

BUILDMORE INTERNATIONAL LIMITED

建懋國際有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 108)

ANNOUNCEMENT OF FINAL RESULTS FOR THE YEAR ENDED 31ST JANUARY, 2008

The board of directors (the “Board”) of Buildmore International Limited (the “Company”) is pleased to announce the audited consolidated results of the Company and its subsidiaries (the “Group”) for the year ended 31st January, 2008 (the “Year”), which have been reviewed by the audit committee of the Company, as follows:

CONSOLIDATED INCOME STATEMENT

		For the year ended 31st January	
	Notes	2008 HK\$	2007 HK\$
Revenue	2&3	4,630,522	2,796,661
Cost of sales		(1,162,315)	(714,249)
Gross profit		3,468,207	2,082,412
Other income		1,168,589	1,338,953
Administrative expenses		(4,018,195)	(5,716,834)
Increase in fair value of investment properties		823,082	3,679,040
Finance costs		—	(989,493)
Share of results of associates		—	4,408,514
Gain on disposal of associates		—	35,397,566
Impairment loss recognised in respect of goodwill arising on acquisition of a subsidiary		—	(11,253,191)
Loss on early repayment of loan from a director		—	(2,328,504)
Allowance for bad and doubtful debts		—	(661,217)
Profit before taxation		1,441,683	25,957,246
Taxation credit (charge)	4	2,862,168	(1,246,088)
Profit for the year	6	4,303,851	24,711,158
Earnings per share	5		
Basic		HK\$0.05	HK\$0.29
Diluted		N/A	HK\$0.28

CONSOLIDATED BALANCE SHEET

		At 31st January	
		2008	2007
	Note	HK\$	HK\$
Non-current assets			
Investment properties		85,379,452	73,199,281
Property, plant and equipment		836,827	405,453
		<u>86,216,279</u>	<u>73,604,734</u>
Current assets			
Trade and sundry receivables and prepayments	7	1,052,818	1,585,524
Bank balances and cash		44,669,825	30,777,977
		<u>45,722,643</u>	<u>32,363,501</u>
Current liabilities			
Sundry payables, deposits received and accruals		1,596,848	2,394,077
Amount due to a director		59,239	70,209
Preference share dividend payable		1,615,426	1,615,426
Taxation		1,120,745	1,024,647
		<u>4,392,258</u>	<u>5,104,359</u>
Net current assets		<u>41,330,385</u>	<u>27,259,142</u>
Total assets less current liabilities		127,546,664	100,863,876
Non-current liability			
Deferred taxation		12,042,263	14,166,193
Net assets		<u>115,504,401</u>	<u>86,697,683</u>
Capital and reserves			
Share capital		106,973,638	89,173,638
Share premium and reserves		8,530,763	(2,475,955)
Equity attributable to equity holders of the Company		<u>115,504,401</u>	<u>86,697,683</u>

Notes:

1. Application of new and revised Hong Kong Financial Reporting Standards (“HKFRS(S)”)

In the current year, the Group has applied, for the first time, the following new standard, amendments and interpretations (“New HKFRSs”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”), which are effective for the Group’s financial year beginning 1st February, 2007.

HKAS 1 (Amendment)	Capital disclosures
HKFRS 7	Financial instruments: Disclosures
HK(IFRIC) - INT 7	Applying the restatement approach under HKAS 29 Financial Reporting in Hyperinflationary Economies
HK(IFRIC) - INT 8	Scope of HKFRS 2
HK(IFRIC) - INT 9	Reassessment of embedded derivatives
HK(IFRIC) - INT 10	Interim financial reporting and impairment

The adoption of these New HKFRSs had no material effect on how the results and financial position of the Group for the current or prior accounting periods have been prepared and presented. Accordingly, no prior period adjustment has been required.

The Group has applied the disclosure requirements under HKAS 1 (Amendment) and HKFRS 7 retrospectively. Certain information presented in prior year under the requirements of HKAS 32 has been removed and the relevant comparative information based on the requirements of HKAS 1 (Amendment) and HKFRS 7 has been presented for the first time in the current year.

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

HKAS 1 (Revised)	Presentation of financial statements ¹
HKAS 23 (Revised)	Borrowing costs ¹
HKAS 27 (Revised)	Consolidated and separate financial statements ²
HKFRS 2 (Amendment)	Vesting conditions and cancellations ¹
HKFRS 3 (Revised)	Business combinations ²
HKFRS 8	Operating segments ¹
HK(IFRIC) - Int 11	HKFRS 2: Group and treasury share transactions ³
HK(IFRIC) - Int 12	Service concession arrangements ⁴
HK(IFRIC) - Int 13	Customer loyalty programmes ⁵
HK(IFRIC) - Int 14	HKAS 19 - The limit on a defined benefit asset, minimum funding requirements and their interaction ⁴

¹ Effective for annual periods beginning on or after 1st January, 2009.

