

The content of this announcement set out below is identical to the results announcement posted on the website of The Stock Exchange of Hong Kong Limited on 28 April 2006.



GLOBAL GREEN TECH GROUP LIMITED

高寶綠色科技集團有限公司

(incorporated in the Cayman Islands with limited liability)  
(Stock Code: 274)

ANNUAL RESULTS ANNOUNCEMENT

FOR THE YEAR ENDED 31 DECEMBER 2005

ANNUAL RESULTS

The Directors of Global Green Tech Group Limited (the “Company”) are pleased to announce the audited consolidated results of the Company and its subsidiaries (the “Group”) for the year ended 31 December 2005 as follows:

CONDENSED CONSOLIDATED PROFIT AND LOSS ACCOUNT

		Year ended 31 December	
		2005	2004
	Notes	HK\$'000	HK\$'000
			(restated)
TURNOVER	(3)	769,874	624,894
Cost of sales		(469,464)	(393,684)
Gross profit		300,410	231,210
Other revenue and net income	(3)	137,615	15,700
Selling and distribution expenses		(61,575)	(44,164)
General and administrative expenses		(98,766)	(79,934)
OPERATING PROFIT	(4)	277,684	122,812
Finance costs	(5)	(7,538)	(7,663)
Gain on disposal of investment securities		–	35,942
PROFIT BEFORE TAXATION		270,146	151,091
Income tax	(6)	(20,794)	(38,883)
PROFIT FOR THE YEAR		249,352	112,208
ATTRIBUTABLE TO:			
Equity shareholders of the Company		223,305	105,096
Minority interests		26,047	7,112
		249,352	112,208
Dividends	(7)	19,257	18,567
Basic earnings per share	(8)	HK\$0.2696	HK\$0.1201
Diluted earnings per share	(8)	HK\$0.2687	HK\$0.1167

CONDENSED CONSOLIDATED BALANCE SHEET

	As at 31 December	
	2005	2004
	HK\$'000	HK\$'000
		(restated)
<b>Non-current assets</b>		
Fixed assets		
– Investment property	18,500	16,000
– Other property, plant and equipment	408,859	300,090
– Interests in leasehold and held for own use under operating leases	128,842	9,610
	556,201	325,700
Intangible assets	40,725	51,262
Payment for purchase of land	–	111,120
Deposits for purchase of other fixed assets	342,961	–
Deposits for purchase of intangible assets	12,762	9,106
Other deposits and club debenture	530	660
Investments in securities	31,500	56,944
Deferred tax assets	5,109	4,799
	989,788	559,591
<b>Current assets</b>		
Trading securities	10,773	5,282
Inventories	33,987	41,423
Trade and other receivables	207,443	308,378
Cash and cash equivalents	514,066	630,909
	766,269	985,992
<b>Current liabilities</b>		
Trade and other payables	(82,715)	(86,755)
Short-term bank loans	(2,815)	–
Current portion of long-term bank loans	(117,500)	(58,750)
Obligations under finance leases	(18)	(110)
Current taxation	(20,897)	(19,915)
	(223,945)	(165,530)
<b>Net current assets</b>	542,324	820,462
<b>Total assets less current liabilities</b>	1,532,112	1,380,053
<b>Non-current liabilities</b>		
Long-term bank loans	(58,750)	(176,250)
Obligations under finance leases	(58)	–
<b>Net assets</b>	1,473,304	1,203,803
Financed by:		
<b>Share capital</b>	93,519	90,508
<b>Reserves</b>	1,345,933	1,105,489
<b>Total equity attributable to equity shareholders of the Company</b>	1,439,452	1,195,997
<b>Minority interests</b>	33,852	7,806
<b>Total equity</b>	1,473,304	1,203,803

Notes:

(1) Basis of preparation

The financial statements have been prepared in accordance with the same accounting policies adopted in the 2004 annual financial statements, except for the changes in accounting policies set out in note 2. The financial statements have been reviewed by the Company's audit committee. The financial information set out in this announcement does not constitute the Group's statutory financial statements for the year ended 31 December 2005, but is derived from those financial statements.

(2) Changes in accounting policies

The Hong Kong Institute of Certified Public Accountants (“HKICPA”) has issued a number of new and revised Hong Kong Financial Reporting Standards (“HKFRSs” which collective term includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (“HKASs”) and Interpretations issued by the HKICPA) that are effective for accounting periods beginning on or after 1 January 2005.

