



賬目附註 Notes to the Financial Statements

截至二零零六年十二月三十一日止年度
For the year ended 31 December 2006

31. 經營業務所得現金

31. Cash Generated From Operations

		2006 千美元 US\$'000	2005 千美元 US\$'000
除稅前溢利	Profit before taxation	236,731	187,927
利息費用	Interest expenses	10,856	8,597
利息收入	Interest income	(5,015)	(3,274)
折舊	Depreciation	106,902	94,401
土地租約溢價之攤銷	Amortisation on premium for land lease	1,626	1,382
無形資產之攤銷	Amortisation on intangible assets	1,932	2,354
出售物業、機器及 設備之(收益)虧損	(Gain) Loss on disposal of property, plant and equipment	(1,586)	1,826
出售土地租約溢價之虧損	Loss on disposal of premium for land lease	203	78
物業、機器及設備減值虧損	Impairment loss of property, plant and equipment	17,188	1,400
應佔聯營公司業績	Share of results of associates	(6,860)	(7,508)
出售聯營公司部份權益之收益	Gain on disposal of partial interests in an associate	(938)	(235)
滙率變動之影響	Effect on exchange rate changes	2,823	676
聯營公司淨墊付之減少	Net advances from associates	19,035	6,774
持有按公允價值列賬及 在損益賬處理的金融資產 之已變現及未變現收益	Realised and unrealised gain on financial assets at fair value through profit or loss	(4,893)	(62)
存貨之增加	Increase in inventories	(7,035)	(2,463)
應收帳款之增加	Increase in trade receivables	(6,873)	(11,213)
預付款項及其他應收款項之 增加	Increase in prepayments and other receivables	(218)	(4,407)
應付帳款之增加	Increase in trade payables	38,843	10,009
其他應付款項之增加	Increase in other payables	30,456	39,238
客戶預付款項之增加	Increase in advance payments from customers	1,760	9,240
其他非流動應付款項之減少	Decrease in other non-current payables	(4,870)	(2,745)
員工福利責任之增加	Increase in employee benefit obligations	1,092	906
經營業務所得現金	Cash generated from operations	431,159	332,901



32. 與有關連人士之交易

除於本賬目其他部份披露之交易及餘額以外，以下乃本集團與有關連人士進行之重大交易概要，此等交易乃於本集團之日常業務中進行。

32. Related Party Transactions

In addition to the transactions and balances disclosed elsewhere in the financial statements, the Group entered into the following material related party transactions in the ordinary course of the Group's business.

		2006 千美元 US\$'000	2005 千美元 US\$'000
向下列人物支付薪金及其他短期僱員福利：	Salaries and other short-term employee benefits paid to:		
主要管理人員， 包括如附註10 所披露之董事酬金	Key management personnel, including amounts paid to the Company's directors as disclosed in note 10	2,203	2,200
向下列公司出售貨品：	Sales of goods to:		
聯營公司	Associates	8,168	27,552
本公司若干主要股東 所控制之公司(附註)	Companies under common control by a substantial shareholder of the Company (Note)	10,158	9,911
向下列公司購買貨品：	Purchases of goods from:		
聯營公司	Associates	214,096	168,939
本公司若干主要股東 所控制之公司	Company under common control by a substantial shareholder of the Company	15,054	15,341
本公司若干少數股東之 控股公司	Holding companies of a minority shareholder of subsidiaries of the Company	1,603	—
向下列公司收取加工費用：	Processing charges by:		
聯營公司	An associate	937	1,396
本公司若干主要股東 所控制之公司	Company under common control by a substantial shareholder of the Company	1,380	497
向本集團提供銀行信貸之擔保：	Guarantees provided for securing banking facilities by:		
聯營公司	An associate	7,050	8,058
本公司少數股東之 控股公司	Holding companies of a minority shareholder of subsidiaries of the Company	83,568	54,995

附註：於出售貨品中10,158,000美元(2005: 9,911,000美元)為持續關連交易，就此交易，公司已遵守上市規則第14A章的披露規定。

Note: Sales amounts of US\$10,158,000 (2005: US\$9,911,000) are continuing connected transactions and the Company has complied with the disclosure requirements in accordance with Chapter 14A of the Listing Rules in relation thereto.



