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## **FAR EAST CONSORTIUM INTERNATIONAL LIMITED**

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

*Website: <http://www.fecil.com.hk>*

**(Stock Code: 35)**

### **ANNOUNCEMENT OF RESULTS FOR THE YEAR ENDED 31ST MARCH, 2010**

#### **RESULTS**

The board of directors (“Directors”) (“Board”) of Far East Consortium International Limited (“Company”) is pleased to announce the audited consolidated results of the Company and its subsidiaries (“Group”) for the year ended 31st March, 2010 which are as follows:

#### **FINANCIAL HIGHLIGHTS**

- **Revenue of HK\$2.3 billion, up 35% from last year, helped by strong performance in the property development division and contribution from the car park division**
- **2nd half hotel revenue up 33% compared to first half of the year. Effects of economic crisis and the outbreak of H1N1 diminishing**
- **Net profit attributable to shareholders of HK\$306 million, up 257% from last year. EPS increased from HK5.3 cents to HK17 cents**
- **Shareholders’ equity increased from HK\$4.7 billion to HK\$6.1 billion. Revaluation surplus over carrying value of HK\$5.3 billion on our hotel portfolio not reflected in the consolidated balance sheet**
- **Cash position of HK\$1.6 billion as at 31st March, 2010. Strong cash reserves for growth**
- **Final dividend of HK4 cents per share was recommended, up 100% compared to last year**

**CONSOLIDATED INCOME STATEMENT**  
**FOR THE YEAR ENDED 31ST MARCH, 2010**

	<i>Notes</i>	<b>2010</b> <b>HK\$'000</b>	2009 <i>HK\$'000</i>
Revenue		<b>2,342,235</b>	1,732,841
Depreciation and amortisation		<b>(74,251)</b>	(67,659)
Cost of sales and services		<b>(1,468,833)</b>	(937,497)
Gross profit		<b>799,151</b>	727,685
Other income		<b>16,874</b>	26,539
Administrative expenses		<b>(326,325)</b>	(275,723)
Other gains and losses	3	<b>85,607</b>	(138,630)
Share of results of associates		<b>28,592</b>	(133)
Share of results of jointly controlled entities		<b>410</b>	7,956
Finance costs		<b>(109,697)</b>	(125,747)
Profit before taxation		<b>494,612</b>	221,947
Income tax expense	4	<b>(154,545)</b>	(116,847)
Profit for the year	5	<b>340,067</b>	105,100
Attributable to:			
Equity holders of the Company		<b>305,500</b>	85,540
Minority interests		<b>34,567</b>	19,560
		<b>340,067</b>	105,100
		<i>HK cents</i>	<i>HK cents</i>
Earnings per share	7		
– Basic		<b>17.0</b>	5.3
– Diluted		<b>16.9</b>	2.3

**STATEMENT OF FINANCIAL POSITION**  
**AT 31ST MARCH, 2010**

	<i>Notes</i>	<b>31.3.2010</b> <i>HK\$'000</i>	31.3.2009 <i>HK\$'000</i>
<b>Non-current assets</b>			
Investment properties		<b>2,179,330</b>	1,943,061
Property, plant and equipment		<b>4,239,885</b>	3,141,956
Prepaid lease payments		<b>1,928,679</b>	1,493,376
Goodwill		<b>73,047</b>	–
Interests in associates		<b>181,620</b>	163,276
Interests in jointly controlled entities		<b>88,973</b>	84,664
Available-for-sale investments		<b>308,056</b>	83,282
Financial assets designated at fair value through profit or loss		<b>4,574</b>	6,903
Deposit for acquisition of properties		<b>109,009</b>	73,450
Amounts due from associates		<b>90,443</b>	90,318
Amount due from an investee company		<b>119,995</b>	119,995
Amount due from a minority shareholder		<b>451</b>	451
Loans receivable		<b>1,947</b>	1,885
Pledged deposits		<b>12,397</b>	11,768
		<b>9,338,406</b>	7,214,385
<b>Current assets</b>			
Properties for sale			
Completed properties for sale		<b>198,363</b>	488,890
Properties for/under development for sale		<b>1,688,234</b>	1,705,278
Other inventories		<b>6,452</b>	4,431
Prepaid lease payments		<b>40,578</b>	26,969
Loans receivable		<b>721</b>	23,802
Debtors, deposits and prepayments	8	<b>227,259</b>	124,873
Amount due from a jointly controlled entity		<b>5,152</b>	15,234
Amounts due from associates		<b>3,628</b>	4,718
Amount due from related companies		<b>956</b>	2,550
Tax recoverable		<b>15,082</b>	13,454
Available-for-sale investments		<b>20,897</b>	163,751
Financial assets designated at fair value through profit or loss		<b>7,384</b>	16,754
Investments held for trading		<b>12,177</b>	11,597
Derivative financial instruments		<b>1,708</b>	8,255
Pledged deposits		<b>17,368</b>	14,404
Restricted bank deposits		<b>269,829</b>	9,024
Deposits with investment banks		<b>636,644</b>	52,230
Bank balances and cash		<b>655,298</b>	626,678
		<b>3,807,730</b>	3,312,892

