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NGAI LIK INDUSTRIAL HOLDINGS LIMITED (毅力工業集團有限公司)*

(Incorporated in Bermuda with limited liability)
(Stock Code: 332)

INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2013

The Board of Directors (the "Board") of Ngai Lik Industrial Holdings Limited (the "Company") announce the unaudited consolidated interim results of the Company and its subsidiaries (the "Group") for the six months ended 30 September 2013, together with the comparative figures, as follows:

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

		Six months ended		
	30 September			
		2013	2012	
	Notes	HK\$'000	HK\$'000	
		(Unaudited)	(Unaudited)	
Turnover	3	7,272,343	2,561,530	
Costs to fulfil contracts	4	(7,268,777)	(2,557,791)	
Gross profit		3,566	3,739	
Other income		118	705	
Administrative expenses		(5,072)	(5,815)	
Loss from operations		(1,388)	(1,371)	
Finance costs			(2,747)	
Loss before taxation	6	(1,388)	(4,118)	
Income tax expense	7	(227)	(22)	
Loss for the period Other comprehensive income		(1,615)	(4,140)	
 Exchange differences on translation 		128	(20)	
Total comprehensive expense for the period		(1,487)	(4,160)	
Loss per share (in HK Cents)	9			
— Basic		(0.16)	(0.41)	

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Notes	As at 30 September 2013 HK\$'000 (Unaudited)	As at 31 March 2013 <i>HK\$'000</i> (Audited)
Non-current Assets			
Property, plant and equipment Interest in an associate	13	511 	461
		511	461
Current Assets Trade receivables	10	1,070,789	982,233
Utility deposits	10	317	317
Tax recoverable		269	269
Bank balances and cash		93,466	101,586
		1,164,841	1,084,405
Current Liabilities			
Other payables and accruals	11	2,985	1,536
Trade payables	12	1,066,787	986,489
Amounts due to immediate holding company		7,750	7,750
Amount due to an associate		38	38
Tax payable		443	217
		1,078,003	996,030
Net Current Assets		86,838	88,375
Total Assets less Current Liabilities		87,349	88,836
Capital and Reserves			
Share capital	14	101,959	101,959
Reserves		(14,610)	(13,123)
Total Equity		87,349	88,836

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 September 2013

	Share capital	Share premium	Other reserve	Translation reserve	Accumulated losses	Total equity
	HK\$'000	HK\$'000	HK\$'000 (Note)	HK\$'000	HK\$'000	HK\$'000
At 1 April 2012 (Audited) Total comprehensive income	101,959	171,200	71,372	214	(253,024)	91,721
for the period				(20)	(4,140)	(4,160)
At 30 September 2012 (Unaudited)	101,959	171,200	71,372	194	(257,164)	87,561
At 1 April 2013 (Audited)	101,959	171,200	71,372	259	(255,954)	88,836
Total comprehensive expense for the period				128	(1,615)	(1,487)
At 30 September 2013 (Unaudited)	101,959	<u>171,200</u>	71,372	387	(257,569)	87,349

Note: The other reserve represents the credit arising from the capital reduction from HK\$0.01 by the cancellation of HK\$0.09 of the paid-up capital on each existing share in prior years.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	Six months ended 30 September	
	2013 <i>HK\$</i> '000 (Unaudited)	2012 <i>HK\$</i> '000 (Unaudited)
Net cash used in operating activities	(8,054)	(102,456)
Net cash used in investing activities	(125)	(12)
Net cash used in financing activities		(2,747)
Net decrease in cash and cash equivalents	(8,179)	(105,215)
Cash and cash equivalents at 1 April	101,586	113,343
Effect of foreign exchange rate changes, net	59	(1)
Cash and cash equivalents at 30 September	93,466	8,127
Analysis of the balances of cash and cash equivalents:		
Bank balances and cash	93,466	8,127

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

1. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard (the "HKAS") No. 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA") and the applicable disclosure requirements set out in Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

The Group reported a consolidated loss attributable to owners of the Company of approximately HK\$2 million for the six months ended 30 September 2013 (for the six months ended 30 September 2012: approximately HK\$4 million) and as at 30 September 2013 the Group had net current assets of approximately HK\$87 million (As at 31 March 2013: approximately HK\$88 million).

2. SIGNIFICANT ACCOUNTING POLICIES

The condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements for the year ended 31 March 2013.

