



## **TYSAN HOLDINGS LIMITED**

(Incorporated in Bermuda with limited liability)

(Stock code : 687)

### **INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2008**

For the six months ended 30 September 2008, the Group achieved a record profit attributable to equity holders of the Company of HK\$298 million, a 6-time increase (30 September 2007: HK\$42 million) over the same period, representing HK\$0.36 per share while turnover jumped 1.6 times to HK\$1,993 million (30 September 2007: HK\$749 million).

#### **Hong Kong Market**

##### **Foundation Piling**

The Group's foundation division continued to benefit from the buoyant momentum of the industry and achieved outstanding performance. For the period under review, turnover of the Group's foundation division increased by 29% to HK\$740 million while contribution to profit rose by 64% to HK\$97 million as compared to HK\$59 million in the last corresponding period. The Group's major contracts on hand include, inter alia, Cathay Pacific's cargo terminal, K. Wah, Nan Fung and Sino Land's joint venture development at Welfare Road, Kerry's project in Wong Tai Sin and Sun Hung Kai's project at Hoi Fai Road.

##### **Other Construction Related Sectors**

During the period under review, turnover and contribution of the Group's electrical and mechanical engineering division and building construction division were HK\$172 million and HK\$16 million respectively. In view of developers taking a more cautious attitude, competition is likely to intensify.

During the period under review, turnover of the Group's machinery leasing and trading division was HK\$8 million, while attaining a close to breakeven result. With the slowdown of the machinery leasing and trading market, the Group expects the division's coming contribution to remain flat.

## **PRC Market**

### **Property development and investment**

This is the first financial year which reflects the sale proceeds of The Waterfront, a residential development in Shanghai which comprises 9 towers with a total GFA of 147,000 sqm. For the period under review, a total of HK\$1.1 billion was recognized as revenues while contribution to profit amounted to HK\$486 million. The latest selling price was around Rmb30,000 per sqm while remaining area available for sale is approximately 67,000 sqm. In addition to the existing Metro Lines 3 and 4, the opening of Metro Line 7 in 2009 will further enhance the convenience of The Waterfront's unique feature of direct access to the Metro station. With its inner ring location, accessibility and acclaimed property management, the Group expects the development to continue to achieve positive response from the market.

In view of the gradual pickup of growth momentum in Tianjin, the Group has scheduled to launch the pre-sale of The Riverside, its residential development project located along Haihe in Hexi District in 2009.

In December 2007, the Group acquired a site located at Huanggu District in Shenyang which has a total GFA of about 165,000 sqm. The project is currently in the planning stage and is intended to be developed into a quality residential and commercial development.

The Group's investment properties in Shanghai and Tianjin have continued to enjoy steady recurrent income and satisfactory occupancy rates. Turnover of the property investment division during the period under review amounted to HK\$52 million while contribution to profit, after excluding revaluation and sale of investment properties, amounted to HK\$24.3 million as compared to HK\$28.8 million in the last corresponding period.

### **Prospects**

The global financial turmoil has overshadowed the general outlook of Hong Kong's economy which in turn has affected the prospect of the construction industry. On the positive side, this has pressured the Hong Kong government to act decisively in the implementation of the 10 major infrastructure projects. Since foundation piling is in the earliest stage of construction, we expect the Group will be one of the first to benefit from these coming projects. Foreseeing the growing negative sentiment of Macau's gaming-driven economy, the Group has decided to strategically relocate its Macau's resources back to Hong Kong. This has proved to be a sound move and the Group remains positive about the business outlook of the foundation industry.

The central government has issued a series of stimulus measures to expand domestic demand and stimulate economic growth. In particular, the substantial cut in interest rate, reduction of deed tax and transaction related fees help boost the real estate market. Although the focus of these policies is mainly on "ordinary housing", it will stimulate transactions and at the same time radiate a positive signal to the overall market sentiment. Despite the global economic slowdown, the Group is of the view that China will remain as one of the fastest growing economies and also to be one of the first countries to rebound from the financial crisis. The Group will continue to seek for opportunities in China while remain prudent in managing its property projects with diligence.

