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**COASTAL** 沿海  
**COASTAL GREENLAND LIMITED**  
沿海綠色家園有限公司\*  
*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 1124)**

**ANNUAL RESULTS FOR THE YEAR ENDED 31 MARCH 2019**

**FINANCIAL HIGHLIGHTS:**

- Revenue for the year amounted to about HK\$201 million, a decrease of about 89% as compared with last year.
- Profit for the year attributable to owners of the Company was about HK\$132 million, a decrease of about 43% from last year.
- As at 31 March 2019, net debt to total equity ratio was 41%, maintaining at a manageable level.

The board (the “Board”) of directors (the “Director(s)”) of Coastal Greenland Limited (the “Company”) is pleased to announce the audited consolidated annual results of the Company and its subsidiaries (collectively the “Group”) for the year ended 31 March 2019, together with comparative audited figures for the year ended 31 March 2018. The following financial information is extracted from the audited consolidated financial statements in the Group’s 2018/19 annual report which is to be published by the Group.

\* For identification purpose only

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

*For the year ended 31 March 2019*

	<i>Notes</i>	<b>2019</b> <i>HK\$'000</i>	2018 <i>HK\$'000</i>
Revenue	4	<b>200,508</b>	1,791,404
Cost of sales		<b>(176,555)</b>	(1,364,710)
<b>Gross profit</b>		<b>23,953</b>	426,694
Other income and gains	5	<b>77,193</b>	98,663
Marketing and selling expenses		<b>(9,477)</b>	(39,530)
Administrative expenses		<b>(255,320)</b>	(255,525)
Other expenses		<b>(650,993)</b>	(453,500)
Finance costs	6	<b>(48,950)</b>	(179,653)
Share of (loss) profit of associates		<b>(25)</b>	1,753
Share of (loss) profit of joint ventures		<b>(2,246)</b>	104,239
Net gain on disposal of subsidiaries	15	<b>886,220</b>	661,616
<b>Profit before taxation</b>		<b>20,355</b>	364,757
Taxation	7	<b>99,899</b>	(143,514)
<b>Profit for the year</b>	8	<b>120,254</b>	221,243
<b>Other comprehensive income</b>			
<i>Items that will not be reclassified to profit or loss:</i>			
Exchange differences arising on translation to presentation currency		<b>(617,208)</b>	539,295
Surplus on revaluation of buildings		<b>22,665</b>	78,463
Deferred tax charge arising on revaluation of buildings		<b>(5,666)</b>	(19,616)
Financial assets at fair value through other comprehensive income – net movement in fair value reserve		<b>(14,748)</b>	–
<b>Other comprehensive income for the year</b>		<b>(614,957)</b>	598,142
<b>Total comprehensive income for the year</b>		<b>(494,703)</b>	819,385

	<i>Notes</i>	<b>2019</b> <b><i>HK\$'000</i></b>	2018 <i>HK\$'000</i>
Profit for the year attributable to:			
Owners of the Company		<b>132,475</b>	231,077
Non-controlling interests		<b>(12,221)</b>	(9,834)
		<u><b>120,254</b></u>	<u>221,243</u>
Total comprehensive income for the year attributable to:			
Owners of the Company		<b>(469,895)</b>	811,926
Non-controlling interests		<b>(24,808)</b>	7,459
		<u><b>(494,703)</b></u>	<u>819,385</u>
		<b><i>HK cents</i></b>	<i>HK cents</i>
<b>Earnings per share</b>	<i>10</i>		
Basic and diluted		<u><b>3.17</b></u>	<u>5.52</u>

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

*At 31 March 2019*

	<i>Notes</i>	<b>2019</b>	2018
		<b><i>HK\$'000</i></b>	<i>HK\$'000</i>
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment		<b>318,750</b>	306,828
Investment properties		<b>4,069</b>	4,356
Prepaid land lease payments		<b>41,894</b>	46,621
Interests in associates		–	24,953
Interests in joint ventures		<b>162,964</b>	193,742
Amounts due from associates and joint ventures		<b>116,579</b>	124,805
Available-for-sale investments		–	195,409
Financial assets at fair value through other comprehensive income		<b>34,894</b>	–
		<hr/>	<hr/>
Total non-current assets		<b>679,150</b>	896,714
<b>CURRENT ASSETS</b>			
Properties under development		<b>1,717,146</b>	1,541,475
Completed properties for sale		<b>191,579</b>	261,372
Trade receivables	<i>11</i>	–	2,603
Prepayments, deposits and other receivables	<i>12</i>	<b>5,546,542</b>	1,339,124
Amounts due from associates and joint ventures		<b>256,906</b>	495,329
Prepaid tax		<b>31,897</b>	10,389
Pledged bank deposits		<b>245,414</b>	260,892
Cash and bank balances		<b>35,273</b>	1,342,744
		<hr/>	<hr/>
		<b>8,024,757</b>	5,253,928
Assets classified as held for sale	<i>15</i>	–	9,651,773
		<hr/>	<hr/>
Total current assets		<b>8,024,757</b>	14,905,701
		<hr/>	<hr/>

	<i>Notes</i>	<b>2019</b> <b><i>HK\$'000</i></b>	2018 <i>HK\$'000</i>
<b>CURRENT LIABILITIES</b>			
Trade and bills payables	<i>13</i>	<b>75,296</b>	93,334
Contract liabilities		<b>220,405</b>	–
Deposits received from pre-sales of properties		–	130,983
Other payables and accruals		<b>594,015</b>	2,010,800
Amounts due to associates and joint ventures		–	5,016
Amount due to a substantial shareholder of the Company		<b>61,509</b>	23,823
Tax payable		<b>147,028</b>	498,435
Interest-bearing bank and other borrowings	<i>15</i>	<b>2,339,368</b>	310,556
		<b>3,437,621</b>	3,072,947
Liabilities classified as held for sale	<i>15</i>	–	6,801,087
Total current liabilities		<b>3,437,621</b>	9,874,034
<b>NET CURRENT ASSETS</b>		<b>4,587,136</b>	5,031,667
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<b>5,266,286</b>	5,928,381
<b>NON-CURRENT LIABILITIES</b>			
Interest-bearing bank and other borrowings		<b>29,145</b>	56,162
Deferred tax liabilities		<b>137,572</b>	263,939
Total non-current liabilities		<b>166,717</b>	320,101
<b>NET ASSETS</b>		<b>5,099,569</b>	5,608,280
<b>CAPITAL AND RESERVES</b>			
Share capital		<b>414,602</b>	418,587
Reserves		<b>4,577,242</b>	5,055,816
Equity attributable to owners of the Company		<b>4,991,844</b>	5,474,403
Non-controlling interests		<b>107,725</b>	133,877
Total equity		<b>5,099,569</b>	5,608,280

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 March 2019

## 1. BASIS OF PREPARATION

The consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”) and the applicable disclosures required by the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and by the Hong Kong Companies Ordinance.

## 2. APPLICATION OF NEW AND AMENDMENTS TO HKFRSs

The Group has applied for the first time, the following new and amendments to HKFRSs issued by the HKICPA that are relevant for the preparation of the Group’s consolidated financial statements:

Annual Improvements to HKFRSs 2014-2016 Cycle	Amendments to HKFRS 1, First-time adoption of Hong Kong Financial Reporting Standards
Annual Improvements to HKFRSs 2014-2016 Cycle	Amendments to HKAS 28, Investments in Associates and Joint Ventures
Amendments to HKFRS 2	Classification and Measurement of Share-based Payment Transactions
HKFRS 9	Financial Instruments
HKFRS 15	Revenue from Contracts with Customers
Amendments to HKFRS 15	Revenue from Contracts with Customers (Clarifications to HKFRS 15)
Amendments to HKAS 40	Transfers of Investment Property
HK(IFRIC) - Int 22	Foreign Currency Transactions and Advance Consideration

Except as described in note 3 below, the application of the new and amendments to HKFRSs in the current year has had no material impact on the Group’s financial performance and positions for the current and prior years and/or on the disclosures set out in these consolidated financial statements.

