



恒宝环球

HB GLOBAL LIMITED



A N N U A L
R E P O R T
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(Company Registration No.:200608505W)
(Incorporated in Singapore under the Companies Act (Chapter 50) of Singapore)
(Malaysian Foreign Company Registration No.: 995221-H)
(Registered as a foreign company in Malaysia under the Companies Act, 1965 of Malaysia)



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CORPORATE INFORMATION

Board of Directors

Shen Hengbao (申恒宝) – Chief Executive Officer
Meng Xiangzhen (孟祥贞) – Executive Director
Sun Shimin (孙世民) - Independent Non-Executive Director
Yang Chin Shen (杨景升) - Independent Non-Executive Director
Dr Wong Tat Loong - Independent Non-Executive Director

Audit Committee

Yang Chin Shen – Chairman
(Independent Non-Executive Director)
Dr Wong Tat Loong – Member
(Independent Non-Executive Director)
Sun Shimin – Member
(Independent Non-Executive Director)

Nomination Committee

Dr Wong Tat Loong - Chairman
(Independent Non-Executive Director)
Yang Chin Shen – Member
(Independent Non-Executive Director)
Sun Shimin – Member
(Independent Non-Executive Director)

Remuneration Committee

Sun Shimin – Chairman
(Independent Non-Executive Director)
Shen Hengbao - Member
(Chief Executive Officer)
Yang Chin Shen - Member
(Independent Non-Executive Director)

Company Secretary

(Vacant)

Agent in Malaysia

Boardroom.com Sdn Bhd (820910-X)
Suite 10.03, Level 10
The Gardens South Tower
Mid Valley City
Lingkaran Syed Putra
59200 Kuala Lumpur
Malaysia

Registered Office in Singapore

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Singapore 068898
Republic of Singapore
Telephone No.: + 65 6222 8008

Registered Office in Malaysia

Suite 10.03, Level 10
The Gardens South Tower
Mid Valley City
Lingkaran Syed Putra
59200 Kuala Lumpur
Malaysia
Telephone No.: + 6 (03) 2279 3080
Facsimile No.: + 6 (03) 2279 3090

Stock Exchange Listing

Main Market of Bursa Malaysia Securities Berhad
(Listed since 17 December 2010)
Stock name: HBGLOB
Stock Code: 5187

Website: www.hbglobal.com.my

Head / Management Office

Weifang Road
Juxian Industry Garden
Shandong Province
PRC
Telephone No.: + 86 633 617 5066
Email: hengbao@hengbaofood.com
Website: www.hengbaofood.com

Auditors

Messrs UHY Lee Seng Chan & Co.
Public Accountants and Chartered Accountants
Singapore
300 Beach Road #34-03/05, 07
The Concourse, Singapore 199555

Share Registrar in Malaysia

Symphony Share Registrars Sdn Bhd (378993-D)
Level 6, Symphony House
Pusat Dagangan Dana 1
Jalan PJU 1A/46
47301 Petaling Jaya
Selangor Darul Ehsan
Malaysia
Telephone No.: + 6 (03) 7841 8000
Facsimile No.: + 6 (03) 7841 8151

Principal Bankers

China Construction Bank Corporation
(Ju County Branch)
No. 25, Zhenxin Road
Ju County Shandong Province
PRC

Industrial and Commercial Bank of China Limited
(Ju County Branch)
No. 102, Fulai Middle Road
Ju County
Shandong Province
PRC

BOARD OF DIRECTORS' PROFILE



Shen Hengbao (申恒宝)

Shen Hengbao, a national of the People's Republic of China ("PRC"), aged 53, was appointed as our Chief Executive Officer on 12 October 2009. He is a member of Remuneration Committee of the Company. He is the founder of our Group and has more than 25 years of experience in the PRC Food and Beverage ("F&B") industry and export business. He has been spearheading the expansion and growth of our Group since the commencement of our Group's business in 2005.

He graduated from Linyi Agricultural Academy in 1982 and obtained a Masters in Business Administration from the Graduate School of the Chinese Academy of Social Sciences in 1998. He also obtained a Masters in Business Administration from the California American University in 2001.

He started his career with Ju County Foreign Trade Company (莒县外贸公司) in 1982 as the head of department of livestock obstetrics. He joined Ju County Foreign Trade Canned Food Factory (莒县外贸罐头厂) as the factory manager in 1990 where he was put in-charge of the day-to-day management. In 1998, he joined Shandong Foodstuffs Import and Export Company (山东食品进出口公司), a provincial level state-owned enterprise based in Qingdao as its deputy general manager in-charge of overseeing and assisting in the management of several state-owned companies in Shandong Province which were engaged in the manufacturing of foodstuffs for export markets, in particular, to Japan.

In 2005, he left Shandong Foodstuffs and founded Rizhao Hengbao together with Meng Xiangzhen and several other individuals. With the sales network and contacts he had accumulated in the course of his career (in particular those with major Japanese F&B companies), he successfully grew Rizhao Hengbao into a well established F&B export company over a short time span.

Meng Xiangzhen (孟祥贞)

Meng Xiangzhen, a national of PRC, aged 48, was appointed as our Executive Director on 12 October 2009. She graduated with a degree in accounting from the Shandong Economics Academy (山东经济学院) in 1986.

She co-founded the Group with Shen Hengbao and has more than 20 years of experience in the PRC F&B industry and export business. She started her career as an accountant with Ju County Foreign Frozen Foodstuffs Factory in 1986. In 1989, she joined Ju County Shanfu Foodstuffs Co., Ltd. (莒县山孚食品有限公司) as the head of the accounts department. In 1998, she joined Shandong Foodstuffs Import and Export Company (山东食品进出口公司) as the head of the company's accounts department. In 1999, she rejoined Shanfu Foodstuffs as its deputy general manager where she established an invaluable network of contacts in the F&B industry, and gained valuable experience in managing F&B operations.

As our Executive Director, her main responsibilities include overseeing the day-to-day operations of Rizhao Hengbao.



BOARD OF DIRECTORS' PROFILE (cont'd)

Sun Shimin (孙世民)

Professor Sun Shimin, a national of PRC, aged 53, was appointed as our Independent Non-Executive Director on 12 October 2009. He is the Chairman of the Remuneration Committee and a member of Audit Committee and Nomination Committee of the Company. He obtained a Master in Engineering Project Management in 1996 from the College of Mechanical and Electronic Engineering of Shandong Agricultural University and subsequently in 2003, obtained a Doctorate in Economics and Management from China Agricultural University.

He has more than 25 years of lecturing and research experience in the agricultural field. He started his career in 1980 as an agricultural mechanisation and automation research assistant at the College of Mechanical and Electronic Engineering of Shandong Agricultural University and was a Researcher specialising in agricultural mechanisation from 1984 to 1996.

From 1996 to 2003, he was an assistant lecturer at the College of Economics and Management of China Agricultural University. He is currently a lecturer at the College of Economics and Management of China Agricultural University.

Yang Chin Shen (杨景升)

Yang Chin Shen, a Malaysian, aged 38, was appointed as the Independent Non-Executive Director on 3 March 2014. He is the Chairman of the Audit Committee and a member of the Nomination Committee and Remuneration Committee of the Company. He is a Practicing Member of the Institute of Singapore Chartered Accountants ("ISCA"), and also a member of the Malaysia Institute of Accountants (MIA) and holds a Bachelor of Business in Accountancy from Queensland University of Technology, Australia (with Distinction).

He has over 14 years of international audit experience including 10 years with the Big Four firms in Malaysia, Singapore and USA, and 4 years with small and mid-sized firms.

He brings along extensive experiences in servicing both multinationals and local companies in wide variety of industries such as property developers, hotels, real estate investment trusts, credit cards, retail, semiconductor, investment companies, retail malls, manufacturing, construction, hospitals, plantations, steel mills, education, statutory board, software, trading, logistics, shipping and leasing.



BOARD OF DIRECTORS' PROFILE (cont'd)

Dr Wong Tat Loong

Dr Wong Tat Loong, a Malaysian, aged 53, was appointed as the Independent Non-Executive Director on 21 May 2014. He is the Chairman of the Nomination Committee and a member of the Audit Committee of the Company.

Dr Wong is a qualified Chartered Accountant in Malaysia and CPA in Australia, a member of the Malaysia Institute of Certified Public Accountants (MICPA), Malaysia Institute of Accountants (MIA) and The Australian Institute of Certified Public Accountants (CPA Aus) and also completed the Honorary Doctorate of Civil Law by European University of Business Studies and MBA in IT Management.

He is an entrepreneur and currently is the Director and Financial Consultant of Mihana Hotel Group based in Japan and Director of RING Co Ltd, a Japanese holding company owner of hotel and management, golf course, retirement homes in Japan, Group Director of Zeltrans Group of companies, where the Group's principal business activities are software development, IT Consulting, E commerce and its related activities, and Business Process Outsourcing. His involvement in the ICT industry about 7 years and with offices both in Malaysia and China. He is also Director of EIWA Environment CO Ltd, a Japanese Company specialized in waste water management system, Director of Yingjie Holding Co Ltd, a holding company in Hong Kong owner of a Chengdu Yingjie Technology (Chengdu) Co Ltd, specialized in aquaculture and food processing.

He is also a Practicing Accountant, specialising in auditing and taxation and also a Financial Management Advisor, specialising in public listing, corporate finance, restructuring, merger and acquisition, liquidation and receivership and other financial related activities.

Note :

None of the Directors have any family relationship with any director and / or major shareholder of the company nor any conflict of interest with the company and none of the Directors have committed any offences within the past ten (10) years other than traffic offences, if any.



GROUP CHIEF EXECUTIVE OFFICER'S STATEMENT

On behalf of the Board of Directors, I am pleased to present the Annual Report and a clean opinion Audited Financial Statements of HB Global Limited ("HB Global" or "the Company") and its subsidiaries ("the Group") for the financial year ended 31 December 2014 ("FYE 2014"). Now that the Group has been blessed with a clean opinion for FYE 2014, the Group currently faced challenges with the PN17 status and current slowdown in the China economy which has not spared any industries and businesses across all China. As the China economy continues on its structural reform, it will be challenging to expect the Group to be able to turnaround so rapidly in 2015 despite continuous stringent cost control in place.

