GLOBAL TECH (HOLDINGS) LIMITED
耀科國際（控股）有限公司*

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 143)

ANNUAL RESULTS
FOR THE YEAR ENDED 30 SEPTEMBER 2014

The board of directors (the "Board") of Global Tech (Holdings) Limited (the "Company") announces the audited consolidated results of the Company and its subsidiaries (the "Group") for the year ended 30 September 2014, together with the comparative figures, as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 30 September 2014	Notes	**2014**	2013
		HK$'000	HK$'000
Turnover	3	**89,785**	110,548
Cost of sales		**(65,108)**	(77,537)
Gross profit		**24,677**	33,011
Other revenue	4	**108**	166
Other income	5	**1,098**	270
Selling and distribution expenses		**(558)**	(1,292)
Administrative expenses		**(38,976)**	(50,106)
Other operating expenses		**(2,321)**	(22,154)
Loss before taxation	6	**(15,972)**	(40,105)
Taxation	7	**(20)**	52,993
(Loss)/profit for the year		**(15,992)**	12,888
Other comprehensive income			
Item that may be reclassified subsequently to profit or loss:			
Exchange differences on translating foreign operations		**1,761**	196
Other comprehensive income for the year, net of tax		**1,761**	196
Total comprehensive (loss)/income for the year		**(14,231)**	13,084
(Loss)/profit for the year attributable to owners of the Company		**(15,992)**	12,888

* *For identification purpose only*

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (CONTINUED)

For the year ended 30 September 2014	Notes	**2014**	2013
		HK$'000	HK$'000
Total comprehensive (loss)/income for the year attributable to owners of the Company		(**14,231**)	13,084
(Loss)/earnings per share attributable to owners of the Company			
Basic and diluted	9	**HK$**(**0.003**)	HK$0.002

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 September 2014	Notes	**2014**	2013
		HK$'000	HK$'000
Non-current assets			
Property, plant and equipment		**2,675**	3,904
Available-for-sale financial assets		**5,950**	5,950
		8,625	9,854
Current assets			
Inventories		**4,255**	6,353
Trade receivables	10	**4,153**	4,722
Prepayments, deposits and other receivables		**7,747**	8,510
Cash and bank balances		**24,646**	37,929
		40,801	57,514
Current liabilities			
Trade payables	11	**4,362**	1,697
Accrued charges and other payables		**4,413**	10,809
Tax payables		**20**	-
		8,795	12,506
Net current assets		**32,006**	45,008
Total assets less current liabilities		**40,631**	54,862
Net assets		**40,631**	54,862
Equity			
Capital and reserves attributable to owners of the Company			
Share capital		**51,659**	51,659
Reserves		**(11,028)**	3,203
Total equity		**40,631**	54,862

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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

In the current year, the Group has applied, for the first time, the following new standards, amendments and interpretations ("new and revised HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA"), which are effective for the Group's financial year beginning 1 October 2013.

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
HKFRSs (Amendments)	Annual Improvements to HKFRSs 2009-2011 Cycle
HKFRS 1 (Amendments)	Government Loans
HKFRS 7 (Amendments)	Disclosures – Offsetting Financial Assets and Financial Liabilities
HKFRS 10	Consolidated Financial Statements
HKFRS 11	Joint Arrangements
HKFRS 12	Disclosure of Interests in Other Entities
HKFRS 13	Fair Value Measurement
HKFRS 10, HKFRS 11 and HKFRS 12 (Amendments)	Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities: Transition Guidance
HK(IFRIC) – Int 20	Stripping Costs in the Production Phase of a Surface Mine

HKFRS 13 Fair Value Measurement

HKFRS 13 provides a precise definition of fair value and a single source of fair value measurement and disclosure requirements for use across HKFRSs. The standard does not change the circumstances in which the Group is required to use fair value, but rather provides guidance on how fair value should be applied where its use is already required or permitted under other HKFRSs. HKFRS 13 is applied prospectively and the adoption has had no material impact on the Group's fair value measurements. As a result of the guidance in HKFRS 13, the policies for measuring fair value have been amended.

