GOLDEN MEDITECH HOLDINGS LIMITED
金 衛 醫 療 集 團 有 限 公 司

(Incorporated in the Cayman Islands with Limited Liability)
(Stock Code: 801.HK)

2015/16
INTERIM REPORT


ENHANCING
SHAREHOLDERS'
VALUE

CONTENTS

CORPORATE PROFILE

Golden Meditech Holdings Limited (the "Company" or "Golden Meditech"; 801.HK; 910801.TW), together with its subsidiaries (collectively referred to as the "Group"), is a leading integrated healthcare enterprise in Mainland China.

Golden Meditech is recognised as a first-mover in Mainland China's healthcare industry. By turning our industry insight into strategies, we have successfully identified opportunities in the market which allow us to establish dominant positions in each of the businesses we operate in. Our strengths in innovation, market expertise, stringent demand on quality, proven strategies and ability to capture emerging market opportunities have enabled us to unleash the potential of each business unit and effectively accelerated our business growth.

THE HEALTHCARE SERVICES SEGMENT

Focusing on hospital management and related services, the Group currently manages two reputable hospitals in Beijing and Shanghai. The Shanghai East International Medical Center is a renowned hospital serving high-end Chinese and foreign expatriates in Shanghai. The Beijing Qinghe Hospital located in Beijing Haidian District is a specialised hospital with various faculties, providing high quality and comprehensive healthcare services to residents in Beijing.

GM-Medicare Management (China) Company Limited is the medical insurance administration and third-party administration service provider in Mainland China, connecting medical insurance companies, hospitals and end users by providing claim processing and bill settlement services.

The healthcare services segment also includes China Cord Blood Corporation ("CCBC"; CO.NYSE), a subsidiary of the Group. CCBC is the first and largest umbilical cord blood bank operator in Mainland China that owns exclusive licenses in Beijing, Guangdong and Zhejiang, and a partial interest in the exclusive operator in Shandong. CCBC is one of the major shareholders of Cordlife Group Limited (P8A.SGX), the largest cord blood bank operator in Southeast Asia.

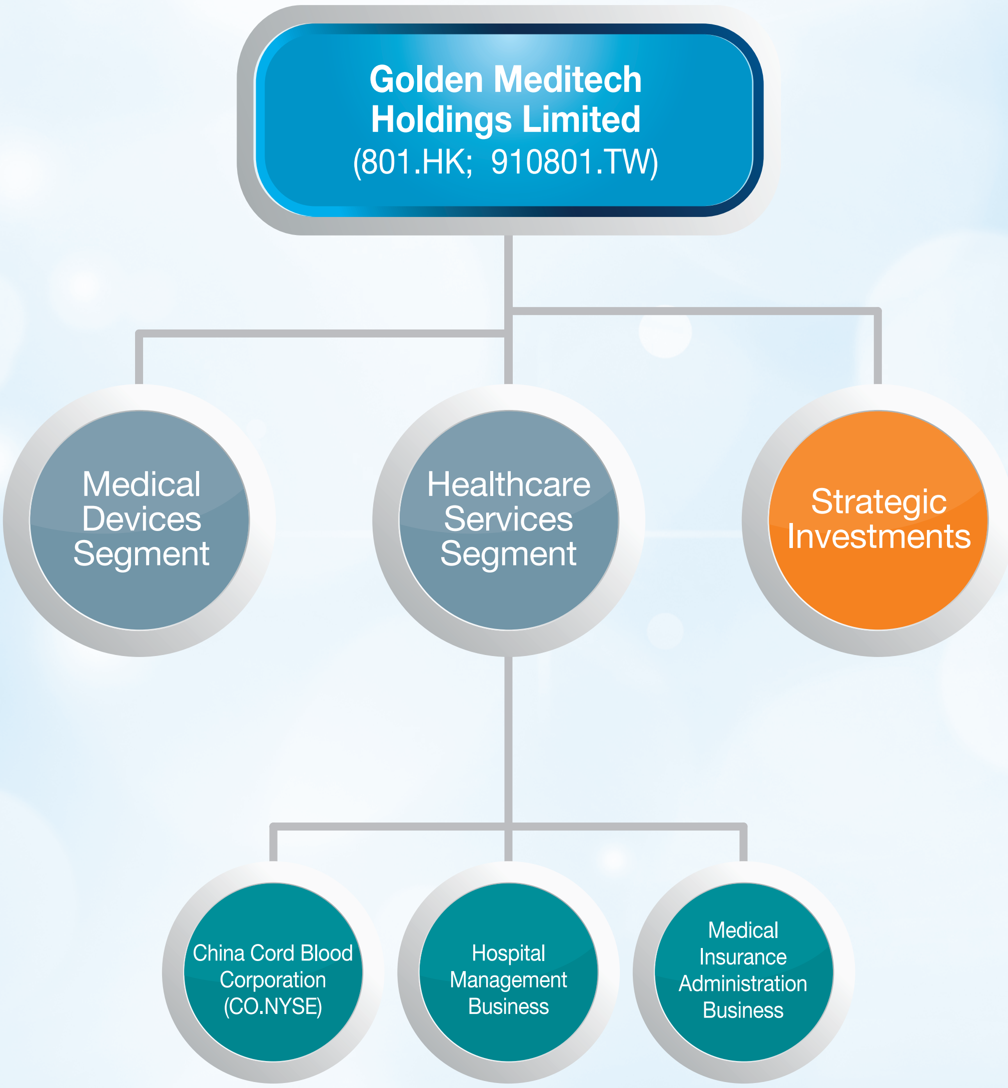
THE MEDICAL DEVICES SEGMENT

The Group is the first-mover in the development, manufacture, sales and distribution of blood-related medical devices in Mainland China. Our domestically developed products are specialised in blood recovery, purification and treatment. Our flagship product Autologous Blood Recovery System was the first domestically developed device to obtain approval from the China Food and Drug Administration.

VISION AND MISSION

The Group is committed to achieving long-term sustainable growth through unremittingly cultivating our healthcare services and medical devices operations. We are investing in the healthcare industry with prominent market potentials, limited competition, and high investment returns in order to continuously enhance our shareholders' value. The Group is striving to maintain our leading position in Mainland China's integrated healthcare industry, creating a balanced portfolio and enable each business operation to be a leader in its respective market. We adhere closely to the relevant policy of the government through accelerating the consolidation of the business structure. We endeavour to benchmark ourselves alongside the global industry leaders in both quality and standards.

BUSINESS STRUCTURE



MANAGEMENT DISCUSSION AND ANALYSIS

The management is pleased to present the interim results of Golden Meditech Holdings Limited (the "Company" or "Golden Meditech", and together with its subsidiaries, collectively referred to as the "Group") for the six months ended 30 September 2015 (the "Reporting Period"). During the Reporting Period, results performance recorded by all core business segments of the Group were in line with the management's expectations.

Amid the challenging situation of China's economic slowdown, China's healthcare industry has shown its unique development trend and potential. On one hand, China's huge healthcare services market has grown rapidly, driven by the aging population, the growing number of affluent people and the improving basic medical insurance system. It is essential in encouraging investments in order to meet the growing demand in the healthcare services sector. On the other hand, medical institutions have increasingly put more efforts on services and less focus on medicines and medical apparatus, in line with the deepening of China's healthcare policy reforms. Consequently, the future market demand for medicines and medical devices will slowdown, but at the same time, the healthcare services sector will accelerate its growth and become a point for future development growth. Encouraged by a clear policy in promoting non-governmental bodies to operate hospitals, with a view to meet the diversified and differentiated demand for healthcare services, private capitals have advanced into the healthcare services sector and each of them has achieved differentiation and steady development in the respective niche segment.

Being a company with years of valuable experiences in the healthcare industry, Golden Meditech has timely captured the opportunities arising from the healthcare system reforms in Mainland China, striving to meet the medical needs of the general public. In the early stage of the new healthcare reforms, by proactively responding to the government's call for the new healthcare reforms, the Group managed to seize initiatives through further deepening its strategic transformation. The Group is able to strengthen its leading integrated healthcare enterprise status by strategically placing the healthcare services segment as its core competitiveness, and complimented by the synergies of its medical devices segment.

During the Reporting Period, the Group's total revenue increased by 5.2% to HK$545,575,000 as compared to HK$518,852,000 for the previous corresponding period. Of which, revenue from the healthcare services segment and the medical devices segment accounted for 83.1% and 16.4% of the Group's total revenue respectively. The increase in total revenue was mainly driven by the cord blood storage business in the healthcare services segment. During the Reporting Period, revenue from the cord blood storage business increased by 9.8% as compared to the previous corresponding period, accounting for 77.3% of the Group's total revenue.

The Group's subsidiary, China Cord Blood Corporation ("CCBC"), has developed into a leading cord blood storage business with a proven and better established business model in China. On 27 April 2015, in light of the Group's overall development strategy, the Company submitted a non-binding proposal to the board of directors of CCBC for the acquisition of all of the outstanding ordinary shares of CCBC not already owned by it, at an offer price of US$6.40 per share in cash, with a view to privatising CCBC (the "Proposed Privatisation").

In connection with the Proposed Privatisation, the Company announced, on 4 May and 8 May 2015 respectively, that it had entered into agreements with KKR China Healthcare Investment Limited ("KKR"), Magnum Opus International Holdings Limited ("Magnum") and Cordlife Group Limited ("CGL") to acquire the 7% senior convertible notes issued by CCBC due April 2017 and October 2017 (the "CCBC CN") in an aggregate principal amount of US$115,000,000 (equivalent to approximately HK$897,000,000) held by KKR, Magnum and CGL, respectively, for a total consideration of not less than approximately US$282,838,000 (equivalent to approximately HK$2,206,136,000). On 8 May 2015, the Company had also entered into an agreement with CGL to acquire the 7,314,015 ordinary shares of CCBC held by CGL for a total consideration of not less than approximately US$46,810,000 (equivalent to approximately HK$365,118,000).

On 15 July 2015, the Company successfully placed an aggregate of 140,000,000 shares to its existing institutional shareholder at the placing price of HK$1.00 per share. The gross proceeds from the placing were HK$140,000,000.

On 26 August 2015, the Company terminated the agreement entered into between itself and KKR in respect of the CCBC CN (the "KKR CN"). On the same date, Magnum Opus 2 International Holdings Limited ("Magnum 2") which is controlled by the Company's Chairman, Mr. Kam Yuen, acquired the KKR CN for cash consideration of approximately US$161,784,000 (equivalent to approximately HK$1,261,915,000). In addition, Mr. Kam Yuen has undertaken to grant the Company a call option to acquire the KKR CN for the same consideration at a later time. Subsequently, on 3 November 2015, the Company entered into a conditional sale and purchase agreement with Excellent China Healthcare Investment Limited, a wholly-owned subsidiary of Magnum 2, to acquire the KKR CN for the same consideration paid by Magnum 2 to acqurie the KKR CN from KKR.

On 26 October 2015, the Company successfully completed an open offer to its shareholders and raised funds of approximately HK$985,696,000.

In November 2015, the Company completed the acquisitions of the 7,314,015 ordinary shares of CCBC and the CCBC CN held by CGL ("CGL Acquisition"), for aggregate cash consideration of approximately US$108,487,000 (equivalent to approximately HK$846,199,000). Upon completion of the CGL Acquisition, together with the conditional acquisitions of CCBC CN held by Magnum and Magnum 2 (assuming all the CCBC CN were fully converted), the equity interest in CCBC held by the Company and its connected parties would increase from approximately 38.31% to 65.10%.

During the Reporting Period, loss attributable to equity shareholders of the Company and basic loss per share were HK$234,049,000 and HK12.46 cents respectively, as compared to profit attributable to equity shareholders of the Company of HK$111,905,000 and basic earnings per share of HK6.56 cents respectively for the previous corresponding period. Excluding non-cash fair value losses of financial assets and financial liabilities, other impairment losses, share-based payment expenses and management income from a third party, the adjusted loss attributable to equity shareholders of the Company for the Reporting Period was HK$77,553,000, as compared to an adjusted loss of HK$26,821,000 for the previous reporting period. The adjusted loss during the Reporting Period was mainly attributable to the professional fees for the Proposed Privatisation and the startup costs incurred by the hospital management business. The Company is confident to improve its revenue and profitability in view of further implementing the strategic transformation as well as expanding each of its business units.

HEALTHCARE SERVICES SEGMENT

A segmental financial breakdown of the healthcare services segment (currently consists of cord blood storage business, hospital management business and medical insurance administration business) is as follows:

	Six months ended 30 September	
	2015 (HK$'000)	2014 (HK$'000) Restated
Revenue from cord blood storage business	**421,979**	384,242
Revenue from hospital management business	**28,349**	34,719
Revenue from medical insurance administration business	**2,780**	2,394
Selling and administrative expenses	**(303,133)**	(232,145)
Impairment loss on available-for-sale equity securities (i)	**(10,474)**	—
One-off net loss on disposal of equipment (ii)	**—**	(6,358)
Profit before interest and tax	**64,744**	102,663
Adjusted profit before interest and tax (exclude items (i) and (ii))	**75,218**	109,021
Fair value loss of financial liabilities at fair value through profit or loss (iii)	**(333,176)**	(152,328)
Loss after tax	**(308,459)**	(83,415)
Adjusted profit after tax (exclude items (i), (ii) and (iii))	**35,191**	75,271

During the Reporting Period, driven by the steady growth of cord blood storage business, revenue from the healthcare services segment increased by 7.5% to HK$453,108,000. Revenue generated from cord blood storage business, hospital management business and medical insurance administration business were HK$421,979,000, HK$28,349,000 and HK$2,780,000, respectively.

