

# ANEX INTERNATIONAL HOLDINGS LIMITED

# 安歷士國際控股有限公司\*

(Incorporated in Bermuda with limited liability)
(Stock Code: 723)

# ANNOUNCEMENT OF FINAL RESULTS FOR THE YEAR ENDED 31 MARCH 2007

The Board of Directors (the "Director") of Anex International Holdings Limited (the "Company") hereby present the audited consolidated results of the Company and its subsidiaries (the "Group") for the year ended 31 March 2007 together with the comparative figures for the last corresponding year as follows:

# CONSOLIDATED INCOME STATEMENT

Year ended 31 March 2007

Teur ended 31 March 2007		2007	2006
	Notes	HK\$'000	HK\$'000
TURNOVER	3	209,701	182,324
COST OF SALES		(194,901)	(166,051)
GROSS PROFIT		14,800	16,273
OTHER REVENUE	3	5,082	901
Selling and distribution expenses		(15,166)	(14,519)
Administrative expenses		(48,279)	(40,686)
Other operating expenses	5	(3,736)	(16,836)
LOSS FROM OPERATIONS	4	(47,299)	(54,867)
Finance costs	6	(2,671)	(2,334)
Share of loss of an associate		(5,544)	(2,874)
LOSS BEFORE TAXATION		(55,514)	(60,075)
Income tax	7	131	176
LOSS FOR THE YEAR		(55,383)	(59,899)
ATTRIBUTABLE TO:			
Equity shareholders of the Company		(55,027)	(59,736)
Minority interests		(356)	(163)
LOSS FOR THE YEAR		(55,383)	(59,899)
LOSS PER SHARE			
- Basic	10(a)	(4.06 cents)	(10.13 cents)
– Diluted	10(b)	Not applicable	Not applicable
— <b>*</b>	10(0)	upp	= : 31 mpp111mo10

# CONSOLIDATED BALANCE SHEET

31 March 2007

31 March 2007		•••	• • • • •
	Notes	2007 HK\$'000	2006 HK\$'000
NON-CURRENT ASSETS			
Property, plant and equipment Interest in leasehold land held for		89,332	82,714
own use under operating leases		4,984	5,142
Goodwill Interest in an associate		4,957	16,108
		99,273	103,964
CURRENT ASSETS			
Inventories Interest in leasehold land held for		94,304	34,189
own use under operating leases		158	226
Trade and other receivables	8	48,793	39,655
Pledged deposits	O	12,019	7,320
Cash and cash equivalents	-	45,245	12,242
	-	200,519	93,632
CURRENT LIABILITIES			
Bank loans and overdrafts		26,877	23,903
Trade and other payables	9	90,036	58,202
Provision for taxation		4,015	_
Finance lease payables	-	1,657	1,116
	-	122,585	83,221
NET CURRENT ASSETS	-	77,934	10,411
TOTAL ASSETS LESS CURRENT LIABILITIES		177,207	114,375
NON CURRENT LIABILITIES	-		
NON-CURRENT LIABILITIES		022	025
Finance lease payables Deferred tax liabilities		833 18,235	935 5,529
Deferred tax madmities	-	<u> </u>	<u> </u>
NIEW ACCEPTO	-	19,068	6,464
NET ASSETS	:	158,139	107,911
CAPITAL AND RESERVES			
Share capital		154,492	76,864
Reserves		(10,253)	30,969
	-	(10,200)	
Total equity attributable to equity shareholders of the Company		144,239	107,833
Minority interests		13,900	78
TOTAL EQUITY	-	158,139	107,911
	=		

