WANG ON GROUP LIMITED
(宏安集團有限公司)*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1222)

ANNOUNCEMENT OF FINAL RESULTS FOR THE YEAR ENDED 31 MARCH 2008

The board of directors (the "Board") of Wang On Group Limited (the "Company") is pleased to announce the consolidated results of the Company and its subsidiaries (collectively the "Group") for the year ended 31 March 2008, together with the comparative figures for the previous year, as follows:

CONSOLIDATED INCOME STATEMENT

Year ended 31 March 2008

	Notes	**2008** *HK$'000*	2007 *HK$'000*
REVENUE	*4*	**545,882**	499,488
Cost of sales		**(384,557)**	(380,491)
Gross profit		**161,325**	118,997
Other income and gains		**97,329**	37,639
Selling and distribution costs		**(10,548)**	(12,536)
Administrative expenses		**(104,427)**	(70,684)
Other expenses		**(45,222)**	(1,806)
Finance costs	*5*	**(14,906)**	(13,828)
Gain on disposal of subsidiaries		**–**	2,524
Fair value gains on revaluation of investment properties, net		**11,383**	31,548
Share of profits and losses of associates		**27,643**	4,578
PROFIT BEFORE TAX	*6*	**122,577**	96,432
Tax	*7*	**(25,963)**	(13,254)
PROFIT FOR THE YEAR		**96,614**	83,178
Attributable to:			
Equity holders of the parent		**96,089**	83,170
Minority interests		**525**	8
		96,614	83,178
DIVIDENDS	*8*		
Additional final dividend for 2006		**–**	126
Interim		**10,319**	7,073
Proposed final		**7,868**	19,540
		18,187	26,739
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT	*9*		
Basic		HK**1.55 cents**	HK1.76 cents
Diluted		HK**1.43 cents**	HK1.58 cents

* *For identification purpose only*

CONSOLIDATED BALANCE SHEET

31 March 2008

	Notes	**2008**	2007
		HK$'000	*HK$'000*
NON-CURRENT ASSETS			
Property, plant and equipment		**160,884**	11,985
Prepaid land lease payments		**177,902**	–
Investment properties		**555,199**	315,143
Properties under development		**–**	247,869
Goodwill		**7,820**	2,319
Interests in associates		**305,825**	321,364
Held-to-maturity financial asset		**1,943**	–
Other intangible asset		**24,240**	30,300
Loans receivable		**12,989**	13,987
Rental deposits paid		**4,595**	5,343
Deposits for the acquisition of investment properties and associates		**35,674**	–
Deferred tax assets		**4,342**	2,733
Total non-current assets		**1,291,413**	951,043
CURRENT ASSETS			
Properties held for sale		**27,885**	1,455
Properties under development		**288,405**	222,811
Trade receivables	*10*	**4,101**	6,596
Prepayments, deposits and other receivables		**43,190**	38,958
Financial assets at fair value through profit or loss		**45,278**	46,767
Tax recoverable		**883**	–
Pledged deposits		**–**	78,000
Cash and cash equivalents		**330,819**	388,584
Total current assets		**740,561**	783,171
CURRENT LIABILITIES			
Trade payables	*11*	**24,624**	23,246
Other payables and accruals		**128,423**	21,095
Deposits received and receipts in advance		**50,038**	81,888
Derivative financial instruments		**2,338**	–
Interest-bearing bank loans		**347,115**	389,425
Provisions for onerous contracts		**1,690**	369
Tax payable		**27,827**	15,876
Total current liabilities		**582,055**	531,899
NET CURRENT ASSETS		**158,506**	251,272
TOTAL ASSETS LESS CURRENT LIABILITIES		**1,449,919**	1,202,315

	2008	2007
	HK$'000	*HK$'000*
TOTAL ASSETS LESS CURRENT LIABILITIES	**1,449,919**	1,202,315
NON-CURRENT LIABILITIES		
Interest-bearing bank loans	**199,118**	108,799
Provisions for onerous contracts	**1,960**	–
Convertible notes	**–**	45,756
Deferred tax liabilities	**8,626**	5,454
Total non-current liabilities	**209,704**	160,009
Net assets	**1,240,215**	1,042,306
EQUITY		
Equity attributable to equity holders of the parent		
Issued capital	**32,051**	29,418
Equity component of convertible notes	**–**	5,653
Reserves	**1,142,650**	987,223
Proposed final dividend	**7,868**	19,540
	1,182,569	1,041,834
Minority interests	**57,646**	472
Total equity	**1,240,215**	1,042,306

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

1. BASIS OF PREPARATION

These financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") (which include all Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards ("HKASs") and Interpretations) issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA"), accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention, except for investment properties, certain derivative financial instruments and equity investments, which have been measured at fair value. These financial statements are presented in Hong Kong dollars ("HK$") and all values are rounded to the nearest thousand except when otherwise indicated.

