



GRAND T G GOLD HOLDINGS LIMITED

大唐潼金控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8299)

ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 MARCH 2010

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* For identification purpose only

LETTER TO SHAREHOLDERS

On behalf of the board of directors (the “Board”) of Grand T G Gold Holdings Limited (the “Company”), together with its subsidiaries, (the “Group”), I hereby present the Company’s annual results for the year ended 31 March 2010.

The 2009/2010 financial year has been a year of remarkable change and challenge globally, and for the Group especially. While the global economic recovery remained fragile and the financial market was substantially volatile in the year, the Board is pleased that the Group has nonetheless maintained a strong focus on advancing its strategy and in the process, achieved great accomplishments.

The Group has continued its remarkable resilience in profitability in the third quarter of the year into the fourth quarter by posting a quarterly profit of about HK\$8.5 million. The revenue for the year has increased by more than 190% to approximately HK\$100.2 million over the year of 2009 on a year-on-year basis. During the year, the Group achieved its goal of improving its operating margin progressively and attained an overall gross profit margin of more than 80%. With the increased revenue and operating margin, the EBITDA exclusive of exceptional items came around strongly to a profit of approximately HK\$46.4 million for the year from a loss of approximately HK\$6.9 million in the year of 2009, representing a remarkable HK\$53.3 million rebound.

The Group also materialized the plan of reducing its gearing ratio during the year. The gearing ratio was significantly reduced from over 60% as at 31 March 2009 to about 10% as at 31 March 2010.

During the year, the Group embraced a bold yet simple vision, which is for Grand T G Gold Holdings Limited to elevate as a substantial mid-tier global gold producer. Underpinning this goal, the Company has adopted three objectives that guide the Company towards achieving this vision. These are:

1. **Expansion of production capacity:** The Company will not only expand its production capacity so as to improve its profitability and operating cash flows but also introduce advanced mining and processing technologies to increase productivity and maximize its investment return.
2. **Increase of gold reserve and resources:** The Company aims to increase its gold reserve and resources and life of mines by continuing its ongoing exploration programs in its existing mining and exploration areas, ensuring cost effective and timely drilling with initial focus on discovery of high quality of gold resources for near term production.
3. **Growth via mergers and acquisitions:** The Company is actively pursuing growth opportunities via acquisition of operational gold mining assets that will enhance current mining operations.

The Group is strategically positioning itself to consolidate gold mining projects in the world’s three largest gold producing regions, namely China, Australia and South Africa.

During the year, the Group made a strong step forward against the objectives articulated which aim at setting the Group on a course to progressively improved performance in the forthcoming year and the years beyond.

Operational Review

Production

China

For the first half of the year, the Group focused on implementation of feasibility studies and upgrading its production facilities to produce 65,000 ounces of gold per annum at the gold mines of Tongguan Taizhou Mining Company Limited (“Taizhou Mining”), an indirect non-wholly owned subsidiary of the Company in China. During the second half of the year, the Group completed the first phase of upgrading its production facilities. As both production capacity and recovery rate have greatly improved, the Group experienced a strong improvement in its performance as a result. Revenue for the year ended 31 March 2010 was HK\$100,213,000, representing a significant 190.4% increase as compared to the previous year.

During the second half of the year, a new gold vein was put into production and more operating gold assets are in the pipeline which will provide steady supply of ores for processing, and thus provide a stability, predictability and consistency in the Group’s performance. In April 2010, the Group commenced the construction of a new gold production plant with new cyanidation, smelting and separation facilities to be installed. The construction of the new gold production plant is a key project in the area where the gold mines of the Group are situated and has received the wholehearted support from the local governments. Upon completion, the gold production capacity of the Group will be increased by 1,000 tonnes of ore per day, thereby the Group’s total annual production capacity will be increased to approximately 500,000 tonnes of ore (equivalent to approximately 3 tonnes of gold per annum) with production cost which is highly competitive and below the market average. The Group plans to invest a total of approximately RMB65 million in and targets to complete the construction of the new gold production plant in the third quarter of 2010. The new plant will also produce gold bars and has the capacity to recover up to approximately 15,000 tonnes of lead and 30,000 tonnes of copper per annum.

Australia

Apex Minerals NL (“Apex”), a gold mining and gold production company listed on the Australian Stock Exchange in which the Group has interest, has also made significant progress since the quarter ended 31 December 2009. Its underground mining provided 85,000 tonnes of ore for the quarter ended 31 March 2010 and the improved ore production has continued into April 2010. Following implementation of development efficiency improvements, Apex had achieved record improvement by completing development of 1,884 metres in the quarter ended 31 March 2010, in line with the rates seen in the previous quarter.

Exploration Results

China

As mentioned in the Company’s announcement dated 7 September 2009, the total gold reserve and resources of the mines of Taizhou Mining has increased by approximately 6.6 tonnes as a result of the exploration program as confirmed by SRK Consulting Chain Limited, an independent technical advisor of international repute, thereby increasing the total gold reserve and resources of the Group to approximately 41 tonnes, representing an increase of 19.27%. As articulated, the Group will continue to devote its efforts and resources in the exploration of mines and during the year Taizhou Mining also completed a further stage of the exploration program, the preliminary results of which showed that there were additional gold resources of approximately of 6 tonnes. Subject to final testing, the Group’s gold reserve and resources will increase to about 47 tonnes for its China operation, representing an increase of 36.7%.

The Group will introduce deep level exploration in 2010 and step up exploration and development in and around its existing operations with a new exploration program being under contemplation with a budget cost of approximately RMB33 million. The Group targets to increase its gold reserve and resources by about 15 tonnes and lead resources of 30,000 tonnes with drilling work of 28,000 metres through the exploration program by 2011.

Australia

During the last year, the new exploration program of Apex at the Wiluna gold project delivered immediate success with drilling having identified the extension of rich historic orebody close to its existing underground development. An assessment of an upper extension to its current development area has been made which has resulted in a decision to mine the new zone, with development having commenced recently.

The Group will strive to extract greater value from the mining assets it owns and operates by extending the life of mines and create incremental value through (i) use of more efficient cost structures and mining techniques; and (ii) increasing the reserve and resources base through focused development and selected capital expenditure.

Mergers and Acquisitions Activities

While the year ended 31 March 2010 was a year of great operational challenges, it was also a year of significant milestones on the Group's course towards achieving its target.

