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Multifield

MULTIFIELD INTERNATIONAL HOLDINGS LIMITED

(the "Company")

(Incorporated in Bermuda with limited liability)

(Stock Code: 898)

ANNUAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2011

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Year ended 31 December 2011

	Notes	2011 HK\$'000	2010 HK\$'000
REVENUE	3	141,550	215,354
Cost of sales		<u>(47,536)</u>	<u>(29,145)</u>
Gross profit		94,014	186,209
Other income and gains	3	18,722	27,575
Fair value gains on investment properties		228,718	534,793
(Loss)/gain on disposal of investment properties		(1,175)	3,481
Operating and administrative expenses		(93,998)	(27,671)
Finance costs	5	<u>(10,512)</u>	<u>(7,446)</u>
PROFIT BEFORE TAX	4	235,769	716,941
Income tax expense	6	<u>(46,410)</u>	<u>(4,246)</u>
PROFIT FOR THE YEAR		<u>189,359</u>	<u>712,695</u>
OTHER COMPREHENSIVE INCOME			
Available-for-sale investments:			
Changes in fair value		(39,688)	1,846
Reclassification adjustments for gains included in the consolidated statement of comprehensive income – gain on disposal		<u>(991)</u>	<u>–</u>
		(40,679)	1,846
Exchange differences on translation of foreign operations		<u>91,022</u>	<u>119,747</u>
OTHER COMPREHENSIVE INCOME FOR THE YEAR		<u>50,343</u>	<u>121,593</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		<u>239,702</u>	<u>834,288</u>
PROFIT FOR THE YEAR ATTRIBUTABLE TO:			
Owners of the Company		172,435	512,204
Non-controlling interests		<u>16,924</u>	<u>200,491</u>
		<u>189,359</u>	<u>712,695</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR ATTRIBUTABLE TO:			
Owners of the Company		209,785	633,275
Non-controlling interests		<u>29,917</u>	<u>201,013</u>
		<u>239,702</u>	<u>834,288</u>
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY			
Basic and diluted	8	<u>4.12 cents</u>	<u>12.25 cents</u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

31 December 2011

	Notes	2011 HK\$'000	2010 HK\$'000
NON-CURRENT ASSETS			
Property, plant and equipment		308,835	353,855
Investment properties		4,751,367	4,125,200
Prepaid land lease payments		434	441
Club debenture		670	670
Available-for-sale investments		1,894	–
Total non-current assets		<u>5,063,200</u>	<u>4,480,166</u>
CURRENT ASSETS			
Properties held for sale		281,851	281,851
Trade receivables	9	7,889	6,870
Prepayments, deposits and other receivables		22,230	80,827
Available-for-sale investments		235,931	92,208
Equity investments at fair value through profit or loss		187,522	236,845
Pledged deposits		17,984	80,854
Cash and cash equivalents		154,430	221,040
Total current assets		<u>907,837</u>	<u>1,000,495</u>
TOTAL ASSETS		<u>5,971,037</u>	<u>5,480,661</u>
CURRENT LIABILITIES			
Trade payables	10	1,416	1,580
Other payables and accruals		258,248	234,398
Deposits received		52,423	48,254
Derivative financial instruments		–	2,222
Interest-bearing bank and other borrowings		1,002,751	711,905
Tax payable		25,508	25,704
Total current liabilities		<u>1,340,346</u>	<u>1,024,063</u>
NET CURRENT LIABILITIES		<u>(432,509)</u>	<u>(23,568)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>4,630,691</u>	<u>4,456,598</u>
NON-CURRENT LIABILITIES			
Due to a director		5,435	14,821
Deferred tax liabilities		615,926	583,142
Total non-current liabilities		<u>621,361</u>	<u>597,963</u>
Net assets		<u>4,009,330</u>	<u>3,858,635</u>
EQUITY			
Equity attributable to owners of the Company			
Issued capital		41,804	41,804
Reserves		2,998,587	2,828,516
Proposed final dividends	7	20,902	27,172
Non-controlling interests		<u>3,061,293</u>	<u>2,897,492</u>
Total equity		<u>948,037</u>	<u>961,143</u>
		<u>4,009,330</u>	<u>3,858,635</u>

NOTES TO FINANCIAL STATEMENTS

1.1 BASIS OF PREPARATION

These financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”) (which include all Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (“HKASs”) and Interpretations) issued by the Hong Kong Institute of Certified Public Accountants, accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention, except for investment properties and certain financial instruments, which have been measured at fair value. These financial statements are presented in Hong Kong dollars (HK\$) and all values are rounded to the nearest thousand (HK\$’000) except when otherwise indicated.

