



GOLDEN RESOURCES DEVELOPMENT INTERNATIONAL LIMITED 金源米業國際有限公司

Incorporated in Bermuda with Limited Liability

2005/2006 INTERIM REPORT

SUMMARY OF INTERIM RESULTS

The Directors of Golden Resources Development International Limited (the "Company") are pleased to announce the unaudited consolidated results of the Company and its subsidiaries (the "Group") for the six months ended 30th September, 2005 as follows:

CONDENSED CONSOLIDATED INCOME STATEMENT

		For the six m 30th Se 2005 (Unaudited)	onths ended ptember, 2004 (Unaudited) (As restated)
	Notes	HK\$'000	HK\$'000
Turnover Cost of sales	4	316,010 (211,908)	335,357 (242,614)
Gross profit		104,102	92,743
Net unrealised loss on financial assets at fair value through profit or loss/investments in securities Other income Selling and distribution costs Administrative expenses Write-back of provision for receivable	9 5	(5,364) 8,912 (13,180) (50,038) –	(57,566) 6,433 (15,361) (46,904) 10,417
Profit/(loss) from operations Finance costs Share of results of associates Gain on disposal of an associate Release of negative goodwill of an associate Loss on partial disposal of an associate	4,6	44,432 (85) (358) 14,179 – –	(10,238) (104) (6,081) - 194 (19,302)
Profit/(loss) before taxation Taxation	7	58,168 (9,255)	(35,531) (7,440)
Profit/(loss) for the period		48,913	(42,971)
Attributable to: Shareholders of the Company Minority interests		48,750 163	(43,272) 301
		48,913	(42,971)
Dividend	8	16,336	16,318
Interim dividend per share		1.25 cents	1.25 cents
Earnings/(loss) per share Basic	9	3.7 cents	(3.3) cents
– Diluted		3.7 cents	N/A

CONDENSED CONSOLIDATED BALANCE SHEET

NON-CURRENT ASSETS Property, plant and equipment Investment properties Interests in associates Available-for-sale investments Investments in securities Advances to investee companies Prepaid lease payments	Notes	30th September, 2005 (Unaudited) <i>HK\$'000</i> 84,269 43,630 66,359 211,165 20,294	31st March, 2005 (Audited) (As restated) <i>HK\$'000</i> 87,091 43,630 93,376 - 12,448 42,812 20,463
		425,717	299,820
CURRENT ASSETS Inventories Trade debtors Other debtors, deposits and prepayments Available-for-sale investments Financial assets at fair value through profit or loss Investments in securities Cash and cash equivalents	10	61,976 55,350 176,684 35,342 18,394 _ 213,160	64,332 52,262 133,375 - - 195,371 224,411
		560,906	669,751
CURRENT LIABILITIES Trade creditors Other creditors and accruals Tax liabilities Bank loans	11	7,821 25,358 39,349 14,679	7,227 54,649 24,324 22,226
		87,207	108,426
NET CURRENT ASSETS		473,699	561,325
TOTAL ASSETS LESS CURRENT LIABILITIES	;	899,416	861,145
NON-CURRENT LIABILITIES Deferred tax liabilities Advances from minority shareholders		2,100 11,631	2,105 11,858
		13,731	13,963
NET ASSETS		885,685	847,182
CAPITAL AND RESERVES Share capital Reserves	12 13	130,691 745,089	130,691 707,089
Shareholders' equity Minority interests		875,780 9,905	837,780 9,402
		885,685	847,182

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

			ptember, 2004
		(Unaudited)	(Unaudited) (As restated)
	Notes	HK\$'000	HK\$'000
Total equity, at 1st April			
As previously reported as equity As previously reported separately as		883,031	907,374
minority interests		9,230	8,418
		892,261	915,792
Prior period adjustments and		,	010,002
opening balance adjustment – effects of changes in accounting policies	3	(45,079)	(47,214)
	-	(,,	
As restated Exchange adjustments		847,182	868,578
- Attributable to shareholders of the Company	13	1,707	-
 Attributable to minority interests Share of exchange adjustments of associates 	13	338 (178)	_ (473)
Surplus on revaluation of available-for-sale			(470)
investments Goodwill reserve eliminated on partial	13	4,057	-
disposal of an associate		-	5,182
Net gains not recognised in the income statement	t	5,924	4,709
Issue of new shares			
– Share capital – Share premium		-	305 518
		-	823
Profit/(loss) for the period			
 Attributable to shareholders of the Company Attributable to minority interests 	13	48,750 163	(43,272) 301
		48,913	(42,971)
Prior year final dividend paid	13	(16,336)	(16,274)
Adjustment of final dividend for prior year Loss/(profit) attributable to minority		-	(5)
interests included in advances			
from minority shareholders		2	(1,008)
Total equity, at 30th September		885,685	813,852

CONDENSED CONSOLIDATED CASH FLOW STATEMENT

	For the six m 30th Sep 2005 (Unaudited) <i>HK\$'000</i>	onths ended otember, 2004 (Unaudited) <i>HK\$'000</i>
Net cash generated from operating activities	26,522	28,920
Net cash (used in)/generated from investing activities	(14,838)	42,966
Net cash used in financing activities	(24,311)	(16,083)
Net (decrease)/increase in cash and cash equivalents	(12,627)	55,803
Cash and cash equivalents at 1st April Effect of foreign exchange rate changes	224,411 1,376	97,723
Cash and cash equivalents at 30th September	213,160	153,526
Analysis of the balances of cash and cash equivalents Time deposits, bank balances and cash Short-term liquid investments	201,332 11,828	153,526
	213,160	153,526

NOTES TO THE CONDENSED FINANCIAL STATEMENTS

For the six months ended 30th September, 2005

1. BASIS OF PREPARATION

The unaudited condensed financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 (HKAS 34) "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

2. SIGNIFICANT ACCOUNTING POLICIES

The condensed financial statements have been prepared on the historical cost basis except for investment properties and financial instruments, which are measured at fair values or revalued amounts, as appropriate.

The accounting policies used in the condensed financial statements are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31st March, 2005 except as described below.

