中國基礎資源控股有限公司

CHINA PRIMARY RESOURCES HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8117)

ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 DECEMBER 2011

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

GEM has been positioned as a market designed to accommodate companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. 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.

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This announcement, for which the directors (the "Directors") of CHINA PRIMARY RESOURCES HOLDINGS LIMITED (the "Company") collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (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 the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

HIGHLIGHTS

Turnover was approximately HK$89,699,000 for the year ended 31 December 2011 (2010: approximately HK$157,651,000), representing a decrease of approximately 43.1%.

Loss attributable to owners of the Company amounted to approximately HK$50,994,000 (2010: loss approximately HK$57,170,000).

The Board do not recommend the payment of any dividend for the year ended 31 December 2011 (2010: Nil).

AUDITED RESULTS

The board of directors (the "Board") of China Primary Resources Holdings Limited (the "Company") announces the audited consolidated results of the Company and its subsidiaries (collectively referred to as the "Group") for the year ended 31 December 2011 together with the comparative figures for the previous year as follows:

CONSOLIDATED INCOME STATEMENT

For the year ended 31 December 2011

	Notes	**2011** *HK$'000*	2010 *HK$'000*
Continuing operations			
Turnover	5	**89,699**	157,651
Other income and gain	6	**198**	159
Cost of inventories sold		**(90,405)**	(137,752)
Staff costs, including directors' remuneration	13	**(7,584)**	(8,000)
Depreciation		**(5,026)**	(3,242)
Amortisation of land use rights		**(757)**	(723)
Impairment loss on trade and bills receivables	16	**(3,293)**	–
Impairment loss on prepayments	14	**(18,294)**	–
Other operating expenses		**(14,632)**	(20,499)
Finance costs	7	**(900)**	(22,416)
Loss before income tax	8(a)	**(50,994)**	(34,822)
Income tax credit	9(a)	**–**	821
Loss for the year from continuing operations		**(50,994)**	(34,001)
Discontinued operations			
Loss for the year from discontinued operations	8(b)	**–**	(24,761)
Loss for the year		**(50,994)**	(58,762)
Loss attributable to:			
Owners of the Company		**(50,994)**	(57,170)
Non-controlling interests		**–**	(1,592)
		(50,994)	(58,762)
Basic and diluted loss per share from continuing and discontinued operations (HK$)	12	**(0.021)**	(0.042)
from continuing operations (HK$)	12	**(0.021)**	(0.025)

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2011

	2011	2010
	HK$'000	*HK$'000*
Loss for the year	**(50,994)**	(58,762)
Other comprehensive income:		
Exchange differences on translation of foreign operations	**17,159**	19,675
Reclassification of translation differences upon disposal of available-for-sale investments	**–**	(152,326)
Other comprehensive income for the year	**17,159**	(132,651)
Total comprehensive income for the year	**(33,835)**	(191,413)
Total comprehensive income for the year attributable to:		
Owners of the Company	**(33,835)**	(192,061)
Non-controlling interests	**–**	648
	(33,835)	(191,413)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2011

	Notes	2011 HK$'000	2010 HK$'000
Non-current assets			
Property, plant and equipment		**158,994**	154,720
Land use rights		**32,028**	31,330
Available-for-sale investment		**3,896**	–
Deposits paid	14	**–**	8,233
Total non-current assets		**194,918**	194,283
Current assets			
Inventories	15	**23,281**	24,466
Trade and bills receivables	16	**74,433**	53,517
Other receivables, deposits and prepayments	14	**124,589**	236,168
Tax recoverable		**298**	–
Cash and cash equivalents		**31,539**	45,930
		254,140	360,081
Assets classified as held for sale		**207,612**	207,612
Total current assets		**461,752**	567,693
Total assets		**656,670**	761,976
Current liabilities			
Trade payables	17	**13,022**	5,024
Other payables and accruals		**11,692**	13,463
Convertible bonds		**246,250**	246,250
Bank borrowings		**–**	77,698
		270,964	342,435
Liabilities associated with assets classified as held for sale		**29,510**	29,510
Total current liabilities		**300,474**	371,945
Net current assets		**161,278**	195,748
Total assets less current liabilities		**356,196**	390,031

	Notes	**2011**	2010
		HK$'000	*HK$'000*
Non-current liabilities			
Deferred tax liabilities		**19**	19
Total non-current liabilities		**19**	19
Total liabilities		**300,493**	371,964
NET ASSETS		**356,177**	390,012
Equity			
Share capital		**30,180**	30,180
Reserves		**292,092**	325,927
Equity attributable to owners of the Company		**322,272**	356,107
Non-controlling interests		**33,905**	33,905
TOTAL EQUITY		**356,177**	390,012

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2011

	Equity attributable to owners of the Company									
	Share capital	Share premium account	Convertible bonds reserve	Employee compensation reserve	Statutory surplus reserve	Convertible preferred shares reserve	Exchange translation reserve	Accumulated losses	Non-controlling interests	Total equity
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*
Balance at 1 January 2010	15,370	365,726	17,922	38,031	5,110	753,639	188,018	(1,008,890)	33,257	408,183
Loss for the year	–	–	–	–	–	–	–	(57,170)	(1,592)	(58,762)
Other comprehensive income	–	–	–	–	–	–	(134,891)	–	2,240	(132,651)
Total comprehensive income	–	–	–	–	–	–	(134,891)	(57,170)	648	(191,413)
Open offer of shares	7,685	41,499	–	–	–	–	–	–	–	49,184
Share issue expenses in relation to the open offer of shares	–	(2,136)	–	–	–	–	–	–	–	(2,136)
Subscription of shares	7,125	38,475	–	–	–	–	–	–	–	45,600
Lapse of share options	–	–	–	(4,413)	–	–	–	4,413	–	–
Repurchase and cancellation of convertible preferred shares	–	–	–	–	–	(753,639)	–	834,233	–	80,594
Balance at 31 December 2010 and at 1 January 2011	**30,180**	**443,564**	**17,922**	**33,618**	**5,110**	**-**	**53,127**	**(227,414)**	**33,905**	**390,012**
Loss for the year	–	–	–	–	–	–	–	(50,994)	–	(50,994)
Other comprehensive income	–	–	–	–	–	–	17,159	–	–	17,159
Total comprehensive income	–	–	–	–	–	–	17,159	(50,994)	–	(33,835)
Lapse of share options	–	–	–	(33,618)	–	–	–	33,618	–	–
Balance at 31 December 2011	**30,180**	**443,564**	**17,922**	**-**	**5,110**	**-**	**70,286**	**(244,790)**	**33,905**	**356,177**