Business Environment

The year 2014 continued to feel the slowdown of the economy in China with the declining in consumer consumption spending and the intense competition in the industry continues to rage in 2014. The market continues to witness the appreciation of Chinese Yuan Renminbi ("RMB") and the oversupply of the industries which continue to weigh down on the margins. The rationalisation of the market would ease the situation one day and rebalance the food industry as living standards and styles changes in this rapid changes environment, consumer demand in the food industry is trending towards greener and convenient type of foods.

Business Review

During the financial year under review, the China's economy continued to slow down. The events of the international front continue to impact the domestic market. The oversupply of the foods industries brought the market prices down and appreciation of RMB were eventually brought the margins down as well. Discounts were offered with the objective of clearing stocks and maintaining the operation of production facilities and workers. Our Group remained focus in remaining profitable by working closely with our distributors and improving our products to remain competitive. Our continued efforts to bridge the highly intense market to reach our consumers require us to keep building our brand and increasing our distribution networks. As such, during the financial year, the Group continued to invest extensively in capital expenditure to in line with the Group's expansion plan and also as commitment of the Group towards the expansion of the duck farming segment as required by the local council in China which has been supportive by subsidising the Group's land acquisition in the recent years.

Financial Highlights

The Group's revenue decreased by approximately RMB106.2 million or approximately 28.1% from RMB377.9 million in the preceding year ended 31 December 2013 ("FYE 2013") to approximately RMB271.7 million in FYE 2014. The decrease in sales of Ready to Serve ("RTS") products was mainly attributable to the continuous appreciation of RMB and the oversupply of the foods industries which resulted substantial drop in the demand for our RTS Food. The comparative depreciation of Japanese Yen against RMB since year 2012 also reduced the demand of our RTS Food directly and indirectly from Japan market. Furthermore, the Group recorded a gross loss and net loss of approximately RMB12.7 million and RMB44.9 million respectively in FYE 2014.

GROUP CHIEF EXECUTIVE OFFICER'S STATEMENT (cont'd)



Corporate Development

The Group expects to set up six (6) new commercial duck farms in the near future where expected that 2 new commercial duck farms will complete construction in December 2015 and expect to commence operation in the first quarter of 2016. The other 4 new commercial duck farms are expected to commence construction when the rationalisation of the market eases the situation. The incubation plant has been in operation since March 2013 and the duck slaughtering plant has started operating on May 2014. The slaughtering capacity for the plant will be around 70,000 ducks per day.

The Group has converted 2 existing mother duck farm to become commercial duck farms and start operating in March 2014 to facilitate the operation of the slaughtering plant and currently only could occupy around 20% of the slaughtering capacity and expected that capacity would remain unchanged till the new commercial duck farms ready to use.

Future Prospects

The operating environment in the coming year remains challenging. With the kick start of the duck farming operations, slaughtering plant, the Group is expecting higher operational and fixed costs. The effect of currency issues still remains for our export market which has reduced significant demand on our products. In order to meet the challenges ahead, enhancing operational efficiency, innovative invention and stringent cost control remain the primary focus of the Group to maintain its bottom line profit margin. With the facilities of the Group having and the expansion scheme, the Group believes that these competitive edges able to keep intact with the market development and the future remain favourable.

Acknowledgement and Appreciation

On behalf of the Board of Directors, I wish to take this opportunity to thank all our shareholders, customers, suppliers and business associates for their continuous trust and support in our Group.

Last but not least, I would like to thank the Board members for their guidance and the Management and staff for their dedication, loyalty and commitment to the Group. The Management shall continue to work tirelessly towards maintaining the interest of all shareholders despite the challenges faced.

Shen Hengbao

Group Chief Executive Officer



CORPORATE SOCIAL RESPONSIBILITY

As part of the Group's Corporate Social Responsibility efforts towards its employees, the community and the environment where its businesses are conducted, the following activities are in place:

ENVIRONMENTAL CARE

The Group strictly complies with the environmental guidelines set by provincial and municipal governments for the discharge of pollutants. The Group has also obtained the Emission Permit issued by the Environmental Protection Bureau of Ju County, PRC.

EMPLOYEE WELFARE

Efforts are in place for the provision of a conducive working environment for the workers and personnel of the Group who are the driving force behind the Group's growth and operational success.

The Group focuses on improving the quality and living standards of its employees and will continue monitoring the same, working towards the provision of providing its employees with a good and healthy environment under the Group's care in the coming years.

OCCUPATIONAL SAFETY AND HEALTH AT THE WORK SITE

It is crucial to maintain high occupational safety and health standards for all employees and others at the work place. The Group is readily committed to improving its health and safety performance and conducting business in a socially responsible manner from time to time.

PROMOTING EMPLOYMENT OPPORTUNITIES FOR LOCAL COMMUNITY

As part of the requirement of the local council in China which has been supporting the Group's land acquisition through subsidies given in recent years, the Group is committed to expand its duck farming segment so as to promote employment opportunities for the local community.

CORPORATE GOVERNANCE STATEMENT



The Board of Directors ("the Board") affirms its overall responsibility in ensuring that good corporate governance practices are in place throughout the Group in order to protect and enhance shareholders' interests and the performance of the Group. The Board endeavours to fully comply with the Malaysian Code on Corporate Governance ("MCCG") and to adopt the Best Practices as recommended by the MCCG to the best interest of the shareholders of the Group. The Board also fully subscribes to and supports the relevant provisions in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("Listing Requirements").

Below is a statement and description in general on how the Group has applied the principles and complied with the best practices provisions as laid out in the MCCG throughout the financial year ended 31 December 2014 pursuant to Paragraph 15.25 of the Listing Requirements.

A. DIRECTORS

The Board

The Group is led and controlled by an effective Board. The Board provides strategic direction for the Group and regularly meets to review corporate strategies, resolve operational affairs and monitor the financial performance of the Group.

The Board assumes responsibility for the effective stewardship and control of the Group and its members have established a terms of reference to assist them in the discharge of their responsibilities.

Board Balance

The Board currently comprises five (5) directors of whom two (2) are Executive Directors and three (3) are Independent Non-Executive Directors, thereby meeting the minimum one-third (1/3) requirement for independent directors to be appointed to the Board as required under the Listing Requirements. The profile of each of the Directors is available at pages 3 to 5 of this Annual Report. The combination of professionals with diverse and varied backgrounds and wealth of experience and expertise in finance and corporate affairs also enables the Board to discharge its responsibilities effectively and efficiently.

There is a clear division of responsibilities of the Chief Executive Officer of the Company (the "CEO"), having direct responsibilities for business operations, assisted by Executive Director and the Management staff being primarily responsible for the conduct of the Board while overseeing the implementation of the Board's decisions and policies.

The CEO currently assumes the role of the Chairman of the Company and has the obligation to preside at various meetings, namely the shareholders' general meetings and the Board meetings in order to address issues to be highlighted by and to members independently and separately, the Executive Director has the responsibility to manage the day-to-day business operations of the Group by ensuring that strategies, policies and matters approved by the Board and other committees are implemented diligently.

There is also a balance in the Board with the presence of the Independent Non-Executive Directors of the necessary calibre and experience to make informed decisions at Board meetings. Although all the Directors have equal responsibility for the Group's operations, the Independent Non-Executive Directors are particularly important in safeguarding the interests of the Group, the shareholders, the employees and the communities in which the Group conducts its business by rendering independent views and advice.

The Board has yet to identify a Senior Independent Non-Executive Director to whom concerns may be conveyed by shareholders and the general public. However, each and every Board member are encouraged to actively participate in the decision making process.

The Board has not set a gender diversity targets as of the reporting period as it is of the view the Board membership should be determined based on a candidate's skills, experience and other qualities regardless of gender but will nevertheless consider appointing more directors of the female gender where suitable.



CORPORATE GOVERNANCE STATEMENT (cont'd)

Duties and Responsibilities

The Board takes full responsibility for the performance of the Group. The Board guides the Company on its short and long-term goals, provides advice and directions on management and business development issues while providing balance to the management of the Company.

The Board assumes the following responsibilities:

- Reviewing and adopting a strategic plan for the Group;
- Overseeing the conduct of the Group's business to evaluate whether the business is being properly managed;
- Identifying principal risks and ensuring the implementation of appropriate systems to manage these risks;
- Succession planning, including appointing, training, fixing the compensation of and where appropriate, replacing senior management;
- Developing and implementing an investor relations program or shareholder communications policy for the Group; and
- Reviewing the adequacy and the integrity of the Group's internal controlsystems and management information systems, including system for compliance with applicable laws, regulations, rules, directives and guidelines.

Code of Conduct and Ethics

The Board is committed in maintaining a corporate culture which engenders ethical conduct. The Company is in the midst of preparing its Code of Conduct, which summarises what the Company must endeavour to do proactively in order to increase corporate value, and which describes the areas in daily activities that require caution in order to minimise any risks that may occur. The Board will undertake to develop the said Code of Conduct and upload the same on the Company's website in due course.

Board Charter

As part of governance process, the Board is in the midst of finalising its Board Charter which sets out the composition and balance, roles and responsibilities, operation and processes of the Board. The Board will undertake to finalise the said Board Charter and upload the same on the Company's website in due course.

Promote Sustainability

The Board ensures that the Company's strategies promote sustainability with attention given particularly to environmental, social and governance ("ESG") aspects of business which underpin sustainability. The Board understands that balancing ESG aspects with the interests of various stakeholders is essential to enhancing investor perception and public trust. Disclosures on corporate responsibility are presented under "Corporate Social Responsibility" of this Annual Report.

CORPORATE GOVERNANCE STATEMENT (cont'd)



Directors' Training

All the Directors have undergone the Mandatory Accreditation Program ("MAP") prescribed by Bursa Securities. The Directors remain committed to undergoing further continuing education training programmes to upgrade and enhance their knowledge and to keep abreast with the constantly changing environment in the business and corporate sectors.

All the Directors are aware of the duties and responsibilities and will continue to undergo other relevant training programmes to keep abreast with the new regulatory developments and requirements in compliance with the Listing Requirements on continuing education.

Supply of Information

The Company Secretary or a representative from the Company Secretary's office will attend all Board meetings and Committee meetings and is responsible for the proper maintenance of records of the Board and Committee meetings and records of discussions on key deliberations and decisions taken.

All Directors have access to all information within the Group. In addition, the Company Secretary renders necessary assistance to the Board and ensures meeting procedures are followed and the applicable laws and regulations are complied with.

Under the direction of the CEO, the Company Secretary's responsibilities include ensuring good information flows within the Board and its Committees and between senior management and Non-Executive Directors, as well as facilitating orientation and assisting with professional development as required.

