

VINCO  域高

VINCO FINANCIAL GROUP LIMITED

域高金融集團有限公司

(Incorporated in the Cayman Islands with limited liability)

Stock Code : 8340



Interim Report 2008

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

GEM has been established as a market designed to accommodate companies to which a high investment risk may be attached. 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 of the Stock Exchange 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. GEM-listed issuers 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 disclaim any liability whatsoever for any loss however arising from or in reliance upon the whole or any part of the contents of this report.

This report, for which the directors (the “Directors”) of Vinco Financial Group Limited (the “Company”, together with its subsidiaries, the “Group”) collectively and individually accept full responsibility, include particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this report is accurate and complete in all respects and not misleading; (2) there are no other matters the omission of which would make any statement in this report misleading; and (3) 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.

Highlights

- The Company's shares were listed on GEM of the Stock Exchange on 20 May 2008.
- The Group recorded a turnover of approximately HK\$9.34 million for the six months ended 30 June 2008, which represented an increase of approximately 98.11% as compared with the corresponding period in 2007.
- For the six months ended 30 June 2008, profit attributable to shareholders amounted to approximately HK\$2.84 million represented an increase of approximately 688.33% as compared with the corresponding period in 2007.
- Earnings per share achieved HK\$0.49 cents.
- No interim dividend is recommended for the period.

Interim Results (Unaudited)

The board of Directors (the “Board”) is pleased to present the unaudited condensed consolidated results of the Group for the six months ended 30 June 2008 together with the comparative unaudited figures for the corresponding periods in 2007 are as follows:

CONDENSED CONSOLIDATED INCOME STATEMENT

	Notes	Three months ended 30 June		Six months ended 30 June	
		2008 HK\$'000 (unaudited)	2007 HK\$'000 (unaudited)	2008 HK\$'000 (unaudited)	2007 HK\$'000 (unaudited)
Turnover	2	3,093	2,009	9,337	4,713
Other revenue	4	21	129	33	156
Operating expenses		(2,674)	(2,077)	(5,973)	(4,463)
Profit before taxation		440	61	3,397	406
Income tax	5	(72)	—	(559)	(46)
Profit attributable to equity holders of the Company		368	61	2,838	360
Attributable to:					
Equity holders of the Company		368	61	2,838	360
Minority interests		—	—	—	—
		368	61	2,838	360
Earnings per share					
Basic earnings per share (Hong Kong cents)	6	0.06	0.01	0.49	0.06

CONDENSED CONSOLIDATED BALANCE SHEET

	Notes	30 June 2008 HK\$'000 (unaudited)	31 December 2007 HK\$'000 (audited)
<hr/>			
Non-current assets			
Property, plant and equipment	7	468	483
<hr style="border-top: 1px dashed black;"/>			
Current assets			
Trade receivables	8	2,000	—
Rent and utility deposits		642	642
Cash and cash equivalents		34,691	29,149
<hr/>			
		37,333	29,791
<hr style="border-top: 1px dashed black;"/>			
Current liabilities			
Accrued expenses		12	70
Dividend payable		—	14,000
Tax payable		4,322	3,763
<hr/>			
		4,334	17,833
<hr style="border-top: 1px dashed black;"/>			
Net current assets		32,999	11,958
<hr/>			
NET ASSETS		33,467	12,441
<hr/>			
Capital and reserves			
Share capital	9	6,400	10,000
Share premium and reserve		21,788	—
Retained profits		5,279	2,441
<hr/>			
TOTAL EQUITY		33,467	12,441
<hr/>			

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2008

	Attributable to equity holders of the Company			
	Share capital HK\$'000	Share premium and reserve HK\$'000	Retained profits HK\$'000	Total equity HK\$'000
At 1 January 2007	10,000	—	2,425	12,425
Profit for the year	—	—	19,016	19,016
Dividend declared or approved during the year	—	—	(19,000)	(19,000)
At 31 December 2007 and at 1 January 2008	10,000	—	2,441	12,441
Profit for the period	—	—	2,838	2,838
Arising from the Reorganisation	(4,400)	4,400	—	—
Issued of new shares by way of placing	800	19,200	—	20,000
Transaction costs attributable to issue of shares	—	(1,812)	—	(1,812)
At 30 June 2008	6,400	21,788	5,279	33,467

