



# VENTURE INTERNATIONAL INVESTMENT HOLDINGS LIMITED

(宏昌國際投資控股有限公司)\*

(Incorporated in Bermuda with limited liability)

(Stock code: 61)

## INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2007

### RESULTS

The directors (the “Directors”) of Venture International Investment Holdings Limited (the “Company”) hereby announce the unaudited interim results of the Company and its subsidiaries (the “Group”) for the six months ended 30 June 2007 together with comparative figures for the corresponding period in 2006 as follows:

### CONDENSED CONSOLIDATED PROFIT AND LOSS ACCOUNT

		Six months ended 30 June	
		2007	2006
		(unaudited)	(unaudited)
	Notes	HK\$'000	HK\$'000
TURNOVER	3	26,982	23,916
Direct costs		(16,635)	(21,449)
Gross profit		10,347	2,467
Other income		1,613	283
Selling and distribution expenses		(2,112)	(1,623)
Administrative expenses		(13,940)	(11,750)
Other operating income		22,606	—
Other operating expenses		(14,240)	(6,333)
PROFIT/(LOSS) FROM OPERATIONS	4	4,274	(16,956)
Finance costs		—	(15)

\* For identification purposes only

		<b>Six months ended 30 June</b>	
		<b>2007</b>	<b>2006</b>
		<b>(unaudited)</b>	<b>(unaudited)</b>
		<i>HK\$'000</i>	<i>HK\$'000</i>
	<i>Notes</i>		
PROFIT/(LOSS) BEFORE TAX		4,274	(16,971)
Tax	5	<u>(852)</u>	<u>(70)</u>
PROFIT/(LOSS) FOR THE PERIOD		<u>3,422</u>	<u>(17,041)</u>
ATTRIBUTABLE TO:			
Equity holders of the parent		3,422	(17,041)
Minority interests		<u>—</u>	<u>—</u>
		<u>3,422</u>	<u>(17,041)</u>
DIVIDEND PER SHARE	6	<u>NIL</u>	<u>NIL</u>
PROFIT/(LOSS) PER SHARE	7		
Basic (HK cents)		<u>0.36</u>	<u>(3.06)</u>
Diluted (HK cents)		<u>0.36</u>	<u>N/A</u>

# CONDENSED CONSOLIDATED BALANCE SHEET

		At 30 June 2007 (unaudited) HK\$'000	At 31 December 2006 (audited) HK\$'000
	<i>Notes</i>		
<b>NON-CURRENT ASSETS</b>			
Fixed assets		1,496	1,379
Intangible assets		114,457	47,501
		<hr/>	<hr/>
		115,953	48,880
		<hr/>	<hr/>
<b>CURRENT ASSETS</b>			
Inventories		7,678	8,857
Trade receivables	8	28,364	22,464
Prepayments, deposits and other receivables		22,743	20,353
Available-for-sale investments		–	66,591
Pledged time deposits		–	15,624
Bank balances and cash		208,625	56,630
		<hr/>	<hr/>
		267,410	190,519
		<hr/>	<hr/>
<b>TOTAL ASSETS</b>		383,363	239,399
<b>CURRENT LIABILITIES</b>			
Trade payables	9	2,165	2,336
Tax liabilities		7,379	6,938
Accrued liabilities and other payables		73,328	59,115
Bank overdrafts		–	18
		<hr/>	<hr/>
		82,872	68,407
		<hr/>	<hr/>
<b>NET CURRENT ASSETS</b>		184,538	122,112
		<hr/>	<hr/>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		300,491	170,992
		<hr/>	<hr/>
<b>CAPITAL AND RESERVES</b>			
Share capital		99,646	67,500
Reserves		200,845	103,492
		<hr/>	<hr/>
<b>Total Equity</b>		300,491	170,992
		<hr/>	<hr/>

## NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

### 1. General Information

Venture International Investment Holdings Limited (“the Company”) and its subsidiaries (together “the Group”) are engaged in ATM maintenance service and IT solutions, real estate related IT and consultancy services and agricultural cultivation and land conservation. The Group has its operation principally in Mainland China.

