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CSI PROPERTIES LIMITED

資本策略地產有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 497)

INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2015

The board of directors (the “Board”) of CSI Properties Limited (the “Company”) is pleased to announce the unaudited condensed consolidated results of the Company and its subsidiaries (the “Group”) for the six months ended 30 September 2015. The condensed consolidated interim financial statements of the Group have not been audited, but have been reviewed by the Company’s auditors, Deloitte Touche Tohmatsu and the Company’s Audit Committee.

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2015

		Six months ended 30 September	
		2015	2014
	NOTES	HK\$'000 (unaudited)	HK\$'000 (unaudited)
Revenue		228,965	362,044
Cost of sales/services		(99,078)	(248,011)
Gross profit		129,887	114,033
Income and gains from investments	4	35,910	79,480
Other income	5	25,089	27,206
Other gains and losses		(3,502)	11
Administrative expenses		(102,248)	(70,902)
Finance costs	6	(70,195)	(61,747)
Share of results of joint ventures		525,334	23,975
Share of results of associates		1,063	60,890
Profit before taxation		541,338	172,946
Income tax expense	7	(7,360)	(4,214)
Profit for the period	8	533,978	168,732

* For identification purpose only

		Six months ended	
		30 September	
		2015	2014
<i>NOTE</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	
	(unaudited)	(unaudited)	
Profit for the period attributable to:			
Owners of the Company	525,931	168,622	
Non-controlling interests	<u>8,047</u>	<u>110</u>	
	<u>533,978</u>	<u>168,732</u>	
Earnings per share (HK cents)			
	<i>10</i>		
– Basic	<u>5.02</u>	<u>1.81</u>	

**CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND
OTHER COMPREHENSIVE INCOME**
FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2015

	Six months ended 30 September	
	2015	2014
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Profit for the period	533,978	168,732
Other comprehensive (expense) income		
<i>Items that may be reclassified subsequently to profit or loss:</i>		
Exchange differences arising on translation of foreign operations for the period	(15,603)	325
Share of exchange differences of joint ventures	(15,817)	558
Change in fair value of available-for-sale investments	(376)	–
Reclassification of translation reserve upon derecognition of subsidiaries of joint venture	(18,154)	–
Reclassification of investment revaluation reserve upon derecognition of available-for-sale investments	–	(11,677)
	(49,950)	(10,794)
Total comprehensive income for the period	484,028	157,938
Total comprehensive income attributable to:		
Owners of the Company	475,981	157,828
Non-controlling interests	8,047	110
	484,028	157,938

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AT 30 SEPTEMBER 2015

	NOTE	30 September 2015 HK\$'000 (unaudited)	31 March 2015 HK\$'000 (audited)
Non-Current Assets			
Property, plant and equipment		646,687	664,818
Available-for-sale investments		54,914	64,579
Club memberships		11,385	11,385
Interests in joint ventures		3,009,248	1,653,996
Amounts due from joint ventures		1,712,757	1,937,397
Interests in associates		154,202	17,567
Amount due from an associate		23,073	18,947
		5,612,266	4,368,689
Current Assets			
Trade and other receivables	<i>11</i>	72,764	117,595
Deposit paid for acquisition of properties held for sale through acquisition of subsidiaries		182,500	–
Deposit paid for acquisition of properties held for sale		15,995	–
Properties held for sale		5,972,057	5,556,593
Investments held for trading		1,039,377	1,231,378
Taxation recoverable		1,797	7,703
Cash held by securities brokers		12,186	5,340
Bank balances and cash		1,294,341	1,274,443
		8,591,017	8,193,052

		30 September 2015	31 March 2015
	<i>NOTE</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
		(unaudited)	(audited)
Current Liabilities			
Other payables and accruals	12	164,141	120,089
Taxation payable		141,133	138,854
Amounts due to joint ventures		404,598	169
Amounts due to associates		10,427	10,218
Amounts due to non-controlling shareholders of subsidiaries		164,707	91,178
Bank borrowings – due within one year		550,562	710,204
		1,435,568	1,070,712
Net Current Assets		7,155,449	7,122,340
		12,767,715	11,491,029
Capital and Reserves			
Share capital		83,896	83,896
Reserves		8,590,737	8,180,824
Equity attributable to owners of the Company		8,674,633	8,264,720
Non-controlling interests		10,113	2,066
Total Equity		8,684,746	8,266,786
Non-Current Liabilities			
Guaranteed notes		1,170,000	1,170,000
Bank borrowings – due after one year		2,906,201	2,045,713
Deferred tax liabilities		6,768	8,530
		4,082,969	3,224,243
		12,767,715	11,491,029

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2015

1. BASIS OF PREPARATION

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 (HKAS 34) *Interim Financial Reporting* issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) as well as with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “HKSE”) (the “Listing Rules”).

