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建滔化工集團

KINGBOARD CHEMICAL HOLDINGS LIMITED

Stock Code: 148

RESULTS

The board of directors (the "Board") of Kingboard Chemical Holdings Limited (the "Company") is pleased to announce the unaudited consolidated results of the Company and its subsidiaries (collectively referred to as the "Group") for the six months ended 30 June 2008 together with the comparative figures for the corresponding period in 2007 as follows:

Condensed Consolidated Income Statement

		Six months ended 30 June	
		2008	2007
		HK\$'000	HK\$'000
		<i>(Unaudited)</i>	<i>(Unaudited)</i>
	Notes		
Revenue	2	12,377,787	9,021,859
Cost of sales		<u>(9,365,633)</u>	<u>(6,812,893)</u>
Gross profit		3,012,154	2,208,966
Other income		71,148	33,740
Investment income	4	32,152	178,917
Distribution costs		(350,050)	(261,480)
Administrative costs		(608,602)	(446,635)
Loss on disposal of convertible bond and interest in an associate	5	(188,537)	–
Finance costs		(156,016)	(121,881)
Share of results of associates		265,673	172,018
Share of results of jointly controlled entities		(672)	1,407
Profit before taxation		<u>2,077,250</u>	1,765,052
Income tax expense	6	<u>(172,929)</u>	<u>(135,555)</u>
Profit for the period		<u><u>1,904,321</u></u>	<u><u>1,629,497</u></u>
Attributable to:			
Equity holders of the Company		1,569,778	1,301,818
Minority interests		334,543	327,679
		<u><u>1,904,321</u></u>	<u><u>1,629,497</u></u>
Interim dividend	7	<u><u>337,247</u></u>	<u><u>251,430</u></u>
Earnings per share	8		
Basic		<u><u>HK\$1.863</u></u>	<u><u>HK\$1.562</u></u>
Diluted		<u><u>HK\$1.822</u></u>	<u><u>HK\$1.513</u></u>

Condensed Consolidated Balance Sheet

	Notes	30 June 2008 HK\$'000 (Unaudited)	31 December 2007 HK\$'000 (Audited)
Non-current assets			
Investment properties		1,280,213	1,197,952
Properties, plant and equipment	9	16,032,579	13,752,739
Prepaid lease payments		1,571,674	1,265,127
Goodwill		2,006,436	2,005,658
Investments in associates		784,733	741,128
Available-for-sale investments		488,661	564,657
Convertible bond – loan portion		–	86,188
Interests in jointly controlled entities		13,613	14,284
Non-current deposits		1,431,953	993,168
Intangible assets		772,850	725,884
Deferred tax assets		13,589	21,994
		24,396,301	21,368,779
Current assets			
Inventories		3,468,142	2,648,216
Trade and other receivables and prepayments	10	8,136,547	7,182,019
Prepaid lease payments		33,928	28,029
Conversion and redemption option derivative		–	205,461
Derivative financial instruments		68,756	2,812
Taxation recoverable		–	12,074
Bank balances and cash		5,406,706	3,494,596
		17,114,079	13,573,207
Current liabilities			
Trade and other payables	11	4,438,313	4,191,715
Bills payable	11	928,779	880,992
Derivative financial instruments		1,171	1,184
Taxation payable		425,331	362,422
Bank borrowings – amount due within one year		2,945,567	1,759,340
		8,739,161	7,195,653
Net current assets		8,374,918	6,377,554
Total assets less current liabilities		32,771,219	27,746,333
Non-current liabilities			
Deferred tax liabilities		31,825	29,165
Bank borrowings – amount due after one year		8,312,168	5,490,372
		8,343,993	5,519,537
		24,427,226	22,226,796
Capital and reserves			
Share capital		84,312	83,810
Share premium and reserves		19,946,474	18,193,893
Equity attributable to equity holders of the Company		20,030,786	18,277,703
Equity component of share option reserve of a subsidiary		12,542	12,862
Minority interests		4,383,898	3,936,231
Total equity		24,427,226	22,226,796

Condensed Consolidated Statement of Changes in Equity

	Attributable to equity holders of the Company														
	Share capital	Share premium	Capital redemption reserve	Goodwill reserve	Special surplus account	Statutory reserve	Hedging reserve	Property revaluation reserve	Investment revaluation reserve	Translation reserve	Retained profits	Share option reserve of a subsidiary	Minority interests	Total equity	
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
Balance at 1 January 2008	83,810	4,505,828	897	(791)	10,594	31,728	-	6,583	(58,403)	1,057,425	12,640,032	18,277,703	12,882	3,936,231	22,226,796
Decrease in fair value changes of available-for-sale investments	-	-	-	-	-	-	-	-	(111,035)	-	-	(111,035)	-	-	(111,035)
Increase in fair value changes of derivatives under cash flow hedge	-	-	-	-	-	64,867	-	-	-	-	-	64,867	-	-	64,867
Share of changes in reserve of associates	-	-	-	-	-	-	-	-	-	37,545	-	37,545	-	-	37,545
Exchange differences on translation of foreign operations	-	-	-	-	-	-	-	-	-	769,117	-	769,117	-	241,696	1,010,813
Net income and expenses recognised directly in equity	-	-	-	-	-	64,867	-	(111,035)	806,682	-	760,494	-	241,696	1,002,190	
Profit for the period	-	-	-	-	-	-	-	-	-	1,569,778	1,569,778	-	334,543	1,904,321	
Total recognised income and expenses for the period	-	-	-	-	-	64,867	-	(111,035)	806,682	1,569,778	2,330,272	-	576,239	2,906,511	
Issue of new shares from exercise of share options	530	19,292	-	-	-	-	-	-	-	-	19,822	-	-	19,822	
Shares repurchased and cancelled	(28)	(8,532)	-	-	-	-	-	-	-	-	(8,560)	-	-	(8,560)	
Recognition of equity – settled share based payments	-	-	-	-	-	-	-	-	-	-	-	1,412	-	1,412	
Final dividend for the year ended 31 December 2007	-	-	-	-	-	-	-	-	-	(590,183)	(590,183)	-	-	(590,183)	
Acquisition of additional interests in subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	(20,392)	(20,392)	
Acquisition of a subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	44,146	44,146	
Contribution from minority shareholders	-	-	-	-	-	-	-	-	-	-	-	-	73,823	73,823	
Dividend paid to minority shareholders	-	-	-	-	-	-	-	-	-	-	-	-	(226,149)	(226,149)	
Transfer upon lapse of share option	-	-	-	-	-	-	-	-	-	1,732	1,732	(1,732)	-	-	
Transfers	-	-	-	-	-	19,258	-	-	-	(19,258)	-	-	-	-	
	502	10,760	-	-	-	19,258	-	-	-	(807,709)	(577,189)	(320)	(128,572)	(706,081)	
Balance at 30 June 2008	84,312	4,516,588	897	(791)	10,594	50,986	64,867	6,583	(169,438)	1,864,087	13,602,101	20,030,786	12,542	4,383,898	24,427,226

