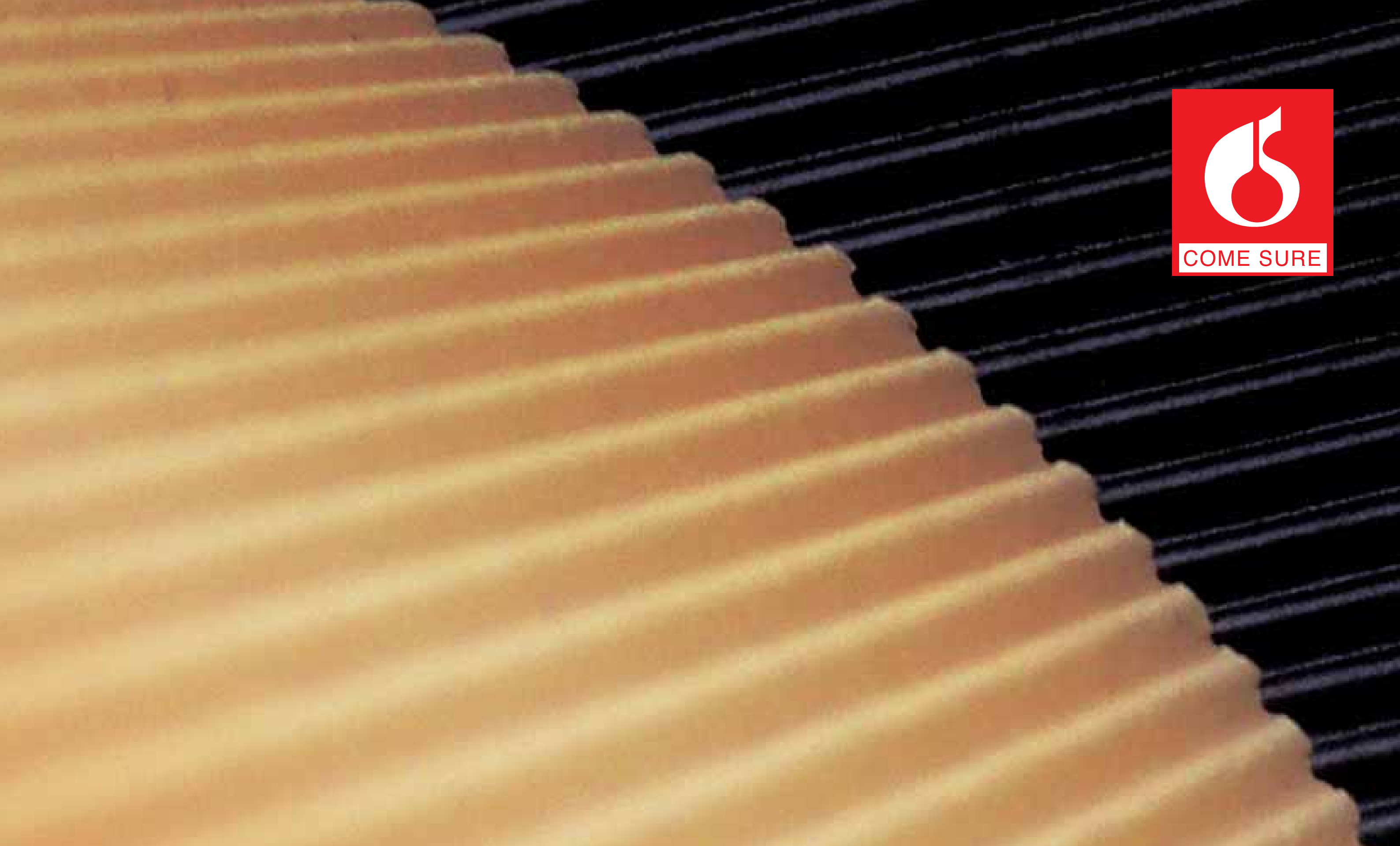


Come Sure Group (Holdings) Limited

(Incorporated in the Cayman Islands with limited liability) Stock Code: 00794

Annual Report 2009

Contents

Corporate Information

Executive directors
Mr. CHONG Kam Chau *(Chairman and President)*
Mr. CHONG Wa Pan *(Managing Director)*
Mr. YIU Ho Chi Stephen *(Chief Financial Officer)*
Mr. CHONG Wa Ching
Mr. CHONG Wa Lam

Independent non-executive directors
Mr. CHAU On Ta Yuen
Ms. TSUI Pui Man
Mr. LAW Tze Lun

Legal advisers to the Company
As to Hong Kong law:
Loong & Yeung Solicitors
Suites 2201-2203, 22nd Floor
Jardine House
1 Connaught Place
Central
Hong Kong

As to Cayman Islands law:
Appleby
8th Floor, Bank of America Tower
12 Harcourt Road
Central
Hong Kong

As to PRC law:
Shu Jin Law Firm
24th Floor, Aerospace Skyscraper
4019 Shennan Road
Futian District
Shenzhen, PRC

Auditor
RSM Nelson Wheeler
29th Floor, Caroline Centre
Lee Gardens Two
28 Yun Ping Road
Hong Kong

Property valuers
Grant Sherman Appraisal Limited
Room 1701, 17th Floor
Jubilee Centre
18 Fenwick Street
Wanchai
Hong Kong

Registered office
Clifton House
75 Fort Street
P.O. Box 1350
Grand Cayman
KY1-1108
Cayman Islands

Head office and principal place of business in Hong Kong
Units 8-10, 8th Floor
Cornell Centre
50 Wing Tai Road
Chai Wan
Hong Kong

Company website address
www.comesure.com

Company secretary
Mr. YIU Ho Chi Stephen *CISA, CPA*

Compliance adviser
Kingsway Capital Limited
5th Floor, Hutchison House
10 Harcourt Road
Central, Hong Kong

Authorised representatives
Mr. YIU Ho Chi Stephen *CISA, CPA*
Mr. CHONG Wa Ching

Authorised person to accept service of process and notice under Part XI of the Companies Ordinance

Mr. YIU Ho Chi Stephen *CISA, CPA*

Members of audit committee

Mr. LAW Tze Lun *(Chairman)*
Mr. CHAU On Ta Yuen
Ms. TSUI Pui Man

Members of remuneration committee

Ms. TSUI Pui Man *(Chairman)*
Mr. CHAU On Ta Yuen
Mr. LAW Tze Lun
Mr. CHONG Wa Pan

Members of nomination committee

Ms. TSUI Pui Man *(Chairman)*
Mr. CHAU On Ta Yuen
Mr. LAW Tze Lun
Mr. CHONG Wa Pan

Principal bankers

The Hongkong and Shanghai Banking Corporation Limited
HSBC Main Building
1 Queen's Road Central
Central
Hong Kong

Standard Chartered Bank (Hong Kong) Limited
Standard Chartered Bank Building
4–4A Dex Voeux Road
Central
Hong Kong

Hang Seng Bank Limited
83 Des Voeux Road Central
Central
Hong Kong

DBS Bank (Hong Kong) Limited
16th Floor, The Centre
99 Queen's Road Central
Hong Kong

Bank of China (Hong Kong) Limited
Bank of China Tower
1 Garden Road
Hong Kong

Principal share registrar and transfer agent

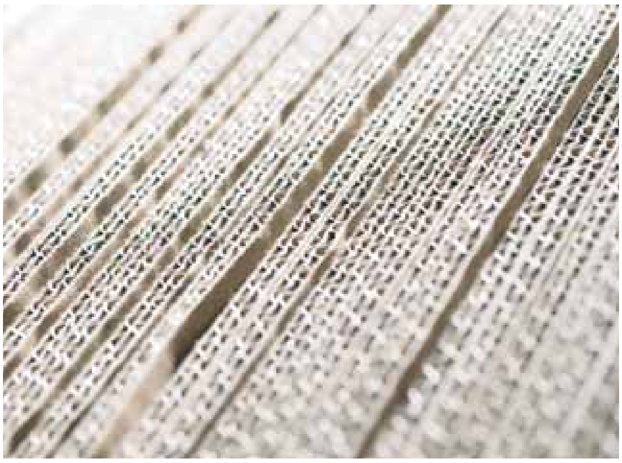
Appleby Trust (Cayman) Ltd.
Clifton House
75 Fort Street
PO Box 1350
Grand Cayman
KY1-1108
Cayman Islands

Hong Kong branch share registrar and transfer office

Tricor Investor Services Limited
26/F Tesbury Centre
28 Queen's Road East
Wanchai
Hong Kong

Financial Summary

	Year ended 31 March				
	2005 Unaudited	2006	2007*	2008*	**2009**
Results	HK$'000	HK$'000	HK$'000	HK$'000	**HK$'000**
Turnover	477,909	574,871	643,198	665,667	**614,780**
Cost of sales	(388,958)	(466,293)	(517,840)	(524,737)	**(499,094)**
Gross profit	88,951	108,578	125,358	140,930	**115,686**
Other income	3,193	2,966	1,761	3,147	**2,678**
Selling and distribution costs	(18,079)	(18,422)	(21,377)	(19,078)	**(22,381)**
Administrative expenses	(32,916)	(35,619)	(38,816)	(48,934)	**(49,654)**
Other operating expenses	(8)	(2,439)	(4,599)	(1,392)	**(6,014)**
Profit from operations	41,141	55,064	62,327	74,673	**40,315**
Finance costs	(4,498)	(7,361)	(9,982)	(6,841)	**(4,166)**
Profit before taxation	36,643	47,703	52,345	67,832	**36,149**
Taxation	(3,513)	(1,648)	(3,201)	(5,908)	**(3,628)**
Profit for the year	33,130	46,055	49,144	61,924	**32,521**

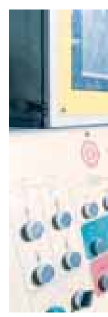


	Year ended 31 March				
	2005 Unaudited	2006	2007*	2008*	**2009**
Assets and Liabilities	HK$'000	HK$'000	HK$'000	HK$'000	**HK$'000**
Non-current assets	104,769	130,868	136,717	136,978	**146,917**
Current assets	248,362	306,927	281,807	348,057	**298,393**
Total assets	389,131	437,795	418,524	485,035	**445,310**
Non-current liabilities	7,835	4,840	8,776	10,721	**5,536**
Current liabilities	217,510	280,117	195,581	231,687	**92,445**
Total liabilities	225,345	284,957	204,357	242,408	**97,981**
Equity attributable to equity holders of the Company	163,786	152,838	214,167	242,627	**347,329**

* the figures for years ended 31 March 2007 and 2008 have been restated to consolidate the results of Century Shiny Investment Limited, which was acquired by the Group on 2 February 2009. Please refer to note 2 to the financial statements for details.

GREEN POWER – GREEN PRODUCTS

We are a "one-stop green packaging partner". Embedded with the ISO14001 Environmental Management System, we provide cost effective, environmental friendly and 100% recyclable products that can comply with stringent international standards including RoHS, WEEE.




全检组
理光半叶箱备纸区

Chairman's Statement

Dear our valued shareholders,

On behalf of the Board of Directors ("the Board"), I am pleased to present the annual results of Come Sure Group (Holdings) Limited (the "Company") and its subsidiaries (collectively the "Group") for the year ended 31 March 2009 ("Year 2009").

Year 2009 was full of challenges. The Group experienced moderate growth in the first half of the financial year, however the adverse impacts of the global financial crisis started to spread in mid 2008. Overseas demand for consumer products was seriously dampened and in turn demand for paper-based packaging products also plummeted. As a result, the Group experienced a plunge in sales to overseas, whereas revenue from export to Hong Kong grew more than 8 times and domestic sales in the People's Republic of China (the "PRC") increased slightly as compared with the year ended 31 March 2008. Despite the challenging business environment, Year 2009 will be a year to remember by the Group. On 26 February 2009, the Group obtained listing status on The Stock Exchange of Hong Kong Limited.

Regarding the market environment during the year under review, challenges came to us from all directions. Consumers were reluctant to spend because of the poor economy and production costs climbed because of appreciation of the Renminbi. All these factors together with volatile raw material prices made the operating environment yet more difficult to the paper-based packaging manufacturers in the PRC.

To cope with the adverse operating environment, the management team took a number of prompt actions. For instances, the Group successfully reduced the inventory level by 34% as compared with the year ended 31 March 2008 to lower the risk of inventory holding. Moreover, to ensure sustainability of the Group, a conservative financial management approach and low gearing policy were adopted to minimize the liquidity risks and optimise the financial position of the Group. As at 31 March 2009, current ratio of the Group was approximately 3.2 (2008:1.5) and gearing ratio was approximately 10.2% (2008: 19.8%). In addition, the Group has implemented a stringent credit control policy to reduce default risk.

During the Year 2009, the Group also worked hard at reinforcing its position as a "one-stop green packaging partner". It understands the increasingly demanding environmental protection requirements its customers have to meet, making it a preferred partner of its customers. Customers need cost effective packaging products that are also environmental friendly by international standards. To meet that need, the Group has invested in different equipment to ensure its products comply with the international environmental protection standards including Restriction of Hazardous Substances ("RoHS") and Waste Electrical and Electronic Equipment ("WEEE"). In addition to having the ISO 14001 Environmental Management System in place, the Group adopted a Hazardous Substance Process Management System (有害物質管理體系) in April 2009. It has also filed an application for QC08000:2005 certification. All these initiatives are testimony of the dedication of the Group in operating its business and providing products that are conducive to environmental protection. We are ready to work with our customers as their green packaging partner.

Expecting the economic recovery in the PRC to hasten, the Group will continue to emphasise on growing the PRC domestic market. To increase market share in the PRC, we will watch closely the development of the paper packaging market and look for new customers in different industries in the market. In addition, we will explore potential mergers and acquisitions at appropriate time, with the aim of bringing satisfactory returns to shareholders. The management believes maintaining a higher proportion of the PRC domestic sales can help to mitigate exchange risk between Hong Kong dollars and the Renminbi.

The performance of the Hong Kong market was encouraging in Year 2009. In the coming year, the Group will step up effort to expand the paper-based packaging products market in Hong Kong. We believe the Hong Kong market will continue to enjoy an impressive profit margin and contribute stable income to the Group.

In addition, to meet its expanding off-set printing business, the Group will continue to enhance the printing plant and machinery.

We believe the difficult environment will bring in opportunities to the Group. Subsequent to the reporting period, on 15 May 2009, the Group laid the foundation for a new production plant in Huidong County, Huizhou ("Come Sure Huizhou"), which is expected to commence operation by the end of 2010. Come Sure Huizhou will be a new milestone to the Group. The production capacity and contribution of the plant was planned with meeting demand when the economy rebounds in mind. It will allow the Group to widen the customers' base and enter the domestic market of corrugated paperboards and paper-based packing products in Huidong and the surrounding areas when it is completed. Moreover, the Group will continue to practise total cost control and prudent financial management and conduct reviews to make its operations cost effective.

Last but not least, on behalf of the Board, I would like to express my sincere gratitude to every shareholders, customers and business partners for their supports. My thanks also go to all staff members of the Group for their contributions and commitment to the continuous success of the Group.

CHONG Kam Chau
Chairman
24 July 2009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SAICA MEDIUM
PHILIPS

GREAT PARTNERS • GREAT VALUE

We treasure the long-term partnership with more than 250 enterprises and world-leading consumer product manufacturers from various industries including electronics and electrical appliance, audio and visual products, furniture, food and beverages, toys and medicine.





Management Discussion and Analysis

Business Review

The financial year ended 31 March 2009 was full of challenges for the Group. The effects of global financial crisis, which have spread since late 2008, affected all general commercial activities. Demand for consumer products overseas dropped dramatically and in turn dwarfed demand for paper-based packaging products. During the year, production costs also escalated because of appreciation of the Renminbi. All these factors together with volatile raw material prices resulted in a very tough operating environment for paper-based packaging manufacturers in the PRC.

To mitigate the effects from the slack United States and European markets, the Group strived to expand sales to a greater variety of industries in the PRC market, which led to an increase in proportion of revenue from domestic sales from approximately 32.0% in 2008 to approximately 36.1% in 2009.

To tackle the uncertain economic environment, the Group adopted a set of prudent business strategies including practising stringent inventory and credit control, and implementing conservative financial management and a low gearing policy so as to effectively minimise liquidity risk of the Group. During the financial year under review, the Group optimised its financial position in boosting shareholders fund by approximately 43.2%, and improving current ratio to 3.2 (2008:1.5) and gearing ratio to 10.2% (2008: 19.8%).

Despite the challenging business environment, Year 2009 will be a year to remember by the Group as on 26 February 2009, the shares of the Company were successfully listed on The Stock Exchange of Hong Kong Limited.

Result of operation

	2009		2008	
	HKD'000	**(%)**	HKD'000	(%)
Domestic delivery export sales	**371,655**	**60.5**	450,702	67.7
PRC domestic sales	**221,890**	**36.1**	212,795	32.0
Direct export sales to Hong Kong	**21,235**	**3.4**	2,170	0.3
Total sales	**614,780**	**100.0**	665,667	100.0
Gross profit ratio		**18.8**		21.2
Net profit ratio		**5.3**		9.3

Revenue

For the year ended 31 March 2009, the Group's revenue deceased by approximately 7.6% from approximately HK$665.7 million in 2008 to approximately HK$614.8 million in 2009. The decrease was the result of economic downturn in the United States and Europe since late 2008, which led to a substantial drop of export demand in paper-based packaging products. During the financial year under review, the Group's revenue from domestic delivery export sales decreased by approximately 17.5% from approximately HK$450.7 million in 2008 to approximately HK$371.7 million in 2009.

