

Sino Splendid Holdings Limited

中國華泰瑞銀控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8006)

INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 JUNE 2014

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This announcement, for which the Directors (the “Directors”) of Sino Splendid Holdings Limited 中國華泰瑞銀控股有限公司 (the “Company”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (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 material respects and no 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.

The board (the “Board”) of directors (the “Directors”) of Sino Splendid Holdings Limited 中國華泰瑞銀控股有限公司 (the “Company”) is pleased to announce the unaudited consolidated results (the “Unaudited Interim Results”) of the Company and its subsidiaries (hereinafter collectively referred to as the “Group”) for the three months (the “Quarterly Period”) and six months (the “Half-Yearly Period”) ended 30 June 2014, together with the comparative unaudited figures for the corresponding periods in 2013.

UNAUDITED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
For the six months ended 30 June 2014

		(Unaudited) Three months ended 30 June		(Unaudited) Six months ended 30 June	
		2014	2013	2014	2013
	Notes	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		(Re-presented)		(Re-presented)	
Continuing operation					
Revenue	3	19,197	23,466	30,786	47,309
Cost of sales		(8,972)	(10,763)	(14,334)	(23,958)
Gross profit		10,225	12,703	16,452	23,351
Other income		1,211	10,566	5,662	20,249
Selling and distribution expenses		(6,600)	(6,098)	(9,299)	(9,176)
Administrative expenses		(11,350)	(7,741)	(19,100)	(19,307)
Impairment losses recognized		(313)	(497)	(77)	(560)
(Loss) profit before tax		(6,827)	8,933	(6,362)	14,557
Income tax expense	5	(40)	(604)	(272)	(1,403)
(Loss) profit for the period from continuing operation	6	(6,867)	8,329	(6,634)	13,154
Discontinued operation					
Profit for the period from discontinued operation		–	681	–	656
(Loss) profit for the period		(6,867)	9,010	(6,634)	13,810
Other comprehensive income					
Items that may be subsequently reclassified to profit or loss:					
Exchange differences arising on translation		1,188	(860)	958	(1,221)
Fair value loss on available-for-sale investments		(870)	–	(870)	–
Other comprehensive income for the period		318	(860)	88	(1,221)
Total comprehensive income for the period		(6,549)	8,150	(6,546)	12,589

	(Unaudited) Three months ended 30 June 2014 HK\$'000 (Re-presented)		(Unaudited) Six months ended 30 June 2014 HK\$'000 (Re-presented)	
Notes	2013 HK\$'000 (Re-presented)		2013 HK\$'000 (Re-presented)	
(Loss) profit attributable to:				
Owners of the Company				
(Loss) profit for the period from continuing operation	(6,856)	8,333	(6,619)	13,112
Profit for the period from discontinued operation	–	681	–	656
	<u>(6,856)</u>	<u>9,014</u>	<u>(6,619)</u>	<u>13,768</u>
Non-controlling interests	(11)	(4)	(15)	42
	<u>(6,867)</u>	<u>9,010</u>	<u>(6,634)</u>	<u>13,810</u>
Total comprehensive income attributable to:				
Owners of the Company				
(Loss) profit for the period from continuing operation	(6,538)	7,473	(6,531)	11,891
Profit for the period from discontinued operation	–	681	–	656
	<u>(6,538)</u>	<u>8,154</u>	<u>(6,531)</u>	<u>12,547</u>
Non-controlling interests	(11)	(4)	(15)	42
	<u>(6,549)</u>	<u>8,150</u>	<u>(6,546)</u>	<u>12,589</u>
(Loss) earnings per share	7	(Restated)	(Restated)	
From continuing operation and discontinued operation				
Basic and diluted (cents per share)	<u>(1.07)</u>	<u>1.40</u>	<u>(1.03)</u>	<u>2.14</u>
From continuing operation				
Basic and diluted (cents per share)	<u>(1.07)</u>	<u>1.29</u>	<u>(1.03)</u>	<u>2.04</u>

