

# CASABLANCA

(INCORPORATED UNDER THE LAWS OF THE CAYMAN ISLANDS WITH LIMITED LIABILITY)  
STOCK CODE: 2223

GROUP LIMITED

## LEADING BRANDED

BEDDING PRODUCTS COMPANIES  
IN THE GREATER CHINA REGION

**INTERIM REPORT 2016**

**CASABLANCA**  
HOME

Casa Calvin

CASA-V

*Dolce Segno*

FORCETECH

C2

VOSSEN  
A TOUCH OF ESSENCE

## CONTENTS

Management Discussion and Analysis	2
Corporate Governance and Other Information	11
Directors and Senior Management	18
Report on Review of Condensed Consolidated Financial Statements	23
Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income	25
Condensed Consolidated Statement of Financial Position	26
Condensed Consolidated Statement of Changes in Equity	28
Condensed Consolidated Statement of Cash Flows	30
Notes to the Condensed Consolidated Financial Statements	31
Corporate Information	42

### *About Casablanca*

Casablanca Group, since its establishment in 1993 in Hong Kong, primarily engages in designing, manufacturing, distribution and retailing of bedding products with a focus on the high-end and premium markets under its proprietary “Casablanca”, “Casa Calvin” and “CASA-V” brands. The Group’s products include three main categories: bed linens, duvets and pillows, and home accessories. The Group is one of the leading branded bedding products companies in the PRC and Hong Kong.

# MANAGEMENT DISCUSSION AND ANALYSIS

The board (the "Board") of directors (the "Directors") of Casablanca Group Limited (the "Company") is pleased to announce the unaudited consolidated interim results of the Company and its subsidiaries (the "Group") for the six months ended 30 June 2016 (the "Period").

## Overview

The retail market had remained weak with the slowdown of the Chinese economy and the depressed consumer confidence of the general public in the People's Republic of China (the "PRC") and Hong Kong. Retailers have been under the pressure from declining revenue, at the same time struggling to cope with the rising operating costs, such as rental and labour costs, as well as facing the impact brought by e-commerce on the traditional retail industry. Furthermore, the first half of the year is the traditional low season of the bedding products industry. Bedding products retailers have therefore innovated their own strategies and launched more promotional activities to boost customer spending. In the first half of 2016, the Group continued to explore different sales channels for its businesses, so as to get well-prepared for the development of O2O business by upgrading its back-end system. It also strengthened the efforts in promoting the strengths of the Group's products in a bid to expand the Group's market share and enhance its reputation with the best endeavours.

During the Period, the Group recorded exceptional gains and losses including the gain on reclassification of cumulated exchange reserve as other gains arising from deregistration of a subsidiary in the PRC and impairment losses of the available-for-sale investment and the convertible bond due to the suspension of virtual retail business by a private entity, which represented an unlisted investment by the Group in its 13.6% equity interest.

## Business Review

During the Period, the Group further strengthened its collaboration with different enterprises for joint promotions. These collaborations not only proven effective in terms of marketing promotion, but also enhanced the brand recognition of the Group among consumers and significantly increased the sales income of the Group. During the Period, the Group's total revenue was HK\$184.6 million, representing an increase of 4.5% as compared to HK\$176.6 million in the corresponding period of 2015; and the profit for the period was HK\$6.9 million, as compared to the loss of HK\$9.1 million in the corresponding period last year. Affected by the sluggish retail market and the closure of some self-operated points of sale ("POS") in the PRC, the Group's revenue from operations in the PRC decreased by 41.8% during the Period as compared with the same period last year. Meanwhile, due to the bulk sales to a wholesale customer in Hong Kong made by the Group during the Period, the revenue from operations in Hong Kong and Macau increased by 34.6% as compared with the same period last year. During the Period, the Group still recorded a 3.9% growth of revenue from the retail business in Hong Kong and Macau, despite the slowdown of the general retail market in Hong Kong.

## Expanded into commercial market and further optimised the sales network structure

In order to broaden income streams and reduce the dependence on retail income, the Group proactively provided service providers and organisations, such as hotels, beauty centres, community health organisations and university dormitories, etc., with quality bedding products which can satisfy their unique needs during the Period. Moreover, we provided commercial-customers, such as retail chains, telecommunications service providers and banks, etc., with products for gift redemption, which helped to stimulate consumption with these customers and enhanced the brand awareness of the Group. These collaborations also helped to establish the mutually beneficial and cooperative relationship between the Group and commercial-customers. During the Period, the Group recorded a bulk sales in relation to the supply of "CASA-V" bed linens to a wholesale customer in Hong Kong, which had not only increased the income of the Group, but also effectively aroused consumers' interests and attention to the Group's product under the new brand.

We understand that with the weak consumer sentiment, general consumers will be more prudent when comparing prices, and will even shift from traditional retail stores to online platform for products at lower prices. The Group offered more group-buying online deals during the Period, so as to provide consumers with contemporary and high quality products at reasonable prices, which in turn contributed to the increase in the Group's income from online channels.

In view of the rising operating costs, such as rentals and wages, the Group completed the relocation of its PRC sales headquarters from Shenzhen to Huizhou and continued to refine the structure of its offline sales network during the Period. Including self-operated POS and distributor-operated POS, the sales network of the Group consists of a total of 262 POS (31 December 2015: 287) as at 30 June 2016, among which 125 were self-operated POS and 137 were distributor-operated POS, covering a total of 85 cities in the PRC, Hong Kong and Macau (collectively the "Greater China Region").

## Continued to enhance the product mix

In order to serve the needs of customers in premium bedding products market, the Group launched products under "CASA-V" brand, which is the first brand with features such as Air purification, Anti-bacteria, Anti-fungal, Anti-mite and Anti-odor (collectively the "5A Features") in the market, during the first half of 2015. After the promotion and consumer education for about one year, market recognition of "CASA-V" brand significantly improved. In the first half of 2016, as an extension of our marketing theme for "CASA-V" brand of green living and healthy sleeping environment for families, we actively developed bedding products under "CASA-V Baby" series.

We value style and aesthetics and consider them to be of equal importance as health and comfort. During the Period, the Group launched "Pantone Pastel Product Series of the Year" with "Rose Quartz" and "Serenity" as key colors, which were the "Colors of the Year 2016" as announced by Pantone, the international authority on color. "Pantone Pastel Product Series of the Year" offered a number of materials for selection, including tencel, long-staple cotton and 100% cotton, aiming to create a stylish and comfortable sleeping environment for consumers.

The Group launched a number of promotional activities during the Period, which has helped to stimulate off-season consumptions in the industry, attract new members and clear inventories.

## Strengthened multi-brands strategy and enhanced brand image

During the Period, the Group had officially commenced the sales of products under the brand “VOSSSEN” as an exclusive distributor in the Greater China Region, bringing consumers premium terry towelling products from Austria. In March 2016, the Group participated in a major exhibition with “VOSSSEN” in Shenzhen, focusing on enhancing the recognition of the Group’s brands and “VOSSSEN” in the PRC market. Furthermore, during the Period, the Group developed several products in the name of some authorised popular cartoon characters to cater for varying preferences of customers, including Barbie, Dustykids, Felix the Cat, Madagascar, Thomas & Friends, etc.

Apart from business development, the Group also attaches great importance to its contribution to the society. During the Period, we once again participated in “Yan Chai Fortune Bag in Care of Elderly (仁濟安老送關懷愛心福袋賀回歸)” organised by Yan Chai Hospital and donated 20,000 pillow cases in support for the event. Furthermore, the Directors and employees of the Group also visited the elderly beneficiaries who live alone. In recent years, the Group proactively strengthened its marketing efforts to enhance brand awareness, at the same time, it also actively participated in charitable events and its brand image has been well-recognised by the market. In the first half of 2016, the Group received honours such as “2016 TVB Weekly Mother’s Favourite Brand for Bedding Products” and “U Green Awards 2016 – Excellence of Environmental Contributions”, etc.

## Future Prospects

In the second half of 2016, the global economy will still be clouded with considerable uncertainties and the consumer confidence in the Greater China Region is expected to remain low. However, as the PRC government continued to implement various measures to stabilise economic development and constantly enhance national consumption, and the real estate market in the PRC is still bullish, the Group believes that the domestic market will still have a high demand for bedding products and home accessories with stylish design, excellent quality and additional health functions. As for the market in Hong Kong, it is expected that the number of people moving into new houses will increase in the second half of the year. Therefore, we expect the demand for bedding products and home accessories which are easy to match with household designs and helpful to protect family health will remain high among Hong Kong consumers. We will continue to strengthen the Group’s leadership position in Hong Kong market and strive to enhance our brand awareness in the PRC market. Moreover, the Group will continue to develop the commercial market and O2O business, so as to broaden our income streams.

## Hong Kong and Macau

The “CASA-V” products have been well-received by consumers which proves that the development of products with health functions is a right track for the Group to move on. Bedding products under the “CASA-V Baby” series have been officially launched to the market in July 2016 by the Group to provide consumers and their families with the experience of healthy and green lifestyle. In addition to the 5A Features, “CASA-V Baby” products also use “Colored Eco-cotton” as its key material, which is characterised by its dye-free, smooth and soft, breathable, sweat-absorbing, and fire-retardant features, thereby providing all-round care for baby’s sleeping environment. We expect that such products will be well-received by parents who are conscious of baby’s healthcare. To keep abreast of the changes in market demand for premium and high-end bedding products, we will continue to work on the research and development of comfortable and stylish bedding products and home accessories which will help healthy sleeping.

In order to strive to enhance the Group’s brand image and brand awareness, we will hold a large-scale spokesman endorsement activity in the second half of the year as our intensified efforts in marketing. Together with our employees, members and customers, the Group will also participate in major charitable activities and contribute to the society.

