Trony Solar Holdings Company Limited
創益太陽能控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(stock code: 2468)

ANNUAL RESULTS FOR THE YEAR ENDED 30 JUNE 2015

The board (the "**Board**") of Directors (the "**Directors**") of Trony Solar Holdings Company Limited (the "**Company**") announces the consolidated annual results of the Company and its subsidiaries (collectively, the "**Group**") for the year ended 30 June 2015. These results have been reviewed by the Company's Audit Committee.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
For the year ended 30 June 2015

	Notes	2015 RMB'000	2014 RMB'000
Revenue	4	**115,717**	109,705
Cost of sales and services provided		**(126,053)**	(101,668)
Gross (loss)/profit		**(10,336)**	8,037
Other income	5	**5,844**	12,315
Selling and distribution expenses		**(7,636)**	(9,639)
Administrative and other operating expenses		**(57,313)**	(67,217)
Loss from operations		**(69,441)**	(56,504)
Impairment losses on various assets	9	**(511)**	(21,281)
Finance costs	7	**(984)**	(1,178)
Loss before tax		**(70,936)**	(78,963)
Income tax	8	**–**	(1,256)
Loss for the year	9	**(70,936)**	(80,219)
Other comprehensive income/(loss):			
Items that may be reclassified to profit or loss:			
Exchange differences on translating foreign operations		**365**	(34)
Total other comprehensive income/(loss) for the year		**365**	(34)
Total comprehensive loss for the year attributable to the owners of the Company		**(70,571)**	(80,253)
Loss per share	11		
Basic *(RMB per share)*		**(0.04)**	(0.05)
Diluted *(RMB per share)*		**(0.04)**	(0.05)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
As at 30 June 2015

	Notes	2015 RMB'000	2014 RMB'000
Non-current assets			
Property, plant and equipment		**243,599**	265,672
Prepaid land lease payments		**10,134**	10,394
Investment in an associate		**–**	8,795
		253,733	284,861
Current assets			
Inventories		**11,399**	29,379
Trade and bills receivables	*12*	**22,266**	47,344
Other receivables and prepayments		**6,981**	10,821
Prepaid land lease payments		**260**	260
Bank and cash balances		**153,812**	208,256
		194,718	296,060

	Notes	2015 RMB'000	2014 RMB'000
Current liabilities			
Trade and other payables	*13*	**293,591**	351,354
Tax payables		**–**	1,253
Bank borrowings		**–**	2,125
		293,591	354,732
Net current liabilities		**(98,873)**	(58,672)
NET ASSETS		**154,860**	226,189
Capital and reserves			
Share capital		**1,000**	1,000
Reserve		**153,860**	225,189
TOTAL EQUITY		**154,860**	226,189

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. GENERAL INFORMATION

Trony Solar Holdings Company Limited (the "Company") was incorporated in the Cayman Islands on 23 June 2006 as an exempted company with limited liability under the Companies Law of the Cayman Islands. The address of its registered office is Walker House, 87 Mary Street, George Town, Grand Cayman KY1-9005, Cayman Islands. The address of the Company's principal place of business had been changed from Unit 713, 7/F, Lakeside 1, 8 Science Park Avenue West, Hong Kong Science Park, Shatin, New Territories to Room 1001, 10/F., OfficePlus, No. 93-103 Wing Lok Street, Sheung Wan, Hong Kong during the year ended 30 June 2015. Subsequent to the end of the reporting period, its principal place of business has been changed to Room 1502, 15th Floor, The Chinese Bank Building, 61-65 Des Voeux Road Central from 16 September 2015. The Company's shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and have been suspended for trading since 21 June 2012.

The Company is an investment holding company. The principal activities of the Company and its subsidiaries (collectively "the Group") are development, manufacture and sale of solar products and construction of photovoltaic cells.

2. BASIS OF PREPARATION

Reference is made to the Company's announcement dated 11 October 2012. The Company's predecessor auditor, Deloitte Touche Tohmatsu, who has subsequently resigned as the auditor of the Company with effect from 7 February 2015, had received various anonymous emails in March 2012 and an anonymous letter on 20 April 2012 which contained certain allegations against the Company regarding several possible financial discrepancies (the "Potential Financial Discrepancies") in respect of the financial records of the Group (collectively the "Allegations").