UNAUDITED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2014

		(Unaudited) 30 June 2014 HK\$'000	(Audited) 31 December 2013 HK\$'000
	Notes		
Non-current Assets			
Property, plant and equipment		634	644
Available-for-sale investments		66,791	61,752
		<u>67,425</u>	<u>62,396</u>
Current Assets			
Accounts receivable	9	13,286	13,449
Prepayments, deposits and other receivables		8,471	17,553
Bank balances and cash		174,556	373,497
		<u>196,313</u>	<u>404,499</u>
Current Liabilities			
Accounts payable	10	3,526	5,797
Other payables and accrued liabilities		6,532	9,177
Deferred revenue		3,606	1,247
Tax liabilities		1,852	2,993
		<u>15,516</u>	<u>19,214</u>
Net Current Assets		<u>180,797</u>	<u>385,285</u>
Total Assets less Current Liabilities		<u>248,222</u>	<u>447,681</u>
Capital and Reserves			
Share capital	11	6,430	1,072
Share premium and reserves		239,726	444,528
Equity attributable to owners of the Company		246,156	445,600
Non-controlling interests		2,066	2,081
Total Equity		<u>248,222</u>	<u>447,681</u>

UNAUDITED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2014

	Share capital	Share premium	Capital reserve	Goodwill reserve	Investment revaluation reserve	Capital redemption reserve	Reserve funds	Translation reserve	Share options reserve	Retained profits	Subtotal	Attributable to non-controlling interests	Total
	HK\$'000	HK\$'000 (note a)	HK\$'000 (note a)	HK\$'000	HK\$'000	HK\$'000	HK\$'000 (note b)	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
At 1 January 2013	1,072	39,337	24,650	(31,193)	3,502	11,690	19,025	46,559	62,662	162,669	339,973	2,073	342,046
Profit for the period	-	-	-	-	-	-	-	-	-	13,768	13,768	42	13,810
Other comprehensive income for the period	-	-	-	-	-	-	-	(1,221)	-	-	(1,221)	-	(1,221)
Total comprehensive income for the period	-	-	-	-	-	-	-	(1,221)	-	13,768	12,547	42	12,589
Recognition of equity-settled share-based payments	-	-	-	-	-	-	-	-	16	-	16	-	16
Transfer upon cancellation of share options	-	-	-	-	-	-	-	-	(62,678)	62,678	-	-	-
At 30 June 2013	1,072	39,337	24,650	(31,193)	3,502	11,690	19,025	45,338	-	239,115	352,536	2,115	354,651
At 1 January 2014	1,072	39,337	24,650	(31,193)	870	11,690	19,025	52,246	-	327,903	445,600	2,081	447,681
Loss for the period	-	-	-	-	-	-	-	-	-	(6,619)	(6,619)	(15)	(6,634)
Other comprehensive income for the period	-	-	-	-	(870)	-	-	958	-	-	88	-	88
Total comprehensive income for the period	-	-	-	-	(870)	-	-	958	-	(6,619)	(6,531)	(15)	(6,546)
Shares issued upon bonus issue	5,358	(5,358)	-	-	-	-	-	-	-	-	-	-	-
Dividends (Note 8)	-	-	-	-	-	-	-	-	-	(192,913)	(192,913)	-	(192,913)
At 30 June 2014	6,430	33,979	24,650	(31,193)	-	11,690	19,025	53,204	-	128,371	246,156	2,066	248,222

Note a: Under the Companies Law of the Cayman Islands (2010 Revision as amended from time to time), the share premium and capital reserve of the Company may be applied for payment of distributions or dividends to shareholders provided that immediately following the date on which the distribution or dividend is proposed to be paid, the Company is able to pay its debts as they fall due in the ordinary course of business.

Note b: Pursuant to the relevant laws and regulations for foreign investment enterprises (“FIEs”) established in the People’s Republic of China excluding Hong Kong (the “PRC”), a certain portion of the FIE’s profits is required to be transferred to reserve funds which are not distributable. Transfers to this reserve are made out of the FIE’s profits after taxation calculated in accordance with accounting principles and financial regulations applicable to PRC enterprises (“PRC GAAP”) and shall not be less than 10% of profit after taxation calculated in accordance with PRC GAAP. No such transfer was made during both periods as there was no such profit after tax from FIEs in either periods.