Cord Blood Storage Business

CCBC has successfully established a leading position in the cord blood storage sector after years of development. With a long-operating history in Beijing, a fast expanding Guangdong market and a newly established Zhejiang cord blood storage bank, CCBC has significantly improved its overall competitive edge. During the Reporting Period, CCBC managed to sign up 32,834 new subscribers and achieved 474,193 accumulated subscribers despite declining number of newborns in the Chinese lunar "Year of the Sheep". This was the result of joint market effort and assertive measures taken in exploring new O2O sales and marketing channels as well as launching value-added products. While CCBC's revenue increased by 9.8% to HK$421,979,000 as compared to the previous corresponding period, its net profit declined due to fair value changes on convertible notes issued by CCBC.

Hospital Management Business

The Group has ventured into hospital management business during the early stage of the new healthcare reforms. At present, the Group manages two hospitals located in Beijing and Shanghai. Beijing Qinghe Hospital ("Qinghe Hospital"), located in Haidian District, Beijing with a gross floor area of approximately 75,000 m^2, is under trial operation. Qinghe Hospital specialised not only in haematology but also provides a broad range of medical disciplines. It offers 600 beds, of which 48 beds are haematology wards. Through working seamlessly with the Peking University People's Hospital (北京大學人民醫院), Qinghe Hospital strives to deliver prime healthcare services to the general public in Beijing. During the Reporting Period, as Qinghe Hospital remained in trial operation, there was no revenue contribution and that has affected the operating income of Qinghe Hospital. Nevertheless, the management believes the revenue, profit and cash flow of Qinghe Hospital will improve progressively once it is fully operational. At the same time, leveraging on its well-known brand and sound reputation, Shanghai East International Medical Centre provides premium healthcare services to the affluent people in Shanghai and the surrounding neighbourhoods and continues to make revenue contribution to the hospital management business.

Golden Meditech consistently provides high quality healthcare services as its top priority. As healthcare reforms continue to deepen, the Company will unveil vast opportunities offered by such reforms. The Group strives to integrate resources, accelerate the high-end market expansion, increase the economies of scale as well as brand awareness, with a view to optimise the Group's future economic return.

Medical Insurance Administration Business

Through years of development, China's basic medical insurance coverage has extended to urban and rural population. It is essential to draw in commercial medical insurance companies which offer third-party settlement in order to meet the increasing pressure on the medical insurance payments. On the other hand, the complexity of the medical data and information has hindered the medical insurance companies from developing actuarial data solutions, thus slowing down the launch of new insurance products. Seeing this market opportunity, GM-Medicare Management (China) Company Limited serves as a missing link by providing claims process and bill settlement services to medical insurance companies, hospitals and policy holders, with a view to filling the gap in the value chain of medical insurance sector.

As the medical insurance administration business is still at the development stage, the Group not only continues to devote resources to enhance its claim administration system, but also explores market opportunities in order to gain acknowledgement and accreditation from the end users. Moreover, the Group will further summarise the collaboration experiences with the government and explore more collaboration opportunities with the insurance companies. The Group aims to build an efficient and comprehensive healthcare services system to a larger population, thus enhancing the Group's core competitiveness as well as its profitability.

MEDICAL DEVICES SEGMENT

A segmental financial breakdown of the medical devices segment (currently consists of the manufacturing of medical devices and sales of medical device consumables) is as follows:

	Six months ended 30 September	
	2015 (HK$'000)	2014 (HK$'000)
Revenue from medical devices	**20,238**	26,874
Revenue from medical device accessories	**69,378**	67,706
Revenue from distribution of medical accessories	**29**	—
Selling and administrative expenses	**(24,981)**	(23,154)
Profit before interest and tax	**25,123**	31,963
Profit after tax	**17,136**	23,004

During the Reporting Period, revenue from the medical devices segment amounted to HK$89,645,000, representing a decrease of 5.2% as compared to the previous corresponding period, accounted for 16.4% of the Group's total revenue. With the deepening of the Company's strategic transformation, the healthcare services segment will become the key healthcare value chain businesses of the Company. The medical devices segment will synergise with the healthcare services segment and continue to contribute revenue to the Group.

The Group has engaged in the development, production, sales and distribution of the medical devices business for almost fifteen years. Banking on its strengths in research and development, qualified professionals and extensive distribution network, the Group has accumulated valuable business resources and experiences in the healthcare industry. During the Reporting Period, the Group proactively adjusted its marketing strategy and lowered Autologous Blood Recovery System selling price in order to stabilise the sales of medical device consumables.

In the midst of increasing competition in the medical devices market, Golden Meditech will endeavor to adjust pricing strategy in a flexible manner by optimising its product mix and improving its self-developed techniques, so as to enhance the product competitiveness. In addition, capitalising on its existing business network to introduce prime quality foreign medical devices to China and improving its healthcare value chain businesses are key to promoting the Group's overall competitiveness, enabling it to timely grasp the opportunities arising from the healthcare reforms.

STRATEGIC INVESTMENTS

A segmental financial breakdown of the strategic investments is as follows:

	Six months ended 30 September	
	2015 (HK$'000)	2014 (HK$'000)
Revenue from Chinese herbal medicines business	**2,822**	2,917
Selling and administrative expenses	**(11,640)**	(12,549)
Loss before interest and tax	**(12,844)**	(14,512)
Loss after tax	**(11,012)**	(12,672)

During the Reporting Period, the Chinese herbal medicines business recorded an operating loss of HK$12,844,000. The Company will continue to explore better solutions to unlock the commercial value of the Shanghai production facility of the Chinese herbal medicines business.

OUTLOOK

The Group will exploit the growth opportunities arising from the deepening of China's healthcare reforms and streamline the resources of its healthcare value chain. In addition, the Group will continue focusing on the premium healthcare services business as its core strategy and generating synergies from the medical devices business. Furthermore, the Group will improve its efficiency and accelerate its business development, so as to enhance the Company's operating performance.

Leveraging on its pioneer status in the healthcare industry, the Group is committed to exploring viable opportunities along the healthcare value chain through its prudent and pragmatic approach. At the same time, the Group thrives to expand its momentum in the huge healthcare market and exploit the intrinsic value of Golden Meditech, thus consolidating its leading position in the integrated healthcare industry.

GROUP FINANCIAL REVIEW

For the six months ended 30 September 2015, the Group's core businesses reported steady revenue growth at HK$545,575,000, representing an increase of 5.2% as compared to the corresponding period last year. The healthcare services segment remained the largest source of revenue and contributed HK$453,108,000, with a 7.5% increase as compared to the corresponding period last year and accounted for 83.1% of the Group's total revenue. Revenue from the medical devices segment totalled HK$89,645,000 and accounted for 16.4% of the Group's total revenue.

Gross Margin

The Group's gross profit margin increased by 0.4 percentage point to 72.6% compared to the corresponding period last year. Our core businesses, the healthcare services segment and the medical devices segment reported gross profit margins of 77.7% and 52.0% respectively, compared to 77.4% and 54.6% in the corresponding period last year.

Selling and Administrative Expenses

The Group continued to enhance its marketing and business development initiatives across all business segments, particularly in its hospital management business and cord blood storage business. Selling and administrative expenses incurred for the period totalled HK$399,295,000, up 34.8% as compared to the corresponding period last year. Such fluctuation was largely attributable to the equity settled share-based payment expenses incurred by CCBC, the professional fees incurred for the Proposed Privatisation and the startup costs of Qinghe Hospital. Management strictly monitors any expenditure to ensure costs are maintained at an acceptable level.

Other Revenue

During the Reporting Period, the Group recorded other revenue of HK$33,551,000, compared to HK$159,802,000 as recorded in the corresponding period last year. Fluctuation was largely attributable to the management income received from a third party of HK$140,400,000 in the corresponding period last year, while no such income was recorded during the Reporting Period.

Other Net Income/(Loss)

During the Reporting Period, the Group recorded other net income of HK$4,898,000, compared to a net loss of HK$12,924,000 as recorded in the corresponding period last year. Fluctuation was largely attributable to the changes in fair values of trading securities held by the Group.

Impairment Loss on Available-for-sale Equity Securities

During the Reporting Period, the Group recorded HK$10,474,000 non-cash impairment loss on certain listed available-for-sale equity securities as a result of the decline in fair values, while no such loss was recorded in the corresponding period last year.

Profit from Operations

The Group recorded operating profit of HK$24,537,000, representing an 89.1% decrease compared to the corresponding period last year. Such decrease was largely attributable to the management income received from a third party in the corresponding period last year and the increase in selling and administrative expenses during the Reporting Period as mentioned aforesaid.

Finance Costs

The Group's finance costs recorded for the Reporting Period decreased by HK$4,255,000 to HK$30,022,000, which was mainly due to the decrease in amortisation charges of arrangement fees on interest-bearing borrowings.

Changes in Fair Value of Financial Liabilities at Fair Value through Profit or Loss

During the Reporting Period, the Group recorded fair value loss of HK$334,620,000, which was largely attributable to the changes in fair value of the convertible notes issued by CCBC. CCBC's share price increased to US$6.02 per share as at 30 September 2015 (31 March 2015: US$5.11 per share), representing approximately 112.1% higher than the conversion price of such convertible notes.

Income Tax

The Group's total income tax expense was HK$40,048,000, representing a 19.2% increase from that of the previous reporting period. Such increase was largely attributable to the higher taxable profits of the cord blood storage segment during the Reporting Period.

(Loss)/Profit Attributable to Equity Shareholders of the Company

During the Reporting Period, the Group recorded loss attributable to equity shareholders of the Company of HK$234,049,000 as compared to a profit of HK$111,905,000 in the previous reporting period. Fluctuation was mainly attributable to the decrease in operating profit and the non-cash losses recorded as a result of the fair value changes of financial assets and financial liabilities held by the Group.

Excluding non-cash impairment losses, fair value losses of financial assets and liabilities, share-based payment expenses and management income from a third party, adjusted loss attributable to equity shareholders of the Company for the Reporting Period was HK$77,553,000 as compared to an adjusted loss of HK$26,821,000 in the corresponding period last year. Fluctuation was in line with the decrease in operating profit.

Current Assets and Total Assets

As at 30 September 2015, the Group's total current assets and total assets were HK$4,654,374,000 and HK$10,100,331,000 (31 March 2015: HK$4,552,024,000 and HK$10,154,386,000), respectively.

Liquidity and Financial Resources

As at 30 September 2015, the Group's cash and bank deposits amounted to HK$4,224,543,000 (31 March 2015: HK$4,045,558,000); total interest-bearing debts stood at HK$3,008,448,000 (31 March 2015: HK$2,791,452,000).

Debt Ratio

On the basis of total interest-bearing liabilities divided by total equity, the Group's debt ratio was 70.2% as at 30 September 2015 (31 March 2015: 60.2%). From a long-term perspective, the management is committed to maintain an optimal and stable debt ratio, in order to achieve maximum capital efficiency.

Credit and Capital Policies

The Group adopts a relatively prudent approach in treasury policies, through continuous assessment of customers' financial status to minimise credit risk. The management closely monitors its cash flow status to mitigate liquidity risk to ensure the Group's capital structure should meet its cash flow requirements.

Employees

The Group employed 1,845 (30 September 2014: 1,754) full-time staff in Hong Kong and in Mainland China. During the Reporting Period, total staff costs (including directors' remuneration, the Mandatory Provident Fund and equity settled share-based payment expenses) amounted to HK$171,137,000 (period ended 30 September 2014: HK$117,132,000).

Details of the Group's Pledged Assets and Loan Guarantees

As at 30 September 2015, the Group has pledged certain assets as collaterals and provided guarantees for certain bank loans as follows:

(i) the bank loans of certain subsidiaries of HK$121,788,000 (31 March 2015: HK$202,711,000) were secured by interests in certain leasehold land and buildings with carrying amounts of HK$77,085,000 (31 March 2015: HK$219,714,000); and

(ii) the bank loan of the Company of HK$753,610,000 (31 March 2015: HK$749,913,000) was guaranteed by five of its subsidiaries, namely China Bright Group Co. Limited, GM Hospital Group Limited, GM Hospital Investment Ventures Company Limited, GM Hospital Management Company Limited and Golden Meditech Stem Cells (BVI) Company Limited.

Further details of pledged assets and loan guarantees are set out in note 19 to the interim financial report.

Dividend

The directors of the Company do not recommend the payment of a dividend in respect of the period ended 30 September 2015 (period ended 30 September 2014: HK$nil).

At the Company's annual general meeting held on 31 July 2015, shareholders approved the payment of a final dividend of HK1.3 cents per ordinary share of the Company of par value of HK$0.20 each (the "Share") for the year ended 31 March 2015 (year ended 31 March 2014: final dividend of HK2.6 cents per Share). Shareholders will be given an option to receive the final dividend in cash or an allotment of scrip shares in lieu of cash. Dividend payable of HK$25,628,000 was recorded in the consolidated statement of financial position as at 30 September 2015. Further details of the final dividend are set out in the circulars of the Company dated 30 June 2015 and 20 August 2015.