The Group will engage in negotiation with various types of commercial-customers regarding the proposals on product supply and cooperation, striving to explore the commercial-customer market and broaden the revenue sources of the Group. Apart from providing bedding products to satisfy varying demands of service providers, such as hotels and beauty centres, we also provide products for gift redemption to different enterprises, which will help to increase the Group’s revenue and realise benefits from promotion through brands cooperation.

## Mainland China

In order to control the operating costs, the Group has completed the relocation of its PRC sales headquarters to Huizhou and the resources integration of the PRC sales headquarters and production plant in the first half of 2016, which will help to reduce administrative costs such as rentals and back-office staff. In addition, we expect to continue adjusting the structure of our physical sales network and close down the self-operated POS with unsatisfactory profitability in the second half of the year.

In order to adapt to the trend of online shopping which is popular among consumers in the PRC, we will step up our efforts in developing online sales platforms, with a view to actively promoting the business development of O2O and online shops. By optimising the software of our back-end system, we will be committed to integrating the operational management of online shops with a view to improve the efficiency of order processing and logistics management. This can also facilitate the establishment of the membership system for collecting and analysing customers’ data in a comprehensive manner, and facilitate the Group’s research, development and promotion of products based on customers’ preferences in the future.

In addition to focusing on the development of the online business, the Group will step up its efforts in expanding the commercial market in the PRC during the second half of the year and actively cooperate with potential customers, including various gift redemption channels and hotels, to broaden income streams of the Group. Meanwhile, we will offer more group-buying online deals so that more consumers in the PRC can experience our affordable, stylish and comfortable products and enhance their recognition of the Group's brands.

Incorporating "Contemporary, Innovative and Functional" features in our product design, the Group will endeavour to provide consumers with quality bedding products which are fashionably designed but reasonably priced, as well as appropriate and trendy home accessories. We will continue to broaden our revenue streams and enhance the brand value of the Group, so as to bring satisfactory returns to our shareholders in the long run.

## Financial Review

### Revenue

During the Period, the Group achieved revenue of HK\$184.6 million (2015: HK\$176.6 million) which increased by 4.5% as compared to the corresponding period last year. The increase was primarily due to the sales under a bulk-purchase agreement to a wholesale customer in Hong Kong offsetting the reduction in number of self-operated POS, of which most were in the PRC during the Period.

Sales of our proprietary brands, which accounted for approximately 85.8% (2015: 79.5%) of the Group's revenue, increased by 12.8% to HK\$158.4 million (2015: HK\$140.4 million) when the sales of bed linens under a bulk-purchase agreement to a wholesale customer in Hong Kong was in "CASA-V" brand during the Period. The significant decrease in sales of our licensed and authorised brands by 27.6% to HK\$26.2 million (2015: HK\$36.2 million) was due to the closure of many POS under the "Elle Deco" brand in the PRC and less sales of licensed cartoons in Hong Kong during the Period.

In terms of channels, self-operated retail sales during the Period amounted to HK\$129.1 million (2015: HK\$141.5 million), accounted for 69.9% (2015: 80.1%) of the total revenue, representing a decrease of 8.8% as compared to the corresponding period last year. Owing to the restructuring of the Group's sales network in response to the stiff competition from online sales in the PRC, the number of self-operated POS reduced by 25 as compared to the corresponding period last year and the self-operated retail sales in the PRC decreased by 35.7%. With more advertising campaigns and promotional activities in Hong Kong, self-operated retail sales in Hong Kong rose by 3.9% despite the sluggish retail market during the Period. Distributors faced the same adverse market condition in the PRC such that sales to distributors decreased by 44.3% to HK\$14.2 million (2015: HK\$25.5 million). With substantial sales under a bulk-purchase agreement to a wholesale customer in Hong Kong, sales to others amounted to HK\$41.3 million (2015: HK\$9.7 million), representing a very significant increase of 327.8% during the Period.

In terms of products, sales of bed linens during the Period were HK\$113.8 million (2015: HK\$100.7 million). Sales of duvets and pillows were HK\$62.5 million (2015: HK\$66.8 million), whereas sales of other home accessories were HK\$8.2 million (2015: HK\$9.0 million). Sales of bed linens increased by 13.0% primarily due to the presence of sales of “CASA-V” branded bed linens under a bulk-purchase agreement to a wholesale customer in Hong Kong during the Period.

In terms of regions, revenues from Hong Kong and Macau, the PRC and others during the Period were HK\$144.3 million (2015: HK\$107.2 million), HK\$40.0 million (2015: HK\$68.7 million) and HK\$0.2 million (2015: HK\$0.7 million) respectively. During the Period, the presence of sales under a bulk-purchase agreement to a wholesale customer in Hong Kong resulted in an increase in revenue from Hong Kong and Macau by 34.6%. The reduction of 25 self-operated POS in the PRC and the decrease in sales to distributors in PRC resulted in decrease in revenue from the PRC by 41.8%.

## Gross Profit and Gross Profit Margin

Gross profit increased by 4.0% to HK\$116.1 million during the Period as compared to HK\$111.7 million for the corresponding period last year. The overall gross profit margin for the Period was 62.9% which was slightly lower than 63.2% for the corresponding period last year. The decrease in overall gross profit margin was primarily due to the decrease in proportion of self-operated retail sales with higher gross profit margin.

## Other Gains and Losses

Other losses for the Period amounted to HK\$4.1 million (2015: HK\$0.9 million), mainly representing the impairment loss of available-for-sale investment of HK\$7.7 million (2015: nil), the impairment loss on convertible loan of HK\$3.0 million (2015: nil), the decrease in fair value of derivative component in convertible bond of HK\$0.7 million (2015: nil) and the net exchange losses of HK\$1.0 million (2015 net exchange gains: HK\$0.4 million) offsetting the gain on deregistration of a subsidiary in the PRC of HK\$8.8 million (2015: nil).

## Expenses

Despite the increase in total sales by 4.5%, selling and distribution costs for the Period still decreased by 18.4% to HK\$74.0 million from HK\$90.7 million for the corresponding period last year. During the Period, less advertising and marketing expenses were incurred in Hong Kong as well as the PRC. With reduction in number of self-operated POS in the PRC, less concessionaire commissions and related expenses were paid to department stores and less staff costs were incurred during the Period.

Administrative expenses for the Period also decreased by 8.1% to HK\$26.3 million compared with HK\$28.6 million for the corresponding period last year. The decrease in administrative expenses was primarily attributable to decrease in share-based payments recognised for the Period under the share option scheme.



## Profit (Loss) for the Period

The Group's profit for the Period amounted to HK\$6.9 million (2015 loss: HK\$9.1 million). Reasons for resuming profit for the Period were mainly attributable to the increase in sales, especially the presence of sales under a bulk-purchase agreement to a wholesale customer in Hong Kong, and decreases in selling and distribution costs and share-based payments.

EBITDA represents gross profit less selling and distribution costs and administrative expenses, adding depreciation, amortization and share-based payments. The Group's EBITDA for the Period substantially increased to HK\$23.9 million from HK\$2.8 million for the corresponding period last year, representing a significant increase of 741.1%. This was mainly attributable to the increase in gross profit and the decreases in selling and distribution costs and administrative expenses excluding depreciation, amortization and share-based payments.

## Liquidity and Financial Resources

During the Period, the Group adhered to the principle of prudent financial management in order to minimize financial and operational risks. The Group financed its operations with internally generated cash flows. Bank borrowings were primarily for financing the construction of Huizhou Plant in previous years. The financial position of the Group was healthy with net cash increased by 31.0% during the Period.

	<b>As at 30 June 2016 HK\$'000</b>	As at 31 December 2015 HK\$'000
Total bank borrowings	<b>62,964</b>	74,495
Pledged bank deposit and bank balances and cash	<b>206,628</b>	184,185
Net cash	<b>143,664</b>	109,690
Total assets	<b>498,615</b>	526,491
Total liabilities	<b>134,548</b>	156,938
Total equity	<b>364,067</b>	369,553
Current ratio	<b>2.8</b>	2.6
Gross gearing ratio (Note)	<b>17.3%</b>	20.2%

Note: Gross gearing ratio is calculated as total bank borrowings divided by total equity.

As at 30 June 2016, the total bank borrowings of the Group was approximately HK\$63.0 million (31 December 2015: HK\$74.5 million), which were denominated as to 87.5% and 12.5% in Hong Kong dollars and Renminbi respectively, with all bank borrowings being variable-rated borrowings with effective interest rates ranging from 0.72% to 6.22% per annum (31 December 2015: 1.62% to 7.31%) and repayable up to five years.

As at 30 June 2016, the pledged bank deposit of the Group was approximately HK\$6.8 million (31 December 2015: HK\$6.8 million), which was denominated in Hong Kong dollars and Renminbi, and the bank balances and cash of the Group were approximately HK\$199.9 million (31 December 2015: HK\$177.4 million) which were denominated in Hong Kong dollars and Renminbi except for about 0.6% in United States dollars and Euro.

On 4 February 2016, Casablanca Hong Kong Limited, Casablanca International Limited and Casablanca Home Limited, the wholly-owned subsidiaries of the Company, as borrowers (the "Borrowers"), and the Company as guarantor confirmed their acceptance of the facility letters (the "Facility Letters") issued by Bank of China (Hong Kong) Limited as lender (the "Lender"). The Facility Letters, which consist of banking facilities granted by the Lender to the Borrowers, impose a covenant relating to specific performance of the Ultimate Controlling Shareholders (as defined below) of the Company.

