



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 FINAL RESULTS FOR THE PERIOD ENDED 31 DECEMBER 2007

The directors (the “Directors”) of Sunny Global Holdings Limited (the “Company”) hereby announce the audited consolidated results of the Company and its subsidiaries (the “Group”) for the fifteen months ended 31 December 2007 together with the comparative figures for the last financial year ended 30 September 2006 as follows:—

CONSOLIDATED INCOME STATEMENT

		1.10.2006 to 31.12.2007 HK\$'000	1.10.2005 to 30.9.2006 HK\$'000
	<i>Notes</i>		
Turnover	3	57,831	26,808
Cost of sales		(52,593)	(22,287)
Gross profit		5,238	4,521
Other revenue		3,800	5,527
Gain on disposal of an associate		12,129	—
Provision for impairment of property, plant and equipment		—	(2,000)
Provision for impairment of goodwill		(128,000)	(24,000)
Provision for impairment of trade and other receivables		(4,388)	(7,135)
Loss on disposal of a subsidiary		(37)	—
Administrative and other operating expenses		(32,161)	(13,199)
Write off of property, plant and equipment		(3,609)	—

* For identification purposes only

		1.10.2006 to 31.12.2007 HK\$'000	1.10.2005 to 30.9.2006 HK\$'000
Loss from operations		(147,028)	(36,286)
Share of profit of an associate		156	3
Finance costs	5	<u>(37)</u>	<u>—</u>
Loss before taxation	6	(146,909)	(36,283)
Taxation	7	<u>(1,654)</u>	<u>—</u>
Loss for the period/year		<u>(148,563)</u>	<u>(36,283)</u>
Attributable to:			
Equity holders of the Company		(151,480)	(35,926)
Minority interests		<u>2,917</u>	<u>(357)</u>
		<u>(148,563)</u>	<u>(36,283)</u>
Loss per share attributable to ordinary equity holders of the Company	8		
— Basic (HK cents per share)		<u>(13.68)</u>	<u>(5.96)</u>
— Diluted (HK cents per share)		<u>(12.92)</u>	<u>(5.88)</u>

CONSOLIDATED BALANCE SHEET

	<i>Notes</i>	31.12.2007 HK\$'000	30.9.2006 HK\$'000
ASSETS			
Non-current assets			
Property, plant and equipment		3,479	4,637
Goodwill		14,505	38,222
Interest in an associate		—	6,194
Available-for-sale investments		27,583	—
Deposit for acquisition of subsidiaries		35,000	4,500
		80,567	53,553
Current assets			
Trade receivables, other receivables and deposits	9	19,091	10,035
Loan to a minority shareholder		—	464
Pledged deposits		15,021	—
Bank balances and cash		118,213	17,947
		152,325	28,446
Current liabilities			
Trade and other payables	10	7,817	9,601
Receipt in advance		1,027	—
Tax payable		1,735	—
Obligation under finance lease		85	—
Bank overdrafts		18	—
		10,682	9,601
Net current assets		141,643	18,845
NET ASSETS		222,210	72,398
CAPITAL AND RESERVES			
Share capital		321,157	145,000
Accumulated losses		(247,646)	(96,166)
Other reserves		141,690	20,216
		215,201	69,050
Minority interests		7,009	3,348
		222,210	72,398

1. BASIS OF PREPARATION

The financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRS”) as published by the Hong Kong Institute of Certified Public Accountants (“HKICPA”), the disclosure requirements of the Hong Kong Companies Ordinance and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”). The financial statements have been prepared on the historical cost basis except for financial instruments, which are measured at fair value.

2. ADOPTION OF NEW/REVISED HKFRS

In the current period, the Group has applied, for the first time, a number of new standards, amendments and interpretations (“new HKFRSs”), issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”) which are effective for the Group’s financial period beginning 1 October 2006. The adoption of the new HKFRSs had no material effect on how the results and financial position for the current or prior accounting years have been prepared and presented. Accordingly, no prior year adjustment has been required.

The Group has not early applied the following new and revised standards, amendments or interpretations that have been issued but are not yet effective.

