



One Direction

Towards Persistent Growth

目標一致持續增長

First Quarterly Report 2007

二零零七年第一季度業績報告

BM INTELLIGENCE

BM Intelligence International Limited

邦盟滙駿國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

Stock Code 股份代號: 8158

Our Vision

To be a **pre-eminent service** provider offering a **uniquely integrated and customized corporate consultancy solutions** to mid-size listed companies and private companies in the Greater China.



CHARACTERISTICS OF THE GROWTH ENTERPRISE MARKET (“GEM”) OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

GEM has been established as a market designed to accommodate companies to which a high investment risk may be attached. In particular, companies may list on GEM with neither a track record of profitability nor any obligation to forecast future profitability. Furthermore, there may be risks arising out of the emerging nature of companies listed on GEM and the business sectors or countries in which the companies operate. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration. The greater risk profile and other characteristics of GEM mean that it is a market more suited to professional and other sophisticated investors.

Given the emerging nature of companies listed on GEM, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

The principal means of information dissemination on GEM is publication on the Internet website operated by the Stock Exchange. Listed companies are not generally required to issue paid announcements in gazetted newspapers. Accordingly, prospective investors should note that they need to have access to the GEM website in order to obtain up-to-date information on GEM-listed issuers.

The Stock Exchange takes no responsibility for the contents of this report, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this report.

This report, for which the directors of B M Intelligence International Limited collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the “GEM Listing Rules”) for the purpose of giving information with regard to B M Intelligence International Limited. The directors of B M Intelligence International Limited, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (i) the information contained in this report is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this report misleading; and (iii) all opinions expressed in this report have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

香港聯合交易所有限公司（「聯交所」）創業板市場（「創業板」）之特點

創業板乃為帶有高投資風險之公司提供一個上市之市場。尤其在創業板上市之公司毋須有過往溢利紀錄，亦毋須預測未來溢利。此外，在創業板上市公司可能因其新興性質及該等公司經營業務之行業或所在國家而帶有風險。有意投資之人士應瞭解投資於該等公司之潛在風險，並應經過審慎周詳之考慮後方可作出投資決定。創業板之較高風險及其他特色表示創業板較適合專業及其他資深投資者。

鑑於在創業板上市之公司屬新興性質，在創業板買賣之證券可能會較在主板買賣之證券承受較大之市場波動風險，同時無法保證在創業板買賣之證券會有高流通量之市場。

創業板發佈資料之主要方法為透過聯交所為創業板而設之互聯網網頁上刊登，上市公司毋須在憲報指定之報章刊登付款公布披露資料。因此，有意投資之人士應注意，彼等須閱覽創業板網頁，以取得創業板上發行人之最新資料。

聯交所對本報告之內容概不負責，對其準確性或完備性亦不發表任何聲明，並明確表示概不就本報告全部或任何部份內容而產生或因依賴該等內容而引致之任何損失承擔任何責任。

本報告旨在遵照聯交所創業板證券上市規則（「創業板上市規則」）之規定，提供有關邦盟滙駿國際有限公司之資料。邦盟滙駿國際有限公司各董事對此共同及個別承擔全部責任。邦盟滙駿國際有限公司董事在作出一切合理查詢後確認，就彼等所知及所信：(i)本報告所載資料在各重大方面均準確完整，並無誤導成份；(ii)並無遺漏任何其他事實，致使本報告任何陳述產生誤導；及(iii)本報告所表達之所有意見乃經審慎周詳考慮後始行作出，並以公平合理之基準及假設為依據。

The board of directors (the "Board" or the "Directors") of B M Intelligence International Limited (the "Company") is pleased to announce the unaudited results of the Company and its subsidiaries (collectively, the "Group") for the three months ended 31 July 2007, together with the comparative unaudited figures for the corresponding period ended 31 July 2006 as follows:

UNAUDITED CONDENSED CONSOLIDATED INCOME STATEMENT

For the three months ended 31 July 2007

邦盟滙駿國際有限公司(「本公司」)董事會(「董事會」或「董事」)欣然公佈本公司及其附屬公司(統稱「本集團」)截至二零零七年七月三十一日止三個月之未經審核業績，連同截至二零零六年七月三十一日止同期之未經審核比較數字如下：