## **Financial Review**

The Group continues to adopt a prudent financial policy and maintains a sound capital structure with healthy cashflow. As at 30 September 2008, the Group's cash on hand was approximately HK\$422 million (31 March 2008: HK\$247 million) while total assets and net assets (excluding minority interests) were approximately HK\$3,671 million (31 March 2008: HK\$3,698 million) and HK\$1,172 million (31 March 2008: HK\$859 million) respectively. As at 30 September 2008, the Group's working capital amounted to HK\$335 million (31 March 2008: HK\$68 million).

The Group's net borrowings were HK\$267 million as compared to HK\$277 million in the previous period. Net debt to equity (including minority interests) gearing ratio was 14% as compared to 19% in the last period. As at 30 September 2008, contingent liabilities in relation to guarantees of performance bonds increased from HK\$136 million to HK\$220 million while guarantees for end user mortgage loans amounted to HK\$102 million (31 March 2008: HK\$281 million). Certain of the Group's assets with a book value of approximately HK\$682 million have been pledged to secure certain banking facilities of the Group. The Group's bank borrowings were mostly denominated in Hong Kong dollars but Renminbi loan facilities have also been arranged for its PRC subsidiaries. Currency exposure in the Renminbi borrowings has been hedged by the Group's Renminbi assets and revenue generated by its PRC properties.

## **Employment and Remuneration Policies**

The Group, including its subsidiaries and joint ventures in Hong Kong and the PRC, employed approximately 1,330 employees as at 30 September 2008. The Group's remuneration policies are primarily based on prevailing market salary levels and the performance of the respective companies and individuals concerned. Fringe benefits include provident fund, medical insurance and training. In addition, share options may also be granted in accordance with the terms of the Group's approved share option scheme.

## **Interim Dividend**

The Board has resolved to declare an interim dividend of HK1 cent (2007: HK1 cent) per ordinary share for the six months ended 30 September 2008. The interim dividend will be payable on 16 January 2009 to shareholders whose names appear on the Company's register of members on 2 January 2009.

## **Closure of Register of Members**

The register of members of the Company will be closed on 2 January 2009, and no transfer of shares of the Company will be registered on this day. In order to qualify for entitlement to the interim dividend for the six months ended 30 September 2008, all transfers for shares of the Company accompanied by the relevant share certificates and the appropriate transfer forms must be lodged for registration with the Company's Branch Share Registrar in Hong Kong, Tricor Tengis Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Wednesday, 31 December 2008.

## Consolidated Income Statement

	<i>Notes</i>	2008 HK\$'000 <i>Unaudited</i>	2007 HK\$'000 <i>Unaudited</i>
REVENUE	2	1,992,588	749,140
Cost of sales		<u>(1,366,245)</u>	<u>(660,484)</u>
Gross profit		626,343	88,656
Other income and gains	3	9,656	13,508
Selling expenses		(10,235)	(4,500)
Administrative expenses		(23,890)	(19,097)
Changes in fair value of investment properties		(26,970)	933
Other expenses		(6,535)	(4,724)
Finance costs		<u>(11,574)</u>	<u>(8,875)</u>
PROFIT BEFORE TAX	4	556,795	65,901
Tax	5	<u>(200,821)</u>	<u>(10,393)</u>
PROFIT FOR THE PERIOD		<u>355,974</u>	<u>55,508</u>
Attributable to:			
Equity holders of the Company		298,321	41,960
Minority interests		<u>57,653</u>	<u>13,548</u>
		<u>355,974</u>	<u>55,508</u>
DIVIDEND	6	<u>8,382</u>	<u>8,375</u>
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY	7		
Basic		<u>35.61 cents</u>	<u>5.01 cents</u>
Diluted		<u>35.59 cents</u>	<u>N/A</u>

