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## NGAI LIK INDUSTRIAL HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 332)

### INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2011

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 2011, together with the comparative figures, as follows:

#### CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

		Six months ended 30 September	
	Notes	2011 HK\$'000 (Unaudited)	2010 HK\$'000 (Unaudited)
Turnover	3	516,488	477,120
Cost of sales		<u>(513,298)</u>	<u>(485,801)</u>
Gross profit/(loss)		3,190	(8,681)
Other operating expenses, net		—	(448)
Other income		9,043	1,206
Gain on deconsolidation of subsidiaries	14	159,001	—
Selling and distribution expenses		(2,358)	(5,235)
Administrative expenses		<u>(41,535)</u>	<u>(33,795)</u>
Profit/(Loss) from operations		127,341	(46,953)
Finance costs		—	(1)
Profit/(Loss) before taxation	4	127,341	(46,954)
Taxation charge	5	<u>(213)</u>	—
Profit/(Loss) for the period		127,128	(46,954)
Other comprehensive income			
— Exchange differences on translation of a foreign operation		<u>152</u>	—
Total comprehensive income/(expense) for the period		<u><u>127,280</u></u>	<u><u>(46,954)</u></u>
Earnings/(Loss) per share (in HK Cents)	7		
— Basic and diluted		<u><u>16.03</u></u>	<u><u>(5.92)</u></u>

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

		As at <b>30 September 2011</b> <i>HK\$'000</i> <b>(Unaudited)</b>	As at 31 March 2011 <i>HK\$'000</i> <b>(Audited)</b>
	<i>Notes</i>		
<b>Non-current assets</b>			
Property, plant and equipment	11	<b>10</b>	503
Interest in an associate		—	38
		<hr/> <b>10</b>	<hr/> 541
<b>Current assets</b>			
Inventories		—	9,186
Trade and other receivables and prepayments	8	<b>7,469</b>	27,293
Tax recoverable		<b>45</b>	45
Pledged bank deposits		—	686
Bank balances and cash		<b>7,623</b>	8,857
		<hr/> <b>15,137</b>	<hr/> 46,067
<b>Current liabilities</b>			
Trade and other payables and accruals	9	<b>3,370</b>	158,211
Amounts due to related parties	10	<b>16,643</b>	2,839
Amount due to an associate		—	38
Tax payable		<b>334</b>	121
Obligations under finance leases — due within one year		—	32
Provision		—	17,844
		<hr/> <b>20,347</b>	<hr/> 179,085
<b>Net current liabilities</b>		<hr/> <b>(5,210)</b>	<hr/> (133,018)
<b>Total assets less current liabilities</b>		<hr/> <b>(5,200)</b>	<hr/> (132,477)
<b>Non-current liabilities</b>			
Obligations under finance leases — due after one year		—	3
<b>Net liabilities</b>		<hr/> <b>(5,200)</b>	<hr/> (132,480)
<b>Capital and reserves</b>			
Share capital	12	<b>79,302</b>	79,302
Reserves		<b>(84,502)</b>	(211,782)
<b>Total deficit</b>		<hr/> <b>(5,200)</b>	<hr/> (132,480)

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY***For the six months ended 30 September 2011*

	<b>Share capital</b> <i>HK\$'000</i>	<b>Share premium</b> <i>HK\$'000</i>	<b>Other reserve</b> <i>HK\$'000</i>	<b>Translation reserve</b> <i>HK\$'000</i>	<b>Accumulated losses</b> <i>HK\$'000</i>	<b>Total deficit</b> <i>HK\$'000</i>
At 1 April 2010 (Audited)	79,302	94,972	71,372	—	(273,911)	(28,265)
Total comprehensive expense for the period	—	—	—	—	(46,954)	(46,954)
At 30 September 2010 (Unaudited)	<u>79,302</u>	<u>94,972</u>	<u>71,372</u>	<u>—</u>	<u>(320,865)</u>	<u>(75,219)</u>
At 1 April 2011 (Audited)	<b>79,302</b>	<b>94,972</b>	<b>71,372</b>	—	<b>(378,126)</b>	<b>(132,480)</b>
Total comprehensive income for the period	—	—	—	<b>152</b>	<b>127,128</b>	<b>127,280</b>
At 30 September 2011 (Unaudited)	<u><b>79,302</b></u>	<u><b>94,972</b></u>	<u><b>71,372</b></u>	<u><b>152</b></u>	<u><b>(250,998)</b></u>	<u><b>(5,200)</b></u>

## CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	Six months ended	
	30 September	
	2011	2010
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(Unaudited)	(Unaudited)
Net cash used in operating activities	<u>(1,169)</u>	<u>(5,836)</u>
Net cash used in investing activities	<u>(67)</u>	<u>(1,533)</u>
Net cash used in financing activities	<u>(35)</u>	<u>(16)</u>
Net decrease in cash and cash equivalents	(1,271)	(7,385)
Cash and cash equivalents at 1 April	8,857	19,147
Effect of foreign exchange rate changes, net	<u>37</u>	<u>—</u>
Cash and cash equivalents at 30 September	<u><u>7,623</u></u>	<u><u>11,762</u></u>
Analysis of the balances of cash and cash equivalents:		
Bank balances and cash	<u><u>7,623</u></u>	<u><u>11,762</u></u>

# NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 1. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard (“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 profit attributable to owners of the Company of approximately HK\$127 million for the six months ended 30 September 2011 (For the six months ended 30 September 2010: loss of approximately HK\$47 million) and as at 30 September 2011 the Group had net current liabilities of approximately HK\$5 million (As at 31 March 2011: approximately HK\$133 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 2011.

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 2011, 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 2011:

HKFRSs (Amendments)	Improvements to HKFRSs 2010
HKAS 24 (as revised in 2009)	Related Party Disclosures
HK(IFRIC) — INT 14 (Amendment)	Prepayments of a Minimum Funding Requirement
HK(IFRIC) — INT 19	Extinguishing Financial Liabilities with Equity Instruments

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.

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

HKAS 1 (Amendments)	Presentation of Items of Other Comprehensive Income <sup>3</sup>
HKAS 12 (Amendments)	Deferred Tax: Recovery of Underlying Assets <sup>2</sup>
HKAS 19 (as revised in 2011)	Employee Benefits <sup>4</sup>
HKAS 27 (as revised in 2011)	Separate Financial Statements <sup>4</sup>
HKAS 28 (as revised in 2011)	Investments in Associates and Joint Ventures <sup>4</sup>
HKFRS 7 (Amendments)	Disclosures — Transfers of Financial Assets <sup>1</sup>
HKFRS 9	Financial Instruments <sup>4</sup>
HKFRS 10	Consolidated Financial Statements <sup>4</sup>
HKFRS 11	Joint Arrangements <sup>4</sup>
HKFRS 12	Disclosure of Interests in Other Entities <sup>4</sup>
HKFRS 13	Fair Value Measurement <sup>4</sup>
HK(IFRIC) — INT 20	Stripping Costs in the Production Phase of a Surface Mine <sup>4</sup>

<sup>1</sup> Effective for annual periods beginning on or after 1 July 2011

<sup>2</sup> Effective for annual periods beginning on or after 1 January 2012

<sup>3</sup> Effective for annual periods beginning on or after 1 July 2012

<sup>4</sup> Effective for annual periods beginning on or after 1 January 2013

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

During the six months ended 30 September 2011, the Group is newly engaged in the oil trading business and this becomes a new operating segment in the current reporting period.

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

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

Oil trading — Trading of oil and provision of consultancy services.

