易生活控股有限公司
Elife Holdings Limited

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 223)

ANNOUNCEMENT OF FINAL RESULTS FOR THE YEAR ENDED 31 MARCH 2017

The board of directors (the "Board") of Elife Holdings Limited (formerly known as Sino Resources Group Limited) (the "Company", together with its subsidiaries, the "Group") hereby announces the audited consolidated results of the Group for the year ended 31 March 2017 together with the comparative figures for the year ended 31 March 2016 as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 March 2017

	Notes	**2017**	2016
		HK$'000	*HK$'000*
Turnover	4	**19,450**	194,164
Cost of sales		**(19,250)**	(180,385)
Gross profit		**200**	13,779
Other income	5	**3,222**	4,189
Other gains or losses	5	**16,924**	2,181
Gain on settlement of litigations		**–**	352,936
Other operating expenses		**(47,351)**	(36,445)
Share-based payment		**(52,313)**	(20,950)
Impairment loss on goodwill		**(45,251)**	–
Impairment loss on interests in associates		**(16,513)**	(16,026)
Fair value loss on financial assets		**–**	(10,635)
Loss on disposal of available-for-sale financial assets		**–**	(3,625)
Share of results of associates		**(11,778)**	(11,606)
(Loss)/profit from operating activities	6	**(152,860)**	273,798
Finance costs	7	**(1,905)**	(6,943)
(Loss)/profit before tax		**(154,765)**	266,855
Taxation	8	**(2)**	(3)
(Loss)/profit for the year		**(154,767)**	266,852
Other comprehensive loss			
Items that may be reclassified subsequently to profit or loss:			
Exchange differences on translating foreign operations		**(2,513)**	(2,027)
Share of exchange differences of associates		**(50)**	(113)
Other comprehensive loss for the year		**(2,563)**	(2,140)
Total comprehensive (loss)/income for the year		**(157,330)**	264,712

	Notes	**2017**	2016
		HK$'000	*HK$'000*
(Loss)/profit for the year attributable to:			
Owners of the Company		**(152,116)**	267,469
Non-controlling interests		**(2,651)**	(617)
		(154,767)	266,852
Total comprehensive (loss)/income for the year attributable to:			
Owners of the Company		**(154,564)**	265,432
Non-controlling interests		**(2,766)**	(720)
		(157,330)	264,712
(Loss)/earnings per share			
– Basic	10	**(3.5) cents**	6.9 cents
– Diluted	10	**(3.5) cents**	6.6 cents

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 March 2017

	Notes	**2017** *HK$'000*	2016 *HK$'000*
Non-current assets			
Property, plant and equipment		**28,725**	26,252
Interests in associates		**5,712**	34,053
Goodwill		**1,379**	46,630
Available-for-sale financial assets		**1**	1
		35,817	106,936
Current assets			
Trade receivables	11	**196**	3,933
Deposits, prepayments and other receivables	12	**182,195**	161,348
Cash and cash equivalents		**132,453**	7,338
Total current assets		**314,844**	172,619
Less: Current liabilities			
Trade payables	13	**–**	1,387
Accrued liabilities and other payables	14	**13,189**	27,610
Promissory notes		**–**	9,042
Total current liabilities		**13,189**	38,039
Net current assets		**301,655**	134,580
Total assets less current liabilities		**337,472**	241,516

	2017	2016
	HK$'000	*HK$'000*
Net assets	**337,472**	241,516
Capital and reserves		
Share capital	**48,921**	39,641
Reserves	**300,632**	211,190
Equity attributable to owners of the Company	**349,553**	250,831
Non-controlling interests	**(12,081)**	(9,315)
Total equity	**337,472**	241,516

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2017

1. CORPORATE INFORMATION

Elife Holdings Limited (formerly known as Sino Resources Group Limited) (the "Company") is a limited liability company incorporated in the Cayman Islands and its shares are listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). The registered office of the Company is located at Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands. The principal place of business of the Company is located at Suite 2502, 25/F, No. 9 Queen's Road Central, Central, Hong Kong.

The principal activity of the Company is investment holding. The principal activities of its subsidiaries are engaged in trading businesses across Asia and developing its business into the consumer product market and related value-added services which conform to the Group's business principle of "making life easier and benefit people's livehood" (易生活，惠民生).

The consolidated financial statements are presented in Hong Kong dollars ("HK$"), which is the same as the functional currency of the Company and all values are rounded to the nearest thousand (HK$'000) except when otherwise indicated.

2. APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs")

In the current year, the Group has applied, for the first time, the following new and revised standards, amendments and interpretations ("new and revised HKFRSs") issued by the Hong Kong Institute of Certified Public Accountant (the "HKICPA"), which are effective for the Group's financial year beginning on or after 1 April 2016.

HKFRSs (Amendments)	Annual Improvements to HKFRSs 2012–2014 Cycle
HKFRS 10, HKFRS 12 and HKAS 28 (Amendments)	Investment Entities: Applying the Consolidation Exception
HKFRS 11 (Amendments)	Accounting for Acquisition of Interests in Joint Operations
HKFRS 14	Regulatory Deferral Accounts
HKAS 1 (Amendments)	Disclosure Initiative
HKAS 16 and HKAS 38 (Amendments)	Clarification of Acceptable Methods of Depreciation and Amortisation
HKAS 16 and HKAS 41 (Amendments)	Agriculture: Bearer Plants
HKAS 27 (Amendments)	Equity Method in Separate Financial Statements

The application of the above new and revised HKFRSs in the current year has had no material impact on the Group's financial performance and position for the current and prior years and on the disclosures set out in these consolidated financial statements.

