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建業地產股份有限公司 *

Central China Real Estate Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 832)

ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 DECEMBER 2008

HIGHLIGHTS

- Turnover up 77% to RMB3,227 million
- Net profit attributable to equity shareholders up 296% to RMB653 million
- Earnings per share up 296% to RMB32.67 cents per share
- Proposed a final dividend of HK$11 cents per share

The board of Directors (the "Board") of Central China Real Estate Limited (the "Company" or "CCRE") is pleased to announce the consolidated results (the "Annual Results") of the Company and its subsidiaries (collectively the "Group") for the year ended 31 December 2008. The Annual Results have been reviewed by the audit committee of the Company.

CHAIRMAN'S STATEMENT

Dear Shareholders,

It is my pleasure to present to you the annual results of CCRE for the year ended 31 December 2008 on behalf of the Board.

In 2008, the financial crisis triggered by the U.S. sub-prime mortgage crisis swept across the world. The major economies in the world are being challenged by this once-in-a-century financial turmoil. Uncertainties arose in China's real estate market due to drastic changes in the financial environment, national macro-economy, market sentiment and expectation of future income. During the year under review, property prices fell with lower transaction volume in many cities in China due to the weak sentiments in China's real estate industry.

Although real estate developers in China were adversely affected by this financial crisis and China's deteriorating industry environment, after two years of preparation, the Company made a consummate breakthrough amid such a difficult time by successfully listing of the Company's shares on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on 6 June 2008, raising net proceeds of approximately US$160 million. Such an achievement has won wide accolades in the international capital market for Henan Province and even for the whole Midwestern China. After its listing, the Company continued to execute its planned operation strategies, focused on operations and spared no efforts in improvement amidst the plight of the real estate market. Despite the overall slowdown in China's real estate market, the Company still ranked first in Henan Province in terms of sales performance and steadily gained larger market shares when compared to 2007.

Facing numerous uncertainties in the real estate market, the Company realised that holding the definite and eternal market rule is the only way to respond to market changes. Aiming to "provide customers with zero-defect products and superb service", the Company has taken initiatives to review and enhance the quality of products and services provided to customers.

Extending its pursuit of product innovation and quality in seventeen years, in 2008, the Company adopted a brand new "Central China standards" as the systematic foundation for delivering zero-defect products.

During the reporting period, the Company was committed to build a unique and nationwide advanced customer service platform, promote the construction of province-wide network community, and constantly improve the customer service system covering eighteen mid-tier cities across the Henan Province so as to ensure that customers can be provided with first-class services. Meanwhile, the Company expanded its investments, upgraded its service standards and perfected its service system to improve service quality.

Recognising that talent is the most precious corporate resource, the Company continually cultivates and enhances employees' professional spirit and qualities, aiming to fully unify corporate and employees' interests in the long run. The Company recruited industry elites when the industry was undergoing correction, thus building a strong talent pool for the achievement of management targets.

The Company has been celebrated for its conservative investment since its inception 17 years ago. In 2008, the Company ranked eighth in "Top 10 Enterprises in Risk Resistance Capacity" in the appraisal for risk resistance capacity of Top 100 Property Enterprises in the PRC.

Despite the unprecedented trough in the real estate market, the Company firmly believes that the acceleration of urbanisation remains the keynote of social development in China for the next two decades. The real estate industry, as the major carrier of urbanisation, is bound to play its longer-term role as the country's pillar industry. Leveraging our capital strengths, the Company is well-positioned to take advantage of the opportunities that will arise during this temporary downturn. Therefore, the Group has never stopped its pace for investment. On 30 June 2008, the Group acquired the controlling interest in Huayang Square (Luoyang) project (世紀華陽). On 9 July 2008, it acquired the land development rights with total GFA of 500,000 sq.m. in Zhoukou City. On 21 November 2008, it established Shangqiu Jianye Huarun Zhiye Company Limited through a joint venture and will obtain the land development rights with total GFA of 335,000 sq.m.. On 22 December 2008, it further increased its equity interests in Luohe Central China Changjian Real Estate Company Limited, thus increasing its controlling interest in the parcel of land in Songjiang New District, Luohe City to 75%. On 25 December 2008, the Group entered into an agreement with Hebi Municipal Government to implement its investment plan in the near future, aiming at completing the Group's corporate strategic layout in eighteen prefecture-level cities of Henan Province.

Bearing in mind the saying "reaping what we sow", the Company has rooted in the central part of China for seventeen years and will continue to capitalise on expansion opportunities. As a regional benchmarking real estate developer, the Company strongly believes in the core value of "Rooted in central part of China, contribute to the society" in its corporate behaviour, and demonstrates prudent business operations and admirable corporate style. Aspiring to become a top-tier enterprise in China, the Company always persists in improving product quality and service level in order to reward our shareholders, customers and partners with higher returns.

Acknowledgments

The Group's outstanding performance in 2008 would not have been possible without the diligence and efforts of our highly professional team of management and staff. On behalf of the Board, I wish to express our gratitude to all employees for their efforts. Our sincere appreciation also goes to all shareholders, customers and other stakeholders for your greatest support and trust during the ecomonic downturn. We believe that we are well positioned to reciprocate and to make greater contribution to the healthy and sustainable growth of China's real estate industry in the years to come.

Wu Po Sum
Chairman

27 March 2009

CONSOLIDATED INCOME STATEMENT

for the year ended 31 December 2008

(Expressed in Renminbi)

	Note	**2008** **RMB'000**	2007 RMB'000
Turnover	2	**3,226,996**	1,821,663
Cost of sales		**(1,988,764)**	(1,308,374)
Gross profit		**1,238,232**	513,289
Other revenue	3	**30,752**	22,709
Other net income	3	**18,548**	854
Selling and marketing expenses		**(97,484)**	(87,418)
General and administrative expenses		**(152,867)**	(94,533)
Other operating expenses		**(20,271)**	(11,729)
Profit from operations		**1,016,910**	343,172
Share of loss of a jointly controlled entity		**—**	(262)
Share of loss of an associate		**(2,983)**	(2,315)
Finance costs	4(a)	**(53,144)**	(48,873)
Profit before change in fair value of investment properties and income tax		**960,783**	291,722
(Decrease)/increase in fair value of investment properties		**(1,400)**	13,823
Profit before taxation	4	**959,383**	305,545
Income tax	5	**(304,454)**	(134,977)
Profit for the year		**654,929**	170,568
Attributable to:			
Equity shareholders of the Company		**653,301**	164,988
Minority interests		**1,628**	5,580
Profit for the year		**654,929**	170,568
Dividends	6	**345,800**	76,612
Basic earnings per share *(RMB cents)*	7	**32.67**	8.25

CONSOLIDATED BALANCE SHEET

at 31 December 2008

(Expressed in Renminbi)

	Note	**2008**	2007
		RMB'000	*RMB'000*
Non-current assets			
Property, plant and equipment		**211,209**	155,084
Investment properties	8	**245,200**	246,600
Investment properties under development		**9,384**	23,683
Interest in an associate		**22,302**	25,285
Other financial assets		**15,400**	15,400
Deferred tax assets		**3,309**	47,677
		506,804	513,729
Current assets			
Properties for sale		**4,803,837**	3,344,470
Trade and other receivables	9	**223,103**	145,163
Deposits and prepayments		**343,568**	615,754
Prepaid tax		**27,520**	35,203
Restricted bank deposits		**409,797**	504,601
Cash and cash equivalents		**927,721**	399,602
		6,735,546	5,044,793

Current liabilities			
Bank loans	10	**488,790**	1,001,273
Other loans	11	**123,950**	—
Trade and other payables and accruals	12	**1,940,923**	1,335,943
Receipts in advance		**947,270**	1,244,186
Tax payable		**106,842**	53,135
		3,607,775	3,634,537
Net current assets		**3,127,771**	1,410,256
Total assets less current liabilities		**3,634,575**	1,923,985
Non-current liabilities			
Bank loans	10	**444,417**	248,000
Other loans	11	**36,790**	136,430
Deferred tax liabilities		**63,446**	64,754
		544,653	449,184
NET ASSETS		**3,089,922**	1,474,801
CAPITAL AND RESERVES			
Share capital		**179,637**	114
Reserves		**2,760,495**	1,330,173
Total equity attributable to equity shareholders of the Company		**2,940,132**	1,330,287
Minority interests		**149,790**	144,514
TOTAL EQUITY		**3,089,922**	1,474,801

Notes:

1 CORPORATE INFORMATION AND BASIS OF PREPARATION

Central China Real Estate Limited (the "Company") was incorporated in the Cayman Islands on 15 November 2007 and registered as an exempted company with limited liability under the Companies Law Chapter 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. Its principal place of business is at Room 1008, Concordia Plaza, 1 Science Museum Road, Tsimshatsui East, Kowloon, Hong Kong and has its registered office at Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The Company and its subsidiaries (the "Group") are principally engaged in property development in Henan Province in the People's Republic of China (the "PRC").

Pursuant to a reorganisation of the Group completed on 14 May 2008 (the "Reorganisation") to rationalise the Group's structure in preparation for the public listing of the Company's shares on the Main Board of The Stock Exchange (the "Stock Exchange") of Hong Kong Limited (the "Listing" or "IPO"), the Company became the holding company of the subsidiaries comprising the Group. The shares of the Company were listed on the Stock Exchange on 6 June 2008 (the "Listing Date"). Details of the Reorganisation are set out in the prospectus of the Company dated 26 May 2008 (the "Prospectus") for the purpose of the Listing.

The Group is regarded as a continuing entity resulting from the Reorganisation under common control. The consolidated financial statements of the Group have been prepared as if the current group structure had been in existence throughout both years ended 31 December 2007 and 2008 or since the respective dates of incorporation or establishment of the group companies, rather than from the date when the Company became the holding company of the Group pursuant to the Reorganisation.

The financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards (the "HKFRSs"), which collective term includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (the "HKASs") and Interpretations issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA"), accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance (Chapter 32 of the Laws of Hong Kong). The financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on the Stock Exchange.

The HKICPA has issued a number of new Interpretations and an amendment to HKFRSs that are first effective for the current accounting period of the Group and the Company. However, none of these developments are relevant to the Group's or the Company's operations.

The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period.

2 SEGMENT REPORTING

Segment information is presented in respect of the Group's business and geographical segments. Business segment information is chosen as the primary reporting format because this is more relevant to the Group's internal financial reporting. No segment information is presented in respect of the Group's geographical segments as the Group's principal activities are largely carried out in the PRC.

Business segments

The Group comprises the following main business segments:

— Property development: the development and sales of residential and commercial properties

— Property leasing: the leasing of commercial properties, schools and kindergartens

— Construction contract: the construction of properties for external customers

2008

	Property development *RMB'000*	Property leasing *RMB'000*	Construction contract *RMB'000*	Total *RMB'000*
Turnover	**3,000,993**	**19,393**	**206,610**	**3,226,996**
Segment result	**1,232,430**	**19,078**	**(13,276)**	**1,238,232**
Unallocated income and expenses				**(221,322)**
Profit from operations				**1,016,910**
Share of loss of an associate				**(2,983)**
Finance costs				**(53,144)**
Profit before change in fair value of investment properties and income tax				**960,783**
Decrease in fair value of investment properties	**—**	**(1,400)**	**—**	**(1,400)**
Profit before taxation				**959,383**
Income tax				**(304,454)**
Profit for the year				**654,929**
Depreciation and amortisation	**9,660**	**—**	**—**	**9,660**
Capital expenditure	**45,913**	**5,102**	**—**	**51,015**

2007

	Property development *RMB'000*	Property leasing *RMB'000*	Construction contract *RMB'000*	Total *RMB'000*
Turnover	1,662,966	17,664	141,033	1,821,663
Segment result	490,516	17,349	5,424	513,289
Unallocated income and expenses				(170,117)
Profit from operations				343,172
Share of loss of a jointly controlled entity	(262)	—	—	(262)
Share of loss of an associate				(2,315)
Finance costs				(48,873)
Profit before change in fair value of investment properties and income tax				291,722
Increase in fair value of investment properties	—	13,823	—	13,823
Profit before taxation				305,545
Income tax				(134,977)
Profit for the year				170,568
Depreciation and amortisation	9,080	—	—	9,080
Capital expenditure	29,547	26,210	—	55,757

3 OTHER REVENUE AND NET INCOME

	2008	2007
	RMB'000	*RMB'000*
Other revenue		
Interest income	**29,628**	19,000
Government subsidies	**—**	2,412
Dividend income from unlisted equity securities	**1,124**	1,297
	30,752	22,709
Other net income		
Net gain on disposals of property, plant and equipment	**172**	17
Net exchange gain/(loss)	**20,041**	(1,695)
Compensation from customers	**—**	2,532
Compensation to contractors	**(1,665)**	—
	18,548	854

4 PROFIT BEFORE TAXATION

Profit before taxation is arrived at after charging/(crediting):

	2008	2007
	RMB'000	*RMB'000*
(a) Finance costs:		
Interest on bank loans	**77,233**	66,445
Interest on other loans	**16,897**	37,773
Interest on advances from customers	**15,901**	18,758
Other ancillary borrowing costs	**6,060**	3,897
	116,091	126,873
Less: Borrowing costs capitalised	**(62,947)**	(78,000)
	53,144	48,873

	2008	2007
	RMB'000	*RMB'000*
(b) Staff costs:		
Salaries, wages and other staff costs	**100,724**	64,022
Including:		
Retirement scheme contributions	**4,928**	3,018
Equity settled share-based payment expenses	**6,604**	—

	2008	2007
	RMB'000	*RMB'000*
(c) Other items:		
Depreciation and amortisation	**9,660**	9,080
Impairment loss on other receivables	**4,182**	—
Cost of properties sold	**1,768,563**	1,172,450

5 INCOME TAX

Taxation in the consolidated income statement represents:

	2008	2007
	RMB'000	*RMB'000*
Current tax		
PRC Corporate Income Tax	**142,777**	107,915
PRC Land Appreciation Tax	**96,117**	53,132
Withholding tax on dividends declared by the PRC foreign investment enterprise	**22,500**	—
	261,394	161,047
Deferred tax		
Revaluation of properties	**(1,308)**	3,456
Tax losses	**47,677**	(28,103)
Other temporary difference	**(3,309)**	—
Effect of change in PRC tax rate on opening deferred tax balance	**—**	(1,423)
	43,060	(26,070)
	304,454	134,977

(i) Pursuant to the rule and regulations of the Cayman Islands, the Company is not subject to any income tax in the Cayman Islands.

(ii) No Hong Kong Profits Tax has been provided for as the Group has no estimated assessable profits in Hong Kong.

(iii) PRC Corporate Income Tax ("CIT")

The provision for CIT is based on the respective applicable rates on the estimated assessable profits of the Group's subsidiaries in the PRC as determined in accordance with the relevant income tax rules and regulations of the PRC.

Pursuant to the PRC income tax law that was passed by the Standing Committee of the Tenth National People's Congress on 16 March 2007 ("the New Tax Law"), CIT rate was revised from 33% to 25% with effect from 1 January 2008.

Certain subsidiaries of the Group were subject to CIT calculated based on the deemed profit which represents 10% to 15% (2007: 10% to 14%) of their revenue in accordance with the authorised taxation method (核定徵收) pursuant to the applicable PRC tax regulations. The tax rate was 25% (2007: 33%) on the deemed profit. Other PRC subsidiaries of the Group, which were subject to the audited taxation method (查賬徵收), were charged CIT at a rate of 25% (2007: 33%) on the estimated assessable profits for the year.

(iv) Land Appreciation Tax ("LAT")

Pursuant to the requirements of the Provisional Regulations of the PRC on LAT (《中華人民共和國土地增值稅暫行條例》) effective on 1 January 1994, and the Detailed Implementation Rules on the Provisional Regulations of the PRC on LAT (《中華人民共和國土地增值稅暫行條例實施細則》) effective from 27 January 1995, all income from the sale or transfer of state-owned land use rights, buildings and their attached facilities in the PRC is subject to LAT at progressive rates ranging from 30% to 60% of the appreciation value, with an exemption provided for property sales of ordinary residential properties (普通標準住宅) if their appreciation values do not exceed 20% of the sum of the total deductible items. Certain subsidiaries of the Group were subject to LAT which is calculated based on 1.5% to 3.5% (2007: 1.5% to 3.5%) of their revenue in accordance with the authorised taxation method.

(v) Withholding tax

Pursuant to the New Tax Law, a 5% withholding tax is levied on the Hong Kong companies in respect of dividend distributions arising from profits of PRC foreign investment enterprises earned from 1 January 2008. During the year, the PRC foreign investment enterprise of the Group has declared dividend in relation to the profits earned in 2008 and withholding tax on the dividend was charged to the consolidated income statement accordingly.

6 DIVIDENDS

	2008	2007
	RMB'000	*RMB'000*
Dividends declared and paid prior to the Listing	**152,000**	76,612
Final dividend proposed after the balance sheet date of HK$11 cents (equivalent to RMB9.69 cents) (2007: Nil) per ordinary share	**193,800**	—
	345,800	76,612

The final dividend proposed after the balance sheet date has not been recognised as a liability at the balance sheet date.

Dividends declared prior to the Listing presented in 2007 and 2008 represent dividends declared by subsidiaries of the Company to their then shareholders prior to the Reorganisation. The dividend rates and number of shares ranking for the dividends declared and paid prior to the Listing are not presented as such information is not meaningful having regard to the purpose of the financial statements.

7 BASIC EARNINGS PER SHARE

The calculation of basic earnings per share for the year is based on the profit attributable to equity shareholders of the Company of RMB653,301,000 (2007: RMB164,988,000) for the year and the 2,000,000,000 shares in issue as at the year end date as if the shares were in issue throughout the entire year.

No diluted earnings per share is presented as the Company's pre-IPO share options as at 31 December 2008 do not give rise to any dilution.

There were no dilutive potential ordinary shares in issue as at 31 December 2007.

8 INVESTMENT PROPERTIES

All investment properties of the Group were revalued as at 31 December 2008 by an independent firm of surveyors, Savills Valuation and Professional Services Limited, who has among their staff Fellows of the Hong Kong Institute of Surveyors with recent experience in the location and category of property being valued, on an open market value basis calculated by reference to net income with allowance for reversionary income potential.

9 TRADE AND OTHER RECEIVABLES

	2008	2007
	RMB'000	*RMB'000*
Bills receivable	**300**	9,409
Trade receivables *(Note (a))*	**5,082**	26,530
Other receivables	**120,734**	100,677
Amount due from a director	**—**	46
Amounts due from related companies	**89,226**	—
Gross amount due from a customer for contract work	**7,761**	8,501
	223,103	145,163

Notes:

(a) The ageing analysis of trade receivables, all of which are neither individually nor collectively considered to be impaired, are as follows:

	2008	2007
	RMB'000	*RMB'000*
Current or less than 1 month overdue	**813**	18,061
1 to 3 months overdue	**952**	4,337
3 to 6 months overdue	**577**	815
6 months to 1 year overdue	**695**	626
More than 1 year overdue	**2,045**	2,691
	5,082	26,530

In respect of trade receivables of mortgage sales, no credit terms will be granted to the purchasers. The Group normally arranges bank financing for buyers of properties up to 70% of the total purchase price of the property and provides guarantee to secure repayment obligations of such purchasers. The Group's guarantee periods commence from the dates of grants of relevant mortgage loans and end upon completion of construction and the mortgage registration documents are delivered to the relevant banks after the issue of the building ownership certificate. If there is default in payments by these purchasers, the Group is responsible to repay the outstanding mortgage loans together with any accrued interests and penalties owed by the defaulted purchasers to banks. Under such circumstances, the Group is able to retain the customer's deposit, take over the ownerships of relevant properties and sell the properties to recover any amounts paid by the Group to the banks since the Group has not applied for individual building ownership certificates for these purchasers until full payment are received. Sales and marketing staff of the Group is delegated to determine credit limits, credit approvals and other monitoring procedures to ensure that follow-up action is taken to recover overdue debts. In addition, the management reviews the recoverable amount of each debtor at each balance sheet date to ensure that adequate impairment losses are made for irrecoverable amounts.

Based on past experience, management believes that no impairment allowance is necessary in respect of the overdue balances and the balances are still considered fully recoverable.

10 BANK LOANS

(a) At 31 December 2008, the bank loans were repayable as follows:

	2008	2007
	RMB'000	*RMB'000*
Within 1 year	**488,790**	1,001,273
After 1 year but within 2 years	**424,417**	248,000
After 2 years but within 5 years	**20,000**	—
	444,417	248,000
	933,207	1,249,273

(b) At 31 December 2008, the bank loans were secured as follows:

	2008	2007
	RMB'000	*RMB'000*
Bank loans		
— secured *(Note (i))*	**759,314**	1,052,273
— unsecured	**173,893**	197,000
	933,207	1,249,273

(i) At 31 December 2008, assets of the Group secured against bank loans are analysed as follows:

	2008	2007
	RMB'000	*RMB'000*
Investment properties	**—**	172,600
Properties held for future development and under development for sale	**739,310**	825,957
Restricted bank deposits	**100,000**	190,000
	839,310	1,188,557

(ii) At 31 December 2007, a secured bank loan with carrying value of RMB150,282,000 was guaranteed by Mr. Wu Po Shum. The guarantee was released during the year.

(c) The effective interest rates of bank loans of the Group at 31 December 2008 were ranged from 4.86% - 11.00% (2007: 5.59% - 11.00%) per annum.

11 OTHER LOANS

(a) At 31 December 2008, other loans were repayable as follows:

	2008	2007
	RMB'000	*RMB'000*
Within 1 year	**123,950**	—
After 1 year but within 2 years	**36,790**	109,130
After 2 years but within 5 years	**—**	27,300
	36,790	136,430
	160,740	136,430

(b) At 31 December 2008, the other loans were secured as follows:

	2008	2007
	RMB'000	*RMB'000*
Other loans		
— secured *(Note (i) and (ii))*	**120,740**	136,430
— unsecured *(Note (iii))*	**40,000**	—
	160,740	136,430

(i) Included in secured other loans is a total amount of RMB80,740,000 (2007: RMB96,430,000) in relation to the trust arrangements with a trust company. Under these trust arrangements, the trust company injected paid-in capital to certain subsidiaries and the legal titles of these shares were transferred to the trust company. The Group committed to repurchase while the trust company has the obligations to sell such shares within pre-set periods. The trust company does not entitle to any profit distributions from these subsidiaries but receives fixed interest income periodically or at the end of the trust period. Such paid-in capital is classified as other loans in the financial statements.

At 31 December 2008, 48.01% and 74.56% (2007: 48.01% and 74.56%) interests in Zhumadian Central China Real Estate Company Limited and Central China Real Estate (Luoyang) Company Limited, respectively, were registered under the name of the trust company.

(ii) The remaining secured other loans at 31 December 2007 and 2008 were pledged by future lease income of certain properties held by the Group. The expected future lease income was RMB167,325,000 (2007: RMB175,631,000) at 31 December 2008.

(iii) The unsecured other loan at 31 December 2008 represented an entrusted loan provided by an independent third party to the Group through an external bank.

(iv) The effective interest rates of other loans of the Group at 31 December 2008 were ranged from 6.30% - 15.70% (2007: 6.30% - 15.70%) per annum.

12 TRADE AND OTHER PAYABLES AND ACCRUALS

	2008	2007
	RMB'000	*RMB'000*
Bills payable	**180,433**	213,994
Trade payables *(Note (a))*	**675,566**	272,208
Other payables and accruals	**702,625**	701,577
Amounts due to related companies	**32**	336
Amounts due to minority shareholders	**382,267**	147,828
	1,940,923	1,335,943

At 31 December 2008, included in trade and other payables and accruals are retention payable of RMB89,997,000 (2007: RMB29,118,000) which are expected to be settled after more than one year.

Notes:

(a) An ageing analysis of trade payables are set out as follows:

	2008	2007
	RMB'000	*RMB'000*
Due within 1 month or on demand	**585,569**	243,090
Due after 1 year	**89,997**	29,118
	675,566	272,208

13 CAPITAL COMMITMENTS

Capital commitments outstanding at 31 December 2008 not provided for in the financial statements were as follows:

	2008	2007
	RMB'000	*RMB'000*
Authorised but not contracted for	**7,955,669**	4,930,150
Contracted but not provided for	**1,695,217**	628,666
	9,650,886	5,558,816

Capital commitments mainly related to land and development costs for the Group's properties under development and investment in subsidiaries.

14 MATERIAL RELATED PARTY TRANSACTIONS

During the year ended 31 December 2008, major related party transactions entered by the Group are as follows:

		2008	2007
	Note	***RMB'000***	*RMB'000*
Sales of properties	(a)	**296,173**	—
Rental expenses	(b)	**461**	523
Football sponsorship expenses	(c)	**—**	12,000

(a) During the year, the Group sold commercial properties at a consideration of RMB296,173,000 (2007: Nil) to a subsidiary of CapitaLand Limited, the ultimate holding company of a substantial shareholder of the Company. The unsettled amount at 31 December 2008 amounted to RMB88,851,000. The outstanding amount is unsecured, interest free and recoverable on demand.

(b) The amount represented rental expenses for the office of the Group paid to a related company, in which Mr. Wu Po Sum has significant interest.

(c) The amount in 2007 represented a sponsor fee paid to a former related company in which Mr. Wu Po Sum was a director. The company was no longer a related party of the Group after the resignation as a director by Mr. Wu Po Sum in December 2007.

MANAGEMENT DISCUSSION AND ANALYSIS

OPERATION REVIEW

(I) Review on the Market and the Company's Business

The year 2008 witnessed a complicated and volatile global economic situation. In the second half of the year, the financial crisis exerted more adverse impact on China. The Chinese central government timely adjusted the orientation, focus, dynamics and pace of its macro control, and launched various stimulus packages to boost the national economy, thus maintaining a relatively steady economic growth momentum at a fast pace. According to the National Bureau of Statistics of China, China's gross domestic product ("GDP") grew by 9% year-on-year to RMB30,067 billion in 2008.

As the main market of the Company, the economy of Henan Province continued to maintain a healthy and rapid economic development. In 2008, the GDP of Henan Province increased by 12.1% from the previous year to RMB1,840.8 billion, which was 3.1 percentage points higher than China's overall GDP growth and ranked fifth in China in terms of economic capacity.

The real estate market in Henan Province underwent a deep correction in 2008. The GFA of commodity properties sold was 29,710,200 sq.m., representing a decrease of 24.5% from 2007. The revenue from the sales of commodity properties was RMB70.7 billion, representing a year-on-year decrease of 20.2%. During the year under review, the transaction volume of commodity properties shrank while the wait-and-see sentiment prevailed in the market. The real estate industry in Henan Province has entered correction phase.

The directors (the "Directors") of the Company are of the view that a deep correction in real estate market is healthy during the development of real estate industry. In the mid to long-term, the economic growth and lifestyle changes will accelerate the pace of urbanisation. In this regard, the real estate market will continue to be one of the most attractive and potential markets in China in the next decade.

(II) Project Development

The Group aims to provide its investors, the society and its staff with a mutual trust and win-win platform. In 2008, the Company enhanced its project management control and endeavoured to provide customers with high quality products and services.

During the year under review, newly commenced GFA and completed GFA of the Company were 1,131,180 sq.m. and 1,069,151 sq.m. respectively. GFA of 824,301 sq.m. was sold with a sale/pre-sale value of RMB3,410.08 million, representing an increase of 38.6% over 2007 and accounting for 5.1% share in commodity properties sales market in Henan Province. These figures clearly show that the Company has further strengthened its leading position in Henan Province.

(1) Development schedule

In 2008, the Company commenced the development of 16 projects or phases with the newly commenced GFA of 1,131,180 sq.m..

Newly commenced projects in 2008

Location	**Newly commenced GFA** *(sq.m.)*
Zhengzhou	311,534
Other cities in Henan Province	819,646
Total	1,131,180

As at 31 December 2008, the Group had 12 projects or phases under development with total GFA of 1,013,856 sq.m..

In 2008, the Group had 16 completed projects or phases. The total completed GFA was 1,069,151 sq.m., with the total saleable GFA of 998,736 sq.m., and the total GFA pre-sold/sold reached 696,702 sq.m. or 69.8%.

Completed projects in 2008

Project	Phase	Total GFA completed *(sq.m.)*	Saleable GFA *(sq.m.)*	Pre-sold/ sold GFA *(sq.m.)*
Forest Peninsula (Zhengzhou)	Phase II	68,648	62,751	62,328
U-Town (Zhengzhou)	Phase IV	75,149	56,423	41,055
Landmark (Zhengzhou)	Commercial	95,873	81,394	65,375
Landmark (Zhengzhou)	Soho	107,260	88,015	54,550
Forest Peninsula (Luoyang)	Phase III	14,636	13,649	11,543
Forest Peninsula (Zhumadian)	Phase III	40,468	40,414	40,214
Forest Peninsula (Zhumadian)	Phase IV	48,580	48,395	28,980
Forest Peninsula (Luohe)	Phase II	57,185	53,613	40,353
Forest Peninsula (Xinyang)	Phase I	22,837	22,275	14,557
Jianye City (Puyang)	Phase I & II	75,061	73,114	62,080
Jianye City (Puyang)	Phase III	38,902	38,902	11,522
Landmark (Jiyuan)		26,807	26,733	16,250
Forest Peninsula (Jiyuan)	Phase III	30,163	28,418	28,418
Forest Peninsula (Jiaozuo)	Phase II	109,085	109,085	46,642
Forest Peninsula (Pingdingshan)	Phase II	32,356	32,356	26,273
Jianye Dahong City Garden (Kaifeng)		226,141	223,199	146,562
Total		1,069,151	998,736	696,702

(2) Sales schedule

In 2008, the Company's business experienced a healthy and rapid growth.

The total GFA sold/pre-sold by the Group amounted to 824,301 sq.m. in 2008, with a total sale/pre-sale value of RMB3,410.08 million.

Sale/pre-sale for the year ended 31 December 2008

Location	**Approximate saleable areas sold** *(sq.m.)*	**Approximate total amount** *(RMB'000)*
Zhengzhou	331,345	1,991,914
Other cities in Henan Province	492,956	1,418,164
Total	824,301	3,410,078

(3) Land reserves

In the second half of 2008, the Company timely adjusted land reserves policy in response to the changes in the domestic property market. The percentage of land reserves acquired by way of equity acquisition increased. As at 31 December 2008, the Company had total land reserves of 8,154,000 sq.m., of which the Group had obtained the land use right certificates for 6,380,000 sq.m..

(4) Equity acquisitions

On 30 June 2008, Artstar Investments Limited, which the Company indirectly holds 65% equity interest, completed an acquisition of the entire equity interest in Country Star Holdings Limited ("Country Star"), as a result of which the Company indirectly holds 65% equity interest in Luoyang Zhongya Real Estate Development Company Limited ("Luoyang Zhongya"), a subsidiary of Country Star which owns an aggregate planned GFA of approximately 966,945 sq.m..

Shangqiu Jianye Huarun Zhiye Company Limited ("CCRE Huarun"), is a joint venture company established by Central China Real Estate Group (China) Company Limited ("CCRE China"), an indirect wholly-owned subsidiary of the Company, and Shangqiu Yinshang Holdings Company Limited ("Yinshang Holdings") on 21 November 2008. On 25 November 2008, CCRE China further acquired 35% equity interest in CCRE Huarun from Yinshang Holdings, upon completion of which the Company will indirectly hold 65% equity interest in CCRE Huarun which will own the Shangqiu Shehuo Dadao project with a site area of approximately 222,666 sq.m., whose land use right will be transferred to CCRE Huarun from Yinshang Holdings upon completion of relevant PRC legal and registration procedures. The said land use rights had not been transferred to CCRE Huarun as at 31 December 2008. Accordingly, CCRE China was considered to have 100% equity interest in CCRE Huarun, representing the capital injected by CCRE China.

On 22 December 2008, Luohe Central China Real Estate Company Limited entered into a share purchase agreement with Luohe Changjian Real Estate Company Limited to acquire a further 24% equity interest to 75% in Luohe Central China Changjian Real Estate Company Limited ("CCRE Changjian"), which owns an aggregate planned GFA of approximately 596,500 sq.m..

(5) Public tender for land

On 9 July 2008, Central China Forest Peninsula Real Estate Company Limited, an indirect wholly-owned subsidiary of the Company, successfully tendered for two parcels of land with total GFA of 500,000 sq.m. in Zhoukou City for a total consideration of RMB118 million.

(6) Use of net proceeds from the IPO

The Company's shares were listed on the Stock Exchange on 6 June 2008, and raised net proceeds of approximately RMB1,121 million (after netting off listing expenses) from the IPO. As at 31 December 2008, the Company had utilised approximately RMB551 million for the development of its existing projects and payment for acquisition of land which was in line with the designated use of the proceeds as disclosed in the section headed "Future Plans and Use of Proceeds" in the Prospectus.

BUSINESS OUTLOOK

(I) Market Outlook

(1) Macro-economy

In 2009, the external economic uncertainties are expected to increase significantly. The latest economic figures indicate that the demands in international market are still shrinking and the global economy is under recession.

Confronting the continuous slow-down in the economic growth, the Chinese central government launched a RMB4 trillion investment package and will continue to implement proactive fiscal policy and moderately relaxed monetary policies, which will play a positive role in economic turnaround. However, the positive impact of these macroeconomic policies is expected to gradually take effect in 2009 and after.

(2) Real estate market

To boost the national economy, the Chinese central and local governments have launched a series of pro real estate policies aimed at lowering the burden of home buyers and encouraging property spending. According to the latest industry figures, some of the real estate markets have started to show signs of recovery with transaction volume rising sharply.

However, the Group remains cautious in the light of the current macro-economic situation and uncertainties in the real estate market, the Directors consider that the recent increase in the sales volume in some cities' real estate markets does not mark the end of market correction. Further observation is needed to judge when the market will bottom-out. In our opinion, development of zero-defect products and provision of superb services are the most effective way to cope with market fluctuations.

(II) Business planning

In its drive for product innovation and high standard of service quality, the Company launched the "Carving Mission" to overcome adversities at the end of 2008. The Mission includes mainly:

1. adopting brand new "Central China standards" as a uniform framework for delivering zero-defect projects; and

2. improving services by providing unified service standards, distinguished profile, customised modes, standardised procedures and diversified community activities.

In 2009, the Company aims to strengthen its introspection and urgency consciousness, and summon all personnel to take initiatives to continuously improve its products and services to further consolidate the Group's leading position in the market as well as expanding market share.

It is expected that the Group will commence the development of 23 projects/phases with GFA of 977,729 sq.m. in 2009.

Geographical breakdown of newly commenced projects for 2009

Location	**Total GFA** *(sq.m.)*	**Proportion** *(%)*
Zhengzhou	235,521	24%
Other cities in Henan Province	742,208	76%
Total	977,729	100%

Completion and delivery plan

It is expected that the developments of 18 projects/phases will be completed in 2009, with an aggregate completed GFA of 1,002,521 sq.m. At present, the schedules of projects are carried out in an orderly manner, particulars of which are as follows:

Schedule of completion of developments in 2009

Expected completion of developments in 2009

No.	Project	Phase	Expected GFA completed in 2009 *(sq.m.)*	Expected saleable area completed in 2009 *(sq.m.)*	Expected completion time in 2009
1	Champagne Garden (Zhengzhou)		85,329	73,719	March, December
2	Forest Peninsula (Shangjie)	Phase I	50,237	50,133	March
3	Forest Peninsula (Xinyang)	Phase II	66,505	64,219	March
4	Jianye Sweet-Scented Osmanthus Garden (Shangqiu)	Phase III	40,132	40,132	March
5	Forest Peninsula (Sanmenxia)		117,375	105,713	March, June
6	Forest Peninsula (Zhengzhou)	Phase IV	37,941	37,941	March
7	Forest Peninsula (Jiaozuo)	Phase III	9,445	2,397	June
8	Forest Peninsula (Xinxiang)	Phase I	19,019	19,019	September
9	Forest Peninsula (Zhumadian)	Phase V	38,686	38,686	October
10	Gentlest Lake (Luoyang)	Phase II	82,404	82,334	December

11	One City (Luoyang)		46,100	46,100	December
12	Huayang Square (Luoyang) Project	Phase I	132,602	132,602	December
13	One City (Zhengzhou)		42,172	42,172	December
14	Forest Peninsula (Luohe)	Phase III	47,335	47,335	December
15	Forest Peninsula (Zhoukou)	Phase I	30,000	30,000	December
16	Yanming Lake (Zhengzhou)	Phase I	12,000	12,000	December
17	Forest Peninsula (Kaifeng)	Phase I	66,468	66,468	December
18	Forest Peninsula (Kaifeng)	Phase II	78,771	71,567	December
Total			1,002,521	962,537	

FINANCIAL REVIEW

During the year, the property development business of the Company maintained sustainable and rapid growth which translated to significant movements in the financial information as follows:

Turnover: In 2008, the Group's turnover was RMB3,227 million (including RMB3,001 million from sale of commodity properties), representing an increase of RMB1,405 million, or approximately 77.1% as compared to RMB1,822 million in 2007, mainly due to

(1) a 46.0% increase in GFA sold, from 495,069 sq.m. in 2007 to 722,930 sq.m. in 2008;

(2) a 23.6% increase in average selling price from RMB3,359 per sq.m. in 2007 to RMB4,151 per sq.m. in 2008.

Cost of sales: The Group's cost of sales increased by RMB681 million, or 52.1%, from RMB1,308 million in 2007 to RMB1,989 million in 2008. This increase was primarily due to the increase in total GFA of properties sold. Cost of sales mainly includes land cost, construction cost and capitalised interest. The Group will continue to carefully control land and construction costs to ensure sustainable growth in gross profit margins.

Gross profit margin: Gross profit margin increased significantly from 28.2% in 2007 to 38.4% in 2008, principally attributable to the increase in the proportion of commercial properties sold (from 8% in 2007 to 28% in 2008), which enjoyed higher profit margin.

Other revenue: Other revenue from operations increased by RMB8 million from RMB23 million in 2007 to RMB31 million in 2008, mainly attributable to higher interest income from bank deposits arising from higher bank balances.

Other net income: Other net income increased from RMB1 million in 2007 to RMB19 million in 2008, primarily as a result of a RMB20 million exchange gain arising from bank loans denominated in foreign currency.

Selling and marketing expenses: Selling and marketing expenses increased from RMB87 million in 2007 to RMB97 million in 2008, an increase of RMB10 million. Compared with sales revenue, the marketing expenses decreased significantly, mainly due to strict control on marketing expenses as a result of current market condition.

General and administrative expenses: General and administrative expenses increased from RMB95 million in 2007 to RMB153 million in 2008, an increase of RMB58 million or 61.1%, due mainly to the increase in salary of staff and training cost as a result of the expansion of operations.

Other operating expenses: Other operating expenses increased from RMB12 million in 2007 to RMB20 million in 2008, due mainly to RMB2 million increase in donation and RMB6 million increase in compensation paid for cancellation of a rental agreement in order to subsequently sell the relevant property.

Share of loss of a jointly controlled entity: The Company's share of loss of a jointly controlled entity declined by 100% as Henan Zhongyuan Central China Real Estate Development Company Limited, in which the Company held a 50% equity interest in 2007, became a wholly owned subsidiary of the Group in December 2007.

Share of loss of an associate: In 2008 and 2007, the Group accounted for its share of loss amounting to RMB3 million and RMB2 million respectively on its investment in St. Andrews Golf Club (Zhengzhou) Company Limited, representing operating expenses incurred by that company in its early stages before revenue was generated.

Finance costs: Finance costs increased by RMB4 million, from RMB49 million in 2007 to RMB53 million in 2008, due mainly to a decrease in the capitalisation of our borrowing costs, offset partially by a RMB11 million decrease in gross borrowing costs as a result of lower interest payments following a decrease in interest rates. Our total borrowing costs capitalised in 2008 were RMB63 million, down from RMB78 million in 2007.

Change in fair value of investment properties: The fair value of the Group's investment properties decreased by RMB1 million in 2008, while it increased RMB14 million in 2007, reflecting current market conditions. Market value of the Group's investment properties remained basically stable.

Income tax: Income tax includes CIT, LAT and withholding tax on dividend declared by the PRC foreign investment enterprise. The Group's income tax increased by RMB169 million, or 125.2%, from RMB135 million in 2007 to RMB304 million in 2008, while the effective tax rate decreased from 44.2% in 2007 to 31.7% in 2008. The income tax rose as a result of the increase in revenue as more GFA was sold in 2008 as compared to 2007. The effective tax rate declined because the Company's profitable subsidiaries used the authorised taxation method (which use revenue rather than assessable profit to calculate a company's tax). As our gross profit margin increased in 2008, the effective tax rate declined under the authorised taxation method. The decrease in corporate income tax rate from 33% to 25% in 2008 also resulted in the decrease in the effective tax rate.

Profit for the year: The profit attributable to the equity shareholders of the Company increased by 296% to RMB653 million as compared to RMB165 million in 2007, mainly attributable to more GFA sold, higher average selling price and higher gross profit margin for the year.

Financial resources and utilisation: As at 31 December 2008, the Group's cash and cash equivalents amounted to RMB928 million (31 December 2007: RMB400 million). During the year, a dividend of RMB152 million was declared by subsidiaries of the Company to their then shareholders prior to the Reorganisation and IPO of the Company which raised proceeds of RMB1,121 million, net of listing expenses.

Structure of Borrowings and Deposits

The Group continues to adopt a prudent financial policy and centralises its funding and financial management. It continues to maintain a high cash-on-hand ratio and also a reasonable level of gearing. As at 31 December 2008, the Group's bank and other loans were RMB933 million and RMB161 million respectively and the repayment schedule was as follows:

Repayment schedule	**2008**	2007
	(RMB'000)	*(RMB'000)*
Bank loans		
Within one year	**488,790**	1,001,273
More than one year, but not exceeding two years	**424,417**	248,000
More than two years, but not exceeding five years	**20,000**	—
	933,207	1,249,273
Other loans		
Within one year	**123,950**	—
More than one year, but not exceeding two years	**36,790**	109,130
More than two years, but not exceeding five years	**—**	27,300
	160,740	136,430
Total borrowings	**1,093,947**	1,385,703
Deduct:		
Cash and cash equivalents	**(927,721)**	(399,602)
Restricted bank deposits secured against bank loans	**(100,000)**	(190,000)
Net borrowings	**66,226**	796,101
Shareholders' equity	**2,940,132**	1,330,287
Net gearing ratio *(%)*	**2.3%**	59.8%

Pledge of assets: As at 31 December 2008, the Group had pledged certain properties held for future development and under development for sale and bank deposits with an aggregate carrying amount of approximately RMB839 million to secure general bank credit facilities granted to the Group.

Financial guarantees: As at 31 December 2008, the Group provided guarantees of approximately RMB1,690 million to banks in favour of its customers in respect of the mortgage loans provided by the banks to those customers for the purchase of the Group's developed properties.

Capital commitment: As at 31 December 2008, the Group has contractual commitments in respect of property development activities and investment in subsidiaries amounting to RMB1,695 million and the Group had authorised, but not yet contracted for, a further RMB7,956 million in expenditure in respect of property development.

Foreign Exchange Risk: As the sales, purchase and bank borrowings of the Group in 2008 were made mainly in Renminbi, the foreign exchange risk exposure of the Group was relatively minor. The Group did not use foreign exchange hedging instruments to hedge foreign exchange risks in 2008.

Interest rate risks: The interest rates for a portion of the Group's loans were floating. Upward fluctuations in interest rates will increase the interest cost of new and existing loans. The Group currently does not use derivative instruments to hedge its interest rate risks.

Human resources and remuneration policy: As at 31 December 2008, the Group employed 1,093 staff (31 December 2007: 918 staff). During 2008, the staff cost of the Group was approximately RMB101 million (2007: RMB64 million), representing an increase of 57.8%.

Staff cost includes basic salary, share-based payment and welfare. Employees' welfare includes medical insurance plan, pension plan, unemployment insurance plan, and pregnancy insurance plan. The Group also provides a series of benefits to its employees, including housing allowances, medical insurances and transportation allowances. Employees are engaged according to employment contracts. Annual performance appraisals are conducted for its employees, the results of which are applied in annual salary review and promotion assessment. Employees are granted annual bonus according to certain performance conditions and appraisal results. Commission is paid only to the Group's sales staff. The Group reviews the staff remuneration package for its staff annually. Besides, the Group also benchmarks its remuneration packages against similar positions of its peers in order to maintain competitiveness in the human resources market.

OTHER INFORMATION

Dividend

The Board has proposed a final dividend for 2008 at HK$11 cents per share. The proposed dividend, if approved by the shareholders at the annual general meeting (the "AGM") of the Company to be held on Tuesday, 12 May 2009, will be paid to the shareholders on Tuesday, 19 May 2009, whose names appear on the register of members on Tuesday, 12 May 2009. The proposed final dividend has not been reflected in the financial statements as at 31 December 2008.

Annual General Meeting

The AGM will be held on Tuesday, 12 May 2009 and the notice of AGM will be published and dispatched in the manner as required by the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules").

Closure of Register of Members

The register of members will be closed from Tuesday, 5 May 2009 to Tuesday, 12 May 2009 both days inclusive. In order to establish entitlements to the proposed final dividend which is to be approved in the AGM, and attending and voting at the AGM, all transfers accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Monday, 4 May 2009.

Purchase, Redemption or Sale of Listed Securities of the Company

During the period from the Listing Date to 31 December 2008, neither the Company nor any of its subsidiaries and its jointly controlled entities purchased, redeemed or sold any of the Company's listed securities.

Compliance with Model Code

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") in Appendix 10 to the Listing Rules as the code of conduct for Directors in their dealings in the Company's securities. The Company made specific enquires with each director and each of them confirmed that he or she had complied with the Model Code during the period from the Listing Date to 31 December 2008.

Compliance with the Code on Corporate Governance Practices

The Company is committed to good corporate governance practices and procedures including a quality board, sound internal control, transparency and accountability to its shareholders. It has also complied with the Code on Corporate Governance Practices as stated in Appendix 14 to the Listing Rules during the period from the Listing Date to 31 December 2008.

Audit Committee

The audit committee (the "Audit Committee") of the Company was established with terms of reference in accordance with Appendix 14 to the Listing Rules. The Audit Committee is delegated by the Board to assess matters related to the financial statements and to provide recommendations and advices including review of relationships with external auditors, the Company's financial reporting, the internal control and risk management system, and there was no disagreement by the Audit Committee or the external auditors on the accounting policies adopted by the Company.

The Audit Committee comprises Mr. Cheung Shek Lun (the chairman of the Audit Committee) and Mr. Fang Fenglei who are independent non-executive Directors of the Company and Mr. Leow Juan Thong Jason who is a non-executive director of the Company.

The Audit Committee has reviewed the consolidated financial statements of the Company for the year ended 31 December 2008 and considers that the Company has complied with all applicable accounting standards and requirements and made adequate disclosure.

Remuneration Committee

The remuneration committee (the "Remuneration Committee") of the Company was established with terms of reference in accordance with Appendix 14 to the Listing Rules. The Remuneration Committee comprises an executive director, Mr. Wu Po Sum (the chairman of the Remuneration Committee) and two independent non-executive directors, Mr. Cheung Shek Lun and Mr. Fang Fenglei. The principle responsibilities of the Remuneration Committee include the reviewing and making recommendation to the Board on the Company's policies, structure and remuneration packages of Directors and senior management of the Group.

The Remuneration Committee has reviewed the compensation payable to all Directors and members of senior management in accordance with the contractual terms and considers that such compensation is fair and not excessive to the Company.

Publication of Annual Report on the Stock Exchange

The Company's annual report for the year ended 31 December 2008 will be despatched to the shareholders of the Company on or before 8 April 2009 and will be available on the Stock Exchange's (http://www.hkex.com.hk) and the Company's websites (http://www.centralchina.com) in due course.

By Order of the Board
Central China Real Estate Limited
Wu Po Sum
Chairman

Hong Kong, 27 March 2009

As at the date of this announcement, the executive Directors are Mr. Wu Po Sum, Mr. Wang Tianye and Ms. Yan Yingchun; the non-executive Directors are Mr. Lim Ming Yan, Mr. Leow Juan Thong Jason and Ms. Wallis Wu; and the independent non-executive Directors are Mr. Cheung Shek Lun, Mr. Fang Fenglei and Mr. Wang Shi.

* *For identification purposes only*