ANNUAL REPORT 2015

TLINX - THE KEY TO FUTURE CONSUMER SPENDING

谁掌握了货币和支付的联接，谁掌握未来的商业世界

About TTG

TTG has developed Financial Electronic Authentication ("FEA") technology. By combining bank-card and non-bank-card bank accounts, this FEA technology allows clearing and settlement of digital currencies and payment of commissions.

With the use of FEA technology, currency is not just a medium and consideration of exchange, but also a means of communication, sharing, analysis, transmission, promotion, data sourcing and labeling, and targeted marketing. FEA technology is now used in TTG's ULPOS platform, and is being extended to other applications.

Based on it's FEA technology, TTG has developed it's own smart cloud-supported POS system called Tlinx, which can be applied to different types of POS, both traditional and smart. Tlinx accommodates varying payment methodologies (e.g. cash, bank card, debit card, QR code, NFC, mobile payment, payment by royalty points, etc.) to be transacted on one hardware portal. Tlinx also allows for data transmission and supports numerous CRM functions (e.g. promotion of merchants, coupon, transaction data management, customer loyalty data analysis and management, etc) for diverse industries including beverage, retail chain stores and B2C e-commerce.

TTG is entitled to a percentage of fees generated on it's ULPOS platform and other transactions that interface or employ FEA and Tlinx.

"TTG's R&D phase is complete for its main functional products and services being FEA and Tlinx and a series of IP pools. We now move to the commercialisation phase as a leader in the PRC payment service sector."

Mr Qiang Xiong
Chairman

Contents

Chairman's review

On behalf of our fellow board members, we are pleased to present the annual report for TTG Fintech Limited for the year ended 31 March 2015.

The Internet and mobile internet are widely applied, revolutionalising real time applications, including online payments. TTG is dedicated to improving financial payment technologies and providing convenience and value for all stakeholders, including payment companies, merchants and consumers.

After significant research and development of our technologies, we have now completed the development phase and have entered commercialisation of our main products, Financial Electronic Authentification ("FEA") and Tlinx.

Financial Electronic Authentication

TTG has now completed development of FEA technology. By combining bankcard and non-bankcard accounts, this FEA technology allows clearing and settlement of digital currencies and payment of commissions. With the use of FEA technology, currency is not just a medium and consideration of exchange, but also a means of communication, sharing, analysis, transmission, promotion, data sourcing and labelling, and targeted marketing. FEA technology is now used in TTG's Tlinx systems, ULPOS platform, and is being extended to other applications. The first FEA patent has been granted in China and other applications will be lodged as further technologies are developed.

Tlinx

Based on its FEA technology, TTG has developed its own smart cloud-supported POS system called Tlinx, which can be applied to different types of POS, both traditional and smart. Tlinx accommodates varying payment methodologies (e.g. cash, bank card, debit card, QR code, NFC, mobile payment, payment by royalty points, etc.) to be transacted on one hardware portal. Tlinx also allows for data transmission and supports numerous CRM functions (e.g. promotion of merchants, coupon, transaction data management, customer loyalty data analysis and management) for a diverse range of industries.

Our revenue streams

TTG generates fee income from:

- distribution of Tlinx;
- related system development fees; and
- percentage of fees generated from transactions that employ the FEA and Tlinx, including ULPOS transactions.

ULPOS

During the financial year, TTG agreed with Shenzhen UnionPay Financial Network and its holding company, UnionPay Merchant Services, to further development ULPOS in China. Both parties will promote ULPOS to achieve successful market penetration. TTG also upgraded the terms of cooperation with Shenzhen UnionPay Financial Network to encourage adoption of the ULPOS service, details are shown in our announcement in November 2014.

Other Tlinx and FEA applications

TTG is now working together with other partners in promoting our FEA and Tlinx applications. These partners include:

- payment companies such as Alipay;
- telecom companies such as Yizhifu (a subsidiary of China Telecom);
- commercial banks; and
- merchants such as property management companies and retail chain stores.

TTG continues negotiations with other potential significant partners in providing new payment solutions.

Outlook

TTG's revenue increased over 5 times in the year ended 31 March 2015 as compared to the previous corresponding period. We expect revenue to further grow in the coming years as our FEA and Tlinx become entrenched in the Chinese market.

In the coming year TTG, will continue to :

- solidify our position in the digital clearing and settlement market in China;
- continue to cooperate with industry leading groups which can apply our FEA and Tlinx to enhance their data analysis and business opportunities;
- Further commercialise the FEA and Tlinx applications;
- co-develop the payment standards with relevant government authorities;
- develop further value added services for the use of FEA and Tlinx; and
- Make application for extended FEA patents.

In May 2015, TTG signed a Letter of Intent ("LOI") with 第一资讯（中国）有限公司 ("First Data China"), a subsidiary of First Data Corporation headquartered in Atlanta. Under the terms of the LOI, TTG will partner First Data China in initiating research and development and thereafter commercialisation of FirstPOS, a software platform developed by First Data Corporation for the Chinese market.

TTG has laid down a solid foundation in the digital clearing and settlement industry in China. Keeping pace with global payment technology development, TTG is well positioned for the continuous changes in payment technologies. Your board is confident that the financial year ending 31 March 2016, will yield the Company tangible financial returns stemming from the years of research and development TTG has experienced.

Mr Qiang Xiong
Chairman

Mr Chris Ryan
Co-Chairman

Board of Directors

Details of each of the Directors at the date of this report are set out below:

Mr XIONG Qiang - Chairman, Cheif Executive Officer

Mr Xiong graduated from Jiangxi University of Finance and Economics with a bachelor degree.

Mr Xiong is a successful entrepreneur in the field of China mobile internet applications. He has been awarded the "Top 10 Outstanding Entrepreneurs in Brand Building in China". He has also driven Shenzhen e-commerce (communications and wireless internet applications) businesses through which he has substantially gained a wealth of experience in this industry. Mr Xiong is responsible for the formulation of TTG's strategic direction, expansion plans, and the management of TTG's overall business development.

Mr CHOW Ki Shui Louie - Deputy Chief Executive Officer, Deputy-Chairman

Mr Chow graduated from Xiamen University with a bachelor degree. He co-founded a non-profit educational foundation in China.

Mr Chow has many years of experience in both domestic and international direct investment.

Mr Chow is responsible for TTG's strategic planning and corporate finance activities.

Mr KWOK Kin Kwong Gary - Executive Director, Chief Financial Officer

Mr Kwok has a Bachelor of Business Administration (Professional Accountancy) from the Chinese University of Hong Kong.

Mr. Kwok has 16 years of experience in the Hong Kong and PRC financial services industry, with extensive knowledge and experience in asset management, corporate finance and accounting. Prior to joining TTG, Mr Kwok was the Deputy General Manager, Investment Division, of CITIC International Assets Management Limited, an investment arm of CITIC Group in Hong Kong. He had also been engaged in handling securities and corporate finance transactions in a few regional investment banks including BOCI (Asia) Limited, and served as an accountant in Deloitte Touche Tohmatsu.

Mr. Kwok is now a member of the Association of Chartered Certified Accountants (ACCA), and the Hong Kong Institute of Certified Public Accountants (HKICPA).

Mr RYAN, Christopher John - Non-Executive Director, Co-Chairman

Chris is an Executive Director of Investorlink Corporate Limited, a Sydney based corporate finance and advisory firm, and an Executive Director of Investorlink Group Limited.

As well as being a Co-Chairman of TTG Fintech Limited. Chris is also a Non-Executive Director of Propertylink (Holdings) Limited and eCargo Holdings Limited (ASX Code:ECG). Chris either chairs or is a member of the remuneration and nomination and audit, corporate governance and risk committees of these entities.

Chris has been lead adviser in a number of corporate acquisitions and divestments of large national and overseas companies for which he has mentored the preparation of prospectuses and information memorandums for MBO and LBO purposes.

Chris has advised on ASX listings since 1986.

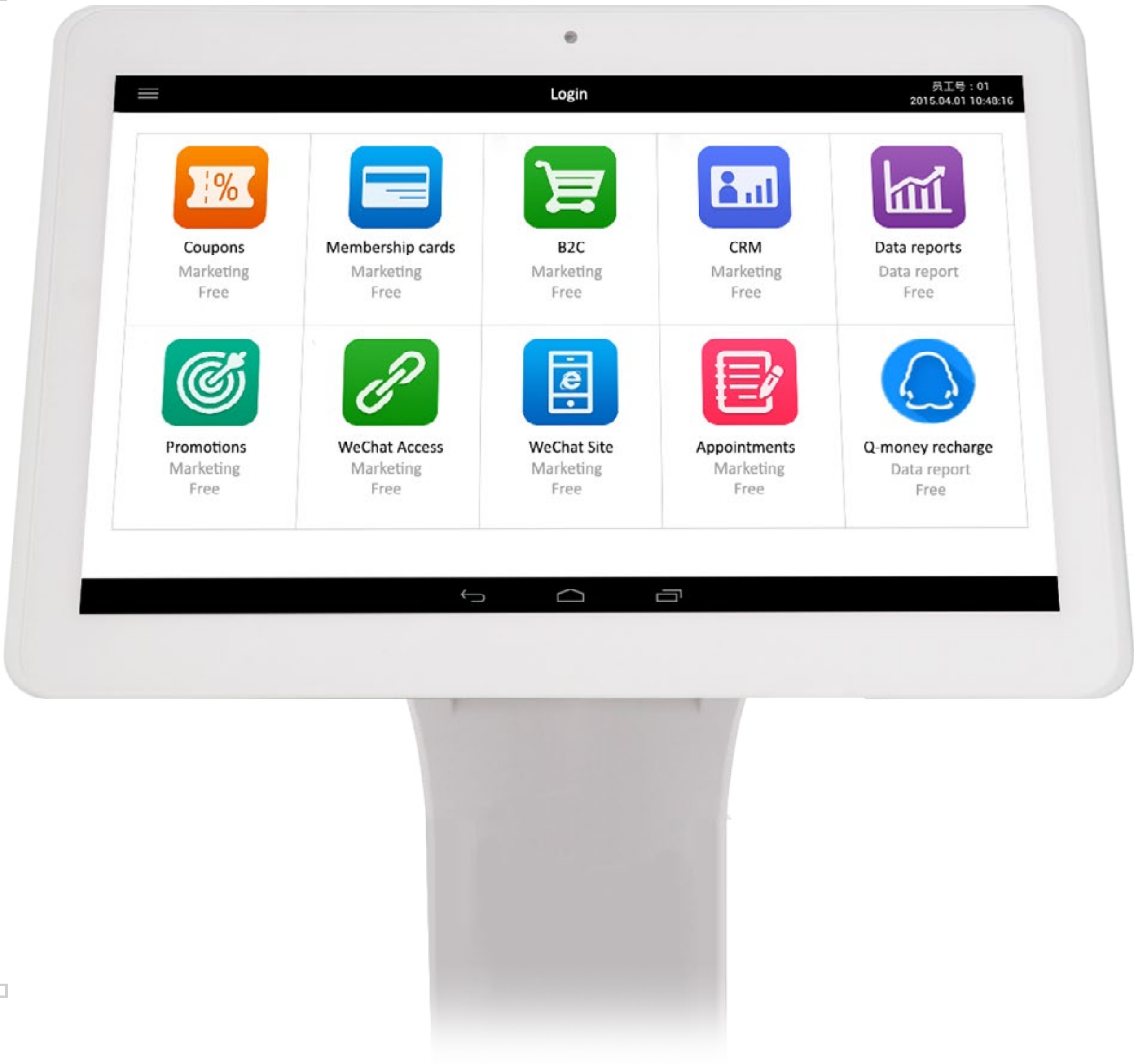
Chris's qualifications include Bachelor of Financial Administration, University of New England, Fellow of the Institute of Chartered Accountants in Australia, Registered Australian tax agent and holder of Australian Financial Services licence 269899.

Mr CAI Wensheng - Non-Executive Director

Mr Cai is a well-known figure in the internet industry in China. Mr Cai founded 265.com in May 2003, which was subsequently acquired by Google in 2007.

Mr Cai is currently a director of cnzz.com, 4399.com, meitu.com, flashget, youhua.com, baofeng.com, Zcom magazine and other well-known websites.

Mr Cai has on a few occasions organised the China Internet Webmaster General Assembly.



Example PRC merchants smart POS screen showing the functionality provided by TTG’s Tlinx

Directors report

Your directors present their report on the consolidated entity consisting of TTG Fintech Limited ("TTG") and the entities it controlled for the year ended 31 March 2015 (hereinafter referred to as the "Group").

Incorporation

The Company was incorporated in the name of "TTG Mobile Coupon Services Limited" under the laws of Hong Kong on 24 December 2010.

Change of Name

Pursuant to a special resolution passed at an extraordinary general meeting on 16 August 2013, the name of the Company was changed from "TTG Mobile Coupon Services Limited" to "TTG Fintech Limited" with effect from 30 September 2013.

Registered Office and Principal Place of Business

TTG is a Company incorporated and domiciled in Hong Kong and has its registered office at:

1806, Park In Commercial Centre
56 Dundas Street
Kowloon
Hong Kong

Its principal place of business is at:
2302, Block 2, Internet Industrial Park
Guo Wei Road, LuoHu District
Shenzhen, PRC

Directors

The following persons were directors of TTG and its subsidiaries during the year and up to the date of this report, unless otherwise disclosed below:

1. TTG Fintech Limited

Executive Directors

XIONG Qiang (Chairman & Chief Executive Officer)
CHOW Ki Shui Louie (Deputy Chairman & Deputy Chief Executive Officer)
KWOK Kin Kwong Gary (Chief Financial Officer)
WU Linyan (Chief Technology Officer) (resigned on 8 June 2015)

Non-executive Directors

RYAN Christopher John (Co-Chairman)
BENSON Ross Kenneth (resigned on 12 September 2014)
CAI Wensheng
LAN Jun (resigned on 29 April 2015)

YANG Yuchuan (resigned on 17 April 2015)

Please refer to Directors on pages 6 and 7 for details of their experience.

Mr. Wu Linyan ("Mr. Wu") was appointed the executive director of Shenzhen Tao-taogu Information Technology Company Limited (深圳市淘淘谷信息科技有限公司), a wholly owned subsidiary of TTG in China. As a result Mr Wu relinquished his Executive Director role with TTG, effective from 8 June 2015 whilist remaining TTG's Chief Technology Officer.

Mr. Benson Ross Kenneth, Mr. Lan Jun and Mr. Yang Yuchuan resigned on personal reasons.

In accordance with Article 104 of the Company's Articles of Association, Mr. Christopher John RYAN and Mr. CAI Wensheng retire by rotation at the forthcoming annual general meeting and, being eligible, offer themselves for re-election.

2. Shenzhen Tao-taogu Information Technology Company Limited
(深圳市淘淘谷信息科技有限公司)

XIONG Qiang
CHOW Ki Shui Louie
LAN Jun (resigned on 17 April 2015)
WANG Ming Hui (resigned on 5 May 2015)
YANG Yuchuan (resigned on 17 April 2015)
WU Linyan (appointed on 5 May 2015)

Mr. Lan Jun, Mr. Wang Ming Hui a nd Mr. Yang Yuchuan resigned on personal reasons.

3. Shenzhen Tao-taogu E-commerce Company Limited
(深圳市淘淘谷電子商務有限公司)

XIONG Qiang

4. Shenzhen Tao-taogu Investment Co., Limited
(深圳市淘淘谷投資有限公司)

CHOW Ki Shui Louie

5. Xiamen Tao-taogu Information Technology Company Limited
(厦门市淘淘谷信息技术有限公司)

WANG Haibin

6. Jiangxi Tao-taogu Information Technology Company Limited
(江西淘淘谷信息技术有限公司)

LING Chen

7. TTG Mobilie Coupon Services Limited (renamed from TTG Fintech Limited on 30 September 2013)

XIONG Qiang
CHOW Ki Shui Louie
KWOK Kin Kwong Gary

8. TTG TechFin Limited

XIONG Qiang
CHOW Ki Shui Louie
KWOK Kin Kwong Gary

Directors Interest in Shares/CDI

As at the date of report, the directors have the following interests in fully-paid shares/CDI in the Company.