未經審核簡明綜合收益表

截至二零零七年七月三十一日止三個月

		Three months ended 31 July	
		截至七月三十一日止三個月	
		2007	2006
		二零零七年	二零零六年
		HK\$'000	HK\$'000
		千港元	千港元
		(Restated)	
		(經重列)	
Revenue	收益	21,098	18,658
Cost of services provided	已提供之服務成本	(16,481)	(16,958)
Gross profit	毛利	4,617	1,700
Other income	其他收入	495	440
Administrative and operating expenses	行政及經營開支	(7,160)	(2,742)
Operations loss	經營虧損	(2,048)	(602)
Finance charge on obligations under mortgage loan and finance leases	按揭貸款及融資租賃承擔之融資成本	(50)	(2)
Share of results of associates	應佔聯營公司業績	2,801	950
Profit before income tax	除所得稅前溢利	703	346
Income tax expense	所得稅開支	–	–
Profit for the period	本期間溢利	703	346
Attributable to:	下列應佔:		
Equity holders of the Company	本公司股本持有人	708	363
Minority interests	少數股東權益	(5)	(17)
Profit for the period	本期間溢利	703	346
Dividends	股息	–	–
Earnings per share for profit attributable to equity holders of the Company during the period	期內本公司股本持有人應佔溢利之每股盈利		
– basic	— 基本	HK0.04 cents	HK0.02 cents
		港仙	港仙
– diluted	— 攤薄	HK0.03 cents	N/A
		港仙	不適用

Notes:

1. Basis of preparation

The principal accounting policies adopted in the preparation of the unaudited results are in accordance with the accounting principles generally accepted in Hong Kong and the accounting standards issued by The Hong Kong Institute of Certified Public Accountants. They have been prepared under the historical cost convention.

The principal accounting policies used in the preparation of the unaudited consolidated results are consistent with those adopted in the preparation of the annual consolidated financial statements of the Group for the year ended 30 April 2007.

2. Revenue

The Group's revenue represents the net amounts received and receivable from services provided by the Group to outside clients during the three months ended 31 July 2007.

3. Income tax expense

No provision for profits tax has been made in the financial statements for both years as companies comprising the Group either had tax losses brought forward which were available to set off against the assessable profit arising in the respective jurisdictions for the year or did not generate any assessable profits.

4. Dividends

The Board does not recommend the payment of any dividends for the three months ended 31 July 2007 (2006: nil).

附註:

1. 編製基準

編製未經審核業績所採納之主要會計政策乃根據香港普遍採納之會計原則及香港會計師公會頒佈之會計準則，並以歷史成本法編製。

編製未經審核綜合業績所使用之主要會計政策與編製本集團截至二零零七年四月三十日止年度之年度綜合財務報表所接納者一致。

2. 收益

本集團之收益指本集團於截至二零零七年七月三十一日止三個月向外部客戶提供服務之已收及應收款項淨額。

3. 所得稅開支

由於本集團旗下公司擁有承前稅項虧損以抵銷於年內在其各個司法權區產生之應課稅溢利，或並無賺取任何應課稅溢利，故於兩個年度之財務報表並無就利得稅作出撥備。

4. 股息

董事會不建議派發截至二零零七年七月三十一日止三個月之任何股息(二零零六年:無)。

5. Earnings per share

The calculation of the basic earnings per share is based on the following data:

5. 每股盈利

每股基本盈利乃根據以下數據計算：

		Three months ended 31 July 截至七月三十一日止三個月	
		2007 二零零七年 HK\$'000 千港元	2006 二零零六年 HK\$'000 千港元 (Restated) (經重列)
Earnings:	盈利：		
Profit attributable to the equity holders of the Company	本公司股本持有人應佔溢利	708	363
Number of shares:	股份數目：		
Weighted average number of ordinary shares except bonus issue	普通股加權平均數 (紅股發行除外)	452,720,000	368,686,000
Effect of bonus issue	紅股發行之影響	1,358,160,000	1,106,058,000
Weighted average number of ordinary shares for the purpose of calculating basic earnings per share	就計算每股基本盈利之普通股加權平均數	1,810,880,000	1,474,744,000
Effect of dilutive potential shares: Share options	潛在攤薄股份之影響：購股權	262,906,689	(473,023,011)
Weighted average number of share for the purpose of calculating diluted earnings per share	就計算每股攤薄盈利之股份加權平均數	2,073,786,689	997,720,989

Diluted earnings per share for the period ended 31 July 2006 is not presented because the impact of the exercise of the share options was anti-dilutive.

