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SUNDART INTERNATIONAL HOLDINGS LIMITED

承達國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2288)

ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 MARCH 2010

FINANCIAL HIGHLIGHTS

	<u>2010</u> (Audited)	<u>2009</u> (Audited)	<u>Changes</u> %
RESULTS			
– Revenue (HK\$ million)	1,708	1,465	16.6
– Gross profit (HK\$ million)	300	205	46.3
– Gross profit margin	17.6%	14.0%	25.7
– Profit for the year attributable to owners of the Company (HK\$ million)	175	144	21.5
FINANCIAL INFORMATION PER SHARE			
– Earnings – basic (HK cents) (Note)	40	40	–
– Net assets (HK\$) (Net assets/number of issued ordinary shares of the Company as at 31 March 2010)	1.63	0.55	196.4

BANK BALANCES AND CASH

– As at 31 March 2010, the Group had bank balances and cash of HK\$658 million.

FINAL DIVIDEND

– A final dividend of HK9.5 cents per share with an aggregate amount of HK\$45,600,000 has been proposed by the Board and is subject to approval by the shareholders in the forthcoming annual general meeting.

(Note) The number of shares for the purpose of calculating basic earnings per share is based on the weighted average number of shares in issue after taking into account the effect of the share swap under which 69,990,000 shares of the Company were issued in exchange for the 5,100 shares of Sundart Holdings pursuant to the group reorganisation and adjusted for the 290,000,000 shares of the Company issued pursuant to the capitalisation issue on 3 August 2009.

The board of directors (the “Board”) of Sundart International Holdings Limited 承達國際控股有限公司 (the “Company”) hereby announces the audited consolidated annual results of the Company and its subsidiaries (collectively referred to as the “Group” or “Sundart”) for the year ended 31 March 2010 together with the comparative figures for the year ended 31 March 2009 as follows:

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 March 2010

		2010	2009
	<i>NOTES</i>	<u><i>HK\$'000</i></u>	<u><i>HK\$'000</i></u>
Revenue	3	1,708,136	1,465,230
Cost of sales		(1,408,164)	(1,260,105)
Gross profit		299,972	205,125
Other income, other gains and losses	5	4,030	2,627
Administrative expenses		(49,449)	(35,659)
Other service costs		(20,534)	–
Other expenses		(4,720)	(1,656)
Listing expenses	6	(19,327)	–
Finance costs	7	(415)	(2,920)
Profit before taxation		209,557	167,517
Income tax expenses	8	(34,365)	(23,810)
Profit for the year attributable to owners of the Company	9	175,192	143,707
Other comprehensive income			
Exchange differences arising on translation of foreign operations		201	806
Total comprehensive income for the year attributable to the owners of the Company		175,393	144,513
Earnings per share			
Basic (HK cents)	11	40	40

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 March 2010

		2010	2009
	NOTES	HK\$'000	HK\$'000
Non-current assets			
Property, plant and equipment		6,872	6,000
Goodwill		746	746
Other intangible assets		6,752	–
		<u>14,370</u>	<u>6,746</u>
Current assets			
Amounts due from related companies	12	7,536	5,128
Trade and other receivables	13	91,304	314,919
Bills receivable	13	5,945	–
Amounts due from customers for contract work		150,090	70,056
Retentions receivable	13	134,873	114,914
Tax recoverable		92	43
Pledged bank deposits		–	809
Bank balances and cash		657,506	191,074
		<u>1,047,346</u>	<u>696,943</u>
Current liabilities			
Trade and other payables	14	224,013	353,520
Bills payable	14	–	2,291
Amount due to a related company	15	3,948	5,181
Amount due to a jointly controlled entity		6,354	–
Amounts due to customers for contract work		15,410	15,512
Tax payable		28,380	35,017
Bank borrowings		1,667	26,667
		<u>279,772</u>	<u>438,188</u>
Net current assets		<u>767,574</u>	<u>258,755</u>
Total assets less current liabilities		<u><u>781,944</u></u>	<u><u>265,501</u></u>
Capital and reserves			
Share capital		4,800	40
Reserves		776,772	263,437
		<u>781,572</u>	<u>263,477</u>
Non-current liabilities			
Bank borrowings		–	1,667
Deferred taxation		372	357
		<u>372</u>	<u>2,024</u>
		<u><u>781,944</u></u>	<u><u>265,501</u></u>

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS:

1. GROUP RESTRUCTURING AND BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS

The Company was incorporated as an exempted company and registered in the Cayman Islands with limited liability under the Companies Law, Cap 22 (Laws of 1961, as consolidated and revised) of the Cayman Islands on 27 April 2009. The addresses of the registered office and principal place of business of the Company are Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands and 7th Floor, Millennium City 3, 370 Kwun Tong Road, Kowloon, Hong Kong, respectively.

Pursuant to the group reorganisation to rationalise the structure of the Group in preparation for the listing of the Company's shares on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") (the "Listing"), the Company acquired the entire issued capital of Sundart Holdings Limited ("Sundart Holdings") by issuing 69,990,000 shares of HK\$0.01 each to Tiger Crown Limited, Scenemay Holdings Limited, Mr. Ng Tak Kwan, Mr. Leung Kai Ming ("Mr. Leung") and Mr. Wong Kim Hung, Patrick (collectively referred to as the "Vendors"), in proportion to their respective holding in Sundart Holdings and became the holding company of the Group on 3 August 2009. Details of the group reorganisation were set out in the section headed "History, Reorganisation and Group Structure" of the prospectus dated 11 August 2009 issued by the Company. The acquisition of Sundart Holdings by the Company is a group reorganisation where the Company is interspersed between the Vendors and Sundart Holdings. The consolidated financial statements of the Group are prepared as a continuation of Sundart Holdings and its subsidiaries. Comparative information presented in the consolidated financial statements represents the financial information of Sundart Holdings and its subsidiaries.

The shares of the Company have been listed on the Stock Exchange since 21 August 2009.

The Company acts as an investment holding company and provides corporate management services.

The consolidated financial statements are presented in Hong Kong Dollars, which is also the functional currency of the Company.

The consolidated financial statements have been prepared under the historical cost basis and in accordance with the Hong Kong Financial Reporting Standards ("HKFRS") issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA"). In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") and Hong Kong Companies Ordinance.

2. APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

The following new and revised standards, amendments and interpretations ("new and revised HKFRSs") issued by the HKICPA were adopted in preparing the consolidated financial statements of the Group in the current year.

