

香港交易及結算所有限公司及香港聯合交易所有限公司對本公告之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不會就因本公告全部或任何部分內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。



**巨騰國際控股有限公司**  
**JU TENG INTERNATIONAL HOLDINGS LIMITED**

(於開曼群島註冊成立之有限公司)

(股份代號： 3336)

**海外監管公告**

本公告是由巨騰國際控股有限公司（「本公司」）依據香港聯合交易所有限公司證券上市規則第13.10B條作出。

以下所附是本公司按臺灣證券交易所股份有限公司的規定於二零二四年四月十一日在臺灣證券交易所股份有限公司網頁刊發就本公司台灣存託憑證所出具本公司及其附屬公司的二零二三年財政年度的合併財務報告暨會計師複核報告。

承董事會命  
巨騰國際控股有限公司  
主席兼執行長  
鄭立育

香港，二零二四年四月十一日

於本公告日期，執行董事為鄭立育先生、邱輝欽先生、黃國光先生、林豐杰先生及徐容國先生；非執行董事為鄭立彥先生；及獨立非執行董事為程嘉君先生、蔡文預先生、葉偉明先生及袁志豪先生。

巨騰國際控股有限公司及子公司

民國一十二年一月一日至民國一十二年十二月三十一日  
及民國一十一年一月一日至民國一十一年十二月三十一日

合併財務報告暨會計師複核報告  
(上市之臺灣存託憑證用外國公司財務報告)

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# 附件一

## 會計師複核報告

巨騰國際控股有限公司 公鑒：

巨騰國際控股有限公司及其子公司民國一一二年度之合併財務報表，業經外國其他會計師查核，並於民國一一三年三月十八日出具無保留意見之查核報告(詳附件五)。隨附巨騰國際控股有限公司及其子公司民國一一二年度依新臺幣換算之合併財務狀況表、合併損益表、合併綜合全面收益表、合併權益變動表、合併現金流量表暨其相關資訊，業經本會計師依照「第二上市(櫃)公司財務報告複核要點」，採行必要之複核程序予以複核竣事。由於本會計師並未依照審計準則查核，故無法對上開財務報告之整體是否允當表達表示意見。

依本會計師之複核結果，第一段所述巨騰國際控股有限公司及其子公司民國一一二年度依新臺幣換算之合併財務狀況表、合併損益表、合併綜合全面收益表、合併權益變動表、合併現金流量表暨其相關資訊，並未發現有違反「第二上市(櫃)公司財務報告複核要點」規定而需作大幅修正、調整或再補充揭露之情事。

安永聯合會計師事務所

主管機關核准辦理公開發行公司財務報告

查核簽證文號：金管會(六)字 0930133943 號

(90)台財證(六)第 1000690 號

劉慧媛

劉慧媛



會計師：

蕭翠慧

蕭翠慧



中華民國 一一三 年 四 月 十 一 日

## 附件二

巨騰國際控股有限公司及子公司  
 合併財務狀況表  
 民國一十二年十二月三十一日  
 及民國一十一年十二月三十一日

單位：港幣仟元／新台幣仟元

項 目	一十二年十二月三十一日		一十一年十二月三十一日	
	港幣	新台幣	港幣	新台幣
非流動資產				
物業、廠房及設備	\$5,679,602	\$22,315,156	\$6,587,803	\$25,883,478
使用權資產	807,247	3,171,674	887,421	3,486,677
遞延稅項資產	7,102	27,904	14,210	55,831
收購物業、廠房及設備預付款項	7,974	31,330	30,356	119,269
於一間聯營公司的投資	-	-	12,654	49,718
指定為按公平值計入其他全面收入的股本投資	25,236	99,152	13,489	52,998
非流動資產總額	6,527,161	25,645,216	7,545,933	29,647,971
流動資產				
存貨	1,538,625	6,045,258	2,193,695	8,619,028
應收貿易款項	2,486,447	9,769,250	2,420,946	9,511,897
預付款項、按金及其他應收款項	178,093	699,727	193,690	761,008
已抵押及受限制銀行結餘	111,876	439,561	102,659	403,347
現金及現金等價物	1,221,852	4,800,657	1,706,797	6,706,005
	5,536,893	21,754,453	6,617,787	26,001,285
分類為持作出售之非流動資產	91,460	359,346	26,210	102,979
流動資產總額	5,628,353	22,113,799	6,643,997	26,104,264
流動負債				
應付貿易款項及票據	890,797	3,499,941	822,603	3,232,007
其他應付款項及應計費用	1,077,187	4,232,268	1,445,517	5,679,436
租賃負債	133,100	522,950	244,513	960,691
應付稅項	39,189	153,974	51,245	201,342
衍生金融工具	-	-	1,676	6,585
計息銀行及其他借貸	2,539,139	9,976,277	3,048,744	11,978,515
流動負債總額	4,679,412	18,385,410	5,614,298	22,058,576
流動資產淨額	948,941	3,728,389	1,029,699	4,045,688
總資產減流動負債	7,476,102	29,373,605	8,575,632	33,693,659
非流動負債				
計息銀行及其他借貸	597,475	2,347,479	994,384	3,906,935
遞延收入	40,922	160,783	42,625	167,474
租賃負債	9,265	36,402	21,764	85,511
遞延稅項負債	71,648	281,505	73,572	289,064
非流動負債總額	719,310	2,826,169	1,132,345	4,448,984
資產淨值	\$6,756,792	\$26,547,436	\$7,443,287	\$29,244,675
權益				
本公司股權持有人應佔權益				
已發行股本	\$120,001	\$471,484	\$120,001	\$471,484
儲備	5,345,443	21,002,246	5,918,382	23,253,323
	5,465,444	21,473,730	6,038,383	23,724,807
非控制權益	1,291,348	5,073,706	1,404,904	5,519,868
權益總額	\$6,756,792	\$26,547,436	\$7,443,287	\$29,244,675

註一：上列財務報表之所有資產、負債及股東權益科目金額，係以民國一十二年十二月三十一日之港幣對新台幣匯率(HK\$1：NT\$3.929)換算。

註二：最近三年度港幣對新台幣最高、最低及平均匯率如下：

年 度	最 高	最 低	平 均
一一二	HK\$1:NT\$4.181	HK\$1:NT\$3.573	HK\$1:NT\$3.815
一一一	HK\$1:NT\$4.147	HK\$1:NT\$3.512	HK\$1:NT\$3.777
一一〇	HK\$1:NT\$3.712	HK\$1:NT\$3.517	HK\$1:NT\$3.576

巨騰國際控股有限公司及子公司

合併損益表

民國一一二年一月一日至一一二年十二月三十一日

及民國一一一年一月一日至一一一年十二月三十一日

單位：港幣仟元／新台幣仟元

項 目	一一二年度		一一一年度	
	港幣	新台幣	港幣	新台幣
收 入	\$6,936,056	\$27,251,764	\$8,255,947	\$32,437,616
銷售成本	(6,428,556)	(25,257,797)	(7,792,204)	(30,615,570)
毛 利	507,500	1,993,967	463,743	1,822,046
其他收入及收益	279,626	1,098,651	1,093,976	4,298,232
銷售及分銷開支	(145,996)	(573,618)	(170,007)	(667,957)
行政開支	(518,044)	(2,035,395)	(635,639)	(2,497,426)
其他開支	(75,122)	(295,154)	(391,986)	(1,540,113)
融資成本	(214,562)	(843,014)	(121,573)	(477,660)
分佔一間聯營公司之虧損	(47)	(185)	(7)	(28)
除稅前溢利／(虧損)	(166,645)	(654,748)	238,507	937,094
所得稅開支	(162,176)	(637,190)	(180,404)	(708,807)
本年度溢利／(虧損)	<u>\$(328,821)</u>	<u>\$(1,291,938)</u>	<u>\$58,103</u>	<u>\$228,287</u>
以下人士應佔：				
本公司股權持有人	\$(230,815)	\$(906,872)	\$172,149	\$676,374
非控制權益	(98,006)	(385,066)	(114,046)	(448,087)
	<u>\$(328,821)</u>	<u>\$(1,291,938)</u>	<u>\$58,103</u>	<u>\$228,287</u>
本公司股權持有人應佔每股盈利／(虧損) (港幣分／新台幣元)				
基本	<u>(27.3)</u>	<u>\$(1.07)</u>	<u>20.4</u>	<u>\$0.80</u>
攤薄	<u>(27.3)</u>	<u>\$(1.07)</u>	<u>20.4</u>	<u>\$0.80</u>

註一：上列財務報表之所有損益科目金額，係以民國一一二年十二月三十一日之港幣對新台幣匯率(HK\$1：NT\$3.929)換算。

註二：最近三年度港幣對新台幣最高、最低及平均匯率如下：

年 度	最 高	最 低	平 均
一一二	HK\$1:NT\$4.181	HK\$1:NT\$3.573	HK\$1:NT\$3.815
一一一	HK\$1:NT\$4.147	HK\$1:NT\$3.512	HK\$1:NT\$3.777
一一〇	HK\$1:NT\$3.712	HK\$1:NT\$3.517	HK\$1:NT\$3.576



巨騰國際控股有限公司及子公司  
 合併綜合全面收益表  
 民國一一二年一月一日至一一二年十二月三十一日  
 及民國一一一年一月一日至一一一年十二月三十一日

單位：港幣仟元／新台幣仟元

項 目	一一二年度		一一一年度	
	港幣	新台幣	港幣	新台幣
本年度溢利／(虧損)	\$ (328,821)	\$ (1,291,938)	\$ 58,103	\$ 228,287
其他全面收入／(開支)				
於其後期間可重新分類至損益				
之其他全面開支：				
換算海外業務的匯兌差額	(309,785)	(1,217,145)	(1,091,711)	(4,289,332)
因出售一間附屬公司而釋放外匯波動儲備	(15,993)	(62,836)	-	-
	(325,778)	(1,279,981)	(1,091,711)	(4,289,332)
於其後期間將不會重新分類至損益				
之其他全面收入／(開支)：				
指定為按公平值計入				
其他全面收入的股本投資：				
公平值變動	11,824	46,456	(5,429)	(21,331)
所得稅影響	(1,437)	(5,646)	-	-
	10,387	40,810	(5,429)	(21,331)
本年度其他全面開支(扣除稅項)	(315,391)	(1,239,171)	(1,097,140)	(4,310,663)
本年度全面開支總額	\$ (644,212)	\$ (2,531,109)	\$ (1,039,037)	\$ (4,082,376)
以下人士應佔：				
本公司股權持有人	\$ (530,656)	\$ (2,084,947)	\$ (738,373)	\$ (2,901,067)
非控制權益	(113,556)	(446,162)	(300,664)	(1,181,309)
	\$ (644,212)	\$ (2,531,109)	\$ (1,039,037)	\$ (4,082,376)

註一：上列財務報表之所有綜合全面收益科目金額，係以民國一一二年十二月三十一日之港幣對新台幣匯率(HK\$1：NT\$3.929)換算。

註二：最近三年度港幣對新台幣最高、最低及平均匯率如下：

年 度	最 高	最 低	平 均
一一二	HK\$1:NT\$4.181	HK\$1:NT\$3.573	HK\$1:NT\$3.815
一一一	HK\$1:NT\$4.147	HK\$1:NT\$3.512	HK\$1:NT\$3.777
一一〇	HK\$1:NT\$3.712	HK\$1:NT\$3.517	HK\$1:NT\$3.576

巨騰國際控股有限公司及子公司  
合併權益變動表  
民國一十二年一月一日至一十二年十二月三十一日  
及民國一十一年一月一日至一十一年十二月三十一日

單位：港幣仟元

項 目	已發行股本	股份溢價賬	股份獎勵計劃下持有之股份	僱員股份報酬儲備	法定儲備基金	外匯波動儲備	保留溢利	公平值儲備	其他儲備	總額	非控制權益	權益總額
於一十一年一月一日	\$120,001	\$187,919	\$(745,831)	\$57,971	\$520,715	\$501,669	\$5,871,491	\$4,235	\$323,963	\$6,842,133	\$1,705,568	\$8,547,701
本年度溢利	-	-	-	-	-	-	172,149	-	-	172,149	(114,046)	58,103
本年度其他全面開支：												
指定為按公平值計入其他全面收入的股本投資公平值變動(扣除稅項)	-	-	-	-	-	-	-	(5,429)	-	(5,429)	-	(5,429)
換算海外業務的匯兌差額	-	-	-	-	-	(905,093)	-	-	-	(905,093)	(186,618)	(1,091,711)
本年度全面收入/(開支)總額	-	-	-	-	-	(905,093)	172,149	(5,429)	-	(738,373)	(300,664)	(1,039,037)
於股份獎勵計劃中收取之股息	-	-	28,348	-	-	-	-	-	-	28,348	-	28,348
股份報酬安排	-	-	-	2,276	-	-	-	-	-	2,276	-	2,276
轉撥自保留溢利	-	-	-	-	29,027	-	(29,027)	-	-	-	-	-
一一〇年末期股息	-	-	-	-	-	-	(96,001)	-	-	(96,001)	-	(96,001)
於一十一年十二月三十一日	120,001	187,919	(717,483)	60,247	549,742	(403,424)	5,918,612	(1,194)	323,963	6,038,383	1,404,904	7,443,287
於一十二年一月一日	120,001	187,919	(717,483)	60,247	549,742	(403,424)	5,918,612	(1,194)	323,963	6,038,383	1,404,904	7,443,287
本年度虧損	-	-	-	-	-	-	(230,815)	-	-	(230,815)	(98,006)	(328,821)
本年度其他全面收入/(開支)：												
指定為按公平值計入其他全面收入的股本投資公平值變動(扣除稅項)	-	-	-	-	-	-	-	10,387	-	10,387	-	10,387
換算海外業務的匯兌差額	-	-	-	-	-	(294,235)	-	-	-	(294,235)	(15,550)	(309,785)
因出售一間附屬公司而釋放外匯波動儲備	-	-	-	-	-	(15,993)	-	-	-	(15,993)	-	(15,993)
本年度全面收入/(開支)總額	-	-	-	-	-	(310,228)	(230,815)	10,387	-	(530,656)	(113,556)	(644,212)
於股份獎勵計劃中收取之股息	-	-	17,717	-	-	-	-	-	-	17,717	-	17,717
因沒收購股權而轉出僱員股份報酬儲備	-	-	-	(6,109)	-	-	6,109	-	-	-	-	-
轉撥自保留溢利	-	-	-	-	44,174	-	(44,174)	-	-	-	-	-
一一一年末期股息	-	-	-	-	-	-	(60,000)	-	-	(60,000)	-	(60,000)
於一十二年十二月三十一日	\$120,001	\$187,919	\$(699,766)	\$54,138	\$593,916	\$(713,652)	\$5,589,732	\$9,193	\$323,963	\$5,465,444	\$1,291,348	\$6,756,792

註一：上列財務報表之股東權益科目金額，係以民國一十二年十二月三十一日之港幣對新台幣匯率(HK\$1：NT\$3.929)換算。

註二：最近三年度港幣對新台幣最高、最低及平均匯率如下：

年 度	最 高	最 低	平 均
一一二	HK\$1:NT\$4.181	HK\$1:NT\$3.573	HK\$1:NT\$3.815
一一一	HK\$1:NT\$4.147	HK\$1:NT\$3.512	HK\$1:NT\$3.777
一一〇	HK\$1:NT\$3.712	HK\$1:NT\$3.517	HK\$1:NT\$3.576

巨騰國際控股有限公司及子公司  
合併權益變動表  
民國一十二年一月一日至一十二年十二月三十一日  
及民國一十一年一月一日至一十一年十二月三十一日

單位：新臺幣仟元

項 目	已發行股本	股份溢價賬	股份獎勵計劃下持有之股份	僱員股份報酬儲備	法定儲備基金	外匯波動儲備	保留溢利	公平值儲備	其他儲備	總額	非控制權益	權益總額
於一十一年一月一日	\$471,484	\$738,334	\$(2,930,370)	\$227,768	\$2,045,889	\$1,971,058	\$23,069,088	\$16,639	\$1,272,851	\$26,882,741	\$6,701,177	\$33,583,918
本年度溢利	-	-	-	-	-	-	676,374	-	-	676,374	(448,087)	228,287
本年度其他全面開支：												
指定為按公平值計入其他全面收入的股本投資公平值變動(扣除稅項)	-	-	-	-	-	-	-	(21,331)	-	(21,331)	-	(21,331)
換算海外業務的匯兌差額	-	-	-	-	-	(3,556,110)	-	-	-	(3,556,110)	(733,222)	(4,289,332)
本年度全面收入/(開支)總額	-	-	-	-	-	(3,556,110)	676,374	(21,331)	-	(2,901,067)	(1,181,309)	(4,082,376)
於股份獎勵計劃中收取之股息	-	-	111,379	-	-	-	-	-	-	111,379	-	111,379
股份報酬安排	-	-	-	8,942	-	-	-	-	-	8,942	-	8,942
轉撥自保留溢利	-	-	-	-	114,047	-	(114,047)	-	-	-	-	-
一〇〇年未期股息	-	-	-	-	-	-	(377,188)	-	-	(377,188)	-	(377,188)
於一十一年十二月三十一日	471,484	738,334	(2,818,991)	236,710	2,159,936	(1,585,052)	23,254,227	(4,692)	1,272,851	23,724,807	5,519,868	29,244,675
於一十二年一月一日	471,484	738,334	(2,818,991)	236,710	2,159,936	(1,585,052)	23,254,227	(4,692)	1,272,851	23,724,807	5,519,868	29,244,675
本年度虧損	-	-	-	-	-	-	(906,872)	-	-	(906,872)	(385,066)	(1,291,938)
本年度其他全面收入/(開支)：												
指定為按公平值計入其他全面收入的股本投資公平值變動(扣除稅項)	-	-	-	-	-	-	-	40,810	-	40,810	-	40,810
換算海外業務的匯兌差額	-	-	-	-	-	(1,156,049)	-	-	-	(1,156,049)	(61,096)	(1,217,145)
因出售一間附屬公司而釋放外匯波動儲備	-	-	-	-	-	(62,836)	-	-	-	(62,836)	-	(62,836)
本年度全面收入/(開支)總額	-	-	-	-	-	(1,218,885)	(906,872)	40,810	-	(2,084,947)	(446,162)	(2,531,109)
於股份獎勵計劃中收取之股息	-	-	69,610	-	-	-	-	-	-	69,610	-	69,610
因沒收購股權而轉出僱員股份報酬儲備	-	-	-	(24,002)	-	-	24,002	-	-	-	-	-
轉撥自保留溢利	-	-	-	-	173,560	-	(173,560)	-	-	-	-	-
一〇〇年未期股息	-	-	-	-	-	-	(235,740)	-	-	(235,740)	-	(235,740)
於一十二年十二月三十一日	\$471,484	\$738,334	\$(2,749,381)	\$212,708	\$2,333,496	\$(2,803,937)	\$21,962,057	\$36,118	\$1,272,851	\$21,473,730	\$5,073,706	\$26,547,436

註一：上列財務報表之股東權益科目金額，係以民國一十二年十二月三十一日之港幣對新台幣匯率(HK\$1：NT\$3.929)換算。

註二：最近三年度港幣對新台幣最高、最低及平均匯率如下：

年 度	最 高	最 低	平 均
一一二	HK\$1:NT\$4.181	HK\$1:NT\$3.573	HK\$1:NT\$3.815
一一一	HK\$1:NT\$4.147	HK\$1:NT\$3.512	HK\$1:NT\$3.777
一〇〇	HK\$1:NT\$3.712	HK\$1:NT\$3.517	HK\$1:NT\$3.576

巨騰國際控股有限公司及子公司  
合併現金流量表  
民國一〇二一年一月一日至一〇二一年十二月三十一日  
及民國一〇二〇年一月一日至一〇二〇年十二月三十一日

單位：港幣仟元／新台幣仟元

項 目	一〇二一年度		一〇二〇年度	
	港幣	新台幣	港幣	新台幣
經營業務的現金流量				
除稅前溢利／(虧損)	\$(166,645)	\$(654,748)	\$238,507	\$937,094
經下列各項作出的調整：				
融資成本	214,562	843,014	121,573	477,660
分佔一間聯營公司之虧損	47	185	7	28
利息收入	(28,167)	(110,668)	(8,676)	(34,088)
股息收入	(334)	(1,312)	(705)	(2,770)
撤銷長期未付之應付貿易款項	-	-	(827)	(3,249)
撤銷長期未付之其他應付款及應計費用	(2,110)	(8,290)	(728)	(2,860)
物業、廠房及設備折舊	812,325	3,191,625	1,001,293	3,934,080
使用權資產折舊	21,825	85,750	23,803	93,522
出售物業、廠房及設備項目及使用權資產虧損／(收益)淨額	2,344	9,209	(525,446)	(2,064,477)
租賃修改之收益	(7,375)	(28,976)	-	-
出售分類為持作出售之非流動資產之虧損	964	3,787	-	-
註銷一間聯營公司之收益	(632)	(2,483)	-	-
出售一間附屬公司之收益	(42,507)	(167,010)	-	-
提前終止租賃之收益	(516)	(2,027)	-	-
商譽減值	-	-	52,488	206,225
物業、廠房及設備減值	45,000	176,805	285,401	1,121,341
應收貿易款項減值／(減值回撥)	(1,574)	(6,184)	1,685	6,620
撤銷／(回撥)應收貿易款項	4,729	18,580	(2,523)	(9,913)
存貨撥備／(撥備回撥)淨額	(40,518)	(159,195)	108,229	425,232
確認津貼收入	-	-	(69,429)	(272,787)
衍生金融工具公平值虧損淨額	15,855	62,294	45,885	180,282
以股權結算購股權開支	-	-	2,276	8,942
	827,273	3,250,356	1,272,813	5,000,882
存貨減少	638,479	2,508,584	116,871	459,186
應收貿易款項減少／(增加)	(131,815)	(517,901)	1,599,469	6,284,314
預付款項、按金及其他應收款項減少	14,904	58,558	149,301	586,604
衍生金融工具之變動	(17,531)	(68,879)	(40,725)	(160,009)
應付貿易款項及票據增加／(減少)	87,960	345,595	(433,985)	(1,705,127)
其他應付款項及應計費用減少	(451,192)	(1,772,733)	(150,328)	(590,639)
營業所得現金	968,078	3,803,580	2,513,416	9,875,211
已付中國所得稅	(66,389)	(260,842)	(107,957)	(424,163)
中國所得稅退稅	-	-	1,604	6,302
海外所得稅退稅	2,047	8,043	-	-
已付海外所得稅	(3,353)	(13,174)	(7,132)	(28,022)
已付預扣稅	(106,446)	(418,226)	(20,456)	(80,371)
已收利息	28,167	110,668	8,676	34,088
已付利息	(224,049)	(880,290)	(132,277)	(519,716)
經營業務所得現金流量淨額	598,055	2,349,759	2,255,874	8,863,329
投資活動的現金流量				
收購物業、廠房及設備項目	(170,841)	(671,234)	(516,032)	(2,027,490)
出售物業、廠房及設備項目及使用權資產所得款項	15,518	60,970	95,113	373,699
出售分類為持作出售之非流動資產所得款項	20,376	80,057	-	-
於一間聯營公司的投資	-	-	(12,661)	(49,745)
出售一間附屬公司	26,514	104,174	-	-
已抵押及受限制銀行結餘增加	(9,217)	(36,214)	(27,915)	(109,678)
收購物業、廠房及設備預付款項增加	(7,974)	(31,330)	(30,356)	(119,269)
註銷一間聯營公司所得款項	13,218	51,934	-	-
已收股息	334	1,312	705	2,770
投資活動所用現金流量淨額	(112,072)	(440,331)	(491,146)	(1,929,713)
融資活動的現金流量				
新增銀行貸款及其他借貸	2,647,346	10,401,423	5,287,678	20,775,287
償還銀行貸款	(3,478,553)	(13,667,235)	(6,023,909)	(23,667,938)
已付股息	(60,000)	(235,740)	(96,001)	(377,188)
於股份獎勵計劃中收取之股息	17,717	69,610	28,348	111,379
租賃付款的本金部分	(88,223)	(346,628)	(32,257)	(126,738)
融資活動所用現金流量淨額	(961,713)	(3,778,570)	(836,141)	(3,285,198)
現金及現金等價物增加／(減少)淨額	(475,730)	(1,869,142)	928,587	3,648,418
年初現金及現金等價物	1,706,797	6,706,005	848,600	3,334,149
匯率變動影響淨額	(9,215)	(36,206)	(70,390)	(276,562)
年終現金及現金等價物	\$1,221,852	\$4,800,657	\$1,706,797	\$6,706,005
現金及現金等價物結餘分析				
現金及銀行結餘	\$1,221,852	\$4,800,657	\$1,706,797	\$6,706,005
綜合財務狀況表及綜合現金流量表所載的現金及現金等價物	\$1,221,852	\$4,800,657	\$1,706,797	\$6,706,005

註一：上列財務報表之所有科目金額，係以民國一〇二一年十二月三十一日之港幣對新台幣匯率(HK\$1：NT\$3.929)換算。

註二：最近三年度港幣對新台幣最高、最低及平均匯率如下：

年 度	最 高	最 低	平 均
一〇二一	HK\$1:NT\$4.181	HK\$1:NT\$3.573	HK\$1:NT\$3.815
一〇二〇	HK\$1:NT\$4.147	HK\$1:NT\$3.512	HK\$1:NT\$3.777
一〇一九	HK\$1:NT\$3.712	HK\$1:NT\$3.517	HK\$1:NT\$3.576

# 附件三

巨騰國際控股有限公司及子公司  
依中華民國會計原則重編後合併資產負債表  
民國一二年十二月三十一日  
及民國一一年十二月三十一日

單位：新台幣仟元

資產	民國一二年十二月三十一日			民國一一年十二月三十一日		
	依香港財務報告 原則編製金額	調節金額 增(減)	依中華民國會計 原則編製金額	依香港財務報告 原則編製金額	調節金額 增(減)	依中華民國會計 原則編製金額
流動資產						
現金及約當現金	\$4,800,657	\$-	\$4,800,657	\$6,706,005	\$-	\$6,706,005
應收帳款淨額	9,769,250	-	9,769,250	9,511,897	-	9,511,897
其他應收款	699,727	-	699,727	761,008	-	761,008
存貨	6,045,258	-	6,045,258	8,619,028	-	8,619,028
待出售非流動資產	359,346	-	359,346	102,979	-	102,979
其他流動資產	439,561	-	439,561	403,347	-	403,347
流動資產合計	22,113,799	-	22,113,799	26,104,264	-	26,104,264
非流動資產						
透過其他綜合損益按公允 價值衡量之金融資產-非流動	99,152	-	99,152	52,998	-	52,998
採用權益法之投資	-	-	-	49,718	-	49,718
不動產、廠房及設備	22,315,156	-	22,315,156	25,883,478	-	25,883,478
使用權資產	3,171,674	-	3,171,674	3,486,677	-	3,486,677
遞延所得稅資產	27,904	-	27,904	55,831	-	55,831
其他非流動資產	31,330	-	31,330	119,269	-	119,269
非流動資產合計	25,645,216	-	25,645,216	29,647,971	-	29,647,971
資產總計	\$47,759,015	\$-	\$47,759,015	\$55,752,235	\$-	\$55,752,235

註一：上列財務報表之所有資產、負債及股東權益科目金額，係以民國一二年十二月三十一日之港幣對新台幣匯率(HK\$1：NT\$3.929)換算。

董事長：鄭立育

經理人：鄭立育

會計主管：徐容國

巨騰國際控股有限公司及子公司  
依中華民國會計原則重編後合併資產負債表(續)  
民國一二年十二月三十一日  
及民國一一年十二月三十一日

單位：新台幣仟元

負債及權益	民國一二年十二月三十一日			民國一一年十二月三十一日		
	依香港財務報告 原則編製金額	調節金額 增(減)	依中華民國會計 原則編製金額	依香港財務報告 原則編製金額	調節金額 增(減)	依中華民國會計 原則編製金額
流動負債						
短期借款	\$9,976,277	\$-	\$9,976,277	\$11,978,515	\$-	\$11,978,515
透過損益按公允價值衡量之 金融負債-流動	-	-	-	6,585	-	6,585
應付票據及帳款	3,499,941	-	3,499,941	3,232,007	-	3,232,007
其他應付款	4,232,268	-	4,232,268	5,679,436	-	5,679,436
本期所得稅負債	153,974	-	153,974	201,342	-	201,342
租賃負債-流動	522,950	-	522,950	960,691	-	960,691
流動負債合計	18,385,410	-	18,385,410	22,058,576	-	22,058,576
非流動負債						
長期借款	2,347,479	-	2,347,479	3,906,935	-	3,906,935
遞延收入	160,783	-	160,783	167,474	-	167,474
遞延所得稅負債	281,505	-	281,505	289,064	-	289,064
租賃負債-非流動	36,402	-	36,402	85,511	-	85,511
非流動負債合計	2,826,169	-	2,826,169	4,448,984	-	4,448,984
負債總計	21,211,579	-	21,211,579	26,507,560	-	26,507,560
歸屬於母公司業主之權益						
股本						
普通股股本	471,484	-	471,484	471,484	-	471,484
資本公積						
普通股股票溢價	738,334	-	738,334	738,334	-	738,334
員工認股權	212,708	-	212,708	236,710	-	236,710
其他	1,272,851	-	1,272,851	1,272,851	-	1,272,851
保留盈餘						
法定盈餘公積	2,333,496	-	2,333,496	2,159,936	-	2,159,936
未分配盈餘	21,962,057	-	21,962,057	23,254,227	-	23,254,227
其他權益						
國外營運機構財務報表 換算之兌換差額	(2,803,937)	-	(2,803,937)	(1,585,052)	-	(1,585,052)
透過其他綜合損益按公允價值 衡量之金融資產未實現評價損益	36,118	-	36,118	(4,692)	-	(4,692)
庫藏股票	(2,749,381)	-	(2,749,381)	(2,818,991)	-	(2,818,991)
歸屬於母公司業主之權益	21,473,730	-	21,473,730	23,724,807	-	23,724,807
非控制權益	5,073,706	-	5,073,706	5,519,868	-	5,519,868
權益總計	26,547,436	-	26,547,436	29,244,675	-	29,244,675
負債及權益總計	\$47,759,015	\$-	\$47,759,015	\$55,752,235	\$-	\$55,752,235

註一：上列財務報表之所有資產、負債及股東權益科目金額，係以民國一二年十二月三十一日之港幣對新台幣匯率(HK\$1：NT\$3.929)換算。

董事長：鄭立育

經理人：鄭立育

會計主管：徐容國

巨騰國際控股有限公司及子公司  
依中華民國會計原則重編後合併綜合損益表  
民國一一二年一月一日至一一二年十二月三十一日  
及民國一一一年一月一日至一一一年十二月三十一日

單位：新台幣仟元，惟每股盈餘為元

項 目	一一二年度			一一一年度		
	依香港財務報告 原則編製金額	調節金額 增(減)	依中華民國會計 原則編製金額	依香港財務報告 原則編製金額	調節金額 增(減)	依中華民國會計 原則編製金額
營業收入	\$27,251,764	\$-	\$27,251,764	\$32,437,616	\$-	\$32,437,616
營業成本	(25,257,797)	-	(25,257,797)	(30,615,570)	-	(30,615,570)
營業毛利淨額	1,993,967	-	1,993,967	1,822,046	-	1,822,046
營業費用						
推銷費用	(573,618)	-	(573,618)	(667,957)	-	(667,957)
管理費用	(2,035,395)	-	(2,035,395)	(2,497,426)	-	(2,497,426)
營業費用合計	(2,609,013)	-	(2,609,013)	(3,165,383)	-	(3,165,383)
營業損失	(615,046)	-	(615,046)	(1,343,337)	-	(1,343,337)
營業外收入及支出						
其他收入	1,092,467	-	1,092,467	4,304,852	-	4,304,852
其他利益及損失	(295,154)	-	(295,154)	(1,540,113)	-	(1,540,113)
預期信用減損利益(損失)	6,184	-	6,184	(6,620)	-	(6,620)
財務成本	(843,014)	-	(843,014)	(477,660)	-	(477,660)
採用權益法認列之關聯企業及 合資損益之份額	(185)	-	(185)	(28)	-	(28)
營業外收入及支出合計	(39,702)	-	(39,702)	2,280,431	-	2,280,431
稅前(淨損)/淨利	(654,748)	-	(654,748)	937,094	-	937,094
所得稅費用	(637,190)	-	(637,190)	(708,807)	-	(708,807)
本期(淨損)/淨利	(1,291,938)	-	(1,291,938)	228,287	-	228,287
其他綜合損益						
不重分類至損益之項目						
透過其他綜合損益按公允價值衡量之 權益工具投資未實現評價損益	46,456	-	46,456	(21,331)	-	(21,331)
與不重分類之項目相關之所得稅	(5,646)	-	(5,646)	-	-	-
後續可能重分類至損益之項目						
國外營運機構財務報表換算之兌換差額	(1,279,981)	-	(1,279,981)	(4,289,332)	-	(4,289,332)
本期其他綜合損益(稅後淨額)	(1,239,171)	-	(1,239,171)	(4,310,663)	-	(4,310,663)
本期綜合損益總額	\$(2,531,109)	\$-	\$(2,531,109)	\$(4,082,376)	\$-	\$(4,082,376)
淨利歸屬於：						
母公司業主	\$906,872	\$-	\$906,872	\$676,374	\$-	\$676,374
非控制權益	(385,066)	-	(385,066)	(448,087)	-	(448,087)
	\$(1,291,938)	\$-	\$(1,291,938)	\$228,287	\$-	\$228,287
綜合損益總額歸屬於：						
母公司業主	\$(2,084,947)	\$-	\$(2,084,947)	\$(2,901,067)	\$-	\$(2,901,067)
非控制權益	(446,162)	-	(446,162)	(1,181,309)	-	(1,181,309)
	\$(2,531,109)	\$-	\$(2,531,109)	\$(4,082,376)	\$-	\$(4,082,376)
每股盈餘						
基本每股盈餘(元)						
本期淨利(淨損)	\$(1.07)	\$-	\$(1.07)	\$0.80	\$-	\$0.80
稀釋每股盈餘(元)						
本期淨利(淨損)	\$(1.07)	\$-	\$(1.07)	\$0.80	\$-	\$0.80

註一：上列財務報表之所有損益科目金額，係以民國一一二年十二月三十一日之港幣對新台幣匯率(HK\$1：NT\$3.929)換算。

董事長：鄭立育

經理人：鄭立育

會計主管：徐容國



巨騰國際控股有限公司及子公司  
依中華民國會計原則重編後合併現金流量表  
民國一二年一月一日至一二年十二月三十一日  
及民國一一年一月一日至一一年十二月三十一日

單位：新台幣仟元

項 目	一二年			一一年		
	依香港財務報告 原則編製金額	調節金額 增(減)	依中華民國會計 原則編製金額	依香港財務報告 原則編製金額	調節金額 增(減)	依中華民國會計 原則編製金額
<b>營業活動之現金流量</b>						
本期稅前(淨損)淨利	\$ (654,748)	\$-	\$ (654,748)	\$937,094	\$-	\$937,094
調整項目：						
<b>收益費損項目</b>						
折舊費用	3,277,375	-	3,277,375	4,027,602	-	4,027,602
預期信用減損(利益)損失	(6,184)	-	(6,184)	6,620	-	6,620
透過損益按公允價值衡量 之金融資產及負債之淨損失	62,294	-	62,294	180,282	-	180,282
存貨跌價、報廢及呆滯損失(迴轉)淨額	(159,195)	-	(159,195)	425,232	-	425,232
利息費用	843,014	-	843,014	477,660	-	477,660
利息收入	(110,668)	-	(110,668)	(34,088)	-	(34,088)
股利收入	(1,312)	-	(1,312)	(2,770)	-	(2,770)
股份基礎給付酬勞成本	-	-	-	8,942	-	8,942
處分不動產、廠房及設備及使用權資產損失(利益)	9,209	-	9,209	(2,064,477)	-	(2,064,477)
採用權益法認列之關聯企業及合資損益之份額	185	-	185	28	-	28
處分待出售非流動資產損失	3,787	-	3,787	-	-	-
處分採用權益法之投資利益	(2,483)	-	(2,483)	-	-	-
處分子公司利益	(167,010)	-	(167,010)	-	-	-
商譽減損損失	-	-	-	206,225	-	206,225
不動產、廠房及設備減損損失	176,805	-	176,805	1,121,341	-	1,121,341
其他	(20,713)	-	(20,713)	(288,809)	-	(288,809)
<b>收益費損項目合計</b>	3,250,356	-	3,250,356	5,000,882	-	5,000,882
<b>與營業活動相關之資產/負債變動數</b>						
應收帳款(增加)減少	(517,901)	-	(517,901)	6,284,314	-	6,284,314
其他應收款減少	58,558	-	58,558	586,604	-	586,604
存貨減少	2,508,584	-	2,508,584	459,186	-	459,186
透過損益按公允價值衡量之金融負債減少	(68,879)	-	(68,879)	(160,009)	-	(160,009)
應付票據及帳款增加(減少)	345,595	-	345,595	(1,705,127)	-	(1,705,127)
其他應付款減少	(1,772,733)	-	(1,772,733)	(590,639)	-	(590,639)
營運產生之現金流入	3,803,580	-	3,803,580	9,875,211	-	9,875,211
支付之所得稅	(274,016)	-	(274,016)	(452,185)	-	(452,185)
退還之所得稅	8,043	-	8,043	6,302	-	6,302
支付之扣繳稅	(418,226)	-	(418,226)	(80,371)	-	(80,371)
收取之利息	110,668	-	110,668	34,088	-	34,088
支付之利息	(880,290)	-	(880,290)	(519,716)	-	(519,716)
<b>營業活動之淨現金流入</b>	2,349,759	-	2,349,759	8,863,329	-	8,863,329
<b>投資活動之現金流量</b>						
取得採用權益法之投資	-	-	-	(49,745)	-	(49,745)
處分採用權益法之投資	51,934	-	51,934	-	-	-
處分子公司	104,174	-	104,174	-	-	-
處分待出售非流動資產	80,057	-	80,057	-	-	-
取得不動產、廠房及設備	(671,234)	-	(671,234)	(2,027,490)	-	(2,027,490)
處分不動產、廠房及設備及使用權資產	60,970	-	60,970	373,699	-	373,699
其他流動資產增加	(36,214)	-	(36,214)	(109,678)	-	(109,678)
其他非流動資產增加	(31,330)	-	(31,330)	(119,269)	-	(119,269)
收取之股利	1,312	-	1,312	2,770	-	2,770
<b>投資活動之淨現金流出</b>	(440,331)	-	(440,331)	(1,929,713)	-	(1,929,713)
<b>籌資活動之現金流量</b>						
長短期借款增加	10,401,423	-	10,401,423	20,775,287	-	20,775,287
長短期借款減少	(13,667,235)	-	(13,667,235)	(23,667,938)	-	(23,667,938)
租賃本金償還	(346,628)	-	(346,628)	(126,738)	-	(126,738)
發放現金股利	(235,740)	-	(235,740)	(377,188)	-	(377,188)
於股份獎勵計劃中收取之股息	69,610	-	69,610	111,379	-	111,379
<b>籌資活動之淨現金流出</b>	(3,778,570)	-	(3,778,570)	(3,285,198)	-	(3,285,198)
<b>現金及約當現金(減少)增加數</b>	(1,869,142)	-	(1,869,142)	3,648,418	-	3,648,418
期初現金及約當現金餘額	6,706,005	-	6,706,005	3,334,149	-	3,334,149
匯率變動對現金及約當現金之影響	(36,206)	-	(36,206)	(276,562)	-	(276,562)
期末現金及約當現金餘額	\$4,800,657	\$-	\$4,800,657	\$6,706,005	\$-	\$6,706,005

註一：上列財務報表之所有科目金額，係以民國一二年十二月三十一日之港幣對新台幣匯率(HK\$1：NT\$3.929)換算。

董事長：鄭立育

經理人：鄭立育

會計主管：徐容國

巨騰國際控股有限公司及子公司  
合併財務報表重編說明  
民國一一二年度及一一一年度  
(金額除另予註明者外，係以新台幣仟元為單位)

一、合併財務報表重編原則

巨騰國際控股有限公司及子公司(以下簡稱合併公司)如附件四所列之民國一一二年度及民國一一一年度之財務報告，係包括巨騰國際控股有限公司(以下簡稱本公司)及其子公司之合併財務資訊(附件四譯稱“本集團”或“本集團合併”)。依香港財務報告準則、香港一般公認會計原則及香港公司條例(以下簡稱香港一般公認會計原則)的揭露要求編製之合併資產負債表、合併綜合損益表及合併現金流量表，因適用之會計原則不同，與證券發行人財務報表編製準則暨經金融監督管理委員會認可並發布生效之國際財務報導準則、國際會計準則、國際財務報導解釋及解釋公告編製財務報告(以下簡稱中華民國會計原則)規定部分不符，爰依中華民國行政院金融監督管理委員會金管證審字第 1010056540 號發布之「第二上市(櫃)公司財務報告複核要點」規定，就上述合併資產負債表、合併綜合損益表及合併現金流量表依中華民國會計原則格式予以重編。

