

# KAM HING INTERNATIONAL HOLDINGS LIMITED

錦興國際控股有限公司 (Incorporated in the Cayman Islands with limited liability) Stock Code: 2307



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## **CORPORATE INFORMATION**

#### **Board of Directors**

Executive Directors

Mr. Tai Chin Chun (Chairman)

Mr. Tai Chin Wen (Chief Executive Officer)

Ms. Cheung So Wan

Ms. Wona Siu Yuk

Mr. Chong Chau Lam

Independent Non-Executive Directors

Mr. Chan Yuk Tong, Jimmy

Ms. Chu Hak Ha, Mimi

Mr. Chan Chung Yuen, Lawrence

#### **Audit Committee**

Mr. Chan Yuk Tong, Jimmy (Chairman)

Ms. Chu Hak Ha, Mimi

Mr. Chan Chung Yuen, Lawrence

## **Company Secretary**

Mr. Wong Wai Kong, Elmen

## **Auditors**

Ernst & Young

Certified Public Accountants

# **Company Website**

www.kamhingintl.com

# **Registered Office**

Cricket Square Hutchins Drive, P.O. Box 2681 Grand Cayman KY1-1111 Cayman Islands

## **Head Office and Principal Place of Business**

Units 1-9, 8th Floor Lucida Industrial Building 43-47 Wang Lung Street Tsuen Wan New Territories

Hong Kong

# Principal Share Registrar and Transfer Office in Cayman Islands

Bank of Bermuda (Cayman) Limited PO Box 513 GT, Strathvale House North Church Street George Town, Grand Cayman Cayman Islands British West Indies

# Branch Share Registrar and Transfer Office in Hong Kong

Tricor Investor Services Limited 26th Floor, Tesbury Centre 28 Queen's Road East Wanchai Hong Kong

# Stock Code

The Stock Exchange of Hong Kong Limited: 2307 CUSIP Reference Number: G5213T101

## **KEY HIGHLIGHTS**

The board (the "Board") of directors (the "Directors") of Kam Hing International Holdings Limited (the "Company") is pleased to announce the unaudited consolidated results of the Company and its subsidiaries (collectively, the "Group") for the six months ended 30 June 2008 (the "Period"). The interim results for the period are unaudited, and have been reviewed by the audit committee of the Company.

Comparing with the six months ended 30 June 2007,

- Revenue for the Period increased by approximately 7.6% to approximately HK\$1,151.8 million; and
- Gross profit for the Period increased by approximately 6.2% to approximately HK\$236.0 million.

#### CHAIRMAN'S STATEMENT

On behalf of the Board of Directors of the Company, I am pleased to announce the unaudited consolidated results of the Group for the six months ended 30 June 2008.

For the six months ended 30 June 2008, the Group's revenue increased by approximately 7.6% to HK\$1,151.8 million (2007: HK\$1,070.5 million) when compared to that for the corresponding period in 2007. Gross profit for the period increased by approximately 6.2% to approximately HK\$236.0 million (2007: HK\$222.2 million). Net profit attributable to shareholders decreased by approximately 19.5% to HK\$51.3 million (2007: HK\$63.7 million), which was mainly due to the booking of share options benefit of HK\$8.7 million in accordance with the Hong Kong Financial Reporting Standard for the share option issued in November 2007 as well as the increase in operating cost in the PRC factory.

The first half of the year 2008 was challenging for the textile industry. The industry was affected by a number of factors including the slowdown of the global economy, the appreciation of Renminbi, as well as the rise in production cost. During the period under review, the Group recorded continuous improvement in operation efficiency. However, the effect was offset by the increase in raw material costs, labour cost, energy cost and appreciation of Renminbi. Thanks to the Group's new research and development centre established in July 2007 and the effort of the Group's marketing team so that the Group was able to maintain a growth in revenue of 7.6% compared with the same period last year by developing new fabrics and introducing a number of new customers as well as maintaining the growth of the existing customers. The Group was managed to maintain a gross profit margin of around 20.5%, which was similar to 20.8% recorded for the same period last year.

Facing the challenging operating environment, the Group implemented corresponding measures to broaden its customer base, improve the operation efficiency and reduce cost. The Group established a marketing subsidiary in Korea in May 2008 to secure a stronger position and capture a larger share in the Korean market. The Group entered into a joint venture agreement to establish a yarn spinning factory with an independent third party in Hubei province, the PRC, in April 2008. The joint venture will be held beneficially as to 25% by the Group and as to 75% by the other independent third party, and the Group agreed to contribute a sum of approximately RMB32.5 million to the joint venture. The joint venture agreed to supply its entire cotton yarn products to the Group. By this arrangement, the Group will be able to stabilize its raw material supply and achieve cost-savings. In addition, the Group's new fabric factory in Enping, Guangdong, the PRC, will commence operation in the fourth guarter of 2008 and is expected to bring a 30% increase to the Group's overall production capacity, equivalent to an additional annual capacity of about 36 million pound of fabric. The setup of new fabric factory will lower the outsourcing proportion of fabric manufacturing to save cost of production as well as to provide flexibility on production of different kinds of products to meet the demand from the prevailing customers.

We believe that the market will have less competition in future in light of the recent industry consolidation resulting from the slowdown of the global economy and increase in production cost as well as the tight environmental control by the PRC Government, which will benefit the Group's development in the long run. By further strengthening the garment operation and stabilizing the raw material supply, the establishment of the new marketing subsidiary in Korea as well as the commencement of operation of the new fabric factory in Enping, Guangdong, the PRC, we believe that the Group will be able to maintain its competitive strengths and sustain its growth in the future.