由於行使購股權具反攤薄影響，故並無呈列截至二零零六年七月三十一日止期間之每股攤薄盈利。

6. Movements in reserves

Movements in the reserves of the Group during the three months ended 31 July 2007 are set out as follows:

6. 儲備變動

本集團截至二零零七年七月三十一日止三個月之儲備變動載列如下：

		Equity attributable to equity holders of the Company 本公司股本持有人應佔權益						Minority interest 少數股東 權益	Total 合計	
		Share capital 股本	Share premium 股份 溢價	Translation reserve 匯兌 儲備	Special reserve 特殊 儲備	Share option reserve 購股權 儲備	Accumulated profit/(losses) 累計溢利 /(虧損)	Total 合計		
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	
At 1 May 2007	於二零零七年五月一日	4,527	43,505	208	(200)	1,827	(13,107)	36,760	236	36,996
Currency translation	外幣折算	-	-	26	-	-	-	26	-	26
Profit/(Loss) for the period	期內溢利/(虧損)	-	-	-	-	-	708	708	(5)	703
At 31 July 2007	於二零零七年 七月三十一日	4,527	43,505	234	(200)	1,827	(12,399)	37,494	231	37,725
At 1 May 2006	於二零零六年五月一日	3,410	27,180	-	(200)	162	(12,730)	17,822	209	18,031
Share issued at premium	發行股份所產生之 溢價	300	780	-	-	-	-	1,080	-	1,080
Profit/(Loss) for the period	期內溢利/(虧損)	-	-	-	-	-	363	363	(17)	346
At 31 July 2006	於二零零六年 七月三十一日	3,710	27,960	-	(200)	162	(12,367)	19,265	192	19,457

BUSINESS REVIEW AND OUTLOOK**FINANCIAL REVIEW**

For the three months ended 31 July 2007, the Group recorded a total revenue of approximately HK\$21,098,000 (2006: HK\$18,658,000) and a profit attributable to equity holders of the Company of approximately HK\$708,000 (2006: HK\$363,000).

業務回顧及展望**財務回顧**

截至二零零七年七月三十一日止三個月，本集團錄得總收益約21,098,000港元(二零零六年: 18,658,000港元)及本公司股本持有人應佔溢利約708,000港元(二零零六年: 363,000港元)。

OPERATION REVIEW

Corporate Services

Financial Translation Services

BMI Professional Translation Services Limited (“BMI Translation”), the Group’s wholly-owned subsidiary, specialises in providing professional translation services. To meet the ever diversified needs of the market, we endeavoured to further recruit and train competent translators who have the talents, skills, and abilities to provide quality translation services. Coupled with the professionalism and dedication of the existing team members, BMI Translation succeeded in widening its client base to the commercial sector and various government departments as well.

Looking forward, we will deploy more resources to enhance our service quality, in a bid to further strengthen its position and extend its market penetration.

Company Secretarial Services

BMI Corporate Services Limited (“BMI Corporate Services”), the Group’s wholly-owned subsidiary providing integrated and comprehensive company secretarial services to both listed and private companies, continued to record steady growth. During the period under review, BMI Corporate Services, as a leading corporate services provider in the industry, kept on to provide professional and practical advices on the corporate governance issues and the relevant legislation updating, etc. BMI Corporate Services shall continue to make timely updates and deliver its expertise company secretarial support as well as corporate governance assessment to meet with the needs of our clients.

IBC Corporate Services Limited (“IBC Corporate Services”), the Group’s wholly-owned subsidiary providing offshore company formation and agency services has continued to grow to become a professional trusted offshore company services provider. During the period under review, IBC Corporate Services endeavoured to improve its product quality and sales skills. Leveraged on the concerted efforts of the team, IBC Corporate Services proved to be a trusted agency locally for serving professional intermediaries such as law firms, accounting firms and business consulting firms.