	<i>Notes</i>	<b>31.3.2010</b> <i>HK\$'000</i>	31.3.2009 <i>HK\$'000</i>
<b>Current liabilities</b>			
Creditors and accruals	9	<b>423,593</b>	379,626
Obligations under finance leases		<b>1,256</b>	1,015
Amounts due to directors		<b>892</b>	933
Amounts due to related companies		<b>46,061</b>	41,910
Amounts due to associates		<b>17,952</b>	15,894
Amounts due to minority shareholders		<b>29,462</b>	28,367
Customers' deposits received		<b>81,811</b>	81,505
Derivative financial instruments		<b>208</b>	–
Financial liabilities designated at fair value through profit or loss		–	121,845
Tax payable		<b>249,473</b>	192,619
Secured bank and other borrowings		<b>1,235,783</b>	1,009,219
		<b>2,086,491</b>	1,872,933
<b>Net current assets</b>		<b>1,721,239</b>	1,439,959
<b>Total assets less current liabilities</b>		<b>11,059,645</b>	8,654,344
<b>Capital and reserves</b>			
Share capital		<b>190,638</b>	162,200
Share premium		<b>2,711,567</b>	2,041,906
Reserves		<b>3,159,153</b>	2,539,438
Equity attributable to owner of the Company		<b>6,061,358</b>	4,743,544
Minority interests		<b>94,127</b>	30,456
<b>Total equity</b>		<b>6,155,485</b>	4,774,000
<b>Non-current liabilities</b>			
Derivative financial instrument		<b>44,266</b>	–
Liability component of convertible bonds		<b>675,013</b>	228,995
Amount due to a minority shareholder		–	5,175
Amount due to a jointly controlled entity		<b>13,682</b>	12,552
Deferred taxation		<b>348,020</b>	251,771
Obligations under finance leases		<b>505</b>	1,236
Secured bank and other borrowings		<b>3,822,674</b>	3,380,615
		<b>4,904,160</b>	3,880,344
		<b>11,059,645</b>	8,654,344

## 1. APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”)

In the current year, the Group has applied the following new and revised Standards, Amendments and Interpretations (“new and revised HKFRSs”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”).

HKAS 1 (Revised 2007)	Presentation of Financial Statements
HKAS 23 (Revised 2007)	Borrowing Costs
HKAS 32 & 1 (Amendments)	Puttable Financial Instruments and Obligations Arising on Liquidation
HKFRS 1 & HKAS 27 (Amendments)	Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate
HKFRS 2 (Amendment)	Vesting Conditions and Cancellations
HKFRS 7 (Amendment)	Improving Disclosures about Financial Instruments
HKFRS 8	Operating Segments
HK(IFRIC) – Int 9 & HKAS 39 (Amendments)	Embedded Derivatives
HK(IFRIC) – Int 13	Customer Loyalty Programmes
HK(IFRIC) – Int 15	Agreements for the Construction of Real Estate
HK(IFRIC) – Int 16	Hedges of a Net Investment in a Foreign Operation
HK(IFRIC) – Int 18	Transfers of Assets from Customers
HKFRSs (Amendments)	Improvements to HKFRSs issued in 2008, except for the amendment to HKFRS 5 that is effective for annual periods beginning or after 1st July, 2009
HKFRSs (Amendments)	Improvements to HKFRSs issued in 2009 in relation to the amendment to paragraph 80 of HKAS 39

Except as disclosed below, the adoption of the new and revised HKFRSs has had no material effect on the consolidated financial statements of the Group for the current or prior accounting periods.

### *HKAS 1 (Revised 2007) Presentation of Financial Statements*

HKAS 1 (Revised 2007) has introduced terminology changes (including revised titles for the financial statements) and changes in the format and content of the financial statements.

Application of the amendment to HKAS 40 Investment Property, the Group’s investment properties under construction previously included in leasehold land and building elements have been reclassified as investment properties as at 1st April, 2009. Since such a reclassification has not resulted in any restatement of items of financial statement for prior year. Accordingly the consolidated statement of financial position as at 1st April, 2008 has not been presented.

### *HKFRS 8 “Operating Segments”*

HKFRS 8 is a disclosure standard that has resulted in a redesignation of the Group’s reportable segments and changed the basis of measurement of segment profit or loss.

*Improving Disclosures about Financial Instruments  
(Amendments to HKFRS 7 “Financial Instruments: Disclosures”)*

The amendments to HKFRS 7 expand the disclosures required in relation to fair value measurements in respect of financial instruments which are measured at fair value. The Group has not provided comparative information for the expanded disclosures in accordance with the transitional provision set out in the amendments. The amendments also expand and amend the disclosures required in relation to liquidity risk which has no impact on the consolidated financial statements of the Group.

*Amendments to HKAS 1 Presentation of Financial Statements*

As part of Improvements to HKFRSs (2008), HKAS 1 Presentation of Financial Statements has been amended to clarify whether derivatives that are classified as held for trading in accordance with HKAS 39 Financial Instruments: Recognition and Measurement should be presented as current or non-current. The amendment requires derivatives that are held primarily for trading purposes to be presented as current regardless of their maturity dates. Whereas derivatives that are not held for trading purposes to be classified as current or non-current on the basis of their expected settlement date. Prior to the amendment, the Group presented, as current, all derivatives that are classified as derivative financial instruments in accordance with HKAS 39. The amendment has had no impact on the Group’s results for the reported periods.

*Amendments to HKAS 40 Investment Property*

As part of Improvements to HKFRSs (2008), HKAS 40 has been amended to include within its scope properties under construction or development for future use as investment properties and to require such properties to be measured at fair value (where the fair value model is used by the Group and the fair values of the properties are reliably determinable). In the past, the leasehold land and building elements of investment properties under construction were accounted for separately. The leasehold land element was accounted for as an operating lease and presented as prepaid lease payments in the consolidated statement of financial position the building element was included in property, plant and equipment carried at cost less accumulated impairment losses, if any.

