中國金展控股有限公司

China Golden Development Holdings Limited

Stock Code: 0162

Second Interim Report 2005/2006

INTERIM RESULTS

The board of directors (the "Board") of China Golden Development Holdings Limited (the "Company") are pleased to announce the unaudited condensed consolidated financial statements of the Company and its subsidiaries (the "Group") for the twelve months ended 30th June 2006 together with comparative figures for the corresponding period in 2005. This second interim report is prepared due to the change of the financial year end date of the Company from 30th June to 31st December in order to ensure the Company's financial year coterminous with those of the Company's newly acquired subsidiaries in the People's Republic of China ("PRC"). The result is stated as follows:

CONDENSED CONSOLIDATED INCOME STATEMENT

For the twelve months ended 30th June 2006

		Twelve months ended 30th June	
		2006	2005
		HK$'000	*HK$'000*
	Note	(unaudited)	(audited and restated)
Turnover	*3*	39,439	70,933
Cost of sales	*3*	(27,693)	(43,033)
Gross profit		11,746	27,900
Other revenue		2,478	2,805
Guarantee profit	*18(ii)*	799	–
Operating expenses		(2,767)	–
General and administrative expenses		(19,711)	(18,059)
(Loss)/profit from operations		(7,455)	12,646
Non-operation net income		15	–
Excess over the cost of business combination		2,412	–
Interest income		422	650
Finance costs		(2,890)	(881)
(Loss)/profit before taxation	*4*	(7,496)	12,415
Taxation	*5*	(133)	–
(Loss)/profit for the year		(7,629)	12,415
Attributable to:			
– Equity holders of the Company		(9,132)	2,175
– Minority interests		1,503	10,240
		(7,629)	12,415
(Loss)/Earnings per share			
– Basic (HK cents)	*7*	(2.16)	0.53
– Diluted (HK cents)	*7*	(2.15)	N/A

CONDENSED CONSOLIDATED BALANCE SHEET

As at 30th June 2006

	Note	As at 30th June 2006 HK$'000 (unaudited)	As at 30th June 2005 HK$'000 (audited and restated)
Non-current assets			
Property, plant and equipment	8	202,204	171,824
Loan receivables	9	35,000	36,000
Intangible assets	10	16,849	–
Goodwill	11	2,802	2,802
		256,855	210,626
Current assets			
Inventories	12	4,732	–
Trade receivables	13	10,993	16,400
Prepayments and other receivables	14	38,957	5,155
Cash and cash equivalents		1,951	1,319
Total current assets		56,633	22,874
Current liabilities			
Interest-bearing borrowings – secured	15	5,967	16,478
Trade payables		27,624	–
Accruals and other payables		19,137	2,324
Tax payables		1,261	–
Amounts due to directors		5	27
Shareholder's loan		–	12,000
Total current liabilities		53,994	30,829
Net current assets/(liabilities)		2,639	(7,955)
Total assets less current liabilities		259,494	202,671
Non-current liabilities			
Deposits received		3,000	3,000
Convertible bond	16	8,450	–
Promissory note	16	15,000	–
		26,450	3,000
Net assets		233,044	199,671
Capital and reserves			
Share capital	17	49,106	40,922
Reserves		157,441	133,755
Equity attributable to equity holders of the Company		206,547	174,677
Minority interests		26,497	24,994
Total equity		233,044	199,671

CONDENSED CONSOLIDATED CASH FLOW STATEMENT

For the twelve months ended 30th June 2006

	Twelve months ended 30th June	
	2006	2005
	HK$'000	*HK$'000*
	(unaudited)	(audited and restated)
Net cash (used in)/generated from operating activities	(5,003)	17,348
Net cash generated from/(used in) investing activities	3,809	(20,030)
Net cash generated from/(used in) financing activities	1,826	(16,790)
Increase/(decrease) in cash and cash equivalents	632	(19,472)
Cash and cash equivalents at the beginning of the year	1,319	20,791
Cash and cash equivalents at the end of the year	1,951	1,319
Analysis of the balances of cash and cash equivalents		
Cash and bank balances	1,951	1,319

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the twelve months ended 30th June 2006

	Attributable to equity holders of the Company									
	Share capital HK$'000	Share premium HK$'000	Capital reserve HK$'000	Share option reserve HK$'000	Convertible bond reserve HK$'000	Cumulative translation adjustments HK$'000	Retained profits HK$'000	Total HK$'000	Minority interests HK$'000	Total HK$'000
At 1st July 2005, as previously reported	40,922	43,973	49,886	–	–	1,008	38,888	174,677	–	174,677
Minority interests (as previously presented separately from liabilities and equity)	–	–	–	–	–	–	–	–	24,994	24,994
At 1st July 2005, as restated	40,922	43,973	49,886	–	–	1,008	38,888	174,677	24,994	199,671
Placing of share	7,366	25,804	–	–	–	–	–	33,170	–	33,170
Exercise of share options	818	2,128	–	–	–	–	–	2,946	–	2,946
Share option	–	–	–	3,336	–	–	–	3,336	–	3,336
Convertible bond	–	–	–	–	1,550	–	–	1,550	–	1,550
(Loss)/Profit for the year	–	–	–	–	–	–	(9,132)	(9,132)	1,503	(7,629)
At 30th June 2006	49,106	71,905	49,886	3,336	1,550	1,008	29,756	206,547	26,497	233,044
At 1st July 2004, as previously reported	40,922	43,973	49,886	–	–	1,008	36,713	172,502	–	172,502
Minority interests (as previously presented separately from liabilities and equity)	–	–	–	–	–	–	–	–	29,454	29,454
At 1st July 2004, as restated	40,922	43,973	49,886	–	–	1,008	36,713	172,502	29,454	201,956
Profit for the year	–	–	–	–	–	–	2,175	2,175	10,240	12,415
Dividend paid to minority shareholders	–	–	–	–	–	–	–	–	(14,700)	(14,700)
At 30th June 2005	40,922	43,973	49,886	–	–	1,008	38,888	174,677	24,994	199,671

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

1. Basis of preparation

These unaudited condensed consolidated interim financial statements ("Interim Accounts") of the Group have been prepared in accordance 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") and with Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA").