2. PRINCIPAL ACCOUNTING POLICIES

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

Except as described below, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 September 2015 are the same as those followed in the preparation of the Group’s annual financial statements for the year ended 31 March 2015.

In the current interim period, the Group has applied, for the first time, the following amendments to Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the HKICPA that are relevant for the preparation of the Group’s condensed consolidated financial statements:

Amendments to HKAS 19	Defined benefit plans: Employee contributions
Amendments to HKFRSs	Annual improvements to HKFRSs 2010 – 2012 cycle
Amendments to HKFRSs	Annual improvements to HKFRSs 2011 – 2013 cycle

The application of the above amendments to HKFRSs in the current interim period has had no material effect on the amounts reported in the condensed consolidated financial statements and/or disclosures set out in the condensed consolidated financial statements.

3. SEGMENT INFORMATION

The Group’s operating segments, identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker (the “CODM”) in order to allocate resources to the segments and to assess its performance, are summarised as follows:

- (a) property holding segment, which engages in the investment and trading of properties and hotel operation;
- (b) strategic investment segment, which engages in property holding through strategic alliances with the joint venture partners of the joint ventures and associates; and
- (c) securities investment segment, which engages in the securities trading and investment.

Segment revenue and results

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

	Property holding HK\$'000	Strategic investment HK\$'000	Securities investment HK\$'000	Consolidated HK\$'000
<i>For the six months ended 30 September 2015</i> <i>(unaudited)</i>				
Gross proceeds	228,965	–	414,703	643,668
External revenue				
Rental income and hotel operation	104,522	–	–	104,522
Sale of properties held for sale	124,443	–	–	124,443
Revenue of the Group	228,965	–	–	228,965
Interest income and dividend income	–	–	46,334	46,334
Share of results of joint ventures (<i>Note ii</i>)	–	525,334	–	525,334
Share of results of associates (<i>Note ii</i>)	–	1,063	–	1,063
Segment revenue	228,965	526,397	46,334	801,696
Results				
Segment profit	75,181	526,457	31,809	633,447
Unallocated other income				25,029
Other gains and losses				(3,502)
Central administrative costs				(43,441)
Finance costs				(70,195)
Profit before taxation				541,338

Notes:

- (i) The directors of the Company are not aware of any transactions between the operating segments during the interim period.
- (ii) Share of results of associates and joint ventures mainly represent share of the operating profits of these entities from their businesses of property development and trading.

	Property holding <i>HK\$'000</i>	Strategic investment <i>HK\$'000</i>	Securities investment <i>HK\$'000</i>	Consolidated <i>HK\$'000</i>
<i>For the six months ended 30 September 2014</i> <i>(unaudited)</i>				
Gross proceeds	<u>362,044</u>	<u>–</u>	<u>673,594</u>	<u>1,035,638</u>
External revenue				
Rental income and hotel operation	91,854	–	–	91,854
Sale of properties held for sale	<u>270,190</u>	<u>–</u>	<u>–</u>	<u>270,190</u>
Revenue of the Group	362,044	–	–	362,044
Interest income and dividend income	–	–	76,243	76,243
Share of results of joint ventures (<i>Note ii</i>)	–	23,975	–	23,975
Share of results of associates (<i>Note ii</i>)	<u>–</u>	<u>60,890</u>	<u>–</u>	<u>60,890</u>
Segment revenue	<u>362,044</u>	<u>84,865</u>	<u>76,243</u>	<u>523,152</u>
Results				
Segment profit	<u>93,006</u>	<u>86,055</u>	<u>75,017</u>	254,078
Unallocated other income				26,016
Other gains and losses				11
Central administrative costs				(45,412)
Finance costs				<u>(61,747)</u>
Profit before taxation				<u>172,946</u>

Notes:

- (i) The directors of the Company are not aware of any transactions between the operating segments during the interim period.
- (ii) Share of results of associates and joint ventures mainly represent share of the operating profits of these entities from their businesses of property development and trading.