The Group has not early applied the following new and revised HKFRSs that have been issued but are not yet effective:

HKFRSs (Amendments)	Annual Improvements to HKFRSs 2014-2016 Cycle[5]
HKFRS 2 (Amendments)	Classification and Measurement of Share-based Payment Transactions[2]
HKFRS 4 (Amendments)	Insurance Contracts[2]
HKFRS 9	Financial Instruments[2]
HKFRS 10 and HKAS 28 (Amendments)	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[4]
HKFRS 15	Revenue from Contracts with Customers[2]
HKFRS 15 (Amendments)	Clarifications to HKFRS 15 Revenue from Contracts with Customers[2]
HKFRS 16	Leases[3]
HKAS 7 (Amendments)	Disclosure Initiative[1]
HKAS 12 (Amendments)	Recognition of Deferred Tax Assets for Unrealised Losses[1]
HKAS 40 (Amendments)	Transfer of Investment Property[2]
HK(IFRIC) – Int 22	Foreign Currency Transactions and Advance Consideration[2]

1 Effective for annual periods beginning on or after 1 April 2017, with earlier application permitted.

2 Effective for annual periods beginning on or after 1 April 2018, with earlier application permitted.

3 Effective for annual periods beginning on or after 1 April 2019, with earlier application permitted.

4 Effective for annual periods beginning on or after a date to be determined.

5 Effective for annual periods on or after 1 January 2017 or 1 January 2018, as appropriate.

HKFRS 9 ***Financial Instruments***

HKFRS 9 issued in 2009 introduced new requirements for the classification and measurement of financial assets. HKFRS 9 was subsequently amended in 2010 to include requirements for the classification and measurement of financial liabilities and for derecognition, and in 2013 to include the new requirements for general hedge accounting. Another revised version of HKFRS 9 was issued in 2014 mainly to include a) impairment requirements for financial assets and b) limited amendments to the classification and measurement requirements by introducing a fair value through other comprehensive income measurement category for certain simple debt instruments.

Key requirements of HKFRS 9 that are relevant to the Group are described as follows:

- All recognised financial assets that are within the scope of HKAS 39 to be subsequently measured at amortised cost or fair value. Specifically, debt investments that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal outstanding are generally measured at amortised cost at the end of subsequent reporting periods. All other debt investments and equity investments are measured at their fair values at the end of subsequent accounting periods. In addition, under HKFRS 9, entities may make an irrevocable election to present subsequent changes in the fair value of an equity investment (that is not held for trading) in other comprehensive income, with only dividend income generally recognised in profit or loss.

- With regard to the measurement of financial liabilities designated as at fair value through profit or loss, HKFRS 9 requires that the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is presented in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss. Changes in fair value of financial liabilities attributable to changes in the financial liabilities' credit risk are not subsequently reclassified to profit or loss. Under HKAS 39, the entire amount of the change in the fair value of the financial liability designated as fair value through profit or loss was presented in profit or loss.

- In relation to the impairment of financial assets, HKFRS 9 requires an expected credit loss model, as opposed to an incurred credit loss model under HKAS 39. The expected credit loss model requires an entity to account for expected credit losses and changes in those expected credit losses at each reporting date to reflect changes in credit risk since initial recognition. In other words, it is no longer necessary for a credit event to have occurred before credit losses are recognised.

- The new general hedge accounting requirements retain the three types of hedge accounting. However, greater flexibility has been introduced to the types of transactions eligible for hedge accounting, specifically broadening the types of instruments that qualify for hedging instruments and the types of risk components of non-financial items that are eligible for hedge accounting. In addition, the effectiveness test has been overhauled and replaced with the principle of an 'economic relationship'. Retrospective assessment of hedge effectiveness is also no longer required. Enhanced disclosure requirements about an entity's risk management activities have also been introduced.

The directors of the Company anticipate that the application of HKFRS 9 in the future may impact the amounts reported and disclosures made in the Group's consolidated financial statements. However, it is not practicable to provide a reasonable estimate of the effect until a detailed review has been completed.

Amendments to HKFRS 10 and HKAS 28 ***Sale or Contribution of Assets Between an Investor and Its Associate or Joint Venture***

Amendments to HKFRS 10:

- An exception from the general requirement of full gain or loss recognition has been introduced into HKFRS 10 for the loss control of a subsidiary that does not contain a business in a transaction with an associate or a joint venture that is accounted for using the equity method.

- New guidance has been introduced requiring that gains or losses resulting from those transactions are recognised in the parent's profit or loss only to the extent of the unrelated investors' interests in that associate or joint venture. Similarly, gains and losses resulting from the remeasurement at fair value of investments retained in any former subsidiary that has become an associate or a joint venture that is accounted for using the equity method are recognised in the former parent's profit or loss only to the extent of the unrelated investors' interests in the new associate or joint venture.

Amendments to HKAS 28:

- The requirements on gains and losses resulting from transactions between an entity and its associate or joint venture have been amended to relate only to assets that do not constitute a business.

- A new requirement has been introduced that gains or losses from downstream transactions involving assets that constitute a business between an entity and its associate or joint venture must be recognised in full in the investor's financial statements.

- A requirement has been added that an entity needs to consider whether assets that are sold or contributed in separate transactions constitute a business and should be accounted for as a single transaction.