HKAS 1 (Revised 2007)	Presentation of financial statements
HKAS 23 (Revised 2007)	Borrowing costs
HKAS 32 & 1 (Amendments)	Puttable financial instruments and obligations arising on liquidation
HKFRS 1 & HKAS 27 (Amendments)	Cost of an investment in a subsidiary, jointly controlled entity or associate
HKFRS 2 (Amendment)	Vesting conditions and cancellations
HKFRS 7 (Amendment)	Improving disclosures about financial instruments
HKFRS 8	Operating segments
HK(IFRIC)-INT 9 & HKAS 39 (Amendments)	Embedded derivatives
HK(IFRIC)-INT 13	Customer loyalty programmes
HK(IFRIC)-INT 15	Agreements for the construction of real estate

HK(IFRIC)-INT 16	Hedges of a net investment in a foreign operation
HK(IFRIC)-INT 18	Transfers of assets from customers
HKFRSs (Amendments)	Improvements to HKFRSs issued in 2008, except for the amendment to HKFRS 5 that is effective for annual periods beginning on or after 1 July 2009
HKFRSs (Amendments)	Improvements to HKFRSs issued in 2009 in relation to the amendment to paragraph 80 of HKAS 39

Except as described below, the adoption of these new and revised HKFRSs had no material effect on the consolidated financial statements of the Group.

New and revised HKFRSs affecting presentation and disclosure only

HKAS 1 (Revised 2007) Presentation of financial statements

HKAS 1 (Revised 2007) has introduced terminology changes (including revised titles for the financial statements) and changes in the format and content of the financial statements. However, HKAS 1 (Revised 2007) has had no impact on the reported results or financial position of the Group.

Improving disclosures about financial instruments (amendments to HKFRS 7 Financial instruments: Disclosures)

The amendments to HKFRS 7 expand the disclosures required in relation to fair value measurements in respect of financial instruments which are measured at fair value. The Group has not provided comparative information for the expanded disclosures in accordance with the transitional provision set out in the amendments.

HKFRS 8 Operating segments

HKFRS 8 is a disclosure standard that requires the identification of operating segments to be performed on the same basis as financial information that is reported internally for the purpose of allocating resources between segments and assessing their performance.

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

HKFRSs (Amendments)	Amendment to HKFRS 5 as part of Improvements to HKFRSs 2008 ¹
HKFRSs (Amendments)	Improvements to HKFRSs 2009 ²
HKFRSs (Amendments)	Improvements to HKFRSs 2010 ³
HKAS 24 (Revised)	Related party disclosure ⁴
HKAS 27 (Revised)	Consolidated and separate financial statements ¹
HKAS 32 (Amendment)	Classification of right issues ⁵
HKAS 39 (Amendment)	Eligible hedged items ¹
HKFRS 1 (Amendment)	Additional exemptions for first-time adopters ⁶
HKFRS 1 (Amendment)	Limited exemption from comparative HKFRS 7 disclosures for first-time adopters ⁷
HKFRS 2 (Amendments)	Group cash-settled share-based payments transactions ⁶
HKFRS 3 (Revised)	Business combinations ¹
HKFRS 9	Financial instruments ⁸
HK(IFRIC)-Int 14 (Amendment)	Prepayments of a minimum funding requirement ⁴
HK(IFRIC)-Int 17	Distributions of non-cash assets to owners ¹
HK(IFRIC)-Int 19	Extinguishing financial liabilities with equity instruments ⁷

- ¹ Effective for annual periods beginning on or after 1 July 2009.
- ² Amendments that are effective for annual periods beginning on or after 1 July 2009 and 1 January 2010, as appropriate.
- ³ Amendments that are effective for annual periods beginning on or after 1 July 2010 and 1 January 2011, as appropriate.
- ⁴ Effective for annual periods beginning on or after 1 January 2011.
- ⁵ Effective for annual periods beginning on or after 1 February 2010.
- ⁶ Effective for annual periods beginning on or after 1 January 2010.
- ⁷ Effective for annual periods beginning on or after 1 July 2010.
- ⁸ Effective for annual periods beginning on or after 1 January 2013.

The adoption of HKFRS 3 (Revised) may affect the Group's accounting for business combinations for which the acquisition dates are on or after 1 April 2010. HKAS 27 (Revised) will affect the accounting treatment for changes in the Group's ownership interest in a subsidiary.

In addition, as part of Improvements to HKFRSs issued in 2009, HKAS 17 "Leases" has been amended in relation to the classification of leasehold land. The amendments will be effective from 1 January 2010, with earlier application permitted. Before the amendments to HKAS 17, leases were required to classify leasehold land as operating leases and presented as prepaid lease payments in the consolidated statement of financial position. The amendments have removed such a requirement. Instead, the amendments require the classification of leasehold land to be based on the general principles set out in HKAS 17, that are based on the extent to which risks and rewards incidental to ownership of a leased asset lie with the lessor or the lessee. The application of the amendments to HKAS 17 might affect the classification of the Group's leasehold land.

The directors of the Company anticipate that the application of other new and revised standards, amendments or interpretations will have no material impact on the consolidated financial statements of the Group.

3. REVENUE

Revenue represents the net amounts received and receivable for fitting-out works rendered and sourcing and distribution of interior decorative materials by the Group to outside customers, net of discounts.

An analysis of the Group's revenue for the year is as follows:

	<u>2010</u>	<u>2009</u>
	<i>HK\$'000</i>	<i>HK\$'000</i>
Contract revenue from fitting-out works	1,674,849	1,465,230
Sourcing and distribution of interior decorative materials	33,287	–
	<u>1,708,136</u>	<u>1,465,230</u>

4. SEGMENT INFORMATION

The Group has adopted HKFRS 8 Operating Segments with effect from 1 April 2009. HKFRS 8 requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision makers for the purpose of allocating resources to segments and assessing their performance. In contrast, the predecessor Standard (HKAS 14 Segment Reporting) required an entity to identify two sets of segments (business and geographical) using a risks and returns approach.

The Group's primary reporting format under HKAS 14 was geographical segments by location of customers. The application of HKFRS 8 has not resulted in a redesignation of the Group's reportable segments as compared with the primary reportable segments determined in accordance with HKAS 14 nor has the adoption of HKFRS 8 changed the basis of measurement of segment profit or loss.

The Company's executive directors are the chief operating decision makers as they collectively make strategic decisions towards the Group's operations. The Group is principally operating in three geographical areas – Hong Kong, Macau and the People's Republic of China (the "PRC").