Interim Accounts are unaudited, but have been reviewed by PKF in accordance with Statement of Auditing Standards 700 "Engagements to review interim financial reports" issued by the HKICPA. PKF's independent review report is included on page 24.

The accounting policies and methods of computation used in the preparation of these Interim Accounts are consistent with those used in the annual financial statements for the year ended 30th June 2005, except that the Group has changed certain of its accounting policies following its adoption of the new or revised Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and Interpretations ("new HKFRSs") which are effective for accounting periods commencing on or after 1st January 2005.

The application of the new HKFRSs has resulted in a change in the presentation of the income statement, balance sheet and the statement of changes in equity. In particular, the presentation of minority interests has been changed. The changes in presentation have been applied retrospectively. The adoption of the new HKFRSs has resulted in changes to the Group's accounting policies as set out in note 2 below.

2. Impact of new HKFRSs

(a) Goodwill

The adoption of HKFRS 3 Business Combination, HKAS 36 Impairment of Assets and HKAS 38 Intangible Assets has resulted in a change in accounting policy for goodwill. Until 30th June 2005, goodwill arising on consolidation was

– capitalised and amortised on a straight line basis over its estimated economic useful life of 5 years;

– assessed for an indication of impairment at each balance sheet date.

In accordance with the provisions of HKFRS 3:

– the Group ceased amortisation of goodwill from 1st July 2005;

– accumulated amortisation as at 30th June 2005 has been eliminated with a corresponding decrease in the cost of goodwill;

– from the period ending 31st December 2006 onwards, goodwill is tested annually for impairment, as well as when there is indication of impairment.

The Group has reassessed the useful lives of its intangible assets in accordance with the provisions of HKAS 38. No adjustment resulted from this reassessment.

Any excess of the Group's interest in the net fair value of the acquirees' identifiable assets, liabilities and contingent liabilities over the cost of the acquisition of subsidiaries (previously referred to as "negative goodwill"), after reassessment, is recognised immediately in the income statement.

2. Impact of new HKFRSs *(Continued)*

(a) Goodwill (Continued)

Pursuant to HKFRS 3, the excess amount of the consideration paid by the Group over the net assets of Silver Light Group Limited amounted to approximately HK$2,412,000, was directly recognised in the income statement as profit.

(b) Share-based payment

The adoption of HKFRS 2 Share-based Payment has resulted in a change in the Group's accounting policy for share options. The main impact of HKFRS on the Group is the expensing of the fair value of directors' and employees' share options of the Group 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 July 2005. In relation to share options granted before 1st July 2005, the Group has not applied HKFRS 2 to share options granted after 7th November 2002 and had vested before 1st July 2005 in accordance with the relevant transitional provisions. However the Group is still required to apply HKFRS 2 retrospectively to share options that were granted after 7th November 2002 and had not vested on 1st July 2005. Until 30th June 2005, the provision of share options to employees did not result in a charge to income statement. Effective on 1st July 2005, the Group expenses the cost of share options in the income statement.

(c) Financial instruments

The adoption of HKAS 32 and 39 has resulted in a change in the accounting policy relating to the classification of loans and receivables. It has also resulted in the recognition of derivative financial instruments at fair value and the change in the recognition and measurement of hedging activities. Accordingly, a compound financial instrument should be separate into liability and equity components. Under HKAS 32 and given the assessed fair value of the liability component of the convertible bond issued on 16th May 2006, the fair value of the equity component of the convertible bond as represented by the residual amount after taking out the liability component from the face value of the convertible bond is fairly recognised in the convertible bond reserve.

3. Turnover and segment information

The Group has been engaged in cruise and cruise-related business for the past years. On 26th May 2005, the Group has entered into a Licensing Agreement with Anglo View Limited for the operation of Cruise Ship for an initial term of 2 years commencing from 1st June 2005 to 31st May 2007 at a license fee of HK$1,500,000 per month.

On 4th May 2006, the Group has acquired 100% equity interest of Silver Light Group Limited of which its wholly-owned subsidiary, Century Ginwa Urumqi Shopping Mall Company Limited ("Ginwa Urumqi") is engaging in the operation of a department store in Urumqi of the People's Republic of China.

The following table represents revenue and profit information for the Group's business segments.

	Cruise & Cruise-related Business Twelve months ended 30th June		Operation of a Department Store Twelve months ended 30th June		Consolidated Twelve months ended 30th June	
	2006	2005	2006	2005	2006	2005
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*
	(unaudited)	(audited)	(unaudited)	(audited)	(unaudited)	(audited)
Segment revenue						
Turnover	15,000	70,993	24,439	–	39,439	70,933
Segment profit	3,068	20,899	403	–	3,471	20,899
Interest income and unallocated gain					2,915	3,455
Guarantee profit					799	–
Net unallocated cost					(14,203)	(11,058)
Finance costs					(2,890)	(881)
Excess over the cost of business combination					2,412	–
(Loss)/profit before taxation					(7,496)	12,415
Taxation					(133)	–
(Loss)/profit for the year					(7,629)	12,415

Turnover and profit derived from Hong Kong were approximately HK$15.0 million (2005: HK$71.0 million) and HK$3.1 million (2005: HK$21.0 million) while from PRC were approximately HK$24.4 million (2005: nil) and HK$0.4 million (2005: nil) respectively.

4. (Loss)/profit before taxation

(Loss)/profit before taxation is arrived after charging and crediting the following items:

	Twelve months ended 30th June	
	2006	2005
	HK$'000	*HK$'000*
	(unaudited)	(audited and restated)
After charging –		
Staff costs (include directors' emoluments)	7,879	10,820
Depreciation of property, plant and equipment	7,721	7,278
Amortisation of goodwill	–	1,410
Amortisation of other assets	–	4,000
Amortisation of intangible assets	340	–
Interest on borrowings wholly repayable within five years:		
– Interest-bearing borrowings – secured	1,160	881
– Interest-bearing borrowings – unsecured	820	–
Minimum lease payments under operating leases	1,708	817
After crediting –		
Interest income from loan receivables	415	650
Guarantee profit from Mr. Guo Qiang and Mr. Li Hao Gang *(Note 14.3)*	799	–
Guarantee pro rata entitlement recognised in respect of sharing of the net profits of the gaming facilities of the Cruise Ship as set out in note 14a to the 2005 audit report	–	2,500

5. Taxation

The Company and its subsidiaries are subject to income taxes on an entity basis on income arising in or derived from the tax jurisdiction in which they operate.