HKAS 1 (Amendment)	Capital Disclosures ¹
HKAS 1 (Revised)	Presentation of Financial Statements ²
HKAS 23 (Revised)	Borrowing Costs ²
HKAS 27 (Revised)	Consolidated and Separate Financial Statements ⁷
HKAS 32 & 1 (Amendments)	Puttable financial instruments and obligations arising on obligation ²
HKFRS 2 (Amendment)	Vesting conditions and cancellation ²
HKFRS 3 (Revised)	Business Combinations ⁷
HKFRS 7	Financial Instruments: Disclosures ¹
HKFRS 8	Operating Segments ²
HK (IFRIC) — Int 7	Applying the Restatement Approach under HKAS 29 Financial Reporting in Hyperinflationary Economies ¹
HK (IFRIC) — Int 8	Scope of HKFRS 2 ¹
HK (IFRIC) — Int 9	Reassessment of Embedded Derivatives ¹
HK(IFRIC) — Int 10	Interim Financial Reporting and Impairment ³
HK(IFRIC) — Int 11	HKFRS 2 — Group and Treasury Share Transactions ⁴
HK(IFRIC) — Int 12	Service Concession Arrangements ⁵
HK(IFRIC) — Int 13	Customer Loyalty Programmes ⁶
HK(IFRIC) — Int 14	HKAS 19 — The Limit on a Defined Benefit Assets, Minimum Funding Requirements and their Interaction ⁵

¹ Effective for annual periods beginning on or after 1 January 2007

² Effective for annual periods beginning on or after 1 January 2009

³ Effective for annual periods beginning on or after 1 November 2006

⁴ Effective for annual periods beginning on or after 1 March 2007

⁵ Effective for annual periods beginning on or after 1 January 2008

⁶ Effective for annual periods beginning on or after 1 July 2008

⁷ Effective for annual periods beginning on or after 1 July 2009

The directors of the Company anticipate that the application of these new standards, amendments or interpretations will have no material impact on the results and the financial position of the Group, except that the effects of the application of HKFRS 3 (Revised) and HKAS 27 (Revised) are not reasonably estimate.

3. REVENUE

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

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

	1.10.2006 to 31.12.2007 HK\$'000	1.10.2005 to 30.9.2006 HK\$'000
Turnover		
Information technology business		
— Trading of hardware and software	26,284	18,819
— Provision of services	18,387	7,806
	44,671	26,625
General trading	13,160	183
	57,831	26,808

4. 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, liabilities and capital expenditure information for the Group's business segments:

For the fifteen months ended 31 December 2007

	Information technology business HK\$'000	General trading HK\$'000	Corporate HK\$'000	Inter-segment elimination HK\$'000	Total HK\$'000
Segment revenue:					
Sales to external customers	44,670	13,161	—	—	57,831
Inter-segment revenue	—	—	846	(846)	—
	<u>44,670</u>	<u>13,161</u>	<u>846</u>	<u>(846)</u>	<u>57,831</u>
Segment results	<u>(3,467)</u>	<u>517</u>	<u>(23,973)</u>	<u>—</u>	(26,923)
Other income					553
Bank interest income					3,247
Gain on disposal of an associate	12,129	—	—		12,129
Provision for impairment of goodwill	(115,600)	(12,400)	—		(128,000)
Provision for impairment of trade and other receivables	(2,316)	(2,072)	—		(4,388)
Loss on disposal of a subsidiary	(37)	—	—		(37)
Write off of property, plant and equipment	(3,609)	—	—		(3,609)
Share of profit of an associate	156	—	—		156
Finance costs	(37)	—	—		(37)
Loss before taxation					(146,909)
Taxation					(1,654)
Loss for the period					<u>(148,563)</u>
Segment assets	158,651	1,879	72,362		<u>232,892</u>
Segment liabilities	6,548	2,566	1,568		<u>10,682</u>
Other information					
Capital expenditure	160	—	1,619		1,779
Depreciation	<u>768</u>	<u>6</u>	<u>162</u>		<u>936</u>

For the year ended 30 September 2006

	Information technology business <i>HK\$'000</i>	Corporate <i>HK\$'000</i>	Others <i>HK\$'000</i>	Total <i>HK\$'000</i>
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
Provision for impairment of property, plant and equipment	—	(2,000)	—	(2,000)
Provision for impairment of goodwill	(24,000)	—	—	(24,000)
Provision for impairment of trade and other receivables	(4,306)	—	(2,829)	(7,135)
Share of profit of an associate	3	—	—	<u>3</u>
Loss before taxation				(36,283)
Taxation				<u>—</u>
Loss for the year				<u>(36,283)</u>
Segment assets	8,579	73,420	—	<u>81,999</u>
Segment liabilities	6,035	3,566	—	<u>9,601</u>
Other information				
Capital expenditure	36	5,500	—	5,536
Depreciation	<u>718</u>	<u>38</u>	<u>—</u>	<u>756</u>

4. SEGMENT INFORMATION

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:

	1.10.2006 to 31.12.2007 HK\$'000	1.10.2005 to 30.9.2006 HK\$'000
Sales to external customers		
Hong Kong	36,373	6,371
PRC	14,836	20,254
Australia	1,448	—
USA	5,174	—
Others	—	183
	<u>57,831</u>	<u>26,808</u>

Over 90% of the Group's assets as at 31 December 2007 and 30 September 2006 and its capital expenditure for the period/year then ended were located or utilised in the PRC. Accordingly, geographical segment information in relation to the Group's assets and capital expenditure has not been presented.

