchange risk

The Group operates internationally and is exposed to foreign currency risk arising from various currency exposures, primarily with respect to Renminbi ("RMB"), Vietnamese Dong ("VND") and United States Dollar ("US\$"). Foreign exchange risk arises from future commercial transactions, recognised assets and liabilities and net investments in foreign operations. In addition, the conversion of RMB and VND are subject to the rules and regulations of foreign exchange control promulgated by Mainland China monetary authority and Vietnam government respectively.

To manage the foreign exchange risk arising from future commercial transactions and recognised assets and liabilities, the Group enters into foreign exchange forward contracts with external financial institutions.

Should RMB strengthened/weakened by 5% (2021: 5%) during the year ended 31st December 2022 against the HK\$, with all other variables held constant, the impact of the profit after taxation for the year would have been approximately HK\$432,000 higher/lower (2021: approximately HK\$629,000 higher/lower), mainly as a result of foreign exchange losses/gains on translation of RMB denominated receivables and payables.

3. 財務風險管理

3.1 財務風險因素

本集團因經營業務而承受不同財務風險，即市場風險(包括外匯風險、價格風險及利率風險)、信貸風險和流動資金風險。本集團的整體風險管理計劃針對金融市場的不可預知性，務求盡量減低對本集團財務表現所帶來的影響。

管理層會定期管理集團之財務風險。

(i) 外匯風險

本集團在多國經營，故此承受多種因不同貨幣而產生的外匯風險，主要涉及人民幣(「人民幣」)、越南盾(「越南盾」)及美元(「美元」)。外匯風險由未來商業交易、已確認之資產及負債及外地業務之投資淨額產生。此外，人民幣及越南盾轉換須分別遵守中國人民銀行及越南政府頒布之外匯管制規則及條例。

為管理未來商業交易及已確認資產及負債產生之外匯風險，本集團與外部金融機構訂立外匯遠期合約。

截至二零二二年十二月三十一日止年度，倘人民幣兌港元匯率轉強／轉弱5%(二零二一年：5%)，而其他各項變數不變，於年內除稅後溢利將分別增加／減少約432,000港元(二零二一年：增加／減少約629,000港元)主要來自換算以人民幣計值的應收款及應付款之匯兌損失／所得。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

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3. Financial Risk Management (Continued)

3.1 Financial risk factors (Continued)

(i) Foreign exchange risk (Continued)

Should VND strengthened/weakened by 5% (2021: 5%) during the year ended 31st December 2022 against the HK\$/US\$, with all other variables held constant, the impact of the profit after taxation for the year would have been approximately HK\$649,000 lower/higher (2021: approximately HK\$1,171,000 lower/higher), mainly as a result of foreign exchange losses/gains on translation of VND denominated receivables and payables.

Certain of the assets of the Group are denominated in US\$ but the foreign exchange risk is considered not significant as HK\$ exchange rate is pegged to US\$.

The foreign exchange risk on financial assets and liabilities denominated in currencies other than RMB, VND and US\$ are insignificant to the Group.

(ii) Price risk

The Group is exposed to fluctuations in the market price of major raw materials such as copper rods and chemicals to make plastic resins.

The Group is able to pass certain realised price gains and losses on raw materials to certain customers through price adjustments, which can mitigate the price risk. The Group has not used any derivative instruments to hedge such economic exposures.

(iii) Interest rate risk

The Group's interest rate risk arises from bank 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. Details of the Group's borrowings have been disclosed in note 23 to the consolidated financial statements.

The Group has not used any hedging arrangement to hedge its exposure to interest rate risk.

The sensitivity analysis presents the effects on the Group's profit after taxation for the year as a result of changes in interest expense on floating rate borrowings. The sensitivity to interest rate used is based on market forecasts available at the reporting date and under the economic environments in which the Group operates, with other variables held constant.

3. 財務風險管理(續)

3.1 財務風險因素(續)

(i) 外匯風險(續)

截至二零二二年十二月三十一日止年度，倘越南盾兌港元/美元匯率轉強/轉弱5%（二零二一年：5%），而其他各項變數不變，於年內除稅後溢利將分別減少/增加約649,000港元（二零二一年：減少/增加約1,171,000港元）主要來自換算以越南盾計值的應收款及應付款之匯兌虧損/收益。

本集團之若干資產以美元為單位。因港元與美元掛勾，故並無重大外匯風險。

除人民幣、越南盾及美元外的貨幣之財務資產及負債的外匯風險對本集團並不重大。

(ii) 價格風險

本集團需承受主要原料如銅桿和製造塑料的化學物料之市場價格波動。

本集團能夠經價格調整轉移若干已變現的原材料價格收益和虧損至若干客戶，以舒緩價格風險。本集團並沒有利用衍生工具對沖相對經濟風險。

(iii) 利率風險

本集團的利率風險來自銀行借款。浮息借款為本集團帶來現金流利率風險，部分為按浮息持有的現金所抵銷。本集團借款詳情已於綜合財務報表附註23披露。

本集團並無使用任何對沖安排對沖其利率風險。

敏感度分析呈列本集團年內除稅後溢利（因浮息借款的利息支出出現變動）。利率敏感度根據報告日的市場預測及本集團面對的經濟環境（其他變數不變）而作出。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

3. Financial Risk Management (Continued)

3.1 Financial risk factors (Continued)

(iii) Interest rate risk (Continued)

Based on the analysis performed, the impact on the profit after taxation of a 100 basis-point increase/decrease in interest rate would be a decrease/increase (2021: decrease/increase) of HK\$527,000 and HK\$659,000 for the years ended 31st December 2022 and 2021, respectively.

(iv) Credit risk

Credit risk arises from trade and bills receivables, other receivables, and favourable derivative financial instrument and deposits placed with banks.

Risk management

Credit risk is managed on a group basis.

For the favourable financial derivatives and deposits placed with banks and financial institutions, only independently rated parties with acceptable rating quality is accepted.

Risk control assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by the Group. The compliance with credit limits by customers is regularly monitored by the Group.

The Group has policies in place to ensure sales are made to customers with appropriate credit terms and the Group performs periodic credit check with reference to credit rating performed by external agents.

The Group has concentration of credit risk. Sales made to the top 5 customers amounted to approximately HK\$230,222,000 (2021: HK\$259,352,000), representing 71% (2021: 69%) of total revenue for the year. The total accounts receivable balance of these top 5 customers as at 31st December 2022 was HK\$35,219,000 (2021: HK\$52,741,000).

3. 財務風險管理(續)

3.1 財務風險因素(續)

(iii) 利率風險(續)

根據分析，截至二零二二年及二零二一年十二月三十一日止年度，100基準點上調/下調利率將對除稅後溢利之影響分別減少/增加(二零二一年：減少/增加)527,000港元及659,000港元。

(iv) 信貸風險

信貸風險源自貿易應收款項及應收票據、其他應收款項以及存於銀行的有利衍生金融工具及存款。

風險管理

信貸風險按集團基準管理。

就存於銀行及金融機構的有利金融衍生工具及存款而言，只接受獲獨立評估為具可接受評級質素的人士。

風險控制評估客戶的信貸質素，當中考慮其財務狀況、過往經驗及其他因素。個人風險限額根據本集團所設的限額按內部或外部評級界定。本集團定期監察客戶遵守信貸限額的情況。

本集團已實施政策以確保銷售乃透過適當的信貸條款向客戶作出，且本集團參考外部機構進行的信貸評級進行定期信貸檢查。

本集團有集中信貸風險。銷售予五大客戶的金額約230,222,000港元(二零二一年：259,352,000港元)佔全年總收益71%(二零二一年：69%)。以上五大客戶於二零二二年十二月三十一日總應收款項為35,219,000港元(二零二一年：52,741,000港元)。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

3. Financial Risk Management (Continued)

3.1 Financial risk factors (Continued)

(iv) Credit risk (Continued)

Risk management (Continued)

The Group has four types of financial assets that are subject to the expected credit loss model:

- Bill receivables
- Cash at bank
- Trade receivables
- Other financial assets at amortised cost

Cash at bank

As at 31st December 2022, most of the bank deposits are deposited with reputable banks in Mainland China, Vietnam and Hong Kong. The credit quality of cash at bank has been assessed by reference to external credit ratings or to historical information about the counterparty default rates. The existing counterparties do not have default in the past. Therefore, expected credit loss rate of cash at bank is assessed to be close to zero and no provision was made as at 31st December 2022.

Trade and bill receivables

The Group applies the HKFRS 9 simplified approach to measures expected credit losses which uses a lifetime expected loss allowance for all trade and bill receivables.

To measure the expected credit losses, trade and bill receivables have been grouped by invoice date and based on shared credit risk characteristics.

The expected loss rates are based on the payment profiles of sales over a period of 12 months before 31st December 2022 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.

3. 財務風險管理(續)

3.1 財務風險因素(續)

(iv) 信貸風險(續)

風險管理(續)

本集團於預期信貸虧損模式下有四類財務資產：

- 應收票據
- 銀行現金
- 貿易應收款項
- 按攤銷成本列賬的其他財務資產

銀行現金

於二零二二年十二月三十一日，大部分銀行存款存放於中國大陸、越南及香港的知名銀行。銀行現金的信貸質素參考外部信貸評級或參考有關對手方違約率的過往資料評估。現有對方並無過往違約記錄。因此，根據評估，銀行現金的預期信貸虧損比率接近於零及於二零二二年十二月三十一日並無計提撥備。

貿易應收款項及應收票據

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，就所有貿易應收款項及應收票據使用整個生命期的預期虧損撥備。

為計量預期信貸虧損，貿易應收款項及應收票據已按發票日期及基於共同信貸風險特徵分組。

預期虧損率乃基於在二零二二年十二月三十一日前12個月期間銷售的付款概況，以及在此期間經驗的相應歷史信貸虧損。歷史虧損率經調整以反映影響客戶償還應收款項能力之宏觀經濟因素的當前及前瞻性資料。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

3. Financial Risk Management (Continued)

3.1 Financial risk factors (Continued)

(iv) Credit risk (Continued)

Trade and bill receivables (Continued)

On that basis, the loss allowance of trade and bill receivables as at 31st December 2022 and 2021 was determined as follows:

		By invoice date 按發票日期			
		0-3 months 0-3個月	4-6 months 4-6個月	Over 6 months 超過6個月	Total 總計
31st December 2022	二零二二年 十二月三十一日				
Expected loss rate	預期虧損率	0.1%	0.5%	65.4%	
Gross carrying amount – trade and bill receivables (HK\$'000)	賬面總值－貿易應收 款項及應收票據 (千港元)	45,688	6,368	456	52,512
Loss allowance (HK\$'000)	虧損撥備(千港元)	23	32	298	353
31st December 2021	二零二一年 十二月三十一日				
Expected loss rate	預期虧損率	0.1%	0.4%	91.5%	
Gross carrying amount – trade and bill receivables (HK\$'000)	賬面總值－貿易應收 款項及應收票據 (千港元)	69,468	7,662	11,238	88,368
Loss allowance (HK\$'000)	虧損撥備(千港元)	45	32	10,281	10,358

The loss allowances for trade and bill receivables as at 31st December reconcile to the opening loss allowances as follows:

於十二月三十一日貿易應收款項及應收票據虧損撥備與期初虧損撥備對賬如下：

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Opening loss allowance at 1st January	於一月一日期初虧損撥備	10,358	16,790
Net decrease in loss allowance recognised in profit or loss during the year	於年內損益確認虧損撥備 減少淨額	(11)	(727)
Provision written off as uncollectible	視作不可收回而撇銷的撥備	(9,991)	(5,792)
Exchange adjustment	匯兌調整	(3)	87
Closing loss allowance at 31st December	於十二月三十一日期末 虧損撥備	353	10,358

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

3. Financial Risk Management (Continued)

3.1 Financial risk factors (Continued)

(iv) Credit risk (Continued)

Trade and bill receivables (Continued)

Trade and bill receivables are written off where 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.

Impairment losses on trade and bill receivables are presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

Other financial assets at amortised cost

Other financial assets at amortised cost are considered to be low credit risk primarily because historically they had no history of default and the debtors had a strong capacity to meet its contractual cash flow obligations in the near term. Therefore, as at 31st December 2022 and 2021, the directors of the Group were of the opinion that no provision for loss allowance was necessary.

(v) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and making available an adequate amount of committed credit facilities with staggered maturities to reduce refinancing risk in any year and to fund working capital, debt servicing, dividend payments, new investments and close out market positions if required. The Group maintains significant flexibility to respond to opportunities and events by ensuring that committed credit lines are available. As at 31st December 2022, the Group had available trade and loan finance facilities of HK\$135,040,000 of which HK\$22,775,000 was utilised.