The directors of the Company do not anticipate that the application of these amendments to HKFRS 10 and HKAS 28 will have a material impact on the Group's consolidated financial statements.

HKFRS 15 ***Revenue from Contracts with Customers***

In July 2014, HKFRS 15 was issued which establishes a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers. HKFRS 15 will supersede the current revenue recognition guidance including HKAS 18 Revenue, HKAS 11 Construction Contracts and the related interpretations when it becomes effective.

The core principle of HKFRS 15 is that an entity should recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Specifically, the standard introduces a 5-step approach to revenue recognition:

- Step 1: Identify the contract(s) with a customer
- Step 2: Identify the performance obligations in the contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations in the contract
- Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation

Under HKFRS 15, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e. when ‘control’ of the goods or services underlying the particular performance obligation is transferred to the customer. Far more prescriptive guidance has been added in HKFRS 15 to deal with specific scenarios. Furthermore, extensive disclosures are required by HKFRS 15.

The directors of the Company anticipate that the application of HKFRS 15 in the future may have a material impact on the amounts reported and disclosures made in the Group’s consolidated financial statements. However, it is not practicable to provide a reasonable estimate of the effect of HKFRS 15 until the Group performs a detailed review.

HKFRS 16 *Lease*

HKFRS 16, which upon the effective date will supersede HKAS 17 "Leases", introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. Specifically, under HKFRS 16, a lessee is required to recognize a right-of-use asset representing its right to use the underlying leased asset and a lease liability representing its obligation to make lease payments. Accordingly, a lessee should recognize depreciation of the right-of-use asset and interest on the lease liability, and also classify cash repayments of the lease liability into a principal portion and an interest portion and present them in the statement of cash flows. Also, the right-of-use asset and the lease liability are initially measured on a present value basis. The measurement includes non-cancellable lease payments and also includes payments to be made in optional periods if the lessee is reasonably certain to exercise an option to extend the lease, or not to exercise an option to terminate the lease. This accounting treatment is significantly different from the lessee accounting for lease that are classified as operating leases under the predecessor standard, HKAS 17.

The Group expects to adopt HKFRS 16 on 1 January 2019 and is currently assessing the impact of HKFRS 16 upon adoption.

The Group is in the process of assessing the potential impact of the other new and revised HKFRSs upon initial application but is not yet in a position to state whether the other new and revised HKFRSs, will have a significant impact on the Group's financial performance and position.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

The consolidated financial statements have been prepared in accordance with all applicable HKFRSs, which is a collective term that includes all applicable individual HKFRSs, Hong Kong Accounting Standards ("HKASs"), and Interpretations issued by the HKICPA and accounting principles generally accepted in Hong Kong. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") and by the Hong Kong Companies Ordinance.

Basis of preparation

The consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies set out below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of HKFRS 2, leasing transactions that are within the scope of HKAS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in HKAS 2 or value in use in HKAS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

- Level 3 inputs are unobservable inputs for the asset or liability.

The principal accounting policies are set out in the Company's annual report for the year ended 31 March 2017.

4. SEGMENT INFORMATION

Information reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance focuses on types of goods or services delivered or provided.

The Group organised into two operating divisions: unconventional gas business and trading of commodities business and related value-added services. These divisions are the basis on which the Group reports its segment information.

The two operating and reportable segments under HKFRS 8 are as follows:

Unconventional gas business	Provision of services in connection with unconventional gas and import of technical equipment for the unconventional gas industry
Trading of commodities business and related value-added services	Provision of agency services and trading of commodities and related value-added services in the PRC, Hong Kong and overseas

Turnover

Turnover represents the aggregate of agency fee and commodities sales.

	2017	2016
	HK$'000	*HK$'000*
Turnover		
Agency fee and commodities sales	**19,450**	194,164

Segment revenues and results

The following is an analysis of the Group's revenue and results by reportable segment:

2017

	Unconventional gas business *HK$'000*	Trading of commodities business and related value-added services *HK$'000*	Consolidated *HK$'000*
Turnover			
Turnover from external customers	–	19,450	19,450
Result			
Segment loss	(6,545)	(8,129)	(14,674)
Unallocated income			19,426
Unallocated corporate expenses			(31,757)
Share-based payment			(52,313)
Impairment loss on goodwill	(321)	(44,930)	(45,251)
Impairment loss on interests in associates			(16,513)
Share of results of associates			(11,778)
Finance costs			(1,905)
Loss before tax			(154,765)
Taxation			(2)
Loss for the year			(154,767)

2016

	Unconventional gas business *HK$'000*	Trading of commodities business and related value-added services *HK$'000*	Consolidated *HK$'000*
Turnover			
Turnover from external customers	–	194,164	194,164
Result			
Segment (loss)/profit	(6,578)	407	(6,171)
Unallocated income			7,114
Unallocated corporate expenses			(17,239)
Gain on settlement of litigations			352,936
Share-based payment			(20,950)
Impairment loss on interests in associates			(16,026)
Fair value loss on financial assets	–	(10,635)	(10,635)
Loss on disposal of available-for-sale financial assets			(3,625)
Share of results of associates			(11,606)
Finance costs			(6,943)
Profit before tax			266,855
Taxation			(3)
Profit for the year			266,852

Turnover reported above represents revenue generated from external customers. There were no inter-segment sales in the year (2016: Nil).

