
SUMMARY

This summary aims to give you an overview of the information contained in this prospectus and should be read in conjunction with the full text of this prospectus. Since this is a summary, it does not contain all the information that may be important to you. You should read the whole prospectus, including our financial statements and the accompanying notes, before you decide to invest in the Offer Shares.

There are risks associated with any investment. Some of the particular risks of investing in the Offer Shares are set forth in the section headed “Risk Factors”. You should read that section carefully before you decide to invest in the Offer Shares.

Profit Warning

Our Directors foresee that we will no longer maintain close business relationship with Customer A, which is our largest customer in terms of revenue for the financial year ended 31 March 2012. At the beginning of 2012, our Directors became aware that the Ultimate Customer had gradually ceased to engage Customer A for sourcing and procurement of the relevant metal parts. Such decreasing trend continued and we have not received any purchase orders from Customer A for the relevant metal parts since the end of June 2012. As a result, our Directors believe that Customer A will cease to be our key customer after the Track Record Period. Please refer to the section headed “Financial Information – Recent Deteriorating Financial Performance” for further details.

Our Directors take the view that the deteriorating business trend and operating cost environment as disclosed under this section headed “Summary – Recent Deteriorating Financial Performance” will persist. Given our sales is expected to reduce and coupled with a decreasing gross profit margin, the gross profit level of our Group is expected to decrease significantly by approximately 16.5%. While there will not be any extraordinary profit to cover our operating expenses, we had budgeted an extra HK\$15.8 million to cover our listing expenses for our Global Offering. The total operating expenses is expected to increase due to the above mentioned reasons and coupled with the slight increase in effective tax rate, our Group’s net profit for the six months ending 30 September 2012 and for the year ending 31 March 2013 will significantly decline as compared with the prior financial year.

OVERVIEW

Business model

Our design engineering solutions and manufacturing services

We are an advanced precision metal engineering solution provider in Hong Kong and the PRC. Our business model principally involves the provision of innovative design engineering solutions and manufacturing services in relation to precision metal stamping tools and metal parts and components to our customers in the five major industry sectors, namely medical and test equipment industry, finance equipment industry, consumer electronics industry, network/data storage industry and the office automation industry. In addition, we also offer product assembly/integration services and logistics supports to our customers. Our design engineering solutions, manufacturing services and assembly services form an integrated component under our business model.

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Procurement of raw materials and supplies

We purchase a variety of raw materials and components for our manufacturing processes. Since the quality of our raw materials used in our production process determines the quality of our metal parts and components, we sourced our copper and stainless steel from suppliers which are pre-selected by some of our customers. Please refer to the section headed “Business – Procurement of raw materials and supplies” in this prospectus for further details.

Our customers, sales and marketing

As at the Latest Practicable Date, we have more than 100 customers with headquarters located worldwide, including the PRC, the United States, Singapore, Japan, and certain European countries, who placed orders with us on a recurrent basis during the Track Record Period. As at the Latest Practicable Date, we had a sales and marketing team comprising 37 staff grouped in different teams for external liaison and internal coordination. Please refer to the section headed “Business – Sales and marketing” in this prospectus for further details.

Pricing, payment terms and delivery

Our pricing to customers is generally based on cost-plus basis. We normally give a credit term of 30 to 90 days for the payment of the balance of our products. The actual debtors’ turnover periods during the Track Record Period were 61 days, 55 days and 59 days which approximated the abovementioned range of credit period. Most of our major customers usually pay punctually and in accordance with their given credit periods. After the assembly of the component parts and the quality inspection of the final products, the final products will be packed for delivery. The appropriate quantity of products will be delivered to customers according to the signed purchase orders or sales agreements.

Recent business development

To further strengthen our business cooperation with BDT-Germany, one of our key customers, we entered into the BDT Sale and Purchase Agreement with BDT-Germany and BDT-Zhuhai (which is the wholly-owned subsidiary of BDT-Germany) on 29 March 2012, pursuant to which BDT-Germany agreed to sell to our Company the BDT Business which involves the assembly of the BDT Products and to move the operation of the BDT Business from BDT-Zhuhai’s factory in Zhuhai to and integrate its operations with KFM-Shenzhen by no later than 31 December 2012. The consideration payable to BDT-Germany shall be US\$4.6 million and which will be payable in various stages. As at the Latest Practicable Date, US\$2.3 million had been paid in May 2012. The source of funding for the remainder of the consideration would be based on an existing banking facility. The expected date of completion of relocation of the BDT Business from the BDT-Zhuhai’s factory to KFM-Shenzhen is in or about December 2012. Our Directors believe that the acquisition of the BDT Business can synergize with our Group’s current operations, and which as a result will enhance our production capabilities and allow us to provide more comprehensive integrated services to our customers within our own factory premises. Please refer to the section headed “Business – Recent business development” in this prospectus for further details.

