China Leason Investment Group Co., Limited
中國聯盛投資集團有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8270)

INTERIM RESULTS ANNOUNCEMENT
For the six months ended 30 June 2009

CHARACTERISTICS OF THE GROWTH ENTERPRISE MARKET ("GEM") OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE "EXCHANGE")

GEM has been established as a market designed to accommodate companies to which a high investment risk may be attached. In particular, companies may list on GEM with neither a track record of profitability nor any obligation to forecast future profitability. Furthermore, there may be risks arising out of the emerging nature of companies listed on GEM and the business sectors or countries in which the companies operate. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration. The greater risk profile and other characteristics of GEM mean that it is a market more suited to professional and other sophisticated investors.

Given the emerging nature of companies listed on GEM, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

The principal means of information dissemination on GEM is publication on the internet website operated by the Exchange. Listed companies are not generally required to issue paid announcements in gazetted newspapers. Accordingly, prospective investors should note that they need to have access to the GEM website at www.hkgem.com in order to obtain up-to-date information on GEM-listed issuers.

This announcement, for which the directors (the "Directors") of China Leason Investment Group Co., Limited (the "Company") collectively and individually accept responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Exchange for the purpose of giving information with regard to the Company. The Directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief:- (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

- Turnover of the Company together with its subsidiaries (collectively the "Group") for the quarter ended 30th June 2009 (the "Quarterly Period") and the six months ended 30th June 2009 (the "Interim Period") were approximately RMB8,247,000 and RMB12,304,000 respectively, representing a decrease of approximately 17.5% and 16.2% respectively compared with corresponding periods in the previous financial year.

- The Group realised a loss attributable to shareholders of approximately RMB7,664,000 for the Interim Period.

- Loss per share of the Group was approximately RMB1.24 cents for the Interim Period.

- The Board does not recommend the payment of any dividend for the Interim Period.

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

The unaudited consolidated results of the Group for the Quarterly Period and Interim Period, together with the unaudited comparative figures for the corresponding periods in 2008, respectively were as follows:—

(Unless otherwise stated, all financial figures presented in this interim result announcement report are denominated in Renminbi ("RMB") thousand dollars)

		Quarterly Period		**Interim Period**	
		2009	2008	**2009**	2008
	Notes	***(unaudited)***	*(unaudited)*	***(unaudited)***	*(unaudited)*
Turnover	*2*	**8,247**	9,994	**12,304**	14,676
Cost of sales		**(3,274)**	(6,313)	**(5,198)**	(11,003)
Gross profit		**4,973**	3,681	**7,106**	3,673
Other revenue	*2*	**766**	598	**1,148**	951
Distribution costs		**(333)**	(325)	**(755)**	(1,788)
Administrative expenses and other operating expenses		**(6,929)**	(4,426)	**(14,044)**	(11,950)
Finance cost		**(664)**	(941)	**(1,288)**	(970)
Loss before tax	*3*	**(2,187)**	(1,413)	**(7,833)**	(10,084)
Income Tax	*4*	**169**	(586)	**169**	(586)
Loss for the period		**(2,018)**	(1,999)	**(7,664)**	(10,670)
Other comprehensive income		**—**	—	**—**	—
Total comprehensive expense for the period		**(2,018)**	(1,999)	**(7,664)**	(10,670)
Dividends attributable to the period	*5*	**—**	—	**—**	—
		RMB (cents)	*RMB (cents)*	***RMB (cents)***	*RMB (cents)*
Loss per share — basic	*6*	**(0.33)**	(0.33)	**(1.24)**	(1.78)

