

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

During the six months ended 30 June 2005, the Group was principally engaged in (i) the design and fabrication of metal stamping and plastic injection moulds and (ii) manufacturing of metal stamping and plastic injection products and lathing of metal components. A review of the Group's operations for the six months ended 30 June 2005 by major business segment is as follows:

Metal Division

During the six months ended 30 June 2005, the overall turnover of the Group increased by 60% to approximately HK\$199,764,000 as compared to that of approximately HK\$124,593,000 for the six months ended 30 June 2004. The significant rise in the Group's overall turnover for the six months ended 30 June 2005 was mainly contributed by the continuous growth of the Group's long-established metal division, whose turnover increased by approximately HK\$71,998,000, or 58% over that for the six months ended 30 June 2004. During the period, the Group's metal division continued to focus on serving renowned Japanese office automation equipment manufacturers including Toshiba, Konica Minolta, Canon, Kyocera Mita, Fuji-Xerox, Ricoh, Epson and Brother and sales by metal division to Japanese customers accounted for approximately 84.7% of the Group's total sales for the six months ended 30 June 2005 (2004: 73.8%).

As a service provider to reputable manufacturers with international renowned brand names, management believes that the Group's business is strongly influenced by the characteristics of its major customer group. Management believes that the key characteristics of Japanese manufacturers, which are currently the Group's major customer group, include (i) a strong emphasis on product quality, in particular for office automation equipment such as copiers and fax machines whose components require high precision standards to ensure the effective functioning of the equipment; (ii) emphasis on production efficiency to minimise production lead time and just-in-time inventory management and (iii) a strong involvement in the production process of its suppliers to ensure product quality and frequent mutual communications with a view to improving the production efficiency of its suppliers. To meet the stringent requirements of its customers, the Group has been following the Japanese style of management since the early stage of its establishment, which includes the implementation of the Japanese 7S management framework (Strategy; Structure; Systems; Style; Staff; Super-ordinate goals and Skills). Further, to manufacture components with high precision standards for its customers, the Group had invested in high quality equipment and a substantial portion of the Group's production machinery are first-tier equipment produced by international renowned brand names such as Aida, Sodick, Agie, Panasonic and Nomura. The Group also maintains a strong quality control team with a headcount of 167 employees as at 30 June 2005.

MANAGEMENT DISCUSSION AND ANALYSIS *(Continued)*

BUSINESS REVIEW *(Continued)*

Metal Division *(Continued)*

Such investment in quality and production management has proven to be beneficial to the Group. During the six months ended 30 June 2005, the Group experienced an increase in sale orders from its existing customers. Those Japanese customers who only provided sale orders to the Group on a trial basis previously also increased their orders since late 2004 or early 2005, resulting in a significant surge in the turnover of the Group's metal division during the six months ended 30 June 2005.

To maintain its competitive advantage in product quality and management, the Group will continue to invest in first-tier machinery and equipment with an objective of increasing the production capacity of the metal division of its Shenzhen operations by 40% in 2006. A new production plant will also be established in the Yangtze Delta region of the PRC to serve the needs of our existing and target customers in that region, providing the Group with an estimated additional 40% increase in production capacity upon its establishment. With a view to strengthening the Group's production management, a new "Management by Object" methodology was also implemented during the six months ended 30 June 2005 and a launch ceremony was held and attended by all management members of the Group in March 2005. In line with the Group's business expansion, experienced engineers and skilful talents were recruited, which included two senior Japanese management members who formerly held management positions with certain of the Group's existing Japanese customers. Management believes that the Group will continue to benefit from the outsourcing trend of Japanese customers, provided that the Group is able to improve its product quality and management on a continuing basis.

Apart from Japanese customers, the remaining 15.3% of sales of the Group's metal division was derived from reputable Hong Kong or international companies during the six months ended 30 June 2005. To broaden its customer base, the Group will continue to source new customers. However, it is the policy of the Group to be selective in the sourcing of new customers and management will take into account a number of factors which include the pricing of products and credibility of potential customers in its decision making process.