## 二、中華民國及香港一般公認會計原則之差異彙總說明

中華民國及香港財務報表表達及其他事項之重大差異彙總說明：

	<u>中華民國財務報表表達</u>	<u>香港一般公認會計原則</u>	<u>對重編合併財務報表之影響</u>
資產負債表	一般之分類方式，資產係以流動性大小排列，流動性大者在前，流動性小者在後。負債則按到期日的遠近排列，近者在先，遠者在後。股東權益按永久性大小排列，永久性大者在先，小者在後。	一般之分類方式，資產係以非流動性資產在前，流動資產在後。負債及股東權益，係以負債在前，股本及各項準備在後，負債以流動負債在前，非流動負債在後。	已依中華民國財務報表規定予以表達揭露

# 附件 四



致巨騰國際控股有限公司股東  
(於開曼群島註冊成立之有限公司)

## 意見

我們已審計列載於第51至143頁的巨騰國際控股有限公司(「貴公司」)及其附屬公司(「貴集團」)的綜合財務報表，此綜合財務報表包括於二零二三年十二月三十一日的綜合財務狀況表與截至該日止年度的綜合損益表、綜合全面收益表、綜合權益變動表和綜合現金流量表，以及綜合財務報表附註，包括重大會計政策資訊。

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 貴集團於二零二三年十二月三十一日的綜合財務狀況及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。根據香港會計師公會頒佈的《專業會計師道德守則》(「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。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。

## 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。這些事項是在對綜合財務報表整體進行審計並形成意見的背景下來進行處理的，我們不對這些事項提供單獨的意見。我們對下述每一事項在審計中是如何應對的描述也以此為背景。

致巨騰國際控股有限公司股東  
(於開曼群島註冊成立之有限公司)

### 關鍵審計事項(續)

我們已經履行了本報告「核數師就審計綜合財務報表承擔的責任」部分闡述的責任，包括與這些關鍵審計事項相關的責任。相應地，我們的審計工作包括執行為應對評估的綜合財務報表重大錯誤陳述風險而設計的審計程序。我們執行審計程序的結果，包括應對下述關鍵審計事項所執行的程序，為綜合財務報表整體發表審計意見提供了基礎。

#### 關鍵審計事項

#### 該事項在審計中是如何應對的

##### 存貨撥備之評估

於二零二三年十二月三十一日，貴集團的存貨賬面淨值為1,538,625,000港元。存貨撥備評估乃根據存貨的估計可變現淨值進行，並需管理層作出重大判斷及估計。管理層考慮各種因素包括存貨之狀況及貨齡、銷售記錄及售價、市場需求及貴集團未來對存貨的使用和銷售計劃。撥備評估涉及管理層高度的判斷及估計，並且受到因筆記本和平板電腦市場的快速變化所引起的不確定性之影響。

我們的審計程序其中包括評估管理層根據貴集團的情況所作的評估方法，透過審閱樣本存貨的貨齡、過往銷售及使用記錄、期末後存貨的使用、銷售情況及售價以評估管理層在進行撥備評估時投入的資料和假設。

有關存貨的披露載於綜合財務報表附註3及18。

## 獨立核數師報告(續)

致巨騰國際控股有限公司股東  
(於開曼群島註冊成立之有限公司)

### 關鍵審計事項(續)

#### 關鍵審計事項

##### 物業、廠房及設備減值之評估

於二零二三年十二月三十一日，貴集團的物業、廠房及設備的賬面淨值為5,679,602,000港元。這些物業、廠房及設備與生產及銷售筆記本型電腦外殼和手持裝置外殼的現金產生單位有關。在每個財政年度完結時，管理層都會評估貴集團的物業、廠房及設備有否減值跡象，並在確認減值跡象時進行減值評估。減值評估基於現金產生單位的可收回金額。管理層的評估過程涉及重大判斷和估計，包括對預期未來現金流量的估計和使用對預期未來市場或經濟狀況以及對現金產生單位的實際表現敏感的其他假設，如終端增長率及折現率。

有關物業、廠房及設備的披露載於綜合財務報表附註3及13。

#### 該事項在審計中是如何應對的

我們的審計程序包括請我們的估值專家協助我們評估管理層於已折現現金流量估算中使用之方法及主要假設進行評估，包括對折現率和終端增長率相關的假設進行評估。我們亦對管理層編製的預測與現金產生單位的歷史表現和業務發展計劃作出比較。

致巨騰國際控股有限公司股東  
(於開曼群島註冊成立之有限公司)

### 刊載於年度報告內其他信息

貴公司董事需對其他信息負責。其他信息包括刊載於年度報告內的信息，但不包括綜合財務報表及我們的核數師報告。

我們對綜合財務報表的意見並不涵蓋其他信息，我們亦不對該等其他信息發表任何形式的鑒證結論。

結合我們對綜合財務報表的審計，我們的責任是閱讀其他信息，在此過程中，考慮其他信息是否與綜合財務報表或我們在審計過程中所瞭解的情況存在重大抵觸或者似乎存在重大錯誤陳述的情況。基於我們已執行的工作，如果我們認為其他信息存在重大錯誤陳述，我們需要報告該事實。在這方面，我們沒有任何報告。

### 董事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，貴公司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，除非貴公司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。

審計委員會協助貴公司董事履行職責，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。我們僅向閣下(作為整體)報告，除此以外，本報告並無其他用途。我們不會就核數師報告的內容向任何其他人士負上或承擔任何責任。

合理保證是高水平的保證，但不能保證按照《香港審計準則》進行的審計，在某一重大錯誤陳述存在時總能發現。錯誤陳述可以由欺詐或錯誤引起，如果合理預期它們單獨或匯總起來可能影響綜合財務報表使用者依賴綜合財務報表所作出的經濟決定，則有關的錯誤陳述可被視作重大。



## 獨立核數師報告(續)

致巨騰國際控股有限公司股東

(於開曼群島註冊成立之有限公司)

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

除其他事項外，我們與審計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。

我們還向審計委員會提交聲明，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，以及為消除對獨立性的威脅所採取的行動或防範措施(若適用)。

致巨騰國際控股有限公司股東  
(於開曼群島註冊成立之有限公司)

### 核數師就審計綜合財務報表承擔的責任(續)

從與審計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鄭嘉茵。

安永會計師事務所  
執業會計師  
香港  
鰂魚涌  
英皇道979號  
太古坊一座27樓

二零二四年三月十八日

# 綜合損益表

截至二零二三年十二月三十一日止年度

	附註	二零二三年 千港元	二零二二年 千港元
收入	5	6,936,056	8,255,947
銷售成本		(6,428,556)	(7,792,204)
毛利		507,500	463,743
其他收入及收益	5	279,626	1,093,976
銷售及分銷開支		(145,996)	(170,007)
行政開支		(518,044)	(635,639)
其他開支		(75,122)	(391,986)
融資成本	6	(214,562)	(121,573)
分佔一間聯營公司之虧損		(47)	(7)
除稅前溢利／（虧損）	7	(166,645)	238,507
所得稅開支	10	(162,176)	(180,404)
本年度溢利／（虧損）		(328,821)	58,103
以下人士應佔：			
本公司股權持有人		(230,815)	172,149
非控制權益		(98,006)	(114,046)
		(328,821)	58,103
本公司股權持有人應佔每股盈利／（虧損）	12		
— 基本（港仙）		(27.3)	20.4
— 攤薄（港仙）		(27.3)	20.4

## 綜合全面收益表

截至二零二三年十二月三十一日止年度

	附註	二零二三年 千港元	二零二二年 千港元
本年度溢利／（虧損）		<b>(328,821)</b>	58,103
其他全面收入／（開支）			
於其後期間可重新分類至損益之其他全面開支：			
換算海外業務的匯兌差額		<b>(309,785)</b>	(1,091,711)
因出售一間附屬公司而釋放外匯波動儲備		<b>(15,993)</b>	–
		<b>(325,778)</b>	(1,091,711)
於其後期間將不會重新分類至損益之其他全面收入／（開支）：			
指定為按公平值計入其他全面收入的股本投資：			
公平值變動	21	<b>11,824</b>	(5,429)
所得稅影響	16	<b>(1,437)</b>	–
		<b>10,387</b>	(5,429)
本年度其他全面開支（扣除稅項）		<b>(315,391)</b>	(1,097,140)
本年度全面開支總額		<b>(644,212)</b>	(1,039,037)
以下人士應佔：			
本公司股權持有人		<b>(530,656)</b>	(738,373)
非控制權益		<b>(113,556)</b>	(300,664)
		<b>(644,212)</b>	(1,039,037)

# 綜合財務狀況表

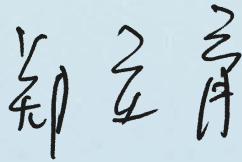
二零二三年十二月三十一日止年度

	附註	二零二三年 千港元	二零二二年 千港元
<b>非流動資產</b>			
物業、廠房及設備	13	<b>5,679,602</b>	6,587,803
使用權資產	14(a)	<b>807,247</b>	887,421
遞延稅項資產	16	<b>7,102</b>	14,210
收購物業、廠房及設備預付款項		<b>7,974</b>	30,356
於一間聯營公司的投資	17	–	12,654
指定為按公平值計入其他全面收入的股本投資	21	<b>25,236</b>	13,489
非流動資產總額		<b>6,527,161</b>	7,545,933
<b>流動資產</b>			
存貨	18	<b>1,538,625</b>	2,193,695
應收貿易款項	19	<b>2,486,447</b>	2,420,946
預付款項、按金及其他應收款項	20	<b>178,093</b>	193,690
已抵押及受限制銀行結餘	22	<b>111,876</b>	102,659
現金及現金等價物	22	<b>1,221,852</b>	1,706,797
分類為持作出售之非流動資產	23	<b>91,460</b>	26,210
流動資產總額		<b>5,628,353</b>	6,643,997
<b>流動負債</b>			
應付貿易款項及票據	24	<b>890,797</b>	822,603
其他應付款項及應計費用	25	<b>1,077,187</b>	1,445,517
租賃負債	14(b)	<b>133,100</b>	244,513
應付稅項		<b>39,189</b>	51,245
衍生金融工具	26	–	1,676
計息銀行及其他借貸	27	<b>2,539,139</b>	3,048,744
流動負債總額		<b>4,679,412</b>	5,614,298
流動資產淨額		<b>948,941</b>	1,029,699
總資產減流動負債		<b>7,476,102</b>	8,575,632

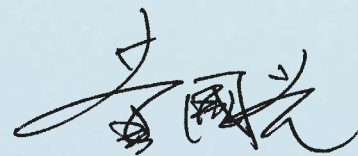
## 綜合財務狀況表(續)

二零二三年十二月三十一日止年度

	附註	二零二三年 千港元	二零二二年 千港元
<b>非流動負債</b>			
計息銀行及其他借貸	27	<b>597,475</b>	994,384
遞延收入	28	<b>40,922</b>	42,625
租賃負債	14(b)	<b>9,265</b>	21,764
遞延稅項負債	16	<b>71,648</b>	73,572
非流動負債總額		<b>719,310</b>	1,132,345
資產淨值		<b>6,756,792</b>	7,443,287
<b>權益</b>			
本公司股權持有人應佔權益			
已發行股本	29	<b>120,001</b>	120,001
儲備	31	<b>5,345,443</b>	5,918,382
		<b>5,465,444</b>	6,038,383
非控制權益		<b>1,291,348</b>	1,404,904
權益總額		<b>6,756,792</b>	7,443,287



鄭立育  
董事



黃國光  
董事

# 綜合權益變動表

截至二零二三年十二月三十一日止年度

本公司股權持有人應佔												
附註	已發行股本 千港元 (附註29)	股份溢價賬 千港元 附註(c)	股份獎勵		法定儲備基金 千港元 附註(a)、(c)	外匯波動儲備 千港元 附註(c)	保留溢利 千港元 附註(c)	公平值儲備 千港元 附註(c)	其他儲備 千港元 附註(b)、(c)	總額 千港元	非控制權益 千港元	權益總額 千港元
			計劃下持有之股份 千港元 附註(c)	僱員股份報酬儲備 千港元 附註(c)								
於二零二二年一月一日	120,001	187,919	(745,831)	57,971	520,715	501,669	5,871,491	4,235	323,963	6,842,133	1,705,568	8,547,701
本年度溢利	-	-	-	-	-	-	172,149	-	-	172,149	(114,046)	58,103
本年度其他全面開支：												
指定為按公平值計入其他全面收入的股本投資												
公平值變動(扣除稅項)	-	-	-	-	-	-	-	(5,429)	-	(5,429)	-	(5,429)
換算海外業務的匯兌差額	-	-	-	-	-	(905,093)	-	-	-	(905,093)	(186,618)	(1,091,711)
本年度全面收入／(開支)總額	-	-	-	-	-	(905,093)	172,149	(5,429)	-	(738,373)	(300,664)	(1,039,037)
於股份獎勵計劃中收取之股息	-	-	28,348	-	-	-	-	-	-	28,348	-	28,348
股份報酬安排	30	-	-	2,276	-	-	-	-	-	2,276	-	2,276
轉撥自保留溢利	-	-	-	-	29,027	-	(29,027)	-	-	-	-	-
二零二一年末期股息	-	-	-	-	-	-	(96,001)	-	-	(96,001)	-	(96,001)
於二零二二年十二月三十一日	120,001	187,919	(717,483)	60,247	549,742	(403,424)	5,918,612	(1,194)	323,963	6,038,383	1,404,904	7,443,287

## 綜合權益變動表(續)

截至二零二三年十二月三十一日止年度

附註	本公司股權持有人應佔											
	已發行股本	股份溢價	股份獎勵		法定儲備基金	外匯波動儲備	保留溢利	公平值儲備	其他儲備	總額	非控制權益	權益總額
			計劃下持有之股份	僱員股份報酬儲備								
			千港元	千港元								
(附註29)	附註(c)	附註(c)	附註(c)	附註(a)、(c)	附註(c)	附註(c)	附註(c)	附註(b)、(c)	附註(c)	附註(c)	附註(c)	
於二零二三年一月一日	120,001	187,919	(717,483)	60,247	549,742	(403,424)	5,918,612	(1,194)	323,963	6,038,383	1,404,904	7,443,287
本年度虧損	-	-	-	-	-	-	(230,815)	-	-	(230,815)	(98,006)	(328,821)
本年度其他全面收入／(開支)：												
指定為按公平值計入其他全面收入的股本投資公平值變動(扣除稅項)	-	-	-	-	-	-	-	10,387	-	10,387	-	10,387
換算海外業務的匯兌差額	-	-	-	-	-	(294,235)	-	-	-	(294,235)	(15,550)	(309,785)
因出售一間附屬公司而釋放外匯波動儲備	-	-	-	-	-	(15,993)	-	-	-	(15,993)	-	(15,993)
本年度全面收入／(開支)總額	-	-	-	-	-	(310,228)	(230,815)	10,387	-	(530,656)	(113,556)	(644,212)
於股份獎勵計劃中收取之股息	-	-	17,717	-	-	-	-	-	-	17,717	-	17,717
因沒收購股權而轉出僱員股份報酬儲備	30	-	-	(6,109)	-	-	6,109	-	-	-	-	-
轉撥自保留溢利	-	-	-	-	44,174	-	(44,174)	-	-	-	-	-
二零二二年末期股息	-	-	-	-	-	-	(60,000)	-	-	(60,000)	-	(60,000)
於二零二三年十二月三十一日	120,001	187,919	(699,766)	54,138	593,916	(713,652)	5,589,732	9,193	323,963	5,465,444	1,291,348	6,756,792

附註：

- 根據中華人民共和國(「中國」或「中國大陸」)有關法規，本公司在中國成立的附屬公司須將若干百分比的除稅後溢利撥入法定儲備基金。除中國有關法規及附屬公司組織章程細則的若干限制外，法定儲備基金可用作抵銷虧損或以已繳股本方式進行資本化發行。
- 其他儲備包括資本儲備，乃指於以往年度本公司附屬公司資本化的溢利及其他資本儲備。
- 該等儲備賬組成綜合財務狀況表內的綜合儲備5,345,443,000港元(二零二二年：5,918,382,000港元)。



# 綜合現金流量表

截至二零二三年十二月三十一日止年度

	附註	二零二三年 千港元	二零二二年 千港元
<b>經營業務的現金流量</b>			
除稅前溢利／（虧損）		<b>(166,645)</b>	238,507
經下列各項作出的調整：			
融資成本	6	<b>214,562</b>	121,573
分佔一間聯營公司之虧損	17	<b>47</b>	7
利息收入	5	<b>(28,167)</b>	(8,676)
股息收入	5	<b>(334)</b>	(705)
撤銷長期未付之應付貿易款項	5	<b>-</b>	(827)
撤銷長期未付之其他應付款及應計費用	5	<b>(2,110)</b>	(728)
物業、廠房及設備折舊	7	<b>812,325</b>	1,001,293
使用權資產折舊	7	<b>21,825</b>	23,803
出售物業、廠房及設備項目及使用權資產虧損／（收益）淨額	7	<b>2,344</b>	(525,446)
租賃修改之收益	5	<b>(7,375)</b>	-
出售分類為持作出售之非流動資產之虧損	7	<b>964</b>	-
註銷一間聯營公司之收益		<b>(632)</b>	-
出售一間附屬公司之收益	5	<b>(42,507)</b>	-
提前終止租賃之收益		<b>(516)</b>	-
商譽減值	15	<b>-</b>	52,488
物業、廠房及設備減值	13	<b>45,000</b>	285,401
應收貿易款項減值／（減值回撥）	19	<b>(1,574)</b>	1,685
撤銷／（回撥）應收貿易款項	7	<b>4,729</b>	(2,523)
存貨撥備／（撥備回撥）淨額	7	<b>(40,518)</b>	108,229
確認津貼收入	33(a)	<b>-</b>	(69,429)
衍生金融工具公平值虧損淨額	7	<b>15,855</b>	45,885
以股權結算購股權開支	30(a)	<b>-</b>	2,276
		<b>827,273</b>	1,272,813
存貨減少		<b>638,479</b>	116,871
應收貿易款項減少／（增加）		<b>(131,815)</b>	1,599,469
預付款項、按金及其他應收款項減少	33(a)	<b>14,904</b>	149,301
衍生金融工具之變動		<b>(17,531)</b>	(40,725)
應付貿易款項及票據增加／（減少）		<b>87,960</b>	(433,985)
其他應付款項及應計費用減少		<b>(451,192)</b>	(150,328)
		<b>968,078</b>	2,513,416
經營業務所得現金		<b>968,078</b>	2,513,416

## 綜合現金流量表(續)

截至二零二三年十二月三十一日止年度

	附註	二零二三年 千港元	二零二二年 千港元
<b>經營業務的現金流量</b>			
營業所得現金		<b>968,078</b>	2,513,416
已付中國所得稅		<b>(66,389)</b>	(107,957)
中國所得稅退稅		–	1,604
海外所得稅退稅		<b>2,047</b>	–
已付海外所得稅		<b>(3,353)</b>	(7,132)
已付預扣稅		<b>(106,446)</b>	(20,456)
已收利息		<b>28,167</b>	8,676
已付利息		<b>(224,049)</b>	(132,277)
經營業務所得現金流量淨額		<b>598,055</b>	2,255,874
<b>投資活動的現金流量</b>			
收購物業、廠房及設備項目		<b>(170,841)</b>	(516,032)
出售物業、廠房及設備項目及使用權資產所得款項	33(a)	<b>15,518</b>	95,113
出售分類為持作出售之非流動資產所得款項	33(a)	<b>20,376</b>	–
於一間聯營公司的投資		–	(12,661)
出售一間附屬公司		<b>26,514</b>	–
已抵押及受限制銀行結餘增加		<b>(9,217)</b>	(27,915)
收購物業、廠房及設備預付款項增加		<b>(7,974)</b>	(30,356)
註銷一間聯營公司所得款項		<b>13,218</b>	–
已收股息		<b>334</b>	705
投資活動所用現金流量淨額		<b>(112,072)</b>	(491,146)
<b>融資活動的現金流量</b>			
新增銀行貸款及其他借貸		<b>2,647,346</b>	5,287,678
償還銀行貸款及其他借貸		<b>(3,478,553)</b>	(6,023,909)
已付股息		<b>(60,000)</b>	(96,001)
於股份獎勵計劃中收取之股息		<b>17,717</b>	28,348
租賃付款的本金部份		<b>(88,223)</b>	(32,257)
融資活動所用現金流量淨額		<b>(961,713)</b>	(836,141)

## 綜合現金流量表(續)

截至二零二三年十二月三十一日止年度

	附註	二零二三年 千港元	二零二二年 千港元
現金及現金等價物增加／(減少)淨額		<b>(475,730)</b>	928,587
年初現金及現金等價物		<b>1,706,797</b>	848,600
匯率變動影響淨額		<b>(9,215)</b>	(70,390)
年終現金及現金等價物		<b>1,221,852</b>	1,706,797
現金及現金等價物結餘分析			
現金及銀行結餘	22	<b>1,221,852</b>	1,706,797
綜合財務狀況表及綜合現金流量表所載的現金及 現金等價物		<b>1,221,852</b>	1,706,797

## 1. 公司及集團資料

巨騰國際控股有限公司為於開曼群島註冊成立的有限公司。年內，本公司及其附屬公司(統稱「本集團」)主要從事生產及銷售筆記本型電腦機殼及手持裝備機殼業務。本公司的註冊地址為Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands。

### 附屬公司資料

本公司的主要附屬公司詳情如下：

公司名稱	註冊成立/註冊及業務地點	已發行及實繳股份/		主要業務
		註冊股本	本公司應佔股本權益	
Best Alliance Holding Inc. ^	英屬處女群島(「英屬處女群島」)/中華民國(「中華民國」)	52,600,000美元 普通股	100%	投資控股
大煜國際有限公司	薩摩亞/中華民國	49,777,419美元 普通股	100%	投資控股
大昶電腦配件(蘇州)有限公司*	中國	52,500,000美元	100%	生產及銷售機殼
蘇州大智資訊配件有限公司*	中國	148,500,000美元	100%	生產及銷售機殼
巨騰(內江)資訊配件有限公司*	中國	101,000,000美元	100%	生產及銷售機殼
三泰國際有限公司	薩摩亞/中華民國	1,000,000美元 普通股	100%	銷售機殼及相關物料
其立股份有限公司	中華民國	105,000,000新台幣 普通股	100%	銷售機殼及相關物料
業拓投資有限公司	香港	1港元 普通股	100%	提供一般行政及支援服務
Mindforce Holdings Limited(「Mindforce」)	英屬處女群島/中華民國	75,101,000美元 普通股	71%	投資控股
緯立資訊配件(昆山)有限公司*	中國	25,000,000美元	71%	生產及銷售機殼

# 財務報表附註

二零二三年十二月三十一日

## 1. 公司及集團資料(續)

### 附屬公司資料(續)

本公司的主要附屬公司詳情如下:(續)

公司名稱	註冊成立/註冊及業務地點	已發行及實繳股份/ 註冊股本	本公司應佔股本權益	主要業務
緯立資訊配件(泰州)有限公司*	中國	69,800,000美元	71%	生產及銷售機殼
振業一人有限公司	澳門	100,000澳門幣	100%	銷售機殼及相關物料
富理東有限公司	薩摩亞/中華民國	31,749,800美元 普通股	71%	投資控股、銷售電腦設備及 周邊產品
聯益精密(中山)有限公司*	中國	33,400,000美元	71%	生產及銷售電腦設備及 周邊產品
華元科技控股有限公司(「華元」)	毛里裘斯/中華民國	261,758,240美元 普通股	59.28%	投資控股
宏葉新科技股份有限公司	中華民國	475,577,800新台幣 普通股	59.28%	生產及銷售機殼
Compal Precision Module China Holdings Ltd.	毛里裘斯/中華民國	236,267,926美元 普通股	59.28%	投資控股、銷售機殼及 相關物料
巨寶精密加工(江蘇)有限公司*	中國	420,000,000美元	59.28%	生產及銷售機殼
昶寶電子科技(重慶)有限公司*	中國	60,000,000美元	59.28%	生產及銷售機殼

## 1. 公司及集團資料(續)

### 附屬公司資料(續)

本公司的主要附屬公司詳情如下：(續)

公司名稱	註冊成立/註冊及業務地點	已發行及實繳股份/ 註冊股本	本公司應佔股本權益	主要業務
江蘇井上巨騰高分子材料有限公司*	中國	6,000,000美元	81.46%	生產及銷售物料
吳江大鼎精密模具有限公司*	中國	80,000,000美元	100%	生產及銷售機殼
大昶(重慶)電子科技有限公司*	中國	90,000,000美元	100%	生產及銷售機殼
東旭巨騰電子材料(句容)有限公司*	中國	1,000,000美元	51%	生產及銷售物料
合立成電子材料(重慶)有限公司*	中國	700,000美元	51%	生產及銷售物料
巨騰電子科技(泰州)有限公司*	中國	180,000,000美元	100%	生產及銷售機殼
巨騰電子科技(越南)有限公司	越南	22,090,000美元	71.5%	生產及銷售機殼

\* 根據中國法例註冊為外商獨資公司

^ 本公司直接持有

上表列出本公司董事認為對本集團年內業績有主要影響或構成本集團資產淨值重大部分之本公司附屬公司。董事認為，如果呈列其他附屬公司的詳情將導致篇幅過於冗贅。

# 財務報表附註

二零二三年十二月三十一日

## 1. 公司及集團資料(續)

### 附屬公司資料(續)

#### 出售一間附屬公司

於二零二三年一月二十九日，本集團將其間接全資擁有的附屬公司巨騰電子(上海)有限公司(「巨騰電子(上海)」)的全部權益出售予一名獨立第三方，現金代價為26,514,000港元。

	二零二三年 千港元
外匯波動儲備	(15,993)
出售一間附屬公司之收益	42,507
代價總額	26,514
支付方式：	
現金	26,514

有關出售巨騰電子(上海)產生之現金及現金等價物流入淨額的分析如下：

	二零二三年 千港元
出售一間附屬公司產生之現金及現金等價物流入淨額	26,514

## 2. 會計政策

### 2.1 編製基準

該等財務報表乃根據香港會計師公會(「香港會計師公會」)發出的香港財務報告準則(「香港財務報告準則」)，其中包括所有香港財務報告準則、香港會計準則(「香港會計準則」)及詮釋)及香港公司條例的披露規定而編製。財務報表採用歷史成本慣例編製，惟衍生金融工具及指定為按公平值計入其他全面收入的股本投資乃以公平值計量。持作出售之非流動資產按其賬面值與公平值減銷售成本之較低者認列，進一步詳情於附註2.4闡述。該等財務報表以港元(「港元」)呈報，而除另有指明外，所有數值均約整至最接近之千位。

## 2. 會計政策(續)

### 2.1 編製基準(續)

#### 綜合基準

綜合財務報表包括本公司及其附屬公司截至二零二三年十二月三十一日止年度的財務報表。附屬公司指由本公司直接或間接控制的實體(包括結構性實體)。當本集團承擔或有權通過參與被投資公司的業務獲得可變回報，以及有能力通過其對被投資公司的權力(即賦予本集團現有能力指導被投資公司相關活動的現有權利)而影響該等回報時，則本集團獲得控制權。

於一般情況下均存在多數投票權形成控制權的推定。倘本公司擁有被投資公司少數投票權或類似權利，則於評定本集團對被投資公司是否有權力時，本集團會考慮一切相關事實及情況，包括：

- (a) 與被投資公司的其他投票權持有人的合約安排；
- (b) 其他合約安排產生的權利；及
- (c) 本集團的投票權或潛在投票權。

附屬公司與本公司的財務報表的報告期間相同，並採用一致會計政策編製。附屬公司的業績由本集團取得控制權之日起計綜合入賬，並繼續綜合入賬至該等控制權終止之日為止。

損益及其他全面收入各組成部分歸屬於本集團母公司擁有人及非控制權益，即使此舉會導致非控制權益出現虧絀結餘。所有本集團內公司間之資產及負債、權益、收入、開支及與本集團成員公司間交易有關之現金流量均於綜合賬目時全數抵銷。

倘事實及情況顯示上文所述三項控制因素之一項或多項出現變動，本集團會就其是否取得被投資公司的控制權作重新評估。一間附屬公司之所有權權益發生的變動(並未失去控制權)按權益交易入賬。

倘本集團失去對一間附屬公司之控制權，則其撤銷確認相關資產(包括商譽)、負債、任何非控制權益及外匯波動儲備；及確認所保留任何投資之公平值及損益賬中任何因此產生之盈餘或虧損。先前於其他全面收益表內確認之本集團應佔部份重新分類為損益或保留溢利(視何者屬適當)，基準與倘本集團直接出售有關資產或負債時所規定的基準相同。



# 財務報表附註

二零二三年十二月三十一日

## 2. 會計政策(續)

### 2.2 會計政策及披露之變動

本集團已就本年度之財務報表首次採納下列新訂及經修訂香港財務報告準則。

香港財務報告準則第17號	保險合同
香港會計準則第1號及香港財務報告準則實務報告第2號(修訂本)	會計政策之披露
香港會計準則第8號(修訂本)	會計估計之定義
香港會計準則第12號(修訂本)	與單一交易產生之資產及負債相關的遞延稅項
香港會計準則第12號(修訂本)	國際稅務變革—支柱二規則範本

適用於本集團的新訂及經修訂香港財務報告準則的性質及影響載述如下：

- (a) 香港會計準則第1號(修訂本)要求實體披露其重大會計政策資料，而非其主要會計政策。如會計政策資料與實體的財務報表內其他資料一併考慮時，可合理預期會影響一般用途財務報表主要使用者根據該等財務報表所作出的決定，則該有關會計政策資料屬重大。香港財務報告準則實務公告第2號**重要性判斷**(修訂本)就如何將重要性概念應用於會計政策披露提供非強制性指引。本集團已於財務報表附註2披露重大會計政策資料。該等修訂對本集團財務報表中任何項目的計量、確認或呈列並無任何影響。
- (b) 香港會計準則第8號(修訂本)澄清會計估計變動與會計政策變動之間的區別。會計估計被界定為財務報表中存在計量不確定性的貨幣金額。該等修訂還闡明實體如何使用計量技術及輸入值以制定會計估計。由於本集團使用的方法及政策與該等修訂一致，因此該等修訂對本集團的財務報表並無影響。
- (c) 香港會計準則第12號(修訂本)「與單一交易產生之資產及負債相關的遞延稅項」收窄了香港會計準則第12號的初始確認豁免的範圍，使其不再適用於產生同等應課稅及可扣減臨時差額的交易，如租賃及棄置義務。因此，實體須就該等交易產生的臨時差額確認遞延稅項資產(惟須有足夠的應課稅溢利)及遞延稅項負債。該等修訂對本集團的財務狀況及表現並無重大影響。

## 2. 會計政策(續)

### 2.2 會計政策及披露之變動(續)

- (d) 香港會計準則第12號(修訂本)「國際稅務變革—支柱二規則範本」引入一項強制性臨時豁免規定，豁免確認及披露因實施經濟合作與發展組織刊發的支柱二規則範本而產生的遞延稅項。該等修訂亦為受影響的實體引入披露要求，以協助財務報表使用者更加了解實體所面臨的支柱二所得稅的風險，包括於支柱二立法生效期間單獨披露與支柱二所得稅相關的當前稅項，以及於立法已制定或實質上已制定但尚未生效期間披露其支柱二所得稅風險的已知或可合理估計的資料。本集團已前瞻性地應用該等修訂。

於本年度，本集團尚未應用臨時豁免規定，原因為本集團旗下實體經營所在的司法權區尚未制定或實質上制定支柱二稅務法。於支柱二稅務法已制定或實質上已制定時，本集團將於綜合財務報表內披露其支柱二所得稅風險的已知或可合理估計的資料，並於支柱二稅務法生效期間單獨披露與支柱二所得稅相關的當前稅項開支或收入。

### 2.3 已頒佈但尚未生效之香港財務報告準則

本集團並無於該等財務報表內應用以下已頒佈但尚未生效之經修訂香港財務報告準則。本集團擬於該等經修訂香港財務報告準則生效時予以應用(如適用)。

香港財務報告準則第10號及 香港會計準則第28號(修訂本)	投資者與其聯營公司或合營公司之間的資產出售或注資 <sup>3</sup>
香港財務報告準則第16號(修訂本)	售後租回之租賃負債 <sup>1</sup>
香港會計準則第1號(修訂本)	負債分類為即期或非即期(「二零二零年修訂」) <sup>1, 4</sup>
香港會計準則第1號(修訂本)	附帶契諾的非流動負債(「二零二二年修訂」) <sup>1, 4</sup>
香港會計準則第7號及 香港財務報告準則第7號(修訂本)	供應商融資安排 <sup>1</sup>
香港會計準則第21號(修訂本)	缺乏可兌換性 <sup>2</sup>

1 於二零二四年一月一日或之後開始之年度期間生效

2 於二零二五年一月一日或之後開始之年度期間生效

3 尚未釐定強制性生效日期，惟可予採納

4 作為二零二零年修訂及二零二二年修訂的結果，香港詮釋第5號財務報表之呈報—借款人對載有按要求償還條款的定期貸款之分類已進行修訂，以使相應措詞保持一致而結論保持不變

# 財務報表附註

二零二三年十二月三十一日

## 2. 會計政策(續)

### 2.3 已頒佈但尚未生效之香港財務報告準則(續)

有關預期將適用於本集團的該等香港財務報告準則的進一步資料載述如下：

二零二零年修訂澄清有關將負債分類為即期或非即期的規定，包括延遲清償權的含義，以及延遲清償權必須在報告期末存在。負債的分類不受實體行使其延遲清償權的可能性的影響。該等修訂亦澄清，負債可以用其自身的權益工具清償，以及只有當可轉換負債中的轉換選擇權本身作為權益工具入賬時，負債的條款才不會影響其分類。二零二二年修訂進一步澄清，在貸款安排產生的負債契諾中，只有實體於報告日或之前必須遵守的契諾才會影響負債分類為即期或非即期。對於實體於報告期後十二個月內必須遵守未來契諾的非流動負債，須進行額外披露。該等修訂應前瞻性地應用，並允許提早應用。提早應用二零二零年修訂的實體必須同時應用二零二二年修訂，反之亦然。

本集團正在評估首次應用經修訂香港財務報告準則的影響，惟尚未能確定該等經修訂香港財務報告準則會否對其財務表現及財務狀況造成重大影響。

### 2.4 重大會計政策

#### 於聯營公司的投資

聯營公司為本集團於其一般不少於20%股本投票權中擁有長期權益的實體，可對其發揮重大影響力。重大影響力指參與投資對象的財務和經營決策的權力，但不是控制或共同控制該等決策的權力。

本集團於聯營公司的投資乃按本集團根據權益會計法應佔資產淨值減任何減值虧損於綜合財務狀況表列賬。倘出現任何不相符的會計政策，即會作出調整加以修正。本集團應佔聯營公司收購後業績及其他全面收益分別計入綜合損益及綜合其他全面收益表。此外，當聯營公司的權益發生變化，如適用，本集團將在綜合股東權益變動表中確認變化的相應份額。本集團與其聯營公司間交易的未變現收益及虧損將以本集團於聯營公司的投資為限對銷，惟倘未變現虧損證明所轉讓資產減值則除外。本集團對聯營公司的投資包含因收購聯營公司所產生的商譽。

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 於聯營公司的投資(續)

倘於聯營公司的投資變成於合營企業的投資或出現相反情況，則不會重新計量保留權益。反之，該投資繼續根據權益法入賬。在所有其他情況下，失去對聯營公司的重大影響力或對合營企業的共同控制後，本集團按其公平值計量及確認任何剩餘投資。聯營公司或合營企業於失去重大影響力或共同控制權時的賬面值與剩餘投資及出售所得款項的公平值之間的任何差額乃於損益確認。

當聯營公司的投資歸類為持作出售時，則按香港財務報告準則第5號持作出售及已終止經營業務的非流動資產入賬。

#### 業務合併及商譽

業務合併乃以購買法入賬。轉讓之代價乃以收購日期的公平值計算，該公平值為本集團轉讓的資產於收購日期的公平值、本集團自被收購方之前度擁有人承擔的負債，及本集團發行以換取被收購方控制權的股本權益的總和。就各業務合併而言，本集團可選擇按公平值或按比例分佔被收購方之可識別資產淨值，計量被收購方之非控制權益。全部其他非控制權益部份乃按公平值計量。所產生之收購相關成本計入開支。

當所收購的一系列活動和資產包括一項對共同創造輸出能力有顯著貢獻的輸入及實質程序時，本集團認定已收購業務。

當本集團收購業務時，須根據合約條款、收購日期之經濟環境及相關條件對涉及之金融資產及承擔之金融負債進行評估兼合理分類及確認，其中包括將內嵌式衍生工具與被收購方之主合約分開。

倘業務合併分階段進行，先前持有之股權乃按收購日期之公平值重新計量，而由此產生之收益或虧損於損益內確認。

由收購方將予轉讓之任何或有代價於收購日期按公平值確認。分類為屬資產或負債之或有代價乃按公平值計量，而公平值變動於損益確認。分類為權益之或有代價毋須重新計量，而其後結算計入權益內。

# 財務報表附註

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## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 業務合併及商譽(續)

商譽起初按成本計量，即已轉讓總代價、已確認非控制權益及本集團先前持有的被收購方股權的任何公平值總額，超逾所收購可識別資產及所承擔負債的差額。如總代價及其他項目低於所收購資產淨值的公平值，於評估後其差額將於損益內確認為議價收購收益。

於首次確認後，商譽乃以成本減任何累計減值虧損計量。每年均會測試商譽是否出現減值或倘有事件或情況變動顯示賬面值可能減值時，則作出更頻密的審閱。本集團於每年十二月三十一日就其商譽進行減值測試。就減值測試而言，於業務合併收購的商譽將自收購日期起，分配至預期受惠於合併的協同效益的本集團各現金產生單位或一組現金產生單位，不論本集團的其他資產或負債是否獲分配至該等單位或該組單位。

減值乃以評估與商譽有關的現金產生單位(一組現金產生單位)的可收回金額而釐定。倘現金產生單位(一組現金產生單位)的可收回金額低於賬面值，則會確認減值虧損。就商譽確認的減值虧損不可於其後期間撥回。

倘商譽已予分配至現金產生單位(或一組現金產生單位)的一部分而該單位的部分業務被出售，則與被出售業務有關的商譽會於釐定出售盈虧時計入該業務的賬面值內。在該等情況下出售的商譽乃根據被出售業務的相關價值及所保留的現金產生單位部分計量。

#### 公平值計量

本集團於各報告期末按公平值計量其衍生金融工具及股本投資。公平值是於計量日市場參與者間於有秩序交易中出售資產所收取或轉讓負債須支付的價格。公平值計量所基於的假設為出售資產或轉讓負債的交易於資產或負債的主要市場進行，或倘不存在主要市場，則於對資產或負債最為有利的市場中進行。主要的或最為有利的市場必須為本集團可進入的市場。假設市場參與者均按最佳經濟利益行事，則資產或負債的公平值計量所採用的假設與市場參與者為資產或負債定價時所用者一致。

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 公平值計量(續)

非金融資產公平值的計量及市場參與者以資產最高價值及最佳用途使用資產或將資產售予其他可以資產最高價值及最佳用途使用資產的市場參與者而產生經濟利益的能力。

本集團使用適用於不同情況的估值方法，而其有足夠數據可供計量公平值，以盡量利用相關可觀察輸入數據及盡量減少使用不可觀察輸入數據。

基於對公平值計量整體屬重大的最低等級輸入數據，於財務報表內計量或披露公平值的所有資產及負債均按下文所述的公平值等級分類：

第一級－基於相同資產或負債在活躍市場之報價(未經調整)

第二級－基於可直接或間接觀察對公平值計量屬重大的最低等級輸入數據的估值方法

第三級－基於不可觀察對公平值計量屬重大的最低等級輸入數據的估值方法

就經常於財務報表中確認的資產及負債而言，本集團通過於各報告期末重新評估分類(基於對公平值計量整體屬重大的最低等級輸入數據)確定等級間是否出現轉移。

#### 非金融資產減值

倘有跡象顯示出現減值或須就資產(不包括存貨、遞延稅項資產及金融資產)進行年度減值測試時，則會估計資產的可收回金額。資產可收回金額按資產或現金產生單位的使用價值及公平值減銷售成本(以較高者為準)而計算，並就個別資產而確定，除非有關資產並無產生在頗大程度上獨立於其他資產或資產類別的現金流入，在此情況下，可收回金額就資產所屬的現金產生單位而確定。

對現金產生單位進行減少測試時，公司資產(例如總部大樓)的賬面值部分可分配至單獨的現金產生單位，惟前提為其可按合理一致的基準分配或以其他方式分配至最小的現金產生單位組別。

# 財務報表附註

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## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 非金融資產減值(續)

