



SUNNY GLOBAL HOLDINGS LIMITED

新怡環球控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1094)

ANNOUNCEMENT OF INTERIM RESULTS FOR THE TWELVE MONTHS ENDED 30 SEPTEMBER 2007

The board of directors (the “Board”) of Sunny Global Holdings Limited (the “Company”) is pleased to announce the unaudited condensed consolidated results of the Company and its subsidiaries (the “Group”) for the twelve months ended 30 September 2007 together with comparative figures for the corresponding twelve months ended 30 September 2006. This second interim report is presented as a result of a change in the Company’s financial year ended from 30 September to 31 December.

CONDENSED CONSOLIDATED INCOME STATEMENT

		Twelve months ended 30 September	
		2007	2006
		(Unaudited)	(Audited)
	Notes	HK\$'000	HK\$'000
Revenue	2, 3	44,040	26,808
Cost of sales		(39,644)	(22,287)
Gross profit		4,396	4,521
Other income		1,121	4,981
Administrative and other operating expenses		(31,201)	(13,199)
Impairment loss on goodwill		(5,000)	(24,000)
Impairment loss on property, plant and equipment		—	(2,000)
Impairment loss on trade and other receivables		—	(7,135)
Operating loss		(30,684)	(36,832)
Other financial income		1,872	546
Finance costs		(14)	—
Share of (loss)/profit of associate		(3,407)	3
Loss before income tax	4	(32,233)	(36,283)
Income tax expense	5	—	—
Loss for the period		(32,233)	(36,283)
Attributable to:			
Equity holders of the Company		(31,580)	(35,926)
Minority interests		(653)	(357)
Loss for the period		(32,233)	(36,283)
		HK cents	HK cents
Loss per share for loss attributable to equity holders of the Company	7		
— Basic		(1.49)	(2.98)
— Diluted		(1.40)	(2.94)

* For identification purpose only

CONDENSED CONSOLIDATED BALANCE SHEET

		As at 30 September 2007 (Unaudited) HK\$'000	As at 30 September 2006 (Audited) HK\$'000
	<i>Notes</i>		
ASSETS AND LIABILITIES			
Non-current assets			
Property, plant and equipment		6,340	4,637
Consideration paid for acquisition of subsidiaries		—	4,500
Interest in an associate		2,786	6,194
Interest in a joint venture		1,053	—
Goodwill		119,949	38,222
		130,128	53,553
Current assets			
Trade receivables, other receivables and deposits	8	13,995	10,035
Loan to a minority shareholder		484	464
Cash at banks		184,974	17,947
		199,453	28,446
Current liabilities			
Trade and other payables	9	7,276	9,601
Net current assets		192,177	18,845
Total assets less current liabilities		322,305	72,398
EQUITY			
Equity attributable to the Company's equity holders			
Share capital		318,316	145,000
Accumulated losses		(127,746)	(96,166)
Other reserves		128,646	20,216
		319,216	69,050
Minority interests		3,089	3,348
Total equity		322,305	72,398

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

1. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES

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

These condensed consolidated financial statements should be read in conjunction with the financial statements for the year ended 30 September 2006 and the first interim condensed financial statements for the six months ended 31 March 2007.

The accounting policies and methods of computation used in the preparation of the second interim financial statements are consistent with those used in the annual financial statements for the year ended 30 September 2006.

The second interim financial statements are unaudited and have been reviewed by the audit committee of the Company.

2. REVENUE

An analysis of the Group’s revenue is as follows:

	Twelve months ended 30 September	
	2007	2006
	HK\$’000	HK\$’000
Revenue — Turnover		
Information technology business		
— Trading of hardware and software	29,526	18,819
— Provision of services	11,208	7,806
General trading	3,306	183
	44,040	26,808

Turnover represents total invoiced value of goods sold, net of sales tax and services rendered.

3. SEGMENT INFORMATION

The Group's operating businesses are structured and managed separately, according to the nature of their operations and the products and services they provide. Each of the Group's business segments represents a strategic business unit that offers products and services which are subject to risks and returns that are different from those of other business segments.

In accordance with the Group's internal financial reporting policy, its segment information is presented by way of two segments format: (i) on a primary segment reporting basis, by business segment; and (ii) on a secondary segment reporting basis, by geographical segment.

