CL GROUP (HOLDINGS) LIMITED
（昌利（控股）有限公司）

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8098)

ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 MARCH 2014

CHARACTERISTICS OF THE GROWTH ENTERPRISE MARKET ("GEM") OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE "STOCK EXCHANGE")

GEM has been positioned as a market designed to accommodate companies to which a high investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration. The greater risk profile and other characteristics of GEM mean that it is a market more suited to professional and other sophisticated investors.

Given the emerging nature of companies listed on GEM, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

This announcement, for which the directors (the "Directors") of CL Group (Holdings) Limited (the "Company") collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the "GEM Listing Rules") for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

HIGHLIGHTS

- The Group's turnover for the year ended 31 March 2014 was approximately HK$45.7 million (2013: approximately HK$48.5 million), representing a decrease of approximately 5.8% from that of the year ended 31 March 2013.
- The Group's profit before tax for the year ended 31 March 2014 amounted to approximately HK$29.3 million (2013: approximately HK$27.1 million).
- The Group's profit attributable to the owners of the Company amounted to approximately HK$24.8 million for the year ended 31 March 2014 (2013: approximately HK$22.5 million).
- Basic earnings per share amounted to approximately HK2.47 cents for the year ended 31 March 2014 (2013: approximately HK2.25 cents).
- The Board proposed the final dividend of HK2.0 cents per share for the financial year ended 31 March 2014.

FINAL RESULTS

The board of Directors (the "Board") is pleased to present the consolidated results of the Company and its subsidiaries (collectively the "Group") for the year ended 31 March 2014 (the "Financial Year") together with comparative figures for the year ended 31 March 2013, as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 March 2014

		2014	2013
	Notes	***HK$***	*HK$*
Turnover	*4*	**45,739,589**	48,546,509
Net other income	*5*	**10,114,549**	4,060,824
Impairment loss on goodwill		**—**	(531,658)
Administrative expenses		**(26,315,374)**	(24,979,444)
Finance costs		**(206,772)**	—
Profit before tax	*7*	**29,331,992**	27,096,231
Income tax expenses	*8*	**(4,528,380)**	(4,602,219)
Profit and total comprehensive income for the year		**24,803,612**	22,494,012
Profit and total comprehensive income attributable to:			
Owners of the Company		**24,784,305**	22,491,674
Non-controlling interests		**19,307**	2,338
		24,803,612	22,494,012
Earnings per share			
— Basic	*10*	**2.47 cents**	2.25 cents
— Diluted	*10*	**2.47 cents**	2.25 cents

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 March 2014

	Notes	2014 HK$	2013 HK$
Non-current assets			
Plant and equipment		**479,195**	769,047
Intangible assets		**2,900,250**	69,780
Other assets		**1,735,515**	1,705,000
Deferred tax assets		**9,986**	—
		5,124,946	2,543,827
Current assets			
Trade receivables	*11*	**66,303,019**	84,090,495
Loan receivables	*12*	**102,618,643**	28,386,650
Other receivables, deposits and prepayments		**1,740,583**	2,586,002
Financial assets at fair value through profit or loss		**22,338,348**	15,778,223
Tax refundable		**45,921**	11,072
Other investment		—	3,807,000
Pledged bank deposit		**10,000,000**	5,000,000
Bank balances and cash — trust accounts		**29,356,730**	30,428,353
Bank balances and cash — general accounts		**36,682,421**	48,563,330
		269,085,665	218,651,125
Current liabilities			
Trade payables	*13*	**38,395,293**	31,639,476
Other payables and accruals		**2,291,620**	1,385,180
Bank borrowing		**10,000,000**	—
		50,686,913	33,024,656
Net current assets		**218,398,752**	185,626,469
Total assets less current liabilities		**223,523,698**	188,170,296
Non-current liability			
Deferred tax liabilities		—	33,660
Net assets		**223,523,698**	188,136,636
Capital and reserves			
Share capital	*14*	**11,000,000**	10,000,000
Reserves		**212,638,352**	178,270,597
Equity attributable to owners of the Company		**223,638,352**	188,270,597
Non-controlling interests		**(114,654)**	(133,961)
Total equity		**223,523,698**	188,136,636

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 March 2014

	Share capital	Share premium	Merger reserve	Share option reserve	Retained profits	Attributable to owners of the Company	Non-controlling interests	Total
	HK$	*HK$*	*HK$*	*HK$*	*HK$*	*HK$*	*HK$*	*HK$*
At 1 April 2012	10,000,000	112,473,021	32,500,000	298,168	30,232,501	185,503,690	(136,299)	185,367,391
Profit and total comprehensive income for the year	—	—	—	—	22,491,674	22,491,674	2,338	22,494,012
Recognition of equity-settled share-based payments	—	—	—	275,233	—	275,233	—	275,233
Share option expired	—	—	—	(361,495)	361,495	—	—	—
Dividend	—	—	—	—	(20,000,000)	(20,000,000)	—	(20,000,000)
At 31 March 2013 and 1 April 2013	10,000,000	112,473,021	32,500,000	211,906	33,085,670	188,270,597	(133,961)	188,136,636
Profit and total comprehensive income for the year	—	—	—	—	24,784,305	24,784,305	19,307	24,803,612
Issue of shares	1,000,000	29,490,211	—	—	—	30,490,211	—	30,490,211
Recognition of equity-settled share-based payments	—	—	—	93,239	—	93,239	—	93,239
Share option expired	—	—	—	(305,145)	305,145	—	—	—
Dividend	—	—	—	—	(20,000,000)	(20,000,000)	—	(20,000,000)
At 31 March 2014	11,000,000	141,963,232	32,500,000	—	38,175,120	223,638,352	(114,654)	223,523,698

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2014

1. GENERAL

The Company is incorporated in the Cayman Islands as an exempted company with limited liability. The addresses of the registered office and principal place of business of the Company are disclosed in the corporate information section of the annual report.

