



Allan International Holdings Limited

(Incorporated in Bermuda with limited liability)

(Stock Code:684)

Interim Report
2015/2016

CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Mr. Cheung Lun (*Chairman*)
Mr. Cheung Shu Wan (*Managing Director*)
Ms. Cheung Lai Chun, Maggie
Ms. Cheung Lai See, Sophie
Mr. Cheung Pui

Independent Non-Executive Directors

Dr. Chan How Chun
Mr. Lai Ah Ming, Leon
Professor Lo Chung Mau

COMPANY SECRETARY

Ms. Wong Lai Yung

QUALIFIED ACCOUNTANT

Ms. Wong Lai Yung

AUDIT COMMITTEE

Dr. Chan How Chun*
Mr. Lai Ah Ming, Leon
Professor Lo Chung Mau

REMUNERATION COMMITTEE

Mr. Lai Ah Ming, Leon*
Dr. Chan How Chun
Ms. Cheung Lai See, Sophie

AUDITORS

Deloitte Touche Tohmatsu
Certified Public Accountants
35th Floor
One Pacific Place
88 Queensway
Hong Kong

LEGAL ADVISERS ON BERMUDA LAW

Conyers, Dill and Pearman
2901 One Exchange Square
8 Connaught Place
Central
Hong Kong

PRINCIPAL BANKERS

The Hongkong and Shanghai
Banking Corporation Limited
Chong Hing Bank Limited

SHARE REGISTRARS AND TRANSFER OFFICE

Appleby Management (Bermuda) Limited
Canon's Court, 22 Victoria Street
Hamilton HM 22
Bermuda

HONG KONG BRANCH REGISTRARS AND TRANSFER OFFICE

Tricor Standard Limited
Level 22
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183 Queen's Road East
Wanchai
Hong Kong

REGISTERED OFFICE

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS

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Zung Fu Industrial Building
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Quarry Bay
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STOCK CODE

684

* Chairman of the relevant Board Committee



REPORT ON REVIEW OF CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

TO THE BOARD OF DIRECTORS OF ALLAN INTERNATIONAL HOLDINGS LIMITED
(incorporated in Bermuda with limited liability)

INTRODUCTION

We have reviewed the condensed consolidated financial statements of Allan International Holdings Limited (the “Company”) and its subsidiaries (collectively referred to as the “Group”) set out on pages 4 to 19, which comprise the condensed consolidated statement of financial position as of 30 September 2015 and the related condensed consolidated statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the six-month 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 “HKICPA”). 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 Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the HKICPA. 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

27 November 2015

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 September 2015

		Six months ended 30 September	
		2015 (Unaudited) HK\$'000	2014 (Unaudited) HK\$'000
	NOTES		
Revenue	3	847,216	1,082,144
Cost of sales		(756,321)	(951,625)
Gross profit		90,895	130,519
Other income		5,545	5,702
Other gains and losses		(749)	1,831
Selling and distribution expenses		(16,631)	(18,906)
Administrative expenses		(66,778)	(73,041)
Gain arising on change in fair value of investment properties		–	20,200
Finance costs		(492)	(791)
Profit before tax		11,790	65,514
Income tax expense	4	(2,960)	(10,005)
Profit for the period	5	8,830	55,509
Other comprehensive (expense) income:			
Items that may be subsequently reclassified to profit or loss:			
Exchange differences arising on translating foreign operations		(3,659)	577
Net fair value loss on available-for-sale investments		(779)	(446)
Other comprehensive (expense) income for the period		(4,438)	131
Total comprehensive income for the period		4,392	55,640
Earnings per share	6		
Basic		HK2.63 cents	HK16.55 cents