The Group has applied the amendments to HKAS 40 prospectively from 1st April, 2009 in accordance with the relevant transitional provision. As a result of application of the amendment, the Group’s investment properties under development that include the leasehold land and buildings elements with the previous carrying amounts of HK\$168,376,000 and HK\$3,283,000 as at 1st April, 2009 respectively, have been reclassified as investment properties. As the fair value of such investment properties, which are in the preliminary stage of development, is not reliably determinable until development is completed, these investment properties are measured at cost using the cost model until either their fair value become reliably determinable or development is completed, whichever is the earlier.

The Group has not early applied the following new and revised Standards, Amendments or Interpretations that have been issued but are not yet effective.

HKFRSs (Amendments)	Amendment to HKFRS 5 as part of Improvements to HKFRSs 2008 <sup>1</sup>
HKFRSs (Amendments)	Improvements to HKFRSs 2009 <sup>2</sup>
HKFRSs (Amendments)	Improvements to HKFRSs 2010 <sup>3</sup>
HKAS 24 (Revised)	Related Party Disclosures <sup>7</sup>
HKAS 27 (Revised)	Consolidated and Separate Financial Statements <sup>1</sup>
HKAS 32 (Amendment)	Classification of Rights Issues <sup>5</sup>
HKAS 39 (Amendment)	Eligible Hedged Items <sup>1</sup>
HKFRS 1 (Amendment)	Additional Exemptions for First-time Adopters <sup>4</sup>
HKFRS 1 (Amendment)	Limited Exemption from Comparative HKFRS 7 Disclosures for First-time Adopters <sup>6</sup>
HKFRS 2 (Amendment)	Group Cash-settled Share-based Payment Transactions <sup>4</sup>
HKFRS 3 (Revised)	Business Combinations <sup>1</sup>
HKFRS 9	Financial Instruments <sup>8</sup>
HK(IFRIC) – Int 14 (Amendment)	Prepayments of a Minimum Funding Requirement <sup>7</sup>
HK(IFRIC) – Int 17	Distributions of Non-cash Assets to Owners <sup>1</sup>
HK(IFRIC) – Int 19	Extinguishing Financial Liabilities with Equity Instruments <sup>6</sup>

<sup>1</sup> Effective for annual periods beginning on or after 1st July, 2009.

<sup>2</sup> Effective for annual periods beginning on or after 1st July, 2009 and 1st January, 2010, as appropriate.

<sup>3</sup> Effective for annual periods beginning on or after 1st July, 2010 and 1st January, 2011, as appropriate.

<sup>4</sup> Effective for annual periods beginning on or after 1st January, 2010.

<sup>5</sup> Effective for annual periods beginning on or after 1st February, 2010.

<sup>6</sup> Effective for annual periods beginning on or after 1st July, 2010.

<sup>7</sup> Effective for annual periods beginning on or after 1st January, 2011.

<sup>8</sup> Effective for annual periods beginning on or after 1st January, 2013.

The application of HKFRS 3 (Revised) may affect the Group's accounting for business combination for which the acquisition date is on or after 1st January, 2010. HKAS 27 (Revised) will affect the accounting treatment for changes in the Group's ownership interest in a subsidiary.

HKFRS 9 Financial Instruments introduces new requirements for the classification and measurement of financial assets and will be effective from 1st January, 2013, with earlier application permitted. The Standard requires all recognised financial assets that are within the scope of HKAS 39 Financial Instruments: Recognition and Measurement to be measured at either amortised cost or fair value. Specifically, debt investments that (i) are held within a business model whose objective is to collect the contractual cash flows and (ii) have contractual cash flows that are solely payments of principal and interest on the principal outstanding are generally measured at amortised cost. All other debt investments and equity investments are measured at fair value. The application of HKFRS 9 might affect the classification and measurement of the Group's financial assets.

In addition, as part of Improvements to HKFRSs issued in 2009, HKAS 17 Leases has been amended in relation to the classification of leasehold land. The amendments will be effective from 1st January, 2010, with earlier application permitted. Before the amendments to HKAS 17, lessees were required to classify leasehold land as operating leases and presented as prepaid lease payments in the consolidated statement of financial position. The amendments have removed such a requirement. Instead, the amendments require the classification of leasehold land to be based on the general principles set out in HKAS 17, that are based on the extent to which risks and rewards incidental to ownership of a leased asset lie with the lessor or the lessee. The application of the amendments to HKAS 17 might affect the classification of the Group's leasehold land.

The directors of the Company anticipate that the application of the other new and revised Standards, Amendments or Interpretations will have no material impact on the consolidated financial statements.

## 2. SEGMENT INFORMATION

The Group has adopted HKFRS 8 “Operating Segments” with effect from 1st April, 2009. Information reported to the Group’s chief operating decision maker who are the executive directors of the Company for the purposes of resource allocation and assessment of performance is mainly focused on the property development, property investment, hotel operation, car park operation and securities and financial product investments.

The Group determines its operating segments based on internal reporting about components of the Group that are regularly reviewed by the chief operating decision maker. Information reported to the Group’s chief operating decision maker for the purpose of resource allocation and assessment of performance is analysed by the following components:

- Property development and sale in Hong Kong (“HK”)
- Property development and sale in the People Republic of China (“PRC”)
- Property development and sale in Australia
- Property development and sale in Malaysia
- Property investment in HK
- Property investment in the PRC
- Property investment in Singapore
- Hotel operation in HK
- Hotel operation in the PRC
- Hotel operation in Malaysia
- Hotel operation in Singapore
- Car park operation in Australia
- Car park operation in Malaysia
- Securities and financial product investments
- Other operation

During the year, the Group acquired certain companies which are the owners and operators of car parks. Car park operations constitutes new operating segments in the current year.

