



GOLDMOND

Goldmond Holdings Limited

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8190)

Third Quarterly Report

2009/2010

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

GEM has been positioned as a market designed to accommodate companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. 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.

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This report, for which the directors (the “Directors”) of Goldmond Holdings Limited (the “Company”) 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 of Hong Kong Limited (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 material 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

1. The financial highlights of the Group for the nine months ended 31 March 2010 (the "Period") are presented as follows:

	Continuing operations		Discontinued operations		Total	
	2010 RMB'000	2009 RMB'000 (Restated)	2010 RMB'000	2009 RMB'000 (Restated)	2010 RMB'000	2009 RMB'000
Revenue	18,035	71,510	146,568	521,064	164,603	592,574
Profit/(Loss) attributable to the owners of the Company	(267,885)	(25,441)	12,030	37,708	(255,855)	12,267
Earnings/(Loss) per share						
– basic	(10.95) cents	(1.05) cents	0.49 cents	1.56 cents	(10.46) cents	0.51 cents
– diluted	N/A	N/A	N/A	N/A	N/A	N/A

RESULTS

The board of Directors (the “Board”) wishes to announce the unaudited results of the Company and its subsidiaries (collectively, the “Group”) for the three months and nine months ended 31 March 2010, together with the unaudited comparative figures for the corresponding periods in 2009 as follows:

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	<i>Note</i>	Unaudited			
		Three months ended		Nine months ended	
		31 March		31 March	
		2010	2009	2010	2009
		RMB'000	RMB'000	RMB'000	RMB'000
			(Restated)		(Restated)
Continuing operations:					
Revenue	3	6,562	2,805	18,035	71,510
Cost of sales		(6,007)	(2,501)	(15,507)	(62,982)
Gross profit		555	304	2,528	8,528
Other income	3	130	1,278	23,838	1,990
Selling and distribution costs		(406)	(1,169)	(853)	(1,688)
Administrative expenses		(1,598)	(3,450)	(4,927)	(6,798)
Other operating expenses		-	-	(283,368)	-
(Loss)/Profit from operating activities		(1,319)	(3,037)	(262,782)	2,032
Finance costs	4	-	(2,720)	(2,885)	(7,669)
Loss before income tax		(1,319)	(5,757)	(265,667)	(5,637)
Income tax expense	5	-	-	-	(218)
Loss after income tax from continuing operations		(1,319)	(5,757)	(265,667)	(5,855)
Discontinued operations:					
Profit for the Period from discontinued operations	6	-	15,310	12,030	37,708
(Loss)/Profit for the Period		(1,319)	9,553	(253,637)	31,853



		Unaudited			
		Three months ended 31 March		Nine months ended 31 March	
		2010	2009	2010	2009
Note		RMB'000	RMB'000 (Restated)	RMB'000	RMB'000 (Restated)
Attributable to:					
	Owners of the Company	(1,053)	3,500	(255,855)	12,267
	Minority interests	(266)	6,053	2,218	19,586
(Loss)/Profit for the Period		(1,319)	9,553	(253,637)	31,853
Earnings/(loss) per share for profit/(loss) attributable to the owners of the Company					
		8			
	- Basic				
	From continuing and discontinued operations	(0.043) cents	0.14 cents	(10.46) cents	0.51 cents
	From continuing operations	(0.043) cents	(0.49) cents	(10.95) cents	(1.05) cents
	- Diluted				
	From continuing and discontinued operations	N/A	N/A	N/A	N/A
	From continuing operations	N/A	N/A	N/A	N/A

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Unaudited			
	Three months ended		Nine months ended	
	31 March		31 March	
	2010	2009	2010	2009
	RMB'000	RMB'000	RMB'000	RMB'000
		(Restated)		(Restated)
(LOSS)/PROFIT FOR THE PERIOD	(1,319)	9,553	(253,637)	31,853
Other comprehensive income, including reclassification adjustments				
Release from redemption of convertible note	-	-	(15,654)	-
Arising from disposal of subsidiaries	-	-	(110,351)	-
Exchange difference on translating foreign operations	-	353	(10)	7,727
Issue of new shares	40,841	-	40,841	-
Other comprehensive income, including reclassification adjustments	40,841	353	(85,174)	7,727
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	39,522	9,906	(338,811)	39,580
Total comprehensive income attributable to:				
Owners of the Company	39,788	3,342	(339,086)	16,173
Minority interests	(266)	6,564	275	23,407
	39,522	9,906	(338,811)	39,580



Notes:

1. The Company

The Company is incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law, Cap 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands on 28 August 2001 and its shares are listed on the Growth Enterprise Market (the "GEM") of The Stock Exchange of Hong Kong Limited (the "SEHK").