CONDENSED CONSOLIDATED STATEMENT OF FINANCE POSITION

	Notes	**30th June 2009 (unaudited)**	31st December 2008 (audited)
Non-current assets			
Property, plant and equipment	7	**151,244**	134,772
Land lease prepayments		**13,983**	13,983
Deposits for acquisition of property, plant and equipment		**7,000**	7,000
Deposits for acquisition of interests in land under operating leases		**—**	1,311
Available-for-sales investment		**4,800**	4,800
Deferred tax assets		**1,171**	1,169
		178,198	163,035
Current assets			
Trading securities		**2,391**	16,071
Inventories		**1,272**	969
Trade and other receivables	8	**40,473**	18,630
Land lease prepayments		**363**	363
Tax recoverable		**164**	692
Bank balances and cash		**35,145**	39,379
		79,808	76,104
Current liabilities			
Trade and other payables	9	**91,333**	74,090
Deferred income		**3,713**	3,713
Income tax payable		**494**	1,206
Interest-bearing bank borrowings		**50,000**	40,000
		145,540	119,009
Net current (liabilities)		**(65,732)**	(42,905)
Total assets less current liabilities		**112,466**	120,130
NET ASSETS		**112,466**	120,130
CAPITAL AND RESERVES			
Share capital	10	**6,399**	6,399
Reserves		**106,067**	113,731
Total equity attributable to shareholders of the Company		**112,466**	120,130

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	For the six-months ended 30th June	
	2009	2008
	(unaudited)	*(unaudited)*
CASH INFLOW/(OUTFLOW) FROM OPERATING ACTIVITIES	**11,712**	(68,308)
CASH (OUTFLOW) FROM INVESTING ACTIVITIES	**(15,946)**	(7,417)
CASH INFLOW FROM FINANCING ACTIVITIES	**—**	47,700
NET (DECREASE) IN CASH AND BANK BALANCES	**(4,234)**	(28,025)
CASH AND BANK BALANCES AT 1ST JANUARY	**39,379**	43,811
CASH AND BANK BALANCES AT 30TH JUNE	**35,145**	15,786

UNAUDITED CONDENSE CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

2009 *(Unaudited)*	**Issued Share Capital**	**Share Premium**	**Merger Reserve**	**General Reserve Fund**	**Translation reserve**	**Retained Profit/ (Accumulated Loss)**	**Total**
As at 1st January	**6,399**	**147,878**	**(2,351)**	**5,351**	**(935)**	**(36,212)**	**120,130**
Net loss for the period and total comprehensive expense for the period	**—**	**—**	**—**	**—**	**—**	**(7,664)**	**(7,664)**
As at 30th June	**6,399**	**147,878**	**(2,351)**	**5,351**	**(935)**	**(43,876)**	**112,466**

2008 *(Unaudited)*	Issued Share Capital	Share Premium	Merger Reserve	General Reserve Fund	Translation reserve	Retained Profit/ (Accumulated Loss)	Total
As at 1st January	5,922	100,835	(2,351)	5,351	(471)	(2,627)	106,659
Net loss for the period	—	—	—	—	—	(10,670)	(10,670)
Exchange differences on translation of financial statements of foreign entities	—	—	—	—	(396)	—	(396)
Issue of new shares	477	47,223	—	—	—	—	47,700
As at 30th June	6,399	148,058	(2,351)	5,351	(867)	(13,297)	143,293

NOTES:

1. Basis of Presentation of Financial Statements

The unaudited accounts have been prepared in accordance with accounting principles generally accepted in Hong Kong and comply with accounting standards issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"). They are prepared under the historical cost convention.

The unaudited consolidated results for the six months ended 30th June 2009 have not been audited by the Company's auditors, but have been reviewed by the Company's audit committee.

The accounting policies and basis of preparation used in the preparation of the unaudited consolidated results for the six months ended 30th June 2009 are consistent with those used in the Company's annual financial statements for the year ended 31st December 2008.

The Group principally operates in the People's Republic of China (the "PRC") with its business activities principally transacted in RMB, the results of the Group are therefore prepared in RMB.

2. Turnover and Other Revenue

The Company is an investment holding company. The principal activities of the Group are development of computer software, resale of hardware, provision of system integration and maintenance and the development and sale of natural gas and the liquefied coalbed gas business.