The following is an analysis of the Group's revenue and results by operating and reportable segments for the six months ended 30 September 2011:

	EMS Business <i>HK\$'000</i> (Unaudited)	Oil Trading <i>HK\$'000</i> (Unaudited)	Consolidated <i>HK\$'000</i> (Unaudited)
Reportable segment revenue	<u>81,929</u>	<u>434,559</u>	<u>516,488</u>
Reportable segment loss	<u>(28,922)</u>	<u>(1,040)*</u>	(29,962)
Unallocated income			30
Unallocated expenses			(1,728)
Gain on deconsolidation of subsidiaries			<u>159,001</u>
Profit before taxation			127,341
Income tax expenses			<u>(213)</u>
Profit for the period			<u>127,128</u>

\* Loss mainly attributed to a one-off expense of approximately HK\$1,017,000.

The following is an analysis of the Group's assets and liabilities by operating and reportable segments as at 30 September 2011:

	EMS Business <i>HK\$'000</i> (Unaudited)	Oil Trading <i>HK\$'000</i> (Unaudited)	Consolidated <i>HK\$'000</i> (Unaudited)
Segment assets	1,568	11,904	13,472
Unallocated assets			<u>1,675</u>
Total assets per condensed consolidated statement of financial position			<u>15,147</u>
Segment liabilities	2,788	11,664	14,452
Unallocated liabilities			<u>5,895</u>
Total liabilities per condensed consolidated statement of financial position			<u>20,347</u>

The following table provides an analysis of the Group's sales by geographical market and the Group's non-current assets by geographical location of the assets, irrespective of the origin of the goods manufactured or services rendered:

	Turnover		Non-current assets	
	Six months ended 30 September		As at 30 September	As at 31 March
	2011	2010	2011	2011
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
The PRC	244,165	—	10	—
Hong Kong	190,394	2,192	—	541
Dubai	60,808	—	—	—
United States of America	13,154	233,265	—	—
Philippines	7,967	113	—	—
Netherlands	—	41,557	—	—
Brazil	—	11,826	—	—
France	—	12,334	—	—
Canada	—	33,071	—	—
Others	—	142,762	—	—
	<b>516,488</b>	<b>477,120</b>	<b>10</b>	<b>541</b>

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

Six months ended 30 September	
2011	2010
<i>HK\$'000</i>	<i>HK\$'000</i>
(Unaudited)	(Unaudited)

Profit/(Loss) before taxation has been arrived at after charging/(crediting):

Bad debts recovery	(5,528)	—
Depreciation of property, plant and equipment	—	463
Exchange losses, net	35	627
Loss/(Gain) on disposal of property, plant and equipment	23	(179)
Impairment loss on trade and other receivables	11,412	—
Interest income	(1)	(18)
Operating lease rentals in respect of building premises	773	—

## 5. TAXATION CHARGE

	Six months ended 30 September	
	2011	2010
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Taxation in condensed consolidated statement of comprehensive income represents:		
Current taxation		
Hong Kong		
— provided for the period	<u>213</u>	<u>—</u>
Taxation charge for the period	<u><u>213</u></u>	<u><u>—</u></u>

### Notes:

Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profit for the six months ended 30 September 2011 (For the six months ended 30 September 2010: Nil).

## 6. DIVIDEND

No dividend was proposed for the six months ended 30 September 2011 and 2010.

## 7. EARNINGS/(LOSS) PER SHARE

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

	Six months ended 30 September	
	2011	2010
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Profit/(Loss) for the period attributable to owners of the Company for the purposes of basic and diluted earnings/(loss) per share	<u>127,128</u>	<u>(46,954)</u>
Weighted average number of ordinary shares for the purpose of basic and diluted earnings/(loss) per share	<u>793,016,668</u>	<u>793,016,668</u>

The weighted average number of ordinary shares for the purposes of basic and diluted earnings/(loss) per share for the six months ended 30 September 2010 has been adjusted to take into account of the share consolidation on 5 September 2011. Details of share consolidation are set out in note 12.