In response to the Allegations, an Independent Review Committee (the "IRC") comprising the three independent non-executive directors of the Company was established on 21 May 2012 by the board of the directors of the Company (the "Board") to conduct an inquiry into the Allegations concerned and the Company appointed an independent external law firm in the Mainland China, namely Guangdong SZGoldenBull Law Firm as its legal advisor in the People's Republic of China (the "PRC") to assist the Company in conducting the inquiry of the Allegations. At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended since 21 June 2012.

On 20 July 2012, the Company also appointed King & Wood Mallesons ("KWM") as the Company's legal adviser as to Hong Long Law in respect to the matters relating to the Allegations. PricewaterhouseCoopers Consulting Hong Kong Limited ("PwC") was subsequently appointed on 19 September 2012 as an independent professional adviser to assist the IRC to carry out a forensic review (the "Forensic Review") of the Allegations and report the respective findings for KWM to advise the IRC particularly on the Potential Financial Discrepancies from a legal perspective.

For the period from March to October 2012, there were several changes in the directors of the Company and senior management of the Group including (i) resignation of finance director of Shenzhen Trony Science and Technology Development Co., Ltd, a wholly-owned subsidiary and a major operating unit of the Company with effect from 1 March 2012; (ii) retirement of the vice president of production of the Group with effect from 6 March 2012; (iii) resignation of an executive director (also as an executive vice president) of the Company with effect from 21 August 2012; (iv) resignation of the chief financial officer of the Group with effect from 22 August 2012; (v) the appointment of a new chief financial officer on 21 August 2012; (vi) resignation of a non-executive director of the Company on 4 September 2012, and (vii) the appointment of a new executive director (the "New Executive Director") on 3 October 2012.

On 3 October 2012, the Company received a letter from the Stock Exchange detailing the resumption conditions imposed on the Company as follows:

(i) Engage a professional firm to conduct a forensic review and investigation over the Potential Financial Discrepancies, the allegations enclosed in the anonymous letters and the issues raised in the legal advisors report from Guangdong SZGoldenBull Law Firm;

(ii) Inform the market of all information that is necessary to appraise the Company's position, including their implications to the Company's assets, financial and operational position;

(iii) Publish all outstanding financial results and reports, and address any concerns raised by the Company's auditors through qualifications in their audit report or otherwise;

(iv) Demonstrate that there are no significant deficiencies in the Company's corporate governance, and that the Company has put in place adequate financial reporting procedures and internal control systems to meet obligations under the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules"); and

(v) Demonstrate that, in light of the recent resignations of the Company's directors and senior management members, the Company has adequate resources (in particular senior level staff with appropriate qualifications and experience) to safeguard the Company's assets and to meet obligations under the Listing Rules.

The Company should also comply with the Listing Rules and all applicable laws and regulations in Hong Kong and its place of incorporation before resumption of its share trading. The Stock Exchange may modify any of the above and/or impose further conditions at its discretion.

On 7 February 2013, the Company's three independent non-executive directors had resigned from the position and the IRC became vacant. With this regard, the New Executive Director had been appointed as the only member of the IRC with effect from 15 March 2013. On 15 May 2013, another three independent non-executive directors have been appointed to fill in the vacancies of members of the audit committee, remuneration committee, nomination committee and the IRC of the Company. Subsequently, on 1 September 2015, the New Executive Director has resigned from the position.

With reference to the Company's announcement dated 12 December 2014, PwC completed the fieldwork of the Forensic Review in respect of the Allegations, particularly the Potential Financial Discrepancies, on 31 July 2013 and a summary of the findings of the Forensic Review was finalised and issued by PwC to KWM on 6 November 2014 (the "Forensic Review Summary"). Based on the results of the Forensic Review, PwC were unable to conclude the Allegations due to various limitations in obtaining relevant and sufficient supporting documents and evidences, and most of the relevant key management were not available for PwC's interviews. PwC had not been able to identify any linkage from the supporting documents to the Company's previous audited financial statements. Due to the lack of supporting documents/information or other factors set out in the summary of the findings of the Forensic Review, the IRC was not in a position to draw any conclusion as to the completeness or accuracy of the financial data and concludes that those limitations are incapable of being resolved in their totality and thus it is unlikely that further investigation would arrive at any satisfactory findings.