The accounting policies adopted in the preparation of these condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31 March 2013, except for the adoption for the first time of the following new and revised Hong Kong Financial Reporting Standards ("HKFRSs") (which include all Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and Interpretations) and amendments to HKFRSs issued by the HKICPA, which are effective for the Group's accounting periods beginning on 1 April 2013:

Amendment to HKFRSs Annual Improvement to HKFRS 2009 — 2011 Cycle

Amendments to HKFRS 1 Government Loans

Amendments to HKFRS 7 Disclosures — Offsetting Financial Assets and Financial Liabilities

Amendments to HKFRS 10, Consolidated Financial Statements, Joint Arrangements and Disclosure of

HKFRS 11 and HKFRS 12 Interests in Other Entities: Transition Guidance

HKFRS 10 Consolidated Financial Statements

HKFRS 11 Joint Arrangements

HKFRS 12 Disclosure of Interests in Other Entities

HKFRS 13 Fair Value Measurement

Amendments to HKAS 1 Presentation of Items of Other Comprehensive Income

HKAS 19 (as revised in 2011) Employee Benefits

HKAS 27 (as revised in 2011) Separate Financial Statements

HKAS 28 (as revised in 2011) Investments in Associates and Joint Ventures

HK(IFRIC) — Int 20 Stripping Costs in the Production Phase of a Surface Mine

The adoption of the new HKFRSs had no material effect on how the results and financial position of the Group for the current or prior accounting periods have been prepared and presented. Accordingly, no prior period adjustment has been required.

The Group has not early applied the following new or revised standards, amendments and interpretations that have been issued but are not yet effective.

Mandatory Effective Date of HKFRS 9 and Transition Disclosures ²
Investment Entities ¹
Financial Instruments ²
Offsetting Financial Assets and Financial Liabilities ¹
Impairment of Assets ¹
Recognition and Measurement — Novation of Derivatives and Continuation of Hedge Accounting ¹
Levies ¹

Effective for annual periods beginning on or after 1 January 2014

The directors of the Company are in the process of assessing the potential impact and anticipate that the application of these new and revised standards, amendments and interpretations will have no material impact on the results and financial position of the Group.

3. TURNOVER

	Six months ended		
	30 September		
	2013		
	HK\$'000	HK\$'000	
	(Unaudited)	(Unaudited)	
The Group's turnover includes:			
Gross proceeds from oil and gas sales contracts	7,272,343	2,560,031	
Revenue of EMS business		1,499	
	7,272,343	2,561,530	

4. COSTS TO FULFIL CONTRACTS

	Six months ended 30 September		
	2013 <i>HK\$'000 H</i> (Unaudited) (Una		
The Group's operating costs includes: Gross amount from oil and gas purchase contracts Cost of sales of EMS business	7,268,777	2,556,322 1,469	
	7,268,777	2,557,791	

5. SEGMENT INFORMATION

Reportable and operating segments are identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker (i.e. the chairman and chief executive officer) for the purpose of allocating resources to segments and assessing their performance.

The Group's reportable and operating segments are as follows:

EMS business — Design, manufacture and sale of electronic and electrical products.

Effective for annual periods beginning on or after 1 January 2015

Oil and gas transactions — Entering into oil and gas sales and purchase contracts and provision of (including liquefied natural gas) consultancy services in relation to such contracts.

Segments results

For the six months ended 30 September 2013

	EMS Business HK\$'000 (Unaudited)	Oil and gas Transactions <i>HK\$</i> '000 (Unaudited)	Consolidated HK\$'000 (Unaudited)
Turnover		7,272,343	
Segment results	(15)	1,144	1,129
Unallocated expenses			(2,517)
Loss before tax			(1,388)
Segments results			
For the six months ended 30 September 2012			
	EMS Business HK\$'000 (Unaudited)	Oil and gas Transactions <i>HK\$'000</i> (Unaudited)	Consolidated HK\$'000 (Unaudited)
Turnover	1,499	2,560,031	
Segment results	23	136	159
Unallocated expenses			(4,277)
Loss before tax			(4,118)

Segment assets and liabilities

No segment assets and liabilities are presented as the chief operating decision maker does not review them for the purpose of allocating resources and assessing performance.