Finally, on behalf of the Board, I would like to express my sincere gratitude to the shareholders, investors and business partners for their continuous support and dedication and to the staff for their devotion.

#### Tai Chin Chun

Chairman

Hong Kong, 16 September 2008

#### MANAGEMENT DISCUSSION AND ANALYSIS

#### Overall Result

The Group recorded unaudited revenue of approximately HK\$1,151.8 million for the six months ended 30 June 2008 comprising sales of fabrics, dyed yarn and garment products, representing an overall growth of approximately 7.6% over the same period last year. The growth in revenue was attributable to the expansion of sales network by exploring the new markets and growth of orders from the existing customers as well as the rise in orders from new garment business.

The gross profit for the six months ended 30 June 2008 was approximately HK\$236.0 million, representing an increase of approximately 6.2% compared with the same period last year. The gross profit margin was approximately 20.5% for the six months ended 30 June 2008, representing a decrease of approximately 0.3 percentage points over the gross profit margin of approximately 20.8% for the same period last year. The decrease in gross profit margin was mainly due to the increase in operating cost including remuneration, energy and raw materials, together with RMB appreciation.

Unaudited net profit attributable to shareholders for the six months ended 30 June 2008 was approximately HK\$51.3 million, representing a decrease of approximately 19.5% compared period with the same period previous year. The net profit margin for the six months ended 30 June 2008 was approximately 4.4%, representing a decrease by approximately 1.5 percentage points from the corresponding period of approximately 5.9% last year. Administrative and selling expenses increased by approximately 28.5%, which was mainly attributable to the booking of share option benefits of HK\$8.7 million derived from the share option issued in November 2007, increase in staff salary and welfare expenses of the workers in the PRC, expansion of garment operation by addition of a new garment factory in Madagascar in mid-2007 as well as Renminbi appreciation. Finance expenses reduced by 23.2% to HK\$17.4 million from HK\$22.7 million in the same period last year as a result of decrease in market borrowing rate.

#### **Business Review**

1. Manufacture and sale of finished knitted fabrics, dyed yarn and garment products. The principal operation of the Group is the manufacture and sale of finished knitted fabrics, dyed yarn and garment products. During the period, revenue amounted to approximately HK\$1,151.8 million, representing a growth of approximately 7.6% over the same period last year. Revenue for garment sales during the period increased by 238.7% to HK\$144.3 million from HK\$42.6 million for the same period last year.

# 2. Geographical analysis of the Group's revenue

During the period, customers from Singapore, Hong Kong, the PRC, Taiwan, the USA and other areas accounted for approximately 41.9%, 14.5%, 8.8%, 11.9%, 11.8% and 11.1% of the Group's total revenue respectively. Sales to Taiwan increased by approximately 60.8%, as a result of enhancement of customer services in the region. Sales to the USA increased by approximately 230.9%, mainly attributable to the introduction of new customers for the garment business.

## 3. Active expansion in overseas markets

In view of a slowdown in the global economy, the Group has actively expanded its business in other potential overseas markets with higher profit margin. Some new buyers in PRC, Korea and Europe already placed order to the Group.

#### **Business Outlook**

As one of the steps to broaden the customer base and to enhance competitiveness in the international market, the Group established a marketing subsidiary in Korea in May 2008.

Cotton yarn is the Group's major raw material and its cost has taken up over 50% of the Group's turnover. In order to maintain a stable supply and superior quality of cotton yarn, the Group entered into a joint venture agreement to establish a yarn spinning factory with an independent third party in Hubei province, the PRC, in April 2008. The joint venture will be held beneficially as to 25% by the Group and as to 75% by the other independent third party, and the Group agreed to contribute a sum of approximately RMB32.5 million to the joint venture. With the spinning function, the Group further realizes vertical integration and the production lead-time and amount of inventory are reduced. This agreement also enhances the efficiency of the Group's production chain and adds another competitive edge to the Group's business.

At the same time, the Group will unceasingly invest resources to enhance the production volume. The new Enping factory in the PRC, which will commence operation in the forth quarter of 2008, will provide additional production capacity to support the continuous expansion of the market. It is expected the production efficiency will be improved and revenue will be increased in the future due to the growth in orders from the existing customers as well as new customers.

#### Financial Review

Liquidity, financial resources and capital structure

As at 30 June 2008, the Group had net current assets of HK\$141.6 million (31 December 2007: HK\$271.9 million). The Group constantly reviews its financial position and maintain a healthy financial position by financing its operations from internally generated resources and long-term bank loans. As at 30 June 2008, the Group had cash and cash equivalents of HK\$93.7 million (31 December 2007: HK\$113.2 million). The current ratio of the Group was 1.1 times (31 December 2007: 1.4 times).

The total bank and other borrowings of the Group as at 30 June 2008 were HK\$1,018.4 million (31 December 2007: HK\$782.1 million), netting off the cash and cash equivalents of HK\$93.7 million (31 December 2007: HK\$113.2 million), the Group's gearing ratio was approximately 58.3% (31 December 2007: 50.5%). Increase in gearing ratio was mainly due to seasonal factor for increase in working capital requirement.

As at 30 June 2008 the Group's long-term loans were HK\$340.8 million (31 December 2007: HK\$414.9 million), comprising term loans from banks of HK\$332.3 million (31 December 2007: HK\$402.1 million) and long-term finance lease payable of HK\$8.5 million (31 December 2007: HK\$12.8 million). The decrease in long-term loan was mainly due to the shift in non-current portion of the term loans to current liability as well as the repayment of the finance lease.

