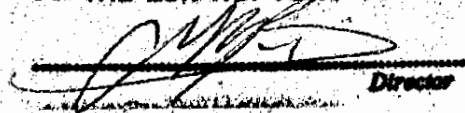


For THE LUK HOI TONG CO. LTD.

  
Director

陸海通有限公司  
THE LUK HOI TONG CO., LTD.

Annual Report  
2014 年報



**The Luk Hoi Tong Company, Limited**  
**ANNUAL REPORT CONTENTS**

陸海通有限公司  
年報目錄

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**The Luk Hoi Tong Company, Limited**  
**NOTICE OF**  
**ANNUAL GENERAL MEETING**

陸海通有限公司  
股東週年常會通告

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Members of the Company will be held at Canton Room, 1st Floor, Gloucester Luk Kwok Hong Kong, 72 Gloucester Road, Wanchai, Hong Kong on Thursday, 25th June, 2015 at 12:00 noon for the following purposes :-

- (1) To receive and consider the Financial Statements and the Reports of the Directors and Auditors for the year ended 31st December, 2014.
- (2) To re-elect Directors.
- (3) To re-appoint Auditors.

A Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a Member of the Company. The instrument of appointing a proxy shall be deposited at the registered office of the Company not less than 48 hours before the time for holding the meeting at which the person or persons named in such instrument propose to vote.

By Order of the Board

CHAN PAK KI  
*Chairman*

Hong Kong, 26th May, 2015

本公司謹訂於二零一五年六月二十五日（星期四）中午十二時正假座香港告士打道 72 號六國酒店二樓粵軒酒樓舉行股東週年常會，議程如下：

- (一) 省覽截至二零一四年十二月三十一日止年度經審核之財務報告及董事會與核數師報告。
- (二) 重選董事。
- (三) 復聘核數師。

凡有資格出席大會及在會上投票之股東，均可委任代表代其出席，及代其投票，受委任代表，毋須為本公司之股東。代表委任書，最遲須於上述所指定開會時間前四十八小時，交回本公司註冊辦事處，方為有效。

承董事會命

陳伯奇  
主席

香港，二零一五年五月二十六日

**The Luk Hoi Tong Company, Limited**  
**DIRECTORS AND CORPORATE**  
**INFORMATION**

陸海通有限公司  
董事會及公司組織資料

Board of Directors (2014)

Mr. CHAN PAK KI (*Chairman*)  
Mr. CHEN PARK KUEN  
Mr. CHAN CHEE FU  
Mr. CHAN CHI CHIU  
Mr. CHAN CHIN HO  
Mr. CHAN PAK JOE  
Mr. CHAN CHI YIP  
Mr. CHEN YUE HSING, ELMER  
Mr. CHAN HOK TAK, PAUL  
Mr. CHAN CHUNG FAN, CLIFFORD  
Mr. CHAN YUE WIN, MERWIN  
Mr. CHAN TAT KWONG, DARRELL  
Mr. CHAN LEON  
Mr. CHAN JONATHAN  
Mr. CHAN ADRIAN  
Ms. FOONG PUI LING, DIANA

董事會成員 (二零一四年)

陳伯奇 (主席)  
陳伯權  
陳志夫  
陳子超  
陳展豪  
陳伯佐  
陳子業  
陳汝誠  
陳學德  
陳頌勳  
陳汝榮  
陳達光  
陳汝安  
陳凱鋒  
陳汝德  
馮佩玲

Bankers

The Hongkong and Shanghai Banking Corporation Limited  
Hang Seng Bank Limited

來往銀行

香港上海匯豐銀行有限公司  
恆生銀行有限公司

Solicitors

Mayer Brown JSM

法律顧問

孖士打律師行

Auditors

Li, Tang, Chen & Co.

核數師

李湯陳會計師事務所

Registrar Office

The Luk Hoi Tong Company, Limited  
8th Floor, Luk Kwok Centre,  
72 Gloucester Road, Wanchai, Hong Kong

股票註冊處及過戶處

陸海通有限公司  
香港灣仔告士打道七十二號  
六國中心八字樓

# The Luk Hoi Tong Company, Limited

## DIRECTORS' REPORT

The directors have pleasure in submitting to shareholders their report and financial statements for the year ended 31st December, 2014.

### PRINCIPAL ACTIVITIES

The principal activities of the company relate to the operation of its branches and subsidiaries.

The group is primarily engaged in property investment and the operation of hotel and restaurant businesses.

### ACCOUNTS

	HK\$
The group profit for the year :	
Profit before taxation	1,019,692,898
Less : Income tax expense	<u>(47,579,140)</u>
	972,113,758
Less : Profit attributable to non-controlling shareholders	<u>(5,029,223)</u>
	967,084,535
To which must be added the balance brought forward from the previous year	<u>8,991,326,862</u>
Making available for appropriation	<u>9,958,411,397</u>
Which the directors recommend be dealt with as follows :	
Pay a dividend of HK\$1,100 per share subsequent to 31st December, 2014	262,868,100
Provide for the distributions specified in article 117 of the company's articles of association	95,336,281
Leave to be carried forward	<u>9,600,207,016</u>
	<u>9,958,411,397</u>

These recommendations have been incorporated in the financial statements.

### PROPERTY, PLANT AND EQUIPMENT AND INVESTMENT PROPERTIES

Movements in property, plant and equipment and investment properties during the year are given in notes (11) and (12) on the financial statements.

### RESERVES

Movements in the reserves of the company and the group during the year are given in note (30) on the financial statements.

### DIRECTORS

In accordance with article 87 of the company's articles of association, the following directors retire and, being eligible, offer themselves for re-election: —

CHAN CHEE FU	CHAN CHI CHIU	CHAN PAK JOE
CHEN YUE HSING, ELMER	CHAN HOK TAK, PAUL	CHAN CHUNG FAN, CLIFFORD
CHAN TAT KWONG, DARRELL	CHAN LEON	

No contracts of significance to which the company or its subsidiaries was a party and in which a director of the company had a material interest subsisted at the end of the year or at any time during the year.

At no time during the year was the company or its subsidiaries a party to any arrangements to enable the directors of the company to acquire benefits by means of the acquisition of shares in or debentures of the company or any other body corporate.

### MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the company were entered into or existed during the year.

### AUDITORS

The financial statements have been audited by Messrs. Li, Tang, Chen & Co., who retire but, being eligible, offer themselves for re-appointment.

Hong Kong, 19th May, 2015

CHAN PAK KI  
*Chairman*

# 陸海通有限公司

## 董事會報告

董事會同人謹向各股東提供二零一四年十二月三十一日止年度報告及已審核財政報告。

### 集團業務

本公司之主要活動，為控股投資、經營酒店及酒樓業務。其附屬公司之主要活動為物業投資、經營酒店及酒樓餐廳業務。

賬目	港元
陸海通有限公司股東所佔集團溢利：	
除稅前溢利	1,019,692,898
減：所得稅支出	(47,579,140)
	972,113,758
減：附屬公司非控股股東所佔溢利	(5,029,223)
	967,084,535
上年度撥下餘額	8,991,326,862
可分配溢利總額	9,958,411,397
董事會建議分配如下：	
派股息每股一千一百元（已於二零一四年十二月三十一日後派發）	262,868,100
依照本公司章程第一一七條指定分配	95,336,281
餘額轉下年度計算	9,600,207,016
	9,958,411,397

以上建議經已記入本財政報告內。

### 物業，設備及器材及投資物業

本年內物業、設備及器材及投資物業變動情況載於財政報告附註（十一）及（十二）。

### 儲備

本公司及本集團於本財政年度之儲備變動載於財政報告附註（三十）。

### 董事會

根據本公司章程第八十七條，下列各董事輪序退任，但仍有資格並願意再被選連任：—

- 陳志夫 · 陳子超 · 陳伯佐 ·
- 陳汝誠 · 陳學德 · 陳頌勳 ·
- 陳達光 · 陳汝安 ·

於本年度終或在本年內任何時間，本公司或附屬公司並無重要合約在其中有任何董事可佔相當份量之利益。

本公司或附屬公司在本年內並無參與任何安排致有任何董事可從中取得本公司或其他法團之股份或債券而獲得利益。

### 管理合約

本年度內，本公司並無簽訂或存有任何行政及管理合約。

### 核數師

李湯陳會計師事務所茲退任，但仍有資格並願意再被委擔任此職。

香港，二零一五年五月十九日

陳伯奇  
主席

0027

**The Luk Hoi Tong Company, Limited**  
**BALANCE SHEET** As at 31st December, 2014

	<b>2014</b>		<b>2013</b>	
	HK\$	HK\$	HK\$	HK\$
<b>NON-CURRENT ASSETS</b>				
Property, plant and equipment — <i>Note (11)</i>		14,086,838		10,388,292
Investment property — <i>Note (12)</i>		6,987,000,000		6,795,000,000
Interest in subsidiaries — <i>Note (15)</i>		(1,377,503,144)		(1,431,390,628)
Interest in associates — <i>Note (16)</i>		52,261,539		51,979,718
Available-for-sale financial assets — <i>Note (17)</i>		8,012,518		8,682,209
		<u>5,683,857,751</u>		<u>5,434,659,591</u>
<b>CURRENT ASSETS</b>				
Inventories — <i>Note (18)</i>	1,203,283		1,203,882	
Other loan — <i>Note (20)</i>	8,000,000		8,000,000	
Debtors, deposits and prepayments — <i>Note (21)</i>	11,754,531		14,118,329	
Pledged fixed deposits — <i>Notes (22) &amp; (31)</i>	–		16,975,151	
Bank balances and cash — <i>Note (23)</i>	353,308,649		345,394,163	
	<u>374,266,463</u>		<u>385,691,525</u>	
<b>CURRENT LIABILITIES</b>				
Amount due to a related company — <i>Note (25)</i>	5,466,363		4,472,278	
Amounts due to directors — <i>Note (26)</i>	28,224,735		27,768,185	
Deposits, creditors and accrued charges	166,170,689		183,514,791	
Unclaimed dividends	57,259,870		52,713,980	
Provision for staff compensation	100,000		100,000	
Provision for distributions under article 117	95,336,281		80,970,933	
Provision for long service payment	5,357,523		5,485,305	
Provision for profits tax	5,408,470		–	
Dividends	262,868,100		238,971,000	
	<u>626,192,031</u>		<u>593,996,472</u>	
<b>NET CURRENT LIABILITIES</b>		(251,925,568)		(208,304,947)
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>5,431,932,183</u>		<u>5,226,354,644</u>
<b>NON-CURRENT LIABILITY</b>				
Deferred tax liability — <i>Note (14)</i>		14,453,130		–
<b>NET ASSETS</b>		<u>5,417,479,053</u>		<u>5,226,354,644</u>
<b>CAPITAL AND RESERVES</b>				
Share capital — <i>Note (28)</i>		1,194,855		1,194,855
Reserves — <i>Note (30)</i>		5,416,284,198		5,225,159,789
		<u>5,417,479,053</u>		<u>5,226,354,644</u>

The financial statements on pages 6 to 94 were approved and authorised for issue by the board of directors on 19th May, 2015

CHAN PAK KI

.....  
*Director*

CHEN PARK KUEN

.....  
*Director*

陸海通有限公司  
資產負債表 二零一四年十二月三十一日

	二零一四		二零一三	
	港元	港元	港元	港元
<b>非流動資產</b>				
物業、設備及器材 —— 註 (十一)		14,086,838		10,388,292
投資物業 —— 註 (十二)		6,987,000,000		6,795,000,000
投資附屬公司權益 —— 註 (十五)		(1,377,503,144)		(1,431,390,628)
佔聯營公司權益 —— 註 (十六)		52,261,539		51,979,718
可供出售金融資產 —— 註 (十七)		<u>8,012,518</u>		<u>8,682,209</u>
		5,683,857,751		5,434,659,591
<b>流動資產</b>				
存貨 —— 註 (十八)	1,203,283		1,203,882	
其他貸款 —— 註 (二十)	8,000,000		8,000,000	
應收賬款、按金及預付款 —— 註 (二十一)	11,754,531		14,118,329	
抵押定期存款 —— 註 (二十二) 及 (三十一)	-		16,975,151	
銀行結餘及現金 —— 註 (二十三)	353,308,649		345,394,163	
	<u>374,266,463</u>		<u>385,691,525</u>	
<b>流動負債</b>				
關連公司來項 —— 註 (二十五)	5,466,363		4,472,278	
董事來項 —— 註 (二十六)	28,224,735		27,768,185	
存入按金、應付款項及應付費用	166,170,689		183,514,791	
未領股息	57,259,870		52,713,980	
職員賠償準備	100,000		100,000	
依章程第一一七條應付款	95,336,281		80,970,933	
長期服務金準備	5,357,523		5,485,305	
稅項預提	5,408,470		-	
股息	<u>262,868,100</u>		<u>238,971,000</u>	
	<u>626,192,031</u>		<u>593,996,472</u>	
流動負債淨額		(251,925,568)		(208,304,947)
資產總值減流動資產		<u>5,431,932,183</u>		<u>5,226,354,644</u>
<b>非流動負債</b>				
遞延稅項負債 —— 註 (十四)		14,453,130		-
資產淨額		<u>5,417,479,053</u>		<u>5,226,354,644</u>
<b>股本及儲備</b>				
股份資本 —— 註 (二十八)		1,194,855		1,194,855
儲備 —— 註 (三十)		5,416,284,198		5,225,159,789
		<u>5,417,479,053</u>		<u>5,226,354,644</u>

本刊第七至九十五頁所載財政報告經董事局於二零一五年五月十九日通過及授權刊發。

陳伯奇

董事

陳伯權

董事

0028



**The Luk Hoi Tong Company, Limited**

**STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME**

For the Year Ended 31st December, 2014

	<b>2014</b>	<b>2013</b>
	HK\$	HK\$
<b>Turnover</b> — <i>Note (6)</i>	354,300,655	343,617,283
<b>Cost of sales</b>	(33,425,743)	(21,057,006)
<b>Gross profit</b>	<u>320,874,912</u>	<u>322,560,277</u>
<b>Other income and gain</b> — <i>Note (6)</i>	171,172,749	105,321,025
<b>Increase in fair value of investment properties</b>	193,903,659	18,017,107
<b>Impairment loss on interest in a subsidiary written back</b>	–	339,075
<b>Impairment loss on interest in a subsidiary</b>	(10,025)	–
<b>Unclaimed dividends written back</b>	3,753,581	4,133,800
<b>Unclaimed commission for promoters written back</b>	1,940,000	375,000
<b>Administrative expenses</b>	<u>(116,386,093)</u>	<u>(108,845,446)</u>
<b>Profit before taxation</b> — <i>Note (8)</i>	575,248,783	341,900,838
<b>Income tax expense</b> — <i>Note (9)(a)</i>	<u>(24,853,130)</u>	<u>–</u>
<b>Profit for the year</b> — <i>Note (30)</i>	<u>550,395,653</u>	<u>341,900,838</u>
<b>Other comprehensive (loss)/income</b>		
Items that may be reclassified subsequently to profit or loss		
Available-for-sale financial assets:		
— fair value change during the year	(1,066,863)	280,816
<b>Other comprehensive (loss)/income for the year</b>	<u>(1,066,863)</u>	<u>280,816</u>
<b>Total comprehensive income for the year</b>	<u><u>549,328,790</u></u>	<u><u>342,181,654</u></u>

陸海通有限公司  
損益及其他全面收益表 二零一四年十二月三十一日止年度

	二零一四	二零一三
	港元	港元
營業額——註(六)	354,300,655	343,617,283
銷售成本	(33,425,743)	(21,057,006)
毛利	320,874,912	322,560,277
其他收入及盈利——註(六)	171,172,749	105,321,025
增加投資物業公平價值	193,903,659	18,017,107
投資附屬公司權益之減值虧損撥回	—	339,075
投資附屬公司權益之減值	(10,025)	—
未領股息撥回	3,753,581	4,133,800
未領創辦人花紅撥回	1,940,000	375,000
行政費用	(116,386,093)	(108,845,446)
除稅前溢利——註(八)	575,248,783	341,900,838
所得稅支出——註(九)(甲)	(24,853,130)	—
本年度溢利——註(三十)	550,395,653	341,900,838
其他全面(虧損)/收益		
其後可能重分類至損益之項目		
可供出售金融資產：		
— 本年度公平價值變動	(1,066,863)	280,816
本年度其他全面(虧損)/收益	(1,066,863)	280,816
本年度全面收益	549,328,790	342,181,654

The Luk Hoi Tong Company, Limited and its Subsidiaries

**CONSOLIDATED BALANCE SHEET** As at 31st December, 2014

	2014		2013	
	HK\$	HK\$	HK\$	HK\$
<b>NON-CURRENT ASSETS</b>				
Property, plant and equipment — <i>Note (11)</i>		1,742,541,314		1,835,358,680
Investment properties — <i>Note (12)</i>		11,172,617,578		10,537,245,723
Interest in associates — <i>Note (16)</i>		52,651,556		53,146,510
Available-for-sale financial assets — <i>Note (17)</i>		119,360,871		124,103,437
Deferred tax assets — <i>Note (14)</i>		540,213		749,452
		<u>13,087,711,532</u>		<u>12,550,603,802</u>
<b>CURRENT ASSETS</b>				
Inventories — <i>Note (18)</i>	4,251,168		3,885,992	
Properties held for resale — <i>Note (19)</i>	131,010		131,010	
Other loan — <i>Note (20)</i>	8,000,000		8,000,000	
Debtors, deposits and prepayments — <i>Note (21)</i>	37,620,005		33,810,660	
Tax recoverable — <i>Note (3)(p)</i>	781,639		7,740,609	
Pledged fixed deposits — <i>Notes (22) &amp; (31)</i>	1,634,454		18,589,690	
Bank balances and cash — <i>Note (23)</i>	659,591,113		578,829,633	
	<u>712,009,389</u>		<u>650,987,594</u>	
<b>CURRENT LIABILITIES</b>				
Amount due to a related company — <i>Note (25)</i>	5,466,363		4,472,278	
Amounts due to directors — <i>Note (26)</i>	28,224,735		27,768,185	
Deposits, creditors and accrued charges — <i>Note (27)</i>	268,341,396		269,813,698	
Borrowing — <i>Note (24)</i>	44,100,000		44,100,000	
Unclaimed dividends	57,259,870		52,713,980	
Provision for staff compensation	100,000		100,000	
Provision for profits tax	7,526,923		1,526,221	
Provision for distributions under article 117	95,336,281		80,970,933	
Provision for long service payment	13,279,986		13,436,290	
Dividends	262,868,100		238,971,000	
	<u>782,503,654</u>		<u>733,872,585</u>	
<b>NET CURRENT LIABILITIES</b>		(70,494,265)		(82,884,991)
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>13,017,217,267</u>		<u>12,467,718,811</u>
<b>NON-CURRENT LIABILITIES</b>				
Deferred tax liabilities — <i>Note (14)</i>	42,958,597		26,388,160	
Premium payable on renewal of government leases	27,363		28,131	
		<u>42,985,960</u>		<u>26,416,291</u>
<b>NET ASSETS</b>		<u>12,974,231,307</u>		<u>12,441,302,520</u>
<b>CAPITAL AND RESERVES</b>				
Share capital — <i>Note (28)</i>		1,194,855		1,194,855
Treasury shares — <i>Note (29)</i>		(22,274,904)		(22,274,904)
Reserves — <i>Note (30)</i>		12,924,277,221		12,395,027,657
Equity attributable to equity holders of the parent		12,903,197,172		12,373,947,608
Non-controlling interests		71,034,135		67,354,912
		<u>12,974,231,307</u>		<u>12,441,302,520</u>

The financial statements on pages 6 to 94 were approved and authorised for issue by the board of directors on 19th May, 2015

CHAN PAK KI

Director

CHEN PARK KUEN

Director

陸海通有限公司及其附屬公司  
綜合資產負債表 二零一四年十二月三十一日

	二零一四		二零一三	
	港元	港元	港元	港元
<b>非流動資產</b>				
物業、設備及器材 —— 註(十一)		1,742,541,314		1,835,358,680
投資物業 —— 註(十二)		11,172,617,578		10,537,245,723
佔聯營公司權益 —— 註(十六)		52,651,556		53,146,510
可供出售金融資產 —— 註(十七)		119,360,871		124,103,437
遞延稅項資產 —— 註(十四)		540,213		749,452
		<u>13,087,711,532</u>		<u>12,550,603,802</u>
<b>流動資產</b>				
存貨 —— 註(十八)	4,251,168		3,885,992	
持作出售之物業 —— 註(十九)	131,010		131,010	
其他貸款 —— 註(二十)	8,000,000		8,000,000	
應收賬款、按金及預付款 —— 註(二十一)	37,620,005		33,810,660	
可退回稅項 —— 註(三)(已)	781,639		7,740,609	
抵押定期存款 —— 註(二十二)及(三十一)	1,634,454		18,589,690	
銀行結餘及現金 —— 註(二十三)	<u>659,591,113</u>		<u>578,829,633</u>	
	<u>712,009,389</u>		<u>650,987,594</u>	
<b>流動負債</b>				
關連公司來項 —— 註(二十五)	5,466,363		4,472,278	
董事來項 —— 註(二十六)	28,224,735		27,768,185	
存入按金、應付款項及應付費用 —— 註(二十七)	268,341,396		269,813,698	
借貸 —— 註(二十四)	44,100,000		44,100,000	
未領股息	57,259,870		52,713,980	
職員賠償準備	100,000		100,000	
稅項預提	7,526,923		1,526,221	
依章程第一一七條應付款	95,336,281		80,970,933	
長期服務金準備	13,279,986		13,436,290	
股息	<u>262,868,100</u>		<u>238,971,000</u>	
	<u>782,503,654</u>		<u>733,872,585</u>	
流動負債淨額		(70,494,265)		(82,884,991)
資產總值減流動資產		<u>13,017,217,267</u>		<u>12,467,718,811</u>
<b>非流動負債</b>				
遞延稅項負債 —— 註(十四)	42,958,597		26,388,160	
應付政府批續期補償款	27,363		28,131	
		<u>42,985,960</u>		<u>26,416,291</u>
資產淨額		<u>12,974,231,307</u>		<u>12,441,302,520</u>
<b>股本及儲備</b>				
股份資本 —— 註(二十八)		1,194,855		1,194,855
庫存股份 —— 註(二十九)		(22,274,904)		(22,274,904)
儲備 —— 註(三十)		<u>12,924,277,221</u>		<u>12,395,027,657</u>
母公司資本持有人應佔權益		12,903,197,172		12,373,947,608
非控股股東權益		71,034,135		67,354,912
		<u>12,974,231,307</u>		<u>12,441,302,520</u>

本刊第七至九十五頁所載財政報告經董事局於二零一五年五月十九日通過及授權刊發。

陳伯奇

董事

陳伯權

董事

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The Luk Hoi Tong Company, Limited and its Subsidiaries  
**CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER  
 COMPREHENSIVE INCOME** For the Year Ended 31st December, 2014