5. FINANCE COSTS

	1.10.2006 to 31.12.2007 HK\$'000	1.10.2005 to 30.9.2006 HK\$'000
Interest on bank overdrafts	26	—
Interest charges on finance leases	11	—
	<u>37</u>	<u>—</u>

6. LOSS BEFORE TAXATION

	1.10.2006 to 31.12.2007 HK\$'000	1.10.2005 to 30.9.2006 HK\$'000
Loss before taxation is arrived at after charging:		
Auditors' remuneration	833	1,421
Professional fees	2,862	1,424
Cost of inventories recognised as expense		
— General trading	12,201	—
— Information technology business	25,641	22,287
	<u>37,842</u>	<u>22,287</u>
Depreciation		
— Owned assets	875	756
— Leased assets	61	—
Write off of property, plant and equipment	3,609	—
Exchange loss	325	—
Provision for impairment of goodwill	128,000	24,000
Provision for impairment of trade and other receivables	4,388	7,135
Loss on disposal of property, plant and equipment	228	—
Operating lease rentals—office premises	1,165	558
Staff costs (including directors' remuneration)		
— Salaries and allowances	6,090	6,063
— Retirement scheme contributions	292	280
— Equity settled share-based payment expenses	12,043	—
	<u><u>12,043</u></u>	<u><u>—</u></u>

7. TAXATION

	1.10.2006 to 31.12.2007 HK\$'000	1.10.2005 to 30.9.2006 HK\$'000
Current tax:		
Hong Kong		
— charge for the period/year	—	—
PRC		
— charge for the period/year	1,654	—
	<u><u>1,654</u></u>	<u><u>—</u></u>

No Hong Kong Profits Tax has been provided in the financial statements as the Group has no estimated assessable profits for the period (2006: Nil).

The provision of PRC income tax is calculated based on the statutory rate of 33% of the assessable profit for those subsidiaries established in the PRC, as determined in accordance with the relevant income tax rules and regulations in the PRC (2006: Nil).

8. LOSS FOR SHARE

The calculation of basic loss per share is based on the loss attributable to ordinary equity shareholders of HK\$151,480,000 (2006: HK\$35,926,000) and the weighted average of 1,107,471,000 (2006 (restated): weighted average of 602,124,000) ordinary shares in issue during the period/year

The calculation of diluted loss per share for current period/year is based on the Group's loss attributable to equity holders for the period/year of HK\$151,480,000 (2006: HK\$35,926,000) and the weighted average of 1,172,463,000 (2006 (restated): weighted average of 610,315,000) ordinary shares outstanding during the period/year, adjusted for the effects of all dilutive potential shares.

9. TRADE RECEIVABLES, OTHER RECEIVABLES AND DEPOSITS

	31.12.2007 HK\$'000	30.9.2006 HK\$'000
Trade receivables (<i>note 1</i>)	13,344	10,135
Less: Allowance for doubtful debts (<i>note 2</i>)	(6,524)	(4,306)
Trade receivables—net	6,820	5,829
Other receivables	16,144	6,508
Less: Allowance for doubtful debts	(4,999)	(2,829)
Other receivables—net	11,145	3,679
Prepayments and deposits	1,126	527
	19,091	10,035

Notes:

- As at 31 December 2007, the ageing analysis of the trade receivables net of allowance for doubtful debts was as follows:

	31.12.2007 HK\$'000	30.9.2006 HK\$'000
0-30 days	4,097	3,311
31-60 days	205	2
61-90 days	204	1
91-180 days	568	—
181-365 days	1,746	153
Over 365 days	—	2,362
	6,820	5,829

2. The movement in the allowance for doubtful debts during the period/year is as follows:

	31.12.2007 HK\$'000	30.9.2006 HK\$'000
At beginning of period/year	4,306	—
Impairment loss recognised	2,218	4,306
At end of period/year	6,524	4,306