Exposure to fluctuation in foreign exchange and interest rate

Approximately 76.7% (six months ended 30 June 2007: 74.2%) of the Group's sales were denominated in US dollars. The remaining sales were denominated in Hong Kong dollars and Renminbi. The majority of the Group's cost of sales was denominated in US dollars, Hong Kong dollars and Renminbi. The Group was therefore exposed to foreign exchange risk arising from currency exposures, primarily with respect to US dollars and Renminbi. Renminbi appreciated against other currencies continuously during the period under review. The management closely monitors the foreign exchange movements and determines the appropriate hedging activities when necessary. Exchange rates of the other currencies were relatively stable throughout the period under review.

The Group's borrowings were mainly maintained as floating rate basis. Attention will be paid to the interest rate movements. Hedging instruments will be employed when necessary to hedge against unanticipated interest rate volatilities.

## Charge on the Group's assets

As at 30 June 2008, certain items of property, plant and equipment of the Group with an aggregate net book value of approximately HK\$81.2 million (31 December 2007: HK\$94.8 million) were under finance leases.

# Capital expenditure

During the period, the Group invested approximately HK\$159.3 million (six months ended 30 June 2007: HK\$102.6 million) in non-current assets, of which approximately 80.7% (six months ended 30 June 2007: 73.1%) was used for the purchase of plant and machinery, approximately 16.5% (six months ended 30 June 2007: 15.9%) was used for the purchase and construction of new factory premises, and the remaining was used for the purchase of other property, plant and equipment, as well as prepaid land lease payments.

As at 30 June 2008, the Group had capital commitments of approximately HK\$19.7 million (31 December 2007: HK\$44.0 million) and HK\$57.9 million (31 December 2007: HK\$85.5 million) in respect of plant and equipment and construction in progress respectively. As mentioned above, the Group will be able to fulfill its capital commitments when they fall due.

# Contingent liabilities

As at 30 June 2008, the Group also had bills discounted with recourse of approximately HK\$16.7 million (31 December 2007: HK\$39.2 million) which are supported by letters of credit. The Group had a contingent liability in respect of possible future long service payments to employees with a maximum possible amount of approximately HK\$1.6 million (31 December 2007: HK\$1.5 million).

Material Acquisition and Disposal of Subsidiaries and Associated Companies

There was no material acquisition or disposal of subsidiaries and associated companies by the Group during the period.

#### **Human Resources**

As at 30 June 2008, the total number of employees of the Group was approximately 4,550 (31 December 2007: 4,150) in the PRC, 5,200 (31 December 2007: 4,680) in Madagascar, Africa, 150 (31 December 2007: 140) in Hong Kong, Macau, Singapore and Korea. Salaries of employees are maintained at competitive levels while bonuses are granted on a discretionary basis. The Group also participates in various defined contribution plans and insurance schemes in compliance with its statutory obligations under the laws and regulations of various locations worldwide.

#### Interim Dividend

The Board has resolved not to declare any interim dividend for the period (six months ended 30 June 2007: Nil).

# Disclosures Pursuant to Rules 13.21 of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules")

In accordance with the requirements of Rule 13.21 of the Listing Rules, disclosure is required in respect of the loan agreement of a subsidiary of the Company, which contains covenants requiring performance obligations of the controlling shareholders of the Company. Pursuant to a loan agreement dated 13 April 2007 entered into between the Company as Guarantor, a wholly-owned subsidiary of the Company as the borrower and a syndicate of banks as the lenders for a four-year term loan facility of HK\$440 million, an event of default would arise if (a) Mr. Tai Chin Chun and Mr. Tai Chin Wen, the ultimate controlling shareholder and substantial shareholder, respectively, cease to collectively and beneficially (either directly or indirectly) own 51% of the voting share capital in the Company; or (b) any member of the Group or its management, business or operations is not or ceases to be controlled by both of Mr. Tai Chin Chun and Mr. Tai Chin Wen.

Upon the occurrence of an event of default, the lenders may declare that all or part of the loan outstanding together with accrued interest and all other amounts accrued be immediately due and payable; and/or the facility under the loan agreement shall immediately be cancelled.

# OTHER INFORMATION

# Directors' Interests and Short Positions in Shares and Underlying Shares

As at 30 June 2008, the interests and short positions of the Directors in the share capital and underlying shares of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")), as recorded in the register required to be kept 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 (the "Model Code"), were as follows:

Long positions in ordinary shares of the Company:

				Approximate percentage of the
		Capacity and	Number	Company's issued
Name of director	Notes	nature of interest	of shares	share capital
Mr. Tai Chin Chun	1	Through controlled corporation	382,600,000	59.36%
Mr. Tai Chin Wen	2	Through controlled corporation	96,000,000	14.89%
Ms. Cheung So Wan	3	Through spouse	382,600,000	59.36%
Ms. Wong Siu Yuk	4	Through spouse	96,000,000	14.89%
Mr. Chong Chau Lam		Directly beneficially owned	300,000	0.05%
Mr. Chan Chung Yuen,		Through spouse	1,100,000	0.17%
Lawrence				

Long positions in share options of the Company:

	Number of options
Name of director	directly beneficially owned
Mr. Tai Chin Chun	3,000,000
Mr. Tai Chin Wen	2,000,000
Ms. Cheung So Wan	1,000,000
Ms. Wong Siu Yuk	1,000,000
	7,000,000

Long positions in shares of an associated corporation:

	Name of					Percentage of the associated corporation's
	associated	Relationship with		Number	Capacity and	issued
Name of director	corporation	the Company	Share	of shares	nature of interest	share capital
Mr. Tai Chin Chun	Exceed Standard Limited ("Exceed Standard")	Ultimate holding company	Ordinary share	1 share of US\$1	Directly beneficially owned	100%

#### Notes:

- 1. The shares are held by Exceed Standard, a company incorporated in the British Virgin Islands (the "BVI") and beneficially owned by Mr. Tai Chin Chun, the chairman and an executive Director. Mr. Tai Chin Chun is the younger brother of Mr. Tai Chin Wen and Ms. Cheung So Wan is the spouse of Mr. Tai Chin Chun.
- 2. The shares are held by Power Strategy Limited ("Power Strategy"), a company incorporated in the BVI and beneficially owned by Mr. Tai Chin Wen.
- 3. Ms. Cheung So Wan is deemed to be interested in these shares through the interest of her spouse, Mr. Tai Chin Chun under the SFO.
- Ms. Wong Siu Yuk is deemed to be interested in these shares through the interest of her spouse, Mr. Tai Chin Wen under the SFO.

Save as disclosed above, as at 30 June 2008, none of the Directors had any interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations that was required to be recorded pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

# Directors' Rights to Acquire Shares or Debentures

Save as disclosed in the section "Directors' interests and short positions in shares and underlying shares" above and in the section "Share option scheme" below, at no time during the Period were rights to acquire benefits by means of the acquisition of shares in or debentures of the Company granted to any Director or their respective spouse or minor children, or were any such rights exercised by them; or was the Company, its holding company or any of its subsidiaries a party to any arrangement to enable the Directors to acquire such rights in any other body corporate.

# **Share Option Scheme**

Pursuant to the Company's share option scheme, the following share options were outstanding as at 30 June 2008:

	Num	ber of share o	ptions				Price of
Name or category of participant	At 1 January 2008	Exercised during the period	At 30 June 2008	Date of grant (Note 1)	Exercise period	Exercise price (Note 2)	Company's shares at grant date (Note 3)
Directors							
Tai Chin Chun	3,000,000	-	3,000,000	6 October 2004	6 October 2005 to 5 October 2014	HK\$1.28	HK\$1.24
Tai Chin Wen	2,000,000	-	2,000,000	6 October 2004	6 October 2005 to 5 October 2014	HK\$1.28	HK\$1.24
Cheung So Wan	1,000,000	-	1,000,000	6 October 2004	6 October 2005 to 5 October 2014	HK\$1.28	HK\$1.24
Wong Siu Yuk	1,000,000		1,000,000	6 October 2004	6 October 2005 to 5 October 2014	HK\$1.28	HK\$1.24
Subtotal	7,000,000	-	7,000,000				
Non director omnler							
Non-director employ In aggregate	9,787,000	(435,000)	9,352,000	6 October 2004	6 October 2005 to 5 October 2014	HK\$1.28	HK\$1.24
	39,950,000		39,950,000	2 November 2007	2 November 2008 to 1 February 2009	HK\$2.47	HK\$2.34
	49,737,000	(435,000)	49,302,000				
Others							
In aggregate	540,000	(20,000)	520,000	6 October 2004	6 October 2005 to 5 October 2014	HK\$1.28	HK\$1.24
	2,500,000		2,500,000	2 November 2007	2 November 2008 to 1 February 2009	HK\$2.47	HK\$2.34
	3,040,000	(20,000)	3,020,000				
Total	59,777,000	(455,000)	59,322,000				

#### Notes:

- The vesting period of the share options is from the date of grant until the commencement of the exercise period.
- The exercise price of the share options is subject to adjustment in the case of rights or bonus issues, or other similar changes in the Company's share capital.
- 3. The weighted average closing price of the Company's shares immediately before the exercise dates of the share options was HK\$2.46. The closing price of the Company's shares immediately before the date on which the options were granted was HK\$2.34.

# Substantial Shareholders' and Other Persons' Interests in Shares and Underlying Shares

As at 30 June 2008, the following interests of 5% or more of the issued share capital and share options of the Company were recorded in the register of interests required to be kept by the Company pursuant to Section 336 of the SFO:

# Long positions:

Name	Capacity and nature of interest (Note)	Number of ordinary share held	Percentage of the Company's issued share capital
Exceed Standard	Directly beneficially owned	382,600,000	59.36%
Power Strategy	Directly beneficially owned	96,000,000	14.89%

Note: The relationship between Exceed Standard and Mr. Tai Chin Chun, as well as that between Power Strategy and Mr. Tai Chin Wen are disclosed under the section "Directors' Interests and Short Positions in Shares and Underlying Shares" above.

Saved as disclosed above, as at 30 June 2008, to the best knowledge of the Directors, there was no person, other than the Directors whose interests are set out under the sections "Directors' Interests and Short Positions in Shares and Underlying Shares" and "Share Option Scheme" above, had an interest or short position in the shares or underlying shares of the Company that was required to be recorded in the register pursuant to Section 336 of the SFO.

# Purchase, Redemption or Sale of Listed Securities of the Company

Neither the Company nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities during the Period.

# **Code on Corporate Governance Practices**

The Company has complied with all the code provisions set out in the Code on Corporate Governance Practices contained in Appendix 14 to the Listing Rules throughout the six months ended 30 June 2008.