The Company is a limited liability company incorporated in Bermuda. The address of its principal place of business is 9/F Wincome Centre, Nos. 39–41 Des Voeux Road Central, Hong Kong.

The Company has its primary listing on the Main Board of The Stock Exchange of Hong Kong Limited.

### 2. Basis of preparation and accounting policies

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

The accounting policies and methods of computation used in the preparation of the Interim Accounts are consistent with those used in the annual accounts for the year ended 31 December 2006.

In the current interim period, the Group has applied, for the first time, the following new standards, amendments and interpretations of Hong Kong Financial Reporting Standards (“HKFRSs”) issued by HKICPA, which are effective for the Group’s financial year beginning on 1 January 2007.

HKAS 1 (Amendment)	Capital Disclosures
HKFRS 7	Financial Instruments: Disclosures
HK(IFRIC)-Int 7	Applying the Restatement Approach under HKAS 29 Financial Reporting in Hyperinflationary Economies
HK(IFRIC)-Int 8	Scope of HKFRS 2
HK(IFRIC)-Int 9	Reassessment of Embedded Derivatives
HK(IFRIC)-Int 10	Interim Financial Reporting and Impairment

The adoption of these new HKFRSs had no material effect on the results or financial position of the Group for the current or prior accounting periods. Accordingly, no prior period adjustment has been recognised.

The following new/revised standards and interpretations have been published and are mandatory for the Group’s accounting periods beginning on or after 1 March 2007 or later periods.

HKFRS 8	Operating Segment
HKAS 23 (Revised)	Borrowing Costs
HK(IFRIC)-Int 11	HKFRS 2 – Group and Treasury Share Transactions
HK(IFRIC)-Int 12	Service Concession Arrangements

The Group has not early applied the above new or revised standards or interpretations of HKFRSs that have been issued but not yet effective. The directors of the Company are in the process of making an assessment of the impact of these standards or interpretations.

### 3. Segment Information

#### (a) Business segments

The following tables present revenue and operating profit/(loss) for the Group's business segments.

	Banking and finance systems integration for banks and services 2007 HK\$'000	Software solution public sector 2007 HK\$'000	IT management and support 2007 HK\$'000	Property agency 2007 HK\$'000	Eliminations 2007 HK\$'000	Consolidated 2007 HK\$'000
Segment revenue:						
Sales to external customers	20,509	291	380	5,802	–	26,982
Intersegment sales	–	–	–	–	–	–
Interest income	293	–	–	2	–	295
Other income	596	356	39	208	–	1,199
Total	21,398	647	419	6,012	–	28,476
Segment results	(3,019)	256	(182)	1,430	–	(1,515)
Unallocated interest income						121
Unallocated gains						22,606
Unallocated expenses						(16,938)
Profit from operations						4,274
Finance costs						–
Profit before tax						4,274
Tax						(852)
Profit for the period						3,422
	Banking and finance systems integration for banks and services 2006 HK\$'000	Software solution public sector 2006 HK\$'000	IT management and support 2006 HK\$'000	Property agency 2006 HK\$'000	Eliminations 2006 HK\$'000	Consolidated 2006 HK\$'000
Segment revenue:						
Sales to external customers	22,680	260	976	–	–	23,916
Intersegment sales	–	–	–	–	–	–
Interest income	135	–	1	–	–	136
Other income	147	–	–	–	–	147
Total	22,962	260	977	–	–	24,199
Segment results	(11,370)	12	129	–	–	(11,229)
Unallocated expenses						(5,727)
Loss from operations						(16,956)
Finance costs						(15)
Loss before tax						(16,971)
Tax						(70)
Loss for the period						(17,041)

(b) *Geographical segments*

The following tables present revenue and operating profit/(loss) for the Group's geographical segments.