Under the Facility Letters, it is (among other matters) an event of default if Mr. Cheng Sze Kin, Mr. Cheng Sze Tsan and Ms. Wong Pik Hung (the "Ultimate Controlling Shareholders") collectively cease to hold and control shares of the Company directly or indirectly so that they collectively cannot remain as the single largest group of shareholders of the Company, and in such event all facilities under the Facility Letters will be terminated and all outstanding loans under the Facility Letters may immediately become payable on demand. At the date of this interim report, the Ultimate Controlling Shareholders ultimately hold 62.7% of the issued share capital of the Company.

### **Available-for-sale investment and convertible loan**

Available-for-sale investment represented an unlisted investment by the Group in 13.6% equity interest in Million Zone Capital Investment Limited ("MZCI"), an investment holding company incorporated in Hong Kong whose subsidiaries were principally engaged in virtual retailing business in the PRC operating a television shopping channel and developing internet and mobile platforms. The Group together with other MZCI shareholders also subscribed for convertible bonds issued by MZCI. The Group acted as an investor of MZCI and did not control the operations of MZCI and its subsidiaries.

Unfortunately, the television shopping channel operated by MZCI's main subsidiary in the PRC was terminated with effect from 1 June 2016 when agreements with the broadcaster as to issues of broadcasting fees and the renewal of broadcasting rights could not be reached. To the best knowledge of the Board, the business of MZCI's main subsidiary in the PRC has been forced to stop since 1 June 2016.

The Group issued a notice at the end of June 2016 to MZCI to demand for an immediate repayment of the loan to MZCI under the convertible bond issued and joined other MZCI shareholders to request in early July 2016 for inspection of all accounting records of MZCI and its subsidiaries. The Group has been taking all reasonable steps to obtain repayment of convertible bond and recover any damages for the investment.

Based on the current status of MZCI and its subsidiaries, the Board considered the available-for-sale investment and the convertible bond as non-recoverable and a full provision for impairment loss of HK\$11.4 million for the Period (2015: nil), comprising the impairment loss of available-for-sale investment of HK\$7.7 million, the impairment loss on convertible bond of HK\$3.0 million and the fair value change on derivative component in convertible bond of HK\$0.7 million. The provision for impairment loss was treated as one-off loss without any material adverse impact on the working capital of the Group.

## Foreign Exchange Exposure

The Group carries on business mainly in Hong Kong and the PRC. The Group is exposed to foreign exchange risk principally in Renminbi which can be largely offset by our revenue and expenditure in the PRC. The Group does not expect any appreciation or depreciation of the Hong Kong Dollar against Renminbi which materially affects the Group's results on operations. No hedging instrument has been employed. The Group will closely monitor the trends of the Renminbi and take appropriate measures to deal with the foreign exchange exposure if necessary.

## Pledge of Assets

As at 30 June 2016, the Group had pledged its leasehold land and buildings, prepaid lease payments and fixed deposits with an aggregate carrying value of HK\$135.3 million to certain banks in Hong Kong and the PRC to secure banking facilities granted to the Group.

## Contingent Liabilities

As at 30 June 2016, the Group did not have material contingent liabilities.

# CORPORATE GOVERNANCE AND OTHER INFORMATION

## Interim Dividend

The Directors do not recommend the payment of interim dividend for the six months ended 30 June 2016 (six months ended 30 June 2015: nil).

## Use of Proceeds From IPO and Placement of Shares

The Company received net proceeds raised from the IPO of approximately HK\$44.2 million and the placement of shares of approximately HK\$57.0 million. The usage of net proceeds until 30 June 2016 was as follows:

	<b>Planned Amount</b> HK\$ million	<b>Utilised Amount</b> HK\$ million	<b>Remaining Amount</b> HK\$ million
<b>From IPO:</b>			
Expansion of sales networks	37.0	26.4	10.6
Upgrade of management information system	4.0	2.4	1.6
Brand building and product promotion	2.2	2.2	–
General working capital	1.0	1.0	–
<b>Total</b>	<b>44.2</b>	<b>32.0</b>	<b>12.2</b>
<b>From Placement of shares:</b>			
General working capital and possible investments	57.0	16.3	40.7

## Employee and Remuneration Policy

As at 30 June 2016, the employee headcount of the Group was 693 (2015: 768) and the total staff costs, including directors' remuneration and share-based payments, amounted to HK\$46.8 million (2015: HK\$50.3 million). The decrease in employee headcount was primarily due to the reduction in number of self-operated POS, mainly in the PRC, during the Period. The decrease in total staff costs was due to decreases in share-based payments and number of PRC staff employed as compared to the corresponding period last year.

The Group offers competitive remuneration packages which commensurate with industry practice and provides various fringe benefits to employees including staff quarters, trainings, medical benefits, insurance coverage, provident funds, bonuses and a share option scheme.

## Purchase, Sale or Redemption of Listed Securities of the Company

During the Period, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

### Share Option Scheme

The Group adopted a share option scheme, which was approved by the sole shareholder's resolution passed on 22 October 2012, (the "Share Option Scheme") and granted share options to Directors and employees on 9 April 2015 to subscribe for a total of 5,594,000 ordinary shares of HK\$0.10 per share with the exercise price of HK\$4.95 per share. Details of the grant of share options on 9 April 2015 are set out in announcement of the Company dated 9 April 2015. The share options shall be exercisable during the period from 9 October 2015 to 8 April 2018. As at 30 June 2016, 5,304,000 share options were still outstanding under the Share Option Scheme.

Particulars of the Company's Share Option Scheme are set out in note 17 to the condensed consolidated financial statements.

The following table disclosed movements in the Company's share options during the Period:

	Date of Grant	Exercisable period (Note)	Exercise price (HK\$)	Number of options at 1.1.2016	Movements during the Period			Number of options at 30.6.2016
					Granted	Exercised	Lapsed	
<b>Directors and Chief Executive</b>								
Mr. Cheng Sze Kin	9.4.2015	9.10.2015-8.4.2018	4.95	330,000	-	-	-	330,000
Mr. Cheng Sze Tsan	9.4.2015	9.10.2015-8.4.2018	4.95	330,000	-	-	-	330,000
Ms. Wong Pik Hung	9.4.2015	9.10.2015-8.4.2018	4.95	330,000	-	-	-	330,000
Mr. Kwok Yuen Keung Tommy	9.4.2015	9.10.2015-8.4.2018	4.95	2,000,000	-	-	-	2,000,000
Mr. Mok Tsan San	9.4.2015	9.10.2015-8.4.2018	4.95	1,000,000	-	-	-	1,000,000
Total Directors and Chief Executive				3,990,000	-	-	-	3,990,000
<b>Employees</b>	9.4.2015	9.10.2015-8.4.2018	4.95	1,514,000	-	-	(200,000)	1,314,000
<b>Total</b>				5,504,000	-	-	(200,000)	5,304,000

Note:

The options, granted on 9 April 2015, are exercisable from 9 October 2015 to 8 April 2018 (both days inclusive) in the following manner:

- (i) 50% of the total number of options granted on 9 April 2015 under the Share Option Scheme commencing 9 October 2015; and
- (ii) 50% of the total number of options granted on 9 April 2015 under the Share Option Scheme commencing 9 April 2016.

## Directors' and Chief Executive's Interests in Shares

At 30 June 2016, the interests of the Directors and the chief executive and their associates in the shares and share options of the Company and its associated corporations, as recorded in the register maintained by the Company pursuant to Section 352 of the Securities and Futures Ordinance, or as otherwise notified to the Company and the Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers as contained in Appendix 10 to the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules"), were as follows:

### Long positions

#### (a) Ordinary shares of HK\$0.1 each of the Company

Name of Director	Nature of interest	Number of issued ordinary shares held	Percentage of the issued share capital of the Company
Mr. Cheng Sze Kin	Beneficial interest	4,500,000	1.8%
	Spouse interest	3,375,000	1.3%
	Interest in a controlled corporation (Note 1)	150,000,000	58.0%
		157,875,000	61.1%
Mr. Cheng Sze Tsan	Beneficial interest	4,125,000	1.6%
	Interest in a controlled corporation (Note 2)	150,000,000	58.0%
		154,125,000	59.6%
Ms. Wong Pik Hung	Beneficial interest	3,375,000	1.3%
	Spouse interest (Note 3)	154,500,000	59.8%
		157,875,000	61.1%

(b) *Share options*

<b>Name of Director</b>	<b>Nature of interest</b>	<b>Number of options held</b>	<b>Number of underlying shares interested</b>
Mr. Cheng Sze Kin	Beneficial interest (Note 1)	330,000	330,000
	Spouse interest (Note 1)	330,000	330,000
		660,000	660,000
Mr. Cheng Sze Tsan	Beneficial interest (Note 2)	330,000	330,000
Ms. Wong Pik Hung	Beneficial interest (Note 3)	330,000	330,000
	Spouse interest (Note 3)	330,000	330,000
		660,000	660,000
Mr. Kwok Yuen Keung Tommy	Beneficial interest	2,000,000	2,000,000
Mr. Mok Tsan San	Beneficial interest	1,000,000	1,000,000

Notes:

- (1) Mr. Cheng Sze Kin is interested in 40% of World Empire Investment Inc. ("World Empire"), which is in turn interested in 58.0% of the Company's issued share capital. Therefore, Mr. Cheng Sze Kin is deemed to be interested in such 58.0% of the Company's issued share capital, by virtue of Mr. Cheng Sze Kin's interests in World Empire. Mr. Cheng Sze Kin is also interested in 1.8% of the Company's issued share capital and the options granted under the Share Option Scheme to subscribe 330,000 shares. Mr. Cheng Sze Kin is deemed to be interested in 1.3% of the Company's issued share capital held by and the options granted to his spouse, Ms. Wong Pik Hung, under the Share Option Scheme to subscribe 330,000 shares. However, each of Mr. Cheng Sze Kin and Ms. Wong Pik Hung has confirmed that he/she will not exercise any option if as a result of which the Company will not be able to comply with the public float requirements of the Listing Rules.
- (2) Mr. Cheng Sze Tsan is interested in 35% of World Empire, which is in turn interested in 58.0% of the Company's issued share capital. Therefore, Mr. Cheng Sze Tsan is deemed to be interested in such 58.0% of the Company's issued share capital, by virtue of Mr. Cheng Sze Tsan's interests in World Empire. Mr. Cheng Sze Tsan is also interested in 1.6% of the Company's issued share capital and the options granted under the Share Option Scheme to subscribe 330,000 shares. However, Mr. Cheng Sze Tsan has confirmed that he will not exercise any option if as a result of which the Company will not be able to comply with the public float requirements of the Listing Rules.

