CENERIC (HOLDINGS) LIMITED
新嶺域(集團)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 542)

2013 FINAL RESULTS ANNOUNCEMENT

The Board of Directors (the "Board") of Ceneric (Holdings) Limited (the "Company") announces the audited consolidated results of the Company and its subsidiaries (the "Group") for the year ended 31 December 2013 as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS
For the year ended 31 December 2013

	Note	**2013** **HK$'000**	2012 HK$'000
CONTINUING OPERATIONS			
REVENUE	6	**4,398**	8,754
Cost of sales		**(1,945)**	(8,385)
Gross profit		**2,453**	369
Other income	7	**2,444**	192,584
Selling expenses		**(479)**	(463)
Administrative expenses		**(56,538)**	(51,706)
Finance costs		**(59)**	–
(LOSS)/PROFIT BEFORE TAX		**(52,179)**	140,784
Income tax expense	9	**–**	(2,554)
(Loss)/Profit for the year from continuing operations		**(52,179)**	138,230

	Note	**2013**	2012
	Note	***HK$'000***	*HK$'000*
DISCONTINUED OPERATION			
Loss for the year from a discontinued operation		**–**	(52,025)
(LOSS)/PROFIT FOR THE YEAR		**(52,179)**	86,205
Attributable to:			
Owners of the Company		**(42,642)**	94,927
Non-controlling interests		**(9,537)**	(8,722)
		(52,179)	86,205
		2013	2012
(LOSS)/EARNINGS PER SHARE	*10*		
Basic and diluted			
— For (loss)/profit for the year		**HK$(2.70 cents)**	HK$4.46 cents
— For (loss)/profit from continuing operations		**HK$(2.70 cents)**	HK$7.16 cents

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2013

	2013	2012
	HK$'000	*HK$'000*
(Loss)/Profit for the year	**(52,179)**	86,205
Other comprehensive income:		
Changes in fair value of available-for-sale financial assets	**12,987**	15,728
Exchange differences arising on translation of foreign operations	**2,244**	(7,775)
Disposal and deregistration of subsidiaries	**(60)**	–
Other comprehensive (loss)/income for the year, net of tax	**15,171**	7,953
Total comprehensive (loss)/income for the year	**(37,008)**	94,158
Attributable to:		
Owners of the Company	**(27,471)**	102,880
Non-controlling interests	**(9,537)**	(8,722)
Total comprehensive (loss)/income for the year	**(37,008)**	94,158

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2013

	Note	2013 HK$'000	2012 HK$'000
NON-CURRENT ASSETS			
Property, plant and equipment		**13,314**	22,344
Prepaid land lease payments		**2,991**	2,983
Investment in an associate		**–**	–
Available-for-sale financial assets	*12*	**34,366**	21,379
Other assets		**7,862**	8,492
Pledged bank balances		**1,950**	2,362
		60,483	57,560
CURRENT ASSETS			
Properties held for sale under development		**70,849**	66,816
Properties held for sale		**16,218**	27,820
Inventories		**338**	224
Trade receivables	*13*	**24**	50
Prepayments, deposits and other receivables		**306,208**	51,732
Cash and cash equivalents		**186,470**	477,344
TOTAL CURRENT ASSETS		**580,107**	623,986
TOTAL ASSETS		**640,590**	681,546

	Note	**2013**	2012
		HK$'000	*HK$'000*
CURRENT LIABILITIES			
Due to related companies		**–**	2,279
Due to associates		**182**	182
Obligations under finance leases		**–**	–
Tax payables		**521**	6,595
Trade payables, other payables and accruals	*14*	**36,054**	43,705
Non-interest bearing other borrowings		**16,710**	16,710
TOTAL CURRENT LIABILITIES		**53,467**	69,471
NET CURRENT ASSETS		**526,640**	554,515
NON-CURRENT LIABILITIES			
Obligations under finance leases		**–**	–
NET ASSETS		**587,123**	612,075
CAPITAL AND RESERVES			
Share capital	*15*	**19,316**	19,316
Reserves		**523,843**	543,286
Equity attributable to owners of the Company		**543,159**	562,602
Non-controlling interests		**43,964**	49,473
TOTAL EQUITY		**587,123**	612,075

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

Ceneric (Holdings) Limited (the "Company") was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law of the Cayman Islands. The registered office and principal place of business of the Company are P.O. Box 1043, George Town, Grand Cayman KY1-1102, Cayman Islands and 7/F., Guangdong Finance Building, 88 Connaught Road West, Sheung Wan, Hong Kong respectively. The Company's shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

During the year, the Group's activity was properties development.