2. Basis of presentation and accounting policies

The unaudited condensed consolidated results incorporate those of the Company and its subsidiaries for the nine months ended 31 March 2010.

The unaudited condensed consolidated results of the Group are prepared in accordance with and comply with all applicable Hong Kong Accounting Standard (HKAS) 34, Interim Financial Reporting issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and the applicable disclosure requirements of the Rules Governing the Listing of Securities on the GEM of the SEHK (the "GEM Listing Rules").

The principal accounting policies and methods of computation used in the preparation of this set of results announcement are consistent with those used in the annual financial statements for the year ended 30 June 2009.

The Group has adopted a number of new and revised standards, amendments and interpretations which are effective for the Group's accounting periods beginning on or after 1 July 2009. The adoption of these new and revised standards, amendments and interpretations does not have significant impact on the accounting policies of the Group.

All significant inter-company transactions and balances within the Group are eliminated in the preparation of the consolidated financial statements.

The results of the Company are presented in Renminbi ("RMB"), which is different from the functional currency of the Company, Hong Kong dollars ("HK\$"), as the Directors consider that RMB is the most appropriate presentation currency in view of the most of the underlying transactions of the Group are denominated in RMB.

3. Revenue and other income

Revenue, which is also the Group's turnover, represents the net invoiced value of goods sold and services rendered, after allowances for return and trade discounts, where applicable. Analysis of the Group's revenue and other income for the nine months ended 31 March 2010 is shown as follows:

	Unaudited					
	Continuing operations		Discontinued operations		Total	
	2010	2009	2010	2009	2010	2009
RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	
		(Restated)	(Restated)			
Revenue						
Sales of goods	18,035	71,510	146,568	520,998	164,603	592,508
Rendering of services	–	–	–	66	–	66
	18,035	71,510	146,568	521,064	164,603	592,574
Other income						
Interest income	69	–	29	469	98	469
Rental income	–	–	350	970	350	970
Reversal of provision for doubtful debts	–	–	–	10	–	10
Gain on fair value change in respect of investment property	–	–	100	–	100	–
Gain on fair value change in respect of redemption option	22,979	–	–	–	22,979	–
Reversal of impairment of stock	–	–	–	177	–	177
Sales of scrap materials	135	1,990	3,841	10,322	3,976	12,312
Sundry income	655	–	–	755	655	755
	23,838	1,990	4,320	12,703	28,158	14,693

4. Finance costs

An analysis of the Group's finance costs for the nine months ended 31 March 2010 and 2009 is as follows:

	Unaudited					
	Continuing operations		Discontinued operations		Consolidated	
	2010	2009	2010	2009	2010	2009
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Interest on bank loans, overdrafts and other loans wholly repayable within five years	-	250	-	1,619	-	1,869
Imputed interest on convertible bonds	2,885	7,419	-	-	2,885	7,419
	2,885	7,669	-	1,619	2,885	9,288

5. Income tax expense

Hong Kong profits tax has been provided at the tax rate of 16.5% on the estimated assessable profits for the nine months ended 31 March 2010 and 31 March 2009 respectively. Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the jurisdictions in which the Group operates, based on existing legislation, interpretations and practices in respect thereof.

An analysis of the Group's income tax expense for the nine months ended 31 March 2010 and 2009 is as follows:

	Unaudited					
	Continuing operations		Discontinued operations		Consolidated	
	2010	2009	2010	2009	2010	2009
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		(Restated)		(Restated)		
Hong Kong profits tax	-	-	52	143	52	143
PRC income tax	-	218	1,420	3,413	1,420	3,631
	-	218	1,472	3,556	1,472	3,774

6. Discontinued operations

On 12 October 2009, the Group has disposed the Satellite and ODM of consumer electronic business to its substantial shareholders for a cash consideration of HK\$60,000,000 and cancellation of its convertible bonds amounting of HK\$62,987,500 for an aggregate consideration of HK\$122,987,500.