#### Remuneration Committee and Nomination Committee

The remuneration committee currently comprises three independent non-executive Directors, namely Ms. Chu Hak Ha, Mimi (Chairman), Mr. Chan Yuk Tong, Jimmy and Mr. Chan Chung Yuen, Lawrence and two executive Directors, namely Mr. Tai Chin Chun and Mr. Tai Chin Wen. Mr. Ku Shiu Kuen, Anthony resigned as a member of the remuneration committee on 1 July 2008. The remuneration committee is primarily responsible for reviewing and making recommendations to the Board on the remuneration packages of all executive directors and senior management to ensure that such remuneration is reasonable and not excessive.

The nomination committee currently comprises three independent non-executive Directors, namely Mr. Chan Chung Yuen, Lawrence (Chairman), Ms. Chu Hak Ha, Mimi and Mr. Chan Yuk Tong, Jimmy and two executive Directors, namely Mr. Tai Chin Chun and Mr. Tai Chin Wen. Mr. Chan Chung Yuen, Lawrence commenced to act the new chairman of the nomination committee with effect from 26 May 2008 and Mr. Ku Shiu Kuen, Anthony ceased to act as the Chairman of the nomination committee with effect from 26 May 2008 and resigned as a member of the nomination committee on 1 July 2008. The nomination committee is primarily responsible for reviewing and making recommendations to the Board on the selection of board members to ensure that suitable individuals are nominated for filling vacancies on the directorships.

## **Audit Committee**

The audit committee currently comprises three independent non-executive Directors, namely Mr. Chan Yuk Tong, Jimmy (Chairman), Ms. Chu Hak Ha, Mimi and Mr. Chan Chung Yuen, Lawrence. Mr. Ku Shiu Kuen, Anthony resigned as a member of the audit committee on 1 July 2008. The audit committee has reviewed with the management the accounting principles and practices adopted by the Group, and discussed internal control and financial reporting matters including the review of the unaudited interim financial statements.

# **Model Code For Securities Transactions By Directors**

The Company has adopted the Model Code as set out in Appendix 10 of the Listing Rules as the Company's code of conduct for dealings in securities of the Company by the Directors. Based on specific enquiry of all Directors, the Directors have complied with the required standard set out in the Model Code and its code of conduct regarding Directors securities transaction for the six months ended 30 June 2008.

# **Approval of the Unaudited Interim Financial Statements**

The audit committee has discussed with management the accounting policies adopted by the Group and reviewed the unaudited interim financial statements of the Group for the six months ended 30 June 2008 before recommending them to the Board for approval. The unaudited interim financial statements were approved and authorised for issue by the Board on 16 September 2008.

# CONDENSED CONSOLIDATED INCOME STATEMENT

For the period ended 30 June 2008

	Notes	Six months ended 30 June 2008 HK\$'000 (Unaudited)	Six months ended 30 June 2007 <i>HK\$'000</i> (Unaudited)
REVENUE Cost of sales	3	1,151,796 (915,757)	1,070,513 (848,266)
Gross profit		236,039	222,247
Other income Selling and distribution costs Administrative expenses Other operating income/(expenses), r Finance costs	<i>3</i> net	7,175 (53,966) (118,571) 372 (17,406)	9,367 (53,512) (80,711) (3,822) (22,655)
PROFIT BEFORE TAX	4	53,643	70,914
Tax	5	(3,380)	(7,307)
PROFIT FOR THE PERIOD		50,263	63,607
Attributable to: Ordinary equity holders of the Company Minority interests		51,256 (993) ———————————————————————————————————	63,667 (60) 63,607
Interim dividend	6	Nil	Nil
EARNINGS PER SHARE ATTRIBUTA TO ORDINARY EQUITY HOLDERS OF THE COMPANY	BLE		
Basic	7	8.0 cents	9.9 cents
Diluted		N/A	N/A

# CONDENSED CONSOLIDATED BALANCE SHEET

As at 30 June 2008

		20 1	31 Danasahan
	Notes	30 June 2008 <i>HK\$'000</i> (Unaudited)	31 December 2007 <i>HK\$'000</i> (Audited)
NON-CURRENT ASSETS Property, plant and equipment Prepaid land lease payments Intangible assets	8	1,256,276 64,230 2,812	1,043,504 58,380 2,105
Total non-current assets		1,323,318	1,103,989
CURRENT ASSETS Inventories Accounts and bills receivable Prepayments, deposits and other receivables Equity investments at fair value through profit or loss	9	735,646 538,873 62,786	491,150 296,300 28,374
Derivative financial instruments Due from a minority shareholder Pledged deposits Cash and cash equivalents		3,740 83 8,823 93,663	6,913 101 12,887 113,182
Total current assets		1,444,078	949,610
CURRENT LIABILITIES Accounts and bills payable Accrued liabilities and other payables Derivative financial instruments Tax payable Bank advances for discounted bills Interest-bearing bank and other borrowings	10 9	523,715 83,658 3,292 14,162 115,023 562,615	232,280 60,131 4,842 13,280 39,025 328,116
Total current liabilities		1,302,465	677,674
NET CURRENT ASSETS		141,613	271,936
TOTAL ASSETS LESS CURRENT LIABILITIES		1,464,931	1,375,925
<b>NON-CURRENT LIABILITIES</b> Interest-bearing bank and other borrowings Deferred tax liabilities		340,794 752	414,946 712
Total non-current liabilities		341,546	415,658
Net assets		1,123,385	960,267
EQUITY Equity attributable to ordinary equity holders of the Company Issued capital		64,458	64,413
Reserves Proposed final dividend		1,033,385 -	850,881 27,698
		1,097,843	942,992
Minority interests		25,542	17,275
Total equity		1,123,385	960,267

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the period ended 30 June 2008