The position of the Company Secretary is vacant for the time being. The functions and roles of the Company Secretary is currently assumed by Chief Financial Officer of the Company.

Where necessary, the Directors may engage independent professionals at the Group's expense on specialised issues to enable the Directors to discharge their duties with adequate knowledge on the matters deliberated.

Board Committees

The Board has established the following Committees to assist them in the discharge of their duties. The Committees operate under approved terms of references or guidelines.

- **Audit Committee**

The terms of the Audit Committee and its activities during the financial year are outlined under the Audit Committee Report in pages 17 to 20 of this Annual Report.

- **Remuneration Committee**

The Remuneration Committee meets when required and is entrusted, among others, with examining the remuneration packages and other benefits of the Executive Directors. The contribution, responsibilities and performance of each Executive Director is taken into account when determining their respective remuneration packages.

However, the ultimate responsibility to approve the remuneration of these Directors remains with the Board as a whole. The Executive Directors are not involved in any decisions with regard to their own remuneration.

The present members of the Remuneration Committee is composed mainly of Non-Executive Directors as follows:



CORPORATE GOVERNANCE STATEMENT (cont'd)

Chairman

Sun Shimin

(Independent Non-Executive Director)

Member

Shen Hengbao

(Chief Executive Officer)

Yang Chin Shen

(Independent Non-Executive Director)

- **Nomination Committee**

The role of the Nomination Committee is to recommend the candidates who have an optimal mix of qualifications, skills and experiences, including core competencies to the Board. The Nomination Committee is required to evaluate the effectiveness of the Board, each Committee of the Company and also to assess the contribution of each Director in relation to the effectiveness of the Board's decision-making process on an annually basis.

The Nomination Committee may, as it deems fit, call for any appropriate person(s) to be in attendance to make presentations or furnish or provide independent advice to the Nomination Committee on any matters within the scope of responsibilities.

The present members of the Nomination Committee is composed exclusively of the following Independent Non-Executive Directors:

Chairman

Dr Wong Tat Loong

(Independent Non-Executive Director)

Member

Yang Chin Shen

(Independent Non-Executive Director)

Sun Shimin

(Independent Non-Executive Director)

Appointment to the Board

Prior to the appointment of a Director, the Nomination Committee will recommend the candidate's appointment to the Board by submitting the nomination for the Board's deliberation and approval. In assessing each candidate, the Nomination Committee will take into consideration the candidate's skills-set expertise, experience and potential contributions as a potential director. However, the appointment of new Directors is the responsibility of the full Board after considering the recommendations of the Nomination Committee.

Re-election of Directors

In accordance with the Company's Articles of Association, one-third (1/3) of the Directors shall retire by rotation from office at every Annual General Meeting ("AGM") and they shall be eligible for re-election at such AGM. The Directors to retire shall be the Directors who have been serving in office for the longest duration since their appointment or last re-election. All Directors are subject to retire from office at least once in every three years. Any Director appointed during the year is required to retire and seek re-election by shareholders at the first AGM following his appointment.

CORPORATE GOVERNANCE STATEMENT (cont'd)



Reinforcement of Independence

The Non-Executive Directors are not employees of the Group and do not participate in the day to day management of the Group. The Non-Executive Directors are independent directors and are able to express their views without any constraints. This strengthens the Board which benefits from the independent views expressed before any decisions are taken. The Nomination Committee has reviewed the performance of the independent directors and is satisfied that they have been able to discharge their responsibilities in an independent manner.

None of the current independent board members had served the company for more than nine (9) years as per the recommendations of the MCCG. Should the tenure of an independent director exceed nine (9) years, shareholders approval will be sought at a General Meeting or if the services of the director concerned are still required, the director concerned will be re-designated as a non-independent director.

Board Meetings

Board Meetings are held at quarterly intervals with additional meetings convened for particular matters, when necessary, to deliberate and approve the financial results of the Group, corporate plans, acquisition and disposal of assets, investment proposals and other pertinent issues. The notices of the meetings are circulated to the Board at least two (2) days before the meeting.

The proceedings and resolutions concluded at each Board Meeting are recorded in the minutes of the meetings, which are kept in the Minutes Book at the Company's registered office in Singapore.

Apart from the proceedings at Board Meetings, the Board exercises control on matters that require the Board's approval through circulation of Directors' resolutions as well.

The Board has held four (4) meetings for the financial year ended 31 December 2014 and the summary of attendance at the Board meetings is as follows:

Name of Directors	Attendance	Percentage of Attendance
Shen Hengbao (申恒宝)	4/4	100%
Meng Xiangzhen (孟祥贞)	4/4	75%
Sun Shimin (孙世民)	3/4	75%
Yang Chin Shen (Appointed on 03.03.2014)	3/3	100%
Dr Wong Tat Loong (Appointed on 21.05.2014)	3/3	100%
Ching Leng Team (Resigned on 02.04.2014)	1/1	100%
Poh Seng Hiap (Resigned on 02.04.2014)	1/1	100%



CORPORATE GOVERNANCE STATEMENT (cont'd)

B. REMUNERATION OF DIRECTORS

Details of Directors' remuneration are set out below:

(a) Aggregate remuneration of Director categorised into appropriate components.

	Fee RMB'000	Salary & *Other Emoluments RMB'000	Total RMB'000
Executive Director	-	1,400	1,400
Non-Executive Director	209	-	209

*Other emoluments include bonus and the Company's contribution to Employer Provident Fund.

(b) The remuneration paid to Directors during the year, analysed into bands of RM50,000, which is in compliance with the disclosure requirements under Listing Requirements are as follows:-

Range of Remuneration	Number of Directors Executive	Number of Directors Non-Executive
Up to RM50,000	-	1
RM50,001 – RM100,000	-	2
RM100,001 – RM150,000	-	-
RM150,001 – RM200,000	-	-
RM200,001 – RM250,000	1	-
Above RM250,000	1	-

The remuneration of an Executive Director is linked to corporate and individual performance. The remuneration of Non-Executive Directors is related to their experience and level of responsibilities and is subject to the shareholders' approval.

C. SHAREHOLDERS

Dialogue between Company and Investors

The Board recognises the importance of keeping the shareholders informed and updated of developments concerning the Group. In this regard, the Group strictly adheres to the disclosure requirements of Bursa Securities and the Malaysian Accounting Board. The Group practices open communication with its investors.

In its efforts to promote effective communication, the Board recognises that timely and equal dissemination of consistent and accurate information are provided to them through public announcements made throughout the year to Bursa Securities. The shareholders and members of the public are also invited to access the Group's website at www.hbglobal.com.my for the latest information on the Group.

The Company's Annual Report, circulars and financial results are dispatched annually to the shareholders to provide an overview of the Group's business activities and performances. The Share Registrar is available to attend to administrative matters relating to shareholder interests.

CORPORATE GOVERNANCE STATEMENT (cont'd)



Annual General Meeting (“AGM”)

The AGM is the principal forum for dialogue with the shareholders. The shareholders will be given sufficient notice of the holding of the AGM through the Annual Report that is sent to them. At the AGM, the Board will present the shareholders with a comprehensive report on the progress and performance of the Group and the shareholders are encouraged to participate in the questions and answers session thereat where they will be given the opportunity to raise questions or seek more information during the AGM.

Apart from contacts at general meetings, currently there is no other formal program or schedule of meetings with investors, shareholders, stakeholders and the public generally. However, the management has the option of calling for meetings with investors/analysts if it deems necessary. Thus far, the management is of the opinion that the existing arrangement has been satisfactory.

On poll voting, the Board is of the opinion that with the current level of shareholders' attendance at general meetings, voting by way of a show of hands continues to be efficient. During the general meetings, the Chairman of the meeting will remind all members present about their right to demand for a poll in accordance with the provisions of the Articles of Association of the Company in the voting on any resolutions. Currently, all resolutions put forth for the shareholders' approval are carried out by a show of hands, unless a poll is demanded or specifically required.

D. ACCOUNTABILITY AND AUDIT

Financial Reporting

In preparing the annual financial statements and quarterly announcement of results to the shareholders, the Board has always strived to present a balanced and understandable assessment of the Group's position and prospects to the shareholders.

In the preparation of the annual financial statements and quarterly announcement of results, the Directors would have taken the necessary steps to ensure that the Group had used all applicable accounting policies consistently and that these are supported by reasonable and prudent judgements and estimates.

The Board is assisted by the Audit Committee in the overseeing of the Group's financial reporting processes and the quality of its financial reporting.

Internal Control

The Board affirms the importance of sound internal control and risk management practices to safeguard shareholders' investments, customers' interest and the Group's assets. In order to improve internal controls within the Group, the Board has appointed an established independent professional firm to carry out the internal audit function for the Group.

The information on the Group's internal controls is further elaborated in pages 21 to 22 on the Risk Management and Internal Control Statement of this Annual Report.

Relationship with the External Auditors

The Board has appropriately established a formal and transparent relationship with the Group's external auditors. From time to time, the auditors will highlight to the Audit Committee and the Board of Directors on matters that require the Audit Committee's and Board's attention and action. The role of the Audit Committee in relation to the external auditors can be found in the Audit Committee Report as set out in pages 17 to 20 of this Annual Report. Annual appointment or re-appointment of the external auditor is via shareholders' resolution at the AGM on the recommendation of the Board.



CORPORATE GOVERNANCE STATEMENT (cont'd)

E. DIRECTOR'S RESPONSIBILITY STATEMENT

The Directors are responsible for the preparation of financial statements for each financial year to give a true and accurate view of the financial state of the Group and the Company and of the results and cash flows of the Group and the Company for the financial year then ended.

In ensuring the preparation of these financial statements, the Directors have:

- Overseen the overall conduct of the Company's business and that of the Group;
- Identified principal risks and ensured that an appropriate system of internal control exists to manage these risks;
- Reviewed the adequacy and integrity of Internal Controls System and Management Information System in the Company and within the Group;
- Adopted suitable accounting policies and applied them consistently;
- Made judgments and estimates that are reasonable and prudent; and
- Ensured compliance with the applicable approved accounting standards.

The Directors are responsible for ensuring that proper accounting and other records are closed with reasonable accuracy at any time reflecting the financial position of the Group and ensuring that the financial statements comply with the Listing Requirements, applicable approved accounting standards and other legal requirements.