2 IMPACT OF NEW AND REVISED HKFRSs

The Group has adopted the following new and revised HKFRSs for the first time for the current year's financial statements. Except for in certain cases, giving rise to new and revised accounting policies and additional disclosures, the adoption of these new and revised standards and interpretations has had no material effect on these financial statements.

HKFRS 7	Financial Instruments: Disclosures
HKAS 1 Amendment	Capital Disclosures
HK(IFRIC)-Int 8	Scope of HKFRS 2
HK(IFRIC)-Int 9	Reassessment of Embedded Derivatives
HK(IFRIC)-Int 10	Interim Financial Reporting and Impairment
HK(IFRIC)-Int 11	HKFRS 2 – Group and Treasury Share Transactions

The principal effects of adopting these new and revised HKFRSs are as follows:

(a) HKFRS 7 Financial Instruments: Disclosures

This standard requires disclosures that enable users of the financial statements to evaluate the significance of the Group's financial instruments and the nature and extent of risks arising from those financial instruments. The new disclosures are included throughout the financial statements. While there has been no effect on the financial position or results of operations of the Group, comparative information has been included/revised where appropriate.

(b) Amendment to HKAS 1 Presentation of Financial Statements – Capital Disclosures

This amendment requires the Group to make disclosures that enable users of the financial statements to evaluate the Group's objectives, policies and processes for managing capital.

(c) HK(IFRIC)-Int 8 Scope of HKFRS 2

This interpretation requires HKFRS 2 to be applied to any arrangement in which the Group cannot identify specifically some or all of the goods or services received, for which equity instruments are granted or liabilities (based on a value of the Group's equity instruments) are incurred by the Group for a consideration, and which appears to be less than the fair value of the equity instruments granted or liabilities incurred. As the Company has only issued equity instruments to the Group's employees in accordance with the Group's share option scheme, the interpretation has had no effect on these financial statements.

(d) HK(IFRIC)-Int 9 Reassessment of Embedded Derivatives

This interpretation requires that the date to assess whether an embedded derivative is required to be separated from the host contract and accounted for as a derivative is the date that the Group first becomes a party to the contract, with reassessment only if there is a change to the contract that significantly modifies the cash flows. As the Group's existing policy of accounting for derivatives complies with the requirements of the interpretation, the interpretation has had no material impact on the financial position or results of operations of the Group.

(e) HK(IFRIC)-Int 10 Interim Financial Reporting and Impairment

The Group has adopted this interpretation as of 1 April 2007, which requires that an impairment loss recognised in a previous interim period in respect of goodwill or an investment in either an equity instrument classified as available for sale or a financial asset carried at cost is not subsequently reversed. As the Group had no impairment losses previously reversed in respect of such assets, the interpretation has had no impact on the financial position or results of operations of the Group.

(f) HK(IFRIC)-Int 11 HKFRS 2 – Group and Treasury Share Transactions

This interpretation requires arrangements whereby an employee is granted rights to the Group's equity instruments, to be accounted for as an equity-settled scheme, even if the Group acquires the instruments from another party, or the shareholders provide the equity instruments needed. This interpretation also addresses the accounting for share-based payment transactions involving two or more entities within the Group. As the Group's current policy for share-based payment transactions aligns with the requirements of the interpretation, the interpretation has had no effect on these financial statements.

IMPACT OF ISSUED BUT NOT YET EFFECTIVE HKFRSs

The Group has not applied the following new and revised HKFRSs, that have been issued but are not yet effective, in these financial statements,

HKFRS 2 Amendments	Share-based Payment – Vesting Conditions and Cancellations[1]
HKFRS 3 (Revised)	Business Combinations[4]
HKFRS 8	Operating Segments[1]
HKAS 1 (Revised)	Presentation of Financial Statements[1]
HKAS 23 (Revised)	Borrowing Costs[1]
HKAS 27 (Revised)	Consolidated and Separate Financial Statements[4]
HKAS 32 and HKAS 1 Amendments	Puttable Financial Instruments and Obligations Arising on Liquidation[1]
HK(IFRIC)-Int 12	Service Concession Arrangements[3]
HK(IFRIC)-Int 13	Customer Loyalty Programmes[2]
HK(IFRIC)-Int 14	HKAS 19 – The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction[3]

1 Effective for annual periods beginning on or after 1 January 2009
2 Effective for annual periods beginning on or after 1 July 2008
3 Effective for annual periods beginning on or after 1 January 2008
4 Effective for annual periods beginning on or after 1 July 2009

HKFRS 2 has been amended to restrict the definition of "vesting condition" to a condition that includes an explicit or implicit requirement to provide services. Any other conditions are non-vesting conditions, which have to be taken into account to determine the fair value of the equity instruments granted. In the case that the award does not vest as the result of a failure to meet a non-vesting condition that is within the control of either the entity or the counterparty, this must be accounted for as a cancellation. The Group has not entered into share-based payment schemes with non-vesting conditions attached and, therefore, does not expect significant implications on its accounting for share-based payments.