The following sets out information on the significant changes in accounting policies for the current and prior accounting periods reflected in these financial statements.

The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period.

(a) Employee share option scheme (HKFRS 2, Share-based payment)

In prior years, no amounts were recognised when employees (which term includes directors) were granted share options over shares in the Company. If the employees chose to exercise the options, the nominal amount of share capital and share premium were credited only to the extent of the option's exercise price receivable.

With effect from 1 January 2005, in order to comply with HKFRS 2, the Group has adopted a new policy for employee share options. Under the new policy, the Group recognises the fair value of such share options as an expense with a corresponding increase recognised in a capital reserve within equity.

The Group has taken advantage of the transitional provisions set out in HKFRS 2 under which the new recognition and measurement policies have not been applied to the following grants of options:

(a) all options granted to employees on or before 7 November 2002; and

(b) all options granted to employees after 7 November 2002 but which had vested before 1 January 2005.

As the Group's options were granted to employees after 7 November 2002 but which had vested before 1 January 2005, the adoption of HKFRS 2 has no impact on the Group's net assets and results for the prior year. This has decreased the Group's profit for the year ended 31 December 2005 by HK\$17,086,000.

(b) Amortisation of positive and negative goodwill (HKFRS 3, Business combinations and HKAS 36, Impairment of assets)

(i) Amortisation of goodwill

In prior periods:

- positive or negative goodwill which arose prior to 1 January 2001 was taken directly to reserves at the time it arose, and was not recognised in the income statement until disposal or impairment of the acquired business;
- positive goodwill which arose on or after 1 January 2001 was amortised on a straight line basis over its useful life and was subject to impairment testing when there were indications of impairment; and
- negative goodwill which arose on or after 1 January 2001 was amortised over the weighted average useful life of the depreciable/amortisable non-monetary assets acquired, except to the extent it related to identified expected future losses as at the date of acquisition. In such cases it was recognised in the income statement as those expected losses were incurred.

With effect from 1 January 2005, in order to comply with HKFRS 3 and HKAS 36, the group has changed its accounting policies relating to goodwill. Under the new policy, the Group no longer amortises positive goodwill but tests it at least annually for impairment. Also with effect from 1 January 2005 and in accordance with HKFRS 3, if the fair value of the net assets acquired in a business combination exceeds the consideration paid (i.e. an amount arises which would have been known as negative goodwill under the previous accounting policy), the excess is recognised immediately in profit or loss as it arises.

The new policy in respect of the amortisation of positive goodwill has been applied prospectively in accordance with the transitional arrangements under HKFRS 3. As a result, comparative amounts have not been restated, the cumulative amount of amount of impairment loss as at 1 January 2005 has been offset against the cost of the goodwill and no amortisation charge for goodwill has been recognised in the income statement for the year ended 31 December 2005.

Also in accordance with the transitional arrangement under HKFRS 3, goodwill which had previously been taken directly to reserves (i.e. goodwill which arose before 1 January 2001) will not be recognised in profit or loss on disposal or impairment of the acquired business, or under other circumstances.

The change in policy relating to negative goodwill had no effect on the financial statements as there was no negative goodwill deferred as at 31 December 2004.

(c) Changes in presentation of minority interests (HKAS 1, Presentation of financial statements and HKAS 27, Consolidated and separate financial statements)

In prior years, minority interests at the balance sheet date were presented in the consolidated balance sheet separately from liabilities and as deduction from net assets. Minority interests in the results of the Group for the year were also separately presented in the income statement as a deduction before arriving at the profit attributable to shareholders (the equity shareholders of the Company).

With effect from 1 January 2005, in order to comply with HKAS 1 and HKAS 27, the Group has changed its accounting policy relating to presentation of minority interests. Under the new policy, minority interests are presented as part of equity, separately from interests attributable to the equity shareholders of the Company. These change in presentation have been applied retrospectively with comparatives restated accordingly.

(d) Leasehold land and building (HKAS 17, Leases)

In prior years, leasehold land and buildings held for own use were stated at revalued amounts less accumulated depreciation and accumulated impairment losses. Movements of revaluation surpluses or deficits were normally taken to the land and buildings revaluation reserve.

With effect from 1 January 2005, in order to comply with HKAS 17, the Group has adopted a new policy for leasehold land and buildings held for own use. Under the new policy, the leasehold interest in the land held for own use is accounted for as being held under an operating lease where the fair value of the interest in any buildings situated on the leasehold land could be measured separately from the fair value of the leasehold interest in the land at the time the lease was first entered into by the Group, or taken over from the previous lessee, or at the date of construction of those buildings, if later.

