

## VALUE CHINA ETF (3046 HK)

## ANNUAL REPORT 2013 For the year ended 31 March 2013

## **Sensible Asset Management Hong Kong Limited**

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In the event of inconsistency, the English text of this Annual Report shall prevail over the Chinese text.

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#### GENERAL INFORMATION

#### **Investment Manager**

Sensible Asset Management Hong Kong Limited 9th Floor, Nexxus Building 41 Connaught Road Central Hong Kong

#### **Sub-investment Manager**

Value Partners Hong Kong Limited
9th Floor, Nexxus Building
41 Connaught Road Central
Hong Kong

#### **Directors of the Investment Manager**

Mr Chow Wai Chiu William Mr So Chun Ki Louis

#### Trustee and Registrar

HSBC Institutional Trust Services (Asia) Limited 1 Queen's Road Central Hong Kong

#### Legal Advisor

Simmons & Simmons 13th Floor, One Pacific Place 88 Queensway Hong Kong

#### Auditor

KPMG 8th Floor Prince's Building 10 Chater Road Central

Hong Kong

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## **GENERAL INFORMATION (Continued)**

### Recent awards and achievements

		Corporate awards
2012	•	2012 The Asset Triple A Investment Awards Highly Commended ETF House for Hong Kong – The Asset
		Value China ETF (3046 HK)
2010	•	Asian ETFs Awards 2010 – Best New ETF in Asia – Republic Partners Ltd., September 2010

#### MANAGER'S REPORT

Value China ETF ("the Fund") is an index-tracking exchange traded fund whose units are listed and traded on the Stock Exchange of Hong Kong Limited ("SEHK"). The Fund aims to provide investment results that, before fees and expenses, closely correspond to the performance of the FTSE Value-Stocks China Index ("the Index") by holding a portfolio of the constituent stocks of the Index. The Index comprises 25 value stocks amongst Chinese companies' shares listed in Hong Kong.

As at 31 March 2013, the Net Asset Value ("NAV") per unit of the Fund was HKD36.75, and 4,800,000 units were outstanding. The total size of the Fund was approximately HKD176 million.

A summary of the performance of the Index and the Fund is given below.

Total Return in HKD	From 1 April 2012 to 31 March 2013	2013 YTD (as at 31 March)	Since Inception
FTSE Value-Stocks China Index	12.1%	-2.4%	17.7%
Value China ETF	9.2%	-2.8%	10.4%

The difference in performance between the FTSE Value-Stocks China Index and the Value China ETF is mainly attributed to fees and expenses, and security misweightings. The historical tracking error for the NAV of the Fund against the FTSE Value-Stocks China Index was at 32 basis points on an annualized basis since its inception on 10 December 2009.

## Sensible Asset Management Hong Kong Limited 19 July 2013

All performance figures are sourced from HSBC Institutional Trust Services (Asia) Limited and Bloomberg, in HKD, NAV to NAV with dividends reinvested, as at 31 March 2013. Performance data is net of all fees.

Investors should note that investment involves risk. The price of units may go down as well as up and past performance is not indicative of future results. Investors should read the prospectus for details and risk factors in particular those associated with investment in emerging markets and the arrangement in the event that the Fund is de-listed. Investors should also note that the Fund is different from a typical retail investment fund, in particular, units in the Fund may only be created or redeemed directly by a participating dealer in large unit sizes.

#### STATEMENT OF RESPONSIBILITIES OF THE MANAGER AND THE TRUSTEE

#### Manager's responsibilities

The Manager of Value China ETF (the "Fund") is required by the Hong Kong Code on Unit Trusts and Mutual Funds established by the Hong Kong Securities and Futures Commission and the Trust Deed to prepare financial statements for each annual accounting period which give a true and fair view of the financial position of the Fund at the end of that year and of the transactions for the year then ended. In preparing these financial statements, the Manager is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are prudent and reasonable; and
- prepare the financial statements on the basis that the Fund will continue in operation unless it is inappropriate to presume this.

The Manager is also required to manage the Fund in accordance with the Trust Deed and take reasonable steps for the prevention and detection of fraud and other irregularities.

### Trustee's responsibilities

The Trustee of the Fund is required to:

- ensure that the Fund is managed by the Manager in accordance with the Trust Deed and that the investment and borrowing powers are complied with;
- satisfy itself that sufficient accounting and other records have been maintained;
- safeguard the property of the Fund and rights attaching thereto; and
- report to the unitholders for each annual period on the conduct of the Manager in the management of the Fund.

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#### TRUSTEE'S REPORT TO THE UNITHOLDERS OF VALUE CHINA ETF

We hereby confirm that, in our opinion, the Manager has in all material respects, managed Value China ETF in accordance with the provisions of the Trust Deed dated 20 November 2009.

For and on behalf of

**HSBC Institutional Trust Services (Asia) Limited** 

Trustee, 19 July 2013

## INDEPENDENT AUDITOR'S REPORT TO THE UNITHOLDERS OF VALUE CHINA ETF

We have audited the financial statements of Value China ETF (the "Fund") set out on pages 9 to 36, which comprise the statement of financial position as at 31 March 2013, and the statement of comprehensive income, statement of changes in equity, and statement of cash flows for the year then ended and a summary of significant accounting policies and other explanatory information.