3. 財務風險管理(續)

3.1 財務風險因素(續)

(iv) 信貸風險(續)

貿易應收款項及應收票據(續)

貿易應收款項及應收票據於沒有合理預期收回的情況下撇銷。沒有合理預期收回的指標包括(其中包括)債務人未能與集團簽訂還款計劃。

貿易應收款項及應收票據的減值虧損呈報為經營溢利內的減值虧損淨額。其後收回先期撇銷之金額計入相同項目。

其他按攤銷成本計量的財務資產

其他按攤銷成本計量的財務資產被視為擁有低信貸風險，主要由於有關資產過往並無拖欠記錄，而債務人於短期內擁有強大財力達成合約現金流量責任。因此，於二零二二年及二零二一年十二月三十一日，本集團董事認為並不需要計提虧損撥備。

(v) 流動資金風險

審慎的流動資金風險管理，是指保持足夠現金、持有充足的已承諾信貸安排以減輕每年所承受的再融資風險，以及按需要提供營運資金、還本付息、派發股息、作出新投資及如需要退出市場。本集團確保本身擁有足夠的已承諾信貸，以靈活地把握商機和應付不時之需。截至二零二二年十二月三十一日，本集團有可動用貿易及信貸融資為135,040,000港元，其中已動用22,775,000港元。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

3. Financial Risk Management (Continued)

3.1 Financial risk factors (Continued)

(v) Liquidity risk (Continued)

The table below analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period at the end of the reporting period to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

3. 財務風險管理(續)

3.1 財務風險因素(續)

(v) 流動資金風險(續)

下表分析本集團的金融負債，按照相關的到期組別，根據由報告期末至合約到期日的剩餘期間進行分析。在表內披露的金額為合約性未貼現現金流量。由於貼現的影響不大，故此在12個月內到期的結餘相等於其賬面值。

		On demand or within 1 year 按要求或一年內 HK\$'000 千港元	Between 1 to 2 years 一至兩年 HK\$'000 千港元
At 31st December 2022			
Trust receipt loans	於二零二二年十二月三十一日 信託收據貸款	3,775	-
Bank loans	銀行貸款	19,000	-
Trade and other payables	貿易及其他應付款項	17,207	-
Lease liabilities	租賃負債	77	-
At 31st December 2021			
Trust receipt loans	於二零二一年十二月三十一日 信託收據貸款	14,372	-
Bank loans	銀行貸款	60,000	-
Trade and other payables	貿易及其他應付款項	29,103	-
Lease liabilities	租賃負債	454	77

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

3. Financial Risk Management (Continued)

3.2 Capital risk management

The primary objective of the Group's capital management is to safeguard the Group's ability to continue as a going concern, maintain a strong credit rating and a healthy capital ratio to support the business and to enhance shareholder value.

The Group manages its capital structure and makes adjustments to it in light of changes in economic conditions and business strategies. To maintain or adjust the capital structure, the Group may adjust the dividend payments to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debts. The Group's capital management objectives, policies or processes were unchanged during the years ended 31st December 2022 and 2021.

Except for the compliance of certain financial covenants for maintaining the Group's banking facilities and borrowings and loans, the Group is not subject to any externally imposed capital requirements. The Group complied with the financial covenants attached to borrowings and loans as at 31st December 2022 and 2021.

The Group monitors capital on the basis of the gearing ratio. This ratio is calculated by dividing total borrowings to total equity.

The gearing ratios at 31st December 2022 and 2021 were as follows:

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Total borrowings	總借款	22,775	74,372
Total equity	總權益	566,105	569,058
Gearing ratio	槓桿比率	4.0%	13.1%

3. 財務風險管理(續)

3.2 資產風險管理

本集團資金管理的主要目標，是確保本集團持續營運，維持良好的信貸評級和穩健的資金比率，以支持其業務發展及提升股東價值。

本集團因應經濟狀況的變化和商業策略來管理和調整資金架構，本集團可調整給予股東的股息、發行新股、舉債或償還債務。本集團的資金管理目標、政策及程序於截至二零二二年及二零二一年十二月三十一日止年度均無改變。

除遵守若干財務契諾以維持本集團的銀行融資及借款和貸款外，本集團並無受任何外部施加的資金規定限制。本集團於二零二二年及二零二一年十二月三十一日遵守借款和貸款所附的財務契諾。

本集團利用槓桿比率監察其資本。此比率按照總借款除以總權益計算。

截至二零二二年及二零二一年十二月三十一日止年度槓桿比率如下：

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

3. Financial Risk Management (Continued) 3.3 Fair value estimation

The carrying amounts of the Group's financial assets and liabilities including cash and cash equivalents, trade and bill receivables, other receivables and deposits, derivative financial instruments, trade payables, other payables and accruals, lease liabilities and short-term borrowings approximate to their fair values due to their short-term maturities. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments, unless the discounting effect is insignificant.

See notes 15 and 16 for disclosures of the property, plant and equipment and investment properties and note 19 for disclosure of the derivative financial instruments that are measured at fair value and classified by level of the following fair value measurement hierarchy at 31st December 2022 and 2021:

1. Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1).
2. Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2).
3. Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

The fair value of financial instruments traded in active markets is based on quoted market prices at the end of reporting date. The quoted market price used for financial assets and liabilities is the current bid price. These instruments are included in level 1.

3. 財務風險管理(續) 3.3 公允價值估計

本集團財務資產及財務負債的帳面值包括現金及現金等價物、貿易應收款項及應收票據、其他應收款項及訂金、衍生金融工具、貿易應付款項、其他應付款項及應計開支、租賃負債及短期借款，因其短年期，大約與其公允價值相約。用作披露用途之財務負債的公允價值以本集團用於相似金融工具的現時市場利率貼現未來合約現金流量作估計，除非其貼現影響不大。

於二零二二年及二零二一年十二月三十一日，按公允價值計量且按下列公允價值計量層級分類的物業、廠房及設備及投資物業之披露，以及衍生金融工具之披露，請分別參閱附註15及16以及附註19：

1. 利用在活躍市場中相同資產或負債之(未經調整)報價(第一級)。
2. 除包括在第一級的報價外，輸入數據均直接(由價格)或間接(由價格衍生)基於可觀察市場數據之估值技術(第二級)。
3. 資產或負債之數據並非基於可觀察市場數據(非觀察數據)(第三級)。

在活躍市場買賣的金融工具之公允價值根據報告期結束日的市場報價列賬。本集團持有的財務資產及負債的市場報價為當時買盤價。該等工具均列入第一級。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

3. Financial Risk Management (Continued) 3.3 Fair value estimation (Continued)

The fair value of financial instruments that are not traded in an active market 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.

4. Critical Accounting Estimates and Judgements

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.

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 discussed below.

4.1 Income taxes

The Group is subject to income taxes in several jurisdictions. Significant judgement is required in determining the worldwide provision for taxation. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for anticipated taxes based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current tax and deferred tax provisions in the period in which such determination is made.

3. 財務風險管理(續) 3.3 公允價值估計(續)

沒有在活躍市場買賣的金融工具的公允價值利用估值技術釐定。該等估值技術盡量利用可觀察市場數據(如有)，盡量少依賴主體的特定估計。倘計算一項金融工具的公允價值所需的所有重大輸入為可觀察數據，則該金融工具列入第二級。

倘一項或多項重大輸入並非根據可觀察市場數據，則該金融工具列入第三級。

4. 關鍵會計估計及判斷

估算和判斷會被持續評估，並根據過往經驗和其他因素進行評價，包括在有關情況下相信對未來事件合理的預測。

本集團對未來作出估算和假設。所得的會計估計(如其定義)，很少會與其實際結果相同。很大機會導致下個財政年度的資產和負債的賬面值作出重大調整的估算和假設討論如下。

4.1 所得稅

本集團需要在多個司法權轄區繳納所得稅。在釐定多國稅項撥備時，需要作出重大判斷。在正常業務過程中，許多交易及計算的最終稅項釐定是不確定的。本集團根據估計是否須繳付額外稅款，就預計稅項確認負債。當最終的稅款結果與最初記賬金額不同時，有關差額將影響釐定期間的當期稅項及遞延稅項撥備。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
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4. Critical Accounting Estimates and Judgements (Continued)

4.2 Estimated fair value of investment properties, leasehold land and buildings

The fair value of investment properties, leasehold land and buildings are determined at the end of each reporting period by independent professional valuers. The fair value of investment properties and leasehold land and buildings in Hong Kong are determined on an open market value basis by reference to comparable market transactions. The fair value of buildings in Vietnam and Mainland China are determined on depreciated replacement cost basis or income approach. The market approach and income approach of valuation is subject to comparable market transactions while the depreciated replacement cost approach is based on estimation of current construction cost by the surveyors.

4.3 Impairment of trade receivables

The Group makes provision for impairment of trade receivables based on assumptions about risk of default and expected loss rate. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

4.4 Provision for inventories

Significant judgement is exercised in the assessment of the net realisable value of its inventory, which is the estimated selling price in the ordinary course of business, less estimated costs of completion and selling expenses. In making its judgement, management considers a wide range of factors such as the age of the inventory items and the assessment of the results of the subsequent sales performance of the items. Management reassess the provision at the end of the reporting period.

4. 關鍵會計估計及判斷(續)

4.2 估計投資物業、租賃土地及樓宇的公允值

投資物業、租賃土地及樓宇的公允值於各報告期末由獨立專業估值師釐定。投資物業及位於香港的租賃土地及樓宇的公允值參考可比較市場交易的公開市場價值釐定。位於越南及中國大陸的樓宇的公允值按折舊重置成本法或收益法釐定。按市場法或收益法進行估值需視乎是否有可比較市場交易，而折舊重置成本法乃基於測量師對當前建設成本的估計。

4.3 貿易應收款項之減值撥備

本集團根據有關違約風險及預期虧損率的假設，就貿易及其他應收款項減值作出撥備。本集團作出該等假設及挑選減值計算的輸入數據時，根據本集團過往記錄、於各報告期末的現行市況及前瞻性估計使用判斷。

4.4 存貨撥備

於評估存貨之可變現淨值時須作出重大判斷以日常業務中的估計售價減去估計完成金額及銷售支出。於作出判斷時，管理層考慮廣泛因素，如存貨項目之賬齡及對項目後續銷售業績之評估。管理層於報告期末重新評估撥備。

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綜合財務報表附註(續)

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4. Critical Accounting Estimates and Judgements (Continued)

4.5 Estimated useful lives of property, plant and equipment

The Group's management determines the estimated useful lives and related depreciation charges for its property, plant and equipment. This estimate is based on the historical experience of the actual useful lives of the property, plant and equipment of similar nature and functions. It could change significantly as a result of technical innovations. Management will increase the depreciation charge where useful lives are less than previously estimated lives, or it will write off or write down technically obsolete or non-strategic assets that have been abandoned or sold.

5. Revenue and Segment Information

The Group is principally engaged in the manufacturing and trading of electric cable and wire products. Revenue recognised during the year is as follows:

	2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Sale of goods – at a point in time 銷貨—在某個時間點	324,524	373,472

The Chief Executive Officer (the chief operation decision maker ("CODM")) has reviewed the Group's internal reporting and determines that there are five reportable segments, based on location of customers under the electric cable and wire products business, including Hong Kong, Mainland China, America, Japan and other countries. These segments are managed separately as each segment is subject to risks and returns that are different from others.

4. 關鍵會計估計及判斷(續)

4.5 物業、廠房及設備之估計可使用年期

本集團管理層釐定物業、廠房及設備之估計可使用年期及相關折舊開支。此估計乃基於對具有類似性質及功能之物業、廠房及設備之實際可使用年期之歷史經驗，可能因技術革新而發生重大變動。管理層將增加折舊開支，倘可使用年期低於之前估計之年期，或將撇銷或撇減已棄置或出售之過時或非策略資產。

5. 收益及分部資料

本集團主要經營製造及買賣電線及導線產品業務。年內確認之收益如下：

行政總裁(首席營運決策者)已閱覽本集團內部報告及確定在電線及導線產品業務下根據客戶所在地有五個分部，包括香港、中國大陸、美洲、日本及其他國家。該等分部因風險及回報有別於其他分部而獨立分開管理。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
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5. Revenue and Segment Information (Continued)

The segment information for the reportable segments for 2022 and 2021 is as follows:

二零二二年及二零二一年報告分部的分部資料如下：

		Revenue (external sales) 收益 (外部銷售)	Segment results 分部業績	Total segment assets 總分部資產	Capital expenditure 資本開支	Depreciation 折舊
		2022 二零二二年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Hong Kong	香港	41,157	3,755	128,618	537	5,292
Mainland China	中國大陸	56,788	6,424	277,120	762	10,203
America	美洲	188,541	8,322	100,975	-	2
Japan	日本	35,560	2,308	1,094	-	-
Other countries	其他國家	2,478	217	99,502*	374	4,409
Reportable segment	報告分部	324,524	21,026	607,309	1,673	19,906
Unallocated costs	未分配費用		(2,155)			
Operating profit	經營溢利		18,871			
		Revenue (external sales) 收益 (外部銷售)	Segment results 分部業績	Total segment assets 總分部資產	Capital expenditure 資本開支	Depreciation 折舊
		2021 二零二一年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Hong Kong	香港	48,915	2,886	127,577	3	5,208
Mainland China	中國大陸	78,295	7,111	317,828	387	12,440
America	美洲	210,351	6,021	113,841	9	1
Japan	日本	32,755	2,029	1,104	-	-
Other countries	其他國家	3,156	225	116,840*	8,811	3,267
Reportable segment	報告分部	373,472	18,272	677,190	9,210	20,916
Unallocated costs	未分配費用		(1,914)			
Operating profit	經營溢利		16,358			

* The assets mainly represent those located in Vietnam

* 該等資產主要指位於越南的資產

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
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5. Revenue and Segment Information (Continued) 5. 收益及分部資料(續)

A reconciliation of total segment assets to the Group's total assets:

總分部資產與本集團總資產的對賬：

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Total segment assets	總分部資產	607,309	677,190
Investment properties	投資物業	47,154	43,100
Deferred tax assets	遞延稅項資產	7,368	7,443
Total assets		661,831	727,733

Unallocated costs represent corporate expenses.

未分配費用指公司支出。

Revenue of approximately HK\$167,458,000 (2021: HK\$195,464,000) are derived from two (2021: two) major customers contributing 10% or more of the total revenue. These revenues are attributable to the America segment (2021: America segment).

