華銀控股有限公司
SINO CREDIT HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)
(Stock code: 628)

ANNOUNCEMENT OF INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2015

The board (the "Board") of directors (the "Directors") of Sino Credit Holdings Limited (the "Company") is pleased to announce the unaudited condensed consolidated results of the Company and its subsidiaries (together, the "Group") for the six months ended 30 September 2015 together with the comparative figures. The condensed consolidated interim results are unaudited, but have been reviewed by the Company's audit committee (the "Audit Committee").

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the six months ended 30 September 2015-Unaudited

	Note	**2015**	2014
		HK$'000	HK$'000
Revenue	4	**27,003**	31,215
Other income	4	**47**	116
Other gains and losses, net	4	**1,358**	11,158
Administrative expenses		**(14,233)**	(25,343)
Impairment loss on loans receivable	10	**(1,734)**	-
Finance costs	5	**(11,228)**	(2,808)
Profit before income tax		**1,213**	14,338
Income tax expenses	6	**(15)**	(7,514)
Profit for the period	7	**1,198**	6,824
Other comprehensive income:			
Items that may be reclassified subsequently to profit or loss			
Currency translation differences		**(15,427)**	2,011
Total comprehensive (loss)/profit for the period		**(14,229)**	8,835
Profit for the period attributable to owners of the Company		**1,198**	6,824
Total comprehensive (loss)/profit for the period attributable to owners of the Company		**(14,229)**	8,835
Earnings per share attributable to owners of the Company	8		
-Basic		**0.19 HK cents**	1.16 HK cents
-Diluted		**0.19 HK cents**	1.16 HK cents

Condensed Consolidated Statement of Financial Position

As at 30 September 2015-Unaudited

	Note	**As at 30 September 2015 HK$'000 (Unaudited)**	As at 31 March 2015 HK$'000 (Audited)
Assets			
Non-current assets			
Property, plant and equipment		**6,157**	6,269
Intangible assets		**5,878**	5,878
Goodwill		**53,646**	53,646
Investment properties		**606,961**	627,328
Deferred tax assets		**1,979**	1,804
		674,621	694,925
Current assets			
Financial assets at fair value through profit or loss		**32,234**	30,559
Trade and loans receivable	10	**167,960**	177,669
Prepayments, deposits and other receivables		**7,919**	2,551
Cash and cash equivalents		**16,112**	26,426
		224,225	237,205
Liabilities			
Current liabilities			
Trade payables		**4,343**	511
Accruals and other payables		**5,305**	10,767
Borrowings		**99,645**	100,720
		109,293	111,998
Net current assets		**114,932**	125,207
Total assets less current liabilities		**789,553**	820,132
Non-current liabilities			
Borrowings		**165,519**	186,881
Bonds		**30,875**	21,945
Deferred tax liabilities		**107,910**	111,828
		304,304	320,654
Net assets		**485,249**	499,478
Capital and reserves			
Share capital	11	**63,478**	63,478
Reserves		**421,771**	436,000
Total equity		**485,249**	499,478

Condensed Consolidated Statement of Changes in Equity

For the six months ended 30 September 2015-Unaudited

	Attributable to owners of the Company									
	Share capital	**Share premium**	**Contributed surplus**	**Capital reserves**	**Revaluation reserves**	**Share option reserves**	**Exchange reserves**	**Accumulated losses**	**Total reserves**	**Total Equity**
	HK$'000	**HK$'000**	**HK$'000**	**HK$'000**	**HK$'000**	**HK$'000**	**HK$'000**	**HK$'000**	**HK$'000**	**HK$'000**
At 1 April 2014	55,857	802,210	569,044	85,889	638	-	(1,171)	(1,108,344)	348,266	404,123
Profit for the period	-	-	-	-	-	-	-	6,824	6,824	6,824
Other comprehensive income	-	-	-	-	-	-	2,011	-	2,011	2,011
Total comprehensive income	-	-	-	-	-	-	2,011	6,824	8,835	8,835
Placing of shares	4,300	48,375	-	-	-	-	-	-	48,375	52,675
Share-base compensation	-	-	-	-	-	12,762	-	-	12,762	12,762
At 30 September 2014	60,157	850,585	569,044	85,889	638	12,762	840	(1,101,520)	418,238	478,395
At 1 April 2015	63,478	908,038	569,044	85,889	638	23,357	(839)	(1,150,127)	436,000	499,478
Profit for the period	-	-	-	-	-	-	-	1,198	1,198	1,198
Other comprehensive loss	-	-	-	-	-	-	(15,427)	-	(15,427)	(15,427)
Total comprehensive (loss)/income	-	-	-	-	-	-	(15,427)	1,198	(14,229)	(14,229)
Share-base compensation	-	-	-	-	-	(2,273)	-	2,273	-	-
At 30 September 2015	**63,478**	**908,038**	**569,044**	**85,889**	**638**	**21,084**	**(16,266)**	**(1,146,656)**	**421,771**	**485,249**