² Effective for annual periods beginning on or after 1st July, 2009.

³ Effective for annual periods beginning on or after 1st March, 2007.

⁴ Effective for annual periods beginning on or after 1st January, 2008.

⁵ Effective for annual periods beginning on or after 1st July, 2008.

The adoption of HKFRS 3 (revised) may affect the accounting for business combination for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after 1st July, 2009. HKAS 27 (revised) will affect the accounting treatment for changes in a parent's ownership interest in a subsidiary that do not result in a loss of control, which will be accounted for as equity transactions. The directors of the Company anticipate that the application of the other new or revised standards and interpretations will have no material impact on the results and the financial position of the Group.

2. Revenue

Revenue represents property rental and property management fee received and receivable during the year. An analysis of turnover, which has the same meaning as revenue as defined above, is set out in note 3.

3. Segment information

The Group is mainly engaged in property investment and property management. This is the basis on which the Group reports its primary segment information.

(a) Business Segments

INCOME STATEMENT

	Property investment		Property management		Consolidated	
	2008	2007	2008	2007	2008	2007
	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$
Turnover	<u>3,738,511</u>	<u>1,744,538</u>	<u>892,011</u>	<u>1,052,123</u>	<u>4,630,522</u>	<u>2,796,661</u>
Segment results	<u>3,930,431</u>	<u>4,235,412</u>	<u>(427,989)</u>	<u>(470,876)</u>	<u>3,502,442</u>	<u>3,764,536</u>
Unallocated corporate income					1,168,589	1,338,953
Unallocated corporate expenses					(3,229,348)	(6,709,639)
Finance costs					-	(989,493)
Share of results of associates					-	4,408,514
Gain on disposal of associates					-	35,397,566
Impairment loss recognised in respect of goodwill	-	(11,253,911)	-	-	-	(11,253,191)
Profit before taxation					1,441,683	25,957,246
Taxation					2,862,168	(1,246,088)
Profit for the year					<u>4,303,851</u>	<u>24,711,158</u>

BALANCE SHEET

	Property investment		Property management		Consolidated	
	2008	2007	2008	2007	2008	2007
	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$
ASSETS						
Segment assets	86,501,724	74,287,157	23,341	176,893	86,525,065	74,464,050
Unallocated corporate assets					45,413,857	31,504,185
					<u>131,938,922</u>	<u>105,968,235</u>
Consolidated total assets					<u>131,938,922</u>	<u>105,968,235</u>
LIABILITIES						
Segment liabilities	711,125	315,175	14,228	695,105	725,353	1,010,280
Unallocated corporate liabilities					15,709,168	18,260,272
					<u>16,434,521</u>	<u>19,270,552</u>
Consolidated total liabilities					<u>16,434,521</u>	<u>19,270,552</u>

OTHER INFORMATION

	Property investment		Property management		Consolidated	
	2008	2007	2008	2007	2008	2007
	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$
Allowance for bad and doubtful debts	-	-	-	661,217	-	661,217
Depreciation	54,089	3,765	-	-	54,089	3,765
Increase in fair value of investment properties	823,082	3,679,040	-	-	823,082	3,679,040
	<u>823,082</u>	<u>3,679,040</u>	<u>-</u>	<u>-</u>	<u>823,082</u>	<u>3,679,040</u>

(b) Geographical Segments

The Group's turnover is principally generated in the People's Republic of China (excluding Hong Kong) (the "PRC"). Accordingly, no analysis of the turnover by geographically segment is presented.

The carrying amount of segment assets, analysed by the geographical area in which all the segment assets are located in the PRC.

4. Taxation

	2008 HK\$	2007 HK\$
Current tax charge:		
PRC	<u>(350,031)</u>	<u>(536,067)</u>
Deferred tax:		
Current year	(313,453)	(710,021)
Attributable to change in tax rate	<u>3,525,652</u>	<u>–</u>
Taxation attributable to the Company and its subsidiaries	<u>2,862,168</u>	<u>(1,246,088)</u>

No provision for Hong Kong Profits Tax has been made in the consolidated financial statements as the Group has no assessable profits for both years. Taxation arising in the PRC is calculated at the rate prevailing in the relevant jurisdiction.