Geographical segments

The following table provides an analysis of the Group's segment revenue from oil and gas transactions and revenue (EMS business) by geographical market and the Group's non-current assets by geographical location of the assets, irrespective of the origin of the goods delivered or services rendered:

	Segment reve	enue from oil				
	and gas tr	ansactions	Revenue (EN	AS business)	Non-curren	nt assets
	Six mont	Six months ended		hs ended	As at	As at
	30 September		30 Sep	tember	30 September	31 March
	2013	2012	2013	2012	2013	2013
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
The PRC, other than Hong Kong Hong Kong The middle East Singapore	165,061 618,246 — 6,489,036 — 7,272,343	770,104 — — 1,789,927 — 2,560,031		1,499 1,499	17 494 ——————————————————————————————————	20 441 — — — 461
		2,560,031		1,499	511	461

6. LOSS BEFORE TAXATION

	Six months ended 30 September	
	2013 2 HK\$'000 HK\$	
	(Unaudited)	(Unaudited)
Loss before taxation has been arrived at after charging/(crediting):		
Depreciation of property, plant and equipment	6	2
Exchange losses/(gains), net	443	(681)
Loss on disposal of property, plant and equipment	16	_
Interest income	(109)	(25)
Operating lease rentals in respect of building premises	571	<u> </u>

7. INCOME TAX EXPENSE

	Six months ended		
	30 Septe	mber	
	2013		
	HK\$'000	HK\$'000	
	(Unaudited)	(Unaudited)	
Current taxation			
Hong Kong	227	14	
Other jurisdictions		8	
Taxation charge for the period		22	

Notes: Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profit for both interim periods.

Under the Law of the People's Republic of China on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the statutory tax rate of the Company's PRC subsidiaries is 25%.

8. DIVIDEND

No dividend was paid, declared or proposed during both interim periods, nor has any dividend been proposed since the end of the reporting period.

9. LOSS PER SHARE

The calculation of basic loss per share is based on the following data:

	Six months ended 30 September	
	2013 HK\$'000 HK	
	(Unaudited)	(Unaudited)
Net loss for the period attributable to owners of the Company for the purposes of basic loss per share	(1,615)	(4,140)
Weighted average number of ordinary shares for the purpose of basic loss per share	1,019,592,858	1,019,592,858

Diluted loss per share are not presented as the Company does not have any potential ordinary shares during both interim periods.

10. TRADE RECEIVABLES

Receivables arose from oil and gas sales contracts which are either settled by letter of credit or bills issued by banks with high credit-ratings assigned by international credit-rating agencies and are receivable with an average credit period ranging from seven days to six months after the bills of lading date of delivery or by telegraphic transfer.

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

As a	at As at
30 September	er 31 March
201	3 2013
HK\$'00	00 HK\$'000
(Unaudited	d) (Audited)
Current – 30 days 517,92	385,413
31 days – 60 days 96,09	583,207
61 – 90 days 29,28	8 —
>90 days 427,47	13,613
1,070,78	982,233

11. OTHER PAYABLES AND ACCRUALS

	As at	As at
	30 September	31 March
	2013	2013
	HK\$'000	HK\$'000
	(Unaudited)	(Audited)
Advances from customers	2,770	_
Other payables	160	156
Accruals	55	1,380
	2,985	1,536

12. TRADE PAYABLES

Payables arising from oil and gas purchase contracts are granted by suppliers with an average credit period ranging from seven days to six months after the bills of lading date of delivery.

The following is an aged analysis of these payables presented, based on the invoice date, at the end of the reporting period.

	As at	As at
	30 September	31 March
	2013	2013
	HK\$'000	HK\$'000
	(Unaudited)	(Audited)
Current – 30 days	516,284	384,532
31 – 60 days	92,906	584,940
61 – 90 days	29,233	_
>90 days	428,364	17,017
	1,066,787	986,489

13. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 September 2013, the Group disposed of certain property, plant and equipment with an aggregate carrying amount of approximately HK\$22,000, with cash consideration of approximately HK\$6,000, resulting in loss on disposal of approximately HK\$16,000.

During the current interim period, the Group spent approximately HK\$130,000 (for the six months ended 30 September 2012: approximately HK\$12,000) on property, plant and equipment.

14. SHARE CAPITAL

	Number of shares '000 (Unaudited)	Share capital HK\$'000 (Unaudited)
Ordinary shares, issued and fully paid: At 1 April 2013 and 30 September 2013, shares of HK\$0.10 each	1 010 503	101.959
At 1 April 2013 and 30 September 2013, snares of HK50.10 each	1,019,593	10

