ALCO HOLDINGS LIMITED

股份代號：328　Stock Code: 328

ANNUAL REPORT 2014 年報

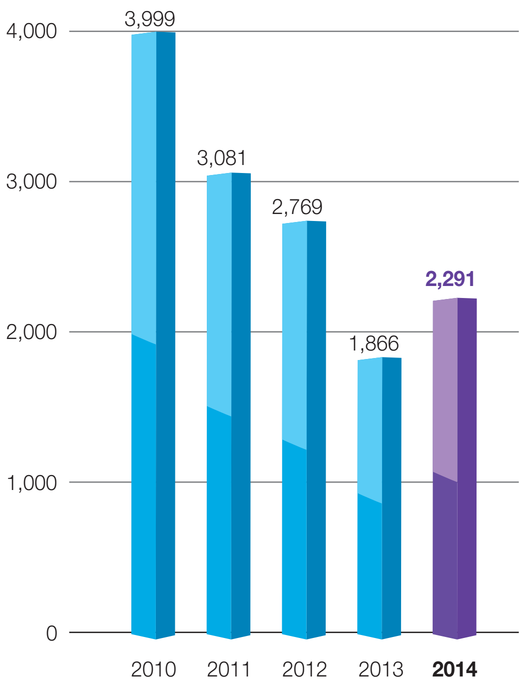
Contents

Corporate Information

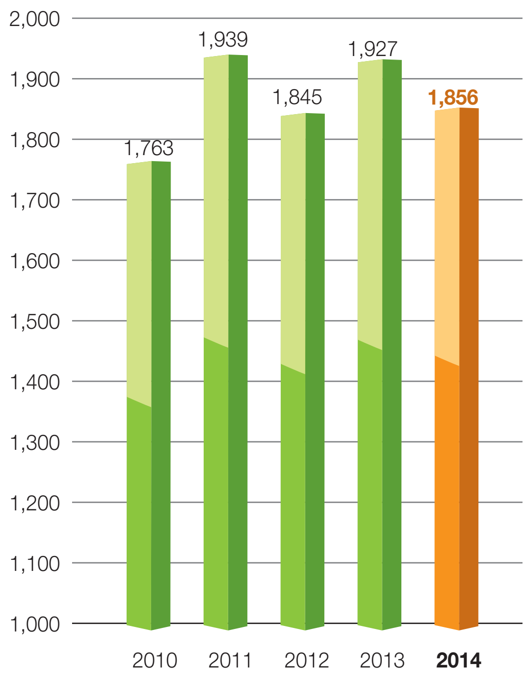
Directors	Mr LEUNG Kai Ching, Kimen *(Chairman)* Mr LEUNG Wai Sing, Wilson Mr KUOK Kun Man, Andrew Mr LEUNG, Jimmy Mr LIU Lup Man Mr LI Wah Ming, Fred, *S.B.S., J.P.** Mr LAU Wang Yip, Derrick* Mr LEE Tak Chi* * *Independent non-executive directors*
Company Secretary	Mr KUOK Kun Man, Andrew
Principal Bankers	Hang Seng Bank Limited Bank of China (Hong Kong) Limited Industrial and Commercial Bank of China (Asia) Limited DBS Bank (Hong Kong) Limited Bank of Tokyo-Mitsubishi UFJ
Auditor	PricewaterhouseCoopers
Legal Advisers to the Company	King & Wood Mallesons
Legal Advisers on Bermuda Law	Conyers, Dill & Pearman
Registered Office	Clarendon House 2 Church Street Hamilton HM11 Bermuda
Head Office and Principal Place of Business	11th Floor, Zung Fu Industrial Building 1067 King's Road Quarry Bay Hong Kong
Principal Registrars	Codan Services Limited Clarendon House 2 Church Street Hamilton HM11 Bermuda
Registrars in Hong Kong	Tricor Abacus Limited Level 22, Hopewell Centre 183 Queen's Road East Hong Kong
Website	http://www.alco.com.hk
Stock Code	328

Financial Highlights

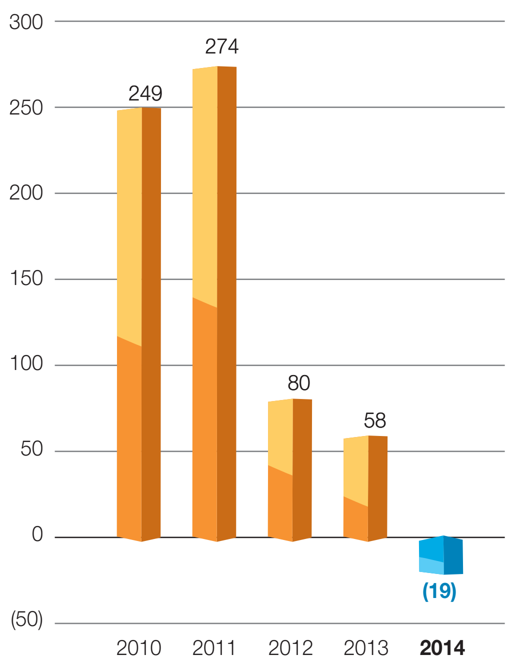
REVENUE
(HK$ MILLION)



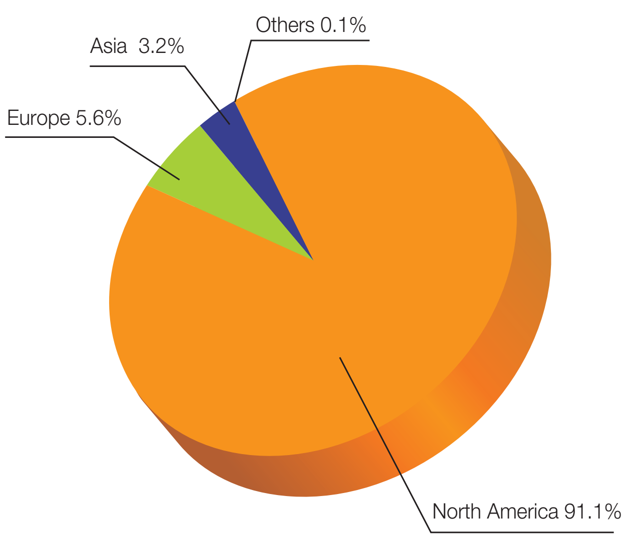
EQUITY
(HK$ MILLION)



PROFIT/(LOSS) ATTRIBUTABLE TO EQUITY HOLDERS
(HK$ MILLION)



REVENUE BY GEOGRAPHICAL SEGMENT IN 2014



Chairman's Statement

Chairman
LEUNG KAI CHING, KIMEN

GROUP RESULTS AND DIVIDENDS

On behalf of the Board of Directors, I present the financial results of Alco Holdings Limited (the "Company") and its subsidiaries (collectively, the "Group") for the year ended 31st March 2014.

For the reporting year, the Group recorded turnover of HK$2.3 billion (2013: HK$1.9 billion), representing a year-on-year increase of 23%. Loss attributable to shareholders amounted to HK$19 million (2013: Profit of HK$58 million), and was mainly due to (i) the unsatisfactory performance and discontinuance of the plastic operations; (ii) relocation of Dongguan factory; and (iii) an increase in manufacturing costs.

The Board of Directors remains committed to a stable dividend payout policy. Correspondingly, the directors have resolved to declare a final dividend of HK4 cents (2013: HK6 cents) per share, which, combined with an interim dividend of HK3 cents per share already paid, represents a total dividend of HK7 cents per share for the financial year (2013: HK9 cents).

The final dividend will be paid on 12th September 2014 to the Group's shareholders upon approval at the upcoming Annual General Meeting.

REVIEW OF OPERATIONS

Although the latest financial year saw signs of a gradual recovery in the United States, some of the Group's customers remained highly cautious, tending to place last-minute orders to minimise inventory levels. Such a practice placed added pressure on both our production arrangements and our workforce, especially during the first half of the financial year, leading to more overtime and increased labour costs. Compounding matters was low production efficiency experienced by the Group as it relocated production to the new factory in Houjie Town in July 2013. Efficiency subsequently returned to normal by the end of the year.

Despite the temporary decline in production efficiency, the relocation of production is essential for alleviating the cost of labour that has been continuously rising, and which has been further aggravated by the shortage of skilled workers. In the coming years, with greater efficiency afforded by the new factory, we will be better able to not only control such costs, but also streamline operational processes.

While efficient production is certainly important to the performance of the Group, so too is the ability to continuously introduce appealing products that capture market trends and create new revenue streams. Indicative of our successful track record in this respect is the Group's new range of internet-related entertainment products, which offer such features as wireless keyboards that leverage Bluetooth technology. Owing to our ties with a leading consumer electronics brand, we commenced production of these attractive products in the second half of the year, and have recorded strong uptake ever since. Also providing a stable source of revenue are the Group's high-value sound bar and sound stand systems, which are ideal for enhancing sound quality and perfectly complement many of today's flat-panel TVs, hence, ideal for those who appreciate a totally immersive entertainment experience.

While having achieved revenue growth by riding on the back of new and existing products, we fully realise the importance of constantly reviewing and refining our product mix. Correspondingly, the management has continued to examine the current line-up of products, including DVD players and Blu-ray players, and taking into consideration such factors as competition, consumer demand and margin level, removed certain models when deemed appropriate. This allows the Group to more effectively manage its products and develop and update those that possess the potential for further growth.

Chairman's Statement

PROSPECTS

Even though the global economy appears to have emerged from the trough endured over the past several years, measures adopted by major governments to sustain growth may create more challenges in the future. Moreover, intense competition, rising labour cost and escalating manufacturing expenditures are just some of the concerns that the management will continue to face. Notwithstanding such issues, the Group possesses sound fundamentals, advanced infrastructure and appealing products, all of which will allow it to better cope with coming obstacles than its many industry rivals.

With regards to offering appealing products in particular, one of our star performers this year has been internet-related entertainment products, which builds on our expertise in the smartphones accessories market. Given the immense opportunities afforded by this new business, we will direct greater energies on expanding the product range in the coming year, especially with many more higher-value-added wireless accessories, such as Bluetooth scratch pad, Bluetooth stylus, and the like. At the same time, other products that have performed respectably, such as high-value sound bar and sound stand systems, will likewise receive further development focus, and thus ensure that they continue to deliver fair returns to the Group.

Given the need to constantly develop and update our product mix to meet the latest consumer trends, it is reassuring to know that the Group can do so in an even more efficient manner now that the new production facility in Houjie Town is fully operational. As previously noted, the facility not only allows us to benefit from greater flexibility, but also enables us to enjoy added efficiency, standardised quality and reduced reliance on skilled labour, all important attributes in combating escalating costs.

Also to our advantage is our strong cash position. As high liquidity provides us with solid protection against volatile market conditions, as well as allows us to explore business development opportunities and attract new partnerships, we will seek to continuously reinforce this important foundation. Correspondingly, the management will closely monitor inventories and receivables, and promptly take the steps necessary to address any irregularities.

With a highly experienced and trusted management team in place and a well motivated workforce, the Group is fully committed to realising long-term sustainable growth.

APPRECIATION

On behalf of the Board of Directors, I would like to take this opportunity to express my appreciation to the entire management team and every member of the Alco workforce for their dedication and diligence. Just as importantly, I wish to express my sincere gratitude to all of our business partners, customers and shareholders for their staunch support.

LEUNG Kai Ching, Kimen
Chairman

Hong Kong, 26th June 2014

Biographical Details of Directors and Senior Management

Executive Directors

Mr LEUNG Kai Ching, Kimen, aged 81, is the founder and Chairman of the Group. He has more than 47 years of experience and is one of the pioneers in the electronics industry in Hong Kong. He has in-depth knowledge in the electronics field and is responsible for formulating the Group's overall strategy and development.

Mr LEUNG Wai Sing, Wilson, aged 54, is a son of the Chairman of the Group and joined the Group in 1985. He is the Chief Executive Officer of the Group and takes full charge of the Group's overall strategy and operations. He holds a master of science degree in electrical engineering from Queen's University, Canada.

Mr KUOK Kun Man, Andrew, aged 60, joined the Group in 1990 and is the Company Secretary and Director of the Group. He holds a master degree in business administration and has more than 37 years of experience in finance and accounting with multinational organisations.

Mr LEUNG, Jimmy, aged 45, is a son of the Chairman of the Group. He joined the Group in 1993 and was appointed as executive director in October 2013. He has more than 21 years of experience in the field of audio electronic products and oversees the Group's purchasing function.

Mr LIU Lup Man, aged 42, joined the Group in 2005 and was appointed as executive director in October 2013. He holds a bachelor degree from the University of Toronto, Canada, and is a Fellow Member of the HKICPA and the ACCA. He has over 19 years of experience in auditing and accounting.

Independent Non-executive Directors

Mr LI Wah Ming, Fred, *S.B.S., J.P.*, aged 59, joined the Group in 1992 and is the director of a consultancy company. He holds a bachelor degree in arts from the University of Waterloo, Canada and a master degree in social work from the University of Toronto, Canada.

Mr LAU Wang Yip, Derrick, aged 53, joined the Group in 2000 and is the CEO of a financial institution. Holding a master degree of management science in accounting, he has extensive experience in investment banking. He is also an independent non-executive director of EcoGreen Fine Chemicals Group Limited (a company listed on the Stock Exchange).

Mr LEE Tak Chi, aged 59, joined the Group in November 2011 and is the Associate Dean (External Relations) and Professor of School of Design, The Hong Kong Polytechnic University, he also serves as Board of Director of Automotive Parts and Accessory Systems R&D Centre Limited.

Biographical Details of Directors and Senior Management

Senior Management

Mr LEUNG Wai Lap, David, aged 53, is a son of the Chairman of the Group. He joined the Group in 2005 and is the senior sales manager of the Group. He oversees the sales and marketing for the Group's products and service in North America.

Mr YIP Wing Shing, David, *B.B.S., M.H., J.P.*, aged 56, joined the Group in 1973. He is the Group's general manager and oversees the whole operation of the Dongguan factory. He has over 30 years of experience in the field of consumer electronic products.

Corporate Governance Report

CORPORATE GOVERNANCE PRACTICES

The Company has complied with all the applicable code provisions set out in the Corporate Governance Code and Corporate Governance Report (the "Code") contained in Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

THE BOARD

The Board is responsible for the formulation of the Group's business and strategic decisions and monitoring the performances of the management team.

Four Board meetings were held during the year ended 31st March 2014. The attendance of each director is set out as follows:

Members of the Board	Attended/Eligible to attend
Executive Directors	
Mr LEUNG Kai Ching, Kimen	3/4
Mr LEUNG Wai Sing, Wilson	4/4
Mr KUOK Kun Man, Andrew	4/4
Mr LEUNG, Jimmy (appointed on 15th October 2013)	2/2
Mr LIU Lup Man (appointed on 15th October 2013)	2/2
Independent Non-executive Directors	
Mr LI Wah Ming, Fred	4/4
Mr LAU Wang Yip, Derrick	4/4
Mr LEE Tak Chi	4/4

The Company has received an annual confirmation of independence from the three independent non-executive directors in accordance with rule 3.13 of the Listing Rules. The Board has assessed their independence and concluded that all independent non-executive directors are independent.

CHAIRMAN AND CHIEF EXECUTIVE OFFICER

Mr LEUNG Kai Ching, Kimen is the chairman and Mr LEUNG Wai Sing, Wilson is the chief executive officer.

APPOINTMENT AND RE-ELECTION OF DIRECTORS

Mr LEUNG Wai Sing, Wilson, Mr LEUNG, Jimmy and Mr LIU Lup Man will retire at the forthcoming annual general meeting and, being eligible, will offer themselves for re-election/election.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules (the "Model Code") as its own code of conduct regarding securities transactions by the directors of the Company. Having made specific enquiry of the directors, all the directors confirmed that they had complied with the required standards as set out in the Model Code and its code of conduct regarding directors' securities transactions with the Company for the 12 months ended 31st March 2014.

REMUNERATION COMMITTEE

The Company has established a remuneration committee with written terms of reference in accordance with the Code provisions.

The remuneration committee currently comprises Mr LAU Wang Yip, Derrick (chairman of the remuneration committee), Mr LI Wah Ming, Fred and Mr LEE Tak Chi, all of whom are independent non-executive directors.