## Consolidated Balance Sheet

		As at 30 September 2008	As at 31 March 2008
	<i>Notes</i>	HK\$'000 <i>Unaudited</i>	HK\$'000 <i>Audited</i>
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	8	197,696	194,376
Investment properties		1,210,660	1,210,660
Prepaid land lease payments		104,957	106,347
Properties under development		278,389	254,512
Deposit paid for land acquisition		351,039	177,536
Other assets		1,030	1,020
Total non-current assets		<u>2,143,771</u>	<u>1,944,451</u>
<b>CURRENT ASSETS</b>			
Property under development		113,407	529,966
Equity investments at fair value through profit or loss		6,091	14,452
Inventories		20,897	18,006
Properties held for sale		417,864	303,521
Amounts due from customers for contract works		81,548	78,703
Trade receivables	9	426,828	284,000
Other receivables, prepayments and deposits		35,522	238,677
Tax prepaid		2,854	40,157
Time deposits		140,770	28,768
Restricted cash		—	3,537
Cash and bank balances		281,419	214,225
Total current assets		<u>1,527,200</u>	<u>1,754,012</u>
<b>CURRENT LIABILITIES</b>			
Trade payables and accruals	10	497,028	221,967
Other payables, deposits received and receipts in advance		78,687	70,883
Amounts due to customers for contract works		93,446	166,399
Deposits received from properties sold		25,834	—
Deposits received from pre-sale of properties under development		—	927,714
Interest-bearing bank borrowings		346,214	255,075
Tax payable		150,614	43,566
Total current liabilities		<u>1,191,823</u>	<u>1,685,604</u>
<b>NET CURRENT ASSETS</b>		<u>335,377</u>	<u>68,408</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>2,479,148</u>	<u>2,012,859</u>

## Consolidated Balance Sheet (Continued)

		As at 30 September 2008	As at 31 March 2008
	<i>Notes</i>	HK\$'000 <i>Unaudited</i>	HK\$'000 <i>Audited</i>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>2,479,148</u>	<u>2,012,859</u>
<b>NON-CURRENT LIABILITIES</b>			
Interest-bearing bank borrowings		342,845	268,399
Deferred tax liabilities		<u>253,099</u>	<u>251,076</u>
Total non-current liabilities		<u>595,944</u>	<u>519,475</u>
Net assets		<u>1,883,204</u>	<u>1,493,384</u>
<b>EQUITY</b>			
<b>Equity attributable to equity holders of the Company</b>			
Issued capital	11	83,821	83,746
Reserves		<u>1,087,904</u>	<u>775,123</u>
		1,171,725	858,869
Minority interests		<u>711,479</u>	<u>634,515</u>
Total equity		<u>1,883,204</u>	<u>1,493,384</u>

## **Notes to Unaudited Interim Financial Statements**

### **1. Basis of preparation and Accounting policies**

The unaudited interim financial statements have been prepared in accordance with the applicable disclosure provisions of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “Listing Rules”) and the Hong Kong Accounting Standard (“HKAS”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and should be read in conjunction with the annual financial statements for the year ended 31 March 2008.

The accounting policies used in the preparation of the unaudited interim financial statements are consistent with those adopted in the annual financial statements for the year ended 31 March 2008.

During this period, the Group has applied for the first time a number of new interpretations issued by the HKICPA, which are effective for accounting periods commencing on or after 1 April 2008. The adoption of these new interpretations had no material effect on the results or financial position of the Group for the current or prior accounting periods.

The Group has not early adopted any new accounting and financial reporting standards, amendments to existing standards and interpretations which have been issued but are not yet effective.

The unaudited interim financial were approved and authorized for issue by the board of directors on 16 December 2008.

## 2. Segment information

### (a) Business segments

The following tables present revenue and profit/(loss) for the Group's business segments for the six months ended 30 September:

	Foundation piling	E&M engineering and building construction	Machinery hiring and trading	Property investment and management	Property development	Unallocated	Eliminations	Consolidated
	2008 HK\$'000	2008 HK\$'000	2008 HK\$'000	2008 HK\$'000	2008 HK\$'000	2008 HK\$'000	2008 HK\$'000	2008 HK\$'000
Segment revenue:								
Sales to external customers	739,975	94,077	7,838	52,371	1,098,327	—	—	1,992,588
Intersegment sales	103	78,055	771	—	—	—	(78,929)	—
Total	<u>740,078</u>	<u>172,132</u>	<u>8,609</u>	<u>52,371</u>	<u>1,098,327</u>	<u>—</u>	<u>(78,929)</u>	<u>1,992,588</u>
Segment results	97,367	16,307	(259)	(2,690)	486,155	(29,831)	—	567,049
Interest income								1,047
Dividend income from listed investments								273
Finance costs								<u>(11,574)</u>
Profit before tax								556,795
Tax								<u>(200,821)</u>
Profit for the period								<u><u>355,974</u></u>