2. BASIS OF PREPARATION

These consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") (which include all Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards ("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. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange. They have been prepared under the historical cost convention except for certain financial assets which have been measured at fair value. These consolidated financial statements are presented in Hong Kong dollars and all values are rounded to the nearest thousand except when otherwise indicated.

3. CHANGES IN ACCOUNTING POLICY AND DISCLOSURES

The Group has adopted the following new and revised HKFRSs for the first time for the current year's financial statements

HKFRS 1 Amendments	Amendments to HKFRS 1 *First-time Adoption of Hong Kong Financial Reporting Standards — Government Loans*
HKFRS 7 Amendments	Amendments to HKFRS 7 *Financial Instruments: Disclosures — Offsetting Financial Assets and Financial Liabilities*
HKFRS 10	*Consolidated Financial Statements*
HKFRS 11	*Joint Arrangements*
HKFRS 12	*Disclosure of Interests in Other Entities*
HKFRS 10, HKFRS 11 and HKFRS 12 Amendments	Amendments to HKFRS 10, HKFRS 11 and HKFRS 12 *— Transition Guidance*
HKFRS 13	*Fair Value Measurement*
HKAS 1 Amendments	Amendments to HKAS 1 *Presentation of Financial Statements — Presentation of Items of Other Comprehensive Income*
HKAS 19 (2011)	*Employee Benefits*
HKAS 27 (2011)	*Separate Financial Statements*
HKAS 28 (2011)	*Investments in Associates and Joint Ventures*
HKAS 36 Amendments	Amendments to HKAS 36 *Impairment of Assets — Recoverable Amount Disclosures for Non-Financial Assets*
HK(IFRIC)-Int 20	*Stripping Costs in the Production Phase of a Surface Mine*
Annual Improvements 2009–2011 Cycle	Amendments to a number of HKFRSs issued in June 2012

Other than as further explained below regarding the impact of HKFRS 13 and HKAS 1 Amendments, the adoption of the new and revised HKFRSs has had no significant financial effect on these financial statements.

(a) HKFRS 13 provides a precise definition of fair value and a single source of fair value measurement and disclosure requirements for use across HKFRSs. The standard does not change the circumstances in which the Group is required to use fair value, but rather provides guidance on how fair value should be applied where its use is already required or permitted under other HKFRSs. HKFRS 13 is applied prospectively and the adoption has had no material impact on the Group's fair value measurements. As a result of the guidance in HKFRS 13, the policies for measuring fair value have been amended. Additional disclosures required by HKFRS 13 for the fair value measurements of investment properties and available-for-sale investment are included in notes to the financial statements.

(b) The HKAS 1 Amendments change the grouping of items presented in other comprehensive income ("OCI"). Items that could be reclassified (or recycled) to profit or loss at a future point in time (for example, exchange differences on translation of foreign operations and net loss or gain on available-for-sale financial assets) are presented separately from items which will never be reclassified. The amendments have affected the presentation only and have had no impact on the financial position or performance of the Group. In addition, the Group has chosen to use the new title "Statement of profit or loss" as introduced by the amendments in these financial statements.

4. ISSUED BUT NOT YET EFFECTIVE HONG KONG FINANCIAL REPORTING STANDARDS

The Group has not applied the following new and revised HKFRSs, that have been issued but are not yet effective, in these financial statements:

HKFRS 9	*Financial Instruments*[4]
HKFRS 9, HKFRS 7 and HKAS 39 Amendments	Hedge Accounting and amendments to HKFRS 9, KFRS 7 and HKAS 39[4]
HKFRS 10, HKFRS 12 and HKAS 27 (2011) Amendments	Amendments to HKFRS 10, HKFRS 12 and HKAS 27 (2011) — *Investment Entities*[1]
HKFRS 14	*Regulatory Deferral Accounts*[3]
HKAS 19 Amendments	Amendments to HKAS 19 *Employee Benefits — Defined Benefit Plans: Employee Contributions*[2]
HKAS 32 Amendments	Amendments to HKAS 32 *Financial Instruments: Presentation — Offsetting Financial Assets and Financial Liabilities*[1]
HKAS 39 Amendments	Amendments to HKAS 39 *Financial Instruments: Recognition and Measurement — Novation of Derivatives and Continuation of Hedge Accounting*[1]
HK(IFRIC)-Int 21	*Levies*[1]
Annual Improvements 2010–2012 Cycle	Amendments to a number of HKFRSs issued in December 2013[2]
Annual Improvements 2011–2013 Cycle	Amendments to a number of HKFRSs issued in December 2013[2]