In the current period, the Group has applied, for the first time, a number of new Hong Kong Financial Reporting Standards (HKFRSs), Hong Kong Accounting Standards (HKASs) and Interpretations (hereinafter collectively referred to as "new HKFRSs") issued by the HKICPA that are effective for accounting periods beginning on or after 1st January, 2005 and adopted by the Group with effect from 1st April, 2005. The application of the new HKFRSs has resulted in changes to the Group's accounting policies. Summary of the changes in accounting policies which have significant impacts on the Group's financial statements are summarized as follows:

Owner-occupied Leasehold Interest in Land (HKAS 17 "Leases")

In prior years, owner-occupied leasehold land and buildings were included in property, plant and equipment and stated at cost less accumulated depreciation, amortization and impairment loss. Certain of the Group's leasehold land and buildings had taken advantage of the transitional relief provided by the predecessor of HKFRSs, the Statement of Standard Accounting Practice ("SSAP") No.17 "Property, Plant and Equipment" issued by HKICPA, to state at their revalued amounts less accumulated depreciation and amortisation. Surplus arising from revaluation of these land and buildings was credited to the land and buildings revaluation reserve.

In the current period, the Group has applied HKAS 17 retrospectively. Under HKAS 17, the land and buildings elements of leasehold land and buildings are considered separately for the purpose of lease classification, unless the lease payments cannot be allocated reliably between the land and buildings elements, in which cases, the entire leases are generally treated as finance leases. To the extent that the allocation of the lease payments between the land and buildings elements can be made reliably, the leasehold interests in land are reclassified to prepaid lease payments under operating leases, which are carried at cost and amortised over the lease term on a straight-line basis. This change in accounting policy has been applied retrospectively (see Note 3 for the financial impact). Alternatively, where the allocation between the land and buildings elements cannot be made reliably, the leasehold interests in land continue to be accounted for as property, plant and equipment.

Investment Properties (HKAS 40 "Investment Property")

In prior years, investment properties were stated at open market value, with revaluation surplus or deficit credited or charged to investment property revaluation reserve unless the balance on this reserve was insufficient to cover a revaluation decrease, in which case the excess of the revaluation decrease over the balance on the investment property revaluation reserve was charged to the income statement. Where a decrease had previously been charged to the income statement and revaluation increase subsequently arose, that increase was credited to the income statement to the extent of the decrease previously charged.

In the current period, the Group has adopted HKAS 40. In accordance with the fair value model under HKAS 40, all investment properties are stated at fair value with gains or losses arising from changes in fair value to be recognised directly in the income statement for the period in which they arise.

The adoption of HKAS 40 has no effect on the Group's results for the current or prior accounting periods as the Group's investment properties had net revaluation deficits which had been dealt with in the income statement for the period in which they arose. Accordingly, no prior period adjustment has been required.

Deferred Taxes related to Investment Properties (HKAS-INT 21 "Income Taxesrecovery of revalued non-depreciable assets")

In prior years, deferred tax consequences in respect of revalued investment properties were assessed on the basis of the tax consequences that would follow from recoveries of the carrying amounts of the properties through sale in accordance with the former SSAP Interpretation.

In the current period, the Group has applied HKAS Interpretation 21 which removes the presumption that the carrying amounts of investment properties are to be recovered through sale. Accordingly, the deferred tax consequences of the investment properties are now assessed on the basis that reflects the tax consequences that would follow from the manners in which the Group expects to recover the properties at each balance sheet date. In the absence of any specific transitional provisions in HKAS Interpretation 21, this change in accounting policy has been applied retrospectively (see Note 3 for the financial impact).

Business Combinations

Goodwill (HKFRS 3 "Business Combinations" and HKAS 21 "The Effects of Changes in Foreign Exchange Rates")

In prior years, goodwill arising from acquisitions prior to 1st April, 2001 was held in reserve, and goodwill arising from acquisitions after 1st April, 2001 was capitalised and amortised on a straight-line basis over its estimated useful life.

In the current period, the Group has applied the relevant transitional provisions in HKFRS 3. Goodwill previously recognised in reserve has been transferred to the Group's retained earnings on 1st April, 2005. With respect to goodwill previously capitalised on the balance sheet, the Group has discontinued amortising such goodwill from 1st April, 2005 onwards and goodwill will be tested for impairment at least annually. Goodwill arising from acquisitions after 1st April, 2005 is measured at cost less accumulated impairment losses, if any, after initial recognition. As a result of this change in accounting

policy, no amortisation of goodwill has been charged in the current period. This new accounting policy has been applied prospectively (see Note 3 for the financial impact).

In the current period, the Group has also applied HKAS 21 which requires goodwill to be treated as assets and liabilities of the foreign operation and translated at closing rate at each balance sheet date. In prior years, goodwill arising from acquisitions of foreign operations was reported at historical rate at each balance sheet date. In accordance with the relevant transitional provisions in HKAS 21, goodwill arising from acquisitions prior to 1st April, 2005 is treated as a non-monetary foreign currency item of the Group. Accordingly, no prior period adjustment has been required.

Excess of the Group's interest in the net fair value of acquiree's identifiable assets, liabilities and contingent liabilities over cost (previously known as "negative goodwill") (HKFRS 3 "Business Combinations")

In prior years, negative goodwill arising from acquisitions prior to 1st April, 2001 was held in reserve, and negative goodwill arising from acquisitions after 1st April, 2001 was presented as a deduction from assets and released to income based on an analysis of the circumstances from which the balance resulted.

In accordance with HKFRS 3, any excess of the Group's interest in the net fair value of acquiree's identifiable assets, liabilities and contingent liabilities over the cost of acquisition ("discount on acquisition") is recognised immediately in the income statement in the period in which the acquisition takes place. In accordance with the relevant transitional provisions in HKFRS 3, the Group has derecognised and transferred all negative goodwill balances to the Group's retained earnings on 1st April, 2005 (see Note 3 for the financial impact).

Financial Instruments (HKAS 32 "Financial Instruments: Disclosure and Presentation" and HKAS 39 "Financial Instruments: Recognition and Measurement")

In the current period, the Group has applied HKAS 32 and the relevant transitional provisions in HKAS 39 with respect to classification and measurement of financial assets and financial liabilities that are within the scope of HKAS 39.