The Forensic Review Summary has been considered and accepted by the IRC and the Board respectively. For further details of scope the Forensic Review, a summary of findings, limitations and preliminary views of the IRC and the Board, please refer to the Company's announcement dated 12 December 2014. The Board accepted and concurred with the views of the IRC that auditing of the Group's outstanding financial statements should be commenced as soon as possible and an independent internal control expert should be engaged to conduct an overall review of the internal control and financial reporting system of the Group. Upon finalisation of the Forensic Review, the Company also appointed PKF Consulting Inc. to undertake a review of the internal control system of the Group to strengthen its internal control and financial reporting systems of the Group. The Company is also in the process of preparing to fulfill all the required resumption conditions in relation to the application for the resumption of trading in the shares of the Company.

Going concern

The Group incurred a loss of approximately RMB70,936,000 for the year ended 30 June 2015 and net current liabilities in the consolidated statements of financial position of the Group as at 30 June 2015. These conditions indicate the existence of a material uncertainty which may cast significant doubt on the Group's ability to continue as a going concern. Therefore, the Group may be unable to realise its assets and discharge its liabilities in the normal course of business. The Directors are confident that the Group would have sufficient working capital for the Group to meet its liabilities as they fall due and for its operation, and in the opinion that it is appropriate to prepare the consolidated financial statements on a going concern basis. Should the Group be unable to continue as a going concern, adjustments would have to be made to the consolidated financial statements to adjust the value of the Group's assets to their recoverable amounts, to provide for any further liabilities which might arise and to reclassify non-current assets and non-current liabilities as current assets and current liabilities, respectively. The effect of these adjustments has not been reflected in the consolidated financial statements.

3. APPLICATION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS

In the current year, the Group has adopted all the new and revised International Financial Reporting Standards ("IFRSs") issued by the International Accounting Standards Board that are relevant to its operations and effective for its accounting year beginning on 1 July 2014. IFRSs comprise International Financial Reporting Standards; International Accounting Standards; and Interpretations. The adoption of these new and revised IFRSs did not result in significant changes to the Group's accounting policies, presentation of the Group's financial statements and amounts reported for the current year and prior years.

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

4. REVENUE

The Group's revenue is analysed as follows:

	2015	2014
	RMB'000	*RMB'000*
Sales of goods	**98,006**	48,545
Contract services income	**17,711**	61,160
	115,717	109,705

5. OTHER INCOME

	2015	2014
	RMB'000	*RMB'000*
Government grants	**1,734**	3,295
Interest income	**1,041**	1,060
Net foreign exchange gain	**2,025**	7,623
Others	**1,044**	337
	5,844	12,315

6. SEGMENT INFORMATION

During the year, the Group has two reportable operating segment for financial reporting purposes, reported as (i) the manufacture and sale of solar products and (ii) construction of photovoltaic cells.

Segment profits or losses do not include interest income, income tax, impairment loss on various assets and other unallocated corporate income and expenses. Segment assets do not include investment in an associate, bank and cash balances and other unallocated corporate assets. Segment liabilities do not include current tax liabilities and other unallocated corporate liabilities.

Information about reportable segment profit or loss, assets and liabilities:

	Construction of Photovoltaic cells *RMB'000*	**The manufacture and sale of solar products** *RMB'000*	**Total** *RMB'000*
Year ended 30 June 2015:			
Revenue from external customers	17,711	98,006	115,717
Segment loss	(5,711)	(47,151)	(52,862)
Depreciation	1	22,064	22,065
Income tax	–	–	–
Other material non-cash items:			
Impairment losses on various assets	–	511	511
Additions to segment non-current assets	–	2,899	2,899
At 30 June 2015:			
Segment assets	12,754	267,046	279,800
Segment liabilities	10,773	274,651	285,424
Year ended 30 June 2014:			
Revenue from external customers	61,160	48,545	109,705
Segment loss	3,998	(42,110)	(38,112)
Depreciation	1	21,522	21,523
Income tax	1,256	–	1,256
Other material non-cash items:			
Impairment of assets	–	21,281	21,281
Additions to segment non-current assets	12	1,200	1,212
At 30 June 2014:			
Segment assets	46,493	304,573	351,066
Segment liabilities	47,615	287,583	335,198