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
For the six months ended 30 June 2014

	(Unaudited)	
	Six months ended	
	30 June	
	2014	2013
	HK\$'000	HK\$'000
Net cash used in operating activities	(3,784)	(14,283)
Cash flows from investing activities:		
Investment income received from available-for-sale investments	5,006	25,921
Interest received	1,006	777
Purchase of available-for-sale investments	(6,418)	(2,225)
Purchase of property, plant and equipment	(170)	(533)
Repayment received from fellow subsidiaries	–	2,222
Proceeds from capital return of available-for-sale investments	–	2,075
Repayment received from ultimate holding company	–	296
Proceeds from disposal of property, plant and equipment	–	8
Net cash (used in) generated by investing activities	(576)	28,541
Cash flows from financing activity:		
Dividends paid	(192,913)	–
Cash used in financing activity	(192,913)	–
Net (decrease) increase in cash and cash equivalents	(197,273)	14,258
Cash and cash equivalents at 1 January	373,497	286,542
Effect of exchange rate changes on the balance of cash held in foreign currencies	(1,668)	990
Cash and cash equivalents at 30 June, representing bank balances and cash	174,556	301,790

Notes:

1. BASIS OF PREPARATION

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standards (“HKAS”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the disclosure requirements of Chapter 18 of the Rules Governing the Listing of Securities on the Growth Enterprises Market of The Stock Exchange of Hong Kong Limited.

The condensed consolidated financial statements of the Group have not been reviewed by the Company’s auditor. Adjustments may be identified during the course of annual audit to be performed by the Company’s auditor.

In October 2013, the Company had disposed its business segment of internet portal business in the PRC. This business segment is presented as discontinued operation in accordance with Hong Kong Financial Reporting Standard (“HKFRSs”) 5. Certain comparatives on the consolidated statement of comprehensive income have been re-presented as a result of the retrospective application of HKFRS 5.

2. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements of the Group have been prepared under historical cost convention, except for certain financial instruments, which are measured at fair value. The principal accounting policies used in the preparation of the condensed consolidated financial statements are consistent with those adopted in the preparation of the annual financial statements of the Group for the year ended 31 December 2013 except as described below.

In the current Half-Yearly Period, the Group has applied, for the first time, certain new or revised HKFRSs issued by the HKICPA. The application of the new or revised HKFRSs in the current Half-Yearly Period has had no material effect on the amounts reported in these condensed consolidated financial statements and/or disclosures set out in these condensed consolidated financial statements.

3. REVENUE

Revenue from operations represents revenue derived from the continuing operation – travel media business.

4. SEGMENT INFORMATION

The Group’s reportable and operating segments under HKFRS 8 are summarised as follow:

Continuing operation

- Travel media – provision of advertising services through the internet and travel magazines, event organising services and magazines publication.

Discontinued operation

- Internet portal – provision of content and internet services and advertising services.

Segment revenues and results

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

	Continuing operation Travel media		Discontinued operation Internet portal		Total	
	Six months ended 30 June		Six months ended 30 June		Six months ended 30 June	
	2014	2013	2014	2013	2014	2013
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Reportable segment revenue	30,786	47,309	–	29,475	30,786	76,784
Reportable segment profit	1,612	8,249	–	656	1,612	8,905
Bank interest income	7	11	–	135	7	146
Depreciation and amortisation	154	125	–	495	154	620
Impairment loss	(77)	(560)	–	(715)	(77)	(1,275)
Income tax expense	(272)	(1,403)	–	–	(272)	(1,403)
Additions to non-current assets	170	294	–	239	170	533

Reconciliation of segment results to (loss) profit before tax

	Six months ended 30 June	
	2014	2013
	HK\$'000	HK\$'000
	(Re-presented)	
Segment profit	1,612	8,905
Segment profit from discontinued operation	–	(656)
Investment and other income	5,150	20,196
Central administration costs	(13,124)	(13,888)
(Loss) profit before tax from continuing operation	(6,362)	14,557

All revenue reported above represents revenue generated from external customers. There were no inter-segment sales in either period.

Segment profit represents the profit earned by each segment without allocation of investment and other income, other expenses, central administration costs. Included in investment and other income consists of investment income, interest income from unallocated bank balances, gain on disposal of fixed assets and other non-operating income. This is the measure reported to the chief operating decision maker for the purpose of resource allocation and performance assessment.