The primary duties of the remuneration committee are to make recommendation on the policy and structure for the remuneration of the directors and senior management, and to consider and approve remuneration of the directors and senior management by reference to corporate goals and objectives. The existing remuneration package contains a combination of basic salary, discretionary performance bonus and fringe benefits. For the year, the remuneration committee was of the opinion that the remuneration packages were fair and commensurate with the market.

One remuneration committee meeting was held during the year ended 31st March 2014 and the attendance of each committee member is set out as follows:

Members of the Remuneration Committee	Attended/Eligible to attend
Mr LAU Wang Yip, Derrick	1/1
Mr LI Wah Ming, Fred	1/1
Mr LEE Tak Chi	1/1

AUDIT COMMITTEE

The audit committee currently comprises Mr LAU Wang Yip, Derrick (chairman of the audit committee), Mr LI Wah Ming, Fred and Mr LEE Tak Chi, all of whom are independent non-executive directors.

The audit committee has reviewed with management the accounting principles and practices adopted by the Group and discussed internal controls and financial reporting matters including the review of the financial statements of the Group for the year ended 31st March 2014.

Two audit committee meetings were held during the year ended 31st March 2014 and the attendance of each committee member is set out as follows:

Members of the Audit Committee	Attended/Eligible to attend
Mr LAU Wang Yip, Derrick	2/2
Mr LI Wah Ming, Fred	1/2
Mr LEE Tak Chi	2/2

NOMINATION COMMITTEE

The Company has established a nomination committee with written terms of reference in accordance with the Code provisions.

The nomination committee currently comprises Mr LEUNG Kai Ching, Kimen (chairman of the nomination committee), Mr LEUNG Wai Sing, Wilson, Mr LI Wah Ming, Fred, Mr LAU Wang Yip, Derrick and Mr LEE Tak Chi.

The primary duties of the nomination committee are to review the structure, size and composition of the Board, and to identify individuals suitably qualified to become board members and select or make recommendations to the Board on the selection of individuals nominated for directorship. Besides, the nomination committee has adopted a board diversity policy in which the diversity of board members can be achieved through consideration of a number of factors, including but not limited to gender, age, cultural and educational background, skills, knowledge and professional experience. The above aspects will be taken into account when the selection of board members is necessary.

One nomination committee meeting was held during the year ended 31st March 2014 and the attendance of each committee member is set out as follows:

Members of the Nomination Committee	Attended/Eligible to attend
Mr LEUNG Kai Ching, Kimen	1/1
Mr LEUNG Wai Sing, Wilson	1/1
Mr LI Wah Ming, Fred	1/1
Mr LAU Wang Yip, Derrick	1/1
Mr LEE Tak Chi	1/1

DIRECTORS' AND AUDITOR'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The directors acknowledge their responsibility for the preparation of the financial statements of the Group. In preparing the financial statements, the Hong Kong Financial Reporting Standards have been adopted, appropriate accounting policies have been used and applied consistently, and reasonable and prudent judgements and estimates have been made. The Board is not aware of any material uncertainties relating to events or conditions which may cast significant doubt over the Group's ability to continue as a going concern. Accordingly, the Board has continued to adopt the going concern basis in preparing the financial statements.

The auditor's responsibilities are set out in the Independent Auditor's Report.

AUDITOR'S REMUNERATION

For the year ended 31st March 2014, the remuneration paid to the Company's auditor, PricewaterhouseCoopers, is set out as follows:

Services rendered	Fees paid/payable HK$'000
Audit-related services	2,280
Non audit-related services	
Tax compliance services	5,337

DIRECTOR'S TRAINING

During the year under review, all directors have participated in professional training relevant to business developments and regulatory updates. All directors have provided the Company with their records of training which they received during the financial year.

INTERNAL CONTROL

The Board is responsible for the internal control system of the Group. The Board requires management to establish and maintain sound and effective internal controls, which cover all material controls, including financial, operational and compliance and risk management functions. The Board and the audit committee are of the view that the resources, qualifications and experience of staff of the Group's internal audit and accounting functions are adequate.

COMMUNICATION WITH SHAREHOLDERS

In order to allow shareholders and potential investors to make enquiries and provide comments in an informed manner, the Company has established a Shareholders' Communication Policy which sets out the ways shareholders and potential investors may communicate with the Company.

Shareholders and potential investors may send written enquiries to the Company Secretary of the Company by email to investor.enquiry@alco.com.hk, by fax to (852) 2597 8700 or by mail to 11/F, Zung Fu Industrial Building, 1067 King's Road, Quarry Bay, Hong Kong.

SHAREHOLDERS TO CONVENE A SPECIAL GENERAL MEETING

Under the Company's Bye-laws, shareholders holding not less than one-tenth of the paid-up capital of the Company can, by deposit a written requisition signed by the shareholders concerned to the Board or the Company Secretary to the principal place of business of the Company at 11/F, Zung Fu Industrial Building, 1067 King's Road, Quarry Bay, Hong Kong, require a special general meeting to be called by the Board for the transaction of any business specified in such requisition.

CONCLUSION

The Board believes that good corporate governance can safeguard the effective allocation of resources and protect shareholders' interest. The management will try to maintain, strengthen and improve the standard and quality of the Group's corporate governance.

Report of the Directors

The directors submit their report together with the audited financial statements for the year ended 31st March 2014.

PRINCIPAL ACTIVITIES AND SEGMENT ANALYSIS

The principal activity of the Company is investment holding. The activities of the subsidiaries are set out in Note 36 to the consolidated financial statements.

Analysis of the Group's performance for the year by product and geographical area is set out in Note 5 to the consolidated financial statements.

RESULTS AND APPROPRIATIONS

The results of the Group for the year are set out in the consolidated income statement on pages 26 and 27.

The directors have declared an interim dividend of HK3 cents per ordinary share, totalling HK$17,403,000.

The directors recommended the payment of a final dividend of HK4 cents per ordinary share, totalling HK$23,204,000.

LIQUIDITY AND FINANCIAL RESOURCES

The Group's total equity and total equity per share as at 31st March 2014 were HK$1,856 million (2013: HK$1,927 million) and HK$3.20 (2013: HK$3.32) respectively.

The Group maintains a strong financial position. As at 31st March 2014, we had cash and deposits of HK$924 million. After deducting bank loans of HK$130 million, we had net cash of HK$794 million. The Group has adequate liquidity for future working capital requirements.

As at 31st March 2014, our inventory was HK$353 million (2013: HK$318 million). We take a cautious approach to monitor the inventory level especially during this environment with uncertainty.

Trade receivables balance as at 31st March 2014 was HK$590 million (2013: HK$491 million). As it is our policy to deal with creditworthy customers and to adopt a prudent credit policy, credit risk is kept at minimal.

Trade payables balance as at 31st March 2014 was HK$523 million (2013: HK$566 million).

As at 31st March 2014, we had banking facilities of HK$1,596 million (2013: HK$1,609 million), of which HK$130 million (2013: HK$200 million) were utilised. Among the used facilities, HK$80 million shall be payable in the first year and HK$50 million shall be payable in the second year.

Capital expenditure on fixed assets during the year was HK$119 million (2013: HK$26 million). As at 31st March 2014, we had capital commitments contracted but not provided for in respect of moulds, plant and machinery and renovation amounting to HK$2,377,000 (2013: HK$11,681,000). The Group had relocated its production facility to a new factory in Houjie Town in this financial year. We had spent approximately HK$93 million for the renovation and relocation costs.

Report of the Directors

Due to peg-rate system, we have limited exposure to trade-related foreign exchange risk as substantially all of our sales, purchases and borrowings are denominated in United States dollars and Hong Kong dollars. Adhering to the policy of not engaging in currency speculation, there was no gain or loss from speculative activities during the reporting financial year.

To naturally hedge against the cost impact caused by the potential appreciation of RMB, the Group has diversified its cash portfolio by investing in RMB denominated deposits and bonds. As at 31st March 2014, the amount totalled RMB226 million.

EMPLOYEES

As at 31st March 2014, the Group had approximately 2,900 (2013: 3,000) employees in Hong Kong and the PRC. Remuneration packages are generally structured by reference to market terms and individual qualifications. Salaries and wages are normally reviewed on an annual basis based on performance appraisals and other relevant factors. We also provide other benefits including medical insurance, provident fund and education subsidies to all eligible staff.

MAJOR SUPPLIERS AND CUSTOMERS

The purchases and sales attributable to the Group's major suppliers and customers expressed as a percentage of total purchases and sales of the Group for the year ended 31st March 2014 are as follows:

Purchases	
– the largest supplier	25%
– five largest suppliers combined	39%
Sales	
– the largest customer	71%
– five largest customers combined	95%

None of the directors, their associates or shareholders (which to the knowledge of the directors owns more than 5% of the Company's share capital) had an interest in the major suppliers or customers noted above at any time during the year.

RESERVES

Movements in the reserves of the Group and of the Company during the year are set out in Note 28 to the consolidated financial statements.

DONATIONS

Charitable and other donation made by the Group during the year amounted to HK$40,000.

PROPERTY, PLANT AND EQUIPMENT

Details of the movements in property, plant and equipment of the Group are set out in Note 14 to the consolidated financial statements.

PRINCIPAL PROPERTIES

Details of the principal properties held for investment purposes are set out on page 99.

SHARE CAPITAL

Details of the movements in the share capital of the Company are set out in Note 27 to the consolidated financial statements.

DISTRIBUTABLE RESERVES

Distributable reserves of the Company at 31st March 2014 amounted to approximately HK$675,806,000 (2013: HK$594,446,000), comprising retained earnings and contributed surplus.

FIVE-YEAR FINANCIAL SUMMARY

A summary of the results and of the assets and liabilities of the Group for the last five financial years is set out on page 100.

PURCHASE, SALE OR REDEMPTION OF SECURITIES

During the year ended 31st March 2014, the Company repurchased a total of 56,000 ordinary shares of the Company at a consideration of HK$72,800 on The Stock Exchange of Hong Kong Limited. All the 56,000 repurchased shares were cancelled subsequent to the year end date. Details of the repurchases are as follows:

Month of repurchases	Total number of shares repurchased	Price per share		Aggregate consideration
		Highest	Lowest	
		HK$	HK$	HK$
March 2014	56,000	1.30	1.30	72,800

The repurchases were made for the benefit of the Company and its shareholders as a whole with a view to enhancing the net asset value per share and to improving the earnings or loss per share of the Company.

Save as disclosed above, neither the Company nor its subsidiary companies has purchased or sold any of the Company's shares during the year ended 31st March 2014 and the Company has not redeemed any of its shares during the same financial year.

Report of the Directors

BANK LOANS AND OTHER BORROWINGS

An analysis of the Group's bank borrowings at 31st March 2014 and 2013 is set out below:

	Bank borrowings	
	2014	2013
	HK$'000	HK$'000
Within one year	**80,000**	70,000
In the second year	**50,000**	80,000
In the third year	**–**	50,000
	130,000	200,000

PRINCIPAL SUBSIDIARIES

Details of the Company's principal subsidiaries at 31st March 2014 are set out in Note 36 to the consolidated financial statements.

RETIREMENT BENEFIT SCHEMES

Details of the Group's retirement benefit schemes are set out in Note 8 to the consolidated financial statements.

Directors

The directors during the year were:

Mr LEUNG Kai Ching, Kimen
Mr LEUNG Wai Sing, Wilson
Mr KUOK Kun Man, Andrew
Mr LEUNG, Jimmy (appointed on 15th October 2013)
Mr LIU Lup Man (appointed on 15th October 2013)
Mr LI Wah Ming, Fred, *S.B.S., J.P.* [1]
Mr LAU Wang Yip, Derrick [1]
Mr Lee Tak Chi [1]

[1] *Independent non-executive directors*

In accordance with clauses 87(1) and 86(2) of the Company's Bye-laws, Mr LEUNG Wai Sing, Wilson, Mr LEUNG, Jimmy and Mr LIU Lup Man will retire at the forthcoming annual general meeting and, being eligible, will offer themselves for re-election/election.

DIRECTORS' SERVICE CONTRACT

On 15th October 2013, each of the two newly appointed executive directors entered into a service contract with the Company for a term of 3 years and shall continue until terminated by either party giving to the other not less than 3 months notice in writing.

On 1st April 2013, each of the remaining executive directors entered into a service contract with the Company for a term of 3 years and shall continue until terminated by either party giving to the other not less than 3 months notice in writing.

On 7th November 2011, each of the independent non-executive directors entered into a service contracts with the Company for a term of 3 years and shall continue until terminated by either party giving to the other not less than 2 months notice in writing.

BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

Brief biographical details of directors and senior management are set out on pages 8 and 9.

DIRECTORS' INTERESTS IN CONTRACTS

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

DIRECTORS' INTEREST IN COMPETING BUSINESS

None of the directors of the Company has an interest in a business which competes or may compete with the business of the Group.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATION

(a) Long positions in ordinary shares of HK$0.10 each of the Company

As at 31st March 2014, the interests and short positions of each director and chief executives in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of the Securities and Futures Ordinance ("SFO")), as recorded in the register required to be kept by the Company under Section 352 of Part XV of the SFO or otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") were as follows:

	Number of shares held			Percentage of the issued share capital of the Company
	Personal interest	Corporate interest	Total	
Mr LEUNG Kai Ching, Kimen	20,150,000	225,911,400 *(Note)*	246,061,400	42.42%
Mr LEUNG Wai Sing, Wilson	45,390,000	–	45,390,000	7.82%
Mr KUOK Kun Man, Andrew	752,000	–	752,000	0.13%
Mr LEUNG, Jimmy	1,144,000	–	1,144,000	0.20%
Mr LI Wah Ming, Fred	260,000	–	260,000	0.04%

Note:

These shares were owned by Shundean Investments Limited, a company incorporated in the British Virgin Islands with limited liability, of which Mr LEUNG Kai Ching, Kimen is the sole shareholder.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATION *(continued)*

(b) Long positions in underlying shares of the Company

Other than as disclosed under the heading "Share Option Scheme", at no time during the year was the Company or any of its subsidiaries a party to any arrangements to enable the directors or the chief executives or their spouses or children under 18 years of age to acquire benefits by means of acquisition of shares in, or debentures of, the Company or any other body corporate.

Save as disclosed above, as at 31st March 2014, other than one ordinary share each in certain of the Hong Kong incorporated subsidiaries of the Company held in trust for the Group by Mr LEUNG Kai Ching, Kimen, none of the directors and chief executives of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company and its associated corporations required to be disclosed pursuant to the SFO or otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

The register of substantial shareholders required to be kept under section 336 of Part XV of the SFO shows that as at 31st March 2014, the Company had been notified of the following substantial shareholders' interests and short positions, being 5% or more of the Company's issued share capital. These interests are in addition to those disclosed above in respect of the directors and chief executives.

Name	Capacity in which shares were held	No. of shares – Long position	Percentage of the issued share capital of the Company
Shundean Investments Limited	Beneficial owner	225,911,400 *(Note i)*	38.94%
Webb David Michael	Beneficial owner	40,397,400	6.96%
DJE Investment S.A.	Investment manager	35,092,000 *(Note ii)*	6.05%
DJE Kapital AG	Investment manager	35,092,000 *(Note ii)*	6.05%
Dr. Jens Alfred Karl Ehrhardt	Investment manager	35,092,000 *(Note ii)*	6.05%
LEUNG Wai Lap, David	Beneficial owner	34,828,190	6.00%

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY *(continued)*

Notes:

(i) These shares were owned by Shundean Investments Limited, a company incorporated in the British Virgin Islands with limited liability, of which Mr LEUNG Kai Ching, Kimen is the sole shareholder.

(ii) These shares are held by DJE Investment S.A. which is controlled by DJE Kapital AG, which in turn is controlled by Dr. Jens Alfred Karl Ehrhardt.

Save as disclosed above, as at 31st March 2014, according to the register of interests required to be kept by the Company under Section 336 of Part XV of the SFO, there was no person, other than the directors of the Company, whose interests are set out in the section headed "Directors' and chief executives' interests and short positions in the shares, underlying shares and debentures of the Company or any associated corporation" above, who had any interest or short position in the shares or underlying shares of the Company.