### Manager's and Trustee's responsibilities for the financial statements

The Manager and the Trustee are responsible for the preparation of financial statements that give a true and fair view in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board and for such internal control as the Manager and the Trustee determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In addition, the Manager and the Trustee also have a responsibility to ensure that the financial statements comply with the relevant disclosure provisions of the Trust Deed, and the relevant disclosure requirements set out in Appendix E to the Hong Kong Code on Unit Trusts and Mutual Funds issued by the Hong Kong Securities and Futures Commission (the "Code").

### Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. This report is made solely to you, as a body, 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 about whether the financial statements are free from material misstatement.

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## INDEPENDENT AUDITOR'S REPORT TO THE UNITHOLDERS OF VALUE CHINA ETF (Continued)

#### Auditor's responsibility (Continued)

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements that give a true and fair view 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 Manager and the Trustee, as well as evaluating the overall presentation of the financial statements.

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

#### **Opinion**

In our opinion, the financial statements give a true and fair view of the financial position of the Fund as at 31 March 2013 and of its transactions and cash flows for the year then ended in accordance with International Financial Reporting Standards.

### Report on disclosure requirements under the Code

We report that the financial statements have been properly prepared in accordance with the relevant disclosure provisions of the Trust Deed, and the relevant disclosure requirements set out in the Code.

#### KPMC

Certified Public Accountants 8th Floor, Prince's Building 10 Chater Road Central, Hong Kong 19 July 2013

#### STATEMENT OF FINANCIAL POSITION

AS AT 31 MARCH 2013

	Note	31.3.2013 HK\$	31.3.2012 HK\$
Assets			
Financial assets at fair value			
through profit or loss	3, 5, 13	175,776,024	195,378,555
Prepayments		46,837	46,689
Cash and cash equivalents	<i>3, 4, 10(c)</i>	806,163	722,793
Total assets		176,629,024	196,148,037
Liabilities			
Audit fee payable		165,000	165,000
Manager's fee payable	8, 10(a)	105,815	117,465
Trustee and registrar fees payable	7, 10(b)	86,165	83,584
Total liabilities		356,980	366,049
Total equity		176,272,044	195,781,988

### STATEMENT OF FINANCIAL POSITION (Continued)

AS AT 31 MARCH 2013

	Note	31.3.2013 HK\$	31.3.2012 HK\$
Represented by:			
Net assets attributable to unitholders			
(at last traded prices)		176,393,622	196,314,805
Adjustment from last traded prices to bid prices		(121,578)	(532,817)
		176,272,044	195,781,988
Net asset value per unit at last traded prices			
based on 4,800,000 units outstanding			
(2012: 5,600,000 units)	11	36.75	35.06

Approved and authorised for issue by the Manager and the Trustee on 19 July 2013

Signed by:

Sensible Asset Management Hong Kong Limited, Manager

HSBC Institutional Trust Services (Asia) Limited, Trustee

#### STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 MARCH 2013

	Note	Year ended 31.3.2013 <i>HK</i> \$	Year ended 31.3.2012 <i>HK</i> \$
Dividend income		7,689,842	8,449,719
Net gain/(loss) from financial assets			
at fair value through profit or loss	6	10,858,176	(45,900,555)
Net foreign exchange gain/(loss)		125	(14)
Net investment income/(loss)		18,548,143	(37,450,850)
Manager's fee	8, 10(a)	1,262,103	1,784,739
Trustee and registrar fees	7, 10(b)	987,649	982,419
Transaction fees		417,096	516,277
Auditor's remuneration		175,250	171,000
Professional fees		116,812	339,765
License fee		96,447	271,881
Bank charges	10(c)	35,046	39,465
Listing fee		15,000	15,000
Other operating expenses		176,475	134,630
Operating expenses		3,281,878	4,255,176
Profit/(loss) before taxation		15,266,265	(41,706,026)
Withholding tax	9	660,513	737,745
Profit/(loss) after taxation and total comprehensive income for the year		14,605,752	(42,443,771)

## STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH 2013

	Note	Year ended 31.3.2013 <i>HK</i> \$	Year ended 31.3.2012 <i>HK</i> \$
Balance at the beginning of the year		195,781,988	324,350,541
Issue of redeemable units Redemption of redeemable units	11 11	54,498,628 (81,074,324)	(78,440,782)
Net decrease from unit transactions		(26,575,696)	(78,440,782)
Distributions to unitholders	12	(7,540,000)	(7,684,000)
Total transactions with unitholders		(34,115,696)	(86,124,782)
Profit/(loss) after taxation and total comprehensive income for the year		14,605,752	(42,443,771)
Balance at the end of the year		176,272,044	195,781,988

#### STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH 2013

	Note	Year ended 31.3.2013 <i>HK</i> \$	Year ended 31.3.2012 <i>HK</i> \$
Operating activities			
Dividends received		7,689,842	8,449,719
Proceeds from sale of investments		164,215,892	203,349,307
Purchase of investments		(159,960,909)	(199,220,302)
Operating expenses paid		(3,290,970)	(4,471,672)
Withholding tax paid		(660,513)	(737,745)
Cash flows generated			
from operating activities		7,993,342	7,369,307
Financing activities			
Proceeds from issue of redeemable units		239,406	_
Payments on redemption of redeemable units		(609,378)	(263,669)
Distributions paid to unitholders		(7,540,000)	(7,684,000)
Cash flows used in financing activities		(7,909,972)	(7,947,669)
Net increase/(decrease) in cash and cash equivalents		83,370	(578,362)
Cash and cash equivalents at the beginning of the year		722,793	1,301,155
Cash and cash equivalents at the end of the year	4	806,163	722,793

#### **Major non-cash transactions:**

- (i) During the year ended 31 March 2013, unitholders subscribed 1,400,000 units of the Fund by tendering a basket of constituent stocks of FTSE Value-Stocks China Index with market value of HK\$54,259,222. There were no such transactions for the year ended 31 March 2012.
- (ii) During the year ended 31 March 2013, unitholders tendered 2,200,000 units of the Fund (2012: 2,200,000) in exchange for a basket of constituent stocks of FTSE Value-Stocks China Index with market value of HK\$80,464,946 (2012: HK\$78,177,113).