During the year, the Group made several milestones in increasing its quality and low cost gold assets portfolio by securing its investment in gold properties with growth potential in strategic geographical locations.

China

During the year, the Group concluded acquisition of three potential gold mines to expand its gold footprints in China's largest gold producing regions.

Further to the memorandum of understanding signed on 14 August 2009, the Company entered into a framework agreement on 7 September 2009 for a two-stage acquisition of 100% equity interest in 河南宏金礦業有限公司 (Henan Hongjin Mining Company Limited), a gold development company located in the Henan Province, with an estimated gold reserve and resources of approximately 3.29 tonnes according to a technical report issued by a professional consultant. Total consideration amounting to HK\$41,250,000 will be satisfied by HK\$4,800,000 in cash and HK\$36,450,000 by the issue of 135,000,000 shares of the Company. Details of which were set out in the announcement of the Company dated 7 September 2009. The framework agreement is now expected to be completed by 31 August 2010.

Further to the memorandum of understanding signed on 7 September 2009, the Company also entered into a framework agreement on 8 February 2010 for a two-stage acquisition of 100% equity interest in 河南宏南礦業有限公司 (Henan Hongnan Mining Company Limited), a gold development company located in the Henan Province, with an estimated gold reserve and resources of not less than 2.5 tonnes. Consideration for the first stage acquisition of 60% of the equity interest in the company amounts to HK\$18,600,000 which will be satisfied by HK\$4,800,000 in cash and HK\$13,800,000 by the issue of 43,125,000 shares of the Company. Consideration for the second stage acquisition of the remaining 40% equity interest in the company will vary in accordance with the gold reserve and resources as certified by a professional consultant. Details of the transaction were set out in the announcement of the Company dated 8 February 2010.

Upon completion of the framework agreements, the Group's total gold holding may further be increased to more than 60 tonnes for its China operations, an increase of 74.3%, and its strategic investment in Apex which has gold holding of more than 99.5 tonnes.

During the last quarter of the year, the Company entered into a memorandum of understanding on 14 January 2010 for a two-stage acquisition of 100% equity interest in 河南嘉盈礦業有限公司 (Henan Jiaying Mining Company Limited), a gold development company located in the Henan Province, with an estimated gold reserve and resources of not less than 2.2 tonnes. Consideration for the first stage acquisition of 60% of the equity interest in the company amounting to HK\$12,960,000 will be satisfied by HK\$4,050,000 in cash and HK\$8,910,000 by the issue of 33,000,000 shares of the Company. And the consideration for the second stage acquisition of the remaining 40% equity interest in the company will vary in accordance with the gold reserve and resources as certified by a professional consultant. Details of transaction were set out in the announcement of the Company dated 14 January 2010.

Australia

During the year, the Group acquired an interest of approximately 7.84% in Apex, a gold mining and gold production company listed on the Australian Stock Exchange.

The Group acquired 260,000,000 units of rights (with options) to subscribe for new shares in Apex. Details of which were set out in the announcement of the Company dated 29 October 2009. The Group had exercised the rights in full and 260,000,000 new shares and 26,000,000 options in Apex were allotted and granted to the Group. As a result, the Group now is interested in approximately 7.84% the total issued share capital of Apex as enlarged by the issue of the new shares of Apex in the rights issue only. The Group has also interested in an additional of 100,000,000 options in Apex.

Background of Apex

Apex is a company listed on the Australian Stock Exchange and engaged in mining and production of gold and exploration of mineral resources. After completion of the aforesaid rights issue, its four key shareholders are WWD Ruby Limited (Goldman Sachs), Baker Steel Capital Managers LLP, M&G UK Fund and T G Mining Asia Limited (a wholly-owned subsidiary of the Company).

According to its published information, Apex had gold reserve and resources of approximately 99.53 tonnes as at 8 October 2009.

The first gold pour of Apex occurred in December 2008 and commercial production was subsequently achieved in April 2009. Apex achieved gold pour of approximately 1.36 tonnes during a period of 7 months since its first gold pour in December 2008 up to its financial year ended 30 June 2009.

The gold projects of Apex (namely, Wiluna, Gidgee, Youanmi and Aphrodite) all located in Australia cover a total mining of 211 square kilometers with gold reserve and resources of approximately 99.53 tonnes.

Capital Restructuring

The Company extends its appreciation to its convertible bond holders, shareholders and creditors for their support by converting the debts into equities. Convertible bonds with an aggregate principal amount of more than HK\$744 million have been converted into shares of the Company so far, and certain minority and other shareholders as well as promissory note holders have also capitalized an aggregate amount of HK\$182,820,000 owed by the Group to them into 2,049,428,571 shares of the Company. The Company will continue to proceed with its capital restructuring by encouraging the remaining holders of the convertible bonds to exercise the conversion rights attached to the convertible bonds. Following the completion of the aforesaid concluded transactions, the gearing ratio of the Group has been reduced to about 10% at the year end.

During the first half of the year, the Company completed 2 respective share placements of 660,000,000 new shares and 72,000,000 new shares in aggregate which raised net proceeds of approximately HK\$64,710,000 and HK\$4,970,000 respectively as general working capital of the Group.

During the second half of the year, the Company completed another share placement of 355,003,200 new shares in aggregate at a price of HK\$0.125 per share raising a net amount of approximately HK\$44.2 million for the settlement of the consideration of the acquisition of 260,000,000 units of rights (with options) in respect of Apex and the amount payable upon exercise thereof. The Group has further increased its interest in Apex subsequently by acquiring an additional of 100,000,000 options in Apex.

Subsequent to the year ended 31 March 2010, the Company completed share placement of a total of 792,096,000 new shares, being the aggregate of the first tranche subscription shares and the second tranche subscription shares, pursuant to an subscription agreement which raised a net aggregate amount of approximately HK\$79.8 million.

PC Component Business

The PC Component business continued to suffer from the keen price competition and slow-down in demand in its major markets. The Group believed that the disposal of this weakening business would provide an opportunity for the Company to streamline its business operations and focus on its gold business following the Company's business strategy. The disposal was completed in the second half of the year. As a result, the Group has consummated its corporate restructuring and now become a focused gold producer.