Condensed Consolidated Statement of Cash Flows

For the six months ended 30 September 2015 - Unaudited

	2015	2014
	HK$'000	HK$'000
Net cash generated from/(used in) operating activities	**378**	(119,210)
Net cash used in investing activities	**(18,982)**	(1,554)
Net cash generated from financing activities	**10,000**	52,675
Net decrease in cash and cash equivalents	**(8,604)**	(68,089)
Cash and cash equivalents at beginning of period	**26,426**	98,553
Effect of foreign exchange rate changes	**(1,710)**	2,041
Cash and cash equivalents at end of period	**16,112**	32,505

Notes To Condensed Consolidated Interim Financial Statements

1 BASIC OF PREPARATION

These unaudited condensed consolidated interim financial statements have been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), and the disclosure requirements of Appendix 16 of the Rules Governing the Listing of Securities ("Listing Rules") on The Stock Exchange of Hong Kong Limited ("Stock Exchange").The condensed consolidated interim financial statements should be read in conjunction with the annual financial statements of the Company for the year ended 31 March 2015,which have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs"). The condensed consolidated interim financial information was approved for issue on 26 November 2015.

2 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[2]
Amendments to HKFRS 10 and HKAS 28 (2011)	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[1]
Amendments to HKFRS 10, HKFRS 12 and HKAS 28 (2011)	Investment Entities: Applying the Consolidation Exception[1]
Amendments to HKFRS 11	Accounting for Acquisitions of Interests in Joint Operations[1]
HKFRS 14	Regulatory Deferral Accounts[3]
HKFRS 15	Revenue from Contracts with Customers[2]
Amendments to HKAS 1	.Disclosure Initative[1]
Amendments to HKAS 16 and HKAS 38 (Amendments)	Clarification of Acceptable Methods of Depreciation and Amortisation[1]
Amendments to HKAS 16 and HKAS 41 (Amendments)	Agriculture: Bearer Plant[1]
Amendments to HKAS 27 (2011)	Equity Method in Separate Financial Statements[1]
Annual Improvements 2012-2014 Cycle	Amendments to a number of HKFRSs[1]

[1] Effective for annual periods beginning on or after 1 January 2016

[2] Effective for annual periods beginning on or after 1 January 2018

[3] Effective for an entity that first adopts HKFRSs for its annual financial statements beginning on or after 1 January 2016 and therefore is not applicable to the Group

The Group is in the process of making an assessment of the impact of these new and revised HKFRSs upon initial application. The Group is not yet in a position to state whether they would have a significant impact on the Group's results of operations and financial position.

3 SEGMENT INFORMATION

The management of the Company has determined the operating segments based on the internal reports reviewed and used by executive Directors for strategic decision making. The executive Directors consider the business from a product and service perspectives. Summary of details of the operating segments is as follows:

- **Financing services**
  Provision of pawn loans services, real estate-backed loan service, financial leasing service, commercial factoring service, other loan service, and financial consulting services in the People's Republic of China (the "PRC"), and money lending service in Hong Kong.
- **Properties leasing**
  Receiving profit streams from leasing retail premises in PRC.