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PRODUCTS AND PRODUCTION

Products and production lead time

The following table sets out the key products produced by our Group, their typical production lead time and the key end products in the major product segments:

Product segment	Key products produced by our Group	Average production lead time ^(Note)	Key end products
Medical and test equipment	• equipment metal housings and metal mounting parts	20 days	• chemical testers
	• equipment metal housings and metal mounting parts	35 days	• gas chromatography test equipment
Finance equipment	• metal cases of credit card/bank card receiving slots inside the automatic teller machines	25 days	• card reader of automatic teller machines
	• stainless steel parts of bank note counting device	20 days	• bank note sliders of automatic teller machines
Consumer electronics	• alternating current (AC) contact pins of power chargers/adapters	25 days	• chargers for mobile devices
Network/data storage	• entire storage units housing	35 days	• data storage systems
Office automation	• automatic document feeder trays of the commercial grade photocopiers	20 days	• photocopy machines
	• metal frames and mounting structures	25 days	• printing machines

Note:

“Production lead time” referred to in the above table means the time interval between the commencement of primary processing and until when the product is available for delivery.

Production capacity and production facilities

Based on the principal machines used for the production processes, our Directors estimate that: (a) the utilisation rates of our lathing machines for each of the three years ended 31 March 2010, 2011 and 2012 were about 71.5%, 83.0% and 78.0%, respectively; (b) the utilisation

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rates of our CNC bending machines for each of the three years ended 31 March 2010, 2011 and 2012 were about 72.6%, 75.3% and 82.4%, respectively; and (c) the utilisation rates of our punching machines for each of the three years ended 31 March 2010, 2011 and 2012 were about 71.4%, 74.3% and 68.3%, respectively. Please refer to the section headed “Business – Production facilities and capacity” in this prospectus for the calculation method and the assumptions made in calculating the utilisation rates and other details. As of the Latest Practicable Date, we operated 4 production bases which are located in Shenzhen (Guanlan and Xili respectively), Suzhou and Shanghai.

Processing Arrangement

During the Track Record Period, one of the production bases located at Guanlan, Shenzhen was operated by KFM-Shenzhen Factory under a processing arrangement since January 1990. KFM-Shenzhen Factory is not a legal person according to the relevant PRC laws and regulations. The salient terms of the processing agreement are set out in the section headed “Business – Production facilities and capacity – Processing arrangement” in this prospectus.

Although the term of the current processing agreement will expire on 30 September 2020, in view of achieving greater certainty to the long term continuity of our business model, it is our plan to change the business form and to have the business operations of KFM-Shenzhen Factory taken up by KFM-Shenzhen. KFM-Shenzhen Factory is currently in the process of obtaining clearance from the customs and other authorities, which is currently expected to be obtained in or about end of October 2012 and it is currently expected that the deregistration of KFM-Shenzhen Factory by the relevant administration for industry and commerce authorities shall be completed by end of December 2012. The major impact resulting from the change in business form, among others, are (a) the products produced by KFM-Shenzhen could be sold in the PRC or exported outside of the PRC while products produced by KFM-Shenzhen Factory cannot be sold in the PRC without approval; (b) there is expected to be an increase in KFM-HK’s tax expenses, as it will no longer be able to treat certain part of its manufacturing profits as not subject to Hong Kong tax; (c) KFM-Shenzhen will also be subject to value added tax, urban maintenance and construction tax, additional educational expenses and local additional educational expenses; and (d) KFM-Shenzhen would be a legal person. Please refer to the section headed “Business – Production facilities and capacity – Processing arrangement” in this prospectus for further details.

During the Track Record Period, our Group and our production facilities had not experienced any shut-downs due to breakdown or failure of our major equipment, inadequate power supply or maintenance, natural disasters, or industrial accidents.

