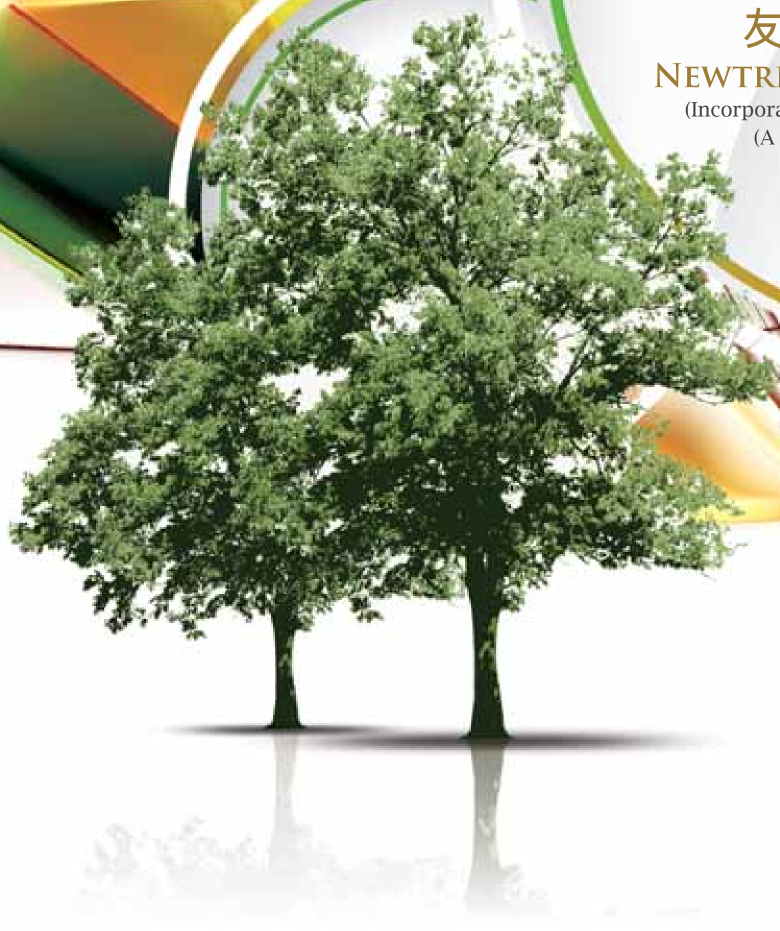
友川集團控股有限公司

NEWTREE GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(A HKEX Listed Company Stock Code: 1323)



2012/2013 INTERIM REPORT

Contents

Corporate Information

Executive Directors

Mr. Chum Hon Sing *(Chairman)*
(resigned as Chief Executive Officer and appointed as Chairman on 15 May 2012)
Mr. Wong Wai Sing
(Vice-Chairman and Chief Executive Officer)
(appointed as Chief Executive Officer on 15 May 2012)
Mr. Lee Chi Shing, Caesar
Mr. Tsang Ho Ka, Eugene
(appointed on 24 April 2012)
Ms. Sung Ting Yee (appointed on 24 April 2012)
Ms. Yick Mi Ching, Dawnibilly
(appointed on 1 June 2012)

Independent Non-executive Directors

Mr. Kwok Kam Tim (appointed on 24 April 2012)
Mr. Kinley Lincoln James Lloyd
(appointed on 24 April 2012)
Dr. Hui Chik Kwan (appointed on 24 April 2012)

Authorised Representatives

Mr. Chan Shiu Yuen, Sammy
Mr. Tsang Ho Ka, Eugene
(appointed on 15 May 2012)

Audit Committee Members

Mr. Kwok Kam Tim *(Chairman)*
(appointed on 15 May 2012)
Mr. Kinley Lincoln James Lloyd
(appointed on 15 May 2012)
Dr. Hui Chik Kwan (appointed on 15 May 2012)

Remuneration Committee Members

Mr. Kwok Kam Tim *(Chairman)*
(appointed on 15 May 2012)
Mr. Kinley Lincoln James Lloyd
(appointed on 15 May 2012)
Dr. Hui Chik Kwan (appointed on 15 May 2012)

Nomination Committee Members

Mr. Kwok Kam Tim *(Chairman)*
(appointed on 15 May 2012)
Mr. Kinley Lincoln James Lloyd
(appointed on 15 May 2012)
Dr. Hui Chik Kwan (appointed on 15 May 2012)

Company Secretaries

Mr. Chan Shiu Yuen, Sammy, *HKICPA, FCCA*
Mr. Tsang Ho Ka, Eugene,
ATIHK, AMA, BCom(UNSW), CPA (Aust.), CPA, CTA, MHKIoD, MHKMIPA
(appointed on 24 April 2012)

Principal Bankers

Bank of China Huizhou Huihuan Sub-branch
Bank of China, Macau Branch
DBS Bank (Hong Kong) Limited

Listing Exchange Information

Place of listing: Main Board of
The Stock Exchange of Hong Kong Limited
Stock Code: 1323

Registered Office

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

Corporate Information

Headquarters

Flat L, 12th Floor
Macau Finance Centre
Rua de Pequim
Macau

Principal Place of Business in Hong Kong

Room 601, 6/F.
Aon China Building
No. 29 Queen's Road Central
Central
Hong Kong

Principal Share Registrar and Transfer Office

Butterfield Fulcrum Group (Cayman) Limited
Butterfield House, 68 Fort Street
P.O. Box 609, Grand Cayman KY1-1107
Cayman Islands

Hong Kong Share Registrar and Transfer Office

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

Auditor

Deloitte Touche Tohmatsu

Company's Website

www.newtreegroupholdings.com

Management Discussion and Analysis

Business Review

During the period under review, the Group has been engaged in the Hygienic Disposables Business, MTBE Business and Household Consumables Business.

For the period under review, the Group recorded a net profit attributable to the owners of the Company of approximately HK$1.2 million (2011: HK$6.7 million).

Revenue

The Group's revenue increased by HK$82.8 million or 57.6% from HK$143.8 million for the six months ended 30 September 2011 to HK$226.6 million for the corresponding period in 2012.

The following table sets forth a breakdown of the Group's revenue by geographical locations and segments and as a percentage of the Group's total revenue for the six months ended 30 September 2012, with comparative figures for the corresponding period in 2011.