Any buildings held for own use which are situated on such land leases continue to be presented as part of property, plant and equipment. However, as from 1 January 2005 the buildings are also stated at cost less accumulated depreciation, rather than at fair value, to be consistent with the new policy required to be adopted for the land element. The new accounting policy has been adopted retrospectively, with comparative information adjusted for the amounts relating to prior periods.

(e) Financial instruments (HKAS 32, Financial instruments: Disclosure and presentation and HKAS 39, Financial instruments: Recognition and measurement)

In prior years, equity investments held on a continuing basis for an identifiable long-term purpose were classified as investment securities and stated at cost less provision. Other investments in securities (including those held for trading and for non-trading purposes) were stated at fair value with changes in fair value recognised in profit or loss.

With effect from 1 January 2005, and in accordance with HKAS 39, all investments, with the exception of securities held for trading purposes and certain unquoted equity investments, are classified as available-for-sale securities and carried at fair value. Changes in the fair value of available-for-sale securities are recognised in equity, unless there is objective evidence that an individual investment has been impaired. There are no material adjustments arising from the adoption of the new policies for securities held for trading purposes and unquoted equity investments not carried at fair value.

The changes in accounting policies relating to accounting for investments in equity securities were adopted by way of opening balance adjustments to fair value reserve as at 1 January 2005. The adjustments included re-designation of investment securities with a carrying value of HK\$25,444,000 at 31 December 2004 as available for sale securities at 1 January 2005. As at that date, these investment securities were restated to their fair value of \$122,640,000, by way of an opening balance adjustment to fair value reserve. Comparative amounts have not been restated as this is prohibited by the transitional arrangements in HKAS 39.

- (f) *Investment property (HKAS 40, Investment property and HK(SIC) Interpretation 21, Income taxes - Recovery of revalued non-depreciable assets)*

Changes in accounting policies relating to investment properties are as follows:

- (i) Timing of recognition of movements in fair value in the income statement

In prior years movements in the fair value of the group's investment property were recognised directly in the investment property revaluation reserve except when, on a portfolio basis, the reserve was insufficient to cover a deficit on the portfolio, or when a deficit previously recognised in the income statement had reversed, or when an individual investment property was disposed of. In these limited circumstances movements in the fair value were recognised in the income statement.

Upon adoption of HKAS 40 as from 1 January 2005, the group has adopted a new policy for investment property. Under this new policy, all changes in the fair value of investment property are recognised directly in the income statement ("profit or loss") in accordance with the fair value model in HKAS 40.

This new accounting policy has been applied retrospectively. Retained earnings as at 1 January 2005 and 1 January 2004 were increased by HK\$116,000, representing the transfer of the accumulated attributable revaluation surplus previously recorded in the investment property revaluation reserve. The effect of the change has increased the profit for the year ended 31 December 2005 by HK\$2,038,462 (2004: Nil).

- (ii) Measurement of deferred tax on movements in fair value

In prior years the group was required to apply the tax rate that would be applicable to the sale of investment property to determine whether any amounts of deferred tax should be recognised on the revaluation of investment property. Consequently, deferred tax was only provided to the extent that tax allowances already given would be clawed back if the property were disposed of at its carrying value, as there would be no additional tax payable on disposal.

As from 1 January 2005, in accordance with HK(SIC) Interpretation 21, the Group recognises deferred tax on movements in the value of an investment property using tax rates that are applicable to the property's use, if the group has no intention to sell it and the property would have been depreciable had the Group not adopted the fair value model. The adoption of this new accounting policy has no impact on the Group's net assets and results for the current and prior years.

- (g) *Definition of related parties (HKAS 24, related party disclosures)*

As a result of the adoption of HKAS 24, Related party disclosures, the definition of related parties has been expanded to clarify that related parties include entities that are under the significant influence of a related party that is an individual (i.e. key management personnel, significant shareholders and/or their close family members) and post-employment benefit plans which are for the benefit of employees of the group or of any entity that is a related party of the Group. The clarification of the definition of related parties has not resulted in any material changes to the previously reported disclosures of related party transactions nor has it had any material effect on the disclosures made in the current period, as compared to those that would have been reported had Statement of Standard Accounting Practice 20, related party disclosures, still been in effect.