MANAGEMENT DISCUSSION AND ANALYSIS *(Continued)*

BUSINESS REVIEW *(Continued)*

Plastic Division

The plastic division with its first phase of production lines amounting to approximately HK\$17,684,000 was established by the Group in late 2004. The Group decided to expand into plastic business because, while part of the office automation equipment manufactured by its customers are made of metal parts and components, plastic components account for the remaining portion. Management believes that the expansion into plastic business will not only provide the momentum for the Group's future growth, but also enable the Group to provide a more comprehensive service to its customers and reduce the costs of its customers in logistic and quality control aspects that arise from their current practices to outsource the production of metal and plastic components to different suppliers.

During the six months ended 30 June 2005, the plastic production line was operated on a trial basis in the Group's No. 2 factory building in Shenzhen. It was relocated to the Group's No.3 factory building in Shenzhen, which was built to accommodate the Group's plastic division, on 18 July 2005. Prior to the relocation of the plastic production line to No. 3 factory building, the Group's plastic division was operated on a trial basis during which small scale orders were accepted for test-running the plastic production line and management members of the Group's plastic division devoted substantial effort in fine-tuning the production process and obtaining feedback from customers. As the plastic division was only operated on a trial basis with a view to test-running its production, it recorded a loss of approximately HK\$3,215,000 during the six months ended 30 June 2005, which management considers to be part of the investment for the full-scale operation of the Group's plastic division in the future.

Nevertheless, the Group's existing customers had already indicated their support for the Group's expansion into plastic business during its trial production period. From May 2005 onwards, sales orders were received from Konica Minolta, Fuji-Xerox and Ricoh for the production of plastic moulds, which will be consigned in the Group's factory for future production of plastic components upon completion of the moulds.

MANAGEMENT DISCUSSION AND ANALYSIS *(Continued)*

BUSINESS REVIEW *(Continued)*

Human Resources

As at 30 June 2005, the total number of employees of the Group was 1,831, representing a growth of 38% as compared to 1,325 employees as at 30 June 2004. The increase in headcount was primarily due to the overall expansion of the Group during the six months ended 30 June 2005.

The Group considers its employees, in particular the skilled technicians and production management members, as its core assets since the Group's future success relies on the strengthening of its product quality and management on a continuing basis. Apart from the continuing recruitment of domestic talents, seasoned Japanese management with strong production management experience are also recruited. In July 2005, two seasoned Japanese managers with more than 30 years of management experience in Konica Minolta and Ricoh respectively joined the Group as senior management members to assist the Group in strengthening its production management and communications with its customers.

Remuneration policy is reviewed regularly, making reference to the prevailing legal framework, market conditions and performance of the Group and individual staff. However, apart from providing attractive remuneration packages, management believes that the creation of a harmonious working environment is also important for attracting and retaining qualified staff for its future success, in particular in a business environment where shortage of labour exists. Various employee activities were organised to inspire the team spirit of the Group's staff, which includes the organisation of company outings and sport activities in which the Group's employees, top management (including executive directors) and customers participated. Substantial resources were also devoted to improve the factory and dormitory environment of the Group with a view to providing an attractive working and living environment for the Group's employees and, in return, the Group was awarded with an "Green Garden Community Honour Certificate (園林式、花園式(小區)榮譽證書)" granted by the Shenzhen Municipal Government in January 2005.

MANAGEMENT DISCUSSION AND ANALYSIS *(Continued)*

BUSINESS REVIEW *(Continued)*

Foreign Currency Exposure

A substantial portion of the Group's customers are reputable international manufacturers with worldwide distribution networks. At the same time, a majority of the Group's suppliers are international steel and metal producers designated by the Group's customers. Accordingly, most of the Group's sales and cost of sales are currently made in HK dollars and US dollars and only a portion of its sales and purchases are denominated in Renminbi. During the six months ended 30 June 2005, approximately 66%, 31% and 3% (2004: 74%, 21% and 5%) of the Group's sales and approximately 35%, 56% and 9% (2004: 52%, 37% and 11%) of the Group's purchases were denominated in Hong Kong dollars, US dollars and Renminbi, respectively.

