



# Luenthai

## LUEN THAI HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 311)

### FINAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2006

#### GROUP FINANCIAL HIGHLIGHTS

	For the year ended 31 December	
	2006 US\$'000	2005 US\$'000
Revenue	661,836	593,118
Operating profit	13,533	21,075
Profit attributable to equity holders of the Company	2,509	13,240
Profit margin (ratio of profit attributable to equity holders of the Company to turnover)	0.4%	2.2%
Basic EPS (US cents)	0.3	1.3

The board of directors (the “Board”) of Luen Thai Holdings Limited (the “Company”) is pleased to announce the consolidated result of the Company and its subsidiaries (collectively, the “Group” or “Luen Thai”) for the year ended 31 December 2006 together with the comparative figures in 2005.

#### CONSOLIDATED INCOME STATEMENT

		For the year ended 31 December	
		2006 US\$'000	2005 US\$'000
Revenue	Note 3	661,836	593,118
Cost of sales		(537,565)	(479,445)
Gross profit		124,271	113,673
Selling and distribution expenses		(19,168)	(14,325)
General and administrative expenses		(91,570)	(78,273)
Operating profit		13,533	21,075
Finance income	6	3,500	1,980
Finance costs	6	(6,608)	(3,474)
Share of profit/(loss) of associated companies		54	(1,891)
Share of loss of jointly controlled entities		(435)	(257)
Profit before income tax		10,044	17,433
Income tax expense	7	(5,000)	(2,933)
Profit for the year		5,044	14,500
Attributable to:			
Equity holders of the Company		2,509	13,240
Minority interest		2,535	1,260
		5,044	14,500
Earnings per share for profit attributable to the equity holders of the Company, expressed in US cents per share			
– Basic	8	0.3	1.3
– Diluted	8	0.3	1.3
Dividends	9	1,846	3,970

#### CONSOLIDATED BALANCE SHEET

		As at 31 December	
		2006 US\$'000	2005 US\$'000
<b>ASSETS</b>	Note		
<b>Non-current assets</b>			
Leasehold land and land use rights		4,286	4,727
Property, plant and equipment		90,643	84,309
Intangible assets		52,857	21,852
Interests in associated companies		287	231
Interests in jointly controlled entities		2,045	2,560
Deferred income tax assets		311	792
Other non-current assets		3,627	4,558
		154,056	119,029
<b>Current assets</b>			
Inventories		65,332	64,783
Trade and bills receivables	10	93,852	71,318
Financial assets at fair value through profit and loss		122	–
Amounts due from related companies		2,397	3,273
Amounts due from jointly controlled entities and associated companies		6,778	2,045
Deposits, prepayments and other receivables		15,600	6,934
Pledged bank deposits		681	–
Cash and bank deposits		107,076	148,038
		291,838	296,391
<b>Total assets</b>		445,894	415,420
<b>EQUITY</b>			
<b>Capital and reserves attributable to the equity holders of the Company</b>			
Share capital		9,925	9,925
Other reserves	12	98,628	117,726
Retained earnings			
– Proposed final dividend	12	–	1,548
– Others	12	90,178	89,515
		198,731	218,714
Minority interest		15,502	5,290
<b>Total equity</b>		214,233	224,004
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Borrowings		38,250	386
Retirement benefit obligations		2,295	2,041
Deferred income tax liabilities		3,849	401
Other long-term liabilities		22,073	10,296
		66,467	13,124
<b>Current liabilities</b>			
Trade and bills payables	11	43,906	31,558
Borrowings		31,184	83,301
Current income tax liabilities		12,489	2,590
Amounts due to related companies		1,499	2,775
Amounts due to jointly controlled entities and associated companies		84	–
Other payables and accruals		76,032	58,068
		165,194	178,292
<b>Total liabilities</b>		231,661	191,416
<b>Total equity and liabilities</b>		445,894	415,420
<b>Net current assets</b>		126,644	118,099
<b>Total assets less current liabilities</b>		280,700	237,128

#### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2006

##### 1. GENERAL INFORMATION

The Group is principally engaged in the manufacturing and trading of garment and textile products, and the provision of freight forwarding and logistics services.

##### 2. BASIS OF PREPARATION

The consolidated financial statements of the Group have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRS”). The consolidated financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets and financial liabilities at fair value through profit or loss, which are carried at fair value.

The preparation of financial statements in conformity with HKFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group’s accounting policies.