	<b>Hong Kong 2007 HK\$'000</b>	<b>Elsewhere in the PRC 2007 HK\$'000</b>	<b>Eliminations 2007 HK\$'000</b>	<b>Consolidated 2007 HK\$'000</b>
Segment revenue:				
Sales to external customers	292	26,690	–	26,982
Intersegment sales	–	–	–	–
Total	<u>292</u>	<u>26,690</u>	<u>–</u>	<u>26,982</u>
Segment results**	<u>6,183</u>	<u>(1,909)</u>	<u>–</u>	<u>4,274</u>
	<b>Hong Kong 2006 HK\$'000</b>	<b>Elsewhere in the PRC 2006 HK\$'000</b>	<b>Eliminations 2006 HK\$'000</b>	<b>Consolidated 2006 HK\$'000</b>
Segment revenue:				
Sales to external customers	261	23,655	–	23,916
Intersegment sales	–	–	–	–
Total	<u>261</u>	<u>23,655</u>	<u>–</u>	<u>23,916</u>
Segment results**	<u>(5,721)</u>	<u>(11,235)</u>	<u>–</u>	<u>(16,956)</u>

\*\* Disclosed pursuant to the requirements of the Listing Rules

**4. Profit/(Loss) from operations**

The Group's profit/(loss) from operations has been arrived at after charging/(crediting):

	<b>Six months ended 30 June 2007 (unaudited) HK\$'000</b>	<b>2006 (unaudited) HK\$'000</b>
Cost of inventories sold and services rendered	16,635	21,449
Depreciation	455	711
Amortization of computer software	496	–
Impairment of available-for-sale-investment	–	6,000
Provision for doubtful debts	2,639	333
Gain on disposal of a listed available-for-sale investment ( <i>Note 10(b)</i> )	(22,377)	–
Gain on disposal of an unlisted available-for-sale investment ( <i>Note 10(b)</i> )	(228)	–
Loss on disposal of a subsidiary	1	–
Impairment loss recognised in respect of goodwill	<u>11,600</u>	<u>–</u>

## 5. Tax

	<b>Six months ended 30 June</b>	
	<b>2007</b>	<b>2006</b>
	(unaudited)	(unaudited)
	HK\$'000	HK\$'000
Income tax for the period		
Mainland China	(852)	(229)
Deferred taxation	—	159
Tax charge for the period	<u>(852)</u>	<u>(70)</u>

No provision for Hong Kong profits tax has been made as the Group did not generate any assessable profits arising in Hong Kong during the period (2006: NIL). Taxes on profits elsewhere have been calculated at the rates of tax prevailing in the countries in which the Group operates, based on existing legislation, interpretations and practices in respect thereof.

## 6. Interim dividend

The Directors do not recommend the payment of an interim dividend for the six months ended 30 June 2007 (2006: NIL).

## 7. Profit/(Loss) per share

The calculation of the basic profit per share is based on the unaudited net profit attributable to equity holders of the Company for the period of HK\$3,422,000 (2006: Loss HK\$17,041,000) and on the weighted average of 956,828,872 (2006: 557,351,493) ordinary shares in issue during the period.

The calculation of diluted earnings per share for the period ended 30 June 2007 is based on the adjusted net profit attributable to shareholders of HK\$3,422,000 and the weighted average number of 959,200,806 shares after adjusting for the effects of all dilutive potential shares. Diluted loss per share amount for the period ended 30 June 2006 have not been disclosed as the share options outstanding during this period have an antidilutive effect on the basic loss per share.