The following is an analysis of the Group's revenue and results by reportable segment for the year reported to the chief operating decision maker for the purposes of resource allocation and performance assessment. The accounting policies adopted in preparing segment profit (loss) is the same as the Group's accounting policies described in note 3. Segment profit or loss represents the pre-tax profit or loss earned by each segment without allocation of central administrative costs, directors' salaries, (loss) gain in fair value on financial liabilities designated at fair value through profit or loss and finance costs.

	Segment revenue		Segment profit (loss)	
	2010 HK\$'000	2009 HK\$'000	2010 HK\$'000	2009 HK\$'000
Property development				
– Australia	916,495	570,407	54,761	97,915
– HK	62,363	21,927	43,324	10,839
– Other region in the PRC	397,547	359,095	220,095	152,423
– Malaysia	–	–	(20)	–
	<b>1,376,405</b>	951,429	<b>318,160</b>	261,177
Property investment				
– HK	25,934	30,048	136,939	(149,602)
– Other region in the PRC	10,725	10,225	3,722	228,798
– Singapore	21,098	19,702	57,697	(67,634)
	<b>57,757</b>	59,975	<b>198,358</b>	11,562
Hotel operation				
– HK	339,913	414,379	101,747	163,820
– Malaysia	241,782	237,228	55,032	56,596
– Other region in the PRC	34,558	27,383	612	3,696
– Singapore	–	–	(405)	–
	<b>616,253</b>	678,990	<b>156,986</b>	224,112
Car park operation				
– Australia	270,881	–	31,238	–
– Malaysia	7,997	–	3,629	–
	<b>278,878</b>	–	<b>34,867</b>	–
Securities and financial product investments	6,348	37,505	(40,149)	(140,879)
Other operation	6,594	4,942	3,572	(11,546)
Segment revenue/segment profit	<b><u>2,342,235</u></b>	<b><u>1,732,841</u></b>	<b>671,794</b>	344,426
Unallocated corporate expenses			(59,760)	(52,633)
(Loss) gain in fair value on financial liabilities designated at fair value through profit or loss			(7,725)	55,901
Finance costs			(109,697)	(125,747)
Profit before taxation			<b>494,612</b>	221,947
Income tax expense			(154,545)	(116,847)
Profit for the year			<b><u>340,067</u></b>	<b><u>105,100</u></b>

The following is an analysis of the Group's assets by operating segment. Segment assets represents assets held by each segment without allocation of corporate assets which are mainly the bank balance and cash.

	<b>31.3.2010</b> <i>HK\$'000</i>	31.3.2009 HK\$'000
Property development		
– PRC	<b>1,701,343</b>	1,411,076
– HK	<b>511,135</b>	683,034
– Australia	<b>527,185</b>	818,867
– Malaysia	<b>241,823</b>	236,675
	<b>2,981,486</b>	3,149,652
Property investment		
– HK	<b>1,271,166</b>	1,075,764
– Singapore	<b>421,950</b>	337,414
– PRC	<b>2,604</b>	2,419
	<b>1,695,720</b>	1,415,597
Hotel operation		
– HK	<b>2,840,835</b>	2,526,763
– PRC	<b>1,468,449</b>	1,273,834
– Malaysia	<b>1,000,083</b>	886,263
– Singapore	<b>419,092</b>	–
	<b>5,728,459</b>	4,686,860
Car park operation		
– Australia	<b>632,955</b>	–
– Malaysia	<b>151,004</b>	–
	<b>783,959</b>	–
Securities and financial product investment	<b>994,097</b>	316,352
Other operation	<b>307,117</b>	332,138
Segment assets	<b>12,490,838</b>	9,900,599
Unallocated corporate assets	<b>655,298</b>	626,678
	<b><u>13,146,136</u></b>	<b><u>10,527,277</u></b>

### 3. OTHER GAINS AND LOSSES

	2010 <i>HK\$'000</i>	2009 HK\$'000
Increase (decrease) in fair value of investment properties	<b>166,197</b>	(232,753)
Fair value increase on properties held for sale upon transfer to investment properties	–	230,038
Gain (loss) from change in fair value of financial assets designated at fair value through profit or loss	<b>3,731</b>	(67,415)
Loss on disposal of available-for-sale investments	<b>(4,394)</b>	(77,317)
Impairment loss on available-for-sale investments	–	(31,921)
Gain (loss) from change in fair value of investments held for trading	<b>7,367</b>	(25,213)
(Loss) gain from change in fair value of derivative financial instruments	<b>(61,441)</b>	10,050
(Loss) gain from change in fair value of financial liabilities at fair value through profit or loss	<b>(7,725)</b>	55,901
Allowance for amount due from jointly controlled entity	<b>(13,200)</b>	–
Loss on disposal of associates	<b>(4,928)</b>	–
	<b>85,607</b>	<b>(138,630)</b>

### 4. INCOME TAX EXPENSE

	2010 <i>HK\$'000</i>	2009 HK\$'000
The income tax expense comprises:		
Current year:		
Hong Kong	<b>13,495</b>	22,615
PRC Enterprises Income tax	<b>40,525</b>	33,868
PRC Land Appreciation Tax	<b>73,267</b>	43,818
Other jurisdictions	<b>10,589</b>	3,975
	<b>137,876</b>	104,276
(Over) underprovision in prior years:		
Hong Kong	<b>(194)</b>	977
Other jurisdictions	<b>(109)</b>	–
	<b>(303)</b>	977
Deferred taxation		
Current year	<b>17,254</b>	25,315
Attributable to changes in tax rate	<b>(282)</b>	(13,721)
	<b>16,972</b>	11,594
	<b>154,545</b>	<b>116,847</b>

Hong Kong is calculated at 16.5% of the estimated assessable profit of individual companies comprising the Group less tax losses where applicable..