	<b>2014</b>	<b>2013</b>
	HK\$	HK\$
<b>Turnover</b> — <i>Note (6)</i>	638,036,835	615,219,197
<b>Cost of sales</b>	(72,170,904)	(55,938,892)
<b>Gross profit</b>	<u>565,865,931</u>	<u>559,280,305</u>
<b>Other income and gain</b> — <i>Note (6)</i>	40,386,244	36,419,182
<b>Increase in fair value of investment properties</b>	625,034,174	60,041,154
<b>Gain on disposal of investment properties</b>	3,792,585	308,662
<b>Unclaimed dividends written back</b>	3,753,581	4,133,800
<b>Unclaimed commission for promoters written back</b>	1,940,000	375,000
<b>Selling and administrative expenses</b>	(225,022,721)	(219,724,929)
<b>Finance costs</b> — <i>Note (7)</i>	(888,785)	(801,886)
<b>Share of results of associates</b>	4,831,889	3,836,523
<b>Profit before taxation</b> — <i>Note (8)</i>	1,019,692,898	443,867,811
<b>Income tax expense</b> — <i>Note (9)(a)</i>	(47,579,140)	(21,704,949)
<b>Profit for the year</b>	<u>972,113,758</u>	<u>422,162,862</u>
<b>Other comprehensive (loss)/income</b>		
Items that will not be reclassified to profit or loss		
(Loss)/gain on revaluation of property, plant and equipment	(60,206,470)	63,698,839
Items that may be reclassified subsequently to profit or loss		
Available-for-sale financial assets:		
— fair value change during the year	(8,163,023)	3,757,597
Translation loss arising on consolidation of foreign subsidiaries	(11,261,097)	(9,043,240)
	<u>(19,424,120)</u>	<u>(5,285,643)</u>
<b>Other comprehensive (loss)/income for the year</b>	<u>(79,630,590)</u>	<u>58,413,196</u>
<b>Total comprehensive income for the year</b>	<u>892,483,168</u>	<u>480,576,058</u>
<b>Profit for the year attributable to:</b>		
Equity holders of the parent	967,084,535	417,713,021
Non-controlling interests	5,029,223	4,449,841
	<u>972,113,758</u>	<u>422,162,862</u>
<b>Total comprehensive income attributable to:</b>		
Equity holders of the parent	887,453,945	476,126,217
Non-controlling interests	5,029,223	4,449,841
	<u>892,483,168</u>	<u>480,576,058</u>

陸海通有限公司及其附屬公司  
綜合損益及全面收益表

二零一四年十二月三十一日止年度

	二零一四 港元	二零一三 港元
營業額——註(六)	638,036,835	615,219,197
銷售成本	(72,170,904)	(55,938,892)
毛利	565,865,931	559,280,305
其他收入及盈利——註(六)	40,386,244	36,419,182
增加投資物業公平價值	625,034,174	60,041,154
投資物業出售之盈利	3,792,585	308,662
未領股息撥回	3,753,581	4,133,800
未領創辦人花紅撥回	1,940,000	375,000
銷售及行政費用	(225,022,721)	(219,724,929)
理財成本——註(七)	(888,785)	(801,886)
所佔聯營公司業績	4,831,889	3,836,523
除稅前溢利——註(八)	1,019,692,898	443,867,811
所得稅支出——註(九)(甲)	(47,579,140)	(21,704,949)
本年度溢利	972,113,758	422,162,862
其他全面(虧損)/收益		
其後將不會重分類至損益之項目		
物業、設備及器材之重估(虧損)/盈利	(60,206,470)	63,698,839
其後可能重分類至損益之項目		
可供出售金融資產：		
— 本年度公平價值變動	(8,163,023)	3,757,597
合併海外附屬公司賬項產生之折算虧損	(11,261,097)	(9,043,240)
	(19,424,120)	(5,285,643)
本年度其他全面(虧損)/收益	(79,630,590)	58,413,196
本年度全面收益	892,483,168	480,576,058
應佔溢利：		
母公司股權持有人	967,084,535	417,713,021
非控股權益	5,029,223	4,449,841
	972,113,758	422,162,862
應佔其他全面收益：		
母公司股權持有人	887,453,945	476,126,217
非控股權益	5,029,223	4,449,841
	892,483,168	480,576,058

The Luk Hoi Tong Company, Limited and its Subsidiaries

**CONSOLIDATED STATEMENT OF CASH FLOWS** For the Year Ended 31st December, 2014

	<b>2014</b>	<b>2013</b>
	HK\$	HK\$
<b>OPERATING ACTIVITIES</b>		
Profit before taxation	1,019,692,898	443,867,811
Adjustments for:		
Share of results of associates	(4,831,889)	(3,836,523)
Increase in fair value of investment properties	(625,034,174)	(60,041,154)
Depreciation	45,319,781	46,972,646
Interest income	(5,487,634)	(3,598,399)
Dividend income	(6,115,335)	(5,773,600)
Interest expenses	888,785	801,886
Bad debts written off	1,202,517	20,300
Property, plant and equipment written off	23,538	–
Loss on disposal of property, plant and equipment	42,398	–
Provision for long service payment written back	(53,206)	(310,161)
Gain on disposal of investment properties	(3,792,585)	(308,662)
Unclaimed commission for promoters written back	(1,940,000)	(375,000)
Unclaimed dividends written back	(3,753,581)	(4,133,800)
Increase in inventories	(365,176)	(789,294)
(Increase)/decrease in debtors, deposits and prepayments	(4,274,714)	1,530,712
Decrease/(increase) in pledged fixed deposits	16,955,236	(1,043,341)
Increase/(decrease) in amount due to a related company	994,085	(537,254)
Increase/(decrease) in amounts due to directors	456,550	(438,881)
Decrease in other loan	–	1,000,000
Increase in deposits, creditors and accrued charges	5,779,493	15,835,376
<b>Cash generated from operations</b>	<u>435,706,987</u>	<u>428,842,662</u>
Long service payment (paid)/refunded	(103,098)	14,147
Interest paid	(888,785)	(801,886)
Tax paid	(17,949,354)	(20,010,034)
<b>Net cash generated from operating activities</b>	<u>416,765,750</u>	<u>408,044,889</u>

## 陸海通有限公司及其附屬公司

## 綜合現金流量表 二零一四年十二月三十一日止年度

	二零一四	二零一三
	港元	港元
經營業務		
除稅前溢利	1,019,692,898	443,867,811
就以下項目作出調整：		
所佔聯營公司業績	(4,831,889)	(3,836,523)
增加投資物業公平價值	(625,034,174)	(60,041,154)
折舊	45,319,781	46,972,646
利息收入	(5,487,634)	(3,598,399)
股息收入	(6,115,335)	(5,773,600)
利息費用	888,785	801,886
壞賬	1,202,517	20,300
物業、設備及器材撇除	23,538	-
出售物業、設備及器材之虧損	42,398	-
長期服務金準備撥回	(53,206)	(310,161)
出售投資物業之盈利	(3,792,585)	(308,662)
未領創辦人花紅撥回	(1,940,000)	(375,000)
未領股息撥回	(3,753,581)	(4,133,800)
增加存貨	(365,176)	(789,294)
(增加)／減少應收賬款，按金及預付款	(4,274,714)	1,530,712
減少／(增加)抵押定期付款	16,955,236	(1,043,341)
增加／(減少)關連公司來項	994,085	(537,254)
增加／(減少)董事來項	456,550	(438,881)
減少其他貸款	-	1,000,000
增加存入按金、應付款項及應付費用	5,779,493	15,835,376
經營所得之現金	435,706,987	428,842,662
長期服務金(支出)／退回	(103,098)	14,147
已付利息	(888,785)	(801,886)
已付稅款	(17,949,354)	(20,010,034)
經營業務之現金流入淨額	416,765,750	408,044,889



The Luk Hoi Tong Company, Limited and its Subsidiaries

**CONSOLIDATED STATEMENT OF CASH FLOWS** For the Year Ended 31st December, 2014

	<b>2014</b>	<b>2013</b>
	HK\$	HK\$
<b>INVESTING ACTIVITIES</b>		
Interest received	5,487,634	3,598,399
Dividend received	1,712,264	1,657,647
Purchase of investment properties	(23,847,621)	(15,995,689)
Purchase of property, plant and equipment	(12,792,820)	(9,462,172)
Repayment from available-for-sale financial assets	245,467	496,668
(Payment)/addition of premium on renewal of government leases	(768)	2,178
Repayment from associates	5,326,843	4,595,023
Proceeds from disposal of investment properties	3,793,703	343,890
Proceeds from disposal of property, plant and equipment	18,000	—
<b>Net cash used in investing activities</b>	<u>(20,057,298)</u>	<u>(14,764,056)</u>
<b>FINANCING ACTIVITIES</b>		
Dividend paid	(230,671,529)	(206,987,240)
Distribution paid under article 117	(80,970,933)	(70,801,045)
Interest and dividend paid to non-controlling interests in a subsidiary	(1,350,000)	(1,200,000)
<b>Net cash used in financing activities</b>	<u>(312,992,462)</u>	<u>(278,988,285)</u>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	83,715,990	114,292,548
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR</b>	578,829,633	466,520,611
<b>EFFECT OF FOREIGN EXCHANGE RATE CHANGE</b>	(2,954,510)	(1,983,526)
<b>CASH AND CASH EQUIVALENTS AT END OF YEAR</b>	<u>659,591,113</u>	<u>578,829,633</u>
<b>ANALYSIS OF THE BALANCE OF CASH AND CASH EQUIVALENTS</b>		
Time deposits with banks	525,480,635	468,202,222
Bank balances and cash	134,110,478	110,627,411
	<u>659,591,113</u>	<u>578,829,633</u>

陸海通有限公司及其附屬公司  
綜合現金流量表 二零一四年十二月三十一日止年度

	二零一四	二零一三
	港元	港元
<b>投資業務</b>		
已收利息	5,487,634	3,598,399
已收股息	1,712,264	1,657,647
購入投資物業	(23,847,621)	(15,995,689)
購入物業、設備及器材	(12,792,820)	(9,462,172)
可供出售金融資產收款	245,467	496,668
(付予)/增加政府批續期補價款	(768)	2,178
聯營公司還款	5,326,843	4,595,023
出售投資物業所得款項	3,793,703	343,890
出售物業、設備及器材所得款項	18,000	—
<b>投資業務使用之現金淨額</b>	<b>(20,057,298)</b>	<b>(14,764,056)</b>
<b>融資業務</b>		
已付股息	(230,671,529)	(206,987,240)
支付章程第一一七條規定分配	(80,970,933)	(70,801,045)
已付附屬公司非控股股東利息及股息	(1,350,000)	(1,200,000)
<b>融資業務使用之現金淨額</b>	<b>(312,992,462)</b>	<b>(278,988,285)</b>
<b>現金及現金等值增加淨額</b>	<b>83,715,990</b>	<b>114,292,548</b>
於年初結餘之現金及現金等值	578,829,633	466,520,611
外幣匯率變動之影響	(2,954,510)	(1,983,526)
<b>於年終結餘之現金及現金等值</b>	<b>659,591,113</b>	<b>578,829,633</b>
<b>現金及等同現金項目</b>		
銀行定期存款	525,480,635	468,202,222
銀行結餘及現金	134,110,478	110,627,411
	<b>659,591,113</b>	<b>578,829,633</b>

**The Luk Hoi Tong Company, Limited and its Subsidiaries**  
**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

For the Year Ended 31st December, 2014

	Share capital	General reserve	Retained profits	Capital reserve	Asset revaluation reserve	Investment revaluation reserve	Exchange fluctuation reserve	Share premium	Treasury shares	Total	Non-controlling interests	Total
	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$
Balance at 1st January, 2013	1,194,855	11,000,000	8,893,555,774	1,332,208,463	1,897,708,191	26,016,412	31,081,153	47,273,380	(22,274,904)	12,217,763,324	64,105,071	12,281,868,395
Total comprehensive income for the year	—	—	417,713,021	—	63,698,839	3,757,597	(9,043,240)	—	—	476,126,217	4,449,841	480,576,058
Commission payable out of profits of the company under article 117:												
Promoters	—	—	(32,388,373)	—	—	—	—	—	—	(32,388,373)	—	(32,388,373)
Directors	—	—	(48,582,560)	—	—	—	—	—	—	(48,582,560)	—	(48,582,560)
Dividends	—	—	(238,971,000)	—	—	—	—	—	—	(238,971,000)	(1,200,000)	(240,171,000)
Balance at 31st December, 2013 and 1st January, 2014	1,194,855	11,000,000	8,991,326,862	1,332,208,463	1,961,407,030	29,774,009	22,037,913	47,273,380	(22,274,904)	12,373,947,608	67,354,912	12,441,302,520
Total comprehensive income for the year	—	—	967,084,535	—	(60,206,470)	(8,163,023)	(11,261,097)	—	—	887,453,945	5,029,223	892,483,168
Commission payable out of profits of the company under article 117:												
Promoters	—	—	(38,134,512)	—	—	—	—	—	—	(38,134,512)	—	(38,134,512)
Directors	—	—	(57,201,769)	—	—	—	—	—	—	(57,201,769)	—	(57,201,769)
Transfer of reserves	—	—	—	47,273,380	—	—	—	(47,273,380)	—	—	—	—
Dividends	—	—	(262,868,100)	—	—	—	—	—	—	(262,868,100)	(1,350,000)	(264,218,100)
Balance at 31st December, 2014	<u>1,194,855</u>	<u>11,000,000</u>	<u>9,600,207,016</u>	<u>1,379,481,843</u>	<u>1,901,200,560</u>	<u>21,610,986</u>	<u>10,776,816</u>	<u>—</u>	<u>(22,274,904)</u>	<u>12,903,197,172</u>	<u>71,034,135</u>	<u>12,974,231,307</u>

陸海通有限公司及其附屬公司  
綜合權益變動表 二零一四年十二月三十一日止年度

	股份資本	普通儲備金	保留溢利	資本儲備金	物業重估儲備	投資重估儲備	綜合賬目滙兌溢額	股份溢價賬	庫存股份	總額	非控股權益	總額
	港元	港元	港元	港元	港元	港元	港元	港元	港元	港元	港元	港元
二零一三年一月一日結餘	1,194,855	11,000,000	8,893,555,774	1,332,208,463	1,897,708,191	26,016,412	31,081,153	47,273,380	(22,274,904)	12,217,763,324	64,105,071	12,281,868,395
本年度全面收益 依照章程第一一七條 指定分配	—	—	417,713,021	—	63,698,839	3,757,597	(9,043,240)	—	—	476,126,217	4,449,841	480,576,058
創辦人	—	—	(32,388,373)	—	—	—	—	—	—	(32,388,373)	—	(32,388,373)
董事	—	—	(48,582,560)	—	—	—	—	—	—	(48,582,560)	—	(48,582,560)
股息	—	—	(238,971,000)	—	—	—	—	—	—	(238,971,000)	(1,200,000)	(240,171,000)
二零一三年十二月三十一日結餘 及二零一四年一月一日結餘	1,194,855	11,000,000	8,991,326,862	1,332,208,463	1,961,407,030	29,774,009	22,037,913	47,273,380	(22,274,904)	12,373,947,608	67,354,912	12,441,302,520
本年度全面收益 依照章程第一一七條 指定分配	—	—	967,084,535	—	(60,206,470)	(8,163,023)	(11,261,097)	—	—	887,453,945	5,029,223	892,483,168
創辦人	—	—	(38,134,512)	—	—	—	—	—	—	(38,134,512)	—	(38,134,512)
董事	—	—	(57,201,769)	—	—	—	—	—	—	(57,201,769)	—	(57,201,769)
儲備轉移	—	—	—	47,273,380	—	—	—	(47,273,380)	—	—	—	—
股息	—	—	(262,868,100)	—	—	—	—	—	—	(262,868,100)	(1,350,000)	(264,218,100)
二零一四年十二月三十一日結餘	1,194,855	11,000,000	9,600,207,016	1,379,481,843	1,901,200,560	21,610,986	10,776,816	—	(22,274,904)	12,903,197,172	71,034,135	12,974,231,307

## **The Luk Hoi Tong Company, Limited and its Subsidiaries**

### **NOTES ON THE FINANCIAL STATEMENTS** As at 31st December, 2014

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#### **1. CORPORATE INFORMATION**

The Luk Hoi Tong Company, Limited (“the company”) and its subsidiaries (together “the group”) are principally engaged in property investment and the operation of hotel and restaurant businesses.

The company was a public limited liability company incorporated in Hong Kong. The address of its registered office is 8/F., Luk Kwok Centre, 72 Gloucester Road, Wanchai, Hong Kong.

The financial statements are presented in Hong Kong dollars, which is the same as the functional currency of the company.

#### **2. ADOPTION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”)**

The Hong Kong Institute of Certified Public Accountants (“HKICPA”) has issued a number of amendments to HKFRSs and one new interpretation that are first effective for the current accounting period of the group. The directors of the company consider that none of those developments are relevant to the group’s results and financial position.

The group has not applied any new standard or amendment that is not yet effective for the current accounting period (see note 37).

一、公司資料

陸海通有限公司「本公司」及其附屬公司（統稱「本集團」）之主要業務為控股投資、經營酒店及酒樓業務。

本公司乃香港註冊成立之公眾有限責任公司。本公司之註冊辦事處位於香港灣仔告士打道七十二號，六國中心八樓。

本財務報表以港元呈列，港元亦為本公司的功能貨幣。

二、採納新訂及經修訂香港財務報告準則

香港會計師公會頒佈多項新訂及一項經修訂之香港財務報告準則，此等準則在本集團當前之會計期間開始生效或可供提前採用。本公司董事認為此等準則對本集團的業績及財務狀況無關。

本集團並沒有採用本會計期間尚未生效之新訂或經修訂準則（見附註三十七）。

### 3. 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 periods presented, unless otherwise stated.

(a) Basis of preparation:

- (i) The financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”) (which also include Hong Kong Accounting Standards (“HKASs”) and Interpretations) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”), accounting principles generally accepted in Hong Kong. These financial statements also comply with the applicable requirements of the Hong Kong Companies Ordinance, which for this financial year and the comparative period continue to be those of the predecessor Hong Kong Companies Ordinance (Cap. 32), in accordance with transitional and saving arrangements for Part 9 of the new Hong Kong Companies Ordinance (Cap. 622), “Accounts and Audit”, which are set out in sections 76 to 87 of Schedule 11 to that Ordinance. The financial statements have been prepared under the historical cost convention except that hotel and restaurant properties, investment properties and available-for-sale financial assets are stated at fair value.
- (ii) The preparation of financial statements in conformity with HKFRSs requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenditure. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

(b) Basis of consolidation:

The consolidated financial statements include the financial statements of the company and its subsidiaries (collectively referred to as the “group”) for the year ended 31st December, 2014. The financial statements of the subsidiaries are prepared for the same reporting period as the company, using consistent accounting policies. The results of subsidiaries are consolidated from the date of acquisition, being the date on which the group obtains control, and continue to be consolidated until the date that such control ceases. All intra-group balances, transactions, unrealised gains and losses resulting from intra-group transactions and dividends are eliminated on consolidation in full.

Non-controlling interests represent the interests of outside shareholders not held by the group in the results and net assets of the company’s subsidiaries.

Losses within a subsidiary are attributed to the non-controlling interest even if that results in a deficit balance.

### 三、主要會計政策概要

編製本綜合財務報告採用之主要會計政策載列如下。除另有說明外，該等政策與以往所採用者一致。

(甲) 編撰基準：

- (一) 綜合財務報告是根據由香港會計師公會(“HKICPA”)頒佈的香港財務報告準則(“HKFRSs”)所編製(該準則包括香港會計準則(“HKAS”)及詮釋)。本財務報表亦符合香港《公司條例》(第622章)第9部「賬目及審計」上之過渡性安排及保留安排(載於該條例附表11第76至87條)，本年度及比較期間繼續沿用前香港《公司條例》(第32章)之規定。綜合財務報告乃按歷史成本常規法編製，惟按下文之會計政策所披露，酒店及酒樓物業，投資物業及可供出售之金融資產按公平值列賬。
- (二) 編製符合香港財務報告準則規定的財務報告，要求管理層做出影響政策應用以及資產、債務、收益和費用等報告金額的判斷、估計和假設。這些估計和相關假設是基於歷年經驗和相信在此情況下是合理的各種其他因素做出的，其結果是形成判斷資產和債務賬面價值的基礎，這些賬面價值是無法立即從其他來源獲得的。實際結果可能與這些估計有所不同。

估計及隱含的假設處於不斷的檢討之中。對核算估計的修改，如果該修改只對某一期間產生影響，應在該估計修改期間予以確認，或如果該修訂既影響本期又影響未來期間，則該修改會在該修改和未來期間進行確認。

(乙) 綜合賬目基準：

綜合財務報告包括本公司及其附屬公司(統稱「本集團」)截至二零一四年十二月三十一日止年度之財務報告。附屬公司之財務報告使用與本公司一致之會計政策按同一報告期間編製。附屬公司之業績由收購日期(即本集團取得控制權當日)起計入綜合帳目，並持續計入綜合帳目至該控制權終止當日為止。所有集團內部公司間結餘、交易、因集團內部公司間交易而產生之未變現盈虧及股息已於綜合計算時全數抵銷。

非控股權益指本公司附屬公司業績及資產淨值中並非由本集團持有之外部股東權益。

即使附屬公司之業績為虧絀，於附屬公司之虧損計入非控股權益。



## The Luk Hoi Tong Company, Limited and its Subsidiaries

### NOTES ON THE FINANCIAL STATEMENTS As at 31st December, 2014

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(c) Property, plant and equipment:

Property, plant and equipment are stated at cost or fair value less subsequent accumulated depreciation and accumulated impairment losses.

Depreciation is provided to write off the cost or fair value of items of property, plant and equipment over their estimated useful lives and after taking into account of their estimated residual value on the reducing balance method, using the following rates per annum:

Hotel and restaurant properties	over the unexpired lease term
Leasehold improvements, furniture and fixtures and other plant and machinery	20%
Motor vehicles	20%

The land and buildings elements of a lease of land and buildings are considered separately for the purposes of lease classification, unless the lease payments cannot be allocated reliably between the land and buildings elements, in which case, the entire lease is generally treated as a finance lease.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continuing use of the asset. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in profit or loss in the year in which the item is derecognised.

(d) Investment properties:

On initial recognition, investment properties are measured at cost, including any directly attributable expenditure. Subsequent to initial recognition, investment properties are measured using the fair value model. Gains or losses arising from changes in the fair value of investment property are included in profit or loss for the period in which they arise.