## 8. Trade receivables

The ageing analysis of the trade receivables at the balance sheet date, net of impairment losses, is as follows:

	<b>At 30 June</b>	<b>At 31 December</b>
	<b>2007</b>	<b>2006</b>
	(unaudited)	(audited)
	HK\$'000	HK\$'000
Current to 90 days	15,723	10,430
91 days to 180 days	4,163	2,986
181 days to 365 days	7,184	6,540
Over 365 days	1,294	2,508
	<u>28,364</u>	<u>22,464</u>

The various group companies have different credit policies, depending on the requirements of the markets and the businesses which they operate. On average, the Group allows a credit period of one to six months to its trade customers.

## 9. Trade payables

The ageing analysis of trade payables as at the balance sheet date is as follows:

	At 30 June 2007 (unaudited) HK\$'000	At 31 December 2006 (audited) HK\$'000
Current to 90 days	499	234
91 days to 180 days	14	114
181 days to 365 days	78	200
Over 365 days	1,574	1,788
	<u>2,165</u>	<u>2,336</u>

## 10. Acquisition and disposals of investments

### (a) Acquisition

In March 2007 the Group acquired 100% of the share capital of Huge Value Development Limited ("Huge Value"). The relevant information about the acquisition is as follows:

	At 30 June 2007 Acquiree's carrying amount before combination (unaudited) HK\$'000
Net assets acquired:	
Intangible assets ( <i>note (a)</i> )	78,812
Other payables	(15)
	<u>78,797</u>
Total considerations satisfied by:	
Cash consideration	60,000
Purchase consideration payable	18,000
Transaction costs	797
	<u>78,797</u>

*Note:*

- (a) The nature of intangible assets included profit sharing rights from the sale of Licorice Roots and operating rights to cultivate Licorice on the land.

The carrying value of intangible asset is based on the best estimation of the Board of Directors. Fair valuation of the intangible asset is in progress.

Huge Value did not make significant contributions to the Group's turnover and profit for the period.

### (b) Disposal

On April 2007, the Group disposed of its remaining 1,551,771 shares in Chinacast Education Corporation ("Chinacast") to Massive Right International Limited for a consideration of HK\$55 million. Chinacast's shares are listed on the Nasdaq OTC Bulletin Board in USA.

On October 2006, the Group entered into an agreement to dispose of its entire shareholding in Beijing Dongshi Shuangwei Education Technology Company Limited to an independent third party for a consideration of RMB12 million, payable in 4 installments. The final installment payment was received in April 2007.



## **MANAGEMENT DISCUSSION AND ANALYSIS**

### **Financial performance**

The Group reported a turnover of HK\$26,982,000 from its ordinary business in the first half of 2007, representing an increase of 13% compared with HK\$23,916,000 for the corresponding period of 2006. The increase in turnover was largely contributed by Grand Panorama Limited (“Grand Panorama”), the Group’s new investment in the real estate consultancy services business.

The Group’s disposal of its investment in Chinacast for a consideration of HK\$55,000,000 resulted in a gain of HK\$22,377,000. Excluding the effect of the gain from the disposal and other operating expenses, the loss from its operating business narrowed by 61% to HK\$4,092,000 from an operating loss of HK\$10,623,000 in the first six months of 2006.

Gross profit increased by 319% to HK\$10,347,000 in the first half of 2007 (2006: HK\$2,467,000) as a result of higher turnover and a significant reduction in direct cost of 22% from HK\$21,449,000 in 2006. Gross profit margin improved by 28% to 38% due to higher profit margins from the sales and maintenance of ATM business as well as the real estate consultancy business.

Earnings per share for the first half of 2007 were HK0.36 cents, compared with a loss of HK3.06 cents per share for the same period in 2006.

### **Interim dividend**

The Directors do not recommend the payment of an interim dividend for the six months ended 30 June 2007 (2006: Nil).

### **Review of core businesses**

The Group’s core business of providing automatic teller machines (“ATMs”) maintenance service, through TopAsia Computer Limited and its subsidiaries (“TopAsia Group”), remained a major contributor to the revenue and gross profit of the Group for the period in review. While TopAsia Group remained a core business stream, the Group is also actively incubating its earlier investment in the real estate consultancy services through Grand Panorama to bolster its diversified investment portfolio.