Management is aware of the potential foreign currency risk that may arise from the recent change in the foreign exchange policy by the PRC government. Although only a small portion of the Group's sales and purchases are denominated in Renminbi currently, the Group had taken actions to manage its foreign currency exposure. During the six months ended 30 June 2005, management had refinanced the Group's Renminbi borrowings with Hong Kong dollar loans and accordingly, the percentage of Renminbi borrowings to the Group's total bank borrowings reduced from approximately 12.6% as at 31 December 2004 to nil as at 30 June 2005. As at 30 June 2005, a deposit denominated in Renminbi amounting to RMB26,500,000 was pledged for obtaining a Hong Kong dollar loan of an equivalent amount, which effectively acted as a hedge against the appreciation of Renminbi. Management will evaluate the Group's foreign currency exposure on a continuing basis and take further actions to minimise the Group's exposure whenever necessary.

MANAGEMENT DISCUSSION AND ANALYSIS (Continued)**FINANCIAL REVIEW**

An analysis of the Group's turnover and results by segment is as follows:

	Six months ended 30 June			
	2005		2004	
	HK\$'000	%	HK\$'000	%
Turnover				
<i>Metal division</i>				
Design and fabrication of metal stamping moulds	24,806	12.4%	25,906	20.8%
Manufacturing of metal stamping and lathing products	166,055	83.1%	92,969	74.6%
Others (Note 1)	5,730	2.9%	5,718	4.6%
	196,591		124,593	
<i>Plastic division</i>				
Design and fabrication of plastic injection moulds	2,548	1.3%	–	
Manufacturing of plastic injection products	625	0.3%	–	
	3,173		–	
Total	199,764		124,593	
Segment results				
Metal division	41,272		30,976	
Plastic division	(3,215)		–	
Operating profit	38,057		30,976	
Finance costs	(3,661)		(1,361)	
Income tax expenses	(3,512)		(2,388)	
Minority interest	–		(230)	
Profit attributable to equity holders of the Company	30,884		26,997	

Note 1: Others mainly represented sales of scrap materials

MANAGEMENT DISCUSSION AND ANALYSIS *(Continued)*

FINANCIAL REVIEW *(Continued)*

Turnover

Metal division

The increase in turnover of the Group's metal division by 58% from approximately HK\$124,593,000 for the six months ended 30 June 2004 to approximately HK\$196,591,000 for the six months ended 30 June 2005 was primarily driven by the increase in revenue generated from manufacturing of metal stamping and lathing products. With the continuous development of the Group's production management and its reputation among prominent international manufacturers, the Group experienced an increase in sale orders from its existing customers during the six months ended 30 June 2005. Those customers which only provided sale orders to the Group's on a trial basis previously also started to provide large scale orders to the Group, which contributed to the significant increase in revenue generated from manufacturing of metal stamping and lathing products during the six month ended 30 June 2005.

Plastic division

During the six months ended 30 June 2005, the Group's plastic division was operated on a trial basis and only small orders are accepted for the purpose of test-running the production process. Accordingly, revenue generated from the Group's plastic division only constituted approximately 1.6% of its total turnover for the six months ended 30 June 2005. The Group's revenue from design and fabrication of plastic injection moulds amounting to approximately HK\$2,548,000 primarily represented sale orders received from the Group's existing customers from May 2005 onwards for production of plastic injection moulds which will be consigned in the Group's factories for the future production of plastic injection components.

