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EASYKNIT ENTERPRISES HOLDINGS LIMITED 永義實業集團有限公司*

(incorporated in Bermuda with limited liability) (於百慕達註冊成立之有限公司)

(Stock code 股份代號: 0616)

INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2013

截至2013年9月30日止六個月之中期業績公佈

The board of directors (the "Board") of Easyknit Enterprises Holdings Limited (the "Company") is pleased to announce the results of the Company and its subsidiaries (collectively the "Group") for the six months ended 30 September 2013 (the "Period"). These interim results have been reviewed by the Company's audit committee.

永義實業集團有限公司(「本公司」)董事會(「董事會」) 欣然公佈本公司及其附屬公司(統稱「本集團」) 截至2013年9月30日止六個月(「本期間」) 之業績。本中期業績已由本公司之審核委員會審閱。

INTERIM RESULTS

The Group's unaudited consolidated profit attributable to shareholders of the Company for the Period was HK\$4,071,000 as compared to a loss of HK\$20,613,000 for the corresponding period in 2012 ("2012 Period"). The profit was mainly attributable to a turn from a loss of approximately HK\$45,006,000 to a gain of approximately HK\$6,384,000 on changes in fair value of investment properties. There was no one off gain arising from the discontinued operations as compared with the 2012 Period.

Basic earnings per share from continuing and discontinued operations amounted to HK cents 0.32 compared with basic loss per share HK cents 2.46 for 2012 Period.

中期業績

於本期間,本集團之本公司股東應佔未經審核綜合溢利為4,071,000港元,相比2012年同期(「**2012期間**」)之虧損為20,613,000港元。業績改善主要由於投資物業之公平值變動,由虧損約45,006,000港元轉變為收益約6,384,000港元所致。與2012期間相比,已終止經營業務之一次性收益沒有再次出現。

來自持續經營及已終止經營業務之每股基本盈利為0.32港仙,2012期間則為每股基本虧損2.46港仙。

^{*} for identification only

INTERIM DIVIDEND

The Board does not recommend the payment of an interim dividend for the Period. (2012 Period: nil).

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

During the Period, the Group was principally engaged in the property investments, comprising the ownership and rental of investment properties, garment sourcing and export businesses, investment in securities and loan financing.

Geographical Analysis of Turnover

During the Period, the turnover from garment sourcing and export businesses was mainly derived from customers in the US. Rental income from the investment properties was derived from properties located in Hong Kong and the People's Republic of China ("PRC").

(i) Garment Sourcing and Export Businesses

For the Period, this segment recorded a turnover of HK\$96,969,000 (2012 Period: HK\$114,653,000) representing 15.4% decrease comparing with the 2012 Period. Cost of sales for the Period amounted to HK\$86,361,000 (2012 Period: HK\$102,985,000). The loss of HK\$2,077,000 (2012 Period: loss of HK\$450,000) was mainly due to the decrease of turnover despite the Company's efforts to improve the profit margin.

(ii) Property Investments

Turnover from the property investments segment increased by 15.1% to HK\$6,345,000 for the Period as compared with the 2012 Period of HK\$5,512,000; of which HK\$3,836,000 and HK\$2,509,000 were generated from the properties in Hong Kong and PRC respectively. The increase in turnover primarily is attributed to the renewal of tenancy, periodic rental adjustments under the clauses of the existing tenancy agreements and new tenants.

The Group has two blocks of factory premises and four blocks of dormitories with a total gross floor areas of approximately 52,624 sq.m. in Huzhou, PRC; further construction works are on hand.

中期股息

董事會不建議就本期間派發中期股息(2012期間:無)。

管理層討論及分析

業務回顧

於本期間,本集團主要從事物業投資 (包括擁有及租賃投資物業)、採購及出 口成衣業務、證券投資及貸款融資。

營業額之地區性分析

於本期間,採購及出口成衣業務之營業額主要源於美國之客戶。投資物業所得之租金收入來自位於香港及中華人民共和國(「中國」)之物業。

(i) 採購及出口成衣業務

於本期間,本分部之營業額錄得96,969,000港元(2012期間:114,653,000港元),較2012期間下降約15.4%。於本期間之銷售成本為86,361,000港元(2012期間:102,985,000港元)。儘管本公司努力提高利潤,但依然錄得虧損2,077,000港元(2012期間:虧損450,000港元),主要是由於營業額的減少。

(ii) 物業投資

於本期間,物業投資分部產生之營業額較2012期間之5,512,000港元增加15.1%至6,345,000港元,其中香港物業及中國物業分別產生3,836,000港元及2,509,000港元。營業額增加主要是續租、根據現有租賃協議條款而作的週期性租金調整及新租戶的影響。

本集團於中國湖州擁有2座廠房及 4座員工宿舍,總建築面積約為 52,624平方米;手頭上仍有進一步 的建設工程。

(iii) Investment in Securities

The Group has maintained a portfolio of listed equity securities in Hong Kong which are held for investments and for the Period, this segment recorded a loss of HK\$992,000 (2012 Period: loss of HK\$2,309,000).

FINANCIAL REVIEW

Liquidity and Financial Resources

As at 30 September 2013, total assets of the Group amounted to HK\$1,166,207,000 as compared with HK\$1,003,979,000 as at 31 March 2013. In terms of financial resources as at 30 September 2013, the Group's total bank balances and cash was HK\$265,245,000 (31 March 2013: HK\$277,411,000), of which, RMB72,000,000 (equivalent to approximately HK\$90,000,000) was tied up in the PRC as investment capital.

Our capital base has been strengthened as a result of a total net proceeds of HK\$143,438,000 raised through the completion of issuing rights shares of HK\$122,884,000 on 19 June 2013 and completion of placing new shares of HK\$20,554,000 on 24 September 2013.

As at 30 September 2013, the Group has total bank borrowings of HK\$165,335,000 (31 March 2013: HK\$168,687,000). The Group's gearing ratio, which is calculated as a ratio of total bank borrowings to shareholders' equity was approximately 0.17 as compared to 0.21 as at 31 March 2013.

