

# **GOLDEN HARVEST ENTERTAINMENT (HOLDINGS) LIMITED**

(Incorporated in Bermuda with limited liability) (Stock Code: 1132)

## FINAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 30 JUNE 2008

# **RESULTS FOR THE YEAR ENDED 30 JUNE 2008**

## HIGHLIGHTS

	2008	2007	Change	es
	HK\$ millions	HK\$ millions	HK\$ millions	%
<b>Continuing Operations</b>				
Turnover	620	470	+ 150	+ 32%
Gross profit	330	253	+ 77	+ 30%
Profit/(loss) from operations	20	(28)	+ 48	n/a
Profit/(loss) for the year *	7	(23)	+ 30	n/a
The Group				
Profit attributable to shareholders	10.	.8 96.7		
Earnings per share	8.2 cent	<b>ts</b> 73.4 cents		

\* excluding gain/(loss) on disposal of interest in associate and jointly controlled entity

- Turnover increased by 32% to HK\$620 million
- Gross profits grew HK\$77 million to HK\$330 million
- Profit from continuing operations improved to HK\$20 million from a loss of HK\$28 million
- Cinema admissions we served on a full and aggregated basis increased to 19.2 million across cinema networks in Hong Kong, mainland China, Taiwan and Singapore as a whole
- Total assets increased by 20% to HK\$1,119 million
- Cash on hand increased by HK\$45 million to HK\$266 million
- Gearing ratio dropped from 21% to 5%

### **CHAIRMAN'S STATEMENT**

I am glad to report that 2007/08 was the best year on record for the Golden Harvest Group (the "Group"), both in terms of admissions and box office income with our cinema operations in Hong Kong, mainland China, Taiwan and Singapore as a whole. We are honored to have served more than 19 million theatre guest admissions across our networks, who have brought us to achieve approximately HK\$930 million box office income on a full and aggregated basis (including the gross revenue from the Group's jointly controlled entities).

Both the Group's established businesses of film exhibition and film distribution recorded healthy growth and improved turnover this year. Moving forward, our goal is to grow the reach of the Group's cinema networks, as well as sustain "Golden Harvest" as a leading household brand around the world in the film industry. The Group will continue to expand the multiplex business in mainland China, meanwhile fully utilizes the capability and strength of film distribution so as to expand the Group's business.

This year, the Group recorded impressive box office revenue from the multiplex located at MIXC Mall Phase I, City Crossing in Shenzhen despite intensified competition. In addition, the facilities and services of such multiplex are widely recognized as the best in the region, which helped us sustain our leading ranking nationally in terms of box office receipts. While we are now celebrating our best October Golden-Week ever achieved (having box office receipts doubled as compared to previous year's), we have also kick-started the design and construction of our expanding Phase II multiplex at same location. The Group believes that its position in the film market in Southern China will be further consolidated following the opening of the multiplex at MIXC Mall Phase II, City Crossing in Shenzhen.

For the multiplexes to be constructed in Beijing, Wuxi, Suzhou and Hangzhou, their planning/construction work are now in full swing. As such multiplexes complete and launch their openings, a number of high quality multiplexes will be available for the audience in other provinces in mainland China. Moreover, the Group will actively seek and explore other areas in mainland China with growth and market potentials to construct multiplexes so as to expand the Group's market share in the cinema industry in China and develop "Golden Harvest Cinema" as a nationwide superior cinema brand.

Apart from the multiplex business in mainland China, Vie Show Cinemas operated by our Taiwanbased joint venture and the GV cinema circuit operated by our Singapore-based joint venture continued to maintain a market leading position within the respective regions during the year. Both have been working hard during the year on creating an exceptional entertainment experience for our guests with different innovative and engaging offerings.

For film distribution business, the Group has distributed a number of well-received Chinese and non-Chinese language films during the year, including *The Warlords* and *The Golden Compass*. Recently, the 3D stereoscopic film *Journey to the Center of the Earth* distributed by the Group offers not only better visual effects to the audience, but also demonstrates the Group's continuous efforts in bringing in new elements for its film distribution business and seeks to make groundbreaking achievements. In the year ahead, the Group will continue to expand its film distribution business in this direction so as to bring in more fantastic films to the audience. Last but not least, I would like to take this opportunity to thank all the management and staff members in different countries for their dedicated efforts and continuing contributions during the year to the Group, as well as the unreserved support to myself as the new Chairman. I look forward to growing the business together with the energetic team, and bringing the Group to a new next-level which continuously focus on financial and operating discipline, and strive for better results for our shareholders.

## MANAGEMENT DISCUSSION AND ANALYSIS

## **OPERATION AND FINANCIAL REVIEW**

Group revenues amounted to HK\$620 million, compared with HK\$470 million last year. Gross profit from continuing operations, with margin maintaining at about 53% plus, was HK\$330 million versus that of HK\$253 million reported last year. Excluding discontinued operations and gain/loss on disposal of interest in associate and jointly controlled entity, the Group recorded a net profit of approximately HK\$7 million, which was significantly improved from last year's net loss of HK\$23 million. After taking into account the two items mentioned above, the Group recorded a profit of HK\$11 million for the year, vis-à-vis that of HK\$97 million last year which included a one-off gain of approximately HK\$116 million arising from the disposal of GSC, one of our cinema circuits in Malaysia.