The Group re-presented the results of discontinued operations for prior year in accordance with HKFRS 5. An analysis of the results and cash flows of the discontinued operations included in the consolidated statement of comprehensive income are as follows:

	Unaudited			
	Three months ended		Nine months ended	
	31 March		31 March	
	2010	2009	2010	2009
	RMB'000	RMB'000	RMB'000	RMB'000
		(Restated)		(Restated)
Revenue	-	172,996	146,568	521,064
Cost of sales	-	(146,322)	(125,682)	(453,183)
Gross profit	-	26,674	20,886	67,881
Other income	-	7,643	4,320	12,703
Selling and distribution costs	-	(4,703)	(3,465)	(13,754)
Administrative expenses	-	(11,570)	(4,832)	(23,232)
Finance cost	-	(152)	(105)	(1,619)
Other operating expenses	-	(715)	(3,302)	(715)
Profit before income tax	-	17,177	13,502	41,264
Income tax expense	-	(1,867)	(1,472)	(3,556)
Profit for the Period from discontinued operations	-	15,310	12,030	37,708



7. Interim dividends

The Board did not recommend the payment of an interim dividend for the nine months ended 31 March 2010 (corresponding period in 2009: Nil).

8. Earnings/(loss) per share

Basic

From continuing and discontinued operations

The calculation of basic earnings or loss per share for the three months and nine months ended 31 March 2010 from continuing and discontinued operations is based on the loss attributable to the owners of the Company of approximately RMB1,053,000 and RMB255,855,000, respectively (profit for the three months and nine months ended 31 March 2009: RMB3,500,000 and RMB12,267,000, respectively) on the weighted average of the 2,426,463,504 and the 2,446,833,333 ordinary shares in issue during the three months and nine months ended 31 March 2010 (three months and nine months ended 31 March 2009: the weighted average of 2,416,500,000 and 2,416,500,000 ordinary shares).

8. Earnings/(loss) per share (Continued)

From continuing operations

The calculation of the basic loss per share from continuing operations attributable to the owners of the Company is based on the following data:

	Unaudited			
	Three months ended		Nine months ended	
	31 March		31 March	
2010	2009	2010	2009	
RMB'000	RMB'000	RMB'000	RMB'000	
	(Restated)		(Restated)	
(Loss)/Profit for the Period attributable to the owners of the Company	(1,053)	3,500	(255,855)	12,267
Less: Profit for the Period from discontinued operations	-	15,310	12,030	37,708
Loss for the Period for the purpose of basic loss per share from continuing operations	(1,053)	(11,810)	(267,885)	(25,441)

The denominators used are the same as those detailed above for basic earning or loss per share from continuing and discontinued operations.

From discontinued operations

Basic earnings per share from the discontinued operations is NIL and RMB0.49 cents per share for the three and nine months ended 31 March 2010 (2009: earning per share of RMB0.63 cents and RMB1.56 cents per share in the corresponding periods in 2009) which was calculated based on NIL profit and profit of RMB12,030,000 from discontinued operations for the three and nine months ended 31 March 2010 (2009: Profit of RMB15,310,000 and RMB37,708,000) in the corresponding periods in 2009. The denominators used are the same as those detailed above for basic earnings or loss per share from continuing and discontinued operations.

8. Earnings/(loss) per share (Continued)

Diluted

No diluted earnings per share is presented for the three months and nine months ended 31 March 2010 as outstanding convertible bonds were redeemed.

9. Share capital and reserves

For the nine months ended 31 March 2010

	Unaudited								
	Attributable to owners of the Company								
	Share capital RMB'000	Share premium RMB'000	Statutory reserves RMB'000	Exchange fluctuation reserve RMB'000	Convertible bonds equity reserve RMB'000	Accumulated losses RMB'000	Total RMB'000	Minority interests RMB'000	Total RMB'000
At 1 July 2009	23,992	224,895	16,100	6,124	72,040	(15,525)	327,626	87,232	414,858
(Loss)/Profit for the period	-	-	-	-	-	(255,855)	(255,855)	2,218	(253,637)
Other comprehensive income									
Release from redemption of convertible note	-	-	-	-	(72,040)	56,386	(15,654)	-	(15,654)
Exchange difference on translation	-	-	-	(286)	-	-	(286)	276	(10)
Arising from disposal of subsidiaries	-	-	(16,100)	(4,800)	-	-	(20,900)	(89,451)	(110,351)
Issue of new shares	1,848	38,993	-	-	-	-	40,841	-	40,841
Total comprehensive income for the period	1,848	38,993	(16,100)	(5,086)	(72,040)	(199,469)	(251,854)	(86,957)	(338,811)
At 31 March 2010	25,840	263,888	-	1,038	-	(214,994)	75,772	275	76,047
At 1 July 2008	23,992	224,895	9,038	5,952	72,040	(30,125)	305,792	55,785	361,577
Profit for the Period	-	-	-	-	-	12,267	12,267	19,586	31,853
Other comprehensive income									
Transfer to reserves	-	-	3,977	-	-	(3,977)	-	-	-
Exchange differences on translation	-	-	-	4,314	-	-	4,314	3,413	7,727
Total comprehensive income for the period	-	-	3,977	4,314	-	8,290	16,581	22,999	39,580
At 31 March 2009	23,992	224,895	13,015	10,266	72,040	(21,835)	322,373	78,784	401,157