Reconciliations of reportable segment profit and loss, assets and liabilities:

	2015	2014
	RMB'000	*RMB'000*
Profit or loss:		
Total profit of reportable segments	**(52,862)**	(38,112)
Impairment losses on various assets	**(511)**	(21,281)
Corporate and unallocated profit or loss	**(17,563)**	(19,570)
Consolidated loss before tax	**(70,936)**	(78,963)
Assets:		
Total assets of reportable segments	**279,800**	351,066
Investment in an associate	**–**	8,795
Bank and cash balances	**153,812**	208,256
Corporate and unallocated assets	**14,839**	12,804
Consolidated total assets	**448,451**	580,921
Liabilities:		
Total liabilities of reportable segments	**285,424**	335,198
Corporate and unallocated liabilities	**8,167**	19,534
Consolidated total liabilities	**293,591**	354,732

Geographical information:

	2015	2014
	RMB'000	*RMB'000*
Revenue:		
The PRC	**114,473**	107,970
Others	**1,244**	1,735
	115,717	109,705

Information about revenue from the Group's customer individually contributing over 10% of total revenue of the Group as follows:

	2015	2014
	RMB'000	*RMB'000*
Customer A	*****	57,573
Customer B	**45,110**	*

* No corresponding revenue contribute over 10% of the total revenue of the Group in the respective year.

In presenting the geographical information, revenue is based on the locations of the customers.

	2015	2014
	RMB'000	*RMB'000*
Non-current assets:		
The PRC	**243,110**	265,462
United States of America	**10,623**	19,399
	253,733	284,861

7. FINANCE COSTS

	2015	2014
	RMB'000	*RMB'000*
Interest on bank borrowings	**984**	1,178

8. INCOME TAX

	2015	2014
	RMB'000	*RMB'000*
Current tax:		
– Provision for the PRC enterprise income tax	**–**	1,256

No provision for Hong Kong Profits Tax has been made for the year ended 30 June 2015 as the Group did not generate any assessable profits arising in Hong Kong during that year. Tax charge on profits assessable elsewhere have been calculated at the rates of tax prevailing in the countries in which the Group operates, based on existing legislation, interpretation and practices in respect thereof.

The reconciliation between the income tax and the loss before tax are as follows:

	2015 *RMB'000*	2014 *RMB'000*
Loss before tax	**(70,936)**	(78,963)
Notional tax on profit before tax calculated at the PRC statutory rate	**(17,734)**	(19,741)
Effect of different tax rates in other tax jurisdictions	**2,544**	3,265
Tax effect of non-deductible expenses	**5,682**	11,091
Tax effect of tax losses not recognized	**10,448**	9,370
Tax effect of non-taxable income	**(940)**	(2,729)
Income tax for the year	**–**	1,256

9. LOSS FOR THE YEAR

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

	2015 *RMB'000*	2014 *RMB'000*
Auditor's remuneration	**1,583**	1,583
Cost of inventories sold and services provided	**126,053**	101,668
Depreciation	**24,794**	24,396
Amortisation of prepaid land lease payments	**260**	260
Net foreign exchange gain	**(2,025)**	(7,623)
Net loss on disposals of property, plant and equipment	**–**	2,758
Impairment losses on various assets:		
Inventories	**–**	2,092
Trade receivables	**511**	12,886
Prepayments, deposits and other receivables	**–**	6,303
	511	21,281
Staff costs (including directors' remuneration):		
Salaries, bonus and allowances	**23,574**	22,620
Equity-settled share-based payments	**(758)**	5,148
Retirement benefits scheme contributions	**1,612**	1,576
	24,428	29,344

10. DIVIDENDS

The Directors do not recommend the payment of any dividend for the year ended 30 June 2015 (2014: nil).

11. LOSS PER SHARE

Basic loss per share

The calculation of basic loss per share attributable to owners of the Company is based on the loss for year attributable to owners of the Company of approximately RMB70,936,000 (2014: RMB80,219,000) and the weighted average number of approximately 1,586,183,000 (2014: 1,586,183,000) ordinary shares in issue during the year.

