



FIRST
QUARTERLY
REPORT

2014



GREAT WORLD
COMPANY HOLDINGS LTD
世大控股有限公司

(incorporated in the Cayman Islands with limited liability)
Stock Code: 8003

CHARACTERISTICS OF THE GROWTH ENTERPRISE MARKET (“GEM”) OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

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

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

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

HIGHLIGHTS

- Turnover was approximately HK\$373,000 for the three months ended 30 June 2014, compared with a turnover of approximately HK\$388,000 for the corresponding period of last year.
- Loss attributable to owners of the Company for the three months ended 30 June 2014 was approximately HK\$2,287,000, versus a loss attributable to owners of the Company of approximately HK\$2,478,000 for the corresponding period of last year.
- The Board does not recommend the payment of quarterly dividend for the three months ended 30 June 2014 (three months ended 30 June 2013: Nil).

RESULTS

The board of directors (the "Board") of Great World Company Holdings Ltd (the "Company") presents the financial information of the Company and its subsidiaries (the "Group"), comprising the consolidated statement of profit or loss and consolidated statement of profit or loss and other comprehensive income of the Group for the three months ended 30 June 2014, all of which are unaudited and in condensed format, (collectively referred to as the "Unaudited Condensed Financial Statements") along with selected explanatory notes and comparative information as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

		(Unaudited)	
		Three months ended 30 June	
	<i>Notes</i>	2014	2013
		HK\$'000	HK\$'000
Turnover	2	373	388
Direct costs		(389)	(284)
Gross profit/(loss)		(16)	104
Other revenue	2	3	2
Selling and distribution costs		–	(14)
Administrative and other operating expenses		(1,780)	(2,127)
Finance costs		(695)	(628)
Loss before tax	4	(2,488)	(2,663)
Income tax credit	5	201	185
Loss for the period		(2,287)	(2,478)
Loss for the period attributable to owners of the Company		(2,287)	(2,478)
Loss per share	6		
– Basic and diluted		HK(0.20) cents	HK(0.22) cents

**CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER
COMPREHENSIVE INCOME****(Unaudited)**
Three months ended 30 June

	2014 HK\$'000	2013 HK\$'000
Loss for the period	(2,287)	(2,478)
Other comprehensive income:		
Items that may be reclassified subsequently to profit or loss		
– Exchange differences arising on translation of foreign operations during the period	90	1,074
Other comprehensive income for the period, net of tax	90	1,074
Total comprehensive loss for the period	(2,197)	(1,404)
Total comprehensive loss attributable to owners of the Company	(2,197)	(1,404)

NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS

1. Basis of preparation

The amounts included in the Unaudited Condensed Consolidated Financial Statements have been computed based on the recognition and measurement requirements in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and accounting principles generally accepted in Hong Kong. The financial information also comply with the applicable disclosure provisions of Chapter 18 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited.

The accounting policies and methods of computation adopted are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31 March 2014.

In the current period, the Group has adopted all the new and revised Hong Kong Financial Reporting Standards ("HKFRSs") issued by the HKICPA that are relevant to its operations and effective for its accounting year beginning on 1 April 2014. HKFRSs comprise Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and Interpretations. The adoption of these new and revised HKFRSs did not result in significant changes to the Group's accounting policies and results reported for the current or prior accounting periods.

The Group has not applied the new and revised HKFRSs, which have been issued and are not yet effective, but is in the process of assessing their impact on the Group's results of operations and financial position.

The financial information are unaudited but have been reviewed by the Company's audit committee.

2. Revenue

	(Unaudited)	
	Three months ended 30 June	
	2014	2013
	HK\$'000	HK\$'000
Turnover		
Processing income	373	388
	373	388
Other revenue		
Bank interest income	–	2
Sundry income	3	–
	3	2
Total revenue	376	390

3. Segment information

The Group determines its operating segments based on the reports reviewed by the chief operating decision makers that are used to make strategic decisions.

