



International Entertainment Corporation

國際娛樂有限公司

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 01009

INTERIM REPORT  
2016/17

# CORPORATE INFORMATION

## EXECUTIVE DIRECTORS

Dr. CHENG Kar Shun (*Chairman*)  
Mr. LO Lin Shing, Simon  
(*Deputy Chairman*)  
Mr. TO Hin Tsun, Gerald  
Mr. CHENG Kam Chiu, Stewart  
Mr. CHENG Kam Biu, Wilson  
Dr. CHENG Chi Kong  
Mr. CHENG Chi Him

## INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. CHEUNG Hon Kit  
Mr. KWEE Chong Kok, Michael  
Mr. LAU Wai Piu  
Mr. TSUI Hing Chuen, William

## EXECUTIVE COMMITTEE

Dr. CHENG Kar Shun  
(*Committee Chairman*)  
Mr. TO Hin Tsun, Gerald  
Mr. CHENG Kam Biu, Wilson

## AUDIT COMMITTEE

Mr. CHEUNG Hon Kit  
(*Committee Chairman*)  
Mr. LAU Wai Piu  
Mr. TSUI Hing Chuen, William

## NOMINATION COMMITTEE

Mr. TSUI Hing Chuen, William  
(*Committee Chairman*)  
Mr. TO Hin Tsun, Gerald  
Mr. CHENG Kam Biu, Wilson  
Mr. CHEUNG Hon Kit  
Mr. KWEE Chong Kok, Michael  
Mr. LAU Wai Piu

## REMUNERATION COMMITTEE

Mr. LAU Wai Piu (*Committee Chairman*)  
Mr. CHEUNG Hon Kit  
Mr. KWEE Chong Kok, Michael  
Mr. TSUI Hing Chuen, William

## COMPANY SECRETARY

Mr. KWOK Chi Kin

## AUTHORISED REPRESENTATIVES

Mr. CHENG Kam Chiu, Stewart  
Mr. KWOK Chi Kin

## REGISTERED OFFICE

Cricket Square  
Hutchins Drive  
P.O. Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

The English text of this interim report shall prevail over the Chinese text in case of inconsistencies or discrepancies.



This interim report is printed on environmentally friendly paper.

## **HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG**

Rooms 1207–8  
New World Tower 1  
16–18 Queen’s Road Central  
Hong Kong

## **PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE**

Royal Bank of Canada Trust Company  
(Cayman) Limited  
4th Floor, Royal Bank House  
24 Shedden Road, George Town  
Grand Cayman KY1-1110  
Cayman Islands

## **HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE**

Computershare Hong Kong Investor  
Services Limited  
Shops 1712–1716  
17th Floor, Hopewell Centre  
183 Queen’s Road East  
Wan Chai  
Hong Kong

## **PRINCIPAL BANKERS**

BDO Unibank, Inc.  
Chong Hing Bank Limited  
Hang Seng Bank Limited  
Maybank Philippines Inc.  
Public Bank (Hong Kong) Limited

## **AUDITOR**

Deloitte Touche Tohmatsu  
Certified Public Accountants  
35/F., One Pacific Place  
88 Queensway  
Hong Kong

## **STOCK CODE**

01009

## **COMPANY WEBSITE**

<http://www.ientcorp.com>

# REPORT ON REVIEW OF CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

**Deloitte.**

德勤

## TO THE BOARD OF DIRECTORS OF INTERNATIONAL ENTERTAINMENT CORPORATION

國際娛樂有限公司

*(Incorporated in the Cayman Islands with limited liability)*

### INTRODUCTION

We have reviewed the condensed consolidated financial statements of International Entertainment Corporation (the “Company”) and its subsidiaries (collectively referred to as the “Group”) set out on pages 5 to 29, which comprise the condensed consolidated statement of financial position as of 30 September 2016 and the related condensed consolidated statement of profit or loss, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the six months period then ended, and certain explanatory notes. The Main Board Listing Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 “Interim Financial Reporting” (“HKAS 34”) issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

## SCOPE OF REVIEW

We conducted our review in accordance with the Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the Hong Kong Institute of Certified Public Accountants. A review of these condensed consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

## CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements are not prepared, in all material respects, in accordance with HKAS 34.

### **Deloitte Touche Tohmatsu**

*Certified Public Accountants*

Hong Kong

25 November 2016

# RESULTS

The board of directors (the “Board”) of International Entertainment Corporation (the “Company”) hereby announces the unaudited consolidated results of the Company and its subsidiaries (collectively the “Group”) for the six months ended 30 September 2016, together with the comparative unaudited figures for the corresponding period in 2015 as follows:

## CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the six months ended 30 September 2016

		Six months ended 30 September	
		2016	2015
	Notes	HK\$'000 (Unaudited)	HK\$'000 (Unaudited)
Revenue	3	145,849	167,177
Cost of sales		(52,714)	(98,839)
Gross profit		93,135	68,338
Other income	5	5,367	6,587
Other gain and loss		41,927	48,861
Change in fair value of financial assets at fair value through profit or loss		(31)	(21,546)
Selling and marketing expenses		(3,073)	(2,789)
General and administrative expenses		(64,246)	(60,871)
Profit before taxation	6	73,079	38,580
Income tax charge	7	(14,875)	(2,567)
Profit for the period		58,204	36,013
Profit for the period attributable to:			
Owners of the Company		43,968	30,528
Non-controlling interests		14,236	5,485
		58,204	36,013
		HK cent	HK cent
Earnings per share	9		
Basic		3.73	2.59

## CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 September 2016

	Six months ended 30 September	
	2016 HK\$'000 (Unaudited)	2015 HK\$'000 (Unaudited)
Profit for the period	58,204	36,013
Other comprehensive expense for the period		
Items that will not be reclassified to profit or loss:		
— remeasurement of defined benefit obligations	(688)	(799)
— exchange differences arising on translation to presentation currency	(90,122)	(106,865)
	(90,810)	(107,664)
Item that may be subsequently reclassified to profit or loss:		
— exchange differences arising on translation of foreign operations	1,171	5,254
Other comprehensive expense for the period, net of income tax	(89,639)	(102,410)
Total comprehensive expense for the period	(31,435)	(66,397)
Total comprehensive expense for the period attributable to:		
Owners of the Company	(19,746)	(45,377)
Non-controlling interests	(11,689)	(21,020)
	(31,435)	(66,397)