10. Comparative figures

Certain comparative figures have been reclassified and restated as a result of the presentation of discontinued operations.

FINANCIAL REVIEW

Continuing operations

In the continuing operations, the Group recorded a revenue of RMB18,035,000 for the nine months ended 31 March 2010, representing a decrease of 74.78% as compared to the corresponding period in 2009. The decrease in revenue of the Group is due to slow recovery of our order book following upon the economic downturn from 2008 to 2009.

The Group's gross profit margin increased to approximately 14.02% for the nine months ended 31 March 2010, as compared to approximately 11.93% for the corresponding period in 2009.

Discontinued operations

In the discontinued operations, the Group recorded a revenue of RMB146,568,000 for the nine months ended 31 March 2010, as compared to a revenue of RMB521,064,000 for the corresponding period in 2009. The decrease in revenue in the discontinued operations is due to slow recovery of our order book following upon the economic downturn from 2008 to 2009.

(Loss)/profit attributable to owners of the Company

The unaudited loss attributable to the owners of the Company for the nine months ended 31 March 2010 amounting of RMB255,855,000, as compared to the profit of RMB12,267,000 for the corresponding period in 2009. The loss is mainly due to the writing off of the goodwill arising from the disposal of subsidiaries during the period.



BUSINESS REVIEW

We are currently principally engaged in two business segments, namely (i) manufacture of consumer electronic products and components and (ii) providing hardware and software maintenance and related business. The current status of our business segments is shown as follows:

Manufacture and sale of consumer electronic products and components

On 21 November 2007, the Group completed its acquisition of a 55% equity interest in Highway Bright Group whose products include three categories: (1) ODM for consumer electronic products, (2) OEM consumer electronic products, and (3) satellite communication products. On 12 October 2009, the Group completed its disposal of a 55% equity interest in Highway Bright Group whose products include two categories: (1) ODM for consumer electronic products, and (2) satellite communications products.

The company retained the business of producing the OEM consumer electronic products including RS connectors, transmitters for consumer electronic products.

Hardware and software maintenance and related business

As a result of competitive business environment in both hardware and software environments in the PRC, the Group has continued to reduce its emphasis and investment in this segment of business.

Discontinued operations:

Manufacture and sale of satellite communications products and ODM for consumer electronic products

There are two categories:

1. ODM for consumer electronic products include main structure parts for electronic products' console and high frequent modular for consumer electronic products.
2. Satellite communications products include low-noise block converters, transceivers and digital video broadcasting decoders which are used in satellite broadcasting, satellite telephone, satellite monitoring and GPS.

OUTLOOK

The acquisition of Combest Group made in the period under review offered us a strategic opportunity to directly expand into the fast growing PRC consumer market. The Group can take advantage of the robust economic growth and increased consumption power in the PRC. We expect to continue to enhance the brand awareness of Combest in the market, and to bring its equity and image to new heights by setting up flagship stores in key strategic cities; placement of outdoor billboard/advertising campaign in major airports and other prominent locations. We shall also design new stylish products to tap into different demographic group as well as to upgrade the production facility and technology to cope with future growth and demand.

We believe that with the existing seasoned management and marketing team at Combest, our manufacturing expertise and our focused business expansion strategies, we are confident that the number of franchise stores will undergo significant growth so as to attain a higher level of achievement in business and financial performance for the Company and the shareholders.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATION

As at 31 March 2010, none of the Directors or their respective associates had any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporation (within the meaning of Part XV of the SFO) which would have required to be notified to the Company and the 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 provision of the SFO) or which were required to be kept under Section 352 of the SFO or as otherwise notified to the Company and the Exchange pursuant to the required standards of dealings by Directors of the Company.