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

(丙) 物業、設備及器材：

物業、設備及器材按成本值或公平價值扣除累計減值虧損列賬。

以下物業、設備及器材的折舊以餘額遞減法按其估計可使用年期及估計剩餘價值計算折舊，以撇銷其成本值或公平價值計算，所用之年率如下：

酒店及酒樓物業	按租賃剩餘期限
屋宇添修，傢俬裝修及其他機器	20%
汽車	20%

就租賃分類而言，租賃土地及樓宇之土地及樓宇部份被視為獨立項目，惟租金不能於土地及樓宇部份間可靠分配則除外，於此情況下，整項租約一般被當作融資租約。

物業、設備及器材項目於出售後或當預期持續使用該資產將不會產生未來經濟利益時不再確認。於不再確認該資產時所產生之任何收益或虧損（以出售所得款項淨額與該項目之賬面值之差額計算）將計入不再確認年度之損益內。

(丁) 投資物業：

於初步確認時，投資物業按成本計算，包括任何直接應佔開支。於初步確認後，投資物業採用公平價值模式計算。投資物業之公平價值變動所產生之收益或虧損將計入產生期間之損益內。

投資物業於出售後，在投資物業永久不再使用或預期出售該等物業不會產生未來經濟利益時取消確認。取消確認資產所產生之任何收益或虧損（按出售所得款項淨額與資產之賬面值之差額計算）將計入取消確認年度之損益內。

## The Luk Hoi Tong Company, Limited and its Subsidiaries

### NOTES ON THE FINANCIAL STATEMENTS As at 31st December, 2014

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(e) Subsidiaries:

A subsidiary is an entity controlled by the company. The company controls an entity when it is exposed, 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.

The company's investments in a subsidiary is stated at cost less any impairment losses. The result of the subsidiary is accounted for in the company's profit or loss to the extent of dividend received and receivable.

(f) Associates:

Associates are all entities over which the group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for by the equity method of accounting and are initially recognised at cost. The group's investment in associates includes goodwill (net of any accumulated impairment loss) identified on acquisition.

The results and assets and liabilities of associates are incorporated in these financial statements using the equity method of accounting. Under the equity method, investments in associates are carried in the consolidated balance sheet at cost as adjusted for post-acquisition changes in the group's share of the profit or loss and of changes in equity of the associate, less any identified impairment loss. When the group's share of losses of an associate equals or exceeds its interest in that associate, the group discontinues recognising its share of further losses. An additional share of losses is provided for and a liability is recognised only to the extent that the group has incurred legal or constructive obligations or made payments on behalf of that associate.

Where a group entity transacts with an associate of the group, profits and losses are eliminated to the extent of the group's interest in the relevant associate.

(g) Goodwill:

Goodwill represents the excess of the cost of acquisition over the group's interest in the net fair value of identifiable assets of the acquired subsidiary company at the date of acquisition.

Goodwill is stated at cost less accumulated impairment losses. Goodwill is allocated to cash-generating units and is tested annually for impairment. The carrying amount of goodwill is included in the carrying amount of the interest in a subsidiary and the investment as a whole is tested for impairment whenever there is objective evidence of impairment.

Any excess of the group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities of the acquired subsidiary company over the cost of acquisition is recognised immediately in profit or loss.

On disposal of a cash generating unit, or a subsidiary during the year, any attributable amount of purchased goodwill is included in the calculation of the profit or loss on disposal.

(戊) 附屬公司：

附屬公司為本公司控制之實體。當本公司對來自某一實體業務之浮動回報具有承擔或享有權利，以及能運用權力影響該等回報金額時，本公司即具有該實體之控制權。

本公司對附屬公司之投資按成本扣除減值準備列賬。附屬公司之業績按已收及應收股息計入本公司賬目。

(己) 聯營公司：

聯營公司指所有本集團對其有重大影響力而無控制權之實體，通常附帶有20%至50%投票權之股權。聯營公司投資以權益會計法入賬，首先以成本確認。本集團對聯營公司之投資包括收購時已識別之商譽（扣除任何累計減值）。

聯營公司之業績及資產與負債以權益會計法計入此等財務報告內。根據權益法，於聯營公司之投資乃按成本於綜合資產負債表列賬，並就本集團於收購後分佔該聯營公司之損益及權益之變動作出調整，及減去任何已識別減值虧損。當本集團所佔聯營公司虧損等於或超出於該聯營公司權益時，本集團終止確認其所佔之進一步虧損。惟倘本集團須承擔法律或推定義務，或須代表該聯營公司支付款項，則須就額外分佔之虧損撥備或確認負債。

當集團實體與本集團聯營公司進行交易時，損益會按本集團於有關聯營公司之權益予以撇銷。

(庚) 商譽：

商譽代表用於合併之成本超過本集團於收購日被收購附屬公司的可辨識資產、負債及或然負債的淨公平價值的權益。

商譽是以成本減去累計減值虧損呈列。商譽會分配到現金單元中，並會每年進行減值測試。有關附屬公司的商譽賬面值是包括在於附屬公司的權益賬面值中。另外及如有客觀的減值證據整體投資需作減值測試。

任何本集團於附屬公司的可辨識資產、負債及或然負債的淨公允價值的權益超過用於合併之成本，將即時確認在損益中。

當於年內出售一現金單元或附屬公司時，任何可分配的所購入商譽將會包含在計算出售的損益中。

(h) Loans and receivables:

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. At each balance sheet date subsequent to initial recognition, loans and receivables (including trade receivables) are carried at amortised cost using the effective interest method, less any identified impairment losses. An impairment loss is recognised in profit or loss when there is objective evidence that the asset is impaired, and is measured as the difference between the asset's carrying amount and the present value of the estimated future cash flows discounted at the original effective interest rate. Impairment losses are reversed in subsequent periods when an increase in the asset's recoverable amount can be related objectively to an event occurring after the impairment was recognised, subject to a restriction that the carrying amount of the asset at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

(i) Available-for-sale financial assets:

Available-for-sale financial assets are non-derivatives that are either designated or not classified as any of the other categories. At each balance sheet date subsequent to initial recognition, available-for-sale financial assets are measured at fair value. Changes in fair value are recognised in equity, until the financial asset is disposed of or is determined to be impaired, at which time, the cumulative gain or loss previously recognised in equity is removed from equity and recognised in profit or loss. Any impairment losses on available-for-sale financial assets are recognised in profit or loss. Impairment losses on available-for-sale equity investments will not reverse in subsequent periods. For available-for-sale debt investments, impairment losses are subsequently reversed if an increase in the fair value of the investment can be objectively related to an event occurring after the recognition of the impairment loss.

For available-for-sale equity investments that do not have a quoted market price in an active market and whose fair value cannot be reliably measured and derivatives that are linked to and must be settled by delivery of such unquoted equity instruments, they are measured at cost less any identified impairment losses at each balance sheet date subsequent to initial recognition. An impairment loss is recognised in profit or loss when there is objective evidence that the asset is impaired. The amount of the impairment loss is measured as the difference between the carrying amount of the asset and the present value of the estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment losses will not reverse in subsequent periods.

(j) Inventories:

Inventories are stated at the lower of cost and net realisable value. Cost is determined on a first-in, first-out basis and includes all costs of purchases, costs of conversion and other incurred in bringing the inventories to their present location and condition. Net realisable value is based on the estimated selling price less any further costs expected to be incurred to disposal.

(辛) 貸款及應收賬款：

貸款及應收賬款為附帶固定或可釐定付款之非衍生性質金融資產，而其在活躍市場並無報價。於初次確認後每一個結算日，貸款及應收賬款(包括應收賬款)採用實際利率法按攤銷成本減任何已識別減值虧損列賬。倘有客觀證據顯示資產出現減值，則減值虧損會於損益確認，並按資產賬面值與按原實際利率折讓之估計未來現金流量之現值之差額計算。倘資產可收回金額之增幅能客觀地指出涉及確認減值後所發生之事件，則減值虧損會於其後期間撥回，惟減值撥回當日之資產賬面值不得超過如無確認減值時之原來應攤銷成本。

(壬) 可供出售金融資產：

可供出售金融資產為未被指定或劃分為任何其他類別之非衍生項目。於初步確認後各結算日，可供出售金融資產按公平價值計算。公平價值之變動於股權確認，直至該金融資產被出售或決定被減值，屆時過往於股權確認之累計收入或虧損會自股權剔除，並於損益確認。可供出售金融資產之任何減值虧損經確認並計入損益。可供出售之股權投資之減值虧損將不會於以後期間撥回。

就可供出售債項投資而言，倘該投資之公平價值之增加客觀地與確認減值虧損後之事件有關，則減值虧損將於其後撥回。就可供出售之股權投資而言，倘並無活躍市場之市價報價，而其公平價值未能可靠計算，則可供出售之股權投資於首次確認後之各個結算日按成本減任何已識別減值虧損計算。倘具備客觀證據顯示資產出現減值，則減值虧損經確認並計入損益。減值虧損數額按資產賬面值與按類似金融資產之現行市場回報率折現之估計未來現金流量之現值間之差額計算。有關減值虧損將不會於往後期間撥回。

(癸) 存貨：

存貨按成本值或可變現淨值兩者之較低者入賬。成本(包括所有購入成本、轉換成本及將存貨運往現址及達至現時狀況所耗用之其他成本)以先入先出法計算。可變現淨值乃根據估計售價減預期達致出售所需之成本計算。

*(k)* Trade and other receivables:

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. A provision for impairment of trade and other receivables is established when there is objective evidence that the group will not be able to collect all amounts due according to the original terms of receivables. The amount of the provision is the difference between carrying amount of the asset and the present value of estimated future cash flow, discounted at the effective interest rate. The amount of the provision is recognised in profit or loss.

*(l)* Properties held for resale:

Properties held for resale are stated at the lower of cost and net realisable value. Net realisable value is determined by reference to sale proceeds received after the balance sheet date less selling expenses, or by management estimates based on prevailing market condition.

Costs of properties include acquisition costs, development expenditure, interests and other direct costs attributable to such properties.

*(m)* Premium on renewal of government leases:

Premiums are payable to The Government of the Hong Kong Special Administrative Region by series of annual instalments with interest at 5% per annum on five individual pieces of land owned by two subsidiaries with the last instalments fall due in 2041.

*(n)* Treasury shares:

On consolidation, the shares in the company held by a subsidiary, Benefit Asia Limited ("Benefit Asia") have been accounted for using the treasury stock method whereby equity attributable to the equity holders of the company is reduced by the carrying amount of the shares in the company held by Benefit Asia at the date when Benefit Asia became the subsidiary of the group. On disposal of the shares in the company held by Benefit Asia, consideration received is recognised directly in equity. The difference between the sale consideration and the carrying amount of the shares disposed of is recognised in retained profits. No gain or loss is recognised in profit or loss.

*(o)* Impairment of assets:

At each balance sheet date, the group reviews the carrying amounts of its assets to determine whether there is any indication that those assets have suffered an impairment loss. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised as an expense immediately.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised as income immediately.

(子) 應收賬款及其他應收款項：

應收賬款及其他應收款項最初按公平價值確認，其後則以實際利率法，按經攤銷成本值扣除減值撥備計算。如有客觀證據顯示集團無法按照應收款項的原來條款全數收回欠款，則須為應收賬款和其他應收款項作出減值撥備。撥備額為資產賬面金額與估計未來現金流量按實際利率計算的貼現現值兩者的差額，並經確認並計入損益。

(丑) 持作出售之物業：

所有持作出售之物業均以成本值及變現淨值之較低者列賬。變現淨值乃根據於資產負債表結算日後出售及扣除銷售費用之所得或按市場情況所作出之內部評估而決定。

持作出售之物業包括購入成本，發展工程開支，利息及其他直接費用。

(寅) 政府批續期補價款：

兩間附屬公司所擁有之五幅官地，個別以每年分期付款方式附加年息五厘付與香港特別行政區政府作為政府批續期補價款。此五幅官地之個別末期付款日最遲在二零四一年內。

(卯) 庫存股份：

於綜合計算上，附屬公司 Benefit Asia Limited 持有本公司之股份以其成為本集團附屬公司日起之現值，採用庫存股份法在綜合股東權益中減值處理。於出售其持有本公司股份時，已收代價將於權益中確認。出售代價與現值之差額於保留盈利中記賬，而其收益或虧損不會於損益賬內確認。

(辰) 資產減值：

本集團於各結算日審閱其資產之賬面值以確定是否有任何跡象表明該等資產存在減值虧損。倘預計一項資產之可收回金額低於其賬面值，則該項資產之賬面值應扣減至其可收回金額。減值虧損即時確認為一項開支。

倘減值虧損於日後撥回，則該項資產之賬面值應增至其可收回金額已修訂後估值，惟所增加之賬面值不得超過假設該項資產於過往年度未出現減值虧損所釐定之賬面值。減值虧損撥回即時確認為收入。



(p) Taxation:

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

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in profit or loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Tax recoverable represents the excess of provisional profits tax paid over the estimate tax liability.

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax base used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, except where the group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

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

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised. Deferred tax is recognised in profit or loss, except when it relates to items recognised in other comprehensive income and directly in equity, in which case the deferred tax is also recognised in other comprehensive income and directly in equity.

(q) Borrowing costs:

All borrowing costs are recognised as and included in finance costs in profit or loss in the period in which they are incurred.

(已) 稅項：

所得稅支出指本年度應付稅項及遞延稅項之總額。

本年度應付稅項乃按本年度之應課稅溢利計算。應課稅溢利與損益所載之溢利有別，此乃由於其不包括其他年度之應課稅及可扣減之收入或支出，亦不包括永不課稅或不可扣減之項目。本集團之即期稅項負債乃按結算日已制定或大致上制定之稅率計算。

可收回稅項乃指已繳足之預繳利得稅高出估計稅項負債之數。

遞延稅項指按資產負債表負債法，就綜合財務報告內資產及負債賬面值與計算應課稅溢利所用之相關稅基產生之一切差異計算預期應付或可予撥回之稅項。遞延稅項負債一般就一切應課稅暫時差異而予以確認，而遞延稅項資產則按可抵銷可動用之可扣減暫時差異之未來應課稅溢利而予以確認。倘於交易時產生之商譽或初步確認資產及負債所產生之暫時差異（業務合併除外），概不影響應課稅溢利或會計溢利之情況下，遞延資產及負債則不會予以確認。

遞延稅項負債就於附屬公司及聯營公司之投資所產生之應課稅暫時差異而予以確認，惟本集團在可控制暫時差異之撥回以及暫時差異於可預見將來不可能撥回時之情況下除外。

遞延稅項資產之賬面值於各結算日均予以檢討，並減少至不可能再有充足應課稅溢利可容許撥回所有或部分有關資產。

遞延稅項按預期於償還負債或資產變現之期間適用之稅率計算。遞延稅項經確認並計入損益，但若該項目於其他全面收益及直接經權益確認，遞延稅項則同樣於其他全面收益及經權益確認。

(午) 借貸成本：

所有借貸成本均於產生期間確認，且計入損益之融資成本。

(r) Foreign currency translation:

(i) Functional and presentation currency

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

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. 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 profit or loss.

(iii) Group companies

The results and financial position of all the group entities that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- (a) assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;
- (b) income and expenses for each profit or loss 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 dates of the transactions); and
- (c) all resulting exchange differences are recognised as a separate component of equity.

(s) Revenue recognition:

- (i) Rental income is recognised on a straight-line basis over the period of the respective leases.
- (ii) Income from hotel operations, advertising, telephone calls, management fee and service charges is recognised at the time when the services are provided.
- (iii) Receipts from restaurant operations is recognised upon the delivery of food and beverages to customers.
- (iv) Interest income is accrued, on a time proportion basis, taking into account the principal outstanding and the effective rate applicable.
- (v) Dividend income is recognised when the shareholders' right to receive payment has been established.

(未) 外幣折算：

(一) 功能及呈列貨幣

本集團旗下各機構之財務報告中所載項目乃採用該機構營運之主要經濟環境所使用之貨幣(「功能」)計量。綜合財務報告乃以港元呈列。港元乃本公司之運作及呈列貨幣。

(二) 交易及結餘

外幣交易按交易日現行之匯率換算為功能貨幣。該等交易結算及以外幣結算之貨幣性資產或負債按年終日之匯率換算所產生之匯兌收益及虧損，經確認並計入損益。

(三) 集團旗下公司

本集團所有功能與呈列貨幣不同的機構之業績及財務狀況按以下方式換算為呈列貨幣：

(甲) 各資產負債表所呈列之資產及負債按結算日之收市匯率換算；

(乙) 各損益賬之收入及支出按平均匯率換算(如果此平均值並非該等交易日期通行匯率的積效果之合理約數，收入及支出將於交易日期換算)；及

(丙) 所有兌換之差額將確認為權益內一個獨立項目。

(申) 收入確認：

(一) 物業租項收入按個別租賃年期以直線法確認。

(二) 酒店房租，廣告，電話收益，管理費收益及服務費收益乃於服務提供後確認。

(三) 酒樓餐廳之銷貨乃於提供食物及飲料時確認。

(四) 利息收入以未償還本金及實際適用利率按時間比例之基準確認。

(五) 股息收入於有關股東之收取股息權利得到確立時方獲確認。

## The Luk Hoi Tong Company, Limited and its Subsidiaries

### NOTES ON THE FINANCIAL STATEMENTS As at 31st December, 2014

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(t) Operating lease:

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 expensed or credited in profit or loss on a straight-line basis over the period of the lease.

(u) Related parties:

(a) A person or a close member of that person's family is related to the group if that person:

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

(b) An entity is related to the group if any of the following conditions applies:

- (i) the entity and the group are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
- (ii) one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
- (iii) both entities are joint ventures of a same third party.
- (iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity.
- (v) the entity is a post-employment benefit plan for the benefit of employees of either the group or an entity related to the group.
- (vi) the entity is controlled or jointly controlled by a person identified in (a).
- (vii) a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity.

(v) Cash and cash equivalents:

For the purpose of the consolidated statement of cash flows, cash and cash equivalents comprise cash on hand and demand deposits, and short term highly liquid investments which are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, and have a short maturity of generally within three months when acquired, less bank overdrafts which are repayable on demand and form an integral part of the group's cash management.

(w) Retirement benefits scheme:

The group operates a defined contribution mandatory provident fund retirement benefits scheme (the "MPF scheme") under the Mandatory Provident Fund Schemes Ordinance, for those employees who are eligible to participate in the MPF scheme. Contributions are made based on a percentage of the employees' basic salaries and are charged to profit or loss as they become payable in accordance with the rules of the MPF scheme. The assets of the MPF scheme are held separately from those of the company in an independently administered fund. The group's employer contributions vest fully with the employees when contributed into the MPF scheme.

(酉) 經營租賃：

擁有權的絕大部分風險及回報皆由出租公司承擔的租約歸類為經營租賃。租約款項在扣除自出租公司收取之任何獎勵金後，於租約期內以直線法在損益支銷或計入。

(戌) 關連人士：

(一) 如屬以下人士，即該人士或該人士的近親為本集團的關連人士：

- (甲) 控制或共同控制本集團；
- (乙) 對本集團有重大影響力；或
- (丙) 為本集團或本集團母公司的之主要管理層人員的成員。

(二) 如符合下列任何條件，即該企業實體是本集團的關連人士：

- (甲) 該實體與本集團隸屬同一集團（即各母公司、附屬公司和同母系附屬公司彼此間有關連）。
- (乙) 一家實體為另一實體的聯營公司或合營企業（或另一實體所屬集團旗下成員公司的聯營公司或合營企業）。
- (丙) 兩家實體為同一第三方的合營企業。
- (丁) 一家實體為第三方實體的合營企業，而另一實體為第三方實體的聯營公司。
- (戊) 該實體是為本集團或作為本集團關連人士的任何實體的僱員福利而設的離職後福利計劃。
- (己) 該實體受到上述第（一）項內所認定人士控制或共同控制。
- (庚) 上述第（一）（甲）項內所認定人士對該實體有重大影響力或為該實體（或該實體母公司）的主要管理層人員的成員。

一名人士的近親是指與有關實體交易並可能影響該人士或受該人士影響的家庭成員。

(亥) 現金及現金等值項目：

就綜合現金流量表而言，現金及現金等值項目乃指手頭現金及活期存款，及可隨時兌換為已知數額現金、價值變動風險不大及一般於取得後三個月內到期之短期高流通性投資，減按通知償還之銀行透支，為本集團現金管理之主要部份。

(甲子) 退休福利計劃：

根據強制性公積金條例，本集團為所有合資格參加之僱員管設一個界定供款強制性公積金退休福利計劃（「強積金計劃」）。按照強積金計劃之規章，供款乃按參與之僱員之底薪百份比釐定，並於應付供款時自損益扣除。強積金計劃之資產與本集團資產分開處理，另由一個獨立運作之基金管理。本集團之僱主供款一旦注入強積金計劃，即悉數歸屬僱員。

**The Luk Hoi Tong Company, Limited and its Subsidiaries**

**NOTES ON THE FINANCIAL STATEMENTS** As at 31st December, 2014

**4. FINANCIAL INSTRUMENTS BY CATEGORY**

The carrying amounts of each of the categories of financial instruments as at the balance sheet date are as follows:

Financial assets

**The Company:**

	2014			2013		
	Available-for-sale financial assets	Loan and receivables	Total	Available-for-sale financial assets	Loan and receivables	Total
	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$
Available-for-sale financial assets	8,012,518	—	8,012,518	8,682,209	—	8,682,209
Other loan	—	8,000,000	8,000,000	—	8,000,000	8,000,000
Debtors and deposits	—	10,678,348	10,678,348	—	13,837,031	13,837,031
Pledged fixed deposits	—	—	—	—	16,975,151	16,975,151
Bank balances and cash	—	353,308,649	353,308,649	—	345,394,163	345,394,163
	<u>8,012,518</u>	<u>371,986,997</u>	<u>379,999,515</u>	<u>8,682,209</u>	<u>384,206,345</u>	<u>392,888,554</u>

**The Group:**

	2014			2013		
	Available-for-sale financial assets	Loan and receivables	Total	Available-for-sale financial assets	Loan and receivables	Total
	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$
Available-for-sale financial assets	119,360,871	—	119,360,871	124,103,437	—	124,103,437
Other loan	—	8,000,000	8,000,000	—	8,000,000	8,000,000
Debtors and deposits	—	35,653,490	35,653,490	—	33,041,426	33,041,426
Pledged fixed deposits	—	1,634,454	1,634,454	—	18,589,690	18,589,690
Bank balances and cash	—	659,591,113	659,591,113	—	578,829,633	578,829,633
	<u>119,360,871</u>	<u>704,879,057</u>	<u>824,239,928</u>	<u>124,103,437</u>	<u>638,460,749</u>	<u>762,564,186</u>

Financial liabilities

**The Company:**

	Financial liabilities at amortised cost	
	2014 HK\$	2013 HK\$
Amount due to a related company	5,466,363	4,472,278
Amount due to directors	28,224,735	27,768,185
Deposits, creditors and accrued charges	166,170,689	183,514,791
Unclaimed dividends	57,259,870	52,713,980
Dividends	<u>262,868,100</u>	<u>238,971,000</u>
	<u>519,989,757</u>	<u>507,440,234</u>

**The Group:**

	Financial liabilities at amortised cost	
	2014 HK\$	2013 HK\$
Amount due to a related company	5,466,363	4,472,278
Amount due to directors	28,224,735	27,768,185
Deposits, creditors and accrued charges	268,341,396	269,813,698
Unclaimed dividends	57,259,870	52,713,980
Dividends	262,868,100	238,971,000
Borrowing	<u>44,100,000</u>	<u>44,100,000</u>
	<u>666,260,464</u>	<u>637,839,141</u>

四、財務工具分類

於結算日各類財務工具之賬面值如下：

財務資產

本公司：

	二零一四			二零一三		
	可供出售 金融資產	貸款及 應收款	總額	可供出售 金融資產	貸款及 應收款	總額
	港元	港元	港元	港元	港元	港元
可供出售金融資產	8,012,518	—	8,012,518	8,682,209	—	8,682,209
其他貸款	—	8,000,000	8,000,000	—	8,000,000	8,000,000
應收賬款及按金	—	10,678,348	10,678,348	—	13,837,031	13,837,031
抵押定期存款	—	—	—	—	16,975,151	16,975,151
銀行結餘及現金	—	353,308,649	353,308,649	—	345,394,163	345,394,163
	<u>8,012,518</u>	<u>371,986,997</u>	<u>379,999,515</u>	<u>8,682,209</u>	<u>384,206,345</u>	<u>392,888,554</u>

本集團：

	二零一四			二零一三		
	可供出售 金融資產	貸款及 應收款	總額	可供出售 金融資產	貸款及 應收款	總額
	港元	港元	港元	港元	港元	港元
可供出售金融資產	119,360,871	—	119,360,871	124,103,437	—	124,103,437
其他貸款	—	8,000,000	8,000,000	—	8,000,000	8,000,000
應收賬款及按金	—	35,653,490	35,653,490	—	33,041,426	33,041,426
抵押定期存款	—	1,634,454	1,634,454	—	18,589,690	18,589,690
銀行結餘及現金	—	659,591,113	659,591,113	—	578,829,633	578,829,633
	<u>119,360,871</u>	<u>704,879,057</u>	<u>824,239,928</u>	<u>124,103,437</u>	<u>638,460,749</u>	<u>762,564,186</u>

財務負債

本公司：

	財務負債按攤銷成本	
	二零一四	二零一三
	港元	港元
關連公司來項	5,466,363	4,472,278
董事來項	28,224,735	27,768,185
存入按金、應付款項及應付費用	166,170,689	183,514,791
未領股息	57,259,870	52,713,980
股息	262,868,100	238,971,000
	<u>519,989,757</u>	<u>507,440,234</u>

本集團：

	財務負債按攤銷成本	
	二零一四	二零一三
	港元	港元
關連公司來項	5,466,363	4,472,278
董事來項	28,224,735	27,768,185
存入按金、應付款項及應付費用	268,341,396	269,813,698
未領股息	57,259,870	52,713,980
股息	262,868,100	238,971,000
借貸	44,100,000	44,100,000
	<u>666,260,464</u>	<u>637,839,141</u>



## **5. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES**

The group's principal financial instruments comprise available-for-sale financial assets, other loan, debtors, pledged fixed deposits, bank balances and cash, borrowing and creditors. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below.