SHARE OPTION SCHEME

On the special general meeting which was held on 21st August 2003, shareholders of the Company approved the termination of the share option scheme adopted by the Company on 6th November 1992 which expired on 5th November 2002 and approved the adoption of a new share option scheme (the "Scheme"). The Scheme was valid and effective for a period of ten years from the date of adoption and had expired on 20th August 2013.

Pursuant to the Scheme, the Company may grant options to directors and employees of the Company or any of its subsidiaries, for the purpose of providing incentives, to subscribe for shares in the Company.

The maximum number of shares which may be issued upon exercise all options granted and yet to be exercised under all share option schemes shall not exceed 30% of the issued shares of the Company from time to time.

The number of shares which may be issued upon exercise of all options to be granted under the Scheme shall not exceed 10% of the issued shares of the Company on the date of adoption.

The total number of options granted to an individual grantee in any 12-month period must not exceed 1% of the issued shares of the Company.

The period within which the shares must be taken up under an option is any period as determined by the Board, which shall not be more than 10 years from date of grant or the expiry date of the Scheme, whichever is earlier.

The subscription price of the share options shall not be less than the higher of (i) the closing price of the shares on the Stock Exchange on the date of grant; (ii) the average closing price of the shares on the Stock Exchange for the five trading days immediately preceding the date of grant; and (iii) the nominal value of a share.

An option grantee shall pay HK$1 to the Company for the acceptance of an option.

40,810,000 share options have been granted by the Company since the adoption of the Scheme. Details of which are set out in Note 27 to the consolidated financial statements.

MANAGEMENT CONTRACTS

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

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Company's Bye-laws although there are no restrictions against such rights under the laws in Bermuda.

CORPORATE GOVERNANCE

The Company is maintaining a high standard of corporate governance practices. Details of the corporate governance practices adopted by the Company are set out in Corporate Governance Report on pages 10 to 14.

AUDIT COMMITTEE

The audit committee has reviewed with management the accounting principles and practices adopted by the Group and discussed internal control and financial reporting matters including the review of the financial statements of the Group for the year ended 31st March 2014.

The audit committee currently comprises three independent non-executive directors of the Company, namely Mr LI Wah Ming, Fred, *S.B.S., J.P.*, Mr LAU Wang Yip, Derrick and Mr LEE Tak Chi.

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to and within the knowledge of the directors, it is confirmed that there is sufficient public float of more than 25% of the Company's issued shares at all times during the year ended 31st March 2014 and up to the date of this report.

AUDITOR

The financial statements have been audited by PricewaterhouseCoopers who will retire and, being eligible, offer themselves for re-appointment at the forthcoming Annual General Meeting of the Company.

By order of the Board

LEUNG Kai Ching, Kimen
Chairman

Hong Kong, 26th June 2014

Independent Auditor's Report

31st March 2014

羅兵咸永道

TO THE SHAREHOLDERS OF ALCO HOLDINGS LIMITED
(incorporated in Bermuda with limited liability)

We have audited the consolidated financial statements of Alco Holdings Limited (the "Company") and its subsidiaries (together, the "Group") set out on pages 26 to 98, which comprise the consolidated and company balance sheets as at 31st March 2014, and the consolidated income statement, 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 a summary of significant accounting policies and other explanatory information.

DIRECTORS' RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants 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.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these consolidated financial statements based on our audit and to report our opinion solely to you, as a body, in accordance with Section 90 of the Companies Act 1981 of Bermuda and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

We conducted our audit in accordance with Hong Kong Standards on Auditing issued by the Hong Kong Institute of Certified Public Accountants. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

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An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of consolidated financial statements that give a true and fair view 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

OPINION

In our opinion, the consolidated financial statements give a true and fair view of the state of affairs of the Company and of the Group as at 31st March 2014, and of the Group's loss and cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards and have been properly prepared in accordance with the disclosure requirements of the Hong Kong Companies Ordinance.

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 26th June 2014

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Consolidated Income Statement

For the year ended 31st March 2014

	Note	2014 HK$'000	2013 HK$'000 (Restated)
Continuing operation			
Revenue	5	**2,291,141**	1,865,778
Cost of goods sold	7	**(2,161,070)**	(1,687,139)
Gross profit		**130,071**	178,639
Other income	6	**24,817**	95,404
Selling expenses	7	**(77,102)**	(86,223)
Administrative expenses	7	**(70,707)**	(66,608)
Other operating income/(expenses)	7	**1,686**	(11,565)
Exchange gain on loans and receivables	18	**6,186**	1,694
Loss on disposal of loans and receivables	18	**(11,946)**	–
Loss on disposal of available-for-sale financial assets	19	**(15,225)**	–
Impairment of available-for-sale financial assets	19	**–**	(75,137)
Operating (loss)/profit		**(12,220)**	36,204
Finance income	9	**21,764**	18,117
Finance costs	9	**(3,830)**	(3,835)
Profit before income tax		**5,714**	50,486
Income tax credit	10	**983**	15,662
Profit for the year from continuing operation		**6,697**	66,148
Discontinued operation			
Loss for the year from discontinued operation	30	**(26,179)**	(7,735)
(Loss)/profit for the year		**(19,482)**	58,413
(Loss)/profit for the year attributable to:			
Equity holders of the Company			
– Continuing operation		**7,080**	66,148
– Discontinued operation		**(26,179)**	(7,735)
		(19,099)	58,413
Non-controlling interests			
– Continuing operation		**(383)**	–
		(19,482)	58,413

Consolidated Income Statement

For the year ended 31st March 2014

	Note	2014 HK$'000	2013 HK$'000 (Restated)
Earnings/(loss) per share attributable to equity holders of the Company			
Basic earnings/(loss) per share			
– Continuing operation	12	**HK1.2 cents**	HK11.4 cents
– Discontinued operation	12	**(HK4.5 cents)**	(HK1.3 cents)
		(HK3.3 cents)	HK10.1 cents
Diluted earnings/(loss) per share			
– Continuing operation	12	**HK1.2 cents**	HK11.4 cents
– Discontinued operation	12	**(HK4.5 cents)**	(HK1.3 cents)
		(HK3.3 cents)	HK10.1 cents
Dividends	13	**40,607**	52,209

The notes on pages 34 to 98 are an integral part of these consolidated financial statements.

Consolidated Statement of Comprehensive Income

For the year ended 31st March 2014

	Note	2014 HK$'000	2013 HK$'000 (Restated)
(Loss)/profit for the year		**(19,482)**	58,413
Other comprehensive income, net of tax			
Item that will not be reclassified subsequently to profit or loss			
Fair value gain on transfer of owner-occupied property to investment property	14(f)	**–**	58,074
Item that may be reclassified subsequently to profit or loss			
Currency translation differences		**575**	39
Other comprehensive income for the year, net of tax		**575**	58,113
Total comprehensive (loss)/income for the year		**(18,907)**	116,526
Total comprehensive (loss)/income for the year attributable to:			
Equity holders of the Company			
– Continuing operation		**7,655**	124,261
– Discontinued operation		**(26,179)**	(7,735)
		(18,524)	116,526
Non-controlling interests			
– Continuing operation		**(383)**	–
		(18,907)	116,526

The notes on pages 34 to 98 are an integral part of these consolidated financial statements.

Consolidated Balance Sheet

As at 31st March 2014

	Note	2014 HK$'000	2013 HK$'000
Non-current assets			
Property, plant and equipment	14	**212,385**	148,671
Investment properties	15	**305,210**	289,050
Leasehold land and land use rights	16	**7,150**	7,394
Intangible assets	17	**29,250**	38,133
Deferred income tax assets	29	**36,692**	31,708
Loans and receivables	18	**–**	1,538
Available-for-sale financial assets	19	**–**	36,953
Other receivables	23	**58,414**	–
		649,101	553,447
Current assets			
Inventories	22	**353,439**	317,826
Loans and receivables	18	**1,562**	100,841
Trade and other receivables	23	**632,824**	523,754
Current income tax assets		**692**	7,196
Cash and cash equivalents	24	**924,146**	1,231,776
		1,912,663	2,181,393
Current liabilities			
Trade and other payables	25	**575,843**	607,067
Borrowings	26	**80,000**	70,000
		655,843	677,067
Net current assets		**1,256,820**	1,504,326
Total assets less current liabilities		**1,905,921**	2,057,773

Consolidated Balance Sheet

As at 31st March 2014

	Note	2014 HK$'000	2013 HK$'000
Capital and reserves attributable to equity holders of the Company			
Share capital	27	**58,009**	58,009
Reserves	28	**1,798,264**	1,868,997
		1,856,273	1,927,006
Non-controlling interests		**(352)**	–
Total equity		**1,855,921**	1,927,006
Non-current liabilities			
Borrowings	26	**50,000**	130,000
Deferred income tax liabilities	29	**–**	767
		50,000	130,767
Total equity and non-current liabilities		**1,905,921**	2,057,773

The consolidated financial statements on pages 26 to 98 were approved by the Board of Directors on 26th June 2014 and were signed on its behalf.

LEUNG Kai Ching, Kimen	**LEUNG Wai Sing, Wilson**
Director	*Director*

The notes on pages 34 to 98 are an integral part of these consolidated financial statements.

Balance Sheet

As at 31st March 2014

	Note	2014 HK$'000	2013 HK$'000
Non-current assets			
Investments in subsidiaries	20	**1,057,205**	975,730
Current asset			
Other receivables	23	**105**	105
Current income tax assets		**–**	1
Cash and cash equivalents	24	**83**	190
		188	296
Current liabilities			
Other payables	25	**198**	197
Current income tax liabilities		**6**	–
		204	197
Net current (liabilities)/assets		**(16)**	99
Total assets less current liabilities		**1,057,189**	975,829
Capital and reserves attributable to equity holders of the Company			
Share capital	27	**58,009**	58,009
Reserves	28	**999,180**	917,820
Total equity		**1,057,189**	975,829

The financial statements on pages 26 to 98 were approved by the Board of Directors on 26th June 2014 and were signed on its behalf.

LEUNG Kai Ching, Kimen *Director*	**LEUNG Wai Sing, Wilson** *Director*

The notes on pages 34 to 98 are an integral part of these consolidated financial statements.

Consolidated Statement of Changes in Equity

For the year ended 31st March 2014

	Attributable to equity holders of the Company					
	Share capital HK$'000	Other reserves HK$'000	Retained earnings HK$'000	Total HK$'000	Non-controlling interests HK$'000	Total equity HK$'000
At 1st April 2012	58,009	322,717	1,464,560	1,845,286	–	1,845,286
Comprehensive income						
Profit for the year	–	–	58,413	58,413	–	58,413
Other comprehensive income						
Fair value gain on transfer of owner-occupied property to investment property *(Note 14(f))*	–	58,074	–	58,074	–	58,074
Currency translation differences	–	39	–	39	–	39
Total comprehensive income	–	58,113	58,413	116,526	–	116,526
Transactions with owners						
2013 interim dividend	–	–	(17,403)	(17,403)	–	(17,403)
2012 final dividend	–	–	(17,403)	(17,403)	–	(17,403)
Total transactions with owners	–	–	(34,806)	(34,806)	–	(34,806)
At 31st March 2013	58,009	380,830	1,488,167	1,927,006	–	1,927,006
At 1st April 2013	**58,009**	**380,830**	**1,488,167**	**1,927,006**	**–**	**1,927,006**
Comprehensive loss						
Loss for the year	**–**	**–**	**(19,099)**	**(19,099)**	**(383)**	**(19,482)**
Other comprehensive income						
Currency translation differences	**–**	**575**	**–**	**575**	**–**	**575**
Total comprehensive income/(loss)	**–**	**575**	**(19,099)**	**(18,524)**	**(383)**	**(18,907)**
Transactions with owners						
2014 interim dividend	**–**	**–**	**(17,403)**	**(17,403)**	**–**	**(17,403)**
2013 final dividend	**–**	**–**	**(34,806)**	**(34,806)**	**–**	**(34,806)**
Non-controlling interests arising on business combination	**–**	**–**	**–**	**–**	**31**	**31**
Total transactions with owners	**–**	**–**	**(52,209)**	**(52,209)**	**31**	**(52,178)**
At 31st March 2014	**58,009**	**381,405**	**1,416,859**	**1,856,273**	**(352)**	**1,855,921**

The notes on pages 34 to 98 are an integral part of these consolidated financial statements.

Consolidated Statement of Cash Flows

For the year ended 31st March 2014

	Note	2014 HK$'000	2013 HK$'000
Cash flows from operating activities			
Cash (used in)/generated from operations	31 (a)	**(155,774)**	250,475
Interest received		**21,764**	18,117
Interest paid		**(3,830)**	(3,835)
Profits tax refunded/(paid)		**2,503**	(5,865)
Net cash (used in)/generated from operating activities		**(135,337)**	258,892
Cash flows from investing activities			
Acquisition of a subsidiary, net of cash acquired	35	**(326)**	–
Purchase of property, plant and equipment		**(118,818)**	(25,527)
Proceeds from disposal of property, plant and equipment	31 (b)	**14,411**	12,064
Purchase of loans and receivables		**–**	(1,513)
Proceeds from redemption of loans and receivables		**21,302**	5,012
Proceeds from disposal of available-for-sale financial assets		**21,728**	–
Proceeds from disposal of a subsidiary, net of cash disposed	30 (d)	**2,928**	–
Net cash used in from investing activities		**(58,775)**	(9,964)
Cash flows from financing activities			
Proceeds from borrowings		**100,000**	–
Repayments of borrowings		**(170,000)**	–
Dividends paid to the Company's shareholders		**(52,209)**	(34,806)
Net cash used in financing activities		**(122,209)**	(34,806)
Net (decrease)/increase in cash and cash equivalents		**(316,321)**	214,122
Cash and cash equivalents at the beginning of the year		**1,231,776**	1,014,928
Effect of foreign exchange rate change		**8,691**	2,726
Cash and cash equivalents at the end of the year	24	**924,146**	1,231,776

The notes on pages 34 to 98 are an integral part of these consolidated financial statements.

1 GENERAL INFORMATION

Alco Holdings Limited (the "Company") is a limited liability company incorporated in Bermuda. The address of its registered office is Clarendon House, 2 Church Street, Hamilton HM11, Bermuda. The Company is listed on the Main Board of The Stock Exchange of Hong Kong Limited.

During the period from April 2013 to February 2014, the Company and its subsidiaries (together, the "Group") are engaged in designing, manufacturing and selling of consumer electronic products and plastic products.

On 28th February 2014, the Group completed its disposal of the entire interest in a subsidiary which operated the plastic products business ("the discontinued business") to a connected party. Since then, the Group is principally engaged in designing, manufacturing and selling of consumer electronic products. The accompanying consolidated financial statement and the comparative figures have been prepared to reflect the results of the discontinued business separately.

These consolidated financial statements are presented in thousands of units of Hong Kong dollars ("HK$'000"), unless otherwise stated. These consolidated financial statements have been approved for issue by the Board of Directors on 26th June 2014.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

2.1 Basis of preparation

The consolidated financial statements of the Company have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRS") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and the disclosure requirements of Appendix 16 to the Rules Governing the Listing Securities on The Stock Exchange of Hong Kong Limited and the Hong Kong Companies Ordinance. The consolidated financial statements have been prepared under the historical cost convention, as modified by the revaluation of investment properties and available-for-sale financial assets, which are carried at fair value.