*Standards, amendments and interpretations effective in 2006 but not relevant for the Group’s operations*

The following standards, amendments and interpretations are mandatory for accounting periods beginning on or after 1 January 2006 but are not relevant to or have no significant impact on the Group’s operations:

- HKAS 19 (Amendment), Actuarial Gains and Losses, Group Plans and Disclosures;
- HKAS 21 (Amendment), Net Investment in a Foreign Operation;
- HKAS 39 (Amendment), Cash Flow Hedge Accounting of Forecast Intragroup Transactions;
- HKAS 39 (Amendment), The Fair Value Option;
- HKAS 39 and HKFRS 4 (Amendment), Financial Guarantee Contracts;
- HKFRS 6, Exploration for and Evaluation of Mineral Resources;
- HKFRS 1 (Amendment), First-time Adoption of International Financial Reporting Standards and HKFRS 6 (Amendment), Exploration for and Evaluation of Mineral Resources;
- HK(IFRIC) Int 4, Determining whether an Arrangement contains a Lease;
- HK(IFRIC) Int 5, Rights to Interest arising from Decommissioning, Restoration and Environmental Rehabilitation Funds; and
- HK(IFRIC) Int 6, Liabilities arising from Participating in a Specific Market - Waste Electrical and Electronic Equipment.

*Standards, amendments and interpretations that are not yet effective and have not been early adopted by the Group*

The following standards, amendments and interpretations have been published but are not effective for 2006 and have not been early adopted:

- HK(IFRIC) Int 8, Scope of HKFRS 2 (effective for annual periods beginning on or after 1 May 2006). HK(IFRIC) Int 8 requires consideration of transactions involving the issuance of equity instruments - where the identifiable consideration received is less than the fair value of the equity instruments issued - to establish whether or not they fall within the scope of HKFRS 2. The Group will apply HK(IFRIC) Int 8 from 1 January 2007, but it is not expected to have any impact on the Group’s financial statements;
  - HK(IFRIC) Int 10, Interim Financial Reporting and Impairment (effective for annual periods beginning on or after 1 November 2006). HK(IFRIC) Int 10 prohibits the impairment losses recognized in an interim period on goodwill, investments in equity instruments and investments in financial assets carried at cost to be reversed at a subsequent balance sheet date. The Group will apply HK(IFRIC) Int 10 from 1 January 2007, but it is not expected to have any impact on the Group’s financial statements; and
  - HKFRS 7, Financial Instruments: Disclosures (effective for annual periods beginning on or after 1 January 2007). HKAS 1, Amendments to capital disclosures (effective for annual periods beginning on or after 1 January 2007). The Group assessed the impact of HKFRS 7 and the amendment to HKAS 1 and concluded that the main additional disclosures will be the sensitivity analysis to market risk and capital disclosures required by the amendment of HKAS 1. The Group will apply HKFRS 7 and the amendment to HKAS 1 from 1 January 2007.
- Interpretations to existing standards that are not yet effective and not relevant for the Group’s operations*
- HK(IFRIC) Int 7, Applying the Restatement Approach under HKAS 29, Financial Reporting in Hyperinflationary Economies (effective from 1 March 2006). HK(IFRIC) Int 7 provides guidance on how to apply requirements of HKAS 29 in a reporting period in which an entity identifies the existence of hyperinflation in the economy of its functional currency, when the economy was not hyperinflationary in the prior period. As none of the group entities have a currency of a hyperinflationary economy as its functional currency, HK(IFRIC) Int 7 is not relevant to the Group’s operations; and
  - HK(IFRIC) Int 9, Reassessment of embedded derivatives (effective for annual periods beginning on or after 1 June 2006). HK(IFRIC) Int 9 requires an entity to assess whether an embedded derivative is required to be separated from the host contract and accounted for as a derivative when the entity first becomes a party to the contract. Subsequent reassessment is prohibited unless there is a change in the terms of the contract that significantly modifies the cash flows that otherwise would be required under the contract, in which case reassessment is required. As none of the group entities have changed the terms of their contracts, HK(IFRIC) Int 9 is not relevant to the Group’s operations.

##### 3. REVENUE

	2006 US\$'000	2005 US\$'000
Sales of garment and textile products	644,416	578,362
Freight forwarding and logistics service fee	13,791	11,872
Management income from		
– a related company, jointly controlled entity and an associated company	427	594
Rental income from a related company and a jointly controlled entity	198	176
Commission income from a related company and an associated company	1,749	998
Others	1,255	1,116
	661,836	593,118

##### 4. SEGMENT INFORMATION

###### Primary reporting format – business segments

The segment results for the year ended 31 December 2006 are as follows:

	Garment US\$'000	Freight forwarding/ logistics services US\$'000	Others US\$'000	Group US\$'000
Segment revenues				
Total segment revenue	644,416	16,737	3,629	664,782
Inter-segment revenue	–	(2,946)	–	(2,946)
Revenue	644,416	13,791	3,629	661,836
Segment result	13,105	428	–	13,533
Finance income	3,083	417	–	3,500
Finance costs	(6,608)	–	–	(6,608)
Share of profit of associated companies	–	54	–	54
Share of loss of jointly controlled entities	(435)	–	–	(435)
Profit before income tax				10,044
Income tax expense	(4,524)	(476)	–	(5,000)
Profit for the year				5,044
Minority interest	(2,458)	(77)	–	(2,535)
Profit attributable to the equity holders of the Company				2,509

The segment results for the year ended 31 December 2005 are as follows:

	Garment <i>US\$ '000</i>	Freight forwarding/ logistics services <i>US\$ '000</i>	Others <i>US\$ '000</i>	Group <i>US\$ '000</i>
Segment revenues				
Total segment revenue	578,362	14,692	2,884	595,938
Inter-segment revenue	—	(2,820)	—	(2,820)
Revenue	<u>578,362</u>	<u>11,872</u>	<u>2,884</u>	<u>593,118</u>
Segment result	19,252	1,823	—	21,075
Finance income	1,875	105	—	1,980
Finance costs	(3,474)	—	—	(3,474)
Share of loss of associated companies	—	(1,891)	—	(1,891)
Share of loss of jointly controlled entities	(257)	—	—	(257)
Profit before income tax				17,433
Income tax expense	(2,936)	3	—	(2,933)
Profit for the year				14,500
Minority interest	(1,247)	(13)	—	(1,260)
Profit attributable to the equity holders of the Company				<u>13,240</u>

Other segment items included in the consolidated income statement are as follows:

	Year ended 31 December 2006			Year ended 31 December 2005		
	Garment <i>US\$ '000</i>	Freight forwarding/ logistics services <i>US\$ '000</i>	Group <i>US\$ '000</i>	Garment <i>US\$ '000</i>	Freight forwarding/ logistics services <i>US\$ '000</i>	Group <i>US\$ '000</i>
Depreciation	12,778	711	13,489	10,690	542	11,232
Amortization	1,166	—	1,166	572	—	572
Impairment of trade receivables	343	25	368	66	22	88
Provision for/(write-back) of inventory obsolescence	1,047	—	1,047	(980)	—	(980)
Provision for impairment of intangible assets	827	—	827	—	—	—
Provision for impairment of property, plant and equipment	1,273	—	1,273	—	—	—

The segment assets and liabilities at 31 December 2006 and capital expenditure for the year then ended are as follows:

	Garment <i>US\$ '000</i>	Freight forwarding/ logistics services <i>US\$ '000</i>	Group <i>US\$ '000</i>
Segment assets	414,194	28,935	443,129
Associated companies	8	279	287
Jointly controlled entities	2,045	—	2,045
	<u>416,247</u>	<u>29,214</u>	<u>445,461</u>
Unallocated assets			433
<b>Total assets</b>			<u>445,894</u>
Segment liabilities	160,942	11,231	172,173
Unallocated liabilities			59,488
<b>Total liabilities</b>			<u>231,661</u>
<b>Capital expenditure</b>	<u>49,003</u>	<u>2,548</u>	<u>51,551</u>

The segment assets and liabilities at 31 December 2005 and capital expenditure for the year then ended are as follows:

	Garment <i>US\$ '000</i>	Freight forwarding/ logistics services <i>US\$ '000</i>	Group <i>US\$ '000</i>
Segment assets	387,712	24,125	411,837
Associated companies	8	223	231
Jointly controlled entities	2,560	—	2,560
	<u>390,280</u>	<u>24,348</u>	<u>414,628</u>
Unallocated assets			792
<b>Total assets</b>			<u>415,420</u>
Segment liabilities	127,198	14,442	141,640
Unallocated liabilities			49,776
<b>Total liabilities</b>			<u>191,416</u>
<b>Capital expenditure</b>	<u>43,486</u>	<u>1,033</u>	<u>44,519</u>

Segment assets consist primarily of leasehold land and land use rights, property, plant and equipment, intangible assets, investment in associated companies and jointly controlled entities, inventories, receivables, cash and cash equivalents and other operating assets. Unallocated assets comprise deferred taxation and financial assets at fair value through profit or loss.

Segment liabilities comprise operating liabilities and borrowing. They exclude items such as taxation and corporate borrowings.

Capital expenditure comprises additions to leasehold land and land use rights, property, plant and equipment, and intangible assets, including additions resulting from acquisitions through business combinations.

