

# ABC COMMUNICATIONS (HOLDINGS) LIMITED

(incorporated in Bermuda with limited liability)

(Stock Code: 30)

#### UNAUDITED INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2007

The Directors of ABC Communications (Holdings) Limited ("the Company") are pleased to announce the unaudited condensed consolidated interim balance sheet and condensed consolidated interim income statement of the Company and its subsidiaries ("the Group") for the six months ended 30 September 2007 as follows:

#### CONDENSED CONSOLIDATED INTERIM BALANCE SHEET

	Note	Unaudited 30 September 2007 HK\$	Audited 31 March 2007 HK\$
ASSETS			
Non-current assets			
Land use rights		16,477,256	16,766,631
Property, plant and equipment	5	4,235,278	2,552,065
Investment property		19,500,000	19,500,000
Available-for-sale financial assets		180,661,347	197,677,575
Long-term pledged deposits		52,968,960	52,511,340
Long-term deposits		1,844,288	2,634,581
Total non-current assets		275,687,129	291,642,192
Current assets			
Trade receivables	6	15,532,535	13,831,572
Other receivables, deposits and prepayments		9,459,765	7,596,316
Pledged deposits		51,265,280	50,174,040
Short-term deposits		34,036,156	_
Cash at banks and in hand		27,431,156	57,028,051
Total current assets		137,724,892	128,629,979
Total assets		413,412,021	420,272,171

		Unaudited	Audited
		30 September	31 March
	Note	2007 <i>HK</i> \$	2007 <i>HK\$</i>
EQUITY			
Capital and reserves attributable to the Company's equity holders			
Share capital	7	46,688,600	46,688,600
Reserves		257,414,321	271,464,998
Total equity		304,102,921	318,153,598
LIABILITIES			
Non-current liability			
Bank borrowings, secured	8	50,746,339	50,190,764
Deferred income tax liabilities		1,039,826	1,030,872
		51,786,165	51,221,636
Current liabilities			
Advance subscriptions and licence fees received		3,173,195	2,564,310
Customer deposits		487,500	508,500
Bank borrowings, secured	8	39,247,087	38,817,407
Trade and other payables	9	14,615,153	9,006,720
Total current liabilities		57,522,935	50,896,937
Total liabilities		109,309,100	102,118,573
Total equity and liabilities		413,412,021	420,272,171
Net current assets		80,201,957	77,733,042
Total assets less current liabilities		355,889,086	369,375,234

# CONDENSED CONSOLIDATED INTERIM INCOME STATEMENT

		Six months ended 30 September	
		2007	2006
			(As restated)
		4	(Note 10)
	Note	HK\$	HK\$
Turnover	4	70,896,073	29,620,120
Cost of sales		(63,518,929)	(23,435,863)
Gross profit		7,377,144	6,184,257
Other income		7,756,829	6,464,753
Other (losses)/gains – net	10	(1,146,408)	787,660
Operating expenses		(10,167,194)	(8,959,744)
Operating profit	4, 10	3,820,371	4,476,926
Finance costs	,	(553,367)	(436,501)
Profit before income tax		3,267,004	4,040,425
Income tax expense	11	(8,954)	
Profit for the six months		3,258,050	4,040,425
Attributable to:			
<ul> <li>Equity holders of the Company</li> </ul>		3,258,050	4,040,425
<ul><li>Minority interest</li></ul>			
		3,258,050	4,040,425
Earnings per share for profit attributable to the Company's equity holders			
- basic	12	0.70 cents	0.87 cents
- diluted		0.70 cents	0.87 cents
Dividends	13	9,337,720	4,668,860

Unaudited

#### NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

#### 1 General information

ABC Communications (Holdings) Limited ("the Company") is an investment holding company. Its subsidiaries (together, "the Group") are principally engaged in providing financial information services, wireless applications development, securities trading system licensing, property and investment holding.