In prior years, the Group classified and measured its debt and equity securities as "investment securities" or "other investments" in accordance with former SSAP 24. "Investment securities" were stated at cost less impairment losses, if any, while "other investments" were measured at fair value, with unrealised gains or losses included in the income statement for the year.

With effect from 1st April, 2005, the Group classifies and measures its debt and equity securities in accordance with HKAS 39. Under HKAS 39, financial assets are classified as "financial assets at fair value through profit or loss", "available-for-sale investments", "loans and receivables", or "held-to-maturity financial assets". The classification depends on the purposes for which the assets are acquired. "Financial assets at fair value through profit or loss" and "available-for-sale investments" are carried at fair value, with changes in fair values recognised in the income statement and equity respectively. "Loans and receivables" and "held-to-maturity financial assets" are measured at amortised cost using the effective interest method. In accordance with HKAS 39 which does not permit retrospective application, no comparative figures have been restated (see Note 3 for the financial impact on current period's profit).

Share-based Payments (HKFRS 2 "Share-based Payments")

In the current period, the Group has applied HKFRS 2 which requires an expense to be recognised where the Group buys goods or obtains services in exchange for shares or rights over shares ("equity-settled transactions"), or in exchange for other assets equivalent in value to a given number of shares or rights over shares ("cash-settled transactions"). The principal impact of HKFRS 2 on the Group is in relation to the expensing of the fair value of Directors' and employees' share options of the Company determined at the date of grant of the share options over the vesting period. Prior to the application of HKFRS 2, the Group did not recognise the financial effect of these share options until they were exercised.

The Group has applied HKFRS 2 to share options granted on or after 1st April, 2005, if any. In accordance with the relevant transitional provisions under HKFRS 2, the Group has not applied HKFRS 2 to share options granted before 1st April, 2005 as all of these share options were granted before 7th November, 2002. This new accounting policy has no financial impact on the Group for the current or prior periods.

Changes in presentation of financial statements

Minority Interests (HKAS 1 "Presentation of Financial Statements" and HKAS 27 "Consolidated and Separate Financial Statements")

In prior years, minority interests were presented in the consolidated balance sheet separately from liabilities and as a deduction from net assets. Profit or loss shared by minority interests was separately presented in the consolidated income statement as a deduction before arriving at the profit attributable to shareholders.

In the current period, in order to comply with HKAS 1 and HKAS 27, minority interests are presented in the consolidated balance sheet as an element of total equity, separately from the equity attributable to the shareholders of the Company. Profit or loss shared by minority interests is presented on the face of the consolidated income statement as an allocation of the attributable results between the minority interests and shareholders of the Company. Comparative figures for the presentation of minority interests in the consolidated balance sheet and consolidated income statement have been restated accordingly.

Share of associates' taxation (HKAS 1 "Presentation of Financial Statements")

In prior years, share of associates' taxation was presented as a component of taxation in the income statement. Upon adoption of HKAS 1, share of associates' taxation is deducted from share of results of associates as presented in the income statement. Comparative figures for taxation and share of results of associates as presented in the income statement have been restated accordingly.

3. SUMMARY OF THE EFFECTS OF THE CHANGES IN ACCOUNTING POLICIES

The financial effects of the application of the new HKFRSs, as described in Note 2, to the Group's total equity and profit/(loss) for the period are summarised below:

(a) Effect on opening balance of total equity at 1st April, 2005 and at 1st April, 2004

		Shareholde	ers' equity	,		
	Goodwill reserve HK\$'000	Land and buildings revaluation reserve HK\$'000	Retained earnings HK\$'000	Total HK\$'000	Minority interests HK\$'000	Total equity HK\$'000
At 1st April, 2005 Prior period adjustments HKAS 17 HKAS-INT 21	-	(67,976) –	22,515 210	(45,461) 210	- 172	(45,461) 382
Opening balance adjustmen HKFRS 3	t 4,167	(67,976) -	22,725 (4,167)	(45,251) -	172 -	(45,079)
Net increase/(decrease) in equity	4,167	(67,976)	18,558	(45,251)	172	(45,079)
At 1st April, 2004 Prior period adjustments HKAS 17 HKAS-INT 21	-	(67,976) –	20,548 117	(47,428) 117	- 97	(47,428) 214
Net increase/(decrease) in equity		(67,976)	20,665	(47,311)	97	(47,214)

2005/2006

	Attributable to shareholders HK\$'000	Minority interests HK\$'000	Total HK\$'000
For the six months ended 30th September, 2005			
HKAS 17	983	-	983
HKAS-INT 21	28	23	51
HKFRS 3	237	-	237
HKAS 39	(3,106)	-	(3,106)
Net increase/(decrease) in	(1.950)	23	(1 925)
profit for the period	(1,858)		(1,835)
Decrease in earnings per share – Basic	(0.1) cent		
Diluted	(0.1) cent		
	Attributable to shareholders HK\$'000	Minority interests HK\$'000	Total HK\$'000
For the six months ended 30th September, 2004			
HKAS 17	983	-	983
HKAS-INT 21	53	43	96
Net decrease in loss for the perio	d 1,036	43	1,079
Decrease in loss per share	0.4		
Decrease in loss per share – Basic – – – – – – – – – – – – – – – – – – –	0.1 cent		

4. BUSINESS AND GEOGRAPHICAL SEGMENTS

An analysis of the Group's segment information by business and geographical segments is as follows:

Business segments

Income statement for the six months ended 30th September, 2005

	Rice operation HK\$'000	Securities investment HK\$'000	Property investment HK\$'000	Corporate and others HK\$'000	Consolidated HK\$'000
TURNOVER External sales	307,875	6,921	1,214		316,010
RESULT Segment results	42,875	(1,280)	570	2,267	44,432
Finance costs Share of results of associates Gain on disposal of an associat	(1,027) re –	-	(34)	703 14,179	(85) (358) 14,179
Profit before taxation Taxation					58,168 (9,255)
Profit for the period					48,913
Attributable to: Shareholders of the Company Minority interests					48,750 163
					48,913

Income statement for the six months ended 30th September, 2004, as restated

	Rice operation HK\$'000	Securities investment HK\$'000	Property investment HK\$'000	Corporate and others HK\$'000	Consolidated HK\$'000
TURNOVER External sales	327,592	6,670	1,095	-	335,357
RESULT					
Segment results	30,139	(52,938)	11,743	818	(10,238)
Finance costs					(104)
Share of results of associates Release of negative goodwill o	(2,583) f	-	(254)	(3,244)	(6,081)
an associate	-	-	-	194	194
Loss on partial disposal of an associate	-	-	-	(19,302)	(19,302)
Loss before taxation Taxation					(35,531) (7,440)
Loss for the period					(42,971)
Attributable to:					
Shareholders of the Company Minority interests					(43,272) 301
					(42,971)

Interim Report

Geographical segments

The Group's operations are located in Hong Kong, elsewhere in the People's Republic of China (the "PRC") and other regions.