減值虧損僅於資產賬面值超逾可收回金額時確認。於評估使用價值時，估計未來現金流量按可反映現時市場評估的貨幣時間價值及資產特定風險的稅前貼現率貼現至現值。減值虧損於產生期間在損益表中與已減值資產功能一致的開銷類別內扣除。

於各報告期末須評估有否跡象顯示過往確認的減值虧損不再存在或已減少。如有該跡象存在，則估計可收回金額。過往確認的資產(商譽除外)減值虧損僅會於用以釐定該資產可收回金額的估計改變時撥回，惟撥回後的數額不得高於假設過往年度並無就資產確認減值虧損而應有的賬面值(扣除任何折舊／攤銷)。減值虧損的撥回於產生期間計入損益表。

#### 物業、廠房及設備與折舊

物業、廠房及設備(在建工程除外)按成本減累計折舊及任何減值虧損入賬。物業、廠房及設備項目的成本包括其購買價及將資產達致工作狀況及地點作擬定用途的任何直接應佔成本。

物業、廠房及設備項目投產後產生的開支(如維修及保養)，一般於產生期間自損益表扣除。倘能達成確認標準，則主要調查的開支將撥作該資產之賬面值作為替代項目。倘物業、廠房及設備的重大部分須不時替換，則本集團確認有關部分為具有特定使用年期的獨立資產並對其計算相應折舊。

折舊於各物業、廠房及設備項目的估計可使用年期內計提以直線法將成本撇銷至資產的剩餘價值。物業、廠房及設備項目的估計可使用年期如下：

永久業權土地	毋需折舊
樓宇	20年
租賃物業裝修	按租賃期或5至10年
機器	5至10年
傢俬、裝置及辦公室設備	5年
汽車	5年

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 物業、廠房及設備與折舊(續)

倘物業、廠房及設備項目具有不同的可使用年期，項目的成本按合理基準分配至各部分，而各部分均獨立折舊。剩餘價值、可使用年期及折舊方法至少於各財政年度末檢討及調整(倘適用)。

物業、廠房及設備項目(包括首次確認之任何重大部分)於出售或預期日後使用或出售不再產生經濟利益時不再確認入賬。於不再確認資產的年度內在損益表確認的出售或報廢的任何盈虧指出售所得款項淨額與有關資產賬面值的差額。

在建工程按成本減任何減值虧損入賬，且不予折舊。在建工程於竣工可用時會重新分類至物業、廠房及設備的適當類別。

#### 持作出售之非流動資產

倘非流動資產的賬面值主要透過銷售交易而非持續使用收回，則歸類為持作出售。在此情況下，資產須可按現狀即時出售，惟須符合出售該等資產的慣常條款及出售須具十分把握。

分類為持作出售之非流動資產按賬面值與公平值減銷售成本兩者中的較低者計量。歸類為持作出售之物業、廠房及設備不予折舊。

#### 租賃

本集團於訂立合約時評估有關合約是否為租賃或包含租賃。倘合約轉讓一項權利，以於一段時間內控制可識別資產的使用以換取代價，則該合約乃一項租賃或包含一項租賃。

#### 本集團作為承租人

本集團對所有租賃採用單一確認和計量方法(短期租賃及低價值資產租賃除外)。本集團確認用於支付租賃款項的租賃負債和代表相關資產使用權的使用權資產。



# 財務報表附註

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## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 租賃(續)

##### 本集團作為承租人(續)

##### (a) 使用權資產

使用權資產於租賃開始日期確認(即相關資產可供使用日)。使用權資產按成本減任何累計折舊及任何減值虧損計量，並就任何重新計量租賃負債作出調整。使用權資產的成本包括於開始日期或之前已確認的租賃負債、所產生的首次直接成本及租賃付款減任何已收取的租賃優惠。使用權資產按租賃期及估計可使用年期的較短者內按直線法計提折舊如下：

租賃土地	50年
物業	1至5年
汽車	3年

##### (b) 租賃負債

租賃負債於租賃開始日期按將於租賃期間作出的租賃付款現值確認。租賃付款包括固定付款(包括實質固定付款)減任何應收租金優惠。

於計算租賃付款的現值時，因租賃所含的利率不能即時釐定，本集團會於租賃開始日期使用其增量借款利率。於開始日期後，租賃負債的金額會增加，以反映利息的增加及就租賃付款作出扣減。此外，倘租賃期限變更、租賃付款變動(例如：因指數或利率變化引起的未來租賃付款變動)或購買相關資產的評估變更，則會重新計量租賃負債的賬面值。

##### (c) 短期租賃及低價值資產租賃

對於租賃期為開始日期起計12個月或以內及無購買權的短期辦公室物業及設備租賃，本集團應用短期租賃確認豁免。另外，本集團亦應用低價值資產租賃確認豁免於被認為具有低價值的辦公設備租賃。短期租賃及低價值資產租賃的租賃付款以直線法於租期內確認為開支。

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 租賃(續)

##### 本集團作為出租人

當本集團作為出租人時，在租賃開始時(或發生租賃變更時)將其每個租賃分類為經營租賃或融資租賃。

倘本集團不把絕大部分風險及回報轉移至資產所有權，則該租賃分類為經營租賃。租金收入在租賃期內按直線法入賬並由於其經營性質計入當期損益收入。

#### 存貨

存貨按成本與可變現淨值兩者之較低者入賬。成本以加權平均法計算，如屬在製品及製成品，則包括直接物料成本、直接勞工成本及適當比例的間接成本。可變現淨值按估計售價減完成及出售所需的任何估計成本釐定。

#### 撥備

當因過往事件導致現有法律或推定責任，而日後可能須動用資源履行有關責任，且有關責任所涉數額能可靠估計，則須確認撥備。

倘本集團預計部份或全部撥備將獲償還，則該償還款將作為單獨資產確認，惟僅適用於償還款幾乎確定時。與撥備相關的費用扣除償還款後於損益表中呈列。

#### 股息

末期股息於股東大會上獲股東批准時會確認為負債。建議末期股息於財務報表附註披露。

#### 所得稅

所得稅包括當期及遞延稅項。有關損益外確認項目的所得稅於損益外確認，不論是否於其他全面收入或直接於股本確認。

當期稅項資產及負債按預期可自稅務機構收回或支付予稅務機構的金額計算，稅率乃按於報告期末已實施或實際上已實施的稅率(及稅法)計算，並會考慮本集團經營所在國家的現行詮釋及慣例。

# 財務報表附註

二零二三年十二月三十一日

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 所得稅(續)

遞延稅項以負債法就報告期末的資產及負債稅基與財務申報的資產及負債賬面值之間的一切臨時差額計提撥備。

所有應課稅臨時差額均確認為遞延稅項負債，惟：

- 倘有關遞延稅項負債因首次確認商譽或交易(不包括非業務合併)的資產或負債所產生，而於交易當時並不影響會計溢利或應課稅溢利或虧損，且並無產生等額應課稅及可扣稅臨時差額，則不予確認；及
- 對於涉及附屬公司投資的應課稅臨時差額，倘臨時差額的撥回時間可以控制，而在可見將來應不會撥回，則不予確認。

對於所有可抵扣臨時差額、承前未動用稅務抵免及任何未動用稅務虧損，均確認為遞延稅項資產。倘可能有應課稅溢利而可動用該等可抵扣臨時差額、承前未動用稅務抵免及未動用稅務虧損抵銷，則確認遞延稅項資產，惟：

- 倘有關可抵扣臨時差額的遞延稅項資產因首次確認交易(不包括業務合併)的資產或負債所產生，而於交易當時並不影響會計溢利及應課稅溢利或虧損，且並無產生等額應課稅及可扣稅臨時差額，則不予確認；及
- 對於涉及附屬公司投資的可抵扣臨時差額，僅會於臨時差額會於可見將來撥回，且將會有應課稅溢利而可動用臨時差額抵銷的情況下，方會確認遞延稅項資產。

遞延稅項資產的賬面值於各報告期末檢討，倘不再可能有足夠應課稅溢利以動用全部或部分遞延稅項資產，則扣減遞延稅項資產的賬面值。倘有足夠應課稅溢利而可收回全部或部分遞延稅項資產，則於各報告期末重新評估及確認並無確認的遞延稅項資產。

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 所得稅(續)

遞延稅項資產與負債根據於報告期末頒佈或實際頒佈的稅率(及稅法)，按預期應用於資產變現或償還負債期間的稅率計算。

當及僅當本集團有合法可執行權利將即期稅項資產與即期稅項負債抵銷，且遞延稅項資產及遞延稅項負債與同一稅務機關對同一應課稅實體或不同應課稅實體徵收的所得稅相關，而該等不同的應課稅實體於各未來期間預期有大額遞延稅項負債或資產將予結算或清償時，擬按淨額基準結算即期稅務負債及資產或同時變現資產及結算負債，則遞延稅項資產與遞延稅項負債可予抵銷。

#### 僱員福利

##### 退休金計劃

本集團在中國大陸經營的附屬公司的僱員均須參加有關政府當局管理的中央退休金計劃。該等附屬公司須向中央退休金計劃作出相當於其薪酬成本若干百分比的供款。有關供款於根據中央退休金計劃規定應付時自損益表扣除。

本集團亦根據強制性公積金計劃條例，為本集團香港附屬公司的所有僱員設立界定供款強制性公積金退休福利計劃(「強積金計劃」)。供款乃根據僱員基本薪金的若干百分比作出，並於根據強積金計劃規定應付時自損益表扣除。強積金計劃的資產與本集團資產分開，由獨立管理基金持有。當本集團向強積金計劃供款時，該等僱主供款全數歸僱員所有。

本集團亦根據勞工退休金條例(「條例」)，為本集團中華民國附屬公司的僱員設立界定供款退休福利計劃。根據該條例，本集團每月向界定供款計劃覆蓋的僱員的個人退休金賬戶作出的供款為每月薪金及工資的6%。該等基金存於勞工保險局總局的個人勞工退休金賬戶。

# 財務報表附註

二零二三年十二月三十一日

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 僱員福利(續)

##### 股份付款

本公司設立購股權計劃及股份獎勵計劃。本集團僱員(包括董事)以股份付款方式收取酬金，由此僱員提供服務以交換股本工具(「股本結算交易」)。

與僱員進行的股本結算交易的成本乃參考授出當日的公平值計算。公平值由外聘估值師釐定，其他詳情載於財務報表附註30。

股本結算交易的成本於達成表現及／或服務條件期間，連同相關股本增加一併於僱員福利開支確認。於各報告期末至歸屬日期就股本結算交易確認的累計開支，反映本集團對歸屬日期屆滿時最終歸屬的股本工具數目的最佳估計。於任何期間在損益表扣除或入賬的金額指由有關期間開始至結束時確認的累計開支變動。

釐定獎勵之授出日公平值並不考慮服務及非市場表現條件，惟能達成條件之可能性則被評定為將最終歸屬為本集團權益工具數目之最佳估計之一部份。市場表現條件將反映在授出日之公平值。附帶於獎勵中但並無相關聯服務要求之其他任何條件皆視為非歸屬條件。反映非歸屬條件之獎勵公平值若當中不包含服務及／或表現條件乃即時予以支銷。

最終因未能達成非市場表現及／或服務條件而並無歸屬的獎勵並不確認開支。倘獎勵包括市場或非歸屬條件，交易於達成所有其他表現及／或服務條件時視作歸屬，不論有否達成市場或非歸屬條件。

當修訂股本付款獎勵的條款時，倘獎勵的原條款獲達成將會至少確認開支，猶如有關條款並無修訂。此外，亦會就任何增加股份付款的總公平值，或於修訂當日計算時對僱員有利的修訂確認開支。倘若註銷股本結算獎勵，則會視作已於註銷當日歸屬，而任何未就獎勵確認的開支將立即確認。

尚未行使的購股權的攤薄影響列作計算每股盈利的額外股份攤薄。

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 外幣

該等財務報表以本公司的功能貨幣港元呈列。本集團旗下各實體自行決定功能貨幣，而各實體財務報表的項目均以該功能貨幣列值。由本集團旗下實體錄得的外幣交易首先按其各自的交易日期通行的功能貨幣匯率入賬。以外幣為單位的貨幣資產與負債按報告期末的適用匯率換算。結算或換算貨幣項目產生之匯兌差額均於損益表確認。

根據外幣歷史成本計算的非貨幣項目按首次交易日期的匯率換算。以外幣按公平值計算的非貨幣項目按計量公平值當日的匯率換算。換算按公平值計量的非貨幣項目產生的損益與該項目於公平值變動中確認的損益處理一致(即公平值損益於其他全面收入或損益表中確認，該項目所產生的換算差額亦應分別於其他全面收入或損益表中確認)。

於終止確認預付代價相關的非貨幣性資產或非貨幣性負債時，為釐定初步確認相關資產、開支或收入採用的匯率，初步交易日期為本集團初步確認預付代價產生的非貨幣性資產或非貨幣性負債當日。倘存在多筆付款或收款，本集團就每筆預付代價的付款或收款釐定交易日期。

若干海外附屬公司的功能貨幣為港元以外貨幣。於報告期末，該等實體的資產及負債均按報告期末的通行匯率換算為港元，而該等公司的損益表按與交易當日通行匯率近似的匯率換算為港元。

# 財務報表附註

二零二三年十二月三十一日

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 外幣(續)

所產生的匯兌差額於其他全面收入中確認及於外匯波動儲備累積，惟非控股權益應佔差額除外。於出售國外業務時，儲備中與該特定國外業務相關的累積款項將於損益表確認。

收購國外業務產生的任何商譽及就收購產生的資產及負債賬面值作出的任何公平值調整將被視作該國外業務資產及負債處理及按收市匯率換算。

就綜合現金流量表而言，海外附屬公司的現金流量按有關現金流日期的匯率換算為港元。海外附屬公司年內經常產生的現金流量按年內的加權平均匯率換算為港元。

#### 關連人士

在下列情況下，有關人士將視為本集團的關連人士：

**(a) 有關人士為一名人士，或其直系親屬且該人士**

- (i) 控制或與他人共同控制本集團；
- (ii) 對本集團發揮重大影響力；或
- (iii) 為本集團或其母公司的主要管理人員；

及

**(b) 有關人士為實體，且符合下列任何條件：**

- (i) 該實體與本集團為同一集團成員公司；
- (ii) 一實體為另一實體(或另一實體的母公司、附屬公司或同集團附屬公司)的聯營公司或合營企業；
- (iii) 該實體與本集團為同一第三方的合營企業；
- (iv) 一實體為第三方實體的合營企業，而另一實體為該第三方實體的聯營公司；

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 關連人士(續)

#### (b) 有關人士為實體，且符合下列任何條件：(續)

- (v) 該實體為本集團或與其有關連的實體就僱員福利設立的退休後福利計劃；
- (vi) 該實體受(a)項所述人士控制或共同控制；
- (vii) (a)(i)項所述人士對該實體有重大影響力或為該實體(或該實體的母公司)的主要管理人員；  
及
- (viii) 該實體或其任何集團成員公司提供主要管理人員服務予本集團或本集團之母公司。

#### 投資及其他金融資產

##### 首次確認及計量

金融資產於首次確認時分類為其後按攤銷成本、按公平值計入其他全面收入及按公平值計入損益計量。

金融資產於首次確認時的分類，取決於其合約現金流量情況以及本集團管理它們之業務模式。除不包含重大融資成分的應收貿易款項，本集團初步以公平值計量金融資產，加上交易成本(於金融資產在損益並非以公平值計量的情況下)。沒有包含重大融資成分的應收貿易款項，按香港財務報告準則第15號所釐定的交易價格，且按照下文「收益確認」所載政策計量。

倘金融資產須按攤銷成本列賬或按公平值計入其他全面收入分類及計量，該金融資產需要產生純粹為支付本金及未償還本金的利息之現金流量。現金流並非僅可用作償還本金及未償還本金利息的金融資產分類為按公平值計入損益計量，而不論業務模式。

本集團管理金融資產的業務模式，是指其如何管理金融資產以產生現金流量。業務模式決定現金流量是否來自收集合約現金流量，出售金融資產，或兩者兼而有之。以業務模式持有以攤餘成本分類和計量的金融資產，旨在收取合約現金流量。倘以另一種業務模式持有以公允價值計量且其變動計入其他綜合收益的金融資產，亦旨在收取合約現金流量及出售。倘金融資產不屬於上述業務模式，分類為以公允價值計量且其變動計入當期損益。



# 財務報表附註

二零二三年十二月三十一日

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 投資及其他金融資產(續)

##### 首次確認及計量(續)

以須於市場規例或常規所定時間內交付資產的方式買賣金融資產於交易日(即本集團承諾購買或出售資產的日期)確認入賬。

##### 後續計量

金融資產的後續計量根據其分類進行，該等金融資產分類如下：

##### 以攤銷成本計值的金融資產(債務工具)

金融資產其後使用實際利率法按攤銷成本計量，並可能出現減值。當資產終止確認，修訂或減值時，收益及虧損在損益表中確認。

##### 指定為按公平值計入其他全面收入的金融資產(股本投資)

於初步確認時，本集團可選擇不可撤銷地將其股本投資分類為指定按公平值計入其他全面收入的權益工具，惟該等投資符合香港會計準則第32號金融工具：呈列下的權益定義並非持作買賣。有關分類乃按個別工具基準確定。

該等金融資產的收益及虧損絕不會轉回損益。股息於支付權確立、與股息相關的經濟利益可能會流入本集團且股息金額能可靠地計量時在損益中確認為其他收入，惟當本集團獲享的該等所得款項被視作金融資產部分收回成本，在此情況下，有關收益於其他全面收入列賬。按公平值計入其他全面收入之股本投資無須接受減值評估。

##### 按公平值計入損益之金融資產

按公平值計入損益之金融資產按公平值於財務狀況表內列賬，其公平值變動淨額於損益表內確認。該類別包括衍生工具。

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 取消確認金融資產

金融資產(或(如適用)金融資產的一部分或同類金融資產組別的一部分)主要在以下情況會解除確認(即自本集團綜合財務狀況報表中移除):

- 自資產收取現金流量的權利已屆滿；或
- 本集團已轉讓其自資產收取現金流量的權利，或已承諾將根據「交付」安排在無重大延誤情況下向第三方全數悉償已收現金流量；及(a)本集團將資產的絕大部分風險及回報轉讓；或(b)本集團並無將資產的絕大部分風險及回報轉讓或保留，惟已轉讓資產的控制權。

當本集團已轉讓其自資產收取現金流量的權利或已訂立交付安排時，本集團評估其是否已保留該資產所有權的風險及回報以及相關程度。當其並無轉讓或保留該資產的絕大部份風險及回報，亦無轉讓該資產的控制權時，本集團繼續確認已轉讓資產，惟以本集團持續參與為限。於該情況下，本集團亦確認一項關聯負債。已轉讓資產及該關聯負債根據反映本集團已保留的權利及義務的基準計量。

以所轉讓資產作擔保的形式存在的持續參與按該資產的初始賬面值與本集團可能須償還的最高代價兩者間的較低者計量。

#### 金融資產減值

本集團確認對並非按公平值計入損益的所有債務工具預期信貸虧損(「預期信貸虧損」)的撥備。預期信貸虧損乃基於根據合約應付的合約現金流量與本集團預期收取的所有現金流量之間的差額，按原有實際利率相近的差額貼現。預期現金流量將包括同為合約條款組成部分的自銷售所持有抵押品所得的現金流量或其他提升信貸物品。

# 財務報表附註

二零二三年十二月三十一日

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 金融資產減值(續)

##### 一般方法

預期信貸虧損於兩個階段獲確認。就自初步確認起信貸風險並無顯著增加的信貸風險而言，預期信貸虧損提供予因未來十二個月內可能發生的違約事件而導致的信貸虧損(十二個月預期信貸虧損)。就自初步確認起經已顯著增加的信貸風險而言，不論何時發生違約事件，於餘下風險年期內的信貸虧損均須計提虧損撥備(全期預期信貸虧損)。

於各報告日期，本集團評估自初步確認後金融工具的信貸風險是否有大幅增加。當作出評估時，本集團比較於報告日期金融工具發生違約風險與於初步確認日期金融工具發生違約風險，並於沒有過度成本或努力的情況下考慮可得的合理及可支持資料，包括過往及前瞻性資料。本集團認為，倘合約付款逾期超過90天，則信貸風險已大幅上升。本集團根據有理有據的資料，包括本集團的信貸風險控制實務及逾期超過30天的金融資產過往收回率，反駁30天逾期使信貸風險大幅增加的推定。然而，倘內部或外部資料反映，在沒有計及任何現有信貸提升措施前，本集團不大可能悉數收到未償還合約款項，則本集團亦可認為信貸風險大幅增加。

當合約付款已逾期120天，本集團視金融資產違約。本集團根據有理有據的資料，包括本集團的信貸風險控制實務及逾期超過90天的金融資產過往收回率，反駁90天逾期違約推定。然而，倘內部或外部資料反映，在沒有計及任何現有信貸提升措施前，本集團不大可能悉數收到未償還合約款項，則本集團亦可認為金融資產違約。金融資產於無合理預期可收回收約現金流量時撇銷。

按公平值計入其他全面收入的債務投資及按攤銷成本計量的金融資產按一般方法可能會減值，且除應用簡化方法的應收貿易款項外，彼等在以下階段分類用於計量預期信貸虧損，詳情如下：

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 金融資產減值(續)

##### 一般方法(續)

第1階段 — 自初始確認以來信貸風險未顯著增加的金融工具，其虧損撥備按等於十二個月預期信貸虧損的金額計量

第2階段 — 自初始確認以來信貸風險顯著增加但並非信貸減值金融資產，其虧損撥備按等於全期預期信貸虧損的金額計量

第3階段 — 於報告日期信貸減值的金融資產(但並非購買或原始信貸減值)，其虧損撥備按等於全期預期信貸虧損的金額計量

##### 簡化方法

不包含重大融資成分的應收貿易款項，或當本集團對該筆應收貿易款項已採用未經調整重大融資成分影響的權宜之計時，本集團採納簡化方法計算預期信貸虧損。根據簡化方法，本集團不會追蹤信貸風險之變動，而是根據每個報告日的全期預期信貸虧損確認虧損準備。本集團已根據其過往信貸虧損經驗建立撥備矩陣，並根據債務人及經濟環境的前瞻性因素作出調整。

#### 金融負債

##### 首次確認及計量

金融負債於首次確認時分類為以公平值計入損益之金融負債、貸款及借貸、應付款項或分類為指定作有效對沖的對沖工具的衍生工具。

所有金融負債首先按公平值確認及倘為貸款及借貸以及應付款項，則須扣除直接應佔交易成本。

本集團的金融負債包括應付貿易款項及票據，金融負債包括其他應付款項及應計費用、租賃負債、衍生金融工具以及計息銀行及其他借貸。

# 財務報表附註

二零二三年十二月三十一日

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 金融負債(續)

##### 後續計量

金融負債的後續計量根據其分類進行，詳情如下：

##### 按攤銷成本列賬的金融負債（貿易及其他應付款項以及借貸）

於首次確認後，貿易及其他應付款項以及計息借貸隨後以實際利率法以攤銷成本計量，除非貼現影響微不足道，在該情況下以按成本列賬。當負債終止確認及按實際利率進行攤銷程序時，其收益及虧損於損益表內確認。

攤銷成本於計算時已考慮收購事項任何折讓或溢價及屬實際利率不可或缺一部分的費用或成本後計算。實際利率攤銷計入損益表的融資成本內。

##### 按公平值計入損益之金融負債

按公平值計入損益之金融負債包括持作買賣的金融負債及於初始確認時指定為按公平值計入損益之金融負債。

倘金融負債產生的目的為在短期內回購，則該等負債分類為持作買賣。該分類亦包括本集團訂立在對沖關係(定義見香港財務報告準則第9號)中並無指定為對沖工具的衍生金融工具。持作買賣的負債收益或虧損於損益表內確認。於損益表確認的公平值收益或虧損淨額並不包括任何就該等金融負債收取的利息。

##### 取消確認金融負債

當金融負債項下的責任被解除或取消或到期，則解除確認金融負債。

倘現有金融負債由同一貸方授予條款迥異的其他負債取代，或現有負債的條款經重大修訂，則該等變更或修訂視作解除確認原有負債並確認新負債，各賬面值的差額於損益表確認入賬。

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 抵銷金融工具

倘現時存在一項可依法強制執行的權利，可抵銷已確認金額，且有意以淨額結算或同時變現資產及償付債務，則金融資產及金融負債均可予抵銷，並將淨金額列入財務狀況表內。

#### 衍生金融工具

##### 首次確認及後續計量

本集團使用遠期外幣合約等衍生金融工具對沖其外幣風險。該等衍生金融工具首次按訂立衍生合約當日的公平值確認，後續再按公平值計量。衍生工具在公平值為正數時以資產列賬，為負數時以負債列賬。

衍生工具公平值變動產生的任何收益或虧損均直接列入損益表內。

#### 庫存股份

本公司或本集團購回及持有自有權益工具(庫存股份)直接按成本於權益確認。本集團購買、出售、發行或註銷自有之權益工具所得收益或虧損不得計入損益表。

#### 現金及現金等價物

財務狀況表內的現金及現金等價物包括手頭現金及銀行存款以及一般於三個月內到期，可隨時兌換為已知數額現金，價值波動風險不大，且持作滿足短期現金需求的短期高流動性存款。

就綜合現金流量表而言，現金及現金等價物包括手頭現金及銀行存款以及上文定義的短期存款(不包括須於要求時償還的銀行透支)及屬本集團現金管理主要組成部分。

#### 政府補貼

政府補助收入乃於合理確定有關補貼將獲收取，且所有附帶條件均獲符合時按公平值確認。如補貼涉及開支項目，則會於擬用作補償的成本支銷的期間有系統地確認為收入。

# 財務報表附註

二零二三年十二月三十一日

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 政府補貼(續)

如補貼涉及一項資產，則公平值會計入遞延收入賬，並就有關資產之預期使用年期每年按等額轉撥至損益表。

#### 收益確認

##### 客戶合約收入

客戶合約收益於貨物或服務的控制權轉移予客戶時予以確認，而該金額反映本集團預期就提供該等貨物或服務有權獲得的代價。

來自銷售貨物之收入應於該資產之控制權轉移予客戶之時間點(一般發生在貨物交付時)確認。

##### 其他收入

租金收入於租期內按時間比例確認。

利息收入以實際利率法，運用透過在金融工具的預計使用期或較短期間(如適用)實際貼現估計未來現金收益以計算金融資產賬面淨值的利率累積計算確認。

股息收入於股東收取該收入的權利獲確定時確認，其與股息相關之經濟利益將可能流入本集團，且能夠可靠計量股息金額。

#### 合約負債

倘客戶於本集團轉移商品或服務之前付款或付款到期(以較早者為準)，則確認為合約負債。合約負債於本集團履約時(即將相關商品或服務的控制權轉讓予客戶)確認為收益。

#### 借貸成本

直接因收購、建造或生產符合條件的資產(即需要一段頗長時間方可作擬定用途或出售的資產)的借貸成本撥作該等資產的部分成本。該等借貸成本之資本化會於該等資產大部分達致其擬定用途或進行銷售時終止。所有其他借貸成本於產生期間支銷。借貸成本包括與實體借貸相關的利息及其他成本。

### 3. 重大會計判斷及估計

編製本集團之財務報表時，管理層需作出可影響所呈報之收益、開支、資產及負債之金額，及其隨附披露以及或然負債披露資料之判斷、估算及假設。然而，有關該等假設及估算之不確定因素可導致於日後需對資產或負債之賬面值作出重大調整。

#### 不明朗因素估計

於報告期末有重大可能使下個財政年度資產及負債賬面值須作重大調整而與未來有關的主要假設及不明朗因素估計的其他主要來源概述如下。

#### 物業、廠房及設備減值

本集團於各報告期末評估所有非金融資產有否任何減值跡象。非金融資產在有跡象顯示賬面值可能無法收回時進行減值測試。倘資產的賬面值或現金產生單位超逾其可收回金額(即公平值減銷售成本與使用價值的較高者)，則視為已減值。公平值減銷售成本按自同類資產公平交易中具約束力的銷售交易的可得數據或可觀察市價減出售資產的增量成本計算。倘採用使用價值計算，則管理層須估計資產或現金產生單位的預計未來現金流量，選取合適的貼現率以計算該等現金流量的現值。進一步詳情載於財務報表附註13。

#### 應收貿易款項預期信貸虧損撥備

本集團使用撥備矩陣計算應收貿易款項的預期信貸虧損。撥備率乃基於具有類似虧損模式的各個客戶群的分組的逾期天數而定。

撥備矩陣最初基於本集團的過往觀察違約率。本集團將通過調整矩陣以調整過往信貸虧損經驗與前瞻性資料。例如，倘預測市場狀況(如全球個人電腦出貨量及國內生產總值)將在未來一年內惡化，可能導致違約率增加，過往違約率將予以調整。於各報告日期，過往觀察違約率會予以更新，並分析前瞻性估計的變動。



# 財務報表附註

二零二三年十二月三十一日

## 3. 重大會計判斷及估計(續)

### 不明朗因素估計(續)

#### 應收貿易款項預期信貸虧損撥備 (續)

過往觀察違約率、市場狀況預測及預期信貸虧損之間的相關性評估為一個重要估計。預期信貸虧損金額對環境變化及經濟狀況預測極為敏感。本集團的過往信貸虧損經驗及經濟狀況預測亦或不能代表客戶未來的實際違約。有關預期信貸虧損及本集團應收貿易款項的資料披露於財務報表附註19。

#### 存貨撇減

管理層檢討本集團存貨狀況及對已識別為不再適合出售或使用之陳舊及滯銷存貨項目計提撥備。管理層主要根據最新發票價格及現行市況估計有關存貨的可變現值淨額。本集團於各報告期末進行存貨檢討，並對陳舊及滯銷項目計提撥備。管理層考慮各種因素包括存貨之狀況及貨齡、銷售紀錄及售價、市場需求及本集團未來對存貨的使用和銷售計劃。管理層於各報告期末重估有關估算。

識別陳舊及滯銷存貨時需要作出判斷及估算。倘預計與原有之估算不同，有關差異將對有關估算出現變動期間之存貨賬面值及已確認之存貨撇減值造成影響。於二零二三年十二月三十一日在綜合財務狀況表列為資產的存貨賬面值為1,538,625,000港元(二零二二年：2,193,695,000港元)，詳情載於財務報表附註18。

#### 判斷

於應用本集團會計政策之過程中，除作出涉及估計之會計政策外，管理層亦作出以下對財務報表所確認金額構成最重大影響之判斷：

#### 投資物業與業主自用物業之間的分類

本集團釐定物業是否符合投資物業的條件，並已制定出一套判斷準則。投資物業是持作賺取租金或資本增值或兩者俱備的物業。因此，本集團考慮物業產生現金流量時是否大體獨立於本集團持有的其他資產。某些物業的部分是為賺取租金或資本增值而持有，而另一部分是為用於生產或供應貨品或服務或作行政用途而持有。倘若此等部分可以分開出售或根據融資租賃分開出租，本集團將把有關部分分開入賬。倘若該等部分無法分開出售，則僅在非主要部分持作生產或供應貨品或服務或作行政用途時，有關物業方會列作投資物業。本集團按個別基準對物業作出判斷，以決定配套服務是否重要，以致物業不符合投資物業資格。

### 3. 重大會計判斷及估計(續)

#### 判斷(續)

##### 預扣稅

中國企業所得稅法規定，須就向外國投資者宣派於中國大陸的外資企業股息徵收10%預扣稅。有關規定自二零零八年一月一日起生效，並適用於二零零七年十二月三十一日後所產生之盈利。因此，本集團須就該等於中國大陸成立的附屬公司就二零零八年一月一日起產生之盈利而分派之股息繳交預扣稅。

估計於中國大陸成立的附屬公司就二零零八年一月一日後盈利分派股息的預扣稅時，董事乃基於多項因素評估，包括可預見將來之股息政策、資本水平及本集團業務營運所需資金。

### 4. 業務分部資料

本集團主要生產及銷售筆記本型電腦外殼和手持裝置外殼業務。根據管理用途，本集團以其外殼產品經營單一業務，及只有一個可呈報的業務分部。

以上可呈報的業務分部並無合計其他業務分部。

#### 地區資料

##### (i) 來自外界客戶的分部收入：

	二零二三年 千港元	二零二二年 千港元
中國(香港除外)	6,495,182	7,942,911
其他	440,874	313,036
收入總額	6,936,056	8,255,947

上述收入資料乃根據客戶產品運送之所在地區作出。

截至二零二三年十二月三十一日和二零二二年十二月三十一日止年度，除了來自中國外界客戶收入外，其他各地區的收入均低於本集團收入的10%。比較數值已重新列報，將來自其他地區的外界客戶分組至「其他」。

# 財務報表附註

二零二三年十二月三十一日

## 4. 業務分部資料(續)

### 地區資料(續)

#### (ii) 非流動資產：

	二零二三年 千港元	二零二二年 千港元
中國(香港除外)	6,031,433	7,065,638
越南社會主義共和國	307,987	272,034
中華民國	152,973	164,014
其他	2,430	16,548
非流動資產總額	6,494,823	7,518,234

上述非流動資產資料乃根據資產所在地區作出及不包括指定為按公平值計入其他全面收入的股本投資及遞延稅項資產。

### 主要客戶資料

截至二零二三年十二月三十一日止年度，分別來自五大客戶群組的銷售(各佔本集團銷售收入10%或以上)收入約為1,659,793,000港元、1,441,042,000港元、1,033,489,000港元、793,395,000港元及745,026,000港元。

截至二零二二年十二月三十一日止年度，分別來自四大客戶群組的銷售(各佔本集團銷售收入10%或以上)收入約為1,933,994,000港元、1,728,715,000港元、1,400,030,000港元及1,064,670,000港元。

## 5. 收入、其他收入及收益

收入的分析如下：

	二零二三年 千港元	二零二二年 千港元
客戶合約收入		
銷售筆記本型電腦外殼和手持裝置外殼	6,936,056	8,255,947

5. 收入、其他收入及收益(續)

客戶合約收入

(i) 分拆收入資料

	二零二三年 千港元	二零二二年 千港元
<b>地區市場</b>		
中國(香港除外)	<b>6,495,182</b>	7,942,911
其他	<b>440,874</b>	313,036
	<b>6,936,056</b>	8,255,947
<b>收入確認時間</b>		
於某一時點轉讓的貨物	<b>6,936,056</b>	8,255,947

下表顯示本報告期確認的收益金額，包括在報告期初的合約負債中：

	二零二三年 千港元	二零二二年 千港元
於報告期初計入合約負債之收入確認：		
銷售筆記本型電腦外殼和手持裝置外殼	<b>53,851</b>	32,483

(ii) 履約責任

銷售筆記本型電腦外殼和手持裝置外殼

履約責任於交付貨物時獲履行，且款項通常自交貨起計60至120天內支付。

# 財務報表附註

二零二三年十二月三十一日

## 5. 收入、其他收入及收益(續)

	二零二三年 千港元	二零二二年 千港元
<b>其他收入及收益</b>		
利息收入	28,167	8,676
津貼收入#	38,268	121,471
補償收入	23,054	11,075
股息收入	334	705
租金收入總額	22,803	26,147
應收貿易款項減值回撥	1,574	—
回撥應收貿易款項	—	2,523
撇銷長期未付之應付貿易款項	—	827
撇銷長期未付之其他應付款及應計費用	2,110	728
出售物業、廠房及設備項目及使用權資產收益淨額*	—	525,446
出售一間附屬公司之收益	42,507	—
租賃修改之收益	7,375	—
外幣匯兌收益淨額	111,780	394,900
其他	1,654	1,478
<b>其他收入及收益總額</b>	<b>279,626</b>	<b>1,093,976</b>

# 於中國大陸從事業務之企業已收取為推動製造業的數項政府津貼。該等津貼並無任何未達成的條件或其他或然事項。於截至二零二二年十二月三十一日止年度，本集團因城市規劃而需搬遷位於中國蘇州的若干廠房(「搬遷」)，完成搬遷後，於該年度確認政府津貼約73,463,000港元為津貼收入。

\* 於截至二零二二年十二月三十一日止年度，根據搬遷，本集團出售若干位於蘇州的物業、廠房及設備項目及使用權資產，於該年度完成搬遷後，確認政府補償收入約559,223,000港元為出讓物業、廠房及設備項目和使用權資產(扣除本集團出讓之物業、廠房及設備項目及使用權資產的賬面值)的淨收益。

## 6. 融資成本

本集團的融資成本的分析如下：

	二零二三年 千港元	二零二二年 千港元
銀行貸款及其他借貸的利息	223,616	131,257
租賃負債的利息	433	1,020
不按公平值計入損益的金融負債利息支出總額	224,049	132,277
減：利息資本化	(9,487)	(10,704)
	214,562	121,573

## 7. 除稅前溢利／(虧損)

本集團的除稅前溢利／(虧損)已扣除／(計入)：

	附註	二零二三年 千港元	二零二二年 千港元
已售存貨的成本*		6,428,556	7,792,204
核數師酬金		4,380	4,350
出售一間附屬公司之收益	1	(42,507)	–
註銷一間聯營公司之收益	17	(632)	–
物業、廠房及設備折舊	13	812,325	1,001,293
使用權資產折舊	14(a)	21,825	23,803
未計入租賃負債計量的租賃付款	14(c)	2,020	3,143
存貨撥備／(撥備回撥)淨額**		(40,518)	108,229
商譽減值***	15	–	52,488
物業、廠房及設備減值***	13	45,000	285,401
應收貿易款項減值／(減值回撥)****	19	(1,574)	1,685
撤銷／(回撥)應收貿易款項****		4,729	(2,523)
僱員福利開支(不包括董事酬金－附註8)：			
工資及薪金、花紅、津貼及福利		1,724,693	2,315,635
以股權結算購股權開支		–	1,979
退休金計劃供款(界定供款計劃)*****		131,052	163,193
		1,855,745	2,480,807

## 財務報表附註

二零二三年十二月三十一日

### 7. 除稅前溢利／(虧損)(續)

本集團的除稅前溢利／(虧損)已扣除／(計入):(續)

附註	二零二三年 千港元	二零二二年 千港元
業主自用物業及機器租金收入總額	<b>(22,803)</b>	(26,147)
減：租金賺取的業主自用物業及機器產生的直接經營開支	<b>4,421</b>	4,813
租金收入淨額	<b>(18,382)</b>	(21,334)
出售物業、廠房及設備項目及使用權資產虧損／(收益)淨額#	<b>2,344</b>	(525,446)
出售分類為持作出售之非流動資產之虧損***	<b>964</b>	-
衍生金融工具公平值虧損淨額***		
已變現虧損	<b>15,855</b>	40,725
未變現虧損	-	5,160
外幣匯兌收益淨額##	<b>(111,780)</b>	(394,900)

\* 已售存貨的成本包括1,304,926,000港元(二零二二年：3,412,262,000港元)的折舊、僱員福利開支及存貨撥備／(撥備回撥)淨額，其亦計入上文就各類費用披露的相關款項總額內。

\*\* 計入綜合損益表中「銷售成本」。

\*\*\* 計入綜合損益表中「其他開支」。

\*\*\*\* 撤銷應收貿易款項及應收貿易款項減值計入綜合損益表中「其他開支」。回撥應收貿易款項及貿易款項減值回撥計入綜合損益表中「其他收入及收益」。

\*\*\*\*\* 概無因僱主削減現有供款水平而令本集團或可使用的已沒收供款。

# 出售物業、廠房及設備項目及使用權資產收益淨額計入綜合損益表中「其他收入及收益」。出售物業、廠房及設備項目虧損計入綜合損益表中「其他開支」。

## 外幣匯兌收益淨額計入綜合損益表中「其他收入及收益」。

## 8. 董事及主要行政人員酬金

根據香港聯合交易所有限公司(「香港交易所」)證券上市規則(「上市規則」)、香港公司條例第383(1)(a)、(b)、(c)及(f)條以及公司(披露董事利益資料)規例第2部須予披露的年內董事及主要行政人員的酬金如下：

	二零二三年 千港元	二零二二年 千港元
袍金	1,188	781
其他酬金：		
薪金、津貼及實物利益	5,511	6,208
表現花紅	402	350
股份付款	–	297
退休金計劃供款	34	35
	5,947	6,890
	7,135	7,671

若干董事已就彼等向本集團所提供的服務獲授本公司購股權計劃項下的購股權，進一步詳情載於財務報表附註30。該等購股權的公平值(已於歸屬期間在損益表內確認)在授出日期釐定，而往年之財務報表所包括的金額則載於以上董事及主要行政人員之薪酬披露內。



## 財務報表附註

二零二三年十二月三十一日

### 8. 董事及主要行政人員酬金(續)

#### (a) 獨立非執行董事

年內已付獨立非執行董事的袍金和股份付款如下：

#### 二零二三年

董事姓名	袍金 千港元	股份付款 千港元	薪酬總額 千港元
程嘉君先生	198	—	198
蔡文預先生	198	—	198
葉偉明先生	198	—	198
袁志豪先生	198	—	198
	792	—	792