業務回顧

企業服務

財經翻譯服務

本集團的全資附屬公司邦盟滙駿專業翻譯有限公司(「邦盟滙駿翻譯」)提供專業翻譯服務。為滿足市場上形形色色的需要，本公司致力增聘並培訓具天賦、技能及才能的翻譯人才，以提供更優質的翻譯服務。憑藉現任團隊成員的專業精神及不懈努力，邦盟滙駿翻譯得以成功將客戶基礎擴闊至工商界及多個政府部門。

展望未來，本公司將調配更多資源以提升本公司的服務質素，以期進一步鞏固其競爭優勢並進佔不同市場。

公司秘書服務

本集團全資附屬公司邦盟滙駿秘書顧問有限公司(「邦盟滙駿秘書顧問」)為上市及私營公司提供綜合及全面之公司秘書服務，業務繼續錄得穩定增長。作為業內之領先企業服務供應商，邦盟滙駿秘書顧問於回顧期內繼續提供有關企業管治方面之專業及切實建議，以及法律資訊之更新服務。邦盟滙駿秘書顧問將繼續適時為客戶提供資訊更新、專業公司秘書支援及企業管治評估服務，以滿足本公司客戶之需要。

本公司一家提供離岸公司成立及代理服務之全資附屬公司國際離岸企業秘書服務有限公司(「國際離岸企業秘書服務」)繼續發展成為專業及信譽超著之離岸企業服務供應商。於回顧期內，國際離岸企業秘書服務致力優化產品質素及改善銷售技巧。在團隊上下一心之努力經營下，國際離岸企業秘書服務已確立為本港一家信譽超著之代理商，為律師樓、會計師行及業務顧問公司等專業中介公司提供服務。

The division's scope of service was further extended through its 7% shareholding in the capital of Union Services and Registrars Inc. ("Union Registrars"). Union Registrars is one of the premier share registration service providers in Hong Kong, whose clientele comprises of companies listed on the Stock Exchange.

The synergies among BMI Corporate Services, IBC Corporate Services and Union Registrars shall continue to benefit the division and the Group as a whole, providing one-stop integrated and comprehensive service to our clients.

Assets Valuation Services

BMI Appraisals Limited ("BMI Appraisals"), a 45%-owned associate of BMI Group, is an all-rounded valuation consulting company providing a wide range of professional services covering basically real estate valuations, plant & machinery valuations, business valuations, inventory valuations, intangible asset valuations, balance sheet valuations, brand name & goodwill valuations and financial derivatives' valuations for clients worldwide.

During the period under review, BMI Appraisals has successfully completed 5 real estate valuation projects, 5 business valuation projects and 1 intangible asset valuation project for public documentation purposes. BMI Appraisals has been expanding its company network to cope with the enhancing business opportunities in the PRC market and the Asia-Pacific region. BMI Appraisals has achieved satisfactory performance.

Business, Accounting and Corporate Development Advisory Services

The provision of business, accounting and corporate development advisory services is provided through BMI Consultants Limited, BMI Consultant (Shenzhen) Limited and BMI Corporate Advisory (Shanghai) Limited whose importance to the Group's businesses has continued to diminish.

本分部的服務範圍藉著於Union Services and Registrars Inc. (「Union Registrars」)之7%持股量而得到進一步擴展。Union Registrars是香港主要的股份登記服務供應商之一，其客戶群包括於聯交所上市之公司。

邦盟滙駿秘書顧問、國際離岸企業秘書服務及Union Registrars三者的協同效益將繼續為此分部及本集團帶來整體利益，為本公司客戶提供綜合及全面的一站式服務。

資產估值服務

邦盟滙駿集團擁有45%權益之聯營公司中和邦盟評估有限公司(「中和邦盟評估」)乃一間業務全面之評估顧問公司，為全球各地客戶提供廣泛專業估值服務，其服務範圍基本包括房地產估值、廠房及機器估值、業務估值、存貨估值、無形資產估值、資產負債表估值、品牌及商譽估值以及財務衍生工具估值。

回顧期內，中和邦盟評估成功完成五項房地產估值項目、五項業務估值項目及一項無形資產估值項目，以用作發佈公眾函件。中和邦盟評估一直拓展公司網絡，以抓緊中國市場及亞太區日益蓬勃之商機。中和邦盟評估之業績令人滿意。