	Six months ended 30 September			
	2012 HK$'000 (Unaudited)	**2012 %**	2011 HK$'000 (Unaudited)	2011 %
By Segment:				
– Hygienic Disposables Business	**139,664**	**61.6**	143,769	100.0
– MTBE Business	**47,237**	**20.9**	–	–
– Household Consumables Business	**39,683**	**17.5**	–	–
Total	**226,584**	**100.0**	143,769	100.0
By geographical locations:				
United Kingdom	**109,104**	**48.2**	78,879	54.9
PRC	**49,059**	**21.7**	–	–
Norway	**38,805**	**17.1**	44,220	30.8
United States of America	**28,364**	**12.5**	16,558	11.5
Sweden	**750**	**0.3**	357	0.3
Ireland	**290**	**0.1**	–	–
France	**–**	**–**	2,606	1.8
Germany	**–**	**–**	781	0.4
Others	**212**	**0.1**	368	0.3
	226,584	**100.0**	143,769	100.0

Management Discussion and Analysis

The Group's revenue on the Hygienic Disposables Business decreased by HK$4.1 million or 2.9% from HK$143.8 million for the six months ended 30 September 2011 to HK$139.7 million for the corresponding period in 2012 mainly due to the slow growth of the economic condition of the European market which is the major market of these products. Revenue for the MTBE Business and the Household Consumables Business was generated from business newly acquired by the Group during the second half of the financial year 2011/2012 and no comparison was available.

Cost of sales

Cost of sales increased by HK$89.1 million or 72.9% from HK$122.2 million for the six months ended 30 September 2011 to HK$211.3 million for the corresponding period in 2012. The increase was mainly due to the cost of sales from the MTBE Business and the Household Consumables Business.

Gross profit and gross profit margin

The following table sets forth the Group's gross profit and the gross profit margin by business segment for the six months ended 30 September 2012, with comparative figures for the corresponding period in 2011.

	Six months ended 30 September			
By segment:	**2012 HK$'000 (Unaudited)**	**2012 %**	2011 HK$'000 (Unaudited)	2011 %
– Hygienic Disposables Business	**10,333**	**7.4**	21,558	15.0
– MTBE Business	**39**	**0.1**	–	–
– Household Consumables Business	**4,883**	**12.3**	–	–
	15,255	**6.7**	21,558	15.0

Gross profit decreased by HK$6.3 million or 29.2%, from HK$21.6 million for the six months ended 30 September 2011 to HK$15.3 million for the corresponding period in 2012. The Group's gross profit margin on the Hygienic Disposables Business decreased from 15.0% for the six months ended 30 September 2011 to 7.4% for the corresponding period in 2012, primarily as a result of the increase in cost of the primary and auxiliary materials which cannot be fully transferred to our customers due to the unfavourable market condition. Due to the amortisation of other intangible assets of HK$3.8 million, the MTBE Business recorded a low gross profit margin for the period under review.

Management Discussion and Analysis

The following table sets forth the Group's segment results before all of the major non-cash items which will present a better reflection of the Group's actual segment results for the six months ended 30 September 2012.

	Hygienic Disposables Business HK$'000 (unaudited)	**MTBE Business** HK$'000 (unaudited)	**Household Consumables Business** HK$'000 (unaudited)
Segment gross profit	10,333	39	4,883
Adjusted for major non-cash item			
– Amortisation of other intangible assets (included in cost of sales)	–	3,805	496
Segment gross profit after striping out major non-cash items	10,333	3,844	5,379
Segment gross profit margin after striping out major non-cash items	7.4%	8.1%	13.6%

Other income

Other income mainly consists of compensation income, service income and interest income. Other income increased by HK$15.9 million or 2,908%, from HK$0.6 million for the six months ended 30 September 2011, to HK$16.5 million for the corresponding period in 2012 mainly due to the increase in service income and compensation income from unauthorized use of the Group's patent.

Other gains and losses

Other gains and losses mainly consists of net exchange gain or losses, gain on disposal of financial assets and impairment loss on trade receivables. For the six months ended 30 September 2012, the other gains and losses comprises a net exchange loss of HK$408,000, an impairment loss on trade receivable of HK$180,000, a gain on disposal of financial assets of HK$137,000, a gain arising on change in fair value of financial assets of HK$87,000 and a gain on disposal of property, plant and equipment of HK$91,000 while for the corresponding period in 2011, the other gains and losses mainly consists of a net exchange gain of HK$2,432,000 and a gain on disposal of property, plant and equipment of HK$110,000.

Selling and distribution expenses

Selling and distribution expenses mainly consists of transportation expenses, custom and inspection fee and commission paid to sales agents who may from time to time introduce new orders to our Group. The selling and distribution expenses decreased by HK$0.6 million or 11.1%, from HK$5.1 million for the six months ended 30 September 2011 to HK$4.5 million for the corresponding period in 2012 and this was mainly due to the decrease in commission paid and freight charges.

Administrative expenses

Administrative expenses mainly consists of salaries (including directors), staff welfare expenses, amortisation of prepaid lease payments, depreciation of property, plant and equipment in relation to the administrative functions, and rental expenses. The administrative expenses increased by HK$12.2 million or 94.8% from HK$12.9 million for the six months ended 30 September 2011 to HK$25.1 million for the corresponding period in 2012 mainly due to the increase in salaries for directors and senior management, increase in printing charges and legal and professional fees for the general offer and rental expenses.

Profit before tax

The Group's profit before tax decreased by HK$4.8 million, or 71.7% from HK$6.7 million for the six months ended 30 September 2011 to HK$1.9 million for the corresponding period in 2012. The decrease was mainly due to the decrease in gross profit by HK$6.3 million, increase in administrative expenses of HK$12.2 million, decrease in other gains and losses of HK$2.8 million and increase in finance costs of HK$0.1 million, offset by the increase of other income of HK$15.9 million and decrease of selling and distribution expenses of HK$0.6 million.

Income tax expense

The Group recorded an income tax expense of HK$0.6 million during the six months ended 30 September 2012 (as compared to the tax expense of HK$Nil during the six months ended 30 September 2011).

Total comprehensive income for the period attributable to owners of the Company

Total comprehensive income for the period attributable to owners of the Company decreased by HK$7.7 million or 90.4% from HK$8.5 million for the six months ended 30 September 2011 to HK$0.8 million for the corresponding period in 2012.

Dividends

The board of directors did not recommend the payment of any interim dividend for the six months ended 30 September 2012 (six months ended 30 September 2011: HK$Nil).

Management Discussion and Analysis

Financial Review

Liquidity and financial resources

The Group's principal source of working capital was cash generated from the sale of its products. The Group's current ratio as at 30 September 2012 was 4.4 (as at 31 March 2012: 10.6). As at 30 September 2012 and 31 March 2012, the gearing ratio, which is calculated with total borrowings over shareholder's equity, was zero.