The consolidated financial statements are presented in Hong Kong Dollars, which is also the functional currency of the Company.

The principal activities of the Company and its subsidiaries (collectively referred to as the "Group") are engaged in the provision of securities, futures and options broking and trading, margin and loan financing service, placing and underwriting service, wealth management service and securities advisory service.

The parent and ultimate holding company of the Group is Zillion Profit Limited, a private company incorporated in the British Virgin Islands with limited liability.

2. APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs")

The following new and revised HKFRSs issued by Hong Kong Institute of Certified Public Accountants ("HKICPA") have been applied by the Group in the current year.

Amendments to HKFRSs	Annual Improvements to HKFRSs 2009–2011 Cycle except for the amendments to HKAS 1
HKFRS 7 (Amendments)	Disclosures — Offsetting Financial Assets and Financial Liabilities
HKFRS 10, HKFRS 11 and HKFRS 12 (Amendments)	Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities: Transition Guidance
HKFRS 10	Consolidated Financial Statements
HKFRS 11	Joint Arrangements
HKFRS 12	Disclosure of Interests in Other Entities
HKFRS 13	Fair Value Measurement
HKAS 19 (as revised in 2011)	Employee Benefits
HKAS 27 (as revised in 2011)	Separate Financial Statements
HKAS 28 (as revised in 2011)	Investments in Associates and Joint Ventures
HKAS 1 (Amendments)	Presentation of Items of Other Comprehensive Income
HK(IFRIC) — Int 20	Stripping Costs in the Production Phase of a Surface Mine

The adoption of the new or revised HKFRSs has had no material effect on the consolidated financial statements of the Group for the current or prior accounting periods, except as described below. Accordingly, no prior period adjustment has been required.

Amendments to HKAS 1 Presentation of Items of Other Comprehensive Income

The Group has applied the amendments to HKAS 1 Presentation of Items of Other Comprehensive Income. Upon the adoption of the amendments to HKAS 1, the Group's 'consolidated statement of comprehensive income' is renamed as the 'consolidated statement of profit or loss and other comprehensive income'. The amendments to HKAS 1 retain the option to present profit or loss and other comprehensive income in either a single statement or in two separate but consecutive statements. Furthermore, the amendments to HKAS 1 require additional disclosures to be made in the other comprehensive income section such that items of other comprehensive income are grouped into two categories: (a) items that will not be reclassified subsequently to profit or loss and (b) items that may be reclassified subsequently to profit or loss when specific conditions are met. Income tax on items of other comprehensive income is required to be allocated on the same basis — the amendments do not change the option to present items of other comprehensive income either before tax or net of tax. The amendments have been applied retrospectively, and hence the presentation of items of other comprehensive income has been modified to reflect the changes. Other than the above mentioned presentation changes, the application of the amendments to HKAS 1 does not result in any impact on profit or loss, other comprehensive income and total comprehensive income.

New and revised HKFRSs issued but not yet effective

The Group has not early applied the following new and revised HKFRSs that have been issued but are not yet effective.

HKFRS 9	Financial Instruments[3]
HKFRS 9 and HKFRS 7 (Amendments)	Mandatory Effective Date of HKFRS 9 and Transition Disclosures[3]
HKFRS 10, HKFRS 12 and HKAS 27 (Amendments)	Investment Entities[1]
HKFRS 11 (Amendments)	Accounting for acquisition of interests in joint operations[6]
HKFRS 16 and HKFRS 38 (Amendments)	Clarification of acceptable methods of depreciation and amortisation[6]
HKFRS 14	Regulatory Deferral Accounts[5]
HKAS 19 (Amendments)	Defined Benefits Plans: Employee Contributions[2]
HKAS 32 (Amendments)	Offsetting Financial Assets and Financial Liabilities[1]
HKAS 36 (Amendments)	Recoverable Amount Disclosures for Non-Financial Assets[1]
HKAS 39 (Amendments)	Novation of Derivatives and Continuation of Hedge Accounting[1]
HKFRSs (Amendments)	Annual Improvements to HKFRSs 2011–2013 Cycle[2]
HKFRSs (Amendments)	Annual Improvements to HKFRSs 2010–2012 Cycle[4]
HK(IFRIC) — Int 21	Levies[1]

[1] Effective for annual periods beginning on or after 1 January 2014.
[2] Effective for annual periods beginning on or after 1 July 2014.
[3] Available for application — the mandatory effective date will be determined when the outstanding phases of HKFRS 9 are finalised
[4] Effective for annual periods beginning on or after 1 July 2014, with limited exceptions
[5] Effective for first annual HKFRS financial statements beginning on or after 1 January 2016.
[6] Effective for annual periods beginning on or after 1 January 2016

Except as described below, the directors of the Company do not anticipate that the application of the above amendments will have a significant impact on the Group's consolidated financial statements.

HKFRS 9 Financial Instruments

HKFRS 9 issued in 2009 introduces new requirements for the classification and measurement of financial assets. HKFRS 9 amended in 2010 includes the requirements for the classification and measurement of financial liabilities and for derecognition.