The following table provides an analysis of the Group's sales by location of markets, irrespective of the origin of the goods/services:

	Turnover by geographical markets For the six months ended 30th September,	
	2005 HK\$'000	2004 HK\$'000
Hong Kong Elsewhere in the PRC Others	280,318 33,794 1,898	288,108 45,146 2,103
	316,010	335,357

5. OTHER INCOME

	For the six months ended 30th September,	
	2005	2004
	(Unaudited)	(Unaudited)
		(As restated)
	HK\$'000	HK\$'000
Interest income	5,390	3,300
Dividend income from listed available-for-sale		
investments/investments in securities	899	794
Sundry income	478	1,449
Gain on disposal of available-for-sale investments	2,081	-
Gain on disposal of property, plant and equipment	64	-
Gain on disposal of an investment property	-	890
	8,912	6,433

6. PROFIT/(LOSS) FROM OPERATIONS

Profit/(loss) from operations has been arrived at after charging:

	For the six months ended 30th September,	
	2005 20	
	(Unaudited)	(Unaudited)
		(As restated)
	HK\$'000	HK\$'000
Depreciation and amortisation of property,		
plant and equipment	4,236	4,589
Amortisation of prepaid lease payments	247	247

7. TAXATION

		or the six months ended 30th September,	
	2005	2004	
	(Unaudited)	(Unaudited)	
	(0	(As restated)	
		· · · · ·	
	HK\$'000	HK\$'000	
Current tax:			
Hong Kong	8,775	7,427	
0 0		,	
Other regions in the PRC	19	99	
	8,794	7,526	
Underprovision in prior years:			
Hong Kong	427	-	
Other regions in the PRC	39	7	
	466	7	
		· · ·	
Deferred tax	(5)	(03)	
	(5)	(93)	
	0.055	7 4 4 0	
Taxation attributable to the Company and its subsidiaries	9,255	7,440	

Hong Kong Profits Tax is calculated at 17.5% of the estimated assessable profit for the period. Taxation arising in other regions in the PRC is calculated in accordance with the relevant laws of the PRC.

Share of associates' taxation for the six months ended 30th September, 2005 of HK\$353,000 (2004: HK\$44,000) is included in the share of results of associates.

8. DIVIDEND

(a) Dividend attributable to the interim period:

	For the six months ended 30th September, 2005 2004 (Unaudited) (Unaudited)	
Interim dividend declared after the interim	HK\$'000	HK\$'000
period end of 1.25 cents per share on 1,306,906,460 shares (2004: 1.25 cents per share on 1,305,026,460 shares)	16,336	16,313
Adjustment of final dividend for prior year resulting from exercise of share options	-	5
	16,336	16,318

The interim dividend declared after the interim period end has not been recognized as a liability at the interim period end date.

(b) Dividend attributable to the previous financial year, approved and paid during the interim period:

	For the six months ended 30th September,	
	2005	2004
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Final dividend in respect of the previous financial year, approved and paid during the interim period, of 1.25 cents per share on 1,306,906,460 shares (2004: 1.25 cents		
per share on 1,302,301,460 shares)	16,336	16,279

⁵ 2005/2006

9. EARNINGS/(LOSS) PER SHARE

The calculation of the basic and diluted earnings/(loss) per share is based on the following data:

	For the six months ended 30th September,		
	2005	2004	
	(Unaudited)	(Unaudited)	
		(As restated)	
	HK\$'000	HK\$'000	
Earnings/(loss) for the purposes of both basic	40.750	(40.070)	
and diluted earnings/(loss) per share	48,750	(43,272)	
Number of shares:		2001	
Weighted average number of shares for the purpose of basic earnings/(loss) per share	1,306,906,460	1,301,914,575	
Effect of dilutive potential shares – Options	16,993,848		
Weighted average number of shares for	1 222 000 208		
the purpose of diluted earnings per share	1,323,900,308		

Diluted loss per share for the six months ended 30th September, 2004 had not been presented as the conversion of potential ordinary shares to ordinary shares would have anti-dilutive effect to the basic loss per share.

10. TRADE DEBTORS

The Group allows an average credit period of 30-60 days to its trade customers. The following is an aged analysis of trade debtors at the balance sheet date:

	30th September, 2005 (Unaudited) <i>HK\$'0</i> 00	31st March, 2005 (Audited) <i>HK\$'000</i>
Within 30 days	32,264	28,696
31-60 days	11,470	15,253
61-90 days	3,888	4,933
Over 90 days	7,728	3,380
	55,350	52,262

Interim Report

11. TRADE CREDITORS

The following is an aged analysis of trade creditors at the balance sheet date:

	30th September, 2005 (Unaudited) <i>HK\$'000</i>	31st March, 2005 (Audited) <i>HK\$'000</i>
Within 30 days	2,686	2,435
31-60 days	1,455	1,477
61-90 days	164	202
Over 90 days	3,516	3,113
	7,821	7,227

12. SHARE CAPITAL

	Number of shares of HK\$0.10 each	HK\$'000
Authorised:		
At 1st April, 2004, 31st March, 2005 and 30th September, 2005	2,000,000,000	200,000
Issued and fully paid:		
At 1st April, 2004	1,300,476,460	130,048
Exercise of share options	6,430,000	643
At 31st March, 2005 and at 30th September, 2005	1,306,906,460	130,691