SUBSTANTIAL SHAREHOLDERS AND OTHER PERSONS' INTERESTS AND SHORT POSITION IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

A. Substantial Shareholders

So far as is known to the Directors, as at 31 March 2010, the persons, other than a Director or chief executive of the Company, who had an interest or short position in the shares and underlying shares of the Company as recorded in the register required to be kept under Section 336 of the SFO and who were, directly or indirectly, interested in 10% or more of the shares were as follows:

Name	Number and class of securities	Capacity	Approximate percentage to the issued share capital of the Company
Shing Lee Holding Limited ("Shing Lee") (Note 2)	650,000,000	Beneficial owner	24.75%
Diamond Highway Limited ("Diamond Highway") (Note 2)	39,714,286	Beneficial owner	1.51%
Mr. Zeng Pei Hui ("Mr. Zeng") (Note 2)	689,714,286 ordinary shares	Interest of controlled corporation (Note 3)	26.26%
Dream Star International Limited ("Dream Star") (Note 1)	474,285,714 ordinary shares	Beneficial owner	18.06%
Mr. Hong Yuexiong ("Mr. Hong") (Note 1)	522,965,714 ordinary shares	Interest of controlled corporation	19.91%

Name	Number and class of securities	Capacity	Approximate percentage to the issued share capital of the Company
Glory Path Management Limited ("Glory Path") <i>(Note 3)</i>	210,000,000 ordinary shares	Beneficial owner	8.00%
Mr. Au Yeung Cheuk Nam ("Mr. Au Yeung") <i>(Note 3)</i>	210,000,000 ordinary shares	Interest of controlled corporation	8.00%

Notes:

1. The 474,285,714 shares are registered in the name of Dream Star which is wholly owned by Mr. Hong. Accordingly, Mr. Hong is deemed to be interested in all the shares in which Dream Star is interested pursuant to the SFO.
2. The 650,000,000 and 39,714,286 shares were registered in the name of Shing Lee Holding Limited ("Shing Lee") and Diamond Highway Limited (the "Diamond Highway") respectively. Shing Lee and Diamond Highway are wholly owned by Mr. Zeng. Accordingly, Mr. Zeng is deemed to be interested in all the shares in which each of Shing Lee and Diamond Highway is interested pursuant to the SFO.
3. The 210,000,000 shares were registered in the name of Glory Path Management Limited ("Glory Path"). Glory Path is wholly owned by Mr. Au Yeung. Accordingly, Mr. Au Yeung is deemed to be interested in all the shares in which each of Glory Path is interested pursuant to the SFO. Another 270,000,000 shares will be allotted and issued to Glory Path upon completion of the reorganisation as mentioned in the announcement dated 18 March 2010.

B. Other persons whose interests are recorded in the register required to be kept under Section 336 of the SFO

As at 31 March 2010, the Company has not been notified of any other person (other than a Director or the chief executive of the Company) having an interest or short position in the shares or the underlying shares of Company representing 5% or more of the issued share capital of the Company save as below:

Name	Number and class of securities <i>(Note 1)</i>	Capacity	Approximately percentage to the issued share capital of the Company
Cytech Investment Limited ("Cytech Investment") <i>(Note 3)</i>	164,500,000 ordinary shares	Beneficial owner	6.26%
Benep Management Limited ("Benep") <i>(Note 3)</i>	164,500,000 ordinary shares	Interest of controlled corporation	6.26%
Chinasing Investment Holdings Limited ("Chinasing") <i>(Note 3)</i>	164,500,000 ordinary shares	Interest of controlled corporation	6.26%
Pioneer Idea Finance Limited ("Pioneer") <i>(Note 4)</i>	164,500,000 ordinary shares	Interest of controlled corporation	6.26%
Mr. Huang Quan ("Mr. Huang") <i>(Note 4)</i>	164,500,000 ordinary shares	Interest of controlled corporation	6.26%

Name	Number and class of securities <i>(Note 1)</i>	Capacity	Approximately percentage to the issued share capital of the Company
Mr. Li Jiahui	189,000,000 ordinary shares	Beneficial owner	7.20%
Brow Crown International Limited ("Brow Crown")	200,000,000 ordinary shares	Beneficial owner <i>(Note 2)</i>	7.61%
Mr. Qian Shiyu ("Mr. Qian")	200,000,000 ordinary shares	Interest of controlled corporation <i>(Note 2)</i>	7.61%

Notes:

1. It represents the interests in the shares or the underlying shares of the Company.
2. The 200,000,000 shares are registered in the name of Brow Crown, which is wholly owned by Mr. Qian. Accordingly, Mr. Qian is deemed to be interested in all the shares in which Brow Crown is interested pursuant to the SFO.
3. The 664,500,000 shares are registered in the name of Cytech Investment. Cytech Investment is a wholly-owned subsidiary of Benep, which is in turn a wholly-owned subsidiary of Chinasing, a company whose shares are listed on the Main Board of the Singapore Exchange Securities Trading Limited. Accordingly, each of Chinasing and Benep is deemed to be interested in all the shares in which Cytech Investment is interested pursuant to the SFO.
4. The issued share capital of Chinasing is owned as to approximately 21.25% and 36.52% by Hebe Finance Limited and Pioneer respectively. The issued share capitals of Hebe Finance Limited and Pioneer are wholly-owned by Mr. Huang. Accordingly, each of Pioneer and Mr. Huang is deemed to be interested in all the shares in which Chinasing is interested pursuant to the SFO.



BOARD PRACTICES AND PROCEDURES

The Company has complied with Board Practices and Procedures as set out in Rule 5.34 of the GEM Listing Rules for the nine months ended 31 March 2010.

CORPORATE GOVERNANCE

For the nine months ended 31 March 2010, the Company complied with the provisions set out in Appendix 15 of the Code on Corporate Governance Practice of the Rules Governing the Listing of Securities on the GEM (“GEM Listing Rules”) of the Stock Exchange, save as the following deviation.

The Company has not yet adopted A.2.1. Under the code provision A.2.1 of the CG Code, the roles of Chairman and CEO should be separate and would not be performed by the same individual. The division of responsibilities between the Chairman and CEO should be clearly established and set out in writing.

The Company does not presently have any officer with the title CEO. At present, Mr. Lim Merng Phang, being the Chairman and Chief Executive Director of the Company, is responsible for the strategic planning, formulation of overall corporate development policy and running the business of the Group as well as the duties of Chairman. The Board considers that, due to the nature and extent of the Group’s operations, Mr. Lim is the most appropriate chief executive because he is experienced in management as well as merger and acquisition and other key corporate matter and will be able to help the sustainable development of the Group. Notwithstanding the above, the Board will review the current structure from time to time. When at the appropriate time and if candidate with suitable leadership, knowledge, skills and experience can be identified within or outside the Group, the Company may make the necessary amendments.

Nomination of Directors

The Board has not established a nomination committee at the moment. The appointment of new director is therefore a matter for consideration and decision by the Board of Director.

CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules as the code of conduct regarding securities transactions by the Directors. Having made specific enquiry of all Directors, the Company confirmed that all Directors have complied with the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules throughout the nine months ended 31 March 2010.

COMPETING BUSINESS

None of the Directors or the management shareholders of the Company (as defined in the GEM Listing Rules) has an interest in a business which competes or may compete with the business of the Group.

PURCHASE, SALE OR REDEMPTION OF SECURITIES

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the nine months ended 31 March 2010.

The share option scheme of the Company ("Post-IPO Scheme") was approved and adopted on 24 January 2002. The principal purpose of the Post-IPO Scheme is to enable the Company to grant options to selected persons as incentives and rewards for their contribution to the Group.

As at 31 March 2010, no option has been granted or agreed to be granted under the Post-IPO Scheme.



AUDIT COMMITTEE

As required by Rules 5.28 of the GEM Listing Rules, the Company has established an audit committee which comprises three independent non-executive directors, Mr. Chan Ngai Sang, Kenny, Mr. Chan Kin Sang and Mr. Xing Fengbing. Mr. Chan Ngai Sang, Kenny was appointed as the Chairman of the audit committee. The primary responsibilities of the audit committee are to review the Group's annual report and financial statements, half-yearly reports and quarterly reports and to provide advice and comments to the Board of Directors. The audit committee also meets with the Group's senior management and external auditors to review the effectiveness of the internal control systems. This results announcement has been reviewed and approved by the audit committee of the Company which was of the opinion that the preparation of such results complied with applicable accounting standards and the requirements and that adequate disclosures have been made.

By Order of the Board
Goldmond Holdings Limited
Lim Merng Phang
Chairman

Hong Kong, 14 May 2010

As at the date of this report, the Board is composed of Mr. Lim Merng Phang and Mr. Lee Man To as executive directors, and Mr. Chan Ngai Sang, Kenny, Mr. Chan Kin Sang and Mr. Xing Fengbing as independent non-executive directors.

This report will appear on the GEM website at www.hkgem.com for at least 7 days from the date of this posting.