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## **ALLAN INTERNATIONAL HOLDINGS LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 684)**

### **INTERIM RESULTS 2011/2012**

#### **RESULTS**

The board of directors of Allan International Holdings Limited (the “Company”) announces the unaudited consolidated results of the Company and its subsidiaries (the “Group”) for the six months ended 30 September 2011 together with the comparative figures for the six months ended 30 September 2010, as follows:

#### **CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**

*For the six months ended 30 September 2011*

		<b>Six months ended</b>	
		<b>30 September</b>	
		<b>2011</b>	<b>2010</b>
		<b>(Unaudited)</b>	<b>(Unaudited)</b>
	<i>NOTES</i>	<b>HK\$'000</b>	<b>HK\$'000</b>
Revenue	3	<b>1,219,872</b>	1,156,626
Cost of sales		<b>(1,065,515)</b>	(966,737)
Gross profit		<b>154,357</b>	189,889
Other income		<b>3,811</b>	819
Other gains and losses		<b>(1,400)</b>	(3,074)
Selling and distribution costs		<b>(19,659)</b>	(18,083)
Administrative expenses		<b>(69,491)</b>	(68,752)
Increase in fair value of an investment property		–	9,786
Interest on bank borrowings wholly repayable within five years		<b>(837)</b>	(45)
Profit before tax	4	<b>66,781</b>	110,540
Income tax expense	5	<b>(15,167)</b>	(19,203)
Profit for the period		<b>51,614</b>	91,337

		<b>Six months ended</b>	
		<b>30 September</b>	
		<b>2011</b>	2010
		<b>(Unaudited)</b>	(Unaudited)
	<i>NOTES</i>	<b>HK\$'000</b>	<i>HK\$'000</i>
Other comprehensive income			
Exchange difference arising on translation		<b>6,482</b>	3,750
Net fair value loss on available-for-sale investments		<b>(336)</b>	(364)
		<u>6,146</u>	<u>3,386</u>
Other comprehensive income for the period		<b>6,146</b>	3,386
		<u>6,146</u>	<u>3,386</u>
Total comprehensive income for the period		<b>57,760</b>	94,723
		<u>57,760</u>	<u>94,723</u>
Earnings per share	<i>6</i>		
Basic		<b>HK15.39 cents</b>	HK27.23 cents
		<u>HK15.39 cents</u>	<u>HK27.23 cents</u>

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 September 2011

		<b>30 September 2011 (Unaudited) HK\$'000</b>	31 March 2011 (Audited) HK\$'000
	<i>NOTES</i>		
Non-current assets			
Investment property	8	160,353	–
Property, plant and equipment	8	332,703	247,345
Prepaid lease payments		40,404	32,319
Club debentures		13,866	13,866
Available-for-sale investments		10,040	8,776
Other financial assets		6,074	4,841
Deposits paid for acquisition of property, plant and equipment		69,313	56,221
Deposits paid for acquisition of an investment property		–	23,057
		<u>632,753</u>	<u>386,425</u>
Current assets			
Inventories		106,594	87,414
Trade receivables and bills receivable	9	628,374	516,672
Other receivables		89,134	58,407
Mould deposits paid		16,458	10,143
Prepaid lease payments		940	754
Available-for-sale investments		–	2,364
Other financial assets		1,474	–
Tax recoverable		559	1,577
Time deposits and deposits placed with banks and a financial institution		77,581	212,094
Bank balances and cash		266,326	104,340
		<u>1,187,440</u>	<u>993,765</u>
Current liabilities			
Trade payables and bills payable	10	485,111	252,133
Other payables and accruals		208,775	196,067
Mould deposits received		33,063	24,764
Tax payable		51,355	45,084
Secured bank loans – due within one year		69,291	552
		<u>847,595</u>	<u>518,600</u>

		<b>30 September 2011 (Unaudited) HK\$'000</b>	31 March 2011 (Audited) HK\$'000
	<i>NOTES</i>		
Net current assets		<u>339,845</u>	<u>475,165</u>
Total assets less current liabilities		<u>972,598</u>	<u>861,590</u>
Non-current liabilities			
Deferred tax liabilities		10,215	9,649
Secured bank loans – due after one year		<u>102,997</u>	<u>–</u>
		<u>113,212</u>	<u>9,649</u>
Net assets		<u><b>859,386</b></u>	<u><b>851,941</b></u>
Capital and reserves			
Share capital	<i>11</i>	33,543	33,543
Reserves		<u>825,843</u>	<u>818,398</u>
		<u><b>859,386</b></u>	<u><b>851,941</b></u>

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2011

## 1. BASIS OF PREPARATION

The condensed consolidated financial statements have been prepared in accordance with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and with Hong Kong Accounting Standard (“HKAS”) 34 “Interim financial reporting”.