HKFRS 3 has been revised to introduce a number of changes in the accounting for business combinations that will have impact on the amount of goodwill recognised, the reported results in the period that an acquisition occurs, and future reported results.

HKAS 27 has been revised to require a change in the ownership interest of a subsidiary is accounted for as an equity transaction. Therefore, such a change will have no impact on goodwill, nor will it give rise to a gain or loss. Furthermore, the amended standard changes the accounting for losses incurred by the subsidiary as well as the loss of control of a subsidiary.

The changes introduced by HKFRS 3 (revised) and HKAS 27 (revised) must be applied prospectively and will affect future acquisitions and transactions with minority interests.

HKFRS 8, which will replace HKAS 14 *Segment Reporting*, specifies how an entity should report information about its operating segments, based on information about the components of the entity that is available to the chief operating decision maker for the purposes of allocating resources to the segments and assessing their performance. The standard also requires the disclosure of information about the products and services provided by the segments, the geographical areas in which the Group operates, and revenue from the Group's major customers. The Group expects to adopt HKFRS 8 from 1 April 2009.

HKAS 1 has been revised to introduce changes in presentation and disclosures of financial statements and does not change the recognition, measurement or disclosure of specific transactions and other events required by other HKFRSs.

HKAS 23 has been revised to require capitalisation of borrowing costs when such costs are directly attributable to the acquisition, construction or production of a qualifying asset. As the Group's current policy for borrowing costs aligns with the requirements of the revised standard, the revised standard is unlikely to have any financial impact on the Group.

HKAS 32 and HKAS 1 Amendments have been revised to require puttable financial instruments and instruments or components of instruments that impose on the entity an obligation to deliver to another party a pro rata rate of the share of the net assets of the entity only on liquidation to be classified as equity. The Group expects to adopt HKAS 32 and HKAS 1 Amendments from 1 April 2009.

HK(IFRIC)-Int 12 requires an operator under public-to-private service concession arrangements to recognise the consideration received or receivable in exchange for the construction services as a financial asset and/or an intangible asset, based on the terms of the contractual arrangements. HK(IFRIC)-Int 12 also addresses how an operator shall apply existing HKFRSs to account for the obligations and the rights arising from service concession arrangements by which a government or a public sector entity grants a contract for the construction of infrastructure used to provide public services and/or for the supply of public services. As the Group currently has no such arrangements, the interpretation is unlikely to have any financial impact on the Group.

HK(IFRIC)-lnt 13 requires that loyalty award credits granted to customers as part of a sales transaction are accounted for as a separate component of the sales transaction. The consideration received in the sales transaction is allocated between the loyalty award credits and the other components of the sale. The amount allocated to the loyalty award credits is determined by reference to their fair value and is deferred until the awards are redeemed or the liability is otherwise extinguished.

HK(IFRIC)-lnt 14 addresses how to assess the limit under HKAS 19 Employee Benefits, on the amount of a refund or a reduction in future contributions in relation to a defined benefit scheme that can be recognised as an asset, in particular, when a minimum funding requirement exists.

As the Group currently has no customer loyalty award credits and defined benefit scheme, HK(IFRIC)-Int 13 and HK(IFRIC)-Int 14 are not applicable to the Group and therefore are unlikely to have any financial impact on the Group.

3. SEGMENT INFORMATION

(a) Business segments

The following tables present revenue, profit/(loss) and certain asset, liability and expenditure information for the Group's business segments for the years ended 31 March 2008 and 2007.