The preparation of consolidated financial statements in conformity with HKFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements, are disclosed in Note 4.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.1 Basis of preparation *(continued)*

(i) New standards, amendments and interpretations to existing standards that are effective for the Group's accounting period beginning on 1st April 2013:

HKFRSs (Amendments)	Annual Improvements 2009-2011 Cycle
HKFRS 1 (Amendment)	Government Loans
HKFRS 7 (Amendment)	Disclosures – Offsetting Financial Assets and Financial Liabilities
HKFRS 10	Consolidated Financial Statements
HKFRS 11	Joint Arrangements
HKFRS 12	Disclosure of Interests in Other Entities
HKFRS 13	Fair Value Measurement
HKAS 1 (Amendment)	Presentation of Items of Other Comprehensive Income
HKAS 19 (2011)	Employee Benefits
HKAS 27 (2011)	Separate Financial Statements
HKAS 28 (2011)	Investments in Associates and Joint Ventures
HK(IFRIC)-Int 20	Stripping Costs in the Production Phase of a Surface Mine
Amendments to HKFRS 10, HKFRS 11 and HKFRS 12	Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities: Transition Guidance

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.1 Basis of preparation *(continued)*

(ii) ***New standards, amendments and interpretations to existing standards that are mandatory for the Group's accounting periods beginning on or after 31st March 2014 and have not been early adopted by the Group:***

		Effective for annual periods beginning on or after
HKFRSs (Amendments)	Annual Improvements 2010-2012 Cycle	1st July 2014
HKFRSs (Amendments)	Annual Improvements 2011-2013 Cycle	1st July 2014
HKFRS 7 and 9 (Amendment)	Mandatory Effective Date and Transitional Disclosures	To be determined
HKFRS 9	Financial Instruments	To be determined
HKFRS 14	Regulatory Deferral Accounts	1st January 2016
HKAS 19 (Amendment)	Defined Benefit Plans: Employee Contributions	1st July 2014
HKAS 32 (Amendment)	Offsetting Financial Assets and Financial Liabilities	1st January 2014
HKAS 36 (Amendment)	Recoverable Amount Disclosures for Non-Financial Assets	1st January 2014
HKAS 39 (Amendment)	Novation of Derivatives and Continuation of Hedge Accounting	1st January 2014
HK(IFRIC)-Int 21	Levies	1st January 2014
Amendments to HKFRS 10, HKFRS 12 and HKAS 27 (2011)	Investment Entities	1st January 2014

The Group has already commenced an assessment of the impact of the above new standards, amendments and interpretations to existing standards but is not yet in a position to state whether these new standards, amendments and interpretations to existing standards would have a significant impact to its results of operations and financial position.

There are no other HKFRSs or HK(IFRIC) interpretations that are not yet effective and are expected to have a material impact on the Group.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.2 Subsidiaries

2.2.1 Consolidation

A subsidiary is an entity (including a structured entity) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

(a) Business combinations

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date through consolidated income statement.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in accordance with HKAS 39 either in consolidated income statement or as a change to other comprehensive income. Contingent consideration that is classified as equity is not remeasured, and its subsequent settlement is accounted for within equity.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.2 Subsidiaries *(continued)*

2.2.1 Consolidation *(continued)*

(a) *Business combinations (continued)*

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total of consideration transferred, non-controlling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the consolidated income statement.

Intra-group transactions, balances and unrealised gains/losses on transactions between group companies are eliminated. When necessary, amounts reported by subsidiaries have been adjusted to conform with the Group's accounting policies.

(b) *Changes in ownership interests in subsidiaries without change of control*

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions – that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying amount of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

(c) *Disposal of subsidiaries*

When the Group ceases to have control, any retained interest in the entity is re-measured to its fair value at the date when control is lost, with the change in carrying amount recognised in consolidated income statement. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to consolidated income statement.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.2 Subsidiaries *(continued)*

2.2.2 Separate financial statements

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

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

2.3 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the management committee that makes strategic decisions.

2.4 Foreign currency translation

(a) Functional and presentation currency

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

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.4 Foreign currency translation *(continued)*

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are remeasured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the consolidated income statement.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the consolidated income statement.

Translation differences on non-monetary financial assets such as equities classified as available-for-sale are included in other comprehensive income.

(c) Group companies

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

(i) assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;

(ii) income and expenses for each income statement are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions); and

(iii) all resulting exchange differences are recognised in other comprehensive income.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate. Currency translation differences arising are recognised in other comprehensive income.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.4 Foreign currency translation *(continued)*

(d) Disposal of foreign operation and partial disposal

On the disposal of a foreign operation (that is, a disposal of the group's entire interest in a foreign operation, or a disposal involving loss of control over a subsidiary that includes a foreign operation, a disposal involving loss of joint control over a joint venture that includes a foreign operation, or a disposal involving loss of significant influence over an associate that includes a foreign operation), all of the currency translation differences accumulated in equity in respect of that operation attributable to the owners of the Company are reclassified to profit or loss.

In the case of a partial disposal that does not result in the Group losing control over a subsidiary that includes a foreign operation, the proportionate share of accumulated currency translation differences are re-attributed to non-controlling interests and are not recognised in profit or loss. For all other partial disposals (that is, reductions in the group's ownership interest in associates or joint ventures that do not result in the group losing significant influence or joint control) the proportionate share of the accumulated exchange difference is reclassified to profit or loss.

2.5 Leasehold land and land use rights

Leasehold land and land use rights classified as operating leases are stated at cost less accumulated amortisation and accumulated impairment losses. Cost mainly represents consideration paid for the rights to use the land from the date the respective rights were granted. Amortisation of leasehold land and land use rights is calculated on a straight-line basis over the period of the rights.

2.6 Property, plant and equipment

Leasehold land classified as finance lease and all other property, plant and equipment are stated at historical cost less depreciation and impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in an asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the consolidated income statement during the financial period in which they are incurred.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.6 Property, plant and equipment *(continued)*

Leasehold land classified as finance lease commences amortisation from the time when the land interest becomes available for its intended use. Amortisation on leasehold land classified as finance lease and depreciation on other assets is calculated using the straight-line method to allocate their cost to their residual values over the shorter of the unexpired lease term or their estimated useful lives.

Depreciation on leasehold improvements, buildings and moulds is calculated using the straight-line method to allocate their costs over their estimated useful lives of 15 years, 40 years and 4 years respectively. Other property, plant and equipment are depreciated at rates sufficient to write off their cost less accumulated impairment losses over their estimated useful lives on a reducing balance basis. The principal depreciation rates are as follows:

Furniture, fixtures and equipment	20%
Plant and machinery	14.5% to 20%
Motor vehicles	20%

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

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

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within "other operating expenses" in the consolidated income statement.

2.7 Investment properties

Investment property, principally comprising leasehold land and buildings, is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Group. It also includes properties that are being constructed or developed for future use as investment properties. Land held under operating leases are accounted for as investment properties when the rest of the definition of an investment property is met. In such cases, the operating leases concerned are accounted for as if they were finance leases. Investment property is initially measured at cost, including related transaction costs and where applicable borrowing costs. After initial recognition, investment properties are carried at fair value, representing open market value determined at each reporting date by external valuers. The market value of the properties is calculated on the discounted net rental income allowing for reversionary potential. Changes in fair values are recorded in the consolidated income statement as part of "other income".

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.8 Intangible assets

(a) Goodwill

Goodwill arises on the acquisition of subsidiaries represents the excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identified net assets acquired.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the cash-generating units ("CGUs"), or groups of CGUs, that is expected to benefit from the synergies of the combination. Each unit or group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored at the operating segment level.

Goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. The carrying value of goodwill is compared to the recoverable amount, which is the higher of value in use and the fair value less costs of disposal. Any impairment is recognised immediately as an expense and is not subsequently reversed.

(b) Acquired licence right

An acquired licence right is carried at cost less accumulated amortisation. The economic useful life of an acquired licence right is estimated at the time of purchase (Note 4(b)).

Amortisation is calculated using the straight-line method to allocate the cost of the acquired licence over its estimated useful life of 10 years.

Licence right is tested for impairment annually, in accordance with HKAS 36.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.8 Intangible assets *(continued)*

(c) Deferred development costs

Research expenditure is recognised as an expense as incurred. Costs incurred on development projects (directly attributable to the design and testing of new or improved products) are recognised as intangible assets when the following criteria are fulfilled:

(i) it is technically feasible to complete the developing/developed product so that it will be available for use or sale;

(ii) management intends to complete the developing/developed product and use or sell it;

(iii) there is an ability to use or sell the developing/developed product;

(iv) it can be demonstrated how the developing/developed product will generate probable future economic benefits;

(v) adequate technical, financial and other resources to complete the development and to use or sell the developing/developed product are available; and

(vi) the expenditure attributable to the developing/developed product during its development can be reliably measured.

Other development expenditures that do not meet these criteria are recognised as expenses as incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period. Capitalised development costs are recorded as intangible assets and amortised over a period of 30 months to reflect the pattern in which the relevant economic benefits are recognised.

Development assets are tested for impairment annually, in accordance with HKAS 36.

2.9 Impairment of non-financial assets

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.10 Discontinued operations

A discontinued operation is a component of the Group's business, the operations and cash flows of which can be clearly distinguished from the rest of the Group and which represents a separate major line of business or geographic area of operations, or is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations, or is a subsidiary acquired exclusively with a view to resale.

When an operation is classified as discontinued, a single amount is presented in the consolidated income statement, which comprises the post-tax profit or loss of the discontinued operation and the post-tax gain or loss recognised on the measurement to fair value less costs to sell, or on the disposal, of the assets or disposal group(s) constituting the discontinued operation.

2.11 Financial assets

2.11.1 Classification

The Group classifies its financial assets in the following categories: loans and receivables and available-for-sale financial assets. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

(a) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for those with maturities greater than 12 months after the end of the reporting period. These are classified as non-current assets. The Group's loans and receivables comprise 'loans and receivables', 'trade and other receivables' and 'cash and cash equivalents' in the consolidated balance sheet (Notes 2.14 and 2.15).

(b) Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless the investment matures or management intends to dispose of the investment within 12 months from the end of the reporting period.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.11 Financial assets *(continued)*

2.11.2 *Recognition and measurement*

Regular way purchases and sales of financial assets are recognised on the trade-date-the date on which the Group commits to purchase or sell the asset. Investments are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership. Available-for-sale financial assets are subsequently carried at fair value. Loans and receivables are subsequently carried at amortised cost using the effective interest method.

Changes in the fair value of monetary and non-monetary securities classified as available-for-sale are recognised in other comprehensive income.

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or a group of financial assets is impaired. In the case of equity investments classified as available-for-sale, a significant or prolonged decline in the fair value of a security below its cost is evidenced that the assets are impaired. If any such evidence exists for available-for-sale financial assets, the cumulative loss-measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognised in profit or loss-is removed from equity and recognised in the consolidated income statement. Impairment losses recognised in the consolidated income statement on equity instruments are not reversed through the consolidated income statement. Impairment testing of trade receivables is described in Note 2.12.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.12 Impairment of financial assets

(a) *Assets carried at amortised cost*

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

Evidence of impairment may include indications that the debtors or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation, and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

For loans and receivables category, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced and the amount of the loss is recognised in the consolidated income statement. If a loan or held-to-maturity investment has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract. As a practical expedient, the group may measure impairment on the basis of an instrument's fair value using an observable market price.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the reversal of the previously recognised impairment loss is recognised in the consolidated income statement.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.12 Impairment of financial assets *(continued)*

(b) Assets classified as available-for-sale financial assets

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or a group of financial assets is impaired. For debt securities, the Group uses the criteria referred to in (a) above. In the case of equity investments classified as available for sale, a significant or prolonged decline in the fair value of the security below its cost is also evidence that the assets are impaired. If any such evidence exists for available-for-sale financial assets, the cumulative loss – measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognised in profit or loss – is removed from equity and recognised in profit or loss. Impairment losses recognised in the consolidated income statement on equity instruments are not reversed through the consolidated income statement. If, in a subsequent period, the fair value of a debt instrument classified as available for sale increases and the increase can be objectively related to an event occurring after the impairment loss was recognised in profit or loss, the impairment loss is reversed through the consolidated income statement.

2.13 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the weighted average method. The cost of finished goods and work in progress comprises design costs, raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity). It excludes borrowing costs. Net realisable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses.

2.14 Trade and other receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. If collection of trade and other receivables is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

2.15 Cash and cash equivalents

In the consolidated statement of cash flows, cash and cash equivalents include cash on hand, deposits held at call with banks and other short term highly liquid investments with original maturities of three months or less.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.16 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares and share options are shown in equity as a deduction, net of tax, from the proceeds. Where any group company purchases the Company's equity share capital (treasury shares), the consideration paid, including any directly attributable incremental costs (net of income taxes) is deducted from equity attributable to owners of the Company until the shares are cancelled or reissued. Where such ordinary shares are subsequently reissued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in equity attributable to owners of the Company.

2.17 Trade and other payables

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

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

2.18 Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the consolidated income statement over the period of the borrowings using the effective interest method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting period.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.19 Borrowing costs

All borrowing costs are recognised in the consolidated income statement in the period in which they are incurred.

2.20 Current and deferred income tax

The tax expense for the year comprises current and deferred tax and is recognised in the consolidated income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case the tax is also recognised in other comprehensive income or directly in equity, respectively.

(a) Current income tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Company and its subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

(b) Deferred income tax

Inside basis differences

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.20 Current and deferred income tax *(continued)*

(b) ***Deferred income tax*** *(continued)*

Outside basis differences

Deferred income tax liabilities are provided on taxable temporary differences arising from investments in subsidiaries, except for deferred income tax liability where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future. Only where there is an agreement in place that gives the Group the ability to control the reversal of the temporary difference not recognised.

Deferred income tax assets are recognised on deductible temporary differences arising from investments in subsidiaries only to the extent that it is probable the temporary difference will reverse in the future and there is sufficient taxable profit available against which the temporary difference can be utilised.

(c) ***Offsetting***

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

2.21 Employee benefits

(a) ***Employee leave entitlements***

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the balance sheet date.

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

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.21 Employee benefits *(continued)*

(b) Pension obligations

The Group operates a number of defined contribution plans. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

For defined contribution plans, the Group pays contributions to publicly or privately administered pension insurance plans on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

(c) Termination benefits

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination benefits when it is demonstrably committed to a termination when the entity has a detailed formal plan to terminate the employment of current employees without possibility of withdrawal. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.22 Share-based payments

The Group operates a number of equity-settled, share-based compensation plans, under which the entity receives services from employees as consideration for equity instruments (options) of the Group. The fair value of the employee services received in exchange for the grant of the options is recognised as an expense. The total amount to be expensed is determined by reference to the fair value of the options granted:

- including any market performance conditions (for example, an entity's share price);
- excluding the impact of any service and non-market performance vesting conditions (for example, profitability and sales growth targets);and
- including the impact of any non-vesting conditions (for example, the requirement for employees to save).

Non-market performance and service conditions are included in assumptions about the number of options that are expected to vest. The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied.

In addition, in some circumstances employees may provide services in advance of the grant date and therefore the grant date fair value is estimated for the purposes of recognising the expense during the period between service commencement period and grant date.

At the end of each reporting period, the entity revises its estimates of the number of options that are expected to vest based on the non-marketing vesting conditions. It recognises the impact of the revision to original estimates, if any, in the consolidated income statement, with a corresponding adjustment to equity.

When the options are exercised, the Company issues new shares. The proceeds received net of any directly attributable transaction costs are credited to share capital (nominal value) and share premium.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.23 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

2.24 Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and services in the ordinary course of the Group's activities. Revenue is shown net of value added tax, returns, rebates and discounts and after eliminating sales within the Group. The Group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and when specific criteria have been met for each of the Group's activities as described below:

(i) Sales of goods are recognised when a group entity has delivered products to the customer, the customer has accepted the products and collectability of the related receivables is reasonably assured.

(ii) Rental income is recognised on a straight-line basis over the periods of the respective leases.

(iii) Interest income is recognised on a time-proportion basis using the effective interest method. When a receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original effective interest rate of the instrument, and continues unwinding the discount as interest income.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

2.25 Leases

Operating lease (as the lessee)

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the consolidated income statement on a straight-line basis over the period of the lease.

Finance lease (as the lessee)

The Group has land leases where the Group has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's commencement at the lower of the fair value of the leased property and the present value of the minimum lease payments.

Operating lease (as the lessor)

Where the Group leases out assets under operating leases, the assets are included in the consolidated balance sheet according to their nature, as set out in Note 2.7. Revenue arising from operating leases is recognised in accordance with the Group's revenue recognition policies, as set out in Note 2.24 (ii).

2.26 Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the Group's and the Company's financial statements in the period in which the dividends are approved by the Company's shareholders or directors, where appropriate.