Having stepped up effort to grow sales in the domestic market, the Group saw revenue from domestic sales climb slightly by approximately 4.3% from approximately HK$212.8 million in 2008 to approximately HK$221.9 million in 2009 despite the adverse market condition.

In addition, the Group decided to grow the paper-based packaging products market in Hong Kong during the financial year under review. Its revenue from direct export to the Hong Kong market increased by more than 8 times from approximately HK$2.2 million in 2008 to approximately HK$21.2 million in 2009. The Directors believe the Hong Kong market will continue to be a stable income steam with an impressive profit margin to the Group.

Gross Profit

The Group continued to manage raw material costs and inventory levels by signing bi-monthly and quarterly contracts with major PRC domestic suppliers and, at the same time, expanding its sourcing networks to different countries so as to ensure that it has timely and stable supply of raw materials at competitive prices.

During the financial year under review, the inventory turnover days of raw paper was maintained at 30 days or below, which effectively mitigated the adverse effect of high raw material costs but low selling price after the global financial crisis hit in late 2008. However, appreciation of the Renminbi during the financial year under review increased production overheads and squeezed gross profit from approximately 21.2% in 2008 to approximately 18.8% in 2009.

Selling and Distribution Expenses and Administrative Expenses

The Group's selling and distribution expenses increased by approximately 17.3% from approximately HK$19.1 million in 2008 to approximately HK$22.4 million in 2009. The increase was mainly attributable to the increased delivery expenses associated with export sales to Hong Kong and the increased transportation service charges in the PRC.

As for administrative expenses, they increased slightly by approximately 1.6% from approximately HK$48.9 million in 2008 to approximately HK$49.7 million in 2009.

Other Operating Expense

The Group's other operating expenses increased from approximately HK$1.4 million in 2008 to approximately HK$6.0 million in 2009, reflecting mainly the recognition of HK$3.3 million listing expenses to the income statement during the year.

Financial Cost

The Group's financial cost decreased by approximately 38.2% from approximately HK$6.8 million in 2008 to approximately HK$4.2 million in 2009. The decrease was mainly the result of decreased average bank borrowings for the year.

Net Profit and Dividend

The Group's net profit attributable to equity holders decreased by approximately 47.5% from approximately HK$61.9 million in 2008 to approximately HK$32.5 million in 2009, and the net profit ratio decreased from 9.3% to 5.3%. The Board followed the Group's dividend policy and recommended payment of a final dividend of HK4.6 cents per share for the year ended 31 March 2009, totalling approximately HK$12.9 million. The final dividend is subject to the approval of the shareholders in the forthcoming annual general meeting of the Company.

Working Capital

	Turnover days	
	2009	2008
Trade receivables	**75**	84
Trade payables	**34**	42
Inventories	**47**	45

Trade receivables were HK$ 89.0 million as at 31 March 2009, down by 45.5% against HK$163.2 million as at 31 March 2008. The trade receivables turnover days were 75 days for the year ended 31 March 2009 as compared to 84 days in 2008. Such decrease was mainly attributable to the credit control measure adopted by the Group. Heeding the global financial crisis, the Group continued to optimise its customer base by reviewing the credit worthiness and past collection history of its clients and in accepting more carefully new orders from new customers to reduce potential credit risk.

Trade payables amounted to HK$25.2 million as at 31 March 2009, down by 63.3% compared to HK$68.6 million as at 31 March 2008. The trade payables turnover days were 34 days for the year ended 31 March 2009 as compared to 42 days in 2008. Such decrease was mainly because the Group slowed down purchasing of raw paper before the end of the year.

As at 31 March 2009, inventory carried a total worth of HK$50.9 million, down by 34.2% compared to HK$77.3 million as at 31 March 2008. With raw paper price declining in the second half of the financial year under review, the Group stepped up inventory control to minimise holding costs and shielded itself from the volatile paper prices. Inventory turnover days increased slightly by 2 days from 45 day to 47 days.

Liquidity and Financial Resources

	2009	2008
Current ratio	**3.2**	1.5
Gearing ratio	**10.2%**	19.8%

The principal sources of working capital of the Group were the cash flow from operating activities and bank borrowings.

During the year, net cash inflow from operating activities increased by 95.4% from HK$60.5 million for 2008 to HK$118.2 million. It was mainly the result of decrease in trade receivables and inventory due to the credit and inventory control measures implemented by the Group. As at 31 March 2009, bank balances and cash amounted to HK$112.5 million (2008: HK$56.4 million), excluding pledged deposit of HK$39.6 million, and unused banking facilities totalled HK$455.0 million.

As at 31 March 2009, total shareholders' fund was HK$347.3 million against HK$ 242.6 million as at 31 March 2008. Current assets were HK$298.4 million against HK$348.1 million as at 31 March 2008 and the current liabilities stood at HK$92.4 million versus HK$231.7 million as at 31 March 2008, and current ratio (current assets divided by current liabilities) improved from 1.5 as at 31 March 2008 to 3.2 as at 31 March 2009.

Total outstanding bank borrowings decreased from HK$95.9 million as at 31 March 2008 to HK$45.5 million as at 31 March 2009. Gearing ratio (total bank borrowings divided by total assets) was down from 19.8% as at 31 March 2008 to 10.2% as at 31 March 2009. The details of interest bearing bank borrowings as at 31 March 2009 are disclosed in note 22 and 24 to the financial statements.

Turnover Percentage by Market 2009

Total sales 100%

Turnover Percentage by Market 2008

Total sales 100%

Foreign exchange risk
The Group is exposed to foreign currency risk as some of its business transactions, assets and liabilities are dominated in currencies other than the functional currency of respective Group entities. To mitigate the exchange risk between Hong Kong dollars ("HK$") and Renminbi ("RMB"), the Group will increase the PRC domestic market sales to match with the PRC's subsidiaries operation expenses. The Group currently does not have a foreign currency hedging policy in respect of foreign currency transactions, assets and liabilities. The Group will monitor its foreign currency exposure closely and will consider hedging significant foreign currency exposure should the need arises.

Charge of Assets
As at 31 March 2009, the Group has pledged certain assets of the subsidiaries, including bank deposits and prepaid land lease payment with aggregate net book value of HK$ 41.1 million (2008: HK$39.4 million) to secure banking and financial guarantee facilities to these subsidiaries.

Capital Commitment and Contingent Liabilities
As at 31 March 2009, the Group's capital expenditure contracted but not provided for regarding to property, plant and equipment was approximately HK$0.4 million (2008: HK$1.0 million).

As at 31 March 2009, the Group had no significant contingent liabilities.

Significant Investment, acquisition and disposal
There was no significant investment held by the Group as at 31 March 2009.

Save for the acquisition of Century Shiny Investment Limited mentioned in the paragraphs headed "Connected Transactions", there was no material acquisition and disposal of the subsidiaries and associated companies during the financial year under review.

Employees and remuneration
As at 31 March 2009, the Group and the processing factory employed approximately 880 employees (2008: approximately 900). Total staff cost, included directors' emoluments, amounted to HK$39.5 million (2008: HK$39.5million). Salaries are reviewed annually and discretionary bonuses paid on annual basis with reference to individual performance appraisals and prevailing market condition.

The remuneration and bonus of executive directors and senior management are reviewed and determined by the Remuneration Committee with reference, but not limited to the Group's operating results, individual performance, qualification and competence and the similar prevailing market condition.

Apart from regular on-the-job training, the Group also engaged professional parties to provide training to the staff in ensuring they can obtain updated job related knowledge and enhance the quality of work.

Environmental Protection
The Group maintains a high level of environmental awareness. In addition to having the ISO 14001 Environmental Management System in place, the Group is also setting up the Hazardous Substance Process Management System (有害物質管理體系) and applying for QC08000-2005 certification to ensure its production and products meeting the international trend of sustainable development. Apart from showing the determination of the Group to meet the requirements of customers who have to abide by hazardous substance regulations, the above-mentioned moves have also enabled the Group to obtain sales orders from the countries subjected to the European Restrictions of Hazardous Substances (RoHS) and Waste Electrical and Electronic Equipment (WEEE) obligations.

Prospect

A crisis often comes with both challenges and opportunities. During the year, a number of paper-based packaging products manufacturers in the PRC were ousted because of the dire business environment. However, for the Group that represented an opportunity to capture more market share. On 15 May 2009, the Group laid the foundation for its new production plant in Huidong ("Come Sure Huizhou"). Come Sure Huizhou will have one corrugated paperboard line, three corrugated carton lines and one moulded pulps line. These production lines are expected to commence operation by the end of 2010 and increase the maximum annual production capacities of the Group by approximately 100,000,000 sq. m. for corrugated paperboard and approximately 100,000,000 pieces for corrugated cartons. For meeting different customer needs and fulfilling stringent environmental protection standards in developed countries, the new plant will also boost the annual production capacity of the Group for moulded pulps by approximately 1,000 metric tonnes. Moulded pulp is used as cushioning material in packaging cartons, which has been a growingly popular substitute of polyfoam. As leftover sub-standard paperboards and scraps from production can be used as materials to make moulded pulps, the Group will be able to achieve enhanced cost effectiveness.

With the PRC economy in relatively fast recovery, the Group will continue to focus on growing the PRC domestic market. The three production plants of the Group in Shenzhen are serving the Dongguan and Baoan markets and Come Sure Huizhou is going to target potential business opportunities in Huizhou and Chaoshan. The Group maintained moderate growth in the PRC domestic sales during the year under review and it is expected the proportion of domestic sales will keep growing.

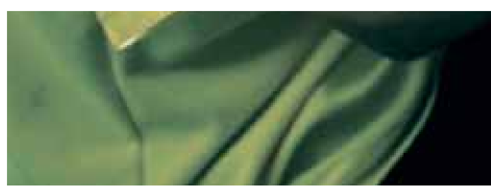
To help the Group to capture a larger market share in the PRC domestic market, the Group targeted some well-known brand names in the PRC some of which have started business with the Group after the end of the year under review. In addition, export sales appeared to have increased gradually since April 2009 despite that the economies in the United States and Europe have remained uncertain so far. The management believes the worst time for the Group is over and is optimistic about the future of the Group. Last of all, the Group will explore potential mergers and acquisition at appropriate time.

INNOVATIVE IDEAS • INNOVATIVE PRODUCTS

Strong development team and innovative designs are our great assets. With functional and eye-catching packaging ideas, we were presented the "New Products, New Technologies, New Development Award" and "Innovative Enterprise Award".








PHILIPS

Corporate Governance Report

The Board is committed to maintaining an appropriate corporate governance practices to enhance the accountability and transparency of the Company in order to protect its shareholders' interests and to ensure that the Company complies with the latest statutory requirements and professional standards.

The Company has complied with most of the code provisions set out in the Appendix 14 – Code on Corporate Governance Practices (the "Code") to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") since the listing of the Company on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on 26 February 2009 up to 31 March 2009 (the "Period"), except for the deviation from the code provisions A.1.1 and A.2.1 of the Code as described below.

Model code for Director's securities transactions

The Company has adopted the Model Code for Securities Transaction by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 of Listing Rules as the standard for securities transactions by Directors.

All the members of the Board have confirmed, following specific enquires by the Company, that they had complied with the required standards set out in the Model Code throughout the Period.

The Board

The Board is responsible for overall management of the Company and the mission of the Board is to maximize the shareholders' return and uplift the Company long term value.

The Board has formulated the overall business strategies and management polices, and set up the corporate governance practices, internal control procedures and risk management in ensuring the Company is managed appropriately.

The Company will provide sufficient resources to all Directors to discharge their duties; independent professional advice is available in appropriate circumstances at the Company's expenses upon reasonable request to the Board, and all Directors have access to the Company secretary's advice with a view to ensuring that Board procedures, and all applicable rules and regulations are followed.

Board Composition

The Board currently has 8 members which comprise:

Five executive directors, namely Mr. CHONG Kam CHAU, Mr. CHONG Wa Pan, Mr. YIU Ho Chi, Stephen, Mr. CHONG Wa Ching and Mr. CHONG Wa Lam; and

Three independent non-executive directors, namely Mr. CHAU On Ta Yuen, Ms. TSUI Pui Man and Mr. LAW Tze Lun.

The members of the Board have various experience and skills, and possess different professional knowledge which is appropriate for the requirements of the business of the Company. The brief biographical details of above Directors are set out in the section of "Directors and Senior Management" of this annual report.

Mr. CHONG Kam Chau, the Chairman of the Board, is the father of Mr. CHONG Wa Pan, Mr. CHONG Wa Ching and Mr. CHONG Wa Lam. Apart from that, there is no relationship (including financial, business, family or other material relationship) among members of the Board. In compliance with Rule 3.10 of the Listing Rules, the Board comprises three independent non-executive directors which represents more than one-third of Board. These independent non-executive directors possess with a broad range of expertise and experience in the areas of business management, legal, and accounting and finance matters. The current Board composition brings strong independent element on the Board, which can effectively exercise independent judgment in making reasonable strategic decision in difference aspects.

The Board (Continued)

Board Composition(Continued)

The Company has received, from each of the independent non-executive director, an annual written confirmation of his/her independence pursuant to Rule 3.13 of the Listing Rules. The Company also considers all independent non-executive directors to be independent in accordance with above-mentioned independence guidelines. Each independent non-executive director has been appointed for a term of two years from 26 February 2009.

Board Meetings

The Board is scheduled to meet regularly at least 4 times a year at approximately quarterly intervals, Directors may participate either in person or through other electronic means of communication (the practice of obtaining Board consent through the circulation of written resolution does not constitute a regular Board meeting). Ad-hoc meeting will also be convened if any events raised the Board's concern.

Under code provision A.1.1 of the Code, the Board shall meet regularly and at least four times a year at approximately quarterly intervals. As the Company was listed only since 26 February 2009, during the year ended 31 March 2009, the Board held no meeting since the Company's listing. The Board committees, including the Audit Committee, the Nomination Committee and the Remuneration Committee, convened and held no meeting since the listing of the Company and up to 31 March 2009.

Subsequent to the end of the Period and up to the date of this Report, two Board meetings were held for reviewing the operating performance and latest market condition, considering and approving the overall strategies and the annual results of the Group for the year ended 31 March 2009. The composition and the attendance of individual directors at these Board meetings were as follow:

Directors	Attended/Eligible to attend
Executive Directors	
Mr. CHONG Kam Chau	2/2
Mr. CHONG Wa Pan	2/2
Mr. YIU Ho Chi, Stephen	2/2
Mr. CHONG Wa Ching	2/2
Mr. CHONG Wa Lam	2/2
Independence Non-executive Directors	
Mr. CHAU On Tat Yuen	2/2
Ms. TSUI Pui Man	2/2
Mr. LAW Tze Lun	2/2

The company secretary is responsible for preparing agenda for regular Board meeting and will dispatch the agenda to all Directors at least 10 days in advance and that all Directors will have opportunity with reasonable time to include matters in the agenda for regular Board meeting.

Notice for regular Board meetings will be sent to all Directors at least 14 days in advance to facilitate the attendance. For all other Board meetings, the agenda and notice will be dispatched at least 3 days in advance.

A duly appointed secretary (usually the company secretary of the Company) is responsible to keep the minutes of Board meetings and meetings of Board committees, all minutes are open for inspection by any Director at reasonable time on reasonable notice. All the minutes keep in sufficient details the matters considered by the Board and decision reached including any concern raised by Directors or dissenting view expressed. The draft minutes will be dispatched to all Directors within 5 working days for their comment and the approved final version will be sent to all Directors within 15 working days for their record after the meetings.

Delegation of management functions

With clear directions given, the Board has delegated the day-to-day management, administration and operations of the Company to the management. The responsibilities and authorities of each level of staff are clearly outlined in the Group's control policies, in case of any substantial transactions the management has to report back and obtain prior approval from the Board. The performances of the management are regularly assessed by the Executive Committee. In addition the Board has established Audit Committee, Remuneration Committee, Nomination Committee and Executive Committee (collectively, the "Board Committees") and delegated various responsibilities to these committees as set out in their respective terms of reference. Further details of these committees are set out on page 23 to page 25 of this annual report.

Role of Chairman and Managing Director

Mr. CHONG Kam Chau is the Chairman and Mr. CHONG Wa Pan is the Managing Director of the Company. The Chairman is responsible for providing leadership for the Board in strategic planning and overall development of the Group and ensure the Board runs effectively, and the Managing Director is responsible for the overall management of the Group and the implementation of the corporate goals and objectives resolved by the Board.

In addition to the Chairman and Managing Director, there is a clear division of responsibility among the Directors to ensure the balance of power and segregation of duties. All major decisions are made collectively by the Board with reference to the opinions and recommendations given by appropriate committees, if any, as well as the senior managements of the Group.

The Board considers that the responsibilities of Chairman and Managing Director are clearly divided, so no written terms of division of responsibilities is necessary. This constitutes a deviation from code provision A.2.1 of the Code which stipulates that the division responsibilities between chairman and the chief executive officer should be clearly established and set out in writing.

Appointment, Re-election and Removal

At each annual general meeting of the Company, at least one third of the Directors for the time being will retire from office by rotation. However, if the number of directors is not a multiple of three, then the number nearest to but not less than one third shall be the number of retiring directors. The director who shall retire in each year will be those who have been longest in the office since their last re-election or appointment. Therefore all Directors shall be subject to retirement at least once every three years.

The independent non-executive directors were appointed for a term of two years from 26 February 2009.