收益約167,458,000港元(二零二一年：195,464,000港元)是來自兩名(二零二一年：兩名)主要客戶(佔總收益10%或以上)。該等收益來自美洲分部(二零二一年：美洲分部)。

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Customer A	客戶A	91,015	101,176
Customer B	客戶B	76,443	94,288
		167,458	195,464

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
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6. Other Income

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Scrap sales	廢料銷售	3,207	4,016
Interest income	利息收入	31	13
Rental income from investment properties	來自投資物業之租金收入	1,545	1,524
Government subsidy (note (a))	政府補貼(附註(a))	1,298	99
Other income from customers	其他客戶收入	3,178	2,083
		9,259	7,735

Note:

- (a) During the year ended 31st December 2022, the Group received subsidy from the Government of HKSAR of approximately HK\$804,000 (2021: nil) in relation to the "Employee Support Scheme". There are no unfulfilled conditions or other contingencies attaching in these subsidies.

附註：

- (a) 截至二零二二年十二月三十一日止年度，本集團收到香港特別行政區政府有關「保就業計劃」的補貼約804,000港元(二零二一年：零)。該等補貼概無附帶未履行的條件或其他或然事項。

7. Other Operating Expenses, Net

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Revaluation deficit of buildings	樓宇重估虧絀	1,516	3,424
Loss/(gain) on revaluation of investment properties	投資物業重估損失/(所得)	407	(120)
Charitable donations	慈善捐獻	1,194	882
Net gain on derivatives financial instruments	衍生金融工具淨收益	(81)	(449)
Net exchange (gain)/losses	外匯淨(收益)/損失	(4,421)	375
Net gain on disposal/write-off of property, plant and equipment	出售/撤銷物業、廠房及設備淨收益	(5)	(282)
Other expenses	其他開支	1,705	1,076
		315	4,906

7. 其他經營開支淨額

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
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8. Operating Profit

Operating profit is stated after charging the following:

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Depreciation	折舊	19,906	20,916
Auditor's remuneration	核數師酬金		
– Audit services	– 審計項目	1,100	1,483
– Non-audit services	– 非審計項目	632	728
Cost of inventories	存貨成本	170,192	199,288
Lease payments for short-term and low-value leases	短期及低價值租賃的租賃付款	46	37
Direct expenses for investment properties	投資物業應佔之直接開支	111	302
Provision for slow-moving inventories, net	慢用存貨撥備淨額		
Staff costs (including directors' emoluments) (note 13)	員工成本(包括董事酬金)(附註13)	2,511	80
		79,570	89,997

8. 經營溢利

經營溢利已扣除下列各項：

9. Finance Costs

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Finance expenses on lease liabilities	租賃負債之財務開支	8	17
Interest expenses on bank borrowings	銀行借款之利息開支	1,952	1,245
Finance cost	財務費用	1,960	1,262

9. 財務費用

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
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10. Taxation

- (a) Hong Kong profits tax provided at the two-tiered rate of 8.25% for the first HK\$2 million of the estimated assessable profits for one of the Group's Hong Kong subsidiaries for the year and 16.5% on the remaining estimated assessable profits for the year (2021: 8.25% for the first HK\$2 million and 16.5% for the remaining).

Taxation on overseas profits has been calculated on the estimated assessable profits for the year at the applicable rates of taxation prevailing in the jurisdictions in which the Group operates.

US corporation is subject to two level of taxes. Corporation is taxed on its earnings, and when the corporate earnings are distributed to the shareholders as dividend, the shareholders need to pay tax on the dividend received. Corporate income tax is imposed at the federal and state level on all entities treated as corporation. The federal corporate tax rate is 21% (2021: 21%) while the state corporate tax rate is varied by states.

The corporate income tax of the People's Republic of China ("PRC") is provided at 25% based on the assessable profit for the year less allowable losses brought forward, if applicable. Two of the Group's subsidiaries registered in the PRC are recognised as small and low profit enterprise which have been granted tax concession by the local tax bureau and are entitled to PRC Enterprise Income Tax at concessionary rate of 2.5% (2021: 2.5%) for the first RMB1 million of the estimated assessable profits for the year, and 5% (2021: 10%) for the remaining estimated assessable profits for the year.

The subsidiaries established and operated in Vietnam were subject to corporate income tax at a rate of 20% (2021: 20%). In accordance with the applicable tax regulations, a subsidiary is subject to a lower tax rate of 10% for fifteen consecutive years, commencing from the first year of making revenue. In addition, the subsidiary is entitled to full exemption from corporate income tax for the first four years from the earlier of (i) the year when profit is generated for the first time or (ii) the fourth year of making revenue; and a 50% reduction in corporate income tax for the next nine years, which is offered by the Vietnam Government and is stipulated in the subsidiary's investment license. Perennial Cable (Vietnam) Co., Ltd. is entitled to the full exemption from corporate income tax starting from the financial year ended 31st December 2019.

10. 稅項

- (a) 本集團一間香港附屬公司的年度估計應課稅溢利的首2,000,000港元及年度剩餘的估計應課稅溢利分別按8.25%及16.5%的兩級制稅率計提香港利得稅(二零二一年：首2,000,000港元以8.25%及剩餘以16.5%)。

海外溢利之稅項已根據年度估計應課稅溢利按本集團經營所在司法權區的現行適用稅率計算。

美國公司需繳納兩級稅。公司就其盈利繳稅，當企業盈利作為股息分派予股東，股東需就已收股息繳稅。對被視為公司的所有實體按聯邦及州層面徵收企業所得稅。聯邦企業稅率為21%(二零二一年：21%)，而州企業稅率按州份而異。

中華人民共和國(「中國」)企業所得稅乃基於年內應課稅溢利減結轉獲准虧損(如適用)按25%計提。本集團旗下兩間中國註冊附屬公司獲認定為小微企業及當地稅局提供稅務優惠，年內可就中國企業所得稅之估計應課稅溢利首人民幣1百萬元享有優惠稅率2.5%(二零二一年：2.5%)及年內餘下應課稅溢利5%(二零二一年：10%)。

於越南設立營運的附屬公司須按20%(二零二一年：20%)的稅率繳納企業所得稅。根據適用稅項法規，附屬公司須自產生收益首年起連續十五年按較低稅率10%繳稅。此外，自(i)產生溢利首年或(ii)產生收益的第四年(按較早者為準)起計首四年內，該附屬公司有權全數豁免繳納企業所得稅；並於其後九年內享有50%企業所得稅減免，乃由越南政府給予，並按該附屬公司的投資許可證所訂明。Perennial Cable (Vietnam) Co., Ltd.有權自二零一九年十二月三十一日止財政年度開始全數豁免繳納企業所得稅。

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綜合財務報表附註(續)

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10. Taxation (Continued)

(a) (Continued)

The amount of taxation charged to the consolidated income statement represents:

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Hong Kong profits tax	香港利得稅	107	309
Overseas taxation	海外稅項	3,072	1,507
Over-provision in prior years	年前超額撥備	(165)	(1,140)
Deferred tax relating to the origination and reversal of temporary differences (note 10(b))	暫時差異產生及撥回之遞延稅項(附註10(b))	(1,951)	731
		1,063	1,407

The taxation on the Group's profit before taxation differs from the theoretical amount that would arise using the profits tax rate of Hong Kong as follows:

本集團有關除稅前溢利之稅項與假設採用香港利得稅率而計算之理論稅額之差異如下：

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Profit before taxation	除稅前溢利	16,911	15,096
Calculated at a taxation rate of 16.5% (2021: 16.5%)	按稅率16.5% (二零二一年：16.5%) 計算之稅項	2,790	2,490
Effect of different taxation rates	不同稅率之影響	(1,835)	(535)
Income not subject to taxation	毋須課稅之收入	(108)	(663)
Expenses not deductible for taxation purposes	不可扣稅之支出	593	1,275
Over-provision in prior years	年前超額撥備	(165)	(1,140)
Utilisation of previously unrecognised deferred tax assets	使用先前未確認之遞延稅項資產	(235)	(157)
Tax losses for which no deferred tax assets were recognised	未確認遞延稅項資產之稅務虧損	23	137
Income tax	所得稅	1,063	1,407

10. 稅項(續)

(a) (續)

於綜合損益表扣除之稅項指：

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
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10. Taxation (Continued)

- (b) The movements of deferred tax (assets)/liabilities recognised in the consolidated statement of financial position are as follows:

		Revaluation surplus 重估盈餘 HK\$'000 千港元	Tax depreciation 稅項折舊 HK\$'000 千港元	Provisions and others 撥備及其他 HK\$'000 千港元	Tax losses 稅務虧損 HK\$'000 千港元	Total 總額 HK\$'000 千港元
At 1st January 2022 (Credited)/charged to the consolidated income statement	於二零二二年一月一日 (計入)/扣除自綜合損益表	44,803	(6,475)	(4,476)	(3,645)	30,207
Charged to revaluation reserve	扣除自重估儲備	(806) 3,431	(1,353) -	(672) -	880 -	(1,951) 3,431
At 31st December 2022	於二零二二年十二月三十一日	47,428	(7,828)	(5,148)	(2,765)	31,687
At 1st January 2021 (Credited)/charged to the consolidated income statement	於二零二一年一月一日 (計入)/扣除自綜合損益表	46,764	(5,734)	(4,533)	(5,934)	30,563
Credited to revaluation reserve	計入重估儲備	(874) (1,087)	(741) -	57 -	2,289 -	731 (1,087)
At 31st December 2021	於二零二一年十二月三十一日	44,803	(6,475)	(4,476)	(3,645)	30,207

Reconciliation to the consolidated statement of financial position is as follows:

綜合財務狀況表對賬如下：

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Deferred tax assets	遞延稅項資產	7,368	7,443
Deferred tax liabilities	遞延稅項負債	(39,055)	(37,650)
		(31,687)	(30,207)

10. 稅項(續)

- (b) 本年度及過往年度遞延稅項(資產)/負債賬目淨額的變動如下：

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

10. Taxation (Continued)

(b) (Continued)

Deferred tax assets are recognised for tax loss carry-forwards to the extent that the realisation of the related tax benefit through future taxable profits is probable. The Group did not recognise deferred tax assets of HK\$489,000 (2021: HK\$701,000) in respect of losses amounting to HK\$2,948,000 (2021: HK\$4,048,000) that can be carried forward against future taxable income. As at 31st December 2022, tax losses for which no deferred tax assets were recognised amounting to HK\$32,000 (2021: HK\$937,000) will expire in 5 years, and the remaining tax losses of HK\$2,916,000 (2021: HK\$3,111,000) has no expiry date.

Deferred tax liabilities of HK\$7,897,000 (2021: HK\$7,321,000) have not been recognised for the withholding tax and other taxes that would be payable on the unremitted earnings of certain subsidiaries. Such amounts are permanently reinvested. Unremitted earnings totalled HK\$78,974,000 at 31st December 2022 (2021: HK\$73,212,000).

11. Earnings Per Share

The calculation of basic earnings per share is based on the Group's profit for the year of HK\$15,848,000 (2021: HK\$13,689,000) divided by the weighted average number of 198,958,000 (2021: 198,958,000) ordinary shares in issue during the year.

In both 2022 and 2021, diluted earnings per share is the same as basic earnings per share due to the absence of dilutive potential ordinary shares during the reporting period.

10. 稅項(續)

(b) (續)

對可抵扣虧損確認為遞延稅項資產的數額，是按透過很可能產生的未來應課稅溢利而實現的相關稅務利益而確認。本集團並無就可結轉以抵銷未來應課稅收益的虧損2,948,000港元(二零二一年：4,048,000港元)確認遞延稅項資產489,000港元(二零二一年：701,000港元)。於二零二二年十二月三十一日，未確認遞延稅項資產之稅務虧損32,000港元(二零二一年：937,000港元)將於五年內到期，餘下稅務虧損2,916,000港元(二零二一年：3,111,000港元)並無到期日。

本集團並未就若干附屬公司的未匯返盈利須予支付的預扣稅和其他稅項確認遞延稅項負債7,897,000港元(二零二一年：7,321,000港元)。此等款項會再作長期地投資。於二零二二年十二月三十一日的未匯返盈利合共78,974,000港元(二零二一年：73,212,000港元)。

11. 每股盈利

每股基本盈利乃根據本集團本年度溢利15,848,000港元(二零二一年：13,689,000港元)除以年內已發行普通股之加權平均數198,958,000股(二零二一年：198,958,000股)計算。

於二零二二年及二零二一年，因於報告期間沒有具潛在攤薄普通股，故每股攤薄盈利與其每股基本盈利相同。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
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12. Dividends

A dividend of HK\$3,979,000 that relates to the year ended 31st December 2021 was paid on 15th June 2022 (2021: nil).

A final dividend of HK\$0.03 per ordinary share, amounting to a total dividend of approximately HK\$5,969,000, is to be proposed at the 2023 AGM on 23rd May 2023. These consolidated financial statements do not reflect this dividend payable.

