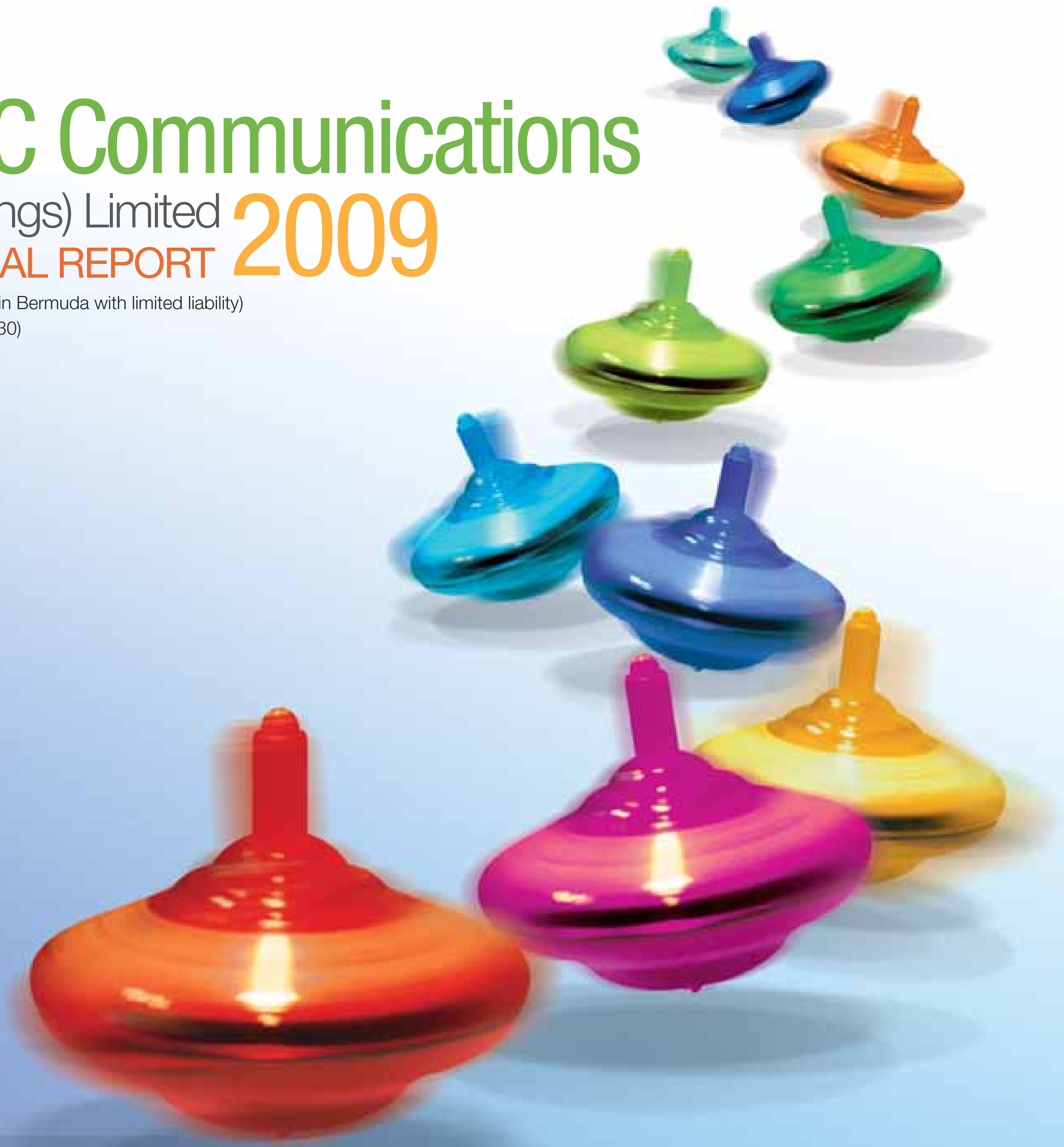
ABC Communications

(Holdings) Limited
ANNUAL REPORT 2009

(Incorporated in Bermuda with limited liability)
(Stock Code: 30)



Contents

Corporate Information

BOARD OF DIRECTORS

Executive Directors:

Mr. Chen Jiasong *(Chairman)*
(appointed on 29 October 2008, and
re-designated as Chairman on 12 May 2009)
Mr. Wang Sen Hao *(Honorable Chairman)*
(appointed on 2 June 2009)
Mr. Wang Zhi Gang (appointed on 2 June 2009)
Mr. Cheung Wai Shing (appointed on 28 August 2008)
Mr. Jing Zhanbin (appointed on 18 September 2008 and resigned on 5 June 2009)
Ms. Yeung Shuk Kwan, Patricia
(resigned on 18 September 2008)
Mr. George Joseph Ho
(resigned on 18 September 2008)
Mr. Joey Fan (resigned on 18 September 2008)

Non-Executive Directors:

Mr. Tse Chi Hung, Michael
(resigned on 18 September 2008)
Mr. George Ho, GBS, OBE, JP
(resigned on 18 September 2008)
Mr. Leung Kwok Kit (resigned on 18 September 2008)

Independent Non-Executive Directors:

Mr. Tsang Kwok Wai (appointed on 18 September 2008)
Mr. Lee Kwong Yiu (appointed on 19 June 2009)
Mr. Zhang Guang Hui (appointed on 19 June 2009)
Mr. Anthony Michael Bough
(appointed on 18 September 2008 and
resigned on 5 June 2009)
Mr. Ye Zhiqiang (appointed on 18 September 2008 and resigned on 5 June 2009)
Mr. Fu Hau Chak, Adrian
(resigned on 18 September 2008)
Mr. Kwok Chi Hang, Lester, JP
(resigned on 18 September 2008)
Mr. Li Kwok Sing, Aubrey
(resigned on 18 September 2008)

COMMITTEES

Audit Committee

Mr. Tsang Kwok Wai (appointed on 18 September 2008)
Mr. Lee Kwong Yiu (appointed on 19 June 2009)
Mr. Zhang Guang Hui (appointed on 19 June 2009)
Mr. Anthony Michael Bough (appointed on 18 September 2008 and resigned on 5 June 2009)
Mr. Ye Zhiqiang (appointed on 18 September 2008 and resigned on 5 June 2009)
Mr. Leung Kwok Kit (resigned on 18 September 2008)
Mr. Fu Hau Chak, Adrian
(resigned on 18 September 2008)
Mr. Li Kwok Sing, Aubrey
(resigned on 18 September 2008)

Remuneration Committee

Mr. Tsang Kwok Wai (appointed on 18 September 2008)
Mr. Lee Kwong Yiu (appointed on 19 June 2009)
Mr. Zhang Guang Hui (appointed on 19 June 2009)
Mr. Anthony Michael Bough
(appointed on 18 September 2008 and
resigned on 5 June 2009)
Mr. Ye Zhiqiang (appointed on 18 September 2008 and resigned on 5 June 2009)
Mr. Leung Kwok Kit (resigned on 18 September 2008)
Mr. Fu Hau Chak, Adrian
(resigned on 18 September 2008)
Mr. Li Kwok Sing, Aubrey
(resigned on 18 September 2008)

COMPANY SECRETARY

Mr. Cheung Wai Shing (appointed on 21 August 2008)
Ms. Yeung Shuk Kwan, Patricia
(resigned on 21 August 2008)

AUTHORISED REPRESENTATIVES

Mr. Cheung Wai Shing
Mr. Chen Jiasong

REGISTERED OFFICE

Clarendon House,
2 Church Street,
Hamilton HM 11,
Bermuda.

Corporate Information

PRINCIPAL PLACE OF BUSINESS

Room 2006, West Tower,
Shun Tak Centre,
168-200 Connaught Road Central,
Sheung Wan,
Hong Kong.

AUDITORS

SHINEWING (HK) CPA LIMITED

REGISTRARS

Computershare Hong Kong Investor Services Limited
18th Floor, Hopewell Centre,
183 Queen's Road East,
Hong Kong.

SOLICITORS

Stephenson Harwood and Lo

HOMEPAGE

www.hkabc.com

Chairman's Statement

RESULTS

Our Group reported a profit of HK$69.3 million or an earning of HK14.68 cents per share for the fiscal year ended 31 March 2009, as compared to a net loss of HK$5.55 million or a loss of HK1.19 cents per share for the previous year. The profit for the current year was attributable to the profit from discontinued operations which amounted to HK$74 million. For continuing operations, the Group suffered from a loss for the current year amounted to HK$4.7 million, as compare to a profit of HK$3.8 million for the previous year.

FINAL DIVIDEND

The Directors did not recommend a final dividend for the year ended 31 March 2009.

A special dividend of approximately HK58.66 cents per ordinary share has been paid during the year. The aggregate dividend pay-out for the whole fiscal year will therefore amount to HK58.66 cents per ordinary share.

BUSINESS REVIEW AND PROSPECTS

Revenue of the Group amounted to HK$109 million for the fiscal year under review, representing a drop of 27.5% as compared to the previous year.

The financial results of QuotePower, the main revenue producer of the Group, will to a large extent depend on the performance of the stock market. Investor sentiments have been recovering from the financial tsunami, which impacted the global financial markets earlier this year. Given the strong market position and customer base built up over the years, we are reasonably confident that QuotePower will be able to regain its proven track records. Meanwhile, the continued strengthening of Hong Kong as an international financial centre should also present us with new growth prospects, which we believe QuotePower is well-placed to capture. It will continue to explore business opportunities to enhance its market leadership in the area of financial information services and to expand the geographical reach of its sales and marketing activities.

In response of the global financial tsunami in late 2008, the management of the Company has conducted a detailed review on the business operations and financial position of the Group. The management of the Company noted that the financial performance of energy and resources related investments had remained relatively healthy amidst the global financial tsunami. The Board concurs with the management's observation and considers that it is in the best interests of the Company and the Shareholders to diversify the business of the Group into energy and resources related investments. The Company will continue review investment opportunities relating to energy and resources.

Chen Jiasong
Chairman
Hong Kong, 29 July 2009

Management Discussion and Analysis

MATERIAL DISPOSAL OF SUBSIDIARIES

As disclosed in the Company's circular to its shareholders dated 18 July 2008 (the "Circular"), the Company had entered into a conditional disposal agreement with H.C.B.C. Enterprises Limited on 2 May 2008, to dispose of the entire share capital of ABC Global Limited ("ABC Global") at a cash consideration of HK$257,440,427. ABC Global and its direct and indirect subsidiaries (collectively referred as "ABC Global Group") principally held:

– a 49% minority interest in the Group's financial quotation and securities trading system licensing and wireless application businesses; and

– the entire interest in certain non-operating assets, which included investments in eAccess Limited, eMobile Limited and Argo II Funds, as well as two properties.

The disposal of ABC Global was approved by the independent shareholders at a special general meeting of the Company held on 11 August 2008 and was duly completed on 20 August 2008. The financial effect on the disposal of ABC Global Group had been included in the consolidated financial statements for the year ended 31 March 2009.

BUSINESS REVIEW

The principal activities of the Group following the disposal of ABC Global Group, comprise two business units: financial information services and securities trading licensing provided by QuotePower International Limited ("QuotePower") and wireless applications development provided by ABC QuickSilver Limited.

Faced with intense competitions and diminishing investment enthusiasm in stock market in the fiscal year, QuotePower, our principal operating subsidiary in financial quotation services, suffered from a decline in revenue. Turnover of the Group dropped to HK$109 million, a decrease of 27.5% over that of the previous year.

Loss for the period from continuing operations amounted to HK$4.7 million, which represented a significant drop as compared to the profit of HK$3.8 million for the previous year. There were a profit from discontinued operation of HK$74 million, which consisted of income arising from properties and securities investment operation, and gain on disposal of ABC Global Group. The profit was one-off in nature and will not be re-current in the coming years. The general and administrative expenses amounted to HK$24 million, which represented an increase of 39% over that of last year. This was because legal and professional fees of approximately HK$6 million have been incurred for the Group's restructuring, capital re-organization and disposal of subsidiaries during the year.

LIQUIDITY, CAPITAL STRUCTURE AND TREASURY MANAGEMENT

In the year under review, the Group maintains a conservative approach to cash management and risk controls. To achieve better risk controls and efficient fund management, the Group's treasury activities are centralized. More than 90% of our receipts and payments are in Hong Kong dollars. Cash and bank balances are placed in deposits denominated either Hong Kong dollar. As at 31 March 2009, the Group had cash and cash equivalents of approximately HK$22.58 million. Following the disposal of ABC Global Limited, the Group had no bank borrowings.

	31 March 2009		31 March 2008	
	HK$	**%**	HK$	%
Bank loans	**–**	**–**	104,410,337	26
Total equity	**15,136,574**	**100**	290,853,810	74
Total capital employed	**15,136,574**	**100**	395,264,147	100

PLEDGE OF ASSETS

As at 31 March 2009, no assets of the Group were pledged to secure general banking facilities granted to the Group.

CAPITAL COMMITMENTS

As at 31 March 2009, the Group had no capital commitment.

CONTINGENT LIABILITIES

As at 31 March 2009, the Group had no material contingent liabilities.

EMPLOYEE REMUNERATION POLICY

As at 31 March 2009, the Group had 41 employees. Total salaries, commissions, incentives and all other staff related costs incurred for the year ended 31 March 2009 amounted to approximately HK$12.6 million. Our remuneration policies are in line with prevailing market practices and formulated on the basis of the performance and experience of individual employees. Apart from basic salaries, other staff benefits included provident funds, life insurance and medical assistances benefits. The company may also grant share options to eligible employees to motivate their performance and contribution to the Group.

Directors' Report

The directors are pleased to present their report together with the audited consolidated financial statements for the year ended 31 March 2009.

PRINCIPAL ACTIVITIES AND GEOGRAPHICAL ANALYSIS OF OPERATIONS

The principal activity of the Company is investment holding. The activities of the principal subsidiaries are shown in note 36 to the consolidated financial statements.

An analysis of the Group's performance for the year by business and geographical segments is set out in note 7 to the consolidated financial statements.

RESULTS AND APPROPRIATIONS

The results of the Group for the year are set out in the consolidated income statement on page 25.

The directors have declared a special dividend of approximately HK58.66 cents per ordinary share, totalling HK$273,875,328, which was declared and paid out from the distributable reserves of the Company upon the completion of the disposal of ABC Global Limited.

The directors do not recommend the payment of a final dividend.

RESERVES

Movements in the reserves of the Group during the year are set out in the consolidated statement of changes in equity on page 28.

PROPERTY, PLANT AND EQUIPMENT

Details of the movements in property, plant and equipment of the Group are set out in note 18 to the consolidated financial statements.

SHARE CAPITAL

Details of share capital of the Company are set out in note 28 to the consolidated financial statements.

DISTRIBUTABLE RESERVES

Distributable reserves of the Company are set out in note 35 to the consolidated financial statements.

FIVE YEAR FINANCIAL SUMMARY

A summary of the results and of the assets and liabilities of the Group for the last five financial years is set out on page 76.