At the Company's extraordinary general meeting held on 3 June 2014, shareholders approved the special dividend of HK3 cents per Share. The special dividend was paid to eligible shareholders during the period ended 30 September 2014. Shareholders were given an option to receive the dividend in cash or an allotment of scrip shares in lieu of cash. Further details of the special dividend are set out in the circulars of the Company dated 9 May 2014 and 19 June 2014.

CONSOLIDATED INCOME STATEMENT

for the six months ended 30 September 2015 - unaudited
(Expressed in Hong Kong dollars)

	Note	Six months ended 30 September 2015 $'000	2014 $'000 Restated (Note 3)
Turnover	5	**545,575**	518,852
Cost of sales		**(149,718)**	(144,080)
Gross profit		**395,857**	374,772
Other revenue	6	**33,551**	159,802
Other net income/(loss)	7	**4,898**	(12,924)
Selling expenses		**(100,649)**	(87,085)
Administrative expenses		**(298,646)**	(209,166)
Impairment loss on available-for-sale equity securities		**(10,474)**	—
Profit from operations		**24,537**	225,399
Finance costs	8(a)	**(30,022)**	(34,277)
Changes in fair value of financial liabilities at fair value through profit or loss	21	**(334,620)**	(152,328)
(Loss)/profit before taxation	8	**(340,105)**	38,794
Income tax	9	**(40,048)**	(33,607)
(Loss)/profit for the period		**(380,153)**	5,187
(Loss)/profit attributable to:			
Equity shareholders of the Company		**(234,049)**	111,905
Non-controlling interests		**(146,104)**	(106,718)
(Loss)/profit for the period		**(380,153)**	5,187
(Loss)/earnings per share			
Basic (in cents)	10(a)	**(12.46)**	6.56
Diluted (in cents)	10(b)	**(12.46)**	6.56

The notes on pages 20 to 52 form part of this interim financial report.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

for the six months ended 30 September 2015 - unaudited
(Expressed in Hong Kong dollars)

	Six months ended 30 September	
	2015	2014
	$'000	$'000
		Restated (Note 3)
(Loss)/profit for the period	**(380,153)**	5,187
Other comprehensive income for the period (after tax and reclassification adjustments)		
Items that may be reclassified subsequently to profit or loss:		
Exchange reserve: net movement during the period, net of nil tax	**(180,092)**	1,969
Fair value reserve: changes in fair value during the period, net of nil tax	**20,397**	5,425
Fair value reserve: reclassification adjustment for amounts transferred to profit or loss	**10,474**	—
Other comprehensive income for the period	**(149,221)**	7,394
Total comprehensive income for the period	**(529,374)**	12,581
Attributable to:		
Equity shareholders of the Company	**(348,319)**	119,177
Non-controlling interests	**(181,055)**	(106,596)
Total comprehensive income for the period	**(529,374)**	12,581

The notes on pages 20 to 52 form part of this interim financial report.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

at 30 September 2015 - unaudited
(Expressed in Hong Kong dollars)

	Note	**At 30 September 2015 $'000**	At 31 March 2015 $'000
Non-current assets			
Fixed assets	11		
– Property, plant and equipment		**2,047,597**	2,123,342
– Interests in leasehold land held for own use under operating leases		**1,603,711**	1,651,632
		3,651,308	3,774,974
Intangible assets		**152,178**	161,876
Goodwill		**563,911**	582,365
Available-for-sale securities		**503,536**	483,139
Trade and other receivables	13	**484,552**	508,673
Inventories	14	**74,082**	73,074
Deferred tax assets		**16,390**	18,261
		5,445,957	5,602,362
Current assets			
Available-for-sale securities		**63,867**	63,867
Inventories	14	**37,569**	37,598
Trading securities		**18,672**	98,945
Trade and other receivables	15	**309,723**	306,056
Time deposits	16	**59,166**	86,169
Cash and cash equivalents	17	**4,165,377**	3,959,389
		4,654,374	4,552,024
Current liabilities			
Trade and other payables	18	**486,952**	488,024
Interest-bearing borrowings	19	**121,788**	202,711
Obligations under finance leases	20	**926**	1,482
Income tax payables		**80,522**	79,738
Deferred income		**302,231**	279,341
		992,419	1,051,296
Net current assets		**3,661,955**	3,500,728
Total assets less current liabilities		**9,107,912**	9,103,090

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

at 30 September 2015 - unaudited
(Expressed in Hong Kong dollars)

	Note	At 30 September 2015 $'000	At 31 March 2015 $'000
Non-current liabilities			
Other payables	18	**289,739**	323,134
Interest-bearing borrowings	19	**753,610**	749,913
Obligations under finance leases	20	**1,626**	2,078
Financial liabilities at fair value through profit or loss	21	**2,130,498**	1,835,268
Deferred tax liabilities		**153,557**	163,144
Deferred income		**1,490,146**	1,392,878
Other non-current liabilities		**408**	424
		4,819,584	4,466,839
NET ASSETS		**4,288,328**	4,636,251
CAPITAL AND RESERVES			
Share capital	22(a)	**394,278**	359,572
Reserves		**3,023,085**	3,229,703
Total equity attributable to equity shareholders of the Company		**3,417,363**	3,589,275
Non-controlling interests		**870,965**	1,046,976
TOTAL EQUITY		**4,288,328**	4,636,251

The notes on pages 20 to 52 form part of this interim financial report.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the six months ended 30 September 2015 - unaudited
(Expressed in Hong Kong dollars)

	Note	Attributable to equity shareholders of the Company												
		Share capital $'000	Share premium $'000	Capital redemption reserve $'000	Capital reserve $'000	Merger reserve $'000	Exchange reserve $'000	Surplus reserve $'000	Fair value reserve $'000	Other reserves $'000	Retained profits $'000	Total $'000	Non-controlling interests $'000	Total equity $'000
Balance at 1 April 2015		359,572	2,368,790	11,679	42,136	54,193	493,255	210,726	40,289	(747,266)	755,901	3,589,275	1,046,976	4,636,251
Total comprehensive income for the period		–	–	–	–	–	(125,862)	–	11,592	–	(234,049)	(348,319)	(181,055)	(529,374)
Shares issued upon warrants conversion	22(a)(i)	6,706	40,237	–	–	–	–	–	–	–	–	46,943	–	46,943
Placing of shares under general mandate	22(a)(iii)	28,000	112,000	–	–	–	–	–	–	–	–	140,000	–	140,000
Final dividend approved during the period in respect of the year ended 31 March 2015	22(b)	–	–	–	–	–	–	–	–	–	(25,628)	(25,628)	–	(25,628)
Dividends to holders of non-controlling interests		–	–	–	–	–	–	–	–	–	–	–	(15,840)	(15,840)
Equity settled share-based payment expenses		–	–	–	15,092	–	–	–	–	–	–	15,092	20,884	35,976
Transfer to surplus reserve		–	–	–	–	–	–	10,200	–	–	(10,200)	–	–	–
Balance at 30 September 2015		394,278	2,521,027	11,679	57,228	54,193	367,393	220,926	51,881	(747,266)	486,024	3,417,363	870,965	4,288,328

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the six months ended 30 September 2015 - unaudited
(Expressed in Hong Kong dollars)

		Attributable to equity shareholders of the Company													
	Note	Share capital $'000	Share premium $'000	Capital redemption reserve $'000	Capital reserve $'000	Merger reserve $'000	Exchange reserve $'000	Surplus reserve $'000	Fair value reserve $'000	Other reserves $'000	Retained profits $'000	Amounts recognised in other comprehensive income and accumulated in equity relating to non-current assets classified as held for sale $'000	Total $'000	Non-controlling interests $'000	Total equity $'000
Balance at 1 April 2014		341,759	2,275,066	11,679	33,395	54,193	515,071	193,866	61,018	(708,127)	1,668,548	46,393	4,492,861	1,357,623	5,850,484
Total comprehensive income for the period		–	–	–	–	–	9,548	–	(2,276)	–	111,905	–	119,177	(106,596)	12,581
Shares issued upon warrants conversion	22(a)(ii)	19	117	–	–	–	–	–	–	–	–	–	136	–	136
Special dividend approved during the period	22(b)	1,820	8,951	–	–	–	–	–	–	–	(51,264)	–	(40,493)	–	(40,493)
Final dividend approved during the period in respect of the year ended 31 March 2014	22(b)	–	–	–	–	–	–	–	–	–	(44,667)	–	(44,667)	–	(44,667)
Acquisition of additional interest in a subsidiary	23(b)	–	–	–	–	–	–	–	–	81,922	–	–	81,922	(235,699)	(153,777)
Transfer to surplus reserve		–	–	–	–	–	–	9,136	–	–	(9,136)	–	–	–	–
Balance at 30 September 2014 (Restated)		343,598	2,284,134	11,679	33,395	54,193	524,619	203,002	58,742	(626,205)	1,675,386	46,393	4,608,936	1,015,328	5,624,264

The notes on pages 20 to 52 form part of this interim financial report.

CONDENSED CONSOLIDATED CASH FLOW STATEMENT

for the six months ended 30 September 2015 - unaudited
(Expressed in Hong Kong dollars)

	Note	Six months ended 30 September 2015 $'000	2014 $'000 Restated (Note 3)
Operating activities			
Cash generated from operations		**341,481**	606,775
The People's Republic of China ("PRC") income tax paid		**(39,932)**	(41,413)
PRC income tax refund		**—**	22,992
Net cash generated from operating activities		**301,549**	588,354
Investing activities			
Payment for purchase of property, plant and equipment		**(85,637)**	(132,971)
Payment for purchase of available-for-sale securities		**—**	(36,012)
Proceeds from disposal of trading securities		**84,473**	—
Other cash flows generated from/(used in) investing activities		**50,431**	(11,895)
Net cash generated from/(used in) investing activities		**49,267**	(180,878)
Financing activities			
Proceeds from new interest-bearing borrowings		**—**	770,309
Repayments of interest-bearing borrowings		**(75,160)**	(661,869)
Dividends paid to equity shareholders of the Company		**—**	(40,529)
Dividends paid to holders of non-controlling interests		**(15,840)**	—
Proceeds from issuance of shares upon warrants conversion	22(a)(ii)	**46,943**	136
Proceeds from placing of shares under general mandate	22(a)(iii)	**140,000**	—
Payment for acquisition of additional interest in a subsidiary		**(50,000)**	(50,000)
Other cash flows used in financing activities		**(65,314)**	(97,195)
Net cash used in financing activities		**(19,371)**	(79,148)
Net increase in cash and cash equivalents		**331,445**	328,328
Cash and cash equivalents at 1 April		**3,959,389**	2,711,714
Effect of foreign exchanges rates changes		**(125,457)**	4,910
Cash and cash equivalents at 30 September	17	**4,165,377**	3,044,952

The notes on pages 20 to 52 form part of this interim financial report.

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

(Expressed in Hong Kong dollars unless otherwise indicated)

1 BASIS OF PREPARATION

This interim financial report has been prepared in accordance with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") (the "Listing Rules") including compliance with Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA"). It was authorised for issue on 30 November 2015.

This interim financial report has been prepared in accordance with the same accounting policies adopted in the financial statements for the year ended 31 March 2015, except for the accounting policy changes that are expected to be reflected in the financial statements for the year ending 31 March 2016. Details of any changes in accounting policies are set out in note 2.

The preparation of an interim financial report in conformity with HKAS 34 requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses on a year-to-date basis. Actual results may differ from these estimates.

This interim financial 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 31 March 2015. The condensed consolidated interim financial statements and notes thereto do not include all of the information required for a full set of financial statements prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs").

The financial information relating to the financial year ended 31 March 2015 that is included in the interim financial report as comparative information does not constitute the Company's statutory financial statements for that financial year but is derived from those financial statements. Statutory financial statements for the year ended 31 March 2015 are available from the website of the Stock Exchange. The auditors have expressed an unqualified opinion on those financial statements in their report dated 30 June 2015.

2 CHANGES IN ACCOUNTING POLICIES

The HKICPA has issued the following amendments to HKFRSs that are first effective for the current accounting period of the Group and the Company:

— HKAS 19 (2011) Amendment "Defined Benefit Plans : Employee Contributions"

— Annual Improvements to HKFRSs 2010 - 2012 Cycle

— Annual Improvements to HKFRSs 2011 - 2013 Cycle

None of these developments have had a material effect on how the Group's results and financial position for the current or prior periods have been prepared or presented. The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period.

3 RESTATEMENTS OF COMPARATIVE FIGURES

In the preparation of the interim financial report for the period ended 30 September 2015, the directors of the Company considered that certain line items of the unaudited financial statements for the period ended 30 September 2014 should be restated to better reflect the financial performance of the comparative period.