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 September 2015

	<i>NOTES</i>	30 September 2015 (Unaudited) HK\$'000	31 March 2015 (Audited) HK\$'000
Non-current assets			
Investment properties	<i>8</i>	248,000	248,000
Property, plant and equipment	<i>9</i>	268,404	300,312
Prepaid lease payments		25,515	26,394
Club debentures		13,866	13,866
Available-for-sale investments	<i>10</i>	15,905	13,563
Financial assets designated at fair value through profit or loss ("FVTPL")	<i>11</i>	3,509	3,635
Deposits paid for acquisition of property, plant and equipment		851	2,967
		576,050	608,737
Current assets			
Inventories		97,532	103,724
Trade receivables and bills receivable	<i>12</i>	422,989	400,033
Other receivables		54,485	99,244
Mould deposits paid		11,991	16,457
Prepaid lease payments		716	716
Available-for-sale investments	<i>10</i>	3,150	1,617
Tax recoverable		7,891	7,692
Time deposits and deposits placed with banks		122,866	197,307
Bank balances and cash		364,832	208,304
		1,086,452	1,035,094
Current liabilities			
Trade payables	<i>13</i>	321,099	262,593
Other payables and accruals		149,244	140,540
Mould deposits received		21,629	33,912
Tax payable		37,760	40,294
Secured bank loans			
– due within one year		15,833	26,441
		545,565	503,780

	30 September 2015 (Unaudited) HK\$'000	31 March 2015 (Audited) HK\$'000
<i>NOTES</i>		
Net current assets	540,887	531,314
Total assets less current liabilities	1,116,937	1,140,051
Non-current liabilities		
Deferred tax liabilities	13,152	12,939
Secured bank loans – due after one year	49,095	51,657
	62,247	64,596
Net assets	1,054,690	1,075,455
Capital and reserves		
Share capital	33,543	33,543
Reserves	1,021,147	1,041,912
	1,054,690	1,075,455

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CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 September 2015

	Share capital HK\$'000	Share premium HK\$'000	Capital redemption reserve HK\$'000	Investment revaluation reserve HK\$'000	Translation reserve HK\$'000	Dividend reserve HK\$'000	Retained profits HK\$'000	Total HK\$'000
At 1 April 2014 (audited)	33,543	109,884	793	557	40,079	26,835	835,475	1,047,166
Profit for the period	-	-	-	-	-	-	55,509	55,509
Exchange difference arising on translating foreign operations	-	-	-	-	577	-	-	577
Net loss on revaluation of available-for-sale investments	-	-	-	(98)	-	-	-	(98)
Cumulative gain reclassified to profit or loss on sale of available-for-sale investments	-	-	-	(348)	-	-	-	(348)
Other comprehensive (expense) income for the period	-	-	-	(446)	577	-	-	131
Total comprehensive (expense) income for the period	-	-	-	(446)	577	-	55,509	55,640
Dividends recognised as distribution (note 7)	-	-	-	-	-	(26,835)	-	(26,835)
At 30 September 2014 (unaudited)	33,543	109,884	793	111	40,656	-	890,984	1,075,971
Profit for the period	-	-	-	-	-	-	14,971	14,971
Exchange difference arising on translating foreign operations	-	-	-	-	(1,190)	-	-	(1,190)
Net gain on revaluation of available-for-sale investments	-	-	-	241	-	-	-	241
Cumulative gain reclassified to profit or loss on sale of available-for-sale investments	-	-	-	(159)	-	-	-	(159)
Release of translation reserve on dissolution of a foreign operation	-	-	-	-	(5,993)	-	-	(5,993)
Other comprehensive income (expense) for the period	-	-	-	82	(7,183)	-	-	(7,101)
Total comprehensive (expense) income for the period	-	-	-	82	(7,183)	-	14,971	7,870
Dividend proposed for 2015	-	-	-	-	-	25,157	(25,157)	-
Dividends recognised as distribution (note 7)	-	-	-	-	-	-	(8,386)	(8,386)
At 31 March 2015 (audited)	33,543	109,884	793	193	33,473	25,157	872,412	1,075,455
Profit for the period	-	-	-	-	-	-	8,830	8,830
Exchange difference arising on translating foreign operations	-	-	-	-	(3,659)	-	-	(3,659)
Net loss on revaluation of available-for-sale investments	-	-	-	(779)	-	-	-	(779)
Other comprehensive expense for the period	-	-	-	(779)	(3,659)	-	-	(4,438)
Total comprehensive (expense) income for the period	-	-	-	(779)	(3,659)	-	8,830	4,392
Dividends recognised as distribution (note 7)	-	-	-	-	-	(25,157)	-	(25,157)
At 30 September 2015 (unaudited)	33,543	109,884	793	(586)	29,814	-	881,242	1,054,690