### 3. SUMMARY OF THE IMPACT OF CHANGES IN ACCOUNTING POLICY

#### A. HKFRS 9 Financial Instruments

This note explains the impact of the adoption of HKFRS 9 Financial Instruments on the consolidated financial statements and also discloses the new accounting policies that have been applied from 1 April 2018, where they are different to those applied in prior periods.

##### (a) *Impact on the financial statements*

As explained below, HKFRS 9 was generally adopted without restating comparative information. The reclassifications and the adjustments arising from the new impairment rules are therefore not reflected in the statement of financial position as at 31 March 2018, but are recognised in the opening balance on 1 April 2018.

The following tables show the adjustments of the Group recognised for each individual line item. Line items that were not affected by the changes have not been included. As a result, the sub-totals and totals disclosed cannot be recalculated from the numbers provided. The adjustments of the Group are explained in more detail below.

	At 31 March 2018 <i>HK\$'000</i>	HKFRS 9 <i>HK\$'000</i>	At 1 April 2018 <i>HK\$'000</i>
Available-for-sale investments	195,409	(195,409)	–
Financial assets at fair value through other comprehensive income	–	192,670	192,670
Total non-current assets	896,714	(2,739)	893,975
Trade receivables	2,603	(14)	2,589
Total current assets	14,905,701	(14)	14,905,687
Reserves	5,055,816	(2,753)	5,053,063
Total equity	<u>5,608,280</u>	<u>(2,753)</u>	<u>5,605,527</u>

**(b) HKFRS 9 Financial Instruments – Impact of adoption**

HKFRS 9 replaces the provisions of HKAS 39 that relate to the recognition, classification and measurement of financial assets and financial liabilities, derecognition of financial instruments, impairment of financial assets hedge accounting.

The adoption of HKFRS 9 Financial Instruments from 1 April 2018 resulted in changes in accounting policies and adjustments to the amounts recognised in the financial statements. The new accounting policies are set out below. In accordance with the transitional provisions in HKFRS 9, comparative figures have not been restated. Any adjustments to the carrying amounts of financial assets and liabilities at the date of transition are recognised in the opening retained profits of the current year.

*Classification and measurement*

On 1 April 2018 (the date of initial application of HKFRS 9), the Group's management has assessed which business models apply to the financial assets held by the Group and has classified its financial instruments into the appropriate HKFRS 9 categories. The main effects resulting from reclassification are as follows:

		Financial assets at fair value through other comprehensive income	Available -for-sale investments
	Notes	HK\$'000	HK\$'000
Closing balance as at 31 March 2018		–	195,409
Reclassification from available-for-sale investments to financial assets at fair value through other comprehensive income	(i)	195,409	(195,409)
Re-measurement of financial assets	(ii)	<u>(2,739)</u>	<u>–</u>
Opening balance as at 1 April 2018		<u><u>192,670</u></u>	<u><u>–</u></u>



The impact of these changes on the Group's equity is as follows:

		Effect on FVOCI reserve <i>HK\$'000</i>	Effect on retained profits <i>HK\$'000</i>
Closing balance as at 31 March 2018		–	2,629,692
Reclassification from available- for-sale investments to financial assets at fair value through other comprehensive income	<i>(i)</i>	–	–
Re-measurement of financial assets	<i>(ii)</i>	(2,739)	–
Increase in expected credit losses	<i>c(ii)</i>	–	(14)
		<u>(2,739)</u>	<u>(14)</u>
Opening balance as at 1 April 2018		<u><u>(2,739)</u></u>	<u><u>2,629,678</u></u>

*Notes:*

- (i) Reclassification from available-for-sale investments to financial assets at fair value through other comprehensive income

The financial assets of HK\$195,409,000 that were previously classified as available-for-sale investments under HKAS 39 have been reclassified as financial assets at fair value through other comprehensive income under HKFRS 9.

- (ii) Re-measurement of financial assets

The available-for-sale investments were stated at cost less impairment in prior years and their carrying amounts were HK\$195,409,000 as at 31 March 2018. Those investments have been re-measured and stated at fair value amounted to HK\$192,670,000, and reclassified as financial assets at fair value through other comprehensive income as at 1 April 2018.

The fair value loss on re-measurement of financial assets at fair value through other comprehensive income amounted to HK\$2,739,000 was charged to retained profits of the Group on 1 April 2018.

**(c) HKFRS 9 Financial Instruments – Accounting policy applied from 1 April 2018**

**(i) Classification and measurement of financial instrument**

HKFRS 9 basically retains the existing requirements in HKAS 39 for the classification and measurements of financial liabilities. However, it eliminates the previous HKAS 39 categories for financial assets of held to maturity financial assets, loans and receivables and available-for-sale financial assets. The adoption of HKFRS 9 has no material impact on the Group’s accounting policies related to financial liabilities and derivative financial instruments. The impact of HKFRS 9 on the Group’s classification and measurement of financial assets is set out below.

Under HKFRS 9, except for certain trade receivables (that the trade receivables do not contain a significant financing component in accordance with HKFRS 15), an entity shall, at initial recognition, measure a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (“FVTPL”), transaction costs. A financial asset is classified as: (i) financial assets at amortised cost (“amortised costs”); (ii) financial assets at fair value through other comprehensive income (“FVOCI”); or (iii) FVTPL (as defined in above). The classification of financial assets under HKFRS 9 is generally based on two criteria: (i) the business model under which the financial asset is managed and (ii) its contractual cash flow characteristics (the “solely payments of principal and interest” criterion, also known as “SPPI criterion”). Under HKFRS 9, embedded derivatives are no longer required to be separated from a host financial asset. Instead, the hybrid financial instrument is assessed as a whole for the classification.

A financial asset is measured at amortised cost if it meets both of the following conditions and it has not been designated as FVTPL:

- It is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that meet the SPPI criterion.

A debt investment is measured at FVOCI if it meets both of the following conditions and it has not been designated as FVTPL:

- It is held within a business model whose objective to be achieved by both collecting contractual cash flows and selling financial assets; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that meet the SPPI criterion.

On initial recognition of an equity investment that is not held for trading, the Group could irrevocably elect to present subsequent changes in the investment's fair value in other comprehensive income. This election is made on an investment-by-investment basis. All other financial assets not classified at amortised cost or FVOCI as described above are classified as FVTPL. This includes all derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or FVOCI or FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

The following accounting policies would be applied to the Group's financial assets as follows:

FVTPL	FVTPL is subsequently measured at fair value. Changes in fair value, dividends and interest income are recognised in profit or loss.
Amortised costs	Financial assets at amortised cost are subsequently measured using the effective interest rate method. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain on derecognition is recognised in profit or loss.
FVOCI (equity instruments)	Equity investments at fair value through other comprehensive income are measured at fair value. Dividend income is recognised in profit or loss unless the dividend income clearly represents a recovery of part of the cost of the investments. Other net gains and losses are recognised in other comprehensive income and are not reclassified to profit or loss.

The following table summarises the original measurement categories under HKAS 39 and the new measurement categories under HKFRS 9 for each class of the Group's financial assets as at 1 April 2018:

	Original classification under HKAS 39	New classification under HKFRS 9	Carrying amount as at 1 April 2018 under HKAS 39 <i>HK\$000</i>	Carrying amount as at 1 April 2018 under HKFRS 9 <i>HK\$000</i>
Financial assets				
Unlisted equity investment	Available-for-sale investment	FVOCI	192,449	189,710
Club debentures	Available-for-sale investment	FVOCI	2,960	2,960
Amounts due from associates and joint ventures	Loans and receivables	Amortised cost	620,134	620,134
Trade receivables	Loans and receivables	Amortised cost	2,603	2,589
Prepayment, deposits and other receivables	Loans and receivables	Amortised cost	1,339,124	1,339,124
Cash and bank balances	Loans and receivables	Amortised cost	1,342,744	1,342,744

(ii) *Impairment of financial assets*

The adoption of HKFRS 9 has changed the Group's impairment model by replacing the HKAS 39 "incurred loss model" to the "expected credit losses ("ECLs") model". HKFRS 9 requires the Group to recognise ECLs for trade receivables, financial assets at amortised costs, contract assets and debt investment at FVOCI earlier than HKAS 39. Other receivables, deposits and prepayments, pledged bank deposits and bank balances and cash are subject to ECLs model but the impairment is immaterial under this model at the date of initial application (that is 1 April, 2018) and for the current period.