Directors' Report

DIRECTORS

The directors during the year and up to the date of this report were:

Executive Directors:

Mr. Chen Jiasong *(Chairman)* (appointed on 29 October 2008, and re-designated as Chairman on 12 May 2009)
Mr. Wang Sen Hao *(Honorable Chairman)* (appointed on 2 June 2009)
Mr. Wang Zhi Gang (appointed on 2 June 2009)
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Mr. Fu Hau Chak, Adrian (resigned on 18 September 2008)
Mr. Kwok Chi Hang, Lester, JP (resigned on 18 September 2008)
Mr. Li Kwok Sing, Aubrey (resigned on 18 September 2008)

In accordance with the Company's Bye-laws, Messrs. Wang Sen Hao, Wang Zhi Gang, Lee Kwong Yiu and Zhang Guang Hui should retire at the forthcoming Annual General Meeting (Notice of which will be despatched in due course) and, being eligible, offer themselves for re-election. None of the directors proposed for re-election has a service contract with the Company or its subsidiaries which is not determinable by the Company or its subsidiaries within a year without payment of compensation other than statutory compensation.

BIOGRAPHICAL INFORMATION ON DIRECTORS

(a) Executive directors

Mr. Chen Jiasong, aged 54, graduated from Huazhong University of Science & Technology. Mr. Chen worked in the Bureau of Light Industry of the Peoples' Government of Shashi, Jingzhouo. Then in 1982, he was relocated to work in the Committee of Economic and Trade of the Peoples' Government of Jingzhou. During the period from 1993 to 2004, Mr. Chen acted as the Managing Director of Shenzhen Lian Jing Investment Co. Ltd. Mr. Chen joined Guangdong Junye (Group) Co. Ltd. in 2004 and is presently the Vice President of Guangdong Junye. Mr. Chen has extensive experience in business development, investment and project management. Mr. Chen has been appointed as the executive Director on 29 October 2008. He has also been the Chairman of the Company since 12 May 2009.

Mr. Wang Sen Hao, aged 76, graduated from the Beijing Mining Institute in 1956. Mr. Wang spent more than 30 years in the coal mining industry. He began his career as a technician and engineer, prior to the director of the Mining Administration of Shanxi Province. Then he took the office as the Governor of the People's Government of Shanxi Province in 1983. During the period from 1993 to 1998, Mr. Wang was the Minister of the Ministry of Coal Industry. Mr. Wang was also a member of the 12th, 13th and 14th CPC Central Committees and a standing committee member of the 9th CPPCC National Committee.

Mr. Wang Zhi Gang, aged 62, joined the People's Liberation Army after graduation. In 1978 he worked in the Ministry of Construction Materials Industry and was later the supervisor of the Office of Infrastructure. During the period from 1988 to 1999, Mr. Wang was relocated as the deputy director of the Beijing Office of the People's Government of Hainan Province, and the deputy director of the Science and Technology Commission of the Guangxi Zhuang Autonomous Region. Then Mr. Wang was appointed as the deputy general manager of China Hua Xin Group Corporation until he retired in 2004.

Mr. Cheung Wai Shing, aged 38, holds a Bachelor Degree in Accountancy from City University of Hong Kong, and a Master's of Science Degree in Finance from University of Michigan-Dearborn. He is a fellow member of the Hong Kong Institute of Certified Public Accountants and The Association of Chartered Certified Accountants, and an associated member of The Institute of Chartered Accountants in England and Wales. Mr. Cheung has extensive experience in accounting, financial management and corporate governance and has worked in "big four" accounting firms and various private and public companies. Between September 2006 and March 2008, Mr. Cheung was an independent non-executive director of M Dream Inworld Limited (Stock code: 8100), which is listed on the Growth Enterprise Market of the Stock Exchange. Mr. Cheung has been appointed as the company secretary and authorized representative of the Company with effect from 21 August 2008 and the executive Director with effect from 28 August 2008.

BIOGRAPHICAL INFORMATION ON DIRECTORS (CONTINUED)

(b) Independent non-executive directors

Mr. Tsang Kwok Wai, aged 38, is a practicing certified public accountant in Hong Kong. He is a fellow member of The Hong Kong Institute of Certified Public Accountants, The Association of Chartered Certified Accountants, and The Taxation Institute of Hong Kong. Mr. Tsang has over fifteen years of experience in accounting and corporate finance. He is presently running his own public accounting firm. Mr. Tsang is also an independent non-executive director of two companies listed on the Stock Exchange, namely, K.P.I Company Limited (Stock code: 605) and M Dream Inworld Limited (Stock code: 8100). Mr. Tsang has been appointed as the independent non-executive Director with effect from 18 September 2008.

Mr. Lee Kwong Yiu, aged 46, is a practicing solicitor in Hong Kong since 1994. He holds professional qualification as a solicitor of the High Court of Hong Kong and an associated of the Chartered Institute of Arbitrators. On 20 April 2006, Mr. Lee was appointed by the Ministry of Justice of the People's Republic of China as a China-Appointed Attesting Officer. He is now the principal of Messrs. Philip K.Y. Lee & Co. Solicitors. Mr. Lee is also the independent non-executive director of Sun Hing Vision Group Holdings Limited (Stock Code: 125) and Vital Pharmaceutical Holdings Limited (Stock Code: 1164), all of them are listed on the Stock Exchange. Mr. Lee joined the Company on 19 June 2009.

Mr. Zhang Guang Hui, aged 45, has over ten years of experience in strategic marketing, sales promotion and trading. He was the deputy general manager of Shenzhen City Jin Yuan Futures Corporation Limited during the period from October 2004 to December 2008. Mr. Zhang was appointed on 19 June 2009.

SHARE OPTION SCHEMES

(a) Expired Scheme

Under the share option scheme of the Company adopted on 12 September 1991 (the "Expired Scheme"), the Directors may, at their discretion, invite full-time employees of the Group, including executive directors, to take up options to subscribe for shares in the Company at a price equal to the higher of the nominal value of the shares or not less than 80% of the average of the closing prices of the shares of the Company for the five trading days immediately preceding the date of offer of the option. The maximum number of shares in respect of which options may be granted may not exceed 10% of the issued share capital of the Company at the time of granting of the options.

The Expired Scheme expired on 11 September 2001 ("Expiration Date") without prejudice to the rights and benefits of and attached to those options granted there under which are outstanding as at that date. No further grants were made after the Expiration Date. Following the expiration, the provisions of the Expired Scheme remain in force and effect to the extent necessary to give effect to the exercise of any option granted prior to the Expiration Date.

During the year, 2,500,000 options granted under the "Expired Scheme" were cancelled. As at 31 March 2009, there was no outstanding option under the Expired Scheme.

SHARE OPTION SCHEMES (CONTINUED)

(b) Existing Scheme

Under the share options scheme (the "Existing Scheme") approved by the shareholders at a Special General Meeting of the Company held on 27 March 2002 ("Adoption Date"), the Directors may, at their discretion, invite any participants to take up options to subscribe for fully paid ordinary shares ("Shares") in the Company subject to the terms and conditions stipulated therein.

Details of the Existing Scheme are as follow:

(i) *Purpose*

The purpose of the Existing Scheme is to provide incentives or rewards to Participants thereunder for their contribution to the Group and/or to enable the Group to recruit and retain high-calibre employees and attract human resources that are valuable to the Group and any invested entity.

(ii) *Participants*

The Directors may, at their discretion, invite any Participant including any executive director, non-executive director or employee (whether full time or part time), shareholder, supplier, customers, consultant, adviser, other service provider or any joint venture partner, business or strategic alliance partner, in each case, of the Company, any subsidiary of the Company or any Invested Entity, to take up options to subscribe for Shares in the Company.

(iii) *Maximum number of shares*

(1) 30% Limit

The limit on the number of Shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Existing Scheme and Expired Scheme of the Company must not exceed 30% of the Shares in issue from time to time (the "Scheme Limit").

(2) 10% Limit

In addition to the Scheme Limit, and subject to the following, the total number of shares which may be issued upon exercise of all options granted under the Existing Scheme and Expired Scheme of the Company must not in aggregate exceed 10% of the Shares in issue as at the date of approval of the Scheme (excluding any options which have lapsed) (the "Scheme Mandate Limited").

The Company may, from time to time, renew the Scheme Mandate Limit by obtaining the approval of its shareholders in general meeting. The Company may also seek separate approval by its shareholders in general meeting for granting options beyond the renewed Scheme Mandate Limit provided the options in excess of such limit are granted only to Participants specifically identified.

SHARE OPTION SCHEMES (CONTINUED)

(b) Existing Scheme (Continued)

(iv) Maximum Entitlement of Each Participant

Unless approved by shareholders of the Company, the total number of securities issued and to be issued upon exercise of the options granted to each Participant (including both exercised and outstanding options) in any 12 month period must not exceed 1% of the Shares in issue. Where any further grant of options to a Participant would result in the Shares issued and to be issued upon exercise of all options granted and to be granted to such person (including exercised, cancelled and outstanding options) in the 12 month period up to and including the date of such further grant representing in aggregate over 1% of the relevant class of securities in issue, such further grant must be separately approved by shareholders of the Company in general meeting with such Participant and his associates abstaining from voting.

(v) Price of Shares

The exercise price must be at least the higher of: (a) the nominal value of a Share at the date of grant; (b) the closing price of a Share as stated in the daily quotations sheet of the Stock Exchange on the date of grant, which must be a business day and (c) the average closing price of a Share as stated in the Stock Exchange's daily quotations sheets for the five business days immediately preceding the date of grant.

(vi) Amount payable upon acceptance of the option

Acceptance of an offer of the grant of an option shall be by the delivery to and receipt by the Company at its registered office of the form of acceptance sent to the Participant duly completed and signed by the Participant together with a remittance of HK$10.

(vii) Time of Exercise of Option

An option shall be exercisable at such time(s) or during such period(s) and subject to such terms, as the Directors may, at their discretion specify, provided that no option shall be exercisable no earlier than one month after and no later than ten years after its date of grant. Unless otherwise determined by the Directors at their sole discretion, there is no requirement of a minimum period for which an option must be held or a performance target which must be achieved before an option can be exercised.

(viii) The remaining life of the Existing Scheme

The life of the Existing Scheme is 10 years commencing on the Adoption Date and will end on 26 March 2012.

(ix) Shares available for issue under the Existing Scheme

As at 31 March 2009, the total number of shares available for issue under the Existing Scheme was 44,188,600 shares which represented approximately 9.5% of the total issued share capital of the Company.

No options were granted or exercised during the year.

DIRECTORS' INTERESTS

At 31 March 2009, according to the register of interest kept by the Company under Section 336 of the Securities and Futures Ordinance (the "SFO") and so far as was known to the Directors, none of the Directors and chief executives of the Company held any interests or short positions in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO) which (i) where required to be notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); or (ii) were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein; or (iii) were required, pursuant to the Model Code for the Securities Transactions by Directors of Listed Companies (the "Model") of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules"), to be notified to the Company and the Stock Exchange.

Apart from the share option scheme disclosed in the section "**SHARE OPTION SCHEME**" below, at no time during the period was the Company, or any of its subsidiaries, a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of the Company or any other body corporate and neither the Directors nor any of their spouses or children under 18 years of age, had any right to subscribe for shares or debt securities of the Company, or had exercised any such rights during the period under review.

No contracts of significance in relation to the Group's business to which the Company, its subsidiaries, its fellow subsidiaries or its holding companies was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN THE COMPANY

As at 31 March 2009, the register of substantial shareholders maintained under Section 336 of the "SFO" shows that the Company had been notified of the following substantial shareholders' interests, being 5% or more of the Company's issued share capital.

Name	Number of Ordinary Shares held
Asian Gold Dragon Limited	350,164,500
Mr. Sze Chun Ning, Vincent (Note)	350,164,500

Note: These shares are held by Asian Gold Dragon Limited, Mr. Sze Chun Ning, Vincent holds 85% issued shares capital of Asian Gold Dragon Limited.

All the interests stated above represent long positions. Save as disclosed herein, there is no person known to the directors who, as at 31 March 2009, was directly or indirectly interested in 5% or more of the nominal value of any class of share capital of the Company which are required to be recorded in the register kept pursuant to Section 336 of the "SFO".

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

Neither the Company nor any of its subsidiaries has purchased or sold any of the Company's securities during the year and the Company has not redeemed any of its securities during the year.

PRE-EMPTIVE RIGHTS

No pre-emptive rights exist under the laws of Bermuda in relation to issues of new shares by the Company.

MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any substantial part of the business of the Company were entered into or existed during the year.

MAJOR CUSTOMERS AND SUPPLIERS

The percentage of the Group's purchases and sales for the year attributable to major suppliers and customers are as follows:

Purchases	
– the largest supplier	89.57%
– five largest suppliers combined	97.55%
Sales	
– the largest customer	59.02%
– five largest customers combined	74.08%

No directors, their associates or any shareholder (which to the knowledge of the directors owns more than 5% of the Company's issued share capital) had an interest in the major suppliers or customers noted above.

SUFFICIENCY OF PUBLIC FLOAT

Upon the closing of the unconditional mandatory cash offer made in accordance with the Hong Kong Code on Takeovers and Mergers on 17 September 2008, the Offeror, Asian Gold Dragon Limited, and parties acting in concert with it was interested in an aggregate of 390,649,600 shares, which representing approximately 83.67% of the then existing issued share capital of the Company and approximately 16.33% of the then existing issued share capital of the Company was held by the public. Hence, less than 25% of the total issued Shares were held by the public. The Company applied to the Stock Exchange for a waiver from strict compliance with the minimum 25% public float requirement of Rule 8.08 of the Listing Rules for a period of one month from 22 September 2008. On 22 October 2008, President Securities (Hong Kong) Limited had placed with not less than six independent professional, institutional and/or other investor(s) the 40,485,100 shares held by Asian Gold Dragon Limited (the "Placing"). Immediately after the completion of the Placing, Asian Gold Dragon Limited and parties acting in concert with it are interested in 350,164,500 shares (representing 75% of the issued share capital of the Company) and the public float of the Company is restored to 25% of the issued share capital of the Company in compliance with Rule 8.08 of the Listing Rules.

Saved for the above, the public float of shares of the Company has remained above the minimum percentage required by the Stock Exchange throughout the year.

POST BALANCE SHEET DATE EVENTS

On 14 July 2009, The Company entered into a sale and purchase agreement with an independent third party in relation to the acquisition of the entire equity interest of a company which holds an exploitation right of an iron ore mine in the Republic of Indonesia. Further announcement will be made by the Company in accordance with the Listing Rules.

AUDITORS

The financial statements have been audited by SHINEWING (HK) CPA Limited who retire and, being eligible, offer themselves for reappointment.

On behalf of the Board

Chen Jiasong
Chairman

Hong Kong, 29 July 2009

OVERVIEW

The directors of the Company are committed to achieving and maintaining high standards of corporate governance to ensure that all decisions are made in good faith, in the best interest of shareholders and in long-term shareholders value.

The corporate governance standards of the Company are built on the principles of independence, accountability, transparency and fairness. The Company has complied with the code provision set out in the Code of Corporate Governance Practices (the "Code") contained in Appendix 14 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "Listing Rules") which was in force prior to 1 January 2005.

In the opinion of the directors, the Company has complied with the code provisions save for deviations as set out below.

CODE PROVISION A.2.1

Under the code provision A.2.1, the roles of Chairman and Chief Executive Officer ('CEO") should be separated and should not be performed by the same individual.