Key requirements of HKFRS 9 are described as follows:

— All recognised financial assets that are within the scope of HKAS 39 Financial Instruments: Recognition and Measurement are subsequently measured at amortised cost or fair value. Specifically, debt investments that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal outstanding are generally measured at amortised cost at the end of subsequent accounting periods. All other debt investments and equity investments are measured at their fair values at the end of subsequent reporting periods. In addition, under HKFRS 9, entities may make an irrevocable election to present subsequent changes in the fair value of an equity investment (that is not held for trading) in other comprehensive income, with only dividend income generally recognised in profit or loss.

— With regard to the measurement of financial liabilities designated as at fair value through profit or loss, HKFRS 9 requires that the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is presented in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss. Changes in fair value of financial liabilities attributable to changes in the financial liabilities' credit risk are not subsequently reclassified to profit or loss. Under HKAS 39, the entire amount of the change in the fair value of the financial liability designated as fair value through profit or loss was presented in profit or loss.

The new general hedge accounting requirements retain the three types of hedge accounting. However, greater flexibility has been introduced to the types of transactions eligible for hedge accounting, specifically broadening the types of instruments that qualify for hedging instruments and the types of risk components of non-financial items that are eligible for hedge accounting. In addition, the effectiveness test has been overhauled and replaced with the principle of an 'economic relationship'. Retrospective assessment of hedge effectiveness is also no longer required. Enhanced disclosure requirements about an entity's risk management activities have also been introduced.

The directors anticipate that the adoption of HKFRS 9 in the future may have significant impact on amounts reported in respect of the Group's financial assets and financial liabilities. Regarding the Group's financial assets, it is not practicable to provide a reasonable estimate of that effect until a detailed review has been completed.

Hong Kong Companies Ordinance (Cap. 622)

In addition, the requirements of Part 9, "Accounts and Audit", of the new Hong Kong Companies Ordinance (Cap. 622) come into operation from the Company's first financial year commencing after 3 March 2014 (that is, the Company's financial year which began on 1 April 2014) in accordance with section 358 of that Ordinance. The Group is in the process of making an assessment of the expected impact of the changes in the Companies Ordinance on the consolidated financial statements in the period of initial application of Part 9. So far it has concluded that the impact is unlikely to be significant and will primarily only affect the presentation and disclosure of information in the consolidated financial statements.

3. SIGNIFICANT ACCOUNTING POLICIES

These financial statements have been prepared in accordance with all applicable HKFRSs, which collective term includes all applicable individual HKFRs, Hong Kong Accounting Standards ("HKASs") and Interpretations issued by the HKICPA, and accounting principles generally accepted in Hong Kong. These financial statements also comply with the applicable disclosure requirements of the Hong Kong Companies Ordinance, which for this financial year and the comparative period continue to be those of the predecessor Companies Ordinance (Cap. 32), in accordance with transitional and saving arrangements for Part 9 of the new Hong Kong Companies Ordinance (Cap. 622), "Accounts and Audit", which are set out in sections 76 to 87 of Schedule 11 to that Ordinance. These financial statements also comply with the applicable disclosure provisions of the GEM Listing Rules. A summary of the significant accounting policies adopted by the Group is set out below.

The consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for assets.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of HKFRS 2, leasing transactions that are within the scope of HKAS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in HKAS 2 or value in use in HKAS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

- Level 3 inputs are unobservable inputs for the asset or liability.

The principal accounting policies are set out below.

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities (including structured entities) controlled by the Company and its subsidiaries. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Group has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Group considers all relevant facts and circumstances in assessing whether or not the Group's voting rights in an investee are sufficient to give it power, including:

- the size of the Group's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Group, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Group has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Group gains control until the date when the Group ceases to control the subsidiary.

Profit or loss and each item of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Business combinations

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree. Acquisition-related costs are generally recognised in profit or loss as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their fair value at the acquisition date, except that:

- deferred tax assets or liabilities and liabilities or assets related to employee benefit arrangements are recognised and measured in accordance with HKAS 12 Income Taxes and HKAS 19 Employee Benefits respectively;

- liabilities or equity instruments related to share-based payment transactions of the acquiree or the replacement of an acquiree's share-based payment transactions with share-based payment transactions of the Group are measured in accordance with HKFRS 2 Share-based Payment at the acquisition date; and

- assets (or disposal groups) that are classified as held for sale in accordance with HKFRS 5 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that Standard.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. If, after assessment, the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held interest in the acquiree (if any), the excess is recognised immediately in profit or loss as a bargain purchase gain.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured either at fair value or at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets. The choice of measurement basis is made on a transaction-by-transaction basis. Other types of non-controlling interests are measured at their fair value or another measurement basis required by another HKFRS.

When the consideration the Group transfers in a business combination includes assets or liabilities resulting from a contingent consideration arrangement, the contingent consideration is measured at its acquisition-date fair value and considered as part of the consideration transferred in a business combination. Changes in the fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively, with the corresponding adjustments being made against goodwill or gain on bargain purchase. Measurement period adjustments are adjustments that arise from additional information obtained during the measurement period about facts and circumstances that existed as of the acquisition date. Measurement period does not exceed one year from the acquisition date.

The subsequent accounting for changes in the fair value of the contingent consideration that do not qualify as measurement period adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not remeasured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Contingent consideration that is classified as an asset or a liability is remeasured at subsequent reporting dates in accordance with HKAS 39, or HKAS 37 Provisions, Contingent Liabilities and Contingent Assets, as appropriate, with the corresponding gain or loss being recognised in profit or loss.