#### Secondary reporting format – geographical segments

The Group's revenue is mainly derived from customers located in the United States of America (the “United States” or “USA”), Asia and Europe, while the Group's business activities are conducted predominantly in Hong Kong, the People's Republic of China (the “PRC”), Commonwealth of Northern Mariana Islands, the Philippines and the United States.

	2006 <i>US\$ '000</i>	2005 <i>US\$ '000</i>
<b>Revenue</b>		
The United States	429,869	427,602
Europe	115,664	64,117
Japan	64,325	50,557
Canada	5,308	3,814
Commonwealth of Northern Mariana Islands	7,100	8,281
Hong Kong	8,895	7,330
Korea	5,813	3,866
The Philippines	1,545	1,692
Australia	1,970	2,362
Mexico	1,413	2,670
Others	19,934	20,827
	<u>661,836</u>	<u>593,118</u>

Revenue are allocated based on the place/countries in which customers are located.

	2006 <i>US\$ '000</i>	2005 <i>US\$ '000</i>
<b>Total Assets</b>		
Hong Kong	239,476	206,998
The United States	37,279	37,483
The PRC	106,079	87,402
Commonwealth of Northern Mariana Islands	18,234	23,772
The Philippines	36,264	37,784
Others	6,230	19,190
	<u>443,562</u>	<u>412,629</u>
Associated companies	287	231
Jointly controlled entities	2,045	2,560
	<u>445,894</u>	<u>415,420</u>

Total assets are allocated based on where the assets are located.

	2006 <i>US\$ '000</i>	2005 <i>US\$ '000</i>
<b>Capital expenditures</b>		
Hong Kong	33,128	20,778
The United States	1,101	111
The PRC	12,384	20,462
Commonwealth of Northern Mariana Islands	1,514	881
The Philippines	1,710	1,760
Others	1,714	527
	<u>51,551</u>	<u>44,519</u>

Capital expenditure is allocated based on where the assets are located.

#### 5. EXPENSES BY NATURE

Items included in cost of sales, selling and distribution expenses, and general and administrative expenses are as follows:

	2006 <i>US\$ '000</i>	2005 <i>US\$ '000</i>
Provision for/(write-back) of inventory obsolescence	1,047	(980)
Loss on disposal of property, plant and equipment and leasehold land	115	426
Amortization of leasehold land and land use rights	102	82
Amortization of other intangible asset	1,064	490
Provision for impairment of intangible asset	827	—
Depreciation of property, plant and equipment	13,489	11,232
Provision for impairment of property, plant and equipment	1,273	—
Provision for impairment of receivables	<u>368</u>	<u>88</u>

#### 6. FINANCE INCOME AND COSTS

	2006 <i>US\$ '000</i>	2005 <i>US\$ '000</i>
Interest expense on bank loans and overdrafts	4,091	3,474
Change in estimates of financial liabilities	<u>2,517</u>	<u>—</u>
Finance costs	6,608	3,474
Finance income – Interest income	<u>(3,500)</u>	<u>(1,980)</u>
Net finance costs	<u>3,108</u>	<u>1,494</u>

#### 7. INCOME TAX EXPENSE

Hong Kong profits tax has been provided at the rate of 17.5% (2005: 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 Group operates.

	2006 <i>US\$ '000</i>	2005 <i>US\$ '000</i>
Current income tax:		
– Hong Kong profits tax	1,774	742
– Overseas taxation	3,213	5,102
Over-provision in prior years	(512)	(3,338)
Deferred income tax	<u>525</u>	<u>427</u>
	<u>5,000</u>	<u>2,933</u>

Subsequent to year end, a subsidiary has received from the Hong Kong Inland Revenue Department an additional assessment relating to assessment year 2000/01 for taxation amounting to approximately US\$1,080,000. This additional assessment relates to a dispute on the non-taxable claim of certain non-Hong Kong sourced income for tax assessment purposes. The directors believe that the Group has grounds to contest the additional assessment and have taken appropriate action to object the additional assessment. Therefore, no provision has been made in the financial statements for the year ended 31 December 2006 in relation to the above additional assessment of US\$1,080,000.

#### 8. EARNINGS PER SHARE

Basic earnings per share is calculated based on the Group's profit attributable to the equity holders of the Company of approximately US\$2,509,000 (2005: US\$13,240,000) and weighted average number of 992,500,000 (2005: 983,356,000) ordinary shares in issue during the year.

There was no dilutive effect on earnings per share since all outstanding share options were anti-dilutive.