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 September 2015

	Six months ended 30 September	
	2015 (Unaudited) HK\$'000	2014 (Unaudited) HK\$'000
Net cash from (used in) operating activities	131,900	(2,274)
Net cash from (used in) investing activities		
Placement in time deposits and deposits placed with banks	(39,442)	(252,916)
Purchase of property, plant and equipment	(6,149)	(14,003)
Purchase of available-for-sale investments	(4,654)	(7,901)
Deposits for acquisition of property, plant and equipment	(851)	(5,247)
Withdrawal of time deposits and deposits placed with banks	113,883	263,799
Proceeds on disposal/redemption of available-for-sale investments	–	3,521
Proceeds on disposal of property, plant and equipment	183	962
Other investing cash flows	2,296	1,244
	65,266	(10,541)
Cash used in financing activities		
Dividends paid	(25,157)	(26,835)
Repayment of borrowings	(13,170)	(16,890)
Other financing cash flows	(492)	(791)
	(38,819)	(44,516)
Net increase (decrease) in cash and cash equivalents	158,347	(57,331)
Cash and cash equivalents at beginning of the period	208,304	256,982
Effect of foreign exchange rate changes	(1,819)	–
Cash and cash equivalents at end of the period, represented by bank balances and cash	364,832	199,651

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2015

1. BASIS OF PREPARATION

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

2. PRINCIPAL ACCOUNTING POLICIES

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

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

Adoption of amendments to HKFRSs

In the current interim period, the Group has applied the following amendments to Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the HKICPA which are mandatory effective for current interim period:

Amendments to HKAS 19	Defined Benefit Plans: Employee Contributions
Amendments to HKFRSs	Annual Improvements to HKFRSs 2010-2012 Cycle
Amendments to HKFRSs	Annual Improvements to HKFRSs 2011-2013 Cycle

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

The Group has not early applied any new or revised standards or amendments to standards that have been issued at the date of these condensed consolidated financial statements are authorised for issuance but are not yet effective.

3. SEGMENT INFORMATION

Information reported to the Company's executive directors, CODM, for the purposes of resource allocation and assessment of segment performance focuses on geographical regions.

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 CODM for the purposes of resource allocation and assessment of performance is based on these operating divisions.

The following is an analysis of the Group's revenues and results for each of the reportable and operating segments:

Six months ended 30 September 2015

	Europe (Unaudited) HK\$'000	America (Unaudited) HK\$'000	Asia (Unaudited) HK\$'000	Others (Unaudited) HK\$'000	Consolidated (Unaudited) HK\$'000
	<i>(Note a)</i>				
Segment revenue	428,623	200,952	197,304	20,337	847,216
Segment profit	24,854	11,653	11,441	1,179	49,127
Other gains and losses (except gain on disposal of property, plant and equipment, loss on write-off of property, plant and equipment and net foreign exchange loss)					(126)
Depreciation (except moulds)					(33,143)
Finance costs					(492)
Unallocated income and expenses, net <i>(Note b)</i>					(3,576)
Profit before tax					11,790

Six months ended 30 September 2014

	Europe (Unaudited) HK\$'000	America (Unaudited) HK\$'000	Asia (Unaudited) HK\$'000	Others (Unaudited) HK\$'000	Consolidated (Unaudited) HK\$'000
				(Note a)	
Segment revenue	535,483	237,449	257,927	51,285	1,082,144
Segment profit	42,888	19,018	20,658	4,108	86,672
Other gains and losses (except gain on disposal of property, plant and equipment, loss on write-off of property, plant and equipment and net foreign exchange gain)					377
Depreciation (except moulds)					(33,964)
Increase in fair value of investment properties					20,200
Finance costs					(791)
Unallocated income and expenses, net (Note b)					(6,980)
Profit before tax					65,514

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, net, represented other income, central administration costs and directors' salaries.