Save as described above, the application of the new and revised HKFRSs in the current year has had no material effect on the amounts reported in these consolidated financial statements and/or disclosures set out in these consolidated financial statements.

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

HKAS 16 and HKAS 38 (Amendments)	Clarification of Acceptable Methods of Depreciation and Amortisation[4]
HKAS 16 and HKAS 41 (Amendments)	Agriculture: Bearer Plants[4]
HKAS 19 (Amendments)	Defined Benefits Plans: Employee Contributions[2]
HKAS 27 (Amendments)	Equity Method in Separate Financial Statements[4]
HKAS 32 (Amendments)	Presentation – 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 2010-2012 Cycle[3]
HKFRSs (Amendments)	Annual Improvements to HKFRSs 2011-2013 Cycle[2]
HKFRSs (Amendments)	Annual Improvements to HKFRSs 2012-2014 Cycle[4]
HKFRS 7 and HKFRS 9 (Amendments)	Mandatory Effective Date of HKFRS 9 and Transition Disclosures[8]
HKFRS 9 (As revised in 2014)	Financial Instruments[7]
HKFRS 9, HKFRS 7 and HKAS 39 (Amendments)	Hedge Accounting and Amendments to HKFRS 9, HKFRS 7 and HKAS 39[7]
HKFRS 10, HKFRS 12 and HKAS 27 (As revised in 2011) (Amendments)	Investment Entities[1]
HKFRS 10 and HKAS 28 (Amendments)	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[4]
HKFRS 11 (Amendments)	Accounting for Acquisition of Interests in Joint Operations[4]
HKFRS 14	Regulatory Deferral Accounts[5]
HKFRS 15	Revenue from Contracts with Customers[6]
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 Effective for annual periods beginning on or after 1 July 2014, with limited exceptions.
4 Effective for annual periods beginning on or after 1 January 2016.
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 2017.
7 Effective for annual periods beginning on or after 1 January 2018.
8 No mandatory effective date yet determined but is available for adoption.

HKFRS 9 (As revised in 2014) Financial Instruments

HKFRS 9 (As revised in 2014) adds to the existing HKFRS 9. HKFRS 9 (As revised in 2014) introduces new impairment requirement for all financial assets that are not measured at fair value through profit or loss and amendments to the previously finalised classification and measurement requirements.

A new "expected loss" impairment model in HKFRS 9 (As revised in 2014) replaces the "incurred loss" model in HKAS 39 Financial Instruments: Recognition and Measurement. For financial assets at amortised cost or fair value through other comprehensive income, an entity will now always recognise (at a minimum) 12 months of expected losses in profit or loss. For trade receivables, there is a practical expedient to calculate expected credit losses using a provision matrix based on historical loss patterns or customer bases.

HKFRS 9 (As revised in 2014) also introduces additional application guidance to clarify the requirements for contractual cash flows of a financial asset to give rise to payments that are Solely Payments of Principal and Interest ("SPPI"), one of the two criteria that need to be met for an asset to be measured at amortised cost, which may result in additional financial assets being measured at amortised cost.

A third measurement category has also been added for debt instruments – fair value through other comprehensive income which applies to debt instruments that meet the SPPI contractual cash flow characteristic test.

The Group is in the process of assessing the potential impact of the above new and revised HKFRSs upon initial application but is not yet in a position to state whether the above new and revised HKFRSs will have a significant impact on the Group's results of operations and financial position.

2. SEGMENT INFORMATION

The Group's operating segments based on information reported to the chief operating decision maker (the "CODM") for the purpose of resource allocation and performance assessment are as follows:

(i) Trading of telecommunications products

(ii) Provision of repair services

(iii) Investments in financial assets

Information regarding the Group's reportable segments for the years ended 30 September 2014 and 2013 is presented as follows:

(a) Segment revenue and results

	2014			
	Trading of telecommunications products HK$'000	**Provision of repair services HK$'000**	**Investments in financial assets HK$'000**	**Consolidated HK$'000**
Turnover	**7,885**	**81,900**	**-**	**89,785**
Segment results	**(1,727)**	**1,193**	**3**	**(531)**
Interest income				**3**
Unallocated income				**374**
Unallocated expenses				**(15,818)**
Loss before taxation				**(15,972)**
Taxation				**(20)**
Loss for the year				**(15,992)**