The Group's reportable segments under HKFRS 8 are as follows:

Iron mine business	Exploration, mining and processing of iron ore
Property business	Property investment and development, operating and managing residential and commercial properties

These segments are managed separately as they belong to different industries and require different operating systems and strategies. There were no sales or other transactions between those reportable segments. Information regarding the Group's reportable segments is presented below:

(a) Segment revenue, profit or loss and other selected financial information

	(Unaudited) Three months ended 30 June 2014		
	Iron mine business HK\$'000	Property business HK\$'000	Total HK\$'000
Revenue from external customers	373	-	373
Interest income	-	-	-
Depreciation	(112)	(2)	(114)
Total loss of reportable segments	(130)	(341)	(471)
Income tax credit	-	86	86

	(Unaudited) Three months ended 30 June 2013		
	Iron mine business HK\$'000	Property business HK\$'000	Total HK\$'000
Revenue from external customers	388	-	388
Interest income	-	2	2
Depreciation	(113)	(2)	(115)
Total loss of reportable segments	(142)	(323)	(465)
Income tax credit	-	81	81

3. Segment information (continued)

(b) Reconciliations of reportable segment revenue and profit or loss

	(Unaudited)	
	Three months ended 30 June	
	2014	2013
	HK\$'000	HK\$'000
Revenue		
Total revenue for reportable segments	373	388
Consolidated turnover	373	388
Profit or loss		
Total loss for reportable segments	(471)	(465)
Unallocated corporate expenses	(2,017)	(2,198)
Consolidated loss before tax	(2,488)	(2,663)

(c) Geographical information

The following table set out information about the geographical location of the Group's revenue from external customers based on the location at which the services were provided or the goods were delivered.

	(Unaudited)	
	Revenue from external customers Three months ended 30 June	
	2014	2013
	HK\$'000	HK\$'000
PRC	373	388

4. Loss before tax

	(Unaudited)	
	Three months ended 30 June	
	2014	2013
	HK\$'000	HK\$'000
Loss before tax has been arrived at after charging:		
Staff costs (including directors' remuneration)	776	912
Operating lease charges in respect of land and buildings	311	289
Depreciation	146	145

5. Income tax credit

	(Unaudited)	
	Three months ended 30 June	
	2014 HK\$'000	2013 HK\$'000
Current tax:		
Hong Kong Profits Tax	–	–
PRC Enterprise Income Tax	–	–
	–	–
Deferred tax	201	185
Income tax credit for the period	201	185

Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profit for the three months ended 30 June 2014 and 2013.

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 tax rate of the PRC subsidiaries is 25% from 1 January 2008 onwards.

No provision for current tax has been made for the three months ended 30 June 2014 and 2013 as the Group has no assessable profit from its operations.

6. Loss per share

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

	(Unaudited)	
	Three months ended 30 June	
	2014 HK\$'000	2013 HK\$'000
(i) Unaudited consolidated loss attributable to owners of the Company	(2,287)	(2,478)
	'000	'000
(ii) Weighted average number of ordinary shares in issue	1,127,628	1,127,628

The computation of diluted loss per share did not assume the conversion of outstanding convertible note of the Company as the conversion price was higher than the average market price of shares for both periods or since their conversion would result in an increase in loss per share and thus anti-dilutive for the three months ended 30 June 2014 and 2013.

7. Reserves

	Attributable to owners of the Company					
	Share premium <i>HK\$'000</i>	Convertible note equity reserve <i>HK\$'000</i>	Translation reserve <i>HK\$'000</i>	Other reserve <i>HK\$'000</i>	Accumulated losses <i>HK\$'000</i>	Total <i>HK\$'000</i>
At 1 April 2013 (audited)	125,624	6,430	2,907	314	(215,400)	(80,125)
Total comprehensive income/(loss) for the period (unaudited)	–	–	1,074	–	(2,478)	(1,404)
At 30 June 2013 (unaudited)	125,624	6,430	3,981	314	(217,878)	(81,529)
At 1 April 2014 (audited)	125,624	6,430	2,916	314	(230,643)	(95,359)
Total comprehensive income/(loss) for the period (unaudited)	–	–	90	–	(2,287)	(2,197)
At 30 June 2014 (unaudited)	125,624	6,430	3,006	314	(232,930)	(97,556)

The share premium account of the Company is distributable to the owners of the Company under the Companies Law of the Cayman Islands subject to the provisions of the Company's memorandum and articles of association and provided that the Company will be in a position to payoff its debts as they fall due in the ordinary course of business immediately following the date on which the dividend is proposed to be distributed.