	Property development		Property investment		Chinese wet markets		Shopping centres and car parks		Agricultural by-products wholesale markets		Unallocated corporate and others		Eliminations		Consolidated	
	2008	2007	**2008**	2007	**2008**	2007	**2008**	2007	**2008**	2007	**2008**	2007	**2008**	2007	**2008**	2007
	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*	***HK$'000***	*HK$'000*
Segment revenue:																
Sales to external customers	**302,998**	242,242	**22,826**	42,090	**170,742**	144,048	**12,893**	27,262	**34,395**	–	**2,028**	43,846	**-**	–	**545,882**	499,488
Intersegment sales	**9,848**	–	**-**	2,772	**-**	4,091	**440**	791	**-**	–	**9,696**	1,854	**(19,984)**	(9,508)	**-**	–
Other revenue	**8**	7	**9,614**	39,945	**5,600**	2,616	**515**	1,038	**4,740**	379	**80,358**	18,773	**(2,553)**	(1,975)	**98,282**	60,783
Total	**312,854**	242,249	**32,440**	84,807	**176,342**	150,755	**13,848**	29,091	**39,135**	379	**92,082**	64,473	**(22,537)**	(11,483)	**644,164**	560,271
Segment results	**49,565**	28,205	**26,590**	48,472	**13,478**	31,028	**2,283**	3,688	**(583)**	(9,309)	**11,050**	7,334	**(2,973)**	2,089	**99,410**	111,507
Unallocated expenses															**-**	(16,753)
Interest income															**10,430**	10,928
Finance costs															**(14,906)**	(13,828)
Share of profits and losses of associates															**27,643**	4,578
Profit before tax															**122,577**	96,432
Tax															**(25,963)**	(13,254)
Profit for the year															**96,614**	83,178
Assets and liabilities																
Segment assets	**751,325**	575,474	**436,214**	394,268	**204,092**	108,870	**47,072**	52,488	**432,077**	54,028	**2,462,613**	2,103,447	**(2,611,586)**	(1,878,458)	**1,721,807**	1,410,117
Interests in associates	**-**	–	**-**	–	**-**	–	**-**	–	**-**	–	**305,825**	321,364	**-**	–	**305,825**	321,364
Deferred tax assets	**3,062**	2,171	**244**	–	**1,036**	562	**-**	–	**-**	–	**-**	–	**-**	–	**4,342**	2,733
Total assets															**2,031,974**	1,734,214
Segment liabilities	**570,813**	317,630	**292,567**	222,581	**203,920**	131,183	**15,030**	17,649	**352,326**	68,651	**1,386,003**	1,247,362	**(2,611,586)**	(1,878,458)	**209,073**	126,598
Interest-bearing bank loans	**150,650**	242,050	**94,904**	88,528	**-**	896	**-**	–	**49,429**	–	**251,250**	166,750	**-**	–	**546,233**	498,224
Tax payable	**9,433**	7,173	**949**	478	**845**	3,667	**210**	2,026	**2,079**	–	**14,311**	2,532	**-**	–	**27,827**	15,876
Convertible notes	**-**	–	**-**	–	**-**	–	**-**	–	**-**	–	**-**	45,756	**-**	–	**-**	45,756
Deferred tax liabilities	**-**	–	**8,593**	5,454	**-**	–	**-**	–	**-**	–	**33**	–	**-**	–	**8,626**	5,454
Total liabilities															**791,759**	691,908
Other segment information:																
Depreciation and amortisation	**796**	4	**12**	12	**6,734**	3,693	**11**	491	**6,669**	6	**840**	952	**-**	–	**15,062**	5,158
Impairment losses recognised in the income statement	**14,925**	–	**-**	–	**-**	–	**70**	–	**-**	–	**6,333**	–	**-**	–	**21,328**	–
Capital expenditure	**181,641**	30	**118,357**	18,752	**16,653**	2,077	**-**	17	**210,128**	30,764	**1,392**	1,361	**-**	–	**528,171**	53,001

(b) Geographical segments

The following table presents revenue and certain asset and expenditure information for the Group's geographical segments for the year ended 31 March 2008 and 2007.

	Hong Kong		Mainland China		Eliminations		Consolidated	
	2008	2007	**2008**	2007	**2008**	2007	**2008**	2007
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*
Segment revenue:								
Sales to external customers	**496,331**	494,673	**49,551**	4,815	**–**	–	**545,882**	499,488
Other segment information:								
Segment assets	**3,775,697**	3,544,096	**867,863**	68,576	**(2,611,586)**	(1,878,458)	**2,031,974**	1,734,214
Capital expenditure	**135,886**	51,656	**392,285**	1,345	**–**	–	**528,171**	53,001

4. REVENUE

Revenue, which is also the Group's turnover, represents sub-licensing and management fee income received and receivable; the invoiced value of goods sold, after allowances for returns and trade discounts; the invoiced value of services rendered; the gross rental income received and receivable from investment properties and proceeds from the sale of properties during the year.

An analysis of revenue is as follows:

	Group	
	2008	2007
	HK$'000	*HK$'000*
Revenue		
Sub-licensing fee income	**145,024**	155,084
Property management fee income	**16,609**	16,228
Sale of goods	**22,606**	40,092
Rendering of services	**3,781**	3,752
Gross rental income	**43,366**	10,603
Sale of properties	**314,496**	273,729
	545,882	499,488

5. FINANCE COSTS

	Group	
	2008	2007
	HK$'000	*HK$'000*
Interest on convertible notes	**1,144**	2,966
Interest on bank loans and overdrafts	**24,490**	21,682
Total interest expense on financial liabilities not at fair value through profit or loss	**25,634**	24,648
Less: Interest capitalised	**(10,728)**	(10,820)
	14,906	13,828