Going concern

The Group had net current liabilities of approximately HK\$432,509,000 at the end of the reporting period. Notwithstanding the above, the directors of the Company have prepared the financial statements on the going concern basis on the assumption that the Group will continue to operate as a going concern for the foreseeable future as Power Resources Holdings Limited has confirmed to provide necessary funds to the Group so as to enable the Group to discharge its obligations as and when they fall due.

Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries (collectively referred to as the “Group”) for the year ended 31 December 2011. The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. The results of subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases. All intra-group balances, transactions, unrealised gains and losses resulting from intra-group transactions and dividends are eliminated on consolidation in full.

Total comprehensive income within a subsidiary is attributed to the non-controlling interest even if that results in a deficit balance.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises (i) the assets (including goodwill) and liabilities of the subsidiary, (ii) the carrying amount of any non-controlling interest and (iii) the cumulative translation differences recorded in equity; and recognises (i) the fair value of the consideration received, (ii) the fair value of any investment retained and (iii) any resulting surplus or deficit in profit or loss. The Group’s share of components previously recognised in other comprehensive income is reclassified to profit or loss or retained profits, as appropriate.

1.2 CHANGES IN ACCOUNTING POLICY AND DISCLOSURES

The Group has adopted the following new and revised HKFRSs for the first time for the current year's financial statements.

HKFRS 1 Amendment	Amendment to HKFRS 1 <i>First-time Adoption of Hong Kong Financial Reporting Standards – Limited Exemption from Comparative HKFRS 7 Disclosures for First-time Adopters</i>
HKAS 24 (Revised)	<i>Related Party Disclosures</i>
HKAS 32 Amendment	Amendment to HKAS 32 <i>Financial Instruments: Presentation – Classification of Rights Issues</i>
HK(IFRIC)-Int 14 Amendments	Amendments to HK(IFRIC)-Int 14 <i>Prepayments of a Minimum Funding Requirement</i>
HK(IFRIC)-Int 19 <i>Improvements to HKFRSs 2010</i>	<i>Extinguishing Financial Liabilities with Equity Instruments</i> Amendments to a number of HKFRSs issued in May 2010

Other than as further explained below regarding the impact of HKAS 24 (Revised), and amendments to HKFRS 3, HKAS 1 and HKAS 27 included in *Improvements to HKFRSs 2010*, the adoption of the new and revised HKFRSs has had no significant financial effect on these financial statements.

The principal effects of adopting these new and revised HKFRSs are as follows:

(a) HKAS 24 (Revised) *Related Party Disclosures*

HKAS 24 (Revised) clarifies and simplifies the definitions of related parties. The new definitions emphasise a symmetrical view of related party relationships and clarify the circumstances in which persons and key management personnel affect related party relationships of an entity. The revised standard also introduces an exemption from the general related party disclosure requirements for transactions with a government and entities that are controlled, jointly controlled or significantly influenced by the same government as the reporting entity. The accounting policy for related parties has been revised to reflect the changes in the definitions of related parties under the revised standard. The adoption of the revised standard did not have any impact on the financial position or performance of the Group.

(b) *Improvements to HKFRSs 2010* issued in May 2010 sets out amendments to a number of HKFRSs. There are separate transitional provisions for each standard. While the adoption of some of the amendments may result in changes in accounting policies, none of these amendments has had a significant financial impact on the financial position or performance of the Group. Details of the key amendments most applicable to the Group are as follows:

- HKFRS 3 *Business Combinations*: The amendment clarifies that the amendments to HKFRS 7, HKAS 32 and HKAS 39 that eliminate the exemption for contingent consideration do not apply to contingent consideration that arose from business combinations whose acquisition dates precede the application of HKFRS 3 (as revised in 2008).

In addition, the amendment limits the scope of measurement choices for non-controlling interests. Only the components of non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the acquiree's net assets in the event of liquidation are measured at either fair value or at the present ownership instruments' proportionate share of the acquiree's identifiable net assets. All other components of non-controlling interests are measured at their acquisition date fair value, unless another measurement basis is required by another HKFRS.

The amendment also added explicit guidance to clarify the accounting treatment for non-replaced and voluntarily replaced share-based payment awards.

- *HKAS 1 Presentation of Financial Statements*: The amendment clarifies that an analysis of each component of other comprehensive income can be presented either in the statement of changes in equity or in the notes to the financial statements. The Group elects to present the analysis of each component of other comprehensive income in the statement of changes in equity.
- *HKAS 27 Consolidated and Separate Financial Statements*: The amendment clarifies that the consequential amendments from HKAS 27 (as revised in 2008) made to HKAS 21, HKAS 28 and HKAS 31 shall be applied prospectively for annual periods beginning on or after 1 July 2009 or earlier if HKAS 27 is applied earlier.

1.3 ISSUED BUT NOT YET EFFECTIVE HONG KONG FINANCIAL REPORTING STANDARDS

The Group has not applied the following new and revised HKFRSs, that have been issued but are not yet effective, in these financial statements.

