



NGAI LIK INDUSTRIAL HOLDINGS LIMITED

毅力工業集團有限公司

Stock code : 332  
股份代號 : 332

INTERIM REPORT 2013

中期報告

The Board of Directors (“the Board”) of Ngai Lik Industrial Holdings Limited (the “Company”) announce the unaudited consolidated interim results of the Company and its subsidiaries (the “Group”) for the six months ended 30 September 2012, together with the comparative figures, as follows:

毅力工業集團有限公司(「本公司」)董事會(「董事會」)公佈本公司及其附屬公司(「本集團」)截至二零一二年九月三十日止六個月之未經審核綜合中期業績，連同比較數字如下：

## Condensed Consolidated Statement of Comprehensive Income 簡明綜合全面收入報表

		<b>Six months ended 30 September 截至九月三十日止六個月</b>	
		<b>2012 二零一二年 HK\$'000 千港元 (Unaudited) (未經審核)</b>	<b>2011 二零一一年 HK\$'000 千港元 (Unaudited) (未經審核)</b>
		Notes 附註	
Gross amounts of oil and gas sales contracts	石油及天然氣銷售合約總額		2,560,031
Gross amounts of oil and gas purchase contracts	石油及天然氣購買合約總額		(2,556,322)
Net income from oil and gas contracts	石油及天然氣合約之收入淨額		3,709
Revenue (EMS business)	收益(EMS業務)		1,499
Cost of sales (EMS business)	銷售成本(EMS業務)		(1,469)
Gross profit from EMS business	EMS業務之毛利		30
Other income	其他收入		705
Gain on deconsolidation of subsidiaries	終止綜合計入附屬公司之收益		—
Selling and distribution expenses	銷售及分銷開支		—
Administrative expenses	行政開支		(5,815)
(Loss)/Profit from operations	經營(虧損)/溢利		(1,371)
Finance costs	融資成本		(2,747)
(Loss)/Profit before taxation	除稅前(虧損)/溢利	4	(4,118)
Taxation charge	稅項支出	5	(22)

**Six months ended 30 September**  
**截至九月三十日止六個月**

		Notes 附註	2012 二零一二年 HK\$'000 千港元 (Unaudited) (未經審核)	2011 二零一一年 HK\$'000 千港元 (Unaudited) (未經審核)
(Loss)/Profit for the period	本期間(虧損)/溢利		<b>(4,140)</b>	127,128
Other comprehensive (expense)/income	其他全面(開支)/收入			
— Exchange differences on translation of a foreign operation	— 因換算海外業務而產生之匯兌差額		<b>(20)</b>	152
Total comprehensive (expense)/income for the period	本期間全面(開支)/收入總額		<b>(4,160)</b>	127,280
(Loss)/Earnings per share (in HK Cents)	每股(虧損)/盈利(港仙)	7		
— Basic and diluted	— 基本及攤薄		<b>(0.41)</b>	16.03

## Condensed Consolidated Statement of Financial Position 簡明綜合財務狀況報表

		Notes 附註	As at 30 September 2012 於 二零一二年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2012 於 二零一二年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	13	22	10
Current assets	流動資產			
Trade receivables	貿易應收賬款	8	1,499	—
Receivables arising from oil and gas sales contract	石油及天然氣銷售合約之應收賬項	9	433,844	222,832
Bank balances and cash	銀行結存及現金		8,127	113,343
			<b>443,470</b>	336,175
Current liabilities	流動負債			
Trade and other payables and accruals	貿易及其他應付賬款及應計費用	10	13,088	5,417
Payables arising from oil and gas purchase contracts	石油及天然氣購買合約之應付款項	11	341,109	96,678
Bills payable	應付票據	12	1,500	122,285
Amounts due to a substantial shareholder of the Company	應付本公司一名主要股東之款項		—	7,750
Amounts due to related companies	應付關連公司款項		—	11,943
Amount due to an associate	應付一間聯營公司款項		38	38
Tax payable	應付稅項		196	353
			<b>355,931</b>	244,464
Net current assets	流動資產淨值		<b>87,539</b>	91,711
Total assets less current liabilities	總資產減流動負債		<b>87,561</b>	91,721
Capital and reserves	股本及儲備			
Share capital	股本	14	101,959	101,959
Reserves	儲備		(14,398)	(10,238)
Total equity	權益總額		<b>87,561</b>	91,721

## Condensed Consolidated Statement of Changes in Equity

### 簡明綜合權益變動報表

For the six months ended 30 September 2012  
截至二零一二年九月三十日止六個月

		Share capital	Share premium	Other reserve	Translation reserve	Accumulated losses	Total equity/ (deficit)
		股本	股份溢價	其他儲備	換算儲備	累計虧損	權益／(虧絀)
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元
At 1 April 2011 (Audited)	於二零一一年 四月一日 (經審核)	79,302	94,972	71,372	—	(378,126)	(132,480)
Total comprehensive income for the period	本期間全面收入總額	—	—	—	152	127,128	127,280
At 30 September 2011 (Unaudited)	於二零一一年 九月三十日 (未經審核)	79,302	94,972	71,372	152	(250,998)	(5,200)
At 1 April 2012 (Audited)	於二零一二年 四月一日 (經審核)	<b>101,959</b>	<b>171,200</b>	<b>71,372</b>	<b>214</b>	<b>(253,024)</b>	<b>91,721</b>
Total comprehensive expense for the period	本期間全面開支總額	—	—	—	(20)	(4,140)	(4,160)
At 30 September 2012 (Unaudited)	於二零一二年 九月三十日 (未經審核)	<b>101,959</b>	<b>171,200</b>	<b>71,372</b>	<b>194</b>	<b>(257,164)</b>	<b>87,561</b>

## Condensed Consolidated Statement of Cash Flows 簡明綜合現金流量表

		Six months ended 30 September 截至九月三十日止六個月	
		2012 二零一二年 HK\$'000 千港元 (Unaudited) (未經審核)	2011 二零一一年 HK\$'000 千港元 (Unaudited) (未經審核)
Net cash used in operating activities	經營業務所耗之現金淨額	(102,456)	(1,169)
Net cash used in investing activities	投資活動所耗之現金淨額	(12)	(67)
Net cash used in financing activities	融資活動所耗之現金淨額	(2,747)	(35)
Net decrease in cash and cash equivalents	現金及現金等值項目之減少淨額	(105,215)	(1,271)
Cash and cash equivalents at 1 April	於四月一日之現金及現金等值項目	113,343	8,857
Effect of foreign exchange rate changes, net	外幣匯率變動之影響，淨額	(1)	37
Cash and cash equivalents at 30 September	於九月三十日之現金及現金等值項目	8,127	7,623
Analysis of the balances of cash and cash equivalents:	現金及現金等值項目結餘之分析：		
Bank balances and cash	銀行結存及現金	8,127	7,623