#### 二零二二年

董事姓名	袍金 千港元	股份付款 千港元	薪酬總額 千港元
程嘉君先生	198	19	217
蔡文預先生	198	19	217
葉偉明先生	198	19	217
袁志豪先生 <sup>#</sup>	14	—	14
	608	57	665

<sup>#</sup> 袁志豪先生於二零二二年十二月六日獲委任為本公司的獨立非執行董事。

年內，並無其他應付予獨立非執行董事之酬金(二零二二年：無)。

8. 董事及主要行政人員酬金(續)

(b) 執行董事、非執行董事及主要行政人員

董事姓名	袍金 千港元	薪金、津貼 及實物利益 千港元	表現花紅 千港元	股份付款 千港元	退休金 計劃供款 千港元	總酬金 千港元
二零二三年						
執行董事						
鄭立育先生	-	801	120	-	-	921
黃國光先生	-	1,016	-	-	16	1,032
邱輝欽先生	198	-	-	-	-	198
林豐杰先生	-	1,879	282	-	-	2,161
徐容國先生	-	1,815	-	-	18	1,833
非執行董事						
鄭立彥先生	198	-	-	-	-	198
	396	5,511	402	-	34	6,343

董事姓名	袍金 千港元	薪金、津貼 及實物利益 千港元	表現花紅 千港元	股份付款 千港元	退休金 計劃供款 千港元	總酬金 千港元
二零二二年						
執行董事：						
鄭立育先生*	-	821	68	-	-	889
黃國光先生	-	909	-	64	17	990
邱輝欽先生*	157	778	-	22	-	957
林豐杰先生	-	1,880	282	90	-	2,252
徐容國先生	-	1,820	-	64	18	1,902
非執行董事：						
鄭立彥先生**	16	-	-	-	-	16
	173	6,208	350	240	35	7,006

# 財務報表附註

二零二三年十二月三十一日

## 8. 董事及主要行政人員酬金(續)

### (b) 執行董事、非執行董事及主要行政人員(續)

\* 於二零二二年三月十六日，邱輝欽先生不再擔任本公司的執行長，邱輝欽先生的全年薪金由3,731,000港元調整至198,000港元，而鄭立育先生則獲委任為本公司的執行長。

\*\* 鄭立彥先生於二零二二年三月十六日獲委任為本公司的非執行董事。

年內，董事或主要行政人員概無放棄或同意放棄任何酬金。

## 9. 五名最高薪酬僱員

年內本集團五名最高薪酬僱員包括三名(二零二二年：兩名)董事，彼等酬金的詳情載於上文附註8中。年內其餘兩名(二零二二年：三名)最高薪酬僱員(非本公司董事及主要行政人員)的酬金詳情如下：

	二零二三年 千港元	二零二二年 千港元
薪金、津貼及實物利益	1,242	2,070
表現花紅	1,482	1,761
以股權結算購股權開支	–	405
退休金計劃供款	37	48
	<b>2,761</b>	<b>4,284</b>

屬以下薪酬範圍的最高薪酬非董事及非主要行政人員僱員人數如下：

	僱員人數	
	二零二三年	二零二二年
1,000,001港元至1,500,000港元	1	2
1,500,001港元至2,000,000港元	1	1
	<b>2</b>	<b>3</b>

最高薪酬非董事及非主要行政人員僱員已就其向本集團所提供的服務獲授本公司購股權計劃項下之購股權，進一步詳情載於財務報表附註30之披露內。該等購股權的公平值乃於授出日期釐定，並已於歸屬期內在損益表內確認，而計入本年度及過往年度財務報表的金額亦已計入上文的最高薪酬非董事及非主要行政人員僱員酬金披露內。

## 10. 所得稅

由於本集團於本年度並無在香港產生任何應課稅溢利，因此並無作出香港利得稅撥備(二零二二年：無)。應課稅溢利的稅項根據本集團經營業務的司法管轄區既有的法例、詮釋及慣例，按有關司法管轄區當時的稅率計算。

	二零二三年 千港元	二零二二年 千港元
本年度撥備：		
即期－中國(香港除外)		
本年度開支	<b>162,464</b>	103,600
過往期間撥備不足	<b>4,916</b>	18,756
即期－海外		
本年度開支	<b>18,754</b>	13,465
過往期間超額撥備	<b>(27,469)</b>	(20,373)
遞延稅項(附註16)	<b>3,511</b>	64,956
本年度稅項開支總額	<b>162,176</b>	180,404

## 財務報表附註

二零二三年十二月三十一日

### 10. 所得稅(續)

採用本公司與其大部分附屬公司註冊司法管轄區法定稅率所計算的除稅前溢利／(虧損)的稅項開支／(抵免)(介乎12%至25%)(二零二二年：12%至25%)，與根據實際稅率計算的稅項開支／(抵免)對賬如下：

二零二三年

	香港 千港元	澳門 千港元	中國(香港及澳 門除外) 千港元	海外 千港元	總額 千港元
除稅前溢利／(虧損)	(18,228)	25,614	(47,357)	(126,674)	(166,645)
按法定稅率計算的稅項	(3,008)	3,073	(11,886)	(25,320)	(37,141)
優惠稅率	—	—	(26,147)	—	(26,147)
中國附屬公司可分派溢利 按10%計算預扣稅的影響	—	—	106,446	—	106,446
有關以往期間之即期稅項調整	—	—	4,916	(27,469)	(22,553)
毋須繳稅收入	(347)	—	(13,086)	(13,563)	(26,996)
不可扣稅開支	3,355	—	23,943	54,563	81,861
未確認之稅項虧損	—	—	88,809	—	88,809
其他	—	—	(2,103)	—	(2,103)
按本集團實際稅率計算的稅項 開支／(抵免)	—	3,073	170,892	(11,789)	162,176

10. 所得稅(續)

二零二二年

	香港 千港元	澳門 千港元	中國(香港及澳 門除外) 千港元	海外 千港元	總額 千港元
除稅前溢利/(虧損)	(16,688)	7,869	292,714	(45,388)	238,507
按法定稅率計算的稅項	(2,754)	945	73,179	(9,245)	62,125
優惠稅率	-	-	(21,262)	-	(21,262)
中國附屬公司可分派溢利					
按10%計算預扣稅的影響	-	-	3,916	-	3,916
澳門附屬公司可分派溢利按					
12%計算預扣稅的影響	-	9,790	-	-	9,790
資本增值稅按10%計算預					
扣稅的影響	-	-	16,540	-	16,540
有關以往期間之即期稅項調整	-	-	18,756	(20,373)	(1,617)
毋須繳稅收入	(104)	-	(38,580)	(7,261)	(45,945)
不可扣稅開支	2,858	-	112,985	29,933	145,776
未確認之稅項虧損	-	-	50,251	-	50,251
以往期間已動用之稅項虧損	-	-	(38,285)	-	(38,285)
未確認之臨時差額	-	-	-	38	38
其他	-	-	(923)	-	(923)
按本集團實際稅率計算的稅項					
開支/(抵免)	-	10,735	176,577	(6,908)	180,404

# 財務報表附註

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## 10. 所得稅(續)

根據自二零零八年一月一日起生效的中國企業所得稅法，所有企業統一按25%稅率繳稅。

根據財政部、國家稅務總局及國家發展改革委於二零二零年四月刊發的公告[2020]第23號，若於中國西部地區成立的企業主要業務符合「西部地區受鼓勵行業目錄」，其企業所得稅(「企業所得稅」)稅率獲減免為15%。

巨騰(內江)資訊配件有限公司為本公司於四川省的附屬公司，大昶(重慶)電子科技有限公司及昶寶電子科技(重慶)有限公司為本公司於重慶市的附屬公司，因其主要業務屬於西部地區受鼓勵行業目錄而享有企業所得稅優惠稅率15%。

澳門所得補充稅乃就澳門附屬公司的估計應課稅溢利12%計算。

## 11. 股息

	二零二三年 千港元	二零二二年 千港元
建議末期股息一無(二零二二年：每股普通股5港仙)	—	60,000

董事會決議不建議派發截至二零二三年十二月三十一日止年度之末期股息。

## 12. 本公司股權持有人應佔每股盈利／(虧損)

每股基本虧損(二零二二年：盈利)金額乃根據本年度本公司股權持有人應佔虧損230,815,000港元(二零二二年：溢利172,149,000港元)及本年度已發行普通股加權平均數845,662,671股(二零二二年：845,662,671股)計算，惟不包括根據股份獎勵計劃持有之股份。

截至二零二三年及二零二二年十二月三十一日止年度，概無就攤薄而調整所呈列的每股基本盈利／(虧損)金額，原因為尚未行使購股權對所呈列的每股基本盈利／(虧損)金額並無攤薄影響。

13. 物業、廠房及設備

	土地及樓宇 千港元	租賃物業裝修 千港元	機器 千港元	傢俬、裝置及 辦公室設備 千港元	汽車 千港元	在建工程 千港元	總額 千港元
二零二三年十二月三十一日							
於二零二三年一月一日：							
成本	4,757,061	9,214	9,402,296	1,487,771	13,311	323,076	15,992,729
累計折舊及減值	(1,905,588)	(4,201)	(6,019,949)	(1,465,915)	(9,273)	-	(9,404,926)
賬面淨值	2,851,473	5,013	3,382,347	21,856	4,038	323,076	6,587,803
於二零二三年一月一日，							
扣除累計折舊及減值	2,851,473	5,013	3,382,347	21,856	4,038	323,076	6,587,803
添置	11,610	-	37,503	19,534	3,340	138,697	210,684
轉移	20,600	-	161,464	64,575	1,644	(248,283)	-
出售/撇銷	-	-	(2,991)	(5,699)	(350)	(8,822)	(17,862)
轉撥至持作出售之非流動資產(附註23)	(76,015)	-	-	-	-	-	(76,015)
減值(附註7)	-	-	(44,644)	(250)	(106)	-	(45,000)
年內折舊撥備(附註7)	(206,084)	(770)	(529,791)	(74,371)	(1,309)	-	(812,325)
匯兌調整	(67,859)	68	(83,270)	(9,485)	(129)	(7,008)	(167,683)
於二零二三年十二月三十一日，							
扣除累計折舊及減值	2,533,725	4,311	2,920,618	16,160	7,128	197,660	5,679,602
於二零二三年十二月三十一日：							
成本	4,375,252	9,351	8,980,455	1,478,386	15,562	197,660	15,056,666
累計折舊及減值	(1,841,527)	(5,040)	(6,059,837)	(1,462,226)	(8,434)	-	(9,377,064)
賬面淨值	2,533,725	4,311	2,920,618	16,160	7,128	197,660	5,679,602



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## 13. 物業、廠房及設備(續)

	土地及樓宇 千港元	租賃物業裝修 千港元	機器 千港元	傢俬、裝置及 辦公室設備 千港元	汽車 千港元	在建工程 千港元	總額 千港元
二零二二年十二月三十一日							
於二零二二年一月一日：							
成本	4,981,612	9,957	10,129,750	1,715,443	14,083	806,501	17,657,346
累計折舊及減值	(2,152,384)	(3,686)	(5,849,136)	(1,472,923)	(9,355)	-	(9,487,484)
賬面淨值	2,829,228	6,271	4,280,614	242,520	4,728	806,501	8,169,862
於二零二二年一月一日，							
扣除累計折舊及減值	2,829,228	6,271	4,280,614	242,520	4,728	806,501	8,169,862
添置	4,486	21	58,228	23,370	770	483,176	570,051
轉移	586,258	-	241,148	36,250	351	(864,007)	-
出售/撤銷	(114,188)	-	(27,561)	(15,663)	(94)	(52,168)	(209,674)
轉撥至持作出售之非流動資產(附註23)	-	-	(26,202)	(8)	-	-	(26,210)
減值(附註7)	-	-	(283,561)	(1,555)	(285)	-	(285,401)
年內折舊撥備(附註7)	(221,841)	(787)	(565,349)	(212,265)	(1,051)	-	(1,001,293)
匯兌調整	(232,470)	(492)	(294,970)	(50,793)	(381)	(50,426)	(629,532)
於二零二二年十二月三十一日，							
扣除累計折舊及減值	2,851,473	5,013	3,382,347	21,856	4,038	323,076	6,587,803
於二零二二年十二月三十一日：							
成本	4,757,061	9,214	9,402,296	1,487,771	13,311	323,076	15,992,729
累計折舊及減值	(1,905,588)	(4,201)	(6,019,949)	(1,465,915)	(9,273)	-	(9,404,926)
賬面淨值	2,851,473	5,013	3,382,347	21,856	4,038	323,076	6,587,803

### 13. 物業、廠房及設備(續)

於二零二三年十二月三十一日，本集團位於中華民國賬面淨值約20,413,000港元(二零二二年：20,223,000港元)的若干土地及樓宇已予以抵押，以作為本集團所獲一般銀行信貸的擔保(附註27)。

於二零二三年十二月三十一日，有關賬面淨值為37,948,000港元(二零二二年：41,280,000港元)的若干樓宇的房屋產權證申請仍在處理中。董事認為，本集團無法獲得相關樓宇之法定業權之風險為低，以及本集團將繼續尋求並與中國國土資源部商討最終結算及完成樓宇之所有權登記。

於截至二零二三年十二月三十一日及二零二二年十二月三十一日止年度，鑑於生產及銷售筆記本型電腦機殼及手持裝備機殼現金產生單位(「現金產生單位」)的經營業績下滑，管理層對現金產生單位於十二月三十一日的可收回金額作出減值評估。現金產生單位的可收回款額是根據使用價值釐定。使用價值則按照經管理層批准的五年期財政預測運用現金流量預測計算。現金流量預測所應用的除稅前貼現率為14%(二零二二年：13%)。根據管理層的評估，已確認減值虧損45,000,000港元(二零二二年：240,512,000港元)，以將物業、廠房及設備以及使用權資產的賬面值撇減至其於二零二三年十二月三十一日的可收回總金額6,486,849,000港元(二零二二年：7,475,224,000港元)。於截至二零二二年十二月三十一日止年度，分配至現金產生單位的商譽52,488,000港元已於二零二二年十二月三十一日悉數減值(附註15)。

於二零二三年十一月二十二日，本集團與吳江經濟技術開發區管理委員會及華映視訊(吳江)有限公司訂立三份協議(「該協議」)，以因應蘇州地方政府機構要求交還地塊而出售地塊及物業(「因交還地塊而出售」)。本集團該等租賃土地及樓宇的可收回金額依協議中的代價總額與其賬面價值依其公允價值減去處置成本後的較低者決定。這些位於蘇州賬面值分別為15,445,000港元(附註14)及76,015,000港元的若干土地及樓宇已由使用權資產以及物業、廠房及設備轉撥至持作出售之非流動資產。因交還地塊而出售構成本公司之主要交易。有關因交還地塊而出售的進一步詳情披露於本公司日期為二零二四年一月三十日的通函。於報告期末後，因交還地塊而出售已於二零二四年三月十三日舉行的本公司股東特別大會上獲本公司股東批准。

截至二零二二年十二月三十一日止年度，於搬遷(附註5)後，管理層已識別本集團位於蘇州的工廠內總賬面值為71,099,000港元的若干備用機器、傢俬及裝置項目，並納入出售計劃內。該等資產乃用於生產及銷售筆記本型電腦外殼和手持裝置外殼。該等資產的可收回款額是根據獨立第三方所報收購價釐定的公平值減銷售成本計算，且減值虧損44,889,000港元已於截至二零二二年十二月三十一日止年度的損益中確認為「其他開支」。該等資產的賬面淨值26,210,000港元已於二零二二年十二月三十一日由物業、廠房及設備轉撥至為持作出售之非流動資產。

# 財務報表附註

二零二三年十二月三十一日

## 14. 租賃

### 本集團作為承租人

本集團就若干用於經營的物業、機器、汽車及辦公室設備訂有租賃合約。向土地擁有人預付一筆款項收購租賃期為期50年的租賃土地。物業租賃的租賃期通常在2個月至60個月之間(二零二二年：3個月至60個月之間)，而汽車的租賃期通常為3年。機器及辦公室設備的租賃期通常為12個月或更短及／或個別價值較低，因此，租賃付款乃按有關租約年內以直線法確認入帳。

#### (a) 使用權資產

本集團於年間使用權資產的賬面值及變動如下：

	租賃土地 千港元	物業 千港元	汽車 千港元	總額 千港元
於二零二二年一月一日	683,913	1,639	273	685,825
添置	278,396	22,011	–	300,407
出售	(16,914)	–	–	(16,914)
折舊開支(附註7)	(18,137)	(5,565)	(101)	(23,803)
匯兌調整	(58,038)	(36)	(20)	(58,094)
於二零二二年十二月三十一日及 二零二三年一月一日	<b>869,220</b>	<b>18,049</b>	<b>152</b>	<b>887,421</b>
添置	<b>8,785</b>	–	–	<b>8,785</b>
轉撥至持作出售之非流動資產 (附註23)	<b>(15,445)</b>	–	–	<b>(15,445)</b>
提前終止	–	<b>(12,611)</b>	–	<b>(12,611)</b>
租賃修改	<b>(20,875)</b>	–	–	<b>(20,875)</b>
折舊開支(附註7)	<b>(19,622)</b>	<b>(2,107)</b>	<b>(96)</b>	<b>(21,825)</b>
匯兌調整	<b>(17,924)</b>	<b>(280)</b>	<b>1</b>	<b>(18,203)</b>
於二零二三年十二月三十一日	<b>804,139</b>	<b>3,051</b>	<b>57</b>	<b>807,247</b>

14. 租賃(續)

本集團作為承租人(續)

(b) 租賃負債

於年間租賃負債的賬面值及變動如下：

	二零二三年 千港元	二零二二年 千港元
於一月一日	266,277	1,997
新租賃	8,008	300,407
年內確認的累增利息	433	1,020
提前終止	(13,127)	—
租賃修改	(28,250)	—
付款	(88,656)	(33,277)
匯兌調整	(2,320)	(3,870)
於十二月三十一日	142,365	266,277
分析為：		
流動部分	133,100	244,513
非流動部分	9,265	21,764

分析為：

	二零二三年 千港元	二零二二年 千港元
租賃負債還款期：		
一年內	133,100	244,513
第二年	1,206	5,223
第三至五年(包括首尾兩年)	277	8,574
超過五年	7,782	7,967
	142,365	266,277

租賃負債之到期日分析披露於財務報表附註39。

# 財務報表附註

二零二三年十二月三十一日

## 14. 租賃(續)

### 本集團作為承租人(續)

(c) 在損益中確認與租賃有關的金額如下：

	二零二三年 千港元	二零二二年 千港元
租賃負債的利息	433	1,020
使用權資產折舊	21,825	23,803
短期租賃有關的開支(包括在行政費用中)	1,970	3,105
有關租賃低價值資產的開支(包括在行政費用中)	50	38
租賃修改之收益	(7,375)	–
提前終止租賃之收益	(516)	–
於損益內確認的總金額	16,387	27,966

(d) 租賃的現金流總額在財務報表附註33(c)中披露。

### 本集團作為出租人

本集團根據經營租賃安排將其部份廠房及機器出租。租賃條款通常要求租戶支付保證金，並根據當時的市場條件作出定期租金調整。本集團於年內確認的租金收入為22,803,000元(二零二二年：26,147,000港元)，詳情載於財務報表附註5。

於二零二三年十二月三十一日，本集團與租戶在不可撤銷的經營租賃下於未來期間應收的未貼現租賃付款如下：

	二零二三年 千港元	二零二二年 千港元
一年內	22,526	22,751
一年以後但於兩年以內	18,007	21,670
兩年以後但於三年以內	18,524	19,242
三年以後但於四年以內	18,497	19,773
四年以後但於五年以內	18,824	19,745
超過五年	51,940	73,119
	148,318	176,300

## 15. 商譽

	千港元
於二零二二年一月一日的成本及賬面淨值 年內減值(附註7)	52,488 (52,488)
於二零二二年十二月三十一日的賬面淨值	-
於二零二二年十二月三十一日：	
成本	52,488
累計減值	(52,488)
賬面淨值	-

### 商譽減值測試

通過業務合併而收購的商譽，已分配至生產及銷售筆記本型電腦外殼和手持裝置外殼現金產生單位以作減值測試。

於二零二二年十二月三十一日，生產及銷售筆記本型電腦外殼和手持裝置外殼現金產生單位的可收回款額是根據使用價值釐定。使用價值則按照經管理層批准的五年期財政預測運用現金流量預測計算。現金流量預測所應用的除稅前貼現率為13%及推斷超出五年期間現金流量的增長率為2%。

於二零二二年十二月三十一日，在計算生產及銷售筆記本型電腦外殼和手持裝置外殼現金產生單位的使用價值時，已採用若干假設。以下載述管理層用於測試商譽減值的現金流量預測所依據的各主要假設：

預測毛利率—用作釐定預測毛利率所指定價值的基準，為緊接預測年度前一年取得的平均毛利率，並已就預期效率提升及預期市場發展而作出上調。

貼現率—所使用貼現率為未計稅項前及反映與相關單位有關的特定風險。

根據管理層的評估，於截至二零二二年十二月三十一日止年度，已於損益內確認減值虧損52,488,000港元，且商譽已悉數減值。

# 財務報表附註

二零二三年十二月三十一日

## 16. 遞延稅項

### 遞延稅項資產

	可供抵銷 日後應課稅 溢利的虧損 千港元	政府補貼 千港元	租賃負債 千港元	物業、廠房及 設備減值 千港元	總額 千港元
於二零二二年一月一日的 總遞延稅項資產	61,525	8,281	-	-	69,806
年內計入／(扣除)損益表的 遞延稅項(附註10)	(58,567)	(148)	3,413	3,606	(51,696)
匯兌調整	(2,958)	(724)	(106)	(112)	(3,900)
於二零二二年十二月三十一日及 二零二三年一月一日的總遞延 稅項資產	-	<b>7,409</b>	<b>3,307</b>	<b>3,494</b>	<b>14,210</b>
年內扣除損益表的遞延稅項 (附註10)	-	<b>(141)</b>	<b>(3,240)</b>	<b>(3,423)</b>	<b>(6,804)</b>
匯兌調整	-	<b>(166)</b>	<b>(67)</b>	<b>(71)</b>	<b>(304)</b>
於二零二三年十二月三十一日的 總遞延稅項資產	-	<b>7,102</b>	-	-	<b>7,102</b>

本集團於二零二三年十二月三十一日在中國大陸產生約1,191,178,000港元(二零二二年：866,050,000港元)的稅務虧損將於一至五年內到期，以抵銷錄得上述虧損的附屬公司的日後應課稅溢利。由於被認為可能並無應課稅溢利可抵銷稅項虧損，故並無就該等虧損確認遞延稅項資產。

## 16. 遞延稅項(續)

## 遞延稅項負債

	收購附屬公司產生的 公平值調整 千港元	指定為按公平值 計入其他全面收入 的股本投資重估 產生的公平值調整 千港元	預扣稅 千港元	使用權資產 千港元	總額 千港元
於二零二二年一月一日的總遞延稅項負債	450	-	60,000	-	60,450
年內扣除損益表的遞延稅項(附註10)	-	-	9,790	3,470	13,260
匯兌調整	-	-	-	(138)	(138)
於二零二二年十二月三十一日及 二零二三年一月一日的總遞延稅項 負債	450	-	69,790	3,332	73,572
年內計入損益表的遞延稅項(附註10)	-	-	-	(3,293)	(3,293)
年內扣除權益的遞延稅項(附註10)	-	1,437	-	-	1,437
匯兌調整	(29)	-	-	(39)	(68)
於二零二三年十二月三十一日的總遞延 稅項負債	421	1,437	69,790	-	71,648

根據中國企業所得稅法，就向外國投資者宣派來自於中國大陸成立之外資企業的股息徵收10%預扣稅。有關規定自二零零八年一月一日起生效，並適用於二零零七年十二月三十一日後所產生之盈利。本集團須就該等於中國大陸成立的附屬公司就二零零八年一月一日起產生之盈利而分派之股息繳交預扣稅。

於二零二三年十二月三十一日，投資該等於中國大陸成立的附屬公司產生之臨時差額總額(其遞延稅項負債並無確認)總計約2,073,966,000港元(二零二二年：3,272,208,000港元)。董事認為，本公司可控制臨時差額的撥回時間，因此，本集團已考慮(其中包括)於可預見未來撥回臨時差額的可能性，並就本公司於中國大陸成立的附屬公司就產生的盈利而分派未匯出盈利而於可預見未來應付的預扣稅確認有關遞延稅項。

本公司向其股東派付股息對所得稅並無影響。



## 財務報表附註

二零二三年十二月三十一日

### 17. 於一間聯營公司的投資

	二零二三年 千港元	二零二二年 千港元
分佔資產淨值	–	12,654

聯營公司詳情如下：

公司名稱	所持已發行股份詳情	註冊成立 及業務地點	本集團應佔擁有權 權益百分比	主要業務
Leading Profit Holding Limited ([Leading Profit])	普通股	塞舌耳/中華民國	0% (二零二二年：49%)	投資控股

本集團於聯營公司的股權包括透過本公司非全資附屬公司持有的股本股份。

下表列示本集團並非個別屬重大的聯營公司的財務資料：

	二零二三年 千港元	二零二二年 千港元
年內分佔聯營公司虧損	(47)	(7)
本集團於聯營公司的投資賬面值總值	–	12,654

年內，於Leading Profit的注資金額因其註銷而退還本集團，產生收益632,000港元。

### 18. 存貨

	二零二三年 千港元	二零二二年 千港元
生產物料	128,281	224,847
在製品	541,370	677,584
製成品	739,003	1,081,499
模具及耗材	129,971	209,765
	1,538,625	2,193,695

19. 應收貿易款項

	二零二三年 千港元	二零二二年 千港元
應收貿易款項	<b>2,490,039</b>	2,426,112
減值	<b>(3,592)</b>	(5,166)
	<b>2,486,447</b>	2,420,946

本集團所給予信貸期一般介乎60天至120天。應收貿易款項不計利息。本集團並無就該等結餘持有任何抵押品或其他信貸增級品。

於報告期末，本集團按發票日期及虧損撥備淨額計算的應收貿易款項賬齡分析如下：

	二零二三年 千港元	二零二二年 千港元
3個月內	<b>1,440,992</b>	1,295,835
4至6個月	<b>1,019,371</b>	1,064,992
7至12個月	<b>26,084</b>	60,119
	<b>2,486,447</b>	2,420,946

應收貿易款項減值的虧損撥備變動載列如下：

	二零二三年 千港元	二零二二年 千港元
年初	<b>5,166</b>	3,481
減值／(減值回撥)(附註7)	<b>(1,574)</b>	1,685
年終	<b>3,592</b>	5,166

於二零二三年十二月三十一日，虧損撥備減少乃因逾期4至6個月及7至12個月的應收貿易款項減少所致。

於二零二二年十二月三十一日，虧損撥備增加乃因逾期7至12個月的應收貿易款項增加所致。

## 財務報表附註

二零二三年十二月三十一日

### 19. 應收貿易款項(續)

於每個報告日期使用撥備矩陣進行減值分析，以計量預期信貸虧損。撥備率乃基於具有類似虧損模式的各個客戶群的分組的逾期天數而定。該計算反映或然率加權結果、貨幣時值及於報告日期可得的有關過往事項、當前條件及未來經濟條件預測的合理及可靠資料。一般而言，應收貿易款項於逾期超過一年後撇銷，且不受執行工作規限。

以下載列有關本集團應收貿易款項，使用撥備矩陣的信貸風險的資料：

於二零二三年十二月三十一日

	逾期				總額
	流動	1至3個月	4至6個月	7至12個月	
預期信貸虧損率	0.04%	0.01%	5.33%	35.73%	0.14%
賬面總值(千港元)	2,169,308	304,038	10,760	5,933	2,490,039
預期信貸虧損(千港元)	868	30	574	2,120	3,592

於二零二二年十二月三十一日

	逾期				總額
	流動	1至3個月	4至6個月	7至12個月	
預期信貸虧損率	0.05%	0.02%	6.23%	44.92%	0.21%
賬面總值(千港元)	1,832,492	565,770	21,642	6,208	2,426,112
預期信貸虧損(千港元)	916	113	1,348	2,789	5,166

### 20. 預付款項、按金及其他應收款項

	二零二三年 千港元	二零二二年 千港元
預付款項	50,282	59,345
按金及其他應收款項	127,811	134,345
	178,093	193,690

20. 預付款項、按金及其他應收款項(續)

已計入上述結餘的金融資產與近期並無欠款記錄及逾期金額的應收款項有關。預期信貸虧損經參考本集團過往虧損記錄後透過採用虧損比率方法估計。虧損比率會作調整，以反映經濟狀況的現時情況及未來預測(如適用)。於二零二三年十二月三十一日及二零二二年十二月三十一日的預期信貸虧損評估為微乎其微。

21. 指定為按公平值計入其他全面收入的股本投資

	二零二三年 千港元	二零二二年 千港元
指定為按公平值計入其他全面收入的股本投資		
海外上市股本投資，按公平值		
柏騰科技有限公司	25,236	13,489

由於本集團認為該投資屬於策略性質，故上述股本投資已不可撤銷地指定為按公平值計入其他全面收入。

截至二零二三年十二月三十一日止年度，本集團指定為按公平值計入其他全面收入的股本投資總溢利為11,824,000港元(二零二二年：虧損5,429,000港元)，並於其他全面收益中予以確認。

截至二零二三年十二月三十一日止年度，本集團自柏騰科技有限公司收取股息334,000港元(二零二二年：705,000港元)。

董事認為，指定為按公平值計入其他全面收入的股本投資預期不會於報告期末後十二個月內變現。因此，該投資分類為綜合財務狀況表的非流動資產。

於財務報表獲批當日，本集團的上市股本投資之市場價值約為22,362,000港元。

## 財務報表附註

二零二三年十二月三十一日

### 22. 現金及現金等價物與已抵押及受限制銀行結餘

	二零二三年 千港元	二零二二年 千港元
現金及銀行結餘，包括原有期限不超3個月的定期存款	1,333,728	1,809,456
減：已抵押及受限制銀行結餘	(111,876)	(102,659)
現金及現金等價物	1,221,852	1,706,797

人民幣(「人民幣」)於中國內地為不可自由兌換貨幣，將資金匯出中國內地須受中國政府匯兌限制的規限。在中華民國註冊成立的公司將資金匯出中華民國亦受到若干管制，每曆年匯出的金額不得超過規定上限。根據越南外國投資法，越南盾於越南為不可自由兌換貨幣。於報告期末受中國大陸、中華民國或越南的兌換及／或匯款限制的現金及現金等價物約為495,596,000港元(二零二二年：402,897,000港元)。

銀行現金根據日常銀行存款利率按浮動利率賺取利息。短期定期存款期限為一天至三個月，視乎本集團的即時現金需求而定，並以相應的短期定期存款利率賺取利息。銀行結餘及已抵押存款已存入近期並無違約記錄且信用良好的銀行。

### 23. 持作出售之非流動資產

於截至二零二三年十二月三十一日止年度，根據因交還地塊而出售(附註13)，賬面值分別為15,445,000港元及76,015,000港元的若干租賃土地及樓宇已由使用權資產(附註14)以及物業、廠房及設備(附註13)轉撥至持作出售之非流動資產。於二零二三年十二月三十一日，董事認為因交還地塊而出售預計於報告期末後十二個月內完成。於報告期末後，因交還地塊而出售已於二零二四年三月十三日舉行的本公司股東特別大會上獲本公司股東批准。

於二零二二年十二月三十一日，總賬面值為26,210,000港元的若干機器、傢俬及裝置項目由物業、廠房及設備(附註13)轉撥至持作出售之非流動資產。於二零二二年十二月三十一日，有關出售該等資產的磋商仍在進行中，且董事認為出售極有可能於報告期末後十二個月內完成。於截至二零二三年十二月三十一日止年度，該等機器、傢俬及裝置項目經已出售並產生出售虧損964,000港元(附註7)。

## 24. 應付貿易款項及票據

應付貿易款項不計利息，且一般須於60至120天結算。

於報告期末，本集團分別按發票日期及出單日期計算的應付貿易款項及票據賬齡分析如下：

	二零二三年 千港元	二零二二年 千港元
3個月內	<b>567,760</b>	532,780
4至6個月	<b>292,661</b>	254,025
7至12個月	<b>18,814</b>	29,030
超過1年	<b>11,562</b>	6,768
	<b>890,797</b>	822,603

## 25. 其他應付款項及應計費用

	二零二三年 千港元	二零二二年 千港元
遞延收入(附註28)	<b>807</b>	858
合約負債#	<b>31,646</b>	53,851
其他應付款項##	<b>543,832</b>	756,212
應計費用	<b>500,902</b>	634,596
	<b>1,077,187</b>	1,445,517

# 合約負債指自客戶銷售貨物所得的預收款項。

於二零二二年一月一日，合約負債約為32,483,000港元。於二零二三年，合約負債減少(二零二二年：增加)主要因年底就銷售貨物而向客戶收取的預收款減少(二零二二年：增加)所致。

## 其他應付款項不計利息。

## 財務報表附註

二零二三年十二月三十一日

### 26. 衍生金融工具

	二零二三年		二零二二年	
	資產 千港元	負債 千港元	資產 千港元	負債 千港元
遠期外幣合約	-	-	-	1,676

本集團訂立多項遠期外幣合約，以削減其承受的外匯波動影響。該等遠期外幣合約並非指定用於對沖目的，且透過損益按公平值計量。於截至二零二三年十二月三十一日止年度，非對沖貨幣衍生工具的公平值變動淨額15,855,000港元(二零二二年：45,885,000港元)於損益表內扣除。

### 27. 計息銀行及其他借貸

	二零二三年			二零二二年		
	實際利率 (%)	到期日	千港元	實際利率 (%)	到期日	千港元
<b>流動</b>						
銀團貸款	6.83	2024	412,421	6.10	2023	274,842
其他銀行貸款及其他借貸	1.93-8.42	2024	2,126,718	0.56-7.51	2023	2,773,902
			<b>2,539,139</b>			<b>3,048,744</b>
<b>非流動</b>						
銀團貸款	6.83	2025	549,894	6.10	2024-2025	961,947
其他銀行貸款及其他借貸	1.93-5.25	2025-2027	47,581	1.32-1.68	2024-2027	32,437
			<b>597,475</b>			<b>994,384</b>
			<b>3,136,614</b>			<b>4,043,128</b>

27. 計息銀行及其他借貸(續)

	二零二三年 千港元	二零二二年 千港元
還款期：		
一年內	2,539,139	3,048,744
第二年	589,793	441,052
第三至五年(包括首尾兩年)	7,682	553,332
	<b>3,136,614</b>	4,043,128

附註：

(a) 本集團若干銀行貸款以下列項目作為擔保：

(i) 於報告期末，本集團於中華民國若干土地及樓宇抵押，賬面淨值為20,413,000港元(二零二二年：20,223,000港元)；及

(ii) 於報告期末，本公司提供最高為2,301,927,000港元(二零二二年：2,931,266,000港元)的公司擔保。

(b) 本集團賬面值為2,734,917,000港元(二零二二年：3,728,254,000港元)、19,590,000港元(二零二二年：20,744,000港元)及382,107,000港元(二零二二年：294,130,000港元)之銀行及其他借貸分別以美元(「美元」)、新台幣(「新台幣」)及人民幣為單位。

28. 遞延收入

	附註	二零二三年 千港元	二零二二年 千港元
與收購資產所得政府補貼有關的遞延收入	(i)	41,729	43,483
流動部分(附註25)		(807)	(858)
非流動部分		40,922	42,625

附註：

(i) 遞延收入指本集團於中國大陸成立的若干附屬公司因收購資產所得的政府補貼。



## 財務報表附註

二零二三年十二月三十一日

### 29. 股本 股份

	二零二三年 千港元	二零二二年 千港元
法定股本： 2,000,000,000股每股面值0.1港元股份	<b>200,000</b>	200,000
已發行及繳足股本： 1,200,008,445股(二零二二年：1,200,008,445股) 每股面值0.1港元股份	<b>120,001</b>	120,001

### 30. 股份報酬計劃

#### (a) 購股權計劃

本公司設立購股權計劃(「計劃」)，目的在於向對本集團成功經營作出貢獻的合資格參與者提供獎勵及回報。計劃的合資格參與者包括本公司董事(包括獨立非執行董事)、本集團其他僱員、本集團貨物或服務供應商、本集團客戶、向本集團提供研究、開發或其他技術支援的人士、本集團股東及本集團諮詢人或顧問及已經或可能為本集團的發展及成長作出貢獻的參與者。

現時批准根據計劃可授出的未行使購股權數目行使時不得多於本公司不時已發行股份的30%。於任何12個月期間內每名合資格參與者根據計劃獲授購股權而可獲發行的股份最高數目，以本公司不時已發行股份1%為限。再行授出超逾該上限的購股權須經股東在股東大會上批准。

向本公司董事、主要行政人員、主要股東或彼等之任何聯繫人授出購股權，須先經獨立非執行董事批准。此外，於任何12個月期間內向本公司主要股東或獨立非執行董事或彼等的任何聯繫人授出購股權，而所涉及股份超逾本公司不時的已發行股份0.1%或總值(根據本公司股份於授出日期的收市價計算)超逾5,000,000港元，則須先經股東在股東大會上批准。

### 30. 股份報酬計劃(續)

#### (a) 購股權計劃(續)

承授人可於獲授購股權日期起計21日內，合共支付1港元的象徵式代價接納授出購股權的建議。所授出購股權的行使期由董事釐定，行使期可由授出購股權當日開始，並於不遲於授出購股權日期起計十年當日結束。

購股權的行使價由董事釐定，但不得低於(i)香港交易所每日報價表所示本公司股份於購股權授出日期的收市價；及(ii)緊接授出日期前五個交易日香港交易所每日報價表所示本公司股份的平均收市價；及(iii)本公司股份面值的最高者。

不可選擇以現金結算。本集團過往並無以現金結算該等購股權。本集團按以股權結算計劃對本計劃作會計處理。

購股權並不賦予持有人收取股息或於股東大會投票之權利。

年內，本公司概無根據該計劃授出或註銷購股權，亦無購股權經已屆滿。

下列為計劃項下於年內尚未行使的購股權：

	二零二三年		二零二二年	
	加權平均 行使價 每股港元	購股權數目	加權平均 行使價 每股港元	購股權數目
於一月一日	<b>1.48</b>	<b>31,976,000</b>	1.48	33,512,000
已沒收	<b>1.48</b>	<b>(3,638,000)</b>	1.48	(1,536,000)
於十二月三十一日	<b>1.48</b>	<b>28,338,000</b>	1.48	31,976,000

## 財務報表附註

二零二三年十二月三十一日

### 30. 股份報酬計劃(續)

#### (a) 購股權計劃(續)

於報告期末尚未行使購股權的行使價及行使期如下：

二零二三年

購股權數目	行使價* 每股港元	行使期
164,400	1.48	2018年11月7日至2024年8月31日
514,400	1.48	2019年11月7日至2024年8月31日
515,600	1.48	2020年11月7日至2024年8月31日
13,572,800	1.48	2021年11月7日至2024年8月31日
13,570,800	1.48	2022年11月7日至2024年8月31日
<b>28,338,000</b>		

二零二二年

購股權數目	行使價* 每股港元	行使期
184,400	1.48	2018年11月7日至2024年8月31日
534,400	1.48	2019年11月7日至2024年8月31日
538,400	1.48	2020年11月7日至2024年8月31日
15,360,400	1.48	2021年11月7日至2024年8月31日
15,358,400	1.48	2022年11月7日至2024年8月31日
<b>31,976,000</b>		

\* 購股權的行使價可因供股或紅股發行，或其他本公司股本中類似變動而調整。

截至二零二三年十二月三十一日止年度，先前於僱員股份報酬儲備內確認之購股權開支6,109,000港元因沒收購股權而轉撥至保留溢利。

截至二零二二年十二月三十一日止年度，本集團就過往年度授出／取代之購股權確認購股權開支為2,276,000港元。

於報告期末，本公司根據計劃擁有28,338,000份尚未行使購股權，佔本公司當日已發行股份約2.4%。根據本公司現時的資本架構，全數行使餘下購股權將導致額外發行28,338,000股本公司普通股及新增股本2,834,000港元以及股份溢價39,106,000港元(扣除發行開支前)。

### 30. 股份報酬計劃(續)

#### (b) 股份獎勵計劃

自二零一七年五月十九日起，董事會批准採納新股份獎勵計劃(「股份獎勵計劃」)，其主要目的為(i)表彰及獎勵為本集團增長及發展付出貢獻之合資格參與者，向合資格參與者給予獎勵，並留聘彼等為本集團持續營運及發展付出貢獻；及(ii)吸引合適人才加盟，以促進本集團進一步發展。獎勵股份之歸屬期由董事會決定。