Segment assets and liabilities

The following is an analysis of the Group's assets and liabilities by reportable segment:

	(Unaudited) 30 June 2014 HK\$'000	(Audited) 31 December 2013 HK\$'000
Segment assets		
Travel media (Continuing operation)	60,857	60,742
Total segment assets	60,857	60,742
Unallocated bank balances and cash	132,279	328,491
Available-for-sale investments	66,791	61,752
Others	3,811	15,910
Consolidated assets	263,738	466,895
Segment liabilities		
Travel media (Continuing operation)	13,682	17,420
Total segment liabilities	13,682	17,420
Others	1,834	1,794
Consolidated liabilities	15,516	19,214

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

- all assets are allocated to reportable segments other than unallocated bank balances and cash, available-for-sale investments and assets used jointly by reportable segments.
- all liabilities are allocated to reportable segments other than liabilities for which reportable segments are jointly liable.

Geographical information

The Group's operations are mainly located in Singapore (mainly travel media services) and the PRC (mainly internet portal services).

The Company is an investment holding company incorporate in the Cayman Islands where the Group does not have any activities. The Group had majority of its operations and workforce in the PRC and Singapore. With the disposal of the PRC internet portal business during the year ended 31 December 2013, Singapore is considered as the group's country of domicile for the purpose of the disclosures as required by HKFRS 8 "Operating Segment".

The Group's revenue from external customers and information about its non-current assets* by geographical location are detailed below:

	Revenue from customers		Non-current assets	
	Six months ended 30 June		30 June	31 December
	2014	2013	2014	2013
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Continuing operation				
Singapore (place of domicile)	30,786	47,309	539	644
Discontinued operation				
PRC	–	29,475	–	–
	30,786	76,784	539	644

* Non-current assets excluded financial instruments.

5. INCOME TAX

Hong Kong profits tax is calculated at 16.5% for the Half-Yearly Period and corresponding period in 2013. No provision for Hong Kong profits tax has been made as the Group had no significant assessable profits in Hong Kong for the Half-Yearly Period and the corresponding period in 2013.

Taxation arising in other jurisdictions is calculated at the rates prevailing in the relevant jurisdiction.

6. (LOSS) PROFIT FOR THE PERIOD FROM CONTINUING OPERATION

(Loss) Profit for the period from continuing operation has been arrived at after charging (crediting) the following items:

	Six months ended 30 June	
	2014	2013
	HK\$'000	HK\$'000
Depreciation of property, plant and equipment	179	137
Staff costs (including directors' emoluments)	9,816	11,541
Auditor's remuneration	760	649
Investment income on available-for-sale investments (included in other income)	(5,006)	(19,473)
Net foreign exchange loss (gain)	6,748	(483)
Bank interest income (included in other income)	(231)	(340)
	<u> </u>	<u> </u>

7. (LOSS) EARNINGS PER SHARE

From continuing and discontinued operations

The calculation of the basic and diluted (loss) earnings per share from continuing and discontinued operations attributable to the owners of the Company is based on the following data:

	Three months ended 30 June		Six months ended 30 June	
	2014	2013	2014	2013
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Earnings				
(Loss) profit from continuing and discontinued operations				
(Loss) earnings for the purpose of basic and diluted (loss) earnings per share	<u>(6,856)</u>	<u>9,014</u>	<u>(6,619)</u>	<u>13,768</u>

	Three months ended 30 June		Six months ended 30 June	
	2014	2013	2014	2013
	'000	'000	'000	'000
		(Restated)		(Restated)

Number of shares

Weighted average number of ordinary shares for the purposes of basic and diluted (loss) earnings per share

	<u>643,042</u>	<u>643,042</u>	<u>643,042</u>	<u>643,042</u>
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The weighted average number of ordinary shares for the purpose of basic earnings per share had been adjusted for the bonus issue on 16 January 2014.

The calculation of diluted earnings per share for the six months ended 30 June 2013 does not assume the exercise of share options as the exercise prices of share options are higher than the average market price of Company's shares over the reporting period. All the share options had lapsed on 21 March 2013.

From continuing operation

The calculation of the basic and diluted (loss) earnings per share from continuing operation attributable to the owners of the Company is based on the following data:

	Three months ended 30 June		Six months ended 30 June	
	2014	2013	2014	2013
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Earnings				
(Loss) profit for the period attributable to owners	(6,856)	9,014	(6,619)	13,768
Less: Profit for the period from discontinued operation	<u>—</u>	<u>681</u>	<u>—</u>	<u>656</u>
(Loss) earnings for the purpose of basic and diluted (loss) earnings per share from continuing operation	<u>(6,856)</u>	<u>8,333</u>	<u>(6,619)</u>	<u>13,112</u>

The denominators used are the same as those detailed above for basic and diluted (loss) earnings per share.