#### NOTES TO THE FINANCIAL STATEMENTS

#### 1 GENERAL

Value China ETF (the "Fund") is an open ended unit trust governed by its Trust Deed dated 20 November 2009 (the "Trust Deed"), as amended from time to time under the laws of Hong Kong. The Fund is authorised by the Hong Kong Securities and Futures Commission (the "SFC") under Section 104(1) of the Hong Kong Securities and Futures Ordinance ("HKSFO"), and is governed by the Hong Kong Code on Unit Trusts and Mutual Funds (the "Code"). The Fund is also listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") (a subsidiary of the Hong Kong Exchanges and Clearing Limited).

The investment objective of the Fund is to provide investment results that, before fees and expenses, closely correspond to the performance of the FTSE Value-Stocks China Index (the "Index").

To achieve the investment objective, Sensible Asset Management Hong Kong Limited (the "Manager") intends primarily to use a full replication strategy to track the performance of the Index. Depending on the market conditions, the Manager may also utilise a representative sampling strategy or invest in derivatives to achieve the Fund's investment objective.

Although the Fund will invest primarily in securities included in the Index, the Fund may also invest in other investments including, but not limited to, futures contracts, options on futures contracts, options, swaps, warrants and other financial instruments related to the Index or its constituents, local currency and foreign currency exchange contracts, cash and cash equivalents and other financial instruments which the Manager believes will help the Fund achieves its investment objective.

In order to maximise portfolio management efficiency, minimise transaction costs and tracking error, exposure to the Index may also be obtained through other index-tracking strategies or financial instruments from which the return to the Fund will substantially reflect the performance of the Index. Such strategies and instruments will be chosen based on their correlation to the Index or its constituents and cost efficiency in order to reflect the characteristics of the Index.

#### 2 SIGNIFICANT ACCOUNTING POLICIES

#### (a) Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRSs") and interpretations adopted by the International Accounting Standards Board ("IASB"), the relevant disclosure provisions of the Trust Deed, and the relevant disclosure requirements of the Code issued by the SFC. A summary of the significant accounting policies adopted by the Fund is set out below.

The IASB has issued certain new and revised IFRSs that are first effective or available for early adoption for the current accounting period of the Fund. Note 2(c) provides information on any changes in accounting policies resulting from initial application of these developments to the extent that they are relevant to the Fund for the current and prior accounting periods reflected in these financial statements.

#### (b) Basis of preparation

The functional currency of the financial statements is Hong Kong dollars ("HKD") reflecting the fact that most of the transactions are denominated in HKD, and units of the Fund are issued in HKD.

The financial statements are presented in HKD.

The financial statements are prepared on a fair value basis for financial instruments at fair value through profit or loss. Other financial assets and financial liabilities are stated at amortised cost.

The preparation of financial statements in accordance with IFRSs requires management to make judgements, estimates and assumptions that affect the application of policies and the reported amounts of financial position, income and expense. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of financial position that are not readily apparent from other sources. Actual results may differ from these estimates.

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#### NOTES TO THE FINANCIAL STATEMENTS (Continued)

#### 2 SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### (b) Basis of preparation (Continued)

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.

#### (c) Changes in accounting policies

The IASB has issued amendments to IFRSs that are first effective for the current accounting period of the Fund. Of these, the following development is relevant to the Fund's financial statements:

Amendments to IFRS 7, Financial instruments: Disclosures – Transfers of financial assets

The Fund has not applied any new standard or interpretation that is not yet effective for the current accounting period.

The impact of the development is discussed below:

The amendments to IFRS 7 require certain disclosures to be included in the financial statements in respect of transferred financial assets that are not derecognised in their entirety and for any continuing involvement in transferred financial assets that are derecognised in their entirety, irrespective of when the related transfer transaction occurred. However, an entity need not provide the disclosures for the comparative period in the first year of adoption. The Fund did not have any significant transfers of financial assets in previous periods or the current period which require disclosure in the current accounting period under the amendments.

#### 2 SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### (d) Foreign currency translation

Transactions in foreign currencies are translated at the foreign currency exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated to HKD at the foreign currency closing exchange rate ruling at the date of the statement of financial position. Foreign currency exchange differences arising on translation and realised gains and losses on disposals or settlements of monetary assets and liabilities are recognised in the statement of comprehensive income.

Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are translated to HKD at the foreign currency exchange rates ruling at the dates that the values were determined. Foreign currency exchange differences relating to trading investments are included in gains and losses on investments. All other foreign currency exchange differences relating to monetary items, including cash and cash equivalents are presented separately in the statement of comprehensive income.