Attributable to equity holders of the Company

	Share capital	Share premium	Capital redemption reserve	Goodwill reserve	Special surplus account	Statutory reserve	Investment revaluation reserve	Translation reserve	Retained profits	Total	Share option reserve of a subsidiary	Minority interests	Total equity
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Balance at 1 January 2007	83,280	4,486,536	897	(791)	10,594	9,651	10,331	390,840	10,967,587	15,968,925	9,764	3,044,232	19,012,921
Increase in fair value changes of available-for-sale investments	-	-	-	-	-	-	22,101	-	-	22,101	-	-	22,101
Exchange differences on translation of foreign operations	-	-	-	-	-	-	-	254,235	-	254,235	-	77,018	331,253
Net income recognised directly in equity	-	-	-	-	-	-	22,101	254,235	-	276,336	-	77,018	353,354
Investment revaluation reserve released on disposal of available-for-sale investments	-	-	-	-	-	-	(589)	-	-	(589)	-	-	(589)
Profit for the period	-	-	-	-	-	-	-	1,301,818	1,301,818	1,301,818	-	327,679	1,629,497
Total recognised income and expenses for the period	-	-	-	-	-	-	21,512	254,235	1,301,818	1,577,565	-	404,697	1,982,262
Issue of new shares from exercise of share options	530	19,292	-	-	-	-	-	-	-	19,822	-	-	19,822
Recognition of equity-settled share based payments	-	-	-	-	-	-	-	-	-	-	1,540	-	1,540
Deemed disposal of partial interest in a subsidiary	-	-	-	-	-	-	-	-	-	-	-	(1,261)	(1,261)
Final dividend for the year ended 31 December 2006	-	-	-	-	-	-	-	-	(832,800)	(832,800)	-	-	(832,800)
Acquisition of additional interests in subsidiaries	-	-	-	-	-	-	-	-	-	-	-	(13,152)	(13,152)
Acquisition of a subsidiary	-	-	-	-	-	-	-	-	-	-	-	19,636	19,636
Contribution from minority shareholders	-	-	-	-	-	-	-	-	-	-	-	61,940	61,940
Dividend paid to minority shareholders	-	-	-	-	-	-	-	-	-	-	-	(73,969)	(73,969)
Transfers	-	-	-	-	-	8,128	-	-	(8,128)	-	-	-	-
	530	19,292	-	-	-	8,128	-	-	(840,928)	(812,978)	1,540	(6,806)	(818,244)
Balance at 30 June 2007	83,810	4,505,828	897	(791)	10,594	17,779	31,843	645,075	11,428,477	16,723,512	11,304	3,442,123	20,176,939

Condensed Consolidated Cash Flow Statement

	Six months ended 30 June	
	2008 HK\$'000 (Unaudited)	2007 HK\$'000 (Unaudited)
Net cash from operating activities	1,014,558	1,902,367
Net cash used in investing activities	(2,160,053)	(2,421,084)
Net cash from (used in) financing activities	3,056,848	(1,177,614)
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Net increase (decrease) in cash and cash equivalents	1,911,353	(1,696,331)
Cash and cash equivalents at the beginning of the period	3,494,011	6,094,405
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Cash and cash equivalents at the end of the period	<u>5,405,364</u>	<u>4,398,074</u>
Analysis of the balances of cash and cash equivalents		
Bank balances and cash	5,406,706	4,420,311
Bank overdrafts	(1,342)	(22,237)
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	<u>5,405,364</u>	<u>4,398,074</u>

Notes:

1. Basis of preparation and principal accounting policies

The unaudited condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA") and on a basis consistent with those followed in the preparation of the annual financial statements of the Group for the year ended 31 December 2007.

In the current interim period, the Group has applied, for the first time, the following new interpretations ("new Interpretations") issued by the HKICPA which are effective for the Group's financial period beginning on 1 January 2008.

HK(IFRIC) – INT 11	HKFRS 2 – Group and Treasury Share Transactions
HK(IFRIC) – INT 12	Service Concession Arrangements
HK(IFRIC) – INT 14	HKAS 19 – The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction

The adoption of these new Interpretations has had no material effect on how the results and financial position of the Group for the current or prior accounting periods have been prepared and presented. Accordingly, no prior period adjustment has been required.

The Group has not early applied the following new or revised standards, amendments or interpretations that have been issued but are not yet effective.

HKAS 1 (Revised)	Presentation of Financial Statements ¹
HKAS 23 (Revised)	Borrowing Costs ¹
HKAS 27 (Revised)	Consolidated and Separate Financial Statements ²
HKAS 32 and HKAS 1 (Amendments)	Puttable Financial Instruments and Obligations Arising on Liquidation ¹
HKFRS 2 (Amendment)	Vesting Conditions and Cancellations ¹
HKFRS 3 (Revised)	Business Combinations ²
HKFRS 8	Operating Segments ¹
HK(IFRIC) – INT 13	Customer Loyalty Programmes ³

¹ Effective for annual periods beginning on or after 1 January 2009.

² Effective for annual periods beginning on or after 1 July 2009.

³ Effective for annual periods beginning on or after 1 July 2008.

The adoption of HKFRS 3 (Revised) may affect the accounting for business combination for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after 1 July 2009. HKAS 27 (Revised) will affect the accounting treatment for changes in a parent's ownership interest in a subsidiary that do not result in a loss of control, which will be accounted for as equity transactions.

The directors of the Company ("Directors") anticipate that the application of other new or revised standards, amendments or interpretations will have no material impact on the results and the financial position of the Group.

2. Segment information

Business segments

For management purposes, the Group is currently organised into four operating divisions – laminates, printed circuit boards, chemicals and others. These divisions are the basis on which the Group reports its primary segment information.

	Laminates HK\$'000	Printed circuit boards HK\$'000	Chemicals HK\$'000	Others HK\$'000	Eliminations HK\$'000	Consolidated HK\$'000
Six months ended 30 June 2008						
Segment revenue						
External sales	3,951,571	4,092,983	3,743,904	589,329	-	12,377,787
Inter-segment sales	1,325,203	-	1,099,880	211,058	(2,636,141)	-
Total	<u>5,276,774</u>	<u>4,092,983</u>	<u>4,843,784</u>	<u>800,387</u>	<u>(2,636,141)</u>	<u>12,377,787</u>
Result						
Segment result	1,060,014	332,370	721,787	47,710	-	2,161,881
Loss on disposal of convertible bond and interest in an associate						(188,537)
Unallocated corporate income						34,641
Unallocated corporate expenses						(39,720)
Finance costs						(156,016)
Share of results of associates	-	-	265,673	-	-	265,673
Share of results of jointly controlled entities	-	-	-	(672)	-	(672)
Profit before taxation						2,077,250
Income tax expense						(172,929)
Profit for the period						<u>1,904,321</u>

Inter-segment sales are charged by reference to market prices.