From discontinued operation

The Company does not have discontinued operation in 2014 and therefore no earnings per share for discontinued operation for the six months ended 30 June 2014 is presented.

Basic and diluted profit per share for discontinued operation for the three months and six months ended 30 June 2013 are HK cent 0.11 and HK cent 0.10 based on the profit from discontinued operation of HK\$681,000 and HK\$656,000 respectively. The denominators used are the same as those detailed above for basic and diluted earnings per share.

8. DIVIDENDS

On 9 May 2014, the Company declared a special dividend of HK\$0.30 per share to shareholders out of the Company's retained profits. The dividend was paid in June 2014 totaling HK\$192,913,000.

The directors do not recommend the payment of an interim dividend for the six months ended 30 June 2014 (the corresponding period in 2013: Nil).

9. ACCOUNTS RECEIVABLE

The following is an aged analysis of accounts receivable net of allowance for doubtful debts presented based on invoice date at the end of the reporting period:

	(Unaudited) 30 June 2014 HK\$'000	(Audited) 31 December 2013 HK\$'000
Within 90 days	11,068	12,353
91-120 days	351	528
121-180 days	633	397
Over 180 days	1,234	171
	13,286	13,449

The Group's trading terms with its customers are mainly on credit. The credit period is generally for a period of one month, extending up to six months for major customers. The Group seeks to maintain strict control over its outstanding accounts receivable and has a credit control policy to minimize credit risk. Overdue balances are reviewed regularly by senior management. The Group had provided an impairment loss on accounts receivable based on experience of collecting payments.

10. ACCOUNTS PAYABLE

The following is an aged analysis of accounts payable presented based on the invoice date at the end of the reporting period:

	(Unaudited) 30 June 2014 HK\$'000	(Audited) 31 December 2013 HK\$'000
Within 90 days	3,070	4,643
91-120 days	10	7
121-180 days	30	2
Over 180 days	416	1,145
	3,526	5,797

11. SHARE CAPITAL

	Number of shares		Share capital	
	(Unaudited) 30 June 2014	(Audited) 31 December 2013	(Unaudited) 30 June 2014 HK\$'000	(Audited) 31 December 2013 HK\$'000
Ordinary shares of HK\$0.01 each				
Authorised	3,000,000,000	3,000,000,000	30,000	30,000
Issued and fully paid:				
At beginning of the period/year	107,173,641	107,173,641	1,072	1,072
Share issued upon bonus issue (<i>note a</i>)	535,868,205	–	5,358	–
At end of the period/year	643,041,846	107,173,641	6,430	1,072

Note:

- (a) Pursuant to an ordinary resolution in relation to the issue of bonus shares passed at an extraordinary general meeting of the Company on 31 December 2013, 535,868,205 bonus shares of HK\$0.01 each were issued on 16 January 2014 to the shareholders who were entitled to those bonus shares on the basis of five bonus shares for every existing ordinary share. The bonus shares rank *pari passu* with the existing shares in all respects.

12. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

Fair value of the Group's financial assets and financial liabilities that are measured at fair value on a recurring basis

Some of the Group's financial assets and financial liabilities are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets and financial liabilities are determined (in particular, the valuation technique(s) and inputs used), as well as the level of the fair value hierarchy into which the fair value measurements are categorized (levels 1 to 3) based on the degree to which the inputs to the fair value measurements is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active market for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

For other unlisted securities included in available-for-sale financial assets, it is comprised of the private equity funds which the management, operation, policy and conduct of the private equity funds shall be vested exclusively in the general partners. The Group's investment have been accounted for at cost less impairment, if any, at the end of each reporting period because the range of reasonable fair value estimates is so significant that the Directors of the Company are of the opinion that their fair value cannot be measured reliably.