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 September 2016

	Notes	30 September 2016 HK\$'000 (Unaudited)	31 March 2016 HK\$'000 (Audited)
<b>Non-current assets</b>			
Property, plant and equipment	10	324,041	356,432
Investment properties		413,818	444,384
Financial assets at fair value through profit or loss	11	20,259	20,290
Other receivables, deposits and prepayments		6,085	5,926
		<b>764,203</b>	827,032
<b>Current assets</b>			
Inventories		2,515	2,546
Trade receivables	12	18,734	20,211
Other receivables, deposits and prepayments		16,219	16,071
Bank balances and cash		1,054,884	1,179,500
		<b>1,092,352</b>	1,218,328
<b>Current liabilities</b>			
Trade payables	13	5,633	6,094
Other payables and accrued charges		26,458	28,015
Tax liabilities		1,730	1,730
		<b>33,821</b>	35,839
<b>Net current assets</b>		<b>1,058,531</b>	1,182,489
<b>Total assets less current liabilities</b>		<b>1,822,734</b>	2,009,521

		30 September 2016 HK\$'000 (Unaudited)	31 March 2016 HK\$'000 (Audited)
<b>Capital and reserves</b>			
Share capital	14	1,179,157	1,179,157
Share premium and reserves		115,069	134,815
Equity attributable to owners of the Company		1,294,226	1,313,972
Non-controlling interests		434,206	565,945
<b>Total equity</b>		<b>1,728,432</b>	1,879,917
<b>Non-current liabilities</b>			
Deferred tax liabilities		88,295	124,434
Other liabilities		6,007	5,170
		<b>94,302</b>	129,604
		<b>1,822,734</b>	2,009,521

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 September 2016

	Attributable to owners of the Company						Total HK\$'000	Non- controlling interests HK\$'000	Total HK\$'000
	Share capital HK\$'000	Share premium HK\$'000	Merger reserve HK\$'000 (Note a)	Other reserve HK\$'000 (Note b)	Exchange reserve HK\$'000	Retained profits (Accumulated losses) HK\$'000			
At 1 April 2015 (audited)	1,179,157	1,122	53,022	362,982	(19,769)	298,620	1,875,134	567,546	2,442,680
Profit for the period	-	-	-	-	-	30,528	30,528	5,485	36,013
Remeasurement of defined benefit obligations	-	-	-	-	-	(407)	(407)	(392)	(799)
Exchange differences arising on translation	-	-	-	-	(75,498)	-	(75,498)	(26,113)	(101,611)
Total comprehensive (expense) income for the period	-	-	-	-	(75,498)	30,121	(45,377)	(21,020)	(66,397)
Dividends recognised as distribution	-	-	-	-	-	(542,412)	(542,412)	-	(542,412)
At 30 September 2015 (unaudited)	1,179,157	1,122	53,022	362,982	(95,267)	(213,671)	1,287,345	546,526	1,833,871
At 1 April 2016 (audited)	1,179,157	1,122	53,022	362,982	(70,066)	(212,245)	1,313,972	565,945	1,879,917
Profit for the period	-	-	-	-	-	43,968	43,968	14,236	58,204
Remeasurement of defined benefit obligations	-	-	-	-	-	(351)	(351)	(337)	(688)
Exchange differences arising on translation	-	-	-	-	(63,363)	-	(63,363)	(25,588)	(88,951)
Total comprehensive (expense) income for the period	-	-	-	-	(63,363)	43,617	(19,746)	(11,689)	(31,435)
Dividends paid to non-controlling interests	-	-	-	-	-	-	-	(120,050)	(120,050)
At 30 September 2016 (unaudited)	1,179,157	1,122	53,022	362,982	(133,429)	(168,628)	1,294,226	434,206	1,728,432

## Notes:

- Merger reserve of the Group represents the difference between the share capital and share premium of Cyber On-Air Multimedia Limited whose shares were exchanged for the Company's shares and the nominal amount of share capital issued by the Company pursuant to the group reorganisation. Cyber On-Air Multimedia Limited was disposed of during the year ended 31 March 2008.*
- The other reserve represents discount on acquisition of subsidiaries from a subsidiary of an intermediate parent arising during the year ended 31 March 2008.*

## CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 September 2016

	Six months ended 30 September	
	2016 HK\$'000 (Unaudited)	2015 HK\$'000 (Unaudited)
<b>Operating activities</b>		
Cash generated from operations	55,281	115,260
Income tax paid	(45,923)	(57,553)
<b>Net cash from operating activities</b>	<b>9,358</b>	57,707
<b>Investing activities</b>		
Purchase of property, plant and equipment	(6,976)	(2,621)
Interest received	5,220	5,564
Other investing cash flows	1,229	858
<b>Net cash (used in) from investing activities</b>	<b>(527)</b>	3,801
<b>Financing activities</b>		
Dividends paid to non-controlling interests	(120,050)	–
Dividends paid to shareholders of the Company	–	(542,412)
<b>Cash used in financing activities</b>	<b>(120,050)</b>	(542,412)
<b>Net decrease in cash and cash equivalents</b>	<b>(111,219)</b>	(480,904)
<b>Cash and cash equivalents at 1 April</b>	<b>1,179,500</b>	1,591,533
<b>Effect of foreign exchange rate changes</b>	<b>(13,397)</b>	(17,076)
<b>Cash and cash equivalents at 30 September</b>	<b>1,054,884</b>	1,093,553
<b>Analysis of cash and cash equivalents</b>		
Bank balances and cash	1,054,884	1,093,553

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2016

## 1. GENERAL

The Company is a public company incorporated in the Cayman Islands with limited liability and its issued shares have been listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") since 27 September 2010.

The functional currency of the Company is Philippine Peso ("Peso"), the currency of the primary economic environment in which the Company's major subsidiaries operate. The condensed consolidated financial statements are presented in Hong Kong Dollars ("HK\$") as the directors of the Company (the "Directors") consider that it is an appropriate presentation for a company listed in Hong Kong and for convenience of the shareholders of the Company (the "Shareholders").

The Company is an investment holding company.

## 2. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES

The condensed consolidated 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 (the "HKICPA") and the applicable disclosure requirements of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules").

The condensed consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

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 2016 are the same as those followed in the preparation of the Group's annual financial statements for the year ended 31 March 2016.

In the current interim period, the Group has applied, for the first time, certain amendments to Hong Kong Financial Reporting Standards ("HKFRSs") issued by the HKICPA that are mandatorily effective for the current interim period.

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

### 3. REVENUE

	Six months ended 30 September	
	2016 HK\$'000 (Unaudited)	2015 HK\$'000 (Unaudited)
The Group's revenue comprises:		
Hotel		
Room revenue	32,626	31,171
Food and beverages	17,060	16,883
Other hotel service income	1,347	1,332
	51,033	49,386
Leasing of investment properties equipped with entertainment equipment	94,816	117,791
	145,849	167,177

### 4. SEGMENT INFORMATION

The executive Directors are the chief operating decision maker ("CODM"). The Group is principally operating in two types of operating divisions. Information reported to the CODM for the purposes of resource allocation and assessment of segment performance focuses on each principal operating division. The Group's operating segments under HKFRS 8 are therefore as follows:

- (i) Hotel – Operation of hotel business; and
- (ii) Leasing – Leasing of investment properties equipped with entertainment equipment.