When a business combination is achieved in stages, the Group's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date (i.e. the date when the Group obtains control), and the resulting gain or loss, if any, is recognised in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss where such treatment would be appropriate if that interest were disposed of.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (see above), or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed as of the acquisition date that, if known, would have affected the amounts recognised as of that date.

Goodwill

Goodwill arising on an acquisition of a business is carried at cost less accumulated impairment losses, if any, and is presented separately in the consolidated statement of financial position.

For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units that are expected to benefit from the synergies of the combination.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less that its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit on a pro-rata basis based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in profit or loss in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

4. TURNOVER

An analysis of the Group's revenue for the year from continuing operations is as follows:

	2014	2013
	HK$	*HK$*
Commission and brokerage fees from securities dealing on The Stock Exchange of Hong Kong Limited	**5,525,824**	3,124,885
Commission and brokerage fees form dealing in futures contracts	**60,084**	365,976
Commission from wealth management business	**435,955**	919,698
Commission from securities advisory services	**—**	14,700,000
Placing and underwriting commission	**9,381,944**	8,723,890
Clearing and settlement fees	**1,204,179**	270,410
Handling service and dividend collection fees	**448,862**	916,119
Interest income from		
— authorised financial institutions	**575,501**	1,214,818
— clients	**28,107,240**	18,310,684
— others	**—**	29
	45,739,589	48,546,509

See Note 6 for an analysis of revenue by major services.

5. NET OTHER INCOME

	2014	2013
	HK$	*HK$*
Gain on trading of financial assets at fair value through profit or loss	**5,284,385**	1,861,791
Dividend income	**955**	5,480
Net change in fair value of financial assets at fair value through profit or loss	**4,677,645**	685,101
Gain on disposal of plant and equipment	**200**	—
Other income	**151,364**	1,508,452
	10,114,549	4,060,824

6. SEGMENTS INFORMATION

Segment revenues and results

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

	2014				
	Securities and futures broking *HK$*	**Placing and underwriting** *HK$*	**Loan and financing** *HK$*	**Securities advisory service** *HK$*	**Consolidated** *HK$*
Segment revenue	**15,358,529**	**9,381,944**	**20,423,615**	**—**	**45,164,088**
Segment results	**7,209,681**	**6,779,739**	**16,996,241**	**(2,000,000)**	**28,985,661**
Gain from investments					**9,962,985**
Other interest income					**575,501**
Other income					**151,564**
Impairment loss on intangible assets					**(362,893)**
Unallocated other operating expenses					**(9,774,054)**
Finance cost					**(206,772)**
Profit before tax					**29,331,992**
Income tax expenses					**(4,528,380)**
Profit for the year					**24,803,612**

	2013				
	Securities and futures broking *HK$*	Placing and underwriting *HK$*	Loan and financing *HK$*	Securities advisory service *HK$*	Consolidated *HK$*
Segment revenue	4,885,977	8,723,890	19,021,824	14,700,000	47,331,691
Segment results	213,185	5,564,073	17,786,231	13,499,815	37,063,304
Gain from investments					2,552,372
Other interest income					1,214,818
Other income					1,508,452
Impairment loss on goodwill					(531,658)
Unallocated other operating expenses					(14,711,057)
Profit before tax					27,096,231
Income tax expenses					(4,602,219)
Profit for the year					22,494,012

Revenue reported above represents revenue generated from external customers. There was no inter-segment sale during the year (2013: HK$Nil).

Segment assets and liabilities

	2014				
	Securities and futures broking *HK$*	**Placing and underwriting** *HK$*	**Loan and financing** *HK$*	**Securities advisory service** *HK$*	**Consolidated** *HK$*
Assets					
Segment assets	**55,918,009**	**—**	**156,364,654**	**1,300,000**	**213,582,663**
Unallocated assets					**60,627,948**
Total assets					**274,210,611**
Liabilities					
Segment liabilities	**49,932,863**	**—**	**750,000**	**—**	**50,682,863**
Unallocated liabilities					**4,050**
Total liabilities					**50,686,913**

	2013				
	Securities and futures broking *HK$*	Placing and underwriting *HK$*	Loan and financing *HK$*	Securities advisory service *HK$*	Consolidated *HK$*
Assets					
Segment assets	34,823,533	—	104,597,625	8,700,000	148,121,158
Unallocated assets					73,073,794
Total assets					221,194,952
Liabilities					
Segment liabilities	29,890,154	31,200	3,053,302	—	32,974,656
Unallocated liabilities					83,660
Total liabilities					33,058,316

For the purposes of monitoring segment performance and allocating resources between segments:

- all assets are allocated to reportable segments other than deferred tax assets, financial assets at fair value through profit or loss, other investment, tax refundable, bank balances and cash — general accounts and other receivables. Assets used jointly by segments are allocated on the basis of the revenues earned by individual segments; and

- all liabilities are allocated to reportable segments other than other payables and accruals and current and deferred tax liabilities. Liabilities for which segments are jointly liable are allocated in proportion to segment assets.

Information on major customers

A major customer of the Group accounted for approximately 12% (2013: 16%) of the total revenue during the year ended 31 March 2014.