#### (e) Financial assets and financial liabilities at fair value through profit or loss

#### (i) Classification

The Fund designates all its equity securities into the financial assets at fair value through profit or loss category. The category of financial assets at fair value through profit or loss comprises financial instruments held for trading and financial instruments designated at fair value through profit or loss upon initial recognition.

All of the Fund's investments are designated as financial assets at fair value through profit or loss. These investments are managed, evaluated and reported internally on a fair value basis upon initial recognition.

Financial assets that are classified as loans and receivables include prepayments.

Financial liabilities that are not designated at fair value through profit or loss include accounts payables.

#### NOTES TO THE FINANCIAL STATEMENTS (Continued)

#### 2 SIGNIFICANT ACCOUNTING POLICIES (Continued)

## (e) Financial assets and financial liabilities at fair value through profit or loss (Continued)

#### (ii) Recognition

The Fund recognises financial assets and financial liabilities on the date it becomes a party to the contractual provisions of the instrument.

A regular way purchase of financial assets is recognised using trade date accounting. From this date any gains and losses arising from changes in fair value of the financial assets or financial liabilities are recorded.

Financial liabilities are not recognised unless one of the parties has performed their obligations under the contract or the contract is a derivative contract not exempted from the scope of International Accounting Standard 39 ("IAS 39").

#### (iii) Measurement

Financial instruments are measured initially at fair value (transaction price). Transaction costs on financial instruments designated at fair value through profit or loss are expensed immediately, while on other financial instruments they are amortised.

Subsequent to initial recognition, all financial instruments are measured at fair value with changes in their fair value recognised in the statement of comprehensive income.

Financial assets classified as loans and receivables are carried at amortised cost using the effective interest rate method, less impairment losses, if any.

Financial liabilities are measured at amortised cost using the effective interest rate.

#### 2 SIGNIFICANT ACCOUNTING POLICIES (Continued)

## (e) Financial assets and financial liabilities at fair value through profit or loss (Continued)

#### (iv) Fair value measurement principles

The fair value of financial instruments is based on their quoted market price at the date of the statement of financial position without any deduction for estimated future selling costs. Financial assets are measured at current bid prices, while financial liabilities are measured at current asking prices.

#### (v) Derecognition

The Fund derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition in accordance with IAS 39.

The Fund uses the weighted average method to determine realised gains and losses on derecognition.

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

#### (f) Other financial assets

Financial assets that are stated at cost or amortised cost are reviewed at the date of each statement of financial position to determine whether there is objective evidence of impairment. If any such indication exists, an impairment loss is recognised in the statement of comprehensive income as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate.

If in a subsequent period the amount of an impairment loss recognised on a financial asset carried at amortised cost decreases and the decrease can be linked objectively to an event occurring after the write-down, the write-down is reversed through the statement of comprehensive income.

#### NOTES TO THE FINANCIAL STATEMENTS (Continued)

#### 2 SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### (g) Cash and cash equivalents

Cash comprises current deposits with banks. Cash equivalents are short-term highly liquid investments that are readily convertible to known amounts of cash, are subject to an insignificant risk of changes in value, and are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes.

#### (h) Income

Interest income is recognised in the statement of comprehensive income as it accrues, using the effective interest rate method.

Dividend income relating to exchange-traded equity securities are recognised in the statement of comprehensive income on the ex-dividend date. In some cases, the Fund may choose to receive dividends in the form of additional shares rather than cash. In such cases the Fund recognises the dividend income for the amount of the cash dividend alternative with the corresponding debit treated as an additional investment.

#### (i) Expenses

All expenses, including manager's fee and trustee and registrar fees, are recognised in the statement of comprehensive income on an accrual basis.

#### 2 SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### (j) Foreign exchange gains and losses

Foreign exchange gains and losses on financial instruments designated at fair value through profit or loss are recognised together with other changes in the fair value. Included in the statement of comprehensive income line item, *Net foreign exchange gain/(loss)* are foreign exchange gains and losses on monetary financial assets and financial liabilities other than those classified as designated at fair value through profit or loss.

#### (k) Taxation

No provision for Hong Kong Profits Tax has been made in the financial statements as the income of the Fund is exempt from taxation under Section 26A(1A) of the Hong Kong Inland Revenue Ordinance.

Dividend and interest income received by the Fund may be subject to withholding tax imposed in the country of origin. Investment income is recorded gross of such taxes and the withholding tax is recognised in the statement of comprehensive income as incurred.

#### (l) Redeemable units

The Fund classifies financial instruments issued as financial liabilities or equity instruments in accordance with the substance of the contractual terms of the instruments.

The Fund has only one class of redeemable units in issue and they are the most subordinate class of financial instrument in the Fund. The redeemable units provide unitholders with the right to require redemption for cash at a value proportionate to the unitholder's share in the Fund's net assets at each redemption date and also in the event of the Fund's liquidation.

#### NOTES TO THE FINANCIAL STATEMENTS (Continued)

#### 2 SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### (1) Redeemable units (Continued)

A puttable financial instrument that includes a contractual obligation for the Fund to repurchase or redeem that instrument for cash or another financial asset is classified as equity if it meets all of the following conditions:

- it entitles the holder to a pro rata share of the Fund's net assets in the event of the Fund's liquidation;
- it is in the class of instruments that is subordinate to all other classes of instruments;
- all financial instruments in the class of instruments that is subordinate to all other classes of instruments have identical features:
- apart from the contractual obligation for the Fund to repurchase or redeem the instrument for cash or another financial asset, the instrument does not include any other features that would require classification as a liability; and
- the total expected cash flows attributable to the instrument over its life are based substantially on the profit or loss, the change in the recognised net assets or the change in the fair value of the recognised and unrecognised net assets of the Fund over the life of the instrument

The Fund's redeemable units meet these conditions and are classified as equity.