	Laminates HK\$'000	Printed circuit boards HK\$'000	Chemicals HK\$'000	Others HK\$'000	Eliminations HK\$'000	Consolidated HK\$'000
Six months ended 30 June 2007						
Segment revenue						
External sales	3,518,675	3,449,592	1,574,865	478,727	-	9,021,859
Inter-segment sales	1,153,518	-	744,175	40,582	(1,938,275)	-
Total	4,672,193	3,449,592	2,319,040	519,309	(1,938,275)	9,021,859
Result						
Segment result	1,044,222	244,798	264,258	38,969	-	1,592,247
Unallocated corporate income						133,043
Unallocated corporate expenses						(11,782)
Finance costs						(121,881)
Share of results of associates	-	1,997	170,021	-	-	172,018
Share of results of jointly controlled entities	-	-	-	1,407	-	1,407
Profit before taxation						1,765,052
Income tax expense						(135,555)
Profit for the period						1,629,497

Inter-segment sales are charged by reference to market prices.

Geographical segments

The analysis of the Group's revenue by geographical market based on geographical location of customers for each of the periods is as follows:

	Six months ended 30 June	
	2008	2007
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
The People's Republic of China	9,755,229	6,828,644
Other Asian countries	1,696,091	1,337,887
Europe	702,694	631,518
America	223,773	223,810
	12,377,787	9,021,859

3. Depreciation

During the period, depreciation of approximately HK\$764.0 million (1 January 2007 to 30 June 2007: HK\$599.8 million) was charged in respect of the Group's properties, plant and equipment.

4. Investment income

	Six months ended 30 June	
	2008	2007
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Investment income comprises:		
Dividends from available-for-sale investments	7,421	10,488
Interest income	24,731	80,949
Gain on disposal of available-for-sale investments	–	85,960
Gain on fair value changes of investment properties	–	1,520
	<u>32,152</u>	<u>178,917</u>

5. Loss on disposal of convertible bond and interest in an associate

	Six months ended 30 June	
	2008	2007
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Loss on disposal of convertible bond	183,649	–
Loss on disposal of interest in an associate	4,888	–
	<u>188,537</u>	<u>–</u>

During the year ended 31 December 2007, the Group subscribed a three-year zero coupon convertible bond ("CB") with a principal amount of HK\$108,000,000 from G-Prop (Holdings) Limited ("G-Prop"), an associate of the Group. The CB can be converted in whole or in part into new ordinary shares of G-Prop at any time from 25 October 2007, being the date of issue to 24 October 2010, being the maturity date at a conversion price of HK\$0.162 per share. During the year ended 31 December 2007, the gain arising from change in fair value of convertible bond amounted to approximately HK\$182,367,000.

Pursuant to a sale and purchase agreement dated 1 February 2008, the Group sold its entire holding of 740,518,325 ordinary shares in G-Prop, to Mass Rise Limited, an independent third party and an indirect wholly-owned subsidiary of Chinese Estates Holdings Limited, at a consideration of approximately HK\$121,445,000.

At the same time, the Group sold the CB to Get Nice Securities Limited, an independent third party, at a consideration of approximately HK\$109,333,000, i.e. HK\$0.164 per subscription share.

As a result of the above, the Group recognized a loss of approximately HK\$188,537,000 in total, comprising loss on disposal of interest in an associate of approximately HK\$4,888,000 and loss on disposal of CB of approximately HK\$183,649,000.

6. Income tax expense

	Six months ended 30 June	
	2008	2007
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
The amount comprises:		
Hong Kong Profits Tax		
Charge for the period	2,530	5,226
Overprovision in previous periods	—	(3,032)
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	2,530	2,194
Taxation arising in other jurisdictions	173,337	138,091
	<hr/>	<hr/>
	175,867	140,285
Deferred taxation		
Credit for the period	(2,938)	(4,730)
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	172,929	135,555
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Hong Kong Profits Tax is calculated at 16.5% (2007: 17.5%) on the estimated assessable profits for the period. Taxation arising in other jurisdictions is calculated at the rates prevailing in the relevant jurisdictions.

7. Interim dividend

The Directors have resolved to declare an interim dividend for the six months ended 30 June 2008 of HK40 cents (2007: HK30 cents) per share to the shareholders whose names appear on the register of members of the Company on Thursday, 11 September 2008. The dividend warrants will be dispatched on or around Monday, 22 September 2008.

8. Earnings per share

The calculations of the basic and diluted earnings per share attributable to equity holders of the Company are based on the following data:

	Six months ended 30 June	
	2008	2007
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Earnings for the purpose of calculating basic and diluted earnings per share	1,569,778	1,301,818
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	Number of shares	
	30 June 2008	30 June 2007
Weighted average number of ordinary shares for the purpose of calculating basic earnings per share	842,729,266	833,287,204
Effect of dilutive potential ordinary shares relating to outstanding share options	19,006,477	27,349,146
Weighted average number of ordinary shares for the purpose of calculating diluted earnings per share	861,735,743	860,636,350

	Six months ended 30 June	
	2008	2007
	<i>(Unaudited)</i>	<i>(Unaudited)</i>
Additional information on adjusted earnings per share:		
Basic	HK\$2.086	HK\$1.562
Diluted	HK\$2.040	HK\$1.513

Additional information on adjusted basic and diluted earnings per share figures have also been presented, based on the profit for the period attributable to equity holders of the Company less any non-recurring item, which are calculated as follows:

	Six months ended 30 June	
	2008	2007
	<i>HK\$'000</i>	<i>HK\$'000</i>
	<i>(Unaudited)</i>	<i>(Unaudited)</i>
Profit for the period attributable to equity holders of the Company	1,569,778	1,301,818
Non-recurring item:		
Add: Loss on disposal of convertible bond and interest in an associate	188,537	–
Earnings for the purpose of calculating adjusted basic and diluted earnings per share	1,758,315	1,301,818

The denominators used are the same as those detailed above for both basic and diluted earnings per share.

9. Additions to properties, plant and equipment

During the period, the Group spent approximately HK\$2,123 million (1 January 2007 to 30 June 2007: HK\$1,657 million) on acquisition of properties, plant and equipment.