2005/2006 17

13. RESERVES

	Share premium HK\$'000	Goodwill reserve HK\$'000	Capital redemption reserve HK\$'000	Land and buildings revaluation reserve HK\$'000	Investments revaluation reserve HK\$'000	Exchange reserve HK\$'000	Dividend reserve HK\$'000	Retained earnings HK\$'000	Total HK\$'000
At 1st April, 2004 As originally stated Prior period adjustments – effects of changes in	385,807	(19,680)	515	67,976	-	737	16,274	325,697	777,326
accounting policies (note 3)	-	-	-	(67,976)	-	-	-	20,665	(47,311)
As restated	385,807	(19,680)	515	-	-	737	16,274	346,362	730,015
Exchange adjustments less minority interests Share of exchange	-	-	-	-	-	31	-	-	31
adjustments of associates Premium arising from the	-	-	-	-	-	(173)	-	-	(173)
issue of new shares Eliminated on disposal of a	1,093	-	-	-	-	-	-	-	1,093
subsidiary Eliminated on disposal of	-	(9)	-	-	-	-	-	-	(9)
an associate Eliminated on partial disposal	-	-	-	-	-	(229)	-	-	(229)
of an associate Released on reclassification from associates to	-	5,182	-	-	-	(93)	-	-	5,089
investments in securities Loss for the year attributable to shareholders of the	-	10,340	-	-	-	(184)	-	-	10,156
Company, as restated Prior year final dividend paid Adjustment of final dividend	-	-	-	-	-	-	(16,274)	(6,280)	(6,280) (16,274)
for the year ended 31st March, 2004 Interim dividend paid	-	-	-	-	-	-	-	(5) (16,325)	(5) (16,325)
Final dividend proposed for the year ended 31st March, 2005	-	-	-	-	-	-	16,336	(16,336)	-
At 31st March, 2005, as restated Opening balance adjustment – effects of changes in	386,900	(4,167)	515	-	-	89	16,336	307,416	707,089
accounting policies (note 3)	-	4,167	-	-	-	-	-	(4,167)	-
At 1st April, 2005, as adjusted	386,900	-	515	-	-	89	16,336	303,249	707,089
Exchange adjustments less minority interests	-	-	-	-	-	1,707	-	-	1,707
Share of exchange adjustments of associates Surplus on revaluation of available-for-sale	-	-	-	-	-	(178)	-	-	(178)
investments Profit for the period attributable to shareholders	-	-	-	-	4,057	-	-	-	4,057
of the Company	-	-	-	-	-	-	-	48,750	48,750
Prior year final dividend paid Interim dividend	-	-	-	-	-	-	(16,336) 16,336	(16,336)	(16,336)
At 30th September, 2005	386,900	-	515	-	4,057	1,618	16,336	335,663	745,089

14. RELATED PARTY TRANSACTIONS

During the period from 1st April, 2005 to 30th September, 2005, the Group had trade purchases from associates amounted to approximately HK\$116,461,000 (2004: HK\$112,921,000). The purchases were carried out in the ordinary course of business and at prices determined by reference to prevailing market price.

Interests in associates included advances to associates of approximately HK\$24,422,000 as at 30th September, 2005 (31st March, 2005: HK\$25,205,000):

- a. Included in advances to associates is an amount of approximately HK\$5,644,000 (31st March, 2005: HK\$5,644,000) which has been secured by certain shares of another associate. The amount is interest-free and will not be repayable in the coming twelve months.
- b. The remaining balance of advances to associates is unsecured, interest-free and will not be repayable in the coming twelve months.

During the period from 1st April, 2005 to 30th September, 2005, the Group rented a property owned by a landlord in which the Director of the Company, Mr. Alvin LAM Kwing Wai, had a beneficial interest. Total rental expenses incurred for the period amounted to HK\$480,000 (2004: HK\$480,000).

In addition to the above, the Group also provided guarantees to banks in respect of banking facilities granted to associates and investee companies as set out in note 15(b).

15. COMMITMENTS AND CONTINGENT LIABILITIES

At the following reporting dates, the commitments and contingent liabilities not provided for in the financial statements are as follows:

		30th September, 2005 <i>HK\$'000</i>	31st March, 2005 <i>HK\$'000</i>
(a)	Contracted capital commitments		
	Acquisition of property, plant and equipment Contribution to an investee company	212 20,400	307 20,400
		20,612	20,707
(b)	Contingent liabilities		
	Guarantees given in respect of banking facilities made available to:		
	– associates	95,485	98,045
	– investee companies	13,014	13,014
		108,499	111,059

The extent of guaranteed banking facilities utilised by the associates and investee companies as at 30th September, 2005 amounted to approximately HK\$39,247,000 (31st March, 2005: HK\$46,661,000) and HK\$8,347,000 (31st March, 2005: HK\$10,950,000) respectively.

MATERIAL DISPOSAL

On 13th June, 2005, the Group entered into an agreement to dispose its entire 30% equity interest in Shanghai Tian An Bearing Co., Ltd., an associate of the Group, to an independent third party at a consideration of RMB50 million (equivalent to approximately HK\$47.17 million). The disposal was completed during the half-year ended 30th September, 2005 with a gain of about HK\$14,179,000 net of tax. The disposal constituted a discloseable transaction for the Company under the Listing Rules.

POST BALANCE SHEET EVENTS

On 25th October, 2005, the Group entered into an agreement to dispose its entire 55% equity interest in Wuhan Golden Resources Rice Industry Limited ("WGR"), an indirect non-wholly owned subsidiary of the Group, to 武漢一米廠 (Wuhan No. 1), a substantial shareholder of WGR, at a consideration of RMB4,060,000 (equivalent to approximately HK\$3,900,000). By virtue of the fact that Wuhan No.1 is the substantial shareholder of WGR, the disposal constituted a connected transaction for the Company under the Listing Rules.

