
APPENDIX II UNAUDITED PRO FORMA FINANCIAL INFORMATION

The following unaudited pro forma financial information prepared in accordance with paragraph 4.29 of the Listing Rules is for illustrative purpose only, and is set out herein to provide the prospective investors with further illustrative financial information about how the proposed listing might have affected the net tangible assets of the Group after the completion of the Share Offer as if the Share Offer had taken place on 31 December 2010.

The accompanying unaudited pro forma financial information of the Group is based on currently available information along with a number of assumptions, estimates and uncertainties. As a result of these assumptions, estimates and uncertainties, the accompanying unaudited pro forma financial information of the Group does not purport to predict the Group's future financial position.

Although reasonable care has been exercised in preparing the said information, prospectus investors who read the information should bear in mind that these figures are inherently subject to adjustments and may not give a true picture of the Group's financial positions of the financial periods concerned or any future periods.

The information set forth in this appendix does not form part of the Accountants' Report prepared by BDO Limited, Certified Public Accountants, Hong Kong, the reporting accountants of the Company, as set forth in Appendix I to this prospectus, and is included herein for illustrative purposes only.

The unaudited pro forma financial information should be read in conjunction with the section headed "Financial information" in this prospectus and the Accountants' Report set forth in Appendix I to this prospectus.

(A) UNAUDITED PRO FORMA STATEMENT OF ADJUSTED COMBINED NET TANGIBLE ASSETS OF THE GROUP

The unaudited pro forma adjusted combined net tangible assets of the Group have been prepared, on the basis of the notes set forth below, for the purpose of illustrating the effect of the Placing as if it had taken place on 31 December 2010. It has been prepared for illustrative purpose only and, because of its hypothetical nature, may not give a true and fair picture of the financial position of the Group after the Listing or at any future dates.

The unaudited pro forma adjusted combined net tangible assets of the Group as at 31 December 2010 is based on the audited combined net tangible assets attributable to the owners of the Company as at 31 December 2010 as shown in the Accountants' Report set out in Appendix I to this prospectus and the adjustments described below.

APPENDIX II UNAUDITED PRO FORMA FINANCIAL INFORMATION

	Audited combined net tangible assets attributable to owners of the Company as at 31 December 2010 HK\$'000 (Note 1)	Add: Estimated net proceeds from the Share Offer HK\$'000 (Note 2)	Unaudited pro forma adjusted combined net tangible assets HK\$'000	Unaudited pro forma adjusted combined net tangible assets per Share HK cents (Note 3)
Based on the Offer Price of HK\$0.70 per Offer Share	297,503	71,500	369,003	73.80
Based on the Offer Price of HK\$0.90 per Offer Share	297,503	96,500	394,003	78.80

Notes:

- (1) The audited combined net tangible assets attributable to owners of the Company as at 31 December 2010 are based on audited combined net assets attributable to owners of the Company as at 31 December 2010 as set out in Appendix I to this prospectus.
 - (2) The estimated net proceeds from the Share Offer are based on 125,000,000 Offer Shares and the Offer Price of HK\$0.70 or HK\$0.90, being the low or high end of the stated Offer Price range per Share, after deduction of the underwriting fees and related expenses* payable of approximately HK\$16 million as estimated by the directors of the Company in connection with the Share Offer and takes no account of any Shares which may be issued by the Company pursuant to Appendix V to this prospectus.
 - (3) The unaudited pro forma adjusted combined net tangible assets per Share is calculated based on 500,000,000 Shares in issue immediately following the completion of the Share Offer. It does not take into account any Shares which may be allotted and issued or repurchased by the Company pursuant to the general mandates for the allotment and issue or repurchase of Shares referred to in Appendix V to this prospectus or otherwise.
 - (4) No adjustment has been made to reflect any trading results or other transactions of the Group entered into subsequent to 31 December 2010 in the computation of the unaudited pro forma adjusted consolidated net tangible assets.
- * *Based on management's best estimation, the expenses included, amongst others, financial, legal and other professional advisory fees, underwriting commission, printing and translating and application for the proposed listing, which are directly attributable to the Placing and will be subject to further changes upon completion of the Placing.*

(B) LETTER FROM THE INDEPENDENT REPORTING ACCOUNTANTS ON THE UNAUDITED PRO FORMA STATEMENT OF ADJUSTED COMBINED NET TANGIBLE ASSETS OF THE GROUP

The following is the text of a report, received from the independent reporting accountants of the Company, BDO Limited, Certified Public Accountants, Hong Kong, prepared for inclusion in this prospectus, in respect of the Group's unaudited pro forma financial information.