賬目附註 Notes to the Financial Statements

截至二零零六年十二月三十一日止年度
For the year ended 31 December 2006

33. 金融風險因素

金融風險

本集團經營活動面臨各種金融風險包括市場風險(如外匯風險、價格風險和利率風險)、信貸風險和流動資金風險。本集團主要的金融工具是直接由業務之營運及活動衍生，為降低本集團金融風險，本集團採用一系列保守的風險管理對策。

(i) 外匯風險

本集團主要面對歐元及美元之外匯風險，大致上由購買海外供應商之機械及設備或其他有關產品及服務產生。本集團在適當時採用遠期外匯合約以降低外匯風險。

(ii) 價格風險

本集團持有之買賣投資及可供出售金融資產分別以公允價值及原值扣除減值虧損計量。故本集團面臨股本價格風險。管理層持續監察市場狀況及被投資公司財務狀況的變動以管理此風險。

33. Financial Risk Management Objectives and Policies

Financial risk factors

The Group's activities expose it to a variety of financial risks including market risk (such as foreign exchange risk, price risk and interest rate risk), credit risk and liquidity risk. The Group's principal financial instruments are arising directly from business activities and operations. In order to minimise the Group's exposure on those financial risk exposure, the Group generally adopted conservative strategies on its risks management.

(i) Foreign exchange risk

The Group is exposed to foreign exchange risk primarily with respect to the Euros and US dollar, mainly arising from purchases of production plant and equipment or other related goods and services from overseas suppliers. The Group enters into foreign exchange forward contracts to reduce foreign exchange risk, if appropriate.

(ii) Price risk

The Group's held for trading investments are measured at fair value and the available-for-sale financial assets are measured at cost less impairment losses. Therefore, the Group is exposed to equity price risk. The management manages this exposure by ongoing monitoring of changes in the market condition and financial condition of the investee companies.



33. 金融風險因素 (續)

(iii) 利率風險

本集團主要面對的風險是來自與市場利率變動有關的本集團長期借貸之浮動利率。本集團管理利息成本的政策是採取由定息及浮息組成之貸款組合並維持約63%之貸款為定息貸款。

本集團於年內對利率之敏感度下降主要是因為不同有息借貸工具之利率下降所致。

(iv) 信貸風險

本集團只與有信譽及信用的第三者交易。客戶如希望以信貸形式交易必須符合信貸批核程序。而用以持續監察其信貸風險的應收賬款反映本集團的壞賬情況不顯著。所有要求超過指定信貸額的客戶需進行信貸評估。於結算日，本集團並無重大的集中信貸風險，其最大之信貸風險主要來自資產負債表內各金融資產之賬面值。

(v) 流動資金風險

本集團定期監察現在及預期之流動資金需求，尤其在資本開支及預付債項方面，以確保有足夠現金儲備及主要金融機構之承諾信貸。

33. Financial Risk Management Objectives and Policies (Continued)

(iii) Interest rate risk

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term borrowings with floating interest rates. The Group's policy is to manage its interest cost using a mix of fixed and variable rate debts and by means of entering into interest rate swap to maintain more than 63% of the Group's borrowings are at a fixed rate of interest.

The Group's sensitivity to interest rates has decreased during the year mainly due to the reduction in variable rate debt instruments.

(iv) Credit risk

The Group trades only with recognised, creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant. Credit evaluations are performed on all customers requiring credit over a certain amount. At the balance sheet date, the Group has no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the balance sheet.

(v) Liquidity risk

The Group's policy is to regularly monitor current and expected liquidity requirements, in particular relating to capital expenditure and repayments of debts, to ensure that it maintains sufficient reserves of cash and adequate committed credit facilities from major financial institutions.



賬目附註 Notes to the Financial Statements

截至二零零六年十二月三十一日止年度
For the year ended 31 December 2006

34. 承擔

34. Commitments

(a) 資本承擔

(a) Capital commitments

		2006	2005
		千美元	千美元
		US\$'000	US\$'000
已訂約但未撥備	Contracted but not provided for	137,601	117,832

(b) 營運租約承擔

(b) Commitments under operating leases

於結算日，根據不可撤銷之經營租約，本集團未來最低租賃付款總額列示如下：

At the balance sheet date, the Group had total future minimum lease payments under non-cancellable operating leases, which are payable as follows:

		2006	2005
		千美元	千美元
		US\$'000	US\$'000
一年內	Within one year	7,640	5,362
於第二年至第五年屆滿 (包括首尾兩年)	In the second to fifth years inclusive	16,523	9,682
五年以上	Over five years	6,736	15,178
		30,899	30,222