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Year ended 31 March 2007

Attributable to equity shareholders of the Company

				1 7		I v				
	Share capital HK\$'000	Capital reserve HK\$'000	Dis- tributable reserve HK\$'000	Property revaluation reserve HK\$'000	Fair value reserve HK\$'000	Exchange fluctuation reserve HK\$'000	Retained profits/ (accumulated) loss) HK\$'000	Sub-total HK\$'000	Minority interest HK\$'000	Total equity HK\$'000
At 1 April 2005	45,752	2,789	4,995	15,865		587	66,464	136,452	275	136,727
Surplus on revaluation Deferred tax charged in the revaluation reserve Exchange realignment	- - -	- - 	- - 	1,862 (1,220)	- - 	(637)	- - 	1,862 (1,220) (637)	(34)	1,862 (1,220) (671)
Net income recognised directly in equity				642		(637)		5	(34)	(29)
Revaluation reserve released on disposal Placement of shares Rights issue Loss for the year	9,151 21,961	- - -	- - -	(417) - - -	- - -	- - -	417 - - (59,736)	9,151 21,961 (59,736)	- - (163)	9,151 21,961 (59,899)
At 31 March 2006	76,864	2,789	4,995	16,090	-	(50)	7,145	107,833	78	107,911
At 1 April 2006	76,864	2,789	4,995	16,090		(50)	7,145	107,833	78	107,911
Surplus on revaluation Right issue expenses Fair value adjustment Deferred tax charged in the	- - -	- - -	(2,779)	9,105	8,783	- - -	- - -	9,105 (2,779) 8,783	- - -	9,105 (2,779) 8,783
revaluation reserve Property revaluation reserve Acquisition of a subsidiary Disposal of a subsidiary Exchange realignment	- - - -	- - - -	- - - -	(1,892) (27) - -	- - - -	- - - 615	- - - -	(1,892) (27) - - 615	27 13,831 (10) 330	(1,892) - 13,831 (10) 945
Net income recognised directly in equity			(2,779)	7,186	8,783	615		13,805	14,178	27,983
Revaluation reserve released on disposal Rights issue Bonus warrants Loss for the year	76,864 764	- - -	-	(709) - - -	- - -	- - -	709 - - (55,027)	76,864 764 (55,027)	- - - (356)	76,864 764 (55,383)
At 31 March 2007	154,492	2,789	2,216	22,567	8,783	565	(47,173)	144,239	13,900	158,139
Reserves retained by: Company and subsidiaries An associate	154,492	2,789	2,216	22,567	8,783	565	(47,173)	144,239	13,900	158,139
At 31 March 2007	154,492	2,789	2,216	22,567	8,783	565	(47,173)	144,239	13,900	158,139
Company and subsidiaries An associate	76,864	2,789	4,995	16,090		(50)	(8,040) 15,185	92,648 15,185	78 	92,726 15,185
At 31 March 2006	76,864	2,789	4,995	16,090	_	(50)	7,145	107,833	78	107,911

Notes:

#### 1. STATEMENT OF COMPLIANCE

These financial statements have been prepared in accordance with all applicable 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 Hong Kong Institute of Certified Public Accountants ("HKICPA"), accounting principles generally accepted in Hong Kong, the disclosure requirements of the Hong Kong Companies Ordinance and the applicable disclosure provisions of the Rules Governing the Listing of Securities on the Stock Exchange.

The HKICPA has issued certain new and revised HKFRSs that are first effective or available for early adoption for the current accounting period of the Group and the Company. The adoption of these new and revised HKFRSs has not resulted in any significant impact on the Group's results of operations for the year and financial position as at 31 March 2007.

In prior years, financial guarantees issued by the Group were disclosed as contingent liabilities in accordance with HKFRS 4: Insurance contracts and HKAS 37: Provisions, contingent liabilities and contingent assets. No provisions were made in respect of these guarantees unless it was more likely than not that the guarantee would be called upon.

With effect from 1 April 2006, in order to comply with the amendments to HKAS 39 in respect of financial guarantee contracts, the Group has changed its accounting policy for financial guarantees issued. Under the new policy, financial guarantees issued are accounted for as financial liabilities under HKAS 39 and measured initially at fair value, where the fair value can be reliably measured. Subsequently, they are measured at the higher of the amount initially recognised, less accumulated amortisation, and the amount of the provision, if any, that should be recognised in accordance with HKAS 37.

The adoption of these amendment does not have a significant impact on the Group's and the Company's results of operations and financial position for financial years 2006 and 2007.

During the year, the Company acquired new subsidiaries which were engaged in real estate development and building materials business. As the manufacturing of home appliances no longer attributed over 90% of the Group's consolidated result and assets, the Group has chosen business segment information as the primary reporting format. Comparative figures have been restated to conform with the current year's disclosure requirements, the details of which have been disclosed in note 2.

# 2. SEGMENT INFORMATION

Segment information is presented in respect of the Group's business and geographical segments. Business segment information is chosen as the primary reporting format because this is more relevant to the Group's internal financial reporting.

