REF Holdings Limited

(Incorporated in the Cayman Islands with limited liability)
Stock Code: 8177

2015
Annual Report

CHARACTERISTICS OF THE GROWTH ENTERPRISE MARKET OF THE STOCK EXCHANGE OF HONG KONG LIMITED

Growth Enterprise Market ("GEM") has been positioned as a market designed to accommodate companies to which a higher investment risk may be attached than other companies listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration. The greater risk profile and other characteristics of GEM mean that it is a market more suited to professional and other sophisticated investors.

Given the emerging nature of companies listed on GEM, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

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This annual report, for which the directors (the "**Directors**") of REF Holdings Limited (the "**Company**") collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the "**GEM Listing Rules**") for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this annual report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this annual report misleading.

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Corporate Information

BOARD OF DIRECTORS

Executive Directors

Ms. Chiu Hok Yu
Ms. Kwok Kam Lai

Chairman and Non-Executive Director

Mr. Lau Man Tak

Independent Non-Executive Directors

Mr. Leung Chi Hung
Mr. Wong Kun Kau
Mr. Lum Chor Wah Richard

COMPANY SECRETARY

Mr. Ko Wai Lun Warren

COMPLIANCE OFFICER

Ms. Kwok Kam Lai

AUTHORISED REPRESENTATIVES

Ms. Chiu Hok Yu
Ms. Kwok Kam Lai

MEMBERS OF AUDIT COMMITTEE

Mr. Leung Chi Hung *(Chairman)*
Mr. Wong Kun Kau
Mr. Lum Chor Wah Richard

MEMBERS OF NOMINATION COMMITTEE

Mr. Wong Kun Kau *(Chairman)*
Mr. Leung Chi Hung
Mr. Lum Chor Wah Richard
Ms. Chiu Hok Yu

MEMBERS OF REMUNERATION COMMITTEE

Mr. Lum Chor Wah Richard *(Chairman)*
Mr. Leung Chi Hung
Mr. Wong Kun Kau
Ms. Chiu Hok Yu

REGISTERED OFFICE

Clifton House
75 Fort House
P.O. Box 1350
Grand Cayman, KY1-1108
Cayman Islands

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

3/F., Nexxus Building
77 Des Voeux Road Central, Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Appleby Trust (Cayman) Ltd.
Clifton House
75 Fort Street
P.O. Box 1350
Grand Cayman, KY1-1108
Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Union Registrars Limited
A18/F., Asia Orient Tower
Town Place, 33 Lockhart Road
Wanchai, Hong Kong
(As from 5 April 2016:
Suites 3301–04, 33/F.
Two Chinachem Exchange Square
338 King's Road
North Point, Hong Kong)

PRINCIPAL BANKERS

The Hongkong and Shanghai Banking Corporation

INDEPENDENT AUDITORS

HLB Hodgson Impey Cheng Limited
Certified Public Accountants

COMPLIANCE ADVISER

CLC International Limited

STOCK CODE

8177

WEBSITE

www.ref.com.hk

Financial Highlights

Key Financial Figures and Ratios	Notes	Year ended 31 December 2015 HK$'000	Year ended 31 December 2014 HK$'000	Increase in %
Performance				
Revenue		**142,355**	134,132	6.1%
Profit before interest, tax and depreciation		**36,590**	32,608	12.2%
Profit for the year*		**28,672**	25,563	12.2%
Profit attributable to owners of the Company		**28,672**	25,563	12.2%
Gross profit margin	1	**52.4%**	51.4%	1.0%
Net profit margin	2	**20.1%**	19.1%	1.0%
Per Share Data		**HK cents**	HK cents	
Earnings per share				
— Basic^		**13.71**	13.31	
— Diluted^		**13.71**	13.31	

* One-off listing expenses in the approximate amount of HK$6.4 million was incurred for the year ended 31 December 2015 (2014: approximately HK$6.0 million)

^ Number of shares:

	2015	2014
Weighted average number of ordinary shares for the purpose of calculating basic earnings per share (Note)	**209,184**	192,000

Note:

The calculation of basic earnings per share for the years ended 31 December 2014 and 2015 is based on the profit attributable to the owners of the Company for the years and the weighted average number of shares for the relevant period.

For the year ended 31 December 2015, the weighted average number of ordinary shares for the purpose of calculating basic earnings per share have been adjusted for the effect of placing completed on 25 September 2015.

For the year ended 31 December 2014, the weighted average number of ordinary shares for the purpose of calculating basic earnings per share is calculated based on the assumption that 192,000,000 ordinary shares had been in issue, comprising 100 ordinary shares in issue and 191,999,900 ordinary shares to be issued pursuant to the capitalisation issue as detailed in the sub-section headed "Share Capital" set out in the prospectus of the Company dated 17 September 2015 (the "Prospectus") as if the shares had been outstanding throughout the period.

Diluted earnings per share is the same as the basic earnings per share for the years ended 31 December 2014 and 2015 as there was no potential dilutive ordinary shares in issue.

Financial Highlights

Key Financial Figures and Ratios	Notes	**Year ended 31 December 2015 HK$'000**	Year ended 31 December 2014 HK$'000	Increase in %
Total assets		**99,183**	39,040	154.1%
Net assets		**60,288**	10,823	457.0%
Cash and cash equivalents		**69,183**	18,303	278.0%
Net cash	3	**69,183**	18,303	278.0%
Liquidity and Gearing				
Current ratio	4	**2.5**	1.3	92.3%
Quick ratio	5	**2.5**	1.3	92.3%
Gearing ratio	6	**N/A**	N/A	N/A
Per Share Data		**HK cents**	HK cents	
Net assets per share	7	**24**	6	300.0%
Net cash per share	8	**27**	10	170.0%

Notes:

1. Gross profit margin is calculated by dividing gross profit by revenue and multiplying the resulting value by 100%. Gross profit equals to revenue minus cost of services.

2. Net profit margin is calculated by dividing profit for the year by revenue and multiplying the resulting value by 100%.

3. Net cash is cash and cash equivalents less interest-bearing bank borrowings.

4. Current ratio is calculated by dividing current assets by current liabilities.

5. Quick ratio is calculated by dividing current assets (net of work in progress) by total current liabilities.

6. Gearing ratio is calculated by dividing total debt by total equity. Total debt is defined to include all interest-bearing borrowings and bank borrowings.

7. Net assets per share is calculated based on the number of 256,000,000 shares (2014: 192,000,000 shares).

8. Net cash per share is calculated based on the number of 256,000,000 shares (2014: 192,000,000 shares).

Chairman's Statement

Dear Shareholders,

On behalf of the board (the "Board") of directors (the "Directors") of the Company, I am pleased to present the first annual report of the Company for the year ended 31 December 2015 (the "Year") after the successful listing of the Company's shares on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on 25 September 2015 (the "Listing"). The Listing has marked a milestone for the Company and its subsidiaries (the "Group").

MISSION

The Group aims to offer a one-stop financial printing services that meet or even exceed customers' expectations.

We value customers' satisfaction and strongly believe in fostering long-term business relationship with our customers. Fully committed to the provision of best-in-class services and the consistent pursuit of professionalism have been the guiding principles of the Group.

RESULTS

During the Year, the Group recorded turnover of approximately HK$142.4 million, representing an increase of about 6.1% as compared to that of last year. Profit attributable to owners of the Company was approximately HK$28.7 million, representing an increase of about 12.2% as compared to that of last year. The Group's financial performance in 2015 was satisfactory.

DIVIDEND

As at 31 December 2015, the total equity attributable to owners of the Company amounted to approximately HK$57.7 million. To preserve sufficient funds to meet the financial needs of the Group in relation to its future business development, whenever appropriate, and to cater for any business opportunities that may arise in the near future, the Board does not recommend the payment of a final dividend for the Year.

BUSINESS REVIEW

The financial printing business in Hong Kong has been facing numerous challenges apart from the ongoing intense market competition as stated in the prospectus of the Company dated 17 September 2015 (the "Prospectus") under the section headed "Industry Overview".

During 2015, our business was inevitably affected by the unpredictable and volatile economic situation, a slowdown of the global economic growth and the fluctuations of the financial market.

Being one of the financial printers serving the financial sector in Hong Kong, we, with the rich industry experience and expertise of our Directors and management, managed the Group's operations in a proficient and effective manner in 2015.

AWARDS

From 2011 to 2015, the Group has won a total of 167 awards ('the Awards") for our creative designed annual reports among the competitions as follows: the ARC Awards, the Astrid Awards, the Galaxy Awards, the Mercury Awards, the LACP Vision Awards and the HK Print Awards. The Awards include: (i) 9 grand awards — out of which 3 of them were further awarded as the best of the show/the best of Hong Kong/the best of The People's Republic of China, respectively; (ii) 46 gold awards; (iii) 41 silver awards; (iv) 37 bronze awards; and (v) 34 honors awards. Such recognition by the Hong Kong and international institutions continues to motivate our designers to exercise more intelligence and effort by the provision of better creative concept development and design framework to our customers.

FUTURE PROSPECT AND OUTLOOK

In view of the current economic environment which is uncertain, the Group has slowed its pace in the set-up of an in-house translation team and the expansion of our workforce (the "Business Development Plan") as set out in the Prospectus under the section headed "Future Plans and Use of Our Proceeds". However, we shall regularly evaluate the market conditions for the Group to quicken the progress of our Business Development Plan.

Meanwhile, we continue to provide a wide range of financial printing services to meet our customers' demands and requirements. In addition, we shall further enhance our multiple points of quality control and inspection throughout our production process to ensure the quality of our financial printing services. We believe that our one-stop service model will provide a comprehensive range of convenient and quality services to our customers, attract potential customers and enable us to react to the changing needs of our customers efficiently.

Furthermore, to further enhance our competitive edge, we shall continue to deploy resources for improving and acquiring office facilities, equipment and software for our existing working environment and strengthen our design capabilities as set out in the Prospectus under the section headed "Future Plans and Use of Proceeds".

Though we opine that the coming years should continue to be challenging for the financial printing sector, the Group remains cautiously optimistic about the outlook of the financial printing industry in Hong Kong. In particular, we have noticed that more and more Mainland China enterprises are planning to list their securities on the Stock Exchange and henceforth our Group considers that more financial printing services will be demanded by our existing and/ or potential customers.

We are optimistic towards our core business and shall continue to capture market opportunities so as to achieve a sustainable business growth and long-term benefits of our shareholders.

APPRECIATION

On behalf of the Board and the management, I wish to extend my sincere appreciation to all of our staff for their tireless efforts, diligence and contribution during the Year, and express my utmost gratitude to all shareholders, investors, customers, suppliers and business partners for their continued and valuable support and trust to the Group.

Lau Man Tak
Chairman

Hong Kong, 16 March 2016

BUSINESS REVIEW

Besides our successful Listing, the Group is principally engaged in the provision of financial printing services for the financial sector in Hong Kong. The Group offers a wide range of convenient and quality financial printing services, from typesetting, proofreading, translation, design, printing, web submitting, newspaper placement to distribution. The core financial printing services of the Group cover printing of listing documents, financial reports, compliance documents and other document. In addition, the Group also provides ancillary services such as provision of conference room facilities. The services of the Group can be broadly categorised into three types, namely printing, translation and media placements. Most of the Group's customers are listed customers on the Stock Exchange and/or other stock exchanges.

PRINTING SERVICES

Printing services mainly include typesetting, proofreading, design, printing, binding and distribution of listing documents, financial reports, compliance documents, and other documents. Printing revenue during the Year was approximately HK$92.3 million, representing an increase of about 1.4% as compared to last financial year, was primarily due to the increase in number of jobs completed. For the years ended 31 December 2015 and 2014, the revenue generated from the printing services represented approximately 64.9% and 67.9% respectively of our total revenue.

TRANSLATION SERVICES

Translation services mainly involve translation of English into Chinese for all types of our printing documents, and vice versa. Translation revenue during the Year was approximately HK$36.3 million, representing an increase of about 25.9% as compared to last financial year, was primarily due to the increase in number of jobs completed. For the years ended 31 December 2015 and 2014, the revenue generated from the translation services represented approximately 25.5% and 21.5% respectively of our total revenue.

MEDIA PLACEMENT SERVICES

Media placement services mainly compose by placing of documents on the Internet and in newspapers. Media placement revenue during the Year was approximately HK$13.7 million, representing a decrease of about 3.6% as compared to last financial year, was primarily due to the decrease in number of jobs for media placement services in newspapers. For the years ended 31 December 2015 and 2014, the revenue generated from the media placement services represented approximately 9.6% and 10.6% respectively of our total revenue.

For the year ended 31 December 2015 (the "Year"), the Group's turnover increased by approximately 6.1% as compared to 31 December 2014 (the "Year 2014"). The profit attributable to owners of the Company for the Year was approximately HK$28.7 million (2014: approximately HK$25.6 million), representing an increase of about 12.2% as compared to last year. Basic earnings per share for the Year was approximately HK cents 13.71 (2014: approximately HK cents 13.31).

Management Discussion and Analysis

OUTLOOK

We opine that 2016 will be a difficult year for all economies and industries around the world, e.g. the continuation of a sharp decline in commodity and oil prices and the growing concerns over China's slowing economic growth and credit crunch, followed by poor corporate results. Fiscal priorities will continue to focus on controlling spending, an emphasis replicated in the private sector as weak revenue growth persists in many industries. As a result, our Group considers that the investors' interest in continuous investment in the financial market may be seriously affected.

Meanwhile, we continue to provide a wide range of financial printing services to meet our customers' demands and requirements. In addition, we shall further enhance our multiple points of quality control and inspection throughout our production process to ensure the quality of our financial printing services. We believe that our one-stop service model will provide a comprehensive range of convenient and quality services to our customers, attract potential customers and enable us to react to the changing needs of our customers efficiently.

Though the coming years should continue to be challenging for the financial printing sector, the Group remains cautiously optimistic about the outlook of the financial printing industry in Hong Kong. In particular, we have noticed that more and more Mainland China enterprises are planning to list their securities on the Stock Exchange and henceforth our Group considers that more financial printing services will be demanded by our existing and/or potential customers.

PERFORMANCE ANALYSIS

The performance analysis of the Group for the Year is set out in the "Financial Highlights" of this annual report.

FINANCIAL REVIEW

REVENUE

The Group's revenue increased by approximately HK$8.3 million, or 6.1%, from approximately HK$134.1 million for the Year 2014 to approximately HK$142.4 million for the Year. The increase was primarily attributable to the increases in revenue from printing activity, amounting to approximately HK$1.3 million, and revenue from translation activity, amounting to approximately HK$7.5 million, which was partly offset by the decrease in revenue from media placement activity, amounting to approximately HK$0.5 million, since there were less media placement services in newspapers ordered by the Group's customers.

COST OF SERVICES

The Group's cost of services increased by approximately HK$2.6 million, or 3.9%, from approximately HK$65.2 million for the Year 2014 to approximately HK$67.8 million for the Year. The increase was mainly due to (i) the increase in translation costs, which was in line with the increase in revenue generated from translation activity; and (ii) the increase in staff cost, owing to (a) an increase in the number of staff; (b) the general annual salary revision for the staff; and (c) an increase of discretionary bonus paid/payable which was in line with the increase in profits for the Year. Such increase was partly out-weighted by (i) the decrease in printing costs, due to stringent cost control; and (ii) the decrease in advertising fees paid, which was in line with the decrease in revenue generated from media placement activity.

GROSS PROFIT ANG GROSS PROFIT MARGIN

The Group's gross profit increased by approximately HK$5.7 million, or 8.3%, from approximately HK$68.9 million for the Year 2014 to approximately HK$74.6 million for the Year, which was due to the increase in revenue. Our gross profit margin of approximately 51.4 % and 52.4 % for the Year 2014 and the Year respectively maintained at a stable level.

OTHER INCOME

Other income increased by approximately HK$0.3 million, or 8.9 times, from approximately HK$29,000 for the Year 2014 to approximately HK$0.3 million for the Year. The increase was primarily attributable to the one-off sponsorship fee received from the Company's subcontractors and customers, in an aggregate amount of approximately HK$0.2 million, for the placement of congratulation advertisement for the listing of the Company's shares on the Growth Enterprise Market of the Stock Exchange on 25 September 2015 (the "Listing").

SELLING AND DISTRIBUTION EXPENSES

The Group's selling and distribution expenses increased by approximately HK$0.4 million, or 3.6%, from approximately HK$11.2 million for the Year 2014 to approximately HK$11.6 million for the Year. The increase, in line with the increase in revenue, was mainly due to an increase in the commission payment and sales incentive bonus.

ADMINISTRATIVE EXPENSES

The Group's administrative expenses increased mildly by approximately HK$1.5 million, or 5.8%, from approximately HK$26.1 million for the Year 2014 to approximately HK$27.6 million for the Year. The increase was mainly attributable to (i) an increase in staff cost; and (ii) an increase in the one-off payment of the expenses in connection with the Listing.

TAXATION

Profits tax expense increased by approximately HK$0.8 million, or 12.3%, from approximately HK$6.3 million for the Year 2014 to approximately HK$7.1 million for the Year. The increase was primarily attributable to the increase in profit before taxation, excluding the effect of non-deductible expenses such as listing expenses.

Deferred tax income decreased by approximately HK$0.1 million, or 56.2%, from approximately HK$0.2 million for the Year 2014 to approximately HK$0.1 million for the Year. The decrease was primarily attributable to the decrease in accelerated depreciation allowances.

PROFIT FOR THE YEAR AND NET PROFIT MARGIN

Profit for the Year increased by approximately HK$3.1 million, or 12.2%, from approximately HK$25.6 million for the Year 2014 to approximately HK$28.7 million. Out of which listing expenses of approximately HK$6.0 million and HK$6.4 million for the Year 2014 and the Year, respectively, were deducted as expenses in connection with the Listing from the profit for the year. Our net profit margin of approximately 19.1 % and 20.1 % for the Year 2014 and the Year respectively maintained at a stable level.