Turnover represents the sales value of goods supplied and services provided to customers, which excludes value-added and business taxes, and is after deduction of any goods returns and trade discounts.

An analysis of the Group's unaudited turnover and other revenue is as follows:

(denominated in RMB thousand dollars)

	Quarterly Period		**Interim Period**	
	2009	2008	**2009**	2008
	(unaudited)	*(unaudited)*	***(unaudited)***	*(unaudited)*
Turnover				
Sales of software	**6,165**	3,901	**7,904**	6,431
Sales of hardware	**1,107**	3,895	**2,441**	5,680
Maintenance and other services fees	**975**	2,198	**1,959**	2,565
	8,247	9,994	**12,304**	14,676
Other revenue				
Value added tax refunds	**619**	598	**808**	933
Others	**110**	—	**268**	5
Interest income	**37**	—	**72**	13
	766	598	**1,148**	951

3. Loss Before Tax

Loss before tax was arrived at after charging and (crediting):

	Quarterly Period		Interim Period	
	2009	2008	**2009**	2008
	(unaudited)	*(unaudited)*	***(unaudited)***	*(unaudited)*
Cost of inventories sold and services rendered	**3,274**	6,313	**5,198**	11,003
Staff cost (including Directors' remuneration)	**6,652**	3,058	**10,434**	9,327
Depreciation	**393**	410	**783**	899

4. Income Tax

(a) Hong Kong profits tax

No provision for Hong Kong profits tax has been made as the Group did not derived any income subject to Hong Kong profits tax during the Interim Period.

(b) Overseas income tax

Taxes on incomes assessable elsewhere were provided for in accordance with the applicable tax legislations, rules and regulations prevailing in the territories in which the Group operates.

There was no significant unprovided deferred taxation for the Quarterly Period and Interim Period.

5. Dividend

The Board does not recommend payment of any interim dividend for the Interim Period (six-month ended 30th June 2008: nil).

6. Loss Per Share

The calculation of basic loss per share for the Quarterly Period and Interim Period were based on the respective unaudited data as follows:

	Quarterly Period		Interim Period	
	2009	2008	**2009**	2008
	(unaudited)	*(unaudited)*	***(unaudited)***	*(unaudited)*
Loss attributable to shareholders	**(2,018)**	(1,999)	**(7,664)**	(10,670)
	Shares ('000)	*Shares ('000)*	***Shares ('000)***	*Shares ('000)*
Weighted average number of ordinary share for the purposes of calculating basic earnings per share	**620,600**	598,222	**620,600**	598,222

No dilutive earnings per share was presented because there were no dilutive potential ordinary shares in existence during the quarters and six months ended 30th June 2009 and 2008 respectively.

7. Additions to property, plant and equipment

During the Interim Period, the Group invested approximately RMB15,946,000 (2008: RMB7,417,000) on the acquisition of property, plant and equipment.

8. Trade and other receivable

The Group's trade receivable relates to sales of goods to third party customers. The Group performs ongoing credit evaluations of its customers' financial condition and generally does not require collateral on trade receivables.

The Group's trade and other receivables are as follows:

	30th June 2009 *(unaudited)*	31st December 2008 *(audited)*
Trade receivables	**2,307**	3,029
Prepayments and other receivables	**38,111**	15,546
Due from a securities broker firm	**55**	55
	40,473	18,630

The following is an aged analysis of trade receivables

	30th June 2009 *(unaudited)*	31st December 2008 *(audited)*
Within 3 months	**2,307**	3,029
More than 3 months but less than 6 months	**—**	—
More than 6 months but less than 12 months	**—**	—
More than 12 months	**—**	—
	2,307	3,029
Less: Impairment loss for bad and doubtful debts	**—**	—
	2,307	3,029