Under HKFRS 9, the loss allowances are measured on either of the following bases: (i) twelve months ECLs: these are the ECLs that result from possible default events within the twelve months after the reporting date; and (ii) lifetime ECLs: these are ECLs that result from all possible default events over the expected life of a financial instrument.

Measurement of ECLs

ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive. The shortfall is then discounted at an approximation to the assets' original effective interest rate.

The Group has elected to measure loss allowances for trade receivables using HKFRS 9 simplified approach and has calculated ECLs based on lifetime ECLs. The Group has established a provision matrix that is based on the Group's historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For financial assets measured as amortised cost, the ECLs are based on the twelve months ECLs. The twelve months ECLs is the portion of the lifetime ECLs that results from default events on a financial instrument that are possible within twelve months after the reporting date. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECLs. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Group considers a financial asset to be in default when: (1) the borrower is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or (2) the financial asset is more than 90 days past due.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

#### Presentation of ECLs

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

#### Impact of the ECL model

As mentioned above, the Group applies the HKFRS 9 simplified approach to measure ECLs which adopts a lifetime ECLs for trade receivables. To measure the ECLs, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The loss allowances as at 1 April 2018 was determined for trade receivables as follows:

1 April 2018	Current	Total
Expected credit loss rate (%)	0.5%	
Gross carrying amount of trade receivables (HK\$'000)	2,603	2,603
Loss allowance (HK\$'000)	<u>14</u>	<u>14</u>

The increase in loss allowances for trade receivables upon the transition to HKFRS 9 as at 1 April 2018 was HK\$14,000.

(iii) *Hedge accounting*

Hedge accounting under HKFRS 9 has no impact on the Group as the Group does not carry any significant hedge transaction.

(iv) *Transition*

The Group has applied the transitional provision in HKFRS 9 such that HKFRS 9 was generally adopted without restating comparative information. The reclassifications and the adjustments arising from the new ECLs rules are therefore not reflected in the consolidated statement of financial position as at 31 March 2018, but are recognised in the consolidated statement of financial position on 1 April 2018. This means that differences in the carrying amounts of financial assets and financial liabilities resulting from the adoption of HKFRS 9 are recognised in retained earnings and reserves as at 1 April 2018. Accordingly, the information presented for 2018 does not reflect the requirements of HKFRS 9 but rather those of HKAS 39.

The following assessments have been made on the basis of the facts and circumstances that existed at the date of initial application of HKFRS 9 (the “DIA”):

The determination of the business model within which a financial asset is held; and

The designation of certain investments in equity investments not held for trading as FVOCI.

## B. HKFRS 15 Revenue from Contracts with Customers

HKFRS 15 supersedes HKAS 11 “Construction Contracts”, HKAS 18 “Revenue” and related interpretations. HKFRS 15 has established a five-steps model to account for revenue arising from contracts with customers. Under HKFRS 15, revenue is recognised at the amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The Group has adopted HKFRS 15 using the cumulative effect method without practical expedients. The Group has recognised the cumulative effect of initially applying HKFRS 15 as an adjustment to the opening balance of retained earnings at the date of initial application (that is, 1 April 2018). As a result, the financial information presented for 2018 has not been restated.

The following table summarised the impact of adopting HKFRS 15 on the Group’s consolidated statement of financial position as at 31 March 2019:

	<i>HK\$’000</i>
	<i>Increase/ (Decrease)</i>
<b>LIABILITIES</b>	
Current liabilities	
Deposits received from pre-sales of properties	(220,405)
Contract liabilities	<u>220,405</u>
Total current liabilities	<u><u>–</u></u>

There was no material impact on the Group’s consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year ended 31 March 2019.



Details of the new significant accounting policies and the nature of the changes to previous accounting policies in relation to the Group's various goods and services are set out below:

<b>Product or service</b>	<b>Nature of the goods or services, satisfaction of performance obligations and payment terms</b>	<b>Nature of change in accounting policy and impact on 1 April 2018</b>
Sale of properties	Customers obtain control of the properties when the properties are delivered to and have been accepted. Revenue is thus recognised at a point in time when the customers accept the properties. There is no other goods or services agreed to be provided in the contract and in practice. There is generally only one performance obligation. Payments are usually received in advance and recognised as contract liabilities.	Impact As of 1 April 2018, an increase in contract liabilities of HK\$130,983,000 and a decrease in deposits received from pre-sales of properties of HK\$130,983,000.
Project management income	Customers received the services, which contain certain performance obligation with the same pattern of transfer when those services are provided. Revenue is recognised at a point in time as those services are provided. Invoices are usually payable on presentation.	Impact HKFRS 15 did not result in any significant change or impact on the Group's accounting policies as the recognition method has been the same under HKAS 18 and HKFRS 15.

#### 4. SEGMENT INFORMATION

The Group's operating businesses are structured and managed separately, according to the nature of their operations and the products and services they provide. Operating segments are identified on the basis of internal reports about components of the Group that are regularly reviewed by the Board, being the chief operating decision maker (the "CODM") in order to allocate resources to segments and to assess their performance. No operating segment identified by CODM has been aggregated in arriving at the reportable segments of the Group. Summary details of the Group's reportable and operating segments are as follows:

- (a) the property development segment engages in the development of properties for sale in the People's Republic of China ("PRC");
- (b) the property investment segment invests in commercial and residential properties located in the PRC for their rental income potential and/or for capital appreciation;
- (c) the project management segment engages in the provision of project management services in the PRC; and
- (d) the project investment services segment engages in the provision of investment services in relation to investment in and sale of property development/land development projects in the PRC.

## Segment revenue and results

The Group's revenue and results are substantially derived from operations in the PRC. The following is an analysis of the Group's revenue and results by reportable and operating segments:

	Property development		Property investment		Project management		Project investment services		Total		Reconciliation		Consolidated	
	2019 HK\$'000	2018 HK\$'000	2019 HK\$'000	2018 HK\$'000	2019 HK\$'000	2018 HK\$'000	2019 HK\$'000	2018 HK\$'000	2019 HK\$'000	2018 HK\$'000	2019 HK\$'000	2018 HK\$'000	2019 HK\$'000	2018 HK\$'000
Segment revenue:														
Sales to external customers	187,712	1,748,703	1,904	914	10,892	41,787	–	–	200,508	1,791,404	–	–	200,508	1,791,404
Sales of projects to external customers	–	–	–	–	–	–	4,652,973	94,732	4,652,973	94,732	(4,652,973)	(94,732)	–	–
Total	187,712	1,748,703	1,904	914	10,892	41,787	4,652,973	94,732	4,853,481	1,886,136	(4,652,973)	(94,732)	200,508	1,791,404
Disaggregation of revenue:														
Primary geographical markets														
Wuhan	9,672	1,074,294	557	584	–	–	–	–	10,229	1,074,878	–	–	10,229	1,074,878
Shenyang	122,439	380,276	–	–	–	–	–	–	122,439	380,276	–	–	122,439	380,276
Others	55,601	294,133	1,347	330	10,892	41,787	4,652,973	94,732	4,720,813	430,982	(4,652,973)	(94,732)	67,840	336,250
Total	187,712	1,748,703	1,904	914	10,892	41,787	4,652,973	94,732	4,853,481	1,886,136	(4,652,973)	(94,732)	200,508	1,791,404
Time of revenue recognition:														
At a point in time	187,712	1,748,703	–	–	10,892	41,787	4,652,973	94,732	4,851,577	1,885,222	(4,652,973)	(94,732)	198,604	1,790,490
Transferred over time	–	–	1,904	914	–	–	–	–	1,904	914	–	–	1,904	914
Total	187,712	1,748,703	1,904	914	10,892	41,787	4,652,973	94,732	4,853,481	1,886,136	(4,652,973)	(94,732)	200,508	1,791,404
Segment (loss) profit	(762,032)	(97,745)	8,614	693	4,788	23,054	886,220	661,616	137,590	587,618	–	–	137,590	587,618
Amortisation of prepaid land lease payments														
Finance costs													(1,659)	(2,122)
Gain on disposal of associates													(48,950)	(179,653)
Impairment loss recognised on amounts due from associates													–	12,557
Interest income													–	(176,049)
Net foreign exchange gain													15,875	73,779
Share of (loss) profit of associates													15,562	135
Share of (loss) profit of joint ventures													(25)	1,753
Other net unallocated expenses													(95,792)	(57,500)
Profit before taxation													20,355	364,757

*Note:* The adjustment reflects the reconciliation of revenue from the reportable and operating segments to the Group's consolidated revenue as the net profit or loss from project investment services is accounted for under the net gain on disposal of subsidiaries in the consolidated statement of profit or loss and other comprehensive income.

