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(Incorporated in Bermuda with limited liability)

(Stock Code: 00079)

# ANNOUNCEMENT OF INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 JUNE 2014

#### **INTERIM RESULTS**

The board of directors (the "Board") of Century Legend (Holdings) Limited (the "Company") is hereby to present the unaudited condensed consolidated results of the Company and its subsidiaries (the "Group") for the six months ended 30 June 2014. The unaudited consolidated results have been reviewed by the Audit Committee of the Company.

# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June 2014

		Six months en	s ended 30 June		
		2014	2013		
		(Unaudited)	(Unaudited)		
	Notes	HK\$'000	HK\$'000		
Revenue		15,841	15,429		
Cost of sales		(4,492)	(4,263)		
Gross profit		11,349	11,166		
Other income		3,321	824		
Fair value loss on financial assets					
at fair value through profit or loss		(48)	(634)		
Administrative expenses		(20,337)	(12,858)		
Finance costs		(2,371)	(562)		
Fair value gain on investment properties		3,800	13,600		
(Loss)/Profit before income tax	3	(4,286)	11,536		
Income tax expense	4	(216)	(564)		
(Loss)/Profit for the period		(4,502)	10,972		

<sup>\*</sup> For identification purposes only

# **CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME** (Continued)

For the six months ended 30 June 2014

		nded 30 June	
		2014	2013
		(Unaudited)	(Unaudited)
Ne	otes	HK\$'000	HK\$'000
Other comprehensive income			
Item that may be subsequently reclassified to profit or loss			
Revaluation of available-for-sale financial assets		(1,449)	(2,199)
Other comprehensive income for the period		(1,449)	(2,199)
Total comprehensive income for the period		(5,951)	8,773
(Logg)/Duofit for the namind attributable to			
(Loss)/Profit for the period attributable to:		(4 920)	10.607
Owners of the Company		(4,839)	10,607
Non-controlling interests		337	365
		(4,502)	10,972
Total comprehensive income			
for the period attributable to:			
Owners of the Company		(6,288)	8,408
Non-controlling interests		337	365
		(5,951)	8,773
(Logg)/Famings non share attributable to			
(Loss)/Earnings per share attributable to	5		
the owners of the Company – Basic	3	<b>HK(1.59)</b> cents	HK3.56 cents
– Diluted		N/A	HK3.10 cents

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2014

	Notes	As at 30 June 2014 (Unaudited) HK\$'000	As at 31 December 2013 (Audited) HK\$'000
ASSETS AND LIABILITIES			
NON-CURRENT ASSETS			
Property, plant and equipment		3,653	4,166
Investment properties		283,500	279,700
Prepaid land lease payments		3,884	3,946
Available-for-sale financial assets		19,090	20,540
Loan receivables		20,497	590
		330,624	308,942
CURRENT ASSETS			
Inventories		72	73
Prepaid land lease payments		123	123
Financial assets at fair value through			
profit or loss		4,936	5,013
Trade and other receivables and prepayments	6	13,626	13,694
Loan receivables		22,197	44,197
Trust bank balances held on behalf of customers		17,630	2,402
Pledged bank deposits		117,443	121,131
Cash and bank balances		147,310	126,825
		323,337	313,458
CURRENT LIABILITIES			
Trade payables	7	17,978	3,781
Other payables and accruals		5,681	11,252
Obligations under finance leases		121	121
Bank borrowings (secured)		250,545	222,365
		274,325	237,519
NET CURRENT ASSETS		49,012	75,939

# **CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION** (Continued)

As at 30 June 2014

		As at 30 June 2014 (Unaudited)	As at 31 December 2013 (Audited)
	Notes	HK\$'000	HK\$'000
TOTAL ASSETS LESS CURRENT LIABILITIES		379,636	384,881
NON-CURRENT LIABILITIES			
Obligation under finance leases		151	211
Deferred tax liabilities		2,965	2,749
		3,116	2,960
NET ASSETS		376,520	381,921
EQUITY			
Share capital		60,722	60,722
Reserves		312,957	318,695
Equity attributable to the owners of the Company		373,679	379,417
Non-controlling interests		2,841	2,504
TOTAL EQUITY		376,520	381,921

# NOTES TO THE INTERIM FINANCIAL STATEMENTS

For the six months ended 30 June 2014

#### 1. Basis of preparation and principal accounting policies

# (a) Basis of preparation

This unaudited condensed consolidated interim financial statements have been prepared in accordance with accounting principles generally accepted in Hong Kong and comply with Hong Kong Accounting Standard ("HKAS") 34, Interim Financial Reporting, issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The unaudited condensed consolidated interim financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements for the year ended 31 December 2013.