Provision for Hong Kong profits tax has not been made as the companies in the Group did not have assessable profits during the year.

Ginwa Urumqi is subject to the Enterprise Income Tax Law of the PRC and the standard income tax rate is 33%. Provision has been made for the two months from May 2006 to June 2006 accordingly.

The Group did not have material deferred tax assets and liabilities unrecognised at 30th June 2006.

6. Dividend

The Board has resolved not to declare any interim dividend in respect of the twelve months ended 30th June 2006. (2005: Nil).

7. (Loss)/Earnings per share

The calculation of basic loss per share for the twelve months ended 30th June 2006 was based on the loss attributable to shareholders of approximately HK$9,132,000 (2005: profit of approximately HK$2,175,000) and the weighted average number of ordinary shares of 423,438,769 (2005: 409,222,500) in issue during the year.

7. (Loss)/Earnings per share *(Continued)*

Diluted loss per share for the twelve months ended 30th June 2006 was based on the loss attributable to shareholders of approximately HK$9,143,000 and the weighted average number of ordinary shares of 425,414,532 in issue during the year. The loss attributable to shareholders used in the calculation comprised HK$9,132,000 referred to in the immediately preceding paragraph and approximately HK$11,000 which represented the interest of the convertible bond for the year. The number of shares used in the calculation comprised 423,438,769 shares referred to in the immediately preceding paragraph and 1,975,763 shares assumed to have been issued on the full conversion of the convertible bond at the initial conversion price of HK$0.624 per share.

The share options have no dilutive effect for the twelve months ended 30th June 2006 because the exercise price of the Company's share options was higher than the average market price of the shares during the year.

8. Property, plant and equipment

As at 30th June 2006, the Group has property, plant and equipment of approximately HK$202,204,000, including fixed assets of the department stores of approximately HK$37,745,000 which are owned by a wholly-owned subsidiary, Century Ginwa Urumqi Shopping Mall Company Limited.

9. Loan receivables

The loan receivables represent advances (the "Advances") made to Anglo View Limited, which is the Licensee under the agreement with the indirect wholly-owned subsidiary of the Company. On 7th October 2005, the subsidiary entered into a supplemental agreement ("Supplementary Agreement") with the Licensee whereby the subsidiary agreed with the Licensee to give up its right to the original profits sharing arrangement under the Agreement dated 28th December 2004 in exchange of a fixed return from the Licensee, calculated at 2% on the amount of repayment of the Advances to be received.

10. Intangible assets

	As at 30th June 2006 *HK$'000*	As at 30th June 2005 *HK$'000*
COST		
At the date of the acquisition	19,222	–
Addition for the year	–	–
At end of the year	19,222	–
AMORTISATION		
At the date of acquisition	2,033	–
Provided for the year	340	–
At end of the year	2,373	–
CARRYING AMOUNT		
At end of the year	16,849	–

Licence is stated at cost less accumulated amortisation and any impairment loss. Amortisation is calculated on a straight-line basis over its useful life of ten years.

11. Goodwill

	As at 30th June 2006 *HK$'000*	As at 30th June 2005 *HK$'000*
COST		
At beginning of the year	7,052	7,052
Elimination of accumulated amortisation prior to the adoption of HKFRS 3	(4,250)	–
At end of the year	2,802	7,052
AMORTISATION		
At beginning of the year	4,250	2,840
Provided for the year	–	1,410
Elimination of accumulated amortisation prior to the adoption of HKFRS 3	(4,250)	–
At end of the year	–	4,250
CARRYING AMOUNT		
At end of the year	2,802	2,802

In accordance with HKFRS 3, goodwill has discontinued amortising from 1st July 2005 and is subject to an annual impairment test.

12. Inventories

	As at 30th June 2006 *HK$'000*	As at 30th June 2005 *HK$'000*
Finished goods	4,732	–

Inventories are stated at the lower of cost and net realisable value. Cost is determined on a first in first out basis and includes costs of purchase and other costs incurred in bringing the inventories to their present location and condition and net realisable value represents the estimated selling price less all direct selling costs.

13. Trade receivables

The credit terms of the Group range from 0 to 90 days. An aging analysis of trade receivables is as follows:

	As at 30th June 2006 *HK$'000*	As at 30th June 2005 *HK$'000*
0 to 30 days	–	2,500
31 to 60 days	–	–
61 to 90 days	1,500	–
over 90 days	9,493	13,900
	10,993	16,400

14. Prepayments and other receivables

	As at 30th June 2006 *HK$'000*	As at 30th June 2005 *HK$'000*
Amount due from minority shareholders of a subsidiary *(note 1)*	2,230	2,405
Amount due from connected parties *(notes 2 & 3)*	18,995	–
Deposits *(note 4)*	5,380	182
Prepayments	3,026	164
Other receivable	9,326	2,404
	38,957	5,155

Note:

1) It represents short-term advances made to Mr. Wong Kin Ming who owns 49% equity interests of Pacific Cruises, a 51% subsidiary of the Company. Such short term advances were unsecured, interest-free and with no fixed term of repayment.

2) It includes a receivable of approximately RMB18,923,000 from Ginwa Investment Company Limited ("Ginwa Investment"), the founder and original ultimate shareholder of Century Ginwa Urumqi Shopping Mall Company Limited ("Ginwa Urumqi"). This receivable comprises approximately RMB6,568,000 being the assessment loss on fixed assets of Ginwa Urumqi generated in the process of acquisition that Ginwa Investment would take up and the balance being the amount advanced to Ginwa Investment on a interest-free basis. Ginwa Investment has made a written repayment commitment to the Group for the repayment of the total receivable; RMB6,000,000 repaid on or before 31st August 2006, RMB10,000,000 to be repaid on or before 31st December 2006 and approximately RMB2,923,000 to be repaid on or before 31st March 2007.