### (3) Turnover, revenues and Segment information

- (a) Turnover represents the invoiced value of goods sold, net of value added tax, sales returns and discounts. Revenues and other net income recognised during the year are as follows:

	Group	
	2005	2004
	HK\$'000	HK\$'000
		(restated)
Turnover – sales of goods	<u>769,874</u>	<u>624,894</u>
Other revenue and net income		
Advertising and promotional income	–	2,000
Bank interest income	6,147	4,087
Other interest income	942	1,513
Dividend income from listed securities	–	2,901
Government grants	240	–
Rental income	2,289	1,680
Royalty income	1,784	2,755
Valuation gain on investment property	2,038	–
Gain on disposal of fixed assets	55	82
Transfer from equity on disposal of available-for-sale	92,440	–
Exchange gain	28,948	–
Write-back of provision for inventory	2,204	–
Others	528	682
	<u>137,615</u>	<u>15,700</u>
Total revenues and net income	<u>907,489</u>	<u>640,594</u>

- (b) Primary reporting format - business segments

The Group is organised into the following business segments:

	Home and personal care products	Industrial products	Cosmetics and skin care products	Bio-technology products	Others	Consolidated
	2005	2005	2005	2005	2005	2005
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Turnover	<u>167,052</u>	<u>224,206</u>	<u>351,965</u>	<u>18,150</u>	<u>8,501</u>	<u>769,874</u>
Segment results	<u>21,410</u>	<u>(2,977)</u>	<u>139,448</u>	<u>(2,045)</u>	<u>226</u>	<u>156,062</u>
Interest income and unallocated revenues						137,615
Corporate and unallocated expenses						(15,993)
Operating profit						227,684
Finance costs						(7,538)
Profit before taxation						270,146
Taxation						(20,794)
Profit for the year						<u>249,352</u>
Segment assets	237,160	320,820	489,005	70,384	9,866	1,127,155
Investment properties						18,500
Investments in securities						31,500
Bank balances and cash						514,066
Other unallocated assets						64,836
Total assets						<u>1,756,057</u>
Segment liabilities	19,644	27,594	36,852	1,516	–	85,606
Unallocated liabilities						197,147
Total liabilities						<u>282,753</u>
Capital expenditure	107,368	144,102	226,217	11,665	5,464	494,816
Depreciation	8,490	11,396	17,889	922	432	39,129
Amortisation charge	582	781	1,227	11,654	30	14,274

	Home and personal care products	Industrial products	Cosmetics and skin care products	Bio-technology products	Others	Consolidated
	2004	2004	2004	2004	2004	2004
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		(restated)	(restated)	(restated)		(restated)
Turnover	<u>210,908</u>	<u>204,623</u>	<u>183,494</u>	<u>25,869</u>	<u>–</u>	<u>624,894</u>
Segment results	<u>24,626</u>	<u>(2,569)</u>	<u>90,175</u>	<u>10,297</u>	<u>(2,891)</u>	<u>119,638</u>
Interest income and unallocated revenues						15,700
Corporate and unallocated expenses						(12,526)
Operating profit						122,812
Finance costs						(7,663)
Gain on disposal of investment securities						35,942
Profit before taxation						151,091
Taxation						(38,883)
Profit after taxation						112,208
Minority interests						(7,112)
Profit attributable to shareholders						<u>105,096</u>
Segment assets	229,400	222,578	199,169	85,505	–	736,652
Investment properties						16,000
Deposit for purchase of land						111,120
Investment securities						56,944
Other investments						5,282
Bank balances and cash						630,909
Other unallocated assets						2,811
Total assets						<u>1,559,718</u>
Segment liabilities	28,982	28,118	25,215	4,549	–	86,864
Unallocated liabilities						254,916
Total liabilities						<u>341,780</u>
Capital expenditure	39,463	38,298	34,378	4,799		116,938
Depreciation	14,462	14,031	12,582	1,775		42,850
Amortisation charge	78	76	68	11,343		11,565
Other non-cash expenses	2,179	2,114	1,896	268		6,457

- (c) Secondary reporting format - geographical segments  
The Group operates in two main geographical areas:

	Turnover	Segment results	Total assets	Capital expenditure
	2005	2005	2005	2005
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Mainland China	<u>738,151</u>	<u>168,463</u>	<u>1,392,451</u>	<u>328,827</u>
Hong Kong	<u>31,723</u>	<u>(12,401)</u>	<u>319,209</u>	<u>165,989</u>
	<u>769,874</u>	<u>156,062</u>	<u>1,711,660</u>	<u>494,816</u>
Investments securities			31,500	
Other unallocated assets			12,897	
Total assets			<u>1,756,057</u>	
	Turnover	Segment results	Total assets	Capital expenditure
	2004	2004	2004	2004
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Mainland China	594,524	135,252	1,222,723	114,377
Hong Kong	30,370	(15,614)	270,112	2,561
	<u>624,894</u>	<u>119,638</u>	<u>1,492,835</u>	<u>116,938</u>
Investment in securities			56,944	
Other unallocated assets			9,939	
Total assets			<u>1,559,718</u>	

### 4. Operating profit

Operating profit is arrived at after crediting/(charging) the following:

	Group	
	2005	2004
	HK\$'000	HK\$'000
		(restated)
Amortisation of intangible assets	11,591	11,334
Auditors' remuneration	2,000	1,200
Cost of inventories sold	410,082	331,790
Amortisation of land lease premium	2,683	231
Depreciation:		
Owned fixed assets	38,914	42,647
Leased fixed assets	215	203
Net exchange (gain)/losses	(28,948)	413
Operating leases of land and buildings	6,636	11,861
Net realised and unrealised (gain)/loss on trading securities	34	628
Provision for slow-moving inventories	5,301	–
Impairment loss for doubtful debts	14,305	–
Bad debt written off	<u>1,061</u>	<u>154</u>

### 5. Finance costs

	Group	
	2005	2004
	HK\$'000	HK\$'000
Bank loan and overdraft interest	7,507	3,547
Finance lease interest	31	180
Bank loan arrangement and handling fees	–	3,885
Other interest	–	51
	<u>7,538</u>	<u>7,663</u>

### 6. Taxation

Hong Kong profits tax has been provided at the rate of 17.5% on the estimated assessable profit for the year.

Taxation on overseas profits has been calculated on the estimated assessable profit for the year at the rates of taxation prevailing in the countries in which the members of the Group operate.

The amount of taxation charged to the consolidated profit and loss account represents:

	2005	2004
	HK\$'000	HK\$'000
Current taxation:		
Hong Kong profits tax	156	158
Overseas taxation	<u>20,947</u>	<u>39,056</u>
	<u>21,103</u>	<u>39,214</u>
Deferred taxation relating to the origination and reversal of temporary differences	(309)	(331)
	<u>20,794</u>	<u>38,883</u>

### Notes:

- (a) The applicable taxation rates represent the rates of taxation prevailing in the countries in which the Group companies operate.
- (b) Overseas tax provision is required to be made in respect of Dongguan Proamine Co., Limited ("Dongguan Proamine"), Dongguan Gao Bao Chemicals Co., Limited, Global Cosmetics (China) Co., Limited ("Global Cosmetics"), and Dongguan Polygene Biotech Co., Limited, all of them are wholly owned subsidiaries of the Company established in Mainland China. In accordance with the relevant income tax rules and regulations in Mainland China, the enacted income tax rate is 33%.



On 30 May 2003, Dongguan Proamine was accredited by the Department of Science and Technology of Guangdong Province as a Hi-Tech Enterprise of Guangdong Province. On 16 January 2004, Dongguan Proamine received a written confirmation from Dongguan Local Tax Bureau that it is entitled to a reduced income tax rate of 15% for the period from 1 January 2003 to 31 December 2005.

Pursuant to a letter of approval issued by the local tax authority on 8 April 2005, Global Cosmetics was exempted from EIT for the first two profitable years of operations after offsetting prior year losses and are entitled to a 50% reduction on the EIT for the following three years. Global Cosmetics began its first profitable year in the year ended 31 December 2004 and therefore exempted from EIT for the years ended 31 December 2004 and 2005.

7. **Dividends**

	Group	
	2005	2004
	HK\$'000	HK\$'000
Final, proposed, of HK\$0.02 (2004: HK\$0.02) per ordinary share	19,257	18,567

At a meeting held on 25 April 2005, the Directors recommend payment of final dividend of HK\$0.02 per ordinary share for the year ended 31 December 2004. During the year, the Board of Directors also approved one unit of 2007 warrant and one unit of 2008 warrant at exercise price of HK\$0.9654 each and HK\$1.3 each respectively for every 10 shares held by the shareholders on the record date which was 27 May 2005. The expiry date of 2007 warrant and 2008 warrant are on 7 July 2007 and 7 July 2008 respectively.