10. Trade and other receivables and prepayments

	30 June 2008 HK\$'000 (Unaudited)	31 December 2007 HK\$'000 (Audited)
Trade receivables	5,240,586	4,925,821
Bills receivables	1,023,681	857,508
Other receivables and prepayments	1,872,280	1,398,690
	<u>8,136,547</u>	<u>7,182,019</u>

The Group allows credit periods of up to 120 days, depending on the products sold, to its trade customers. The following is an aged analysis of trade receivables at the balance sheet dates:

	30 June 2008 HK\$'000 (Unaudited)	31 December 2007 HK\$'000 (Audited)
0 – 90 days	4,300,010	3,935,709
91 – 180 days	875,757	939,195
Over 180 days	64,819	50,917
	<u>5,240,586</u>	<u>4,925,821</u>

All bills receivables of the Group are aged within 90 days at the balance sheet dates.

11. Trade and other payables and bills payable

The following is an aged analysis of trade payables at the balance sheet dates:

	30 June 2008 HK\$'000 (Unaudited)	31 December 2007 HK\$'000 (Audited)
0–90 days	1,565,217	1,657,401
91–180 days	424,960	289,407
Over 180 days	115,416	102,222
	<u>2,105,593</u>	<u>2,049,030</u>

All bills payable of the Group are aged within 90 days at the balance sheet dates.

12. Share options

(a) *Employees' share option scheme of the Company*

Under the Company's share option scheme (the "Scheme") adopted on 2 July 2002, which is valid for a period of ten years, the board of directors of the Company may, at its discretion, grant options to subscribe for shares in the Company to eligible participants ("Eligible Participants") who contributes to the long-term growth and profitability of the Company. Eligible Participants include (i) any employee (whether full time or part time) of the Company, any of its subsidiaries or any entity in which the Group holds any equity interests ("Invested Entity"), including any executive director of the Company, any of such subsidiaries or any Invested Entity; (ii) any non-executive directors (including independent non-executive directors) of the Company, its subsidiaries or any Invested Entity; (iii) any supplier of goods or services to any member of the Group or any Invested Entity; (iv) any customer of the Group or any Invested Entity; (v) any shareholder of any member of the Group or any Invested Entity or any holder of any securities issued by any member of the Group or any Invested Entity; and (vi) any person or entity who from time to time determined by the Board as having contributed or may contribute to the development and growth of the Group based on his or its performance and/or years of service, or is regarded as valuable resources of the Group based on his/its working experience, knowledge in the industry and other relevant factors. The subscription price for the Company's shares shall be a price at least equal to the highest of the nominal value of the Company's shares, the average of the closing prices of the Company's shares quoted on the Stock Exchange on the five trading days immediately preceding the date of an offer of the grant of the options and the closing price of the Company's shares quoted on the Stock Exchange on the date of an offer of the grant of the options. The options must be taken up within 28 days from the date of grant upon payment of HK\$1 and are exercisable over a period to be determined and notified by the Directors to each grantee, which period may commence from the date of acceptance of the offer of the grant of the options but shall end in any event not later than ten years from the date of adoption of the Scheme.

The total number of the Company's shares which may be issued upon exercise of all options to be granted under the Scheme and any other schemes of the Group (excluding options lapsed in accordance with the terms of the Scheme and any other schemes of the Group) must not in aggregate exceed 10% of the Company's shares in issue as at the date of adoption of the Scheme. The limit on the number of the Company's shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Scheme and any other schemes of the Group must not exceed 30% of the Company's shares in issue from time to time. The total number of the Company's shares issued and to be issued upon exercise of the options granted to each grantee (including both exercised and outstanding options) under the Scheme or other schemes of the Group in any 12-month period up to the date of grant must not exceed 1% of the Company's shares in issue at the date of grant unless approved by the Company's shareholders in general meeting.

In accordance with the terms of the Scheme, share options of the Company issued vest at the date of grant.

At 30 June 2008, the number of shares in respect of which options had been granted and remained outstanding under the Scheme was 20,622,000 (31 December 2007: 25,922,000), representing 2.4% (31 December 2007: 3.09%) of the shares of the Company in issue on that date.

A summary of the movements of the share options under the Scheme for the period is as follows:

	Granted to Directors	Granted to employees	Total
Balance at 31 December 2007 and 1 January 2008	12,017,800	13,904,200	25,922,000
Exercised during the period (<i>Note</i>)	<u>(2,803,200)</u>	<u>(2,496,800)</u>	<u>(5,300,000)</u>
Balance at 30 June 2008	<u>9,214,600</u>	<u>11,407,400</u>	<u>20,622,000</u>

Note: The share options were granted on 11 October 2002 at an exercise price of HK\$3.74 per share of the Company. These options are exercisable during the period from 15 October 2002 to 2 July 2012.

During the period, options to subscribe for 5,300,000 shares in the Company at HK\$3.74 per share were exercised. The weighted average closing prices of the Company's shares quoted on the Stock Exchange on the five trading days immediately before the exercise date of 24 January 2008 was HK\$32.81.

(b) *Employees' share option scheme of Elec & Eltek International Company Limited ("EEIC")*

The 2002 Elec & Eltek Employees' Share Option Scheme (the "2002 Scheme") which was adopted from 12 November 2002 for a duration of 5 years, had terminated in November 2007 without affecting the rights of holders of any options granted and outstanding under the 2002 Scheme.

EEIC has since 1997, had in place share option schemes to acknowledge the contributions of and to motivate employees to contribute to EEIC and its subsidiaries (the "EEIC Group"). With the expiration of the 2002 Scheme, the directors of EEIC wished to have in place a new share option scheme to replace the expired 2002 Scheme for the purpose of providing an opportunity for employees who have contributed significantly to the growth and performance of the EEIC Group to participate in the equity of EEIC so as to motivate them to greater dedication, loyalty and higher standards of performance, and to give recognition to their past contributions and services as well as to align the interests of employees with the interests of shareholders.

The 2008 Elec & Eltek Employees' Share Option Scheme (the "2008 Scheme") was approved by the shareholders of EEIC at the Extraordinary General Meeting held on 21 April 2008 and was adopted and took effect from 9 May 2008 upon approval by the shareholders of the Company.

The 2008 Scheme shall be administered by the committee of directors of EEIC as authorised by EEIC's directors, is open to full-time employees and directors of any company within EEIC and its subsidiaries, the parent group and of an associated company of EEIC, subject to certain conditions being satisfied.

The 2008 Scheme entitles the option holders to exercise their options and subscribe for new ordinary shares in EEIC either at an "Exercise Price", which equals to the average of the last dealt prices for an EEIC Share for a period of 5 consecutive market days immediately prior to the relevant date of grant, or at a discount to the Exercise Price, whereby the discount shall not exceed 20% of the Exercise Price as defined earlier.

Options granted at the Exercise Price or discount to the Exercise Price is exercisable after the first or second anniversary respectively of the date of grant and expires on the fifth anniversary of the date of grant.

The duration of the 2008 Scheme is 10 years and the total number of shares in EEIC that may be issued shall not exceed 10% of the total number of EEIC Shares in issue as at the adoption date or subject to certain conditions being satisfied, 15% of the total issued shares of EEIC excluding treasury shares from time to time. The total number of EEIC Shares issued and to be issued upon the exercise of the options granted to each participant (including both exercised and outstanding options) in any 12-month period must not exceed 1% of the total number of EEIC Shares in issue from time to time.

Share options may be accepted within 30 days from the date of grant accompanied by payment of S\$1.00 (or its equivalent) as consideration by the participants, but the grant of share options do not confer rights on the option holders to any dividend entitlement or to vote at any shareholders' meeting.

There was no share options granted under the 2008 Scheme since its adoption. However, there are still outstanding share options remaining unexercised under the 2002 Scheme and a summary of the movements of the outstanding share options under the 2002 Scheme for the period is as follows:

	Granted to Directors	Granted to employees	Total
Balance at 31 December 2007 and 1 January 2008 (<i>Note</i>)	3,892,800	6,794,200	10,687,000
Lapsed during the period	–	(1,249,200)	(1,249,200)
	<hr/>	<hr/>	<hr/>
Balance at 30 June 2008	<u>3,892,800</u>	<u>5,545,000</u>	<u>9,437,800</u>

Note:

The interests in share option arise by virtue of

- (i) 4,055,000 share options accepted by the Directors and 5,745,000 share options accepted by the employees of the Group on 24 June 2005, which would entitle the relevant Directors and employees to subscribe for shares in EEIC at an adjusted subscription price of US\$2.033 per share after the 1 for 5 bonus issue effected by EEIC on 13 October 2005 ("Bonus Issue"). The share options are exercisable in whole or in part at the staggered manner within 5 option periods, commencing on 26 November 2006, 26 November 2007, 26 November 2008, 26 November 2009 and 26 March 2010 respectively and all ending on 24 May 2010;
- (ii) 150,000 share options accepted by the independent non-executive directors of EEIC on 29 September 2005, which would entitle the relevant directors to subscribe for shares in EEIC at an adjusted subscription price of US\$2.375 per share after the Bonus Issue. The share options are exercisable in whole or in part at the staggered manner within 5 option periods, commencing on 5 September 2006, 5 September 2007, 5 September 2008, 5 September 2009 and 5 July 2010 respectively, and all ending on 4 September 2010; and
- (iii) 1,020,000 share options accepted by full-time employees of EEIC and its subsidiaries on 12 December 2006, which would entitle the relevant employees to subscribe for shares in EEIC at a subscription price of US\$2.400 per share. The share options are exercisable in whole or in part at the staggered manner within 4 option periods, commencing on 13 November 2008, 13 November 2009, 13 November 2010 and 13 September 2011, respectively, and all ending on 12 November 2011.

The share options were granted on 24 June 2005, 29 September 2005 and 12 December 2006. The estimated fair value of each share option granted on those dates were approximately HK\$1.58, HK\$1.55 and HK\$2.56 per share respectively.

These fair values were calculated using the Trinomial Lattice Model. The inputs into the model are as follows:

	Share option grant date		
	12 December 2006	29 September 2005	24 June 2005
Share price at grant date	US\$2.74	US\$2.92	US\$2.53
Subscription price	US\$2.40	US\$2.85*	US\$2.44*
Expected volatility	36.6%	21.2%	25.4%
Expected life	5 years	5 years	5 years
Risk-free rate	3.7%	4.2%	3.7%

* The original subscription price of the share options granted on 29 September 2005 and 24 June 2005 were adjusted to US\$2.375 and US\$2.033 respectively as a result of the Bonus Issue.

Expected volatility was determined by using the historical volatility of EEIC's share price over the previous five years. The expected life used in the model has been adjusted, based on the best estimate of the management, for the effects of non transferability, exercise restrictions and behavioural considerations.

The Group recognised the total expense of approximately HK\$1,412,000 for the six months ended 30 June 2008 (1 January 2007 to 30 June 2007: HK\$1,540,000) in relation to the share options granted by EEIC.

(c) *Employees' share option scheme of Kingboard Laminates Holdings Limited ("KLHL")*

The share option scheme of KLHL (the "KLHL Scheme") was approved by the shareholders of KLHL and the shareholders of the Company on 18 May 2007 and 25 June 2007 respectively. The KLHL Scheme has been taken effect after obtaining the approval from the Listing Committee of the Stock Exchange on 6 July 2007.

The KLHL Scheme would be valid for a period of ten years. The directors of KLHL may, at its discretion, grant options to subscribe for shares in KLHL to eligible participants who contribute to the long-term growth and profitability of KLHL and include (i) any employee or proposed employee (whether full-time or part-time and including any executive director), consultants or advisers of or to KLHL, any of its subsidiaries or any entity ("KLHL's Invested Entity") in which KLHL and its subsidiaries (collectively referred to as the "KLHL Group") holds an equity interest; (ii) any non-executive directors (including independent non-executive directors) of KLHL, any of its subsidiaries or any KLHL's Invested Entity; (iii) any supplier of goods or services to any member of KLHL Group or any KLHL's Invested Entity; (iv) any customer of the KLHL Group or any KLHL's Invested Entity; (v) any person or entity that provides research, development or other technological support to the KLHL Group or any KLHL's Invested Entity; and (vi) any shareholder of any member of the KLHL Group or any KLHL's Invested Entity or any holder of any securities issued by any member of the KLHL Group or any KLHL's Invested Entity.

The subscription price of KLHL's share in respect of any option granted under the KLHL Scheme must be at least the highest of (i) the closing price of the shares of KLHL as stated in the Stock Exchange's daily quotations sheet on the date of grant of the option, which must be a business day; (ii) the average closing price of the shares of KLHL as stated in the Stock Exchange's daily quotations sheets for the five business days immediately preceding the date of grant of the option; and (iii) the nominal value of the shares of KLHL.

The option may be accepted by a participant within 28 days from the date of the offer for the grant of the option upon the payment of a consideration of HK\$1. An option may be exercised at any time during a period to be determined and notified by the directors of KLHL to each grantee, and in the absence of such determination, from the date upon which the offer for the grant of the option is accepted but shall end in any event not later than 10 years from the date of grant of the option subject to the provisions for early termination thereof. The directors of KLHL may, at their absolute discretion, fix any minimum period for which an option must be held, any performance targets that must be achieved and any other conditions that must be fulfilled before the options can be exercised upon the grant of an option to a participant.