Incremental costs directly attributable to the issue or redemption of redeemable units are recognised directly in equity as a deduction from the proceeds or part of the acquisition cost.

#### Repurchase of redeemable units

When redeemable units recognised as equity are redeemed, the amount paid on the redemption of the units is presented as a deduction from total equity.

#### 2 SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### (m) Related parties

- (a) A person, or a close member of that person's family, is related to the Fund if that person:
- (i) has control or joint control over the Fund;
- (ii) has significant influence over the Fund; or
- (iii) is a member of the key management personnel of the Fund.
- (b) An entity is related to the Fund if any of the following conditions applies:
- The entity and the Fund are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others);
- (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member);
- (iii) Both entities are joint ventures of the same third party;
- (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity;
- (v) The entity is controlled or jointly controlled by a person identified in (a); or
- (vi) A person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity.

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#### NOTES TO THE FINANCIAL STATEMENTS (Continued)

#### 2 SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### (n) Segment reporting

An operating segment is a component of the Fund that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relates to transactions with any of the Fund's other components, whose operating results are reviewed regularly by the chief operating decision maker to make decisions about resources allocated to the segment and assess its performance, and for which discrete financial information is available. Segment results that are reported to the chief operating decision maker include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. The chief operating decision maker of the Fund is identified as the Manager.

#### 3 FINANCIAL RISK MANAGEMENT

The investment objective of the Fund is to provide investment results that, before fees and expenses, closely correspond to the performance of the Index.

The Fund invests in listed securities and it is exposed to market risk, credit risk and liquidity risk arising from the financial instruments held.

The Fund's overall financial risk management program focuses on the analysis, evaluation and management of financial risks and seeks to minimise potential adverse effects on the Fund's financial performance.

The risk and respective risk management policies employed by the Fund to manage these risks are discussed below.

#### (a) Market risk

#### (i) Foreign exchange risk

Currency risk is the risk that the value of financial instruments will fluctuate due to changes in foreign exchange rates. The Fund's overall currency positions are monitored on a daily basis by the Manager.

As at 31 March 2013, the Fund is not exposed to significant foreign currency risk. The majority of assets and liabilities are denominated in HKD, which is the functional currency of the Fund.

#### 3 FINANCIAL RISK MANAGEMENT (Continued)

#### (a) Market risk (Continued)

#### (ii) Price risk

Market price risk is the risk that the value of a financial instrument will fluctuate as a result of changes in market prices. Those changes may be caused by factors specific to the individual instrument or factors affecting all instruments in the market.

The Fund may trade in financial instruments, taking positions in traded and over-the-counter instruments, including derivatives, to take advantage of market movements.

All securities investments present a risk of loss of capital. The Manager makes investments in accordance with the provisions and specific limits as stated in the Trust Deed. The Fund's overall market positions are monitored on a daily basis by the Manager.

As at 31 March 2013, the Fund's overall market exposures and estimated market sensitivity are as follows:

	Fair value <i>HK</i> \$	Relevant benchmark index for the Fund	Reasonably possible change of the relevant benchmark index	Estimated change in operating profit and equity HK\$
As at 31 March 2013	175,776,024	FTSE Value-Stocks China Index	+/-20%	+/-35,156,118
As at 31 March 2012	195,378,555	FTSE Value-Stocks China Index	+/-20%	+/-44,600,066

#### NOTES TO THE FINANCIAL STATEMENTS (Continued)

#### 3 FINANCIAL RISK MANAGEMENT (Continued)

#### (a) Market risk (Continued)

#### (iii) Interest rate risk

The majority of the Fund's financial assets and liabilities are non-interest bearing. As a result, the Fund is not subject to significant risk due to fluctuations in the prevailing levels of market interest rates.

The Fund's interest rate risk arises from bank balances of HK\$806,163 (2012: HK\$722,793). The bank balances expose the Fund to cash flow interest rate risk.

Based on the bank balances as at 31 March 2013, if the interest rate had been 50 basis points higher with all other variables held constant, the operating profit and total equity would have been approximately HK\$4,031 (2012: HK\$3,614) higher, gross of fees, for the year ended 31 March 2013, as a result of higher interest income on bank balances.

#### (b) Credit risk

Credit risk is the risk that an issuer or counterparty will be unable or unwilling to meet a commitment that it has entered into with the Fund. Potential credit risk to the Fund principally relates to financial assets, bank balances and receivables.

The Fund limits its exposure to credit risk by transacting the majority of its securities and contractual commitment activities with broker-dealers, banks and regulated exchanges with high credit ratings or good reputation, and that the Manager considers to be well established. All transactions in listed securities are settled/paid for upon delivery using approved and reputable brokers. The risk of default is considered minimal since delivery of securities sold is only made when the broker has made payment. In a purchase, payment is made when the securities have been delivered by the broker. If either party fails to meet its obligation, the trade will fail. Accordingly, there is no significant concentration of credit risk.