3) Approximately HKD799,000 represents the profit guarantee for the two months from the date of acquisition to the 30th June 2006. The vendors of Ginwa Urumqi, Mr. Guo Qiang and Mr. Li Hao Gang ("Vendors") have given an irrevocable undertaking that the audited net profit before tax of Ginwa Urumqi for the financial years ending 31st December 2006 and 31st December 2007 shall in aggregate be not less than RMB14 million (RMB5 million for the first year and RMB9 million for the second year), the consideration payable by the Company to the Vendors or their nominee will be adjusted by decreasing the principal sum of the promissory note stated on Note 16 on a dollar to dollar basis.

4) Deposits include HK$5 million non-interest bearing refundable deposit paid to Best Mineral Resources Limited ("BMRL") pursuant to the Share Purchase Agreement in the Connected Transaction and Very Substantial Acquisition that the Group had already disclosed to the Public on 14th August 2006. The Deposit will be paid as part of the settlement of the said Agreement if completed or refunded to the Group in 30 days if terminated.

15. Interest-bearing borrowings – secured

On 20th January 2004, the Company issued Secured Guaranteed Floating Rate Notes due 2006 in the principal amount of US$10,000,000 (the "Floating Rate Notes"). As at 30th June 2006, the outstanding principal amount of the Floating Rate Notes was approximately US$765,000. The Floating Rate Notes are secured by (i) the Company's 51% equity interest in Pacific Cruises (Hainan) Limited ("Pacific Cruises"), a non-wholly owned subsidiary of the Group, (ii) the cruise ship of Pacific Cruises known as the "Ming Fai Princess" (the "Cruise Ship"), (iii) certain receivables and bank deposits of Pacific Cruises, (iv) all monies payable to Pacific Cruises in respect of the requisition of title or compulsory acquisition of the Cruise Ship and the insurance policies of the Cruise Ship, (v) joint and several personal guarantees executed by three executive directors of the Company, namely Messrs. Wu Yijian, Sean Liu and Mo Keung (the "Guarantors") and (vi) the subordination of the present and future indebtedness owing by the Company to the Guarantors. The Company has fully settled all the outstanding Floating Rate Notes on 22nd August 2006.

16. Convertible bond and promissory note

HK$15 million promissory note (originally issued HK$30 million and HK$15 million has been repaid) and HK$8,449,951 fair value of convertible bond (HK$1,550,049 fair value of equity component has been transferred to convertible bond reserve according to HKAS32) were issued for the partial settlement of the acquisition of Century Ginwa Urumqi Shopping Mall Company Limited.

HK$15 million promissory note is due and payable two years after the completion date on 4th May 2006 and carrying a fixed interest rate of 2% per annum. HK$8,449,951 (face value HK$10 million) convertible bond is to be due and matured at the end of two years from 4th May 2006 to 3rd May 2008. It carries a fixed rate of interest of 1% per annum and the bondholders shall have the right to convert at any time following one year after the date of issue, 16th May 2006 at the initial conversion price of HK$0.624 per share.

17. Share capital

	Number of shares *'000*	Nominal values *HK$'000*
Ordinary share of HK$0.1 each		
Authorised		
As at 30th June 2006 and 30th June 2005	1,000,000	100,000
Issue and fully paid		
As at 1st July 2005	409,223	40,922
Issued during the year	81,844	8,184
As at 30th June 2006	491,067	49,106

During the twelve months ended 30th June 2006, the Company issued 73,660,000 shares through placing arrangement.

During the twelve months ended 30th June 2006, share options granted under the share option scheme of the Company were exercised which result in the issue of 8,184,450 shares.

18. Related party transactions

i. The HK$40 million purchase of Silver Light Group Limited completed on 4th May 2006 is a related party transaction during the period ended 30th June 2006. One of the Vendors, Mr. Guo Qiang is the brother of the Company's Chairman Mr. Wu Yijian. The relationship has already been disclosed in the circular issued on 27th March 2006. Mr. Guo Qiang is also the Managing Director of Ginwa Urumqi, a Company's wholly-owned subsidiary.

ii. The Vendors of Ginwa Urumqi have given an irrevocable profit guarantee on the audited net profit before tax of Ginwa Urumqi for the financial years ending 31st December 2006 and 2007. If the said profit in aggregate is less than RMB14 million (RMB5 million for the first year and RMB9 million for the second year), the Vendors will compensate by decreasing the principal sum of the said promissory note on a dollar to dollar basis. Approximately HK$799,000 provision has been made according to this guarantee for the two months from May 2006 to June 2006.

iii. Details of balances due from/(to) related parties are as follows:

	As at 30th June 2006 *HK$'000* (unaudited)	As at 30th June 2005 *HK$'000* (audited)
Refundable deposit to BMRL	5,000	–
Mr. Sean Liu, an ex-executive director of the Company	(5)	(27)
Convertible bond payable	(8,450)	–
Promissory note payable	(15,000)	–
Shareholder's loan payable to BMRL	–	(12,000)

19. Post balance sheet event

On 13th June 2006, the Company has entered into a Share Acquisition Agreement ("the Agreement") to acquire all the issued share capital of China King Management Limited ("China King") from the Company's controlling shareholder, Best Mineral Resources Limited ("BMRL"), at a nominal consideration of HK$1.0. China King is a Hong Kong company and has no business activities other than having entered into two contracts, namely Properties Acquisition Agreement and Business Assets Acquisition Agreement (through Xian Century Ginwa Properties Investments Company Limited ("Xian Century"), its wholly-owned subsidiary in the PRC) on 13th June 2006. According to the Agreement, upon completion of share placement, China King will become a wholly-owned subsidiary of the Company, which will partially settle the total consideration HK$256.40 million of the Properties and the Business Assets. Xian Century is expected to be granted licence to operate department store business in the PRC following completion of the relevant agreements. BMRL will issue a Promissory Note of HK$180 million to the vendor of the Properties, and accordingly the Company will issue such number of Consideration Shares equivalent to HK$175 million in addition to a cash payment of HK$5 million already made to BMRL as a refundable deposit,. BMRL will trigger a mandatory general offer obligation because its shareholding will be increased from 30.36% to 51.54% based on the minimum placing price of HK$0.32 per share. The Securities and Futures Commission of Hong Kong has agreed to grant a whitewash waiver if our shareholders approve the transaction. All of these Connected Transaction, Very Substantial Acquisition, Continuing Connected Transactions, Placing and Whitewash Waiver Application have already been approved in the Special General Meeting held on 29th August 2006. After the completion, the Company could ultimately own the Properties through China King and hence, the Group will be engaged in the department store business in Xian, the PRC through Xian Century. However, whether the Acquisition could be completed is subject to a number of conditions, including but not limited to the success of the Share Placement. The Share Placement is still undergoing.