Name	Share interest
XIONG Qiang	222,200,000
CHOW Ki Shui	132,350,000
KWOK Kin Kwong Gary	3,500,000
RYAN, Christopher John	6,245,000
CAI, Wensheng	76,287,500

None of them holds any partly-paid shares or options at the date of report.

Principal activities

TTG is a financial technology service provider. Its core business is now based in China and has presence in Taiwan, Thailand, and aims to gradually expand into other countries.

The consolidated entity operates within the software and information services industry in the People's Republic of China. The main business of the consolidated entity derives its income from its self-developed technologies called financial electronic authentication ("FEA") which provides the solution for clearing and settlement for multi parties, and "Tlinx", a smart cloud-supported point of sales ("POS") system.

TTG has developed Financial Electronic Authentication ("FEA") technology. By combining bank-card and non-bank-card bank accounts, this FEA technology allows clearing and settlement of digital currencies and payment of commissions. With the use of FEA technology, currency is not just a medium and consideration of exchange, but also a means of communication, sharing, analysis, transmission, promotion, data sourcing and labelling, and targeted marketing. FEA technology is now used in TTG's Tlinx systems, ULPOS platform, and is being extended to other applications.

Based on its FEA technology, TTG has developed its own smart cloud-supported POS system called Tlinx, which can be applied to different types of POS, both traditional and smart. Tlinx accommodates varying payment methodologies (e.g. cash, bank card, debit card, QR code, NFC, mobile payment, payment by royalty points, etc.) to be transacted on one hardware portal. Tlinx also allows for data transmission and supports numerous CRM functions (e.g. promotion of merchants, coupon, transaction data management, customer loyalty data analysis and management, etc) for diverse industries such as beverage, retail chain stores and B2C e-commerce.

TTG has generated fees on distribution of Tlinx and related system development fee. TTG is also entitled to a percentage of fees generated on the ULPOS platform and other transactions that employ the FEA and Tlinx.

Financial review

	Year eneded 31 March 2015 RMB '000	Year ended 31 March 2014 RMB '000	Change (%)
Revenue	5,328	805	562%
Loss after income tax expense	(12,500)	(16,019)	(22%)
Loss attributable to members of the Company	(12,475)	(16,019)	(22%)

During the financial year, the majority income was related to the distribution of Tlinx, increasing TTG's revenues over 5 times from less than RMB1 million in FY2014 to RMB5.3 million in FY2015. Gross profit correspondingly increased from RMB265k to over RMB2 million.

General administrative expenses increased from RMB11.7 million to RMB12.2 million. In contrast, due to efficient marketing campaign strategies, selling expenses fell by approximately 50.6% from RMB6.1 million to RMB3.2 million, evidencing that TTG's business scalability.

As a result of increasing revenue and well-managed expenses, the Company's loss decreased from RMB16.0 million to RMB12.5 million from FY2014 to FY2015.

Loss per share

The Company incurred a loss of RMB0.020 per share, compared to the loss of RMB0.025 per share in the previous period. The decrease in loss per share is due to an increased in revenue and decrease in costs as discussed above.

Net current assets and net tangible asset

The Group has net current assets of RMB19.2 million as at 31 March 2015, compared to RMB12.9 million at 31 March 2014.

Net tangible assets also increased to RMB24.7 million as at 31 March 2015 from RMB18.8 million as at 31 March 2014.

This increase is mainly due to the net effect of the equity raising of RMB18.3 million, less the net loss of RMB12.5 million for the year and the investments in a subsidiary and an associate.

Net tangible backing per share was RMB3.8 cents per share at 31 March 2015, compared to RMB3.0 cents per share at 31 March 2014.

Dividends

No dividends have been paid nor are any dividends proposed to be paid during the financial year.

Financial Statements

The loss of the Company for the year ended 31 March 2015 and the state of the Company's affairs as at that date are set out in the financial statements on pages 35 to 78.

Reserves

Movements in capital and reserves of the Company during the year are set out in note 21 and 22 to the financial statements.

Transfer to Reserves

Please refer to Consolidated Statement of Changes in Equity for the Group's transfer to reserves and note 22 to the financial statements for the Company's changes in equity.

Fixed Assets

Details of the movements in fixed assets during the year are set out in note 12 to the financial statements.

Share Capital

In July 2014, the Company raised RMB18.3 million (net of share issue expenses raised) through a share placement of 1,060,000 new shares at AUD 3.05 per share. Net proceeds where made available for general working capital.

Details of the movements in share capital of the Company during the year are set out in note 21 to the financial statements.

Debenture and other equity linked instruments

During the year the Company did not issue any debentures nor did it enter into any equity linked agreements.

Controlled entities acquired or disposed of

In December 2014, TTG formed a subsidiary by paying RMB140,000 as a share capital to 厦门市淘淘谷信息技术有限公司 (English translated name: Xiamen Tao-taogu Information Technology Co., Ltd). TTG owned 67% of shares in this subsidiary. Details are set out in note 15 to the financial statements.

In April 2015, TTG formed a subsidiary by paying RMB184,000 as share capital to 江西淘淘谷信息技术有限公司 (English translated name: Xiamen Tao-taogu Information Technology Co., Ltd). TTG owned 92% of shares in this subsidiary.

Associates and joint venture entities

In August 2014, TTG invested RMB460,000 for a 46% equity interest 深圳市大售后信息技术有限公司 (English translated name: Shenzhen Dashouhou Information Technology Co., Ltd) Details are set out in note 14 to the financial statements.

Pledge of assets

The Group has not pledged any assets.

Commitments

Except as disclosure in note 27 to the consolidated financial statement, the Group had no capital commitments as at 31 March 2015.

Foreign exchange exposure

The Group is exposed to currency risk primarily through cash and bank balances that are denominated in a foreign currency, i.e. a currency other than functional currency of the operations to which the transactions relate. The currencies giving rise to this risk are primarily Hong Kong dollars, United States Dollars ("USD") and Australia Dollars ("AUD").

The Group's revenue is denominated and settled in RMB. The Group incurred most of its operational expenses and capital outlays in RMB. The directors consider its exposure to foreign currency exchange risk arising from its operating activities is insignificant as the majority of the Group's operating activities are denominated in functional currency of the respective group entities.

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.

Directors' interests in contracts

Except for the directors' interests as disclosed in the note 26 to the financial statements, no contract of significance in relation to the Company's business to which the Company or any of its holding companies, subsidiaries, or fellow subsidiaries was a party and in which a director of the Company had a material interest, whether directly or indirectly, existed at the end of the reporting period or at any time during the year.

Employee, remuneration policies and share option scheme

At 31 March 2015, the Group had 95 full-time employees (31 March 2014:97). The salaries of the Group's employees were determined by reference to personal performance, professional qualifications, industry experience and relevant market trends. The Company ensures all levels of employees are paid competitively within market parameters and employees are rewarded on a performance-related basis within the framework of the Group's salary, incentives and bonus schemes. The management reviews the remuneration policy of the Group on a regular basis and evaluates the work performance of the employees. The remuneration of employees includes salaries, allowances, year-end bonuses and social insurance.

At the date of the report, there were no unissued ordinary shares of the Company under option.

Business Review

TTG achieved significant progress in the commercialisation of its core products, namely FEA and Tlinx, during the financial year ended 31 March 2015. Reasons include:

- TTG's dedication to research and development of these technologies, and continuing improvement in servicing different stakeholders of the industry including payment companies, merchants and consumers'
- Improvement in payment technologies and security as a whole;
- Chinese government's determination to speed up the process of legalisation of different new payment methodologies; and
- the need by merchants and consumers to accomodate more diverse payments including digital currency.

As a result, TTG's self-developed FEA and Tlinx platforms have enjoyed increasing understanding and acceptance from the market.

Currently TTG distributes Tlinx mainly through authorised representatives, and receives distribution income. TTG also receives transaction income through the Tlinx and FEA services.

Business Outlook

TTG's management is confident that its FEA and Tlinx will be more recognised when our operating partners, such as Shenzhen UnionPay Financial Network, and other new payment service providers such as Alipay, Yizhifu (payment of China Telecom) promote their products which include the use of FEA and Tlinx. We shall also seek cooperation with other payment service providers to further extend the distribution of Tlinx and the application of FEA.

In the coming years we expect that our products and services will be applied in most of the POS systems in China.

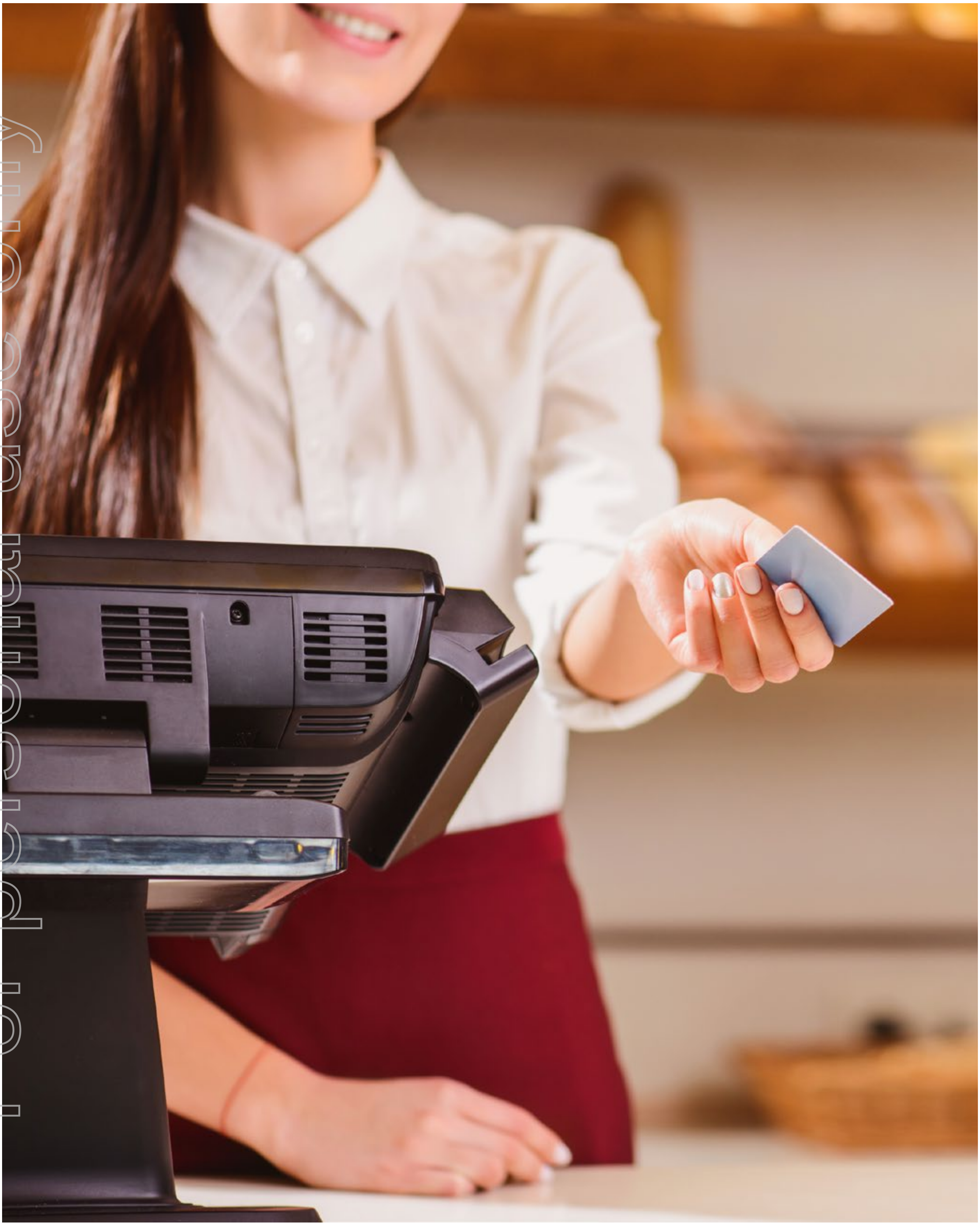
In May 2015, TTG signed a Letter of Intent ("LOI") with 第一资讯（中国）有限公司 ("First Data China"), a subsidiary of First Data Corporation headquartered in Atlanta. Under the terms of the LOI, TTG will partner First Data China in initiating research and development and thereafter commercialisation of FirstPOS, a software platform developed by First Data Corporation for the Chinese market.

We shall strive effort to ensure our leading position in this smart POS pentration into the PRC market. Our dedication to research and development in financial technology and the improvement of our services are designed to ensure clients and partner satisfaction.

This report is made in accordance with a resolution of directors.

Mr. XIONG Qiang
Chairman

Shenzhen, 30 June 2015



Statement by Directors

In accordance with a resolution of the Directors of TTG Fintech Limited (the "Company"), we state that:

In the opinion of the Directors:

- The consolidated statement of financial position is drawn up so as to give a true and fair view of the state of affairs of the Company and its subsidiaries (the "Group") as at 31 March 2015; and
- At the date of this statement there are reasonable grounds to believe that the Group and the Company will be able to pay its debts as and when they fall due.

In the opinion of the Directors, the consolidated financial statements give a true and fair view of:

- The loss and cash flows of the Group for the year ended 31 March 2015; and
- The state of affairs of the Group at 31 March 2015.

On behalf of the Board

Mr Qiang Xiong
Chairman
Shenzhen, 30 June 2015

Corporate governance

This statement sets out the Company's current compliance with the second edition of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations with 2010 Amendments (Principles or Recommendations).

The Board is responsible for ensuring the existence of an effective corporate governance environment to safeguard the interests of the Company, its shareholders and other stakeholders. The Board considers that the Company generally complies with the Principles and, where the Company does not comply, this is primarily due to the current relative size of the Company and scale of its current operations. Comments on compliance and departures are set out below.

Principles/recommendations	Does TTG comply?	Particulars of compliance & if not why not
Principle 1: Lay solid foundations for management and oversight		
Recommendation 1.1: Companies should establish the functions reserved to the board and those delegated to senior executives and disclose those functions.	Complies	The Board's responsibilities are contained in the Company's Board Charter. A copy of the Board Charter is available on the Company's website at www.ttg.hk. The functions of the Board and Chairman are specifically set out in the Board Charter. All senior executives are currently on the Board.
Recommendation 1.2: Companies should disclose the process for evaluating the performance of senior executives.	Complies	Due to the current size of the Company and its level of activity, the Board is responsible for the evaluation of its performance and the performance of individual Directors. This internal review is conducted on an annual basis and if deemed necessary this internal review is facilitated by an independent third party.
Recommendation 1.3: Companies should provide the information indicated in the Guide to reporting on Principle 1.	Complies	Provided in this report

Principle 2 – Structure the board to add value		
Recommendation 2.1: A majority of the board should be independent directors.	Does not comply	The full Board determines the size and composition of the Board, subject to limits imposed by the Company's Memorandum and Articles of Association. From 1 April 2014 to 11 September 2014, there were 9 directors including 4 executive directors and 5 non-executive directors. Only 3 of all directors are independent. Subsequently, Mr. Ross Kenneth BENSON, Mr. YANG Yuchuan, Mr. Lan Jun and Mr. Wu Linyan resigned on 12 September 2014, 17 April 2015, 29 April 2015 and 8 June 2015 respectively. As a result, the majority of the current Board is not independent. The Board considers that the Company is not currently of a size, nor are its affairs of such complexity to justify the expense of the appointment of a majority of Independent Non-Executive Directors. The Company has structured its Board with a focus on a combination of skill and experience consistent with its operations and size. The Board believes that this is both appropriate and acceptable at this stage for the Company's development. The Board is of the opinion that each Director on the Board holds sufficient experience to make quality independent judgments and decisions in their role as Director in the best interests of the Company on all relevant issues.
Recommendation 2.2: The chair should be an independent director.	Does not comply	The Chairperson, Mr Xiong Qiang, is an Executive Director and is not considered independent under ASX guidelines. The board believes that having an Executive Chairman is good for the business development and decision making in China, and the company has adequate procedures to ensure the independence of the Chairman's decisions. The Board has, however appointed a non-executive independent director as co-chairman.