#### (b) Principal accounting policies

The unaudited condensed consolidated financial statements for the six months ended 30 June 2014 have been prepared on the historical cost basis except for investment properties and certain financial instruments that are measured at fair values.

The unaudited condensed consolidated interim financial statements have been prepared in accordance with the same accounting policies adopted in the annual financial statements for the year ended 31 December 2013, except as described below.

#### (c) Adoption of new or revised standards

In the current interim period, the Group has applied, for the first time, all of the new or revised Hong Kong Financial Reporting Standards ("HKFRSs") issued by the HKICPA that are relevant for the preparation of the Group's unaudited condensed consolidated interim financial statements:

Amendments to HKAS 32 Offsetting Financial Assets and Financial Liabilities
Amendments to HKAS 36 Recoverable Amount Disclosures for Non-Financial Assets

The application of the above new or revised HKFRSs has had no material effect on the Group's financial statements.

#### (d) New or revised standards that are not yet effective and have not been early adopted by the Group

The new standards and amendments to standards, potentially relevant to the Group's financial statements, have been issued, but not yet effective for the financial year beginning on 1 January 2014 and have not been early adopted by the Group. The Group is in the process of making an assessment of the potential impact of these new or revised standards.

# 2. Segment information

The Group has identified its operating segments and prepared segment information based on the regular internal financial information reported to the Group's executive directors for their decisions about resources allocation to the Group's business components and review of these components' performance. The business components in the internal reporting to the executive directors, the chief operating decision-makers, are determined following the Group's major product and service lines. The Group is currently organised into the following four operating segments.

Property investments	-	Investing in commercial and residential properties for its rental income potential and for capital appreciation in both Macau and Hong Kong
Health and beauty services	_	Provision of health and beauty services in Hong Kong
Stock broking	_	Provision of stock broking services in Hong Kong
Money lending	_	Provision of commercial and personal loans in Hong Kong

# Segment revenues and results

The following is an analysis of the Group's revenue and results by reportable segments:

	Segment revenue		Segment (lo	Segment (loss)/profit	
		Six months en	nded 30 June		
	2014	2013	2014	2013	
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
Property Investments	5,430	5,354	(1,559)	12,874	
Health and beauty services	7,883	7,311	834	925	
Stock broking	1,633	1,880	212	437	
Money lending	895	884	636	655	
	15,841	15,429	123	14,891	
Unallocated other income Fair value loss on financial assets			1,172	664	
at fair value through profit			(40)	(62.4)	
or loss			(48)	(634)	
Corporate staff costs			(1,772)	(1,774)	
Other corporate and unallocated expenses			(3,761)	(1,611)	
(Loss)/Profit before income tax			(4,286)	11,536	

Revenue reported above represented revenue generated from external customers.

# 2. Segment information (continued)

# Segment revenues and results (continued)

Segment (loss)/profit represents the (loss)/profit incurred/earned by each segment without allocation of central administration costs, other income, fair value loss on financial assets at fair value through profit or loss and corporate staff costs. This is the measure reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance.

# Segment assets and liabilities

	As at 30 June 2014 (Unaudited) <i>HK\$</i> '000	As at 31 December 2013 (Audited) HK\$'000
Segment assets		
Property investments	339,759	296,562
Health and beauty services	2,220	2,327
Stock broking	36,442	23,980
Money lending	43,083	45,097
Total segment assets	421,504	367,966
Available-for-sale financial assets	19,090	20,540
Financial assets at fair value through profit or loss	4,936	5,013
Pledged bank deposits	117,443	121,131
Short-term bank deposits	41,380	49,435
Other corporate and unallocated assets	49,608	58,315
Consolidated total assets	653,961	622,400
Segment liabilities		
Property investments	45,723	62,475
Health and beauty services	1,140	1,258
Stock broking	17,982	3,942
Money lending	44	88
Total segment liabilities	64,889	67,763
Deferred tax liabilities	2,965	2,749
Bank borrowings	208,990	169,000
Other corporate and unallocated liabilities	597	967
Consolidated total liabilities	277,441	240,479

