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### ASIA STANDARD HOTEL GROUP LIMITED

泛海酒店集團有限公司

(Incorporated in Bermuda with limited liability) (Stock Code: 292)

#### ANNOUNCEMENT OF INTERIM RESULTS FOR THE SIX MONTHS ENDED 30TH SEPTEMBER 2010

#### **FINANCIAL HIGHLIGHTS** (In HK\$ million, except otherwise indicated) Six months ended **30th September** 2010 2009 Change **Consolidated profit and loss account** Revenue 346 260 +33%Contribution from hotel operation 98 51 +92%325 Net investment gain 103 -68% Profit for the period attributable to shareholders 151 313 -52% Earnings per share – basic (HK cent) 11.23 23.96 -53% 30th 31st September March 2010 2010 **Consolidated balance sheet** Net assets 2,364 +10%2,606 Net debt 1,385 1,370 +1%Supplementary information with hotel properties at valuation: Revalued net asset value 5,808 4.514 +29%Revalued net asset value per share (HK\$) 3.79 3.44 +10% Gearing - Net debt to revalued net asset value (%) 24% 30% -6%

\* for identification purpose only

The Directors of Asia Standard Hotel Group Limited (the "Company") announce that the unaudited consolidated results of the Company and its subsidiaries (together the "Group") for the six months ended 30th September 2010 together with the comparative figures for the six months ended 30th September 2009 were as follows :

#### CONDENSED CONSOLIDATED PROFIT AND LOSS ACCOUNT - UNAUDITED

For the six months ended 30th September

	Note	2010 HK\$'000	2009 HK\$'000
Revenue	2	345,902	259,625
Cost of sales		(173,749)	(142,262)
Gross profit		172,153	117,363
Net investment gain	3	102,789	325,327
Selling and administrative expenses		(51,316)	(50,100)
Depreciation		(43,654)	(43,239)
Other income/(charge)	4	12,664	(10,780)
Operating profit		192,636	338,571
Finance costs		(32,492)	(21,666)
Profit before income tax		160,144	316,905
Income tax expense	6	(8,962)	(3,619)
Profit for the period attributable to shareholders		151,182	313,286
Dividend	7	3,833	
Earnings per share (HK cent)			
Basic	8	11.23	23.96
Diluted	8	10.45	22.58

### CONDENSED CONSOLIDITAED STATEMENT OF COMPREHENSIVE INCOME – UNAUDITED

For the six months ended 30th September

	2010 HK\$'000	2009 HK\$'000
Profit for the period	151,182	313,286
Other comprehensive (charge)/income:		
Net fair value (loss)/gain on available-for-sale investments	(3,386)	142,775
Impairment of available-for-sale investments charged to profit and loss account	112	1,531
Release of reserve upon disposal of available-for-sale investments	-	7,457
Currency translation differences	(2,480)	27,023
Other comprehensive (charge)/income for the period	(5,754)	178,786
Total comprehensive income for the period attributable to shareholders	145,428	492,072

### CONDENSED CONSOLIDATED BALANCE SHEET - UNAUDITED

	Note	30th September 2010 HK\$'000	31st March 2010 HK\$'000 (Restated)
Non-current assets Property, plant and equipment		2,602,941	2,636,737
Deferred income tax assets		-	1,338
Available-for-sale investments		228,424	228,258
		2,831,365	2,866,333
Current assets			
Inventories		2,296	2,206
Financial assets at fair value through profit or loss		1,168,005	928,857
Trade and other receivables	9	102,174	87,811
Bank balances and cash		110,260	76,452
		1,382,735	1,095,326
Current liabilities			
Derivative financial instruments		25,579	14,571
Trade and other payables	10	59,191	62,053
Income tax payable		14,994	14,630
Short term borrowings		556,814	479,014
Current portion of long term borrowings Warrant liabilities		65,018	59,768 53,904
warrant naointies			683,940
Net current assets		661,139	411,386
Total assets less current liabilities		3,492,504	3,277,719
Non-current liabilities			
Long term borrowings		873,536	907,606
Deferred income tax liabilities		13,394	6,143
		886,930	913,749
Net assets		2,605,574	2,363,970
Equity			
Share capital		30,666	26,246
Reserves		2,574,908	2,337,724
		2,605,574	2,363,970
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#### NOTES TO THE INTERIM FINANCIAL INFORMATION

#### **1.** Basis of preparation

The unaudited condensed consolidated interim financial information has been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants, and should be read in conjunction with the annual financial statements for the year ended 31st March 2010.