## Notes to the Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

### 1. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard (the “HKAS”) No. 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”) and the applicable disclosure requirements set out in Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

The Group reported a consolidated loss attributable to owners of the Company of approximately HK\$4 million for the six months ended 30 September 2012 (For the six months ended 30 September 2011: profit of HK\$127 million) and as at 30 September 2012 the Group had net current assets of approximately HK\$88 million (As at 31 March 2012: HK\$92 million).

### 2. SIGNIFICANT ACCOUNTING POLICIES

The condensed consolidated 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 March 2012.

### 1. 編製基準

未經審核簡明綜合財務報表乃根據香港會計師公會(「香港會計師公會」)頒佈之香港會計準則(「香港會計準則」)第34號「中期財務報告」及香港聯合交易所有限公司(「聯交所」)證券上市規則附錄16所載之適用披露規定編製。

截至二零一二年九月三十日止六個月，本集團錄得本公司擁有人應佔綜合虧損約4,000,000港元(截至二零一一年九月三十日止六個月：溢利127,000,000港元)，於二零一二年九月三十日，本集團擁有流動資產淨值約88,000,000港元(於二零一二年三月三十一日：92,000,000港元)。

### 2. 主要會計政策

簡明綜合財務報表不包括年度財務報表所規定之一切資料及披露事項，故應與本集團截至二零一二年三月三十一日止年度之年度財務報表一併閱讀。

## Notes to the Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

### 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

The accounting policies adopted in the preparation of these condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31 March 2012, except for the adoption for the first time of the following new and revised Hong Kong Financial Reporting Standards ("HKFRSs") (which include all Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and Interpretations) and amendments to HKFRSs issued by the HKICPA, which are effective for the Group's accounting periods beginning on 1 April 2012:

HKFRS 1 (Amendments)	Severe Hyperinflation and Removal of Fixed Dates for First-time Adopters
HKFRS 7 (Amendments)	Disclosures — Transfers of Financial Assets
Amendments to HKAS 12	Deferred Tax: Recovery of Underlying Assets

The adoption of the new HKFRSs had no material effect on how the results and financial position of the Group for the current or prior accounting periods have been prepared and presented. Accordingly, no prior period adjustment has been required.

### 2. 主要會計政策(續)

編製本簡明綜合財務報表所採納之會計政策與編製本集團截至二零一二年三月三十一日止年度之年度財務報表所依循者一致，惟首次採納下列由香港會計師公會頒佈並適用於本集團二零一二年四月一日開始之會計期間之新訂及經修訂香港財務報告準則(「香港財務報告準則」)(包括所有香港財務報告準則、香港會計準則及詮釋)及香港財務報告準則修訂除外：

香港財務報告準則第1號(修訂本)	嚴重惡性通脹及取消首次採納者之固定過渡日
香港財務報告準則第7號(修訂本)	披露 — 轉讓金融資產
香港會計準則第12號之修訂	遞延稅項：收回相關資產

採納新訂香港財務報告準則對本集團於本會計期間或過往會計期間之業績及財務狀況之編製及呈報方式並無構成重大影響。故此，概無需要作出過往期間之調整。



## Notes to the Unaudited Condensed Consolidated Financial Statements

### 未經審核簡明綜合財務報表附註

#### 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

The Group has not early applied the following new or revised standards, amendments and interpretations that have been issued but are not yet effective.

Amendment to HKFRSs	Annual Improvement to HKFRS 2009 – 2011 <sup>1</sup>
Amendments to HKFRS 7	Disclosures – Offsetting Financial Assets and Financial Liabilities <sup>1</sup>
Amendments to HKFRS 9 and HKFRS 7	Mandatory Effective Date of HKFRS 9 and Transition Disclosures <sup>2</sup>
HKFRS 9	Financial Instruments <sup>2</sup>
HKFRS 10	Consolidated Financial Statements <sup>1</sup>
HKFRS 11	Joint Arrangements <sup>1</sup>
HKFRS 12	Disclosure of Interests in Other Entities <sup>1</sup>
HKFRS 13	Fair Value Measurement <sup>1</sup>
Amendments to HKAS 1	Presentation of Items of Other Comprehensive Income <sup>3</sup>
HKAS 19 (as revised in 2011)	Employee Benefits <sup>1</sup>
HKAS 27 (as revised in 2011)	Separate Financial Statements <sup>1</sup>
HKAS 28 (as revised in 2011)	Investments in Associates and Joint Ventures <sup>1</sup>
Amendments to HKAS 32	Offsetting Financial Assets and Financial Liabilities <sup>4</sup>
HK(IFRIC) – Int 20	Stripping Costs in the Production Phase of a Surface Mine <sup>1</sup>

#### 2. 主要會計政策(續)

本集團並未提早採納下列已頒佈但尚未生效之新訂或經修訂準則、修訂本及詮釋。

香港財務報告準則之修訂	對二零零九年至二零一一年香港財務報告準則之年度改進 <sup>1</sup>
香港財務報告準則第7號之修訂	披露 – 抵銷金融資產及金融負債 <sup>1</sup>
香港財務報告準則第9號及香港財務報告準則第7號之修訂	香港財務報告準則第9號之強制生效日期及過渡性披露 <sup>2</sup>
香港財務報告準則第9號	金融工具 <sup>2</sup>
香港財務報告準則第10號	綜合財務報表 <sup>1</sup>
香港財務報告準則第11號	聯合安排 <sup>1</sup>
香港財務報告準則第12號	於其他實體權益之披露 <sup>1</sup>
香港財務報告準則第13號	公平值計量 <sup>1</sup>
香港會計準則第1號之修訂	其他全面收入項目之呈列 <sup>3</sup>
香港會計準則第19號(二零一一年經修訂)	僱員福利 <sup>1</sup>
香港會計準則第27號(二零一一年經修訂)	獨立財務報表 <sup>1</sup>
香港會計準則第28號(二零一一年經修訂)	於聯營公司及合營企業之投資 <sup>1</sup>
香港會計準則第32號之修訂	抵銷金融資產及金融負債 <sup>4</sup>
香港(國際財務報告詮釋委員會) – 詮釋第20號	地表礦藏生產階段之剝採成本 <sup>1</sup>

## Notes to the Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

### 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

- 1 Effective for annual periods beginning on or after 1 January 2013
- 2 Effective for annual periods beginning on or after 1 January 2015
- 3 Effective for annual periods beginning on or after 1 July 2012
- 4 Effective for annual periods beginning on or after 1 January 2014

The directors of the Company are in the process of assessing the potential impact and anticipate that the application of these new and revised standards, amendments and interpretations will have no material impact on the results and financial position of the Group.