於二零二三年十二月三十一日，股份獎勵計劃下的受託人交通銀行信託有限公司持有合共354,345,774股(二零二二年：354,345,774股)。

### 31. 儲備

於過往年度及本年度本集團儲備的金額及有關變動詳情，載於財務報表第55及56頁的綜合權益變動表。

### 32. 擁有重大非控制權益之非全資附屬公司

擁有重大非控制權益之本公司附屬公司詳情載列如下：

	二零二三年	二零二二年
非控制權益持有之股權百分比：		
華元及其附屬公司(「華元集團」)	40.72%	40.72%
Mindforce及其附屬公司(「Mindforce集團」)	29%	29%
	二零二三年 千港元	二零二二年 千港元
分配予非控制權益之本年度虧損：		
華元集團	(80,379)	(29,297)
Mindforce集團	(20,675)	(44,958)
於報告日期非控制權益之累計結餘：		
華元集團	1,161,189	1,289,833
Mindforce集團	35,213	61,775

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### 32. 擁有重大非控制權益之非全資附屬公司(續)

下表列示上述部分擁有附屬公司之財務資料概要。所披露之金額乃任何公司間抵銷前金額：

	華元集團 千港元	Mindforce集團 千港元
二零二三年		
收入	2,352,848	567,448
總開支	(2,550,243)	(638,742)
本年度虧損	(197,395)	(71,294)
本年度全面開支總額	(684,234)	(125,559)
流動資產	2,392,350	353,713
非流動資產	2,197,370	557,928
流動負債	(1,701,532)	(633,784)
非流動負債	(46,756)	(156,355)
經營業務所得現金流量淨額	421,961	141,291
投資活動所用現金流量淨額	(368,219)	(12,518)
融資活動所用現金流量淨額	(34,135)	(156,747)
現金及現金等價物增加/(減少)淨額	19,607	(27,974)

	華元集團 千港元	Mindforce集團 千港元
二零二二年		
收入	2,785,604	827,851
總開支	(2,857,552)	(982,879)
本年度虧損	(71,948)	(155,028)
本年度全面開支總額	(490,056)	(202,932)
流動資產	2,949,123	514,759
非流動資產	2,530,650	654,880
流動負債	(2,290,913)	(799,668)
非流動負債	(31,505)	(156,424)
經營業務所得現金流量淨額	600,215	19,263
投資活動所得/(所用)現金流量淨額	4,280	(10,928)
融資活動所得/(所用)現金流量淨額	(362,597)	43,150
現金及現金等價物增加淨額	241,898	51,485

## 33. 綜合現金流量表附註

### (a) 主要非現金交易

- (i) 年內，本集團就租賃土地(二零二二年：租賃土地及物業)租賃安排的使用權資產和租賃負債的非現金增加分別為8,785,000港元(二零二二年：300,407,000港元)及8,008,000港元(二零二二年：300,407,000港元)。就使用權資產的非現金增加8,785,000港元而言，其中777,000港元(二零二二年：無)於年內轉撥自預付款項。
- (ii) 年內，出售分類為持作出售之非流動資產所得款項4,309,000港元尚未收取並計入二零二三年十二月三十一日之預付款項、按金及其他應收款項。
- (iii) 截至二零二二年十二月三十一日止年度，於搬遷(附註5)完成後，本集團將往年收取的補償收入726,350,000港元(於二零二一年十二月三十一日計入其他應付款及應計費用)，確認為搬遷津貼收入69,429,000港元及出讓若干物業、廠房及設備項目和使用權資產而獲得的補償收入656,921,000港元。

# 財務報表附註

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## 33. 綜合現金流量表附註(續)

### (b) 融資活動產生之負債變動

二零二三年

	租賃負債 千港元	計息銀行及其他借 貸 千港元
於二零二三年一月一日	266,277	4,043,128
融資現金流量變動	(88,223)	(831,207)
新租賃	8,008	-
提前終止	(13,127)	-
租賃修改	(28,250)	-
年內確認的累增利息	433	-
分類為經營現金流的已付利息	(433)	-
外匯變動	(2,320)	(75,307)
於二零二三年十二月三十一日	142,365	3,136,614

二零二二年

	租賃負債 千港元	計息銀行及其他借 貸 千港元
於二零二二年一月一日	1,997	4,852,654
融資現金流量變動	(32,257)	(736,231)
新租賃	300,407	-
年內確認的累增利息	1,020	-
分類為經營現金流的已付利息	(1,020)	-
外匯變動	(3,870)	(73,295)
於二零二二年十二月三十一日	266,277	4,043,128

### 33. 綜合現金流量表附註(續)

#### (c) 租賃的總現金流量

計入現金流量表的租賃現金流出總額如下：

	二零二三年 千港元	二零二二年 千港元
在經營活動中	2,453	4,163
在融資活動中	88,223	32,257
	<b>90,676</b>	36,420

### 34. 或然負債

於報告期末，本集團並無任何重大或然負債。

### 35. 承擔

本集團於報告期末之合約承擔如下：

	二零二三年 千港元	二零二二年 千港元
樓宇	44,625	11,242
機器及辦公室設備	208,554	82,162
總合約承擔	<b>253,179</b>	93,404

### 36. 關連人士交易

(a) 除此等財務報表其他部分所詳述的交易外，本集團於年內曾與關連人士進行下列交易：

	附註	二零二三年 千港元	二零二二年 千港元
向下列人士支付租賃付款：			
鄭韶文女士	(i)	142	146
鄭永康先生	(ii)	59	60
禾涎股份有限公司(「禾涎」)	(iii)	301	308
林美麗女士	(iv)	62	63



# 財務報表附註

二零二三年十二月三十一日

## 36. 關連人士交易 (續)

(a) 除此等財務報表其他部分所詳述的交易外，本集團於年內曾與關連人士進行下列交易：  
(續)

附註：

- (i) 鄭韶文女士為本公司董事鄭立育先生的女兒。租金乃根據有關各方協定的收費率釐定。截至二零二三年十二月三十一日止年度，本集團與鄭韶文女士僅訂立短期租賃協議。
- (ii) 鄭永康先生為本公司董事鄭立育先生的兒子。租金乃根據有關各方協定的收費率釐定。截至二零二三年十二月三十一日止年度，本集團與鄭永康先生僅訂立短期租賃協議。
- (iii) 鄭韶文女士及鄭永康先生均為禾涎的董事。林美麗女士(為本公司董事鄭立育先生的配偶)、鄭韶文女士及鄭永康先生均為禾涎的股東。租金乃根據有關各方協定的收費率釐定。截至二零二三年十二月三十一日止年度，本集團與禾涎僅訂立短期租賃協議。
- (iv) 林美麗女士為本公司董事鄭立育先生的配偶。租金乃根據有關各方協定的收費率釐定。截至二零二三年十二月三十一日止年度，本集團與林美麗女士僅訂立短期租賃協議。

上述關連人士交易亦構成上市規則第14A章所定義之關連交易或持續關連交易。

(b) 本集團主要管理人員的酬金(不包括董事酬金)：

	二零二三年 千港元	二零二二年 千港元
短期僱員福利	7,500	9,136
僱員股份報酬開支	—	784
向主要管理人員所付酬金總額	7,500	9,920

董事酬金的進一步詳情載於財務報表附註8。

### 37. 按類別劃分的金融工具

於報告期末，各金融工具類別的賬面值如下：

二零二三年

#### 金融資產

	以攤銷成本 計值的金融資產 千港元	指定為按公平值 計入其他全面 收入的股本投資 千港元	總額 千港元
指定為按公平值計入其他全面 收入的股本投資	—	25,236	25,236
應收貿易款項	2,486,447	—	2,486,447
已計入預付款項、按金及 其他應收款項的金融資產	79,848	—	79,848
已抵押及受限制銀行結餘	111,876	—	111,876
現金及現金等價物	1,221,852	—	1,221,852
	<b>3,900,023</b>	<b>25,236</b>	<b>3,925,259</b>

#### 金融負債

	按公平值計入 損益的金融 負債－持作買賣 千港元	按攤銷成本 列賬的金融負債 千港元	總額 千港元
應付貿易款項及票據	—	890,797	890,797
已計入其他應付款及應計費用的金融負債	—	573,940	573,940
計息銀行及其他借貸	—	3,136,614	3,136,614
租賃負債	—	142,365	142,365
	—	<b>4,743,716</b>	<b>4,743,716</b>

## 財務報表附註

二零二三年十二月三十一日

### 37. 按類別劃分的金融工具(續)

於報告期末，各金融工具類別的賬面值如下：(續)

二零二二年

#### 金融資產

	以攤銷成本 計值的金融資產 千港元	指定為按公平值 計入其他全面 收入的股本投資 千港元	總額 千港元
指定為按公平值計入其他全面 收入的股本投資	–	13,489	13,489
應收貿易款項	2,420,946	–	2,420,946
已計入預付款項、按金及 其他應收款項的金融資產	91,381	–	91,381
已抵押及受限制銀行結餘	102,659	–	102,659
現金及現金等價物	1,706,797	–	1,706,797
	4,321,783	13,489	4,335,272

#### 金融負債

	按公平值計入 損益的金融 負債－持作買賣 千港元	按攤銷成本 列賬的金融負債 千港元	總額 千港元
應付貿易款項及票據	–	822,603	822,603
已計入其他應付款及應計費用的金融負債	–	790,854	790,854
衍生金融工具	1,676	–	1,676
計息銀行借貸	–	4,043,128	4,043,128
租賃負債	–	266,277	266,277
	1,676	5,922,862	5,924,538

### 38. 金融工具公平值及公平值層級

本集團金融工具(不包括該等賬面值與公平值合理相若者)之賬面值及公平值如下：

	賬面值		公平值	
	二零二三年 千港元	二零二二年 千港元	二零二三年 千港元	二零二二年 千港元
<b>金融資產</b>				
指定為按公平值計入其他全面 收入的股本投資：				
海外上市股本投資，按公平值	25,236	13,489	25,236	13,489
<b>金融負債</b>				
衍生金融工具	-	1,676	-	1,676

管理層已評估應收貿易款項、已計入預付款項、按金及其他應收款項的金融資產、已抵押及受限制銀行結餘、現金及現金等價物、應付貿易款項及票據、已計入其他應付款項及應計費用的金融負債以及計息銀行及其他借貸之流動部份之公平值與彼等之賬面值基本相若，原因為該等工具均於短期內到期。

本集團財務部門由財務總監領導，負責釐定金融工具公平值計量的政策及程序。財務部門直接向財務總監及審核委員會報告。於各報告日期，財務部門分析金融工具價值的變動及釐定應用於估值的主要輸入數字。估值交由財務總監審核及批准。

金融資產及負債之公平值乃以該工具自願交易方(強迫或清盤出售除外)當前交易下的可交易金額入賬。

## 財務報表附註

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### 38. 金融工具公平值及公平值層級(續)

下列方法及假設乃用以估計公平值：

計息銀行及其他借貸之非流動部份公平值已透過使用具類似期限、信貸風險及剩餘到期日之工具之當前可用利率貼現預期未來現金流量計算。於二零二三年十二月三十一日及二零二二年十二月三十一日，因本集團自身不履行計息銀行及其他借貸風險而導致的公平值變動被評估為不重大。

上市股權投資之公平值乃根據所報市價計量。

本集團與多名對手(主要為信譽良好且無近期違約記錄的銀行)訂立衍生金融工具。衍生金融工具(包括遠期外匯合約)均採用與以現值計算遠期定價相似的估值技術計量。該等模型包括多項市場可觀察輸入數據，包括對手的信貸質素以及外匯的即期及遠期匯率。遠期外匯合約的賬面值與彼等的公平值相同。於二零二二年十二月三十一日，按市值標價的衍生工具狀況已扣除涉及衍生工具對手方違約風險應估的信貸評估調整。

#### 公平值層級

下表列示本集團金融工具之公平值計量層級：

#### 以公平值計量之資產

於二零二三年十二月三十一日

	採用下列之公平值計量			總額 千港元
	活躍市場報價 (第一級) 千港元	重大可觀察 輸入數據 (第二級) 千港元	重大不可觀察 輸入數據 (第三級) 千港元	
指定為按公平值計入其他全面 收入的股本投資：				
海外上市股本投資	25,236	—	—	25,236

38. 金融工具公平值及公平值層級(續)

公平值層級(續)

以公平值計量之資產(續)

於二零二二年十二月三十一日

	採用下列之公平值計量			總額 千港元
	活躍市場報價 (第一級)	重大可觀察 輸入數據 (第二級)	重大不可觀察 輸入數據 (第三級)	
	千港元	千港元	千港元	
指定為按公平值計入其他全面 收入的股本投資：				
海外上市股本投資	13,489	-	-	13,489

於二零二三年十二月三十一日，本集團概無任何按公平值計量的金融負債。

於本年度，金融資產及金融負債之第一級與第二級間並無公平值計量轉移以及並無轉入或轉出第三級(二零二二年：無)。

以公平值計量之負債

於二零二二年十二月三十一日

	採用下列之公平值計量			總額 千港元
	活躍市場報價 (第一級)	重大可觀察 輸入數據 (第二級)	重大不可觀察 輸入數據 (第三級)	
	千港元	千港元	千港元	
衍生金融工具	-	1,676	-	1,676

於本年度，金融資產及金融負債之第一級與第二級間並無公平值計量轉移以及並無轉入或轉出第三級(二零二二年：無)。

# 財務報表附註

二零二三年十二月三十一日

## 39. 金融風險管理目標及政策

本集團的主要金融工具(衍生工具除外)包括計息銀行及其他借貸、已抵押及受限制銀行結餘以及現金及短期存款。該等金融工具主要是為本集團經營業務籌集資金。本集團尚有其他各類金融資產及負債如應收貿易款項、其他應收款項、應付貿易款項及票據以及其他應付款項及應計費用，直接自日常經營活動產生。

本集團亦訂立衍生交易，主要包括遠期外匯合約，旨在管理本集團營運產生的貨幣風險。

本集團金融工具所產生的主要風險為利率風險、外幣風險、信貸風險、流動資金風險及股本價格風險。董事會審閱並同意管理各項風險的政策，並於下文概述。本集團有關衍生工具的會計政策載於財務報表附註2.4。

### 利率風險

本集團的市場利率變動風險主要來自本集團以美元計值的浮息債務承擔。

下表顯示在所有其他變數保持不變的情況下，本集團的除稅前溢利/(虧損)相對於美元利率的合理可能變動的敏感度。

	基點上升/(下跌)	除稅前虧損 減少/(增加) 千港元
二零二三年		
美元	50	(13,675)
美元	(50)	13,675

	基點上升/(下跌)	除稅前溢利 增加/(減少) 千港元
二零二二年		
美元	50	(18,641)
美元	(50)	18,641

### 39. 金融風險管理目標及政策(續)

#### 外幣風險

本集團要面對交易貨幣風險。該等風險乃因為經營單位以單位的功能貨幣以外的貨幣進行買賣而產生。

本集團有關匯率變動的市場風險主要來自並非以本集團所營運附屬公司的功能貨幣計值的若干應收貿易款項、應付貿易款項及票據、若干現金及現金等價物以及計息銀行及其他借貸。本集團利用衍生金融工具減低外幣風險，惟有關交易並不符合資格使用對沖會計法。

由於本集團大部分收入及開支分別以美元及人民幣計值，故人民幣升值對本集團之盈利能力構成不利影響。

下表顯示由於人民幣匯率的合理可能變動，在所有其他變數保持不變的情況下，對本集團於報告期末的除稅前溢利／(虧損)(源自以人民幣計值的金融工具)的敏感度分析。

	匯率上升／(下跌) %	除稅前虧損 減少／(增加) 千港元
二零二三年		
倘美元兌人民幣升值	<b>7.85</b>	<b>192,378</b>
倘美元兌人民幣貶值	<b>(7.85)</b>	<b>(192,378)</b>

	匯率上升／(下跌) %	除稅前溢利 增加／(減少) 千港元
二零二二年		
倘美元兌人民幣升值	13.48	334,779
倘美元兌人民幣貶值	(13.48)	(334,779)



# 財務報表附註

二零二三年十二月三十一日

## 39. 金融風險管理目標及政策(續)

### 信貸風險

計入綜合財務狀況表的應收貿易款項賬面值指本集團就應收貿易款項所承受的最高信貸風險。本集團持續對客戶的財務狀況進行信貸評估，並無要求客戶提供抵押品。

由於應收五大客戶的應收貿易款項佔本集團於報告期末的應收貿易款項的82%（二零二二年：82%），故此本集團就應收貿易款項的信貸風險極為集中。應收貿易款項減值虧損撥備乃根據對全部應收貿易款項的預期可收回程度作出的審閱而釐定。

### 最大風險承擔及年末階段分類

下表顯示於十二月三十一日，基於本集團信貸政策的信貸質量及最大信貸風險敞口（主要基於過往的到期資料，除非有無需付出不必要費用或努力所得的其他資料）以及年末階段分類。所列金額為金融資產的賬面總額。

於二零二三年十二月三十一日

	12個月預期 信貸虧損 第一階段 千港元	全期預期 信貸虧損 簡化方法 千港元	總額 千港元
應收貿易款項*	–	2,490,039	2,490,039
已計入預付款項、按金及其他 應收款項的金融資產			
– 正常**	79,848	–	79,848
已抵押及受限制銀行結餘			
– 尚未逾期	111,876	–	111,876
現金及現金等價物			
– 尚未逾期	1,221,852	–	1,221,852
	1,413,576	2,490,039	3,903,615

### 39. 金融風險管理目標及政策(續)

#### 信貸風險(續)

#### 最大風險承擔及年末階段分類(續)

於二零二二年十二月三十一日

	12個月預期 信貸虧損 第一階段 千港元	全期預期 信貸虧損 簡化方法 千港元	總額 千港元
應收貿易款項*	—	2,426,112	2,426,112
已計入預付款項、按金及其他 應收款項的金融資產			
— 正常**	91,381	—	91,381
已抵押及受限制銀行結餘			
— 尚未逾期	102,659	—	102,659
現金及現金等價物			
— 尚未逾期	1,706,797	—	1,706,797
	1,900,837	2,426,112	4,326,949

\* 本集團就應收貿易款項採納的簡化減值方法，所用資料乃根據財務報表附註19中披露的撥備矩陣而定。

\*\* 當已計入預付款項、按金及其他應收款項的金融資產並無逾期時，並且未有任何資料表明自初步確認以來金融資產具有顯著增加的信貸風險，則信貸質素會被視為「正常」。

有關本集團因應收貿易款項而產生之信貸風險的更多量化數據於財務報表附註19披露。

#### 流動資金風險

本集團通過使用經常性流動資金計劃工具監視資金短缺的風險。該工具考慮金融工具及金融資產(例如應收貿易款項)的到期日和來自於經營活動的現金流量預測。

本集團的目標在於透過運用銀行貸款及租賃負債，保持資金持續性與靈活性的平衡。此外，本集團亦已備有銀行信用貸款額度作緊急用途。

# 財務報表附註

二零二三年十二月三十一日

## 39. 金融風險管理目標及政策(續)

### 流動資金風險(續)

以下載列本集團於報告期末的金融負債到期日(根據已訂約惟未貼現款項計算):

	二零二三年			
	按要求或 一年內償還 千港元	二至五年 千港元	超過五年 千港元	總額 千港元
應付貿易款項及票據	890,797	–	–	890,797
租賃負債	134,839	2,382	13,288	150,509
已計入其他應付款及應該費用的金融負債	573,940	–	–	573,940
計息銀行及其他借貸	2,620,898	625,261	–	3,246,159
	<b>4,220,474</b>	<b>627,643</b>	<b>13,288</b>	<b>4,861,405</b>

	二零二二年			
	按要求或 一年內償還 千港元	二至五年 千港元	超過五年 千港元	總額 千港元
應付貿易款項及票據	822,603	–	–	822,603
租賃負債	245,472	15,546	13,785	274,803
已計入其他應付款及應該費用的金融負債	790,854	–	–	790,854
計息銀行借貸	3,093,878	1,014,198	–	4,108,076
	<b>4,952,807</b>	<b>1,029,744</b>	<b>13,785</b>	<b>5,996,336</b>

### 股本價格風險

股本價格風險為股本指數水平及個別證券價值變動導致股本證券公平值下降的風險。於二零二三年十二月三十一日，本集團面對的股本價格風險來自歸類為指定為按公平值計入其他全面收入的股本投資(附註21)的個別股本投資。本集團的上市投資乃於台灣證券交易所(「台交所」)上市，按報告期末所報市場價格估值。

### 39. 金融風險管理目標及政策(續)

#### 股本價格風險(續)

於年內距報告期末最近的交易日營業時間結束時以下證券交易所的市場股本指數，以及其於年內的最高及最低點如下：

	二零二三年 十二月三十一日	高/低 二零二三年	二零二二年 十二月三十一日	高/低 二零二二年
中華民國－台交所加權指數	17,931	17,946/14,002	14,138	18,620/12,629

下表顯示股本投資公平值的合理可能變動的敏感度分析在所有其他變數保持不變的情況下及受到任何遞延稅項影響之前，以報告期末的賬面值為基準。就此項分析的目的而言，指定為按公平值計入其他全面收入的股本投資被視為只會影響公平值儲備。

	股本投資賬面值 千港元	股本價格 增加/(減少) %	權益* 增加/(減少) 千港元
二零二三年 於以下地區上市的投資： 中華民國－按公平值計入其他全面收入的股本投資	25,236 25,236	48.85 (48.85)	12,328 (12,328)
二零二二年 於以下地區上市的投資： 中華民國－按公平值計入其他全面收入的股本投資	13,489 13,489	33.33 (33.33)	4,496 (4,496)

\* 不包括保留溢利

# 財務報表附註

二零二三年十二月三十一日

## 39. 金融風險管理目標及政策(續)

### 資本管理

本集團管理資本的首要目標乃保障本集團能持續經營，並維持穩健的資本比例，以支持業務及提高股東價值。

本集團管理資本結構以及根據經濟狀況及相關資產風險特徵的轉變作出調整。本集團可以通過調整對股東派發的股息、向股東發還資本或發行新股份以保持或調整資本結構。本集團不受任何外部實施的資本規定限制。於截至二零二三年十二月三十一日及二零二二年十二月三十一日止年度內，本集團的資本管理目標、政策或程序並無轉變。

本集團通過使用資本負債率(以銀行及其他借貸總額除以總資產)監察資本。於報告期末的資本負債率如下：

	二零二三年 十二月三十一日 千港元	二零二二年 十二月三十一日 千港元
銀行及其他借貸總額	<b>3,136,614</b>	4,043,128
非流動資產總額	<b>6,527,161</b>	7,545,933
流動資產總額	<b>5,628,353</b>	6,643,997
總資產	<b>12,155,514</b>	14,189,930
資本負債率	<b>26%</b>	28%

40. 本公司財務狀況報表

本公司於報告期末財務狀況表的資料如下：

	二零二三年 千港元	二零二二年 千港元
非流動資產		
於附屬公司之投資	<b>1,080,944</b>	1,080,944
流動資產		
應收附屬公司款項	<b>5,017,005</b>	5,017,797
預付款項、按金及其他應收款項	<b>252</b>	288
受限制銀行結餘	<b>87,093</b>	68,894
現金及現金等價物	<b>5,763</b>	14,053
流動資產總額	<b>5,110,113</b>	5,101,032
流動負債		
應付附屬公司款項	<b>1,986,635</b>	1,926,635
其他應付款項及應計費用	<b>5,669</b>	5,291
流動負債總額	<b>1,992,304</b>	1,931,926
流動資產淨額	<b>3,117,809</b>	3,169,106
資產淨值	<b>4,198,753</b>	4,250,050
權益		
已發行股本	<b>120,001</b>	120,001
儲備(附註)	<b>4,078,752</b>	4,130,049
權益總額	<b>4,198,753</b>	4,250,050

# 財務報表附註

二零二三年十二月三十一日

## 40. 本公司財務狀況報表(續)

附註：

本公司之儲備概要載列如下：

	股份溢價賬 千港元	股份獎勵 計劃下持有 之股份 千港元	僱員股份 報酬儲備 千港元	其他儲備 千港元	保留溢利 千港元	總額 千港元
於二零二二年一月一日	187,919	(745,831)	57,971	316,058	3,740,190	3,556,307
本年度全面收入總額	-	-	-	-	639,119	639,119
於股份獎勵計劃中收取之股息	-	28,348	-	-	-	28,348
股份報酬安排	-	-	2,276	-	-	2,276
二零二一年末期股息	-	-	-	-	(96,001)	(96,001)
於二零二二年十二月三十一日及二零二三年 一月一日	<b>187,919</b>	<b>(717,483)</b>	<b>60,247</b>	<b>316,058</b>	<b>4,283,308</b>	<b>4,130,049</b>
本年度全面虧損總額	-	-	-	-	(9,014)	(9,014)
於股份獎勵計劃中收取之股息	-	17,717	-	-	-	17,717
因沒收購股權而轉出僱員股份報酬儲備	-	-	(6,109)	-	6,109	-
二零二二年末期股息	-	-	-	-	(60,000)	(60,000)
於二零二三年十二月三十一日	<b>187,919</b>	<b>(699,766)</b>	<b>54,138</b>	<b>316,058</b>	<b>4,220,403</b>	<b>4,078,752</b>

僱員股份報酬儲備包括已授出惟未行使的購股權公平值，誠如財務報表附註2.4股份付款會計政策進一步闡釋。該款項將於(i)行使相關購股權時轉撥至股份溢價賬；(ii)相關購股權到期時轉撥至保留溢利；或(iii)相關購股權被沒收時轉撥至保留溢利。

## 41. 本報告期後事項

於報告期後，附註13詳述之因交還地塊而出售已於二零二四年三月十三日召開的本公司股東特別大會上獲本公司股東批准。因交還地塊而出售計劃將於二零二四年完成，預計可產生稅前出售收益約548,854,000港元。

## 42. 批准財務報表

於二零二四年三月十八日，董事會已批准並授權刊發財務報表。

# 附件五





## To the shareholders of Ju Teng International Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

### Opinion

We have audited the consolidated financial statements of Ju Teng International Holdings Limited (the "Company") and its subsidiaries (the "Group") set out on pages 51 to 143, which comprise the consolidated statement of financial position as at 31 December 2023, and the consolidated statement of profit or loss, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2023, 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 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. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

# INDEPENDENT AUDITOR'S REPORT (continued)

## To the shareholders of Ju Teng International Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

### Key audit matters (continued)

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

#### Key audit matter

##### *Assessment of inventory provision*

As at 31 December 2023, the net carrying value of the Group's inventories amounted to HK\$1,538,625,000. The assessment of inventory provision is based on the estimated net realisable value of inventories, which requires significant management judgements and estimates. Management considers various factors, including the conditions and ageing of inventories, sales pattern and selling prices of inventories, market demand and the Group's future plan of usage and sale of inventories. Management's provision assessment involves a high level of judgements and estimates, and is subject to uncertainty due to rapid changes of the notebook and tablet computer market.

Related disclosures about inventories are included in notes 3 and 18 to the consolidated financial statements.

#### How our audit addressed the key audit matter

Our audit procedures included, among others, evaluating management's assessment methodology based on the Group's circumstances, and evaluating the inputs and assumptions applied by management in performing the provision assessment by reviewing the ageing, the historical usage and sales patterns, the post year-end usage, sales and selling prices, of selected samples of inventories.

# INDEPENDENT AUDITOR'S REPORT (continued)

## To the shareholders of Ju Teng International Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

### Key audit matters (continued)

#### Key audit matter

##### *Impairment assessment of property, plant and equipment*

As at 31 December 2023, the net carrying amount of the Group's property, plant and equipment was HK\$5,679,602,000. These property, plant and equipment relate to the manufacture and sale of casings for notebook computer and handheld devices cash-generating unit. Management assesses whether there are any indicators of impairment for property, plant and equipment at the end of each reporting year, and performs impairment assessment when an impairment indicator is identified. The impairment assessment is based on the recoverable amount of the cash-generating unit. Management's assessment process involves significant judgements and estimates, including the estimation of expected future cash flows and the use of other assumptions, such as terminal growth rate and discount rate applied, which are sensitive to expected future market or economic conditions and the cash-generating unit's actual performance.

Related disclosures about property, plant and equipment are included in notes 3 and 13 to the consolidated financial statements.

#### How our audit addressed the key audit matter

Our audit procedures included, among others, involving our valuation specialists to assist us in evaluating the methodologies and key assumptions used by management in the discounted cash flow forecasts, including discount rate and terminal growth rate. We also compared the forecasts prepared by management with the historical performance of the cash-generating unit and the business development plan.

# INDEPENDENT AUDITOR'S REPORT (continued)

## To the shareholders of Ju Teng International Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

### Other information included in the Annual Report

The directors of the Company are responsible for the other information. The other information comprises the information included in the Annual Report, other than the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of the directors 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 of the Company 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 of the Company either intend to liquidate the Group or to cease operations or have no realistic alternative but to do so.

The directors of the Company are assisted by the Audit Committee in discharging their responsibilities 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. Our report is made solely to you, as a body, 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.

## INDEPENDENT AUDITOR'S REPORT (continued)

### To the shareholders of Ju Teng International Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

### 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.

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.

## INDEPENDENT AUDITOR'S REPORT (continued)

### To the shareholders of Ju Teng International Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

### Auditor's responsibilities for the audit of the consolidated financial statements

(continued)

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 Kwong Ka Yan.



#### **Certified Public Accountants**

27/F, One Taikoo Place  
979 King's Road  
Quarry Bay  
Hong Kong

18 March 2024

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS

Year ended 31 December 2023

	Notes	2023 HK\$'000	2022 HK\$'000
<b>REVENUE</b>	5	<b>6,936,056</b>	8,255,947
Cost of sales		<b>(6,428,556)</b>	(7,792,204)
Gross profit		<b>507,500</b>	463,743
Other income and gains	5	<b>279,626</b>	1,093,976
Selling and distribution expenses		<b>(145,996)</b>	(170,007)
Administrative expenses		<b>(518,044)</b>	(635,639)
Other expenses		<b>(75,122)</b>	(391,986)
Finance costs	6	<b>(214,562)</b>	(121,573)
Share of loss of an associate		<b>(47)</b>	(7)
<b>PROFIT/(LOSS) BEFORE TAX</b>	7	<b>(166,645)</b>	238,507
Income tax expense	10	<b>(162,176)</b>	(180,404)
<b>PROFIT/(LOSS) FOR THE YEAR</b>		<b>(328,821)</b>	58,103
Attributable to:			
Equity holders of the Company		<b>(230,815)</b>	172,149
Non-controlling interests		<b>(98,006)</b>	(114,046)
		<b>(328,821)</b>	58,103
<b>EARNINGS/(LOSS) PER SHARE ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY</b>	12		
– Basic (HK cents)		<b>(27.3)</b>	20.4
– Diluted (HK cents)		<b>(27.3)</b>	20.4

# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Year ended 31 December 2023

	Notes	2023 HK\$'000	2022 HK\$'000
<b>PROFIT/(LOSS) FOR THE YEAR</b>		<b>(328,821)</b>	58,103
<b>OTHER COMPREHENSIVE INCOME/(EXPENSES)</b>			
Other comprehensive expenses that may be reclassified to profit or loss in subsequent periods:			
Exchange differences on translation of foreign operations		<b>(309,785)</b>	(1,091,711)
Release of exchange fluctuation reserve upon disposal of a subsidiary		<b>(15,993)</b>	–
		<b>(325,778)</b>	(1,091,711)
Other comprehensive income/(expenses) that will not be reclassified to profit or loss in subsequent periods:			
Equity investment designated at fair value through other comprehensive income:			
Change in fair value	21	<b>11,824</b>	(5,429)
Income tax effect	16	<b>(1,437)</b>	–
		<b>10,387</b>	(5,429)
<b>OTHER COMPREHENSIVE EXPENSES FOR THE YEAR, NET OF TAX</b>		<b>(315,391)</b>	(1,097,140)
<b>TOTAL COMPREHENSIVE EXPENSES FOR THE YEAR</b>		<b>(644,212)</b>	(1,039,037)
Attributable to:			
Equity holders of the Company		<b>(530,656)</b>	(738,373)
Non-controlling interests		<b>(113,556)</b>	(300,664)
		<b>(644,212)</b>	(1,039,037)



# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

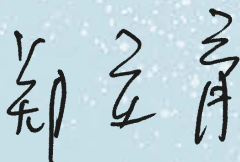
31 December 2023

	Notes	2023 HK\$'000	2022 HK\$'000
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	13	5,679,602	6,587,803
Right-of-use assets	14(a)	807,247	887,421
Deferred tax assets	16	7,102	14,210
Prepayments for acquisition of property, plant and equipment		7,974	30,356
Investment in an associate	17	–	12,654
Equity investment designated at fair value through other comprehensive income	21	25,236	13,489
<b>Total non-current assets</b>		<b>6,527,161</b>	<b>7,545,933</b>
<b>CURRENT ASSETS</b>			
Inventories	18	1,538,625	2,193,695
Trade receivables	19	2,486,447	2,420,946
Prepayments, deposits and other receivables	20	178,093	193,690
Pledged and restricted bank balances	22	111,876	102,659
Cash and cash equivalents	22	1,221,852	1,706,797
		5,536,893	6,617,787
Non-current assets classified as held for sale	23	91,460	26,210
<b>Total current assets</b>		<b>5,628,353</b>	<b>6,643,997</b>
<b>CURRENT LIABILITIES</b>			
Trade and bills payables	24	890,797	822,603
Other payables and accruals	25	1,077,187	1,445,517
Lease liabilities	14(b)	133,100	244,513
Tax payable		39,189	51,245
Derivative financial instruments	26	–	1,676
Interest-bearing bank and other borrowings	27	2,539,139	3,048,744
<b>Total current liabilities</b>		<b>4,679,412</b>	<b>5,614,298</b>
<b>NET CURRENT ASSETS</b>		<b>948,941</b>	<b>1,029,699</b>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<b>7,476,102</b>	<b>8,575,632</b>

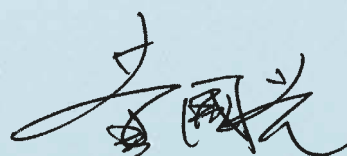
# CONSOLIDATED STATEMENT OF FINANCIAL POSITION (continued)

31 December 2023

	Notes	2023 HK\$'000	2022 HK\$'000
<b>NON-CURRENT LIABILITIES</b>			
Interest-bearing bank and other borrowings	27	597,475	994,384
Deferred income	28	40,922	42,625
Lease liabilities	14(b)	9,265	21,764
Deferred tax liabilities	16	71,648	73,572
Total non-current liabilities		719,310	1,132,345
Net assets		6,756,792	7,443,287
<b>EQUITY</b>			
<b>Equity attributable to equity holders of the Company</b>			
Issued capital	29	120,001	120,001
Reserves	31	5,345,443	5,918,382
		5,465,444	6,038,383
<b>Non-controlling interests</b>		1,291,348	1,404,904
Total equity		6,756,792	7,443,287



**Cheng Li-Yu**  
Director



**Huang Kuo-Kuang**  
Director

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Year ended 31 December 2023

	Attributable to equity holders of the Company												
	Note	Issued capital HK\$'000	Share premium account HK\$'000	Shares	Employee	Statutory reserve fund HK\$'000	Exchange fluctuation reserve HK\$'000	Retained profits HK\$'000	Fair value reserve HK\$'000	Other reserves HK\$'000	Non-controlling interests Total HK\$'000	Total equity HK\$'000	
				held under	share-based								
				share award plan HK\$'000	compensation reserve HK\$'000								
(Note 29)	Note (c)	Note (c)	Note (c)	(a), (c)	Note (c)	Note (c)	Note (c)	Notes (b), (c)					
At 1 January 2022		120,001	187,919	(745,831)	57,971	520,715	501,669	5,871,491	4,235	323,963	6,842,133	1,705,568	8,547,701
Profit for the year		-	-	-	-	-	-	172,149	-	-	172,149	(114,046)	58,103
Other comprehensive expenses for the year:													
Change in fair value of an equity investment designated at fair value through other comprehensive income, net of tax		-	-	-	-	-	-	-	(5,429)	-	(5,429)	-	(5,429)
Exchange differences on translation of foreign operations		-	-	-	-	-	(905,093)	-	-	-	(905,093)	(186,618)	(1,091,711)
Total comprehensive income/(expenses) for the year		-	-	-	-	-	(905,093)	172,149	(5,429)	-	(738,373)	(300,664)	(1,039,037)
Dividend received under the share award plan		-	-	28,348	-	-	-	-	-	-	28,348	-	28,348
Share-based compensation arrangements	30	-	-	-	2,276	-	-	-	-	-	2,276	-	2,276
Transfer from retained profits		-	-	-	-	29,027	-	(29,027)	-	-	-	-	-
2021 final dividend		-	-	-	-	-	-	(96,001)	-	-	(96,001)	-	(96,001)
At 31 December 2022		120,001	187,919	(717,483)	60,247	549,742	(403,424)	5,918,612	(1,194)	323,963	6,038,383	1,404,904	7,443,287

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (continued)

Year ended 31 December 2023

	Attributable to equity holders of the Company												
	Note	Issued capital HK\$'000	Share premium account HK\$'000	Shares	Employee	Statutory reserve fund HK\$'000	Exchange fluctuation reserve HK\$'000	Retained profits HK\$'000	Fair value reserve HK\$'000	Other reserves HK\$'000	Non-controlling interests Total HK\$'000	Total equity HK\$'000	
				held under share award plan HK\$'000	share-based compensation reserve HK\$'000								
				Notes	Notes								
(Note 29)	Note (c)	Note (c)	Note (c)	(a), (c)	Note (c)	Note (c)	Note (c)	Notes (b), (c)					
At 1 January 2023		120,001	187,919	(717,483)	60,247	549,742	(403,424)	5,918,612	(1,194)	323,963	6,038,383	1,404,904	7,443,287
Loss for the year		-	-	-	-	-	-	(230,815)	-	-	(230,815)	(98,006)	(328,821)
Other comprehensive income/(expenses) for the year:													
Change in fair value of an equity investment designated at fair value through other comprehensive income, net of tax		-	-	-	-	-	-	-	10,387	-	10,387	-	10,387
Exchange differences on translation of foreign operations		-	-	-	-	-	(294,235)	-	-	-	(294,235)	(15,550)	(309,785)
Release of exchange fluctuation reserve upon disposal of a subsidiary		-	-	-	-	-	(15,993)	-	-	-	(15,993)	-	(15,993)
Total comprehensive income/(expenses) for the year		-	-	-	-	-	(310,228)	(230,815)	10,387	-	(530,656)	(113,556)	(644,212)
Dividend received under the share award plan		-	-	17,717	-	-	-	-	-	-	17,717	-	17,717
Transfer of employee share-based compensation reserve upon the forfeiture of share options	30	-	-	-	(6,109)	-	-	6,109	-	-	-	-	-
Transfer from retained profits		-	-	-	-	44,174	-	(44,174)	-	-	-	-	-
2022 final dividend		-	-	-	-	-	-	(60,000)	-	-	(60,000)	-	(60,000)
At 31 December 2023		120,001	187,919	(699,766)	54,138	593,916	(713,652)	5,589,732	9,193	323,963	5,465,444	1,291,348	6,756,792

## Notes:

- In accordance with the relevant regulations in the People's Republic of China (the "PRC" or "Chinese Mainland"), the Company's subsidiaries established in the PRC are required to transfer a certain percentage of their profit after tax to the statutory reserve fund. Subject to certain restrictions set out in the relevant PRC regulations and in the subsidiaries' articles of association, the statutory reserve fund may be used either to offset losses, or for capitalisation issue by way of paid-up capital.
- The other reserves comprise capital reserve which represents profits of the Company's subsidiaries capitalised during the prior years and other capital reserve.
- These reserve accounts comprise the consolidated reserves of HK\$5,345,443,000 (2022: HK\$5,918,382,000) in the consolidated statement of financial position.