Segment profit represents profit earned by each segment, interest income, dividend income, fair value change of investments and share of results of joint ventures and associates, without allocation of certain items of other income (primarily bank interest income) and of other gains and losses, central administrative costs, finance costs and income tax expenses. This is the measure reported to the CODM for the purpose of resource allocation and assessment of segment performance.

4. INCOME AND GAINS FROM INVESTMENTS

	Six months ended 30 September	
	2015	2014
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(unaudited)	(unaudited)
Interest income from		
– investments held for trading	46,334	75,260
– available-for-sale investments	–	983
(Decrease) increase in fair values of		
– investments held for trading	(10,424)	1,662
Gain on derecognition of investments in convertible notes (included in available-for-sale investments)	–	1,575
	<u>35,910</u>	<u>79,480</u>

5. OTHER INCOME

	Six months ended 30 September	
	2015	2014
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(unaudited)	(unaudited)
Bank interest income	2,840	7,287
Loan interest income	1,107	1,412
Interest income from amount due from a joint venture	17,504	16,348
Amortisation of financial guarantee contracts	1,002	–
Assets management income	60	1,190
Others	2,576	969
	<u>25,089</u>	<u>27,206</u>

6. FINANCE COSTS

	Six months ended 30 September	
	2015	2014
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(unaudited)	(unaudited)
Interests on:		
Bank borrowings wholly repayable within five years	28,306	13,274
Bank borrowings not wholly repayable within five years but contain a repayment on demand clause in the loan agreement	–	974
Bank borrowings not wholly repayable within five years	3,656	9,052
Guaranteed notes	38,233	38,447
	<u>70,195</u>	<u>61,747</u>

7. INCOME TAX EXPENSE

	Six months ended 30 September	
	2015	2014
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(unaudited)	(unaudited)
The charge (credit) comprises:		
Hong Kong Profits Tax		
Current period	6,666	2,902
(Over) underprovision in prior years	(3)	857
	<u>6,663</u>	<u>3,759</u>
Macau Complementary Tax		
Current period	2,459	–
	<u>9,122</u>	<u>3,759</u>
Deferred taxation	(1,762)	455
	<u>7,360</u>	<u>4,214</u>

Hong Kong Profits Tax is recognised based on management's best estimate of the weighted average annual income tax rate expected for the full financial year.

According to the Macau Complementary Tax Law, complementary tax is imposed on a progressive rate scale ranging from 3% to 9% for taxable profits below or equal to Macau Pataca ("MOP") 300,000 and 12% for taxable profits over MOP300,000. Taxable profits below MOP32,000 are exempt from tax.

8. PROFIT FOR THE PERIOD

	Six months ended 30 September	
	2015	2014
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(unaudited)	(unaudited)
Profit for the period has been arrived at after charging:		
Directors' remuneration:		
Fees	62	—
Salaries and other benefits	10,572	9,768
Performance-related incentive bonus	18,000	5,000
Contributions to retirement benefits schemes	264	234
	<u>28,898</u>	<u>15,002</u>
Other staff costs:		
Salaries and other benefits	19,988	15,816
Performance-related incentive bonus	12,000	1,000
Contributions to retirement benefits schemes	993	1,055
	<u>32,981</u>	<u>17,871</u>
Total staff costs	<u>61,879</u>	<u>32,873</u>
Depreciation of property, plant and equipment	18,427	17,321
Cost of properties held for sales recognised as an expense	72,981	203,886
and after crediting:		
Bank interest income	<u>2,840</u>	<u>7,287</u>

9. DIVIDENDS

	Six months ended 30 September	
	2015	2014
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(unaudited)	(unaudited)
Final dividend of HK0.378 cents (2014: HK1.14 cents) per share recognised as distribution for the year ended 31 March 2015 (2014: for the year ended 31 March 2014) and paid during the interim period	39,641	104,732
Special dividend of HK0.252 cents (2014: nil) per share recognised as distribution for the year ended 31 March 2015 (2014: for the year ended 31 March 2014) and paid during the interim period	26,427	–
	<u>66,068</u>	<u>104,732</u>

The directors do not recommend the payment of an interim dividend for the interim period (30 September 2014: nil).

