偉俊集團控股有限公司 *
Wai Chun Group Holdings Limited

(incorporated in Bermuda with limited liability)

(Stock code: 1013)

2010 INTERIM RESULTS ANNOUNCEMENT

The board of directors (the "**Board**") of Wai Chun Group Holdings Limited (the "**Company**") is pleased to announce the unaudited consolidated results of the Company and its subsidiaries (collectively the "**Group**") for the six months ended 30 September 2010.

CONDENSED CONSOLIDATED INCOME STATEMENT

For the six months ended 30 September 2010

	Notes	**2010 Unaudited** ***HK$'000***	2009 Unaudited *HK$'000*
Revenue	*2*	**48,561**	41,982
Cost of sales		**(42,469)**	(37,531)
Gross profit		**6,092**	4,451
Other income	*3*	**8,072**	235
Gain on disposal of subsidiaries	*4*	**–**	–
Unrealised (loss) gain on held for trading investment		**(170)**	947
Realised loss on held for trading investment		**(1,330)**	–
Selling and distribution expenses		**(4,537)**	(754)
Administrative expenses		**(13,507)**	(12,633)
Finance costs		**(20)**	—
Loss before taxation		**(5,400)**	(7,754)
Taxation	*5*	**(699)**	(161)
Loss for the period	*6*	**(6,099)**	(7,915)
Loss attributable to:			
Shareholders of the Company		**(6,099)**	(7,915)
Interim dividend	*7*	**–**	–
Loss per share	*8*	***HK cents***	*HK cents*
Basic		**(0.11)**	(0.15)
Diluted		**(0.11)**	(0.15)

* *for identification purpose only*

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 September 2010

	Notes	30.9.2010 Unaudited HK$'000	31.3.2010 Audited HK$'000
NON-CURRENT ASSETS			
Property, plant and equipment		**6,806**	2,078
Intangible asset		**481**	509
Available-for-sale investments		**46,489**	48,885
		53,776	51,472
CURRENT ASSETS			
Inventories		**20,058**	6,584
Trade and other receivables, prepayments and deposits	*9*	**44,335**	32,502
Amounts due from a related company		**–**	2,039
Held for trading investments		**1,610**	12,940
Fixed deposits – secured		**300**	300
Bank balances and cash		**5,820**	9,332
		72,123	63,697
CURRENT LIABILITIES			
Trade and other payables	*10*	**61,594**	47,199
Amount due to related companies		**7,737**	2,335
Tax payable		**4**	–
		69,335	49,534
NET CURRENT ASSETS		**2,788**	14,163
NET ASSETS		**56,564**	65,635
CAPITAL AND RESERVES			
Share capital		**53,912**	53,912
Reserves		**2,652**	11,723
TOTAL EQUITY		**56,564**	65,635

1. APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs")

The accounting policies and method of computation used in preparing the unaudited condensed consolidated interim financial statements are consistent with those used in the audited financial statements for the year ended 31 March 2010 except as described below.

For the current interim period, the Group has applied the following new standards, amendments and interpretations (the "new HKFRSs") issued by HKICPA, which are or have become effective. The adoption of the new HKFRSs has no material effects on how the results and financial position for the current or prior accounting periods are prepared and presented.

HKFRSs (Amendments)	Amendment to HKFRS 5 as part of Improvements to HKFRSs issued in 2008
HKFRSs (Amendments)	Improvements to HKFRSs 2009
HKAS 27 (Revised)	Consolidated and Separate Financial Statements
HKAS 39 (Amendment)	Eligible Hedged Items
HKFRS 1 (Amendment)	Additional Exemptions for First-time Adopters
HKFRS 2 (Amendment)	Group Cash-settled Share-based Payment Transactions
HKFRS 3 (Revised)	Business Combinations
HK(IFRIC) – Int 17	Distributions of Non-cash Assets to Owners

The Group applies HKFRS 3 (Revised) Business Combinations prospectively to business combinations for which the acquisition date is on or after 1 April 2010. The requirements in HKAS 27 (Revised) Consolidated and Separate Financial Statements in relation to accounting for changes in ownership interests in a subsidiary after control is obtained and for loss of control of a subsidiary are also applied prospectively by the Group on or after 1 April 2010.

HKAS 27 (Revised) and consequential amendments to HKAS 21 The Effects of Changes in Foreign Exchange Rates have been adopted (annual periods beginning on or after 1 July 2009). The revisions to HKAS 27 principally affect the accounting for transactions or events that result in a change in the Group's interests in its subsidiaries.

The adoption of HKAS 27 (Revised) has no material effect on the accounting for the Group's disposal in the current period of its entire interests in Chun Tai (BVI) Limited, Chun Tai Novelty Company Limited, Chun Tai Printing Limited, Zhongshan Modern Color Printing and Packaging Products Factory Company Limited, Full Hope Enterprises Limited, Telecom Plus Technology Limited, Allnet Company Limited, Telecom Plus Investment Limited, Plus Investment & Management Consulting Company and Up Hill Investments Limited.