At any time to time, the Board shall have the power to appoint any person as a director to fill and casual vacancy or as an additional director. Any directors so appointed shall then be eligible for re-election at the next general meeting after the appointment.

Any newly appointed director will receive an induction handbook to ensure that the director has proper understanding of the operation and business of the Company and fully aware of the responsibilities under statute and common law, the Listing Rules, applicable legal requirements and other regulatory requirements and the business and governance policies of the Company.

The Nomination Committee will make recommendations to the Board on relevant matters relating to the appointment, re-election and removal of directors. Mr. CHONG Kam Chau, Mr. CHONG Wa Ching and Mr. CHONG Wa Lam shall retire by rotation and being eligible, offer themselves for re-election at the forthcoming annual general meeting.

Board Committees

The Company has formed four committees, the Audit Committee, Remuneration Committee, Nomination Committee and Executive Committee; all Board committees are formed with specific written terms of reference which deal clearly with the committees' authority and duties.

Audit Committee

The Company has established an Audit Committee on 5 February 2009 in compliance with the Rule 3.21 of the Listing Rules and with written terms of reference in compliance with the code provisions of the Code. The main duties of the Audit Committee are to consider the relationship of external auditors, to review the financial statements of the Group, and to oversee the Group's financial reporting system and internal control procedures. The Audit Committee consists of three independent non-executive directors, namely Mr. LAW Tze Lun, the Chairman of the Audit Committee, Mr. CHAU On Tat Yuen and Ms. TSUI Pui Man.

None of the members of the Audit Committee is a former partner of the Company's existing external auditors.

The duties of the Audit Committee are set out in the terms of reference, which mainly include the following:

(i) To monitor the integrity of the financial statements, annual report and interim report of the Company and to review any significant financial reporting judgments contained in them.

(ii) To monitor the independence and objectivity of the external auditors and the effectiveness of the audit process, make recommendation to the Board on appointment, re-appointment and removal, and to approve the remuneration and term of engagement of external auditors.

(iii) To review the effectiveness and adequacy of the financial control, internal control and risk management system, and to ensure the timely response from management towards the internal control findings and the management letter from external auditors.

Subsequent to the Period and up to the date of this Report, one meeting was held by the Audit Committee to consider the appointment of external auditors and their remuneration and term of engagement, and to review the update of Company's corporate governance manual and the financial reporting of the Company's annual results. All committee members attended the meeting. The Audit Committee has reviewed and discussed with the management the results announcement, the audited consolidated financial statements of the Group for the year ended 31 March 2009, the accounting principles and practices adopted and the auditing, internal controls and financial reporting matters.

Remuneration Committee

The Remuneration Committee is responsible for reviewing the remuneration structure and policy of the executive directors and for fixing the remuneration packages for all Directors, in order to retain or attract the competent.

The Remuneration Committee comprises three independence non-executive directors, namely Ms. TSUI Pui Man (Chairman), Mr. CHAU On Tat Yuen and Mr. LAW Tze Lun, and one executive director, Mr. CHONG Wa Pan, who is responsible for the human resource management of the Group.

The major duties of Remuneration Committee are as following:

(i) To establish transparent and fair procedure for developing policy on the remuneration of Directors and senior management.

(ii) To review and determine the specific remuneration packages of all executive directors and senior management, including terms of service agreement, the type and form and amount of remuneration and make recommendations to the Board of the remuneration of non-executive directors.

Remuneration Committee (Continued)

(iii) To review and approve performance-based remuneration by reference to corporate goals and objectives resolved by the Board.

(iv) To review and approve compensation arrangements relating to dismissal or removal of directors for misconduct to ensure that such arrangements are determined in accordance with relevant contractual terms and that any compensation payment is otherwise reasonable and appropriate.

(v) To prepare remuneration committee report annually, and review the compliance of directors' remuneration disclosure in the Company's annual report.

(vi) To ensure that no director or any of his associates is involved in deciding his own remuneration.

The remuneration of the Directors and senior management are determined with reference to the Group's operating results, individual performance, qualification and competence and the similar prevailing market condition.

Subsequent to the Period and up to the date of this report, one meeting was held by the Remuneration Committee to review and determine the remuneration of all executive directors and senior management for fiscal financial 2009/10 and their performance-based remuneration and bonus with reference to corporate goals and objective resolved by the Board. All committee members attended the meeting.

Nomination Committee

The Company established the Nomination Committee in compliance with the recommended best practices of the Code. The committee consists of three independent non-executive directors namely Ms. TSUI Pui Man (Chairman), Mr. CHAU On Tat Yuen, Mr. LAW Tze Lun and one executive director, namely Mr. CHONG Wan Pan.

The major duties of Nomination Committee are as following:

(i) To review the structure, size and composition of the Board on a regular basis and make recommendations to the Board regarding any proposed changes.

(ii) To identify individuals suitably qualified to become Board members and select or make recommendations to the Board on the selection of, individuals nominated of directorships.

(iii) To assess the independence of the independent non-executive directors.

(iv) To formulate a formal and transparent nomination procedure, and make recommendations to the Board on the appointment of directors and management of the Board's succession.

Subsequent to the Period and up to the date of this Report, one meeting was held by the Nomination Committee to review the structure, size and composition of the Board, and make recommendations to the Board regarding any proposed change. All the members of the committee attended the meeting.

Executive committee

The Company has set up an Executive Committee which determines the Group's strategy, reviews business performances and monitor management's performance. The Executive Committee consists of five executive directors namely Mr. CHONG Kam Chau, Mr. CHONG Wa Pan, Mr. YIU Ho Chi, Stephen, Mr. CHONG Wa Ching and Mr. CHONG Wa Lam. Meetings are held regularly with senior management to review the operation performance.

Directors' responsibility for the financial statement

The Directors acknowledge their responsibility for preparation of the financial statements which give a true and fair view of the state of the Group's affairs, results and cashflow for the year ended 31 March 2009.

In preparing the financial statements, supported by the financial department of the Group, the Directors have:

(i) reviewed the adoption of all applicable Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants;

(ii) selected suitable accounting policies and applied them on consistent basis;

(iii) made judgments and estimates that are prudent, fair and reasonable; and

(iv) prepared the financial statements on a going concern basis

The Board is also responsible for presenting a balanced, clear and understandable assessment in annual and interim reports, other price-sensitive announcements and other financial disclosure of the Group required under the Listing Rules and other statutory requirements.

The Board has received sufficient explanation and information from the management, which enable the Board to make an informed assessment of financial statements and other information before approval.

External Auditor and auditor's remuneration

The Audit Committee reviews each year a letter from RSM Nelson Wheeler, the external auditor of the Company, confirming their independence, approves their appointment, discusses the scope of their audit and approves their fees.

RSM Nelson Wheeler has stated their reporting responsibilities in the independent auditor's report on the financial statements on page 39 of this annual report.

For the year ended 31 March 2009, the fee paid and payable to RSM Nelson Wheeler in respect of audit and audited related services amounted to approximately HK$2.8 million. In respect of non-audit services, the fees paid and payable to RSM Nelson Wheeler relating to tax services amounted to approximately HK$0.7 million.

The Audit committee will recommend the re-appointment of RSM Nelson Wheeler for audit service, and consider the engagement of the non-audit services to ensure the independence and objectively of audit service.

Internal Control

The Company has adopted an internal control and risk management system to safeguard the shareholders' investment and Company's assets, to maintain proper accounting records, to enhance the integrity and reliability of financial information and to ensure the compliance with applicable laws and regulations.

Regarding to the procedures and internal control for the handling and dissemination of price sensitive information, the Company is aware of its disclosure obligations under the Listing Rules, which any information is expected to be price-sensitive should be announced immediately when it is the subject of a decision.

Internal Control (Continued)

The Company's internal control and risk management system includes the following major components and practices:

(i) a clear organizational structure with appropriate division of responsibilities, delegated authority and reporting mechanism;

(ii) stringent polices and procedures for the employees' implementation, included senior management and directors, regarding to any business operations exposed to significant or considerable risk level;

(iii) business plan and annual budget are prepared for each business section and subject to the approval of Executive Committee. In preparing the business plan and annual budget, the management for each business section shall evaluate the expected risk and report to the Board on any findings;

(iv) management reports are prepared on a monthly basis to compare with the forecasted results and the key performance indicators in enabling the quick response to variances and identified risks.

The Company has appointed a compliance adviser to assist the Board to review the compliance of the Listing Rules. In addition, a supervisor is appointed to oversee the compliance of the PRC corporate laws and other regulations for the subsidiaries in the PRC.

The policies and procedures of the internal control and risk management system are designed to provide a reasonable assurance against material misstatement or loss, and to manage and minimize the risks of the Group's operation. During the year under review, the Audit Committee and the Board considered the policies and procedures of internal control and risk management system are effective and adequate and will conduct ongoing review on the effectiveness of the system.

Communication with shareholders

The Directors acknowledge that they are entrusted to manage the Company on behalf of the shareholders and they are responsible to the shareholders for the operation and performance of the Company, therefore timely communication with shareholders is indispensable for the Company to present the latest business development to them and obtain their opinions.

All shareholders are encouraged to attend the general meetings of the Company to raise comments and exchange views with the Board. The Chairman of the Board and the chairmen of the Board committees, or the members of the committees or failing this duly appointed delegates, will attend the meetings to answer questions at the meeting.

The Company will use a range of communication tools to ensure the shareholders are kept well informed including general meeting, annual report, various notices, announcements and circulars. To promote effective communication, the Company maintains a website at www.comesure.com to post the up-to-date information on the Group's latest business development, financial information and other relevant information for public access.

The first annual general meeting of the Company will be scheduled on 25 September 2009. Details of the meeting and necessary information on issues to be considered in the annual general meeting will be dispatched to shareholders of the Company at least 21 days in advance.

Shareholders' right

The Board and the management of the Group endeavored to ensure all the shareholders are treated equally and have their deserved rights.

To ensure the rights of all shareholders, separate resolutions are proposed at the general meeting on each substantial issue, including but not limited to connected transactions, substantial acquisitions and election of individual directors.

Extraordinary general meeting ("EGM") shall be convened on the requisition of one or more shareholders holdings, at the date of deposit of the requisition, not less than one tenth of the paid up capital of the Company having the right of voting at general meeting. Such requisition shall be made in writing to the Board or the secretary for the purpose of requiring an EGM to be called by the Board for the transaction of any business specified in such requisition.

Any shareholder may appoint a proxy or representative to attend the general meeting, and they are entitled to exercise the same voting right in the meeting.

The convent and holding of general meeting and information distributed to shareholders are strictly pursuant to the relevant regulations.

Going Concern

The Board considered that there are no material uncertainties relating to events or conditions that cast significant doubt upon the Company's ability to continue as a going concern.

Directors and Senior Management

Directors

Executive Directors

Mr. CHONG Kam Chau (莊金洲先生), aged 62, the founder, Chairman of the Board and President of the Group and is responsible for the strategic planning and overall development of the Group. Mr. CHONG is a director of all subsidiaries of the Company except Luck Sea Investment Limited, Keen Rise International Development Limited, Century Shiny Investment Limited, Bright Leader Trading (Shenzhen) Company Limited, Come Sure Group Limited-Macao Commercial Offshore, Chance Bright Limited-Macao Commercial Offshore, and Huizhou Come Sure Packing Products Company Limited. He is a standing member of the Political Consultative Conference of Shanxi Province (山西省政協常務委員), a director of China Poverty Alleviation and Development Association (中國扶貧開發協會常務理事), the Vice-President of Shanxi Association of Overseas Liaison (山西省海外聯誼會副會長), the director of the Hong Kong Chinese People's Political Consultative Conference (Provincial) Members Association (港區省級政協委員聯誼會常務理事), and the Permanent Honorary President of the Eastern District Industries & Commerce Association (香港東區工商業聯會永遠名譽會長). Mr. CHONG is a part time professor of Shanxi University of Finance and Economics (山西財經大學). Mr. CHONG was the 16th and 17th term committee member, the vice chairman of the 18th term of HKCPMA. Mr. CHONG has been responsible for overseeing the Group's development strategy and financial performance, procurement and sales, marketing of the Group, making him have over 20 years experience in the operation and management of companies engaging in manufacturing and/or trading of corrugated paper products in Hong Kong and the PRC. Mr. CHONG is the father of Mr. CHONG Wa Pan, Mr. CHONG Wa Ching and Mr. CHONG Wa Lam, all of whom are executive directors. Ms. CHAN Po Chai, one of the senior management of the Group, is the elder sister of Ms. CHAN Po Ting, the spouse of Mr. CHONG Kam Chau.

Mr. CHONG Wa Pan (莊華彬先生), aged 36, is the eldest son of Mr. CHONG Kam Chau and is the Managing Director of the Group. He joined the Group in December 1991 and is responsible for the Group's overall management. Mr. CHONG Wa Pan is a director of Come Sure Holdings Limited, Central Master Limited, Central Dragon Limited, Come Sure Development Limited, Come Sure Packing Products (Shenzhen) Company Limited, Bright Leader Trading (Shenzhen) Company Limited, and Huizhou Come Sure Packing Products Company Limited (all of which are subsidiaries of the Company). Mr. CHONG Wa Pan obtained a post-graduate certificate in June 2002 and a professional certificate in March 2006 both in Enterprise Management from Shanxi University of Finance and Economics (山西財經大學). Mr. CHONG Wa Pan is a member of the Political Consultative Conference of Jiangxi Province (江西省政協委員), the honorary-president of Taiyuan City Association of Overseas Liaison (太原市海外聯誼會名譽會長), an executive director of the Shanxi Association of Overseas Liaison (山西省海外聯誼會常務理事), a director of the Jiangxi Association of Overseas Liaison (江西省海外聯誼會理事), an executive director of Neimenggu Association of Overseas Liaison (內蒙古海外聯誼會常務理事), and the vice president of the Eastern District Industries & Commerce Association (香港東區工商業聯會副會長). Mr. CHONG Wa Pan has over 15 years experience in the daily operation of the Group and sales and marketing of corrugated paper products in Hong Kong and the PRC, which are gained within the Group.

Mr. YIU Ho Chi Stephen (姚好智先生), aged 46, is the Chief Financial Officer and Company Secretary of the Group. He joined the Group in June 2002 and is responsible for the financial management of the Group. Mr. YIU holds a Diploma in Accounting from Hong Kong Shue Yan College, a Bachelor's degree in Law from Peking University and a Master degree in Business from Curtin University of Technology in Australia. Mr. YIU is a member of American Institute of Certified Public Accountants, a Certified Public Accountant of the Hong Kong Institute of Certified Public Accountants and a Certified Information Systems Auditor. Mr. YIU has over 20 years of experience in auditing, accounting and finance gained from international public accounting firm, multinational corporations and listed companies in Hong Kong.

Mr. CHONG Wa Ching (莊華清先生), aged 31, is the second son of Mr. CHONG Kam Chau. Mr. CHONG Wa Ching is a director of Century Shiny Investment Limited and Huizhou Come Sure Packing Products Company Limited (all of which are subsidiaries of the Company), and the general manager of the Company's third production plant located at Baoan, Shenzhen, the PRC. He joined the Group in August 2000 and is responsible for the management of the Group's offset printing operations including the strategic planning and control of the procurement and logistic activities. Mr. CHONG Wa Ching holds a Bachelor's degree in Business (Information Technology) from Swinburne University of Technology in Australia. Mr. CHONG Wa Ching was a director of Yan Chai Hospital of the 36th and 37th term (2003-2005) board of directors and is a honorary director of Yan Chai Hospital.

Directors (Continued)

Executive Directors (Continued)

Mr. CHONG Wa Lam (莊華琳先生), aged 30, is the youngest son of Mr. CHONG Kam Chau. Mr. CHONG Wa Lam is a director of Bright Leader Trading (Shenzhen) Company Limited and Come Sure Packing Products (Shenzhen) Company Limited (all of which are subsidiaries of the Company). He joined the Group in April 2002 and is responsible for the Group's sales and marketing activities including sales development and product development of the Group. Mr. CHONG Wa Lam obtained a post-graduate certificate in June 2002 and a professional certificate in March 2006 both in Enterprise Management from Shanxi University of Finance and Economics (山西財經大學). He is a member of the Political Consultative Conference of Nanchang City Jiangxi Province (江西省南昌市政協委員), a director of the Shanxi Association of Overseas Liaison (山西省海外聯誼會理事), a vice chairman of Guangdong Huidong Association of Foreign Investment Enterprises (廣東惠東外商企業投資協會副會長) and a vice president of the Hong Kong Corrugated Paper Manufacturers' Association.

Independent Non-executive Directors

Mr. CHAU On Ta Yuen (周安達源), aged 61, was appointed as an independent non-executive director on 5 February 2009. He graduated from Xiamen University, majoring in Chinese language and literature. Mr. CHAU is currently the chairman of the board of directors of Wonson International Holdings Limited which is listed on the Main Board. He is the independent non-executive director of Wonderful World Holdings Limited and Buildmore International Limited, which are listed on the Main Board. He is also an independent non-executive director of Everpride Biopharmaceutical Company Limited, which is listed on the GEM. During the period from March 2000 to November 2006, Mr. CHAU had been an executive director and vice-chairman of Everbest Energy Holdings Limited (now known as Dynamic Energy Holdings Limited), which is listed on the Main Board. The principal activities of the subsidiaries of Everbest Energy Holdings Limited consisted of the generation and sale of electricity through the operation of a coal-fired electricity power plant located in Fujian Province, the PRC. He is currently the managing director of Wealthy Sea Group (H.K.) Limited. He has been appointed as director of Joycheers Holdings Limited in 1996 and Everbest Water Treatment Development Company Limited in 2002, which is engaged in the trading and construction business and water treatment development respectively. He is a member of the Chinese People's Political Consultative Conference of the PRC (全國政協委員) and the vice chairman of Hong Kong Federation of Fujian Associations (香港福建社團聯會副主席).

