



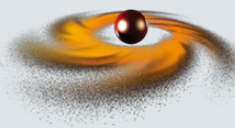
NOW SHOWING
2014
Interim
Report

木村
狄易
演唱會
2013 REVOLUTION

08/07-08/07
新光戲院

漢傳媒集團有限公司
SEE CORPORATION LIMITED

(Incorporated in Bermuda with limited liability)
(Stock Code: 491)



CONTENTS

Pages

Corporate Information	2
Management Discussion and Analysis	3 to 8
Additional Information Required by the Listing Rules	9 to 20
Financial Information	
Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income	21
Condensed Consolidated Statement of Financial Position	22 to 23
Condensed Consolidated Statement of Changes in Equity	24
Condensed Consolidated Statement of Cash Flows	25
Notes to the Condensed Consolidated Financial Statements	26 to 48

CORPORATE INFORMATION

DIRECTORS

Executive Directors

Dr. Ma Ho Man, Hoffman (*Chairman*)
Mr. Wong Kui Shing, Danny
(*Managing Director*)
Mr. Wong Chi Chiu

Independent Non-executive Directors

Mr. Li Fui Lung, Danny
Mr. Ng Hoi Yue, Herman
Mr. Heung Pik Lun

COMPANY SECRETARY

Mr. Chow Chun Man, Jimmy

QUALIFIED ACCOUNTANT

Mr. Chow Chun Man, Jimmy

AUDIT COMMITTEE

Mr. Li Fui Lung, Danny
Mr. Ng Hoi Yue, Herman
Mr. Heung Pik Lun

REMUNERATION COMMITTEE

Mr. Ng Hoi Yue, Herman
Mr. Li Fui Lung, Danny
Mr. Heung Pik Lun

NOMINATION COMMITTEE

Dr. Ma Ho Man, Hoffman
Mr. Li Fui Lung, Danny
Mr. Ng Hoi Yue, Herman
Mr. Heung Pik Lun

AUDITOR

HLB Hodgson Impey Cheng Limited
Certified Public Accountants

LEGAL ADVISER

Reed Smith Richards Butler

PRINCIPAL BANKER

Bank of China (Hong Kong) Limited

REGISTERED OFFICE

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS

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20th Floor EGL Tower
No. 83 Hung To Road
Kwun Tong
Kowloon
Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Codan Services Limited
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

HONG KONG BRANCH REGISTRAR AND TRANSFER OFFICE

Tricor Tengis Limited
26th Floor Tesbury Centre
28 Queen's Road East
Wanchai
Hong Kong

WEBSITE

<http://www.irasia.com/listco/hk/see>

STOCK CODE

491

The Board of Directors (the "Board") of See Corporation Limited (hereinafter referred to as the "Company") announces the unaudited consolidated results of the Company and its subsidiaries (hereinafter collectively referred to as the "Group") for the six months ended 31 December 2013.

MANAGEMENT DISCUSSION AND ANALYSIS

Results

For the six months period ended 31 December 2013, the Group recorded a consolidated turnover of approximately HK\$15.4 million, representing an increase of approximately 4.8% as compared to approximately HK\$14.7 million for the corresponding period in 2012. Such increase was mainly attributable to the increase in turnover in the film and TV programme production business during the period as compared to those of the last corresponding period.

The Group recorded a loss attributable to owners of the Company of approximately HK\$17.0 million for the period as compared to a loss of approximately HK\$21.5 million for the corresponding period in 2012. The loss from operations for the period decreased to approximately HK\$17.6 million from approximately HK\$22.3 million in previous period. Such decrease in loss from operations was mainly attributable to the decrease in administrative expenses during the period to approximately HK\$11.9 million from approximately HK\$14.5 million in previous period. The distribution costs for the period and change in fair value loss in the Group's financial assets for the period was approximately HK\$3.4 million and approximately HK\$1.6 million respectively compared to approximately HK\$2.8 million and approximately HK\$0.5 million respectively in the corresponding period of last year. Basic and diluted loss per share for the period was HK\$0.01 while the basic and diluted loss per share for the last corresponding period was HK\$0.02.

Review of Operations

During the period, the Group was principally engaged in the entertainment and media business. Our activities can be categorised as (i) film and TV programme production; (ii) event production; (iii) artiste and model management; (iv) music production; (v) investment in securities; and (vi) investment in a pay TV operation.

MANAGEMENT DISCUSSION AND ANALYSIS (Continued)

Review of Operations (Continued)

Film and TV programme production

During the period under review, turnover derived from the Group's film and TV programme production business was approximately HK\$12.8 million, representing an increase of approximately 21.9% as compared to the last corresponding period of approximately HK\$10.5 million. The Group recorded a gross profit of approximately HK\$3.3 million from the film and TV programme production business in the current period.

The total net book value of the Group's film rights stood at approximately HK\$108.7 million as at 31 December 2013. The impairment loss recognised in respect of film rights during the period amounted to approximately HK\$4.5 million. At 31 December 2013, the Group's total film and TV programme production in progress amounted to approximately HK\$111.5 million.

Event production

During the period, the Group has recorded turnover of approximately HK\$0.8 million from event productions as compared to approximately HK\$0.5 million for the last corresponding period.

Artiste and model management

The Group continued to manage a number of famous Hong Kong artistes and models during the period. For the period ended 31 December 2013, the turnover derived from the business of artiste and model management was approximately HK\$1.8 million, representing a decrease of approximately 48.6% as compared to approximately HK\$3.5 million for the corresponding period in 2012. Such decrease in turnover during the period was mainly due to keen competition in the market during the period. The Group recorded a gross profit of approximately HK\$0.5 million from artistes and model management in the current period.

MANAGEMENT DISCUSSION AND ANALYSIS (Continued)

Review of Operations (Continued)

Music production

Turnover from music production for the period amounted to approximately HK\$0.02 million as compared to approximately HK\$0.2 million for the last corresponding period. Although the turnover from the segment was not significant, it served to enhance the image and exposure of our artistes to the market.

Investment in securities

During the period, no turnover was recorded under investment in securities operation (2012: Nil). The carrying value of the segment assets of the investment in securities operation as of 31 December 2013 and 30 June 2013 were approximately HK\$3.0 million and approximately HK\$4.6 million, respectively. The decrease in the carrying value mainly represented the decrease in fair value of financial assets at fair value through profit or loss during the period which amounted to approximately HK\$1.6 million.

Investment in a pay TV operation

The Group's 5% interest in TVB Pay Vision Holdings Limited ("TVBP") and TVB Network Vision Limited (formerly known as TVB Pay Vision Limited) (the "TVBNV") has been continuously accounted for as associates of the Group. The Directors of the Company consider that the Group has retained significant influence over TVBP and TVBNV by the representation of the Group on the board of Directors of TVBP and TVBNV despite that the interest held by the Group is below 20%.

Geographical Review

During the period under review, the Group's revenue was mainly derived from the Hong Kong and China markets which accounted for approximately 95% of the Group's total turnover.

MANAGEMENT DISCUSSION AND ANALYSIS (Continued)

Future Business Prospects and Plans

The Group has dedicated its efforts in strengthening and opening up distribution channels for its film and TV production in Mainland China. Given the continued opening and expansion of the film and TV production market as well as the continuous growth in the box office in Mainland China, we strongly believe that there is a great potential for the distribution of our film and TV production in Mainland China.

Save for the intended use of proceeds for the proposed rights issue as disclosed in the Company's announcement dated 3 January 2014, the Group has no other plans for material investments or capital assets and their expected sources of funding in the coming year. The Group has not introduced or announced any new business including new products and services during the period.