Following the resignation of Mr. Tse Chi Hung, Michael, the ex-Chairman, and Ms. Yeung Shuk Kwan, Patricia, the ex-CEO, on 18 September 2008, the Company had no officer with the title of Chairman and CEO. The roles and functions of the Chairman and CEO have been performed by all the executive directors of the Company collectively. The Board ensured that all Directors compiled with good corporate governance practices and are properly briefed on issues arising at the Board meeting and have received adequate, complete and reliable information in a timely manner. The Board believes that presently the size of the Group is small and such arrangement will not impair the efficient formulation and implementation of the Group's strategies. The Board will periodically review such arrangement and will adopt such appropriate measures as may be necessary in the future taking into consideration of the nature and extent of the Group's operation and business development.

CODE PROVISION A.4.1

Code A.4.1 stipulates that non-executive directors should be appointed for a specific term and subject to re-election.

The term of office for non-executive Directors is the same as for all Directors (i.e. not appointed for a specific term but only subject to retirement from office by rotation and be eligible for re-election in accordance with the provisions of the Company's Bye-laws). At each annual general meeting, one-third of the Directors shall retire from office by rotation and every Director shall retire from office not later than the third annual general meeting after he was last elected.

CORPORATE GOVERNANCE PRACTICE

A. Directors

A.1 Board of Directors (the "Board")

The Board held 16 meetings in the fiscal year. Directors have been consulted to advice the agenda of the Board meeting. Sufficient notice of the Board meeting has been given to the directors.

Directors may attend meetings in person or via telephone, electronic or other communication facilities. Minutes of the Board and the Board Committees are recorded in sufficient details and kept by the company secretary for inspection at any reasonable time on reasonable notice by any directors.

CORPORATE GOVERNANCE PRACTICE (CONTINUED)

A. Directors (Continued)

A.1 Board of Directors (the "Board") (Continued)

Directors were supplied with adequate and relevant information in a timely manner to enable them forming decision in the relevant meetings. Every Director is aware that he should give sufficient time and attention to the affairs of the Company. Agreed procedures are in place providing to the member of the Board and/or committee to seek independent professional advice at the Company's expenses to assist them to discharge their duties.

The Board holds meetings on a regular basis and will meet on other occasions when a board-level decision on a particular matter is required. The Board also monitors and controls financial performance in pursuit of the Group's strategic objectives. The attendance of individual director at Board meetings held during the accounting period is set out below.

Name	Board	Audit Committee	Remuneration Committee
Total numbers of meetings held during the year of 2008	16	2	2
Executives:			
Mr. Chen Jiasong (appointed on 29 October 2008)	1/2	N/A	N/A
Mr. Wang Sen Hao (appointed on 2 June 2009)	N/A	N/A	N/A
Mr. Wang Zhi Gang (appointed on 2 June 2009)	N/A	N/A	N/A
Mr. Cheung Wai Shing (appointed on 28 August 2008)	3/4	N/A	N/A
Mr. Jing Zhanbin (appointed on 18 September 2008 and resigned on 5 June 2009)	3/3	N/A	N/A
Ms. Yeung Shuk Kwan, Patricia (resigned on 18 September 2008)	12/13	N/A	N/A
Mr. George Joseph Ho (resigned on 18 September 2008)	9/13	N/A	N/A
Mr. Joey Fan (resigned on 18 September 2008)	9/13	N/A	N/A
Non-Executives:			
Mr. Tse Chi Hung, Michael (resigned on 18 September 2008)	13/13	N/A	N/A
Mr. George Ho (resigned on 18 September 2008)	7/13	N/A	N/A
Mr. Leung Kwok Kit (resigned on 18 September 2008)	8/13	1/1	1/1
Independent Non-Executive:			
Mr. Tsang Kwok Wai (appointed on 18 September 2008)	1/3	1/1	1/1
Mr. Lee Kwong Yiu (appointed on 19 June 2009)	N/A	N/A	N/A
Mr. Zhang Guang Hui (appointed on 19 June 2009)	N/A	N/A	N/A
Mr. Anthony Michael Bough (appointed on 18 September 2008 and resigned on 5 June 2009)	1/3	1/1	1/1
Mr. Ye Zhiqiang (appointed on 18 September 2008 and resigned on 5 June 2009)	0/3	0/1	0/1
Mr. Fu Hau Chak, Adrian (resigned on 18 September 2008)	6/13	0/1	0/1
Mr. Kwok Chi Hang, Lester (resigned on 18 September 2008)	7/13	N/A	N/A
Mr. Li Kwok Sing, Aubrey (resigned on 18 September 2008)	7/13	1/1	1/1

CORPORATE GOVERNANCE PRACTICE (CONTINUED)

A. Directors (Continued)

A.2. Chairman and Chief Executive Officer

The position of the Chairman and Chief Executive Office ("CEO") was previously held by Mr. Tse Chi Hung, Michael ("Mr. Tse") and Ms. Yeung Shuk Kwan, Patricia (Ms. Yeung") respectively. Following the resignation of Mr. Tse and Ms. Yeung on 18 September 2008, the Company had no officer with the title of Chairman and CEO. The roles and functions of the Chairman and CEO have been performed by all the executive directors of the Company collectively.

A.3 Board Composition

The composition of the Board is shown on page 8 of this report. The existing Board comprises a total of 7 members including 4 executive directors and 3 independent non-executive directors. Members of the Board have different professional and relevant industry experiences and background so as to bring in valuable contributions and advices for the development of the Group's business. 3 out of 7 Directors are independent non-executive directors and one of them are qualified accountants.

The Company has received written confirmation from each independent non-executive director of their independence to the Group. The Group considered all of independent non-executive directors meets the independence guidelines set out in Rule 3.13 of the Listing Rules and are independent in accordance with the terms of the guidelines. The names of the directors and their respective biographies are set out on pages 8 to 10 of this annual report.

A.4 Appointment, re-election and removal

The Company does not have a nomination committee, and the power to nominate or appoint additional directors is vested in the Board according to the Company's Bye-Laws, in addition to the power of the shareholders to nominate any person to become a director of the Company in accordance with the Company's Bye-Laws.

The Board from time to time considers replenishing the composition of the Board whenever the Company requires to meet the business demand, opportunities and challenges and to comply with the laws and regulations. The nomination procedures basically follow the Company's Bye-Laws which empowers the Board from time to time and at any time to appoint any person as a director either to fill a casual vacancy or as an additional to the Board. The directors will select and evaluate the balance of skills, qualification, knowledge and experience of the candidate to the directorship as may be required by the Company from time to time by such means as the Company may deems fit. The Directors shall consider the candidate from a wide range of backgrounds, on his/her merits and against objective criteria set out by the Board and taking into consideration his/her time devoted to the position.

At every annual general meeting, one-third of the Directors for the time being or, if their number is not a multiple of three or a multiple of three, then the number nearest to but not less than one-third shall retire from office by rotation provided that every directors, including those appointed for a specific term shall be subject to retirement by rotation at least once every three years. A retiring director shall be eligible for re-election. According to the Company's Bye-Laws, all newly appointed directors will hold office until the next annual general meeting and shall be eligible for re-election.

CORPORATE GOVERNANCE PRACTICE (CONTINUED)

A. Directors (Continued)

A.5 Responsibilities of the Board

The Board is responsible for the leadership and control of the Company, oversee the Group's businesses and evaluate the performance of the Group. The Board also focuses on overall strategies and policies with particular attention paid to the growth and financial performance of the Group.

The Board delegates day-to-day operations of the Group to Executive Directors and senior management, while reserving certain key matters for its approval. When the Board delegates aspects of its management and administration functions to Management, it has given clear directions as to the powers of the Management, in particular, with respect to the circumstances where Management shall report back and obtain prior approval from the Board before making decisions or entering into any commitments on behalf of the Company.

A.6 Supply of and access to information

The Company's senior management regularly supplies the Board and its Committees with adequate information in a timely manner to enable them to make informed decisions. For Board meetings and the Board Committee meetings, the agenda accompanying with Board papers were sent to all directors at least 2 days before the intended date of the Board meetings or Board Committee meetings.

B. Remuneration of directors and Senior Management

The Company has established a remuneration committee with specific written terms of reference, details of which are set out in the section of Remuneration Committee of this report.

C. Accountability and Audit

C.1 Financial Reporting

The Board is responsible for presenting a balanced, clear and understandable assessment of annual and interim reports, price-sensitive announcements and other disclosures required under the Listing Rules and other regulatory requirement. The directors acknowledge their responsibility for preparing the financial statements of the Company for the year ended 31 March 2009.

A statement by the independent auditors of the Company about their reporting responsibilities is included in the Report of the Auditors on page 23 of this annual report. The details of the internal controls of the Company and the audit committee are set out under the section "Internal Control" and "Audit Committee".

C.2 Internal Control

The Board acknowledges its responsibility in maintaining sound and effective internal control system for the Group to safeguard investments of the shareholders and assets of the Company at all times. The system of internal controls aims to help achieving the Group's business objectives, safeguarding assets and maintaining proper accounting records for provision of reliable financial information. However, the design of the system is to provide reasonable, but not absolute, assurance against material misstatement in the financial statements or loss of assets and to manage rather than eliminate risks of failure when business objectives are being sought.

CORPORATE GOVERNANCE PRACTICE (CONTINUED)

C. Accountability and Audit (Continued)

C.2 Internal Control (Continued)

In addition, a policy and procedure regarding the publication price sensitive information is established, setting out the guiding principles, procedures and internal controls for the handling and dissemination of price-sensitive information in a timely manner.

During the year under review, the Board has reviewed the internal control policy and concluded that in general, the Group's internal control system is effective and adequate, no material deficiencies have been identified.

C.3 Audit Committee

The Audit Committee comprises three independent non-executive directors, of which, Mr. Tsang Kwok Wai is a certified public accountant for many years. The Audit Committee is responsible for review of the Group's financial information and oversight of the Group's financial reporting system and internal control procedure. The Audit Committee is also responsible for reviewing the interim and final results of the Group prior to recommending them to the Board for approval. In performing its duties, it has unrestricted access to personnel, records, external auditors and senior management.

The Audit Committee has specific written terms of reference which are of no less exacting terms than those stipulated in Code provision. For the year under review, the Audit Committee held 2 meetings included the review of the final results for the year ended 31 March 2008 and interim accounts for 30 September 2008. The Group's annual report for the year ended 31 March 2009 has been reviewed by the Audit Committee.

D. Delegation by the Board

D.1 Management functions

When the Board delegates aspects of its management and administration functions to management, it has given clear directions as to the powers of management, in particular, with respect to the circumstance where management shall report back and obtain prior approval from the Board before making decisions or entering into any commitments on behalf of the Company.

D.2 Board Committees

The Company has set up two committees including Audit Committee and Remuneration Committee, each Committee with its specific terms of reference.

D.3 Remuneration Committee

The Company has established a remuneration committee with written terms of reference in consistence with the Code. The primary duties of the remuneration committee include the following:–

i. To make recommendation to the Board on the Company's policy and structure for all remuneration of directors and senior management;

ii. To determine the remuneration packages of executive directors and senior management, according to the major scope, responsibilities and duties, importance of position of the directors and the senior management as well as the remuneration level of the related position in the market, including benefit in kind, pension rights and compensation payments which include compensation payable for loss or termination of their office or appointment.

CORPORATE GOVERNANCE PRACTICE (CONTINUED)

D. Delegation by the Board (Continued)

D.3 Remuneration Committee (Continued)

iii. To review and approve performance-based remuneration by reference to corporate goals and objectives resolved by the Board from time or time.

iv. To review and approve the compensation payable to executive directors and senior management in connection with any loss or termination of their office or appointment to ensure that such compensation is determined in accordance with relevant contractual terms and that such compensation is otherwise fair and not exercise for the Company.

v. To ensuring that no director or any of his associates shall be involved in any decisions as to their own remuneration.

vi. To advising shareholders on how to vote with respect to any service contracts of directors that requires shareholders' approval under the Listing Rules.

The number of remuneration committee meeting held during the year and record of individual attendance of members, on a named basis, at meetings held during was set out in section headed "Board of Directors" above.

The emolument policy of the employees of the Group was set up by the Remuneration Committee on the basis of their merit, qualification and competence.

The emolument of the directors of the Company are determined by the Remuneration Committee, having regard to the Group's operating results, individual performance and comparable market statistics.

Further details on the emolument policy and the basis of determining the emolument payable to the Directors are set out in the page 52 of this annual report.

The Group's stock option scheme as described on page 68 of this annual report is adopted as the Group's long-term incentive scheme.

E. Communication with Shareholders

E.1 Effective communication

The general meetings of the Company provide a forum for communication between the shareholders and the Board. The Chairman of the Board as well as chairmen of the Audit Committee and Remuneration Committee, or in their absence, other members of the respective committees, are available to answer questions at the shareholders' meetings.

Separate resolutions are proposed at shareholders' meetings on each substantial issue, including the election of individual directors.

The Company continues to enhance communications and relationships with its investors. Designated senior management maintains regular dialogue with investors and analysis to keep them abreast of the Company's developments. Enquiries from investors are dealt with in an informative and timely manner.

CORPORATE GOVERNANCE PRACTICE (CONTINUED)

E. Communication with Shareholders (Continued)

E.2 Voting by poll

The rights of shareholders and the procedures for demanding a poll on resolutions at shareholders' meetings are contained in the Company's articles of association. Details of such rights to demand a poll and the poll procedures are included in all circulars to shareholders and will be explained during the proceedings of meetings.

Poll results were published on the website of the Stock Exchange as well as the Company's website.

1. Directors' Securities Transaction

   The Company has adopted the full set of Model Code set out in Appendix 10 of the Listing Rules as the code of the conduct for securities transactions by directors (the "Model Code"). The prohibitions on securities dealing and disclosure requirements in the Model Code apply to specified individuals including the Group's senior management and also persons who are privy to price sensitive information of the Group. Having made specific enquiry of all directors, the Board confirms that the director of the Company have complied with the Model Code regarding directors' securities transactions during the year and up to the date of publication of the Annual Report.

2. Auditors' remuneration

   For the financial year, SHINEWING (HK) CPA Limited is the auditors of the Company. Fees paid or payable to the auditors for audit service provided to the Group is approximately HK$390,000. No non-audit service has been provided by the auditors to the Group. The auditors' remuneration has been duly approved by the audit committee and there was no disagreement between the Board and the audit committee on the selection and appointment of auditor. HK$1,050,000 has been paid to PricewaterhouseCoopers, the previous auditors of the Group, during the fiscal year, in relation to the professional accountancy works for the very substantial disposal.

Independent Auditor's Report

信永中和
ShineWing

SHINEWING (HK) CPA Limited
16/F., United Centre
95 Queensway, Hong Kong

TO THE SHAREHOLDERS OF
ABC COMMUNICATIONS (HOLDINGS) LIMITED
(incorporated in Bermuda with limited liability)

We have audited the consolidated financial statements of ABC Communications (Holdings) Limited (the "Company") and its subsidiaries (collectively referred to as the "Group") set out on pages 25 to 75, which comprise the consolidated balance sheet as at 31 March 2009, and the consolidated income statement, the consolidated statement of changes in equity and the consolidated cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory notes.

DIRECTORS' RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation and the true and fair presentation of these consolidated financial statements in accordance with Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants and the Hong Kong Companies Ordinance. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and the true and fair presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these consolidated financial statements based on our audit and to report our opinion solely to you, as a body, in accordance with Section 90 of the Bermuda Companies Act, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. We conducted our audit in accordance with Hong Kong Standards on Auditing issued by the Hong Kong Institute of Certified Public Accountants. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and true and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Independent Auditor’s Report

OPINION

In our opinion, the consolidated financial statements give a true and fair view of the state of affairs of the Group as at 31 March 2009 and of the Group’s profit and cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards and have been properly prepared in accordance with the Hong Kong Companies Ordinance.