業務、會計及公司發展顧問服務

本集團透過邦盟滙駿顧問有限公司、邦盟滙駿顧問(深圳)有限公司及邦盟滙駿商務諮詢(上海)有限公司提供業務、會計及公司發展顧問服務，但此項業務對本集團業務之重要性已日漸減少。

Funds and Wealth Management

BMI Funds Management Limited (“BMI Funds”), the Group’s wholly-owned subsidiary, continued to experience its expanding phase in the last quarter. BMI Funds keeps on recruiting new members to join the company, especially in the Customer Service Team and the Research Team, so as to cope with the rapid development of the fund business. The Customer Service Team provides standard services for tackling enquiries and concerns from clients; while the Research Team professionally focuses on the global market reviews and the investment in funds for clients.

The target goal for BMI Funds in the coming quarter is to extensively expand the fund management services to corporate clients in the Asia-Pacific region. It is believed that with the enlarged professional manpower support, the company will achieve its goal during the remaining period in 2007.

BUSINESS OUTLOOK

Leveraging on the economic upswing and the positive momentum built during our years of efforts and dedications, the Group has continued its united vision to be a pre-eminent service provider offering uniquely integrated and customised corporate consultancy solutions to mid-size listed companies and private companies, as well as high net worth individuals in the Greater China Region and acting as their one-stop solution provider to grow their businesses.

Looking forward, with the Group’s well-established network in the PRC, a healthy and stable cashflow and a team of elite experts, the Board is confident that the growth in demand for our professional corporate consulting services and the future business growth are optimistic.

基金及財富管理

於上一季，本集團全資附屬公司邦盟滙駿基金管理有限公司（「邦盟滙駿基金」）繼續進行擴充。邦盟滙駿基金繼續招攬新成員加入，特別是客戶服務團隊及研究團隊，以配合基金業務之迅速發展。客戶服務團隊提供解答客戶查詢及疑問等服務；而研究團隊則專注於為客戶提供環球市場回顧及基金投資服務。

邦盟滙駿基金來季之目標乃將基金管理服務推廣至亞太區之公司客戶。本公司相信，在經擴充之專業人員配合下，本公司將於二零零七年餘下時間達到目標。

業務展望

憑藉年內經濟市道好轉及集團多年來凝聚之努力，本集團繼續上下一心矢志成為出類拔萃之服務供應商，為中型上市公司、私營公司及大中華地區之高淨值客戶提供別具一格之綜合度身訂造企業顧問解決方案，成為該等公司發展業務之一站式解決方案供應商。

展望未來，憑藉本集團於中國之完善網絡、穩健之現金流量及其精英團隊，董事會對本公司專業公司顧問服務之需求增長充滿信心，並且對未來業務增長表示樂觀。

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS

As at 31 July 2007, the interests and short positions of the Directors, the chief executive of the Company and their respective associates in the shares and underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO")), which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company under Section 352 of the SFO, or which were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Companies (the "Model Code") adopted by the Company, or to be notified to the Company and the Stock Exchange, were as follows:

Interests in the shares and underlying shares of the Company

董事及主要行政人員之權益

於二零零七年七月三十一日，董事及本公司主要行政人員及彼等各自之聯繫人士於本公司或其任何相聯法團（定義見香港法例第571章證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份及債券中擁有根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所之權益及淡倉（包括根據證券及期貨條例之有關條文被當作或視作擁有之權益及淡倉），或須記錄於本公司根據證券及期貨條例第352條規定存置之登記冊之權益及淡倉，或根據本公司採納之上市公司董事進行證券交易的標準守則（「標準守則」）而須知會本公司及聯交所之權益及淡倉如下：

於本公司股份及相關股份之權益

Name of Directors 董事姓名	Capacity 身份	Aggregate long position in the shares and underlying shares 股份及相關股份總計之好倉	Approximate percentage of the issued share capital 已發行股本概約百分比
Lo Wah Wai 盧華威	Held by controlled corporation 透過受控制公司持有	154,050,000 (Note 1) (附註1)	34.03%
	Beneficial owner 實益擁有人	35,000,000 (Note 2) (附註2)	7.73%
Wong Wai Tung 王偉東	Beneficial owner 實益擁有人	505,000	0.11%

Notes:

- 76,890,000, 63,024,000 and 14,136,000 shares are owned by Williamsburg Invest Limited ("WI"), Mangreat Assets Corp. ("MA") and Homelink Venture Corp. ("HV") respectively. WI, MA and HV are companies incorporated in the British Virgin Islands. The entire issued share capital of WI, MA and HV are wholly-owned by Mr. Lo Wah Wai.
- Options to subscribe for a total of 35,000,000 shares of the Company was granted to Mr. Lo Wah Wai.