12. 股息

於二零二二年六月十五日已派發截至二零二一年十二月三十一日止年度股息3,979,000港元(二零二一年：無)。

於二零二三年五月二十三日將予舉行之二零二三年股東週年大會上，擬建議派發末期股息每股普通股0.03港元，即總股息約5,969,000港元。本綜合財務報表並無反映該應付股息。

13. Staff Costs (Including Directors' Emoluments)

13. 員工成本(包括董事酬金)

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Wages, salaries and fringe benefits	工資、薪酬及額外津貼	72,972	83,123
Social security costs	社會保障成本	4,783	5,400
Pension costs – contribution to MPF scheme	退休成本—強積金計劃作出之供款	430	436
Others	其他	1,385	1,038
		79,570	89,997

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度**14. Benefits and Interests of Directors and Key Management****(a) Directors' emoluments**

Emoluments paid or receivable in respect of person's services as a director or other services in connection with the management of the affairs, whether of the Company or its subsidiary undertaking are set out below:

Name of directors	Fees	Salary	Discretionary bonuses	Contributions to MPF scheme	Other benefits (iii)	Total
董事姓名	袍金 HK\$'000 千港元	薪金 HK\$'000 千港元	酌情獎金 HK\$'000 千港元	強積金 計劃供款 HK\$'000 千港元	其他福利 (iii) HK\$'000 千港元	總額 HK\$'000 千港元
For the year ended 31st December 2022 截至二零二二年 十二月三十一日止年度						
MON Chung Hung (i) 孟振雄(i)	-	4,560	805	-	309	5,674
KOO Di An, Louise 顧迪安	-	1,320	110	-	361	1,791
SIU Yuk Shing, Marco 蕭旭成	-	672	56	18	512	1,258
MON Wai Ki, Vicky 孟瑋琦	-	355	30	18	-	403
MON Tiffany 孟韋怡	-	1,080	90	18	278	1,466
MON Derek 孟韋豪	-	474	36	18	170	698
LAU Chun Kay (ii) 劉振麒(ii)	180	-	-	-	-	180
LEE Chung Nai, Jones (ii) 李宗勳(ii)	84	-	-	-	-	84
CHUNG Kit Ying (ii) 鍾潔瑩(ii)	120	-	-	-	-	120
	384	8,461	1,127	72	1,630	11,674

14. 董事及主要管理人員之福利及權益**(a) 董事薪酬**

已付出任本公司或其附屬公司董事或提供其他與管理事務有關的服務之人士之酬金或其應收酬金載列如下：

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

14. Benefits and Interests of Directors and Key Management (Continued)
(a) Directors' emoluments (Continued)

14. 董事及主要管理人員之福利及權益(續)
(a) 董事薪酬(續)

Name of directors	Fees	Salary	Discretionary bonuses	Contributions to MPF scheme	Other benefits (iii)	Total
董事姓名	袍金	薪金	酌情獎金	強積金計劃供款	其他福利 (iii)	總額
	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
For the year ended 31st December 2021						
截至二零二一年十二月三十一日止年度						
MON Chung Hung (i) 孟振雄(i)	-	4,560	375	-	260	5,195
KOO Di An, Louise 顧迪安	-	1,320	110	-	234	1,664
SIU Yuk Shing, Marco 蕭旭成	-	672	56	18	-	746
MON Wai Ki, Vicky 孟瑋琦	-	355	30	18	-	403
MON Tiffany 孟韋怡	-	1,080	90	18	428	1,616
MON Derek 孟韋豪	-	40	40	2	-	82
LAU Chun Kay (ii) 劉振麒(ii)	180	-	-	-	-	180
LEE Chung Nai, Jones (ii) 李宗孺(ii)	84	-	-	-	-	84
CHUNG Kit Ying (ii) 鍾潔瑩(ii)	120	-	-	-	-	120
	384	8,027	701	56	922	10,090

(i) Chief Executive Officer

(ii) Independent non-executive directors

(iii) Other benefits include commission and insurance premium.

During the year, no emolument paid or receivable in respect of a person accepting office as a director (2021: nil) and no director waived any emoluments (2021: nil) or compensation for loss of office (2021: nil).

(i) 行政總裁

(ii) 獨立非執行董事

(iii) 其他福利包括銷售佣金及保險供款。

於年內董事接受委任時並無收取或應收酬金(二零二一年：無)以及沒有董事放棄酬金(二零二一年：無)或離職時的補償(二零二一年：無)。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

14. Benefits and Interests of Directors and Key Management (Continued)

(b) Directors' retirement benefits

None of the directors received or will receive any retirement benefits during the year (2021: nil).

(c) Directors' termination benefits

None of the directors received or will receive any termination benefits during the year (2021: nil).

(d) Consideration provided to third parties for making available directors' services

During the year ended 31st December 2022, the Group did not pay consideration to any third parties for making available directors' services (2021: nil).

(e) Information about loans, quasi-loans and other dealings in favour of directors, controlled bodies corporate by and connected entities with such directors

During the year ended 31st December 2022, there is no loans, quasi-loans and other dealing arrangements in favour of the directors, or controlled body corporates and connected entities of such directors (2021: nil).

(f) 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 (2021: nil).

14. 董事及主要管理人員之福利及權益(續)

(b) 董事的退休福利

年內，概無董事已收或應收退休福利(二零二一年：無)。

(c) 董事的終止福利

年內，概無董事已收或應收終止董事服務福利(二零二一年：無)。

(d) 就提供董事服務而向第三方提供的對價

截至二零二二年十二月三十一日止年度，本集團並無就獲取董事服務而支付第三方的對價(二零二一年：無)。

(e) 向董事、受該等董事控制的法人團體及該董事的關連實體提供的貸款、準貸款和其他交易的資料

截至二零二二年十二月三十一日止年度，概無以董事、董事之受控制法團及關連實體為受益人之貸款、準貸款或其他交易(二零二一年：無)。

(f) 董事在交易、安排或合約的重大權益

並無有關本公司業務而本公司作為其中一方且本公司董事於其中(不論直接或間接)擁有重大權益(於本年年底或於年內任何時間)的重大交易、安排及合約(二零二一年：無)。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

14. Benefits and Interests of Directors and Key Management (Continued)

(g) Five highest paid individuals

In 2022, the five (2021: five) individuals whose emoluments were the highest in the Group included four (2021: four) directors whose emoluments are reflected in the analysis presented above. The emoluments payable to the remaining one (2021: one) individual during the year are as follows:

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Basic salaries, other allowances and benefits in kind	基本薪金、其他津貼及實物利益	1,198	1,140
Discretionary bonuses	酌情獎金	22	110
Pension costs – contribution to MPF scheme	退休成本—強積金計劃作出之供款	18	17
		1,238	1,267

The emoluments fell within the following bands:

此等酬金在下列範圍：

		Number of individuals 人員數目	
		2022 二零二二年	2021 二零二一年
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	1

14. 董事及主要管理人員之福利及權益(續)

(g) 五位最高薪酬人士

於二零二二年，五位(二零二一年：五位)本集團最高薪酬人士包括四位(二零二一年：四位)董事，四位董事之酬金已載於上文分析。本年度支付予其餘一位(二零二一年：一位)人士的薪酬如下：

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

14. Benefits and Interests of Directors and Key Management (Continued)

(h) Key management compensation

Key management includes all directors presented above and three (2021: four) senior management. The compensation paid or payable to key management for employee services is shown below:

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Basic salaries, other allowances and benefits in kind	基本薪金、其他津貼及實物利益	13,042	11,962
Discretionary bonuses	酌情獎金	1,228	880
Pension costs – contribution to MPF scheme	退休成本—強積金計劃作出之供款	126	111
		14,396	12,953

The emoluments of senior management (excluding directors) are within the following bands:

高級管理層之酬金(不包括董事)在下列範圍:

		Number of individuals 人員數目	
		2022 二零二二年	2021 二零二一年
Nil–HK\$1,000,000	零至1,000,000港元	2	3
HK\$1,000,001–HK\$1,500,000	1,000,001港元至1,500,000港元	1	1

14. 董事及主要管理人員之福利及權益(續)

(h) 主要管理人員之薪酬

主要管理人員包括所有董事及三位(二零二一年:四位)高級管理層。向主要管理人員支付作為僱員服務的已付或應付薪酬如下:

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

15. Property, Plant and Equipment

15. 物業、廠房及設備

	Right-of-use assets (note a) 使用權資產 (附註a) HK\$'000 千港元	Buildings (note c) 樓宇 (附註c) HK\$'000 千港元	Leasehold improvements 租賃裝修 HK\$'000 千港元	Plant and machinery 廠房及機器 HK\$'000 千港元	Furniture and fixtures 傢俬及裝置 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	Pleasure boats 遊艇 HK\$'000 千港元	Construction in progress 在建工程 HK\$'000 千港元	Total 總額 HK\$'000 千港元
Net book value at 1st January 2022 於二零二二年一月一日之賬面淨值	109,913	261,873	5,004	11,884	415	3,018	1,989	3,140	8,876	406,112
Addition 添置	-	-	-	1,025	-	127	521	-	-	1,673
Reclassification upon completion 完成後重新分類	-	6,817	-	1,877	-	-	-	-	(8,694)	-
Disposals/write-off 出售/撇銷	-	-	-	(15)	-	(1)	-	-	-	(16)
Depreciation 折舊	(4,429)	(9,450)	(1,203)	(2,991)	(83)	(710)	(548)	(492)	-	(19,906)
Transfer to investment property 轉撥至投資物業	(77)	(4,560)	-	-	-	-	-	-	-	(4,637)
Revaluation 重估	8,277	9,943	-	-	-	-	-	-	-	18,220
Exchange adjustment 匯兌調整	(1,370)	(18,643)	(179)	(194)	-	(51)	(43)	-	(182)	(20,662)
Net book value at 31st December 2022 於二零二二年十二月三十一日之賬面淨值	112,314	245,980	3,622	11,586	332	2,383	1,919	2,648	-	380,784
At 31st December 2022 於二零二二年十二月三十一日										
At cost 成本	33,320	-	18,104	95,560	5,046	14,980	7,815	14,421	-	189,246
At valuation - 2022 估值 - 二零二二年	88,513	245,980	-	-	-	-	-	-	-	334,493
Accumulated depreciation 累積折舊	(9,519)	-	(14,482)	(83,974)	(4,714)	(12,597)	(5,896)	(11,773)	-	(142,955)
Net book value 賬面淨值	112,314	245,980	3,622	11,586	332	2,383	1,919	2,648	-	380,784

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度15. Property, Plant and Equipment 15. 物業、廠房及設備(續)
(Continued)

	Right-of-use assets (note a) 使用權資產 (附註a) HK\$'000 千港元	Buildings (note c) 樓宇 (附註c) HK\$'000 千港元	Leasehold improvements 租賃裝修 HK\$'000 千港元	Plant and machinery 廠房及機器 HK\$'000 千港元	Furniture and fixtures 傢俬及裝置 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	Pleasure boats 遊艇 HK\$'000 千港元	Construction in progress 在建工程 HK\$'000 千港元	Total 總額 HK\$'000 千港元
Net book value at 1st January 2021 於二零二一年 一月一日之 賬面淨值	114,665	266,122	3,163	10,804	519	3,727	2,520	3,484	14,944	419,948
Addition 添置	899	-	-	902	-	212	-	-	8,515	10,528
Reclassification upon completion 完成後重新分類	-	8,187	3,030	3,578	-	-	-	-	(14,795)	-
Disposals/write-off 出售/撇銷	-	(340)	-	(174)	-	(5)	-	-	-	(519)
Depreciation 折舊	(4,506)	(9,750)	(1,253)	(3,469)	(104)	(941)	(549)	(344)	-	(20,916)
Revaluation 重估	(1,669)	(8,722)	-	-	-	-	-	-	-	(10,391)
Exchange adjustment 匯兌調整	524	6,376	64	243	-	25	18	-	212	7,462
Net book value at 31st December 2021 於二零二一年 十二月三十一日 之賬面淨值	109,913	261,873	5,004	11,884	415	3,018	1,989	3,140	8,876	406,112
At 31st December 2021 於二零二一年 十二月三十一日										
At cost 成本	35,124	-	18,937	97,113	5,309	15,512	7,436	14,421	8,876	202,728
At valuation - 2021 估值-二零二一年	83,511	261,873	-	-	-	-	-	-	-	345,384
Accumulated depreciation 累積折舊	(8,722)	-	(13,933)	(85,229)	(4,894)	(12,494)	(5,447)	(11,281)	-	(142,000)
Net book value 賬面淨值	109,913	261,873	5,004	11,884	415	3,018	1,989	3,140	8,876	406,112

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

15. Property, Plant and Equipment (Continued) **15. 物業、廠房及設備(續)**

(a) Right-of-use assets

(a) 使用權資產

		Leasehold land in Hong Kong 位於香港的租賃土地 HK\$'000 千港元	Land use rights in Overseas 位於海外的土地使用權 HK\$'000 千港元	Leased property in Hong Kong 香港租賃物業 HK\$'000 千港元	Total 總額 HK\$'000 千港元
Net book value at 1st January 2022	於二零二二年一月一日之賬面淨值	83,511	25,840	562	109,913
Depreciation	折舊	(3,275)	(704)	(450)	(4,429)
Transfer to investment property (note 16(f))	轉撥至投資物業(附註16(f))	-	(77)	-	(77)
Revaluation	重估	8,277	-	-	8,277
Exchange adjustment	匯兌調整	-	(1,370)	-	(1,370)
Net book value at 31st December 2022	於二零二二年十二月三十一日之賬面淨值	88,513	23,689	112	112,314
At 31st December 2022	於二零二二年十二月三十一日				
At cost	成本	-	32,421	899	33,320
At valuation – 2022	估值—二零二二年	88,513	-	-	88,513
Accumulated depreciation	累積折舊	-	(8,732)	(787)	(9,519)
Net book value	賬面淨值	88,513	23,689	112	112,314
		Leasehold land in Hong Kong 位於香港的租賃土地 HK\$'000 千港元	Land use rights in Overseas 位於海外的土地使用權 HK\$'000 千港元	Leased property 租賃物業 HK\$'000 千港元	Total 總額 HK\$'000 千港元
Net book value at 1st January 2021	於二零二一年一月一日之賬面淨值	88,520	26,033	112	114,665
Addition	添置	-	-	899	899
Depreciation	折舊	(3,340)	(717)	(449)	(4,506)
Revaluation	重估	(1,669)	-	-	(1,669)
Exchange adjustment	匯兌調整	-	524	-	524
Net book value at 31st December 2021	於二零二一年十二月三十一日之賬面淨值	83,511	25,840	562	109,913
At 31st December 2021	於二零二一年十二月三十一日				
At cost	成本	-	34,225	899	35,124
At valuation – 2021	估值—二零二一年	83,511	-	-	83,511
Accumulated depreciation	累積折舊	-	(8,385)	(337)	(8,722)
Net book value	賬面淨值	83,511	25,840	562	109,913

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

15. Property, Plant and Equipment (Continued) 15. 物業、廠房及設備(續)

(b) Leases

This note provides information for leases where the Group is a lessee.