The amounts restated and the impacts to the unaudited consolidated income statement, unaudited consolidated statement of comprehensive income and unaudited condensed consolidated cash flow statement are as follows:

Consolidated Income Statement:

	For the period ended 30 September 2014		
	As previously reported $'000	Adjustments $'000	As restated $'000
Turnover	546,011	(27,159)	518,852
Cost of sales	(162,948)	18,868	(144,080)
Other revenue	19,402	140,400	159,802
Other net loss	(12,924)	—	(12,924)
Selling expenses	(87,085)	—	(87,085)
Administrative expenses	(217,457)	8,291	(209,166)
Finance costs	(34,277)	—	(34,277)
Changes in fair value of financial liabilities at fair value through profit or loss	(152,328)	—	(152,328)
Gain on disposal of non-current assets classified as held for sale	29,928	(29,928)	—
Income tax	(33,607)	—	(33,607)
(Loss)/profit for the period	**(105,285)**	**110,472**	**5,187**
(Loss)/profit attributable to:			
Equity shareholders of the Company	1,433	110,472	111,905
Non-controlling interests	(106,718)	—	(106,718)
(Loss)/profit for the period	**(105,285)**	**110,472**	**5,187**
Basic earnings per share (in cents)	0.08	6.48	6.56
Diluted earnings per share (in cents)	0.08	6.48	6.56

3 RESTATEMENTS OF COMPARATIVE FIGURES (continued)

Consolidated Statement of Comprehensive Income:

	For the period ended 30 September 2014		
	As previously reported $'000	Adjustments $'000	As restated $'000
Total comprehensive income attributable to:			
Equity shareholders of the Company	8,705	110,472	119,177
Non-controlling interests	(106,596)	—	(106,596)
Total comprehensive income for the period	**(97,891)**	**110,472**	**12,581**

Condensed Consolidated Cash Flow Statement:

	For the period ended 30 September 2014		
	As previously reported $'000	Adjustments $'000	As restated $'000
Net cash generated from operating activities	447,954	140,400	588,354
Net cash used in investing activities	(40,478)	(140,400)	(180,878)
Net cash used in financing activities	(79,148)	—	(79,148)
Net increase in cash and cash equivalents	**328,328**	**—**	**328,328**

4 SEGMENT REPORTING

The Group manages its business by divisions, which are organised by business lines (products and services). In a manner consistent with the way in which information is reported internally to the Group's most senior executive management for the purposes of resources allocation and performance assessment, the Group has presented the following five reportable segments. No operating segments have been aggregated to form the following reportable segments:

(i) Medical devices segment: the development, manufacture and sale of medical devices and medical device accessories.

(ii) Cord blood storage segment: the provision of cord blood stem cell examination, processing, separation and storage service and other related services.

(iii) Hospital management segment: the provision of management service to hospitals and operation of hospitals in the PRC.

(iv) Medical insurance administration segment: the provision of medical insurance administration service in the PRC.

(v) Chinese herbal medicines segment: the research and development, manufacture and sale of Chinese herbal medicines.

4 SEGMENT REPORTING (continued)

(a) Segment results

For the purposes of assessing segment performance and allocating resources among segments, the Group's most senior executive management monitors the results attributable to each reportable segment on the following base:

Revenue and expenses are allocated to reportable segments with reference to revenue generated by those segments and expenses incurred by those segments or which otherwise arise from the depreciation or amortisation of assets attributable to those segments.

The measure used for reporting segment profit/(loss) is profit/(loss) from operations.

Information regarding the Group's reportable segments as provided to the Group's most senior executive management for the purposes of segment performance assessment and resources allocation for the periods ended 30 September 2015 and 2014 is set out below:

	Medical devices		Cord blood storage		Hospital management		Medical insurance administration		Chinese herbal medicines		Total	
	2015 $'000	2014 $'000	**2015 $'000**	2014 $'000	**2015 $'000**	2014 $'000 Restated	**2015 $'000**	2014 $'000	**2015 $'000**	2014 $'000	**2015 $'000**	2014 $'000 Restated
For the six months ended 30 September												
Revenue from external customers	**89,645**	94,580	**421,979**	384,242	**28,349**	34,719	**2,780**	2,394	**2,822**	2,917	**545,575**	518,852
Inter-segment revenue	**26,931**	244	**—**	—	**—**	—	**—**	—	**—**	—	**26,931**	244
Reportable segment revenue	**116,576**	94,824	**421,979**	384,242	**28,349**	34,719	**2,780**	2,394	**2,822**	2,917	**572,506**	519,096
Segment profit/(loss)	**25,123**	31,963	**151,750**	164,113	**(69,649)**	(43,644)	**(17,357)**	(17,806)	**(12,844)**	(14,512)	**77,023**	120,114

The Group's turnover and operating profit/(loss) derived from activities outside the PRC are immaterial, and therefore, no geographical information is provided.

4 SEGMENT REPORTING (continued)

(b) Reconciliations of reportable segment profit or loss

	Six months ended 30 September	
	2015	2014
	$'000	$'000
		Restated
Reportable segment profit	**77,023**	120,114
Finance costs	**(30,022)**	(34,277)
Changes in fair value of financial liabilities at fair value through profit or loss	**(334,620)**	(152,328)
Net realised and unrealised gain/(loss) on trading securities	**4,201**	(6,979)
Dividend income from trading securities	**—**	1,385
Management income from a third party	**—**	140,400
Unallocated head office and corporate expenses	**(56,687)**	(29,521)
Consolidated (loss)/profit before taxation	**(340,105)**	38,794

5 TURNOVER

The Company acts as an investment holding company and the Group is principally engaged in the manufacture and sale of medical devices and related medical device accessories; the provision of cord blood storage services; the provision of hospital management services and hospital operation; the provision of medical insurance administration services and the research and development, manufacture and sale of Chinese herbal medicines.

Turnover represents the sales value of goods supplied to customers, income from provision of cord blood storage services, income from provision of hospital management services and hospital operation and income from provision of medical insurance administration services, less applicable value-added tax ("VAT") or business tax.

The amount of each significant category of revenue recognised in turnover during the period is as follows:

	Six months ended 30 September	
	2015	2014
	$'000	$'000
		Restated
Sale of medical devices and medical device accessories	**89,645**	94,580
Cord blood storage service income	**421,979**	384,242
Hospital management service and hospital operation income	**28,349**	34,719
Medical insurance administration service income	**2,780**	2,394
Sale of Chinese herbal medicines	**2,822**	2,917
	545,575	518,852

6 OTHER REVENUE

	Six months ended 30 September	
	2015	2014
	$'000	$'000
		Restated
Dividend income from available-for-sale securities	**14,050**	1,504
Interest income from bank deposits	**9,236**	7,325
Interest income from trade receivables	**5,378**	6,042
VAT refunds (i)	**1,754**	2,237
Dividend income from trading securities	**—**	1,385
Management income from a third party (ii)	**—**	140,400
Sundry income	**3,133**	909
	33,551	159,802

(i) Pursuant to the relevant government policies and approval documents from the local government authorities, one of the Group's PRC subsidiaries is entitled to VAT refund which is calculated at approximately 14% (2014: approximately 14%) of sale of software products embedded in the medical devices.

(ii) During the period ended 30 September 2014, the Group received $140,400,000 management income from a third party.

7 OTHER NET INCOME/(LOSS)

	Six months ended 30 September	
	2015	2014
	$'000	$'000
Net realised and unrealised gain/(loss) on trading securities	**4,201**	(6,979)
Net exchange gain/(loss)	**873**	(938)
Net loss on disposal of property, plant and equipment	**(12)**	(6,623)
Others	**(164)**	1,616
	4,898	(12,924)

8 (LOSS)/PROFIT BEFORE TAXATION

(Loss)/profit before taxation is arrived at after charging:

	Six months ended 30 September	
	2015	2014
	$'000	$'000
(a) Finance costs		
Interests on interest-bearing borrowings wholly repayable within five years	**29,973**	33,699
Transaction costs of issuance of convertible notes by a subsidiary	**—**	529
Finance charges on obligations under finance leases	**49**	49
	30,022	34,277

8 (LOSS)/PROFIT BEFORE TAXATION (continued)

(Loss)/profit before taxation is arrived at after charging: (continued)

		Six months ended 30 September	
		2015	2014
		$'000	$'000
(b)	**Staff costs**		
	Salaries, wages and other benefits	**121,711**	104,178
	Contributions to defined contribution retirement plans	**13,450**	12,954
	Equity settled share-based payment expenses	**35,976**	—
		171,137	117,132
(c)	**Other items**		
	Depreciation of property, plant and equipment	**56,023**	53,155
	Amortisation of land lease premium	**19,104**	19,137
	Amortisation of intangible assets	**3,527**	3,542
	Impairment loss on available-for-sale equity securities#	**10,474**	—
	Impairment loss on trade receivables	**11,067**	15,143
	Research and development costs (other than depreciation and amortisation costs)	**9,059**	10,557

\# As at 30 September 2015, certain listed available-for-sale equity securities of the Group were individually determined to be impaired. During the period ended 30 September 2105, impairment loss on these investments of $10,474,000 (2014: $nil) was recognised in profit or loss.

9 INCOME TAX

	Six months ended 30 September	
	2015	2014
	$'000	$'000
Current tax – PRC Corporate Income Tax ("CIT")	**40,494**	34,588
Deferred tax	**(446)**	(981)
	40,048	33,607

9 INCOME TAX (continued)

The Group's subsidiaries in the PRC are subject to PRC CIT.

On 16 March 2007, the PRC government enacted the new Corporate Income Tax law ("CIT Law"), which unified the income tax rate to 25% for all companies incorporated in the PRC. Accordingly, except for Beijing Jingjing Medical Equipment Co., Ltd. ("Beijing Jingjing"), Beijing Jiachenhong Biological Technologies Co., Ltd. ("Beijing Jiachenhong") and Guangzhou Municipality Tianhe Nuoya Bio-engineering Co., Ltd. ("Guangzhou Nuoya"), all PRC subsidiaries of the Group are subject to income tax at 25% for the periods ended 30 September 2015 and 2014.

In October 2011, upon the receipt of the notification issued by the local tax bureau, Beijing Jingjing renewed its designation as a high and new technology enterprise ("HNTE"), and therefore, qualified to the reduced income tax rate of 15% retrospectively from 1 January 2011 to 31 December 2014. Beijing Jingjing subsequently obtained its latest renewed certificate of HNTE on 30 October 2014 with an effective period of three years ending 31 December 2017. Therefore, income tax expense of Beijing Jingjing for the periods ended 30 September 2015 and 2014 was calculated based on an income tax rate of 15%.

Beijing Jiachenhong obtained its latest renewed certificate of HNTE from local tax bureau dated 30 October 2014 and qualified to the reduced income tax rate of 15% from 1 January 2014 to 31 December 2016. Therefore, income tax expense of Beijing Jiachenhong for the periods ended 30 September 2015 and 2014 was calculated based on an income tax rate of 15%.

Guangzhou Nuoya obtained its latest renewed certificate of HNTE from local tax bureau dated 16 October 2013 and qualified to the reduced income tax rate of 15% from 1 January 2013 to 31 December 2015. Therefore, income tax expense of Guangzhou Nuoya for the periods ended 30 September 2015 and 2014 was calculated based on an income tax rate of 15%.

The CIT Law and its relevant regulations also impose a withholding tax at 10%, unless reduced by a tax treaty/arrangement, on dividend distributions made out of the PRC from earnings accumulated from 1 January 2008. Undistributed earnings generated prior to 1 January 2008 are exempted from such withholding tax.

Taxation for other entities of the Group is charged at their respective appropriate income tax rates ruling in the relevant countries.

10 (LOSS)/EARNINGS PER SHARE

(a) Basic (loss)/earnings per share

The calculation of basic (loss)/earnings per share is based on the loss attributable to equity shareholders of the Company of $234,049,000 (2014: profit of $111,905,000) and the weighted average number of 1,878,119,000 (2014: 1,706,881,000) ordinary shares in issue during the period, calculated as follows:

Weighted average number of ordinary shares

	Six months ended 30 September	
	2015	2014
	Shares	Shares
	'000	'000
Issued ordinary shares at beginning of the period	**1,797,859**	1,703,793
Effect of issue of shares in lieu of cash dividends	**—**	3,084
Effect of issue of shares upon warrants conversion	**20,588**	4
Effect of placing of shares under general mandate	**59,672**	—
Weighted average number of ordinary shares	**1,878,119**	1,706,881

	Six months ended 30 September	
	2015	2014
	$'000	$'000
		Restated
(Loss)/profit attributable to equity shareholders of the Company	**(234,049)**	111,905
Basic (loss)/earnings per share (HK cents)	**(12.46)**	6.56

(b) Diluted (loss)/earnings per share

For the periods ended 30 September 2015 and 2014, diluted (loss)/earnings per share were same as the basic (loss)/earnings per share as the inclusion of the dilutive potential ordinary shares in respect of the share options, warrants and convertible notes in issue during the respective periods would have an anti-dilutive effect.

11 FIXED ASSETS

The movements in property, plant and equipment and interests in leasehold land held for own use under operating leases during the period/year ended 30 September 2015 and 31 March 2015 are analysed as follows:

	Property, plant and equipment $'000	**Interests in leasehold land held for own use under operating leases $'000**	**Total $'000**
As at 1 April 2015	**2,123,342**	**1,651,632**	**3,774,974**
Exchange adjustments	**(80,265)**	**(28,817)**	**(109,082)**
Additions	**60,697**	**—**	**60,697**
Disposals	**(154)**	**—**	**(154)**
Depreciation/amortisation charge for the period	**(56,023)**	**(19,104)**	**(75,127)**
As at 30 September 2015	**2,047,597**	**1,603,711**	**3,651,308**

	Property, plant and equipment $'000	Interests in leasehold land held for own use under operating leases $'000	Total $'000
As at 1 April 2014	1,961,811	1,685,008	3,646,819
Exchange adjustments	12,988	4,995	17,983
Additions	271,356	—	271,356
Disposals	(8,975)	—	(8,975)
Depreciation/amortisation charge for the year	(110,954)	(38,371)	(149,325)
Impairment loss for the year	(2,884)	—	(2,884)
As at 31 March 2015	2,123,342	1,651,632	3,774,974

12 NON-CURRENT ASSETS CLASSIFIED AS HELD FOR SALE

On 22 March 2014, GM Investment Company Limited ("GM Investment"), a wholly-owned subsidiary of the Company, entered into a conditional sales and purchase agreement with Sanpower Group Limited* (三胞集團有限公司) ("Sanpower") (the "Fortress SPA") to sell its entire interest in its former associate, Fortress Group Limited ("Fortress"), representing approximately 27.9% of the issued share capital of Fortress, for a consideration of approximately US$101,264,000 (equivalent to approximately $789,863,000).