F. COMPLIANCE STATEMENT

The Board is committed to ensure high standards of corporate governance and to their best ability and knowledge complied with the principles and best practices of the MCCG and all other applicable laws.

AUDIT COMMITTEE REPORT



COMPOSITION OF AUDIT COMMITTEE

In compliance with paragraph 15.09 of the Listing Requirements, the present members of the Audit Committee comprises three (3) directors, who are Independent Non-Executive Directors.

Chairman

Yang Chin Shen
(Independent Non-Executive Director)

Members

Dr Wong Tat Loong
(Independent Non-Executive Director)

Sun Shimin
(Independent Non-Executive Director)

TERMS OF REFERENCE

The terms of reference of the Audit Committee are as follows:-

1. Membership

- (i) The Audit Committee shall be appointed by the Board.
- (ii) It shall comprise at least three (3) members who must be Non-Executive Directors, with a majority of them being Independent Directors.
- (iii) The Chairman of the Audit Committee shall be appointed by the Audit Committee amongst the members of the Audit Committee themselves and shall be an Independent Director.
- (iv) If the number of members is reduced to below three (3) as a result of resignation or death of a member, or for any other reason(s), the Audit Committee shall, within three (3) months of that event, appoint amongst such other directors, a new member to make up the minimum number required herein.
- (v) At least one (1) member of the Audit Committee:
 - (a) must be a member of the Malaysian Institute of Accountants ("MIA"); or
 - (b) if he/she is not a member of the MIA, he/she must have at least three (3) years working experience and :-
 - he/she must have passed the examinations specified in Part I of the 1st Schedule of the Accountants Act 1967; or
 - he/she must be a member of one of the associations of accountants specified in Part II of the 1st Schedule of the Accountants Act 1967.
 - (c) must possess such qualifications as may from time to time be prescribed by the Bursa Securities.
- (vi) An alternate director is not eligible for membership in the Audit Committee.



AUDIT COMMITTEE REPORT (cont'd)

2. Authority

The Audit Committee is authorised by the Board to investigate any activity within its Terms of Reference. The Audit Committee shall have unlimited access to both the internal auditors and external auditors as well as all employees of the Group. The Audit Committee shall also have the authority to obtain independent legal or other professional advice and to secure attendance of outsiders with relevant experience and expertise if it considers this necessary.

3. Duties and Responsibilities

- (i) To review with the internal auditor their audit plans, the reports and the system of internal control.
- (ii) To review the adequacy of scope, functions and resources of the internal audit functions and that it has the necessary authority to carry out its work.
- (iii) To review the internal audit programme, processes, the results of the internal audit programme, processes or investigation undertaken and whether or not appropriate action is taken on the recommendations of the internal audit function.
- (iv) To review the assistance and cooperation given by the Company's management to the external auditor and internal auditor.
- (v) To review the plans of the external auditor of the Company, and their reports arising from the audit.
- (vi) To review the cost effectiveness, independence and objectivity of the external auditor.
- (vii) To review the nature and extent of non-audit services provided by the external auditor.
- (viii) To review the quarterly unaudited condensed financial statements and the year end financial statements of the Group before submission to the Board, focusing particularly on:
 - any changes in accounting policies and practices;
 - any significant and unusual results or events; and
 - compliance with accounting standards and other legal requirements.
- (ix) To review any related party transaction and conflict of interest situation that may arise within the Group including any transaction, procedure or course of conduct that raises questions of management integrity.
- (x) To review with the external auditor their audit report, management letter and Management's response.
- (xi) To recommend to the Board the appointment or reappointment of the external auditor and internal auditor, audit fee, and where applicable, their resignation and dismissal.
- (xii) To undertake such other responsibilities as may be agreed to by the Committee and the Board of Directors.

AUDIT COMMITTEE REPORT (cont'd)



4. MEETINGS

- (i) The Audit Committee shall hold at least five (5) meetings a year and such additional meeting(s) as the Chairman of the Audit Committee shall decide in order to fulfill its duties.
- (ii) Apart from the members of the Audit Committee who will be present at the meetings, the Audit Committee may invite any member of the Board of Directors, the Management, staff and representatives of the external auditor and internal auditor to be present at the meeting of the Audit Committee.
- (iii) A quorum shall consist of two (2) members. The majority of members present must be Independent Non-Executive Directors.
- (iv) Notices of not less than two (2) working days shall be given for the calling of any meeting to members.
- (v) Matters raised and tabled at all meetings shall be decided by a majority of votes of the members.
- (vi) A resolution in writing, signed by all the members shall be as valid and effective as if it had been deliberated and decided upon at a meeting of the Audit Committee.
- (vii) Proceedings of all meetings held and resolutions passed as referred to in clause (vi) above shall be recorded by the Company Secretary and kept at the Group's registered office.
- (viii) Every member of the Board shall have the right at any time to inspect the minutes of all meetings held and resolutions passed by the Audit Committee and the reports submitted thereat.
- (ix) The external auditors shall have the right to attend and be heard at any meeting and shall attend before the Audit Committee when so required by the Audit Committee.
- (x) Upon the request of the external auditors, the Chairman shall convene a meeting to consider any matters that the external auditors recommend should be brought to the attention of the Directors or shareholders of the Company.
- (xi) The Audit Committee shall meet with the external auditors at least twice in a financial year without the presence of the executive board members of the Group.

DETAILS OF ATTENDANCE

The Audit Committee had convened four (4) meetings for the financial year ended 31 December 2014 and the summary of attendance is as follows:

Name of Audit Committee Members	Attendance
Yang Chin Shen – Chairman (Appointed on 03.03.2014)	3/3
Dr Wong Tat Loong – Member (Appointed on 21.05.2014)	3/3
Sun Shimin – Member (Appointed on 22.08.2014)	1/2
Poh Seng Hiap (Resigned on 02.04.2014)	1/1
Ching Leng Team (Resigned on 02.04.2014)	1/1



AUDIT COMMITTEE REPORT (cont'd)

SUMMARY OF ACTIVITIES

The main activities that were undertaken by the Audit Committee during the financial year ended 31 December 2014 include the following:

- (i) Reviewed the quarterly unaudited financial results of the Group and the annual audited financial statements prior to the Board of Directors' approval and the subsequent release of the relevant announcement;
- (ii) Reviewed the Corporate Governance Statement, Audit Committee Report and Statement of Risk Management and Internal Control of the Group for the purpose of inclusion in the Annual Report;
- (iii) Reviewed the auditor's reports and any management letter issued by the auditor and the management's response;
- (iv) Reviewed related party transactions and conflict of interest situation that may arise within the Company or the Group; and
- (v) Met once with the external auditor, without the presence of the Company's management.

INTERNAL AUDIT FUNCTION

The Audit Committee had successfully recommended to the Board of Directors for the internal audit function to be outsourced to ensure that the internal control systems within the Group are adequate and functioning as intended. With the internal audit function put in place, remedial action can be taken in relation to weaknesses identified and noted in the systems and controls of the respective operating units. The setting up of the internal audit function is geared towards increasing efficiency and better management of resources in all aspects of the Group's operations. During the financial year 2014, there was no internal audit works carried out by the internal auditors.



Introduction

The Malaysian Code of Corporate Governance requires listed companies to maintain a sound system of internal control to safeguard shareholders' investment and the Group's assets.

In view of this, the Board of Directors of HB Global Limited is pleased to provide the following statement on the state of the internal control of the Group as a whole for the financial year ended 31 December 2014, which has been prepared in accordance with the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers issued by Bursa Malaysia Securities Berhad.

Board Responsibility

The Board acknowledges its responsibilities to maintain a sound system of internal control and risk management and to review its adequacy and integrity on an ongoing basis. However, it should be noted that the system of internal control is designed to manage rather than eliminate the risk of failure to achieve the Group's business objectives. In pursuing these objectives, this system can only provide reasonable, and not absolute, assurance against material misstatement or loss.

The implementation of the risk management and internal control system within the Group inclusive of design, operation, identification, assessment, mitigation and control of risks, are operated with the assistance of the management throughout the period. The Board has received assurance from the Chief Executive Officer that the Group's risk management and internal control system is operating adequately and effectively in all material aspects, based on the risk management and internal control system of the Group.

The Board is of the view that the Group's risk management and internal control framework and system is in place for identifying, evaluating and managing significant risks faced or potentially to be encountered by the Group. The key features of the internal control systems which are operated with the assistance of the management are described under the following headings:

Risk Management Framework

The Board recognises the need for effective risk management and to maintain a sound system of internal control. Risk management is an integral part of the Group's business operations and this process goes through a review process by the Board. Discussions have been conducted during the year involving different levels of managements to identify and address risks faced by the Group. These risks were summarised and included in the Group's risk management report. The Group has an ongoing process for identifying, evaluating and managing the significant risks faced by the Group throughout the financial year under review by the management. This is to ensure that all high risks are adequately addressed at various levels within the Group.

System of Internal Control

The Board is committed to maintaining a sound internal control structure to govern the manner in which the Group and its employees conduct themselves. The key elements of controls are:

- (i) the responsibilities of the Board and the management are clearly defined in the organisational structure to ensure the effective discharge of the roles and responsibilities of the parties in overseeing the conduct of the Group's business;
- (ii) the formation of operational policies and procedures by the management with a view to establishing group wide operational standards in order for all operating units to work cohesively towards achieving the business objectives of the Group. For accounting systems and financial processes, efforts are being taken to ensure consistency in the Group as a whole;



- (iii) frequent on-site visits to the operating units by senior management so as to acquire a first-hand view on various operational matters and to address the issues accordingly;
- (iv) the Board gathers and reviews key financial and operating statistics from time to time and constantly keeps track and monitor the achievement of the Group's performance;
- (v) a detailed budgeting process where operating units prepare budgets for the coming year; and
- (vi) the Audit Committee reviews on a quarterly basis of the quarterly unaudited financial results to monitor the Group's progress towards achieving the Group's business objectives. Authority is given to the Audit Committee members to investigate and report on any areas of improvement for the betterment of the Group.

Board Conclusion

The external auditors have reviewed this Risk Management and Internal Control Statement for the inclusion in the annual report of the Company and of the Group for the financial year ended 31 December 2014 and reported to the Board that nothing has come to their attention that causes them to believe that the statement is inconsistent with their understanding of the process adopted by the Board in reviewing the adequacy and integrity of the system of internal controls, except for some improvement points highlighted to the Board in regards to certain internal control deficiencies. The Board has responded that the Company and the Group will improve on those internal controls.