6. PROFIT BEFORE TAX

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

	Group	
	2008	2007
	HK$'000	*HK$'000*
Auditors' remuneration	**2,700**	1,900
Cost of inventories sold	**17,016**	24,522
Cost of services provided	**156,037**	137,665
Cost of properties sold	**211,504**	218,304
Depreciation	**8,290**	5,158
Less: Government grants released*	**(440)**	–
	7,850	5,158
Minimum lease payments under operating leases for land and buildings	**90,586**	94,697
Amortisation of prepaid land lease payments	**712**	–
Amortisation of other intangible asset	**6,060**	–
Employee benefits expense (including directors' remuneration):		
Wages and salaries	**61,920**	53,907
Pension scheme contributions	**2,992**	1,642
Equity-settled share option expense	**64**	7,633
	64,976	63,182
Fair value (gains)/losses, net:		
Financial assets at fair value through profit or loss*	**6,663**	(489)
Derivative financial instrument*	**2,338**	–
Compensation paid to a minority shareholder of subsidiary*	**9,971**	–
Impairment of trade receivables*	**–**	467
Impairment of goodwill*	**11,558**	–
Impairment of land use right*	**9,700**	–
Impairment of other receivables*	**70**	–
Loss on disposal of items of property, plant and equipment*	**67**	–
Loss on partial/deemed disposal of an associate*	**4,855**	–
Amount provided/(released) for onerous contracts, net	**3,281**	(1,566)
Net rental income	**(8,951)**	(10,480)

* *The expenses are included in "Other expenses" on the face of the consolidated income statement.*

7. TAX

Hong Kong profits tax has been provided at the rate of 17.5% (2007: 17.5%) on the estimated assessable profits arising in Hong Kong during the year. Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the jurisdictions in which the Group operates, based on existing legislation, interpretations and practice in respect thereof.

	2008	2007
	HK$'000	*HK$'000*
Group:		
Current – Hong Kong		
Charge for the year	**24,645**	15,249
Overprovision in prior years	**(1,297)**	(2,243)
Current – PRC		
Charge for the year	**1,052**	137
Deferred	**1,563**	111
Total tax charge for the year	**25,963**	13,254

8. DIVIDENDS

	2008	2007
	HK$'000	*HK$'000*
Additional final dividend for 2006	**–**	126
Interim – HK0.16 cents (2007: HK0.15 cents) per ordinary share	**10,319**	7,073
Proposed final – HK0.10 cents (2007: HK0.33 cents) per ordinary share	**7,868**	19,540
	18,187	26,739

The proposed final dividend for the year is subject to the approval of the Company's shareholders at the forthcoming annual general meeting.

9. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The calculation of basic earnings per share is based on the profit for the year attributable to ordinary equity holders of the parent and the weighted average number of ordinary shares in issue during the year, as adjusted to reflect the share subdivision during the year.

The calculation of diluted earnings per share is based on the profit for the year attributable to ordinary equity holders of the parent adjusted to reflect the interest on the convertible bonds, where applicable. The weighted average number of ordinary shares used in the calculation is the number of ordinary shares in issue during the year, as used in the basic earnings per share calculation, and the weighted average number of ordinary shares assumed to have been issued at no consideration on the deemed exercise or conversion of all dilutive potential ordinary shares into ordinary shares, as adjusted for the share subdivision during the year.

10. TRADE RECEIVABLES

An aged analysis of the trade receivables as at the balance sheet date, based on the invoice date, is as follows:

	Group			
	2008		2007	
	HK$'000	***Percentage***	*HK$'000*	*Percentage*
Within 90 days	**3,948**	**94**	6,278	88
91 days to 180 days	**165**	**4**	441	6
Over 180 days	**76**	**2**	425	6
	4,189	**100**	7,144	100
Less: impairment	**(88)**		(548)	
	4,101		6,596	

The Group generally grants 15 to 30 days credit period to customers for its sub-licensing business.

The Group generally does not grant any credit to customers of other businesses.

The Group seeks to maintain strict control over its outstanding receivables and has a credit control department to minimise credit risk. Overdue balances are reviewed regularly by senior management. In view of the aforementioned and that the Group's trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk. Trade receivables are non-interest-bearing.

11. TRADE PAYABLES

An aged analysis of the trade payables as at the balance sheet date, based on the invoice date, is as follows:

	Group	
	2008	2007
	HK$'000	*HK$'000*
Within 90 days	**24,624**	23,246

The trade payables are non-interest-bearing and have an average term of 30 days. The carrying amounts of the trade payables approximated to their fair values.

RESULTS

The Group's turnover and net profit attributable to equity holders for the year ended 31 March 2008 amounted to approximately HK$545.9 million (2007: approximately HK$499.5 million) and approximately HK$96.1 million (2007: approximately 83.2 million), respectively.

DIVIDENDS

The Board has recommended the payment of a final divided of HK0.1 cents (2007: HK0.33 cents) per ordinary share for the year ended 31 March 2008 to shareholders on the register of members of the Company as of 27 August 2008. The final dividend will be paid on or before 5 September 2008, subject to shareholders' approval at the forthcoming annual general meeting of the Company to be held on Wednesday, 27 August 2008. Together with the interim dividend of HK0.16 cents (2007: HK0.15 cents) per ordinary share distributed in January 2008, this represents a total dividend of HK0.26 cents (2007: HK0.48 cents) per ordinary share for the year.