The accounting policies of the reportable segments are the same as the Group's accounting policies. Segment results represent the (loss)/profit generated by each segment without allocation of corporate expenses, gain on settlement of litigations, share-based payment, impairment loss on interests in associates, loss on disposal of available-for-sale financial assets, share of results of associates, finance costs and taxation. This is the measure reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance.

Segment assets and liabilities

2017

	Unconventional gas business *HK$'000*	Trading of commodities business and related value-added services *HK$'000*	Consolidated *HK$'000*
Assets			
Segment assets	**43,595**	**58,085**	**101,680**
Interests in associates			**5,712**
Unallocated corporate assets			**243,269**
			350,661
Liabilities			
Segment liabilities	**614**	**10,471**	**11,085**
Unallocated corporate liabilities			**2,104**
			13,189

2016

	Unconventional gas business *HK$'000*	Trading of commodities business and related value-added services *HK$'000*	Consolidated *HK$'000*
Assets			
Segment assets	43,920	61,773	105,693
Interests in associates			34,053
Unallocated corporate assets			139,809
			279,555
Liabilities			
Segment liabilities	2,600	14,915	17,515
Unallocated corporate liabilities			20,524
			38,039

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

- all assets are allocated to reportable segments other than corporate assets and interests in associates. Goodwill and financial assets are allocated to reportable segments; and

- all liabilities are allocated to reportable segments other than corporate liabilities and promissory notes.

Other segment information

	Depreciation and amortisation		**Additions to non-current assets***	
	2017	2016	**2017**	2016
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*
Unconventional gas business	**2,548**	1,513	**11**	1,258
Trading of commodities business and related value-added services	**–**	7	**–**	–
Unallocated	**304**	182	**6,825**	66
	2,852	1,702	**6,836**	1,324

* Additions to non-current assets excluding goodwill, interests in associates and available-for-sale financial assets.

In addition to the depreciation and amortisation reported above, fair value loss on financial assets of approximately HK$10,635,000 was attributable to trading of commodities business and related value-added services segment during the year ended 31 March 2016.

Geographical information

The Company is domiciled in Hong Kong. The Group's operations are mainly located in the PRC and Hong Kong. The following analysis of the Group's turnover by geographical area is disclosed for the years ended 31 March 2017 and 2016.

	2017	2016
	HK$'000	*HK$'000*
The PRC	**18,321**	–
Hong Kong	**1,129**	39,408
Overseas	**–**	154,756
	19,450	194,164

The following is an analysis of the carrying amount of non-current assets (excluding interests in associates and available-for-sale financial assets) analysed by the geographical area in which the assets are located:

	Carrying amount of non-current assets	
	2017	2016
	HK$'000	*HK$'000*
Hong Kong	**665**	764
The PRC	**23,373**	72,118
Overseas	**6,066**	–
	30,104	72,882

Information about major customers

For the year ended 31 March 2017, the Group's largest one customer contributed revenue from trading of commodities business and related value-added services of approximately HK$18,321,000 which represent 94.2% of total turnover.

For the year ended 31 March 2016, the Group's largest two customers contributed revenue from trading of commodities business and related valued services of approximately HK$175,979,000, which represent 90.6% of total turnover.

	2017	2016
	HK$'000	*HK$'000*
Customer A *(Note)*	**–**	154,756
Customer B *(Note)*	**–**	21,222
Customer C	**18,321**	–
Others	**1,129**	18,186
	19,450	194,164

Note: No information on turnover for the current year was disclosed for these customers since they contributed less than 10% to the Group's turnover for the year ended 31 March 2017.

5. OTHER INCOME AND OTHER GAINS OR LOSSES

	2017	2016
	HK$'000	*HK$'000*
Other income		
Interest income on:		
Bank deposit	**9**	431
Other receivables	**2,427**	2,416
	2,436	2,847
Sundry income	**786**	1,342
	3,222	4,189
Other gains or losses		
Net exchange gains	**349**	58
Loss on early redemption on promissory notes	**–**	(828)
Gain on derecognition of promissory notes	**–**	2,951
Gain on disposal of shares	**16,575**	–
	16,924	2,181

6. (LOSS)/PROFIT FROM OPERATING ACTIVITIES

	2017	2016
	HK$'000	*HK$'000*
The Group's (loss)/profit from operating activities is arrived at after charging:		
Cost of inventory sold	**19,250**	180,385
Depreciation of property, plant and equipment	**2,852**	1,702
Loss on written off of property, plant and equipment	**3**	3
Staff costs (including directors' remuneration)		
– wages and salaries	**20,446**	16,791
– share-based payment	**52,313**	20,950
– retirement benefits scheme contributions	**490**	502
	73,249	38,243
Auditors' remuneration	**630**	630
Minimum lease payments under operating lease rentals of office premises	**3,233**	2,844

7. FINANCE COSTS

	2017	2016
	HK$'000	*HK$'000*
Interests on amounts due to shareholders wholly repayable within five years	**–**	823
Imputed interest expense on promissory note	**1,905**	6,119
Other finance costs	**–**	1
	1,905	6,943

8. TAXATION

	2017	2016
	HK$'000	*HK$'000*
Current tax		
– Hong Kong Profits Tax	**–**	–
– PRC Enterprises Income Tax	**2**	3
	2	3
Deferred tax	**–**	–
	2	3

Hong Kong profits tax is calculated at 16.5% (2016: 16.5%) on the estimated assessable profit for the year. No provision for Hong Kong profits tax has been made as the Group had no estimated assessable profits arising in Hong Kong for the years ended 31 March 2017 and 2016.