SHINEWING (HK) CPA Limited
Certified Public Accountants
Pang Wai Hang
Practising Certificate Number: P05044

Hong Kong
29 July 2009

Consolidated Income Statement

For the year ended 31 March 2009

	Notes	2009 HK$	2008 HK$
Continuing operations			
Turnover	7	**108,878,606**	150,249,600
Cost of sales		**(89,506,169)**	(133,522,994)
Gross profit		**19,372,437**	16,726,606
Other income	8	**693,698**	1,855,569
Other gains – net	9	**111,309**	3,507,236
Selling and distribution costs		**(1,278,489)**	(1,348,795)
General and administrative expenses		**(23,637,464)**	(16,986,489)
Finance costs	10	**(11)**	–
(Loss)/profit before taxation	11	**(4,738,520)**	3,754,127
Income tax expense	13	**–**	–
(Loss)/profit for the year from continuing operations		**(4,738,520)**	3,754,127
Discontinued operation			
Profit/(loss) for the year from discontinued operation	14	**74,079,734**	(9,300,906)
Profit/(loss) for the year		**69,341,214**	(5,546,779)
Attributable to:			
Equity holders of the Company		**68,552,356**	(5,546,779)
Minority interests		**788,858**	–
		69,341,214	(5,546,779)
Dividends	15	**273,875,328**	9,337,720
Earnings/(losses) per share	16		
For the continuing and discontinued operations			
– Basic		**14.68 cents**	(1.19) cents
From continuing operations			
– Basic		**(1.19) cents**	0.80 cents
From discontinued operation			
– Basic		**15.87 cents**	(1.99) cents

Consolidated Balance Sheet

As at 31 March 2009

	Notes	2009 HK$	2008 HK$
Non-current assets			
Prepaid lease payments	17	**–**	15,609,131
Property, plant and equipment	18	**2,564,071**	4,090,940
Investment property	19	**–**	19,650,000
Available-for-sale financial assets	20	**–**	185,262,286
Long-term pledged deposits	21	**–**	23,531,087
		2,564,071	248,143,444
Current assets			
Trade receivables	22	**8,214,018**	10,965,850
Other receivables, deposits and prepayments		**1,436,088**	2,924,930
Prepaid lease payments	17	**–**	578,750
Short-term pledged deposits	23	**–**	96,738,179
Bank balances and cash	24	**22,581,847**	59,736,751
		32,231,953	170,944,460
Current liabilities			
Trade and other payables	25	**16,210,366**	18,855,016
Advance subscriptions and licence fees received		**3,449,084**	3,222,910
Customer deposits		**–**	473,000
Bank borrowings, secured	26	**–**	84,475,560
		19,659,450	107,026,486
Net current assets		**12,572,503**	63,917,974
Total assets less current liabilities		**15,136,574**	312,061,418

Consolidated Balance Sheet

As at 31 March 2009

	Notes	2009 HK$	2008 HK$
Capital and reserves			
Share capital	28	**4,668,860**	46,688,600
Reserves		**2,611,716**	244,165,210
Equity attributable to equity holders of the Company		**7,280,576**	290,853,810
Minority interests		**7,855,998**	–
Total equity		**15,136,574**	290,853,810
Non-current liabilities			
Bank borrowings, secured	26	**–**	19,934,777
Deferred income tax liabilities	27	**–**	1,272,831
		–	21,207,608
		15,136,574	312,061,418

The consolidated financial statements on pages 25 to 75 were approved and authorised for issue by the board of directors on 29 July 2009 and are signed on its behalf by:

Chen Jiasong	**Cheung Wai Shing**
Director	*Director*

Consolidated Statement of Changes in Equity

For the year ended 31 March 2009

	Attributable to equity holders of the Company												
	Share capital	Share premium	Capital redemption reserve	Capital reserve	General reserve	Asset replacement reserve	Investment revaluation reserve	Contributed surplus	Exchange reserve	Retained earnings	Sub-total	Minority interests	Total
	HK$	HK$	HK$	HK$	HK$	HK$	HK$	HK$	HK$	HK$	HK$	HK$	HK$
At 1 April 2007	46,688,600	76,470,297	176,000	278,385	2,000,000	5,150,000	90,665,551	29,986,398	(68,010)	66,806,377	318,153,598	–	318,153,598
Fair value losses on available-for-sale financial assets recognised directly in equity	–	–	–	–	–	–	(12,415,289)	–	–	–	(12,415,289)	–	(12,415,289)
Loss for the year and total recognised income and expense for the year	–	–	–	–	–	–	–	–	–	(5,546,779)	(5,546,779)	–	(5,546,779)
2007/08 interim dividends paid	–	–	–	–	–	–	–	–	–	(9,337,720)	(9,337,720)	–	(9,337,720)
At 31 March 2008 and 1 April 2008	46,688,600	76,470,297	176,000	278,385	2,000,000	5,150,000	78,250,262	29,986,398	(68,010)	51,921,878	290,853,810	–	290,853,810
Fair value losses on available-for-sale financial assets recognised directly in equity	–	–	–	–	–	–	(16,566,478)	–	–	–	(16,566,478)	–	(16,566,478)
Profit for the year	–	–	–	–	–	–	–	–	–	68,552,356	68,552,356	788,858	69,341,214
Transfer to profit and loss on disposal of available-for-sale financial assets	–	–	–	–	–	–	(2,350,727)	–	–	–	(2,350,727)	–	(2,350,727)
Total recognised income and expense for the year	–	–	–	–	–	–	(2,350,727)	–	–	68,552,356	66,201,629	788,858	66,990,487
Capital reduction (note 28)	(42,019,740)	–	–	–	–	–	–	42,019,740	–	–	–	–	–
Disposal of subsidiaries	–	–	–	(278,385)	(2,000,000)	(5,150,000)	(59,333,057)	–	–	7,428,385	(59,333,057)	7,067,140	(52,265,917)
Transfer of share premium to contributed surplus upon capital re-organisation (note 35(a))	–	(76,470,297)	–	–	–	–	–	76,470,297	–	–	–	–	–
Special dividends paid (note 15)	–	–	–	–	–	–	–	(148,476,435)	–	(125,398,893)	(273,875,328)	–	(273,875,328)
At 31 March 2009	**4,668,860**	**–**	**176,000**	**–**	**–**	**–**	**–**	**–**	**(68,010)**	**2,503,726**	**7,280,576**	**7,855,998**	**15,136,574**

Consolidated Cash Flow Statement

For the year ended 31 March 2009

	2009 HK$	2008 HK$
OPERATING ACTIVITIES		
(Loss)/profit before tax – continuing operations	**(4,738,520)**	3,754,127
Profit/(loss) before tax – discontinued operation	**75,304,901**	(9,058,947)
Profit/(loss) before taxation	**70,566,381**	(5,304,820)
Adjustments for:		
Amortisation of prepaid lease payments	**241,146**	578,750
Depreciation of property, plant and equipment	**1,606,864**	1,149,405
Dividend income from available-for-sale financial assets	**(4,151,605)**	(4,492,422)
Fair value gain on revaluation of an investment property	**(8,050,000)**	(150,000)
Gain on disposal of available-for-sale financial assets	**(2,350,727)**	–
Gain on disposal of property, plant and equipment	**–**	(4,500)
Gain on disposal of subsidiaries	**(49,801,985)**	–
Interest expenses	**505,915**	1,209,899
Interest income	**(2,368,769)**	(7,984,223)
Operating cash flows before movements in working capital	**6,197,220**	(14,997,911)
Decrease in trade receivables	**2,751,832**	2,865,722
(Increase)/decrease in other receivables, deposits and prepayments	**(326,434)**	4,493,880
(Decrease)/increase in trade and other payables	**(1,993,508)**	9,981,688
Increase in advance subscriptions and licence fees received	**226,174**	658,600
Decrease in customer deposits	**(473,000)**	(35,500)
NET CASH FROM OPERATING ACTIVITIES	**6,382,284**	2,966,479
INVESTING ACTIVITIES		
Net cash inflow from disposal of subsidiaries	**224,041,942**	–
Decrease/(increase) in pledged deposits	**7,148,185**	(17,583,886)
Proceeds from disposal of available-for-sale financial assets	**4,170,407**	–
Dividends received from available-for-sale financial assets	**4,151,605**	4,492,422
Interest received	**1,183,013**	8,161,729
Purchases of property, plant and equipment	**(1,496,147)**	(2,688,280)
Proceeds from disposal of property, plant and equipment	**–**	4,500
Decrease in long-term deposits	**–**	2,634,581
NET CASH FROM (USED IN) INVESTING ACTIVITIES	**239,199,005**	(4,978,934)

Consolidated Cash Flow Statement

For the year ended 31 March 2009

	2009 HK$	2008 HK$
FINANCING ACTIVITIES		
Dividends paid	**(273,875,328)**	(9,337,720)
Repayment of bank borrowings	**(8,257,418)**	–
Interest paid	**(603,447)**	(1,343,291)
Proceed from bank borrowings	**–**	15,402,166
NET CASH (USED IN) FROM FINANCING ACTIVITIES	**(282,736,193)**	4,721,155
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS	**(37,154,904)**	2,708,700
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	**59,736,751**	57,028,051
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR, represented by bank balances and cash	**22,581,847**	59,736,751

1. GENERAL INFORMATION

ABC Communications (Holdings) Limited (the "Company") is an investment holding company, its subsidiaries (together collectively referred to as the "Group") are principally engaged in providing financial information services, wireless applications development, securities trading system licensing, property and investment holdings. During the year, the Group has disposed of its property and securities investments operations.

The Company is incorporated in Bermuda with limited liability and its shares are listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). The address of its registered office is Clarendon House, 2 Church Street, Hamilton HM11, Bermuda. The address of its principal place of business is Room 2006, 20/F., West Tower, Shun Tak Centre, 168-200 Connaught Road Central, Sheung Wan, Hong Kong.

The immediate holding company and ultimate holding company is Asian Gold Dragon Limited, a company incorporated in the British Virgin Islands.

The consolidated financial statements are presented in Hong Kong dollars ("HK$"), which is the same as the functional currency of the Company.

2. APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs")

In the current year, the Group has applied the following amendments and interpretations ("new HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA") which are or have become effective.

Hong Kong Accounting Standard ("HKAS") 39 & HKFRS 7 (Amendments)	Reclassification of Financial Assets
HK(IFRIC) – Interpretation ("INT") 12	Service Concession Arrangements
HK(IFRIC) – INT 14	HKAS 19 – The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction

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

2. APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs") (CONTINUED)

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

HKFRSs (Amendments)	Improvements to HKFRSs[1]
HKFRSs (Amendments)	Improvements to HKFRSs 2009[2]
HKAS 1 (Revised)	Presentation of Financial Statements[3]
HKAS 23 (Revised)	Borrowing Costs[3]
HKAS 27 (Revised)	Consolidated and Separate Financial Statements[4]
HKAS 32 & HKAS 1 (Amendments)	Puttable Financial Instruments and Obligations Arising on Liquidation[3]
HKAS 39 (Amendment)	Eligible Hedged Items[4]
HKFRS 1 (Revised)	First-time Adoption of HKFRSs[4]
HKFRS 1 & HKAS 27 (Amendments)	Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate[3]
HKFRS 2 (Amendment)	Share-based Payment – Vesting Conditions and Cancellations[3]
HKFRS 3 (Revised)	Business Combinations[4]
HKFRS 7 (Amendments)	Financial Instruments: Disclosures – Improving Disclosures about Financial Instruments[3]
HKFRS 8	Operating Segments[3]
HK(IFRIC) – INT 9 and HKAS 39 (Amendments)	Embedded Derivatives[5]
HK(IFRIC)-INT 13	Customer Loyalty Programmes[6]
HK(IFRIC)-INT 15	Agreements for the Construction of Real Estate[3]
HK(IFRIC)-INT 16	Hedges of a Net Investment in a Foreign Operation[7]
HK(IFRIC)-INT 17	Distributions of Non-cash Assets to Owners[4]
HK(IFRIC)-INT 18	Transfers of Assets from Customers[8]

1 Effective for annual periods beginning on or after 1 January 2009 except the amendments to HKFRS 5, effective for annual periods beginning on or after 1 July 2009
2 Effective for annual periods beginning on or after 1 January 2009, 1 July 2009 and 1 January 2010, as appropriate
3 Effective for annual periods beginning on or after 1 January 2009
4 Effective for annual periods beginning on or after 1 July 2009
5 Effective for annual periods ending on or after 30 June 2009
6 Effective for annual periods beginning on or after 1 July 2008
7 Effective for annual periods beginning on or after 1 October 2008
8 Effective for transfers of assets from customers received on or after 1 July 2009

The application of HKFRS 3 (Revised) may affect the accounting for business combination for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after 1 July 2009. HKAS 27 (Revised) will affect the accounting treatment for changes in a parent's ownership interest in a subsidiary. The directors of the Company anticipate that the application of the other new and revised standards, amendments or interpretations will have no material impact on the results and the financial position of the Group.

3. SIGNIFICANT ACCOUNTING POLICIES

The consolidated financial statements have been prepared on the historical cost basis except for certain properties and financial instruments, which are measured at revalued amounts or fair values, as explained in the accounting policies set out below.

The consolidated financial statements have been prepared in accordance with HKFRSs issued by the HKICPA. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange and by the Hong Kong Companies Ordinance.

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries). Control is achieved where the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

The results of subsidiaries acquired or disposed of during the year are included in the consolidated income statement from the effective date of acquisition or up to the effective date of disposal, as appropriate.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by other members of the Group.

All intra-group transactions, balances, income and expenses are eliminated on consolidation.

Minority interests in the net assets of consolidated subsidiaries are presented separately from the Group's equity therein. Minority interests in the net assets consist of the amount of those interests at the date of the original business combination and the minority's share of changes in equity since the date of the combination. Losses applicable to the minority in excess of the minority's interest in the subsidiary's equity are allocated against the interests of the Group except to the extent that the minority has a binding obligation and is able to make an additional investment to cover the losses.

Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for services provided in the normal course of business. Revenue is shown as follows:

Financial quotation subscription fee income is recognised on a straight-line basis over the subscription period.

Revenue from securities trading system licensing and wireless applications is recognised when services are rendered.

Interest income from a financial asset is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

Dividend income from investments is recognised when the shareholders' right to receive payment have been established.

Rental income is recognised on a straight-line basis over the lease term.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Property, plant and equipment

Building comprises mainly office. Building is shown at fair value, based on periodic, but at least triennial, valuations by external independent valuers, less subsequent depreciation and any subsequent accumulated impairment losses. Any accumulated depreciation at the date of revaluation is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. All other property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Any revaluation increase arising on revaluation of buildings is credited to the revaluation reserve, except to the extent that it reverses a revaluation decrease of the same asset previously recognised as an expense, in which case the increase is credited to the consolidated income statement to the extent of the decrease previously charged. A decrease in net carrying amount arising on revaluation of an asset is dealt with as an expense to the extent that it exceeds the balance, if any, on the revaluation reserve relating to a previous revaluation of that asset. On the subsequent sale or retirement of a revalued asset, the attributable revaluation surplus is transferred to retained profits.