Financial Review

It is pleasing to report that the Group has shown significant resilience in its earnings for the past year.

For the year ended 31 March 2010, the Group recorded a total revenue of approximately HK\$100.2 million (2009: HK\$34.5 million), representing an 190.4% increase over the year of 2009. Net loss attributable to shareholders was reduced by 60.5% over the year of 2009 to approximately HK\$36.5 million (2009: HK\$92.5 million).

The EBITDA exclusive of exceptional items for the year also saw an impressive rebound from a loss of HK\$6,868,000 in 2009 to a profit of HK\$46,436,000.

Gold Mining Division

During the past year, this business division recorded a turnover of approximately HK\$100.2 million with a gross profit of approximately HK\$83.1 million and a segment profit of approximately HK\$70.2 million. Compared to the turnover of approximately HK\$34.5 million, gross profit of approximately HK\$6.6 million and segment loss of approximately HK\$10.3 million in 2009, this represented a remarkable improvement. The Group is confident that the improved earnings quality will continue into the forthcoming year.

PC Component Division

The PC Component business continued to suffer from the keen price competition and slow-down in demand in its major markets as the world was still recovering from the global financial turmoil. This business segment recorded a loss of approximately HK\$7.4 million (2009: a loss of approximately HK\$28.2 million), and was subsequently disposed of by the Group during the year at a gain of approximately HK\$1.7 million.

Strategy

As compared to the prevailing market capitalization-to-resources ratios and price-to-book ratios of other listed gold mining companies, it is believed that those of the Group are highly competitive. The Group's strategy will continue to be focused on value creation to shareholders in terms of growth in ounces per share and returns on a per share basis.

With this focal point in mind, the Group's goal is to grow the Group to becoming a global senior mid-tier gold producer over a medium term, with presence in major gold producing regions in the world.

The Company aims to work towards this goal by advancing its regionalization strategy and growing organically by leveraging on its existing production footprints in China and Australia.

Exploration remains the most cost effective way in which to grow the Group's gold resources. Through the Group's exploration programs, new gold resources are discovered for not more than US\$10 per ounce. The Company will endeavour to lay the foundation which will hopefully turn out to be significant success in the future. Mine exploration activities in and around existing operations and infrastructure should provide significant opportunities for creating value as costs are lower than they would be in a totally greenfield environment.

In near term, the Company will focus on consolidating the operational gains made so far and aim to achieve the following strategic objectives:

1. Step up exploration and development in and around existing operations.
2. Build momentum in its China gold projects by increasing production to not less than 1,000 tonnes of ore per day.
3. Achieve greater stability, predictability and consistency in the Group's quarterly production.
4. Further enhance the mining and treating technologies.
5. Further entrench the regionalization strategy by mergers and acquisitions in order to enlarge the Group's quality gold assets portfolio and to advance the Group's grow strategy.

The progress that the Company has made over the past few months is encouraging with the construction of a new gold production plant commenced in April 2010. The Company has now its strategy firmly in place and is well positioned to advance into the exciting new phase of growth.

The Gold Market

Considering the economic challenges around the world over times, it has been a stimulating time in the gold industry. Gold has showed its resilience by being a refuge for a financial community that has been constrained in almost every other investing sector.

Gold price rose for the ninth consecutive years in 2009 to end the year at US\$1,087.5/oz, a 25% increase in price during 2009. On 8 June 2010, the gold price hit a fresh all-time high of USD1,246/oz. Investment flows, dollar-hedging, inflation protection, and central bank buying all played a role in propelling gold to successive new highs. Gold is now emerging, once again, as an asset class in many investment portfolios, which is the single most important underpin of the current gold price.

The global economic data continued to show signs of recovery during the first quarter of 2010 from one of the worst global recessions since the Great Depression. However, the pace of the recovery remains uncertain. Whilst some developing economies, like China, appear to be recovering at a healthy pace, their developed counterparts, in particular the United States and Europe which are burdened by high and rising public debt levels in the wake of the financial crisis, are still perilous on their path out of recession.

Looking forward to the remaining time of 2010, a growing number of investors are worried about price stability. The large sums of money supply that reached the market in 2008 are creating concerns that inflationary pressures loom. Investors who do not believe higher inflation will materialize may still worry about the currency volatility.

Therefore gold should continue to be a safe haven investment and gold price will continue to be supported as its high attraction to investors as liquid, reliable asset that is both a source of stability and a store of value. There are evidences that global gold mining production will remain flat, with ageing mines in the traditional mining hubs, a dearth of major new gold discoveries in recent years and increasing lead times in bringing new projects on stream. In the last quarter of 2009, the central bank of India, Sri Lanka and Maturities announced off-market gold purchases from the International Monetary Fund. It is believed that central bank buying should continue in 2010, as they seek to diversify away from currency volatility. Furthermore, European central banks have not sold any gold in the first quarter of 2010. The central bank portfolio realignment will continue to dictate investors' outlooks, especially after the European zone crisis that began in second quarter in 2010. Rising wealth in populous countries, like China and India, also will continue to support the price of gold.

China, supported by its strong GDP growth, recorded a strong demand for gold in 2009 with an increase in total consumer demand of 9% over 2008 to 427.5 tonnes. China also saw a 18% increase in consumer demand for gold in the first quarter of 2010 compared to the same period last year, reaching a record high of 132 tonnes. Jewellery demand rose 11% to 105.2 tonnes with strong growth in the 24 carat market. Retail investment demand in China in the first quarter of 2010 reached a record level of 26.8 tonnes. This represented a rise of 57% above the level of the first quarter of 2009. As China's real GDP is expected to grow in excess of 9% in 2010 and the estimated real all-in cost of producing an ounce of gold being in the order of approximately US\$700 to US\$800 per ounce globally, there is reason to believe that demand in gold should continue to grow in 2010 and the gold price remains above that natural price floor level.

Looking Forward

Looking towards next year, the Group is well positioned to continue progressing its strategy, and in doing so, delivering on the targets and objectives that it has set for itself. The Group and its people will remain committed to becoming a global senior mid-tier gold producer in the foreseeable future.

Acknowledgement

On behalf of the Board, I would like to express our gratitude to our shareholders for their ongoing support and all of our management team as well as employees for their dedicated services. I also pay tribute to our Chairman and my fellow directors for the considerable effort and contribution made during the last twelve months.