Under the Law of the PRC on Enterprises Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25% from 1 January 2008 onwards.

Taxation in other jurisdiction is calculated at the rates prevailing in the respective jurisdictions. No provision has been made as the Group had no assessable profit in other jurisdiction for the years ended 31 March 2017 and 2016.

9. DIVIDENDS

The directors do not recommend the payment of any dividend in respect of the year ended 31 March 2017 (2016: Nil).

10. (LOSS)/EARNINGS PER SHARE ATTRIBUTABLE TO OWNERS OF THE COMPANY

(a) Basic

Basic (loss)/earnings per share is calculated by dividing the (loss)/profit for the year attributable to owners of the Company by the weighted average number of ordinary shares in issue during the year.

	2017	2016
(Loss)/profit for the year attributable to owners of the Company *(HK$'000)*	**(152,116)**	267,469
Weighted average number of ordinary shares in issue *('000)*	**4,304,555**	3,900,462
Basic (loss)/earnings per share *(HK cents per share)*	**(3.5)**	6.9

(b) Diluted

During the year ended 31 March 2017, diluted loss per share is the same as the basic loss per share as the computation of diluted loss per share does not assume the exercise of the Company's outstanding share options since it would result in an anti-dilutive effect on loss per share.

During the year ended 31 March 2016, diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The Company has dilutive potential ordinary shares being ordinary shares to be issued under the share option scheme. A calculation is done to determine the number of shares that could have been acquired at fair value (determined as the average market price of the Company's shares during the period) based on the monetary value of the subscription rights attached to outstanding share options under the share option scheme. The number of shares calculated as above is compared with the number of shares that would have been issued assuming the exercise of the share options scheme.

	2016
Profit for the year attributable to owners of the Company *(HK$'000)*	267,469
Weighted average number of ordinary shares in issue *('000)*	3,900,462
Adjustments for share options	143,039
Weighted average number of ordinary shares for diluted earnings per share *('000)*	4,043,501
Diluted earnings per share *(HK cents per share)*	6.6

11. TRADE RECEIVABLES

The following is an analysis of trade receivable by age based on invoice date.

	2017	2016
	HK$'000	*HK$'000*
0 to 30 days	–	2,313
31 to 60 days	–	–
61 to 90 days	–	1,620
91 to 180 days	**16**	–
Over 180 days	**180**	–
	196	3,933

According to the credit rating of different customers, the Group allows a range of credit periods not exceeding 180 days to its trade customers. Trade receivables are denominated in HK$ and RMB.

12. DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES

	2017	2016
	HK$'000	*HK$'000*
Deposits	**1,328**	1,306
Prepayments	**12,717**	10,937
Other receivables	**168,150**	149,105
	182,195	161,348

Pursuant to the Disposal Agreement for disposal of 10.5% of the issued share capital of Sino United Energy Investment Co., Ltd (the "Sale Shares"), the balance of the Consideration of approximately HK$74,696,000 together with the shortfall (if any) (the "Sales Consideration") shall be payable by the Purchaser in cash within 100 business days after the receipt of the Second Consideration by the Vendor, one of the wholly-owned subsidiary of the Company. As the Second Consideration was received on 1 November 2016, the balance of the Sales Consideration should have been paid by the Purchaser in cash on or before 28 March 2017.

On 23 June 2017, the Vendor and the Purchaser entered into a supplemental agreement to the Disposal Agreement, pursuant to which the parties thereto agreed that the balance of the Sales Consideration shall be payable by the Purchaser in cash on or before 31 December 2017.

As at 31 March 2017, included in the other receivables of the captioned Sales Consideration of approximately HK$74,696,000 (2016: approximately HK$99,500,000). The Purchaser agreed to charge the Sale Shares in favour of the Group until full payment of the Sale Consideration.

As at 31 March 2017, included in other receivables of approximately HK$56,377,000 (equivalent to RMB50,000,000) (2016: HK$Nil) was the performance deposit (the "Performance Deposit") paid to Zhongshang Huimin (Beijing) E-Commerce Co. Ltd. The Performance Deposit will be paid in full within six months from the date of payment. The Performance Deposit is interest-free and unsecured by Mr. Zhang Yichun, a non-executive Director and Vice-chairman of the Company.

13. TRADE PAYABLES

The following is an analysis of trade payables by age based on the invoice date.

	2017	2016
	HK$'000	*HK$'000*
0 to 30 days	**–**	4
31 to 60 days	**–**	–
61 to 90 days	**–**	813
91 to 180 days	**–**	465
Over 180 days	**–**	105
Total	**–**	1,387

The average credit period on purchases of certain goods is 180 days. The Group has financial risk management policies in place to ensure that all payables are paid within the credit timeframe.

14. ACCRUED LIABILITIES AND OTHER PAYABLES

	2017	2016
	HK$'000	*HK$'000*
Accrued liabilities	**1,437**	15,289
Deposit received in advances	**–**	4,389
Other payables	**11,752**	7,932
	13,189	27,610

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

Elife Holdings Limited (formerly known as "Sino Resources Group Limited") (the "Company", together with its subsidiaries, the "Group") is principally engaged in trading businesses across Asia and developing its business into the consumer product market and related value-added services which conform to the Group's business principle of "making life easier and benefit people's livehood" (易生活，惠民生).