附註：

- 76,890,000股、63,024,000股及14,136,000股股份乃分別由Williamsburg Invest Limited（「WI」）、Mangreat Assets Corp.（「MA」）及Homelink Venture Corp.（「HV」）擁有。WI、MA及HV均於英屬處女群島註冊成立，WI、MA及HV之全部已發行股本乃由盧華威先生全資擁有。
- 盧華威先生獲授購股權以認購本公司合共35,000,000股股份。

Save as disclosed above, as at 31 July 2007, none of the Directors or chief executives of the Company had any interests or short positions in the shares, underlying shares and debentures of the Company or any of its associated corporation (within the meaning of Part XV of the SFO) which would have to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company under section 352 of the SFO, or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

SUBSTANTIAL SHAREHOLDERS' INTERESTS

As at 31 July 2007, other than the interests and short positions of the Directors or chief executives of the Company disclosed above, persons or companies who had interests or short positions in the shares and underlying shares of the Company, which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or be directly or indirectly interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances of general meetings of the Company or substantial shareholders as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO were as follows:

Long positions in shares

Name of shareholder 股東名稱	Capacity 身份	Aggregate long position in the shares and underlying shares 股份及相關股份 總計之好倉	Approximate percentage of the issued share capital 已發行股本 概約百分比
Ip Yu Chak 葉汝澤	Held by controlled corporation 透過受控制公司持有	26,610,000 (Note 1) (附註1)	5.88%
	Beneficial owner 實益擁有人	35,000,000 (Note 2) (附註2)	7.73%

除上文所披露者外，於二零零七年七月三十一日，董事或本公司之主要行政人員概無於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）之股份、相關股份及債權證中擁有須根據證券及期貨條例第XV部第7及8分部知會本公司及聯交所（包括根據該等證券及期貨條例條文被視為或當作擁有之權益或淡倉），亦無擁有須根據證券及期貨條例第352條列入登記冊之權益或淡倉及根據標準守則須知會本公司及聯交所之權益或淡倉。

主要股東之權益

於二零零七年七月三十一日，除上文所披露董事或本公司主要行政人員之權益及淡倉外，於本公司股份及相關股份中擁有須根據證券及期貨條例第XV部第2及3分部條文向本公司披露之權益及淡倉，或直接或間接擁有附有權利在任何情況下均可於本公司或主要股東之股東大會上投票之任何股本類別面值5%或以上（按本公司根據證券及期貨條例第336條存置之登記冊所記錄者）之人士或公司如下：

於股份之好倉

Notes:

- 1 26,610,000 shares are owned by B & M Associates Limited ("BM"). BM is a company incorporated in the British Virgin Islands. The entire issued share capital of BM is wholly-owned by Mr. Ip Yu Chak.
- 2 Options to subscribe for a total of 35,000,000 shares of the Company was granted to Mr. Ip Yu Chak.

Save as disclosed above, the Directors and the chief executives of the Company are not aware that there is any party who, as at 31 July 2007, had interests or short positions in the shares and underlying shares of the Company, which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or be directly or indirectly interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances of general meetings of the Company or substantial shareholders as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO.

COMPETING INTERESTS

None of the Directors or the management shareholders or the substantial shareholders of the Company, or any of their respective associates, (as defined under the GEM Listing Rules) had any interest in a business that competes or may compete with the business of the Group.

AUDIT COMMITTEE

The Company set up an audit committee on 4 July 2001 with written terms of reference for the purposes of reviewing and providing supervision over the financial reporting process and internal controls of the Group. The audit committee currently comprises three independent non-executive Directors of the Company, namely Mr. Lui Tin Nang, Mr. Chan Ho Wah, Terence and Mr. Cheung Siu Chung. The audit committee has reviewed the Group's unaudited quarterly results for the three months ended 31 July 2007.