## 2. PRINCIPAL ACCOUNTING POLICIES

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

The accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 September 2011 are the same as with those followed in the preparation of the Group’s annual financial statements for the year ended 31 March 2011.

In the current interim period, the Group has applied, for the first time, a number of new or revised Hong Kong Financial Reporting Standards (“new HKFRSs”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”), which are effective for the financial year beginning on 1 April 2011. The application of these new HKFRSs in the current interim period had no material effect on the condensed consolidated financial statements and/or disclosures set out in these condensed consolidated financial statements.

The Group has not early applied the following new or revised standards that have been issued but are not yet effective. The following new or revised Standards have been issued after the date the consolidated financial statements for the year ended 31 March 2011 have authorised for issuance and are not yet effective:

HKFRS 10	Consolidated Financial Statements <sup>1</sup>
HKFRS 11	Joint Arrangements <sup>1</sup>
HKFRS 12	Disclosures of Interests in Other Entities <sup>1</sup>
HKFRS 13	Fair Value Measurement <sup>1</sup>
HKAS 1 (as revised in 2011)	Presentation of Items of Other Comprehensive Income <sup>2</sup>
HKAS 19 (as revised in 2011)	Employee Benefits <sup>1</sup>
HKAS 27 (as revised in 2011)	Separate Financial Statements <sup>1</sup>
HKAS 28 (as revised in 2011)	Investments in Associates and Joint Ventures <sup>1</sup>
HK(IFRIC) 20	Stripping Costs in the Production Phase to a Surface Mine <sup>1</sup>

<sup>1</sup> Effective for annual periods beginning on or after 1 January 2013

<sup>2</sup> Effective for annual periods beginning on or after 1 July 2012

These five new or revised standards on consolidation, joint arrangements and disclosures were issued by the HKICPA in June 2011 and are effective for annual periods beginning on or after 1 January 2013. Earlier application is permitted provided that all of these new or revised standards are applied early at the same time. The directors of the Company anticipate that these new or revised standards will be applied in the Group’s consolidated financial statements for financial year ending 31 March 2014. The directors of the Company anticipate that the application of these new or revised standards or implementations will have no material impact on the results and the consolidated financial position of the Group.

## 3. SEGMENT INFORMATION

Information reported to the Company’s chief operating officer (the chief operating decision maker) for the purposes of resource allocation and performance assessment.

The principal activities of the Group are manufacture and distribution of household electrical appliance. The Group is currently organised into four operating divisions – Europe sales, America sales, Asia sales and other sales. The information reported to the Group’s chief operating decision maker for the purposes of resource allocation and performance assessment.

The following is an analysis of the Group's revenue and results, for each of the operating segments, for the period under review:

**Six months ended 30 September 2011**

	<b>Europe</b> <b>(Unaudited)</b> <b>HK\$'000</b>	<b>America</b> <b>(Unaudited)</b> <b>HK\$'000</b>	<b>Asia</b> <b>(Unaudited)</b> <b>HK\$'000</b>	<b>Others</b> <b>(Unaudited)</b> <b>HK\$'000</b> <i>(Note a)</i>	<b>Consolidated</b> <b>(Unaudited)</b> <b>HK\$'000</b>
Segment revenue	<u>665,025</u>	<u>185,257</u>	<u>310,815</u>	<u>58,775</u>	<u>1,219,872</u>
Segment profit	<u>53,150</u>	<u>14,806</u>	<u>24,841</u>	<u>4,697</u>	97,494
Other gains and losses (except gain on disposal of property, plant and equipment and net exchange loss)					(296)
Depreciation (except moulds)					(20,776)
Finance costs					(837)
Unallocated income and expenses, net <i>(note b)</i>					<u>(8,804)</u>
Profit before tax					<u>66,781</u>