#### 9. DIVIDENDS

	2006 <i>US\$ '000</i>	2005 <i>US\$ '000</i>
Interim dividend paid of US0.186 cent (2005: US0.244 cent) per ordinary share	1,846	2,422
Proposed final dividend of US nil cent (2005: US0.156 cent) per ordinary share	—	1,548
	<u>1,846</u>	<u>3,970</u>

#### 10. TRADE AND BILLS RECEIVABLES

	2006 <i>US\$ '000</i>	2005 <i>US\$ '000</i>
Trade and bills receivables	95,102	73,217
Less: provision for impairment of receivables	<u>(1,250)</u>	<u>(1,899)</u>
	<u>93,852</u>	<u>71,318</u>

The carrying amount of trade receivables approximates its fair value.

The Group normally grants credit terms to its customers ranging from 30 to 60 days. The ageing analysis of the trade receivables is as follows:

	2006 <i>US\$ '000</i>	2005 <i>US\$ '000</i>
Current	54,129	41,851
0 to 30 days	26,845	15,831
31 to 60 days	6,442	4,902
61 to 90 days	1,768	2,704
Over 91 days	5,918	7,929
	<u>95,102</u>	<u>73,217</u>

#### 11. TRADE AND BILLS PAYABLES

At 31 December 2006, the ageing analysis of trade and bills payables was as follows:

	2006 <i>US\$ '000</i>	2005 <i>US\$ '000</i>
Current	17,283	16,242
0 to 30 days	17,242	8,464
31 to 60 days	4,059	909
61 to 90 days	819	1,602
Over 91 days	4,503	4,341
	<u>43,906</u>	<u>31,558</u>

#### 12. RESERVES

	Share premium <i>US\$ '000</i>	Capital reserve <i>US\$ '000</i>	Other reserve <i>US\$ '000</i>	Share based compensation expense <i>US\$ '000</i>	Exchange reserve <i>US\$ '000</i>	Retained Earnings <i>US\$ '000</i>	Total <i>US\$ '000</i>
At 1 January 2005	71,686	11,722	—	—	(3,609)	85,406	165,205
Net proceeds from issuance of new shares	45,312	—	—	—	—	—	45,312
Recognition of financial liability arising from acquisition of a subsidiary	—	—	(6,579)	—	—	—	(6,579)
Profit for the year	—	—	—	—	—	13,240	13,240
Dividends paid	—	—	—	—	—	(7,583)	(7,583)
Revaluation deficit	—	—	(349)	—	—	—	(349)
Exchange differences arising from translation of foreign subsidiaries	—	—	—	—	(457)	—	(457)
At 31 December 2005	<u>116,998</u>	<u>11,722</u>	<u>(6,928)</u>	<u>—</u>	<u>(4,066)</u>	<u>91,063</u>	<u>208,789</u>
At 1 January 2006	116,998	11,722	(6,928)	—	(4,066)	91,063	208,789
Recognition of financial liability arising from acquisition of a subsidiary	—	—	(20,383)	—	—	—	(20,383)
Profit for the year	—	—	—	—	—	2,509	2,509
Dividends paid	—	—	—	—	—	(3,394)	(3,394)
Acquisition of a subsidiary	—	—	(1,450)	—	—	—	(1,450)
Share based compensation expense	—	—	—	539	—	—	539
Exchange differences arising from translation of foreign subsidiaries	—	—	—	—	2,196	—	2,196
At 31 December 2006	<u>116,998</u>	<u>11,722</u>	<u>(28,761)</u>	<u>539</u>	<u>(1,870)</u>	<u>90,178</u>	<u>188,806</u>

#### MANAGEMENT DISCUSSION & ANALYSIS

##### Result Review

Revenue of the Group was approximately US\$661,836,000 for the year ended 31 December 2006, representing an increase of 11.6% as compared to that recorded in 2005. The increase was attributable to our organic growth with existing customers together with the acquisition of On Time International Limited (“On Time”). Customer partnerships with D2S business model has proven to be the right one for the Group's operations.

Luen Thai's overall gross profit for 2006 was approximately US\$124,271,000 as compared to US\$113,673,000 in 2005. The overall gross profit margin in 2006 is 18.8% as compared to 19.2% in 2005. The Group's operating profit for 2006 was approximately US\$13,533,000, representing a decrease of 35.8% over 2005. Despite the outstanding performance of the ladies' fashion and sweater (Tien-Hu) divisions, the Group's overall 2006 financial performance was severely affected by the one-time restructuring of its casual wear division. The restructuring required our casual wear division to do order reallocation, to address capacity and product mismatch-related issues when the Group closed one of its three garment manufacturing facilities in the Philippines and ceased its manufacturing operations in Saipan, as it continues to expand operations in China.

The profit attributable to the equity holders of the Company for the year ended 31 December 2006 therefore suffered a significant decline of 81.0% to approximately US\$2,509,000 when compared to that recorded in prior year.