# CONSOLIDATED STATEMENT OF CASH FLOWS

Year ended 31 December 2023

	Notes	2023 HK\$'000	2022 HK\$'000
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Profit/(loss) before tax		<b>(166,645)</b>	238,507
Adjustments for:			
Finance costs	6	<b>214,562</b>	121,573
Share of loss of an associate	17	<b>47</b>	7
Interest income	5	<b>(28,167)</b>	(8,676)
Dividend income	5	<b>(334)</b>	(705)
Write-off of long outstanding trade payables	5	<b>–</b>	(827)
Write-off of long outstanding other payables and accruals	5	<b>(2,110)</b>	(728)
Depreciation of property, plant and equipment	7	<b>812,325</b>	1,001,293
Depreciation of right-of-use assets	7	<b>21,825</b>	23,803
Loss/(gain) on disposal of items of property, plant and equipment and right-of-use assets, net	7	<b>2,344</b>	(525,446)
Gain on modification of a lease	5	<b>(7,375)</b>	–
Loss on disposal of non-current assets classified as held for sale	7	<b>964</b>	–
Gain on deregistration of an associate		<b>(632)</b>	–
Gain on disposal of a subsidiary	5	<b>(42,507)</b>	–
Gain on early termination of a lease		<b>(516)</b>	–
Impairment of goodwill	15	<b>–</b>	52,488
Impairment of property, plant and equipment	13	<b>45,000</b>	285,401
Impairment/(reversal of impairment) of trade receivables	19	<b>(1,574)</b>	1,685
Write-off/(write-back) of trade receivables	7	<b>4,729</b>	(2,523)
Provision/(reversal of provision) for inventories, net	7	<b>(40,518)</b>	108,229
Recognition of subsidy income	33(a)	<b>–</b>	(69,429)
Fair value loss on derivative financial instruments, net	7	<b>15,855</b>	45,885
Equity-settled share option expenses	30(a)	<b>–</b>	2,276
		<b>827,273</b>	1,272,813
Decrease in inventories		<b>638,479</b>	116,871
Decrease/(increase) in trade receivables		<b>(131,815)</b>	1,599,469
Decrease in prepayments, deposits and other receivables	33(a)	<b>14,904</b>	149,301
Movement in derivative financial instruments		<b>(17,531)</b>	(40,725)
Increase/(decrease) in trade and bills payables		<b>87,960</b>	(433,985)
Decrease in other payables and accruals		<b>(451,192)</b>	(150,328)
Cash generated from operations		<b>968,078</b>	2,513,416

# CONSOLIDATED STATEMENT OF CASH FLOWS (continued)

Year ended 31 December 2023

	Notes	2023 HK\$'000	2022 HK\$'000
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Cash generated from operations		968,078	2,513,416
PRC income tax paid		(66,389)	(107,957)
PRC income tax refunded		–	1,604
Overseas income tax refunded		2,047	–
Overseas income tax paid		(3,353)	(7,132)
Withholding tax paid		(106,446)	(20,456)
Interest received		28,167	8,676
Interest paid		(224,049)	(132,277)
Net cash flows from operating activities		598,055	2,255,874
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Purchases of items of property, plant and equipment		(170,841)	(516,032)
Proceeds from disposal of items of property, plant and equipment and right-of-use assets	33(a)	15,518	95,113
Proceeds from disposal of non-current assets classified as held for sale	33(a)	20,376	–
Investment in an associate		–	(12,661)
Disposal of a subsidiary		26,514	–
Increase in pledged and restricted bank balances		(9,217)	(27,915)
Increase in prepayments for acquisition of property, plant and equipment		(7,974)	(30,356)
Proceeds from deregistration of an associate		13,218	–
Dividends received		334	705
Net cash flows used in investing activities		(112,072)	(491,146)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
New bank loans and other borrowings		2,647,346	5,287,678
Repayment of bank loans and other borrowings		(3,478,553)	(6,023,909)
Dividend paid		(60,000)	(96,001)
Dividend received under the share award plan		17,717	28,348
Principal portion of lease payments		(88,223)	(32,257)
Net cash flows used in financing activities		(961,713)	(836,141)

# CONSOLIDATED STATEMENT OF CASH FLOWS (continued)

Year ended 31 December 2023

	Notes	2023 HK\$'000	2022 HK\$'000
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>		<b>(475,730)</b>	928,587
Cash and cash equivalents at beginning of year		<b>1,706,797</b>	848,600
Effect of foreign exchange rate changes, net		<b>(9,215)</b>	(70,390)
<b>CASH AND CASH EQUIVALENTS AT END OF YEAR</b>		<b>1,221,852</b>	1,706,797
<b>ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS</b>			
Cash and bank balances	22	<b>1,221,852</b>	1,706,797
Cash and cash equivalents as stated in the consolidated statement of financial position and the consolidated statement of cash flows		<b>1,221,852</b>	1,706,797

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 1. CORPORATE AND GROUP INFORMATION

Ju Teng International Holdings Limited is a limited liability company incorporated in the Cayman Islands. During the year, the Company and its subsidiaries (collectively referred to as the “Group”) were principally engaged in the manufacture and sale of casings for notebook computer and handheld devices. The registered address of the Company is Cricket Square, Hutchins Drive, P. O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands.

### Information about subsidiaries

Particulars of the Company’s principal subsidiaries are as follows:

Company name	Place of incorporation/ registration and business	Issued and paid-up share/ registered capital	Equity interest attributable to the Company	Principal activities
Best Alliance Holding Inc. ^	British Virgin Islands (“BVI”)/ The Republic of China (The “ROC”)	US\$52,600,000 Ordinary	100%	Investment holding
Giant Glory International Limited	Samoa/ROC	US\$49,777,419 Ordinary	100%	Investment holding
Everyday Computer Components (Suzhou) Co., Ltd. *	PRC	US\$52,500,000	100%	Manufacture and sale of casings
Suzhou Dazhi Communication Accessory Co., Ltd. *	PRC	US\$148,500,000	100%	Manufacture and sale of casings
Ju Teng (Neijiang) Communication Accessory Co., Ltd. *	PRC	US\$101,000,000	100%	Manufacture and sale of casings
Tri-Great International Limited	Samoa/ROC	US\$1,000,000 Ordinary	100%	Sale of casings and related materials
Gi Li Co., Ltd.	ROC	NT\$105,000,000 Ordinary	100%	Sale of casings and related materials
Grand Develop Investments Limited	Hong Kong	HK\$1 Ordinary	100%	Provision of general administrative and support services
Mindforce Holdings Limited (“Mindforce”)	BVI/ROC	US\$75,101,000 Ordinary	71%	Investment holding
WIS Precision (Kunshan) Co., Ltd. *	PRC	US\$25,000,000	71%	Manufacture and sale of casings



# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 1. CORPORATE AND GROUP INFORMATION *(continued)*

### Information about subsidiaries *(continued)*

Particulars of the Company's principal subsidiaries are as follows: *(continued)*

Company name	Place of incorporation/ registration and business	Issued and paid-up share/ registered capital	Equity interest attributable to the Company	Principal activities
WIS Precision (Taizhou) Co., Ltd. *	PRC	US\$69,800,000	71%	Manufacture and sale of casings
Dynamic Apex Limited	Macau	MOP100,000	100%	Sale of casings and related materials
Fullerton Ltd.	Samoa/ROC	US\$31,749,800 Ordinary	71%	Investment holding and sale of computer equipment and peripherals
Lian-Yi Precision (Zhongshan) Inc. *	PRC	US\$33,400,000	71%	Manufacture and sale of computer equipment and peripherals
Wah Yuen Technology Holding Limited ("Wah Yuen")	Mauritius/ROC	US\$261,758,240 Ordinary	59.28%	Investment holding
Hong Ya Technology Corp.	ROC	NT\$475,577,800 Ordinary	59.28%	Manufacture and sale of casings
Compal Precision Module China Holdings Ltd.	Mauritius/ROC	US\$236,267,926 Ordinary	59.28%	Investment holding and sale of casings and related materials
Compal Precision Module (Jiangsu) Company Limited *	PRC	US\$420,000,000	59.28%	Manufacture and sale of casings
Compal Electronic Technology (Chongqing) Co., Ltd. *	PRC	US\$60,000,000	59.28%	Manufacture and sale of casings

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 1. CORPORATE AND GROUP INFORMATION *(continued)*

### Information about subsidiaries *(continued)*

Particulars of the Company's principal subsidiaries are as follows: *(continued)*

Company name	Place of incorporation/ registration and business	Issued and paid-up share/ registered capital	Equity interest attributable to the Company	Principal activities
Jiang Su Inoac Juteng Polymer Co., Ltd. *	PRC	US\$6,000,000	81.46%	Manufacture and sale of materials
Wujiang Dading Precision Mould Co., Ltd. *	PRC	US\$80,000,000	100%	Manufacture and sale of casings
Tasun (Chongqing) Electronic Technology Co., Ltd. *	PRC	US\$90,000,000	100%	Manufacture and sale of casings
Dongxu Juteng Electronic Material (Jurong) Co. Ltd. *	PRC	US\$1,000,000	51%	Manufacture and sale of materials
He Li Cheng Electronic Material (Chong Qing) Co. Ltd. *	PRC	US\$700,000	51%	Manufacture and sale of materials
Juteng Electronic Technology (Taizhou) Co., Ltd. *	PRC	US\$180,000,000	100%	Manufacture and sale of casings
Ju Teng Electronic Technology (Vietnam) Limited	Vietnam	US\$22,090,000	71.5%	Manufacture and sale of casings

\* Registered as wholly-foreign-owned enterprises under the PRC law

^ Directly held by the Company

The above table lists the subsidiaries of the Company which, in the opinion of the directors, principally affected the results for the year or formed a substantial portion of the net assets of the Group. To give details of other subsidiaries would, in the opinion of the directors, result in particulars of excessive length.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 1. CORPORATE AND GROUP INFORMATION *(continued)*

### Information about subsidiaries *(continued)*

#### Disposal of a subsidiary

On 29 January 2023, the Group disposed of its entire interest in Ju Teng Electronics (Shanghai) Co., Limited (“Ju Teng Electronics (Shanghai)”), an indirectly held wholly-owned subsidiary, to an independent third party for a cash consideration of HK\$26,514,000.

	2023 HK\$'000
Exchange fluctuation reserve	(15,993)
Gain on disposal of a subsidiary	42,507
<b>Total consideration</b>	<b>26,514</b>
Satisfied by:	
Cash	26,514

An analysis of the net inflow of cash and cash equivalents in respect of the disposal of Ju Teng Electronics (Shanghai) is as follows:

	2023 HK\$'000
Net inflow of cash and cash equivalents in respect of the disposal of a subsidiary	26,514

## 2. ACCOUNTING POLICIES

### 2.1 Basis of Preparation

These financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”) (which include all Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (“HKASs”) and Interpretations) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the disclosure requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention, except for derivative financial instruments and an equity investment designated at fair value through other comprehensive income which have been measured at fair value. Non-current assets held for sale are stated at the lower of their carrying amounts and fair values less costs to sell as further explained in note 2.4. These financial statements are presented in Hong Kong dollars (“HK\$”) and all values are rounded to the nearest thousand except when otherwise indicated.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 2. ACCOUNTING POLICIES *(continued)*

### 2.1 Basis of Preparation *(continued)*

#### *Basis of consolidation*

The consolidated financial statements include the financial statements of the Company and its subsidiaries for the year ended 31 December 2023. A subsidiary is an entity (including a structured entity), directly or indirectly, controlled by the Company. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee (i.e., existing rights that give the Group the current ability to direct the relevant activities of the investee).

Generally, there is a presumption that a majority of voting rights results in control. When the Company has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- (a) the contractual arrangement with the other vote holders of the investee;
- (b) rights arising from other contractual arrangements; and
- (c) the Group's voting rights and potential voting rights.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. The results of subsidiaries are consolidated from the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Profit or loss and each component of other comprehensive income are attributed to the owners of the parent of the Group and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control described above. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, any non-controlling interest and the exchange fluctuation reserve; and recognises the fair value of any investment retained and any resulting surplus or deficit in profit or loss. The Group's share of components previously recognised in other comprehensive income is reclassified to profit or loss or retained profits, as appropriate, on the same basis as would be required if the Group had directly disposed of the related assets or liabilities.

## 2. ACCOUNTING POLICIES *(continued)*

### 2.2 Changes in Accounting Policies and Disclosures

The Group has adopted the following new and revised HKFRSs for the first time for the current year's financial statements.

HKFRS 17	<i>Insurance Contracts</i>
Amendments to HKAS 1 and HKFRS Practice Statement 2	<i>Disclosure of Accounting Policies</i>
Amendments to HKAS 8	<i>Definition of Accounting Estimates</i>
Amendments to HKAS 12	<i>Deferred Tax related to Assets and Liabilities arising from a Single Transaction</i>
Amendments to HKAS 12	<i>International Tax Reform – Pillar Two Model Rules</i>

The nature and the impact of the new and revised HKFRSs that are applicable to the Group are described below:

- (a) Amendments to HKAS 1 require entities to disclose their material accounting policy information rather than their significant accounting policies. Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements. Amendments to HKFRS Practice Statement 2 *Making Materiality Judgements* provide non-mandatory guidance on how to apply the concept of materiality to accounting policy disclosures. The Group has disclosed the material accounting policy information in note 2 to the financial statements. The amendments did not have any impact on the measurement, recognition or presentation of any items in the Group's financial statements.
- (b) Amendments to HKAS 8 clarify the distinction between changes in accounting estimates and changes in accounting policies. Accounting estimates are defined as monetary amounts in financial statements that are subject to measurement uncertainty. The amendments also clarify how entities use measurement techniques and inputs to develop accounting estimates. Since the Group's approach and policy align with the amendments, the amendments had no impact on the Group's financial statements.
- (c) Amendments to HKAS 12 *Deferred Tax related to Assets and Liabilities arising from a Single Transaction* narrow the scope of the initial recognition exception in HKAS 12 so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences, such as leases and decommissioning obligations. Therefore, entities are required to recognise a deferred tax asset (provided that sufficient taxable profit is available) and a deferred tax liability for temporary differences arising from these transactions. The amendments did not have any significant impact on the financial position and performance of the Group.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 2. ACCOUNTING POLICIES (continued)

### 2.2 Changes in Accounting Policies and Disclosures (continued)

- (d) Amendments to HKAS 12 *International Tax Reform – Pillar Two Model Rules* introduce a mandatory temporary exception from the recognition and disclosure of deferred taxes arising from the implementation of the Pillar Two model rules published by the Organisation for Economic Co-operation and Development. The amendments also introduce disclosure requirements for the affected entities to help users of the financial statements better understand the entities' exposure to Pillar Two income taxes, including the disclosure of current tax related to Pillar Two income taxes separately in the periods when Pillar Two legislation is effective and the disclosure of known or reasonably estimable information of their exposure to Pillar Two income taxes in periods in which the legislation is enacted or substantively enacted but not yet in effect. The Group has applied the amendments retrospectively.

The Group has not yet applied the temporary exception during the current year because the entities comprising the Group are operating in jurisdictions in which the Pillar Two tax law has not yet been enacted or substantively enacted. The Group will disclose known or reasonably estimable information related to its exposure to Pillar Two income taxes in the consolidated financial statements by the time when the Pillar Two tax law has been enacted or substantively enacted and will disclose separately the current tax expense or income related to Pillar Two income taxes when it is in effect.

### 2.3 Issued But Not Yet Effective Hong Kong Financial Reporting Standards

The Group has not applied the following revised HKFRSs, that have been issued but are not yet effective, in these financial statements. The Group intends to apply these revised HKFRSs, if applicable, when they become effective.

Amendments to HKFRS 10 and HKAS 28	<i>Sale or Contribution of Assets between an Investor and its Associate or Joint Venture</i> <sup>3</sup>
Amendments to HKFRS 16	<i>Lease Liability in a Sale and Leaseback</i> <sup>1</sup>
Amendments to HKAS 1	<i>Classification of Liabilities as Current or Non-current (the "2020 Amendments")</i> <sup>1,4</sup>
Amendments to HKAS 1	<i>Non-current Liabilities with Covenants (the "2022 Amendments")</i> <sup>1,4</sup>
Amendments to HKAS 7 and HKFRS 7	<i>Supplier Finance Arrangements</i> <sup>1</sup>
Amendments to HKAS 21	<i>Lack of Exchangeability</i> <sup>2</sup>

<sup>1</sup> Effective for annual periods beginning on or after 1 January 2024

<sup>2</sup> Effective for annual periods beginning on or after 1 January 2025

<sup>3</sup> No mandatory effective date yet determined but available for adoption

<sup>4</sup> As a consequence of the 2020 Amendments and 2022 Amendments, Hong Kong Interpretation 5 *Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause* was revised to align the corresponding wording with no change in conclusion

## 2. ACCOUNTING POLICIES *(continued)*

### 2.3 Issued But Not Yet Effective Hong Kong Financial Reporting Standards *(continued)*

Further information about those HKFRSs that are expected to be applicable to the Group is described below.

The 2020 Amendments clarify the requirements for classifying liabilities as current or non-current, including what is meant by a right to defer settlement and that a right to defer must exist at the end of the reporting period. Classification of a liability is unaffected by the likelihood that the entity will exercise its right to defer settlement. The amendments also clarify that a liability can be settled in its own equity instruments, and that only if a conversion option in a convertible liability is itself accounted for as an equity instrument would the terms of a liability not impact its classification. The 2022 Amendments further clarify that, among covenants of a liability arising from a loan arrangement, only those with which an entity must comply on or before the reporting date affect the classification of that liability as current or non-current. Additional disclosures are required for non-current liabilities that are subject to the entity complying with future covenants within 12 months after the reporting period. The amendments shall be applied retrospectively with early application permitted. An entity that applies the 2020 Amendments early is required to apply simultaneously the 2022 Amendments, and vice versa.

The Group is in the process of making an assessment of the impact of these revised HKFRSs upon their initial application but is not yet in a position to state whether these revised HKFRSs would have any significant impact on its financial performance and financial position.

### 2.4 Material Accounting Policies

#### *Investment in an associate*

An associate is an entity in which the Group has a long-term interest of generally not less than 20% of the equity voting rights and over which it has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

The Group's investment in an associate is stated in the consolidated statement of financial position at the Group's share of net assets under the equity method of accounting, less any impairment losses. Adjustments are made to bring into line any dissimilar accounting policies that may exist. The Group's share of the post-acquisition results and other comprehensive income of an associate is included in the consolidated statement of profit or loss and consolidated other comprehensive income, respectively. In addition, when there has been a change recognised directly in the equity of the associate, the Group recognises its share of any changes, when applicable, in the consolidated statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and its associate are eliminated to the extent of the Group's investment in the associate, except where unrealised losses provide evidence of an impairment of the assets transferred. Goodwill arising from the acquisition of an associate is included as part of the Group's investment in an associate.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### ***Investment in an associate*** *(continued)*

If an investment in an associate becomes an investment in a joint venture or vice versa, the retained interest is not remeasured. Instead, the investment continues to be accounted for under the equity method. In all other case, upon loss of significant influence over the associate or joint control over the joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate or joint venture upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

When an investment in an associate is classified as held for sale, it is accounted for in accordance with HKFRS 5 *Non-current Assets Held for Sale and Discontinued Operations*.

#### ***Business combinations and goodwill***

Business combinations are accounted for using the acquisition method. The consideration transferred is measured at the acquisition date fair value which is the sum of the acquisition date fair values of assets transferred by the Group, liabilities assumed by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. All other components of non-controlling interests are measured at fair value. Acquisition-related costs are expensed as incurred.

The Group determines that it has acquired a business when the acquired set of activities and assets includes an input and a substantive process that together significantly contribute to the ability to create outputs.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts of the acquiree.

If the business combination is achieved in stages, the previously held equity interest is remeasured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability is measured at fair value with changes in fair value recognised in profit or loss. Contingent consideration that is classified as equity is not remeasured and subsequent settlement is accounted for within equity.



## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### ***Business combinations and goodwill*** *(continued)*

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred, the amount recognised for non-controlling interests and any fair value of the Group's previously held equity interests in the acquiree over the identifiable assets acquired and liabilities assumed. If the sum of this consideration and other items is lower than the fair value of the net assets acquired, the difference is, after reassessment, recognised in profit or loss as a gain on bargain purchase.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is tested for impairment annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. The Group performs its annual impairment test of goodwill as at 31 December. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units.

Impairment is determined by assessing the recoverable amount of the cash-generating unit (group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit (group of cash-generating units) is less than the carrying amount, an impairment loss is recognised. An impairment loss recognised for goodwill is not reversed in a subsequent period.

Where goodwill has been allocated to a cash-generating unit (or group of cash-generating units) and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on the disposal. Goodwill disposed of in these circumstances is measured based on the relative value of the operation disposed of and the portion of the cash-generating unit retained.

#### ***Fair value measurement***

The Group measures its derivative financial instruments and equity investment at fair value at the end of each reporting period. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### *Fair value measurement (continued)*

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 – based on quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 – based on valuation techniques for which the lowest level input that is significant to the fair value measurement is observable, either directly or indirectly

Level 3 – based on valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

#### *Impairment of non-financial assets*

Where an indication of impairment exists, or when annual impairment testing for an asset is required (other than inventories, deferred tax assets and financial assets), the asset's recoverable amount is estimated. An asset's recoverable amount is the higher of the asset's or cash-generating unit's value in use and its fair value less costs of disposal, and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case the recoverable amount is determined for the cash-generating unit to which the asset belongs.

In testing a cash-generating unit for impairment, a portion of the carrying amount of a corporate asset (e.g., a headquarters building) is allocated to an individual cash-generating unit if it can be allocated on a reasonable and consistent basis or, otherwise, to the smallest group of cash-generating units.

## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### ***Impairment of non-financial assets*** *(continued)*

An impairment loss is recognised only if the carrying amount of an asset exceeds its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. An impairment loss is charged to the statement of profit or loss in the period in which it arises in those expense categories consistent with the function of the impaired asset.

An assessment is made at the end of each reporting period as to whether there is an indication that previously recognised impairment losses may no longer exist or may have decreased. If such an indication exists, the recoverable amount is estimated. A previously recognised impairment loss of an asset other than goodwill is reversed only if there has been a change in the estimates used to determine the recoverable amount of that asset, but not to an amount higher than the carrying amount that would have been determined (net of any depreciation/amortisation) had no impairment loss been recognised for the asset in prior years. A reversal of such an impairment loss is credited to the statement of profit or loss in the period in which it arises.

#### ***Property, plant and equipment and depreciation***

Property, plant and equipment, other than construction in progress, are stated at cost less accumulated depreciation and any impairment losses. The cost of an item of property, plant and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use.

Expenditure incurred after items of property, plant and equipment have been put into operation, such as repairs and maintenance, is normally charged to the statement of profit or loss in the period in which it is incurred. In situations where the recognition criteria are satisfied, the expenditure for a major inspection is capitalised in the carrying amount of the asset as a replacement. Where significant parts of property, plant and equipment are required to be replaced at intervals, the Group recognises such parts as individual assets with specific useful lives and depreciates them accordingly.

Depreciation is calculated on the straight-line basis to write off the cost of each item of property, plant and equipment to its residual value over its estimated useful life. The estimated useful lives of the items of property, plant and equipment are as follows:

Freehold land	Not depreciated
Buildings	20 years
Leasehold improvements	Over the lease terms or 5 to 10 years
Machinery	5 to 10 years
Furniture, fixtures and office equipment	5 years
Motor vehicles	5 years

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### ***Property, plant and equipment and depreciation*** *(continued)*

Where parts of an item of property, plant and equipment have different useful lives, the cost of that item is allocated on a reasonable basis among the parts and each part is depreciated separately. Residual values, useful lives and the depreciation method are reviewed, and adjusted if appropriate, at least at each financial year end.

An item of property, plant and equipment including any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on disposal or retirement recognised in the statement of profit or loss in the year the asset is derecognised is the difference between the net sale proceeds and the carrying amount of the relevant asset.

Construction in progress is stated at cost less any impairment losses, and is not depreciated. It is reclassified to the appropriate category of property, plant and equipment when completed and ready for use.

#### ***Non-current assets held for sale***

Non-current assets are classified as held for sale if their carrying amounts will be recovered principally through a sales transaction rather than through continuing use. For this to be the case, the asset must be available for immediate sale in its present condition subject only to terms that are usual and customary for the sale of such assets and its sale must be highly probable.

Non-current assets classified as held for sale are measured at the lower of their carrying amounts and fair values less costs to sell. Property, plant and equipment classified as held for sale are not depreciated.

#### ***Leases***

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

#### **Group as a lessee**

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### *Leases (continued)*

##### *Group as a lessee (continued)*

(a) Right-of-use assets

Right-of-use assets are recognised at the commencement date of the lease (that is the date the underlying asset is available for use). Right-of-use assets are measured at cost, less accumulated depreciation and any impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease terms and the estimated useful lives of the assets as follows:

Leasehold land	50 years
Properties	1 to 5 years
Motor vehicles	3 years

(b) Lease liabilities

Lease liabilities are recognised at the commencement date of the lease at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in lease payments (e. g., a change to future lease payments resulting from a change in an index or rate) or a change in assessment of an option to purchase the underlying asset.

(c) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of office properties and equipment (that is those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the recognition exemption for leases of low-value assets to leases of office equipment that are considered to be of low value. Lease payments on short-term leases and leases of low-value assets are recognised as an expense on a straight-line basis over the lease term.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### *Leases (continued)*

##### **Group as a lessor**

When the Group acts as a lessor, it classifies at lease inception (or when there is a lease modification) each of its leases as either an operating lease or a finance lease.

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature.

#### *Inventories*

Inventories are stated at the lower of cost and net realisable value. Cost is determined on the weighted average basis and, in the case of work in progress and finished goods, comprises direct materials, direct labour and an appropriate proportion of overheads. Net realisable value is based on estimated selling prices less any estimated costs to be incurred to completion and disposal.

#### *Provisions*

A provision is recognised when a present obligation (legal or constructive) has arisen as a result of a past event and it is probable that a future outflow of resources will be required to settle the obligation, provided that a reliable estimate can be made of the amount of the obligation.

When the Group expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit or loss net of any reimbursement.

#### *Dividends*

Final dividends are recognised as a liability when they are approved by the shareholders in a general meeting. Proposed final dividends are disclosed in the notes to the financial statements.

#### *Income tax*

Income tax comprises current and deferred tax. Income tax relating to items recognised outside profit or loss is recognised outside profit or loss, either in other comprehensive income or directly in equity.

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period, taking into consideration interpretations and practices prevailing in the countries in which the Group operates.

## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### *Income tax (continued)*

Deferred tax is provided, using the liability method, on all temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences; and
- in respect of taxable temporary differences associated with investments in subsidiaries, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, and the carryforward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carryforward of unused tax credits and unused tax losses can be utilised, except:

- when the deferred tax asset relating to the deductible temporary differences arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences; and
- in respect of deductible temporary differences associated with investments in subsidiaries, deferred tax assets are only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

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

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### *Income tax (continued)*

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

Deferred tax assets and deferred tax liabilities are offset if and only if the Group has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

#### *Employee benefits*

##### **Pension schemes**

The employees of the Group's subsidiaries which operate in Chinese Mainland are required to participate in central pension schemes operated by the relevant government authorities. These subsidiaries are required to contribute a certain percentage of their payroll costs to the central pension schemes. The contributions are charged to the statement of profit or loss as they become payable in accordance with the rules of the central pension schemes.

The Group also operates a defined contribution Mandatory Provident Fund retirement benefit scheme (the "MPF Scheme") under the Mandatory Provident Fund Schemes Ordinance for its employees employed by the Group's subsidiary in Hong Kong. Contributions are made based on a percentage of the employees' basic salaries and are charged to the statement of profit or loss as they become payable in accordance with the rules of the MPF Scheme. The assets of the MPF Scheme are held separately from those of the Group in an independently administered fund. The Group's employer contributions vest fully with the employees when contributed into the MPF Scheme.

The Group also operates a defined contribution retirement benefit scheme under the Labor Pension Act (the "Act") for its employees employed by the Group's subsidiary in the ROC. Based on the Act, the Group's monthly contribution to individual pension accounts of employees covered by the defined contribution plan is at 6% of monthly salaries and wages. The funds are deposited in individual labour pension accounts at the Bureau of Labor Insurance.



## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### *Employee benefits (continued)*

##### Share-based payments

The Company operates share option schemes and a share award plan. Employees (including directors) of the Group receive remuneration in the form of share-based payments, whereby employees render services in exchange for equity instruments (“equity-settled transactions”).

The cost of equity-settled transactions with employees is measured by reference to the fair value at the date at which they are granted. The fair value is determined by an external valuer, further details of which are given in note 30 to the financial statements.

The cost of equity-settled transactions is recognised in employee benefit expense, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled. The cumulative expense recognised for equity-settled transactions at the end of each reporting period until the vesting date reflects the extent to which the vesting period has expired and the Group’s best estimate of the number of equity instruments that will ultimately vest. The charge or credit to the statement of profit or loss for a period represents the movement in the cumulative expense recognised as at the beginning and end of that period.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group’s best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

For awards that do not ultimately vest because non-market performance and/or service conditions have not been met, no expense is recognised. Where awards include a market or non-vesting condition, the transactions are treated as vesting irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

Where the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified, if the original terms of the award are met. In addition, an expense is recognised for any modification that increases the total fair value of the share-based payments, or is otherwise beneficial to the employee as measured at the date of modification. Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of earnings per share.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### *Foreign currencies*

These financial statements are presented in Hong Kong dollars, which is the Company's functional currency. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency. Foreign currency transactions recorded by the entities in the Group are initially recorded using their respective functional currency rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency rates of exchange ruling at the end of the reporting period. Differences arising on settlement or translation of monetary items are recognised in the statement of profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of a non-monetary item measured at fair value is treated in line with the recognition of the gain or loss on change in fair value of the item (i.e., translation difference on the item whose fair value gain or loss is recognised in other comprehensive income or profit or loss is also recognised in other comprehensive income or profit or loss, respectively).

In determining the exchange rate on initial recognition of the related asset, expense or income on the derecognition of a non-monetary asset or non-monetary liability relating to an advance consideration, the date of initial transaction is the date on which the Group initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Group determines the transaction date for each payment or receipt of the advance consideration.

The functional currencies of certain overseas subsidiaries are currencies other than the Hong Kong dollar. As at the end of the reporting period, the assets and liabilities of these entities are translated into Hong Kong dollars at the exchange rates prevailing at the end of the reporting period and their statements of profit or loss are translated into Hong Kong dollars at the exchange rates that approximate to those prevailing at the dates of the transactions.

## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### **Foreign currencies** *(continued)*

The resulting exchange differences are recognised in other comprehensive income and accumulated in the exchange fluctuation reserve, except to the extent that the differences are attributable to non-controlling interests. On disposal of a foreign operation, the cumulative amount in the reserve relating to that particular foreign operation is recognised in the statement of profit or loss.

Any goodwill arising on the acquisition of a foreign operation and any fair value adjustments to the carrying amounts of assets and liabilities arising on acquisition are treated as assets and liabilities of the foreign operation and translated at the closing rate.

For the purpose of the consolidated statement of cash flows, the cash flows of overseas subsidiaries are translated into Hong Kong dollars at the exchange rates ruling at the dates of the cash flows. Frequently recurring cash flows of overseas subsidiaries which arise throughout the year are translated into Hong Kong dollars at the weighted average exchange rates for the year.

#### **Related parties**

A party is considered to be related to the Group if:

(a) the party is a person or a close member of that person's family and that person

- (i) has control, or joint control over the Group;
- (ii) has significant influence over the Group; or
- (iii) is a member of the key management personnel of the Group or of a parent of the Group;

or

(b) the party is an entity where any of the following conditions applies:

- (i) the entity and the Group are members of the same group;
- (ii) one entity is an associate or joint venture of the other entity (or of a parent, subsidiary or fellow subsidiary of the other entity);
- (iii) the entity and the Group are joint ventures of the same third party;
- (iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity;

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### *Related parties (continued)*

(b) the party is an entity where any of the following conditions applies: *(continued)*

- (v) the entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group;
- (vi) the entity is controlled or jointly controlled by a person identified in (a);
- (vii) a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity); and
- (viii) the entity, or any member of a group of which it is a part, provides key management personnel services to the Group or to the parent of the Group.

#### *Investments and other financial assets*

##### **Initial recognition and measurement**

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income, and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component, the Group initially measures a financial asset at its fair value plus in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component are measured at the transaction price determined under HKFRS 15 in accordance with the policies set out for "Revenue recognition" below.

In order for a financial asset to be classified and measured at amortised cost or fair value through other comprehensive income, it needs to give rise to cash flows that are solely payments of principal and interest ("SPPI") on the principal amount outstanding. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows, while financial assets classified and measured at fair value through other comprehensive income are held within a business model with the objective of both holding to collect contractual cash flows and selling. Financial assets which are not held within the aforementioned business models are classified and measured at fair value through profit or loss.

## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### *Investments and other financial assets (continued)*

##### **Initial recognition and measurement** *(continued)*

Purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace are recognised on the trade date, that is, the date that the Group commits to purchase or sell the asset.

##### **Subsequent measurement**

The subsequent measurement of financial assets depends on their classification as follows:

##### **Financial assets at amortised cost (debt instruments)**

Financial assets at amortised cost are subsequently measured using the effective interest method and are subject to impairment. Gains and losses are recognised in the statement of profit or loss when the asset is derecognised, modified or impaired.

##### **Financial assets designated at fair value through other comprehensive income (equity investments)**

Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity investments designated at fair value through other comprehensive income when they meet the definition of equity under HKAS 32 *Financial Instruments: Presentation* and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to the statement of profit or loss. Dividends are recognised as other income in the statement of profit or loss when the right of payment has been established, it is probable that the economic benefits associated with the dividend will flow to the Group and the amount of the dividend can be measured reliably, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in other comprehensive income. Equity investments designated at fair value through other comprehensive income are not subject to impairment assessment.

##### **Financial assets at fair value through profit or loss**

Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognised in the statement of profit or loss. This category includes derivative instruments.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### ***Derecognition of financial assets***

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Group's consolidated statement of financial position) when:

- the rights to receive cash flows from the asset have expired; or
- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risk and rewards of ownership of the asset. When it has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

#### ***Impairment of financial assets***

The Group recognises an allowance for expected credit losses ("ECLs") for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### *Impairment of financial assets (continued)*

##### General approach

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

At each reporting date, the Group assesses whether the credit risk on a financial instrument has increased significantly since initial recognition. When making the assessment, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information that is available without undue cost or effort, including historical and forward-looking information. The Group considers that there has been a significant increase in credit risk when contractual payments are more than 90 days past due. The Group has rebutted the 30 days past due presumption of significant increase in credit risk based on reasonable and supportable information, including the Group's credit risk control practices and the historical recovery rate of contractual payments over 30 days past due. However, the Group may also consider a significant increase in credit risk when internal or external information indicates that the Group is less likely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group.

The Group considers a financial asset in default when contractual payments are 120 days past due. The Group has rebutted the 90 days past due presumption of default based on reasonable and supportable information, including the Group's credit risk control practices and the historical recovery rate of financial assets over 90 days past due. However, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Debt investments at fair value through other comprehensive income and financial assets at amortised cost are subject to impairment under the general approach and they are classified within the following stages for measurement of ECLs except for trade receivables which apply the simplified approach as detailed below.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### *Impairment of financial assets (continued)*

##### **General approach** *(continued)*

Stage 1 – Financial instruments for which credit risk has not increased significantly since initial recognition and for which the loss allowance is measured at an amount equal to 12-month ECLs

Stage 2 – Financial instruments for which credit risk has increased significantly since initial recognition but that are not credit-impaired financial assets and for which the loss allowance is measured at an amount equal to lifetime ECLs

Stage 3 – Financial assets that are credit-impaired at the reporting date (but that are not purchased or originated credit-impaired) and for which the loss allowance is measured at an amount equal to lifetime ECLs

##### **Simplified approach**

For trade receivables that do not contain a significant financing component or when the Group applies the practical expedient of not adjusting the effect of a significant financing component, the Group applies the simplified approach in calculating ECLs. Under the simplified approach, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

#### *Financial liabilities*

##### **Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and bills payables, financial liabilities included in other payables and accruals, lease liabilities, derivative financial instrument and interest-bearing bank and other borrowings.



## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### *Financial liabilities (continued)*

##### **Subsequent measurement**

The subsequent measurement of financial liabilities depends on their classification as follows:

##### **Financial liabilities at amortised cost (trade and other payables, and borrowings)**

After initial recognition, trade and other payables, and interest-bearing borrowings are subsequently measured at amortised cost, using the effective interest rate method unless the effect of discounting would be immaterial, in which case they are stated at cost. Gains and losses are recognised in the statement of profit or loss when the liabilities are derecognised as well as through the effective interest rate amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. The effective interest rate amortisation is included in finance costs in the statement of profit or loss.

##### **Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by HKFRS 9. Gains or losses on liabilities held for trading are recognised in the statement of profit or loss. The net fair value gain or loss recognised in the statement of profit or loss does not include any interest charged on these financial liabilities.

#### *Derecognition of financial liabilities*

A financial liability is derecognised when the obligation under the liability is discharged or cancelled, or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and a recognition of a new liability, and the difference between the respective carrying amounts is recognised in the statement of profit or loss.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### *Offsetting of financial instruments*

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

#### *Derivative financial instruments*

##### **Initial recognition and subsequent measurement**

The Group uses derivative financial instruments, such as forward currency contracts, to hedge its foreign currency risk. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as assets when the fair value is positive and as liabilities when the fair value is negative.

Any gains or losses arising from changes in fair value of derivatives are taken directly to the statement of profit or loss.

#### *Treasury shares*

Own equity instruments which are reacquired and held by the Company or the Group (treasury shares) are recognised directly in equity at cost. No gain or loss is recognised in the statement of profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments.

#### *Cash and cash equivalents*

Cash and cash equivalents in the statement of financial position comprise cash on hand and at banks, and short-term highly liquid deposits with a maturity of generally within three months that are readily convertible into known amounts of cash, subject to an insignificant risk of changes in value and held for the purpose of meeting short-term cash commitments.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents comprise cash on hand and at banks, and short-term deposits as defined above, less bank overdrafts which are repayable on demand and form an integral part of the Group's cash management.

#### *Government grants*

Government grants are recognised at their fair value where there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the costs, for which it is intended to compensate, are expensed.

## 2. ACCOUNTING POLICIES *(continued)*

### 2.4 Material Accounting Policies *(continued)*

#### **Government grants** *(continued)*

Where the grant relates to an asset, the fair value is credited to a deferred income account and is released to the statement of profit or loss over the expected useful life of the relevant asset by equal annual instalments.

#### **Revenue recognition**

##### **Revenue from contracts with customers**

Revenue from contracts with customers is recognised when control of goods or services is transferred to the customers at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

Revenue from the sale of goods is recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods.

##### **Other income**

Rental income is recognised on a time proportion basis over the lease terms.

Interest income is recognised on an accrual basis using the effective interest method by applying the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, when appropriate, to the net carrying amount of the financial asset.

Dividend income is recognised when the shareholders' right to receive payment has been established, it is probable that the economic benefits associated with the dividend will flow to the Group and the amount of the dividend can be measured reliably.

#### **Contract liabilities**

A contract liability is recognised when a payment is received or a payment is due (whichever is earlier) from a customer before the Group transfers the related goods or services. Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer).

#### **Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, i.e., assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets. The capitalisation of such borrowing costs ceases when the assets are substantially ready for their intended use or sale. All other borrowing costs are expensed in the period in which they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and their accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amounts of the assets or liabilities affected in the future.

### **Estimation uncertainty**

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

#### ***Impairment of property, plant and equipment***

The Group assesses whether there are any indicators of impairment for all non-financial assets at the end of each reporting period. Non-financial assets are tested for impairment when there are indicators that the carrying amounts may not be recoverable. An impairment exists when the carrying value of an asset or a cash-generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The calculation of the fair value less costs of disposal is based on available data from binding sales transactions in an arm's length transaction of similar assets or observable market prices less incremental costs for disposing of the asset. When value in use calculations are undertaken, management must estimate the expected future cash flows from the asset or cash-generating unit and choose a suitable discount rate in order to calculate the present value of those cash flows. Further details are given in note 13 to the financial statements.

#### ***Provision for expected credit losses on trade receivables***

The Group uses a provision matrix to calculate ECLs for trade receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns.

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast market conditions (such as global shipments of personal computers and gross domestic product) are expected to deteriorate over the next year which can lead to an increased number of defaults, the historical default rates are adjusted. At each reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

## 3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES *(continued)*

### **Estimation uncertainty** *(continued)*

#### ***Provision for expected credit losses on trade receivables*** *(continued)*

The assessment of the correlation among historical observed default rates, forecast market conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of a customer's actual default in the future. The information about the ECLs on the Group's trade receivables is disclosed in note 19 to the financial statements.

#### ***Write-down of inventories***

Management reviews the condition of inventories of the Group and makes provision against obsolete and slow-moving inventory items which are identified as no longer suitable for sale or use. Management estimates the net realisable value for inventories based primarily on the latest invoice prices and current market conditions. The Group carries out an inventory review at the end of each reporting period and makes provision against obsolete and slow-moving items. Management considers various factors, including the conditions and ageing of inventories, sales pattern and selling prices of inventories, market demand and the Group's future plan of usage and sale of inventories. Management reassesses the estimation at the end of each reporting period.

The identification of obsolete and slow-moving inventory items requires the use of judgements and estimates. Where the expectation is different from the original estimate, such difference will impact on the carrying values of inventories and the write-down of inventories recognised in the periods in which such estimates have been changed. The carrying amount of inventories carried as assets in the consolidated statement of financial position as at 31 December 2023 was HK\$1,538,625,000 (2022: HK\$2,193,695,000), details of which are set out in note 18 to the financial statements.

### **Judgements**

In the process of applying the Group's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the financial statements.