Segment profit represents the profit earned by each segment without allocation of other income, central administration cost and directors' salaries, other gains and losses (except gain on disposal of property, plant and equipment, loss on write-off of property, plant and equipment and net foreign exchange gain (loss)), depreciation (except for moulds), increase in fair value of investment properties and finance costs. This is the measure reported to the Group's CODM for the purposes of resource allocation and performance assessment. Revenue reported above represents revenue generated from external customers. There is no inter-segment sales in both periods.

4. INCOME TAX EXPENSE

	Six months ended 30 September	
	2015	2014
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Current tax		
– Hong Kong	202	6,770
– PRC Enterprise Income Tax	2,545	2,770
	<u>2,747</u>	<u>9,540</u>
Deferred tax charge	213	465
	<u>2,960</u>	<u>10,005</u>

5. PROFIT FOR THE PERIOD

	Six months ended 30 September	
	2015	2014
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Profit for the period has been arrived at after (crediting) charging:		
Interest on bank deposits	(2,141)	(1,132)
Interest on debt securities	(155)	(113)
	<u>(2,296)</u>	<u>(1,245)</u>
Loss (gain) arising on change in fair value of financial assets designated at FVTPL	126	(30)
Profit on sale of available-for-sale investments	–	(348)
Release of prepaid lease payments	358	358
Depreciation on property, plant and equipment	35,193	36,097
Net foreign exchange loss (gain)	680	(1,034)
Gain on disposal of property, plant and equipment	(183)	(510)
Write-off of property, plant and equipment	126	91

6. EARNINGS PER SHARE

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

	Six months ended	
	30 September	
	2015	2014
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Earnings for the purpose of basic earnings per share (Profit for the period attributable to owners of the Company)	8,830	55,509

	Six months ended	
	30 September	
	2015	2014
	(Unaudited)	(Unaudited)
	Number of	Number of
	shares	shares
Number of ordinary shares for the purpose of basic earnings per share	335,432,520	335,432,520

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

7. DIVIDENDS

	Six months ended 30 September	
	2015	2014
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Dividends paid		
2015 final dividend of HK7.5 cents (2014: HK8 cents for 2014 final dividend) per ordinary share	25,157	26,835

Subsequent to 30 September 2015, the board of directors has determined that a dividend of HK1.5 cents per share (2014: HK2.5 cents per share) shall be paid on 20 January 2016 to the shareholders of the Company whose names appear on the Register of Members on 23 December 2015 as interim dividend for the current financial year. The aggregate amount of the interim dividend amounted to approximately HK\$5,031,000 (2014: HK\$8,386,000).

8. INVESTMENT PROPERTIES

The Group's investment properties as at the end of the current interim period were fair valued by RHL Appraisal Ltd., an independent qualified professional valuers not connected with the Group. The valuation was arrived at by reference to market evidence of transaction prices for similar properties in the same locations and conditions. The resulting increase in fair value of investment properties of HK\$20,200,000 (2015: Nil) had been recognised directly in the condensed consolidated statement of profit or loss for the six months ended 30 September 2014.

9. PROPERTY, PLANT AND EQUIPMENT

For the six months ended 30 September 2015, the Group's additions on property, plant and equipment were approximately HK\$9,116,000 (six months ended 30 September 2014: HK\$20,181,000). The acquisitions mainly comprised HK\$3,623,000 spent on plant and machinery (six months ended 30 September 2014: HK\$6,585,000) and HK\$3,212,000 on furniture, fixtures and equipment (six months ended 30 September 2014: HK\$9,543,000). No material disposal of property, plant and equipment was made during both periods.

10. AVAILABLE-FOR-SALE INVESTMENTS

The unlisted investment funds and unlisted debt securities are stated at fair values, which have been determined by reference to prices provided by the counterparty financial institution. As of 30 September 2015, the unlisted debt securities carry interest either at fixed rates or variable rates, which is by reference to the London Interbank Offered Rate plus a fixed rate. The original maturities of these debt securities range from five years to eight years with maturity dates from March 2016 to November 2022.

As at 30 September 2015, the Group had HK\$3,150,000 available-for-sale investments classified as current assets (31 March 2015: HK\$1,617,000) which will be matured and redeemed within twelve months from the end of the reporting period.