Lee Sing Leung, Robin

Chief Executive Officer & Executive Director

RESULTS

The Board of Directors of Grand T G Gold Holdings Limited (the “Company”) is pleased to announce the consolidated results of the Company and its subsidiaries (the “Group”) for the year ended 31 March 2010 together with the comparative figures of last year as follows:

CONSOLIDATED INCOME STATEMENT

For the year ended 31 March 2010

	Note	2010 HK\$'000	2009 HK\$'000
Revenue	5	100,213	34,512
Cost of sales	6	<u>(17,121)</u>	<u>(27,889)</u>
Gross profit		83,092	6,623
Other income	5	1,086	747
Selling and distribution expenses		(261)	(107)
Share-based payment expenses		(26,703)	–
Gain on disposal of subsidiaries		1,674	–
Administrative expenses		<u>(37,882)</u>	<u>(26,603)</u>
Operating profit/(loss)		21,006	(19,340)
Finance costs	6	<u>(20,592)</u>	<u>(47,678)</u>
Profit/(Loss) before tax	6	414	(67,018)
Income tax expense	7	<u>(16,283)</u>	–
Loss for the year from continuing operations		(15,869)	(67,018)
Discontinued operation			
Loss for the year from a discontinued operation		<u>(7,353)</u>	<u>(28,185)</u>
LOSS FOR THE YEAR		<u>(23,222)</u>	<u>(95,203)</u>
Attributable to:			
Equity holders of the Company		(36,529)	(92,479)
Minority interests		<u>13,307</u>	<u>(2,724)</u>
		<u>(23,222)</u>	<u>(95,203)</u>
		<i>HK Cents</i>	<i>HK Cents</i>
LOSS PER SHARE	10		
From continuing and discontinued operations			
– Basic		<u>(0.80)</u>	<u>(5.65)</u>
– Diluted		<u>(0.23)</u>	<u>(1.99)</u>
From continuing operations			
– Basic		<u>(0.64)</u>	<u>(3.93)</u>
– Diluted		<u>(0.17)</u>	<u>(0.88)</u>

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 March 2010

	2010	2009
<i>Note</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Loss for the year	(23,222)	(95,203)
Other comprehensive income:		
Exchange differences arising from translation of financial statements of overseas subsidiaries	<u>781</u>	<u>419</u>
Total comprehensive income for the year	<u>(22,441)</u>	<u>(94,784)</u>
Total comprehensive income attributable to:		
Equity holders of the Company	(35,748)	(92,060)
Minority interests	<u>13,307</u>	<u>(2,724)</u>
	<u>(22,441)</u>	<u>(94,784)</u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 March 2010

	<i>Note</i>	2010 HK\$'000	2009 <i>HK\$'000</i>
NON-CURRENT ASSETS			
Property, plant and equipment		4,112	28,117
Prepaid land lease premium		–	1,583
Club membership		–	135
Trade receivable – non-current	<i>11</i>	–	7,606
Exploration and evaluation assets		229,429	103,213
Goodwill		1,408,028	1,408,028
Available-for-sale financial asset		85,138	–
Deferred tax assets		4,226	71
		<hr/> 1,730,933	<hr/> 1,548,753
CURRENT ASSETS			
Prepaid land lease premium		–	37
Prepayments for exploration and evaluation assets and mining rights		48,878	48,478
Inventories		691	7,651
Construction in progress		241	–
Trade and other receivables	<i>11</i>	9,130	14,640
Cash and cash equivalents		2,087	9,966
		<hr/> 61,027	<hr/> 80,772
CURRENT LIABILITIES			
Trade and other payables	<i>12</i>	32,215	26,431
Promissory notes		15,000	–
Amount due to directors		18,633	33,843
Tax payables		26,749	6,212
Interest-bearing bank borrowings		51,221	28,111
		<hr/> 143,818	<hr/> 94,597
NET CURRENT LIABILITIES		<hr/> (82,791)	<hr/> (13,825)

	<i>Note</i>	2010 HK\$'000	2009 HK\$'000
TOTAL ASSETS LESS CURRENT LIABILITIES		1,648,142	1,534,928
NON-CURRENT LIABILITIES			
Convertible bonds		94,843	400,995
Promissory notes		–	138,240
Amount due to a minority shareholder of a subsidiary		–	56,238
Deferred tax liabilities		–	903
		<u>94,843</u>	<u>596,376</u>
NET ASSETS		<u>1,553,299</u>	<u>938,552</u>
CAPITAL AND RESERVES			
Share capital		44,819	8,270
Reserves		1,492,823	927,933
		<u>1,537,642</u>	<u>936,203</u>
Equity attributable to equity holders of the Company		1,537,642	936,203
Minority interests		15,657	2,349
		<u>1,553,299</u>	<u>938,552</u>
TOTAL EQUITY		<u>1,553,299</u>	<u>938,552</u>

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 March 2010

1. CORPORATE INFORMATION

Grand T G Gold Holdings Limited (the “Company”) was 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. The address of its registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands and principal place of business is Units 07-08, 28th Floor, Office Tower, Convention Plaza, 1 Harbour Road, Wanchai, Hong Kong. The Company’s shares are listed on the Growth Enterprise Market (the “GEM”) of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

The Group is principally engaged in gold exploration, mining and mineral processing in the People’s Republic of China (the “PRC”) (the “Gold Mining Division”). It also had a discontinued business in the design, manufacture and distribution of desktop personal computer display cards (the “PC Component Division”) which was disposed of during the year.

2. BASIS OF PREPARATION

These financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards, accounting principles generally accepted in Hong Kong and the applicable disclosures required by the Rules Governing the Listing of Securities on GEM of Stock Exchange and by the Hong Kong Companies Ordinance.

These financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial instruments which are carried at their fair value. The financial statements are presented in Hong Kong dollars, the functional and presentation currency of the Company, with values rounded to the nearest thousand.

3. APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”)

In the current year, the Group has adopted all the new and revised HKFRSs issued by the HKICPA that are relevant to its operations and effective for its accounting year beginning on 1 April 2009. HKFRSs comprise Hong Kong Financial Reporting Standards (“HKFRS”); Hong Kong Accounting Standards (“HKAS”); and Interpretations. The adoption of these new and revised HKFRSs did not result in substantial changes to the Group’s accounting policies, presentation of the Group’s financial statements and amounts reported for the current year and prior years except as stated below.