Segment results represent the profit before taxation made by each reportable segment without allocation of income and expenses of the Group's head office, amortisation of prepaid land lease payments, finance costs, gain on disposal of associates, impairment loss recognised on amounts due from associates, interest income, net foreign exchange difference and share of results of associates and joint ventures. This is the measure reported to the CODM for the purposes of resource allocation and performance assessment.

## Segment assets and liabilities

The Group's CODM does not review the segment assets and liabilities for the purposes of allocating resources to segments and assessing their performance. Therefore, no segment assets and liabilities are presented.

### 5. OTHER INCOME AND GAINS

	2019 <i>HK\$'000</i>	2018 <i>HK\$'000</i>
Bank interest income	11,582	20,020
Compensation from litigation	5,320	–
Gain on write-off of assets and liabilities of de-registration of subsidiaries	13,985	–
Gain on disposal of associates	–	12,557
Other interest income	4,293	53,759
Dividend income from financial assets at FVOCI	28,601	–
Recovery of trade receivable written off	145	2,446
Re-measurement gain on fair value of interest in an associate	4,948	–
Reversal of impairment loss recognised on trade receivables	14	–
Others	8,305	9,881
	<u>77,193</u>	<u>98,663</u>

### 6. FINANCE COSTS

	2019 <i>HK\$'000</i>	2018 <i>HK\$'000</i>
Interest on bank borrowings	28,045	51,567
Interest on other borrowings	76,015	201,739
	<u>104,060</u>	<u>253,306</u>
Less: Amounts capitalised in properties under development	(55,110)	(73,653)
	<u>48,950</u>	<u>179,653</u>

Borrowing costs capitalised during the year arose on the funds borrowed specifically for the purpose of obtaining qualifying assets and are calculated by applying a capitalisation rate of 4.88% (2018: 9.08%) per annum.

## 7. TAXATION

	2019 <i>HK\$'000</i>	2018 <i>HK\$'000</i>
Current tax:		
PRC Enterprise Income Tax (“EIT”)	4,596	36,727
PRC Land Appreciation Tax (“LAT”)	<u>40,983</u>	<u>48,326</u>
	<u>45,579</u>	<u>85,053</u>
Deferred tax ( <i>note</i> )	<u>(145,478)</u>	<u>58,461</u>
Total tax (credit) charge for the year	<u><u>(99,899)</u></u>	<u><u>143,514</u></u>

*Note:* The deferred tax credit recognised during the year ended 31 March 2019 mainly resulted from the effect relating to release of deferred tax on undistributable profit upon disposal of the respective subsidiaries.

No provision for Hong Kong Profits Tax has been made as the Group did not generate any assessable profits sourced in Hong Kong for both years.

The Group’s income tax expense represents tax charges on the assessable profits of subsidiaries operating in the PRC calculated at the rates of tax prevailing in the locations in which the Group operates, based on existing legislation, interpretations and practices in respect thereof.

Under the Law of the PRC on Enterprise Income Tax (the “EIT Law”) and Implementation Regulation of the EIT Law, the statutory tax rate of the Company’s PRC subsidiaries is 25%.

The provision for LAT is estimated according to the requirements set forth in the relevant PRC tax laws and regulations. LAT has been provided at ranges of progressive rates of the appreciation value, with certain allowable deductions.

## 8. PROFIT FOR THE YEAR

	2019 <i>HK\$'000</i>	2018 <i>HK\$'000</i>
Profit for the year has been arrived at after charging (crediting):		
Depreciation of property, plant and equipment	9,306	5,785
Less: Amounts capitalised in properties under development	<u>(158)</u>	<u>(129)</u>
	9,148	5,656
Amortisation of prepaid land lease payments	1,659	2,122
Compensation for cancellation of a disposal agreement (included in other expenses) ( <i>note</i> )	350,631	–
Cost of completed properties sold	176,555	1,364,710
Net foreign exchange gain	(15,562)	(135)
Impairment loss in respect of goodwill	–	190,087
Impairment loss in respect of interest in a joint venture (included in other expenses)	15,445	–
Impairment loss recognised on amounts due from associates (included in other expenses)	–	176,049
Impairment loss recognised on prepayment, deposits and other receivables (included in other expenses)	19,703	47,918
Impairment loss recognised on properties under development (included in other expenses)	105,889	–
Impairment loss recognised on trade receivables (included in other expenses)	<u>24,942</u>	<u>–</u>

*Note:* The amount represented compensation paid for cancellation of framework agreement in relation to certain land disposal to an independent third party so as to facilitate the proceeding of the transaction of disposal of subsidiaries as set out in note 15.

## 9. DIVIDENDS

The Board does not recommend the payment of a dividend for the year ended 31 March 2019 (2018: nil).

## 10. EARNINGS PER SHARE

### (a) Basic earnings per share

The calculation of the basic earnings per share is based on the profits for the year attributable to owners of the Company of HK\$132,475,000 (2018: HK\$231,077,000) and the weighted average number of 4,184,673,206 (2018: 4,185,874,285) ordinary shares in issue for the year ended 31 March 2019.

### (b) Diluted earnings per share

Diluted earnings per share for the year ended 31 March 2019 is not presented as there were no dilutive potential ordinary shares in issue during the year.

The calculation of diluted earnings per share for the year ended 31 March 2018 did not assume the exercise of the Company's share options as the exercise prices of the share options were higher than the average market price of the Company's shares for the year.

## 11. TRADE RECEIVABLES

Except for the proceeds from sales of properties and rental income from lease of properties which are payable in accordance with the terms of the relevant agreements, the Group generally allows a credit period of not exceeding 60 days to its customers.

An aged analysis of trade receivables as at the end of the reporting period based on invoice date which approximate revenue recognition date, net of allowance for doubtful debts, is as follows:

	2019 <i>HK\$'000</i>	2018 <i>HK\$'000</i>
0 – 30 days	–	2,603

## 12. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	2019 <i>HK\$'000</i>	2018 <i>HK\$'000</i>
Other receivables ( <i>note a</i> )	3,908,900	382,030
Deposits for future acquisition of land use rights ( <i>note b</i> )	1,457,792	749,916
Prepaid operating expenses and other deposits	179,850	207,178
	<u>5,546,542</u>	<u>1,339,124</u>

*Notes:*

- (a) As at 31 March 2019, included in other receivables are mainly:
- (i) an amount of HK\$2,138,052,000 (2018: nil) in relation to the guarantee dividend (“Guaranteed Dividend”) distributable to Coastal Greenland Development (Wuhan) Ltd. (“Coastal Wuhan”), a formerly subsidiary of the Group, by Tianjin Harmonious Realty Development Co., Limited (“Tianjin Harmonious”), a previous associate of the Group. Pursuant to the Disposal Agreement as set out in note 15, the Group is still entitled to receive the Guaranteed Dividend from Tianjin Harmonious after the disposal.
  - (ii) an amount of HK\$1,398,648,000 (2018: nil) due from the purchaser regarding the balance of the consideration payable by the purchaser under the Disposal Agreement as set out in note 15.
- (b) The amounts represent payments made for the possible acquisitions of land use rights in the PRC which will be developed for sale purpose. These deposits will be wholly refundable if the acquisitions are terminated subsequently.