Depreciation is provided to write off the cost of items of property, plant and equipment over their estimated useful lives and after taking into account of their estimated residual value, using the straight-line method.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the assets. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in the consolidated income statement in the year in which the item is derecognised.

Investment property

Investment property is property held to earn rentals and/or for capital appreciation. On initial recognition, investment property is measured at cost, including any directly attributable expenditure. Subsequent to initial recognition, investment property is measured at its fair value using the fair value model. Gains or losses arising from changes in the fair value of investment property are included in profit or loss for the period in which they arise.

Prepaid lease payments

Prepaid lease payments represent lease prepayments paid or payable for the right to use the land on which various plants and buildings are situated for a definite period, are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation of prepaid lease payments is calculated on a straight-line basis over the expected period of the rights.

Leasing

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the leasee. All other leases are classified as operating leases.

The Group as lessor

Rental income from operating leases is recognised in the consolidated income statement on a straight-line basis over the term of the relevant lease.

The Group as lessee

Rentals payable under operating leases are charged to profit or loss on a straight-line basis over the term of the relevant lease. Benefits received and receivable as an incentive to enter into an operating lease are recognised as a reduction of rental expense over the lease term on a straight-line basis.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Leasing (Continued)

Leasehold land and buildings

The land and building elements of a lease of land and building are considered separately for the purpose of lease classification.

Foreign currencies

In preparing the financial statements of each individual group entity, transactions in currencies other than the functional currency of that entity (foreign currencies) are recorded in the respective functional currency (i.e. the currency of the primary economic environment in which the entity operates) at the rates of exchanges prevailing on the dates of the transactions. At each balance sheet date, monetary items denominated in foreign currencies are retranslated at the rates prevailing on the balance sheet date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on the retranslation of monetary items, are recognised in profit or loss in the period in which they arise, except for exchange differences arising on a monetary item that forms part of the Company's net investment in a foreign operation, in which case, such exchange differences are recognised in equity in the consolidated financial statements. Exchange differences arising on the retranslation of non-monetary items carried at fair value are included in profit or loss for the period except for exchange differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised directly in equity, in which cases, the exchange differences are also recognised directly in equity.

For the purposes of presenting the consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into the presentation currency of the Group at the rate of exchange prevailing at the balance sheet date, and their income and expenses are translated at the average exchange rates for the year, unless exchange rates fluctuate significantly during the period, in which case, the exchange rates prevailing at the dates of transactions are used. Exchange differences arising, if any, are recognised as a separate component of equity (the exchange reserve). Such exchange differences are recognised in profit or loss in the period in which the foreign operation is disposed of.

Borrowing costs

All borrowing costs are recognised as and included in finance costs in the consolidated income statement in the period in which they are incurred.

Retirement benefits costs

Payments to the defined contribution retirement benefits schemes are charged as an expense as when employees have rendered service entitling them to the contributions.

Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the consolidated income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Taxation (Continued)

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax base used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary difference, and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary difference can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date. Deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Financial instruments

Financial assets and financial liabilities are recognised on the consolidated balance sheet when a group entity becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets

The Group's financial assets are classified into loans and receivables and available-for-sale financial assets. All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial asset and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial asset, or, where appropriate, a shorter period.

Interest income is recognised on an effective basis for debt instruments.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. At each balance sheet date subsequent to initial recognition, loans and receivables (including pledged deposits, trade receivables, other receivables and deposits, bank balances) are carried at amortised cost using the effective interest method, less any identified impairment losses (see accounting policy on impairment loss on financial assets below).

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Financial instruments (Continued)

Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated or not classified as financial assets at fair value through profit or loss, loans and receivables or held-to-maturity investments. The Group designated the equity investments as available-for-sale financial assets.

At each balance sheet date subsequent to initial recognition, available-for-sale financial assets are measured at fair value. Changes in fair value are recognised in equity, until the financial asset is disposed of or is determined to be impaired, at which time, the cumulative gain or loss previously recognised in equity is removed from equity and recognised in profit or loss (see accounting policy on impairment loss on financial assets below).

The available-for-sale financial assets are included in non-current assets unless management intends to dispose of the investment within twelve months of the balance sheet date.

Impairment loss on financial assets

Financial assets are assessed for indicators of impairment at each balance sheet date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the financial assets have been affected.

For an available-for-sale equity investment, a significant or prolonged decline in the fair value of that investment below its cost is considered to be objective evidence of impairment.

For all other financial assets, objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty; or
- default or delinquency in interest or principal payments; or
- it becoming probable that the borrower will enter bankruptcy or financial re-organisation.

For certain categories of financial asset, such as trade receivables, assets that are assessed not to be impaired individually are subsequently assessed for impairment on a collective basis. Objective evidence of impairment for a portfolio of receivables could include the Group's past experience of collecting payments, an increase in the number of delayed payments in the portfolio past the average credit period, as well as observable changes in national or local economic conditions that correlate with default on receivables.

For financial assets carried at amortised cost, an impairment loss is recognised in profit or loss when there is objective evidence that the asset is impaired, and is measured as the difference between the asset's carrying amount and the present value of the estimated future cash flows discounted at the original effective interest rate.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables, where the carrying amount is reduced through the use of an allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss. When a trade receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited to profit or loss.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Financial instruments (Continued)

Impairment loss on financial assets (Continued)

For financial assets measured at amortised cost, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit and loss to the extent that the carrying amount of the asset at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

Impairment losses on available-for-sale equity investments will not be reversed in profit or loss in subsequent periods. Any increase in fair value subsequent to impairment loss is recognised directly in equity.

Financial liabilities and equity

Financial liabilities and equity instruments issued by a group entity are classified according to the substance of the contractual arrangements entered into and the definition of a financial liability and an equity instrument.

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. The Group's financial liabilities are classified as other financial liabilities.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period.

Interest expense is recognised on an effective interest basis.

Other financial liabilities

Other financial liabilities (including trade and other payables, customer deposits and bank borrowings) are subsequently measured at amortised cost, using the effective interest method.

Equity instruments

Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

Derecognition

Financial assets are derecognised when the rights to receive cash flows from the assets expire or, the financial assets are transferred and the Group has transferred substantially all the risks and rewards of ownership of the financial assets. On derecognition of a financial asset, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised directly in equity is recognised in profit or loss.

Financial liabilities are derecognised when the obligation specified in the relevant contract is discharged, cancelled or expires. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

Impairment losses on tangible assets

At each balance sheet date, the Group reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised as an expense immediately, unless the relevant asset is carried a revalued amount under another standard, in which case the impairment loss is treated as revaluation decrease under that standard.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Impairment losses on tangible assets (Continued)

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised as income immediately, unless the relevant asset is carried a revalued amount under another standard, in which case the reversal of the impairment loss is treated as a revaluation increase under that other standard.

Share-based payment transactions

The financial impact of share options granted is not recorded in the consolidated financial statements as they are exempted under HKFRS 2 transitional arrangement until such time as the options are exercised, and no charge is recognised in the consolidated income statement in respect of the value of options granted. Upon the exercise of the share options, the resulting shares issued are recorded as additional share capital at the nominal value of the shares, and the excess of the exercise price per share over the nominal value of the shares is recorded as share premium. Options which lapse or are cancelled prior to their exercise date are deleted from the register of outstanding options.

4. KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, which are described in note 3, the directors of the Company are required to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Key sources of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Estimated impairment loss of trade receivables

The policy for making impairment loss on trade receivables of the Group is based on the evaluation of collectability and aging analysis of accounts and on management's judgement. A considerable amount of judgement is required in assessing the ultimate realisation of these receivables, including the current creditworthiness and the past collection history of each debtor. If the financial conditions of debtors of the Group were to deteriorate, resulting in an impairment of their ability to make payments, additional impairment loss may be required.

Depreciation of property, plant and equipment

Property, plant and equipment are depreciated on a straight-line basis over their estimated useful lives, after taking into account their estimated residual value. The Group assesses annually the residual value and the useful life of the property, plant and equipment and if the expectation differs from the original estimates, such differences from the original estimates will affect the depreciation charges in the year in which the estimates change.

5. CAPITAL RISK MANAGEMENT

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

Total capital is calculated as 'equity', as shown in the consolidated balance sheet, plus net debt. Net debt is calculated as total borrowings (including current and non-current borrowings as shown in the consolidated balance sheet) less bank balances and cash.

The Group structures its capital with due consideration to risk. The Group manages and adjusts its capital structure in the light of the changes in economic conditions and risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, repurchase shares of the Company from shareholders, return capital to shareholders, issue new shares, or increase or reduce borrowings.

As at 31 March 2009, the Group did not have any outstanding debt while the debt-to-equity ratio as at 31 March 2008 is 0.36. For the purpose of calculating the debt-to-equity ratio, the Group defines debt as total debt (which includes bank borrowings) and equity as all components of equity.

6. FINANCIAL INSTRUMENTS

6(a) Categories of financial instruments

	2009 HK$	2008 HK$
Financial assets		
Available-for-sale financial assets	**–**	185,262,286
Loans and receivables (including cash and cash equivalents)		
– Trade receivables	**8,214,018**	10,965,850
– Other receivables and deposits	**640,038**	2,658,326
– Pledged deposits	**–**	120,269,266
– Bank balances and cash	**22,581,847**	59,736,751
	31,435,903	193,630,193
Financial liabilities		
Other financial liabilities measured at amortised cost		
– Customer deposits	**–**	473,000
– Bank borrowings	**–**	104,410,337
– Trade and other payables	**16,210,366**	18,855,016
	16,210,366	123,738,353

6. FINANCIAL INSTRUMENTS (CONTINUED)

6(b) Financial risk management objectives and policies

The Group's investment policy is to prudently invest all funds of the Group in a manner which will satisfy liquidity requirements, safeguard financial assets, and manage risks while optimising return on investments.

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, fair value interest rate risk and equity price risk), credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's performance.

Investment is governed by investment policies and risk management guidelines approved by the directors of the Company. Investment restrictions and guidelines form an integral part of risk management.

Market risk

(i) Foreign exchange risk

As at 31 March 2009, the Group's exposure to foreign exchange risk is minimal as the Group's foreign currency denominated assets and borrowings have been disposed together with the disposal of subsidiaries during the year (see note 30 for details).

As at 31 March 2008, the Group's exposure to foreign exchange risk in relation to the loss due to adverse movements in foreign exchange rates mainly relating to investments and borrowings denominated in Japanese Yen and United States Dollars.

To manage the foreign exchange risk arising from the recognised assets and liabilities, the Group financed its Japanese denominated assets with the borrowings that are denominated in the same currency. For the United States Dollars, as it is linked with Hong Kong Dollars, the foreign exchange risk is minimal.

The following table details the change in the Group's loss for the year in response to reasonably possible changes in foreign exchange rates in relation to the bank borrowings to which the Group has exposure at the balance sheet date and that all the other variables remain constant.

		2009 Increase/(decrease) in profit for the year HK$	2008 (Increase)/decrease in loss for the year HK$
Japanese Yen against	+ 10%	–	(10,441,034)
Hong Kong Dollars	– 10%	–	10,441,034

6. FINANCIAL INSTRUMENTS (CONTINUED)

6(b) Financial risk management objectives and policies (Continued)

Market risk (Continued)

(ii) Interest rate risk

As at 31 March 2009, the Group's interest bearing bank borrowings have been disposed together with the disposal of subsidiaries during the year (see note 30 for details).

The Group exposed to cash flow interest rate risk in relation to variable-rate bank balances. The Group's exposure to interest rate risk is minimal as the bank balances have short maturity. The Group currently does not have any interest rate hedging policy. However, the management monitors interest rate exposure and will consider other necessary actions when significant interest rate exposure is anticipated.

As at 31 March 2008, the Group's interest rate risk arises from long-term borrowings. Borrowings issued at fixed rates expose the Group to fair value interest-rate risk. During the year ended 31 March 2008, the Group's borrowings were at fixed rate and denominated in Japanese Yen. It was estimated that a general increase/decrease of 10 basis points in interest rates, with all other variables held constant, would decrease/increase the Group's result for the year by approximately as follows:

	2009 Increase/(decrease) in profit for the year HK$	2008 (Increase)/decrease in loss for the year HK$
+ 10 basis points	**–**	(24,729)
– 10 basis points	**–**	24,773

The sensitivity analysis above had been determined assuming that the change in interest rate had occurred at the balance sheet date and had been applied to the interest-bearing financial instruments in existence at the date. The 10 basis points increase/decrease represents management's assessment of a reasonably possible change in interest rate over the period until the next annual balance sheet date.

(iii) Price risk

As at 31 March 2009, the Group's exposure to price risk is minimal as the Group's equity securities investments have been disposed together with the disposal of subsidiaries during the year (see note 30 for details).

As at 31 March 2008, the Group exposed to equity securities price risk because of investments held by the Group were classified on the consolidated balance sheet as available-for-sale assets. To manage its price risk, the Group diversified its portfolio, and any investments made had to be approved by management.

6. FINANCIAL INSTRUMENTS (CONTINUED)

6(b) Financial risk management objectives and policies (Continued)

Market risk (Continued)

(iii) Price risk (Continued)

The table below summarises the impact of increases/decreases of the Group's listed securities on the Group's equity. The impact of a hypothetical 10% increase/decrease in price of the listed securities, with all other variables held constant, on the Group's total equity is set out below:

		2009 Increase/(decrease) in equity HK$	2008 Increase/(decrease) in equity HK$
Listed securities			
– Equity securities in Hong Kong	+ 10%	**–**	62,320
	– 10%	**–**	(62,320)
– Equity securities in Japan	+ 10%	**–**	8,909,697
	– 10%	**–**	(8,909,697)

Credit risk

As at 31 March 2009, the Group's maximum exposure to credit risk which will cause a financial loss to the Group due to failure to discharge an obligation by the counterparties is arising from the carrying amount of the respective recognised financial assets as stated in the consolidated balance sheet.

In order to minimise the credit risk, the management of the Group has policies in place to ensure that services are made to customers with appropriate credit history. In addition, the Group reviews the recoverable amount of each individual receivable balance at each balance sheet date to ensure that adequate impairment losses are made for irrecoverable amounts. In this regard, the directors of the Company consider that the Group's credit risk is significantly reduced.

The credit risk on liquid funds is limited because the counterparties are banks with high credit ratings assigned by international credit-rating agencies.

The Group has concentration of credit risk as 59% (2008: 49%) and 77% (2008: 81%) of the total trade receivables was due from the Group's largest customer and the five largest customers respectively.

6. FINANCIAL INSTRUMENTS (CONTINUED)

6(b) Financial risk management objectives and policies (Continued)

Liquidity risk

In the management of the liquidity risk, the Group monitors and maintains a level of cash and cash equivalents deemed adequate by the management to finance the Group's operations and mitigate the effects of fluctuations in cash flows. The management monitors the utilisation of other borrowings and ensures compliance with respective loan covenants.

The following table details the Group's remaining contractual maturity for its financial liabilities. For non-derivative financial liabilities, the table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The table includes both interest and principal cash flows.