Notwithstanding the aforesaid, the Group is always on lookout for different entertainment related investment opportunities in the market which may increase the income of the Group or provide synergy to the existing business of the Group.

We are facing a challenging year ahead with the volatile financial markets and uncertain recovery trends in the world's major economies. We are cautiously optimistic with respect to the prospects of the film and TV production industry in Hong Kong. The Group will be cautious in the selection of stories and scripts for the production of our films and TV programmes. Stringent measures will be adopted in the cost control and risk management for the Group's film and TV projects.

Financial Review and Liquidity

As at 31 December 2013, the Group's net assets amounted to approximately HK\$237.2 million, as compared with approximately HK\$240.5 million as of 30 June 2013. The current ratio, representing current assets divided by current liabilities, was 3.57.

At the end of the reporting period, the Group had short-term bank overdraft of approximately HK\$10.0 million which bears interest at the lending bank's prime rate per annum or 1% per annum over Hong Kong Inter-bank Offer Rate ("HIBOR"), whichever is higher, and is repayable on demand. The cash and bank balances of the Group at the end of the reporting period amounted to approximately HK\$53.2 million. The gearing ratio, as a ratio of total borrowings over total assets was 0.03.

MANAGEMENT DISCUSSION AND ANALYSIS (Continued)

Financial Review and Liquidity (Continued)

The Group had contingent liabilities of HK\$24.0 million at the end of the reporting period, mainly as a result of a corporate guarantee provided to a financial institution in respect of banking facilities granted to former subsidiaries. Approximately HK\$5.5 million of the banking facilities were utilised by those former subsidiaries and this amount was subject to a claim by the financial institution concerned.

Foreign Exchange Exposure and Treasury Policies

Most of the Group's cash balances, income and expenditure are primarily denominated in Hong Kong dollars and Renminbi. As the exchange rate between Hong Kong dollars and Renminbi is relatively stable, no hedging or other alternatives have been implemented for managing the exchange rate risk. The Group has not experienced any material difficulty or effect on its operations of liquidity as result of fluctuations in currency exchange rates. As at 31 December 2013, the Group did not have any outstanding hedging instruments.

Employee Schemes

As at 31 December 2013, the Group had 31 Hong Kong based employees. The remuneration policy and package of the Group's employees are periodically reviewed and approved by the Executive Directors. Apart from provident fund scheme and in-house training programmes, medical insurance scheme, discretionary bonuses and share options may also be awarded to employees based on individual performance.

Pledge of Assets

As at 31 December 2013, certain assets of the Group with aggregate carrying value of approximately HK\$20.0 million (30 June 2013: HK\$20.1 million) were pledged to secure the bank overdraft granted to the Group.

MANAGEMENT DISCUSSION AND ANALYSIS (Continued)

Major Litigation and Arbitration Proceedings

1. The Company and its ex-subsiary, P.N. Electronic Limited (“PNE”) have been involved in arbitration proceedings with North American Foreign Trading Corporation (“NAFT”) in respect of a gross receivable of HK\$18 million and related damages from various parties for goods shipped by PNE and NAFT in 1996. The arbitration proceedings were initiated by NAFT against the Company and PNE claiming for alleged damages in New York, USA. The Company has upon legal advice, vigorously contested the alleged claims and has counterclaimed the said sum of HK\$18 million as well as other damages. The Company has not received any documents in relation to the arbitration proceedings for a substantial period of time and insofar as the Company is aware, the proceedings remain dormant.
2. On 13 October 2003, a Writ of Summons and Statement of Claim was issued by BII Finance Company Limited (“BII Finance”) against the Company under a guarantee allegedly given by the Company in favour of BII Finance in respect of certain liabilities of Welback Enterprises Limited, a former subsidiary of the Company. The claim is for a sum of approximately HK\$3,583,000 and US\$248,000 (approximately HK\$1,936,000), together with interest.

The Company has issued Third Party proceedings against Mr. Lee Chun Kwok and Mr. Fong Wing Seng, former directors of the Company, seeking a contribution to the extent of 49% of BII Finance’s claim in the event that the Company is found liable to BII Finance (which is denied).

BII Finance has not taken any steps to progress with the action since June 2006. The Company is prepared and ready to continue to defend BII Finance’s claim, and also continue to pursue the Third Party proceedings against Mr. Lee Chun Kwok and Mr. Fong Wing Seng.

Save as disclosed above, no member of the Group is engaged in any litigation or claims of material importance and no litigation or claims of material importance is known to the Directors to be pending or threatened by or against any member of the Group.

ADDITIONAL INFORMATION REQUIRED BY THE LISTING RULES

Directors' Interests in Shares, Underlying Shares and Debentures

(A) *Shares*

As at 31 December 2013, the Directors and chief executive of the Company had the following interests, all being long position, in the ordinary shares of the Company and its associated corporations as notified to the Company and as required to be entered into a register under Section 352 of the Securities and Futures Ordinance ("SFO"):

Name of Director	Name of Company	Capacity	Number of Shares	Approximate Percentage of Issued Share Capital of the Company
Ma Ho Man, Hoffman	See Corporation Limited	Beneficial Owner	236,042,361	15.79%

(B) *Share options*

The Company has in place a share option scheme under which the Directors of the Company may, at their discretion, grant options to employees, including any Directors, of the Company or its subsidiaries to subscribe for shares in the Company, subject to the terms and conditions stipulated. During the six months ended 31 December 2013, there were no outstanding share options granted to the Directors of the Company.

ADDITIONAL INFORMATION REQUIRED BY THE LISTING RULES

(Continued)

Directors' Interests in Shares, Underlying Shares and Debentures (Continued)

(B) Share options (Continued)

Save as aforesaid, as at 31 December 2013, to the best knowledge of the Company:

- (i) none of the Directors, or chief executive of the Company had or was deemed to have any interest or short position in the shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO) (a) which were required to be notified to the Company and The Stock Exchange of Hong Kong Limited ("Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which the Directors and chief executive of the Company are taken or deemed to have under the provisions of the SFO); or (b) which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein; or (c) which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers ("Model Code") contained in the Rules Governing the Listing of Securities on the Stock Exchange ("Listing Rules");

- (ii) none of the Directors, or chief executive of the Company or their spouses or children under 18 had any right to subscribe for the shares, underlying shares or debentures of the Company, or had exercised any right during the six months ended 31 December 2013.

ADDITIONAL INFORMATION REQUIRED BY THE LISTING RULES

(Continued)

Substantial Shareholders

As at 31 December 2013, to the best knowledge, information and belief of the Company after making reasonable enquiries, the Company has not been notified of any interests or short positions in the shares and underlying shares of the Company representing 5% or more of the issued share capital of the Company, other than a Director or chief executive of the Company as disclosed under the heading "Directors' Interests in Shares, Underlying Shares and Debentures" above, and recorded in the register maintained under Section 336 of the SFO or otherwise notified to the Company and/or the Stock Exchange as at 31 December 2013.

Purchase, Sale or Redemption of the Company's Listed Securities

During the six months ended 31 December 2013, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities.

Corporate Governance Code

The Company is committed to ensuring high standards of corporate governance in the interests of shareholders and devotes considerable effort to identifying and formalising best practices. Save for the deviation with Code Provision A.4.1 of the Corporate Governance Code as set out in Appendix 14 to the Listing Rules ("the Corporate Governance Code") specified below, throughout the six months ended 31 December 2013 the Company has complied with all applicable code provisions under the Corporate Governance Code.