上述經營租約包括向本集團的聯營公司租賃若干物業，為期二十五年。上述租賃承擔，只包括對未來基本租金的有關承擔，並不包括參考某些消費指數而定之應付額外租金(如有)的承擔。藏於租賃合同的租金調整附帶內的衍生工具不分開處理，因此合同評定與主合約有密切關係。

The above operating leases include a lease from the Group's associate of certain property for a period of 25 years. The lease commitments above include only the related commitments for future basic rentals and do not include commitments for additional rental payable, if any, by reference to certain consumer index. The contingent rental adjustment represents embedded derivatives in the lease contracts, which have not been separately accounted for as they are considered as closely related to the host lease contracts.



35. 主要附屬公司

主要附屬公司表列如下：

35. Principal Subsidiaries

Details of the principal subsidiaries are as follows:

Name	註冊成立/ 營業地點 Place of incorporation/ operation	註冊資本/ 已發行股本 Registered capital/issued share capital	應佔 股權比例		主要業務 Principal activity
			Proportion of ownership interest		
			直接 Directly	間接 Indirectly	
天津頂益國際食品有限公司 Tianjin Tingyi International Food Co., Ltd.	中國 PRC	US\$66,000,000	100%	—	製造及銷售方便麵 Manufacture and sale of instant noodles
廣州頂益食品有限公司 Guangzhou Tingyi Food Co., Ltd.	中國 PRC	US\$31,000,000	100%	—	製造及銷售方便麵 Manufacture and sale of instant noodles
杭州頂益食品有限公司 Hangzhou Tingyi Food Co., Ltd.	中國 PRC	US\$39,000,000	—	100%	製造及銷售方便麵 Manufacture and sale of instant noodles
康師傅(杭州)方便食品有限公司 Master Kong (Hangzhou) Convenient Food Co., Ltd.	中國 PRC	US\$20,000,000/ US\$17,000,000	—	100%	製造及銷售方便麵 Manufacture and sale of instant noodles
重慶頂益食品有限公司 Chongqing Tingyi Food Co., Ltd.	中國 PRC	US\$22,000,000	—	100%	製造及銷售方便麵 Manufacture and sale of instant noodles
瀋陽頂益食品有限公司	中國 PRC	US\$17,000,000	—	100%	製造及銷售方便麵 Manufacture and sale of instant noodles
武漢頂益食品有限公司 Wuhan Tingyi Food Co., Ltd.	中國 PRC	US\$17,800,000	—	100%	製造及銷售方便麵 Manufacture and sale of instant noodles
西安頂益食品有限公司 Xian Tingyi Food Co., Ltd.	中國 PRC	US\$17,000,000	—	100%	製造及銷售方便麵 Manufacture and sale of instant noodles



賬目附註 Notes to the Financial Statements

截至二零零六年十二月三十一日止年度
For the year ended 31 December 2006

35. 主要附屬公司 (續)

35. Principal Subsidiaries (Continued)

Name	註冊成立/ 營業地點 Place of incorporation/ operation	註冊資本/ 已發行股本 Registered capital/issued share capital	應佔 股權比例 Proportion of ownership interest		主要業務 Principal activity
			直接 Directly	間接 Indirectly	
青島頂益食品有限公司 Qingdao Tingyi Food Co., Ltd.	中國 PRC	US\$5,000,000	—	100%	製造及銷售方便麵 Manufacture and sale of instant noodles
哈爾濱頂益食品有限公司 Harbin Tingyi Food Co., Ltd.	中國 PRC	US\$11,200,000	—	100%	製造及銷售方便麵 Manufacture and sale of instant noodles
福建頂益食品有限公司 Fujian Tingyi Food Co., Ltd.	中國 PRC	US\$4,500,000	—	100%	製造及銷售方便麵 Manufacture and sale of instant noodles
* 新疆頂益食品有限公司	中國 PRC	US\$3,000,000	—	100%	製造及銷售方便麵 Manufacture and sale of instant noodles
台灣康師傅食品股份有限公司	台灣 Taiwan	50,000,000 普通股 每股NT\$10 50,000,000 ordinary shares of NT\$10 each/ NT\$500,000,000	100%	—	製造及銷售方便麵 Manufacture and sale of instant noodles
河北一宛香食品有限公司	中國 PRC	RMB187,500,000	—	100%	製造及銷售方便麵 Manufacture and sale of instant noodles
* 昆明頂益食品有限公司 Master Kong (Kunming) Convenient Food Co., Ltd.	中國 PRC	US\$3,000,000	—	100%	製造及銷售方便麵 Manufacture and sale of instant noodles
天津頂育國際食品有限公司 Tianjin Tingyu International Food Co., Ltd.	中國 PRC	US\$6,000,000	100%	—	製造及銷售方便麵 Manufacture and sale of instant noodles