					)		,				
		Share	Share		Statutory			Proposed			
	Issued	premium	Option	Capital	surplus f	luctuation	Retained	final		Minority	Total
	capital	account	reserve	reserve	reserve	reserve	profits	dividend	Total	interests	equity
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
At 1 January 2007											
(Audited)	64,000	122,429	5,300	104,804	23,204	40,004	413,077	25,600	798,418	317	798,735
Profit for the period	-	-	-	-	-	-	63,667	-	63,667	(60)	63,607
Contribution from											
minority shareholders	-	-	-	-	-	-	-	-	-	6,950	6,950
2006 final dividend	-	-	-	-	-	-	-	(25,600)	(25,600)	-	(25,600)
Transfer to statutory											
surplus reserve					2,961		(2,961)				
At 30 June 2007											
(Unaudited)	64,000	122,429	5,300	104,804	26,165	40,004	473,783	-	836,485	7,207	843,692
At 1 January 2008	64.442	420 227	6.022	404.004	27.002	02.024	404 470	27.600	042.002	47.075	000 207
(Audited)	64,413	128,237	6,833	104,804	27,803	92,034	491,170	27,698	942,992	17,275	960,267
Exchange realignment						122,011			122,011	2,361	124,372
Total Income and											
expense for the											
period recognised											
directly in equity	-	-	-	-	-	122,011	-	-	122,011	2,361	124,372
Profit for the period							51,256		51,256	(993)	50,263
Total Income											
and expense											
for the period	-	-	-	-	-	122,011	51,256	-	173,267	1,368	174,635
Contribution from											
minority shareholders	-	-	-	-	-	-	-	-	-	6,899	6,899
2007 final dividend	-	-	-	-	-	-	-	(27,698)	(27,698)	-	(27,698)
Issue of shares	45	537	-	-	-	-	-	-	582	-	582
Transfer to share											
premium account											
upon exercise of											
share options	-	103	(103)	-	-	-	-	-	-	-	-
Equity-settle share											
option arrangement	-	-	8,700	-	-	-	-	-	8,700	-	8,700
Transfer to statutory											
surplus reserve					1,343		(1,343)				
At 30 June 2008											
(Unaudited)	64,458	128,877	15,430	104,804	29,146	214,045	541,083		1,097,843	25,542	1,123,385

# CONDENSED CONSOLIDATED CASH FLOW STATEMENT

For the period ended 30 June 2008

	Six months ended 30 June 2008 HK\$'000 (Unaudited)	Six months ended 30 June 2007 <i>HK\$'000</i> (Unaudited)
NET CASH OUTFLOW FROM		
OPERATING ACTIVITIES  NET CASH OUTFLOW FROM	(7,111)	(108,138)
INVESTING ACTIVITIES	(147,010)	(93,267)
NET CASH INFLOW FROM FINANCING ACTIVITIES	132,637	163,371
NET DECREASE IN CASH AND CASH EQUIVALENTS	(21,484)	(38,034)
Cash and cash equivalents at beginning of period	113,182	193,076
Effect of foreign exchange rate changes, net	1,965	
CASH AND CASH EQUIVALENTS AT END OF PERIOD	93,663	155,042
ANALYSIS OF BALANCES OF  CASH AND CASH EQUIVALENTS  Cash and bank balances	93,663	155,042

#### NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

#### 1. BASIS OF PRESENTATION AND ACCOUNTING POLICIES

The condensed consolidated interim financial statements of the Group 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 with the disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities (the "Listing Rules") of The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") . These condensed consolidated financial statements are unaudited but have been reviewed by the Company's audit committee.

The basis of preparation and accounting policies adopted in preparing these condensed consolidated financial statements are consistent with those adopted in the preparation of the Group's annual financial statements for the year ended 31 December 2007 except for the adoption of the following amendment mandatory for periods beginning on or after 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 Group has assessed the impact of the adoption of the above new and revised HKFRSs and concluded that there was no significant impact on the Group's results and financial position.

The Group has not early applied the following new and revised HKFRSs relevant to the Group's financial statements, that have been issued but not yet effective in the period covered by these interim financial statements:

HKFRS 2 Amendment	Share-based Payment – Vesting Conditions and Cancellations
HKFRS 3 (Revised)	Business Combinations
HKFRS 8	Operating Segments
HKAS 1 (Revised)	Presentation of Financial Statements
HKAS 23 (Revised)	Borrowing Costs
HKAS 27 (Revised)	Consolidated and Separate Financial Statements
Amendments to HKFRS 7	Financial Instruments: Disclosures Puttable financial instruments and obligations arising on liquidation
Amendments to HKAS 1 (Revised)	Presentation of Financial Statements Puttable financial instruments and obligations arising on liquidation
Amendments to HKAS 32	Financial Instruments: Presentation – Puttable financial instruments and obligations arising on liquidation
Amendments to HKAS 39	Financial Instruments: Recognition and Measurement – Puttable financial instruments and obligations arising on liquidation
HK(IFRIC)-Int 13	Customer Loyalty Programmes
Amendments to (HKIFRIC)-Int 2	Members Shares in Co-operative Entities and Similar

Instruments

## 1. BASIS OF PRESENTATION AND ACCOUNTING POLICIES (continued)

The Group expects that the adoption of the pronouncements listed above will not have any significant impact on the Group's financial statements in the period of initial application.

## 2. SEGMENT INFORMATION

The Group's primary format for reporting segment information is geographical segments (based on location of customers).