The Directors of the Company consider that the following financial assets and financial liabilities recorded at amortised cost in the condensed consolidated financial statements approximate their fair values:

- Accounts receivable
- Prepayments, deposits and other receivables
- Bank balances and cash
- Accounts payable
- Other payables and accrued liabilities

Fair value measurements and valuation processes

The Group's finance department includes a team that performs the valuations of financial assets required for financial reporting purposes. This team reports directly to the chief financial officer (CFO) and the audit committee (AC). Discussions of valuation processes and results are held between the CFO, AC and the valuation team at least once every quarter, in line with the Group's quarterly reporting dates.

13. POST REPORTING PERIOD EVENTS

There is no significant post reporting period event for the Half-Yearly Period.

MANAGEMENT DISCUSSION AND ANALYSIS

Financial Review

Revenue and gross profit

Revenue for the Half-Yearly Period was HK\$30,786,000 representing a HK\$16,523,000, or 35% decrease compared to the corresponding period in 2013. The net decrease was primarily attributable to keen competition in travel media industry and a shortfall of the event management contract for ATF 2014 (ASEAN Tourism Forum) in the first quarter of 2014.

Gross profit margin for the Half-Yearly Period improved to 53%, compared to 49% in the same period last year, as the result of effective cost control measurement.

Other income

Other income decreased by 72% to HK\$5,662,000 for the Half-Yearly Period, compared to HK\$20,249,000 for the corresponding period in 2013. The significant decrease was primarily due to HK\$14,467,000 decrease in investment income from our private equity fund investments as certain one-off distribution from investments in the corresponding period in 2013 did not recur.

Selling and distribution expenses

Selling and distribution expenses remained constant, it was HK\$9,299,000 for the Half-Yearly Period, compared to HK\$9,176,000 for the corresponding period in 2013.

Administrative expenses

Administrative expenses decreased slightly by 1% to HK\$19,100,000 for the Half-Yearly Period, compared to HK\$19,307,000 for the corresponding period in 2013. Administrative expenses include share option expenses of HK\$nil (2013: HK\$16,000) recognised in accordance with HKFRS 2.

Impairment losses recognized

An impairment loss of HK\$77,000 (2013: HK\$560,000) has been recognised for the Half-Yearly Period based on the management assessment on the possibility of collecting the payments.

Income tax

The Group recorded an income tax expense of HK\$272,000 for the Half-Yearly Period, compared to HK\$1,403,000 for the corresponding period in 2013.

Non-controlling interests

Loss shared by non-controlling interests was HK\$15,000 for the Half-Yearly Period, compared to a profit of HK\$42,000 for the corresponding period in 2013. The Group's equity interest in this company is 90% as at 30 June 2014 (2013: 90%).

(Loss) profit for the period attributable to owners of the Company

Loss for the period attributable to owners of the Company was HK\$6,619,000 for the Half-Yearly Period, compared to a profit of HK\$13,768,000 for the corresponding period in 2013.

Liquidity and financial resources

The Group generally financed its operations with its internally generated cash flows. The Group's total equity was HK\$248,222,000 as at 30 June 2014 after the distribution of a special dividend totaling HK\$192,913,000 from retained profit, compared to HK\$447,681,000 as at 31 December 2013. Total assets amounted to HK\$263,738,000 as at 30 June 2014, compared to HK\$466,895,000 as at 31 December 2013, of which HK\$174,556,000 (2013: HK\$373,497,000) was bank balances and cash and HK\$66,791,000 (2013: HK\$61,752,000) was available-for-sale investments.

Capital structure

On 3 December 2013, the Board proposed a bonus issue of new shares ("Bonus Shares") on the basis of five bonus shares for every one share held by the existing shareholders. The Bonus Shares rank pari passu in all respect with the shares then in issue. On 16 January 2014, the bonus issue was completed. The issued share capital of the Company was therefore increased by 535,868,205 shares from 107,173,641 shares to 643,041,846 shares and approximately of HK\$5,358,682 was credited to share capital with the same amount was debited to the share premium account.

Charges on the Group's assets

No charge has been created on the Group's assets as at 30 June 2014 and 31 December 2013.

Gearing ratio

The Group has a zero gearing ratio as at 30 June 2014 and 31 December 2013 as calculated by net debts divided by total equity.

Exposure to fluctuations in exchange rates and any related hedges

The majority of the Group's assets and liabilities and business transactions were denominated in Renminbi, Singapore dollars, Hong Kong dollars and United States dollars. During the six months period ended 30 June 2014, the Group had not entered into any hedging arrangements. However the management will continue to monitor closely its foreign currency exposure and requirements and to arrange for hedging facilities when necessary.