Recommendation 2.3: The roles of chair and chief executive officer should not be exercised by the same individual.	Does not comply	Given the experience of Mr Xiong Qiang and the size and operations of the Company, Mr Xiong Qiang currently occupies the role of both Chief Executive Officer and Chairman. The appointment of Mr Xiong Qiang to both positions will be reviewed at the appropriate stages of the Company's development.
Recommendation 2.4: The board should establish a nomination committee.	Complies	Remuneration Committee The Company established a remuneration committee ("Remuneration Committee") on 12 September 2012 and has held two meetings during the financial year where all Remuneration Committee members attended to discuss remuneration related matters. At present, the Remuneration Committee comprises all five directors of the Company. The Chairman of the Remuneration Committee is now Mr. Christopher John RYAN. Its main duties are summarised as follows: • to make recommendations to the Board on the Group's policy and structure for all Directors' and senior management remuneration and on the establishment of a formal and transparent procedure for developing such remuneration policies; • to determine, with delegated responsibility, the remuneration packages of all Executive Directors; and • to make recommendations to the Board on the remuneration of Non-executive Directors. The work done by the Remuneration Committee during the year included the following: • determining the policy for the remuneration of Executive Directors; • approving the terms of Executive Directors' service contracts. Details of the amount of Directors emoluments is set out in Note 8 to the consolidated financial statements

		The function of the Nomination and Remuneration Committee is contained in the Nomination and Remuneration Committee Charter available on the Company's website at www.ttg.hk.
Recommendation 2.5: Companies should disclose the process for evaluating the performance of the board, its committees and individual directors.	Complies	The Chairman has conducted a performance evaluation for the board and its members during the financial year using generally accepted industry practices.
Recommendation 2.6: Companies should provide the information indicated in the Guide to reporting on Principle 2.	Complies	Information is included in the Annual Report. The skills, experience and expertise relevant to the position of each director who is in office at the date of the annual report are detailed on pages 6 to 7. At the date of this report, the board comprises 5 directors. The board is responsible for the overall Corporate Governance of the Company and its primary functions include: • The strategic direction of the Company approval of the long term goals for management and monitoring the achievement of these goals on behalf of the shareholders; • The approval of the annual and half-yearly financial statements; • The review and adoption of annual budgets for the financial performance of the Company and monitoring the results throughout the year • Ensuring the Company has implemented adequate systems to monitor compliance activities, risk management etc. Each director has the right to seek independent professional advice, in relation to matters arising in the conduct of his duties, at the economic entity's expense, subject to prior approval of the Chairman which is not to be unreasonably withheld.

Principle 3 - Promote ethical and responsible decision-making		
Recommendation 3.1: Companies should establish a code of conduct and disclose the code or a summary of the code as to: • the practices necessary to maintain confidence in the Company's integrity • the practices necessary to take into account their legal obligations and the reasonable expectations of their stakeholders • the responsibility and accountability of individuals for reporting and investigating reports of unethical practices.	Complies	All directors, office-holders, employees and consultants are expected to act with the utmost integrity and objectivity and to enhance the reputation and performance of the Company. A code of conduct has been established requiring directors and employees to act honestly and in good faith; exercise due care and diligence in fulfilling the functions of office; avoid conflicts and make full disclosure of any possible conflict of interest; comply with the law; encourage the reporting and investigating of unlawful and unethical behavior; and comply with the securities trading policy outlined below. The Code of Conduct is available on the Company's website at www.ttg.hk.
Recommendation 3.2: Companies should establish a policy concerning diversity and disclose the policy or a summary of that policy. The policy should include requirements for the board to establish measurable objectives for achieving gender diversity for the board to assess annually both the objectives and progress in achieving them.	Does not comply	The Board considers that the Company is not currently of a size, nor has it been established for long enough to approve and comply with a diversity policy. This position will be reviewed at the appropriate stages of the Company's development.
Recommendation 3.3: Companies should disclose in each annual report the measurable objectives for achieving gender diversity set by the board in accordance with the diversity policy and progress towards achieving them.	Does not comply	Whilst the Company does not have a diversity policy in place, it will be unable to provide measurable objectives for achieving gender diversity set by the board in accordance with the diversity policy and progress towards achieving them. This disclosure will be provided in the Company's annual report once a diversity policy is adopted.

Recommendation 3.4: Companies should disclose in each annual report the proportion of women employees in the whole organisation, women in senior executive positions and women on the board.	Complies	As at 31 March 2015, TTG had 34 female employees (35%). 5 female employees held senior executive positions.
Recommendation 3.5: Companies should provide the information indicated in the Guide to reporting on Principle 3.	Complies	Provided in this annual report and on the Company's website at www.ttg.hk.
Principle 4 - Safeguard integrity in financial reporting		
Recommendation 4.1: The board should establish an audit committee.	Complies	The Board has established an Audit and Risk Management Committee (AR Committee). The primary role of the AR Committee is to monitor and review, on behalf of the Board, the effectiveness of the control environment of the Company in the areas of operational and balance sheet risk, legal/regulatory compliance and financial reporting. The Company established the AR Committee on 12 September 2012. At present, the AR Committee comprises two directors, namely Mr. Christopher John RYAN and, Mr. Kin Kwong Gary KWOK. The chairman of the AR Committee is Christopher John RYAN. Each committee member has considerable experience in reviewing financial statements and evaluating significant internal control and financial issues. The committee possesses a wealth of management experience in the profession of accounting and commerce. The AR Committee has held three meetings during the financial year. The main duties of the Audit Committee are as follows: • to review the financial statements of the Group before they are submitted to the Board for approval

- to make recommendations to the Board on the appointment, reappointment and removal of the external auditor, to approve the remuneration and terms of engagement of the external auditor, and deal with any questions concerning the resignation or dismissal of the auditor;
- to review and monitor the external auditor's independence and objectivity and the effectiveness of the audit process in accordance with applicable standards;
- to review the Group's financial controls, internal controls and risk management systems and assess the effectiveness of the Group's internal control system;
- to review the Group's financial and accounting policies and practices;
- to review the procedures available to employees for raising their concerns about possible improprieties in financial reporting, internal control or other matters; and
- to review the terms and conditions of ongoing connected transactions of the Group, if any.

During the Review Period, the Audit Committee has carried out the following:

a. Financial statements

The Audit Committee, which includes the Chief Financial Officer, met other senior management of the Group to review the annual report of the Group prior to recommending the financial statements to the Board for approval. The Audit Committee has considered and discussed the reports with the management,

		, the Group's internal and external auditors, in order to ensure that the Group's consolidated financial statements were prepared in accordance with the International Financial Reporting Standards and Hong Kong Financial Reporting Standards. **b. Review of risk management and internal control** The Audit Committee assisted the Board in meeting its responsibilities for maintaining an effective system of internal control. It conducted a review of the process by which the Group evaluated its control environment and risk assessment process, and the way in which business and control risks were managed.
Recommendation 4.2: The audit committee should be structured so that it: • consists only of non-executive directors • consists of a majority of independent directors • is chaired by an independent chair, who is not chair of the board • has at least three members	Complies in part	The Audit and Risk Management Committee (AR Committee) consists of two members. Of these members, one is Non-Executive Director and one is an Executive Director. The AR Committee does not have a majority of Independent Directors. The AR Committee is chaired by the Co-Chairman of the Company. The Board considers the current mix of one Non-Executive Director and one Executive Director and the fact that it is chaired by the Co-Chairman is appropriate for the Company given the current size of the Company and the Board, the role of the AR Committee and the skillset of the relevant Directors of the Company that sit on the AR Committee. The Audit and Risk Management Charter is available on the Company's website at www.ttg.hk.
Recommendation 4.3: The audit committee should have a formal charter.	Complies	The Board has established an Audit and Risk Management Charter to assist with ensuring the integrity and reliability of information prepared for use by the Board, and the integrity of the Company's internal controls affecting the preparation and provision of that information in determining policies or for inclusion in the financial report. The Audit and Risk Management Charter is available on the Company's website at www.ttg.hk.

Recommendation 4.4: Companies should provide the information indicated in the Guide to reporting on Principle 4.	Complies	Provided in this report.
Principle 5 - Make timely and balanced disclosure		
Recommendation 5.1: Companies should establish written policies designed to ensure compliance with ASX Listing Rule disclosure requirements and to ensure accountability at a senior executive level for that compliance and disclose those policies or a summary of those policies.	Complies	The Board has adopted Employee Share Trading and Guidelines for Buying and Selling Securities. This policy is designed to maintain investor confidence in the integrity of the Company's internal controls and procedures and to provide guidance on avoiding any breach of the insider trading laws. The Employee Share Trading and Guidelines for Buying and Selling Securities is available on the Company's website at www.ttg.hk.
Recommendation 5.2: Companies should provide the information indicated in the Guide to reporting on Principle 5.	Complies	Provided in this report
Principle 6 - Respect the rights of shareholders		
Recommendation 6.1: Companies should design a communications policy for promoting effective communication with shareholders and encouraging their participation at general meetings and disclose their policy or a summary of that policy.	Complies	The shareholders communication policy is contained in the Continuous Disclosure Policy and Communications Strategy and is designed to ensure that shareholders are informed of all relevant developments, and is available is available on the Company's website at www.ttg.hk.
Recommendation 6.2: Companies should provide the information indicated in the Guide to reporting on Principle 6.	Complies	Provided in this report.

<table>
<tr><th colspan="3">Principle 7- Recognise and manage risk</th></tr>
<tr><td>Recommendation 7.1: Companies should establish policies for the oversight and management of material business risks and disclose a summary of those policies.</td><td>Complies</td><td>The Board has adopted a Risk Management Policy which is overseen by the Audit and Risk Management Committee, the functions of which are detailed in the Audit and Risk Management Charter.

The Audit and Risk Management Committee reviews:
the Company’s risk management strategy and policies;
the Company’s risk management framework, including key policies and procedures, including any changes to the risk management framework or any key risk policies and procedures; and
compliance with the endorsed risk management framework through monthly reporting to the Board.
business risks applicable to the business and ongoing operations.
all transactions in which the Company is a participant and in which any related parties of the Company, has or will have a direct or indirect material interest.
The Risk Management Policy and the Audit and Risk Management Charter are available on the Company’s website at www.ttg.hk.</td></tr>
</table>

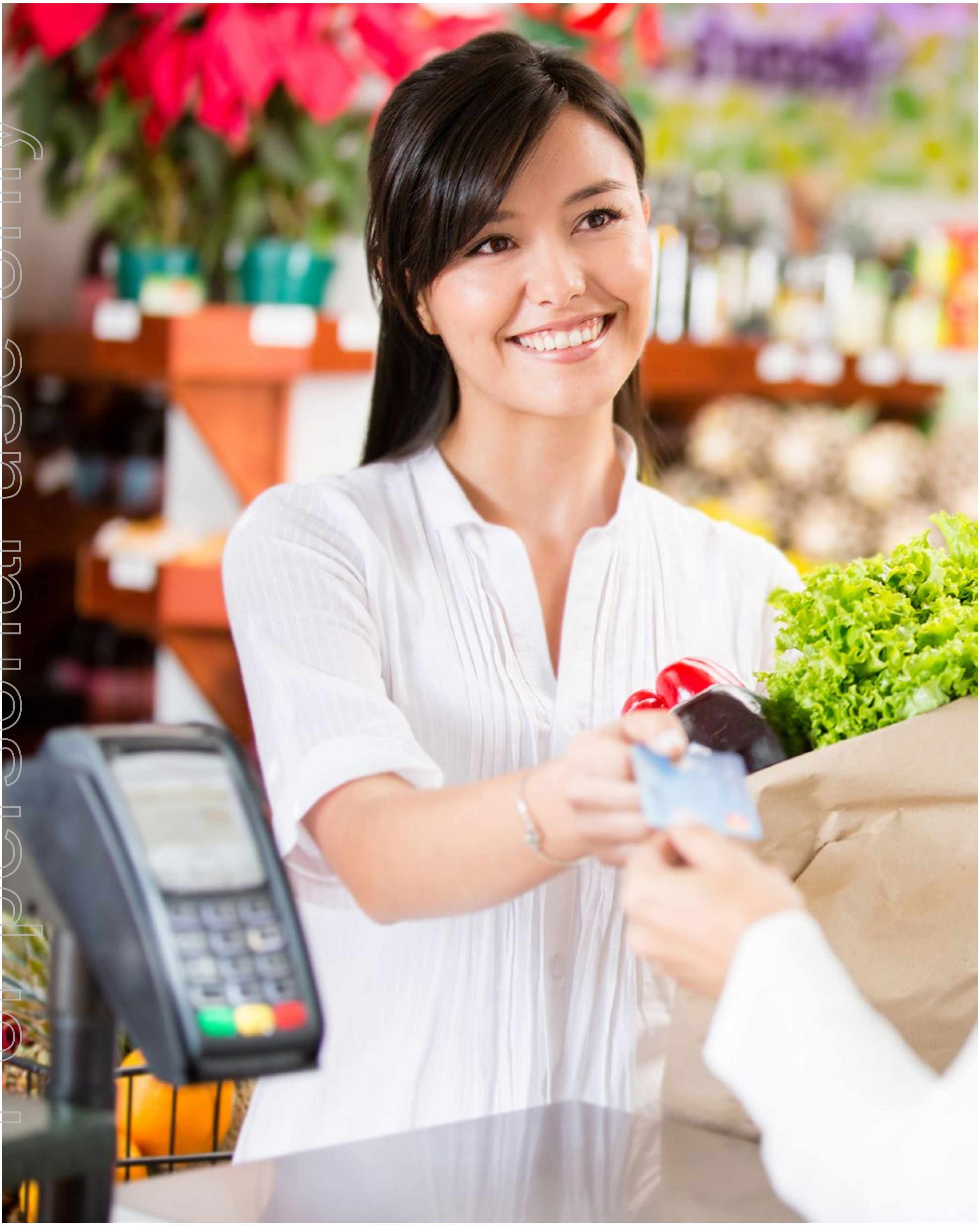
Recommendation 7.2: The board should require management to design and implement the risk management and internal control system to manage the Company's material business risks and report to it on whether those risks are being managed effectively. The board should disclose that management has reported to it as to the effectiveness of the Company's management of its material business risks.	Complies	Design Senior management are responsible for setting the policy and procedures to assist with the management of TTG risk profile. The program is designed to ensure risks (strategic, operational, legal, reputational and financial) are identified, assessed, addressed and monitored to enable the Company to achieve its business objectives. Implement The management of operational risk and the implementation of mitigation measures is the responsibility of senior management. In essence, the senior management perform the following: • delegate approvals required under the risk management framework; • report risk management including operational issues, operational losses; • monitor operational control weaknesses and breakdowns, including fraud; and • monitor due diligence conducted for appointment and ongoing monitoring of outsourced arrangements. Review The risk management program developed by senior management is reviewed by the Audit and Risk Management Committee. The Audit and Risk Management Committee has the right to appoint external professional advisers to carry out regular investigations into control mechanisms and report their findings, including recommendations for improvement to controls, processes and procedures, to the Audit and Risk Committee.

		Approved The risk management program reviewed by the Audit and Risk Management Committee is approved by the Board. Report The Board receives regular monthly reports on progress in addressing the risks.
Recommendation 7.3: The board should disclose whether it has received assurance from the chief executive officer (or equivalent) and the chief financial officer (or equivalent) that the declaration provided in accordance with section 295A of the Corporations Act is founded on a sound system of risk management and internal control and that the system is operating effectively in all material respects in relation to financial reporting risks.	Will comply	The Board requires the Chief Executive Officer and Chief Financial Officer to provide such a statement on at least an annual basis.
Recommendation 7.4: Companies should provide the information indicated in the Guide to reporting on Principle 7.	Complies	Details have been provided in this report.