MANAGEMENT DISCUSSION AND ANALYSIS (Continued)

FINANCIAL REVIEW (Continued)

Gross profit

The Group achieved a gross profit of approximately HK\$64,872,000 for the six months ended 30 June 2005, representing an increase of 34.2% as compared to that for the six months ended 30 June 2004. Gross profit margin for the six months ended 30 June 2005 was approximately 32.5%, which decreased as compared to that of 38.8% for the six months ended 30 June 2004. The decrease in gross profit margin was primarily because (i) the Group's revenue from the manufacture of metal stamping and lathing products increased significantly and its proportion to total turnover increased from approximately 74.6% for the six months ended 30 June 2004 to approximately 83.1% for the six months ended 30 June 2005. At the same time, with the significant increase in revenue from the manufacture of metal stamping and lathing products, the proportion of revenue from design and fabrication of metal stamping moulds to total turnover was diluted from 20.8% for the six months ended 30 June 2004 to 12.4% for the six months ended 30 June 2005 although its amount remained comparable to that for the six months ended 30 June 2004. Since the gross profit margin from the manufacture of metal stamping and lathing products is generally lower than that from design and fabrication of metal stamping moulds, the significant increase in revenue from the manufacture of metal stamping and lathing products had diluted the Group's overall gross profit margin for the six months ended 30 June 2005 and (ii) with the continuous development of the Group's production management and its reputation among customers, management believes that the Group is poised to achieve further growth in revenue in the future. To establish a solid foundation for the Group's future growth, the Group has been expanding its scale of operations since the latter half of 2004 which included the establishment of new production lines and the recruitment and training of additional production and management personnel with a view to accommodating the expected surge in sale orders in the coming years. The expansion of the Group's scale of operations had increased the Group's production overhead costs, which are semi-fixed in nature, and consequently lowered the Group's overall gross profit margin during the six months ended 30 June 2005. Nevertheless, management considers the expansion of operating scale as a necessary step for achieving future growth and expects the effect of increased production overhead costs to be offset through economy of scale brought by the continuous increase in the Group's turnover in the future.

Segment results

For the six months ended 30 June 2005, segment result of the Group's metal division amounted to approximately HK\$41,272,000, representing a 33.2% increase as compared to that of approximately HK\$30,976,000 for the six months ended 30 June 2004. This increase was primarily brought by the surge of turnover of the Group's metal division during the period.

MANAGEMENT DISCUSSION AND ANALYSIS (Continued)

FINANCIAL REVIEW (Continued)

Segment results (Continued)

During the six months ended 30 June 2005, the Group's plastic division was operated on a trial basis during which small orders were accepted primarily for test-running the production process. Since the Group's plastic division was not operated on full scale, it recorded an initial loss of approximately HK\$3,215,000 which management considers as an investment for its full-scale operations in the future.

Finance costs

Prior to its initial public offering in May 2005, the Group's primarily relied on bank loans and finance lease arrangements to finance the expansion of its business. Since the Group has been expanding its scale of operations since the latter half of 2004, the balance of bank loans and finance lease obligations increased correspondingly which consequently resulted in an increase in the Group's finance costs by approximately HK\$2,300,000 for the six months ended 30 June 2005.

Following its initial public offering in May 2005, the Group had utilised a portion of its listing proceeds and cash generated from operating activities for repayment of certain bank loans and finance lease obligations. Accordingly, the Group's total borrowings which include bank loans and finance lease obligations as at 30 June 2005 reduced by approximately 36.2% as compared to that as at 31 December 2004.

Income tax expenses

Yihe Precision Hardware (Shenzhen) Co., Ltd., the Group's principal subsidiary in the PRC, is subject to PRC enterprise income tax at a rate of 15%. However, it is fully exempted from PRC enterprise income tax for two years starting from its first year of profitable operations, followed by a 50% reduction in PRC enterprise income tax for the next three years. The tax exemption period of Yihe Precision Hardware (Shenzhen) Co., Ltd. ended on 31 December 2004 and it was subject to a tax rate of 7.5% during the six months ended 30 June 2005. Coupled with the increase in the Group's profit before taxation, the Group experienced an increase in income tax expenses during the six months ended 30 June 2005.

Profit attributable to equity holders of the Company

Despite an increase in finance and taxation expenses and the initial loss of the Group's plastic division, the profit attributable to equity holders of the Company increased by approximately 14.4% from approximately HK\$26,997,000 for the six months ended 30 June 2004 to approximately HK\$30,884,000 for the six months ended 30 June 2005, which was primarily attributable to the continuous increase in the Group's turnover during the period.