截至二零零六年十二月三十一日止年度
For the year ended 31 December 2006

35. 主要附屬公司 (續)

35. Principal Subsidiaries (Continued)

Name	註冊成立/ 營業地點 Place of incorporation/ operation	註冊資本/ 已發行股本 Registered capital/issued share capital	應佔 股權比例		主要業務 Principal activity
			Proportion of ownership interest		
			直接 Directly	間接 Indirectly	
* 康師傅(瀋陽)方便食品 有限公司	中國 PRC	US\$6,000,000	—	100%	製造及銷售方便麵 Manufacturing and sale of instant noodles
福滿多投資有限公司	中國 PRC	US\$30,000,000/ US\$25,000,000	—	100%	投資控股 Investment holding
* 淮安福滿多食品有限公司 Huainan Fumanduo Food Co., Ltd	中國 PRC	US\$5,000,000	—	100%	製造及銷售方便麵 Manufacturing and sale of instant noodles
眉山福滿多食品有限公司 Meishan Fumanduo Food Co., Ltd.	中國 PRC	US\$5,000,000	—	100%	製造及銷售方便麵 Manufacturing and sale of instant noodles
* 長沙福滿多食品有限公司	中國 PRC	US\$5,000,000	—	100%	製造及銷售方便麵 Manufacturing and sale of instant noodles
* 鄭州福滿多食品有限公司	中國 PRC	US\$5,000,000	—	100%	製造及銷售方便麵 Manufacturing and sale of instant noodles
* 蘭州福滿多食品有限公司	中國 PRC	US\$5,000,000	—	100%	製造及銷售方便麵 Manufacturing and sale of instant noodles
* 重慶福滿多食品有限公司 Chongqing Fumanduo Food Co., Ltd.	中國 PRC	US\$5,000,000	—	100%	製造及銷售方便麵 Manufacturing and sale of instant noodles
* 咸陽福滿多食品有限公司	中國 PRC	US\$5,000,000	—	100%	製造及銷售方便麵 Manufacturing and sale of instant noodles



賬目附註 Notes to the Financial Statements

截至二零零六年十二月三十一日止年度
For the year ended 31 December 2006

35. 主要附屬公司 (續)

35. Principal Subsidiaries (Continued)

Name	註冊成立/ 營業地點 Place of incorporation/ operation	註冊資本/ 已發行股本 Registered capital/issued share capital	應佔 股權比例 Proportion of ownership interest		主要業務 Principal activity
			直接 Directly	間接 Indirectly	
* 新疆福滿多食品有限公司 Xinjiang Fumanduo Food Co., Ltd.	中國 PRC	US\$3,000,000	—	100%	製造及銷售方便麵 Manufacturing and sale of instant noodles
* 河北福滿多食品有限公司	中國 PRC	US\$5,000,000	—	100%	製造及銷售方便麵 Manufacturing and sale of instant noodles
* 哈爾濱福滿多食品有限公司	中國 PRC	US\$3,000,000	—	100%	製造及銷售方便麵 Manufacturing and sale of instant noodles
* 濟南福滿多食品有限公司	中國 PRC	US\$5,000,000	—	100%	製造及銷售方便麵 Manufacturing and sale of instant noodles
* 東莞福滿多食品有限公司	中國 PRC	US\$5,000,000	—	100%	製造及銷售方便麵 Manufacturing and sale of instant noodles
康師傅方便食品(BVI)有限公司 Master Kong Instant Foods (BVI) Co., Ltd	英屬處女群島 British Virgin Islands ("BVI")	50,000普通股 每股US\$1 50,000 ordinary shares at US\$1 each/ US\$1	100%	—	投資控股 Investment holding
康師傅糕餅(BVI)有限公司 Master Kong Bakery (BVI) Co., Ltd.	英屬處女群島 BVI	50,000普通股 每股US\$1 50,000 ordinary shares at US\$1 each/ US\$1	100%	—	投資控股 Investment holding