CONDENSED CONSOLIDATED CASH FLOW STATEMENT

	Six months ended	
	30 June 2008 HK\$'000 (unaudited)	30 June 2007 HK\$'000 (unaudited)
Net cash generated from operating activities	1,327	(43)
Net cash generated from investing activities	18,215	156
Net cash used in financing activities	(14,000)	—
Net increase in cash and cash equivalents	5,542	113
Cash and cash equivalents at beginning of the year	29,149	11,641
Cash and cash equivalents at end of year	34,691	11,754
Analysis of the balance of cash and cash equivalents		
Bank balances and cash	34,691	11,798
Bank overdraft	—	(44)
	34,691	11,754

Notes:

1. BASIS OF PREPARATION

The Group's unaudited condensed interim financial statements have been prepared in accordance with the applicable disclosure requirements set out in Chapter 18 of the GEM Listing Rules and Hong Kong Accounting Standards ("HKAS") 34 "Interim Financing Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA").

The accounting policies adopted in preparing the unaudited condensed interim financial statements are consistent with those applied for the financial statements of the Group for the year ended 31 December 2007.

These unaudited condensed consolidated interim financial statements are presented in Hong Kong dollars and all values are rounded to the nearest thousand (HK\$'000), unless otherwise stated.

2. REVENUE

Revenue represents fee income from provision of corporate finance services as follows:

	Three months ended		Six months ended	
	30 June		30 June	
	2008	2007	2008	2007
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Income from provision of corporate finance services	3,093	2,009	9,337	4,713

3. SEGMENT INFORMATION

No business segment analysis and geographical segment analysis are presented for the periods as substantially all of the Group's revenue was derived from provision of corporate finance services in Hong Kong.

4. OTHER INCOME

Other income represents bank interest income earned for the period.

5. INCOME TAX

Hong Kong profits tax is calculated at the rate of 16.5% (2007: 17.5%) on the estimated assessable profit arising in Hong Kong for the period.

6. EARNINGS PER SHARE — BASIC AND DILUTED

The calculation of basic earnings per share is based on profit attributable to equity holders of HK\$2,838,000 (2007: HK\$360,000) and the weighted average of 580,220,000 shares in issue (2007: 560,000,000 shares after adjusting for the capitalization issues in 2008) during the year.

There were no dilute potential ordinary shares during the relevant period and therefore, diluted earnings per share are not presented.

7. PROPERTY, PLANT AND EQUIPMENT

	Furniture & Fixtures HK\$'000	Office Equipment HK\$'000	Leasehold Improvements HK\$'000	Total HK\$'000
Net book value				
at 1 January 2007	150	33	356	539
Depreciation	(21)	(20)	(15)	(56)
Net book value				
at 1 January 2008	129	13	341	483
Additions	—	6	—	6
Depreciation	(10)	(3)	(8)	(21)
Net book value				
at 30 June 2008	119	16	333	468

8. TRADE RECEIVABLES

The Group's receivables are due within a credit period of 30 days to 45 days from the date of billing. Receivables with balances that are more than 1 month past due are requested to settle all outstanding balances before any further credit is granted. The Group does not obtain collateral from customers. The Group seeks to maintain strict control over its outstanding receivables. Overdue balances are reviewed regularly by senior management.