As at 30 September 2013, the Group's current ratio was 11.7 (31 March 2013: 11.9).

The Group financed its operation primarily with recurring cash flow generated from its operation, proceeds raised from the capital market and bank financing.

Capital Structure

(i) On 5 April 2013, the Company entered into an underwriting agreement in relation to the proposed rights issue of 1,235,824,500 rights shares at the subscription price of HK\$0.10 per rights share on the basis of three rights share for every one existing shares held. The Company raised approximately HK\$122,884,000 (net of expenses). Details of the rights issue are set out in the Company's prospectus dated 29 May 2013.

(iii) 投資證券

本集團持有一個香港上市股本證券組合之投資,於本期間,此分部錄得虧損992,000港元(2012期間:虧損2,309,000港元)。

財務回顧

流動資金及財務資源

於2013年9月30日,本集團之資產總額為1,166,207,000港元(2013年3月31日:1,003,979,000港元)。於2013年9月30日之財政資源方面,本集團持有之銀行結存及現金總額為265,245,000港元(2013年3月31日:277,411,000港元),其中人民幣72,000,000元(相等於約90,000,000港元)備存在中國作為投資資本。

本集團透過於2013年6月19日完成發行供股股份集資122,884,000港元;及於2013年9月24日完成配售新股份集資20,554,000港元,總籌集所得款項淨額為143,438,000港元,令本集團的資本實力加強。

於2013年9月30日,本集團之銀行貸款總額為165,335,000港元(2013年3月31日:168,687,000港元)。本集團之資本負債比率(即銀行貸款總額佔股東資產之百分比)為約0.17(2013年3月31日:0.21)。

於2013年9月30日,本集團之流動比率 為11.7 (2013年3月31日:11.9)。

本集團之營運主要由其營運產生的循環 現金流,在資本市場募集的資金及銀行 融資提供資金。

股本結構

(i) 於2013年4月5日,本公司簽訂一份包銷協議,內容有關建議按每1股現有股份可獲3股供股股份之基準,以認購價每股供股股份0.10港元供股1,235,824,500股供股股份。本公司集資約122,884,000港元(已扣除開支)。有關供股詳情載於本公司日期為2013年5月29日之供股章程。

(ii) On 24 September 2013, the Company completed the placing of 329,540,000 new shares to not less than six placees at a placing price of HK\$0.063 per share. The Company raised HK\$20,554,000 (net of expenses).

As at 30 September 2013, the total number of issued ordinary shares of the Company was 1,977,306,000 shares (31 March 2013: 411,941,500 shares).

Charge on Assets

As at 30 September 2013, the Group has bank loans amounting to HK\$165,335,000 (31 March 2013: HK\$168,687,000) which were secured by the investment properties of the Group with aggregate net book value of HK\$372,000,000 (31 March 2013: HK\$372,000,000).

Exposure on Foreign Exchange Fluctuations

Most of the Group's revenues and payments are in US dollars, Hong Kong dollars and Renminbi. During the Period, the Group had no significant exposure to fluctuations in exchange rates and thus, no financial instrument for hedging purposes was employed. The directors consider the risk of exposure to currency fluctuation to be minimal.

Material Acquisitions and Disposals

The Group had no material acquisitions or disposals of subsidiaries and associated companies during the Period.

Contingent Liabilities

The Group did not have any significant contingent liabilities as at 30 September 2013 and 31 March 2013.

Capital Expenditures and Capital Commitments

During the Period, the Group spent approximately HK\$21,000 (2012 Period: HK\$999,000) on the acquisition of property, plant and equipment and spent approximately HK\$7,934,000 (2012 Period: HK\$279,421,000) on addition of investment properties.

As at 30 September 2013, the Group has capital commitments in respect of capital expenditure contracted for but not provided of approximately HK\$35,291,000 (31 March 2013: HK\$5,016,000).

(ii) 於2013年9月24日,本公司以配售價每股0.063港元完成配售329,540,000股新股份予不少於6名承配人。本公司集資約20,554,000港元(已扣除開支)。

於2013年9月30日,本公司之已發行普通股份總數為1,977,306,000股(2013年3月31日:411,941,500股)。

資產抵押

於2013年9月30日,以本集團投資物業(總賬面淨值為372,000,000港元(2013年3月31日:372,000,000港元))作抵押之銀行貸款為165,335,000港元(2013年3月31日:168,687,000港元)。

外匯波動之風險

本集團之收入與支出以美元、港元及人 民幣為主。於本期間,本集團並無因兑 換率波動而承受重大風險,因此並無運 用任何金融工具作對沖用途。董事認為 承受兑換率波動之風險極微。

重大收購及出售

於本期間,本集團並無附屬或聯營公司 之重大收購或出售。

或然負債

於2013年9月30日及2013年3月31日,本 集團並無任何重大或然負債。

資本開支及資本承擔

於本期間,本集團已動用約21,000港元(2012期間:999,000港元)於購買物業、廠房及設備及動用約7,934,000港元(2012期間:279,421,000港元)於額外投資物業。

於2012年9月30日,本集團有關已訂約但未撥備資本性開支之資本承擔為約35,291,000港元(2013年3月31日:5,016,000港元)。

Changes in Fair Value of Investment Properties

In the Period, the gain of approximately HK\$6,384,000 arising on changes in fair value of investment properties as compared to the loss of approximately HK\$45,006,000 arising on change in fair value of investment properties in 2012 Period.

Finances Costs

Finance costs increased to HK\$2,269,000 for the Period from HK\$1,507,000 in the 2012 Period.