	2013			
	Trading of telecommunications products HK$'000	Provision of repair services HK$'000	Investments in financial assets HK$'000	Consolidated HK$'000
Turnover	19,213	91,335	-	110,548
Segment results	(24,251)	5,262	3	(18,986)
Interest income				4
Unallocated income				304
Unallocated expenses				(21,427)
Loss before taxation				(40,105)
Taxation				52,993
Profit for the year				12,888

Turnover reported above represents turnover generated from external customers. There are no intersegment sales for the year ended 30 September 2014 (2013: HK$ Nil).

Segment result represents the result generated from each segment without allocation of central administrative costs including directors' salaries, staff costs, legal and professional fees and taxation. This is the measure reported to the CODM for the purpose of resource allocation and assessment of segment performance.

(b) Geographical segments

During the year ended 30 September 2014, more than 94% (2013: more than 92%) of the Group's turnover and total assets were derived from and located in Hong Kong. Therefore, no geographical segment for the respective years is presented.

3. TURNOVER

	2014	2013
	HK$'000	HK$'000
Sales of goods	**7,885**	19,213
Provision of repair services	**81,900**	91,335
	89,785	110,548

4. OTHER REVENUE

	2014	2013
	HK$'000	HK$'000
Interest income	**6**	7
Sundry income	**102**	159
	108	166

5. OTHER INCOME

	2014	2013
	HK$'000	HK$'000
Reversal of impairment loss recognised in respect of trade receivables	**414**	-
Others	**684**	270
	1,098	270

6. LOSS BEFORE TAXATION

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

	2014	2013
	HK$'000	HK$'000
Auditors' remuneration:		
Auditors of the Company	**1,250**	1,250
Other auditors	**72**	42
Cost of trading inventories sold	**6,408**	12,314
Employee benefit expenses	**24,360**	27,041
Retirement benefit costs	**1,076**	959
Depreciation	**1,219**	1,764
Bad debts written off*	**211**	95
Impairment loss recognised in respect of trade receivables*	**-**	19,892
Loss on disposal of property, plant and equipment*	**171**	-
Loss on written off of property, plant and equipment*	**-**	1,614
Allowance for inventories	**224**	899
Reversal of allowance for inventories	**(416)**	(63)
Written off of inventories	**7**	64
Operating lease rental in respect of rental premises	**3,189**	5,780
Exchange losses, net*	**1,861**	244

* Items included in other operating expenses.

7. TAXATION

	2014	2013
	HK$'000	HK$'000
Current tax:		
Hong Kong Profits Tax:		
Current year	**20**	-
Overseas taxation:		
Over-provision in prior year	**-**	(52,993)
	20	(52,993)

8. DIVIDENDS

The Board does not recommend the payment of any dividend for the year ended 30 September 2014 (2013: HK$ Nil).

9. (LOSS)/EARNINGS PER SHARE

The calculation of the basic (loss)/earnings per share is based on the loss attributable to owners of the Company of approximately HK$15,992,000 (2013: profit attributable to owners of the Company of HK$12,888,000) and on 5,165,973,933 (2013: 5,165,973,933) ordinary shares in issue during the year.

The diluted (loss)/earnings per share for the years ended 30 September 2014 and 2013 was the same as basic (loss)/earnings per share as there were no potential outstanding shares for the years.

10. TRADE RECEIVABLES

At the end of the reporting periods, the aging analysis of the trade receivables is as follows:

	2014	2013
	HK$'000	HK$'000
Current	**3,190**	4,045
One to three months overdue	**340**	272
More than three months, but less than twelve months overdue	**993**	1,254
Over twelve months overdue	**138,917**	138,873
	143,440	144,444
Less: Impairment loss recognised	**(139,287)**	(139,722)
	4,153	4,722

11. TRADE PAYABLES

At the end of the reporting periods, the aging analysis of the trade payables is as follows:

	2014	2013
	HK$'000	HK$'000
Current and within one month	**4,279**	1,503
One to three months overdue	**11**	29
Over three months overdue	**72**	165
	4,362	1,697

MANAGEMENT DISCUSSION AND ANALYSIS

Financial Highlights

The Group's turnover in the year ended 30 September 2014 decreased 18.7% year on year to approximately HK$89.8 million (2013: HK$110.5 million). A loss from operations of approximately HK$16.0 million (2013: HK$40.1 million) was incurred.