Tel : +852 2541 5041
Fax: +852 2815 2239
www.bdo.com.hk

25th Floor Wing On Centre
111 Connaught Road Central
Hong Kong

電話 : +852 2541 5041
傳真 : +852 2815 2239
www.bdo.com.hk

香港干諾道中111號
永安中心25樓

30 June 2011

The Directors
1010 Printing Group Limited
Investec Capital Asia Limited

Dear Sirs

Report on the unaudited pro forma financial information to the directors of 1010 Printing Group Limited (the “Company”)

We report on the unaudited pro forma statement of adjusted combined net tangible assets (the “Unaudited Pro Forma Financial Information”) of the Company and its subsidiaries (collectively referred to as the “Group”), which has been prepared by the directors of the Company, for illustrative purpose only, to provide information about how the proposed listing of the Company's shares might have affected the financial information presented, for inclusion on page II-1 to I-2 in section A under the heading of “Unaudited Pro Forma Financial Information” of Appendix II to the prospectus dated 30 June 2011 (the “Prospectus”) issued by the Company in connection with proposed offering of 125,000,000 shares at the offer price of HK\$0.7 or HK\$0.9 per share of the Company (the “Share Offer”) on the Main Board of The Stock Exchange of Hong Kong Limited. The basis of preparation of the Unaudited Pro Forma Financial Information is set out on page II-1 to II-2 in section A under the heading of “Unaudited Pro Forma Financial Information” of Appendix II to the Prospectus.

Respective Responsibilities of Directors of the Company and the Reporting Accountants

It is the responsibility solely of the directors of the Company to prepare the Unaudited Pro Forma Financial Information in accordance with paragraph 4.29 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and with reference to Accounting Guideline 7 “Preparation of Pro Forma Financial Information for Inclusion in Investment Circulars” issued by the Hong Kong Institute of Certified Public Accountants.

It is our responsibility to form an opinion, as required by paragraph 4.29(7) of the Listing Rules, on the Unaudited Pro Forma Financial Information and to report our opinion solely to you. We do not accept any responsibility for any reports previously given by us on any financial information used in the compilation of the Unaudited Pro Forma Financial Information beyond that owed to those to whom those reports were addressed by us at the dates of their issue.

Basis of opinion

We conducted our engagement in accordance with Hong Kong Standard on Investment Circular Reporting Engagements 300 “Accountants’ Reports on Pro Forma Financial Information in Investment Circulars” issued by the HKICPA. Our work consisted primarily of comparing the unadjusted financial information with source documents, considering the evidence supporting the adjustments and discussing the Unaudited Pro Forma Financial Information with the directors of the Company. This engagement did not involve independent examination of any of the underlying financial information.

We planned and performed our work so as to obtain the information and explanations we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the Unaudited Pro Forma Financial Information has been properly compiled by the directors of the Company on the basis stated, that such basis is consistent with the accounting policies of the Group and that the adjustments are appropriate for the purposes of the Unaudited Pro Forma Financial Information as disclosed pursuant to paragraph 4.29(1) of the Listing Rules.

Our work did not constitute an audit or review made in accordance with Hong Kong Standards on Auditing or Hong Kong Standards on Review Engagements issued by the HKICPA, and accordingly, we did not express any such assurance on the Unaudited Pro Forma Financial Information.

The Unaudited Pro Forma Financial Information is for illustrative purposes only, based on the judgements and assumptions of the directors of the Company, and because of its hypothetical nature, does not give any assurance or indication that any event will take place in the future and may not be indicative of the financial position of the Group as at 31 December 2010 or at any future date.

Opinion

In our opinion:

- (a) the Unaudited Pro Forma Financial Information has been properly compiled by the directors of the Company on the basis stated;
- (b) such basis is consistent with the accounting policies of the Group; and
- (c) the adjustments are appropriate for the purposes of the Unaudited Pro Forma Financial Information as disclosed pursuant to paragraph 4.29(1) of the Listing Rules.

Yours faithfully

BDO Limited

Certified Public Accountants

Au Yiu Kwan

Practising Certificate Number P05018