NOTES TO THE FINANCIAL STATEMENTS

1. ORGANISATION AND OPERATIONS

The Company is a limited liability company incorporated in the Cayman Islands, as an exempted company under the Companies Law (2001 Revision) of the Cayman Islands on 5 September 2001. The address of its registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands and its principal place of business is in Hong Kong. The Company's shares are listed on the GEM of the Stock Exchange.

The principal activity of the Company is investment holding. The Group engages in the manufacture and sale of Polyethylene ("PE")/Fibre Glass Reinforced Plastic ("FRP") pipes and mining businesses that operates primarily in the markets of the People's Republic of China (the "PRC") and the independent sovereign state of Mongolia ("Mongolia"). As set out in Note 8(b), the Group is in the process of disposing of this mining business to the holder of the Company's Convertible Bonds.

2. ADOPTION OF HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs")

(a) Adoption of new/revised HKFRSs – effective 1 January 2011

The Group has adopted the following new/revised HKFRSs issued by the Hong Kong Institute of Certified Public Accountants that are relevant to its operations and effective for the current accounting period.

HKFRSs (Amendments)	Improvements to HKFRSs 2010
Amendments to HKAS 32	Classification of Rights Issues
Amendments to HK(IFRIC) – Interpretation 14	Prepayments of a Minimum Funding Requirement
HK(IFRIC) – Interpretation 19	Extinguishing Financial Liabilities with Equity Instruments
HKAS 24 (Revised)	Related Party Disclosures

Except as explained below, the adoption of these new/revised standards and interpretations has no significant impact on the Group's financial statements.

HKAS 24 (Revised) – Related Party Disclosures

HKAS 24 (Revised) amends the definition of related party and clarifies its meaning. This may result in changes to those parties who are identified as being related parties of the reporting entity. The Group has reassessed the identification of its related parties in accordance with the revised definition and concluded that the revised definition does not have any material impact on the Group's related party disclosures in the current and previous years.

HKAS 24 (Revised) also introduces simplified disclosure requirements applicable to related party transactions where the Group and the counterparty are under the common control, joint control or significant influence of a government, government agency or similar body. These new disclosures are not relevant to the Group because the Group is not a government related entity.

(b) New/revised HKFRSs that have been issued but are not yet effective

The following new/revised HKFRSs, potentially relevant to the Group's financial statements, have been issued, but are not yet effective and have not been early adopted by the Group:

Amendments to HKFRS 7	Disclosures – Transfers of Financial Assets[1]
Amendments to HKFRS 7	Disclosures – Offsetting Financial Assets and Financial Liabilities[3]
Amendments to HKAS 1 (Revised)	Presentation of Items of Other Comprehensive Income[2]
Amendments to HKAS 32	Presentation – Offsetting Financial Assets and Financial Liabilities[4]
HKFRS 9	Financial Instruments[5]
HKFRS 10	Consolidated Financial Statements[3]
HKFRS 12	Disclosure of Interests in Other Entities[3]
HKFRS 13	Fair Value Measurement[3]
HKAS 27 (2011)	Separate Financial Statements[3]

1 Effective for annual periods beginning on or after 1 July 2011
2 Effective for annual periods beginning on or after 1 July 2012
3 Effective for annual periods beginning on or after 1 January 2013
4 Effective for annual periods beginning on or after 1 January 2014
5 Effective for annual periods beginning on or after 1 January 2015

Amendments to HKFRS 7 – Disclosures – Transfers of Financial Assets
The amendments to HKFRS 7 improve the disclosure requirements for transfer transactions of financial assets and allow users of financial statements to better understand the possible effects of any risks that may remain with the entity on transferred assets. The amendments also require additional disclosures if a disproportionate amount of transfer transactions are undertaken around the end of a reporting period.

Amendments to HKAS 1 (Revised) – Presentation of Items of Other Comprehensive Income
The amendments to HKAS 1 (Revised) require the Group to separate items presented in other comprehensive income into those that may be reclassified to profit and loss in the future (e.g. revaluations of available-for-sale financial assets) and those that may not (e.g. revaluations of property, plant and equipment). Tax on items of other comprehensive income is allocated and disclosed on the same basis. The amendments will be applied retrospectively.

HKFRS 9 – Financial Instruments

Under HKFRS 9, financial assets are classified into financial assets measured at fair value or at amortised cost depending on the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. Fair value gains or losses will be recognised in profit or loss except for those non-trade equity investments, which the entity will have a choice to recognise the gains and losses in other comprehensive income. HKFRS 9 carries forward the recognition and measurement requirements for financial liabilities from HKAS 39, except for financial liabilities that are designated at fair value through profit or loss, where the amount of change in fair value attributable to change in credit risk of that liability is recognised in other comprehensive income unless that would create or enlarge an accounting mismatch. In addition, HKFRS 9 retains the requirements in HKAS 39 for derecognition of financial assets and financial liabilities.

HKFRS 10 – Consolidated Financial Statements

HKFRS 10 introduces a single control model for consolidation of all investee entities. An investor has control when it has power over the investee (whether or not that power is used in practice), exposure or rights to variable returns from the investee and the ability to use the power over the investee to affect those returns. HKFRS 10 contains extensive guidance on the assessment of control. For example, the standard introduces the concept of "de facto" control where an investor can control an investee while holding less than 50% of the investee's voting rights in circumstances where its voting interest is of sufficiently dominant size relative to the size and dispersion of those of other individual shareholders to give it power over the investee. Potential voting rights are considered in the analysis of control only when these are substantive, i.e. the holder has the practical ability to exercise them. The standard explicitly requires an assessment of whether an investor with decision making rights is acting as principal or agent and also whether other parties with decision making rights are acting as agents of the investor. An agent is engaged to act on behalf of and for the benefit of another party and therefore does not control the investee when it exercises its decision making authority. The implantation of HKFRS 10 may result in changes in those entities which are regarded as being controlled by the Group and are therefore consolidated in the financial statements. The accounting requirements in the existing HKAS 27 on other consolidation related matters are carried forward unchanged. HKFRS 10 is applied retrospectively subject to certain transitional provisions.