Diluted loss per share

The effects of all potential ordinary shares are anti-dilutive for the years ended 30 June 2015 and 30 June 2014.

12. TRADE AND BILLS RECEIVABLES

Trade and bills receivables are mainly arisen from sales of solar products. No interest is charged on the trade receivables.

	2015	2014
	RMB'000	*RMB'000*
Trade receivables	**18,346**	42,804
Bills receivables	**3,920**	4,540
	22,266	47,344

The Group allows an average credit period of 60 to 120 days to its trade customers. The following is aging analysis of trade and bills receivables presented based on the invoice date at the end of the reporting period.

60 days or less	**6,724**	4,535
61 to 120 days	**2,114**	39,322
121 to 180 days	**11,527**	1,246
Over 180 days	**1,901**	2,241
	22,266	47,344

Trade and bills receivables that are not impaired

The aging analysis of trade and bills receivables that are neither individually nor collectively considered to be impaired are as follows:

	2015	2014
	RMB'000	*RMB'000*
Neither past due nor impaired	**8,838**	43,857
Less than 90 days past due	**11,527**	1,246
Over 90 days past due	**1,901**	2,241
	22,266	47,344

13. TRADE AND OTHER PAYABLES

	2015	2014
	RMB'000	*RMB'000*
Trade payables	**197,400**	236,676
Bills payables	**1,499**	1,609
	198,899	238,285
Accrued expenses	**4,850**	5,870
Salaries and staff welfare payables	**2,366**	1,377
Receipts in advance	**85,818**	83,857
Others	**1,658**	21,965
	293,591	351,354

Bills payables represent bank drafts that are non-interest bearing and due within six months. Such bank drafts have been arranged with third-party financial institutions to settle the purchases of inventory.

The credit period granted by suppliers to the Group ranged from 90 to 180 days. The following is an aged analysis of trade and bills payables presented based on the invoice date at the end of the reporting period:

	2015	2014
	RMB'000	*RMB'000*
90 days or less	**3,317**	3,667
91 to 180 days	**902**	849
Over 180 days	**194,680**	233,769
	198,899	238,285

EXTRACT OF INDEPENDENT AUDITOR'S REPORT ON THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2015

The auditor of the Company has expressed qualified opinion on the Company's consolidated financial statements of the Group for the year ended 30 June 2015, an extract of which is as follows:

Basis for disclaimer of opinion

1. Opening balances and corresponding figures

Our audit opinion on the consolidated financial statements of the Group for the year ended 30 June 2014, which forms the basis for the corresponding figures presented in the current year's consolidated financial statements, was disclaimed because of the significance of the possible effect of the limitations on the scope of our audit and the material uncertainty relating to the going concern basis, details of which are set out in our audit report dated 29 April 2016.

There were no satisfactory audit procedures to ascertain the existence, accuracy, presentation and completeness of certain opening balances and corresponding figures (as further detail explained in the following paragraphs) shown in the current year's consolidated financial statements.

2. Limited accounting books and records of a subsidiary

Further background is made in note 2 to the consolidated financial statements (or this announcement) under the heading of "Suspension of trading in the shares of the Company". Due to the insufficiency of supporting documentation and explanations for accounting books and records in respect of the Company's subsidiary (collectively "the Subsidiary") for the year ended 30 June 2014, we were unable to carry out audit procedures to satisfy ourselves as to whether the following income and expenses for the year ended 30 June 2014, and the related disclosure notes in relation to the Subsidiary, as included in the consolidated financial statements of the Group, have been accurately recorded and properly accounted for in the consolidated financial statements:

	For the year ended 30 June 2014 *RMB'000*
Income and expenses:	
Revenue	1,735
Cost of goods sold	(1,732)
Gross profit	3
Other income	9
Selling and distribution expenses	(2,690)
Administrative expenses	(213)
Impairment losses on various assets	(5,293)
Finance costs	(17)
Loss for the year	(8,201)

3. Property, plant and equipment

No sufficient evidence has been provided to satisfy ourselves whether the carrying amount of RMB265,672,000 of the property, plant and equipment as at 30 June 2014 were fairly stated.