The Company is incorporated in Bermuda with limited liability and its shares are listed on the Stock Exchange of Hong Kong Limited. The address of its registered office is Clarendon House, 2 Church Street, Hamilton HM11, Bermuda.

The immediate holding company and ultimate holding company is H.C.B.C. Enterprises (BVI) Limited, a company incorporated in the British Virgin Islands.

This condensed consolidated interim financial information is presented in Hong Kong Dollars ("HK\$"), unless otherwise stated.

This condensed consolidated interim financial information was approved for issue on 13 December 2007.

#### 2. Basis of preparation

This condensed consolidated interim financial information for the six months ended 30 September 2007 has been prepared in accordance with HKAS 34, "Interim financial reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and applicable disclosure requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The interim condensed financial report should be read in conjunction with the annual financial statements for the year ended 31 March 2007.

#### 3. Accounting policies

The accounting policies adopted are consistent with those of the annual financial statements for the year ended 31 March 2007, as described in the annual financial statements for the year ended 31 March 2007 with the addition of the following new standards, amendments and interpretations to existing standards which are relevant to the Group's operation and are mandatory for the financial year ended 31 March 2008.

HKAS 1 (Amendment) Presentation of Financial Statements – Capital Disclosures

HKFRS 7 Financial Instruments: Disclosures

HK(IFRIC)-Int 8 Scope of HKFRS 2

HK(IFRIC)-Int 9 Reassessment of Embedded Derivatives

HK(IFRIC)-Int 10 Interim Financial Reporting and Impairment

HK(IFRIC)-Int 11 HKFRS 2 Group and Treasury Share Transactions

The adoption of the above standards, amendments and interpretations to existing standards did not result in substantial change to the Group's results of operations and financial position.

The Group has not early adopted the following new standards or interpretations to existing standards that have been issued but are not yet effective for financial year ended 31 March 2008:

HKFRS 8 Operating Segments

HK(IFRIC)-Int 12 Service Concession Arrangement

The Group is in the process of making an assessment of the impacts of these new standards or interpretations to existing standards and it is not yet in a position to state what impact all these new standards or interpretations to existing standards would have on its results and financial position.

#### 4 Segment information

#### Primary reporting format – business segments

At 30 September 2007, the Group is organised on a worldwide basis into the three main business segments:

- Financial quotation and securities trading system licensing
- Wireless applications
- Corporate activities and investment holdings holding of corporate assets and liabilities

Turnover consists of financial quotation subscription fee, sale from securities trading system licensing and wireless applications.

The segment results for the six months ended 30 September 2007 are as follows:

Business segments	Financial quotation and securities trading system licensing HK\$ (Unaudited)	Wireless applications <i>HK\$</i> (Unaudited)	Corporate activities and investment holdings HK\$ (Unaudited)	Total <i>HK\$</i> (Unaudited)
Turnover	70,706,609	189,464		70,896,073
Operating profit/(loss)	2,113,767	(751,800)	2,458,404	3,820,371
Finance costs				(553,367)
Profit before income tax Income tax expense				3,267,004 (8,954)
Profit for the period				3,258,050

The segment results for the six months ended 30 September 2006 are as follows:

	Financial quotation and		Corporate	
	securities		activities and	
	trading system	Wireless	investment	
Business segments	licensing	applications	holdings	Total
	HK\$	HK\$	HK\$	HK\$
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Turnover	29,476,826	143,294		29,620,120
Operating profit/(loss), as previously stated Adjustment on exchange difference on available-for-sale financial assets charged	1,066,116	(838,093)	5,367,821	5,595,844
to reserve (Note 10)			(1,118,918)	(1,118,918)
Operating profit/(loss), as restated	1,066,116	(838,093)	4,248,903	4,476,926
Finance costs				(436,501)
Profit before income tax, as restated				4,040,425
Income tax expense				
Profit for the period, as restated			_	4,040,425