Information reported to the Company's executive directors for the purpose of resources allocation and assessment of performance focuses on the geographical areas (e.g. Hong Kong, Macau and the PRC) for fitting-out works. During the year, the Group recommences sourcing and distribution of interior decorative materials which was operated separately from the fitting-out business. The financial information of the sourcing and distribution of interior decorative materials is reported separately to the chief operating decision makers. The Group's operating segments under HKFRS 8 are therefore as follows:

- (a) Fitting-out works in Hong Kong;
- (b) Fitting-out works in Macau;
- (c) Fitting-out works in the PRC; and
- (d) Sourcing and distribution of interior decorative materials.

Segment revenue and results

The following is an analysis of the Group's revenue and results by operating segment.

For the year ended 31 March 2010

	Fitting-out works in Hong Kong	Fitting-out works in Macau	Fitting-out works in the PRC	Sourcing and distribution of interior decorative materials	Elimination	Consolidated
	<u>HK\$'000</u>	<u>HK\$'000</u>	<u>HK\$'000</u>	<u>HK\$'000</u>	<u>HK\$'000</u>	<u>HK\$'000</u>
Revenue						
External revenue	859,998	692,336	122,515	33,287	–	1,708,136
Inter-segment revenue	–	–	–	46,117	(46,117)	–
Total	<u>859,998</u>	<u>692,336</u>	<u>122,515</u>	<u>79,404</u>	<u>(46,117)</u>	<u>1,708,136</u>

Inter-segment revenue is charged at prevailing market rates.

Segment profit	109,459	151,790	3,477	3,012	–	267,738
Corporate expenses						(59,372)
Corporate income						1,606
Finance costs						(415)
Profit before taxation						209,557
Income tax expenses						(34,365)
Profit for the year						<u>175,192</u>

For the year ended 31 March 2009

	Fitting-out works in Hong Kong	Fitting-out works in Macau	Fitting-out works in the PRC	Consolidated
	<u>HK\$'000</u>	<u>HK\$'000</u>	<u>HK\$'000</u>	<u>HK\$'000</u>
Revenue				
External revenue	867,908	547,786	49,536	1,465,230
Segment profit (loss)	118,676	66,463	(3,900)	181,239
Corporate expenses				(11,734)
Corporate income				932
Finance costs				(2,920)
Profit before taxation				167,517
Income tax expenses				(23,810)
Profit for the year				<u>143,707</u>

Segment profit (loss) represents the profit earned by (loss from) each segment, excluding income and expenses of the corporate function, including certain other income, certain administrative expenses, other service costs, certain other expenses, listing expenses and finance costs. This is the measure reported to the Company's executive directors for the purpose of resource allocation and assessment of segment performance.

Segment assets and liabilities

The following is an analysis of the Group's assets and liabilities by operating segment presented to the Company's executive directors.

	<u>2010</u>	<u>2009</u>
	<i>HK\$'000</i>	<i>HK\$'000</i>
Segment assets		
Fitting-out works in Hong Kong	233,924	287,417
Fitting-out works in Macau	113,586	187,748
Fitting-out works in the PRC	33,630	29,502
Sourcing and distribution of interior decorative materials	21,424	–
	<hr/>	<hr/>
Total segment assets	402,564	504,667
Unallocated corporate assets		
– Property, plant and equipment	514	–
– Other receivables	1,040	7,096
– Tax recoverable	92	43
– Pledged banks deposits	–	809
– Banks balances and cash	657,506	191,074
	<hr/>	<hr/>
Total consolidated assets of the Group	<u>1,061,716</u>	<u>703,689</u>
Segment liabilities		
Fitting-out works in Hong Kong	165,447	181,800
Fitting-out works in Macau	41,254	163,298
Fitting-out works in the PRC	32,028	30,199
Sourcing and distribution of interior decorative materials	2,999	–
	<hr/>	<hr/>
Total segment liabilities	241,728	375,297
Unallocated corporate liabilities		
– Other payables	1,643	1,207
– Amount due to a joint controlled entity	6,354	–
– Tax payable	28,380	35,017
– Banks borrowings	1,667	28,334
– Deferred taxation	372	357
	<hr/>	<hr/>
Total consolidated liabilities of the Group	<u>280,144</u>	<u>440,212</u>

For the purposes of monitoring segment performances and allocating resources between segments:

All assets are allocated to operating segments other than certain property, plant and equipment, certain other receivables, tax recoverable, pledged bank deposits and bank balances and cash which are commonly used by different segments or used for corporate operation.

All liabilities are allocated to operating segments other than certain other payables, amount due to a jointly controlled entity, tax payable, bank borrowings and deferred taxation which are corporate liabilities.

Other segment information

For the year ended 31 March 2010

	Fitting-out works in Hong Kong	Fitting-out works in Macau	Fitting-out works in the PRC	Sourcing and distribution of interior decorative materials	Unallocated	Consolidated
	<u>HK\$'000</u>	<u>HK\$'000</u>	<u>HK\$'000</u>	<u>HK\$'000</u>	<u>HK\$'000</u>	<u>HK\$'000</u>
Amounts included in the measure of segment profit or segment assets:						
Additions of property, plant and equipment	551	10	704	70	608	1,943
Additions of other intangible assets	–	–	–	8,438	–	8,438
Depreciation of property, plant and equipment	321	241	330	13	94	999
Amortisation of other intangible assets	–	–	–	1,686	–	1,686
Loss on disposal of property, plant and equipment	–	–	91	–	–	91
Other service costs	–	–	–	–	20,534	20,534
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>

For the year ended 31 March 2009

	Fitting-out works in Hong Kong	Fitting-out works in Macau	Fitting-out works in the PRC	Sourcing and distribution of interior decorative materials	Unallocated	Consolidated
	<u>HK\$'000</u>	<u>HK\$'000</u>	<u>HK\$'000</u>	<u>HK\$'000</u>	<u>HK\$'000</u>	<u>HK\$'000</u>
Amounts included in the measure of segment profit or loss or segment assets:						
Additions of property, plant and equipment	380	701	435	–	–	1,516
Depreciation of property, plant and equipment	263	201	289	–	–	753
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>

Geographical information

The management has categorised the sales by location of customers as follows:

	<u>2010</u>	<u>2009</u>
	<i>HK\$'000</i>	<i>HK\$'000</i>
Hong Kong	862,512	867,908
Macau	695,815	547,786
The PRC	122,515	49,536
Qatar	19,850	–
United States of America (“USA”)	7,414	–
Others	30	–
	<u>1,708,136</u>	<u>1,465,230</u>

Included in the revenue by location of customers, approximately HK\$3,479,000 (2009: Nil), HK\$19,850,000 (2009: Nil), HK\$7,414,000 (2009: Nil) and HK\$30,000 (2009: Nil) from Macau, Qatar, USA and others respectively are attributed to customers from foreign countries of the respective group entity.