4. Trade and other payables

No sufficient evidence has been provided to satisfy ourselves as to the carrying amount of the trade and other payables amounted to approximately RMB274,652,000 and RMB297,042,000 as at 30 June 2015 and 2014 respectively are fairly stated.

5. Commitments and contingent liabilities

No sufficient evidence has been provided to satisfy ourselves as to the existence and completeness of the disclosures of commitments and contingent liabilities as at 30 June 2015 and 2014.

6. Other disclosures in the consolidated financial statements

No sufficient evidence has been provided to satisfy ourselves as to the accuracy and completeness of the disclosures in relation to the pledge information of borrowings as at 30 June 2014 as disclosed in notes 16 and 24 to the consolidated financial statements.

Any adjustments to the figures as described from points 1 to 6 above might have a significant consequential effect on the Group's results and cash flows for the two years ended 30 June 2015 and 2014 and the financial positions of the Group as at 30 June 2015 and 2014, and the related disclosures thereof in the consolidated financial statements.

Material uncertainty relating to the going concern basis

The disclosures in note 2 to the consolidated financial statements (or this announcement) indicates the Group incurred a loss for the year of approximately RMB70,936,000 for the year ended 30 June 2015 and net current liabilities in the consolidated statements of financial position of the Group as at 30 June 2015. These conditions indicate the existence of a material uncertainty which may cast significant doubt on the Group's ability to continue as a going concern. In view of the extent of the uncertainty relating to the future working capital sufficiency of the Group, we disclaim our opinion in respect of the material uncertainty relating to the going concern basis.

Disclaimer of opinion

Because of the significance of the matters as described in the basis for disclaimer of opinion paragraphs and the material uncertainty relating to the going concern basis, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on the financial statements. In all other respects, in our opinion, the financial statements have been properly prepared in compliance with the Hong Kong Companies Ordinance.

CHAIRMAN'S STATEMENT

To shareholders and related parties:

2015 was full of opportunities and challenges for the Group. Its sales income recorded a year-on-year increase as compared to last year, which was mainly contributed by the contract of the PV power station project business. It demonstrated that the Group's efforts to open up the PV power station project market began to achieve initial results. At the same time, the increase was also a result of strengthening various internal control and management and many other factors.

By adjusting the staff force organization of the production department, reasonably deploying production plans, the staff force was downsized by half with the value of output not decreasing but slightly increased. Through the process technological innovation, the low light solar products had fully utilized the automation equipment jointly developed to replace manual operation. Not only had this measure improved production efficiency, it also better guaranteed product quality and qualified rates. By means of optimized management to the suppliers, the procurement cost of the annual production materials also declined to some extent.

Developing the application aspect of PV module is the Group's major measure for its business expansion in recent two years. During the year, this business department of the Group was invited and endeavored to participate in the preliminary technical designs and tenders of ten over PV engineering projects with an aggregate capacity of nearly 200MW, with most of our proposals shortlisted to final top three. However, as the advanced capital (the common practice of the industry) required by this kind of projects had exceeded the affordability of the Group's available capital, it needed to give up the projects. The Group had to give up this kind of business due to its incapable finance conditions as a result of suspension of trading.

By virtue of its technology and experience in the PV sector accumulated over the years, as well as the strengths of its professional teams, the Group will endeavor to improve its enterprise competitiveness, strive to intensify the Group's corporate governance and accelerate the Group's resumption of trading, so as to maximize the interests of the Group and its shareholders.

MANAGEMENT DISCUSSION AND ANALYSIS

For the year ended 30 June 2015, the Group's revenue recorded was RMB115,717,000, sales cost of RMB126,053,000 and net loss of RMB70,936,000.

During the financial year, the sale income increased by RMB6,012,000 as compared with last financial year, which was mainly contributed by the contract of the PV power station project business. It demonstrated that the Group's efforts to open up the PV power station project market began to achieve initial results. At the same time, the increase was also a result of strengthening various internal control and management and many other factors.

By adjusting the staff force organization of the production department, reasonably deploying production plans, the staff force was downsized from over 700 to over 200, with the value of output not decreasing but slightly increased. Through the process technological innovation, the low light solar products had fully utilized the automation equipment jointly developed to replace manual operation. Not only had this measure improved production efficiency, it also better guaranteed product quality and qualified rates. By means of optimized management to the suppliers, the procurement cost of the annual production materials also declined to some extent.