#### **Business segments**

The Group comprises the following main business segments:

Home appliances: the design and manufacture of electrical appliances and trading of merchandise.

Real estate: the development and sale of commercial premises and residential properties.

Building materials: the construction work of building and construction project of building materials.

	Home app	pliances 2006	<b>Real e</b> 2007	estate 2006	Building 2007	materials 2006	Conso 2007	lidated 2006
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Revenue from external customers	203,010	182,324			6,691		209,701	182,324
Segment result	(27,642)	(49,415)	(1,015)	_	(2,854)	_	(31,511)	(49,415)
Unallocated operating income and expenses							(15,788)	(5,452)
Loss from operations Finance costs Unallocated corporate expenses Income tax credit	(2,427)	(2,080)	-	-	(8)	-	(47,299) (2,435) (5,780) 131	(54,867) (2,080) (3,128) 176
Loss after taxation							(55,383)	(59,899)
ASSETS Segment assets Unallocated corporate assets	184,557	179,296	87,871	_	12,089	-	284,517 15,275	179,296 18,300
Consolidated total assets							299,792	197,596
LIABILITIES Segment liabilities Unallocated corporate liabilities	88,937	76,798	24,946	_	9,140	_	123,023 18,630	76,798 12,887
Consolidated total liabilities							141,653	89,685
OTHER INFORMATION Depreciation and amortisation for the year Unallocated corporate expenses	10,122	10,768	8	-	12	-	10,142 129 10,271	10,768 —8 10,776
Impairment of  - trade and other receivables  - positive goodwill	1,342	1,723	- -	<u>-</u>	20 2,327	- -	1,362 2,327	1,723
Significant non-cash expenses - write-down of inventories							4,344	13,546
Capital expenditure incurred during the year Unallocated corporate capital expenditure	7,908	9,035	503	-	207	-	8,618 532	9,035
•							9,150	9,224

# **Geographical Segments**

The following table presents revenue for the Group's geographical segment based on the location of external customers.

	Segment revenue Revenue from external customers		
	2007		
	HK\$'000	HK\$'000	
Europe	92,769	90,544	
North America	69,713	58,416	
South America	17,095	13,760	
Asia Pacific	13,832	11,111	
Middle East	11,423	5,752	
Oceania	4,869	2,741	
	209,701	182,324	

Carrying amount of segment assets and capital expenditure by location of assets are as follows:

	Segment assets		Capital ex	penditure
	2007	2006	2007	2006
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Europe	8,941	4,394	14	13
North America	3,652	7,483	16	_
South America	4,406	6,001	_	_
Asia Pacific	280,802	176,911	9,120	9,211
Middle East	1,401	2,427	_	_
Oceania	590	380		
	299,792	197,596	9,150	9,224

# 3. TURNOVER AND OTHER REVENUE

Turnover represents the net invoiced value of good sold, after allowances for returns and trade discounts and revenue from construction contracts.

An analysis of turnover and other revenue is as follows:

	The Group	
	2007	2006
	HK\$'000	HK\$'000
Turnover		
Sales of goods	203,010	182,324
Revenue from construction contracts	6,691	
	209,701	182,324
Other revenue		
Interest income	1,326	120
Sales of moulds	_	63
Sales of scrap materials	966	333
Gain on disposal of property, plant and equipment	861	_
Others	1,929	385
	5,082	901
	214,783	183,225

# 4. LOSS FROM OPERATIONS

The Group's loss from operations are arrived at after charging:

		The Group	
		2007	2006
		HK\$'000	HK\$'000
a)	Staff costs		
/	Salaries, wages and other benefits	46,647	33,375
	Severance payments	371	2,165
	Pension scheme contributions	609	502
		47,627	36,042
		47,027	30,042
b)	Other items		
	Cost of inventories sold*	189,137	166,051
	Depreciation	10,122	10,634
	Amortisation of land lease premium	149	142
	Minimum lease payments under operating		
	leases for land and buildings		
	(including directors' quarters)	1,737	817
	Auditor's remuneration		
	<ul><li>audit services</li></ul>	600	390
	– other services	110	_
		710	390
	Impairment losses on trade receivables	20	13
	Exchange losses, net	773	509
	Share of an associate's taxation	_	271

<sup>\*</sup> Cost of inventories sold includes depreciation of HK\$7,789,000 (2006: HK\$8,088,000) and staff costs of HK\$21,251,000 (2006: HK\$16,163,000), the amount of which is also included in the respective total amounts disclosed separately above.