### 3. TURNOVER AND SEGMENT INFORMATION

Reportable and operating segments are identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker (i.e. the Chairman and chief executive officer) for the purpose of allocating resources to segments and assessing their performance.

The Group's reportable and operating segments are as follows:

EMS business — Design, manufacture and sale of electronic and electrical products.

Oil and gas transactions — Entering into oil and gas sales and purchase contracts and provision of consultancy services in relation to such contracts.

### 2. 主要會計政策(續)

- 1 於二零一三年一月一日或其後開始之年度期間生效
- 2 於二零一五年一月一日或其後開始之年度期間生效
- 3 於二零一二年七月一日或其後開始之年度期間生效
- 4 於二零一四年一月一日或其後開始之年度期間生效

本公司董事正評估應用此等新訂及經修訂準則、修訂本及詮釋之潛在影響，並預期將不會對本集團之業績及財務狀況造成重大影響。

### 3. 營業額及分部資料

可報告及經營分部根據經由主要營運決策者(即主席兼行政總裁)就分配資源至分部及評估其表現而定期審閱之本集團各部份之內部報告為基礎識別。

本集團之可報告及經營分部如下：

EMS業務 — 設計、製造及銷售電子及電器產品。

石油及天然氣交易 — 訂立石油及天然氣買賣合約以及提供有關該等合約之諮詢服務。

## Notes to the Unaudited Condensed Consolidated Financial Statements

### 未經審核簡明綜合財務報表附註

#### 3. TURNOVER AND SEGMENT INFORMATION (Continued)

##### Segments results

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

*For the six months ended 30 September 2012 (Unaudited)*

Segment revenue to external customers	外部客戶之分部收益
Less: Gross amount of oil and gas purchase contracts	減：石油及天然氣購買合約總額
Net income from oil and gas contracts	石油及天然氣合約之收入淨額
Revenue (EMS business)	收益(EMS業務)
Segment results	分部業績
Unallocated expenses	未分配開支
Loss before tax	除稅前虧損
Income tax expenses	所得稅開支
Loss for the period	本期間虧損

#### 3. 營業額及分部資料(續)

##### 分部業績

以下為本集團按經營及可報告分部劃分之收益及業績分析：

*截至二零一二年九月三十日止六個月(未經審核)*

EMS Business EMS 業務 HK\$'000 千港元 (Unaudited) (未經審核)	Oil and gas Transactions 石油及 天然氣交易 HK\$'000 千港元 (Unaudited) (未經審核)	Consolidated 綜合 HK\$'000 千港元 (Unaudited) (未經審核)
1,499	2,560,031	2,561,530
—	(2,556,322)	(2,556,322)
	3,709	
1,499		
23	136	159
		(4,277)
		(4,118)
		(22)
		(4,140)

## Notes to the Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

### 3. TURNOVER AND SEGMENT INFORMATION (Continued)

### 3. 營業額及分部資料(續)

Segments results (Continued)

分部業績(續)

For the six months ended 30 September 2011 (Unaudited)

截至二零一一年九月三十日止六個月(未經審核)

		EMS Business EMS 業務 HK\$'000 千港元 (Unaudited) (未經審核)	Oil and gas Transactions 石油及 天然氣交易 HK\$'000 千港元 (Unaudited) (未經審核)	Consolidated  綜合 HK\$'000 千港元 (Unaudited) (未經審核)
Segment revenue to external customers	外部客戶之分部 收益	81,929	434,559	516,488
Less: Gross amount of oil and gas purchase contracts	減: 石油及天然氣 購買合約總額	—	(432,108)	(432,108)
Net income from oil and gas contracts	石油及天然氣合約 之收入淨額		2,451	
Revenue (EMS business)	收益(EMS業務)	81,929		
Segment results	分部業績	(28,922)	(1,040)	(29,962)
Unallocated income	未分配收入			30
Unallocated expenses	未分配開支			(1,728)
Gain on disposal of subsidiaries	出售附屬公司之 收益			159,001
Profit before tax	除稅前溢利			127,341
Income tax expenses	所得稅開支			(213)
Profit for the period	本期間溢利			127,128

#### Segment assets and liabilities

#### 分部資產及負債

No segment assets and liabilities are presented as the chief operating decision maker does not review them regularly.

由於主要營運決策者並無定期審閱分部資產及負債，故概無呈列有關資產及負債。

## Notes to the Unaudited Condensed Consolidated Financial Statements

### 未經審核簡明綜合財務報表附註

#### 3. TURNOVER AND SEGMENT INFORMATION (Continued)

##### Geographical segments

The following table provides an analysis of the Group's segment revenue from oil and gas transactions and revenue (EMS business) by geographical market and the Group's non-current assets by geographical location of the assets, irrespective of the origin of the goods delivered or services rendered:

		Segment revenue from oil and gas transactions Six months ended 30 September 來自石油及天然氣交易分部收益 截至九月三十日止六個月		Revenue (EMS business) Six months ended 30 September 收益(EMS業務) 截至九月三十日止六個月		Non-current assets 非流動資產	
		2012	2011	2012	2011	As at 30 September 2012 於二零一二年 九月三十日	As at 31 March 2011 於二零一一年 三月三十一日
		二零一二年 HK\$'000 千港元 (Unaudited) (未經審核)	二零一一年 HK\$'000 千港元 (Unaudited) (未經審核)	二零一二年 HK\$'000 千港元 (Unaudited) (未經審核)	二零一一年 HK\$'000 千港元 (Unaudited) (未經審核)	二零一二年 HK\$'000 千港元 (Unaudited) (未經審核)	二零一一年 HK\$'000 千港元 (Audited) (經審核)
The PRC, other than Hong Kong	中國(香港除外)	770,104	244,165	—	—	22	10
Hong Kong	香港	—	190,394	—	—	—	—
Dubai	杜拜	—	—	1,499	60,808	—	—
United States of America	美國	—	—	—	13,154	—	—
Philippines	菲律賓	—	—	—	7,967	—	—
Singapore	新加坡	1,789,927	—	—	—	—	—
Others	其他	—	—	—	—	—	—
		<b>2,560,031</b>	<b>434,559</b>	<b>1,499</b>	<b>81,929</b>	<b>22</b>	<b>10</b>

#### 3. 營業額及分部資料(續)

##### 地區分部

下表提供本集團按地區市場劃分之來自石油及天然氣交易分部收益及收益(EMS業務)及本集團按資產所在地劃分之非流動資產之分析，而不論所交付商品或所提供服務之來源地：

## Notes to the Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

### 4. (LOSS)/PROFIT BEFORE TAXATION

### 4. 除稅前(虧損)/溢利

		Six months ended 30 September 截至九月三十日止六個月	
		2012 二零一二年 HK\$'000 千港元 (Unaudited) (未經審核)	2011 二零一一年 HK\$'000 千港元 (Unaudited) (未經審核)
(Loss)/Profit before taxation has been arrived at after charging/(crediting):	除稅前(虧損)/溢利已扣除/(計入):		
Bad debts recovery	收回壞賬	—	(5,528)
Depreciation of property, plant and equipment	物業、廠房及設備之折舊	2	—
Exchange (gains)/losses, net	匯兌(收益)/虧損, 淨額	(681)	35
Loss on disposal of property, plant and equipment	出售物業、廠房及設備之虧損	—	23
Impairment loss on trade and other receivables	貿易及其他應收賬款之減值虧損	—	11,412
Interest income	利息收入	(25)	(1)
Operating lease rentals in respect of building premises	樓宇物業之經營租約租金	—	773

### 5. TAXATION CHARGE

### 5. 稅項支出

		Six months ended 30 September 截至九月三十日止六個月	
		2012 二零一二年 HK\$'000 千港元 (Unaudited) (未經審核)	2011 二零一一年 HK\$'000 千港元 (Unaudited) (未經審核)
The taxation charge in continuing operations comprises:	持續經營業務之稅項支出包括:		
Current taxation	期內稅項		
Hong Kong	香港	14	213
Other jurisdictions	其他司法權區	8	—
Taxation charge for the period	期內稅項支出	22	213

## Notes to the Unaudited Condensed Consolidated Financial Statements

### 未經審核簡明綜合財務報表附註

#### 5. TAXATION CHARGE (Continued)

Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profit for the six months ended 30 September 2012 and 2011.

Under the Law of the Peoples's Republic of China on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the statutory tax rate of the Company's PRC subsidiary is 25%.

#### 6. DIVIDEND

No dividend was proposed for the six months ended 30 September 2012 and 2011.

#### 7. (LOSS)/EARNING PER SHARE

The calculation of basic and diluted (loss)/earnings per share is based on the following data:

#### 5. 稅項支出(續)

香港利得稅乃根據截至二零一二年及二零一一年九月三十日止六個月之估計應課稅溢利按16.5%之稅率計算。

根據中華人民共和國企業所得稅法(「企業所得稅法」)及企業所得稅法的實施條例，本公司中國附屬公司的法定稅率為25%。

#### 6. 股息

截至二零一二年及二零一一年九月三十日止六個月並無建議派發任何股息。

#### 7. 每股(虧損)/盈利

每股基本及攤薄(虧損)/盈利乃按下列數據計算：

		<b>Six months ended 30 September</b> <b>截至九月三十日止六個月</b>	
		<b>2012</b> <b>二零一二年</b> <b>HK\$'000</b> <b>千港元</b> <b>(Unaudited)</b> <b>(未經審核)</b>	2011 二零一一年 HK\$'000 千港元 (Unaudited) (未經審核)
Net (loss)/profit for the period attributable to owners of the Company and loss for the purposes of basic and diluted (loss)/earnings per share	就計算每股基本及攤薄(虧損)/盈利之期內本公司擁有人應佔(虧損)/溢利淨額	<b>(4,160)</b>	127,128
Weighted average number of ordinary shares for the purpose of basic and diluted (loss)/earnings per share	計算每股基本及攤薄(虧損)/盈利之普通股加權平均股數	<b>1,019,592,858</b>	793,016,668

## Notes to the Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

### 8. TRADE RECEIVABLES

Customers from EMS business were generally granted credit terms of letter of credit at sight or open accounts from 7 days to 30 days. Longer credit periods were granted to several customers which had long business relationship with the Group and strong financial position.

The following is an aged analysis of trade receivables at the reporting date:

	As at 30 September 2012 於 二零一二年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2012 於 二零一二年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Current-30 days	1,499	—

### 9. RECEIVABLES ARISING FROM OIL AND GAS SALES CONTRACTS

Receivables arose from oil and gas sales contracts which are either settled by letter of credit or bills issued by banks with high credit-ratings assigned by international credit-rating agencies and are receivable with an average credit period ranging from seven days to six months after the bills of lading date of delivery or by telegraphic transfer.

### 8. 貿易應收賬款

EMS業務客戶之放賬寬限期一般以即期信用狀或以放賬方式7日至30日信用狀為限。數位已與本集團建立長期業務關係並且財政狀況穩健之客戶獲本集團給予較長之放賬寬限期。

於報告日期，貿易應收賬款按賬齡分析如下：

### 9. 石油及天然氣銷售合約之應收賬款

石油及天然氣銷售合約之應收賬款乃以獲國際信貸評級機構授予高信貸評級之銀行發出之信用狀或票據結算，平均信貸期自付運提貨單日期後或電匯當日起計七日至六個月不等。



## Notes to the Unaudited Condensed Consolidated Financial Statements

### 未經審核簡明綜合財務報表附註

#### 9. RECEIVABLES ARISING FROM OIL AND GAS SALES CONTRACTS (Continued)

The following is an aged analysis of these receivables presented, based on the invoice date, at the end of the reporting period.