On 28th November, 2005, the Group conditionally entered into an agreement with Rich Profits Int'l Limited ("Rich Profits"), an indirect wholly-owned subsidiary of Prosperity Investment Holdings Limited ("PIH"), to purchase (i) the 18% equity interest in Dragon Fortune Ltd. ("Dragon Fortune") and (ii) the non-interest bearing shareholder's loan advanced by Rich Profits to Dragon Fortune of approximately HK\$48.14 million. The consideration for the purchase is HK\$72 million. The consideration will be settled in cash and funded by internal resources of the Group. The purchase constituted a discloseable transaction for the Company under the Listing Rules. The completion of the purchase is subject to, among others, the requisite resolutions to be passed by the independent shareholders of PIH at the special general meeting of PIH, which is expected to convene by the end of January 2006. Dragon Fortune is an investment holding company. The subsidiaries of Dragon Fortune are principally engaged in the operation of a golf club resort in the PRC, namely Palm Island Resort, and the development of real estate in Palm Island.

DISCLOSURES PURSUANT TO RULES 13.13 AND 13.16 OF THE LISTING RULES Advances to entities under Rule 13.13

Loans advanced, and guarantees given for facilities granted, to entities by the Group which individually exceeded 8% of the relevant percentage ratios under Rule 13.13 of the Listing Rules as at 30th September, 2005 are as follows:

Entities	Attributable interest held by the Group %	Non-interest bearing advances (A) HK\$'000	Guarantees given (B) HK\$'000	Extent of guaranteed facilities utilised HK\$'000	Aggregate of advances and guarantees given (A + B) HK\$'000	Notes
Sirinumma Company Limited	40.00	5,644	23,926	-	29,570	а
Siripattana Rice Company Limited	69.40	7,275	24,759	-	32,034	b, c
Siripattana Rice Company Limited and Golden Resources Export (Thailand) Company Limited	69.40 and 69.40 respectively	-	19,500	13,744	19,500	d
Sirinumma Company Limited and Siripattana Rice Company Limited	40.00 and 69.40 respectively	-	27,300	25,503	27,300	e
Aggregate of Sirinumma Company Limited and its subsidiaries		12,919	95,485	39,247	108,404	f
Dragon Fortune Limited	10.00	25,213	-	-	25,213	g
Fortune Leader Overseas Chinese (Daiyawan) Real Estate Development Company Limited	8.00	-	7,539	5,062	7,539	h
Fortune Leader Overseas Chinese (Daiyawan) Investment Company Limited	8.00	-	5,475	3,285	5,475	i
Aggregate of Dragon Fortune Limited and its subsidiaries		25,213	13,014	8,347		f

2005/2006

Financial assistance to and guarantees given for facilities granted to the Company's affiliated companies by the Group under Rule 13.16

Financial assistance, and guarantees given for facilities granted, to the Company's affiliated companies by the Group which in aggregate exceeded 8% of the relevant percentage ratios under Rule 13.16 of the Listing Rules as at 30th September, 2005 are as follows:

Affiliated companies	Attributable interest held by the Group %	Non-interest bearing advances (A) HK\$'000	Guarantees given (B) <i>HK</i> \$'000	Extent of guaranteed facilities utilised HK\$'000	Aggregate of advances and guarantees given (A + B) HK\$'000	Notes
Aggregate of Sirinumma Company Limited and its subsidiaries		12,919	95,485	39,247	108,404	a – f
Golden World Enterprises (Wuhan) Limited	25.50	5,938	-	-	5,938	g
Clever Time Investments Limited	31.80	17,756	-	-	17,756	g
Supreme Development Company Limited	41.16	112	-	-	112	g
Wellight Development Limited	37.50	7,787	-	-	7,787	g
Total		44,512	95,485	39,247	139,997	j

The proforma combined balance sheet of the above affiliated companies as at 30th September, 2005 is as follows:

	HK\$'000
Non-current assets	63,475
Current assets Current liabilities	86,378 (90,646)
Net current liabilities	(4,268)
Non-current liabilities	(41,435)
Shareholders' funds	17,772

Notes:

- (a) The advance was made pursuant to a loan agreement dated 30th August, 2002 entered into between Cost Logistics Limited, an indirect wholly-owned subsidiary of the Company ("Cost Logistics"), as lender and Sirinumma Company Limited ("Sirinumma") as borrower. The advance was interest-free, repayable on demand and secured by the shares in Siripattana Rice Company Limited ("Siripattana") that would be allotted and issued to Sirinumma as a result of Sirinumma's additional capital contribution to Siripattana.
- (b) The advances included shareholder's loans to finance the working capital of Siripattana and current account balances for expenses paid on behalf of Siripattana. The advances were interest-free, unsecured and repayable on demand.
- (c) Siripattana is the Company's associated company and is accounted for using equity accounting method as the entire issued share capital of Siripattana is held as to 51% by Sirinumma (40% of which entire issued share capital is indirectly owned by the Company) and as to 49% by Cost Logistics.
- (d) The guarantee was given for banking facilities granted to Siripattana and Golden Resources Export (Thailand) Company Limited. Golden Resources Export (Thailand) Company Limited is a direct wholly-owned subsidiary of Siripattana.
- (e) The guarantee was given for banking facilities granted to Sirinumma and Siripattana.
- (f) Aggregated pursuant to Rule 13.11(2)(c) of the Listing Rules.
- (g) The advances were made as shareholder's loans to finance the investments or working capital of respective entity or affiliated company. The advances were interest-free, unsecured and repayable on demand.
- (h) The guarantee was given for loan facilities granted to Fortune Leader Overseas Chinese (Daiyawan) Real Estate Development Company Limited ("FL Real Estate"). FL Real Estate is owned as to 80% by Fortune Leader Investment Limited ("FL Investment"), a direct wholly-owned subsidiary of Dragon Fortune Limited, and as to 20% by an Independent Third Party.
- (i) The guarantee was given for loan facilities granted to Fortune Leader Overseas Chinese (Daiyawan) Investment Company Limited ("FL Overseas"). FL Overseas is owned as to 80% by FL Investment, a direct wholly-owned subsidiary of Dragon Fortune Limited, and as to 20% by an Independent Third Party.
- (j) Aggregated pursuant to Rule 13.16 of the Listing Rules.

LIQUIDITY AND FINANCIAL RESOURCES

The Group had cash balance of HK\$213 million and bank loans of HK\$15 million as at 30th September, 2005. With cash and other current assets of HK\$560 million as at 30th September, 2005 as well as available banking facilities, the Group has sufficient financial resources to satisfy its commitments and working capital requirements.