Contingent liabilities

The Group had no significant contingent liability as at 30 June 2014 and 31 December 2013.

Material acquisitions, disposals and significant investments

There were no material acquisitions, disposals or significant investments during the Half-Yearly Period.

Employee information

As at 30 June 2014, the Group had 62 (2013: 62) full-time employees, of which 11 (2013: 13) were based in Hong Kong, 2 (2013: 2) in China, 48 (2013: 45) in Singapore, 1 (2013: 1) in Malaysia and nil (2013: 1) in Thailand. The Group has introduced share option schemes to recognise the contributions of the employees to the growth of the Group. The schemes have been or will be amended from time to time to take into account changes in market conditions and the GEM Listing Rules.

MARKET REVIEW

The media landscape has evolved tremendously over the last decade, shifting the way people choose to receive news, information and engage with brands and businesses. Now more so than ever, the number of media platforms and channels competing for user traffic and advertising dollar is at an all-time high. The growing popularity of online media for reasons that include competitive advertising rates and ease of measuring results, have also put traditional print media under huge pressure.

BUSINESS REVIEW

With TTG's existing range of media products consisting of 80% traditional print channels, both publishing business group and events business group had dedicated to expanding its products and service portfolio.

The TTG publishing business group was able to cushion its shortfall of mainstream revenue for the reporting period through the successful publishing of three special projects namely "TTG Show Daily: IT&CM China"; "TTG China Travel Awards supplement"; and "TTG Asia Luxury". In the meanwhile, 2 new publications had been launched during the reporting period. These include a quarterly publication entitled "TTGassociations" in response to the rise of Asia-Pacific association meetings, and the growing importance of associations in this region. It is being positioned as "The Intelligent Resource To Association Meetings In Asia-Pacific"; and "Sentosa Harbour Front Precinct Map" (Singapore's only guide & map on the Sentosa Harbour Front precinct, which was created in partnership with the Sentosa Harbour Front Business Association). This map boasts the most comprehensive precinct map with fully illustrated eye-catching landmark icons and detailed legends. It also offers editorial insight on recommended itineraries, top picks for the issue, attraction spotlight and information about the precinct's shopping, dining, and entertainment activities.

The events business group worked together with its project business partners, China International Travel Services (CITS) and MP International to successfully organise IT&CM China 2014 in Shanghai. This 8th edition of the event saw a good turnout of hosted and trade buyers with sellers and exhibitors generally pleased with the results from the show.

PROSPECTS

In the reporting period, a significant amount of resources has been devoted to the on-going planning and preparatory work of business development projects scheduled for future launches in the second half of 2014. Apart from the two publications that were launched in the reporting period, another 4 new businesses/products are in the pipeline to debut within this year by TTG. TTG's newly established Global Commerce Business Group is developing an online e-commerce portal, "Roomonger" which enables hotel operators to provide direct trade rates with instant confirmation to retail agents. The Events Business Group is organising a new product, "Travel Trade e-Space" which aimed to operate as a virtual exhibition that allows travel trade suppliers and buyers from all over the world to explore business opportunities round the clock through this online platform. The Publishing Business Group is preparing for 2 new maps, namely "The Singapore River Precinct Guide & Map" and "The Official Cruise Map of Singapore". We believe that these new developments of our products and services enable TTG to take a great step forward in the media landscape.

INTERESTS AND SHORT POSITIONS OF DIRECTORS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As at 30 June 2014, the interests of each of the Directors, chief executive and their associates 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 (the "SFO") which would have to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest or short positions which they are taken or deemed to have under such provisions of the SFO) or which were required to be recorded in the register maintained by the Company pursuant to section 352 of the SFO or otherwise notified to the Company and the Stock Exchange pursuant to rules 5.46 to 5.67 of the GEM Listing Rules relating to the securities transactions by the Directors, were as follows:

The Company

Long positions in ordinary shares and the underlying shares of equity derivatives

Name of Directors/chief executive	Number of shares	Number of underlying shares	Nature of interests/ Holding capacity	Approximate percentage of interests
Xiao Hua	780,000	–	Personal/beneficiary	0.12%
Zhu Xiangrong	1,500,000	–	Corporate (<i>Note 1</i>)	0.23%

Note:

- (1) These shares were beneficially owned by Praise Million Limited, a company 100% owned by Mr. Zhu Xiangrong.