HKFRS 1 Amendments	Amendments to HKFRS 1 <i>First-time Adoption of Hong Kong Financial Reporting Standards – Severe Hyperinflation and Removal of Fixed Dates for First-time Adopters</i> ¹
HKFRS 7 Amendments	Amendments to HKFRS 7 <i>Financial Instruments: Disclosures – Transfers of Financial Assets</i> ¹
HKFRS 7 Amendments	Amendments to HKFRS 7 <i>Financial Instruments: Disclosures – Offsetting Financial Assets and Financial Liabilities</i> ⁴
HKFRS 9 and HKFRS 7 Amendments	Amendments to HKFRS 9 <i>Financial Instruments</i> and HKFRS 7 – <i>Mandatory Effective Date of HKFRS 9 and Transition Disclosures</i> ⁶
HKFRS 9	<i>Financial Instruments</i> ⁶
HKFRS 10	<i>Consolidated Financial Statements</i> ⁴
HKFRS 11	<i>Joint Arrangements</i> ⁴
HKFRS 12	<i>Disclosure of Interests in Other Entities</i> ⁴
HKFRS 13	<i>Fair Value Measurement</i> ⁴
HKAS 1 Amendments	<i>Presentation of Financial Statements – Presentation of Items of Other Comprehensive Income</i> ³
HKAS 12 Amendments	Amendments to HKAS 12 <i>Income Taxes – Deferred Tax: Recovery of Underlying Assets</i> ²
HKAS 19 (2011)	<i>Employee Benefits</i> ⁴
HKAS 27 (2011)	<i>Separate Financial Statements</i> ⁴
HKAS 28 (2011)	<i>Investments in Associates and Joint Ventures</i> ⁴
HKAS 32 Amendments	Amendments to HKAS 32 <i>Financial Instruments: Presentation – Offsetting Financial Assets and Financial Liabilities</i> ⁵
HK(IFRIC)-Int 20	<i>Stripping Costs in the Production Phase of a Surface Mine</i> ⁴

- ¹ Effective for annual periods beginning on or after 1 July 2011
- ² Effective for annual periods beginning on or after 1 January 2012
- ³ Effective for annual periods beginning on or after 1 July 2012
- ⁴ Effective for annual periods beginning on or after 1 January 2013
- ⁵ Effective for annual periods beginning on or after 1 January 2014
- ⁶ Effective for annual periods beginning on or after 1 January 2015

Further information about those changes that are expected to significantly affect the Group is as follows:

HKFRS 9 issued in November 2009 is the first part of phase 1 of a comprehensive project to entirely replace HKAS 39 *Financial Instruments: Recognition and Measurement*. This phase focuses on the classification and measurement of financial assets. Instead of classifying financial assets into four categories, an entity shall classify financial assets as subsequently measured at either amortised cost or fair value, on the basis of both the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. This aims to improve and simplify the approach for the classification and measurement of financial assets compared with the requirements of HKAS 39.

In November 2010, the HKICPA issued additions to HKFRS 9 to address financial liabilities (the "Additions") and incorporated in HKFRS 9 the current derecognition principles of financial instruments of HKAS 39. Most of the Additions were carried forward unchanged from HKAS 39, while changes were made to the measurement of financial liabilities designated at fair value through profit or loss using the fair value option ("FVO"). For these FVO liabilities, the amount of change in the fair value of a liability that is attributable to changes in credit risk must be presented in other comprehensive income ("OCI"). The remainder of the change in fair value is presented in profit or loss, unless presentation of the fair value change in respect of the liability's credit risk in OCI would create or enlarge an accounting mismatch in profit or loss. However, loan commitments and financial guarantee contracts which have been designated under the FVO are scoped out of the Additions.

HKAS 39 is aimed to be replaced by HKFRS 9 in its entirety. Before this entire replacement, the guidance in HKAS 39 on hedge accounting and impairment of financial assets continues to apply. The Group expects to adopt HKFRS 9 from 1 January 2015.

HKFRS 10 establishes a single control model that applies to all entities including special purpose entities or structured entities. It includes a new definition of control which is used to determine which entities are consolidated. The changes introduced by HKFRS 10 require management of the Group to exercise significant judgement to determine which entities are controlled, compared with the requirements in HKAS 27 and HK(SIC)-Int 12 *Consolidation – Special Purpose Entities*. HKFRS 10 replaces the portion of HKAS 27 *Consolidated and Separate Financial Statements* that addresses the accounting for consolidated financial statements. It also includes the issues raised in HK(SIC)-Int 12.

HKFRS 11 replaces HKAS 31 *Interests in Joint Ventures* and HK(SIC)-Int 13 *Jointly Controlled Entities – Non-Monetary Contributions by Venturers*. It describes the accounting for joint arrangements with joint control. It addresses only two forms of joint arrangements, i.e., joint operations and joint ventures, and removes the option to account for joint ventures using proportionate consolidation.