Thanks to our focused business strategies and a number of strong Hollywood blockbuster titles released during the year such as *Harry Potter And The Order Of The Phoenix* and *Transformers*, results from our exhibition businesses were strong and continued its upward trend across most territories, although income from film distribution business was relatively soft this year. The Group continues to be a major and leading cinema operator in Asia, operating 23 cinemas with 187 screens across Hong Kong, mainland China, Taiwan and Singapore.

Riding on the success of our Shenzhen's flagship cinema, the continuing growth in the local film industry and box office receipts, as well as the emergence of investment opportunities in mainland China, the Group decided to redeploy its capital resources and put extra focus in developing new cinema projects in mainland China in the coming years while maintaining the leadership position in other territories.

To facilitate such expansion with stronger capital base for financing new projects, the Group divested our investment in Malaysia further. Following the disposal of our equity interest in a cinema circuit Golden Screen Cinemas Sdn. Bhd. in Malaysia in February 2007, the Group entered into another agreement in February 2008 to dispose of our remaining Malaysian cinema circuit TGV Cinemas Sdn. Bhd. ("TGV") at a total consideration of RM51 million (approximately HK\$122 million which included repayment of amount due to the Group by TGV). The transaction was completed in July 2008 and would be accounted for in the next fiscal year. In accordance with the accounting standards, the Group has classified its investment in TGV as held for sale and accounted for its contribution for the year as discontinued operation in the financial statements.

In January 2008, the Group reached a settlement agreement with the joint venture partner Village Roadshow ("VR") to end the legal disputes regarding the management of Golden Village Multiplex Pte Ltd. ("GVM"). According to the settlement agreement and the new shareholders agreement, the Group would jointly manage GVM's key operational and financial matters with VR, and thereafter accordingly, GVM has become a jointly-controlled entity of the Group and its results were also proportionately consolidated into the Group's financial statements.

During the year, the Group also focused on cost structure improvement which resulted in certain reduction in our headquarter expenses. We will continue our efforts to enhance corporate expense optimization and strive towards further growth in the forthcoming year.

## **BUSINESS REVIEW**

## Film Exhibition

The Group served more than 19 million theatre guest admissions during the year, and box office income improved almost 8% across the Group on a full and aggregated basis (including the gross revenue from its jointly controlled entities) to approximately HK\$930 million. Confectionary sales income showed an encouraging and healthy increase of 10.7%, reflecting positive results from both the enhanced confectionary product mix and confectionary prices, in addition to the improved attendance level.

## Hong Kong

Hong Kong market as a whole, recorded a box office receipts of HK\$1,075 million, which enjoyed an 11% increase compared to last year. Running slightly higher than the market, our cinemas in Hong Kong achieved an encouraging result for the year with theatre takings increased by HK\$16 million or 12% from last year. Apart from strong Hollywood line-up this summer, the Group also took the opportunity of improved economic conditions to raise the ticket price and occupancy by launching new pricing scheme as well as executing cinema-oriented film programming strategy. As a result of various efforts, our market share has slightly improved to above 13%.

## Mainland China

Shenzhen, the city in which we operate our flagship cinema, saw a strong surge of market box office by 66% last year. That was largely due to increased supply of new cinemas over the past two years as well as the stronger consumer spending. The Group's 7-screen cinema located at MIXC Mall City Crossing continued to maintain its theatre takings at a high level despite intensified competition in the city and achieved a 25% market share in Shenzhen. It, at the same time, continued to be ranked as the 2nd highest box-office cinema in China nationally – with admissions grew by 10% and theatre takings grossed RMB46 million for the year. Furthermore, the Group extended its digital screen/in-theatre advertising business to other Shenzhen cinemas, and earned a satisfactory return from such investment.

## Taiwan

The market box office for the year remained flat in Taiwan compared to last year, as consumer sentiment was weakened to some extent by political events. Our cinema circuit Vie Show, via implementing various operational enhancement programs which included a new tie-in promotion with a credit card company, continued to maintain its solid market share of around 35% for the year. The Group shared a net profit of HK\$18 million from Vie Show, as compared to HK\$18 million last year which included the recognition of tax credit of over HK\$4 million relating to its accumulated tax losses. In addition, during the year, Vie Show acquired 50% equity interest in a 4-screen cinema and strengthened the circuit's presence in Taipei. On the other hand, we shut down a cinema in Hsinchu due to the closure of a shopping mall and took up a write-off of fixed assets in the amount of HK\$2 million (our share).