1 Effective for annual periods beginning on or after 1 January 2014
2 Effective for annual periods beginning on or after 1 July 2014
3 Effective for annual periods beginning on or after 1 January 2016
4 No mandatory effective date yet determined but is available for adoption

5. OPERATING SEGMENT INFORMATION

For management purposes, the Group identifies reportable segments, on the basis of the products and services, for internal reports about components of the Group that are regularly reviewed by the chief operation decision makers for the purpose of allocating resources to segments and assessing their performance. There are two reportable operating segments identified as follows:

(a) The property development segment comprises the development and sales of properties; and

(b) The corporate and other businesses segment includes general corporate expense items.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment result represents the profit or loss earned before tax from continuing operations without allocation of interest income from bank deposits, unallocated other income, unallocated corporate expenses (including central administration costs and directors' remuneration) and finance costs. This is the measure reported to the chief operation decision makers and the board of directors for the purposes of resource allocation and performance assessment.

The following is an analysis of the Group's revenue and results by reportable segment:

	Property development		**Corporate and other businesses**		**Total**	
	2013	2012	**2013**	2012	**2013**	2012
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*
Segment revenue:						
Sales to external customers	**4,398**	8,754	**–**	–	**4,398**	8,754
Other income	**595**	1,139	**449**	1,232	**1,044**	2,371
Total revenue	**4,993**	9,893	**449**	1,232	**5,442**	11,125
Reconciliation:						
Interest income					**1,163**	6,391
Recovery from a fully impaired available-for-sale financial assets					**–**	3,978
Gain on disposal of subsidiaries					**–**	111,946
Gain on disposal of available-for-sale financial asset					**–**	12,176
Gain on liquidation of subsidiaries					**237**	–
Gain on waiver of intercompany balances					**–**	55,722
Revenue from continuing operations					**6,842**	201,338
Segment results	**(16,976)**	(23,173)	**(28,456)**	176,163	**(45,432)**	152,990
Reconciliation:						
Interest income					**1,163**	6,391
Unallocated expenses					**(7,851)**	(18,597)
(Loss)/Profit from operations					**(52,120)**	140,784
Finance costs					**(59)**	–
Non-recurring expenses					**–**	–
(Loss)/Profit before tax for continuing operations					**(52,179)**	140,784

Revenue reported above represents revenue generated from external customers.

Geographical information

The Group operates in two main geographical areas — Hong Kong and the People's Republic of China (excluding Hong Kong) (the "PRC").

	2013	2012
	HK$'000	*HK$'000*
Revenue		
Hong Kong	**–**	–
PRC	**4,398**	8,754
	4,398	8,754

6. REVENUE

Revenue, which also is the Group's turnover, represents the value of services rendered, and proceeds from sales of properties held for sale during the year.

	2013	2012
	HK$'000	*HK$'000*
Continuing operations		
Sales of properties held for sale	**4,398**	8,754
	4,398	8,754

7. OTHER INCOME

	2013	2012
	HK$'000	*HK$'000*
Continuing operations		
Other income		
Bank interest income	**1,133**	5,298
Other interest income	**30**	1,093
Recovery from a fully impaired available-for-sale financial assets	**–**	3,978
Others	**1,044**	2,371
	2,207	12,740
Gains		
Gain on disposal of subsidiaries	**–**	111,946
Gain on disposal of available-for-sale financial assets	**–**	12,176
Gain on liquidation of subsidiary	**237**	–
Gain on waiver of intercompany balances	**–**	55,722
	237	179,844
	2,444	192,584

8. PROFIT BEFORE TAX

The Group's profit before tax from continuing operations is arrived at after charging/(crediting):

	2013	2012
	HK$'000	*HK$'000*
Cost of inventories sold	**654**	848
Cost of properties sold	**1,291**	7,537
Depreciation	**4,139**	943
Amortisation of prepaid land lease payments	**77**	74
Minimum lease payments under operating leases in respect of land and building	**10,673**	950
Auditor's remuneration		
— Current year	**523**	530
— Under provisions	**–**	–
	523	530
Employee benefit expenses (including directors' remuneration)		
— Wages and salaries	**9,940**	8,982
— Retirement benefits scheme contributions	**248**	241
	10,188	9,223
Gain on disposal of subsidiaries	**–**	(111,946)
Gain on disposal of available-for-sale financial assets	**–**	(12,176)
Loss on disposal of property, plant and equipment	**–**	92
Bank interest income	**(1,133)**	(5,298)
Other interest income	**(30)**	(1,093)
	(1,163)	(6,391)