### 13. TRADE AND BILLS PAYABLES

An aged analysis of trade and bills payables as at the end of the reporting period based on invoice date and issuance date of each bill is as follows:

	2019 <i>HK\$'000</i>	2018 <i>HK\$'000</i>
0 – 30 days	5,796	14,480
31 – 60 days	–	–
61 – 90 days	9	–
Over 90 days	<u>69,491</u>	<u>78,854</u>
	<u><u>75,296</u></u>	<u><u>93,334</u></u>

The average credit period on purchase is 90 days. The Group has financial risk management policies in place to ensure that all payables are settled within the credit timeframe.

## 14. ACQUISITION OF SUBSIDIARIES

- (a) As detailed in the announcement issued by the Company dated 18 April 2018, the Group, through the acquisition of 66.67% equity interests in Wise Top Investment (Group) Limited, acquired 60% additional equity interests of a 30%-owned joint venture of the Group, Wuhan Zhisheng Group Co., Ltd (“Wuhan Zhisheng”), from an independent third party for a consideration of RMB366,000,000 (equivalent to approximately HK\$448,688,000), whereby control was passed to the Group upon the approval by the relevant government authority on 24 May 2018, the completion date (“Wuhan Zhisheng Acquisition”). This transaction has been accounted for as acquisition of business using acquisition accounting.

Wuhan Zhisheng is engaged in property development with its development project located in the PRC. Wuhan Zhisheng was acquired in the normal course of business of the Group’s property development operation and the entire equity interests were then disposed to an independent third party, as mentioned in note 15.

- (b) As detailed in the announcement issued by the Company dated 10 January 2018, the Group acquired 80% additional equity interests of a 20%-owned associate of the Group, Foshan Harmonious Realty Development Co., Ltd (“Foshan Harmonious”), from independent third parties for a consideration of RMB272,000,000 (equivalent to approximately HK\$335,331,000), whereby control was passed to the Group upon the approval by the relevant government authority on 2 May 2018, the completion date (“Foshan Harmonious Acquisition”). This transaction has been accounted for as acquisition of business using acquisition accounting.

Foshan Harmonious is engaged in property development with its development project located in the PRC. Foshan Harmonious was acquired in the normal course of business of the Group’s property development operation and the entire equity interests were then disposed to an independent third party, as mentioned in note 15.

- (c) During the year ended 31 March 2019, the Group obtained the entire control of Shanghai Coastal Equity Investment Fund Management Co., Ltd (“Shanghai Coastal”) upon the acquisition of the remaining 15% equity interests in Shanghai Coastal (“Shanghai Coastal Acquisition”). This transaction has been accounted for as acquisition of business using acquisition accounting. Shanghai Coastal is engaged in asset management with its operation located in the PRC.
- (d) As detailed in the announcement issued by the Company dated 14 April 2015, the Group acquired 81% additional equity interests of a 4%-owned joint venture of the Group, Hengxiang Real Estate Development Company Limited (“Hengxiang Real Estate”), from independent third parties for an aggregate consideration of RMB602,700,000 (equivalent to approximately HK\$679,351,000), whereby control was passed to the Group upon the approval by the relevant government authority on 12 April 2017, the completion date. This transaction has been accounted for as acquisition of business using acquisition accounting.



Hengxiang Real Estate is engaged in property development with its development project located in the southeastern of Heilongjiang province, the PRC. Hengxiang Real Estate was acquired in the normal course of business of the Group's property development operation.

The fair value of the consideration, assets acquired and liabilities assumed at the date of acquisition are as follows:

	Foshan Harmonious Acquisition <i>HK\$'000</i>	Wuhan Zhisheng Acquisition <i>HK\$'000</i>	Shanghai Coastal Acquisition <i>HK\$'000</i>	2019 <i>HK\$'000</i>	2018 <i>HK\$'000</i>
Property, plant and equipment	93	154	11	258	46
Property under development	–	–	–	–	1,163,249
Trade receivables	–	15,419	–	15,419	–
Prepayments, deposits and other receivables	347,879	8,736	4,768	361,383	175,287
Completed properties for sale	224,522	1,100,013	–	1,324,535	–
Prepaid tax	–	1,923	–	1,923	–
Cash and bank balances	4,750	348,795	1	353,546	158
Trade and bills payables	(3,904)	(27,368)	–	(31,272)	(48,823)
Deposits received from pre-sales of properties	–	–	–	–	(81,379)
Contract liabilities	(22,459)	(59,397)	–	(81,856)	–
Other payables and accruals	(24,554)	(518,552)	(4,457)	(547,563)	(289,416)
Tax payable	(98,767)	–	–	(98,767)	(80,878)
Amount due to a shareholder	–	–	–	–	(119,849)
Amounts due to related parties	–	–	–	–	(3,101)
Deferred tax liabilities	(8,396)	(127,037)	–	(135,433)	(111,264)
Less: Non-controlling interests	–	(70,156)	–	(70,156)	(90,604)
Net assets acquired	<u>419,164</u>	<u>672,530</u>	<u>323</u>	<u>1,092,017</u>	<u>513,426</u>
Cash consideration paid	335,331	448,688	–	784,019	621,579
Cash consideration outstanding and included in other payables	–	–	–	–	57,773
Fair value of equity interests held before the acquisition date	83,833	223,842	323	307,998	24,161
Less: Fair value of net assets acquired	<u>(419,164)</u>	<u>(672,530)</u>	<u>(323)</u>	<u>(1,092,017)</u>	<u>(513,426)</u>
Goodwill on acquisition	–	–	–	–	190,087
Impairment losses in respect of goodwill	–	–	–	–	(190,087)
	<u>–</u>	<u>–</u>	<u>–</u>	<u>–</u>	<u>–</u>
Cash consideration paid	335,331	448,688	–	784,019	621,579
Cash and bank balances acquired	<u>(4,750)</u>	<u>(348,795)</u>	<u>(1)</u>	<u>(353,546)</u>	<u>(158)</u>
Net cash outflow (inflow) on acquisition	<u>330,581</u>	<u>99,893</u>	<u>(1)</u>	<u>430,473</u>	<u>621,421</u>

## 15. DISPOSAL OF SUBSIDIARIES

- (a) On 13 January 2018, the Group entered into a disposal agreement (the “Disposal Agreement”) with an independent third party to dispose of the entire equity interests in Century East Group Limited (“Century East Group”) at a total consideration of RMB3,800,000,000 (equivalent to approximately HK\$4,370,378,000) (the “Disposal”). Century East Group was a wholly-owned subsidiary of the Company, which holds equity interests in certain investment holding companies and seven project companies undertaking property development projects in the PRC. Details of the transaction are set out in the Company’s announcement and circular dated 23 January 2018 and 27 April 2018 respectively. The entire equity interests of Century East Group was previously classified as a disposal group held for sale. The disposal was completed in August 2018.

On 5 September 2018, the Group entered into a disposal agreement with the same independent third party to dispose of the entire equity interests in World Fair Development Limited (“World Fair”) at a total consideration of RMB194,430,000 (equivalent to approximately HK\$223,614,000). World Fair was a wholly-owned subsidiary of the Company, indirectly owns as to approximately 30% equity interests in Wuhan Zhisheng and the independent third party indirectly owns as to approximately 60% of Wuhan Zhisheng upon acquisition of the Century East Group. Details of the transaction are set out in the Company’s announcement dated 5 September 2018. The disposal was completed in September 2018.