- (3) Ms. Wong Pik Hung is the spouse of Mr. Cheng Sze Kin and is interested in 25% of World Empire, thus, Ms. Wong Pik Hung is deemed to be interested in 58.0% of the Company's issued share capital. Ms. Wong Pik Hung is interested in 1.3% of the Company's issued share capital and the options granted under the Share Option Scheme to subscribe 330,000 shares. Ms. Wong Pik Hung is deemed to be interested in 1.8% of the Company's issued share capital held by and the options granted to her spouse, Mr. Cheng Sze Kin, under the Share Option Scheme to subscribe 330,000 shares. However, each of Mr. Cheng Sze Kin and Ms. Wong Pik Hung has confirmed that he/she will not exercise any option if as a result of which the Company will not be able to comply with the public float requirements of the Listing Rules.

Save as disclosed above, none of the Directors, chief executive and their associates had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations as at 30 June 2016.

## Substantial Shareholders and Other Persons

As at 30 June 2016, the register of substantial shareholders maintained by the Company pursuant to Section 336 of the Securities and Futures Ordinance shows that other than the interests disclosed above in respect of certain Directors and chief executive, the following shareholders had notified the Company of relevant interests in the issued share capital of the Company.

### Long positions in ordinary shares of HK\$0.10 each of the Company

Name of shareholder	Capacity	Number of issued ordinary shares held	Percentage of the issued share capital of the Company
World Empire (Note)	Beneficial owner	150,000,000	58.0%
Yeung Chun Wai Anthony	Beneficial owner	21,860,000	8.5%

Note: World Empire is a company incorporated in British Virgin Islands, the issued share capital of which is owned as to 40%, 35% and 25% by Mr. Cheng Sze Kin, Mr. Cheng Sze Tsan and Ms. Wong Pik Hung respectively.



## Corporate Governance Code

The Company has complied with the code provisions set out in the Corporate Governance Code and Corporate Governance Report (the “CG Code”) contained in Appendix 14 to the Listing Rules, save for the code provisions A.6.7 and E.1.2.

Under the code provision A.6.7 of the CG Code, independent non-executive directors should attend general meetings and develop a balanced understanding of views of the shareholders. Under the code provision E.1.2, the chairmen of the Board as well as Board committees should be available to answer questions at the annual general meeting. At the annual general meeting of the Company held on 23 May 2016 (the “AGM”), an independent non-executive Director, who is also the chairman of the Audit Committee, was unable to attend the AGM due to other pre-arranged business engagements. Despite his absence, other members of the Audit Committee together with the external auditor attended the AGM being able to answer relevant questions raised by and understand the views of the shareholders of the Company thereat.

Mr. Kwok Yuen Keung Tommy tendered their resignations as an Executive Director and the Chief Executive Officer of the Company with effect from 1 September 2016. The Board appointed Mr. Cheng Sze Tsan, an Executive Director of the Company and Vice-chairman of the Board, as the Chief Executive Officer of the Company with effect from 1 September 2016.

## Model Code for Securities Transactions

The Company has adopted its own code of conduct for Directors in their dealings in the Company’s securities on terms no less than the Model Code for Securities Transactions by Directors of Listed Companies as contained in Appendix 10 to the Listing Rules (the “Model Code”). Having made specific enquiry to all the Directors of the Company, all the Directors confirmed that they had complied with the required standard of dealing as required by the Company’s code of conduct and the Model Code throughout the Period.

## Review of Interim Results

The audit committee of the Company has reviewed the results (including the unaudited condensed consolidated financial statements) of the Group for the six months ended 30 June 2016.

In addition, the unaudited condensed consolidated financial statements of the Group for the six months ended 30 June 2016 have been reviewed by our auditors, Messrs. Deloitte Touche Tohmatsu, in accordance with Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the Hong Kong Institute of Certified Public Accountants.

## Board of Directors

As at the date of this interim report, the Board comprises Mr. Cheng Sze Kin (Chairman), Mr. Cheng Sze Tsan (Vice-chairman), Ms. Wong Pik Hung and Mr. Kwok Yuen Keung Tommy as the Executive Directors, Mr. Mok Tsan San as Non-executive Director, and Mr. Zhang Senquan, Mr. Kam Leung Ming and Mr. Leung Yiu Man as the Independent Non-executive Directors.

By Order of the Board

**Casablanca Group Limited**

**Cheng Sze Kin**

*Chairman*

Hong Kong, 22 August 2016

## DIRECTORS AND SENIOR MANAGEMENT

### Executive Directors

**Mr. Cheng Sze Kin (鄭斯堅)**, aged 56, is one of the founders of the Group to establish the Group's business in May 1993. He was appointed as a Director on 2 April 2012 and re-designated as an Executive Director and the Chairman of the Board on 22 October 2012. He is currently a Director of all the subsidiaries of the Group incorporated in Hong Kong and the British Virgin Islands ("BVI") and the legal representative of all the subsidiaries of the Group established in the PRC. He is responsible for strategic planning of the Group, in particular product development and production. He has over 20 years of experience in the production of bedding products and textile trading. Mr. Cheng is the spouse of Ms. Wong Pik Hung (王碧紅) and the brother of Mr. Cheng Sze Tsan (鄭斯燦), both of whom are also Executive Directors.

**Mr. Cheng Sze Tsan (鄭斯燦)**, aged 43, is one of the founders of the Group to establish the Group's business in May 1993. He was appointed as a Director of the Company on 2 April 2012 and re-designated as an Executive Director and Vice-chairman of the Board on 22 October 2012. He is currently a Director of all the subsidiaries of the Group incorporated in Hong Kong and BVI. He is responsible for strategic planning of the Group, in particular product development and sales management. He has over 20 years of experience in the bedding products industry. He is the brother of Mr. Cheng Sze Kin (鄭斯堅) and the brother-in-law of Ms. Wong Pik Hung (王碧紅), both of whom are also Executive Directors. Mr. Cheng is awarded "Young Industrialists of Hong Kong 2013" by Federation of Hong Kong Industries and has been appointed as standing committee member of Chinese People's Political Consultative Conference Guangzhou Committee (Huangpu District) since August 2015.

**Ms. Wong Pik Hung (王碧紅)**, aged 49, has been a Director of a subsidiary of the Group since August 1993. She was appointed as a Director on 2 April 2012 and re-designated as an Executive Director on 22 October 2012. She is currently a Director of all the subsidiaries of the Group incorporated in Hong Kong and BVI. She is responsible for strategic planning of the Group, in particular procurement and sales management in Hong Kong. She has over 20 years of experience in the bedding products industry. She obtained a diploma in international economic cooperation at the University of International Business and Economics (對外經濟貿易大學) in Beijing. Ms. Wong is the spouse of Mr. Cheng Sze Kin (鄭斯堅) and the sister-in-law of Mr. Cheng Sze Tsan (鄭斯燦), both of whom are also Executive Directors.

**Mr. Kwok Yuen Keung Tommy (郭元強)**, aged 50, was appointed as the Chief Executive Officer and Executive Director of the Group on 1 August 2014. He has extensive experience in consulting, corporate restructuring, business development, financial modeling and corporate finance in Hong Kong, China and the United States. Prior to joining the Group, he has run his business in providing consulting services to various clients. He was the director of Terra Uber Investment Co., Limited which had provided the Company with consulting services such as corporate restructuring, business development and financial modeling since November 2013 and this arrangement was terminated upon his appointment as an Executive Director and the Chief Executive Officer of the Company. He was the chief financial officer of a company in Shanghai responsible for its pre-IPO matters with planning an initial public offering ("IPO") of shares in Hong Kong during 2009 to 2012. From 2007 to 2008, he was the assistant vice president - corporate finance of Golden Concord Holdings Limited responsible for pre-IPO matters of GCL-Poly Energy Holdings Limited (stock code: 3800) in Hong Kong. In addition, he also worked in New World Infrastructure Limited (stock code: 301 before the New World Group reorganization into NWS Holdings Limited (stock code: 659) in 2003) and Hopewell Holdings Limited (stock code: 54). He obtained his bachelor of science degree in accounting from San Francisco State University, the United States of America and master of business administration degree from Manchester Business School of the University of Manchester in the United Kingdom. He is a member of the American Institute of Certified Public Accountants and a fellow member of the Hong Kong Institute of Certified Public Accountants. He is also a Greater China Partner of Blue Ocean Strategy ("BOS") and a Qualifying BOS Practitioner.