10. EARNINGS PER SHARE

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

	Six months ended 30 September	
	2015	2014
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(unaudited)	(unaudited)
Earnings		
Earnings for the purpose of calculating basic earnings per share (profit for the period attributable to owners of the Company)	<u>525,931</u>	<u>168,622</u>
	Six months ended 30 September	
	2015	2014
	<i>Number</i>	<i>Number</i>
	<i>of shares</i>	<i>of shares</i>
Number of shares		
Weighted average number of ordinary shares for the purpose of basic earnings per share (in thousands)	<u>10,487,040</u>	<u>9,333,827</u>

There were no potential ordinary shares outstanding as at 30 September 2015 and 2014.

11. TRADE AND OTHER RECEIVABLES

The Group allows its trade customers with a credit period normally ranging from 30 days to 90 days. The aged analysis of the trade receivables, presented based on the invoice date, which approximated the revenue recognition date, at the end of the reporting period is as follows:

	30 September 2015 HK\$'000 (unaudited)	31 March 2015 HK\$'000 (audited)
Trade receivables:		
0 – 30 days	1,271	910
31 – 90 days	<u>6,413</u>	<u>5,095</u>
	7,684	6,005
Prepayments and deposits	22,580	22,879
Other receivables	<u>42,500</u>	<u>88,711</u>
	<u>72,764</u>	<u>117,595</u>

12. OTHER PAYABLES AND ACCRUALS

	30 September 2015 HK\$'000 (unaudited)	31 March 2015 HK\$'000 (audited)
Rental and related deposits received	55,299	52,433
Receipt in advance for sales of properties held for sale	3,400	11,137
Other tax payables	2,001	2,050
Other payables and accruals	<u>103,441</u>	<u>54,469</u>
	<u>164,141</u>	<u>120,089</u>

Other payables and accruals include accrued renovation costs of approximately HK\$38,060,000 (31 March 2015: HK\$19,619,000) incurred in respect of the Group's properties held for sale.

INTERIM DIVIDEND

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

REVIEW OF THE RESULTS

The Group reported a total gross revenue for the six months ended 30 September 2015 of approximately HK\$229 million (six months ended 30 September 2014: HK\$362 million), which was mainly generated from income from sale of properties of approximately HK\$124.5 million, rental income of approximately HK\$104.5 million. The decrease was mainly due to a decrease in sales of properties during the period.

The Group reported a consolidated profit attributable to the owners of the Company of approximately HK\$525.9 million for the six months ended 30 September 2015 (six months ended 30 September 2014: HK\$168.6 million) representing an increase of approximately 211.9%.

LIQUIDITY AND FINANCIAL RESOURCES

The Group maintained a healthy liquid position which included bank balance and cash of approximately HK\$1,306.5 million (31 March 2015: HK\$1,279.8 million). The Group generally financed its operations through its internal resources and bank facilities provided by its principal bankers.

The Group's short-term bank borrowing decreased from approximately HK\$710.2 million as at 31 March 2015 to approximately HK\$550.6 million as at 30 September 2015, and long-term bank borrowing increased from approximately HK\$2,045.7 million as at 31 March 2015 to approximately HK\$2,906.2 million as at 30 September 2015. All the bank borrowings were utilized in financing the Group's properties investments in generating recurrent rental income. As a result, the Group's total bank borrowing increased from approximately HK\$2,755.9 million as at 31 March 2015 to approximately HK\$3,456.8 million as at 30 September 2015, and the Group's ratio of total debt (bank and other borrowings) to total assets was 32.6% (31 March 2015: 31.3%). All bank borrowings were denominated in Hong Kong dollars, Renminbi and US dollars and were on a floating rate basis at either bank prime rate lending rates or short-term inter-bank offer rates. The maturity profile (including borrowings of approximately HK\$214.6 million that are not repayable within one year but contain a repayment on demand clause in the loan agreement are grouped under repayable within one year) usually spread over a period of around 5-20 years with approximately HK\$550.6 million repayable within one year, HK\$2,701.8 million repayable between one to five years, and HK\$204.4 million over five years.