		<b>As at 30 September 2012 於 二零一二年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)</b>	As at 31 March 2012 於 二零一二年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Current-30 days	即期-30日	<b>280,303</b>	99,210
30-90 days	30日至90日	<b>117,873</b>	—
90-180 days	90日至180日	<b>34,575</b>	123,622
Over 180 days	180日以上	<b>1,093</b>	—
		<b>433,844</b>	222,832

#### 10. TRADE AND OTHER PAYABLES AND ACCRUALS

		<b>As at 30 September 2012 於 二零一二年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)</b>	As at 31 March 2012 於 二零一二年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Trade payables	貿易應付賬款	<b>1,469</b>	—
Other payables	其他應付賬款	<b>8,103</b>	4,413
Accruals	應計費用	<b>3,516</b>	1,004
		<b>13,088</b>	5,417

#### 9. 石油及天然氣銷售合約之應收賬款 (續)

以下為所呈列應收賬款於報告期結束時按發票日期進行之賬齡分析。

#### 10. 貿易及其他應付賬款及應計費用

## Notes to the Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

### 10. TRADE AND OTHER PAYABLES AND ACCRUALS (Continued)

The following is an aged analysis of trade payables at the reporting date:

		<b>As at 30 September 2012 於 二零一二年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)</b>	As at 31 March 2012 於 二零一二年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Current-30 days	即期-30日	<b>1,469</b>	—

### 10. 貿易及其他應付賬款及應計費用 (續)

於報告日期，貿易應付賬款按賬齡分析如下：

### 11. PAYABLES ARISING FROM OIL AND GAS PURCHASE CONTRACTS

Payables arising from oil and gas purchase contracts of HK\$341,109,000 (31 March 2012: HK\$96,678,000) are aged within 30 days based on the invoice date at the end of the reporting period and are granted by suppliers with an average credit period ranging from seven days to six months after the bills of lading date of delivery.

### 11. 石油及天然氣購買合約之應付款項

石油及天然氣購買合約之應付款項為341,109,000港元(二零一二年三月三十一日：96,678,000港元)，於報告期結束時根據發票日期計算，其賬齡為30日內，乃供應商按付運提貨單日期後七日至六個月不等之平均信貸期授出。

		<b>As at 30 September 2012 於 二零一二年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)</b>	As at 31 March 2012 於 二零一二年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Current-30 days	即期-30日	<b>243,043</b>	90,637
31-60 days	31日至60日	<b>5,454</b>	2,778
61-90 days	61日至90日	<b>77,429</b>	3,263
90-180 days	90日至180日	<b>9,141</b>	—
Over 180 days	180日以上	<b>6,042</b>	—
		<b>341,109</b>	96,678

## Notes to the Unaudited Condensed Consolidated Financial Statements

### 未經審核簡明綜合財務報表附註

#### 12. BILLS PAYABLE

		As at 30 September 2012 於 二零一二年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2012 於 二零一二年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Secured borrowings	有抵押借貸		
Discounted bills with recourse	附帶追索權之貼現票據	1,500	123,622
Less: upfront interest paid	減：預付利息	—	(1,337)
		<b>1,500</b>	<b>122,285</b>

The Group entered into oil and gas contracts in the current year. Certain receivables arising from oil and gas contracts are discounted to banks with recourse to facilitate the operation of the oil and gas transactions. Accordingly, the Group continues to recognise these discounted bill receivables (see note 9) and has recognised the cash received as secured borrowings.

#### 13. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 September 2012, the Group spent approximately HK\$12,000 (six months ended 30 September 2011: approximately HK\$16,000) on the property, plant and equipment.

#### 14. SHARE CAPITAL

Ordinary shares, issued and fully paid:	普通股，已發行及繳足：
At 1 April 2012 and 30 September 2012, shares of HK\$0.10 each	於二零一二年四月一日及二零一二年九月三十日，每股面值0.10港元之股份
	1,019,593

#### 12. 應付票據

		As at 30 September 2012 於 二零一二年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2012 於 二零一二年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Secured borrowings	有抵押借貸		
Discounted bills with recourse	附帶追索權之貼現票據	1,500	123,622
Less: upfront interest paid	減：預付利息	—	(1,337)
		<b>1,500</b>	<b>122,285</b>

本集團於本年度訂立石油及天然氣合約。為方便進行石油及天然氣交易，石油及天然氣合約所產生之若干應收款項已向銀行作出貼現，並附帶追索權。因此，本集團繼續確認此等應收貼現票據(見附註9)，並將已收現金確認為已抵押借貸。

#### 13. 物業、廠房及設備

截至二零一二年九月三十日止六個月，本集團就物業、廠房及設備撥用約12,000港元(截至二零一一年九月三十日止六個月：約16,000港元)。

#### 14. 股本

Number of shares 股份數目 '000 千股 (Unaudited) (未經審核)	Share capital 股本 HK\$'000 千港元 (Unaudited) (未經審核)
	101,959

## Dividend 股息

The Board of Directors have resolved not to declare an interim dividend for the six months ended 30 September 2012 (2011: nil).

董事會議決不宣派截至二零一二年九月三十日止六個月之中期股息(二零一一年:無)。

## Business Review 業務回顧

During the period from 1 April, 2012 to 30 September 2012 (“the Relevant Period”), the Group recorded a loss of approximately HK\$4 million, as compared to a gain of approximately HK\$127 million in the prior period. The gain in the prior period was mainly attributable to a substantial gain of approximately HK\$159 million arising from the deconsolidation of a subsidiary upon its voluntary winding-up on 29 September 2011. Turnover of the Group for the Relevant Period increased to approximately HK\$2,562 million from approximately HK\$516 million.

於二零一二年四月一日至二零一二年九月三十日期間(「有關期間」)，本集團錄得約4,000,000港元之虧損，而上一期間則錄得收益約為127,000,000港元。上一期間之收益主要由於一間附屬公司於二零一一年九月二十九日在其自願清盤後不再綜合入賬，從而產生約159,000,000港元之重大收益所致。於有關期間，本集團之營業額由約516,000,000港元增加至約2,562,000,000港元。

The Group's oil trading division has contributed a turnover of approximately HK\$2,560 million for the Relevant Period. The growth was mainly attributable to the open offer completed on 14 March 2012, which allowed the division to capture more business opportunities with the enlarged working capital.