Currency and interest rate exposure

Certain sales transactions of the Group are denominated in foreign currencies, which exposes the Group to foreign currency risks. The Group does not have a foreign currency hedging policy. However, the management monitors foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arise. Certain monetary financial assets are denominated in foreign currencies as at 30 September 2012. The exposure to exchange rate risks mainly arose from fluctuations of United State Dollar ("USD"), Hong Kong Dollar ("HKD"), Great Britain Pound ("GBP") and Macau Pataca ("MOP"). The Group's currency risk exposure in relation to the monetary financial assets is expected to be minimal as HKD and MOP are pegged with USD.

The Group's cash flow interest rate risk is mainly concentrated on the fluctuation of interest rates arising from the Group's bank deposits. The Group's exposure to interest rate risks on bank deposits is expected to be minimal.

Contingent Liabilities

As at 30 September 2012, the Group does not have any material contingent liabilities.

Operating Lease Commitments

The Group as lessee:
The Group made minimum lease payments of approximately HK$1,080,000 (2011: HK$Nil) under operating leases in respect of office premises and car-parking space during the period.

At the end of the reporting period, the Group had commitments for future minimum lease payments under non-cancellable operating leases which fall due as follows:

	At 30 September 2012 HK$'000 (unaudited)	At 31 March 2012 HK$'000 (audited)
Within one year	4,505	–
In the second to fifth years inclusive	5,132	–
	9,637	–

Management Discussion and Analysis

Material Acquisition and Disposal

During the period under review, the Company had no material acquisition or disposal of subsidiaries and affiliated companies.

Significant Events

On 6 September 2012, the Company announced that Greenstar Enviro-Tech Investments Company Limited ("Greenstar") and Core Winner Holdings Limited ("Core Winner") entered into the Investment Agreement on 6 March 2012, pursuant to which Greenstar and Core Winner conditionally agreed to invest in Beijing Think Micro-medical Technology Limited through their interest in Think Medical Science (HK) Company Limited. The investment agreement is subject to the completion of the agreement which is conditional upon the obtaining of all necessary approvals from the relevant government authority in the PRC.

As the condition precedent to the investment agreement has not been fulfilled as scheduled, the Group intends to terminate the investment agreement, and the Group is negotiating with Core Winner and Mr. Siu Mo Tung (being the beneficial owner of Core Winner) for the termination agreement. Further report will be made to inform the Shareholders of the latest development of this termination, as and when appropriate.

Save as disclosed above, there have been no other important events affecting the Group since the publication of the Group's annual financial statements for the year ended 31 March 2012.

Charge on Assets

Certain leasehold land and buildings with carrying value of HK$12.8 million (as at 31 March 2012: a bank deposit of HK$62.3 million and certain leasehold land and buildings with carrying value of HK$13.3 million) have been pledged as security for certain banking facilities granted to the Group.

Human Resources

The number of employees of the Group as at 30 September 2012 was approximately 184, whom receive competitive remuneration packages that are constantly monitored in relation to the market, with incentives such as discretionary bonuses based on individual performance. The Group provides a comprehensive benefits package and career development opportunities, including medical benefits and both internal and external training appropriate to each individual's requirements.

Management Discussion and Analysis

Prospect

With the unfavourable global market condition in 2012, the Group faces great challenges to expand its market share in the coming year.

For the Hygienic Disposables Business, the market was quite stable and the Group will try to improve the gross profit margin by negotiating with our existing customers for the transfer of the increased raw material cost, also, the Group will continue its effort for the expansion of the US and European market.

For the MTBE Business, the execution of the existing customer and supplier contracts on hand contribute a steady turnover and net income to the Group in the coming years. With the experience gained in the trading of the MTBE products, the Group plans to introduce more customers in order to expand the market share in the future.

For the Household Consumable Business, the Group should benefit from the steady growth in terms of turnover and profit contribution as more resources have been allocated for the expansion of the European market.

Whilst there remain substantial uncertainties and challenges, the Group will continue to adopt a prudent approach in respect of risk control, profit maximization and cost control. Having said that, the Group will continue our dedication to the European, US and PRC markets, with an expectation of enhancing the return to all stakeholders in the future.

Other Information

Compliance with the Code on Corporate Governance Practice

The Company is committed to the establishment of good governance practices and procedures. The Company has met the code provisions set out in the Code on Corporate Governance Practices ("CG Code") in Appendix 14 of the Listing Rules. Throughout the six months ended 30 September 2012, the Company has adopted the CG Code as its corporate governance code of practices and is in compliance with all the mandatory code provisions set out in the CG Code except for the deviations set out as below:

Code provision A.4.1 of the CG Code

The code provision A.4.1 requires the appointment of non-executive directors for a specific term, subject to re-election.

The three independent non-executive Directors of the Company (namely Mr. Kwok Kam Tim, Mr. Kinley Lincoln James Lloyd and Dr. Hui Chik Kwan) are not appointed for a fixed term of office, but they are subjected to retirement by rotation and re-election of Directors through the articles of association of the Company, which require one-third of the Directors in office to retire from office by rotation and re-election at each annual general meeting.

Code provision A.6.7 of the CG Code

Code provision A.6.7 stipulates that independent non-executive Directors and other non-executive Directors should attend general meetings and develop a balanced understanding of the view of shareholders.

Mr. Kinley Lincoln James Lloyd and Dr. Hui Chik Kwan who are the independent non-executive Directors of the Company were unable to attend the annual general meeting of the Company held on 28 August 2012 ("2012 AGM") as they had other important business engagement.

As an action plan to address the aforesaid deviation, the Company will require all the independent non-executive Directors and other non-executive Directors to attend all future general meetings in order to comply with the code provision A.6.7 of the CG Code.

Code provision E.1.2 of the CG Code

The code provision E.1.2 currently in force stipulates, among other things, that the Chairman of the issuer should attend the annual general meeting.

Mr. Chum Hon Sing, being the Chairman of the Company, was unable to attend the 2012 AGM due to another commitment and Mr. Chum Hon Sing appointed Ms. Yick Mi Ching Dawnibilly, an executive Director, to act as his representative at the 2012 AGM and to take the chair of the said 2012 AGM and to ensure that proceedings of the meeting would be conducted in order. The Company considers that sufficient measures have been taken to ensure the Company's corporate governance practices are no less exacting than those in the CG Code. This constitutes a deviation of the code provision E.1.2.

Other Information

Model Code for Securities Transactions

The Company had adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 of the Listing Rules as its own code of conduct regarding directors' securities transactions. The Company confirms that having made specific enquiries to all the directors of the Company, all the directors have confirmed that they have complied with the required standards of the Model Code during the six months ended 30 September 2012.

Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures

As at 30 September 2012, the interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinances (Cap 571 of the laws of Hong Kong) ("SFO")) which have been notified to the Company and the Stock Exchange pursuant to Division 7 and 8 of Part XV of the SFO, or which were recorded in the register required to be kept pursuant to section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

Name of director	Nature of interest	Total number of shares held *(note)*	Approximate percentage of interest in the Company
Mr. Wong Wai Sing	Beneficial Owner	410,021,590	61.5%
Mr. Chum Hon Sing	Beneficial Owner	410,021,590	61.5%

Note: These 410,021,590 shares are held by Twin Star Global Limited, a company beneficially owned by Mr. Wong Wai Sing and Mr. Chum Hon Sing as to 50% and 50% respectively.

Director's Rights to Acquire Shares or Debenture

Save as otherwise disclosed in this report, at no time during the six months ended 30 September 2012 and up to the date of this report were rights to acquire benefits by means of acquisition of shares or debentures of the Company granted to any Director or any of their respective spouse or minor children, or were any such rights exercised by them, or was the Company or any of its subsidiaries a party to any arrangement to enable the Directors to acquire such rights in any other body corporate.

Other Information

Substantial Shareholders

As at 30 September 2012, the following persons (not being a Director or the chief executive of the Company) have interests or short positions in the shares or underlying shares of the Company which have been disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO:

Name	Nature of interest	Total number of shares held	Approximate percentage of interest in the Company
Twin Star Global Limited *(Note 1)*	Beneficial owner	410,021,590	61.5%
Speeder Link International Ltd *(Note 2)*	Security Interest	376,666,290	56.5%
Liu Fenzhen *(Note 3)*	Interest in Controlled Corporation	376,666,290	56.5%

Note:

1. This company is ultimately beneficially owned as to 50% by Mr. Wong Wai Sing and 50% by Mr. Chum Hon Sing.

2. Speeder Link International Limited, as a person having a security interest in the shares, is deemed to be interested in a total of 376,666,290 shares (which are beneficially owned by Twin Star Global Limited).

3. Speeder Link International Limited is a company which is 100% controlled by Liu Fenzhen. By virtue of the SFO, Liu Fenzhen is deemed to be interested in all shares held by Speeder Link International Limited.

Save as disclosed in this report, the Company has not been notified of any other person (other than the Directors or chief executive of the Company) who had an interest or a short position in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO as at 30 September 2012.

Other Information

Share Charge by Controlling Shareholder

On 9 March 2012, Twin Star Global Limited ("Twin Star"), the controlling shareholder of the Company, together with Smooth Auspicious International Limited, Imperishable Land Limited and Wise Attempt Limited (the "Offeror Group") entered into a share charge pursuant to which the Offeror Group created a charge over 476,666,000 shares of the Company (the "Share Charge") held by the Offeror Group in favour of Speeder Link International Limited ("Speeder Limk") as security for a three-month term loan of HK$ 200,000,000 advanced by Speeder Link to Twin Star for the purpose of financing Twin Star's acquisition of an aggregate of 409,999,590 shares from Able Bright Limited, a former controlling shareholder of the Company. Further details in respect of the Share Charge are contained in the announcement of the Company made on 16 March 2012.

On 16 July 2012, the entire 26,666,574 charged shares owned by Smooth Auspicious International Limited were released from the Share Charge, on 25 July 2012, the entire 19,999,918 and the entire 19,999,918 charged shares owned by Imperishable Land Limited and Wise Attempt Limited respectively were released from the Share Charge and on 11 September 2012, 33,333,300 charged shares owned by Twin Star was released from the Share Charge resulting the Share Charge to be reduced to 376,666,290 shares as at 30 September 2012.

Share Option Scheme

The Company's share option scheme was adopted pursuant to a resolution passed on 17 December 2010 (the "Share Option Scheme") for the purpose of providing incentives and rewards to employees, executives and officers (including executive and non-executive directors) of the Company and any of its subsidiaries and advisors, consultants, distributors, contractors, suppliers, agents, customers, business partners, joint venture business partners, promoters and service providers of any member of the Group who will contribute or have contributed to the Company or any of its subsidiaries. Under the Share Option Scheme, the Board may grant options to eligible employees, including the directors and any of its subsidiaries, to subscribe for shares in the Company.

Without prior approval from the Company's shareholders, (i) the total number of shares to be issued under the options of the Share Option Scheme is not permitted to exceed 10% of the shares of the Company in issue; (ii) the number of shares issued and to be issued in respect of which options are granted and may be granted to any individual in any one year is not permitted to exceed 1% of the shares of the Company then in issue.

Options may be exercised at any time not exceeding a period of 10 years from the date on which the share options are accepted. The exercise price is determined by the Directors and will not be less than the higher of (i) the closing price of the Company's shares on the date of grant, (ii) the average closing price of the shares for the five business days immediately preceding the date of grant; and (iii) the nominal value of the Company's shares.

As at the date of this report, no options were granted under the Share Option Scheme.

Other Information

Purchase, Sales or Redemption of Listed Securities

During the six months ended 30 September 2012, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's shares listed on the Stock Exchange.

Audit Committee and Review of Financial Statement

The audit committee of the Company (the "Audit Committee") was established on 17 December 2010 with written terms of reference in compliance with the Listing Rules. The primary duties of the Audit Committee are, among other things, to review and supervise the Company's financial reporting process and internal control systems.

The Audit Committee comprises three independent non-executive directors, being Mr. Kwok Kam Tim, Mr. Kinley Lincoln James Lloyd and Dr. Hui Chik Kwan. The Audit Committee has reviewed with the management of the Company the accounting principles and practices adopted by the Group and discussed auditing, internal control and financial reporting matters, including the review of the unaudited condensed consolidated interim financial statements of the Group for the six months ended 30 September 2012.

Interim Dividend

The Board does not recommend the payment of interim dividends for the six months ended 30 September 2012.