On 16th March, 2007, the PRC promulgated the Law of the PRC on Enterprise Income Tax (the “New Law”) by Order No. 63 of the President of the PRC. On 6th December, 2007, the State Council of the PRC issued Implementation Regulations of the New Law. The New Law and Implementation Regulations will change the tax rate from 33% to 25% for a subsidiary from 1st January, 2008. The deferred tax balance has been adjusted to reflect the tax rates that are expected to apply to the respective periods when the liability is settled.

The taxation for the year can be reconciled to the profit before taxation per the consolidated income statement as follows:

	2008 HK\$	2007 HK\$
Profit before taxation	<u>1,441,683</u>	<u>25,957,246</u>
Tax at income tax rate of 33%	475,755	8,565,892
Tax effect of share of results of associates	–	(771,490)
Tax effect of expenses not deductible for tax purpose	20,483	3,008,453
Tax effect of income not taxable for tax purpose	(190,323)	(6,455,934)
Tax effect of estimated tax losses not recognised	467,503	756,121
Effect of different tax rates of subsidiaries operating in other jurisdictions	(109,934)	(3,856,954)
Decrease in opening deferred tax liabilities resulting from a decrease in applicable tax rate	<u>(3,525,652)</u>	<u>–</u>
Taxation for the year	<u>(2,862,168)</u>	<u>1,246,088</u>

5. Earnings per share

The calculation of the basic and diluted earnings per share is based on the following data:

	2008 HK\$	2007 HK\$
Earnings for the purposes of basic and diluted earnings per share attributable to equity holders of the Company	4,303,851	24,711,158
Weighted average number of ordinary shares for the purpose of basic earnings per share	94,001,583	86,515,237
Effect of dilutive potential ordinary shares for preference shares		2,658,401
Weighted average number of ordinary shares for the purpose of diluted earnings per share		89,173,638

No computation of diluted earning per share for the Year is presented as there is no potential ordinary shares for the Year.

6. Profit for the year

	2008 HK\$	2007 HK\$
Profit for the Year has been arrived at after charging (crediting):		
Auditor's remuneration	642,700	460,000
Bank interest income	(1,043,890)	(693,501)
Depreciation of property, plant and equipment	54,089	3,765
Directors' emoluments	1,028,959	408,017
Exchange gain	–	(619,957)
Gross rents from investment properties under operating lease	(3,738,511)	(1,744,538)
Less: Outgoings	319,347	76,754
Net rental income	(3,419,164)	(1,667,784)
Other staff costs (including contribution to retirement benefits schemes of HK\$17,200 (2007: HK\$11,213))	1,610,058	808,955
Operating lease rentals in respect of premises	59,595	32,482
Share of taxation of an associate (included in share of results of associates)	–	591,465

7. Trade and sundry receivables and prepayments

	2008 HK\$	2007 HK\$
Trade receivables aged 0-30 days	304,522	683,677
Sundry receivables and prepayments	748,296	1,563,064
	1,052,818	2,246,741
Less: Allowance for bad and doubtful debts for sundry receivables	–	(661,217)
	1,052,818	1,585,524

The Group allows a general credit period of one month to its trade customers. In general, credit will only be offered to customers in accordance with their financial credit abilities and established payment records.

FINAL DIVIDEND

The Board does not recommend the payment of a final dividend for the Year (2007: nil).

MANAGEMENT DISCUSSION AND ANALYSIS

Business Review

The financial resources of the Group are all derived from the leasing of properties in the PRC as well as the property management services in Fuzhou City, Fujian Province, the PRC and bank interests.

On 10th September, 2007, the Company and Taiwan Securities (Hong Kong) Company Limited (the “Placing Agent”) entered into a placing agreement (the “Placing Agreement”). Pursuant to the Placing Agreement, the Company agreed to place 17,800,000 new ordinary shares of the Company of HK\$1.00 each at a placing price of HK\$1.10 per share to independent investors through the Placing Agent. The transaction was completed before 31st October, 2007.

The car parking space held by Victorfield (Fujian) Property Development Co., Ltd. (“Victorfield Fujian”) for investment purpose that was yet granted the property ownership certificate (產權證) upon acquiring of Victorfield Fujian has been granted the property ownership certificate by relevant authorities on 1st February, 2008.

For the past few years, the continued prosperous economy in the PRC had put the domestic housing price at a high level that prompted the PRC government to intensify its macro-austerity policy and subjected the domestic real estate market to major target of such macro-control measures. It was for this reason that the Group had not acquired additional properties for the Year.

Benefited by the continued economic growth, the shop properties held by the Group through its wholly-owned subsidiaries for leasing had all rented out and brought steady rental income.