Defect in title ownership in one of our production bases

One of our four production bases is currently located in Xili, Nanshan District, Shenzhen (the “**Xili Leased Properties**”). Due to the possible defect in title ownership of the Xili Leased Properties, our business operation may be adversely and materially affected. Our Directors are of the view that the Xili Leased Properties are crucial to our business operation. In the event that we are required to relocate our production facilities currently located at the Xili Leased Properties due to defect in the title ownership of the Xili Leased Properties, we will implement a contingency plan which involves the relocation of the production facilities and production lines at the Xili Leased Properties. Please refer to the section headed “Business – compliance and regulatory matters – Properties” in this prospectus for further details.

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Our development plan of the New Suzhou Production Base

In order to allow adequate factory space for future expansion needs if and when demand builds up, we plan to acquire and develop a new production base in Suzhou (the “**New Suzhou Production Base**”). The purchase price for the entire piece of land where three phases of the New Suzhou Production Base will be constructed on amounts to approximately HK\$58 million. The construction and development of the New Suzhou Production Base will comprise three phases. Construction costs for phases 1 and 2, which have not yet been incurred as at the Latest Practicable Date, are estimated to be approximately HK\$107.6 million and HK\$60.1 million respectively. Approximately HK\$14.8 million of the construction costs for phase 1 shall be financed by the proceeds of the Global Offering as detailed in the section headed “Future Plans and Use of Proceeds – Use of Proceeds”, whereas the remaining balance of the construction costs for phase 1 and the construction costs for phase 2 shall be funded by a possible mix of internal resources and loan facilities. Please refer to the section headed “Business – Our business strategies” in this prospectus for further details.

OUR SHAREHOLDERS AND CONTINUING CONNECTED TRANSACTIONS

Immediately following completion of the Global Offering and the Capitalisation Issue and taking no account of any Shares which may be allotted and issued pursuant to the exercise of the Over-allotment Option and the options which have been or may be granted under the Share Option Scheme, our Company will be owned as to 75% by KIG, which is an investment holding company. Please refer to the section headed “Relationship with our controlling shareholders” in this prospectus for further details.

The main continuing connected transactions between our Group and the Innotech Group upon Listing include the transactions contemplated under the Tooling Master Agreement and the Products Master Agreement. Please refer to the section headed “Continuing connected transactions” in this prospectus for further details.

COMPETITIVE STRENGTHS

We believe that we have a number of principal strengths, which includes the following: (a) we possess established business relationship with our customers and the experience and we understand our customers’ needs; (b) we possess a broad range of precision engineering capabilities, which enables us to serve a wide variety of customers from diversified industry sectors and have proven reputation in the industry; and (c) we have a stable and experienced management team with extensive industry and management experience. Please refer to the section headed “Business – Our competitive strengths” in this prospectus for further details.

BUSINESS STRATEGIES

Our business strategies include the following: (a) we intend to further expand our sales effort to growing business segments for precision engineered metal parts; (b) we plan to develop a new production base in Suzhou, which among other purposes, can minimize the impact of rental increase in the long run on our current production base in Suzhou which operates on leased factory premises in several locations; (c) we will continue to optimise our production process by utilising our engineering skills, to strengthen our research and development capabilities and to increase our production automation; and (d) we intend to seek opportunities for acquisitions of production facilities or to further strengthen our relationship

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with our customers by strategic cooperation. Please refer to the section headed “Business – Our business strategies” in this prospectus for further details.

COMPETITION

The industry in which our Group operates is fragmented. Our Group’s customers are headquartered and have operations in various countries around the world. Our Group competes with outsource manufacturing companies across the globe and also with in-house capabilities of customers and potential customers. Therefore, there is no meaningful and specific statistics on market shares of a particular industry player readily available. Please refer to the sub-section headed “Industry Overview – Global Trend of Outsource Manufacturing” in this prospectus for further information on the competitive landscape of our industry.

SUMMARY FINANCIAL INFORMATION

The following tables present summary financial information for the three years ended 31 March 2012 and should be read in conjunction with our financial information included in the Accountant’s Report set forth in Appendix I to this prospectus, including the notes thereto.

Highlight of audited combined statements of comprehensive income of our Group

	For the year ended 31 March		
	2010	2011	2012
	HK\$’000	HK\$’000	HK\$’000
Revenue	536,613	821,062	951,418
Gross profit	125,534	248,644	234,500
Profit for the year	33,484	125,481	94,393*

* The profit for the year ended 31 March 2012 includes a non recurring gain on disposal of its leasehold land and buildings in Hong Kong amounted to HK\$26.1 million. Please refer to the section headed “Financial Information – Results of Operation”.