Other than those internal control deficiencies highlighted by the external auditors, the Board believes that the systems of internal controls in the Group are adequate and have been effective in their functions, with no significant problems noted during the period under review. Going forward, the Group will continue to improve and enhance the existing systems of internal controls, taking into consideration the changing business environment.



OTHER DISCLOSURE REQUIREMENTS PURSUANT TO THE LISTING REQUIREMENTS OF BURSA SECURITIES

The information set out below is disclosed in accordance with the Listing Requirements of Bursa Securities:

1. UTILISATION OF PROCEEDS

During the financial year, there were no proceeds raised by the Company from any corporate proposals.

2. SHARE BUY-BACKS

During the financial year, there was no share buy-back exercise carried out by the Company.

3. DEPOSITORY RECEIPT PROGRAMMES

During the financial year, the Company did not sponsor any depository receipt programmes.

4. IMPOSITION OF SANCTIONS AND/OR PENALTIES

There were no sanctions and/or penalties imposed on the Company and its subsidiaries, Directors or management by the relevant regulatory bodies.

5. NON-AUDIT FEES

No non-audit fees paid to the external auditors by the Company and its subsidiary companies during the financial year ended 31 December 2014.

6. VARIATION IN RESULTS

There were no significant variances between the results for the financial year and the unaudited results previously announced on 27 February 2015.

7. PROFIT GUARANTEES

During the financial year, there were no profit guarantees given by the Company and its subsidiaries.

8. MATERIAL CONTRACTS

During the financial year, there were no material contracts entered into by the Company and its subsidiaries involving Directors' and major shareholders' interests.

9. CONTRACTS RELATING TO LOANS

During the financial year, there were no material contracts relating to loans entered into by the Company involving the Directors and major shareholders.

10. OPTIONS, WARRANTS OR CONVERTIBLE SECURITIES EXERCISED

There were no issuances of options, warrants or convertible securities during the financial year..

11. RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE AND TRADING NATURE

Save for such disclosure made in note 28 to the financial statements on page 62 of the Annual Report, there were no recurrent related party transactions of revenue nature during the financial year ended 31 December 2014.

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DIRECTORS' REPORT



The directors present their report to the members together with the audited consolidated financial statements of HB Global Limited (the "Company") and its subsidiaries (the "Group") and the statement of financial position and statement of changes in equity of the Company for the financial year ended 31 December 2014.

DIRECTORS

The directors of the Company in office at the date of this report are:

Shen Hengbao	
Meng Xiangzhen	
Sun Shimin	
Yang Chin Shen	(appointed on 3 March 2014)
Dr Wong Tat Loong	(appointed on 21 May 2014)

ARRANGEMENTS TO ENABLE DIRECTORS TO ACQUIRE SHARES AND DEBENTURES

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose object is to enable the directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

DIRECTORS' INTERESTS IN SHARES AND DEBENTURES

The directors holding office at the end of the financial year had no interest in the shares and debentures of the Company and related corporations as recorded in the register of directors' shareholdings kept by the Company under Section 164 of the Singapore Companies Act, Cap. 50 except as follows:

Name of directors and companies in which interest are held	Held in the name of directors		Deemed interest	
	At beginning of financial year	At end of financial year	At beginning of financial year	At end of financial year
	No. of ordinary shares			
The Company Shen Hengbao	-	-	267,202,000	267,202,000
Ultimate Holding Company Hengbao Foodstuffs Holding Limited				
Shen Hengbao	686	686	-	-
Meng Xiangzhen	149	149	-	-

By virtue of the provisions of Section 7 of the Singapore Companies Act, Cap.50, Shen Hengbao is deemed to have an interest in the shares held by the Company in all its subsidiaries.



DIRECTORS' REPORT (cont'd)

DIRECTORS' RECEIPT AND ENTITLEMENT TO CONTRACTUAL BENEFITS

Since the end of the previous financial year, no director has received or become entitled to receive a benefit which is required to be disclosed under Section 201(8) of the Singapore Companies Act, Cap. 50 by reason of a contract made by the Company or a related corporation with the director or with a firm of which he is a member, or with a company in which he has a substantial financial interest except as disclosed in the financial statements. Certain directors received remuneration from related corporations in their capacity as directors and/or executives of those related corporations.

SHARE OPTIONS

Options to take up unissued shares

During the financial year, no options to take up unissued shares of the Company or its subsidiaries were granted.

Options exercised

During the financial year, there were no shares of the Company or its subsidiaries issued by virtue of the exercise of an option to take up unissued shares.

Unissued shares under option

At the end of the financial year, there were no unissued shares of the Company or its subsidiaries under option.

AUDIT COMMITTEE

The members of the Audit Committee ("AC") at the date of this report are as follows:

Yang Chin Shen - Chairman
Dr Wong Tat Loong - Member
Sun Shimin - Member

The audit committee carried out its function in accordance with Section 201B(5) of the Singapore Companies Act, Bursa Malaysia Securities Berhad Main Market Listing Requirements ("MMLR") and the Code of Corporate Governance.

The primary duties and responsibilities of the AC are as follows:

- (i) To review audit plans of the internal and external auditors of the Company, and review the internal auditors' evaluation of the adequacy of the Company's system of internal accounting controls and the assistance given by the Company's management to the external and internal auditors;
- (ii) To review quarterly and annual financial statements and the auditor's report on the annual financial statements of the Company before their submission to the Board;
- (iii) To review the effectiveness of the Company's material internal controls, including financial, operational and compliance controls and risk management via reviews carried out by the internal auditors;
- (iv) To meet with the external auditors, other committees, and management in separate executive sessions to discuss any matters that these groups believe should be discussed privately with the AC;
- (v) To review legal and regulatory matters that may have a material impact on the financial statements, related compliance policies and programmes and any reports received from regulators;

DIRECTORS' REPORT (cont'd)



- (vi) To review the cost effectiveness and the independence and objectivity of the external auditors;
- (vii) To recommend to the Board the nomination of external auditors, approve the compensation of the external auditors and review the scope and results of the audit;
- (viii) To report actions and minutes of the AC to the Board with such recommendations as the AC considers appropriate; and
- (ix) To review interested person transactions.

The AC is authorised by the Board to investigate any activity within its Terms of Reference. The AC has unlimited access to both internal auditors and external auditors as well as all employees of the Group. The AC shall also have the authority to obtain independent legal or other professional advice and to secure attendance of outsiders with relevant experience and expertise if it considers this necessary.

The AC has conducted a review of interested person transactions. The AC has held 4 meetings during the financial year. The AC has also met with external auditors, without the presence of the Company's management, at least once a year.

Further details regarding the AC are disclosed in the Corporate Governance Statement in the Annual Report of the Company.

INDEPENDENT AUDITOR

The independent auditor, UHY Lee Seng Chan & Co, has expressed its willingness to accept re-appointment.

On behalf of the directors,

Shen Hengbao
Director

Meng Xiangzhen
Director

30 April 2015



STATEMENT BY DIRECTORS

In the opinion of the directors,

- (a) the accompanying statement of financial position and statement of changes in equity of the Company and consolidated financial statements of the Group together with the notes thereto are drawn up so as to give a true and fair view of the state of affairs of the Company and of the Group as at 31 December 2014, and of the results of the business, changes in equity and cash flows of the Group and changes in equity of the Company for the financial year then ended; and
- (b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

On behalf of the directors,

Shen Hengbao
Director

Meng Xiangzhen
Director

30 April 2015

STATUTORY DECLARATION

Pursuant to Paragraph 9.27 of the Main Market Listing Manual Requirements of Bursa Malaysia Securities Berhad

I, Mr Ang Kong Siang, being the officer primarily responsible for the financial management of HB Global Limited, do solemnly and sincerely declare that the accompanying financial statements are in my opinion correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declaration Act, 1960.

Subscribed and solemnly declared by the above mentioned
At Malaysia on

This day of 30 April 2015

Ang Kong Siang

Before me

Commissioner for Oath

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF HB GLOBAL LIMITED



Report on the Financial Statements

We have audited the accompanying financial statements of HB Global Limited (the "Company") and its subsidiaries (the "Group") which comprise the statements of financial position of the Company and of the Group as at 31 December 2014, the consolidated statement of comprehensive income, statement of changes in equity and consolidated statement of cash flows of the Group and the statement of changes in equity of the Company for the financial year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Singapore Companies Act (the "Act") and International Financial Reporting Standards, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair profit and loss accounts and balance sheets and to maintain accountability of assets.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion, the statement of financial position and statement of changes in equity of the Company and the consolidated financial statements of the Group are properly drawn up in accordance with the provisions of the Act and International Financial Reporting Standards so as to give a true and fair view of the state of affairs of the Company and of the Group as at 31 December 2014 and the results, changes in equity and cash flows of the Group and changes in equity of the Company for the financial year ended on that date.



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF HB GLOBAL LIMITED (cont'd)

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company and by the subsidiary incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

UHY Lee Seng Chan & Co
Public Accountants and
Chartered Accountants

Singapore
30 April 2015

STATEMENTS OF FINANCIAL POSITION

AS AT 31 DECEMBER 2014



Note	The Group		The Company	
	2014 RMB'000	2013 RMB'000	2014 RMB'000	2013 RMB'000
ASSETS				
Current assets				
Cash and cash equivalents	4	5,440	102,317	8
Trade and other receivables	5	179,370	191,497	8
Inventories	6	11,847	13,853	-
		196,657	307,667	16
				18
Non-current assets				
Investments in subsidiaries	7	-	-	172,851
Property, plant and equipment	8	287,356	208,429	-
Construction in progress	9	142,211	180,643	-
Intangible assets	10	114,426	113,831	-
Biological assets	11	673	2,424	-
		544,666	505,327	172,851
				172,851
Total assets		741,323	812,994	172,867
				172,869
LIABILITIES				
Current liabilities				
Trade and other payables	12	16,305	44,970	7,084
Amounts due to a shareholder	13	2,742	2,997	2,742
Amount due to a director	14	24,666	22,792	23,966
Income tax payable		366	897	-
		44,079	71,656	33,792
				34,044
Non-current liabilities				
Borrowings	15	17,419	16,612	-
Total liabilities		61,498	88,268	33,792
				34,044
NET ASSETS		679,825	724,726	139,075
				138,825
EQUITY				
Share capital	16	146,161	146,161	146,161
Fair value reserve	17	8,237	8,237	-
Statutory reserve	18	76,090	76,090	-
Accumulated profits/(losses)		458,836	502,305	(7,086)
		689,324	732,793	139,075
		(9,499)	(8,067)	-
Non-controlling interests		679,825	724,726	139,075
				138,825
Total equity				

The accompanying notes form an integral part of these financial statements.



CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014

	Note	The Group	
		2014 RMB'000	2013 RMB'000
Revenue	19	271,698	377,871
Cost of sales		(284,363)	(349,973)
Gross (loss)/profit		(12,665)	27,898
Other income	20	20,272	20,581
Selling and distribution expenses		(5,723)	(2,858)
Administrative expenses		(29,474)	(56,225)
Other expenses	21	(16,504)	(30,910)
Finance costs	22	(807)	(936)
Loss before income tax	23	(44,901)	(42,450)
Income tax expense	24	-	(8,988)
Net loss, representing total comprehensive loss for the financial year		(44,901)	(51,438)
Total comprehensive loss attributable to:			
Owners of the Company		(43,469)	(42,771)
Non-controlling interests		(1,432)	(8,667)
		(44,901)	(51,438)
Earnings per share (RMB cents)			
Basic	25	(9.29)	(9.14)
Diluted	25	(9.29)	(9.14)

The accompanying notes form an integral part of these financial statements.



STATEMENTS OF CHANGES IN EQUITY

FINANCIAL YEAR ENDED 31 DECEMBER 2014

Group

	Share capital RMB'000	Fair value reserve RMB'000	Statutory reserve RMB'000	Accumulated profits RMB'000	Attributable to owners of the Company RMB'000	Non-controlling interests RMB'000	Total equity RMB'000
Balance at 1 January 2013	146,161	8,237	76,090	545,076	775,564	-	775,564
Net profit, representing total comprehensive loss for the financial year	-	-	-	(42,771)	(42,771)	(8,667)	(51,438)
<u>Ownership interests in subsidiaries</u>							
Incorporation of subsidiaries	-	-	-	-	-	600	600
Balance at 31 December 2013,	146,161	8,237	76,090	502,305	732,793	(8,067)	724,726
Net loss, representing total comprehensive loss for the financial year	-	-	-	(43,469)	(43,469)	(1,432)	(44,901)
Balance at 31 December 2014	146,161	8,237	76,090	458,836	689,324	(9,499)	679,825

The accompanying notes form an integral part of these financial statements.



STATEMENTS OF CHANGES IN EQUITY

FINANCIAL YEAR ENDED 31 DECEMBER 2014

Company

	Share capital RMB'000	Accumulated losses RMB'000	Total equity RMB'000
Balance at 1 January 2013	146,161	(6,076)	140,085
Net loss, representing total comprehensive loss for the financial year	-	(1,260)	(1,260)
Balance at 31 December 2013	146,161	(7,336)	138,825
Net profit, representing total comprehensive income for the financial year	-	250	250
Balance at 31 December 2014	146,161	(7,086)	139,075

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

FINANCIAL YEAR ENDED 31 DECEMBER 2014



	Note	2014 RMB'000	2013 RMB'000
Cash flows from operating activities			
Loss before income tax		(44,901)	(42,450)
Adjustments for:			
Depreciation of property, plant and equipment		22,443	16,245
Amortisation of land use rights		2,384	3,892
Loss on disposals of property, plant and equipment		56	-
Impairment loss on property, plant and equipment, construction in progress and intangible assets		6,412	23,765
Impairment loss on property, plant and equipment, construction in progress and intangible assets written back		(15,438)	(18,164)
Sales/death of biological assets		2,436	3,658
(Gain)/Loss on fair value of biological assets		(40)	5,533
Interest income		(247)	(562)
Interest expense		807	936
Operating loss before working capital changes		(26,088)	(7,147)
Changes in working capital			
Inventories		2,006	519
Trade and other receivables		12,127	46,265
Trade and other payables		(22,914)	(22,158)
Cash (used in)/generated from operations		(34,869)	17,479
Interest received		247	562
Income taxes paid		(532)	(10,037)
Net cash (used in)/generated from operating activities		(35,154)	8,004
Cash flows from investing activities			
Purchase of property, plant and equipment		(30,921)	(54,804)
Payment for construction in progress		(31,826)	(38,029)
Proceeds from disposals of property, plant and equipment		50	5
Advance payment for land use rights		-	(60,000)
Increase in biological assets		(645)	(7,957)
Net cash generated from financing activities		1,619	2,456
Net decrease in cash and cash equivalents		(96,877)	(150,325)
Cash and cash equivalents at beginning of financial year		102,317	252,642
Cash and cash equivalents at end of financial year	4	5,440	102,317

The accompanying notes form an integral part of these financial statements.



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014

These notes form part of and should be read in conjunction with the accompanying financial statements

1. GENERAL INFORMATION

The Company is incorporated and domiciled in the Republic of Singapore and its registered office is located at 80 Robinson Road, #17-02, Singapore 068898. The address of the principal place of business of the Group is 1 Juzhou Road, Ju County, Rizhao City, Shandong Province, People's Republic of China ("PRC").

The Company also has a registered office in Malaysia. The registered office address is Suite 10.03, level 10 The Garden South Tower, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur, Malaysia. The Company was listed on the Main Market of Bursa Malaysia Securities Berhad ("Bursa Securities") on 17 December 2010.

The immediate and ultimate holding company of the Company is Hengbao Foodstuffs Holding Limited, a company incorporated in British Virgin Island.

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are disclosed in Note 7 to the financial statements. There are no significant changes in the nature of these activities during the financial year.

The financial statements for the financial year ended 31 December 2014 were authorised for issue by the Board of Directors on 30 April 2015.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Preparation

The financial statements have been prepared in accordance with the provision of the Singapore Companies Act (the "Act"), International Financial Reporting Standards ("IFRS") and International Accounting Standards ("IAS").

The financial statements have been prepared under the historical cost convention except as disclosed in the accounting policies set out below.

The Group's principal operations are conducted in the PRC and financial statements are prepared in Chinese renminbi ("RMB"), being the measurement and presentation currency of the Group. All values are rounded to the nearest thousands ("RMB'000") except where otherwise indicated.

The preparation of financial statements in conformity with IFRS and IAS requires management to exercise its judgement in the process of applying the Group's accounting policies. It also requires the use of accounting estimates and assumptions. Although these estimates are based on management's best knowledge of current events and actions, actual results may ultimately differ from those estimates. The areas where estimates and assumptions are significant or critical to the financial statements are disclosed in Note 3 to the financial statements.

The accounting policies adopted are consistent with those of the previous financial year except that in the current financial year, the Group has adopted all the new and revised IFRSs, IASs and Interpretations of IFRS ("INT IFRS") that are relevant to its operations and effective for annual period beginning on 1 January 2014. The adoption of these new/revised IFRSs, IASs and INT IFRSs does not have any material effect on the financial performance or position of the Group for the current or prior financial years.



2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(b) Financial Instruments

Financial assets and financial liabilities are recognised on the Group's statement of financial position when the Group becomes a party to the contractual provisions of the instrument.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period to the net carrying amount of the financial asset or financial liability.

Financial assets

Financial assets are classified into the following specified categories: financial assets "at fair value through profit or loss", "held-to-maturity investments", "available-for-sale" financial assets and "loans and receivables". The classification depends on the nature and purpose of financial assets and is determined at the time of initial recognition.

Loans and receivables

Non-derivative financial assets with fixed or determinable payments that are not quoted in an active market are classified as loans and receivables.

Loans and receivables are initially measured at fair value plus any directly attributable transaction costs and are subsequently measured at amortised cost using the effective interest method less impairment. Interest is recognised by applying the effective interest method, except for short-term receivables when the recognition of interest would be immaterial. Loans and receivables are presented as "cash and cash equivalents" and "trade and other receivables (excluding advance payments)" on the statement of financial position.

Impairment of financial assets

The Group assesses at the end of each reporting period whether there is any objective evidence that a financial asset is impaired.

Assets carried at amortised cost

For financial assets carried at amortised cost, the Group first assesses individually whether objective evidence of impairment exists individually for financial assets that are individually significant, or collectively for financial assets that are not individually significant. If the Group determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be recognised are not included in a collective assessment of impairment.

If there is objective evidence that an impairment loss on financial assets carried at amortised cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. If a loan has variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate. The carrying amount of the asset shall be reduced either directly or through the use of an allowance account. The impairment loss is recognised in profit or loss.



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(b) Financial Instruments (cont'd)

When the asset becomes uncollectible, the carrying amount of impaired financial assets is reduced directly or if an amount was charged to the allowance account, the amounts charged to the allowance account are written off against the carrying value of the financial asset.

To determine whether there is objective evidence that an impairment loss on financial assets has been incurred, the Group considers factors such as the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment loss was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent the carrying amount of the asset at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

Financial liabilities

Financial liabilities are classified as either financial liabilities "at fair value through profit or loss" or other financial liabilities.

Other financial liabilities

Trade and payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest method, with interest expense recognised on an effective yield basis.

Interest-bearing borrowings are initially measured at fair value, and subsequently measured at amortised cost, using the effective interest method.

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire.

(c) Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at the end of the reporting period. The financial statements of the subsidiaries are prepared for the same reporting date as the Company. Consistent accounting policies are applied for like transactions and events in similar circumstances. Detailed information on its subsidiaries is disclosed in Note 7 to the financial statements.



2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(c) Basis of Consolidation (cont'd)

The Group was formed as a result of the restructuring exercise undertaken on 25 September 2009 for the purpose of the Company's listing on the main market on the Bursa Securities. The acquisition of 100% equity in the subsidiary, namely Shandong Hengbao Foodstuffs Co., Ltd. (formerly known as Rizhao Hengbao Foodstuffs Co., Ltd.) pursuant to the restructuring exercise under common control has been accounted for using the pooling-of-interest method. Under the pooling-of-interest method, the consolidated financial statements of the Group have been presented as if the Group structure immediately after the restructuring has been in existence since the earliest financial year presented. The assets and liabilities were brought into the consolidated statement of financial position at their existing carrying amounts. The pooling-of-interest method will continue to be used for the entities in existence up to the Group's reorganisation exercise.

Intragroup balances and transactions, including income, expenses and dividends, are eliminated in full. Profits and losses resulting from intragroup transactions that are recognised in assets, such as inventory and property, plant and equipment, are eliminated in full.

Subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Business combinations are accounted for using the acquisition method. The consideration transferred for the acquisition comprises the fair value of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred also includes the fair value of any contingent consideration arrangement and the fair value of any pre-existing equity interest in the subsidiary. Acquisition-related costs are recognised as expenses as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

Non-controlling interest are that part of the net results of operations and of net assets of a subsidiary attributable to the interests which are not owned directly or indirectly by the equity holders of the Company. They are shown separately in the consolidated statement of comprehensive income, statement of changes in equity and statement of financial position. Total comprehensive income is attributed to the non-controlling interest based on their respective interests in a subsidiary, even if the subsidiary incurred losses and the losses allocated exceed the non-controlling interest in the subsidiary's equity.

Consolidation of the subsidiaries in the PRC is based on the subsidiaries' financial statements prepared in accordance with IFRS and IAS. Profits reflected in the financial statements prepared in accordance with IFRS and IAS may differ from those reflected in the PRC statutory financial statements of the subsidiaries, prepared for PRC reporting purposes. In accordance with the relevant laws and regulations, profits available for distribution by the PRC subsidiaries are based on the amounts stated in the PRC statutory financial statements respectively.



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(d) Property, Plant and Equipment

All items of property, plant and equipment are initially recognised at cost and subsequently carried at cost less accumulated depreciation and accumulated impairment losses.

Depreciation of an asset begins when it is available for use and is computed on a straight-line basis to allocate the depreciable amounts of the assets over their estimated useful lives as follows:

Leasehold building and infrastructure	25 years
Plant and machinery	10 years
Furniture, fittings and equipment	5 years
Motor vehicles	5 years
Other facilities	10 – 15 years
Renovation	3 years

Fully depreciated property, plant and equipment are retained in the financial statements until they are no longer in use.

The residual values, useful lives and depreciation methods of property, plant and equipment are reviewed, and adjusted as appropriate, at the end of each reporting period to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on derecognition of the asset is included in the profit or loss in the financial year the asset is derecognised.

(e) Construction in Progress

Construction in progress is stated at cost which includes the cost of construction, purchase cost of plant and machinery as well as interest expense arising from borrowings used to finance the construction during the construction period.

Construction in progress for production plant and machinery is transferred to property, plant and equipment on the commissioning date. Plant and machinery are considered to be commissioned when they are capable of producing saleable quality output in commercial quantities on an ongoing basis.

(F) Intangible Assets

Intangible assets are accounted for using the cost model. Capitalised costs are amortised on a straight-line basis over their estimated useful lives as they are considered finite. Following initial acquisition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

Intangible assets are written off where, in the opinion of the directors, no further future economic benefits are expected to arise.

Land use rights

Land use rights are stated at cost less accumulated amortisation and impairment losses, if any. Amortisation is charged so as to write off the cost of land use rights, using the straight-line method, over the period of the grant, which is the lease term.



2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(g) Biological Assets

Biological assets comprise livestocks.

Livestocks are measured at fair value less costs to sell, with any changes therein recognised in profit or loss. Costs to sell include all incremental costs directly attributable to the disposal of livestocks, excluding finance costs and income taxes.

The fair value of livestocks is determined by reference to an independent professional valuation using the present value of the net cash flows expected to be generated from the livestocks at maturity and includes potential biological transformation from growth. It excludes any increases in value from procreation.

Duck eggs are transferred to inventories at its fair value less costs to sell at the date of harvest. The fair value of duck eggs is determined based on market prices in the local area.

(h) Subsidiaries

A subsidiary is an investee that is controlled by the Group. The Group controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

In the Company's separate financial statements, investments in subsidiaries are accounted for at cost less impairment losses.

(i) Impairment of Non-Financial Assets

The Group's non-financial assets are reviewed for impairment at the end of each reporting period and whenever there is any indication that these assets may be impaired. If any such indication exists or when an annual impairment testing for an asset is required, the recoverable amount of the asset is estimated to determine the amount of the impairment loss (if any).

Recoverable amount of an asset is the higher of its fair value less cost to sell and value in use. For the purpose of impairment testing, recoverable amount is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. If this is the case, recoverable amount is determined for the cash-generating unit ("CGU") to which the asset belongs.

If the recoverable amount of the asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset or CGU is reduced to its recoverable amount and the impairment loss is recognised in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset or CGU is increased to the revised estimate of its recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset or CGU in prior years. A reversal of impairment loss is recognised in profit or loss.



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(j) Inventories

Inventories are stated at the lower of cost and net realisable value. Costs incurred in bringing the inventories to their present location and condition are accounted for as follows:

- Raw materials: purchase costs on a weighted average basis.
- Finished goods and work-in-progress: costs of direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. These costs are assigned on a weighted average basis and exclude borrowing costs.

Where necessary, write-down is made for deteriorated, damaged, obsolete and slow-moving inventories to adjust the carrying value of inventories to the lower of cost and net realisable value.

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

The cost of duck eggs transferred from biological assets is its fair value less costs to sell at the date of harvest.

(k) Operating Leases

Leases where substantially all risks and rewards incidental to ownership are retained by the lessors are classified as operating leases.

Rentals payable under operating leases are charged to profit or loss on a straight-line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Contingent rentals arising under operating leases are recognised as an expense in the period in which they are incurred.

(l) Taxes

Income tax

Income tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the financial year. Taxable profit differs from profit as reported in profit or loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are not taxable or tax deductible. The Group's liability for current tax is calculated using tax rates (and tax laws) that have been enacted or substantively enacted in countries where the Company and subsidiaries operate by the end of the reporting period.

Deferred tax is recognised on the differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method.

Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.



2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(i) Taxes (cont'd)

Deferred tax liabilities are recognised on taxable temporary difference arising on investments in subsidiaries except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary difference associated with such investments and interests are only recognised to the extent that it is possible that the temporary difference will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised based on the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

Current and deferred tax are recognised as an expense or income in profit or loss, except when they relate to items credited or debited outside profit or loss (either in other comprehensive income or directly in equity), in which case the tax is also recognised outside profit or loss (either comprehensive income or directly in equity, respectively), or where they arise from the initial accounting for a business combination. In the case of a business combination, the tax effect is taken into account in calculating goodwill or determining the excess of the acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over cost.

Sales tax

Revenues, expenses and assets are recognised net of the amount of sales tax except:

- Where the sales tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the sales tax is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- Receivables and payables that are stated with the amount of sales tax included.

The net amount of sales tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(m) Foreign Currency

The individual financial statements of each entity within the Group are measured and presented in the currency of the primary economic environment in which the entity operates (its functional currency).

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency are recorded at the rate of exchange prevailing on the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rate prevailing on the end of the reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on retranslation of monetary items are included in profit or loss for the period. Exchange differences arising on the retranslation of non-monetary items carried at fair value are included in profit or loss for the period except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised in other comprehensive income. For such non-monetary items, any exchange component of that gain or loss is also recognised directly in other comprehensive income.

For the purpose of presenting consolidated financial statements, the assets and liabilities of the Group's foreign operations (including comparatives) are expressed in RMB using exchange rates prevailing on the end of the reporting period. Income and expense items (including comparatives) are translated at the average exchange rates for the period, unless exchange rates fluctuated significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in a separate component of equity called currency translation reserve.

(n) Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is made. Revenue is measured at the fair value of consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes and duty.

Sale of goods

Revenue from sales of goods is recognised upon the transfer of significant risks and rewards of ownership of the goods to the buyer, usually on delivery of goods. Revenue is not recognised to the extent where there are significant uncertainties regarding recovery of the consideration due, associated costs or the possible return of goods.

Interest income

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



2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(o) Employee Benefits

Employee entitlements to annual leave are recognised as a liability when they accrue to employees. The estimated liability for annual leave is recognised for services rendered by employees up to the end of the reporting period.

Contributions to defined contribution plans are recognised in the same financial year as the employment that gives rise to the contributions.

Pursuant to the relevant regulations of the PRC government, a subsidiary of the Company in the PRC participates in a local municipal government retirement benefits scheme (the "Scheme"), whereby the subsidiary is required to contribute a certain percentage of the basic salaries of its employees to the Scheme to fund their retirement benefits. The local municipal government undertakes to assume the retirement benefits obligations of all existing and future retired employees of the subsidiary. The only obligation of the subsidiary with respect to the Scheme is to pay the ongoing required contributions under the Scheme mentioned above. Contributions under the Scheme are charged to profit or loss as incurred. There are no provisions under the Scheme whereby forfeited contributions may be used to reduce future contributions.

(p) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

(q) Cash And Cash Equivalents

Cash and cash equivalents comprise cash on hand and bank balances.

(r) Borrowing Costs

Borrowing costs are capitalised if they are directly attributable to the acquisition, construction or production of a qualifying asset. Capitalisation of borrowing costs commences when the activities to prepare the asset for its intended use or sale are in progress and the expenditures and borrowing costs are incurred. Borrowing costs are capitalised until the assets are ready for their intended use or sale.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(S) Related Parties

A related party is defined as follows:

- (a) A person or a close member of that person's family is related to the Group and Company if that person:
 - (i) Has control or joint control over the Company;
 - (ii) Has significant influence over the Company; or
 - (iii) Is a member of the key management personnel of the Group or Company or of a parent of the Company.
- (b) An entity is related to the Group and the Company if any of the following conditions applies:
 - (i) The entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
 - (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
 - (iii) Both entities are joint ventures of the same third party.
 - (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
 - (v) The entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company.
 - (vi) The entity is controlled or jointly controlled by a person identified in (a).
 - (vii) A person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).



2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(t) Segment Reporting

An operating segment is a distinguishable component of the Group that engages in business activities from which it may earn revenue and incur expenses (including revenue and expenses relating to transactions with other components of the same entity), whose operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

(u) Share Capital

Proceeds from issuance of ordinary shares are recognised as share capital in equity. Incremental costs directly attributable to the issuance of ordinary shares are deducted against share capital.

3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, which are described in Note 2 to the financial statements, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

(a) Critical judgements in applying the entity's accounting policies

In the process of applying the Group's accounting policies which are described in Note 2 above, management is of the opinion that there are no critical judgements involved that have a significant effect on the amounts recognised in the financial statements.