The management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

(a) Credit risk:

The group's maximum exposure to credit risk in the event that the counterparties failure to perform their obligations as at 31st December, 2014 in relation to each class of recognised financial assets is the carrying amount of those assets as stated in the consolidated balance sheet.

(i) Credit risk in accounts receivable

In order to minimise the credit risk, the management of the group has monitored procedures to ensure that follow-up action is taken to recover overdue debts. In addition, the group reviews the recoverable amount of each individual debt at each balance sheet date to ensure that adequate impairment losses are made for irrecoverable amounts. In this regard, the directors of the group consider that group's credit risk is significantly reduced.

(ii) Financial credit risk

The group invests cash and cash equivalents with various financial institutions and is exposed to credit risk with these counterparties. The credit risk on liquid funds is limited because the counterparties are reputable and have strong credit rating banks.

## 五、財務風險管理目標及政策

本集團主要之財務工具包括可供出售金融資產、其他貸款、應收賬款、抵押定期存款、銀行結餘及現金、借貸及應付款項。與該等財務工具相關之風險與集團減緩該等風險之政策乃載列於下文。

本集團管理層管理並監察該此等風險以確保能及時並有效地實行妥善之措施。

### (甲) 信貸風險：

倘信貸方或放賬客戶於二零一四年十二月三十一日未能履行彼等之承擔，則本集團就每類已確認金融資產而須承受之最大信貸風險已於綜合資產負債表列值之資產之賬面金額反映。

#### (一) 應收賬款信貸風險

為最大限度地降低信貸風險，本集團訂有監控程序以確保採取跟進措施收回逾期未收之債項。此外，本集團會於各結算日評估每項個別應收款之可收回金額，以確保就不可收回金額所作出之減值虧損已足夠。就此而言，管理層認為本集團之信貸風險已大幅降低。

#### (二) 財務信貸風險

本集團於不同金融機構因投資現金及等同現金項目而須承受信貸風險。因該等金融機構在行內信譽良好並有良好的信貸評級，故本集團流動資金須承受的信貸風險有限。

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**NOTES ON THE FINANCIAL STATEMENTS** As at 31st December, 2014

(b) Liquidity risk:

The group's policy is to regularly monitor its liquidity requirements and its compliance with lending covenants, to ensure that it maintains sufficient reserves of cash and readily realisable marketable securities and adequate committed lines of funding from major financial institutions to meet its liquidity requirements in the short and longer term.

The following tables detail the remaining contractual maturities at the balance sheet date of the group's and the company's non-derivative financial liabilities, which are based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on rates current at the balance sheet date) and the earliest date the group and the company can be required to pay:

**The Company:**

	2014			2013		
	Carrying amount	Total contractual undiscounted cash flow	Within 1 year or on demand	Carrying amount	Total contractual undiscounted cash flow	Within 1 year or on demand
	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$
Amount due to a related company	5,466,363	(5,466,363)	(5,466,363)	4,472,278	(4,472,278)	(4,472,278)
Amounts due to directors	28,224,735	(28,224,735)	(28,224,735)	27,768,185	(27,768,185)	(27,768,185)
Deposits, creditors and accrued charges	166,170,689	(166,170,689)	(166,170,689)	183,514,791	(183,514,791)	(183,514,791)
Unclaimed dividends	57,259,870	(57,259,870)	(57,259,870)	52,713,980	(52,713,980)	(52,713,980)
Dividends	<u>262,868,100</u>	<u>(262,868,100)</u>	<u>(262,868,100)</u>	<u>238,971,000</u>	<u>(238,971,000)</u>	<u>(238,971,000)</u>
	<u>519,989,757</u>	<u>(519,989,757)</u>	<u>(519,989,757)</u>	<u>507,440,234</u>	<u>(507,440,234)</u>	<u>(507,440,234)</u>

**The Group:**

	2014			2013		
	Carrying amount	Total contractual undiscounted cash flow	Within 1 year or on demand	Carrying amount	Total contractual undiscounted cash flow	Within 1 year or on demand
	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$
Amount due to a related company	5,466,363	(5,466,363)	(5,466,363)	4,472,278	(4,472,278)	(4,472,278)
Amounts due to directors	28,224,735	(28,224,735)	(28,224,735)	27,768,185	(27,768,185)	(27,768,185)
Deposits, creditors and accrued charges	268,341,396	(268,341,396)	(268,341,396)	269,813,698	(269,813,698)	(269,813,698)
Unclaimed dividends	57,259,870	(57,259,870)	(57,259,870)	52,713,980	(52,713,980)	(52,713,980)
Dividends	<u>262,868,100</u>	<u>(262,868,100)</u>	<u>(262,868,100)</u>	<u>238,971,000</u>	<u>(238,971,000)</u>	<u>(238,971,000)</u>
Borrowings	<u>44,100,000</u>	<u>(44,327,592)</u>	<u>(44,327,592)</u>	<u>44,100,000</u>	<u>(44,243,136)</u>	<u>(44,243,136)</u>
	<u>666,260,464</u>	<u>(666,488,056)</u>	<u>(666,488,056)</u>	<u>637,839,141</u>	<u>(637,982,277)</u>	<u>(637,982,277)</u>

(乙) 流動性風險：

本集團的政策是對流動性需求及其遵守借貸合同進行定期審查，以確保有保留足夠的現金儲備及主要金融機構提供的充足信貸額度，藉以滿足其短期和長期的流動性要求。

下表詳細說明了本集團和本公司於資產負債表結算日的金融負債合同剩餘的到期部份。此類剩餘合同到期部份是以合同的未貼現現金流量(包括根據合同利率計算的付息款，或如果浮動利率，則按照資產負債表結算日的利率計算的付息款)以及本集團和本公司需付的最早日為依據。

本公司：

	二零一四			二零一三		
	賬面金額	合同的未貼 現現金流量 合計	一年內或按 要求	賬面金額	合同的未貼 現現金流量 合計	一年內或按 要求
	港元	港元	港元	港元	港元	港元
關連公司來項	5,466,363	(5,466,363)	(5,466,363)	4,472,278	(4,472,278)	(4,472,278)
董事來項	28,224,735	(28,224,735)	(28,224,735)	27,768,185	(27,768,185)	(27,768,185)
存入按金，應付 款項及應付費用	166,170,689	(166,170,689)	(166,170,689)	183,514,791	(183,514,791)	(183,514,791)
未領股息	57,259,870	(57,259,870)	(57,259,870)	52,713,980	(52,713,980)	(52,713,980)
股息	262,868,100	(262,868,100)	(262,868,100)	238,971,000	(238,971,000)	(238,971,000)
	<u>519,989,757</u>	<u>(519,989,757)</u>	<u>(519,989,757)</u>	<u>507,440,234</u>	<u>(507,440,234)</u>	<u>(507,440,234)</u>

本集團：

	二零一四			二零一三		
	賬面金額	合同的未貼 現現金流量 合計	一年內或按 要求	賬面金額	合同的未貼 現現金流量 合計	一年內或按 要求
	港元	港元	港元	港元	港元	港元
關連公司來項	5,466,363	(5,466,363)	(5,466,363)	4,472,278	(4,472,278)	(4,472,278)
董事來項	28,224,735	(28,224,735)	(28,224,735)	27,768,185	(27,768,185)	(27,768,185)
存入按金，應付 款項及應付費用	268,341,396	(268,341,396)	(268,341,396)	269,813,698	(269,813,698)	(269,813,698)
未領股息	57,259,870	(57,259,870)	(57,259,870)	52,713,980	(52,713,980)	(52,713,980)
股息	262,868,100	(262,868,100)	(262,868,100)	238,971,000	(238,971,000)	(238,971,000)
借貸	44,100,000	(44,327,592)	(44,327,592)	44,100,000	(44,243,136)	(44,243,136)
	<u>666,260,464</u>	<u>(666,488,056)</u>	<u>(666,488,056)</u>	<u>637,839,141</u>	<u>(637,982,277)</u>	<u>(637,982,277)</u>

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(c) Currency risk:

(i) Forecast transactions

The group is exposed to currency risk primarily through recognised assets and liabilities that are denominated in currencies other than the functional currency of the operations to which they relate. The currencies giving rise to this risk are primarily Renminbi, United States dollars and Canadian dollars.

(ii) Exposure to currency risk

The following table details the company's and the group's exposure at the balance sheet date to currency risk arising from recognised assets and liabilities denominated in currencies other than the functional currency of the entity to which they relate.

**The Company:**

	2014			2013		
	Canadian Dollars	Renminbi	United States Dollars	Canadian Dollars	Renminbi	United States Dollars
Pledged fixed deposits	–	–	–	–	13,377,848	–
Bank balances and cash	3,845,558	13,850,537	286,654	3,517,171	–	286,637
	<u>3,845,558</u>	<u>13,850,537</u>	<u>286,654</u>	<u>3,517,171</u>	<u>13,377,848</u>	<u>286,637</u>

**The Group:**

	2014			2013		
	Canadian Dollars	Renminbi	United States Dollars	Canadian Dollars	Renminbi	United States Dollars
Debtors, deposits and prepayments	872,164	–	–	610,299	–	–
Pledged fixed deposits	–	–	–	–	13,377,848	–
Bank balances and cash	8,488,737	13,850,537	292,654	7,453,623	–	292,637
Deposits, creditors and accrued charges	(374,264)	–	–	(349,563)	–	–
	<u>8,986,637</u>	<u>13,850,537</u>	<u>292,654</u>	<u>7,714,359</u>	<u>13,377,848</u>	<u>292,637</u>

(丙) 貨幣風險：

(一) 交易預測

本集團主要透過有關呈列非功能貨幣作經營業務之受確認資產及負債而承受貨幣風險。貨幣引致此風險的主要以人民幣、美元及加元為主。

(二) 面臨的貨幣風險

下表詳細列出本公司與本集團於資產負債表結算日之有關呈列非功能貨幣之受確認資產及負債所產生的貨幣風險。

本公司：

	二零一四			二零一三		
	加元	人民幣	美元	加元	人民幣	美元
抵押定期存款	—	—	—	—	13,377,848	—
銀行結餘及現金	3,845,558	13,850,537	286,654	3,517,171	—	286,637
	<u>3,845,558</u>	<u>13,850,537</u>	<u>286,654</u>	<u>3,517,171</u>	<u>13,377,848</u>	<u>286,637</u>

本集團：

	二零一四			二零一三		
	加元	人民幣	美元	加元	人民幣	美元
應收賬款、按金及預付款	872,164	—	—	610,299	—	—
抵押定期存款	—	—	—	—	13,377,848	—
銀行結餘及現金	8,488,737	13,850,537	292,654	7,453,623	—	292,637
存入按金、應付款項及 應付費用	(374,264)	—	—	(349,563)	—	—
	<u>8,986,637</u>	<u>13,850,537</u>	<u>292,654</u>	<u>7,714,359</u>	<u>13,377,848</u>	<u>292,637</u>

**The Luk Hoi Tong Company, Limited and its Subsidiaries**

**NOTES ON THE FINANCIAL STATEMENTS** As at 31st December, 2014

(iii) Sensitivity analysis

The following table indicates the approximate change in the group's profit after tax (and retained profits) in response to reasonably possible changes in the foreign exchange rates to which the group has significant exposure at the balance sheet date.

**The Group:**

	2014			2013		
	Increase/ decrease in foreign exchange rate	Effect on profit after tax and retained profits	Effect on other components of equity	Increase/ decrease in foreign exchange rate	Effect on profit after tax and retained profits	Effect on other components of equity
	%	HK\$	HK\$	%	HK\$	HK\$
Canadian Dollars	+/- 1%	+/- 501,692	+/-301,473	+/- 1%	+/- 469,153	+/-260,090
United States Dollars	+/- 1%	+/- 18,955	+/- 465	+/- 1%	+/- 18,949	+/- 465
Renminbi	+/- 1%	+/- 144,276	-	+/- 1%	+/- 142,860	-

The sensitivity analysis has been determined assuming that the change in foreign exchange rates had occurred at the balance sheet date and that all other variables, in particular interest rates, remain constant.

The stated changes represent management's assessment of reasonably possible changes in foreign exchange rates over the period until the next annual balance sheet date. Results of the analysis as presented in the above table represent an aggregation of the effects on each of the group entities' profit after tax and equity measured in the respective functional currencies, translated into Hong Kong dollars at the exchange rate ruling at the balance sheet date for presentation purposes. The analysis is performed on the same basis for 2013.

(d) Equity price risk:

The group is exposed to equity price changes arising from equity investments classified as investments held for trading and available-for-sale financial assets.

The group's listed investments held in the available-for-sale portfolio have been chosen based on their longer term growth potential and are monitored regularly for performance against expectations. The portfolio is diversified in terms of industry distribution, in accordance with the limits set by the group.

(三) 敏感度分析

下表顯示本集團於資產負債表結算日在合理可能發生的匯率變動下，對除稅後溢利(及保留溢利)中所面臨的重大貨幣風險。

本集團：

	二零一四			二零一三		
	匯率 增加/減少	給稅後利潤 和保留溢利 帶來的影響	給權益 帶來的影響	匯率 增加/減少	給稅後利潤 和保留溢利 帶來的影響	給權益 帶來的影響
	%	港元	港元	%	港元	港元
加元	+/- 1%	+/- 501,692	+/-301,473	+/- 1%	+/- 469,153	+/-260,090
美元	+/- 1%	+/- 18,955	+/- 465	+/- 1%	+/- 18,949	+/- 465
人民幣	+/- 1%	+/- 144,276	—	+/- 1%	+/- 142,860	—

敏感度分析是按照匯率在資產負債表結算日發生變更及所有其他變數保持不變的假設而確定的。

前述變更表代表管理層對下一個資產負債表結算日之前的變更所進行的評估。上表之分析結果顯示在功能貨幣下量訂的稅後利潤及權益給本集團帶來之整體影響，並在資產負債表結算日之外幣以外幣換算率折算成港元作呈報用途。二零一三年敏感度分析也是按照相同的假設依據執行的。

(丁) 股權價格變更風險：

本集團股權價格變更風險來自於交易上市的特作買賣之投資及可供出售金融資產。

本集團選擇可供出售之上市投資項目取決於其長期增長潛力，並且定期監測其績效情況是否符合預期回報。投資組合的分配是按本集團對各行業投資分佈的限定而組成。



(e) Interest rate risk:

The group is exposed to interest rate risk due to changes in floating interest rates of interest-bearing financial assets and liabilities. Interest-bearing financial assets are mainly deposits with banks which are mostly short term in nature. Interest-bearing financial liabilities are mainly borrowing. The group is therefore exposed to both fair value and cash flow interest rate risks. The group's policy is to rollover deposits in short term to obtain the most favourable interest rates available.

(i) Interest rate profile

The following table details the interest rate profile of the company's and the group's significant interest-bearing financial assets and liabilities at the balance sheet date.

	The Company				The Group			
	2014		2013		2014		2013	
	Effective interest rate %	HK\$	Effective interest rate %	HK\$	Effective interest rate %	HK\$	Effective interest rate %	HK\$
<b>Financial assets:</b>								
— Fixed rate:								
Other loan	5.00%	8,000,000	5.00%	8,000,000	5.00%	8,000,000	5.00%	8,000,000
		<u>8,000,000</u>		<u>8,000,000</u>		<u>8,000,000</u>		<u>8,000,000</u>
— Variable rate:								
Pledged fixed deposits		-	2.85%	16,975,151	1.03%	1,634,454	1.18%	18,589,690
	0.01%-		0.00%-		0.00%-		0.00%-	
Time deposits with bank	3.90%	304,877,086	1.23%	282,629,958	3.90%	525,480,635	1.25%	468,202,222
		<u>304,877,086</u>		<u>299,605,109</u>		<u>527,115,089</u>		<u>486,791,912</u>
		<u>312,877,086</u>		<u>307,605,109</u>		<u>535,115,089</u>		<u>494,791,912</u>
<b>Financial liabilities:</b>								
— Variable rate:								
Borrowing					2.07%	(44,100,000)	2.03%	(44,100,000)
						<u>491,015,089</u>		<u>450,691,912</u>

(ii) Sensitivity analysis

At 31st December 2014, it is estimated that a general increase/decrease of 100 basis points (2013: increase/decrease of 100 basis point) in interest rates, with all other variables held constant, would approximately increase of HK\$4,855,000/decrease of HK\$4,647,000 to the group's profit after tax and retained profits (2013: increase of HK\$4,794,000/decrease of HK\$4,131,000).

The sensitivity analysis above has been determined assuming that the change in interest rates had occurred at the balance sheet date. The 100 basis point increase/decrease represents management's assessment of a reasonably possible change in interest rates over the period until the next annual balance sheet date. The analysis is performed on the same basis for 2013.

(戊) 利率風險：

(一) 利率分析

本集團面臨市場利率變動風險主要以浮動利率計息的財務資產和財務負債有關。計息財務資產主要為短期銀行存款。計息財務負債主要為借貸。本集團因此面臨公平價值和現金流動的利息風險。本公司與本集團之政策是通過短期存款續期從而獲得最優惠的利息收入。

下表詳細說明了本公司和本集團重大計息財務資產及財務負債於資產負債表結算日的利率分析。

	本公司				本集團			
	二零一四		二零一三		二零一四		二零一三	
	實際年 利率 %	港元	實際年 利率 %	港元	實際年 利率 %	港元	實際年 利率 %	港元
<b>財務資產：</b>								
— 固定利率：								
其他貸款	5.00%	<u>8,000,000</u>	5.00%	<u>8,000,000</u>	5.00%	<u>8,000,000</u>	5.00%	<u>8,000,000</u>
		<u>8,000,000</u>		<u>8,000,000</u>		<u>8,000,000</u>		<u>8,000,000</u>
— 浮動利率：								
抵押定期存款	—	—	2.85%	16,975,151	1.03%	1,634,454	1.18%-	18,589,690
	0.01%-	—	0.00%-	—	0.00%-	—	0.00%-	—
銀行定期款	3.90%	<u>304,877,086</u>	1.23%	<u>282,629,958</u>	3.90%	<u>525,480,635</u>	1.25%	<u>468,202,222</u>
		<u>304,877,086</u>		<u>299,605,109</u>		<u>527,115,089</u>		<u>486,791,912</u>
		<u>312,877,086</u>		<u>307,605,109</u>		<u>535,115,089</u>		<u>494,791,912</u>
<b>財務負債：</b>								
— 浮動利率：								
借貸		—		—	2.07%	<u>(44,100,000)</u>	2.03%	<u>(44,100,000)</u>
		—		—		<u>491,015,089</u>		<u>450,691,912</u>

(二) 敏感度分析

截至二零一四年十二月三十一日，在固定所有其他可變動因素的情況下，據估計利率的普遍上調/下調100個基點(二零一三：上調/下調100個基點)，將可能會對本集團稅後利潤和保留盈餘增加約港元4,855,000/減少約港元4,647,000(二零一三：增加港元4,794,000/減少港元4,131,000)。

以上敏感度分析是按照利率變更發生在截至資產負債表結算之日的假設而確定的，上調/下調100個基點代表管理層對下一個資產負債表結算日之前的利率變更所進行的評估。二零一三年敏感度分析也是按照相同的假設依據執行的。

**The Luk Hoi Tong Company, Limited and its Subsidiaries**

**NOTES ON THE FINANCIAL STATEMENTS** As at 31st December, 2014

(f) Fair values:

i) Financial instruments carried at fair value

The following table presents the carrying value of financial instruments measured at fair value as at the balance sheet date across the three levels of the fair value hierarchy defined in HKFRS 7, *Financial Instruments: Disclosures*, with the fair value of each financial instruments categorised in its entirety based on the lowest level of input that is significant to that fair value measurement. The levels are defined as follows:

- Level 1 (highest level): fair values measured using quoted prices (unadjusted) in active markets for identical financial instruments.
- Level 2: fair values measured using quoted prices in active markets for similar financial instruments, or using valuation techniques in which all significant inputs are directly or indirectly based on observable market data.
- Level 3 (lowest level): fair values measured using valuation techniques in which any significant input is not based on observable market data.