於有關期間，本集團之石油貿易部門已為營業額貢獻約2,560,000,000港元。該增長主要是由於公開發售已於二零一二年三月十四日完成，令該分部可利用擴大後的營運資金把握更多商機。

In view of the critical business environment for export-manufacturing, the management continued to downsize the Group's EMS operation. As a result, the EMS division's turnover decreased to approximately HK\$1.5 million for the Relevant Period.

鑒於出口製造業之業務環境處於關鍵時刻，管理層繼續削減本集團之EMS業務。因此，EMS分部之營業額於有關期間降至約1,500,000港元。

There have been no material changes in respect of the future developments in the business of the Group as mentioned in the annual report of FY2011/2012.

二零一一財年／二零一二財年年報所述的本集團未來業務發展並無出現任何重大變動。

## Management Discussion and Analysis of the Group

### 本集團之管理層討論及分析

#### TURNOVER

The Group's turnover increased to approximately HK\$2,562 million for the period ended 30 September 2012, an increase of approximately 396.0% as compared to the preceding financial period. The rise was mainly attributable to the growth in the oil trading business which reported a turnover of approximately HK\$2,560 million during the period.

The EMS division's turnover dropped to approximately HK\$1.5 million for the period, a reduction of approximately 98.2% as compared to the preceding financial period. The decline was mainly attributable to the elimination of loss-making products.

#### GROSS PROFIT

The gross profit was about HK\$3.7 million for the period, an increase of approximately 17.2% as compared to the preceding financial period.

#### EXPENSES

The Group's administrative expenses for the period ended 30 September 2012 totaled to approximately HK\$5.8 million, representing a decrease of approximately 86.0% as compared to the corresponding figures last period. The Group's has no selling and distribution expenses during the period, as compared to approximately HK\$2.4 million in the preceding financial period. The drop in the expenses was mainly attributable to the elimination of loss-making product lines in the EMS division, which were generating excessive overheads as compared to the oil trading division. The Group has finance costs amounted to approximately HK\$2.7 million, no significant finance costs were incurred in the preceding financial period. The finance costs were mainly attributable to the trade financing from bankers for the oil trading business obtained before the completion of open offer in March 2012. With the enlarged working capital resulted from the open offer, the oil trading division was able to place less reliance on bank financing. As a result, the finance costs decreased significantly towards the end of the period.

#### 營業額

截至二零一二年九月三十日止期間，本集團之營業額增加至約2,562,000,000港元，較上一個財政期間上升約396.0%。該增加主要由於處於增長的石油貿易業務於期內錄得營業額約2,560,000,000港元所致。

EMS部門之營業額於期內下降至約1,500,000港元，較上一個財政期間減少約98.2%。該下降主要由於淘汰錄得虧損之產品所致。

#### 毛利

期內毛利約為3,700,000港元，較上一個財政期間增加約17.2%。

#### 開支

截至二零一二年九月三十日止期間，本集團之行政開支總額約為5,800,000港元，較去年同期數字減少約86.0%。本集團於期內並無產生銷售及分銷開支，而上一個財政期間為約2,400,000港元。開支下降主要是由於淘汰EMS部門之虧損產品線，該部門產生之開支較石油貿易部門為高。本集團之融資成本約為2,700,000港元，而上一個財政期間並無產生重大融資成本。融資成本主要來自二零一二年三月公開發售完成前就石油貿易業務向銀行借入之貿易貸款。隨著公開發售擴大營運資金，石油貿易部門對銀行貸款之依賴程度下降。因此，期末之融資成本大幅減少。

## Management Discussion and Analysis of the Group 本集團之管理層討論及分析

### WORKING CAPITAL MANAGEMENT

As at 30 September 2012, the Group maintained bank balances and cash of approximately HK\$8.1 million (31 March 2012: approximately HK\$113.3 million). As at 31 March 2012, the Group's average inventory turnover days was approximately 2 days.

### FINANCING AND CAPITAL STRUCTURE

For the period ended 30 September 2012, the Group had no debts (31 March 2012: Nil).

### CAPITAL EXPENDITURE ON PROPERTY, PLANT AND EQUIPMENT

No significant capital expenditure for the period was spent during the period.

### LIQUIDITY AND FINANCIAL RESOURCES

The net current assets of the Group as at 30 September 2012 were approximately HK\$87.5 million (31 March 2012: approximately HK\$91.7 million). The current ratio was approximately 1.25 (31 March 2012: approximately 1.38). Shareholders' equity were approximately HK\$87.6 million (31 March 2012: approximately HK\$91.7 million) because of the loss of approximately HK\$4.2 million for the period.

### PLEDGE OF ASSETS

As at 30 September 2012, none of the Group's assets were pledged.

### CAPITAL COMMITMENTS

As at 30 September 2012, the Group had no material capital commitments.

### 營運資金管理

於二零一二年九月三十日，本集團之銀行結存及現金維持約8,100,000港元(二零一二年三月三十一日：約113,300,000港元)。於二零一二年三月三十一日，本集團之平均存貨流轉期約為2日。

### 融資及資本架構

截至二零一二年九月三十日止期間，本集團並無債務(二零一二年三月三十一日：無)。

### 物業、廠房及設備之資本支出

期內並無撥用期內重大資本支出。

### 流動資金及財政資源

於二零一二年九月三十日，本集團之流動資產淨值約為87,500,000港元(二零一二年三月三十一日：約91,700,000港元)。流動比率約為1.25(二零一二年三月三十一日：約1.38)。股東權益約為87,600,000港元(二零一二年三月三十一日：約91,700,000港元)，此乃由於期內錄得約4,200,000港元虧損所致。

### 資產抵押

於二零一二年九月三十日，本集團並無任何資產用於抵押。

### 資本承擔

於二零一二年九月三十日，本集團並無任何重大資本承擔。

## Management Discussion and Analysis of the Group

### 本集團之管理層討論及分析

#### TREASURY POLICY

The majority of the Group's sales and purchases are denominated in US Dollars. As Hong Kong Dollars and US Dollars are pegged, the Group had minimum exposure to foreign exchange fluctuation in this respect. The Group still monitors the overall currency and interest rate exposures.