Information regarding the above segments is presented below.

## Segment revenue and results

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

### For the six months ended 30 September 2016

	Hotel	Leasing	Reportable segment total	Elimination	Total
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
<b>REVENUE</b>					
External sales	51,033	94,816	145,849	-	145,849
Inter-segment sales	1,535	318	1,853	(1,853)	-
<b>Total</b>	<b>52,568</b>	<b>95,134</b>	<b>147,702</b>	<b>(1,853)</b>	<b>145,849</b>
<b>RESULTS</b>					
Segment (loss) profit	(12,309)	36,059	23,750		23,750
Unallocated other income					3,297
Other gain and loss					41,927
Change in fair value of financial assets at fair value through profit or loss					(31)
Unallocated expenses					(10,739)
<b>Profit for the period</b>					<b>58,204</b>

## For the six months ended 30 September 2015

	Hotel HK\$'000 (Unaudited)	Leasing HK\$'000 (Unaudited)	Reportable segment total HK\$'000 (Unaudited)	Elimination HK\$'000 (Unaudited)	Total HK\$'000 (Unaudited)
<b>REVENUE</b>					
External sales	49,386	117,791	167,177	–	167,177
Inter-segment sales	109	327	436	(436)	–
<b>Total</b>	<b>49,495</b>	<b>118,118</b>	<b>167,613</b>	<b>(436)</b>	<b>167,177</b>
<b>RESULTS</b>					
Segment (loss) profit	(15,079)	21,917	6,838		6,838
Unallocated other income					4,798
Other gain and loss					48,861
Change in fair value of financial assets at fair value through profit or loss					(21,546)
Unallocated expenses					(6,713)
Unallocated income tax credit					3,775
<b>Profit for the period</b>					<b>36,013</b>

Segment profit (loss) represents the profit after tax earned by or loss after tax from each segment without allocation of unallocated expenses (including corporate expenses), other gain and loss, change in fair value of financial assets at fair value through profit or loss, unallocated other income (i.e. investment income), and unallocated income tax credit. This is the measure reported to the CODM for the purposes of resource allocation and performance assessment.

## 5. OTHER INCOME

	Six months ended	
	30 September	
	2016	2015
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Interest income from bank balances	4,312	5,554
Dividend income from financial assets at fair value through profit or loss	776	780
Sundry income	279	253
	<b>5,367</b>	6,587

## 6. PROFIT BEFORE TAXATION

	Six months ended	
	30 September	
	2016	2015
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Profit before taxation has been arrived at after charging (crediting):		
(Reversal of allowance) allowance for bad and doubtful debts for trade and other receivables	(7)	346
Cost of inventories recognised as an expense	6,165	6,555
Change in fair value of financial assets at fair value through profit and loss	31	21,546
Legal and professional expenses	6,622	2,513
Depreciation of property, plant and equipment	21,295	22,434
Depreciation of investment properties	9,098	58,525
Net foreign exchange gain (included in other gain and loss)	(41,927)	(48,861)
Rental expenses under operating leases on premises and land	2,917	3,029
Gross revenue from leasing of investment properties equipped with entertainment equipment	(94,816)	(117,791)
Less: Direct operating expenses that generated revenue from leasing of investment properties equipped with entertainment equipment (Note)	44,107	88,561
	(50,709)	(29,230)

Note: Amount mainly represents depreciation of leased properties and entertainment equipment, staff costs and marketing expenses.

## 7. INCOME TAX CHARGE

	Six months ended 30 September	
	2016 HK\$'000 (Unaudited)	2015 HK\$'000 (Unaudited)
Current tax:		
Hong Kong	–	(2,248)
The Philippines	<b>(45,923)</b>	–
	<b>(45,923)</b>	(2,248)
Deferred taxation — current period	<b>31,048</b>	(319)
	<b>(14,875)</b>	(2,567)

Hong Kong Profits Tax is calculated at the rate of 16.5% on the estimated assessable profit for both periods.

The corporate income tax rate in the Republic of the Philippines (the “Philippines”) is 30% for both periods. The withholding tax rate in respect of a dividend distributed by a subsidiary of the Company operating in the Philippines to its overseas immediate holding company is 15% for both periods.

No provision for taxation in other jurisdictions was made in the condensed consolidated financial statements for both periods as the Group’s operations outside Hong Kong and the Philippines either had no assessable profits or were exempted from profits tax in the respective jurisdictions.

For the six months ended 30 September 2016, the Group has provided deferred tax in an amount of approximately HK\$17,777,000 (for the six months ended 30 September 2015: HK\$9,549,000) in relation to the withholding tax of undistributed earnings arising from the subsidiaries of the Company in the Philippines.

During the six months ended 30 September 2016, the Group utilised deferred tax liability in an amount of approximately HK\$45,923,000 (for the six months ended 30 September 2015: nil) as a result of dividend distributed by a subsidiary of the Company in the Philippines to its overseas immediate holding company.

## 8. DIVIDENDS

	Six months ended 30 September	
	2016 HK\$'000 (Unaudited)	2015 HK\$'000 (Unaudited)
Dividends recognised as distribution to owners of the Company during the period:		
Final dividend for 2015/16 — nil (2015: Final dividend for 2014/15 — HK\$0.01 per share)	—	11,792
Special dividend for 2015/16 — nil (2015: Special dividend for 2014/15 — HK\$0.45 per share)	—	530,620
	—	542,412

The Board does not recommend the payment of any interim dividend for the six months ended 30 September 2016 (for the six months ended 30 September 2015: nil).

## 9. EARNINGS PER SHARE

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

	Six months ended 30 September	
	2016	2015
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
<b>Earnings</b>		
Earnings for the purpose of basic earnings per share (profit for the period attributable to owners of the Company)	<b>43,968</b>	30,528

  

	In thousand	In thousand
<b>Number of shares</b>		
Number of ordinary shares for the purpose of basic earnings per share	<b>1,179,157</b>	1,179,157

For the six months ended 30 September 2016 and 2015, no diluted earnings per share has been presented as there were no potential ordinary shares in issue during both periods.

## 10. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 September 2016, total additions to property, plant and equipment were approximately HK\$6,314,000 (for the six months ended 30 September 2015: HK\$2,621,000). The additions comprised entertainment equipment of approximately HK\$3,810,000 (for the six months ended 30 September 2015: HK\$1,983,000).

## 11. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	30 September 2016 HK\$'000 (Unaudited)	31 March 2016 HK\$'000 (Audited)
Financial assets at fair value through profit or loss comprise:		
Non-current:		
8% perpetual subordinated capital securities listed overseas (Note)	20,259	20,290

The perpetual subordinated capital securities are financial assets designated as at fair value through profit or loss at initial recognition.