HKFRS 12 includes the disclosure requirements for subsidiaries, joint arrangements, associates and structured entities that are previously included in HKAS 27 *Consolidated and Separate Financial Statements*, HKAS 31 *Interests in Joint Ventures* and HKAS 28 *Investments in Associates*. It also introduces a number of new disclosure requirements for these entities.

Consequential amendments were made to HKAS 27 and HKAS 28 as a result of the issuance of HKFRS 10, HKFRS 11 and HKFRS 12. The Group expects to adopt HKFRS 10, HKFRS 11, HKFRS 12, and the consequential amendments to HKAS 27 and HKAS 28 from 1 January 2013.

HKFRS 13 provides a precise definition of fair value and a single source of fair value measurement and disclosure requirements for use across HKFRSs. The standard does not change the circumstances in which the Group is required to use fair value, but provides guidance on how fair value should be applied where its use is already required or permitted under other HKFRSs. The Group expects to adopt HKFRS 13 prospectively from 1 January 2013.

Amendments to HKAS 1 change the grouping of items presented in OCI. Items that could be reclassified (or recycled) to profit or loss at a future point in time (for example, upon derecognition or settlement) would be presented separately from items which will never be reclassified. The Group expects to adopt the amendments from 1 January 2013.

HKAS 12 Amendments clarify the determination of deferred tax for investment property measured at fair value. The amendments introduce a rebuttable presumption that deferred tax on investment property measured at fair value should be determined on the basis that its carrying amount will be recovered through sale. Furthermore, the amendments incorporate the requirement previously in HK(SIC)-Int 21 *Income Taxes – Recovery of Revalued Non-Depreciable Assets* that deferred tax on non-depreciable assets, measured using the revaluation model in HKAS 16, should always be measured on a sale basis. The Group expects to adopt HKAS 12 Amendments from 1 January 2012. This amendment is not expected to have a material impact on the Group's financial statements.

HKAS 19 (2011) includes a number of amendments that range from fundamental changes to simple clarifications and re-wording. The revised standard introduces significant changes in the accounting for defined benefit pension plans including removing the choice to defer the recognition of actuarial gains and losses. Other changes include modifications to the timing of recognition for termination benefits, the classification of short-term employee benefits and disclosures of defined benefit plans. The Group expects to adopt HKAS 19 (2011) from 1 January 2013.

2. OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their products and services and has four (2010: four) reportable operating segments as follows:

- (a) the property investment segment mainly comprises rental income from investment properties;
- (b) the provision of serviced apartment and property management services segment;
- (c) the trading and investments segment includes the trading of securities and investment income from securities investment and investment holding; and
- (d) the corporate and others segment.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on reportable segment profit/(loss), which is a measure of adjusted profit/(loss) before tax. The adjusted profit/(loss) before tax is measured consistently with the Group's profit/(loss) before tax from operations except that interest income from loans and receivables, finance costs, and other gains are excluded from such measurement.

Segment liabilities exclude interest-bearing bank and other borrowings, amount due to a director, tax payables and deferred tax liabilities as these liabilities are managed on a group basis.

There are no sales or other transactions between the operating segments during the year (2010: Nil).

Years ended 31 December 2011 and 2010

	Property investment		Provision of serviced apartment and property management services		Trading and investments		Corporate and others		Total	
	2011	2010	2011	2010	2011	2010	2011	2010	2011	2010
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Segment revenue:										
Sales to external customers	<u>173,015</u>	<u>146,592</u>	<u>20,386</u>	<u>18,143</u>	<u>(51,851)</u>	<u>52,841</u>	<u>-</u>	<u>(2,222)</u>	<u>141,550</u>	<u>215,354</u>
Segment results	<u>129,593</u>	<u>129,868</u>	<u>(15,977)</u>	<u>(14,109)</u>	<u>(52,907)</u>	<u>48,509</u>	<u>(61,868)</u>	<u>(2,249)</u>	<u>(1,159)</u>	<u>162,019</u>
<i>Reconciliation:</i>										
Interest income from loans and receivables									3,365	3,257
Other gains									244,075	559,111
Finance costs									<u>(10,512)</u>	<u>(7,446)</u>
Profit before tax									<u>235,769</u>	<u>716,941</u>
	Property investment		Provision of serviced apartment and property management services		Trading and investments		Corporate and others		Total	
	2011	2010	2011	2010	2011	2010	2011	2010	2011	2010
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Segment assets	<u>5,025,616</u>	<u>4,740,095</u>	<u>46,620</u>	<u>105,797</u>	<u>504,323</u>	<u>336,538</u>	<u>394,478</u>	<u>298,231</u>	<u>5,971,037</u>	<u>5,480,661</u>
Total assets									<u>5,971,037</u>	<u>5,480,661</u>
Segment liabilities	<u>80,114</u>	<u>162,606</u>	<u>17,277</u>	<u>14,146</u>	<u>77,963</u>	<u>95</u>	<u>12,855</u>	<u>13,291</u>	<u>188,209</u>	<u>190,138</u>
<i>Reconciliation:</i>										
Unallocated liabilities									<u>1,773,498</u>	<u>1,431,888</u>
Total liabilities									<u>1,961,707</u>	<u>1,622,026</u>
Other segment information:										
Depreciation and amortisation	2,027	2,053	1,072	1,155	-	-	953	991	4,052	4,199
Change in fair value of investment properties	228,718	534,793	-	-	-	-	-	-	228,718	534,793
Impairment loss recognised in the statement of comprehensive income	47,279	130	-	7,800	-	-	-	30	47,279	7,960
Capital expenditure*	<u>325,452</u>	<u>23,023</u>	<u>338</u>	<u>393</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>325,790</u>	<u>23,416</u>