	30 June 2008 HK\$'000 (unaudited)	31 December 2007 HK\$'000 (audited)
Trade receivables	2,000	—

The aging analysis of the trade receivables at the balance sheet dates are as follows:

	30 June 2008 HK\$'000 (unaudited)	31 December 2007 HK\$'000 (audited)
0-30 days	2,000	—

9. SHARE CAPITAL

	Number of issued shares	Ordinary shares HK\$	Share premium/ reserve HK\$	Total HK\$
At 2 January 2008	100	—	—	—
Arising from the Reorganisation	9,999,900	100,000	9,900,000	10,000,000
Capitalisation issue	550,000,000	5,500,000	(5,500,000)	—
Issue of shares through:				
Placement	80,000,000	800,000	19,200,000	20,000,000
Share issue costs			(1,812,206)	(1,812,206)
At 30 June 2008	640,000,000	6,400,000	21,787,794	28,187,794

Notes:

The Company was incorporated in the Cayman Islands on 2 January 2008 with an authorised share capital of HK\$2,000,000,000 divided into 200,000,000,000 shares of HK\$0.01 each. Following incorporation, 100 shares of HK\$0.01 each were allotted and issued at nil paid. The holders of shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with regard to the Company's residual assets.

On 22 April 2008, 9,999,900 shares of HK\$0.01 each were issued together with 100 shares allotted and issued nil paid on 2 January 2008 for the acquisition of the entire issued share capital of Grand Vinco Capital Limited ("Vinco Capital") (the "Reorganisation"). The ordinary shares issued have the same rights as the other shares then in issue.

On 16 May 2008, 80,000,000 shares of HK\$0.01 each were issued by way of placement at a placement price of HK\$0.25 per share. The ordinary shares issued have the same rights as the other shares then in issue. The related share issue costs amounting to HK\$1,812,206 have been accounted for as a deduction from share premium in equity.

The share capital of the Group for the year ended 31 December 2007 represented issued share capital of Vinco Capital as at 31 December 2007.

10. DIVIDEND

The Directors do not recommend the payment of any dividend for the six months ended 30 June 2008 (for the six months ended 30 June 2007: Nil).

Management Discussion and Analysis

BUSINESS REVIEW

Vinco Financial Group Limited is pleased to report the first set of interim results for the six months ended 30 June 2008 following its successful listing on the Stock Exchange on 20 May 2008 (the “Listing”). The Listing raised approximately HK\$18 million new capital, which would be used for further development of the Group’s operation and as working capital for the Group. Through the Listing, we were able to further enhance the capital structure of the Group and at the same time enlarged our shareholder base. Moreover, the Listing enhanced the reputation of the Group and contributed to upholding sound corporate governance practices.

The Group has continued to focus on its core business in corporate finance advisory activities. For the six months ended 30 June 2008, the Group’s revenue grew 98.11% to approximately HK\$9.34 million as compared to approximately HK\$4.71 million in the same period of the previous year. Net profit of the Group also increased 688.33% to approximately HK\$2.84 million as compared to approximately HK\$0.36 million in the corresponding period last year.

While focusing on its core business, the Group has also been seeking to diversify its business with a view to expanding its revenue base and to providing a wider range of financial advisory services. The Group has launched the on-going value added program in January 2008, and as of the period ended four listed companies have joined our program.

OUTLOOK

Despite the recent unfavourable sentiment in global economy, the Group is optimistic and sees enormous potential in the market. The Group believes that strengthening and enriching its range of services is crucial to its long-term success. A series of new services are being undergone with an aim to realizing the synergy effect to the Group.

Going forward in the second half of this fiscal year, the Group will execute its development plans which cover the following aspects:

(1) Business development

- (i) the Group will continue to explore the opportunities in establishing the equity capital department or acquiring existing brokerage firm for the expansion in equity capital market services; and
- (ii) commence the feasibility study on setting up a business information centre in the PRC.

(2) Expansion of the alliance network

- (i) the Group will form alliances in Hong Kong and the PRC;
- (ii) seek for co-operation with government bodies or universities in Hong Kong and the PRC;
- (iii) commence feasibility study on the establishment of alliance network in Singapore; and
- (iv) organise promotional campaigns to promote/expand the Group's alliance network in the PRC.