9. Trade and other payables

	30th June 2009 *(unaudited)*	31st December 2008 *(audited)*
Trade payables	**49**	858
Amount due to directors *(note (a))*	**31,543**	22,037
Deposits received from customers	**37,912**	30,450
Employees welfare payable	**1,392**	998
Accrued expenses and other payable	**20,437**	19,234
Other tax payables	**—**	513
	91,333	74,090

Included in trade and other payables are trade payable with the following aged analysis:

	30th June 2009 *(unaudited)*	31st December 2008 *(audited)*
After 1 month but less than 3 months	**49**	858
After 6 months but less than 12 months	**—**	—
After 12 months	**—**	—
	49	858

Note:

(a) The amounts are unsecured, repayable on demand and interest free except the amount due to the director Wang Zhong Sheng of RMB11,509,000 is interest bearing at 10% per annum.

10. Share capital

	30th June 2009 *(unaudited)*		31st December 2008 *(audited)*	
	Number of shares *'000*	**Total nominal value** *RMB'000*	Number of shares *'000*	Total nominal value *RMB'000*
Authorized	**5,000,000**	**53,000**	5,000,000	53,000
Issued and fully paid				
At 1st January ordinary shares of HK$0.01 each	**620,600**	**6,399**	567,600	5,922
Issue of new shares	**—**	**—**	53,000	477
At 30th June	**620,600**	**6,399**	620,600	6,399

11. Segment information

(a) Business segments

For management purposes, the Group is currently organised into four operating divisions, namely, software sales, hardware sales and provision for maintenance and other services. These divisions are the basis on which the Group reports its primary segment information.

(i) Segment information about these businesses for the Interim Period is presented below:

Income statement

	Software sales *(unaudited)*	**Hardware sales** *(unaudited)*	**Provision for maintenance and other services** *(unaudited)*	**Consolidated** *(unaudited)*
Turnover	**7,904**	**2,441**	**1,959**	**12,304**
Segment result	**5,446**	**(954)**	**1,805**	**6,297**
Unallocated corporate expenses				**(12,914)**
Net interest income				**72**
Finance cost				**(1,288)**
(Loss) before taxation				**(7,833)**
Taxation				**169**
Net (loss) after taxation				**(7,664)**

No business segment information for the assets, liabilities, capital contributions, depreciation and other non-cash expenses of the Group is shown as all the assets and liabilities are shared by the business segments and cannot be separately allocated.

(ii) Segment information about these businesses for the six-month ended 30th June 2008 is presented below:

Income statement

	Software sales *(unaudited)*	Hardware sales *(unaudited)*	Provision for maintenance and other services *(unaudited)*	Consolidated *(unaudited)*
Turnover	6,431	5,680	2,565	14,676
Segment result	1,812	161	848	2,821
Unallocated corporate expenses				(11,948)
Net interest income				13
Finance cost				(970)
(Loss) before taxation				(10,084)
Taxation				(586)
Net (loss) after taxation				(10,670)

(b) Geographicals segments

No geographical segments information of the Group is shown as the operating business of the Group is solely carried out in the PRC and the Group's assets are substantially located in the PRC.

12. Charges on group assets

As at 30th June 2009, the Group did not have any secured bank borrowings which were secured by legal charges on property, plant and equipment (2008: Nil).

13. Commitments

At 30th June 2009, the total future minimum lease payments under operating leases are payable as follows:

	30th June 2009 ***(unaudited)***	31st December 2008 *(audited)*
Within 1 year	**111**	240
After 1 year but within 5 years	**—**	—
	111	240

The Group leases a number of properties under operating leases. The leases typically run for an initial period of one to four years, with an option to renew the lease when all terms are renegotiated. Lease payments are usually increased annually to reflect market rentals. None of the leases includes contingent rentals.