7. PROFIT BEFORE TAX

	2014	2013
	HK$	*HK$*
Profit before tax has been arrived at after (crediting) charging:		
Staff costs	**6,551,591**	6,420,281
Auditor's remuneration	**506,000**	513,000
Depreciation of plant and equipment	**385,589**	817,805
Amortisation of intangible assets	**613,637**	69,780
Write-off of plant and equipment	**—**	439,514
Write-off of trade receivables	**2,000,000**	—
Impairment loss on trade receivables	**824,431**	1,787,359
Impairment loss on intangible assets	**362,893**	—
(Gain) loss on disposal of plant and equipment	**(200)**	3,611
Operating lease payments in respect of rented premises	**3,496,369**	5,286,064
Equity-settled share-based payments	**93,239**	275,233

8. INCOME TAX EXPENSES

	2014	2013
	HK$	*HK$*
Hong Kong Profits Tax		
— overprovision in prior year	**(44,343)**	(40,704)
— current year	**4,616,369**	4,713,270
Deferred tax		
— current year	**(43,646)**	(70,347)
	4,528,380	4,602,219

The tax expenses for the year can be reconciled to the profit before tax per the consolidated statement of profit or loss and other comprehensive income as follows:

	2014	2013
	HK$	*HK$*
Profit before tax	**29,331,992**	27,096,231
Tax at the domestic income tax rate of 16.5% (2013: 16.5%)	**4,839,778**	4,470,879
Overprovision in prior year	**(44,343)**	(40,704)
Tax effect of temporary difference not recognised	**3,688**	(5,580)
Tax effect of expenses not deductible for tax purpose	**494,998**	148,019
Tax effect of income not taxable for tax purpose	**(787,726)**	(103,231)
Tax effect of tax loss not recognised	**57,667**	132,836
Utilisation of tax losses previously not recognised	**(35,682)**	—
Tax expenses for the year	**4,528,380**	4,602,219

9. DIVIDEND

	2014	2013
	HK$	*HK$*
2013 Final dividend, paid — HK2.0 cents per share (2012 Final dividend, paid HK2.0 cents per share)	**20,000,000**	20,000,000

The Board proposed a final dividend of HK2.0 cents per ordinary share for the year ended 31 March 2014 (2013: HK2.0 cents). This proposed final dividend is not reflected as a dividend payable as of 31 March 2014, but will be recorded as a distribution of retained profits for the year ending 31 March 2015.

10. EARNINGS PER SHARE

The calculation of basic earnings per share is based on the profit for the year attributable to owners of the Company and the weighted average number of the Company's ordinary shares in issue during the year.

	2014	2013
	HK$	*HK$*
Profit for the year attributable to owners of the Company	**24,784,305**	22,491,674

	2014	2013
Weighted average number of ordinary shares in issue during the year	**1,001,917,808**	1,000,000,000
Effect of dilutive potential ordinary shares:		
Share options issued by the Company	**—**	—
Weighted average number of ordinary shares and dilutive potential ordinary shares in issue during the year	**1,001,917,808**	1,000,000,000

The calculation of basic earnings per share is based on the Group's profit attributable to the owners of the Company of HK$24,784,305 (2013: HK$22,491,674) and the weighted average number of ordinary shares of 1,001,917,808 (2013: 1,000,000,000) during the year.

The diluted earnings per share is not presented because there were no potential dilutive effects during the years ended 31 March 2014 and 2013.

11. TRADE RECEIVABLES

	2014	2013
	HK$	*HK$*
Trade receivables from the business of dealing in futures contracts:		
Clearing houses	**669,851**	673,908
Trade receivables from the business of dealing in securities:		
Cash clients	**11,723,668**	33,910
Margin clients	**40,656,450**	73,569,880
Clearing houses and brokers	**11,953,050**	1,112,797
Trade receivables from securities advisory service	**1,300,000**	8,700,000
	66,303,019	84,090,495

The settlement terms of trade receivables arising from the business of dealing in securities are two days after the trade date, and trade receivables arising from the business of dealing in futures contracts are one day after the trade date.

Listed securities of clients are held as collateral against secured margin loans. The fair value of the listed securities at 31 March 2014 held as collateral was HK$227,384,793 (2013: HK$224,896,798).

The aging analysis of the trade receivables are as follows:

	2014	2013
	HK$	*HK$*
Margin clients balances:		
No due date	**40,113,986**	71,143,801
Past due	**542,464**	2,426,079
	40,656,450	73,569,880
Other balances		
Not yet due (within 30 days)	**24,027,656**	1,815,555
Past due	**1,618,913**	8,705,060
	25,646,569	10,520,615
	66,303,019	84,090,495

Provision of impairment loss on trade receivables:

	2014	2013
	HK$	*HK$*
Balance at beginning of the year	**1,787,359**	—
Reverse of impairment loss	**(118,003)**	—
Write-off of provision of impairment loss	**(150,000)**	—
Impairment loss for the year	**824,431**	1,787,359
	2,343,787	1,787,359

Age of receivables that are past due but not impaired:

	2014	2013
	HK$	*HK$*
Margin clients balances:		
Past due	**542,464**	2,426,079
Other balances		
Less than 1 month past due	**16,892**	6,703,919
1 to 3 months past due	**—**	619
Over 3 months but less than 1 year past due	**301,392**	522
Over 1 year past due	**1,300,629**	2,000,000
	1,618,913	8,705,060
	2,161,377	11,131,139

12. LOAN RECEIVABLES

	2014	2013
	HK$	*HK$*
Loan receivables	**99,314,700**	28,230,000
Loan interest receivables	**3,303,943**	156,650
	102,618,643	28,386,650

	2014	2013
	HK$	*HK$*
Securities on loan receivables		
Secured	**83,641,345**	20,000,000
Unsecured	**15,673,355**	8,230,000
	99,314,700	28,230,000

All the loans bear interest at market interest rate and repayable within one year. The fair values of the Group's loan receivables at the end of reporting period, are determined based on the present value of the estimated future cash flows discounted using the prevailing market rates at the end of each reporting period. The fair values of the Group's loan receivables approximate to the corresponding carrying amounts of the loan receivables.