In line with the diversification strategy, the Group has entered into the Licorice cultivation business in the PRC through the purchase of an investment holding company that provides such management and consultancy services in Inner Mongolia. The Group believes that strong demand for this Chinese herbal ingredient of tremendous therapeutic value will create considerable return on their investment.

### **ATMs maintenance service and IT solutions: TopAsia Group**

The Group’s legacy business of providing ATMs management services to the banking and financial sectors in the PRC through TopAsia Group benefited from the strong demand for ATMs services among financial institutions. The booming stock markets in the PRC have led to increased workload on counter staff of banks and postal bureaus, which has created a surge in demand for ATMs repairs and maintenance services.

This increase in services demand has in turn created an opportunity for TopAsia Group to be more selective in its choice of clients and services contracts allowing it to achieve higher gross profit margins during the six-month period. Looking ahead, the division is set to further improve its efficiency in order to achieve positive bottom line.

**Real estate related technology services: Acacia Asia Partners Ltd (“Acacia”)**

Acacia is a provider of IT management, online and support services including Internet portal and data management services, to real estate agencies in China, primarily Shanghai. The division was under significant pressure after the Government imposed certain austerity measures to regulate and cool off the overheated PRC real estate market.

As a result, the businesses of small to medium size real estate agencies, which are Acacia’s main potential customers for web-based real estate data management platform, were severely impacted. These companies drastically cut their IT spending to curb costs in order to sustain their businesses.

In response to such unfavorable conditions, Acacia shelved further capital spending, downsized its staff and operation, until the business environment improves.

**Real estate consultancy services: Grand Panorama**

Grand Panorama was also affected by the latest real estate policy changes in the PRC. The effectiveness of the division’s strategy in switching its focus to the more stable office sector in Shanghai from the cyclical retail business remains to be seen.

Meanwhile, the division has developed other new businesses, including a mortgage agency for various PRC licensed banks, and the provision of immigration assistance services to potential Mainland customers of foreign property agencies. This business was the main revenue contributor to the division for the first six months ended 30 June 2007. Grand Panorama will continue to explore new and diverse real estate consultancy business opportunities.

**Cultivation and conservation: Huge Value**

On 27 March 2007, the Group completed the acquisition of Huge Value, a company which holds a contract with Inner Mongolia Tian Lan Technology Sand Control Estate Limited 內蒙古天蘭科技治沙產業有限公司 (“Tian Lan”) to provide management and consultancy services to the latter for the cultivation of Licorice roots in a piece of grassland measuring 1 million mu in the Inner Mongolia Autonomous Region. The management contract is for 47 years.

Huge Value is now a wholly-owned subsidiary of the Group. Its financial results have been consolidated into the Group with effect from March 2007. Huge Value has not made any significant contributions to the revenue and profit of the group during this period.

Licorice is usually planted in spring to autumn each year and it takes more than two years of cultivation before it can be harvested. The older the Licorice roots the higher the value. The planting of Licorice will commence this year, and Huge Value will continue to monitor and increase its plantation.

Licorice root is an important Chinese herbal medicine that is widely used as raw materials for a diversified range of products, including food, candies, cosmetics and other health products. It also has other applications in the non-medical and imperishable sectors, for example, in the production of fire prevention products and construction.

Licorice is a native perennial plant of certain regions in China, mainly the Inner Mongolia Autonomous Region. The area in which Huge Value is contracted to manage is located at the main growing centre of Licorice in China.

Ecologically, Licorice plants are very effective in preventing soil erosion and land desertification as their roots penetrate deep into the soil and hold the soil layers together. Concerned with increasing desertification in the outskirts, the PRC Government strongly supports companies in pursuit of land cultivation and management initiatives.