3 FINANCIAL RISK MANAGEMENT

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, cash flow and fair value interest rate risk), credit risk and liquidity risk.

Risk management is carried out by the Group's treasury function. The Group adopts a conservative and balanced treasury policy which focuses on the financial risks factors as below and seeks to minimise potential adverse effects on the Group's financial performance.

3.1 Financial risk factors

(a) Market risk

(i) Foreign exchange risk

The Group's transactions are mainly denominated in HKD, United States dollars ("USD") and Renminbi ("RMB"). The majority of assets and liabilities are denominated in HKD, USD, RMB and Korean Won ("KRW"), and there are no significant assets and liabilities denominated in other currencies.

Since HKD is pegged to USD, the Group does not have significant currency risks and it is the Group's policy not to engage in speculative activities. The Group has not entered into any contracts to hedge its exposure for foreign exchange risk.

At 31st March 2014, if RMB had strengthened/weakened by 10% against HKD with all other variables held constant, post-tax loss (2013: post-tax profit) for the year would have been approximately HK$25,994,000 lower/higher (2013: HK$48,888,000 higher/lower), mainly as a result of the foreign exchange differences on translation of RMB denominated cash and bank balances and other payables.

At 31st March 2013, if KRW had strengthened/weakened by 10% against HKD with all other variables held constant, post-tax profit for the year would have been approximately HK$7,988,000 higher/lower, mainly as a result of the foreign exchange differences on translation of KRW denominated loans and receivables.

As at 31st March 2014, since the entire KRW denominated loans and receivables have been disposed of, the Group does not have significant currency risks in relation to KRW.

3 FINANCIAL RISK MANAGEMENT *(continued)*

3.1 Financial risk factors *(continued)*

(a) *Market risk* *(continued)*

(ii) Cash flow and fair value interest rate risk

As the Group has no significant interest-bearing assets, other than short-term bank deposits, the Group's income and operating cash flows are substantially independent of changes in market interest rates.

The Group's interest rate risk arises from bank borrowings. The Group's bank borrowings are carried at floating rates which expose the Group to cash flow interest rate risk. The Group has not entered into any interest rate swaps to hedge its exposure to interest rate risk.

As at 31st March 2014, the Group's borrowings at variable rates were denominated in HKD.

At 31st March 2014, if interest rates on all borrowings had been 100 basis points higher/lower with all other variables held constant, post-tax loss (2013: post-tax profit) for the year would have been HK$1,300,000 higher/lower (2013: HK$2,000,000 lower/higher), mainly as a result of higher/lower interest expense on floating rate borrowings.

At 31st March 2014, if interest rates on all interest-bearing bank and cash deposits had been 100 basis points higher/lower with all other variables held constant, post-tax loss (2013: post-tax profit) for the year would have been HK$9,247,000 lower/higher (2013: HK$12,535,000 higher/lower) due to interest income earned on market interest rate.

The total bank loans held by the Group as at 31st March 2014 and 2013 were all with floating rates.

(b) *Credit risk*

Credit risk arises from cash and cash equivalents and short-term deposits with banks and financial institutions, loans and receivables, as well as credit exposures to customers, including outstanding receivables. Management has a credit policy in place and the exposures to these credit risks are monitored on an ongoing basis.

The Group's cash and short-term deposits are placed with reputable banks and financial institutions. For credit exposures from customers, management assesses the credit quality of each individual major customer, taking into account its financial position, past experience and other factors.

3 FINANCIAL RISK MANAGEMENT *(continued)*

3.1 Financial risk factors *(continued)*

(c) Liquidity risk

Prudent liquidity risk management includes maintaining sufficient cash, the availability of funding from an adequate amount of committed credit facilities and the ability to close out market positions.

The Group maintains its liquidity mainly through funding generated from its daily operations and maintaining funding availability under committed credit facilities.

Banking facilities have been put in place for contingency purposes. As at 31st March 2014, the Group's total available banking facilities amounted to approximately HK$1,596 million (2013: HK$1,609 million), of which HK$130 million (2013: HK$200 million) has been utilised.

The table below analyses the Group's and the Company's financial liabilities that will be settled into relevant maturity groupings based on the remaining period at the balance sheet to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Within one year HK$'000	In the second year HK$'000	In the third year HK$'000	Total HK$'000	Carrying amount HK$'000
Group					
At 31st March 2013					
Borrowings	71,325	81,539	50,984	203,848	200,000
Trade and other payables	607,067	–	–	607,067	607,067
At 31st March 2014					
Borrowings	**81,529**	**50,984**	**–**	**132,513**	**130,000**
Trade and other payables	**575,843**	**–**	**–**	**575,843**	**575,843**
Company					
At 31st March 2013					
Other payables	197	–	–	197	197
At 31st March 2014					
Other payables	**198**	**–**	**–**	**198**	**198**

3 FINANCIAL RISK MANAGEMENT *(continued)*

3.2 Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividend paid to shareholders, raise or repay bank borrowings, issue new shares or sell assets to reduce debt.

The Group monitors capital on the basis of the gearing ratio. This ratio is calculated as total borrowings net of cash and cash equivalents divided by total equity as shown in the consolidated balance sheet.

The gearing ratios at 31st March 2014 and 2013 were as follows:

	2014 **HK$'000**	2013 HK$'000
Borrowings *(Note 26)*	**130,000**	200,000
Less: Cash and cash equivalents *(Note 24)*	**(924,146)**	(1,231,776)
Net surplus cash	**(794,146)**	(1,031,776)
Total equity	**1,855,921**	1,927,006
Gearing ratio	**Not applicable**	Not applicable

3.3 Fair value estimation

The Group's investments in financial instruments are measured in the consolidated balance sheet at fair value. The fair value measurements are disclosed by level of the following fair value measurement hierarchy.

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

3 FINANCIAL RISK MANAGEMENT *(continued)*

3.3 Fair value estimation *(continued)*

As at 31st March 2014, there were no financial assets that were measured at fair value for the Group.

The following table presented the financial assets that were measured at fair value at 31st March 2013 of the Group:

	Level 1 HK$'000	Level 2 HK$'000	Level 3 HK$'000	Total HK$'000
Assets				
Available-for-sale financial assets				
– Equity securities *(Note 19)*	–	–	36,953	36,953

As at 31st March 2013, the fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. The Group engaged Jones Lang LaSalle Hong Kong, an independent valuer, to perform the valuation by the use of discounted cash flow model based on market conditions existed at the balance sheet date and business forecast provided by management. A discount rate of 17.1% was used in the valuation.

The carrying amount less impairment provision of trade and other receivables and trade and other payables are a reasonable approximation of their fair values. The fair value of long-term financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments.

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

The following table presents the changes in level 3 instruments for the year ended 31st March 2014 and 2013.

	Available-for-sale financial assets	
	2014 **HK$'000**	2013 HK$'000
Opening balance	**36,953**	112,090
Impairment loss recognised in consolidated income statement	**–**	(75,137)
Disposal	**(36,953)**	–
Closing balance	**–**	36,953

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

(a) Estimate of fair value of investment properties

The fair value of investment properties is determined by using valuation technique. Details of the judgement and assumptions have been disclosed in Note 15.

(b) Estimate of useful lives of property, plant and equipment and intangible assets

The Group has significant property, plant and equipment and intangible assets. The Group is required to estimate the useful lives of property, plant and equipment and intangible assets in order to ascertain the amount of depreciation and amortisation charges for each reporting period.

The useful lives are estimated at the time of purchase of these assets after considering future technology changes, business developments and the Group's strategies. The Group performs annual reviews to assess the appropriateness of the estimated useful lives. Such review takes into account any unexpected adverse changes in circumstances or events, including declines in projected operating results, negative industry or economic trends and rapid advancement in technology. The Group extends or shortens the useful lives and/or makes impairment provisions according to the results of the review.

(c) Impairment of non-financial assets

At each balance sheet date, the Group reviews internal and external sources of information to identify indications that the following assets may be impaired or an impairment loss previously recognised no longer exists or may have decreased:

- property, plant and equipment
- leasehold land and land use rights
- intangible assets
- investments in subsidiaries

If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised in the consolidated income statement whenever the carrying amount of an asset exceeds its recoverable amounts. If an indication of impairment is identified, the Group is required to estimate the recoverable value, representing the greater of the asset's fair value less cost to sell or its value in use. Changes in any of these estimates could result in a material change to the asset carrying amount in the financial statements.

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS *(continued)*

(d) Recognition of deferred income tax assets

According to the accounting policy as stated in Note 2.20, a deferred income tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised, and it is measured at the tax rates that are expected to apply when the related deferred income tax asset is realised.

In determining the deferred income tax asset to be recognised, management is required to estimate the realisation of deferred tax assets. Any difference between these estimates and the actual outcome will impact the Group's result in the period in which the actual outcome is determined.

(e) Provision for obsolete or slow moving inventories

The Group makes provision for obsolete or slow moving inventories based on consideration of obsolescence of raw materials and work in progress and the net realisable value of finished goods. The identification of inventory obsolescence and estimated selling price in the ordinary course of business require the use of judgement and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying amount of inventory and impairment provision in the year in which such estimate has been changed.

(f) Provision for other liabilities and charges

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events. Significant judgement is required in determining the provision for liabilities and charges. The Group's management determines the provision for liabilities and charges by estimating the present value of the expenditures expected to be required to settle the obligation. This assessment requires the use of estimation.

5 REVENUE AND SEGMENT INFORMATION

Revenues recognised during the year are as follows:

	Group	
	2014 **HK$'000**	2013 HK$'000 (Restated)
Continuing operation:		
Consumer electronic products	**2,291,141**	1,865,778
Discontinued operation:		
Plastic products	**13,714**	3,763

(a) Segment analysed by products

The senior management (being the chief operating decision-maker) has determined the operating segments based on the reports reviewed by the management committee. The chief operating decision-makers have been identified as the executive directors and senior management who directly reports to the executive directors. The executive director and senior management reviewed the Group's internal reporting to assess performance and allocate resources. A management approach has been used for the operating segment reporting.

The Group mainly operates in the People's Republic of China (the "PRC") and Hong Kong and is principally engaged in designing, manufacturing and selling of consumer electronic products and plastic products. During the year, the Group disposed the plastics products operation and the results of such operation together with the related loss on disposal have been presented as discontinued operation in the consolidated income statement for the year (Note 30).

Consumer electronic products – Design, manufacture and sale of consumer electronic products

Plastic products – Manufacture and sale of plastic and packaging products (ceased after February 2014)

5 REVENUE AND SEGMENT INFORMATION *(continued)*

(a) Segment analysed by products *(continued)*

	Group					
	2014			2013 (Restated)		
	Continuing operation	Discontinued operation		Continuing operation	Discontinued operation	
	Consumer electronic products HK$'000	Plastic products HK$'000	Total HK$'000	Consumer electronic products HK$'000	Plastic products HK$'000	Total HK$'000
Segment revenue	2,291,141	78,990	2,370,131	1,865,778	97,551	1,963,329
Inter-segment sales [1]	–	(65,276)	(65,276)	–	(93,788)	(93,788)
External sales	2,291,141	13,714	2,304,855	1,865,778	3,763	1,869,541
Segment results	(12,220)	(28,232)	(40,452)	36,204	(8,444)	27,760
Finance income	21,764	–	21,764	18,117	–	18,117
Finance costs	(3,830)	–	(3,830)	(3,835)	–	(3,835)
(Loss)/profit before income tax	5,714	(28,232)	(22,518)	50,486	(8,444)	42,042
Income tax credit	983	2,330	3,313	15,662	709	16,371
(Loss)/profit after income tax	6,697	(25,902)	(19,205)	66,148	(7,735)	58,413
Loss on disposal of a subsidiary	–	(277)	(277)	–	–	–
(Loss)/profit for the year	6,697	(26,179)	(19,482)	66,148	(7,735)	58,413
(Loss)/profit for the year attributable to [2]						
– equity holders of Company	7,080	(26,179)	(19,099)	66,148	(7,735)	58,413
– non-controlling interests	(383)	–	(383)	–	–	–
	6,697	(26,179)	(19,482)	66,148	(7,735)	58,413
Segment assets [3]	2,219,170	–	2,219,170	2,369,783	37,103	2,406,886
Unallocated corporate assets			342,594			327,954
Total assets			2,561,764			2,734,840
Segment liabilities [4]	575,843	–	575,843	599,150	7,917	607,067
Unallocated corporate liabilities			130,000			200,767
Total liabilities			705,843			807,834
Capital expenditure [5]	118,818	–	118,818	20,770	4,757	25,527

5 REVENUE AND SEGMENT INFORMATION *(continued)*

(a) Segment analysed by products *(continued)*

(1) The Group's inter-segment transactions mainly consist of sale of plastic products among subsidiaries. The transactions were entered into under normal commercial terms and conditions that would also be available to unrelated third parties.

(2) Management assesses the performance of the operating segments based on a measure of operating profit. Other information provided is measured in a manner consistent with that in the consolidated financial statements.

(3) Segment assets consist primarily of property, plant and equipment, leasehold land and land use rights, intangible assets, deposits, loans and receivables, available-for-sale financial assets, inventories, receivables and operating cash and exclude items such as investment properties, current income tax assets and deferred tax assets.

(4) Segment liabilities comprise operating liabilities and exclude items such as deferred income tax liabilities and certain corporate borrowings.

(5) Capital expenditure comprises additions to property, plant and equipment, investment properties, leasehold land and land use rights and intangible assets.

(b) Segment analysed by geographical areas

The segment revenue for the years ended 31st March 2014 and 2013 are as follows:

	Group	
	2014	2013
	HK$'000	HK$'000
		(Restated)
Continuing operation		
North America	**2,088,500**	1,492,025
Europe	**127,964**	130,248
Asia	**72,314**	238,995
Others	**2,363**	4,510
	2,291,141	1,865,778

The analysis of revenue by geographical segment is based on the destination to which the shipments are made. Primarily all of the assets and capital expenditure for the years ended 31st March 2014 and 2013 were located or utilised in the PRC or Hong Kong.

5 REVENUE AND SEGMENT INFORMATION *(continued)*

(b) Segment analysed by geographical areas *(continued)*

Details of the customers accounting for 10% or more of total revenue are as follows:

	Group	
	2014	2013
	HK$'000	HK$'000
Continuing operation		
Customer A	**1,620,978**	859,963
Customer B	**290,981**	301,148
Customer C	**Not applicable**	388,486

6 OTHER INCOME

	Group	
	2014	2013
	HK$'000	HK$'000
Continuing operation		
Fair value gain on investment properties *(Note 15)*	**16,160**	78,458
Rental income from investment properties	**7,862**	4,692
Service income	**–**	7,281
Income from dispute settlement	**–**	4,069
Others	**795**	904
	24,817	95,404

7 EXPENSES BY NATURE

Expenses included in cost of goods sold, selling expenses, administrative expenses and other operating income/expenses are analysed as follows:

	Group	
	2014	2013
	HK$'000	HK$'000
		(Restated)
Continuing operation		
Amortisation of intangible assets	**8,883**	13,156
Amortisation of leasehold land and land use rights	**292**	289
Auditor's remuneration	**2,280**	2,260
Cost of inventories	**1,717,570**	1,289,265
Depreciation of property, plant and equipment	**32,960**	39,478
Employee benefit expenses (including directors' emoluments) *(Note 8)*	**250,244**	219,762
Gain on disposal of property, plant and equipment	**(5,215)**	(3,565)
Operating lease rental in respect of land and buildings	**33,401**	20,133
Research and development costs	**16,496**	15,983
Write-off/impairment of property, plant and equipment	**2**	14,606

8 EMPLOYEE BENEFIT EXPENSES (INCLUDING DIRECTORS' EMOLUMENTS)

	Group	
	2014	2013
	HK$'000	HK$'000
		(Restated)
Continuing operation		
Wages and salaries	**231,550**	191,038
Pension costs – defined contribution retirement schemes *(Note a)*	**2,609**	2,793
Other staff benefits	**15,313**	13,077
Termination benefits	**772**	12,854
	250,244	219,762

8 EMPLOYEE BENEFIT EXPENSES (INCLUDING DIRECTORS' EMOLUMENTS) *(continued)*

Notes:

(a) Defined contribution retirement schemes

Before 1st December 2000, the Group operated a defined contribution retirement scheme (the "ORSO Scheme") in Hong Kong for all qualified employees. The rate of contribution payable by the Group was 5% of the individual employee's basic salaries.