Code Provision A.4.1 stipulates that non-executive directors should be appointed for a specific term, subject to re-election. After the expiration of the specific terms from 1 April 2012 to 30 September 2013 under their respective appointment letters, Mr. Li Fui Lung Danny and Mr. Ng Hoi Yue Herman continued to act as Independent Non-executive Directors without a specific term but are, in any event, subject to retirement by rotation and re-election pursuant to the Bye-Laws of the Company ("Bye-Laws"). As it is proposed that Mr. Li and Mr. Ng will retire at the forthcoming annual general meeting for the financial year 2014 and being eligible, stand for re-election at that meeting, the Company has deferred entering into with them new appointment letters specifying their respective appointment terms until the forthcoming annual general meeting when separate resolutions will be proposed in respect of their respective further appointments in compliance with the code provisions under the Corporate Governance Code. As Mr. Li and Mr. Ng were not appointed for a specific term for part of the six months interim period, this constitutes a deviation from Code Provision A.4.1 of the Corporate Governance Code.

ADDITIONAL INFORMATION REQUIRED BY THE LISTING RULES

(Continued)

Model Code for Directors' Securities Transactions

The Company has adopted the Model Code set out in Appendix 10 to the Listing Rules as its own code of conduct regarding directors' securities transactions. Specific enquiry has been made with all Directors of the Company and the Directors of the Company confirmed that they have complied with the required standard set out in the Model Code throughout the six months ended 31 December 2013.

ADDITIONAL INFORMATION REQUIRED BY THE LISTING RULES

(Continued)

Directors' Updated Information Pursuant to Rule 13.51B(1)

The following is the updated information regarding all Directors of the Company, required to be disclosed pursuant to paragraphs (a) to (e) and (g) of Rule 13.51(2):

Executive Director

Dr. Ma Ho Man, Hoffman was appointed as an Executive Director and Chairman of the Company on 14 October 2010. He was also appointed as a member of the prevention of bribery committee ("POB committee") of the Company on 21 October 2010 and the chairman of nomination committee of the Company on 23 March 2012. Save as disclosed above, Dr. Ma does not hold any positions with the Company or any subsidiary of the Company.

Dr. Ma has over 17 years of experience in the financial industry and extensive managerial experience. He was awarded Fellowship by Canadian Chartered Institute of Business Administration and Honorary Doctorate of Management by Lincoln University in 2009 and 2010 respectively.

Dr. Ma is currently an executive director and the deputy chairman of Success Universe Group Limited (shares of which are listed on the Main Board of the Stock Exchange). In addition, he is a director of Success Securities Limited, which is a licensed corporation under the SFO and a participant of the Stock Exchange. Save as disclosed in this report, Dr. Ma did not hold any other directorship in listed public companies in the last three years.

As at the date of this report, Dr. Ma does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company. As at the date of this report, he is interested in 236,042,361 shares of the Company, representing approximately 15.79% of the total issued share capital of the Company, within the meaning of Part XV of the SFO.

Dr. Ma has entered into a service agreement with the Company for a term of 3 years from 1 April 2012 to 31 March 2015. He is subject to retirement by rotation and re-election pursuant to the Bye-Laws. Dr. Ma has not received any director's emolument, bonus payment or other benefits from the Company for the six months ended 31 December 2013. The amount of his director's emolument will be reviewed by the remuneration committee of the Company with reference to his position, his level of responsibilities, the remuneration policy of the Company and prevailing market conditions.

ADDITIONAL INFORMATION REQUIRED BY THE LISTING RULES

(Continued)

Directors' Updated Information Pursuant to Rule 13.51B(1) (Continued)

Executive Director (Continued)

Mr. Wong Kui Shing, Danny was appointed as an Executive Director and Managing Director of the Company on 21 December 2009. He was also appointed as the chairman of the POB committee of the Company on 28 June 2010. Save as disclosed above, Mr. Wong does not hold any positions with the Company or any subsidiary of the Company.

Mr. Wong holds a Bachelor of Arts degree from the University of Hong Kong. He has over 22 years of extensive exposure in the financial and investment fields and is well experienced in the international investment market.

Mr. Wong was appointed as an executive director and the chief executive officer of SMI Corporation Limited ("SMI") (shares of which are listed on the Main Board of the Stock Exchange) on 5 August 2009 and was re-designated as the chairman of SMI and ceased to be the chief executive officer of SMI on 25 November 2009. Due to re-designation of duties, he ceased to be an executive director of SMI on 31 December 2009 and was appointed as a non-executive director of SMI on 1 January 2010. Mr. Wong had remained as the chairman and a non-executive director of SMI until 26 March 2010 when his resignation as the chairman and a non-executive director of SMI took effect. He was appointed as an executive director of SMI on 22 November 2011. Save as disclosed in this report, Mr. Wong did not hold any other directorship in listed public companies in the last three years.

Save that Mr. Wong is the uncle of Mr. Wong Chi Chiu who is an Executive Director of the Company, he is not related to any directors, senior management, substantial or controlling shareholders of the Company. As at the date of this report, Mr. Wong does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

Mr. Wong has entered into a service agreement with the Company for a term of 3 years from 1 April 2012 to 31 March 2015. He is subject to retirement by rotation and re-election pursuant to the Bye-Laws. Mr. Wong has not received any director's emolument, bonus payment or other benefits from the Company as he waived his director's emolument of approximately HK\$600,000 for the six months ended 31 December 2013. The amount of his director's emolument will be reviewed by the remuneration committee of the Company with reference to his position, his level of responsibilities, the remuneration policy of the Company and prevailing market conditions.

ADDITIONAL INFORMATION REQUIRED BY THE LISTING RULES

(Continued)

Directors' Updated Information Pursuant to Rule 13.51B(1) (Continued)

Executive Director (Continued)

Mr. Wong Chi Chiu was appointed as an Executive Director of the Company on 21 December 2010. Save as disclosed above, he does not hold any positions with the Company or any subsidiary of the Company.

Mr. Wong has over 12 years of experience in corporate finance and auditing with participation in activities including mergers and acquisitions, initial public offerings and fund raising exercises. He holds a bachelor of business administration degree in accounting from the Hong Kong University of Science and Technology.

Save as disclosed in this report, he did not hold any other directorship in listed public companies in the last three years.

Save that Mr. Wong is the nephew of Mr. Wong Kui Shing, Danny who is the Managing Director of the Company, he is not related to any directors, senior management, substantial or controlling shareholders of the Company. As at the date of this report, Mr. Wong does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

Mr. Wong has entered into a service agreement with the Company for a term of 3 years from 1 April 2012 to 31 March 2015. He is subject to retirement by rotation and re-election pursuant to the Bye-Laws. Mr. Wong has not received any director's emolument, bonus payment or other benefits from the Company for the six months ended 31 December 2013. The amount of his director's emolument will be reviewed by the remuneration committee of the Company with reference to his position, his level of responsibilities, the remuneration policy of the Company and prevailing market conditions.

ADDITIONAL INFORMATION REQUIRED BY THE LISTING RULES

(Continued)

Directors' Updated Information Pursuant to Rule 13.51B(1) (Continued)

Independent Non-executive Director

Mr. Li Fui Lung, Danny was appointed as an Independent Non-executive Director of the Company on 23 October 2001. He was also appointed as the chairman of the audit committee of the Company on 23 October 2001, a member of the remuneration committee of the Company on 26 October 2005 and a member of the nomination committee of the Company on 23 March 2012. Save as disclosed above, Mr. Li does not hold any positions with the Company or any subsidiary of the Company.