LIQUIDITY, FINANCIAL RESOURCES AND RATIOS

Following the Company's initial public offering on 11 May 2005, the Group received net proceeds of approximately HK\$125,080,000 which are intended to be used to finance the future expansion of the Group's operations and repayment of loans. For the six months ended 30 June 2005, the Group recorded net cash generated from operating activities amounting to approximately HK\$27,378,000, representing an increase of approximately 108% as compared to that of approximately HK\$13,181,000 for the six months ended 30 June 2004. The increase in net cash generated from operating activities was in line with increase in the turnover and profit of the Group during the six months ended 30 June 2005. Net cash used for investing activities, which was primarily related to the purchases of fixed assets and amounted to approximately HK\$24,443,000 for the six months ended 30 June 2005, increased by approximately 177% as compared that of approximately HK\$8,822,000 for the six months ended 30 June 2004 due to the reduction in the use of finance lease arrangement for the purchases of fixed assets. In addition, despite a reduction of the Group's borrowing level, the Group recorded an increase in net cash generated from financing activities from approximately HK\$3,066,000 for the six months ended 30 June 2004 to approximately HK\$29,405,000 for the six months ended 30 June 2005 owing to the receipt of the net proceeds from the Company's initial public offering.

Bank loans as at 30 June 2005 were denominated in Hong Kong dollars with fixed or floating interest rates and were used for financing the Group's operations and expansion. Treasury activities are controlled by senior management members with an objective of achieving a balance between the Group's expansion needs and its financial stability. An analysis of the Group's key liquidity and capital adequacy ratios as at 30 June 2005 are as follows:

	For the six months ended 30 June 2005	For the year ended 31 December 2004
Inventory turnover days (<i>Note 1</i>)	55	71
Debtors' turnover days (<i>Note 2</i>)	81	99
Creditors' turnover days (<i>Note 3</i>)	93	126
Current ratio (<i>Note 4</i>)	1.32	0.81
Net gearing ratio (<i>Note 5</i>)	0.13	1.39

LIQUIDITY, FINANCIAL RESOURCES AND RATIOS *(Continued)*

Note:—

1. Calculation of inventory turnover days is based on the ending inventory divided by cost of goods sold and multiplied by the number of days during the relevant period.
2. Calculation of debtors' turnover is based on the ending balance of trade receivables divided by turnover and multiplied by the number of days during the relevant period.
3. Calculation of creditors turnover is based on the ending balance of trade payables divided by cost of goods sold and multiplied by the number of days during the relevant period.
4. Current ratio is calculated based on the Group's total current assets divided by total current liabilities.
5. Net gearing ratio is calculated based on the total balance of bank loans and finance lease obligations less cash and bank balances divided by shareholders' equity.

Inventory turnover days

Substantially all of the Group's Japanese customers have their own designated raw material suppliers. These Japanese customers generally require the Group to purchase raw materials from their designated suppliers for the manufacture of metal and plastic components and delivery and pricing of raw materials are negotiated based on three-way communications among the Group, its customers and suppliers. This practice enables the Group to manage its inventories in an efficient manner despite a continuous increase in its turnover and business scale. The Group's inventory turnover days for the six months ended 30 June 2005 was approximately 55 days, which decreased by 16 days as compared to that for the year ended 31 December 2004 owing to a continuous improvement of the Group's inventory management.

Debtors' and creditors' turnover days

During the six months ended 30 June 2005, the Group's debtors' and creditors' turnover days decreased from approximately 99 days and 126 days for the year ended 31 December 2004 to approximately 81 days and 93 days respectively owing to the continuous improvement of the Group's cash flow management during the period.

Current ratio and net gearing ratio

During the six months ended 30 June 2005, the Group received net proceeds from initial public offering amounting to approximately HK\$125,080,000. A portion of the Group's bank loans were also repaid with a view to strengthening the Group's financial position. Coupled with the continuous inflow of cash from operations, the Group's current ratio and net gearing ratio improved and changed from approximately 0.81 and 1.39 as at 31 December 2004 to approximately 1.32 and 0.13 as at 30 June 2005.