賬目附註 Notes to the Financial Statements



截至二零零六年十二月三十一日止年度
For the year ended 31 December 2006

35. 主要附屬公司 (續)

35. Principal Subsidiaries (Continued)

Name	註冊成立/ 營業地點 Place of incorporation/ operation	註冊資本/ 已發行股本 Registered capital/issued share capital	應佔 股權比例		主要業務 Principal activity
			Proportion of ownership interest		
			直接 Directly	間接 Indirectly	
天津龜田食品有限公司 Tianjin Kameda Food Co., Ltd.	中國 PRC	US\$6,000,000	—	50%	製造及銷售米餅產品 Manufacture and sale of rice crackers
天津頂園食品有限公司 Tianjin Tingyuan Food Co., Ltd.	中國 PRC	US\$37,000,000/ US\$34,590,572	100%	—	製造及銷售糕餅產品 Manufacture and sale of bakery products
廣州頂園食品有限公司 Guangzhou Tingyuan Food Co., Ltd.	中國 PRC	US\$22,000,000	100%	—	製造及銷售糕餅產品 Manufacture and sale of bakery products
杭州頂園食品有限公司 Hangzhou Ting Yuan Food Co., Ltd.	中國 PRC	US\$17,000,000	100%	—	製造及銷售糕餅產品 Manufacture and sale of bakery products
杭州珍寶珠食品有限公司 Hangzhou Zhenbaozhu Food & Package Co., Ltd.	中國 PRC	US\$1,400,000	100%	—	製造及銷售糖果 Manufacture and sale of candies
康師傅飲品(BVI)有限公司 Master Kong Beverages (BVI) Co., Ltd	英屬處女群島 BVI	50,000普通股 每股US\$1 50,000 ordinary shares of US\$1 each/ US\$50,000	100%	—	投資控股 Investment holding
康師傅飲品控股有限公司 Tingyi-Asahi-Itochu Beverages Holding Co. Ltd.	開曼群島 Cayman Islands	50,000普通股 每股US\$1 50,000 ordinary shares of US\$1 each/ US\$10,001	—	50.01%	投資控股 Investment holding



賬目附註 Notes to the Financial Statements

截至二零零六年十二月三十一日止年度
For the year ended 31 December 2006

35. 主要附屬公司 (續)

35. Principal Subsidiaries (Continued)

Name	註冊成立/ 營業地點 Place of incorporation/ operation	註冊資本/ 已發行股本 Registered capital/issued share capital	應佔 股權比例 Proportion of ownership interest		主要業務 Principal activity
			直接 Directly	間接 Indirectly	
* 天津頂津食品有限公司 Tianjin Tingjin Food Co., Ltd.	中國 PRC	US\$32,340,000/ US\$29,337,800	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
廣州頂津食品有限公司 Guangzhou Tingjin Food Co., Ltd.	中國 PRC	US\$20,000,000/ US\$17,500,000	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
* 康師傅(廣州)飲品有限公司 Master Kong (Guangzhou) Beverage Co., Ltd.	中國 PRC	US\$14,500,000	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
杭州頂津食品有限公司 Hangzhou Tingjin Food Co., Ltd.	中國 PRC	US\$27,000,000	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
* 康師傅(杭州)飲品有限公司 Master Kong (Hangzhou) Beverage Co., Ltd.	中國 PRC	US\$17,000,000/ US\$14,774,263	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
西安頂津食品有限公司	中國 PRC	US\$12,000,000	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
* 武漢頂津食品有限公司 Wuhan Tingjin Food Co., Ltd.	中國 PRC	US\$31,000,000	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
重慶頂津食品有限公司 Chongqing Tingjin Food Co., Ltd.	中國 PRC	US\$15,000,000/ US\$12,600,000	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages

賬目附註 Notes to the Financial Statements



截至二零零六年十二月三十一日止年度
For the year ended 31 December 2006

35. 主要附屬公司 (續)