## Singapore

The "Lion City" enjoyed a growth in market box office of 15% to S\$150 million for the year. Due to opening of new cinemas by competitors, market share of GVM was slightly affected and declined to 44% this year. Since the opening of the 15-screen flagship cinema GV Vivocity in October 2006, performance of GVM has shown significant improvement. Theatre takings of GVM for the year increased by 9% to \$\$67 million. The Group shared a net profit of HK\$22 million for the year, significantly up from HK\$14 million of last year.

## Malaysia

Net contribution from our circuit TGV significantly dropped by HK\$5 million to HK\$4 million because of fierce market competitions. In February 2008, the Group entered into an agreement to dispose of TGV and the transaction was completed in July 2008.

## **Film Distribution**

The market box office receipts in Hong Kong increased by 11% to HK\$1,075 million, of which non-Chinese language films took HK\$736 million or 68% of the total box offices. Driven by several high budget and fine quality pictures such as *CJ7*, *Lust Caution* and *The Warlords*, the market box office receipts of Chinese language films was increased by 21% to HK\$339 million for the year. As a major player in distributing both Chinese and non-Chinese language films, the Group held a 13% market share in terms of box office receipts.

## Chinese Language Films

The Group distributed 15 Chinese language films during the year, including Andy Lau's *The Warlords*, as compared to 12 titles over the same period last year. The total box office of Chinese language films distributed by the Group amounted to HK\$69 million and the Group holds a market share of approximately 20% this year.

The Group owns a film library of approximately 140 Chinese film titles for worldwide distribution which continuously generates steady income to the Group. During the year, the library generated an income of approximately HK\$10 million for the Group from its royalty licensing activity.

### Non-Chinese Language Films

The Group distributed 24 non-Chinese language films during the year, including *The Golden Compass*, *L Change The World* and *A Tale Of Mari And Three Puppies*. The total box office of non-Chinese films distributed by the Group increased by 26% to HK\$69 million, representing about 9% market share. The contribution from non-Chinese films was satisfactory but it was relatively soft compared to last year which included the income from the very successful Japanese movies *Death Note I & II* distributed by the Group in Hong Kong and Taiwan. Moving forward, the Group will continue to expand the film financing and licensing businesses in Hong Kong, mainland China and Taiwan. Our recently released 3D stereoscopic film, *Journey to the Centre of the Earth* in Hong Kong has delivered a very encouraging result.

## PROSPECTS

The Group has dedicated its efforts in strengthening and growing both the exhibition and distribution networks in territories with higher market potential and better returns. Given the continued opening of film market in mainland China and the increase in investment opportunities, we strongly believe that this is the appropriate time for the Group to redeploy its resources to strengthen our presence in mainland China. The Group has planned to open more screens in Shenzhen and other principal cities such as Beijing, Hangzhou, Suzhou and Wuxi in the years ahead.

We are facing a challenging year ahead with the recent global economic uncertainties caused by the sub-prime mortgage related credit crisis in United States as well as the austerity measures implemented in mainland China for preventing overheating economy and inflation. We are cautiously optimistic in respect to the prospects of film industry in territories we operated. Hong Kong will continue to be the base of the Group's operations and we have adopted stringent measures to control the general and administrative expenses.

## FINANCIAL RESOURCES AND LIQUIDITY

During the year, convertible notes in aggregate amounts of HK\$90 million have been converted into the ordinary shares of the Company, creating a total of approximately 41 million new ordinary shares at a conversion price of HK\$2.2 per share. The Group's borrowings significantly decreased.

In addition, the Group obtained a new bank loan facility of RMB24 million during the year for the development of our cinemas in mainland China. The loan is repayable within 4 years from the drawdown date and as at 30 June 2008, the loan has not been utilized. The loan is secured by the pledge of certain fixed assets of the Group and is at floating interest rates.

As at 30 June 2008, the Group's cash balance was HK\$266 million (2007: HK\$221 million), representing an increase of 20% as compared with that of 2007. The aggregate amount of the Group's bank borrowings and the convertible notes was HK\$52 million (2007: HK\$196 million). Our gearing ratio, calculated on the basis of external borrowings (including the convertible notes) over total assets, was 5%, representing a significant improvement from 21% in 2007. The improvement was mainly attributable to the conversion of the convertible notes and increase in total assets.

The Group's assets and liabilities are principally denominated in Hong Kong dollars except for certain assets and liabilities associated with the investments in mainland China, Taiwan, Singapore and Malaysia. Management has assessed the exchange risk exposures in these territories from time to time. Since the exchange rates of these currencies have been either relatively stable or favorable to the Group for the past two years, no hedging of foreign currencies was carried out during the year. The directors will continue to assess the exchange risk exposures, and will consider possible hedging measures in order to minimize the risk at reasonable cost.

The Group did not have any significant contingent liabilities as of 30 June 2008.