CHARGE ON THE GROUP'S ASSETS

As at 30 June 2005, bank deposits of approximately HK\$24,993,000, the Group's office premises located in Hong Kong with a net book value of approximately HK\$9,309,000 and property, plant and equipment with a total net book value of approximately HK\$101,813,000 were pledged as securities for the Group's borrowing facilities and finance lease obligations.

DIVIDEND

The Board declared an interim dividend of HK1.8 cents per share and a special dividend of HK1.2 cents per share, totalling HK3 cents per share for the six months ended 30 June 2005 to eligible shareholders whose names appear on the Registrar of member of the Company on 10 October 2005. The interim and special dividends will be payable in cash on or about 20 October 2005.

OUTLOOK

Management sees great potential in both the global and regional markets taking into account (i) the global and the PRC mould markets grew by 7.2% and 20.3% in 2004, respectively; (ii) in 2004, only 50% of the demand for high quality and high precision mould products in the PRC had been met by domestic production, with the remaining portion being satisfied by imported moulds, indicating a strong potential for the growth in demand for domestically-produced high precision moulds in the PRC; (iii) the PRC is expected to become a more visible and key electronics production base in Asia Pacific, sharing 42% of the region's electronic equipment production by 2007; and (iv) outsourcing by Japanese manufacturers to non-Japanese suppliers is still fairly new with a majority of the components used by the Group's customers still being manufactured by suppliers with Japanese background, whose operating costs are generally higher than those of the domestic companies. Taking into account the above factors, management believes that the Group is poised to achieve future growth as a result of the expansion in mould and electronic equipment markets in the PRC as well as market share gains.

Management considers 2005 to be a year of investment. During the six months ended 30 June 2005, the Group had made investments to transform itself from a metal mould and component supplier to a comprehensive service provider covering metal and plastic moulds and components and related assembly services with a view to reducing the costs of the Group's customers in logistic and quality control aspects that arise from their current practices of outsourcing the production of metal and plastic components and related assembly services to different suppliers. As part of the Group's expansion plan, a new No. 3 factory building adjacent to the Group's existing plants in Shenzhen commenced operations on 18 July 2005. The new No. 3 factory building occupies a total construction area of approximately 18,000 sq.m. It will serve as the Group's production base for design and fabrication of plastic moulds, plastic components and assembly services with an estimated monthly production capacity of approximately 100 sets of plastic moulds and 7,500,000 units of plastic components. Management believes that the horizontal expansion into the plastic injection mould and component manufacturing business is critical to the Group's transformation into a comprehensive service provider and will also provide the Group with the momentum for growth in the coming years.

OUTLOOK *(Continued)*

The Group's Shenzhen plant is currently serving the production factories of its customers, which primarily comprises top-tier Japanese brand names for office automation equipment and consumer electronic products, located within the Pearl Delta Region. One of the major customers of the Group has recently indicated to the Group that it is constructing a new production plant in the Yangtze Delta region which would be in addition to their production base in the Pearl Delta Region and that this new plant would also require the same type of products and services currently provided by the Group in Shenzhen. Further, a number of other existing or target customers of the Group have either established or are about to establish their new production bases in the Yangtze Delta Region. These include Fuji-Xerox and Ricoh in Shanghai; Canon and Lexmark in Suzhou; Sharp in Changshu and Konica Minolta in Wuxi. To capture the business opportunities that have arisen from the expansion of business of its existing and target customers in the Yangtze Delta Region and deepening the Group's relationship with its existing customers, management resolved to establish a new production plant in Suzhou, the PRC. The first phase of the new Suzhou factory, which has a floor area of approximately 30,000 sq.m., is expected to commence production by end of 2005 or early 2006. Supported by the Group's Shenzhen and Suzhou factories, management believes that the Group will be able to enlarge its coverage of customers in Southern and Eastern China, whilst maximising economies of scale.