BOARD PRACTICES AND PROCEDURES

During the three months ended 31 July 2007, the Company was in compliance with the Board Practices and Procedures as set out in Rule 5.34 of the GEM Listing Rules.

附註:

1. 26,610,000股股份乃由 B & M Associates Limited (「BM」) 擁有。BM 乃於英屬處女群島註冊成立，其全部已發行股本由葉汝澤先生全資擁有。
2. 葉汝澤先生獲授購股權以認購本公司合共35,000,000股股份。

除上文所披露者外，據本公司董事及主要行政人員所知，概無人士於二零零七年七月三十一日於本公司股份及相關股份中擁有須根據證券及期貨條例第XV部第2及3分部條文向本公司披露之權益或淡倉，亦無任何人士直接或間接擁有附有權利在任何情況下均可於本公司或主要股東之股東大會上投票之任何股本類別面值5%或以上（按本公司根據證券及期貨條例第336條存置之登記冊所記錄者）之權益。

競爭權益

本公司概無任何董事或管理層股東或主要股東或任何彼等各自之聯繫人士（定義見創業板上市規則）於與本集團業務構成競爭或可能構成競爭之業務中擁有任何權益。

審核委員會

本公司已於二零零一年七月四日成立審核委員會，並就審閱及監督本集團之財務申報程序及內部監控而訂立書面職權範圍。審核委員會現時由三位本公司獨立非執行董事呂天能先生、陳浩華先生及張兆冲先生組成。審核委員會已審閱本集團截至二零零七年七月三十一日止三個月之未經審核季度業績。

董事會常規及程序

截至二零零七年七月三十一日止三個月，本公司一直遵守創業板上市規則第5.34條所載之董事會常規及程序。

PURCHASE, SALE OR REDEMPTION OF SECURITIES

During the three months ended 31 July 2007, neither the Company nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities.

BONUS ISSUE OF SHARES

The 2007 annual general meeting (the "AGM") of the shareholders of the Company ("Shareholders") was convened as scheduled on 29 August 2007. At the AGM, Shareholders considered and approved, inter alia, the resolution for the bonus issue of shares, which would be made on the basis of 3 bonus shares (the "Bonus Shares"), credited as fully paid, for every 1 existing share then held, as set out in the notice of AGM and the circular dated 6 August 2007 to the Shareholders.

In the mean time, once the Bonus Shares are issued, the number of shares of the Company in issue will be increased to 1,810,880,000. Approval from the Stock Exchange on the listing of the Bonus Shares has been received and trading of these shares is expected to commence on 12 September 2007.

By Order of the Board of
B M Intelligence International Limited
Lo Wah Wai
Chairman

Hong Kong, 7 September 2007

As at the date of this report, the executive Directors of the Company are Mr. Lo Wah Wai, Mr. Wong Wai Tung, Ms. Yeung Sau Han, Agnes and Ms. Yu Sau Lai; the independent non-executive Directors are Mr. Lui Tin Nang, Mr. Chan Ho Wah, Terence and Mr. Cheung Siu Chung.

購買、出售或贖回證券

截至二零零七年七月三十一日止三個月，本公司或其任何附屬公司概無購買、贖回或出售本公司任何上市證券。

紅股發行

本公司股東（「股東」）之二零零七年股東週年大會（「股東週年大會」）如期於二零零七年八月二十九日舉行。於股東週年大會上，股東審議並通過（其中包括）有關紅股發行之決議案，基準為當時每持有1股現有股份獲派3股入賬列作繳足之紅股（「發行紅股」）（載於日期為二零零七年八月六日之股東週年大會通告及日期為二零零七年八月六日致股東之通函）。

同時，紅股一經發行，本公司已發行股份數量將增加至1,810,880,000股。本集團已接獲聯交所就紅股上市之批准，有關股份預料將於二零零七年九月十二日開始買賣。

承董事會命
邦盟滙駿國際有限公司
主席
盧華威

香港，二零零七年九月七日

於本報告日期，本公司之執行董事為盧華威先生、王偉東先生、楊秀嫻女士及余秀麗女士；獨立非執行董事為呂天能先生、陳浩華先生及張兆冲先生。

B M Intelligence Group
邦盟滙駿集團

www.bmintelligence.com