(a) Business segments

An analysis of the Group's revenue, results and certain assets, liabilities and expenditure information for the six months ended 30 September 2015 and 2014 by operating segments is as follows:

	Financing services		**Properties leasing**		**Total**	
	2015	2014	**2015**	2014	**2015**	2014
	HK$'000	HK$'000	**HK$'000**	HK$'000	**HK$'000**	HK$'000
Revenue (from external customers)	**12,253**	31,215	**14,750**	-	**27,003**	31,215
Segment results	**375**	28,341	**5,161**	-	**5,536**	28,341
Fair value changes on financial assets at FVTPL					**1,675**	1,057
Bank interest income					**31**	116
Finance costs					**(1,303)**	-
Unallocated expenses					**(4,726)**	(15,176)
Profit before income tax					**1,213**	14,338
Income tax expenses					**(15)**	(7,514)
Profit for the period					**1,198**	6,824

Segment results represent the profit earned by each segment without allocation of fair value changes on financial assets at fair value through profit or loss ("FVTPL"), finance income, finance costs and corporate expenses. This is the measure reported to the executive Director for the purpose of resource allocation and assessment of segment performance.

	Financing services		Properties leasing		Total	
	As at 30 September 2015	As at 31 March 2015	**As at 30 September 2015**	As at 31 March 2015	**As at 30 September 2015**	As at 31 March 2015
	HK$'000	HK$'000	**HK$'000**	HK$'000	**HK$'000**	HK$'000
Segment assets	**217,983**	213,476	**647,803**	687,936	**865,786**	901,412
Financial assets at FVTPL					**32,234**	30,559
Unallocated assets					**826**	159
Total assets					**898,846**	932,130
Segment liabilities	**(78,373)**	(94,544)	**(332,972)**	(335,294)	**(411,345)**	(429,838)
Unallocated liabilities					**(2,252)**	(2,814)
Total liabilities					**(413,597)**	(432,652)

Other segment information:

	Financing services		Properties leasing		Unallocated items		Total	
	2015	2014	**2015**	2014	**2015**	2014	**2015**	2014
	HK'000	HK'000	**HK'000**	HK'000	**HK'000**	HK'000	**HK'000**	HK'000
Depreciation	**1,238**	465	**-**	-	**4**	3	**1,242**	468
Provision/(reversal) on loans receivable	**1,026**	(10,068)	**-**	-	**-**	-	**1,026**	(10,068)
Fair value change on investment properties	**-**	-	**1,025**	-	**-**	-	**1,025**	-
Corporate expenditure	**1,601**	1,618	**1,189**	-	**1,099**	-	**3,889**	1,618

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

- All assets are allocated to reportable segments other than financial assets at FVTPL and corporate financial assets; and
- All liabilities are allocated to reportable segments other than deferred tax liabilities and corporate financial liabilities

(b) Geographical information

The Group operates in two principal areas – the PRC and Hong Kong. Revenue and non-current assets by location are detailed below:

	Revenue from external customers		**Non-current assets**	
			As at 30	As at 31
	Six months ended 30 September		**September**	March
	2015	2014	**2015**	2015
	HK$'000	HK$'000	**HK$'000**	HK$'000
Hong Kong	**3,252**	4,085	**2,371**	2,673
PRC	**23,751**	27,130	**672,250**	692,252
	27,003	31,215	**674,621**	694,925

4 REVENUE, OTHER INCOME, OTHER GAINS AND LOSSES

	Six months ended 30 September	
	2015	2014
	HK$'000	HK$'000
Revenue		
Real estate-backed loan interest income	**2,053**	7,859
Personal property pawn loan interest income	**1,789**	6,865
Other loans interest income	**3,440**	12,348
Financial consultancy service income	**241**	2,208
Commercial factoring interest income	**3,804**	1,516
Financing lease interest income	**926**	419
Rental income	**14,750**	-
	27,003	31,215
Other income		
Bank interest income	**31**	116
Other	**16**	-
	47	116
Other gains and losses, net		
Reversal of impairment loss on loans receivable	**708**	10,068
Fair value changes on investment properties	**(1,025)**	-
Fair value changes on financial assets at FVTPL	**1,675**	1,057
Exchange loss	**-**	33
	1,358	11,158