*Note: The issuer of the perpetual subordinated capital securities may redeem the perpetual subordinated capital securities at any time on or after 15 December 2015 or at any time upon the occurrence of certain events at a redemption price equal to the principal plus accrued interest. Subject to certain conditions, on any coupon payment date, the issuer may exchange the perpetual subordinated capital securities in whole (but not in part) for perpetual non-cumulative dollar preference shares.*

## 12. TRADE RECEIVABLES

The average credit terms for trade receivables granted by the Group range from 0 to 90 days. The following is an aged analysis of trade receivables net of allowance for doubtful debts presented based on the invoice date, which approximate the respective revenue recognition date, at the end of the reporting period.

	30 September 2016 HK\$'000 (Unaudited)	31 March 2016 HK\$'000 (Audited)
Aged:		
0–30 days	18,391	18,850
31–60 days	333	1,123
61–90 days	10	238
	18,734	20,211

### 13. TRADE PAYABLES

The following is an aged analysis of trade payables presented based on the invoice date at the end of the reporting period:

	30 September 2016 HK\$'000 (Unaudited)	31 March 2016 HK\$'000 (Audited)
Aged:		
0–30 days	3,046	3,248
31–60 days	249	1,098
61–90 days	150	278
Over 90 days	2,188	1,470
	<b>5,633</b>	<b>6,094</b>

### 14. SHARE CAPITAL

	Par value of shares HK\$	Number of shares	Value HK\$'000
<b>Authorised:</b>			
Ordinary shares			
At 1 April 2015 (audited), 31 March 2016 (audited) and 30 September 2016 (unaudited)	1 each	2,000,000,000	2,000,000
<b>Issued and fully paid:</b>			
Ordinary shares			
At 1 April 2015 (audited), 31 March 2016 (audited) and 30 September 2016 (unaudited)	1 each	1,179,157,235	1,179,157

## 15. OPERATING LEASE COMMITMENTS

### The Group as lessor

As announced by the Company on 18 December 2015, Marina Square Properties, Inc. ("MSPI"), a subsidiary of the Company operating in the Philippines as lessor, entered into a lease agreement with Philippine Amusement and Gaming Corporation ("PAGCOR") as lessee for the renewal of the lease of certain premises of the Group for a term commencing from 1 April 2016 and expiring on the earlier of 31 March 2031 or upon the total rent accruing against and/or payable by PAGCOR to MSPI under the lease agreement reaching an aggregate of Peso24.5 billion (equivalent to approximately HK\$3,923,685,000). The monthly rental is based on a certain percentage of net gaming revenue of the casino operated by PAGCOR or a fixed amount of Peso100,000 (equivalent to approximately HK\$16,000 (as at 30 September 2015: HK\$17,000)), whichever is higher. Rental income arising from such agreement during the six months ended 30 September 2016 was approximately HK\$94,816,000 (for the six months ended 30 September 2015: HK\$117,791,000), representing contingent rental income.

### The Group as lessee

At 30 September 2016, the Group had commitments for future minimum lease payments under non-cancellable operating leases which fell due as follows:

	30 September 2016 HK\$'000 (Unaudited)	31 March 2016 HK\$'000 (Audited)
Within one year	5,697	5,910
In the second to fifth year inclusive	18,665	20,256
Over five years	35,205	39,260
	<b>59,567</b>	65,426

Operating lease payments represent rentals payable by the Group in respect of leasehold land, condominium units, office premises and staff quarters. Leases are negotiated for terms ranging from two to twenty years and rentals are fixed for the lease period.

## 16. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

### Fair values of the Group's financial assets that are measured at fair values on a recurring basis

Some of the Group's financial assets are measured at fair values at the end of each reporting period. The following table gives information about how the fair values of these financial assets are determined (in particular, the valuation techniques and inputs used), as well as the level of the fair value hierarchy into which the fair value measurements are categorised (Levels 1 to 3) based on the degree to which the inputs to the fair value measurements are observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active market for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Financial assets	Fair value as at		Fair value hierarchy	Valuation techniques and key inputs
	30 September 2016 HK\$'000 (Unaudited)	31 March 2016 HK\$'000 (Audited)		
Perpetual subordinated capital securities listed overseas classified as financial assets at fair value through profit or loss	20,259	20,290	Level 1	Quoted bid prices in an active market

There was no transfer between different levels of fair value hierarchy during the six months ended 30 September 2016 and 2015 respectively.

The Directors consider that the carrying amounts of financial assets and financial liabilities recorded in the condensed consolidated financial statements approximate to their fair values.

## 17. RELATED PARTY TRANSACTIONS

- (a) The Group entered into the following transactions with related parties during the period:

	Six months ended 30 September	
	2016 HK\$'000 (Unaudited)	2015 HK\$'000 (Unaudited)
Accommodation and beverages income (Note i)	48	77
Rental expenses (Note ii)	784	825
Expenses incurred under the hotel management agreement and the sales and marketing agreement (Note iii)	2,191	2,275

Notes:

- (i) Accommodation and beverages income were received from a subsidiary indirectly controlled by Chow Tai Fook (Holding) Limited ("CTFHL"), an intermediate parent of the Company.
- (ii) A company, which is an associate of CTFHL, leased office premises to the Group.
- (iii) The amount represented the expenses incurred under the hotel management agreement and the sales and marketing agreement entered into with the entities related to the Company. These entities were associates of CTFHL and became subsidiaries indirectly controlled by CTFHL during the year ended 31 March 2016.

(b) Compensation of key management personnel for the period is as follows:

	Six months ended 30 September	
	2016 HK\$'000 (Unaudited)	2015 HK\$'000 (Unaudited)
Salaries and other benefits	2,001	1,963
Contributions to retirement benefit scheme	18	18
	<b>2,019</b>	1,981

## 18. CONTINGENT LIABILITIES

At 30 September 2016, the Group had (a) contingent liabilities of approximately HK\$437,647,000 (31 March 2016: HK\$460,182,000) relating to the tax disputes between a subsidiary of the Company principally engaging in the business of leasing of properties in the Philippines and Bureau of Internal Revenue in the Philippines ("BIR") for the calendar years of 2008 and 2012, as well as the potential income tax (but not taking into account any possible additional penalties or interest liability, of which existence can only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of such subsidiary) that may be assessed by BIR for the taxable years which are not yet barred by prescription under the relevant laws, rules and regulations of the Philippines; and (b) contingent liabilities of approximately HK\$2,848,000 (31 March 2016: HK\$8,773,000) relating to the tax disputes between another subsidiary of the Company principally engaging in the hotel operations in the Philippines and BIR for the calendar year of 2011 (but not taking into account any possible additional penalties or interest liability, of which existence can only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of such subsidiary).