- (i) Amounts recognised in the consolidated statement of financial position

The consolidated statement of financial position shows the following amounts relating to leases:

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Right-of-use assets	使用權資產		
– Leasehold land in Hong Kong	– 位於香港的租賃土地	88,513	83,511
– Land use rights in overseas	– 位於海外的土地使用權	23,689	25,840
– Leased property	– 租賃物業	112	562
		112,314	109,913
Lease liabilities	租賃負債		
– Current	– 即期	77	454
– Non-current	– 非即期	–	77
		77	531

- (ii) Amounts recognised in the consolidated income statement

The consolidated income statement shows the following amounts relating to leases:

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Depreciation charge of right-of-use assets	使用權資產折舊開支		
– Leasehold land in Hong Kong	– 位於香港的租賃土地	3,275	3,340
– Land use rights in overseas	– 位於海外的土地使用權	704	717
– Leased property	– 租賃物業	450	449
		4,429	4,506
Interest expense (included in finance costs)	利息開支(計入財務費用)	8	17
Expenses relating to short-term leases and low value leases (included in administrative expenses)	短期租賃及低價值租賃的相關開支(計入行政開支)	46	37

The total cash payment for leases in 2022 was HK\$500,000 (2021: HK\$482,000).

(b) 租賃

本附註提供有關本集團為承租人的租賃的資料。

- (i) 於綜合財務狀況表中確認的金額

綜合財務狀況表顯示以下與租賃有關的金額：

	2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Right-of-use assets		
– 位於香港的租賃土地	88,513	83,511
– 位於海外的土地使用權	23,689	25,840
– 租賃物業	112	562
	112,314	109,913
Lease liabilities		
– 即期	77	454
– 非即期	–	77
	77	531

- (ii) 於綜合損益表中確認的金額

綜合損益表顯示以下與租賃有關的金額：

	2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Depreciation charge of right-of-use assets		
– 位於香港的租賃土地	3,275	3,340
– 位於海外的土地使用權	704	717
– 租賃物業	450	449
	4,429	4,506
Interest expense (included in finance costs)	8	17
Expenses relating to short-term leases and low value leases (included in administrative expenses)	46	37

於二零二二年，租賃之現金付款總額為500,000港元(二零二一年：482,000港元)。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度15. Property, Plant and Equipment
(Continued)

- (c) Leasehold land and buildings in Hong Kong and factories in Mainland China were revalued on the basis of buildings in open market value by market approach or/and depreciated replacement cost approach, by Ascent Partners Valuation Service Limited, an independent firm of chartered surveyor. Factories in Vietnam were revalued on the basis of open market value by depreciated replacement cost approach by VAS Valuation Co., Ltd., an independent firm of chartered surveyor. The following tables analyse the land and buildings carrying at fair value, by valuation techniques.

Fair value hierarchy

15. 物業、廠房及設備(續)

- (c) 位於香港的租賃土地及樓宇及中國大陸的工廠由獨立專業估值師艾升評值諮詢有限公司按樓宇公開市值之基準使用市場法或/及折舊重置成本法重估。位於越南的工廠由獨立特許測量師行VAS Valuation Co., Ltd.按公開市值之基準使用折舊重置成本法重估。以下各表列出利用估值技術分析按公允值入賬的土地及樓宇。

公允值層級

		Fair value measurements at 31st December 2022 using 二零二二年十二月三十一日 使用以下輸入的公允值計量		
		Quoted prices in active markets for identical assets 相同資產在 活躍市場的報價 (Level 1) (第一級) HK\$'000 千港元	Significant other observable inputs 重大的其他 可觀察輸入 (Level 2) (第二級) HK\$'000 千港元	Significant unobservable inputs 重大的 不可觀察輸入 (Level 3) (第三級) HK\$'000 千港元
Recurring fair value measurements	經常性公允值計量			
Leasehold land or/and buildings:	租賃土地或/及樓宇：			
- in Hong Kong	- 位於香港	-	-	101,200
- in Mainland China	- 位於中國大陸	-	-	181,153
- in Vietnam	- 位於越南	-	-	52,140

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

15. Property, Plant and Equipment (Continued) 15. 物業、廠房及設備(續)

(c) (Continued)
Fair value hierarchy (Continued)

(c) (續)
公允價值層級(續)

		Fair value measurements at 31st December 2021 using 二零二一年十二月三十一日 使用以下輸入的公允價值計量		
		Quoted prices in active markets for identical assets 相同資產在 活躍市場的報價 (Level 1) (第一級) HK\$'000 千港元	Significant other observable inputs 重大的其他 可觀察輸入 (Level 2) (第二級) HK\$'000 千港元	Significant unobservable inputs 重大的 不可觀察輸入 (Level 3) (第三級) HK\$'000 千港元
Recurring fair value measurements	經常性公允價值計量			
Leasehold land or/and buildings:	租賃土地或/及樓宇：			
- in Hong Kong	- 位於香港	-	-	95,300
- in Mainland China	- 位於中國大陸	-	-	201,691
- in Vietnam	- 位於越南	-	-	48,393

The Group's policy is to recognise transfer into and transfer out of fair value hierarchy levels as of the date of the event or change in circumstances that caused the transfer.

本集團之政策是於導致轉移之事件或環境變動日期確認轉入或轉出公允價值層級。

There was no transfer among levels 1, 2, and 3 during the year.

於年內第一、二及三級之間並無轉移。

As one or more of the significant inputs is not based on observable market data, the property, plant and equipment of the Group is categorised as level 3.

由於一項或多項重大輸入並非根據可觀察市場數據，故本集團物業、廠房及設備分類為第三級。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

15. Property, Plant and Equipment (Continued)

(c) (Continued)
Fair value measurements using significant unobservable inputs (Level 3)

15. 物業、廠房及設備(續)

(c) (續)
利用重大不可觀察輸入的公允值計量
(第三級)

		31st December 2022 二零二二年十二月三十一日				
		Leasehold land in Hong Kong 位於香港的 租賃土地 HK\$'000 千港元	Buildings in Hong Kong 位於香港之 樓宇 HK\$'000 千港元	Factories in Mainland China 位於中國 大陸之工廠 HK\$'000 千港元	Factories in Vietnam 位於越南 之工廠 HK\$'000 千港元	Total 總額 HK\$'000 千港元
At 1st January 2022	於二零二二年一月一日	83,511	11,789	201,691	48,393	345,384
Reclassification upon completion	完成後重新分類	-	-	-	6,817	6,817
Depreciation	折舊	(3,275)	(462)	(7,555)	(1,433)	(12,725)
Transfer to investment property (note 16(f))	轉撥至投資物業 (附註16(f))	-	-	(4,560)	-	(4,560)
Revaluation surplus	重估盈餘	8,277	1,360	8,440	143	18,220
Exchange adjustment	匯兌調整	-	-	(16,863)	(1,780)	(18,643)
At 31st December 2022	於二零二二年十二月三十一日	88,513	12,687	181,153	52,140	334,493
Revaluation (deficit)/surplus for the year included in the consolidated income statement under "other operating expenses, net"	計入綜合損益表的「其他經營開支淨額」的本年度之重估(虧絀)/盈餘	-	-	(1,659)	143	(1,516)

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

15. Property, Plant and Equipment (Continued) 15. 物業、廠房及設備(續)

(c) (Continued)
Fair value measurements using significant unobservable inputs (Level 3) (Continued)(c) (續)
利用重大不可觀察輸入的公允值計量(第三級)(續)

		31st December 2021 二零二一年十二月三十一日				
		Leasehold land in Hong Kong 位於香港的租賃土地 HK\$'000 千港元	Buildings in Hong Kong 位於香港之樓宇 HK\$'000 千港元	Factories in Mainland China 位於中國大陸之工廠 HK\$'000 千港元	Factories in Vietnam 位於越南之工廠 HK\$'000 千港元	Total 總額 HK\$'000 千港元
At 1st January 2021	於二零二一年一月一日	88,520	11,880	212,020	42,222	354,642
Reclassification upon completion	完成後重新分類	-	-	-	8,187	8,187
Write-off	撇銷	-	-	-	(340)	(340)
Depreciation	折舊	(3,340)	(448)	(8,089)	(1,213)	(13,090)
Revaluation (deficit)/surplus	重估(虧絀)/盈餘	(1,669)	357	(8,272)	(807)	(10,391)
Exchange adjustment	匯兌調整	-	-	6,032	344	6,376
At 31st December 2021	於二零二一年十二月三十一日	83,511	11,789	201,691	48,393	345,384
Revaluation deficit for the year included in the consolidated income statement under "other operating expenses, net"	計入綜合損益表的「其他經營開支淨額」的本年度之重估虧絀	-	-	(2,617)	(807)	(3,424)

Valuation processes of the Group

The Group's leasehold land and buildings were valued at 31st December 2022 and 2021 by independent professional qualified valuers who hold recognised relevant professional qualifications and have recent experience in the locations and segments of the land and buildings valued. For all leasehold land and buildings, their current use equates to the highest and best use.

The Group's finance department considered and discussed the valuations performed by the independent valuers for financial reporting purposes, including all key inputs to the valuations and property valuations movements as compared to the prior year. The fair values of the properties have been determined by Ascent Partners Valuation Service Limited and VAS Valuation Co., Ltd.

本集團的估值流程

本集團的租賃土地及樓宇由獨立專業估值師在二零二二年及二零二一年十二月三十一日估值，此等估值師持有相關認可專業資格，並對所估值的土地及樓宇的地點和領域有近期經驗。就所有租賃土地及樓宇，其目前的使用等於其最高和最佳使用。

本集團財務部就財務報告目的對獨立估值師的估值進行考慮及討論，包括對估值的所有主要輸入及物業估值與上年度比較下的變動。此等物業的公允值已由艾升評估諮詢有限公司及VAS Valuation Co., Ltd.釐定。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度**15. Property, Plant and Equipment (Continued)****(c) (Continued)
Valuation techniques**

For leasehold land and buildings in Hong Kong, the valuation was determined using the market comparison approach with reference to comparable transactions available in the relevant market. Sales prices of comparable properties in close proximity are adjusted for differences in key attributes such as property size, character and location. The most significant input into this valuation approach is price per square foot.

For factories in Mainland China and Vietnam, the valuations were determined using depreciated replacement cost approach with reference to the cost to reproduce or replace in new condition the buildings appraised in accordance with current construction costs for similar building and structures in the locality, with allowance for accrued depreciation as evidence by observed condition or obsolescence present. These inputs include:

Cost of construction

Cost per square metre to completion estimated by the valuer using direct market comparables and taking into account the useful life and size of the property and its facilities as at 31st December 2022 and 2021.

Estimated depreciation

Deducting all sources of depreciation by straight-line method over the useful life, including physical deterioration and functional and economic obsolescence and adjusting by the physical condition of the building.

There were no changes to the valuation techniques during the year.