The People's Republic of China on Enterprise Income Tax (the "EIT Law") is calculated in accordance with the EIT Law and Implementation Regulations of the EIT Law. The tax rate is 25% from 1st January, 2008 onwards.

## 5. PROFIT FOR THE YEAR

	2010 <i>HK\$'000</i>	2009 <i>HK\$'000</i>
Profit for the year has been arrived at after charging:		
Amortisation of investment in a jointly controlled entity (deducted from share of results of jointly controlled entities)	2,904	2,904
Amortisation of prepaid lease payments	32,262	21,564
Less: Amount capitalised in respect of:		
– other building under development	(239)	(239)
– hotel properties under development	(18,836)	(10,614)
	<u>13,187</u>	<u>10,711</u>
Allowance for bad and doubtful debts	–	2,220
Allowance for amount due from jointly controlled entity	13,200	–
Auditor's remuneration	8,032	5,250
Cost of completed properties for sale recognised as an expense	1,006,628	699,750
Depreciation	68,133	65,003
Loss on disposal of property, plant and equipment	9	103
Directors' remuneration and other staff costs	126,851	115,730
Share of taxation of associates (included in share of results of associates)	4,315	1,646
and crediting:		
Dividend income from:		
Investment held for trading	1,044	2,024
Available-for-sale investments	6,086	2,737
	<u>7,130</u>	<u>4,761</u>
Bank interest income	3,679	13,970
Rental income, net of outgoings of HK\$14,802,000 (2009: HK\$16,137,000)	<u>73,935</u>	<u>68,196</u>

## 6. DIVIDENDS

	2010 <i>HK\$'000</i>	2009 <i>HK\$'000</i>
Dividends recognised as distribution during the year:		
Interim dividend of HK2 cents (2009: HK1 cent) per share	37,993	16,213
Final dividend, paid for 2009 – HK2 cents (2009: Final dividend, paid for 2008 – HK10 cents) per share	<u>37,663</u>	<u>161,176</u>
	<u>75,656</u>	<u>177,389</u>

A final dividend for the year ended 31st March, 2010 of HK4 cents (2009: HK2 cents) per share, amounting to HK\$76,255,000 (2009: HK\$37,663,000) has been proposed by the directors and is subject to approval by the shareholders in the forthcoming annual general meeting.

Shareholders have an option to receive new shares of the Company in lieu of cash for the dividend proposed and paid during the year.

## 7. EARNINGS PER SHARE

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

	<b>2010</b> <i>HK\$'000</i>	2009 <i>HK\$'000</i>
Earnings:		
Earnings for the purpose of basic earnings per shares	<b>305,500</b>	85,540
Effect of convertible bonds		
– Gain from change in fair value of financial liabilities designated at fair value through profit or loss	–	(55,901)
– interest expenses on convertible bonds	–	11,381
	<u>305,500</u>	<u>41,020</u>
Earnings for the purpose of diluted earnings per share	<b>305,500</b>	41,020
	<b>2010</b> <i>'000</i>	2009 <i>'000</i>
Number of shares:		
Weighted average number of ordinary shares for the purpose of basic earnings per share	<b>1,801,413</b>	1,617,418
Effect of dilutive potential ordinary shares		
– on conversion of fair value of financial liabilities designated at fair value through profit or loss	–	128,924
– share options	<b>1,682</b>	–
	<u>1,803,095</u>	<u>1,746,342</u>
Weighted average number of ordinary shares for the purpose of diluted earnings per share	<b>1,803,095</b>	1,746,342

The computation of diluted earnings per share for the year ended 31st March, 2010 did not assume the conversion of the Company's outstanding convertible notes since their exercise would result in an increase in earnings per share.

The computation of diluted earnings per share for the preceding year did not assume the conversion of the outstanding share options since the exercise price was higher than average market price of the Company's shares during the year ended 31st March, 2009.

## 8. DEBTORS, DEPOSITS AND PREPAYMENTS

Included in debtors, deposits and prepayments are trade debtors of HK\$105,831,000 (2009: HK\$54,107,000).

Trade debtors mainly comprise of receivable from renting of properties and the hotel operation. Rentals are payable on presentation of demand notes. No credit is allowed to these customers. Hotel room revenue is normally settled by cash or credit card. The Group allows on average credit period of 30 to 60 days to travel agents and corporate customers.