Details of the contingent liabilities are set out below:

**(a) Tax disputes between MSPI and BIR for the calendar years of 2008 and 2012, and potential income tax**

At 30 September 2016, the Group had contingent liabilities of approximately HK\$437,647,000 (31 March 2016: HK\$460,182,000) relating to the tax disputes between MSPI, a subsidiary of the Company principally engaging in the business of leasing of properties in the Philippines, and BIR for the calendar years of 2008 and 2012 as well as the potential income tax (but not taking into account any possible additional penalties or interest liability, of which existence can only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of such subsidiary) that may be assessed by BIR for the taxable years which are not yet barred by prescription under the relevant laws, rules and regulations of the Philippines.

MSPI as lessor had entered into a lease agreement with PAGCOR, a company controlled and owned by the Philippine government, as lessee, for the lease of certain premises in the Philippines in March 2003.

On 29 February 2012, BIR issued a formal letter of demand to MSPI for alleged deficiency taxes for the calendar year of 2008 arising mainly from the imposition of income tax inclusive of penalties and interest on the rental income of MSPI from the lease of certain premises to PAGCOR in accordance with such lease agreement. On 29 March 2012, MSPI filed a protest with BIR on the ground that MSPI is exempt from Philippine corporate income tax pursuant to Section 13(2) of the Presidential Decree No. 1869, as amended.

On 2 November 2015, MSPI received the final decision on disputed assessment from BIR (the "MSPI-Final Decision on Disputed Assessment for 2008") for the alleged deficiency taxes for the calendar year of 2008 amounting to approximately Peso1,156,803,000 (equivalent to approximately HK\$185,262,000) (inclusive of surcharge and interest).

On 1 December 2015, MSPI filed with BIR its request for reconsideration of the MSPI-Final Decision on Disputed Assessment for 2008 by the Commissioner of Internal Revenue in the Philippines. On 16 September 2016, MSPI filed with BIR a supplement to the request for reconsideration of the MSPI-Final Decision on Disputed Assessment for 2008. It is anticipated that final outcome of the tax dispute for the calendar year of 2008 will not be known for quite some time.

On 23 February 2016, MSPI received another formal letter of demand from BIR (the "MSPI-Formal Letter of Demand for 2012") for the alleged deficiency taxes for the calendar year of 2012 amounting to approximately Peso671,266,000 (equivalent to approximately HK\$107,504,000) (inclusive of penalties, surcharge and interest) arising mainly from the imposition of income tax on the rental income of MSPI from the lease of certain premises to PAGCOR.

On 21 March 2016, MSPI filed with BIR a request for reconsideration of the MSPI-Formal Letter of Demand for 2012 on the ground that MSPI is exempt from Philippine corporate income tax pursuant to Section 13(2) of the Presidential Decree No. 1869, as amended. On 16 September 2016, MSPI filed with BIR a supplement to the request for reconsideration of the MSPI-Formal Letter of Demand for 2012. It is anticipated that the final outcome of the tax dispute for the calendar year of 2012 will not be known for quite some time.

Based on the advice of the independent legal adviser of MSPI, the Directors believe that MSPI has valid legal arguments to defend the tax disputes. Accordingly, no provision has been made for the tax disputes in the condensed consolidated financial statements of the Group for the six months ended 30 September 2016 and 2015. However, as there is at present a possible obligation (existence of which can only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of such subsidiary) which may or may not require an initial outflow of resources, the Directors consider it prudent to estimate that as at 30 September 2016, the contingent liabilities in respect of the alleged deficiency taxes covering the calendar year of 2008 as stated in the MSPI-Final Decision on Disputed Assessment for 2008, the contingent liabilities in respect of the alleged deficiency taxes covering the calendar year of 2012 as stated in the MSPI-Formal Letter of Demand for 2012, and the contingent liabilities in respect of the potential income tax arising from the rental income of MSPI from the lease of certain premises to PAGCOR (but not taking into account any possible additional penalties or interest liability, of which existence can only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of such subsidiary) that may be assessed by BIR for the taxable years which are not yet barred by prescription under the relevant laws, rules and regulations of the Philippines as being a total of approximately Peso2,732,725,000 (equivalent to approximately HK\$437,647,000) as a possible outflow of resources.

At 31 March 2016, the contingent liabilities in respect of the alleged deficiency taxes covering the calendar years of 2008 and 2012 and the contingent liabilities in respect of the potential income taxes arising from the rental income of MSPI from the lease of certain premises to PAGCOR that may be assessed by BIR for the taxable years which were not yet barred by prescription under the relevant laws, rules and regulations of the Philippines was approximately Peso2,732,725,000 (equivalent to approximately HK\$460,182,000) in total.

**(b) Tax dispute between New Coast Hotel Inc. (“NCHI”) and BIR for the calendar year of 2011**

At 30 September 2016, the Group had contingent liabilities of approximately HK\$2,848,000 (31 March 2016: HK\$8,773,000) relating to the tax dispute between NCHI and BIR for the calendar year of 2011 (but not taking into account any possible additional penalties or interest liability, of which existence can only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of such subsidiary).

On 16 December 2015, NCHI received a formal letter of demand from BIR (the “NCHI-Formal Letter of Demand for 2011”) for alleged deficiency taxes covering the calendar year of 2011 amounting to approximately Peso52,096,000 (equivalent to approximately HK\$8,773,000) inclusive of penalties and interest.

On 15 January 2016, NCHI filed a protest with BIR against the NCHI-Formal Letter of Demand for 2011 in accordance with the relevant laws, rules and regulations of the Philippines.

On 20 September 2016, NCHI received the final decision on disputed assessment from BIR (the “NCHI-Final Decision on Disputed Assessment for 2011”) for the alleged deficiency taxes for the calendar year of 2011. BIR reduced the alleged deficiency taxes to approximately Peso17,781,000 (equivalent to approximately HK\$2,848,000) inclusive of penalties and interest.

On 20 October 2016, NCHI filed with BIR its request for reconsideration of the NCHI-Final Decision on Disputed Assessment for 2011 by the Commissioner of Internal Revenue in the Philippines. It is anticipated that the final outcome of the tax dispute will not be known for quite some time.

Based on the advice of the independent legal adviser of NCHI, the Directors believe that NCHI has valid arguments to defend the tax dispute. Accordingly, no provision has been made for the tax dispute in the condensed consolidated financial statements of the Group for the six months ended 30 September 2016 and 2015. However, as there is at present a possible obligation (existence of which can only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of such subsidiary) which may or may not require an initial outflow of resources, the Directors consider it prudent to estimate that as at 30 September 2016, the contingent liabilities in respect of the alleged deficiency taxes of NCHI covering the calendar year of 2011 as stated in the NCHI-Final Decision on Disputed Assessment for 2011 (but not taking into account of any possible additional penalties or interest liability, of which existence can only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of such subsidiary) as being a total of approximately Peso17,781,000 (equivalent to approximately HK\$2,848,000) as a possible outflow of resources.