Highlight of audited combined statements of financial position of our Group

	As at 31 March		
	2010	2011	2012
	HK\$’000	HK\$’000	HK\$’000
Total non-current assets	141,529	178,284	221,487
Total current assets	355,874	438,630	511,369
Total current liabilities	153,261	174,692	271,934
Net current assets	202,613	263,938	239,435
Non-current liabilities	8,386	13,662	12,751
Net assets	335,756	428,560	448,171

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Key Financial Ratios

Set out below is the summary of the key financial ratios of our Group during the Track Record Period:

	For the year ended 31 March		
	2010	2011	2012
Gross profit margin	23.4%	30.3%	24.6%
Net profit margin	6.2%	15.3%	9.9%
Return on equity	10.5%	32.8%	21.5%
Return on total assets	7.3%	22.5%	14.0%
Average inventory turnover days	52	53	52
Average trade receivables turnover days	61	55	59
Average trade payables turnover days	58	54	45
	As at 31 March		
	2010	2011	2012
Current ratio	2.3	2.5	1.9
Gearing ratio	2.3%	8.6%	25.2%
Quick ratio	1.9	1.9	1.5

Segmental breakdown

Breakdown by Industry segments

Set out below is a table that illustrates the segmental breakdown of our Group's revenue by reference to the industries of our customers during the Track Record Period:

	For the year ended 31 March					
	2010		2011		2012	
	<i>HK\$'000</i>	<i>%</i>	<i>HK\$'000</i>	<i>%</i>	<i>HK\$'000</i>	<i>%</i>
Office automation	183,805	34.3	233,844	28.5	348,702	36.7
Consumer electronics	78,746	14.7	217,571	26.5	226,553	23.8
Medical and test equipment	119,283	22.2	161,519	19.7	199,682	21.0
Finance equipment	44,861	8.4	60,760	7.4	55,475	5.8
Network and data storage	43,397	8.1	49,480	6.0	52,311	5.5
Others	66,521	12.3	97,888	11.9	68,695	7.2
	<u>536,613</u>	<u>100.0</u>	<u>821,062</u>	<u>100.0</u>	<u>951,418</u>	<u>100.0</u>
Total	<u>536,613</u>	<u>100.0</u>	<u>821,062</u>	<u>100.0</u>	<u>951,418</u>	<u>100.0</u>

Note: Others include customers from the automotive parts, back-up power supply and other industries.

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Breakdown by Geography

A portion of our revenue was generated from overseas markets. We mainly export our products to Asia (ex-China and Japan), North America, Europe and Japan. Set out in the table below is the breakdown of our Group's revenue by geographical segment during the Track Record Period with reference to the destination of our product delivery:

	For the year ended 31 March					
	2010		2011		2012	
	<i>HK\$'000</i>	%	<i>HK\$'000</i>	%	<i>HK\$'000</i>	%
PRC	289,283	53.9	381,018	46.4	514,185	54.0
Singapore	59,852	11.2	192,148	23.4	192,330	20.2
North America	71,307	13.3	86,994	10.6	100,720	10.6
Japan	49,119	9.2	62,209	7.6	70,389	7.4
Europe	41,336	7.7	71,988	8.8	55,750	5.9
Oceania	2,292	0.4	3,619	0.4	2,607	0.3
South America	712	0.1	688	0.1	494	0.1
Other Asian countries excluding PRC, Singapore and Japan	22,712	4.2	22,398	2.7	14,943	1.5
	536,613	100.0	821,062	100.0	951,418	100.0

RECENT DETERIORATING FINANCIAL PERFORMANCE AND PROFIT WARNING

The following is a summary of selected financial information from our unaudited management accounts for the three months ended 30 June 2012 and 30 June 2011 that have been prepared on the same basis as our audited consolidated financial information included in Appendix I to this prospectus. Our financial results for three months ended 30 June 2012 referred to herein are unaudited and in any case may not be indicative of our financial results for the full year ending 31 March 2013.