# 2. Segment information (continued)

#### Segment assets and liabilities (continued)

For the purposes of monitoring segment performance and allocating resources between segments:

- all assets are allocated to reportable segments other than available-for-sale financial assets, financial
  assets at fair value through profit or loss, certain short-term bank deposits and pledged bank deposits
  which are managed on group basis and corporate assets; and
- all liabilities are allocated to reportable segments other than deferred tax liabilities, certain bank borrowings which are managed on group basis and corporate liabilities.

#### Other segment information

			Fair value	e gain on			Addition to	specified	Deprecia	tion and
	Interest	income	investment properties		Finance	e costs	non-current assets		amortisation	
					Six months er	ided 30 June				
	2014	2013	2014	2013	2014	2013	2014	2013	2014	2013
	(Unaudited)	(unaudited)	(Unaudited)	(unaudited)	(Unaudited)	(unaudited)	(Unaudited)	(unaudited)	(Unaudited)	(unaudited)
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Property investments	2,134	148	3,800	13,600	2,371	562	_	6	300	333
Health and beauty services	_	_	_	_	_	_	_	205	64	74
Stock broking	289	422	_	-	-	-	6	49	25	25
Money lending	896	884								
	3,319	1,454	3,800	13,600	2,371	562	6	260	389	432
Unallocated	1,016	469					1	1,105	193	153
Total	4,335	1,923	3,800	13,600	2,371	562	7	1,365	582	585

# Geographical information

The geographical location of the specified non-current assets (i.e. non-current assets excluding financial assets) is based on the physical location of the asset. The geographical location of customers is based on the location at which the services were provided or the goods delivered.

The following is an analysis of the carrying amount of specified non-current assets and revenue from external customers, analysed by the geographical location.

# 2. Segment information (continued)

#### Geographical information (continued)

	<b>Specified non-current assets</b>		Revenue from external	
	As at	As at <b>customers</b>		mers
	30 June	31 December	Six months en	nded 30 June
	2014	2013	2014	2013
	(Unaudited)	(Audited)	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Hong Kong (domicile)	229,739	228,137	14,599	14,187
Macau	61,298	59,675	1,242	1,242
	291,037	287,812	15,841	15,429

#### 3. (Loss)/Profit before income tax

(Loss)/Profit before income tax is arrived at after charging the following:

		Six months ended 30 June		
		2014	2013	
		(Unaudited)	(Unaudited)	
		HK\$'000	HK\$'000	
(a)	Finance costs			
	Interest on borrowings	2,364	555	
	Other finance costs		7	
	Total finance costs recognized in profit or loss	2,371	562	
(b)	Other items			
	Fair value loss on financial assets at fair value			
	through profit or loss	48	634	
	Depreciation and amortisation	582	585	

# 4. Income tax expense

No provision for Hong Kong profits tax has been made as the Group did not derive any assessable profit for the six months ended 30 June 2014 and 2013.

The Group has available tax losses as at 31 December 2013 for offsetting against future profits. No deferred tax assets have been recognised as the directors consider that it is uncertain that they will crystallize in the foreseeable future.

Pursuant to the tax rules and regulations of Macau, the subsidiaries in Macau are liable to Macau Profits Tax at the rate of 12% for the six months ended 30 June 2014 and 2013.

# 5. (Loss)/Earnings per share attributable to the owners of the Company

The calculation of basic (loss)/earnings per share attributable to the owners of the Company for the period is based on the loss attributable to the Company's owner of HK\$4,839,000 (six months ended 30 June 2013: profit of HK\$10,607,000) and the weighted average of 303,609,597 (six months ended 30 June 2013: 297,669,597) shares in issue during the six-month period.

For six months ended 30 June 2014, diluted loss per share amount was not presented because the impact of the exercise of the share options was anti-dilutive.

For six months ended 30 June 2013, the calculation of diluted earnings per share is based on the profit attributable to the equity shareholders of HK\$10,607,000 and the weighted average number of 342,212,354 ordinary shares after adjusting for the effects of all dilutive potential ordinary shares under the Company's share option scheme.