The following is an aged analysis of trade debtors based on the invoice date:

	<b>31.3.2010</b> <i>HK\$'000</i>	31.3.2009 <i>HK\$'000</i>
0 – 60 days	<b>94,054</b>	42,942
61 – 90 days	<b>4,926</b>	5,541
Over 90 days	<b>6,851</b>	5,624
	<b><u>105,831</u></b>	<u>54,107</u>

## 9. CREDITORS AND ACCRUALS

Included in creditors and accruals are trade creditors of HK\$131,586,000 (2009: HK\$107,465,000). The following is an aged analysis of the trade creditors:

	<b>31.3.2010</b> <i>HK\$'000</i>	31.3.2009 <i>HK\$'000</i>
0 – 60 days	<b>57,736</b>	27,247
61 – 90 days	<b>30,528</b>	1,860
Over 90 days	<b>43,322</b>	78,358
	<b><u>131,586</u></b>	<u>107,465</u>

## **DIVIDEND**

The Board of Directors has recommended the payment of a final dividend for the year ended 31st March, 2010 of HK4 cents (2009: HK2 cents) per ordinary share (“Final Dividend”). The proposed Final Dividend will be paid to the shareholders whose names appear on the Company’s Register of Members on 4th August, 2010. The proposed Final Dividend will be paid in the form of a scrip dividend with shareholders being given an option to elect to receive cash in lieu of all or part of their scrip dividend entitlements (“Scrip Dividend Scheme”).

The Scrip Dividend Scheme will be subject to (i) shareholders’ approval of the proposed Final Dividend at the annual general meeting to be held on 4th August, 2010; and (ii) The Stock Exchange of Hong Kong Limited (“Stock Exchange”) granting listing of and permission to deal in the new shares to be allotted thereunder. For the purpose of determining the number of new shares to be allotted, the market value of new shares will be calculated as the average of the closing prices of the existing shares of the Company on the Stock Exchange for the five trading days prior to and including 4th August, 2010. Full details of the Scrip Dividend Scheme will be set out in a circular to shareholders together with a form of election on 11th August, 2010. Dividends warrants or new shares certificates will be posted on 6th September, 2010.

## **CLOSURE OF REGISTER OF MEMBERS**

The Register of Members of the Company will be closed from 29th July, 2010 to 4th August, 2010, both days inclusive, during which period no transfer of shares will be effected. In order to qualify for the proposed Final Dividend, all transfers of shares, accompanied by the relevant share certificates and transfer forms must be lodged with the Company’s share registrars, Tricor Standard Limited at 26/F., Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong for registration not later than 4:00 p.m. on 28th July, 2010.

## **FINANCIAL REVIEW**

The Group recorded a consolidated revenue of HK\$2,342 million during the year, an increase of 35% from last year, helped by strong revenue contribution from our property development division and contribution from our newly established car park division. Revenue contribution from the hotel division during the year, and in particular the first half, was affected by a combination of the aftershocks of the financial crisis and the H1N1 pandemic.

Gross profit for the year was HK\$799 million, an increase of 10% compared to last year. As our Australian projects were financed primary on a non-recourse project financing basis based on pre-sales, gross margin in Australia was relatively lower compared to our projects in China.

For the year, we recorded a mark-to-market loss of approximately HK\$38 million in relation to an interest rate swap contract to hedge against rise in interest rate. We also recorded HK\$166 million in relation to revaluation of our investment properties.

Finance costs was 13% lower this year compared to the year before despite higher borrowings due to lower interest rates.

Net profit attributable to shareholders increased 257% to HK\$306 million and earnings per share improved 3.2 times to HK17.0 cents for the year.

We maintained a healthy liquidity position and as at 31st March, 2010, we had a total cash balance of HK\$1,592 million. Shareholders' equity increased from 4,744 million last year to HK\$6,061 million as at 31st March, 2010. Proforma net gearing ratio as adjusted for an unrealized revaluation surplus of HK\$5.3 billion is 34%

## **BUSINESS OVERVIEW**

### **Property Development Division**

Our property development division recorded total sales of HK\$1,376 million, an increase of 45% compared to last year. The increase in sales is mainly due to higher contribution from Australia and China. Gross profit contribution was HK\$369 million, an increase of 45% compared to last year. Completion of the Northbank project in Melbourne and the ongoing sale of our development properties in California garden in Shanghai contributed substantially to the revenue of our property development division.

#### *China*

Over the last few years, there have been a series of tightening measures by the Chinese government to cool down the property markets in various major cities. However, with the steady growth of China's economy and the significant wealth creation, demand for middle class housing is expected to remain strong. Despite the recent weakened market sentiment due to a new round of austerity measures, we continue to be optimistic about the long term prospects for middle class and end-users market and will continue to invest in this segment.

In our California Garden project in Shanghai, we are constructing approximately 280 units of apartments in a new phase of development. We are also planning the construction of approximately 180 units of mid-rise apartment and 42 townhouses for our next phase of development in 2011. Additionally, we are finalizing plan to build 488 high-rise apartments with 88 townhouse units, totaling 576 mixed units in the following phase. California Garden will remain a substantial development project for us with a significant land bank for future growth in the next 5-6 years.

We have three property development projects in Guangzhou which are at various stages of development. Construction of approximately 630 apartments in our Hua Di Jia Yuan project is expected to commence this year.

#### *Australia*

During the year, we completed the Northbank project and pre-sold approximately 95% of the Bundoora project.

We spent significant efforts in finalizing the development plan of the Upper West Side project in central Melbourne. The development is expected to consist of 2,700 apartments, divided into four development phases. Pre-sale of its first tower with approximately 700 apartments will start soon. This project is expected to contribute significantly to the property division in the coming several years.

In addition to the Upper West Side project, we also wholly own the Northcote project and 30% stake in the Pinnacle Valley project. These projects are at various stages of development.

We believe in the foreseeable future, Australia, particularly Melbourne, will remain a good economic place to do business and we are well positioned to participate in this growth.