CLOSURE OF REGISTER

The register of members of the Company will be closed from Tuesday, 26 August 2008 to Wednesday, 27 August 2008, both days inclusive, during which no transfer of shares will be registered. To qualify for the proposed final dividend, all shareholders are required to lodge their transfers with the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited of 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, for registration by no later than 4:30 p.m. on Monday, 25 August 2008.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

Benefiting from the improving Hong Kong economy during the year under review, as well as driven by the satisfactory performance of the property investment and property development of the Group, for the year ended 31 March 2008, the Group recorded a satisfactory turnover of approximately HK$545.9 million (2007: approximately HK$499.5 million), representing an increase of approximately 9.3% as compared with last year. Profit attributable to equity holders for the year rose by 15.5% to approximately HK$96.1 million (2007: approximately HK$83.2 million). As at 31 March 2008, the Group's net assets also increased by 19% to HK$1.24 billion (31 March 2007: HK$1.04 billion).

Agricultural By-products Wholesale Market

During the year under review, the Group continued to expand its business of developing and operating agricultural by-products wholesale markets. As the Group's agricultural by-products wholesale market business is still under development particularly in the PRC, it just started generating a turnover of approximately HK$34.4 million for the Group in the year under review. It is expected that the agricultural by-products wholesale market business will enjoy steady growth in the longer term.

Currently, the Group operates a total of three agricultural by-products wholesale markets or related supporting facilities in the PRC, occupying an aggregate site area of approximately 5.6 million square feet:

Location	**Approximate Site Area** *(million square feet)*	**Percentage of Ownership Interest**	**Status**	**Anticipated Completion**
Xuzhou	2.1	51%	In operation	N/A
Yulin	2.9	65%	Construction work for phase 1 commenced in December 2007	Expected to complete and commence trial operations in the last quarter of 2008
Changzhou	0.6	40%	Construction work will commence in the third quarter of 2008	Expected to complete by the first quarter of 2009
Total	**5.6**			

Planned scale of the project is approximately 1,900 acres at Yulin Hong-Jin Agricultural By-products Wholesale Marketplace in Yulin City, Guangxi Province, the PRC where its construction and development will be carried out in three phases. Phase 1 construction occupying a gross floor area of approximately 1.5 million square feet will be completed in the last quarter of 2008 and trial operations will thereafter commence. The market will form an operating structure consisting of six zones, namely vegetables, fruits, grain & oil, auxiliary food, frozen food and integrated logistics as well as a featured wholesale street.

Located in Xuzhou City, Jiangsu Province, the PRC, the Centre for Xuzhou Agricultural By-products Wholesaling Market accommodates more than 850 operators serving 19 cities in the Huaihai Economic Zone and is the major market player of supplying fruit and seafood in Xuzhou City. The market is well-equipped and offers a wide range of products.

The Centre for Ling Jia Tang Agricultural By-products Wholesaling Market in Changzhou City, Jiangsu Province, the PRC accommodates more than 1,200 operators of various types of products, offering goods sourced from more than 20 provinces and municipalities nationwide. There will have a gross floor area of approximately 0.6 million square feet for ancillary commercial facilities. It is ranked the fourth among the Top 100 Agricultural By-products Markets Nationwide as well as being a key and leading enterprise under the state's agricultural industrialisation policies.

The Group has introduced all-round marketing concepts of modern enterprises, as well as financial management system and international exposure to these projects and it focuses on investing in the construction of ancillary facilities of the agricultural by-products wholesale markets, including the commercial services zone, the processing, distribution and warehousing zone as well as a modern logistics centre.

Other than the various investments in the PRC, the Group was also successful in securing the management contract for the operation and management of North District Temporary Wholesale Market for agricultural products at Fanling, Hong Kong in March 2007. This is one of the three principal wholesale marketplaces for the trading of agricultural products in Hong Kong. During the year under review, this wholesale market business segment operated smoothly, generating stable income for the Group.

Property Development

In 2007, transaction levels and property prices in the residential property market in Hong Kong both saw an increasing trend. Despite the substantial movement in the investment market, property prices remained high, with the prices of luxurious housing outperforming the overall property market. During the year, the Group recorded satisfactory property sales, generating revenue of HK$303.0 million for the Group, representing a 25.1% growth as compared with last year.

During the year under review, sales at our Meister House project located in Fairview Park Boulevard, Yuen Long achieved spectacular results. All 15 villas were sold, generating sales revenue of HK$293.4 million for the Group for the financial year ended 31 March 2008.

Our luxurious residential project at Shatin Heights has been officially named "Godi". During the year under review, the construction work for 11 villas was completed and occupation permits were obtained. These villas are expected to be launched in around the third quarter of 2008.

Given the low interest rates as well as interest in Hong Kong's high-end residential housing from many mainland investors, the Group considers that the property market in Hong Kong can sustain stable and healthy development. The Group is currently identifying suitable sites in Hong Kong to replenish its land bank so as to satisfy its growth plans in the coming years.