## **EMPLOYEES AND REMUNERATION POLICIES**

As at 30 June 2008, the Group had 311 (2007: 264) permanent employees. The Group remunerates its employees largely based on industry practice. In addition to salaries, commissions and discretionary bonuses, share options are granted to certain employees based on individual merit. The Group also operates a defined contribution retirement benefits scheme under the Mandatory Provident Fund Schemes Ordinance and as at the balance sheet, there was no forfeited contribution arising from employees leaving the retirement benefit scheme.

### RESULTS

The Board of Directors (the "Board") of Golden Harvest Entertainment (Holdings) Limited (the "Company") herein announces the consolidated results of the Company and its subsidiaries (the "Group") for the year ended 30 June 2008, which have been reviewed by the audit committee of the Company (the "Audit Committee") together with the comparative figures for the previous year as follows:

## CONSOLIDATED INCOME STATEMENT

	Note	2008 HK\$'000	2007 HK\$`000
Continuing operations			
Turnover	2	619,901	469,511
Cost of sales		(289,552)	(216,732)
Gross profit		330,349	252,779
Other income Selling and distribution costs General and administrative expenses Other operating expenses		67,723 (301,739) (61,498) (14,979)	43,775 (244,452) (68,799) (11,445)
Profit/(loss) from operations		19,856	(28,142)
Finance costs Share of profits less losses of associates Gain on disposal of interest in an associate Loss on disposal of interest in a jointly controlled entity	3(a)	(11,970) 9,663 –	(15,712) 20,801 115,970 (5,717)
Profit before taxation		17,549	87,200
Income tax	4	(10,391)	414
Profit for the year from continuing operations		7,158	87,614

	Note	2008 HK\$'000	2007 HK\$'000
Discontinued operation – jointly controlled entity held for sale			
Profit for the year from discontinued operation		3,911	8,949
Total profit for the year	3	11,069	96,563
Attributable to:			
Equity shareholders of the Company Minority interests		10,763 306	96,717 (154)
Profit for the year		11,069	96,563
Earnings per share	5		
Basic – Continuing operations – Discontinued operation		5.2 cents 3.0 cents 8.2 cents	66.6 cents 6.8 cents 73.4 cents
Diluted – Continuing operations – Discontinued operation		5.2 cents 3.0 cents 8.2 cents	52.8 cents 5.0 cents 57.8 cents

# CONSOLIDATED BALANCE SHEET

	Note	2008 HK\$'000	2007 <i>HK\$'000</i>
Non-current assets			
Fixed assets		367,395	262,189
Interest in associates			169,369
Amounts due from jointly controlled entities		32,285	26,069
Prepaid rental		8,015	8,704
Club memberships		3,590	3,590
Rental and other deposits		54,006	51,507
Trademarks		79,421	79,421
Deferred tax assets		358	1,503
Pledged bank deposits		10,133	2,049
		555,203	604,401
Current assets		0.41 <b>-</b>	700
Inventories		2,417	708
Film rights	(	27,503	33,090
Trade receivables	6	27,045	13,450
Other receivables, deposits and prepayments		49,355	42,674
Amounts due from jointly controlled entities		50,277	14,787 2,141
Pledged bank deposits Deposits and cash		266,307	2,141 219,162
Deposits and cash		200,307	219,102
		422,904	326,012
Assets of a jointly controlled entity held for sale		141,037	
		563,941	326,012
Current liabilities			
Trade payables	7	68,609	46,946
Other payables and accrued charges		129,472	87,250
Amounts due to associates		-	236
Customer deposits		3,675	5,622
Bank loans		12,480	25,311
Convertible notes		31,066	20,262
Current portion of finance lease payables		-	353
Loans from joint venture partners		22,144	14,787
Taxation payable		9,618	3,788
		277,064	204,555
Liabilities of a jointly controlled entity held for sale		101,135	
		378,199	204,555
Net current assets		185,742	121,457
Total assets less current liabilities		740,945	725,858

	Note	2008 HK\$'000	2007 HK\$'000
Non-current liabilities			
Bank loans		7,800	48,686
Convertible notes		-	100,590
Non-current portion of finance lease payables		_	799
Loans from joint venture partners		42,505	26,069
Loan from minority shareholder		696	_
Deposits received		4,248	3,700
Deferred tax liabilities		16,540	7,999
		71,789	187,843
NET ASSETS		669,156	538,015
Capital and reserves			
Share capital		169,638	128,357
Reserves		498,097	409,103
Total equity attributable to			
equity shareholders of the Company		667,735	537,460
Minority interests		1,421	555
TOTAL EQUITY		669,156	538,015
		,	,

## NOTES TO THE FINANCIAL STATEMENTS

#### 1. STATEMENT OF COMPLIANCE

These financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards ("HKFRSs"), which collective term includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards ("HKASs") and Interpretations issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance. These financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The HKICPA has issued certain new and revised HKFRSs that are first effective or available for early adoption for the current accounting period of the Group and the Company. The adoption of the new and revised HKFRSs has no significant impact on the financial statements of the Group for the years ended 30 June 2007 and 30 June 2008 except for the presentation requirements following the adoption of HKFRS 7, "Financial instruments: Disclosures" and the amendment to HKAS 1, "Presentation of financial statements: Capital disclosures", there have been some additional disclosures provided as follows:

#### **HKFRS 7, Financial instruments: Disclosures**

As a result of the adoption of HKFRS 7, the financial statements included expanded disclosure about the significance of the financial instruments and the nature and extent of risks arising from those instruments, compared with the information previously required to be disclosed by HKAS 32, "Financial Instruments: Disclosure and presentation".