### Non-executive Director

**Mr. Mok Tsan San (莫贊生)**, aged 45, was appointed as a Non-executive Director on 9 April 2015. Mr. Mok is the managing director of Capital Union Investments Limited, a direct investment firm with a portfolio in Great China and overseas. He is currently the executive director of Chinese Food and Beverage Group Limited (stock code: 8272) and Chinese Strategic Holdings Limited (stock code: 8089), the shares of which are listed on the Stock Exchange respectively. Mr. Mok was the executive director of Hin Sang Group (International) Holding Co. LTD., the shares of which are listed on the Stock Exchange (stock code: 6893), from May 2015 to September 2015, and was the non-executive director of Newtree Group Holdings Limited, the shares of which are listed on the Stock Exchange (stock code: 1323), from August 2014 to February 2016. Mr. Mok has over 13 years of solid experiences in fund raising and investment syndication in a number of ventures. He has helped, funded, and/or personally invested in and advised in a number of other Silicon Valley companies, including but not limited to Facebook Inc. and Proteus Digital Health.

## Independent Non-executive Directors

**Mr. Zhang Senquan (張森泉)**, aged 39, was appointed as an Independent Non-executive Director on 1 April 2015. Mr. Zhang acts as the head of China Business Development Department and managing director of Southwest Securities International Securities Limited, the shares of which are listed on the Stock Exchange (stock code: 812). Mr. Zhang is also the independent non-executive director of Topchoice Medical Investment Co. Inc., the shares of which are listed on the Shanghai Stock Exchange (stock code: 600763SH). He is a member of Hong Kong Institute of Certified Public Accountants, China Institute of Certified Public Accountants and American Institute of Certified Public Accountants. Mr. Zhang used to be the chief financial officer and joint company secretary of Huazhong In-Vehicle Holdings Company Limited, the shares of which are listed on the Stock Exchange (stock code: 6830) from May 2014 to July 2015. He served as head of the Strategic Development Department of Goodbaby International Holdings Limited, the shares of which are listed on the Stock Exchange (stock code: 1086), from March 2013 to April 2014. He has more than 10 years of professional experience in accounting and auditing, and worked at Ernst & Young, KPMG and Deloitte Touche Tohmatsu serving several positions from audit staff to audit partner from 1999 to 2012. Mr. Zhang received his bachelor's degree from Fudan University in China in 1999.

**Mr. Kam Leung Ming (甘亮明)**, aged 41, was appointed as an Independent Non-executive Director on 1 April 2015. Mr. Kam is currently the executive director of Get Nice Financial Group Limited, the shares of which are listed on the Stock Exchange (stock code: 1469). Mr. Kam was the company secretary of Get Nice Holdings Limited, the shares of which are listed on the Stock Exchange (stock code: 64) from 28 April 2011 to 7 April 2016, before Get Nice Financial Group Limited spin-off from Get Nice Holdings Limited. He is a fellow member of the Hong Kong Institute of Certified Public Accountants, a member of The Institute of Chartered Accountants in England and Wales, an associate member of The Hong Kong Institute of Chartered Secretaries and The Institute of Chartered Secretaries and Administrators in the United Kingdom. He has over 19 years of experience in auditing, professional accounting, financial management and business administration. Prior to joining Get Nice Holdings in 2009, Mr. Kam worked for two Hong Kong listed companies namely, Hutchison Harbour Ring Industries Limited (currently named as China Oceanwide Holdings Limited), the shares of which are listed on the Stock Exchange (stock code: 715), and Mandarin Entertainment (Holdings) Limited (currently named as Nine Express Limited), the shares of which are listed on the Stock Exchange (stock code: 9), and served management roles in financial management. He holds a bachelor degree in accountancy and a master degree in corporate governance from the Hong Kong Polytechnic University.

**Mr. Leung Yiu Man (梁耀文)**, aged 48, was appointed as an Independent Non-executive Director on 22 May 2015. Mr. Leung is currently the director and responsible officer of JAIC International (Hong Kong) Co. Ltd. Before joining JAIC International, he was the China advisor and responsible officer of Kirin Investment Management (HK) Limited. Mr. Leung was the managing director of Morgan Stanley Asia between 2011 and 2015, the chief investment officer of SPG Land Limited (currently named as Greenland Hong Kong Holdings Limited), the shares of which are listed on the Stock Exchange (stock code: 337), during 2009 to 2011, the executive director and managing director of China International Capital Corporation during 2001 to 2009. Mr. Leung has over 20 years of experience in equity research, investment advisory and corporate finance. He is a chartered financial analyst of the CFA Institute in the United States. He holds a bachelor degree in social sciences, with major in political science and economics, from The University of Hong Kong.

## Senior Management

**Mr. Ho Yiu Leung (何耀樑)**, aged 50, joined the Group as the Financial Controller and Company Secretary in January 2012. He is responsible for the Group's overall financial reporting, finance and company secretarial matters. He has over 20 years of experience in auditing, accounting and financial management. He is a fellow member of each of the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants and also an associate member of each of The Hong Kong Institute of Chartered Secretaries and The Institute of Chartered Secretaries and Administrators. He holds a master degree in business administration from the University of Strathclyde.

**Mr. Li Kai Fat (李啟發)**, aged 57, was the Independent Non-executive Director of the Company from 22 October 2012 to 31 March 2015. He joined the Group again in January 2016. He is currently the General Manager of Casablanca Home (Shenzhen) Limited. He is responsible for business development, strategies implementation and management in the PRC. He has over 25 years of experience in sales management which include numerous years of experience in management in international and multinational companies and over 10 years of experience in sales and management in China retail market. Mr. Li was the general manager of J.M. Times Garments (Shenzhen) Co., Ltd. during March 2007 to December 2015. He obtained a diploma in business management from the Hong Kong Polytechnic University.

**Mr. Gao Yan (高岩)**, aged 57, joined the Group in June 2007. He is currently the General Manager of Casablanca Home (Huizhou) Company Limited. He is responsible for the production, procurement and logistics management in the PRC. Prior to joining the Group, Mr. Gao has over 20 years of experience in production management. He obtained a diploma in weaving machinery from Northwest Institute of Textile Science and Technology (西北紡織工學院) and was awarded a qualification of senior engineer from Guangdong Province Personnel Office (廣東省人事廳).

**Mr. Li Jian Lin (李建林)**, aged 41, served the Group from April 2001 to November 2012 and opened a private company for sales of home accessories after leaving the Group. He joined the Group again since February 2014. He is currently the Deputy General Manager of Casablanca Home (Shenzhen) Limited. He is responsible for sales management in the PRC. Mr. Li has more than 15 years of experience in marketing and management planning. He obtained a diploma in marketing from Hunan Textile College (湖南紡織高等專科學校).

**Mr. Lin Yi Kai (林奕凱)**, aged 46, joined the Group in May 2007. He is currently the Deputy General Manager of Casablanca Home (Shenzhen) Limited. He is responsible for the financial management of our operations in the PRC. Mr. Lin has approximately 20 years of experience in audit and accounting. He was awarded qualification of certified internal control specialist from Internal Control Institute, senior international finance manager from International Financial Management Association and certified financial planner from The Chinese Institute of Certified Financial Planners, and is a member of Internal Control Institute, a member of International Financial Management Association and The Chinese Institute of Certified Financial Planners. He was conferred qualification of assistant accountant in accounting (corporate) speciality and intermediate level in accounting speciality from Ministry of Finance of the People's Republic of China. Mr. Lin holds a bachelor's degree in accounting from Guangdong Polytechnic Normal University.

**Li Jin Fa (李貞發)**, aged 39, served the Group from April 2004 to March 2008. He worked in another home textile enterprise and was responsible for sales after leaving the Group. He joined the Group again since February 2014. He is currently the Sales Director (Self-operated Sales) of Casablanca Home (Shenzhen) Limited. He is responsible for our self-operated sales business in the PRC. Mr. Li has over 10 years of experience in sales of home textile products and concession counters in department stores.

## Company Secretary

**Mr. Ho Yiu Leung (何耀樑)**, aged 50, joined the Group as the Financial Controller and Company Secretary in January 2012. Please refer to the paragraph headed "Senior Management" above for his biography.

# REPORT ON REVIEW OF CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

# Deloitte.

# 德勤

## TO THE BOARD OF DIRECTORS OF CASABLANCA GROUP LIMITED

卡撒天嬌集團有限公司

*(incorporated in the Cayman Islands with limited liability)*

## Introduction

We have reviewed the condensed consolidated financial statements of Casablanca Group Limited (the “Company”) and its subsidiaries (collectively referred to as the “Group”) set out on pages 25 to 41, which comprises the condensed consolidated statement of financial position as of 30 June 2016 and the related condensed consolidated statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the six-month period then ended, and certain explanatory notes. The Main Board Listing Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 “Interim Financial Reporting” (“HKAS 34”) issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

## Scope of Review

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the Hong Kong Institute of Certified Public Accountants. A review of these condensed consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



## Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements are not prepared, in all material respects, in accordance with HKAS 34.