#### 3 FINANCIAL RISK MANAGEMENT (Continued)

#### (b) Credit risk (Continued)

The table below shows the major counterparties at the date of the statement of financial position. The credit ratings are issued by Standard & Poor's:

Counterparty	Credit rating	31.3.2013 HK\$	31.3.2012 HK\$
Bank A Custodian A	AA- AA-	806,163 175,776,024	722,793 195,378,555
		176,582,187	196,101,348

#### (c) Liquidity risk

Liquidity risk is the risk that an enterprise will encounter difficulty in settling a liability or selling a financial asset quickly at close to its fair value. The Manager monitors the liquidity of the Fund by conducting liquidity testing on the investment portfolio on a monthly and ad-hoc basis.

The Fund's equity investments are considered to be readily realisable under normal market conditions as they are all listed on the Stock Exchange.

The Fund is exposed to daily redemption of units. The Manager considered that there is no significant liquidity risk on redemption of units. The contractual maturity of all other liabilities is less than one year.

## 4 CASH AND CASH EQUIVALENTS

	31.3.2013	31.3.2012
	HK\$	HK\$
Current deposits with banks	806,163	722,793

#### 5 FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	31.3.2013	31.3.2012
	HK\$	HK\$
Listed equity securities	175,776,024	195,378,555

## 6 NET GAIN/(LOSS) FROM FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	Year ended 31.3.2013 <i>HK</i> \$	Year ended 31.3.2012 <i>HK</i> \$
Net realised gain/(loss)	4,902,931	(2,363,039)
Change in unrealised gain or loss	5,955,245	(43,537,516)
	10,858,176	(45,900,555)

#### 7 TRUSTEE AND REGISTRAR FEES

HSBC Institutional Trust Services (Asia) Limited (the "Trustee") is entitled to receive trustee and registrar fees of 0.15% per annum of the net asset value of the Fund, subject to a minimum of HK\$80,000 per month. The fees are accrued daily and calculated as at each dealing day and payable monthly in arrears.

The Trustee is also entitled to receive a service fee of HK\$25,000 per annum accrued daily and payable quarterly in arrears as well as ad-hoc valuation fees of HK\$4,000 per calculation of net asset value other than at the valuation point on a regular dealing day.

#### 8 MANAGER'S FEE

The Manager is entitled to receive a manager's fee of 0.70% per annum of the net asset value of the Fund. The fee is accrued daily and calculated as at each dealing day and payable monthly in arrears.

#### 9 TAXATION

No provision for Hong Kong Profits Tax has been made in the financial statements as the income of the Fund is exempt from taxation under 26A(1A) of the Hong Kong Inland Revenue Ordinance.

Certain dividends received by the Fund are subject to withholding tax imposed in the country of origin. Dividend income is recorded gross of such taxes and the withholding tax is recognised in the statement of comprehensive income as incurred.

## 10 RELATED PARTY TRANSACTIONS/TRANSACTIONS WITH THE TRUSTEE, THE MANAGER AND THEIR CONNECTED PERSONS

In addition to the transactions and balances disclosed elsewhere in these financial statements, the Fund entered into the following material related party transactions for the year. All such transactions were entered into in the ordinary course of business and on normal commercial terms.

- (a) The Fund appointed the Manager, an investment management company incorporated in Hong Kong, to implement the investment strategy as specified in the Trust Deed. Manager's fee of HK\$1,262,103 (2012: HK\$1,784,739) was charged to the statement of comprehensive income during the year. Included in liabilities as at 31 March 2013 is manager's fee payable of HK\$105,815 (2012: HK\$117,465).
- (b) The Fund appointed the Trustee, a registered trust company incorporated in Hong Kong, to implement the responsibilities as specified in the Trust Deed. Trustee and registrar fees of HK\$987,649 (2012: HK\$982,419) were charged to the statement of comprehensive income during the year. Included in liabilities as at 31 March 2013 are trustee and registrar fees payable of HK\$86,165 (2012: HK\$83,584).
- (c) The Fund maintains a bank account with The Hongkong and Shanghai Banking Corporation Limited, which is an intermediate holding company of the Trustee. Information relating to the bank account is set out below:

	<b>31.3.2013</b> <i>HK</i> \$	31.3.2012 HK\$
Bank balances	806,163	722,793
	Year ended 31.3.2013 <i>HK</i> \$	Year ended 31.3.2012 <i>HK</i> \$
Bank charges	35,046	39,465

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#### NOTES TO THE FINANCIAL STATEMENTS (Continued)

#### 10 RELATED PARTY TRANSACTIONS/TRANSACTIONS WITH THE TRUSTEE, THE MANAGER AND THEIR CONNECTED PERSONS (Continued)

(d) As at 31 March 2013, units held by the related parties of the Manager and the Subinvestment Manager are listed out below:

	<b>Number of units</b>	
	31.3.2013	31.3.2012
Mr. Cheah Cheng Hye*	200,000	200,000
Mr. Chow Wai Chiu William**	8,000	_
Mr. Ho Man Kei, Norman***	504,700	236,300
Value Partners Limited****	138,000	_

Mr. Cheah Cheng Hye is a director of the Sub-investment Manager

#### REDEEMABLE UNITS IN ISSUE 11

	<b>Number of units</b>	
	Year ended 31.3.2013	Year ended 31.3.2012
At the beginning of the year	5,600,000	7,800,000
Issue of redeemable units	1,400,000	_
Redemption of redeemable units	(2,200,000)	(2,200,000)
At the end of the year	4,800,000	5,600,000

The rights attaching to each unit are as follows:

The holders of the units have the right to receive notice of, attend and vote at meetings of the Fund, and are entitled to receive all dividends declared and paid by the Fund.