**Six months ended 30 September 2010**

	<b>Europe</b> <b>(Unaudited)</b> <b>HK\$'000</b>	<b>America</b> <b>(Unaudited)</b> <b>HK\$'000</b>	<b>Asia</b> <b>(Unaudited)</b> <b>HK\$'000</b>	<b>Others</b> <b>(Unaudited)</b> <b>HK\$'000</b> <i>(Note a)</i>	<b>Consolidated</b> <b>(Unaudited)</b> <b>HK\$'000</b>
Segment revenue	<u>634,837</u>	<u>181,335</u>	<u>305,182</u>	<u>35,272</u>	<u>1,156,626</u>
Segment profit	<u>73,927</u>	<u>21,117</u>	<u>35,539</u>	<u>4,107</u>	134,690
Other gains and losses (except gain on disposal of property, plant and equipment and net exchange loss)					(1,352)
Depreciation (except moulds)					(14,738)
Increase in fair value of an investment property					9,786
Finance costs					(45)
Unallocated income and expenses, net <i>(note b)</i>					<u>(17,801)</u>
Profit before tax					<u>110,540</u>

*Notes:*

- (a) Segment revenue in others represent revenue from destinations of shipment of products, which individually contributed less than 10% of total revenue of the Group.
- (b) Unallocated income and expenses represented other income, central administration costs and directors' salaries.

Segment profit represents the profit earned by each segment without allocation of central administration cost and directors' salaries, depreciation (except for moulds), change in fair value of investment property, other gains and losses (except gain on disposal of property, plant and equipment and net exchange loss) and finance costs. This is the measure reported to the Group's chief operating decision making officer for the purposes of resource allocation and assessment of segment performance.

#### 4. PROFIT BEFORE TAX

	<b>Six months ended</b>	
	<b>30 September</b>	
	<b>2011</b>	2010
	<b>(Unaudited)</b>	(Unaudited)
	<b>HK\$'000</b>	HK\$'000
Profit before tax has been arrived at after charging (crediting) the following items:		
Interest on bank deposits	(470)	(265)
Interest on debt securities	(236)	(253)
	<u>(706)</u>	<u>(518)</u>
Net loss (gain) on financial assets designated at FVTPL	435	(128)
(Gain) loss on foreign currency forward contracts	(140)	1,480
Release of prepaid lease payments	405	374
Depreciation on property, plant and equipment	22,767	15,932
	<u>23,172</u>	<u>16,306</u>
Total depreciation and amortisation		
Net exchange loss	1,111	1,894
Gain on disposal of property, plant and equipment	(6)	(172)
	<u>1,105</u>	<u>1,722</u>

#### 5. INCOME TAX EXPENSE

	<b>Six months ended</b>	
	<b>30 September</b>	
	<b>2011</b>	2010
	<b>(Unaudited)</b>	(Unaudited)
	<b>HK\$'000</b>	HK\$'000
Current tax		
– Hong Kong	10,458	14,530
– People's Republic of China ("PRC") Enterprise Income Tax	4,142	5,830
	<u>14,600</u>	<u>20,360</u>
Deferred tax charge (credit)	567	(1,157)
	<u>15,167</u>	<u>19,203</u>

The income tax expense is recognised based on management's best estimate of the weighted average annual income tax rate expected for the full financial year. The estimated average annual tax rate used is 16.5% for both periods under review. People's Republic of China enterprise income tax is calculated at the applicable rates in accordance with the relevant laws and regulations in the PRC.

## 6. EARNINGS PER SHARE

The calculation of the basic earnings per share is based on the following data:

	<b>Six months ended 30 September</b>	
	<b>2011</b>	2010
	<b>(Unaudited)</b>	(Unaudited)
	<b>HK\$'000</b>	HK\$'000
Earnings for the purpose of basic earnings per share	<b><u>51,614</u></b>	<u>91,337</u>

	<b>Six months ended 30 September</b>	
	<b>2011</b>	2010
	<b>(Unaudited)</b>	(Unaudited)
	<b>Number</b>	Number
	<b>of shares</b>	of shares
Number of ordinary shares for the purpose of basic earnings per share	<b><u>335,432,520</u></b>	<u>335,432,520</u>

No diluted earnings per share has been presented for both periods as there were no potential ordinary shares in issue.

## 7. DIVIDENDS

	<b>Six months ended 30 September</b>	
	<b>2011</b>	2010
	<b>(Unaudited)</b>	(Unaudited)
	<b>HK\$'000</b>	HK\$'000
Dividends paid		
2011 final dividend of HK15 cents (2010: HK18 cents for 2010 final dividend) per ordinary share	<b><u>50,315</u></b>	<u>60,378</u>

Subsequent to 30 September 2011, the board of directors has determined that a dividend of HK2.5 cents per share (2010: HK5 cents per share) shall be paid on or before 12 January 2012 to the shareholders of the Company whose names appear on the Register of Members on 16 December 2011 as interim dividend for the current financial year.