# 5. OTHER OPERATING EXPENSES

	The Group		
	2007	2006	
	HK\$'000	HK\$'000	
Impairment loss on goodwill	2,327	_	
Impairment losses on mould deposits	1,342	955	
Write-down of inventories	-	12,964	
Loss on disposal of property, plant and equipment	-	2,162	
Impairment loss on note receivable	_	755	
Loss on disposal of a subsidiary	67		
	3,736	16,836	

#### 6. FINANCE COSTS

	The Group		
	2007	2006	
	HK\$'000	HK\$'000	
Interest on bank loans and other loans wholly			
repayable within five years	2,413	2,216	
Finance charges on obligations under finance leases	258	118	
	2,671	2,334	

#### 7. INCOME TAX IN THE CONSOLIDATED INCOME STATEMENT

a) Income tax in the consolidated income statement represents:

No provision for Hong Kong profits tax has been provided as the Group did not generate any assessable profits arising in Hong Kong for financial years 2006 and 2007.

No provision for overseas profits tax has been provided as the overseas subsidiaries did not generate any profits which would have been subject to profits tax in their relevant countries for financial years 2006 and 2007.

	The Group		
	2007	2006	
	HK\$'000	HK\$'000	
Current tax			
- Hong Kong	(131)	_	
– Overseas		(176)	
Tax credit	(131)	(176)	

b) Reconciliation between tax credit and accounting loss at applicable tax rates:

	The Group		
	2007	2006	
	HK\$'000	HK\$'000	
Loss before taxation	(55,514)	(60,075)	
Tax at domestic income tax rate applicable			
of losses in the respective countries	(11,549)	(14,259)	
Tax effect of non-taxable income	(1,311)	(210)	
Tax effect of non-deductible expenses	1,652	503	
Tax losses utilised from previous periods	(9)	_	
Tax effect of losses not recognised	11,086	13,790	
Tax credit	(131)	(176)	

#### 8. TRADE AND OTHER RECEIVABLES

Included in trade and other receivables are trade receivables of HK\$24,839,000 (2006: HK\$23,832,000). Trade receivables less provision for impairment losses of HK\$20,000 (2006: HK\$13,000) with the following aging analysis as of the balance sheet date:

	The Group	
	2007	2006
	HK\$'000	HK\$'000
0-30 days	10,451	15,945
31 – 60 days	9,099	7,119
61 – 90 days	2,163	658
Over 90 days	3,126	110
	24,839	23,832

The Group's trading terms with its customers are mainly on credit and letters of credit, except for new customers where payment in advance and cash on delivery are normally required. Invoices are normally payable between 30 and 60 days after issuance, except for certain well-established customers where the terms are extended to 90 days. Each customer has a maximum credit limit. The Group seeks to maintain strict control over its outstanding receivables and has a credit control department to minimise credit risk. Overdue balances are reviewed regularly by senior management.

#### 9. TRADE AND OTHER PAYABLES

Included in trade and other payables are trade payable of HK\$35,553,000 (2006: HK\$31,473,000). An aged analysis of the Group's trade payables as at the balance sheet date, based on invoice date is as follows:

	The Group	
	2007	2006
	HK\$'000	HK\$'000
0 – 30 days	6,311	11,198
31 – 60 days	3,095	5,951
61 – 90 days	5,457	4,080
Over 90 days	20,690	10,244
	35,553	31,473

#### 10. LOSS PER SHARE

a) The calculation of basic loss per share is based on the loss attributable to equity shareholders of the Company of HK\$55,027,000 (2006: HK\$59,736,000) and the weighted average number of 1,354,138,000 ordinary shares (2006: weighted average number of 589,558,000 ordinary shares after adjusting for the rights issue in the financial year 2007) in issue during the year.

# Weighted average number of ordinary shares

	2007 No. of shares '000	2006 No. of shares '000
Issued ordinary shares at 1 April	768,642	457,525
Effect of issue of ordinary shares under placement and subscription	_	132,033
Effect of issue of ordinary shares under rights issue	585,274	_
Effect of issue of ordinary shares under bonus warrants	222	
Weighted average number of ordinary shares at 31 March	1,354,138	589,558

b) No diluted loss per share has been disclosed as the outstanding bonus warrants had an anti-dilutive effect on the basic loss per share for the year ended 31 March 2007.