HKFRS 12 – Disclosure of Interests in Other Entities

HKFRS 12 integrates and makes consistent the disclosures requirements about interests in subsidiaries, associates and joint arrangements. It also introduces new disclosure requirements, including those related to unconsolidated structured entities. The general objective of the standard is to enable users of financial statements to evaluate the nature and risks of a reporting entity's interests in other entities and the effects of those interests on the reporting entity's financial statements.

HKFRS 13 – Fair Value Measurement

HKFRS 13 provides a single source of guidance on how to measure fair value when it is required or permitted by other standards. The standard applies to both financial and non-financial items measured at fair value and introduces a fair value measurement hierarchy. The definitions of the three levels in this measurement hierarchy are generally consistent with HKFRS 7 "Financial Instruments: Disclosures". HKFRS 13 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (i.e. an exit price). The standard removes the requirement to use bid and ask prices for financial assets and liabilities quoted in an active market. Rather the price within the bid-ask spread that is most representative of fair value in the circumstances should be used. It also contains extensive disclosure requirements to allow users of the financial statements to assess the methods and inputs used in measuring fair values and the effects of fair value measurements on the financial statements. HKFRS 13 can be adopted early and is applied prospectively.

The Group is in the process of making an assessment of the potential impact of these new/revised HKFRSs in the period of their initial application.

3. BASIS OF PREPARATION

(a) Statement of compliance

These financial statements have been prepared in accordance with all applicable HKFRSs, Hong Kong Accounting Standards ("HKASs") and Interpretations (hereinafter collectively referred to as the "HKFRSs") and the disclosure requirements of the Hong Kong Companies Ordinance. The financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on the GEM of the Stock Exchange.

(b) Basis of measurement

These financial statements have been prepared under the historical cost convention.

4. SEGMENT REPORTING

(a) Business segments

For the year ended 31 December 2011

	Continuing operations			Discontinued operations	
	Manufacture and sale of PE/FRP pipes *HK$'000*	**Sale of composite materials** *HK$'000*	**Total** *HK$'000*	**Mining operations** *HK$'000*	**Total** *HK$'000*
Revenue from external customers	62,005	27,694	89,699	–	89,699
Reportable segment loss	(15,997)	(22,620)	(38,617)	–	(38,617)
Reportable segment assets	293,010	31,059	324,069	207,612	531,681
Reportable segment liabilities	(13,827)	–	(13,827)	(29,510)	(43,337)
Other segment information:					
Interest income					82
Finance costs					(900)
Depreciation	(11,265)	(1,348)	(12,613)	–	(12,613)
Unallocated depreciation					(678)
Total depreciation					(13,291)
Amortisation of land use rights	(757)	–	(757)	–	(757)
Impairment loss on trade and bills receivables	(3,293)	–	(3,293)	–	(3,293)
Impairment loss on prepayments	–	(18,294)	(18,294)	–	(18,294)
Gain on disposal of property, plant and equipment	57	26	83	–	83
Additions to non-current assets	10,492	–	10,492	–	10,492
Unallocated additions to non-current assets					76
Total additions to non-current assets					10,568

For the year ended 31 December 2010

	Continuing operations			Discontinued operations	
	Manufacture and sale of PE/FRP pipes	Sale of composite materials	Total	Mining operations	Total
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*
Revenue from external customers	93,934	63,717	157,651	–	157,651
Reportable segment profit/(loss)	7,052	(4,103)	2,949	(24,761)	(21,812)
Reportable segment assets	320,227	100,764	420,991	207,612	628,603
Reportable segment liabilities	(85,220)	–	(85,220)	(29,510)	(114,730)
Other segment information:					
Interest income					72
Finance costs	–	–	–	(4,367)	(4,367)
Unallocated finance costs					(22,416)
Total finance costs					(26,783)
Depreciation	(7,441)	–	(7,441)	–	(7,441)
Unallocated depreciation					(751)
Total depreciation					(8,192)
Amortisation of land use rights	(723)	–	(723)	–	(723)
Amortisation of mining rights	–	–	–	(6,987)	(6,987)
Loss on disposal of property, plant and equipment	(2,802)	–	(2,802)	–	(2,802)
Loss on disposal of available-for-sale investments	–	–	–	(26,495)	(26,495)
Gain on repurchase and cancellation of convertible preferred shares	–	–	–	10,699	10,699
Income tax credit	–	–	–	2,468	2,468
Unallocated income tax credit					821
Total income tax credit					3,289
Additions to non-current assets	79,662	–	79,662	–	79,662
Unallocated additions to non-current assets					18
Total additions to non-current assets					79,680

(b) Reconciliation of reportable segment profit or loss, assets and liabilities

	2011	2010
	HK$'000	*HK$'000*
Loss before income tax and discontinued operations		
Reportable segment loss	**(38,617)**	(21,812)
Segment loss from discontinued operations	**–**	24,761
Other income and gain	**198**	159
Corporate and other unallocated expenses	**(11,675)**	(15,514)
Finance costs	**(900)**	(22,416)
Consolidated loss before income tax from continuing operations	**(50,994)**	(34,822)

	2011	2010
	HK$'000	*HK$'000*
Assets		
Reportable segment assets	**324,069**	420,991
Segment assets of discontinued operations	**207,612**	207,612
Cash and cash equivalents	**31,539**	45,930
Unallocated corporate assets	**93,152**	87,443
Tax recoverable	**298**	–
Consolidated total assets	**656,670**	761,976

	2011	2010
	HK$'000	*HK$'000*
Liabilities		
Reportable segment liabilities	**(13,827)**	(85,220)
Segment liabilities of discontinued operations	**(29,510)**	(29,510)
Convertible bonds	**(246,250)**	(246,250)
Deferred tax liabilities	**(19)**	(19)
Unallocated corporate liabilities	**(10,887)**	(10,965)
Consolidated total liabilities	**(300,493)**	(371,964)

(c) Geographic information

During the reporting period, the Group's operations and non-current assets other than financial instruments (specified non-current assets) are located in the PRC and Mongolia (2010: located in the PRC and Mongolia). The specified non-current assets information below is based on the location of assets.