Ms. TSUI Pui Man (徐珮文女士), aged 52, was appointed as an independent non-executive Director on 5 February 2009. She is a practising lawyer in Hong Kong. Ms. TSUI holds a Bachelor's degree in Arts and a Bachelor's degree in Law from the University of Hong Kong. Ms. Tsui is a qualified solicitor in Hong Kong (admitted in 1988), England and Wales, Australia and Singapore. She is also a Notary Public and a China-Appointed Attesting Officer. Ms. TSUI was a member of Disciplinary Panel of Hong Kong Certified Public Accountants. She is a member of Political Consultative Conference of Shanxi Province (山西省政協委員) and a council member of Association for the Promotion of Peaceful National Reunification of China (中國和平統一促進會理事).

Mr. LAW Tze Lun (羅子璘先生), aged 36, was appointed as an independent non-executive Director on 5 February 2009. He is a Practising Certified Public Accountant in Hong Kong. Mr. LAW holds a Bachelor of Commerce (Accounting) from the Curtin University of Technology in Australia. He is a Certified Public Accountant (Practising) of the Hong Kong Institute of Certified Public Accountants and a Certified Practising Accountant of CPA Australia. Mr. LAW has over 15 years of experience in auditing, accounting and finance gained from various accounting firms in Hong Kong.

Senior management

Mr. CHU Lok Fung Barry (朱樂峰先生), aged 39, is the Chief Accountant of the Group. Mr. CHU joined the Group in August 2003 and is responsible for the financial and accounting management and secretarial affairs of the Group. Mr. CHU holds a Master of Science in Accountancy degree from the Hong Kong Polytechnic University and a Bachelor's degree in Business from Monash University in Australia. He is a Fellow Certified Public Accountant of the Hong Kong Institute of Certified Public Accountants and a Certified Practising Accountant of CPA Australia. Mr. CHU has over ten years of experience of auditing, financial and accounting gained from international accounting firms and listed companies.

Mr. PUN Tsz Kwong (潘子光先生), aged 47, is the deputy general manager of the Group and the director of Chance Bright Limited-Macao Commercial Offshore, a wholly owned subsidiary of the Company. He joined the Group in April 2007 and is responsible for the planning and coordination of productions between various plants within the Group and in charge of the offset printing operations of the Group. He holds a Master of Science in Management of Manufacture from Coventry University in Scotland. Before joining the Group, Mr. PUN has more than 18 years experience in manufacturing industries management involved production, material control, procurement and logistics.

Mr. YEOH Keng Gut, aged 40, is the plant manager of Come Sure Packing Products (Shenzhen) Company Limited. He joined the Group in June 2007 and is responsible for overall plants operation of Come Sure Shenzhen. He holds a Bachelor's degree in Applied Science (Engineering) from University of Toronto in Canada. Mr. YEOH has more than 12 years experience in the packaging industry involved in engineering, production, planning and customer services gained in Malaysia and China.

Ms. LAU Yin Chuen (劉燕邨女士), aged 55, is the group purchasing manager of the Group. She joined the Group in March 2000 and is responsible for the overall logistic management of raw materials purchasing of the Group. Ms. LAU holds a Diploma in Economics from the Beijing Institute of Commerce (北京商學院) now known as Beijing Technology and Business University (北京工商大學) in Beijing, the PRC. Before joining the Group, Ms. LAU has over 12 years of experience in finance and accounting of which approximately four years gained from a company which involved in the manufacturing and/or trading of electronic consumer products.

Mr. CHONG Wa Nam (莊華楠先生), aged 38, is the supervisor (監事) of Come Sure Packing Products (Shenzhen) Company Limited, a subsidiary of the Company. Mr. CHONG Wa Nam joined the Group since 1992 and is responsible for monitoring the management and operations of Come Sure Packing Products (Shenzhen) Company Limited to ensure the Group is in compliance with the PRC company laws and other legal regulations. Mr. CHONG Wa Nam holds a professional certificate in Enterprise Management from Shanxi University of Finance and Economics (山西財經大學). Mr. CHONG Wa Nam has more than 15 years of experience in the packaging industry involved in production, logistics, customer services and administration gained within the Group.

Ms. CHAN Po Chai (陳寶釵女士), aged 60, the elder sister of Ms. CHAN Po Ting, the spouse of Mr. CHONG Kam Chau, is the administration manager of the Group and the director of Luck Sea Investment Limited and Come Sure Group Limited – Macao Commercial Offshore (all of which are subsidiaries of the Company). She joined the Group in 1990 and is responsible for the administration and customer services. Ms. CHAN has more than 18 years of experience in the packaging industry involved in logistic, credit control and customer services gained within the Group.

Company secretary

Mr. YIU Ho Chi Stephen, *CISA, CPA*

Directors' Report

The Directors are pleased to present their annual report and the audited consolidated financial statements for the year ended 31 March 2009.

Principal activities

The Company acts as an investment holding company. The activities of its principal subsidiaries, are set out in note 33 to the financial statements.

Results and appropriations

The results of the Group for the year ended 31 March 2009 are set out in the consolidated income statement on page 40.

No interim dividend was paid during the year (2008: HK$4,000 per share). The Directors now recommend the payment of a final dividend of HK4.6 cents per share to the shareholders on the register of members on 21 September 2009 amounting to approximately HK$12.9 million (2008: NIL), and the retention of the remaining profit for the year of approximately HK$19.6 million. The final dividend is subject to the approval of the shareholders of the Company in the forthcoming annual general meeting.

Closure of register of members

The register of members of the Company will be closed from 22 September 2009 to 25 September 2009, both days inclusive, during which period no transfer of shares can be registered. In order to qualify for the proposed final dividend, all transfer documents accomplished by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, at 26/F Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong no later than 4:00 p.m. on 21 September 2009.

Fixed assets

Details of the movements during the year in the property, plant and equipment of the Group are set out in notes 15 and 16 to the financial statements.

Share capital

Details of the movements during the year in the share capital of the Company are set out in note 25 to the financial statements.

Distributable reserves of the Company

The Company's reserves available for distribution to shareholders as at 31 March 2009 amounted to approximately HK$257.9 million (2008: HK$199.0 million).

Purchase, Sales or Redemption of Company's Listed Securities

Save for the shares of the Company issued and allotted to subscribers in the Company's initial public offering in February 2009, during the year, the Company and its subsidiaries had not purchased, sold or redeemed any of the Company's listed securities.

Directors

The Directors of the Company during the year and up to the date of this report were:

Executives Directors

CHONG Kam Chau	(appointed on 10 March 2006)
CHONG Wa Pan	(appointed on 5 February 2009)
YIU Ho Chi Stephen	(appointed on 5 February 2009)
CHONG Wa Ching	(appointed on 5 February 2009)
CHONG Wa Lam	(appointed on 5 February 2009)

Independent Non-executive Directors

CHAU On Ta Yuen	(appointed on 5 February 2009)
TSUI Pui Man	(appointed on 5 February 2009)
LAW Tze Lun	(appointed on 5 February 2009)

In accordance with the provisions of the Company's Articles of Association, Messrs. CHONG Kam Chau, CHONG Wa Ching and CHONG Wa Lam retire by rotation and, being eligible, offers themselves for re-election.

Directors' service contracts

No director proposed for re-election at the forthcoming annual general meeting has a service contract which is not determinable by the Group within one year without payment of compensation (other than statutory compensation).

Bank loans and other borrowings

Particulars of bank loans and other borrowings of the Company and the Group as at 31 March 2009 are set out in notes 22 and 24 to the financial statements.

Five year summary

A summary of the results and of the assets and liabilities of the Group for the last five financial years is set out on pages 3 to 4 of the annual report.

Retirement schemes

Particulars of the Group's retirement schemes are set out in note 28 to the financial statements.

Directors' and chief executive's interests and short positions in shares

At 31 March 2009, the interests and short positions of the Directors or chief executives of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations, as recorded in the register maintained by the Company pursuant to Section 352 of the Securities and Futures Ordinance ("SFO"), or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited pursuant to the SFO or Model Code for Securities Transactions by Directors of Listed Companies, were as follows:

Long positions in the shares

Name	Capacity/Nature	Number of Shares	Percentage of issued Shares
Mr. CHONG Kam Chau (Notes 1 & 2)	Interest of a controlled corporation; founder and beneficiary of a discretionary trust	210,000,000	75.00%
Mr. CHONG Wa Pan (Notes 1 & 3)	Beneficiary of a discretionary trust	210,000,000	75.00%
Mr. CHONG Wa Ching (Notes 1 & 3)	Beneficiary of a discretionary trust	210,000,000	75.00%
Mr. CHONG Wa Lam (Notes 1 & 3)	Beneficiary of a discretionary trust	210,000,000	75.00%

Long positions in the ordinary shares of associated corporation

Name	Name of associated corporation	Capacity/Nature	Number of securities	Percentage shareholding
Mr. CHONG Kam Chau (Notes 1 & 2)	Perfect Group Version Limited	Interest of a controlled corporation; founder and beneficiary of a discretionary trust	10,000 ordinary shares	100%
Mr. CHONG Wa Pan (Notes 1 & 3)	Perfect Group Version Limited	Beneficiary of a discretionary trust	10,000 ordinary shares	100%
Mr. CHONG Wa Ching (Notes 1 & 3)	Perfect Group Version Limited	Beneficiary of a discretionary trust	10,000 ordinary shares	100%
Mr. CHONG Wa Lam (Notes 1 & 3)	Perfect Group Version Limited	Beneficiary of a discretionary trust	10,000 ordinary shares	100%

Directors' and chief executive's interests and short positions in shares (Continued)

Notes:

1. The entire issued shares of Perfect Group Version Limited are held by Jade City Assets Limited, which is in turn is held by HSBC International Trustee Limited acting as the trustee of the CHONG Family Trust. The CHONG Family Trust is an irrevocable discretionary trust set up by Mr. CHONG Kam Chau as settlor and HSBC International Trustee Limited as trustee on 2 February 2009. The beneficiaries of the CHONG Family Trust include Mr. CHONG Kam Chau, Ms. CHAN Po Ting, Mr. CHONG Wa Pan, Mr. CHONG Wa Ching and Mr. CHONG Wa Lam and the issues of Mr. CHONG Wa Pan, Mr. CHONG Wa Ching and Mr. CHONG Wa Lam.

2. Mr. CHONG Kam Chau is the founder, an executive director, President of the Group and the Chairman of the Board. Mr. CHONG Kam Chau is the sole director of Perfect Group Version Limited and therefore Mr. CHONG Kam Chau is deemed or taken to be interested in the entire issued shares of Perfect Group Version Limited and the 210,000,000 Shares beneficially owned by Perfect Group for the purposes of the SFO. Mr. CHONG Kam Chau as settlor and a beneficiary of the CHONG Family Trust is also deemed or taken to be interested in the 210,000,000 Shares held by Perfect Group Version Limited under the SFO.

3. Mr. CHONG Wa Pan, Mr. CHONG Wa Ching and Mr. CHONG Wa Lam, as executive directors and beneficiaries and the issues of Mr. CHONG Wa Pan, namely, Mr. CHONG Kam Hung, Mr. CHONG Kam Shing and Ms. CHONG Sum Yee as beneficiaries of the CHONG Family Trust, are deemed or taken to be interested in entire issued shares of Perfect Group Version Limited and the 210,000,000 Shares held by Perfect Group Version Limited under the SFO.

Other than the holdings disclosed above and nominee shares in certain subsidiaries held in trust for the Group, none of the Directors or chief executive, had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations as at 31 March 2009.

Substantial shareholders

As at 31 March 2009, the register of substantial shareholders maintained by the Company pursuant to Section 336 of the Securities and Futures Ordinance shows that other than the interests disclosed above in respect of certain directors and the chief executive, the following shareholders had notified the Company of relevant interests in the issued share capital of the Company.

Long positions in the shares

Name	Capacity/Nature	Number of Shares	Percentage of issued Shares
Perfect Group Version Limited (Note 1)	Beneficial owner	210,000,000	75.00%
Jade City Assets Limited (Note 2)	Interest of controlled corporation	210,000,000	75.00%
HSBC International Trustee Limited (Note 2)	Trustee	210,000,000	75.00%
Ms. CHAN Po Ting (Note 3)	Family interests; Beneficiary of a discretionary trust	210,000,000	75.00%
Ms. HUNG Shan Shan (Note 4)	Family interests	210,000,000	75.00%
Mr. CHONG Kam Hung (Note 1)	Beneficiary of a discretionary trust	210,000,000	75.00%
Mr. CHONG Kam Shing (Note 1)	Beneficiary of a discretionary trust	210,000,000	75.00%
Ms. CHONG Sum Yee (Note 1)	Beneficiary of a discretionary trust	210,000,000	75.00%
Mr. ZHANG Cheng Fei	Beneficial owner	14,000,000	5.00%

Substantial shareholders (Continued)

Long positions in the shares (Continued)

Notes:

1. The entire issued shares of Perfect Group Version Limited are held by Jade City Assets Limited, which is in turn is held by HSBC International Trustee Limited acting as the trustee of the CHONG Family Trust. The CHONG Family Trust is an irrevocable discretionary trust set up by Mr. CHONG Kam Chau as settlor and HSBC International Trustee Limited as trustee on 2 February 2009. The beneficiaries of the CHONG Family Trust include Mr. CHONG Kam Chau, Ms. CHAN Po Ting, Mr. CHONG Wa Pan, Mr. CHONG Wa Ching and Mr. CHONG Wa Lam and the issues of Mr. CHONG Wa Pan, Mr. CHONG Wa Ching and Mr. CHONG Wa Lam. Mr. CHONG Kam Hung, Mr. CHONG Kam Shing and Ms. CHONG Sum Yee are issues of Mr. CHONG Wa Pan.

2. Such Shares are held by Perfect Group Version Limited, the entire issued shares of which are held by Jade City Assets Limited. The entire issued capital of Jade City Assets Limited is held by HSBC International Trustee Limited acting as the trustee of the CHONG Family Trust.

3. Ms. CHAN Po Ting, the spouse of Mr. CHONG Kam Chau and one of the beneficiaries of the CHONG Family Trust, is deemed or taken to be interested in the interests held by Mr. CHONG Kam Chau and Perfect Group Version Limited under the SFO.

4. Ms. HUNG Shan Shan, is the spouse of Mr. CHONG Wa Pan and is deemed or taken to be interested in the interests held by Mr. CHONG Wa Pan under the SFO.

Arrangements to purchase shares or debentures

At no time during the year was the Company, or any of its subsidiaries or fellow subsidiaries, a party to any arrangements to enable the directors of the Company to acquire benefits by means of the acquisition shares in, or debentures of, the Company or any other body corporate.

Directors' interests in contracts of significance

No contract of significance to which the Company, or its subsidiaries was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

Connected transactions

Acquisition of Century Shiny Investment Limited by the Group from Mr. CHONG Kam Chau

On 30 January 2009, Mr. CHONG Kam Chau as vendor and Jumbo Match Limited, a wholly-owned subsidiary of the Company, as purchaser entered into a sale and purchase agreement in relation to the entire issued share capital of Century Shiny Investment Limited at a cash consideration of approximately HK$865,000 and a shareholder's loan in the amount of approximately HK$28,395,000 at cost. The above sale and purchase has been completed on 2 February 2009. The abovementioned sale and purchase constituted a discontinued connected transaction prior to the listing of the Company on 26 February 2009.

Provision of transportation services by Wan Tai Shun to the Group

An agreement was entered into by Come Sure Packing Products (Shenzhen) Company Limited ("Come Sure Shenzhen") and Wan Tai Shun Enterprises Development Company Limited ("Wan Tai Shun") on 30 September 2008 in relation to the provision of transportation services by Wan Tai Shun to Come Sure Shenzhen commencing from the date of the agreement to 31 March 2011. The Group selects transportation service providers principally based on service quality and Price. Mr. ZHUANG Yong Shun the beneficial owner of Wan Tai Shun is nephew of Mr. CHONG Kam Chau and therefore, is a connected person of the Company within the meaning of Chapter 14A of the Listing Rules.

Connected transaction (Continued)

Provision of transportation services by Wan Tai Shun to the Group (Continued)

The provision of transportation services by Wan Tai Shun constituted a non-exempt continuing connected transaction for the Company for the purposes of the Listing Rules. The Directors and the independent non-executive directors, were of the opinion that the non-exempt continuing connected transaction described above has been conducted, and will be carried out, in the ordinary and usual course of business of the Group and on normal commercial terms, the Annual Caps are fair and reasonable and are in the interest of the Company and the Shareholders as a whole.

As the non-exempt connected transaction described above is entered into in the ordinary course of business on a continuing basis, the Directors consider that disclosure and approval of them in full compliance with the Listing Rules each time when such connected transaction is entered into would be impractical and unduly onerous. The Company has applied to the Stock Exchange, and the Stock Exchange has granted, pursuant to Rule 14A.42(3) of the Listing Rules, a waiver from strict compliance with the announcement and independent shareholders' approval requirements relating to continuing connected transaction under the Listing Rules, subject to the aggregate value of transportation services to be provided by Wan Tai Shun for each of the three years ending 31 March 2011 does not exceed HK$9 million, HK$10.5 million and HK$12 million respectively.