Primary reporting format — Business segments

The following tables present revenue, loss and certain assets and liabilities information for the Group's business segments:

	Information technology business HK\$'000	Corporate HK\$'000	Others HK'000	Total HK\$'000
2007				
By principal activity:				
Sales to external customers	<u>40,734</u>	<u>—</u>	<u>3,306</u>	<u>44,040</u>
Segment results	<u>(4,034)</u>	<u>(23,796)</u>	<u>1,025</u>	<u>(26,805)</u>
Other income				1,121
Bank interest income				1,872
Finance cost				(14)
Impairment loss on goodwill	(5,000)	—	—	(5,000)
Share of loss of an associate	(3,407)	—	—	(3,407)
Loss before income tax				(32,233)
Income tax expense				—
Loss for the period				<u>(32,233)</u>
Segment assets	172,914	153,863	2,804	329,581
Segment liabilities	<u>6,217</u>	<u>500</u>	<u>559</u>	<u>7,276</u>

2006	Information technology business HK\$'000	Corporate HK\$'000	Others HK'000	Total HK\$'000
By principal activity:				
Sales to external customers	<u>26,625</u>	<u>—</u>	<u>183</u>	<u>26,808</u>
Segment results	<u>(647)</u>	<u>(8,093)</u>	<u>(62)</u>	(8,678)
Other income				4,981
Bank interest income				546
Impairment loss on property, plant and equipment	—	(2,000)	—	(2,000)
Impairment loss on goodwill	(24,000)	—	—	(24,000)
Impairment loss on trade and other receivables	(4,306)	—	(2,829)	(7,135)
Share of profit of an associate	3	—	—	<u>3</u>
Loss before income tax				(36,283)
Income tax expense				<u>—</u>
Loss for the period				<u>(36,283)</u>
Segment assets	8,579	73,420	—	81,999
Segment liabilities	<u>6,035</u>	<u>3,566</u>	<u>—</u>	<u>9,601</u>

Secondary reporting format — Geographical segments

The following tables provide an analysis of the Group's revenue and contribution to loss from operations by geographical market:

	Hong Kong	The People's Republic of China	Australia	Others	Total
	HK\$'000	(the "PRC") HK\$'000	HK\$'000	HK\$'000	HK\$'000
2007					
Segment revenue:					
Sales to external customers	<u>27,270</u>	<u>6,000</u>	<u>6,946</u>	<u>3,824</u>	<u>44,040</u>
Segment results	<u>(27,039)</u>	<u>(715)</u>	<u>1,358</u>	<u>(409)</u>	<u>(26,805)</u>
Financial income					1,872
Finance costs					(14)
Other revenue					1,121
Impairment loss on goodwill					(5,000)
Share of profit of associate					(3,407)
Loss before income tax					(32,233)
Income tax expense					—
Loss for the period					<u>(32,233)</u>

	Hong Kong	The People's Republic of China	Others	Total
	HK\$'000	(the "PRC") HK\$'000	HK\$'000	HK\$'000
2006				
Segment revenue:				
Sales to external customers	<u>6,371</u>	<u>20,254</u>	<u>183</u>	<u>26,808</u>
Segment results	<u>(7,733)</u>	<u>(1,007)</u>	<u>62</u>	<u>(8,678)</u>
Financial income				546
Other revenue				4,981
Impairment loss on property, plant and equipment				(2,000)
Impairment loss on goodwill				(24,000)
Impairment loss on trade and other receivables				(7,135)
Share of profit of an associate				3
Loss before income tax				(36,283)
Income tax expense				—
Loss for the period				<u>(36,283)</u>

4. LOSS BEFORE INCOME TAX

Twelve months ended 30 September	
2007	2006
HK\$'000	HK\$'000

Loss before income tax is arrived at after charging:

Costs of inventories recognised as expense

— Information technology business	27,899	22,287
— General trading	2,234	—

Depreciation and amortisation on property, plant and equipment

— owned assets	1,414	756
— leased assets	35	—

Impairment loss on goodwill

5,000	24,000
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Rental in respect of land and buildings under operating leases

594	558
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Share based payments

15,378	—
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5. INCOME TAX EXPENSE

No Hong Kong profits tax has been provided in the financial statements as the Group did not derive any assessable profit in Hong Kong for the period.

No PRC income tax has been provided in the financial statements as the Group did not derive any assessable profit in the PRC for the period.

6. INTERIM DIVIDEND

The Board has resolved not to declare any interim dividend in respect of the twelve months ended 30 September 2007 (period ended 30 September 2006: Nil).