* Capital expenditure consists of additions to property, plant and equipment, and investment properties.

Geographical information

a)	Hong Kong		Mainland China		Total	
	2011	2010	2011	2010	2011	2010
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Revenue from sales to external customers	<u>(13,713)</u>	<u>74,170</u>	<u>155,263</u>	<u>141,184</u>	<u>141,550</u>	<u>215,354</u>

The revenue information above is based on the location of the customers. No customer accounted for 10% or more of the total revenue for the years ended 31 December 2011 and 2010.

b)	Hong Kong		Mainland China		Total	
	2011	2010	2011	2010	2011	2010
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Non-current assets	<u>3,919,473</u>	<u>609,438</u>	<u>1,141,163</u>	<u>3,870,058</u>	<u>5,060,636</u>	<u>4,479,496</u>

The non-current asset information above is based on the location of assets and excludes financial instruments.

3. REVENUE, OTHER INCOME AND GAINS

An analysis of revenue, other income and gains is as follows:

	2011	2010
	<i>HK\$'000</i>	<i>HK\$'000</i>
Revenue		
Rental income from property letting	173,015	147,377
Serviced apartment and property management	20,386	18,143
Fair value (losses)/gains, net:		
Equity investments at fair value through profit or loss	(78,390)	41,920
Derivative financial instruments	3,139	(1,947)
Dividend income from listed investments	6,199	5,194
Interest income from available-for-sale investments	<u>17,201</u>	<u>4,667</u>
	<u>141,550</u>	<u>215,354</u>
Other income and gains		
Interest income from loans and receivables	3,365	3,257
Gain on disposal of items of property, plant and equipment	2,899	13,886
Fair value gains on available-for-sale investments (transfer from equity on disposal)	991	–
Others	<u>11,467</u>	<u>10,432</u>
	<u>18,722</u>	<u>27,575</u>

4. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging:

	2011 <i>HK\$'000</i>	2010 <i>HK\$'000</i>
Cost of services provided	48,076	27,004
Depreciation	4,045	4,190
Amortisation of prepaid land lease payments	7	9
Minimum lease payments under operating leases for land and buildings	162	77
Auditors' remuneration	650	688
Impairment of trade receivables*	12	130
Impairment of other receivables*	–	30
Impairment of available-for-sale investments*	–	7,800
Impairment loss recognised in respect of property, plant and equipment*	47,267	–
Direct operating expenses (including repairs and maintenance) arising on rental-earning investment properties	20,034	18,860
Foreign exchange differences, net	<u>7,925</u>	<u>1,724</u>
Employee benefits expense (including directors' remuneration):		
Salaries, wages and other benefits	18,192	13,373
Pension scheme contributions (defined contribution scheme) (<i>Note</i>)	<u>202</u>	<u>180</u>
	<u>18,394</u>	<u>13,553</u>

* Included in "Operating and administrative expenses" on the face of the consolidated statement of comprehensive income.

Note:

At 31 December 2011, the Group had no forfeited contributions available to reduce its contributions to the pension scheme in future years (2010: Nil).

5. FINANCE COSTS

An analysis of finance costs is as follows:

	2011 <i>HK\$'000</i>	2010 <i>HK\$'000</i>
Interest on bank loans, overdrafts and other loans wholly repayable within five years	<u>10,512</u>	<u>7,446</u>

6. INCOME TAX

Hong Kong profits tax has been provided at the rate of 16.5% (2010: 16.5%) on the estimated assessable profits arising in Hong Kong during the year. Taxes on profits assessable in Mainland China have been calculated at the rates of tax prevailing in Mainland China, based on existing legislation, interpretations and practices in respect thereof.