The convertible note equity reserve represents the value of the equity component of unexercised convertible note issued by the Company with related deferred tax recognised.

The translation reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign operations.

Other reserve mainly represents difference between the consideration paid/received and the equity interest acquired in subsidiaries that do not result in a change of control.

8. Capital commitments

	(Unaudited) Three months ended 30 June	
	2014 <i>HK\$'000</i>	2013 <i>HK\$'000</i>
Capital expenditure contracted for but not provided for in the unaudited condensed financial statements in respect of:		
– investment property	10	25
– properties held for sale	32	77
	42	102

9. Dividend

The Board does not recommend the payment of quarterly dividend for the three months ended 30 June 2014 (three months ended 30 June 2013: Nil).

MANAGEMENT DISCUSSION AND ANALYSIS

Results of Operations

For the three months ended 30 June 2014, the Group recorded a turnover of approximately HK\$373,000, representing a decrease of approximately 3.9% as compared with a turnover of approximately HK\$388,000 for the corresponding period of last year.

Loss attributable to owners of the Company was approximately HK\$2,287,000 for the three months ended 30 June 2014, which was approximately 7.7% lower than the loss attributable to owners of the Company incurred for the corresponding period of last year.

Business Review

Iron mine business

For the three months ended 30 June 2014, a turnover of approximately HK\$373,000 was generated from the processing of iron ores. The construction of the processing factory was completed and the iron mine commenced trial commercial production in August 2011. Revenue from the iron mine business is below expectation due to the decline in iron ore price. Once the market situation improved, full effort will be put to develop the iron mine and increase the production of the processing factory.

Property business

The Group owns a property which comprises a residential and commercial development site with a site area of approximately 3,111.96 square meters ("sq. m.") located at Leshan City, Sichuan Province, the PRC. The property has a gross floor area of approximately 27,213.33 sq. m. (inclusive of a basement floor) and comprises 4 portions with different functions, namely residential, commercial, basement car park and facilities.

The property selling and leasing programme has not been launched due to the continuing tightening of monetary policies and other measures imposed by the PRC government which restrict the growth of the PRC property market. The Board expects to commence the property selling and leasing programme when the property market appears to revise.

Liquidity, Financial Resources and Capital Structure

As at 30 June 2014, the Group's cash and bank deposits amounted to approximately HK\$2,005,000 which has increased by approximately 245% when comparing with the cash and bank deposits of approximately HK\$581,000 as at 31 March 2014.

As at 30 June 2014, the Group had net current assets of approximately HK\$25,935,000 (31 March 2014: HK\$26,461,000).

Most of the trading transactions, assets and liabilities of the Group were denominated in Hong Kong dollars and Renminbi. The Group adopted a conservative treasury policy with almost all bank deposits being kept in Hong Kong dollars, or in the local currencies of the operating subsidiaries to minimise exposure to foreign exchange risks. As at 30 June 2014, the Group had no foreign exchange contracts, interest or currency swaps or other financial derivatives for hedging purposes.

For the three months ended 30 June 2014, there was no change in the capital structure and issued share capital of the Company.

SHARE OPTION SCHEME

The Company has adopted a new share option scheme at the annual general meeting of the Company held on 3 August 2012 (the "2012 Share Option Scheme") which is valid and effective for a period of 10 years commencing on 3 August 2012, upon the termination of the share option scheme adopted at the annual general meeting of the Company held on 2 August 2002 (the "2002 Share Option Scheme"), under which the directors, employees, customers or any individual business or entity providing goods or services might take up options to subscribe for shares in the Company subject to the terms and conditions stipulated in the 2012 Share Option Scheme. The maximum number of shares which can be granted under the 2012 Share Option Scheme may not exceed 10% of the issued share capital of the Company at the time of granting of the option or at the date of approval by the shareholders in general meeting where the limit is refreshed.