7. LOSS PER SHARE

The calculation of basic loss per share is based on the Group's loss attributable to equity holders of the Company for the period of HK\$31,580,000 (2006: HK\$35,926,000) and on weighted average of 2,112,513,330 (2006: 1,204,246,575) ordinary shares in issue during the period.

The calculation of diluted loss per share for current period is based on the Group's loss attributable to equity holders of the Company of HK\$31,580,000 (2006: HK\$35,926,000) and on weighted average of 2,243,529,330 (2006: 1,220,630,137) ordinary shares outstanding during the period, adjusted for the effects of all dilutive potential shares.

8. TRADE RECEIVABLES, OTHER RECEIVABLES AND DEPOSITS

	As at 30 September 2007 <i>HK\$'000</i>	As at 30 September 2006 <i>HK\$'000</i>
Trade receivables	6,506	5,829
Prepayments and deposits	3,401	527
Other receivables	4,088	3,679
	<u>13,995</u>	<u>10,035</u>

The Group's policy is to allow an average credit period of 30 to 90 days to its trade customers. At 30 September 2007, the ageing analysis of the trade receivables were as follows:

	As at 30 September 2007 <i>HK\$'000</i>	As at 30 September 2006 <i>HK\$'000</i>
0-30 days	1,407	3,311
31-60 days	4	2
61-90 days	749	1
91-180 days	1,893	—
181 days or above	2,453	2,515
	<u>6,506</u>	<u>5,829</u>

9. TRADE AND OTHER PAYABLES

	As at 30 September 2007 HK\$'000	As at 30 September 2006 HK\$'000
Trade payables	563	2,302
Other payables	3,651	—
Accrued expenses	2,943	7,299
Finance lease payable	119	—
	<u>7,276</u>	<u>9,601</u>

At 30 September 2007, the ageing analysis of the trade payables were as follows:

	As at 30 September 2007 HK\$'000	As at 30 September 2006 HK\$'000
0-30 days	215	1,984
31-60 days	115	105
61-90 days	11	10
91-180 days	89	15
181 days or above	133	188
	<u>563</u>	<u>2,302</u>

MANAGEMENT DISCUSSION AND ANALYSIS

OPERATING AND FINANCIAL REVIEW

During the twelve months ended 30 September 2007, the Group recorded a turnover of approximately HK\$44.0 million, representing an increase of around 64.3% as compared to the previous period HK\$26.8 million, owing to the contribution of turnover from the subsidiaries newly acquired.

The following table provides an analysis of the Group's revenue by business segmentation.

	For twelve months ended 30 September 2007		For twelve months ended 30 September 2006		Percentage of change Yr. to Yr.
	HK\$'000	%	HK\$'000	%	%
IT Business					
— Trading	29,526	67.0	18,819	70.2	56.9
— Services	11,208	25.5	7,806	29.1	43.6
General trading	3,306	7.5	183	—	1,706
	<u>44,040</u>	<u>100</u>	<u>26,808</u>	<u>100</u>	<u>64.3</u>
TOTAL	<u>44,040</u>	<u>100</u>	<u>26,808</u>	<u>100</u>	<u>64.3</u>

The gross profit margin decreased from 16.8% to 10% in reflection of the Increase in competition in the IT business.

Regarding the IT division, it was still going through its development stage to build up an IT business platform for the Group.

The Group is still implementing a tight cost control policy in order to improve the net profit margin in the coming year.

The Group has recorded a loss attributable to shareholders amounted to approximately HK\$31.6 million or a loss of HK\$1.49 cents per share because it has not yet to achieve the optimal economies of scale in the IT sector.

NEW BUSINESS

In April 2007, the Company acquired the entire share capital of Envision Link Limited (“Envision Link”). Envision Link was incorporated on 3 January 2006 and is principally engaged in the trading of mobile phones and other telecommunications equipment. Envision Link has commenced its business activities on the date of incorporation.

In May 2007, the Company acquired the entire share capital of Global Great Limited (“Global Great”). Global Great was incorporated on 10 January 2005 and is principally engaged in the operation of the VoIP services. Global Great has commenced its business on the date of incorporation.

In June 2007, the company acquired the entire share capital of Interactive Broadband Services Limited (“Interactive Broadband”). Interactive Broadband was incorporated on 16 December 1998 and commenced its business activities on 16 December 1998. Details of this acquisition were disclosed in the Company's announcement dated 14 May 2007.

Throughout these acquisitions, our IT platform of the Group is expected to be strengthened to broaden our revenue bases and enhance the Group's profit margin in the long run.