### **Deloitte Touche Tohmatsu**

Certified Public Accountants

Hong Kong,  
22 August 2016

# CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2016

	Notes	Six months ended 30 June	
		2016 HK\$'000 (unaudited)	2015 HK\$'000 (unaudited)
Revenue	3	<b>184,555</b>	176,617
Cost of goods sold		<b>(68,490)</b>	(64,965)
Gross profit		<b>116,065</b>	111,652
Other income		<b>721</b>	1,091
Other gains and losses	4	<b>(4,070)</b>	(887)
Selling and distribution costs		<b>(74,014)</b>	(90,655)
Administrative expenses		<b>(26,267)</b>	(28,578)
Finance costs	5	<b>(1,144)</b>	(1,545)
Profit (loss) before taxation	6	<b>11,291</b>	(8,922)
Taxation	7	<b>(4,366)</b>	(174)
Profit (loss) for the period		<b>6,925</b>	(9,096)
Other comprehensive expense			
Item that may be subsequently reclassified to profit or loss:			
Exchange differences arising on translation of financial statements of foreign operations		<b>(4,608)</b>	(21)
Reclassification adjustments for cumulative exchange differences upon deregistration of a foreign operation		<b>(8,775)</b>	–
Other comprehensive expense for the period		<b>(13,383)</b>	(21)
Total comprehensive expense for the period		<b>(6,458)</b>	(9,117)
Profit (loss) for the period attributable to owners of the Company		<b>6,925</b>	(9,096)
Total comprehensive expense for the period attributable to owners of the Company		<b>(6,458)</b>	(9,117)
Earnings (loss) per share			
– Basic and diluted (HK cents)	9	<b>2.68</b>	(3.98)

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2016

	Notes	30.6.2016 HK\$'000 (unaudited)	31.12.2015 HK\$'000 (audited)
<b>Non-current assets</b>			
Property, plant and equipment	10	<b>132,938</b>	137,701
Prepaid lease payments		<b>24,883</b>	25,734
Intangible assets		<b>1</b>	2
Deposits paid for acquisition of property, plant and equipment		<b>240</b>	1,037
Rental and other deposits		<b>1,930</b>	1,723
Available-for-sale investment	11	–	7,749
Convertible bond	12	–	2,980
Derivative component in convertible bond	12	–	673
		<b>159,992</b>	177,599
<b>Current assets</b>			
Inventories		<b>72,558</b>	81,502
Trade and other receivables	13	<b>57,049</b>	77,234
Prepaid lease payments		<b>566</b>	578
Taxation recoverable		<b>1,822</b>	5,393
Pledged bank deposits		<b>6,778</b>	6,812
Bank balances and cash		<b>199,850</b>	177,373
		<b>338,623</b>	348,892
<b>Current liabilities</b>			
Trade and other payables	14	<b>69,346</b>	79,891
Taxation payable		<b>795</b>	840
Bank borrowings	15	<b>49,421</b>	53,756
Obligation under a finance lease		<b>439</b>	745
		<b>120,001</b>	135,232
Net current assets		<b>218,622</b>	213,660
Total assets less current liabilities		<b>378,614</b>	391,259

	Notes	<b>30.6.2016</b> <b>HK\$'000</b> <b>(unaudited)</b>	31.12.2015 HK\$'000 (audited)
Non-current liabilities			
Bank borrowings	15	<b>13,543</b>	20,739
Obligation under a finance lease		–	63
Deferred tax liabilities		<b>1,004</b>	904
		<b>14,547</b>	21,706
Net assets		<b>364,067</b>	369,553
Capital and reserves			
Share capital	16	<b>25,843</b>	25,843
Reserves		<b>338,224</b>	343,710
Total equity		<b>364,067</b>	369,553

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2016

	Attributable to owners of the Company								Total HK\$'000
	Share capital HK\$'000	Share premium HK\$'000	Capital reserve HK\$'000 (Note i)	Merger reserve HK\$'000 (Note ii)	PRC statutory reserve HK\$'000 (Note iii)	Translation reserve HK\$'000	Share options reserve HK\$'000	Accumulated profits HK\$'000	
At 1 January 2016 (audited)	25,843	166,268	2,000	1,319	8,988	3,373	7,060	154,702	369,553
Profit for the period	-	-	-	-	-	-	-	6,925	6,925
Exchange differences arising on translation of financial statements of foreign operations	-	-	-	-	-	(4,608)	-	-	(4,608)
Reclassification adjustments for the cumulative exchange differences upon deregistration of a foreign operation	-	-	-	-	-	(8,775)	-	-	(8,775)
Other comprehensive expense for the period	-	-	-	-	-	(13,383)	-	-	(13,383)
Total comprehensive expense for the period	-	-	-	-	-	(13,383)	-	6,925	(6,458)
Recognition of equity-settled share-based payments	-	-	-	-	-	-	972	-	972
Lapse of share options	-	-	-	-	-	-	(255)	255	-
Release of reserve due to deregistration of a subsidiary	-	-	-	-	(6,470)	-	-	6,470	-
<b>At 30 June 2016 (unaudited)</b>	<b>25,843</b>	<b>166,268</b>	<b>2,000</b>	<b>1,319</b>	<b>2,518</b>	<b>(10,010)</b>	<b>7,777</b>	<b>168,352</b>	<b>364,067</b>
At 1 January 2015 (audited)	20,079	80,459	2,000	1,319	8,833	14,494	13,531	170,995	311,710
Loss for the period	-	-	-	-	-	-	-	(9,096)	(9,096)
Exchange differences arising on translation of financial statements of foreign operations and other comprehensive expense for the period	-	-	-	-	-	(21)	-	-	(21)
Total comprehensive expense for the period	-	-	-	-	-	(21)	-	(9,096)	(9,117)
Recognition of equity-settled share-based payments	-	-	-	-	-	-	3,047	-	3,047
Exercise of share options	564	10,508	-	-	-	-	(4,298)	-	6,774
Lapse of share options	-	-	-	-	-	-	(92)	92	-
Issue of shares upon placing (note 16(a))	4,000	56,000	-	-	-	-	-	-	60,000
Expenses incurred in connection with the issue of shares	-	(3,039)	-	-	-	-	-	-	(3,039)
At 30 June 2015 (unaudited)	24,643	143,928	2,000	1,319	8,833	14,473	12,188	161,991	369,375

Notes:

- (i) The capital reserve represents the waiver of the amount due to a related company.
- (ii) The merger reserve of the Group represented the difference between the par value of the shares of Company issued in exchange for the entire share capital of Jollirich Investment Limited, Casablanca International Limited and Rich Creation Asia Investment Limited and transfer of 11.76% of equity interest in Forcetek (Shenzhen) Company Limited ("Forcetek (Shenzhen) ") pursuant to the group reorganisation prior to the listing of the Company's shares on The Stock Exchange of Hong Kong Limited (the "Stock Exchange").
- (iii) According to the relevant requirements in the Articles of Association of the Group's subsidiaries in The People's Republic of China ("PRC"), a portion of their profits after taxation is transferred to PRC statutory reserve. The transfer must be made before the distribution of a dividend to equity owners. The statutory reserve fund can be used to make up the prior year losses, if any. The statutory reserve fund is non-distributable other than upon liquidation.

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2016

	Six months ended 30 June	
	2016	2015
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Net cash from (used in) operating activities	<b>38,651</b>	(530)
Net cash used in investing activities		
Placement of pledged bank deposits	<b>(6,884)</b>	(1)
Purchase of property, plant and equipment	<b>(2,796)</b>	(2,314)
Withdrawal of pledged bank deposits	<b>6,788</b>	–
Proceeds from disposal of property, plant and equipment	–	15
Purchase of available-for-sale investment	–	(7,749)
Other investing cash flows	<b>485</b>	309
	<b>(2,407)</b>	(9,740)
Net cash (used in) from financing activities		
Repayments of bank borrowings	<b>(11,350)</b>	(11,354)
Repayments of obligations under a finance lease	<b>(369)</b>	(355)
Proceeds from issue of shares	–	60,000
Exercise of share options	–	6,774
Expenses incurred in connection with the issue of shares	–	(3,039)
Other financing cash flows	<b>(1,144)</b>	(1,545)
	<b>(12,863)</b>	50,481
Net increase in cash and cash equivalents	<b>23,381</b>	40,211
Cash and cash equivalents at beginning of the period	<b>177,373</b>	140,208
Effect of foreign exchange rate changes	<b>(904)</b>	(211)
Cash and cash equivalents at end of the period, represented by bank balances and cash	<b>199,850</b>	180,208

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2016

## 1. Basis of Preparation

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") as well as the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on the Stock Exchange.

## 2. Principal Accounting Policies

The condensed consolidated financial statements have been prepared on the historical cost basis except for derivative component in convertible bond, which is measured at fair value.

Except as described below, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2016 are the same as those followed in the preparation of the Group's annual financial statements for the year ended 31 December 2015.

In the current interim period, the Group has applied, for the first time, certain amendments to Hong Kong Financial Reporting Standards ("HKFRSs") issued by the HKICPA that are mandatorily effective for the current interim period.

The application of those amendments to HKFRSs in the current interim period has had no material effect on the amounts reported and/or disclosures set out in the Group's condensed consolidated financial statements.

## 3. Revenue and Segment Information

The Group's operating activities are attributable to a single operating segment focusing on manufacture and sales of bedding products. This operating segment has been identified on the basis of internal management reports prepared in accordance with accounting policies conforming to HKFRSs, which are regularly reviewed by the executive directors of the Company, the chief operating decision maker of the Group. The executive directors of the Company regularly review revenue analysis by (i) self-operated retail sales; (ii) sales to distributors and (iii) others. However, other than revenue analysis, no operating results and other discrete financial information is available for the assessment of performance of the respective products. The executive directors of the Company review the revenue and the profit for the period of the Group as a whole to make decision about resources allocation. No analysis of segment assets or segment liabilities is presented as they are not regularly provided to the executive directors of the Group. Accordingly, no analysis of this single operating segment is presented.

- Self-operated retail sales: Sales through the self-operated retail sales channel refer to sales at the self-operated concession counters in department stores and self-operated retail stores.
- Sales to distributors: Sales to distributors refer to the sales to distributors who resell the products to end-user consumers, typically at concession counters in department stores and retail stores operated by distributors.
- Others: Other sales include sales to wholesale customers located in the PRC and Hong Kong and Macau and sales made to overseas customers.