Mr. Li graduated with a Bachelor of Science Degree from the University of Hong Kong and subsequently obtained a postgraduate certificate in accountancy from the University of Stirling in Scotland. He has over 32 years of experience in the accounting profession and after qualifying as Chartered Accountant in 1980 with Ernst & Whinney in Scotland, has worked as finance manager, controller and internal auditor in major multinational companies. Mr. Li is the sole proprietor of Messrs. Danny Li & Company, a certified public accountants firm in Hong Kong, and has been practising as a certified public accountant in Hong Kong for more than 12 years. He is a member of the Hong Kong Institute of Certified Public Accountants, the Institute of Chartered Accountants in Scotland and the Institute of Chartered Accountants in Australia.

Mr. Li was an independent non-executive director of Centraland Limited (shares of which ceased to be listed on the Singapore Stock Exchange on 11 November 2011) until 14 November 2011 when his resignation as an independent non-executive director of the company took effect. Save as disclosed in this report, he did not hold any other directorship in listed public companies in the last three years.

As at the date of this report, Mr. Li does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company. As at the date of this report, he does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

Mr. Li has entered into an appointment letter with the Company for the period from 1 April 2012 to 30 September 2013 and is subject to retirement by rotation and re-election pursuant to the Bye-Laws. Mr. Li will retire at the next annual general meeting of the Company and being eligible, will stand for re-election at the meeting. Mr. Li has received director's fee of approximately HK\$110,000 for the six months ended 31 December 2013. The amount of his director's fee was determined with reference to his duties and responsibilities in the Company and market benchmark.

ADDITIONAL INFORMATION REQUIRED BY THE LISTING RULES

(Continued)

Directors' Updated Information Pursuant to Rule 13.51B(1) (Continued)

Independent Non-executive Director (Continued)

Mr. Ng Hoi Yue, Herman was appointed as an Independent Non-executive Director of the Company on 16 May 2002. He was also appointed as a member of the audit committee of the Company on 16 May 2002 and a member of the remuneration committee of the Company on 26 October 2005. Mr. Ng was appointed as the chairman of the remuneration committee of the Company and a member of the nomination committee of the Company on 23 March 2012. Save as disclosed above, he does not hold any positions with the Company or any subsidiary of the Company.

Mr. Ng is an associate member of The Institute of Chartered Accountants in England and Wales and a fellow member of both the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants. He has been practising as a certified public accountant in Hong Kong since 1989.

Mr. Ng is an independent non-executive director of First Natural Foods Holdings Limited (shares of which are listed on the Main Board of the Stock Exchange). He is also an independent non-executive director of Asian Citrus Holdings Limited (shares of which are listed on the Main Board of the Stock Exchange, AIM of the London Stock Exchange and PLUS Markets plc). During the period between 26 November 2010 and 2 October 2013, Mr. Ng was also an independent non-executive director of Landing International Development Limited (shares of which are listed on the Main Board of the Stock Exchange). Save as disclosed in this report, Mr. Ng did not hold any other directorship in listed public companies in the last three years.

As at the date of this report, Mr. Ng does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company. As at the date of this report, he does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

Mr. Ng has entered into an appointment letter with the Company for the period from 1 April 2012 to 30 September 2013 and is subject to retirement by rotation and re-election pursuant to the Bye-Laws. Mr. Ng will retire at the next annual general meeting of the Company and being eligible, will stand for re-election at the meeting. Mr. Ng has received director's fee of approximately HK\$95,000 for the six months ended 31 December 2013. The amount of his director's fee was determined with reference to his duties and responsibilities in the Company and market benchmark.

ADDITIONAL INFORMATION REQUIRED BY THE LISTING RULES

(Continued)

Directors' Updated Information Pursuant to Rule 13.51B(1) (Continued)

Independent Non-executive Director (Continued)

Mr. Heung Pik Lun was appointed as an Independent Non-executive Director of the Company on 20 March 2009. He was also appointed as a member of the audit committee of the Company and the remuneration committee of the Company on 20 March 2009 and a member of the nomination committee of the Company on 23 March 2012. Save as disclosed above, Mr. Heung does not hold any positions with the Company or any subsidiary of the Company.

Mr. Heung graduated from the University of Windsor, Canada with a bachelor degree of Arts in 1985. On June 2013, Mr. Heung was qualified as a professional member of the Royal Institution of Chartered Surveyors and accredited as a Chartered Project Management Surveyors and he is also a member of the Institute of Shopping Centre Management since 2011. He has started developing real estate projects in China since 1992 and has maintained a strong business network. Possessing in-depth knowledge in the South China market, Mr. Heung has participated over a hundred real estate development projects. Apart from development in China property market, he also had decades of experience in property development in Canada and South East Asia. In addition, Mr. Heung has substantial experience in general management and administrative affairs.

Mr. Heung is an executive director of Hanny Holdings Limited (shares of which are listed on the Main Board of the Stock Exchange). Save as disclosed in this report, he did not hold any other directorship in listed public companies in the last three years.

As at the date of this report, Mr. Heung does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company. As at the date of this report, he does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

Mr. Heung has entered into an appointment letter with the Company for a term of 3 years from 20 March 2012 to 19 March 2015. He is subject to retirement by rotation and re-election pursuant to the Bye-Laws. Mr. Heung has received director's fee of approximately HK\$95,000 for the six months ended 31 December 2013. The amount of his director's fee was determined with reference to his duties and responsibilities in the Company and market benchmark.

ADDITIONAL INFORMATION REQUIRED BY THE LISTING RULES

(Continued)

Directors' Updated Information Pursuant to Rule 13.51B(1) (Continued)

Senior Management

Mr. Wong Yat Cheung, was appointed as an Executive Director and Managing Director of the Company on 13 February 2007 and a member of the POB committee of the Company on 28 June 2010. He has resigned as the Managing Director and the Executive Director of the Company on 8 June 2009 and 1 December 2010 respectively. Mr. Wong has ceased to be the member of the POB committee of the Company with effect from 1 December 2010. He has also resigned as a director of Grand Class Investment Limited, Seethru Limited and See Base Limited on 1 December 2010 but continued to act as a director of Mega-Vision Productions Limited and Mega-Vision Pictures Limited, all of which are subsidiaries of the Company.

Mr. Wong is a prominent director, producer and scriptwriter in Hong Kong, both in terms of box-office success and breaking new grounds for film production. He graduated from the Chinese University of Hong Kong in 1978 and holds a bachelor's degree in Chinese Language and Literature. Having over 30 years of experience in the Hong Kong film and television industry, Mr. Wong has produced over 100 films and TV drama-series. Some of his reputable film sequels are "The Romancing Star", "God of Gamblers" and "Young and Dangerous", all of which set new movie box-office records as well as new trends for the Hong Kong movie scene. He was also awarded by UA Cinemas as the Movie Director with the Highest Box-Office Record between 1985 and 2005.

As at the date of this report, Mr. Wong does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company.

ADDITIONAL INFORMATION REQUIRED BY THE LISTING RULES

(Continued)

Audit Committee

The Company has established an audit committee in compliance with Rule 3.21 of the Listing Rules which comprises of three Independent Non-executive Directors, namely Mr. Li Fui Lung, Danny, the chairman of the audit committee, Mr. Ng Hoi Yue, Herman and Mr. Heung Pik Lun with the terms of reference adopted by the Directors of the Company.