Pursuant to the Listing Rules, if the amount of the transportation fees to Wan Tai Shun exceeds the Annual Caps, or if the transportation service agreement between the Group and Wan Tai Shun is renewed or if there is a material change to the terms of such agreement, the Company must comply with the announcement, reporting and independent shareholders' approval requirements set out in Chapter 14A of the Listing Rules as applicable.

The transportation fees paid by the Group to Wan Tai Shun amounted to approximately HK$6.5 million (2008: HK$6.1 million) and representing approximately 34.3% of the Group's total transportation cost of the financial years (2008: 33.9%).

In accordance with the conditions agreed with the Stock Exchange with respect to the above continuing connected transaction, the independent non-executive directors have reviewed the continuing connected transaction. In their opinion, such transactions entered into by the Group were:

(i) in the ordinary and usual course of business of the Group;

(ii) either on normal commercial terms or, if there are not sufficient comparable transactions to judge whether they are on normal commercial terms, on terms no less favourable than terms available to or from independent third parties;

(iii) in accordance with relevant agreements governing such transactions; and

(iv) on terms that are fair and reasonable and in the interests of the Company and the shareholders of the Company as a whole.

Other than the related party transactions as stated above and disclosed in note 32 to the financial statements which constituted a continuing connected transaction exempted from the reporting, announcement and shareholders approval requirements under Chapter 14A of the Listing Rules, there were no connected transactions of significance to the Group during the financial year.

Independent non-executive directors

The Company has received, from each of the independent non-executive directors, an annual confirmation of his/her independence pursuant to Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The Company considers all of the independent non-executive directors are independent.

Emolument policy

The emolument policy for the senior management of the Group is set up by the Remuneration Committee on the basis of their merit, qualifications and competence with reference to similar prevailing market condition.

The emoluments of the Directors are decided by the Remuneration Committee, having regard to the Group's operating results, individual performance and comparable market statistics.

Share Option Scheme

As to attract and retain the eligible persons, to provide additional incentive to them and to promote the success of the business of the Group, the Company conditionally adopted a share option scheme (the "Scheme'') on 5 February 2009 whereby the Board are authorised, at their absolute discretion and subject to the terms of the Scheme, to grant options to subscribe the shares of the Company (the ''Shares'') to, inter alia, any employees (full-time or part-time), directors, consultants and advisers or any substantial shareholder, distributors, contractors, suppliers, agents, customers, business partners or service providers of the Group. The Scheme became unconditional on 26 February 2009 and shall be valid and effective for a period of ten years commencing on 5 February 2009, subject to the early termination provisions contained in the Scheme.

An offer for the grant of options must be accepted within seven days inclusive of the day on which such offer was made. The amount payable by the grantee of an option to the Company on acceptance of the offer for the grant of an option is HK$1.00. The subscription price of a Share in respect of any particular option granted under the Share Option Scheme shall be a price solely determined by the Board and notified to a participant and shall be at least the highest of: (i) the closing price of the Shares as stated in the Stock Exchange's daily quotations sheet on the date of grant of the option; (ii) the average of the closing prices of the Shares as stated in the Stock Exchange's daily quotations sheets for the 5 business days immediately preceding the date of grant of the option; and (iii) the nominal value of a Share on the date of grant of the option.

The Company shall be entitled to issue options, provided that the total number of shares which may be issued upon exercise of all options to be granted under the Scheme does not exceed 10% of the shares in issue on the listing date of the Company. The Company may at any time refresh such limit, subject to the shareholders' approval and issue of a circular in compliance with the Listing Rules, provided that the total number of shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under all the share option schemes of the Company does not exceed 30% of the shares in issue at the time.

The total number of securities available for issue under the Scheme as at the date of this report was 28,000,000 Shares which represented 10% of the issued share capital of the Company as at the date of this report. The total number of shares issued and to be issued upon exercise of options granted to any grantee (including both exercised and outstanding options) under the Scheme, in any 12-month period up to the date of grant shall not exceed 1% of the Shares in issue. An option may be exercised in accordance with the terms of the Scheme at any time during a period as the Board may determine which shall not exceed ten years from the date of grant subject to the provisions of early termination thereof.

No share option has been granted under the Scheme.

Pre-emptive rights

There are no provisions for pre-emptive rights under the Company's Articles of Assoication, or the laws of Cayman Islands, which would oblige the Company to offer new shares on a pro-rata basis to existing shareholders.

Sufficiency of public float

As far as the Company is aware, and with the knowledge of the Directors, at least 25% of the issued shares of the Company were held in public hands as of 31 March 2009.

Charitable donations

During the year, the Group made charitable donations amounting to approximately HK$0.4 million.

Major customers and suppliers

The information in respect of the Group's sales and purchases attributable to the major customers and suppliers respectively during the financial year under review is as follows:

	Percentage of the group's total	
	Sales	**Purchases**
The largest customer	5.4%	N.A.
Five largest customers in aggregate	22.1%	N.A.
The largest supplier	N.A.	47.0%
Five largest suppliers in aggregate	N.A.	79.7%

Save for Mr. ZHANG Cheng Fei, who is the executive director and deputy chief executive officer of Nine Dragons Paper (Holdings) Limited and holds 5% of the issued share capital of the Company, at no time during the year have the Directors, their associates or any shareholder of the company (who/which to the knowledge of the directors owns more than 5% of the company's share capital) had any interest in these major customers and suppliers.

Post balance sheet events

Details of significant events occurring after the balance sheet date are set out in note 34 to the financial statements.

Auditor

A resolution will be submitted to the annual general meeting to re-appoint Messrs. RSM Nelson Wheeler as auditor of the Company.

On behalf of the Board

CHONG Kam Chau
Chairman

24 July 2009

Independent Auditor's Report

RSM! Nelson Wheeler
中瑞岳華（香港）會計師事務所
Certified Public Accountants

TO THE SHAREHOLDERS OF
COME SURE GROUP (HOLDINGS) LIMITED
(Incorporated in the Cayman Islands with limited liability)

We have audited the consolidated financial statements of Come Sure Group (Holdings) Limited (the "Company") set out on pages 40 to 80, which comprise the consolidated and Company balance sheets as at 31 March 2009, and the consolidated income statement, consolidated statement of changes in equity and consolidated cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Directors' responsibility for the financial statements

The directors of the Company are responsible for the preparation and the true and fair presentation of these financial statements in accordance with Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA") and the disclosure requirements of the Hong Kong Companies Ordinance. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and the true and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on our audit and to report our opinion solely to you, as a body, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. We conducted our audit in accordance with Hong Kong Standards on Auditing issued by the HKICPA. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and true and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion the consolidated financial statements give a true and fair view of the state of affairs of the Company and of the Group as at 31 March 2009 and of the Group's results and cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards and have been properly prepared in accordance with the disclosure requirements of the Hong Kong Companies Ordinance.

RSM Nelson Wheeler
Certified Public Accountants

Hong Kong
24 July 2009

Consolidated Income Statement

For the year ended 31 March 2009

	Note	2009 HK$'000	2008 HK$'000
Turnover	7	**614,780**	665,667
Cost of goods sold		**(499,094)**	(524,737)
Gross profit		**115,686**	140,930
Other income	8	**2,678**	3,147
Selling expenses		**(22,381)**	(19,078)
Administrative expenses		**(49,654)**	(48,934)
Other operating expenses		**(6,014)**	(1,392)
Profit from operations		**40,315**	74,673
Finance costs	9	**(4,166)**	(6,841)
Profit before tax		**36,149**	67,832
Income tax expense	10	**(3,628)**	(5,908)
Profit for the year	11	**32,521**	61,924
Dividends	13	**12,880**	40,000
Earnings per share	14		
Basic		**15.02 cents**	29.49 cents
Diluted		**N/A**	N/A

Consolidated Balance Sheet

At 31 March 2009

	Note	2009 HK$'000	2008 HK$'000
Non-current assets			
Prepaid land lease payments	15	**31,018**	5,163
Property, plant and equipment	16	**115,113**	131,029
Investment properties	17	**420**	420
Club membership		**366**	366
		146,917	136,978
Current assets			
Inventories	18	**50,881**	77,277
Trade receivables	19	**88,955**	163,161
Prepayments, deposits and other receivables		**5,334**	13,117
Prepaid land lease payments	15	**220**	215
Current tax assets		**932**	–
Pledged bank deposits	20	**39,610**	37,841
Bank and cash balances	20	**112,461**	56,446
		298,393	348,057
Current liabilities			
Trade payables	21	**25,154**	68,636
Accruals and other payables		**24,680**	28,842
Due to a director		**–**	3,054
Dividend payable		**–**	40,000
Short-term bank borrowings	22	**37,075**	81,973
Current tax liabilities		**351**	3,643
Current portion of long term borrowings	24	**5,185**	5,539
		92,445	231,687
Net current assets		**205,948**	116,370
Total assets less current liabilities		**352,865**	253,348

Consolidated Balance Sheet

At 31 March 2009

	Note	2009 HK$'000	2008 HK$'000
Non-current liabilities			
Deferred tax liabilities	23	**2,285**	2,285
Long term borrowings	24	**3,251**	8,436
		5,536	10,721
NET ASSETS		**347,329**	242,627
Capital and reserves			
Share capital	25	**2,800**	–
Reserves		**344,529**	242,627
TOTAL EQUITY		**347,329**	242,627

Approved by the Board of Directors on 24 July 2009

CHONG Kam Chau
Director

CHONG Wa Pan
Director

Balance Sheet – the Company

At 31 March 2009

	Note	**2009** **HK$'000**	2008 HK$'000
Non-current assets			
Investments in subsidiaries	33	**145,131**	141,631
Current assets			
Prepayments, deposits and other receivables		**388**	600
Due from subsidiaries	33	**120,089**	120,080
Bank balances		**68,547**	–
		189,024	120,680
Current liabilities			
Accruals and other payables		**675**	644
Due to subsidiaries	33	**69,236**	22,620
Dividend payable		**–**	40,000
Financial guarantee contract	31(b)	**3,500**	–
		73,411	63,264
Net current assets		**115,613**	57,416
NET ASSETS		**260,744**	199,047
Capital and reserves			
Share capital	25	**2,800**	–
Reserves	26(b)	**257,944**	199,047
TOTAL EQUITY		**260,744**	199,047

Approved by the Board of Directors on 24 July 2009

CHONG Kam Chau
Director

CHONG Wa Pan
Director

Consolidated Statement of Changes in Equity

For the year ended 31 March 2009

	Share capital HK$'000 (note 25)	Share premium HK$'000 (note 26c(i))	Special reserve HK$'000 (note 26c(ii))	Foreign currency translation reserve HK$'000 (note 26c(iii))	Statutory reserve HK$'000 (note 26c(iv))	Retained profits HK$'000	Total equity HK$'000
At 1 April 2007	–	21,256	105,309	6,950	15,743	64,909	214,167
Exchange differences arising on translation of foreign operations	–	–	–	21,536	–	–	21,536
Net income recognised directly in equity	–	–	–	21,536	–	–	21,536
Profit for the year	–	–	–	–	–	61,924	61,924
Total recognised income and expense for the year	–	–	–	21,536	–	61,924	83,460
Transfers	–	–	–	–	2,302	(2,302)	–
Interim dividend	–	–	–	–	–	(40,000)	(40,000)
Final dividend of 2007	–	–	–	–	–	(15,000)	(15,000)
At 31 March 2008	–	21,256	105,309	28,486	18,045	69,531	242,627
At 1 April 2008	–	21,256	105,309	28,486	18,045	69,531	242,627
Exchange differences arising on translation of foreign operations	–	–	–	6,825	–	–	6,825
Net income recognised directly in equity	–	–	–	6,825	–	–	6,825
Profit for the year	–	–	–	–	–	32,521	32,521
Total recognised income and expense for the year	–	–	–	6,825	–	32,521	39,346
Capitalisation issue (note 25(a)(ii))	2,100	(2,100)	–	–	–	–	–
Issue of shares by way of placing and public offer (note 25(b))	700	77,700	–	–	–	–	78,400
Share issue expenses	–	(13,044)	–	–	–	–	(13,044)
At 31 March 2009	**2,800**	**83,812**	**105,309**	**35,311**	**18,045**	**102,052**	**347,329**
Representing:							
At 31 March 2009 after proposed final dividend						89,172	
Proposed final dividend						12,880	
						102,052	

Consolidated Cash Flow Statement

For the year ended 31 March 2009

	2009 HK$'000	2008 HK$'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	**36,149**	67,832
Adjustments for:		
Depreciation of property, plant and equipment	**25,046**	23,815
Amortisation of prepaid land lease payments	**220**	159
Net loss on disposals of property, plant and equipment	**143**	77
Allowance for bad and doubtful debts	**2,283**	1,266
Bad debts written off	**341**	–
(Reversal of)/allowance for inventories	**(226)**	9
Finance lease charges	**–**	18
Interest expenses	**4,166**	6,823
Interest income	**(1,711)**	(1,719)
Operating profit before working capital changes	**66,411**	98,280
Decrease/(increase) in inventories	**26,622**	(26,270)
Decrease/(increase) in trade receivables	**71,582**	(19,636)
Decrease/(increase) in prepayments, deposits and other receivables	**7,783**	(2,239)
(Decrease)/increase in trade payables	**(43,482)**	15,996
(Decrease)/increase in accruals and other payables	**(4,162)**	4,236
Decrease in amount due to a director	**(330)**	(41)
Decrease in amounts due to related companies	**–**	(240)
Cash generated from operations	**124,424**	70,086
Interest received	**1,711**	1,719
Income taxes paid	**(7,887)**	(11,291)
Net cash generated from operating activities	**118,248**	60,514
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of property, plant and equipment	**(7,080)**	(17,547)
Addition of prepaid land lease payments	**(25,972)**	–
Proceeds from disposals of property, plant and equipment	**210**	671
Increase in pledged bank deposits	**(1,769)**	(3,312)
Net cash used in investing activities	**(34,611)**	(20,188)

Consolidated Cash Flow Statement

For the year ended 31 March 2009

	Note	2009 HK$'000	2008 HK$'000
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of new shares by placing and public offer		**78,400**	–
Payment of share issue expenses		**(13,044)**	–
Repayment of trust receipts loans, net		**(25,389)**	(2,802)
Bank loans raised		**50,000**	68,500
Repayment of bank loans		**(74,539)**	(81,950)
Repayment of finance lease payments		**–**	(1,013)
Advance from directors		**27,295**	9,929
Repayment to directors		**(30,019)**	(9,929)
Repayment from related companies		**–**	200
Dividends paid		**(40,000)**	(15,000)
Finance lease charges paid		**–**	(18)
Interest paid		**(4,166)**	(6,823)
Net cash used in financing activities		**(31,462)**	(38,906)
NET INCREASE IN CASH AND CASH EQUIVALENTS		**52,175**	1,420
EFFECT OF FOREIGN EXCHANGE RATE CHANGES		**4,349**	14,595
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		**55,937**	39,922
CASH AND CASH EQUIVALENTS AT END OF YEAR		**112,461**	55,937
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS			
Bank and cash balances		**112,461**	56,446
Bank overdrafts	22	**–**	(509)
		112,461	55,937

Notes to the Financial Statements

For the year ended 31 March 2009

1. GENERAL INFORMATION

The Company was incorporated on 10 March 2006 in the Cayman Islands as an exempted company with limited liability under the Companies Law of the Cayman Islands. The address of its registered office is Clifton House, 75 Fort Street, P. O. Box 1350 GT, George Town, Grand Cayman, Cayman Islands. The address of its principal place of business is Units 8–10, 8/F Cornell Centre, 50 Wing Tai Road, Chai Wan, Hong Kong.

The Company is an investment holding company and the principal activities of its subsidiaries are set out in note 33 to the financial statements.

The shares of the Company were listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on 26 February 2009.

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS

Pursuant to a group reorganisation (the "Reorganisation") to rationalise structure of the Group in preparation for the listing of the Company's shares on the Main Board of The Stock Exchange, the Company became the holding company of the Group on 30 March 2006. Further details of the Reorganisation are set out in the paragraph headed "Corporate reorganisation" in Appendix VI to the prospectus of the Company dated 16 February 2009 (the "Prospectus").

On 2 February 2009, Jumbo Match Limited, a wholly-owned subsidiary of the Company, acquired the entire equity interest in Century Shiny Investment Limited (the "Acquisition"). As the Company and its subsidiaries were all under common control of a director of the Company, Mr. CHONG Kam Chau ("Mr. CHONG") before and after the Reorganisation and the Acquisition, the Reorganisation and the Acquisition were accounted for as business combinations of entities under common control.

The financial statements of the Group have been prepared in accordance with the principles and procedures of merger accounting as set out in Accounting Guideline 5 "Merger Accounting for Common Control Combinations" issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA") as if the Reorganisation and the Acquisition had occurred from the date when the combining entities first came under the control of Mr. CHONG.

3. ADOPTION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

In the current year, the Group has adopted all the new and revised Hong Kong Financial Reporting Standards ("HKFRSs") issued by the HKICPA that are relevant to its operations and effective for its accounting year beginning on 1 April 2008. HKFRSs comprise Hong Kong Financial Reporting Standards; Hong Kong Accounting Standards ("HKAS"); and Interpretations. The adoption of these new and revised HKFRSs did not result in substantial changes to the Group's accounting policies and amounts reported for the current year and prior years.