#### ***Classification between investment properties and owner-occupied properties***

The Group determines whether a property qualifies as an investment property, and has developed criteria in making that judgement. Investment property is a property held to earn rentals or for capital appreciation or both. Therefore, the Group considers whether a property generates cash flows largely independently of the other assets held by the Group. Some properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for use in the production or supply of goods or services or for administrative purposes. If these portions could be sold separately or leased out separately under a finance lease, the Group accounts for the portions separately. If the portions could not be sold separately, the property is an investment property only if an insignificant portion is held for use in the production or supply of goods or services or for administrative purposes. Judgement is made on an individual property basis to determine whether ancillary services are so significant that a property does not qualify as an investment property.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES *(continued)*

### Judgements *(continued)*

#### Withholding taxes

Pursuant to the PRC Corporate Income Tax Law, a 10% withholding tax is levied on dividends declared to foreign investors from the foreign investment enterprises in Chinese Mainland. The requirement is effective from 1 January 2008 and applies to earnings after 31 December 2007. The Group is therefore liable for withholding taxes on dividends distributed by those subsidiaries established in Chinese Mainland in respect of earnings generated from 1 January 2008.

In estimating the withholding taxes on dividends to be distributed by those subsidiaries established in Chinese Mainland in respect of earnings generated from 1 January 2008, the directors have made assessment based on factors which include the dividend policy and the level of capital and working capital required for the Group's operations in the foreseeable future.

## 4. OPERATING SEGMENT INFORMATION

The Group is principally engaged in the business of manufacture and sale of casings for notebook computer and handheld devices. For management purposes, the Group operates in one business unit based on its casing products, and has one reportable operating segment.

No operating segments have been aggregated to form the above reportable operating segment.

### Geographical information

#### (i) Revenue from external customers:

	2023 HK\$'000	2022 HK\$'000
The PRC, excluding Hong Kong	6,495,182	7,942,911
Others	440,874	313,036
Total Revenue	6,936,056	8,255,947

The revenue information above is based on the locations where the products are delivered to the customers.

During the years ended 31 December 2023 and 31 December 2022, except for the revenue from external customers in the PRC, the Group's revenue derived from each of other locations was less than 10% of the Group's revenue. Comparative figures have been restated to group the revenue from external customers of other locations into "Others".

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 4. OPERATING SEGMENT INFORMATION *(continued)*

### Geographical information *(continued)*

(ii) Non-current assets:

	2023 HK\$'000	2022 HK\$'000
The PRC, excluding Hong Kong	6,031,433	7,065,638
The Socialist Republic of Vietnam	307,987	272,034
The ROC	152,973	164,014
Others	2,430	16,548
Total non-current assets	6,494,823	7,518,234

The non-current asset information above, excluding an equity investment designated at fair value through other comprehensive income and deferred tax assets, is based on the locations of the assets.

### Information about major customers

Revenues of approximately HK\$1,659,793,000, HK\$1,441,042,000, HK\$1,033,489,000, HK\$793,395,000 and HK\$745,026,000 for the year ended 31 December 2023 were derived from sales to five major groups of customers, the revenue from each of which accounted for 10% or more of the Group's revenue.

Revenues of approximately HK\$1,933,994,000, HK\$1,728,715,000, HK\$1,400,030,000 and HK\$1,064,670,000 for the year ended 31 December 2022 were derived from sales to four major groups of customers, the revenue from each of which accounted for 10% or more of the Group's revenue.

## 5. REVENUE, OTHER INCOME AND GAINS

An analysis of revenue is as follows:

	2023 HK\$'000	2022 HK\$'000
<b>Revenue from contracts with customers</b>		
Sale of casings for notebook computer and handheld devices	6,936,056	8,255,947

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 5. REVENUE, OTHER INCOME AND GAINS *(continued)*

### Revenue from contracts with customers

#### (i) Disaggregated revenue information

	2023 HK\$'000	2022 HK\$'000
<b>Geographical markets</b>		
The PRC, excluding Hong Kong	6,495,182	7,942,911
Others	440,874	313,036
	<b>6,936,056</b>	8,255,947
<b>Timing of revenue recognition</b>		
Goods transferred at a point in time	6,936,056	8,255,947

The following table shows the amount of revenue recognised in the current reporting period that was included in the contract liabilities at the beginning of the reporting period:

	2023 HK\$'000	2022 HK\$'000
Revenue recognised that was included in contract liabilities at the beginning of the reporting period:		
Sale of casings for notebook computer and handheld devices	53,851	32,483

#### (ii) Performance obligation

##### Sale of casings for notebook computer and handheld devices

The performance obligation is satisfied upon delivery of the goods and payment is generally due within 60 to 120 days from delivery.



# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 5. REVENUE, OTHER INCOME AND GAINS *(continued)*

	2023 HK\$'000	2022 HK\$'000
<b>Other income and gains</b>		
Interest income	<b>28,167</b>	8,676
Subsidy income <sup>#</sup>	<b>38,268</b>	121,471
Compensation income	<b>23,054</b>	11,075
Dividend income	<b>334</b>	705
Gross rental income	<b>22,803</b>	26,147
Reversal of impairment of trade receivables	<b>1,574</b>	–
Write-back of trade receivables	–	2,523
Write-off of long outstanding trade payables	–	827
Write-off of long outstanding other payables and accruals	<b>2,110</b>	728
Gain on disposal of items of property, plant and equipment and right-of-use assets, net*	–	525,446
Gain on disposal of a subsidiary	<b>42,507</b>	–
Gain on modification of a lease	<b>7,375</b>	–
Foreign exchange gains, net	<b>111,780</b>	394,900
Others	<b>1,654</b>	1,478
<b>Total other income and gains</b>	<b>279,626</b>	1,093,976

<sup>#</sup> Various government subsidies have been received for enterprises engaged in businesses in Chinese Mainland for promoting the manufacturing industry. There are no unfulfilled conditions or contingencies relating to these subsidies. For the year ended 31 December 2022, a government subsidy of approximately HK\$73,463,000 for the Group's relocation of certain production plants in Suzhou, the PRC, due to the urban planning (the "Relocation"), was recognised as subsidy income upon completion of the Relocation during that year.

<sup>\*</sup> For the year ended 31 December 2022, pursuant to the Relocation, the Group disposed of certain of its items of property, plant and equipment and right-of-use assets in Suzhou and government compensation income of approximately HK\$559,223,000, net of the carrying amounts of the items of property, plant and equipment and right-of-use assets surrendered by the Group, was recognised as gain on disposal of items of property, plant and equipment and right-of-use assets upon completion of the Relocation during that year.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 6. FINANCE COSTS

An analysis of the Group's finance costs is as follows:

	2023 HK\$'000	2022 HK\$'000
Interest on bank loans and other borrowings	<b>223,616</b>	131,257
Interest on lease liabilities	<b>433</b>	1,020
Total interest expense on financial liabilities not at fair value through profit or loss	<b>224,049</b>	132,277
Less: Interest capitalised	<b>(9,487)</b>	(10,704)
	<b>214,562</b>	121,573

## 7. PROFIT/(LOSS) BEFORE TAX

The Group's profit/(loss) before tax is arrived at after charging/(crediting):

	Notes	2023 HK\$'000	2022 HK\$'000
Cost of inventories sold*		<b>6,428,556</b>	7,792,204
Auditor's remuneration		<b>4,380</b>	4,350
Gain on disposal of a subsidiary	1	<b>(42,507)</b>	–
Gain on deregistration of an associate	17	<b>(632)</b>	–
Depreciation of property, plant and equipment	13	<b>812,325</b>	1,001,293
Depreciation of right-of-use assets	14(a)	<b>21,825</b>	23,803
Lease payments not included in the measurement of lease liabilities	14(c)	<b>2,020</b>	3,143
Provision/(reversal of provision) for inventories, net**		<b>(40,518)</b>	108,229
Impairment of goodwill***	15	–	52,488
Impairment of property, plant and equipment***	13	<b>45,000</b>	285,401
Impairment/(reversal of impairment) of trade receivables****	19	<b>(1,574)</b>	1,685
Write-off/(write-back) of trade receivables****		<b>4,729</b>	(2,523)
Employee benefit expense (excluding directors' remuneration – note 8):			
Wages and salaries, bonuses, allowances and welfare		<b>1,724,693</b>	2,315,635
Equity-settled share option expenses		–	1,979
Pension scheme contributions (defined contribution scheme)*****		<b>131,052</b>	163,193
		<b>1,855,745</b>	2,480,807

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 7. PROFIT/(LOSS) BEFORE TAX *(continued)*

The Group's profit/(loss) before tax is arrived at after charging/(crediting): *(continued)*

Notes	2023 HK\$'000	2022 HK\$'000
Gross rental income on owner-occupied properties and machinery	<b>(22,803)</b>	(26,147)
Less: Direct operating expenses arising from rental-earning owner-occupied properties and machinery	<b>4,421</b>	4,813
Net rental income	<b>(18,382)</b>	(21,334)
Loss/(gain) on disposal of items of property, plant and equipment and right-of-use assets, net <sup>#</sup>	<b>2,344</b>	(525,446)
Loss on disposal of non-current assets classified as held for sale <sup>***</sup>	<b>964</b>	–
Fair value losses on derivative financial instruments, net <sup>***</sup>		
Realised losses	<b>15,855</b>	40,725
Unrealised losses	–	5,160
Foreign exchange gains, net <sup>##</sup>	<b>(111,780)</b>	(394,900)

\* Cost of inventories sold includes HK\$1,304,926,000 (2022: HK\$3,412,262,000) relating to depreciation, employee benefit expense, and provision/(reversal of provision) for inventories, net, which are also included in the total amounts disclosed above for each of these types of expenses.

\*\* Included in "Cost of sales" on the face of the consolidated statement of profit or loss.

\*\*\* Included in "Other expenses" on the face of the consolidated statement of profit or loss.

\*\*\*\* Write-off of trade receivables and impairment of trade receivables are included in "Other expenses" on the face of the consolidated statement of profit or loss. Write-back of trade receivables and reversal of impairment of trade receivables are included in "Other income and gains" on the face of the consolidated statement of profit or loss.

\*\*\*\*\* There are no forfeited contributions that may be used by the Group as the employer to reduce the existing level of contributions.

# Gain on disposal of items of property, plant and equipment and right-of-use assets, net, is included in "Other income and gains" on the face of the consolidated statement of profit or loss. Loss on disposal of items of property, plant and equipment is included in "Other expenses" on the face of the consolidated statement of profit or loss.

## Foreign exchange gains, net, included in "Other income and gains" on the face of the consolidated statement of profit or loss.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 8. DIRECTORS' AND CHIEF EXECUTIVE'S REMUNERATION

Directors' and chief executive's remuneration for the year, disclosed pursuant to the Rules Governing the Listing of Securities (the "Listing Rules") on The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange"), section 383 (1)(a), (b), (c) and (f) of the Hong Kong Companies Ordinance and Part 2 of the Companies (Disclosure of Information about Benefits of Directors) Regulation, is as follows:

	2023 HK\$'000	2022 HK\$'000
Fees	1,188	781
Other emoluments:		
Salaries, allowances and benefits in kind	5,511	6,208
Performance related bonuses	402	350
Share-based payments	–	297
Pension scheme contributions	34	35
	5,947	6,890
	7,135	7,671

Certain directors were granted share options, in respect of their services to the Group, under the share option scheme of the Company, further details of which are set out in note 30 to the financial statements. The fair values of such options, which have been recognised in the statement of profit or loss over the vesting period, were determined as at the date of grant and the amounts included in the financial statements for the prior year are included in the above directors' and chief executive's remuneration disclosures.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 8. DIRECTORS' AND CHIEF EXECUTIVE'S REMUNERATION (continued)

### (a) Independent non-executive directors

The fees and share-based payment expenses paid to independent non-executive directors during the year were as follows:

#### 2023

Name of director	Fees HK\$'000	Share-based payments HK\$'000	Total remuneration HK\$'000
Mr. Cherng Chia-Jiun	198	–	198
Mr. Tsai Wen-Yu	198	–	198
Mr. Yip Wai Ming	198	–	198
Mr. Yuen Chi Ho	198	–	198
	<b>792</b>	<b>–</b>	<b>792</b>

#### 2022

Name of director	Fees HK\$'000	Share-based payments HK\$'000	Total remuneration HK\$'000
Mr. Cherng Chia-Jiun	198	19	217
Mr. Tsai Wen-Yu	198	19	217
Mr. Yip Wai Ming	198	19	217
Mr. Yuen Chi Ho <sup>#</sup>	14	–	14
	<b>608</b>	<b>57</b>	<b>665</b>

<sup>#</sup> On 6 December 2022, Mr. Yuen Chi Ho was appointed as an independent non-executive director of the Company.

There were no other emoluments payable to the independent non-executive directors during the year (2022: Nil).

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 8. DIRECTORS' AND CHIEF EXECUTIVE'S REMUNERATION (continued)

(b) Executive directors, a non-executive director and the chief executive

Name of director	Fees HK\$'000	Salaries, allowances and benefits in kind HK\$'000	Performance related bonuses HK\$'000	Share-based payments HK\$'000	Pension scheme contributions HK\$'000	Total remuneration HK\$'000
2023						
Executive directors:						
Mr. Cheng Li-Yu	–	801	120	–	–	921
Mr. Huang Kuo-Kuang	–	1,016	–	–	16	1,032
Mr. Chiu Hui-Chin	198	–	–	–	–	198
Mr. Lin Feng-Chieh	–	1,879	282	–	–	2,161
Mr. Tsui Yung Kwok	–	1,815	–	–	18	1,833
Non-executive director:						
Mr. Cheng Li-Yen	198	–	–	–	–	198
	<b>396</b>	<b>5,511</b>	<b>402</b>	<b>–</b>	<b>34</b>	<b>6,343</b>

Name of director	Fees HK\$'000	Salaries, allowances and benefits in kind HK\$'000	Performance related bonuses HK\$'000	Share-based payments HK\$'000	Pension scheme contributions HK\$'000	Total remuneration HK\$'000
2022						
Executive directors:						
Mr. Cheng Li-Yu*	–	821	68	–	–	889
Mr. Huang Kuo-Kuang	–	909	–	64	17	990
Mr. Chiu Hui-Chin*	157	778	–	22	–	957
Mr. Lin Feng-Chieh	–	1,880	282	90	–	2,252
Mr. Tsui Yung Kwok	–	1,820	–	64	18	1,902
Non-executive director:						
Mr. Cheng Li-Yen**	16	–	–	–	–	16
	<b>173</b>	<b>6,208</b>	<b>350</b>	<b>240</b>	<b>35</b>	<b>7,006</b>

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 8. DIRECTORS' AND CHIEF EXECUTIVE'S REMUNERATION (continued)

### (b) Executive directors, a non-executive director and the chief executive (continued)

\* On 16 March 2022, Mr. Chiu Hui-Chin ceased to be the chief executive officer of the Company and his annual salary was adjusted from HK\$3,731,000 to HK\$198,000; and Mr. Cheng Li-Yu was appointed as the chief executive officer of the Company.

\*\* On 16 March 2022, Mr. Cheng Li-Yen was appointed as a non-executive director of the Company.

There was no arrangement under which a director or the chief executive waived or agreed to waive any remuneration during the year.

## 9. FIVE HIGHEST PAID EMPLOYEES

The five highest paid employees of the Group during the year included three (2022: two) directors, details of whose remuneration are set out in note 8 above. Details of the remuneration for the year of the remaining two (2022: three) highest paid employees who are neither directors nor chief executive of the Company are as follows:

	2023 HK\$'000	2022 HK\$'000
Salaries, allowances and benefits in kind	1,242	2,070
Performance related bonuses	1,482	1,761
Equity-settled share option expenses	–	405
Pension scheme contributions	37	48
	<b>2,761</b>	<b>4,284</b>

The number of non-director and non-chief executive highest paid employees whose remuneration fell within the following bands is as follows:

	Number of employees	
	2023	2022
HK\$1,000,001 to HK\$1,500,000	1	2
HK\$1,500,001 to HK\$2,000,000	1	1
	<b>2</b>	<b>3</b>

Share options were granted under the share option scheme of the Company to the non-director and non-chief executive, highest paid employees in respect of their services to the Group, further details of which are included in the disclosures in note 30 to the financial statements. The fair value of such options, which has been recognised in the statement of profit or loss over the vesting period, was determined as at the date of grant and the amounts included in the financial statements for the current and prior years are included in the above non-director and non-chief executive highest paid employees' remuneration disclosures.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 10. INCOME TAX

Hong Kong profits tax has not been provided as the Group did not have any assessable profits arising in Hong Kong during the year (2022: Nil). Taxes on assessable profits have been calculated at the rates of tax prevailing in the jurisdictions in which the Group operates, based on existing legislation, interpretations and practices in respect thereof.

	2023 HK\$'000	2022 HK\$'000
Provision for the year:		
Current – The PRC, excluding Hong Kong		
Charge for the year	<b>162,464</b>	103,600
Underprovision in prior years	<b>4,916</b>	18,756
Current – Overseas		
Charge for the year	<b>18,754</b>	13,465
Overprovision in prior years	<b>(27,469)</b>	(20,373)
Deferred tax (note 16)	<b>3,511</b>	64,956
Total tax charge for the year	<b>162,176</b>	180,404



# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 10. INCOME TAX (continued)

A reconciliation of the tax expense/(credit) applicable to profit/(loss) before tax at the statutory rates, ranging from 12% to 25% (2022: 12% to 25%), for the jurisdictions in which the Company and the majority of its subsidiaries are domiciled, to the tax expense/(credit) at the effective tax rates is as follows:

### 2023

	Hong Kong HK\$'000	Macau HK\$'000	The PRC, excluding Hong Kong and Macau HK\$'000	Overseas HK\$'000	Total HK\$'000
Profit/(loss) before tax	(18,228)	25,614	(47,357)	(126,674)	(166,645)
Tax at the statutory tax rate	(3,008)	3,073	(11,886)	(25,320)	(37,141)
Preferential tax rates	–	–	(26,147)	–	(26,147)
Effect of withholding tax at 10% on the distributed profits of PRC subsidiaries	–	–	106,446	–	106,446
Adjustments in respect of current tax of previous periods	–	–	4,916	(27,469)	(22,553)
Income not subject to tax	(347)	–	(13,086)	(13,563)	(26,996)
Expenses not deductible for tax	3,355	–	23,943	54,563	81,861
Tax losses not recognised	–	–	88,809	–	88,809
Others	–	–	(2,103)	–	(2,103)
Tax charge/(credit) at the Group's effective rate	–	3,073	170,892	(11,789)	162,176

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 10. INCOME TAX (continued)

2022

	Hong Kong HK\$'000	Macau HK\$'000	The PRC, excluding Hong Kong and Macau HK\$'000	Overseas HK\$'000	Total HK\$'000
Profit/(loss) before tax	(16,688)	7,869	292,714	(45,388)	238,507
Tax at the statutory tax rate	(2,754)	945	73,179	(9,245)	62,125
Preferential tax rates	–	–	(21,262)	–	(21,262)
Effect of withholding tax at 10% on the distributed profit of a PRC subsidiary	–	–	3,916	–	3,916
Effect of withholding tax at 12% on the distributable profit of a Macau subsidiary	–	9,790	–	–	9,790
Effect of withholding tax at 10% on capital gain	–	–	16,540	–	16,540
Adjustments in respect of current tax of previous periods	–	–	18,756	(20,373)	(1,617)
Income not subject to tax	(104)	–	(38,580)	(7,261)	(45,945)
Expenses not deductible for tax	2,858	–	112,985	29,933	145,776
Tax losses not recognised	–	–	50,251	–	50,251
Tax losses utilised from prior periods	–	–	(38,285)	–	(38,285)
Temporary differences not recognised	–	–	–	38	38
Others	–	–	(923)	–	(923)
Tax charge/(credit) at the Group's effective rate	–	10,735	176,577	(6,908)	180,404

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 10. INCOME TAX *(continued)*

Pursuant to the PRC Corporate Income Tax Law being effective on 1 January 2008, the income tax is unified at 25% for all enterprises in Chinese Mainland.

According to Announcement No. 23 [2020] of the Ministry of Finance, the State Taxation Administration and the National Development and Reform Commission issued in April 2020, enterprises set up in the western region in the PRC with major businesses falling within the Catalogue of Encouraged Industries in the Western Region are entitled to a reduced corporate income tax ("CIT") rate of 15%.

Juteng (Neijiang) Communication Accessory Co., Ltd., which is a subsidiary of the Company in the Sichuan province, and Tasun (Chongqing) Electronic Technology Co., Ltd. and Compal Electronic Technology (Chongqing) Co., Ltd., which are subsidiaries of the Company in the Chongqing city, were entitled to enjoy the 15% CIT preferential rate as their major businesses fall within the Catalogue of Encouraged Industries in the Western Region.

Macau Complementary Tax is calculated at 12% of the estimated assessable profit for a subsidiary in Macau.

## 11. DIVIDENDS

	2023 HK\$'000	2022 HK\$'000
Proposed final – Nil (2022: HK5 cents per ordinary share)	–	60,000

The board has resolved not to recommend the payment of a final dividend for the year ended 31 December 2023.

## 12. EARNINGS/(LOSS) PER SHARE ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY

The calculation of the basic loss (2022: earnings) per share amounts is based on the loss for the year attributable to equity holders of the Company of HK\$230,815,000 (2022: profit of HK\$172,149,000) and the weighted average number of 845,662,671 (2022: 845,662,671) ordinary shares in issue excluding shares held under the share award plan during the year.

For the years ended 31 December 2023 and 2022, no adjustment have been made to the basic earnings/(loss) per share amounts presented in respect of a dilution as the impact of share options outstanding had no dilutive effect on the basic earnings/(loss) per share amounts presented.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 13. PROPERTY, PLANT AND EQUIPMENT

	Land and buildings HK\$'000	Leasehold improvements HK\$'000	Machinery HK\$'000	Furniture, fixtures and office equipment HK\$'000	Motor vehicles HK\$'000	Construction in progress HK\$'000	Total HK\$'000
31 December 2023							
At 1 January 2023:							
Cost	4,757,061	9,214	9,402,296	1,487,771	13,311	323,076	15,992,729
Accumulated depreciation and impairment	(1,905,588)	(4,201)	(6,019,949)	(1,465,915)	(9,273)	-	(9,404,926)
Net carrying amount	2,851,473	5,013	3,382,347	21,856	4,038	323,076	6,587,803
At 1 January 2023, net of accumulated depreciation and impairment	2,851,473	5,013	3,382,347	21,856	4,038	323,076	6,587,803
Additions	11,610	-	37,503	19,534	3,340	138,697	210,684
Transfers	20,600	-	161,464	64,575	1,644	(248,283)	-
Disposals/write-off	-	-	(2,991)	(5,699)	(350)	(8,822)	(17,862)
Transfer to non-current assets held for sale (note 23)	(76,015)	-	-	-	-	-	(76,015)
Impairment (note 7)	-	-	(44,644)	(250)	(106)	-	(45,000)
Depreciation provided during the year (note 7)	(206,084)	(770)	(529,791)	(74,371)	(1,309)	-	(812,325)
Exchange realignment	(67,859)	68	(83,270)	(9,485)	(129)	(7,008)	(167,683)
At 31 December 2023, net of accumulated depreciation and impairment	2,533,725	4,311	2,920,618	16,160	7,128	197,660	5,679,602
At 31 December 2023:							
Cost	4,375,252	9,351	8,980,455	1,478,386	15,562	197,660	15,056,666
Accumulated depreciation and impairment	(1,841,527)	(5,040)	(6,059,837)	(1,462,226)	(8,434)	-	(9,377,064)
Net carrying amount	2,533,725	4,311	2,920,618	16,160	7,128	197,660	5,679,602

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 13. PROPERTY, PLANT AND EQUIPMENT (continued)

	Land and buildings HK\$'000	Leasehold improvements HK\$'000	Machinery HK\$'000	Furniture, fixtures and office equipment HK\$'000	Motor vehicles HK\$'000	Construction in progress HK\$'000	Total HK\$'000
31 December 2022							
At 1 January 2022:							
Cost	4,981,612	9,957	10,129,750	1,715,443	14,083	806,501	17,657,346
Accumulated depreciation and impairment	(2,152,384)	(3,686)	(5,849,136)	(1,472,923)	(9,355)	-	(9,487,484)
<b>Net carrying amount</b>	<b>2,829,228</b>	<b>6,271</b>	<b>4,280,614</b>	<b>242,520</b>	<b>4,728</b>	<b>806,501</b>	<b>8,169,862</b>
At 1 January 2022, net of accumulated depreciation and impairment	2,829,228	6,271	4,280,614	242,520	4,728	806,501	8,169,862
Additions	4,486	21	58,228	23,370	770	483,176	570,051
Transfers	586,258	-	241,148	36,250	351	(864,007)	-
Disposals/write-off	(114,188)	-	(27,561)	(15,663)	(94)	(52,168)	(209,674)
Transfer to non-current assets held for sale (note 23)	-	-	(26,202)	(8)	-	-	(26,210)
Impairment (note 7)	-	-	(283,561)	(1,555)	(285)	-	(285,401)
Depreciation provided during the year (note 7)	(221,841)	(787)	(565,349)	(212,265)	(1,051)	-	(1,001,293)
Exchange realignment	(232,470)	(492)	(294,970)	(50,793)	(381)	(50,426)	(629,532)
<b>At 31 December 2022, net of accumulated depreciation and impairment</b>	<b>2,851,473</b>	<b>5,013</b>	<b>3,382,347</b>	<b>21,856</b>	<b>4,038</b>	<b>323,076</b>	<b>6,587,803</b>
At 31 December 2022:							
Cost	4,757,061	9,214	9,402,296	1,487,771	13,311	323,076	15,992,729
Accumulated depreciation and impairment	(1,905,588)	(4,201)	(6,019,949)	(1,465,915)	(9,273)	-	(9,404,926)
<b>Net carrying amount</b>	<b>2,851,473</b>	<b>5,013</b>	<b>3,382,347</b>	<b>21,856</b>	<b>4,038</b>	<b>323,076</b>	<b>6,587,803</b>

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 13. PROPERTY, PLANT AND EQUIPMENT *(continued)*

As at 31 December 2023, certain of the Group's land and buildings with a net carrying amount of approximately HK\$20,413,000 (2022: HK\$20,223,000) situated in the ROC were pledged to secure general banking facilities granted to the Group (note 27).

As at 31 December 2023, the application of property ownership certificates for certain buildings with a net book value of HK\$37,948,000 (2022: HK\$41,280,000) was still in progress. In the opinion of the directors, the risk of the Group for not being able to obtain the legal titles for the relevant buildings is low and the Group will continue to pursue and discuss with the Ministry of Land and Resources of the PRC for the final settlement and complete the ownership registration of the buildings.

In view of the downturn in operating results of the manufacture and sale of casings for notebook computer and handheld devices cash-generating unit (the "CGU") for the years ended 31 December 2023 and 31 December 2022, management performed an impairment assessment on the recoverable amount of the CGU at 31 December. The recoverable amount of the CGU has been determined based on a value in use calculation using cash flow projections based on a five-year financial forecast approved by management. The pre-tax discount rate applied to the cash flow projections is 14% (2022: 13%). Based on management's assessment, impairment losses of HK\$45,000,000 (2022: HK\$240,512,000) were recognised to write down the carrying amounts of the property, plant and equipment and right-of-use assets to their aggregate recoverable amounts of HK\$6,486,849,000 (2022: HK\$7,475,224,000) as at 31 December 2023. For the year ended 31 December 2022, the goodwill of HK\$52,488,000 allocated to the CGU was fully impaired as at 31 December 2022 (note 15).

On 22 November 2023, the Group entered into three agreements with Wujiang Economic and Technological Development Zone Management Committee (吳江經濟技術開發區管理委員會) and Huaying Shixun (Wujiang) Co., Ltd. (華映視訊(吳江)有限公司) (the "Agreements") for disposal of certain land and property in relation to land resumption demanded by the local government authority in Suzhou (the "Disposal for Land Resumption"). The recoverable amounts of these leasehold lands and buildings of the Group have been determined at the lower of their fair value less cost of disposal based on the aggregate amount of considerations in the Agreements and their carrying values. These leasehold lands and buildings of the Group in Suzhou with carrying values of HK\$15,445,000 (note 14) and HK\$76,015,000, respectively, were transferred from right-of-use assets and property, plant and equipment to non-current assets held for sale. The Disposal for Land Resumption constitutes a major transaction of the Company. Further details of the Disposal for Land Resumption were disclosed in the circular of the Company dated 30 January 2024. Subsequent to the end of the reporting period, the Disposal for Land Resumption was approved by shareholders of the Company at the extraordinary general meeting of the Company held on 13 March 2024.

During the year ended 31 December 2022, after the Relocation (note 5), certain items of machinery and furniture and fixtures of the Group's factories in Suzhou with an aggregate carrying value of HK\$71,099,000 were identified by management and included in a plan to sell. These assets were used in the manufacture and sale of casings for notebook computer and handheld devices. The recoverable amounts of these assets have been determined on their fair value less cost of disposal based on purchase prices offered by independent third parties, and an impairment loss of HK\$44,889,000 was recognised as "Other expenses" in profit or loss for the year ended 31 December 2022. The net carrying values of these assets of HK\$26,210,000 were transferred from property, plant and equipment to non-current assets held for sale as at 31 December 2022.

## 14. LEASES

### The Group as a lessee

The Group has lease contracts for certain of its properties, machinery, motor vehicles and office equipment used in its operations. Lump sum payments were made upfront to acquire the leased land from the owners with lease periods of 50 years. Leases of properties generally have lease terms between 2 months and 60 months (2022: between 3 months and 60 months), while motor vehicles generally have lease terms of 3 years. Machinery and office equipment generally have lease terms of 12 months or less and/or are individually of low value, and therefore these lease payments are recognised as expenses on a straight-line basis over the lease term.

#### (a) Right-of-use assets

The carrying amounts of the Group's right-of-use assets and the movements during the year are as follows:

	Leasehold land HK\$'000	Properties HK\$'000	Motor vehicles HK\$'000	Total HK\$'000
As at 1 January 2022	683,913	1,639	273	685,825
Additions	278,396	22,011	–	300,407
Disposals	(16,914)	–	–	(16,914)
Depreciation charge (note 7)	(18,137)	(5,565)	(101)	(23,803)
Exchange realignment	(58,038)	(36)	(20)	(58,094)
<b>As at 31 December 2022 and 1 January 2023</b>	<b>869,220</b>	<b>18,049</b>	<b>152</b>	<b>887,421</b>
Additions	<b>8,785</b>	–	–	<b>8,785</b>
Transfer to non-current assets held for sale (note 23)	<b>(15,445)</b>	–	–	<b>(15,445)</b>
Early termination	–	<b>(12,611)</b>	–	<b>(12,611)</b>
Lease modification	<b>(20,875)</b>	–	–	<b>(20,875)</b>
Depreciation charge (note 7)	<b>(19,622)</b>	<b>(2,107)</b>	<b>(96)</b>	<b>(21,825)</b>
Exchange realignment	<b>(17,924)</b>	<b>(280)</b>	<b>1</b>	<b>(18,203)</b>
<b>As at 31 December 2023</b>	<b>804,139</b>	<b>3,051</b>	<b>57</b>	<b>807,247</b>

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 14. LEASES (continued)

### The Group as a lessee (continued)

#### (b) Lease liabilities

The carrying amount of lease liabilities and the movements during the year are as follows:

	2023 HK\$'000	2022 HK\$'000
At 1 January	266,277	1,997
New leases	8,008	300,407
Accretion of interest recognised during the year	433	1,020
Early termination	(13,127)	–
Lease modification	(28,250)	–
Payments	(88,656)	(33,277)
Exchange realignment	(2,320)	(3,870)
<b>At 31 December</b>	<b>142,365</b>	<b>266,277</b>
Analysed into:		
Current portion	133,100	244,513
Non-current portion	9,265	21,764

Analysed into:

	2023 HK\$'000	2022 HK\$'000
Lease liabilities repayable:		
Within one year	133,100	244,513
In the second year	1,206	5,223
In the third to fifth years, inclusive	277	8,574
Beyond five years	7,782	7,967
<b>Total</b>	<b>142,365</b>	<b>266,277</b>

The maturity analysis of lease liabilities is disclosed in note 39 to the financial statements.



# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 14. LEASES (continued)

### The Group as a lessee (continued)

(c) The amounts recognised in profit or loss in relation to leases are as follows:

	2023 HK\$'000	2022 HK\$'000
Interest on lease liabilities	433	1,020
Depreciation charge of right-of-use assets	21,825	23,803
Expense relating to short-term leases (included in administrative expenses)	1,970	3,105
Expense relating to leases of low-value assets (included in administrative expenses)	50	38
Gain on modification of a lease	(7,375)	–
Gain on early termination of a lease	(516)	–
<b>Total amount recognised in profit or loss</b>	<b>16,387</b>	27,966

(d) The total cash outflow for leases is disclosed in note 33(c) to the financial statements.

### The Group as a lessor

The Group leases part of its factory and machinery under operating lease arrangements. The terms of the leases generally require the tenants to pay security deposits and provide for periodic rent adjustments according to the then prevailing market conditions. Rental income recognised by the Group during the year was HK\$22,803,000 (2022: HK\$26,147,000), details of which are included in note 5 to the financial statements.

At 31 December 2023, the undiscounted lease payments receivable by the Group in future periods under non-cancellable operating leases with its tenants are as follows:

	2023 HK\$'000	2022 HK\$'000
Within one year	22,526	22,751
After one year but within two years	18,007	21,670
After two years but within three years	18,524	19,242
After three years but within four years	18,497	19,773
After four years but within five years	18,824	19,745
After five years	51,940	73,119
<b>Total</b>	<b>148,318</b>	176,300

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 15. GOODWILL

	HK\$'000
Cost and net carrying amount at 1 January 2022	52,488
Impairment during the year (note 7)	(52,488)
<hr/>	
Net carrying amount at 31 December 2022	–
<hr/>	
At 31 December 2022:	
Cost	52,488
Accumulated impairment	(52,488)
<hr/>	
Net carrying amount	–
<hr/>	

### Impairment testing of goodwill

Goodwill acquired through business combinations was allocated to the manufacture and sale of casings for notebook computer and handheld devices cash-generating unit for impairment testing.

As at 31 December 2022, the recoverable amount of the manufacture and sale of casings for notebook computer and handheld devices cash-generating unit had been determined based on a value in use calculation using cash flow projections based on a five-year financial forecast approved by management. The pre-tax discount rate applied to the cash flow projections was 13% and cash flows beyond the five-year period were extrapolated using a growth rate of 2%.

Assumptions were used in the value in use calculation of the manufacture and sale of casings for notebook computer and handheld devices cash-generating unit as at 31 December 2022. The following describes each key assumption on which management had based its cash flow projections to undertake impairment testing of goodwill:

*Forecasted gross margins* – The basis used to determine the value assigned to the forecasted gross margins was the average gross margins achieved in the year immediately before the forecast year, increased for expected efficiency improvements, and expected market development.

*Discount rate* – The discount rate used was before tax and reflect specific risks relating to the relevant unit.

Based on management's assessment, an impairment loss of HK\$52,488,000 was recognised to profit or loss during the year ended 31 December 2022 to fully impair the goodwill as at 31 December 2022.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 16. DEFERRED TAX

### Deferred tax assets

	Losses available for offsetting against future taxable profits HK\$'000	Government subsidies HK\$'000	Lease liabilities HK\$'000	Impairment of property, plant and equipment HK\$'000	Total HK\$'000
Gross deferred tax assets at 1 January 2022	61,525	8,281	–	–	69,806
Deferred tax credited/(charged) to the statement of profit or loss during the year (note 10)	(58,567)	(148)	3,413	3,606	(51,696)
Exchange realignment	(2,958)	(724)	(106)	(112)	(3,900)
Gross deferred tax assets at 31 December 2022 and 1 January 2023	–	<b>7,409</b>	<b>3,307</b>	<b>3,494</b>	<b>14,210</b>
Deferred tax charged to the statement of profit or loss during the year (note 10)	–	<b>(141)</b>	<b>(3,240)</b>	<b>(3,423)</b>	<b>(6,804)</b>
Exchange realignment	–	<b>(166)</b>	<b>(67)</b>	<b>(71)</b>	<b>(304)</b>
Gross deferred tax assets at 31 December 2023	–	<b>7,102</b>	–	–	<b>7,102</b>

The Group had tax losses arising in Chinese Mainland of approximately HK\$1,191,178,000 as at 31 December 2023 (2022: HK\$866,050,000) that will expire in one to five years for offsetting against future taxable profits of the subsidiaries in which the losses arose. Deferred tax assets have not been recognised in respect of these losses as it is not considered probable that taxable profits will be available against which the tax losses can be utilised.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 16. DEFERRED TAX (continued)

### Deferred tax liabilities

	Fair value adjustments arising from acquisition of subsidiaries HK\$'000	Fair value adjustments designated at fair value through other comprehensive income HK\$'000	Withholding tax HK\$'000	Right-of-use assets HK\$'000	Total HK\$'000
Gross deferred tax liabilities at 1 January 2022	450	–	60,000	–	60,450
Deferred tax charged to the statement of profit or loss during the year (note 10)	–	–	9,790	3,470	13,260
Exchange realignment	–	–	–	(138)	(138)
Gross deferred tax liabilities at 31 December 2022 and 1 January 2023	<b>450</b>	–	<b>69,790</b>	<b>3,332</b>	<b>73,572</b>
Deferred tax credited to the statement of profit or loss during the year (note 10)	–	–	–	(3,293)	(3,293)
Deferred tax charged to equity during the year (note 10)	–	1,437	–	–	1,437
Exchange realignment	(29)	–	–	(39)	(68)
Gross deferred tax liabilities at 31 December 2023	<b>421</b>	<b>1,437</b>	<b>69,790</b>	–	<b>71,648</b>

Pursuant to the PRC Corporate Income Tax Law, a 10% withholding tax is levied on dividends declared to foreign investors from the foreign investment enterprises established in Chinese Mainland. The requirement is effective from 1 January 2008 and applies to earnings after 31 December 2007. The Group is therefore liable for withholding taxes on dividends distributed by those subsidiaries established in Chinese Mainland in respect of earnings generated from 1 January 2008.

The aggregate amount of temporary differences associated with investments in subsidiaries in Chinese Mainland for which deferred tax liabilities have not been recognised totalled approximately HK\$2,073,966,000 (2022: HK\$3,272,208,000) as at 31 December 2023. In the opinion of the directors, the Company is able to control the timing of the reversal of the temporary difference and, accordingly, the Group has taken into consideration, among others, the probability the temporary difference being reversed in the foreseeable future, and recognised for withholding taxes that would be payable in the foreseeable future on distribution of unremitted earnings by the Company's subsidiaries established in Chinese Mainland in respect of earnings generated.

There are no income tax consequences attaching to the payment of dividends by the Company to its shareholders.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 17. INVESTMENT IN AN ASSOCIATE

	2023 HK\$'000	2022 HK\$'000
Share of net assets	–	12,654

Particulars of the associate are as follows:

Company name	Particulars of issued shares held	Place of incorporation and business	Percentage of ownership interest attributable to the Group	Principal activity
Leading Profit Holding Limited ("Leading Profit")	Ordinary shares	Seychelles/ The ROC	0% (2022: 49%)	Investment holding

The Group's shareholding in an associate comprises equity shares held through a non wholly-owned subsidiary of the Company.

The following table illustrates the financial information of the Group's associate that is not individually material:

	2023 HK\$'000	2022 HK\$'000
Share of the associate's loss for the year	<b>(47)</b>	(7)
Aggregate carrying amount of the Group's investment in the associate	–	12,654

During the year, the amount of capital injection to Leading Profit was refunded to the Group upon its deregistration, resulting in a gain of HK\$632,000.

## 18. INVENTORIES

	2023 HK\$'000	2022 HK\$'000
Production materials	<b>128,281</b>	224,847
Work in progress	<b>541,370</b>	677,584
Finished goods	<b>739,003</b>	1,081,499
Moulds and consumable tools	<b>129,971</b>	209,765
	<b>1,538,625</b>	2,193,695

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 19. TRADE RECEIVABLES

	2023 HK\$'000	2022 HK\$'000
Trade receivables	<b>2,490,039</b>	2,426,112
Impairment	<b>(3,592)</b>	(5,166)
	<b>2,486,447</b>	2,420,946

The general credit terms of the Group range from 60 days to 120 days. Trade receivables are non-interest-bearing. The Group does not hold any collateral or other credit enhancements over these balances.

An ageing analysis of the Group's trade receivables as at the end of the reporting period, based on the invoice date and net of loss allowance, is as follows:

	2023 HK\$'000	2022 HK\$'000
Within 3 months	<b>1,440,992</b>	1,295,835
4 to 6 months	<b>1,019,371</b>	1,064,992
7 to 12 months	<b>26,084</b>	60,119
	<b>2,486,447</b>	2,420,946

The movements in the loss allowance for impairment of trade receivables are as follows:

	2023 HK\$'000	2022 HK\$'000
At beginning of year	<b>5,166</b>	3,481
Impairment/(reversal of impairment) (note 7)	<b>(1,574)</b>	1,685
At end of year	<b>3,592</b>	5,166

As at 31 December 2023, the decrease in loss allowance was due to the decrease in trade receivables which were past due for 4 to 6 months and 7 to 12 months.

As at 31 December 2022, the increase in loss allowance was due to the increase in trade receivables which were past due for 7 to 12 months.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 19. TRADE RECEIVABLES *(continued)*

An impairment analysis is performed at each reporting date using a provision matrix to measure ECLs. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns. The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. Generally, trade receivables are written off if past due for more than one year and are not subject to enforcement activity.