Both Mr. Li Fui Lung, Danny and Mr. Ng Hoi Yue, Herman are certified public accountants.

The audit committee has reviewed the Group's unaudited interim financial statements for the six months ended 31 December 2013. In addition, the audit committee and the Group's external auditors have discussed with management on the Group's accounting policy and discussed internal control and financial reporting matters regarding the Group's unaudited interim financial statements for the six months ended 31 December 2013.

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 31 December 2013

		Six months ended	
		31 December	
		2013	2012
		(Unaudited)	(Unaudited)
	<i>Note</i>	HK\$'000	<i>HK\$'000</i>
			(Restated)
Turnover	2	15,392	14,703
Cost of sales		(11,509)	(10,418)
Gross profit		3,883	4,285
Other revenue		1,378	1,205
Change in fair value of financial assets at fair value through profit or loss		(1,562)	(462)
Other operating expenses	3	(5,961)	(10,073)
Distribution costs		(3,406)	(2,766)
Administrative expenses		(11,886)	(14,486)
Loss from operations	3	(17,554)	(22,297)
Finance costs		(302)	(305)
Loss before taxation		(17,856)	(22,602)
Taxation	4	-	-
Loss for the period		(17,856)	(22,602)
Other comprehensive loss		-	-
Total comprehensive loss for the period		(17,856)	(22,602)
Loss for the period attributable to:			
Owners of the Company		(17,030)	(21,493)
Non-controlling interests		(826)	(1,109)
		(17,856)	(22,602)
Total comprehensive loss attributable to:			
Owners of the Company		(17,030)	(21,493)
Non-controlling interests		(826)	(1,109)
		(17,856)	(22,602)
Loss per share attributable to the owners of the Company	6		
– Basic and diluted		HK\$(0.01)	HK\$(0.02)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2013

		31 December 2013 (Unaudited) HK\$'000	30 June 2013 (Audited) HK\$'000 (Restated)	1 July 2012 (Audited) HK\$'000 (Restated)
	<i>Note</i>			
Non-current assets				
Property, plant and equipment	7	20,883	21,106	21,803
Interests in associates		7,384	7,384	7,384
Interest in a jointly controlled entity		–	–	–
Loan receivable	8	–	10,000	10,000
		28,267	38,490	39,187
Current assets				
Film rights		108,726	122,709	14,089
Film production in progress		111,477	99,972	227,230
Music production in progress		546	659	597
Inventories		31	–	67
Trade and other receivables, deposits and prepayments	9	3,087	4,849	5,817
Financial assets at fair value through profit or loss	15	3,053	4,615	2,805
Loan receivable	8	10,000	–	–
Cash and bank balances		53,201	33,188	87,563
		290,121	265,992	338,168
Current liabilities				
Trade and other payables	10	71,231	53,965	72,232
Bank overdraft – secured		9,977	10,032	9,943
		81,208	63,997	82,175
Net current assets		208,913	201,995	255,993

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

(Continued)

As at 31 December 2013

	31 December 2013 (Unaudited) Note	30 June 2013 (Audited) HK\$'000 (Restated)	1 July 2012 (Audited) HK\$'000 (Restated)
Total assets less current liabilities	237,180	240,485	295,180
Net assets	237,180	240,485	295,180
Equity			
Capital and reserves attributable to the owners of the Company			
Share capital	12 14,945	12,455	12,455
Reserves	241,150	246,119	298,961
	256,095	258,574	311,416
Non-controlling interests	(18,915)	(18,089)	(16,236)
	237,180	240,485	295,180

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 31 December 2013 (Unaudited)

	Attributable to the owners of the Company						
	Share capital HK\$'000	Share premium HK\$'000	Capital redemption reserve HK\$'000	Accumulated losses HK\$'000 (Restated)	Sub-total HK\$'000 (Restated)	Non-controlling interests HK\$'000	Total HK\$'000 (Restated)
At 1 July 2013	12,455	717,027	50	(470,958)	258,574	(18,089)	240,485
Loss for the period	-	-	-	(17,030)	(17,030)	(826)	(17,856)
Other comprehensive loss for the period	-	-	-	-	-	-	-
Total comprehensive loss for the period	-	-	-	(17,030)	(17,030)	(826)	(17,856)
Placing of shares	2,490	-	-	-	2,490	-	2,490
Premium arising from placing of shares	-	12,699	-	-	12,699	-	12,699
Share issue expenses on placing of shares	-	(638)	-	-	(638)	-	(638)
At 31 December 2013	14,945	729,088	50	(487,988)	256,095	(18,915)	237,180

For the six months ended 31 December 2012 (Unaudited)

	Attributable to the owners of the Company						
	Share capital HK\$'000	Share premium HK\$'000	Capital redemption reserve HK\$'000	Accumulated losses HK\$'000 (Restated)	Sub-total HK\$'000 (Restated)	Non-controlling interests HK\$'000	Total HK\$'000 (Restated)
At 1 July 2012	12,455	717,027	50	(418,116)	311,416	(16,236)	295,180
Loss for the period	-	-	-	(21,493)	(21,493)	(1,109)	(22,602)
Other comprehensive loss for the period	-	-	-	-	-	-	-
Total comprehensive loss for the period	-	-	-	(21,493)	(21,493)	(1,109)	(22,602)
At 31 December 2012	12,455	717,027	50	(439,609)	289,923	(17,345)	272,578

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 31 December 2013

	Six months ended	
	31 December 2013 (Unaudited) HK\$'000	2012 (Unaudited) HK\$'000 (Restated)
Net cash inflow/(outflow) from operating activities	5,889	(14,601)
Net cash (outflow)/inflow from investing activities	(70)	11
Net cash inflow/(outflow) from financing activities	<u>14,249</u>	<u>(305)</u>
Increase/(decrease) in cash and cash equivalents	20,068	(14,895)
Cash and cash equivalents at the beginning of the period (Restated)	<u>23,156</u>	<u>77,620</u>
Cash and cash equivalents at the end of the period	<u><u>43,224</u></u>	<u><u>62,725</u></u>
Analysis of the balances of cash and cash equivalents		
Cash and bank balances	53,201	72,622
Bank overdraft – secured	<u>(9,977)</u>	<u>(9,897)</u>
	<u><u>43,224</u></u>	<u><u>62,725</u></u>

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 31 December 2013 (in HK Dollars)

1. BASIS OF PREPARATION AND ACCOUNTING POLICIES

The unaudited condensed consolidated financial statements (the “Interim Financial Statements”) have been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”) and the applicable disclosure requirements set out in Appendix 16 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

The Interim Financial Statements have been prepared on historical cost basis except certain financial assets, which are measured at fair values, as appropriate.

The accounting policies used in the Interim Financial Statements are consistent with those followed in the preparation of the annual financial statements of the Company and its subsidiaries (the “Group”) for the year ended 30 June 2013.

In the current interim period, the Group has applied, for the first time, the following amendments to the accounting standards and new interpretations issued by the HKICPA.