Principle 8- Remunerate fairly and responsibly		
Recommendation 8.1: The board should establish a remuneration committee.	Complies	The Board has established a Nomination and Remuneration Committee. The full Board sits on the Nomination and Remuneration Committee and carries out the functions detailed in the Nomination and Remuneration Committee Charter. The Nomination and Remuneration Committee Charter is available on the Company's website at www.ttg.hk.
Recommendation 8.2: The remuneration committee should be structured so that it: • consists of a majority of independent directors • is chaired by an independent chair • has at least three members	Partly complies	The Nomination and Remuneration Committee (NR Committee) consists of the entire Board, the majority of whom are not independent. The Chair of the NR Committee is an independent non-executive director. The role of the NR Committee includes the appointment and remuneration of the non-executive Directors, CEO, Company Secretary, CFO, and other senior executives and employees of the Company. Initially the Board is responsible for recommending remuneration practices and policies. The objectives of the Board in relation to these roles include: • to review, assess on the necessary and desirable competencies of the non-executive members of the Board of Directors; • to develop succession plans for the Board and to oversee development by management of succession planning for senior executives; and • to review remuneration practices and policies. Given the size, scale and nature of the Company's business, the Board does not consider the non-compliance with the ASX Principles with respect to the majority of members being independent, to be materially detrimental to the Company. The NR Committee membership will be reviewed at the appropriate stages

Meetings attendance record

	Board	Audit Committee	Remuneration Committee
Number of meetings held for the period	3	3	2
Executive Directors:			
XIONG Qiang	3/3	N/A	2/2
CHOW Ki Shui Louie	3/3	N/A	2/2
KWOK Kin Kwong Gary	3/3	3/3	2/2
WU Linyan	3/3	N/A	2/2
Non-executive Directors:			
RYAN, Christopher John	3/3	3/3	2/2
BENSON, Ross Kenneth	3/3	2/2	1/1
CAI Wensheng	3/3	N/A	2/2
LAN Jun	3/3	N/A	2/2
YANG Yuchuan	3/3	N/A	2/2



Auditor's report

國富浩華(香港)會計師事務所有限公司
Crowe Horwath (HK) CPA Limited
Member Crowe Horwath International

香港 銅鑼灣 禮頓道77號 禮頓中心9樓
9/F Leighton Centre,
77 Leighton Road,
Causeway Bay, Hong Kong

Crowe Horwath™

Independent auditor's report to the members of TTG Fintech Limited

(Incorporated in Hong Kong with limited liability)

We have audited the consolidated financial statements of TTG Fintech Limited ("the Company") and its subsidiaries set out on pages 35 to 78 which comprise the consolidated statement of financial position as at 31 March 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 International Financial Reporting Standards issued by the International Accounting Standards Board, Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants and 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.

Auditor's responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. This report is made solely to you, as a body, in accordance with section 405 of the Hong Kong Companies Ordinance, 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 auditor's judgement, 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 auditor considers 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.

國富浩華(香港)會計師事務所有限公司
Crowe Horwath (HK) CPA Limited
Member Crowe Horwath International

香港 銅鑼灣 禮頓道77號 禮頓中心9樓
9/F Leighton Centre,
77 Leighton Road,
Causeway Bay, Hong Kong

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

Opinion

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

Crowe Horwath (HK) CPA Limited
Certified Public Accountants
Hong Kong, 30 June 2015

Lam Cheung Shing
Practising Certificate Number P03552

Financial Statements

TTG FINTECH LIMITED
CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2015

	Note	2015	2014
		RMB	RMB
Revenue	4	5,327,966	804,937
Cost of sales		(3,271,595)	(539,743)
Gross profit		2,056,371	265,194
Other revenue	5	220,975	381,536
Other income	5	1,730,459	1,805,097
		4,007,805	2,451,827
Selling expenses		(3,199,888)	(6,111,334)
General and administrative expenses		(12,230,960)	(11,684,359)
Share of losses of associates		(1,076,702)	(675,291)
Loss before taxation	6	(12,499,745)	(16,019,157)
Income tax	7	-	-
Loss for the year		(12,499,745)	(16,019,157)
Other comprehensive income for the year, net of nil tax		-	-
Total comprehensive loss for the year		(12,499,745)	(16,019,157)
Loss and total comprehensive loss for the year attributable to:			
Owners of the Company		(12,475,227)	(16,019,157)
Non-controlling interests		(24,518)	-
		(12,499,745)	(16,019,157)
Loss per share (RMB)	10		
Basic		(0.0196)	(0.0252)
Diluted		(0.0196)	(0.0252)

The notes on pages 39 to 78 form an integral part of these financial statements.

TTG FINTECH LIMITED
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2015

	Note	2015	2014
		RMB	RMB
Non-current assets			
Property, plant and equipment	12	1,848,515	1,596,919
Intangible asset	13	-	47,957
Interests in associates	14	3,708,007	4,324,709
		5,556,522	5,969,585
Current assets			
Inventories	16	449,458	-
Trade and other receivables	17	2,842,944	772,387
Cash and cash equivalents	18	20,640,241	14,506,557
		23,932,643	15,278,944
Current liabilities			
Trade and other payables	19	4,782,456	2,411,108
Net current assets		19,150,187	12,867,836
NET ASSETS		24,706,709	18,837,421
CAPITAL AND RESERVES			
Share capital	21	72,743,496	54,440,463
Reserves		(48,078,269)	(35,603,042)
Equity attributable to owners of the Company		24,665,227	18,837,421
Non-controlling interests		41,482	-
TOTAL EQUITY		24,706,709	18,837,421

Approved and authorised for issue by the board of directors on 30 June 2015.

Director

Director

The notes on pages 39 to 78 form an integral part of these financial statements.

TTG FINTECH LIMITED
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2015

		Attributable to owners of the Company					
	Note	**Share capital**	**Share premium**	**Accumulated losses**	**Sub-total**	**Non-controlling interests**	**Total equity**
		RMB	RMB	RMB	RMB	RMB	RMB
		(Note 21)	(Note 21a)				
At 1 April 2013		1,029,880	40,212,631	(19,583,885)	20,628,746	-	21,658,626
Loss for the year		-	-	(16,019,157)	(16,019,157)	-	(16,019,157)
Other comprehensive income		-	-	-	-	-	-
Total comprehensive income		-	-	(16,019,157)	(16,019,157)	-	(16,019,157)
Issuance of new shares	21(b)	2,799	14,738,864	-	14,738,864	-	14,741,663
Share issue expenses		-	(1,543,711)	-	(1,543,711)	-	(1,543,711)
		2,799	13,195,153	-	13,195,153	-	13,197,952
Transition to non-par value regime on 3 March 2014	21(a)	53,407,784	(53,407,784)	-	(53,407,784)	-	-
At 31 March 2014 and 1 April 2014		54,440,463	-	(35,603,042)	(35,603,042)	-	18,837,421
Loss for the year		-	-	(12,475,227)	(12,475,227)	(24,518)	(12,499,745)
Other comprehensive income		-	-	-	-	-	-
Total comprehensive income		-	-	(12,475,227)	(12,475,227)	(24,518)	(12,499,745)
Contribution from non-controlling interests		-	-	-	-	66,000	66,000
Issuance of new shares	21(c)	18,554,513	-	-	-	-	18,554,513
Share issue expenses		(251,480)	-	-	-	-	(251,480)
		18,303,033	-	-	-	66,000	18,369,033
At 31 March 2015		72,743,496	-	(48,078,269)	(48,078,269)	41,482	24,706,709

The component of other comprehensive income does not have any significant tax effect for the years ended 31 March 2015 and 2014.

Note:
Share capital contribution of RMB66,000 from non-controlling interests in a newly set up subsidiary with a registered capital of RMB1,000,000 of which RMB206,000 was fully paid during the year.

The notes on pages 39 to 78 form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH 2015

	Note	2015	2014
		RMB	RMB
Operating activities			
Loss before taxation		(12,499,745)	(16,019,157)
Adjustments for:			
Depreciation	12	498,115	410,052
Interest income	5	(47,950)	(15,075)
Amortisation of intangible asset	13	47,957	47,956
Loss on disposal of property, plant and equipment	6	647	390
Share of losses of associates		1,076,702	675,291
Waiver of amount due to a related party		(56,700)	-
Waiver of other payables		-	(262,600)
Net foreign exchange loss/(gain)		2,630	(21,153)
		(10,978,344)	(15,184,296)
Changes in working capital			
Increase in inventories		(449,458)	-
(Increase)/decrease in trade and other receivables		(2,070,557)	674,292
Increase/(decrease) in trade and other payables		2,428,978	(755,079)
Net cash used in operations		(11,069,381)	(15,265,083)
Tax paid		-	-
Net cash used in operating activities		(11,069,381)	(15,265,083)
Investing activities			
Interest received	5	47,950	15,075
Acquisition of a subsidiary, net of cash acquired	28	-	(88,476)
Payment for acquisition of an associate	14	-	(5,000,000)
Payment for investment in an associate	14	(460,000)	-
Proceeds from disposal of property, plant and equipment		60	335
Payments for purchase of property, plant and equipment		(750,418)	(345,327)
Net cash used in investing activities		(1,162,408)	(5,418,393)
Financing activities			
Proceeds from issuance of new shares		18,554,513	14,741,663
Payment of transaction costs on issuance of new shares		(251,480)	(1,543,711)
Contribution from non-controlling interests		66,000	-
Net cash generated from financing activities		18,369,033	13,197,952
Net increase/(decrease) in cash and cash equivalents		6,137,244	(7,485,524)
Cash and cash equivalents at the beginning of the year		14,506,557	21,970,669
Effect of foreign exchange rate changes		(3,560)	21,412
Cash and cash equivalents at the end of the year			
Cash and bank balances	18	20,640,241	14,506,557

The notes on pages 39 to 78 form an integral part of these financial statements.

1. General information

TTG Fintech Limited ("the Company") is a limited liability company domiciled and incorporated in Hong Kong. The address of its registered office and principal place of business is Unit 1806, 18/F., Park-In Commercial Centre, 56 Dundas Street, Mongkok, Kowloon, Hong Kong.

The Company is an investment holding company. Its subsidiaries are principally engaged in provision of system development services and information technology services, sale of point-of-sale machines and licensing for the sale and installation of an internally generated smart cloud-supported point-of-sale system "Tlinx" in the People's Republic of China (the "PRC").

2. Significant accounting policies

a. Statement of compliance

These financial statements have been prepared in accordance with all applicable International Financial Reporting Standards ("IFRSs") issued by the International Accounting Standards Board ("IASB"), which collective term includes all applicable individual International Financial Reporting Standards, International Accounting Standards ("IASs") and Interpretations issued by the IASB. As Hong Kong Financial Reporting Standards ("HKFRSs"), which collective term includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards ("HKASs") and Interpretations issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), are derived from and consistent with IFRSs, these financial statements also comply with HKFRSs. These financial statements also comply with the requirements of the Hong Kong Companies Ordinance. A summary of the significant accounting policies adopted by the Group is set out below.

The IASB has issued certain new and revised IFRSs that are first effective or available for early adoption for the current accounting period of the Group and the Company. The equivalent new and revised HKFRSs consequently issued by the HKICPA as a result of these developments have the same effective date as those issued by the IASB and are in all material aspects identical to the pronouncements issued by the IASB.

Note 3 provides information on the initial application of those developments to the extent that they are relevant to the Group for the current and prior accounting periods reflected in these financial statements.

b. Going concern

The Group incurred a loss attributable to owners of the Company of RMB12,475,227 (2014: RMB16,019,157) and net cash outflow from operating activities of RMB11,069,381 (2014: RMB15,265,083) for the year ended 31 March 2015. In preparing these consolidated financial statements, the directors of the Company have given careful consideration to the impact of the current and anticipated future liquidity of the Group and the ability of the Group to attain profit and positive cash flows from operations in the immediate and longer term.

In order to strengthen the Group's capital base and liquidity in the foreseeable future, the Group has been implementing various strategies to enhance the Group's turnover.

Based on the cash flow projections of the Group and having taken into account the available financial resources of the

Group and the above measures, the directors have concluded that the Group is able to continue as a going concern and to meet their financial liabilities as and when they fall due in the foreseeable future.

c. Basis of preparation of the financial statements

The consolidated financial statements for the year ended 31 March 2015 comprise the Company and its subsidiaries (together referred to as the "Group") and the Group's interests in associates.

These consolidated financial statements have been prepared under the historical cost basis. The consolidated financial statements are presented in Renminbi ("RMB"), which is the same as the Company's functional currency as the majority of the Group's transactions are denominated in RMB.

The preparation of financial statements in conformity with IFRSs and HKFRSs, requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying amounts of assets and liabilities that are not readily apparent from other sources. 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.

Judgements made by management in the application of IFRSs and HKFRSs that have significant effect on the consolidated financial statements and major sources of estimation uncertainty are discussed in note 25.

d. Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. When assessing whether the Group has power, only substantive rights (held by the Group and other parties) are considered.

Investments in subsidiaries are consolidated into the consolidated financial statements from the date that control commences until the date that control ceases. Intra-group balances, transactions and cash flows and any unrealised profits arising from intra-group transactions are eliminated in full in preparing the consolidated financial statements. Unrealised losses resulting from intra-group transactions are eliminated in the same way as unrealised gains but only to the extent that there is no evidence of impairment.

Non-controlling interests represent the equity in a subsidiary not attributable directly or indirectly to the Company, and in respect of which the Group has not agreed any additional terms with the holders of those interests which would result in the Group as a whole having a contractual obligation in respect of those interests that meets the definition of a financial liability.

Non-controlling interests are presented in the consolidated statement of financial position within equity, separately from equity attributable to the owners of the Company. Non-controlling interests in the results of the Group are presented on the face of the consolidated statement of profit or loss and other comprehensive income as an allocation of the total profit or loss and total comprehensive income for the year between non-controlling interests and the owners of the Company. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance. Loans from holders of non-controlling interests and other contractual obligations towards these holders are presented as financial liabilities in the consolidated statement of financial position.

Changes in the Group's interests in subsidiaries that do not result in a loss of control are accounted for as equity transactions, whereby adjustments are made to the amounts of controlling and non-controlling interests within consolidated equity to reflect the change in relative interests, but no adjustments are made to goodwill and no gain or loss is recognised.

When the Group loses control of a subsidiary, it is accounted for as a disposal of the entire interest in that subsidiary, with a resulting gain or loss being recognised in profit or loss. Any interest retained in that former subsidiary at the date when control is lost is recognised at fair value and this amount is regarded as the fair value on initial recognition of a financial asset or, when appropriate, the cost on initial recognition of an investment in an associate or joint venture.

In the Company's statement of financial position, investments in subsidiaries are stated at cost less impairment losses (see note 2(i)), unless the investments are classified as held for sale (or included in a disposal group that is classified as held for sale).

e. Associates

An associate is an entity in which the Group or the Company has significant influence, but not control or joint control, over its management, including participation in the financial and operating policy decisions.

An investment in an associate is accounted for in the consolidated financial statements under the equity method, unless it is classified as held for sale (or included in a disposal group that is classified as held for sale). Under the equity method, the investment is initially recorded at cost, adjusted for any excess of the Group's share of the acquisition-date fair values of the investee's identifiable net assets over the cost of the investment (if any). Thereafter, the investment is adjusted for the post acquisition change in the Group's share of the investee's net assets and any impairment loss relating to the investment (see notes 2(i)). Any acquisition-date excess over cost, the Group's share of the post-acquisition, post-tax results of the investees and any impairment losses for the year and the Group's share of the post-acquisition post-tax items of the investees' other comprehensive income is recognised in the consolidated statement of profit or loss and other comprehensive income.

When the Group's share of losses exceeds its interest in the associate, the Group's interest is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the investee. For this purpose, the Group's interest is the carrying amount of the investment under the equity method together with the Group's long-term interests that in substance form part of the Group's net investment in the associate.

Unrealised profits and losses resulting from transactions between the Group and its associate are eliminated to the extent of the Group's interest in the investee, except where unrealised losses provide evidence of an impairment of the asset transferred, in which case they are recognised immediately in profit or loss.

If an investment in an associate becomes an investment in a joint venture or vice versa, retained interest is not remeasured. Instead, the investment continues to be accounted for under the equity method.

In all other cases, when the Group ceases to have significant influence over an associate, it is accounted for as a disposal of the entire interest in that investee, with a resulting gain or loss being recognised in profit or loss. Any interest retained in that former investee at the date when significant influence is lost is recognised at fair value and this amount is regarded as the fair value on initial recognition of a financial asset.

f. Property, plant and equipment

Property, plant and equipment are stated in the statement of financial position at cost less accumulated depreciation and impairment losses (see note 2(i)).