Segment information of the Group by geographical locations by customer is presented as below:

	Continuing operations		Discontinued operations			
	The PRC		Mongolia		Total	
	2011	2010	**2011**	2010	**2011**	2010
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*
Revenue from external customers	**89,699**	157,651	**–**	–	**89,699**	157,651
Specified non-current assets	**191,022**	194,283	**–**	–	**191,022**	194,283

Note: As explained as in Note 8(b), assets in Mongolia as at 31 December 2011 and 2010 are included in assets classified as held for sale.

(d) Information about major customers

For the year ended 31 December 2011, revenue from one customer in the sale of composite materials segment amounted to HK$25,992,000, and revenues from two customers in the manufacture and sale of PE/FRP pipes segment amounted to HK$29,965,000 and HK$13,387,000 respectively. Each of them had contributed to more than 10% of the Group's total revenue.

For the year ended 31 December 2010, revenues from two customers in the sale of composite materials segment amounted to HK$47,092,000 and HK$16,625,000 respectively, and revenue from one customer in the manufacture and sale of PE/FRP pipes segment amounted to HK$18,267,000. Each of them had contributed to more than 10% of the Group's total revenue.

5. TURNOVER

Turnover, which is also revenue, represents the sales value of goods supplied to customers. An analysis of the Group's turnover from its continuing operations is as follows:

	2011	2010
	HK$'000	*HK$'000*
Sale of PE/FRP pipes	**62,005**	93,934
Sale of composite materials	**27,694**	63,717
	89,699	157,651

6. OTHER INCOME AND GAIN

	2011	2010
	HK$'000	*HK$'000*
Continuing operations		
Bank interest income	**82**	72
Gain on disposal of property, plant and equipment	**83**	–
Sundry income	**33**	87
	198	159

7. FINANCE COSTS

	2011	2010
	HK$'000	*HK$'000*
Continuing operations		
Interest expenses on borrowing wholly repayable within five years	**900**	2,723
Interest expenses on convertible bonds maturing within five years	**–**	19,693
	900	22,416

8. LOSS BEFORE INCOME TAX

(a) Continuing operations

	2011	2010
	HK$'000	*HK$'000*
Loss before income tax is arrived after charging:		
Auditors' remuneration	**720**	680
Minimum lease payments under operating lease charges in respect of land and buildings	**1,339**	2,170
Depreciation *(Note)*	**13,291**	8,192
Loss on disposal of property, plant and equipment	**–**	2,802

Note: The above depreciation charge included an amount of HK$8,265,000 (2010: HK$4,950,000) charged to cost of inventories sold on the face of the consolidated income statement.

(b) Discontinued operations

On 2 December 2010, the Group completed the disposal of its 12.21% equity interest in Xin Shougang Zi Yuan Holdings Limited (新首鋼資源控股有限公司) ("Xin Shougang"), the consideration of which included a cash payment of approximately HK$25.3 million and the transfer to the Company the entire non-voting redeemable convertible preferred shares ("CPS") issued by the Company by Great Ocean Real Estate Limited, the sole shareholder of these shares, for repurchase and cancellation by the Company. The disposal of Xin Shougang resulted in a loss of approximately HK$26.5 million and the repurchase and cancellation of CPS resulted in a gain of approximately HK$10.7 million to the Group. Xin Shougang and its subsidiary are principally engaged in mining business. The principal assets of Xin Shougang as at the date of disposal were the exclusive rights to invest in, develop and to apply for the mining rights for the mining sites with mainly iron minerals located at Yichang City, the PRC. Details of these transactions were set out in the Company's circular and announcement dated 8 June 2010 and 2 December 2010 respectively.

On 12 November 2010, independent shareholders of the Company passed a resolution at an extraordinary general meeting to approve the deed of settlement dated 17 September 2010 executed by the Company, the joint and several liquidators (the "Liquidator") of Lehman Brothers Commercial Corporation Asia Limited ("Lehman Brothers") appointed by the order of the Court of First Instance of Hong Kong, and Lehman Brothers in relation to the redemption of the 4.5% convertible bonds of the Company in the principal amount of HK$246,250,000 issued by the Company to Lehman Brothers (the "Convertible Bonds") (the "Deed of Settlement").

Details of the terms of the Deed of Settlement are set out in the Company's circular and announcement dated 11 October 2010 and 2 November 2010 respectively. The Company paid HK$85 million to Lehman Brothers under the terms of the Deed of Settlement as partial consideration of the redemption of the Convertible Bonds, which amount was included in other receivables, deposits and prepayments as at 31 December 2011 and 2010 (Note 14(i)). The remaining consideration under the Deed of Settlement is represented by the transfer of the 100% of the issued share capital of Zhong Ping Resources Holdings Limited ("Zhong Ping") or all of the assets held directly or indirectly by Zhong Ping (the "Sale Interest"), to Lehman Brothers or a party so directed by Lehman Brothers.

Pursuant to the Deed of Settlement, completion of the Deed of Settlement is conditional upon the fulfillment or waiver of certain conditions on or before 31 October 2011 or such later date as may be agreed between the Company and Lehman Brothers (the "Long Stop Date"). In order to allow more time for the transfer of equity interest in Zhong Ping, the Company, Lehman Brothers and the Liquidator have entered into extension letters (the "Extension Letter") on 28 October 2011, 28 December 2011 and 24 February 2012 respectively to extend the Long Stop Date. The latest extension is to extend the Long Stop Date to 30 March 2012 or such other date as may be agreed by the parties thereto. Save for the change in the Long Stop Date, all other terms and conditions of the Deed of Settlement remain unchanged and shall continue in full force and effect.