The Group’s information about its non-current assets by geographical location of the assets or by the location of the related operations are detailed below:

	<u>2010</u>	<u>2009</u>
	<i>HK\$'000</i>	<i>HK\$'000</i>
Hong Kong	8,256	1,217
Macau	319	550
The PRC	5,281	4,979
Qatar	514	–
	<u>14,370</u>	<u>6,746</u>

All non-current assets of the Group are located in the respective group entity’s country of domicile.

Information about major customers

Revenues from customers of the corresponding years contributing over 10% of the total revenue of the Group are as follows:

	<u>2010</u>	<u>2009</u>
	<i>HK\$'000</i>	<i>HK\$'000</i>
Customer A (<i>Note 1</i>)	578,271	588,486
Customer B (<i>Note 2</i>)	426,314	243,467
Customer C (<i>Note 2</i>) (<i>Note 3</i>)	222,030	N/A

Notes:

- (1) Revenue from fitting-out works in Hong Kong.
- (2) Revenue from fitting-out works in Macau.
- (3) The corresponding revenue did not contribute over 10% of the total revenue of the Group for the year ended 31 March 2009.

5. OTHER INCOME, OTHER GAINS AND LOSSES

	<u>2010</u> <i>HK\$'000</i>	<u>2009</u> <i>HK\$'000</i>
Other income		
Interest income	1,063	932
Others	1,406	1,691
	<u>2,469</u>	<u>2,623</u>
Other gains and losses		
Net foreign exchange gains (losses)	1,652	(4)
(Loss) gain on disposal of property, plant and equipment	(91)	8
	<u>1,561</u>	<u>4</u>
	<u><u>4,030</u></u>	<u><u>2,627</u></u>

6. LISTING EXPENSES

The amount represents professional fees and other expenses related to the Listing. Transaction costs are accounted for as a deduction from equity to the extent they are incremental costs directly attributable to issue of shares that otherwise would have been avoided. HKAS 32 Financial Instruments: Presentation requires transaction costs that relate jointly to more than one transaction to be allocated to those transactions using a basis of allocation that is rational and consistent with similar transaction. Other listing expenses are recognised as an expense in profit or loss.

7. FINANCE COSTS

Finance costs represent interest on bank borrowings wholly repayable within five years.

8. INCOME TAX EXPENSES

	<u>2010</u>	<u>2009</u>
	<i>HK\$'000</i>	<i>HK\$'000</i>
Current tax		
Hong Kong Profits Tax	16,018	15,940
Macau Profits Complementary Tax	18,425	7,999
PRC Enterprise Income Tax	5	–
	<u>34,448</u>	<u>23,939</u>
(Over)underprovision in prior years		
Hong Kong Profits Tax	(188)	(31)
Macau Profits Complementary Tax	92	–
	<u>(96)</u>	<u>(31)</u>
Deferred taxation		
Current year	13	(98)
	<u>34,365</u>	<u>23,810</u>

On 26 June 2008, the Hong Kong Legislative Council passed the Revenue Bill 2008 which reduced corporate profits tax rate from 17.5% to 16.5% effective from the year of assessment 2008/2009. Therefore, Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profits for both years.

Macau Profits Complementary Tax is calculated at the progressive rates from 9% to 12% of the estimated assessable profits for both years.

Under the Law of the PRC on Enterprise Income Tax (the “EIT Law”) and Implementation Regulation of the EIT Law, the applicable tax rate of a PRC subsidiary, Sundart Engineering & Contracting (Beijing) Limited is 25% effective from 1 January 2008 onwards.

9. PROFIT FOR THE YEAR

	<u>2010</u> <i>HK\$'000</i>	<u>2009</u> <i>HK\$'000</i>
Profit for the year has been arrived at after charging (crediting):		
Auditor's remuneration	1,972	650
Depreciation of property, plant and equipment	999	753
Amortisation of other intangible assets	1,686	–
	<hr/>	<hr/>
Total depreciation and amortisation	2,685	753
Cost of inventories recognised as expense	28,422	–
Contract costs recognised as expense	1,379,742	1,260,105
Operating lease payments in respect of rented properties	5,057	5,228
Staff costs		
– Gross staff costs (including directors' emoluments)	82,783	73,142
– Other service costs	20,534	–
Less: Staff costs capitalised to contract costs	(53,160)	(51,423)
	<hr/>	<hr/>
	50,157	21,719
	<hr/> <hr/>	<hr/> <hr/>

10. DIVIDENDS

On 3 December 2008 and 11 March 2009, Sundart Holdings declared interim dividends of HK\$8,431 and HK\$13,725 per share amounting to HK\$43,000,000 and HK\$70,000,000 in total respectively. The aggregate amount of HK\$113,000,000 was distributed to the then shareholders according to their respective shareholdings and recognised as distributions.

Pursuant to the directors' meeting of Sundart Holdings on 30 July 2009, interim dividends of HK\$23,529 per share amounting to HK\$120,000,000 in total, were declared and distributed to the then shareholders according to their respective shareholdings on 5 August 2009.

Pursuant to the directors' meeting of the Company on 10 December 2009, interim dividends of HK8.5 cents per share amounting to HK\$40,800,000 in total, were declared and distributed to the shareholders according to their respective shareholdings on 28 December 2009.

A final dividend of HK9.5 cents per share with an aggregate amount of HK\$45,600,000 has been proposed by the directors and is subject to approval by the shareholders in the forthcoming annual general meeting.

11. EARNINGS PER SHARE

The calculation of the basic earnings per share in respect of the year ended 31 March 2010 is based on the consolidated profit attributable to owners of the Company and on the weighted average number of shares as follows:

	<u>2010</u>	<u>2009</u>
Weighted average number of ordinary shares issued	433,272,929	359,948,571
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Note: The number of shares for the purpose of calculating basic earnings per share is based on the weighted average number of shares in issue after taking into account the effect of the share swap under which 69,990,000 shares of the Company were issued in exchange for the 5,100 shares of Sundart Holdings pursuant to the group reorganisation and adjusted for the 290,000,000 shares of the Company issued pursuant to the capitalisation issue on 3 August 2009.

No diluted earnings per share information has been presented as there were no potential ordinary shares outstanding for both years.