35. Principal Subsidiaries (Continued)

Name	註冊成立/ 營業地點 Place of incorporation/ operation	註冊資本/ 已發行股本 Registered capital/issued share capital	應佔 股權比例		主要業務 Principal activity
			Proportion of ownership interest		
			直接 Directly	間接 Indirectly	
瀋陽頂津食品有限公司 Shenyang Tingjin Food Co., Ltd.	中國 PRC	US\$17,000,000	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
青島頂津食品有限公司 Qingdao Tingjin Food Co., Ltd.	中國 PRC	US\$12,000,000	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
福建頂津食品有限公司 Fujian Tingjin Food Co., Ltd.	中國 PRC	US\$12,500,000	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
* 哈爾濱頂津食品有限公司	中國 PRC	US\$12,000,000/ US\$9,400,000	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
* 新疆頂津食品有限公司	中國 PRC	US\$5,000,000	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
* 昆明頂津食品有限公司 Kunming Tingjin Food Co., Ltd.	中國 PRC	US\$5,000,000	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
* 鄭州頂津食品有限公司 Zhengzhou Tingjin Food Co., Ltd.	中國 PRC	US\$13,000,000/ US\$9,000,000	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
* 蘭州頂津食品有限公司	中國 PRC	US\$10,000,000	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
* 康師傅(瀋陽)飲品有限公司	中國 PRC	US\$12,000,000/ US\$11,999,996	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages



賬目附註 Notes to the Financial Statements

截至二零零六年十二月三十一日止年度
For the year ended 31 December 2006

35. 主要附屬公司 (續)

35. Principal Subsidiaries (Continued)

Name	註冊成立/ 營業地點 Place of incorporation/ operation	註冊資本/ 已發行股本 Registered capital/issued share capital	應佔 股權比例 Proportion of ownership interest		主要業務 Principal activity
			直接 Directly	間接 Indirectly	
* 康師傅(西安)飲品有限公司 Master Kong (Xi'an) Beverage Co., Ltd	中國 PRC	US\$12,000,000	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
* 康師傅(天津)飲品有限公司 Master Kong (Tianjin) Beverage Co., Ltd	中國 PRC	US\$12,000,000/ US\$7,587,776	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
* 南京頂津食品有限公司	中國 PRC	US\$5,000,000/ US\$1,000,114	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
* 康師傅(吉林)長白山飲品有限公司 Master Kong (Jilin) The Changbai Mountain Beverage Co., Ltd.	中國 PRC	US\$5,000,000/ US\$1,002,410	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
* 揚州頂津食品有限公司 Yangzhou Tingjin Food Co., Ltd.	中國 PRC	US\$28,500,000/ US\$2,997,563	—	50.01%	製造及銷售飲品 Manufacture and sale of beverages
味全(安吉)乳品專業 牧場有限公司	中國 PRC	US\$2,100,000	100%	—	製造及銷售奶類飲品 Manufacture and sale of milk products
杭州味全食品有限公司 Hangzhou Wei Chuan Food Co., Ltd.	中國 PRC	US\$12,600,000	100%	—	製造及銷售飲品 Manufacture and sale of beverages
天津頂峰澱粉開發有限公司 Tianjin Ting Fung Starch Development Co., Ltd.	中國 PRC	US\$11,000,000	51%	—	製造及銷售改良 馬鈴薯澱物及調味品 Manufacture and sale of modified potato starch and seasoning flavours



截至二零零六年十二月三十一日止年度
For the year ended 31 December 2006

35. 主要附屬公司 (續)

35. Principal Subsidiaries (Continued)

Name	註冊成立/ 營業地點 Place of incorporation/ operation	註冊資本/ 已發行股本 Registered capital/issued share capital	應佔 股權比例		主要業務 Principal activity
			Proportion of ownership interest		
			直接 Directly	間接 Indirectly	
頂益(英屬處女島)國際有限公司 Tingyi (BVI) Int'l Co., Ltd.	英屬處女群島 British Virgin Islands	50,000普通股 每股US\$1 50,000 ordinary shares of US\$1 each/ US\$50,000	100%	—	本集團之採購代理 Purchasing and sales agent for the Group
康師傅(香港)貿易有限公司 Master Kong (HK) Trading Company Limited	香港 HK	HK\$10,000/ HK\$2	100%	—	本集團之產品代理及貿易 Agent and trading of products for the Group
興化頂芳脫水食品有限公司 Xinghua Dinfang Dehydrate Foods Co., Ltd.	中國 PRC	US\$8,600,000	100%	—	製造及銷售脫水蔬菜 Manufacture and sale of dehydrated vegetables
天津頂嘉機械有限公司 Tian Jin Ting Jia Machinery Co., Ltd.	中國 PRC	US\$2,100,000	100%	—	保養及維修廠房及機械 Installation and maintenance of plant and machinery
天津頂育諮詢有限公司 Tianjin Tingyu Consulting Co., Ltd.	中國 PRC	US\$200,000	100%	—	提供管理服務 Provision of management services
天津頂全物業管理有限公司 Tianjin Tingquan Properties Management Co., Ltd.	中國 PRC	US\$210,000	100%	—	提供物業管理及 相關之顧問服務 Provision of property management and related consultancy services
天津頂雅房地產開發有限公司 Tianjin Dingya Property Development Co., Ltd.	中國 PRC	US\$2,100,000	100%	—	物業投資 Property development
天津頂榮實業有限公司 Tianjin Tingrong Enterprise Co., Ltd.	中國 PRC	US\$2,000,000	100%	—	製造及銷售麵粉、油及 包裝物料 Manufacture and sale of flour, oil and packaging materials