A geographical segment analysis of the Group's financial results for the period ended 30 June 2008, with comparative figures for the period ended 30 June 2007, is summarized below:

# (i) Geographical segments based on the location of customers

	Singapore HK\$'000	Hong Kong HK\$'000	Taiwan HK\$'000	PRC HK\$'000	USA HK\$'000	Others HK\$'000	Consolidated HK\$'000
Six months ended 30 June 2008 (Unaudited) Segment revenue: Sales to external							
customers	482,382	166,797	137,481	101,566	136,125	127,445	1,151,796
Other income	619	730	1	165	8	119	1,642
Total	483,001	167,527	137,482	101,731	136,133	127,564	1,153,438
Segment results	91,009	33,418	26,878	20,013	25,825	24,793	221,936
Interest and other unallocated income Unallocated expenses Finance costs							5,533 (156,420) (17,406)
Profit before tax Tax							53,643 (3,380)
Profit for the period							50,263

# 2. SEGMENT INFORMATION (continued)

# (i) Geographical segments based on the location of customers (continued)

	Singapore HK\$'000	Hong Kong  HK\$'000	Taiwan HK\$'000	PRC HK\$'000	<b>USA</b> HK\$'000	Others HK\$'000	Consolidated HK\$'000
Six months ended 30 June 2007 (Unaudited) Segment revenue:							
Sales to external customers Other income	525,520 1,441	158,403 2,010	85,483 2	115,580 158	41,136 15	144,391 53	1,070,513 3,679
Total	526,961	160,413	85,485	115,738	41,151	144,444	1,074,192
Segment results	92,091	30,388	15,316	20,864	7,384	25,922	191,965
Interest and other unallocated income Unallocated expenses Finance costs							5,688 (104,084) (22,655)
Profit before tax Tax							70,914 (7,307)
Profit for the period							63,607

# (ii) Geographical segments based on the location of assets

	Singapore HK\$'000	Hong Kong  HK\$'000	PRC HK\$'000	Others HK\$'000	Consolidated HK\$'000
Segment assets					
As at 30 June 2008 (Unaudited)	517	518,988	2,146,003	101,888	2,767,396
As at 31 December 2007 (Audited)	152	308,769	1,658,652	86,026	2,053,599
Capital expenditure					
Six months ended 30 June 2008					
(Unaudited)	47	2,686	155,051	1,528	159,312
Six months ended 30 June 2007					
(Unaudited)	22	207	91,169	11,190	102,588

#### 3. REVENUE AND OTHER INCOME

Revenue, which is also the Group's turnover, represents the net invoiced value of goods sold, after allowances for returns and trade discounts, and services provided by the Group. All significant intra-group transactions have been eliminated on consolidation.

An analysis of the revenue and other income is as follows:

	Six months ended 30 June 2008 HK\$'000 (Unaudited)	Six months ended 30 June 2007 <i>HK\$'000</i> (Unaudited)
Revenue Production and sale of knitted fabric, dyed yarn and garment products and provision of related subcontracting services	1,151,796	1,070,513
Other income Fee income from freight handling services Bank interest income Gross rental income Others	1,642 355 265 4,913	3,679 552 301 4,835
	7,175 1,158,971	9,367

# 4. PROFIT BEFORE TAX

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

	Six months	Six months
	ended	ended
	30 June 2008	30 June 2007
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Cost of inventories sold and services provided	915,757	812,748
Research and development costs	3,291	2,056
Depreciation of items of property, plant and equipment	61,037	39,509
Amortisation of intangible assets	190	-
Amortisation of prepaid land lease payments	701	583
Employee benefits expense		
(including directors remuneration):		
Wages and salaries	103,318	76,325
Equity-settled share option exercise	8,700	-
Pension scheme contributions	4,635	2,048
	116,653	78,373
Minimum lease payments under operating leases		
in respect of land and buildings	1,050	1,159
(Gains)/Losses on disposal of items of property,		
plant and equipment	(347)	321
Fair value losses, net		
Equity Investment at fair value through profit or loss		
<ul> <li>held for trading</li> </ul>	239	377
Derivative financial instruments		
– transactions not qualified for hedges	827	_
Impairment of accounts receivable	784	-
Write back of impairment allowance		
for accounts receivable	(285)	(112)
Foreign exchange (gains)/losses, net	(1,833)	381

#### 5. TAX

	Six months ended 30 June 2008 HK\$'000 (Unaudited)	Six months ended 30 June 2007 <i>HK\$'000</i> (Unaudited)
Current tax – Hong Kong		
Charge for the period	1,931	4,325
Current tax – Elsewhere		
Charge for the period	2,627	2,941
Overprovision in respect of prior periods	(1,218)	-
Deferred tax charged	40	41
Total tax charge for the period	3,380	7,307

Profits tax in Hong Kong is calculated at 16.5% (six months ended 30 June 2007: 17.5%) on the estimated assessable profits for the Period. Tax in elsewhere is calculated at tax rates prevailing in the respective jurisdictions.

#### 6. DIVIDEND

The Board has resolved not to declare any interim dividend for the Period (six months ended 30 June 2007: Nil).

#### 7. EARNINGS PER SHARE

The calculation of basic earnings per share amounts is based on the profit for the Period attributable to ordinary equity holders of the Company of HK\$51,256,000 (six months ended 30 June 2007: HK\$63,667,000) and the weighted average of 644,475,000 (six months ended 30 June 2007: 640,000,000) ordinary shares deemed to have been in issue during the Period.

Diluted earnings per share amounts for the period ended 30 June 2008 and 2007 has not been disclosed, as the share options outstanding during these Periods had an anti-dilutive effect on the basic earnings per share for these Periods.