#### HKAS 1, Presentation of financial statements: Capital disclosures

The amendment to HKAS 1 introduces additional disclosure requirements to provide information about the level of capital and the Group's and the Company's objectives, policies and processes for managing capital.

Both HKFRS 7 and the amendment to HKAS 1 do not have any material impact on the classification, recognition and measurement of the amounts recognised in the financial statements.

## 2. REVENUE AND SEGMENT INFORMATION

### (a) **Business segments**

The following tables present revenue, profit and certain asset, liability and expenditure information for the Group's business segments.

	2008				
	Film and video distribution <i>HK\$'000</i>	Film exhibition <i>HK\$'000</i>	Others <i>HK\$'000</i>	Elimination HK\$'000	Total <i>HK\$'000</i>
Continuing operations					
Sales to external customers Inter-segment revenue Other income	71,870 6,418 1,902	536,324 	11,707 1,837 329	(8,255) (413)	619,901  
Total revenue from continuing operations	80,190	572,784	13,873	(8,668)	658,179
Segment results from continuing operations	4,945	38,570	757		44,272
Interest income Unallocated operating income/(expenses), net Finance costs Share of profits less losses of associates	3,897	5,766	_	_	5,423 (29,839)* (11,970) <u>9,663</u>
Profit before taxation Income tax					17,549 (10,391)
Profit for the year from continuing operations					7,158
Discontinued operation					
Sales to external customers Other income		119,828 1,992			119,828 1,992
Total revenue from discontinued operation		121,820			121,820
Segment results from discontinued operation		8,524			8,524
Interest income Finance costs					421 (1,515)
Profit before taxation Income tax					7,430 (3,519)
Profit for the year from discontinued operation					3,911
Total profit for the year					11,069
* This includes exchange gain of \$2	1 154 000				

\* This includes exchange gain of \$24,154,000.

	2008				
	Film and video distribution HK\$'000	Film exhibition <i>HK\$'000</i>	Others <i>HK\$</i> '000	Elimination HK\$'000	Total <i>HK\$'000</i>
Depreciation for the year Unallocated	537	48,348	230	-	49,115 1,091
Amontication of manaid					50,206
Amortisation of prepaid land lease payments Amortisation of film rights Impairment allowances for	31,930	321	19 -	-	340 31,930
trade and other receivables, net	1,535	259	2	-	1,796
Segment assets Assets of a jointly controlled entity held for sale Trademarks Unallocated assets	86,188	655,064	7,563	-	748,815 141,037 79,421 149,871
Total assets					1,119,144
Segment liabilities Liabilities of a jointly controlled entity held for sale Unallocated liabilities	39,562	214,305	4,782	-	258,649 101,135 90,204
Total liabilities					449,988
Capital expenditure incurred during the year Unallocated	716	65,417	_	-	66,133 1,782 67,915

	2007				
	Film and video distribution <i>HK</i> \$'000	Film exhibition <i>HK\$'000</i>	Others <i>HK</i> \$'000	Elimination HK\$'000	Total <i>HK\$'000</i>
Continuing operations					
Sales to external customers Inter-segment revenue Other income	59,647 6,160 1,769	392,605  	17,259 1,053 340	(7,213) (341)	469,511 
Total revenue from continuing operations	67,576	422,571	18,652	(7,554)	501,245
Segment results from continuing operations	14,352	19	872		15,243
Interest income Unallocated operating income/(expenses), net Finance costs Share of profits less losses of					4,959 (48,344)* (15,712)
Share of profits less losses of associates	4,542	16,259	_	_	20,801
Gain on disposal of interest in an associate Loss on disposal of interest in					115,970
a jointly controlled entity					(5,717)
Profit before taxation Income tax					87,200 414
Profit for the year from continuing operations					87,614
Discontinued operation					
Sales to external customers Other income		96,189 1,815			96,189 1,815
Total revenue from discontinued operation		98,004			98,004
Segment results from discontinued operation		13,262			13,262
Interest income Finance costs					486 (907)
Profit before taxation Income tax					12,841 (3,892)
Profit for the year from discontinued operation					8,949
Total profit for the year					96,563
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\* This includes exchange gain of \$5,726,000.