The loan receivables have been reviewed by the directors to assess impairment which are based on the evaluation of collectability, aging analysis of accounts and on their judgement, including the current creditworthiness and the past collection statistics. The directors considered that no impairment is required to be provided for the year.

At 31 March 2014, it has HK$1,107,220 that are past due but not impaired (2013: HK$Nil).

13. TRADE PAYABLES

	2014	2013
	HK$	*HK$*
Trade payables from the business of dealing in futures contracts:		
Margin clients	**1,983,732**	1,649,197
Trade payables from the business of dealing in securities:		
Margin clients	**16,646,693**	2,973,302
Cash clients	**19,764,868**	27,016,977
	38,395,293	31,639,476

The settlement terms of trade payables arising from the business of dealing in securities are two days after trade date, and trade payables arising from the business of dealing in futures contracts are one day after trade date. No aging analysis is disclosed as in the opinion of the directors, the aging analysis does not give additional value in view of the nature of this business.

Included in trade payables to cash and margin clients attributable to dealing in securities and futures contracts transaction is an amount of HK$29,356,730 (2013: HK$30,428,353) representing these clients' undrawn monies/ excess deposits placed with the Group. The balances are repayable on demand.

The directors consider that the carrying amounts of trade payables approximate their fair values.

14. SHARE CAPITAL

	Number of ordinary shares HK$0.01 each	*HK$*
At 1 April 2012, 31 March 2013, 1 April 2013 and 31 March 2014	5,000,000,000	50,000,000
Issued and fully paid:		
At 1 April 2012, 31 March 2013 and 1 April 2013	1,000,000,000	10,000,000
Issue of shares *(note)*	100,000,000	1,000,000
At 31 March 2014	1,100,000,000	11,000,000

note: On 25 March 2014, 100,000,000 shares were issued by the Company as a result of a subscription agreement dated 11 March 2014. Shares were issued at a price of HK$0.305 giving the gross proceeds of approximately HK$30,490,000 for general working capital of the Company.

15. COMPARATIVE FIGURES

Certain comparative figures have been reclassified to conform with current year's presentation.

MANAGEMENT DISCUSSION AND ANALYSIS

MARKET REVIEW

In 2013, the Hong Kong market rose slightly on solid Mainland economic data, despite the other major stock markets around the world rose their record high. The market was less volatile and short-selling activity rose during 2013. The market worries an early exit of the quantitative easing programme in the US and the Mainland economic outlook.

As at 31 March 2014, the Hang Seng Index recorded as 22,151 representing approximately 0.7% decrease as compared with 22,299 as at 28 March 2013.

The total value of transaction of the Hong Kong stock market for the year ended 31 March 2014 increased by approximately 4.5% as compared with the year ended 31 March 2013. The average daily value of transaction was approximately HK$60.6 billion.

BUSINESS REVIEW

Turnover

The Group's turnover for the year was approximately HK$45.7 million, as compared with 2013 of approximately HK$48.5 million, decreased by approximately 5.8% or approximately HK$2.8 million. The breakdown of turnover by business activities of the Group is set out below:

	Year ended 31 March				**Increase/**
	2014		2013		**(decrease)**
	HK$	*%*	*HK$*	*%*	*%*
Commission and brokerage fee from securities dealings	**5,525,824**	**12.1%**	3,124,885	6.4%	76.8%
Commission and brokerage fee from dealing in futures contracts	**60,084**	**0.1%**	365,976	0.7%	(83.6%)
Commission from wealth management business	**435,955**	**1.0%**	919,698	1.9%	(52.6%)
Commission from securities advisory services	**—**	**0.0%**	14,700,000	30.3%	(100.0%)
Placing and underwriting commission	**9,381,944**	**20.5%**	8,723,890	18.0%	7.5%
Clearing and settlement fees	**1,204,179**	**2.6%**	270,410	0.6%	345.3%
Handling service and dividend collection fees	**448,862**	**1.0%**	916,119	1.9%	(51.0%)
Interest income					
— from authorised financial institutions	**575,501**	**1.2%**	1,214,818	2.5%	(52.6%)
— from clients	**28,107,240**	**61.5%**	18,310,684	37.7%	53.5%
— from others	**—**	**0.0%**	29	0.0%	(100.0%)
	45,739,589	**100%**	48,546,509	100%	

Securities and Futures Brokerage

The commission and brokerage fee from securities dealings increased by approximately 76.8% from approximately HK$3.1 million for the year ended 31 March 2013 to approximately HK$5.5 million for the year ended 31 March 2014. The total value of transaction increased by approximately 508.0% from approximately HK$9,500.9 million for the year ended 31 March 2013 to approximately HK$57,765.4 million for the year ended 31 March 2014.

The total value of transactions for securities dealings carried out by the Group for the year ended 31 March 2014 increased as compared with 2013. As a result, income relating to clearing and settlement fee also increased by approximately 345.3% from approximately HK$0.3 million for the year ended 31 March 2013 to approximately HK$1.2 million for the year ended 31 March 2014.