Results of the Group in future periods may be affected by future transactions for which HKFRS 3 (Revised), HKAS 27 (Revised) and the consequential amendments to the other HKFRSs are applicable.

2. SEGMENT INFORMATION

The Group has adopted HKFRS 8 Operating Segments with effect from 1 April 2009. HKFRS 8 is a disclosure standard that requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker (the "CODM") for the purpose of allocating resources to segments and assessing their performance. In contrast, the predecessor Standard (HKAS 14 Segment Reporting) required an entity to identify two sets of segments (business and geographical) using a risks and return approach. In the past, the Group's primary reporting format was business segments. The application of HKFRS 8 has not resulted in a redesignation of the Group's reportable segments as compared with the primary reportable segments determined in accordance with HKAS 14.

The reportable segments have been identified on the basis of internal management reports prepared in accordance with accounting policies conform to HKFRSs, that are regularly reviewed by the executive directors of the Company, being the CODM of the Group.

2. **SEGMENT INFORMATION** *(Continued)*

Business Segment

The CODM regularly review revenue and operating results derived from three operating divisions – sales and integration service, services income and contract income. These divisions are the basis on which the Group reports its primary segment information. Principal activities are as follows:

Sales and integration services:	Income from sales and services provision of integration services of computer and communication systems
Services income:	Income from design, consultation and production of information system software and management training services
Contract income:	Income in connection with the sale of communication systems equipment for intelligent buildings and provision of installation services

Segment revenues and results

The following is an analysis of the Group's revenue and results by reportable segments.

Six months ended 30 September 2010 (unaudited)

	Sales and integration services *HK$'000*	**Services income** *HK$'000*	**Contract income** *HK$'000*	**Total** *HK$'000*
REVENUE				
External sales	**40,695**	**6,061**	**1,805**	**48,561**
SEGMENT RESULTS	**3,286**	**700**	**36**	**4,022**
Unallocated corporate income				**1,405**
Unallocated corporate expenses				**(10,807)**
Finance costs				**(20)**
Loss before income tax				**(5,400)**
Income tax				**(699)**
Loss for the period				**(6,099)**

Six months ended 30 September 2009 (unaudited)

	Sales and integration services *HK$'000*	Services income *HK$'000*	Contract income *HK$'000*	Total *HK$'000*
REVENUE				
External sales	33,015	6,504	2,463	41,982
SEGMENT RESULTS	(3,388)	3,338	533	483
Unallocated corporate income				1,023
Unallocated corporate expenses				(9,260)
Finance costs				–
Loss before income tax				(7,754)
Income tax				(161)
Loss for the period				(7,915)

2. SEGMENT INFORMATION *(Continued)*

Segment assets and liabilities

The following is an analysis of the Group's assets and liabilities by reportable segments.

At 30 September 2010 (unaudited)

	Sales and integration services *HK$'000*	**Services income** *HK$'000*	**Contract income** *HK$'000*	**Total** *HK$'000*
Segment assets	**48,108**	**7,165**	**2,134**	**57,407**
Unallocated assets				**68,492**
Consolidated assets				**125,899**
Segment liabilities	**50,916**	**7,583**	**2,259**	**60,758**
Unallocated liabilities				**8,577**
Consolidated liabilities				**69,335**

At 31 March 2010 (audited)

	Sales and integration services *HK$'000*	Services income *HK$'000*	Contract income *HK$'000*	Total *HK$'000*
Segment assets	29,691	8,365	184	38,240
Unallocated assets				76,929
Consolidated assets				115,169
Segment liabilities	34,634	9,758	215	44,607
Unallocated liabilities				4,927
Consolidated liabilities				49,534

Geographical segments

No geographical segment analysis is provided as substantially all of the Group's revenue and contribution to results were derived from the People's Republic of China (the "PRC").

The following is an analysis of the carrying amount of segment assets and liabilities and additions to property, plant and equipment, analysed by the geographical area in which the assets are located.