As at 31 March 2009

	On demand or less than one year HK$	One to two years HK$	Total undiscounted cash flows HK$
Trade and other payables	16,210,366	–	16,210,366

As at 31 March 2008

	On demand or less than one year HK$	One to two years HK$	Total undiscounted cash flows HK$
Bank borrowings	85,275,694	20,104,090	105,379,784
Trade and other payables	18,855,016	–	18,855,016
Customer deposits	473,000	–	473,000
	104,603,710	20,104,090	124,707,800

6. FINANCIAL INSTRUMENTS (CONTINUED)

6(c) Fair value

The fair value of financial assets and financial liabilities are determined as follows:

– the fair value of financial assets and financial liabilities with standard terms and conditions and traded in active liquid markets are determined with reference to quoted market bid prices and ask prices respectively; and

– the fair value of other financial assets and financial liabilities is determined using valuation techniques. The Group uses a variety of methods and makes assumptions that are based on market conditions existing at each balance sheet date. Valuation techniques are used to determine fair value for the financial instruments.

The directors consider that the fair values of financial assets and financial liabilities recorded at amortised cost in the consolidated balance sheet approximate to the corresponding carrying amounts.

7. TURNOVER AND SEGMENT INFORMATION

Turnover consists of financial quotation subscription fee, sale from securities trading system licensing and wireless applications.

Business segments

For reporting purpose, during the year ended 31 March 2009, the Group was organised into two main business divisions:

- Financial quotation and securities trading system licensing
- Wireless applications

These divisions are the basis on which the Group reports its primary segment information.

The Group also carried out other business such as holding of corporate assets and liabilities under corporate activities and investment holdings, which are mainly comprised of the Group's property and securities investments operations. During the year ended 31 March 2009, the Group disposed of its property and securities investments business.

7. TURNOVER AND SEGMENT INFORMATION (CONTINUED)

Business segments (Continued)

The segment results for the year ended 31 March 2009 are as follows:

	Continuing operations			Discontinued operation	
	Financial quotation and securities trading system licensing HK$	Wireless applications HK$	Sub-total HK$	Property and securities investments HK$	Total HK$
Turnover	108,224,085	654,521	108,878,606	–	108,878,606
Segment results	5,529,973	(300,631)	5,229,342	26,008,820	31,238,162
Gain on disposal of subsidiaries			–	49,801,985	49,801,985
Unallocated corporate income			395,908	–	395,908
Unallocated corporate expenses			(10,363,759)	–	(10,363,759)
Finance costs			(11)	(505,904)	(505,915)
(Loss)/profit before taxation			(4,738,520)	75,304,901	70,566,381
Income tax expense			–	(1,225,167)	(1,225,167)
(Loss)/profit for the year			(4,738,520)	74,079,734	69,341,214

7. TURNOVER AND SEGMENT INFORMATION (CONTINUED)

Business segments (Continued)

The segment results for the year ended 31 March 2008 are as follows:

	Continuing operations			Discontinued operation	
	Financial quotation and securities trading system licensing HK$	Wireless applications HK$	Sub-total HK$	Property and securities investments HK$	Total HK$
Turnover	149,890,405	359,195	150,249,600	–	150,249,600
Segment results	6,037,931	(923,956)	5,113,975	(7,849,048)	(2,735,073)
Unallocated corporate income			5,162,812	–	5,162,812
Unallocated corporate expenses			(6,522,660)	–	(6,522,660)
Finance costs			–	(1,209,899)	(1,209,899)
Profit/(loss) before taxation			3,754,127	(9,058,947)	(5,304,820)
Income tax expense			–	(241,959)	(241,959)
Profit/(loss) for the year			3,754,127	(9,300,906)	(5,546,779)

7. TURNOVER AND SEGMENT INFORMATION (CONTINUED)

Business segments (Continued)

Other segment terms included in the consolidated income statement are as follows:

	Year ended 31 March 2009				Year ended 31 March 2008			
	Continuing operations		Discontinued operation		Continuing operations		Discontinued operation	
	Financial quotation and securities trading system licensing HK$	**Wireless applications** HK$	**Property and securities investments** HK$	**Total** HK$	Financial quotation and securities trading system licensing HK$	Wireless applications HK$	Property and securities investments HK$	Total HK$
Depreciation of property, plant and equipment	**1,570,500**	**10,502**	**25,862**	**1,606,864**	1,075,162	14,157	60,086	1,149,405
Amortisation of prepaid lease payments	**–**	**–**	**241,146**	**241,146**	–	–	578,750	578,750
Gain on disposal of property, plant and equipment	**–**	**–**	**–**	**–**	4,500	–	–	4,500

The segment assets and liabilities at 31 March 2009 and capital expenditure for the year ended 31 March 2009 are as follows:

	Financial quotation and securities trading system licensing HK$	Wireless applications HK$	Property and securities investments HK$	Unallocated HK$	Total HK$
Assets	**34,380,128**	**148,828**	**–**	**267,068**	**34,796,024**
Liabilities	**18,295,012**	**201,996**	**–**	**1,162,442**	**19,659,450**
Capital expenditure	**1,490,777**	**5,370**	**–**	**–**	**1,496,147**

7. TURNOVER AND SEGMENT INFORMATION (CONTINUED)

Business segments (Continued)

The segment assets and liabilities at 31 March 2008 and capital expenditure for the year ended 31 March 2008 are as follows:

	Financial quotation and securities trading system licensing HK$	Wireless applications HK$	Property and securities investments HK$	Unallocated HK$	Total HK$
Assets	29,086,622	160,626	355,776,544	34,064,112	419,087,904
Liabilities	21,081,417	202,980	2,005,164	104,944,533	128,234,094
Capital expenditure	2,667,330	–	20,950	–	2,688,280

Geographical segments

The Group's business divisions operate in three principal geographical areas – Hong Kong, Asia excluding Hong Kong and Canada and the United States.

Turnover is allocated based on the places/countries in which customers are located. All turnover of the Group was generated in Hong Kong.

Total assets

	2009 HK$	2008 HK$
Hong Kong	**34,796,024**	234,447,782
Asia		
– Japan	**–**	154,886,339
– Others	**–**	1,036
Canada and the United States	**–**	29,752,747
	34,796,024	419,087,904

Total assets are allocated based on where the assets are located.

Capital expenditure

	2009 HK$	2008 HK$
Hong Kong	**1,496,147**	2,688,280

Capital expenditure is allocated based on where the assets are located.

8. OTHER INCOME

	2009 HK$	2008 HK$
Continuing operations		
Interest income	**418,797**	1,805,573
Others	**274,901**	49,996
	693,698	1,855,569
Discontinued operation		
Interest income	**1,949,972**	6,178,650
Rental income from investment property	**947,778**	2,104,744
Dividend income from available-for-sale financial assets	**4,151,605**	4,492,422
	7,049,355	12,775,816
Total	**7,743,053**	14,631,385

9. OTHER GAINS/(LOSSES) – NET

	2009 HK$	2008 HK$
Continuing operations		
Exchange gains	**111,291**	3,339,692
Gain on disposal of property, plant and equipment	**–**	4,500
Others	**18**	163,044
	111,309	3,507,236
Discontinued operation		
Exchange gains/(losses)	**9,177,898**	(19,333,753)
Fair value gain on revaluation of an investment property	**8,050,000**	150,000
Gain on disposal of available-for-sale financial assets	**2,350,727**	–
Others	**–**	156
	19,578,625	(19,183,597)
Total	**19,689,934**	(15,676,361)

10. FINANCE COSTS

	2009 HK$	2008 HK$
Continuing operations		
Interest on temporarily bank overdraft	11	–
Discontinued operation		
Interest on bank borrowings	505,904	1,209,899
	505,915	1,209,899

11. PROFIT (LOSS) BEFORE TAXATION

Expenses included in cost of sales, selling and distribution costs and general and administrative expenses are analysed as follows:

	Continuing operations		Discontinued operation		Consolidated	
	2009 HK$	2008 HK$	2009 HK$	2008 HK$	2009 HK$	2008 HK$
Information and facility service charges	89,506,169	133,522,994	–	–	89,506,169	133,522,994
Auditors' remuneration	390,000	520,996	–	46,500	390,000	567,496
Amortisation of prepaid lease payments	–	–	241,146	578,750	241,146	578,750
Depreciation of property, plant and equipment	1,581,002	1,089,320	25,862	60,085	1,606,864	1,149,405
Employee benefit expenses (note 12)	12,598,336	13,158,552	–	–	12,598,336	13,158,552
Minimum lease payment under operating leases	535,506	–	–	–	535,506	–

12. EMPLOYEE BENEFIT EXPENSES

	2009 HK$	2008 HK$
Wages, salaries and other benefits (including directors' remunerations)	**12,220,364**	12,664,542
Retirement benefit costs		
– defined contribution schemes (Note a)	**417,709**	539,286
– refund of forfeited contributions	**(39,737)**	(45,276)
	12,598,336	13,158,552

(a) Retirement benefit costs – defined contribution plan

Forfeited contributions totalling HK$35,718 (2008: HK$27,544) were available at the year-end to reduce future contributions.

Contributions totalling HK$52,148 (2008: HK$61,567) were payable to the funds at the balance sheet date.

(b) Directors' and senior executives' emoluments

The remuneration of every director for the year ended 31 March 2009 is set out below:

Name of director	Fees HK$	Salary HK$	Employer's contribution to provident fund HK$	Other benefits HK$	Total HK$
Executive directors					
Jing Zhanbin (Appointed at 18 September 2008)	-	-	-	-	-
Cheung Wai Shing (Appointed at 28 August 2008)	-	280,000	7,000	-	287,000
Chen Jiasong (Appointed at 29 October 2008)	-	-	-	-	
Yeung Shuk Kwan, Patricia (Resigned at 18 September 2008)	5,000	556,667	55,667	-	617,334
George Joseph Ho (Resigned at 18 September 2008)	5,000	167,000	16,700	-	188,700
Joey Fan (Resigned at 18 September 2008)	5,000	226,162	9,296	-	240,458
	15,000	1,229,829	88,663	-	1,333,492

12. EMPLOYEE BENEFIT EXPENSES (CONTINUED)

(b) Directors' and senior executives' emoluments (Continued)

The remuneration of every Director for the year ended 31 March 2009 is set out below:

Name of director	Fees HK$	Salary HK$	Employer's contribution to provident fund HK$	Other benefits HK$	Total HK$
Non-executive directors					
Tse Chi Hung, Michael (Resigned at 18 September 2008)	15,000	178,133	–	–	193,133
George Ho (Resigned at 18 September 2008)	15,000	–	–	–	15,000
Leung Kwok Kit (Resigned at 18 September 2008)	15,000	–	–	–	15,000
	45,000	178,133	–	–	223,133
Independent non-executive directors					
Ye Zhiqiang (Appointed at 18 September 2008)	32,500	–	–	–	32,500
Anthony Michael Bough (Appointed at 18 September 2008)	66,000	–	–	–	66,000
Tsang Kwok Wai (Appointed at 18 September 2008)	66,000	–	–	–	66,000
Fu Hau Chak, Adrian (Resigned at 18 September 2008)	15,000	–	–	–	15,000
Li Kwok Sing, Aubrey (Resigned at 18 September 2008)	15,000	–	–	–	15,000
Kwok Chi Hang, Lester, JP (Resigned at 18 September 2008)	15,000	–	–	–	15,000
	209,500	–	–	–	209,500

12. EMPLOYEE BENEFIT EXPENSES (CONTINUED)

(b) Directors' and senior executives' emoluments (Continued)

The remuneration of every Director for the year ended 31 March 2008 is set out below:

Name of director	Fees HK$	Salary HK$	Employer's contribution to provident fund HK$	Other benefits HK$	Total HK$
Executive directors					
Yeung Shuk Kwan, Patricia	10,000	1,200,000	120,000	–	1,330,000
George Joseph Ho	10,000	360,000	36,000	–	406,000
Joey Fan	10,000	400,800	20,040	–	430,840
	30,000	1,960,800	176,040	–	2,166,840
Non-executive directors					
Tse Chi Hung, Michael	30,000	384,000	–	–	414,000
George Ho	30,000	–	–	–	30,000
Leung Kwok Kit	30,000	–	–	–	30,000
	90,000	384,000	–	–	474,000
Independent non-executive directors					
Fu Hau Chak, Adrian	30,000	–	–	–	30,000
Li Kwok Sing, Aubrey	30,000	–	–	–	30,000
Kwok Chi Hang, Lester, JP	30,000	–	–	–	30,000
	90,000	–	–	–	90,000

No emoluments were paid by the Group to any directors or senior executives of the Company as an inducement to join or upon joining the Group, or as compensation for loss of office for two years ended 31 March 2009 and 2008.

No director or senior executives waived or agreed to waive his emoluments in the two years ended 31 March 2009 and 2008.

12. EMPLOYEE BENEFIT EXPENSES (CONTINUED)

(c) Five highest paid individuals

Of the five individuals with the highest emoluments in the Group, one (2008: one) was director of the Company whose emoluments are disclosed in note (b) above. The emoluments of the remaining four (2008: four) individuals were as follows:

	2009 HK$	2008 HK$
Basic salaries, housing allowances, other allowances and benefits in kind	**3,400,483**	2,640,325
Contributions to retirement schemes	**103,667**	48,000
	3,504,150	2,688,325

The emoluments fell within the following band:

	Number of individuals 2009	 2008
HK$0 – HK$1,000,000	**4**	4

13. INCOME TAX EXPENSE

	2009 HK$	2008 HK$
Current income tax	**–**	–
Deferred income tax (note 27)	**1,225,167**	241,959
	1,225,167	241,959

	2009 HK$	2008 HK$
Attributable to:		
Continuing operations	**–**	–
Discontinued operation	**1,225,167**	241,959
	1,225,167	241,959

On 26 June 2008, the Hong Kong Legislative Council passed the Revenue Bill 2008 which reduced corporate profits tax rate from 17.5% to 16.5% effective from the year of assessment 2008/2009.

13. INCOME TAX EXPENSE (CONTINUED)

No provision for Hong Kong Profits Tax has been made as the Group did not generate any assessable profits in Hong Kong for the year ended 31 March 2009 (2008: nil).

The tax expense for the years can be reconciled to the profit/(loss) before taxation per the consolidated income statement as follow:

	2009 HK$	2008 HK$
Profit/(loss) before taxation	**70,566,381**	(5,304,820)
Calculated at a tax rate of 16.5% (2008: 17.5%)	**11,643,453**	(928,343)
Tax effect of income not taxable for tax purpose	**(12,851,932)**	(2,148,031)
Tax effect of expenses not deductible for tax purpose	**2,813,964**	3,109,800
Tax effect of tax losses not recognised	**757,184**	910,131
Utilisation of tax losses previously not recognised	**(1,064,768)**	(701,598)
Decrease in opening deferred tax liability resulting from a decrease in applicable tax rate	**(72,734)**	–
	1,225,167	241,959

14. DISCONTINUED OPERATION

On 2 May 2008, the Company entered into an agreement to dispose of its entire interest in ABC Global Limited and its subsidiaries ("ABC Global Group"), which carried out of the Group's property and securities investments operations. The disposal was completed on 20 August 2008 on which date control of ABC Global Limited passed to the acquirer.