20. Possible impact of amendments, new standards and interpretations issued but not yet effective for the annual accounting period ending 31st December 2006

Up to the date of issue of these Interim Accounts, HKICPA has issued a number of amendments, new standards and interpretations which are not yet effective for the accounting period ending 31st December 2006 and which have not been adopted in these Interim Accounts.

Of these developments, the following relate to matters that may be relevant to the Group's operations and financial statements:

	Effective for accounting periods beginning on or after
– HKFRS 7, Financial instruments disclosures	1st January 2007
– Amendment to HKAS 1, Presentation of financial statements: capital disclosures	1st January 2007

In addition, the Hong Kong Companies (Amendment) Ordinance 2005 came into effect on 1st December 2005 and would be first applicable to the Group's financial statements for the period beginning 1st January 2007.

The Group is in the process of making an assessment of what the impact of these amendments, new standards and new interpretations is expected to be in the period of initial application.

21. Comparative figures

Certain comparative figures have been reclassified and restated, and additional disclosure of comparative figures have been made as a result of the adoption of new HKFRSs as mentioned in note 2 above.

MANAGEMENT DISCUSSION AND ANALYSIS

Results

The turnover of the Group for the twelve months ended 30th June 2006 decreased to approximately HK$39.4 million (cruise ship and related activities was HK$15 million and the department store operation was HK$24.4 million) compared to approximately HK$70.9 million for the corresponding period last year, a decrease of approximately 44.4%. The decrease in turnover was mainly attributable to the change of mode of business from operating the cruise ship to licensing it since June 2005. The decrease of turnover for cruise ship and related activities was 78.8%.

The gross profit of the Group for the twelve months ended 30th June 2006 decreased to approximately HK$11.75 million (cruise ship and related activities was HK$7.6 million and the department store operation was HK$4.1 million) compared to approximately HK$27.9 million for the corresponding period last year due to decrease in turnover. The gross profit margin of the Group for the twelve months ended 30th June 2006 dropped to approximately 29.7% (cruise ship and related activities was 50.7% and the department store operation was 16.8%), compared with approximately 39.4% for the corresponding period last year.

The operating, general and administrative expenses for the twelve months ended 30th June 2006 increased to approximately HK$22.5 million (cruise ship and related activities was HK$18.0 million and the department store operation was HK$4.5 million) compared to approximately HK$18.0 million for the corresponding period last year. The turnover of the cruise and related activities had been decreased by 78.8% but still kept the same expenses level to last year due to the high repairs and maintenance cost incurred (refer to Contingent Liabilities Section).

The finance costs for the twelve months ended 30th June 2006 increased by approximately 228.0% to approximately HK$2.9 million compared to approximately HK$0.9 million for the corresponding period last year. The rise in the finance costs was mainly attributable to the increase in the borrowings activities during the period and the interest rate hike.

Loss attributable to equity holders of the Company for the twelve months ended 30th June 2006 was recorded at approximately HK$9,132,000, compared with the profit of approximately HK$2.2 million reported in the corresponding period last year. The loss was mainly attributable to the change of mode of business from operating the cruise ship to licensing it and its temporarily suspension of operation (refer to Contingent Liabilities). The profit for the department store operation was approximately HK$270,000 for the two months ended 30th June 2006. The Vendors of Ginwa Urumqi have given an irrecoverable undertaking to the Group that the audited net profit before tax of this operation for the financial year ending 31st December 2006 and 31st December 2007 in aggregate be not less than RMB14 million or the Group could decrease the principal sum of the promissory note due to the Vendors on a dollar to dollar basis. The Group has made a profit provision on the said guarantee approximately HK$799,000 and the revised profit for the operation of department store was approximately HK$1,069,000.

Business Review

In the corresponding period last year, the Group was principally engaged in operation of its cruise ship of Ming Fai Princess. Due to change of operating environment, the Group has granted a licence to a third party at a licence fee for two years commencing in June 2005 in respect of the whole operations of the cruise ship at new route in Hong Kong waters and the international waters nearby Hong Kong. The turnover in the reporting period mainly comprises the licence fee for the operations of the cruise ship. As the Group reports in the Contingent Liabilities stated below, the Group has agreed to waive the licence fee of three months from May 2006 to July 2006 and to share the expenses incurred from the repair and maintenance of the cruise ship in order to satisfy the requirements of the Hong Kong Marine Department.

It was mentioned in the 2005 Annual Report that the Group would continue to explore other business opportunities so as to diversify its business interests. With the huge population of the People's Republic of China ("PRC"), PRC has a large consumer base which provides tremendous opportunities for distributors of consumer goods. According to the information of the National Bureau of Statistics in the PRC, retail sales in the PRC increased from approximately RMB193.2 billion in 1994 to approximately RMB685 billion in 2005, representing a compound annual growth rate of 12.1%, while the GDP for the same period has achieved an compound annual growth rate of approximately 12.9%. According to Euromonitor International, department store business sales value in China is forecasted to increase from approximately RMB290 billion in 2004 to approximately RMB462 billion in 2010, representing an increase of approximately 59.3%, or representing an average annual growth rate of approximately 9.9%. Moreover, in terms of department stores in recent years, the number has increased from 1,600 stores in 1999 to 2,200 stores in 2004, increased by approximately 38% within five years.