HKAS 19 (Revised in 2011)	Employee Benefits
HKAS 27 (Revised in 2011)	Separate Financial Statements
HKAS 28 (Revised in 2011)	Investments in Associates and Joint Ventures
HKFRS (Amendments)	Annual Improvements to HKFRSs 2009-2011 Cycle
HKFRS 1 (Amendments)	Government Loans
HKFRS 7 (Amendments)	Disclosures – Offsetting Financial Assets and Financial Liabilities
HKFRS 10	Consolidated Financial Statements
HKFRS 11	Joint Arrangements
HKFRS 12	Disclosure of Interests in Other Entities

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

1. BASIS OF PREPARATION AND ACCOUNTING POLICIES (Continued)

HKFRS 13	Fair Value Measurement
HKFRS 10, HKFRS 11 and HKFRS 12 (Amendments)	Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities: Transition Guidance
HK(IFRIC) – Int 20	Stripping Costs in the Production Phase of a Surface Mine

HKFRS 11, Joint Arrangements

HKFRS 11, which replaces HKAS 31 Interests in joint ventures, divides joint arrangements into joint operations and joint ventures. Entities are required to determine the type of an arrangement by considering the structure, legal form, contractual terms and other facts and circumstances relevant to their rights and obligations under the arrangement. Joint arrangements which are classified as joint operations under HKFRS 11 are recognised on a line-by-line basis to the extent of the joint operator's interest in the joint operation. All other joint arrangements are classified as joint ventures under HKFRS 11 and are required to be accounted for using the equity method in the Group's consolidated financial statements. Proportionate consolidation is no longer allowed as an accounting policy choice.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

1. BASIS OF PREPARATION AND ACCOUNTING POLICIES (Continued)

The adoption of HKFRS 11 has changed the Group's accounting policy for its joint venture which was previously accounted for using proportionate consolidation. The financial effects on the Group's consolidated statement of financial position as at 1 July 2012 and 30 June 2013 and its consolidated statement of profit or loss for the six months ended 31 December 2012 as restated comparatives in the Group's unaudited consolidated financial results for the six months ended 31 December 2013, are as follows:

	Impact on financial position as at 1 July 2012		
	As previously reported <i>HK\$'000</i>	Retrospective effect of change in accounting policy <i>HK\$'000</i>	As restated <i>HK\$'000</i>
Non-current assets	39,188	(1)	39,187
Current assets	338,277	(109)	338,168
Current liabilities	(84,102)	1,927	(82,175)
Net assets	<u>293,363</u>	<u>1,817</u>	<u>295,180</u>
Accumulated losses	<u>(419,933)</u>	<u>1,817</u>	<u>(418,116)</u>

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

1. BASIS OF PREPARATION AND ACCOUNTING POLICIES (Continued)

	Impact on financial position as at 30 June 2013		
	As previously reported <i>HK\$'000</i>	Retrospective effect of change in accounting policy <i>HK\$'000</i>	As restated <i>HK\$'000</i>
Non-current assets	38,490	–	38,490
Current assets	266,090	(98)	265,992
Current liabilities	(65,128)	1,131	(63,997)
Net assets	<u>239,452</u>	<u>1,033</u>	<u>240,485</u>
Accumulated loss	<u>(471,991)</u>	<u>1,033</u>	<u>(470,958)</u>

	Impact on result for the six months ended 31 December 2012		
	As previously reported <i>HK\$'000</i>	Retrospective effect of change in accounting policy <i>HK\$'000</i>	As restated <i>HK\$'000</i>
Turnover	14,703	–	14,703
Gross profit	4,285	–	4,285
Other revenue	1,569	(364)	1,205
Administrative expenses	(14,655)	169	(14,486)
Other operating expenses	(9,830)	(243)	(10,073)
Finance costs	(306)	1	(305)
Loss before taxation	(22,165)	(437)	(22,602)
Loss for the period	<u>(22,165)</u>	<u>(437)</u>	<u>(22,602)</u>

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

1. BASIS OF PREPARATION AND ACCOUNTING POLICIES (Continued)

HKFRS 13, Fair Value Measurement

HKFRS 13 replaces existing guidance in individual HKFRSs with a single source of fair value measurement guidance. HKFRS 13 also contains extensive disclosure requirements about fair value measurements for both financial instruments and non-financial instruments. Some of the disclosures are specifically required for financial instruments in the Interim Financial Statements.

Except as described above, the adoption of the other new HKFRSs had no material effect on the results and the financial position of the Group for the current or prior accounting period.

Standards, amendment or interpretations issued but not yet effective

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

HKAS 32 (Amendments)	Offsetting Financial Assets and Financial Liabilities ¹
HKAS 36 (Amendments)	Recoverable Amount Disclosures for Non-Financial Assets ¹
HKAS 39 (Amendments)	Novation of Derivatives and Continuation of Hedge Accounting ¹
HKFRS 7 and HKFRS 9 (Amendments)	Mandatory Effective Date of HKFRS 9 and Transition Disclosures ²
HKFRS 9	Financial Instruments ²
HKFRS10, HKFRS 12 and HKAS 27 (Amendments)	Investment Entities ¹
HK(IFRIC) – Int 21	Levies ¹

¹ Effective for annual periods beginning on or after 1 January 2014.

² No mandatory effective date yet determined but is available for adoption.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

1. BASIS OF PREPARATION AND ACCOUNTING POLICIES (Continued)

Standards, amendment or interpretations issued but not yet effective

(Continued)

The Directors of the Company anticipate that the application of these new and revised standards, amendments or interpretations will have no material impact on the results and the financial position of the Group.

The interim report contains condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since 2012/13 annual financial statements. The condensed consolidated Interim Financial Statements and notes thereon do not include all of the information require for full set of consolidated financial statements prepared in accordance with HKFRSs.

2. SEGMENT INFORMATION

For the purpose of resource allocation and performance assessment, information reported to the executive Directors of the Company, being the chief operating decision maker (the "CODM") for the purposes of resources allocation and assessment of segment performance focuses on types of goods or services delivered or provided.

In a manner consistent with the way in which information is reported internally to CODM for the purpose of resources allocation and performance assessment, the Group is currently organised into the following operating segments:

- Film and TV programme production
- Event production
- Artiste and model management
- Music production
- Investment in securities

Information regarding the Group's reportable segments is presented below.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

2. SEGMENT INFORMATION (Continued)

(a) Segment revenue and results

	Six months ended 31 December 2013 (Unaudited)					Consolidated HK\$'000
	Film and TV programme production	Event production	Artiste and model management	Music production	Investment in securities	
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
Segment revenue	12,789	772	1,807	24	-	15,392
Segment results	3,306	66	490	21	-	3,883
Interest income						58
Reversal of impairment loss in respect of trade and other receivables	1,270	-	-	13	-	1,283
Unallocated gains						37
Unallocated corporate expenses						(6,144)
Distribution costs	(2,700)	-	(574)	(132)	-	(3,406)
Administrative expenses	(5,179)	(35)	(528)	-	-	(5,742)
Other operating expenses	(4,504)	-	(1,457)	-	-	(5,961)
Change in fair value of financial assets at fair value through profit or loss	-	-	-	-	(1,562)	(1,562)
Loss from operations						(17,554)
Finance costs						(302)
Loss before taxation						(17,856)
Taxation						-
Loss for the period						(17,856)

There are no sales or other transactions between the business segments.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

2. SEGMENT INFORMATION (Continued)

(a) Segment revenue and results (Continued)