Changes to Information in Respect of Directors

In the six months ended 30 September 2012 and up to the date of this report, pursuant to Rule 13.51B(1) of the Listing Rules, the changes in the information of the directors are as follows:

– Mr. Tsang Ho Ka, Eugene and Ms. Sung Ting Yee were appointed as the executive directors of the Company effective from 24 April 2012;

– Ms. Yick Mi Ching, Dawnibilly was appointed as the executive director of the Company effective from 1 June 2012;

– Mr. Kwok Kam Tim ("Mr Kwok"), Mr. Kinley Lincoln James Lloyd ("Mr. Kinley") and Dr. Hui Chik Kwan ("Dr. Hui") were appointed as the independent non-executive directors of the Company effective from 24 April 2012;

– Mr. Chum Tung Hang ("Mr. Chum") and Ms. Lei Sao Cheng have resigned as the executive directors of the Company effective from 15 May 2012;

– Mr. Lee Thomas Tuan Tong ("Mr. Lee"), Mr. Chow Tsu Yin ("Mr. Chow") and Mr. Chan Bing Chung ("Mr. Chan") have resigned as independent non-executive directors of the Company effective from 15 May 2012;

Changes to Information in Respect of Directors *(Continued)*

– Mr. Kwok, Mr. Kinley and Dr. Hui were appointed as the members of the audit committee of the Company (the "Audit Committee"), the remuneration committee of the Company (the "Remuneration Committee") and the nomination committee of the Company (the "Nomination Committee) respectively effective from 15 May 2012;

– Mr. Chan (chairman of Audit Committee), Mr. Chow and Mr. Lee have relinquished their positions as the chairman and members of the Audit Committee with effect from 15 May 2012 and Mr. Kwok was appointed as the chairman of the Audit Committee with effect from 15 May 2012;

– Mr. Chow (chairman of the Remuneration Committee), Mr. Lee, Mr. Chan and Mr. Chum have relinquished their positions as the chairman and members of the Remuneration Committee with effect from 15 May 2012 and Mr. Kwok was appointed as the chairman of the Remuneration Committee with effect from 15 May 2012; and

– Mr. Lee (chairman of the Nomination Committee), Mr. Chow and Mr. Chan have relinquished their positions as the members of the Nomination Committee with effect from 15 May 2012 and Mr. Kwok was appointed as the chairman of the Nomination Committee with effect from 15 May 2012.

By the order of the Board
Newtree Group Holdings Limited
Mr. Chum Hon Sing
Chairman

Hong Kong, 29 November 2012

Unaudited Condensed Consolidated Statement of Comprehensive Income

For the six months ended 30 September 2012

	Notes	Six months ended 30 September 2012 HK$'000 (unaudited)	2011 HK$'000 (unaudited) (restated)
Revenue	4	**226,584**	143,769
Cost of sales		**(211,329)**	(122,211)
Gross profit		**15,255**	21,558
Other income	5	**16,544**	550
Other gains and losses	6	**(273)**	2,542
Selling and distribution expenses		**(4,532)**	(5,095)
Administrative expenses		**(25,065)**	(12,870)
Finance costs		**(38)**	–
Profit before tax		**1,891**	6,685
Income tax expense	7	**(646)**	–
Profit for the period	8	**1,245**	6,685
Other comprehensive income			
Exchange difference arising on translation		**(429)**	1,851
Other comprehensive income for the period, net of income tax		**(429)**	1,851
Total comprehensive income for the period, net of income tax		**816**	8,536
Profit for the period attributable to:			
Owners of the Company		**1,249**	6,685
Non-controlling interests		**(4)**	–
		1,245	6,685
Total comprehensive income for the period attributable to:			
Owners of the Company		**820**	8,536
Non-controlling interests		**(4)**	–
		816	8,536
Earnings per share			
– basic and diluted (HK cents)	10	**0.19**	1.00

Unaudited Condensed Consolidated Statement of Financial Position

At 30 September 2012

	Notes	At 30 September 2012 HK$'000 (unaudited)	At 31 March 2012 HK$'000 (audited)
NON-CURRENT ASSETS			
Property, plant and equipment	*11*	**30,378**	28,243
Prepaid lease payments		**6,365**	6,510
Other intangible assets		**18,834**	23,197
Goodwill		**9,996**	9,774
		65,573	67,724
CURRENT ASSETS			
Inventories	*12*	**69,161**	69,608
Financial assets	*13*	**16,924**	–
Prepaid lease payments		**210**	211
Trade and other receivables and prepayments	*14*	**270,712**	100,193
Pledged bank deposit		**–**	62,286
Bank balances and cash		**68,050**	128,943
		425,057	361,241
CURRENT LIABILITIES			
Trade and other payables and accruals	*15*	**89,783**	28,272
Tax payable		**5,779**	5,670
		95,562	33,942
NET CURRENT ASSETS		**329,495**	327,299
Total assets less current liabilities		**395,068**	395,023
NON CURRENT LIABILITIES			
Deferred tax liabilities		**3,661**	4,432
		391,407	390,591
CAPITAL AND RESERVES			
Share capital	*16*	**6,667**	6,667
Reserves		**383,429**	382,609
Equity attributable to owners of the Company		**390,096**	389,276
Non-controlling interests		**1,311**	1,315
Total equity		**391,407**	390,591

Unaudited Condensed Consolidated Statement of Changes in Equity

For the six months ended 30 September 2012

	Attributable to owners of the Company									
	Share capital HK$'000	**Share premium** HK$'000	**Legal reserve** HK$'000 (note i)	**Special reserve** HK$'000 (note ii)	**Exchange reserve** HK$'000	**Other reserve** HK$'000 (note iii)	**Retained profits** HK$'000	**Total** HK$'000	**Non-controlling interests** HK$'000	**Total** HK$'000
At 1 April 2011 (unaudited)	6,667	288,369	49	678	10,891	(6,000)	137,117	437,771	–	437,771
Profit for the period	–	–	–	–	–	–	6,685	6,685	–	6,685
Other comprehensive income	–	–	–	–	1,851	–	–	1,851	–	1,851
Total comprehensive income for the period	–	–	–	–	1,851	–	6,685	8,536	–	8,536
Dividend recognised as distribution	–	–	–	–	–	–	(20,000)	(20,000)	–	(20,000)
At 30 September 2011 (unaudited)	6,667	288,369	49	678	12,742	(6,000)	123,802	426,307	–	426,307
At 1 April 2012 (unaudited)	6,667	288,369	49	678	15,937	(6,000)	83,576	389,276	1,315	390,591
Profit for the period	–	–	–	–	–	–	1,249	1,249	(4)	1,245
Other comprehensive income	–	–	–	–	(429)	–	–	(429)	–	(429)
Total comprehensive income for the period	–	–	–	–	(429)	–	1,249	820	(4)	816
At 30 September 2012 (unaudited)	6,667	288,369	49	678	15,508	(6,000)	84,825	390,096	1,311	391,407

Notes:

(i) In accordance with the provisions of the Macao Commercial Code, Two-Two-Free Limited-Macao Commercial Offshore ("Two-Two-Free"), a subsidiary of the Company, is required to transfer a minimum of 25% of annual net profit to legal reserve until the legal reserve equals half of the quota capital. This reserve is not distributable to shareholders.

(ii) The special reserve represents the difference between the nominal value of the share capital issued by the Company and the share premium and the nominal value of the share capital of the subsidiaries comprising the Group prior to the group reorganisation in preparing for listing on The Stock Exchange of Hong Kong Limited.