Having considered the rapid growth in the PRC consumption ability, the Group decided to diversify its business into the operation of department stores, starting with acquiring one "Century Ginwa" branded department store in Urumqi from Ginwa Group in May 2006. The Group has also entered into a Share Acquisition Agreement with BMRL to acquire another "Century Ginwa" branded department store in Xian, PRC from Ginwa Group on 13th June 2006. The Group has obtained full support from its shareholders in the Special General Meeting held on 29th August 2006 and is now in the process of share placement.

Merger & Acquisition

On 16th February 2006, the Company as purchaser entered into an agreement with two vendors one of whom is an associate of a director of the Company in respect of purchase of the entire issue capital of Silver Light Group Limited at an aggregate consideration of approximately HK$40 million, subject to adjustments, which will be satisfied: (a) as to HK$30 million by way of a promissory note due and payable two years after the completion date; (b) as to HK$10 million by way of a convertible bond (the "Acquisition"). An indirect wholly-owned subsidiary of the target company is principally engaged in the operation of "Century Ginwa" branded department store in Urumqi, the PRC. The Company has already completed the whole major acquisition and connected transaction under the Listing Rules on 4th May 2006.

Century Ginwa

From the commencement of business in Year 1998, "Century Ginwa" branded department store has established its unique style in the operation of department stores. With the vision "By maintaining a Simple Structure and High Efficiency in operation, and stimulating Team Spirits and Staff Morale, we can deliver the Best Quality of Services to our Customers", Century Ginwa focus on five business strategies:

1) ***Customer Relationship Management***
By forming membership club, Century Ginwa could provide "zero-distance" services to their members. To strengthen communication with the customers, provide most updated information such as promotions and new products and understand customer' complaint, and organize club's regular activities so as to create the sense of belonging to the customer;

2) ***Chain Store Development***
Century Ginwa will be expanded by setting up standardized chain store in different second-tier cities where it can utilize its successful experience to develop its strong brand name in these unexplored markets;

3) ***To increase Variety of Services***
There are number of competitors that also provide medium to high-end departmental products. In response, Century Ginwa also provide more comprehensive services such as cinema, restaurant, supermarket that could increase its attractiveness to the customers;

4) ***Creditability***
Century Ginwa highly emphasises on the relationship management with its suppliers, and strongly believes that trust and creditworthiness could obtain the best support from its trading partners; and

5) ***Market Positioning***
Century Ginwa symbolise not only a top quality department store's services provider and also a place where the customer can find high quality products from the World. Customers can find famous brand such as Dior, Rado, SK-II, Boss, etc. The best supplier from January to June 2006 (including period before acquisition) of Century Ginwa Urumqi was Chow Tai Fook (unaudited) while clothing (unaudited) was the best selling product.

Future Plan and Prospect

The Group would continue exploring opportunities in the operation of department store by acquiring existing Century Ginwa department stores and expanding Century Ginwa geographically in PRC. The Group strongly believes that the business strategy of Century Ginwa could eventually lead the Group to become one of the top tier department store's operators in the PRC.

LIQUIDITY AND FINANCIAL RESOURCES

As at 30th June 2006, net current assets and total assets less current liabilities of the Group amounted to approximately HK$2.6 million (30th June 2005: net current liabilities of HK$7.9 million) and approximately HK$259.5 million (30th June 2005: HK$202.7 million) respectively. As at 30th June 2006, the Group had cash and cash equivalents amounted to approximately HK$2.0 million (30th June 2005: HK$1.3 million). The current ratio of the Group as at 30th June 2006 was 1.05 (30th June 2005: 0.74).

On 20th January 2004, the Company issued Secured Guaranteed Floating Rate Notes due 2006 in the principal amount of US$10,000,000 (the "Floating Rate Notes"). The Floating Rate Notes carry interest at the rate equivalent to LIBOR for deposits in US Dollars for one month plus a margin of 1.5% per annum. The Floating Rate Notes are guaranteed by certain executive directors of the Company and are also secured by certain assets of the Group as detailed in note 15 to the Interim Accounts. The Company has settled all the outstanding amount on 22nd August 2006.

The Company issued HK$10 million 1% interest per annum convertible bond with maturity date of 3rd May 2008 that can be converted on or after 16th May 2007 @HK$0.624 per share and a HK$30 million 2% interest per annum promissory note due and payable on 3rd May 2008 for the partial consideration of the acquisition of Silver Light Group Limited.

The Company issued 73,660,000 new shares through placing arrangement on 27th April 2006. The net proceeds raised from the subscription was approximately HK$33,170,000. From the proceeds, HK$15 million was used for the partial repayment in respect of the promissory note of HK$30 million issued as part of the consideration for the acquisition of Ginwa Urumqi and the balance used for the general working capital.

The Company issued 8,184,450 new shares for the exercise of share option on 3rd May 2006 and raised HK$2,946,402 for general working capital of the Group.

The gearing ratio, which is found by dividing the financial indebtedness by the shareholders' equity, as at 30th June 2006, was 14.2% (30th June 2005: 9.4%).

EMPLOYEES

As at 30th June 2006, the Group employed 363 (2005: 8) full time employees, of which 357 (2005: none) were based in Mainland China. The headcount of the Group increases significantly as the Group has acquired operations of department stores in the PRC. The remuneration of the employees is based on work performance and years of experience.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30th June 2006, the interests and short positions of the directors and chief executives of the Company in shares, underlying shares and debentures of the Company or any of 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 entered into the register required to be kept under section 352 of the SFO or otherwise were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they are taken or deemed to have under such provisions of the SFO) and/or the Model Code for Securities Transactions by Directors of Listed issuers in the Listing Rules (the "Model Code"), were as follows:

Aggregate long position in shares of HK$0.10 each ("Shares") of the Company and the underlying shares:

Name of Director	Nature of interest	Number of Shares held	Approximately Percentage of the issued share capital of the Company
Mr. Sean Liu *(Note)*	Corporate interest	149,100,000	30.36%
Lam Chung Fai	Director	3,300,000	0.67%

Note: Mr. Sean Liu held 70% shareholding interest in Best Mineral Resources Limited ("BMRL"). BMRL held 149,100,000 Shares as at 30th June 2006. As such, Mr. Sean Liu was deemed to be interested in 149,100,000 Shares by virtue of his shareholding in BMRL. Mr. Sean Liu resigned as a director of the Company on 15th January 2006.