	Carrying amount of segment assets		**Additions to property, plant and equipment**	
	30.9.2010 Unaudited *HK$'000*	31.3.2010 Audited *HK$'000*	**30.9.2010 Unaudited** *HK$'000*	31.3.2010 Audited *HK$'000*
Hong Kong	**66,719**	73,740	**4,800**	1,565
PRC, excluding Hong Kong	**59,180**	41,429	**44**	74
	125,899	115,169	**4,844**	1,639

3. OTHER INCOME

	Six months ended	
	30.9.2010	30.9.2009
	Unaudited	Unaudited
	HK$'000	*HK$'000*
Bank interest income	**9**	12
Dividend income from held for trading investments	**720**	69
Written back of over-provided purchases in previous years	**6,667**	—
Sundry income	**676**	154
	8,072	235

4. GAIN ON DISPOSAL OF SUBSIDIARIES

On 30 September 2010, the Group disposed of its entire interests in Chun Tai (BVI) Limited, Chun Tai Novelty Company Limited, Chun Tai Printing Limited, Zhongshan Modern Color Printing and Packaging Products Factory Company Limited, Full Hope Enterprises Limited, Telecom Plus Technology Limited, Allnet Company Limited, Telecom Plus Investment Limited, Plus Investment & Management Consulting Company and Up Hill Investments Limited. The total consideration of approximately HK$19 was settled in cash. The gain on disposal of subsidiaries was approximately HK$19.

5. TAXATION

	Six months ended	
	30.9.2010	30.9.2009
	Unaudited	Unaudited
	HK$'000	*HK$'000*
Taxation in the PRC:		
Current period	**699**	161

No Hong Kong Profits Tax has been provided in the consolidated financial statements as the Group does not have any assessable profits for the six months ended 30 September 2010 (six months ended 30 September 2009: Nil)

PRC subsidiaries are subject to PRC Enterprise Income Tax at 25% (2009: 25%). Taxation arising in other jurisdictions is calculated at the rates prevailing in the relevant jurisdictions.

No deferred tax asset has been recognised in respect of the tax losses due to the unpredictability of future profits streams.

6. LOSS FOR THE PERIOD

Loss for the period has been arrived at after charging:

	Six months ended	
	30.9.2010	30.9.2009
	Unaudited	Unaudited
	HK$'000	*HK$'000*
Amortisation of intangible asset	**27**	14
Depreciation on property, plant and equipment	**117**	124
Staff costs (including directors' emoluments)	**5,693**	4,497

7. INTERIM DIVIDEND

The Board resolved not to declare the payment of an interim dividend for the six months ended 30 September 2010 (six months ended 30 September 2009: Nil).

8. LOSS PER SHARE

The calculation of the basic loss per share for the six months ended 30 September 2010 is based on the Group's net loss attributable to shareholders of HK$6,099,000 (six months ended 30 September 2009: HK$7,915,000) and on weighted average number of ordinary shares in issue during the period of 5,391,162,483 (six months ended 30 September 2009: 5,391,162,483) shares.

Diluted loss per share is calculated by adjusting the weighted average number of ordinary shares outstanding due to the effect of all dilutive potential ordinary shares. The Company has two categories of dilutive potential ordinary shares: convertible preference shares and convertible share options.

The calculation of diluted loss per share for the six months ended 30 September 2010 and 2009 did not assume the conversion of the convertible preference shares and convertible share options as the conversion of which would result in a decrease in loss per share.

9. TRADE AND OTHER RECEIVABLES, PREPAYMENTS AND DEPOSITS

According to the contracts entered into with trade customers, an average of the contracts revenue is normally collected within 90 days from the date of receipt of customers' acceptance, whereas the remaining trade receivables represent retentions held by customers which are normally due one year after completion of the project. The following is an aging analysis of trade receivables included in trade and other receivables at the end of the reporting period.

	30.9.2010 **Unaudited** ***HK$'000***	31.3.2010 Audited *HK$'000*
Trade receivables:		
0-30 days	**18,642**	3,914
31-90 days	**44**	5,749
Over 90 days	**12,119**	10,332
	30,805	19,995
Other receivables, prepayments and deposits	**13,530**	12,507
Total trade and other receivables, prepayments and deposits	**44,335**	32,502

The directors consider that the carrying amount of trade and other receivables approximates their fair value.

10. TRADE AND OTHER PAYABLES

The following is an ageing analysis of trade payables included in trade and other payables at the end of the reporting period:

	30.9.2010 **Unaudited** ***HK$'000***	31.3.2010 Audited *HK$'000*
0-90 days	**24,637**	1,504
91-180 days	**92**	8,815
Over 180 days	**23,253**	20,286
	47,982	30,605
Other payables	**13,612**	16,594
Total trade and other payables	**61,594**	47,199

FINANCIAL REVIEW

Financial Performance

For the six months ended 30 September 2010, the Group recorded a turnover of HK$48,561,000, representing an increase of 15.7% when compared to 2009. The increase in turnover is attributable to a significant increase in the value of contracts entered into during the period. Gross profit increased to HK$6,092,000 representing an increase of 36.9% compared to 2009. Gross profit margin increased from 10.6% recorded in 2009 to 12.5% this period. Operating expenses increased slightly when compared to 2009.