The majority of the Group's assets and liabilities were denominated in Hong Kong dollars, Renminbi and US dollars. As such, the fluctuation of foreign currencies did not have a significant impact on the performance, result and operation of the Group. However, the Group will closely monitor the risk exposure.

BUSINESS REVIEW AND OUTLOOK

The period under review has been challenging due to the slowdown in retail activities in Hong Kong and the uncertainty on mass residential properties resulting from potential interest rate hike. The slowdown in the Macau gaming industry revenue is also affecting the liquidity in the Macau market. While in China, the volatility in the stock market and slowdown in macro economy are also affecting the overall sentiment on both the commercial and residential property fronts.

Despite these challenging operating environments, the Group has successfully made several significant disposals on both the commercial and residential fronts to help achieve the sales target for the fiscal year, while continuing to well-position itself as a rising leader in real estate investment and development in Hong Kong and China. Furthermore, the Group has been capitalizing from these uncertain market conditions and utilizing its healthy balance sheet to acquire prime commercial and residential projects, with details in the following section, to further build up its land bank and accelerate the growth of the Group in the coming years.

Commercial Properties

Significant disposals completed during the period included the sale of the Platinum Office Building in Shanghai. Subsequent to the end of the interim period, the Group is also completing the strata sale of all the 13 floors of the Henan Building for a total consideration of approximately HK\$508 million, versus acquisition price of HK\$330 million. Furthermore, the remaining high floors of the AXA Centre, namely the 17th to 21st floors, were also sold in two separate transactions with total consideration of approximately HK\$1.23 billion. These successful sales have enabled the Group to achieve our sales target for the current fiscal year.

On the acquisition side, the Group won an office land site in Kowloon Bay through the government tender in a consortium bid with Billion Development and Sino Land. The total consideration for this site was approximately HK\$3.04 billion with CSI having a 30% interest. The plan will be the development of a new office building in this Kowloon office hub area for sale. Given the reasonable land price and effective cost control, we expect this project to generate good income for us over the next few years.

Coutures Homes – Residential Property Development

The Group made several key acquisitions during this period. Firstly, the Group acquired a residential land site from government land tender in Fanling for a total consideration of approximately HK\$302 million. The plan is to develop the site into super luxury houses targeting the super affluent users at this prime site next to the Fanling golf course. In addition, the Group also completed the purchase of a majority stake in a residential development at Peak Road for approximately HK\$1.8 billion. The plan will be to refurbish this existing development with modern and stylish design to extract value at this prime harbour view address.

In addition, our life-style oriented project in Causeway Bay, yoo Residence, has commenced the handover process recently. The other residential development projects for Couture Homes, including the villa projects at Kau To Shan in the New Territories and Daihongqiao area in Shanghai have both been launched recently. The Shanghai villas have particularly good responses with over 40 of the first sales batch of 60 villas sold. The super luxury lifestyle development project at Jardine's Lookout has already commenced foundation work and the new residential tower is expected to be completed in 2017. Partnering with the prestigious Grosvenor Fund from the UK, this is expected to be one of the most iconic residential buildings in Asia Pacific upon its completion. Furthermore, we have completed the acquisition of the remaining interest in a residential building in prime Central close to the Lan Kwai Fong area and will soon commence redevelopment of the site into a brand new iconic building at this premier address.

With these new projects on the horizon, we aim to continue the drive to have Couture Homes recognized by the market as a distinct and unique supplier of personalized home, satisfying the increasing needs of buyers who are looking for more than just a mass market apartment.

OUTLOOK

The global economy is undergoing steady recovery with signs of good improvements, especially in the US. The new Chinese administration has also implemented economic policies to continue a slower but steady growth of the economy. In addition, despite a softening of the mass residential market on the horizon due to interest rate hike concern, we are still seeing good demand for high-end lifestyle developments which will benefit the products of Couture Homes. These factors all allow CSI and Couture Homes to take advantage of the current market opportunities to continue the steady growth of the Group.