Any distributable profits of the Fund may be accumulated or distributed by the Manager, in its absolute discretion. Where distributions are made, the distributable amounts are allocated rateably among the unitholders of the relevant class in accordance with the number of units of the relevant class held by the unitholders respectively on the final record date.

<sup>\*\*</sup> Mr. Chow Wai Chiu William is a director of the Manager

<sup>\*\*\*</sup> Mr. Ho Man Kei, Norman is a director of the Sub-investment Manager

Value Partners Limited is a fellow subsidiary of the Manager

#### 11 REDEEMABLE UNITS IN ISSUE (Continued)

The Fund does not have any externally imposed capital requirements.

In accordance with the Trust Deed, the net assets of the Fund are computed at last traded prices of the underlying financial instruments for the purpose of calculating redemption amounts of the redeemable units. However, for the financial reporting purposes under IFRSs, the net assets are required to be valued at bid prices of the underlying financial instruments respectively.

#### 12 DISTRIBUTIONS TO UNITHOLDERS

	Year ended 31.3.2013 <i>HK</i> \$	Year ended 31.3.2012 <i>HK</i> \$
Amount available for distribution brought forward	106,052	78,078
Transfer from realised gain to distributable amount * Dividend income Withholding tax	1,857,247 7,689,842 (660,513)	8,449,719 (737,745)
Distributions to unitholders	8,992,628 (7,540,000)	7,790,052 (7,684,000)
Amount available for distribution carried forward	1,452,628	106,052
Distribution history		
Distribution per unit	1.45	1.13
Date of distribution	28 December 2012	28 December 2011

<sup>\*</sup> This represents the transfer of realised gain from sales of rights in 2010 to amount available for distribution for the current year. This treatment is consistent with the calculation of distributable amount stated in the Trust Deed.

#### 13 FAIR VALUE INFORMATION

The Fund's financial instruments are carried at fair value on the statement of financial position. Usually the fair value of the financial instruments can be reliably determined within a reasonable range of estimates. For certain other financial instruments, including accounts receivables, accounts payables and accrued expenses, the carrying amounts approximate fair value due to the immediate or short-term nature of these financial instruments.

#### (a) Financial instruments carried at fair value

The following table presents the carrying value of financial instruments measured at fair value at the end of the reporting period across the three levels of the fair value hierarchy defined in IFRS 7, *Financial instruments: Disclosures*, with the fair value of the financial instruments categorised in its entirely based on the lowest level of input that is significant to that fair value measurement. The levels are defined as follows:

- Level 1 (highest level): fair values measured using quoted prices (unadjusted) in active markets for identical financial instruments
- Level 2: Fair values measured using quoted prices in active markets for similar financial instruments, or using valuation techniques in which all significant inputs are directly or indirectly based on observable market data
- Level 3 (lowest level): fair values measured using valuation techniques in which any significant input is not based on observable market data

As at 31 March 2013

Level 1 HK\$

Assets

Listed equity securities

175,776,024

#### NOTES TO THE FINANCIAL STATEMENTS (Continued)

#### 13 FAIR VALUE INFORMATION (Continued)

#### (a) Financial instruments carried at fair value (Continued)

As at 31 March 2012

Level 1 HK\$

#### Assets

Listed equity securities

195,378,555

During the year ended 31 March 2013, there were no significant transfers between Level 1, Level 2 or Level 3 of the fair value hierarchy.

#### (b) Financial instruments carried at other than fair value

The carrying amounts of all the Fund's financial assets and financial liabilities at the date of statement of financial position approximated their fair values.

#### 14 SEGMENT REPORTING

The Manager makes strategic resource allocation and assesses performance on behalf of the Fund and has determined the operating segments based on the reports reviewed which are used to make strategic decisions.

The Manager considers that the Fund has a single operating segment which is investing in a diversified portfolio of equity securities with the objective as stated in the investment objective and policies of the Fund.

The segment information provided to the Manager is the same as that disclosed in the statement of comprehensive income and statement of financial position.

The Fund is established and domiciled in Hong Kong. The majority of the Fund's investment income is derived from its investments domiciled in Hong Kong (31 March 2013: 100%; 31 March 2012: 100%).

The Fund has no assets classified as non-current as at 31 March 2013.

#### 15 SOFT COMMISSION ARRANGEMENTS

The Manager and/or any company associated with it and its delegates may receive, and are entitled to retain, research products and services (known as soft dollar benefits) which are of demonstrable benefit to the Fund (as permitted under applicable rules and regulations) from brokers and other persons through whom investment transactions are carried out (the "brokers") provided that the quality of transaction execution is consistent with best execution standards. The Manager will consider many judgemental factors deemed relevant in determining whether a broker will provide best execution, which may include the provision of research products and investment ideas, introductory services to potential investee companies, access to investment opportunities and initial public offerings and placements which are for the benefit of the Fund. The commission rates charged by brokers in these circumstances may be higher than those charged by other brokers who do not offer such services or by the same broker if it only provides execution services. Examples of research products and services that the Manager may receive from brokers include analyses and reports concerning industries, securities and, economic factors and trends. The Fund generally will pay customary full service brokerage rates where execution, research and other services cannot be unbundled for the same commission rate.