### 3. Revenue and Segment Information (Continued)

The information of segment revenue is as follows:

	Six months ended 30 June	
	2016 HK\$'000 (unaudited)	2015 HK\$'000 (unaudited)
Self-operated retail sales	129,050	141,469
Sales to distributors	14,192	25,491
Others	41,313	9,657
	<b>184,555</b>	176,617

#### Entity-wide information

The following is an analysis of the Group's revenue from its major products:

	Six months ended 30 June	
	2016 HK\$'000 (unaudited)	2015 HK\$'000 (unaudited)
Bed linens	113,843	100,738
Duvets and pillows	62,517	66,842
Other home accessories	8,195	9,037
	<b>184,555</b>	176,617

### 4. Other Gains and Losses

	Six months ended 30 June	
	2016 HK\$'000 (unaudited)	2015 HK\$'000 (unaudited)
Gain on deregistration of a subsidiary (note)	8,775	–
Impairment loss of available-for-sale investment (note 11)	(7,749)	–
Impairment loss on convertible bond (note 12)	(2,980)	–
Net exchange (losses) gains	(979)	416
Fair value change on derivative component in convertible bond (note 12)	(673)	–
Allowance for doubtful debts	(312)	(660)
Loss on disposal of property, plant and equipment	(136)	(643)
Allowance of other receivables	(16)	–
	<b>(4,070)</b>	(887)

Note: During the six months ended 30 June 2016, Forcetek (Shenzhen) which was established in the PRC was deregistered. The net asset at the date of deregistration was nil and the gain on deregistration represents the cumulated exchange reserve reclassified to profit or loss.

## 5. Finance Costs

	Six months ended 30 June	
	2016 HK\$'000 (unaudited)	2015 HK\$'000 (unaudited)
Interest on:		
Bank borrowings	1,132	1,519
Finance lease	12	26
Total borrowing costs	1,144	1,545

## 6. Profit (Loss) Before Taxation

	Six months ended 30 June	
	2016 HK\$'000 (unaudited)	2015 HK\$'000 (unaudited)
Profit (loss) before taxation has been arrived at after charging:		
Directors' and chief executive's remuneration (excluding share-based payments)	5,077	4,735
Other staff costs	40,763	42,476
Share-based payments (included in selling and distribution costs and administrative expenses)	972	3,047
Amortisation of intangible assets	1	1
Amortisation of prepaid lease payments	288	302
Allowance for inventories (included in costs of goods sold)	141	357
Depreciation of property, plant and equipment	6,894	7,077
Operating lease rentals in respect of		
– rented premises	854	1,768
– retail stores (note)	4,648	5,075
– department store counters (note) (including concessionaire commission) (included in selling and distribution costs)	22,208	32,735
	27,710	39,578

Note: Included contingent rent of HK\$11,492,000 for the six months ended 30 June 2016 (six months ended 30 June 2015: HK\$19,374,000). The contingent rent refers to the operating lease rentals based on pre-determined percentages of realised sales less basic rentals of the respective leases.

## 7. Taxation

	Six months ended 30 June	
	2016 HK\$'000 (unaudited)	2015 HK\$'000 (unaudited)
Current tax:		
Hong Kong	3,836	442
PRC Enterprise Income Tax ("EIT")	430	-
	<b>4,266</b>	442
Overprovision in prior period:		
Hong Kong	-	(48)
Withholding tax paid on distributed profits	-	1,113
Deferred tax:		
Current period	100	128
Withholding tax on undistributed profits	-	(1,461)
	<b>100</b>	(1,333)
	<b>4,366</b>	174

Hong Kong Profits Tax is calculated at 16.5% on the estimated assessable profit for both periods. The PRC EIT is provided at 25% on the estimated assessable profit for both periods.

Under the EIT Law of PRC, withholding tax is imposed on dividends declared in respect of profits earned by PRC subsidiaries from 1 January 2008 onwards. Deferred taxation has not been provided for in the condensed consolidated financial statements in respect of the temporary differences attributable to accumulated profits of the PRC subsidiaries amounting to RMB18,535,000 (equivalent to HK\$21,631,000) (31 December 2015: RMB17,656,000 (equivalent to HK\$21,069,000)) as the Group is able to control the timing of the reversal of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future.

## 8. Dividend

No dividends were paid, declared or proposed during the interim period. The directors of the Company have determined that no dividend will be paid in respect of the interim period (six months ended 30 June 2015: nil).

## 9. Earnings (Loss) Per Share

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

	Six months ended 30 June	
	2016	2015
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
<b>Earnings (loss)</b>		
Profit (loss) for the period attributable to owners of the Company for the purposes of basic and diluted earnings (loss) per share	<b>6,925</b>	(9,096)

	Six months ended 30 June	
	2016	2015
<b>Number of shares</b>		
Weighted average number of ordinary shares for the purpose of basic and diluted earnings (loss) per share	<b>258,432,000</b>	228,414,707

The computation of diluted earnings per share for the six months ended 30 June 2016 does not assume the exercise of the Company's share options because the adjusted exercise price of the share options (after the adjustment of the fair value of the unvested share options) were higher than the average market prices of shares of the Company during the six months ended 30 June 2016.

The diluted earnings per share for the six months ended 30 June 2015 has not taken into account the effect of outstanding share options as exercise of such options would result in a decrease in loss per share.

## 10. Property, Plant and Equipment

During the six months ended 30 June 2016, the Group spent HK\$5,019,000 (six months ended 30 June 2015: HK\$2,941,000) on purchase of property, plant and equipment.

## 11. Available-For-Sale Investment

The balance represented an unlisted investment in 13.6% equity interest in a private entity (the "Investee Company"), an investment holding company incorporated in Hong Kong whose subsidiaries are principally engaged in virtual retailing business through a television shopping channel in the PRC.

During the six months ended 30 June 2016, the Investee Company's virtual retailing business is suspended. Accordingly, the directors of the Company considered the available-for-sale investment is not recoverable and the amount is fully impaired.

## 12. Convertible Bond/Derivative Component in Convertible Bond

In prior year, the Group subscribed for a convertible bond issued by the Investee Company, with principal amount of HK\$3,600,000 which carried interest at 8% per annum payable on 31 October 2017 with maturity on the same date. The convertible bond can be converted into equity shares of the Investee Company or the subsidiary of the Investee Company at any time from the date of issue to the maturity date. The fair value of the receivable component and derivative component, at initial recognition and as at 31 December 2015 which amounted to HK\$2,884,000 and HK\$2,980,000 and HK\$716,000 and HK\$673,000, respectively. Subsequent to the initial recognition, the receivable component is carried at amortised cost using the effective interest method and the derivative component is carried at fair value.

During the six months ended 30 June 2016, the Investee Company's virtual retailing business is suspended. Accordingly, the directors of the Company considered the recoverability on the convertible bond is remote and the amount of HK\$ 2,980,000 is fully impaired. The directors of the Company also considered the fair value of the derivative component in convertible bond is minimal and a fair value loss of HK\$673,000 is charged to profit or loss during the period.

## 13. Trade and Other Receivables

Retail sales are mainly made at concession counters in department stores, the department stores collect cash from the ultimate customers and then repay the balance after deducting the concessionaire commission to the Group. The credit period granted to department stores ranges from 30 to 75 days. For distributors and wholesale sales, the Group allows a credit period of up to 60 days to its trade customers, which may be extended to 180 days for selected customers.

The following is an aged analysis of trade and bills receivables net of allowance for doubtful debts presented based on the invoice date at the end of the reporting period, which approximated the respective revenue recognition dates.

	<b>30.6.2016</b> <b>HK\$'000</b> <b>(unaudited)</b>	31.12.2015 HK\$'000 (audited)
Within 30 days	<b>22,689</b>	35,543
31 to 60 days	<b>9,859</b>	15,601
61 to 90 days	<b>3,932</b>	4,439
91 to 180 days	<b>2,030</b>	4,849
181 to 365 days	<b>7,013</b>	2,147
Over 365 days	<b>228</b>	1,744
Trade and bills receivables	<b>45,751</b>	64,323

## 14. Trade and Other Payables

The following is an aged analysis of trade and bills payables presented based on the invoice date at the end of the reporting period.

	<b>30.6.2016</b> <b>HK\$'000</b> <b>(unaudited)</b>	31.12.2015 HK\$'000 (audited)
Within 30 days	<b>8,667</b>	34,875
31 to 60 days	<b>17,428</b>	10,686
61 to 90 days	<b>11,890</b>	8,438
91 to 180 days	<b>10,161</b>	3,021
Over 180 days	<b>3,896</b>	–
Trade and bills payables	<b>52,042</b>	57,020

The credit period of trade and bills payables is from 30 to 90 days.

Included in other payables is payable for acquisition of property, plant and equipment of HK\$2,277,000 (31 December 2015: HK\$1,180,000).

## 15. Bank Borrowings

During the six months ended 30 June 2016, the Group did not obtain any new bank borrowings (six months ended 30 June 2015: nil) and repaid bank borrowings of HK\$11,350,000 (six months ended 30 June 2015: HK\$11,354,000). The loans carry interest at market rates ranging from 0.72% to 6.22% (31 December 2015: 1.62% to 7.31%) per annum and are repayable up to five years.

## 16. Share Capital

The movement of share capital of the Company are as follows:

	<b>Number of shares</b>	<b>Amount HK\$'000</b>
Ordinary shares of HK\$0.1 each		
Authorised:		
At 1 January 2015, 31 December 2015 and 30 June 2016	<b>500,000,000</b>	<b>50,000</b>
Issued and fully paid:		
At 1 January 2015	200,788,000	20,079
Issue of shares on 13 March 2015 (note a)	40,000,000	4,000
Exercise of share options (note b)	17,644,000	1,764
At 31 December 2015 and 30 June 2016	<b>258,432,000</b>	<b>25,843</b>

## 16. Share Capital (continued)

Notes:

- (a) On 13 March 2015, pursuant to the conditional placing agreement dated 2 March 2015, 40,000,000 ordinary shares of HK\$0.1 each were allotted and issued at HK\$1.50 per share.
- (b) During the year ended 31 December 2015, 17,644,000 ordinary shares of HK\$0.1 each were issued at HK\$1.20 per share upon exercise of the share options under a pre-IPO share option scheme, which was approved by the sole shareholder's resolution passed on 22 October 2012, (the "Pre-IPO Share Option Scheme") of the Company by the option holders.