FINANCIAL RESOURCES, LIQUIDITY AND GEARING

As at 31 December 2015,

(a) the Group's total assets increased to approximately HK$99.2 million (2014: approximately HK$39.0 million) while the total equity increased to approximately HK$60.3 million (2014: approximately HK$10.8 million);

(b) the Group's current assets increased to approximately HK$98.6 million (2014: approximately HK$37.7 million) while the current liabilities increased to approximately HK$38.9 million (2014: approximately HK$28.2 million);

(c) the Group had approximately HK$69.2 million in bank balances and cash available and the current ratio of the Group was approximately 2.5 (2014: approximately 1.3);

(d) the Group did not have any bank borrowings, bank overdrafts, tax loans and finance lease liabilities (2014: nil); and

(e) the gearing ratio (being the total of finance lease, tax loans and interest-bearing borrowings divided by total equity attributable to the owners of the Company) was not applicable to the Group (2014: N/A).

CAPITAL EXPENDITURE

The capital expenditure during the Year was primarily related to expenditures on additions of office equipment, amounting to approximately HK$66,000, and furniture and fixtures, amounting to approximately HK$15,000, to cope with our operation needs, respectively (2014: approximately HK$144,000). As at 31 December 2015 and 2014, the Group did not have any outstanding capital commitments.

SIGNIFICANT INVESTMENTS

As at 31 December 2015, the Group did not hold any significant investments (2014: nil).

CONTINGENT LIABILITIES

As at 31 December 2015, the Group did not have any significant contingent liabilities (2014: nil).

EMPLOYEES AND REMUNERATION POLICIES

As at 31 December 2015, the Group had 79 (2014: 76) employees in Hong Kong. We believe that hiring, motivating and retaining qualified employees are crucial to our success as a reliable financial printer. Total staff costs (including Directors' emoluments) were approximately HK$35.8 million (2014: HK$32.6 million). The remuneration packages of the Group's employees include basic salary, allowances, insurance, medical schemes, mandatory provident fund scheme, commission and bonuses. The remuneration policies of the Group, including promotion, bonus, salary increment and other benefits, are formulated based on the Group's operating results, employees' individual performance, working experience, respective responsibilities, merit, qualifications and competence, as well as comparable to the prevailing market practice, standards and statistics. The remuneration policies of the Group are reviewed by the management of the Group regularly.

In addition, the Group adopted a share option scheme (the "Scheme"). Since its adoption, no options have been granted or agreed to be granted pursuant to the Scheme and, therefore, there were no outstanding options as at 31 December 2015.

INDEBTEDNESS AND CHARGES ON GROUP ASSETS

As at 31 December 2015, the Group had no charges on the Group's assets (2014: nil).

MATERIAL ACQUISITION OR DISPOSAL OF SUBSIDIARIES

To rationalise the current structure of the Group for the Listing, the Company underwent a reorganisation ("Reorganisation") of the business comprising the Group, pursuant to which the Company became the holding company of the subsidiaries of the Company now comprising the Group. Details of the Reorganisation have been set out in the Prospectus under the section headed "History, Reorganisation and Corporate Structure".

Save for the Reorganisation, during the Year, there was no other material acquisition or disposal of subsidiaries or associated companies of the Company.

COMPLIANCE WITH LAWS AND REGULATIONS

During the Year, the Group is in compliance with all the laws and regulations that are applicable to the business operations of the Group, details of which have been set out in the Prospectus under the section headed "Regulatory Overview", except those non-compliance matters as set out in the Prospectus under the section headed "Summary — Non-compliance matters".

ENVIRONMENTAL POLICIES AND PERFORMANCE

According to our business nature and pursuant to the laws of Hong Kong, there are no specific environmental standards and/or requirements for conducting the Group's business in Hong Kong.

During the Year, the Group has launched the following guidelines/procedures:

(i) Green supply chain standard — Encourage our customers to use "FSC" papers (paper suppliers who have obtained the Forest Stewardship Council certification) to print their financial reports, compliance and other documents;

(ii) Reuse of non-confidential waste paper and recycling — within the workplace, non-confidential waste paper will be reused before direct disposal and after its reuse it will be collected by designated suppliers for recycling; and

(iii) Participate in "zero landfill" program organised by supplier — all our used multifunction devices and consumables are returned to the supplier for recycling.

KEY RELATIONSHIP WITH EMPLOYEES, CUSTOMERS AND SUPPLIERS

Being people-oriented, the Group is committed to provide a safe and healthy workplace for its employees and encourage them to have a work-life balance. The Group also ensures that all the employees are reasonable remunerated by regular review and update policies on salary increment, promotion, bonus, allowances and all other related benefits. For details, please refer to the sections headed "Management Discussion and Analysis — Employees and Remuneration Policies" and "Report of the Directors — Corporate, Social Responsibilities" of this annual report, respectively. During the Year, there was no dispute on salary payments and all accrued remunerations, at all kinds, were settled on or before their respective due dates, as stipulated under individual employee's employment contract.

The Group maintains good relationship with its customers. The sales personnel make regular visits and/or phone calls to the customers. If there is any complaint from customers, it will be reported to the management and immediate remedial action will be taken and feedback from customers will be followed till settlement of the complaint. Thereafter, the cause of such compliant will be studied, analysed and evaluated and recommendations will be in place for improvement. During the Year, the Group has received appreciation letters from some of its customers.

The Group maintains a good relationship with its suppliers. During the Year, no complaint was received from the suppliers and there was no disputed debts or unsettled debts and all the debts are settled on or before due dates. In addition, whenever the Group placed orders to the suppliers, all of them were willing to accept our orders without hesitation.

In view of the above and as at the date of this annual report, there is no circumstance of any event which will have a significant impact on the Group's business and on which the Group's success depends.

FOREIGN CURRENCY EXPOSURE

The Group's businesses are solely operated in Hong Kong and mainly denominated in Hong Kong dollars and customers rarely may request to settle our billing by other foreign currencies such as United States dollars ("USD").

The Group's assets, liabilities and transactions are mainly denominated in Hong Kong dollars. Only a little portion of the Group's deposits with bank are denominated in USD which is freely convertible into Hong Kong dollars. The directors of the Company (the "Directors") are of the view that the Group's operating cash flow and liquidity are not subject to significant foreign exchange rate risks and, therefore, no hedging arrangements were made during the Year. However, the Group will review and monitor the relevant foreign exchange exposure from time to time based on its business development requirements and may enter into foreign exchange hedging arrangements when appropriate.

POSSIBLE RISK EXPOSURE

All the risks relating to the Group's business have been set out in the Prospectus under the section headed "Risk Factors".

EVENTS AFTER THE BALANCE SHEET DATE

As from 31 December 2015 to the date of this annual report, no significant events have occurred.

DIVIDENDS

The Directors do not recommend the payment of a final dividend for the Year (2014: nil). Other details are set out in note 15 to the consolidated financial statements.

CHAIRMAN AND NON-EXECUTIVE DIRECTORS

Mr. LAU Man Tak ("Mr. Lau"), aged 46, is the founder of the Group and was appointed as the chairman of the Board and the non-executive Director on 7 March 2014. His role and responsibility in the Group is strategic planning while he does not involve in the day-to-day management of the business operations.

Mr. Lau graduated from the Hong Kong Polytechnic University with a bachelor's degree of arts in accountancy in November 1991. He has more than 15 years of experience in finance and accounting. He is an associate member of the Hong Kong Institute of Certified Public Accountants and a fellow member of each of the Association of Chartered Certified Accountants in the United Kingdom (the "UK"), The Hong Kong Institute of Directors and the Hong Kong Securities and Investment Institute.

He is currently an independent non-executive director of Sincere Watch (Hong Kong) Limited and Kingston Financial Group Limited, which are companies listed on the Main Board of the Stock Exchange. He was also an executive director, the chairman, authorised representative and compliance officer of Aurum Pacific (China) Group Limited, a company listed on the GEM of the Stock Exchange, from June 2012 to September 2014, an independent non-executive director of Kong Sun Holdings Limited from September 2008 to April 2014, AMCO United Holdings Limited from October 2010 to June 2015, KuangChi Science Limited from March 2008 to September 2015 and an executive director and chief financial officer of China Sandi Holdings Limited from April 2010 to September 2012, which are companies listed on the Main Board of the Stock Exchange.

EXECUTIVE DIRECTORS

Ms. CHIU Hok Yu ("Ms. Chiu"), aged 45, was appointed as a Director on 5 February 2014 and was re-designated as an executive Director on 7 March 2014. Ms. Chiu is the sales director of REF Financial Press Limited ("REF Financial"), a subsidiary of the Company. She is also a member of each of the Remuneration Committee and the Nomination Committee. Ms. Chiu joined the Group in April 2011 and is responsible for the Group's overall management, corporate development and strategic planning. Ms. Chiu has more than 18 years of experience in the financial printing industry.

Ms. KWOK Kam Lai ("Ms. Kwok"), aged 54, was appointed as a Director on 5 February 2014 and was re-designated as an executive Director on 7 March 2014. Ms. Kwok is the human resources and administration director and financial controller of REF Financial. She is the compliance officer of the Company and also a member of the Compliance Committee. Ms. Kwok joined the Group in January 2011 and is responsible for overseeing the administration, human resources affairs and financial control of the Group. She has been in the financial printing industry for over 15 years and has over 26 years of experience in auditing and accounting prior to joining the Group. Ms. Kwok is an associate of the Hong Kong Institute of Certified Public Accountants and a fellow member of The Association of Chartered Certified Accountants in the UK.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. LEUNG Chi Hung ("Mr. Leung"), aged 60, was appointed as an independent non-executive director of the Company (the "INED") on 12 August 2015. He is the chairperson of the Audit Committee as well as a member of each of the Remuneration Committee, the Nomination Committee and the Compliance Committee. Mr. Leung has over 12 years of experience in audit and taxation. He is currently a director of Philip Leung & Co. Limited, a certified public accountants firm.

Mr. Leung is a fellow of the Association of Chartered Certified Accountants in the UK and the Hong Kong Institute of Certified Public Accountants. He is also a registered financial planner of the Society of Registered Financial Planners of Hong Kong and a fellow of the Taxation Institute of Hong Kong.

From April 2009 to April 2011, Mr. Leung served as an independent non-executive director of Temujin International Investments Limited (stock code: 204) (later renamed as China Investment Development Limited). He is currently an independent non-executive director of Daido Group Limited (stock code: 544), Eforce Holdings Limited (stock code: 943) and Finet Group Limited (stock code: 8317), companies listed on the Stock Exchange.

Mr. WONG Kun Kau ("Mr. Wong"), aged 54, was appointed as an INED on 12 August 2015. He is the chairperson of the Nomination Committee as well as a member of each of the Audit Committee, the Remuneration Committee and the Compliance Committee. Mr. Wong has more than 21 years of experience in investment banking and corporate finance. He is currently the founder and managing partner of Bull Capital Partners Ltd. ("Bull Capital"), a fund management company specialising in direct investment in the Greater China region. Prior to joining Bull Capital, Mr. Wong held senior management positions with several multinational financial institutions including BNP Paribas Capital (Asia Pacific) Limited from January 1998 to November 2007, where he left as head of Asia investment banking. Mr. Wong was a non-executive director of Sun King Power Electronics Group Limited, a company listed on the Stock Exchange (stock code: 580) (principally engaged in trading and manufacturing of power electronic components) from May 2010 to July 2015. He is an independent non-executive director of West China Cement Limited (principally engaged in manufacture and sale of cement and cement products), Anhui Conch Cement Company Limited ("Anhui Conch") (principally engaged in manufacture and sales of clinker and cement products), Lifestyle Properties Development Limited (principally engaged in property development and property investment) and China Shengmu Organic Milk Limited (principally engaged in dairy farming and liquid milk businesses), all of which are listed on the Stock Exchange (stock codes: 2233, 914, 2183 and 1432, respectively); Anhui Conch is additionally listed on The Shanghai Stock Exchange (stock code: 600585).

Mr. Wong received his bachelor's degree in Social Sciences from The University of Hong Kong in November 1982.

Mr. LUM, Chor Wah Richard ("Mr. Lum"), aged 55, was appointed as an INED on 12 August 2015. He is the chairperson of each of the Remuneration Committee and the Compliance Committee as well as a member of each of the Audit Committee and the Nomination Committee. Mr. Lum has over 20 years of experience in the finance industry. From 31 July 2014 to 15 May 2015, he was an independent non-executive director of China Solar Energy Holdings Limited (stock code: 155). From September 2010 to June 2011, he was an executive director and the chief executive officer of Finet Group Limited (stock code: 8317) and was responsible for overseeing the corporate development and strategic planning. Mr. Lum is currently a director of CCIB Opportunity Income Growth Fund and CCIB SPC, both of which are registered funds in the Cayman Islands. He is also a director and a responsible officer (Type 4 and Type 9) of United Gain Investment Limited, a licensed entity in Hong Kong regulated by the Securities and Futures Commission of Hong Kong carrying out Type 4 (Advising in Securities) and Type 9 (Asset Management) regulated activities.

Mr. Lum graduated from The University of Hong Kong with a bachelor's degree of science in November 1981. He further pursued and obtained a master's degree in business administration from The Chinese University of Hong Kong in December 1983. In June 2008, he obtained a master's degree in law majoring in Economic Law from the Renmin University of China. Mr. Lum has been a fellow member of the Hong Kong Institute of Directors since December 2002, an associate and then a fellow member of the Institute of Financial Accountants in the UK since November 2003 and April 2011 respectively, a certified risk planner of the Institute of Crisis and Risk Management, Hong Kong since March 2004, a member and registered financial planner of Society of Registered Financial Planners, Hong Kong since September 2002, a qualified financial planner in China since December 2006 and a member of the Hong Kong Securities and Investment Institute since May 2014.

SENIOR MANAGEMENT

Mr. LEE Sai Hong ("Mr. Lee"), aged 42, is the chief operating officer of REF Financial. Mr. Lee joined our Group in January 2012 and is responsible for REF Financial's operations and management, including account servicing, production and information technology. He graduated from The Hong Kong University of Science and Technology with a bachelor's degree in Chemistry in November 1996. Mr. Lee has over 13 years of experience in the financial printing industry.

Ms. LAW Lai Yee Teresa ("Ms. Law"), aged 35, is the sales director of REF Financial. Ms. Law joined our Group in January 2011 and is responsible for the sales and marketing activities and general management of REF Financial. Ms. Law graduated from the University of British Columbia, Canada in May 2003 with a bachelor's degree in arts. Ms. Law has 9 years of experience in sales and marketing. Her main responsibility was to explore new business opportunities and promote financial printing services to potential customers.

Mr. SO Ka Lung ("Mr. So"), aged 48, is the creative director of REF Financial. Mr. So joined our Group in January 2011 and is responsible for overseeing design direction and quality control of the artwork production process of REF Financial. Mr. So obtained a diploma in design (packaging/advertising) from the Shatin Technical Institute (now known as "Hong Kong Institute of Vocational Education (Shatin)") in September 1988. Mr. So has over 10 years of experience in design. His main responsibilities included creative direction, printing quality control, artwork supervision, corporate identity and house brand building.

COMPANY SECRETARY

Mr. KO Wai Lun Warren ("Mr. Ko"), aged 47, is the company secretary of the Company. Mr. Ko has been a solicitor of The Supreme Court of Hong Kong Special Administrative Region since November 1995 and The Supreme Court of England and Wales since September 1996. He obtained his Bachelor of Science from Simon Fraser University, Canada in June 1990 and Bachelor of Laws from the University of Leeds, England in July 1992. He is currently a partner at Robertsons and specialises in corporate finance law.

Mr. Ko was a non-executive director of Global Tech (Holdings) Limited whose shares are listed on the Main Board of the Stock Exchange (stock code: 143) and the Singapore Exchange Securities Trading Limited, from September 2003 to March 2016 and he has been an independent non-executive director of China Bio Cassava Holdings Limited (stock code: 8129) since February 2014 and Roma Group Limited (stock code: 8072) since March 2014, both companies being listed on the GEM of the Stock Exchange.

Corporate Governance Report

The Company is committed to fulfilling its responsibilities to the Company's shareholders (the "Shareholders") and protecting and enhancing Shareholders' value through good corporate governance.

The Directors recognise the importance of incorporating elements of good corporate governance in the management structures and internal control procedures of the Group so as to achieve effective accountability.

CORPORATE GOVERNANCE PRACTICES

As the Company's ordinary shares of HK$0.01 each (the "Shares") were initially listed on the GEM of the Stock Exchange on 25 September 2015 (the "Listing Date"), the Corporate Governance Code (the "CG Code") as contained in Appendix 15 to the GEM Listing Rules was not applicable to the Company for the period from 1 January 2015 to 24 September 2015, being the date immediately before the Listing Date. The Company has complied with all applicable code provisions as set out in the CG Code during the period from the Listing Date to 31 December 2015 (the "Period").

SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the required standard of dealings in the securities (the "Required Standard of Dealings") as contained in Rules 5.46 to 5.67 of the GEM Listing Rules as its own code of conduct governing the securities transactions by the Directors. Following a specific enquiry made by the Company on the Directors, all of the Directors confirmed that they had complied with the Required Standard of Dealings during the Period.