Depreciation is calculated to write off the cost of items of property, plant and equipment, less their estimated residual value, if any, on a straight-line basis over their estimated useful lives as follows:

Computer equipment:	20% per annum
Leasehold improvements:	Over the shorter of the term of the lease or 20% per annum
Furniture and fixtures	20% per annum

Where parts of an item of property, plant and equipment have different useful lives, the cost of the item is allocated on a reasonable basis between the parts and each part is depreciated separately. Both the useful life of an asset and its residual value, if any, are reviewed annually.

Gain or loss arising from the retirement or disposal of an item of property, plant and equipment are determined as the difference between the net proceeds on disposal and the carrying amount of the item and are recognised in profit or loss on the date of retirement or disposal.

g. Intangible assets

Expenditure on research activities is recognised as an expense in the period in which it is incurred. Expenditure on development activities is capitalised if the product or process is technically and commercially feasible and the Group has sufficient resources and the intention to complete development. Other development expenditure is recognised as an expense in the period in which it is incurred.

The Group classified the acquired trademarks as intangible assets in accordance with IAS 38 and HKAS 38 Intangible Assets. Trademarks acquired that have an indefinite useful life are stated at cost less any subsequent accumulated impairment losses.

Intangible assets are not amortised while their useful lives are assessed to be indefinite. Any conclusion that the useful life of an intangible asset is indefinite is reviewed annually to determine whether events and circumstances continue to support the indefinite useful life assessment for that asset. If they do not, the change in the useful life assessment from indefinite to finite is accounted for prospectively from the date of change and in accordance with the policy for amortisation of intangible assets with finite lives as set out below.

Trademarks acquired that have a finite useful life are carried at cost less amortisation and impairment losses. Amortisation is calculated using the straight-line method to allocate the cost of trademarks over their estimated useful lives of two years.

h. Leased assets

An arrangement, comprising a transaction or a series of transactions, is or contains a lease if the Group determines that the arrangement conveys a right to use a specific asset or assets for an agreed period of time in return for a payment or a series of payments. Such a determination is made based on an evaluation of the substance of the arrangement and is regardless of whether the arrangement takes the legal form of a lease.

Operating lease charges

Assets that are held by the Group under leases which transfer to the Group substantially all the risks and rewards of ownership are classified as being held under finance leases. Leases which do not transfer substantially all the risks and rewards of ownership to the Group are classified as operating leases. Where the Group has the use of assets under operating leases, payments made under the leases are charged to profit or loss in equal instalments over the accounting periods covered by the lease term, except where an alternative basis is more representative of the pattern of benefits to be derived from the leased asset. Lease incentives received are recognised in profit or loss as an integral part of the aggregate net lease payments made. Contingent rentals are charged to profit or loss in the accounting period in which they are incurred.

i. Impairment of assets

i. Impairment of receivables

Current and non-current receivables that are stated at cost or amortised cost are reviewed at the end of each reporting period to determine whether there is objective evidence of impairment. Objective evidence of impairment includes observable data that comes to the attention of the Group about one or more of the following loss events:

- significant financial difficulty of the debtor;
- a breach of contract, such as a default or delinquency in interest or principal payments;
- it becoming probable that the debtor will enter bankruptcy or other financial reorganisation; and
- significant changes in the technological, market, economic or legal environment that have an adverse effect on the debtor.

If any such evidence exists, any impairment loss is determined and recognised as follows:

- For investments in associates accounted for under the equity method in the consolidated financial statements, the impairment loss is measured by comparing the recoverable amount of the investment with its carrying amount in accordance with note 2(i)(ii). The impairment loss is reversed if there has been a favourable change in the estimates used to determine the recoverable amount in accordance with note 2(i)(ii).

- For trade and other current receivables and other financial assets carried at amortised cost, 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 (i.e. the effective interest rate computed at initial recognition of these assets), where the effect of discounting is material. This assessment is made collectively where these financial assets carried at amortised cost share similar risk characteristics, such as similar past due status, and have not been individually assessed as impaired. Future cash flows for financial assets which are assessed for impairment collectively are based on historical loss experience for assets with credit risk characteristics similar to the collective group.
- If in a subsequent period the amount of an impairment loss decreases and the decrease can be linked objectively to an event occurring after the impairment loss was recognised, the impairment loss is reversed through profit or loss. A reversal of an impairment loss shall not result in the asset's carrying amount exceeding that which would have been determined had no impairment loss been recognised in prior periods.

Impairment losses are written off against the corresponding assets directly, except for impairment losses recognised in respect of trade receivables included within trade and other receivables, whose recovery is considered doubtful but not remote. In this case, the impairment losses for doubtful debts are recorded using an allowance account. When the Group is satisfied that recovery is remote, the amount considered irrecoverable is written off against trade receivables directly and any amounts held in the allowance account relating to that debt are reversed. Subsequent recoveries of amounts previously charged to the allowance account are reversed against the allowance account. Other changes in the allowance account and subsequent recoveries of amounts previously written off directly are recognised in profit or loss.

ii. Impairment of other assets

Internal and external sources of information are reviewed at the end of each reporting period to identify indications that the following assets may be impaired or, an impairment loss previously recognised no longer exists or may have decreased:

- property, plant and equipment;
- intangible asset; and
- investments in subsidiaries in the Company's statement of financial position.

If any such indication exists, the asset's recoverable amount is estimated.

- Calculation of recoverable amount

The recoverable amount of an asset is the greater of its fair value less costs of disposal 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. Where an asset does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the smallest group of assets that generates cash inflows independently (i.e. a cash-generating unit).

- Recognition of impairment losses

An impairment loss is recognised in profit or loss whenever the carrying amount of an asset, or the cash-generating unit to which it belongs, exceeds its recoverable amount. Impairment losses recognised in respect of cash-generating units are allocated to reduce the carrying amount of the assets in the unit (or group of units) on a pro rata basis, except that the carrying value of an asset will not be reduced below its individual fair value less costs of disposal (if measurable) or value in use (if determinable).

- Reversals of impairment losses

An impairment loss is reversed if there has been a favourable change in the estimates used to determine the recoverable amount.

A reversal of an impairment loss is limited to the asset's carrying amount that would have been determined had no impairment loss been recognised in prior periods. Reversals of impairment losses are credited to profit or loss in the period in which the reversals are recognised.

j. Inventories

Inventories are carried at the lower of cost and net realisable value.

Cost is determined on a first-in-first out basis and comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

When inventories are sold, the carrying amount of those inventories is recognised as an expense in the period in which the related revenue is recognised. The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories is recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

k. Trade and other receivables

Trade and other receivables are initially recognised at fair value and thereafter stated at amortised cost using the effective interest method, less allowance for impairment losses for bad and doubtful debts (see note 2(i)), except where the receivables are interest-free loans made to related parties without any fixed repayment terms or the effect of discounting would be immaterial. In such cases, the receivables are stated at cost less allowance for impairment losses for bad and doubtful debts.

l. Trade and other payables

Trade and other payables are initially recognised at fair value and thereafter stated at amortised cost unless the effect of discounting would be immaterial, in which case they are stated at cost.

m. Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand, demand deposits with banks and other financial institutions, and short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, having been within three months of maturity at acquisition. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are also included as a component of cash and cash equivalents for the purpose of the consolidated statement of cash flows.

n. Employee benefits

Short term employee benefits and contributions to defined contribution retirement plans

Salaries, annual bonuses, paid annual leave, contributions to defined contribution retirement plans and the cost of non-monetary benefits are accrued in the period in which the associated services are rendered by employees. Where payment or settlement is deferred and the effect would be material, these amounts are stated at their present values.

o. Income tax

Income tax for the period comprises current tax and movements in deferred tax assets and liabilities. Current tax and movements in deferred tax assets and liabilities are recognised in profit or loss except to the extent that they relate to items recognised in other comprehensive income or directly in equity, in which case the relevant amounts of tax are recognised in other comprehensive income or directly in equity, respectively.

Current tax is the expected tax payable on the taxable income for the period, using tax rates enacted or substantively enacted at the end of the reporting period, and any adjustment to tax payable in respect of previous periods.

Deferred tax assets and liabilities arise from deductible and taxable temporary differences respectively, being the differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax bases. Deferred tax assets also arise from unused tax losses and unused tax credit.

Apart from certain limited exceptions, all deferred tax liabilities, and all deferred tax assets to the extent that it is probable that future taxable profits will be available against which the asset can be utilised, are recognised. Future taxable profits that may support the recognition of deferred tax assets arising from deductible temporary differences include those that will arise from the reversal of existing taxable temporary differences, provided that those differences relate to the same taxation authority and the same taxable entity, and are expected to reverse either in the same period as the expected reversal of the deductible temporary difference or in periods into which a tax loss arising from the deferred tax asset can be carried back or forward. The same criteria are adopted when determining whether existing taxable temporary differences support the recognition of deferred tax assets arising from unused tax losses and credits, that is, those differences are taken into account if they relate to the same taxation authority and the same taxable entity, and are expected to reverse in a period, or periods, in which the tax loss or credit can be utilised.

The limited exceptions to recognition of deferred tax assets and liabilities are those temporary differences arising from the initial recognition of assets or liabilities that affect neither accounting nor taxable profit (provided they are not part of a business combination), and temporary differences relating to investments in subsidiaries to the extent that, in the case of taxable differences, the Group controls the timing of the reversal and it is probable that the differences will not reverse in the foreseeable future, or in the case of deductible differences, unless it is probable that they will reverse in the future.

The amount of deferred tax recognised is measured based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, using tax rates enacted or substantively enacted at the end of the reporting period. Deferred tax assets and liabilities are not discounted.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and is reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the related tax benefit to be utilised. Any such reduction is reversed to the extent that it becomes probable that sufficient taxable profits will be available.

Additional income taxes that arise from the distribution of dividends are recognised when the liability to pay the related dividends is recognised.

Current tax balances and deferred tax balances, and movements therein, are presented separately from each other and are not offset. Current tax assets are offset against current tax liabilities, and deferred tax assets against deferred tax liabilities, if the Company or the Group has the legally enforceable right to set off current tax assets against current tax liabilities and the following additional conditions are met:

- in the case of current tax assets and liabilities, the Company or the Group intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously; or
- in the case of deferred tax assets and liabilities, if they relate to income taxes levied by the same taxation authority on either:
    - the same taxable entity; or
    - different taxable entities, which, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered, intend to realise the current tax assets and settle the current tax liabilities on a net basis or realise and settle simultaneously.

p. Provision and contingent liabilities

Provisions are recognised for liabilities of uncertain timing or amount when the Group or the Company has a legal or constructive obligation arising as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made. Where the time value of money is material, provisions are stated at the present value of the expenditure expected to settle the obligation.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

q. Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Provided it is probable that the economic benefits will flow to the Group and the revenue and the costs, if applicable, can be measured reliably, revenue is recognised in profit or loss as follows:

i. Provision of services

Revenue from the provision of system development services, information technology services, promotion services income and management fee income are recognised when its services are rendered by reference to the stage of completion.

ii. Interest income

Interest income is recognised as it accrues using the effective interest method.

iii. Rental income

Rental income receivable under operating leases is recognised in profit or loss in equal instalments over the periods covered by the lease term, except where an alternative basis is more representative of the pattern of benefits to be derived from the use of the leased asset. Lease incentives granted are recognised in profit or loss as an integral part of the aggregate net lease payments receivable. Contingent rentals are recognised as income in the accounting period in which they are earned.

iv. Government grants

Government grants are recognised in the consolidated statement of financial position initially when there is reasonable assurance that they will be received and that the Group will comply with the conditions attaching to them. Grants that compensate the Group for expenses incurred are recognised as income in profit or loss on a systematic basis in the same periods in which the expenses are incurred.

v. Licensing income

Licensing income is recognised on an accrual basis in accordance with the substance of the relevant agreements.

vi. Sale of goods

Revenue is recognised when goods are delivered at the customers' premises which is taken to be the point in time when the customer has accepted the goods and the related risks and rewards of ownership. Revenue excludes value added tax or other sales taxes and is after deduction of any trade discounts.

r. Translation of foreign currency

Foreign currency transactions during the period are translated at the foreign exchange rates ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the foreign exchange rates ruling at the end of the reporting period. Exchange gains and losses are recognised in profit or loss.

Non-monetary assets and liabilities measured in terms of historical cost in a foreign currency are translated using the foreign exchange rates ruling at the transaction dates. Non-monetary assets and liabilities denominated in foreign currencies stated at fair value are translated using the foreign exchange rates ruling at the dates the fair value was measured.

s. Related parties

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 the Group's parent.

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 subsidiary is related to the others).

ii. one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of 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.

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).

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity.

t. Segment reporting

Operating segments, and the amounts of each segment item reported in the consolidated financial statements, are identified from the financial information provided regularly to the board of directors, being the chief operating decision maker, for the purpose of allocating resources to, and assessing the performance of, the Group's various lines of business and geographical locations.

Individually material operating segments are not aggregated for financial reporting purposes unless the segments have similar economic characteristics and are similar in respect of the nature of products and services, the nature of production process, the type or class of customers, the methods used to distribute the products or provide the services, and the nature of the regulatory environment. Operating segments which are not individually material may be aggregated if they share a majority of these criteria.

3. Application of new and revised International Financial Reporting Standards ("IFRSs") and Hong Kong Financial Reporting Standards ("HKFRSs")

In the current year, the Group has applied the following new standards and amendments to IFRSs issued by the IASB and HKFRSs issued by HKICPA that are effective for the current accounting period.

Amendments to IFRS 10 / HKFRS 10, IFRS 12 / HKFRS 12 and IAS 27 / HKAS 27	Investment Entities
Amendments to IAS 32 / HKAS 32	Offsetting Financial Assets and Financial Liabilities
Amendments to IAS 36 / HKAS 36	Recoverable Amount Disclosures for Non-financial Assets
Amendments to IAS 39 / HKAS 39	Novation of Derivatives and Continuation of Hedge Accounting
IFRIC 21 / HK(IFRIC) 21	Levies

Amendments to IFRS 10 / HKFRS 10, IFRS 12 / HKFRS 12 and IAS 27 / HKAS 27 Investment Entities

The Group has applied the amendments to IFRS 10 / HKFRS 10, IFRS 12 / HKFRS 12 and IAS 27 / HKAS 27 Investment Entities for the first time in the current year. The amendments to IFRS 10 / HKFRS 10 define an investment entity and require a reporting entity that meets the definition of an investment entity not to consolidate its subsidiaries but instead to measure its subsidiaries at fair value through profit or loss in its consolidated and separate financial statements.

To qualify as an investment entity, a reporting entity is required to:

- obtain funds from one or more investors for the purpose of providing them with investment management services;
- commit to its investor(s) that its business purpose is to invest funds solely for returns from capital appreciation, investment income, or both; and
- measure and evaluate performance of substantially all of its investments on a fair value basis.

Consequential amendments have been made to IFRS 12 / HKFRS 12 and IAS 27 / HKAS 27 to introduce new disclosure requirements for investment entities.

As the Group is not an investment entity (assessed based on the criteria set out in IFRS 10 / HKFRS 10 as at 1 April 2014), the application of the amendments has had no impact on the disclosures or the amounts recognised in the Group's consolidated financial statements.

Amendments to IAS 32 / HKAS 32 Offsetting Financial Assets and Financial Liabilities

The Group has applied the amendments to IAS 32 / HKAS 32 Offsetting Financial Assets and Financial Liabilities for the first time in the current year. The amendments to IAS 32 / HKAS 32 clarify the requirements relating to the offset of financial assets and financial liabilities. Specifically, the amendments clarify the meaning of "currently has a legally enforceable right of set-off" and "simultaneous realisation and settlement".

The amendments have been applied retrospectively. As the Group does not have any financial assets and financial liabilities that qualify for offset, the application of the amendments has had no impact on the disclosures or on the amounts recognised in the Group's consolidated financial statements.