Diluted loss per share for year ended 31 March 2006 has not been disclosed as no diluting events existed during the year.

#### **DIVIDENDS**

The Directors do not recommend the payment of any dividend (2006: Nil) for the year ended 31 March 2007.

# **CORPORATE GOVERNANCE PRACTICES**

The board of directors of the Company (the "Board") has adopted the code provisions set out in the Code on Corporate Governance Practices (the "Code") contained in Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"), which came into effect on 1 January 2005. Detailed information on the Company's corporate government practices is set out in the Corporate Governance Report included in the Company's Annual Report 2007 to be despatched to shareholders in due course.

# **MODEL CODE**

The Company has adopted a code of conduct regarding securities transactions by directors on terms no less exacting than the required standard set out in the Model Code. Having made specific enquiry of all directors of the Company, all directors confirmed through a confirmation that they had complied with the required standards set out in the Model Code and the code of conduct regarding securities transaction by directors adopted by the Company throughout the year.

## MANAGEMENT DISCUSSION AND ANALYSIS

#### **Business Review**

For the year ended 31 March 2007, the Group recorded a loss of HK\$55.0 million (2006: HK\$59.7 million), representing a decrease of 7.9% from the previous year. Sales turnover of the Group was risen to HK\$209.7 million (2006: HK\$182.3 million), an increase of 15.0%. Loss per share was HK4.06 cents (2006: HK10.13 cents).

The financial year ended 31 March 2007 was a year full of challenges for the Group. The costs of raw materials and labor were continuously going up and put intensive pressure on our production costs. In addition, our customers diminished their demand following with our increase of the product prices and as a result, only part of the escalated costs could be recovered. A write-down of HK\$4.3 million for unsold inventories and impairment loss of HK\$1.3 million for mould deposits were made during the year due to the dropping of certain old product lines.

In view of the persistent hardship and keen competition to the home appliances business, the Group has diversified its business and successfully developed real estate development business and building materials business. Nevertheless, the real estate development business and building materials business are newly developed and the contribution to the Group was not significant for the year ended 31 March 2007.

#### **Financial Review**

On 30 June 2006, the Company had successfully made a rights issue of one rights share for every existing share together with an issue of two bonus warrants for every five rights shares, at an issue price of HK\$0.10 per rights share, resulting in the issue of 768,642,000 shares of HK\$0.10 each for cash. As a result, a total of 307,457,000 warrants were issued which entitling the holders thereof to subscribe for new shares at an initial subscription price of HK\$0.10 per share upon exercise of one warrant. The gross proceeds amounted to HK\$76,864,000 and the net proceeds from the rights issue amounted to HK\$74,085,000. The rights issue enlarged the Group's capital base and strengthen its financial position.

For the year ended 31 March 2007, the turnover of the Group was HK\$209.7 million, representing a 15.0% increase over the corresponding figure of HK\$182.3 million in 2006. The increase in turnover was a result of the market promotion in the Group's Home Appliances Business and the launch of Building Materials Business.

Nevertheless, the accelerated cost of sales increased from HK\$166.1 million in the year ended 31 March 2006 to HK\$194.9 million in the year ended 31 March 2007 and accordingly, the gross profit margin decreased from 8.9% in the year ended 31 March 2006 to 7.1% in the year ended 31 March 2007. The deterioration in gross profit margin was mainly attributed to the intense competition in Home Appliances Business which placed strong pressure on the Group's selling prices and the increase in the price of raw materials.

The Group's gearing ratio expressed as a percentage of total interest-bearing borrowings over equity attributable to the Company's equity holders, dropped from 24.9% at the beginning of the year to 21.1% as at 31 March 2007. The decrease was mainly due to the enlarged Group's capital base as a result of the aforesaid rights issue. Working capital soared from last year's level to HK\$77.9 million due to the increase of cash and bank balance from the aforesaid rights issue and the inclusion of working capital arisen from acquisition of Ancen Properties Limited) during the year.