OUTLOOK

Currently, the Group has participated in the IT business which is under a competitive landscape with suppressed profit margin. The group is planning to reallocate the resources from high capital expenditure business to stable income business such as IT service and product trading.

The Group has entered an MOU with Wisdom First Ltd on 6 December 2007 for the possible acquisition and investment in Welford International Industrial Ltd ("Weldord"). Welford entered into the joint venture agreement with Guangdong Zhenrong Energy Limited for crude oil, fuel oil and natural gas related business.

It is expected that the possible acquisition and investment in Welford will be a good opportunity for the Group to be involved in the energy market in the PRC.

LIQUIDITY AND FINANCIAL RESOURCES

As at 30 September 2007, the Group maintained cash and bank balances of approximately HK\$185 million (30 September 2006: HK\$17.9 million) without any borrowings (30 September 2006: nil).

The gearing ratio of the Group as of 30 September 2007 was null (30 September 2006: nil). As of 30 September 2007, the Group's working capital (net current assets) and current ratio were approximately HK\$192.2 million (30 September 2006: HK\$18.8 million) and 27.4x (30 September 2006: 3.0x) respectively. In term of the quality of current assets, over 76% of current assets were cash at banks whereas the Group is expected to preserve a healthy liquidity position. The existing available cash and bank balances are considered sufficient to adequate liquidity and capital resources for the Group's operating requirements.

PLEDGE OF ASSETS AND CONTINGENT LIABILITIES

As at 30 September 2007, no asset (30 September 2006: nil) was pledged by the Group to secure any bank facility. The Group had no significant contingent liabilities as at 30 September 2007 (30 September 2006: Nil).

FOREIGN EXCHANGE EXPOSURE

The Group has limited exposure to fluctuation in foreign currencies as most of its transactions are denominated in HK dollars, US dollars and Renminbi. Exchange rates between these currencies with Hong Kong dollars were relatively stable during the year under review. The Group has not entered into any foreign currency forward exchange contract for the purpose of hedging against foreign exchange risks involved in the Group's operations.

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries has purchased, redeemed or sold any of the Company's listed securities during the twelve months ended 30 September 2007.

CORPORATE GOVERNANCE

Compliance with the Code on Corporate Governance Practices

The Company has complied with the code provisions of the Code on Corporate Governance Practices (the “Code”) as set out in Appendix 14 to the Listing Rules during the period under review, except for the deviations as below:

Under the code provision A.4.1 of the Code, non-executive directors should be appointed for a specific term and subject to re-election. The independent non-executive directors of the Company are not appointed for a specific term of office. However, all independent non-executive directors are subject to retirement by rotation and re-election at annual general meetings in accordance with the bye-laws of the Company.

AUDIT COMMITTEE

The audit committee of the Company comprises four members namely Mr. Au Tin Fung, Mr. Chan Chun Wai, Mr. Tsui Pak Hang, and Ms. So Wai Yee, Betty, the independent non-executive directors of the Company.

The audit committee has reviewed with the management the accounting principles and practices adopted by the Group and discussed with management in respect to the financial reporting matters, including a review of the unaudited interim accounts of the Group for the twelve months period ended 30 September 2007, who are of the opinion that such statements comply with the applicable accounting standards and the Listing Rules and that adequate disclosure have been made.

REMUNERATION COMMITTEE

The Remuneration Committee comprises four members namely Mr. Au Tin Fung, Mr. Chan Chun Wai, Mr. Tsui Pak Hang, and Ms. So Wai Yee, Betty, the independent non-executive directors of the Company.

The Remuneration Committee is to review and determine the remuneration policy and other remuneration related matters of the Directors and the senior management of the Group.

CODE OF CONDUCT FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted a code of conduct regarding securities transactions by the directors of the Company on terms no less exacting than the required standard of the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules. The Company, having made specific enquiry of all directors, confirmed that all directors have complied with the required standard of dealings set out therein throughout the twelve months ended 30 September 2007.

On behalf of the Board

Li Chun Tak

Executive Director & Chief Executive Officer

Hong Kong, 21 December 2007

As at the date of this announcement, Messrs. Yip Kwan, Ben, Li Chun Tak and Too Shu Wing, are the executive Directors; Mr. Wong Kam Fat Tony is the non-executive Director; and Messrs. Au Tin Fung, Chan Chun Wai, Chan Wai Ming and Tsui Pak Hang are the independent non-executive Directors.