The accounting policies and methods of computation used in the preparation of this condensed consolidated interim financial information are consistent with those used in the annual financial statements for the year ended 31st March 2010, except for the adoption of new or revised standards and amendments to existing standards ("new HKFRS"), which are relevant to the Group's operations and are mandatory for the Group's accounting periods beginning on 1st April 2010.

Except for certain changes in accounting policies as described below, the adoption of the new HKFRS in the current period did not have any significant effect on the interim financial information or result in any substantial changes in the Group's significant accounting policies.

HKAS 17 (Amendment) deletes specific guidance regarding classification of leases of land, so as to eliminate inconsistency with the general guidance on lease classification. As a result, leases of land should be classified as either finance or operating using the general principles of HKAS 17. Prior to the amendment, land interest which title is not expected to pass to the Group by the end of the lease term was classified as operating lease under "Leasehold land", and amortised over the lease term. HKAS 17 (Amendment) has been applied retrospectively for annual periods beginning 1st January 2010 in accordance with the effective date and transitional provisions of the amendment. The Group has reassessed the classification of leasehold land on the basis of information existing at the inception of those leases, and recognised the leasehold land in Hong Kong as finance lease to finance lease. Since the property interest is held for own use, that land interest classified as finance lease is accounted for as land and hotel buildings and is depreciated from the land interest available for its intended use over the lease term.

#### 2. Turnover and segment information

Turnover comprises revenue from hotel, catering services, travel agency operations, dividend and interest income, together with gross proceeds from disposal of financial assets at fair value through profit or loss and derivative financial instruments.

Revenue includes revenue from hotel, catering services, travel agency operations and dividend and interest income.

	2010 HK\$'000	2009 HK\$'000
Six months ended 30th September		
Turnover		
Revenue		
Hotel operating income	189,607	129,838
- Room rentals	147,754	97,301
- Food and beverages	30,547	22,846
- Ancillary services	4,514	3,104
- Rental income	6,792	6,587
Catering income	6,253	5,573
Travel agency income	117,901	96,756
Investments	31,264	26,581
Other operations	877	877
	345,902	259,625
Gross proceeds from disposal of financial assets at fair		
value through profit or loss and derivative financial		
instruments	230,977	116,698
	576,879	376,323

Six months ended 30th September 2010	Hotel operation HK\$'000	Catering Services HK\$'000	Travel agency HK\$'000	Investments HK\$'000	Others HK\$'000	Total HK\$'000
Turnover	189,607	6,253	117,901	262,241	877	576,879
Segment revenue	189,607	6,253	117,901	31,264	877	345,902
Contribution to segment results Net investment gain Depreciation Other income Segment results	97,564 (43,507) - 54,057	(388) - (82) - (470)	(268) - (20) - (288)	102,789	877 (45) <u>12,664</u> <u>13,496</u>	129,882 102,789 (43,654) 12,664 201,681
Unallocated corporate ex	xpenses					(9,045)
<b>Operating profit</b>					-	192,636
Finance costs						(32,492)
Profit before income tax						160,144
Income tax expense					_	(8,962)
Profit for the period attr shareholders	ibutable to				=	151,182

Six months ended	Hotel operation HK\$'000	Catering services HK\$'000	Travel agency HK\$'000	Investments HK\$'000	Others HK\$'000	Total HK\$'000
30th September 2009						
Turnover	129,838	5,573	96,756	143,279	877	376,323
Segment revenue	129,838	5,573	96,756	26,581	877	259,625
Contribution to segment results	50,834	(1,532)	(385)	27,210	877	77,004
Net investment gain	- 50,854	(1,332)	(385)	325,327	-	325,327
Depreciation	(43,087)	(87)	(20)		(45)	(43,239)
Other charge	-	-	-	-	(10,780)	(10,780)
Segment results	7,747	(1,619)	(405)	352,537	(9,948)	348,312
Unallocated corporate exp	enses					(9,741)
Operating profit					-	338,571
Finance costs						(21,666)
Profit before income tax					-	316,905
Income tax expense					_	(3,619)
Profit for the period attribus shareholders	itable to				=	313,286

	Hotel operation HK\$'000	Catering services HK\$'000	Travel agency HK\$'000	Investments HK\$'000	Others HK\$'000	Total HK\$'000
At 30th September 201	0					
Segment assets Other unallocated assets	2,641,782	3,548	11,142	1,421,707	25,661	4,103,840 110,260 4,214,100
Segment liabilities Borrowings Other unallocated liabilities	938,554	-	-	556,814	-	1,495,368 <u>113,158</u> <u>1,608,526</u>
Additions to non-current assets*	13,865	190	45_		<u> </u>	14,100
At 31st March 2010						
Segment assets Other unallocated assets	2,671,927	3,507	14,985	1,167,602	25,848	3,883,869 77,790 3,961,659
Segment liabilities Borrowings Other unallocated liabilities	967,374	-	-	479,014	-	1,446,388 151,301 1,597,689
Additions to non-current assets*	53,561	5	13			53,579