Other segment terms included in the consolidated income statement are as follows:

	Six months	s ended 30 Sept	tember 2007 (Un	audited)	Six months	ended 30 Sept	ember 2006 (Un	audited)
	Financial				Financial			
	quotation and		Corporate		quotation and		Corporate	
	securities		activities and		securities		activities and	
	trading system	Wireless	investment		trading system	Wireless	investment	
	licensing	applications	holdings	Total	licensing	applications	holdings	Total
	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$
Depreciation	428,612	7,848	29,508	465,968	347,957	9,471	32,532	389,960
Amortisation of land use rights		_	289,375	289,375	_	_	84.333	84.333

The segment assets and liabilities at 30 September 2007 and capital expenditure for the six months ended 30 September 2007 are as follows:

	Financial quotation and securities trading system licensing $HK\$$	Wireless applications <i>HK\$</i>	Corporate activities and investment holdings	Total HK\$
Assets (Unaudited)	21,854,430	295,134	391,262,457	413,412,021
Liabilities (Unaudited)	16,839,046	245,227	92,224,827	109,309,100
Capital expenditure (Unaudited)	2,132,331		16,850	2,149,181

The segment assets and liabilities at 31 March 2007 and capital expenditure for the six months ended 30 September 2006 are as follows:

	Financial			
	quotation and		Corporate	
	securities		activities and	
	trading system	Wireless	investment	
	licensing	applications	holdings	Total
	HK\$	HK\$	HK\$	HK\$
Assets	15,196,174	504,113	404,571,884	420,272,171
Liabilities	12,271,633	125,290	89,721,650	102,118,573
Capital expenditure	363,554	23,741	6,239	393,534

Segment assets consist of property, plant and equipment, investment property, land use rights, available-for-sale financial assets, trade receivables and other receivables, other non-financial assets and operating cash.

Segment liabilities comprise operating liabilities (trade payables and other payables and other non-current liabilities).

Capital expenditure comprises additions to equipment.

#### Secondary reporting format – geographical segments

Although the Group's three business segments are managed on a worldwide basis, they operate in the following main geographical areas:

Hong Kong : Financial quotation, securities trading system licensing, wireless applications, and

corporate activities and investment holdings

Asia : Investment holdings

Canada and United States : Investment holdings

#### Turnover

Turnover is allocated based on the places/countries in which customers are located. All turnover of the Group was generated in Hong Kong.

#### Total assets

	As at		
	<b>30 September</b> 31 1		
	2007	2007	
	HK\$	HK\$	
	(Unaudited)	(Audited)	
Hong Kong	233,483,178	223,279,980	
Asia			
– Japan	151,855,947	168,919,295	
– Others	896	896	
Canada and United States	28,072,000	28,072,000	
	413,412,021	420,272,171	

Total assets are allocated based on where the assets are located.

## $\mathbf{C}$

Capital expenditure		
	Six months ended	30 September
	2007	2006
	HK\$	HK\$
	(Unaudited)	(Unaudited)
Hong Kong	2,149,181	393,534

Capital expenditure is allocated based on where the assets are located.

## 5 Capital expenditure

During the six-month period, the Group acquired some new computer equipment.

Property.	plant and	equipment
-----------	-----------	-----------

HK\$

(Unaudited)

## Six months ended 30 September 2006

Opening net book amount 1 April 2006	2,603,471
Additions	393,534
Depreciation	(389,960)

# Closing net book amount 30 September 2006 2,607,045

## Six months ended 30 September 2007

Opening net book amount 1 April 2007	2,552,065
Additions	2,149,181
Depreciation	(465,968)

# Closing net book amount 30 September 2007 4,235,278

#### 6 Trade receivables

At 30 September and 31 March 2007, the ageing analysis of the trade receivables were as follows:

As at	
30 September	31 March
2007	2007
HK\$	HK\$
(Unaudited)	(Audited)
14,816,819	13,285,234
715,716	546,338
15,532,535	13,831,572
	2007 HK\$ (Unaudited) 14,816,819 715,716

#### 7 Share capital

	As at	
	30 September	31 March
	2007	2007
	HK\$	HK\$
	(Unaudited)	(Audited)
Authorised:		
600,000,000 ordinary shares of HK\$0.1 each	60,000,000	60,000,000
Issued and fully paid:		
466,886,000 (2007: 466,886,000) ordinary shares of HK\$0.1 each	46,688,600	46,688,600

No share option had been granted, exercised, cancelled or lapsed during six months ended 30 September 2007. The outstanding number of options as at 30 September 2007 are 2,500,000 (31 March 2007: 2,500,000) with exercise price HK\$1.41 per share (31 March 2007: HK\$1.41 per share). Details have been disclosed at Directors' interest in the interim report.

### 8 Bank borrowings

	As at		
	30 September	31 March	
	2007	2007	
	HK\$	HK\$	
	(Unaudited)	(Audited)	
Non-current			
Bank borrowings (Note (a))	50,746,339	50,190,764	
Current			
Bank borrowings	39,247,087	38,817,407	
	89,993,426	89,008,171	

#### (a) The bank borrowings will mature on 22 December 2008 and 29 May 2009.

The bank borrowings are secured by fixed deposits placed with the banks. The carrying amounts of the bank borrowings approximate their fair value. The carrying amounts of the borrowings are denominated in Japanese Yen.

		HK\$ (Unaudited)
Six months ended 30 September 2006  Opening amount as at 1 April 2006  Additions		71,178,983 17,480,361
Exchange difference		201,374
Closing amount as at 30 September 2006		88,860,718
		HK\$
		(Unaudited)
Six months ended 30 September 2007		
Opening amount as at 1 April 2007 Exchange difference		89,008,171 985,255
Closing amount as at 30 September 2007		89,993,426
Trade and other payables		
	As at	
	30 September	31 March
	2007 <i>HK</i> \$	2007 <i>HK\$</i>
	(Unaudited)	(Audited)
Trade payables	12,022,005	7,453,100
Other payables	2,593,148	1,553,620
	14,615,153	9,006,720
At 30 September and 31 March 2007, the ageing analysis of the trade payables v	were as follows:	
	As at	
	30 September	31 March
	2007	2007
	HK\$ (Unaudited)	HK\$ (Audited)
0-3 months	12,022,005	7,438,100
4-6 months		15,000
	12,022,005	7,453,100

#### 10 Operating profit

The following items have been credited/(charged) to the operating profit during the interim period:

	Six months ended 30 September		
	2007	2006	
		(As restated)	
	HK\$	HK\$	
	(Unaudited)	(Unaudited)	
Gain on disposal of property, plant and equipment	4,500	_	
Unrealised exchange gains/(losses) on available-for-sale			
financial assets (Notes)	_	_	
Exchange differences	(1,855,530)	313,144	
Gains/(losses) on deregistration of a subsidiary	292,500	(1,630)	
Interest income	4,064,811	4,267,244	
Rental income from investment property	756,111	690,000	
Dividend income from available-for-sale financial assets	2,941,435	1,507,509	

#### Notes:

Certain foreign currency denominated available-for-sale financial assets of the Group were classified as monetary securities in prior years, for which, the translation differences were recognised in the income statement in accordance with the Group's accounting policies.

In the year ended 31 March 2007, the Group has reassessed the foreign currency denominated available-for-sale financial assets with reference to HKAS 39 "Financial Instruments: Recognition and Measurement" and considered the available-for-sale financial assets should be accounted for as equity securities (i.e. non-monetary financial assets). Accordingly, the unrealised translation differences should be taken on the investment revaluation reserve in equity.