Information about fair value measurements using significant unobservable inputs (Level 3) as at 31st December 2022

Description 描述	Valuation technique 估值技術	Unobservable inputs 不可觀察輸入	Relationship of unobservable inputs to fair value 不可觀察輸入對公允值的關係
Factory in Heyuan, Mainland China 位於中國大陸河源的工廠	Depreciated replacement cost approach 折舊重置成本法	Average cost of construction of RMB1,587 (2021: RMB1,700) per square metre 平均建設成本為每平方米人民幣1,587元(二零二一年：人民幣1,700元)	The higher the estimated cost per square metre to completion, the higher the fair value. 每平方米落成估計成本越高，公允值越高。
		Estimated depreciation over the remaining useful lives of 37 years (2021: 38 years) 按餘下可使用年期37年(二零二一年：38年)估計折舊	The higher the estimated depreciation, the lower the fair value. 估計折舊越高，公允值越低。

**(c) (Continued)
Valuation techniques**

位於香港的租賃土地及樓宇的估值參考相關市場可比較交易利用市場比較法釐定。在鄰近可比較物業的售價已就主要特點(例如物業面積、性質及地點)的差異作出調整。對此估值法的最重大輸入為每平方米的價格。

位於中國大陸及越南的工廠估值，根據相關地點目前類似樓宇及建築的建築成本，將有關樓宇以全新狀態複製或取代的成本為參考，利用折舊重置成本法釐定，並計入根據觀察到的狀況或陳舊現狀之應計折舊撥備。該等輸入包括：

建設成本

估值師於二零二二年及二零二一年十二月三十一日使用直接市場比較方法並經計入物業及其設施的使用年期及面積而估計的每平方米落成成本。

估計折舊

應用直線法將樓宇在可使用年期內扣減各來源的折舊，包括自然損耗和功能性及經濟上的損耗，並按樓宇實際狀況而作出調整。

年內估值技術並無變動。

於二零二二年十二月三十一日使用重大不可觀察輸入的公允值計量的資料(第三級)

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

15. Property, Plant and Equipment (Continued) 15. 物業、廠房及設備(續)

(c) (Continued)
Information about fair value measurements using significant unobservable inputs (Level 3) as at 31st December 2022 (Continued)(c) (續)
於二零二二年十二月三十一日使用重大不可觀察輸入的公允值計量的資料(第三級)(續)

Description 描述	Valuation technique 估值技術	Unobservable inputs 不可觀察輸入	Relationship of unobservable inputs to fair value 不可觀察輸入對公允值的關係
Factory in Shenzhen, Mainland China 位於中國大陸深圳的工廠	Depreciated replacement cost approach 折舊重置成本法	Average cost of construction of RMB3,758–RMB3,887 (2021: RMB3,462–RMB3,666) per square metre 平均建設成本為每平方米人民幣3,758元-人民幣3,887元(二零二一年：人民幣3,462元-人民幣3,666元)	The higher the estimated cost per square metre to completion, the higher the fair value. 每平方米落成估計成本越高，公允值越高。
		Estimated depreciation over the remaining useful lives of 20 and 33 years (2021: 21 and 34 years) for different construction phase of building 按樓宇不同建設階段的餘下可使用年期的20年及33年(二零二一年：21年及34年)	The higher the estimated depreciation, the lower the fair value. 估計折舊越高，公允值越低。
Factory in Vietnam 位於越南的工廠	Depreciated replacement cost approach 折舊重置成本法	Average cost of construction of US\$247 (2021: US\$263) per square metre 平均建設成本為每平方米247美元(二零二一年：263美元)	The higher the estimated cost per square metre to completion, the higher the fair value. 每平方米落成估計成本越高，公允值越高。
		Estimated depreciation over the remaining useful lives from 22 to 38 years (2021: 23 to 39 years) for different construction phase of building 按樓宇不同建設階段的餘下可使用年期的22年至38年(二零二一年：23年至39年)	The higher the estimated depreciation, the lower the fair value. 估計折舊越高，公允值越低。
Leasehold land and buildings in Hong Kong 位於香港的租賃土地及樓宇	Direct comparison approach 直接比較法	Sales prices, HK\$12,505 (2021: HK\$11,776) per square foot of a comparable property in close proximity 鄰近相若物業銷售價格每平方呎12,505港元(二零二一年：11,776港元)	The higher the sales price per square foot of a comparable property in close proximity, the higher the fair value. 每平方呎之鄰近相若物業銷售價格越高，公允值越高。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度15. Property, Plant and Equipment
(Continued)

- (d) The net book value of these leasehold land and buildings would have been HK\$140,324,000 (2021: HK\$147,485,000) had they been stated at cost less accumulated depreciation on the historical cost basis.
- (e) At 31st December 2022, the net book value of leasehold land and office located in Hong Kong, which were pledged as security for the Group's bank borrowings amounted to HK\$97,000,000 (2021: HK\$90,900,000).
- (f) Included in the total depreciation expenses, amounting to HK\$14,374,000 (2021: HK\$15,403,000) and HK\$5,532,000 (2021: HK\$5,513,000) were charged to cost of sales and administrative expenses, respectively.

15. 物業、廠房及設備(續)

- (d) 如該等租賃土地及樓宇乃按歷史成本之基準以成本值減累積折舊列賬，則該等賬面淨值應為140,324,000港元(二零二一年：147,485,000港元)。
- (e) 於二零二二年十二月三十一日，賬面淨值97,000,000港元(二零二一年：90,900,000港元)之位於香港之租賃土地及辦公室，已作為本集團銀行借款之抵押。
- (f) 總折舊支出當中14,374,000港元(二零二一年：15,403,000港元)計入銷售成本及5,532,000港元(二零二一年：5,513,000港元)計入行政開支。

16. Investment Properties

16. 投資物業

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
At fair value	按公允值		
Opening balance at 1st January	於一月一日之期初餘額	43,100	42,980
Transfer from property, plant and equipment (note (f))	轉撥自物業、廠房及設備(附註(f))	4,637	-
Revaluation (loss)/gain charged to the consolidated income statement	自綜合損益表扣除之重估(損失)/收益	(407)	120
Exchange adjustment	匯兌調整	(176)	-
Closing balance at 31st December	於十二月三十一日之期末餘額	47,154	43,100

- (a) Amounts of (i) rental income and (ii) direct operating expenses from the investment properties, which were recognised in the consolidated income statement, are disclosed in note 6 and 8 respectively.
- (b) As at 31st December 2022, the carrying amount of investment properties pledged as security for the Group's bank borrowings amounted to HK\$26,600,000 (2021: HK\$27,800,000).
- (c) As at 31st December 2022 and 2021, the Group has no unprovided contractual obligations for future repairs and maintenance.
- (a) 於綜合損益表確認的(i)租金收入及(ii)投資物業之直接經營開支金額分別於附註6及附註8披露。
- (b) 於二零二二年十二月三十一日，賬面值為26,600,000港元(二零二一年：27,800,000港元)之投資物業，已作為本集團銀行借款之抵押。
- (c) 於二零二二年及二零二一年十二月三十一日，本集團並無與日後之維修及保養有關之未撥備合約責任。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
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16. Investment Properties (Continued)

- (d) For the minimum lease payments receivables on leases of investment properties, refer to note 26(b).
- (e) The Group's investment properties are held within a business model whose objective is to consume substantially all of the economic benefits embodied in the investment properties through sale. The Group has measured the deferred tax relating to the temporary differences of these investment properties using the tax rate and the tax bases that are consistent with the expected manner of recovery of these investment properties.
- (f) The Group's investment properties are held under long lease. As at 31st December 2022, their locations and existing use are as follows:

Location 地點	Existing Use by lessee 承租人現有用途
Concordia Plaza, No. 1 Science Museum Road, Hong Kong 香港科學館道1號康宏廣場	Office 辦公室
Hing Yip Centre, No. 31 Hing Yip Street, Hong Kong 香港興業街31號興業中心	Office and car-parking space 辦公室及車位
Lot Nos 03-07, Hu Die Ling Industrial Park, Heyuan City, PRC* 中國河源市蝴蝶嶺工業園03-07地塊*	Dormitory 宿舍

* On 31st August 2022, the Group has entered into a rental agreement with 東源縣南天高考培訓學校 for renting the Group's certain building in the Mainland China. Upon the signing of the rental agreement, the Group has changed the usage of the property and reclassified building and right-of-use assets of approximately HK\$4,560,000 and HK\$77,000 respectively from property, plant and equipment to investment property.

- (g) Investment properties were revalued on the basis of open market valued by direct comparison approach and revalued on basis of the rental income derived from the existing leases valued by income approach by Ascent Partners Valuation Service Limited, an independent firm of chartered surveyors, as at 31st December 2022. The revaluation gains or losses are included in "other operating expenses, net" in the consolidated income statement. The following table analyses the investment properties carried at fair value, by valuation techniques.

16. 投資物業(續)

- (d) 有關就投資物業租賃應收之最低租賃付款，請參閱附註26(b)。
- (e) 持有本集團投資物業之模式，旨在經銷售而消耗絕大部分投資物業內嵌經濟利益。本集團已使用與該等投資物業預期收回方式一致之稅率及稅基，計量有關該等投資物業之暫時差異涉及之遞延稅項。
- (f) 本集團的投資物業以長期租賃持有。於二零二二年十二月三十一日，其地點及現有用途如下：

Existing Use by lessee 承租人現有用途

Office 辦公室
Office and car-parking space 辦公室及車位
Dormitory 宿舍

* 於二零二二年八月三十一日，本集團已與東源縣南天高考培訓學校訂立租賃協議，租用本集團位於中國大陸的若干樓宇。簽訂租賃協議後，本集團已更改物業用途，將分別約4,560,000港元及77,000港元的樓宇及使用權資產從物業、廠房及設備重新分類為投資物業。

- (g) 於二零二二年十二月三十一日，投資物業由獨立專業估值師艾升評值諮詢有限公司按公開市值之基準使用直接比較法重估並根據現有租賃產生的租金收入按收益法重估。重估損益乃計入綜合損益表下「其他經營開支淨額」內。下表列出利用估值技術分析按公允值入賬的投資物業。

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16. Investment Properties (Continued)

(g) (Continued)

Fair value hierarchy

Description	描述	Fair value measurements at 31st December 2022 using 二零二二年十二月三十一日 使用以下輸入的公允值計量		
		Quoted prices in active markets for identical assets 相同資產在 活躍市場的報價 (Level 1) (第一級) HK\$'000 千港元	Significant other observable inputs 重大的其他 可觀察輸入 (Level 2) (第二級) HK\$'000 千港元	Significant unobservable inputs 重大的 不可觀察輸入 (Level 3) (第三級) HK\$'000 千港元
Recurring fair value measurement	經常性公允值計量			
Investment properties	投資物業	-	-	47,154

Description	描述	Fair value measurements at 31st December 2021 using 二零二一年十二月三十一日 使用以下輸入的公允值計量		
		Quoted prices in active markets for identical assets 相同資產在 活躍市場的報價 (Level 1) (第一級) HK\$'000 千港元	Significant other observable inputs 重大的其他 可觀察輸入 (Level 2) (第二級) HK\$'000 千港元	Significant unobservable inputs 重大的 不可觀察輸入 (Level 3) (第三級) HK\$'000 千港元
Recurring fair value measurement	經常性公允值計量			
Investment properties	投資物業	-	-	43,100

The Group's policy is to recognise transfer into and transfers out of fair value hierarchy levels as of the date of the event or change in circumstances that caused the transfers.

本集團之政策是於導致轉移之事件或環境變動日期確認轉入或轉出公允值層級。

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16. Investment Properties (Continued)

(g) (Continued)

Fair value hierarchy (Continued)

There were no transfers between levels 1, 2 and 3 during the year.

As one or more of the significant inputs is not based on observable market data, the investment properties of the Group are categorised as level 3.

Valuation processes of the Group

See note 15(c) for valuation processes of the Group.

Valuation techniques

The valuation of investment properties was determined using the market approach with reference to comparable transactions available in the relevant market or income approach with reference to the rental income derived from the existing lease. For market approach, sales prices of comparable properties in close proximity are adjusted for differences in key attributes such as property size, character and location. The most significant input into this valuation approach is price per square foot. For income approach, rental income is with due allowance for the reversionary income potential of the leases, which are then capitalised into the value at appropriate rates. The most significant input into this valuation approach is price per square metre.

There were no changes to the valuation techniques during the year.

16. 投資物業(續)

(g) (續)

公允值層級(續)

年內第一、二及三級之間概無轉移。

由於一項或多項重大輸入並非根據可觀察市場數據，故本集團投資物業分類為第三級。

本集團的估值流程

請參閱附註15(c)本集團的估值流程部分。

估值技術

投資物業的估值參考相關市場可比較交易利用市場法或參考現有租賃產生的租金收入採用收益法釐定。就市場法而言，在鄰近可比較物業的售價已就主要特點(例如物業面積、性質及地點)的差異作出調整。對此估值法的最重大輸入為每平方呎的價格。就收益法而言，租金收入計及租賃的歸復收入潛力，其後按適當比率資本化以釐定價值。對此估值法的最重大輸入為每平方米的價格。

年內估值技術並無變動。

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16. Investment Properties (Continued)

(g) (Continued)

Information about fair value measurements using significant unobservable inputs (Level 3) as at 31st December 2022

Description 描述	Valuation technique 估值技術	Unobservable inputs 不可觀察輸入數據	Relationship of unobservable inputs to fair value 不可觀察輸入數據與公允值之關係
Land and buildings in Hong Kong 位於香港之土地及樓宇	Market approach 市場法	(1) Sales prices, HK\$4,625 (2021: HK\$4,833) per square foot of a comparable property in close proximity 鄰近相若物業銷售價格每平方米4,625港元(二零二一年: 4,833港元) (2) Sales prices, HK\$13,574 (2021: HK\$12,741) per square foot of a comparable property in close proximity 鄰近相若物業銷售價格每平方米13,574港元(二零二一年: 12,741港元)	The higher the sales prices per square foot of a comparable property in close proximity, the higher the fair value 每平方呎鄰近相若物業銷售價格越高, 公允值越高
Land and dormitory in Heyuan City, PRC 位於中國河源市之土地及宿舍	Income approach 收益法	Unit rent RMB8 per square metre 單位租金每平方米人民幣8元	The higher the prevailing market rent, the higher the fair value 現行市場租金越高, 公允值越高

16. 投資物業(續)

(g) (續)

於二零二二年十二月三十一日使用重大不可觀察輸入的公允值計量的資料(第三級)

17. Inventories

17. 存貨

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Raw materials Work in progress Finished goods	原材料 在製品 製成品	62,198 13,379 79,828	58,684 20,280 89,323
Provision for inventories	存貨撥備	155,405 (9,299)	168,287 (6,745)
		146,106	161,542

The cost of inventories recognised as expenses and included in "cost of sales" amounted to HK\$170,192,000 (2021: HK\$199,288,000). Provision for inventories of HK\$2,511,000 (2021: HK\$80,000) was included in "cost of sales" in the consolidated income statement.