The Company:

	<b>2014</b>			
Financial assets Available-for-sale financial assets (Listed in Hong Kong)	Level 1 HK\$	Level 2 HK\$	Level 3 HK\$	Total HK\$
	7,959,218	—	—	7,959,218

	<b>2013</b>			
Financial assets Available-for-sale financial assets (Listed in Hong Kong)	Level 1 HK\$	Level 2 HK\$	Level 3 HK\$	Total HK\$
	8,628,909	—	—	8,628,909

The Group:

	<b>2014</b>			
Financial assets Available-for-sale financial assets (Listed in Hong Kong)	Level 1 HK\$	Level 2 HK\$	Level 3 HK\$	Total HK\$
	115,076,334	—	—	115,076,334

	<b>2013</b>			
Financial assets Available-for-sale financial assets (Listed in Hong Kong)	Level 1 HK\$	Level 2 HK\$	Level 3 HK\$	Total HK\$
	119,573,433	—	—	119,573,433

ii) Financial instruments carried at other than fair value

The carrying amounts of the group's and the company's financial instruments carried at cost or amortised cost are not materially different from their fair values as at 31st December, 2014 and 31st December 2013.

(己) 公平價值：

(一) 以公平價值入帳之金融工具

按香港財務匯報準則第七號「金融工具：披露」所釐定的公平價值等級制度的三個等級中，以公平價值計量之金融工具之賬面值，每項被分類的金融工具之公平價值全數乃基於輸入的最低等級，有關輸入對公平價值計量相當重要。有關等級詳情如下：

- 第一級：(最高等級)：利用在活躍市場中相同金融工具的報價（未經調整）計算公平價值
- 第二級：利用在活躍市場中類似金融工具的報價，或所有重要輸入均直接或間接基於可觀察市場數據之估值技術計算公平價值
- 第三級：(最低等級)：利用任何重要輸入並非基於可觀察市場數據之估值技術計算公平價值

本公司：

金融資產： 可供出售金融資產 (上市股本證券於 香港上市)	二零一四			總額 港元
	第一級 港元	第二級 港元	第三級 港元	
	7,959,218	—	—	7,959,218

二零一三

金融資產： 可供出售金融資產 (上市股本證券於 香港上市)	二零一三			總額 港元
	第一級 港元	第二級 港元	第三級 港元	
	8,628,909	—	—	8,628,909

本集團：

金融資產： 可供出售金融資產 (上市股本證券於 香港上市)	二零一四			總額 港元
	第一級 港元	第二級 港元	第三級 港元	
	115,076,334	—	—	115,076,334

二零一三

金融資產： 可供出售金融資產 (上市股本證券於 香港上市)	二零一三			總額 港元
	第一級 港元	第二級 港元	第三級 港元	
	119,573,433	—	—	119,573,433

(二) 以非公平價值入帳之金融工具

於二零一四年十二月三十一日以及二零一三年十二月三十一日，本集團及本公司以成本或攤銷成本入帳的金融工具的帳面價值與其公平價值並無重大差別。

**The Luk Hoi Tong Company, Limited and its Subsidiaries**

**NOTES ON THE FINANCIAL STATEMENTS** As at 31st December, 2014

(g) Fair value estimation:

The fair value of financial instruments traded in active markets is based on quoted market prices at the balance sheet date. The quoted market price used for financial assets held by the group is the current bid price; the appropriate quoted market price for financial liabilities is the current ask price.

(h) 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 the shareholder 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 dividends paid to the shareholder, return capital to the shareholder, issue new shares or sell assets to reduce debt.

**6. TURNOVER AND OTHER INCOME AND GAIN**

	The Company		The Group	
	2014 HK\$	2013 HK\$	2014 HK\$	2013 HK\$
<b>Turnover</b>				
Rental income	224,244,291	214,878,644	390,727,548	371,615,137
Hotel room rental	76,651,830	75,574,563	148,317,214	148,273,626
Restaurant sales	48,907,251	49,419,755	93,480,915	91,708,008
Interest income	4,475,683	3,722,721	5,487,634	3,598,399
Air-conditioning charges	21,600	21,600	21,600	21,600
Advertising income	–	–	1,924	2,427
	<u>354,300,655</u>	<u>343,617,283</u>	<u>638,036,835</u>	<u>615,219,197</u>
<b>Other income and gain</b>				
Dividend income	127,562,383	65,985,876	6,115,335	5,773,600
Profit on telephone call	16,797	24,503	59,279	95,297
Sales gratuities and rebates	148,248	157,626	148,248	157,626
Management fee income	23,905,000	20,958,000	103,680	98,680
Service charges	12,520,129	12,522,333	24,891,899	23,051,116
Sundry income	2,110,350	1,638,436	8,743,655	6,932,702
Bad debt recovered	–	–	270,942	–
Impairment loss on interest in an associate written back	4,791,000	3,779,000	–	–
Provision for long service payment written back	118,842	255,251	53,206	310,161
	<u>171,172,749</u>	<u>105,321,025</u>	<u>40,386,244</u>	<u>36,419,182</u>

(庚) 公平價值之估計：

於活躍市場中交易之金融工具之公平價值是根據於資產負債表結算日之市場報價。用作釐定本集團持有之金融資產之市場報價是當日買進喊價，而用作釐定金融負債之合適市場報價是當日賣出叫價。

(辛) 資本風險管理：

本集團管理資本的目標是確保集團具持續經營之能力為股東提供回報並維持最優化的資本結構以降低資本成本。

為維持或調整資本結構，本集團可能會調節給予股東之股息金額，股東資本回報或者出售資產以減輕負債。

六、營業額及其他收入及盈利

	本公司		本集團	
	二零一四 港元	二零一三 港元	二零一四 港元	二零一三 港元
<b>營業額</b>				
租項收入	224,244,291	214,878,644	390,727,548	371,615,137
酒店房租收入	76,651,830	75,574,563	148,317,214	148,273,626
酒樓餐廳之銷貨	48,907,251	49,419,755	93,480,915	91,708,008
利息收入	4,475,683	3,722,721	5,487,634	3,598,399
空調收費	21,600	21,600	21,600	21,600
廣告收入	-	-	1,924	2,427
	<u>354,300,655</u>	<u>343,617,283</u>	<u>638,036,835</u>	<u>615,219,197</u>
<b>其他收入及盈利</b>				
股息收入	127,562,383	65,985,876	6,115,335	5,773,600
電話收益	16,797	24,503	59,279	95,297
銷售回佣	148,248	157,626	148,248	157,626
管理費用收益	23,905,000	20,958,000	103,680	98,680
服務費收益	12,520,129	12,522,333	24,891,899	23,051,116
什項收益	2,110,350	1,638,436	8,743,655	6,932,702
壞賬撥回	-	-	270,942	-
投資聯營公司權益 之減值虧損撥回	4,791,000	3,779,000	-	-
長期服務金準備撥回	118,842	255,251	53,206	310,161
	<u>171,172,749</u>	<u>105,321,025</u>	<u>40,386,244</u>	<u>36,419,182</u>

The Luk Hoi Tong Company, Limited and its Subsidiaries

NOTES ON THE FINANCIAL STATEMENTS As at 31st December, 2014

7. FINANCE COSTS

	The Group	
	2014 HK\$	2013 HK\$
Interest on bank loans and overdraft	887,378	800,442
Interest on government leases renewal premium, not wholly repayable within five years	<u>1,407</u>	<u>1,444</u>
	<u>888,785</u>	<u>801,886</u>

8. PROFIT BEFORE TAXATION

Profit before taxation is arrived at after charging and crediting the following :

	The Company		The Group	
	2014 HK\$	2013 HK\$	2014 HK\$	2013 HK\$
Charging :				
Auditors' remuneration				
– current year	381,000	362,000	760,760	724,200
– overprovision in prior year	—	—	(13,170)	—
	<u>381,000</u>	<u>362,000</u>	<u>747,590</u>	<u>724,200</u>
Staff costs	68,500,381	64,416,357	137,931,871	128,417,164
Depreciation	3,559,809	2,597,072	45,319,781	46,972,646
Inventory costs	17,319,367	17,214,446	31,569,937	30,067,818
Consultancy fee	—	—	99,309	242,457
Operating leases rental paid to a subsidiary — rented premises	10,920,000	10,920,000	—	—
Bad debts written off	—	—	1,202,517	20,300
Exchange loss	6,626,924	3,742,024	3,338,216	1,597,550
Property, plant and equipment written off	—	—	23,538	—
Loss on disposal of property, plant and equipment	42,398	—	42,398	—
Share of tax of associates (included in share of results of associates)	—	—	(918)	5,876
	<u>208,137,915</u>	<u>211,036,084</u>	<u>350,114,134</u>	<u>345,746,687</u>
Crediting :				
Rental income from operating leases less outgoings				
(Gross rental income :				
The Company:				
HK\$224,244,291 2013:HK\$214,878,644				
The Group :				
HK\$390,727,548, 2013:HK\$371,615,137)	<u>208,137,915</u>	<u>211,036,084</u>	<u>350,114,134</u>	<u>345,746,687</u>

陸海通有限公司及其附屬公司  
財政報告附註 二零一四年十二月三十一日

七、理財成本

	本集團	
	二零一四 港元	二零一三 港元
銀行貸款及透支利息	887,378	800,442
政府批續期補價款利息,分期款於 五年內未致全部到期償還	1,407	1,444
	<u>888,785</u>	<u>801,886</u>

八、除稅前溢利

除稅前溢利已減除及計入下列收支項目：

	本公司		本集團	
	二零一四 港元	二零一三 港元	二零一四 港元	二零一三 港元
減除：				
核數師酬金				
— 本年度	381,000	362,000	760,760	724,200
— 往年度超額撥備	—	—	(13,170)	—
	<u>381,000</u>	<u>362,000</u>	<u>747,590</u>	<u>724,200</u>
員工成本	68,500,381	64,416,357	137,931,871	128,417,164
攤提折舊	3,559,809	2,597,072	45,319,781	46,972,646
存貨成本	17,319,367	17,214,446	31,569,937	30,067,818
顧問費用	—	—	99,309	242,457
付給附屬公司營運租約之 租金——租賃物業	10,920,000	10,920,000	—	—
壞賬	—	—	1,202,517	20,300
折算虧損	6,626,924	3,742,024	3,338,216	1,597,550
物業、設備及器材撇除	—	—	23,538	—
出售物業、設備及器材之虧損	42,398	—	42,398	—
應佔聯營公司稅項 (包括在應佔聯營公司業績)	—	—	(918)	5,876
	<u>208,137,915</u>	<u>211,036,084</u>	<u>350,114,134</u>	<u>345,746,687</u>
計入：				
營運租約之租金收入扣除 開支				
(毛租金收益：本公司：				
港元 224,244,291				
二零一三：港元 214,878,644				
本集團：港元 390,727,548				
二零一三：港元 371,615,137)				
	<u>208,137,915</u>	<u>211,036,084</u>	<u>350,114,134</u>	<u>345,746,687</u>



**The Luk Hoi Tong Company, Limited and its Subsidiaries**

**NOTES ON THE FINANCIAL STATEMENTS** As at 31st December, 2014

**9. INCOME TAX EXPENSE**

(a) Income tax expense in the consolidated and company's statement of profit or loss and other comprehensive income represents :

	The Company		The Group	
	2014 HK\$	2013 HK\$	2014 HK\$	2013 HK\$
Hong Kong profits tax				
— current year	10,400,000	—	30,371,654	19,184,688
— overprovision in prior year	—	—	(240,763)	(287,892)
	<u>10,400,000</u>	<u>—</u>	<u>30,130,891</u>	<u>18,896,796</u>
Overseas profits tax				
— current year	—	—	732,439	412,329
— overprovision in prior year	—	—	(9,406)	(15,863)
	<u>—</u>	<u>—</u>	<u>723,033</u>	<u>396,466</u>
Deferred tax (note 14):				
— Hong Kong	14,453,130	—	16,570,437	2,204,773
— Overseas	—	—	154,779	206,914
	<u>14,453,130</u>	<u>—</u>	<u>16,725,216</u>	<u>2,411,687</u>
Income tax expense attributable to the company and its subsidiaries	<u>24,853,130</u>	<u>—</u>	<u>47,579,140</u>	<u>21,704,949</u>

Provision for Hong Kong profits tax has been made at the rate of 16.5% (2013: 16.5%) on the estimated assessable profits for the year.

Tax on overseas profits has been calculated on the estimated assessable profits for the year at the rate of taxation prevailing in the countries in which the group operates after deducting unrelieved tax losses brought forward.

九、所得稅支出

(甲) 本公司及本集團損益及其他全面收益表之所得稅支出如下：

	本公司		本集團	
	二零一四 港元	二零一三 港元	二零一四 港元	二零一三 港元
香港利得稅				
—— 本年度	10,400,000	—	30,371,654	19,184,688
—— 往年度稅項超額撥備	—	—	(240,763)	(287,892)
	<u>10,400,000</u>	<u>—</u>	<u>30,130,891</u>	<u>18,896,796</u>
海外利得稅				
—— 本年度	—	—	732,439	412,329
—— 往年度稅項超額撥備	—	—	(9,406)	(15,863)
	<u>—</u>	<u>—</u>	<u>723,033</u>	<u>396,466</u>
遞延稅項 (附註十四)：				
—— 本年度				
— 香港	14,453,130	—	16,570,437	2,204,773
— 海外	—	—	154,779	206,914
	<u>14,453,130</u>	<u>—</u>	<u>16,725,216</u>	<u>2,411,687</u>
本公司及附屬公司應佔稅項支出	<u>24,853,130</u>	<u>—</u>	<u>47,579,140</u>	<u>21,704,949</u>

香港利得稅撥備是按本年度之估計應課稅溢利以稅率百分之十六點五(二零一三：百分之十六點五)計算。

海外應課稅溢利之稅款，則按照本年度估計應課稅溢利，扣除上年度仍未沖銷之稅務虧損滾存，並依集團經營業務之地區之現行稅率計算。

**The Luk Hoi Tong Company, Limited and its Subsidiaries**

**NOTES ON THE FINANCIAL STATEMENTS** As at 31st December, 2014

**9. INCOME TAX EXPENSE (cont'd)**

(b) Income tax expense for the year can be reconciled to the profit before taxation per the consolidated and company's statement of profit or loss and other comprehensive income as follows:

	The Company		The Group	
	2014 HK\$	2013 HK\$	2014 HK\$	2013 HK\$
Profit before taxation	575,248,783	341,900,838	1,019,692,898	443,867,811
Tax at the statutory income tax rate of 16.5% (2013: 16.5%)	94,916,048	56,413,638	168,249,329	73,238,188
Tax effect of share of results of associates	—	—	(822,441)	(633,026)
Tax effect of non-taxable income	(55,425,952)	(15,764,902)	(114,757,322)	(12,026,915)
Tax effect of expenses that will be deductible in determining taxable profit in coming year	—	—	(613,628)	(564,465)
Tax effect of non-deductible expenses	1,095,096	646,334	11,561,709	3,419,707
Overprovision in prior years	—	—	(250,169)	(303,755)
Overprovision in current year	104,113	—	248,499	170,761
Tax effect of other unrecognised temporary differences	(9,438,292)	(10,788,002)	(9,017,295)	(10,416,072)
Effect of generation of tax losses not recognised	18,561,881	—	18,561,881	5,850
Effect of utilization of tax losses previously not recognised	(18,561,881)	(30,507,068)	(18,569,036)	(30,507,068)
Effect of different tax rates of subsidiaries operating in other jurisdictions	—	—	(614,504)	(678,256)
Effect of recognition of other deferred tax assets previously not recognised	(6,397,883)	—	(6,397,883)	—
Income tax expense	24,853,130	—	47,579,140	21,704,949

**10. DIVIDEND**

	2014 HK\$	2013 HK\$
Interim dividend of HK\$1,100 (2013: HK\$1,000) per share	262,868,100	238,971,000

九、所得稅支出（續）

（乙）本年度稅項支出與本公司及本集團綜合損益及其他全面收益表內除稅前溢利之對賬如下：

	本公司		本集團	
	二零一四 港元	二零一三 港元	二零一四 港元	二零一三 港元
除稅前溢利	575,248,783	341,900,838	1,019,692,898	443,867,811
以法定稅率 16.5% 計算之稅項 (二零一三:16.5%)	94,916,048	56,413,638	168,249,329	73,238,188
應佔聯營公司業績之稅項影響	—	—	(822,441)	(633,026)
非課稅收入之稅項影響	(55,425,952)	(15,764,902)	(114,757,322)	(12,026,915)
於釐定來年應課稅溢利時毋須抵稅 支出之稅項影響	—	—	(613,628)	(564,465)
毋須抵稅支出之稅項影響	1,095,096	646,334	11,561,709	3,419,707
往年度稅項超額撥備	—	—	(250,169)	(303,755)
本年度稅項超額撥備	104,113	—	248,499	170,761
未確認的其他臨時性差異之稅項影響	(9,438,292)	(10,788,002)	(9,017,295)	(10,416,072)
未確認之稅務損失之稅項影響	18,561,881	—	18,561,881	5,850
運用往年未確認之稅務損失之稅項影響	(18,561,881)	(30,507,068)	(18,569,036)	(30,507,068)
附屬公司在其他地區經營之不同稅 率的影響	—	—	(614,504)	(678,256)
往年未確認之遞延稅項資產確認之 稅項影響	(6,397,883)	—	(6,397,883)	—
所得稅支出	24,853,130	—	47,579,140	21,704,949

十、股息

	二零一四 港元	二零一三 港元
中期股息每股港元一千一百元 (二零一三：港元一千元)	262,868,100	238,971,000

The Luk Hoi Tong Company, Limited and its Subsidiaries

NOTES ON THE FINANCIAL STATEMENTS As at 31st December, 2014

11. PROPERTY, PLANT AND EQUIPMENT

The Company:

	Leasehold improvements, furniture and fixtures and other plant and machinery	Motor Vehicles	Total
	HK\$	HK\$	HK\$
At 1. 1. 2013			
Cost	63,670,771	3,416,981	67,087,752
Accumulated depreciation	(57,961,321)	(2,385,124)	(60,346,445)
Net book value	<u>5,709,450</u>	<u>1,031,857</u>	<u>6,741,307</u>
Net book value at 1. 1. 2013	5,709,450	1,031,857	6,741,307
Additions	6,244,057	—	6,244,057
Depreciation	(2,390,701)	(206,371)	(2,597,072)
Net book value at 31. 12. 2013	<u>9,562,806</u>	<u>825,486</u>	<u>10,388,292</u>
At 31. 12. 2013			
Cost	69,914,828	3,416,981	73,331,809
Accumulated depreciation	(60,352,022)	(2,591,495)	(62,943,517)
Net book value	<u>9,562,806</u>	<u>825,486</u>	<u>10,388,292</u>
Net book value at 1. 1. 2014	9,562,806	825,486	10,388,292
Additions	5,676,194	1,642,559	7,318,753
Disposal	—	(60,398)	(60,398)
Depreciation	(3,046,740)	(513,069)	(3,559,809)
Net book value at 31. 12. 2014	<u>12,192,260</u>	<u>1,894,578</u>	<u>14,086,838</u>
At 31. 12. 2014			
Cost	75,591,020	4,699,540	80,290,560
Accumulated depreciation	(63,398,760)	(2,804,962)	(66,203,722)
Net book value	<u>12,192,260</u>	<u>1,894,578</u>	<u>14,086,838</u>

Note:

- (i) The total cost of property, plant and equipment disposal of during the year ended 31st December, 2014 was HK\$360,000 (2013:HK\$Nil)

陸海通有限公司及其附屬公司  
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十一、物業、設備及器材

本公司：

	屋宇添修傢具 及裝修	汽車	總額
	港元	港元	港元
二零一三年一月一日			
以成本算	63,670,771	3,416,981	67,087,752
累積折舊	(57,961,321)	(2,385,124)	(60,346,445)
賬面淨值	5,709,450	1,031,857	6,741,307
二零一三年一月一日賬面淨值	5,709,450	1,031,857	6,741,307
添置	6,244,057	—	6,244,057
折舊	(2,390,701)	(206,371)	(2,597,072)
二零一三年十二月三十一日賬面淨值	9,562,806	825,486	10,388,292
二零一三年十二月三十一日			
以成本算	69,914,828	3,416,981	73,331,809
累積折舊	(60,352,022)	(2,591,495)	(62,943,517)
賬面淨值	9,562,806	825,486	10,388,292
二零一四年一月一日賬面淨值	9,562,806	825,486	10,388,292
添置	5,676,194	1,642,559	7,318,753
出售	—	(60,398)	(60,398)
折舊	(3,046,740)	(513,069)	(3,559,809)
二零一四年十二月三十一日賬面淨值	12,192,260	1,894,578	14,086,838
二零一四年十二月三十一日			
以成本算	75,591,020	4,699,540	80,290,560
累積折舊	(63,398,760)	(2,804,962)	(66,203,722)
賬面淨值	12,192,260	1,894,578	14,086,838

附註：

- (i) 物業、設備及器材於本年度二零一四年十二月三十一日為止之出售以成本算總額為港元 360,000 (二零一三年：零港元)

The Luk Hoi Tong Company, Limited and its Subsidiaries

NOTES ON THE FINANCIAL STATEMENTS As at 31st December, 2014

11. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

The Group :

	Properties held in Hong Kong on medium-term lease		Leasehold improvements, furniture and fixtures and other plant and machinery	Motor Vehicles	Total
	Hotel properties	Restaurant			
	HK\$	HK\$	HK\$	HK\$	HK\$
At 1. I. 2013					
Cost	—	—	86,661,239	4,196,985	90,858,224
Valuation	1,745,000,000	44,070,000	—	—	1,789,070,000
Accumulated depreciation	—	—	(67,921,130)	(2,836,779)	(70,757,909)
Net book value	1,745,000,000	44,070,000	18,740,109	1,360,206	1,809,170,315
Net book value at 1. I. 2013	1,745,000,000	44,070,000	18,740,109	1,360,206	1,809,170,315
Additions	1,265,624	88,677	8,107,871	—	9,462,172
Gain on revaluation	21,814,376	561,323	—	—	22,375,699
Depreciation	(40,342,104)	(981,036)	(5,377,466)	(272,040)	(46,972,646)
Eliminated on revaluation	40,342,104	981,036	—	—	41,323,140
Net book value at 31. 12. 2013	1,768,080,000	44,720,000	21,470,514	1,088,166	1,835,358,680
At 31. 12. 2013					
Cost	—	—	94,769,110	4,196,985	98,966,095
Valuation	1,768,080,000	44,720,000	—	—	1,812,800,000
Accumulated depreciation	—	—	(73,298,596)	(3,108,819)	(76,407,415)
Net book value	1,768,080,000	44,720,000	21,470,514	1,088,166	1,835,358,680
Net book value at 1. I. 2014	1,768,080,000	44,720,000	21,470,514	1,088,166	1,835,358,680
Additions	1,473,318	141,880	9,535,063	1,642,559	12,792,820
Disposals/written off	—	—	(23,538)	(60,398)	(83,936)
Gain on revaluation	(98,813,318)	58,120	—	—	(98,755,198)
Depreciation	(37,561,633)	(987,096)	(6,205,447)	(565,605)	(45,319,781)
Eliminated on revaluation	37,561,633	987,096	—	—	38,548,729
Net book value at 31. 12. 2014	1,670,740,000	44,920,000	24,776,592	2,104,722	1,742,541,314
At 31. 12. 2014					
Cost	—	—	104,238,800	5,479,544	109,718,344
Valuation	1,670,740,000	44,920,000	—	—	1,715,660,000
Accumulated depreciation	—	—	(79,462,208)	(3,374,822)	(82,837,030)
Net book value	1,670,740,000	44,920,000	24,776,592	2,104,722	1,742,541,314

Note :

- (i) The total cost of property, plant and equipment disposal/written-off of during the year ended 31st December, 2014 was HK\$425,373 (2013: HK\$Nil).
- (ii) If hotel and restaurant properties had not been revalued, they would have been included in these financial statements at historical cost less accumulated depreciation of HK\$261,444,777 (2013: HK\$267,829,447).