Completion of the Fortress SPA is conditional upon, among other things, the satisfaction of certain conditions, including but not limited to the completion of the agreement in relation to the disposal of a controlling shareholding interest in Fortress ("PAG Agreement") entered into by PAG Asia I LP, a controlling shareholder of Fortress, and Sanpower.

Further details of the disposal are set out in the Company's circular dated 12 May 2014.

Upon completion of the disposal, the Group will not hold any interest in Fortress and Fortress will cease to be an associate of the Group. Accordingly, the Group reclassified its interest in an associate as "non-current assets classified as held for sale" and transferred exchange reserve related to the interest in an associate to "amounts recognised in other comprehensive income and accumulated in equity relating to non-current assets classified as held for sale" as at 31 March 2014.

In July 2014, GM Investment was informed that the PAG Agreement has not been completed and therefore, Fortress SPA would not proceed as contemplated. The Company has not been informed of the reasons why PAG Agreement is not completed.

Thereafter, the Group agreed to proceed with the sale of Fortress's entire equity interest in Funtalk China Holdings Limited ("Funtalk", the only operating entity under Fortress) to Sanpower, as the Group has been informed that a dispute has arisen between two of the shareholders of Fortress and such dispute remains unresolved as at the date of this report.

In June 2015, GM Investment received a notice from a senior security holder of Fortress of its intention to exercise the put option, pursuant to a shareholder agreement entered into by GM Investment and the other shareholders of Fortress on 25 August 2011, to repurchase the outstanding senior obligation of Fortress. However, as confirmed from the notice, no further claim against GM Investment if GM Investment decides to forfeit and transfer its entire equity interest in Fortress to the said senior security holder of Fortress.

As a result, the Company is currently under discussion with Fortress and negotiation with the senior security holder of Fortress and is also gathering additional information to assess situation and potential recoverability. The Company will continue to evaluate alternatives to maximise the recovery of the Group's interest in Fortress. With information available at this stage, the Company has made an impairment provision of $759,934,000 on its "non-current assets classified as held for sale" in the year ended 31 March 2015.

* English name is for identification purpose only.

13 NON-CURRENT TRADE AND OTHER RECEIVABLES

	Note	**At 30 September 2015 $'000**	At 31 March 2015 $'000
Trade receivables	15	**221,976**	246,088
Investment deposits (i)		**262,544**	262,544
Prepayment and deposits		**32**	41
		484,552	508,673

(i) Investment deposits as at 30 September 2015 and 31 March 2015 represent refundable earnest money for potential healthcare investments.

Non-current trade receivables are due for payments as follows:

	At 30 September 2015 $'000	At 31 March 2015 $'000
Fiscal year ending 31 March		
2017	**22,639**	39,914
2018	**41,456**	39,116
2019	**37,939**	36,910
2020	**33,766**	37,448
2021 and thereafter	**204,776**	233,267
Less: Unearned interest income	**(49,885)**	(70,617)
Allowance for doubtful debts	**(68,715)**	(69,950)
	221,976	246,088

14 INVENTORIES

	At 30 September 2015 $'000	At 31 March 2015 $'000
Non-current		
Capitalised processing costs of donated umbilical cord blood units (i)	**74,082**	73,074
Current		
Raw materials	**29,408**	24,973
Work-in-progress	**2,572**	5,755
Finished goods	**5,589**	6,870
	37,569	37,598
	111,651	110,672

(i) The Group collects, tests, freezes and stores donated umbilical cord blood for future transplantation or research purposes in return for a fee. Collection, testing and processing costs attributable to the processing of donated umbilical cord blood are capitalised as inventories, and recognised as cost of sales when revenue is recognised upon successful match of the donated cord blood units.

15 TRADE AND OTHER RECEIVABLES

	Note	**At 30 September 2015 $'000**	At 31 March 2015 $'000
Trade receivables		**530,680**	566,503
Less: Allowance for doubtful debts		**(111,898)**	(109,173)
		418,782	457,330
Representing:			
Non-current	13	**221,976**	246,088
Current		**196,806**	211,242
Prepayment and deposits		**6,951**	19,232
Other receivables		**105,966**	75,582
Total current trade and other receivables		**309,723**	306,056

All current trade and other receivables are expected to be recovered within one year.

Details of the ageing analysis of trade receivables (net of allowance for doubtful debts) that are neither individually nor collectively considered to be impaired are as follows:

	At 30 September 2015 $'000	At 31 March 2015 $'000
Neither past due nor impaired	**201,169**	249,368
Past due (net of allowance for doubtful debts)		
Within six months	**74,754**	47,632
Between seven and twelve months	**21,434**	38,596
Over one year	**121,425**	121,734
	217,613	207,962
	418,782	457,330

15 TRADE AND OTHER RECEIVABLES (continued)

Receivables that were neither past due nor impaired relate to a wide range of customers for whom there was no recent history of default.

Receivables that were past due but not impaired relate to a number of independent customers that have a good track record with the Group. Based on past experience, management believes that no impairment allowance is necessary in respect of these balances as there has not been a significant change in credit quality and the balances are still considered fully recoverable.

16 TIME DEPOSITS

	At 30 September 2015 $'000	At 31 March 2015 $'000
Deposits with original maturities over three months	**42,626**	69,682
Pledged bank deposits (i)	**16,540**	16,487
	59,166	86,169

(i) The balance represents bank deposits of $16,540,000 (31 March 2015: $16,487,000) which was pledged for interest-bearing borrowings as at 30 September 2015 and 31 March 2015 (note 19(ii)).

17 CASH AND CASH EQUIVALENTS

	At 30 September 2015 $'000	At 31 March 2015 $'000
Cash at bank and on hand	**4,165,377**	3,959,389

18 TRADE AND OTHER PAYABLES

	Note	**At 30 September 2015 $'000**	At 31 March 2015 $'000
Non-current			
Other payables and accrued expenses		**289,739**	273,134
Consideration payable	23(b)	**—**	50,000
		289,739	323,134
Current			
Trade payables		**121,036**	124,864
Construction costs payables		**79,052**	108,868
Other payables and accrued expenses		**211,236**	204,292
Dividends payable to equity shareholders of the Company	22(b)	**25,628**	—
Consideration payable	23(b)	**50,000**	50,000
		486,952	488,024
		776,691	811,158

All current trade and other payables are expected to be settled within one year.

The Group is normally granted credit periods of one to three months by its suppliers. Details of the ageing analysis of trade payables are as follows:

	At 30 September 2015 $'000	At 31 March 2015 $'000
Due within three months or on demand	**121,036**	124,864

19 INTEREST-BEARING BORROWINGS

At 30 September 2015 and 31 March 2015, the interest-bearing borrowings were repayable as follows:

	At 30 September 2015 $'000	At 31 March 2015 $'000
Within one year or on demand	**121,788**	202,711
After one year but within five years	**753,610**	749,913
	875,398	952,624

At 30 September 2015 and 31 March 2015, the interest-bearing borrowings were secured as follows:

	At 30 September 2015 $'000	At 31 March 2015 $'000
Secured bank loans	**121,788**	202,711
Unsecured bank loan	**753,610**	749,913
	875,398	952,624

(i) As at 30 September 2015, the bank loans of certain subsidiaries of $121,788,000 (31 March 2015: $202,711,000) were secured by interests in certain leasehold land and buildings with carrying amounts of $77,085,000 (31 March 2015: $219,714,000).

(ii) The bank loan of the Company of $753,610,000 as at 30 September 2015 (31 March 2015: $749,913,000) was guaranteed by five of its subsidiaries, namely China Bright Group Co. Limited ("China Bright"), GM Hospital Group Limited ("GMHG"), GM Hospital Investment Ventures Company Limited, GM Hospital Management Company Limited and Golden Meditech Stem Cells (BVI) Company Limited. The loan was measured at amortised cost net of transaction costs paid.

Pursuant to the facility agreement, the Company shall maintain interest reserve accounts for the facility and ensure that an amount of not less than twice of the aggregate interest due and payable on the next interest payment date is maintained in the interest reserve accounts. As at 30 September 2015, bank deposits of $16,540,000 (31 March 2015: $16,487,000) were deposited in the interest reserve accounts as disclosed in note 16.

19 INTEREST-BEARING BORROWINGS (continued)

(iii) Bank loans of the Group of $875,398,000 (31 March 2015: $876,608,000) are subject to the fulfilment of covenants relating to certain of the Group's consolidated financial statements ratios as are commonly found in lending arrangements with financial institutions. If the Group were to breach the covenants, the drawn down facilities would become payable on demand. The Group regularly monitors its compliance with these covenants. As at 30 September 2015 and 31 March 2015, none of the covenants relating to drawn down facilities had been breached.

20 OBLIGATIONS UNDER FINANCE LEASES

	At 30 September 2015		At 31 March 2015	
	Present value of the minimum lease payments $'000	**Total minimum lease payments $'000**	Present value of the minimum lease payments $'000	Total minimum lease payments $'000
Within one year	**926**	**992**	1,482	1,567
After one year but within two years	**702**	**751**	776	835
After two years but within five years	**924**	**988**	1,302	1,391
	1,626	**1,739**	2,078	2,226
	2,552	**2,731**	3,560	3,793
Less: Total future interest expenses		**(179)**		(233)
Present value of lease obligations		**2,552**		3,560

21 FINANCIAL LIABILITIES AT FAIR VALUE THROUGH PROFIT OR LOSS

	At 30 September 2015 $'000	At 31 March 2015 $'000
Convertible notes		
– issued by the Company	**144,213**	146,669
– issued by a subsidiary	**1,986,285**	1,688,599
	2,130,498	1,835,268

Movements of financial liabilities at fair value through profit or loss during the period/year are as follows:

	At 30 September 2015 $'000	At 31 March 2015 $'000
At beginning of the period/year	**1,835,268**	773,011
Issuance of convertible notes by the Company (note 21(a))	**—**	155,220
Deemed issuance of convertible notes by a subsidiary (note 21(b)(ii))	**—**	687,102
Interest paid on convertible notes	**(39,390)**	(35,490)
Changes in fair value of financial liabilities at fair value through profit or loss	**334,620**	255,425
At end of the period/year	**2,130,498**	1,835,268

As at 30 September 2015, the excess of the fair values of convertible notes upon initial recognition determined using unobservable inputs over the transaction prices of $54,140,000 (31 March 2015: $54,140,000) has been deferred and has not yet been recognised in changes in fair value of financial liabilities at fair value through profit or loss.

21 FINANCIAL LIABILITIES AT FAIR VALUE THROUGH PROFIT OR LOSS (continued)

(a) Convertible notes issued by the Company

On 22 October 2014, the Company entered into a convertible notes subscription agreement with Gem Power International Limited, which is indirectly owned by CCB International (Holdings) Limited, for the issuance of a principal amount of US$20,000,000 (equivalent to approximately $156,000,000), redeemable convertible notes due 2017. In November 2014, the Company received net proceeds of $155,220,000, net of $780,000 handling fee. The notes bear interest at 5% per annum and are guaranteed by five subsidiaries of the Company, namely China Bright, GMHG, GM Hospital Investment Ventures Company Limited, GM Hospital Management Company Limited and Golden Meditech Stem Cells (BVI) Company Limited.

The rights of the noteholders to convert the notes into ordinary shares of the Company of par value of $0.20 (the "Share(s)") are as follows:

– Conversion rights are exercisable at any time up to maturity at the noteholders' option; and

– If a noteholder exercises his conversion rights, the Company is required to deliver its ordinary shares initially at $1.40 per Share, subject to adjustments under certain terms and conditions of the convertible notes.

On 15 July 2015, the Company and the noteholder agreed to revise certain terms and conditions to the convertible notes. The initial conversion price was adjusted from $1.40 per Share to $1.372 per Share. On 26 October 2015, the conversion price was further adjusted to $1.33 per Share.

Unless previously redeemed or converted, the convertible notes will be redeemed at face value on 13 November 2017. Pursuant to the terms of the convertible notes, the noteholders at any time starting from the first day of the second anniversary year after the completion date on 13 November 2014, shall have the right to require the Company to redeem the convertible notes.

As at 30 September 2015, the excess of the fair value of the convertible notes upon initial recognition determined using unobservable inputs over the transaction price of $37,143,000 (31 March 2015: $37,143,000) has been deferred and has not yet been recognised in the Company's and the Group's profit or loss.

The convertible notes with a principal amount of US$20,000,000 (equivalent to approximately $156,000,000) remained outstanding as at 30 September 2015.

Further details of the convertible notes and the amendments of terms and conditions to the convertible notes are respectively set out in the Company's announcements dated 22 October 2014, 15 July 2015 and 23 October 2015.

