

APPENDIX II UNAUDITED PRO FORMA FINANCIAL INFORMATION

The information set out in this Appendix does not form part of the Accountants’ Report on the financial information of our Group for the two years ended 31 March 2014 and eight months ended 30 November 2014 prepared by SHINEWING (HK) CPA Limited, Certified Public Accountants, Hong Kong, our Company’s reporting accountants, as set out in “Appendix I – Accountants’ Report” and is included herein for information only. The unaudited pro forma financial information should be read in conjunction with “Financial Information” and the Accountants’ Report set out in “Appendix I – Accountants’ Report”.

A. UNAUDITED PRO FORMA STATEMENT OF ADJUSTED COMBINED NET TANGIBLE ASSETS

The following is an unaudited pro forma statement of adjusted combined net tangible assets of the Group (the “Pro Forma Financial Information”) prepared in accordance with paragraph 7.31 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) for illustrative purpose only, and is set out below to illustrate the effect of [REDACTED] on the Group’s combined net tangible assets attributable to the owners of the Company as at 30 November 2014 as if [REDACTED] had taken place on 30 November 2014.

The Pro Forma Financial Information has been prepared based on the judgements, estimates and assumptions of the Directors, and because of its hypothetical nature, it may not give a true picture of the combined net tangible assets of the Group as at 30 November 2014 or any further dates following [REDACTED].

Audited combined net tangible assets of the Group attributable to owners of the Company as at 30 November 2014 HK\$'000 (Note 1)	Estimated net [REDACTED] from [REDACTED] [REDACTED] HK\$'000 (Note 2)	Unaudited pro forma adjusted combined net tangible assets of the Group attributable to owners of the Company as at 30 November 2014 HK\$'000	Unaudited pro forma adjusted combined net tangible assets of the Group attributable to owners of the Company per Share as at 30 November 2014 HK\$ (Note 3)
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Based on [REDACTED] of

[REDACTED] per
[REDACTED]

<u>[REDACTED]</u>	<u>[REDACTED]</u>	<u>[REDACTED]</u>	<u>[REDACTED]</u>
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Based on [REDACTED] of

[REDACTED] per
[REDACTED]

<u>[REDACTED]</u>	<u>[REDACTED]</u>	<u>[REDACTED]</u>	<u>[REDACTED]</u>
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Notes:

1. The audited combined net tangible assets of the Group attributable to owners of the Company as at 30 November 2014 is extracted from the accountants’ report as set out in Appendix I to this [REDACTED], after deduction of the intangible assets of approximately HK\$2,838,000.
2. The estimated net [REDACTED] from [REDACTED] of [REDACTED] new Shares are based on the respective [REDACTED] of [REDACTED] per [REDACTED] and [REDACTED] per [REDACTED] (being the low end and the high end of the indicative price range of [REDACTED]), after deduction of the [REDACTED] and other related expenses payable by the Company in relation to [REDACTED]. The estimated net [REDACTED] do not take into account any Shares which may be allotted and issued upon the exercise of the [REDACTED] and any Shares that may be granted under the Share Option Scheme as described in “Statutory and General Information – D. Share Option Scheme” in Appendix IV to this [REDACTED].
3. The unaudited pro forma adjusted combined net tangible assets of the Group attributable to owners of the Company per Share is calculated based on [REDACTED] Shares in issue immediately following the completion of [REDACTED] and [REDACTED] but not taking into account any Shares which may be allotted and issued upon the exercise of the [REDACTED] and any Shares that may be granted under the Share Option Scheme as described in “Statutory and General Information – D. Share Option Scheme” in Appendix IV to this [REDACTED].
4. No adjustments have been made to the unaudited pro forma adjusted combined net tangible assets of the Group attributable to owners of the Company to reflect any trading results or other transactions of the Group entered into subsequent to 30 November 2014.

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[REDACTED]

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[REDACTED]

APPENDIX II

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[REDACTED]