All ordinary shares issued during the year ended 31 December 2015 rank pari passu with the then existing ordinary shares in all respects.

## 17. Share Option Schemes

### (a) Pre-IPO share option scheme

The Pre-IPO share option scheme was adopted pursuant to the sole shareholder's resolution passed on 22 October 2012 for the primary purpose of providing incentives or rewards to directors or eligible employees, motivating the eligible participants to optimise their performance efficiency for the benefit of the Company and tracking and retaining with the eligible participants, and had expired on the date of listing of the shares of the Company on the Main Board of the Stock Exchange.

The maximum number of shares in respect of which options may be granted under the Pre-IPO Share Option Scheme is 22,500,000 shares, representing approximately 11.25% of the shares of the Company in issue immediately upon completion of the public share offering and the capitalisation issue.

Options granted must be taken up within one month of the date of grant, upon payment of HK\$1 on acceptance of the offer. Options may be exercised at any time during a period commencing on or after the date on which the option is accepted and granted and expiring on a date to be notified by the Board of Directors to each grantee which shall not be more than 10 years from the date on which the option is accepted and granted.

The exercise price is 80% of HK\$1.50, the initial public offering price of the Company's shares. The options shall only be exercisable on or after 23 May 2013 and expire not later than 10 years from the date of grant.

## 17. Share Option Schemes (continued)

### (b) Share option scheme

The principal terms of the share option scheme which is approved by the sole shareholder's resolution passed on 22 October 2012 (the "Share Option Scheme") are substantially the same as the terms of the Pre-IPO Option Scheme except that:

- (i) the exercise price of the share option will be determined at the highest of the closing price of the Company's shares on the Stock Exchange on the date of grant and the average of closing prices of the Company's shares on the Stock Exchange on the five business days immediately preceding the date of grant of the option;
- (ii) the maximum number of shares in respect of which options may be granted shall not exceed 10% of the total number of shares in issue at the date of listing of the shares of the Company on the Main Board of the Stock Exchange; and
- (iii) the maximum entitlement of each eligible participant in any 12-month period up to the date of offer to grant shall not exceed 1% of the shares in issue as at the date of offer to grant.

The Group recognised the share-based payments of HK\$972,000 (six months ended 30 June 2015: HK\$3,047,000) in relation to share options granted by the Company during the interim period.

At 30 June 2016, the number of shares in respect of which options had been granted and remained outstanding under the Pre-IPO Share Option Scheme and Share Option Scheme was, in aggregate, 5,304,000 (31 December 2015: 5,504,000), representing 2.05% (31 December 2015: 2.13%) of the shares of the Company in issue at that date.

The weighted average exercise price of options outstanding at the end of the reporting period is HK\$4.95 (31 December 2015: HK\$4.95). In respect of the share option exercised during the year ended 31 December 2015, the weighted average share price at the date of exercise is HK\$2.63.

The following table discloses movements of the Company's share options held by directors of the Company, employees, consultant, customers and supplier of the Group during both periods:

#### For the six months ended 30 June 2016

Categories of participants	Date of grant	Exercisable period	Exercise price HK\$	Number of share options		
				Outstanding at 1.1.2016	Lapsed during the period	Outstanding at 30.6.2016
Under the Share Option Scheme						
Executive directors	9.4.2015	9.10.2015 – 8.4.2018	4.95	2,990,000	–	<b>2,990,000</b>
Non-executive director	9.4.2015	9.10.2015 – 8.4.2018	4.95	1,000,000	–	<b>1,000,000</b>
Employees	9.4.2015	9.10.2015 – 8.4.2018	4.95	1,514,000	(200,000)	<b>1,314,000</b>
				5,504,000	(200,000)	<b>5,304,000</b>



## 17. Share Option Schemes (continued)

For the six months ended 30 June 2015

Categories of participants	Date of grant	Exercisable period	Exercise price HK\$	Number of share options				
				Outstanding at 1.1.2015	Granted during the period	Exercised during the period	Lapsed during the period	Outstanding at 30.6.2015
Under the Pre-IPO Share Option Scheme								
Executive directors	7.11.2012	23.5.2013 – 6.11.2022	1.20	12,000,000	–	–	–	12,000,000
Employees	7.11.2012	23.5.2013 – 6.11.2022	1.20	4,396,000	–	(4,276,000)	(120,000)	–
Consultant (note a)	7.11.2012	23.5.2013 – 6.11.2022	1.20	320,000	–	(320,000)	–	–
Customers (note b)	7.11.2012	23.5.2013 – 6.11.2022	1.20	928,000	–	(928,000)	–	–
Supplier (note c)	7.11.2012	23.5.2013 – 6.11.2022	1.20	120,000	–	(120,000)	–	–
				17,764,000	–	(5,644,000)	(120,000)	12,000,000
Under the Share Option Scheme								
Executive directors	9.4.2015	9.10.2015 – 8.4.2018	4.95	–	2,990,000	–	–	2,990,000
Non-executive director	9.4.2015	9.10.2015 – 8.4.2018	4.95	–	1,000,000	–	–	1,000,000
Employees	9.4.2015	9.10.2015 – 8.4.2018	4.95	–	1,604,000	–	(50,000)	1,554,000
				–	5,594,000	–	(50,000)	5,544,000
				17,764,000	5,594,000	(5,644,000)	(170,000)	17,544,000

Notes:

- (a) The share options were granted to a consultant for providing value-added business advice on retail business for the Group.
- (b) The share options were granted to customers for contribution in developing retail sales network in Macau and the PRC.
- (c) The share options were granted to a supplier with long-term relationship for providing steady supplies of raw materials for the Group.

## 18. Capital Commitment

	<b>30.6.2016</b>	31.12.2015
	<b>HK\$'000</b>	HK\$'000
	<b>(unaudited)</b>	(audited)
Capital expenditure in respect of property, plant and equipment contracted for but not provided in the condensed consolidated financial statements	<b>1,020</b>	1,377

## 19. Related Party Transactions

In addition to the transactions and balances disclosed elsewhere in the condensed consolidated financial statements, the Group had entered into the following related party transactions:

Name of related companies	Relationship	Nature of transactions	Six months ended 30 June	
			2016	2015
			HK\$'000	HK\$'000
			<b>(unaudited)</b>	(unaudited)
Shenzhen Fusheng Trading Company Limited	Related company (Note)	Rental expenses	<b>549</b>	1,152
Gain Harvest Investment Limited	Related company (Note)	Rental expenses	<b>816</b>	816
Wealth Pine Asia Limited	Related company (Note)	Rental expenses	<b>558</b>	558

Note: Certain directors who are also the controlling shareholders have directorship or direct beneficial and controlling interests in these related companies.

## Compensation of key management personnel

The remuneration of directors and other member of key management during the period was as follows:

	Six months ended 30 June	
	2016	2015
	HK\$'000	HK\$'000
	<b>(unaudited)</b>	(unaudited)
Salaries and allowances	<b>5,522</b>	5,362
Retirement benefit schemes contributions	<b>317</b>	331
Share-based payments	<b>688</b>	2,116
	<b>6,527</b>	7,809

# CORPORATE INFORMATION

## Stock Code

2223

## Board of Directors

### Executive Directors

Mr. Cheng Sze Kin (*Chairman*)  
Mr. Cheng Sze Tsan (*Vice-chairman*)  
Ms. Wong Pik Hung  
Mr. Kwok Yuen Keung Tommy  
(*Chief Executive Officer*)

### Non-executive Directors

Mr. Mok Tsan San

### Independent Non-executive Directors

Mr. Zhang Senquan  
Mr. Kam Leung Ming  
Mr. Leung Yiu Man

## Committees

### Audit Committee

Mr. Zhang Senquan (*Chairman*)  
Mr. Kam Leung Ming  
Mr. Leung Yiu Man

### Remuneration Committee

Mr. Kam Leung Ming (*Chairman*)  
Mr. Zhang Senquan  
Mr. Leung Yiu Man

### Nomination Committee

Mr. Cheng Sze Kin (*Chairman*)  
Mr. Zhang Senquan  
Mr. Kam Leung Ming  
Mr. Leung Yiu Man

## Company Secretary

Mr. Ho Yiu Leung

## Authorised Representatives

Ms. Wong Pik Hung  
Mr. Ho Yiu Leung

## Registered Office

PO Box 309, Ugland House  
Grand Cayman KY1-1104  
Cayman Islands

## Headquarters and Principal Place of Business

5/F Yan Hing Centre  
9-13 Wong Chuk Yeung Street  
Fotan, New Territories  
Hong Kong

## Auditor

Deloitte Touche Tohmatsu

## Principal Share Registrar and Transfer Office

Maples Fund Services (Cayman) Limited  
PO Box 1093, Boundary Hall  
Cricket Square  
Grand Cayman KY1-1102  
Cayman Islands

## Hong Kong Branch Share Registrar and Transfer Office

Union Registrars Limited  
Suites 3301-04, 33/F  
Two Chinachem Exchange Square  
338 King's Road  
North Point  
Hong Kong

## Principal Bankers

In Hong Kong:  
Bank of China (Hong Kong) Limited  
In the PRC:  
Bank of China Limited  
Nanyang Commercial Bank (China) Ltd

## Company Website

[www.casablanca.com.hk](http://www.casablanca.com.hk)