十一、物業、設備及器材（續）

本集團：

香港中期批約之物業

	香港中期批約之物業				
	酒店	酒樓	屋宇添修傢具 及裝修	汽車	總額
	港元	港元	港元	港元	港元
二零一三年一月一日					
以成本算	—	—	86,661,239	4,196,985	90,858,224
以估值算	1,745,000,000	44,070,000	—	—	1,789,070,000
累積折舊	—	—	(67,921,130)	(2,836,779)	(70,757,909)
賬面淨值	<u>1,745,000,000</u>	<u>44,070,000</u>	<u>18,740,109</u>	<u>1,360,206</u>	<u>1,809,170,315</u>
二零一三年一月一日賬面淨值	1,745,000,000	44,070,000	18,740,109	1,360,206	1,809,170,315
添置	1,265,624	88,677	8,107,871	—	9,462,172
重估盈利	21,814,376	561,323	—	—	22,375,699
折舊	(40,342,104)	(981,036)	(5,377,466)	(272,040)	(46,972,646)
撤銷重估	40,342,104	981,036	—	—	41,323,140
二零一三年十二月三十一日賬面淨值	<u>1,768,080,000</u>	<u>44,720,000</u>	<u>21,470,514</u>	<u>1,088,166</u>	<u>1,835,358,680</u>
二零一三年十二月三十一日					
以成本算	—	—	94,769,110	4,196,985	98,966,095
以估值算	1,768,080,000	44,720,000	—	—	1,812,800,000
累積折舊	—	—	(73,298,596)	(3,108,819)	(76,407,415)
賬面淨值	<u>1,768,080,000</u>	<u>44,720,000</u>	<u>21,470,514</u>	<u>1,088,166</u>	<u>1,835,358,680</u>
二零一四年一月一日賬面淨值	1,768,080,000	44,720,000	21,470,514	1,088,166	1,835,358,680
添置	1,473,318	141,880	9,535,063	1,642,559	12,792,820
出售/撤除	—	—	(23,538)	(60,398)	(83,936)
重估盈利	(98,813,318)	58,120	—	—	(98,755,198)
折舊	(37,561,633)	(987,096)	(6,205,447)	(565,605)	(45,319,781)
撤銷重估	37,561,633	987,096	—	—	38,548,729
二零一四年十二月三十一日賬面淨值	<u>1,670,740,000</u>	<u>44,920,000</u>	<u>24,776,592</u>	<u>2,104,722</u>	<u>1,742,541,314</u>
二零一四年十二月三十一日					
以成本算	—	—	104,238,800	5,479,544	109,718,344
以估值算	1,670,740,000	44,920,000	—	—	1,715,660,000
累積折舊	—	—	(79,462,208)	(3,374,822)	(82,837,030)
賬面淨值	<u>1,670,740,000</u>	<u>44,920,000</u>	<u>24,776,592</u>	<u>2,104,722</u>	<u>1,742,541,314</u>

附註：

- (i) 物業、設備及器材於本年度二零一四年十二月三十一日為止之出售/撤除以成本算總額為港元425,373 (二零一三：港元零)。
- (ii) 倘酒店及酒樓物業沒有重估，該等物業按成本減累計折舊及減值虧損列賬，則賬面淨值為港元261,444,777 (二零一三：港元267,829,447)。



The Luk Hoi Tong Company, Limited and its Subsidiaries

NOTES ON THE FINANCIAL STATEMENTS As at 31st December, 2014

12. INVESTMENT PROPERTIES

The Company:

	Medium-term lease in Hong Kong	
	2014	2013
	HK\$	HK\$
Fair value:		
At 1st January	6,795,000,000	6,775,000,000
Additions	3,408,136	1,982,893
Overprovision of cost written back	(5,311,795)	—
Net increase in fair value recognised in profit or loss	193,903,659	18,017,107
At 31st December	<u>6,987,000,000</u>	<u>6,795,000,000</u>

The Group:

	2014	2013
	HK\$	HK\$
Fair value:		
At 1st January	10,537,245,723	10,468,152,966
Exchange difference	(8,197,027)	(6,908,858)
Additions	23,847,621	15,995,689
Disposals	(1,118)	(35,228)
Overprovision of cost written back	(5,311,795)	—
Net increase in fair value recognised in profit or loss	625,034,174	60,041,154
At 31st December	<u>11,172,617,578</u>	<u>10,537,245,723</u>

The carrying amount of investment properties includes land situated in Hong Kong and outside Hong Kong as follows:

	2014	2013
	HK\$	HK\$
Medium-term lease in Hong Kong	10,938,936,601	10,305,297,719
Long lease in Hong Kong	108,220,000	98,290,000
Freehold land outside Hong Kong	125,460,977	133,658,004
	<u>11,172,617,578</u>	<u>10,537,245,723</u>

Note: All of the group's property interests held under operating leases to earn rentals or for capital appreciation purposes are measured using the fair value model, except freehold land outside Hong Kong, which are classified and accounted for as investment properties in the consolidated balance sheet. These investment properties outside Hong Kong with a cost of CAN\$18,083,272 (2013:CAN\$18,083,272) were stated at their carrying values.

13. FAIR VALUE MEASUREMENT OF PROPERTIES

	Fair value at 31st December, 2014	Fair value measurements as at 31st December, 2014 categorised into		
		Level 1	Level 2	Level 3
	HK\$	HK\$	HK\$	HK\$
The company:				
<b>Recurring fair value measurement:</b>				
Investment properties	<u>6,987,000,000</u>	<u>—</u>	<u>—</u>	<u>6,987,000,000</u>
The group:				
<b>Recurring fair value measurement:</b>				
Property, plant and equipment:				
Hotel – Hong Kong	1,670,740,000	—	—	1,670,740,000
Restaurant – Hong Kong	44,920,000	—	—	44,920,000
	<u>1,715,660,000</u>	<u>—</u>	<u>—</u>	<u>1,715,660,000</u>
Investment properties	<u>11,035,656,000</u>	<u>—</u>	<u>—</u>	<u>11,035,656,000</u>
	<u>12,751,316,000</u>	<u>—</u>	<u>—</u>	<u>12,751,316,000</u>

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十二、投資物業

本公司：

	香港中期批約	
	二零一四 港元	二零一三 港元
公平價值：		
於一月一日	6,795,000,000	6,775,000,000
添置	3,408,136	1,982,893
成本超額撥備撥回	(5,311,795)	—
於損益確認公平價值淨增加	193,903,659	18,017,107
於十二月三十一日	<u>6,987,000,000</u>	<u>6,795,000,000</u>

本集團：

	二零一四	二零一三
	港元	港元
公平價值：		
於一月一日	10,537,245,723	10,468,152,966
匯兌差額	(8,197,027)	(6,908,858)
添置	23,847,621	15,995,689
出售	(1,118)	(35,228)
成本超額撥備撥回	(5,311,795)	—
於損益確認公平價值淨增加	625,034,174	60,041,154
於十二月三十一日	<u>11,172,617,578</u>	<u>10,537,245,723</u>

投資物業之賬面金額包括下述位於香港及香港以外地區之土地

	二零一四	二零一三
	港元	港元
香港之中期批約	10,938,936,601	10,305,297,719
香港之長期批約	108,220,000	98,290,000
香港以外地區之永久業權土地	125,460,977	133,658,004
	<u>11,172,617,578</u>	<u>10,537,245,723</u>

本集團所有按營業租約收取租金或用於資本增值目的之物業權益，除香港以外地區之永久業權土地外，乃採取公平價值模式測定，分類及計算為綜合資產負債表之投資物業。而所有於香港以外之投資物業其成本為加元 18,083,272（二零一三：加元 18,083,272），則以其賬面淨值作為基準。

十三、物業之公平價值計量

	於二零一四年 十二月三十一日 之公平價值	於二零一四年十二月三十一日之公平價值計量分類		
		級別 1	級別 2	級別 3
	港元	港元	港元	港元
本公司：				
經常性的公平價值計量：				
投資物業	<u>6,987,000,000</u>	<u>—</u>	<u>—</u>	<u>6,987,000,000</u>
本集團：				
經常性的公平價值計量：				
自用物業				
酒店 — 香港	1,670,740,000	—	—	1,670,740,000
餐廳 — 香港	44,920,000	—	—	44,920,000
	<u>1,715,660,000</u>	<u>—</u>	<u>—</u>	<u>1,715,660,000</u>
投資物業	<u>11,035,656,000</u>	<u>—</u>	<u>—</u>	<u>11,035,656,000</u>
	<u>12,751,316,000</u>	<u>—</u>	<u>—</u>	<u>12,751,316,000</u>

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The Luk Hoi Tong Company, Limited and its Subsidiaries

NOTES ON THE FINANCIAL STATEMENTS As at 31st December, 2014

13. FAIR VALUE MEASUREMENT OF PROPERTIES (cont'd)

	Fair value at 31st December, 2013	Fair value measurements as at 31st December, 2013 categorised into		
		Level 1	Level 2	Level 3
	HK\$	HK\$	HK\$	HK\$
The company:				
<b>Recurring fair value measurement:</b>				
Investment properties	6,795,000,000	–	–	6,795,000,000
The group:				
<b>Recurring fair value measurement:</b>				
Property, plant and equipment:				
Hotel – Hong Kong	1,768,080,000	–	–	1,768,080,000
Restaurant – Hong Kong	44,720,000	–	–	44,720,000
	1,812,800,000	–	–	1,812,800,000
Investment properties	10,392,086,000	–	–	10,392,086,000
	12,204,886,000	–	–	12,204,886,000

十三、物業之公平價值計量（續）

	於二零一三年十二月三十一日之公平價值計量分類			
	於二零一三年 十二月三十一日 之公平價值	級別 1	級別 2	級別 3
	港元	港元	港元	港元
本公司：				
經常性的公平價值計量：				
投資物業	6,795,000,000	—	—	6,795,000,000
本集團：				
經常性的公平價值計量：				
自用物業				
酒店 — 香港	1,768,080,000	—	—	1,768,080,000
餐廳 — 香港	44,720,000	—	—	44,720,000
	1,812,800,000	—	—	1,812,800,000
投資物業	10,392,086,000	—	—	10,392,086,000
	12,204,886,000	—	—	12,204,886,000

**13. FAIR VALUE MEASUREMENT OF PROPERTIES (cont'd)**

i) Fair value hierarchy

The following table presents the fair value of the group's properties measured at the balance sheet date on a recurring basis, categorised into the three-level fair value hierarchy as defined in HKFRS 13, Fair value measurement. The level into which a fair value measurement is classified is determined with reference to the observability and significance of the inputs used in the valuation technique as follows:

- Level 1 valuation: Fair values measured using only Level 1 inputs i.e. unadjusted quoted prices in active markets for identical assets or liabilities at the measurement date
- Level 2 valuation: Fair values measured using Level 2 inputs i.e. observable inputs which fail to meet Level 1, and not using significant unobservable inputs. Unobservable inputs are inputs for which market data are not available
- Level 3 valuation: Fair values measured using significant unobservable inputs

During the year ended 31st December, 2014 and 31st December, 2013, there were no transfers between Level 1 and Level 2, or transfers into or out Level 3. The group's policy is to recognise transfers between levels of fair value hierarchy as at the balance sheet date in which they occur

ii) Valuation process

The fair value of the group's investment properties at 31st December, 2014 and 31st December, 2013 have been arrived on the basis of a valuation carried out by an independent chartered surveyor, Lawson David and Sung Surveyors Limited, not connected with the group, except the fair value of the group's investment properties at 31st December, 2014 of HK\$11,500,601 (2013: HK\$1,501,719) which have been determined by the directors of the group. The management has discussion with the surveyors on the valuation assumptions and valuation result when the valuation is performed at annual reporting date.

iii) Valuation techniques

Investment properties valuation was determined using the following approaches:

a) Direct comparison approach

Sales prices of comparable properties in close proximity are adjusted for differences in key attributes such as conditions, location, building age and etc. The most significant input into this valuation approach is price per square feet.

b) Discounted cash flow method

Discounted cash flow requires periodic net cash flows to be forecasted over the life of the investment and discounted at a risk-adjusted opportunity cost of capital to arrive at a present value. The Discounted cash flow takes into consideration the yearly net cash flows after deductions for expenditure, and having regard to the assumptions made relating to rental growth projections, vacancies, rent frees, replacement reserve, non-recoverable outgoings and leasing costs.

### 十三、物業之公平價值計量 (續)

#### i) 公平價值級別

下表列示本集團於結算日按經常性基準計量之投資物業公平價值，有關物業歸類根據香港財務報告準則第13號「公平價值計量」所界定之三個公平價值級別計量。公平價值計量新歸類之級別乃根據估值方法所採用參數之可觀察性及對估值之重要性作以下等級制釐定：

- 級別1估值：僅用級別數據（於計量日期採用相同資產或負債於活躍市場之未經調整報價）計量之公平價值
- 級別2估值：使用級別數據（即未能符合級別1所規定之可觀察數據及未運用重大不可觀察數據）計量之公平價值。不可觀察之數據指沒有市場數據之參數
- 級別3估值：採用重大不可觀察數據計量之公平價值

於截至二零一四年十二月三十一日及二零一三年十二月三十一日止年度內，並沒有級別1及級別2或進支級別3的轉撥。本集團之政策是於轉撥發生之報告期結尾確認公平價值級別之間的轉撥。

#### ii) 估值過程

本集團除投資物業之公平價值於二零一四年十二月三十一日為港元11,500,601元（二零一三年：港幣11,501,719元）由本集團董事釐定外，所有投資物業已於二零一四年十二月三十一日及二零一三年十二月三十一日進行重估。估值由獨立測量師行羅迅測計師行有限公司進行。本集團管理層已每年一次年度財務報告估值時與估值師討論估值假設及估值結果。

#### iii) 估值方法

投資物業估值由以下方法釐定：

##### 甲) 直接比較法

毗鄰可資比較物業之售價會視乎狀況、位置、樓齡等主要特點不同而作出調整。此估值方法之最重要輸入資料為每平方呎價格。

##### 乙) 現金流量折現法

現金流量折現法規定於投資年期內對淨現金流量進行週期性預測及按資本之風險調整機會成本折現，以達致物業的現時值。現金流量折現法考慮扣減支出後之每年淨現金流量及有關租金增長預測、空置率、免租期、重置儲備金、不可收回開銷及租賃成本之假設。

13. FAIR VALUE MEASUREMENT OF PROPERTIES (cont'd)

c) Income capitalization approach

In the valuation, the market rentals of all lettable units of the properties are assessed by reference to the rentals achieved in the lettable units as well as other lettings of similar properties in the neighbourhood. The capitalization rate adopted is made by reference to the yield rates observed by the valuers for the similar properties in the locality and adjusted based on the valuers' knowledge of the factors specific to the respective properties. The most significant unobservable inputs into this valuation approach are monthly market rent and the capitalisation rate.

d) Residual approach

The residual approach entails estimating the gross development value of the development components and deducting therefrom the development costs to be incurred, developer's profits, professional fee, marketing fee, statutory payments and interest payment, etc to arrive at the residual value. This residual value appropriately discounted for the period of development and sale is deemed to be the present market value of the subject property.

There were no changes to the valuation techniques during the year.

iv) Information about fair value measurement using significant unobservable inputs (Level 3)

2014

**Direct comparison approach**

	<u>Unit rate</u>
– Commercial	\$8,500 – \$75,000 per sq. ft.
– Residential	\$6,500 – \$11,500 per sq. ft.
– Car parking spaces	\$300,000 – \$1,800,000 per space
– Land held for development	\$800 – \$1,200 per sq. ft.

**Discounted cash flow method**

	<u>Discount rate</u>	<u>Occupancy rate</u>
	%	%
– Hotel	8% – 12%	70% – 100%

**Income capitalisation approach**

	<u>Capitalisation rate</u>	<u>Occupancy rate</u>
	%	%
– Restaurant	3% – 5%	Nil
– Commercial	1.5% – 6%	75% – 100%
– Car parking spaces	3% – 6%	90% – 100%

**Residual approach**

Existing use value \$9,300,000

十三、物業之公平價值計量 (續)

丙) 收入資本化法

在估值時，物業所有可出租單位之市值租金乃經參考可出租單位以及周邊同類物業之其他出租單位已取得的租金進行評估。採用之資本化率乃參照估值師就當地同類物業獲得之收益率制定，並根據估值師對相關物業之特定因素的了解而予以調整。此估值方法之最重大不可觀察輸入資料為每月市值租金及資本化率。

丁) 餘值估價法

餘值估價法假設從發展土地可以獲得的總發展價值，扣除發展成本建築成本，發展商利潤，專業費用，市場推廣，交易費用和利息開支等。同時考慮到所需要的發展年期，餘下的部份便是土地的現時市值。

年內，估值方法並無任何變動。

iv) 有關級別 3 公平價值計量採用重大不可觀察之數據資料：

二零一四

市場比較法

	市場售價
- 商業	每平方呎港幣 8,500 元至港幣 75,000 元
- 住宅	每平方呎港幣 6,500 元至港幣 11,500 元
- 車位	每個車位港幣 300,000 元至港幣 1,800,000 元
- 持作發展物業	每平方呎港幣 800 元至港幣 1,200 元

現金流量折現法

	折現率範圍 百分率	入住率範圍 百分率
- 酒店	8% - 12%	70% - 100%

收入資本化

	本化率範圍 百分率	出租率範圍 百分率
- 餐廳	3% - 5%	Nil
- 商用物業	1.5% - 6%	75% - 100%
- 車位	3% - 6%	90% - 100%

餘值估計法

現時使用價值港幣 9,300,000 元



13. FAIR VALUE MEASUREMENT OF PROPERTIES (cont'd)

2013

**Direct comparison approach**

	<u>Unit rate</u>
- Commercial	\$8,500 – \$75,000 per sq. ft.
- Residential	\$6,500 – \$11,500 per sq. ft.
- Car parking spaces	\$300,000 – \$1,800,000 per space
- Land held for development	\$800 – \$1,200 per sq. ft.

**Discounted cash flow method**

	<u>Discount rate</u>	<u>Occupancy rate</u>
	%	%
- Hotel	8% – 12%	70% – 100%

**Income capitalisation approach**

	<u>Capitalisation rate</u>	<u>Occupancy rate</u>
	%	%
- Restaurant	2% – 5%	Nil
- Commercial	1.5% – 9%	75% – 100%
- Car parking spaces	2% – 5%	100%

**Residual approach**

Existing use value \$9,000,000

十三、物業之公平價值計量 (續)

二零一三

市場比較法

市場售價

- 商業	每平方呎港幣 8,500 元至港幣 75,000 元
- 住宅	每平方呎港幣 6,500 元至港幣 11,500 元
- 車位	每個車位港幣 300,000 元至港幣 1,800,000 元
- 持作發展物業	每平方呎港幣 800 元至港幣 1,200 元

現金流量折現法

折現率範圍

入住率範圍

百分率

百分率

- 酒店

8% - 12%

70% - 100%

收入資本化

本化率範圍

出租率範圍

百分率

百分率

- 餐廳

2% - 5%

Nil

- 商用物業

1.5% - 9%

75% - 100%

- 車位

2% - 5%

100%

餘值估計法

現時使用價值港幣 9,000,000 元

**The Luk Hoi Tong Company, Limited and its Subsidiaries**

**NOTES ON THE FINANCIAL STATEMENTS** As at 31st December, 2014

**14. DEFERRED TAX**

**The Company:**

The components of deferred tax liability recognised in the balance sheet and the movements during the year are as follows:

	Note	Accelerated tax depreciation	Provision	Total
		HK\$	HK\$	HK\$
At 1st January, 2014		—	—	—
Charge/(credit) to statement of profit and loss and other comprehensive income	9(a)	24,791,913	(10,338,783)	14,453,130
At 31st December, 2014		24,791,913	(10,338,783)	14,453,130

At 31st December, 2013, the company had unused tax losses of HK\$112,496,249 available for offset against future profits and deductible temporary differences of HK\$54,167,860. No deferred tax asset has been recognised in respect of the unused tax losses and deductible temporary differences due to the unpredictability of future profit streams for the year ended 31st December, 2013.

**The Group:**

The components of deferred tax (assets)/liabilities recognised in the consolidated balance sheet and the movements during the year are as follows:

	Note	Accelerated tax depreciation	Deferred charges	Provision	Tax losses	Total
		HK\$	HK\$	HK\$	HK\$	HK\$
At 1st January, 2013		24,122,654	611,499	(1,493,795)	(73,540)	23,166,818
Charge/(credit) to consolidated statement of comprehensive income	9(a)	1,957,292	477,552	(32,642)	9,485	2,411,687
Exchange difference		113,569	(53,366)	—	—	60,203
At 31st December, 2013 and 1st January, 2014		26,193,515	1,035,685	(1,526,437)	(64,055)	25,638,708
Charge/(credit) to consolidated statement of comprehensive income	9(a)	26,656,808	449,626	(10,396,262)	15,044	16,725,216
Exchange difference		159,822	(105,362)	—	—	54,460
At 31st December, 2014		53,010,145	1,379,949	(11,922,699)	(49,011)	42,418,384
					<b>2014</b>	<b>2013</b>
					HK\$	HK\$
Deferred tax liabilities					42,958,597	26,388,160
Deferred tax assets					(540,213)	(749,452)
					<u>42,418,384</u>	<u>25,638,708</u>

As at 31st December, 2014, the Group has unused tax losses of HK\$297,036 (2013: HK\$112,790,609) available for offset against future profits and deductible temporary differences of HK\$32,308,870 (2013: HK\$83,925,190). A deferred tax asset has been recognised in respect of HK\$297,036 (2013: HK\$294,360) of such losses. No deferred tax asset has been recognised in respect of the remaining HK\$Nil (2013: HK\$112,496,249) due to the unpredictability of future profit streams. Tax losses may be carried forward indefinitely.