## 8. MOVEMENTS IN INVESTMENT PROPERTY AND PROPERTY, PLANT AND EQUIPMENT

During the period, the Group acquired an investment property for a consideration of HK\$160 million including transaction costs. The transaction was completed on 8 April 2011. In the opinion of the directors of the Group, the carrying amount of the Group's investment properties as at 30 September 2011 does not differ significantly from their estimated market value. Consequently, no fair value change has been recognised in respect of the Group's investment properties in the current period.

In addition, the Group's addition on property, plant and equipment during the period is approximately HK\$103 million, mainly comprising HK\$76 million spent on plant and machinery to upgrade its manufacturing capabilities and HK\$20 million on furniture, fixtures and equipment. No material disposal of property, plant and equipment is made during the period.

## 9. TRADE RECEIVABLES AND BILLS RECEIVABLE

The Group allows an average credit period up to 90 days to its trade customers. The following is an aged analysis based on payment due date of trade receivables and bills receivable at the end of the reporting period:

	<b>30 September 2011 (Unaudited) HK\$'000</b>	31 March 2011 (Audited) HK\$'000
0 – 90 days	628,373	515,996
91 – 120 days	<u>1</u>	<u>676</u>
Total	<u><b>628,374</b></u>	<u><b>516,672</b></u>

## 10. TRADE PAYABLES AND BILLS PAYABLE

The following is an aged analysis based on payment due date of trade payables and bills payable at the end of the reporting period:

	<b>30 September 2011 (Unaudited) HK\$'000</b>	31 March 2011 (Audited) HK\$'000
0 – 90 days	484,977	252,133
91 – 120 days	<u>134</u>	<u>–</u>
Total	<u><b>485,111</b></u>	<u><b>252,133</b></u>

## 11. SHARE CAPITAL

	<b>Number of shares</b>	<b>Amount HK\$'000</b>
Ordinary shares of HK\$0.10 each		
Authorised:		
At 1 April 2011 and at 30 September 2011	<u>600,000,000</u>	<u>60,000</u>
Issued and fully paid:		
At 1 April 2011 and at 30 September 2011	<u>335,432,520</u>	<u>33,543</u>

## MANAGEMENT DISCUSSION AND ANALYSIS

For the six months ended 30 September 2011, the Group's sales turnover increased by 5.5% to HK\$1,219.9 million (2010: HK\$1,156.6 million) and the consolidated net profit decreased by 43.5% to HK\$51.6 million (2010: HK\$91.3 million). Basic earnings per share of the Group for the six months ended 30 September 2011 was HK15.4 cents (2010: HK27.2 cents). The Board of Directors has resolved that an interim dividend of HK2.5 cents (2010: HK\$5 cents) per share would be paid on 12 January 2012 to shareholders registered on 16 December 2011.

### BUSINESS REVIEW

The Group is engaged in design and manufacturing of a wide range of household electrical appliances.

For the six months ended 30 September 2011, sales turnover increased by 5.5% to HK\$1,219.9 million. Despite the unstable economic situations and sluggish consumer sentiments, sales turnover increased across all markets. Sales turnover to Europe increased by 4.8% to HK\$665.0 million representing 54.5% of the Group's sales turnover. Sales turnover to Asia increased by 1.8% to HK\$310.8 million representing 25.5% of the Group's sales turnover. Sales turnover to America increased by 2.2% to HK\$185.3 million representing 15.2% of the Group's sales turnover. Sales turnover to other markets increased by 66.7% to HK\$58.8 million representing 4.8% of the Group's sales turnover.

Gross profit for the six months ended 30 September 2011 decreased by 18.7% to HK\$154.4 million (2010: HK\$189.9 million). Gross profit margin deteriorated from 16.4% to 12.7%. The increase in raw material costs, double-digit increase in labour wages in Guangdong Province, the PRC and the continuing appreciation of Renminbi were amongst the adverse factors that contributed to the erosion in the gross profit margin. On top of this, the shortage in both electricity and labour supply had further increased the difficulties and challenges in our operations. During the period, we continued to focus in lean manufacturing and semi-automation to achieve improvements in streamlining, productivity and efficiency.

We continued to apply stringent cost control measures to all aspects of our operations. Selling and distribution costs increased by 8.8% to HK\$19.7 million (2010: HK\$18.1 million). As a percentage to sales turnover, selling and distribution costs remained at 1.6% compared to corresponding period last year. Administrative expenses increased by 1.2% to HK\$69.5 million (2010: HK\$68.7 million). As a percentage to sales turnover, administrative expenses improved from 5.9% to 5.7% compared to corresponding period last year.