On 23 November 2007, the Group acquired a 50% equity interest in a PRC company which had acquired by way of public auction a land site of approximately 2.4 million square feet in Fuzhou, Jiangxi Province, the PRC. It is intended that the site will be developed into a residential cum commercial complex.

In January 2008, for a total consideration of HK$240 million, the Group disposed of the entire interest in a PRC company which held a land with site area of approximately 0.7 million square feet located at Dalingshan Town, Dongguan City, Guangdong Province, the PRC for development into a residential and commercial complex with hotel facilities.

Property Investment

As at 31 March 2008, the Group maintained an investment property portfolio of retail shops, residential premises, agricultural by-products wholesale markets and Chinese wet markets with a net book value of approximately HK$555.2 million (2007: approximately HK$315.1 million). During the year, the Group acquired another two retail shops at prime locations for a total consideration of HK$84 million.

The Group will continue to look for property investment opportunities. The Group believes that this business segment offers the Group steady income as well as benefits from capital appreciation.

Management and Sub-licensing of Chinese Wet Markets

The Group derives stable income from its Chinese wet markets management business. The Group is currently the single largest operator of Chinese wet markets in Hong Kong managing a portfolio of approximately 900 stalls with an area of over 300,000 square feet in 13 Chinese wet markets. The Group also currently manages a total of more than 1,100 stalls occupying a total gross floor area of over 270,000 square feet in 16 "Huimin" brand Chinese wet markets in various districts in Shenzhen, the PRC. During the year under review, turnover derived from this business segment was HK$170.7 million (2007: HK$144.0 million), representing an increase of approximately 18.5% as compared to last year.

Given the Group's abundant resources and expertise in the management of Chinese wet markets, the Group continues to seek more business opportunities in the management of Chinese wet markets in both the PRC and Hong Kong.

Investment in Pharmaceutical and Health Products Related Business

The pharmaceutical and health products related business operated by the Group's associate WYT continued to improve during the year under review with a total turnover of HK$477.0 million, representing a 25.1% increase over last year.

The Group expects that the performance of its associate's pharmaceutical and health products related business will further improve in light of the healthy economy in both the PRC and Hong Kong and the increasing health consciousness among individuals.

FUND RAISING ACTIVITIES

In order to attract more investors and expand the shareholders' base of the Group, at the special general meeting, shareholders resolved to subdivide each of the share of HK$0.1 each in the share capital of the Company into 20 subdivided shares of HK$0.005 each. Subdivided shares commenced trading on 18 May 2007 on The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

During the year under review, unlisted warrants to subscribe for 200 million subdivided shares of HK$0.005 each at a subscription price of HK$0.34 per share (as adjusted) were issued by the Company, with net proceeds of HK$4 million raised. Assuming full exercise of the warrants at the adjusted subscription price, the Company would raise additional capital of approximately HK$68 million which would be utilised by the Group for financing the development and management of agricultural by-products wholesaling and the Chinese wet market businesses.

During the year, the Company also placed and issued a total of 1,360 million shares of HK$0.005 each at a price of HK$0.075 per share. Net proceeds of HK$98.9 million were raised for financing the development and management of agricultural by-products wholesaling markets in the PRC, for financing the expansion and development of property investment and development businesses both in Hong Kong and the PRC, for repayment of bank loans and for the other potential investment opportunities.

LIQUIDITY AND FINANCIAL RESOURCES

As at 31 March 2008, the Group's total net assets less current liabilities were approximately HK$1.4 billion (2007: HK$1.2 billion), the current ratio decreased from 1.47 times as at 31 March 2007 to 1.27 times as at 31 March 2008.

As at 31 March 2008, the Group had cash resources and short-term investments of HK$376.1 million (2007: HK$513.4 million). The aggregate borrowings as at 31 March 2008 amounted to HK$546.2 million (2007: HK$544.0 million). The gearing ratio was 18.2% (2007: 7.4%), calculated with reference to the Group's total borrowing's net of cash and cash equivalents and equity attributable to equity holders of the Company of approximately HK$215.4 million and approximately HK$1.2 billion respectively.

As at 31 March 2008, the Group's investment properties, had a total carrying amount of HK$348.9 million (2007: HK$252.0 million) which were pledged to secure the Group's general banking facilities totalling, HK$201.5 million (2007: HK$89.4 million).

The Group's capital commitment as at 31 March 2008 amounted to approximately HK$197.4 million (2007: approximately HK$107.1 million). The Group had no significant contingent liabilities as at the balance sheet date.

Management is of the opinion that the Group's existing financial resources will be sufficient for the Group's needs in the foreseeable future.

Foreign Exchange

The Board is of the opinion that there is no material foreign exchange exposure to the Group. All bank borrowings are denominated in Hong Kong dollars and Renminbi. The revenue of the Group, being mostly denominated in Hong Kong dollars, matched the currency requirement of the Group's operating expenses. The Group does not engage in any hedging contracts.