	2011 <i>HK\$'000</i>	2010 <i>HK\$'000</i>
Current tax – Hong Kong		
Charge for the year	1,548	1,324
(Overprovision)/underprovision in prior years	(2,618)	874
Current tax – Mainland China		
Charge for the year	14,696	14,491
Deferred tax	<u>32,784</u>	<u>(12,443)</u>
Total tax charge for the year	<u><u>46,410</u></u>	<u><u>4,246</u></u>

A reconciliation of the tax expense applicable to profit before tax at the applicable rates for the jurisdictions in which the Company and the majority of its subsidiaries are domiciled to the tax expense at the effective tax rate is as follows:

2011

	Hong Kong <i>HK\$'000</i>	Elsewhere in the PRC <i>HK\$'000</i>	Total <i>HK\$'000</i>
Profit before tax	<u>82,226</u>	<u>153,543</u>	<u>235,769</u>
Tax at the applicable tax rate	8,869	38,386	47,255
Adjustments in respect of			
current tax of prior years	(2,618)	–	(2,618)
Lower tax rate for specific provinces or enacted by local authority	–	(22,271)	(22,271)
Income not subject to tax	(35,111)	(32,763)	(67,874)
Expenses not deductible for tax	6,226	31,341	37,567
Tax losses not recognised	24,501	–	24,501
Tax losses utilised from prior years	(430)	–	(430)
Effect of PRC land appreciation tax	–	31,023	31,023
Others	<u>(743)</u>	<u>–</u>	<u>(743)</u>
Tax charge at the Group's effective rate	<u><u>694</u></u>	<u><u>45,716</u></u>	<u><u>46,410</u></u>

2010

	Hong Kong <i>HK\$'000</i>	Elsewhere in the PRC <i>HK\$'000</i>	Total <i>HK\$'000</i>
Profit before tax	<u>247,444</u>	<u>469,497</u>	<u>716,941</u>
Tax at the applicable tax rate	40,828	117,374	158,202
Adjustments in respect of			
current tax of prior years	874	–	874
Lower tax rate for specific provinces or enacted by local authority	–	(2,170)	(2,170)
Income not subject to tax	(40,600)	(106,167)	(146,767)
Expenses not deductible for tax	2,343	5,431	7,774
Tax losses not recognised	784	23	807
Tax losses utilised from prior years	(438)	–	(438)
Effect of PRC land appreciation tax	–	(13,658)	(13,658)
Others	<u>(378)</u>	<u>–</u>	<u>(378)</u>
Tax charge at the Group's effective rate	<u>3,413</u>	<u>833</u>	<u>4,246</u>

7. DIVIDENDS

	2011 <i>HK\$'000</i>	2010 <i>HK\$'000</i>
Interim dividend – HK0.45 cents (2010: HK0.35 cents) per ordinary share	18,812	14,631
Proposed final dividend – HK0.5 cents (2010: HK0.65 cents) per ordinary share	<u>20,902</u>	<u>27,172</u>
	<u>39,714</u>	<u>41,803</u>

Subject to shareholders' approval at the forthcoming annual general meeting of the Company to be held on 28th May 2012, dividend warrants will be posted on or about 28th June 2012 to shareholders whose names appear on the register of members of the Company on 28th May 2012.

8. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY

The calculation of basic earnings per share amounts is based on the profit for the year attributable to ordinary equity holders of the Company of approximately HK\$172,435,000 (2010: HK\$512,204,000) and the weighted average number of ordinary shares of 4,180,371,092 (2010: 4,180,371,092) in issue during the year.

No adjustment has been made to the basic earnings per share amounts presented for the years ended 31 December 2011 and 2010 in respect of a dilution as the Group had no potentially dilutive ordinary shares in issue during those years.

9. TRADE RECEIVABLES

	2011 <i>HK\$'000</i>	2010 <i>HK\$'000</i>
Trade receivables	13,744	12,713
Provision for impairment	<u>(5,855)</u>	<u>(5,843)</u>
	<u>7,889</u>	<u>6,870</u>

For the Group's property rental business, the tenants are usually required to settle the rental payments on the first day of the rental period, and are required to pay rental deposits with amount ranging from two to three months' rentals in order to secure any default in their rental payments. The Group does not hold any collateral or other credit enhancements over its trade receivables balances.

An aged analysis of trade receivables at the end of the reporting period, based on the invoice dates and net of provisions, is as follows:

	2011 <i>HK\$'000</i>	2010 <i>HK\$'000</i>
Within 1 month	2,327	1,013
1 to 2 months	759	340
2 to 3 months	–	237
Over 3 months	<u>4,803</u>	<u>5,280</u>
	<u>7,889</u>	<u>6,870</u>

The movements in provision for impairment of trade receivables are as follows:

	2011 <i>HK\$'000</i>	2010 <i>HK\$'000</i>
At 1 January	5,843	5,713
Impairment losses recognised	<u>12</u>	<u>130</u>
At 31 December	<u>5,855</u>	<u>5,843</u>

At 31 December 2011, included in the above provision for impairment of trade receivables is a provision for individually impaired trade receivables of approximately HK\$5,855,000 (2010: HK\$5,843,000) with a carrying amount before provision of approximately HK\$5,855,000 (2010: HK\$5,843,000). The individually impaired trade receivables relate to customers that were in default of payments.