Amendments to IAS 36 / HKAS 36 Recoverable Amount Disclosures for Non-Financial Assets

The Group has applied the amendments to IAS 36 / HKAS 36 Recoverable Amount Disclosures for Non-Financial Assets for the first time in the current year. The amendments to IAS 36 / HKAS 36 remove the requirement to disclose the recoverable amount of a cash-generating unit (CGU) to which goodwill or other intangible assets with indefinite useful lives had been allocated when there has been no impairment or reversal of impairment of the related CGU. Furthermore, the amendments introduce additional disclosure requirements applicable to when the recoverable amount of an asset or a CGU is measured at fair value less costs of disposal. These new disclosures include the fair value hierarchy, key assumptions and valuation techniques used which are in line with the disclosure required by IFRS 13 / HKFRS 13 Fair Value Measurements.

The application of these amendments has had no material impact on the disclosures in the Group's consolidated financial statements.

Amendments to IAS 39 / HKAS 39 Novation of Derivatives and Continuation of Hedge Accounting

The Group has applied the amendments to IAS 39 / HKAS 39 Novation of Derivatives and Continuation of Hedge Accounting for the first time in the current year. The amendments to IAS 39 / HKAS 39 provide relief from the requirement to discontinue hedge accounting when a derivative designated as a hedging instrument is novated under certain circumstances. The amendments also clarify that any change to the fair value of the derivative designated as a hedging instrument arising from the novation should be included in the assessment and measurement of hedge effectiveness.

The amendments have been applied retrospectively. As the Group does not have any derivatives that are subject to novation, the application of these amendments has had no impact on the disclosures or on the amounts recognised in the Group's consolidated financial statements.

IFRIC Int 21 / HK(IFRIC) 21 Levies

The Group has applied IFRIC 21 / HK(IFRIC) 21 Levies for the first time in the current year. IFRIC 21 / HK(IFRIC) 21 addresses the issue as to when to recognise a liability to pay a levy imposed by a government. The Interpretation defines a levy, and specifies that the obligating event that gives rise to the liability is the activity that triggers the payment of the levy, as identified by legislation. The Interpretation provides guidance on how different levy arrangements should be accounted for, in particular, it clarifies that neither economic compulsion nor the going concern basis of financial statements preparation implies that an entity has a present obligation to pay a levy that will be triggered by operating in a future period.

IFRIC 21/HK(IFRIC) 21 has been applied retrospectively. The application of this Interpretation has had no material impact on the disclosures or on the amounts recognised in the Group's consolidated financial statements.

In addition, the requirements of Part 9, "Accounts and Audit", of the new Hong Kong Companies Ordinance (Cap. 622) came into operation during the financial year, as a result, there are changes to presentation and disclosures of certain information in the consolidated financial statements.

4. Revenue

Revenue represents the income from provision of system development services and information technology services, sale of point-of-sale machines and licensing income from sale and distribution of Tlinx. The amount of each significant category of revenue during the years is as follows:

	2015	**2014**
	RMB	RMB
Licensing income from sale and distribution of Tlinx	4,271,845	-
Revenue from provision of system development services	265,243	673,238
Revenue from provision of information technology services	628,312	131,699
Revenue from sale of point-of-sale machines	162,566	-
	5,327,966	804,937

5. Other revenue and other income

	2015 RMB	2014 RMB
Other revenue		
Interest income on bank deposits	47,950	15,075
Total interest income on financial assets not at fair value through profit or loss	47,950	15,075
Promotion services income	15,198	286,307
Management fee income	115,081	50,371
Income from sub-letting of computer equipment	42,746	29,783
	220,975	381,536
Other income		
Net exchange gain	99,186	-
Sundry income	40,273	138,897
Government grants (Note)	1,534,300	1,403,600
Waiver of other payables	-	262,600
Waiver of amount due to a related party (Note 26(c)(i))	56,700	-
	1,730,459	1,805,097

Note:

During the year ended 31 March 2015, the Group successfully applied for funding support of RMB600,000 from "2013深圳市地方特色產業中小企業發展資金", set up by the PRC government. The purpose of fund is to support the development of new innovation industries by granting financial assistance. In addition, the Group also successfully applied for funding support of RMB793,300 from "2014深圳市民營及中小企業發展事項資金企業改制上市培育項目", set up by the PRC government. One of the purposes of fund is to support the PRC incorporated entities to go public in oversea stock exchange. Furthermore, the Group successfully applied for funding support of RMB141,000 from "2011 羅湖區產業轉型升級專項資金" , set up by the PRC government. The purpose of fund is to support the entities which involved in E-commerce business and support those entities to move into E-commerce business district.

During the year ended 31 March 2014, the Group successfully applied for funding support of RMB900,000 from 深圳市戰略性新興產業發展專項資金, set up by the PRC government. The purpose of fund is to encourage the development of new innovation industries by granting financial assistance to commercial entities which belong to new innovation industries. In addition, the Group also successfully applied for funding support of RMB500,000 from 羅湖區產業轉型專項資金, set up by the PRC government. One of the purposes of fund is to encourage the PRC incorporated entities to go public in oversea stock exchange. Furthermore, the Group successfully applied for the funding support of RMB3,600 from Shenzhen government authority, who encourages the PRC entities to register its self-developed software under the National Copyright Administration of the PRC.

6. Loss before taxation

Loss before taxation is arrived at after charging:

	2015 RMB	2014 RMB
Auditor's remuneration		
- audit services	340,700	307,183
- other services	149,766	150,419
Cost of inventories sold	96,463	-
Cost of services rendered	3,175,132	539,743
Depreciation on property, plant and equipment	498,115	410,052
Operating lease charges in respect of properties		
- minimum lease payments	1,270,697	974,797
Amortisation of intangible asset	47,957	47,956
Development expenses	570,828	670,295
Loss on disposal of property, plant and equipment	647	390
Staff costs (including directors' emoluments)		
Contribution to defined contribution retirement plan	271,064	296,578
Salaries and allowances	9,115,134	9,249,451
	9,386,198	9,546,029

7. Income tax

No Hong Kong Profits Tax has been made in these consolidated financial statements as the Group has no estimated assessable profits arising in Hong Kong for the years.

Except for Shenzhen Tao-taogu Information Technology Co., Ltd. ("STIT"), the other PRC subsidiaries are subject to PRC enterprise income tax at 25%. Pursuant to a notice issued by the tax authority on 5 April 2012, STIT is exempted from PRC enterprise income tax for the first two years starting from the first year of profitable operations after offsetting prior year losses, followed by a 50% reduction for the next three years. No provision for the PRC enterprise income tax has been made in these consolidated financial statements as the PRC subsidiaries sustained a loss during the years.

Reconciliation between tax expenses and accounting loss at applicable tax rates is as follows:

	2015 RMB	2014 RMB
Loss before taxation	(12,499,745)	(16,019,157)
Notional tax on loss before taxation, calculated at the rates applicable to loss in the tax jurisdictions concerned	(2,648,169)	(3,664,918)
Tax effect of non-taxable income	(1,452)	(65,516)
Tax effect of non-deductible expenses	1,055,545	492,014
Tax effect of unrecognised tax losses	1,594,076	3,238,420
Actual tax	-	-

8. Directors' remuneration

Directors' remuneration disclosed pursuant to section 383 of the Hong Kong Companies Ordinance and the Companies (Disclosure of Information about Benefits of Directors) Regulation is as follows:

	2015			
	Directors' fees	Salaries allowance and benefits in kind	Retirement scheme contributions	Total
	RMB	RMB	RMB	RMB
Executive directors				
Xiong Qiang	-	542,906	8,400	551,306
Chow Ki Shui Louie	-	239,789	12,889	252,678
Kwok Kin Kwong Gary	-	479,578	14,887	494,465
Wu Lin Yan (resigned on 8 June 2015)	-	217,558	5,376	222,934
Non-executive directors				
Yang Yu Chuan (resigned on 17 April 2015)	-	65,031	-	65,031
Lan Jun (resigned on 29 April 2015)	-	65,031	-	65,031
Ryan, Christopher John	-	65,031	-	65,031
Benson, Ross Kenneth (resigned on 12 September 2014)	-	34,683	-	34,683
Cai Wen Sheng	-	65,031	-	65,031
	-	1,774,638	41,552	1,816,190

	2014			
	Directors' fees	Salaries allowance and benefits in kind	Retirement scheme contributions	Total
	RMB	RMB	RMB	RMB
Executive directors				
Xiong Qiang	-	518,154	8,400	526,554
Chow Ki Shui Louie	-	236,296	18,707	255,003
Kwok Kin Kwong Gary	-	472,591	15,753	488,344
Wu Lin Yan	-	186,486	5,180	191,666
Non-executive directors				
Yang Yu Chuan	-	68,372	-	68,372
Lan Jun	-	68,372	-	68,372
Ryan, Christopher John	-	68,372	-	68,372
Benson, Ross Kenneth	-	68,372	-	68,372
Cai Wen Sheng	-	68,372	-	68,372
	-	1,755,387	48,040	1,803,427

9. Dividends

The directors do not recommend the payment of any dividend for the year ended 31 March 2015 (2014: Nil).

10. Loss per share

Basic loss per share

Basic loss per share is calculated by dividing the loss for the year attributable to owners of the Company by the weighted average number of ordinary shares in issue during the year.

	2015	2014
	RMB	RMB
Loss for the year attributable to owners of the Company	(12,475,227)	(16,019,157)

	2015	2014
	RMB	RMB
Weighted average number of ordinary shares	637,477,318	635,928,342

Diluted loss per share

Diluted loss per share equals to the basic loss per share as there are no dilutive potential ordinary shares outstanding for the years ended 31 March 2015 and 2014.

11. Segment information

The Group manages its business by divisions which are organized from the services perspective.

In a manner consistent with the way in which information is reported internally to the Company's board of directors, being the chief operating decision maker, for the purpose of resources allocation and performance assessment, the Group's operating activities are attributable to a single operating segment focusing on provision of system development services and information technology services, sale of point-of-sale machines and licensing for the sale and installation of an internally generated smart cloud-supported point-of-sale system "Tlinx". In addition, the principal assets employed by the Group are located in the PRC. Accordingly, no segment analysis is presented other than entity-wide disclosures.

Information about major customers

An analysis of revenue from customers contributing 10% or more of the Group's total revenue is as follows:

	2015 RMB	**2014** RMB
Customer A	-	393,509
Customer B	-	97,087
Customer C	4,281,696	-

12. Property, plant and equipment

	Computer equipment	Furniture and fixtures	Leasehold improvements	Total
	RMB	RMB	RMB	RMB
Cost				
At 1 April 2013	1,990,073	-	44,850	2,034,923
Additions				
- acquisition of a subsidiary	9,009	-	-	9,009
- others	301,002	-	44,325	345,327
Disposals	(12,787)	-	-	(12,787)
At 31 March 2014 and at 1 April 2014	2,287,297	-	89,175	2,376,472
Additions	655,118	22,300	73,000	750,418
Disposals	(2,458)	-	-	(2,458)
At 31 March 2015	2,939,957	22,300	162,175	3,124,432
Accumulated depreciation				
At 1 April 2013	364,370	-	17,193	381,563
Charge for the year	397,388	-	12,664	410,052
Written back on disposals	(12,062)	-	-	(12,062)
At 31 March 2014 and at 1 April 2014	749,969	-	29,857	779,553
Charge for the year	479,480	1,177	17,458	498,115
Written back on disposals	(1,751)	-	-	(1,751)
At 31 March 2015	1,227,425	1,177	47,315	1,275,917
Carrying amount				
At 31 March 2015	1,712,532	21,123	114,860	1,848,515
At 31 March 2014	1,537,601	-	59,318	1,596,919

As at 31 March 2015, the Group leased out certain computer equipment with carrying amount of RMB23,633 (2014: RMB28,420) under an operating lease. The lease typically runs for an initial period of one year. The lease does not include contingent rentals.

13. Intangible asset

	Trademarks
	RMB
Cost	
At 1 April 2013	200,000
Additions – acquisition of a subsidiary (Note 28)	95,913
At 31 March 2014, 1 April 2014 and 31 March 2015	295,913
Accumulated amortisation and impairment loss	
At 1 April 2013	200,000
Amortisation for the year	47,956
At 31 March 2014 and 1 April 2014	247,956
Amortisation for the year	47,957
At 31 March 2015	295,913
Carrying amount	
At 31 March 2015	-
At 31 March 2014	47,957

Note:

The trademarks with cost of RMB200,000 are with an indefinite life. On initial recognition, the directors of the Company are of the opinion that the Group has the ability to use the trademarks continuously and the trademarks are expected to contribute to net cash inflows of existing business indefinitely. As a result, the trademarks are considered by the management of the Group as having an indefinite useful life. Subsequent to the acquisition of trademarks, the directors changed their business strategy by focusing on new business development. The directors considered the recoverable amount of the trademarks was less than its carrying amount, therefore, the trademarks were fully impaired in prior year.

The trademark with cost of RMB95,913 has a finite useful life and is thereafter carried at cost less accumulated amortisation and accumulated impairment losses.

Amortisation has been provided on a straight-line method over the expected life of trademark of 2 years. The amortisation charge of RMB47,957 (2014: RMB47,956) is included in “general and administrative expenses” in the consolidated statement of profit or loss and other comprehensive income for the year ended 31 March 2015.

14. Interests in associates

	2015	2014
	RMB	RMB
Share of net assets	3,708,007	4,324,709

On 22 September 2014, the Group formed a new associate, namely, Shenzhen Dashouhou Information Technology Company Limited ("DIT") and injected capital of RMB460,000 for 46% equity interest.

On 5 August 2013, the Group acquired 37.5% equity interest in Shenzhen Intelligent Preferential Pay Company Limited ("IPP") from independent third parties for a total consideration of RMB5,000,000. The principal activities of IPP are the provision of e-commerce, information technology consultancy services, electronic promotion services and electronic messaging information services.

The particulars of the associates of the Group, which are unlisted corporate entities are as follows:

Name of associates	Place of establishment and business	Form of business structure	Particulars of registered capital	Proportion of ownership interest held directly	Principal activities
Shenzhen Intelligent Preferential Pay Company Limited* ("IPP") (深圳市智惠付信息技術有限公司)	The PRC	Incorporated	RMB2,000,000	37.5%	Provision of e-commence, information technology consultancy services, electronic promotion services and electronic messaging information services.
Shenzhen Dashouhou Information Technology Company Limited* ("DIT") (深圳市大售後信息技術有限公司)	The PRC	Incorporated	RMB1,000,000	46%	Not yet commenced business

*The English translation of the company name is for reference only. The official name of these companies are in Chinese.

Notes:

a. IPP operates in the PRC and is a strategic partner for the Group in developing the information technology services sector where IPP has an established customer base.

b. DIT will operate in the PRC and will be a strategic partner for the Group in developing the information technology services sector where the other shareholders of DIT have an established customer base.

All of the above associates are accounted for using the equity method in the consolidated financial statements.

Summarised financial information of the Group's material associate is set out below. The summarised financial information below represents amounts shown in the associate's financial statements prepared in accordance with IFRSs and HKFRSs.

	IPP	
	2015	2014
	RMB	RMB
Non-current assets	8,433,462	9,451,470
Current assets	1,506,071	2,226,941
Current liabilities	(838,682)	(145,854)
Equity	9,100,851	11,532,557
Revenue	2,044,044	335,606
Loss for the year	(2,431,706)	(1,800,776)
Other comprehensive income	-	-
Total comprehensive loss	(2,431,706)	(1,800,776)

Reconciled to the Group's interest in the associate is as follows:

	IPP	
	2015	**2014**
	RMB	RMB
Net assets of the associate	9,100,851	11,532,557
The Group's effective interest in the associate	37.5%	37.5%
The Group's share of net assets of the associate	3,412,819	4,324,709

Information of an associate that is not individually material:

	DIT
	2015
	RMB
Carrying amount of individually immaterial associate in the consolidated financial statements	295,188
Amounts of the Group's share of the associate's	
Loss for the year	(164,812)
Other comprehensive income	-
Total comprehensive loss	(164,812)

15. Subsidiaries

Details of the subsidiaries as at 31 March 2015 are as follows:

Name of subsidiary	Place of establishment and business	Principal activities	Issued share capital/paid up registered capital	Proportion of ownership interest held by the Company	
				Directly	Indirectly
Shenzhen Tao-taogu Information Technology Co., Ltd. * (深圳市淘淘谷信息技術有限公司)	The PRC	Provision of system development and information technology services	Paid up registered capital of HK$38,000,000	100%	-
Shenzhen Tao-taogu E-commerce Co., Limited* (深圳市淘淘谷電子商務有限公司)	The PRC	Provision of E-commerce system development and information technology services	Paid up registered capital of RMB1,000,000	-	- (Note 28)
Shenzhen Tao-taogu Investment Co., Limited * (深圳市淘淘谷投資有限公司)("ST Investment")	The PRC	Provision of investment management and consultancy services	Paid up registered capital of RMB1,000,000	-	- (Note (a))
Xiamen Tao-taogu Information Technology Co., Ltd. * (廈門市淘淘谷信息技術有限公司) ("XTIT")	The PRC	Dormant	Paid up registered capital of RMB206,000 (Note (b))	-	67%
TTG Mobile Coupon Services Limited	Hong Kong	Dormant	1 ordinary share	100%	-
TTG TechFin Limited	Hong Kong	Dormant	1 ordinary share	100%	-

*The English translation of the subsidiaries' name are for reference only. The official name of the subsidiaries are in Chinese.