Set out below is the information about the credit risk exposure on the Group's trade receivables using a provision matrix:

### As at 31 December 2023

	Past due				Total
	Current	1 to 3 months	4 to 6 months	7 to 12 months	
Expected credit loss rate	0.04%	0.01%	5.33%	35.73%	0.14%
Gross carrying amount (HK\$'000)	2,169,308	304,038	10,760	5,933	2,490,039
ECLs (HK\$'000)	868	30	574	2,120	3,592

### As at 31 December 2022

	Past due				Total
	Current	1 to 3 months	4 to 6 months	7 to 12 months	
Expected credit loss rate	0.05%	0.02%	6.23%	44.92%	0.21%
Gross carrying amount (HK\$'000)	1,832,492	565,770	21,642	6,208	2,426,112
ECLs (HK\$'000)	916	113	1,348	2,789	5,166

## 20. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	2023 HK\$'000	2022 HK\$'000
Prepayments	50,282	59,345
Deposits and other receivables	127,811	134,345
	<b>178,093</b>	193,690

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 20. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES *(continued)*

The financial assets included in the above balances relate to receivables for which there was no recent history of default and past due amounts. The ECLs are estimated by applying a loss rate approach with reference to the historical loss record of the Group. The loss rate is adjusted to reflect the current conditions and forecasts of future economic conditions, as appropriate. As at 31 December 2023 and 31 December 2022, the ECLs were assessed to be minimal.

## 21. EQUITY INVESTMENT DESIGNATED AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

	2023 HK\$'000	2022 HK\$'000
<b>Equity investment designated at fair value through other comprehensive income</b>		
Overseas listed equity investment, at fair value		
Paragon Technologies Co., Ltd.	<b>25,236</b>	13,489

The above equity investment was irrevocably designated at fair value through other comprehensive income as the Group considers this investment to be strategic in nature.

During the year ended 31 December 2023, the gross profit in respect of the Group's equity investment designated at fair value through other comprehensive income recognised in other comprehensive income amounted to HK\$11,824,000 (2022: Loss of HK\$5,429,000).

During the year ended 31 December 2023, the Group received a dividend in the amounts of HK\$334,000 (2022: HK\$705,000) from Paragon Technologies Co., Ltd.

In the opinion of the directors, the equity investment designated at fair value through other comprehensive income is not expected to be realised within 12 months after the end of the reporting period. Accordingly, the investment is classified as a non-current asset in the consolidated statement of financial position.

The market value of the Group's listed equity investment at the date of approval of these financial statements was approximately HK\$22,362,000.



# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 22. CASH AND CASH EQUIVALENTS AND PLEDGED AND RESTRICTED BANK BALANCES

	2023 HK\$'000	2022 HK\$'000
Cash and bank balances, including time deposits with original maturity less than 3 months	<b>1,333,728</b>	1,809,456
Less: Pledged and restricted bank balances	<b>(111,876)</b>	(102,659)
Cash and cash equivalents	<b>1,221,852</b>	1,706,797

Renminbi (“RMB”) is not a freely convertible currency in Chinese Mainland and the remittance of funds out of Chinese Mainland is subject to the exchange restriction imposed by the PRC government. Companies incorporated in the ROC are subject to certain controls in the remittance of funds out of the ROC up to a certain limit for each calendar year. Vietnamese Dong is not a freely convertible currency in Vietnam under the Law on Foreign Investment in Vietnam. At the end of the reporting period, the cash and cash equivalents which were subject to exchange and/or remittance restrictions in Chinese Mainland, the ROC or Vietnam amounted to approximately HK\$495,596,000 (2022: HK\$402,897,000).

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short term time deposits are made for varying periods of between one day and three months depending on the immediate cash requirements of the Group, and earn interest at the respective short term time deposit rates. The bank balances and pledged deposits are deposited with creditworthy banks with no recent history of default.

## 23. NON-CURRENT ASSETS CLASSIFIED AS HELD FOR SALE

Pursuant to the Disposal for Land Resumption (note 13), certain leasehold lands and buildings with carrying values of HK\$15,445,000 and HK\$76,015,000, respectively, were transferred from right-of-use assets (note 14) and property, plant and equipment (note 13) to non-current assets held for sale during the year ended 31 December 2023. As at 31 December 2023, in the opinion of the directors, the Disposal for Land Resumption was expected to be completed within 12 months after the end of the reporting period. Subsequent to the end of the reporting period, the Disposal for Land Resumption was approved by shareholders of the Company at the extraordinary general meeting of the Company held on 13 March 2024.

As at 31 December 2022, certain items of machinery and furniture and fixtures at an aggregate carrying value of HK\$26,210,000 were transferred from property, plant and equipment (note 13) to non-current assets held for sale. As at 31 December 2022, negotiations for the sale of these assets were in progress and in the opinion of the directors, the sale was highly probable to be completed within 12 months from the end of that reporting period. During the year ended 31 December 2023, these items of machinery and furniture and fixtures have been disposed of and resulted in a loss on disposal of HK\$964,000 (note 7).

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 24. TRADE AND BILLS PAYABLES

The trade payables are non-interest-bearing and are normally settled on terms of 60 to 120 days.

An ageing analysis of the Group's trade and bills payables as at the end of the reporting period, based on the invoice date and issuance date, respectively, is as follows:

	2023 HK\$'000	2022 HK\$'000
Within 3 months	567,760	532,780
4 to 6 months	292,661	254,025
7 to 12 months	18,814	29,030
Over 1 year	11,562	6,768
	<b>890,797</b>	822,603

## 25. OTHER PAYABLES AND ACCRUALS

	2023 HK\$'000	2022 HK\$'000
Deferred income (note 28)	807	858
Contract liabilities <sup>#</sup>	31,646	53,851
Other payables <sup>##</sup>	543,832	756,212
Accruals	500,902	634,596
	<b>1,077,187</b>	1,445,517

# Contract liabilities represent receipts in advance from customers for the sale of goods.

The contract liabilities as at 1 January 2022 amounted to HK\$32,483,000. The decrease (2022: increase) in contract liabilities in 2023 was mainly due to a decrease (2022: increase) in advances received from customers in relation to the sale of goods at the end of the year.

## Other payables are non-interest-bearing.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 26. DERIVATIVE FINANCIAL INSTRUMENTS

	2023		2022	
	Assets HK\$'000	Liabilities HK\$'000	Assets HK\$'000	Liabilities HK\$'000
Forward currency contracts	–	–	–	1,676

The Group has entered into various forward currency contracts to reduce its exposure to foreign currency exchange rate fluctuations. These forward currency contracts are not designated for hedge purposes and are measured at fair value through profit or loss. Changes in the fair value of non-hedging currency derivatives, net, amounting to HK\$15,855,000 (2022: HK\$45,885,000) were debited to the statement of profit or loss during the year ended 31 December 2023.

## 27. INTEREST-BEARING BANK AND OTHER BORROWINGS

	2023			2022		
	Effective interest rate (%)	Maturity	HK\$'000	Effective interest rate (%)	Maturity	HK\$'000
<b>Current</b>						
Syndicated bank loans	6.83	2024	412,421	6.10	2023	274,842
Other bank loans and other borrowing	1.93-8.42	2024	2,126,718	0.56-7.51	2023	2,773,902
			2,539,139			3,048,744
<b>Non-current</b>						
Syndicated bank loans	6.83	2025	549,894	6.10	2024-2025	961,947
Other bank loans and other borrowing	1.93-2.80	2025-2027	47,581	1.32-1.68	2024-2027	32,437
			597,475			994,384
			3,136,614			4,043,128

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 27. INTEREST-BEARING BANK AND OTHER BORROWINGS *(continued)*

	2023 HK\$'000	2022 HK\$'000
Repayable:		
Within one year	2,539,139	3,048,744
In the second year	589,793	441,052
In the third to fifth years, inclusive	7,682	553,332
	<b>3,136,614</b>	4,043,128

Notes:

- (a) Certain of the Group's bank loans were secured by:
- (i) the pledge of certain of the Group's land and buildings situated in the ROC, which had a net carrying value at the end of the reporting period of HK\$20,413,000 (2022: HK\$20,223,000); and
  - (ii) corporate guarantees executed by the Company to the extent of HK\$2,301,927,000 (2022: HK\$2,931,266,000) as at the end of the reporting period.
- (b) The Group's bank and other borrowings with carrying amounts of HK\$2,734,917,000 (2022: HK\$3,728,254,000), HK\$19,590,000 (2022: HK\$20,744,000) and HK\$382,107,000 (2022: HK\$294,130,000) are denominated in United States dollars ("US\$"), New Taiwan dollars ("NT\$") and RMB, respectively.

## 28. DEFERRED INCOME

	Note	2023 HK\$'000	2022 HK\$'000
Deferred income related to the government subsidies for acquisition of assets	(i)	41,729	43,483
Current portion (note 25)		<b>(807)</b>	(858)
Non-current portion		<b>40,922</b>	42,625

Note:

- (i) Deferred income represented government subsidies relating to acquisition of assets received by certain of the Group's subsidiaries in Chinese Mainland.

## 29. SHARE CAPITAL

### Shares

	2023 HK\$'000	2022 HK\$'000
Authorised: 2,000,000,000 shares of HK\$0.1 each	<b>200,000</b>	200,000
Issued and fully paid: 1,200,008,445 (2022: 1,200,008,445) shares of HK\$0.1 each	<b>120,001</b>	120,001

## 30. EQUITY COMPENSATION PLANS

### (a) Share option scheme

The Company operates a share option scheme ("Scheme") for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations. Eligible participants of the Scheme include the Company's directors, including independent non-executive directors, other employees of the Group, suppliers of goods or services to the Group, customers of the Group, persons that provide research, development or other technological support to the Group, the Group's shareholders and the advisers or consultants of the Group and participants who have contributed or may contribute to the development and growth of the Group.

The maximum number of unexercised share options currently permitted to be granted under the Scheme is an amount equivalent, upon their exercise, to 30% of the shares of the Company in issue at any time. The maximum number of shares issuable under share options to each eligible participant in the Scheme within any 12-month period, is limited to 1% of the shares of the Company in issue at any time. Any further grant of share options in excess of this limit is subject to shareholders' approval in a general meeting.

Share options granted to a director, chief executive or substantial shareholder of the Company, or to any of their associates, are subject to approval in advance by the independent non-executive directors. In addition, any share options granted to a substantial shareholder or an independent non-executive director of the Company, or to any of their associates, in excess of 0.1% of the shares of the Company in issue at any time or with an aggregate value (based on the closing price of the Company's shares at the date of the grant) in excess of HK\$5,000,000, within any 12-month period, are subject to shareholders' approval in advance in a general meeting.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 30. EQUITY COMPENSATION PLANS *(continued)*

### (a) Share option scheme *(continued)*

The offer of a grant of share options may be accepted within 21 days from the date of offer, upon payment of a nominal consideration of HK\$1 in total by the grantee. The exercise period of the share options granted is determinable by the directors, which period may commence from the date of the offer of the share options, and ends on a date which is not later than 10 years from the date of offer of the share options.

The exercise price of the share options is determinable by the directors, but shall not be less than the highest of (i) the closing price of the Company's shares as quoted on the daily quotation sheet on the Hong Kong Stock Exchange on the date of the offer of the share options; and (ii) the average of the closing prices of the Company's shares as quoted on the Hong Kong Stock Exchange's daily quotation sheets for the five trading days immediately preceding the date of the offer; and (iii) the nominal value of the Company's shares.

There are no cash settlement alternatives. The Group does not have a past practice of cash settlement for these share options. The Group accounts for the Scheme as an equity-settled plan.

Share options do not confer rights on the holders to dividends or to vote at shareholders' meetings.

During the year, no share options were granted or cancelled by the Company under the Scheme and no share options were expired.

The following share options were outstanding under the Scheme during the year:

	2023		2022	
	Weighted average exercise price HK\$ per share	Number of options	Weighted average exercise price HK\$ per share	Number of options
At 1 January	1.48	31,976,000	1.48	33,512,000
Forfeited	1.48	(3,638,000)	1.48	(1,536,000)
At 31 December	1.48	28,338,000	1.48	31,976,000

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 30. EQUITY COMPENSATION PLANS (continued)

### (a) Share option scheme (continued)

The exercise prices and exercise periods of the share options outstanding as at the end of the reporting period are as follows:

#### 2023

Number of options	Exercise price* HK\$ per share	Exercise period
164,400	1.48	7-11-2018 to 31-8-2024
514,400	1.48	7-11-2019 to 31-8-2024
515,600	1.48	7-11-2020 to 31-8-2024
13,572,800	1.48	7-11-2021 to 31-8-2024
13,570,800	1.48	7-11-2022 to 31-8-2024
<b>28,338,000</b>		

#### 2022

Number of options	Exercise price* HK\$ per share	Exercise period
184,400	1.48	7-11-2018 to 31-8-2024
534,400	1.48	7-11-2019 to 31-8-2024
538,400	1.48	7-11-2020 to 31-8-2024
15,360,400	1.48	7-11-2021 to 31-8-2024
15,358,400	1.48	7-11-2022 to 31-8-2024
<b>31,976,000</b>		

\* The exercise price of the share options is subject to adjustment in the case of rights or bonus issues, or other similar changes in the Company's share capital.

During the year ended 31 December 2023, share option expenses of HK\$6,109,000 previously recognised in employee share-based compensation reserve were transferred to retained profits upon the forfeiture of share options.

The Group recognised a share option expense of HK\$2,276,000 during the year ended 31 December 2022 in respect of share options granted/replaced in the prior years.

At the end of the reporting period, the Company had 28,338,000 share options outstanding under the Scheme, representing approximately 2.4% of the Company's shares in issue as at that date. The exercise in full of the outstanding share options would, under the present capital structure of the Company, result in the issue of 28,338,000 additional ordinary shares of the Company and additional share capital of HK\$2,834,000 and share premium of HK\$39,106,000 (before issue expenses).

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 30. EQUITY COMPENSATION PLANS *(continued)*

### (b) Share award plan

The board of directors approved the adoption of the new share award plan (the "Share Award Plan") with effect from 19 May 2017. The purpose of the Share Award Plan is to (i) recognise and reward the contribution of certain eligible participants to the growth and development of the Group through an award of shares and to give incentives thereto in order to retain them for the continual operation and development of the Group; and (ii) attract suitable personnel for further development of the Group. The vesting period of the awarded shares is determined by the board of directors.

As at 31 December 2023, a total of 354,345,774 (2022: 354,345,774) shares were held by the Bank of Communications Trustee Limited, the trustee under the Share Award Plan.

## 31. RESERVES

The amounts of the Group's reserves and the movements therein for the prior and current years are presented in the consolidated statement of changes in equity on pages 55 and 56 of the financial statements.

## 32. PARTLY-OWNED SUBSIDIARIES WITH MATERIAL NON-CONTROLLING INTERESTS

Details of the Company's subsidiaries that have material non-controlling interests are set out below:

	2023	2022
Percentage of equity interest held by non-controlling interests:		
Wah Yuen and its subsidiaries ("Wah Yuen Group")	<b>40.72%</b>	40.72%
Mindforce and its subsidiaries ("Mindforce Group")	<b>29%</b>	29%

	2023	2022
	HK\$'000	HK\$'000
Loss for the year allocated to non-controlling interests:		
Wah Yuen Group	<b>(80,379)</b>	(29,297)
Mindforce Group	<b>(20,675)</b>	(44,958)
Accumulated balances of non-controlling interests at the reporting date:		
Wah Yuen Group	<b>1,161,189</b>	1,289,833
Mindforce Group	<b>35,213</b>	61,775



# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 32. PARTLY-OWNED SUBSIDIARIES WITH MATERIAL NON-CONTROLLING INTERESTS

(continued)

The following tables illustrate the summarised financial information of the above partly-owned subsidiaries. The amounts disclosed are before any inter-company eliminations:

	Wah Yuen Group HK\$'000	Mindforce Group HK\$'000
<b>2023</b>		
Revenue	<b>2,352,848</b>	<b>567,448</b>
Total expenses	<b>(2,550,243)</b>	<b>(638,742)</b>
Loss for the year	<b>(197,395)</b>	<b>(71,294)</b>
Total comprehensive expenses for the year	<b>(684,234)</b>	<b>(125,559)</b>
Current assets	<b>2,392,350</b>	<b>353,713</b>
Non-current assets	<b>2,197,370</b>	<b>557,928</b>
Current liabilities	<b>(1,701,532)</b>	<b>(633,784)</b>
Non-current liabilities	<b>(46,756)</b>	<b>(156,355)</b>
Net cash flows from operating activities	<b>421,961</b>	<b>141,291</b>
Net cash flows used in investing activities	<b>(368,219)</b>	<b>(12,518)</b>
Net cash flows used in financing activities	<b>(34,135)</b>	<b>(156,747)</b>
Net increase/(decrease) in cash and cash equivalents	<b>19,607</b>	<b>(27,974)</b>
<b>2022</b>		
Revenue	2,785,604	827,851
Total expenses	(2,857,552)	(982,879)
Loss for the year	(71,948)	(155,028)
Total comprehensive expenses for the year	(490,056)	(202,932)
Current assets	2,949,123	514,759
Non-current assets	2,530,650	654,880
Current liabilities	(2,290,913)	(799,668)
Non-current liabilities	(31,505)	(156,424)
Net cash flows from operating activities	600,215	19,263
Net cash flows from/(used in) investing activities	4,280	(10,928)
Net cash flows from/(used in) financing activities	(362,597)	43,150
Net increase in cash and cash equivalents	241,898	51,485

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 33. NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS

### (a) Major non-cash transactions

- (i) During the year, the Group had non-cash additions to right-of-use assets and lease liabilities of HK\$8,785,000 (2022: HK\$300,407,000) and HK\$8,008,000 (2022: HK\$300,407,000), respectively, in respect of lease arrangements for its leasehold land (2022: leasehold land and properties). For the non-cash additions to right-of-use assets of HK\$8,785,000, HK\$777,000 (2022: Nil) of which was transferred from prepayment during the year.
- (ii) During the year, the proceeds from disposal of non-current assets classified as held for sale of HK\$4,309,000 were not yet received and included in prepayments, deposits and other receivables as at 31 December 2023.
- (iii) During the year ended 31 December 2022, the Group recognised compensation income received in prior years of HK\$726,350,000, which was included in other payables and accruals as at 31 December 2021, as subsidy income of HK\$69,429,000 for relocation and compensation income of HK\$656,921,000 for surrendering of certain items of property, plant and equipment and right-of-use assets upon completion of the Relocation (note 5).

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 33. NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (continued)

### (b) Changes in liabilities arising from financing activities

2023

	Lease liabilities HK\$'000	Interest-bearing bank and other borrowings HK\$'000
At 1 January 2023	266,277	4,043,128
Changes from financing cash flows	(88,223)	(831,207)
New leases	8,008	–
Early termination	(13,127)	–
Lease modification	(28,250)	–
Accretion of interest recognised during the year	433	–
Interest paid classified as operating cash flows	(433)	–
Foreign exchange movement	(2,320)	(75,307)
At 31 December 2023	142,365	3,136,614

2022

	Lease liabilities HK\$'000	Interest-bearing bank borrowings HK\$'000
At 1 January 2022	1,997	4,852,654
Changes from financing cash flows	(32,257)	(736,231)
New leases	300,407	–
Accretion of interest recognised during the year	1,020	–
Interest paid classified as operating cash flows	(1,020)	–
Foreign exchange movement	(3,870)	(73,295)
At 31 December 2022	266,277	4,043,128

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 33. NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (continued)

### (c) Total cash outflow for leases

The total cash outflow for leases included in the statement of cash flows is as follows:

	2023 HK\$'000	2022 HK\$'000
Within operating activities	2,453	4,163
Within financing activities	88,223	32,257
	<b>90,676</b>	<b>36,420</b>

## 34. CONTINGENT LIABILITIES

At the end of the reporting period, the Group did not have any significant contingent liabilities.

## 35. COMMITMENTS

The Group had the following contractual commitments as at the end of the reporting period:

	2023 HK\$'000	2022 HK\$'000
Buildings	44,625	11,242
Machinery and office equipment	208,554	82,162
Total contractual commitments	<b>253,179</b>	<b>93,404</b>

## 36. RELATED PARTY TRANSACTIONS

(a) In addition to the transactions detailed elsewhere in these financial statements, the Group had the following transactions with related parties during the year:

	Notes	2023 HK\$'000	2022 HK\$'000
Lease payments paid to:			
Ms. Cheng Shao-Wen	(i)	142	146
Mr. Cheng Yung-Kang	(ii)	59	60
禾涎股份有限公司("禾涎")	(iii)	301	308
Ms. Lin Mei Li	(iv)	62	63

## 36. RELATED PARTY TRANSACTIONS (continued)

- (a) In addition to the transactions detailed elsewhere in these financial statements, the Group had the following transactions with related parties during the year: (continued)

Notes:

- (i) Ms. Cheng Shao-Wen is the daughter of Mr. Cheng Li-Yu, a director of the Company. The rentals were determined at rates mutually agreed between the relevant parties. During the year ended 31 December 2023, the Group only entered into a short-term lease agreement with Ms. Cheng Shao-Wen.
- (ii) Mr. Cheng Yung-Kang is the son of Mr. Cheng Li-Yu, a director of the Company. The rentals were determined at rates mutually agreed between the relevant parties. During the year ended 31 December 2023, the Group only entered into a short-term lease agreement with Ms. Cheng Yung Kang.
- (iii) Ms. Cheng Shao-Wen and Mr. Cheng Yung-Kang are the directors of 禾澁. Ms. Lin Mei-Li, the spouse of Mr. Cheng Li-Yu, a director of the Company, Ms. Cheng Shao-Wen and Mr. Cheng Yung-Kang are the shareholders of 禾澁. The rentals were determined at rates mutually agreed between the relevant parties. During the year ended 31 December 2023, the Group only entered into a short-term lease agreement with 禾澁.
- (iv) Ms. Lin Mei-Li is the spouse of Mr. Cheng Li-Yu, a director of the Company. The rentals were determined at rates mutually agreed between the relevant parties. During the year ended 31 December 2023, the Group only entered into a short-term lease agreement with Ms. Lin Mei-Li.

The above related party transactions also constitute connected transactions or continuing connected transactions as defined in Chapter 14A of the Listing Rules.

- (b) Compensation of key management personnel of the Group (excluding directors' remuneration):

	2023 HK\$'000	2022 HK\$'000
Short term employee benefits	7,500	9,136
Employee share-based compensation expenses	–	784
<b>Total compensation paid to key management personnel</b>	<b>7,500</b>	<b>9,920</b>

Further details of directors' emoluments are included in note 8 to the financial statements.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 37. FINANCIAL INSTRUMENTS BY CATEGORY

The carrying amounts of each of the categories of financial instruments as at the end of the reporting period are as follows:

**2023**

### Financial assets

	Financial assets at amortised cost HK\$'000	Equity investment designated at fair value through other comprehensive income HK\$'000	Total HK\$'000
Equity investment designated at fair value through other comprehensive income	–	25,236	25,236
Trade receivables	2,486,447	–	2,486,447
Financial assets included in prepayments, deposits and other receivables	79,848	–	79,848
Pledged and restricted bank balances	111,876	–	111,876
Cash and cash equivalents	1,221,852	–	1,221,852
	<b>3,900,023</b>	<b>25,236</b>	<b>3,925,259</b>

### Financial liabilities

	Financial liability at fair value through profit or loss – held for trading HK\$'000	Financial liabilities at amortised cost HK\$'000	Total HK\$'000
Trade and bills payables	–	890,797	890,797
Financial liabilities included in other payables and accruals	–	573,940	573,940
Interest-bearing bank and other borrowings	–	3,136,614	3,136,614
Lease liabilities	–	142,365	142,365
	–	<b>4,743,716</b>	<b>4,743,716</b>

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 37. FINANCIAL INSTRUMENTS BY CATEGORY (continued)

The carrying amounts of each of the categories of financial instruments as at the end of the reporting period are as follows: (continued)

2022

### Financial assets

	Financial assets at amortised cost HK\$'000	Equity investment designated at fair value through other comprehensive income HK\$'000	Total HK\$'000
Equity investment designated at fair value through other comprehensive income	–	13,489	13,489
Trade receivables	2,420,946	–	2,420,946
Financial assets included in prepayments, deposits and other receivables	91,381	–	91,381
Pledged and restricted bank balances	102,659	–	102,659
Cash and cash equivalents	1,706,797	–	1,706,797
	4,321,783	13,489	4,335,272

### Financial liabilities

	Financial liability at fair value through profit or loss – held for trading HK\$'000	Financial liabilities at amortised cost HK\$'000	Total HK\$'000
Trade and bills payables	–	822,603	822,603
Financial liabilities included in other payables and accruals	–	790,854	790,854
Derivative financial instrument	1,676	–	1,676
Interest-bearing bank borrowings	–	4,043,128	4,043,128
Lease liabilities	–	266,277	266,277
	1,676	5,922,862	5,924,538

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 38. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

The carrying amounts and fair values of the Group's financial instruments, other than those with carrying amounts that reasonably approximate to fair values, are as follows:

	Carrying amounts		Fair values	
	2023 HK\$'000	2022 HK\$'000	2023 HK\$'000	2022 HK\$'000
<b>Financial assets</b>				
Equity investment designated at fair value through other comprehensive income:				
Overseas listed equity investment, at fair value	25,236	13,489	25,236	13,489
<b>Financial liability</b>				
Derivative financial instrument	–	1,676	–	1,676

Management has assessed that the fair values of trade receivables, financial assets included in prepayments, deposits and other receivables, pledged and restricted bank balances, cash and cash equivalents, trade and bills payables, financial liabilities included in other payables and accruals and the current portion of interest-bearing bank and other borrowings approximate to their carrying amounts largely due to the short term maturities of these instruments.

The Group's finance department headed by the chief financial officer is responsible for determining the policies and procedures for the fair value measurement of financial instruments. The finance department reports directly to the chief financial officer and the audit committee. At each reporting date, the finance department analyses the movements in the values of financial instruments and determines the major inputs applied in the valuation. The valuation is reviewed and approved by the chief financial officer.

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.



# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 38. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS *(continued)*

The following methods and assumptions were used to estimate the fair values:

The fair values of the non-current portion of interest-bearing bank and other borrowings have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities. The changes in fair value as a result of the Group's own non-performance risk for interest-bearing bank and other borrowings as at 31 December 2023 and 31 December 2022 were assessed to be insignificant.

The fair value of the listed equity investment was based on a quoted market price.

The Group enters into derivative financial instruments with various counterparties, principally with creditworthy banks with no recent history of default. Derivative financial instruments, including forward currency contracts, are measured using valuation techniques similar to forward pricing using present value calculations. The models incorporate various market observable inputs including the credit quality of counterparties, foreign exchange spot and forward rates. The carrying amounts of forward currency contracts are the same as their fair values. As at 31 December 2022, the mark-to-market value of the derivative position was net of a credit valuation adjustment attributable to derivative counterparty default risk.

### Fair value hierarchy

The following tables illustrate the fair value measurement hierarchy of the Group's financial instruments:

#### Assets measured at fair value

As at 31 December 2023

	Fair value measurement using			Total HK\$'000
	Quoted prices in active markets (Level 1) HK\$'000	Significant observable inputs (Level 2) HK\$'000	Significant unobservable inputs (Level 3) HK\$'000	
Equity investment designated at fair value through other comprehensive income:				
Overseas listed equity investment	25,236	–	–	25,236

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 38. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS *(continued)*

### Fair value hierarchy *(continued)*

#### Assets measured at fair value *(continued)*

As at 31 December 2022

	Fair value measurement using			Total HK\$'000
	Quoted prices in active markets (Level 1) HK\$'000	Significant observable inputs (Level 2) HK\$'000	Significant unobservable inputs (Level 3) HK\$'000	
Equity investment designated at fair value through other comprehensive income:				
Overseas listed equity investment	13,489	–	–	13,489

The Group did not have any financial liabilities measured at fair value as at 31 December 2023.

During the year, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3 for both financial assets and financial liabilities (2022: Nil).

#### Liability measured at fair value

As at 31 December 2022

	Fair value measurement using			Total HK\$'000
	Quoted prices in active markets (Level 1) HK\$'000	Significant observable inputs (Level 2) HK\$'000	Significant unobservable inputs (Level 3) HK\$'000	
Derivative financial instruments	–	1,676	–	1,676

During the year, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3 for both financial assets and financial liabilities (2022: Nil).

# NOTES TO FINANCIAL STATEMENTS

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## 39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial instruments, other than derivatives, comprise interest-bearing bank and other borrowings, pledged and restricted bank balances, and cash and short term deposits. The main purpose of these financial instruments is to raise finance for the Group's operations. The Group has various other financial assets and liabilities such as trade receivables, other receivables, trade and bills payables and other payables and accruals, which arise directly from its operations.

The Group also enters into derivative transactions, including principally forward currency contracts. The purpose is to manage the currency risks arising from the Group's operations.

The main risks arising from the Group's financial instruments are interest rate risk, foreign currency risk, credit risk, liquidity risk and equity price risk. The board of directors reviews and agrees policies for managing each of these risks and they are summarised below. The Group's accounting policies in relation to derivatives are set out in note 2.4 to the financial statements.

### Interest rate risk

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's debt obligations denominated in US\$ with floating interest rates.

The following table demonstrates the sensitivity to a reasonably possible change in the interest rate of the United States dollar, with all other variables held constant, of the Group's profit/(loss) before tax.

	Increase/ (decrease) in basis points	Decrease/ (increase) in loss before tax HK\$'000
2023		
United States dollar	50	(13,675)
United States dollar	(50)	13,675

	Increase/ (decrease) in basis points	Increase/ (decrease) in profit before tax HK\$'000
2022		
United States dollar	50	(18,641)
United States dollar	(50)	18,641

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES *(continued)*

### Foreign currency risk

The Group has transactional currency exposures. Such exposures arise from sales or purchases by operating units in currencies other than the units' functional currencies.

The Group's exposure to market risk for changes in foreign currency exchange rates relates primarily to certain trade receivables, trade and bills payables, certain cash and cash equivalents, and interest-bearing bank and other borrowings in currencies other than the functional currencies of the Group's operating subsidiaries. The Group uses derivative financial instruments to reduce its foreign currency risk, but the transactions do not qualify for hedge accounting.

Since most of the Group's revenue is denominated in US\$ and most of the Group's expenses are denominated in RMB, the appreciation of RMB has negative effects on the Group's profitability.

The following table demonstrates the sensitivity at the end of the reporting period to a reasonably possible change in the Renminbi exchange rate, with all other variables held constant, of the Group's profit/(loss) before tax (arising from Renminbi denominated financial instruments).

	Increase/ (decrease) in exchange rate %	Decrease/ (increase) in loss before tax HK\$'000
2023		
If US\$ strengthens against RMB	<b>7.85</b>	<b>192,378</b>
If US\$ weakens against RMB	<b>(7.85)</b>	<b>(192,378)</b>
	Increase/ (decrease) in exchange rate %	Increase/ (decrease) in profit before tax HK\$'000
2022		
If US\$ strengthens against RMB	13.48	334,779
If US\$ weakens against RMB	(13.48)	(334,779)

## 39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES *(continued)*

### Credit risk

The carrying amount of trade receivables included in the consolidated statement of financial position represents the Group's maximum exposure to credit risk in relation to the Group's trade receivables. The Group performs ongoing credit evaluations of its customers' financial conditions and requires no collateral from its customers.

The Group has a significant concentration of credit risk in relation to trade receivables as the trade receivables due from the five largest customers accounted for 82% (2022: 82%) of the Group's trade receivables at the end of the reporting period. The loss allowance for impairment of trade receivables was based upon a review of the expected collectability of all trade receivables.

### Maximum exposure and year-end staging

The tables below show the credit quality and the maximum exposure to credit risk based on the Group's credit policy, which is mainly based on past due information unless other information is available without undue cost or effort, and year-end staging classification as at 31 December. The amounts presented are gross carrying amounts for financial assets.

#### As at 31 December 2023

	12-month ECLs	Lifetime ECLs Simplified approach	Total
	Stage 1 HK\$'000	HK\$'000	HK\$'000
Trade receivables*	–	2,490,039	2,490,039
Financial assets included in prepayments, deposits and other receivables			
– Normal**	79,848	–	79,848
Pledged and restricted bank balances			
– Not yet past due	111,876	–	111,876
Cash and cash equivalents			
– Not yet past due	1,221,852	–	1,221,852
	1,413,576	2,490,039	3,903,615

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES *(continued)*

### Credit risk *(continued)*

#### Maximum exposure and year-end staging *(continued)*

As at 31 December 2022

	12-month ECLs	Lifetime ECLs	Total
	Stage 1 HK\$'000	Simplified approach HK\$'000	HK\$'000
Trade receivables*	–	2,426,112	2,426,112
Financial assets included in prepayments, deposits and other receivables			
– Normal**	91,381	–	91,381
Pledged and restricted bank balances			
– Not yet past due	102,659	–	102,659
Cash and cash equivalents			
– Not yet past due	1,706,797	–	1,706,797
	1,900,837	2,426,112	4,326,949

\* For trade receivables to which the Group applies the simplified approach for impairment, information based on the provision matrix is disclosed in note 19 to the financial statements.

\*\* The credit quality of the financial assets included in prepayments, deposits and other receivables is considered to be “normal” when they are not past due and there is no information indicating that the financial assets had a significant increase in credit risk since initial recognition.

Further quantitative data in respect of the Group’s exposure to credit risk arising from trade receivables are disclosed in note 19 to the financial statements.

### Liquidity risk

The Group monitors its risk to a shortage of funds using a recurring liquidity planning tool. This tool considers the maturity of both its financial instruments and financial assets (e. g., trade receivables) and projected cash flows from operations.

The Group’s objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans and lease liabilities. In addition, banking facilities have been put in place for contingency purposes.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES *(continued)*

### Liquidity risk *(continued)*

The maturity profile of the Group's financial liabilities as at the end of the reporting period, based on the contractual undiscounted payments, was as follows:

	2023			Total HK\$'000
	On demand or within 1 year HK\$'000	2 to 5 years HK\$'000	Over 5 years HK\$'000	
Trade and bills payables	890,797	–	–	890,797
Lease liabilities	134,839	2,382	13,288	150,509
Financial liabilities included in other payables and accruals	573,940	–	–	573,940
Interest-bearing bank and other borrowings	2,620,898	625,261	–	3,246,159
	<b>4,220,474</b>	<b>627,643</b>	<b>13,288</b>	<b>4,861,405</b>

	2022			Total HK\$'000
	On demand or within 1 year HK\$'000	2 to 5 years HK\$'000	Over 5 years HK\$'000	
Trade and bills payables	822,603	–	–	822,603
Lease liabilities	245,472	15,546	13,785	274,803
Financial liabilities included in other payables and accruals	790,854	–	–	790,854
Interest-bearing bank borrowings	3,093,878	1,014,198	–	4,108,076
	4,952,807	1,029,744	13,785	5,996,336

### Equity price risk

Equity price risk is the risk that the fair values of equity securities decrease as a result of changes in the levels of equity indices and the value of individual securities. The Group is exposed to equity price risk arising from an individual equity investment classified as an equity investment designated at fair value through other comprehensive income (note 21) as at 31 December 2023. The Group's listed investment is listed on the Taiwan Stock Exchange (the "TSEC") and valued at the quoted market price at the end of the reporting period.

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES *(continued)*

### Equity price risk *(continued)*

The market equity index for the following stock exchange, at the close of business of the nearest trading day in the year to the end of the reporting periods, and its respective highest and lowest points during the year were as follows:

	31 December 2023	High/low 2023	31 December 2022	High/low 2022
ROC – TSEC Weighted Index	<b>17,931</b>	<b>17,946/14,002</b>	14,138	18,620/12,629

The following table demonstrates the sensitivity to a reasonably possible change in the fair value of the equity investment, with all other variables held constant and before any impact on deferred tax, based on its carrying amount at the end of the reporting period. For the purpose of this analysis, for the equity investment designated at fair value through other comprehensive income, the impact is deemed to be on the fair value reserve.

	Carrying amount of equity investment HK\$'000	Increase/ (decrease) in equity price %	Increase/ (decrease) in equity* HK\$'000
2023			
Investment listed in:			
ROC – Equity investment at fair value through other comprehensive income	<b>25,236</b>	<b>48.85</b>	<b>12,328</b>
	<b>25,236</b>	<b>(48.85)</b>	<b>(12,328)</b>
2022			
Investment listed in:			
ROC – Equity investment at fair value through other comprehensive income	13,489	33.33	4,496
	13,489	(33.33)	(4,496)

\* Excluding retained profits



# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES *(continued)*

### Capital management

The primary objectives of the Group's capital management are to safeguard the Group's ability to continue as a going concern and to maintain healthy capital ratios in order to support its business and maximise shareholders' value.

The Group manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group is not subject to any externally imposed capital requirements. No changes were made in the objectives, policies or processes for managing capital during the years ended 31 December 2023 and 31 December 2022.

The Group monitors capital using a gearing ratio, which is calculated as the total bank and other borrowings divided by the total assets. The gearing ratios as at the end of the reporting periods were as follows:

	31 December 2023 HK\$'000	31 December 2022 HK\$'000
Total bank and other borrowings	<b>3,136,614</b>	4,043,128
Total non-current assets	<b>6,527,161</b>	7,545,933
Total current assets	<b>5,628,353</b>	6,643,997
Total assets	<b>12,155,514</b>	14,189,930
Gearing ratio	<b>26%</b>	28%

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 40. STATEMENT OF FINANCIAL POSITION OF THE COMPANY

Information about the statement of financial position of the Company at the end of the reporting period is as follows:

	2023 HK\$'000	2022 HK\$'000
NON-CURRENT ASSETS		
Investments in subsidiaries	<b>1,080,944</b>	1,080,944
CURRENT ASSETS		
Due from subsidiaries	<b>5,017,005</b>	5,017,797
Prepayments, deposits and other receivables	<b>252</b>	288
Restricted bank balances	<b>87,093</b>	68,894
Cash and cash equivalents	<b>5,763</b>	14,053
Total current assets	<b>5,110,113</b>	5,101,032
CURRENT LIABILITIES		
Due to a subsidiary	<b>1,986,635</b>	1,926,635
Other payables and accruals	<b>5,669</b>	5,291
Total current liabilities	<b>1,992,304</b>	1,931,926
NET CURRENT ASSETS	<b>3,117,809</b>	3,169,106
Net assets	<b>4,198,753</b>	4,250,050
EQUITY		
Issued capital	<b>120,001</b>	120,001
Reserves (note)	<b>4,078,752</b>	4,130,049
Total equity	<b>4,198,753</b>	4,250,050

# NOTES TO FINANCIAL STATEMENTS

31 December 2023

## 40. STATEMENT OF FINANCIAL POSITION OF THE COMPANY (continued)

Note:

A summary of the Company's reserves is as follows:

	Share premium account HK\$'000	Shares held under share award plan HK\$'000	Employee share-based compensation reserve HK\$'000	Other reserves HK\$'000	Retained profits HK\$'000	Total HK\$'000
At 1 January 2022	187,919	(745,831)	57,971	316,058	3,740,190	3,556,307
Total comprehensive income for the year	-	-	-	-	639,119	639,119
Dividend received under the share award plan	-	28,348	-	-	-	28,348
Share-based compensation arrangements	-	-	2,276	-	-	2,276
2021 final dividend	-	-	-	-	(96,001)	(96,001)
At 31 December 2022 and 1 January 2023	<b>187,919</b>	<b>(717,483)</b>	<b>60,247</b>	<b>316,058</b>	<b>4,283,308</b>	<b>4,130,049</b>
Total comprehensive loss for the year	-	-	-	-	(9,014)	(9,014)
Dividend received under the share award plan	-	17,717	-	-	-	17,717
Transfer of employee share-based compensation reserve upon the forfeiture of share options	-	-	(6,109)	-	6,109	-
2022 final dividend	-	-	-	-	(60,000)	(60,000)
As 31 December 2023	<b>187,919</b>	<b>(699,766)</b>	<b>54,138</b>	<b>316,058</b>	<b>4,220,403</b>	<b>4,078,752</b>

The employee share-based compensation reserve comprises the fair value of share options granted which are yet to be exercised, as further explained in the accounting policy of share-based payments in note 2.4 to the financial statements. The amount will be (i) transferred to the share premium account when the related options are exercised; (ii) transferred to retained profits should the related options expire; or (iii) transferred to retained profits should the related options be forfeited.

## 41. EVENT AFTER THE REPORTING PERIOD

The Disposal for Land Resumption as detailed in note 13 was subsequently approved by shareholders of the Company at the extraordinary general meeting of the Company held on 13 March 2024. The Disposal for Land Resumption is scheduled to be completed in 2024 and is expected to result in a gain on disposal before tax of approximately HK\$548,854,000.

## 42. APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements were approved and authorised for issue by the board of directors on 18 March 2024.