Save as disclosed above, as at 30th June 2006, none of the directors or chief executives of the Company had, under Divisions 7 and 8 of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO"), nor were they taken to or deemed to have under such provisions of the SFO, any interests or short positions in the shares of HK$0.10 each of the Company, underlying Shares or debentures of the Company or any associated corporations (within the meaning of Part XV of the SFO) or any interests which are required to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers in the Listing Rules or any interests which are required to be entered into the register kept by the Company pursuant to section 352 of the SFO.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

As at 30th June 2006, details of the share option granted to directors of the Company are as follows:

Name of grantee	Date of grant	Number of shares	Exercise price	Exercise period
Mr. Chan Wing Yau George	23rd February 2004	4,092,225	HK$0.54	23rd February 2004 to 22nd February 2009
Mr. Hu Yangxiong	25th May 2006	4,000,000	HK$0.45	25th May 2006 to 25th May 2008
Mr. Lam Chung Fai	25th May 2006	2,000,000	HK$0.45	25th May 2006 to 25th May 2008

No share option which has been granted to the directors of the Company was exercised or cancelled during twelve months ended 30th June 2006.

Save as disclosed above, as at 30th June 2006, none of the directors or their spouses or children under 18 years of age were granted or exercised any rights to subscribe for any equity or debt securities (including debentures) of the Company or any of its associated corporations.

SUBSTANTIAL SHAREHOLDERS

(a) Interests of shareholders discloseable pursuant to the SFO

As at 30th June 2006, so far as is known to the directors and the chief executives of the Company, the following parties (other than a director or chief executive) had an interest or short position in the Shares and underlying shares which would have been disclosed to the Company pursuant to Divisions 2 and 3 of Part XV of the SFO have been recorded in the register kept by the Company pursuant to section 336 of the SFO:

Name of shareholder	Long position/ short position	Nature of interest	Number of shares held	Approximately % of the issued share capital of the Company
Best Mineral Resources Limited	Long position	Personal interest	149,100,000 *(Note)*	30.36%
Ms. Chen Jing	Long position	Family interest	149,100,000 *(Note)*	30.36%

Note:

Ms. Chen Jing is the spouse of Mr. Sean Liu and is deemed to be interested in 149,100,000 Shares.

Save as disclosed above, no person was interested in or had a short position in the shares or underlying shares of the Company which would have been disclosed to the Company pursuant to Divisions 2 and 3 of Part XV of the SFO as at 30th June 2006.

(b) Substantial shareholding in other members of the Group

As at 30th June 2006, as far as is known to the directors and chief executives of the Company, the following person, other than a director or chief executives of the Company, is directly or indirectly, interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meeting of any other member of the Group.

Name of Subsidiary	Name of shareholder	Number and class of shares held	Percentage of shareholding
Pacific Crusises (Hainan) Limited	Wong Kin Ming	4,900,000 ordinary shares	49%

Save as disclosed above, the directors and chief executives of the Company are not aware that there is any person who, as at 30th June 2006, had an interest or short position in the Shares and underlying Shares which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who is, directly or indirectly, interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meeting of any other member of the Group.

SHARE OPTION SCHEME

In accordance with the terms of the share option scheme adopted by the Company on 6th November 2001 (the "Share Option Scheme"), the Company may grant options to executive directors, employees and consultants of the Company to subscribe for shares in the Company, subject to a maximum of 30% of the issued share capital of the Company from time to time excluding for this purpose shares issued in the exercise of options. The subscription price will be determined by the directors of the Company by reference to (i) the nominal value of the shares, (ii) the closing price per share as stated in the Stock Exchange, and (iii) the average closing price of the shares quoted on the Stock Exchange on the five trading days immediately proceeding the date of the grant of the options, whichever is higher.

Mr. Chan Cheuk Ho resigned as the Financial Controller and Company Secretary of the Company in July 2005 and 4,092,225 share options which were granted to him were forfeited according to the terms of the Share Option Scheme during the twelve months ended 30th June 2006.

SIGNIFICANT SUBSEQUENT EVENT

Please refer to Note 19 – Post Balance Sheet Event of the Notes to the Condensed Interim Financial Statements and the Contingent Liabilities as set out below.

FOREIGN EXCHANGE EXPOSURE

During the year, the Group's operation of department stores earned revenue and incurred costs in Renminbi. Renminbi was relatively stable during the period. The Directors considered that the Group's exposure to fluctuation in foreign exchange rate was minimal, and accordingly, the Group did not employ any financial instruments for hedging purpose.

CONTINGENT LIABILITIES

As at 30th June 2006, the Group and the Company had the following contingent liabilities:

The Company's 51% holding subsidiary Pacific Cruises (Hainan) Limited ("Pacific Cruises") had entered into an agreement to temporarily suspend the cruise ship operation on 24th August 2006 with Anglo View Limited. Due to the drydock repairs and inspection required by the Hong Kong Marine Department ("MARDEP") for the safety survey to confirm whether the vessel is complied to MARDEP's requirement (the requirement is conducted every five years). The vessel's operation is temporarily suspended. Pacific Cruises agreed to waive the 3 months rental income from May 2006 to July 2006 amounting to HK$4.5 million.

The Company's 51% holding subsidiary Pacific Cruises (Hainan) Limited ("Pacific Cruises") had entered into another agreement on 24th August 2006 for the share of repairs & maintenance expenses on the drydock and other repairs with Anglo View Limited. Pacific Cruises agreed to share the portion of expenses incurred to satisfy the requirements of MARDEP and other sailing conditions. The expenses already incurred and recorded for the twelve months ended 30th June 2006 was HK$3,585,265. The total amount of required maintenance expenses will be finalized after the whole process is completed.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the twelve months ended 30th June 2006.