The Group has not applied the new HKFRSs that have been issued but are not yet effective. The Group has already commenced an assessment of the impact of these new HKFRSs but is not yet in position to state whether these new HKFRSs would have a material impact on its results of operations and financial position.

4. SIGNIFICANT ACCOUNTING POLICIES

These financial statements have been prepared in accordance with HKFRSs, accounting principles generally accepted in Hong Kong and the applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange and by the Hong Kong Companies Ordinance.

These financial statements have been prepared under the historical cost convention, as modified by the revaluation of investment properties which are carried at their fair values.

The preparation of the financial statements in conformity with HKFRSs requires the use of certain key assumptions and estimates. It also requires the directors to exercise their judgements in the process of applying the accounting policies. The areas where assumptions and estimates are significant to these financial statements, are disclosed in note 5 to the financial statements.

The significant accounting policies applied in the preparation of the financial statements are set out below:

(a) Consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries made up to 31 March. Subsidiaries are entities over which the Group has control. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group has control.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date the control ceases.

The gain or loss on the disposal of a subsidiary represents the difference between the proceeds of the sale and the Group's share of its net assets together with any goodwill relating to the subsidiary which was not previously charged or recognised in the consolidated income statement and also any related accumulated foreign currency translation reserve.

Inter-company transactions, balances and unrealised profits on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

In the Company's balance sheet, the investments in subsidiaries are stated at cost, less allowance for impairment losses. The results of subsidiaries are amounted for by the Company on the basis of dividends received and receivable.

(b) Merger accounting for business combination under common control

The consolidated financial statements incorporate the financial statements of the combining entities as if they had been combined from the date when they first came under the control of the controlling party.

The consolidated income statement and consolidated cash flow statement include the results and cash flows of the combining entities from the earliest date presented or since the date when the combining entities first came under the common control, where this is a shorter period, regardless of the date of the common control combination.

4. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(b) Merger accounting for business combination under common control (Continued)

The consolidated balance sheet has been prepared to present the assets and liabilities of the combining entities as if the group structure as at 31 March 2009 had been in existence at each balance sheet date. The net assets of the combining entities are combined using the existing book values from the controlling party's perspective. No amount is recognised in respect of goodwill or excess of acquirers' interest in the net fair value of acquiree's identifiable assets, liabilities and contingent liabilities over the cost at the time of common control combination, to the extent of the continuation of the controlling party's interest.

There was no adjustment made to the net assets nor the net profit or loss of any combining entities in order to achieve consistency of the Group's accounting policies.

(c) Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The consolidated financial statements are presented in Hong Kong dollars ("HK$"), which is the Company's functional and presentation currency.

(ii) Transactions and balances in each entity's financial statements

Transactions in foreign currencies are translated into the functional currency using the exchange rates prevailing on the transaction dates. Monetary assets and liabilities in foreign currencies are translated at the rates ruling on the balance sheet date. Profits and losses resulting from this translation policy are included in the income statement.

(iii) Translation on consolidation

The results and financial position of all the Group entities that have a functional currency different from the Company's presentation currency are translated into the Company's presentation currency as follows:

– Assets and liabilities for each balance sheet of the Group entities are translated at the closing rate at the date of that balance sheet;

– Income and expenses for each income statement of the Group entities are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the exchange rates on the transaction dates); and

– All resulting exchange differences are recognised in the foreign currency translation reserve.

On consolidation, exchange differences arising from the translation of the net investment in foreign entities and of borrowings are recognised in the foreign currency translation reserve. When a foreign operation is sold, such exchange differences are recognised in the consolidated income statement as part of the profit or loss on disposal.

4. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(d) Property, plant and equipment

All property, plant and equipment are stated at cost less accumulated depreciation and impairment losses.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are expensed in the income statement during the period in which they are incurred.

Depreciation of property, plant and equipment is calculated at rates sufficient to write off their cost less their residual values over the estimated useful lives on a straight-line basis. The principal useful lives are as follows:

Buildings	20 years
Leasehold improvements	5 – 20 years
Plant and machinery	5 – 10 years
Furniture, fixtures and equipment	5 – 10 years
Motor vehicles	5 – 10 years

The residual values, useful lives and depreciation method are reviewed and adjusted, if appropriate, at each balance sheet date.

Construction in progress represents plant and machinery pending installation and is stated at cost less accumulated impairment losses. Depreciation begins when the relevant assets are available for use.

The gain or loss on disposal of property, plant and equipment is the difference between the net sales proceeds and the carrying amount of the relevant asset, and is recognised in the income statement.

(e) Investment properties

Investment properties are land and/or buildings held to earn rentals and/or for capital appreciation. An investment property is measured initially at its cost including all direct costs attributable to the property.

After initial recognition, the investment property is stated at its fair value. Gains or losses arising from changes in fair value of the investment property are included in the income statement for the period in which they arise.

(f) Leases

(i) Operating leases

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Lease payments (net of any incentives received from the lessor) are expensed in the income statement on a straight-line basis over the lease term.

Consideration paid for land use rights is recorded as prepaid land lease payments and charged to the income statement on a straight-line basis over the term of relevant land use rights acquired.

(ii) Finance leases

Leases that substantially transfer to the Group all the risks and rewards of ownership of assets are accounted for as finance leases. At the commencement of the lease term, a finance lease is capitalised at the lower of the fair value of the leased asset and the present value of the minimum lease payments, each determined at the inception of the lease.

4. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(f) Leases (Continued)

(ii) Finance leases (Continued)

The corresponding liability to the lessor is included in the balance sheet as finance lease payable. Lease payments are apportioned between the finance charge and the reduction of the outstanding liability. The finance charge is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Assets under finance leases are depreciated the same as owned assets.

(g) Club membership

Club membership with indefinite useful life is stated at cost less any impairment losses. Impairment is reviewed annually or when there is any indication that the club membership has suffered an impairment loss.

(h) Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the weighted average basis. The cost of finished goods and work in progress comprises raw materials, direct labour and an appropriate proportion of all production overhead expenditure, and where appropriate, subcontracting charges. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

(i) Recognition and derecognition of financial instruments

Financial assets and financial liabilities are recognised in the balance sheet when the Group becomes a party to the contractual provisions of the instruments.

Financial assets are derecognised when the contractual rights to receive cash flows from the assets expire; the Group transfers substantially all the risks and rewards of ownership of the assets; or the Group neither transfers nor retains substantially all the risks and rewards of ownership of the assets but has not retained control on the assets. On derecognition of a financial asset, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised directly in equity is recognised in the income statement.

Financial liabilities are derecognised when the obligation specified in the relevant contract is discharged, cancelled or expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid is recognised in the income statement.

(j) Trade and other receivables

Trade and other receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less allowance for impairment. An allowance for impairment of trade and other receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of receivables. The amount of the allowance is the difference between the receivables' carrying amount and the present value of estimated future cash flows, discounted at the effective interest rate computed at initial recognition. The amount of the allowance is recognised in the income statement.

Impairment losses are reversed in subsequent periods and recognised in the income statement when an increase in the receivables' recoverable amount can be related objectively to an event occurring after the impairment was recognised, subject to the restriction that the carrying amount of the receivables at the date the impairment is reversed shall not exceed what the amortised cost would have been had the impairment not been recognised.

4. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(k) Cash and cash equivalents

For the purpose of the cash flow statement, cash and cash equivalents represent cash at bank and on hand, demand deposits with banks and other financial institutions, and short-term highly liquid investments which are readily convertible into known amounts of cash and subject to an insignificant risk of change in value. Bank overdrafts which are repayable on demand and form an integral part of the Group's cash management are also included as a component of cash and cash equivalents.

(l) Financial liabilities and equity instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument under HKFRSs. An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. The accounting policies adopted for specific financial liabilities and equity instruments are set out below in (m) to (p).

(m) Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred, and subsequently measured at amortised cost using the effective interest method.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

(n) Trade and other payables

Trade and other payables are stated initially at their fair value and subsequently measured at amortised cost using the effective interest method unless the effect of discounting would be immaterial, in which case they are stated at cost.

(o) Financial guarantee contract liabilities

Financial guarantee contract liabilities are measured initially at their fair values and are subsequently measured at the higher of:

– the amount of the obligations under the contracts, as determined in accordance with HKAS 37 "Provisions, Contingent Liabilities and Contingent Assets"; and

– the amount initially recognised less cumulative amortisation recognised in the income statement on a straight-line basis over the terms of the guarantee contracts.

(p) Equity instruments

Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

(q) Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable and is recognised when it is probable that the economic benefits will flow to the Group and the amount of revenue can be measured reliably.

Revenues from the sales of goods are recognised on the transfer of significant risks and rewards of ownership, which generally coincides with the time when the goods are delivered and the title has passed to the customers.

4. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(q) Revenue recognition (Continued)

Interest income is recognised on a time-proportion basis using the effective interest method.

Rental income is recognised on a straight-line basis over the lease term.

(r) Employee benefits

(i) Employee leave entitlements

Employee entitlements to annual leave and long service leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave and long service leave as a result of services rendered by employees up to the balance sheet date.

Employee entitlements to sick leave and maternity leave are not recognised until the time of leave.

(ii) Pension obligations

The Group contributes to defined contribution retirement schemes which are available to all employees. Contributions to the schemes by the Group and employees are calculated as a percentage of employees' basic salaries. The retirement benefit scheme cost charged to the income statement represents contributions payable by the Group to the funds.

(iii) Termination benefits

Termination benefits are recognised when, and only when, the Group demonstrably commits itself to terminate employment or to provide benefits as a result of voluntary redundancy by having a detailed formal plan which is without realistic possibility of withdrawal.

(s) Borrowing costs

All borrowing costs are recognised in the income statement in the period in which they are incurred.

(t) Taxation

Income tax represents the sum of the current tax and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences, unused tax losses or unused tax credits can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, and interests in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

4. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(t) Taxation (Continued)

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised, based on tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax is charged or credited to the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

(u) Related parties

A party is related to the Group if:

(i) directly or indirectly through one or more intermediaries, the party controls, is controlled by, or is under common control with, the Group; has an interest in the Group that gives it significant influence over the Group; or has joint control over the Group;

(ii) the party is an associate;

(iii) the party is a joint venture;

(iv) the party is a member of the key management personnel of the Company or its parent;

(v) the party is a close member of the family of any individual referred to in (i) or (iv);

(vi) the party is an entity that is controlled, jointly controlled or significantly influenced by or for which significant voting power in such entity resides with, directly or indirectly, any individual referred to in (iv) or (v); or

(vii) the party is a post-employment benefit plan for the benefit of employees of the Group, or of any entity that is a related party of the Group.

(v) Segment reporting

A segment is a distinguishable component of the Group that is engaged either in providing products and services (business segment), or in providing products or services within a particular economic environment (geographical segment), which is subject to risks and rewards that are different from those of other segments.

In accordance with the Group’s internal financial reporting, the Group has determined that business segments be presented as the primary reporting format and geographical as the secondary reporting format.

No business segment information of the Group is presented as the Group’s revenue, expenses, assets and liabilities are primarily attributable to the manufacturing and sales of corrugated paper-based packaging products.

No geographical segment information of the Group is presented as the Group’s production and delivery activities are primarily operated in the People’s Republic of China (“the PRC”).

4. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(w) Impairment of assets

At each balance sheet date, the Group reviews the carrying amounts of its tangible and intangible assets, except club membership, investment properties, inventories and receivables, to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of any impairment loss. Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If the recoverable amount of an asset or cash-generating unit is estimated to be less than its carrying amount, the carrying amount of the asset or cash-generating unit is reduced to its recoverable amount. An impairment loss is recognised immediately in the income statement, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset or cash-generating unit is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined (net of amortisation or depreciation) had no impairment loss been recognised for the asset or cash-generating unit in prior years. A reversal of an impairment loss is recognised immediately in the income statement, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

(x) Provisions and contingent liabilities

Provisions are recognised for liabilities of uncertain timing or amount when the Group has a present legal or constructive obligation arising as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made. Where the time value of money is material, provisions are stated at the present value of the expenditures expected to settle the obligation.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent liabilities unless the probability of outflow is remote.

(y) Events after the balance sheet date

Events after the balance sheet date that provide additional information about the Group's position at the balance sheet date or those that indicate the going concern assumption is not appropriate are adjusting events and are reflected in the financial statements. Events after the balance sheet date that are not adjusting events are disclosed in the notes to the financial statements when material.

5. KEY ESTIMATES

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

(a) Property, plant and equipment and depreciation

The Group determines the estimated useful lives and residual values and related depreciation charges for the Group's property, plant and equipment. These estimates are based on the historical experience of the actual useful lives and residual values of property, plant and equipment of similar nature and functions. The Group will revise the depreciation charge where useful lives or residual values are different to those previously estimated, or it will write-off or write-down technically obsolete or non-strategic assets that have been abandoned or sold.

(b) Allowance for inventories

Allowance for inventories is made based on the ageing and estimated net realisable value of inventories. The assessment of the allowance amount involves judgement and estimates. Where the actual outcome in future is different from the original estimate, such difference will impact the carrying value of inventories and allowance charge/write-back in the period in which such estimate has been changed.

(c) Allowance for bad and doubtful debts

The Group makes allowance of bad and doubtful debts based on assessments of the recoverability of the trade and other receivables, including the current creditworthiness and the past collection history of each debtor. Impairments arise where events or changes in circumstances indicate that the balances may not be collectible. The identification of bad and doubtful debts requires the use of judgement and estimates. Where the actual result is different from the original estimate, such difference will impact the carrying value of the trade and other receivables and bad and doubtful debt expenses in the year in which such estimate has been changed. If the financial conditions of the debtors were to deteriorate, resulting in an impairment of their ability to make payments, additional allowances may be required.

(d) Income taxes

The Group is subject to income taxes in several jurisdictions. Significant estimates are required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

6. FINANCIAL RISK MANAGEMENT

The Group's activities expose it to a variety of financial risks: foreign currency risk, credit risk, liquidity risk and interest rate risk. The Group's overall risk management programme focus on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

(a) Foreign currency risk

The Group is exposed to foreign currency risk as some of its business transactions, assets and liabilities are denominated in currencies other than the functional currency of respective group entities, such as HK$, United States dollars ("USD") and Renminbi ("RMB"). The Group currently does not have a foreign currency hedging policy in respect of foreign currency transactions, assets and liabilities. The Group will monitor its foreign currency exposure closely and will consider hedging significant foreign currency exposure should the need arises.

6. FINANCIAL RISK MANAGEMENT (CONTINUED)

(a) Foreign currency risk (Continued)

The following table demonstrates the sensitivity to a change in the value of foreign currency against functional currency with all other variables held constant, of the Group's profit after tax. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the year end for a change in foreign currency rates. A positive number indicates an increase in profit after tax. If the foreign currency rate changes in opposite direction with all other variables held constant, there would be an equal and opposite impact on the Group's profit after tax.

	Foreign currency rate movement	**Increase/ (decrease) in profit after tax** HK$'000
Year ended 31 March 2009		
– USD	**+1%**	**276**
– RMB	**+10%**	**(196)**
– HK$	**-10%**	**(11,693)**
Year ended 31 March 2008		
– USD	+1%	199
– RMB	+10%	(78)
– HK$	-10%	(11,190)

(b) Credit risk

The carrying amount of trade and other receivables and bank and cash balances including pledged bank deposits included in the consolidated balance sheet, represent the Group's maximum exposure to credit risk in relation to financial assets.

The Group's credit risk is primarily attributable to its trade receivables. The Group has policies in place to ensure that sales are made to customers with an appropriate credit history. In addition, the directors review the recoverable amount of each individual trade debt regularly to ensure that adequate impairment losses are recognised for irrecoverable debts.

The Group has no significant concentration of credit risk, the percentage of trade receivables due from the Group's five largest customers in aggregate to the Group's total trade receivables net of allowance is 31% (2008: 23%) at 31 March 2009.

The credit risk on liquid funds is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

6. FINANCIAL RISK MANAGEMENT (CONTINUED)

(c) Liquidity risk

The Group's policy is to regularly monitor current and expected liquidity requirements to ensure that it maintains sufficient reserves of cash to meet its liquidity requirements in the short and longer term.

The maturity analysis of the financial liabilities is as follows:

	Group		
	Less than 1 year HK$'000	**Between 1 and 2 years** HK$'000	**Between 2 and 5 years** HK$'000
At 31 March 2009			
Bank borrowings	**42,486**	**2,575**	**710**
Trade and other payables	**49,834**	**–**	**–**
At 31 March 2008			
Bank borrowings	88,822	5,507	3,360
Trade and other payables	97,478	–	–
Dividend payable	40,000	–	–
Due to a director	3,054	–	–

(d) Interest rate risk

The Group's exposure to interest rate risk arises mainly from its bank deposits and bank borrowings. The Group's fixed bank deposits bear interests at fixed interest rates and therefore are subject to fair value interest rate risk. The directors of the Company consider the Group's exposure to interest rate risk on fixed bank deposits is not significant.

The Group's cash flow interest rate risk primarily relates to variable-rate bank deposits and bank borrowings.

The sensitivity analysis below has been determined based on the exposure to interest rate risk on its variable rate bank deposits and borrowings at the balance sheet date and prepared assuming the amount of bank deposits and borrowings outstanding at each balance sheet date was outstanding for the whole year.

If interest rates had been 100 basis points higher with all other variables held constant, the Group's profit after tax for the year ended 31 March 2009 would have been HK$362,000 (2008: HK$673,000) lower. If interest rates had been 100 basis points lower with all other variables held constant, these would be an equal and opposite impact on the Group's profit after tax.