The freight forwarding and logistics services recorded a revenue amounting to US\$13,791,000 in 2006, representing an increase of 16.2% over 2005.

**Operational Review**

The Group accomplished a number of initiatives and the following are some of the highlights:

*Relocation of Tomwell*

Tomwell, which is engaged in the production of career wear, has relocated and started its operations in the Dongguan Supply Chain City in February 2006 in line with the Group's objective to further reduce operational costs and improve efficiency.

*Design and Development*

On Time, to which the Group acquired a total of 50% stake in 2006, has recently set up its development center in the Dongguan Supply Chain City to enhance cross-selling opportunities and provide strong design support capabilities to the Group.

*Print Shop*

The Luen Thai Print Shop has opened and moved to a bigger facility in the Dongguan Supply Chain City to expand its operations and address the increasing requirements for fashion prints. The new facility houses a showroom, widened work areas and individual offices for every print process, with an estimated total capacity of over 30,000 pairs of prints daily.

*One-time Restructuring of Casual Wear Division*

As discussed in the Company's announcement in February 2007, the coupling effect of the rationalization of the Group's garment manufacturing facilities in the Philippines which involved the closure of one of our three garment production bases in the Philippines (the "Rationalization") and the cessation of our garment manufacturing operations in Saipan (the "Cessation") was expected to unfavourably affect our results of operations. A significant reduction in profit, which resulted from the total one-off closure and other related expenses we incurred for both the Rationalization and the Cessation, was recorded in the second half of 2006. Despite the costs, the Board of Directors believes that by transferring such operations elsewhere within the Group's network, Luen Thai will be able to improve its operational efficiency in the longer run, considering the elimination of US import quotas and the relatively higher costs of maintaining garment manufacturing operations in Saipan over other jurisdictions.

*Success in Ladies' Fashion and Sweater Divisions*

The ladies' fashion division became the profit driver for Luen Thai with record revenue and profit. It has continuously increased its market share on existing and new customers with particular success in the department store sector in both the USA and UK markets.

The sweater division, Tien-Hu, continues to outperform its budget with record revenue and profit. The integration process has been very smooth and it has been able to leverage the Group's "D2S" platform in developing new business.

*Expansion of Active Wear Division*

Yuen Thai, our active wear division and a 50/50 joint venture with Yue Yuen Industrial (Holdings) Limited, launched a manufacturing facility in Cebu, the Philippines in 2006. There were start-up losses incurred by Yuen Thai during 2006 but it has paved a solid foundation for growth in 2007.

*Logistics and Distribution*

CTSI Logistics, the Group's logistics division, continues to improve its operations and facilities in anticipation of closer partnership with our customers in the logistics zone. In 2006, CTSI Logistics inaugurated two new Supply Chain Centers in California, USA and in Cebu, the Philippines, in addition to its existing Supply Chain Center in Manila, the Philippines (collectively, the "Centers"). The Centers cover spacious, clean and secure facility powered by intelligent logistics and IT solutions, which is expected to support our Logistics Group in providing clients with more synergistic and streamlined services that will give it a sharper edge in competing in the global business arena. It is also an integral part of the Logistics Division's vision of becoming a total logistics solution provider - from warehousing, inventory management, freight forwarding, and distribution to logistics consultancy - a full range of logistics services, which are all available under one roof.

*Qing Yuan Expansion*

The Group's second Supply Chain City which is being developed in Qing Yuan, China is getting ready for an increase in production, wherein more management team members are also being transferred to support the planned expansion.

**Acquisitions and Joint Ventures**

It is the Group's strategy in strengthening its apparel manufacturing and supply chain services capabilities by way of selective acquisitions and joint ventures, which have proven success not only in recent years but even in the past.

On 3 April 2006, Luen Thai acquired a 50% stake in On Time together its subsidiaries (the "Acquisition"), which is more particularly described in the Company's announcement dated 16 March 2006. On 3 April 2007, the Company sent its exercise notice for the option to purchase additional 10% interest in On Time, the completion of which is subject to the Company's independent shareholders' approval and pursuant to the relevant Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "Stock Exchange") ("Listing Rules"). On Time, through its subsidiaries, is principally engaged in the design, sourcing and distribution of garments and other textile products on a worldwide basis. Established in the early 1990s, its headquarter is located in Hong Kong with offices in Asia Pacific. The Acquisition is expected to further enhance Luen Thai's design capabilities, which along with its outsourcing production scale, will speed up turnaround times and bring in more European business to the Group.