5 FINANCE COSTS

	Six months ended 30 September	
	2015	2014
	HK$'000	HK$'000
Interest on:		
Bank borrowings not wholly repayable within five years	**6,916**	-
Borrowings wholly repayable within five years	**3,009**	2,808
Bonds not wholly repayable within five years	**1,303**	-
	11,228	2,808

6 INCOME TAX EXPENSES

	Six months ended 30 September	
	2015	2014
	HK$'000	HK$'000
Current income tax:		
Outside Hong Kong	**4,107**	4,997
Deferred tax	**(4,092)**	2,517
Income tax expenses	**15**	7,514

PRC corporate income tax is provided for at the rate of 25% on the profits for the PRC statutory financial reporting purpose, adjusted for those items which are not assessable or deductible for the PRC corporate income tax purpose.

Hong Kong profits tax has been provided at the rate of 16.5% (2014: 16.5%) on the estimated assessable profits arising from Hong Kong during the period. The Group has no assessable profit under Hong Kong profits tax for the period ended 30 September 2015and 2014.

7 PROFIT FOR THE PERIOD

The Group's profit for the period is arrived at after charging:

	Six months ended 30 September	
	2015	2014
	HK$'000	HK$'000
Business taxes and other levies	**1,332**	1,433
Depreciation	**1,242**	468
Legal and professional fee	**2,026**	710
Minimum lease payments under operating leases in respect of land and buildings	**2,048**	1,990
Staff costs (including directors' emoluments)	**4,762**	5,889
Share-based compensation	**-**	12,762

8 EARNINGS PER SHARE

Basic

The calculation of the basic earnings per share is based on the Group's profit attributable to the owners of the Company of HK$1,198,000 (2014: HK$6,824,000) and the weighted average number of 634,781,000 (2014: 590,057,000) ordinary shares in issue during the period.

Diluted

	Six months ended 30 September	
	2015	2014
Profit for the purpose of earnings per share *(HK$'000)*	**1,198**	6,824
Number of shares		
Weighted average number of ordinary shares in issue*(thousands)*	**634,781**	590,057
Adjustments for:		
Effect of dilutive potential shares issuable under the Company's share options scheme *(thousands)*	**6,367**	-
Weighted average number of ordinary shares used to determine diluted earnings per share*(thousands)*	**641,148**	590,057

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares.

The Company has one category of dilutive potential ordinary shares: share options. A calculation is done to determine the number of shares that could have been acquired at fair value (determined as the average annual market share price of the Company's shares) based on the monetary value of the subscription rights attached to outstanding share options. The weighted average number of ordinary shares calculated is compared with the number of shares that would have been issued assuming the exercise of the share options.

9 DIVIDEND

The directors do not recommend the payment of interim dividend for the six months ended 30 September 2015 and 2014.

10 TRADE AND LOANS RECEIVABLE

	As at 30 September 2015 HK$'000	As at 31 March 2015 HK$'000
Trade receivable		
Rental receivable	**5,765**	2,305
Loans receivable		
Real estate-backed loans receivable	**6,701**	6,962
Personal property pawn loans receivable	**15,080**	20,036
Commercial factoring loans receivable	**19,846**	48,026
Financing lease loans receivable	**15,094**	48,492
Other loans receivable	**113,598**	59,066
	170,319	182,582
Less: Provision for impairment loss	**(8,124)**	(7,218)
	162,195	175,364
	167,960	177,669

The Group's loans receivables based on the loan quality as of each of reporting date is as follows:

	As at 30 September 2015 HK$'000	As at 31 March 2015 HK$'000
Normal	**151,765**	169,438
Special mentioned	**7,524**	3,525
Substandard	**1,746**	884
Doubtful	**5,258**	5,827
Loss	**4,026**	2,908
Gross loans receivable	**170,319**	182,582
Less: Provision for impairment loss	**(8,124)**	(7,218)
Net loans receivable	**162,195**	175,364

Based on the loan commencement date set out in the relevant contracts, aging analysis of the Group's trade and loans receivable as of each reporting date is as follows:

	As at 30 September 2015 HK$'000	As at 31 March 2015 HK$'000
Within 3 months	**21,979**	45,335
3-6 months	**46,707**	58,200
6-12 months	**40,542**	22,286
Over 12 months	**66,856**	59,066
	176,084	184,887
Less: Provision for impairment loss	**(8,124)**	(7,218)
	167,960	177,669

Movements in the impairment loss of the loans receivable during the period are as follows:

	Six months ended 30 September	
	2015 HK$'000	2014 HK$'000
At 1 April	**(7,218)**	(10,088)
Impairment loss recognised on loans receivable	**(1,734)**	-
Reversal of impairment loss	**708**	10,068
Exchange alignment	**120**	20
At 30 September	**(8,124)**	-

11 SHARE CAPITAL

	Number of shares	Share capital
	’000	**HK$’000**
Authorized:		
Ordinary shares of HK$0.1 each as at 1 April 2014, 30 September 2014, 1 April 2015 and 30 September 2015	**6,000,000**	**600,000**
Issued and fully paid:		
Ordinary shares of HK$0.1 each as at 1 April 2014	558,570	55,857
Issue new ordinary shares:		
Placing of new ordinary shares	43,000	4,300
Ordinary shares of HK$0.1 each as at 30 September 2014	601,570	60,157
Ordinary shares of HK$0.10 each as at 1 April 2015 and 30 September 2015	**634,780**	**63,478**

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW

The Group's consolidated revenue generated for the six months ended 30 September 2015 were approximately HK$27.0 million (2014: HK$31.2 million), an decrease of 13.5% compared to the same period of last year. Profit attributable to the owners of the Company for the six months ended 30 September 2015 was approximately HK$1.2 million (2014: HK$6.8 million). Basic earnings per share was 0.19 HK cents (2014: 1.16 HK cents).

Financial services business

For the six months ended 30 September 2015, the Group recorded revenue of HK$12.3 million (2014: HK$31.2 million) in financial services sector. This is a decrease of 60.7% compared to the last period mainly as a result of the reduced contribution from our business in the PRC, including the interest income from the real estate-backed loan, personal property pawn loan and other loans. During the period, the Group continued to maintain a tight policy in evaluating credit risk associated with slowdown in the property market in the PRC and fewer loans were granted to customers as a results.

The operating earnings (before tax and bad and doubtful debts) amounted to HK$1.4 million (2014: HK$18.3 million). The gross loan balance (before provision for impairment allowance) reduced to HK$170.3 million, a 64.1% annual drop against the balance at 30 September 2014.

(HK$'000)	**30.9.2015**	30.9.2014	Change
Revenue	**12,253**	31,215	*-60.7%*
Operating expenses	**(7,843)**	(10,134)	*-22.6%*
Finance costs	**(3,009)**	(2,808)	*7.2%*
Operating earnings	**1,401**	18,273	*-92.3%*
(Charges)/credit for bad and doubtful debts	**(1,026)**	10,068	*-110.2%*
Operating earnings before tax	**375**	28,341	*-98.7%*

Financial services income

The following table sets forth the composition of financial services income.

(HK$'000)	**30.9.2015**	30.9.2014	Change
Real estate-backed loan income	**2,053**	7,859	*-73.9%*
Personal property pawn loan income	**1,789**	6,865	*-73.9%*
Financing leasing income	**926**	419	*121.0%*
Commercial factoring income	**3,804**	1,516	*150.9%*
Other loans interest income	**3,440**	12,348	*-72.1%*
Financial consultancy service income	**241**	2,208	*-89.1%*
Total	**12,253**	31,215	*-60.7%*

Key operating data

(HK$'000)	**30.9.2015**	30.9.2014	31.3.2015
Net loan balance	**162,195**	474,313	175,364
Gross loan balance	**170,319**	474,313	182,582
-Hong Kong	**69,059**	70,059	59,066
-PRC	**101,260**	404,254	123,516
Total return on loans (Revenue/Average gross loan balance)			
-Hong Kong	**10.15%**	10.67%	10.34%
-PRC	**16.02%**	15.84%	20.57%

Bad and doubtful debts and impairment allowances

During the period, net charges for bad and doubtful debts were HK$1.0 million. These included bad debts reversal as well as charges arising from the impairment allowance was HK$1.7 million (2014: net reversal of HK$10.1 million).