#### EMPLOYEE INFORMATION

As at 30 September 2012, the Group had 17 employees (31 March 2012: 15). The remuneration packages are generally structured with reference to market conditions and the individual qualifications. Salaries and wages of the Group's employees are normally reviewed on an annual basis based on performance appraisals and other relevant factors.

#### 庫務政策

本集團之銷售及採購大部份以美元結算。由於港元與美元掛鈎，令本集團在此方面承受之外匯波動風險甚低。本集團仍然密切監察整體之貨幣及利率風險。

#### 僱員資料

於二零一二年九月三十日，本集團有17名僱員(二零一二年三月三十一日：15名)。薪金待遇一般參考市場情況及個別員工資歷而釐定。本集團僱員之薪金及工資一般於每年根據表現評估及其他相關因素作出檢討。

## Other Information 其他資料

### DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 September 2012, the directors, chief executive of the Company and their respective associates had the following interests and short positions in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) as recorded in the register required to be kept by the Company under Section 352 of the SFO or which were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers contained in the Listing Rules ("Model Code"), to be notified to the Company and the Stock Exchange:

### 董事及主要行政人員於股份、相關股份及債權證之權益及淡倉

於二零一二年九月三十日，本公司各董事、主要行政人員及彼等各自之聯繫人士於本公司及其相聯法團(具有證券及期貨條例(「證券及期貨條例」)第XV部所賦予之涵義)之股份、相關股份及債權證擁有須根據證券及期貨條例第352條須保存於本公司之登記冊所記載，或根據上市規則內有關上市發行人董事進行證券交易之標準守則(「標準守則」)知會本公司及聯交所之權益及淡倉如下：

Name of Directors 董事姓名	Capacity/Nature of interest 身份／權益性質	Number of Shares held 所持股份數目		Percentage of total holding 持股總數 百分比
		Long position 好倉	Short position 淡倉	
Wang Jianqing 王建清	Interest in controlled corporation 受控法團權益	636,504,351	—	62.43%
Pan Junfeng 潘俊峰	Interest in controlled corporation 受控法團權益	636,504,351	—	62.43%

Note: Frontier Global Group Limited is wholly owned by Touch Billion Limited. Touch Billion Limited is held as to 75% by Champion Golden Limited, in which (i) Mr. Wang Jianqing has 50% of the voting right; and (ii) Mr. Pan Junfeng has 25% of the voting right.

附註：先鋒環球集團有限公司由Touch Billion Limited全資擁有。Touch Billion Limited之75%權益由Champion Golden Limited持有，其中(i)王建清先生擁有50%表決權；及(ii)潘俊峰先生擁有25%表決權。

Save as disclosed above, as at 30 September 2012, none of the directors or the chief executive of the Company and their associates had any interests or short positions in the shares, underlying shares and debentures of the Company and its respective associated corporations (within the meaning of Part XV of the SFO) which (a) are required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 & 8 of Part XV of the SFO (including interests and short positions which he is taken or deemed to have under such provisions of SFO); or (b) are required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein; or (c) are required, pursuant to the Model Code for Securities Transactions by Directors of Listed Companies to be notified to the Company and the Stock Exchange.

除上文所披露者外，於二零一二年九月三十日，本公司之董事或主要行政人員及及彼等之聯繫人士概無於本公司及其相關相聯法團(具有證券及期貨條例第XV部所賦予之涵義)之股份、相關股份及債權證中，擁有(a)須根據證券及期貨條例第XV部第7及第8分部知會本公司及聯交所之權益或淡倉(包括彼等根據證券及期貨條例上述條文被認為或視作擁有之權益及淡倉)；或(b)須根據證券及期貨條例第352條之規定記錄於該條文所述之登記冊內之權益或淡倉；或(c)須根據上市公司董事進行證券交易之標準守則知會本公司及聯交所之權益或淡倉。



## Other Information 其他資料

### DISCLOSURE OF INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES OF SUBSTANTIAL SHAREHOLDERS AND OTHER PERSONS

As at 31 March 2012, so far as was known to any director or chief executive of the Company, the following persons (other than a director or the chief executive of the Company) who had an interest or short position in the shares and underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or, who is, directly or indirectly, interested in ten percent. or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any other member of the Group.

### 披露主要股東及其他人士之股份及相關股份權益及淡倉

於二零一二年三月三十一日，就本公司任何董事或主要行政人員所知，以下人士（不包括本公司董事或主要行政人員）於本公司之股份及相關股份中擁有根據證券及期貨條例第XV部第2及第3分部之規定須向本公司披露之權益或淡倉；或直接或間接擁有附在在所有情況下於本集團任何其他成員公司之股東大會上投票表決之權利之任何類別股本10%或以上面值。

Name of Shareholder 股東名稱	Capacity/Nature of Interest 身份／權益性質	Number of Shares Held 所持股份數目		Percentage of total holding 持股總數 百分比
		Long position 好倉	Short position 淡倉	
Frontier Global Group Limited 先鋒環球集團有限公司	Beneficial interest 實益權益	636,504,351 (note 1) (附註1)	—	62.43%
Touch Billion Limited	Interest in controlled corporation 受控法團權益	636,504,351 (note 1) (附註1)	—	62.43%
Champion Golden Limited	Interest in controlled corporation 受控法團權益	636,504,351 (note 1) (附註1)	—	62.43%
Cheng Xu 程徐	Family interest 家族權益	636,504,351 (note 1) (附註1)	—	62.43%
Jinlong International Holdings Limited 金龍國際控股有限公司	Security interest 抵押權益	636,504,351 (note 2) (附註2)	—	62.43%
ADM Galleus Fund I Limited	Security interest 抵押權益	636,504,351 (note 2) (附註2)	—	62.43%
ADM Investment Management Limited	Investment Manager 投資經理	636,504,351 (note 2) (附註2)	—	62.43%

## Other Information 其他資料

Note 1: Frontier Global Group Limited is wholly owned by Touch Billion Limited. Touch Billion Limited is held as to 75% by Champion Golden Limited, in which (i) Mr. Wang Jianqing has 50% of the voting right; and (ii) Mr. Pan Junfeng has 25% of the voting right.