At the balance sheet date, the Group had the following capital commitments:

	30th June 2009 ***(unaudited)***	31st December 2008 *(audited)*
Capital expenditure in respect of acquisition of property, plant and equipment:		
— contracted but not provided for in the financial statements	**83,774**	99,187

14. Contingent Liabilities

As at 30th June 2009, the Group did not have any material unprovided contingent liabilities.

MANAGEMENT DISCUSSION AND ANALYSIS

Financial Review

The Group recorded a consolidated turnover of approximately RMB12,304,000 for the Interim Period, representing a decrease of approximately 16.2% compared with the corresponding period last year. The decrease was mainly attributable to:

— In the mean time, bold and resolute reforms were taken by various securities companies against their internal IT systems which affected the products market of the Group. The marketing strategies of the products of the Group were also substantially modified and improved with the market. Also, the first half of the year has been a dull season of the software (for the securities and financial sector) industry in which the Group is operating as proved by the overall industry's past performance. Influenced by this industry seasonal factor and market competition between players, the Group saw its development pace slowed down for adjustment:

Loss attributable to shareholders for the Interim Period was approximately RMB7,664,000, representing a decrease of approximately 28.2% compared with the corresponding period last year.

The decrease was mainly due to:

— Even thought the turnover was decreased by 16.2%, the gross profit was increased by RMB3,433,000 which reduced the loss attributable to Shareholders for the interim period. The increased in the profit margin mainly due to the successful implementation of E-SIM 6.0 System. The mature of the system saved a lot of research and development cost which reduced the cost of sales.

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

As at 30th June 2009, the Group had net assets of approximately RMB112,466,000, including cash, bank and deposit balances of approximately RMB35,145,000. To minimise financial risks, the Group implements stringent financial and risk management strategies and avoids the use of highly-geared financing arrangements. The Group's gearing ratio, calculated by the Group's total external borrowings divided by its shareholders' fund, was approximately 44.5%.

Taking into consideration of the existing financial resources available to the Group, it is anticipated that the Group will have adequate financial resources.

EMPLOYEES

As at 30th June 2009, the Group has an aggregate of 262 employees, of which 153 are research and development staff, 47 are engineering and customer service staff, 49 administrative staff and 13 marketing staff. During the Interim Period, the staff costs (including directors' remuneration) was approximately RMB10,434,000 (corresponding period of 2008: approximately RMB9,327,000).

The salary and bonus policy of the Group is principally determined by the performance of the individual employee. The Group will on an ongoing basis, provides opportunity for professional development and training to its employees.

RISK IN FOREIGN EXCHANGE

The revenue and expenses of the Group were denominated in Renminbi. The Directors consider that the Group's risk in foreign exchange is insignificant.

MATERIAL ACQUISITION AND DISPOSAL

On 4th May 2009, the Group has executed an Acquisition Agreement in respect of proposed acquisition of a liquefied coalbed gas distribution and sale company in Guangxi Beliu. This proposed acquisition obtained the consent of the shareholders in the extraordinary general meeting. The acquisition is completed on 3rd July 2009. The Group did not have any material disposal during the Review Period.

BUSINESS REVIEW

Software Business

During the first half in 2009, the PRC securities drops significantly which create a decrease of turnover.

Liquefied Coalbed Gas Business

During the period, one of the Group's plants to develop liquefied coalbed gas business has its construction and final test completed. The formal production commenced at the end of June and sales start at July 09.