存貨成本中確認為費用並列入「銷售成本」的金額為170,192,000港元(二零二一年: 199,288,000港元)。存貨撥備2,511,000港元(二零二一年: 80,000港元)已計入綜合損益表「銷售成本」。

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18. Trade and Bill Receivables

18. 貿易應收款項及應收票據

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Up to 3 months	即期至三個月	44,392	66,954
4-6 months	四個月至六個月	6,368	7,662
Over 6 months	超過六個月	456	11,238
Trade receivables, gross (note (a))	貿易應收款項總額(附註(a))	51,216	85,854
Loss allowance	損失撥備	(353)	(10,358)
Trade receivables, net	貿易應收款項淨額	50,863	75,496
Bills receivables	應收票據	1,296	2,514
		52,159	78,010

(a) At 31st December 2022 and 2021, the aging analysis of gross trade receivables is based on invoice date.

(a) 於二零二二年及二零二一年十二月三十一日，貿易應收款項總額之賬齡乃根據發票日期分析。

(b) Trade and bill receivables are denominated in the following currencies:

(b) 貿易應收款項及應收票據以下列貨幣計值：

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
HK\$	港元	4,877	7,665
RMB	人民幣	7,634	13,538
US\$	美元	39,648	56,807
		52,159	78,010

(c) The carrying value of trade and bill receivables approximate their fair values due to their short term maturities.

(c) 貿易應收款項及應收票據之賬面值與其公允值相約因其短年期。

(d) Information about the provision of loss allowance of the trade receivables and the Group's exposure to credit risk can be found in note 3.1(iv).

(d) 有關貿易應收款項虧損撥備及本集團面臨信貸風險的資料可參閱附註3.1(iv)。

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綜合財務報表附註(續)For the year ended 31st December 2022
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19. Derivative Financial Instruments

19. 衍生金融工具

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Financial assets at fair value through profit or loss and included in the Group's consolidated statement of financial position as current assets	按公允值計入損益且計入本集團綜合財務狀況表為流動資產的財務資產		
Foreign exchange forward contracts	外匯遠期合約	1,100	28

The Group has certain outstanding foreign exchange forward contracts with external reputable banks with long positions in RMB and VND (2021: VND) for hedging its purchase transactions and operating expenses denominated in RMB and VND (2021: VND). The fair value of the foreign exchange forward contracts is determined by using valuation techniques. The valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. As all significant inputs regarded to fair value on instruments are observable, the instruments are included in level 2.

The notional principal amounts of the outstanding foreign exchange forward contracts at 31st December 2022 were approximately US\$5,200,000 (2021: US\$600,000).

本集團與外部信譽良好之銀行有若干尚未履行之外匯遠期合約，涉及人民幣及越南盾(二零二一年：越南盾)好倉，以對沖其以人民幣及越南盾(二零二一年：越南盾)計值的採購交易及經營開支。外匯遠期合約之公允值乃採用估值技術釐定。估值技術盡量利用可觀察市場數據(如有)，盡量少依賴實體之特定估計。由於計算工具之公允值所需之所有重大輸入為可觀察數據，因此該等工具列入第二層。

於二零二二年十二月三十一日，尚未履行之外匯遠期合約之名義本金額約為5,200,000美元(二零二一年：600,000美元)。

20. Cash and Cash Equivalents

20. 現金及現金等價物

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Cash at banks and in hand	銀行及庫存現金	21,048	19,308

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20. Cash and Cash Equivalents (Continued)

The maximum exposure to credit risk at the end of the reporting period of the Group is cash at banks amounting to HK\$20,895,000 (2021: HK\$18,916,000).

20. 現金及現金等價物(續)

於報告期末本集團最大信貸風險是銀行現金為20,895,000港元(二零二一年：18,916,000港元)。

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Denominated in:	結算於：		
HK\$	港元	2,016	5,086
RMB	人民幣	6,132	2,744
US\$	美元	12,634	10,365
Other currencies	其他貨幣	266	1,113
		21,048	19,308

Included in the balance are bank balances and cash deposited in Mainland China and Vietnam of approximately HK\$5,146,000 and HK\$528,000 (2021: HK\$2,660,000 and HK\$2,069,000), respectively, which are mainly denominated in RMB and VND and are subject to the exchange control restrictions imposed by the governments in Mainland China and Vietnam.

餘額包括在中國大陸及越南之銀行結餘及現金存款分別約為5,146,000港元及528,000港元(二零二一年：2,660,000港元及2,069,000港元)，其主要以人民幣及越南盾為貨幣單位並受限於中國大陸及越南政府實施之外匯管制規條。

21. Share Capital

21. 股本

		No. of shares 股份數量	HK\$'000 千港元
Authorised	法定		
At 1st January 2021 and 31st December 2021 and 2022, ordinary shares of HK\$0.10 each	於二零二一年一月一日及二零二一年及二零二二年十二月三十一日，每股面值0.10港元之普通股	500,000,000	50,000
Issued and fully paid	已發行及繳足		
At 1st January 2021 and 31st December 2021 and 2022, ordinary shares of HK\$0.10 each	於二零二一年一月一日及二零二一年及二零二二年十二月三十一日，每股面值0.10港元之普通股	198,958,000	19,896

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22. Trade Payables and Other Payables, Accruals and Contract Liabilities

22. 貿易應付款項及其他應付款項、應計開支及合約負債

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Trade payables (note (a))	貿易應付款項(附註(a))	11,684	22,714
Other payables and accruals	其他應付款項及應計開支	17,622	19,337
Contract liabilities	合約負債	172	-
Total (notes (b) and (c))	總額(附註(b)及(c))	29,478	42,051

Notes:

- (a) At 31st December 2022 and 2021, the ageing analysis of trade payables based on invoice date is as follows:

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Up to 3 months	即期至三個月	10,937	22,216
4-6 months	四個月至六個月	345	472
Over 6 months	超過六個月	402	26
		11,684	22,714

- (b) Trade payables and other payables and accruals are denominated in the following currencies:

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
HK\$	港元	4,009	8,692
RMB	人民幣	17,911	22,471
US\$	美元	5,337	8,461
Other currencies	其他貨幣	2,221	2,427
		29,478	42,051

- (c) The carrying value of trade payables and other payables and accruals approximate their fair values due to their short term maturities.

附註：

- (a) 於二零二二年及二零二一年十二月三十一日，貿易應付款項根據發票日期之賬齡分析如下：

- (b) 貿易應付款項及其他應付款項及應計開支以下列貨幣計算：

- (c) 貿易應付款項及其他應付款項及應計開支之賬面值與其公允值相約因其短年期。

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23. Borrowings

23. 借款

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Current liabilities	流動負債		
Trust receipt loans	信託收據貸款	3,775	14,372
Bank loans	銀行貸款	19,000	60,000
Total borrowings	總借款	22,775	74,372

All borrowings are secured by certain land and buildings and investment properties of the Group (notes 15 and 16) and are supported by limited guarantees given by the Company and certain subsidiaries.

全部借款以本集團的若干土地及樓宇及投資物業作抵押(附註15及16)並由本公司及若干附屬公司提供有限擔保支持。

(a) The maturity of borrowings in accordance with the repayment schedule (without taking into account the repayment on-demand clause) is as follows:

(a) 根據還款時間表(並無考慮要求條文償還), 借款的到期日如下:

		Bank loans 銀行貸款		Trust receipt loans 信託收據貸款	
		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Within 1 year	1年內	19,000	60,000	3,775	14,372
		19,000	60,000	3,775	14,372

(b) The average effective interest rates per annum as at 31st December 2022 are as follows:

(b) 於二零二二年十二月三十一日的平均實際年利率如下:

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Trust receipt loans	信託收據貸款	3.92%	1.58%
Bank loans	銀行貸款	2.84%	1.60%

(c) Borrowings are mainly denominated in HK\$ and US\$.

(c) 借款主要以港元和美元結算。

(d) The carrying value of borrowings approximates their fair values.

(d) 借款的賬面值與其公允值相若。

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24. Financial Instruments by Category

The accounting policies for financial instruments have been applied to the line items below:

24. 按類別劃分的金融工具

金融工具之會計政策已應用於下列項目：

		Financial instruments at amortised cost 按攤銷成本 列賬之金融工具 HK\$'000 千港元	Financial instruments at fair value through profit or loss 按公允值計入 損益的金融工具 HK\$'000 千港元
31st December 2022			
Assets as per consolidated statement of financial position		二零二二年十二月三十一日 列於綜合財務狀況表之資產	
Trade and bill receivables	貿易應收款項及應收票據	52,159	-
Derivative financial instruments	衍生金融工具	-	1,100
Other receivables and deposits	其他應收款項及訂金	4,278	-
Cash and cash equivalents	現金及現金等價物	21,048	-
		77,485	1,100
Liabilities as per consolidated statement of financial position		列於綜合財務狀況表之負債	
Trade payables	貿易應付款項	11,684	-
Other payables	其他應付款項	5,514	-
Lease liabilities	租賃負債	77	-
Bank loans	銀行貸款	19,000	-
Trust receipt loans	信託收據貸款	3,775	-
		40,050	-
31st December 2021			
Assets as per consolidated statement of financial position		二零二一年十二月三十一日 列於綜合財務狀況表之資產	
Trade and bill receivables	貿易應收款項及應收票據	78,010	-
Derivative financial instruments	衍生金融工具	-	28
Other receivables and deposits	其他應收款項及訂金	5,744	-
Cash and cash equivalents	現金及現金等價物	19,308	-
		103,062	28
Liabilities as per consolidated statement of financial position		列於綜合財務狀況表之負債	
Trade payables	貿易應付款項	22,714	-
Other payables	其他應付款項	6,389	-
Lease liabilities	租賃負債	531	-
Bank loans	銀行貸款	60,000	-
Trust receipt loans	信託收據貸款	14,372	-
		104,006	-

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度**25. Notes to the Consolidated Statement of Cash Flows** **25. 綜合現金流量表附註****(a) Reconciliation of profit before taxation to net cash generated from/(used in) operations****(a) 除稅前溢利與營運產生/(所用)的淨現金之對賬**

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Profit before taxation	除稅前溢利	16,911	15,096
Interest income	利息收入	(31)	(13)
Interest expense	利息開支	1,960	1,262
Gain on disposal of property, plant and equipment	出售物業、廠房及設備收益	(5)	(282)
Loss/(gain) on revaluation of investment properties	投資物業重估損失/(所得)	407	(120)
Revaluation deficit of buildings	樓宇重估虧絀	1,516	3,424
Depreciation of property, plant and equipment	物業、廠房及設備折舊	19,906	20,916
Reversal of impairment loss on trade receivables	貿易應收款項減值虧損撥回	(11)	(727)
Provision for slow-moving inventories, net	慢用存貨撥備淨額	2,511	80
Operating profit before working capital changes	營運資金轉變前之經營溢利	43,164	39,636
– Inventories	– 存貨	4,355	(39,489)
– Trade and bill receivables and other receivables, deposits and prepayments	– 貿易應收款項及應收票據及其他應收款項、訂金及預付款項	29,331	(18,674)
– Derivative financial instruments	– 衍生金融工具	(1,072)	2,564
– Trade payables and other payables and accruals	– 貿易應付款項及其他應付款項及應計開支	(11,971)	(5,081)
Net cash generated from/(used in) operations	營運產生/(所用)的淨現金	63,807	(21,044)

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度**25. Notes to the Consolidated Statement of Cash Flows (Continued)****(b) Analysis of disposal of property, plant and equipment**

In the consolidated statement of cash flows, proceeds from sale of property, plant and equipment comprise:

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Net book value	賬面淨值	16	519
Gain on disposal of property, plant and equipment	出售物業、廠房及設備收益	5	282
Proceeds from sale of property, plant and equipment	出售物業、廠房及設備所得款	21	801

(c) Non-cash investing and financing activity

A non-cash investing and financing activity relating to acquisition of a right-of-use asset is disclosed in note 15.

(d) Analysis of changes in cash flows from financing activities**25. 綜合現金流量表附註(續)****(b) 出售物業、廠房及設備分析**

在綜合現金流量表內，出售物業、廠房及設備所得款包括：

(c) 非現金投資及融資活動

與收購使用權資產相關之非現金投資及融資活動於附註15披露。

(d) 融資活動所得現金流量變動分析

		Bank loans 銀行貸款		Trust receipt loans 信託收據貸款		Lease liabilities 租賃負債	
		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
At 1st January	於一月一日	60,000	37,200	14,372	8,527	531	77
Additions	添置	62,000	35,000	68,340	91,196	-	899
Repayments	還款	(103,000)	(12,200)	(78,937)	(85,351)	(454)	(445)
At 31st December	於十二月三十一日	19,000	60,000	3,775	14,372	77	531

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

26. Commitments

(a) Capital commitments

At 31st December 2022 and 2021, the Group did not have any capital commitments.

(b) Commitments under operating lease as lessor

At 31st December 2022, the Group had future aggregate minimum rental receivables under non-cancellable operating leases as follows:

		Land and buildings 土地及樓宇	
		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Within one year	一年內	435	1,426
Between one year and two years	一年至兩年	399	770
		834	2,196

27. Financial Guarantees and Pledge

At 31st December 2022, the Group had the following banking facilities, of which approximately HK\$135,040,000 (2021: HK\$128,040,000) were secured by limited guarantee from the Company and by legal charges over certain land and buildings and investment properties of the Group with a total carrying value of approximately HK\$123,600,000 (2021: HK\$118,700,000).

		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Trade and loan finance facilities	貿易及貸款融資	135,040	128,040
Forward exchange contract line	遠期外匯合約額度	82,347	82,389

28. Ultimate Holding Company

The Directors of the Company regard Spector Holdings Limited, a company incorporated in the British Virgin Islands, as being the ultimate holding company and Mr. Mon Chung Hung as being the ultimate controlling party.