## 19. EVENT AFTER THE REPORTING PERIOD

On 3 October 2016, Fortune Growth Overseas Limited, a wholly-owned subsidiary of the Company, completed the acquisition of the remaining 49% equity interest in Maxprofit International Limited at a consideration of HK\$1,138 million, of which HK\$788 million was settled by cash and HK\$350 million was settled by way of the issuance of a promissory note in the principal amount of HK\$350 million by Fortune Growth Overseas Limited to Cross-Growth Co., Ltd. pursuant to the acquisition agreement. Details of the acquisition are set out in the announcement of the Company dated 25 July 2016 and the circular of the Company dated 25 August 2016.

# MANAGEMENT DISCUSSION AND ANALYSIS

## FINANCIAL REVIEW

The Group's revenue for the six months ended 30 September 2016 was approximately HK\$145.8 million, representing a decrease of approximately 12.8%, as compared with approximately HK\$167.2 million for the corresponding period in 2015. The revenue from the leasing of properties for the period decreased as compared with the last corresponding period. The Group reported a gross profit of approximately HK\$93.1 million for the period under review, representing an increase of approximately 36.3%, as compared with approximately HK\$68.3 million in the last corresponding period. Gross profit margin for the six months ended 30 September 2016 was approximately 63.9%, representing an increase of approximately 23.1% as compared to gross profit margin of approximately 40.8% for the six months ended 30 September 2015. The increase in gross profit for the period was mainly due to the decrease in depreciation included in cost of sales after partial set off in a decrease in revenue.

Other income of the Group for the six months ended 30 September 2016 was approximately HK\$5.4 million, representing a decrease of approximately 18.2%, as compared with approximately HK\$6.6 million in the last corresponding period. The decrease was mainly due to the decrease in interest income during the period.

The Group recorded a loss of approximately HK\$31,000 on change in fair value of financial assets at fair value through profit or loss for the six months ended 30 September 2016, representing a decrease of approximately 99.9%, as compared with a loss of approximately HK\$21.5 million for the last corresponding period.

Other gain and loss of the Group represented the net foreign exchange gain or loss recognised during the period under review. The Group recorded a net foreign exchange gain of approximately HK\$41.9 million for the six months ended 30 September 2016, representing a decrease of approximately 14.3%, as compared with approximately HK\$48.9 million in the last corresponding period.

Selling and marketing expenses, and general and administrative expenses of the Group increased by approximately 5.7% to approximately HK\$67.3 million for the six months ended 30 September 2016 from approximately HK\$63.7 million in the last corresponding period. Included in the expenses for the six months ended 30 September 2016, approximately 41.2% and 13.1% were the staff costs and the utilities expenses respectively. The staff costs for the six months ended 30 September 2016 was approximately HK\$27.7 million, representing an increase of approximately 2.2%, as compared with approximately HK\$27.1 million in the last corresponding period and the utilities expenses for the six months ended 30 September 2016 was approximately HK\$8.8 million, representing a decrease of approximately 13.7%, as compared with approximately HK\$10.2 million in the last corresponding period.

Income tax charge of the Group increased by approximately 473.1% to approximately HK\$14.9 million for the six months ended 30 September 2016 from approximately HK\$2.6 million in the last corresponding period. The increase in income tax charge for the period was mainly due to the increase in deferred tax charge in relation to the withholding tax on undistributed earnings arising from the subsidiaries of the Company in the Philippines.

The profit of the Group increased by approximately 61.7% to approximately HK\$58.2 million for the six months ended 30 September 2016 from approximately HK\$36.0 million for the six months ended 30 September 2015.

Earnings per share for the six months ended 30 September 2016 amounted to approximately 3.73 HK cents, as compared with earnings per share of approximately 2.59 HK cents for the six months ended 30 September 2015.

## **BUSINESS REVIEW**

The principal activities of the Group are hotel operations, and leasing of properties for casino and ancillary leisure and entertainment operations.

### **1. Leasing of properties**

The revenue derived from the leasing of properties represents the rental income from the premises of the Group leased to PAGCOR. The monthly rental income is based on an agreed percentage of net gaming revenue generated from the local gaming area of the casino operated by PAGCOR as lessee of the Group's premises or a fixed rental amount, whichever is higher.

The revenue derived from the leasing of properties for the six months ended 30 September 2016 was approximately HK\$94.8 million, representing a decrease of approximately 19.5%, as compared with approximately HK\$117.8 million in the last corresponding period. The decrease was mainly due to the decrease in the net gaming revenue from the local gaming area of the casino operated by PAGCOR as lessee of the Group's premises during the period. It contributed approximately 65.0% of the Group's total revenue during the period under review. In the last corresponding period, it contributed approximately 70.5% of the Group's total revenue.

## 2. Hotel operations

The revenue derived from the hotel operations mainly includes room revenue, revenue from food and beverages and other hotel service income. The hotel of the Group is located in Manila City which is a tourist spot with churches and historical sites as well as various night spots catered for tourists and is one of the major tourist destinations in the Philippines.

The revenue derived from the hotel operations for the six months ended 30 September 2016 was approximately HK\$51.0 million, representing an increase of approximately 3.2%, as compared with approximately HK\$49.4 million in the last corresponding period. The increase was mainly due to the increase in both the room revenue and the food and beverage sales for the period.

Included in the revenue derived from the hotel operations, approximately 63.9% of the revenue was contributed by room revenue for the period under review. In the last corresponding period, it was approximately 63.2% of the revenue derived from the hotel operations. The room revenue for the six months ended 30 September 2016 was approximately HK\$32.6 million, representing an increase of approximately 4.5%, as compared with approximately HK\$31.2 million in the last corresponding period. The increase was mainly due to the increase in the average occupancy rate during the period under review.

## FUTURE OUTLOOK

The Group will continue to focus on its existing business operations and investments in the Philippines, and will prudently explore new opportunities. The management of the Group will consider a renovation plan to improve the properties of the Group as well as the facilities therein so as to attract more guests and enhance their experience during their stays. The Group will strive to make good use of available cash on hand for investment for better return to the Shareholders.

The Directors will continue to review the Group's financial structure and the composition of its assets and liabilities periodically. The Directors consider that the existing business operations in the Philippines will continue to contribute significantly towards the Group's revenue and results.

## LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

As at 30 September 2016, the Group's net current assets amounted to approximately HK\$1,058.5 million (as at 31 March 2016: HK\$1,182.5 million). Current assets amounted to approximately HK\$1,092.3 million (as at 31 March 2016: HK\$1,218.3 million), of which approximately HK\$1,054.9 million (as at 31 March 2016: HK\$1,179.5 million) was bank balances and cash, approximately HK\$18.7 million (as at 31 March 2016: HK\$20.2 million) was trade receivables, approximately HK\$16.2 million (as at 31 March 2016: HK\$16.1 million) was other receivables, deposits and prepayments, and approximately HK\$2.5 million (as at 31 March 2016: HK\$2.5 million) was inventories.