At a meeting held on 27 April 2006, the Directors recommend payment of final dividend of HK\$0.02 per ordinary share for the year ended 31 December 2005.

8. **Earnings per share**  
The calculation of earnings per share of the Group for the year is as follows:  
(a) *Basic earnings per share*

	Group	
	2005	2004
	HK\$'000	HK\$'000
Profit attributable to shareholders	233,305	105,096

Number of shares		
Weighted average number of ordinary shares in issue during the year	924,931,000	874,888,760
Basic earnings per share	HK\$0.2696	HK\$0.1201

(b) *Diluted earnings per share*

	Group	
	2005	2004
	HK\$'000	HK\$'000
Profit attributable to shareholders	223,305	105,096

Number of shares		
Weighted average number of ordinary shares in issue during the year	924,931,000	874,888,760
Add: Number of ordinary shares deemed to be issued on full conversion of the convertible bonds	–	2,716,954
Add: Number of ordinary shares deemed to be issued at no consideration on exercise of all outstanding share options	3,094,000	23,194,557
	928,025,000	900,800,271
	HK\$0.2687	HK\$0.1167

Diluted earnings per share

**BUSINESS REVIEW**

Turnover for the year ended 31 December 2005 was HK\$769.87 million (2004: HK\$624.89 million). Profit attributable to shareholders increased from HK\$105.1 million in 2004 to HK\$223.31 million in 2005.

**OPERATIONAL REVIEW**

**I. Home and Personal Care Products**

For the year ended 31 December 2005, home and personal care products continued to generate recurring and stable income for the Group, recording a turnover of HK\$167.05 million, accounting for approximately 21.7% of the Group's total turnover.

The Group is committed to developing new products to meet the ever-changing needs of customers. To enhance our competitiveness and expand market share, we launched 20 new products during the year. Thanks to the strong demand for its quality products, the Group was able to increase the prices of certain home and personal care products, thus shifted part of the cost to customers and improved the segment's overall profit margin.

To broaden our revenue source, we strategically diversified into the OEM market and premium business targeting overseas customers.

**II. Industrial Surfactants**

Turnover of industrial surfactants was increased to HK\$224.21 million, contributing approximately 29.12% of the Group's turnover.

With a long operational history and a solid customer base, industrial surfactants has been the Group's primary business. In 2005, we succeeded in transferring some cost to customers to alleviate raw material price pressure. In addition, adopting stringent cost control measures, we were able to boost the profit margin of the segment. The Group also benefited from the Chinese government's policy to phase out phosphorus surfactants, as it has been continuous developing environmental-friendly industrial surfactants. The Group believes the segment will maintain stable growth.

**III. Cosmetics and Skincare – Marjorie Bertagne (“MB”)**

During the year, MB recorded a turnover of HK\$351.96 million, 91.81% higher than last year. Its operating profit rose 54.64% to HK\$139.45 million. The segment contributed approximately 45.72% to the total turnover of the Group and became the key revenue contributor among the Group's four major businesses.

The rapid economic development in Mainland China has boosted people's consumption power. The demand for high quality cosmetics and skin care products in the country continued to surge. With a state-of-the-art GMP compliant manufacturing base, we are capable of developing the finest cosmetics and skin care products in great demand in the Greater China market. In addition, using our “hEGF” as a major ingredient, we will be able to maintain production cost at a low level without compromising the supreme quality of our cosmetics and skin care products.

The Group's effective branding strategy contributed to the encouraging results of MB. In the first half of 2005, the Group appointed Ms Rosmund Kwun as its spokesperson for the Greater China market to emboss MB's premium image. Through launching of a series of commercials on television, complemented by print and billboard advertising in the first half of the year, the MB brand achieved market reach far and wide. Currently, MB's widespread retail network comprises a total of 140 outlets in Mainland China and 18 counters in Hong Kong and Macau.

During the year, we launched a series of salon and professional skincare products in the PRC market. The series has enabled us to extend our customer reach and we target to capture more larger beauty salons as our customers. The Group expects MB to remain as its major growth driver in the year to come.