(iii) The other reserve represents the difference between the fair value of interest-free advance to Mr. Chum Tung Hang, a shareholder of a subsidiary comprising the Group prior to the Group Reorganisation, measured at amortised cost using the effective interest method and its principal amount at inception.

Unaudited Condensed Consolidated Statement of Cash Flows

For the six months ended 30 September 2012

	Six months ended 30 September	
	2012	2011
	HK$'000	HK$'000
	(unaudited)	(unaudited)
NET CASH (USED IN) GENERATED FROM OPERATING ACTIVITIES	**(101,036)**	27,452
NET CASH GENERATED FROM (USED IN) INVESTING ACTIVITIES	**40,543**	(9,335)
NET CASH USED IN FINANCING ACTIVITIES	**–**	(19,997)
NET DECREASE IN CASH AND CASH EQUIVALENTS	**(60,493)**	(1,880)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD	**128,943**	215,488
Effect of foreign exchange rate changes	**(400)**	731
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD, represented by bank balances and cash	**68,050**	214,339

1. GENERAL

The Company was incorporated as an exempted company and registered in the Cayman Islands with limited liability under the Companies Law Chapter 22 of the Cayman Islands on 9 June 2010. The shares of the Company have been listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") since 13 January 2011. The registered office of the Company is located at Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands. The Company acts as an investment holding company. The principal activities of the Group are (i) manufacture and trading of plastic products; (ii) agency service and trading of Methyl Tertiary Butyl Ether ("MTBE") products; and (iii) wholesale and retail of household consumables.

The unaudited condensed consolidated financial statements have been presented in Hong Kong dollars ("HKD"), while the functional currency of the Company is United States dollars ("USD"). The directors of the Company selected HKD as the presentation currency because the directors of the Company consider that presenting the unaudited condensed consolidated financial statements in HKD is preferable when controlling and monitoring the performance and financial position of the Group.

2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements have been prepared with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities of the Stock Exchange and in accordance with Hong Kong Accounting Standard ("HKAS") 34, "Interim Financial Reporting", amendments and interpretations issued by the Hong Kong Institute of Certified Public Accountants ("the HKICPA"). The unaudited condensed consolidated financial statements should be read in conjunction with the annual financial statements of the Group for the year ended 31 March 2012, which have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs").

3. PRINCIPAL ACCOUNTING POLICIES

The unaudited condensed consolidated financial statements have been prepared on the historical cost basis except for certain financial assets, which are measured at fair values.

The accounting policies and methods of computation used in the unaudited condensed consolidated financial statements for the six months ended 30 September 2012 are the same as those followed in the preparation of the Group's annual financial statements for the year ended 31 March 2012.

In addition, the Group has adopted the following accounting policies, which have become applicable to the Group for the first time, during the current interim period:

Financial assets at fair value through profit or loss

These assets include financial assets held for trading and financial assets designated upon initial recognition as at fair value through profit or loss. Financial assets are classified as held for trading if they are acquired for the purpose of sale in the near term.

3. PRINCIPAL ACCOUNTING POLICIES *(Continued)*

Financial assets at fair value through profit or loss *(Continued)*

In the current interim period, the Group has applied, for the first time, the following amendments to standards issued by the HKICPA, which are effective for the Group's financial year beginning on 1 April 2012.

Amendments to HKFRS 7	Financial Instruments: Disclosures – Transfers of Financial Assets
Amendments to HKAS 12	Deferred Tax: Recovery of Underlying Assets

The adoption of the amendments had no material effect on how the results and financial position for the current or prior accounting periods have been prepared and presented.

4. REVENUE AND SEGMENT INFORMATION

Information reported to the board of directors of the Company, being the chief operating decision makers ("CODM"), for the purposes of resource allocation and assessment of segment performance focuses on types of goods or services delivered or provided. This is also the basis upon which the Group is organised.

In the previous period, the Group reported its segment information based on two major operating divisions reviewed by the CODM – (1) household application products and (2) clinical application products. During the second half of the financial year 2011/2012, the Group acquired two new subsidiaries which represented two new segments, agency service and trading of MTBE products ("MTBE Business") and wholesale and retail of household consumables ("Household Consumables Business"). In addition, since the household application products business and clinical application products business are now managed and assessed as a whole by the CODM, the household application products segment and clinical application products segment have now been combined into one single operating and reportable segment, namely the hygienic disposables business segment ("Hygienic Disposables Business"), for internal reporting purposes. For determination of the segment results of such segment, directors' remuneration is now excluded from, and selling expenses, administrative expenses, depreciation of property, plant and equipment and amortisation of prepaid lease payments of Hygienic Disposables Business are now included in segment results of Hygienic Disposables Business for internal reporting purposes. Also, the segment assets and segment liabilities of Hygienic Disposable Business now include the property, plant and equipment, prepaid lease payments, inventories and other assets and liabilities attributable to such segment. Accordingly, comparative figures for segment reporting have been restated. The performance of the three segments is regularly reviewed by the CODM for the purpose of resource allocation and performance assessment. Therefore, the Group's operating and reportable segments under HKFRS 8 are as follows:

- Hygienic Disposables Business – Trading and manufacturing of the clinical and household hygienic disposables
- MTBE Business – Agency service and trading of MTBE products
- Household Consumables Business – Trading of household consumables

4. REVENUE AND SEGMENT INFORMATION *(Continued)*

Segment revenue and results

The following is an analysis of the Group's revenue and results from reportable and operating segments.

	Hygienic Disposables Business HK$'000 (unaudited)	MTBE Business HK$'000 (unaudited)	Household Consumables Business HK$'000 (unaudited)	Total HK$'000 (unaudited)
For the six months ended 30 September 2012				
Revenue from external customers	139,664	47,237	39,683	226,584
Segment (loss) / profit	(2,246)	1,965	2,091	1,810
Interest income				275
Compensation income				14,430
Service income				1,829
Sundry income				10
Other gains and losses				(273)
Amortisation of other intangible assets				(4,301)
Central administration costs				(11,889)
Profit before tax				1,891

	Hygienic Disposables Business HK$'000 (unaudited) (restated)
For the six months ended 30 September 2011	
Revenue from external customers	143,769
Segment profit	6,259
Interest income	550
Other gains and losses	2,542
Central administration costs	(2,666)
Profit before tax	6,685

4. REVENUE AND SEGMENT INFORMATION *(Continued)*

Segment revenue and results *(Continued)*

The accounting policies of the operating segments are the same as the Group's accounting policies. Segment profit (loss) represents the profit earned by/(loss from) each segment without allocation of central administration costs, amortisation of other intangible assets, interest income, compensation income, service income, other gains and losses, sundry income and taxation. This is the measure reported to the CODM for the purposes of resource allocation and performance assessment.