BUSINESS REVIEW AND PROSPECTS

For the period under review, Hong Kong rice core business has been performing satisfactorily. To maintain a stable and steady growth of our profit, the Group continues to focus on improving operational efficiency, cost management and competitiveness. Since the third quarter of this financial year, price competition in the domestic rice market has become intensified. This has put competitive pressure on all domestic rice operators and posed a challenge for the Group. To protect and preserve our market share, we will continue to implement effective marketing initiatives and promotional campaigns so as to maintain our market presence. Additionally, having been awarded the international accreditation of "HACCP" and "ISO9001" on food safety and monitoring system, Golden Resources has strengthened our competitive advantage as a recognized and trust leading food producer among its industry peers for producing quality and healthy food.

Golden Resources is well positioned in China. We are encouraged by our progress in China and the performance of our rice business. We have established a strong foothold in this market of great potentials and strengthened its platform to expand its core rice business in the Pearl River Delta region.

The Group's financial position remains strong and healthy. We will continue to maintain the strong financial position that has served Golden Resources well throughout the years and will allow us to both grow our business and build our asset value.

INTERIM DIVIDEND

The Directors have declared an interim dividend of 1.25 cents per share for the year ending 31st March, 2006 (2004/2005: 1.25 cents per share) to shareholders on the Register of Members of the Company on Friday, 6th January, 2006.

It is expected that cheques for the interim dividend will be despatched to those entitled thereto on or about Friday, 13th January, 2006.

CLOSURE OF REGISTER OF MEMBERS

The Register of Members of the Company will be closed from Tuesday, 3rd January, 2006 to Friday, 6th January, 2006, both days inclusive, during which period no transfer of shares will be effected.

In order to qualify for the interim dividend, all transfers accompanied by the relevant share certificates must be lodged with the Company's Share Registrars in Hong Kong, Standard Registrars Limited, G/F., Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong not later than 4:00 p.m. on Friday, 30th December, 2005.

DIRECTORS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES

As at 30th September, 2005, the interests and short positions of the directors and their associates in the shares and underlying shares of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) as recorded in the register required to be kept under Section 352 of the SFO or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in the Listing Rules, were as follows:

Long positions

(a) Ordinary shares of the Company

	Number of o Personal	Number of ordinary shares beneficially held in the Compa Percentag the iss Personal Family Total share capit			
Name of director	interests	interests	interests	the Company	
Mr. David LAM Kwing Chan	7,935,000	-	7,935,000	0.61%	
Mr. Alvin LAM Kwing Wai	17,500,000	6,000,000 <i>(Note)</i>	23,500,000	1.80%	

Note: The family interests of 6,000,000 shares represent the interests of the wife of Mr. Alvin LAM Kwing Wai.

(b) Non-voting deferred shares of Golden Resources Development Limited, a wholly-owned subsidiary of the Company

Name of director	Capacity	Number of non-voting deferred shares beneficially held
Mr. David LAM Kwing Chan	Beneficial owner	260,000
Mr. Alvin LAM Kwing Wai	Beneficial owner	260,000

(c) Non-voting deferred shares of Yuen Loong & Company Limited, a wholly-owned subsidiary of the Company

Name of director	Capacity	Number of non-voting deferred shares beneficially held
Mr. David LAM Kwing Chan	Beneficial owner	13,000
Mr. Alvin LAM Kwing Wai	Beneficial owner	13,000

(d) Ordinary shares of Wellight Development Limited, an associate of the Company

Name of director	Capacity	Number of ordinary shares held through corporation
Mr. Laurent LAM Kwing Chee	Corporate interest	300 <i>(Note</i>)

Note: These shares are held by L.K.C. Company Limited, a company wholly-owned by Mr. Laurent LAM Kwing Chee.

(e) Share options

Name of director	Capacity	Number of options held	Number of underlying shares
Mr. Alvin LAM Kwing Wai Madam Rosita YUEN LAM Kit Woo Mr. Laurent LAM Kwing Chee	Beneficial owner Beneficial owner Beneficial owner	25,000,000 25,000,000 25,000,000	25,000,000 25,000,000 25,000,000
		75,000,000	75,000,000

The details of the directors' personal interest in the underlying shares of the Company in respect of share options granted by the Company are stated in the following section "Share Options Granted To Directors And Employees".

Save as disclosed above, none of the directors nor their associates of the Company had or was deemed to have any interest or short positions in the shares or underlying shares of the Company or any of its associated corporations that was required to be recorded pursuant to Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code contained in the Listing Rules.

SHARE OPTIONS GRANTED TO DIRECTORS AND EMPLOYEES

As at 30th September, 2005, details of share options granted to the directors and employees under the existing share option scheme of the Company were as follows:

	Option grant date	Exercise period	Exercise price* HK\$	Balance outstanding as at 1st April, 2005	Exercised during the period	Balance outstanding as at 30th September, 2005
Directors						
Mr. Alvin LAM Kwing Wai	12th January, 2001	12th January, 2001 – 4th January, 2007	0.26	9,000,000	-	9,000,000
	28th August, 2001	28th August, 2001 – 4th January, 2007	0.30	16,000,000	-	16,000,000
Madam Rosita YUEN LAM Kit Woo	12th January, 2001	12th January, 2001 – 4th January, 2007	0.26	15,000,000	-	15,000,000
WOO	28th August, 2001	28th August, 2001 – 4th January, 2007	0.30	10,000,000	-	10,000,000
Mr. Laurent LAM Kwing Chee	12th January, 2001	12th January, 2001 – 4th January, 2007	0.26	15,000,000	-	15,000,000
	28th August, 2001	28th August, 2001 – 4th January, 2007	0.30	10,000,000	-	10,000,000
Total				75,000,000	-	75,000,000
Employees						
	12th January, 2001	12th January, 2001 – 4th January, 2007	0.26	15,000,000	-	15,000,000
	28th August, 2001	28th August, 2001 – 4th January, 2007	0.30	10,000,000	-	10,000,000
Total				25,000,000	-	25,000,000
Grand Total				100,000,000		100,000,000

* The exercise price of the share options is subject to adjustment in the case of rights or bonus issues, or other similar changes in the Company's share capital.