	Six months ended 31 December 2012 (Unaudited)/(Restated)					Consolidated HK\$'000
	Film and TV programme production HK\$'000	Event production HK\$'000	Artiste and model management HK\$'000	Music production HK\$'000	Investment in securities HK\$'000	
Segment revenue	<u>10,485</u>	<u>475</u>	<u>3,533</u>	<u>210</u>	<u>-</u>	<u>14,703</u>
Segment results	<u>2,847</u>	<u>127</u>	<u>1,129</u>	<u>182</u>	<u>-</u>	<u>4,285</u>
Interest income						55
Reversal of impairment loss in respect of trade and other receivables	-	-	1,035	-	-	1,035
Unallocated gains						115
Unallocated corporate expenses						(8,989)
Distribution costs	(2,033)	-	(193)	(540)	-	(2,766)
Administrative expenses	(5,206)	(67)	(208)	(16)	-	(5,497)
Other operating expenses	(9,559)	-	(401)	(113)	-	(10,073)
Change in fair value of financial assets at fair value through profit or loss	-	-	-	-	(462)	(462)
Loss from operations						(22,297)
Finance costs						(305)
Loss before taxation						(22,602)
Taxation						-
Loss for the period						<u>(22,602)</u>

There are no sales or other transactions between the business segments.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

2. SEGMENT INFORMATION (Continued)

(b) Segment assets and liabilities

	Film and TV programme production <i>HK\$'000</i>	Event production <i>HK\$'000</i>	Artiste and model management <i>HK\$'000</i>	Music production <i>HK\$'000</i>	Investment in securities <i>HK\$'000</i>	Consolidated <i>HK\$'000</i>
31 December 2013						
Segment assets	230,508	–	887	582	3,061	235,038
Unallocated assets						83,350
Consolidated assets						<u>318,388</u>
Segment liabilities	47,582	–	6,960	832	5	55,379
Unallocated liabilities						25,829
Consolidated liabilities						<u>81,208</u>
30 June 2013 (Restated)						
Segment assets	227,645	–	1,239	688	4,624	234,196
Unallocated assets						70,286
Consolidated assets						<u>304,482</u>
Segment liabilities	37,487	1,387	6,727	900	5	46,506
Unallocated liabilities						17,491
Consolidated liabilities						<u>63,997</u>
1 July 2012 (Restated)						
Segment assets	245,386	–	4,081	733	2,813	253,013
Unallocated assets						124,342
Consolidated assets						<u>377,355</u>
Segment liabilities	39,320	644	10,144	658	2	50,768
Unallocated liabilities						31,407
Consolidated liabilities						<u>82,175</u>

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

2. SEGMENT INFORMATION (Continued)

(b) *Segment assets and liabilities* (Continued)

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

- all assets are allocated to reportable segments other than interests in associates and other unallocated head office and corporate assets that are not attributable to segments; and
- all liabilities are allocated to reportable segments other than unallocated corporate financial liabilities that are not attributable to segments.

(c) *Geographical information*

The Group's revenue from external customers by geographical location are detailed as below:

	Six months ended	
	31 December	
	2013	2012
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Hong Kong	3,254	8,199
The People's Republic of China	11,335	3,175
Malaysia	453	1,578
Others	350	1,751
	<u>15,392</u>	<u>14,703</u>

As at the end of reporting period, over 90% of the identifiable assets of the Group were located in Hong Kong. Accordingly, no geographical information analysis over non-current assets is presented.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

3. LOSS FROM OPERATIONS

	Six months ended	
	31 December 2013 (Unaudited) HK\$'000	2012 (Unaudited) HK\$'000 (Restated)
Loss from operations has been arrived at after charging/(crediting):		
Amortisation of film rights	9,483	7,638
Impairment loss recognised in respect of:		
– trade and other receivables, deposits and prepayments (Note)	1,461	1,901
– film rights (Note)	4,500	8,059
Write down on inventories (Note)	–	113
Depreciation of property, plant and equipment	293	396
Operating leases in respect of land and buildings	1,287	977
Staff cost	5,773	7,008
Change in fair value of financial assets at fair value through profit or loss	1,562	462
Net exchange losses/(gains)	24	(2)
Reversal of impairment loss in respect of trade and other receivables	(1,283)	(1,035)
Gain on disposal of property, plant and equipment	–	(70)
	<u> </u>	<u> </u>

Note:

The aggregation of these items represented "Other operating expenses" contained in the condensed consolidated statement of profit or loss and other comprehensive income.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

4. TAXATION

No provision for Hong Kong Profits Tax has been made in the Group's condensed consolidated financial statements as the Group either incurred taxation loss or had no assessable profit for the period (2012: Nil).

5. INTERIM DIVIDEND

The Directors of the Company do not recommend the payment of an interim dividend for the current period (2012: Nil).

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

6. LOSS PER SHARE ATTRIBUTABLE TO THE OWNERS OF THE COMPANY

The calculation of basic and diluted loss per ordinary share attributable to owners of the Company is based on the following data:

	Six months ended	
	31 December	
	2013	2012
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
		(Restated)
Loss for the period attributable to owners of the Company for the purpose of basic and diluted loss per ordinary share	<u>(17,030)</u>	<u>(21,493)</u>
	<i>Number of shares</i>	<i>Number of shares</i>
Weighted average number of ordinary shares for the purpose of basic and diluted loss per share	<u>1,331,182,202</u>	<u>1,245,460,891</u>

For the six months ended 31 December 2013 and 2012, diluted loss per share is the same as the basic loss per share as there is no dilutive potential ordinary share.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

7. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 31 December 2013, the Group acquired items of property, plant and equipment with a cost of approximately HK\$70,000 (six months ended 31 December 2012: HK\$59,000). No items of property, plant and equipment were disposed of during the six months ended 31 December 2013. Property, plant and equipment with a net book value of approximately HK\$Nil were disposed of during the six months ended 31 December 2012, resulting in a gain on disposal of approximately HK\$70,000 for the six months ended 31 December 2012.

8. LOAN RECEIVABLE

	31 December 2013 (Unaudited) HK\$'000	30 June 2013 (Audited) HK\$'000
Loan to TVB Pay Vision Holdings Limited ("TVBP")	10,000	10,000
Less: Amount due within one year and classified as current assets	(10,000)	—
Amount due after one year	—	10,000

The Group advanced a shareholder loan to TVBP in the sum of HK\$10,000,000 on 16 November 2009. The loan was unsecured and carried an interest rate of Hong Kong Interbank Offered Rate ("HIBOR") plus 0.25% per annum. The loan shall be repayable by TVBP on 15 November 2014.

The Directors of the Company considered that the carrying amount of the Group's loan receivable at 31 December 2013 was approximate to its fair value.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

9. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	31 December 2013 (Unaudited) HK\$'000	30 June 2013 (Audited) HK\$'000	1 July 2012 (Audited) HK\$'000 (Restated)
Trade receivables, net	112	309	1,104
Other receivables, deposits and prepayments, net	2,975	4,540	4,713
	3,087	4,849	5,817

The following is an aged analysis of trade receivables, net:

0 to 90 days	60	205	885
91 to 180 days	52	104	219
Over 180 days	10,200	11,419	14,555
	10,312	11,728	15,659
Less: Impairment loss recognised in respect of trade receivables	(10,200)	(11,419)	(14,555)
	112	309	1,104

The Group allows an average credit period of 90 to 180 days (30 June 2013: 90 to 180 days, 1 July 2012: 90 to 180 days) to its trade customers.

The Directors of the Company considered that the carrying amounts of the Group's trade and other receivables, deposits and prepayments at 31 December 2013 were approximate to their fair values.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

10. TRADE AND OTHER PAYABLES

	31 December 2013 (Unaudited) HK\$'000	30 June 2013 (Audited) HK\$'000 (Restated)	1 July 2012 (Audited) HK\$'000 (Restated)
Trade payables	5,333	5,477	2,519
Accruals	26,568	24,834	22,574
Deposits received from customers	38,368	22,846	42,603
Other payables	962	808	4,536
	<u>71,231</u>	<u>53,965</u>	<u>72,232</u>

The following is an aged analysis of trade payables:

0 to 90 days	72	178	–
91 days or above	5,261	5,299	2,519
	<u>5,333</u>	<u>5,477</u>	<u>2,519</u>

The Directors of the Company considered that the carrying amounts of Group's trade and other payables at 31 December 2013 were approximate to their fair values.