15. EVENTS AFTER THE REPORTING PERIOD

On 28 October 2013, the Company's wholly-owned subsidiary, Firmwill Investment Limited ("Purchaser"), entered into an agreement with Ying Hui Limited ("Vendor") and Vendor's Shareholders, pursuant to which the Purchaser conditionally agreed to acquire and the Vendor conditionally agreed to dispose of the sales shares, representing the entered issued share of Union Honor Limited, a wholly-owned subsidiary of the Vendor, at the total consideration of HK\$2,861,775,000, which will be satisfied as to (i) HK\$70,000,000 to be deemed as paid in cash by the deposit; (ii) HK\$1,953,875,000 by procuring the Company to issue and allot to the Vendor's Shareholders of a total of 2,791,250,000 consideration shares at an issue price of HK\$0.7 per consideration share; and (iii) the balance of HK\$837,900,000 by procuring the Company to issue and allot to the Vendor's Shareholders of a total of 1,197,000,000 convertible preferred shares at an issue price at par value of HK\$0.7 per convertible preferred shares.

Up to the date of approval of the interim report, the acquisition is not yet completed.

16. COMPARATIVE INFORMATION

As mentioned in note 15, the Group has entered into a sale and purchase agreement to acquire a subsidiary which has been engaged in the sales and transportation of natural gas. Upon the completion of such acquisition, the sales and transportation of natural gas will become the core business of the Group. Revenue from sales and transportation of natural gas will be included in the Group's turnover. To achieve consistent presentation, the Group's turnover also includes gross proceeds from entering into oil and gas sales contracts, which was included in net income from oil and gas contracts and consultancy service in the previous years' financial statements. Also, the gross amounts of oil and gas purchase contracts are included in the Group's costs to fulfil contracts, which was included in net income from oil and gas contracts and consultancy service in the previous years' financial statements. Comparative figures have been re-presented to achieve consistent presentation (see note 3 and 4 for details).

DIVIDEND

The Board of Directors have resolved not to declare an interim dividend for the six months ended 30 September 2013 (for the six months ended 30 September 2012: nil).

BUSINESS REVIEW

During the period from 1 April, 2013 to 30 September 2013 ("the Period"), the Group recorded a loss of approximately HK\$2 million (six months ended 30 September 2012 approximately HK\$4 million). Turnover of the Group for the Period increased to approximately HK\$7,272 million from approximately HK\$2,561 million. The rise was mainly attributable to the continued growth of oil and gas trading business.

In view of the critical business environment for export-manufacturing, no revenue was earned from EMS business for the Period (for the six months ended 30 September 2012: approximately HK\$1.5 million).

On 28 October 2013, the Company's wholly-owned subsidiary, Firmwill Investment Limited ("Purchaser"), entered into an agreement with Ying Hui Limited ("Vendor") and Vendor's shareholders, pursuant to which the Purchaser conditionally agreed to acquire and the Vendor conditionally agreed to dispose of the sales shares, representing the entered issued share of Union Honor Limited ("UHL"), a wholly-owned subsidiary of the Vendor, at the total consideration of HK\$2,861,775,000 (the "Acquisition"). UHL, through 廣州元亨燃氣有限公司(Guangzhou Circle Gas Corporation Limited*, its indirect wholly-owned subsidiary), is principally engaged in in processing, distribution, sales, trading and transportation of liquefied natural gas and other auxiliary business in the PRC. Up to the date of approval of the interim report, the Acquisition is not yet completed.

Save as the Acquisition, the Group will continue to implement the business development strategies as mentioned in the annual report of FY2012/2013 and to explore new business opportunities in order to create value for its shareholders.

MANAGEMENT DISCUSSION AND ANALYSIS OF THE GROUP

Turnover

The Group's turnover increased to approximately HK\$7,272 million for the period ended 30 September 2013, an increase of approximately 183.9% as compared to the preceding financial period. The rise was mainly attributable to the growth in the oil trading business which reported a turnover of approximately HK\$7,272 million during the Period.

Gross Profit

The gross profit was about HK\$3.6 million for the Period, a decrease of approximately 4.6% as compared to the preceding financial period. The gross profit margin for the current period decreased from 0.15% to 0.05%. Such drop in gross profit margin was mainly caused by fierce competition with continuous challenges from peer competitors. In order to improve price perception, the Group narrowed down its finance cost instead of increasing the selling prices, leading to a decrease in gross profit margin for the six months ended 30 September 2013.

Expenses

The Group's administrative expenses for the period ended 30 September 2013 totaled to approximately HK\$5.1 million, representing a decrease of approximately 12.8% as compared to the corresponding figures last period.

There were no finance costs incurred during the Period (for the six months ended 30 September 2012: approximately HK\$2.7 million). The decrease is mainly due to less reliance on bank financing as a result from the enlarged working capital after the completion of open offer in March 2012.