The Group has HK\$30.4 million (2006: HK\$26.8 million) interest-bearing borrowings consisted of HK\$26.9 million (2006: HK\$23.4 million) overdraft, secured trust receipt loans, factoring loans, bills discounted and packing loans; HK\$2.4 million (2006: HK\$2.0 million) finance lease payable and other loans of HK\$1.1 million (2006: HK\$1.4 million). The aforesaid loans comprise approximately 99.7% (2006: 96.5%) thereof repayable within one year and 0.3% (2006: 2.8%) thereof repayable within the second year and the nil balance (2006: 0.7%) thereof repayable in the third year. All the loans are denominated in Hong Kong dollars. As at 31 March 2007, the Group had total cash and bank balances and pledged deposits amounting to HK\$57.2 million (2006: HK\$19.0 million).

#### Outlook

# **Home Appliances Manufacturing Business**

In view of the difficulties associated with the Home Appliances Business, our management team has been taking positive steps to prune down the production cost, to adopt measures to foster a better production management, to lower wastage and inventory level. Simultaneously, we have adopted the Oracle information system to facilitate cost control and profit analysis.

Nevertheless, the industry is still under intense competition, the Group will re-position itself in the market and focus on the efficiency improvement of the operation in order to strive for better return.

# **Property Development Business**

In the past years, the Central Government of the PRC implemented a number of regulatory measures on the property market by ways of land supply, foreign investment, finance provision and tax levy. Undoubtedly in the short term, these regulatory measures will have adverse effect on the property sector; however, with the fast economic development in China, the disposal income per capita will continue to increase and urbanization rate keeps on growing, people's demand to improve their living standards will never slow down. The Chinese property market is expected to maintain a rapid and stable development in the medium and the long-term.

Nevertheless, market players should be always aware of the risk exposure under the macro-economic environment, therefore, the Group always exercises its usual cautions when expanding business within China. Currently, the operation of the Group has diversified geographically from the second tier city – Dongguan, Guangdong Province to the first tier city – Beijing.

# Dongguan, Guangdong Province

The Group is principally engaged in the development of property projects in Dongguan, Guangdong Province. In 2006, Guangdong Province experienced a relatively fast economic growth, stronger purchasing power and a continuous buoyant property market. According to the Bureau of Statistics of Guangdong Province, the GDP in Guangdong Province increased by 14.1% in 2006 and its per capita disposable income of urban residents rose by 8.4%.

At present, the Group has a residential property development project in Liaobu of Dongguan with a GFA of 47,000 square meters, and an existing shopping mall with floor space of approximately 13,000 square meters under renovation.

# Beijing

As the political and cultural hub of China and the host of the 2008 Olympics, Beijing has a relatively high urban development pace with higher capacity and demand in its property market. The continuous increase in income of Beijing citizens also helps the Beijing property market to develop steadily. In 2006, the land transaction activities in Beijing were active, in particular residential sites. But the land supply within the Fifth Ring Road is becoming scare and supply of new land is gradually focusing on rural areas beyond the Fifth Ring Road.

Recently the Group entered into joint venture agreements with the relevant parties for participating in Beijing Changping Qijiazhen District for a class 1 land development with an area of 3,300 acres or 2.2 million square meters. Changping Qijiazhen district is an outskirt of the Beijing Central District and within the area circled by the Sixth Ring Road. Upon completion and subject to relevant governmental approval, the Group through its subsidiary will hold a 52% stake in the project while the local partners would hold the rest. Besides regular income, the project would enhance the Group's capability to identify potential projects in the area due to better understanding on the local town planning and requirements during the process of land development.

# **Building Materials Business**

The business has been developed since in the middle of the year with concentrating in marble, trendy and light-weight building materials supply and installation. We are confident that marble, trendy and light-weight building materials would be in high demand and should become the mainstream in the building industry in the coming years. Besides, with the rapid development in property market in Macau, China and Hong Kong, the Group's contract sum of the incomplete projects is now amounting to HK\$84.4 million. As the projects are still worked in progress, the contribution to the Group will be realized in the coming year. We shall closely monitor any associated business opportunities in the building materials markets.

With China's rapid economic growth, continued rise in people's disposable income, accelerated urbanization, appreciation of Renminbi and excess capital liquidity, the Group expects the prosperity of the property market will continue to grow. In accordance with our overall development strategy, the Group will adopt prudent approach in investment and strive for best return for shareholders.