10. TRADE AND OTHER PAYABLES

	31.12.2007 HK\$'000	30.9.2006 HK\$'000
Trade payables	867	2,302
Accruals and other payables	6,950	7,299
	7,817	9,601

As at 31 December 2007, the ageing analysis of the trade payables was as follows:

	31.12.2007 HK\$'000	30.9.2006 HK\$'000
0-30 days	352	1,984
31-60 days	366	105
61-90 days	11	10
91-180 days	5	15
181-365 days	—	15
Over 365 days	133	173
	867	2,302

MANAGEMENT DISCUSSION AND ANALYSIS

OPERATING AND FINANCIAL REVIEW

During the financial period under review, the Group recorded a turnover of approximately HK\$57.8 million, representing an increase of around 116% as compared to the previous period HK\$26.8 million.

The IT business contributed a turnover of HK\$44.7 million, whereas it was underlying an around 77% of the Group's turnover.

This period our general trading contributed a turnover of HK\$13.1 million.

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

	For the financial period ended 31 December 2007		For the financial Year ended 30 September 2006		Percentage of change Period to Year
	<i>HK\$'000</i>	<i>%</i>	<i>HK\$'000</i>	<i>%</i>	<i>%</i>
IT Business					
— Trading	26,284		18,819		
— Services	18,387		7,806		
	<u>44,671</u>	77	<u>26,625</u>	99	68
General Trading	13,160	23	183	1	7091
TOTAL	<u>57,831</u>	100	<u>26,808</u>	100	116

The gross profit margin decreased from 16.9% to 9.1% partly in reflection of the increased in competition of the IT business.

The Group recorded a loss attributable to shareholders amounted to approximately HK\$149 million because of (1) lacking of optimal economies of scale in IT section and (2) delay in the implementation of the business plan due to; (a) change in the PRC business environment (b) repositioning of ourselves in the PRC market to remain competitive.

GOODWILL

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value in use of the cash-generating units to which the goodwill is allocated. Estimating the value in use requires the Group to make an estimate of the expected future cash flows from the cash-generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows. As the competition in the IT business is severe, this substantially impaired the profit margin of the Group. The Group has been very cautious in allocating its resources and keeps exploring other business opportunities by diversifying its investment to other industries with good prospects and comparatively favorable investment return. As the Group will diversify into a new business – Energy – oil trading business, the Board considers re-allocating most of its resources to this new business, and the management has decided to adjust the goodwill accordingly.

The carrying amount of goodwill at 31 December 2007 was HK\$14.5 million (30 September 2006: 38.2 million).

NEW BUSINESS

In April 2007, the Company acquired approximately 80% of the voting rights of DigiSat Network Limited ("DigiSat"). DigiSat was incorporated on 18 August 2003 and is principally engaged in trading of computer components and the operation of internet protocol television platform which provides to its customers an interactive and reliable video delivery and multimedia entertainment via the internet using state of the art digital broadcast technology. Details of this acquisition were disclosed in the Company's announcement dated 5 January 2007.

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.

In May 2007, the Company acquired the entire share capital of Global Great Development Limited (“Global Great”). Global Great was incorporated on 10 January 2005 and is principally engaged in the operation of the VoIP services and trading of mobile phones.

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 is principally engaged in the provision of IP-based managed services, including VoIP telephony, video and data collaboration to broadband internet users and trading of computer components. Details of this acquisition were disclosed in the Company’s announcement dated 14 May 2007.

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 products trading.

In December 2007, the Company disposed of its indirect interest in 北京市海澱區有線廣播電視網路信息有限公司 which is a broadband internet service provider in Beijing and engaged in the provision of broadband internet access, telecommunication value-added services and related business via its proprietary internet network in Beijing, the PRC. The reasons for the disposition are to avoid the dissipation of resources to competitive areas and to centralize the Group’s focus on the higher return businesses.

On 14 April 2008, the Group has undergone a Special General Meeting for the determination of the acquisition and investment in Welford International Industrial Ltd (“Welford”). Such acquisition was subsequently approved by the shareholders of the Company and the completion of the acquisition is expected to be in the first half of 2008.

Welford entered into a joint venture agreement with Guangdong Zhenrong Energy Limited for the crude oil, fuel oil and natural gas related businesses. It is expected that the forthcoming acquisition and investment in Welford represents a good opportunity for the Group to diversify its existing business and to participate in the energy market in the PRC.

The Group will be very cautious in allocating its resources and will keep exploring other suitable business opportunities and diversifying its investment to other potential industries with good prospect and favourable investment return to the Company and its shareholders.