BOARD OF DIRECTORS

RESPONSIBILITIES

The board of Directors (the "Board") is primarily responsible for overseeing and supervising the management of the business affairs and the overall performance of the Group. The Board sets the Group's values and standards and ensures that the requisite financial and human resources support are in place for the Group to achieve its objectives. The functions performed by the Board include but are not limited to formulating the Group's business plans and strategies, deciding all significant financial (including major capital expenditure) and operational issues, developing, monitoring and reviewing the Group's corporate governance practices and all other functions reserved to the Board under the Company's articles of association (the "Articles of Association"). The Board has established Board committees and has delegated to these Board committees various responsibilities as set out in their respective terms of reference which are published on the respective websites of the Stock Exchange and the Company. The Board may from time to time delegate certain functions to senior management of the Group if and when considered appropriate. The senior management is mainly responsible for the execution of the business plans, strategies and policies adopted by the Board and assigned to it from time to time.

The Directors have full access to information on the Group and are entitled to seek independent professional advice in appropriate circumstances at the Company's expense.

COMPOSITION

The Company is committed to the view that the Board should include a balanced composition of executive and independent non-executive Directors so that there is a strong independent element on the Board, which can effectively exercise independent judgment.

As at the date of this report, the Board comprises the following six Directors:

Non-executive Director

Mr. Lau Man Tak *(Chairman)*

Executive Directors

Ms. Chiu Hok Yu
Ms. Kwok Kam Lai

Independent Non-executive Directors (the "INEDs")

Mr. Leung Chi Hung
Mr. Wong Kun Kau
Mr. Lum Chor Wah Richard

The biographical details of each of the Directors are set out in the section headed "Directors and Senior Management" of this annual report.

There was no financial, business, family or other material relationship among the Directors.

The INEDs have brought in a wide range of business and financial expertise, experiences and independent judgment to the Board. Through active participation in the Board meetings and serving on various Board committees, all INEDs will make various contributions to the Company.

Throughout the Period, the Company had three INEDs, representing half of the Board members, which has exceeded the requirement of the GEM Listing Rules that the number of INEDs must represent at least one-third of the Board members, and has met the requirement that at least one of the INEDs has appropriate professional qualifications or accounting or related financial management expertise.

The Company has received an annual confirmation of independence in writing from each of the INEDs pursuant to Rule 5.09 of the GEM Listing Rules. Based on such confirmation, the Company considers that all the INEDs are independent and have met the independence guidelines as set out in Rule 5.09 of the GEM Listing Rules from the Listing Date to the date of this annual report.

Proper insurance coverage in respect of legal actions against the Directors' liability has been arranged by the Company.

DIRECTORS' INDUCTION AND CONTINUING PROFESSIONAL DEVELOPMENT

Each newly appointed Director receives a formal, comprehensive and tailored induction on the first occasion of his/her appointment to ensure that he/she has a proper understanding of the Company's operations and business and is fully aware of the director's responsibilities under the statues and common law, the GEM Listing Rules, legal and other regulatory requirements and the Company's business and governance policies. The Directors had attended training sessions on obligations, duties and responsibilities of directors conducted by the Company's Hong Kong legal advisers.

The Company will from time to time provide briefings to all Directors to develop and refresh their duties and responsibilities. All Directors are also encouraged to attend relevant training courses at the Company's expense and they have been requested to provide the Company with their training records. According to the training records maintained by the Company, the trainings received by each of the Directors during the year ended 31 December 2015 (the "Year") is summarised as follows:

Name of Directors	**Type of trainings**
Mr. Lau Man Tak	A, B
Ms. Chiu Hok Yu	B
Ms. Kwok Kam Lai	A, B
Mr. Leung Chi Hung	A, B
Mr. Wong Kun Kau	A, B
Mr. Lum Chor Wah Richard	A, B

A: attending seminars/conferences/forums

B: reading newspapers, journals and updates relating to the economy, general business, corporate governance and directors' duties and responsibilities

MEETINGS OF BOARD AND DIRECTORS' ATTENDANCE RECORDS

During the Period, the Board held one regular meeting, at which the Directors discussed and approved the unaudited consolidated results of the Group for the nine months ended 30 September 2015 (the "Third Quarterly Results"). The Board is scheduled to meet four times a year at approximately quarterly intervals with notice given to the Directors at least 14 days in advance. For all other Board meetings, notice is given in a reasonable time in advance. The Directors are allowed to include any other matters in the agenda that is required for discussion and resolution at the meeting. To enable the Directors to be properly briefed on issues arising at the Board meetings and to make informed decisions, an agenda and the accompanying Board papers together with all appropriate and relevant information in relation to the matters of the meetings are sent to all Directors at least three days before the intended date of each regular Board Meeting and three days or such other period as agreed before each other Board meeting. All Directors should have access to the advice and services of the company secretary of the Company (the "Company Secretary") with a view to ensuring that Board procedures and all applicable rules and regulations are followed. The Company Secretary is responsible for keeping all Board meetings' minutes. Draft and final versions of the minutes will be circulated to the Directors for comments and record within a reasonable time after each meeting and the final version is open for the Directors' inspection. According to the GEM Listing Rules, any Directors and their associates (as defined in the GEM Listing Rules) with a material interest in the transactions to be discussed at the Board meetings will abstain from voting on resolutions approving such transactions and are not counted in the quorum of the meetings.

During the Period, the Company has not held any general meeting.

The attendance of each Director at the Board Meeting during the Period is as follows:

Name of Directors	No. of attendance/ No. of Meeting
Non-executive Director	
Mr. Lau Man Tak	1/1
Executive Directors	
Ms. Chiu Hok Yu	1/1
Ms. Kwok Kam Lai	1/1
INEDs	
Mr. Leung Chi Hung	1/1
Mr. Wong Kun Kau	1/1
Mr. Lum Chor Wah Richard	1/1

Apart from the above Board meeting, the chairman of the Board (the "Chairman") held a meeting with all the INEDs without the presence of the Executive Directors during the Period.

DIRECTORS' COMPETING BUSINESS

A non-competition undertaking (the "Non-competition Undertaking") was entered into by Jumbo Ace Enterprises Limited, Rising Luck Management Limited and Mr. Lau Man Tak (collectively, the "Controlling Shareholders") in favour of the Company on 12 August 2015, under which each of the Controlling Shareholders has irrevocably and unconditionally, joint and severally, warranted and undertaken to the Company (for the Company and as trustee for each of its subsidiaries) that, amongst other matters, he/it will not, and will procure any Controlling Shareholder and his/its associates and any company directly or indirectly controlled by the Controlling Shareholder not to, except through any member of the Group, directly or indirectly (whether on its own account or with each other in conjunction with or on behalf of any person or company, or as principal or agent, through any body corporate, partnership, joint venture or other contractual arrangement and whether for profit or otherwise), carry on, engage in, invest or be interested or otherwise involved in any business that is similar to or in competition with or is likely to be in competition with any business carried on or contemplated to be carried on by any member of the Group from time to time or in which any member of the Group is engaged or has invested or is otherwise involved in any territory that the Group carries on the business from time to time.

The Company has received a written confirmation from the Controlling Shareholders in respect of the compliance and enforcement of the terms of the Non-competition Undertaking by the Controlling Shareholders during the Period.

The INEDs have reviewed the Non-competition Undertaking entered into by the Controlling Shareholders as to whether the Controlling Shareholders had abided by the Non-competition Undertaking. The INEDs confirmed that the Controlling Shareholders had not been in breach of the Non-competition Undertaking during the Period.

BOARD DIVERSITY POLICY

During the Year, the Board has adopted a policy of the Board diversity (the "Board Diversity Policy") and discussed all measurable objectives set for implementing the Board Diversity Policy.

The Company recognises and embraces the benefits of a diversity of Board members. It endeavours to ensure that the Board has a balance of skills, experience and diversity of perspectives appropriate to the requirements of the Company's business. All Board appointments will continue to be made on a merit basis with due regard for the benefits of diversity of the Board members. Selection of candidates will be based on a range of diversity perspectives, including but not limited to gender, age, race, language, cultural background, educational background, industry experience and professional experience.

CHAIRMAN AND CHIEF EXECUTIVE

According to the CG Code, the roles of the Chairman and the Chief Executive Officer should be separate and performed by different individuals to ensure a balance of power and authority so that power is not concentrated in any one individual. Mr. Lau Man Tak, the Non-executive Director, is the Chairman and is responsible for the management of the Board while both Executive Directors are performing the function of the Chief Executive Officer jointly and are responsible for managing the Group's business and overall operations.

BOARD COMMITTEES

The Board has established four Board committees, namely the Audit Committee, the Remuneration Committee, the Nomination Committee and the Compliance Committee to oversee particular aspects of the Company's affairs. The Board committees are provided with sufficient resources to discharge their duties.

The written terms of reference for Board Committees are posted on the respective websites of the Stock Exchange and the Company.

AUDIT COMMITTEE

The Audit Committee was established on 12 August 2015 with written terms of reference in compliance with the CG Code. It comprises three INEDs, namely Mr. Leung Chi Hung, Mr. Wong Kun Kau and Mr. Lum Choi Wah Richard. Mr. Leung Chi Hung is the chairperson of the Audit Committee.

The principal functions of the Audit Committee include, but are not limited to:

- considering the appointment of the external auditors, the performance of the external auditors, the audit fee, and any questions of resignation or dismissal;

- reviewing with the Group's management, external auditor and internal auditor, the adequacy of the Group's policies and procedures regarding internal controls (including financial, operational and compliance controls), risk management system and any statement by the Directors to be included in the annual financial statements prior to endorsement by the Board;

- having familiarity with the financial reporting principles and practices applied by the Group in preparing its financial statements;

- prior to audit commencement, reviewing the scope of the external audit, including the engagement letter, and reviewing and approving the audit fees annually;

- reviewing the annual and interim financial reports prior to approval by the Board, with particular focus on:

  (i) any changes in accounting policies and practices;

  (ii) major judgmental areas;

  (iii) significant adjustments resulting from the audit;

  (iv) the going concern assumption and any qualifications;

  (v) compliance with accounting and auditing standards, and

  (vi) compliance with the listing requirements of the Stock Exchange and legal requirements;

- reviewing the draft representation letter prior to approval by the Board;

- evaluating the cooperation received by the external auditor, including their access to all requested records, data and information; obtaining the comments of management regarding the responsiveness of the external auditor to the Group's needs; enquiring of the external auditor as to whether there have been any disagreements with management which, if not satisfactorily resolved, would result in the issue of a qualified report on the Group's financial statements;

- seeking from the external auditor, on an annual basis, information about policies and processes for maintaining independence and monitoring compliance with relevant requirements, including the provision of non-audit services and requirements regarding rotation of audit partners and staff;

- discussing with the external auditor any recommendations arising from the audit (if necessary in the absence of management); and reviewing the draft management letter, any material queries raised by the auditor to management in respect of the accounting records, financial statements or systems of control including management's response to the points raised;

- ensuring that the Board will provide a timely response to issues raised in the external auditor's management letter;

- reviewing and monitoring the scope, effectiveness and results of the internal audit function, ensuring co-ordination between the internal and external auditors and ensuring that the internal audit function is adequately resourced and has appropriate standing within the Group;

- approving the engagement of the external auditor to perform non-audit services such as tax-related services and those services which require the auditor's unique expertise;

- discussion with management the scope and quality of internal control and risk management systems;

- discussion with management the system of internal control and ensuring that management has discharged its duty to have an effective internal control system including the adequacy of resources, qualifications and experience of staff of the Company's accounting and financial reporting function, and their training programs and budget;

- apprising the Board of significant developments in the course of performing the above duties;

- making recommendations to the Board on any appropriate extensions to, or changes, in the duties of the Audit Committee;
- making arrangements for employees of the Company to raise concerns about financial reporting improprieties;
- reviewing the findings of internal investigations and management's response into any suspected frauds or irregularities or failures of internal controls or infringements of laws, rules, and regulations;
- establishment of a whistle-blowing policy and system;
- approving the policies relating to the hiring of employees or former employees of the external auditor and monitoring the applications of such policy and considering whether as a result of such hiring, there has been any impairment of the auditor's judgment or independence in respect of an audit; and
- considering other topics, as requested by the Board.

During the Period, one Audit Committee meeting was held, at which the Audit Committee reviewed the Third Quarterly Results.

The attendance of each member at the Audit Committee Meeting during the Period is as follows:

Name of Directors	No. of attendance/ No. of Meeting
Mr. Leung Chi Hung	1/1
Mr. Wong Kun Kau	1/1
Mr. Lum Choi Wah Richard	1/1

The Audit Committee held a meeting on 16 March 2016 and reviewed the Company's audited consolidated financial results for the Year, including the accounting principles and practice adopted by the Group, the Company's compliance with the code and disclosure in this Corporate Governance Report, the effectiveness of the Group's internal control and recommended to the Board for consideration the same and the re-appointment of HLB Hodgson Impey Cheng Limited ("HLB") as the Company's external independent auditor at the forthcoming annual general meeting of the Company (the "AGM") to be held on 24 May 2016.

REMUNERATION COMMITTEE

The Remuneration Committee was established on 12 August 2015 with written terms of reference in compliance with the CG Code. The Remuneration Committee comprises one Executive Director namely Ms. Chiu Hok Yu, and three INEDs namely Mr. Lum Chor Wah Richard, Mr. Leung Chi Hung and Mr. Wong Kun Kau. Mr. Lum Chor Wah Richard is the chairperson of the Remuneration Committee.

The principal functions of the Remuneration Committee include, but are not limited to:

- formulating a remuneration policy for approval by the Board, which shall take into account factors such as salaries paid by comparable companies, employment conditions, and responsibilities, and individual performance of the Directors, senior management, and the general staff, which shall be measured against corporate goals and objectives resolved by the Board from time to time; and implementing the remuneration policy laid down by the Board;

- without prejudice to the generality of the foregoing:

  (i) establishing guidelines for the recruitment of the Managing Director and senior management;

  (ii) making recommendation to the Board on the policy and structure for the remuneration of the Directors and senior management whilst ensuring no Director or any of his associates (as defined in the GEM Listing Rules) is involved in deciding his own remuneration;

  (iii) consulting the Chairman and/or the Managing Director respectively about their proposals relating to the remuneration of the Managing Director and/or senior management, as the case may be; and determining the remuneration of the Directors and senior management, including benefits in kind, pension right, compensation payment (including compensation for loss of office or appointment etc.);

  (iv) reviewing and approving the compensation arrangements in connection with any loss or termination of their office or appointment, or dismissal or removal for misconduct to executive Directors and senior management, which shall be fair and not excessive;

  (v) determining the criteria for assessing employees' performance, which should reflect the Company's business objectives and targets;

  (vi) considering the annual performance bonus for the Executive Directors, senior management and the general staff, having regard to their achievements against the performance criteria by reference to market norms, and making recommendation to the Board;

  (vii) engaging such external independent professional advisors to assist and/or advise the Remuneration Committee on issues as it considers necessary;

  (viii) doing any such things to enable the Remuneration Committee to discharge its powers and functions conferred on it by the Board; and

  (ix) conforming to any requirement, direction, and regulation that may from time to time be prescribed by the Board or contained in the constitution of the Company or imposed by legislation.

During the Period, no Remuneration Committee meeting was held and a resolutions in writing was circulated to the members of the Remuneration Committee for approving the Directors' remuneration and the salary package of the senior management in 2016.

The Remuneration Committee held a meeting on 16 March 2016 and reviewed and formulated the remuneration policy of the Group and recommended it to the Board for consideration.

NOMINATION COMMITTEE

The Nomination Committee was established on 12 August 2015 with written terms of reference in compliance with the CG Code. It comprises one Executive Director namely Ms. Chiu Hok Yu and three INEDs, namely Mr. Wong Kun Kau, Mr. Leung Chi Hung and Mr. Lum Chor Wah Richard. Mr. Wong Kun Kau is the chairperson of the Nomination Committee.

The principal functions of the Nomination Committee include, but are not limited to:

- reviewing the structure, size and composition (including the skills, knowledge and experience and diversity of perspectives) of the Board at least annually and making recommendations on any proposed changes to the Board to complement the Company's corporate strategy;

- identifying individuals suitably qualified to become Board members and selecting or making recommendations to the Board on the selection of individuals nominated for directorships;

- assessing the independence of the INEDs;

- reviewing the Board Diversity Policy and reviewing the measurable objectives for implementing such Board Diversity Policy, and the progress on achieving the objectives; and making disclosure of its progress and its review results in the annual report annually; and

- making recommendations to the Board on the appointment or re-appointment of Directors and the succession planning for the Directors, in particular, the Chairman and the chief executives.

During the Period, no Nomination Committee meeting was held.

The Nomination Committee held a meeting on 16 March 2016 and among other matters, (i) reviewed the structure, size and composition of the Board; (ii) assessed the independence of the INEDs, (iii) reviewed the Board Diversity Policy; and (iv) recommended to the Board for consideration the re-appointment of all the retiring Directors at the forthcoming AGM.

COMPLIANCE COMMITTEE

The Compliance Committee was established on 12 August 2015 with written terms of reference. It comprises one Executive Director namely Ms. Kwok Kam Lai and three INEDs, namely Mr. Lum Chor Wah Richard, Mr. Leung Chi Hung and Mr. Wong Kun Kau. Mr. Lum Chor Wah Richard is the chairperson of the Compliance Committee.

The primary duties of the Compliance Committee are to establish, maintain and approve the compliance system of the Group; support and provide instruction to ensure that each department to establish, execute and maintain its compliance system; approve the compliance manual and ensure that it is updated from time to time; organise education and training programmes on compliance, including compliance seminars; monitor the status of the Group's compliance system; investigate compliance problems and take appropriate measures when one arises (it may instruct the relevant department(s) to deal with the problem depending on its nature); and to delegate the day-to-day implementation and monitoring of compliance system to the Company's compliance officer. In addition, the functions of the Compliance Committee are as follows:

- reviewing and monitoring the ongoing compliance with the GEM Listing Rules and relevant laws and regulations;

- noting any material deficiencies and taking remedial actions, if necessary and at all times keep the Board abreast of any such actions and/or developments; and

- reviewing the disclosures in the Company's interim, annual and quarterly reports regarding any regulatory deficiencies and remedial actions.