Save as disclosed above, none of the Directors nor their spouses or children under 18 years of age were granted or had exercised any rights to subscribe for any securities of the Company or any of its associated corporations.

SUBSTANTIAL SHAREHOLDERS

As at 30th September, 2005, the register of substantial shareholders maintained by the Company pursuant to Section 336 of the SFO showed that, the Company had been notified of the following substantial shareholders' interest, being 5% or more of the Company's issued share capital: –

Name of shareholder	Number of shares held	Percentage of the issued share capital of the Company
Yuen Loong International Limited ("Yuen Loong")	385,052,026	29.46% (Note 1)
Chelsey Developments Ltd. ("Chelsey")	236,940,000	18.13% (Note 1)
Prosperity Investment Holdings Limited ("Prosperity")	65,957,000	5.05% (Note 2)

Notes:

- (1) Mr. David LAM Kwing Chan, a director of the Company, is interested in approximately 24% of the issued share capital of each of Yuen Loong and Chelsey. Mr. Alvin LAM Kwing Wai, a director of the Company, is a beneficiary of a discretionary trust which is interested in approximately 26% of the issued share capital of each of Yuen Loong and Chelsey. Madam LAM TSANG Suk Yee, a director of the Company, is a beneficiary of a discretionary trust which is interested in approximately 10% of the issued share capital of each of Yuen Loong and Chelsey. Madam LAM TSANG Suk Yee, a director of the Company, is a beneficiary of a discretionary trust which is interested in approximately 10% of the issued share capital of each of Yuen Loong and Chelsey. Mr. Laurent LAM Kwing Chee, a director of the Company, is a beneficiary of a discretionary trust which is interested in approximately 14% of the issued share capital of each of Yuen Loong and Chelsey. Madam Rosita YUEN LAM Kit Woo, a director of the Company, is a beneficiary of a discretionary trust which is interested in approximately 9% of the issued share capital of each of Yuen Loong and Chelsey.
- (2) The corporate interests of Prosperity were attributable on account through a number of its wholly-owned subsidiaries. Attentive Investments Limited held 65,957,000 shares of the Company and was a wholly-owned subsidiary of Genius Choice Investments Limited which in turn was a wholly-owned subsidiary of GR Investment Holdings Limited. GR Investment Holdings Limited was a wholly-owned subsidiary of Accufocus Investments Limited which in turn was a wholly-owned subsidiary of Accufocus Investments Limited which in turn was a wholly-owned subsidiary of Accufocus Investments Limited which in turn was a wholly-owned subsidiary of Prosperity. Accordingly, Genius Choice Investments Limited, GR Investment Holdings Limited, Accufocus Investments Limited and Prosperity were all deemed to be interested in the 65,957,000 shares of the Company held by Attentive Investments Limited.

Save as disclosed above, the Company has not been notified by any other person who had an interest in 5% or more of the issued share capital of the Company or short position in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO as at 30th September, 2005.

EMPLOYEES AND REMUNERATION POLICY

The total number of employees for the Group is about 417.

Remuneration packages are reviewed by the Group from time to time. In addition to salary payments, other fringe benefits for the staff include retirement benefits schemes and medical insurance scheme, as well as quarters and housing allowances for certain staff. The Group has taken out personal accident insurance for senior staff and the staff who frequently travel overseas on business trips.

CORPORATE GOVERNANCE

Compliance with the Code on Corporate Governance Practices

On 1st January, 2005, the Code of Best Practice was replaced by the Code of Corporate Governance Practices (the "CG Code") as set out in Appendix 14 of the Listing Rules. The Company adopted all the code provisions in the CG Code as its own code on corporate governance practices. The Company has complied with the CG Code throughout the six months ended 30th September, 2005 with deviation from code provision A.4.1 of the CG Code.

Code A.4.1 of the CG Code stipulates that non-executive directors should be appointed for a specific term, subject to re-election. None of the existing non-executive director and independent non-executive directors of the Company is appointed for a specific term. However, in accordance with the Company's Bye-Laws, at each annual general meeting, one-third of the directors shall retire from office by rotation and become eligible for re-election. As such, the Company considers that sufficient measures have been taken to ensure that the Company's corporate governance practices are no less exacting than those in the CG Code.

Chairman and Chief Executive Officer

The positions of the Chairman of the Board and the Managing Director of the Company are held by separate individuals to ensure an appropriate balance of power and effective segregation of duties.

Audit Committee

The audit committee comprising three independent non-executive directors, Mr. Andrew LAM Ping Cheung, Mr. Leo CHAN Fai Yue and Mr. John WONG Yik Chung, had reviewed with management the accounting principles and practices adopted by the Group and discussed auditing, internal control and financial reporting matters including the review of the unaudited financial statements of the Group for the six months ended 30th September, 2005.

Remuneration Committee

To comply with the CG Code, a remuneration committee was established on 12th April, 2005 with specific written terms of reference which deal clearly with its authority and duties. The members of the remuneration committee comprises four members, of which three are independent non-executive directors, Mr. Andrew LAM Ping Cheung, Mr. Leo CHAN Fai Yue, Mr. John WONG Yik Chung and one is executive director, Mr. Alvin LAM Kwing Wai.

Compliance with the Model Code for Securities Transactions

The Company has adopted the Model Code as set out in Appendix 10 to the Listing Rules as its own code of conduct regarding securities transactions by directors. All directors have confirmed, following specific enquiry by the Company, that they fully complied with the required standard as set out in the Model Code throughout the review period.

PURCHASE, SALE OR REDEMPTION OF LISTED SHARES

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed shares during the period.

BOARD OF DIRECTORS

As at the date of this report, the executive directors of the Company are Mr. David LAM Kwing Chan (Chairman), Mr. Alvin LAM Kwing Wai (Managing Director), Madam Rosita YUEN LAM Kit Woo, Mr. Laurent LAM Kwing Chee and Mr. TSANG Siu Hung. The non-executive director of the Company is Madam LAM TSANG Suk Yee. The independent non-executive directors of the Company are Mr. Andrew LAM Ping Cheung, Mr. Leo CHAN Fai Yue and Mr. John WONG Yik Chung.

On behalf of the Board Alvin LAM Kwing Wai Managing Director

Hong Kong, 8th December, 2005