26. 承擔

(a) 資本承擔

於二零二二年及二零二一年十二月三十一日，本集團並無任何資本承擔。

(b) 以出租人經營租賃承諾

於二零二二年十二月三十一日，本集團有不可撤銷經營租賃於日後之最低應收租賃款項總額如下：

27. 財務擔保及抵押

於二零二二年十二月三十一日，本集團有以下銀行融資，其中約135,040,000港元(二零二一年：128,040,000港元)以本公司所提供之有限擔保及本集團賬面值合共約123,600,000港元(二零二一年：118,700,000港元)之若干土地及樓宇及投資物業所作之法定押記作抵押。

28. 最終控股公司

本公司董事認為在英屬處女群島註冊成立之Spector Holdings Limited乃最終控股公司及孟振雄先生為最終控制方。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度**29. Subsidiaries**

The following is a list of the principal subsidiaries at 31st December 2022:

Name 名稱	Place of incorporation/ establishment 註冊/成立地點	Issued and fully paid share capital/registered capital/charter capital 已發行及繳足股本/ 註冊資本/許可資本	Principal activities 主要業務	Interest 權益	
				2022 二零二二年	2021 二零二一年
Shares held directly 直接持有股份					
Perennial Holdings Global Limited	British Virgin Islands 英屬處女群島	Ordinary US\$1 普通股1美元	Investment holding 投資控股	100%	100%
Shares held indirectly 間接持有股份					
Ever Peak Development Limited 永柏發展有限公司	Hong Kong 香港	Ordinary HK\$3 普通股3港元	Property holding 持有物業	100%	100%
Glitter Wire & Cable Company Limited 東輝電線電纜有限公司	Hong Kong 香港	Ordinary HK\$500 普通股500港元	Investment holding 投資控股	100%	100%
		Non-voting deferred HK\$2,000,000 無投票權遞延股份 2,000,000港元			
New Technology Cable Limited 新科電線有限公司	Hong Kong 香港	Ordinary HK\$1,000 普通股1,000港元	License holding 持有牌照	100%	100%
		Non-voting Deferred HK\$10,000,000 無投票權遞延股份 10,000,000港元			
Perennial Cable (H.K.) Limited 恒都電線(香港)有限公司	Hong Kong 香港	Ordinary HK\$2,000,000 普通股2,000,000港元	Trading of electric cables, wires, wire harness and accessories 買賣電線、導線、組合線束 及配件	100%	100%

29. 附屬公司於二零二二年十二月三十一日，本公司持有
下列主要附屬公司：

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

29. Subsidiaries (Continued)

29. 附屬公司(續)

Name 名稱	Place of incorporation/ establishment 註冊/成立地點	Issued and fully paid share capital/registered capital/charter capital 已發行及繳足股本/ 註冊資本/許可資本	Principal activities 主要業務	Interest 權益	
				2022 二零二二年	2021 二零二一年
Shares held indirectly (Continued) 間接持有股份(續)					
Perennial Cable Limited 恒都電線有限公司	British Virgin Islands 英屬處女群島	Ordinary US\$1 普通股1美元	Investment and property holding 投資及持有物業	100%	100%
Perennial Cable (Shenzhen) Co., Limited (wholly owned foreign enterprise) (note (a)) 恒亞電線(深圳)有限公司(全資擁有海外機構)(附註(a))	Mainland China 中國大陸	Registered capital HK\$65,000,000 註冊資本65,000,000港元	Manufacturing of electric cables, wires and wire harness 製造電線、導線及組合線束	100%	100%
Perennial Plastics (H.K.) Limited 恒都塑膠(香港)有限公司	Hong Kong 香港	Ordinary HK\$2 普通股2港元	Trading of plastic resins and compounds 買賣塑膠合成樹脂及化合物	100%	100%
Perennial Cable (BVI) Limited 恒都電線(BVI)有限公司	British Virgin Islands 英屬處女群島	Ordinary US\$50,000 普通股50,000美元	Investment holding 投資控股	100%	100%
New Technology Cable Pte. Limited 新加坡	Singapore 新加坡	Ordinary S\$2 普通股2新加坡元	License holding 持有牌照	100%	100%
Shinka K.K. 日本	Japan 日本	Ordinary JPY10,000,000 普通股10,000,000日元	License holding 持有牌照	100%	100%
Perennial USA Inc. (note (b)) (附註(b))	United States of America 美國	Ordinary US\$1 普通股1美元	Trading of electric cables, wires, wire harness and accessories 買賣電線、導線、組合線束及配件	100%	100%
Shenzhen Welldone Trading Co., Limited (note (a)) 深圳恒駿達電線貿易有限公司(附註(a))	Mainland China 中國大陸	Registered capital HK\$1,000,000 註冊資本1,000,000港元	Trading of electric cables, wires, wire harness and accessories 買賣電線、導線、組合線束及配件	100%	100%

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

29. Subsidiaries (Continued)

29. 附屬公司(續)

Name 名稱	Place of incorporation/ establishment 註冊/成立地點	Issued and fully paid share capital/registered capital/charter capital 已發行及繳足股本/ 註冊資本/許可資本	Principal activities 主要業務	Interest 權益	
				2022 二零二二年	2021 二零二一年
Shares held indirectly (Continued) 間接持有股份(續)					
Shenzhen Perennial Plastics and Metal Co., Limited (note (a))	Mainland China	Registered capital HK\$40,000,000	Manufacturing and sale of electric cables, wires, wire harness and accessories	100%	100%
深圳恒都塑膠五金有限公司(附註(a))	中國大陸	註冊資本40,000,000港元	製造及銷售電線、導線、組合線束及配件		
Shenzhen Perennial Plastics Co., Limited (note (a))	Mainland China	Registered capital HK\$10,000,000	Manufacturing and sale of plastic resins and compounds	100%	100%
深圳恒鍵塑膠有限公司(附註(a))	中國大陸	註冊資本10,000,000港元	製造及銷售塑膠合成樹脂及化合物		
Heyuan Perennial Plastics and Metal Co., Limited (note (a))	Mainland China	Registered capital RMB65,000,000	Manufacturing and sale of electric cables, wires, wire harness and accessories	100%	100%
河源恒都塑膠五金有限公司(附註(a))	中國大陸	註冊資本人民幣65,000,000元	製造及銷售電線、導線、組合線束及配件		
Perennial Cable (Vietnam) Co., Limited (note (c))	Vietnam	Charter capital US\$8,000,000	Manufacturing and sale of electric cables, wires, wire harness and accessories	100%	100%
(附註(c))	越南	許可資本8,000,000美元	製造及銷售電線、導線、組合線束及配件		
New Technology Cable (Vietnam) Limited	Vietnam	Charter capital VND577,750,000	License Holding	100%	100%
	越南	許可資本577,750,000越南盾	持有牌照		

The legal form of all the above companies is limited liability company.

上述所有公司均為有限公司法體。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)

For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度

29. Subsidiaries (Continued)

Save as noted below, the above companies operate principally in Hong Kong instead of their respective places of incorporation/establishment, except for:

- (a) Perennial Cable (Shenzhen) Co., Limited, Shenzhen Welldone Trading Co., Limited, Shenzhen Perennial Plastics and Metal Co., Limited, Shenzhen Perennial Plastics Co., Limited and Heyuan Perennial Plastics and Metal Co., Limited are in the PRC.
- (b) Perennial USA Inc. is in the United States of America.
- (c) Perennial Cable (Vietnam) Co., Limited is in Vietnam.

29. 附屬公司(續)

除以下註明外，上述公司之營運地點主要為香港而非其個別註冊／成立地點：

- (a) 恒亞電線(深圳)有限公司、深圳恒駿達電線貿易有限公司、深圳恒都塑膠五金有限公司、深圳恒鍵塑膠有限公司及河源恒都塑膠五金有限公司位於中國。
- (b) Perennial USA Inc.位於美國。
- (c) Perennial Cable (Vietnam) Co., Limited 位於越南。

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度**30. Statement of Financial Position and Reserve Movement of the Company**
Statement of Financial Position**30. 本公司財務狀況表及儲備變動表**
財務狀況表

	Note 附註	2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
ASSETS	資產		
Non-current assets	非流動資產		
Investments in subsidiaries	於附屬公司之投資	62,738	62,738
Current assets	流動資產		
Amounts due from subsidiaries	應收附屬公司款項	54,878	58,550
Other receivables, deposits and prepayments	其他應收款項、訂金及預付款項	340	338
Cash and cash equivalents	現金及現金等價物	87	83
		55,305	58,971
Total assets	總資產	118,043	121,709
EQUITY	權益		
Equity attributable to shareholders of the Company	本公司股東應佔權益		
Share capital	股本	19,896	19,896
Other reserves	其他儲備	78,537	78,537
Retained earnings	保留盈利	19,510	23,200
Total equity	總權益	117,943	121,633
LIABILITIES	負債		
Current liabilities	流動負債		
Other payables and accruals	其他應付款項及應計開支	100	76
Total liabilities	總負債	100	76
Total equity and liabilities	總權益及負債	118,043	121,709

The statement of financial position of the Company was approved by the Board of Directors on 21st March 2023 and was signed on its behalf.

本公司之財務狀況表於二零二三年三月二十一日經董事會批准並代表簽署。

MON Chung Hung
孟振雄
Director
董事

SIU Yuk Shing, Marco
蕭旭成
Director
董事

Notes to the Consolidated Financial Statements (Continued)
綜合財務報表附註(續)For the year ended 31st December 2022
截至二零二二年十二月三十一日止年度**30. Statement of Financial Position and Reserve Movement of the Company (Continued)****(a) Reserve Movement****30. 本公司財務狀況表及儲備變動表(續)****(a) 儲備變動**

		Contributed Share premium	surplus (note) 繳入盈餘	Capital redemption reserves 資本 贖回儲備	Total other reserves 總其他儲備	Retained earnings 保留盈利	Total 總額
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
At 1st January 2022	於二零二二年一月一日	15,885	62,548	104	78,537	23,200	101,737
Total comprehensive income for the year	本年度全面收益總額	-	-	-	-	289	289
Dividend paid	已付股息	-	-	-	-	(3,979)	(3,979)
At 31st December 2022	於二零二二年十二月三十一日	15,885	62,548	104	78,537	19,510	98,047
At 1st January 2021	於二零二一年一月一日	15,885	62,548	104	78,537	22,608	101,145
Total comprehensive income for the year	本年度全面收益總額	-	-	-	-	592	592
At 31st December 2021	於二零二一年十二月三十一日	15,885	62,548	104	78,537	23,200	101,737

Note: The contributed surplus of the Company arose when the Company issued shares in exchange for the shares of subsidiaries being acquired in connection with the reorganisation of the Group prior to its listing on The Stock Exchange of Hong Kong Limited, and represents the difference between the nominal value of the Company's shares issued and the value of net assets of the subsidiaries acquired. Under the Companies Act of 1981 of Bermuda (as amended), the contributed surplus is distributable to the shareholders. At Group level, the contributed surplus is reclassified into its component reserves of the underlying subsidiaries.

附註：本公司之繳入盈餘因本公司發行股份以交換為於本公司股份在香港聯合交易所有限公司上市前重組本集團而收購之附屬公司之股份而產生，相當於本公司發行股份之面值與所收購附屬公司之資產淨值之差額。根據百慕達一九八一年公司法（經修訂），繳入盈餘可供分派予股東。在本集團之層面，繳入盈餘乃重新分類為有關附屬公司之儲備組成部分。

31. Approval of the Consolidated Financial Statements

The consolidated financial statements were approved by the Board of Directors on 21st March 2023.

31. 綜合財務報表之批准

綜合財務報表已於二零二三年三月二十一日獲董事會批准。

FINANCIAL HIGHLIGHTS

財務概括

		2022 二零二二年	2021 二零二一年	2020 二零二零年	2019 二零一九年	2018 二零一八年
Operating results (HK\$'000)	經營業績(千港元)					
Revenue	收益	324,524	373,472	282,342	301,357	355,744
Operating profit/(loss)	經營溢利/(虧損)	18,871	16,358	(19,697)	(11,916)	1,726
Profit/(loss) for the year	本年度溢利/(虧損)	15,848	13,689	(19,231)	(13,198)	(1,760)
Financial position (HK\$'000)	財務狀況(千港元)					
Net current assets	流動資產淨值	169,615	149,896	116,263	130,939	133,146
Shareholders' funds	股東資金	566,105	569,058	549,280	562,524	578,085
Per share data (HK cent)	每股數據(港仙)					
Earnings/(loss) per share – basic and diluted	每股盈利/(虧損) —基本及攤薄	8.0	6.9	(9.7)	(6.6)	(0.9)
Dividend per share (interim and final dividend)	每股股息(中期及 末期股息)	3.0	2.0	–	–	–
Key Statistics	主要統計					
Inventory turnover (days)	存貨週轉(天數)	227	173	181	149	117
Debtors' turnover (days)	應收賬週轉(天數)	73	67	90	104	88
Creditors' turnover (days)	應付賬週轉(天數)	39	46	46	39	38
Acid-test ratio (%)	速動比率(%)	141%	90%	99%	119%	138%
Working capital (%)	營運資金(%)	399%	224%	221%	221%	220%
Total liabilities/total capital employed (%)	總負債/總運用 資本(%)	16.9%	27.9%	24.9%	27.1%	26.8%
Return on capital employed (operating profit/ shareholders' funds) (%)	運用資本報酬率 (經營溢利/ 股東資金)(%)	3.3%	2.9%	(3.6%)	(2.1%)	0.3%
Return on average total assets (profit after taxation/average total assets) (%)	平均總資產報酬率 (除稅後溢利/ 平均總資產)(%)	2.3%	1.9%	(2.7%)	(1.8%)	(0.2%)

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