During the Period, no Compliance Committee meeting was held and two sets of the resolutions in writing were circulated to the members for reviewing and approving the report of internal control system and non-compliance matters.

CORPORATE GOVERNANCE FUNCTIONS

The Board recognises that corporate governance should be the collective responsibility of the Directors which include, but are not limited to:

- developing and reviewing the Company's policies and practices on corporate governance and making recommendations to the Board;

- reviewing and monitoring the training and continuous professional development of the Directors and senior management;

- reviewing and monitoring the Company's policies and practices on compliance with legal and regulatory requirements;

- developing, reviewing and monitoring the code of conduct and compliance manual (if any) applicable to employees and the Directors; and

- reviewing the Company's compliance with the CG Code and disclosure in the Corporate Governance Report.

APPOINTMENT AND RE-ELECTION OF DIRECTORS

Each of the executive Directors has entered into a service agreement with the Company for an initial period from 12 August 2015 to the Listing Date and one year from the Listing Date.

The Non-executive Director entered into a letter of appointment with the Company for an initial period from 12 August 2015 to the Listing Date and one year from the Listing Date.

Each of the INEDs has signed a letter of appointment with the Company for an initial term of one year commencing on the Listing Date.

Save as disclosed aforesaid, none of the Directors has a service contract/letter of appointment with the Company or any of its subsidiaries other than contracts/letters of appointment expiring or determinable by the employer within one year without the payment of compensation (other than statutory compensation).

All the Directors, including INEDs, are subject to retirement by rotation and eligible for re-election in accordance with the Articles of Association. At each AGM, 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 to but not less than one-third) will retire from office by rotation provided that every Director will be subject to retirement at the AGM at least once every three years. A retiring Director will be eligible for re-election and will continue to act as a Director throughout the meeting at which he retires. The Directors to retire by rotation will include (so far as necessary to ascertain the number of Directors to retire by rotation) any Director who wishes to retire and not to offer himself for re-election. Any further Directors so to retire shall be those who have been the longest in office since their last re-election or appointment and so that as between persons who became or were last re-elected Directors on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by lot.

Any Director appointed by the Board to fill a casual vacancy shall hold office until the first general meeting of the Shareholders after his/her appointment and shall be subject to re-election at such meeting and any Director appointed by the Board as an addition to the existing Board shall hold office only until the next following AGM and shall then be eligible for re-election.

REMUNERATION OF DIRECTORS AND SENIOR MANAGEMENT

Particulars of the Directors' remuneration for the Year are set out in note 13 to the consolidated financial statements.

Pursuant to code provision B.1.5 of the CG Code, the remuneration of the members of the senior management (other than the Directors) whose particulars are contained in the section headed "Directors and Senior Management" in this annual report for the Year by band is set out below:

Remuneration band (in HK$)	Number of individuals
Nil to 1,000,000	–
1,000,001 to 1,500,000	2
1,500,001 to 2,000,000	–
2,000,001 to 2,500,000	–
2,500,001 to 3,000,000	–
3,000,001 to 3,500,000	1

INDEPENDENT AUDITORS' REMUNERATION

For the Year, HLB Hodgson Impey Cheng Limited ("HLB") was engaged as the Group's independent auditors. Apart from the provision of annual audit services, HLB provided the audit and non-audit services in connection with the listing of the Shares on the GEM on the Listing Date (the "Listing").

The remuneration paid/payable to HLB, the auditors, for the Year is set out below:

Services	Fee paid/payable HK$
Audit services — Annual audit	500,000
Audit services — Listing	1,680,000
Non-audit services	190,000
Total	2,370,000

DIRECTORS' RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The Directors acknowledge their responsibility for the preparation of the consolidated financial statements of the Group for the Year, which give a true and fair view of the state of affairs of the Company and the Group's results and cash flow for the Year and are properly prepared on a going concern basis in accordance with the applicable statutory requirements and accounting standards.

The Directors were not aware of any material uncertainties relating to events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern.

In addition, HLB has stated in the independent auditor's report its reporting responsibilities on the Company's consolidated financial statements for the Year.

INTERNAL CONTROL

It is the responsibility of the Board to ensure that the Company maintains sound and effective internal controls to safeguard the Shareholders' investment and the Group's assets at all times. The Company has adopted a series of internal control policies and procedures designed to provide reasonable assurance for achieving objectives including effective and efficient operations, reliable financial reporting and compliance with applicable laws and regulations.

During the Period, the Board has conducted a review of the effectiveness of the internal control system of the Group through discussion with the Audit Committee on audit findings and control issue.

COMPANY SECRETARY

The Company has appointed Mr. Ko Wai Lun Warren ("Mr. Ko") as the Company Secretary with effect from 30 April 2014. Mr. Ko has been a solicitor of the Supreme Court of Hong Kong since November 1995 and the Supreme Court of England and Wales since September 1996. Mr. Ko is currently a partner at Robertsons and specialises in corporate finance law. The Company's primary corporate contact person with Mr. Ko is Ms. Kwok Kam Lai, an Executive Director. Mr. Ko has complied with the training requirement for the Period under Rule 5.15 of the GEM Listing Rules.

All members of the Board have access to the advice and services of the Company Secretary. The appointment and removal of the Company Secretary are subject to the Board's approval.

SHAREHOLDERS' RIGHTS

PROCEDURES FOR PUTTING FORWARD PROPOSALS AT SHAREHOLDERS' MEETINGS

There are no provisions allowing Shareholders to make proposals or move resolutions at the general meetings under the memorandum of the Company and the Articles of Association (the "M&A") or the laws of the Cayman Islands. Shareholders who wish to make proposals or move a resolution may, however, convene an extraordinary general meeting (the "EGM") in accordance with the "Procedures for Shareholders to convene an EGM" set out below.

PROCEDURES FOR SHAREHOLDERS TO CONVENE AN EGM

Any one or more Shareholders holding at the date of deposit of the requisition not less than one-tenth of the paid-up capital of the Company having the right of voting at general meetings of the Company (the "Eligible Shareholder(s)") shall at all times have the right, by written requisition to the Board or the Company Secretary, to require an EGM to be called by the Board for the transaction of any business specified in such requisition, including making proposals or moving a resolution at the EGM.

Eligible Shareholders who wish to convene an EGM for the purpose of making proposals or moving a resolution at the EGM must deposit a written requisition (the "Requisition") signed by the Eligible Shareholder(s) concerned at the principal place of business of the Company in Hong Kong (presently at 3/F., Nexxus Building, 77 Des Voeux Road Central, Hong Kong) for the attention of the Company Secretary.

The Requisition must state clearly the name of the Eligible Shareholder(s) concerned, his/her/their shareholding in the Company, the reason(s) to convene an EGM and the proposed agenda.

The Company will check the Requisition and the identity and the shareholding of the Eligible Shareholder(s) will be verified with the Company's branch share registrar in Hong Kong. If the Requisition is found to be proper and in order, the Company Secretary will ask the Board to convene an EGM and/or include the proposal(s) made or the resolution(s) proposed by the Eligible Shareholder(s) at the EGM within 2 months after the deposit of the Requisition. On the contrary, if the Requisition has been verified as not in order, the Eligible Shareholder(s) concerned will be advised of the outcome and accordingly, the Board will not call for an EGM nor include the proposal(s) made or the resolution(s) proposed by the Eligible Shareholder(s) at the EGM.

If within 21 days of the deposit of the Requisition the Board fails to proceed to convene such meeting, the requisitionist(s) himself/themselves may do so in the same manner, and all reasonable expenses incurred by the Eligible Shareholder(s) concerned as a result of the failure of the Board shall be reimbursed to the Eligible Shareholder(s) by the Company.

PROCEDURES FOR SHAREHOLDERS TO SEND ENQUIRES TO THE BOARD

Shareholders may send their enquiries and concerns to the Board by addressing them to the principal place of business of the Company in Hong Kong, presently at 3/F., Nexxus Building, 77 Des Voeux Road Central, Hong Kong by post or by email to investor@ref.com.hk.

Upon receipt of the enquiries, the Company Secretary will forward the communications relating to:

1. matters within the Board's purview to the executive Directors;

2. matters within a Board committee's area of responsibility to the chairman of the appropriate committee; and

3. ordinary business matters, such as suggestions, enquiries and consumer complaints, to the appropriate management of the Company.

COMMUNICATION WITH THE SHAREHOLDERS

The Company has adopted a Shareholders' communication policy with the objective of ensuring that the Shareholders can have equal and timely access to information about the Company in order to enable the Shareholders to exercise their rights in an informed manner and to allow them to engage actively with the Company.

Information will be communicated to the Shareholders through the Company's financial reports, AGMs and other general meetings that may be convened, as well as all the disclosures submitted to the Stock Exchange.

CONSTITUTIONAL DOCUMENTS

Except for the adoption of amended and restated M&A by the Company to comply with the applicable legal and regulatory requirements (including the Listing Rules) on 12 August 2015 in anticipation of the Listing, there were no changes in the constitutional documents of the Company during the Year.

The amended and restated M&A is available on the respective websites of the Stock Exchange and the Company.

The directors of the Company (the "Directors") are pleased to present their report together with the audited consolidated financial statements of the Company and its subsidiaries (the "Group") for the year ended 31 December 2015 (the "Year").

LISTING

Following the initial public offering of 64,000,000 shares of the Company (the "Shares"), the Company was listed on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on 25 September 2015 (the "Listing Date" and the "Listing", respectively).

PRINCIPAL ACTIVITIES

The Company acts as an investment holding company. Its subsidiaries are principally engaged in the provision of financial printing services. The principal activities of the Company's principal subsidiaries are set forth in note 32 to the consolidated financial statements.

BUSINESS REVIEW

The business review of the Group for the Year is set out in the "Chairman's Statement" and "Management Discussion and Analysis" of this annual report.

RESULTS AND APPROPRIATIONS

The results of the Group for the Year and the financial position of the Company and the Group as at 31 December 2015 are set forth in the consolidated financial statements on pages 42 to 83 of this annual report.

The Board do not recommend the payment of a final dividend for the Year (2014: nil).

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Monday, 23 May 2016 to Tuesday, 24 May 2016, both days inclusive, during which period no transfer of Shares will be registered. In order to determine the identity of members who are entitled to attend and vote at the annual general meeting of the Company (the "AGM") to be held on Tuesday, 24 May 2016, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's Hong Kong Branch Share Registrar, Union Registrars Limited at A18/F., Asia Orient Tower, Town Place, 33 Lockhart Road, Wanchai, Hong Kong (as from 5 April 2016: Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong) no later than 4:30 p.m. on Friday, 20 May 2016 for registration.

USE OF NET PROCEEDS FROM THE COMPANY'S PLACING OF NEW SHARES

The net proceeds received by the Company from the placing of 64,000,000 Shares at a price of HK$0.75 each on the Listing Date, after the deduction of listing related expenses, amounted to approximately HK$31.4 million. During the period from the Listing Date to 31 December 2015 (the "Period"), a small portion of the net proceeds from the Listing were utilised in accordance with the proposed applications set out in the Company's prospectus dated 17 September 2015 (the "Prospectus") under the section headed "Future Plans and Use of Proceeds". The balance of funds would be utilised according to the use disclosed in the Prospectus except that in view of the current economic environment which is uncertain and in light of the sluggish economic condition, the Group has decided to postpone the set-up of an in-house translation team and the expansion of workforce.

In a bid to further enhance its competitive edge, the Group will continue to deploy resources for improving and acquiring office facilities and equipment and software for its existing working environment and strengthen the design capabilities as set out in the Prospectus under the section headed "Future Plans and Use of Proceeds". As at 31 December 2015, all of the unused proceeds were deposited in a licensed bank in Hong Kong.

SUMMARY FINANCIAL INFORMATION

A summary of the published results and assets, liabilities and non-controlling interests of the Group for the last four years, as extracted from the audited consolidated financial statements of the Company or the Prospectus, is set out on page 84 of this annual report. This summary does not form part of the consolidated financial statements for the Year.

PLANT AND EQUIPMENT

Details of the movements in plant and equipment of the Group during the Year are set out in note 17 to the consolidated financial statements.

SHARE CAPITAL AND SHARE OPTION SCHEME

Details of the movements in share capital and share option scheme of the Company during the Year are set out in notes 24 and 25 to the consolidated financial statements, respectively.

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Company's articles of association (the "Articles of Association") or the laws of the Cayman Islands, which would oblige the Company to offer new Shares on a pro-rata basis to existing shareholders of the Company (the "Shareholders").

PURCHASE, REDEMPTION OR SALE OF THE LISTED SECURITIES OF THE COMPANY

During the Period, the Company did not redeem its listed securities, nor did the Company or any of its subsidiaries purchase or sell any of such listed securities.

RESERVES

Details of movements in the reserves of the Company and of the Group during the Year are set out in note 27 to the consolidated financial statements and in the consolidated statement of changes in equity, respectively.

DISTRIBUTABLE RESERVES

At 31 December 2015, the Group's reserves available for distribution to equity holders comprising share premium and retained earnings amounted to approximately HK$57,728,000 (2014: approximately HK$10,823,000) calculated in accordance with the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands.

CHARITABLE CONTRIBUTIONS

During the Year, the Group made charitable contributions totaling HK$153,000 (2014: HK$25,000).

MAJOR CUSTOMERS AND SUPPLIERS

As a financial printer, the Group had a large and diversified customer bases. Over 90% of the Group's customers are listed companies in Hong Kong. The Group did not rely on any single customer during the Year. For the Year, the five largest customers and the single largest customer of the Group accounted for approximately 18.2% (2014: 18.8%) and 6.6% (2014: 4.5%) of the total revenue of the Group, respectively.

For the Year, the five largest suppliers and the single largest supplier of the Group accounted for approximately 34.1% (2014: 35.6%) and 12.1% (2014: 11.0%) of the total cost of services of the Group, respectively.

During the Year, Finlang Translation Services Limited ("Finlang"), a company previously substantially owned by Mr. Lau Man Tak ("Mr. Lau"), a non-executive Director, the chairman of the board of Directors (the "Board") and a controlling shareholder of the Company, through Gold Senses Limited ("Gold Senses") (100% owned by Jumbo Ace Limited ("Jumbo Ace")) which owned a 55% equity interest in Finlang, was the Group's largest supplier. Jumbo Ace disposed of all its equity interest in Gold Senses to an independent third party in December 2014. Details of the relationship between Mr. Lau, Gold Senses and Finlang are set out in the Prospectus under the section headed "Relationship with the Controlling Shareholders".

Save as disclosed above, during the Year, none of the Directors, their associates or any Shareholders (which, to the best knowledge of the Directors, owned more than 5% of the Company's issued share capital) had any beneficial interest in the Group's five largest customers and suppliers, respectively.

RELATED PARTIES TRANSACTIONS

Related parties transactions of the Group during the Year are disclosed in note 31 to the consolidated financial statements. They did not constitute connected transactions or continuing connected transactions, which are required to comply with the disclosure requirements in accordance with Chapter 20 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the "GEM Listing Rules").

DIRECTORS' REMUNERATIONS

Details of the remuneration of Directors are set out in note 13 to the consolidated financial statements.

DIRECTORS' EMOLUMENT POLICY

The Remuneration Committee was established for reviewing the Group's emolument policy and structure for all remuneration of the Directors and senior management of the Group having regard to the Group's operating results, individual performance and comparable market standard and practices. The Company has adopted a share option scheme as an incentive to the Directors and eligible employees, details of which are set out in the section headed "Share Option Scheme" below and in note 25 to the consolidated financial statements, respectively.

PERMITTED INDEMNITY PROVISION

The Company has arranged for appropriate insurance cover for Director's and officers' liabilities in respect of legal actions against its Directors and senior management arising out of corporate activities.

Pursuant to the Company's Articles of Association, the Directors shall be indemnified and secured harmless out of the assets of the Company from and against all actions, costs, charges, losses, damages and expenses which they shall or may incur or sustain by reason of any act done, concurred in or omitted in or about the execution of their duty.

DIRECTORS

The Directors since the Listing Date and as at the date of this annual report were as follows:

CHAIRMAN AND NON-EXECUTIVE DIRECTOR:

Mr. Lau Man Tak (appointed on 7 March 2014)

EXECUTIVE DIRECTORS:

Ms. Chiu Hok Yu (appointed on 5 February 2014 and redesignated to Executive Director on 7 March 2014)
Ms. Kwok Kam Lai (appointed on 5 February 2014 and redesignated to Executive Director on 7 March 2014)

INDEPENDENT NON-EXECUTIVE DIRECTORS (the "INEDs"):

Mr. Leung Chi Hung (appointed on 12 August 2015)
Mr. Wong Kun Kau (appointed on 12 August 2015)
Mr. Lum Chor Wah Richard (appointed on 12 August 2015)

Article 112 of the Articles of Association provides that any Director appointed to fill a casual vacancy on the Board shall hold office until the first general meeting of the Company after his/her appointment and shall then be eligible for re-election at such meeting. Any Director appointed by the Board as an addition to the existing Board shall hold office only until the next following AGM and shall then be eligible for re-election.

As an exempted company incorporated in the Cayman Islands, the Company did not hold an AGM in 2015. Accordingly, Ms. Chiu Hok Yu, Ms. Kwok Kam Lai, Mr. Lau Man Tak, Mr. Leung Chi Hung, Mr. Wong Kun Kau and Mr. Lum Chor Wah Richard will retire at the forthcoming AGM and all of them, being eligible, will offer themselves for re-election thereat.