9. INCOME TAX EXPENSE

Hong Kong profits tax has been provided at the rate of 16.5% (2012: 16.5%) on the estimated assessable profits arising in Hong Kong during the year. Subsidiaries in the People's Republic of China ("PRC") are subject to PRC Enterprise Income Tax at 25% (2012: 25%). Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the countries (or jurisdictions) in which the Group operates.

	2013	2012
	HK$'000	*HK$'000*
Continuing operations		
Current — Hong Kong	–	521
Current — PRC		
Charge for the year	–	2,033
Underprovision in prior years	–	–
	–	2,554
Current — Other countries		
Charge for the year	–	–
Underprovision in prior years	–	–
	–	–
Deferred	–	–
Total tax charge for the year	–	2,554

10. (LOSS)/EARNINGS PER SHARE

The calculation of basic and diluted (loss)/earnings per share amounts is based on the (loss)/profit for the year attributable to ordinary equity holders of the Company, and the weighted average number of ordinary shares of 1,931,638,040 (2012: 1,931,638,040) in issue during the year.

11. DIVIDEND

No dividend was paid or proposed for the year ended 31 December 2013, nor has any dividend been proposed since the end of the reporting period (31 December 2012: Nil).

12. AVAILABLE-FOR-SALE FINANCIAL ASSETS

	2013	2012
	HK$'000	*HK$'000*
Listed equity investment, at fair value		
Hong Kong	**34,366**	21,379

13. TRADE RECEIVABLES

An aged analysis of the trade receivables as at the end of the reporting period, based on the invoice date and net of provisions, is as follows:

	2013	2012
	HK$'000	*HK$'000*
Within 1 month	**24**	50
1–3 months	**–**	–
4–12 months	**–**	–
Over 1 year	**–**	–
	24	50

14. TRADE PAYABLES, OTHER PAYABLES AND ACCRUALS

	2013	2012
	HK$'000	*HK$'000*
Trade payables	**–**	–
Received in advance for sales of properties held for sale	**7,947**	367
Other payables and accruals	**28,107**	43,338
	36,054	43,705

15. SHARE CAPITAL

	2013	2012
	HK$'000	*HK$'000*
Authorised:		
100,000,000,000 (2012: 100,000,000,000) ordinary shares of HK$0.01 (2012: HK$0.01) each	**1,000,000**	1,000,000
Issued and fully paid:		
1,931,638,040 (2012: 1,931,638,040) ordinary shares of HK$0.01 (2012: HK$0.01) each	**19,316**	19,316

16. CAPITAL COMMITMENTS

The Group had the following capital commitments as at the end of reporting period:

	2013	2012
	HK$'000	*HK$'000*
Contracted, but not provided for the Acquisition of Hotel	**445,000**	–
	445,000	–

17. CONTINGENT LIABILITIES

As at 31 December 2013, the Group had contingent liabilities amounting to HK$1,565,000 (2012: HK$3,044,000) in respect of the buy-back guarantee in favor of banks to secure mortgage loans facilities granted to the purchasers of the Group's properties held for sales.

The directors consider that in case of default in payments, the net realisable value of the related properties can cover the repayment of the outstanding mortgage principals together with the accrued interest and penalty and therefore no provision has been made in the accounts for the guarantees.

18. DISPOSAL OF SUBSIDIARIES

On 31 December 2013, the Group disposed of its equity interest in the Disposal Company. The net assets of the Disposal Company at the date of disposal were as follows:

	2013	2012
	HK$'000	*HK$'000*
(Loss) on disposal, represented by:		
Gross proceed from the Disposal	**2,000**	145,342
Less: Loss on waiver of amount due from the Disposal Group	**–**	(24,914)
Transaction costs of the Disposal	**–**	(6,633)
Net assets of the Disposal Group at the date of disposal	**(5,735)**	(1,849)
	(3,735)	111,946
Satisfied by:		
Cash	**2,000**	145,342

MANAGEMENT DISCUSSION AND ANALYSIS

Group Overview

For the year ended 31 December 2013, the Group's total revenue amounted to HK$4.4 million, compared to HK$8.8 million for 2012. The Group recorded a loss from operations of HK$52.2 million, compared to the profit of HK$140.8 million for 2012. The Group's consolidated loss attributable to the owners of the Company for 2013 amounted to HK$42.6 million, compared to a profit of HK$94.9 million in the corresponding period 2012.