Listed investments contributed a loss of HK$1,500,000 to the results of the Group during the period, of which mark-to-market adjustment recorded a loss of HK$170,000 from a gain of HK$947,000 recorded in 2009, while loss on disposal of listed investments contributed HK$1,330,000 to the results. Other operating revenue increased significantly from HK$235,000 to HK$8,072,000 which is mainly attributable to the one-off gain on the write back of over-provided purchases made in previous years of HK$6,667,000.

The Group recorded a loss attributable to shareholders of the Company of HK$6,099,000 for the six months ended 30 September 2010.

Financial Resources and Position

As at 30 September 2010, the Group did not have any external borrowings. Cash and cash equivalents amounted to HK$6,120,000 as at 30 September 2010 which are mostly denominated in Hong Kong Dollars and Renminbi. As the Group's businesses are conducted in the PRC, therefore the Group does not expect to be exposed to any material foreign exchange risks.

The Group had no assets pledged or any material contingent liabilities as at 30 September 2010. The Group ended the period with a current ratio of 1.04 times.

The Board has resolved not to recommend the payment of an interim dividend for the six months ended 30 September 2010.

BUSINESS REVIEW

The Group is principally engaged in (i) network and system integration by the production of software and provision of solutions and related services; (ii) trading of communication products; (iii) provision of financial services; (iv) investment holdings; and (v) provision of telecommunications infrastructure solution services. Through the operations of Beijing HollyBridge System Integration Co., Limited ("Beijing HollyBridge"), the major subsidiary of the Group, the Group has provided one stop solution, including hardware and system modification for the customers. The management continued to devote its effort to enhance the operational efficiency of Beijing HollyBridge, and during the six months ended 30 September 2010, service contracts entered into with various customers such as banks, governmental agencies and public transportation companies amounted to approximately RMB 80 million.

Looking forward, the Management will devote its effort to enhance operational efficiency, reduce overheads and to turn the Group back to a profitable position. In addition, the Group is monitoring closely the latest trends and the development of the global economy and to take advantage of all business opportunities.

OTHER INFORMATION

Employees

As at 30 September 2010, the Group had a total of 92 employees, the majority of whom are situated in the PRC. In addition to offering competitive remuneration packages to employee discretionary bonuses and share options may also be granted to eligible employees based on individual performance.

The Group also encourages its employees to pursue a balanced life and provides a good working environment for its employees to maximise their potential and contribution to the Group.

The remuneration committee of the Company, having regard to the Company's operating results, individual performance and comparable market statistics, decides the emoluments of the Directors. No Director, or any of his associates, and executive, is involved in dealing his own remuneration.

Purchase, Sale or Redemption of Listed Securities

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the period ended 30 September 2010.

Corporate Governance

During the six months ended 30 September 2010, the Company had complied with the code provisions as set out in the Code on Corporate Governance Practices in Appendix 14 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "Listing Rules") except that:

(i) Code A4.1 stipulates that non-executive directors should be appointed for a specific term and subject to re-election. The Company has not fixed the term of appointment of Mr. Ko Ming Tung, Edward as the Independent Non-executive Director, however, all Independent Non-executive Directors are subject to retirement by rotation at least once every three years and re-election at the annual general meeting of the Company pursuant the Company's bye-laws. As such, the Board considers that sufficient measures have been taken to ensure the Company's corporate governance practices are no less exacting those in the Code.

(ii) the Chairman of the Board did not attend and chair the 2010 annual general meeting of the Company as stipulated under code E1.2. The Chairman was away on a business trip on that day.

Model Code for Securities Transactions by Directors

The Company has adopted the Model Code set out in Appendix 10 to the Listing Rules (the "**Model Code**") as the code of conduct regarding securities transactions by the Directors. All directors have confirmed, following specific enquiries by the Company that they have complied with the required standards set out in the Model Code throughout the six months ended 30 September 2010.

Audit Committee

The Company has an audit committee (the "Audit Committee") which was established in accordance with the requirements of the Listing Rules for the purpose of reviewing and providing supervision over the Group's financial reporting process and internal controls.

An Audit Committee meeting was held on 30 November 2010 to review the unaudited interim financial report for six months ended 30 September 2010. HLM & Co., the Group's external auditor, has carried out a review of the unaudited interim financial report for the six months ended 30 September 2010 in accordance with the Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the HKICPA.

Appreciation

On behalf of the Board, I would like to take this opportunity to express my gratitude to all the staff and management team for their contribution during the period. I would also like to express my appreciation to the continuous support of our shareholders and investors.

By Order of the Board
LAM Ching Kui
Chairman

Hong Kong, 30 November 2010

As at the date of this announcement, the Board comprises:

Executive Directors:
LAM Ching Kui *(Chairman)*
GUO Qing Hua *(Chief Executive Officer)*

Independent Non-executive Directors:
KO Ming Tung, Edward
SHAW Lut, Leonardo
TO Yan Ming, Edmond