(3) Improvement of public awareness

- (i) the Group will organize and participate in seminars/conferences in relation to corporate finance advisory and other value-added services; and
- (ii) publish and circulate newsletters or periodic magazines to the Group's alliance members.

Upon completion of the above mentioned plans which are expected to be in December 2008, the Directors believe that continuous enhancement in business development would broaden its range of services and selectively diversify into new business operation so as to achieve the synergy effects of the Group.

FINANCIAL REVIEW

For the six months ended 30 June 2008, the Group's turnover was approximately HK\$9.34 million, representing an increase of 98.11% from approximately HK\$4.71 million for the corresponding period of last year. The increase was mainly contributed by the increase of potential initial public offering transactions participated by the Group.

Operating expenses during the period was approximately HK\$5.97 million, representing an increase of 33.83% from approximately HK\$4.46 million for the corresponding period of last year. The increase was largely attributable to the increases in salaries and general administrative expenses. Operating expenses as a percentage of turnover decreased from 94.70% in the corresponding period of last year to 63.97% in the six months ended 30 June 2008. The net profit of the Group also increased 688.33% to approximately HK\$2.84 million as compared to approximately HK\$0.36 million in the corresponding period last year.

As at 30 June 2008, the Group had total assets of approximately HK\$37.80 million, an increase of 24.86% over total assets of approximately HK\$30.27 million as at 31 December 2007. The increase was mainly due to the proceeds raised from the initial public offering of the Group during the reporting period. The net assets value of the Group was approximately HK\$33.47 million, representing HK\$0.06 per shares.

The Group remained in a healthy and sound liquidity position as at 30 June 2008. The total bank balances and cash of the Group amounted to approximately HK\$34.69 million. As at 30 June 2008, the Group had no material capital commitments, material contracts or significant investment plans. It is the Group's policy to adopt a prudent financial management strategy and maintain a suitable level of liquidity facilities to meet operation requirements and acquisition opportunities. The Group's gearing ratio, defined as the Group's total borrowings divided by shareholders' fund, was nil.

CAPITAL STRUCTURE

The capital of the Group comprises only ordinary shares. After the Listing, the total number of the ordinary shares of the Group was 640,000,000 shares.

CHARGES ON GROUP ASSETS

As at 30 June 2008, the Group did not have any charges on its assets.

INFORMATION ON EMPLOYEES

As at 30 June 2008, the Group had a workforce of 13 employees. The total staff costs, including the directors' emoluments, amounted to HK\$3.70 million for the half year under review. The Group's remuneration policies are determined by reference to market terms as well as the performance, qualification and experience of individual employee.

CONTINGENT LIABILITIES

As at 30 June 2008, the Group did not have any significant contingent liabilities.

Comparison of Business Objectives with Actual Business Progress

An analysis comparing the business objectives as stated in the Company's prospectus dated 14 May 2008 (the "Prospectus") with the Group's actual business progress up to 30 June 2008 is set out below:

	Business objectives up to 30 June 2008 as stated in the Prospectus	Actual business progress up to 30 June 2008
1 Business development	Recruit additional staff for corporate finance division.	Recruited two additional staff for the Group's corporate finance division.
	Launch the business development of on-going value-added financial advisory service to corporate clients.	The on-going value-added financial advisory service has been launched on January 2008, as of 30 June 2008, four listed companies have joined the program.
2 Expansion of the alliance network	Explore alliance opportunities with PRC financial institutions.	The Group continues to explore the possibility of forming alliance with PRC financial institutions and plan has been rolled out in June.
3 Improvement of public awareness	Participate in seminars regarding corporate finance advisory services.	During the period under review, the Group and its staff have taken part in seminars.
	Publish newsletters or periodicals to promote the Group's business.	Further strengthen the Group's status and image, newsletters has been sent to selected group of customers and financial institutions.