#### 6. Trade and other receivables and prepayments

	30 June	31 December
	2014	2013
	(Unaudited)	(Audited)
	HK\$'000	HK\$'000
Trade receivables (Note)	7,728	9,753
Less: provision for impairment	(281)	(281)
Trade receivables, net	7,447	9,472
Other receivables and deposits	6,179	4,222
	13,626	13,694

Note:

The Group's trade receivables as at 30 June 2014 mainly represented the receivable balances in respect of the Group's stock broking business. The Group allows a credit period up to the settlement dates of their respective transactions (normally two business days after the respective trade dates) except for margin client receivables which are repayable on demand.

# 6. Trade and other receivables and prepayments (Continued)

The majority of the Group's revenue is on cash basis. The remaining balances of revenue are on credit terms of thirty-sixty days. At 30 June 2014, the ageing analysis of the trade receivables, net of provision for impairment, is as follows:

	30 June	31 December
	2014	2013
	(Unaudited)	(Audited)
	HK\$'000	HK\$'000
Repayable on demand – margin receivables	4,620	3,885
0-30 days	2,387	4,914
31-60 days	76	220
61-90 days	181	129
Over 90 days	183	324
	7,447	9,472

# 7. Trade Payables

As at 30 June 2014, the ageing analysis (based on invoice date) of the Group's trade payables is as follows:

	30 June	31 December
	2014	2013
	(Unaudited)	(Audited)
	HK\$'000	HK\$'000
Repayable on demand		
- Trust bank balances for funds placed by customers	17,467	2,235
0-30 days	466	1,481
31-60 days	45	65
	17,978	3,781

#### **BUSINESS REVIEW AND PROSPECTS**

# **Overall Performance**

The unstable global recovery and slow down of the Chinese economy have attributed to Hong Kong's GDP slipped to 2.5% in the first quarter of 2014, down from 2.9% in the fourth quarter of 2013. Retail sales growth has also slowed with the recent drop in Mainland Chinese visitors and the anti-gifting measures advocated by the Mainland government, leading to expectations that the local economy will expand at a slower annual pace than the above 3% growth forecast in early 2014.

For the six months ended 30 June 2014, the Group recorded a turnover of HK\$15,841,000, representing a 2.7% increase from the corresponding period of last year (1H2013: HK\$15,429,000). Gross profit for the period under review was HK\$11,349,000, representing a 1.6% increase from the corresponding period of last year (1H2013: HK\$11,166,000).

The Group incurred a net loss of HK\$4,502,000 compared to a net profit of HK\$10,972,000 from the corresponding period of last year. The plunge in net results was mainly attributed to the immense drop in fair value gain on investment properties of HK\$9,800,000 in addition to an unrealized exchange loss of HK\$5,349,000 derived from bank deposits denominated in RMB as at 30 June 2014. Before the fair value gain on investment properties and its related income tax expenses plus unrealized exchange loss, the Group incurred loss of HK\$2,737,000 verses HK\$2,064,000 the same period last year.

#### **Property Investment Business**

In the second quarter of 2014, property investment volume rose to its highest level since the fourth quarter of 2012, several months before the Double Stamp Duty was introduced. A concession introduced in May allowing end users with more flexibility has helped stimulate the market and release pent-up demand especially in the residential sector. Amid stable conditions of high liquidity and low interest rates, and the recent wake of activity, non-residential capital values edged slightly upward in the second quarter of 2014 as manifested that all of our fair value gain on investment properties came from commercial properties. During the reviewing period, the Group made no purchase or sale of investment properties. Nonetheless with improved market sentiment, the Group is as keen as ever to identify opportunities and execute its short and long term strategies and consider shifting focus to properties in emerging and noncore areas with more attractive upside potential.

During the first half of 2014, our properties portfolio in Macau and Hong Kong contributed desirable rental income of HK\$5,430,000 (1H2013: HK\$5,354,000) to the Group while fair value of our investment properties increased HK\$3,800,000, with the fair value gain down by 72% from the same period last year. These properties comprised of retail, office and residential units are anticipated to provide steady but slower capital appreciation in the remaining year and remain to serve as a stable income base to the Group.