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Currently, the Group generally produces moulds for its customers on the condition that these customers consign the moulds in the Group's production plants upon their completion for the production of metal and plastic components. This business model provides a stable income stream for the Group since the production cycles of moulds normally last for three to four years. However, at the same time, management also sees the potential in manufacturing and selling the moulds on stand alone basis taking into account (i) the growing demand for moulds in the PRC market and (ii) the demand for high precision moulds from the Group's existing customers for use in their factories located outside Hong Kong and the PRC. Accordingly, the Group earmarked approximately HK\$35 million out of its proceeds from listing in May 2005 for establishing a mould development centre in Shenzhen with a view to maximising the production capacity for moulds and strengthening the Group's engineering and product development capability. Subsequent to the listing, the Group is currently in the process of establishing the mould development centre which is expected to commence operations in 2006.

OUTLOOK (Continued)

As described above, one of the key characteristics of the Group's existing Japanese customers is their strong emphasis on quality and production management. Accordingly, the Group devoted substantial resources in strengthening its product quality and management and, in return, accreditations were received from its customers during the six months ended 30 June 2005 which included (i) the "Best Assistance Award (最佳協力獎)" granted by Canon in January 2005; (ii) an "Acclamation Certificate (表彰狀)" granted by Konica Minolta in March 2005 and (iii) an approval certificate for chemical substances management (CMS) standard granted by Ricoh in January 2005. Management believes that the Group's commitment to product quality and management, coupled with the investments made for providing more comprehensive services to its customers, will deepen its customer relationships which will in turn transform into economic benefits for the Group.

APPLICATION OF LISTING PROCEEDS

The Company's shares were listed on the Hong Kong Stock Exchange on 11 May 2005. The net proceeds from listing amounted to approximately HK\$125,080,000 and as at 14 September 2005, the Group had applied the listing proceeds as follows:

	Planned as per prospectus dated 29 April 2005	Actual application as at 14 September 2005
	HK\$'000	HK\$'000
Purchases of machinery and equipment for the manufacture of plastic injection moulds and plastic injection components	32,000	29,259
Purchases of additional stamping machines for the manufacture of metal stamping moulds and metal stamping components	25,000	13,365
Establishment of a mould development centre	35,000	6,190
Repayment of bank loans	30,000	30,000
General working capital of the Group	3,080	3,080
	<u>125,080</u>	<u>81,894</u>

DISCLOSURE OF INTERESTS IN THE SHARE CAPITAL OF THE COMPANY AND ITS ASSOCIATED CORPORATION

As at 30 June 2005, the interests and/or short positions of the directors or chief executive of the Company's in the shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) (the "SFO")) which were required to be notified to the Company and The Stock Exchange of Hong Kong Limited ("the Stock Exchange") pursuant to the provisions of Divisions 7 and 8 of Part XV of the SFO (including interests and/or short positions of which they were taken or deemed to have taken under such provisions of the SFO), and/or which were required, pursuant to Section 352 of the SFO, to be entered in the registrar referred therein, or which were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("the Listing Rules"), to be notified to the Company and the Stock Exchange were as follows:

(i) Long position in shares

Name of director	Capacity	Number of shares	Approximate percentage of interest
Mr. Zhang Hwo Jie	Interest in a controlled corporation	390,000,000	75%

Note: Mr. Zhang Hwo Jie holds 36% of the entire issued capital of Prosper Empire Limited, which is interested in 75% of the entire issued capital of the Company. Under the SFO, Mr. Zhang Hwo Jie is deemed to be interested in the shares held by Prosper Empire Limited.