Net profit decreased by 43.5% to HK\$51.6 million (2010: HK\$91.3 million). Net profit margin decreased from 7.9% to 4.2%. However, if the last period's increase in fair value of investment property of HK\$9,786,000 was excluded, the net profit would have decreased by 36.7% from HK\$81.6 million to HK\$51.6 million and net profit margin would have decreased from 7.1% to 4.2%.

The 2 new factory blocks in the new plant in Huizhou City, Guangdong Province, the PRC commenced operations in August 2011. The new plant is able to provide additional manufacturing capacity to meet with our future growth.

The Group acquired an investment property for a consideration of HK\$160 million including transaction costs. The transaction was completed in April 2011 and funded by internal resources and banking facility. The property is currently leased to third parties. The Group will continue to lease out the property for rental income. Upon expiration of the existing tenancies and depending on the then market circumstances, the Group shall either continue to lease the whole or part of the property for investment purpose or use the whole or part of the property by itself.

## **PROSPECTS**

The lingering sovereign debt crisis in the Euro zone and the slow recovery of the US economy has a profound impact on the global economy. Under this backdrop of uncertainties, consumer sentiments are expected to remain sluggish. Adverse factors such as rising raw material prices and labour costs in the PRC and the appreciating Renminbi would continue to squeeze our margins. On top of this, the shortage in supply of electricity and labour would bring on further difficulties and challenges to our operations. To alleviate the pressure on margins, we would step up on our efforts to exercise tight cost control in all aspects of our operation and raise productivity and efficiency through semi-automation and lean manufacturing concepts and projects.

We are fully aware that we are facing a very turbulent and challenging set of business environment. There are a lot of uncertainties and difficulties lying ahead of us in view of the unstable economy especially in the US and the Euro zone. However, with our experience, financial strength and commitment, we will strive on and tread cautiously to ride through the stormy conditions.

## **LIQUIDITY AND FINANCIAL RESOURCES**

As at 30 September 2011, the Group had total assets of HK\$1,820.2 million (31 March 2011: HK\$1,380.2 million) which was financed by current liabilities of HK\$847.6 million (31 March 2011: HK\$518.6 million), long-term liabilities and deferred taxation of HK\$113.2 million (31 March 2011: HK\$9.6 million) and shareholders' equity of HK\$859.4 million (31 March 2011: HK\$851.9 million).

The group continued to maintain a healthy balance sheet and liquidity position. As at 30 September 2011, the Group held HK\$343.9 million (31 March 2011: HK\$316.4 million) in cash and bank deposits. They were mainly placed in Renminbi and US dollar short term deposits, except for temporary balances held in other currencies as required pending specific payments. As at the same date, total borrowings were HK\$172.3 million (31 March 2011: HK\$552,000) and the gearing ratio (ratio of borrowings to shareholders' equity) was 20% (31 March 2011: 1%). The increase in borrowings was mainly due to machinery loans for the new factory plant and a mortgage loan for an investment property acquired.

We continue to apply stringent control over the working capital cycle. The inventory balance as at 30 September 2011 increased to HK\$106.6 million (31 March 2011: HK\$87.4 million). The trade receivables balance as at 30 September 2011 increased to HK\$628.4 million (31 March 2011: HK\$516.7 million). The trade payables balance as at 30 September 2011 increased to HK\$485.1 million (31 March 2011: HK\$252.1 million).

Funding for day-to-day operational working capital and capital expenditures are to be serviced by internal cash flow and available banking facilities. For the six months ended 30 September 2011, the Group invested approximately HK\$103 million (2010: HK\$40 million) in property, plant and machinery, mould and tools, equipment, computer systems and other tangible assets for expansion and upgrade to our manufacturing facilities. The Group also acquired an investment property at HK\$160 million during the period. These investments were funded by internal resources, machinery loans and mortgage loan. With our healthy financial position and available banking facilities, the Group is able to provide sufficient financial resources for our current commitments, working capital requirements, further expansions of the Group's business operations and future investment opportunities, as and when required.

The majority of the Group's assets and liabilities and business transactions were denominated in Hong Kong dollars, US dollars, Reminbis and Euros. Currently, the Group does not implement hedging activity to hedge against foreign currency exposure. However, we will closely monitor foreign currency exposure and consider hedging significant foreign currency exposure should the need arise.

### **CONTINGENT LIABILITIES**

As at 30 September 2011, the Group did not have any significant contingent liability.