## 2. Segment information (Continued)

### (a) Business segments (Continued)

	Foundation piling	E&M engineering and building construction	Machinery hiring and trading	Property investment and management	Property development	Unallocated	Eliminations	Consolidated
	2007	2007	2007	2007	2007	2007	2007	2007
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
<b>Segment revenue:</b>								
Sales to external customers	571,768	108,623	17,067	51,422	260	—	—	749,140
Intersegment sales	—	—	1,384	—	—	—	(1,384)	—
<b>Total</b>	<b>571,768</b>	<b>108,623</b>	<b>18,451</b>	<b>51,422</b>	<b>260</b>	<b>—</b>	<b>(1,384)</b>	<b>749,140</b>
<b>Segment results</b>	<b>59,342</b>	<b>2,814</b>	<b>258</b>	<b>34,015</b>	<b>(5,096)</b>	<b>(21,233)</b>	<b>—</b>	<b>70,100</b>
Interest income								4,676
Dividend income from listed investments								—
Finance costs								(8,875)
Profit before tax								65,901
Tax								(10,393)
Profit for the period								<u>55,508</u>

### (b) Geographical segments

The following table presents revenue for the Group's geographical segments for the six months ended 30 September:

	Hong Kong		Macau		Elsewhere in the PRC		Consolidated	
	2008	2007	2008	2007	2008	2007	2008	2007
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
<b>Segment revenue:</b>								
Sales to external customers	<u>728,094</u>	<u>397,420</u>	<u>113,260</u>	<u>300,299</u>	<u>1,151,234</u>	<u>51,421</u>	<u>1,992,588</u>	<u>749,140</u>

### 3. Other income and gains

	Six months ended 30 September	
	2008	2007
	HK\$'000	HK\$'000
Interest income	1,048	4,676
Insurance claims	1,716	—
Gain on disposal of an investment property	—	4,164
Gain on disposal of items of property, plant and equipment	1,390	914
Gain on partial disposal of interest in a subsidiary	410	—
Fair value gains/(losses) on equity investments at fair value through profit or loss, net	—	1,415
Write-back of impairment of trade receivables	151	129
Foreign exchange gains, net	280	1,003
Tax subsidy	2,962	—
Others	1,699	1,207
	9,656	13,508
	9,656	13,508

### 4. Profit before tax

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

	Six months ended 30 September	
	2008	2007
	HK\$'000	HK\$'000
Depreciation	25,240	19,128
Recognition of prepaid land lease payments	1,390	18
Fair value (gains)/losses on equity investments at fair value through profit or loss, net	4,199	(1,415)
Gain on disposal of an investment property	—	(4,164)
Gain on disposal of items of property, plant and equipment	(1,390)	(914)
Write-back of impairment of trade receivables, net	(151)	(129)
Interest expenses	13,169	18,724
Less: Interest capitalized in properties under development	(1,595)	(9,849)
	11,574	8,875
	11,574	8,875

## 5. Tax

	Six months ended 30 September	
	2008 HK\$'000	2007 HK\$'000
Provision for tax in respect of profit for the period:		
PRC:		
Hong Kong	7,139	3,986
Elsewhere	99,177	8,247
Overprovision in prior period:		
PRC:		
Hong Kong	(2)	—
Elsewhere	(1)	(32)
Land appreciation tax:		
PRC:		
Elsewhere	98,670	—
	<u>204,983</u>	<u>12,201</u>
Deferred tax	<u>(4,162)</u>	<u>(1,808)</u>
	<u><u>200,821</u></u>	<u><u>10,393</u></u>

Hong Kong profits tax has been provided at the rate of 16.5% (2007: 17.5%) on the estimated assessable profits arising in Hong Kong during the period. Taxes on profits assessable elsewhere in the People's Republic of China have been calculated at the applicable tax rates prevailing in the areas in which the Group operates, based on existing legislation, interpretations and practices in respect thereof.