The Company has received written confirmations of independence from each of the INEDs, namely Mr. Leung Chi Hung, Mr. Wong Kun Kau and Mr. Lum Chor Wah Richard, pursuant to Rule 5.09 of the GEM Listing Rules. As at the date of this annual report, the Company still considers the INEDs to be independent.

BIOGRAPHIES OF DIRECTORS

The biographical details of the Directors are set out under the section headed "Directors and Senior Management" of this annual report.

CHANGES IN INFORMATION OF DIRECTORS

The changes in Directors' information subsequent to the Listing Date, as required to be disclosed pursuant to Rule 17.50A(1) of the GEM Listing Rules, are set out below:

Name of Director	Details of Changes
Mr. Lau Man Tak	Resigned as an independent non-executive director of Kuangchi Science Limited, a company listed on the main board of the Stock Exchange (Stock code: 439), with effect from 30 September 2015.

DIRECTORS' SERVICE CONTRACTS

Mr. Lau entered into a letter of appointment with the Company on 12 August 2015 for an initial period from 12 August 2015 to the Listing Date and one year from the Listing Date unless terminated by either party giving at least one month's notice in writing. Mr. Lau is subject to retirement by rotation and re-election at the AGM in accordance with the Articles of Association. His emolument was determined by the Board by reference to his experience, responsibilities and duties with the Company and shall be reviewed annually by the Remuneration Committee.

Each of the executive Directors has entered into a service contract with the Company on 12 August 2015 for an initial period from 12 August 2015 to the Listing Date and one year from the Listing Date until terminated in accordance with the terms of the service contract. Both of them are subject to retirement by rotation and re-election at the AGM in accordance with the Articles of Association. Their emolument were determined by the Board by reference to their experience, responsibilities and duties with the Company and shall be reviewed annually by the Remuneration Committee.

Each of the INEDs has been appointed to the Board pursuant to their respective letters of appointment with the Company on 12 August 2015 for an initial term of one year commencing on the Listing Date unless terminated by either party giving at least one month's notice in writing. All INEDs are subject to retirement by rotation and re-election at the AGM in accordance with the Articles of Association. Their emolument were determined by the Board by reference to their experience, responsibilities and duties with the Company and shall be reviewed annually by the Remuneration Committee.

None of the Directors proposed for re-election at the forthcoming AGM has a service contract with the Company, which is not determinable by the Group within one year without payment of compensation, other than statutory compensation.

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As at 31 December 2015, the interests and short positions of the Directors and the chief executive of the Company in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO")), which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions in which they are taken or deemed to have under such provisions of the SFO), or which were required pursuant to section 352 of the SFO to be entered in the register referred to therein, or pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules relating to securities transactions by the Directors required to be notified to the Company and the Stock Exchange, were as follows:

LONG POSITION IN SHARES OF THE COMPANY

Name of Director	Capacity/Nature of interest	Number of ordinary shares held	Percentage of issued share capital
Mr. Lau Man Tak	Interest in a controlled corporation (Note 1)	192,000,000	75.0%
Ms. Lim Youngsook	Family interest (Note 2)	192,000,000	75.0%

Note 1: Mr. Lau Man Tak ("Mr. Lau") owns 76.25% of the issued share capital of Rising Luck Management Limited ("Rising Luck"), the remaining 23.75% of which is owned by an independent third party. Rising Luck owns 80% of the entire issued share capital of Jumbo Ace. Mr. Lau also has a direct 5% interest in Jumbo Ace, as disclosed in the Prospectus. Under the SFO, Mr. Lau is deemed to be interested in 192,000,000 shares of the Company registered in the name of Jumbo Ace.

Note 2: Ms. Lim Youngsook is the wife of Mr. Lau and is therefore deemed to be interested in the Shares owned by Mr. Lau (by himself and through his controlled corporation).

Save as disclosed above, as at 31 December 2015, none of the Directors and chief executive of the Company had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which would have to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions in which they are taken or deemed to have under such provisions of the SFO) or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or were required, pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules relating to securities transactions by the Directors, required to be notified to the Company and the Stock Exchange.

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES OF THE COMPANY

So far as our Directors are aware, as at 31 December 2015, the following person/entities other than a Director or chief executive of the Company) had interests or short positions in the Shares and underlying Shares which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register of the Company required to be kept under section 336 of the SFO, or who were directly or indirectly interested in 5% or more of the issued voting shares of the Company or any other members of the Group:

LONG POSITION IN THE SHARES OF THE COMPANY

Name	Capacity/Nature of interest	Number of ordinary shares held	Percentage of issued share capital
Jumbo Ace	Beneficial owner	192,000,000	75.0%
Rising Luck	Interest in a controlled corporation (Note 1)	192,000,000	75.0%

Note 1: Rising Luck owns 80% of the entire issued share capital of Jumbo Ace, the remaining 15% of which is owned by independent third parties and 5% of which is owned by Mr. Lau. Mr. Lau owns 76.25% of the issued share capital of Rising Luck, the remaining 23.75% of which is owned by an independent third party. Mr. Lau is deemed to be interested in 192,000,000 shares of the Company registered in the name of Jumbo Ace.

Save as disclosed above, as at 31 December 2015, the Directors were not aware of any person/entities who had any interest or short position in the securities in the Company that would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which would be recorded in the register of our Company required to be kept under section 336 of the SFO.

SHARE OPTION SCHEME

The Company adopted a share option scheme (the "Scheme") on 12 August 2015 (the "Adoption Date"). The terms of the Scheme are in accordance with the provisions of Chapter 23 of the GEM Listing Rules.

As at 31 December 2015, a total of 25,600,000 Shares, representing 10% of the issued Shares, were available for issue under the Scheme.

No share option has been granted since the adoption of the Scheme and there was no share option outstanding as at 31 December 2015.

Principal terms of the Scheme are set out below:

1. Purpose

The purpose of the Scheme is to advance the interests of the Company and the Shareholders by enabling the Company to grant options to attract, retain and reward the eligible persons and to provide the eligible persons with an incentive or reward for their contribution to the Group and by enabling such persons' contribution to further advance the interests of the Group.

2. Participants of the Scheme

The eligible persons of the Share Option Scheme to whom options may be granted by the Board shall include (collectively the "Eligible Persons"):

(i) any directors (whether executive or non-executive and whether independent or not) and any employee (whether full time or part time) of the Group;

(ii) any consultants or advisers (in the areas of legal, technical, financial or corporate managerial) of the Group (whether on an employment or contractual or honorary basis or otherwise and whether paid or unpaid); any provider of goods and/or services to the Group; any customer of the Group; or any holder of securities issued by any member of the Group; and

(iii) any other person, who at the sole discretion of the Board, has contributed to the Group (the assessment criteria of which are (1) such person's contribution to the development and performance of the Group; (2) the quality of work performed by such person for the Group; (3) the initiative and commitment of such person in performing his duties; (4) the length of service or contribution of such person to the Group; and (5) such other factors as considered to be applicable by the Board).

3. Life of the Scheme

The Scheme shall be valid and effective for a period of ten years commencing from the Adoption Date, after which period no further options will be offered or granted but the provisions of the Scheme shall remain in full force and effect in all other respects with respect to options granted during the life of the Scheme.

4. Subscription Price

The subscription price in respect of any option shall, subject to any adjustments made pursuant to the terms of the Scheme, be a price determined by the Board and notified to each grantee and shall be at least the highest of:

(i) the closing price per Share as stated in the Stock Exchange's daily quotation sheet on the offer date for the grant of the option (which is deemed to be the date of grant if the offer for the grant of the option is accepted by the Eligible Person), which must be a day on which the Stock Exchange is open for the business of dealing in securities;

(ii) the average of the closing prices per Share as stated in the Stock Exchange's daily quotation sheets for the five business days (any days on which securities are traded on the Stock Exchange) immediately preceding the offer date; or

(iii) the nominal value of the Share.

5. Acceptance of Offers

An offer shall remain open for acceptance by the Eligible Person concerned for such period as determined by the Board, being a date not later than ten business days after the offer date by which the Eligible Person must accept the offer or be deemed to have declined it, provided that no such offer shall be open for acceptance after the tenth anniversary of the Adoption Date or after the Scheme has been terminated in accordance with the provisions of the Scheme.

The amount payable by the grantee to the Company on acceptance of the offer shall be a nominal amount to be determined by the Board.

6. Maximum Number of Shares Available for Subscription

The total number of Shares which may be issued upon exercise of all options to be granted under the Scheme and any other share option schemes of the Company shall not in aggregate exceed 10% of the total number of Shares in issue as at the Listing Date (i.e. 25,600,000 Shares).

7. Maximum Entitlement of Each Eligible Person

The total number of Shares issued and to be issued upon exercise of the options granted to each Eligible Person (except for any INED or substantial shareholder of the Company) (including both exercised and outstanding options under the Scheme) in the twelve-month period expiring on the offer date must not exceed 1% of the issued Shares.

Where any further grant of options to an Eligible Person would result in excess of such limit shall be subject to the approval of the Shareholders at general meeting with such Eligible Person and his associates abstaining from voting. In seeking such approval, a circular must be sent to the Shareholders containing the required details in accordance with Chapter 23 of the GEM Listing Rules.

8. The Period within which the Securities Must be Exercised under an Option

An option may be exercised in accordance with the terms of the Scheme at any time during a period to be notified by the Board to the grantee which the Board may in its absolute discretion determine, save that such period shall not be more than ten years from the date of acceptance of the offer.

9. The Minimum Period, if any, for which an Option Must be Held Before it Can be Exercised

There is no minimum period for which an option granted must be held before it can be exercised unless otherwise imposed by the Directors.

NON-COMPETITION UNDERTAKING

The Company has received the written confirmations from Mr. Lau, Jumbo Ace and Rising Luck (collectively, the "Controlling Shareholders") for the Period in respect of the compliance with the provisions of the undertakings of non-competition ("Non-competition Undertaking"), entered into between the Controlling Shareholders and the Company as set out in the section headed "Relationship with the Controlling Shareholders — Non-competition Undertaking" of the Prospectus.

The INEDs have reviewed and confirmed that the Controlling Shareholders had complied with the Non-competition Undertaking and the Non-competition Undertaking had been enforced by the Company in accordance with its terms for the Period.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

At no time during the Year was the Company or its subsidiaries a party to any arrangement to enable the Directors to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

INTERESTS OF COMPLIANCE ADVISER

As at 31 December 2015, as notified by the Company's compliance adviser, CLC International Limited (the "Compliance Adviser"), except for the compliance adviser agreement entered into between the Company and the Compliance Adviser dated 11 September 2015, neither the Compliance Adviser nor its directors, employees or its close associates (as defined under the GEM Listing Rules) had any interests in relation to the Company, which is required to be notified to the Company pursuant to Rule 6A.32 of the GEM Listing Rules.

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the best knowledge of the Directors, there has been a sufficient float of the issued Shares as required under the GEM Listing Rules (i.e. at least 25% of the Company's total issued Shares in public hands) throughout the period from the Listing Date to the date of this annual report.

CONTRACTS OF SIGNIFICANCE

Save as disclosed in the section headed "Material Related Parties Transactions and Balances" in note 31 to the consolidated financial statements, no transactions, arrangements or contracts of significance in relation to the Group's business in which the Company or any its subsidiaries was a party and in which a Director had a material interest, whether directly or indirectly, subsisted during or at the end of the Year.

MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any substantial part of the business of the Company were entered into or existed during the Year.

CORPORATE, SOCIAL RESPONSIBILITIES

The Company has made substantial efforts to fulfill its corporate, social responsibilities by promoting sustainable growth within the Group and in the society. During the Year, the Group has made charitable donations to various organisations so as to support their operations on helping peoples who needed such social services. The Group is committed to provide a safe, healthy and harmonious working environment for its employees. The Group hosted various events and activities, during office hours or after-work, for its employees during the Year to promote work-life balance. The events/activities included (i) Company trip to Korea; (ii) Christmas party; (iii) annual dinner; (iv) love-teeth day; (v) dress casual day; and (vi) basketball match. The Group has addressed to its employees the Company's policy on anti-corruption and integrity promotion system. In addition, the code of conduct forms part of the staff manual. Employees are required to act with integrity and to report any suspected bribery and money laundering cases to the management or the Audit Committee. The employees are required to declare any conflict of interest when performing their duties.

The Group emphasises the importance of energy conservation and environmental protection as part of its mission and culture. The Group encourages its employees to minimise the use of paper by using e-paper or e-files and also the re-use of non-confidential waste paper instead of direct disposing after its first print. To support "zero landfill", all of the Group's non-confidential waste paper and used multifunction devices and consumables are returned to suppliers for recycling.

INDEPENDENT AUDITORS

The consolidated financial statements for the Year were audited by HLB Hodgson Impey Cheng Limited (the "HLB"), the independent auditors, who shall retire and, being eligible, offer itself for re-appointment at the forthcoming AGM. The Board has taken the recommendation of the Board that a resolution for the re-appointment of HLB as the independent auditors will be proposed at the forthcoming AGM.

REVIEW BY AUDIT COMMITTEE

The Audit Committee comprises three members, all being INEDs, namely Mr. Leung Chi Hung (chairman of the Audit Committee), Mr. Wong Kun Kau and Mr. Lum Chor Wah Richard. It has reviewed with the management the accounting principles and practices adopted by the Group and discussed the auditing, internal control and financial reporting matters, including review of the audited consolidated financial statements of the Group for the Year.

On behalf of the Board

Lau Man Tak
Chairman

Hong Kong, 16 March 2016

國衛會計師事務所有限公司
HLB Hodgson Impey Cheng Limited

31/F, Gloucester Tower
The Landmark
11 Pedder Street
Central
Hong Kong

TO THE SHAREHOLDERS OF REF HOLDINGS LIMITED
(incorporated in the Cayman Islands with limited liability)

We have audited the consolidated financial statements of REF Holdings Limited (the "Company") and its subsidiaries (collectively referred to as the "Group") set out on pages 42 to 83, which comprise the consolidated statement of financial position as at 31 December 2015, and the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

DIRECTORS' RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on these consolidated financial statements based on our audit and to report our opinion solely to you, as a body, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. We conducted our audit in accordance with Hong Kong Standards on Auditing issued by the Hong Kong Institute of Certified Public Accountants. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation of consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Independent Auditors' Report

OPINION

In our opinion, the consolidated financial statements give a true and fair view of the financial position of the Group as at 31 December 2015 and of its financial performance and cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

HLB Hodgson Impey Cheng Limited
Certified Public Accountants
Wong Sze Wai, Basilia
Practicing Certificate Number: P05806

Hong Kong, 16 March 2016

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the year ended 31 December 2015

	Notes	2015 HK$'000	2014 HK$'000
Revenue	7	**142,355**	134,132
Cost of services		**(67,777)**	(65,247)
Gross profit		**74,578**	68,885
Other income	9	**287**	29
Selling and distribution expenses		**(11,560)**	(11,163)
Administrative expenses		**(27,633)**	(26,113)
Finance costs	10	**(24)**	(11)
Profit before taxation		**35,648**	31,627
Taxation	11	**(6,976)**	(6,064)
Profit for the year	12	**28,672**	25,563
Other comprehensive income			
Item that may be reclassified subsequently to profit or loss:			
Other comprehensive income for the year, net of tax		**–**	–
Total comprehensive income for the year		**28,672**	25,563
Profit and total comprehensive income for the year attributable to owners of the Company		**28,672**	25,563
Earnings per share			
— Basic and diluted (HK cents)	16	**13.71**	13.31

The accompanying notes form an integral part of these consolidated financial statements.

Consolidated Statement of Financial Position

As at 31 December 2015

	Notes	2015 HK$'000	2014 HK$'000
Assets			
Non-current assets			
Plant and equipment	17	**290**	1,151
Deferred tax assets	23	**288**	178
		578	1,329
Current assets			
Work in progress		**1,331**	1,167
Trade receivables	18	**23,419**	13,649
Prepayments, deposits and other receivables	19	**4,672**	4,592
Bank balances and cash	20	**69,183**	18,303
		98,605	37,711
Current liabilities			
Trade payables	21	**8,749**	6,033
Accruals and other payables	22	**14,174**	11,583
Deposits received		**15,190**	7,188
Tax payables		**782**	3,413
		38,895	28,217
Net current assets		**59,710**	9,494
Total assets less current liabilities		**60,288**	10,823
Net assets		**60,288**	10,823
Capital and reserves			
Share capital	24	**2,560**	–
Reserves		**57,728**	10,823
Total equity attributable to owners of the Company		**60,288**	10,823

Approved and authorised for issue by the board of directors on 16 March 2016 and signed on its behalf by:

Chiu Hok Yu
Executive Director

Kwok Kam Lai
Executive Director

The accompanying notes form an integral part of these consolidated financial statements.

Consolidated Statement of Changes in Equity

For the year ended 31 December 2015

	Attributable to owners of the Company			
	Share capital HK$'000	**Share premium** HK$'000	**Retained earnings** HK$'000	**Total** HK$'000
As at 1 January 2014	–	–	10,260	10,260
Profit and total comprehensive income for the year	–	–	25,563	25,563
Dividend paid (Note 15)	–	–	(25,000)	(25,000)
As at 31 December 2014 and 1 January 2015	–	–	10,823	10,823
Profit and total comprehensive income for the year	–	–	28,672	28,672
Capitalisation issue (Note 24)	1,920	(1,920)	–	–
Issuance of new shares by way of placing (Note 24)	640	47,360	–	48,000
Transaction costs attributable to issuance of new shares	–	(4,207)	–	(4,207)
Dividend paid (Note 15)	–	–	(23,000)	(23,000)
As at 31 December 2015	**2,560**	**41,233**	**16,495**	**60,288**

The accompanying notes form an integral part of these consolidated financial statements.