## 8. TRADE AND OTHER RECEIVABLES AND PREPAYMENTS

	As at 30 September 2011 <i>HK\$'000</i> (Unaudited)	As at 31 March 2011 <i>HK\$'000</i> (Audited)
Trade receivables	165	8,834
Less: impairment loss	—	(5,529)
	<u>165</u>	<u>3,305</u>
Amount due from scheme subsidiaries	—	30,366
Other receivables and prepayments	7,304	663
Less: impairment loss	—	(7,041)
	<u>7,469</u>	<u>27,293</u>

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

The following is an aged analysis of trade receivables (net of impairment loss) at the reporting date:

	As at 30 September 2011 <i>HK\$'000</i> (Unaudited)	As at 31 March 2011 <i>HK\$'000</i> (Audited)
Current–30 days	165	2,444
31–60 days	—	4
61–90 days	—	856
Over 90 days	—	1
	<u>165</u>	<u>3,305</u>

## 9. TRADE AND OTHER PAYABLES AND ACCRUALS

	As at 30 September 2011 <i>HK\$'000</i> (Unaudited)	As at 31 March 2011 <i>HK\$'000</i> (Audited)
Trade payables	16	3,165
Other payables		
— Amount due to scheme subsidiaries	—	21,650
— Others	3,115	18,708
Accruals	239	114,688
	<u>3,370</u>	<u>158,211</u>

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

	<b>As at 30 September 2011 HK\$'000 (Unaudited)</b>	<b>As at 31 March 2011 HK\$'000 (Audited)</b>
Current–30 days	16	1,246
31–60 days	—	206
61–90 days	—	1,695
Over 90 days	—	18
	<u>16</u>	<u>3,165</u>

## 10. AMOUNTS DUE TO RELATED PARTIES

The amounts are unsecured, interest-free and repayable on demand.

The amounts represented:

- (i) amount due to a related party of approximately HK\$8,893,000, which is a company wholly owned by a director of the Company that owns 21.2% effective interest of the Company; and
- (ii) amount due to the immediate holding company of HK\$7,750,000.

## 11. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 September 2011, the Group spent approximately HK\$16,000 (For the six months ended 30 September 2010: approximately HK\$1.7 million) on the property, plant and equipment. In addition, assets with a net book value of approximately HK\$510,000 were disposed of by the Group during the six months ended 30 September 2011 (For the six months ended 30 September 2010: approximately HK\$799,000).

## 12. SHARE CAPITAL

	<i>Notes</i>	<b>Number of shares '000 (Unaudited)</b>	<b>Share capital HK\$'000 (Unaudited)</b>
Ordinary shares, issued and fully paid:			
At 1 April 2010 and 30 September 2010, shares of HK\$0.01 each		7,930,167	79,302
At 1 April 2011, shares of HK\$0.01 each		7,930,167	79,302
Share consolidation into HK\$0.10 each	a	(7,137,150)	—
At 30 September 2011, shares of HK\$0.10 each		793,017	79,302

*Notes:*

- (a) Pursuant to the circular dated 3 August 2011, every ten issued shares of HK\$0.01 each in the capital of the Company were consolidated into one new share of HK\$0.10 each. Accordingly, on this basis, issued share capital of approximately HK\$79,302,000 is divided into approximately 793,017,000 shares of HK\$0.10 each upon the share consolidation.

### 13. RELATED PARTY TRANSACTIONS

During the period, the Group entered into the following significant transactions with related parties in the ordinary course of business:

	<i>Notes</i>	<b>Six months ended 30 September</b>	
		<b>2011</b>	<b>2010</b>
		<b><i>HK\$'000</i></b>	<b><i>HK\$'000</i></b>
		<b>(Unaudited)</b>	<b>(Unaudited)</b>
Sales to Qingyuan Regent International Hotel	a	—	11
Hotel expenses paid to Qingyuan Regent International Hotel	a	—	98
Non-interest bearing loan from Manfulview Limited	b	—	5,452
Remuneration paid to directors and other members of key management		—	11,763
		<u>          </u>	<u>          </u>

*Notes:*

- (a) Qingyuan Regent International Hotel is indirectly controlled by a discretionary trust for Dr. Lam Man Chan (the ex-Chairman and ex-director of the Company). Ms. Ting Lai Ling and Mr. Lam Shing Ngai and other family members of Dr. Lam and Ms. Ting are beneficiary objects of the discretionary trust. Four ex-directors of the Company, namely, Dr. Lam Man Chan, Ms. Ting Lai Ling, Mr. Lam Shing Ngai and Mr. Yeung Cheuk Kwong are directors of the hotel.
- (b) Manfulview limited is a company controlled by Dr. Lam Man Chan and Ms. Ting Lai Ling.