The financial statements of the six months ended 30 September 2006 have been restated to reflect this reassessment in accordance with HKAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors". The effect of the restatement on those financial statements is summarised below:

HK\$

Decrease in other gains – net, for the period ended 30 September 2006

1,118,918

Increase in investment revaluation reserve, as at 30 September 2006

1,118,918

#### 11 Income taxes

Hong Kong profits tax has not been provided as the Group has no estimated assessable profit for the period (2006: Nil).

Six months ended 30 September		
2007	2006	
HK\$	HK\$	
(Unaudited)	(Unaudited)	
_	_	
8,945		
8,945		
	2007 HK\$ (Unaudited)  -  8,945	

#### 12 Earnings per share

per ordinary share

13

Earnings per share attributable to equity holders of the company arises from operations as follows:

	Six months ended 30 September (HK cents per share)	
	2007	2006
		(As restated)
	(Unaudited)	(Unaudited)
Earnings per share for profit attributable to the equity holders of the company (expressed in HK cents per share)		
- basic	0.70	0.87
- diluted	0.70	0.87
Dividends		
	Six months ended 30 September	
	2007	2006
	HK\$	HK\$
	(Unaudited)	(Unaudited)
Interim dividend, of HK2 cents (2006: HK1 cent)		

<sup>(</sup>a) At a meeting held on 13 December 2007, the directors declared an interim dividend of HK 2 cents per ordinary share for the year ending 31 March 2008. This dividend is not reflected as a dividend payable in these condensed interim financial statements, but will be reflected as an appropriation of retained earnings for the year ending 31 March 2008.

9,337,720

4,668,860

#### INTERIM DIVIDEND

The Directors have declared an interim dividend of HK¢2 per ordinary share (2006: HK¢1) for the fiscal year ending 31 March 2008 payable to shareholders whose names appear in the Register of Members at the close of business on 10 January 2008. Dividend warrants will be posted to shareholders on 15 January 2008.

#### **CLOSURE OF REGISTER OF MEMBERS**

The Register of Members of the Company will be closed from 7 January 2008 (Monday) to 10 January 2008 (Thursday), both dates inclusive, during which period no transfer of shares will be effected. In order to qualify for the interim dividend, all completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrars, Computershare Hong Kong Investor Services Limited, 18th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:00 pm on 4 January 2008 (Friday).

#### MANAGEMENT DISCUSSION AND ANALYSIS

#### **Business Review**

Fuelled by the buoyant stock market in the first six months of our fiscal year, QuotePower, our principal operating subsidiary in financial quotation services, reported a significant growth in revenue. Turnover of the Group as a result soared to HK\$70.9 million, an increase of 139.35% over that of the comparable period in the previous year.

Our net income for the six months, however, took a hit from an unrealized exchange loss of HK\$1.86 million and a one-off charge amounting to HK\$1.25 million over the failed privatization exercise of the Group earlier this year. Our net profit of HK\$3.26 million for the first six months of the fiscal year represents a drop of 19.36% as compared to the restated profit of HK\$4.04 million for the previous comparable period.

#### Outlook

The Wireless Internet Fund in which we hold 1.897 % made a small cash distribution of HK\$1.78 million to our Group during the period under review, following an investment disposal gain being realized by the Fund. Recent developments of the Fund's investee companies would suggest a modest return for us over this investment in the next few years.

eAccess, a Japanese broadband operator in which we have a 1.28% stake, continues to make steady progress in customer acquisitions and its financial results continue to outperform budgetary projections. However, due to the lackluster Japanese stock markets, the market value of our eAccess holdings has declined by approximately HK\$17 million as at 30 September 2007 as compared to our last fiscal year-end. This effect has been reflected in our balance sheet which as a result shows our net asset value per share has dropped slightly from HK\$0.68 as at 31 March 2007 to HK\$0.65 as at 30 September 2007. Notwithstanding its current depressed share price, we believe eAccess' business plan remains sound and we maintain our cautiously optimistic outlook on this investment.

eMobile, a Japanese mobile company in which we hold 0.47%, launched its mobile data service in late March this year. By August, the company has acquired 100,000 subscribers, a milestone achieved one month ahead of schedule. While this company may remain loss-making for some time yet, eMobile has managed to be on track in its business development, and we are very positive as to its future prospects.