No option was granted under the 2012 Share Option Scheme during the three months ended 30 June 2014 and there was no option outstanding as at 30 June 2014.

CORPORATE GOVERNANCE PRACTICES

The Company has applied the principles in and complied with the requirements of the Corporate Governance Code ("CG Code") as set out in Appendix 15 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the "GEM Listing Rules") throughout the three months ended 30 June 2014.

BOARD OF DIRECTORS

The Board comprised three executive Directors, namely Ms. Ng Mui King, Joky (chairman of the Board), Mr. Tong Wang Shun and Ms. Zeng Jieping, and three independent non-executive Directors, namely Mr. Chung Koon Yan, Mr. Chan Ying Cheong and Mr. Lau Ching Wai, Peter.

The Board is responsible for reviewing, evaluating and finalising the Company's strategies and policies, annual budgets, business plans and performance, and has full access to adequate, reliable and timely information on the Group so as to enable them to make a timely decision. The Board also has the collective responsibility for leadership and control of, and for promoting the success of, the Group by directing and supervising the Group's affairs.

BOARD COMMITTEES

The Board has established three committees in accordance with the CG Code, namely the Audit Committee, the Remuneration Committee and the Nomination Committee. These committees are provided with sufficient resources to discharge their duties and are able to seek independent professional advice when appropriate and upon request.

Audit Committee

The Audit Committee comprised three independent non-executive Directors, namely Mr. Chung Koon Yan (chairman of the Audit Committee), Mr. Chan Ying Cheong and Mr. Lau Ching Wai, Peter. The Audit Committee meets with the Group's senior management regularly to review the effectiveness of the internal control system and the quarterly, interim and annual reports of the Group.

Nomination Committee

The Nomination Committee comprised one executive Director, namely Ms. Ng Mui King, Joky (chairman of the Nomination Committee), and two independent non-executive Directors, namely Mr. Chung Koon Yan and Mr. Chan Ying Cheong. The Nomination Committee reviews the composition of the Board and nominates suitably qualified candidates to the Board, if necessary.

Remuneration Committee

The Remuneration Committee comprised one executive Director, namely Ms. Ng Mui King, Joky, and two independent non-executive Directors, namely Mr. Chan Ying Cheong (chairman of the Remuneration Committee) and Mr. Lau Ching Wai, Peter. The Remuneration Committee reviews and determines the policy for the remuneration of directors and senior management of the Group.

INTERESTS OF DIRECTORS

As at 30 June 2014, the interests and short positions of the Directors or chief executive of the Company in the shares, the underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO of the Securities and Future Ordinance ("SFO")) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which the Directors and chief executive of the Company were taken or deemed to have under such provisions of the SFO), required to be entered in the register maintained by the Company pursuant to section 352 of the SFO or which were notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules were as follows:

Long position in shares and underlying shares of the Company

Number of ordinary shares of HK\$0.1 each and the underlying shares

Name of Directors	Personal interest	Corporate interest	Total number of shares	Approximate percentage of the issued share capital of the Company
Ms. Ng Mui King, Joky	–	337,920,000 (Note)	337,920,000	29.97%

Note:

These shares are held by Gold City Assets Holdings Ltd. which is owned as to 51% by Ms. Ng Mui King, Joky and 49% by Fine Day Asset Holdings Inc.. Ms. Yang Cheng is the 100% beneficial owner of Fine Day Asset Holdings Inc.. Ms. Ng Mui King, Joky is also a director of Gold City Assets Holdings Ltd..

Save as disclosed above, as at 30 June 2014, none of the Directors and chief executive of the Company had interests and short positions in the shares, the underlying shares and debentures of the Company or any associated corporation (within the meaning of Part XV of the SFO) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which the Directors and chief executive of the Company were taken or deemed to have under such provisions of the SFO), required to be entered in the register maintained by the Company pursuant to section 352 of the SFO or which were notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules.