11. FINANCIAL ASSETS DESIGNATED AT FVTPL

Financial assets designated at FVTPL represent unlisted investment funds being disposable at the director's discretion. As at 30 September 2015, the directors intended to hold these investments at least in the coming twelve months from the end of the reporting period and therefore they are classified as non-current assets.

The above financial instruments are measured at fair value at the end of each reporting period.

12. TRADE RECEIVABLES AND BILLS RECEIVABLE

The Group allows an average credit period up to 90 days to its trade customers. The following is an analysis of trade receivables and bills receivable by age, presented based on the invoice date, which approximates the respective revenue recognition date:

	30 September 2015 (Unaudited) HK\$'000	31 March 2015 (Audited) HK\$'000
0 – 90 days	400,110	366,527
91 – 120 days	22,879	30,380
Over 120 days	–	3,126
	422,989	400,033

13. TRADE PAYABLES

The following is an analysis of trade payables by age based on the invoice date:

	30 September 2015 (Unaudited) HK\$'000	31 March 2015 (Audited) HK\$'000
0 – 90 days	288,016	240,360
91 – 120 days	29,595	19,507
Over 120 days	3,488	2,726
	321,099	262,593

14. SHARE CAPITAL

	Number of shares	Amount HK\$'000
Ordinary shares of HK\$0.10 each		
Authorised:		
At 1 April 2014, 30 September 2014, 1 April 2015 and 30 September 2015	600,000,000	60,000
Issued and fully paid:		
At 1 April 2014, 30 September 2014, 1 April 2015 and 30 September 2015	335,432,520	33,543

15. CAPITAL COMMITMENTS

	30 September 2015 (Unaudited) HK\$'000	31 March 2015 (Audited) HK\$'000
Capital expenditure contracted for but not provided in the condensed consolidated financial statements in respect of:		
– acquisition of property, plant and equipment	2,615	2,900
Capital expenditure authorised but not contracted for in respect of acquisition of property, plant and equipment	31,275	41,401
	33,890	44,301

16. RELATED PARTY TRANSACTIONS

During the period, rental expenses paid and payable to Allan Investment Company Limited amounted to HK\$450,000 (2014: HK\$450,000) and to Income Village Limited amounted to HK\$102,000 (2014: HK\$102,000) and to Fair Pacific Limited amounted to HK\$492,000 (2014: HK\$492,000). Allan Investment Company Limited is the immediate holding company of the Company while Income Village Limited and Fair Pacific Limited are fellow subsidiaries of the Company and these companies are controlled by certain directors of the Company who, together with their family members, have significant influence to the Group.

During the six months ended 30 September 2014, the Group paid rentals of approximately HK\$75,000 (2015: Nil) to Mr. Cheung Pui, the director of the Company.

During the period, the emoluments paid to the directors amounted to HK\$6,539,000 (2014: HK\$8,948,000). There is no key management personnel other than the directors of the Company.

17. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

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

Some of the Group's financial assets are measured at fair value 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 technique(s) 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 is 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 2015	31 March 2015		
Available-for-sales investments	Investment in unlisted investment funds and unlisted debt securities HK\$19,055,000	Investment in unlisted investment funds and unlisted debt securities HK\$15,180,000	Level 3	Net asset value (Note)
Financial assets designated at FVTPL	Investment in unlisted investment funds HK\$3,509,000	Investment in unlisted investment funds HK\$3,635,000	Level 3	Net asset value (Note)

Note: The Group has determined that the reported net asset value represents the fair value of the unlisted investment funds and unlisted debt securities.

There were no transfers between the different levels of the fair value hierarchy for the current interim period.

The directors of the Company consider that the carrying amounts of financial assets and financial liabilities recorded at amortised cost in the condensed consolidated financial statements approximate their fair values.

Reconciliation of Level 3 fair value measurements of financial assets

	Available- for-sale investments HK\$'000	Financial assets designated at FVTPL HK\$'000
At 1 April 2015 (audited)	15,180	3,635
Total gains (losses):		
– in profit or loss	–	(126)
– in other comprehensive income	(779)	–
Purchases	4,654	–
At 31 September 2015 (unaudited)	<u>19,055</u>	<u>3,509</u>

Of the total gains for the period included in “other gains and losses” in profit or loss, losses of HK\$126,000 relates to unlisted investment funds held at the end of the reporting period (for the six months ended 30 September 2014: gains of HK\$30,000). Included in other comprehensive income is an amount of HK\$779,000 losses related to unlisted investment funds and unlisted debt securities held at the end of the reporting period and is reported as changes of “investment revaluation reserve” (for the six months ended 30 September 2014: losses of HK\$221,000).