EVENTS AFTER THE END OF THE PERIOD

On 3 October 2013, the Company announced the Board proposed to effect the capital reorganisation involving:

- (i) a share consolidation pursuant to which every forty issued and unissued then existing shares of HK\$0.01 each will be consolidated into one consolidated share of HK\$0.40 each ("Consolidated Share");
- (ii) the reduction of the nominal value of each issued Consolidated Share from HK\$0.40 to HK\$0.01 by cancelling HK\$0.39 paid up share capital for each Consolidated Share ("Issued Capital Reduction");
- (iii) the reduction of the par value of all shares in the authorised share capital of the Company from HK\$0.40 each to HK\$0.01 each, resulting in the reduction of the authorised share capital from HK\$200,000,000 divided into 500,000,000 Consolidated Shares of par value of HK\$0.40 each to HK\$5,000,000 divided into 500,000,000 ordinary shares of par value HK\$0.01 each;
- (iv) the transfer of the credit arising from the Issued Capital Reduction to the contributed surplus account of the Company; and
- (v) the increase of the authorised share capital of the Company from HK\$10,000,000 divided into 1,000,000,000 shares of par value of HK\$0.01 each to HK\$200,000,000 divided into 20,000,000,000 shares of par value HK\$0.01 each,

(collectively referred to the "Capital Reorganisation").

投資物業之公平值變動

於本期間,投資物業之公平值變動之收益為約6,384,000港元,相比2012期間投資物業之公平值變動之虧損約45,006,000港元。

融資成本

於本期間,融資成本較2012期間的 1,507,000港元增加至2,269,000港元。

於本期間後事項

於2013年10月3日,本公司公佈董事會 建議股本重組,包括:

- (i) 每40股當時已發行及未發行每股 面值0.01港元之現有股份合併為1 股每股面值0.40港元之合併股份之 股份合併(「合併股份」);
- (ii) 將每股合併股份0.39港元之繳足股本作出註銷,使每股已發行合併股份之面值由0.40港元削減至0.01港元(「削減已發行股本」);
- (iii) 將本公司法定股本所有股份之面值由每股0.40港元削減至每股0.01港元,致使法定股本由200,000,000港元,分為500,000,000股每股面值0.40港元之合併股份,削減至5,000,000港元,分為500,000,000股每股面值0.01港元之普通股;
- (iv) 來自削減已發行股本之進賬轉撥至 本公司之實繳盈餘賬;及
- (v) 本公司之法定股本由10,000,000港元,分為1,000,000,000股每股面值0.01港元,增加至200,000,000港元,分為20,000,000,000股每股面值0.01港元,

(統稱為「**股本重組**」)。

In addition, the Board proposes, upon completion of the Capital Reorganisation, to raise approximately HK\$148,000,000 (before expenses) by way of the rights issue of 247,163,250 rights shares at a subscription price of HK\$0.60 per rights share on the basis of five rights shares for every one share held (the "**Rights Issue**").

Further details of the Capital Reorganisation and the Rights Issue are set out in the Company's circular dated 25 October 2013. A special general meeting of the Company was held on 18 November 2013 and the aforesaid resolutions were duly passed by the shareholders and/or independent shareholders.

PROSPECTS

Looking forward, the global economy continues to face uncertainties. Although the property market and unemployment in the US have shown some improvement, concerns on the US Federal Reserve's plan to start tapering monetary stimulus have brought turbulence to the global financial market. As for the other major economies, China government has pledged to stabilise growth amid increasing signs of China's economic slowdown while euro sovereign debt crisis is lingering.

Against a backdrop of challenging operating environment, we will strive to improve our performance of our garment sourcing and export businesses in the second half. We will foster relationship with existing customers and seek new customers; and will continue to streamline operations and optimise efficiency.

The Group remains confident in the prospect for the property market in Hong Kong. Though the introduction of the Residential Properties (First-hand Sales) Ordinance and the launch of various stamp duties have inevitably caused short-term volatility and uncertainty towards the overall residential property market, the underlying housing demand remains strong.

In summary, despite various challenging and uncertainties, the Board is optimistic towards its core businesses and will seize the business opportunities to achieve long-term sustainable growth for the benefit of the Group and its shareholders as a whole; and continue exploring any investment opportunity in hotel and service apartments, notwithstanding, the Company currently has not identified any specific acquisition target.

此外,董事會建議,當股本重組完成後,按每持有1股股份獲配發5股供股股份之基準,以認購價每股供股股份0.60港元,配發247,163,250股供股股份(「供股」),集資約148,000,000港元(未扣除開支)。

股本重組及供股之進一步詳情已載於本公司日期為2013年10月25日之通函。本公司於2013年11月18日舉行之股東特別大會上已由股東及/或獨立股東通過上述決議案。

展望

展望未來,環球經濟將持續面對不明朗因素。縱使美國樓市和失業率已略為改善人。 善人,惟市場就美國聯邦儲備局計劃收緊 貨幣刺激政策(退市)的憂慮已對環球 金融市場帶來震盪。其他主要經濟體系 方面,中國政府已因應國內經濟逐漸出 現減慢跡象承諾會保持經濟穩定增長, 而歐債危機則尚未衝出陰霾。

縱然經營環境仍然充滿挑戰,我們在下 半年將繼續努力改善採購及出口成衣業 務的表現。我們將加強與現有客戶的關 係及尋求新客戶,亦將繼續簡化運作和 優化效率。

本集團對香港的住宅物業市場前景充滿 信心。縱然推出《一手住宅物業銷售條 例》及徵收各項印花税亦不可避免地為 住宅物業市場造成短期波動和不明朗因 素,惟實際房屋需求仍然殷切。

總括而言,儘管面對各種挑戰及不明朗 因素,董事會認為其核心業務前景向 好,並將抓緊商機以維持持續長遠增 長,從而為本集團及其股東帶來整體裨 益;及繼續探求酒店及服務式住宅項目 之投資機會,然而,本公司現階段仍未 確定任何特定收購目標。

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

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

CORPORATE GOVERNANCE

The Company has applied the principles and complied with all the code provisions of the Corporate Governance Code ("Code") as set out in Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited during the Period, with the exception of code provision A.2.1.