**IV. Biotechnology Products and New Production Facilities for Raw Materials**

The biotechnology products business consists mainly of production of patented biotech raw materials for medical and cosmetic companies. Its products include a range of biotechnology products, such as “hEGF”, which is effective in revitalizing human skin and heal surface wounds. During the year under review, the business recorded turnover of HK\$18.15 million, representing 2.36% of the Group's total turnover. “hEGF” is one of the key ingredients for MB's products, as such, it is mainly produced for internally consumption.

The Group's demand for solvent-based raw materials (“replacement materials”), essential for production, is rising. Thus, it has been proactively expanding the production capacity for the materials. Construction of the new factory for producing replacement materials such as industrial enzymes and L- Lactic acid will complete in the second quarter of 2006; trial run is scheduled in third quarter 2006. The production of replacement materials will help to minimise the Group's exposure to risks from increase or fluctuation of production cost.

**PROSPECTS**

The Group has devised a two-pronged strategy to expand its businesses. It will seek to maintain a reasonable profit margin for its traditional industrial surfactants and home and personal care products businesses, as they generate stable income for the Group, giving it the resources required to fund new business developments with promising potential; and at the same time, it will capture the tremendous opportunities in the cosmetics and skin care products market and the green recycling energy business.

The cosmetics and skin care products business will remain as the Group's growth driver in the coming year. The Group's effective branding strategy has seen MB established a premier image in Hong Kong, which is expected to help it bring in strong recurring income to the Group. We also expect to see the

demand for MB in the Mainland China to grow continuously. The Group will focus on the Mainland China market and target to capture more market share for MB by expanding its sales network.

**New Business with Enormous Potential - Green Recycle Energy**

In view of the volatile crude oil price and unstable international oil supply, the Group has stepped up development of environmental friendly power technology. We have been successful in developing technology for recycling waste plastic materials and are partnering with a petroleum refinement company to recycle waste plastics, tyres, PVC foam and used oil into highly efficient gasoline, diesel and natural gas. Patented in the PRC, the technology applies the integrative pyrolysis procedure in treating waste materials.

The technology has been patented in the PRC (Patent Number: 03284657-6) and licensed by the National Quality and Techniques Investigation Bureau (Reference Number: 2101-38-335-2001, Inspection Number: 01W8904). Global Green is in the process to patent the new technology in 102 countries including the US, Europe and South East Asia.

The Hong Kong Science and Technology Parks Corporation of HKSAR Government, having assessed and satisfied with our sophisticated recycle energy technology, approved the Group's application for a site at the Yuen Long Industrial Estate for setting up its recycle energy business. The investment in the recycle energy plant will be approximately HK\$250 million. The construction of the plant will start in the third quarter of 2006 and is scheduled for completion by the end second quarter of 2007 with production to commence in the end 2007 at the initial daily production capacity of about 120 tons of high quality petroleum products.

With the HKSAR Government's recognition and support, we plan to develop this business in the Hong Kong market, mainly through wholesaling the high quality petroleum products to different public transportation corporations, such as bus, taxi and ferry companies. The Group is currently discussing with the authority about tax exemption arrangement and other entitlements. When the new plant is fully functional, we will consider expanding this business overseas to markets facing high oil price pressure, such as Singapore, Taiwan and Japan. The Group aims to become a major provider of green recycled energy to the community in the years to come.

**DIVIDEND**

The Board of Directors recommends the payment of a final dividend of HK\$0.02 per ordinary share for the year ended 31 December 2005. Subject to the approval of the Company's shareholders as the forthcoming annual general meeting, the final dividend will be payable on or about 30 June 2006.

**CLOSURE OF REGISTER OF MEMBERS**

The register of members will close from Wednesday, 7 June 2006 to Friday, 9 June 2006, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for the final dividend, transfer forms accompanied by the relevant share certificates, must be lodged with the Company's Hong Kong Branch Registrar, Tengis Limited at 26/F Tesbury Centre, 28 Queen's Road East, Hong Kong, not later than 4:00 p.m. on Tuesday, 6 June 2006 for registration.

**LIQUIDITY AND FINANCIAL RESOURCES**

The Group maintained cash or cash equivalent of approximately HK\$514.07 million as at the balance sheet date. The Group adopted conservative treasury policies in cash and financial management. Most of the retained cash was placed as Renminbi and Hong Kong Dollar short term deposits and therefore exposure to exchange fluctuations was minimal. The Group also invested in other investments such as bonds and marketable securities to increase the financial returns. Shareholders' fund as at 31 December 2005 was HK\$1,439.45 million compared with that of HK\$1,210.13 million as at 31 December 2004, representing an increase of HK\$229.32 million or 18.95%.