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By virtue of its technology and experience in the PV sector accumulated over the years, as well as the strengths of its professional teams, the Group will endeavor to improve its enterprise competitiveness, strive to intensify the Group's corporate governance and accelerate the Group's resumption of trading, so as to maximize the interests of the Group and its shareholders.

For details, please refer to the section "Financial Review" below.

FINANCIAL REVIEW

For 2015 financial year: revenue was RMB115,717,000, cost of sales was RMB126,053,000, expenses during the period were RMB64,949,000 and the net loss was RMB70,936,000.

1. The revenue for 2015 financial year was RMB115,717,000, representing an increase of RMB6,012,000 as compared to RMB109,705,000 in 2014 financial year.

   Primary cause of change: the results from making effort to expand market. The main components of the sales in 2015 financial year were as follows: RMB20,150,000 for low light cells, RMB24,410,000 for yard lamps cells, RMB14,050,000 for solar cell modules, RMB39,310,000 for solar power systems, RMB17,711,000 for engineering projects income and RMB86,000 for other sales.

2. The cost of sales for 2015 financial year was RMB126,053,000, representing an increase of RMB24,385,000 as compared to RMB101,668,000 in 2014 financial year.

   Primary cause of change: the corresponding cost increased due to the increased sales.

3. The gross loss for 2015 financial year was RMB10,336,000, representing a decrease of RMB8,037,000 as compared to gross profit RMB18,373,000 in 2014 financial year.

   Primary cause of change: more discounts were provided to customers for expanding the market.

4. The selling and distribution expenses for 2015 financial year were RMB7,636,000, representing a decrease of RMB2,000,000 as compared to RMB9,639,000 in 2014 financial year.

5. The administration expenses for 2015 financial year were RMB57,313,000, representing a decrease of RMB9,904,000 as compared to RMB67,217,000 in 2014 financial year.

   Primary causes: the decrease of the professional fees.

6. The net loss for 2015 financial year was RMB70,936,000, representing a decrease in losses of RMB9,283,000 as compared to RMB80,219,000 in 2014 financial year.

   Primary cause of change: decrease of expenses during the period.

7. The property, plant and equipment for 2015 financial year were RMB243,599,000, representing a decrease of RMB22,073,000 as compared to RMB265,672,000 in 2014 financial year.

   Primary cause of change: ordinary depreciation.

8. The trade receivables for 2015 financial year were RMB22,266,000, representing a decrease of RMB25,078,000 as compared to RMB47,344,000 in 2014 financial year.

   Primary cause of change: the effort for collecting receivables is intensified.

9. Cash and bank deposits for 2015 financial year were RMB153,812,000, representing a decrease of RMB54,444,000 as compared to RMB208,256,000 in 2014 financial year.

   Primary cause of change: the losses in the current year.

HUMAN RESOURCES

As at 30 June 2015, the Group had 261 employees (2014: 272). The current remuneration for the employees includes basic salary, discretionary bonus and social security funds. The employees' remuneration is commensurate with their duty, performance and contribution.

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

Neither the Company nor its subsidiaries purchased, redeemed or sold any of the Company's listed securities during the period from 1 July 2014 to 30 June 2015.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code ("**Model Code**") for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**") as the code of conduct regarding securities transactions by the Directors. Having made specific enquiry to all Directors, the Company confirmed that all Directors have complied with the required standard set out in the Model Code for the year ended 30 June 2015.