PLEDGE OF ASSETS

At the end of the reporting period, the following assets were pledged to secure banking facilities granted to the Group:

	30 September 2015 HK\$'000 (unaudited)	31 March 2015 HK\$'000 (audited)
Property, plant and equipment	595,671	606,966
Properties held for sale	5,376,882	5,172,481
Investments held for trading	35,520	37,870
	<u>6,008,073</u>	<u>5,817,317</u>

CONTINGENT LIABILITIES

	30 September 2015 HK\$'000 (unaudited)	31 March 2015 HK\$'000 (audited)
Guarantees given by the Group for banking facilities granted to:		
Joint ventures	2,833,552	2,503,188
An associate	262,919	—
	<u>3,096,471</u>	<u>2,503,188</u>
And utilised by:		
Joint ventures	1,975,302	1,929,676
An associate	125,590	—
	<u>2,100,892</u>	<u>1,929,676</u>

In addition, the other joint venture partner of a joint venture of which the Group held as to 50% of the issued share capital, provided corporate guarantees to the full amount for loan facilities granted by a bank to the relevant joint venture amounting to approximately HK\$625 million (31 March 2015: HK\$625 million). The banking facilities utilised by the relevant joint venture amounted to approximately HK\$560 million (31 March 2015: HK\$482 million) at the end of the reporting period. A counter-indemnity in favour of the other joint venture partner is executed pursuant to which the Group undertakes to indemnify the other joint venture partner 50% of the liabilities arising from the above loan facilities.

The directors assessed the risk of default of the joint ventures and the associates at the end of the reporting period and considered the risk to be insignificant and it is unlikely that any guaranteed amount will be claimed by the counterparties.

EMPLOYEE

The Group's employees are remunerated in line with the prevailing market terms and individual performance, with the remuneration package and policies reviewed on a regular basis. In addition to salaries, discretionary bonuses may be rewarded to employees after assessment of the performance of the Group and the individual employee.

AUDIT COMMITTEE

The financial statements for the six months ended 30 September 2015 have been reviewed by the Audit Committee of the Company.

THE MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Listing Rules on the Stock Exchange of Hong Kong Limited (the "Stock Exchange") as its own code of conduct regarding directors' securities transactions. Based on specific enquiry of all the directors of the Company, the directors complied throughout the period in review with the required standards as set out in the Model Code.

CODE ON CORPORATE GOVERNANCE PRACTICES

The Company has applied the principles and complied with the Corporate Governance Code (the "CG Code") as set out in Appendix 14 of the Listing Rules on the Stock Exchange, and all other relevant laws and regulations during the period, with the exception of the following deviations:

- i. Pursuant to Code A.2.1 of the CG Code, the roles of chairman and chief executive officer should be separated and should not be performed by the same individual. However, the Company does not have a chief executive officer position.
- ii. None of the non-executive Directors of the Company is appointed for a specific term, which is a deviation from the requirement under Code A.4.1 of the CG Code. However, as the Directors are subject to the retirement by rotation provisions under the bye-laws of the Company, the Board considers that sufficient measures are in place to ensure that the Company's corporate governance practices are no less exacting than the CG Code.

- iii. Pursuant to Code A.6.7 of the CG Code, independent non-executive directors and other non-executive directors should attend the general meetings of the Company. Two independent non-executive directors were unable to attend the annual general meeting of the Company held on 25 August 2015 due to other prior business engagement.

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

There was no repurchase, sale or redemption of shares of the Company by the Company or its subsidiaries during the six months ended 30 September 2015.

PUBLICATION OF FURTHER INFORMATION ON THE STOCK EXCHANGE'S WEBSITE

A results announcement and an interim report containing the information required by the Listing Rules will be published on the website of the Stock Exchange (www.hkex.com.hk) and the Company (www.csigroup.hk) in due course.

By order of the Board
Chung Cho Yee, Mico
Chairman

Hong Kong, 27 November, 2015

As at the date of this announcement, Mr. Chung Cho Yee, Mico (Chairman), Mr. Kan Sze Man, Mr. Chow Hou Man, Mr. Wong Chung Kwong and Mr. Fong Man Bun, Jimmy are the executive directors of the Company; and Dr. Lam Lee G., Mr. Cheng Yuk Wo and Dr. Lo Wing Yan, William are the independent non-executive directors of the Company.