### 14. DECONSOLIDATION OF SUBSIDIARIES

On 29 September 2011, the board of the directors of Pacific Rise Holdings Limited (“Pacific Rise”) (formerly known as Top Novel Limited), a direct wholly-owned subsidiary of the Company, resolved to recommend the shareholder to voluntarily wind up Pacific Rise. Upon commencement of the winding-up, Pacific Rise ceased to be a subsidiary of the Company and the financial results and position of the Pacific Rise and its subsidiaries (collectively the “Pacific Rise Group”) were deconsolidated from that of the Group.

As at 29 September 2011, the net liabilities of the Pacific Rise Group were as follows:

	<i>HK\$'000</i>
	(Unaudited)
Property, plant and equipment	7
Cash and bank balances	531
Other receivables	3,712
Trade and other payables and accruals	<u>(163,251)</u>
Gain on deconsolidation of subsidiaries	<u>(159,001)</u>
Net cash outflow arising on deconsolidation:	
Cash and bank balances	<u>          531</u>

## **DIVIDEND**

The Board of Directors have resolved not to declare an interim dividend for the six months ended 30 September 2011 (2010: nil).

## **BUSINESS REVIEW**

During the period from 1 April 2011 to 30 September 2011 (“the Relevant Period”), the Group recorded a gain of approximately HK\$127 million, as compared to a loss of approximately HK\$47 million in the prior period. The gain 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\$516 million from approximately HK\$477 million.

In view of the critical business environment for export-manufacturing, the management carried out a review on the Group’s EMS operation and decided to close down product lines which have been reporting net losses for consecutive financial years, by voluntarily wound up a subsidiary as disclosed in the announcement dated 30 September 2011. With the elimination of loss-making product lines and downsizing in operations, the division managed to achieve the gross profit of approximately HK\$0.7 million for the Relevant Period, as compared to the gross loss of approximately HK\$8.7 million in the prior period.

In April 2011, the Group established a new oil trading division engaging in the trading of coal, oil and chemical products and provision of consultancy services. The oil trading division has contributed a turnover of approximately HK\$434.5 million for the Relevant Period. The management believes that the new oil trading business will help the Group to capture new market, increase its profitability and diversify its business risk.

Going forward, the Group will continue to leverage on the experience and network of our management and to develop and establish its oil trading business platform. The Group will seek to expand its product range and continue to seek and cover trade areas such as Singapore and other countries in Asia Pacific region. The Group will also seek and provide more value added services to its customers.

In the mean time, the Group will strive to increase cash flows by controlling overheads. The Group also endeavors to explore new business opportunities in order to create value for its shareholders.

## **MANAGEMENT DISCUSSION AND ANALYSIS OF THE GROUP**

### **Turnover**

The Group’s turnover increased to approximately HK\$516.5 million for the period ended 30 September 2011, an increase of approximately 8.3% as compared to the preceding financial period. The rise was mainly attributable to the new oil trading business which reported a turnover of approximately HK\$434.5 million during the period.

As mentioned in the annual report of FY2010/2011, the Group has decided to reduce sales of consistently loss-making product range with an aim to change the product mix for a healthy growth in future. In line with this strategy, the EMS division’s turnover dropped to approximately HK\$81.9 million for the period, a reduction of approximately 82.8% as compared to the preceding financial period. The decline was mainly attributable to reduction in production scale of loss-making products.

## **Gross Profit/(Loss)**

The gross profit was about HK\$3.2 million for the period. The turnaround from gross loss to gross profit was mainly attributable to the Group's strategy in gradual elimination of loss-making products and cut-down of product lines with relatively excessive overheads, as well as the introduction of new oil trading business.