### *Hong Kong*

During the year, we sold a number of our stocks and focused our efforts on finalizing plan for a number of developments. We currently have 6 projects in Hong Kong with a total gross floor area of approximately 200,000 sq ft at various stages of development. We expect to complete the Rose De Casa project in the coming year and other projects in subsequent years. We will remain selective on site acquisitions and will focus only on relatively high margin projects.

### **Hotel Division**

Our hotel operation during the first nine months of the financial year was significantly affected by weakness in the global economy and the H1N1 pandemic. Rooms and facilities upgrade in a number of our hotels also caused a reduction in our hotel revenue. A strong recovery room rates and occupancy in the last 3 months of the financial year helped to minimize the negative impacts experienced in the first nine months of the year. For the full year, revenue for our hotel operations dropped 9.2% to HK\$616 million compared to last year.

In March 2010, we added a new hotel in Shanghai to our operations. We currently own and operate a total of seven hotels in Hong Kong, two hotels in China and five hotels in Malaysia with a combined total of over 3,600 rooms. We also have eight hotels in various stages of development, including five in Hong Kong, two in China and one in Singapore, representing an additional of 2,730 rooms which will bring our total number of hotel rooms to 6,358 rooms by 2013.

We established a new team focusing on developing third party hotel management business during the year. We believe there is significant potential for this business in Asia, and in particular, China.

We operate our hotels under our “Cosmopolitan”, “Cosmo”, “Dorsett” and “Grand Dorsett” brands as well as individual boutique hotel names such as our Lan Kwai Fong Hotel @ Kau U Fong and Central Park. While we believe these brands have developed strong customer recognition, we have recently undertaken a brand strategy initiative with the objective to develop a more cohesive and engaging portfolio of brands to serve as a platform for our hotel management business. The initiative will be implemented over the coming years.

The carrying value of our hotel portfolio is stated at cost less depreciation. We carried out an independent valuation of our hotel portfolio as at 31st March, 2010 and the unrealized revaluation surplus amounted to HK\$5.3 billion. We are actively considering different avenues to unlock the value and are seriously considering a proposed plan to spin-off the hotel division.

With the expected additions of new hotels and the strong performance seen recently in our hotel operations, we believe contribution from the division to increase substantially in the coming year.

### **Car Park Division**

The Group's car park division was established through completion of the acquisitions of the Care Park Group and the Best Impact Group in August 2009. As at 31st March, 2010, the Group had approximately 250 car parks comprising over 46,000 parking bays under our management in strategic locations in Australia, New Zealand and Malaysia, among which 20 car parks comprising over 5,600 parking bays are owned by the Group.

Post acquisition, the car park division contributed HK\$279 million to the Group's revenue. The division performed in accordance with expectation with total EBITDA contribution of HK\$42 million. Full year contribution will be reflected in the coming year.

Our Australian and New Zealand car park operation is under the Care Park Group. Its principal operation is managing third party car parks as well as operating self-owned car parks. The Care Park Group also has a number of contracts with city councils for parking meters collection. The Care Park Group has established itself as one of the largest car park operators in Australia. Last year, the Care Park Group continued to add car parks under management and made selective purchases. For the financial year ended 31st March, 2010, the Care Park Group added 12 new contracts for third party management and purchased 2 new car parks with 206 parking bays in Australia.

In Malaysia, the primary contribution of the operation is derived from the car parks located in Plaza Damas in Sri Hartamas, Kuala Lumpur. Plaza Damas is an integrated commercial development comprising shop-lots, business offices, high rise condominiums, service apartment and a multi-storey shopping centre (Hartamas Shopping Centre).

The Group will continue to grow its car park business with a longer term objective of expanding its presence across Asia.

### **Investment Properties**

The Group owns and managed a number of investment properties in Hong Kong, Singapore and mainland China. For the year ended 31st March, 2010, rental income from these properties amounted to approximately HK\$58 million.

We disposed off a number of smaller properties during the year and are working on a project to convert more area in our building in Tsuen Wan, Hong Kong, into commercial units which will be available for rental this year.

The division will continue to contribute a steady income stream for the Group.

## **OUTLOOK**

The Group will continue to implement a number of initiatives to strengthen its core businesses.

Our longer term strategic objective for our property development division is to have a larger number of projects in order to smooth out the effect of the unevenness of earnings contributions from the completion of our property projects. We will grow our pipeline by acquiring more sites whilst taking into consideration the different property cycles in different cities in China. We continue to be optimistic about the long term prospects for middle-class and end-users market and will continue to invest in this segment. With the existing pipeline of development projects, we expect the property division, and in particular our operations in China and Australia, will remain a key contributor to the group in the foreseeable future.

With regards to our hotel division, we currently have 14 hotels under operation and a further 8 hotels at various stages of development. In addition to a strong pipeline of self-owned hotels, we are also expanding into third party hotel management operations. Following a challenging environment in the first half of last year, we are now seeing a recovery in both occupancy and room rates on our existing hotels in operation. We believe that, the opening of new hotels, improvement in operations and our expansion into third party management business will contribute significantly to the growth in the hotel division in the coming years.

We account for our hotel portfolio in our balance sheet at cost less depreciation rather than market value. As at 31 March 2010, the unrealized revaluation surplus of our hotel portfolio over its carrying amount in the balance sheet amounted to HK\$5.3 billion based on valuations by independent third party valuers. We are evaluating our options on how we can unlock the significant revaluation surplus in our hotel portfolio and are seriously considering a proposed plan to spin off the hotel division.