Working Capital Management

As at 30 September 2013, the Group maintained bank balances and cash of approximately HK\$93.5 million (31 March 2013: approximately HK\$101.6 million).

Financing and Capital Structure

For the period ended 30 September 2013, the Group had no debts (31 March 2013: Nil).

Capital Expenditure on Property, Plant and Equipment

For the period ended 30 September 2013, the Group spent approximately HK\$130,000 (31 March 2013: approximately HK\$463,000) on property, plant and equipment.

Liquidity and Financial Resources

The net current assets of the Group as at 30 September 2013 were approximately HK\$86.8 million (31 March 2013: approximately HK\$88.4 million). The current ratio was approximately 1.08 (31 March 2013: approximately 1.09). Shareholders' equity were approximately HK\$87.3 million (31 March 2013: approximately HK\$88.8 million) because of the loss of approximately HK\$1.5 million for the period.

Pledge of Assets

As at 30 September 2013, none of the Group's assets were pledged.

Capital Commitments

As at 30 September 2013, the Group had no material capital commitments.

Treasury Policy

The majority of the Group's sales and purchases are denominated in US Dollars and Renminbi. As Hong Kong Dollars and US Dollars are pegged, the Group had minimum exposure to foreign exchange fluctuation in this respect. The exposure of exchange fluctuation in respect of Renminbi is also limited, as there are no significant differences of the carrying amount of the monetary assets and liabilities which are denominated in Renminbi. The Group still monitors the overall currency and interest rate exposures.

Employee Information

As at 30 September 2013, the Group had about 20 employees (31 March 2013: 20). The remuneration packages are generally structured with reference to market conditions and the individual qualifications. Salaries and wages of the Group's employees are normally reviewed on an annual basis based on performance appraisals and other relevant factors.

REVIEW OF INTERIM RESULTS

The interim results of the Group for the six months ended 30 September 2013 have not been audited, but have been reviewed by the Audit Committee of the Company.

CORPORATE GOVERNANCE

The Company has complied with all the applicable code provisions set out in the Code on Corporate Governance Practices ("the CG Code") in Appendix 14 of the Listing Rules throughout the six months ended 30 September 2013, except for the deviations from CG Code provision A.2.1 in respect of the separation of roles of the Chairman and the Chief Executive Officer and provision F.1.2 in respect of a physical board meeting should be held to discuss the appointment of the company secretary rather than a written resolution.

Pursuant to F.1.2 of the Code, the appointment of the company secretary should be dealt with by a physical board meeting rather than a written resolution. The appointment of the current company secretary was dealt with by a written resolution in September 2013. The Board considers that, prior to the execution of the written resolution to appoint the current company secretary, all Directors were individually consulted on the matter without any dissenting opinion and there was no need to approve the matter by a physical board meeting instead of a written resolution.

AUDIT COMMITTEE

The Audit Committee comprises three independent non-executive directors, namely Dr. Leung Hoi Ming, Mr. Wong Chi Keung and Mr. Tom Xie. The Audit Committee has reviewed the unaudited interim results of the Group for the six months ended 30 September 2013.

COMPLIANCE WITH CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code as its own code of conduct regarding directors' securities transactions (the "Code"). Having made specific enquiry of all directors of the Company, the directors of the Company have complied with the required standard set out in the Model Code throughout the period ended 30 September 2013.

DEALING IN COMPANY'S LISTED SECURITIES

During the period, there were no purchases, sale or redemption by the Company or any of its subsidiaries, of the Company's listed securities.

PUBLICATION OF INTERIM RESULTS AND INTERIM REPORT

This announcement of interim results is available for viewing on the website of Hong Kong Exchange and Clearings Limited at www.hkex.com.hk under "Latest Listed Company Information" and on the website of IR Asia Limited at www.irasia.com/listco/hk/ngailik/. The interim report of the Company containing all the information required by the Listing Rules will be published on the above websites in due course.

ACKNOWLEDGEMENT

I would like to take this opportunity to thank each and every of the management, staff and employees for their dedication, loyalty and commitment in the past.

By order of the Board
Ngai Lik Industrial Holdings Limited
Wang Jianqing
Chairman and Chief Executive Officer

Hong Kong, 29 November 2013

As at the date of this announcement, the executive Directors are Mr. Wang Jianqing and Mr. Pan Junfeng; and the Independent non-executive Directors are Dr. Leung Hoi Ming, Mr. Wong Chi Keung and Mr. Tom Xie.

* For identification purpose only