Zhong Ping holds a 70% interest in ARIA LLC, a company incorporated in Mongolia with limited liability. ARIA LLC in turn is the owner of the mining rights with an expiry date of 10 August 2035 in the green field mining exploration project, the Mungun-Undur Polymetallic Project (the "Project") located in Mungun-Undur, Khentii Province, Mongolia. The Project has prospects for silver, lead, zinc and tin mineralization.

Following the completion of the disposal of Xin Shougang and the approval of the Deed of Settlement in 2010 as described above, the Group had effectively discontinued its mining operations.

The results of the discontinued operations associated with the Group's investments in Xin Shougang up to the date of disposal and in Zhong Ping during the years included in the consolidated income statement are set out below:

	2011	2010
	HK$'000	*HK$'000*
Loss for the year from discontinued operations:		
Gain on repurchase and cancellation of convertible preferred shares	–	10,699
Amortisation of mining rights	–	(6,987)
Other operating expenses	–	(79)
Loss on disposal of available-for-sale investments	–	(26,495)
Imputed interest on convertible preferred shares	–	(4,367)
Loss before income tax	–	(27,229)
Income tax credit	–	2,468
Loss for the year from discontinued operations	–	(24,761)
Operating cash flows	–	(16)
Investing cash flows	–	23,841
Total cash flows	–	23,825

As of the date of approval of these financial statements, the entire transaction has not been completed as the Company has not yet transferred the Sale Interest to the Liquidator as designated by Lehman Brothers pending completion of the necessary paper work in Mongolia. Unless the Company, Lehman Brothers and the Liquidator agree to a further extension, the parties have up to 30 March 2012 to exercise their rights and fulfil their obligations under the Deed of Settlement.

The assets of Zhong Ping Group have been included and classified as assets held for sale and the liabilities of Zhong Ping Group have been classified as liabilities associated with assets classified as held for sale as at 31 December 2011 and 2010.

9. INCOME TAX

(a) Income tax in the consolidated income statement represents:

	2011	2010
	HK$'000	*HK$'000*
Continuing operations		
Deferred taxation		
– attributable to the origination and reversal of temporary differences, net	**–**	(821)

No provision has been made for Hong Kong profits tax as the Group has no assessable profit arising from Hong Kong during the current and prior years. Taxation for overseas subsidiaries is charged at the appropriate current rates of taxation ruling in the relevant countries.

In accordance with various approval documents issued by the State Tax Bureau and the Local Tax Bureau of the PRC, Yichang Fuliangjiang Joint Composite Limited (宜昌富連江複合材料有限公司), a wholly-owned subsidiary of the Company, established as a wholly foreign-owned enterprise in the PRC, is entitled to an exemption from the PRC state and local enterprise income tax ("EIT") for the first two profitable financial years of its operation and thereafter a 50% relief from the state EIT of the PRC for the following three financial years (the "Tax Holiday"). Upon expiry of the Tax Holiday in 2011, the unified EIT rate of 25% will apply in accordance with the PRC Enterprise Income Tax Law approved by the National People's Congress on 16 March 2007 and became effective from 1 January 2008. No provision for EIT has been made as the subsidiary sustained a loss during the current and prior years.

(b) **Income tax for the year can be reconciled to accounting loss, at applicable tax rates:**

	2011	2010
	HK$'000	*HK$'000*
Continuing operations		
Loss before income tax	**(50,994)**	(34,822)
Income tax credit calculated at the statutory PRC EIT tax rate of 25% (2010: 25%)	**(12,749)**	(8,706)
Effect of different tax rates of subsidiaries operating in other jurisdictions	**720**	2,668
Tax effect of expenses not deductible for taxation purposes	**6,888**	3,640
Tax effect of non-taxable items	**(2)**	–
Tax effect of temporary differences not recognised	**(6)**	–
Utilisation of tax losses previously not recognised	**–**	(93)
Tax effect on unused tax losses not recognised	**5,149**	1,670
Income tax for the year	**–**	(821)

10. DIVIDEND

The board of directors do not recommend the payment of any dividend for the year ended 31 December 2011 (2010: Nil).

11. LOSS FOR THE YEAR ATTRIBUTABLE TO OWNERS OF THE COMPANY

The consolidated loss attributable to owners of the Company for the year ended 31 December 2011 includes a loss of HK$4,644,000 (2010: HK$20,341,000) which has been dealt with in the financial statements of the Company.

12. LOSS PER SHARE

For continuing and discontinued operations

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

	2011	2010
	HK$'000	*HK$'000*
Loss:		
Loss for the purposes of basic and diluted loss per share	**50,994**	57,170

	2011	2010
	'000	*'000*
Number of shares:		
Weighted average number of ordinary shares for the purposes of basic and diluted loss per share	**2,414,405**	1,375,675

The weighted average number of ordinary shares in issue during 2010 has been adjusted to reflect the open offer and subscription of shares during 2010.

From continuing operations

	2011	2010
	HK$'000	*HK$'000*
Loss:		
Loss for the year attributable to owners of the Company	**50,994**	57,170
Less: Loss for the year from discontinued operations	**–**	(23,169)
Loss for the purposes of basic and diluted loss per share from continuing operations	**50,994**	34,001

The number of shares used is the same as those detailed above for both basic and diluted loss per share.

From discontinued operations

For the year ended 31 December 2010, basic and diluted loss of HK$0.017 per share for the discontinued operations was calculated based on the loss for the year from the discontinued operations of HK$23,169,000 and the number of shares as detailed above for both basic and diluted loss per share.

As the convertible bonds and share options, where applicable, outstanding during the reporting periods had an anti-dilutive effect on the basic loss per share, the conversion of the above potential dilutive shares was not assumed in the calculation of the diluted loss per share in both reporting periods. Accordingly, the basic and diluted loss per share for the years ended 31 December 2011 and 2010 are the same.