12. AMOUNTS DUE FROM RELATED COMPANIES

	<u>2010</u>	<u>2009</u>
	<i>HK\$'000</i>	<i>HK\$'000</i>
Trade receivables:		
– Waldo Hotel Limited (“Waldo”) (<i>Note 1</i>)	3,000	5,128
Retentions receivable:		
– Giant World Corporation Limited (“Giant World”) (<i>Note 2</i>)	2,300	–
Purchase deposits paid:		
– Dongguan Sundart Timber Products Co., Ltd. (“DSTP”) (<i>Note 3</i>)	2,236	–
	<u>7,536</u>	<u>5,128</u>
Amounts due from related companies	<u>7,536</u>	<u>5,128</u>

Notes:

- (1) Waldo is controlled by Ms. Li Wing Yin, a beneficial shareholder of the Company.
- (2) This is a company in which Mr. Chan William, a director of the Company, has beneficial interest that gives him significant influence over this company.
- (3) This is a company in which Mr. Leung, a director of the Company, has beneficial interest that gives him control over this company.

The Group allows an average credit period of 30 days to its trade receivables due from related companies. All receivables due from a related company are aged within 30 days at the end of the reporting period.

As at 31 March 2010, all retentions receivable from a related company are expected to be recovered within twelve months.

13. OTHER FINANCIAL ASSETS

Trade and other receivables and retentions receivable at the end of the reporting period comprise receivables from third parties as follows:

	<u>2010</u> <i>HK\$'000</i>	<u>2009</u> <i>HK\$'000</i>
Trade and other receivables		
Trade receivables	56,484	237,122
Other receivables	34,820	77,797
	<u>91,304</u>	<u>314,919</u>

The Group allows an average credit period of 30 days to its trade customers. The following is an aged analysis of trade receivables (net of allowance for doubtful debts) at the end of the reporting period:

	<u>2010</u> <i>HK\$'000</i>	<u>2009</u> <i>HK\$'000</i>
1-30 days	42,881	218,674
31-60 days	1,064	7,185
61-90 days	2,731	5,865
Over 90 days	9,808	5,398
	<u>56,484</u>	<u>237,122</u>

Bills receivables

All bills receivable are aged within 60 days.

Retentions receivable

	<u>2010</u> <i>HK\$'000</i>	<u>2009</u> <i>HK\$'000</i>
Retentions receivable which:		
– will be recovered within twelve months	114,205	88,699
– will be recovered more than twelve months after the end of the reporting period	20,668	26,215
	<u>134,873</u>	<u>114,914</u>

14. OTHER FINANCIAL LIABILITIES

Trade and other payables at the end of the reporting period comprise amounts outstanding for trade purposes and daily operating costs. The average credit period taken for trade purchase is 30 days.

	<u>2010</u> <i>HK\$'000</i>	<u>2009</u> <i>HK\$'000</i>
Trade and other payables		
Contract creditors and suppliers	132,800	167,751
Retentions payable	69,753	58,728
	<hr/>	<hr/>
	202,553	226,479
Other payables	14,937	12,067
	<hr/>	<hr/>
Trade and other payables classified as financial liabilities	217,490	238,546
Non-financial liabilities		
Advances received from customers	1,275	105,519
Other non-financial liabilities	5,248	9,455
	<hr/>	<hr/>
Total	224,013	353,520
	<hr/> <hr/>	<hr/> <hr/>

As at 31 March 2010, retentions payable of approximately HK\$12,934,000 (2009: HK\$15,680,000) are expected to be paid after one year.

The aged analysis of contract creditors and suppliers is stated as follows:

	<u>2010</u> <i>HK\$'000</i>	<u>2009</u> <i>HK\$'000</i>
Trade payables:		
– 1-30 days	120,781	152,817
– 31-60 days	4,980	6,689
– 61-90 days	1,136	1,780
– Over 90 days	5,903	6,465
	<hr/>	<hr/>
	132,800	167,751
	<hr/> <hr/>	<hr/> <hr/>

Bills payable

As at 31 March 2009, bills payable are repayable within 90 days.

15. AMOUNT DUE TO A RELATED COMPANY

	<u>2010</u>	<u>2009</u>
	<i>HK\$'000</i>	<i>HK\$'000</i>
Trade payables:		
– DSTP	2,045	–
Retentions payable:		
– DSTP	1,903	–
Advances received for contract work		
– Giant World	–	5,181
	<u> </u>	<u> </u>
Amount due to a related company	<u>3,948</u>	<u>5,181</u>

The average credit period taken by the Group for trade purchases from its related company is 30 days. The following is an aged analysis of trade payables to a related company at the end of the reporting period:

	<u>2010</u>	<u>2009</u>
	<i>HK\$'000</i>	<i>HK\$'000</i>
1-30 days	1,984	–
31-60 days	49	–
61-90 days	12	–
	<u> </u>	<u> </u>
	<u>2,045</u>	<u> </u>

As at 31 March 2010, retentions payable to a related company is expected to be paid after one year.

REVIEW AND OUTLOOK

OVERVIEW

The year ended 31 March 2010 was a fruitful year for Sundart. The Company became a listed company on the Main Board of the Stock Exchange on 21 August 2009, registering net proceeds of HK\$457 million. The Listing greatly promoted Sundart's brand to Hong Kong and the global market, as the Company is the first listed company in the industry. The Listing also provided Sundart with a readily accessible and a sophisticated capital platform for Sundart's business development.

In addition, riding on the strong recovery of the gaming and hospitality industry in Macau and sound property market in Hong Kong, combining with appropriate business strategies, the Group recorded encouraging results during the year. The Group's turnover was HK\$1,708 million (2008/2009: HK\$1,465 million), while profit attributable to owners of the Company amounted to HK\$175 million (2008/2009: HK\$144 million). Excluding the HK\$19 million of the one-off listing expenses and the non-cash transaction amounted to HK\$21 million in respect of other service costs accounted for as share based payment transactions, which arising from the accounting standards, the profit of the Company is HK\$215 million. Basic earnings per share were HK40 cents (2008/2009: HK40 cents). The Board proposed a final dividend of HK9.5 cents per share. Adding the interim dividend of HK8.5 cents per share, the total dividend declared for the year after the Listing will be HK18.0 cents, representing the dividend payout ratio of 49.4%.

BUSINESS REVIEW

Fitting-out business

Hong Kong

Property market in Hong Kong underwent strong rebound after the financial tsunami. The trend of adding value to residences by high-end fitting-out continues as the launching of several high-end residential projects has drawn wide attention.