Huge Value has already engaged a local specialist, Li Hua Agriculture (“Li Hua”), to provide Licorice cultivation services, including sourcing and procuring Licorice seedlings, planting and providing day-to-day maintenance. Li Hua has guaranteed a successful growth rate of not less than 85% of the Licorice planted.

The Group believes that there is a huge market potential for the Licorice business both inside and outside of the PRC.

### **Outlook**

In addition to maintaining its existing core business and cultivating its latest investments, the Group will continue to scout for new but related business opportunities in the PRC.

TopAsia Group will continue to focus on maintaining its business activities, enhancing its capabilities and controlling cost to improve on its performance for the year.

Unfavorable measures and market conditions mean mounting challenges for the real estate related businesses. The key is to sustain the operations of Grand Panorama through the difficult times and to monitor the progress of the long-term development potential of the real estate and related industries in the PRC.

Expectations on the prospect of the latest Licorice cultivation business are high, given the tremendous demand and versatile application of this valuable Chinese herb. This business venture, coupled with the prospective foray into the cultivation of *Salix Psammophila* through Quest Asia Development Limited (“Quest Asia”) is in line with the Group’s mission to contribute to the nation’s conservation efforts, and at the same time enables the Group to participate in the promising agri-business sector in the PRC.

*Salix Psammophila* is a shrub, a type of local vegetation in Inner Mongolia. It has a strong, extensive root system which allows it to obtain the underground water and survive in the harsh conditions in the desert.

*Salix Psammophila* is a valuable vegetation as its branches can be used to make fiber boards and paper pulps. The paper pulps that are made of *Salix Psammophila* can be used to produce packaging papers and cardboards. A few manufacturers in Inner Mongolia have already begun using *Salix Psammophila* paper pulps to produce paper products.

As most of the raw materials of paper products are imported from overseas, *Salix Psammophila* can become a cheaper alternative for manufacturers. The Group believes that demand for *Salix Psammophila* will continue to increase in the coming years.

The Group sees high potential in the agriculture and conservation business. Going forward, the Group expects this business to become a major revenue and profit contributor.

The Group will continue to identify and capture exciting business opportunities that are socially viable and economically feasible to create greater value for its shareholders.

## **LIQUIDITY AND FINANCIAL RESOURCES**

### **Net assets**

At 30 June 2007, the Group recorded total assets of approximately HK\$383,363,000 which were financed by liabilities of approximately HK\$82,872,000 and total net asset to equity holders of the parent amounted to approximately HK\$300,491,000. The Group's total net asset to equity holders of the parent as at 30 June 2007 increased by 76% to approximately HK\$300,491,000 as compared to approximately HK\$170,992,000 as at 31 December 2006.

### **Liquidity**

The Group had total cash and bank balances of approximately HK\$208,625,000 as at 30 June 2007 (At 31 December 2006: approximately HK\$72,254,000). After deducting bank loans and overdrafts of approximately HK\$Nil (2006: approximately HK\$18,000), the Group recorded a net cash balance of approximately HK\$208,625,000 as compared to that of approximately HK\$72,236,000 as at 31 December 2006. As at 30 June 2007, the current ratio was 3.23 (At 31 December 2006: 2.79) and the gearing ratio was Nil (At 31 December 2006: Nil) which was defined as the Group's interest-bearing and unsecured bank loans and finance lease payables over its equity attributable to equity holders of the parent.

### **Charges on assets**

At 30 June 2007, no fixed deposits (At 31 December 2006: HK\$15,624,000) were pledged to banks to secure banking facilities.

### **Treasury policies**

The Group generally finances its operations with internally generated resources and proceeds from equity financing methods. All financing methods, including equity, debt and other means, will be considered so long as such methods are beneficial to shareholders as a whole. Subsidiaries in PRC use internally generated resources to finance working capital. Bank deposits are mainly in Hong Kong dollars and Renminbi.