13. STAFF COSTS, INCLUDING DIRECTORS' REMUNERATION

	2011	2010
	HK$'000	*HK$'000*
Continuing operations		
Salaries and allowances	**7,075**	7,527
Retirement benefit scheme contributions	**509**	473
	7,584	8,000

Staff salaries of HK$1,217,000 (2010: HK$1,236,000) were included in cost of inventories sold as presented in the consolidated income statement.

14. OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	The Group	
	2011	2010
	HK$'000	*HK$'000*
Other receivables and deposits	**95,481**	103,353
Prepayments	**47,402**	141,048
	142,883	244,401
Less: Provision for impairment loss on prepayments	**(18,294)**	–
	124,589	244,401
Less: Current portion *(Note (i))*	**(124,589)**	(236,168)
Non-current portion *(Note (ii))*	**–**	8,233

Notes:

(i) Current portion of the balance as at 31 December 2011 included payments of HK$28,885,000 (2010: HK$140,803,000) to suppliers for future purchases of inventories in anticipation to increase in prices of composite materials and payments of HK$85,000,000 (2010: HK$85,000,000) to Lehman Brothers as partial consideration for the redemption of the Convertible Bonds (Note 8(b)).

(ii) Balance represented deposits paid for the construction of new factory buildings in Yichang City, the PRC, as at 31 December 2010. The construction work was completed during the year and the deposit was transferred to the relevant item of property, plant and equipment.

15. INVENTORIES

	The Group	
	2011	2010
	HK$'000	*HK$'000*
Raw materials	**6,197**	9,014
Work in progress	**141**	236
Finished goods	**16,943**	15,216
	23,281	24,466

16. TRADE AND BILLS RECEIVABLES

	The Group	
	2011	2010
	HK$'000	*HK$'000*
Trade and bills receivables	**77,726**	53,517
Less: Provision for impairment	**(3,293)**	–
	74,433	53,517

(a) The Group's trading terms with its customers are mainly on credit, except for new customers, where payment in advance is normally required. The credit period is generally one month and can be extended to three months or more for major customers. The Group has set a maximum credit limit for each customer. The Group seeks to maintain strict control over its outstanding receivables and has a credit control department to minimise credit risk. Overdue balances are reviewed regularly by senior management.

(b) At 31 December 2011, trade and bills receivables included an amount of HK$3,293,000 which was individually determined to be impaired. The individually impaired receivable relates to a debt that management assessed to be irrecoverable. Consequently, a specific provision for impairment of HK$3,293,000 has been recognised for the year. The Group does not hold any collateral over this balance.

(c) An aging analysis of the trade and bills receivables as at the end of reporting period, based on the invoice date, is as follows:

	The Group	
	2011	2010
	HK$'000	*HK$'000*
Within 30 days	**26,603**	42,578
31 – 60 days	**613**	8,341
61 – 90 days	**889**	46
Over 90 days	**46,328**	2,552
	74,433	53,517

(d) An ageing analysis of trade and bills receivables that are neither individually nor collectively considered to be impaired is as follows:

	The Group	
	2011	2010
	HK$'000	*HK$'000*
Not past due	**66,684**	53,517
Less than 31 days past due	**90**	–
31 – 60 days past due	**25**	–
Over 90 days but less than 365 days past due	**7,634**	–
	7,749	–
	74,433	53,517

Trade receivables that were neither past due nor impaired relate to customers for whom there was no recent history of default. Trade receivables that were past due but not impaired related to customers that had a good track record with the Group. Based on past experience, management believes that no impairment is necessary in respect of these balances as there has not been a significant change in credit quality and the balances are still considered fully recoverable. The Group does not hold any collateral over these balances.

(e) At 31 December 2010, the Group's bills receivable of HK$18,836,000 was discounted to a bank with recourse. The Group continued to recognise the full carrying amount of the receivables and had the cash received as a secured bank borrowing. No such transaction was entered into in 2011.

17. TRADE PAYABLES

An aging analysis of trade payables, based on the invoice date, is as follows:

	The Group	
	2011	2010
	HK$'000	*HK$'000*
Within 30 days	**6,928**	3,626
31 – 60 days	**1,651**	52
61 – 90 days	**300**	27
Over 90 days	**4,143**	1,319
	13,022	5,024

MANAGEMENT DISCUSSION AND ANALYSIS

OPERATION REVIEW

Turnover of the Group during the year under review was not performing when compared to the corresponding year in 2010. The Board believes the significant decrease in turnover was mainly due to (i) the rapid turnaround of the global economic environment in the third quarter of 2011; (ii) slow down of the development of the property market in the People's Republic of China (the "PRC") which directly affects the construction sector which in turn affects the demand of the Polyethylene Pipes ("PE Pipes"); and (iii) the psychological effect on customers after the completion of the mandatory cash offer exercise in July 2011.

The business segment of the PE Pipes was the main business of the Group during the year under review. Fibre Glass Reinforced Plastic Pipes have been replaced by the PE Pipes which became the main products of the Group. This business segment has been the core business of the Group for many years. The PE Pipes are products employed for constructions and city development in the PRC. Our major customers are mainly government entities of different provinces and cities in the PRC, or their suppliers. Given the continuous development of the PRC market in long term, the Directors believe that the demands for our products are both sustainable and look set to increase.

Besides the decrease of turnover, certain assets of the Group were affected and specific provisions were made on these assets so as to reflect the net worth of the Group.

Deed of Settlement and the disposal of subsidiaries

On 17 September 2010, the Company, Lehman Brothers Commercial Corporation Asia Limited ("Lehman Brothers") (as Bondholder) and the joint and several liquidators of Lehman Brothers appointed by the order of the Court of First Instance of Hong Kong (the "Liquidators") signed the deed of settlement (the "Deed of Settlement") for the redemption of the 4.5% convertible bonds of the Company in the principal amount of HK$246,250,000 issued by the Company to Lehman Brothers pursuant to the subscription agreement dated 12 June 2007 (the "Convertible Bonds").

Pursuant to the Deed of Settlement, the Company paid to the Bondholder a sum of HK$85 million in November 2010 and transfer the Sale Interest (as defined below) to the Bondholder or any third party as directed by the Bondholder.