The commission and brokerage fee from dealing in futures contracts decreased by approximately 83.6% from approximately HK$0.4 million for the year ended 31 March 2013 to approximately HK$0.1 million for the year ended 31 March 2014.

The commission from wealth management business decreased by approximately 52.6% from HK$919,698 for the year ended 31 March 2013 to HK$435,955 for the year ended 31 March 2014.

Loan and Financing

Revenue form loan and financing represent interest income from margin financing, IPO financing and loans and advances to customers.

The interest income from margin and loan financing for the year ended 31 March 2014 was approximately HK$28.1 million represents an increase of approximately 54.2% from that of the year ended 31 March 2013 amounting approximately HK$18.2 million.

Securities Advisory Service

The Group holds licence under the Securities and Futures Ordinance to engage in Type 4 regulated activities — Advising on Securities. Revenue generated from this segment derived from services provided under this regulated activities.

During the reporting period, Cheong Lee Securities Limited ("Cheong Lee"), the Company's wholly-owned subsidiary, provides securities advisory service to customers.

Commission income from securities advisory service decreased by 100% from approximately HK$14.7 million for the year ended 31 March 2013 to HK$Nil for the year ended 31 March 2014.

Placing and Underwriting Business

Under normal circumstances, the Group acts as an underwriter or a sub-underwriter or a placing agent or a sub-placing agent on best effort basis for fund-raising activities. It would take the role on underwritten basis only if it received special requests from the issuers and/or their respective placing and underwriting agents.

During the year ended 31 March 2014, the placing and underwriting commission increased by approximately 7.5% from approximately HK$8.7 million for the year ended 31 March 2013 to approximately HK$9.4 million for the year ended 31 March 2014 due to increase in fund raising activities in Hong Kong.

Administrative Expenses

During the year ended 31 March 2014, the administrative expenses increased by approximately 5.3% from approximately HK$25.0 million for the year ended 31 March 2013 to approximately HK$26.3 million for the year ended 31 March 2014.

Due to the total value of transaction increased by approximately 508.0% from approximately HK$9,500.9 million for the year ended 31 March 2013 to approximately HK$57,765.4 million for the year ended 31 March 2014. The related expenses such as CCASS charges was increased by approximately 227.7% from HK$416,483 for the year ended 31 March 2013 to approximately HK$1.4 million for the year ended 31 March 2014.

Staff cost excluding the effects of fair value provision for pre-IPO share options were approximately HK$6.6 million for the year ended 31 March 2014 as compared to approximately HK$6.4 million for the year ended 31 March 2013.

Liquidity, Financial Resources and Capital Structure

The Group financed its operations by shareholders' equity and cash generated from operations.

The Group maintained a strong financial position, with pledged bank deposit and bank balance and cash in general accounts amounting to approximately HK$46.7 million as at 31 March 2014. This represented a decrease of approximately 12.8% as compared with the position as at 31 March 2013 of approximately HK$53.6 million. Most of the Group's cash and bank balances in general accounts were denominated in HK dollars.

The net current assets of the Group increased from approximately HK$185.6 million as at 31 March 2013 to approximately HK$218.4 million as at 31 March 2014 which represents an increase of approximately 17.7%. The current ratio of the Group as at 31 March 2014 was approximately 5.3 times (2013: approximately 6.6 times).

The Group had no secured loans (2013: Nil).

The gearing ratio is calculated as total indebtedness divided by total capital. Total indebtedness is total bank borrowings (including current and non-current bank borrowings). Total capital is calculated as "equity", as shown in the statement of financial position. At the end of the reporting period, the Group has bank borrowings of HK$10 million and, accordingly, the gearing ratio is 4.5%. (2013: 0%)

Taking into consideration the existing financial resources available to the Group, it is anticipated that the Group should have adequate financial resources to meet its ongoing operating and development requirements.

Charge on Group Assets and Guarantee

As at 31 March 2014, certain bank deposits of the Group's subsidiaries in the aggregate amount of HK$10 million were pledged and corporate guarantee from the Company for securing overdraft and revolving loan facilities amounted to HK$35 million (2013: HK$10 million) issued by the banks to the Group.

As at 31 March 2014, included in the banking facilities granted by the banks, an amount of approximately HK$10 million has been utilised.

Contingent liabilities

As at 31 March 2014, the Group had no material contingent liabilities.

Capital commitments

As at 31 March 2014, the Group had capital commitments in respect of its leasehold improvement amounting to HK$130,000.

Staff and remuneration policies

The Group believes that staff is our most valuable asset, they are encouraged to pursue excellence at work and career development. We encourage staff to maintain healthy balance between work and life, and communicate with staff to enhance staff morale and their sense of belonging.

Total staff costs (including directors' emoluments) were approximately HK$6.6 million for the year ended 31 March 2014 as compared to approximately HK$6.4 million for the year ended 31 March 2013.

Remuneration is determined based on the individual's qualification, experience, position, job responsibility and market conditions. Salary adjustments and staff promotion are based on evaluation of staff performance by way of annual review, and discretionary bonuses would be paid to staff with reference to the financial performance of the Group of the preceding financial year. Other benefits include contributions to statutory mandatory provident fund scheme to its employees in Hong Kong, pre-IPO share options and options that may be granted under the share option scheme.

Future plans for material investments or capital assets

As at 31 March 2014, the Group had no plans for material investments or acquisition of capital assets, but will actively pursue opportunities for investments to enhance the profitability of the Group in its ordinary course of business.