Segment assets and liabilities

The following is an analysis of the Group's assets and liabilities by reportable and operating segment:

Segment assets

	30 September 2012 HK$'000 (unaudited)	31 March 2012 HK$'000 (audited)
Hygienic Disposables Business	**220,473**	136,499
MTBE Business	**120,136**	48,496
Household Consumables Business	**39,288**	19,770
Total segment assets	**379,897**	204,765
Goodwill	**9,996**	9,774
Other intangible assets	**18,834**	23,197
Pledged bank deposit	**–**	62,286
Bank balances and cash	**68,050**	128,943
Unallocated	**13,853**	–
Consolidated assets	**490,630**	428,965

Segment liabilities

	30 September 2012 HK$'000 (unaudited)	31 March 2012 HK$'000 (audited)
Hygienic Disposables Business	**34,477**	18,435
MTBE Business	**45,137**	2,620
Household Consumables Business	**7,548**	7,217
Total segment liabilities	**87,162**	28,272
Tax payable	**5,779**	5,670
Deferred tax liabilities	**3,661**	4,432
Unallocated	**2,621**	–
Consolidated liabilities	**99,223**	38,374

4. REVENUE AND SEGMENT INFORMATION *(Continued)*

Segment assets and liabilities *(Continued)*

For the purpose of monitoring segment performance and allocating resources between segments:

- All assets are allocated to operating segments other than goodwill, other intangible assets, pledged bank deposit and bank balances and cash.

- All liabilities are allocated to operating segments other than tax payable and deferred tax liabilities.

Other segment information

	Hygienic Disposables Business HK$'000 (unaudited)	MTBE Business HK$'000 (unaudited)	Household Consumables Business HK$'000 (unaudited)	Total HK$'000 (unaudited)
For the six months ended 30 September 2012				
Amounts included in the measure of segment profit or loss or segment assets:				
Capital expenditure	558	–	647	1,205
Depreciation of property, plant and equipment and amortisation of prepaid lease payments	2,799	–	69	2,868
Gain on disposal of property, plant and equipment	91	–	–	91
Impairment loss on trade receivables	–	–	180	180

	Hygienic Disposables Business HK$'000 (unaudited)
For the six months ended 30 September 2011	
Amounts included in the measure of segment profit or loss or segment assets:	
Capital expenditure	4,771
Depreciation of property, plant and equipment and amortisation of prepaid lease payments	5,530
Gain on disposal of property, plant and equipment	110

4. REVENUE AND SEGMENT INFORMATION *(Continued)*

Information about geographical areas

In determining the Group's information about geographical areas, revenue is attributed to the segments based on the location of the customers.

The following table provides an analysis of the Group's revenue by geographical market, irrespective of the origin of the goods.

	Six months ended 30 September	
	2012	2011
	HK$'000	HK$'000
	(unaudited)	(unaudited)
United Kingdom	**109,104**	78,879
The People's Republic of China ("PRC")	**49,059**	–
Norway	**38,805**	44,220
United States of America	**28,364**	16,558
Sweden	**750**	357
Ireland	**290**	–
France	**–**	2,606
Germany	**–**	781
Others	**212**	368
	226,584	143,769

As at 30 September 2012, approximately HK$31,699,000, HK$20,636,000, HK$12,478,000 and HK$760,000 of the non-current assets are located in the PRC, United Kingdom, Hong Kong and Macau respectively.

As at 31 March 2012, approximately HK$33,175,000, HK$20,399,000, HK$13,317,000 and HK$833,000 of the non-current assets are located in the PRC, United Kingdom, Hong Kong and Macau respectively.

4. REVENUE AND SEGMENT INFORMATION *(Continued)*

Information about major customers

Revenue from customers of the corresponding periods contributing over 10% of the total sales of the Group are as follows:

	Six months ended 30 September	
	2012	2011
	HK$'000	HK$'000
	(unaudited)	(unaudited)
Customer A[1]	**47,237**	–
Customer B[2]	**43,058**	35,990
Customer C[2]	**38,805**	44,220
Customer D[2]	**28,364**	16,558
Customer E[2]	**24,531**	32,335

1 Revenue from MTBE Business

2 Revenue from Hygienic Disposables Business

5. OTHER INCOME

	Six months ended 30 September	
	2012	2011
	HK$'000	HK$'000
	(unaudited)	(unaudited)
		(restated)
Interest income	**275**	550
Service income	**1,829**	–
Compensation income	**14,430**	–
Sundry income	**10**	–
	16,544	550

6. OTHER GAINS AND LOSSES

	Six months ended 30 September	
	2012	2011
	HK$'000	HK$'000
	(unaudited)	(unaudited) (restated)
Net exchange (loss)/gain	**(408)**	2,432
Gain on disposal of available-for-sale investment	**137**	–
Gain arising in change in fair value of financial assets held for trading	**87**	–
Gain on disposal of property, plant and equipment	**91**	110
Impairment loss on trade receivables	**(180)**	–
	(273)	2,542

7. INCOME TAX EXPENSE

	Six months ended 30 September	
	2012	2011
	HK$'000	HK$'000
	(unaudited)	(unaudited)
Income tax expense represents:		
Current tax:		
Hong Kong Profits Tax	**621**	–
PRC Enterprise Income Taxation ("EIT")	**195**	–
Other jurisdictions	**587**	–
	1,403	–
Deferred taxation	**(757)**	–
	646	–

7. INCOME TAX EXPENSE *(Continued)*

(i) Hong Kong ("HK")

HK Profits Tax is calculated at 16.5% of the estimated assessable profit for both periods.

In March 2011, the Hong Kong Inland Revenue Department (the "HKIRD") issued to a wholly-owned subsidiary of the Group incorporated in Macau a profits tax assessment of HK$5,600,000 relating to the year of assessment 2004/2005, that is, for the financial year ended 31 March 2005. The Group lodged an objection with the HKIRD against the assessment in June 2011.

In December 2011, the HKIRD issued to that wholly-owned subsidiary a profits tax assessment of HK$5,250,000 relating to the year of assessment 2005/06, that is, for the year ended 31 March 2006. The Group lodged an objection with the HKIRD against the assessment in January 2012.

In the opinion of the directors of the Company, the subsidiary involved was incorporated in Macau and did not carry on any business in HK for the years of assessment 2004/2005 and 2005/2006. As such, the directors believe that no profits tax should be payable by the said subsidiary for those years of assessment and hence no provision for HK Profits Tax in respect of the assessments is considered necessary.