The Sale Interest represents 100% of the issued share capital of Zhong Ping Resources Holdings Limited ("Zhong Ping") (being the holder of the 70% equity interest in ARIA LLC ("ARIA"), a company incorporated in Mongolia with limited liability), or, at the sole and absolute discretion of the Bondholder, all of the assets held directly or indirectly by Zhong Ping. Zhong Ping, through ARIA, holds the majority interest of the mining rights in respect of the green field exploration project namely the Mungun-Undur Polymetallic Project (the "Project") located at Mungun-Undur, Khentii Province, Mongolia. The Project has prospects for silver, lead, zinc and tin mineralization.

Up to the date of this announcement, the completion of the Deed of Settlement and the disposal are still in progress. Pursuant to the Deed of Settlement, completion of the Deed of Settlement is conditional upon the fulfilment or waiver of certain conditions on or before 31 October 2011 or such later date as may be agreed between the Company and the Bondholder (the "Long Stop Date"). In order to allow more time for the transfer of the Sale Interest, the Company, the Bondholder and the Liquidators have entered into three extension letters on 28 October 2011, 28 December 2011 and 24 February 2012 respectively to extend the Long Stop Date from 31 October 2011 to 31 December 2011, 29 February 2012 and 30 March 2012 respectively or such other date as may be agreed by the parties thereto. Save for the change in the Long Stop Date, all other terms and conditions of the Deed of Settlement remain unchanged and shall continue in full force and effect.

Details are set out in the announcements dated 27 September 2010, 12 November 2010, 28 October 2011, 28 December 2011 and 24 February 2012 and the circular dated 11 October 2010 of the Company.

Change of shareholding of substantial shareholders

Pursuant to the share agreement dated 30 May 2011 (the "Share Agreement") entered into among Ms. Ma Zheng (as purchaser) (the "Offeror"), Mr. Yu Hongzhi ("Vendor A") and Future Advance Holdings Limited ("Vendor B"), Vendor A and Vendor B agreed to sell, and the Offeror agreed to acquire, an aggregate of 1,205,746,949 Shares (the "Sale Shares"), representing approximately 49.94% of the entire issued share capital of the Company. The aggregate consideration for the Sale Shares is HK$48,229,877.96 (equivalent to HK$0.04 per Sale Share), which was agreed among the parties to the Share Agreement after arm's length negotiations. Completion (the "Completion") of the Share Agreement took place on 30 May 2011 immediately after the signing of the Share Agreement and the aggregate consideration of HK$48,229,877.96 had been paid by the Offeror to Vendor A and Vendor B in cash at Completion.

Details are set out in the joint announcements dated 3 June 2011 (the "First Joint Announcement") and 15 July 2011 and the composite offer and response document dated 24 June 2011 (the "Composite Document") of the Company.

Mandatory unconditional cash offers and subsequent events

Immediately before the Completion, the Offeror was interested in 12,150,000 Shares, representing approximately 0.51% of the entire issued share capital of the Company; and the Offeror and parties acting in concert with her (the "Offeror Group") was interested in a total of 1,229,296,949 Shares, representing approximately 50.92% of the entire issued share capital of the Company.

Pursuant to Rule 26.1 of the Hong Kong Code on Takeovers and Mergers, the Offeror was required to make a mandatory unconditional general offer in cash (the "Offer") for all the issued securities of the Company other than those already owned or agreed to be acquired by the Offeror Group.

As a result of the acquisition of the Sale Shares and immediately before the offer period (period commencing from 3 June 2011 (being the First Joint Announcement) and ending on the closing date on 15 July 2011), the Offeror was interested in a total of 1,217,896,949 Shares, representing approximately 50.44% of the entire issued share capital of the Company; and the Offeror Group was interested in a total of 1,229,296,949 Shares, representing approximately 50.92% of the entire issued share capital of the Company.

Taking into account the valid acceptance of 478,865 offer shares received under the offer, the Offeror Group holds, controls or directs an aggregate of 1,229,775,814 Shares, representing approximately 50.94% of the issued share capital of the Company immediately upon the close of the offer and as at the date of this announcement.

Details are set out in the First Joint Announcement, joint announcement dated 15 July 2011 and the Composite Document of the Company.

FINANCIAL REVIEW

Turnover was approximately HK$89,699,000 for the year ended 31 December 2011, which represented a decrease of 43.1% when compared with last year's turnover of approximately HK$157,651,000. Turnover of the Group during the year under review was not as good as the corresponding year in 2010. The Board believes the significant decrease in turnover was mainly due to (i) the rapid turnaround of the global economic environment in the third quarter of 2011; (ii) slow down of the development of the property market in the PRC which directly affects the construction sector which in turn affects the demand of PE Pipes; and (iii) the psychological effect on customers after the completion of the mandatory cash offer exercise in July 2011.

During the year under review, the consolidated income statement composed of continuing operations and discontinued operations. The audited loss before income tax of continuing operations was approximately HK$50,994,000 (2010: approximately HK$34,822,000). Loss from discontinued operations was nil (2010: approximately HK$24,761,000). The loss attributable to owners of the Company was approximately HK$50,994,000 (2010: loss of approximately HK$57,170,000). In the current economic environment, the Board will continue to adopt stringent cost control and maintain a low and effective overheads structure and prudently utilise the Group's corporate resources to create wealth for the shareholders of the Company.

BUSINESS OUTLOOK AND PROSPECTS

The business of production and sale of the PE Pipes were not performing well in the year 2011. However, the Board of directors believe that this business segment will start to grow and perform much better in the year 2012 onwards. The Group has been building an effective sales team to explore new markets and find more customers for its products.

With the anticipated completion of the Deed of Settlement in 2012 and with the continued development of the pipes manufacturing business, the Group is targeting to become one of the largest PE Pipes manufacturers in the market.

LIQUIDITY AND FINANCIAL RESOURCES

As at 31 December 2011, the net assets of the Group were approximately HK$356,177,000 (2010: approximately HK$390,012,000) while its total assets were approximately HK$656,670,000 (2010: approximately HK$761,976,000) including cash and bank balances of approximately HK$31,539,000 (2010: approximately HK$45,930,000).