OUTLOOK

The Group is currently one of the predominant software solution providers of security community in PRC, the Group is optimistic on its software business. During the accounting period, although the market was affected by the negative psychological influence of investors that have worried about the resumption of IPO, as the policies and ordinances such as "Implementation Measure for The Transfer of Part of The State-owned Shares to The Social Security Fund in Domestic Securities Market" (《境內證券市場轉持部分國有股充實全國社會保障基金實施辦法》) was officially announced, China Securities Regulatory Commission issued the "Provisional Measures on Second Board Investors for Appropriate Management (Draft for Comments)" (《創業板市場投資適當性管理暫行規定(徵求意見稿)》) and both the "Implementation Measures on the Management Appropriateness of the Second Board Investors" (《創業板市場投資者適當性管理實施辦法》) enacted by Shenzhen Stock Exchange and the "Risk Disclosure Statement of the Investment on Second Board Market (Mandatory Provisions)" (《創業板市場投資風險揭示書(必備條款)》) were opened to public for comments, the principle that all investors shall be entitled to participate into the investment of the Second Market was further emphasized. The above measures fully demonstrated the intention of the government officials to support the market and therefore the market remained in good shape. As one of the Group's plants to develop liquefied coalbed gas business has started its production, this business will bring a long-term and steady revenue for the Group. On the other hand, with the increasing domestic demands for fuel and energy in the PRC, It is believed that our new liquefied coalbed gas business will serve as the drive for the Group's profit growth in the 2nd half year.

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS OR SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30th June 2009, the interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) as recorded in the register required to be kept by the Company under section 352 of the SFO or as otherwise notified to the Company and the Exchange pursuant to the required standard of dealings by directors of listed issuers as referred to in Rule 5.46 of the GEM Listing Rules were as follows:

(a) Long positions in shares, underlying shares and debentures of the Company

Name	Capacity	Nature of Interest	Number of shares/ underlying shares	Approximate % of shareholdings
Mr. Wang Zhong Sheng	Interest of controlled corporation	Corporate interest	332,790,000 *(Note 1)*	53.6%
Mr. Wang Zhong Sheng	Beneficial owner	Personal	5,000,000	0.8%

Notes:

1. Such shares are owned by Jumbo Lane Investments Limited.

   Mr. Wang Zhong Sheng owns 91.6% interest in the issued share capital of Jumbo Lane Investments Limited and he is taken to be interested in the shares owned by Jumbo Lane Investments Limited pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

(b) Associated corporations — interests in shares

Director	Name of associated corporation	Nature of Interest	Percentage of interests in the registered capital of the associated corporation
Mr. Wang Zhong Shen	Jumbo Lane Investments Limited *(Note 1)*	Personal	91.6%
Mr. Shi Liang	Jumbo Lane Investments Limited	Personal	3.9%
Mr. Kwok Shum Tim	Jumbo Lane Investments Limited	Personal	3.6%

Notes:

1. Jumbo Lane Investments Limited is a holding Company of the Group, owns 53.6% of the shareholding of the Group. Mr. Wang Zhong Sheng owns 91.6% interest in the issued share capital of Jumbo Lane Investments Limited. Mr. Shi Liang and Mr. Kwok Shun Tim each own 3.9% and 3.6%, respectively in the issued share capital of Jumbo Lane Investments Limited.

Save as disclosed above, as at 30th June 2009, none of the Directors or chief executive of the Company had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which were otherwise required, pursuant to the required standard of dealings by directors of listed issuers as referred to in Rule 5.46 of the GEM Listing Rules, to be notified to the Company and the Exchange. The Group had not issued any debentures during the year.

SUBSTANTIAL SHAREHOLDERS AND PERSONS WITH DISCLOSEABLE INTEREST AND SHORT POSITION IN SHARES AND OPTIONS UNDER SFO

As at 30th June 2009, the following persons (other than the Directors or chief executive of the Company as disclosed above) had an interest or short positions in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company under section 336 of the SFO:

Long positions in shares

Name	Number of Shares	Nature of Interest	Percentage of shareholding
Jumbo Lane Investments Limited	332,790,000	Beneficial owner	53.6%
Mr. Wang Zhong Sheng *(Note 1)*	332,790,000	Interest of controlled corporation	53.6%
Mr. Wang Zhong Sheng	5,000,000	Personal	0.8%
Ms. Zhao Xin *(Note 2)*	332,790,000	Interest of spouse	53.6%
Ms. Zhao Xin	5,000,000	Interest of spouse	0.8%

Notes:

1. Such Shares represent the same parcel of Shares owned by Jumbo Lane Investments Limited. Mr. Wang Zhong Sheng is the beneficial owner of the 91.6% of the total issued share capital of Jumbo Lane Investments Limited. Mr. Wang is taken to be interested in the Shares owned by Jumbo Lane Investments Limited pursuant to the SFO.