In particular case where execution, research and other services can be unbundled, the Fund will pay a brokerage commission that is discounted from customary full service brokerage rates if no research or other services are provided in addition to brokerage execution. In addition, the Manager has the discretion to cause the Fund to pay brokerage commission in excess of discounted rates, and up to full service brokerage rates, for quality brokerage execution and the provision of research or other appropriate services that the Manager determines to be beneficial to the Fund.

The Manager may pay brokers commissions for effecting portfolio transactions in excess of amounts other brokers would have charged for effecting similar transactions if the Manager determines in good faith that such amounts are reasonable in relation to the value of the research and other services provided, viewed in terms of the particular transaction or the Manager's overall duty to its clients.

#### NOTES TO THE FINANCIAL STATEMENTS (Continued)

# 16 POSSIBLE IMPACT OF AMENDMENTS, NEW STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE FOR THE YEAR ENDED 31 MARCH 2013

Up to the date of issue of these financial statements, the IASB has issued a number of amendments and new standards which are not yet effective for the year ended 31 March 2013 and which have not been adopted in these financial statements. These include the following which may be relevant to the Fund.

Effective for accounting periods beginning on or after

IFRS 13. Fair value measurement

1 January 2013

IFRS 9, Financial instruments

1 January 2015

The Fund is in the process of making an assessment of what the impact of these amendments and new standards is expected to be in the period of initial application. So far it has concluded that the adoption of them is unlikely to have a significant impact on the Fund's results of operations and financial position.

## INVESTMENT PORTFOLIO (UNAUDITED)

AS AT 31 MARCH 2013

	Fair	% of net
Holdings	value	assets
	HK\$	

## FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

#### Listed equity securities

#### Hong Kong

Agile Property Holdings Ltd	263,808	2,440,224	1.38
Agricultural Bank of China Ltd	4,864,944	18,097,592	10.27
Bank of China Ltd	7,231,872	26,034,739	14.77
Bank of Communications Co Ltd	1,699,296	9,872,910	5.60
Chaoda Modern Agriculture (Holdings) Ltd	1,338,984	_	_
China CITIC Bank Corp Ltd	1,601,640	7,447,626	4.22
China Coal Energy Co Ltd	866,592	5,996,817	3.40
China Communications Construction Co Ltd	934,296	6,717,588	3.81
China Construction Bank Corp	4,585,008	29,068,951	16.49
China Everbright Ltd	181,848	2,233,093	1.27
China Merchants Bank Co Ltd	825,192	13,566,156	7.70
China Minsheng Banking Corp Ltd	1,133,928	11,225,887	6.37
Chongqing Rural Commercial Bank Co Ltd	588,744	2,443,288	1.39
CITIC Pacific Ltd	269,304	2,709,198	1.54
Country Garden Holdings Co Ltd	769,368	2,954,373	1.67
Dongfeng Motor Group Co Ltd	618,168	6,738,031	3.82
Huabao International Holdings Ltd	411,384	1,382,250	0.78
Jiangxi Copper Co Ltd	281,064	4,823,058	2.74
Kingboard Chemical Holdings Ltd	119,016	2,624,303	1.49
Shenzhen International Holdings Ltd	1,796,544	1,652,820	0.94
Shimao Property Holdings Ltd	292,536	4,352,936	2.47
Shougang Fushan Resources Group Ltd	760,776	2,624,677	1.49
Shui On Land Ltd	478,560	1,598,390	0.91
SOHO China Ltd	335,160	2,165,134	1.23
Yanzhou Coal Mining Co Ltd	413,256	4,322,658	2.45
Zoomlion Heavy Industry Science			
and Technology Co Ltd	286,680	2,683,325	1.52

## INVESTMENT PORTFOLIO (UNAUDITED) (Continued)

AS AT 31 MARCH 2013

	Holdings	Fair value <i>HK</i> \$	% of net assets
FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS (Continued)			
Total financial assets at fair value through profit or loss		175,776,024	99.72
Cash and cash equivalents Other net liabilities		806,163 (310,143)	0.46 (0.18)
Total net assets		176,272,044	100.00
Total investments, at cost		177,608,417	

### STATEMENT OF MOVEMENTS IN PORTFOLIO HOLDINGS (UNAUDITED)

FOR THE YEAR ENDED 31 MARCH 2013

	% of net assets	
	31.3.2013	31.3.2012
FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS		
Listed equity securities		
Hong Kong	99.72	99.79
Total financial assets at fair value		
through profit or loss	99.72	99.79
Cash and cash equivalents	0.46	0.37
Other net liabilities	(0.18)	(0.16)
Total net assets	100.00	100.00

## PERFORMANCE RECORD (UNAUDITED)

FOR THE YEAR ENDED 31 MARCH 2013

### Net asset value (at last traded prices)

	Net asset	
	value per unit	Net asset value
	HK\$	HK\$
As at 31 March 2013	36.75	176,393,622
As at 31 March 2012	35.06	196,314,805
As at 31 March 2011	41.64	324,791,216

### Highest and lowest net asset value per unit (at last traded prices)

	Highest net asset value per unit $HK$ \$	Lowest net asset value per unit HK\$
Year ended 31 March 2013	41.69	30.10
Year ended 31 March 2012	42.98	26.43
Period ended 31 March 2011	44.69	32.34