(ii) Long position in shares of Prosper Empire Limited, an associated corporation of the Company

Name of director	Capacity	Approximate percentage of interest
Mr. Zhang Hwo Jie	Beneficial owner	36%
Mr. Zhang Yaohua	Beneficial owner	33%
Mr. Zhang Jian Hua	Beneficial owner	31%

SUBSTANTIAL SHAREHOLDERS

As at 30 June 2005, the following persons, not being a director or chief executive of the Company, have an interest and/or short position in the shares and underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or, who is interested, directly or indirectly, in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any member of the Group:

Name	Capacity	Number of shares	Approximate percentage of interest
Prosper Empire Limited	Beneficial owner	390,000,000	75%
Ms. Shen Chan Jie Lin	Interest of spouse (<i>Note 1</i>)	390,000,000	75%

Note:

- Under the SFO, Ms. Shen Chan Jie Lin is deemed to be interested in the shares held by Mr. Zhang Hwo Jie.

SHARE OPTION SCHEME

The Company conditionally adopted a share option scheme (the "Share Option Scheme") on 20 April 2005 which became unconditional on 11 May 2005. The purpose of the Share Option Scheme is to provide incentives and rewards to eligible participants who contribute to the success of the Group's operations. Eligible participants of the Share Option Scheme include any employees, directors, substantial shareholders or any of their respective associates of the Company and/or any of its subsidiaries or associated companies.

As at 30 June 2005, no option had been granted or agreed to be granted to any person under the Share Option Scheme.

PURCHASES, SALE AND REDEMPTION OF THE SHARES

The Company's shares were listed on the Main Board of The Stock Exchange of Hong Kong Limited ("the Stock Exchange") on 11 May 2005. Save for the above, neither the Company nor any of its subsidiaries purchases, sold or redeemed any of the Company's shares during the six months ended 30 June 2005. As at 30 June 2005, 520,000,000 shares were in issue.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Wednesday, 5 October 2005 to Monday, 10 October 2005, both days inclusive, during which period no transfer of shares of the Company will be registered. In order to qualify for the entitlement to the proposed interim and special dividends for the six months ended 30 June 2005, all transfers of shares of the Company accompanied by the relevant share certificates and transfer forms must be lodged with the Company's share registrar in Hong Kong, namely Computershare Hong Kong Investor Services Limited, at Rooms 1712-1716, 17th floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:00 p.m. on Tuesday, 4 October 2005.

COMPLIANCE WITH THE CODE OF CORPORATE GOVERNANCE PRACTICES AND THE MODEL CODE

The Company and the Directors confirm, to the best of their knowledge, that the Company has complied with the Code of Corporate Governance Practices as set out in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“the Listing Rules”) since the listing of the shares on the Main Board of the Stock Exchange on 11 May 2005.

The Company also adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) as set out in Appendix 10 to the Listing Rules for securities transactions by the Directors. Having made specific enquiry of all Directors, all Directors confirm that they have complied with the required standard set out in the Model Code regarding securities transactions by the Directors since the listing of the Company’s shares on the Main Board of the Stock Exchange on 11 May 2005.

AUDIT COMMITTEE

The Company has set up an audit committee (the “Committee”), in accordance with the requirements of the Code of Corporate Governance Practices, for the purpose of reviewing and providing supervision on the financial reporting process and internal control system of the Group. The Committee comprises the three independent non-executive directors with Dr. Lui Sun Wing as the chairman. The Audit Committee has reviewed the accounting principles and practices adopted by the Group and discussed internal control and financial reporting matters with management relating to the preparation of the unaudited consolidated financial statements of the Group for the six months ended 30 June 2005.

REMUNERATION COMMITTEE

The Group had established a remuneration committee which comprises two independent non-executive directors, namely Dr. Lui Sun Wing and Mr. Choy Tak Ho and the chairman and executive director Mr. Zhang Hwo Jie on 22 June 2005. Mr. Zhang Hwo Jie is the chairman of the remuneration committee. The remuneration committee has rights and duties consistent with those set out in the Code of Corporate Governance Practices as set out in Appendix 14 of the Listing Rules. The remuneration committee is principally responsible for formulating the Group’s policy and structure for all remuneration of the Directors and senior management and for providing advice and recommendations to the Board of Directors.

By order of the Board

Zhang Hwo Jie

Chairman

Hong Kong, 14 September 2005