Our Directors consider our financial performance for the six months ending 30 September 2012 and for the year ending 31 March 2013 will be significantly affected by the following factors:

Decline in sales revenue

Sales revenue decreased by 4.9% from approximately HK\$215.4 million for the three months ended 30 June 2011 to approximately HK\$204.8 million for the three months ended 30 June 2012. Our revenue is expected to follow this declining trend, especially for the business segments stated below:

- (i) For the three years ended 31 March 2012, our sales to Customer A in relation to products attributable to the Ultimate Customer amounted to approximately HK\$48,508,100, HK\$168,912,600 and HK\$170,886,800, representing 9.0%, 20.6% and 18.0% of our total revenue, respectively. Sales from consumer electronics segment is expected to decrease by approximately 30% when compared with the year ended 31 March 2012. At the beginning of 2012, our Directors became aware that the Ultimate Customer had gradually ceased to engage Customer A for sourcing

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of the relevant metal parts we produced for Customer A. Such decreasing trend continued and we have not received any purchase orders from Customer A for the relevant metal parts since the end of June 2012. Although from June 2012, we started to serve another two sub-contracting manufacturers of the Ultimate Customer for the manufacturing of similar type of metal parts that we previously produced for Customer A, we have already suffered significant drop in revenue. We expect our sales of similar products to the Ultimate Customer for the year ending 31 March 2013 will reduce by approximately 60%.

- (ii) Sales from network and data storage segment is expected to decrease by approximately 15% when compared with the year ended 31 March 2012 due to one of our clients has phased out the production of its old models.

Decreasing gross profit margin

We suffered from decreasing gross profit margin, where it dropped from 24.6% for the year ended 31 March 2012 to 21.2% for the three months ended 30 June 2012 due to the following factors:

- (i) gross profit margin from consumer electronics segment is affected by the significant drop in sales to Customer A as mentioned above. The gross profit margin for relevant products to the Ultimate Customer is relatively higher than the gross profit margin of other products within this business segment;
- (ii) gross profit margin from medical and test equipment segment dropped from 30.9% for the year ended 31 March 2012 to 25.6% for the three months ended 30 June 2012 due to the lowering of selling price for products sold to Agilent and the increase in labour costs as a result of adjustment of statutory minimum wages in the PRC in early 2012;
- (iii) gross profit margin from finance equipment segment dropped from 32.8% for the year ended 31 March 2012 to 25.1% for the three months ended 30 June 2012 due to the increase in labour costs as a result of adjustment of statutory minimum wages in the PRC in early 2012; and
- (iv) while the sales from consumer electronics segment will drop significantly, the level of sales from office automation segment is expected to maintain at similar level. This will change our Group's sales mix and reduce the overall gross profit margin as office automation segment has the lowest gross profit margin of 7.7% for the year ended 31 March 2012.

Our Directors expect such trends will continue to affect our profitability and our gross profit margin for the six months ending 30 September 2012 and for the year ending 31 March 2013 is expected to maintain at similar low level.

Other factors

For the year ended 31 March 2012, we had a one-off extraordinary gain on disposal of a non-operating property of HK\$26.1 million. Such gain had substantially increased our net profit for that year.

Operating expenses

Despite the overall drop in our Group's revenue and gross profit, our operating expenses including the distribution and selling expenses, and general and administrative expenses

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(excluding the listing expenses) will not be reduced but will increase slightly. While the total operating expenses will not be increased significantly, the proportion in terms of percentage of total revenue is expected to increase from approximately 13.5% for the year ended 31 March 2012 to approximately 15.4% for the year ending 31 March 2013. This is due to the fact that we recruited more senior and professional personnel to implement our plan for the Global Offering and to enhance our management capability in anticipation of our Global Offering. Further, the acquisition of BDT Business involved the recognition of an intangible asset of HK\$15 million, which will be amortized for four years starting from the year ending 31 March 2013.

Effective tax rate

The effective tax rate is expected to increase from 19.6% to 27.3% due to the above mentioned one-off non-taxable gain in respect of the disposal of non-operating property.

Given our sales is expected to reduce and coupled with a decreasing gross profit margin, the gross profit level of our Group is expected to decrease significantly by approximately 16.5%. While there will not be any extraordinary profit to cover our operating expenses, we had budgeted an extra HK\$15.8 million to cover our listing expenses for our Global Offering. The total operating expenses is expected to increase due to the above mentioned reasons and coupled with the slight increase in effective tax rate, our Group's net profit for the six months ending 30 September 2012 and for the year ending 31 March 2013 will significantly decline as compared with the prior financial year.

MATERIAL ADVERSE CHANGE

Our Directors confirm that there was material adverse change in the financial or trading position or prospects of our Group since 31 March 2012, being the last date of our latest audited financial results as set out in "Accountant's Report" in Appendix I to this prospectus and up to the date of this prospectus. For details, please refer to the paragraph headed "Recent deteriorating financial performance" in this section.