The Financial Secretary also proposed to form a committee to work on the “adaptive re-use of industrial buildings” program, and several applications have already been reported. The promotion of this program creates a redevelopment market, in which Sundart’s services and experience in high-end hotel and office fitting-out works will be welcomed in the process of decorating redeveloped properties.

While we possess an established reputation and a proven track record, and are able to capture opportunities, the Hong Kong market is getting more competitive. Hence, we have strived to maintain our competitiveness and the strong position we are currently enjoying by adopting flexible pricing strategies. For the year ended 31 March 2010, total revenue generated in the Hong Kong market was HK\$860 million (2008/2009: HK\$868 million).

To further extend the Group’s business scope, the Group entered into a provisional agreement to acquire a property located in Kwun Tong at a consideration of HK\$315 million on 31 May 2010. The Group is considering the options for the final usage including: (i) to renovate or build a new building for resale purpose or (ii) to resell the property when appropriate. We believe this acquisition can provide additional return to our shareholders.

Macau

The gaming and hospitality industry in Macau recovered following the subsidence of the financial tsunami, bringing along opportunities to the Group with the resumption of several previously suspended projects in Cotai. With our strong ties with casino operators and hotel owners, we are able to obtain tenders for these projects and maintain our leading position in the Macau market. For the year ended 31 March 2010, total revenue generated from the Macau market was HK\$692 million (2008/2009: HK\$548 million).

The PRC

In view of its strong and quick recovery after the financial tsunami, and the robust property market, the PRC is a major market that we will put more efforts to increase our exposure in the long term. Cities like Beijing, Shanghai, Tianjin, Chongqing and Hainan Province have great potentials and have already attracted many renowned developers to invest in. We believe that we can extend our long-established cooperation with Hong Kong and international developers, hotel owners and main contractors to the PRC market by providing high quality fitting-out services to their projects in the mainland. Hence, we set up a procurement center and a branch office in Shenzhen to seek and secure such opportunities and we hired local staff to enhance our competitiveness amongst local peers. During the year, we have completed the Ritz-Carlton Hotel as well as the Hong Kong Pavilion in EXPO 2010 in Shanghai. We have started fitting-out works for mock-up rooms of several large projects in the PRC and were recently awarded a new contract of a shopping arcade located in Tianjin.

Other markets

We have been seeking expansion opportunities in a prudent manner. The Group has set up a joint venture in Qatar in May 2009 and successfully secured a number of purchase orders of supplying pre-fabricated finishing components during the year. While Dubai was suffering from financial crisis during the year, Qatar and Abu Dhabi, the markets we have been focusing on, were not affected but the developments there have been slowed down. Nonetheless we will remain cautious when developing in this region.

Future Prospects

Hong Kong

We believe that ample opportunities are present in Hong Kong's construction and fitting-out market for there are 10 mega infrastructures coming and the residential property market is robust. Also, the "adaptive re-use" of old industrial buildings promoted by the government in the Policy Address provides a large market for the fitting-out industry, given that the land supply in Hong Kong for new buildings is getting increasingly limited and lower development cost for converting these buildings into other usages of higher value, which we are confident that will attract considerable investment. Furthermore, developers are likely to continue to deliver "premium residences" by adopting luxurious and stylish fitting-out to add higher value to their products.

Macau

The gaming and hospitality industry in Macau has been recovering, and a number of suspended projects have been resumed. We believe that Macau will continue to be one of the top gaming cities in Asia and the world, thus driving the development and furnishing of casinos and hotels. We are confident in keeping the momentum in Macau by securing these projects in the coming years. Same as Hong Kong, we will actively seek usage conversion and renovation opportunities in Macau. However, shortage of labor in the city may impede construction progress of some projects. Also, the phenomenon in 2007 and 2008, where hotel owners rushed to open casinos and were willing to pay a premium for urgent projects, was absent. Therefore, the profit margin in this market will return to a normal level.

The PRC

The PRC will be a key market offering an enormous opportunity for developers, and hence, Sundart. We will step up efforts in seeking cooperation with leading Hong Kong and international developers for projects in the mainland, and we are aiming at high growth cities and focusing on high-end hotel and commercial projects such as shopping arcades.

Other markets and business segments

We will continue cautious development in the Middle East, carefully selecting and securing 1 to 2 projects every year. We have recently secured a fitting-out contract in Abu Dhabi and this project will be our first showcase in the Middle East market while our business focus in Qatar will be the supplying of pre-fabricated finishing components.

We will also continue to explore other business segments in the supply chain in a view to broaden the income basis of the Group. We may extend to upstream businesses such as setting up our own pre-fabrication facilities, possible acquisitions of fitting-out material suppliers and/or fitting-out related businesses. The recent acquisition of a property in Kwun Tong is a downstream extension of our business.

FINANCIAL REVIEW

Overview

For the year ended 31 March 2010, the Group recorded a consolidated revenue and the gross profit of the Group were HK\$1,708 million (2008/2009: HK\$1,465 million) and HK\$300 million (2008/2009: HK\$205 million) respectively, whilst gross profit margin was 17.6% (2008/2009: 14.0%). The basic earnings per share was HK40 cents (2008/2009: HK40 cents).

As at 31 March 2010, total assets of the Group were HK\$1,062 million (31 March 2009: HK\$704 million) of which current assets were HK\$1,047 million (31 March 2009: HK\$697 million), representing 3.7 times (31 March 2009: 1.6 times) of current liabilities. The equity attributable to owners of the Company was HK\$782 million (31 March 2009: HK\$263 million).

During the year, the Company raised HK\$457 million from the Listing on 21 August 2009. Cash and cash equivalents of the Group was HK\$658 million as at 31 March 2010 (31 March 2009: HK\$191 million), whilst net cash inflow from operating activities was HK\$173 million (2008/2009: HK\$285 million).

Revenue and Gross Profit

During the year, the Group recorded a revenue of HK\$1,708 million (2008/2009: HK\$1,465 million) and achieved a gross profit of HK\$300 million (2008/2009: HK\$205 million). The revenue from fitting-out works was HK\$1,675 million (2008/2009: HK\$1,465 million), whilst HK\$33 million (2008/2009: Nil) was contributed from the sourcing and distribution of interior decorative materials.

Increase in revenue for the year ended 31 March 2010 as compared with the year ended 31 March 2009 was attributed to the increase of work done as a result from commencement or completion of certain sizable projects such as City of Dreams at Cotai, Serviced Apartments for Parcel 2 Cotai Resort Development in Macau and Residential Development Project at Ho Man Tin (Phase 2) in Hong Kong.