- (b) On 22 June 2017, the Group entered into a disposal agreement with an independent third party, pursuant to which the Group agreed to sell and the independent third party agreed to purchase 80% equity interests in Guangzhou Haicong Real Estate Company Limited (“Guangzhou Haicong”) at a total consideration of RMB80,000,000 (equivalent to approximately HK\$94,732,000). Details of the transaction are set out in the Company’s announcement dated 22 June 2017. The transaction was completed in September 2017 and Guangzhou Haicong become an associate of the Company.
- (c) On 16 December 2016, the Group entered into a disposal agreement with an independent third party to dispose of the entire equity interests in Kunshan Fuzhi Dingxin Equity Investment Enterprise, a wholly-owned subsidiary of the Company holding 97.63% equity interests in a PRC property based company, for a consideration of RMB1,400,000,000 (equivalent to approximately HK\$1,621,928,000). Details of the transaction are set out in the Company’s announcement and circular dated 28 December 2016 and 31 March 2017 respectively. The disposal was completed in December 2017.

A summary of the effects of the disposal of these subsidiaries is as follows:

	2019 <i>HK\$'000</i>	2018 <i>HK\$'000</i>
Property, plant and equipment	921	–
Investment properties	206,098	–
Interest in an associate	2,606,532	588,527
Properties under development	2,184,291	–
Completed properties for sale	4,236,004	–
Prepayments, deposits and other receivables	1,145,811	337,301
Amounts due from associates	58,740	–
Prepaid tax	74,546	–
Cash and bank balances	157,754	5,139
Trade and bills payables	(302,229)	–
Contract liabilities	(1,709,314)	–
Other payables and accruals	(2,141,283)	(191,148)
Amounts due (to) from the Group	(47,912)	118,372
Tax payable	(667,914)	–
Interest-bearing bank and other borrowings	(2,071,329)	–
Deferred tax liabilities	(291,881)	–
Non-controlling interests	(71,500)	–
Net assets disposed of	<u>3,367,335</u>	<u>858,191</u>
Total consideration	4,593,992	1,716,660
Assignment of receivable due from Century East Group	58,981	–
Special conditions in relation to the disposal ( <i>note</i> )	245,027	–
Fair value of 20% retained interest in an associate	–	23,675
Less: Waiver of debts owned by the Group	(47,912)	–
Less: Net assets disposed of	(3,367,335)	(858,191)
Less: Transaction cost	(319,638)	–
Less: Tax imposed on gain on disposal	(276,895)	(220,528)
Net gain on disposal of subsidiaries	<u>886,220</u>	<u>661,616</u>

*Note:* Tianjin Harmonious, an associate of Coastal Wuhan, has a property development project in Tianjin. Pursuant to the disposal agreement between Coastal Wuhan and shareholders of Tianjin Harmonious, Coastal Wuhan is entitled to receive the Guaranteed Dividend from Tianjin Harmonious amounting to RMB1,834,000,000 (equivalent to HK\$2,086,336,000 as at the date of completion of the Disposal). Pursuant to the Disposal Agreement, the Group is still entitled to receive such guaranteed dividend from Tianjin Harmonious after the Disposal.

In previous years, Coastal Wuhan raised a loan of RMB1,601,000,000 (equivalent to HK\$1,841,309,000 as at the date of completion of the Disposal) from a financial institution, for which the right to receive the Guaranteed Dividend from Tianjin Harmonious has been pledged to secure. The obligation to repay the outstanding loan balance has been assigned to the Group upon completion of the Disposal. Even if the Group does not receive the Guaranteed Dividend, the Group is still obliged to repay this amount by November 2019, which is the original maturity of the loan. The outstanding balance of the loan has been accounted for and included in the interest-bearing bank and other borrowings under current liabilities.

# MANAGEMENT DISCUSSION AND ANALYSIS

## OPERATIONAL REVIEW

### Property development

The Group's business strategy for its property development business is to develop quality residential estates for the upper to middle class domestic market.

During the year ended 31 March 2019 ("FY2019"), the Group recorded contracted sales in the amount of HK\$116 million (2018: HK\$4,334 million) which corresponds to a total GFA of about 18,000 sq.m. (2018: 319,000 sq.m.). Included in the amount was HK\$19 million (2018: HK\$3,294 million) related to contracted sales attributable to the development projects in which the Group has equity interests of 30% (2018: ranging from 12% to 40%) and of which the Group is the project manager. Such development projects accounted for a corresponding GFA of about 5,000 sq.m. (2018: 217,000 sq.m.).

### Property Investment

The Group holds some of its properties for investment purposes. The property investment portfolio of the Group includes commercial and residential properties located in the PRC. In managing the investment property portfolio, the Group takes into account the long-term growth potential and overall market conditions of the properties. The Group may sell some of its investment properties when it is in its interests to do so. Rental income for the FY2019 mainly derived from properties in Foshan Coastal Garden, Shanghai Golden Bridge Mansion, Wuhan Silo City and Dongguan Riviera Villa.

### Project Management

In recent years, the Group has been searching for co-investment opportunities in the development projects such that it can enlarge its property portfolio without escalating its financial burden. During the FY2019, the Group was engaged as the project managers of four (2018: four) development projects namely Beijing Bay Project, Chongqing Silo City, Shanghai Shui Du South Crest and Wuhan Lingjiao Hu Project. Upon the disposal of its equity interests in certain projects, the Group entered into termination agreements to terminate the project management services provided to Shanghai Shui Du South Crest and Wuhan Lingjiao Hu Projects.

## **Project Investment Services**

During the FY2019, the Group continues to look for opportunities in relation to investment in and sale of property development/land development projects in the PRC. Details of project investment services conducted during the year are set out under the heading “Material Acquisitions and Disposals” below. During the FY2019, the Group generated a profit of approximately HK\$886.2 million from the operations of this segment, comparing to a profit of approximately HK\$661.6 million for last year.

## **FINANCIAL REVIEW**

### **Overall performance**

During the FY2019, the Group generated revenue of HK\$200.5 million, representing a decrease of about 89% as compared to the HK\$1,791.4 million for last year. During the FY2019, the Group realised a profit before taxation of HK\$20.4 million, compared to a profit of HK\$364.8 million for last year. Profit for the year attributable to owners of the Company was HK\$132.5 million, compared to a profit of HK\$231.1 million for last year. The significant decrease is attributable to the disposal of a significant property development portfolio to an independent third party as mentioned in note 15 to the consolidated financial statements.

### **Revenue**

The revenue of the Group was primarily derived from sales of properties, property rental income and project management service income. During the FY2019, revenue decreased by about 89% to about HK\$200.5 million from about HK\$1,791.4 million in last year. The decrease was mainly attributable to the disposal of certain property development subsidiaries during the FY2019 as set out in note 15 to the consolidated financial statement. Approximately 94% (2018: 98%) of the Group’s revenue was generated from the sales of properties and about 6% (2018: 2%) from property rental income and project management service income.

## **Sales of Properties**

During the FY2019, the recognised sales revenue from sales of properties was HK\$187.7 million, representing a decrease of about 89% from last year's HK\$1,748.7 million, which corresponds to a decrease by 89% in the total GFA delivered by the Group of 21,000 sq.m. (2018: 196,000 sq.m.). The property sales revenue for the FY2019 mainly came from the sale of Shenyang Coastal International Centre, Dalian Coastal International Centre, Foshan Coastal Garden and Dalian Jianzhu Project Phase B2 which respectively accounted for about 65%, 10%, 8% and 7% of the total property sales revenue. The balance of 10% was derived from the sale of the remaining inventories in the prior phases of the Group's completed development projects.

## **Rental Income**

Revenue from property rental increased to HK\$1.9 million from last year's HK\$0.9 million. The increase was primarily attributable to the increased GFA for rental purpose. The property investment segment for the FY2019 recorded a profit of HK\$8.6 million comparing to HK\$0.7 million for last year.

## **Project Management Service Income**

Revenue from project management service decreased to HK\$10.9 million from last year's HK\$41.8 million. The decrease was mainly due to the termination of two project management services agreements upon the disposal of certain property development projects as mentioned in note 15 to the consolidated financial statement. The project management segment for the FY2019 recorded a profit of about HK\$4.8 million comparing to a profit of HK\$23.1 million for last year.