Consolidated Statement of Cash Flows

For the year ended 31 December 2015

	Notes	2015 HK$'000	2014 HK$'000
Cash flows from operating activities			
Profit before taxation		**35,648**	31,627
Adjustments for:			
Interest income		**(32)**	–
Written off of plant and equipment	12	**–**	2
Depreciation of plant and equipment	12&17	**942**	981
Operating cash flows before movements in working capital		**36,558**	32,610
Increase in work in progress		**(1,320)**	(1,138)
(Increase)/decrease in trade receivables		**(9,770)**	8,915
Increase in prepayments, deposits and other receivables		**(80)**	(801)
Decrease in amount due from a related company		**–**	19
Increase in trade payables		**3,872**	87
Increase in accruals and other payables		**2,591**	4,313
Increase in deposits received		**8,002**	2,737
Decrease in amount due to a related company		**–**	(3,023)
Cash generated from operations		**39,853**	43,719
Income taxes paid		**(9,717)**	(5,050)
Net cash generated from operating activities		**30,136**	38,669
Cash flows from investing activities			
Purchase of plant and equipment		**(81)**	(144)
Interest received		**32**	–
Net cash used in investing activities		**(49)**	(144)

Consolidated Statement of Cash Flows

For the year ended 31 December 2015

	2015 HK$'000	2014 HK$'000
Cash flows from financing activities		
Proceeds from issuance of new shares by way of placing	**48,000**	–
Payment for transaction costs attributable to issuance of new shares	**(4,207)**	–
Dividend paid to owners of the Company	**(23,000)**	(25,000)
Repayment to shareholders	**–**	(17,039)
Net cash generated from/(used in) financing activities	**20,793**	(42,039)
Net increase/(decrease) in cash and cash equivalents	**50,880**	(3,514)
Cash and cash equivalents at the beginning of the year	**18,303**	21,817
Cash and cash equivalents at the end of the year	**69,183**	18,303

The accompanying notes form an integral part of these consolidated financial statements.

1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands on 5 February 2014 as an exempted company with limited liabilities under the Companies Law (2011 Revision) (as consolidated and revised) of the Cayman Islands. Its parent and ultimate parent is Jumbo Ace Enterprises Limited ("Jumbo Ace"), a company incorporated in the British Virgin Islands. Its ultimate controlling party is Mr. Lau Man Tak ("Mr. Lau"), who is also the chairman and non-executive director of the Company. The Company has been registered as a non-Hong Kong company under Part 16 of the Companies Ordinance (Cap 622 of the laws of Hong Kong) on 12 March 2014. Its shares were listed on the Growth Enterprise Market (the "GEM") of the Stock Exchange of Hong Kong Limited (the "Stock Exchange") on 25 September 2015.

The Company's registered office address is Clifton House, 75 Fort Street, P.O. Box 1350, Grand Cayman KY1-1108, Cayman Islands and the address of its headquarter, head office and principal place of business in Hong Kong is 3/F., Nexxus Building, 77 Des Voeux Road Central, Hong Kong.

The Company is an investment holding company and its subsidiaries are principally engaged in the provision of financial printing services. The consolidated financial statements are presented in Hong Kong dollars ("HK$") which is also the functional currency of the Company. All values are rounded to the nearest thousand ("HK$'000") except otherwise indicated.

2. REORGANISATION

Pursuant to the reorganisation (the "Reorganisation") as fully explained in the paragraph headed "Reorganisation" in the section headed "History, Reorganisation and Corporate Structure" of the prospectus of the Company dated 17 September 2015 (the "Prospectus"), the Company become the holding company of the companies now comprising the Group on 17 August 2015. The companies now comprising the Group were under the common control of Mr. Lau before and after the Reorganisation. Accordingly, the consolidated financial statements have been prepared on the basis by applying the principles of merger accounting as if the Reorganisation had been completed at the beginning of the reporting period.

The consolidated statements of profit or loss and other comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows include the results and cash flows of the companies now comprising the Group have been prepared as if the current group structure upon completion of the Reorganisation had been in existence throughout the reporting period or since their respective date of incorporation, where there is a shorter period. The consolidated statements of financial position of the Group as at 31 December 2014 has been prepared to present the assets and liabilities of the companies now comprising the Group as if the current group structure upon completion of the Reorganisation had been in existence as at those dates, taking into account the respective dates of incorporation.

All intra-group transactions and balances have been eliminated.

3. APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs")

The Group has applied the following amendments to HKFRSs issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") for the first time in the current year.

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

The application of the 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.

In addition, the Company has adopted the amendments to the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") issued by the Stock Exchange relating to the disclosure of financial information with reference to the Hong Kong Companies Ordinance (Cap.622) during the reporting period. The main impact to the financial statements is on the presentation and disclosure of certain information in the financial statements.

The Group has not early applied the following new and revised HKFRSs that have been issued but are not yet effective:

HKFRSs (Amendments)	Annual Improvements to HKFRSs 2012-2014 Cycle[1]
HKFRS 9	Financial Instruments[2]
HKFRS 9, HKFRS 7 and HKAS 39 (Amendments)	Hedge Accounting and amendments to HKFRS 9, HKFRS 7 and HKAS 39[4]
HKFRS 10 and HKAS 28 (Amendments)	Sales or Contribution of Assets between an investor and its Associate or Joint Venture[4]
HKFRS 10, HKFRS 12 and HKAS 28 (Amendments)	Investment Entities: Applying the Consolidation Exception[1]
HKFRS 11 (Amendments)	Accounting for Acquisition of Interests in Joint Operation[1]
HKFRS 14	Regulatory Deferral Accounts[3]
HKFRS 15	Revenue from Contracts with Customers[2]
HKAS 1 (Amendments)	Disclosure Initiative[1]
HKAS 16 and HKAS 38 (Amendments)	Clarification of Acceptable Methods of Depreciation and Amortisation[1]
HKAS 16 and HKAS 41 (Amendments)	Agriculture: Bearer Plants[1]
HKAS 27 (Amendments)	Equity Method in Separate Financial Statements[1]

1 Effective for first annual HKFRS financial statements beginning on or after 1 January 2016, with earlier application permitted.
2 Effective for first annual HKFRS financial statements beginning on or after 1 January 2018, with earlier application permitted.
3 Effective for an entity that first adopts HKFRSs for its annual financial statements beginning on or after 1 January 2016 and therefore is not applicable to the Group.
4 No mandatory effective date is determined but is available for early adoption.

The Group is in the process of assessing the potential impact of the above new and revised HKFRSs upon initial application but is not yet in a position to state whether the above new and revised HKFRSs, will have a significant impact on the Group's results of operations and financial position.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICY

STATEMENT OF COMPLIANCE

The consolidated financial statements have been prepared in accordance with HKFRSs, which is a collective term that includes all applicable individual HKFRSs, Hong Kong Accounting Standards ("HKASs") and Interpretations issued by the HKICPA, and accounting principles generally accepted in Hong Kong. In addition, the consolidated financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the "GEM Listing Rules") and the Hong Kong Companies Ordinance.

BASIS OF PREPARATION

The consolidated financial statements have been prepared on the historical cost basis.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of HKFRS 2, leasing transactions that are within the scope of HKAS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in HKAS 2 or value in use in HKAS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The principal accounting policies are set out below.

MERGER ACCOUNTING FOR COMMON CONTROL COMBINATION

The consolidated financial statements incorporate the financial statement items of the combining entities or business in which the common control combination occurs as if they had been combined from the date when the combining entities or businesses first came under the control of the controlling party.

The net assets of the combining entities or business are combined using the existing book values from the controlling party's perspective. No amount is recognised with respect to goodwill or any excess of acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over its cost at the time of common control combination, to the extent of the contribution of the controlling party's interest.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICY *(Continued)*

MERGER ACCOUNTING FOR COMMON CONTROL COMBINATION *(Continued)*

The consolidated statements of profit or loss and other comprehensive income include the results of each of the combining entities or business from the earliest date presented or since the date when combining entities or business first came under common control, where this is a shorter period, regardless of the date of common control combination.

Intra-group transactions, balances and unrealised gains on transactions between the combining entities or business are eliminated. Unrealised losses are eliminated but considered as an impairment indicator of the asset transferred. Accounting policies of combining entities or business have been changed where necessary to ensure consistency with the policies adopted by the Group.

Transaction costs, including professional fees, registration fees, cost of furnishing information to shareholders, costs or losses incurred in combining operations of the previously separate businesses, etc., incurred in relation to the common control combination that is to be accounted for by using merger accounting are recognised as an expense in the period in which they are incurred.

BASIS OF CONSOLIDATION

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries). Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Group has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Group considers all relevant facts and circumstances in assessing whether or not the Group's voting rights in an investee are sufficient to give it power, including:

- the size of the Group's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Group, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Group has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous patterns at previous shareholders' meetings.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICY *(Continued)*

BASIS OF CONSOLIDATION *(Continued)*

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Group gains control until the date when the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interest even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

SUBSIDIARIES

Subsidiaries are all entities (including special purpose entities) over which the Group has the power to govern the financial and operating policies generally accompanying a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity.

The purchase method of accounting is used to account for the acquisition of subsidiaries by the Group which qualifies as business combination, except for those acquisitions which qualify as a common control combination and are therefore accounted for using the merger accounting.

Under the purchase method of accounting, subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases. The cost of an acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange and, all acquisition-related costs are expensed. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree at the non-controlling interest's proportionate share of the acquiree's net assets.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If this is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the consolidated statements of profit or loss and other comprehensive income.

Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated.

Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policy adopted by the Group.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICY *(Continued)*

SEPARATE FINANCIAL STATEMENTS

Investments in subsidiaries are accounted for at cost less impairment. Cost includes direct attributable costs of investment. The results of subsidiaries are accounted for by the Company on the basis of dividend received and receivable.

Impairment testing of the investments in subsidiaries is required upon receiving a dividend from these investments if the dividend exceeds the total comprehensive income of the subsidiary in the period the dividend is declared or if the carrying amount of the investment in the separate financial statements exceeds the carrying amount in the consolidated financial statements of the investee's net assets including goodwill.

REVENUE RECOGNITION

Revenue from provision of financial printing services is recognised when the services are provided and the transactions can be measured reliably, and it is probable that the economic benefits associated with the transaction will flow to the Group. In view of the business nature, the timing of the customers' shares being listed on the Stock Exchange for projects related to listing documents and the publication of financial reports, compliance documents and other documents are considered as specific acts which are much more significant than other acts in a financial printing services contract, and thus the recognition of revenue is postponed until the execution of the such significant acts.

- Revenue from the provision of printing services for the printing of listing documents is recognised when the relevant services are rendered to the relevant customers, which approximates the time when the customers are listed on the Stock Exchange, while the revenue from the provision of printing services for printing financial reports, compliance documents and other documents is recognised when the relevant services are rendered to the relevant customers, which approximates the time when the customers publish the relevant documents.

- Revenue from the provision of translation services to the customers is recognised when the relevant services are rendered to the relevant customers, which approximates the time when we deliver the approved/finalised documents to the customers or their designated recipients.

- Revenue from the provision of media placement services to the customers is recognised when the relevant services are rendered to the relevant customers, which approximates the time when the relevant documents are uploaded to the website of the Stock Exchange or customers' designated locations and/or published in newspapers.

Revenue from the provision of services for projects which cease to proceed is recognised as per the terms of framework agreement when:

- the framework agreement was expired and notified by the relevant customers that the projects cease to proceed, with the exception that a renewed framework agreement has been signed and/or written confirmation for the extension of expiry date has been agreed between the Group and the relevant customers; or

- the projects cease to proceed with early notification by the relevant customers before the framework agreement expired.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICY *(Continued)*

REVENUE RECOGNITION *(Continued)*

In addition, regarding the business related to listing documents, as the total services performed and the total costs of the services cannot be estimated reliably due to unforeseeable factors (such as the completion timing which is subject to the clearance of the regulator and the then market condition) and the uncertainties for various cost components (such as the number of pages to typeset, the number of pages to translate, timing to be involved such as overtime work beyond the normal office hour and/or during public holidays), the stage of completion of financial printing services provided by the Group cannot be measured reliably. Thus, the relevant revenue cannot be recognised by reference to the stage of completion of the project at the end of the reporting period.

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the asset's net carrying amount on initial recognition.

LEASING

Leases are classified as finance lease whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

The Group as lessee

Operating lease payments are recognised as an expense on a straight-line basis over the lease term, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Contingent rentals arising under operating leases are recognised as an expense in the period in which they are incurred.

In the event that lease incentives are received to enter into operating leases, such incentives are recognised as a liability. The aggregate benefit of incentives is recognised as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

FOREIGN CURRENCIES

In preparing the financial statements of each individual group entity, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of the reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICY *(Continued)*

FOREIGN CURRENCIES *(Continued)*

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise except for:

- exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings;

- exchange differences on transactions entered into in order to hedge certain foreign currency risks (see the accounting policies below); and

- exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur (therefore forming part of the net investment in the foreign operation), which are recognised initially in other comprehensive income and reclassified from equity to profit or loss on repayment of the monetary items.

For the purpose of presenting consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into the presentation currency of the Group (i.e. Hong Kong dollars) using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity under the heading of foreign currency translation reserve (attributable to non-controlling interests as appropriate).

On the disposal of a foreign operation (i.e. a disposal of the Group's entire interest in a foreign operation, or a disposal involving loss of control over a subsidiary that includes a foreign operation, or a partial disposal of an interest in a joint arrangement or an associate that includes a foreign operation of which the retained interest becomes a financial asset), all of the exchange differences accumulated in equity in respect of that operation attributable to the owners of the Company are reclassified to profit or loss.

In addition, in relation to a partial disposal of a subsidiary that includes a foreign operation that does not result in the Group losing control over the subsidiary, the proportionate share of accumulated exchange differences are re-attributable to non-controlling interests and are not recognised in profit or loss. For all other partial disposals (i.e. partial disposals of associates or joint arrangements that do not result in the Group losing significant influence or joint control), the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

Goodwill and fair value adjustments to identifiable assets acquired and liabilities assumed through acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the rate of exchange prevailing at the end of each reporting period. Exchange differences arising are recognised in other comprehensive income.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICY *(Continued)*

BORROWING COSTS

All borrowing costs are recognised in profit or loss in the period in which they are incurred.

RETIREMENT BENEFIT COSTS

The Group's contributions to the defined contribution retirement benefit plans are charged to profit or loss in the year incurred and are reduced by contributions forfeited by those employees who leave the scheme prior to vesting fully in the contributions. The Group has no further payment obligations once the contributions have been paid.

TAXATION

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from "profit before taxation" as reported in the consolidated statements of profit or loss and other comprehensive income because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICY *(Continued)*

TAXATION *(Continued)*

Deferred tax *(Continued)*

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

For the purposes of measuring deferred tax liabilities or deferred tax assets for investment properties that are measured using the fair value model, the carrying amounts of such properties are presumed to be recovered entirely through sale, unless the presumption is rebutted. The presumption is rebutted when the investment property is depreciable and is held within a business model whose objective is to consume substantially all of the economic benefits embodied in the investment property over time, rather than through sale.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

PLANT AND EQUIPMENT

Plant and equipment are stated in the consolidated statements of financial position at cost, less subsequent accumulated depreciation and subsequent accumulated impairment losses, if any.

Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

IMPAIRMENT OF ASSETS OTHER THAN GOODWILL

At the end of each reporting period, the Group reviews the carrying amounts of its assets with finite useful lives to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit ("CGU") to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual CGUs, or otherwise they are allocated to the smallest group of CGUs for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICY *(Continued)*

IMPAIRMENT OF ASSETS OTHER THAN GOODWILL *(Continued)*

If the recoverable amount of an asset (or a CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or the CGU) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or CGU) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or CGU) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

PROVISIONS

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (where the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

WORK IN PROGRESS

Work in progress represents costs incurred on uncompleted financial printing projects that comprise of cost of suppliers directly engaged in providing the services and attributable overheads. Work in progress is stated at lower of cost and net realisable value.

FINANCIAL INSTRUMENTS

Financial assets and financial liabilities are recognised when a group entity becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICY *(Continued)*

FINANCIAL INSTRUMENTS *(Continued)*

Financial assets

Financial assets are classified as loans and receivables. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition. All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Loans and receivables (including trade receivables, other receivables and bank balances and cash) are measured at amortised cost using the effective interest method, less any impairment.

Interest income is recognised by applying the effective interest rate, except for short-term receivables where the recognition of interest would be immaterial.

Impairment of financial assets

Financial assets are assessed for indicators of impairment at the end of each reporting period. Financial assets are considered to be impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been affected.

For loans and receivables, objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty; or
- breach of contract, such as a default or delinquency in interest or principal payments; or
- it becoming probable that the borrower will enter bankruptcy or financial re-organisation; or
- the disappearance of an active market for that financial asset because of financial difficulties.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICY *(Continued)*

FINANCIAL INSTRUMENTS *(Continued)*

Financial assets *(Continued)*

Impairment of financial assets (Continued)

For certain categories of financial assets, such as trade receivables, assets that are assessed not to be impaired individually are, in addition, assessed for impairment on a collective basis. Objective evidence of impairment for a portfolio of receivables could include the Group's past experience of collecting payments, an increase in the number of delayed payments in the portfolio, as well as observable changes in national or local economic conditions that correlate with default on receivables.