Property Development Segment

In the year 2013, segment revenue of the Property Development Segment amounted to HK$4.4 million, compared to HK$8.8 million for 2012. The segment loss for 2013 was HK$12.9 million compared, to the segment loss of HK$18.8 million for 2012.

In line with the normal approach adopted in the recognition of sales, the revenue and profits arising from 2 units of residential apartments, 35 units of garages and 1 unit of bike storage sold with an accumulated sales value of HK$9.3 million and profit of HK$3.6 million have not been recognised in the Group's income statement.

During the year, the Group continued focusing on the sale of completed unsold properties. To-date, approximately 99.7% of all residential units completed under Phase I to Phase VIII of Morning Star Villa ("MSV") had been sold, and approximately 96.2% of all residential and commercial units completed under Phase I to Phase IV of Morning Star Plaza ("MSP") had been sold.

The Board is optimistic in the property market in Hong Kong and the PRC, and will plan to engage in property related businesses.

Geographical Segments

During the year, the Group did not have revenue generated from Hong Kong SAR, and the revenue generated from elsewhere in the PRC mainly related to property development.

Acquisition of Hotel

On 27 June 2013, one of the wholly owned subsidiaries of the Company entered into a Sale and Purchase Agreement with an independent third party to acquire conditionally the entire issued share capital in a group of companies ("Target Group") for a consideration of HK$725 million. The principal asset of the Target Group is its indirectly 100% interest in a hotel property situated in Maoming City Guangdong Province, the PRC. The hotel comprises 299 guest rooms/suites and is currently operated and managed by a hotel management company, an independent third party, under two management agreements. As the Hotel is being operated and managed by the hotel management company, this can limit the Group's risk exposure on cost in respect of maintenance and operation of the hotel. According to the information provided by the Target Group, the hotel management company at present provides a fixed monthly fee of RMB5.42 million to the Target Group in addition to a royalty fee which is calculated in proportion to the hotel's occupancy rate. The Board is of the opinion that the acquisition of hotel provides a good opportunity for the Company to participate in hotel business investment and expect that the profit level of the Company will increase after the proposed acquisition. Details of this acquisition had been uploaded to the Stock Exchange's website and the Company's website www.cenericholdings.com.

REVIEW OF FINANCIAL POSITION

Overview

Non-current assets as at 31 December 2013, consisting mainly of property, plant and equipment, property under development, available-for-sale financial assets and pledged bank balances amounted to HK$60.5 million, compared to HK$57.6 million as at 31 December 2012. Current assets as at 31 December 2013 amounted to HK$580.1 million, compared to HK$624.0 million as at 31 December 2012. Current liabilities as at 31 December 2013 amounted to HK$53.5 million, compared to HK$69.5 million as at 31 December 2012.

Capital Structure, Liquidity and Financial Resources

As at 31 December 2013, the Group's total borrowings amounted to HK$16.7 million (31 December 2012: HK$16.7 million). The borrowings mainly comprised non-interest-bearing other borrowings. As at 31 December 2013, the Group's available banking facilities not utilised is nil (31 December 2012: nil).

The Group's total equity as at 31 December 2013 was HK$587.1 million (31 December 2012: HK$612.1 million).

The Group's gearing ratio as at 31 December 2013 was 2.8% (31 December 2012: 2.7%). The gearing ratio was based on total borrowings over the total equity of the Group.

As part of treasury management, the Group centralises funding for all of its operations at the Group level. The Group's foreign currency exposure relates mainly to Renminbi, which is derived from its sales of property units in Zhongshan, PRC.

Capital Commitments

Capital commitments of the Group as at 31 December 2013 amounted to HK$445,000,000 (31 December 2012: HK$Nil) in respect of balance of consideration under the Sale and Purchase Agreement of the Acquisition of Hotel.

Contingent Liabilities

As at 31 December 2013, the Group had contingent liabilities amounting to HK$1.6 million (31 December 2012: HK$3.0 million). The contingent liabilities were mainly in respect of buy-back guarantees in favour of banks to secure mortgage loans granted to the purchasers of the properties developed by MSV and MSP. The Directors considered that the fair value of such guarantees were insignificant.