(HK$'000)	**30.9.2015**	30.9.2014
Charges to impairment allowance	**1,734**	-
Amount written off	-	-
Reversal	**(708)**	(10,068)
Net charges /(reversal) for bad and doubtful debts	**1,026**	(10,068)

Loan quality analysis and impairment allowances

The following table sets forth the distribution of the Group's loans by the five category loan classification. Impairment allowances include substandard, doubtful and loss categories were HK$8.1 million (31.3.2015: HK$7.2 million). The impairment allowance as % of gross loan balance was 4.77% (31.3.2015: 3.95%).

(HK$'000)	**30.9.2015**	31.3.2015
Normal	**151,765**	169,438
Special mention	**7,524**	3,525
Substandard	**1,746**	884
Doubtful	**5,258**	5,827
Loss	**4,026**	2,908
Gross loan balance	**170,319**	182,582
Less: impairment allowances	**(8,124)**	(7,218)
Net loan balance	**162,195**	175,364
Impairment allowance as % of gross loan balance	**4.77%**	3.95%

Investment properties business

The Company acquired the investment properties on 31 October 2014, rental income generated from the investment property was approximately HK$14.8 million for the six months ended 30 September 2015. Mortgage loan on the investment property incurred interest expenses of approximately HK$6.9 million. The operating earnings amounted to HK$5.2 million.

On 7 September 2015, the Company, the ("Seller") entered into a sale and purchase agreement with Golden Stone Management Limited, the ("Purchaser"), pursuant to which the Seller agreed to sell and the Purchaser agreed to purchase all the issued shares of Best Volume Investments Limited ("Best Volume") and its subsidiaries (collectively referred to as the ("Best Volume Group")) for a total consideration of HK$400,000,000. Best Volume Group was a wholly-owned subsidiary of the Company. It owned a commercial property in Guangzhou.

The disposal was completed on 12 November 2015 and Best Volume ceased to be a subsidiary of the Company. The gain from the transaction will be booked in the second half of 2015. Details of the disposal were disclosed in the Company's announcements dated 7 September 2015, 25 September 2015, 12 November 2015 and the Company's circular dated 15 October 2015.

Fair value changes on financial assets

The Group incurred a gain of approximately HK$1.7 million for the six months ended 30 September 2015 (2014: HK$1.1 million) resulting from an increase fair value of the listed securities that the Group had invested in.

PROSPECTS

The proceeds from the sale of the investment properties of HK$400 million will be primarily redeployed in financial services business, including money lending in Hong Kong, provision of pawn loans and commercial factoring. In addition, the Group will invest more resources in exploring new opportunities in consumer and commercial finance market for the purposes of business diversification and long-term growth. In particular, the Group will explore how to utilize internet platform to diversify customer base and broaden the revenue stream.

LIQUIDITY AND FINANCIAL RESOURCES

Financial position of the Group has been healthy throughout the financial year. As at 30 September 2015, the Group had total assets of approximately HK$898.8 million (31 March 2015: HK$932.1 million), total liabilities of approximately HK$413.6 million (31 March 2015: HK$432.7 million). Equity attributable to owners of the Company was approximately HK$485.2 million (31 March 2015: HK$499.5 million).The Group's gearing ratio, expressed as a percentage of total liabilities except deferred tax liabilities over owner's equity was 63.0% (31 March 2015: 64.2%).

At 30 September 2015, the cash and cash equivalents of the Group amounted to approximately HK$16.1 million (31 March 2015: HK$26.4 million), and the borrowings amounted to approximately HK$265.2 million (31 March 2015: HK$287.6 million). The Group's current ratio was 2.05 (31 March 2015: 2.12).

As at 30 September 2015, the Group had issued 8 year corporate bond with principal of HK$35.0 million (31 March 2015: HK$25.0 million), which is due on December 2022, and carry interest at fixed rate of 7.0% per annum with interest payable semi-annually in arrears. The corporate bond is unsecured. The fund had been used as general working capital of the Company.