As at 30 September 2016, the Group had current liabilities amounted to approximately HK\$33.8 million (as at 31 March 2016: HK\$35.8 million), of which approximately HK\$5.6 million (as at 31 March 2016: HK\$6.1 million) was trade payables, approximately HK\$26.5 million (as at 31 March 2016: HK\$28.0 million) was other payables and accrued charges, and approximately HK\$1.7 million (as at 31 March 2016: HK\$1.7 million) was tax liabilities.

The bank balances and cash of the Group as at 30 September 2016 was mainly denominated in Peso, HK\$ and United States Dollars ("USD").

During the six months ended 30 September 2016, the Group has paid a dividend to non-controlling interests amounted to approximately HK\$120.1 million. Besides, the Group has paid the withholding tax amounted to approximately HK\$45.9 million in respect of the dividend distributed by a subsidiary of the Company in the Philippines to its overseas immediate holding company.

Net cash generated by the operations of the Group for the period under review was approximately HK\$9.4 million, representing a decrease of approximately 83.7%, as compared with approximately HK\$57.7 million in the last corresponding period. Net assets attributable to the owners of the Company as at 30 September 2016 amounted to approximately HK\$1,294.2 million, representing a decrease of approximately 1.5%, as compared with approximately HK\$1,314.0 million as at 31 March 2016.

The gearing ratio, measured in terms of total borrowings divided by total assets, was zero as at 30 September 2016 and 31 March 2016 respectively.

For the period under review, the Group financed its operations generally with internally generated cash flows.

## CHARGES ON GROUP ASSETS

As at 30 September 2016 and 31 March 2016 respectively, there were no charges over any of the Group's assets.

## MATERIAL ACQUISITIONS AND DISPOSALS AND SIGNIFICANT INVESTMENTS

On 25 July 2016, Fortune Growth Overseas Limited, a wholly-owned subsidiary of the Company, entered into the conditional sale and purchase agreement with Cross-Growth Co., Ltd. to acquire the remaining 49% equity interest in Maxprofit International Limited at a consideration of HK\$1,138 million. Completion of the acquisition took place on 3 October 2016 and Maxprofit International Limited became an indirectly wholly-owned subsidiary of the Company. Details of the acquisition are set out in the announcement of the Company dated 25 July 2016 and the circular of the Company dated 25 August 2016.

Save as disclosed above, there was no acquisition or disposal of subsidiary and associated company or significant investments of the Group, which would have been required to be disclosed under the Listing Rules, for the six months ended 30 September 2016.

## FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

The Group will continue to explore the market and identify any business opportunities which may provide its growth and development potential, enhance the profitability, and strive for better return to the Shareholders. The Group will also consider a renovation plan to improve the properties of the Group as well as the facilities therein so as to attract more guests and enhance their experience during their stays.

## EXPOSURE TO FLUCTUATIONS IN EXCHANGE RATES AND ANY RELATED HEDGES

The functional currency of the Company is Peso, the currency of the primary economic environment in which the Company's major subsidiaries operate. The condensed consolidated financial statements of the Group are presented in HK\$ as the Directors consider that it is an appropriate presentation for a company listed in Hong Kong and for the convenience of the Shareholders.

The Group's assets and liabilities are mainly denominated in HK\$, USD and Peso. The Group primarily earns its revenue and income in HK\$, USD and Peso while the Group primarily incurs costs and expenses mainly in HK\$ and Peso. Therefore, the Group may be exposed to currency risk.

The Group has not implemented any foreign currency hedging policy. However, the management of the Group will monitor foreign currency exposure for each business segment and review the needs of individual geographical area, and consider appropriate hedging policy in future when necessary.

## CONTINGENT LIABILITIES

As at 30 September 2016, the Group had (a) contingent liabilities of approximately HK\$437.6 million (as at 31 March 2016: HK\$460.2 million) relating to the tax disputes between a subsidiary of the Company principally engaged in the business of leasing of properties in the Philippines and BIR for the calendar years of 2008 and 2012, as well as the potential income tax (but not taking into account any possible additional penalties or interest liability, of which existence can only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of such subsidiary) that may be assessed by BIR for the taxable years which are not yet barred by prescription under the relevant laws, rules and regulations of the Philippines; and (b) contingent liabilities of approximately HK\$2.8 million (as at 31 March 2016: HK\$8.8 million) relating to the tax disputes between another subsidiary of the Company principally engaging in the hotel operations in the Philippines and BIR for the calendar year of 2011 (but without taking into account any possible additional penalties or interest liability, of which existence can only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of such subsidiary).

Details of the aforesaid contingent liabilities are set out in note 18 to the condensed consolidated financial statements.

## EMPLOYEES AND REMUNERATION POLICY

The total number of employees of the Group was 303 as at 30 September 2016 (as at 30 September 2015: 305). The staff costs for the six months ended 30 September 2016 was approximately HK\$27.7 million (for the six months ended 30 September 2015: HK\$27.1 million). The remuneration policy of the Company is recommended by the remuneration committee of the Company. The remuneration of the Directors and the employees of the Group is based on the performance and experience of the individuals and is determined with reference to the Group's performance, the remuneration benchmark in the industry and the prevailing market conditions. In addition to the salaries, the employees of the Group are entitled to benefits including medical, insurance and retirement benefits. Besides, the Group regularly provides internal and external training courses for the employees of the Group to meet their needs.

## INTERESTS AND SHORT POSITIONS OF DIRECTORS AND CHIEF EXECUTIVES IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

Save as disclosed below, as at 30 September 2016, none of the Directors or chief executives of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong (the "SFO")), which were required to be notified to the Company and the Stock Exchange pursuant to the provisions of Divisions 7 and 8 of Part XV of the SFO, including interests or short positions which they were taken or deemed to have under such provisions of the SFO, or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which were required, pursuant to the Model Code for Securities Transactions by Directors adopted by the Company, to be notified to the Company and the Stock Exchange.