HKAS 1 (Revised 2007) has introduced terminology changes (including revised titles for the financial statements) and changes in the format and content of the financial statements.

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

4. SEGMENT INFORMATION

The Group has adopted HKFRS 8 “Operating Segments” (“HKFRS 8”) with effect from 1 April 2009. HKFRS 8 requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess its performance. Previously, HKAS 14 “Segment Reporting” required an entity to identify two sets of segments (business and geographical), using a risks and rewards approach, with the entity’s ‘system of internal financial reporting to key management personnel’ serving as the starting point for the identification of such segments. The primary segments reported under HKAS 14 are the same as the segments reported under HKFRS 8. HKFRS 8 has been applied retrospectively.

The Group had three operating segments for the year ended 31 March 2010, namely Gold Mining Division, PC Component Division and Corporate Division. The segment of PC Component Division was discontinued in the year ended 31 March 2010.

Segment profits do not include share based payment expenses and finance costs. Segment assets and liabilities are allocated based on the operations of the segments.

Segment information by Operating Segment is presented as follows:

Year ended 31 March 2010

	Continuing operations			Total HK\$'000	Discontinued operation	Total HK\$'000
	Gold Mining HK\$'000	Corporate HK\$'000	Elimination HK\$'000		PC Component HK\$'000	
Segment revenue:						
Turnover for external customers	<u>100,213</u>	<u>–</u>	<u>–</u>	<u>100,213</u>	<u>32,833</u>	<u>133,046</u>
Gross profit	<u>83,092</u>	<u>–</u>	<u>–</u>	<u>83,092</u>	<u>(579)</u>	<u>82,513</u>
Other income	<u>1,086</u>	<u>–</u>	<u>–</u>	<u>1,086</u>	<u>1,261</u>	<u>2,347</u>
Operating expenses	<u>(13,686)</u>	<u>(24,056)</u>	<u>–</u>	<u>(37,742)</u>	<u>(5,028)</u>	<u>(42,770)</u>
Depreciation and amortisation	<u>70,492</u> <u>(291)</u>	<u>(24,056)</u> <u>(110)</u>	<u>–</u> <u>–</u>	<u>46,436</u> <u>(401)</u>	<u>(4,346)</u> <u>(2,983)</u>	<u>42,090</u> <u>(3,384)</u>
Segment results	<u><u>70,201</u></u>	<u><u>(24,166)</u></u>	<u><u>–</u></u>	<u>46,035</u>	<u>(7,329)</u>	<u>38,706</u>
Share-based payment expenses				<u>(26,703)</u>	<u>–</u>	<u>(26,703)</u>
Gain on disposal of subsidiaries				<u>1,674</u>	<u>–</u>	<u>1,674</u>
Finance costs				<u>(20,592)</u>	<u>–</u>	<u>(20,592)</u>
Profit/(loss) before taxation				<u>414</u>	<u>(7,329)</u>	<u>(6,915)</u>
Taxation				<u>(16,283)</u>	<u>(24)</u>	<u>(16,307)</u>
Net loss for the year				<u><u>(15,869)</u></u>	<u><u>(7,353)</u></u>	<u><u>(23,222)</u></u>
Assets and liabilities						
Segment assets	<u><u>285,115</u></u>	<u><u>1,814,622</u></u>	<u><u>(307,777)</u></u>	<u><u>1,791,960</u></u>	<u><u>–</u></u>	<u><u>1,791,960</u></u>
Segment liabilities	<u><u>199,090</u></u>	<u><u>343,048</u></u>	<u><u>(303,477)</u></u>	<u><u>238,661</u></u>	<u><u>–</u></u>	<u><u>238,661</u></u>
Other segment information						
Capital expenditure	<u><u>582</u></u>	<u><u>58</u></u>	<u><u>–</u></u>	<u><u>640</u></u>	<u><u>–</u></u>	<u><u>640</u></u>
Depreciation and amortisation	<u><u>291</u></u>	<u><u>110</u></u>	<u><u>–</u></u>	<u><u>401</u></u>	<u><u>2,983</u></u>	<u><u>3,384</u></u>

	Continuing operations			Total HK\$'000	Discontinued operation	Total HK\$'000
	Gold Mining HK\$'000	Corporate HK\$'000	Elimination HK\$'000		PC Component HK\$'000	
Segment revenue:						
Turnover for external customers	34,512	–	–	34,512	89,924	124,436
Gross profit/(loss)	6,623	–	–	6,623	(7,760)	(1,137)
Other income	747	–	–	747	4,654	5,401
Operating expenses	(5,243)	(8,995)	–	(14,238)	(20,521)	(34,759)
Depreciation and amortisation	2,127 (12,439)	(8,995) (33)	– –	(6,868) (12,472)	(23,627) (4,146)	(30,495) (16,618)
Segment results	<u>(10,312)</u>	<u>(9,028)</u>	<u>–</u>	(19,340)	(27,773)	(47,113)
Finance costs				(47,678)	(2)	(47,680)
Loss before taxation				(67,018)	(27,775)	(94,793)
Taxation				–	(410)	(410)
Net loss for the year				<u>(67,018)</u>	<u>(28,185)</u>	<u>(95,203)</u>
Assets and liabilities						
Segment assets	<u>159,857</u>	<u>1,475,178</u>	<u>(61,793)</u>	<u>1,573,242</u>	<u>56,283</u>	<u>1,629,525</u>
Segment liabilities	<u>119,817</u>	<u>617,559</u>	<u>(76,455)</u>	<u>660,921</u>	<u>30,052</u>	<u>690,973</u>
Other segment information						
Capital expenditure	<u>52</u>	<u>326</u>	<u>–</u>	<u>378</u>	<u>636</u>	<u>1,014</u>
Depreciation and amortisation	<u>12,439</u>	<u>33</u>	<u>–</u>	<u>12,472</u>	<u>4,146</u>	<u>16,618</u>

Geographical information

Segment information by geographical segment is presented as follows:

	2010 <i>HK\$'000</i>	2009 <i>HK\$'000</i>
Revenue		
PRC, excluding Hong Kong and Taiwan	115,140	64,178
Taiwan	9,115	36,052
Hong Kong	3,381	2,786
Singapore	2,003	4,514
Australia	74	850
Other Asia-Pacific regions	3,321	14,872
Europe	12	–
Other regions	–	1,184
Discontinued operation	(32,833)	(89,924)
	<u>100,213</u>	<u>34,512</u>
Non-current assets other than available for sale fixed assets and deferred tax assets		
PRC, excluding Hong Kong and Macau	1,641,332	1,535,946
Hong Kong	4,463	5,080
Singapore	–	117
Macau	–	7,610
Australia	85,138	–
	<u>1,730,933</u>	<u>1,548,753</u>

In presenting, the geographical information, revenue is based on the locations of customers, whereas the carrying amount of non-current assets is based on the location of assets.