Fair value measurements and valuation processes

The board of directors of the Company has determined the fair value of the unlisted investment funds and unlisted debt securities by reference to prices provided by the counterparty financial institution.

In estimating the fair value of an asset or a liability, the Group uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Group looks for other data provided by counterparty financial institution. The Group works closely with the counterparty financial institution to obtain the latest data. The finance director reports the findings to the board of directors of the Company every quarter to explain the cause of fluctuations in the fair value of the assets and liabilities.

Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed above.

MANAGEMENT DISCUSSION AND ANALYSIS

For the six months ended 30 September 2015, the Group's sales turnover decreased by 21.7% to HK\$847.2 million (2014: HK\$1,082.1 million) and the consolidated net profit decreased by 84.1% to HK\$8.8 million (2014: HK\$55.5 million). Basic earnings per share of the Group for the six months ended 30 September 2015 was HK2.63 cents (2014: HK16.55 cents). The Board of Directors has resolved that an interim dividend of HK1.5 cents (2014: HK2.5 cents) per share would be paid on 20 January 2016 to shareholders registered on 23 December 2015.

BUSINESS REVIEW

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

The first 6 months of financial year 2015/16 has been one of our most difficult periods. For the six months ended 30 September 2015, sales turnover decreased by 21.7% to HK\$847.2 million. Sales turnover suffered double-digit decrease across all markets due to slow and uncertain business and economic environment, weakened global market demand and fierce competition in the household electrical appliance industry. Order deferrals and cancellations from customers have become more pronounced during the period in review. Sales turnover to Europe decreased by 20.0% to HK\$428.6 million representing 50.6% of the Group's sales turnover. Sales turnover to America decreased by 15.4% to HK\$201.0 million representing 23.7% of the Group's sales turnover. Sales turnover to Asia decreased by 23.5% to HK\$197.3 million representing 23.3% of the Group's sales turnover. Sales turnover to other markets decreased by 60.3% to HK\$20.3 million representing 2.4% of the Group's sales turnover.

Gross profit for the six months ended 30 September 2015 decreased by 30.4% to HK\$90.9 million (2014: HK\$130.5 million). Gross profit margin decreased from 12.1% to 10.7%. Operating expenses, especially labour related costs in the PRC, continue to increase. The order deferrals and cancellations have made our production planning and workforce planning very difficult. This is also part of the reason why the labour related costs has not dropped in line with the decrease in sales turnover.

We continued to apply stringent cost control measures to all aspects of our operations. Selling and distribution costs decreased by 12.0% to HK\$16.6 million (2014: HK\$18.9 million). As a percentage to sales turnover, selling and distribution costs increased from 1.7% to 2.0% as compared to corresponding period last year. Administrative expenses decreased by 8.5% to HK\$66.8 million (2014: HK\$73.0 million). As a percentage to sales turnover, administrative expenses increased from 6.7% to 7.9% as compared to corresponding period last year.

The investment property located in Wanchai, Hong Kong was revaluated at HK\$248.0 million at 30 September 2015 (31 March 2015: HK\$248.0 million), resulting in no change in the fair value for the period under review. During the same period for the previous year, there had been an increase in fair value of HK\$20.2 million from the same investment property.

Net profit decreased by 84.1% to HK\$8.8 million (2014: HK\$55.5 million). Net profit margin decreased from 5.1% to 1.0% as compared to corresponding period last year.

PROSPECTS

Looking ahead, we project the outlook for the second half year would be similar to the first half. Sales turnover would still be slow due to market conditions and weak global demand. Both the US and Europe markets are still very slow in recovery. The competition within the industry is very intense. The continuous pressure for selling price reduction from customers is inevitable which in term causes pressure on our margins.