#### EVENT AFTER BALANCE SHEET DATE

(a) Subsequent to the balance sheet date on 12 June 2007, Anex Properties Holdings Limited, ("APHL") a wholly-owned subsidiary of the Company, as the purchaser and Mr. Li Jianchuan ("Mr. Li") as the vendor entered into the sale and purchase agreement (the "Agreement") pursuant to which APHL agreed to acquire 95% equity interest in 東莞市安歷士物業管理有限公司, (Dongguan Anex Property Management Company Limited) ("DAPMCL") from Mr. Li for a consideration of US\$1.9 million (equivalent to approximately HK\$14.8 million). Upon the completion of the Agreement, DAPMCL will become a subsidiary of the Company.

Mr. Li has given an undertaking in favour of APHL dated 12 June 2007 (the "Undertaking"). Pursuant to the terms of the Undertaking, Mr. Li has undertaken to APHL, among other things, to transfer 52% interest in 北京金濟房地產開發有限公司 (Beijing Jinji Property Development Company Limited) ("Beijing Jinji") to DAPMCL for a consideration of RMB5.2 million (equivalent to approximately HK\$5.36 million), which represents 52% of the existing registered capital of Beijing Jinji. Save for the Undertaking, the Company and/or APHL and Mr. Li have not entered into any written agreement regarding the proposed transfer of 52% interest in Beijing Jinji.

(b) Subsequent to the balance sheet date on 22 June 2007, the Company, Mr. Cheng Tun Nei, ("Mr. Cheng"), a director and a substantial shareholder of the Company, and Taiwan Securities (Hong Kong) Limited ("Placing Agent") entered into the agreement pursuant to which the Placing Agent has agreed to procure, on a best-effort basis, the purchasers to purchase up to 307,000,000 existing shares, at the placing price of HK\$0.50 per share owned by Mr. Cheng.

Pursuant to the Agreement, Mr. Cheng has conditionally agreed to subscribe up to 307,000,000 new shares at the placing price of HK\$0.50 per share.

On 26 June 2007, the Placing Agent has successfully placed 307,000,000 existing shares at placing price of HK\$0.50 per share. Moreover the subscription of new shares to Mr. Cheng was completed on 6 July 2007. The net proceeds from the top-up subscription were HK\$148.7 million.

#### **AUDIT COMMITTEE**

The Company has an audit committee which was established in compliance with Rule 3.21 of the Listing Rules for the purpose of reviewing and providing supervision over the Group's financial reporting process and internal controls. The audit committee comprises the three independent non-executive directors of the Company.

The Group's audited financial statements for the year ended 31 March 2007 has been reviewed by the Audit Committee.

The figures in respect of the announcement of the Group's results for the year ended 31 March 2007 have been agreed by the Group's external auditor, CCIF CPA Limited to the amounts set out in the Group's audited financial statements for the year. The work performed by CCIF CPA Limited 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 CCIF CPA Limited on the announcement.

# PURCHASE, SALE OR REDEMPTION OF SECURITIES

On 30 June 2006, rights issue of one rights share for every existing share together with an issue of two bonus warrants for every five rights shares was made, at an issue price of HK\$0.10 per rights share, resulting in the issue of 768,641,743 shares of HK\$0.10 each for a total cash consideration. As a result, a total of 307,456,696 warrants were issued which entitling the holders thereof to subscribe for new shares at an initial subscription price of HK\$0.10 per share upon exercise of one warrant. The gross proceeds amounted to HK\$76,864,000 and the net proceeds from the rights issue was HK\$74.0 million.

Save as disclosed above, during the year ended 31 March 2007, neither the Company nor its subsidiaries had purchased, sold or redeemed any of the Company's listed securities.

#### PUBLICATION OF FINANCIAL INFORMATION

This results announcement is published on the websites of the Stock Exchange (www.hkex.com.hk) and the Company (www.anex-int.com). The Company's annual report for 2007 will be dispatched to the shareholders of the Company and available on the above websites in due course.

By Order of the Board Cheng Tun Nei Chairman

Hong Kong, 25 July 2007.

As at the date of this announcement, the board of directors of the Company comprises five executive directors, namely Mr. Cheng Tun Nei, Mr. Kwok Hon Lam, Dr. Siu Miu Man, Mr. Kwok Chi Hang, Peter and Mr. Cheng Tze Kit, Lary, one non-executive director, namely Mr. Yeung Chee Tat, and three independent non-executive directors, namely Mr. Chan Sun Kwong, Mr. Chow Nim Sun, Nelson and Mr. Lam Kwok Cheong.

\* For identification purpose only