CORPORATE GOVERNANCE

The Board considers that the Company has complied throughout the twelve months ended 30th June 2006 with the Code on Corporate Governance Practices (the "CG Code") as set out in Appendix 14 of the Listing Rules stated as follows:

Board of Directors

Reasonable notices were given to all directors an opportunity to attend board meetings, although not all notices were issued for at least 14 days. The board reviewed the situation and resolved to give at least 14 days notice to all directors for regular board meetings in future. Mr. Wu Yijian assumes the roles of Chairman, and Mr. Hu Yangxiong is designated as the Vice Chairman and Chief Executive and Executive Director to handle the Company's strategy and the day-to day management. The board believes that this structure helps maintain strong leadership which results in efficient decision making process and the separation of duties between the Chairman and Vice Chairman could ensure a balance of power and authority, so that power is not concentrated in any one individual.

None of the existing Independent Non-Executive Directors is appointed for a specific term. However, all the Directors (Executive and Independent Non-Executive) are subject to retirement at least once every three years under Bye-Law 87(1) of the Bye-Laws of the Company. 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.

Nomination Committee

No nomination committee is currently in place but Executive Directors usually consult Independent Non-Executive Directors on nominations to the Board.

Remuneration Committee

The Board has set up a remuneration committee and has adopted terms of reference on 10th March 2006. The remuneration committee is responsible for reviewing the remuneration packages of Executive Director and Senior Management, including bonuses and options granted under the Share Option Scheme, to ensure that such remuneration is reasonable and not excessive. The committee shall consist of not less than 2 members. Currently, the remuneration committee is consisted of three Independent Non-Executive Directors: Mr. Chan Wai Kwong, Peter, Mr. Kwok Wing Wah and Mr. Xiao Ming and one Executive Director, Mr. Hu Yangxiong. The remuneration committee has not completely carried out its function for the period ended 30th June 2006 and this situation had been reviewed in the remuneration committee meeting held on 20th September 2006.

Others

As the Chairman of the Board was engaged in business outside Hong Kong, he did not attend the annual general meeting of the Company for the year 2005 which is deviated from the requirements set out in Code Provision E.1.2.

AUDIT COMMITTEE

The revised terms of reference of the audit committee has been adopted on 10th March 2006. The primary objective of the committee is to review the financial reporting process of the Group and its internal control system, oversee the audit process and to perform other duties assigned by the Board and make recommendations to the Company to improve the quality of financial information to be disclosed. The audit committee shall consist of not less than 3 members. Currently, the audit committee is consisted of three Independent Non-Executive Directors: Mr. Chan Wai Kwong, Peter, Mr. Kwok Wing Wah and Mr. Xiao Ming and one Executive Director Mr. Hu Yangxiong.

The audit committee has reviewed with management and PKF, Certified Public Accountant the accounting principles and practices adopted by the Group, and discussed auditing, internal control and financial reporting matters including the review of the unaudited interim results for the twelve months ended 30th June 2006.

Details of Directors' attendance of the Board and Committee meetings held for the twelve months ended 30th June 2006 are set out as follows:

	Executive Director					Independent Non-Executive Director		
	Wu Yijian	Hu Yang xiong	Mo Keung	Chan Wing Yau	Lam Chung Fai	Chan Wai Kwong Peter	Kwok Wing Wah	Xiao Ming
Board Meeting	20/28	20/28	10/28	28/28	5/28	11/28	9/28	7/28
AGM & SGM	0/4	2/4	1/4	4/4	0/4	1/4	1/4	1/4
Audit Committee	0/3	3/3	1/3	1/3	0/3	3/3	3/3	0/3
Remuneration Committee	0/1	0/1	0/1	1/1	0/1	1/1	1/1	0/1
		(Note 1)	*(Note 2)*		*(Note 3)*			*(Note 4)*

Note:

1) Mr. Hu Yangxiong was an Independent Non-Executive Director and was re-designated as an Executive Director on 28th March 2006.

2) Mr. Mo Keung was appointed as an Executive Director on 16th January 2006.

3) Mr. Lam Chung Fai was appointed as an Executive Director on 18th May 2006.

4) Mr. Xiao Ming was appointed as an Independent Non-Executive Director on 28th March 20006.

MODEL CODE FOR SECURITIES TRANSACTION BY DIRECTORS

The Company has adopted the Model Code as set out in Appendix 10 to the Listing Rules. Having made specific enquiry of all the directors, all the directors confirmed that they have complied with the required standards set out in the Model Code throughout the twelve months ended 30th June 2006.

On Behalf of the Board
Wu Yijian
Chairman

Hong Kong, 20th September 2006

As at the date hereof, the Board comprises five Executive Directors, namely, Messrs. Wu Yijian, Hu Yangxiong, Mo Keung, Chan Wing Yau George and Lam Chung Fai and three Independent Non-Executive Directors, namely, Messrs. Kwok Wing Wah, Chan Wai Kwong Peter, and Xiao Ming.

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INDEPENDENT REVIEW REPORT
TO THE BOARD OF DIRECTORS OF CHINA GOLDEN DEVELOPMENT HOLDINGS LIMITED

Introduction
We have been instructed by the company to review the interim financial report set out on pages 1 to 14.

Directors' responsibilities
The Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited require the preparation of an interim financial report to be in compliance with Hong Kong Accounting Standard 34 "Interim financial reporting" issued by the Hong Kong Institute of Certified Public Accountants and the relevant provisions thereof. The interim financial report is the responsibility of, and has been approved by, the directors.

Review work performed
We conducted our review in accordance with Statement of Auditing Standards 700 "Engagements to review interim financial reports" issued by the Hong Kong Institute of Certified Public Accountants. A review consists principally of making enquiries of group management and applying analytical procedures to the interim financial report and based thereon, assessing whether the accounting policies and presentation have been consistently applied unless otherwise disclosed. A review excludes audit procedures such as tests of controls and verification of assets, liabilities and transactions. It is substantially less in scope than an audit and therefore provides a lower level of assurance than an audit. Accordingly we do not express an audit opinion on the interim financial report.

Review conclusion
On the basis of our review which does not constitute an audit, we are not aware of any material modifications that should be made to the interim financial report for the period from 1st July 2005 to 30th June 2006.

PKF
Certified Public Accountants
Hong Kong
20th September 2006