In light of the shortage of manpower across all industries caused by the continued booming economy in the recent years in the PRC, and the soaring operating cost resulting from the fierce competition in property management business, the Group is in the process of phased retrenchment of its contracted property management business as well as related staff.

Prospects

Despite the State Government's intensified macro-austerity efforts to prevent over-heat of economy against a backdrop of continued steady development of economy in the PRC, it is believed that the focus of such austerity measures has shifted from over-heat of real estate market to deteriorating price-hike and inflation. This is favorable to the Group's effort in identifying investment property projects in the PRC. The Group is closely monitoring the development and opportunities of the property market with an aim to improve its profitability and enlarge its income base.

Liquidity and Financial Resources

As at 31st January, 2008, the Group had available cash and bank deposit of HK\$42,669,609 and RMB1,831,502 (2007: HK\$29,481,736 and RMB1,296,241), representing a capital liquidity ratio (cash and bank balance divided by current liabilities) of 10.17 (2007: 6.03).

As at 31st January, 2008, the Group's gearing ratio was zero (2007: zero). This gearing ratio was calculated by dividing the external total borrowings by shareholders' equity.

The Group's business operations are all in the PRC and the main operational currencies are HK\$ and RMB. As RMB appreciated about 7% in 2007, the Group foresees no exchange rate trend unfavorable to the Group. Therefore, the Group did not enter into any foreign exchange hedge arrangement to reduce foreign exchange risk and exposure.

Employees

During the Year, the total emoluments for the Group's employees in the PRC amounted to RMB1,514,141 (2007: RMB362,893), while that for the employees in Hong Kong amounted to HK\$936,000 (2007: HK\$453,526). The remuneration offered by the Group is determined with reference to market level and individual competence of the staff.

The Group has established a retirement scheme according to the mandatory provident fund requirement set out in the Mandatory Provident Fund Schemes Ordinance (Chapter 485, Laws of Hong Kong).

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

Neither the Company nor any of its subsidiaries had purchased, sold, redeemed or cancelled any of the Company's listed securities during the Year.

CORPORATE GOVERNANCE PRACTICES

Save as disclosed below, the Company has complied with the Code on Corporate Governance Practices (the "CG Code") as set out in Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") throughout the Year.

The Company does not fully comply with code provisions A.4.1 and A.4.2 in the CG Code. Under code provision A.4.1, non-executive directors should be appointed for a specific term, subject to re-election. Mr. David Gregory Jeaffreson, CBE, JP and Mr. See Tak Wah, being independent non-executive directors of the Company, have not been appointed for a specific term but are subject to retirement by rotation and re-election at annual general meeting in accordance with the Articles of Association of the Company (the "Articles"). Under code provision A.4.2, all directors appointed to fill a casual vacancy should be subject to election by shareholders at the first general meeting after their appointment and every director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years. According to the Articles, any director of the Company appointed to fill a casual vacancy shall hold office until the next following annual general meeting of the Company and shall then be eligible for re-election. At each annual general meeting of the Company, one-third of the directors of the Company for the time being shall retire from office by rotation. In exceptional circumstances, a director may hold office for more than 3 years before retirement.

COMPLIANCE WITH CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Listing Rules. Having made specific enquiry to all directors of the Company, the Company is not aware of any non-compliance with the Model Code regarding the trading of the Company's securities for the Year.

AUDIT COMMITTEE

The audit committee has reviewed with the Group's management the accounting principles and practices adopted by the Group and discussed on the internal controls and financial reporting matters, including reviewing the audited financial statements for the Year. The audit committee has no dissenting view on the accounting policy adopted by the Group.

PUBLICATION OF ANNUAL RESULTS ANNOUNCEMENT AND ANNUAL REPORT

The annual results announcement of the Company will be posted at the website of the Company (<http://www.capitalfp.com.hk/eng/index.jsp?co=108>) and the website of The Stock Exchange of Hong Kong Limited (<http://www.hkexnews.hk>). Annual Report 2008 of the Company containing all information as required by the Listing Rules will be despatched to the shareholders of the Company later and posted at the above websites.

By Order of the Board of
Buildmore International Limited
Lo Cheung Kin
Chairman

Hong Kong, 23rd May, 2008

As at the date of this announcement, the Board comprises Mr. Lo Cheung Kin, Madam Huang Haiping and Mr. Li Jianbo who are executive directors; and Mr. David Gregory Jeaffreson, CBE, JP, Mr. See Tak Wah and Mr. Wong Cheong who are independent non-executive directors.