FUNDING ACTIVITY DURING THE YEAR

The Company did not carry out any fund raising activities during the year under review.

MATERIAL ACQUISITION AND DISPOSAL OF SUBSIDIARIES AND AFFILIATED COMPANIES/FUTURE PLANS FOR MATERIAL INVESTMENTS

Save as disclosed above, there was no material acquisition or disposal of subsidiaries and affiliated companies during the year.

SIGNIFICANT INVESTMENTS

The Group had not made any significant investment for the year ended 31 December 2011.

EMPLOYEE INFORMATION

As at 31 December 2011, the Group had 5 full-time employees working in Hong Kong and 70 full-time employees working in the PRC. Total employees' remuneration for the year under review amounted to approximately HK$8,801,000. The Group remunerates its employees based on their performance, experience and the prevailing industry practice.

COMPETITION AND CONFLICT OF INTERESTS

Mr. Yu Hongzhi, the director of the Company's subsidiary Yichang Fulianjiang Joint Composite Limited, had been the director and legal representative of 宜昌弘訊管業有限公司 (Yichang HongXun Conduit and Calling Company Limited) ("Yichang HongXun"), which is a company incorporated in the PRC and principally engaged in selling and producing PE Pipes in the PRC. Mr. Yu Hongzhi was not a substantial shareholder of Yichang HongXun during the year under review. Save as disclosed above, during the year under review, none of the Directors, significant shareholders, substantial shareholders and any of their respective associates has engaged in any business that competes or may compete directly or indirectly, with the business of the Group, or has or may have any other conflicts of interest with the Group.

AUDIT COMMITTEE

The Company established an audit committee (the "Audit Committee") with written terms of reference in compliance with the GEM Listing Rules. The primary duties of the Audit Committee are to review and supervise the financial reporting process and internal controls system of the Group. During the year under review, the Audit Committee comprises three members, Mr. Wan Tze Fan Terence, Mr. Liu Weichang and Mr. Chung Chin Keung who are the independent non-executive directors of the Company. During the year under review, the Audit Committee held four meetings and performed duties including reviewing the Group's annual report, half-yearly report, quarterly reports and announcements. After reviewing the Group's financial statements for the year ended 31 December 2011, the Audit Committee is of the opinion that the financial statements of the Company and the Group for the year ended 31 December 2011 comply with applicable accounting standards, GEM Listing Rules and that adequate disclosures have been made.

On 1 March 2012, Mr. Liu Weichang was re-designated from independent non-executive Director to an executive Director and ceased to be a member of each of the Audit Committee and the remuneration committee. On the same date, Mr. Wang Xiao Bing was appointed as an independent non-executive Director and the member of Audit Committee and the member of remuneration committee.

SCOPE OF WORK OF BDO LIMITED

The figures in respect of the preliminary announcement of the Group's results for the year ended 31 December 2011 have been agreed by the Company's auditors, BDO Limited, to the amounts set out in the Group's audited consolidated financial statements for the year. The work performed by BDO Limited in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently no assurance has been expressed by BDO Limited on the preliminary announcement.

PURCHASE, SALE OR REDEMPTION OF SECURITIES

The Company had not redeemed any of its ordinary shares during the year ended 31 December 2011. Neither the Company nor any of its subsidiaries had purchased or sold any of the Company's ordinary shares during the year ended 31 December 2011.

CODE ON CORPORATE GOVERNANCE PRACTICES

Subject to the deviations as disclosed hereof, the Company had complied with all the code provisions of the Code on Corporate Governance Practices (the "Code") set out in Appendix 15 to the GEM Listing Rules throughout the year under review:

Code Provision A.2.1

This Code Provision stipulates that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual.

For the year 2011, we still did not have an officer with the title of "Chief Executive Officer" ("CEO"). The Code envisages that the management of the Board should rest with the Chairman, whereas the day-to-day management of the Company's business should rest with the CEO. Ms. Ma Zheng, the Chairman, is also the director of the Company's production plant in Yichang City. This constitutes a deviation of Code Provision A.2.1. The Board holds the view that this arrangement is appropriate for the Company but we do not compromise accountability and independent decision making for this since we have an audit committee, all members of which are independent non-executive directors, to help to ensure the accountability and independence of Ms. Ma Zheng.

Code Provision A.4.1

Code Provision A.4.1 stipulates that the non-executive directors should be appointed for a specific term, subject to re-election.

During the year under review, the Company has three independent non-executive Directors, they are Mr. Wan Tze Fan Terence, Mr. Liu Weichang and Mr. Chung Chin Keung.

Except for Mr. Chung Chin Keung who is appointed for a specific term of two years, Mr. Wan Tze Fan Terence and Mr. Liu Weichang are not appointed for any specific terms. However, they are all subject to retirement by rotation at least once every three years in accordance with the Company's articles of association. The Board has discussed and concluded that the current practice of appointing non-executive directors without specific terms but otherwise subject to retirement and re-election is fair and reasonable, and therefore will not change the terms of appointment of Mr. Wan Tze Fan Terence.

On 1 March 2012, Mr. Liu Weichang was re-designated from independent non-executive Director to an executive Director and ceased to be a member of each of the Audit Committee and the remuneration committee. On the same date, Mr. Wang Xiao Bing was appointed as an independent non-executive Director and the member of Audit Committee and the member of remuneration committee. Mr. Wang Xiao Bing is appointed for a specific term of two years.

By Order of the Board
China Primary Resources Holdings Limited
Ma Zheng
Chairman

Hong Kong, 22 March 2012

As at the date of this announcement, the Board comprises Ms. MA Zheng, Mr. WONG Pui Yiu and Mr. LIU Weichang who are the executive Directors, and Mr. WAN Tze Fan Terence, Mr. CHUNG Chin Keung and Mr. WANG Xiao Bing who are the independent non-executive Directors.

This announcement will remain on the "Latest Company Announcements" page of the website of the Stock Exchange at http://www.hkgem.com for at least 7 days from the date of its publication and on the Company's designated website at http://china-p-res.etnet.com.hk.