#### 8. PROPERTY, PLANT AND EQUIPMENT

The changes in the net book value of property, plant and equipment for the six months ended 30 June 2008 are analysed as follows:

	HK\$'000
At 1 January 2008 (Audited)	1,043,504
Additions/Transfers	158,654
Disposals	(197)
Depreciation	(61,037)
Exchange realignment	115,352
At 30 June 2008 (Unaudited)	1,256,276

As at 30 June 2008, the Group did not obtain title certificates in respect of four factory buildings with net book value of approximately HK\$3.7 million (31 December 2007: HK\$3.7 million). The aforesaid buildings and structures accounted for less than 1% of the Group's total property, plant and equipment. Mr. Tai Chin Chun and Mr. Tai Chin Wen, directors of the Company, together with two major shareholders of the Company (beneficially owned by Mr. Tai Chin Chun and Mr. Tai Chin Wen, respectively), have given joint and several indemnities in favour of the Group in respect of the aforementioned buildings/structures (note 13(b)).

#### 9. ACCOUNTS AND BILLS RECEIVABLE

The Group's trading term with its customers are generally on credit with terms of up to 60 days and are non-interest bearing (except for certain well-established customers having strong financial strength, good repayment history and credit worthiness, where the credit terms are extended to 120 days). Overdue balances are reviewed regularly by senior management. In view of the aforementioned and the fact that the Group's accounts and bills receivable relate to a large number of diversified customers, there is no significant concentration of credit risk.

## 9. ACCOUNTS AND BILLS RECEIVABLE (continued)

An aged analysis of the Group's accounts and bills receivable as at the balance sheet date, based on the invoice date and net of provisions, is as follows:

	30 June 2008 <i>HK\$'000</i> (Unaudited)	31 December 2007 <i>HK\$'000</i> (Audited)
Within 30 days	247,752	131,612
31 to 60 days	187,461	91,302
61 to 90 days	72,290	49,244
Over 90 days	31,370	24,142
	538,873	296,300
	330,073	290,300

The carrying amounts of the Group's accounts and bills receivable approximate to their fair values.

Included in the above accounts and bills receivable as at 30 June 2008, HK\$115,023,000 (31 December 2007: HK\$39,025,000) was discounted to banks in exchange for cash and included as "Bank advances for discounted bills" on the face of the consolidated balance sheet.

## 10. ACCOUNTS AND BILLS PAYABLE

An aged analysis of the Group's accounts and bills payable as at the balance sheet date, based on the invoice date, is as follows:

	30 June	31 December
	2008	2007
	HK\$'000	HK\$'000
	(Unaudited)	(Audited)
Within 90 days	430,640	191,024
91 to 180 days	92,964	39,152
181 to 365 days	111	2,016
Over 365 days	_	88
	523,715	232,280

The accounts and bills payable are non-interest-bearing and are normally settled on an average credit period of 90-120 days. The carrying amounts of the Group's accounts and bills payable approximate to their fair values.

#### 11. CONTINGENT LIABILITIES

(a) At the balance sheet date, contingent liabilities not provided for in the financial statements were as follows:

	30 June	31 December
	2008	2007
	HK\$'000	HK\$'000
	(Unaudited)	(Audited)
Discounted bills with recourse supported		
by letters of credit	16,682	39,179

(b) The Group had a contingent liability in respect of possible future long service payments to employees under the Hong Kong Employment Ordinance, with a maximum possible amount of HK\$1,573,000 (31 December 2007: HK\$1,504,000) as at 30 June 2008. The contingent liability has arisen because, at the balance sheet date, a number of current employees have achieved the required number of years of service to the Group in order to be eligible for long service payments under the Hong Kong Employment Ordinance if their employment is terminated under certain circumstances. A provision has not been recognised in respect of such possible payments, as it is not considered probable that the situation will result in a material future outflow of resources from the Group.

#### 12. COMMITMENTS

The Group had the following commitments as at the balance sheet date:

## **Capital commitments**

	30 June	31 December
	2008	2007
	HK\$'000	HK\$'000
	(Unaudited)	(Audited)
Contracted but not provided for: Purchases of machinery Construction in progress	19,684 57,856	44,071 85,472
	77,540	129,543

#### 13. RELATED PARTY TRANSACTIONS

(a) The Group had the following material transactions with related parties during the period:

	Six months ended 30 June 2008 HK\$'000 (Unaudited)	Six months ended 30 June 2007 <i>HK\$'000</i> (Unaudited)
Rental expenses on office premises and a staff quarter paid to Mr. Tai Chin Chun and Mr. Tai Chin Wen	186	136

The Group entered into tenancy agreements with Mr. Tai Chin Chun and Mr. Tai Chin Wen, Directors of the Company, for the rental of office premises and a staff quarter at monthly rentals of totaling HK\$31,000 for terms of two years, based on the prevailing market rentals.

- (b) Each of Mr. Tai Chin Chun and Mr. Tai Chin Wen, Director of the Company, together with two major shareholders of the Company (beneficially owned by Mr. Tai Chin Chun and Mr. Tai Chin Wen, respectively), have given joint and several indemnities in favour of the Group in respect of certain buildings/structures of the Group as detailed in note 8 of the financial statements.
- (c) Compensation of key management personnel of the Group:

	Six months	Six months
	ended	ended
	30 June 2008	30 June 2007
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Short-term employee benefits Post-employment benefits	6,082	5,693 42
	6,130	5,735

#### 14. APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements were approved and authorized for issue by the Board on 16 September 2008.