Code Provision A.2.1

The Company does not have separate appointments for chairman and chief executive officer. Mr. Kwong Jimmy Cheung Tim holds both positions. The Board believes that vesting the roles of both chairman and chief executive officer in the same person enables the Company to have a stable and consistent leadership. It also facilities the planning and execution of the Company's strategy and is hence, for the interests of the Company and its shareholders.

REVIEW OF INTERIM RESULTS

The interim results of the Group for the Period have not been audited, but have been reviewed by the audit committee of the Company.

By Order of the Board **Easyknit Enterprises Holdings Limited Kwong Jimmy Cheung Tim**Chairman and Chief Executive Officer

Hong Kong, 26 November 2013

As at the date hereof, the Board comprises Mr. Kwong Jimmy Cheung Tim, Ms. Lui Yuk Chu and Ms. Koon Ho Yan Candy as executive directors, Mr. Tse Wing Chiu Ricky as non-executive director and Mr. Kan Ka Hon, Mr. Lau Sin Ming and Mr. Foo Tak Ching as independent non-executive directors.

購買、出售或贖回本公司之上市證券

於本期間,本公司或其任何附屬公司概 無購買、出售或贖回本公司任何上市證 券。

企業管治

於本期間,本公司一直遵守香港聯合交易所有限公司證券上市規則附錄14之《企業管治守則》(「**該守則**」)所有守則條文,惟下文所述的守則條文第A.2.1條除外:

守則條文第A.2.1條

本公司並未分別委任主席與行政總裁。 鄺長添先生現兼任本公司的主席及首席 行政總裁。董事會認為鄺先生兼任主席 及首席行政總裁可以為本公司提供穩健 及一貫的領導,並且利於本公司戰略的 有效策劃及推行,符合本公司和其股東 利益。

審閱中期業績

本集團於本期間之中期業績未經審核, 但已由本公司之審核委員會審閱。

> 承董事會命 永義實業集團有限公司 主席兼首席行政總裁 **鄺長添**

香港,2013年11月26日

於本公佈日期,董事會成員包括執行董 事廠長添先生、雷玉珠女士及官可於女 士,非執行董事謝永超先生,以及獨立 非執行董事簡嘉翰先生、劉善明先生及 傳德楨先生。

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2013

簡明綜合損益及其他全面收益表

Six months ended

截至2013年9月30日止六個月

			30 September		
			截至9月30日		
			2013	2012	
		Notes	HK\$'000	HK\$'000	
		附註	千港元	千港元	
			(Unaudited)	(Unaudited)	
			(未經審核)	(未經審核)	
Continuing operations:	持續經營業務:				
Turnover	營業額	3	103,753	120,165	
Cost of goods sold and services rendered	銷售及提供服務成本		(86,361)	(102,985)	
cost of goods sold and services rendered	妇日 从此[//][//]		(00,301)		
Gross profit	毛利		17,392	17,180	
Other income	其他收入		4,613	2,100	
Other gains and losses	其他收益及虧損		(15)	(259)	
Other expenses	其他開支		(891)	(681)	
Distribution and selling expenses	經銷成本		(1,996)	(2,284)	
Administrative expenses	行政開支		(14,531)	(13,489)	
Gain (loss) arising on changes in	投資物業之公平值				
fair value of investment properties	變動收益(虧損)		6,384	(45,006)	
Loss on fair value changes of	持作買賣投資之		,		
investments held for trading	公平值變動虧損		(3,020)	(3,918)	
Finance costs – interest on bank	融資成本-不須於		. , ,	, , ,	
borrowings not wholly	五年內悉數償還				
repayable within five years	之銀行借貸利息		(2,269)	(1,507)	
1.00					
Profit (loss) before taxation	除税前溢利(虧損)		5,667	(47,864)	
Taxation (charge) credit	税項 (開支) 計入	4	(1,596)	634	
Profit (loss) for the period from	來自持續經營業務				
continuing operations	之本期間溢利(虧損)	5	4,071	(47,230)	
Discontinued operations:	已終止經營業務:				
Profit for the period from	來自已終止經營				
discontinued operations	業務之本期間溢利	6		26 617	
discontinued operations	未伤乙平朔问值们	Ü		26,617	
Profit (loss) for the period attributable	本公司股東應佔				
to owners of the Company	本期間溢利(虧損)		4,071	(20,613)	
is a more of the company	1 /241.4 from 14 /\text{text}454/				

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (Continued) FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2013

簡明綜合損益及其他全面收益表(續)

截至2013年9月30日止六個月

			Six months ended 30 September 截至9月30日止六個月 2013 20		
		Note 附註	HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核)	
Other comprehensive income (expense): Items that may be subsequently reclassified to profit or loss: Exchange differences released upon deregistration of subsidiaries	其他全面收入(開支): 可於其後重新分類至損益 之項目: 於註銷附屬公司時 解除匯兑差異		_	(14,714)	
Exchange differences arising on translation of financial statements of foreign operations	換算海外營運於財務 報表之匯兑差異		3,423	(3,007)	
Other comprehensive income (expense) for the period	本期間其他全面 收入(開支)		3,423	(17,721)	
Total comprehensive income (expense) for the period attributable to owners of the Company	本公司股東應佔本期間 全面收入(開支)總額		7,494	(38,334)	
		7		(Restated) (重列)	
Basic earnings (loss) per share From continuing and discontinued operations	每股基本盈利(虧損) 來自持續及已終止 經營業務	7	HK cents 0.32港仙	HK cents (2.46)港仙	
From continuing operations	來自持續經營業務		HK cents 0.32港仙	HK cents (5.65)港仙	