Options to subscribe for ordinary shares in the Company pursuant to its share option schemes

As at 30 June 2014, none of the Directors, chief executive and their associates had any interests or short positions 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 (the “SFO”) which would have to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest or short positions which they are taken or deemed to have under such provisions of the SFO) or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which were required, pursuant to rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange.

INTERESTS AND SHORT POSITIONS OF SUBSTANTIAL SHAREHOLDERS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

So far as is known to any Directors or chief executive of the Company, as at 30 June 2014, the following companies (not being a Directors or chief executive of the Company) who have interests or short positions in the shares and underlying shares of the Company which should be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO were as follows:

Name	Number of shares	Number of underlying shares	Percentage of issued share capital
QiYi Holdings Limited (<i>Note 1</i>)	433,590,252	–	67.42%
Mr. Chen Ying Zhen (<i>Note 1</i>)	433,590,252	–	67.42%

Note:

- (1) Mr. Chen Ying Zhen is a substantial shareholder, director and the ultimate beneficial owner of QiYi Holdings Limited.

Save as disclosed above, as at 30 June 2014, none of the Directors are aware of any other persons who has an interest or short position in the shares or underlying shares of the Company which should be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the required to be kept by the Company under Section 336 of the SFO.

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

During the six months ended 30 June 2014, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

COMPETING INTERESTS

During the six months ended 30 June 2014, none of the Directors or the management shareholders of the Company or their respective associates had an interest in a business which competes or may compete with the business of the Group.

SECURITIES TRANSACTIONS BY DIRECTORS

During the six months ended 30 June 2014, the Company has not adopted a code of conduct regarding the directors' securities transactions but has applied the principles of the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules ("Required Standard of Dealings"). Having made specific enquiry of all Directors of the Company, the Directors confirmed that they have complied with or they were not aware of any non-compliance with the Required Standard of Dealings during the six months ended 30 June 2014.

CORPORATE GOVERNANCE CODE COMPLIANCE

Save as disclosed below, the Company has complied throughout the six months ended 30 June 2014 with the applicable code provisions in the Corporate Governance Code (the "CG code") and Corporate Governance Report contained in Appendix 15 to the GEM Listing Rules.

In respect A.6.7 of the CG code provision, the independent non-executive director, Mr. Wu Guilong was unable to attend the annual general meeting of the Company due to his other business commitment. Mr. Chow Chi Wa, the executive director and chief executive officer, was also unable to attend the annual general meeting of the Company due to sickness.

AUDIT COMMITTEE

The Company established an Audit Committee on 25th February 2000 with written terms of reference which are of no less exacting terms than those set out in the Corporate Governance Code and Corporate Governance Report contained in Appendix 15 of the GEM Listing Rules. At the present, the Audit Committee comprises three independent non-executive Directors namely, Ms. Peng Jiang (Committee Chairlady), Mr. Zhu Xiangrong and Mr. Wu Guilong. The primary duties of the Audit Committee are to oversee that management (i) has maintained the reliability and integrity of the accounting policies and financial reporting and disclosure practices of the Company; (ii) has established and maintained processes to assure that an adequate system of internal control is functioning within the Company; and (iii) has established and maintained processes to assure compliance by the Company with all applicable laws, regulations and corporate policy.

The Audit Committee has reviewed the final draft report for the Half-Yearly Period ended 30 June 2014 and has provided advice and comments thereon before passing the same for approval by the Board of the Company.

DIVIDEND

On 9 May 2014, the Company declared a special dividend of HK\$0.30 per share to shareholders out of the Company's retained profits. The dividend was paid in June 2014 totaling HK\$192,913,000.

The directors do not recommend the payment of an interim dividend for the Half-Yearly Period ended 30 June 2014.

On behalf of the Board
Ms. Xu Yun
Chairlady

Hong Kong, 12 August 2014

As at the date of this announcement, the Directors of the Company are:

Executive Directors:

Mr. Chow Chi Wa, Mr. Huang Honghua and Mr. Xiao Hua

Non-Executive Director:

Ms. Xu Yun

Independent Non-Executive Directors:

Ms. Peng Jiang, Mr. Zhu Xiangrong, Mr. Wu Guilong