5. REVENUE AND OTHER INCOME

Revenue represents the net invoiced value of goods sold, net of trade discounts and returns and various types of government surcharges where applicable, and the value of services rendered:

	2010 <i>HK\$'000</i>	2009 <i>HK\$'000</i>
Revenue		
Sale of goods	117,796	121,676
Trading of goods	6,871	1,376
Rendering of service	8,379	1,384
	<u>133,046</u>	<u>124,436</u>
Representing:		
Continuing operations	100,213	34,512
Discontinued operation	32,833	89,924
	<u>133,046</u>	<u>124,436</u>

	2010 <i>HK\$'000</i>	2009 <i>HK\$'000</i>
Other income		
Bank interest income	1	68
Compensation income	–	4,572
Sundry income	2,346	761
	<u>2,347</u>	<u>5,401</u>
Representing:		
Continuing operations	1,086	747
Discontinued operation	1,261	4,654
	<u>2,347</u>	<u>5,401</u>

6. LOSS BEFORE TAX

The Group's loss before tax is arrived at after charging/(crediting) the following:

	2010 <i>HK\$'000</i>	2009 <i>HK\$'000</i>
Cost of inventories sold	17,121	27,889
Amortisation of convertible bonds	7,329	41,985
Interest on promissory notes	2,833	2,869
Interest on bank loans and overdrafts	10,430	2,824
Finance costs	<u>20,592</u>	<u>47,678</u>
Staff costs including directors' emoluments:		
Salaries, wages, allowances and benefits in kind	12,140	12,258
Retirement benefits scheme contributions	1,031	351
Other staff benefits	288	326
Staff costs	<u>13,459</u>	<u>12,935</u>
Share-based payment expenses	26,703	–
Gain on disposal of subsidiaries	(1,674)	–
Auditors' remuneration	1,387	566
Amortisation of intangible assets	–	11,590
Depreciation	401	882
Operating lease rentals in respect of land and buildings	<u>1,258</u>	<u>586</u>

7. INCOME TAX EXPENSE

	2010 <i>HK\$'000</i>	2009 <i>HK\$'000</i>
Income tax		
Hong Kong profits tax	–	–
Overseas taxation	<u>20,533</u>	<u>–</u>
Deferred tax	<u>(4,226)</u>	<u>410</u>
Income tax expense	<u>16,307</u>	<u>410</u>
Representing:		
Continuing operations	16,283	–
Discontinued operation	<u>24</u>	<u>410</u>
	<u>16,307</u>	<u>410</u>

No provision for Hong Kong profits tax has been made in the financial statements as the Group had no assessable profit for the year (2009: Nil).

8. DISCONTINUED OPERATION

On 10 November 2009, the Company and Eagle Lane Holdings Limited, a company owned by Mr. Chan Hing Yin who is a former executive director of the Company, entered into a sale and purchase agreement involving the disposal of the entire issued share capital of Eagle Up Holdings Limited, a wholly owned subsidiary of the Company holding the Company's PC Component Division (the "Disposal"). The Group believes that the Disposal provides an opportunity for the Company to dispose of a weakening business and to streamline the businesses of the Group so that the Group can focus on its gold business which is also in line with the Company's business strategy. The Disposal was completed on 29 January 2010.

The loss for the year from the discontinued operation is analysed as follows:

	2010 <i>HK\$'000</i>	2009 <i>HK\$'000</i>
Loss of discontinued operation	(7,353)	(28,185)
Gain on disposal of discontinued operation	<u>1,674</u>	<u>–</u>
	<u>(5,679)</u>	<u>(28,185)</u>

The results of the discontinued PC Component Division for the year, which have been included in the consolidated results of the Group, are set out below. The income statement distinguishes discontinued operation from continuing operations and comparative figures have been restated.

	2010 <i>HK\$'000</i>	2009 <i>HK\$'000</i>
Turnover	32,833	89,924
Cost of sales	<u>(33,412)</u>	<u>(97,684)</u>
Gross loss	(579)	(7,760)
Other revenue	1,261	4,654
Selling and distribution expenses	(170)	(598)
General and administrative expenses	(7,841)	(24,069)
Finance costs	<u>-</u>	<u>(2)</u>
Loss before taxation from the discontinued operation	(7,329)	(27,775)
Taxation	<u>(24)</u>	<u>(410)</u>
Loss for the period	<u><u>(7,353)</u></u>	<u><u>(28,185)</u></u>

During the year ended 31 March 2010, the disposed PC Component Division paid approximately HK\$1,822,000 (2009: approximately HK\$2,850,000) in respect of operating activities, paid approximately HK\$50,000 (2009: approximately HK\$672,000) in respect of investing activities and paid HK\$ Nil (2009: approximately HK\$11,225,000) in respect of financing activities.

No tax charge or credit arose on the loss on disposal of the discontinued operation.

9. DIVIDEND

No dividend has been paid or proposed by the Company for the years ended 31 March 2010 and 2009.