On the car park division, full year contribution will be reflected in the coming year operation following completion of the acquisition last year. We now manage over 250 car parks with more than 46,000 parking bays and we increased our ownership of car parks to 20 with over 5,600 parking bays. We will continue to make selective acquisitions, and expect this division to generate a steady growing cashflow stream.

We entered financial year 2010/11 with more optimism compared to last year. We believe the foundations that we have laid in the past will enable the Group to continue to grow in the future. We remain firmly committed to deliver consistent long term return to our shareholders and we are confident we have the right strategy and model to achieve this objective.

## **EMPLOYEES AND REMUNERATION POLICIES**

The number of employees of the Group as at 31st March, 2010 was approximately 2,360. The Group provides a comprehensive benefit package and career development opportunities, including medical benefit and both internal and external training appropriate to each individual's requirements.

## **CORPORATE GOVERNANCE**

### **Compliance with the Code on Corporate Governance Practices**

The Company has complied with the Code and Provisions in the Code of Corporate Governance Practices (“Code”) as set out in Appendix 14 to the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (“Listing Rules”) throughout the year ended 31st March, 2010, except for the deviations from the code provisions A.4.1 and A.4.2 of the Code described below.

Under code provision A.4.1 of the Code, non-executive Directors should be appointed for a specific term and subject to re-election. The non-executive Directors of the Company are not appointed for a specific term of office. However, the non-executive Directors of the Company are subject to retirement by rotation and their appointments will be reviewed when they are due for re-election at annual general meetings in accordance with the Company’s Articles of Association. In the opinion of the Board of Directors, this meets the objective of the Code.

Under the second part of code provision A.4.2 of the Code, every Director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years. The Chairman of the Company, however, is not subject to retirement by rotation. In accordance with the second part of Article 115(B) of the Articles of Association of the Company, a Director appointed as an executive Chairman or as Managing Director or Joint Managing Director shall not while holding such office be subject to retirement by rotation or taken into account in determining the rotation retirement of Directors.

In order to uphold good corporate governance practices, the executive Chairman voluntarily retired from his office and offered himself for re-election at the 2009 annual general meeting of the Company notwithstanding that he was not required to do so pursuant to the Company’s Article 115(B). As such, the Company considers that sufficient measures have been taken to ensure that the Company’s corporate governance practices are no less exacting than those in the Code.

### **Model Code for Securities Transactions**

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (“Model Code”) as set out in Appendix 10 to the Listing Rules as its own code of conduct regarding Directors’ securities transactions. Having made specific enquiry to all Directors by the Company, all Directors have confirmed they had complied with the required standards set out in the Model Code during the year ended 31st March, 2010.

## **AUDIT COMMITTEE**

The Audit Committee comprises three members, all of them are Independent Non-executive Directors namely Mr. Kwok Wai CHAN, Mr. Jian Yin JIANG and Mr. Peter Man Kong WONG. The Audit Committee has reviewed the audited consolidated results of the Group for the year ended 31st March, 2010.

## SCOPE OF WORK OF MESSRS. DELOITTE TOUCHE TOHMATSU

The figures in respect of the Group's consolidated statement of financial position as of 31st March, 2010, the consolidated income statement, the consolidated statement of comprehensive income and the related notes thereto for the year then ended as set out in the preliminary announcement have been agreed by the Group's auditor, Messrs. Deloitte Touche Tohmatsu, to the amounts set out in the Group's audited consolidated financial statements for the year. The work performed by Messrs. Deloitte Touche Tohmatsu 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 Engagement issued by the Hong Kong Institute of Certified Public Accountants and consequently no assurance has been expressed by Messrs. Deloitte Touche Tohmatsu on the preliminary announcement.

## PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

During the year, the Company via its subsidiary, Singford Holdings Limited, purchased a total of 2,250,000 shares on the Stock Exchange and details of which are as follows:

Month of Repurchase	Number of Shares Repurchased	Price per share		Aggregate Consideration paid HK\$
		Highest HK\$	Lowest HK\$	
March 2010	2,250,000	2.31	2.24	5,119,120

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

## PUBLICATION OF THE FINAL RESULTS AND ANNUAL REPORT

This results announcement is published on the website of the Hong Kong Exchanges and Clearing Limited at [www.hkex.com.hk](http://www.hkex.com.hk) under "Latest Listed Company Information" and on the website of the Company at [www.irasia.com/listco/hk/fareastcon/index.htm](http://www.irasia.com/listco/hk/fareastcon/index.htm). The Annual Report and the Notice of Annual General Meeting will be despatched to the shareholders on 6th July, 2010 and will also be available for viewing at each of the website of the Stock Exchange and the Company at the same time.

By Order of the Board  
**FAR EAST CONSORTIUM INTERNATIONAL LIMITED**  
**Bill Kwai Pui Mok**  
*Chief Financial Officer and Company Secretary*

Hong Kong, 14th June, 2010

*As at the date of this announcement, the Board of the Company comprises four executive Directors, namely Mr. Deacon Te Ken Chiu, Tan Sri Dato' David Chiu, Mr. Dennis Chiu, Mr. Craig Grenfell Williams; two non-executive Directors, namely Madam Ching Lan Ju Chiu, Mr. Daniel Tat Jung Chiu; and three independent non-executive Directors, namely Mr. Jian Yin Jiang, Mr. Kwok Wai Chan and Mr. Peter Man Kong Wong.*