			2007		
	Film and video distribution <i>HK\$'000</i>	Film exhibition <i>HK</i> \$'000	Others <i>HK</i> \$'000	Elimination HK\$'000	Total <i>HK\$'000</i>
Depreciation for the year Unallocated	298	40,167	213	_	40,678 1,093
					41,771
Amortisation of prepaid land lease payments Amortisation of film rights Impairment allowances for	11,058		18		18 11,058
trade and other receivables, net	(99)	(2)	1,428	_	1,327
Segment assets Interest in associates Trademarks Unallocated assets	64,723	426,826	8,736	-	500,285 169,369 79,421 181,338
Total assets					930,413
Segment liabilities Unallocated liabilities	23,982	145,222	5,327	_	174,531 217,867
Total liabilities					392,398
Capital expenditure incurred during the year Unallocated	429	64,399	102	_	64,930 1,086
					66,016

# (b) Geographical segments

The following table presents revenue and certain assets and expenditure information for the Group's geographical segments.

	2008							
	Hong Kong HK\$'000	PRC <i>HK\$'000</i>	Singapore <i>HK\$'000</i>	Taiwan HK\$'000	Malaysia HK\$'000	Elsewhere in Asia <i>HK\$'000</i>	Others HK\$'000	Total <i>HK\$'000</i>
Sales to external customers	209,134	63,919	140,490	202,688	120,272	2,439	787	739,729
Less: Attributable to discontinued operation					119,828			119,828
Sales to external customers from continuing operations	209,134	63,919	140,490	202,688	444	2,439	787	619,901
Other segment information: Segment assets Trademarks	283,524	83,458	297,679	207,359	167,700	-	3	1,039,723 79,421
Capital expenditure incurred during the year	11,400	3,822	8,301	11,122	33,270	-	-	67,915
				2007	7			
						Elsewhere		
	Hong Kong HK\$'000	PRC <i>HK\$'000</i>	Singapore HK\$'000	Taiwan <i>HK\$'000</i>	Malaysia HK\$'000	in Asia <i>HK\$'000</i>	Others HK\$'000	Total <i>HK\$'000</i>
Sales to external customers Less:	196,740	52,847	-	213,849	98,049	3,035	1,180	565,700
Attributable to discontinued operation					96,189			96,189
Sales to external customers from continuing operations	196,740	52,847		213,849	1,860	3,035	1,180	469,511
Other segment information: Segment assets Interest in associates Trademarks	305,290	50,058	-	194,082	131,987	191	15	681,623 169,369 79,421
Capital expenditure incurred during the year	13,070	6,599	-	10,955	35,392	-	-	66,016

# 3. **PROFIT FOR THE YEAR**

Profit for the year is arrived at after charging:

		2008 HK\$'000	2007 HK\$'000
(a)	Finance costs		
	Continuing operations		
	Interest on bank loans wholly repayable within five years	2,415	5,980
	Interest on convertible notes	7,790	7,186
	Interest on loans from joint venture partners	911	1,812
	Finance charges on obligations under finance leases	79	109
	Other borrowing costs	775	625
	Discontinued operation	11,970	15,712
	Interest on bank loans wholly repayable within five years	1,515	907
		13,485	16,619
(b)	Other items		
	Cost of inventories	33,565	8,003
	Cost of services	276,344	238,854
	Depreciation	50,206	41,771
	Amortisation of prepaid land lease payments	340	18
	Amortisation of film rights	31,930	11,058
	Loss on disposal of property, plant and equipment	7,027	1,945

# 4. INCOME TAX

Taxation in the consolidated income statement represents:

	2008 HK\$'000	2007 HK\$'000
Continuing operations		
Group		
Current income tax	0.40	1 0 0 7
Provision for overseas tax	948 (543)	1,237
(Over)/under-provision in respect of prior years	(543)	312
	405	1,549
Jointly controlled entities		
Current income tax	2.592	
Provision for overseas tax Over-provision in respect of prior years	2,583	(279)
over-provision in respect of prior years		(279)
	2,583	(279)
Deferred tax – overseas	5 402	(1.(0.4))
Origination and reversal of temporary differences	7,403	(1,684)
	9,986	(1,963)
	10,391	(414)
Discontinued operation		
Current income tax		
Provision for overseas tax	2,269	3,465
Deferred tax – overseas		
Origination and reversal of temporary differences	1,250	427
	3,519	3,892
	13,910	3,478

#### 5. EARNINGS PER SHARE

#### **Basic earnings per share**

The calculation of basic earnings per share is based on the profit attributable to equity shareholders of the Company from continuing operations and discontinued operation of HK\$6,852,000 and HK\$3,911,000 respectively (2007: HK\$87,768,000 and HK\$8,949,000) and the weighted average of 131,225,351 ordinary shares (2007: 131,804,146 ordinary shares) in issue during the year, calculated as follows:

(i) Profit attributable to ordinary equity shareholders of the Company

		2008 HK\$'000	2007 HK\$'000
	Profit attributable to ordinary equity shareholders – Continuing operations – Discontinued operation	6,852 3,911	87,768 8,949
		10,763	96,717
(ii)	Weighted average number of ordinary shares	2008	2007
	Issued ordinary shares at 1 July Effect of shares repurchased Effect of share options exercised Effect of conversion of convertible notes	128,356,537 (1,390,724) 546,175 3,713,363	133,030,937 (1,226,791) 
	Weighted average number of ordinary shares at 30 June	131,225,351	131,804,146