### **EMPLOYEE AND REMUNERATION POLICIES**

Currently, the Group employs approximately 5,300 employees. The majority of our employees work in the PRC. The Group remunerated our employees based on their performances, experiences and prevailing market rates while performance bonuses are granted on a discretionary basis. Share options may also be granted to employees based on individual performance and attainment of certain set targets.

### **CLOSURE OF REGISTER**

The Register of Shareholders will be closed from 14 December 2011 to 16 December 2011, both days inclusive, during which period no transfer of shares will be effected.

All transfers, accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrars, Tricor Standard Limited at 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not later than 4:00 p.m. on 13 December 2011 in order to qualify for the interim dividend above mentioned.

### **PURCHASE, SALE OR REDEMPTION OF SHARES**

During the six months ended 30 September 2011, there was no purchase, sale or redemption of the shares by the Company or any of its subsidiaries.

## **CORPORATE GOVERNANCE**

The Company has complied with the code provisions as set out in the Code on Corporate Governance Practices (the “Code”) contained in Appendix 14 to the Listing Rules throughout the six months ended 30 September 2011, save for the following deviations:

### **Code Provision A.4.1**

Under this code provision, the non-executive directors should be appointed for a specific term, subject to re-election.

Currently, none of the three independent non-executive directors is appointed for a specific term. However, all independent non-executive directors, are subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the provisions of the Bye-Laws of the Company, and the terms of their appointment will be reviewed when they are due for re-election. As such, the Board considers that sufficient measures have been taken to ensure that the Company’s corporate governance practices are no less exacting than those set out in the Code.

### **Code Provision A.4.2**

Under this code provision, every director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years.

According to the Bye-Laws of the Company, one third of the directors are subject to rotation at each annual general meeting and the Chairman and/or the Managing Director of the Company is not subject to retirement by rotation, which constitutes a deviation from Code Provision A.4.2. The reason for the deviation is that the Directors of the Company do not consider that arbitrary term limits on Director’s service are appropriate and the retirement by rotation has given the Company’s shareholders the right to approve continuation of the service of the directors.

### **Code Provision B.1.1**

Under this code provision, the Company should establish a remuneration committee with terms of reference which deal clearly with its authority and duties.

The Board is in the opinion that the establishment of a remuneration committee as required by code provision B.1.1 is not justified after consideration of the size of the Group and the associated costs involved.

### **Code Provision E.1.2**

Under this code provision, the Chairman of the Board and the Chairman of the Audit Committee should attend the annual general meeting.

Both the Chairman of the Board and the Chairman of the Audit Committee had not attended the annual general meeting of the Company held on 5 August 2011. The Chairmen will endeavour to attend all future annual general meetings of the Company unless unexpected or special circumstances prevent them from doing so.

## **COMPLIANCE WITH MODEL CODE**

The Company has adopted the Model Code as set out in Appendix 10 of the Listing Rules as its Code of Conduct regarding directors' securities transactions. Having made specific enquiry of all directors, the directors have confirmed that they have complied with the required standards set out in the Model Code as provided in Appendix 10 of the Listing Rules.

## **REVIEW OF UNAUDITED INTERIM FINANCIAL STATEMENT**

The Audit Committee and the external auditors have reviewed the unaudited interim financial statements of the Group for the six months ended 30 September 2011. The Committee now comprises three independent non-executive directors of the Company.

## **PUBLICATION OF FINANCIAL INFORMATION**

This results announcement is published on the website of The Stock Exchange of Hong Kong Limited at <http://www.hkex.com.hk> (the "HKEx website") and the Company's website at <http://www.allan.com.hk>.

The Company's interim report containing all information required by the Listing Rules will also be available for viewing on the HKEx website and the Company's website, and dispatched to shareholders in due course.

## **APPRECIATION**

On behalf of the Board, I would like to take this opportunity to express our sincere appreciation to our employees, shareholders and business associates for their contribution and support throughout the year.

By Order of the Board  
**Allan International Holdings Limited**  
**Cheung Shu Wan**  
*Managing Director*

Hong Kong, 28 November 2011

*As at the date of this announcement, the Executive Directors are Mr. Cheung Lun (Chairman), Mr. Cheung Shu Wan (Managing Director), Ms. Cheung Lai Chun, Maggie, Ms. Cheung Lai See, Sophie and Mr. Cheung Pui. The Independent Non-Executive Directors are Dr. Chan How Chun, Mr. Lai Ah Ming, Leon and Professor Lo Chung Mau.*