\* The amounts exclude financial instruments and deferred income tax assets

	Six months ended 30th September	
	2010	2009
	HK\$'000	HK\$'000
Revenue		
Hong Kong	262,016	193,890
Overseas	83,886	65,735
	345,902	259,625
		21
	30th	31st
	September	March
	2010	2010
	HK\$'000	HK\$'000
Non-current assets*		
Hong Kong	2,339,011	2,361,553
Overseas	263,930	275,184
	2,602,941	2,636,737

\* The amounts exclude financial instruments and deferred income tax assets

### 3. Net investment gain

	Six months ended 30th September	
	2010	2009
	HK\$'000	HK\$'000
Financial assets at fair value through profit or loss		
- net unrealised gain from market value movements	75,455	303,809
- net unrealised exchange gain	26,836	19,960
- net realised gain	10,908	10,329
- provision for interest receivable	-	(9,490)
Available-for-sale investments		
- net realised gain	-	1,114
- impairment	(112)	(1,531)
Derivative financial instruments		
- net unrealised (loss)/gain	(10,298)	4,701
- net realised loss	-	(3,565)
	102,789	325,327

#### 4. Other income/(charge)

	Six month 30th Ser	
	2010 HK\$'000	2009 HK\$'000
Fair value gain/(loss) on warrant liabilities	12,664	(10,780)

#### 5. Income and expenses by nature

	Six months ended 30th September		
	2010	2009	
	HK\$'000	HK\$'000	
Income			
Interest income			
- Listed investments	17,400	2,545	
- Unlisted investments	16	144	
- Other receivables	877	877	
- Bank deposits	148	109	
Dividend income			
- Listed investments	13,700	23,222	
- Unlisted investments	-	89	
Expenses			
Operating lease rental expense for land and buildings	3,001	3,099	
Costs of goods sold	99,246	83,275	

#### 6. Income tax expense

	Six months ended 30th September		
	<b>2010</b> 2009		
	HK\$'000	HK\$'000	
Current income tax			
Hong Kong profits tax	373	32	
Overseas profits tax	-	785	
	373	817	
Deferred income tax	8,589	2,802	
Income tax expense	8,962	3,619	

Hong Kong profits tax is provided at the rate of 16.5% (2009: 16.5%) on the estimated assessable profit for the period. Income tax on overseas profits has been calculated on the estimated assessable profit for the period at the rates of tax prevailing in the countries in which the Group operates.

		Six months ended 30th September	
	2010 HK\$'000	2009 HK\$'000	
Interim, of HK0.25 cent (2009: Nil) per share	3,833		

At a meeting held on 26th November 2010, the Board of Directors has proposed to pay an interim dividend of HK0.25 cent per share with a scrip option (2009: Nil). The proposed dividend is not reflected in the interim financial information, but will be reflected as an appropriation of revenue reserve in the year ending 31st March 2011.

The amount of HK\$3,833,240 is based on 1,533,295,973 issued shares as at 26th November 2010.

#### 8. Earnings per share

The calculation of basic earnings per share is based on the profit for the period attributable to shareholders of HK\$151,182,000 (2009: HK\$313,286,000) and divided by weighted average number of 1,346,257,141 (2009: 1,307,557,161) shares in issue during the period ended 30th September 2010.

The calculation of diluted earnings per share for the six months ended 30th September 2010 was based on the profit for the period attributable to shareholders of HK\$151,182,000 and 1,446,734,132 shares equaling to the weighted average number of 1,346,257,141 shares in issue during the period plus 100,476,991 potential shares deemed to be in issue assuming the outstanding warrants had been exercised.

The calculation of diluted earnings per share for the six months ended 30th September 2009 was based on the profit for the period attributable to shareholders of HK\$313,286,000 and 1,387,270,256 shares equaling to the weighted average number of 1,307,557,161 shares in issue during the period plus 79,713,095 potential shares deemed to be in issue assuming the outstanding warrants had been exercised.

The outstanding share options did not have any dilutive effect on the earnings per share for the six months ended 30th September 2010 and 2009.

#### 9. Trade and other receivables

Trade and other receivables of the Group include trade receivables, deposits and prepayments, dividend, interest and other receivables.