USE OF PROCEEDS

We estimate that the net proceeds to our Company from the Global Offering, after deducting the underwriting commissions and estimated expenses in relation to the Global Offering payable by us, will be approximately HK\$72.8 million before any exercise of the Over-allotment Option, assuming an Offer Price of HK\$0.62 per Share, being the midpoint of the Offer Price range set out in this prospectus. We intend to use the entire net proceeds of approximately HK\$72.8 million for the construction and build-out of the New Suzhou Production Base in order to allow adequate factory space for future expansion needs.

Please refer to the section headed "Future plans and use of proceeds" in this prospectus for further details. We will issue an announcement in Hong Kong if there is any material change in the use of proceeds described above.

DIVIDEND POLICY

We may declare dividends in the future after taking into account our operations, earnings, financial condition, cash requirements and availability and other factors as we may deem relevant at such time. Any declaration and payment as well as the amount of dividends will be subject to our constitutional documents and the Companies Law. Our Shareholders in general

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meeting may approve and make any declaration of dividends, which must not exceed the amount recommended by our Board. In addition, our Directors may from time to time pay such interim dividends as appear to them to be justified by our profits. Any declaration of dividends may or may not reflect our prior declarations of dividends and any dividend recommendation will be at the absolute discretion of our Board. During the three years ended 31 March 2012 and the period subsequent to 31 March 2012 up to the Latest Practicable Date, we declared dividends in the amount of HK\$0.2 million, HK\$45.5 million, HK\$85.6 million and HK\$85.2 million, respectively. As at the Latest Practicable Date, all such dividends declared had been fully settled.

OFFER STATISTICS

	Based on an Offer Price of HK\$0.55 per Share	Based on an Offer Price of HK\$0.68 per Share
Market capitalisation of the Shares (<i>Note 1</i>)	HK\$330 million	HK\$408 million
Unaudited pro forma adjusted net tangible asset value per Share (<i>Notes 2 and 3</i>)	0.78	0.82

Notes:

1. The calculation of the market capitalisation of the Shares is based on the respective Offer Price of HK\$0.55 and HK\$0.68 per Share and 600,000,000 Shares in issue immediately after completion of the Global Offering and the Capitalisation Issue but does not take into account any Shares which may be issued upon the exercise of the Over-allotment Option or of any options which may be granted under the Share Option Scheme or any Shares which may be allotted and issued or repurchased by our Company pursuant to the General Mandate and the Repurchase Mandate.
2. The unaudited pro forma adjusted net tangible asset value per Share has been arrived at after the adjustments referred to in the section headed "Financial Information" in this prospectus, the respective Offer Price of HK\$0.55 and HK\$0.68 per Share and on the basis of 600,000,000 Shares in issue immediately following completion of the Global Offering and the Capitalisation Issue but without taking into account any Shares which may be issued upon the exercise of the Over-allotment Option or any options which may be granted under the Share Option Scheme or any Shares which may be allotted and issued or repurchased by our Company pursuant to the General Mandates for the Repurchase Mandate.
3. The unaudited pro forma net tangible assets of our Group attributable to equity holders of our Company does not take into account dividends totaling HK\$85,228,000 declared by our Group to our then shareholders on 2 May 2012 and 26 June 2012. Had the dividends been taken into account, the unaudited pro forma adjusted net tangible assets per Share would be HK\$0.64 (assuming an Offer Price of HK\$0.55 per Share) and HK\$0.68 (assuming an Offer Price of HK\$0.68 per Share), respectively.

RISK FACTORS

There are certain risks related to investing in our Offer Shares, among which, the relatively material risks are: (a) our Directors believe Customer A, our largest customer in terms of revenue for the financial year ended 31 March 2012, will cease to be our key customer after the Track Record Period; (b) our recent financial performance has been deteriorating; (c) listing expenses incurred in relation to the Global Offering will have adverse effects on our financial results for the six months ending 30 September 2012 and for the year ending 31 March 2013; (d) title defect of the Xili Leased Properties may adversely affect our ability to use such properties; (e) business operations at KFM-Shenzhen may be interrupted due to transformation from the previous processing arrangement; (f) we derive a significant portion of our revenues from a small number of customers; and (g) we are affected by developments in the industries in which our customer operate.

You should read the entire section headed "Risk Factors" in this prospectus before you decide to invest in our Shares.