The Group's capital expenditure for the year ended 31 December 2005 amounted to HK\$494.82 million were funded from cash generated from operations, bank loans and finance leases.

The indebtedness of the Group mainly comprises of trust receipt loans, bank loans and finance leases which are largely denominated in Hong Kong Dollar and Renminbi. The Group's borrowings are closely monitored to ensure a smooth repayment schedule to maturity.

The banking facilities mainly comprised of trust receipt loans and invoice financing loan of tenor up to 120 days from the invoice date. The bank interest rates are mainly fixed by reference to either the Hong Kong Prime rate or the Hong Kong Interbank Offer Rate.

As at 31 December 2005, the Group had aggregate banking facilities had been utilised to the extent of approximately HK\$258.37 million including HK\$235 million of syndicated loan.

The Group's inventory turnover period was reduced to 29 days from that of 45 days for the last year, representing significant improvement in inventory control. Debtor's and creditor's turnover period were 111 days and 41 days respectively.

Debt to equity ratio (total debts over shareholders' funds) and gearing ratio (total debts over total assets) were 12.44% and 10.2% respectively as compared with that of 19.43% and 15.07% for the previous year. Current ratio and Quick ratio were 3.42 times and 2.3 times respectively whilst interest cover was 24.57 times.

**AUDIT COMMITTEE**

The Company's Audit Committee comprises three Independent Non-executive Directors, namely Mr. Ou Ying Ji, Mr. Lin Jian and Mr. Lee Pak Chung.

The written terms of reference which describe the authority and duties of the Audit Committee were prepared and adopted with reference to “A Guide for The Formation of An Audit Committee” published by the Hong Kong Institute of Certified Public Accountants. The principal activities of the Audit Committee include the review and supervision of the Group's financial reporting process and internal controls.

The Audit Committee met twice during the year of 2005 in conjunction with the auditors to review the internal controls, interim results and final accounts of the Group prior to recommending them to the Board for approval.

**PRE-EMPTIVE RIGHTS**

There are no provisions for pre-emptive rights under the Company's Articles of Association and there are no restrictions against such rights under the laws in the Cayman Islands.

**CONTINGENT LIABILITY AND CHARGE ON GROUP ASSETS**

The Group did not have any significant contingent liabilities as at 31 December 2005.

As at 31 December 2005, all banking facilities of the Group were secured by corporate guarantees executed by the Company and certain subsidiaries of the Group.

**PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES**

During the year, the Company repurchased a total of 6,204,000 of its ordinary shares on the Stock Exchange at average purchase price of \$0.64 per share. The total amount incurred was approximately HK\$3.99 million.

**COMPLIANCE OF CODE OF CORPORATE GOVERNANCE PRACTICE OF LISTING RULES**

Information on the Company's compliance of the Code of Corporate Governance Practice (“CG Code”) as set out in Appendix 14 of the Listing Rules and deviations from certain code previous of the CG Code for the year is set out in the Corporate Governance Report in the Company's annual report for the year 2005.

**LABOUR RELATIONS**

The Group's clear and effective management policies have enabled it to maintain good staff relations. It has not encountered any difficulties in recruiting experienced personnel and there has not been any interruption to its operations as a result of labour disputes. The Group provides social security benefits encompassing the mandatory provident fund and health insurance scheme to all its employees. It does not shoulder any material liability arising from the relevant statutory retirement scheme.

As at 31 December 2005, the Group had 639 salaried employees of which 580 and 59 were stationed respectively in the PRC and in Hong Kong. Total staff costs paid during the year was approximately HK\$23.71 million.

**DISCLOSURE OF INFORMATION ON THE STOCK EXCHANGE'S WEBSITE**

Information that is required by paragraphs 45(1) to 45(3) of Appendix 16 of the Listing Rules will be released on The Stock Exchange of Hong Kong Limited's website on or about 27 April 2006.

As at the date of this announcement, the board of directors of the Company comprises the following members:

*Executive Directors:*  
Mr. Lau Jin Wei, Jim  
Mr. Wong Ying Yin  
Ms. Wong Wai Kwan, Connie

*Independent non-executive Directors:*  
Mr. Ou Ying Ji  
Mr. Lin Jian  
Mr. Lee Pak Chung

On behalf of the Board  
**Lau Jin Wei, Jim**  
*Chairman*

Hong Kong, 27 April 2006