The Group recorded a net loss of approximately HK$16.0 million for the year as compared to a net profit of approximately HK$12.9 million for the corresponding year ended 30 September 2013. While the profit recorded for the previous year was mainly attributable to the one-off write-back of provision for taxation previously made by the Group, this one-off gain was not applicable to the reporting year. Other than the absence of this one-off gain, the Group has been operating in its normal course of business and there have been no unusual items affecting the Group's business and performance.

During the year, revenue generated from the provision of repair services decreased by 10.3% year on year to approximately HK$81.9 million (2013: HK$91.3 million), as a result of lower demand for smartphone upgrading services. Despite the drop in its revenue contribution, the services provision segment has been delivering a solid stream of recurrent income to the Group, while complementing the trading business.

After expanding by 2.9% in 2013, Hong Kong's economy recorded real growth of 2.4% in the first three quarters of 2014, compared with the same period a year ago. The increase in domestic demand, however, saw some slowdown, with growth in private consumption expenditure weakened to 2% year on year during the first three quarters of 2014. The Hong Kong SAR Government forecasts that for the rest of the year and 2015, the economic outlook is clouded by considerable uncertainties arising from both local political events and vulnerable global economic conditions. In view of this, the Group will retain firm controls over business operations and financial management, while staying alert for market fluctuations ahead.

The Hong Kong Market

Hong Kong's sophisticated infrastructure and market continue to support one of the world's highest population penetrations of mobile services and household access to broadband connectivity.

After the merger of HKT and CSL New World, there are now four mobile network operators in Hong Kong. According to the Hong Kong Communications Authority in February 2014, the number of mobile service subscribers was boosted to 17.22 million, representing one of the highest penetration rates in the world at about 239%. Among these 17.22 million subscribers, 12.37 million were third-generation (3G) or fourth-generation (4G) service customers.

Local mobile data usage recorded a significant surge to 11,076 Terabytes (i.e. 11,075,885 Gigabytes), or an average of 884.3 Mbytes per 2.5G/3G/4G mobile user. This represents a growth of 1.57 times in mobile data usage year on year.

In addition to 3G services, all four mobile network operators have deployed 4G services utilising Long Term Evolution (LTE) technology. This has enabled mobile service subscribers to enjoy data downlink speeds of up to 150 Mbps. With a wide range of high-speed mobile data services available in the market, subscribers are able to enjoy faster and better quality video-streaming and web browsing on mobile devices.

The strong uptake in 4G has seen an encouraging lift in average revenue per user (ARPU) due to operators changing their approach to pricing plans, which has mitigated accelerated declines in SMS traffic volumes.

Retail sales in Hong Kong have been falling for the most part of 2014. A Hong Kong SAR Government statement claimed that the weak performance was mainly weighed down by a fall in tourist spending and a concurrent slowdown in domestic demand. Both the local and external environments are beset with increasing downside risks, according to a Government economist. Domestic demand is likely to maintain a slow pace of expansion in the second half of the year.

Retail sales picked up in September, primarily owing to the launch of some new smartphone models, including Apple's iPhone 6 and 6 Plus, and Samsung's GALAXY Note 4 and Note Edge. This led to a surge in the sales of consumer durable goods in that month.

Hong Kong's business conditions, as indicated in the purchasing managers' index released by HSBC, showed that private sector activity in October 2014 dropped at its fastest pace in three years. The October reading of 47.7 and that of 49.8 in September are below 50, indicating contraction.

For 2014 as a whole, the local economy is now forecast to grow by 2.2%, compared with the Government's February forecast of 3-4%.

Liquidity, Financial and Working Capital Resources

The Group's total non-current assets decreased slightly to approximately HK$8.6 million (2013: HK$9.9 million) at 30 September 2014.

The Group maintained its conservative low-inventory policy during the year. As a result, inventories remained at a relatively low level of approximately HK$4.3 million (2013: HK$6.4 million) at 30 September 2014.