Material Acquisitions of subsidiaries and affiliated companies

The Group has not made any material acquisitions and disposal of subsidiaries and associated companies. As at 31 March 2014 and up to the date of this announcement, the Group did not hold any significant investment.

Significant Investment

As at 31 March 2014, there was no significant investment held by the Group.

Foreign exchange exposure

The Group's business is principally conducted in Hong Kong dollars, the Directors consider that potential foreign exchange exposure of the Group is limited.

OUTLOOK

With the possible reversals of fund flows from the markets, upon a tapering of the Federal Reserve System stimulus, as well as the slowdown in the Mainland economic growth, it is likely that Hong Kong stock market might still be affected by such uncertainties. The Group will leverage the knowledge and experience of our management team to seize opportunities as they arise. The Group will continue to grow its brokerage business and placing and underwriting business by broadening clients base and by strengthening our trading platform. The Group will continue to put efforts on expanding the margin and loan financing business and securities advisory service and on satisfying the needs of our customers.

The Group aims to become a leading financial service group in Hong Kong. The Group will continue looking for any potential business opportunities to bring in new sources of income and to further increase the profitability of the Group.

DIRECTORS' INTERESTS IN A COMPETING BUSINESS

For the year ended 31 March 2014, the Directors are not aware of any business or interest of the Directors, the controlling shareholder(s) of the Company and their respective associates (as defined under the GEM Listing Rules) that compete or may compete with the business of the Group and any other conflict of interest which any such person has or may have with the Group.

SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the code of conduct for securities transactions by the Directors on terms no less exacting than the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules. The Company had made specific enquiry to all the Directors and the Directors have confirmed compliance with this code of conduct throughout the financial year ended 31 March 2014. No incident of non-compliance was noted by the Company during this period, save and except for code provision A.6.7 and E.1.2 which deviations are explained below.

Pursuant to code provision A.6.7 and E.1.2 of the CG Code that independent non-executive directors and the chairman of the board should attend general meetings. The non-executive Director and Chairman of the Board, Mr. Alexis Ventouras, and the independent non-executive Directors of the Company, Mr. Au-Yeung Tai Hong Rorce, Ms. Choy Wing Man, and Mr. Chiu Wai Keung did not attend the general meeting of the Company due to their business arrangement.

CORPORATE GOVERNANCE PRACTICES

The Group is committed to promoting high standards of corporate governance. The Directors believe that sound and reasonable corporate governance practices are essential for the growth of the Group and for safeguarding the shareholders' interests and the Group's assets. Throughout the year ended 31 March 2014, the Company has complied with all the code provisions set out in the Code on Corporate Governance Practices contained in Appendix 15 of the GEM Listing Rules.

PURCHASE, SALE OR REDEMPTION OF SHARES

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the year ended 31 March 2014.

FINAL DIVIDEND AND CLOSURE OF REGISTER OF MEMBERS

Directors proposed to declare a final dividend of HK2.0 cents per share for the year ended 31 March 2014, which is subject to approval by shareholders of the Company at the forthcoming annual general meeting (the "AGM").

The AGM of the Company is scheduled to be held on Thursday, 31 July 2014. The proposed final dividend is subject to the passing of an ordinary resolution by the shareholders at the AGM. The record date for entitlement to the proposed final dividend is Wednesday, 6 August 2014. For determining the entitlement to the proposed final dividend, the register of members of the Company will be closed on Wednesday, 6 August 2014, during which period no transfer of shares will be effected. In order to qualify for the proposed final dividend, all transfers of shares, accompanied by the relevant share certificates, must be lodged with the Company's share registrars in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration not later than 4:30 p.m. on Tuesday, 5 August 2014.

The payment of final dividend is expected to be made on Wednesday, 13 August 2014.

AUDIT COMMITTEE

The Company set up an audit committee (the "Committee") on 21 February 2011, with written terms of reference in compliance with the GEM Listing Rules, for the purpose of reviewing and providing supervision over the financial reporting process and internal control of the Group. The Committee comprises three independent non-executive directors of the Company, namely Ms. Choy Wing Man, Mr. Au-Yeung Tai Hong Rorce and Mr. Chiu Wai Keung. The audited consolidated results of the Group for the year ended 31 March 2014 have been reviewed by the Committee, which was of the opinion that the preparation of such results complied with the applicable accounting standards, the Stock Exchange and legal requirements, and that adequate disclosures have been made.

SCOPE OF WORK OF HLM CPA LIMITED

The figures in respect of the preliminary announcement of the Group's results for the year ended 31 March 2014 have been agreed by the Group's auditors, HLM CPA Limited, to the amounts set out in the Group's audited consolidated financial statements for the year. The work performed by HLM 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 HLM CPA Limited on the preliminary announcement.

By Order of the Board
CL Group (Holdings) Limited
Alexis Ventouras
Chairman

Hong Kong, 27 June 2014

As at the date of this announcement, the Company's non-executive Director is Mr. Alexis Ventouras (Chairman), the Company's executive directors are Mr. Kwok Kin Chung (Chief Executive officer), Mr. Lau Kin Hon and Ms. Yu Linda, and the Company's independent non-executive directors are Mr. Au-Yeung Tai Hong Rorce, Ms. Choy Wing Man and Mr. Chiu Wai Keung.

This announcement will remain on the Latest Company Announcements page of the Stock Exchange website at www.hkexnews.hk for at least 7 days from the date of its posting. This announcement will also be posted on the Company's website at www.cheongleesec.com.hk.