## **Gross Profit Margin**

The gross profit margin for the FY2019 was about 12%, a decrease of 12% from last year's 24%. The decrease in the gross profit margin was primarily attributable to higher construction cost per sq.m. incurred for those properties sold that were recognised during the FY2019.

## **Other Income and Gains**

Other income and gains for the FY2019 was HK\$77.2 million as compared to HK\$98.7 million for last year. Other income and gains for the FY2019 mainly represented dividend income from financial assets at FVOCI of HK\$28.6 million (2018: nil); gain on write-off of assets and liabilities of de-registration of subsidiaries of HK\$14.0 million (2018: nil); bank interest income of HK\$11.6 million (2018: HK\$20.0 million); other interest income of HK\$4.3 million (2018: HK\$53.8 million) and re-measurement gain on fair value of interest in an associate of HK\$4.9 million (2018: nil).

## **Marketing, Selling and Administrative Expenses**

Marketing and selling costs decreased by about 76% to HK\$9.5 million from last year's HK\$39.5 million as a result of the decrease in the Group's selling activities during the FY2019.

Administrative expenses slightly decreased by about 0.1% to HK\$255.3 million from last year's HK\$255.5 million. The Group will continue to implement cost control measures so as to enhance its operational efficiency and competitive edges.

## **Other Expenses**

Other expenses for the FY2019 was HK\$651.0 million as compared to last year's HK\$453.5 million. Other expenses mainly comprised of compensation for cancellation of framework agreement in relation to certain land disposal to an independent third party of HK\$350.6 million (2018: nil) so as to facilitate the proceeding of the transaction of disposal of subsidiaries as set out in note 15 to the consolidated financial statements; impairment loss recognised on properties under development of HK\$105.9 million (2018: nil); re-measurement loss on fair value of an interest in a joint venture of HK\$26.5 million (2018: HK\$17.5 million); impairment loss recognised on trade receivables of HK\$24.9 million (2018: nil) and impairment loss recognised on prepayment, deposits and other receivables of HK\$19.7 million (2018: HK\$47.9 million). Apart from the above, included in last year's other expenses were mainly impairment loss in respect of goodwill of HK\$190.1 million and impairment loss recognised on amounts due from associates of HK\$176.0 million.



## Finance Costs

During the FY2019, the Group incurred finance costs before capitalisation (mainly interest for bank and other borrowings) of HK\$104.1 million, representing a decrease of about 59% as compared to the HK\$253.3 million incurred for last year. Interest expenses charged to profit or loss for the FY2019 was HK\$49.0 million as compared to last year's HK\$179.7 million. The decrease was mainly attributable to a decrease in the average outstanding balance of bank and other borrowings as compared to last year.

## Financial Resources and Liquidity

The Group's principal source of fund is the cash flow generated from property sales and leasing, provision of project management and project investment services supplemented by bank and other borrowings.

As at 31 March 2019, the Group's cash and bank balances amounted to approximately HK\$281 million (2018: HK\$1,604 million). An analysis by currency denomination of the cash and bank balances is as follows:

	<b>2019</b> <i>HK\$'000</i>	2018 <i>HK\$'000</i>
Renminbi	<b>270,163</b>	1,466,966
Hong Kong dollar	<b>3,154</b>	96,345
United States dollar	<b>7,370</b>	40,325
	<b><u>280,687</u></b>	<u>1,603,636</u>

As at 31 March 2019, the net borrowings of the Group, being interest-bearing bank and other borrowings less cash and bank balances and pledged bank deposits, amounted to approximately HK\$2,087.8 million (2018: HK\$761.1 million). Net debt to total equity ratio, which is expressed as a percentage of net borrowings over total equity of the Group, increased by about 27% to 41% from last year's 14% which is mainly attributable to a decrease in the total equity of the Group due to a currency exchange deficit arose from the translation of the Group's net assets into presentation currency as a result of the depreciation in Renminbi and the increase in net borrowings during the year as explained in the following section headed "Borrowings and Charges".

Profit before interest, taxation, depreciation and amortisation was about HK\$85.4 million comparing to last year's HK\$700.6 million on the same basis. Profit before interest, taxation, depreciation and amortisation had a coverage of 0.8 times (2018: 2.8 times) over the interest costs for the financial year of HK\$104.1 million (2018: HK\$253.3 million).

### **Borrowings and Charges**

As at 31 March 2019, the Group's total bank and other borrowings amounted to HK\$2,368.5 million (2018: HK\$366.7 million), of which HK\$502.1 million (2018: HK\$366.7 million) were variable-rate borrowings and the remaining were fixed rate borrowings. Of the total bank and other borrowings as at 31 March 2019, RMB1,601 million (equivalent to HK\$1,866.4 million) was assigned from a disposal subsidiary to the Group under the terms of the agreement for the disposal of subsidiaries transaction as set out in note 15 to the consolidated financial statements. Long-term borrowings amounted to HK\$29.1 million (2018: HK\$56.2 million), representing approximately 1% (2018: 15%) of the total borrowings, and short-term borrowings were HK\$2,339.4 million (2018: HK\$310.6 million) representing approximately 99% of the total borrowings. During the FY2019, the ranges of effective interest rate per annum of the Group in respect of its fixed and variable rate borrowings were 3.50% to 6.67% (2018: nil) and 3.62% to 9.90% (2018: 2.62% to 6.18%) respectively.

As at 31 March 2019, certain assets of the Group including land and buildings, bank deposits, properties under development and completed properties for sale with aggregate carrying value of HK\$764.2 million (2018: HK\$623.7 million), corporate guarantee given by the Company and certain subsidiaries and the Guarantee Dividend (see note 15 to the consolidated financial statements) were pledged to secure the bank and other borrowings.

## Material Acquisitions and Disposals

- (a) On 18 April 2018, a project partner of the Group exercised a put option whereby the Group is required to acquire the 60% equity interests in Wuhan Zhisheng at a buy-out price of RMB366 million. Wuhan Zhisheng was a 30%-owned joint venture of the Group and is undertaking a commercial and residential property project in Wuhan. Upon the completion of the transaction in May 2018, the 60% equity interests in Wuhan Zhisheng was disposed of to an independent third party pursuant to a disposal agreement signed on 13 January 2018. Details of which are set out in notes 14 and 15 to the consolidated financial statement.
- (b) On 5 September 2018, the Group entered into a disposal agreement with an independent third party to dispose of the entire equity interests in World Fair at a total consideration of RMB194.4 million. World Fair was a wholly-owned subsidiary of the Company, indirectly owns as to approximately 30% equity interests in Wuhan Zhisheng. Details of which are set out in note 15 to the consolidated financial statement.
- (c) On 29 September 2018, the Group entered into a disposal agreement with an independent third party to dispose of its 12% equity interests in Shanghai Oriental International Culture and Sports Recreation Industry City Development Co., Ltd. (“Shanghai Oriental”) at a total consideration of RMB117.2 million. Shanghai Oriental is classified as a financial asset at FVOCI of the Group and is undertaking a residential property project in Shanghai. The disposal has been completed in January 2019.

Save for the aforementioned, there was no plan authorised by the Board for any material investments or additions of capital assets as at the date of this announcement.

## **Exposure to Fluctuations in Exchange Rates**

The Group's operations are principally in the PRC and accordingly a majority part of its income and expenditure is denominated in Renminbi. The exchange rates of Renminbi against Hong Kong dollar and United States dollar have been quite stable over the past years despite a steady depreciation in Renminbi has occurred during the FY2019. Also the Group's operations will not be unduly exposed to exchange rates fluctuations as all the major assets, mainly property development projects of the Group are located in the PRC and will generate Renminbi revenue to the Group. Except certain bank and other borrowings which are denominated in United States dollar or Hong Kong dollar, most of the Group's liabilities are denominated in Renminbi. Therefore, the Directors do not foresee that movement in the exchange rates of foreign currencies against Renminbi in the foreseeable future will cause a material adverse impact on the Group's operations.

The Group does not have a foreign currency hedging policy. However, the management of the Group continuously monitors the Group's foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arise.