For financial assets carried at amortised cost, the amount of the impairment loss recognised is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost, the amount of the impairment loss is measured as the difference between the asset's carrying amount and the present value of the estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment loss will not be reversed in subsequent periods (see the accounting policy below).

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables, where the carrying amount is reduced through the use of an allowance account. When a trade receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

For financial assets measured at amortised cost, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by a group entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

Financial liabilities (including trade payables and accruals and other payables) are subsequently measured at amortised cost using the effective interest method.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICY *(Continued)*

FINANCIAL INSTRUMENTS *(Continued)*

Financial liabilities and equity instruments *(Continued)*

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Interest expense is recognised on an effective interest basis.

Derecognition

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group continues to recognise the asset to the extent of its continuing involvement and recognises an associated liability. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss.

On derecognition of a financial asset other than in its entirety, the Group allocates the previous carrying amount of the financial asset between the part it continues to recognise, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

RELATED PARTIES TRANSACTIONS

A party is considered to be related to the Group if:

(a) A person or a close member of that person's family is related to the Group if that person:

- (i) has control or joint control over the Group;
- (ii) has significant influence over the Group; or
- (iii) is a member of the key management personnel of the Group or of a parent of the Group.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICY *(Continued)*

RELATED PARTIES TRANSACTIONS *(Continued)*

(b) An entity is related to the Group if any of the following conditions applies:

(i) the entity and the Group are members of the same group (which means that each parent, subsidiary and fellow subsidiaries is related to the others);

(ii) one entity is an associate or joint venture of the other entity for an associate or joint venture of a member of a group which the other entity is a member);

(iii) both entities are joint ventures of the same third party;

(iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity;

(v) the entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group. If the Group is itself such a plan, the sponsoring employees are also related to the Group;

(vi) the entity is controlled or jointly controlled by a person identified in (a);

(vii) a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity); or

(viii) the entity, or any member of a group of which it is a part, provides key management personnel services to the Group or to the parent of the Group.

Close family members of an individual are those family members who may be expected to influence, or be influence by, that person in their dealing with the entity.

A transaction is considered to be a related party transaction when there is a transfer of resources, or obligations between the Group and a related party, regardless of whether a price is charged.

SEGMENT REPORTING

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the steering committee that makes strategic decisions.

CASH AND CASH EQUIVALENTS

In the consolidated statement of cash flows, cash and cash equivalents include cash in hand and deposits held at call with banks.

5. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, which are described in Note 4, management is required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and underlying assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The following are the critical judgments, apart from those involving estimations, that the directors have made in the process of applying the entity's accounting policies and that have the most significant effect on the amounts recognised in the consolidated financial statements.

(A) IMPAIRMENT OF PLANT AND EQUIPMENT

The Group reviews its plant and equipment for indications of impairment at each reporting period. In analysing potential impairments identified, the Group uses projections of future cash flows from the assets based on management's assignment of a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

(B) IMPAIRMENT OF TRADE RECEIVABLES

In determining whether there is objective evidence of impairment loss, the Group takes into consideration the credit history of the customers and the current market condition. The amount of the impairment loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. Management reassesses the adequacy of impairment on a regular basis. Where the actual cash flows are less than expected, a material impairment loss may arise.

(C) DEPRECIATION

Items of plant and equipment are depreciated on a straight-line basis over the estimated useful lives of the assets, after taking into account the estimated residual value. The Group reviews the estimated useful lives of the assets regularly in order to determine the amount of depreciation expense to be recorded during any reporting period. The useful lives are based on the Group's historical experience with similar assets and taking into account anticipated technological changes. The depreciation expense for future periods is adjusted if there are significant changes from previous estimates.

(D) PROVISION

When there is a probability that an outflow of economic benefits will occur due to a present obligation resulting from a past event, and those amount is reasonable estimate, a corresponding amount of provision is recognised in the financial statement. However, no provision is recognised for costs that need to be incurred to operate in the future.

(E) INCOME TAXES

The Group is subject to income taxes in Hong Kong. Significant judgment is required in determining provision for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amount that we initially recorded, such differences will impact the income tax and deferred tax provisions in the year in which such determination is made.

6. FINANCIAL INSTRUMENTS

(A) CATEGORIES OF FINANCIAL INSTRUMENTS

	2015	2014
	HK$'000	HK$'000
Financial assets		
Loans and receivables (including bank balances and cash)		
— Trade receivables	**23,419**	13,649
— Other receivables	**5**	47
— Bank balances and cash	**69,183**	18,303

	2015	2014
	HK$'000	HK$'000
Financial liabilities		
Amortised cost		
— Trade payables	**8,749**	6,033
— Accruals and other payables	**14,174**	11,583

(B) FINANCIAL RISK MANAGEMENT AND FAIR VALUES

The directors of the Company monitor and manage the financial risks relating to the operations of the Group through internal risks reports which analyse exposures by degree and magnitude of risks. These risks include market risk (including interest rate risk and foreign exchange risk), credit risk and liquidity risk.

The Group's major financial instruments include trade receivables, other receivables, bank balances and cash, trade payables and accruals and other payables. Details of these financial instruments and the policies on how to mitigate these risks are set out below. Management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

Credit risk

The Group has no significant concentrations of credit risk with exposure spread over a large number of counterparties and customers. The carrying amounts of bank balances, trade receivables and other receivables represent the Group's maximum exposure to credit risk in relation to financial assets. In order to minimise the credit risk, the management monitors the level of exposure to ensure that follow-up actions are taken to recover overdue debts. In addition, the management reviews the recoverability of each trade debt at the end of each reporting period to ensure that adequate impairment losses are made for irrecoverable amounts. In this regards, the management considers the Group does not expose to significant credit risk.

The credit risk on liquid funds is limited because the counterparties are banks with high credit-ratings.

6. FINANCIAL INSTRUMENTS *(Continued)*

(B) FINANCIAL RISK MANAGEMENT AND FAIR VALUES *(Continued)*

Market risk

The Group's activities expose it primarily to the financial risks of changes in interest rates and foreign currency exchange rates.

Interest rate risk

The Group is exposed to interest rate risk through the impact of rate changes on interest bearing financial assets, mainly the interest bearing bank balances. The Group monitors the interest rate exposure on a continuous basis and adjusts the portfolio of bank saving balances and borrowings where necessary.

Foreign exchange risk

The functional currency of the Company and its subsidiaries is HK$ in which most of their transactions are denominated. The Group does not have any foreign currency transactions during the year which expose the Group to foreign currency risk. However, the Group has certain foreign currency denominated bank balances at the end of the reporting period. The Group mainly exposed to currency risk of United States dollars ("USD").

The carrying amounts of the Group's foreign currency denominated monetary assets at the end of the reporting period are as follows:

	2015	2014
	HK$'000	HK$'000
Assets:		
USD	**367**	304

Sensitivity analysis

As HK$ are pegged to USD, it is assumed that there would be no material currency risk exposure between these two currencies and therefore is excluded from the analysis.

Liquidity risk

The Group is exposed to minimal liquidity risk as a substantial portion of its financial assets and financial liabilities are due within one year and it can finance its operations from existing shareholders' funds and internally generated cash flows.

In the management of the liquidity risk, the Group monitors and maintains a level of bank balances and cash deemed adequate by management to finance the Group's operations and mitigate the effect of fluctuations in cash flows. Management monitors current and expected liquidity requirements on a regular basis.

The following tables detail the Group's contractual maturity for its financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest dates on which the Group can be required to pay. The tables include both interest and principal cash flows.

6. FINANCIAL INSTRUMENTS *(Continued)*

(B) FINANCIAL RISK MANAGEMENT AND FAIR VALUES *(Continued)*

Liquidity risk *(Continued)*

	Weighted average interest rate %	**On demand or within one year HK$'000**	**More than one year but less than two years HK$'000**	**More than two years but less than five years HK$'000**	**Total undiscounted cash flow HK$'000**	**Carrying amount HK$'000**
As at 31 December 2015						
Non-derivative financial liabilities						
Trade payables	**–**	**8,749**	**–**	**–**	**8,749**	**8,749**
Accruals and other payables	**–**	**14,174**	**–**	**–**	**14,174**	**14,174**
		22,923	**–**	**–**	**22,923**	**22,923**

	Weighted average interest rate %	On demand or within one year HK$'000	More than one year but less than two years HK$'000	More than two years but less than five years HK$'000	Total undiscounted cash flow HK$'000	Carrying amount HK$'000
As at 31 December 2014						
Non-derivative financial liabilities						
Trade payables	–	6,033	–	–	6,033	6,033
Accruals and other payables	–	11,583	–	–	11,583	11,583
		17,616	–	–	17,616	17,616

(C) FAIR VALUE

The fair value of other financial assets and financial liabilities is determined in accordance with generally accepted pricing models based on discounted cash flow analysis.

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

7. REVENUE

	2015 HK$'000	2014 HK$'000
Financial printing services:		
Printing	**92,347**	91,087
Translation	**36,324**	28,850
Media placement	**13,684**	14,195
	142,355	134,132

8. SEGMENT INFORMATION

During the years ended 31 December 2014 and 2015, the Group operates in one operating segment which is the provision of financial printing services. A single management team reports to the directors of the Company (being the chief operating decision-maker) who comprehensively manage the entire business. Accordingly, the Group does not present separately segment information. In addition, all of the Group's revenue is generated in Hong Kong and all of the Group's assets and liabilities are located in Hong Kong. Accordingly, no business or geographical segment information is presented.

INFORMATION ABOUT MAJOR CUSTOMERS

No individual customer contributed over 10% of the total revenue of the Group during the years ended 31 December 2014 and 2015.

9. OTHER INCOME

	2015 HK$'000	2014 HK$'000
Interest income	**32**	–
Sundry income	**255**	29
	287	29

10. FINANCE COSTS

	2015 HK$'000	2014 HK$'000
Bank charges	**24**	11

11. TAXATION

	2015 HK$'000	2014 HK$'000
Current tax		
— Hong Kong	**7,106**	6,326
Over provision in prior year		
— Hong Kong	**(20)**	(10)
Deferred tax (Note 23):		
Current year	**(110)**	(252)
	6,976	6,064

Hong Kong Profits Tax is calculated at 16.5 % of the estimated assessable profit for the years ended 31 December 2014 and 2015.

At 31 December 2015, the Group has unused tax losses of approximately HK$60,000 (2014: HK$11,000) available for offset against the assessable profit for each particular year.

The taxation charge for the year can be reconciled to the profit before taxation per consolidated statements of profit or loss and other comprehensive income as follows:

	2015 HK$'000	2014 HK$'000
Profit before taxation	**35,648**	31,627
Tax at the applicable tax rate of 16.5% (2014: 16.5%)	**5,881**	5,219
Tax effect of expenses not deductible for tax purpose	**1,105**	1,001
Tax effect of unrecognised temporary difference	**–**	(148)
Over provision in prior year	**(20)**	(10)
Tax effect of tax loss not recognised	**10**	2
	6,976	6,064

12. PROFIT FOR THE YEAR

	2015 HK$'000	2014 HK$'000
Profit for the year has been arrived at after charging:		
Directors' emoluments (Note 13)	**4,387**	3,625
Other staff costs:		
— Salaries and other benefits	**21,869**	20,496
— Discretionary bonuses	**8,643**	7,588
— Retirement scheme contributions	**926**	848
Total employee benefit expense	**31,438**	28,932
Auditors' remuneration		
— Audit services:		
Annual audit services	**500**	48
Listing services (included in listing expenses)	**1,260**	700
— Non-audit services	**115**	52
Depreciation of plant and equipment	**942**	981
Written off of plant and equipment	**–**	2
Operating lease rental expenses in respect of rented premises	**8,946**	8,946
Listing expenses	**6,399**	6,041

13. DIRECTORS' REMUNERATIONS

The aggregate amounts of emoluments paid by the companies now comprising the Group to the directors of the Company during the reporting period are as follows:

	2015 HK$'000	2014 HK$'000
Directors' fees	**240**	–
Salaries and other benefits	**1,303**	1,088
Discretionary bonuses	**2,808**	2,503
Retirement schemes contributions	**36**	34
	4,387	3,625

13. DIRECTORS' REMUNERATIONS *(Continued)*

Details for the emoluments of each director of the Company during the reporting period are as follows:

Year ended 31 December 2015

Name of director	Directors' fees HK$'000	Salaries and other benefits HK$'000	Discretionary bonuses HK$'000	Retirement scheme contributions HK$'000	Total HK$'000
Executive directors:					
Ms. Chiu Hok Yu (appointed on 7 March 2014)	5	643	2,160	18	2,826
Ms. Kwok Kam Lai (appointed on 7 March 2014)	5	660	648	18	1,331
Non-executive director:					
Mr. Lau (Chairman) (appointed on 7 March 2014)	5	–	–	–	5
Independent non-executive directors:					
Mr. Leung Chi Hung (appointed on 12 August 2015)	75	–	–	–	75
Mr. Wong Kun Kau (appointed on 12 August 2015)	75	–	–	–	75
Mr. Lum Chor Wah Richard (appointed on 12 August 2015)	75	–	–	–	75
	240	1,303	2,808	36	4,387

Year ended 31 December 2014

Name of director	Directors' fees HK$'000	Salaries and other benefits HK$'000	Discretionary bonuses HK$'000	Retirement scheme contributions HK$'000	Total HK$'000
Executive directors:					
Ms. Chiu Hok Yu	–	560	1,824	17	2,401
Ms. Kwok Kam Lai	–	528	679	17	1,224
	–	1,088	2,503	34	3,625

Note:

The remuneration shown above represents remuneration received and receivable from the Group by these directors in their capacity as employees to the Group and/or in their capacity as the directors of the Company during the years ended 31 December 2014 and 2015. No directors waived or agreed to waive any emoluments during the years ended 31 December 2014 and 2015.

None of the directors of the Company is designated as chief executive officer of the Company during the years ended 31 December 2014 and 2015.

14. EMPLOYEES EMOLUMENTS AND SENIOR MANAGEMENT EMOLUMENTS

The five highest paid individuals for the year ended 31 December 2015 included two (2014: two) executive directors of the Company, details of whose emoluments are set out above in Note 13. The aggregate emoluments of the remaining three (2014: three) highest paid individuals for the year ended 31 December 2015 are as follows:

	2015 **HK$'000**	2014 HK$'000
Salaries and other benefits	**3,448**	3,709
Discretionary bonuses	**4,060**	4,130
Retirement benefit schemes contributions	**54**	50
	7,562	7,889

The number of non-director highest paid employees whose emoluments fell within the following bands are as follows:

	Number of individuals	
	2015	2014
Nil to HK$1,000,000	**–**	–
HK$1,000,001 to HK$1,500,000	**1**	1
HK$1,500,001 to HK$2,000,000	**–**	–
HK$2,000,001 to HK$2,500,000	**–**	–
HK$2,500,001 to HK$3,000,000	**–**	1
HK$3,000,001 to HK$3,500,000	**2**	–
HK$3,500,001 to HK$4,000,000	**–**	1
	3	3

14. EMPLOYEES EMOLUMENTS AND SENIOR MANAGEMENT EMOLUMENTS *(Continued)*

The number of the senior management (excluding directors) whose emoluments fell within the following bands are as follows:

	Number of individuals	
	2015	2014
Nil to HK$1,000,000	**–**	–
HK$1,000,001 to HK$1,500,000	**2**	2
HK$1,500,001 to HK$2,000,000	**–**	–
HK$2,000,001 to HK$2,500,000	**–**	–
HK$2,500,001 to HK$3,000,000	**–**	–
HK$3,000,001 to HK$3,500,000	**1**	–
HK$3,500,001 to HK$4,000,000	**–**	1
	3	3

During the years ended 31 December 2014 and 2015, no emoluments were paid by the Group to the directors or any of the five highest paid employees as an inducement to join or upon joining the Group or as compensation for loss of office. None of the directors or any of the five highest paid employees waived or agreed to waive any emoluments during the years ended 31 December 2014 and 2015.

15. DIVIDENDS

The directors of the Company do not propose any payment of final dividend for the years ended 31 December 2014 and 2015.

Prior to the Reorganisation, a subsidiary of the Company (i) had declared and paid the special dividends amounting to HK$25 million to its shareholder during the year ended 31 December 2014; and (ii) had declared and paid the special dividends amounting to HK$23 million to its shareholder during the year ended 31 December 2015.

16. EARNINGS PER SHARE

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

	2015	2014
	HK$'000	HK$'000
Earnings:		
Profit attributable to the owners of the Company for the purpose of calculating basic earnings per share	**28,672**	25,563
	'000	'000
Number of shares:		
Weighted average number of ordinary shares for the purpose of calculating basic earnings per share (Note)	**209,184**	192,000
Basic earnings per share (HK cents)	**13.71**	13.31

Note:

The calculation of basic earnings per share for the years ended 31 December 2014 and 2015 is based on the profit attributable to the owners of the Company for the years and the weighted average number of shares for the relevant period.

For the year ended 31 December 2015, the weighted average number of ordinary shares for the purpose of calculating basic earnings per share have been adjusted for the effect of placing completed on 25 September 2015.

For the year ended 31 December 2014, the weighted average number of ordinary shares for the purpose of calculating basic earnings per share is calculated based on the assumption that 192,000,000 ordinary shares had been in issue, comprising 100 ordinary shares in issue and 191,999,900 ordinary shares to be issued pursuant to the capitalisation issue as detailed in the sub-section headed "Share Capital" set out in the Prospectus as if the shares had been outstanding throughout the period.

Diluted earnings per share is the same as the basic earnings per share for the years ended 31 December 2014 and 2015 as there was no potential dilutive ordinary shares in issue.