21 FINANCIAL LIABILITIES AT FAIR VALUE THROUGH PROFIT OR LOSS (continued)

(b) Convertible notes issued by subsidiaries

(i) Convertible notes issued by GMHG

On 30 October 2009, GMHG issued convertible notes with a face value of US$28,000,000 (equivalent to approximately $218,400,000) and a maturity date of 30 October 2014. The notes bear interest at 5% per annum and are secured by the guarantee from the Company.

The rights of the noteholder to convert the notes into ordinary shares of GMHG are as follows:

– Conversion rights are exercisable at any time up to maturity at the noteholders'option; and

– If a noteholder exercises his conversion rights, GMHG is required to deliver GMHG's ordinary shares initially at US$1,778.10 per share, subject to adjustments under certain terms and conditions of the convertible notes.

On 28 June 2011, GMHG and the noteholder agreed to revise certain terms and conditions to the convertible notes. The initial conversion price was adjusted from US$1,778.10 per share to US$1,673.00 per share.

Unless previously redeemed or converted, the convertible notes shall be redeemed at face value on 30 October 2014. Pursuant to the terms of convertible notes, the noteholders at any time starting from the first day of the 37th month after the completion date on 30 October 2009, shall have the right to require GMHG to redeem the convertible notes.

On 24 August 2012, the Company entered into an agreement with the then noteholder, Hope Sky Investments Limited ("Hope Sky") to acquire the entire convertible notes issued by GMHG. Consideration was settled by the issuance of 279,344,444 newly issued ordinary shares of the Company of par value of $0.10 each.

Upon maturity on 30 October 2014, the Company determined not to exercise the conversion rights. In the Company's statement of financial position, the convertible notes were classified as amounts due from subsidiaries within investments in subsidiaries.

Further details of the convertible notes, the amendments of terms and conditions to the convertible notes and the acquisition of the convertible notes by the Company are respectively set out in the Company's announcements dated 30 September 2009, 28 June 2011 and 24 August 2012.

21 FINANCIAL LIABILITIES AT FAIR VALUE THROUGH PROFIT OR LOSS (continued)

(b) *Convertible notes issued by subsidiaries (continued)*

(ii) *Convertible notes issued by China Cord Blood Corporation ("CCBC")*

On 27 April 2012 and 3 October 2012, CCBC issued convertible notes with a face value of US$65,000,000 (equivalent to approximately $507,000,000) and US$50,000,000 (equivalent to approximately $390,000,000) to Brilliant China Healthcare Investment Limited (formerly known as KKR China Healthcare Investment Limited) ("KKR") and to the Company with a maturity date of 27 April 2017 and 3 October 2017 respectively. Both notes bear interest at 7% per annum and are unsecured.

The rights of the noteholders to convert the notes into ordinary shares of CCBC are as follows:

– Conversion rights are exercisable at any time up to maturity at the noteholders' option; and

– If a noteholder exercises his conversion rights, CCBC is required to deliver CCBC's ordinary shares initially at US$2.838 per share, subject to adjustments under certain terms and conditions of the convertible notes.

Unless previously redeemed or converted, the convertible notes held by KKR and the Company will be redeemed at face value on 27 April 2017 and 3 October 2017 respectively.

On 25 August 2014, the Company entered into a sale and purchase agreement with Magnum Opus International Holdings Limited ("Magnum", which is controlled by Mr. Kam Yuen, Chairman of the Company) and Cordlife Group Limited ("CGL"), pursuant to which the Company agreed to sell and each of Magnum and CGL agreed to acquire 50% of the outstanding principal amount of the US$50,000,000 convertible notes (equivalent to approximately $390,000,000) issued by CCBC to the Company, at an aggregate purchase price of US$88,090,000 (equivalent to approximately $687,102,000). The transaction was approved by shareholders at the extraordinary general meeting of the Company held on 9 October 2014, and was completed on 10 November 2014. Following completion, such convertible notes were no longer eliminated in the Group's consolidated financial statements.

As at 30 September 2015, the total excess of the fair values of the convertible notes upon initial recognition determined using unobservable inputs over the transaction prices of $16,997,000 (31 March 2015: $16,997,000) has been deferred and has not been recognised in the Group's profit or loss.

The convertible notes with respective principal amounts of US$65,000,000 (equivalent to approximately $507,000,000) and US$50,000,000 (equivalent to approximately $390,000,000) remained outstanding as at 30 September 2015.

Further details of the terms and conditions of the convertible notes are set out in the Company's announcement dated 18 September 2012 and the Company's circular dated 16 September 2014.

22 CAPITAL AND DIVIDENDS

(a) Share capital

	Note	At 30 September 2015 No. of shares '000	At 30 September 2015 Amount $'000	At 31 March 2015 No. of shares '000	At 31 March 2015 Amount $'000
Authorised:					
Shares	(i)	**5,000,000**	**1,000,000**	3,000,000	600,000
Issued and fully paid:					
At beginning of the period/year		**1,797,859**	**359,572**	3,417,587	341,759
Effect of share consolidation	(i)	—	—	(1,708,794)	—
Shares issued upon warrants conversion	(ii)	**33,533**	**6,706**	97	19
Placing of Shares under general mandate	(iii)	**140,000**	**28,000**	—	—
Shares issued in lieu of cash dividends	(iv)	—	—	11,595	2,319
Shares issued upon acquisition of additional interest in a subsidiary	(v)	—	—	77,374	15,475
At end of the period/year		**1,971,392**	**394,278**	1,797,859	359,572

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per Share at general meetings of the Company. All ordinary shares rank equally with regard to the Company's residual assets.

22 CAPITAL AND DIVIDENDS (continued)

(a) Share capital (continued)

Notes:

(i) Share consolidation and increase in authorised share capital

At the extraordinary general meeting of the Company held on 3 June 2014, shareholders approved the share consolidation on the basis that every two issued and unissued ordinary shares of par value of $0.10 each, in the share capital of the Company, to be consolidated into one Share, effective from 4 June 2014.

At the extraordinary general meeting of the Company held on 3 June 2014, shareholders also approved the increase in authorised share capital of the Company from $400,000,000 to $600,000,000, divided into 3,000,000,000 Shares by the creation of additional 1,000,000,000 Shares, effective from 4 June 2014.

At the annual general meeting of the Company held on 31 July 2015, shareholders approved the increase in authorised share capital of the Company from $600,000,000 to $1,000,000,000, divided into 5,000,000,000 Shares by the creation of an additional 2,000,000,000 Shares, effective from 1 August 2015.

(ii) Shares issued upon warrants conversion

At the extraordinary general meeting of the Company held on 3 June 2014, shareholders approved the issue of bonus warrants to eligible shareholders on the basis of two warrants for every eleven Shares (the "Warrants"). A total of 310,689,390 Warrants were issued by the Company, conferring the rights in their registered form to the holders thereof to subscribe in cash of 310,689,390 new Shares at an initial subscription price of $1.40 per Share (subject to adjustments), at any time during the period commencing on 31 July 2014 and ending on 30 July 2015, both dates inclusive. The subscription price has been adjusted to $1.39 per Share following the completion of the placing on 15 July 2015 (see note (iii) below). The Warrants are tradable in board lots of 1,000 Warrants each, the stock code is 00481.

During the period ended 30 September 2015, 33,532,212 (year ended 31 March 2015: 97,024) new Shares were issued to Warrants holders. Accordingly, $6,706,000 (year ended 31 March 2015: $19,000) was credited to share capital and $40,237,000 (year ended 31 March 2015: $117,000) was credited to share premium.

Immediately before the expiry of Warrants on 30 July 2015, 277,060,154 Warrants at an exercise price of $1.39 per Share remained unexercised. All unexercised Warrants were lapsed upon expiry.

Details of the Warrants are set out in the Company's circular dated 9 May 2014 and the Company's announcements dated 30 July 2014, 26 May 2015 and 15 July 2015, respectively.

(iii) Placing of Shares under general mandate

On 15 July 2015, the Company completed the placing of 140,000,000 Shares to Atlantis Investment Management (Hong Kong) Limited at the placing price of $1.00 per Share, under the general mandate approved by shareholders at the annual general meeting of the Company held on 19 September 2014. Accordingly, $28,000,000 was credited to share capital and $112,000,000 was credited to share premium.

22 CAPITAL AND DIVIDENDS (continued)

(a) Share capital (continued)

Notes: (continued)

(iv) Shares issued in lieu of cash dividends

On 17 November 2014, 2,494,858 Shares at an issue price of $1.2578 per Share were issued by the Company as final dividend for the year ended 31 March 2014 (note 22(b)), which was approved by shareholders at the annual general meeting of the Company on 19 September 2014. Accordingly, $499,000 was credited to share capital and $2,639,000 was credited to share premium.

On 31 July 2014, 9,099,677 Shares at an issue price of $1.1837 per Share were issued by the Company as special dividend (note 22(b)), which was approved by shareholders at the extraordinary general meeting of the Company held on 3 June 2014. Accordingly, $1,820,000 was credited to share capital and $8,951,000 was credited to share premium.

(v) Shares issued upon acquisition of additional interest in a subsidiary

On 7 November 2014, the Company entered into share acquisition agreements to acquire the remaining 17.33% equity interest of GMHG (note 23(a)). As consideration for the acquisition, the Company issued 77,374,256 new Shares at an issue price of $1.26 per Share to the vendors. Accordingly, $15,475,000 was credited to share capital and $82,017,000 was credited to the share premium.

(b) Dividends

The directors do not recommend the payment of a dividend in respect of the period ended 30 September 2015 (period ended 30 September 2014: $nil).

Final dividend in respect of the year ended 31 March 2015 of HK1.3 cents per Share (year ended 31 March 2014: final dividend of HK2.6 cents per Share), was approved by shareholders at the annual general meeting of the Company held on 31 July 2015. Accordingly, a liability of $25,628,000 has been recognised by the Company as at 30 September 2015 (note 18). Further details of the final dividend are set out in the Company's circulars dated 30 June 2015 and 20 August 2015.

A special dividend of HK3 cents per Share was approved by shareholders at the extraordinary general meeting of the Company held on 3 June 2014. Further details of the special dividend are set out in the Company's circulars dated 9 May 2014 and 19 June 2014.

(c) Equity settled share-based transactions

No share options of the Company nor restricted share units of CCBC were exercised during the periods ended 30 September 2015 and 2014.

23 ACQUISITIONS AND DISPOSALS

(a) Acquisition of additional interest in GMHG

On 7 November 2014, the Company entered into share acquisition agreements (the "Share Acquisition Agreements") to acquire the remaining 17.33% equity interest in GMHG from holders of non-controlling interest at an aggregate consideration of approximately $162,486,000. According to the terms of the Share Acquisition Agreements, 40% of the aggregate consideration of approximately $64,994,000 shall be settled by cash and the remaining 60% of the aggregate consideration of approximately $97,492,000 shall be settled by the issuance of a total of 77,374,256 new Shares at an issue price of $1.26 per Share.

Upon completion, GMHG became a wholly-owned subsidiary of the Company. The transaction was accounted for as transaction within the shareholders of the Company in their capacity as equity holder. At completion date, the difference of $115,058,000 between (A) the aggregate consideration of $162,486,000 and (B) the carrying amount of the acquired additional equity interest of $3,000,000 and related exchange reserve of $44,428,000, and the related surplus reserve of $6,004,000, totalling $121,062,000 was debited to other reserves.

(b) Acquisition of additional interest in Beijing Guohua Jiedi Hospital Management Company Limited ("Beijing Guohua Jiedi")

On 18 July 2014, GM Hospital Management (China) Company Limited ("GMHM(China)"), a wholly-owned subsidiary of GMHG and an indirectly non wholly-owned subsidiary of the Company, entered into an equity transfer agreement to acquire 30% additional equity interest in Beijing Guohua Jiedi at a cash consideration of approximately $153,777,000.

Upon completion, GMHM(China) held the entire equity interest in Beijing Guohua Jiedi, which owned 82.73% equity interest in Qinghe Hospital Company Limited. The transaction was accounted for as transaction within the shareholders of the Company in their capacity as equity holder. At completion date, the excess of the carrying amount of the acquired additional equity interest over the cash consideration of $81,922,000 was credited as other reserves.

An aggregate of approximately $103,777,000 of the consideration has been paid as at 30 September 2015 (31 March 2015: $53,777,000). According to the terms of agreement, the remaining $50,000,000 shall be paid on or before 26 May 2016 and such amount has been recognised as a current liability in the consolidated statement of financial position as at 30 September 2015 (note 18).

24 FAIR VALUE MEASUREMENTS OF FINANCIALS INSTRUMENTS

(a) Fair value hierarchy

The following table presents the fair values of the Group's financial instruments measured at the end of the reporting period on a recurring basis, categorised into the three-level fair value hierarchy as defined in HKFRS 13 "Fair value measurement". The level into which a fair value measurement is classified is determined with reference to the observability and significance of the inputs used in the valuation technique as follows:

— Level 1 valuations: Fair values measured using only Level 1 inputs i.e. unadjusted quoted prices in active markets for identical assets or liabilities at the measurement date.

— Level 2 valuations: Fair values measured using only Level 2 inputs i.e. observable inputs which fail to meet Level 1, and not using significant unobservable inputs. Unobservable inputs are inputs for which market data are not available.

— Level 3 valuations: Fair values measured using significant unobservable inputs.