Trading of Commodities Business and Related Value-Added Services

During the year, the trading business related mainly to trading of aluminum ingots in the PRC. The Company intends to allocate resources for developing into the benefit of people related commodities goods market, in particular daily consumer products, by expanding its existing trading business to this area and broaden its income sources. Upon the change of the Company's name recently, the Group will change its business model to expand into the daily consumer goods and related value-added services businesses and considering acquisitions of related business with growth potentials.

Recently, the Company's subsidiary has already started to provide services on helping customer to sourcing daily consumer products from overseas or the PRC and also provide trade-related importation services to customers from overseas into the PRC.

RESULTS ANALYSIS

Revenue

For the year ended 31 March 2017, the Group recorded turnover of approximately HK$19,450,000 (2016: approximately HK$194,164,000), representing a decrease of 90.0%. The decrease was arising from the trading of commodities business and related value-added services segments. The significantly drop in revenue was primarily due to a substantial decrease in the volume of commodities trading especially lower profit margin of the optical fibre cable in the market and the Group intends to allocate resources for developing into the benefits of people related commodities goods market, in particular daily consumer products, by expanding its trading business to this areas and boarden its income sources.

More details of the Company's performance by business segments are set out in Note 4.

Cost of Sales

For the year ended 31 March 2017, the cost of sales of the Group amounted to approximately HK$19,250,000 (2016: approximately HK$180,385,000), representing approximately 99.0% (2016: approximately 92.9%) of the Group's revenue and a decrease of approximately 89.3% which is in line with the fluctuation of the turnover.

Gross Profit and Gross Profit Margin

The Group's gross profit for the year ended 31 March 2017 was approximately HK$200,000 (2016: approximately HK$13,779,000), representing a significantly reduction of approximately 98.6%. The gross profit margins of the Group for the year ended 31 March 2017 was approximately 1.03% (2016: approximately 7.10%). The decrease was mainly due to change in product mix in respect of the trading of commodities business and related value-added services segment and the market of optical fibre cable was unfavorable in current year when compare to the last corresponding year in 2016.

Other Operating Expenses

Other operating expenses incurred by the Group for the year ended 31 March 2017 was approximately HK$161,428,000 (2016: approximately HK$87,681,000), representing an increase of 84.1%, and approximately 830.0% (2016: approximately 45.2%) of the year's total revenue. Increase was attributable to (i) increment of the staff costs as results of appointment of several new directors and acquisition of new subsidiaries as well as increase of share-based payment during the year; (ii) increase of the consultancy fee incurred for seeking potential investment opportunities for the Group; (iii) impairment loss on goodwill of approximately HK$45,251,000 (2016: HK$ Nil); and (iv) impairment loss on interests in associates of approximately HK$16,513,000 (2016: approximately HK$16,026,000).

There are some non-cash items for the year ended 31 March 2016 while as no such items during the current year, for example (i) fair value loss on derivative financial assets of approximately HK$10,635,000; and (ii) loss on disposal of available-for-sale financial assets of approximately HK$3,625,000.

Share of Results of Associates

The Group recorded loss from associates of approximately HK$11,778,000 (2016: approximately HK$11,606,000) for the year ended 31 March 2017, representing approximately increase of 1.5% and 60.6% (2016: approximately 6.0%) of the Group's turnover.

Finance Costs

The finance costs incurred by the Group for the year ended 31 March 2017 was approximately HK$1,905,000 (2016: approximately HK$6,943,000), representing approximately 9.8% (2016: approximately 3.6%) of the Group's revenue in the year. The reduction was mainly due to (i) fully repayment of one promissory note to lower the imputed interest expenses during the year; and (ii) repayment of all shareholders loan in last corresponding year in 2016 and no interests incurred in current year.

Loss/Profit for the Year Attributable to Owners of the Company

For the year ended 31 March 2017, the Group recorded a loss attributable to shareholders of approximately HK$152,116,000 (2016: profit of approximately HK$267,469,000), representing a significant decrease of 156.9%. Basic loss per share was approximately HK$3.5 cents (2016: basic earnings per share HK$6.9 cents) for the year ended 31 March 2017. The decrease primarily attributable to: (i) gain on settlement of litigations of approximately HK$352,936,000 which was an one-off item occurred in last year and no such favourable results in current year; (ii) increase in non-cash item, such as (a) the share-based payment of approximately HK$52,313,000 (2016: approximately HK$20,950,000), which is related to the valuation of the share options being granted during the year; and (b) impairment loss on goodwill of approximately HK$45,251,000 (2016: HK$Nil).

FINANCIAL REVIEW

Goodwill Impairment

As at 31 March 2017, the carrying amount of the Group's goodwill was approximately HK$1,379,000 (2016: approximately HK$46,630,000) which represent the cash-generating unit of unconventional gas business. The assessment for the valuation of goodwill performed by an independent professional external valuer based on the value in use calculation. During the year ended 31 March 2017, impairment loss on goodwill of approximately HK$45,251,000 (2016: HK$Nil) arising from unconventional gas business and trading of commodities business and related value-added services was approximately HK$321,000 and HK$44,930,000 respectively had been recognised in profit or loss. The goodwill impairment was mainly attributable to the trading of commodities business and related value-added services due to: (i) the downscale operation of trading of commodities segment which generated lower profit margin as well as operating loss; (ii) the expected business flow and development plan of previous years trading of commodities are unfavorable; and (iii) the Group has no longer to invest more resources in the trading of commodities business. The recoverable amounts based on value in use calculation of the aforesaid two segments are lower than their carrying amounts, thus, impairment loss on goodwill was recognised.