賬目附註 Notes to the Financial Statements

截至二零零六年十二月三十一日止年度
For the year ended 31 December 2006

35. 主要附屬公司 (續)

35. Principal Subsidiaries (Continued)

Name	註冊成立/ 營業地點 Place of incorporation/ operation	註冊資本/ 已發行股本 Registered capital/issued share capital	應佔 股權比例 Proportion of ownership interest		主要業務 Principal activity
			直接 Directly	間接 Indirectly	
* 廣州頂雅房地產開發有限公司 Guangzhou Dingya Real Estate Development Co., Ltd.	中國 PRC	US\$1,980,676	38%	62%	物業投資 Property development
天津頂新國際工程顧問有限公司 Tianjin Tingxin International Engineering Consultant Co., Ltd.	中國 PRC	US\$1,700,000	100%	—	提供工程顧問及研究服務 Provision of engineering related consultancy and research service
頂通(BVI)有限公司 Tingtong (BVI) Limited	英屬處女群島 BVI	50,000普通股 每股US\$1 50,000 ordinary shares of US\$1 each/ US\$1,000	100%	—	投資控股 Investment holding
頂通(開曼島)控股有限公司 Tingtong (Cayman Islands) Holding Corp.	開曼群島 Cayman Islands	15,000,000普通股 每股US\$1 15,000,000 ordinary shares of US\$1 each/ US\$2,118,334	—	50.01%	投資控股 Investment holding
* 上海頂通物流有限公司 Shanghai Tingtong Logistics Co., Ltd	中國 PRC	US\$5,000,000	—	50.01%	提供本集團內公司 之物流服務 Logistics services for the Group
* 北京頂通物流有限公司	中國 PRC	US\$500,000	—	50.01%	提供本集團內公司 之物流服務 Logistics services for the Group



截至二零零六年十二月三十一日止年度
For the year ended 31 December 2006

35. 主要附屬公司 (續)

35. Principal Subsidiaries (Continued)

Name	註冊成立/ 營業地點 Place of incorporation/ operation	註冊資本/ 已發行股本 Registered capital/issued share capital	應佔 股權比例		主要業務 Principal activity
			Proportion of ownership interest		
			直接 Directly	間接 Indirectly	
* 廣州頂通物流有限公司	中國 PRC	US\$300,000	—	50.01%	提供本集團內公司 之物流服務 Logistics services for the Group
瀋陽頂通物流有限公司	中國 PRC	US\$300,000	—	50.01%	提供本集團內公司 之物流服務 Logistics services for the Group
重慶頂通物流有限公司 Chongqing Ting Tong Logistics Co., Ltd	中國 PRC	US\$300,000	—	50.01%	提供本集團內公司 之物流服務 Logistics services for the Group
康遠股份有限公司	台灣 Taiwan	NT\$110,000,000	100%	—	投資控股 Investment holding
康權股份有限公司	台灣 Taiwan	NT\$96,000,000	100%	—	投資控股 Investment holding
康俊股份有限公司	台灣 Taiwan	NT\$110,000,000	100%	—	投資控股 Investment holding

* 該等附屬公司註冊為中外合資企業。

* These subsidiaries are registered as Sino-foreign equity joint venture companies.

其他本集團於中國境內之附屬公司均成立及註冊為全資外商企業。

The other subsidiaries in the PRC are established and registered as wholly-owned foreign enterprises.