DIRECTORS' RIGHTS TO ACQUIRE SHARES

Save as disclosed above, at no time during the three months ended 30 June 2014 was any of the Company or its subsidiaries a party to any arrangements to enable the Directors or chief executives (including their spouses or children under 18 years of age) of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

INTEREST OF SUBSTANTIAL SHAREHOLDERS AND OTHER SHAREHOLDERS

As at 30 June 2014, save as disclosed below, so far is known to the Directors and chief executives of the Company, no person (other than a Director or a chief executive of the Company) had an interest or short position in the shares and underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or were recorded in the register required to be kept by the Company pursuant to section 336 of the SFO or, who is directly or indirectly, interested in 5% or more of the issued share capital of the Company.

(a) Long positions in shares of the Company

Name of shareholder	Capacity	Nature of interest	Total number of ordinary shares of HK\$0.1 each	Approximate percentage of the issued share capital of the Company
Gold City Assets Holdings Ltd. (Note 1)	Beneficial owner	Corporate	337,920,000	29.97%
Fine Day Asset Holdings Inc. (Note 1)	Interest of a controlled corporation	Corporate	337,920,000	29.97%
Mr. Tong Wang Chow (Note 2)	Beneficial owner	Personal	72,904,000	6.47%
	Interest of spouse	Family	5,000,000	0.44%
Mr. Huang Shih Tsai (Note 3)	Beneficial owner	Personal	324,200,000	28.75%

Notes:

- Pursuant to the SFO, Fine Day Asset Holdings Inc. is deemed interested in this shareholding interest through Gold City Assets Holdings Ltd., which is a company owned as to 51% by Ms. Ng Mui King, Joky and 49% by Fine Day Asset Holdings Inc.. Ms. Ng Mui King, Joky is an executive Director of the Company and also a director of Gold City Assets Holdings Ltd.. Ms. Yang Cheng is the 100% beneficial owner of Fine Day Asset Holdings Inc..
- Mr. Tong Wang Chow is the elder brother of Mr. Tong Wang Shun, an executive Director of the Company.
- Mr. Huang Shih Tsai ("Mr. Huang") has a total interest in 324,200,000 shares, of which (i) 155,000,000 shares were allotted to Mr. Huang on 15 August 2011 as partial consideration for the acquisition of 100% equity interest in a company wholly-owned by Mr. Huang; and (ii) 169,200,000 shares relate to Mr. Huang's derivative interests in the convertible note, details of which are disclosed in "Convertible Note" below.

(b) Convertible Note

Name of noteholder	Date of issue	Conversion period	Conversion price per share HK\$	Outstanding as at 30 June 2014	Number of underlying shares	Approximate percentage of the issued share capital of the Company
Mr. Huang Shih Tsai	15 August 2011	15 August 2011 – 15 August 2016	0.20	169,200,000	169,200,000	15%

COMPETING INTEREST

None of the Directors of the Company or their respective associates (as defined in the GEM Listing Rules) had any interests in a business which competes or might compete, either directly or indirectly, with the business of the Company or, any other conflicts of interests with the Company.

PURCHASE, SALE OR REDEMPTION OF SHARES

The Company has not redeemed any of its shares during the three months ended 30 June 2014. Neither the Company nor any of its subsidiaries has purchased or sold any of the Company's shares during the three months ended 30 June 2014.

CODE OF CONDUCT FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the required standard of dealings as set out in Rules 5.48 to 5.67 of the GEM Listing Rules as the code of conduct regarding the directors' securities transaction in securities of the Company. Having made specific enquiry of all Directors of the Company, each of the Directors has confirmed that he/she has complied with the required standard of dealings as set out in the adopted code of conduct regarding the directors' securities transaction throughout the three months ended 30 June 2014.

By order of the Board
Great World Company Holdings Ltd
Ng Mui King, Joky
Chairman

Hong Kong, 13 August 2014

As at the date of this report, the Board comprises (i) three Executive Directors, namely Ms. Ng Mui King, Joky, Mr. Tong Wang Shun and Ms. Zeng Jieping; and (ii) three Independent Non-Executive Directors, namely Mr. Chung Koon Yan, Mr. Chan Ying Cheong and Mr. Lau Ching Wai, Peter.