The aged analysis of the trade receivables that are not considered to be impaired is as follows:

	2011 <i>HK\$'000</i>	2010 <i>HK\$'000</i>
Neither past due nor impaired	3,085	1,353
Less than 1 month past due	69	237
1 to 3 months past due	10	448
Over 3 months past due	<u>4,725</u>	<u>4,832</u>
	<u>7,889</u>	<u>6,870</u>

Receivables that were neither past due nor impaired relate to a number of diversified customers for whom there was no recent history of default.

Receivables that were past due but not impaired relate to a number of independent customers. Based on past experience, the directors of the Company are of the opinion that no provision for impairment is necessary in respect of these balances as there has not been a significant change in credit quality and the balances are still considered fully recoverable.

10. TRADE PAYABLES

An aged analysis of trade payables at the end of the reporting period, based on the invoice dates, is as follows:

	2011 <i>HK\$'000</i>	2010 <i>HK\$'000</i>
Within 1 month	538	1,281
1 to 2 months	101	2
2 to 3 months	38	-
Over 3 months	<u>739</u>	<u>297</u>
	<u>1,416</u>	<u>1,580</u>

Trade payables are non-interest-bearing and are normally settled on 60-day terms.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from 24th May 2012 to 28th May 2012, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the forthcoming annual general meeting and qualify for the proposed final dividend, all transfers accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Tengis Limited at 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on 23rd May 2012.

REVIEW OF OPERATION

With the dynamic global and local economy, year 2011 was on the whole a challenging year for the Group. During the year under review, the Group recorded a net profit of about HK\$189 million (2010: HK\$713 million).

PROPERTY INVESTMENT

Hong Kong

Investment properties in Hong Kong mainly comprise industrial and office units with some retail shops. The number of new companies established and initial public offerings was on the rise in the past few years, which drives a stable demand for office spaces. To enrich the property investment portfolio, the Group acquired quality properties at considerations of around HK\$161 million during the year. Apart from this, the Group also acquired 225 lorry car parking spaces at a consideration of HK\$112.5 million. Indeed, the investment properties consistently contributed stable rental revenue of approximately HK\$40 million (2010: HK\$30 million).

Shanghai, PRC

The Group's properties in Shanghai, PRC comprise around 182 blocks of detached garden houses and 126 hotel-serviced apartment units respectively, which were operated under the trademark of "Windsor Renaissance". The trademark is a symbol of high quality villas and hotel-serviced apartments in Shanghai. They are well accepted by the expatriate community in Shanghai and their average occupancy rate generally stands at round 90%. These properties generated a stable rental revenue of approximately HK\$133 million (2010: HK\$117 million) with an increase of 14% as compared with previous years.

Zhuhai, PRC

The Group holds two land banks in Zhuhai, PRC. The first land of about 36,808 square meters is located at Qianshan commercial business district and for commercial and shopping usages. It is still in the process of demolition and removal of existing constructions. Another land of about 94,111 square meters in DouMen commercial business district is at planning and design stage. This land is for hotel and shopping usages. The Group believes that these acquisitions of land will further strengthen the business of property investment in the PRC and will bring remarkable return to the Group upon completion of development.

TRADING AND INVESTMENTS

The global financial market in 2011 was volatile as a result of the worsening debt problem of European countries and the downgrading of the US debt rating. In view of this, the Group took a more prudent approach to acquire available-for-sale investments of around HK\$212 million with an average coupon rate of around 10%. Nevertheless, the Group's equity investments recorded a net fair value loss of approximately HK\$78 million (2010: gain of HK\$40 million) when marking the investment portfolios to market valuation as at 31 December 2011.

LIQUIDITY AND FINANCIAL RESOURCES

The Group generally finances its operations with internally generated cash flow and banking facilities provided by principal bankers in Hong Kong. In order to preserve liquidity and enhance interest yields, liquid assets were maintained in the form of highly liquid equity investments and available-for-sale investments of HK\$423 million (2010: HK\$327 million) as at 31 December 2011. The Group's cash and cash equivalents as at 31 December 2011 amounted to HK\$154 million (2010: HK\$221 million). As at 31 December 2011, the Group had total bank and other borrowings amounting to approximately HK\$1,003 million (2010: HK\$712 million) which were secured by legal charges on certain investment properties in Hong Kong and Shanghai, and certain equity investments and available-for-sale investments. With the total bank and other borrowings of HK\$1,003 million (2010: HK\$712 million) and the aggregate of the shareholder funds, non-controlling interest and total bank borrowings of approximately HK\$5,012 million (2010: HK\$4,571 million), the Group's gearing ratio as at 31 December 2011 was around 20% (2010: 16%).