Liquidity and Financial Resources

The Group derived its working capital mainly from financing activities. For the year ended 30 March 2017, the Group had net cash outflow from operating activities of approximately HK$57,418,000 (2016: net cash inflow of approximately HK$10,322,000), net cash outflow from investing activities of approximately HK$6,836,000 (2016: net cash inflow of approximately HK$9,612,000) and net cash inflow from financing activities of approximately HK$190,027,000 (2016: net cash outflow of approximately HK$13,333,000). As at 31 March 2017, the Group had available cash and cash balances amounting approximately HK$132,453,000 (2016: approximately HK$7,338,000).

As at 31 March 2017, surplus on shareholders' funds of the Group aggregately amounted to approximately HK$337,472,000 (2016: approximately HK$241,516,000). Net current assets of the Group amounted to approximately HK$301,655,000 (2016: approximately HK$134,580,000). The Group's total current assets and current liabilities were approximately HK$314,844,000 (2016: approximately HK$172,619,000) and HK$13,189,000 (2016: approximately HK$38,039,000) respectively, while the current ratio was approximately 23.9 times (2016: approximately 4.54 times). The Group's assets-liabilities ratio (total liabilities to total assets) was approximately 0.04 times (2016: approximately 0.14 times).

As at 31 March 2017, the Group's gearing ratio (total debts to total equity) was approximately 0% (2016: approximately 3.7%).

Capital Structure

On 16 May 2016, the Company was successfully subscribed 60,000,000 shares of HK$0.01 each at a subscription price of HK$0.164 per share for a total consideration, before expenses, of approximately HK$9,840,000. The net proceeds of approximately HK$9,825,000 were used for general working capital purpose such as payment of staff costs, operating lease expenditure, the operation fund for trading of commodities and financing any potential investment shall such opportunity arise in the future.

On 18 November 2016, the Company was successfully subscribed 549,066,000 shares of HK$0.01 each at a subscription price of HK$0.225 per share for a total consideration, before expenses, of approximately HK$123,539,000. The net proceeds of approximately HK$123,500,000 is intended to use as the start-up capital for the strategic cooperation with Zhongshang Huimin (Beijing) E-Commerce Co. Ltd ("Huimin") and/or as working capital for business development and/or financing any future acquisitions or investments.

On 20 December 2016, the Company was successfully subscribed 138,000,000 shares and 117,760,000 shares of HK$0.01 each at a subscription price of HK$0.229 per share for a total consideration, before expenses, of approximately HK$58,569,000. The net proceeds of approximately HK$58,500,000 is intended to use as the start-up capital for the strategic cooperation with Huimin for financing any potential investment or acquisition shall such opportunity arises in the future and/or general working capital purposes.

On 15 March 2017, the Company passed an ordinary resolution by the shareholders at the extraordinary general meeting to increase the authorised share capital of the Company from HK$60,000,000 divided into 6,000,000,000 shares to HK$300,000,000 divided into 30,000,000,000 shares by the creation of an additional 24,000,000,000 shares. It is to provide the Company with flexibility for fund raising by allotting and issuing new shares in the future as and when appropriate.

Upon completion of the above share placement and subscription, the liquidity and working capital of the Group is improved and lower of the Group's gearing ratio.

Capital Expenditures and Capital Commitment

During the year ended 31 March 2017, the capital expenditures mainly for additions in property, plant and equipment amount to approximately HK$6,836,000 (2016: approximately HK$1,324,000). These capital expenditures were funded by internal cash flow from operating activities.

As at 31 March 2017, the Group had capital commitment of approximately HK$319,296,000 (2016: approximately HK$226,378,000) in respect of the authorised and contracted for capital contributions payable to a subsidiary.

Exposure to Fluctuations in Exchange Rates and any Related Hedges

The Group's sales and purchase are mainly transacted in Hong Kong dollar, United States dollar and Renminbi and the books are recorded in Hong Kong dollar. Therefore, it may be exposed to foreign exchange risk. However in view of the stable currency policies adopted by the PRC government, the directors consider that the foreign exchange risk is insignificant.

The Group currently has no foreign exchange rate hedging policy in respect of commercial transactions denominated in foreign currencies. However, the directors monitor exchange rate exposure regularly and will consider hedging significant exchange rate exposure when necessary.

Key Risk Factors and Uncertainties

The Group monitors the development of the industry on a regular basis and timely assesses different types of risks in order to formulate proper strategies to minimize the adverse impact on the Group.

For details, please refer to Note 5 "Financial Risk Management" to the Company's annual report for the year ended 31 March 2017.

Dividend

The Board of the Company does not recommend any payment of final dividend to shareholders for the year ended 31 March 2017 (2016: Nil).

OTHER EVENTS

Employees and Remuneration Policy

As at 31 March 2017, the Group had a total of 56 employees (2016: 34) in Hong Kong, the PRC and United States. All employees are remunerated according to their performance, experience and the prevailing industry practices.

The Group also participates in retirement benefit schemes for its staff in Hong Kong and the PRC. It adopted a new share option scheme on 8 October 2010, with options to be granted to employees at the discretion of the Board. During the year ended 31 March 2017, 402,410,000 share options have been granted to the directors, employees and other members of the Group. 63,182,000 share options have been exercised. As at 31 March 2017, 619,662,000 share options are remained outstanding.

Material Acquisition and Disposal

The Group did not have material acquisition for the year ended 31 March 2017.