CODE ON CORPORATE GOVERNANCE PRACTICES

The Group acknowledges the need and importance of corporate governance as one of the key elements in enhancing shareholders' value. The Group is committed to improving its corporate governance practices in compliance with regulatory requirements and in accordance with international recommended practices. The Company has adopted the Corporate Governance Code ("**CG Code**") as set out in Appendix 14 to the Listing Rules as its own code of corporate governance. The existing Board has reviewed the Company's corporate governance practices for the financial year under review, and has formed the opinion that the existing Board was unable to ensure compliance of certain of the then provisions of the CG Code for the year ended 30 June 2015 due to the suspension in trading of shares of the Company since 9:00 a.m. on 21 June 2012. Such non-compliance is set out in the table below:

The then Code provisions	Reasons for the non-compliance and improvement actions took or to be taken
A.1.2, A.1.3	Due to the suspension in trading of the Company's shares, there were no regular Board meetings held for approving the annual and interim results of the Group during the year ended 30 June 2015. Due notice of all regular Board meetings will be given to all members of the Board.
A.1.8	No insurance cover could be arranged for the year ended 30 June 2015 in view of the suspension in trading of the Company's shares. Directors' insurance will be arranged for each Director once such can be arranged or immediately upon the resumption of trading of the Company's shares.
A.2.1	Mr. Li Yi, the Chairman of the Company, was also acting as the chief executive officer of the Company. Mr. Li Yi has extensive experience in the solar industry and is responsible for the overall corporate strategies of the Group. The Board believes that vesting the roles of both chairman and chief executive officer in the same person has the benefit of ensuring consistent leadership within the Group and enables more effective and efficient overall strategic planning for the Group. The Board believes that the balance of power and authority for the present arrangement will not be impaired and is adequately ensured by current Board which comprises experienced and high calibre individuals with sufficient number thereof being independent non-executive Directors.
A.2.5	The Company was not in compliance with certain code provisions as set out in the CG Code due to the suspension in trading of the Company's shares. The Chairman has confirmed that he will take active action to improve and monitor the corporate governance practice of the Group.
A.4.2	No general meeting was held during the year ended 30 June 2015 due to the suspension in trading of the Company's shares. Therefore, no Directors have been subject to retirement and re-election by the Shareholders at the general meeting. All Directors will be subject to rotation in accordance with the Articles of Association of the Company and the Listing Rules. Every Director will be subject to retirement by rotation at least once every three years.

A.6.7	No general meeting was held during the year ended 30 June 2015 due to the suspension in trading of the Company's shares.
A.7.1	Due to the suspension in trading of the Company's shares, there were no regular Board meetings held for approving the annual and interim results of the Group during the year ended 30 June 2015.
C.1.2	The management of the Company did not provide a regular monthly update to all members of the Board, but the management keeps providing information and update to the members of the Board irregularly.
C.1.5	Due to the suspension in trading of the Company's shares, there were no regular Board meetings held for approving the annual and interim results of the Group during the year ended 30 June 2015. The despatch of the Annual Reports 2011/2012, 2012/2013, 2013/2014 and 2014/2015, and the Interim Report 2012/2013, 2013/2014, 2014/2015 and 2015/2016 to the Shareholders have been delayed.
C.2.1, C.2.2	The Company did not conduct an annual review on the effectiveness of the internal control systems of the Group during the year ended 30 June 2013. However, the Company's legal advisers have appointed PricewaterhouseCoopers Consulting Hong Kong Limited as an independent professional adviser on 19 September 2012 to assist the Independent Review Committee to carry out a forensic review of the potential discrepancies in the financial records of the Company as mentioned in the Company's announcement dated 22 June 2012.
E.1.1, E.1.2, E.1.3, E.2.1	No general meeting was held during the year ended 30 June 2015 due to the suspension in trading of the Company's shares. General meetings of the Company shall be arranged in due course.

AUDIT COMMITTEE

The Company established an audit committee (the "**Audit Committee**") on 13 September 2010 with written terms of reference in compliance with the CG Code, and currently comprises three independent non-executive Directors, Mr. Yan Lihu, Mr. Hu Bing and Mr. Cai Zhipeng. The primary duties of the Audit Committee are to review and supervise the financial reporting process and internal control system of the Group. The Audit Committee has reviewed the annual results of the Group for the year ended 30 June 2015.

GENERAL

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended from 9:00 a.m. on 21 June 2012 and will remain suspended until further notice.

By Order of the Board
Trony Solar Holdings Company Limited
Li Yi
Chairman

Hong Kong, 29 April 2016

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Li Yi (Chairman and Chief Executive Officer) and Ms. Yu Ying, and three independent non-executive Directors, namely Mr. Yan Lihu, Mr. Hu Bing and Mr. Cai Zhipeng.