The total number of shares of KLHL which may be issued upon exercise of all options to be granted under the KLHL Scheme and any other share option scheme of KLHL (excluding, for this purpose, options lapsed in accordance with the terms of the KLHL Scheme and any other share option scheme of KLHL) must not in aggregate exceed 10% of the total number of shares of KLHL in issue as at the date of approval of the KLHL Scheme.

The maximum number of shares of KLHL which may be issued upon exercise of all outstanding options granted and yet to be exercised under the KLHL Scheme and any other share option scheme of KLHL must not exceed 30% of the issued share capital of KLHL from time to time.

The total number of shares of KLHL issued and to be issued upon exercise of the options granted (including both exercised and outstanding options) to each participant in any 12-month period must not exceed 1% of the share capital of KLHL then in issue unless approved by the shareholders of KLHL and the Company in general meetings.

No share option was granted pursuant to the KLHL Scheme since its adoption.

13. Commitments

	30 June 2008 HK\$'000 (Unaudited)	31 December 2007 HK\$'000 (Audited)
Capital expenditure contracted for but not provided in the consolidated financial statements in respect of acquisition of properties, plant and equipment	<u>1,280,254</u>	<u>943,580</u>

14. Related party transactions

The Group entered into the following significant transactions with related parties during the period:

	Six months ended 30 June	
	2008 HK\$'000 (Unaudited)	2007 HK\$'000 (Unaudited)
Sales of goods to a minority shareholder of a subsidiary	252,456	269,689
Purchases of goods from a minority shareholder of a subsidiary	50,988	61,832
Drilling service provided by a minority shareholder of a subsidiary	9,768	11,641
Purchases of goods from an associate	311,838	277,396
Sales of goods to an associate	-	60,185

Included in trade and other receivables and prepayments as at 30 June 2008 is an amount due from a minority shareholder of a subsidiary of approximately HK\$149,489,000 (31.12.2007: HK\$155,408,000). The Group allows credit periods of up to 120 days, depending on the products sold, to its related parties.

Included in trade and other payables as at 30 June 2008 is an amount due to an associate of approximately HK\$48,872,000 (31.12.2007: nil). The related parties offer credit periods of up to 120 days to the Group.

BUSINESS REVIEW

Underscoring the success of our strategic focus and management vision, Kingboard Chemical Holdings Limited (the “Group”) delivered another set of impressive results with robust growth in both revenue and net profit for the six months ended 30 June 2008 (the “reporting period”). Group revenue increased 37% to reach HK\$12,377.8 million while net profit (excluding one-off exceptional item*) rose 35% to HK\$1,758.3 million upon our strong operational performance. In addition, we were selected as one of the Top 2000 Global Companies by Forbes Magazine in April 2008. All these remarkable achievements attest to the concrete fundamentals of our core businesses and continuous efficiency improvements on the back of our vertically integrated business model.

Employing over 52,700 staff globally with more than 60 plants, the Group is well poised to seize growth opportunities ahead and diversify our earnings stream. Our laminate division, being the largest laminate producer in the world, maintained 11.8% of the global laminate market share in 2007 whilst our printed circuit board (“PCB”) division remains the largest PCB manufacturer in China. Furthermore, chemical division has secured a firm foothold in the fast expanding market in China and has become the strong impetus for the Group’s earnings growth.


Financial highlights

- Revenue posted strong growth to HK\$12.4 billion – up 37%
- Pre-tax profit surged 28% to HK\$2.3 billion*
- Profit attributable to equity holders of the Company increased by 35% to HK\$1.76 billion*
- Interim dividend per share up 33% to HK40 cents

* Excluding loss on disposal of convertible bond (“CB”) of HK\$184 million (fair value gain for the same CB was HK\$182 million for the year ended 31 December 2007) and interest in an associate of HK\$5 million for the period ended 30 June 2008

Performance

In the first half year of 2008, laminates division achieved steady business growth driven by organic expansion laid down in 2007. Revenue (including inter-segment sales) recorded 13% growth to HK\$5,276.8 million while volume sales achieved 9% growth with average monthly shipment reaching 8.5 million square meters. Upstream material capacity was further enhanced to strengthen our vertically integrated business model, as the new glass yarn plant in Qingyuan, Guangdong province and new glass fabric plant in Lianzhou, Guangdong province started trial production in January and June 2008 respectively. Notwithstanding higher material costs and other cost increases including fuel and wages and the start-up costs for the two new plants, laminates division attained an earnings before interest and tax (“EBIT”) increase by 2% to HK\$1,060 million against the same period last year.



Capitalizing on a diverse customer portfolio across broad based applications, our PCB division recorded healthy order intake growth for all our subsidiaries. The Group acquired 80% interests in a Taiwanese PCB shop – Express Electronics (Suzhou) Company Limited located in Suzhou, Jiangsu province in February 2008. With our dedicated management team, this company was turned around to profit shortly after the acquisition. In addition, Elec & Eltek accomplished continuous performance improvement in the first half of 2008. As a result, our PCB division's revenue chalked up 19% growth to HK\$4,093 million with EBIT increased 36% to HK\$332.4 million.

Investments in chemical division over the past years have paid off with encouraging results. Revenue achieved vigorous growth of 109% to HK\$4,843.8 million. EBIT soared 173% to HK\$721.8 million while EBIT margin widened from 11.4% to 14.9% for the current period. The commencement of operations in late 2007 in both methanol plant in Chongqing and phenol/acetone plant in Huizhou, Guangdong province started to bear fruit. Bolstered by additional coke production capacity from the phase two of coke/methanol plant in Hebei and thriving market conditions of coke and methanol in China, the plant's EBIT contribution doubled against the same period last year. In addition, our share of associate profit from CNOOC Kingboard Chemical Limited increased 54% to reach HK\$262.3 million.


LIQUIDITY AND CAPITAL RESOURCES

The Group's consolidated financial and liquidity position continued to be robust. As at 30 June 2008, net current assets and current ratio of the Group were approximately HK\$8,374.9 million (31 December 2007 – HK\$6,377.6 million) and 1.96 (31 December 2007 – 1.89) respectively.

The net working capital cycle increased slightly from 84 days as at 31 December 2007 to 86 days as at 30 June 2008 on the following key metrics:

- Inventories, in terms of stock turnover days, increased to 68 days (31 December 2007 – 64 days)
- Trade receivables, in terms of debtors turnover days, improved to 77 days (31 December 2007 – 90 days)
- Trade and bills payable, in terms of creditors turnover days, decreased to 59 days (31 December 2007 – 70 days)

In the first half of 2008, the Group invested HK\$2.3 billion in new production capacities and prepayments for properties, plant and equipment. As a result, the Group's net gearing ratio (ratio of interest bearing borrowings net of cash and cash equivalents to total equity) marginally increased to 24% (31 December 2007 – 17%). The proportion of bank borrowings between short term and long term stood at 26%:74% (31 December 2007: 24%:76%). Only 2% of the bank borrowings was denominated in Renminbi and the rest in Hong Kong or US dollars.



The Group continued to adopt a prudent financial management policy. We entered into interest rate swap agreements of notional amount of HK\$5.5 billion with reputable financial institutions to secure lower interest rates for part of our bank borrowings with a weighted average duration and interest rate of 3.3 years and 3.02% respectively at the end of June 2008. There was no material foreign exchange exposure to the Group during the period under review. The Group's revenue, mostly denominated in Hong Kong dollars, Renminbi and US dollars, was fairly matched with the currency requirement of operating expenses.


PROSPECTS

In the second half of 2008, although global economy is still very much affected by the ongoing credit crunch and inflationary pressure, domestic consumption in emerging markets especially China is expected to maintain robust growth momentum. Leveraging on our sound financial strength, excellent business model and strong operational presence in China, we have unwavering confidence in the growth prospects of the Group.

Laminate division currently maintains a steady order book. Recent correction in commodity prices should help to facilitate cost control initiatives. Backed by our unrivaled economy of scale and competitive cost structure, we are fully convinced that there are still enormous growth opportunities in the global laminate market. The Group is planning to add new production capacity in our Lianzhou copper foil plant in the second half of 2008. In addition, the glass epoxy laminate plant in Jiangyin, Jiangsu province will increase monthly production capacity by 400,000 sheets in the third quarter of 2008 to enhance our market position in eastern China.

The Group's PCB division has experienced an uptrend in order booking level as we stepped into the third quarter of 2008 which is in line with normal seasonality as Christmas buying spree is coming up. Hence, most of our PCB manufacturing sites have been operating at full capacities. The Group is diligently building high density interconnect ("HDI") PCB capability so as to take advantage of the growing business opportunities of compact hand-held devices. New production lines at our dedicated HDI plants in Kaiping, Guangdong province and Kunshan, Jiangsu province are expected to commence pilot production by the fourth quarter of 2008. In addition, we will continue to focus on strengthening the alliance with different PCB shops in the PCB division so as to create better synergies for the Group.

Chemical division continues its expansion plan with several major chemical projects in the pipeline. The Hebei coke phase two expansion started trial production in the first half of 2008. The methanol production capacity associated with this expansion will commence production in the second half of 2008 with additional methanol output of 8,700 tonnes per month. The integrated project with coal mining and coke/methanol facilities in Lvliang, Shanxi province is on schedule for production in 2009. Construction of a new acetic acid plant adjacent to the existing coke/methanol plant in Hebei province is currently underway. Utilizing coke granules and methanol as feedstock, this acetic acid project with production targeted in late 2009 will further enhance our production capabilities of downstream chemical products and is expected to generate attractive returns.



Pursuant to a sales and purchase agreement dated 25 July 2008 with G-Prop (Holdings) Limited (“G-Prop”), a company listed on the main board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”), the Group has acquired from G-Prop the entire interests in a coal-based methanol project with 2 million metric tonnes annual capacity in Inner Mongolia for a consideration of HK\$183.6 million. This project is expected to develop in three to five years.

HUMAN RESOURCES

As at 30 June 2008, the Group had a global workforce of over 52,700 (31 December 2007: 47,200). The increase in headcount was in line with our ongoing expansion blueprint. Other than offering competitive salary package, the Group grants share options and discretionary bonuses to eligible employees based on our financial achievement and individual performance.

APPRECIATION

On behalf of the Board, I would like to take this opportunity to express my sincere gratitude to our shareholders, customers, banks, the management and employees for their unreserved support to the Group in the last six months.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Tuesday, 9 September 2008 to Thursday, 11 September 2008 (both days inclusive) during which period no transfer of shares will be registered. In order to qualify for the interim dividend, shareholders are reminded to ensure that all share transfers, accompanied by the relevant share certificates, must be lodged with the Company’s branch share registrar in Hong Kong, Tricor Secretaries Limited, at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong for registration not later than 4:00 p.m. on Monday, 8 September 2008.

DIRECTORS' INTERESTS IN SHARES

At 30 June 2008, the interests or short positions of the Directors and their associates in the shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")), as recorded in the register maintained by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers were as follows:

Long position

(a) Ordinary shares of HK\$0.10 each of the Company ("Shares")

Name of Director	Capacity	Number of issued Shares held	Approximate percentage of the issued share capital of the Company
Mr. Cheung Kwok Wing	Beneficial owner	2,673,925	0.31
Mr. Chan Wing Kwan (Note 1)	Beneficial owner	1,005,250	0.11
Mr. Cheung Kwong Kwan	Beneficial owner	1,139,709	0.13
Mr. Chang Wing Yiu (Note 2)	Beneficial owner	3,192,274	0.37
Mr. Ho Yin Sang (Note 3)	Beneficial owner	2,179,129	0.25
Mr. Mok Cham Hung, Chadwick	Beneficial owner	1,510,000	0.17
Mr. Cheng Ming Fun, Paul	Beneficial owner	250,000	0.02

Notes:

- (1) Out of the 1,005,250 Shares, 945,250 Shares were held by Mr. Chan Wing Kwan and 60,000 Shares were held by his spouse.
- (2) Out of the 3,192,274 Shares, 2,302,074 Shares were held by Mr. Chang Wing Yiu and 890,200 Shares were held by his spouse.
- (3) Out of the 2,179,129 Shares, 1,051,629 Shares were held by Mr. Ho Yin Sang and 1,127,500 Shares were held by his spouse.

(b) *Share options of the Company*

Name of Director	Capacity	Interest in underlying Shares pursuant to share options of the Company
Mr. Chan Wing Kwan	Beneficial owner	2,091,600
Mr. Chang Wing Yiu	Beneficial owner	1,984,800
Mr. Ho Yin Sang (<i>Note</i>)	Beneficial owner	4,009,600
Mr. Cheung Kwong Kwan	Beneficial owner	2,484,600

Note: Out of the 4,009,600 share options, 2,653,600 share options were held by Mr. Ho Yin Sang and 1,356,000 share options were held by his spouse.