(ii) PRC

Under the Law of the People's Republic of China on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the general EIT rate of the PRC entities is 25% from 1 January 2008 onwards.

Pursuant to the relevant laws and regulations in the PRC, Huizhou Junyang Plastic Co., Ltd. ("Huizhou Junyang"), a wholly-owned subsidiary of the Company, was entitled to exemption from the PRC EIT from its first two profit-making years of operation and thereafter, it is entitled to a 50% relief from the PRC EIT for the following three years. The first profit-making year of Huizhou Junyang started from the fiscal year ended 31 December 2007. Accordingly, Huizhou Junyang was entitled to a relief from PRC EIT by a 50% reduction from the fiscal year 2009 to 2011 with effective tax rate of 12.5%. Starting from fiscal year 2012, the PRC EIT rate was 25%.

(iii) Macau

As stated in the Decree Law No. 58/59/M, Chapter 2, Article 12, dated 18 October 1999 of Macau, Two-Two-Free, a wholly-owned subsidiary of the Company, is exempted from Macao Complementary Tax.

(iv) Other jurisdictions

Taxation arising in other jurisdictions is calculated at the rates prevailing in the relevant jurisdictions.

8. PROFIT FOR THE PERIOD

	Six months ended 30 September	
	2012	2011
	HK$'000	HK$'000
	(unaudited)	(unaudited)
Profit for the period has been arrived at after charging/(crediting):		
Directors' remuneration	**3,266**	1,980
Other staff costs	**5,608**	2,929
Retirement benefit scheme contributions	**383**	402
Total staff costs	**9,257**	5,311
Cost of inventories	**207,028**	122,211
Depreciation of property, plant and equipment	**2,863**	5,392
Amortisation of prepaid lease payments	**106**	138
Amortisation of other intangible assets (included in cost of sales)	**4,301**	–
Impairment loss on trade receivables	**180**	–
Gain on disposal of property, plant and equipment	**(91)**	(110)

9. DIVIDENDS

The board of directors did not recommend the payment of any interim dividend for the six months ended 30 September 2012 (six months ended 30 September 2011: HK$Nil).

10. EARNINGS PER SHARE

The calculation of the basic and diluted earnings per share attributable to owners of the Company for the periods are based on the following data:

	Six months ended 30 September	
	2012	2011
	HK$'000	HK$'000
	(unaudited)	(unaudited)
Profit for the period attributable to owners of the Company	**1,249**	6,685
Weighted average number of ordinary shares for the purpose of basic and diluted earnings per share	**666,666,000**	666,666,000

The basic and diluted earnings per share are equal for both periods as there were no potential ordinary shares in issue.

11. PROPERTY, PLANT AND EQUIPMENT

During the period, the Group spent approximately HK$5,226,000. (2011: HK$4,771,000) in capital expenditure.

12. INVENTORIES

	At 30 September 2012	At 31 March 2012
	HK$'000	HK$'000
	(unaudited)	(audited)
At cost:		
Raw materials	**49,227**	44,037
Work-in-progress	**3,305**	5,248
Finished goods	**16,629**	20,323
	69,161	69,608

13. FINANCIAL ASSETS

	At 30 September 2012	At 31 March 2012
	HK$'000	HK$'000
	(unaudited)	(audited)
Listed bonds in Hong Kong, at fair value	**6,736**	–
Listed shares in Hong Kong, at fair value	**2,808**	–
Unlisted debenture outside Hong Kong, at amortised cost	**7,380**	–
	16,924	–

14. TRADE AND OTHER RECEIVABLES AND PREPAYMENTS

	At 30 September 2012 HK$'000 (unaudited)	At 31 March 2012 HK$'000 (audited)
Trade receivables	**143,490**	55,661
Less: Impairment loss recognised	**(218)**	(3,653)
	143,272	52,008
Bills receivables	**23,781**	19,385
Prepayments *(Note)*	**98,079**	23,784
Other receivables	**5,580**	5,016
	270,712	100,193

Note: Prepayments as at 30 September 2012 mainly consists of (i) a refundable supplier deposit which amounted to approximately HK$21.45 million (US$2.75 million) paid to an independent supplier of the MTBE Business, details of which are set out in the announcements of the Company dated 15 November 2011 and 6 December 2011 respectively, (ii) a prepayment to an independent supplier which amounted to approximately HK$62.76 million (approximately US$8.05 million) for the acquisition of polyethylene which is one of the major raw material use by the Group for the production of the existing Hygienic Disposables Business, details of which are set out in the announcement of the Company dated 22 June 2012, and (iii) other sundry prepayments such as rental deposits, utility deposits and others.

The Group generally allows an average credit period of 30 to 90 days to its trade customers. The aged analysis of the Group's trade receivables (net of allowance for doubtful debts) and bills receivables based on the invoice date at the end of the reporting period is as follows:

	At 30 September 2012 HK$'000 (unaudited)	At 31 March 2012 HK$'000 (audited)
Trade and bills receivables:		
0–30 days	**72,040**	50,592
31–60 days	**20,553**	18,133
61–90 days	**24,088**	1,560
over 90 days	**50,372**	1,108
	167,053	71,393

15. TRADE AND OTHER PAYABLES AND ACCRUALS

	At 30 September 2012 HK$'000 (unaudited)	At 31 March 2012 HK$'000 (audited)
Trade payables	**82,496**	20,660
Accruals	**2,986**	3,113
Other tax payables	**1,150**	941
Deferred service income	**750**	2,250
Others	**2,401**	1,308
	89,783	28,272

The aged analysis of the Group's trade payables based on the invoice date at the end of the reporting period is as follows:

	At 30 September 2012 HK$'000 (unaudited)	At 31 March 2012 HK$'000 (audited)
0–30 days	**56,430**	17,205
31–60 days	**12,059**	3,316
61–90 days	**1,798**	130
Over 90 days	**12,209**	9
	82,496	20,660

16. SHARE CAPITAL

	Number of shares	Nominal value
		HK$'000
Ordinary shares of HK$0.01 each		
Authorised:		
At 31 March 2012 (audited) and 30 September 2012 (unaudited)	10,000,000,000	100,000
Issued and fully paid:		
At 31 March 2012 (audited) and 30 September 2012 (unaudited)	666,666,000	6,667

17. COMPARATIVE AMOUNTS

Other gains and losses of HK$2,542,000 included in "Other income" in the condensed consolidated statement of comprehensive income and note 5 in the unaudited condensed consolidated financial statements for the six months ended 30 September 2011 have been reclassified to "Other gains and losses" to conform with the current period's classification.