10. LOSS PER SHARE

The calculation of the basic and diluted loss per share attributable to the equity holders of the Company is based on the following:

	2010 <i>HK\$'000</i>	2009 <i>HK\$'000</i>
Continuing and discontinued operations		
Loss attributable to the equity holders of the Company	(36,529)	(92,479)
Amortisation of convertible bonds	<u>7,329</u>	<u>41,985</u>
Loss attributable to the equity holders of the Company for calculation of diluted loss per share	<u><u>(29,200)</u></u>	<u><u>(50,494)</u></u>
Continuing operations		
Loss attributable to the equity holders of the Company	(29,176)	(64,294)
Amortisation of convertible bonds	<u>7,329</u>	<u>41,985</u>
Loss attributable to the equity holders of the Company for calculation of diluted loss per share	<u><u>(21,847)</u></u>	<u><u>(22,309)</u></u>
	Number of shares	
	2010	2009
Weighted average number of ordinary shares in issue	4,571,650,926	1,637,031,833
Effect of diluted weighted average of ordinary shares on conversion of convertible bonds	<u>7,961,847,937</u>	<u>895,608,000</u>
Weighted average number of ordinary shares for calculation of diluted loss per share	<u><u>12,533,498,863</u></u>	<u><u>2,532,639,833</u></u>

(note)

Note: The above weighted average number of ordinary shares for calculation of the basic earnings per share for the year ended 31 March 2009 have been adjusted to take into account the consolidation of four existing shares into one consolidated share of the Company as approved by the shareholders of the Company at an extraordinary general meeting on 4 May 2009.

11. TRADE AND OTHER RECEIVABLES

	2010 <i>HK\$'000</i>	2009 <i>HK\$'000</i>
Trade receivables	–	20,264
Other receivables, deposits and prepayments	<u>9,130</u>	<u>1,982</u>
	<u>9,130</u>	<u>22,246</u>

The ageing analysis of the Group's trade receivables, based on the invoice date, is as follows:

	2010 <i>HK\$'000</i>	2009 <i>HK\$'000</i>
0 – 30 days	–	18,049
31 – 60 days	–	1,185
61 – 90 days	–	1,501
Over 90 days	<u>–</u>	<u>15,551</u>
	–	36,286
Allowance for doubtful debts	<u>–</u>	<u>(16,022)</u>
	<u>–</u>	<u>20,264</u>

12. TRADE AND OTHER PAYABLES

	2010 <i>HK\$'000</i>	2009 <i>HK\$'000</i>
Trade payables	2,895	13,254
Other payables and accruals	<u>29,320</u>	<u>13,177</u>
	<u>32,215</u>	<u>26,431</u>

13. POST BALANCE SHEET EVENT

On 21 April, 2010, the Company and Success Asia Investment Ltd. (the “Subscriber”) entered into a subscription agreement pursuant to which the Subscriber agreed to subscribe for a total of 792,096,000 new shares of the Company, being the aggregate of the first tranche subscription shares of 396,048,000 shares (the “First Tranche Subscription Shares”) and the second tranche subscription shares of 396,048,000 shares (the “Second Tranche Subscription Shares”) at a subscription price of HK\$0.101 per subscription share.

The subscription of the First Tranche Subscription Shares and the Second Tranche Subscription Shares were completed on 30 April 2010 and 1 June 2010 respectively.

MANAGEMENT DISCUSSION AND ANALYSIS

Principal Business

The Group is principally engaged in gold exploration, mining and mineral processing in the People's Republic of China (the "PRC") (the "Gold Mining Division"). It also had a discontinued business in the design, manufacture and distribution of desktop personal computer display cards (the "PC Component Division") which was disposed of during the year.

Financial Review

Revenue

For the year ended 31 March 2010, the Group's turnover (excluding the PC Component Division) was HK\$100,213,000, representing a significant 190.4% increase on a year-on-year basis, which were mainly attributed to increase gold production from Taizhou Mining, strong gold prices, higher recovery rates and gold grading in the second half of this financial year.

Gross Profit

Gross profit for the year ended 31 March 2010 was HK\$83,092,000 representing an increase of HK\$76,469,000 as compared that of the prior year. Continuous favorable market conditions in the gold mining industry and improved profitability resulting from increased gold production and recovery from Taizhou Mining following the completion of upgrading production facilities during the year had begun to benefit the business performance of the Group's gold mining business.

Finance Costs

Conversion of the convertible bonds by bond holders, and capitalization of debts by promissory note holders during the year had benefited the Group with a substantial reduction in finance costs from HK\$47,678,000 in the year of 2009 to HK\$20,592,000 for the year ended 31 March 2010.

Net Loss Attributable To Equity Holders

Taking into account of: (i) the amortization of convertible bonds and interest on borrowings amounting to HK\$20,592,000; (ii) the share-based payment expenses of HK\$26,703,000 in relation to the grant of share options during the year; and (iii) the losses attributable to the discontinued PC Component Division, the Group had made a significant improvement in its financial results by reducing the net loss attributable to equity holders of the Company by 60.5% from HK\$92,479,000 in 2009 to HK\$36,529,000 for the year ended 31 March 2010.

Liquidity and Financial Resources

As at 31 March 2010, the Group had net current liabilities of approximately HK\$82,791,000 (2009: net current liabilities of approximately HK\$13,825,000) of which approximately HK\$2,087,000 (2009: HK\$9,966,000) was cash and bank balances while current portion of interest bearing borrowings was approximately HK\$51,221,000 (2009: HK\$28,111,000). As at 31 March 2010, the Group had total banking facilities of approximately HK\$51,221,000 (2009: HK\$28,111,000), all (2009: 28,111,000) of which had been utilized. The Group's banking facilities were secured on the mining right owned by the Group.

Foreign Exchange Exposure

Most of the operations and trading transactions, assets and liabilities of the Group were denominated in Hong Kong dollars (“HK dollars”) and Renminbi (“RMB”). During the year ended 31 March 2010, the Group had an insignificant amount of exchange difference.

The Group adopted a conservative treasury policy, with most of the bank deposits being kept in HK dollars and RMB, to minimize exposure to foreign exchange risks. As at 31 March 2010, the Group had no foreign exchange contracts, interest or currency swaps or other financial derivatives for hedging purposes.

Employee Information

The remuneration for the employees of the Group’s continuing operations amounted to approximately HK\$13,459,000 (2009: HK\$12,935,000) including Directors’ emoluments of approximately HK\$4,369,000 (2009: HK\$4,424,000) for the year ended 31 March 2010.

As at 31 March 2010, the Group employed 135 (2009: 128) employees in the PRC and Hong Kong.

Material Acquisitions and Disposals

During the year, the Company completed the disposal of the entire issued share capital in Eagle Up Holdings Limited, a wholly owned subsidiary of the Company holding the Company’s PC Component Division.

The Group did not have any material acquisitions of subsidiaries during the year.