陸海通有限公司及其附屬公司  
財政報告附註 二零一四年十二月三十一日

十四、遞延稅項

本公司：

以下是本年度構成在資產負債表已確認的遞延稅項負債及其變動情況：

	附註	加速折舊	撥備	總額
		免稅額	港元	港元
二零一四年一月一日		—	—	—
扣除/(計入)至損益及其他全面收益表	9(甲)	24,791,913	(10,338,783)	14,453,130
二零一四年十二月三十一日		24,791,913	(10,338,783)	14,453,130

於二零一三年十二月三十一日，本公司可用作抵銷未來盈利之未用稅項虧損為港元112,496,249及可扣除臨時性差異為港元54,167,860。由於難以預測未來盈利趨勢，此未用稅項虧損及可扣除臨時性差異的遞延稅項資產並未於二零一三年十二月三十一日予以確認。

本集團：

以下是本年度構成在綜合資產負債表已確認的遞延稅項(資產)/負債及其變動情況：

	附註	加速折舊	遞延支出	撥備	稅項虧損	總額
		免稅額		港元	港元	港元
二零一三年一月一日		24,122,654	611,499	(1,493,795)	(73,540)	23,166,818
扣除/(計入)至綜合全面收益表	9(甲)	1,957,292	477,552	(32,642)	9,485	2,411,687
匯兌差額		113,569	(53,366)	—	—	60,203
二零一三年十二月三十一日及 二零一四年一月一日		26,193,515	1,035,685	(1,526,437)	(64,055)	25,638,708
扣除/(計入)至綜合全面收益表	9(甲)	26,656,808	449,626	(10,396,262)	15,044	16,725,216
匯兌差額		159,822	(105,362)	—	—	54,460
二零一四年十二月三十一日		53,010,145	1,379,949	(11,922,699)	(49,011)	42,418,384
					二零一四 港元	二零一三 港元
遞延稅項負債					42,958,597	26,388,160
遞延稅項資產					(540,213)	(749,452)
					42,418,384	25,638,708

於二零一四年十二月三十一日，本集團可用作抵銷未來盈利之未用稅項虧損為港元297,036（二零一三：港元112,790,609），及可扣除臨時性差異為港元32,308,870（二零一三：港元83,925,190）。此稅項虧損之港元297,036（二零一三：港元294,360）已確認為遞延稅項資產。由於難以預測未來盈利趨勢，此稅項虧損所產生餘下港元零元（二零一三：港元112,496,249）的遞延稅項資產並未予以確認。稅項虧損可無限期結轉。

**The Luk Hoi Tong Company, Limited and its Subsidiaries**

**NOTES ON THE FINANCIAL STATEMENTS** As at 31 st December, 2014

**15. INTEREST IN SUBSIDIARIES**

	The Company	
	2014 HK\$	2013 HK\$
Unlisted shares, at cost	6,517,087	6,517,087
Dividends receivable	126,500,000	64,950,000
Amounts due from subsidiaries	831,644,144	817,377,630
Loan to a subsidiary	31,363,349	34,537,911
	<u>996,024,580</u>	<u>923,382,628</u>
Less : impairment loss	<u>(2,293,120)</u>	<u>(2,283,095)</u>
	993,731,460	921,099,533
Amounts due to subsidiaries	(1,394,234,604)	(1,375,490,161)
Loan from a subsidiary	<u>(977,000,000)</u>	<u>(977,000,000)</u>
	<u>(1,377,503,144)</u>	<u>(1,431,390,628)</u>

The amounts due from/(to) subsidiaries are unsecured, interest free and have no fixed terms for repayment.

Loan to a subsidiary are unsecured, carried interest at commercial lending rate and have no fixed terms for repayment.

Loan from a subsidiary are unsecured, interest free and fully repayable within thirty years from 31 st December, 2004.

Details of the subsidiaries are as follows : –

Name of subsidiary	Place of incorporation	Percentage of holding		Principal activities
		by company	by subsidiary	
The Luk Hoi Tong Life Assurance Company, Limited	Hong Kong	100%	—	Property investment
The Yin Nin Savings Mortgage Loan and Land Investment Company, Limited	Hong Kong	100%	—	Property investment and operation of restaurant
Hong Kong Enterprises Limited	Hong Kong	100%	—	Property investment
Triumph Step Investment Limited	Hong Kong	100%	—	Investment holding
Luk Hoi Tung Restaurant Limited	Hong Kong	99%	—	No trading
Sheung Shui Land and Investment Company, Limited	Hong Kong	79%	—	Property investment
On Kong Development Company Limited	Hong Kong	—	100%	No trading
Romford Development Company Limited	Hong Kong	—	100%	Investment holding
Leonid Company Limited	Hong Kong	—	100%	Investment holding
Active Country Limited	Hong Kong	—	100%	Property investment
Loyal Easy Limited	Hong Kong	—	100%	Property investment
Peacock Incorporated, N. V.	Curacao	—	100%	No trading
Kachin Property Limited	Canada	—	100%	Property investment
Full Era Limited	Hong Kong	100%	—	Property investment
Joy Well Management Limited	Hong Kong	100%	—	Operation of hotel
Superb Smart Limited	Hong Kong	—	100%	Property investment
Glory Wise Limited	Hong Kong	—	100%	Property investment
Fame Bloom Investment Limited	Hong Kong	—	100%	Property investment
Excellent Consultancy Limited	British Virgin Islands	100%	—	Investment holding
Benefit Asia Limited	British Virgin Islands	—	100%	Investment holding
Best In Limited	British Virgin Islands	—	100%	No trading
Leader Empire Limited	Hong Kong	—	100%	Property investment
Real Beauty Limited	Hong Kong	—	100%	Property investment

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財政報告附註 二零一四年十二月三十一日

十五、投資附屬公司權益

	本公司	
	二零一四 港元	二零一三 港元
無牌價股票，成本價	6,517,087	6,517,087
應收股息	126,500,000	64,950,000
附屬公司欠款	831,644,144	817,377,630
借款予附屬公司	31,363,349	34,537,911
	<u>996,024,580</u>	<u>923,382,628</u>
減：減損虧損	(2,293,120)	(2,283,095)
	<u>993,731,460</u>	<u>921,099,533</u>
附屬公司來項	(1,394,234,604)	(1,375,490,161)
附屬公司借款	(977,000,000)	(977,000,000)
	<u>(1,377,503,144)</u>	<u>(1,431,390,628)</u>

附屬公司借款／(來項)為無抵押借款，不須付利息，亦無固定還款期。

借款予附屬公司為無抵押借款，利息按商業利率計算，亦無固定還款期。

附屬公司借款為無抵押借款，不須付利息及所有借款須於二零零四年十二月三十一日起之三十年內償還。

附屬公司之資料如下：—

附屬公司名稱	註冊成立所在地	持有股份成份		主要業務
		本公司	附屬公司	
陸海通人壽保險有限公司	香港	100%	—	物業投資
延年儲蓄按揭置業有限公司	香港	100%	—	物業投資及經營 酒樓餐廳
香港企業有限公司	香港	100%	—	物業投資
凱迪投資有限公司	香港	100%	—	控股投資
陸海通飯店有限公司	香港	99%	—	未有營業
上水置業有限公司	香港	79%	—	物業投資
安江發展有限公司	香港	—	100%	未有營業
Romford Development Company Limited	香港	—	100%	控股投資
Leonid Company Limited	香港	—	100%	控股投資
毅國有限公司	香港	—	100%	物業投資
興順有限公司	香港	—	100%	物業投資
Peacock Incorporated, N. V.	庫拉索	—	100%	未有營業
Kachin Property Limited	加拿大	—	100%	物業投資
弘年有限公司	香港	100%	—	物業投資
怡通管理有限公司	香港	100%	—	經營酒店
Superb Smart Limited	香港	—	100%	物業投資
Glory Wise Limited	香港	—	100%	物業投資
譽興投資有限公司	香港	—	100%	物業投資
Excellent Consultancy Limited	英屬處女群島	100%	—	控股投資
Benefit Asia Limited	英屬處女群島	—	100%	控股投資
Best In Limited	英屬處女群島	—	100%	未有營業
領御有限公司	香港	—	100%	物業投資
Real Beauty Limited	香港	—	100%	物業投資

**The Luk Hoi Tong Company, Limited and its Subsidiaries**

**NOTES ON THE FINANCIAL STATEMENTS** As at 31st December, 2014

**15. INTEREST IN SUBSIDIARIES (cont'd)**

Summarised financial information for a subsidiary with material non-controlling interests.

Set out below are the summarised financial information for Sheung Shui Land & Investment Company, Limited that has non-controlling interests material to the group.

	<b>2014</b> HK\$	<b>2013</b> HK\$
<b>Summarised statement of profit or loss and other comprehensive income</b>		
Turnover	<u>12,233,744</u>	<u>12,123,786</u>
Profit after taxation and total comprehensive income	<u>27,188,708</u>	<u>24,186,922</u>
<b>Summarised balance sheet</b>		
<b>Assets</b>		
Non-current assets	419,524,235	400,537,794
Current assets	<u>21,886,243</u>	<u>585,690</u>
	<u>441,410,478</u>	<u>401,123,484</u>
<b>Liabilities</b>		
Current liabilities	116,826,960	93,025,030
Non-current liabilities	<u>91,872</u>	<u>76,560</u>
	<u>116,918,832</u>	<u>93,101,590</u>
<b>Net assets</b>	<u>324,491,646</u>	<u>308,021,894</u>
<b>Summarised cash flows</b>		
Net cash generated from operating activities	28,157,901	6,732,094
Net cash generated from investing activities	115	—
Net cash used in financing activities	<u>(7,235,500)</u>	<u>(6,508,900)</u>
Net increase in cash and cash equivalents	<u>20,922,516</u>	<u>223,194</u>
Cash and cash equivalents at 1st January	<u>379,851</u>	<u>156,657</u>
Cash and cash equivalents at 31st December	<u>21,302,367</u>	<u>379,851</u>

The information above is the amount before inter-company eliminations.

十五、投資附屬公司權益 (續)

重大非控制性權益附屬公司的財務資料摘要

有關對本集團而言屬重大非控制性權益之上水置業有限公司的財務資料摘要載列如下

	二零一四 港元	二零一三 港元
<b>全面收益表摘要</b>		
營業額	12,233,744	12,123,786
除稅溢利及全面收益總額	27,188,708	24,186,922
<b>資產負債表摘要</b>		
<b>資產</b>		
非流動資產	419,524,235	400,537,794
流動資產	21,886,243	585,690
	441,410,478	401,123,484
<b>負債</b>		
非流動負債	116,826,960	93,025,030
流動負債	91,872	76,560
	116,918,832	93,101,590
<b>資產淨額</b>	324,491,646	308,021,894
<b>現金流量摘要</b>		
來自營運活動淨現金	28,157,901	6,732,094
來自投資活動淨現金	115	—
用於融資活動淨現金	(7,235,500)	(6,508,900)
現金及現金等價物增加淨額	20,922,516	223,194
於一月一日之現金及現金等價物	379,851	156,657
於十二月三十一日之現金及現金等價物	21,302,367	379,851

上述資料為同集團公司間帳項對銷前之金額。



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**16. INTEREST IN ASSOCIATES**

	The Company		The Group	
	2014	2013	2014	2013
	HK\$	HK\$	HK\$	HK\$
Unlisted shares, at cost	—	—	30	30
Share of post acquisition reserves, net of dividend received	—	—	(16,567,273)	(20,978,362)
Amount due from an associate	69,135,539	73,644,718	69,218,799	74,124,842
Less: Impairment loss	(16,874,000)	(21,665,000)	—	—
	<u>52,261,539</u>	<u>51,979,718</u>	<u>52,651,556</u>	<u>53,146,510</u>

The amount due from an associate is unsecured, interest free and has no fixed terms for repayment.

Details of the associates are as follows :-

Name of associate	Place of incorporation	Percentage of holding		Principal activities
		by company	by subsidiary	
Anbok Limited	Hong Kong	—	50%	Property investment
Full wise Finance Limited	Hong Kong	—	50%	Provision of mortgage loan
Capital Gold (H.K.) Limited	Hong Kong	—	26%	Provision of mortgage loan

Summarised financial information and reconciliation for a material associated.

Set out below are the summarised financial information for Anbok Limited which is accounted for using the equity method.

	2014	2013
	HK\$	HK\$
<b>Summarised statement of profit or loss and other comprehensive income</b>		
Turnover	<u>6,200,000</u>	<u>3,910,000</u>
Profit after taxation and comprehensive income	<u>9,583,291</u>	<u>7,556,836</u>
<b>Summarised balance sheet</b>		
<b>Assets</b>		
Current assets	124,129,697	121,031,309
<b>Liabilities</b>		
Current liabilities	157,876,974	164,361,877
<b>Net liabilities</b>	<u>(33,747,277)</u>	<u>(43,330,568)</u>
Interest attributable to the group	<u>(16,873,639)</u>	<u>(21,665,284)</u>

The information above reflects the amounts presented in the financial statements of the respective associated company (and not the group's share of those amounts) adjusted for differences in accounting policies between the group and the associated company.

**Financial information for immaterial associates**

The carrying amount of the company's interest in immaterial associates is HK\$306,396 (2013:HK\$686,952)

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十六、佔聯營公司權益

	本公司		本集團	
	二零一四 港元	二零一三 港元	二零一四 港元	二零一三 港元
非上市股份按成本價	—	—	30	30
應佔負債淨額	—	—	(16,567,273)	(20,978,362)
聯營公司欠款	69,135,539	73,644,718	69,218,799	74,124,842
減：減損虧損	(16,874,000)	(21,665,000)	—	—
	<u>52,261,539</u>	<u>51,979,718</u>	<u>52,651,556</u>	<u>53,146,510</u>

聯營公司欠款為無抵押借款，不須付利息，亦無固定還款期。

聯營公司之資料如下：—

聯營公司名稱	註冊成立所在地	持有股份成份		主要業務
		本公司	附屬公司	
毅博有限公司	香港	—	50%	物業投資
Fullwise Finance Limited	香港	—	50%	提供按揭貸款
信金(香港)有限公司	香港	—	26%	提供按揭貸款

重大聯營公司之財務資料摘要及對賬

有關毅博有限公司按權益法入賬之財務資料摘要載列如下

	二零一四 港元	二零一三 港元
<b>全面收益表摘要</b>		
營業額	<u>6,200,000</u>	<u>3,910,000</u>
除稅溢利及全面收益總額	<u>9,583,291</u>	<u>7,556,836</u>
<b>資產負債表摘要</b>		
<b>資產</b>		
流動資產	124,129,697	121,031,309
<b>負債</b>		
流動負債	<u>157,876,974</u>	<u>164,361,877</u>
<b>負債淨額</b>	<u>(33,747,277)</u>	<u>(43,330,568)</u>
本集團應佔權益	<u>(16,873,639)</u>	<u>(21,665,284)</u>

上述資料反映了對本集團與聯營公司之會計政策差異作出調整後相關聯營公司財務報表所呈列之金額（而非本集團應佔之金額）。

非重大聯營公司之財務資料

本集團於其他非重大聯營公司權益之賬面值為港幣 306,396 元（二零一三年：港幣 686,952 元）

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**16. INTEREST IN ASSOCIATES (cont'd)**

Set out below is the financial information for the company's share of the associates

	2014 HK\$	2013 HK\$
Profit after taxation and total comprehensive income	114,395	158,767

**17. AVAILABLE-FOR-SALE FINANCIAL ASSETS**

	The Company		The Group	
	2014 HK\$	2013 HK\$	2014 HK\$	2013 HK\$
Listed investments:				
– Equity securities listed in Hong Kong	7,959,218	8,628,909	115,076,334	119,573,433
Unlisted investments:				
– Unlisted shares	53,300	53,300	174,410	174,410
– Amount due from investee company	—	—	4,110,127	4,355,594
	<u>53,300</u>	<u>53,300</u>	<u>4,284,537</u>	<u>4,530,004</u>
	<u>8,012,518</u>	<u>8,682,209</u>	<u>119,360,871</u>	<u>124,103,437</u>

As at the balance sheet date, all available-for-sale financial assets are stated at fair value except for those unlisted equity investments of which their fair values cannot be measured reliably. Fair values of those investments have been determined by reference to bid prices quoted in active markets.

**18. INVENTORIES**

	The Company		The Group	
	2014 HK\$	2013 HK\$	2014 HK\$	2013 HK\$
Food and beverage	660,029	668,456	3,408,913	3,086,040
Consumable store	543,254	535,426	842,255	799,952
	<u>1,203,283</u>	<u>1,203,882</u>	<u>4,251,168</u>	<u>3,885,992</u>

The amount of inventories carried at net realisable value is HK\$ Nil (2013 : HK\$ Nil).

**19. PROPERTIES HELD FOR RESALE**

	The Group	
	2014 HK\$	2013 HK\$
Properties held for resale	<u>131,010</u>	<u>131,010</u>

The amount of properties held for resale carried at net realisable value is HK\$Nil (2013 : HK\$Nil).

**20. OTHER LOAN**

This amount represents unsecured loan which carries interest at commercial lending rate and has no fixed term for repayment.

#### 十六、佔聯營公司權益（續）

有關本集團應佔該聯營公司之財務資料載列如下

	二零一四 港元	二零一三 港元
除稅溢利及全面收益總額	114,395	158,767

#### 十七、可供出售金融資產

	本公司		本集團	
	二零一四 港元	二零一三 港元	二零一四 港元	二零一三 港元
上市投資：				
— 股本證券於香港上市	7,959,218	8,628,909	115,076,334	119,573,433
非上市證券：				
— 股本證券	53,300	53,300	174,410	174,410
— 投資公司欠款	—	—	4,110,127	4,355,594
	53,300	53,300	4,284,537	4,530,004
	8,012,518	8,682,209	119,360,871	124,103,437

於結算日，除了非上市證券不能依靠公平價值計算，所有可供出售金融資產按公平價值列賬。該等上市投資之公平值乃參考於結算日所報之市價釐定。

#### 十八、存貨

	本公司		本集團	
	二零一四 港元	二零一三 港元	二零一四 港元	二零一三 港元
食物和飲料	660,029	668,456	3,408,913	3,086,040
物料供應	543,254	535,426	842,255	799,952
	1,203,283	1,203,882	4,251,168	3,885,992

並無以可變現淨值計算之存貨額(二零一三：港元無)。

#### 十九、持作出售之物業

	本集團	
	二零一四 港元	二零一三 港元
持作出售之物業	131,010	131,010

所有持作出售之物業之變現淨值額為港元無(二零一三：港元無)。

#### 二十、其他貸款

該筆為無抵押貸款，利息按商業貸款利率計算，並無固定還款期。

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**21. DEBTORS, DEPOSITS AND PREPAYMENTS**

	<b>The Company</b>		<b>The Group</b>	
	<b>2014</b>	<b>2013</b>	<b>2014</b>	<b>2013</b>
	<b>HK\$</b>	<b>HK\$</b>	<b>HK\$</b>	<b>HK\$</b>
Accounts receivable	5,400,225	6,375,331	20,779,770	18,189,554
Other receivables	2,854,733	2,523,502	9,699,952	7,475,620
Deposits	1,794,742	4,150,357	3,821,723	5,865,014
Prepayments	1,076,183	281,298	1,966,515	769,234
Temporary payments	628,648	787,841	1,352,045	1,511,238
	<u>11,754,531</u>	<u>14,118,329</u>	<u>37,620,005</u>	<u>33,810,660</u>

(a) Accounts receivable that are not impaired

The ageing analysis of accounts receivable that are neither individually nor collectively considered to be impaired are as follows:

	<b>The Company</b>		<b>The Group</b>	
	<b>2014</b>	<b>2013</b>	<b>2014</b>	<b>2013</b>
	<b>HK\$</b>	<b>HK\$</b>	<b>HK\$</b>	<b>HK\$</b>
Neither past due nor impaired	3,510,703	3,919,802	4,911,660	6,011,723
Less than 1 month past due	984,777	2,037,176	3,612,461	4,962,141
1 to 3 months past due	611,889	124,735	11,592,706	5,418,224
Over 3 months past due	292,856	293,618	646,043	1,065,466
More than 1 year but less than 2 years past due	—	—	16,900	732,000
	<u>1,889,522</u>	<u>2,455,529</u>	<u>15,868,110</u>	<u>12,177,831</u>
	<u>5,400,225</u>	<u>6,375,331</u>	<u>20,779,770</u>	<u>18,189,554</u>

Receivables that were neither past due nor impaired relate to a wide range of customers for whom there was no recent history of default.

Receivables that were past due but not impaired relate to a number of independent customers that have a good track record with the company and the group. Based on past experience, management believes that no impairment allowance is necessary in respect of these balances as there has not been a significant change in credit quality and the balances are still considered fully recoverable. The company and the group does not hold any collateral over these balances.