LIQUIDITY AND FINANCIAL RESOURCES

As at 31 December 2007, the Group maintained fixed deposits, bank balances and cash of approximately HK\$118 million (30 September 2006: HK\$17.9 million) without any borrowings (30 September 2006: nil).

The gearing ratio (total borrowings to total net assets) of the Group as at 31 December 2007 was nil (30 September 2006: nil).

As at 31 December 2007, the Group's working capital (net current assets) and current ratio were approximately HK\$141.6 million (30 September 2006: HK\$18.8 million) and 14.3x (30 September 2006: 3.0x) respectively. In terms of the quality of current assets, over 78% 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 31 December 2007, the Company's bank deposits of approximately HK\$15 million were pledged for general banking facilities granted to the Group. The Group had no significant contingent liabilities as at 31 December 2007.

FOREIGN EXCHANGE EXPOSURE

The Group has limited exposure to fluctuation in foreign currencies as most of its transactions are denominated in HK dollars and US dollars. Exchange rates between these currencies were relatively stable during the period 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.

DIVIDEND

The Board does not recommend the declaration of a final dividend for the period ended 31 December 2007 (Year ended 30 September 2006: Nil).

OTHER RESERVES

	Share Premium HK\$'000	Warrant reserve HK\$'000	Merger reserve HK\$'000	Share-based compensation reserve HK\$'000	Translation reserve HK\$'000	Investment valuation reserve HK\$'000	Total HK\$'000
As at 30 September 2006	9,374	2,300	8,390	—	152	—	20,216
Change in fair value of available-for-sale investments	—	—	—	—	—	(1,814)	(1,814)
Warrants issued	—	2,848	—	—	—	—	2,848
Exercise of share options	6,696	—	—	—	—	—	6,696
Exercise of warrants	14,060	(5,148)	—	—	—	—	8,912
Equity settled share-based payment transactions	—	—	—	12,043	—	—	12,043
Premium arising on issue of shares	93,305	—	—	—	—	—	93,305
Share issue expenses	(1,102)	—	—	—	—	—	(1,102)
Reserves transferred upon disposal of subsidiaries	—	—	—	—	367	—	367
Exchange differences arising on translation of foreign operations	—	—	—	—	219	—	219
As at 31 December 2007	<u>122,333</u>	<u>—</u>	<u>8,390</u>	<u>12,043</u>	<u>738</u>	<u>(1,814)</u>	<u>141,690</u>

STAFF AND REMUNERATION POLICY

The Group determines staff remuneration in accordance with market terms and individual qualifications and performance. Staff recruitment and promotion is based on individuals' merit and their development potential for the positions offered. As at 31 December 2007, the Group employed approximately 35 employees.

The Company maintains a share option scheme (the "Scheme"), pursuant to which share options are granted to selected directors or employees of the Group, with a view to attract and retain quality personnel and to provide them with incentive to contribute to the business and operation of the Group.

During the period, 309,176,000 share options were granted to the eligible participants and 206,570,000 share options were exercised.

MODEL CODE 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 of 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 fifteen months ended 31 December 2007.

AUDIT COMMITTEE

The Audit Committee was established with written terms of reference which have been updated on terms no less exacting than the required standard as set out in the New Code. The Audit Committee comprises three members namely Mr. Au Tin Fung, Mr. Chan Chun Wai and Ms. So Wai Yee, Betty, the independent non-executive directors of the Company.

The Audit Committee has reviewed with the management and the auditors the audited consolidated annual results of the Group for the fifteen months ended 31 December 2007.

REMUNERATION COMMITTEE

The Remuneration Committee was established with written terms of reference based on terms no less exacting than the required standard as set out in the New Code. The Remuneration Committee comprises three members namely Mr. Au Tin Fung, Mr. Chan Chun Wai and Ms. So Wai Yee, Betty, the independent non-executive directors of the Company. The Remuneration Committee are to review and determine the remuneration policy and other remuneration related matters of the Directors and senior management of the Group.

On behalf of the Board
Li Chun Tak
Executive Director

Hong Kong, 23 April 2008

As at the date of this announcement, the Board comprises Messrs. Li Chun Tak, Wong Hin Shek, Yip Kwan, Ben and Dai Zhongcheng as executive Directors of the Company, Mr. Wong Kam Fat, Tony as the non-executive Director and Messrs. Au Tin Fung, Chan Chun Wai and Ms. So Wai Yee, Betty are the independent non-executive Directors of the Company.