Trade receivables of the Group amounted to HK\$34,659,000 (31st March 2010: HK\$33,246,000). The credit terms given to the customers vary and are generally based on the financial strengths of individual customers. In order to effectively manage the credit risks associated with trade receivables, credit evaluations of customers are performed periodically.

Aging analysis of trade receivables net of provision for impairment is as follows:

	<b>30th September</b>	31st March
	2010	2010
	HK\$'000	HK\$'000
0 - 60 days	34,247	31,597
61 - 120 days	249	1,439
Over 120 days	163	210
	34,659	33,246

#### 10. Trade and other payables

Trade and other payables of the Group include trade payables, rental and management fee deposits, retentions payable of construction costs and various accruals.

Trade payables of the Group amounted to HK\$16,073,000 (31st March 2010: HK\$15,808,000).

Aging analysis of trade payables is as follows:

	<b>30th September</b>	31st March
	2010	2010
	HK\$'000	HK\$'000
0 - 60 days	16,005	15,593
61 - 120 days	39	12
Over 120 days	29	203
	16,073	15,808

#### 11. Comparative figures

Certain comparative figures have been restated as a result of the adoption of new HKFRS and to conform with the current period's presentation.

### **Management Discussion and Analysis**

#### **Interim Results**

The Group's revenue for the six months ended 30th September 2010 amounted to HK\$346 million, increased by HK\$86 million or 33% compared with the same period of last year. Profit attributable to shareholders, however, decreased to HK\$151 million or 52% when compared with HK\$313 million of the same period of last year. The decrease was mainly due to the reduction in fair value gain from financial assets held for trading at the balance sheet date over last year. Basic earnings per share during the period was HK11.23 cents when compared with the basic earnings per share of HK23.96 cents in 2009.

#### **Business Review**

Hong Kong arrivals data for 2010 has been robust where cumulative arrivals between April and September of 2010 reached 17.6 million, a 28% increase year-on-year. This positive gain was largely driven by the growth of arrivals from Mainland China, which contributed almost 62% of total arrivals to Hong Kong and a year-on-year growth (+33%) in cumulative visitors' arrivals among all market regions.

All other major markets recovered from the global financial/economic crisis with varying speeds. Long-haul and short haul markets (excluding Mainland China and Macau) have registered 11% and 22% growth, respectively.

On the supply side, the number of hotel rooms under high tariff B category has seen a 4% increase in the period under review from the same period of last year.

#### **Empire Hotel Hong Kong**

Empire Hong Kong's average room rate increased by 19% and average occupancy rate increased by 13% to 90%. Total revenue amounted to HK\$52 million and its gross operating profit amounted to HK\$28 million. Upgrading renovation of the entire lobby and exterior façade was finished.

#### **Empire Hotel Kowloon**

Empire Kowloon's average room rate increased by 29% and average occupancy rate increased by 12% to 91%. Total revenue amounted to HK\$50 million and its gross operating profit amounted to HK\$29 million.

#### **Empire Hotel Causeway Bay**

Empire Causeway Bay average room rate increased by 38% and average occupancy increased by 19% to 88%. Its notable performance in the period under review is the result of increasing awareness of the hotel after last year's opening. We are confident that it will bring in substantial contributions in the future.

#### **Empire Landmark Hotel Vancouver**

Empire Landmark's average room rate increased by 7% at an average occupancy rate increased by 11%. Total revenue amounted to HK\$55 million, and its gross operating profit amounted to HK\$24 million.

#### **Travel and Catering**

Revenues for the travel and catering amounted to HK\$118 million and HK\$6 million, respectively.

#### **Financial Review**

Total assets amounted to HK\$4,214 million, increased by 6% when compared with HK\$3,962 million as at 31st March 2010. Based on independent valuation, the total revalued amount of the four hotel properties as at 30th September 2010 was HK\$6,435 million, increased by 24% when compared with that as at 31st March 2010.

The shareholders' funds amounted to HK\$2,606 million, increased by HK\$242 million when compared with HK\$2,364 million as at 31st March 2010. The increase was mainly due to the fair value gain on financial assets and an increase in capital from exercise of warrants. Taking into account the market value of the hotel properties, the revalued net asset value of the Group would be HK\$5,808 million.

The financial investment portfolio amounted to HK\$1,396 million (31st March 2010: HK\$1,157 million). This segment of business generated through profit and loss account a total income of HK\$31 million (2009: HK\$26 million) and an investment gain of HK\$103 million (2009: HK\$325 million).