As at 30 September 2015

		Fair value measurements as at 30 September 2015 categorised into		
	Fair value as at 30 September 2015 $'000	Level 1 $'000	Level 2 $'000	Level 3 $'000
Financial assets				
Available-for-sale securities	198,597	180,382	—	18,215
Trading securities	18,672	18,672	—	—
Financial liabilities				
Financial liabilities at fair value through profit or loss				
– Convertible notes	2,130,498	—	—	2,130,498

24 FAIR VALUE MEASUREMENTS OF FINANCIALS INSTRUMENTS (continued)

(a) Fair value hierarchy (continued)

As at 31 March 2015

	Fair value as at 31 March 2015 $'000	Fair value measurements as at 31 March 2015 categorised into		
		Level 1 $'000	Level 2 $'000	Level 3 $'000
Financial assets				
Available-for-sale securities	177,845	158,964	—	18,881
Trading securities	98,945	98,945	—	—
Financial liabilities				
Financial liabilities at fair value through profit or loss				
– Convertible notes	1,835,268	—	—	1,835,268

All financial instruments were carried at amounts not materially different from their fair values as at 30 September 2015 except the unlisted equity securities of $368,806,000 (31 March 2015: $369,161,000), which do not have a quoted market price in an active market and therefore their fair values cannot be reliably measured. They were held for strategic purposes and recognised at cost less impairment losses at the end of the reporting period.

During the period/year ended 30 September 2015 and 31 March 2015, there were no transfers between instruments in Level 1 and Level 2 or transfers into or out of Level 3.

(b) Information about Level 3 fair value measurements

Movements in the Group's balance of Level 3 fair value measurements are discussed in note 21.

25 COMMITMENTS

(a) At the end of the reporting period, the total future minimum lease payments under non-cancellable operating leases were payable as follows:

	At 30 September 2015 $'000	At 31 March 2015 $'000
Within one year	**7,365**	13,070
After one year but within five years	**1,362**	2,113
	8,727	15,183

The Group leases a number of properties under operating leases. The leases typically run for an initial period of one to five years, with an option to renew the leases upon expiry when all terms are renegotiated. None of the leases includes contingent rentals.

(b) Other commitments

The Group entered into an agreement with an institution for the research and development of medicines for treatments which make use of cord blood stem cells. Commitments as at 30 September 2015 under this agreement amounted to RMB2,000,000 (31 March 2015: RMB2,000,000), equivalent to approximately $2,436,000 (31 March 2015: $2,534,000).

The Group entered into several co-operation agreements with third-parties in relation to the operation of cord blood banks. As at 30 September 2015 and 31 March 2015, the total future minimum payments under co-operation agreements were payable as follows:

	At 30 September 2015 $'000	At 31 March 2015 $'000
Within one year	**7,064**	7,348
After one year but within five years	**28,256**	29,392
After five years	**76,564**	83,323
	111,884	120,063

26 NON-ADJUSTING EVENTS AFTER THE REPORTING PERIOD

(a) At the extraordinary general meeting of the Company held on 17 September 2015, shareholders approved the open offer on the basis of one offer share for every two Shares at the subscription price of $1.00 per offer share payable in full on application (the "Open Offer"). The Open Offer was completed on 26 October 2015 and the Company has raised a total of approximately $985,696,000, before expenses.

Further details of the Open Offer are set out in the Company's announcements dated 27 July 2015 and 23 October 2015, and the Company's circular dated 31 August 2015.

(b) At the extraordinary general meeting of the Company held on 15 October 2015, shareholders approved the conditional sale and purchase agreement entered into between the Company and Magnum on 8 May 2015, to acquire the 7% senior convertible notes issued by CCBC due October 2017 in an aggregate outstanding principal amount of US$25,000,000 (equivalent to approximately $195,000,000) from Magnum for a cash consideration not less than approximately US$61,478,000 (equivalent to approximately $479,528,000) (the "Magnum CN").

Further details of the acquisition of the Magnum CN are set out in the Company's announcement dated 8 May 2015 and the Company's circular dated 26 September 2015.

(c) At the extraordinary general meeting of the Company held on 15 October 2015, shareholders also approved the conditional sale and purchase agreement entered into between the Company and CGL on 8 May 2015, to acquire the 7% senior convertible notes issued by CCBC due October 2017 in an aggregate outstanding principal amount of US$25,000,000 (equivalent to approximately $195,000,000) from CGL for a cash consideration not less than approximately US$61,478,000 (equivalent to approximately $479,528,000) (the "CGL CN"), and the 7,314,015 ordinary shares of CCBC held by CGL for a cash consideration not less than approximately US$46,810,000 (equivalent to approximately $365,118,000) (the "CGL Sale Shares"). The acquisition of the CGL CN and the CGL Sale Shares was completed on 13 November 2015 at cash considerations of approximately US$61,677,000 (equivalent to approximately $481,081,000) and US$46,810,000 (equivalent to approximately $365,118,000), respectively.

Further details of the acquisition of the CGL CN and the CGL Sale Shares are set out in the Company's announcement dated 8 May 2015 and the Company's circular dated 26 September 2015.

26 NON-ADJUSTING EVENTS AFTER THE REPORTING PERIOD (continued)

(d) On 4 May 2015, the Company entered into a conditional sale and purchase agreement with KKR to acquire the 7% senior convertible notes issued by CCBC due April 2017 in an aggregate outstanding principal amount of US$65,000,000 (equivalent to approximately $507,000,000) (the "KKR CN") from KKR for a cash consideration of not less than approximately US$159,882,000 (equivalent to approximately $1,247,080,000) (the "Former KKR SPA").

Subsequently on 26 August 2015, the Company entered into the termination agreement (the "KKR Termination Agreement") with KKR pursuant to which the parties thereunder agreed to terminate the Former KKR SPA.

Following the KKR Termination Agreement, Magnum Opus 2 International Holdings Limited ("Magnum 2", which is controlled by Mr. Kam Yuen, Chairman of the Company) entered into an agreement to acquire the KKR CN from KKR for a cash consideration of approximately US$161,784,000 (equivalent to approximately $1,261,915,000). In addition, Mr. Kam Yuen has undertaken to grant the Company a call option to acquire the KKR CN for the same consideration at a later time.

On 3 November 2015, the Company entered into another conditional sale and purchase agreement with Excellent China Healthcare Investment Limited, the existing holder of KKR CN and a wholly-owned subsidiary of Magnum 2, to acquire the KKR CN for a cash consideration of approximately US$161,784,000 (equivalent to approximately $1,261,915,000) (the "KKR CN Acquisition"), which is same as the consideration paid by Magnum 2 to KKR for the acquisition of KKR CN.

Further details of the Former KKR SPA, the KKR Termination Agreement and the KKR CN Acquisition are set out in the Company's announcements dated 4 May 2015, 26 August 2015 and 3 November 2015.

(e) On 5 November 2015, the Company entered into a non-legal binding memorandum of understanding (the "MOU") with Nanjing Xinjiekou Department Store Co., Ltd* (南京新街口百貨商店股份有限公司) ("Nanjing Xinjiekou"). Pursuant to the MOU, Nanjing Xinjiekou intended to acquire from the Company all ordinary shares of CCBC, the KKR CN, the Magnum CN and the CGL CN, at a total consideration of not less than RMB7,255,000,000 (equivalent to approximately $8,836,000,000) (the "Possible Disposal"). The consideration will be settled by way of issue of new shares of Nanjing Xinjiekou in the amount of not less than RMB4,000,000,000 (equivalent to approximately $4,872,000,000) and remaining balance to be settled by cash.

Further details of the Possible Disposal are set out in the Company's announcement dated 5 November 2015.

* English name is for identification purpose only.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As at 30 September 2015, the interests and short positions of the directors (the "Directors") and chief executives of Golden Meditech Holdings Limited (the "Company") in the shares and, in respect of equity derivatives, underlying shares in, and debentures of, the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) which were notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they have taken or deemed to have under such provisions of the SFO), or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or, which were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in Appendix 10 to the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") to be notified to the Company and the Stock Exchange were as follows:

(a) The Company

		Long positions Number of ordinary shares of HK$0.20 each (the "Shares")			
Name of Directors	**Capacity and nature of interests**	**Number of Shares**	**Number of underlying Shares held under equity derivatives**	**Total interests**	**Approximate percentage of the Company's issued share capital**
Mr. KAM Yuen	Founder of trusts	1,346,982,383 (1)	—	1,346,982,383 (1)	68.33%
	Beneficial owner	—	2,190,278 (2)	2,190,278 (2)	0.11%
Mr. KONG Kam Yu	Beneficial owner	6,200,238	3,861,805 (2)	10,062,043	0.51%
Ms. ZHENG Ting	Beneficial owner	—	3,227,777 (2)	3,227,777	0.16%

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS (continued)

(a) *The Company (continued)*

Notes:

(1) Mr. KAM Yuen ("Mr. Kam") was deemed under the SFO to have an interest in 370,650,000 Shares which Bio Garden Inc. ("Bio Garden") beneficially owned as at 30 September 2015 ("Bio Garden Shares") by virtue of him being the founder of certain discretionary trusts which owned the entire issued share capital of Bio Garden. In addition, Mr. Kam was also deemed to have an interest in 976,332,383 Shares ("Maximum Underwritten Shares"), being the maximum number of the Shares offered under the open offer of the Company on the basis of one offer Share for every two Shares at the subscription price of HK$1.00 per Share ("Open Offer") which Bio Garden may be required to take up pursuant to its underwriting obligations under the underwriting agreement dated 27 July 2015 (the "Underwriting Agreement") entered into between the Company and Bio Garden (as the sole underwriter) in relation to the Open Offer. The Open Offer was completed on 26 October 2015 and Bio Garden had subscribed for 435,325,000 Shares under the Open Offer and had also subscribed for 308,379,302 Shares pursuant to the Underwriting Agreement. Upon completion of the Open Offer, Bio Garden held a total of 1,114,354,302 Shares.

(2) These interests represent the Directors' beneficial interests in the underlying Shares in respect of the share options granted by the Company to the Directors as beneficial owners.

(b) *China Cord Blood Corporation ("CCBC")*

	Number of ordinary shares of US$0.0001 each			
Name of Directors	**Capacity and nature of interests**	**Number of shares/ underlying shares of US$0.0001 each**	**Total interests**	**Approximate percentage of the issued share capital of CCBC**
Mr. KAM Yuen	Beneficial owner	357,331	357,331	0.45%
	Interest of controlled corporation	31,712,474 (Note)	31,712,474 (Note)	39.60%
Mr. KONG Kam Yu	Beneficial owner	282,193	282,193	0.35%
Ms. ZHENG Ting	Beneficial owner	1,071,994	1,071,994	1.34%

Note: These 31,712,474 shares comprised (i) 8,809,020 CCBC shares issuable upon full conversion of the 7% senior convertible notes issued by CCBC due October 2017 in an aggregate outstanding principal amount of US$25,000,000 convertible into the CCBC conversion shares owned by Magnum Opus International Holdings Limited ("Magnum"), a company incorporated in the British Virgin Islands ("BVI") and wholly-owned by Mr. Kam ("Magnum CN") and (ii) 22,903,454 CCBC shares issuable upon full conversion of the 7% senior convertible notes issued by CCBC due April 2017 in an aggregate outstanding principal amount of US$65,000,000 convertible into the CCBC conversion shares owned by Excellent China Healthcare Investment Limited ("KKR CN"), at the conversion price of US$2.838 per share in each case. Excellent China Healthcare Investment Limited was wholly-owned by Magnum Opus 2 International Holdings Limited, a company incorporated in the BVI and wholly-owned by Mr. Kam.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS (continued)

(b) China Cord Blood Corporation ("CCBC") (continued)

Save as disclosed above, as at 30 September 2015, none of the Directors or the chief executives of the Company or their respective associates had any interests or short positions in the shares or, in respect of equity derivatives, underlying shares in, or debentures of, the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which would have to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they have taken or deemed to have under such provisions of the SFO) or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or were required, pursuant to the Model Code contained in the Listing Rules, to be notified to the Company and the Stock Exchange.

SHARE OPTION SCHEMES

The principal terms of the share option schemes of the Company (which have all been terminated) are summarised in note 34(a) to the financial statements as included in the annual report of the Company for the year ended 31 March 2015. The share option schemes have been terminated and no further share options will be granted under the schemes. In respect of the share options previously granted and which remained exercisable on or before the dates of termination, they shall continue to be exercisable subject to the terms of the share option schemes.

A summary of share options granted under the share option schemes of the Company is as follows:

Name of Directors and employees	Date of grant	Number of underlying Shares in respect of which share options were outstanding as at 1 April 2015[2]	Number of underlying Shares in respect of which share options were exercised during the six months ended 30 September 2015	Number of underlying Shares in respect of which share options were outstanding as at 30 September 2015[2]	Exercise price HK$[2]
Mr. KAM Yuen	27 April 2009[1]	2,190,278	—	2,190,278	1.996
Mr. KONG Kam Yu	27 April 2009[1]	3,861,805	—	3,861,805	1.996
Ms. ZHENG Ting	27 April 2009[1]	3,227,777	—	3,227,777	1.996
Full-time employees (other than Directors)	27 April 2009[1]	16,849,577	—	16,849,577	1.996
		26,129,437		26,129,437	

The options granted to the Directors are registered under the names of the Directors who are also the beneficial owners.