Charges on Group Assets

As at 31 December 2013, non-current bank balances amounting to HK$2.0 million (31 December 2012: HK$2.4 million) were pledged to certain banks to secure mortgage loan facilities to purchasers of properties developed by MSV and MSP in Zhongshan, the PRC.

STAFF ANALYSIS

The total number of staff employed by the Group as at 31 December 2013 was 58, compared to 59 as at 31 December 2012. As part of the Group's human resources policy, employees are rewarded on a performance-related basis within the general framework of the Group's salary and bonus scale. Currently, the Group continues to implement its overall human resource training and development programme and to equip its employees with the necessary knowledge, skills and experience to deal with the existing and future requirements and challenges.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

During the year ended 31 December 2013, the Company has applied the principles of, and complied with, the applicable code provisions of the Corporate Governance Code and Corporate Governance Report ("Code Provision(s)") as set out in Appendix 14 of the Listing Rules, except for certain deviations which are summarized below:

Code Provisions A.2.1 to A.2.9

Code Provision A.2.1 stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. The division of responsibilities between the chairman and chief executive should be clearly established and set out in writing.

Code Provisions A.2.2 to A.2.9 further stipulate various roles and responsibilities of the chairman.

The Company does not have a Chairman of the Board at present. It is the Board's intention to appoint the Chairman of the Board as soon as a suitable and appropriate candidate is identified.

Code Provision A.6.7

Code Provision A.6.7 stipulates that independent non-executive directors and other non-executive directors should attend general meetings and develop a balanced understanding of the views of shareholders.

Due to other business engagement, one Independent Non-Executive Director could not attend the extraordinary general meeting of the Company held on 22 November 2013. However, at this general meeting, there were Executive Directors and other Independent Non-Executive Directors present to enable the Board to develop a balanced understanding of the views of the shareholders of the Company.

Code Provision E.1.2

Code Provision E.1.2 stipulates that the chairman of the board should attend the annual general meeting. He should also invite the chairmen of the audit, remuneration and nomination and any other committees (as appropriate) to attend. In their absence, he should invite another member of the committee or failing this his duly appointed delegate to attend. These persons should be available to answer questions at the annual general meeting.

The Company does not have a Chairman of the Board at present. It is the Board's intention to appoint the Chairman of the Board as soon as a suitable and appropriate candidate is identified. As such, no Chairman of the Board was able to attend the annual general meeting of the Company held on 8 April 2013. However, Mr. CHI Chi Hung, Kenneth, an Executive Director of the Company, took the chair of that meeting and Chairman of Audit Committee, Remuneration Committee and Nomination Committee was present thereat to be available to answer any question to ensure effective communication with the Shareholders.

Further information on the Company's corporate governance practices during the year under review will be set out in the Corporate Governance Report to be contained in the Company's 2013 Annual Report which will be sent to the Shareholders at the end of April 2014.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors as set out in Appendix 10 of the Listing Rules as its own code of conduct regarding securities transactions by the Directors of the Company. Having made specific enquiry to the Directors, all the Directors confirmed that they had complied with the required standards as set out in the Model Code during year ended 31 December 2013.

PURCHASE, SALE OR REDEMPTION OF SHARES

During the year ended 31 December 2013, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's shares.

AUDIT COMMITTEE

The Audit Committee has reviewed with management the accounting principles and practices adopted by the Group and discussed auditing, internal control and financial reporting matters including a review of the audited financial statements for the year ended 31 December 2013. The Audit Committee constituted three Independent Non-Executive Directors of the Company.

DISCLOSURE OF INFORMATION OF THE STOCK EXCHANGE'S WEBSITE

The annual report of the Group for the year ended 31 December 2013 containing the relevant information required by the Listing Rules will subsequently be published on the Stock Exchange's website in due course.

By order of the Board
Ceneric (Holdings) Limited
CHI Chi Hung, Kenneth
Executive Director

Hong Kong, 28 March 2014

As at the date of this announcement, the Board comprises Mr. CHENG Wai Lam, James, Mr. CHI Chi Hung, Kenneth, Mr. HUANG Zhenda, Mr. YEUNG Kwok Leung, and Mr. LEE Kuang Yeu being the Executive Directors; and Ms. CHAN Hoi Ling, Ms. SO Wai Lam and Mr. SUNG Yat Chun being the Independent Non-Executive Directors.