## **Contingent Liabilities**

As at 31 March 2019, the Group had given guarantees to the extent of approximately HK\$396.1 million (2018: HK\$3,892.2 million) to banks in respect of mortgage loan facilities granted to the property purchasers. As at 31 March 2018, the Group had also given guarantees amounting to approximately HK\$420 million and HK\$1,145 million to certain PRC banks and a PRC trust company respectively in connection with loan facilities granted to an associate.

## **Employees and Remuneration Policy**

As at 31 March 2019, the Group had about 152 employees (2018: about 250 employees) in the PRC and Hong Kong. Significant drop in the number of employees was due to the continuous retrenchment upon the disposal of the subsidiaries during the FY2019. The related employees' cost (including the Directors' remuneration and certain staff retrenchment costs) for the FY2019 amounted to approximately HK\$99 million (2018: HK\$86 million). Employees are remunerated based on their work performance, skills and experience, and prevailing industry practice. Apart from basic salary and performance related bonus, the Group also provides other benefits to its employees including mandatory provident fund, medical insurance coverage, housing allowances and share options.

## **PROSPECTS**

After years of economic development and reforms, the economy of the PRC is transforming from growth emphasised to more quality emphasised. It is expected that going forward the PRC economic and financial policies will be more inclined to promote the development of high quality and high value added business sectors. Demand for quality housing driven by the continuing urbanisation process and home upgraders needs is expected to be able to sustain a stable property market although a tighter credit supply for the real estate sector will curb the growth rate is also anticipated.

To embrace the ever-changing market conditions, the Group will continue to formulate its business strategy along the direction of government policies. Over the past years, the Group continues to look for opportunities to realise its investment in its development projects as part of the Group's business activities. The Group is glad to see that the property investment service segment continuously contribute profits to the Group's operating results. Going forward, the Group will continue to seek opportunities of participation in city redevelopment of old villages or old plants and factories so as to replenish its property portfolio as an ongoing business exercise.

With the Group's well established brand and seasoned experience in the PRC property market and the Group's significant improvement in its financial strength, although the real estate market in the PRC is facing with the challenges of a more volatile economic climate brought forth by the prevailing trade war tensions between the United States and the PRC and the austerity measures imposed by the government on the real estate sector, the Group is cautiously optimistic about the Group's business prospect in the years ahead.

## **COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE**

The Company acknowledges the importance of good corporate governance practices and is committed to maintaining sound internal control, transparency and accountability to all shareholders. The Company has continued to apply and comply with the code provisions of the Corporate Governance Code (the “CG Code”) as set out in Appendix 14 to the Listing Rules during the FY2019, except for below deviations:

Code provision A.2.1 of the CG Code stipulates that the roles of chairman and chief executive should be separated and should not be performed by the same individual for a balance of power and authority. Mr. Jiang Ming is the Chairman and Managing Director of the Company. He is also one of the founders and a substantial shareholder of the Company and has considerable industry experience. The Board considers that this situation will not impair the balance of power and authority between the Board and the management of the Company because the balance of power and authority is governed by the operations of the Board which comprises experienced and high caliber individuals with demonstrated integrity. Furthermore, decisions of the Board are made by way of majority votes. The Board believes that this structure is conducive to a more precise and more promptly response to the fast changing business environment and a more efficient management and implementation of business process.

Code provision A.6.7 of the CG Code stipulates that independent non-executive Directors and other non-executive Directors should attend general meetings. Two independent non-executive Directors were unable to attend the annual general meeting of the Company held on 17 September 2018 due to other important engagements. Two non-executive Directors were unable to attend the special general meeting and annual general meeting of the Company held on 17 May 2018 and 17 September 2018 respectively due to other important engagements.

Code provision E.1.2 of the CG Code stipulates that the chairman of the board should attend the annual general meeting. Mr. Jiang Ming, the Chairman of the Board, was unable to attend the annual general meeting of the Company held on 17 September 2018 (the “2018 AGM”) due to other business commitment. However, Mr. Wong Kai Cheong, an independent non-executive Director, had taken the chair of the 2018 AGM in accordance with the bye-laws of the Company. Mr. Wong was of sufficient calibre and knowledge for communication with the shareholders at the 2018 AGM.

Further information will be set out in the Corporate Governance Report to be contained in annual report for the year ended 31 March 2019.

## DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Listing Rules as the Company's code of conduct regarding Directors' securities transactions. Having made specific enquiry, all Directors confirmed that they have complied with the requirements as set out in the Model Code during the FY2019. Relevant employees who are likely to be in possession of unpublished inside information of the Group are also subject to compliance with written guidelines on no less exacting terms than the Model Code.

## PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

During the FY2019, the Company repurchased a total of 39,854,000 shares on the Stock Exchange. All the shares repurchased were cancelled. The Directors believe that such repurchase of shares would enhance the net assets value per share and/or the earnings per share of the Company and benefit the Company and its shareholders. Details of those transactions are as follows:

Month of repurchase	Number of shares repurchased	Price per share		Aggregate price paid (before expenses) <i>HK\$</i>
		Highest <i>HK\$</i>	Lowest <i>HK\$</i>	
October 2018	5,282,000	0.2430	0.2280	1,271,958
November 2018	280,000	0.2480	0.2470	69,420
December 2018	19,360,000	0.2500	0.2450	4,819,600
January 2019	<u>14,932,000</u>	0.2600	0.2410	<u>3,750,400</u>
	<u><u>39,854,000</u></u>			<u><u>9,911,378</u></u>

Save as disclosed above, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the shares during the FY2019.

## **SCOPE OF WORK OF THE AUDITORS**

The figures in respect of this announcement of the Group's consolidated statement of profit or loss and other comprehensive income, consolidated statement of financial position and the related notes thereon for the year ended 31 March 2019 have been agreed by the Group's auditor, BDO Limited ("BDO"), to the amounts set out in the Group's audited consolidated financial statements for the year ended 31 March 2019. The work performed by BDO in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the HKICPA and consequently no assurance has been expressed by BDO on this announcement.

## **AUDIT COMMITTEE**

The audit committee of the Company (the "Audit Committee") has reviewed the accounting principles and practices adopted by the Group and discussed the audit objectives, the scopes and the report of the internal audit department of the Group. The annual results of the Group for the year ended 31 March 2019 have been reviewed by the Audit Committee.

## **ANNUAL GENERAL MEETING**

The forthcoming annual general meeting of the Company (the "2019 AGM") is proposed to be held on Tuesday, 17 September 2019. A notice convening the 2019 AGM will be published and despatched to the shareholders of the Company in the manner as required by the Listing Rules in due course.

## **DIVIDENDS**

The Board does not recommend the payment of a dividend for the year ended 31 March 2019 (2018: nil).



## **CLOSURE OF REGISTER OF MEMBERS**

For the purpose of determining shareholders' eligibility to attend and vote at the 2019 AGM, the register of members of the Company will be closed from Thursday, 12 September 2019 to Tuesday, 17 September 2019 (both days inclusive). In order to be eligible to attend and vote at the 2019 AGM, all transfers accompanied by the relevant share certificates must be lodged for registration with the Company's Hong Kong branch share registrar, Tricor Tengis Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, not later than 4:30 p.m. on Wednesday, 11 September 2019.

## **PUBLICATION OF ANNUAL REPORT**

The annual report of the Group for the year ended 31 March 2019 containing all the information required by the Listing Rules will be despatched to the shareholders and published on the websites of the Stock Exchange (<http://www.hkex.com.hk>) and the Company (<http://www.coastal.com.cn>) in due course.

By Order of the Board  
**Coastal Greenland Limited**  
**Jiang Ming**  
*Chairman*

Hong Kong, 27 June 2019

*As at the date of this announcement, the Board comprises Mr. Jiang Ming, Mr. Xia Xianglong, Dr. Li Ting and Mr. Lin Chen Hsin as executive Directors, Mr. Zhu Guoqiang and Mr. Qiu Guizhong as non-executive Directors and Mr. Wong Kai Cheong, Mr. Yang Jiangang and Mr. Huang Xihua as independent non-executive Directors.*