11. PLEDGE OF ASSETS

At 31 December 2013, the Group's leasehold land and buildings with net book value of approximately HK\$14,170,000 (30 June 2013: HK\$14,178,000) and HK\$5,873,000 (30 June 2013: HK\$5,967,000), respectively were pledged to a bank for the bank overdraft granted to the Group.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

12. SHARE CAPITAL

	Number of shares	Nominal value HK\$'000
Authorised:		
Ordinary shares of HK\$0.01 each at 1 July 2013 and 31 December 2013	50,000,000,000	500,000
Issued and fully paid:		
Ordinary shares of HK\$0.01 each at 1 July 2013	1,245,460,891	12,455
Placing of shares (<i>Note</i>)	249,000,000	2,490
Ordinary shares of HK\$0.01 each at 31 December 2013	1,494,460,891	14,945

Note:

On 29 October 2013, the Company issued 249,000,000 shares at the placing price of HK\$0.061 per ordinary share under the general mandate pursuant to an ordinary resolution passed by the shareholders of the Company at the annual general meeting held on 22 October 2012.

13. CONTINGENT LIABILITIES

- (i) As at 30 June 2004, the Company provided corporate guarantees in the amount of approximately HK\$24 million to a financial institution in respect of banking facilities granted to Welback International Investments Limited and its subsidiaries (the "WILL Group"), approximately HK\$5.5 million of which was utilised by members of the WILL Group and such amount was claimed by the financial institution as disclosed in point (iii) below.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

13. CONTINGENT LIABILITIES (Continued)

- (ii) The Company and its ex-subsiary, P.N. Electronics Limited ("PNE") have been involved in arbitration proceedings with North American Foreign Trading Corporation ("NAFT") in respect of a gross receivable of HK\$18 million and related damages from various parties for goods shipped by PNE and NAFT in 1996. The arbitration proceedings were initiated by NAFT against the Company and PNE claiming for alleged damages in New York, USA. The Company has upon legal advice, vigorously contested the alleged claims and has counterclaimed the said sum of HK\$18 million as well as other damages. The Company has not received any documents in relation to the arbitration proceedings for a substantial period of time and insofar as the Company is aware, the proceedings remain dormant.
- (iii) On 13 October 2003, a Writ of Summons and Statement of Claim was issued by BII Finance Company Limited ("BII Finance") against the Company under a guarantee allegedly given by the Company in favour of BII Finance in respect of certain liabilities of Welback Enterprises Limited, a former subsidiary of the Company. The claim is for a sum of approximately HK\$3,583,000 and US\$248,000 (approximately HK\$1,936,000), together with interest.

The Company has issued Third Party proceedings against Mr. Lee Chun Kwok and Mr. Fong Wing Seng, former directors of the Company, seeking a contribution to the extent of 49% of BII Finance's claim in the event that the Company is found liable to BII Finance (which is denied).

BII Finance has not taken any steps to progress with the action since June 2006. The Company is prepared and ready to continue to defend BII Finance's claim, and also continue to pursue the Third Party proceedings against Mr. Lee Chun Kwok and Mr. Fong Wing Seng.

Save as disclosed above, no member of the Group is engaged in any litigation or claims of material importance and no litigation or claims of material importance is known to the Directors to be pending or threatened by or against any member of the Group.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

14. OPERATING LEASE COMMITMENTS

The Group as lessee

At 31 December 2013, the Group had commitments for future minimum lease payments under non-cancellable operating leases in respect of land and building, which fall due as follows:

	31 December 2013 (Unaudited) HK\$'000	30 June 2013 (Audited) HK\$'000
Within one year	979	1,555
In the second to fifth year inclusive	360	840
	1,339	2,395

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

15. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

Some of the Group's financial assets are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets are determined (in particular, the valuation technique(s) and inputs used), as well as the level of the fair value hierarchy into which the fair value measurements are categorised (levels 1 to 3) based on the degree to which the inputs to the fair value measurements is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active market for identical assets;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset that are not based on observable market data (unobservable inputs).

Financial assets	Fair value as at 31 December 2013 (unaudited) HK\$'000	Fair value as at 30 June 2013 (audited) HK\$'000	Fair value hierarchy	Valuation technique and key input	Significant unobservable inputs	Relationship of unobservable inputs to fair value
Fair value through profit or loss	<u>3,053</u>	<u>4,615</u>	Level 1	Quoted bid prices in an active market	N/A	N/A

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

15. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS (Continued)

Fair value measurements and valuation process

The Directors of the Company have closely monitored and determined the appropriate valuation techniques and inputs for fair value measurements.

The fair value of financial instruments traded in active markets is based on quoted market prices at the end of the reporting period. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in Level 1.

16. MATERIAL RELATED PARTY TRANSACTIONS

Save as disclosed elsewhere in the Interim Financial Statements, the Group has entered into the following significant related party transactions.

Compensation of key management personnel:

The remuneration of Directors and other members of key management during the period was as follows:

	Six months ended	
	31 December	
	2013	2012
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Salaries and other benefits	1,410	2,246
Retirement benefit scheme contributions	8	15
	<u>1,418</u>	<u>2,261</u>

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

17. EVENTS AFTER THE END OF THE REPORTING PERIOD

On 3 January 2014, the Company announced amongst other things a proposed capital reorganisation (the "Capital Reorganisation") and rights issue (the "Rights Issue").

Proposed Capital Reorganisation

The Capital Reorganisation would involve, amongst other things, ten (10) issued existing shares of par value HK\$0.01 each be consolidated into one (1) issued consolidated share of par value HK\$0.10 and the proposed capital reduction whereby the par value of each issued consolidated share will be reduced from HK\$0.10 to HK\$0.01 by cancelling the paid-up capital to the extent of HK\$0.09 on each issued consolidated share, thereby resulting in adjusted share of par value of HK\$0.01 each.

Proposed Rights Issue

The effect of the Rights Issue would result in not less than 1,345,014,801 rights shares being issued on the basis of nine (9) rights shares for every adjusted share held on the record date at the subscription price of HK\$0.228 per rights share. The estimated net proceeds of the Rights Issue will be approximately HK\$294.5 million and the Company intends to utilise the entire net proceeds from the Rights Issue for operation of its existing business which includes the film and TV programme production or if different expansion opportunities in the entertainment business are identified, for expansion of its business to entertainment related investments.

The proposed Rights Issue is conditional upon amongst other things the approval of the independent shareholders of the Company at a forthcoming special general meeting.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

For the six months ended 31 December 2013 (in HK Dollars)

17. EVENTS AFTER THE END OF THE REPORTING PERIOD (Continued)

Details of the aforesaid are set out in the Company's announcement dated 3 January 2014.

Up to the date of issuance of the Interim Financial Statement, the Group had no other significant events noted after the end of the reporting period save as aforesaid.

18. APPROVAL OF INTERIM FINANCIAL REPORT

The Interim Financial Statements were approved and authorised for issue by the Board of Directors on 24 February 2014.

By Order of the Board
See Corporation Limited
Dr. Ma Ho Man, Hoffman
Chairman

Hong Kong, 24 February 2014