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AT 30 SEPTEMBER 2013

簡明綜合財務狀況表

於2013年9月30日

	Notes 附註	30 September 9月30日 2013 HK\$*000 千港元 (Unaudited) (未經審核)	31 March 3月31日 2013 HK\$'000 千港元 (Audited) (經審核)
pon-current assets 非流動資Property, plant and equipment 物業、 Investment properties 投資物 Loans receivable 應收貸	廠房及設備 8 業	131 629,714 17,500	141 612,874 17,500
Bills receivable 應收票 Investments held for trading 持作買 Bank deposit with original maturity 超過三 of more than three months 銀行	賣投資 個月到期之	23,508 - 100,109 130,000 265,245	22,996 153 72,904 ————————————————————————————————————
Investments held for trading 持作買Bank deposit with original maturity 超過三 of more than three months 銀行	賣投資 個月到期之 存款		130,000

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (Continued) AT 30 SEPTEMBER 2013

簡明綜合財務狀況表(續)

於2013年9月30日

		Notes 附註	30 September 9月30日 2013 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 3月31日 2013 <i>HK\$'000</i> <i>千港元</i> (Audited) (經審核)
Current liabilities Trade and other payables Bills payable Tax payable Secured bank borrowings	流動負債 貿易及其他應付款項 應付票據 應付税項 有抵押銀行借貸	11 12	28,956 1,553 6,909 6,886 44,304	17,634 - 6,909 6,755 - 31,298
Net current assets	流動資產淨額		474,558	342,166
Total assets less current liabilities	資產總額減流動負債		1,121,903	972,681
Non-current liabilities Deferred tax liabilities Secured bank borrowings	非流動負債 遞延税項負債 有抵押銀行借貸		14,643 158,449	12,870 161,932
			173,092	174,802
			948,811	797,879
Capital and reserves Share capital Reserves	資本及儲備 股本 儲備		19,773 929,038	4,119 793,760
			948,811	797,879

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2013

簡明綜合財務報表附註

截至2013年9月30日止六個月

1. GENERAL INFORMATION AND BASIS OF PREPARATION

The condensed consolidated financial statements of Easyknit Enterprises Holdings Limited (the "Company") have been prepared in accordance with Hong Kong Accounting Standard 34 "Interim financial reporting" issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA") as well as 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").

1. 一般資料及編製基準

永義實業集團有限公司(「本公司」) 之簡明綜合財務報表乃根據香港會計 師公會(「香港會計師公會」)所頒佈 之香港會計準則第34號「中期財務報 告」及香港聯合交易所有限公司證券 上市規則(「上市規則」)附錄16適用 之披露規定而編製。

2. SIGNIFICANT ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis except for investment properties and certain financial instruments, which are measured at fair values, as appropriate.

The accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 September 2013 are the same as those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 March 2013.

In the current interim period, the Group has applied, for the first time, the following new or revised Hong Kong Financial Reporting Standards ("HKFRSs") issued by the HKICPA that are relevant for the preparation of the Group's condensed consolidated financial statements:

2. 主要會計政策

簡明綜合財務報表除投資物業及若干 金融工具以公平值計量外(如適用), 乃根據歷史成本法編製。

截至2013年9月30日止六個月之簡明 綜合財務報表所採納之會計政策及計 算方法與本集團編製截至2013年3月 31日止年度之全年綜合財務報表所採 用者相同。

於本中期,本集團首次應用香港會計 師公會所頒佈對編製本集團之簡明綜 合財務報表有直接相關之以下新增或 經修訂之香港財務報告準則(「香港財 務報告準則」): HKFRS 13 Fair value measurement: HKAS 19 Employee benefits: (as revised in 2011) Disclosures - Offsetting financial Amendments to HKFRS 7 assets and financial liabilities: Presentation of items of other Amendments to HKAS 1 comprehensive income: Annual improvements to HKFRSs Amendments 2009 - 2011 cycle, except for to HKFRSs the amendments to HKAS 1: and

HK (IFRIC) – Stripping costs in the production INT 20 phase of a surface mine.

HKFRS 13 "Fair value measurement"

The Group has applied HKFRS 13 for the first time in the current interim period. HKFRS 13 establishes a single source of guidance for, and disclosures about, fair value measurements, and replaces those requirements previously included in various HKFRSs. Consequential amendments have been made to HKAS 34 to require certain disclosures to be made in the condensed consolidated financial statements.

The scope of HKFRS 13 is broad, and applies to both financial instrument items and non-financial instrument items for which other HKFRSs require or permit fair value measurements and disclosures about fair value measurements, subject to a few exceptions. HKFRS 13 contains a new definition for "fair value" and defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions. Fair value under HKFRS 13 is an exit price regardless of whether that price is directly observable or estimated using another valuation technique. Also, HKFRS 13 includes extensive disclosure requirements.

In accordance with the transitional provisions of HKFRS 13, the Group has applied the new fair value measurement and disclosure requirements prospectively.

香港財務報告準則 公平值計量; 第13號 香港會計準則第19號 僱員福利; (於2011年經修訂)

香港財務報告準則 第7號(修訂本) 香港會計準則第1號 (修訂本) 香港財務報告準則 (修訂本) 披露一金融資產及 金融負債人 東他全之呈計準 東香港號 (修訂本),則 (修訂本), 2009年-2011年 週期香港則 報告 改進; 及

香港(國際財務報告 詮釋委員會) 一詮釋第20號

露天礦場生產期 之剝採成本。

香港財務報告準則第13號「公平值計量」

於本中期間,本集團首次應用香港財務報告準則第13號。香港財務報告準則第13號建立有關公平值計量之單一指引及披露,並取代過往刊載於其他香港財務報告準則之規定。香港會計準則第34號已作出相對性修改,規定在簡明綜合財務報表作出若干披露。

根據香港財務報告準則第13號之過渡 條文,本集團已採用新公平值計量及 披露規定。 Amendments to HKAS 1 "Presentation of items of other comprehensive income"

The amendments to HKAS 1 introduce new terminology for statement of comprehensive income and income statement. Under the amendments to HKAS 1, a statement of comprehensive income is renamed as a statement of profit or loss and other comprehensive income and an income statement is renamed as a statement of profit or loss. The amendments to HKAS 1 retain the option to present profit or loss and other comprehensive income in either a single statement or in two separate but consecutive statements. However, the amendments to HKAS 1 require additional disclosures to be made in the other comprehensive income section such that items of other comprehensive income are grouped into two categories: (a) items that will not be reclassified subsequently to profit or loss; and (b) items that may be reclassified subsequently to profit or loss when specific conditions are met. Income tax on items of other comprehensive income is required to be allocated on the same basis - the amendments do not change the existing option to present items of other comprehensive income either before tax or net of tax. The amendments have been applied retrospectively, and hence the presentation of items of other comprehensive income has been modified to reflect the changes.