#### Diluted earnings per share

The calculation of diluted earnings per share is based on the profit attributable to equity shareholders of the Company from continuing operations and discontinued operation of HK\$6,852,000 and HK\$3,911,000 respectively (2007: HK\$94,954,000 and HK\$8,949,000) and the weighted average number of ordinary shares of 131,642,634 shares (2007: 179,749,351 shares), calculated as follows:

(i) Profit attributable to ordinary equity shareholders of the Company (diluted)

		2008 HK\$'000	2007 HK\$'000
	Continuing operations		
	Profit attributable to ordinary equity shareholders	6,852	87,768
	After tax effect of effective interest on the liability component of convertible notes		7,186
	Profit attributable to ordinary equity shareholders (diluted)	6,852	94,954
	Discontinued operation		
	Profit attributable to ordinary equity shareholders	3,911	8,949
(ii)	Weighted average number of ordinary shares (diluted)		
		2008	2007
	Weighted average number of ordinary shares at 30 June	131,225,351	131,804,146
	Effect of deemed issue of shares under the Company's share option scheme for nil consideration ( <i>note 1</i> )	417,283	_
	Effect of conversion of convertible notes ( <i>note 2</i> )		47,945,205
	Weighted average number of ordinary shares (diluted) at 30 June	131,642,634	179,749,351

#### Notes:

- 1 The share options had no diluting effect on the basic earnings per share for prior year as the exercise price of the Company's outstanding share options was higher than the average market price of the Company's ordinary shares during prior year.
- 2 The convertible notes had no diluting effect on the basic earnings per share for the current year.

#### 6. TRADE RECEIVABLES

The Group usually grants credit periods ranging from one to three months. Each customer has a credit limit and overdue balances are regularly reviewed by management. In view of the aforementioned and the fact that the Group's trade receivables relate to a large number of diversified customers, the concentration of credit risk is not considered significant. Trade receivables are non-interest-bearing. The carrying amounts of the trade receivables approximate their fair values. The ageing analysis of trade receivables (net of allowance for doubtful debts) as of the balance sheet date is as follows:

	The Group	
	2008	2007
	HK\$'000	HK\$'000
Current to 3 months	21,357	12,325
Within 4 to 6 months	3,900	1,125
Over 6 months	1,788	
	27,045	13,450

#### 7. TRADE PAYABLES

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

	The Group	
	2008	2007
	HK\$'000	HK\$'000
Current to 3 months	63,275	42,534
Within 4 to 6 months	193	500
Within 7 to 12 months	1,509	109
Over one year	3,632	3,803
	68,609	46,946

## DIVIDEND

No interim dividend was declared (2007: Nil) during the year. The Directors do not recommend payment of a final dividend for the year ended 30 June 2008 (2007: Nil). On 26 August 2008, a special dividend of HK\$0.10 per share, amounting to a total of HK\$18,327,399, was declared by the Board and has been paid to the shareholders of the Company whose names appeared on the register of members of the Company at close of business on 11 September 2008.

## PURCHASE, REDEMPTION OR SALE OF SHARES

During the financial year ended 30 June 2008, the Company repurchased its shares on the Stock Exchange. The Directors consider that such repurchases were made in the best interest of the shareholders of the Company who retain their investments in the Company. Details of such share repurchase are set out below:

Month/Year	Number of shares repurchased	Highest price per share <i>HK\$</i>	Lowest price per share <i>HK\$</i>	Aggregated consideration (excluding transaction costs) <i>HK\$</i>
July 2007	628,000	3.40	3.24	2,064,020
August 2007	615,000	3.30	2.90	1,937,770
September 2007	270,000	3.00	2.92	801,930
February 2008	90,000	4.00	3.88	351,660
Total:	1,603,000			5,155,380

The shares repurchased during the year were cancelled upon repurchase and accordingly, the issued share capital of the Company was diminished by the nominal value thereof. The premium payable on repurchase was charged against the share premium account of the Company.

## **COMPLIANCE WITH MODEL CODE**

The Company has adopted the Model Code for Securities Transactions by Directors of the Listed Issuers (the "Model Code") as set out in Appendix 10 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") as its code of conduct regarding directors' securities transactions. The Company made specific enquiry of all Directors regarding any non-compliance with the Model Code and all Directors confirmed that they have complied with the required standard setout in the Model Code during the financial year ended 30 June 2008.

### COMPLIANCE WITH THE CODE ON CORPORATE GOVERNANCE PRACTICES

The Board recognises the importance of good corporate governance to maintain the Group's competitiveness and lead to its healthy growth. The Company has taken steps not only to comply with code provisions as set out in The Code on Corporate Governance Practices (the "CG Code") as set out in Appendix 14 of the Listing Rules but also to aim at enhancing the corporate governance practices of the Group as a whole.