Moreover, the Group entered into a 50%-50% joint venture agreement with Guangzhou Huasheng Garment Company Limited on 5 January 2007, to establish Guangzhou Thai Ying Garment Company Limited ("Thai Ying"). Thai Ying is expected to enhance Luen Thai's manufacturing capabilities for active wear, more particularly for outerwear jackets, and provide lower cost sample-making support to the Group.

The success of the recent joint ventures and the Acquisition are results of the Group's established experience of acquiring and managing entities in different segments such as GJM for sleepwear (from Warnaco Inc. in 2002), Tomwell for ladies career wear (from Kasper Holdings Inc./Jones Apparel Group, Inc. in 2004), and Tien-Hu for sweaters (from New Trillion Consultants Limited in 2005).

Acquisitions and joint ventures are one of Luen Thai's core competencies considering our scale, management and strong customer relationships. We will continue to capitalize on these to become one of the industry leaders and further materialize our design-to-store business model.

**Future Plans and Prospect**

Luen Thai will continue deploy resources to improve its D2S platform in supporting further growth of our business units. With the success of GJM, Tomwell, Yuen Thai, Tien Hu and On Time acquisitions and joint ventures, Luen Thai will seek value-enhancing acquisition and joint venture opportunities.

Operationally, with the completion of the restructuring, it is expected that the casual wear division will return to profitability and margin recovery would be in progress. We are optimistic on the future growth of casual wear division. Also, given the outstanding performance of ladies' fashion and sweater divisions in 2006, we are looking forward to more contributions from such business units. On Time will become an important business unit of Luen Thai and we are committed to leverage our D2S platform in supporting On Time in gaining more business. Lastly, given the strengthen of the Chinese domestic market, Luen Thai will seek opportunities in developing business in China to further reduce our reliance on the US market.

**Contingent Liabilities and Off-Balance Sheet Obligations**

The Group is involved in various labour lawsuits and claims arising from the normal course of business. The Directors believe that the Group has substantial legal and factual bases for their position and are of the opinion that losses arising from these lawsuits, if any, will not have a material adverse impact on the results of the operations or the financial position of the Group. Accordingly, no provision for such liabilities has been made in the financial statements.

**Human Resources, Social Responsibilities and Corporate Citizenship**

Over the years, Luen Thai has steadily enhanced its reputation as an employer of choice through focused, integrated and strategic human resources ("HR") strategies. Operating beyond the traditional HR infrastructure, Luen Thai's Corporate Human Resources Division ("CHR") is consistently aligned to the Group's vision and business goals.

Our corporate values, which center on meeting our customers' needs, help thousands of Luen Thai employees to move in one direction – to achieve our vision of becoming the best apparel supply chain services partner in the world. To do this, Luen Thai opens its communication channels to its employees in order to facilitate an engaging culture, where employees feel a sense of belonging in the Company.

With about 25,000 employees around the world, Luen Thai continuously strives to provide the best employee care. In addition to providing a safe workplace, Luen Thai has established world class and convenient living environments. Work-life balance and wellness is also encouraged in Luen Thai through the establishment of facilities and activities that support a fulfilling life for all employees.

Opportunities for growth and maximizing career potential are also provided within the organization through regular and formalized learning held across all levels of the organization.

Luen Thai also has a long-standing commitment to diversity as demonstrated by its multi-cultural workforce. This commitment to fairness is also shown through equitable compensation and benefit schemes. Employees' contributions are valued, recognized and rewarded.

**Corporate Social Responsibility**

Luen Thai remains committed to corporate social responsibility by engaging in lawful, transparent and ethical business operations. The company embraces its responsibilities not only to our employees, customers and stakeholders but also the communities in which we operate.

Management leads the company in providing support and donations to educational institutions such as Quanzhou Normal University in China and charitable organizations such as Po Leung Kuk and Community Chest of Hong Kong.

**Awards**

On 6 February 2007, Luen Thai was named the Overall Winner of the 2006 People Management Awards organized by the Hong Kong Institute of Human Resource Management and the South China Morning Post in association with Hong Kong University of Science and Technology Business School. The Company was also named the Large Enterprise Category Winner. The awards recognize outstanding people management initiatives that made a difference to the business.

The Company's entry, "Project Supply Chain City HR," highlighted CHR's innovative strategies in recruitment, retention, people capability building and value-added employee services, among others.

**Financial Results and Liquidity**

As at 31 December 2006, the total amount of cash and bank balances of the Group was approximately US\$107,076,000, representing a decrease of approximately US\$40,962,000 when compared to 31 December 2005. The total bank borrowings at 31 December 2006 was approximately US\$69,434,000, representing a 17.0% decrease when compared to US\$83,687,000 at 31 December 2005.