The Group currently does not have any interest rate hedging policy in relation to interest rate risk. The directors of the Company monitor the Group's exposure in ongoing basis and will consider hedging interest rate risk should the need arise.

(e) Fair values

The carrying amounts of the Group's financial assets and financial liabilities as reflected in the consolidated balance sheets approximate their respective fair values.

7. TURNOVER AND SEGMENTAL INFORMATION

Turnover of the Group represents net invoiced value of goods sold for the year.

Primary reporting format – business segments

No business segment information of the Group is presented as the Group's revenue, results, assets and liabilities are primarily attributable to the manufacturing and sale of corrugated paperboards and paper-based packaging products.

Secondary reporting format – geographical segments

No geographical segment information of the Group is presented as the Group's production and delivery activities are primarily operated in the PRC.

8. OTHER INCOME

	2009 HK$'000	2008 HK$'000
Interest income	**1,711**	1,719
Reversal of allowance for bad and doubtful debts	**636**	214
Rental income	**4**	17
Sundry income	**327**	1,197
	2,678	3,147

9. FINANCE COSTS

	2009 HK$'000	2008 HK$'000
Interest on bank borrowings	**4,166**	6,823
Finance lease charges	**–**	18
	4,166	6,841

10. INCOME TAX EXPENSE

	2009 HK$'000	2008 HK$'000
Hong Kong Profits Tax		
Current tax	**194**	2,452
(Over)/under-provision in previous years	**(118)**	326
	76	2,778
PRC enterprise income tax ("EIT")		
Current tax	**3,552**	4,020
Tax credit	**–**	(1,290)
	3,552	2,730
Deferred tax (note 23)	**–**	400
	3,628	5,908

Hong Kong Profits Tax is calculated at 16.5% (2008: 17.5%) on the estimated assessable profit. Tax charge on profits assessable in other jurisdictions has been calculated at the rates of tax prevailing in the relevant jurisdictions.

The mode of manufacturing operations of Wah Ming International Limited is within the scope of the Departmental Interpretation Practice Note No. 21 issued by the Inland Revenue Department of Hong Kong, that Wah Ming International Limited conducted its manufacturing operations by entering into processing arrangements with the processing factory in the PRC and hence 50% of the adjusted profits were treated as offshore and not taxable in Hong Kong.

A portion of the Group's profits for the year are earned by the Macau subsidiaries of the Group incorporated under the Macao Special Administrative Region's ("Macao SAR's") Offshore Law. Pursuant to the Macao SAR's Offshore Law, such portion of profits are exempted from Macau complimentary tax. Further, in the opinion of the Directors, that portion of the Group's profit is not at present subject to taxation in any other jurisdictions in which the Group operates.

On 16 March 2007, the new PRC enterprise income tax law passed by the Tenth National People's Congress introduces various changes which include the unification of the enterprise income tax rate for domestic and foreign enterprises at 25%. The new tax law became effective on 1 January 2008. The enterprise income tax reduction for "Export Oriented Enterprise" is no longer provided in the new EIT Law. Pursuant to Notice Guofa [2007] No. 39 "Notice on Implementation of Enterprise Income Tax Transitional Preferential Treatment" issued by the PRC State Council on 26 December 2007, enterprises entitled to lower tax rates under the old law will be given a five-year grace period before they are required to pay the statutory rate. Accordingly, the applicable enterprise income tax rate for Come Sure Packing Products (Shenzhen) Company Limited would be 18% in calendar year 2008, 20% in 2009, 22% in 2010, 24% in 2011 and 25% for 2012 onwards.

10. INCOME TAX EXPENSE (CONTINUED)

During the year, the Inland Revenue Department of Hong Kong (the "IRD") issued several letters to a director of the Company, Mr. CHONG and the Company requesting for certain financial information of some of the subsidiaries of the Group for the years of assessment from 2002/03 to 2006/07. The Group has already submitted a reply and provided part of the financial information to the IRD. The Group is still preparing and collecting information for the queries of the IRD and waiting for further comment from the IRD. On 15 March 2009, the IRD issued estimated assessments for the year of assessment 2002/03 to two of the subsidiaries of the Group which amounted to HK$640,000. The Group has made an objection to the IRD on such estimated assessments on 9 April 2009. In the opinion of the directors, as at 31 March 2009, the provision for taxation made in the financial statements of the Group is sufficient and not excessive.

The reconciliation between the income tax expense and the product of profit before tax multiplied by the Hong Kong Profits Tax rate is as follows:

	2009	2008
	HK$'000	HK$'000
Profit before tax	**36,149**	67,832
Tax at Hong Kong Profits Tax rate of 16.5% (2008: 17.5%)	**5,965**	11,871
Tax effect of income that is not taxable	**(457)**	(134)
Tax effect of expenses that are not deductible	**713**	1,009
Tax effect of tax losses not recognised	**504**	–
Tax effect of temporary differences not recognised	**(73)**	(3)
Tax effect of profit that is under tax exemption/tax concession	**(3,555)**	(5,874)
Tax effect of change of tax rate from 17.5% to 16.5%	**(199)**	–
(Over)/under-provision in previous years	**(118)**	326
Over/(under)-provision for the year	**564**	(579)
Effect of different tax rates of subsidiaries	**284**	(708)
Income tax expense	**3,628**	5,908

11. PROFIT FOR THE YEAR

The Group's profit for the year is stated after charging/(crediting) the following:

	2009 **HK$'000**	2008 HK$'000
Auditor's remuneration	**700**	869
Cost of inventories sold	**499,094**	524,737
Depreciation	**25,046**	23,815
Operating lease charges in respect of land and buildings	**12,202**	10,962
Net loss on disposals of property, plant and equipment	**143**	77
(Reversal of)/allowance for inventories (included in cost of inventories sold)	**(226)**	9
Allowance for bad and doubtful debts	**2,283**	1,266
Bad debts written off	**341**	–
Reversal of allowance for bad and doubtful debts	**(636)**	(214)
Net foreign exchange loss	**3,674**	10,552
Staff costs		
Directors' emoluments (note 12(a))	**3,502**	3,156
Other staff salaries, bonus and allowances	**32,740**	34,220
Retirement benefits scheme contributions (excluding directors)	**3,283**	2,083
	39,525	39,459

Cost of inventories sold includes staff costs, depreciation and operating lease charges totalled approximately HK$51,934,000 (2008: HK$52,141,000) which are included in the amounts disclosed separately above.

12. DIRECTORS' AND EMPLOYEES' EMOLUMENTS

(a) Directors' emoluments

The emoluments of each director for the year ended 31 March 2009 were as follows:

	Fees	Salaries and other allowances	Discretionary bonus	Retirement benefits scheme contributions	Total
	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000
Name of director					
Executive directors					
Mr. CHONG Kam Chau	–	1,380	–	–	1,380
Mr. CHONG Wa Pan	–	605	45	12	662
Mr. YIU Ho Chi, Stephen	–	605	95	12	712
Mr. CHONG Wa Ching	–	360	–	12	372
Mr. CHONG Wah Lam	–	300	25	12	337
	–	3,250	165	48	3,463
Independent Non-executive directors					
Mr. CHAU On Ta Yuen	13	–	–	–	13
Mr. LAW Tze Lun	13	–	–	–	13
Ms. Tsui Pui Man	13	–	–	–	13
	39	–	–	–	39
	39	3,250	165	48	3,502

The emoluments of each director for the year ended 31 March 2008 were as follows:

	Fees	Salaries and other allowances	Discretionary bonus	Retirement benefits scheme contributions	Total
Name of director					
Executive directors					
Mr. CHONG Kam Chau	–	1,218	60	–	1,278
Mr. CHONG Wa Pan	–	653	23	12	688
Mr. YIU Ho Chi, Stephen	–	695	27	12	734
Mr. CHONG Wa Ching	–	104	–	–	104
Mr. CHONG Wah Lam	–	315	25	12	352
	–	2,985	135	36	3,156

There was no arrangement under which a director waived or agreed to waive any emoluments during the year (2008: Nil).

12. DIRECTORS' AND EMPLOYEES' EMOLUMENTS (CONTINUED)

(b) Employees' emoluments

The five highest paid individuals in the Group during the year included 3 (2008: 3) directors whose emoluments have been disclosed above. The emoluments paid to the remaining highest paid employees during the year are as follows:

	2009 HK$'000	2008 HK$'000
Salaries and other allowances	**1,313**	965
Discretionary bonus	**–**	80
Retirement benefits scheme contributions	**12**	12
	1,325	1,057

The emoluments of the remaining highest paid employees fell within the following band:

	Number of individuals	
	2009	2008
Nil to HK$1,000,000	**2**	2

(c) During the year, no emoluments were paid by the Group to any of the directors or any of the five highest paid individuals as an inducement to join or upon joining the Group or as compensation for loss of office (2008: Nil).

13. DIVIDENDS

	2009 HK$'000	2008 HK$'000
Interim dividend paid of Nil (2008: HK$4,000) per ordinary share	**–**	40,000
Proposed final dividend of HK4.6 cents (2008: Nil) per ordinary share	**12,880**	–
	12,880	40,000

The proposed final dividend for the year is subject to the approval of the Company's shareholders at the forthcoming annual general meeting.

14. EARNINGS PER SHARE

Basic earnings per share

The calculation of basic earnings per share for the year ended 31 March 2009 is based on the profit attributable to equity shareholders of the Company of approximately HK$32,521,000 and the weighted average number of 216,520,548 ordinary shares, after taking into amount the 210,000,000 ordinary shares of the Company in issue as if the shares were issued throughout the year ended 31 March 2009, and the issuance of ordinary shares in connection with the placing and public offer during the year ended 31 March 2009.

14. EARNINGS PER SHARE (CONTINUED)

Basic earnings per share (Continued)

Weighted average number of ordinary shares

	2009 HK$	2008 HK$
Issued and issuable ordinary shares at 1 April	**210,000,000**	210,000,000
Effect of shares issued under placing and public offer	**6,520,548**	–
Weighted average number of ordinary shares at 31 March	**216,520,548**	210,000,000

The calculation of basic earnings per share for the year ended 31 March 2008 is based on the profit attributable to equity shareholders of the Company of HK$61,924,000 and the 210,000,000 ordinary shares (in issue after adjusting the capitalisation issue in February 2009), as if these shares were outstanding throughout the year ended 31 March 2008.

No diluted earnings per share are presented for the year ended 31 March 2009 (2008: Nil) as there were no potential dilutive ordinary shares.

15. PREPAID LAND LEASE PAYMENTS

The Group

	2009 HK$'000	2008 HK$'000
At beginning of year	**5,378**	5,087
Additions	**25,972**	–
Amortisation of prepaid land lease payments	**(220)**	(159)
Exchange differences	**108**	450
At end of year	**31,238**	5,378
Current portion	**(220)**	(215)
Non-current portion	**31,018**	5,163

The Group's prepaid land lease payments are analysed as follows:

	2009 HK$'000	2008 HK$'000
Leasehold land in Hong Kong under medium-term leases	**1,527**	1,568
Land use rights in PRC under medium-term leases	**29,711**	3,810
	31,238	5,378

The leasehold land in Hong Kong are pledged as security for the banking facilities granted to the Group as at 31 March 2009 and 2008 (note 27).

16. PROPERTY, PLANT AND EQUIPMENT

The Group

	Buildings HK$'000	Leasehold improvements HK$'000	Plant and machinery HK$'000	Furniture, fixtures and equipment HK$'000	Motor vehicles HK$'000	Construction in progress HK$'000	Total HK$'000
Cost							
At 1 April 2007	16,233	16,021	203,615	5,195	8,327	–	249,391
Additions	–	3,879	13,557	111	–	–	17,547
Disposals	–	–	(395)	–	(933)	–	(1,328)
Exchange differences	1,470	1,140	13,327	–	561	–	16,498
At 31 March 2008	17,703	21,040	230,104	5,306	7,955	–	282,108
Additions	–	4,268	1,018	104	537	1,153	7,080
Disposals	–	(2,876)	(850)	–	(370)	–	(4,096)
Exchange differences	286	466	4,526	–	157	–	5,435
At 31 March 2009	17,989	22,898	234,798	5,410	8,279	1,153	290,527
Accumulated depreciation and impairment							
At 1 April 2007	7,552	8,493	93,783	3,352	4,974	–	118,154
Charge for the year	535	2,754	19,464	424	638	–	23,815
Disposals	–	–	(181)	–	(399)	–	(580)
Exchange differences	422	865	7,971	–	432	–	9,690
At 31 March 2008	8,509	12,112	121,037	3,776	5,645	–	151,079
Charge for the year	471	3,264	20,282	396	633	–	25,046
Disposals	–	(2,876)	(497)	–	(370)	–	(3,743)
Exchange differences	25	289	2,592	–	126	–	3,032
At 31 March 2009	9,005	12,789	143,414	4,172	6,034	–	175,414
Carrying amount							
At 31 March 2009	**8,984**	**10,109**	**91,384**	**1,238**	**2,245**	**1,153**	**115,113**
At 31 March 2008	9,194	8,928	109,067	1,530	2,310	–	131,029

16. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

The Group (Continued)

The Group's buildings at their carrying amounts are analysed as follows:

	2009 HK$'000	2008 HK$'000
Buildings in Hong Kong	–	–
Building in PRC	**8,984**	9,194
	8,984	9,194

The buildings situated in Hong Kong, which have been fully depreciated, are pledged as security for the banking facilities granted to the Group as at 31 March 2009 and 2008 (note 27).

17. INVESTMENT PROPERTIES

The Group

Valuations were based on current prices in an active market. No valuation was carried out by an independent valuer.

The investment properties were situated in Hong Kong under long leases.

18. INVENTORIES

The Group

	2009 HK$'000	2008 HK$'000
Raw materials	**45,833**	70,773
Work in progress	**2,018**	2,528
Finished goods	**3,030**	3,976
	50,881	77,277

19. TRADE RECEIVABLES

The Group

Payment terms with customers are mainly on cash on delivery and on credit. The credit periods ranged from 15 days to 120 days after end of the month in which the relevant sales occurred. The ageing analysis of trade receivables, based on the due date, is as follows:

	2009 HK$'000	2008 HK$'000
Trade receivables:		
Undue	**66,167**	112,582
Overdue:		
1 to 30 days	**9,176**	24,623
31 to 90 days	**10,500**	20,179
91 to 365 days	**4,985**	4,935
Over 1 year	**2,807**	4,344
	93,635	166,663
Less: Allowance for bad and doubtful debts	**(4,680)**	(3,502)
	88,955	163,161

As of 31 March 2009, trade receivables of approximately HK$22,801,000 (2008: HK$50,579,000) were past due but not impaired. These relate to a number of independent customers for whom there is no recent history of default. The ageing analysis of these trade receivables is as follows:

	2009 HK$'000	2008 HK$'000
Overdue:		
1 to 90 days	**19,604**	44,802
91 to 365 days	**3,050**	3,808
Over 1 year but within 2 years	**147**	1,969
	22,801	50,579

19. TRADE RECEIVABLES (CONTINUED)

The Group (Continued)

Movements of the allowance for bad and doubtful debts are as follows:

	2009 HK$'000	2008 HK$'000
At beginning of year	**3,502**	3,598
Allowance for bad and doubtful debts for undue trade receivables	**13**	–
Allowance for bad and doubtful debts for overdue trade receivables	**2,270**	1,266
Reversal of allowance made	**(636)**	(214)
Write off as bad debts	**(513)**	(1,345)
Exchange differences	**44**	197
At end of year	**4,680**	3,502

The carrying amounts of the trade receivables are denominated in the following currencies:

	2009 HK$'000	2008 HK$'000
HK$	**39,984**	96,518
USD	**19,064**	17,795
RMB	**29,907**	48,848
	88,955	163,161

20. PLEDGED BANK DEPOSITS AND BANK AND CASH BALANCES

The Group's pledged bank deposits represented deposits pledged to banks to secure banking facilities granted to the Group (note 27).

The Group's pledged bank deposits of approximately HK$39,610,000 (2008: HK$37,841,000) are arranged at fixed rates for the year ended 31 March 2009 and carry average interest rates of 1.42% per annum (2008: 2.94% per annum) and therefore subject to fair value interest rate risk.

Bank and cash balances and pledged bank deposits of the Group amounted to approximately HK$40,912,000 (2008: HK$50,458,000) as at 31 March 2009, were denominated in RMB. Conversion of RMB into foreign currencies is subject to the PRC's Foreign Exchange Control Regulations and Administration of Settlement, Sale and Payment of Foreign Exchange Regulations.

21. TRADE PAYABLES

The Group

Payment terms granted by suppliers are mainly on cash on delivery and on credit. The credit periods ranged from 15 days to 90 days after end of the month in which the relevant purchase occurred.

The ageing analysis of trade payables, based on the date of receipt of goods, is as follows:

	2009 HK$'000	2008 HK$'000
Trade payables:		
0 to 30 days	**24,689**	58,407
31 days to 90 days	**188**	6,924
Over 90 days	**277**	3,305
	25,154	68,636

The carrying amounts of trade payables are denominated in the following currencies:

	2009 HK$'000	2008 HK$'000
HK$	**10,329**	36,016
USD	**2,342**	1,149
RMB	**12,483**	31,471
	25,154	68,636

22. SHORT-TERM BANK BORROWINGS

The Group

	2009 HK$'000	2008 HK$'000
Bank overdrafts	**–**	509
Trust receipts loans	**17,075**	42,464
Short-term bank loans	**20,000**	39,000
	37,075	81,973

All the short-term bank borrowings are denominated in HK$.