At the operations level, we will continue to stay focused in stringent cost and expense control, productivity efficiency, product quality and providing excellent service to our customers. We expect the labour related costs in the PRC would continue to increase. We would continue to implement a higher degree of semi-automation, lean production and manufacturing process improvements to increase productivity and efficiency so as to counteract the increase in labour related costs in the PRC. We would seek to expand both our customer base and product base. Our R&D and Engineering functions would play an important role in providing to our customers unique and innovative platforms for the products.

We are fully aware of the turbulent and challenging set of business environment. However, with our prudent and pragmatic business approach, financial strength and commitment to excel, we will strive on and tread cautiously to ride through the current difficult conditions to create value to our shareholders, employees and business partners.

LIQUIDITY AND FINANCIAL RESOURCES

As at 30 September 2015, the Group had total assets of HK\$1,662.5 million (31 March 2015: HK\$1,643.8 million) which was financed by current liabilities of HK\$545.6 million (31 March 2015: HK\$503.8 million), long-term liabilities and deferred taxation of HK\$62.2 million (31 March 2015: HK\$64.6 million) and shareholders' equity of HK\$1,054.7 million (31 March 2015: HK\$1,075.5 million).

The group continued to maintain a strong and healthy balance sheet and liquidity position. As at 30 September 2015, the Group held HK\$487.7 million (31 March 2015: HK\$405.6 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\$64.9 million (31 March 2015: HK\$78.1 million) and the gearing ratio (ratio of borrowings to shareholders' equity) was 6.2% (31 March 2015: 7.3%).

We continue to apply stringent control over the working capital cycle. The inventory balance as at 30 September 2015 was HK\$97.5 million (31 March 2015: HK\$103.7 million). The trade receivables balance as at 30 September 2015 was HK\$423.0 million (31 March 2015: HK\$400.0 million). The trade payables balance as at 30 September 2015 was HK\$321.1 million (31 March 2015: HK\$262.6 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 2015, the Group invested approximately HK\$9.1 million (2014: HK\$20.2 million) in property, plant and machinery, mould and tools, equipment, computer systems and other tangible assets for expansion and upgrade to our manufacturing facilities. These investments were funded by internal resources and bank loans. 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, Renminbis 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 2015, the Group did not have any significant contingent liabilities.

EMPLOYEE AND REMUNERATION POLICIES

Currently, the Group employs approximately 4,400 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.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 September 2015, the interests of the directors and chief executives of the Company in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (“SFO”)) which were notified to the Company and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) pursuant to 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 recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies (“Model Code”), were as follows:

Ordinary shares of HK\$0.10 each of the Company

Name	Capacity	Number of ordinary shares held		Total	Approximate % of the issued share capital of the Company
		Personal Interest	Other interest		
Mr. Cheung Lun	Founder of discretionary trust	–	149,049,960 <i>(Note)</i>	149,049,960	44.44%
Mr. Cheung Shu Wan	Beneficial Owner	49,675,335			
	Beneficiary of trust		149,049,960 <i>(Note)</i>	198,725,295	59.24%
Ms. Cheung Lai Chun, Maggie	Beneficial Owner	600,000			
	Beneficiary of trust		149,049,960 <i>(Note)</i>	149,649,960	44.61%
Ms. Cheung Lai See, Sophie	Beneficial Owner	1,258,000			
	Beneficiary of trust		149,049,960 <i>(Note)</i>	150,307,960	44.81%
Mr. Cheung Pui	Beneficial Owner	1,000,000	–	1,000,000	0.30%

Note:

The references to 149,049,960 shares relate to the same block of shares in the Company, of which 134,821,960 shares are held by Allan Investment Company Limited (“AICL”), 7,658,000 shares are held by Commence Investment Limited (“CIL”) and 6,570,000 shares are held by Unison Associates Limited (“UAL”), AICL and CIL are owned as to 89% and 100% respectively by UAL. Mr. Cheung Lun is the settlor of The Cheung Lun Family Trust (“Trust”). Credit Suisse Trust Limited as trustee of the Trust holds 100% of the shareholding of UAL and the discretionary beneficiaries of the Trust are, among others, Mr. Cheung Shu Wan, Ms. Cheung Lai Chun, Maggie and Ms. Cheung Lai See, Sophie.