At 30 September 2014, the Group had net trade receivables of approximately HK$4.2 million (2013: HK$4.7 million).

The Group had no bank borrowings at 30 September 2014 (2013: HK$ Nil). Its gearing ratio, expressed as a percentage of total borrowings over total assets, was nil (2013: Nil). No fixed deposit was pledged for obtaining any banking facility during the year (2013: HK$ Nil). The current ratio was approximately 4.64 (2013: 4.60) while the liquid ratio stood at approximately 4.16 (2013: 4.09).

The objective of the Group's cash management policy is to optimise liquidity to gain a better return for shareholders in a risk-averse manner. At 30 September 2014, there was no investment in financial assets at fair value through profit or loss (2013: HK$ Nil).

With increasing financial volatility around the world, the Group is committed to maintaining a conservative cash management policy.

Currencies

The Group conducts its core business transactions mainly in Hong Kong dollars, New Taiwan dollars and United States dollars. The majority of the Group's cash and bank balances are also denominated in these three currencies. During the year ended 30 September 2014, the Group did not experience significant exposure to exchange rate and interest rate fluctuations. As a result, the Group did not enter into any material foreign exchange contracts, currency swaps or other financial derivatives.

Contingent Liability

The Group did not have any significant contingent liability at 30 September 2014.

Material Acquisition or Disposal of Subsidiaries

There was no material acquisition or disposal of subsidiaries during the year ended 30 September 2014.

Prospects and Strategic Outlook

Despite setbacks, global recovery continues, albeit unevenly. In the wake of weaker-than-expected global activity in the first half of 2014, the International Monetary Fund (IMF)'s growth forecast for the world economy has been revised downward to 3.3% for this year, 0.4 percentage points below the figure in the April 2014 World Economic Outlook. Projected global growth for 2015 was lowered to 3.8%.

The IMF cites increased short-term downside risks such as rising geopolitical tensions and a reversal of recent risk spread and volatility compression in financial markets. Low potential output growth and 'secular stagnation' are still important medium-term risks, given that robust demand growth has not yet emerged.

In its half-yearly outlook, the IMF stated that weak recovery from the worst recession of the post-war era indicated a risk of prolonged economic weakness or stagnation, particularly in Japan and the eurozone. In this scenario, some affected countries could be unable to generate the demand needed to restore full employment through regular self-correcting forces. The outlook for the US and the UK, which are showing moderate growth, is more optimistic.

Despite a weaker-than-expected first half, the outlook for the Asia-Pacific region remains firm. The ongoing global recovery, while slow, should nevertheless support Asian exports. Meanwhile domestic demand will continue to be underpinned by favourable financial and labour market conditions, as well as broadly accommodative policies.

The main downside risks for the region are seen as financial dislocations associated with higher global interest rates, and extended weak growth in advanced and emerging market economies. Regional growth prospects would also be adversely affected by a sharper-than-anticipated downturn in China's real estate sector, as well as by less-effective-than-envisaged results from 'Abenomics' in Japan.

Growth in investment made by the telecommunications industry is forecast to slow down in the year ahead. According to a report by Dell'Oro Group, telecommunications operators around the world invested heavily in their fibre and LTE networks in the first half of 2014 as the transformation from voice-centric to data-centric drivers continued. The firm maintains its view that worldwide capital expenditure will grow around 3% in 2014.

However, higher device penetration, decelerating mobile data growth rates, lack of new revenue streams, and increased competition have caused global revenue growth to decelerate in the last couple of years. Slower growth in service revenues coupled with the rapid network progress during 2014 in China, North America, Japan and Europe will also put some pressure on worldwide capital spending upside in 2015.

Worldwide information technology (IT) spending is on pace to total US$3.7 trillion in 2014, a 2.1% increase from last year, down from earlier projections, according to the latest forecast by Gartner, Inc. The slower outlook for 2014 is attributed to a reduction in growth expectations for devices, data centre systems and to some extent IT services.