For the financial year ended 30 June 2008, the Company has complied with the code provisions of the CG Code except for deviations from the code provisions A.2.1, A.3, A.4.1 and B.1.1 of the CG Code as summarized below:

- (a) Pursuant to code provision A.2.1 of the CG Code, the roles of chairman and chief executive officer ("CEO") should be separated and should not be performed by the same individual. The division of responsibilities between the chairman and CEO should be clearly established and set out in writing. The Company at present does not have any officer with the title of CEO. Due to the redesignation of Mr. Phoon Chiong Kit from executive Director to non-executive Director with effect from 21 December 2007, Mr. Wu Kebo, the chairman and executive Director, was appointed as the acting managing Director with effect from 21 December 2007. The Board considers that as Mr. Wu Kebo has experience in acting in a leading and managing role in media and entertainment businesses, it is in the interests of the Company for Mr. Wu Kebo to act as the acting managing Director pending the appointment of a new managing Director to ensure continuity. The Board has taken active steps to identify a suitable individual with appropriate qualifications to act as the CEO of the Company and is still in the process of identifying such individual.
- (b) Pursuant to note 1 to code provision A.3 of the CG Code and as required under Rule 3.10 of the Listing Rules, every board of directors of a listed issuer must include at least 3 independent non-executive directors. Due to the resignation of Mr. Paul Ma Kah Woh as an independent non-executive Director on 24 December 2007, the total number of independent non-executive Directors fell below the minimum number as required under Rule 3.10 of the Listing Rules. Subsequently, Mr. Leung Man Kit was appointed by the Board as an independent non-executive Director with effect from 11 February 2008 such that the requirement as to the minimum number of independent non-executive Directors as required under note 1 to code provision A.3 of the CG Code and Rule 3.10 of the Listing Rules had been fulfilled.
- (c) Pursuant to code provision A.4.1 of the CG Code, non-executive directors of a listed issuer should be appointed for a specific term and subject to re-election. All non-executive Directors were not appointed for a specific term but are subject to the requirement of retirement by rotation and re-election at least once every three years at the annual general meetings of the Company in accordance with the relevant provisions of the Company's Bye-laws, accomplishing the same purpose as being appointed for a specific term.

(d) Pursuant to code provision B.1.1 of the CG Code, a majority of the members of the remuneration committee of a listed issuer should be independent non-executive directors. The remuneration committee of the Company currently comprises one executive Director, one non-executive Director and two independent non-executive Directors. During the year, due to the resignation of Mr. Paul Ma Kah Woh and Mr. Frank Lin as independent non-executive Directors and members of the remuneration committee of the Company (the "Remuneration Committee"), the requirement in relation to the composition of the remuneration committee under code provision B.1.1 of the CG Code has not been fulfilled. The Board is in the process of identifying suitable candidates to act as the independent non-executive Director of the Company.

As such, the Company considers that sufficient measures have been taken to ensure that the Company's corporate governance practices are no less exacting than those in the code provisions of the CG Code.

## Audit Committee

The Audit Committee was established with written terms of reference in accordance with the code provisions of the CG Code. The Audit Committee is delegated by the Board to assess matters related to the financial statements and to perform the duties, including reviewing the Company's financial controls and internal control, financial and accounting policies and practices and the relationship with the external auditor. The Audit Committee comprises three members who are independent non-executive Directors, namely Mr. Leung Man Kit (the chairman), Mr. Huang Shao-Hua, George and Prince Chatrichalerm Yukol.

## **Remuneration Committee**

The Remuneration Committee was established with written terms of reference in accordance with the code provisions of the CG Code. The principal responsibilities of the Remuneration Committee include formulation and making recommendation of remuneration policy and remuneration package of the Directors and members of senior management to the Board. The Remuneration Committee comprises four members, Mr. Eric Norman Kronfeld (the chairman), Mr. Wu Kebo with two independent non-executive Directors, namely Mr. Leung Man Kit and Prince Chatrichalerm Yukol, as members.

## ANNUAL GENERAL MEETING ("AGM")

The 2008 AGM of the Company will be held on Thursday, 20 November 2008 and the Notice of AGM will be published and despatched in the manner as required by the Listing Rules.

On behalf of the Board **Wu Kebo** *Chairman* 

Hong Kong, 16 October 2008

List of all Directors of the Company as of the time issuing this announcement:-

**Chairman and Executive Director:** Mr. Wu Kebo

### **Executive Directors:**

Ms. Winnie Chan Suet Yin Ms. Fiona Chow Sau Fong (also alternate to Mr. Chow Siu Hong) Ms. Wu Keyan (alternate to Mr. Wu Kebo) Ms. Wang Wei

### **Non-executive Directors:**

Mr. Eric Norman Kronfeld Mr. Takashi Araki Mr. Chow Siu Hong Mr. Shen De Min

**Independent Non-executive Directors:** Mr. Leung Man Kit Mr. George Huang Shao-Hua Prince Chatrichalerm Yukol