At 31 March 2009, all short-term bank borrowings are arranged at floating rates, thus exposing the Group to cash flow interest rate risk. The average interest rate was 2.04% per annum (2008: 3.47% per annum) at 31 March 2009.

22. SHORT-TERM BANK BORROWINGS (CONTINUED)

The Group (Continued)

The short-term bank borrowings are secured by the following:

(i) personal guarantees given by the directors, Mr. CHONG and Mr. CHONG Wa Pan (note 32);

(ii) corporate guarantees given by certain subsidiaries of the Company;

(iii) corporate guarantees given by a related company owned by Mr. CHONG and Mr. CHONG Wa Pan (note 32);

(iv) bank deposits, prepaid land lease payments and buildings situated in Hong Kong of the Group (note 27); and

(v) certain properties owned by the related companies owned by Mr. CHONG and Mr. CHONG Wa Pan (note 32).

The short-term bank borrowings for the year ended 31 March 2008 were also secured by certain properties owned by Mr. CHONG and the related companies owned by Mr. CHONG and Mr. CHONG Wa Pan.

At 31 March 2009, the banks agreed in principle to release the securities and guarantees given by the directors and the related companies, subject to the receipt by banks the duly executed corporate guarantees from the Company for those banking facilities granted to the subsidiaries.

23. DEFERRED TAX

The Group

The following are the major deferred tax liabilities and assets recognised by the Group.

	Accelerated tax depreciation	**Tax losses**	**Total**
	HK$'000	HK$'000	HK$'000
At 1 April 2007	3,945	(2,060)	1,885
(Credit)/charge to the consolidated income statement	(583)	983	400
At 31 March 2008	3,362	(1,077)	2,285
(Credit)/charge to the consolidated income statement	(764)	764	–
At 31 March 2009	2,598	(313)	2,285

23. DEFERRED TAX (CONTINUED)

The Group (Continued)

The following is the analysis of the deferred tax balances (after offset) for consolidated balance sheet purposes:

	2009 HK$'000	2008 HK$'000
Deferred tax liabilities	**2,598**	3,362
Deferred tax assets	**(313)**	(1,077)
	2,285	2,285

The Group had unused tax losses of approximately HK$4,967,000 (2008: HK$6,167,000) available for offset against future profits at 31 March 2009. A deferred tax asset has been recognised in respect of approximately HK$1,898,000 (2008: HK$6,153,000) of such losses as at 31 March 2009. No deferred tax asset has been recognised in respect of the remaining approximately HK$3,069,000 (2008: HK$14,000) of tax losses at the balance sheet date due to the unpredictability of future profit streams.

24. LONG TERM BORROWINGS

The Group

	2009 HK$'000	2008 HK$'000
Bank loans	**8,436**	13,975
Less: Amount due for settlement within 12 months (shown under current liabilities)	**(5,185)**	(5,539)
Amount due for settlement after 12 months	**3,251**	8,436

All the long term borrowings are denominated in HK$.

(a) The bank loans are repayable as follows:

	2009 HK$'000	2008 HK$'000
Within one year	**5,185**	5,539
In the second year	**2,544**	5,185
In the third to fifth year, inclusive	**707**	3,251
	8,436	13,975

The bank loans are arranged at floating rates and expose the Group to cash flow interest rate risk. The average interest rate was 1.71% per annum (2008: 3.37% per annum) at 31 March 2009.

24. LONG TERM BORROWINGS (CONTINUED)

The Group (Continued)

(b) The bank loans were secured by the following:

(i) personal guarantees given by the directors, Mr. CHONG and Mr. CHONG Wa Pan (note 32);

(ii) corporate guarantees given by certain subsidiaries of the Company;

(iii) corporate guarantees given by a related company owned by Mr. CHONG and Mr. CHONG Wa Pan (note 32);

(iv) bank deposits, prepaid land lease payments and buildings situated in Hong Kong of the Group (note 27); and

(v) certain properties owned by the related companies owned by Mr. CHONG and Mr. CHONG Wa Pan (note 32).

At 31 March 2009, the banks agreed in principle to release the securities and guarantees given by the directors and the related companies, subject to the receipt by banks the duly executed corporate guarantees from the Company for those banking facilities granted to the subsidiaries.

25. SHARE CAPITAL

	Note	Number of shares	Amount HK$
Authorised:			
Ordinary shares of HK$0.01 each			
At 1 April 2007 and 31 March 2008		38,000,000	380,000
Increase	(a)(i)	1,962,000,000	19,620,000
At 31 March 2009		2,000,000,000	20,000,000
Issued and fully paid:			
Ordinary shares of HK$0.01 each			
At 1 April 2007 and 31 March 2008		10,000	100
Capitalisation issue	(a)(ii)	209,990,000	2,099,900
Issue of shares by placing and public offer	(b)	70,000,000	700,000
At 31 March 2009		280,000,000	2,800,000

25. SHARE CAPITAL (CONTINUED)

Note:

(a) Pursuant to the written resolutions passed by the Company's then sole shareholder on 5 February 2009,

(i) the authorised share capital of the Company was increased from HK$380,000 to HK$20,000,000 by the creation of an additional 1,962,000,000 ordinary shares of HK$0.01 each;

(ii) a total of 209,990,000 ordinary shares of HK$0.01 each were allotted and issued as fully paid at par to the shareholders of the Company whose names appeared on the register of members of the Company at the close of business on 5 February 2009, in proportion to their shareholdings, by way of capitalisation of the sum of HK$2,099,900 standing to the credit of the share premium account of the Company.

(b) On 26 February 2009, 70,000,000 ordinary shares of HK$0.01 each were issued at HK$1.12 each to the public by way of placing and public offer for a total of cash consideration, before related expenses, of HK$78,400,000. The excess over the par value of the shares issued was credited to the share premium account.

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged from prior year.

The capital structure of the Group consists of equity attributable to equity holders of the Company, comprising issued share capital, retained profits and other reserves. The directors of the Company review the capital structure on a semi-annual basis. As part of this review, the directors consider the cost of capital and the risks associates with each class of capital. Based on recommendations of the directors, the Group will balance its overall capital structure through the payment of dividends, new share issues and share buy-backs as well as the issue of new debt or the redemption of existing debt. The Group has a target gearing ratio of not more than 30% determined as the proportion of net debt to equity.

The gearing ratio at the year end was as follows:

	2009 HK$'000	2008 HK$'000
Debt (a)	**45,511**	95,948
Less: Bank and cash balances	**(45,511)**	(56,446)
Net debt	**–**	39,502
Equity (b)	**347,329**	242,627
Net debt to equity ratio	**–**	0.16

(a) Debt is defined as short term and long term borrowings, as detailed in notes 22 and 24.

(b) Equity includes all capital and reserves of the Group.

The only externally imposed capital requirement is that for the Group to maintain its listing on the Stock Exchange it has to have a public float of at least 25% of the shares.

26. RESERVES

(a) The Group

The amounts of the Group's reserves and the movements therein are presented in the consolidated statement of changes in equity.

(b) The Company

	Share premium HK$'000 (note 26(c)(i))	Special reserve HK$'000 (note 26(c)(ii))	Retained profits HK$'000	Total HK$'000
At 1 April 2007	21,256	141,681	1,454	164,391
Profit for the year	–	–	89,656	89,656
Interim dividend	–	–	(40,000)	(40,000)
Final dividend of 2007	–	–	(15,000)	(15,000)
At 31 March 2008	21,256	141,681	36,110	199,047
At 1 April 2008	21,256	141,681	36,110	199,047
Loss for the year	–	–	(3,659)	(3,659)
Capitalisation issue (note 25(a)(ii))	(2,100)	–	–	(2,100)
Issue of shares by way of placing and public offer (note 25(b))	77,700	–	–	77,700
Share issue expenses	(13,044)	–	–	(13,044)
At 31 March 2009	83,812	141,681	32,451	257,944

Representing:

At 31 March 2009 after proposed final dividend	19,571
Proposed final dividend	12,880
	32,451

26. RESERVES (CONTINUED)

(c) Nature and purpose of reserves

(i) Share premium account

Under the Companies Law of the Cayman Islands, the funds in the share premium account of the Company are distributable to the shareholders of the Company provided that immediately following the date on which the dividend is proposed to be distributed, the Company will be in a position to pay off its debts as they fall due in the ordinary course of business.

(ii) Special reserve

The special reserve of the Group arose as a result of the Reorganisation implemented and represented the difference between the nominal value of the aggregate share capital of the subsidiaries acquired pursuant to the Reorganisation, over the nominal value of the share capital of the Company issued in exchange therefore.

The special reserve of the Company arose as a result of the Reorganisation implemented and represented the excess of the then consolidated net assets of the subsidiaries acquired, over the nominal value of the share capital of the Company issued in exchange therefore.

(iii) Foreign currency translation reserve

The foreign currency translation reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign operations. The reserve is dealt with in accordance with the accounting policies set out in note 4(c).

(iv) Statutory reserve

The statutory reserve which is non-distributable, is appropriated from the profit after tax of the Group's PRC subsidiaries under the applicable laws and regulations in the PRC.

27. PLEDGE OF ASSETS

The Group

At the balance sheet dates, the following assets of the Group were pledged to banks to secure the general banking facilities granted to the Group:

	2009 **HK$'000**	2008 HK$'000
Bank deposits (note 20)	**39,610**	37,841
Prepaid land lease payments (note 15)	**1,527**	1,568
Buildings in Hong Kong (note 16)	**–**	–
	41,137	39,409

28. RETIREMENT BENEFITS SCHEMES

The Group operates a mandatory provident fund scheme (the "MPF Scheme") under the Hong Kong Mandatory Provident Fund Schemes Ordinance for all qualifying employees in Hong Kong. The Group's contributions to the MPF Scheme are calculated at 5% of the salaries and wages subject to a monthly maximum amount of HK$1,000 per employee and vest fully with employees when contributed into the MPF Scheme.

The employees of the Group's subsidiaries established in the PRC are members of a central pension scheme operated by the local municipal government. These subsidiaries are required to contribute certain percentage of the employees' basic salaries and wages to the central pension scheme to fund the retirement benefits. The local municipal government undertakes to assume the retirement benefits obligations of all existing and future retired employees of these subsidiaries. The only obligation of these subsidiaries with respect to the central pension scheme is to meet the required contributions under the scheme.

The subsidiaries of the Group incorporated in Macau make monthly contributions to the social security fund managed by the relevant authority of the local government, which undertakes the retirement obligations of the Group's employees in Macau. The Group has no obligation for payment of retirement benefits beyond the monthly contributions. The contributions payable are charged as an expense to the consolidated income statements as and when incurred.

The total contributions incurred in this connection for the year ended 31 March 2009 were approximately HK$3,331,000 (2008: HK$2,119,000). No forfeited contributions are available to reduce the contribution payable by the Group in the future years.

29. OPERATING LEASE COMMITMENTS

The Group

As lessee

The total future minimum lease payments under non-cancellable operating leases in respect of land and buildings and motor vehicles are payable as follows:

	2009 **HK$'000**	2008 HK$'000
Within one year	**11,823**	13,281
In the second to fifth year, inclusive	**35,212**	51,790
After five years	**–**	105,538
	47,035	170,609

Leases are negotiated for terms ranged from 1 to 5 years and rentals are fixed over the lease terms and do not include contingent rentals.

On 20 May 2008, two new tenancy agreements were signed by the Group for replacing the previous tenancy agreements for the leases of two manufacturing plants in the PRC. According to these new tenancy agreements, the lease terms were reduced from 16 years to 5 years and from 19 years to 5 years, respectively and the monthly rentals were reduced. With the effect of these new tenancy agreements, the total future minimum lease payments as at 31 March 2008 were reduced by approximately HK$1,516,000 for payments within one year, by HK$6,931,000 for payments in the second to fifth year and by HK$104,136,000 for payments after five years.

The Company had no significant operating lease commitments at 31 March 2009 (2008: Nil).

30. CAPITAL COMMITMENTS

The Group's capital commitments at the balance sheet date regarding to the property, plant and equipment are as follows:

	2009 HK$'000	2008 HK$'000
Capital expenditure contracted but not provided for	**418**	1,030

The Company had no significant capital commitments at 31 March 2009 (2008: Nil).

31. CONTINGENT LIABILITIES

(a) The Group had no significant contingent liabilities at 31 March 2009 (2008: Nil).

(b) As at the balance sheet date, the Company has issued guarantees of approximately HK$61 million (2008: HK$Nil) and unlimited corporate guarantees to banks in respect of the banking facilities granted to three subsidiaries of the Group.

As at the balance sheet date, the directors do not consider it probable that a claim will be made against the Company under any of the above guarantees and the maximum liability of the Company in respect of the guarantees is the amount of bank loans drawn by its subsidiaries under the guarantees at that date of approximately HK$8,436,000 (2008: HK$Nil).

32. RELATED PARTY TRANSACTIONS

(a) In addition to those related party transactions and balances disclosed elsewhere in the financial statements, the Group had the following transactions with its related parties during the year:

	2009 HK$'000	2008 HK$'000
Rental in respect of land and buildings paid to a related company owned by Mr. CHONG and Mr. CHONG Wa Pan	**180**	180

(b) The remuneration of the directors (representing key management personnel) during the year are set out in note 12(a).

(c) As at 31 March 2008, the Group has an amount due to a director of the Company of approximately HK$3,054,000. The amount due is unsecured, interest-free and has no fixed repayment terms.

33. INVESTMENTS IN SUBSIDIARIES

The Company

	2009 HK$'000	2008 HK$'000
Unlisted investment, at cost	**141,631**	141,631
Deemed capital contribution to subsidiaries	**3,500**	–
	145,131	141,631

The amounts due from/to subsidiaries are unsecured, interest free and have no fixed repayment terms.

33. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

The Company (Continued)

Particulars of the subsidiaries as at 31 March 2009 are as follows:

Name of subsidiary	Place of incorporation/ establishment	Issued and fully paid up share capital/ registered capital	Attributable equity interest	Principal activities/place of operation
Directly held				
Jumbo Match Limited	British Virgin Islands (the "BVI")	Ordinary US$1	100%	Investment holding/HK
Indirectly held				
Bright Leader Holdings Limited	Hong Kong	Ordinary HK$10,000	100%	Investment holding/HK
*耀駿貿易(深圳)有限公司 Bright Leader Trading (Shenzhen) Company Limited	PRC wholly foreign owned enterprise	Registered and paid up capital HK$15,000,000	100%	Property holding/PRC
Central Dragon Limited	BVI	Ordinary US$1	100%	Investment holding/HK
Central Master Limited	BVI	Ordinary US$1	100%	Investment holding/HK
Century Shiny Investment Limited	Hong Kong	Ordinary HK$1,000,000	100%	Investment holding/HK
Chance Bright Limited – Macao Commercial Offshore	Macau	Ordinary MOP100,000	100%	Trading of corrugated raw paper and accessories/Macau
Come Sure Development Limited	Hong Kong	Ordinary HK$60,000,000	100%	Trading of corrugated raw paper and paper-based packaging products and investment and property holding/HK
Come Sure Group Limited – Macao Commercial Offshore	Macau	Ordinary MOP100,000	100%	Trading of corrugated paperboards and paper-based packaging products/Macau
Come Sure Holdings Limited	BVI	Ordinary US$13,500,000	100%	Investment holding and trading of corrugated paperboards and paper-based packaging products/HK

33. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

The Company (Continued)

Particulars of the subsidiaries as at 31 March 2009 are as follows: (Continued)

Name of subsidiary	Place of incorporation/ establishment	Issued and fully paid up share capital/ registered capital	Attributable equity interest	Principal activities/place of operation
Indirectly held (Continued)				
錦勝包裝(深圳)有限公司 Come Sure Packing Products (Shenzhen) Company Limited	PRC wholly foreign owned enterprise	Registered and paid up capital HK$248,980,000	100%	Trading and manufacturing of corrugated paperboards and paper-based packaging products/PRC
Grand View Enterprises Group Limited	BVI	Ordinary US$1,000	100%	Investment holding/PRC
*惠州錦勝包裝有限公司 Huizhou Come Sure Packing Company Limited	PRC wholly foreign owned enterprise	Registered capital HK$22,000,000 Paid up capital HK$5,500,000	100%	Not yet commenced business/PRC
Keen Rise International Development Limited	Hong Kong	Ordinary HK$100	100%	Trading of corrugated paperboards and paper-based packaging products/HK
Luck Sea Investment Limited	Hong Kong	Ordinary HK$1,000,000	100%	Dormant
Wah Ming International Limited	Hong Kong	Ordinary HK$2,000,000	100%	Trading and manufacturing of offset printed corrugated paper-based packaging products/PRC

* The English names of these companies represent management's best efforts in translating the Chinese names of these companies as no English names have been registered.

34. EVENTS AFTER THE BALANCE SHEET DATE

Certain personal guarantees given by the directors have been fully released subsequent to the balance sheet date, except that the personal guarantees given by the directors and financial guarantee provided by the related companies to a bank will be released after a retention period considered by the bank to be reasonably appropriate.

35. ULTIMATE HOLDING COMPANY

The directors of the Company regard Perfect Group Version Limited, a company incorporated in the BVI, as being the immediate and ultimate holding company.

36. APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved and authorised for issue by the Board of Directors on 24 July 2009.