Price pressure based on increased competition, lack of product differentiation and the increased availability of viable alternative solutions has had a dampening effect on the short-term IT spending outlook. The firm expects 2015 through 2018 to see a return to 'normal' spending growth levels as pricing and purchasing styles reach a new equilibrium.

IT is entering its third phase of development, moving from a focus on technology and processes in the past to a focus in the future on new business models enabled by digitalisation.

As the telecommunications, media and technology (TMT) sector changes people's lives profoundly, people begin to question whether this trend will make life better. Apart from increasing heavy attachment to mobile devices, these gadgets' consumerisation has also raised substantial security and privacy concerns.

The privacy and security of mobile applications (apps) are particularly in doubt. In a September 2014 study of 1,211 mobile apps, the Global Privacy Enforcement Network faulted many aspects of mobile app privacy considerations, citing unclear policies on the use of personal information and excessive requested permissions. In the other study, Gartner predicted more than 75% of mobile apps will fail basic security tests through next year.

As mobile technology continues to disrupt the telecommunications sector, the Group will stay alert to the game-changing trends and adjust its product and service offerings accordingly. Another reality in today's market is that after-sales services budgets will face increasing restrictions, posing constant demands on service providers to reinvent themselves to counter the inevitable margin squeeze pressure.

Operating on constantly shifting technological ground and in a highly volatile marketplace, the Group adopts a business process that anticipates, analyses and manages change. By stimulating team members' innovation and buy-in, the Group is able to generate positive momentum from its evolving product portfolio and to renew business processes in order to enhance its service efficiency and quality. Stringent risk management is always in place to guard against economic fluctuations. The Group is well prepared to embrace the changes to be brought by the mobile age. It remains the Group's priority to deliver long-term value for shareholders.

Employee Information

At 30 September 2014, the Group employed a work force of 98 (2013: 107). Staff costs, including salaries, bonuses and allowances, were approximately HK$25.4 million (2013: HK$28.0 million).

The Group maintains a competitive remuneration policy to motivate, retain and attract talent. The remuneration packages mainly comprise salary payments, group medical insurance plans and discretionary bonuses awarded on a performance basis. The Group provides pension schemes for employees as part of the staff benefits.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the year ended 30 September 2014.

COMPLIANCE WITH CORPORATE GOVERNANCE CODE

Throughout the year ended 30 September 2014, the Company has complied with the code provisions ("Code Provisions") set out in the Corporate Governance Code contained in Appendix 14 to the Listing Rules, except for the following deviations:-

1. Code Provision A.2.1

Code Provision A.2.1 provides that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual.

The positions of Chairman of the Board and Chief Executive Officer ("CEO") of the Company are both currently carried on by the same person. The Board considers that this structure does not undermine the balance of power and authority between the Board and the management. The Board members have considerable experience and qualities which they bring to the Company and the Board believes that it is able to ensure that the balance of power between the Board and the management is not impaired. The Board believes that having the same person performing the roles of both Chairman and CEO does provide the Group with strong and consistent leadership and that, operating in this manner allows for more effective and efficient overall strategic planning of the Group.

2. Code Provision A.4.2

Code Provision A.4.2 provides that every director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years.

According to Article 116 of the articles of association of the Company, all directors of the Company (except the CEO) shall retire by rotation at the annual general meeting of the Company at least once every three years. In the opinion of the Board, stability and continuation are key factors to the successful implementation of business plans. The Board believes that it is beneficial to the Group that there is continuity in the role of the CEO and, therefore, the Board is of the view that the CEO should be exempt from this arrangement at the present time.

REVIEW OF ANNUAL RESULTS BY AUDIT COMMITTEE

The audited annual results of the Group for the year ended 30 September 2014 have been reviewed by the Audit Committee of the Company.

On behalf of the Board
SY Ethan, Timothy
Chairman

Hong Kong, 17 December 2014

As at the date of this announcement, the Board comprises 6 directors, of which 2 are executive directors, namely Mr. SY Ethan, Timothy and Mr. SUNG Yee Keung, Ricky, 1 is a non-executive director, namely Mr. KO Wai Lun, Warren and 3 are independent non-executive directors, namely Mr. Andrew David ROSS, Mr. Geoffrey William FAWCETT and Mr. Charles Robert LAWSON.