# **Health and Beauty Business**

Health and beauty business continues to be a stable contributor to the revenue of the Group. For the first half of 2014, the Health and Beauty business segment reported a turnover of HK\$7,883,000 representing a 7.8% increase compared to the corresponding period last year. However segment net profit for the period was cut by 9.8% from the same period last year to HK\$834,000.

Substantial increase in rental expense after renewal of tenancy in May 2013 is major cause for the diminished segment net profit while cost inflation is another factor. To keep our competitive edge, management team will strive to keep cost low by implementing very stringent cost controls while at the same time improve income stream by recruiting new talents and exploring new service and marketing strategies.

During the period under review, the Group is pleased to announce that in addition to caring company award and ERB Manpower Developer – SME Award, our premium hair salon "Headquarters" was awarded for the first time with "The Hong Kong Corporate Citizenship Logo" by the Hong Kong Productivity Council in recognition of our devotion to community services, caring for our employees and commitment to environmental protection.

# **Other Business Segments**

During the first half of 2014, the stock brokerage business segment recorded a turnover and segment profit of HK\$1,633,000 and HK\$212,000, which had decreased 13.1% and 51.5% respectively over the same period last year. Transaction volume had shrunk substantially for the reviewing period in the presence of a volatile equity market as the Hang Sang Index dropped twice by more than 9% its highest level from beginning of January in early February and mid March. As a small sized stock brokerage company, we faced increasing challenge to profit from high fixed operation costs against a shrinking turnover as transaction volume contracted. To mitigate the inherent market risk and credit risk in the business, the management will continue to monitor strict credit control and look out for opportunities that could arise with the imminent launch of the "Through Train" scheme which is expected to increase Mainland Chinese equity investments in Hong Kong and demand for local brokerage services.

Money lending business contributed a turnover of HK\$895,000 during the first six months of 2014, slightly increased 1.2% compared to the same period last year. The segment recorded a profit of HK\$636,000, compared to a profit of HK\$655,000 same period last year. This increased our return on surplus cash in the low interest environment.

# **Prospects**

Looking ahead, the economic environments of both Hong Kong and Macau are still full of uncertainties in the second half of 2014 and they, as highly external-oriented economies, will inevitably be affected by external economic factors. In the wake of continuous improvements in the economy of the United States, the U.S. Government has gradually decreased the amount of bond purchase. It is expected that the market will face pressure for interest increment and rate hike cycle may start sooner than expected. In Europe, the overall economy continues its sluggish recovery, and the recent conflicts in Ukraine have heightened the tension between Russia and the western countries in Europe and America. Such geopolitical clashes will intensify the instability in the European regions, which will slow down the pace of their economic recovery.

Hong Kong and Macau also have their own issues. In Hong Kong, the disputes over various issues have led to widely different political stands in society. The hot topics such as electing the Chief Executive of Hong Kong by universal suffrage in 2017, the integration between Hong Kong and Mainland China, and the necessity to modify the Individual Visit Scheme keep evolving into heated debates, resulting in internal dissension and friction in Hong Kong society. To make matters worse, it seems that such conditions are deteriorating, which will weaken the competitive edges of Hong Kong and drag down its economic development. In Macau, under the strict anti-corruption measures implemented in China, the growth in gaming revenue has started to slow down. As the most important and principal industry of Macau, the gaming industry has across-the-board influence on different sectors of Macau's economy. If such deceleration persists, the economic growth in Macau will certainly be dampened.

The above uncertainties will have impacts on the economic development of both Hong Kong and Macau. Despite a somewhat dim prospect, we remain optimistic about the performance of all of the business segments of the Group in the second half of the year. In respect of the property investment business, leases of the properties in Macau held by the Group will expire successively in the second half of the year, and the Group is making progress in letting out and renewal of leases. The rentals from new leases are expected to record an increase to a certain extent, which will improve the overall rental income of the Group as well as contributing stable income to the Group in the long run. In addition to enhancing the value of the Group's existing properties, we will actively seek opportunities and capitalize on the healthy financial condition of the Group by identifying quality properties with a view to optimizing the Group's profile of investment properties.