USE OF PROCEEDS

The net proceeds for issue of new shares on 20 May 2008 received by the Company were approximately HK\$18 million. During the period between the Latest Practicable Date (“LPD”) as defined in the Prospectus (being 2 May 2008) and 30 June 2008, the net proceeds for issue of new shares had been applied as follows:

	Planned use of proceeds as stated in the Prospectus from the LPD to 30 June 2008 (HK\$'000)	Actual use of proceeds from the LPD to 30 June 2008 (HK\$'000)
Business development	200	38
Expansion of the alliance network	200	121
Improvement of public awareness	200	200
Total	600	359

Notes:

The business objectives as stated in the Prospectus were based on the best estimation of the future market conditions made by the Group at the time of preparing the Prospectus. The uses of proceeds were applied in accordance with the actual development of the market:

1. Certain promotional and expansion activities were postponed due to the adjustments in business progress, therefore proceeds applied in this area are less than expected.
2. The remaining net proceeds as at 30 June 2008 has been placed as interest bearing deposits in banks in Hong Kong.

Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures of the Company or any Associated Corporation

As at 30 June 2008, the interests and short positions of the Directors and chief executive of the Company in the share capital, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong (the "SFO")) which were notified the Company the Hong Kong Stock Exchange Limited pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which each of them has taken or deemed to have taken under the provisions of the SFO); or which were required, pursuant to section 352 of the SFO, to be entered into the register referred to therein; or which were required, pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange, were as follows:

Long positions in shares and underlying shares of the Company

Name of Director	Nature of interest	Number of shares beneficially held	Approximate percentage shareholdings
Mr. Chung Ho Yan (Note 1)	Interest of controlled corporation	326,400,000	51%

Note:

- (1) Mr. Chung Ho Yan ("Mr. Chung") is the beneficial owner of 100% of the issued share capital of Vinco Asia Limited. Mr. Chung is deemed to be interested in 326,400,000 Shares held by Vinco Asia Limited under the SFO.

Save as disclosed herein, as at 30 June 2008, none of the Directors or chief executive of the Company or their associates had any interests and short positions in any shares, underlying shares or debentures of the Company or any associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong (the "SFO")) which were required 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 each of them has taken or deemed to have taken under the provisions of the SFO); or which

were required, pursuant to section 352 of the SFO, to be entered into the register referred to therein; or which were required, pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange.

Interests and Short Positions of Shareholders

So far as is known to any Director or chief executive of the Company, as at 30 June 2008, the persons/companies (not being a Director or chief executive of the Company) who have interests or short positions in the shares or underlying shares which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO are as follows:

Substantial Shareholders' and Other Persons' Interests and Short Positions in Shares and Underlying Shares and Debentures of the Company

As at 30 June 2008, the following person and company had interests or short positions in the shares or underlying shares of the Company as recorded in the register to be kept under Section 336 of the SFO:

Long positions in shares and underlying shares of the Company

Name of Director	Nature of interest	Number of shares beneficially held	Approximate percentage shareholdings
Vinco Asia Limited (Note 1)	Beneficial owner	326,400,000	51%
Ms. Chiu Lai Yee	Beneficial owner	153,600,000	24%

Note:

- (1) Vinco Asia Limited, an investment holding company incorporated on 8 October 2002 under the laws of the BVI with limited liability, is wholly and beneficially owned by Mr. Chung.

Long positions in the debentures of the Company

During the half year ended 30 June 2008, there were no debt securities issued by the Group at any time. Save as disclosed above, as at the date of this report, the Directors and the chief executive of the Company are not aware of any other person who had an interest or short position in the shares or underlying shares which would require to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who was 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 at general meeting of the Company.

Directors' and Supervisors' Interest in a Competing Business

For the six months ended 30 June 2008, the Directors are not aware of any business or interest of the Directors, the Supervisors, the management shareholders of the Company and their associates (as defined under the GEM Listing Rules) that compete or may compete (directly or indirectly) with the business of the Company and any other conflicts of interests which any such person has or may have with the Company.