Notes:

a. The Group does not hold any ownership interests in ST Investment. However, based on the terms of agreement under which ST Investment was established, the Group receives substantially all of the returns related to its operations and net assets and has the current ability to direct ST Investment's activities that most significantly affect these returns.

b. XTIT was incorporated as a limited liability company in the PRC. As at 31 March 2015, the registered capital of XTIT was RMB1,000,000 of which RMB206,000 was paid up.

16. Inventories

	2015	2014
	RMB	RMB
Point-of-sale machines held for sale	449,458	-

The analysis of the amount of inventories recognised as an expense and included in profit or loss as follows:

	2015	2014
	RMB	RMB
Carrying amount of inventories sold	96,463	-

17. Trade and other receivables

	Note	2015	2014
		RMB	RMB
Trade receivables	(a)	1,600,000	195,000
Other receivables		112,698	100,219
Amount due from an associate (note 26(c))	(b)	50,000	-
Amounts due from related companies (note 26(c))	(b)	4,669	327,894
Loans and receivables		1,767,367	623,113
Prepayments and deposits		959,074	149,274
Value added tax receivables		116,503	-
		2,842,944	772,387

All of the trade and other receivables are expected to be recovered within one year or recognised as expense within one year.

Notes:

a. Trade receivables are due within 60 days from the date of billing. There are no trade receivables impaired as at 31 March 2015 and 2014.
   Further details of the Group's credit policy are set out in note 24(a)(i).

The ageing analysis of trade receivables that are neither individually nor collectively considered to be impaired are as follows:

	2015	2014
	RMB	RMB
Neither past due nor impaired	1,600,000	5,000
Past due but not impaired		
Less than 1 month past due	-	-
1 to 3 months past due	-	-
4 to 12 months past due	-	-
Over 1 year past due	-	190,000
	1,600,000	195,000

Receivables that were neither past due nor impaired related to one (2014: one) customer for whom there was no recent history of default.

Receivables in 2014 that were past due but not impaired relate to one independent customer that have a good track record with the Group. Based on past experience, management believes that no impairment allowance is necessary in respect of these balances as there has not been a significant change in credit quality and the balances are still considered fully recoverable. The overdue balance of RMB190,000 was fully settled in May 2014. The Group does not hold any collateral over these balances.

b. The amounts due from an associate and related companies are unsecured, interest free and repayable on demand. Further details are set out in note 26(c) to the consolidated financial statements.

18. Cash and cash equivalents

Included in the cash and cash equivalents of the Group as at 31 March 2015 was an amount of RMB8,607,028 (2014: RMB2,725,161) denominated in RMB which is not a freely convertible currency in the international money market. The exchange rate of RMB is determined by the Government of the PRC and the remittance of these funds out of the PRC is subject to exchange restrictions imposed by the Government of the PRC. The bank balances carry interest at market rates ranging from nil to 0.35% per annum (2014: from nil to 0.35% per annum).

19. Trade and other payables

	Note	2015	2014
		RMB	RMB
Other payables and accruals		1,433,676	1,337,276
Amounts due to directors (note 26(c))	(b)	364,292	487,858
Amount due to a related party (note 26(c))	(b)	-	56,700
Amount due to an associate (note 26(c))	(b)	2,600	-
Financial liabilities measured at amortised cost		1,800,568	1,881,834
Advance from customers		2,842,501	497,730
Business tax and other levies payables		139,387	31,544
		4,782,456	2,411,108

Notes:

a. All the trade and other payables are expected to be settled or recognised as income within one year or repayable on demand.

b. The amounts due are unsecured, interest free and repayable on demand.

20. Deferred tax

In accordance with the accounting policy set out in note 2(o), the Group has not recognised deferred tax assets in respect of cumulative tax losses of RMB30,437,339 (2014: RMB24,061,035) as it is not probable that future taxable profits against which the losses can be utilised will be available in the relevant tax jurisdiction and entity. The tax losses may be carried forward for five years for PRC enterprise income tax purpose.

Under the Enterprise Income Tax Law of the PRC with effect from 1 January 2008 onwards, non-resident enterprises without an establishment or place of business in the PRC or which have an establishment or place of business but the relevant income is not effectively connected with the establishment or a place of business in the PRC will be subject to withholding income tax at the rate of 10% on various types of passive income such as dividends derived from sources in the PRC. The Group is liable to withholding taxes on dividend distributed by its subsidiaries established in the PRC with the applicable tax rate of 10%. No provision for deferred tax has been made in this aspect as the subsidiaries sustained tax loss for the years.

21. Share capital

	Note	Number of ordinary shares	HK$	RMB equivalent
Ordinary shares, issued and fully paid:				
At 1 April 2013		634,911,400	1,269,823	1,029,880
Issuance of new shares	(b)	1,776,000	3,552	2,799
Transition to no-par value regime on 3 March 2014	(a)	-	65,394,953	53,407,784
		1,776,000	65,398,505	53,410,583
At 31 March 2014 and 1 April 2014		636,687,400	66,668,328	54,440,463
Issuance of new shares	(c)	1,060,000	23,444,636	18,554,513
Share issue expenses		-	(317,759)	(251,480)
		1,060,000	23,126,877	18,303,033
At 31 March 2015		637,747,400	89,795,205	72,743,496

Notes:

a. An entirely new Hong Kong Companies Ordinance (Cap. 622) ("new CO") came into effect on 3 March 2014. The new CO abolishes authorised share capital, par value and share premium, in respect of the share capital of Hong Kong companies. As a result, the amounts of share premium of the Company were transferred to the share capital.

b. Pursuant to a written resolution passed by all the directors of the Company on 3 September 2013, the Company allotted and issued 1,776,000 ordinary shares of HK$0.002 each for a total cash consideration of HK$18,707,170 (equivalent to RMB14,741,663) as additional capital of the Company. The premium of RMB14,738,864 upon issuance of the ordinary shares was credited to the share premium account. All the 1,776,000 ordinary shares were fully paid up upon allotment.

c. Pursuant to a written resolution passed by all the directors of the Company on 3 July 2014, the Company allotted and issued 1,060,000 ordinary shares for a total cash consideration of HK$23,444,636 (equivalent to RMB18,554,513) as additional capital of the Company. All the 1,060,000 ordinary shares were fully paid up upon allotment.

22. Statement of financial position and movement of reserves of the Company

a) Statement of financial position of the Company

	2015 RMB	2014 RMB
Non-current assets		
Interests in subsidiaries	44,438,354	38,184,200
Current assets		
Other receivables	4,669	27,894
Cash and cash equivalents	10,314,965	4,238,568
	10,319,634	4,266,462
Current liabilities		
Other payables	810,287	1,107,366
Net current assets	9,509,347	3,159,096
NET ASSETS	53,947,701	41,343,296
CAPITAL AND RESERVES		
Share capital	72,743,496	54,440,463
Reserves (note 22(b))	(18,795,795)	(13,097,167)
TOTAL EQUITY	53,947,701	41,343,296

Approved and authorised for issue by the board of directors on 30 June 2015.

Director

Director

b) Movement of reserves of the Company

The change in the reserves of the Company during the years ended 31 March 2015 and 2014 are as follows:

	Note	Share premium	Accumulated losses	Total
		RMB	RMB	RMB
At 1 April 2013		40,212,631	(9,098,686)	31,113,945
Loss for the year		-	(3,998,481)	(3,998,481)
Other comprehensive income		-	-	-
Total comprehensive loss		-	(3,998,481)	(3,998,481)
Issuance of new shares	21(b)	14,738,864	-	14,738,864
Share issue expenses		(1,543,711)	-	(1,543,711)
		13,195,153	-	13,195,153
Transition to no-par value regime on 3 March 2014	21(a)	(53,407,784)	-	(53,407,784)
At 31 March 2014 and 1 April 2014		-	(13,097,167)	(13,097,167)
Loss for the year		-	(5,698,628)	(5,698,628)
Other comprehensive income		-	-	-
Total comprehensive loss		-	(5,698,628)	(5,698,628)
At 31 March 2015		-	(18,795,795)	(18,795,795)

23. Capital management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern while maximising the return to owners through the optimisation of the debt and equity balance. The management reviews the capital structure by considering the cost of capital and the risks associated with each class of capital. In view of this, the Company will balance its overall capital structure through the payment of dividends, new share issues as well as the issue of new debt as it sees fit and appropriate.

The capital structure of the Group consists of debt, which includes amounts due to directors disclosed in note 19, and equity attributable to owners of the Company, comprising issued share capital and reserves.

Neither the Company nor its subsidiaries are subject to externally imposed capital requirements.

24. Financial risk management

a) Financial risk factors

The Group's major financial instruments include trade and other receivables, cash and cash equivalents, and other payables. Details of the financial instruments are disclosed in respective notes. The risks associated with these financial instruments include credit risk, liquidity risk, currency risk and interest rate risk. The policies on how to mitigate these risks are set out below. The management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

i. Credit risk

The Group's credit risk is primarily attributable to trade receivables, other receivables and cash and cash equivalents. Management has a credit policy in place and the exposures to this credit risk is monitored on an ongoing basis.

In respect of trade and other receivables, individual credit evaluations are performed on all debtors requiring credit over a certain amount. These evaluations focus on the debtor's past history of making payments when due and current liability to pay, and take into account information specific to the debtor as well as pertaining to the economic environment in which the debtor operate. Trade receivables are normally due within 60 days from date of billing. Normally, the Group does not obtain collateral from debtors.

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each debtor rather than the industry or country in which the debtors operate and therefore significant concentrations of credit risk primarily arise when the Group has significant exposure to individual debtors. At the end of the reporting period, the amount of trade receivables of RMB1,600,000 (2014: RMB195,000) was due from one (2014: two debtors) debtor.

Amounts due from an associate and related companies are regularly reviewed and settled unless the amounts are specifically intended to be long-term in nature.

In respect of cash at banks, the credit risk on liquid funds is limited because the counter-parties are banks with high credit ratings assigned by international credit rating agencies.

The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the consolidated statement of financial position after deducting any impairment allowance.

ii. Liquidity risk

The Group's policy is to regularly monitor its liquidity requirements to ensure that it maintains sufficient reserves of cash to meet its liquidity requirement.

To manage the liquidity risk, the Group held cash and cash equivalents amounted to RMB20,640,241 (2014: RMB14,506,557) as at 31 March 2015.

The table below analyses the Group's financial liabilities into relevant maturity groups based on the remaining period at the end of the reporting period to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal to their carrying balances, as the impact of discounting is not significant.

	2015		
	Carrying amount	Total contractual undiscounted cash flow	Within 1 year or on demand
	RMB	RMB	RMB
Trade and other payables	1,800,568	1,800,568	1,800,568

	2014		
	Carrying amount	Total contractual undiscounted cash flow	Within 1 year or on demand
	RMB	RMB	RMB
Trade and other payables	1,881,834	1,881,834	1,881,834

iii. Currency risk

The Group is exposed to currency risk primarily through trade and other receivables, other payables, cash and cash equivalents that are denominated in a foreign currency, i.e. a currency other than the functional currency of the operations to which the transactions relate. The currencies giving rise to this risk are primarily Hong Kong dollars ("HK$"), United States Dollars ("US$") and Australia Dollars ("AUD").

The carrying amounts of the Group's foreign currency denominated monetary assets and liabilities at the reporting date are as follows:

Exposure to foreign currencies (expressed in RMB)

	2015		
	AUD	US$	HK$
Trade and other receivables	4,669	-	-
Cash and cash equivalents	1,689,430	64,117	10,227,853
Trade and other payables	(195,455)	-	(509,824)
Overall net exposure	1,498,644	64,117	9,718,029

	2014		
	AUD	US$	HK$
Trade and other receivables	27,894	-	-
Cash and cash equivalents	943,299	506,676	10,331,421
Trade and other payables	(326,896)	-	(475,173)
Overall net exposure	644,297	506,676	9,856,248

The Group currently does not have a foreign currency hedging policy. However, the management monitors foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arises.

Sensitivity analysis

The following table details the Group's sensitivity to a 5% increase and decrease in HK$, US$ and AUD against the functional currency of the relevant group entities. 5% is the sensitivity rate used that represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the reporting date for a 5% change in foreign currency rates. A positive number below indicates an decrease in post-tax loss for the period where relevant currencies strengthen 5% against the functional currency of the relevant group entities. For a 5% weakening of relevant currencies against the functional currency of the relevant group entities, there would be an equal and opposite impact on the result and the balances below would be negative.

2015

	Increase/(decrease) in foreign exchange rates	Effect on loss after tax	Effect on equity*
		RMB	RMB
US	5%	2,677	2,677
	(5%)	(2,677)	(2,677)
HK$	5%	398,645	398,645
	(5%)	(398,645)	(398,645)
AUD	5%	62,568	62,568
	(5%)	(62,568)	(62,568)

2014

	Increase/(decrease) in foreign exchange rates	Effect on loss after tax	Effect on equity*
		RMB	RMB
US	5%	21,154	21,154
	(5%)	(21,154)	(21,154)
HK$	5%	473,727	473,727
	(5%)	(473,727)	(473,727)
AUD	5%	26,899	26,899
	(5%)	(26,899)	(26,899)

* Including accumulated losses

iv. Interest rate risk

The Group's exposure to market risk for changes in interest rates relates to the cash and cash equivalents. Floating-rate interest income is recognised in profit or loss as incurred. As the Group has no significant interest bearing assets, the directors of the Company consider the interest risk is not significant.

b. Fair values

The fair values of cash and cash equivalents, trade and other receivables and other payables are not materially different from their carrying amounts because of the immediate or short term maturity of these financial instruments.

25. Accounting estimates and judgements

a. Key sources of estimation uncertainty

In the process of applying the Group's accounting policies which are described in note 2, management has made certain key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial period, as discussed below.

i. Impairment of property, plant and equipment

The recoverable amount of an asset is the greater of its fair value less cost of disposal 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, which requires significant judgement relating to level of revenue and amount of operating costs. The Group uses all readily available information in determining an amount that is a reasonable approximation of the recoverable amount, including estimates based on reasonable and supportable assumptions and projections of revenue and operating costs. Changes in these estimates could have a significant impact on the carrying value of the assets and could result in impairment charge in future periods. Carrying amount of property, plant and equipment as at 31 March 2015 was RMB1,848,515 (2014: RMB1,596,919).

ii. Impairment of receivables

The Group maintains impairment allowance for doubtful accounts based upon evaluation of the recoverability of the trade and other receivables, where applicable, at the end of each reporting period. The estimates are based on the ageing of receivables balances and the historical write-off experience, net of recoveries. If the financial condition of the debtors were to deteriorate, impairment allowance may be required. Carrying amount of financial assets included in trade and other receivables as at 31 March 2015 was RMB1,767,367 (2014: RMB623,113).

b. Critical accounting judgements in applying the Company's accounting policies

In determining the carrying amounts of some assets and liabilities, the Group makes assumptions for the effects of uncertain future events on those assets and liabilities at the end of the reporting period. The Group's estimates and assumptions are based on historical experience and expectations of future events and are reviewed periodically. In addition to assumptions and estimations of future events, judgements are also made during the process of applying the Group's accounting policies.