The Group's securities agency business may not perform as well as anticipated in 2014 due to the intense market competition and unforeseeable staff turnover issues. However, we will make every effort in adjusting the business strategies to minimize such discrepancy. For other businesses, we will implement the plans with the budgets made in the beginning of the year. We are confident that the goals then set for all the other business segments of the Group will be achieved by the end of the year, except for the aforementioned securities agency business.

#### FINANCIAL REVIEW

#### **Liquidity and Financial Resources**

As at 30 June 2014, the Group had a cash and bank balance including pledged bank deposits of HK\$264,753,000 and net current assets of HK\$49,012,000. The current ratio (calculated as the current assets to the current liabilities) of the Group as at 30 June 2014 was approximately 1.18 (31 December 2013: 1.32). The Group maintained a strong working capital position during the reviewing period.

The sales and purchase of the Group are mainly denominated in Hong Kong dollars. The Directors consider that the Group's exposure to fluctuations in exchange rates was minimal.

During the period under review, the Group's certain investment properties and certain bank deposits were pledged to banks to secure the bank borrowing of approximately HK\$250,545,000, which is denominated in Hong Kong dollars and bearing interest at floating rate. Neither the Company nor the Group had any significant contingent liabilities as at 30 June 2014 (31 December 2013: Nil). The Group had no significant capital commitments as at 30 June 2014 (31 December 2013: Nil).

#### **Capital Structure of the Group**

During the period under review, the Group had total equity HK\$376,520,000, HK\$272,000 fixed rate liability, HK\$250,545,000 floating rate liability and HK\$26,624,000 interest-free liabilities, representing 0.07%, 66.5% and 7.1% of the Group's total equity respectively. The gearing ratio (calculated as the total long term loan to the total shareholders' equity) of the Group as at 30 June 2014 was approximately 0.04% (31 December 2013: 0.06%).

#### **Interim Dividend**

The Directors do not recommend the payment of an interim dividend for the six months ended 30 June 2014.

#### EMPLOYEE AND REMUNERATION POLICY

For the period ended, the Group employed approximately a total of 40 employees (30 June 2013: 40) with staff costs excluding directors' emoluments amounted to HK\$4,289,000 (30 June 2013: HK\$4,222,000).

The Group's emoluments policies are formulated on the performance of individuals and are competitive to the market. Employee remuneration is reviewed and determined by management annually based on both employees' individual and Group's overall performance.

# PURCHASE, SALES OR REDEMPTION OF LISTED SECURITIES

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

#### CORPORATE GOVERNANCE

#### Compliance with the Code of Best Practice of the Listing rules

The Company has complied with the Code on Corporate Governance Practices in Appendix 14 to the Listing Rules (the "Code") during the period under review, save for the deviations set out below.

#### **Code A.2.1**

As at 30 June 2014, Mr. TSANG Chiu Mo Samuel is the Executive Chairman of the Company and no Chief Executive Officer has been appointed. The responsibilities of Chief Executive Officer have been carried out by Mr. TSANG Chiu Mo Samuel. The Board believes that it is in the best interest of the Company and the shareholders as a whole for Mr. TSANG Chiu Mo Samuel, who is knowledgeable in the business of the Group and possesses the essential leadership skills to guide discussions of the Board in an effective manner, to continue to carry out the responsibilities of Chief Executive Officer, which ensures on the effectiveness and efficiency of the decision making process of the Board.

# **AUDIT COMMITTEE**

The Audit Committee has reviewed with management the accounting principles and practices adopted by the Group and discussed internal controls and financial reporting matters including a review of the unaudited condensed financial statements for the six months ended 30 June 2014 with the directors.

#### MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code set out in Appendix 10 of the Listing Rules. Upon enquiry by the Company, all Directors have confirmed that they have complied with the required standards set out in the Model Code throughout the six months ended 30 June 2014.

By Order of the Board

CHU MING TAK EVANS TANIA

Executive Director

Hong Kong, 22 August 2014

As at the date hereof, the board of directors of the Company comprises of seven directors, of which four are executive directors, namely Mr. Tsang Chiu Mo Samuel, Mr. Tsang Chiu Ching, Ms. Tsang Chiu Yuen Sylvia and Ms. Chu Ming Tak Evans Tania; and three are independent non-executive directors, namely Mr. Hui Yan Kit, Mr. Wong Tak Ming Gary and Mr. Au Chi Wai Edward.