## LIQUIDITY, CAPITAL STRUCTURE AND TREASURY MANAGEMENT

As at 30 September 2007, our Group had cash and bank balances of HK\$167.55 million of which HK\$104.23 million had been pledged to secure Japanese Yen borrowings equivalent to approximately HK\$89.99 million (translated at the then prevailing exchange rate) at the end of the period under review. All bank borrowings are denominated in Japanese Yen, with defined repayable terms and bear interests at prevailing market rates.

	30 September 2007 (Unaudited)		31 March 2007 (Audited)	
	HK\$	%	HK\$	%
Bank borrowings	89,993,426	23	89,008,171	22
Total equity	304,102,921	77	318,153,598	78
Total capital employed	394,096,347	100	407,161,769	100

#### PLEDGE OF ASSETS

As at 30 September 2007, time deposits of HK\$104.23 million were pledged to secure general banking facilities granted to our Group.

#### CAPITAL COMMITMENTS

As at 30 September 2007, the Group had an outstanding funding commitment of up to HK\$1.76 million to a Wireless Internet Fund.

#### **CONTINGENT LIABILITIES**

As at 30 September 2007, the Group had no material contingent liabilities.

#### **EMPLOYEE REMUNERATION POLICY**

As at 30 September 2007, the Group had 40 employees. Total salaries and related costs incurred for the period under review amounted to HK\$6.37 million. Our remuneration policies are in line with prevailing market practices and formulated on the basis of the performance and experience of individual employees. Apart from basic salaries, other staff benefits include provident funds and medical schemes. The Company may also grant share options to eligible employees.

#### PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

Neither the Company nor any of its subsidiaries has purchased or sold any of the Company's securities during the period and the Company has not redeemed any of its securities during the period.

# COMPLIANCE WITH CODE PROVISIONS OF THE CODE ON CORPORATE GOVERNANCE PRACTICES

Non-executive directors of the Company are not appointed for a specific term as per Code A.4.1 of the Code on Corporate Governance set out in appendix 14 of the Listing Rules of the Stock Exchange of Hong Kong Limited, but every director of the Company will be subject to retirement no later than the third annual general meeting after his election, under the Company's Bye-Laws. Apart from the above, the Company has complied with the Code Provisions of the Code on Corporate Governance Practices during the period.

The Company has adopted the Model Code for Directors' Securities Transactions set out in Appendix 10 of the Listing Rules. All Directors have confirmed that they fully complied with the Model Code during the period under review.

#### **AUDIT COMMITTEE**

The Group's unaudited interim results have been reviewed by the Audit Committee of the Company.

# PUBLICATION OF DETAILED RESULTS ANNOUNCEMENT ON THE WEBSITE OF THE STOCK EXCHANGE OF HONG KONG LIMITED

A detailed interim report containing all information required by paragraphs 37(1) to 44(4) of Appendix 16 to the Listing Rules will in due course be published on the Company's website and that of the Stock Exchange of Hong Kong Limited as well as dispatched to shareholders of the Company.

By Order of the Board

Patricia Yeung Shuk Kwan

Managing Director

Hong Kong, 13 December 2007

As at the date of this announcement, the board of directors of the Company comprises Mr. George Joseph Ho, Mr. Joey Fan and Ms. Patricia Yeung Shuk Kwan as executive directors, Mr. Michael Tse Chi Hung, Mr. George Ho and Mr. Leung Kwok Kit as non-executive directors, and Mr. Adrian Fu Hau Chak, Mr. Aubrey Li Kwok Sing and Mr. Lester Kwok Chi Hang as independent non-executive directors.