EMPLOYEES AND REMUNERATION POLICY

As at 31 December 2011, the Group had approximately 270 employees, of whom 215 were based in the PRC and 55 in Hong Kong. The remuneration packages of the Group's employees are mainly based on their performance, experience and the prevailing market condition. In addition to the basic salaries, the Group also provides staff benefits including discretionary bonus, provident fund and tuition/training subsidies in order to retain competent employees.

PROSPECT

The escalation of the Euro zone crisis and downgrading of the US debt rating have brought considerable uncertainties to the world market. It is most likely that the sovereign debt problems in the Euro zone and the US economy require time to be resolved. Thus, the Group believes that the global economy will continue to face a higher degree of uncertainty over the medium term.

Economic growth of the Mainland is expected to stay higher than many other economies in the meantime. According to the National Bureau of Statistics of China, the gross domestic product ("GDP") of 2011 was RMB47.16 trillion, an increase of 9.2% over that of 2010. In order to sustain the economic development, the PRC government has continued to roll out measures to contain the notably inflationary pressure. Above all, the Group remains confident in the Mainland's long-term emerging as an anchor for the global economy.

Given the deteriorating external environment and the cooling measures implemented by the HKSAR government, the property market growth has been restrained. However, the increasing wealth, especially in China, has brought international branded retailers and manufacturers to expand their presence in Hong Kong. Together with new companies established in the past few years and the relocation of offices from central business district (“CBD”) to decentralized districts, the demand for the Group’s office spaces is expected to remain stable and positive.

The Group will adhere to its prudent financial policy and maintain high liquidity and low gearing. We strongly believe that we have the necessary skills and expertise to enable us to work towards the goal of maximizing our shareholders’ wealth through paying attention to investment opportunities that have a promising outlook.

CODE ON CORPORATE GOVERNANCE PRACTICES

In the opinion of the directors of the Company (the “Director(s)”), save as disclosed below, the Company has complied with the code provisions contained in the Code on Corporate Governance Practices (the “Code”) as set out in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) throughout the year ended 31 December 2011.

Under code provisions of A.4.1 and A.4.2, (i) non-executive directors should be appointed for a specific term and subject to re-election; and (ii) all directors appointed to fill a causal vacancy should be subject to election by shareholders at the first general meeting after their appointment, and every director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years.

Non-executive directors do not have a specific term of appointment and under the bye-laws of the Company, at each general meeting, one-third of the directors for the time being, or if their number is not three or a multiple of three, then the number nearest one-third, shall retire from office by rotation save any director holding office as chairman and managing director. The Company intends to propose any amendment of relevant bye-laws of the Company, if necessary, in order to ensure compliance with the Code.

AUDIT COMMITTEE

The Company has established an audit committee in compliance with Rule 3.21 of the Listing Rules. The audit committee’s terms of reference includes those specific duties as set out in the code provision C.3.3 of the Code.

The audit committee comprises four independent non-executive Directors, namely, Lee Siu Man, Ervin, Wong Yim Sum, Lo Yick Wing and Tsui Ka Wah. The chairman of the audit committee, Wong Yim Sum, has extensive experience in the finance and auditing fields.

In the presence of the representatives of the Company’s independent external auditors, the Group’s draft audited consolidated financial statements for the year ended 31 December 2011 have been reviewed by the audit committee, and with recommendation to the Board for approval.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) set out in Appendix 10 of the Listing Rules as its own code of conduct regarding directors’ securities transactions. Based on specific enquiry of all the Directors, the Directors have complied with the required standards as set out in the Model Code for the year ended 31 December 2011.

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries purchased, redeemed or sold any of the Company’s listed securities during the year.

PUBLICATION OF ANNUAL RESULTS AND ANNUAL REPORT

The annual results announcement of the Company is published on the websites of the Company (www.irasia.com/listco/hk/multifield/index.htm) and Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk). The annual report of the Company for 2011 containing all the information required by the Listing Rules will be dispatched to the shareholders of the Company and made available on the above websites in due course.

BOARD OF DIRECTORS

As at the date of this announcement, the executive Directors are Mr. Lau Chi Yung and Mr. Lau Michael Kei Chi and the independent non-executive Directors are Mr. Lee Siu Man, Ervin, Mr. Wong Yim Sum, Mr. Lo Yick Wing and Mr. Tsui Ka Wah.

By Order of the Board
Lau Chi Yung
Chairman

Hong Kong, 23 March 2012