Share Option Scheme

The Company operates the Scheme for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations. Eligible participants of the Scheme include the Company's employee, adviser, consultant, service provider, agent, customer, partner or joint-venture partner of the Company or any subsidiary (including any director of the Company or any subsidiary) who is in full-time or part-time employment with or otherwise engaged by the Company or any subsidiary at the time when an option is granted. The Scheme became effective on 22 April 2008 and, unless otherwise cancelled or amended, will remain in force for 10 years from that date.

The maximum number of unexercised share options currently permitted to be granted under the Scheme is an amount equivalent, upon their exercise, to 10% of the shares of the Company in issue as at the date of approval of the Scheme. The maximum number of shares issuable under share options to each eligible participant in the Scheme within any 12-month period, is limited to 1% of the shares of the Company in issue at any time. Any further grant of share options in excess of this limit is subject to shareholders' approval in a general meeting.

No share option was granted, exercised, expired or lapsed under the share option scheme approved on 22 April 2008 during the period.

Interests of the Compliance Adviser

As notified by Ample Capital Limited (“Ample”), the Company’s compliance adviser, neither Ample nor its directors or employees or associates had any interests in the share capital of the Company or any member of the Group (including options or rights to subscribe for such securities) as at 30 June 2008.

Pursuant to the agreement dated 13 May 2008 entered into between Ample and the Company, Ample received and will receive fees for acting as the Company’s compliance adviser.

Purchase, Sale or Redemption of the Company’s Listed Securities

During the six months ended 30 June 2008, there was no purchase, sale or redemption by the Company, or any of its subsidiaries, of the listed securities of the Company.

CORPORATE GOVERNANCE

Save and except the following deviation from the code provision set out in the Code on Corporate Governance Practices as contained in Appendix 15 to the GEM Listing Rules (the “CCGP”), the Company had, during the period under review, complied with the CCGP.

Coder provisions set out in the CCGP	Reason for deviations
A.2 The Chairman and Chief Executive Officer of the Company were performed by the same individual.	<p>The Company’s size is still relatively small and thus not justified in separating the role of Chairman and Chief Executive Officer.</p> <p>The Group has in place internal control system to perform the check and balance function.</p>

The Company is also in the progress of assessing the effect of the implementation of CCGP on the Company’s operation. Save as disclosed, the Company has met the code provisions set out in the CCGP throughout the six months ended 30 June 2008.

Securities Transactions by Directors

During the period under review, the Company has adopted the standards set out in Rules 5.48 to 5.67 of the GEM Listing Rules as the code of conduct regarding the Directors' securities transactions in securities of the Company. Having made specific enquiry to all Directors and the Company was not aware of any non-compliance with the required standards of dealings its code of conduct regarding securities transactions by Directors.

AUDIT COMMITTEE

The Company has established an audit committee with written terms of reference on in compliance with the GEM Listing Rules. The primary duties of the audit committee are to review and supervise the financial reporting process and internal control systems of the Group. The audit committee comprises three independent non-executive Directors, namely Mr. Yip Tai Him (chairman of the audit committee), Mr. William Wu and Mr. Lee Wing Lun.

The audit committee has reviewed the financial statements of the Group for the six-month period ended 30 June 2008 pursuant to the relevant provisions contained in the Code on Corporate Governance Practices as set out in Appendix 15 of the GEM Listing Rules and was of the opinion that the preparation of such statements complied with applicable accounting standards and that adequate disclosure has been made in respect thereof.

By order of the Board
Vinco Financial Group Limited
Chung Ho Yan
Chairman

Hong Kong, 31 July 2008

As at the date of this report, the executive directors of the Company are Mr. Chung Ho Yan and Mr. Miu Ka Keung, Kevin and the independent non-executive Directors are Mr. Yip Tai Him, Mr. William Wu and Mr. Lee Wing Lun.