With effect from 1st December 2000, the Mandatory Provident Fund Scheme (the "MPF Scheme") was set up under the MPF Scheme Ordinance for existing staff who opted for this scheme and eligible staff recruited on or after that date. The ORSO Scheme has remained in place with the introduction of the MPF Scheme. Under the MPF Scheme, eligible employees and the Group are each required to contribute 5% on the employees' monthly net salaries with a maximum monthly contribution of HK$1,250 for employees' monthly contribution.

Contributions to the ORSO Scheme and MPF Scheme charged to the consolidated income statement for the year amounted to approximately HK$2,609,000 (2013: HK$2,793,000, as restated). No forfeited contribution in respect of the defined contribution retirement scheme was utilised during the year (2013: Same). Forfeiture contributions of approximately HK$13,000 (2013: HK$13,000) was available as at 31st March 2014 to reduce future contributions.

Contributions totaling approximately HK$301,000 (2013: HK$353,000) were payable to the ORSO Scheme and MPF Scheme at the year end and were included in other payables and accruals.

(b) Directors' and senior management's emoluments

The remuneration of every director of the Company for the year ended 31st March 2013 is set out below:

Name of Director	Fee HK$'000	Salary HK$'000	Discretionary bonuses HK$'000	Employer's contributions to pension schemes HK$'000	Total HK$'000
Executive directors:					
Mr LEUNG Kai Ching, Kimen	–	4,564	1,763	196	6,523
Mr LEUNG Wai Sing, Wilson	–	4,564	1,880	196	6,640
Mr KUOK Kun Man, Andrew	–	1,921	1,057	82	3,060
Independent non-executive directors:					
Mr LI Wah Ming, Fred	120	–	–	6	126
Mr LAU Wang Yip, Derrick	120	–	–	6	126
Mr LEE Tak Chi	120	–	–	–	120

8 EMPLOYEE BENEFIT EXPENSES (INCLUDING DIRECTORS' EMOLUMENTS) *(continued)*

Notes (continued):

(b) Directors' and senior management's emoluments *(continued)*

The remuneration of every director of the Company for the year ended 31st March 2014 is set out below:

Name of Director	Fee HK$'000	Salary HK$'000	Discretionary bonuses HK$'000	Employer's contributions to pension schemes HK$'000	Total HK$'000
Executive directors:					
Mr LEUNG Kai Ching, Kimen	–	4,564	1,313	196	6,073
Mr LEUNG Wai Sing, Wilson	–	4,564	1,400	196	6,160
Mr KUOK Kun Man, Andrew	–	1,921	787	82	2,790
Mr LEUNG, Jimmy *(Note)*	–	478	–	8	486
Mr LIU Lup Man *(Note)*	–	376	–	8	384
Independent non-executive directors:					
Mr LI Wah Ming, Fred	120	–	–	6	126
Mr LAU Wang Yip, Derrick	120	–	–	6	126
Mr LEE Tak Chi	120	–	–	–	120

Note:

Mr LEUNG, Jimmy and Mr LIU Lup Man were appointed as Director on 15th October 2013.

No directors waived any emoluments and no emoluments were paid to the directors as an inducement fee to join or as compensation for loss of office during the years ended 31st March 2014 and 2013.

(c) Five highest paid individuals

The five individuals whose emoluments were the highest in the Group for the year include three (2013: three) directors whose emoluments are reflected in the analysis presented above. The emoluments payable to the remaining two (2013: two) individuals during the year are as follows:

	Group 2014 HK$'000	Group 2013 HK$'000
Basic salaries, housing allowances, other allowances and benefits in kind	2,405	3,236
Discretionary bonuses	4,750	7,000
Contributions to pension schemes	59	96
	7,214	10,332

8 EMPLOYEE BENEFIT EXPENSES (INCLUDING DIRECTORS' EMOLUMENTS) *(continued)*

Notes (continued):

(c) **Five highest paid individuals** *(continued)*

The emoluments fell within the following bands:

	Number of individuals 2014	Number of individuals 2013
Emolument bands		
HK$1,000,001-HK$2,000,000	**1**	–
HK$5,000,001-HK$6,000,000	**1**	2

(d) **Senior management compensation**

The emoluments of the senior management include the five highest paid individuals whose emoluments are reflected in the analysis presented above.

The emoluments of the remaining one (2013: three) senior management during the year are as follows:

	Number of individuals 2014	Number of individuals 2013
Emolument band		
HK$1-HK$1,000,000	**1**	3

9 FINANCE INCOME AND FINANCE COSTS

	Group 2014 HK$'000	Group 2013 HK$'000 (Restated)
Continuing operation		
Finance income:		
– Bank interest income	**20,292**	14,674
– Interest income from loans and receivables	**1,472**	3,443
	21,764	18,117
Finance costs:		
– Interest expense on bank borrowings wholly repayable within five years	**3,830**	3,835

10 INCOME TAX CREDIT

Hong Kong profits tax has been provided at the rate of 16.5% (2013: 16.5%) on the estimated assessable profits for the year. Taxation on overseas profits has been calculated on the estimated assessable profits for the year at the rates of taxation prevailing in the countries in which the Group operates.

	Group	
	2014	2013
	HK$'000	HK$'000
		(Restated)
Continuing operation		
Current income tax		
– Hong Kong profits tax	**(3,992)**	(4,667)
– (Under)/over provision in prior years	**(9)**	15,123
Deferred income tax credit	**4,984**	5,206
Income tax credit	**983**	15,662

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

	Group	
	2014	2013
	HK$'000	HK$'000
		(Restated)
Continuing operation		
Profit before income tax	**5,714**	50,486
Tax calculated at a tax rate of 16.5% (2013: 16.5%)	**(942)**	(8,330)
Effect of different tax rates in other countries	**2,808**	128
Income not subject to tax	**15,462**	17,711
Expenses not deductible for tax purposes	**(17,544)**	(8,909)
(Under)/over provision in prior years	**(9)**	15,123
Recognition of previously unrecognised deferred tax	**1,207**	–
Tax losses for which no deferred income tax asset was recognised	**(18)**	(74)
Utilisation of previously unrecognised tax losses	**19**	13
Tax credit	**983**	15,662

11 PROFIT ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY

The profit attributable to equity holders of the Company is dealt with in the financial statements of the Company to the extent of approximately HK$133,569,000 (2013: HK$205,293,000).

12 EARNINGS/(LOSS) PER SHARE

Basic

Basic earnings/(loss) per share is calculated by dividing the profit/(loss) for the year attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the year.

	Group	
	2014	2013 (Restated)
(Loss)/profit attributable to equity holders of the Company *(HK$'000)*		
– Continuing operation	**7,080**	66,148
– Discontinued operation	**(26,179)**	(7,735)
	(19,099)	58,413
Weighted average number of ordinary shares in issue	**580,093,720**	580,093,720
Basic earnings/(loss) per share *(HK cents)*		
– Continuing operation	**1.2**	11.4
– Discontinued operation	**(4.5)**	(1.3)
	(3.3)	10.1

Diluted

Diluted earnings/(loss) per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The Company has only one category of dilutive potential ordinary shares: share options. A calculation is done to determine the number of shares that could have been acquired at fair value (determined as the average annual market share price of the Company's shares) based on the monetary value of the subscription rights attached to outstanding share options. The number of shares calculated as above is compared with the number of shares that would have been issued assuming the exercise of the share options. For the years ended 31st March 2014 and 2013, the conversion of all dilutive share options outstanding would have an anti-dilutive effect on the earnings/(loss) per share.

12 EARNINGS/(LOSS) PER SHARE *(continued)*

	Group	
	2014	2013 (Restated)
(Loss)/profit attributable to equity holders of the Company *(HK$'000)*		
– Continuing operation	**7,080**	66,148
– Discontinued operation	**(26,179)**	(7,735)
	(19,099)	58,413
Weighted average number of ordinary shares in issue	**580,093,720**	580,093,720
Dilutive effect on share options	**–**	–
Weighted average number of ordinary shares for the calculation of diluted earnings per share	**580,093,720**	580,093,720
Diluted earnings/(loss) per share *(HK cents)*		
– Continuing operation	**1.2**	11.4
– Discontinued operation	**(4.5)**	(1.3)
	(3.3)	10.1

13 DIVIDENDS

	Company	
	2014 HK$'000	2013 HK$'000
Interim dividend, paid, of HK3 cents (2013: HK3 cents) per ordinary share	**17,403**	17,403
Final dividend, proposed, of HK4 cents (2013: HK6 cents) per ordinary share	**23,204**	34,806
	40,607	52,209

At a meeting held on 26th June 2014, the directors proposed a final dividend of HK4 cents per ordinary share. This proposed dividend is not reflected as a dividend payable in these consolidated financial statements.

14 PROPERTY, PLANT AND EQUIPMENT

(a) Details of movements in property, plant and equipment of the Group are as follows:

	Group						
	Land and buildings HK$'000	Moulds HK$'000	Leasehold improvements HK$'000	Furniture, fixtures and equipment HK$'000	Plant and machinery HK$'000	Motor vehicles HK$'000	Total HK$'000
At 1st April 2012							
Cost	68,946	370,224	87,424	247,891	509,931	18,339	1,302,755
Accumulated depreciation and impairment	(9,289)	(334,796)	(87,424)	(208,212)	(431,302)	(11,619)	(1,082,642)
Net book amount	59,657	35,428	–	39,679	78,629	6,720	220,113
Year ended 31st March 2013							
Opening net book amount	59,657	35,428	–	39,679	78,629	6,720	220,113
Additions	–	14,439	1,496	4,765	4,671	156	25,527
Disposals	–	–	–	(1,873)	(5,932)	(659)	(8,464)
Depreciation	(483)	(21,602)	(71)	(7,937)	(11,685)	(1,278)	(43,056)
Write-off/impairment	–	–	–	(633)	(16,048)	(173)	(16,854)
Transfer to investment properties *(Note 14(f))*	(28,618)	–	–	–	–	–	(28,618)
Exchange differences	15	–	–	8	–	–	23
Closing net book amount	30,571	28,265	1,425	34,009	49,635	4,766	148,671
At 31st March 2013							
Cost	36,961	384,663	63,504	222,761	457,046	15,353	1,180,288
Accumulated depreciation and impairment	(6,390)	(356,398)	(62,079)	(188,752)	(407,411)	(10,587)	(1,031,617)
Net book amount	30,571	28,265	1,425	34,009	49,635	4,766	148,671

14 PROPERTY, PLANT AND EQUIPMENT *(continued)*

(a) Details of movements in property, plant and equipment of the Group are as follows: *(continued)*

	Group						
	Land and buildings HK$'000	Moulds HK$'000	Leasehold improvements HK$'000	Furniture, fixtures and equipment HK$'000	Plant and machinery HK$'000	Motor vehicles HK$'000	Total HK$'000
Year ended 31st March 2014							
Opening net book amount	30,571	28,265	1,425	34,009	49,635	4,766	148,671
Additions	–	13,579	93,496	7,137	4,278	328	118,818
Disposals	–	(426)	–	(1,119)	(6,479)	(379)	(8,403)
Depreciation	(424)	(17,067)	(2,782)	(7,069)	(7,173)	(953)	(35,468)
Write-off/impairment	–	(25)	–	(130)	(3,595)	–	(3,750)
Disposal of a subsidiary *(Note 30)*	–	–	–	(16)	(7,473)	(61)	(7,550)
Exchange differences	38	–	–	29	–	–	67
Closing net book amount	30,185	24,326	92,139	32,841	29,193	3,701	212,385
At 31st March 2014							
Cost	37,003	276,987	97,607	180,513	300,973	12,274	905,357
Accumulated depreciation and impairment	(6,818)	(252,661)	(5,468)	(147,672)	(271,780)	(8,573)	(692,972)
Net book amount	30,185	24,326	92,139	32,841	29,193	3,701	212,385

(b) Depreciation expenses have been included in:

	Group	
	2014 HK$'000	2013 HK$'000 (Restated)
Continuing operation		
Cost of goods sold	**29,559**	35,884
Administrative expenses	**3,401**	3,594
	32,960	39,478

14 PROPERTY, PLANT AND EQUIPMENT *(continued)*

(c) The Group's interests in buildings at their net book values are analysed as follows:

	Group	
	2014	2013
	HK$'000	HK$'000
In Hong Kong, held on:		
Leases of over 50 years	**3,694**	3,868
Leases of between 10 and 50 years	**245**	257
Outside Hong Kong, held on:		
Leases of between 10 and 50 years	**5,387**	5,552
	9,326	9,677

(d) At 31st March, leasehold land held under finance leases and their net book values are analysed as follows:

	Group	
	2014	2013
	HK$'000	HK$'000
In Hong Kong, held on:		
Leases of over 50 years	**20,475**	20,499
Leases of between 10 and 50 years	**384**	395
	20,859	20,894

(e) As at 31st March 2014 and 2013, no bank borrowing was secured on any building which was classified under property, plant and equipment (Note 26).

(f) During the year ended 31st March 2013, the Group transferred an owner-occupied property located in Hong Kong to an investment property and rented it out (Note 15). The carrying amount and the fair value of the property were HK$28,618,000 and HK$86,692,000 on the date of transfer, respectively. The excess of the fair value over the carrying amount was HK$58,074,000 and was recorded in other comprehensive income as fair value gain.

15 INVESTMENT PROPERTIES

	Group	
	2014	2013
	HK$'000	HK$'000
At fair value		
Beginning of the year	**289,050**	123,900
Transfer from an owner-occupied property *(Note 14(f))*	**–**	86,692
Fair value gain *(Note 6)*	**16,160**	78,458
End of the year	**305,210**	289,050

The Group's interests in investment properties at their net book values are analysed as follows:

	Group	
	2014	2013
	HK$'000	HK$'000
In Hong Kong, held on:		
Leases of over 50 years	**229,290**	215,920
Leases of between 10 and 50 years	**75,920**	73,130
	305,210	289,050

Rental income derived from the investment properties amounted to approximately HK$7,862,000 (2013: HK$4,692,000) during the year.

As at 31st March 2014 and 2013, no bank borrowing was secured on investment properties (Note 26).

Valuation basis

The Group measures its investment properties at fair value. The fair value of the Group's investment properties at 31st March 2014 was determined on the basis of valuation carried out by an independent qualified valuer, LCH (Asia-Pacific) Surveyors Limited (the "Valuer") (2013: Same). The valuation, which conforms to the valuation standards issued by Hong Kong Institute of Surveyors ("HKIS"), was arrived at by reference to the current rental income and estimated market price, allowing for reversionary potential of the investment properties.

The Group reviews the valuation performed by the Valuer for financial reporting purposes. Discussions of valuation processes and results are held between management and the Valuer at least once every year, which is in line with the Group's annual reporting date.

15 INVESTMENT PROPERTIES *(continued)*

Fair value measurements using significant unobservable inputs

Fair value of the Group's investment properties is mainly derived using the investment method of the income approach, by taking into account the current rental income from the existing tenancy agreement and reversionary income potential by adopting appropriate term/reversionary yields, which are derived from analysis of sales transactions and Valuer's interpretation of prevailing investor requirements or expectations. For the reversionary potential of the property, the Valuer refers market price of similar comparable properties.There was no change to the valuation technique with that of prior year.

Term and reversionary yields are estimated by the Valuer based on the risk profile of the type of investment properties being valued. The higher the yields, the lower is the fair value. At 31st March 2014, yields ranged from 2.3% to 3.8% were adopted in the term yields analysis for the Group's investment properties.

Prevailing market price are estimated based on recent sales transactions within the subject properties and other comparable properties. The lower the prices, the lower is the fair value. At 31st March 2014, prevailing market prices ranged from HK$2,808 to HK$7,717 per month per square foot were adopted in the term and reversionary analysis for the Group's investment properties.

16 LEASEHOLD LAND AND LAND USE RIGHTS

	Group	
	2014	2013
	HK$'000	HK$'000
Beginning of the year	**7,394**	7,658
Amortisation	**(292)**	(289)
Exchange differences	**48**	25
End of the year	**7,150**	7,394

Amortisation expenses of leasehold land and land use right have been included in administrative expenses.