CAPITAL STRUCTURE

During the six months ended 30 September 2015, there is no change to the share capital of the Company. At 30 September 2015, the Company issued share capital of HK$63,478,078 divided into 634,780,780 shares of HK$0.1 each.

MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND ASSOCIATES

Save as disclosed above in investment property business section, the Group did not have any material acquisitions and disposals of subsidiaries and associates during the six months ended 30 September 2015.

CHARGES ON GROUP ASSETS

The Group had pledged the investment properties to secure a banking facility granted to it with outstanding loan balance approximately RMB 160.2 million as at 30 September 2015.

CONTINGENT LIABILITIES

As at 30 September 2015, the Group had no significant contingent liabilities (31 March 2015: Nil).

COMMITMENTS

As at 30 September 2015, the Group had capital expenditure commitments amounted to approximately HK$20.9 million (31 March 2015: HK$1.9 million). Rental payment under non-cancellable operating leases amounted to approximately HK$7.8 million (31 March 2015: HK$5.2 million).

FOREIGN EXCHANGE EXPOSURE

The Group is mainly exposed to the fluctuation of Hong Kong dollars ("HK$") against Renminbi ("RMB") as its reporting currency is HK$ which is not the functional currency of the business operation of the Group. The Group has not adopted any hedging policy or entered into any derivative products. However, the Board and management will continue to monitor the foreign currency exchange exposure and will consider adopting certain hedging measures against the currency risk when necessary.

TREASURY POLICIES

The Group continues to adopt a conservative treasury policy with all bank deposits in HK$ and RMB. The Board and the management had been closely monitoring the Group's liquidity position and performing ongoing credit evaluation and financial conditions of its customers in order to ensure the healthy cash position of the Group.

STAFF AND REMUNERATION

As at 30 September 2015, the Group had a total of 35 staff (31 March 2015: 39). Total staff costs during the period amounted to approximately HK$4.8 million (2014: HK$5.9 million). Employees were remunerated on the basis of their performance, experience and prevailing industry practices. The Group's remuneration policies and packages were reviewed by the Remuneration Committee and the Board on a regular basis. As an incentive for the employees, bonuses and share options may also be given to employees based on individual performance evaluation.

EVENTS AFTER THE REPORTING PERIOD

On 19 November 2015, we announced to disposal of financial leasing business (with the shareholder's loan) to an independent third party for a total consideration of HK$27.8 million. In view of the small existing client base and the intense competition in the leasing market, the Company considers that it is a better option to divest the financial leasing business and to put more resources focusing on new business opportunities in the other money lending and commercial factoring businesses. It is expected that the net proceeds from the transaction will be used for working capital.

Save as disclosed in above, the Group did not have any significant event after the reporting period.

INTERIM DIVIDEND

The Directors do not recommend payment of interim dividend for the six month ended 30 September 2015 (2014: Nil).

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

In the opinion of the Board, the Company had complied with all code provisions set out in the Corporate Governance Code (the "CG Code") in Appendix 14 of the Listing Rules throughout the six months ended 30 September 2015, except for the deviation of code provisions A.2.1 and A.4.1.

i. Code provision A.2.1

According to code provision A.2.1 of the CG Code, the role of chairman and chief executive should be separate.

Mr. Chung Tat Fun, the chairman of the Company, has been undertaken the duties of the chief executive officer ("CEO") since 1 August 2015. The Board considered that vesting the roles of chairman and CEO in the same person facilitates the execution of the Group's business strategies and maximizes effectiveness of its operation. The Board also considered that there is a sufficient balance and division of responsibilities and authority.

ii. Code provision A.4.1

According to code provision A.4.1 of the CG Code, the non-executive directors should be appointed for a specific term, subject to re-election.

Ms. Lee Shiow Yue, Mr. Poon Wai Hoi, Percy and Mr. Tang Chi Ho, Francis being the independent non-executive Directors, were not appointed for a specific term but were subject to retirement by rotation and re-election at least once every three years at the annual general meeting of the Company in accordance with the provisions of the Bye-laws of the Company and their appointment would be reviewed when they were due for re-election.