The consolidated net bank borrowings was HK\$1,385 million, increased HK\$15 million when compared with that at 31st March 2010. 80% of the gross bank borrowings or HK\$1,203 million was denominated in HK dollars, and the remaining 20% or to the equivalent of HK\$292 million were in foreign currencies incurred in operations and investment in financial assets overseas.

Of the total gross bank borrowings, 42% was repayable within one year, and 35% was repayable after five years. As at 30th September 2010, the Group had net current assets of HK\$661 million (31st March 2010: HK\$411 million).

The Group's gearing ratio, expressed as a percentage of net debt over the net asset value, decreased to 53% (31st March 2010: 58%), and after taking into account the fair value of hotel properties at the balance sheet date, the gearing was at a level of 24% (31st March 2010: 30%).

The aggregate net book value of hotel properties pledged as collateral for banking facilities of the Group as at 30th September 2010 amounted to HK\$2,601 million (31st March 2010: HK\$2,635 million).

The aggregate carrying amount of financial assets at fair value though profit or loss and available-for-sale investments pledged to banks as collateral for credit facilities of the Group amounted to HK\$234 million (31st March 2010: HK\$55 million).

#### Human Resources

As at 30th September 2010, the total number of employees of the Company and its subsidiaries was 458. In addition to salary payment, the Group provides other benefits including insurance, share options, medical scheme and retirement plans and others to its employees.

#### **Future Prospects**

Continuing robust mainland economies together with its opening up of travel visa requirements have been the growth driver in local leisures, retails and hotel accommodation throughout the period. We very much remain optimistic about the coming months as mainland maintains and continues to grow while the rest of the world appears to gather pace to recovery.

#### **Interim Dividend**

The Board of Directors recommends an interim dividend for the six months ended 30th September 2010 of HK0.25 cent per share with an option to elect to receive shares of the Company credited as fully paid in lieu of cash in respect of part or all of the proposed interim dividend (the "Scrip Dividend Scheme") (2009: Nil) to shareholders whose names appear on the Register of Members of the Company on Friday, 14th January 2011 (the "Record Date").

The Scrip Dividend Scheme will be subject to The Stock Exchange of Hong Kong Limited (the "Stock Exchange") granting listing of and permission to deal in the new shares to be allotted thereunder. For the purpose of determining the number of new shares to be allotted, the market value of new shares will be calculated as the average of the closing prices of the existing shares of the Company in the Stock Exchange for the three trading days prior to and including the Record Date. The interim dividend is expected to be paid on or around Tuesday, 15th February 2011.

#### **Closure of Register of Members**

The Register of Members will be closed from Wednesday, 12th January 2011 to Friday, 14th January 2011, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for the interim dividend, all share certificates with completed transfer forms either overleap or separately must be lodged with the Company's Hong Kong Branch Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Tuesday, 11th January 2011.

#### Purchase, Sale or Redemption of Listed Securities

During the period, the Company had not redeemed any of its shares. Neither the Company nor any of its subsidiaries has purchased or sold any of the Company's listed securities during the period.

#### Model Code for Securities Transactions by Directors

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules"). The Company has made specific enquiry of all Directors regarding any non-compliance with the Model Code during the period, and they all confirmed that they have fully complied with the required standard set out in the Model Code throughout the six months ended 30th September 2010.

#### **Code on Corporate Governance Practices**

During the period, the Company has complied with the code provisions of the Code on Corporate Governance Practices as set out in appendix 14 of the Listing Rules, except for the deviation from code provision A.4.1 which stated that Non-executive Directors should be appointed for a specific term, subject to re-election. All Independent Non-executive Directors of the Company were not appointed for specific terms, but subject to retirement by rotations and re-elections at the annual general meeting of the Company in accordance with the Bye-Laws of the Company.

#### **Audit Committee**

The Audit Committee members are Mr. Hung Yat Ming, Mr. Leung Wai Keung and Mr. Ip Chi Wai. The principal activities of the Audit Committee include the review and supervision of the Group's financial reporting process and internal controls.

The unaudited interim financial information of the Group for the six months period ended 30th September 2010 has been reviewed by the Audit Committee.

By Order of the Board Asia Standard Hotel Group Limited POON JING Chairman

Hong Kong, 26th November 2010

As at the date of this announcement, the Executive Directors of the Company are Mr. Poon Jing, Dr. Lim Yin Cheng, Mr. Fung Siu To, Clement, Mr. Poon Tin Sau, Robert and Mr. Woo Wei Chun, Joseph; and the Independent Non-executive Directors are Mr. Ip Chi Wai, Mr. Leung Wai Keung and Mr. Hung Yat Ming.