## 6. Dividend

	Six months ended 30 September	
	2008 HK\$'000	2007 HK\$'000
Interim dividend HK1 cent (2007: HK1 cent) per ordinary share	<u>8,382</u>	<u>8,375</u>

### Notes:

- (a) A final dividend of HK1.5 cents per ordinary share, totally approximately HK\$12,562,000 for the year ended 31 March 2008 was approved in the Company's Annual General Meeting on 29 August 2008 and paid on 5 September 2008.
- (b) An interim dividend in respect of six months ended 30 September 2008 of HK1 cent per ordinary share, amounting to HK\$8,382,000 was approved at the board meeting on 16 December 2008. The interim dividend is not recognized as a liability as at 30 September 2008, but will be reflected as an appropriation of retained profits for the year ending 31 March 2009.

## 7. Earnings per share

The calculation of the basic earnings per share amount is based on the profit for the period attributable to ordinary equity holders of the Company of HK\$298,321,000 (2007: HK\$41,960,000), and the weighted average number of 837,646,231 (2007: 837,465,903) ordinary shares in issue during the period.

The calculation of the diluted earnings per share amount for the period ended 30 September 2008 is based on the profit for the period attributable to ordinary equity holders of the Company of HK\$298,321,000. The weighted average number of ordinary shares used in the calculation is the number of ordinary shares in issue during the period, as used in the basic earnings per share calculation, and the weighted average number of ordinary shares assumed to have been issued at no consideration on the deemed exercise of all share options into ordinary shares during the year of 579,182.

## 8. Property, plant and equipment

During the period, the Group acquired assets with a cost of HK\$29,936,000 (2007: HK\$16,302,000) to expand its business. Assets with a net book value of HK\$1,531,000 were disposed of by the Group during the six months ended 30 September 2008 (2007: HK\$12,349,000) resulting in a net gain on disposal of HK\$1,390,000 (2007: HK\$914,000).

## 9. Trade receivables

The Group has established credit policies that follow local industry standards. The average normal credit periods offered to trade customers other than for retention receivables are within 90 days, and are subject to periodic review by management. In view of the aforementioned and the fact that the Group's trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk. Trade receivables are non-interest-bearing.

	As at 30 September 2008 HK\$'000	As at 31 March 2008 HK\$'000
Trade receivables	427,001	284,224
Impairment	(173)	(224)
	<u>426,828</u>	<u>284,000</u>

## 9. Trade receivables (Continued)

An aged analysis of the trade receivables as at the balance sheet date, based on the invoice date and net of provision, is as follows:

	As at 30 September 2008 HK\$'000	As at 31 March 2008 HK\$'000
Trade receivables:		
Within 90 days	307,923	187,933
91 to 180 days	4,413	411
181 to 360 days	720	690
Over 360 days	419	419
	<u>313,475</u>	<u>189,453</u>
Retention receivables	<u>113,353</u>	<u>94,547</u>
	<u><u>426,828</u></u>	<u><u>284,000</u></u>

## 10. Trade payables and accruals

	As at 30 September 2008 HK\$'000	As at 31 March 2008 HK\$'000
Trade payables:		
Within 30 days	245,685	82,236
31 to 90 days	14,385	12,212
91 to 180 days	8,221	4,609
Over 180 days	7,420	1,826
	<u>275,711</u>	<u>100,883</u>
Retention payables	15,663	22,894
Accruals	<u>205,654</u>	<u>98,190</u>
	<u><u>497,028</u></u>	<u><u>221,967</u></u>

## 11. Share capital

	As at 30 September 2008 HK\$'000	As at 31 March 2008 HK\$'000
Authorised:		
2,000,000,000 ordinary shares of HK\$0.10 each	<u>200,000</u>	<u>200,000</u>
Issued and fully paid:		
At 1 April 2008: 837,465,903 ordinary shares of HK\$0.10 each	83,746	83,746
Issue of 750,000 shares under a share option scheme	<u>75</u>	<u>—</u>
At 30 September 2008: 838,215,903 ordinary shares	<u>83,821</u>	<u>83,746</u>

During the period ended 30 September 2008, share options were exercised resulting in 750,000 shares being issued (2007: Nil), with exercise proceeds of HK\$615,000 (2007: Nil).