Note 2: Pursuant to the disclosure of interests forms filed, Jinlong International Holdings Limited is held as to 50%, 29% and 21% by ADM Galleus Fund I Limited, Permal ADM Asia Debt Fund Limited and ADM Galleus Fund II Limited respectively, all of these companies are in turn wholly owned by ADM Investment Management Limited in the capacity as investment manager.

Save as disclosed above, as at 30 September 2012, the directors and chief executive of the Company are not aware of any other persons (other than a director or chief executive of the Company) who had an interest or short position in the shares and underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or, who is, directly or indirectly, interested in ten per cent. or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any other members of the Group.

附註1：先鋒環球集團有限公司由Touch Billion Limited全資擁有。Touch Billion Limited之75%權益由Champion Golden Limited持有，其中(i)王建清先生擁有50%表決權；及(ii)潘俊峰先生擁有25%表決權。

附註2：根據所提交之權益披露表格，金龍國際控股有限公司乃分別由ADM Galleus Fund I Limited、Permal ADM Asia Debt Fund Limited及ADM Galleus Fund II Limited分別擁有其50%、29%及21%權益，而所有該等公司則由ADM Investment Management Limited作為投資經理全資擁有。

除上文所披露者外，於二零一二年九月三十日，就本公司董事及主要行政人員所知，概無任何其他人士(不包括本公司董事或主要行政人員)於本公司之股份及相關股份中擁有根據證券及期貨條例第XV部第2及第3分部之規定須向本公司披露之權益或淡倉；或直接或間接擁有附有在所有情況下於本集團任何其他成員公司之股東大會上投票表決之權利之任何類別股本10%或以上面值。

## Corporate Governance 企業管治

The Company has complied with all the applicable code provisions set out in the Code on Corporate Governance Practices (“the CG Code”) in Appendix 14 of the Listing Rules throughout the six months ended 30 September 2012, except for the deviations from CG Code provision A2.1 in respect of the separation of roles of the Chairman and the Chief Executive Officer.

## Audit Committee 審核委員會

The Audit Committee comprises three independent non-executive directors, namely Dr. Leung Hoi Ming, Mr. Wong Chi Keung and Mr. Tom Xie. The Audit Committee has reviewed the unaudited interim results of the Group for the six months ended 30 September 2012.

## Compliance With Code For Securities Transactions By Directors 遵守董事進行證券交易之守則

The Company has adopted the Model Code as its own code of conduct regarding directors’ securities transactions (the “Code”). Having made specific enquiry of all directors of the Company, the directors of the Company have complied with the required standard set out in the Model Code throughout the period ended 30 September 2012.

## Dealing in Company’s Listed Securities 買賣本公司上市證券

During the period, there were no purchases, sale or redemption by the Company or any of its subsidiaries, of the Company’s listed securities.

本公司於截至二零一二年九月三十日止六個月內一直遵守上市規則附錄14載列之企業管治常規守則(「企業管治守則」)之所有適用守則條文，惟企業管治守則條文第A2.1條有關主席及行政總裁角色區分存在偏離除外。

審核委員會由三名獨立非執行董事組成，分別為梁海明博士、黃之強先生及謝祺祥先生。審核委員會已審閱本集團截至二零一二年九月三十日止六個月之未經審核中期業績。

本公司已採納標準守則作為其董事進行證券交易之操守守則(「守則」)。經向本公司全體董事作出具體查詢後，本公司董事於截至二零一二年九月三十日止期間內一直遵守標準守則所規定之準則。

期內，本公司或其任何附屬公司並無購買、出售或贖回本公司任何上市證券。

## Acknowledgement 致謝

I would like to take this opportunity to thank each and every of the management, staff and employees for their dedication, loyalty and commitment in the past.

By order of the Board

### **Wang Jianqing**

*Chairman and Chief Executive Officer*  
Hong Kong,

Hong Kong, 30 November 2012

本人謹此對管理層、各員工及僱員於過去之努力、忠誠及作出之貢獻致以衷心謝意。

承董事會命

主席及行政總裁

**王建清**

香港

香港，二零一二年十一月三十日

## Corporate Information 公司資料

### BOARD OF DIRECTORS

#### Executive Directors

Mr. Wang Jianqing (*Chairman and Chief Executive Officer*)

Mr. Pan Junfeng

#### Independent non-executive Directors

Dr. Leung Hoi Ming

Mr. Wong Chi Keung

Mr. Tom Xie

Mr. Lo Wai Hung

### COMPANY SECRETARY

Mr. Chan Sek Kwan Rays

### AUDITOR

Deloitte Touche Tohmatsu

### PRINCIPAL BANKER

The Hongkong and Shanghai Banking Corporation Limited

### PRINCIPAL REGISTRARS

Butterfield Fulcrum Group (Bermuda) Limited  
11 Rosebank Centre, Bermudiana Road,  
Hamilton, Bermuda.

### BRANCH REGISTRARS

Tricor Tengis Limited  
26th Floor, Tesbury Centre, 28 Queen's Road East,  
Wanchai, Hong Kong.

### REGISTERED OFFICE

Clarendon House, Church Street,  
Hamilton HM11, Bermuda

### HONG KONG PRINCIPAL OFFICE

Unit D, 12/F., Seabright Plaza  
9-23 Shell Street, North Point  
Hong Kong

### WEBSITE

[www.ngailik.hk](http://www.ngailik.hk)

### 董事會

#### 執行董事

王建清先生(*主席及行政總裁*)

潘俊峰先生

#### 獨立非執行董事

梁海明博士

黃之強先生

謝祺祥先生

盧偉雄先生

### 公司秘書

陳錫坤先生

### 核數師

德勤•關黃陳方會計師行

### 主要往來銀行

香港上海滙豐銀行有限公司

### 主要股份過戶登記處

Butterfield Fulcrum Group (Bermuda) Limited  
11 Rosebank Centre, Bermudiana Road,  
Hamilton, Bermuda.

### 股份過戶登記分處

卓佳登捷時有限公司  
香港灣仔皇后大道東28號  
金鐘匯中心26樓

### 註冊辦事處

Clarendon House, Church Street,  
Hamilton HM11, Bermuda

### 香港主要辦事處

香港  
北角蜆殼街9-23號  
秀明中心12樓D室

### 網址

[www.ngailik.hk](http://www.ngailik.hk)