Segment Analysis

During the year, revenue was mainly generated from the fitting-out works in Hong Kong and Macau. The fitting-out works in Hong Kong and Macau contributed HK\$860 million and HK\$692 million on the Group's revenue respectively. The revenue from the fitting-out works in Hong Kong slightly decreased by 0.9%, while the revenue from fitting-out works in Macau increased by 26.3% as compared to last year. The revenue from the PRC segment also increased by 151.0% to HK\$123 million as compared to last year. The new sourcing and distribution of interior decorative materials segment contributed HK\$33 million to the Group during the year.

(1) Fitting-out works in Hong Kong

During the year, the revenue from the fitting-out works in Hong Kong remained stable with 0.9% decrease from HK\$868 million for the year ended 31 March 2009 to HK\$860 million for the year. While the gross profit was HK\$127 million for the year, with a slight decrement of HK\$4 million as compared to the year ended 31 March 2009. The gross profit margin slightly decreased from 15.1% for the year ended 31 March 2009 to 14.8% for the year. The reduction was because of the higher project costs incurred to implement the design and specification of certain projects.

(2) Fitting-out works in Macau

The revenue from the fitting-out works in Macau increased by 26.3% from HK\$548 million for the year ended 31 March 2009 to HK\$692 million for the year. The increase was attributed to the completion of certain sizable projects such as City of Dreams at Cotai and Serviced Apartments for Parcel 2 Cotai Resort Development.

The gross profit was HK\$158 million for the year, with an increment of HK\$87 million as compared to the year ended 31 March 2009. The gross profit margin increased from 13.0% for the year ended 31 March 2009 to 22.8% for the year because of the increase of the contract amount receivables from certain previously completed projects.

(3) Fitting-out works in the PRC

The revenue contributed by fitting-out works in the PRC increased by 151.0% from HK\$49 million for the year ended 31 March 2009 to HK\$123 million for the year which was due to the completion of Ritz-Carlton Hotel project. The achievement for the increase in revenue for the fitting-out works in the PRC enabled the Group to improve the PRC segment result by HK\$7 million during the year.

(4) Sourcing and distribution of interior decorative materials

During the year, the Group recommenced the sourcing and distribution of interior decorative materials business. The revenue and segment profit contributed by the sourcing and distribution of interior decorative materials was HK\$33 million and HK\$3 million respectively. Revenue was contributed by the orders from Qatar, USA, Hong Kong, Macau and others.

Administrative Expenses

Administrative expenses increased by 36.1% from HK\$36 million for the year ended 31 March 2009 to HK\$49 million for the year. The increase was mainly attributed to the increase in staff cost and trip expenses incurred for the expansion and exploration of the Group's business in the PRC market and the setting up of the new office in Qatar.

Other Service Costs

The other service costs represent the non-cash transactions on share-based payment to Mr. Leung.

Listing Expenses

Listing expenses represents the one-off expense of HK\$19 million in connection with the Listing that was charged to the consolidated statement of comprehensive income.

Finance Costs

Due to the continuous improvement in the net cash position of the Group during the year ended 31 March 2010, the finance costs reduced by 86.2% from HK\$2.9 million to HK\$0.4 million as compared to the year ended 31 March 2009.

Earnings Per Share

The calculation of the basic earnings per share is based on the profit for the year attributable to owners of the Company and on the weighted average number of ordinary shares issued during the year.

Major Projects in Progress

As at 31 March 2010, the Group had an estimated value of contracts to be completed of approximately HK\$1,120 million of which approximately HK\$456 million and HK\$613 million are fitting-out works in Hong Kong and Macau respectively while the remaining amount of approximately HK\$51 million are fitting-out works in the PRC and Abu Dhabi and overseas trade orders.

From 1 April 2010 up to the date of this announcement, there are 6 new projects awarded with a total contract value of approximately HK\$241 million of which approximately HK\$138 million, HK\$60 million and HK\$43 million are fitting-out works in Hong Kong, Macau and the PRC respectively.

The following are the major projects on hand as at the date of this announcement which are to be completed in the coming years by the Group:

Project name	Hotel	Residential	Commercial	Government Projects
Hong Kong				
1) Tai Wai Maintenance Centre Phase 3 Property Development		X		
2) Ma On Shan Area 77, Fitting-out Works for Typical Lobbies, Kitchen and Bathroom of Domestic Flats and Houses		X		
3) A Hotel located at Wellington Street – Alternation and Refurbishment Works	X			
4) Shopping Centre at Yau Tong Re-Development Phase 4			X	
5) Interior Fitting-out works to Typical Lift Lobbies and Shopping Arcade K.I.L. 11167 & 11168 West Kowloon		X		
6) Tamar Development Project				X
Macau				
1) Galaxy Resort & Casino Cotai City, Macau, 221-B1 (Okura Hotel)	X			
2) Galaxy Resort & Casino Cotai City, Macau, 221-B2 (Banyan Tree Hotel)	X			
3) Galaxy Resort & Casino Cotai City, Macau, 221A (Grand Galaxy Hotel)	X			
4) Galaxy Resort & Casino Cotai City, Suites Fitting-out Works (Grand Galaxy Hotel)	X			
The PRC				
1) Shopping Arcade at Tianjin			X	
Abu Dhabi				
1) City of Lights		X		

Corporate Finance and Risk Management

Liquidity and Financial Resources

As at 31 March 2010, the Group's total debt to total assets ratio was 0.19% (31 March 2009: 3.98%). The gearing ratio (net debt to equity attributable to owners of the Company) was nil as at 31 March 2010 and 31 March 2009 as the Group has net cash (bank balances and cash less total debt) of HK\$656 million as at 31 March 2010 (31 March 2009: HK\$163 million). The gearing structure is set out below:

	As at 31 March 2010	As at 31 March 2009
Total debt (HK\$ million) (note)	2	28
Net debt (HK\$ million) (note)	–	–
Total assets (HK\$ million)	1,062	704
Equity attributable to the owners of the Company (HK\$ million)	782	263
Total debt/Total assets	0.19%	3.98%
Net debt/Equity attributable to the owners of the Company	–	–

Note: Total debt represents the total interest-bearing borrowings. Net debt is defined as total debt less bank balances and cash. A zero balance of net debt represents that the bank balances and cash exceeded total debt at the end of the reporting period.