## 12. Contingent liabilities

	As at 30 September 2008 HK\$'000	As at 31 March 2008 HK\$'000
Guarantees in respect of performance bonds	219,852	135,760
Guarantees in respect of mortgage facilities granted to third parties	<u>102,118</u>	<u>281,409</u>
	<u>321,970</u>	<u>417,169</u>

The Group had issued guarantees in respect of mortgage facilities granted by certain banks relating to the mortgage loans arranged for certain purchasers of properties developed by the Group. The Group's obligations under such guarantees will cease upon the issuance of the building ownership certificates of such properties.

### 13. Commitments

	As at 30 September 2008 HK\$'000	As at 31 March 2008 HK\$'000
(a) Capital expenditure		
Authorised, but not contracted for	9,301	8,858
Contracted, but not provided for	<u>20,577</u>	<u>198,953</u>
	<u>29,878</u>	<u>207,811</u>
(b) Commitments under non-cancellable operating leases for land and buildings to make payments:		
Within one year	10,774	11,091
In the second to fifth years inclusive	<u>5,619</u>	<u>7,416</u>
	<u>16,393</u>	<u>18,507</u>

In addition, the Group had contracted, but not provided for, commitments in respect of construction works relating to properties under development amounting to HK\$506,121,000 as at 30 September 2008 (31 March 2008: HK\$577,593,000).

### 14. Related party transactions

For the six months ended 30 September 2008, compensation to key management personnel of the Group amounted to HK\$13,935,000 (2007: HK\$12,390,000).

## **Corporate Governance**

The Company has complied with the code provisions set out in the Code on Corporate Governance Practices (“the CG Code”) contained in Appendix 14 to the Listing Rules save for the following deviations:

*Code Provision A4.1 stipulates that non-executive directors should be appointed for a specific term subject to re-election.*

The independent non-executive directors of the Company are not appointed for a specific term but are subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Bye-laws of the Company. As such, the Board is of the view that the non-executive directors of the Company need not be appointed for a specific term.

*Code Provision A4.2 stipulates every director should be subject to retirement by rotation at least once every three years.*

According to the Bye-laws of the Company, at each annual general meeting, one third of the directors shall retire from office by rotation provided that notwithstanding anything therein. The chairman of the Board and the managing director of the Company shall not be subject to retirement by rotation or taken into account in determining the number of directors to retire. As continuation is a key factor to the successful long term implementation of business plans, the Board believes that the roles of the chairman and the managing director provide the Group with strong and consistent leadership and allow more effective planning and execution of long-term business strategy. As such, the Board is of the view that the chairman of the Board and the managing director of the Company should not be subject to retirement by rotation.

## **Audit Committee**

The Group’s audit committee comprises three members, Mr. Fan Chor Ho Paul, Mr. Tse Man Bun and Mr. Lung Chee Ming George who are independent non-executive directors of the Company. The Chairman of the Audit Committee is Mr. Fan Chor Ho Paul.

The primary duties of the Audit Committee are to review and supervise the financial reporting process and internal control system of the Company, nominate and monitor external auditors and provide advice and comments to the directors.

The unaudited interim financial statements of the Group for the six months ended 30 September 2008 have been reviewed by the Audit Committee.



## **Model Code**

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) contained in Appendix 10 to the Listing Rules. Having made specific enquiries, all Directors confirmed that they have complied with the Model Code during the period.

## **Purchase, Sale or Redemption of Listed Securities of the Company**

Neither the Company, nor any of its subsidiaries has purchased, sold or redeemed any of the Company’s listed securities during the period.

By Order of the Board  
**Francis Cheung**  
*Chairman*

Hong Kong, 16 December 2008

*As at the date of this announcement, the members of the Board comprise six executive Directors, namely (i) Mr. Francis Cheung, (ii) Mr. Fung Chiu Chak Victor, (iii) Mr. David Chien, (iv) Miss Jennifer Kwok, (v) Mr. Chiu Chin Hung, and (vi) Mr. Wong Kay, and three independent non-executive Directors, namely Mr. Fan Chor Ho Paul, Mr. Tse Man Bun and Mr. Lung Chee Ming George.*