The profit/(loss) for the year from the discontinued operation is analysed as follows:

	2009 HK$	2008 HK$
Profit/(loss) from property and securities investments operations	**24,277,749**	(9,300,906)
Gain on disposal of property and securities investments operations (note 30)	**49,801,985**	–
	74,079,734	(9,300,906)

14. DISCONTINUED OPERATION (CONTINUED)

The results of the property and securities investments operations for the period from 1 April 2008 to 20 August 2008, which have been included in the consolidated income statement, were as follows:

	1.4.2008 to 20.8.2008 HK$	1.4.2007 to 31.3.2008 HK$
Turnover	**–**	–
Cost of sales	**–**	–
Gross profit	**–**	–
Other income	**7,049,355**	12,775,816
Other gains – net	**19,578,625**	(19,183,597)
General and administrative expenses	**(619,160)**	(1,441,267)
Finance costs	**(505,904)**	(1,209,899)
Profit/(loss) before taxation	**25,502,916**	(9,058,947)
Income tax expense	**(1,225,167)**	(241,959)
Profit/(loss) for the period/year attributable to equity holders of the Company	**24,277,749**	(9,300,906)

No charge or credit arose on gain on discontinuance of the operations.

During the year, ABC Global Group derived net operating cash inflows to the Group of HK$5,221,191 (2008: cash outflows of HK$13,008,680), received HK$16,234,413 (2008: paid HK$4,121,677) in respect of investing activities and paid HK$8,860,854 (2008: received HK$14,058,875) in respect of financing activities.

The carrying amounts of the assets and liabilities of ABC Global Group at the date of disposal are disclosed in note 30.

15. DIVIDENDS

	2009 HK$	2008 HK$
Special dividend (note (a))	**273,875,328**	–
Interim dividend (note (b))	**–**	9,337,720
	273,875,328	9,337,720

15. DIVIDENDS (CONTINUED)

Notes:

(a) By the resolution passed at the special general meeting of the Company held on 11 August 2008, it was resolved that a special dividend amounts to HK$273,875,328, which was equivalent to approximately HK58.66 cents per share, was declared and paid out from the distributable reserves of the Company upon the completion of the disposal of ABC Global Group.

(b) No interim dividend was paid or proposed for the six months ended 30 September 2008 (2007: HK2 cents per share).

The directors of the Company do not propose any final dividend for the year (2008: nil).

16. EARNINGS/(LOSSES) PER SHARE

The calculation of basic and diluted earnings/(losses) per share attributable to equity holders of the Company is based on the following data:

From continuing and discontinued operations

	2009 HK$	2008 HK$
Earnings/(losses)		
Profit/(loss) for the year attributable to equity holders of the Company	**68,552,356**	(5,546,779)
Number of shares		
Weighted average number of ordinary shares for the purpose of basic earnings/(losses) per share	**466,886,000**	466,886,000

From continuing operations

The calculation of basic and diluted earnings/(losses) per share from continuing operations attributable to equity holders of the Company is based on the following data:

	2009 HK$	2008 HK$
Profit/(loss) for the year attributable to equity holders of the Company	**68,552,356**	(5,546,779)
Less: (profit)/loss for the year from discontinued operation attributable to equity holders of the Company (note 14)	**(74,079,734)**	9,300,906
(Losses)/earnings for the purpose of basic (losses)/earnings per share from continuing operations	**(5,527,378)**	3,754,127

16. EARNINGS/(LOSSES) PER SHARE (CONTINUED)

From discontinued operation

Basic earnings per share for discontinued operation was HK15.87 cents for the year ended 31 March 2009 (2008: losses per share of HK1.99 cents) based on the profit for the year from the discontinued operation of approximately HK$74,079,734 (2008: loss of HK$9,300,906) and the denominators detailed above for basic earnings per share for the year ended 31 March 2009.

No diluted earnings per share for the year ended 31 March 2009 had been presented as there was no outstanding share options as at 31 March 2009.

No diluted earnings per share for the year ended 31 March 2008 had been presented as the effect of the conversion of the Company's outstanding share options was anti-dilutive.

17. PREPAID LEASE PAYMENTS

The prepaid lease payments represent leasehold land situated in Hong Kong held under medium-term leases and analysed for reporting purpose as:

	2009 **HK$**	2008 HK$
Non-current asset	–	15,609,131
Current asset	–	578,750
	–	16,187,881

The leasehold land has been disposed during the year ended 31 March 2009 together with the disposal of subsidiaries (see note 30 for details).

18. PROPERTY, PLANT AND EQUIPMENT

	Buildings HK$	Leasehold improvements HK$	Computer equipment HK$	Furniture and fixtures HK$	Total HK$
COST OR VALUATION					
At 1 April 2007	1,439,027	11,067,548	10,262,881	2,765,454	25,534,910
Additions	–	–	2,668,339	19,941	2,688,280
Disposals	–	–	(652,531)	(36,801)	(689,332)
At 31 March 2008 and 1 April 2008	1,439,027	11,067,548	12,278,689	2,748,594	27,533,858
Additions	–	478,605	963,082	54,460	1,496,147
Disposals	–	–	(819,459)	–	(819,459)
Disposal of subsidiaries	(1,439,027)	(11,067,548)	(501,249)	(2,208,230)	(15,216,054)
At 31 March 2009	–	478,605	11,921,063	594,824	12,994,492
Comprising					
At 31 March 2009					
At cost	**–**	**478,605**	**11,921,063**	**594,824**	**12,994,492**
At 31 March 2008					
At cost	–	11,067,548	12,278,689	2,748,594	26,094,831
At valuation 2007	1,439,027	–	–	–	1,439,027
	1,439,027	11,067,548	12,278,689	2,748,594	27,533,858
ACCUMULATED DEPRECIATION					
At 1 April 2007	–	11,067,548	9,183,325	2,731,972	22,982,845
Provided for the year	42,324	–	1,089,690	17,391	1,149,405
Eliminated on disposals	–	–	(652,531)	(36,801)	(689,332)
At 31 March 2008 and 1 April 2008	42,324	11,067,548	9,620,484	2,712,562	23,442,918
Provided for the year	17,635	66,072	1,507,582	15,575	1,606,864
Eliminated on disposals	–	–	(819,459)	–	(819,459)
Disposal of subsidiaries	(59,959)	(11,067,548)	(490,556)	(2,181,839)	(13,799,902)
At 31 March 2009	**–**	**66,072**	**9,818,051**	**546,298**	**10,430,421**
CARRYING VALUES					
At 31 March 2009	**–**	**412,533**	**2,103,012**	**48,526**	**2,564,071**
At 31 March 2008	1,396,703	–	2,658,205	36,032	4,090,940

The building of the Group is situated in Hong Kong with medium-term lease.

18. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

The building of the Group was revalued on 31 March 2007 by Vigers Appraisal & Consulting Limited, an independent professional valuer, on the basis of its depreciated replacement cost. During the year, the directors conducted a review of the Group's carrying value of the building. The directors are in the opinion that the fair value of the building is approximate to its carrying amount.

If building had not been revalued, they would have been included in these consolidated financial statements at historical cost less accumulated depreciation of HK$2,416,043 as at 31 March 2008 (2009: nil).

The above items of property, plant and equipment are depreciated on a straight-line basis over their estimated useful lives as follows:

Building	25-40 years
Leaseholder improvements	3-5 years
Computer equipment	3 years
Furniture and fixtures	5 years

19. INVESTMENT PROPERTY

	HK$
FAIR VALUE	
At 1 April 2007	19,500,000
Increase in fair value	150,000
At 31 March 2008 and 1 April 2008	19,650,000
Increase in fair value	8,050,000
Disposal of subsidiaries	(27,700,000)
At 31 March 2009	**–**

The investment property of the Group is situated in Hong Kong with medium-term lease.

On 20 August 2008, the Group disposed of its investment property together with the disposal of subsidiaries. The fair values of the Group's investment property at 20 August 2008 and 31 March 2008 have been arrived at on the basis of open market value for similar properties in the same location and conditions carried out on the respective dates by Vigers Appraisal & Consulting Limited, a firm of independent qualified professional valuers not connected with the Group.

20. AVAILABLE-FOR-SALE FINANCIAL ASSETS

Available-for-sale financial assets comprise:

	2009 **HK$**	2008 HK$
Listed securities:		
– Equity securities in Hong Kong (note (a))	–	623,200
– Equity securities in Japan (note (b))	–	89,096,969
Unlisted securities:		
– Equity securities in Japan (note (c))	–	65,789,370
– Internet fund in the United States and Canada (note (d))	–	29,752,747
Total	–	185,262,286
Market value of listed securities	–	89,720,169

The carrying amounts of the available-for-sale financial assets are denominated in the following currencies:

	2009 **HK$**	2008 HK$
Japanese Yen	–	154,886,339
US Dollar	–	29,752,747
Hong Kong Dollar	–	623,200
	–	185,262,286

Notes:

(a) The investment represents the equity securities invested in Smartone Telecommunications Holdings Limited.

(b) The investment represents the equity securities invested in eAccess Limited.

(c) The investment represents the equity securities invested in eMobile Limited.

(d) The investment represents the equity securities invested in the Wireless Internet Fund. The future cost of investment committed by the Group is shown in note 32.

21. LONG-TERM PLEDGED DEPOSITS

As at 31 March 2008, the effective interest rate of long-term pledged deposits was 3.94%. The deposits had an average maturity of 424 days and bear interests at fixed interest rates or at the prevailing market rates.

The carrying amounts of the long-term pledged deposits are denominated in the following currencies:

	2009	2008
	HK$	HK$
Hong Kong Dollar	**–**	5,089,028
US Dollar	**–**	18,442,059
	–	23,531,087

Fixed deposits have been placed in banks as securities against the Group's bank borrowings. All of the Group's bank borrowings have been disposed together with the disposal of ABC Global Group.

22. TRADE RECEIVABLES

	2009	2008
	HK$	HK$
Trade receivables	**8,214,018**	10,965,850
Less: provision for impairment of receivables	**–**	–
Trade receivables – net	**8,214,018**	10,965,850

Trade receivables are due upon the date of invoices. As at 31 March 2009, trade receivables of HK$8,214,018 (2008: HK$10,965,850) were past due but not impaired. These related to a number of independent customers from whom there is no recent history of default. The Group does not hold any collateral over these balances.

The aging analysis of these trade receivables is as follows:

	2009	2008
	HK$	HK$
0 – 3 months	**7,944,241**	10,878,250
4 – 6 months	**149,789**	28,600
Over 6 months	**119,988**	59,000
	8,214,018	10,965,850

23. SHORT-TERM PLEDGED DEPOSITS

As at 31 March 2008, the effective interest rate of short-term pledged deposits was 3.44% and have an average maturity of 127 days.

The carrying amounts of the short-term pledged deposits are denominated in the following currency:

	2009 HK$	2008 HK$
US Dollar	–	96,738,179

Short-term pledged deposits have been placed in banks as securities against the Group's bank borrowings and certain guarantees provided by the banks. The carrying amounts of the short-term pledged deposit are denominated in the US dollars. All of the Group's bank borrowings and other banking facilities have been disposed together with the disposal of ABC Global Group.

24. BANK BALANCES AND CASH

	2009 HK$	2008 HK$
Cash at bank and in hand	7,575,846	37,873,366
Short-term bank deposits	15,006,001	21,863,385
	22,581,847	59,736,751

Cash at bank carries interest at prevailing market rate for both years.

As at 31 March 2009, the effective interest rate on short-term bank deposits was 0.02% (2008: 1.86%). These deposits have an average maturity of 40 days (2008: 21 days).

The carrying amounts of the bank balances and cash are denominated in the following currencies:

	2009 HK$	2008 HK$
Hong Kong Dollar	22,480,821	19,455,036
US Dollar	–	40,278,296
Others	101,026	3,419
	22,581,847	59,736,751

25. TRADE AND OTHER PAYABLES

	2009 HK$	2008 HK$
Trade payables (note (a))	**13,498,391**	16,804,719
Other payables and accrued charges	**2,572,674**	2,050,297
Amount due to ultimate holding company (note (b))	**139,301**	–
	16,210,366	18,855,016

(a) The aging of trade payables were within 3 months as at both 31 March 2009 and 2008.

(b) The amount due to ultimate holding company is unsecured, interest-free and repayable on demand.

26. BANK BORROWINGS, SECURED

	2009 HK$	2008 HK$
Non-current		
Bank borrowings	**–**	19,934,777
Current		
Bank borrowings	**–**	84,475,560
	–	104,410,337

As at 31 March 2008, the bank borrowings borne interest at 1.68% per annum and were secured by pledged deposits placed in the banks (see notes 21 and 23).

Carrying amount repayable as follows:

	2009 HK$	2008 HK$
Within 1 year	**–**	84,475,560
Between 1 and 2 years	**–**	19,934,777
Wholly repayable within 5 years	**–**	104,410,337

26. BANK BORROWINGS, SECURED (CONTINUED)

The effective interest rates at the balance sheet date were as follows:

	2009	2008
Non-current		
Bank borrowings	**–**	1.71%
Current		
Bank borrowings	**–**	1.23%

27. DEFERRED INCOME TAX

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes relate to the same fiscal authority. The offset amounts are as follows:

	2009 **HK$**	2008 HK$
Deferred tax assets:		
– Deferred tax asset to be recovered after more than 12 months	**–**	(2,230,279)
Deferred tax liabilities:		
– Deferred tax liabilities to be settled after more than 12 months	**–**	3,503,110
	–	1,272,831

The gross movement on the deferred income tax account is as follows:

	2009 **HK$**	2008 HK$
Beginning of the year	**1,272,831**	1,030,872
Charged to income statement (note 13)	**1,225,167**	241,959
Disposal of subsidiaries (note 30)	**(2,497,998)**	–
End of the year	**–**	1,272,831

27. DEFERRED INCOME TAX (CONTINUED)

The movement in deferred tax assets and liabilities during the year, without taking consideration the offsetting of balances within the same tax jurisdiction, is as follows:

Deferred tax liabilities:

	Accelerated tax depreciation HK$
At 1 April 2007	3,462,998
Charged to the income statement	40,112
At 31 March 2008 and 1 April 2008	3,503,110
Effect of change in tax rate	(200,178)
Charged to the income statement	1,204,760
Disposal of subsidiaries	(4,507,692)
At 31 March 2009	**–**

Deferred tax assets:

	Decelerated tax depreciation HK$	Tax losses HK$	Total HK$
At 1 April 2007	(135,751)	(2,296,375)	(2,432,126)
Charged to the income statement	19,370	182,477	201,847
At 31 March 2008 and 1 April 2008	(116,381)	(2,113,898)	(2,230,279)
Effect of change in tax rate	6,650	120,794	127,444
Charged to the income statement	–	93,141	93,141
Disposal of subsidiaries	109,731	1,899,963	2,009,694
At 31 March 2009	**–**	**–**	**–**

At the balance sheet date, the Group has unused tax losses of HK$131,366,737 (2008: HK$165,865,826) available for offset against future profits that may be carried forward indefinitely. No deferred tax asset has been recognised in respect of the tax losses due to the unpredictability of future profit streams.

28. SHARE CAPITAL

	2009 HK$	2008 HK$
Authorised:		
6,000,000,000 (2008: 600,000,000) ordinary shares of HK$0.01 each (2008: HK$0.1 each)	**60,000,000**	60,000,000
Issued and fully paid:		
466,886,000 (2008: 466,886,000) ordinary shares of HK$0.01 each (2008: HK$0.1 each)	**4,668,860**	46,688,600

By a resolution passed at the special general meeting of the Company held on 11 August 2008, the Company has carried out the following in relation to the capital reduction:

(i) the reduction of the nominal value of each issued share from HK$0.10 to HK$0.01 by the cancellation of HK$0.09 from the paid-up capital on each issued share and to transfer the credit arising therefrom to the contributed surplus account of the Company; and

(ii) the authorised but unissued share capital of the Company be sub-divided by subdividing each of the authorised but unissued shares of HK$0.10 each in the capital of the Company into 10 new shares of HK$0.01 each in the capital of the Company.