On 22 January 2007, pursuant to a placing and subscription agreement with VC Brokerage Limited, the Company placed out 110,000,000 new ordinary shares of HK\$0.10 each in the Company at a price of HK\$0.22 per shares to independent third parties. A sum of approximately HK\$23.5 million net of placement expenses was raised and used as working capital of the Group.

On 15 June 2007, pursuant to a placing and subscription agreement with Citic Securities Corporate Finance (HK) Limited, the Company placed out 160,000,000 new ordinary shares of HK\$0.10 each in the Company at a price of HK\$0.72 per shares to independent third parties. A sum of approximately HK\$113 million net of placement expenses was raised and will be used as working capital of the Group.

### **Contingent liabilities**

The Group had no material contingent liability in respect of possible future long service payments to employees under the Hong Kong Employment Ordinance although some of current employees have achieved the required number of years of service to the Group, to the balance sheet date in order to be eligible for long service payments under the Hong Kong Employment Ordinance if their employment is terminated under certain circumstances.

**Foreign exchange exposure**

The Group mainly earns revenue and incurs costs in US dollars and Renminbi. Foreign exchange exposure of the Group is minimal as long as the policy of the Government of HKSAR to link the Hong Kong dollars to the US dollars remains in effect and little depreciation pressure in Renminbi.

**Capital Commitments**

At 30 June 2007, the Group had no capital commitments (At 31 December 2006: Nil).

**Post balance sheet event**

On 26 July 2007, the Group entered into a sale and purchase agreement with Adonia Development Limited for the acquisition of Quest Asia, a company incorporated in the British Virgin Islands. The amount of consideration for the acquisition is HK\$190 million to be paid by way of cash \$70 million and \$120 million in Convertible Bonds. These have not been provided for in the financial statements as at the balance sheet date as the acquisition has not been completed.

Quest Asia has, on 15 December 2006, entered into two management and consultancy contracts with Tian Lan, pursuant to provide management and consultancy services to Tian Lan for the cultivation of licorice roots (甘草) on 0.8 million mu growing area and salix psammophila (沙柳) on 2.2 million mu growing area.

**Employee and remuneration policies**

As at 30 June 2007, the Group employed approximately 240 full time staff in the Mainland China and Hong Kong. The Group remunerates its employees based on their performance, working experience and the prevailing market price. Performance related bonuses are granted on a discretionary basis. Other employee benefits include mandatory provident fund, insurance and medical coverage, training programs and share option scheme.

**PURCHASE, SALE OR REDEMPTION OF SHARES**

There was no purchase, sale or redemption of the Company's shares by the Company or any of its subsidiaries during the six months ended 30 June 2007.

**REVIEW BY AUDIT COMMITTEE**

The interim results have been reviewed by the Audit Committee.

**CODE ON CORPORATE GOVERNANCE PRACTICES**

None of the Directors is aware of information that would reasonably indicate that the Company is not, or was not for any part of the accounting period covered by this report, in compliance with Appendix 14 of the Listing Rules of the Stock Exchange of Hong Kong Limited.

**PUBLICATION OF INTERIM RESULTS ON THE WEBSITE OF THE STOCK EXCHANGE**

Information that is required by paragraphs 46(1) to 46(9) of Appendix 16 of the Listing Rules will be published on the web-site of the Stock Exchange of Hong Kong Limited in due course.

## **APPRECIATION**

On behalf of the Directors, I would like to take this opportunity to thank our shareholders for their support and our staff for their hard work and achievements during the year. Their dedication empowers the Company to accomplish greater success in the coming years.

By order of the Board  
**Tse Michael Nam**  
*Chairman*

Hong Kong, 10 September 2007

*As at the date of this announcement, Mr. Tse Michael Nam and Mr. Chan Tze Ngon are the Executive Directors of the Company; and Mr. Benedict Tai, Mr. Lim Yew Kong, John and Mr. Puongpun Sananikone are the Independent Non-executive Directors of the Company.*