Going concern

As mentioned in note 2(b) to the consolidated financial statements, the directors are satisfied that the Group will be able to meet its financial obligations in full as and when they fall due in the foreseeable future. As the directors are confident that the Group will be able to continue in operational existence in the foreseeable future, the consolidated financial statements have been prepared on a going concern basis.

26. Material related party transactions

In addition to the transactions and balances disclosed in notes 17 and 19 to these financial statements, the Group has entered into the following material related party transactions during the year.

a. Transactions with key management personnel

i. All members of key management personnel are the directors of the Company. The remuneration paid to them during the year was disclosed in note 8 to the consolidated financial statements:

	2015	**2014**
	RMB	RMB
Short-term employee benefits	1,774,638	1,755,387
Post-employment benefits	41,552	48,040
	1,816,190	1,803,427

ii. During the year ended 31 March 2014, the Company's subsidiary entered into a sales and purchase agreement with Mr. Xiong Qiang, a director and a shareholder of the Company, and Ms. Ling Fang, the wife of Mr. Xiong Qiang, to obtain control in Shenzhen Tao-taogu E-commerce Co., Limited for a total consideration of RMB100,000. The details are set out in note 28 to the financial statements.

b. Transactions with other related parties

During the year, the Group entered into the following material transactions with other related parties:

Name of related party	Nature of transaction	Note	2015 RMB	2014 RMB
Shenzhen Bozhong Communication Technology Company Limited * ("Shenzhen Bozhong") (深圳市伯仲通信技術有限公司)	Development expenses for existing electronic platform	i	-	568,000
	Rental expenses	i	40,000	-
	Management fee for provision of office facilities and manpower	i	98,982	324,256
Shenzhen Intelligent Preferential Pay Company Limited *("IPP")(深圳市智惠付信息技術有限公司)	Technical services fee	ii	41,000	-
Investorlink Securities Limited	Legal and professional fees	iii	691,484	-

*The English translation of the companies' names are for reference only. The official names of these companies are in Chinese.

Notes:

i. Ms. Ling Fang, the wife of Mr. Xiong Qiang, a director and a shareholder of the Company is the director and major shareholder of Shenzhen Bozhong.

ii. IPP is an associate company of the Group.

iii. The Company paid Investorlink Securities Limited a fee of RMB691,484 for the services rendered for performing industry search and marketing for institutional and broker presentation in Australia. Mr. Christopher Ryan, a director of the Company, is also the director of Investorlink Securities Limited.

c. The Group had the following material balances with related parties:

Name of related party	Note	2015 RMB	2014 RMB
Amount due to a related party	(i)		
- Ms. Ling Fang		-	56,700
Amounts due to directors	(i)		
- Chow Ki Shui Louie		100,040	96,121
- Xiong Qiang		23,999	24,019
- Kwok Kin Kwong Gary		39,998	36,332
- Wu Lin Yan		4,799	4,474
- Yang Yu Chuan		65,152	34,838
- Lan Jun		65,152	34,838
- Ryan, Christopher John		-	111,199
- Benson Ross, Kenneth		-	111,199
- Cai Wensheng		65,152	34,838
		364,292	487,858
Amounts due from related companies			
- Shenzhen Bobo E-commerce Company Limited* ("Shenzhen Bobo") (深圳市播播電子商務有限公司)	(ii)	-	300,000
- Investorlink Securities Limited	(iii)	4,669	27,894
		4,669	327,894
Amount due from an associate			
-IPP	(iv)	50,000	-
Amount due to an associate			
- Shenzhen Dashouhou Information Technology Company Limited* ("DIT") (深圳市大售后信息技術有限公司)	(iv)	2,600	-

* The English translation of the companies' names are for reference only. The official names of these companies are in Chinese.

Notes:

i. The balances with Ms. Ling Fang, the wife of Mr. Xiong Qiang and the amounts due to directors are unsecured, interest free and repayable on demand. During the year ended 31 March 2015, Ms. Ling Fang waived an amount of RMB56,700 due by the Group, accordingly, the amount of RMB56,700 was credited to the consolidated statement of profit or loss and other comprehensive income.

ii. The amount was unsecured, interest free and repayable on demand. During the year ended 31 March 2014, the Group paid an amount of RMB300,000 to Shenzhen Bobo for development of new internet platform to generate revenue in the future. The amount was being settled during the year ended 31 March 2015. The maximum outstanding balance is RMB300,000 (2014:RMB300,000) during the year ended 31 March 2015. At 31 March 2014, there was no provision made against the amount due. Mr. Xiong Qiang has significant influence on the financial and operation decisions of Shenzhen Bobo.

iii. The amount was unsecured, interest free and repayable on demand. Mr. Christopher Ryan, a director of the Company, is also the director of Investorlink Securities Limited. The maximum outstanding balance is RMB672,283 (2014: RMB487,422) during the year ended 31 March 2015. At 31 March 2015 and 2014, there was no provision made against the amount due.

iv. The amounts were unsecured, interest free and repayable on demand.

27. Commitments

a. Capital commitments

The Group had the following capital commitments at the end of the year:

	2015 RMB	2014 RMB
Contracted, but not provided for Purchase of property, plant and equipment	145,000	-

b. Operating lease commitments

i. The Group as lessor

The Group had total future minimum lease receivables under the non-cancellable operating leases in respect of computer equipment which falling due as follows:

	2015 RMB	2014 RMB
Within 1 year	2,446	2,446

ii. The Group as lessee

The Group had commitments for future minimum lease payments under non-cancellable operating leases in respect of properties which fall due as follows:

	2015 RMB	2014 RMB
Within 1 year	313,356	302,721

The lease typically run for an initial period of one to five years, with an option to renew the lease when all terms are renegotiated. None of the leases includes contingent rentals.

28. Acquisition of assets and liabilities through acquisition of a subsidiary

On 2 July 2013, STIT, a wholly-owned subsidiary of the Company, entered into an agreement (the "Agreement") with Mr. Xiong Qiang, a director and a shareholder of the Company and Ms. Ling Fang, the wife of Xiong Qiang to obtain control in Shenzhen Tao-taogu E-commerce Co., Limited ("Tao-taogu E-commerce"), a company established in the PRC, at a total consideration of RMB100,000.

The Group does not hold any ownership interests in Tao-taogu E-commerce. However, based on the terms of Agreement under which Tao-taogu E-commerce was acquired, the Group receives substantially all of the returns related to its operations and net assets and has the current ability to direct Tao-taogu E-commerce's activities that most significantly affect these returns. The acquisition was completed on 2 July 2013. Pursuant to the Agreement, the consideration for arrangement shall be paid in cash within 90 days upon signing of the Agreement. The consideration was fully paid on 14 October 2013.

The Group takes the view that the acquisition of Tao-taogu E-Commence allows the Group to use the trademarks, which enable the Group to have a solid reputation in information technology sector to further expand its business in the PRC.

Assets and liabilities acquired

	RMB
Non-current assets	
Intangible asset	95,913
Property, plant and equipment	9,009
	104,922
Current assets	
Other receivables	70
Cash and cash equivalents	11,524
	11,594
Current liabilities	
Other payables	(16,516)
Net assets	100,000

The financial information as disclosed above represent the financial information of Tao-taogu E-commerce as of 2 July 2013.

	RMB
Total purchase consideration satisfied by:	
Cash consideration paid	(100,000)
Net cash outflow arising on acquisition:	
Payment for acquisition of a subsidiary	(100,000)
Cash and cash equivalents in the subsidiary acquired	11,524
Net cash outflow of cash and cash equivalents in respect of acquisition of the subsidiary	(88,476)

29. Ultimate controlling party

At 31 March 2015, the directors of the Company consider the ultimate controlling party of the Company to be Mr. Xiong Qiang.

30. Possible impact of amendments and new standards issued but not yet effective for the year ended 31 March 2015

Up to the date of issuance of these financial statements, the IASB and HKICPA has issued the following amendments and new standards which are not yet effective for the year ended 31 March 2015.

IFRS 9 / HKFRS 9	Financial Instruments[1]
IFRS 15 / HKFRS 15	Revenue from Contracts with Customers[3]
Amendments to IFRS 11 / HKFRS 11	Accounting for Acquisitions of Interests in Joint Operations[5]
Amendments to IAS 1 / HKAS 1	Disclosure Initiative[5]
Amendments to IAS 16 / HKAS 16 and IAS 38 / HKAS 38	Clarification of Acceptable Methods of Depreciation and Amortisation[5]
Amendments to IAS 16 / HKAS 16 and IAS 41 / HKAS 41	Agriculture: Bearer Plants[5]
Amendments to IAS 19 / HKAS 19	Defined Benefit Plans: Employee Contributions[4]
Amendments to IAS 27 / HKAS 27	Equity Method in Separate Financial Statements[5]
Amendments to IFRS 10 / HKFRS 10 and IAS 28 / HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[5]
Amendments to IFRSs / HKFRSs	Annual Improvements to IFRSs / HKFRSs 2010-2012 Cycle[2]
Amendments to IFRSs / HKFRSs	Annual Improvements to IFRSs / HKFRSs 2011-2013 Cycle[4]
Amendments to IFRSs / HKFRSs	Annual Improvements to IFRSs / HKFRSs 2012-2014 Cycle[5]
Amendments to IFRS 10 / HKFRS 10, IFRS 12 / HKFRS 12 and IAS 28 / HKAS 28	Investment Entities: Applying the Consolidation Exception[5]

[1] Effective for annual periods beginning on or after 1 January 2018.
[2] Effective for annual periods beginning on or after 1 July 2014, with limited exceptions.
[3] Effective for annual periods beginning on or after 1 January 2017.
[4] Effective for annual periods beginning on or after 1 July 2014.
[5] Effective for annual periods beginning on or after 1 January 2016.

The Group is in the process of making an assessment of what the impact of these new IFRSs and HKFRSs and amendments is expected to be in the period of initial application. So far it has concluded that the adoption of them is unlikely to have a significant impact on the Group's results of operations and financial position.

Additional ASX information for CDI holders

Issued capital

As at 23 June 2015, the Company had 637,747,400 ordinary fully paid shares on issue, of which 637,747,397 shares have been converted to CHESS Depositary Interests (CDI's) so that they may ultimately be traded on the ASX. Some shares/CDI's are currently under trading restrictions voluntarily agreed by a few major shareholders. A summary of all shares/CDI's showing restrictions is set out below:

Description	Number of shares/CDIs
Unrestricted	175,639,065
Voluntarily restricted from trading until 27 November 2015	462,108,335

There is no on-market buy back currently in place.

Substantial shareholders

At 23 June 2015, CDN Nominees Pty Ltd held 637,74,7,397 ordinary shares on behalf of different CDI holders. The substantial CDI holders of the Company include:

Name	Number of shares	% of total issued shares
Xiong Qiang & associates	222,200,000	34.84%
Chow Ki Shui & associates	132,350,000	20.75%
Baolink Capital (owned by Cai Wensheng's wife)	76,287,500	11.96%
Yang Yuchuan & associates	55,541,670	8.71%

Distribution of Shareholders/CDI holders

There were 1,080 shareholders/CDI holders at 23 June 2015. Each Shareholder/CDI holder is entitled to one vote for each security held.

Range	Total holders	Units	% of Issued Capital
1 - 1,000	28	13,892	0.00
1,001 – 5,000	179	603,662	0.09
5,001 – 10,000	37	285,761	0.04
10,001 – 100,000	140	5,053,839	0.79
Over 100,000	98	631,790,246	99.07
Totals	482	637,747,400	100.00

There are 31 CDI holders who hold less than a marketable parcel. The top 20 sharesholders hold 93.80% of the Company's share capital.

Voting rights

The voting rights are that each CDI holder is entitled to one vote per CDI at a meeting of members.

Top twenty CDI holders as at 23 June 2015

	Name	Number of shares	% of total issued shares
1	Xiong Qiang	212,200,000	33.27
2	Chow Ki Shui Louie	101,850,000	15.97
3	Baolink Capital Limited	76,287,500	11.96
4	J P MORGAN NOMINEES AUSTRALIA LIMITED	41,840,200	6.56
5	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	38,732,141	6.07
6	HOI PING HAPPY CHEUNG	30,500,000	4.78
7	MIN LAO	27,770,835	4.35
8	INVESTORLINK GROUP LIMITED	11,706,487	1.84
9	LING FANG	10,000,000	1.57
10	FEIJUN INVESTMENTS LIMITED	8,869,000	1.39
11	CHRIS RYAN + SABINE RYAN + LOIS RYAN <RYAN RETIREMENT FUND A/C>	6,245,000	0.98
12	FORTH WELL INVESTMENTS LIMITED	5,875,000	0.92
13	YANGUI XIONG	5,000,000	0.78
14	MR YU CHUAN YANG	5,000,000	0.78
15	KIN KWONG GARY KWOK	3,500,000	0.55
16	HUEI LING GRACE CHEN	3,333,800	0.52
17	MR FEN CHEN	2,500,000	0.39
18	RJ SHERLOCK FINANCIAL SERVICES PTY LIMITED	2,470,310	0.39
19	MR LINYAN WU	2,264,026	0.36
20	CITICORP NOMINEES PTY LIMITED	2,233,505	0.35

TTG Fintech's Place of Incorporation

As TTG is incorporated in Hong Kong and not established in Australia, its corporate activities (apart from the offering of securities in Australia) are not regulated by the Corporations Act of the Commonwealth of Australia or by the Australian Securities and Investments Commission but instead are regulated by the Hong Kong Companies Ordinance and the Financial Services and the Treasury Bureau. TTG is not subject to Chapters 6, 6A, 6B and 6C of the Corporations Act 2001 in Australia. The following information is provided as required to be provided to ASX on an annual basis to disclose the limitations on acquisition on securities.

Takeovers

The Hong Kong Code on Takeovers and Mergers (the "Takeovers Code") regulates takeovers and mergers in Hong Kong and applies to public companies in Hong Kong. The Takeovers Code provides that when a person, or two or more persons acting in concert collectively:

- acquire 30% or more of the voting rights of a company; or
- hold not less than 30% but more than 50% of the voting rights of the company and acquires more than 2% of the voting rights of a company from the lowest percentage holding of that person or persons collectively within a 12 month period, then a general offer must be made to all other shareholders of the company.

then a general offer must be made to all other shareholders of the company.

Compulsory Acquisition

Schedule 13 of the Hong Kong Companies Ordinance sets out the right to buy out minority shareholders. If within four months of making an offer to buy shares, a company has acquired 90% in value of the shares, the acquiring company may give notice to the remaining shareholders that it desires to acquire their shares. Provided that notice is given within five months of the original offer, the acquiring company is entitled and bound to acquire those shares on the same terms as the offer.

Substantial holder notices

Part XV of the Hong Kong Securities and Futures Ordinance requires the disclosure by substantial shareholders, directors, shadow directors and chief executives of a listed corporation (collectively "Corporate Insiders") of their interests in the securities of a listed corporation when their interests reach the notifiable percentage level. The notifiable percentage level is an interest in shares of an aggregate nominal value of 5% or more of the relevant shares in the listed corporation.

Corporate directory

TTG Fintech Limited

ARBN: 158 702 400

Principal place of business in the PRC

Address 2302, Block 2, Internet Industrial Park
Guo Wei Road, LuoHu District
Shenzhen, PRC

Representative office in Australia

Investorlink Group Limited
Level 26, 56 Pitt Street
Sydney NSW 2000

Registered office, principal share registrar and transfer office

1806, Park-In Commercial Centre
56 Dundas Street
Kowloon, Hong Kong

Australia branch share registrar and transfer office

Computershare Investor Services Pty Limited
Yarra Falls
452 Johnston Street
Abbotsford VIC 3067

Board of Directors

XIONG Qiang (Chairman & Chief Executive Officer)
CHOW Ki Shui Louie (Deputy Chairman & Deputy Chief Executive Officer)
KWOK Kin Kwong Gary (Chief Financial Officer)
RYAN Christopher John (Co-Chairman)
CAI Wensheng

Company Secretaries

KWOK Kin Kwong Gary
BARTROP Nathan

Audit committee

RYAN Christopher John (Chairman)
KWOK Kin Kwong Gary

Remuneration committee and nomination commitee

XIONG Qiang
CHOW Ki Shui Louie
KWOK Kin Kwong Gary
RYAN Christopher John
CAI Wensheng

Auditor

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