EMPLOYEES AND REMUNERATION POLICIES

As at 31 March 2008, the Group had a total of 272 full time employees, around 95% of whom were located in Hong Kong. The Group remunerates its employees mainly based on industry practices and individual performance and experience. On top of the regular remuneration, discretionary bonus and share options may be granted to selected staff by reference to the Group's performance as well as the individual's performance. Other benefits, such as medical and retirement benefits and structured training programs, are also provided.

PROSPECTS

The Group endeavors to develop businesses closely related to the daily life of the general public. Its businesses of property development, Chinese wet markets management and agricultural by-products wholesaling, and its investment in the pharmaceutical business are all people-oriented so as to meet the food, accommodation and healthcare needs of consumers.

The Group is beginning to see fruit of its agricultural by-products wholesale market business and expects to see further expansion in the revenue base of such business following the completion of Yulin Wholesale Market phase 1 this year. In recent years, food supply has become an important topic worldwide. The Group will continue to develop its agricultural by-products wholesale and related businesses in the future so as to maintain stable cash inflow through this business segment. Since 2004, the Chinese government has planned to implement standardised and regulated agricultural by-products wholesale markets, and encouraged foreign investors to participate in the construction and reconstruction of the agricultural by-products wholesale markets. Due to its close relations with the daily life of the general population, plus government policies on agriculture, rural areas and the rural population, the agricultural by-products wholesale industry has gained full support from the PRC government with promising prospects. The Group will continue to seek investment opportunities in other provinces and cities so as to further expand the Group's agricultural by-products wholesale market business. The Group also intends to develop "one-stop" management services from plantation, wholesaling to sales so as to further expand its source of income as well as fully utilise the existing established Chinese wet markets management business as a retail platform.

It is expected that, the property market in Hong Kong continues to see steady improvement. Driven by factors such as low interest rates and a stable economy development, prices of residential housing have grown steadily. The Group will continue to launch high quality residential projects and meanwhile, actively seek further property development and investment opportunities to generate maximum investment returns for our shareholders.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

During the year under review, the Company has on various occasions repurchased a total of 180.6 million shares on the Stock Exchange for the aggregate consideration of HK$21.5 million (before expenses). The highest and lowest price per share paid for such repurchases were HK$0.152 and HK$0.108 respectively. Save as the above, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the year.

COMPLIANCE WITH THE CODE ON CORPORATE GOVERNANCE PRACTICES

In the opinion of the Board, the Company has complied with the code provisions set out in the Code on Corporate Governance Practices contained in Appendix 14 to the Rules Governing the Listing of Securities ("Listing Rules") on the Stock Exchange throughout the financial year ended 31 March 2008. Further details of the Company's corporate governance practices is set out in the corporate governance report to be contained in the Company's 2008 Annual Report.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Listing Rules as the Company's code of conduct for dealings in securities of the Company by directors. Having made specific enquiries of all directors, the Company confirmed that all directors have complied with the required standard set out in the Model Code throughout the financial year under review.

AUDIT COMMITTEE

The Company has an audit committee (the "Audit Committee"), which was established in accordance with the requirements of the Listing Rules, for the purposes of reviewing and providing supervision over the Group's financial reporting processes and internal controls. The Audit Committee, comprising three independent non-executive directors, namely Mr. Siu Yim Kwan, Sidney, Mr. Wong Chun, Justein and Mr. Siu Kam Chau, has reviewed with the management and the auditors the consolidated financial statements for the year ended 31 March 2008. Mr. Siu Yim Kwan, Sidney was elected as the chairman of the Audit Committee.

ANNUAL GENERAL MEETING

The 2008 annual general meeting of the shareholders of the Company will be held at Ballroom East, 2/F., Hotel Nikko Hongkong, 72 Mody Road, Tsimshatsui, Kowloon, Hong Kong on Wednesday, 27 August 2008 at 11:30 a.m. and the notice convening such meeting will be published and despatched to the shareholders of the Company in the manner as required by the Listing Rules in due course.

PUBLICATION OF RESULTS ANNOUNCEMENT AND DESPATCH OF ANNUAL REPORT

This annual results announcement is available for viewing on the website of the Stock Exchange at (www.hkex.com.hk) and on the website of the Company at (www.wangon.com). The annual report for the year ended 31 March 2008 containing all the information required by the Listing Rules will be despatched to the Company's shareholders and available on the above websites in due course.

By Order of the Board
WANG ON GROUP LIMITED
（宏安集團有限公司）*
Tang Ching Ho
Chairman

Hong Kong, 15 July 2008

As at the date of this announcement, the Board comprises three executive directors of the Company, namely Mr. Tang Ching Ho, Ms. Yau Yuk Yin and Mr. Chan Chun Hong, Thomas, and four independent non-executive directors of the Company, namely Dr. Lee Peng Fei, Allen, Mr. Wong Chun, Justein, Mr. Siu Yim Kwan, Sidney and Mr. Siu Kam Chau.

* *For identification purpose only*