(c) *Ordinary shares of HK\$0.10 each ("KLHL Shares") in KLHL*

Name of Director	Capacity	Number of issued KLHL Shares held	Approximate percentage of the issued share capital of KLHL
Mr. Cheung Kwok Wing	Beneficial owner	784,500	0.02
Mr. Chan Wing Kwan (<i>Note 1</i>)	Beneficial owner	100,000	0.003
Mr. Chang Wing Yiu (<i>Note 2</i>)	Beneficial owner	100,000	0.003
Mr. Ho Yin Sang (<i>Note 3</i>)	Beneficial owner	540,000	0.01
Ms. Cheung Wai Lin, Stephanie	Beneficial owner	804,000	0.02

Notes:

- (1) The 100,000 KLHL Shares were held by the spouse of Mr. Chan Wing Kwan.
- (2) The 100,000 KLHL Shares were held by the spouse of Mr. Chang Wing Yiu.
- (3) The 540,000 KLHL Shares were held by the spouse of Mr. Ho Yin Sang.

- (d) *Non-voting deferred shares of HK\$1 each in the share capital of Kingboard Laminates Limited, a non wholly-owned subsidiary of the Company*

Name of Director	Capacity	Number of non-voting deferred shares held
Mr. Cheung Kwok Wing	Beneficial owner	1,904,400
Mr. Chan Wing Kwan	Beneficial owner	1,481,200
Mr. Cheung Kwong Kwan	Beneficial owner	846,400
Mr. Ho Yin Sang	Beneficial owner	529,000
Mr. Chang Wing Yiu	Beneficial owner	423,200

- (e) *Ordinary shares ("EEIC Shares") in the share capital of EEIC, a 71.04% owned subsidiary of the Company*

Name of Director	Capacity	Number of issued EEIC Shares held	Approximate percentage of the issued share capital of EEIC
Mr. Cheung Kwok Wing	Beneficial owner	60,000	0.03
Mr. Mok Cham Hung, Chadwick	Beneficial owner	74,000	0.04

- (f) *Share options of EEIC*

Name of Director	Capacity	Interest in underlying EEIC Shares pursuant to share options <i>(Note)</i>
Mr. Cheung Kwok Wing	Beneficial owner	973,200
Mr. Chan Wing Kwan	Beneficial owner	973,200
Mr. Chang Wing Yiu	Beneficial owner	973,200
Mr. Mok Cham Hung, Chadwick	Beneficial owner	973,200

Note: The interests are held by virtue of an aggregate of 3,244,000 share options of EEIC accepted by the Directors on 24 June 2005. The number of share options were subsequently adjusted pursuant to the 1 for 5 bonus issue effected on 13 October 2005. The relevant Directors are entitled to subscribe for EEIC Shares at an adjusted subscription price of US\$2.033 per EEIC Share. The share options are exercisable in whole or in part at the staggered manner within 5 option periods, commencing on 26 November 2006, 26 November 2007, 26 November 2008, 26 November 2009 and 26 March 2010 respectively and all ending on 24 May 2010.

- (g) Ordinary shares ("KCFL Shares") of US\$0.10 each in Kingboard Copper Foil Holdings Limited ("KCFL"), a non wholly-owned subsidiary of the Company

Name of Director	Capacity	Number of issued KCFL Shares held	Approximate percentage of the issued share capital of KCFL
Mr. Ho Yin Sang (<i>Note</i>)	Beneficial owner	2,000	0.0003

Note: The 2,000 KCFL Shares were held by the spouse of Mr. Ho Yin Sang.

Other than as disclosed above, none of the Directors nor their associates had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as at 30 June 2008.

SUBSTANTIAL SHAREHOLDERS

As at 30 June 2008, the register of substantial shareholders maintained by the Company pursuant to Section 336 of the SFO shows that, other than the interests disclosed above in respect of certain Directors, the following shareholders had notified the Company of their relevant interests in the issued share capital of the Company.

Long position

Ordinary shares of HK\$0.10 each of the Company

Name of shareholder	Nature of interest	Number of issued Shares held	Approximate percentage of the issued share capital of the Company
Hallgain Management Limited ("Hallgain") (<i>Note</i>)	Beneficial owner	261,968,929	31.07
Capital Research and Management Company	Investment manager	93,082,040	11.04

Note: As at 30 June 2008: (i) no shareholder of Hallgain is entitled to exercise, or control the exercise of, directly or indirectly, one-third or more of the voting power at general meetings of Hallgain, and Hallgain and its directors are not accustomed to act in accordance with any shareholder's direction; and (ii) Messrs. Cheung Kwok Wing and Chan Wing Kwan, being Directors, are also directors of Hallgain.

Other than as disclosed above, the Company has not been notified of any other relevant interests or short positions in the issued share capital of the Company as at 30 June 2008.

PURCHASE, SALE OR REDEMPTION OF COMPANY'S LISTED SECURITIES

During the six months ended 30 June 2008, the Company repurchased 281,000 Shares on the Stock Exchange at an aggregate consideration of HK\$8,559,737. All of the repurchased Shares were cancelled. Details of the repurchase were as follows:

Date of repurchase	Number of Shares repurchased	Price per Share		Aggregate consideration paid
		Highest	Lowest	
		HK\$	HK\$	HK\$
22 January 2008	281,000	30.50	30.35	8,559,737


Saved as disclosed herein, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities on the Stock Exchange during the period ended 30 June 2008.

AUDIT COMMITTEE

The Audit Committee has reviewed with the 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 interim financial statements of the Group for the period ended 30 June 2008.

COMPLIANCE WITH CODE ON CORPORATE GOVERNANCE PRACTICE

In the opinion of the Directors, the Company has complied with the code provisions of the Code on Corporate Governance Practices (the "Code") as set out in Appendix 14 of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") throughout the six months ended 30 June 2008, save for the deviation that the independent non-executive Directors are not appointed for specific terms pursuant to paragraph A.4.1 of the Code. Notwithstanding the aforesaid deviation, all the Directors (including the independent non-executive Directors) are subject to retirements by rotation and re-election at the Company's annual general meeting in compliance with the Company's Articles of Association.



The Company has adopted a code of conduct regarding securities transactions by Directors on terms no less exacting than the required standard set out in Appendix 10 to the Listing Rules (the “Model Code”). Having made specific enquiry of all Directors, all Directors confirmed that they have complied with the required standard set out in the Model Code and the code of conduct regarding securities transactions by Directors adopted by the Company.

By Order of the Board
Kingboard Chemical Holdings Limited
Cheung Kwok Wing
Chairman

Hong Kong, 25 August 2008

Board of Directors:

Executive Directors

Mr. Cheung Kwok Wing (*Chairman*)
Mr. Chan Wing Kwan (*Managing Director*)
Mr. Cheung Kwong Kwan
Mr. Chang Wing Yiu
Mr. Ho Yin Sang
Ms. Cheung Wai Lin, Stephanie
Mr. Mok Cham Hung, Chadwick

Independent non-executive Directors

Mr. Cheng Ming Fun, Paul
Mr. Cheng Wai Chee, Christopher
Mr. Henry Tan
Mr. Tse Kam Hung