### Long positions in the shares of the Company (the "Shares")

Name of Director	Number of Shares			Approximate percentage of the number of issued Shares
	Personal interest	Corporate interest	Total	
Mr. Lo Lin Shing, Simon	–	364,800 (Note)	364,800	0.03%

*Note: These Shares were held by Wellington Equities Inc., a company wholly-owned by Mr. Lo Lin Shing, Simon, an executive Director.*

### Long positions in the ordinary shares of Chow Tai Fook Jewellery Group Limited ("CTFJGL"), an associated corporation of the Company

Name of Director	Number of ordinary shares of HK\$1.00 each in the share capital of CTFJGL			Approximate percentage of shareholding	
	Personal interest	Spouse interest	Corporate interest		
Dr. Cheng Chi Kong	–	–	20,000 (Note)	20,000	0.00%

*Note: 20,000 shares were held by Woodbury Capital Management Limited, a company wholly-owned by Dr. Cheng Chi Kong, an executive Director.*

## INTERESTS AND SHORT POSITIONS OF SHAREHOLDERS IN SHARES AND UNDERLYING SHARES OF THE COMPANY

Save as disclosed below, as at 30 September 2016, so far as is known to the Directors or chief executives of the Company, the Company had not been notified by any persons (other than the Directors or chief executive of the Company) who had interests or short positions in the Shares or underlying Shares which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were recorded in the register required to be kept by the Company under section 336 of the SFO.

### Long positions in the Shares

Name of Shareholder	Capacity	Number of Shares	Approximate percentage of the number of issued Shares
Mediastar International Limited ("Mediastar")	Beneficial owner	881,773,550	74.78%
Sky Warrior Investments Limited ("Sky Warrior")	Interest of a controlled corporation	881,773,550 (Note 1)	74.78%
Chow Tai Fook (Holding) Limited ("CTFHL")	Interest of a controlled corporation	881,773,550 (Notes 1, 2)	74.78%
Chow Tai Fook Capital Limited ("CTFC")	Interest of a controlled corporation	881,773,550 (Notes 1, 3)	74.78%
Cheng Yu Tung Family (Holdings II) Limited ("CYTFH-II")	Interest of a controlled corporation	881,773,550 (Notes 1, 4)	74.78%
Cheng Yu Tung Family (Holdings) Limited ("CYTFH")	Interest of a controlled corporation	881,773,550 (Notes 1, 5)	74.78%

Notes:

- (1) *Mediastar is wholly-owned by Sky Warrior. Accordingly, Sky Warrior was deemed to be interested in 881,773,550 Shares held by Mediastar under the SFO.*
- (2) *Sky Warrior is wholly-owned by CTFHL. Accordingly, CTFHL was deemed to be interested in 881,773,550 Shares held by Mediastar under the SFO.*
- (3) *CTFC is interested in approximately 78.58% of the issued share capital of CTFHL. Accordingly, CTFC was deemed to be interested in 881,773,550 Shares held by Mediastar under the SFO.*
- (4) *CYTFH-II is interested in approximately 46.65% of the issued share capital of CTFC. Accordingly, CYTFH-II was deemed to be interested in 881,773,550 Shares held by Mediastar under the SFO.*
- (5) *CYTFH is interested in approximately 48.98% of the issued share capital of CTFC. Accordingly, CYTFH was deemed to be interested in 881,773,550 Shares held by Mediastar under the SFO.*

## AUDIT COMMITTEE

The audit committee of the Company (the "Audit Committee") comprises three independent non-executive Directors, namely Mr. Cheung Hon Kit (Chairman of the Audit Committee), Mr. Lau Wai Piu and Mr. Tsui Hing Chuen, William with terms of reference prepared in accordance with the requirements of the Listing Rules. One of the members of the Audit Committee possesses appropriate professional accounting qualification as defined under the Listing Rules. The primary duties of the Audit Committee are, *inter alia*, to oversee the relationship with the external auditor, to review the financial information of the Group, to review and supervise the financial reporting process, internal controls and risk management functions of the Group.

The Audit Committee has reviewed the unaudited condensed consolidated financial statements of the Group and the interim report of the Company for the six months ended 30 September 2016. The Company's auditor, Deloitte Touche Tohmatsu, has reviewed the condensed consolidated financial statements of the Group for the six months ended 30 September 2016 in accordance with Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the HKICPA.

## CHANGE IN INFORMATION OF DIRECTORS

The change in the information of Directors since the date of the annual report of the Company for the year ended 31 March 2016, which is required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules, is set out below:

Dr. Cheng Kar Shun, the Chairman of the Company and an executive Director, has been the chairman and managing director of New World China Land Limited ("NWCL"), which was a listed public company in Hong Kong until its delisting on 4 August 2016.

Dr. Cheng Chi Kong, an executive Director, has been an executive director of NWCL, which was a listed public company in Hong Kong until its delisting on 4 August 2016.

Mr. Cheng Chi Him, an executive Director, has been an executive director of NWCL, which was a listed public company in Hong Kong until its delisting on 4 August 2016.

## COMPLIANCE WITH CORPORATE GOVERNANCE CODE

The Company is committed to maintaining a high standard of corporate governance practices and procedures and to complying with the statutory and regulatory requirements with an aim to maximising the shareholders' values and interests as well as to enhancing the stakeholders' transparency and accountability. During the six months ended 30 September 2016, the Company has complied with the code provisions of the Corporate Governance Code (the "Corporate Governance Code") as set out in Appendix 14 to the Listing Rules, except for the following deviation:

Code Provision A.6.7 of the Corporate Governance Code stipulates that independent non-executive directors and other non-executive directors, as equal board members, should give the board and any committees on which they serve the benefit of their skills, expertise and varied backgrounds and qualifications through regular attendance and active participation. They should also attend general meetings and develop a balanced understanding of the views of shareholders.

Mr. Kwee Chong Kok, Michael, an independent non-executive Director, was unable to attend the annual general meeting of the Company held on 17 August 2016 and the extraordinary general meeting of the Company held on 28 September 2016 (the "EGM") as he had another business engagements at the time of those meetings.

Mr. Cheung Hon Kit, an independent non-executive Director, was unable to attend the EGM as he had another business engagement at the time of such meeting.

## MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors (the "Code on Securities Transactions"), the standard of which is no less than the required standard provided in the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 to the Listing Rules (the "Model Code").

The Company, having made specific enquiries of all Directors, was not aware of any non-compliance with the required standard provided in the Model Code and the Code on Securities Transactions throughout the six months ended 30 September 2016.

## INTERIM DIVIDEND

The Board has resolved not to recommend the payment of any interim dividend for the six months ended 30 September 2016 (2015: nil).

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

During the six months ended 30 September 2016, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

By order of the Board  
**International Entertainment Corporation**  
**Dr. Cheng Kar Shun**  
*Chairman*

Hong Kong, 25 November 2016

*As at the date of this report, the Board comprises seven executive Directors, namely Dr. Cheng Kar Shun, Mr. Lo Lin Shing, Simon, Mr. To Hin Tsun, Gerald, Mr. Cheng Kam Chiu, Stewart, Mr. Cheng Kam Bui, Wilson, Dr. Cheng Chi Kong and Mr. Cheng Chi Him, and four independent non-executive Directors, namely Mr. Cheung Hon Kit, Mr. Kwee Chong Kok, Michael, Mr. Lau Wai Piu and Mr. Tsui Hing Chuen, William.*