The Group's interests in leasehold land and land use rights represent prepaid operating lease payments and their net book values are analysed as follows:

	Group	
	2014	2013
	HK$'000	HK$'000
Outside Hong Kong, held on:		
Leases of between 10 and 50 years	**7,150**	7,394

As at 31st March 2014 and 2013, no bank borrowing was secured on leasehold land and land use rights (Note 26).

17 INTANGIBLE ASSETS

	Group		
	Licence right	Deferred development costs	Total
	HK$'000	HK$'000	HK$'000
At 1st April 2012			
Cost	78,000	13,390	91,390
Accumulated amortisation	(33,150)	(6,951)	(40,101)
Net book amount	44,850	6,439	51,289
For the year ended 31st March 2013			
At 1st April 2012	44,850	6,439	51,289
Amortisation	(7,800)	(5,356)	(13,156)
Net book amount	37,050	1,083	38,133
At 31st March 2013			
Cost	78,000	2,708	80,708
Accumulated amortisation	(40,950)	(1,625)	(42,575)
Net book amount	37,050	1,083	38,133
For the year ended 31st March 2014			
At 1st April 2013	**37,050**	**1,083**	**38,133**
Amortisation	**(7,800)**	**(1,083)**	**(8,883)**
Net book amount	**29,250**	**–**	**29,250**
At 31st March 2014			
Cost	**78,000**	**–**	**78,000**
Accumulated amortisation	**(48,750)**	**–**	**(48,750)**
Net book amount	**29,250**	**–**	**29,250**

Amortisation expenses of licence right and deferred development costs have been included in cost of goods sold.

18 LOANS AND RECEIVABLES

	Group	
	2014 HK$'000	2013 HK$'000
Non-current		
Government bonds *(Note b)*	**–**	1,538
Current		
Corporate bonds *(Note a)*	**–**	92,216
Government bonds *(Note b)*	**1,562**	8,625
	1,562	100,841
Carrying amount as at the end of the year	**1,562**	102,379
Carrying amount as at the beginning of the year	**102,379**	104,184
Additions	**–**	1,513
Redemption	**(21,302)**	(5,012)
Disposal	**(85,701)**	–
Exchange gain	**6,186**	1,694
Carrying amount as at the end of the year	**1,562**	102,379

Notes:

(a) The corporate bonds represent the Group's investments in KRW denominated corporate bond issued by a Korea incorporated company Hydis Technologies Company Limited ("Hydis") and RMB denominated corporate bond issued by China Development Bank Corporation.

On 31st December 2013, the Group completed the disposal of the corporate bond issued by Hydis to an independent third party, PVI Global Corporation ("PVIG"), a subsidiary of E Ink Holdings Inc. ("E Ink"), a company incorporated in the Republic of China (Taiwan), at a consideration of US$10,000,000 (equivalent to HK$77,600,000) which would be settled through five annual instalments starting from July 2014 without interest. The first instalment had been received in July 2014. The receivable was included in "other receivables" (Note 23). A loss on disposal of loans and receivables of HK$11,946,000 was recognised in continuing operation in the consolidated income statement during the year ended 31st March 2014.

The RMB denominated corporate bond of RMB9,873,000 (equivalent to HK$12,539,000) was redeemed upon maturity at par value in October 2013.

(b) The government bonds are issued by the Ministry of Finance PRC and are denominated in RMB. The government bonds of RMB6,900,000 (equivalent to HK$8,763,000) was redeemed upon maturity at par value in September 2013.

The carrying amount of the loans and receivables approximates to their fair value.

The maximum exposure to credit risk at the reporting date is the carrying amount of the loans and receivables.

19 AVAILABLE-FOR-SALE FINANCIAL ASSETS

	Group	
	2014	2013
	HK$'000	HK$'000
Fair value of unlisted equity securities outside Hong Kong as at the beginning of the year	**36,953**	112,090
Impairment loss recognised in consolidated income statement	**–**	(75,137)
Disposal	**(36,953)**	–
Fair value of unlisted equity securities outside Hong Kong as at the end of the year	**–**	36,953

The available-for-sale financial assets represented the Group's long term investment in shares of Hydis. They were denominated in KRW.

The available-for-sale financial assets were revalued at 31st March 2013 by an independent, professionally qualified valuer, Jones Lang LaSalle Hong Kong.

On 31st December 2013, the Group completed the disposal of the equity interest in Hydis to an independent third party, Dream Pacific International Corp, a subsidiary of E Ink, at a consideration of US$2,800,000 (equivalent to HK$21,728,000). Such consideration had been received by the Group on 2nd January 2014.

A loss on disposal of available-for-sale financial assets of HK$15,225,000 was recognised in continuing operation in the consolidated income statement during the year ended 31st March 2014.

20 INVESTMENTS IN SUBSIDIARIES

	Company	
	2014	2013
	HK$'000	HK$'000
Unlisted shares, at cost *(Note a)*	**67,586**	67,586
Amounts due from subsidiaries *(Note b)*	**989,619**	908,144
	1,057,205	975,730

Notes:

(a) Details of principal subsidiaries are set out in Note 36 to the consolidated financial statements.

(b) The amounts due from subsidiaries are unsecured and interest-free. The Company has confirmed it has no intention to request repayment within 12 months from the balance sheet date. The maximum exposure to credit risk at the reporting date is the fair value of the amounts due from subsidiaries mentioned above.

21 FINANCIAL INSTRUMENTS BY CATEGORY

	Group		
	Loans and receivables HK$'000	Available-for-sale financial assets HK$'000	Total HK$'000
Assets as per consolidated balance sheet			
31st March 2013			
Loans and receivables *(Note 18)*	102,379	–	102,379
Available-for-sale financial assets *(Note 19)*	–	36,953	36,953
Trade and other receivables *(Note 23)*	523,754	–	523,754
Cash and cash equivalents *(Note 24)*	1,231,776	–	1,231,776
Total	1,857,909	36,953	1,894,862
31st March 2014			
Loans and receivables *(Note 18)*	**1,562**	**–**	**1,562**
Trade and other receivables *(Note 23)*	**691,238**	**–**	**691,238**
Cash and cash equivalents *(Note 24)*	**924,146**	**–**	**924,146**
Total	**1,616,946**	**–**	**1,616,946**

Other financial liabilities:

	Group	
	2014 HK$'000	2013 HK$'000
Liabilities as per consolidated balance sheet		
Trade and other payables *(Note 25)*	**575,843**	607,067
Borrowings *(Note 26)*	**130,000**	200,000
Total	**705,843**	807,067

21 FINANCIAL INSTRUMENTS BY CATEGORY *(continued)*

Loans and receivables:

	Company	
	2014	2013
	HK$'000	HK$'000
Assets as per balance sheet		
Other receivables *(Note 23)*	**105**	105
Cash and cash equivalents *(Note 24)*	**83**	190
Amounts due from subsidiaries *(Note 20)*	**989,619**	908,144
Total	**989,807**	908,439

Other financial liabilities:

	Company	
	2014	2013
	HK$'000	HK$'000
Liabilities as per balance sheet		
Other payables *(Note 25)*	**198**	197

22 INVENTORIES

	Group	
	2014	2013
	HK$'000	HK$'000
Raw materials	**187,784**	196,373
Work in progress	**5,868**	12,336
Finished goods	**159,787**	109,117
	353,439	317,826

The cost of inventories recognised as expenses and included in cost of goods sold amounted to approximately HK$1,717,570,000 (2013: HK$1,289,265,000, restated).

23 TRADE AND OTHER RECEIVABLES

	Group		Company	
	2014 HK$'000	2013 HK$'000	**2014 HK$'000**	2013 HK$'000
Non-current				
Other receivables *(Note)*	**58,414**	–	**–**	–
Current				
Trade receivables	**590,215**	490,787	**–**	–
Prepayment, deposits and other receivables *(Note)*	**42,609**	32,967	**105**	105
	632,824	523,754	**105**	105
Total	**691,238**	523,754	**105**	105

Note:

As at 31st March 2014, other receivables included approximately HK$73,755,000 consideration receivable from PVIG for the disposal of the corporate bond of Hydis (Note 18). A guarantee was granted by E Ink to cover the entire receivable amount as at 31st March 2014.

The credit terms given to customers vary and are generally based on the financial strength of individual customers. In order to manage the credit risks associated with trade receivables, credit evaluation of customers is performed periodically.

The fair values of the trade and other receivables approximate to their carrying amounts.

At 31st March 2014 and 2013, the ageing analysis of the trade receivables based on shipping terms is as follows:

	Group	
	2014 HK$'000	2013 HK$'000
0-30 days	**242,495**	99,483
31-60 days	**68,062**	89,240
61-90 days	**130,335**	100,115
Over 90 days	**149,323**	201,949
	590,215	490,787

As at 31st March 2014, trade receivables of HK$50,755,000 (2013: HK$34,693,000) were considered past due if measured strictly against the credit terms offered. The overdue sum is not considered as impaired since all of the overdue sum has been settled in April 2014.

23 TRADE AND OTHER RECEIVABLES *(continued)*

The credit quality of trade receivables that are neither past due nor impaired can be assessed by reference to historical information about counterparty default rates.

	Group	
	2014	2013
	HK$'000	HK$'000
Counterparties without external credit rating		
– New Customers (less than 6 month)	**–**	4
– Customers (more than 6 months) with no defaults in the past	**590,215**	490,783
	590,215	490,787

The carrying amounts of the trade receivables are denominated in the following currencies:

	Group	
	2014	2013
	HK$'000	HK$'000
USD	**589,036**	489,793
Canadian dollar	**1,179**	979
HKD	**–**	15
	590,215	490,787

As at 31st March 2014 and 2013, there was no provision for impairment of trade receivables. The other classes within trade and other receivables do not contain impaired assets.

The maximum exposure to credit risk at the reporting date is the carrying amount of each class of receivable mentioned above.

24 CASH AND CASH EQUIVALENTS

	Group		Company	
	2014	2013	**2014**	2013
	HK$'000	HK$'000	**HK$'000**	HK$'000
Cash at bank and on hand	**208,702**	428,208	**83**	190
Short-term bank deposits	**715,444**	803,568	**–**	–
	924,146	1,231,776	**83**	190
Maximum exposure to credit risk	**923,119**	1,230,970	**83**	190

24 CASH AND CASH EQUIVALENTS *(continued)*

The cash and cash equivalents are denominated in the following currencies:

	Group		Company	
	2014	2013	**2014**	2013
	HK$'000	HK$'000	**HK$'000**	HK$'000
HKD	**38,056**	72,543	**83**	190
USD	**598,748**	672,506	**–**	–
RMB	**285,619**	483,727	**–**	–
British pound	**1,721**	2,937	**–**	–
Others	**2**	63	**–**	–
	924,146	1,231,776	**83**	190

25 TRADE AND OTHER PAYABLES

	Group		Company	
	2014	2013	**2014**	2013
	HK$'000	HK$'000	**HK$'000**	HK$'000
Trade payables	**522,787**	565,827	**–**	–
Other payables and accruals	**53,056**	41,240	**198**	197
	575,843	607,067	**198**	197

The carrying amounts of trade and other payables approximate to their fair values.

At 31st March 2014 and 2013, the ageing analysis of the trade payables based on invoice date is as follows:

	Group	
	2014	2013
	HK$'000	HK$'000
0-30 days	**486,240**	524,085
31-60 days	**23,517**	24,477
61-90 days	**10,087**	13,924
Over 90 days	**2,943**	3,341
	522,787	565,827

25 TRADE AND OTHER PAYABLES *(continued)*

The carrying amounts of trade payables are denominated in the following currencies:

	Group	
	2014	2013
	HK$'000	HK$'000
HKD	**471,369**	532,286
USD	**51,186**	29,660
Others	**232**	3,881
	522,787	565,827

26 BORROWINGS

	Group	
	2014	2013
	HK$'000	HK$'000
Non-current		
Bank borrowings, unsecured *(Note)*	**50,000**	130,000
Current		
Bank borrowings, unsecured *(Note)*	**80,000**	70,000
Total borrowings	**130,000**	200,000

Note:

The bank borrowings are unsecured and are supported by corporate guarantees given by the Company (Notes 32 and 33). As at 31st March 2014 and 2013, the borrowings were denominated in HKD and interest bearing at a margin over Hong Kong Inter-bank Offer Rate.

The maturity of bank borrowings is as follows:

	Group	
	2014	2013
	HK$'000	HK$'000
Within one year	**80,000**	70,000
In the second year	**50,000**	80,000
In the third year	**–**	50,000
	130,000	200,000

The carrying amounts of the bank borrowings approximate to their fair values.

The carrying amounts of the borrowings as at 31st March 2014 and 2013 are denominated in HKD.

27 SHARE CAPITAL AND SHARE OPTION SCHEME

	Company			
	2014		2013	
	Number of shares	**HK$'000**	Number of shares	HK$'000
Authorised:				
Ordinary shares of HK$0.10 each	**800,000,000**	**80,000**	800,000,000	80,000
Issued and fully paid:				
Ordinary shares of HK$0.10 each				
At 1st April and 31st March	**580,093,720**	**58,009**	580,093,720	58,009

On 21st August 2003, the Company adopted a share option scheme under which it may grant options to eligible persons, including employees and directors of the Group, to subscribe for shares of the Company.

On 11th May 2010 and 27th August 2010, totally 40,810,000 share options were granted to eligible persons. Details of the movements of the share options granted under the share option scheme during the year ended 31st March 2014 are as follows:

				Number of share options				
Name of participants	Date of grant	Exercise period	Exercise price per share HK$	Outstanding as at 1st April 2013	Granted during the year	Exercised during the year	Lapsed during the year	Outstanding as at 31st March 2014
Executive directors								
Mr. LEUNG Kai Ching, Kimen	11th May 2010	11th May 2010 to 20th August 2013	2.90	750,000	–	–	(750,000)	-
Mr. LEUNG Wai Sing, Wilson	11th May 2010	11th May 2010 to 20th August 2013	2.90	750,000	–	–	(750,000)	-
Mr. KUOK Kun Man, Andrew	11th May 2010	11th May 2010 to 20th August 2013	2.90	750,000	–	–	(750,000)	-

27 SHARE CAPITAL AND SHARE OPTION SCHEME *(continued)*

Name of participants	Date of grant	Exercise period	Exercise price per share HK$	Number of share options: Outstanding as at 1st April 2013	Granted during the year	Exercised during the year	Lapsed during the year	Outstanding as at 31st March 2014
Independent non-executive directors								
Mr. LI Wah Ming, Fred	11th May 2010	11th May 2010 to 20th August 2013	2.90	250,000	–	–	(250,000)	-
Mr. LAU Wang Yip, Derrick	11th May 2010	11th May 2010 to 20th August 2013	2.90	500,000	–	–	(500,000)	-
				3,000,000	–	–	(3,000,000)	-
Substantial shareholder								
Mr. LEUNG Wai Lap, David	11th May 2010	11th May 2010 to 20th August 2013	2.90	750,000	–	–	(750,000)	-
				750,000	–	–	(750,000)	-
Senior management and employees								
Various	11th May 2010	11th May 2010 to 20th August 2013	2.90	10,068,000	–	–	(10,068,000)	-
Various	27th August 2010	27th August 2010 to 20th August 2013	3.08	100,000	–	–	(100,000)	-
				10,168,000	–	–	(10,168,000)	-
				13,918,000	–	–	(13,918,000)	-