As at 31 December 2006, the maturity profile of the Group's bank borrowings spread over five years with approximately US\$31,184,000 repayable within one year or on demand, approximately US\$4,500,000 in the second year, approximately US\$13,500,000 in the second to fifth year, and US\$20,250,000 in more than five years.

The gearing ratio is defined as net debt (represented by bank borrowings net of cash and bank balances) divided by the capital and reserves attributable to the equity holders of the Company. As at 31 December 2006, the Group is in a net cash position. Hence, no gearing ratio is presented.

**Foreign Exchange Risk Management**

The Group adopts a prudent policy to hedge the fluctuation of exchange rates. Most of the Group's operating activities are denominated in US dollars, Hong Kong dollars and Euro. For those activities denominated in other currencies, the Group may enter into forward contracts to hedge its receivable and payable denominated in foreign currencies against the exchange rate fluctuation.

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

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed shares during the year ended 31 December 2006.

**CORPORATE GOVERNANCE**

The Group acknowledges the need and importance of corporate governance as one of the key elements in creating shareholders' value. The Group is committed to improving its corporate governance policies in compliance with the regulatory requirements and in accordance with international best practices. As at the date of this report, the Company has formed the Audit Committee, Remuneration Committee and Bank Facility Committee all at the Board of Directors (the "Board") level, to provide assistance, advice and recommendations on relevant matters that aim to ensure protection of the Group and the Company's shareholders' interests as a whole.

The Board has reviewed the Company's corporate governance practices and is satisfied that the Company has been in compliance with the code provisions set out in the Code on Corporate Governance Practices contain in Appendix 14 of the Listing Rules throughout the year ended 31 December 2006.

Full details on the subject of corporate governance are set out in the Company's 2006 annual report.

**AUDIT COMMITTEE**

The Audit Committee was established with written terms of reference that set out the authorities and duties of the Committee adopted by the Board.

The Audit Committee's review covers the accounting principles and practices adopted by the Group, audit plans and findings of the internal auditors, and financial matters including the review of the consolidated financial statements of the Group for the year ended 31 December 2006.

The figures in respect of the preliminary announcement of the Group's results for the year ended 31 December 2006 have been agreed by the Group's auditors, PricewaterhouseCoopers, to the amounts set out in the Group's draft consolidated financial statements for the year. The work performed by PricewaterhouseCoopers in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently no assurance has been expressed by PricewaterhouseCoopers on the preliminary announcement.

**POST BALANCE SHEET EVENT**

On 16 March 2007, the National People's Congress approved the Corporate Income Tax Law of the People's Republic of China (the new "CIT Law"). The new CIT Law reduces (increases) the corporate income tax rate for domestic enterprises (foreign invested enterprises) from 33% (15% or 24%) to 25% with effect from 1 January 2008. The new CIT Law also provides for preferential tax rates, tax incentives for prescribed industries and activities, grandfathering provisions as well as determination of taxable profit. As at the date that these financial statements are approved for issue, detailed measures concerning these items have yet to be issued by the State Council. Consequently, the Group is not in a position to assess the impact, if any, to the carrying value of deferred tax assets and liabilities as at 31 December 2006. The Group will continue to evaluate the impact as more detailed regulations are announced.

On 3 April 2007, a wholly owned subsidiary of the company has exercised in full its rights of the first 10% call option granted to require the minority shareholders of On Time to sell and transfer 10% of the issued share capital of On Time. The estimated cost to acquire 10% of the issued share capital of On Time is approximately US\$ 4,231,000. Upon completion, On Time will become a 60% owned subsidiary of the Company.

**FINAL DIVIDEND**

The Board does not recommend the payment of a final dividend (2005: US0.156 cent per share).

**DISCLOSURE OF INFORMATION ON THE COMPANY AND THE STOCK EXCHANGE'S WEBSITES**

Information required to be disclosed pursuant to paragraphs 46(1) to 46(6) of Appendix 16 to the Listing Rules will be published on the websites of the Company (<http://www.luen thai.com>) and the Stock Exchange (<http://www.hkex.com.hk>) in due course.

By order of the Board  
**Tan Henry**  
*Executive Director and Chief Executive Officer*

Hong Kong, 19 April 2007

*As at the date of this announcement, the Board of Directors comprises Mr. Tan Siu Lin, Mr. Tan Henry, Mr. Tan Cho Lung, Raymond, Mr. Tan Sunny and Ms. Mok Siu Wan, Anne as executive Directors; Mr. Tan Willie as non-executive Director; Mr. Chan Henry, Mr. Cheung Siu Kee and Mr. Seing Nea Yie as independent non-executive Directors.*