2. Ms. Zhao Xin (the spouse of Mr. Wang Zhong Sheng) is deemed to be interested in her spouse's interest in the Company which represent the same parcel of Shares held by Jumbo Lane Investments Limited pursuant to the SFO.

   Save as disclosed above, as at 30th June 2009 no other person (other than the Directors or chief executive of the Company) had an interest or short positions in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

Save as disclosed above, no share options had been granted, cancelled, lapsed or exercised during the period.

COMPETING INTERESTS

None of the Directors or the management shareholders of the Company or any of their respective associates (as defined in the GEM Listing Rules) had an interest in a business which causes or may cause any significant competition with the business of the Group.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SHARES

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

AUDIT COMMITTEE

The Company established an audit committee with written terms of reference in compliance with the GEM Listing Rules on 28th July 2003. The primary duties of the audit committee are, among others, to review and oversee the financial reporting principles and practices adopted as well as internal control procedures and issues of the Group. It also reviews quarterly, interim and the final results of the Group prior to recommending the same to the Board for consideration.

The audit committee, comprising of the three independent non-executive Directors, namely Mr. Luo Wei Kun, Mr. Yan Chang Ming and Ms. Pang Yuk Fong (Chairman).

During the Interim Period, the audit committee has held two meetings. The Group's unaudited consolidated results for the Interim Period have been reviewed and commented by the audit committee members.

In order to maintain a high quality of Corporate Governance, the Group employed a Qualified Accountant in current quarter and will still employ a Qualified Accountant in the coming years. The Audit Committee also concluded that the Group has employed sufficient staff for the propose of accounting, financial and internal control.

CORPORATE GOVERNANCE

During the Interim Period, the Group has complied with the code provisions in the Code of Corporate Governance Practices set out in Appendix of the GEM Listing Rules ("HKSE Code").

Under the Code Provision A.2.1 of the HKSE Code, the roles of chairman and CEO should be separate and should not be performed by the same individual. Currently, Mr. Shi Liang is holding the title of CEO. Mr. Wang Zhong Sheng is the Chairman of the Board. The Board meets regularly to consider major matters affecting the business and operations of the Group. The Board considers that this structure will balance the power and authority between the Board and management and believes that this structure enables the Group to make and implement decision promptly and efficiently.

Under Code Provision A.4.1 of the HKSE Code, non-executive directors should be appointed for specific terms, subject to re-election, Currently, the Non-executive Directors and the Independent Non-executive Directors have no set term of office but are subject to retirement by rotation at annual general meetings of the Company in accordance with the Company's Articles of Association. The Board considers the current arrangement will allow flexibility to the Board in terms of appointment of Directors.

The Company has adopted a code of conduct regarding securities dealings by Directors as set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Having made specified enquiry of all Directors, the Company was not aware of any non-compliance with such code of conduct during the Interim Period.

The Company has received from each of the independent non-executive Directors a confirmation of their independence pursuant to Rule 5.09 of the GEM Listing Rules. The Company considers all of its independent non-executive Directors are independent.

By order of the Board
China Leason Investment Group Co., Limited
Wong Zhong Sheng
Chairperson

China, 12 August 2009

As at the date hereof, the executive Directors are Mr. Wang Zhong Sheng and Mr. Shi Liang; the non-executive Directors are Mr. Kwok Shun Tim and Mr. Ye Jingxin and the independent non-executive Directors are Mr. Yan Chang Ming, Mr. Luo Wei Kun and Ms. Pang Yuk Fong.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all materials respects and not misleading: (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the "Latest Company Announcements" page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting.