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HANG TEN GROUP HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)
(Stock Code: 448)

ANNOUNCEMENT OF THE INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2011

INTERIM RESULTS

The Board of Directors (the "Board") of Hang Ten Group Holdings Limited (the "Company") presents the unaudited consolidated interim results of the Company and its subsidiaries (the "Group") for the six months ended 30 September 2011. The interim results have not been audited, but have been reviewed by the Company's audit committee.

CONDENSED CONSOLIDATED INCOME STATEMENT

For the Six Months Ended 30 September 2011 (Expressed in Hong Kong dollars)

Six months ended 30 Septem			
	2011	2010	
Note	HK\$'000	HK\$'000	
	(unaudited)	(unaudited)	
3	1,175,596	1,038,199	
	(496,351)	(445,429)	
	679,245	592,770	
4	16,037	10,433	
4	40,806	8,368	
	(503,586)	(442,820)	
	(94,409)	(62,796)	
-	(1,109)	(929)	
	136,984	105,026	
6	(4,289)	(4,078)	
6	132,695	100,948	
7	(18,682)	(15,381)	
	114,013	85,567	
	3 4 4 4 6	2011 Note HK\$'000 (unaudited) 3 1,175,596 (496,351) 679,245 4 16,037 4 40,806 (503,586) (94,409) (1,109) 136,984 6 (4,289) 6 132,695 7 (18,682)	

	Six months ended 30 September		
		2011	2010
	Note	HK\$'000	HK\$'000
		(unaudited)	(unaudited)
Attributable to:			
Owners of the Company		114,013	85,621
Non-controlling interests	-		(54)
	:	114,013	85,567
Earnings per share	8		
– Basic	<u> </u>	11.61 cents	8.72 cents
– Diluted		11.61 cents	8.72 cents

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the Six Months Ended 30 September 2011 (Expressed in Hong Kong Dollars)

	Six months ended 30 September		
	2011	2010	
	HK\$'000	HK\$'000	
	(unaudited)	(unaudited)	
Profit for the period	114,013	85,567	
Other comprehensive income for the period: Exchange differences on translation of financial			
statements of subsidiaries	(38,845)	1,177	
Reserve realised on disposal of a subsidiary		2,141	
	(38,845)	3,318	
Total comprehensive income for the period	75,168	88,885	
Attributable to:			
Owners of the Company	75,168	88,256	
Non-controlling interests		629	
	75,168	88,885	

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 September 2011

(Expressed in Hong Kong dollars)

At 30 September		At 31 March 2011
Note	HK\$'000 (unaudited)	HK\$'000 (audited)
	F1 011	54.120
	· ·	54,138
		87,810
	135,224	141,948
	71,940	71,940
	112,091	114,867
10	35,937	39,302
	24,576	25,328
	379,768	393,385
	· · · · · · · · · · · · · · · · · · ·	105,957
10		307,804
10	· · · · · · · · · · · · · · · · · · ·	219,226
		147 382,911
		302,711
	1,029,027	1,016,045
	6,716	17,154
	,	127,182
11	257,900	209,734
	42.070	12,757
	42,8/8	60,062
	434,676	426,889
	594,351	589,156
	974,119	982,541
		2011 Note HK\$'000 (unaudited) 51,811 83,413 135,224 71,940 112,091 10 35,937 24,576 379,768 43,668 332,108 10 267,385 287 385,579 1,029,027 6,716 127,182 11 257,900 42,878 434,676 594,351

	At 30 September	At 31 March
	2011	2011
	<i>Note HK\$'000</i>	HK\$'000
	(unaudited)	(audited)
Non-current liabilities		
Deferred income	13,726	18,302
Employee benefits	4,653	5,087
	18,379	23,389
NET ASSETS	955,740	959,152
CAPITAL AND RESERVES		
Share capital	98,225	98,225
Reserves	857,515	860,927
TOTAL EQUITY	955,740	959,152

Notes:

1. Basis of Preparation

The unaudited consolidated condensed financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"). It was authorised for issue on 25 November 2011.

2. Principal Accounting Policies

The accounting policies used in the condensed financial statements are consistent with those adopted by the Group in its annual financial statements for the year ended 31 March 2011 except for the adoption of new and revised Hong Kong Financial Reporting Standards ("HKFRSs"), Hong Kong Accounting Standards ("HKASs"), amendments and Interpretations that are first effective for the current accounting period of the Group as set out below:

HKAS 24 (revised)	Related party disclosures
HK(IFRIC) – Int 14	Prepayments of a minimum funding requirement
HK(IFRIC) – Int 19	Extinguishing financial liabilities with equity instruments
HKFRSs (Amendments)	Improvements to HKFRSs (2010)

The adoption of the above revised standards, amendments, interpretations and improvements has no material impact on the Group's results of operations and financial position.

Certain new standards, amendments and interpretations to existing standards have been issued that are relevant to the Group's business and are not yet effective for the current accounting period. The Group has not early adopted these new standards, amendments and interpretations. The Group is in the process of making an assessment of what the impact of these new standards, amendments and interpretations is expected to be in the period in initial application and so far anticipate that the application of these new standards, amendments and interpretations would not have a significant impact on the Group's results of operations and financial position.

3. Turnover

4.

The principal activities of the Group are designing, marketing and sale of apparel and accessories and licensing of trademarks. Turnover represents the sales value of goods supplied to customers and royalty income from licensing of trademarks. The amount of each significant category of revenue recognised in turnover is as follows:

	Six months ended 3 2011 <i>HK\$</i> '000	0 September 2010 <i>HK</i> \$'000
	·	,
Sales of apparel	1,166,499	1,025,555
Royalty income	9,097	12,644
	1,175,596	1,038,199
Other Revenue and Other Net Income		
	Six months ended 3	0 September
	2011	2010
	HK\$'000	HK\$'000
Other revenue		
Rental income	2,001	2,020
Bank interest income	3,591	1,449
Claims receivable from suppliers	1,760	1,496
Others	8,685	5,468
	16,037	10,433
Other net income		
Net foreign exchange (loss)/gain	(5,738)	4,447
Net loss on disposal of fixed assets	(1,241)	(250)
Gain on disposal of trademark	4,195	_
Refund of penalties on Taiwan value added tax dispute	43,622	_
Others	(32)	4,171
	40,806	8,368

5. Segment Reporting

The Group manages its businesses in term of apparel business by geographical location and licensing business. In a manner consistent with the way in which information is reported internally to the Group's most senior executive management for the purposes of resource allocation and performance assessment, the Group has identified the following reporting segments.

Sale of apparels: Taiwan
Sale of apparel: South Korea
Sale of apparel: Singapore
Sale of apparel: Malaysia

- Sale of apparel: Hong Kong and Macau

- Sale of apparel: Mainland China

Licensing

Revenue and expenses are allocated to the reportable segments with reference to sales generated by those segments and the expenses incurred by those segments or which otherwise arise from the depreciation or amortisation of assets attributable to those segments. The measure used for reporting segment profit is operating profit before finance cost and tax and excludes other head office or corporate administration costs.

Six months ended 30 September 2011

			S	ale of apparel					
				Hong					
		South		Kong &		Mainland			
	Taiwan <i>HK\$'000</i>	Korea <i>HK\$</i> '000	Singapore HK\$'000	Macau <i>HK</i> \$'000	Malaysia <i>HK\$</i> '000	China <i>HK</i> \$'000	Sub-total <i>HK\$</i> '000	Licensing <i>HK\$</i> '000	Total <i>HK\$</i> '000
Revenue from									
external customers	495,831	492,350	80,931	39,613	9,864	47,910	1,166,499	9,097	1,175,596
Inter-segment revenue	6,468			3,614			10,082	9,919	20,001
Reportable segment									
revenue	502,299	492,350	80,931	43,227	9,864	47,910	1,176,581	19,016	1,195,597
Reportable segment									
profit/(loss)	76,053	54,277	5,591	(3,474)	(1,326)	(2,722)	128,399	10,477	138,876
Interest income	163	3,288	-	140	-	-	3,591	-	3,591
Interest expenses	-	-	-	-	-	(465)	(465)	-	(465)
Depreciation and amortisation for									
the period	(5,281)	(7,212)	(1,163)	(791)	(520)	(1,729)	(16,696)	-	(16,696)
Impairment									
losses on trade debtors and royalty receivables	-	(256)	-	-	_	_	(256)	-	(256)

			S	ale of apparel					
	Taiwan <i>HK\$</i> '000	South Korea HK\$'000	Singapore HK\$'000	Hong Kong & Macau HK\$'000	Malaysia <i>HK</i> \$'000	Mainland China HK\$'000	Sub-total HK\$'000	Licensing HK\$'000	Total <i>HK</i> \$'000
Revenue from external customers Inter-segment	448,084	412,625	65,440	35,580	12,139	51,687	1,025,555	12,644	1,038,199
revenue	6,491						6,491	7,693	14,184
Reportable segment revenue	454,575	412,625	65,440	35,580	12,139	51,687	1,032,046	20,337	1,052,383
Reportable segment profit/(loss)	33,518	47,350	8,140	4,449	587	(3,887)	90,157	17,627	107,784
Interest income	23	1,426	-	-	-	-	1,449	-	1,449
Interest expenses	-	(27)	(6)	-	(5)	(217)	(255)	-	(255)
Depreciation and amortisation for the period	(6,181)	(9,193)	(1,284)	(451)	(711)	(1,662)	(19,482)	-	(19,482)
Impairment losses on trade debtors and royalty receivables		(118)					(118)		(118)

Reconciliation of reportable segment revenue and profit

	Six months ended 30 September		
	2011	2010	
	HK\$'000	HK\$'000	
Revenue			
Reportable segment revenue	1,195,597	1,052,383	
Elimination of inter-segment revenue	(20,001)	(14,184)	
Consolidated turnover	1,175,596	1,038,199	
Profit			
Reportable segment profit	138,876	107,784	
Elimination of inter-segment profit			
	138,876	107,784	
Finance costs	(4,289)	(4,078)	
Unallocated head office and corporate			
income and expenses	(1,892)	(2,758)	
Consolidated profit before taxation	132,695	100,948	

6. Profit before Taxation

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

		Six months ended 30 September		
		2011	2010	
		HK\$'000	HK\$'000	
(a)	Finance costs			
	Interest on bank advances wholly repayable within five years	466	255	
	Interest on shareholders' loans	3,823	3,823	
		4,289	4,078	
(b)	Other items			
	Cost of inventories sold	496,351	445,429	
	Staff costs	140,622	121,997	
	Depreciation	16,471	19,317	
	Refund of penalties on Taiwan value added tax	(43,622)	_	

7. Taxation

	Six months ended 30 September		
	2011 HK\$'000	2010 HK\$'000	
Current tax – Overseas Provision for the period	18,682	15,363	
Deferred tax Origination and reversal of temporary differences		18	
	18,682	15,381	

No provision for Hong Kong Profits Tax has been made in the financial statements for the six months 30 September 2011 as the Group sustained a loss for Hong Kong Profits tax purposes for that period. No provision for Hong Kong Profits Tax had been made in the financial statements for the six months ended 30 September 2010 as tax losses brought forward from previous years exceeded the estimated assessable profit for that period.

Taxation for overseas subsidiaries is charged at the appropriate current rates of taxation ruling in the relevant countries.

8. Earnings per Share

The calculation of basic earnings per share is based on the profit attributable to owners for the six months ended 30 September 2011 of HK\$114,013,000 (2010: HK\$85,621,000) and 982,250,000 (2010: 982,250,000) ordinary shares in issue during the period.

The diluted earnings per share are the same as the basic earnings per share as the Company did not have any dilutive ordinary shares outstanding during both periods.

9. **Dividends**

10.

Six months ended 30 September 2011 2010 HK\$'000 HK\$'000 (a) Interim dividends attributable to the period: Interim dividend declared of 2.5 cents (2010: 2.0 cent) per ordinary share 24,556 19,645

The interim dividend proposed after the end of the reporting period has not been recognised as liability at the end of the reporting period.

(b) Dividends recognised as distribution and paid during the period:

Final dividend in respect of the previous financial year of 8.0 cents (2010: 5.5 cents) per ordinary share

78,580	54,024
At	At
30 September	31 March
2011	2011
HK\$'000	HK\$'000
114,076	105,622
	7,003
(3,327)	(3,373)
118,659	109,252
	80,047
105,709	69,229
303,322	258,528
(35,937)	(39,302)
267,385	219,226
	At 30 September 2011 HK\$'000 114,076 7,910 (3,327) 118,659 78,954 105,709

Prepayments and other receivables as at 30 September 2011 included a promissory note receivable amounting to HK\$44,869,000 (31 March 2011: HK\$47,146,000), which will be fully repaid by June 2013, in relation to the disposal of intangible assets during the year ended 31 March 2010. This promissory note receivable bears interest at 6% per annum, compounded on a quarterly basis and is settled by instalment on a quarterly basis. In accordance with the terms of the promissory note, HK\$35,937,000 (31 March 2011: HK\$39,302,000) will be settled by the note issuer after one year from 30 September 2011 and accordingly, it is classified as non-current assets as at 30 September 2011.

All of the trade and other receivables are expected to be recovered within one year, except for the rental deposits.

The ageing analysis of trade debtors and royalty receivables that are neither individually nor collectively considered to be impaired are as follows:

		At	At
		30 September	31 March
		2011	2011
		HK\$'000	HK\$'000
	Neither past due nor impaired	96,651	97,465
	1 to 3 months past due	18,418	7,406
	More than 3 months but less than 1 year past due	1,435	3,257
	1 year to 2 years past due	2,155	1,124
	Amount past due	22,008	11,787
		118,659	109,252
11.	Trade and Other Payables		
		At	At
		30 September	31 March
		2011	2011
		HK\$'000	HK\$'000
	Trade creditors	101,257	81,365
	Bills payable	11,625	1,613
		112,882	82,978
	Interest on loans from shareholders	3,823	7,639
	Accrued charges	66,685	53,005
	Deferred income	9,151	9,151
	Deposits received	31,873	27,445
	Others	33,486	29,516
		257,900	209,734

Credit terms obtained by the Group range from 30 to 45 days. All of the trade and other payables are expected to be settled within one year, except for the deposits received.

Included in trade and other payables are trade creditors and bills payable within the following aging analysis:

	At 30 September 2011 <i>HK\$</i> '000	At 31 March 2011 <i>HK</i> \$'000
Due within 1 month or on demand Due after 1 month but within 3 months Due after 3 months but within 6 months	107,213 4,987 682	76,387 6,312 279
	112,882	82,978

MANAGEMENT DISCUSSION AND ANALYSIS

Business and Operation Review

Overview

	Six months ended 30 September		
	2011	2010	Increase
	HK\$ million	HK\$ million	
Turnover	1,175.6	1,038.2	13.2%
Gross profit	679.2	592.8	14.6%
Operating profit	137.0	105.0	30.5%
Profit attributable to owners	114.0	85.6	33.2%
Earnings per share	11.61 cents	8.72 cents	33.1%

Turnover for the six months ended 30 September 2011 increased to HK\$1,175.6 million, representing an increase of 13.2% comparing to the same period of the previous year. There had been an increase in cost of merchandise during the period due to increase in cotton material prices. However, through a slight adjustment in price, effective control of sourcing cost and enhancement of product mix with more higher-margin items, the Group had increased its overall gross margin by 0.7 percentage points to 57.8%, comparing to 57.1% for the same period of the previous year. Gross profit for the period grew by 14.6% to HK\$679.2 million.

Other net income for the period amounted to HK\$40.8 million. Included in net income is a refund of penalties on Taiwan value added tax of HK\$43.6 million. During the period, following a ruling of the Taiwan Supreme Administrative Court and review by the Taiwan Tax Authority, the Group was successful in its claim for refund of a major portion of the penalties paid to the Taiwan Tax Authority in respect of Taiwan value added tax dispute. On the other hand, the previous corresponding period's net income included a one-off compensation received of HK\$5.5 million for early surrendering of a lease of a shop premise which did not recur in the current period. As a result, other net income increased by HK\$32.4 million comparing to the previous corresponding period.

Total selling and administrative expenses increased by HK\$92.4 million to HK\$598.0 million. The increase in the selling and administrative expenses reflected the increase in operating activities of expansion of the Group's operation and an under-provision for withholding tax on royalty income in respect of previous years of about HK\$12 million.

Operating profit for the period had increased by 30.5% to HK\$137.0 million. Profit attributable to owners amounted to HK\$114 million, an increase of 33.2%.

Operation Review

The Group operates a retail network comprising of principally three brands of casual wear apparel, namely *Hang Ten*, *H&T* and *Arnold Palmer* and distributes apparel of the three brands.

About 99.2% (2010: 98.8%) of the Group's turnover was contributed by retail and distribution of apparel. For the six months ended 30 September 2011, sales generated from retail and distribution of apparel amounted to HK\$1,166.5 million (2010: HK\$1,025.6 million), showing a growth of 13.7%.

	30 September		
	2011	2010	Increase
	HK\$ million	HK\$ million	(Decrease)
Taiwan	495.8	448.1	10.6%
South Korea	492.4	412.6	19.3%
Singapore and Malaysia	90.8	77.6	17.0%
Mainland China	47.9	51.7	(7.4%)
Hong Kong and Macau	39.6	35.6	11.2%
Total	1,166.5	1,025.6	13.7%

Six months anded

Taiwan and South Korea remained the two most significant markets of the Group with each contributing to 42.2% and 41.9% of the Group's total turnover respectively.

The Group had 796 stores with a retail floor area of about 656,000 square feet as at 30 September 2011 with direct retail operation in Taiwan, South Korea, Mainland China, Singapore, Malaysia, Hong Kong and Macau. During the period, there has been a net addition of 4 new stores to the store network.

Taiwan

	Six months ended 30 September	
	2011	2010
	HK\$ million	HK\$ million
Turnover	495.8	448.1
Operating profit	76.1	33.5
Number of stores at period end	283	276

Turnover generated from the Taiwan operation amounted to HK\$495.8 million. The *Arnold Palmer* brand contributed to about 13% of the Group's sales in Taiwan. Operating profit for the period amounted to HK\$42.6 million. There were 283 stores in Taiwan as at 30 September 2011 and 55 of them were *Arnold Palmer* stores. During the period, following a ruling of the Taiwan Supreme Administrative Court and review by the Taiwan Tax Authority, the Group had been successful in its claim for refund of a major portion of the penalties of about HK\$43.6 million paid to the Taiwan Tax Authority in respect of Taiwan value added tax dispute.

South Korea

	Six months ended 30 September	
	2011	2010
	HK\$ million	HK\$ million
Turnover	492.4	412.6
Operating profit	54.3	47.4
Number of stores at period end	331	307

Turnover for the six months ended 30 September 2011 amounted to HK\$492.4 million, representing an increase of 19.3% from the same period of the previous year. Sales of *Hang Ten* and *H&T* contributed to 73% and 27% respectively of the sales in South Korea. Operating profit increased by 14.6% to HK\$54.3 million. There were 331 stores as at 30 September 2011 in South Korea, out of which 77 were *H&T* stores.

Singapore and Malaysia

	Six months ended 30 September	
	2011 HK\$ million	2010 HK\$ million
Turnover Operating profit	90.8 4.3	77.6 8.7
Number of stores at period end	39	37

Sales for the period had increased by 17.0% to HK\$90.8 million. Sales in the Singaporean market had increased by 23.7% while sales in the Malaysian market had decreased by 18.7% as 3 less shops were in operation during this period in Malaysia when comparing to the same period of the previous year. Operating profit decreased mainly due to the incurrence of an unrealised exchange loss for the current period while there was an unrealised exchange gain for the same period of the previous year. In September 2011, the United States dollars appreciated in value against the Singaporean dollars and Malaysian Ringgit which had caused an unrealised loss on translation of foreign currency liabilities which were mainly denominated in United States dollars.

Mainland China

	Six months ended	Six months ended 30 September	
	2011	2010	
	HK\$ million	HK\$ million	
Turnover	47.9	51.7	
Operating loss	(2.7)	(3.9)	
Number of stores at period end	121	123	

During the period, fewer promotions were done in department stores following strict implementation of anti-deception rules by local authorities. As most of the stores of the Group in Mainland China were located in department stores, the policy had impacted our sales. Sales for the period decreased slightly accordingly. On the other hand, gross margin and shop efficiency improved during the period. Operating loss for the operation reduced to HK\$2.7 million. During the period, several stores were closed as the leases were expired. The Group will continue to expand its retail network in this market. As at 30 September 2011, the Group had 121 stores of which 42 were H&T stores.

Hong Kong and Macau

	Six months ended 30 September	
	2011	2010
	HK\$ million	HK\$ million
Turnover	39.6	35.6
Operating (loss)/profit	(3.5)	4.4
Number of stores at period end	22	20

Sales for the current period increased by 11.2% as a couple of new stores had been opened. Operating loss for the current period amounted to HK\$3.5 million as shop rental and staff costs increased. The operating profit of the previous corresponding period included a one-off compensation received of HK\$5.5 million for early surrender of a lease of a shop premise which did not recur in the current period.

Licensing Operation

The licensing operation of the Group has continued to provide a steady income to the Group. Revenue generated from the licensing of the *Hang Ten* trademark and other trademarks amounted to HK\$9.1 million for the six months ended 30 September 2011 (2010: HK\$12.6 million).

Capital Structure

As at 30 September 2011, 982,250,000 ordinary shares were in issue and total equity amounted to HK\$955.7 million (31 March 2011: HK\$959.2 million). The Company had not issued any new shares during the period.

Cash Flow, Liquidity and Financial Resources

The Group generally financed its operation by internally generated cashflow and banking facilities provided by its bankers.

Cash generated from operating activities amounted to HK\$43.6 million (2010: cash used in operation of HK\$23.7 million) for the six months ended 30 September 2011. Cash generated from investing activities amounted to HK\$55.7 million (2010: HK\$51.6 million) as HK\$62.3 million of investment in listed funds were realised. During the period, the Group utilised HK\$96.7 million (2010: HK\$61.1 million) of cash in financing activities mainly for payment of dividends of HK\$78.6 million and repayment of bank loans of HK\$10.4 million.

As at 30 September 2011, the Group had cash and bank balances amounted HK\$385.6 million. In addition, the Group had listed money market funds of HK\$43.7 million which were readily convertible into cash. The liquidity position of the Group remained in a healthy position with a current ratio of 2.4 times (31 March 2011: 2.4 times).

As at 30 September 2011, the Group had financial facilities provided by banks amounting to approximately HK\$231.7 million (31 March 2011: HK\$238.7 million) of which HK\$6.7 million had been utilized. Total indebtedness of the Group remained at a low level and represented 9.5% (31 March 2011: 10.2%) of the total assets as at 30 September 2011. Debt to equity ratio at 30 September 2011 was 14.0% (31 March 2011: 15.1%). Indebtedness of the Group as at 30

September 2011 comprised bank loans and overdrafts of HK6.7 million (31 March 2011: HK\$17.2 million) and loans from shareholders of HK\$127.2 million (31 March 2011: HK\$127.2 million). The loans from shareholders were unsecured and were fully repaid in November 2011.

OUTLOOK

The Group will continue to expand its operation and increase penetration in Taiwan and South Korea. As one of the leading casual wear retailers in Taiwan and South Korea, the Group will continue to benefit from the steady economic growth in these two markets.

The Mainland China economy still shows considerable growth despite less robust consumer sentiment in recent months. Consumer demand is still vigorous. This market will continue to be the focus of the Group's development plan.

The Group will continue to undertake measures to improve the sales and efficiency of the Group's markets including Singapore, Malaysia, Hong Kong and Macau.

INTERIM DIVIDEND

The directors have resolved to pay an interim dividend of 2.5 HK cents per ordinary share for the six months ended 30 September 2011 (2010: 2.0 HK cents) to shareholders whose names appear on the register of members of the Company on 16 December 2011. The interim dividends are expected to be payable on or about 23 December 2011.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from 14 December 2011 to 16 December 2011, both days inclusive, during which period no transfer of shares will be effected. In order to qualify for the interim dividend, all transfers accompanied by the relevant share certificates must be lodged with the branch share registrars of the Company in Hong Kong, Tricor Standard Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on 13 December 2011.

EMPLOYEE AND REMUNERATION POLICIES

As at 30 September 2011, the Group had approximately 1,960 (31 March 2011: 2,040) full time employees. About 1,700 employees were engaged in sales and marketing functions. The Group offers its employees competitive remuneration packages based on industry's practices and performance of individual employees. The Company had also adopted a share option scheme in which employees may participate.

PURCHASE, SALE OR REDEMPTION OF SHARES

There had been no purchase, sale or redemption by the Company, or any of its subsidiaries, of the Company's listed securities during the six months ended 30 September 2011.

CORPORATE GOVERNANCE

During the six months ended 30 September 2011, the Company has complied with the Code of Corporate Governance Practices (the "Code") as set out in Appendix 14 of the Listing Rules, with the exception of Code A2.1 of the Code which requires that the roles of chairman and chief executive officer should be separate. Mr. Chan Wing Sun holds the position of Chairman and also the position of Chief Executive Officer of the Company. The vesting of the roles of chairman and chief executive officer on the same person deviates from the code provision of Code A2.1. of the Code. The board of directors (the "Board") believes that the Company and the Group have been operating by the senior management of the Group under a teamwork approach, and to have Mr. Chan Wing Sun to be both the Chairman and Chief Executive Officer of the Company will not unduly concentrate the power in any one individual. Further, the Board believes that the Company has appropriate corporate governance structure in place to ensure effective oversight of the management, and half of the members of the Board are independent non-executive directors. In addition, the audit committee is comprised solely of independent non-executive directors who have free and direct access to the Company's external auditors.

The Company has an Audit Committee composing of three independent non-executive directors. A set of written terms of reference is adopted to describe the authority and duties of the Audit Committee.

The Company has established a Remuneration Committee with written terms of reference to set out its authority and duties. The Remuneration Committee comprises one executive director and three independent non-executive directors.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted a code of conduct regarding securities transactions by directors on terms no less exacting than the required standard set out in Appendix 10 of the Listing Rules (the "Model Code"). Having made specific enquiry of all the directors of the Company, all the directors confirmed that they have complied with the required standard set out in the Model Code and the code of conduct regarding securities transactions by directors adopted by the Company during the period.

AUDIT COMMITTEE

The audit committee comprises three members, all being independent non-executive directors of the Company. The audit committee has reviewed the unaudited interim financial statements for the six months ended 30 September 2011.

On behalf of the Board

Hang Ten Group Holdings Limited

Chan Wing Sun

Chairman

25 November 2011 Hong Kong

At the date of this announcement, Mr. Chan Wing Sun, Ms. Kao Yu Chu and Ms. Wang Li Wen are executive directors, Mr. Cheung Yat Hung Alton, Mr. Kwong Chi Keung and Mr. So Hon Cheung Stephen are independent non-executive directors of the Company.