The management and control of the Group's financial, capital management and external financing functions are centralised at the headquarters in Hong Kong. The Group has been adhering to the principle of prudent financial management in order to minimise financial and operational risks.

The Group mainly relies upon internally generated funds and bank borrowings to finance its operations and expansion. The net proceeds of HK\$457 million raised from the Listing has enlarged the capital base of the Group and strengthened the Group's financial position thereby facilitating the expansion of the fitting-out business in markets outside Hong Kong and Macau and the setting up of pre-fabrication facilities.

As at 31 March 2010, the Group had bank balances and cash of HK\$658 million (31 March 2009: HK\$191 million) while bank borrowings was HK\$2 million (31 March 2009: HK\$28 million). The Group's total current assets increased from HK\$697 million as at 31 March 2009 to HK\$1,047 million as at 31 March 2010, while total current liabilities decreased from HK\$438 million as at 31 March 2009 to HK\$280 million as at 31 March 2010. As a result, the current ratios was improved from 1.6 as at 31 March 2009 to 3.7 as at 31 March 2010.

As at 31 March 2010, the Group had net cash of HK\$656 million, together with the unutilised banking facilities (including the bank guarantee, trade credit and revolving loan), the Group has sufficient financial resources to meet the funding requirements for business development opportunities in Hong Kong, Macau, the PRC and overseas markets. The Group will cautiously seek for development opportunities with a view to balance the risk and opportunity in maximising shareholders' value.

Future Plans for Investment and Event after the Reporting Period

On 31 May 2010, the Group entered into a provisional sale and purchase agreement with Malleson Limited for the acquisition of a property located at Kwun Tong Inland Lot No. 526, Elite Industrial Building, 135-137 Hoi Bun Road, Kwun Tong, Kowloon, Hong Kong at a consideration of HK\$315 million. The consideration will be financed by a combination of internal resources of the Group and bank financing. Details are set out in the Company's announcements dated 1 June 2010 and 10 June 2010 and the Company's circular dated 5 July 2010. It has not been completed at the date of this announcement.

The acquisition is a harbour side property in Kwun Tong which has tremendous development potential due to its location and its proximity to the government planning of the use of land of the former airport. The Group plans to acquire the property for investment purposes and is considering the options for the final usage including: (i) to renovate or build a new building for resale purpose or (ii) to resell the property when appropriate. Taking into account the above factors, the directors consider that the terms of the acquisition are fair and reasonable and the acquisition is in the interests of the shareholders and the Company as a whole.

EMPLOYEES AND REMUNERATION POLICY

As at 31 March 2010, the Group had approximately 270 full-time employees and the total remuneration of the employees (including the directors' remuneration) were HK\$50 million for the year (2008/2009: HK\$22 million). The increase in total remuneration of the employees was mainly due to the other service costs and increase in number and average salaries of the employees. The Group offers an attractive remuneration policy. The Group also provides external training programmes which are complementary to certain job functions.

SCOPE OF WORK OF MESSRS. DELOITTE TOUCHE TOHMATSU

The figures in respect of the Group's consolidated statement of financial position, consolidated statement of comprehensive income and the related notes thereto for the year ended 31 March 2010 as set out in the preliminary announcement have been agreed by the Group's auditor, Messrs, Deloitte Touche Tohmatsu, to the amounts set out in the Group's audited consolidated financial statements for the year. The work performed by Messrs. Deloitte Touche Tohmatsu in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the HKICPA and consequently no assurance has been expressed by Messrs. Deloitte Touche Tohmatsu on the preliminary announcement.

PROPOSED FINAL DIVIDEND

A final dividend of HK9.5 cents per share for the year ended 31 March 2010 with an aggregate amount of HK\$45,600,000 has been proposed by the Board and is subject to approval by the shareholders in the forthcoming annual general meeting.

Upon approval by the shareholders, the proposed final dividend will be paid on 21 September 2010 to the shareholders of the Company whose name appeared on the Company's register of members as at 10 September 2010.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from 13 September 2010 to 16 September 2010, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for the proposed final dividend, all share transfer documents accompanied by the relevant share certificates, must be lodged with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, at 26/F., Tesbury Centre, 28 Queen's Road East, Hong Kong, no later than 4:30 p.m. on 10 September 2010.

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

Shares of the Company were listed on 21 August 2009 and the Company and its subsidiaries did not purchase, sell or redeem any of the Company's listed securities during the period from 21 August 2009 to 31 March 2010.

CORPORATE GOVERNANCE

During the period from 21 August 2009 to 31 March 2010, the Company had complied with the code provisions and certain recommended best practices as set out in the Code on Corporate Governance Practices contained in Appendix 14 to the Listing Rules.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted a code of conduct regarding securities transactions of the directors of the Company (the "Securities Code") with standards no less exacting than that of the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Listing Rules.

Having made specific enquiries, all of the directors of the Company confirmed that they have complied with the Securities Code and the Model Code throughout the period from 21 August 2009 to 31 March 2010.

AUDIT COMMITTEE REVIEW

The Audit Committee, comprises all the three independent non-executive directors, namely Mr. HO Kwok Wah, George (Chairman of the Audit Committee), Mr. TO King Yan, Adam and Mr. WONG Hoi Ki with the chairman of which possesses the appropriate professional qualifications and accounting expertise. The Company's annual results for the year ended 31 March 2010 have been reviewed by the Audit Committee.

PUBLICATION OF RESULTS ANNOUNCEMENT

This results announcement is available for viewing on the website of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.sundart.com>) and the annual report for the year ended 31 March 2010 of the Company containing all the information required by the Listing Rules will be despatched to the Company's shareholders and published on the above websites in due course.

APPRECIATION

On behalf of the Board, I would like to express my gratitude towards the support and advice of our shareholders and business partners, for their recognition of the Company's direction and strategies of development, as well as the devotion and enthusiasm of our staff in all scopes of tasks. They all helped to drive the Company towards perfection. We, the Board and all the Company's staff, will continue to dedicate ourselves to refine our services and products to maximise the returns of our shareholders.

On behalf of the Board
Sundart International Holdings Limited
承達國際控股有限公司
CHAN, William
Chairman

Hong Kong, 9 July 2010

As at the date of this announcement, the Board comprises Mr. CHAN William (Chairman), Mr. NG Tak Kwan (Chief Executive Officer), Mr. LEUNG Kai Ming, Mr. WONG Kim Hung, Patrick and Mr. YIP Chun Kwok as executive directors and Mr. TO King Yan, Adam, Mr. WONG Hoi Ki and Mr. HO Kwok Wah, George as independent non-executive directors.