Save as disclosed above, none of the directors or chief executives, nor their associates, of the Company had, as at 30 September 2015, any interests or short positions in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which would have to be notified to the Company and the Stock Exchange pursuant to 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 recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

SUBSTANTIAL SHAREHOLDERS

So far as is known to any director or chief executive of the Company, as at 30 September 2015, shareholders (other than directors or chief executives of the Company) who had interests or short positions in the shares or underlying shares of the Company 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 or had otherwise notified to the Company were as follows:

Long Positions of Substantial Shareholders in the Shares of the Company

Number of Shareholder	Capacity	Name of Ordinary Shares	Approximate % of Shareholding
Credit Suisse Trust Limited	Trustee	149,049,960	44.44%
Unison Associates Limited	Held by controlled corporation	142,479,960	42.48%
	Beneficial Owner	6,570,000	1.96%

Number of Shareholder	Capacity	Name of Ordinary Shares	Approximate % of Shareholding
Allan Investment Company Limited	Beneficial Owner	134,821,960	40.19%
Webb, David Michael	Beneficial Owner	9,121,000	2.72%
	Held by controlled corporation	27,905,000 <i>(Note)</i>	8.32%
Preferable Situation Assets Limited	Beneficial Owner	26,886,000 <i>(Note)</i>	8.02%

Note:

The reference to 27,905,000 shares above are held by Preferable Situation Assets Limited, a company 100% controlled by Mr. Webb, David Michael. According to a notice subsequently filed pursuant to Part XV of the SFO, the shareholding of Preferable Situation Assets Limited in the Company was increased from 26,886,000 shares to 27,905,000 Shares.

Save as disclosed above, as at 30 September 2015, the Company has not been notified by any persons (other than directors or chief executives of the Company) who had interests or short positions in the shares or underlying shares of the Company 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.

SHARE OPTION SCHEME

On 8 August 2012 (“Adoption Date”), the then Shareholders of the Company passed a resolution to adopt the Share Option Scheme (the “Scheme”) of the Company. The Scheme will remain in force for a period of ten years from the Adoption Date. At 30 September 2015, no option has been granted by the Company pursuant to the Scheme.

CLOSURE OF REGISTER

The Register of Shareholders will be closed from 21 December 2015 to 23 December 2015, 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 Level 22, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:00 p.m. on 18 December 2015 in order to qualify for the interim dividend above mentioned.

PURCHASE, SALE OR REDEMPTION OF SHARES

During the six months ended 30 September 2015, there was no purchase, sale or redemption of the shares by the Company or any of its subsidiaries.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Company has applied the principles and complied with all the applicable code provisions of the Corporate Governance Code (the "CG Code") as set out in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("Listing Rules") for the six months ended 30 September 2015, except for the deviations herein below mentioned:

The CG 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 ("INEDs") is appointed for a specific term. However, all INEDs, 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 CG Code.

The CG 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 the CG 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.

The CG Code Provision A.5.1

Under this code provision, the Company should establish a nomination committee.

Currently, the Company does not have a nomination committee. The Board will identify individuals suitably qualified to become board members when necessary. The Board will give due consideration to the suitability of a candidate for directorship after taking into account of his/her experience, qualification and other relevant factors. All candidates must also meet the standards as set forth in Rules 3.08 and 3.09 of the Listing Rules. A candidate who is to be appointed as an independent non-executive director should also meet the independence criteria set out in Rule 3.13 of the Listing Rules.

The CG Code Provision A.6.7

Under this code provision, independent non-executive directors and other non-executive directors shall attend general meetings and develop a balanced understanding of the views of shareholders.

Two independent non-executive directors, Dr. Chan How Chun and Professor Lo Chung Mau, did not attend the annual general meeting of the Company held on 19 August 2015 due to other business engagements.

The CG 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 19 August 2015. 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 CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The Audit Committee and the external auditors have reviewed the unaudited condensed consolidated financial statements of the Group for the six months ended 30 September 2015. The Committee now comprises three independent non-executive directors of the Company.

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 continual contribution and support throughout the year.

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

Hong Kong, 27 November 2015

This interim report can also be accessed through the internet at the Company's Website <http://www.allan.com.hk>.