Except as described above, the application of the other new or revised HKFRSs in the current interim period has had no material effect on the amounts reported and/or disclosures set out in these condensed consolidated financial statements.

3. SEGMENT INFORMATION

The Group's operating and reportable segments from continuing operations under HKFRS 8 are: (a) garment sourcing and exporting, (b) property investment, (c) investment in securities and (d) loan financing. During the year ended 31 March 2013, a wholly-owned subsidiary of the Company, which is principally engaged in loan financing, commenced business. The chief operating decision maker (the "CODM"), being the Group's chief executive officer, decided to review the performance of loan financing for the purpose of resources allocation and performance assessment. Accordingly, a new segment for loan financing is presented.

香港會計準則第1號(修訂本)「呈列 其他全面收益項目」

香港會計準則第1號(修訂本)引入 全面收益表及收益表之新術語。根據 香港會計準則第1號(修訂本),全面 收益表乃改名為損益及其他全面收益 表,而收益表則改名為損益表。香港 會計準則第1號(修訂本)保留選擇 權,可於單一報表或兩份獨立但連貫 的報表呈列損益及其他全面收益。然 而,香港會計準則第1號(修訂本)規 定額外披露於其他全面收益部份之其 他全面收益項目歸納為兩類:(a)其後 不會重新分類至損益之項目;及(b)當 符合特定條件時可於其後重新分類之 損益之項目。其他全面收益之項目涉 及之所得税須按同一基準分配一該 等修訂並無改變以除稅前或除稅後溢 利呈列其他全面收益項目之現有選擇 權。該等修訂已追溯應用,故呈列其 他全面收益項目已予修改以反映該等 改變。

除上述者外,本中期間應用其他新增 或經修訂之香港財務報告準則對於本 簡明綜合財務報表所呈報之金額及/ 或披露並無重大影響。

3. 分類資料

根據香港財務報告準則第8號,本集團來自持續經營業務之經營及呈報分記等及呈報分之經營及是報告之經營及是報告。 資、(c)證券投資及(d)貸款融資。司司 至2013年3月31日止年內,本公公司 司主要經營貸款融資之全資附屬公司 問始營業。主要經營決策者(「主要經營決策者」),即本集團之首席行, 對決策者」),即本集團之首席行,用作 資源分配及表現評估。因此貸款融資 呈列為一新增分部。 The following is an analysis of the Group's revenue and results from its continuing operations by operating and reportable segment for the period under review:

回顧本期間按經營及呈報分部劃分來 自持績經營業務本集團之經營額及業 績之分析如下:

For the six months ended 30 September 2013

截至2013年9月30日止六個月

Continuing operations:

持續經營業務:

		Garment sourcing and exporting 採購及 出口成衣 HK\$'000	Property investment 物業投資 HK\$'000 千港元	Investment in securities 證券投資 HK\$'000 千港元	Loan financing 貸款融資 HK\$'000 千港元	Eliminations 撤銷 HK\$*000 千港元	Consolidated 綜合 HK\$'000 千港元
Turnover External	營業額 外來	96,969	6,345		439		103,753
Segment (loss) profit	分類 (虧損) 溢利	(2,077)	10,668	(992)	379		7,978
Other income Other gains and losses Other expenses Finance costs Unallocated corporate expenses	其他收入 其他收益及虧損 其他開支 融資成本 無分配之公司開支						2,536 (15) (871) (2,269) (1,692)
Profit before taxation (continuing operations)	除税前溢利 (持續經營業務)						5,667

For the six months ended 30 September 2012

截至2012年9月30日止六個月

Continuing operations:

持續經營業務:

		Garment sourcing and exporting 採購及 出口成衣 HK\$'000 千港元	Property investment 物業投資 HK\$'000 千港元	Investment in securities 證券投資 HK\$'000 千港元	Loan financing 貸款融資 HK\$'000 千港元	Eliminations 撤銷 HK\$'000 千港元	Consolidated 綜合 HK\$'000 千港元
Turnover External	營業額 外來	114,653	5,512				120,165
Segment loss	分類虧損	(450)	(41,857)	(2,309)			(44,616)
Other income Other gains and losses Other expenses Finance costs Unallocated corporate expenses	其他收入 其他收益及虧損 其他開支 融資成本 無分配之公司開支						472 (259) (681) (1,507) (1,273)
Loss before taxation (continuing operations)	除税前虧損 (持續經營業務)						(47,864)

Segment profit (loss) represents the result incurred by each segment without allocation of other income, other gains and losses, other expenses, finance costs and unallocated corporate expenses. This is the measure reported to the Group's CODM for the purposes of resource allocation and performance assessment. 分類溢利(虧損)乃指各分部之業績,當中沒有分配其他收入、其他收益及虧損、其他開支、融資成本及無分配之公司開支,用以向本集團之主要經營決策者,作為資源分配及表現評估之參考。

Segment assets and liabilities

分部資產及負債

The following is an analysis of the Group's assets and liabilities by operating and reportable segment:

按經營及呈報分部分析本集團之資產 及負債如下:

		30 September 9月30日 2013 HK\$'000 千港元	31 March 3月31日 2013 HK\$'000 千港元
Segment assets	分部資產		
Garment sourcing and exporting	採購及出口成衣	21,129	20,952
Property investment	物業投資	723,603	705,339
Investment in securities	證券投資	100,308	72,909
Loan financing	貸款融資	17,591	17,588
Total segment assets Bank deposits with original maturity	分部資產總額 超過三個月到期之	862,631	816,788
of more than three months	銀行存款	130,000	_
Unallocated bank balances and cash	無分配之銀行結餘及		
	現金	173,335	186,936
Others	其他	241	255
Consolidated assets	綜合資產	1,166,207	1,003,979
Segment liabilities	分部負債		
Garment sourcing and exporting	採購及出口成衣	14,797	5,692
Property investment	物業投資	9,692	6,248
Total segment liabilities	分部負債總額	24,489	11,940
Secured bank borrowings	有抵押銀行借貸	165,335	168,687
Unallocated	無分配	27,572	25,473
Consolidated liabilities	綜合負債	217,396	206,100

For the purposes of monitoring segment performances and allocating resources between segments:

- all assets are allocated to operating and reportable segments other than bank deposits with original maturity of more than three months, unallocated bank balances and cash and assets used jointly by operating and reportable segments.
- all liabilities are allocated to operating and reportable segments other than secured bank borrowings, current and deferred tax liabilities and liabilities for which operating and reportable segments are jointly liable.

就分部表現監控及分部間之資源分配 而言:

- 除超過三個月到期之銀行存款、無分配之銀行結餘及現金及經營及呈報分部共同使用之資產外,所有資產已分配至經營及呈報分部。
- 除有抵押銀行借貸、流動及遞延税項負債及經營及呈報分部 共同承擔之負債外,所有負債 已分配至經營及呈報分部。

4. TAXATION CHARGE (CREDIT)

4. 税項開支(計入)

Six months ended 30 September 截至9月30日止六個月 2013 2012

HK\$'000 HK\$'000 **千港元** 千港元

Continuing operations: 持續經營業務:

The charge (credit) comprises: 開支 (計入)包括:

No provision for Hong Kong Profits Tax has been made as the Group has no assessable profit for both periods.

因本集團於兩個期間並無應課税溢 利,故不計提香港利得税撥備。

Under the Law of the People's Republic of China on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of the subsidiaries in the People's Republic of China (the "PRC") is 25%.

根據中國企業所得税法(「企業所得税 法」)及企業所得税法之實施條例,於 中國(「中國」)之附屬公司之税率為 25%。

No provision for PRC Enterprise Income Tax has been made as the Group has no assessable profit for both periods.

因本集團於兩個期間內並無應課税溢利,故不計提中國企業所得稅撥備。

5. PROFIT (LOSS) FOR THE PERIOD FROM CONTINUING OPERATIONS

來自持續經營業務之本期間溢利(虧 損)

Six months ended 30 September 截至9月30日止六個月

		2013 HK\$'000 千港元	2012 HK\$'000 千港元
Profit (loss) for the period from continuing operations has been arrived at after charging:	來自持續經營業務之 本期間溢利(虧損) 已扣除:		
Depreciation	折舊	31	124
Dividend income from listed	來自上市投資之股息		
investments	收入	2,074	1,627
Exchange loss (included in other	匯兑虧損(包括在其他		
gains and losses)	收益及虧損內)	15	259
Total staff costs (including	職工成本總額		
directors' emoluments)	(包含董事酬金)	8,073	7,018

5.

6. DISCONTINUED OPERATIONS

On 22 November 2009, the directors resolved to cease the bleaching and dyeing, and knitting businesses and these businesses were ceased in December 2009 and accordingly were presented as discontinued operations. During the six months ended 30 September 2012, the Group deregistered certain subsidiaries of these discontinued businesses (the "Ceased Subsidiaries"). The results of the discontinued operations included in the condensed consolidated statement of profit or loss and other comprehensive income are set out below.

6. 已終止經營業務

於2009年11月22日,董事決定終止漂 染及紡織業務,而該等業務已於2009 年12月終止並因此呈列為已終止經營 業務。截至2012年9月30日止六個月 內,本集團已註銷此等已終止業務之 若干附屬公司(「已終止附屬公司」)。 已包括在簡明綜合損益及其他全面收 益表之已終止經營業務之業績載列如 下。

> Six months ended 30 September 2012 截至2012年 9月30日止 六個月 HK\$'000 千港元

Profit for the period from	來自已終止經營業務之 本期間溢利	
discontinued operations Write back of other tax payable	<u>平期间価利</u> 撥回其他應付税項	6,139
Profit before taxation	除税前溢利	6,139
Taxation credit – overprovision of PRC Enterprise Income Tax	税項計入 - 中國企業所得税 超額撥備	5,764
Profit for the period Cumulative exchange differences in respect of the Ceased Subsidiaries	本期間溢利 於註銷時已終止附屬公司之 累計匯兑差異由權益重列	11,903
reclassified from equity to profit or loss upon deregistration	至損益	14,714
		26,617

The Group submitted the liquidation accounts of the Ceased Subsidiaries to the relevant PRC tax bureau, paid all taxes assessed and obtained approval of the tax bureau to cancel the tax registration of the Ceased Subsidiaries prior to cancelling the business registration with the Huzhou Administration for Industry and Commerce. In the opinion of the directors, the Group had no further obligations in respect of the Ceased Subsidiaries. As such, all recorded liabilities (including income tax payable and other tax payable) were released upon deregistration of the Ceased Subsidiaries during the six months ended 30 September 2012.