## **Expenses**

The Group's administrative expenses for the period ended 30 September 2011 totaled to approximately HK\$41.5 million, representing an increase of approximately 22.9% as compared to the corresponding figures last period. The increase was partly attributed to the severance costs for certain staff in Hong Kong. The Group's selling and distribution expenses amounted to approximately HK\$2.4 million, representing a decrease of approximately 55.0% as compared to last year. The drop was in line with the decline in sales turnover in the EMS division, which is more selling and distribution expenses intensive as compared to the oil trading division. No significant finance costs were incurred during both financial periods.

## **Working Capital Management**

As at 30 September 2011, the Group maintained bank balances and cash of approximately HK\$7.6 million (31 March 2011: approximately HK\$8.9 million). The Group's average inventory turnover days was approximately 2 days (31 March 2011: approximately 28 days).

## **Financing and Capital Structure**

For the period ended 30 September 2011, the Group had no debts (31 March 2011: approximately HK\$35,000).

## **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 liabilities of the Group as at 30 September 2011 were approximately HK\$5.2 million (31 March 2011: approximately HK\$133.0 million). The current ratio was approximately 0.74 (31 March 2011: approximately 0.26). Shareholders' deficits were approximately HK\$5.2 million (31 March 2011: approximately HK\$132.5 million) because of the significant profit of approximately HK\$127.1 million for the period.

## **Pledge of Assets**

As at 30 September 2011, none of the Group's assets were pledged.

## **Capital Commitments**

As at 30 September 2011, the Group had no material capital commitments.

## **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 contract manufacturing costs incurred in the PRC were denominated in RMB. The Group still monitors the overall currency and interest rate exposures.

## **Employee Information**

As at 30 September 2011, the Group had about 10 employees (31 March 2011: 60). 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.

## **REVIEW OF INTERIM RESULTS**

The interim results of the Group for the six months ended 30 September 2011 have not been audited, but have been reviewed by the Audit Committee of the Company.

## **CORPORATE GOVERNANCE**

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 2011, except for the CG Code provision A2.1 in respect of the separation of roles of the Chairman and the Chief Executive Officer.

## **AUDIT COMMITTEE**

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 2011.

## **REMUNERATION COMMITTEE**

The Remuneration Committee of the Company, comprising of three independent non-executive directors, was established with the terms of reference in compliance with the CG Code. The Remuneration Committee is responsible for formulation and review of the remuneration policy of the Company and performance of the executive directors, recommendation as to the remuneration of the executive directors and dealing with matters of appointment, retirement and re-election of the directors.

## **COMPLIANCE WITH CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS**

The Company has adopted the Model Code as set out in Appendix 10 to the Listing Rules as its own code of conduct regarding directors' securities transactions. 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 2011.

## **DEALING IN COMPANY'S LISTED SECURITIES**

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

## **PUBLICATION OF INTERIM RESULTS AND INTERIM REPORT**

This announcement of interim results is available for viewing on the website of Hong Kong Exchange and Clearings Limited at [www.hkex.com.hk](http://www.hkex.com.hk) under “Latest Listed Company Information” and on the website of IR Asia Limited at [www.irasia.com/listco/hk/ngailik/](http://www.irasia.com/listco/hk/ngailik/). The interim report of the Company containing all the information required by the Listing Rules will be published on the above websites in due course.

## **ACKNOWLEDGEMENT**

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  
**Ngai Lik Industrial Holdings Limited**  
**Wang Jianqing**  
*Chairman and Chief Executive Officer*

Hong Kong, 30 November 2011

*As at the date of this announcement, the executive Directors are Mr. Wang Jianqing and Mr. Pan Junfeng; and the Independent non-executive Directors are Dr. Leung Hoi Ming, Mr. Wong Chi Keung, Mr. Tom Xie and Mr. Lo Wai Hung.*

\* *For identification purpose only*