(b) Included debtors, deposits and prepayments the balance sheet are the following amounts denominated in currencies other than the functional currency of the group to which they relate:

	<b>The Group</b>	
	<b>2014</b>	<b>2013</b>
Canadian Dollars	<u>872,164</u>	<u>610,299</u>

**22. PLEDGED FIXED DEPOSITS**

Included in pledged fixed deposits in the balance sheet are the following amounts denominated in currencies other than the functional currency of the group to which they relate:

	<b>The Company</b>		<b>The Group</b>	
	<b>2014</b>	<b>2013</b>	<b>2014</b>	<b>2013</b>
Reminbi	<u>—</u>	<u>13,377,848</u>	<u>—</u>	<u>13,377,848</u>

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二十一、應收賬款、按金及預付款

	本公司		本集團	
	二零一四 港元	二零一三 港元	二零一四 港元	二零一三 港元
應收賬款	5,400,225	6,375,331	20,779,770	18,189,554
其他賬款	2,854,733	2,523,502	9,699,952	7,475,620
按金	1,794,742	4,150,357	3,821,723	5,865,014
預付款	1,076,183	281,298	1,966,515	769,234
臨時付款	628,648	787,841	1,352,045	1,511,238
	<u>11,754,531</u>	<u>14,118,329</u>	<u>37,620,005</u>	<u>33,810,660</u>

(甲) 未減值之應收賬款

非單獨或共同被視為減值之應收賬款：

	本公司		本集團	
	二零一四 港元	二零一三 港元	二零一四 港元	二零一三 港元
未過期也未減值	3,510,703	3,919,802	4,911,660	6,011,723
過期少於一個月	984,777	2,037,176	3,612,461	4,962,141
過期多於一個月但少於三個月	611,889	124,735	11,592,706	5,418,224
過期超過三個月	292,856	293,618	646,043	1,065,466
過期超過一年但不多於二年	—	—	16,900	732,000
	<u>1,889,522</u>	<u>2,455,529</u>	<u>15,868,110</u>	<u>12,177,831</u>
	<u>5,400,225</u>	<u>6,375,331</u>	<u>20,779,770</u>	<u>18,189,554</u>

未過期也未減值的應收款項，指的是同近期無拖欠記錄的各類客戶。

過期但未減值的應收款項，指的是與集團有良好記錄的多名獨立客戶。鑒於以往的經驗，由於信貸品質並無重大變化且賬款餘額仍被視為可收回的，故管理層認為無需為這些餘額計提減值備抵。集團並未持有這些餘額的任何抵押品。

(乙) 除有關本集團之功能貨幣外，本集團之應收賬款，按金及預付款面值如下：

	本集團	
	二零一四	二零一三
加元	<u>872,164</u>	<u>610,299</u>

二十二、抵押定期存款

除有關本集團之功能貨幣外，本集團之抵押定期存款貨幣面值如下：

	本公司		本集團	
	二零一四	二零一三	二零一四	二零一三
人民幣	<u>—</u>	<u>13,377,848</u>	<u>—</u>	<u>13,377,848</u>

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**23. BANK BALANCES AND CASH**

	The Company		The Group	
	2014 HK\$	2013 HK\$	2014 HK\$	2013 HK\$
Time deposits with banks	304,877,086	282,629,958	525,480,635	468,202,222
Bank balances and cash	48,431,563	62,764,205	134,110,478	110,627,411
	<u>353,308,649</u>	<u>345,394,163</u>	<u>659,591,113</u>	<u>578,829,633</u>

Short-term time deposits earn interest at the respective short-term deposits rates and all the time deposits have a maturity within three months.

Bank balances carry interest at floating rates based on daily bank deposit rates.

Included in bank balances and cash in the balance sheet are the following amounts denominated in currencies other than the functional currency of the group to which they relate:

	The Company		The Group	
	2014	2013	2014	2013
Canadian Dollars	3,845,559	3,517,171	8,488,737	7,453,623
Renminbi	13,850,537	–	13,850,537	–
United States Dollars	286,654	286,637	292,654	292,637

**24. BORROWING**

	The Group	
	2014 HK\$	2013 HK\$
Bank loan (secured)	<u>44,100,000</u>	<u>44,100,000</u>

The maturity of the above bank loan is as follows:

	The Group	
	2014 HK\$	2013 HK\$
On demand or within one year	<u>44,100,000</u>	<u>44,100,000</u>

The ranges of effective interest rates (which are also equal to contracted interest rates) on the group's borrowing are as follows:

	2014	2013
Effective interest rate:		
Variable-rate bank loan	2.07%	2.03%

The bank loan is secured by certain investment properties and deed of guarantee executed by the company.

The fair value of the group's bank loan is not materially different from the corresponding carrying amounts at the balance sheet date.

二十三、銀行結餘及現金

	本公司		本集團	
	二零一四 港元	二零一三 港元	二零一四 港元	二零一三 港元
銀行定期存款	304,877,086	282,629,958	525,480,635	468,202,222
銀行結餘及現金	48,431,563	62,764,205	134,110,478	110,627,411
	<u>353,308,649</u>	<u>345,394,163</u>	<u>659,591,113</u>	<u>578,829,633</u>

短期定期存款於各自短期存款利率賺取利息及所有定期存款均於三個月內到期。

銀行結餘之利息是根據每日銀行存款以浮息釐定。

除有關本集團之功能貨幣外，本集團之銀行結餘及現金貨幣面值如下：

	本公司		本集團	
	二零一四	二零一三	二零一四	二零一三
加元	3,845,559	3,517,171	8,488,737	7,453,623
人民幣	13,850,537	-	13,850,537	-
美元	286,654	286,637	292,654	292,637
	<u>                    </u>	<u>                    </u>	<u>                    </u>	<u>                    </u>

二十四、借貸

	本集團	
	二零一四 港元	二零一三 港元
銀行借款（有抵押）	<u>44,100,000</u>	<u>44,100,000</u>

以上銀行借款之到期情況如下：

	本集團	
	二零一四 港元	二零一三 港元
一年內或按要求	<u>44,100,000</u>	<u>44,100,000</u>

本集團之借貸有效息率範圍（相等於合約利息利率）如下：

	二零一四	二零一三
有效利息利率：		
浮動利率	2.07%	2.03%

銀行借款以若干投資物業及本公司之擔保協議作抵押。

本集團銀行借款之公平值約為其資產負債表結算日之賬面值。



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**25. AMOUNT DUE TO A RELATED COMPANY**

The amount due to a related company is unsecured, interest free and have no fixed terms for repayment.

**26. AMOUNTS DUE TO DIRECTORS**

The amounts due to directors are unsecured, interest free and have no fixed terms for repayment.

**27. DEPOSITS, CREDITORS AND ACCRUED CHARGES**

Included in deposits, creditors and accrued charges the balance sheet are the following amounts denominated in currencies other than the functional currency of the group to which they relate:

	<b>The Group</b>	
	<b>2014</b>	<b>2013</b>
Canadian Dollars	374,264	349,563

**28. SHARE CAPITAL**

	<b>2014</b>	<b>2013</b>
	HK\$	HK\$
Issued and fully paid :		
238,971 shares with no par value	1,194,855	1,194,855

On 3rd March, 2014, the new Hong Kong Companies Ordinance (Chapter 622) (new CO) came into effect. The new CO abolished the concept of nominal (par) value and authorized share capital for all shares of Hong Kong incorporated companies. Any amount received for issuing equity shares of a company should be recorded as share capital. In accordance with the transition provisions set out in section 37 of schedule 11 to the new CO, any amount standing to the credit of the capital redemption reserve has become part of the company's share capital. There is no impact on the number of shares in issue or the relative entitlement of any of the shareholders as a result of this transition.

**29. TREASURY SHARES**

	<b>The Group</b>	
	<b>Number of treasury shares</b>	<b>Amount HK\$</b>
At 31st December, 2014 and 2013	3,053	22,274,904

Treasury shares represent ordinary shares of the company held by Benefit Asia Limited before Benefit Asia Limited became a subsidiary of the group.

In the opinion of the directors of the company, these treasury shares are held for long-term purposes.

## 二十五、關連公司來項

關連公司來項為無抵押借款，不須付利息，亦無固定還款期。

## 二十六、董事來項

董事來項為無抵押借款，不須付利息，亦無固定還款期。

## 二十七、存入按金、應付款項及應付費用

除有關本集團之功能貨幣外，本集團之存入按金、應付款項及應付費用貨幣面值如下：

	本集團	
	二零一四	二零一三
加元	374,264	349,563

## 二十八、股份資本

	二零一四	二零一三
	港元	港元
已發行及繳足：		
238,971 股無面值	1,194,855	1,194,855

二零一四年三月三日，新公司條例香港法例（第622章）（新公司條例）生效。新公司條例廢除於香港成立的公司之股份面值和法定股本的概念。任何已收款項作發行公司之權益股份應以股份資本入賬。根據新公司條例附表11第37條所載的過渡性條文，作為過渡至無面值制度的一部份，股份溢價賬及資本贖回儲備的貸方結餘均成為本公司股本的一部份。此變動不會對已發行股份的數目或任何成員的相對權利產生影響。

## 二十九、庫存股份

	本集團	
	庫存股份數目	金額 港元
二零一四年及二零一三年十二月三十一日	3,053	22,274,904

庫存股份指 Benefit Asia Limited 成為本公司附屬公司之前持有之本公司普通股。

本集團董事認為，該等庫存股份乃長期持有。

The Luk Hoi Tong Company, Limited and its Subsidiaries

NOTES ON THE FINANCIAL STATEMENTS As at 31st December, 2014

30. RESERVES

	The Company		The Group	
	2014	2013	2014	2013
	HK\$	HK\$	HK\$	HK\$
General reserve :				
Balance at 1st January and 31st December	10,000,000	10,000,000	11,000,000	11,000,000
Retained profits :				
Balance at 1st January	5,212,736,364	5,190,777,459	8,991,326,862	8,893,555,774
Profit for the year	550,395,653	341,900,838	967,084,535	417,713,021
Commission payable out of profits of the company under article 117 :				
Promoters	(38,134,512)	(32,388,373)	(38,134,512)	(32,388,373)
Directors	(57,201,769)	(48,582,560)	(57,201,769)	(48,582,560)
Dividends	(262,868,100)	(238,971,000)	(262,868,100)	(238,971,000)
Balance at 31st December	5,404,927,636	5,212,736,364	9,600,207,016	8,991,326,862
Capital reserve :				
Balance at 1st January	—	—	1,332,208,463	1,332,208,463
Transfer of reserve	—	—	47,273,380	—
Balance at 31st December	—	—	1,379,481,843	1,332,208,463
Asset revaluation reserve :				
Balance at 1st January	—	—	1,961,407,030	1,897,708,191
Gain arising on revaluation of property, plant and equipment	—	—	(60,206,470)	63,698,839
Balance at 31st December	—	—	1,901,200,560	1,961,407,030
Investment revaluation reserve :				
Balance at 1st January	2,423,425	2,142,609	29,774,009	26,016,412
Fair value change on available-for-sale financial assets	(1,066,863)	280,816	(8,163,023)	3,757,597
Balance at 31st December	1,356,562	2,423,425	21,610,986	29,774,009
Exchange fluctuation reserve :				
Balance at 1st January	—	—	22,037,913	31,081,153
Translation loss arising on consolidation of foreign subsidiaries	—	—	(11,261,097)	(9,043,240)
Balance at 31st December	—	—	10,776,816	22,037,913
Share premium :				
Balance at 1st January	—	—	47,273,380	47,273,380
Transfer of reserve	—	—	(47,273,380)	—
Balance at 31st December	—	—	—	47,273,380
Total reserves	5,416,284,198	5,225,159,789	12,924,277,221	12,395,027,657

陸海通有限公司及其附屬公司  
財政報告附註 二零一四年十二月三十一日

三十、 儲備

	本公司		本集團	
	二零一四 港元	二零一三 港元	二零一四 港元	二零一三 港元
普通儲備金：				
一月一日及十二月三十一日 結餘	10,000,000	10,000,000	11,000,000	11,000,000
保留溢利：				
一月一日結餘	5,212,736,364	5,190,777,459	8,991,326,862	8,893,555,774
本年度溢利	550,395,653	341,900,838	967,084,535	417,713,021
依照章程第一一七條指定分配				
創辦人	(38,134,512)	(32,388,373)	(38,134,512)	(32,388,373)
董事	(57,201,769)	(48,582,560)	(57,201,769)	(48,582,560)
股息	(262,868,100)	(238,971,000)	(262,868,100)	(238,971,000)
十二月三十一日結餘	5,404,927,636	5,212,736,364	9,600,207,016	8,991,326,862
資本儲備金：				
一月一日結餘	—	—	1,332,208,463	1,332,208,463
儲備轉移	—	—	47,273,380	—
十二月三十一日結餘	—	—	1,379,481,843	1,332,208,463
物業重估儲備：				
一月一日結餘	—	—	1,961,407,030	1,897,708,191
物業、設備及器材之重估盈利	—	—	(60,206,470)	63,698,839
十二月三十一日結餘	—	—	1,901,200,560	1,961,407,030
投資重估儲備：				
一月一日結餘	2,423,425	2,142,609	29,774,009	26,016,412
可供出售金融資產 之公平價值變動	(1,066,863)	280,816	(8,163,023)	3,757,597
十二月三十一日結餘	1,356,562	2,423,425	21,610,986	29,774,009
綜合賬目匯兌溢額：				
一月一日結餘	—	—	22,037,913	31,081,153
合併海外附屬公司賬項產生之 折算虧損	—	—	(11,261,097)	(9,043,240)
十二月三十一日結餘	—	—	10,776,816	22,037,913
股份溢價賬：				
一月一日結餘	—	—	47,273,380	47,273,380
儲備轉移	—	—	(47,273,380)	—
十二月三十一日結餘	—	—	—	47,273,380
總儲備	5,416,284,198	5,225,159,789	12,924,277,221	12,395,027,657

**The Luk Hoi Tong Company, Limited and its Subsidiaries**

**NOTES ON THE FINANCIAL STATEMENTS** As at 31st December, 2014

**31. BANKING FACILITIES**

- (a) The company and the group have pledged the following amount of fixed deposits in favour of banks to secure general banking facilities granted to the company and the group.

	The Company		The Group	
	2014 HK	2013 HK\$	2014 HK\$	2013 HK\$
Pledged fixed deposits	—	16,975,151	1,634,454	18,589,690

- (b) The group has executed mortgage over one of its investment properties in favour of a bank to secure general banking facilities granted to a joint development partner.

**32. DIRECTORS' REMUNERATION**

	The Company		The Group	
	2014 HK\$	2013 HK\$	2014 HK\$	2013 HK\$
Fees	6,800	6,800	9,000	9,000
Other emoluments	55,314,456	47,686,185	77,824,494	70,231,232
	<u>55,321,256</u>	<u>47,692,985</u>	<u>77,833,494</u>	<u>70,240,232</u>

**33. OPERATING LEASE ARRANGEMENTS**

At the balance sheet date, the group has future minimum lease rental receivable under non-cancellable operating leases falling due as follows:

	The Company		The Group	
	2014 HK\$	2013 HK\$	2014 HK\$	2013 HK\$
Within one year	194,302,037	218,544,163	327,211,031	345,467,750
In the second to fifth years, inclusive	441,545,270	413,789,730	554,726,840	509,731,423
Over five years	66,000,000	115,500,000	67,089,767	115,500,000
	<u>701,847,307</u>	<u>747,833,893</u>	<u>949,027,638</u>	<u>970,699,173</u>

**34. CAPITAL COMMITMENTS**

	The Company		The Group	
	2014 HK\$	2013 HK\$	2014 HK\$	2013 HK\$
Capital expenditure contracted, but not provided for in the financial statements in respect of:				
Renovation of investment properties	—	3,251,554	3,306,343	8,716,098
Purchase of property, plant and equipment	104,293	825,669	104,293	825,669
	<u>104,293</u>	<u>4,077,223</u>	<u>3,410,636</u>	<u>9,541,767</u>

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三十一、銀行信貸

(甲) 本公司及本集團按銀行條款抵押以下定期存款總值以作銀行借貸之擔保。

	本公司		本集團	
	二零一四 港元	二零一三 港元	二零一四 港元	二零一三 港元
抵押定期存款	—	16,975,151	1,634,454	18,589,690

(乙) 合作發展伙伴之一般銀行信貸用本集團其中一項投資物業作抵押。

三十二、董事薪酬

	本公司		本集團	
	二零一四 港元	二零一三 港元	二零一四 港元	二零一三 港元
袍金	6,800	6,800	9,000	9,000
其他薪酬	55,314,456	47,686,185	77,824,494	70,231,232
	55,321,256	47,692,985	77,833,494	70,240,232

三十三、營運租約安排

於資產負債表結算日，於以下期間屆滿之下不可取消營運租約在未來之最低租約應收款如下：

	本公司		本集團	
	二零一四 港元	二零一三 港元	二零一四 港元	二零一三 港元
一年內	194,302,037	218,544,163	327,211,031	345,467,750
第二年至第五年內	441,545,270	413,789,730	554,726,840	509,731,423
第五年以後	66,000,000	115,500,000	67,089,767	115,500,000
	701,847,307	747,833,893	949,027,638	970,699,173

三十四、資本承擔

	本公司		本集團	
	二零一四 港元	二零一三 港元	二零一四 港元	二零一三 港元
未在財務報告中撥備但已訂約之資本費用屬於：				
投資物業裝修	—	3,251,554	3,306,343	8,716,098
購入物業、設備及器材	104,293	825,669	104,293	825,669
	104,293	4,077,223	3,410,636	9,541,767

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**35. RELATED PARTY TRANSACTIONS**

(a) Details of the balances with subsidiaries, associates, a related company and directors are fully described in notes (15), (16), (25) and (26) on the financial statements.

(b) Compensation of key management personnel

The remuneration of key management personnel which are directors of the group during the year was as follows:

	<b>2014</b>	<b>2013</b>
	HK\$	HK\$
Short-term benefits	77,478,494	69,922,190
Post-employment benefits	<u>355,000</u>	<u>318,042</u>
	<u>77,833,494</u>	<u>70,240,232</u>

The above transactions were carried out in the normal course of the group's business on terms mutually agreed between the parties.

**36. CONTINGENT LIABILITIES**

The company have executed corporate guarantees in favour of a bank to secure general banking facilities to the extent of HK\$34,650,000 (2013: HK\$34,650,000) granted to subsidiaries.

**37. POSSIBLE IMPACT OF AMENDMENTS, NEW STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE FOR THE YEAR ENDED 31ST DECEMBER, 2014**

Up to the date of issue of these financial statements, the HKICPA has issued a number of amendments, new standards and interpretations which are not yet effective for the year ended 31st December, 2014 and which have not been adopted in these financial statements.

The group is in the process of making an assessment of what the impact of these amendments, new standards and new interpretations is expected to be in the period of initial application. So far it has concluded that the adoption of them is unlikely to have a significant impact on the group's results of operations and financial position.

### 三十五、關聯方交易

(甲) 於結算日本集團與附屬公司，聯營公司，關連公司及董事之結餘於財務報告附註(十五)，(十六)，(二十五)及(二十六)中披露。

(乙) 主要管理層人員之薪酬  
年內董事及主要管理層其他成員之酬金如下：

	二零一四 港元	二零一三 港元
短期福利	77,478,494	69,922,190
退休福利	355,000	318,042
	<u>77,833,494</u>	<u>70,240,232</u>

以上交易乃以一般業務情況及由訂約人互相同意之條款所協定。

### 三十六、或然負債

本公司按銀行條款以限至港元34,650,000(二零一三：港元34,650,000)作其附屬公司銀行貸款之商業擔保。

### 三十七、截至二零一四年十二月三十一日之會計年度已頒發但尚未生效之修訂、新準則及詮釋原則

可能產生的影響截至本財政報告發行之日，香港會計師公會已頒佈若干項截至二零一四年十二月三十一日止之會計年度尚未生效且尚未為本財政報告所採納的修訂、新準則及詮釋原則。

本集團正在研究這些修訂、新準則及詮釋原則並會在適當的情況下採用它們。暫時總括而言，採納該等修訂、新訂準則及詮釋將不會對本集團營運業績及財務狀況有重大影響。



# INDEPENDENT AUDITOR'S REPORT

**to the Shareholders of The Luk Hoi Tong Co., Ltd.**  
(incorporated in Hong Kong with limited liability)

# 獨立核數師報告

致陸海通有限公司股東  
(於香港註冊成立之有限公司)

We have audited the consolidated financial statements of The Luk Hoi Tong Company, Limited (the "Company") and its subsidiaries (together "the Group") set out on pages 6 to 94, which comprise the consolidated and company balance sheets as at 31st December, 2014, and the consolidated and company statement of profit or loss and other 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 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 80 of Schedule 11 to the new Hong Kong Companies Ordinance (Cap. 622), 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.

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 judgement, 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 the 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 qualified audit opinion.

本核數師(以下簡稱「我們」)已審核列載於第七頁至九十五頁陸海通有限公司(「貴公司」)及其附屬公司(以下簡稱為「貴集團」)的綜合財政報告,此綜合財政報告包括於二零一四年十二月三十一日的綜合及貴公司的資產負債表與截至該日止年度的綜合及貴公司的損益及其他全面收益表、綜合權益變動表和綜合現金流量表,以及主要會計政策概要及其他附註解釋資料。

## 董事就綜合財政報告須承擔的責任

董事須負責根據香港會計師公會頒佈的《香港財務報告準則》及香港《公司條例》編製綜合財政報告,以令綜合財政報告作出真實而公平的反映,及落實其認為編製綜合財政報告所必要的內部控制,以使綜合財政報告不存在由於欺詐或錯誤而導致的重大錯誤陳述。

## 核數師的責任

我們的責任是根據我們的審核對該等綜合財政報告作出意見,並根據香港《公司條例》(第622章)附表11第80條謹向貴公司整體股東作出報告及不作其他用途。我們並不就本報告之內容向任何其他人士負上責任或承擔責任。我們已根據香港會計師公會頒佈的《香港審計準則》進行審核。該等準則要求我們遵守道德規範,並規劃及執行審核,以合理確定綜合財政報告是否不存在任何重大錯誤陳述。

審核涉及執程序以獲取有關綜合財政報告所載金額及披露資料的審核憑證。所選定的程序取決於核數師的判斷,包括評估由於欺詐或錯誤而導致綜合財政報告存在重大錯誤陳述的風險。在評估該等風險時,核數師考慮與貴公司編製綜合財政報告以作出真實而公平的反映相關的內部控制,以設計適當的審核程序,但目的並非對公司內部控制的有效性發表意見。審核亦包括評價董事所採用會計政策的合適性及作出會計估計的合理性,以及評價綜合財政報告的整體列報方式。

我們相信,我們所獲得的審核憑證能得充足和適當地為我們的保留審核意見提供基礎。

# INDEPENDENT AUDITOR'S REPORT

# 獨立核數師報告

to the Shareholders of The Luk Hoi Tong Co., Ltd.  
(incorporated in Hong Kong with limited liability)

致陸海通有限公司股東  
(於香港註冊成立之有限公司)

## Basis for qualified opinion

As stated in Note (12) on the consolidated financial statements, investment properties held outside Hong Kong freehold have not been stated in the consolidated financial statements at their fair value in accordance with Hong Kong Accounting Standard No. 40 as adopted by the group.

## Qualified opinion

In our opinion, except for the effect on the consolidated financial statements of the matter described in the basis for qualified opinion paragraph, the consolidated financial statements give a true and fair view of the state of the affairs of the company and of the group as at 31st December, 2014 and of the profit of the company and of the group and cash flows of the group for the year then ended in accordance with Hong Kong Financial Reporting Standards and have been properly prepared in accordance with the Hong Kong Companies Ordinance.

## 保留意見之基礎

如在綜合財政報告附註(十二)之陳述，於海外持永久業權之投資物業並沒有根據貴集團所採用之香港會計準則第四十號以其公平值列入綜合財政報告中。

## 保留意見

我們認為，除以上陳述在保留意見之基礎對綜合財政報告之影響外，該等綜合財政報告已根據《香港財務報告準則》真實而公平地反映貴公司及貴集團於二零一四年十二月三十一日的事務狀況，及截至該日止年度的利潤與綜合利潤及現金流量，並已按照香港《公司條例》妥為編製。

LI, TANG, CHEN & CO.  
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30 Harbour Road  
Wanchai  
Hong Kong

李湯陳會計師事務所  
執業會計師

香港灣仔  
港灣道30號  
新鴻基中心十樓

19th May, 2015

二零一五年五月十九日