28 RESERVES

	Group						
	Share premium HK$'000	Capital redemption reserve HK$'000	Exchange and other reserves HK$'000	Staff compensation reserve HK$'000	Revaluation surplus HK$'000	Retained earnings HK$'000	Total HK$'000
At 1st April 2012	310,651	940	(657)	11,783	–	1,464,560	1,787,277
Comprehensive income							
Profit for the year	–	–	–	–	–	58,413	58,413
Fair value gain on transfer of owner-occupied property to investment property	–	–	–	–	58,074	–	58,074
Currency translation differences	–	–	39	–	–	–	39
Total comprehensive income	–	–	39	–	58,074	58,413	116,526
Transactions with owners							
2013 interim dividend	–	–	–	–	–	(17,403)	(17,403)
2012 final dividend	–	–	–	–	–	(17,403)	(17,403)
Total transactions with owners	–	–	–	–	–	(34,806)	(34,806)
At 31st March 2013	310,651	940	(618)	11,783	58,074	1,488,167	1,868,997
At 1st April 2013	**310,651**	**940**	**(618)**	**11,783**	**58,074**	**1,488,167**	**1,868,997**
Comprehensive income/(loss)							
Loss for the year	**–**	**–**	**–**	**–**	**–**	**(19,099)**	**(19,099)**
Currency translation differences	**–**	**–**	**575**	**–**	**–**	**–**	**575**
Total comprehensive income/(loss)	**–**	**–**	**575**	**–**	**–**	**(19,099)**	**(18,524)**
Transactions with owners							
2014 interim dividend	**–**	**–**	**–**	**–**	**–**	**(17,403)**	**(17,403)**
2013 final dividend	**–**	**–**	**–**	**–**	**–**	**(34,806)**	**(34,806)**
Total transactions with owners	**–**	**–**	**–**	**–**	**–**	**(52,209)**	**(52,209)**
At 31st March 2014	**310,651**	**940**	**(43)**	**11,783**	**58,074**	**1,416,859**	**1,798,264**

28 RESERVES *(continued)*

	Company					
	Share premium HK$'000	Capital redemption reserve HK$'000	Contributed surplus HK$'000	Staff compensation reserve HK$'000	Retained earnings HK$'000	Total HK$'000
At 1st April 2012	310,651	940	40,586	11,783	383,373	747,333
Comprehensive income						
Profit for the year	–	–	–	–	205,293	205,293
Transactions with owners						
2013 interim dividend	–	–	–	–	(17,403)	(17,403)
2012 final dividend	–	–	–	–	(17,403)	(17,403)
Total transactions with owners	–	–	–	–	(34,806)	(34,806)
At 31st March 2013	310,651	940	40,586	11,783	553,860	917,820
At 1st April 2013	**310,651**	**940**	**40,586**	**11,783**	**553,860**	**917,820**
Comprehensive income						
Profit for the year	**–**	**–**	**–**	**–**	**133,569**	**133,569**
Transactions with owners						
2014 interim dividend	**–**	**–**	**–**	**–**	**(17,403)**	**(17,403)**
2013 final dividend	**–**	**–**	**–**	**–**	**(34,806)**	**(34,806)**
Total transactions with owners	**–**	**–**	**–**	**–**	**(52,209)**	**(52,209)**
At 31st March 2014	**310,651**	**940**	**40,586**	**11,783**	**635,220**	**999,180**

Note:

The contributed surplus of the Company, which arose from a corporate reorganisation in November 1992, represents the difference between the nominal value of the Company's shares issued in exchange for the issued ordinary shares of Alco Investments (B.V.I.) Limited and the value of net assets of the underlying subsidiaries acquired as at 6th November 1992. Under the Companies Act 1981 of Bermuda (as amended), a company may not declare or pay a dividend, or make a distribution out of contributed surplus, if there are reasonable grounds for believing that (i) the company is, or would after the payment be, unable to pay its liabilities as they become due; or (ii) the realisable value of the company's assets would thereby be less than the aggregate of its liabilities and its issued share capital and share premium accounts. Otherwise the contributed surplus is distributable.

29 DEFERRED INCOME TAX

Deferred income tax is calculated in full on temporary differences under the liability method using a principal tax rate of 16.5% (2013: 16.5%).

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes relate to the same fiscal authority.

	Group	
	2014	2013
	HK$'000	HK$'000
Deferred income tax assets to be recovered after more than 12 months	**44,241**	40,238
Deferred income tax liabilities to be settled after more than 12 months	**(7,549)**	(9,297)
Deferred income tax assets, net	**36,692**	30,941
After offset:		
Deferred income tax assets	**36,692**	31,708
Deferred income tax liabilities	**–**	(767)
Deferred income tax assets, net	**36,692**	30,941

The movement on the deferred income tax account is as follows:

	Group				
Deferred income tax assets/(liabilities)	**Tax losses** HK$'000	**Accelerated tax depreciation** HK$'000	**Deferred development costs** HK$'000	**Others** HK$'000	**Total** HK$'000
At 1st April 2012	972	(13,627)	(531)	38,224	25,038
Credited/(charged) to consolidated income statement	3,228	4,719	442	(2,486)	5,903
At 31st March 2013	4,200	(8,908)	(89)	35,738	30,941
At 1st April 2013	**4,200**	**(8,908)**	**(89)**	**35,738**	**30,941**
Credited/(charged) to consolidated income statement	**4,018**	**6,891**	**89**	**(3,684)**	**7,314**
Disposal of a subsidiary *(Note 30)*	**(2,113)**	**550**	**–**	**–**	**(1,563)**
At 31st March 2014	**6,105**	**(1,467)**	**–**	**32,054**	**36,692**

Deferred income tax assets are recognised for tax losses carried forward to the extent that the realisation of the related tax benefit through future taxable profits is probable. The Group did not recognise deferred income tax assets of approximately HK$2,673,000 (2013: HK$7,035,000) in respect of tax losses amounting to approximately HK$7,246,000 (2013: HK$24,844,000) that can be carried forward against future taxable profit. Approximately HK$377,000 (2013: HK$8,532,000, restated) of the unrecognised tax losses have no expiry date and the remaining balance of HK$6,869,000 (2013: HK$16,312,000, restated) will be expired at various dates up to and including 2034 (2013: 2032).

30 DISCONTINUED OPERATION

During the year ended 31st March 2014, the Group completed its disposal of the entire interest in Alco Plastic Products Limited (the "APPL"), a wholly owned subsidiary of the Company, to one of the APPL's directors at a cash consideration of HK$3,000,000. Full consideration was received in February 2014. The principal activity of APPL was the manufacturing and selling of plastic products. Accordingly, the results of plastic products business together with the related loss on disposal have been presented as a discontinued operation in the consolidated financial statements for the year ended 31st March 2014.

(a) Analysis of the results of discontinued operation is as follows:

	Note	2014 HK$'000	2013 HK$'000
Revenue	5	78,990	97,551
Cost of goods sold		(95,099)	(102,486)
Gross loss		(16,109)	(4,935)
Selling expenses		(38)	(72)
Administrative expenses		(2,112)	(2,638)
Other operating expenses		(9,973)	(799)
Loss before income tax		(28,232)	(8,444)
Income tax credit		2,330	709
Loss after income tax		(25,902)	(7,735)
Loss on disposal of a subsidiary		(277)	–
Loss from discontinued operation attributable to equity holders of the Company		(26,179)	(7,735)

(b) Analysis of the expenses of discontinued operation is as follows:

	2014 HK$'000	2013 HK$'000
Cost of inventories	64,508	52,663
Depreciation of property, plant and equipment	2,508	3,578
Employee benefit expenses (including APPL's directors' emoluments)	22,116	23,000
Gain on disposal of property, plant and equipment	(793)	(35)
Operating lease rental in respect of land and buildings	1,367	2,166
Write-off/impairment of property, plant and equipment	3,748	2,248
Over provision of current income tax in prior year	–	(12)
Deferred income tax credit	(2,330)	(697)

30 DISCONTINUED OPERATION *(continued)*

(c) **Analysis of the cash flows of discontinued operation is as follows:**

	2014 HK$'000	2013 HK$'000
Net cash inflow from operating activities	**43,496**	4,625
Net cash inflow/(outflow) from investing activities	**5,437**	(4,719)
Net cash outflow from financing activities	**(50,100)**	–
Net cash outflow from discontinued operation	**(1,167)**	(94)

(d) **Disposal of a subsidiary**

	28th February 2014 HK$'000
Net assets disposed of	
Property, plant and equipment	**7,550**
Deferred income tax assets	**1,563**
Trade and other current assets	**4,148**
Inventories	**1,331**
Cash and cash equivalents	**72**
Trade and other payables	**(11,387)**
	3,277
Consideration	**3,000**
Loss on disposal	**(277)**

Analysis of net cash flow in respect of the disposal of a subsidiary is as follows:

Cash consideration received	**3,000**
Cash and cash balances disposed of	**(72)**
Total cash inflow from disposal	**2,928**

31 NOTE TO CONSOLIDATED STATEMENT OF CASH FLOWS

(a) Reconciliation of (loss)/profit before income tax to cash (used in)/generated from operations:

	Group	
	2014	2013
	HK$'000	HK$'000
(Loss)/profit before income tax including discontinued operation	**(22,518)**	42,042
Interest income	**(21,764)**	(18,117)
Interest expense on bank borrowings	**3,830**	3,835
Amortisation of intangible assets	**8,883**	13,156
Gain on disposal of property, plant and equipment	**(6,008)**	(3,600)
Depreciation of property, plant and equipment	**35,468**	43,056
Write-off/impairment of property, plant and equipment	**3,750**	16,854
Amortisation of leasehold land and land use rights	**292**	289
Fair value gain on investment properties	**(16,160)**	(78,458)
Exchange gain on loans and receivables	**(6,186)**	(1,694)
Impairment of available-for-sale financial assets	**–**	75,137
Impairment of goodwill	**320**	–
Loss on disposal of loans and receivables	**11,946**	–
Loss on disposal of available-for-sale financial assets	**15,225**	–
Operating profit before working capital changes	**7,078**	92,500
(Increase)/decrease in inventories	**(36,425)**	141,469
(Increase)/decrease in trade and other receivables	**(98,444)**	130,582
Decrease in trade and other payables	**(27,983)**	(114,076)
Cash (used in)/generated from operations	**(155,774)**	250,475

(b) In the consolidated statement of cash flows, proceeds from disposal of property, plant and equipment comprise:

	Group	
	2014	2013
	HK$'000	HK$'000
Continuing and discontinued operations		
Net book amount *(Note 14)*	**8,403**	8,464
Gain on disposal of property, plant and equipment	**6,008**	3,600
Proceeds from disposal of property, plant and equipment	**14,411**	12,064

32 BANKING FACILITIES

As at 31st March 2014, banking facilities of approximately HK$1,596 million (2013: HK$1,609 million) were granted by banks to the Group, of which HK$130 million (2013: HK$200 million) have been utilised by the Group (Note 26). All banking facilities were supported by corporate guarantees given by the Company and no facility is secured by charges over the use of certain assets of the Group (2013: Same).

33 FINANCIAL GUARANTEE

The Company provided guarantees in favour of certain banks to secure general banking facilities granted to certain of its subsidiaries (Note 26).

34 COMMITMENTS

(a) Capital commitments

	Group	
	2014	2013
	HK$'000	HK$'000
Moulds, plant and machinery contracted but not provided for	**2,377**	11,681

(b) Operating lease commitments (as lessee)

The future aggregate minimum lease payments under non-cancellable operating leases in respect of land and buildings are as follows:

	Group	
	2014	2013
	HK$'000	HK$'000
Not later than one year	**35,613**	22,066
Later than one year and not later than five years	**139,574**	139,721
Later than five years	**366,381**	352,380
	541,568	514,167

34 COMMITMENTS *(continued)*

(c) Operating lease commitments (as lessor)

The Group leases various properties under non-cancellable operating lease agreements. The leases have varying terms, escalation clauses and renewal rights.

The future aggregate minimum lease rental receivables under non-cancellable operating leases in respect of land and buildings are as follows:

	Group	
	2014	2013
	HK$'000	HK$'000
Not later than one year	**7,680**	5,560
Later than one year and not later than five years	**5,264**	5,863
	12,944	11,423

The lease terms are from one to three years.

35 BUSINESS COMBINATION

On 25th April 2013, the Group acquired a 75% equity interest in EV Partnership Limited ("EV Partnership"), a company engaged in design of electric bicycles, at a cash consideration of HK$414,000 in order to expand its business. The Group has obtained control and consolidated the results of EV Partnership from 25th April 2013 onwards. The carrying value of the identified net assets of EV Partnership at acquisition date approximated its fair value.

The following table summarises the consideration paid for EV Partnership, the fair value of assets acquired, liabilities assumed and the non-controlling interest at the acquisition date:

	2014
	HK$'000
Total consideration	**414**
Net assets acquired	
Inventories	**519**
Cash and cash equivalents	**88**
Other current assets	**19**
Other current liabilities	**(501)**
	125
Non-controlling interest	**(31)**
Goodwill	**320**
	414
The analysis of net cash flow in respect of acquisition of a subsidiary is as follows:	
Cash consideration paid	**(414)**
Cash and cash balances acquired	**88**
Total cash outflow from acquisition	**(326)**

35 BUSINESS COMBINATION *(continued)*

The revenue included in the consolidated income statement since 25th April 2013 contributed by EV Partnership was HK$59,000. EV Partnership contributed loss of HK$1,534,000 over the same period.

36 PRINCIPAL SUBSIDIARIES

As at 31st March 2014, the Company held interests in the following principal subsidiaries:

Name	Place of incorporation/ establishment	Issued and fully paid share capital/ registered capital	Percentage of equity held by the Company Direct	Indirect	Principal activities
Alco Investments (B.V.I.) Limited	British Virgin Islands	Ordinary US$50,000	100	–	Investment holding and provision of management services to its subsidiaries
Advance Packaging Limited	Hong Kong	Ordinary HK$500,000	–	100	Property investment
Alco Digital Devices Limited	Hong Kong	Ordinary HK$1,000,000	–	100	Software development
Alco Electronics Limited	Hong Kong	Ordinary HK$1,000 Non-voting deferred HK$5,000,000	–	100	Design, manufacture and sale of consumer electronic products
Alco Electronics (Dongguan) Limited [1]	The PRC	Registered capital HK$120,000,000	–	100	Manufacture of consumer electronic products
Alco Electronics (Shenzhen) Limited [1]	The PRC	Registered capital HK$25,000,000	–	100	Provision of design and logistic services to group companies
Alco International Limited	Hong Kong	Ordinary HK$500,000	–	100	Trading of consumer electronic products
Vdiobox Limited	Hong Kong	Ordinary HK$1,000,000	–	100	Trading of consumer electronic products

Note:

1. Represents a wholly foreign owned enterprise.

The above table lists out the principal subsidiaries of the Company as at 31st March 2014 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.

Principal Properties

31st March 2014

Principal properties held for investment purposes

Location	Lot number	Existing use	Lease term
Workshops A to J, on 7th Floor of Block 1, Kwai Tak Industrial Centre, Nos. 15-33 Kwai Tak Street, Kwai Chung, New Territories, Hong Kong	Kwai Chung Town Lot Nos. 322, 323 and 324	Industrial rental	Medium term
Lot Nos. 593 and 595 in Demarcation District No. 106, Off Kam Sheung Road, Ng Ka Tsuen, Kam Tin, Yuen Long, New Territories, Hong Kong	Lot Nos. 593 and 595 in Demarcation District No. 106	Industrial rental	Medium term
5th Floor, Zung Fu Industrial Building, 1067 King's Road, Quarry Bay, Hong Kong	Sub-section 2 of Section E of Quarry Bay Marine Lot No. 2 and the Extension thereto	Industrial rental	Long term
9th Floor, Zung Fu Industrial Building, 1067 King's Road, Quarry Bay, Hong Kong	Sub-section 2 of Section E of Quarry Bay Marine Lot No. 2 and the Extension thereto	Industrial rental	Long term

Five-year Financial Summary

A summary of the results and of the assets and liabilities of the Group for the last five financial years is as follows:

	2014 HK$'000	2013 HK$'000 (Restated)	2012 HK$'000 (Restated)	2011 HK$'000 (Restated)	2010 HK$'000 (Restated)
Revenue	**2,291,141**	1,865,778	2,768,538	3,081,106	3,998,776
(Loss)/profit attributable to equity holders of the Company	**(19,099)**	58,413	80,136	273,992	248,602
Total assets	**2,561,764**	2,734,840	2,774,239	2,949,745	2,762,116
Total liabilities	**(705,843)**	(807,834)	(928,953)	(1,010,746)	(999,353)
Total equity	**1,855,921**	1,927,006	1,845,286	1,938,999	1,762,763