29. SHARE OPTION SCHEME

(a) Expired Scheme

Under the share option scheme of the Company adopted on 12 September 1991 (the "Expired Scheme"), the directors may, at their discretion, invite full-time employees of the Group, including executive directors, to take up options to subscribe for shares in the Company at a price equal to the higher of the nominal value of the shares or not less than 80% of the average of the closing prices of the shares of the Company for the five trading days immediately preceding the date of offer of the option. The maximum number of shares in respect of which options may be granted may not exceed 10% of the issued share capital of the Company at the time of granting of the options.

The Expired Scheme expired on 11 September 2001 ("Expiration Date") without prejudice to the rights and benefits of and attached to those options granted there under which are outstanding as at that date. No further grants were made after the Expiration Date. Following the expiration, the provisions of the Expired Scheme remain in force to the extent necessary to give effect to the exercise of any option granted prior to the Expiration Date.

The share options granted are not recognised in the consolidated financial statements as they are exempted under HKFRS 2 transitional arrangement. During the year ended 31 March 2009, 2,500,000 share options have been cancelled. No share option has been granted, exercised or lapsed under the Expired Scheme during the year ended 31 March 2009.

There is no outstanding options under the Expired Scheme as at 31 March 2009 (2008: 2,500,000).

29. SHARE OPTION SCHEME (CONTINUED)

(b) Existing Scheme

Under the share options scheme (the "Existing Scheme") approved by the shareholders at a Special General Meeting of the Company held on 27 March 2002 ("Adoption Date"), the Directors may, at their discretion, invite any participants to take up options to subscribe for fully paid ordinary shares ("Shares") in the Company subject to the terms and conditions stipulated therein.

Details of the Existing Scheme are as follows:

(i) *Purpose*

The purpose of the Existing Scheme is to provide incentives or rewards to Participants thereunder for their contribution to the Group and/or to enable the Group to recruit and retain high-calibre employees and attract human resources that are valuable to the Group and any invested entity.

(ii) *Participants*

The Directors may, at their discretion, invite any Participant including any executive director, non-executive director or employee (whether full time or part time), shareholder, supplier, customers, consultant, adviser, other service provider or any joint venture partner, business or strategic alliance partner, in each case, of the Company, any subsidiary of the Company or any Invested Entity, to take up options to subscribe for Shares in the Company.

(iii) *Maximum number of shares*

(1) 30% Limit

The limit on the number of Shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Existing Scheme and Expired Scheme of the Company must not exceed 30% of the Shares in issue from time to time (the "Scheme Limit").

(2) 10% Limit

In addition to the Scheme Limit, and subject to the following, the total number of shares which may be issued upon exercise of all options granted under the Existing Scheme and Expired Scheme of the Company must not in aggregate exceed 10% of the Shares in issue as at the date of approval of the Scheme (excluding any options which have lapsed) (the "Scheme Mandate Limited").

The Company may, from time to time, renew the Scheme Mandate Limit by obtaining the approval of its shareholders in general meeting. The Company may also seek separate approval by its shareholders in general meeting for granting options beyond the renewed Scheme Mandate Limit provided the options in excess of such limit are granted only to Participants specifically identified.

29. SHARE OPTION SCHEME (CONTINUED)

(b) Existing Scheme (Continued)

(iv) Maximum Entitlement of Each Participant

Unless approved by shareholders of the Company, the total number of securities issued and to be issued upon exercise of the options granted to each Participant (including both exercised and outstanding options) in any 12 month period must not exceed 1% of the Shares in issue. Where any further grant of options to a Participant would result in the Shares issued and to be issued upon exercise of all options granted and to be granted to such person (including exercised, cancelled and outstanding options) in the 12 month period up to and including the date of such further grant representing in aggregate over 1% of the relevant class of securities in issue, such further grant must be separately approved by shareholders of the Company in general meeting with such Participant and his associates abstaining from voting.

(v) Price of Shares

The exercise price must be at least the higher of: (a) the nominal value of a Share at the date of grant; (b) the closing price of a Share as stated in the daily quotations sheet of the Stock Exchange on the date of grant, which must be a business day and (c) the average closing price of a Share as stated in the Stock Exchange's daily quotations sheets for the five business days immediately preceding the date of grant.

(vi) Amount payable upon acceptance of the option

Acceptance of an offer of the grant of an option shall be by the delivery to and receipt by the Company at its registered office of the form of acceptance sent to the Participant duly completed and signed by the Participant together with a remittance of HK$10.

(vii) Time of Exercise of Option

An option shall be exercisable at such time(s) or during such period(s) and subject to such terms, as the Directors may, at their discretion specify, provided that no option shall be exercisable no earlier than one month after and no later than ten years after its date of grant. Unless otherwise determined by the Directors at their sole discretion, there is no requirement of a minimum period for which an option must be held or a performance target which must be achieved before an option can be exercised.

(viii) The remaining life of the Existing Scheme

The life of the Existing Scheme is 10 years commencing on the Adoption Date and will end on 26 March 2012.

(ix) Shares available for issue under the Existing Scheme

The share options granted are not recognised in the financial statements as they are exempted under HKFRS 2 transitional arrangement. No share option has been granted, exercised or lapsed under the Existing Scheme during the year ended 31 March 2009.

There is no outstanding options under the Existing Scheme as at 31 March 2009 (2008: nil).

30. DISPOSAL OF SUBSIDIARIES

On 2 May 2008, the Company entered into an agreement to dispose of its entire interest in ABC Global Group, which carried out of the Group's property and securities investments operations. The disposal was completed on 20 August 2008 on which date control of ABC Global Limited passed to H.C.B.C. Enterprises Limited, former intermediate holding company of the Company. The net assets of these subsidiaries at the date of disposals were as follows:

	ABC Global Group HK$
Net assets disposed of:	
Property, plant and equipment	1,416,152
Investment properties	27,700,000
Prepaid lease payments	15,946,735
Available-for-sale financial assets	164,525,401
Interests in an associate (note)	7,067,140
Other receivables, deposits and prepayment	3,001,032
Pledged bank deposits	113,121,081
Bank balances and cash	28,258,058
Other payables	(553,610)
Bank borrowings	(96,152,919)
Deferred income tax liabilities	(2,497,998)
	261,831,072
Gain realised from the release of investment revaluation reserve	(59,333,057)
	202,498,015
Gain on disposal (note 14)	49,801,985
Total cash consideration	252,300,000
Net cash inflow arising on disposal:	
Cash consideration	252,300,000
Bank balances and cash disposed of	(28,258,058)
	224,041,942

Note:

The interests in an associate represent the 49% interest in Choudary Limited ("Choudary"), a 51% owned subsidiary of the Company as at 31 March 2009, held by ABC Global Limited. Upon the disposal of ABC Global Group, the Company had also disposed of its 49% interest in Choudary to the acquirer. In the opinion of the directors of the Company, the Group retains the control over Choudary subsequent to the completion of the disposal.

The impact of ABC Global Group on the Group's results and cash flows in the current and prior periods is disclosed in note 14.

31. OPERATING LEASES COMMITMENTS

The Group as lessee

At the balance sheet date, the Group had commitments for future minimum lease payments under non-cancellable operating leases which fall due as follows:

	2009 HK$	2008 HK$
Within one year	**1,103,976**	–
In the second to fifth years inclusive	**183,996**	–
	1,287,972	–

Operating lease payments represent rentals payable by the Group for certain of its office properties. Leases are negotiated for an average term of two years and rentals are fixed for an average of two years.

The Group as lessor

Property rental income earned during the year was HK$947,778 (2008: HK$2,104,744). The Group's investment property held for rental purposes has been disposed of together with the disposal of subsidiaries during the year ended 31 March 2009. The investment property was expected to generate rental yields of 10.7% on an ongoing basis. As at 31 March 2008, the investment property held had committed tenants for the next three years.

The Group had future aggregate minimum lease receivables under the non-cancellable operating leases in respect of the investment property as follows:

	2009 HK$	2008 HK$
Within one year	**–**	2,004,000
In the second to fifth years inclusive	**–**	4,744,000
	–	6,748,000

During the year ended 31 March 2009, the Group's has disposed of its investment property together with the disposal of subsidiaries.

32. OTHER COMMITMENTS

	2009 HK$	2008 HK$
Contracted but not provided for in respect of investment in available-for-sale financial assets	–	1,765,948

Upon the disposal of subsidiaries completed on 20 August 2008, the Group has been released from the commitments in respect of investment in available-for-sale financial assets. The Group did not have any other commitment as at two year ended 31 March 2009 and 2008.

33. RELATED PARTY TRANSACTIONS

(a) The balance with the Company's ultimate holding company and the transaction with the Company's former intermediate holding company are disclosed in note 26 and note 30, respectively.

(b) Compensation of directors and key management personnel

	2009 HK$	2008 HK$
Salaries and other short-term benefits	**4,548,281**	4,677,540

The remunerations of directors and key executives are determined by the Remuneration Committee having regards to the performance of individuals and market trends.

34. RETIREMENT BENEFITS PLANS

Occupational Retirement Contributions Scheme

The Group operates an occupational retirement scheme registered under the Hong Kong Occupational Retirement Scheme Ordinance (Cap. 426). This scheme has been granted exemption pursuant to Section 5 of the Hong Kong Mandatory Provident Fund Schemes Ordinance (Cap.485). The employees are either not required to make contribution or required to contribute an amount equal to 5% of the basic monthly salary and the employer's monthly contribution is at a range of 5% to 10% of employees' basic monthly salary. The Group's contributions to the scheme may be reduced by contributions forfeited by those employees who leave the scheme prior to vesting fully in the contributions.

Mandatory Provident Fund Scheme

The Group also joins a mandatory provident fund scheme ("the MPF Scheme") under the MPF Ordinance. Where staff elects to join the MPF Scheme, both the Group and staff are required to contribute 5% of the employees' relevant income (capped at HK$2,000 per month). Contributions from the employer are 100% vested in the employees as soon as they are paid to the relevant MPF Scheme but all benefits derived from the mandatory contributions must be preserved until the employee reaches the retirement age of 65 subject to certain exceptions. Staff may elect to contribute more than the minimum as a voluntary contribution.

35. BALANCE SHEET OF THE COMPANY

	2009 HK$	2008 HK$
Non-current asset		
Interests in subsidiaries	**8,176,651**	178,287,374
Current assets		
Other receivables, deposits and prepayments	**144,317**	192,957
Bank balances and cash	**122,751**	33,871,155
	267,068	34,064,112
Current liabilities		
Amounts due to subsidiaries	**–**	577,355
Other payables	**1,154,374**	534,196
	1,154,374	1,111,551
Net current (liabilities)/assets	**(887,306)**	32,952,561
Total assets less current liabilities	**7,289,345**	211,239,935
Capital and reserves		
Share capital (note (a))	**4,668,860**	46,688,600
Share premium (note (a))	**–**	76,470,297
Capital redemption reserve	**176,000**	176,000
Contributed surplus (note (b))	**–**	80,042,233
Retained earnings	**2,444,485**	7,862,805
Total equity	**7,289,345**	211,239,935

Notes:

(a) By a resolution passed at the special general meeting of the Company held on 11 August 2008, the Company has carried into effect a capital reorganisation to facilitate the distribution of a special dividend of HK$0.5866 per share (see note 15). The capital reorganisation involved:

(i) the reduction of the nominal value of each issued share from HK$0.10 to HK$0.01 by the cancellation of HK$0.09 from the paid-up capital on each issued share and to transfer the credit arising therefrom to the contributed surplus account of the Company;

(ii) the authorised but unissued share capital of the Company be sub-divided by subdividing each of the authorised but unissued shares of HK$0.10 each in the capital of the Company into 10 new shares of HK$0.01 each in the capital of the Company; and

(iii) the reduction of the share premium account of the Company to zero and to transfer the credit arising therefrom to the contributed surplus account of the Company.

35. BALANCE SHEET OF THE COMPANY (CONTINUED)

Notes: (Continued)

(b) Under the Companies Act 1981 of Bermuda (as amended), the contributed surplus account of the Company is available for distribution. However, the Company cannot declare or pay a dividend, or make a distribution out of contributed surplus if:

(i) it is, or would after the payment be, unable to pay its liabilities as they become due; or

(ii) the realisable value of its assets would thereby become less than the aggregate of its liabilities and its issued share capital and share premium account.

36. PARTICULAR OF PRINCIPAL SUBSIDIARIES

Particulars of the principal subsidiaries as at 31 March 2009 are as follows:

Name of company	Place of incorporation/ operation	Issued and paid up capital	Class of shares held	Interest held		Principal activities
				Directly	Indirectly	
ABC QuickSilver Limited	British Virgin Islands/ Hong Kong	US$25	Ordinary	–	50.97%	Wireless application development
Choudary	British Virgin Islands/ Hong Kong	US$11,621	Ordinary	51%	–	Investment holding
QuotePower International Limited	Hong Kong	HK$67,264,000	Ordinary	–	50.97%	Financial information services and securities trading system licensing

The above table lists the subsidiaries of the Group which, in the opinion of the directors of the Company, principally affected the results or assets of the Group.

None of the subsidiaries had issued any debt securities at the end of the year (2008: nil).

37. POST BALANCE SHEET EVENT

On 14 July 2009, the Company entered into a sales and purchase agreement with an independent third party in relation to the acquisition of the entire equity interest of a company which holds an exploitation right of an iron ore mine in the Republic of Indonesia.

38. COMPARATIVE FIGURES

Certain comparative figures have been reclassified to conform with the current year's presentation.

Five-Year Financial Summary

	2005 (Restated) HK$'000	2006 (Restated) HK$'000	2007 HK$'000	2008 HK$'000	**2009 HK$'000**
Turnover	25,042	41,029	73,784	150,250	**108,879**
Profit/(loss) before income tax	86,531	24,982	8,650	(5,305)	**70,566**
Taxation credit/(charge)	–	–	(1,031)	(242)	**(1,225)**
Profit/(loss) after taxation	86,531	24,982	7,619	(5,547)	**69,341**
Profit/(loss) attributable to shareholders	86,531	24,982	7,619	(5,547)	**68,552**
Profit/(loss) attributable to shareholders per share	18.5 cents	5.4 cents	1.6 cents	(1.2) cents	**14.7 cents**
ASSETS AND LIABILITIES					
Total assets	443,541	397,147	420,272	419,088	**34,796**
Current liabilities	(48,365)	(46,164)	(50,897)	(107,026)	**(19,659)**
Funds employed	395,176	350,983	369,375	312,062	**15,137**
Shareholders' fund	395,176	318,171	318,153	290,854	**15,137**
Long term bank loans and deferred taxation	–	32,812	51,222	21,208	**–**
Amount due to a holding company	–	–	–	–	**–**
Funds employed	395,176	350,983	369,375	312,062	**15,137**
Return on average shareholders' fund (%)	27.0	7.0	2.4	(1.8)	**44.8**
Dividends per share	13 cents	6 cents	1 cent	2 cents	**58.66 cents**