SHARE OPTION SCHEMES (continued)

Notes:

(1) The share options are exercisable as to:

(i) up to 30% immediately after the date of grant;

(ii) up to 60% immediately after 6 months from the date of grant;

(iii) up to 100% immediately after 12 months from the date of grant; and

(iv) the share options will expire at the close of business on 26 April 2019.

(2) The exercise price of the outstanding share options and the number of Shares that can be subscribed for upon exercise of the outstanding share options had been adjusted after completion of the open offer on 2 January 2014 and after completion of the two to one share consolidation on 4 June 2014.

As a result of the Open Offer in October 2015, the exercise price of the outstanding share options has been adjusted to HK$1.989 per Share and the number of issuable Shares upon exercise of the outstanding share options has been adjusted, of which (i) Mr. Kam holds share options which entitle him to subscribe for up to 2,197,530 Shares; (ii) Mr. KONG Kam Yu holds share options which entitle him to subscribe for up to 3,874,592 Shares; (iii) Ms. ZHENG Ting holds share options which entitle her to subscribe for up to 3,238,464 Shares and (iv) the category of full time employees holds share options which entitle them to subscribe for up to 16,905,372 Shares.

Save as disclosed above, no share options granted under the share option schemes of the Company were exercised, cancelled or lapsed during the six months ended 30 September 2015.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Apart from the share option schemes described above, at no time during the period was the Company or any of its subsidiaries, a party to any arrangements to enable the Directors or chief executives of the Company or any of their spouses or children under eighteen years of age to acquire benefits by means of the acquisition of shares in, or in respect of equity derivatives, underlying shares in, or debentures of, the Company or any other body corporate and no Directors or chief executives or their respective spouses or their children under eighteen years of age had been granted any right to subscribe for equity or debt securities of the Company, nor had exercised any such right during the period.

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 30 September 2015, the interests and short positions of the shareholders (not being Directors or the chief executives of the Company) in the Shares and underlying Shares of the Company which were notified to the Company and the Stock Exchange pursuant to Divisions 2 and 3 of Part XV of the SFO and required to be entered in the register maintained by the Company pursuant to section 336 of the SFO were as follows:

(a) Long positions of substantial shareholders

Name	Capacity and nature of interest	No. of Shares/underlying Shares	Approximate percentage of the Company's issued share capital
Bio Garden[1]	Beneficial owner	1,346,982,383 [4]	68.33%
Magic Master Holdings Limited ("Magic Master") [2]	Interest of controlled corporation	1,346,982,383 [4]	68.33%
Magic Glory Holdings Limited ("Magic Glory") [2]	Interest of controlled corporation	1,346,982,383 [4]	68.33%
Credit Suisse Trust Limited[2]	Trustee	1,346,982,383 [4]	68.33%
Fiducia Suisse SA (Formerly known as "KF Suisse SA") [3]	Trustee	1,346,982,383 [4]	68.33%
Mr. David Henry Christopher Hill[3]	Interest of controlled corporation	1,346,982,383 [4]	68.33%
Mrs. Rebecca Ann Hill[3]	Interest of children under 18 or spouse	1,346,982,383 [4]	68.33%
New Horizon Capital III, L.P. ("NH Capital") [5]	Interest of controlled corporation	308,325,900	15.64%
New Horizon Capital Partners III Ltd. ("NH Partners") [5]	Interest of controlled corporation	308,325,900	15.64%
Hope Sky Investments Limited ("Hope Sky") [5]	Beneficial owner	209,508,333	10.63%
Ms. Liu Yang[6]	Interest of controlled corporation	200,001,085	10.15%
Atlantis Capital Holdings Limited[6]	Interest of controlled corporation	200,001,085	10.15%
Atlantis Investment Management (Hong Kong) Limited ("Atlantis") [6]	Beneficial owner	200,001,085	10.15%

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY (continued)

(b) Long positions of other persons who are required to disclose their interests

Name of other persons who have more than 5% interests	Capacity and nature of interest	No. of Shares/ underlying Shares	Approximate percentage of the Company's issued share capital
Riverwood Asset Management (Cayman) Ltd. ("Riverwood") (6)	Investment manager	116,000,000	5.88%
Central Huijin Investment Ltd. (7)	Interest of controlled corporation	112,973,760	5.73%
China Construction Bank Corporation(7)	Interest of controlled corporation	112,973,760	5.73%
CCB International Group Holdings Limited(7)	Interest of controlled corporation	112,973,760	5.73%
CCB Financial Holdings Limited(7)	Interest of controlled corporation	112,973,760	5.73%
CCB International (Holdings) Limited(7)	Interest of controlled corporation	112,973,760	5.73%
CCBI Investments Limited(7)	Interest of controlled corporation	112,973,760	5.73%
GEM Power International Limited(7)	Beneficial owner	112,973,760	5.73%
Top Strength Holdings Limited ("Top Strength") (5)	Interest of controlled corporation	98,817,567	5.01%

Notes:

(1) Bio Garden is an investment holding company incorporated in the BVI. It was wholly-owned by certain discretionary trusts of which Mr. Kam, an executive Director and the chairman of the Company, was the founder. Mr. Kam is also the sole director of Bio Garden. Bio Garden is also interested in the Maximum Underwritten Shares.

Under the SFO, Mr. Kam was deemed to have an interest in Bio Garden Shares by virtue of him being the founder of certain discretionary trusts which owned the entire issued share capital of Bio Garden. In addition, Mr. Kam was also deemed to have an interest in Maximum Underwritten Shares of the Open Offer which Bio Garden may be required to take up pursuant to its underwriting obligations under the Underwriting Agreement entered into between the Company and Bio Garden (as the sole underwriter) in relation to the Open Offer. The Open Offer was completed on 26 October 2015 and Bio Garden had subscribed for 435,325,000 Shares under the Open Offer and had also subscribed for 308,379,302 Shares pursuant to the Underwriting Agreement. Upon completion of the Open Offer, Bio Garden held a total of 1,114,354,302 Shares.

(2) The corporate substantial shareholder notice filed by Credit Suisse Trust Limited indicated that Gold Rich Investment Limited ("Gold Rich") and Gold View Investment Limited ("Gold View") had, in aggregate, a 36% interest in Bio Garden which was interested in the Bio Garden Shares and the Maximum Underwritten Shares. Gold Rich and Gold View were wholly-owned by Magic Master and Magic Glory, respectively. Each of Magic Master and Magic Glory was indirectly wholly-owned by Credit Suisse Trust Limited as trustee of certain discretionary trusts referred to in note (1) above. Accordingly, each of Magic Master, Magic Glory and Credit Suisse Trust Limited was deemed, under the SFO, to have an interest in the Bio Garden Shares and the Maximum Underwritten Shares.

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY (continued)

(b) Long positions of other persons who are required to disclose their interests (continued)

Notes: (continued)

(3) The corporate substantial shareholder notice filed by Fiducia Suisse SA indicated that it had a 64% interest in Bio Garden. Fiducia Suisse SA is a trustee of certain discretionary trusts as referred to in (1) above. Accordingly, Fiducia Suisse SA was deemed, under the SFO, to have an interest in the Bio Garden Shares and the Maximum Underwritten Shares. Fiducia Suisse SA was wholly-owned by Mr. David Henry Christopher Hill. Mr. David Henry Christopher Hill and Mrs. Rebecca Ann Hill (being the spouse of Mr. David Henry Christopher Hill) were deemed, under the SFO, to have an interest in the Bio Garden Shares and the Maximum Underwritten Shares which Fiducia Suisse SA was interested in.

(4) These interests represented the same block of Shares.

(5) Each of Hope Sky and Top Strength is an investment holding company incorporated in the BVI, which was wholly owned by NH Capital, a private equity fund specialising in investments in China. NH Partners is a controller of NH Capital.

(6) Atlantis is a limited liability company incorporated in Hong Kong, which was wholly-owned by Atlantis Capital Holdings Limited. Ms. Liu Yang has 100% indirect interest in Atlantis Capital Holdings Limited and she is a controller who held a 100% direct interest in Riverwood.

(7) The corporate substantial shareholder notice filed by China Construction Bank Corporation and Central Huijin Investment Ltd. indicated that China Construction Bank Corporation held its interests in the underlying Shares under equity derivative interests through its wholly-owned entities included CCB International Group Holdings Limited, CCB Financial Holdings Limited, CCB International (Holdings) Limited, CCBI Investments Limited and GEM Power International Limited. Central Huijin Investment Ltd. is a controller of China Construction Bank Corporation.

Save as disclosed above, as at 30 September 2015, the Directors are not aware of any other person or corporation having an interest or short position in the Shares or underlying Shares representing 5% or more of the issued share capital of the Company.

CORPORATE GOVERNANCE AND OTHER INFORMATION

REPORT ON CORPORATE GOVERNANCE

Throughout the six months ended 30 September 2015, the Company has complied with the code provisions of the Corporate Governance Code ("CG Code") as set out in Appendix 14 of the Listing Rules, except for code provision A.2.1. The following summarises the requirements under the relevant code provision and the Company's reasons for such deviation:

Code Provision A.2.1

Under code provision A.2.1 of the CG Code, the roles of chairman and chief executive should be separate and should not be performed by the same individual.

Mr. KAM Yuen is the chairman and chief executive of the Company responsible for managing the board of Directors of the Company (the "Board") and the businesses of the Company and its subsidiaries (collectively referred to as the "Group"). The Board considers that this structure will not impair the balance of power and authority in view of the current composition of the Board, which comprises, inter alia, four independent non-executive Directors who bring strong independent judgment, knowledge and experience to the Board's deliberations. The Board believes that this structure is conducive to strong and consistent leadership for the Group, enabling it to make and implement decisions promptly and efficiently.

Mr. Kam has been both the chairman and chief executive of the Company since the listing of the Company's shares in 2001. He has substantial experience in the healthcare industry. The Board and management are of the view that the assumption of those positions by Mr. Kam is beneficial to the business development of the Group.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED AND UNLISTED SECURITIES

During the six months ended 30 September 2015, neither the Company nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed and unlisted securities.

SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code as its own code of conduct regarding Directors' securities transactions. Having made specific enquiries of all Directors, all Directors confirmed that they have complied with, or they were not aware of any non-compliance with the required standards of dealings during the six months ended 30 September 2015.

COMPETITION AND CONFLICT OF INTERESTS

None of the Directors or any of their respective associates has engaged in any business that competes or may compete with the business of the Group or has any other conflicts of interest with the Group.

AUDIT COMMITTEE

The Company has established an audit committee with written terms of reference. The primary duties of the audit committee are to review the Company's annual report and interim report, the Group's financial control, internal control and risk management systems and to provide advice and comments thereon to the Board.

The audit committee comprises three independent non-executive Directors, namely Prof. CAO Gang (chairman of the audit committee), Mr. FENG Wen and Prof. GU Qiao.

The audit committee, together with the management team of the Company, has reviewed the accounting principles and practices adopted by the Group and discussed accounting issues, internal control and financial reporting matters with the Directors, including a review of the unaudited interim report for the six months ended 30 September 2015.

By order of the Board
KAM Yuen
Chairman

HONG KONG, 30 November 2015

CORPORATE INFORMATION

Executive Directors

Mr. KAM Yuen *(Chairman)*
Mr. KONG Kam Yu
Mr. YU Kwok Kuen, Harry

Non-executive Directors

Ms. ZHENG Ting
Mr. GAO Yue

Independent Non-executive Directors

Prof. CAO Gang
Mr. FENG Wen
Prof. GU Qiao
Mr. Daniel FOA

Registered Office

Appleby Trust (Cayman) Ltd
Clifton House
75 Fort Street, P.O.Box 1350
Grand Cayman KY1-1108
Cayman Islands

Head Office and Principal Place of Business in the PRC

No. 11 Wan Yuan Street
Beijing Economic Technological Development Area,
Beijing, 100176 China

Principal Place of Business in Hong Kong

48/F, Bank of China Tower
1 Garden Road
Central Hong Kong

Place of Listing and Stock Code

The Stock Exchange of Hong Kong Limited
Stock Code: 801

Taiwan Stock Exchange Corporation
Taiwan depositary receipts code: 910801

Qualified Accountant and Company Secretary

Mr. KONG Kam Yu, ACA, AHKSA

Compliance Officer

Mr. KAM Yuen

Audit Committee Members

Prof. CAO Gang *(Chairman)*
Mr. FENG Wen
Prof. GU Qiao

Remuneration Committee Members

Mr. FENG Wen *(Chairman)*
Prof. CAO Gang
Prof. GU Qiao

Nomination Committee Members

Mr. FENG Wen *(Chairman)*
Prof. CAO Gang
Prof. GU Qiao

Authorised Representatives

Mr. KAM Yuen
Ms. ZHENG Ting

Legal Advisers to the Company

as to Hong Kong law
Minter Ellison Lawyers

Auditors

KPMG

Principal Share Registrar and Transfer Office in the Cayman Islands

Appleby Trust (Cayman) Ltd

Branch Share Registrar and Transfer Office in Hong Kong

Computershare Hong Kong Investor Services Limited

Principal Bankers

Bank of China (Hong Kong) Limited
China CITIC Bank International Limited
China Construction Bank - Beijing Branch
Taiwan Cooperative Bank (Hong Kong Branch)

Investor Relations Officer

Ms. Joanna Rui, Investor Relations Manager
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