Significant Investment

The Group did not hold any significant investment for the year ended 31 March 2017.

EVENTS AFTER THE REPORTING PERIOD

Save as disclosed above and elsewhere in these consolidated financial statements, the Group has the following events occurred subsequent to the end of the reporting period:

(i) On 8 June 2017, the Company entered into the Strategic Cooperation Framework Agreement with Zhongshang Huimin (Beijing) E-Commerce Co. Ltd ("Huimin"), pursuant to which the Company and Huimin have agreed to further cooperate strategically in respect of developing new retail platforms, intelligentisation of retail shops and innovation in big-date usage. On the same day, the Company entered into the Share Purchase Agreement with Mr. Gao Feng ("Mr. Gao") and Other Sellers which included the Directors, namely, Mr. Zhang Xiaobin, Mr. Chiu Sui Keung and Mr. Shao Zili, and Mr. Li Xiuhua, who is a parent of a former Director (Mr. Li Du) in the past 12 months, who are business partners of Mr. Gao for the establishment of the O2O Business, whereby Mr. Gao and the Other Sellers conditionally agreed to sell, and the Company conditionally agreed to purchase, the sales shares, representing 51.2% of the total issued share capital of Admiral Glory Global Limited (the "Target Company"), at the sale consideration of HK$23,040,000.

    After the completion, the Target Company and its subsidiaries (the "Target Group") will be operating the O2O Business in the ordinary course of business of the Company. The O2O Business comprises: (i) the Smart Terminal business, which includes the development, manufacturing, operation and maintenance of Smart Terminals and the development and operation of software applications adopted by the Smart Terminals. Smart Terminals are computer terminals typically installed at stores (including convenience stores) connecting stores and online-to-offline (O2O) service platforms and are used by O2O service platforms for the distribution and supply chain logistics among suppliers, stores and consumers in the PRC; (ii) the data-processing business, which includes the collection, analysis and management of transaction data and consumer behaviour data generated from transactions processed through the Smart Terminals; and (iii) the advertising and marketing business, which includes the provision of digital advertising and marketing services on the Smart Terminals installed at the stores and/or the production of ancillary equipment.

Upon Completion, the Target Company will become a 51.2%-owned subsidiary of the Company, and Mr. Gao and the Other Sellers will continue to be interested in 48.8% of the total issued share capital of the Target Company.

In addition, Mr. Gao and the Other Sellers undertake in the Share Purchase Agreement that, within 10 business days of Completion, they will provide the interest-free loan in the aggregate principal amount of HK$23,040,000 to the Target Group for a term of three years, which may be extended by written agreement between the parties. The loan will be provided on normal commercial terms or better and not to be secured by any assets of the Company or its subsidiaries. The proceeds of the Loan will be used by the Target Group for the development and operation of the O2O Business.

The Target Company through its indirectly owned subsidiary, Esmart Holdings Limited, ("Esmart"), a company incorporated in Hong Kong, to set up a wholly-foreign-owned-enterprise, Zhuhai Hui Express Pay Technology Co., Ltd.* (珠海惠付通科技有限公司) ("Zhuhai Hui Express") in the PRC of Zhuhai. The preliminary operating expenses of Zhuhai Hui Express since its incorporation on 21 April 2017 is approximately of RMB393,000 and it has an unpaid up registered capital of RMB10,000,000. Esmart will use the proceeds of the shareholder's loan to pay up the registered capital of Zhuhai Hui Express subsequently.

For more details, please refer to the Announcement made by the Company on 8 June 2017.

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

The Company or any of its subsidiaries had not purchased, redeemed or sold any of the Company's listed securities during the year.

AUDIT COMMITTEE

The audit committee of the Company ("Audit Committee") comprises the three independent non-executive directors of the Company, chaired by Mr. Lam Williamson and the other two members are Mr. Cheng Wing Keung, Raymond and Mr. Wong Hoi Kuen. The Audit Committee has reviewed and discussed with the Company's management the annual results of the Group for the year ended 31 March 2017.

COMPLIANCE WITH CORPORATE GOVERNANCE CODE

The Company applied the principles and complied with all code provisions of the Corporate Governance Code as set out in Appendix 14 of the Rules Governing the Listing of Securities ("Listing Rules") on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") during the year.

ANNUAL GENERAL MEETING

The Annual General Meeting ("AGM") of shareholders of the Company will be held upon despatch of the Annual Report. The notice of AGM will be published and despatched to the shareholders in due course.

PUBLICATION OF RESULTS ANNOUNCEMENT AND ANNUAL REPORT

The Company's results announcement for the year ended 31 March 2017 containing all information required by Appendix 16 of the Listing Rules is published on the website of the Stock Exchange at http://www.hkexnews.hk and the Company's appointed website at http://www.capitalfp.com.hk/eng/index.jsp?co=223. The Annual Report will be despatched to the shareholders and published on the above websites in due course.

By Order of the Board
Elife Holdings Limited
Chow Chi Fai
Company Secretary

Hong Kong, 23 June 2017

As at the date of this announcement, the executive directors of the Company are Mr. Zhang Xiaobin, Mr. Gao Feng and Mr. Chiu Sui Keung, the non-executive directors are Mr. Zhang Yichun, Mr. Zhao Zili, Mr. Xie Zhichun and Ms. Xu Ying, and the independent non-executive directors of the Company are Mr. Cheng Wing Keung Raymond, Mr. Lam Williamson, Mr. Wong Hoi Kuen and Dr. Lam Lee G.