MODEL CODE FOR DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules (the "Model Code") as its own code of conduct regarding directors' securities transactions. Having made specific enquiry of all Directors, the Directors confirmed that they had complied with the required standard set out in the Model Code throughout the six months ended 30 September 2015.

MAJOR LITIGATION AND ARBITRATION PROCEEDINGS

Guangzhou Yingrui Property Development Limited ("Yingrui"), a wholly owned subsidiary of the Company is currently involved in a civil lawsuit with Zhanjiang City No. 4 Construction Engineering Co., Ltd. (湛江市第四建築工程有限公司) (the "Contractor"). On 1 April 2015, the Contractor commenced a lawsuit (the "Lawsuit") against Yingrui at the People's Court of the Yuexiu District, Guangzhou City with respect to certain outstanding payment of approximately RMB11.4 million (not including accrued interest) under the construction contract between Yingrui and the Contractor for the construction of the investment properties. The disputed amount of the Lawsuit includes approximately RMB1.4 million working progress fee, RMB1.0 million deposit and RMB9.0 million construction fee. On 7 April 2015, the People's Court of the Yuexiu District, Guangzhou City upon application of the Contractor, issued a seizure order on certain units within the investment property to protect the interest of the Contractor to the extent of RMB15.0 million in value. The Lawsuit is now pending further review by the People's Court of the Yuexiu District, Guangzhou City.

Regarding this Lawsuit, the Best Volume, the intermediate holding company of Yingrui, has secured an unconditional undertaking from the Ace Guide Holdings Limited ("Ace Guide"), the previous holder of Yingrui under which that the Ace Guide agrees to pay to the Best Volume or its assignee by way of damages an amount equal to any and all losses incurred by Yingrui and/or the Best Volume resulting from, arising out of or in relation to the Lawsuit, including without limitation payment under final effective judgement or settlement, and all other costs and expense in relation to the Lawsuit. Save as disclosed in above, the Group had no major litigation or arbitration during the six months ended 30 September 2015.

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

Neither the Company, nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities during the six months ended 30 September 2015.

CHANGE OF DIRECTOR'S INFORMATION

The change of Director's information as required to be disclosed pursuant to Rule 13.51B of the Listing Rules are set out below:

1. Mr. Huang Weibo, the non-executive Director, was re-designated as an executive Director with effect from 24 June 2015.

2. Ms. Wong Yee Shuen Regina ("Ms. Wong"), the executive Director and CEO, was re-designated as the non-executive Director and ceased to be the CEO with effect from 1 August 2015.

3. Mr. Chung Tat Fun undertook the duties of CEO with effect from 1 August 2015.

4. Ms. Wong resigned as the authorized representative and Mr. Chung Ho Chun was appointed as the authorized representative of the Company with effect from 24 June 2015.

AUDIT COMMITTEE

The Company has an Audit Committee, which was established in accordance with Rule 3.21 of the Listing Rules with primary duties of reviewing and providing supervision over the Group's financial reporting process and internal controls. The Audit Committee of the Company comprises three independent non-executive Directors, namely Mr. Poon Wai Hoi, Percy (Chairman), Ms. Lee Shiow Yue and Mr. Tang Chi Ho, Francis.

The Audit Committee has reviewed the unaudited consolidated financial results and the interim report of the Company for the six months ended 30 September 2015 and agreed to the accounting principles and practices adopted by the Company.

PUBLICATION OF FINANCIAL INFORMATION

This announcement is published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.sinocreditgp.com). The Company's interim report for 2015 containing all information required by the Listing Rules will be dispatched to the shareholders of the Company and available on the above websites in due course.

By Order of the Board
Sino Credit Holdings Limited
Chung Tat Fun
Chairman

Hong Kong, 26 November 2015

As at the date of this announcement, the executive Directors are Mr. Chung Tat Fun, Mr. Chung Ho Chun, Mr. Fu Ear Ly and Mr. Huang Weibo; the non-executive Directors are Mr. So Chak Fai, Francis and Ms. Wong Yee Shuen Regina; and the independent non-executive Directors are Mr. Poon Wai Hoi, Percy, Mr. Tang Chi Ho, Francis and Ms. Lee Shiow Yue.