Capital Structure

Issue of New Shares

For the year ended 31 March 2010, convertible bonds with an aggregate principal amount of more than HK\$689 million have been converted into shares of the Company, and certain minority and other shareholders as well as promissory note holders have also agreed to capitalize an aggregate amount of HK\$182,820,000 owed by the Group to them into 2,049,428,571 shares of the Company.

On 7 May 2009, a placing of total of 2,640,000,000 new shares of the Company (before Share Consolidation) at HK\$0.025 per share was completed, raising net proceeds of HK\$64,710,000.

On 30 September 2009, the Company completed share placements of 72,000,000 new shares in aggregate at a price of HK\$0.07 per share which raised a net proceeds of approximately HK\$4,970,000.

On 4 December 2009, the Company completed share placement of 355,003,200 new shares in aggregate at a price of HK\$0.125 per share which raised a net aggregate amount of approximately HK\$44.2 million for the settlement of the consideration of the acquisition of 260,000,000 units of rights (with options) in respect of Apex and the amount payable upon exercise thereof.

Subsequent to the year ended 31 March 2010, the Company entered into an agreement for the subscription of a total of 792,096,000 new shares, of which the first and the second tranche share subscriptions were completed on 30 April 2010 and 1 June 2010 respectively, at a price of HK\$0.101 per share raising a net aggregate amount of approximately HK\$79.8 million.

During the year, the Company had also granted the options to a subscriber for 125,000,000 option shares at the option price of HK\$0.27 per option share in September 2009. The options shall be exercisable within the period commencing on the date of the grant of the options and ending on twenty-four months after the date of the grant of the options.

Share Capital

Resolution approving the share consolidation was passed by the shareholders at an extraordinary general meeting on 4 May 2009, whereby every four existing shares of HK\$0.001 par value each in the issued and unissued share capital of the Company into one consolidated share of HK\$0.004 par value each (the “Consolidated Share”) in the issued and unissued share capital of the Company (the “Share Consolidation”). Following the Share Consolidation becoming effective on 4 May 2009, the authorized share capital of the Company has become HK\$20 million divided into 5 billion Consolidated Shares, of 2,067,396,500 Consolidated Shares were in issue before placing of new shares by the Company as mentioned below. Details of the Share Consolidation are set out in the Company’s circular dated 16 April 2009.

Resolution was also passed by the shareholders at an extraordinary general meeting on 30 September 2009 to increase authorized share capital of the Company from HK\$20,000,000 divided into 5,000,000,000 shares to HK\$60,000,000 divided into 15,000,000,000 shares. Details of the increase in the authorised share capital are set out in the Company’s circular dated 14 September 2009.

Gearing Ratio

The Group’s gearing ratio as at 31 March 2010 was decreased to 10.37% from 60.45% as at 31 March 2009, as most of the convertible bonds and the promissory notes were converted into shares of the Company or redeemed during the year. The gearing ratio was calculated as the Group’s interest-bearing borrowings to the shareholders’ equity as at the respective balance sheet dates.

Charges on the Group’s Assets

As at 31 March 2009 and 2010, the Group’s mining rights were pledged as collaterals for the Group’s banking facilities.

Contingent Liabilities

The Group and the Company did not have any significant contingent liabilities as at 31 March 2010.

DIVIDEND

The Board does not recommend the payment of any dividend for the year ended 31 March 2010 (2009: Nil).

REVIEW OF THE FINANCIAL STATEMENTS

The audit committee of the Board (“the Audit Committee”) has reviewed the Group’s annual results for the year ended 31 March 2010. The Audit Committee comprises all of the three independent non-executive Directors, namely Mr. Orr Joseph Wai Shing, Mr. Jiao Zhi and Dr. Cheung Wai Bun, Charles J.P..

MATERIAL ACQUISITIONS AND DISPOSALS

Save for completion of the disposal of the PC Component Division as disclosed in the Company’s circular dated 2 December 2009, the Group did not have any material acquisitions or disposals of subsidiaries during the year.

PURCHASE, SALE OR REDEMPTION OF SHARES

The Company has not redeemed any of its shares during the year ended 31 March 2010. Neither the Company nor any of its subsidiaries has purchased or sold any of the Company’s shares during the year ended 31 March 2010.

COMPLIANCE WITH CODE ON CORPORATE GOVERNANCE PRACTICES

The Company has complied with the CG Code during the year ended 31 March 2010 with the deviation of code provision A.2.1 in respect of the separation of the roles of chairman and chief executive officer.

Code Provision A.2.1

Prior to 30 September 2009, the Group did not have an officer with the title of “Chief Executive Officer (“CEO”) and the role and responsibilities of CEO were shared by the executive Director during the year. Mr. Chan Hing Yin (“Mr. Chan”), the then chairman of the Board was also the director of the Company’s subsidiaries of the discontinued PC Component Division and was in charge of the overall management, strategic planning and development, formulation of policies and internal controls of the division. This constituted a deviation of the Code Provision A.2.1.

Subsequently, in view of the ongoing development of the gold mining operation of the Group and to cope with the reorganization of the management structure of the Group, the Board appointed Mr. Lee Sing Leung, Robin as the CEO and Mr. Lee Shing as the Chairman of the Board following the retirement of Mr. Chan on 30 September 2009. This arrangement is compliant with the code provision A.2.1. The Board considered that this arrangement is more suitable for the Company and this can promote efficient formulation and implementation of the Company’s strategies.

DIRECTORS’ SECURITIES TRANSACTIONS

The Company has adopted the required standard of dealings as 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 Directors have complied with the required standard of dealings regarding directors’ securities transactions throughout the year ended 31 March 2010.

By Order of the Board
GRAND T G GOLD HOLDINGS LIMITED
Lee Sing Leung, Robin
Chief Executive Officer and Executive Director

Hong Kong, 15 June 2010

As at the date of this announcement, the executive directors of the Company are Mr. Lee Shing, Mr. Lee Sing Leung, Robin and Ms. Kwok Tai Pan and the independent non-executive directors of the Company are Mr. Orr Joseph Wai Shing, Mr. Jiao Zhi and Dr. Cheung Wai Bun, Charles J.P.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least seven days from the date of its publication and on the website of the Company at <http://www.aplushk.com/clients/8299GrandTG/>