在取消與湖州市工商行政管理局之商 業登記前,本集團提交已終止附屬公 司之清算賬目予有關之中國稅務局之 支付所有評定稅項及獲得稅務局之 准以取消已終止附屬公司之關於已 記。董事認為,本集團沒有關於已, 於國公司之進一步責任。因此,於 至2012年9月30日止六個月內,於註 銷已終止附屬公司時解除所有已入 說 之負債(包括應付利得稅及其他應付 稅項)。

7. BASIC EARNINGS (LOSS) PER SHARE

7. 每股基本盈利(虧損)

From continuing and discontinued operations:

The calculation of the basic earnings (loss) per share attributable to owners of the Company is based on the following data:

來自持續及已終止經營業務:

本公司股東應佔之每股基本盈利(虧損)乃根據以下資料計算:

Six months ended 30 September 截至9月30日止六個月

2013

2012

HK\$'000 千港元 HK\$'000 千港元

Profit (loss) for the purpose of basic earnings (loss) per share

就每股基本盈利 (虧損)而言之溢利 (虧損)

4,071

(20,613)

Number of shares 股份數目

> (Restated) (重列)

Weighted average number of ordinary shares for the purpose of basic earnings (loss) per share 就每股基本盈利 (虧損)而言之 加權平均普通股 股份數目

1,256,914,531

836,465,125

From continuing operations:

The calculation of the basic earnings (loss) per share from continuing operations attributable to owners of the Company is based on the following data:

Profit (loss) figures are calculated as follows:

來自持續經營業務:

本公司股東應佔來自持續經營業務之 每股基本盈利(虧損)乃根據以下資 料計算:

溢利(虧損)數字之計算如下:

Six months ended 30 September 截至9月30日止六個月

2013 2012 **HK\$'000** HK\$'000 千港元 千港元

Profit (loss) for the period attributable to owners of the Company

Less: Profit for the period from discontinued operations

本公司股東應佔之 本期間溢利(虧損)

4,071 (20,613)

減:來自已終止經營 業務之本期間 溢利

- 26,617

Profit (loss) for the purpose of basic earnings (loss) per share from continuing operations 就來自持續經營業務 之每股基本盈利 (虧損)而言 之溢利(虧損)

4,071 (47,230)

Number of shares 股份數目

(Restated) (重列)

Weighted average number of ordinary shares for the purpose of basic earnings (loss) per share

就每股基本盈利 (虧損)而言之 加權平均普通股 股份數目

1,256,914,531

836,465,125

The denominator for the purpose of calculating basic loss per share for the six months ended 30 September 2012 has been adjusted to reflect (i) the bonus element of the rights issue completed in October 2012 on the basis of one rights share for every two ordinary shares; (ii) the bonus element of the rights issue completed in January 2013 on the basis of five rights shares for every one ordinary share; and (iii) the bonus element of the rights issue completed in June 2013 on the basis of three rights shares for every one ordinary share.

就計算截至2012年9月30日止六個月之每股基本虧損而言,分母已被調整,以反映(i)2012年10月完成按每持有兩股普通股股份獲發一股供股股份之基準供股之紅利成分;(ii)2013年1月完成按每持有一股普通股股份之基準供股之紅利成分;及(iii)2013年6月完成按每持有一股普通股股份獲發三股供股股份之基準供股之紅利成分。

From discontinued operations:

Basic earnings per share from discontinued operations for the six months ended 30 September 2012 is HK cents 3.19 per share, based on the profit for the period from discontinued operations of HK\$26,617,000 for six months ended 30 September 2012 and the denominators detailed above for basic loss per share from continuing and discontinued operations.

No diluted earnings per share is presented as the Group did not have any potential ordinary shares for both periods.

8. PROPERTY, PLANT AND EQUIPMENT

During the current interim period, the Group spent HK\$21,000 on acquisition of property, plant and equipment (six months ended 30 September 2012: HK\$999,000).

9. TRADE AND OTHER RECEIVABLES

The Group allows an average credit period of up to 90 days to its customers under garment sourcing and exporting. The aged analysis of trade receivables, based on the invoice date which approximate revenue recognition date, at the end of the reporting period is as follows:

來自已終止經營業務:

截至2012年9月30日止六個月,來自已終止經營業務之每股基本盈利為每股3.19港仙,此乃根據截至2012年9月30日止六個月來自已終止經營業務之本期間溢利26,617,000港元及以上詳述之來自持續及已終止經營業務之每股基本虧損之分母而計算。

由於本集團於兩個期間均沒有任何潛 在可攤簿普通股股份,故不呈列每股 攤簿盈利。

8. 物業、廠房及設備

於本中期間,本集團用於購入物業、廠房及設備之款項21,000港元(截至2012年9月30日止六個月:999,000港元)。

9. 貿易及其他應收款項

本集團給予採購及出口成衣客戶平均 信貸期達90日。於報告期末,根據接 近收益確認日期之發票日期,貿易應 收款項之賬齡分析如下:

		30 September 9月30日 2013 HK\$'000 千港元	31 March 3月31日 2013 HK\$'000 千港元
Trade receivables: 0 – 60 days 61 – 90 days	貿易應收款項: 0-60日 61-90日	20,463 100	14,534 16
Prepayments Deposits for suppliers to be realised within 1 year Other receivables	預付款 將於1年內變現之 供應商按金 其他應收款項	20,563 1,006 1,149 790	14,550 812 6,727 907
		23,508	22,996

10. BILLS RECEIVABLE

At 31 March 2013, the bills receivable were aged within 60 days.

10. 應收票據

於2013年3月31日,應收票據之賬齡 為60日內。

11. TRADE AND OTHER PAYABLES

11. 貿易及其他應付款項

The aged analysis of trade payables, based on the invoice date, at the end of the reporting period is as follows:

於報告期末,根據發票日期,貿易應付款項之賬齡分析如下:

		30 September 9月30日 2013 HK\$'000 千港元	31 March 3月31日 2013 HK\$'000 千港元
Trade payables:	貿易應付款項:		
0-60 days	0 - 60 目	12,121	5,007
61 – 90 days	61 - 90 日		45
D (11 %) 1 1	司机和人校人丑	12,121	5,052
Rental deposits received and rental received in advance	已收租金按金及 預收租金	5,046	4,436
Accruals	預提費用 預提費用	4,057	3,456
Other tax payable	其他應付税項	4,494	4,474
Other payables	其他應付款項	3,238	216
		28,956	17,634

12. BILLS PAYABLE

12. 應付票據

At 30 September 2013, the bills payable are aged between 31 - 60 days.

於2013年9月30日,應付票據之賬齡介乎為31-60日。