17. PLANT AND EQUIPMENT

	Leasehold improvement HK$'000	Office equipment HK$'000	Furniture and fixtures HK$'000	Total HK$'000
Cost				
As at 1 January 2014	1,950	1,937	2,623	6,510
Additions	–	135	9	144
Written off	–	(11)	–	(11)
As at 31 December 2014 and 1 January 2015	1,950	2,061	2,632	6,643
Additions	–	66	15	81
As at 31 December 2015	1,950	2,127	2,647	6,724

	Leasehold improvement HK$'000	Office equipment HK$'000	Furniture and fixtures HK$'000	Total HK$'000
Accumulated depreciation				
As at 1 January 2014	1,896	1,103	1,521	4,520
Provided for the year	54	401	526	981
Written off	–	(9)	–	(9)
As at 31 December 2014 and 1 January 2015	1,950	1,495	2,047	5,492
Provided for the year	–	415	527	942
As at 31 December 2015	1,950	1,910	2,574	6,434
Net book values				
As at 31 December 2015	**–**	**217**	**73**	**290**
As at 31 December 2014	–	566	585	1,151

The above items of plant and equipment are depreciated over their estimated useful lives on a straight-line basis as follows:

Leasehold improvement	3 years
Office equipment	5 years
Furniture and fixtures	5 years

18. TRADE RECEIVABLES

	2015 **HK$'000**	2014 HK$'000
Trade receivables	**23,419**	13,649

The following is an aged analysis of trade receivables, presented based on the invoice date at the end of the reporting period:

	2015 **HK$'000**	2014 HK$'000
Current — neither past due nor impaired	**16,053**	5,061
Under 30 days past due	**3,732**	2,957
30–59 days past due	**2,725**	2,271
60–119 days past due	**608**	1,467
120–149 days past due	**58**	365
Over 150 days past due	**243**	1,528
	23,419	13,649

The Group generally allows a credit period of 30 days to its customers. Receivables that were neither past due nor impaired related to customers for whom there was no default. Receivables that were past due but not impaired related to customers that have good creditworthiness. Based on past experience, the management considered no impairment is necessary as there has not been a significant change in credit quality of these balances, which are still considered fully recoverable.

AGE OF RECEIVABLES THAT ARE PAST DUE BUT NOT IMPAIRED

	2015 **HK$'000**	2014 HK$'000
0–59 days past due	**6,457**	5,228
60–119 days past due	**608**	1,467
120–149 days past due	**58**	365
Over 150 days past due	**243**	1,528
	7,366	8,588

The Group does not hold any collateral over the balances.

19. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	2015 HK$'000	2014 HK$'000
Prepayments on listing expenses	–	938
Rental, utility and other deposits	4,098	3,183
Prepayments and other receivables	574	471
	4,672	4,592

20. BANK BALANCES AND CASH

Bank balances and cash carrying interest at market rates of 0.001% per annum for the years ended 31 December 2014 and 2015.

21. TRADE PAYABLES

	2015 HK$'000	2014 HK$'000
Trade payables	8,749	6,033

The credit period from suppliers is up to 60 days. The following is an aged analysis of trade payables, presented based on the invoice date at the end of the reporting period:

	2015 HK$'000	2014 HK$'000
Current — up to 60 days	8,749	6,033

22. ACCRUALS AND OTHER PAYABLES

	2015 HK$'000	2014 HK$'000
Accruals	1,086	509
Other payables (Note)	13,088	11,074
	14,174	11,583

Note:

Included above are provision of staff bonus of approximately HK$10,165,000 and HK$11,399,000 as at 31 December 2014 and 2015 respectively.

23. DEFERRED TAX ASSETS

The following are the major deferred tax assets/(liabilities) recognised and movements thereon during the year:

	Accelerated tax depreciation HK$'000
As at 1 January 2014	(74)
Credit to profit or loss (Note 11)	252
As at 31 December 2014 and 1 January 2015	178
Credit to profit or loss (Note 11)	110
As at 31 December 2015	**288**

24. SHARE CAPITAL

	2015		2014	
	Number of shares '000	**HK$'000**	Number of shares '000	HK$'000
Authorised				
Ordinary shares of HK$0.01 each	**10,000,000**	**100,000**	–	–
Issued and fully paid				
At the beginning of the year	**–**	**–**	–	–
Issuance of shares under capitalisation issue (Note (a))	**192,000**	**1,920**	–	–
Issuance of new shares by way of placing (Note (b))	**64,000**	**640**	–	–
At the end of the year	**256,000**	**2,560**	–	–

24. SHARE CAPITAL *(Continued)*

Notes:

(a) Pursuant to the written resolutions of the sole shareholder passed on 12 August 2015, conditional upon the share premium account of the Company having sufficient balance, or otherwise being credited as a result of the allotment and issuance of the placing shares by the Company pursuant to the placing, the directors of the Company were authorised to capitalise the amount of approximately HK$1,920,000 from the amount standing to the credit of the share premium account of the Company and to appropriate such amount as to pay up in full at par 191,999,900 shares for allotment and issue to the persons whose names appeared on the register of members of the Company at the close of business on 10 September 2015 (or as each of them may direct) in proportion (as nearly as possible without involving fractions so that no fraction of a share shall be allotted and issued) to their respective shareholdings in the Company, and the shares to be allotted and issued shall rank pari passu in all respects with the then existing issued shares.

(b) On 25 September 2015, the Company placed 64,000,000 new shares at HK$0.75 per share for a total gross proceeds of HK$48,000,000. The proceeds were proposed to be used to finance the implementation plan as set forth in the section headed "Future Plans and Use of Proceeds" of the Prospectus.

(c) For the purpose of the presentation of the combined statements of financial position, the balance of the share capital as at 31 December 2014 represents the issued share capital of the Company and REF Holdings (HK) Limited prior to the completion of the Reorganisation.

25. SHARE OPTION SCHEME

The Company has conditionally approved and adopted a share option scheme (the "Share Option Scheme") pursuant to written resolutions passed by the sole shareholder on 12 August 2015. The purpose of the Share Option Scheme is to advance the interests of the Company and the shareholders by enabling the Company to grant options to attract, retain and reward the eligible persons and to provide the eligible persons an incentive or reward for their contribution to the Group and by enabling such persons' contribution to further advance the interests of the Group.

The eligible persons of the Share Option Scheme to whom options may be granted by the board of directors (the "Board") shall include (a) any directors (whether executive or non-executive and whether independent or not) and any employees (whether full time or part time) of the Group; (b) any consultants or advisers (in the areas of legal, technical, financial or corporate managerial) of the Group (whether on an employment or contractual or honorary basis or otherwise and whether paid or unpaid); any provider of goods and/or services to the Group; any customer of the Group; or any holder of securities issued by any member of the Group; and (c) any other person, who at the sole discretion of the Board, has contributed to the Group (the assessment criteria of which are (i) such person's contribution to the development and performance of the Group; (ii) the quality of work performed by such person for the Group; (iii) the initiative and commitment of such person in performing his duties; (iv) the length of service or contribution of such person to the Group; and (v) such other factors as considered to be applicable by the Board).

The Company may, by ordinary resolution in general meeting, or the Board may, at any time terminate the operation of the Share Option Scheme and in such event no further option shall be offered or granted but in all other respects the provisions of the Share Option Scheme shall remain in full force and effect and options granted prior to such termination shall continue to be valid and exercisable in accordance with the Share Option Scheme.

25. SHARE OPTION SCHEME *(Continued)*

Subject to the aforesaid, the Share Option Scheme shall be valid and effective for a period of ten years commencing from the date of adoption, after which period no further options will be offered or granted but the provisions of the Share Option Scheme shall remain in full force and effect in all other respects with respect to options granted during the life of the Share Options Scheme.

The subscription price in respect of any option shall, subject to any adjustments made pursuant to the terms of the Share Option Scheme, be a price determined by the Board and notified to each grantee and shall be at least the highest of: (a) the closing price per share as stated in the Stock Exchange's daily quotation sheet on the offer date for the grant of the option (which is deemed to be the date of grant if the offer for the grant of the option is accepted by the eligible person), which must be a day on which the Stock Exchange is open for the business of dealing in securities; (b) the average of the closing prices per share as stated in the Stock Exchange's daily quotation sheets for the five business days (any days which securities are traded on the Stock Exchange) immediately preceding the offer date; or (c) the nominal value of the Share.

The total number of shares which may be issued upon exercise of all options to be granted under the Share Option Scheme and any other share option schemes of the Company shall not in aggregate exceed 10% of the total number shares in issue as at the date of listing (i.e. 25,600,000 shares) unless the Company obtains a fresh approval from the shareholders.

The maximum number of shares in respect of which options may be granted under the Share Option Scheme together with any options outstanding and yet to be exercised under the Share Option Scheme and any other share option schemes of the Company in issue shall not exceed 30% (or such higher percentage as may be allowed under the GEM Listing Rules) of the total number of shares in issue from time to time.

The total number of shares issued and to be issued upon exercise of the options granted to each eligible person (including both exercised and outstanding options under the Share Option Scheme) in the twelve-month period expiring on the offer date must not exceed 1% of the issued share capital of the Company.

Where any further grant of options to an eligible person would result in excess of such limit shall be subject to the approval of the shareholders at general meeting with such eligible person and his associates abstaining from voting.

An option may be exercised in accordance in the terms of the Share Option Scheme at any time during a period to be notified by the Board to the grantee which the Board may in its absolute discretion determine, save that such period shall not be more than ten years from the date of the offer (subject to the provisions for early termination in accordance with the Share Option Scheme).

There is no minimum period for which an option granted must be held before it can be exercised unless otherwise imposed by the directors.

For the year ended 31 December 2015, no share option was granted by the Company under the Share Option Scheme.

26. STATEMENT OF FINANCIAL POSITION OF THE COMPANY

	2015 **HK$'000**	2014 HK$'000
Assets		
Non-current asset		
Investment in subsidiaries	**–**	–
Current assets		
Prepayments	**258**	–
Amount due from a subsidiary	**120**	–
Bank balances and cash	**36,728**	–
	37,106	–
Current liability		
Accruals	**8**	–
Net current assets	**37,098**	–
Total assets less current liabilities	**37,098**	–
Net assets	**37,098**	–
Capital and reserves		
Share capital	**2,560**	–
Reserves (Note 27)	**34,538**	–
Total equity	**37,098**	–

Chiu Hok Yu	**Kwok Kam Lai**
Executive Director	*Executive Director*

27. RESERVES OF THE COMPANY

	Share premium HK$'000	Accumulated losses HK$'000	Total HK$'000
As at 1 January 2014, 31 December 2014 and 1 January 2015	–	–	–
Loss and total comprehensive loss for the year	–	(6,695)	(6,695)
Capitalisation issue	(1,920)	–	(1,920)
Issuance of new shares by way of placing	47,360	–	47,360
Transaction costs attributable to issuance of new shares	(4,207)	–	(4,207)
As at 31 December 2015	**41,233**	**(6,695)**	**34,538**

As at 31 December 2015, the Company had distributable reserves of approximately HK$34,538,000 (2014: HK$Nil) calculated in accordance with the Companies Law, Chapter 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands.

28. CAPITAL RISK MANAGEMENT

The Group manages its capital to ensure that entities will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged during the reporting period.

The capital structure of the Group consists of net debt, net of cash and cash equivalents and equity attributable to owners of the Company, comprising share capital, share premium, reserves and retained earnings.

The directors of the Company review the capital structure regularly. The Group considers the cost of capital and the risks associated with each class of capital, and balance its overall capital structure through the payment of dividends and injection of capital.

28. CAPITAL RISK MANAGEMENT *(Continued)*

The following is the gearing ratio at the end of each reporting period:

	2015 HK$'000	2014 HK$'000
Net debt	–	–
Total equity (Note (a))	**60,288**	10,823
Gearing ratio	**N/A**	N/A

Note:

(a) Total equity includes share capital and reserves at the end of each reporting period.

29. RETIREMENT BENEFIT PLANS

The Group operates a Mandatory Provident Fund Scheme (the "MPF scheme") under the Hong Kong Mandatory Provident Fund Schemes Ordinance for employees employed under the jurisdiction of the Hong Kong Employment Ordinance. The MPF scheme is a defined contribution retirement plan administered by independent trustees. Under the MPF scheme, the employer and its employees are each required to make contributions to the plan at 5% of the employees' relevant income, subject to a cap of monthly relevant income of HK$30,000 (HK$25,000 prior to June 2014). Contributions to the plan vest immediately.

The total expense recognised in consolidated statement of profit or loss and other comprehensive income of approximately HK$882,000 and HK$962,000 respectively, represent contributions paid and/or payable to the scheme by the Group for the years ended 31 December 2014 and 2015 respectively.

30. OPERATING LEASE ARRANGEMENTS

THE GROUP AS LESSEE:

At the end of each reporting period, the Group had commitments for future minimum lease payments under non-cancellable operating leases which fall due as follow:

	2015 HK$'000	2014 HK$'000
Within one year	**8,031**	9,240
In the second to fifth years inclusive	**1,868**	7,455
	9,899	16,695

Operating lease related to its office premise and equipment with lease terms ranging from three to five years.

31. MATERIAL RELATED PARTIES TRANSACTIONS AND BALANCES

Save as disclosed in elsewhere in the consolidated financial statements, the Group had also entered into the following material related party transactions during the reporting period:

(A) TRANSACTIONS WITH RELATED PARTIES

Name of company	Nature of transactions	2015 HK$'000	2014 HK$'000
TEM Group Limited (Note (a))	Deposit received	**200**	–
Aurum Pacific (China) Group Limited (Note (b))	Financial printing services income rendered	–	2
Finlang Translation Services Limited (Note (c))	Translation fee charged	–	7,184

Notes:

(a) Mr. Lau, a substantial shareholder, non-executive director and chairman of the Company, is the controlling shareholder of TEM Group Limited ("TEM"). On 9 October 2015, the Company entered into a service contract with TEM for the printing services in the contract sum of HK$880,000. This transaction falls within the deminimis criteria of a connected transaction and is fully exempt from the reporting and shareholders approval requirements in the GEM Listing Rules. In the opinion of the directors of the Company, the balance was conducted in the normal course of business and based on the terms mutually determined and agreed by the respective parties.

(b) As at 31 December 2014, Aurum Pacific (China) Group Limited ("Aurum") is owned as to approximately 35.4% by Mr. Lau. In the opinion of the directors of the Company, the transactions were conducted in the normal course of business and based on the terms mutually determined and agreed by the respective parties. In May 2015, Mr. Lau ceased to be the controlling shareholder of Aurum having reduced his shareholding interest in Aurum to 7.52% and as such Aurum ceased to be a related party of the Company. In July 2015, Mr. Lau disposed all of his shareholding interests in Aurum.

(c) As at 31 December 2013, Finlang Translation Services Limited ("Finlang") is owned as to 55% by Gold Senses Limited ("Gold Senses") which is wholly-owned by Jumbo Ace, a substantial shareholder of the Company. In the opinion of the directors of the Company, the transactions were conducted in the normal course of business and based on the terms mutually determined and agreed by the respective parties. Pursuant to the sales and purchase agreement dated 30 December 2014, Jumbo Ace indirectly disposed of Finlang to an independent third party via the sale of entire shareholding interest in Gold Senses.

(B) COMPENSATION OF KEY MANAGEMENT PERSONNEL

The directors of the Company are identified as key management members of the Group and their compensation during the reporting period is set out in Note 13.

32. PRINCIPAL SUBSIDIARIES

Details of the Company's principal subsidiaries at the end of the reporting period are as follows:

Name of company	Place and date of incorporation	Issued and fully paid share capital	Equity interest and voting power directly attributable to the Company 2015	2014	Principal activity
REF Holdings (HK) Limited (formerly known as REF Holdings Limited)	Hong Kong, 28 April 2010	HK$1	100%	100%	Investment holding
REF Financial Press Limited	Hong Kong, 28 April 2010	HK$1	100%	100%	Provision of financial printing services

33. AUTHORISATION FOR ISSUE OF THE CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements were approved and authorised for issue by the Board on 16 March 2016.

Four-Year Financial Summary

A summary of the results, and of the assets, liabilities and non-controlling interest of the Group for the last four financial years, as extracted from the published audited financial statements or published prospectus of the Company is set out below.

	Year ended 31 December			
	2015	2014	2013	2012
	HK$'000	HK$'000	HK$'000	HK$'000
RESULTS				
REVENUE	**142,355**	134,132	99,077	60,150
Cost of services	**(67,777)**	(65,247)	(52,138)	(40,082)
Gross profit	**74,578**	68,885	46,939	20,068
Other income	**287**	29	180	205
Selling and distribution expenses	**(11,560)**	(11,163)	(8,692)	(4,860)
Administrative expenses	**(27,633)**	(26,113)	(16,122)	(12,620)
Finance costs	**(24)**	(11)	(6)	(46)
PROFIT BEFORE TAXATION	**35,648**	31,627	22,299	2,747
Taxation	**(6,976)**	(6,064)	(3,830)	(457)
PROFIT FOR THE YEAR	**28,672**	25,563	18,469	2,290
Attributable to:				
Owners of the Company	**28,672**	25,563	18,469	2,290
Non-controlling interest	**–**	–	–	–
	28,672	25,563	18,469	2,290
ASSETS, LIABILITIES AND NON-CONTROLLING INTERESTS				
TOTAL ASSETS	**99,183**	39,040	52,068	20,744
TOTAL LIABILITIES	**(38,895)**	(28,217)	(41,808)	(28,953)
NON-CONTROLLING INTEREST	**–**	–	–	–
TOTAL EQUITY/(DEFICIENCY OF TOTAL EQUITY)	**60,288**	10,823	10,260	(8,209)

* The shares of the Company were initially listed on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited. No financial statements of the Group for the year ended 31 December 2011 have been published.