(b) Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

Allowance for inventory obsolescence

The Group reviews the carrying value of its inventories to ensure that they are stated at the lower of cost and net realisable value. In assessing the net realisable value and making appropriate allowance, management identifies inventories that are slow-moving or obsolete, considers their physical conditions and the market price of similar items. Where items of inventory have a market price that is lower than their carrying amount, the Group estimates the amount of inventory loss as allowance on inventory. The carrying amount of the Group's inventories at the end of the reporting period is disclosed in Note 6 to the financial statements.



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (cont'd)

(b) Key sources of estimation uncertainty (cont'd)

Depreciation of property, plant and equipment

Management estimates the useful lives of property, plant and equipment to be within 3 to 25 years. These are common life expectancies applied in the relevant industry. Changes in the expected level of usage and technological development could impact the economic useful lives and the residual values of these assets. Hence, future depreciation charges could be revised. The carrying amount of the Group's property, plant and equipment is disclosed in Note 8 to the financial statements.

Impairment of leasehold buildings and infrastructure, construction in progress and intangible assets

The Group assesses whether there are any indicators of impairment for all its assets at the end of the reporting period. The assets are tested for impairment when there are indicators that the carrying amounts may not be recoverable. Indicators of impairment arose when the Group engaged an independent valuer (the "Valuer") to perform a valuation on leasehold buildings and infrastructure, construction in progress and intangible assets. The Valuer valued leasehold buildings and infrastructure and construction in progress using replacement cost method. The values of the leasehold buildings and infrastructure and construction in progress under the replacement cost method are derived by adding the value of the building and other improvements to the land value. The values of building and other improvements are based on the current construction costs less depreciation. The valuation is based on the estimates of the land value in its existing use and of the gross replacement cost of the buildings and other site works, from which appropriate deductions may then be made to allow for the age, condition, economic and functional obsolescence and environmental factors. The Valuer valued intangible assets using market comparison method. The values of intangible assets are derived by analysing prices of similar land use rights transacted recently and making adjustments based on differences in land sizes and useful lives of these land use rights. The carrying amounts of the Group's property, plant and equipment, construction in progress and intangible assets as at 31 December 2014 are disclosed in Notes 8, 9 and 10 respectively.

Biological assets

The Group carries its biological assets at fair value less costs to sell, which require extensive use of accounting estimates. Significant components of fair value measurement were determined using assumptions including average lives of livestocks, period of being immature and mature livestocks, average selling price and annual discount rate. The amount of changes in fair values would differ if there are changes to the assumptions used. Any changes in fair values of these livestocks would impact the profit or loss. The carrying amount of the Group's biological assets is disclosed in Note 11 to the financial statements.

Income tax expense

In the ordinary course of business, there are many transactions and calculations for which the ultimate tax treatment is uncertain. Therefore, the Group recognises tax liabilities based on estimates of whether additional taxes and interest will be due. These tax liabilities are recognised when the Group believes that certain positions may not be fully sustained upon review by tax authorities, despite the Group's belief that its tax return positions are supportable. The Group believes that its accruals for tax liabilities are adequate for all open tax years based on interpretations of tax law and prior experience. The carrying amount of the Group's income tax payable is RMB366,000 (2013: RMB897,000). The carrying amount of income tax expense is disclosed in Note 24 to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)



4. CASH AND CASH EQUIVALENTS

	Group		Company	
	2014 RMB'000	2013 RMB'000	2014 RMB'000	2013 RMB'000
Cash at banks and on hand	5,440	102,317	8	10

Cash and cash equivalents are denominated in the following currencies:

	Group		Company	
	2014 RMB'000	2013 RMB'000	2014 RMB'000	2013 RMB'000
Chinese renminbi	5,380	102,252	-	-
Singapore dollar	60	61	8	10
Malaysia ringgit	-	4	-	-
	5,440	102,317	8	10

5. TRADE AND OTHER RECEIVABLES

	Group		Company	
	2014 RMB'000	2013 RMB'000	2014 RMB'000	2013 RMB'000
Trade receivables				
- third parties	17,626	25,597	-	-
Other receivables				
- subsidiary	-	-	-	5
- advance payments	159,568	165,897	-	-
- sundry receivables	2,168	-	-	-
- refundable deposits	8	3	8	3
	161,744	165,900	8	8
	179,370	191,497	8	8



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

5. TRADE AND OTHER RECEIVABLES (cont'd)

The average credit period given to trade receivables ranges from 30 to 90 days (2013: 30 to 90 days).

Non-trade amount due from a subsidiary is unsecured, interest-free and is repayable in cash on demand.

Advance payments relate to the acquisition of land use rights. At the end of the reporting period, the subsidiaries are in the process of obtaining these land use rights.

Trade and other receivables are denominated in the following currencies:

	2014 RMB'000	2013 RMB'000	2014 RMB'000	2013 RMB'000
Chinese renminbi	171,964	187,286	-	5
United States dollar	1	4,208	-	-
British pounds	39	-	-	-
Japanese yen	5,716	-	-	-
Hong Kong dollar	1,633	-	-	-
Singapore dollar	9	-	-	-
Malaysia ringgit	8	3	8	3
	179,370	191,497	8	8

6. INVENTORIES

	2014 RMB'000	2013 RMB'000
Balance sheet:		
Raw materials	2,729	3,444
Work-in-progress	492	122
Finished goods	8,626	10,287
	11,847	13,853
Inventories recognised as an expense in the cost of sales	308,963	349,973
Inclusive of the following charge:		
- Inventories (written back)/written down (Note 23)	(795)	795

7. INVESTMENT IN SUBSIDIARIES



	RMB'000	RMB'000

Details of the subsidiaries are as follows:

Name of company	place of operation	Percentage of equity held	2014	2013	Principal activities
		%	%		
Shandong Hengbao Foodstuffs Co., Ltd. Foodstuffs Co., Ltd.) *	People's Republic of China	100	100		Processing, packaging and producing various types of foods
HB Food (S) Pte. Ltd. *	Singapore	100	100		Dormant
Held by Shandong Hengbao Foodstuffs Co., Ltd.					
Juxian Hengbao Farming Co., Ltd. *	People's Republic of China	90	-		Rearing and trading of livestocks
Juxian Wan Hui Food Co., Ltd. *	People's Republic of China	90	-		Dormant
Juxian Houz Best Food Co., Ltd. *	People's Republic of China	90	-		Dormant
Held by HB Food (S) Pte. Ltd.					
Houz Best Food (M) Sdn. Bhd. *	Malaysia	100	100		Dormant

* Audited/Reviewed by UHY Lee Seng Chan & Co for purposes of consolidation



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

8. PROPERTY, PLANT AND EQUIPMENT

Group 2014

	Leasehold buildings and infrastructure RMB'000	Plant and machinery RMB'000	Furniture, fitting and equipment RMB'000	Motor vehicles RMB'000	Other facilities RMB'000	Renovation RMB'000	Total RMB'000
Cost							
Balance at 1 January 2014	196,580	84,325	2,827	2,509	8,020	-	294,261
Additions	1,750	20,558	19	-	5	8,589	30,921
Transfer from construction in progress	64,019	-	-	-	-	-	64,019
Disposals	-	(1,303)	(39)	(716)	-	-	(2,058)
Balance at 31 December 2014	262,349	103,580	2,807	1,793	8,025	8,589	387,143
Accumulated depreciation							
Balance at 1 January 2014	16,936	16,267	1,347	1,769	929	-	37,248
Depreciation charge for the financial year	10,170	8,932	388	413	747	1,793	22,443
Disposals	-	(747)	(38)	(610)	-	-	(1,395)
Balance at 31 December 2014	27,106	24,452	1,697	1,572	1,676	1,793	58,296
Accumulated impairment losses							
Balance at 1 January 2014	47,447	585	11	-	541	-	48,584
Impairment made	2,847	-	-	-	-	-	2,847
Impairment written back	(11,524)	-	-	-	(133)	-	(11,657)
Transfer from construction in progress	2,274	-	-	-	-	-	2,274
Impairment disposed	-	(555)	(2)	-	-	-	(557)
Balance at 31 December 2014	41,044	30	9	-	408	-	41,491
Carrying amount							
Balance at 31 December 2014	194,199	79,098	1,101	221	5,941	6,796	287,356

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)



8. PROPERTY, PLANT AND EQUIPMENT (cont'd)

Group
2013

	Leasehold buildings and infrastructure RMB'000	Plant and machinery RMB'000	Furniture, fitting and equipment RMB'000	Motor vehicles RMB'000	Other facilities RMB'000	Total RMB'000
Cost						
Balance at 1 January 2013	176,829	30,310	2,794	2,433	5,652	218,018
Additions	646	54,031	33	76	18	54,804
Transfer from construction in progress	19,105	-	-	-	2,350	21,455
Disposals	-	(16)	-	-	-	(16)
Balance at 31 December 2013	196,580	84,325	2,827	2,509	8,020	294,261
Accumulated depreciation						
Balance at 1 January 2013	9,277	9,147	953	1,333	304	21,014
Depreciation charge for the financial year	7,659	7,131	394	436	625	16,245
Disposals	-	(11)	-	-	-	(11)
Balance at 31 December 2013	16,936	16,267	1,347	1,769	929	37,248
Accumulated impairment losses						
Balance at 1 January 2013	43,572	585	-	-	-	44,157
Impairment made	19,616	-	11	-	541	20,168
Impairment written back	(15,741)	-	-	-	-	(15,741)
Balance at 31 December 2013	47,447	585	11	-	541	48,584
Carrying amount						
Balance at 31 December 2013	132,197	67,473	1,469	740	6,550	208,429



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

9. CONSTRUCTION IN PROGRESS

	Group	
	2014 RMB'000	2013 RMB'000
Cost		
Balance at beginning of financial year	187,695	165,371
Additions	26,076	43,779
Transfer to property, plant and equipment	(64,019)	(21,455)
Balance at end of financial year	149,752	187,695
Accumulated impairment losses		
Balance at beginning of financial year	7,052	3,695
Impairment made	3,373	3,597
Impairment written back	(610)	(240)
Transfer to property, plant and equipment	(2,274)	-
Balance at end of financial year	7,541	7,052
Carrying amount		
Balance at end of financial year	142,211	180,643

Construction in progress comprises factory premises and dormitory building under construction, production plants, machinery and other equipment under installation and are stated at cost.

Impairment testing of leasehold buildings and infrastructure and construction in progress

The recoverable amounts of leasehold buildings and infrastructure and construction in progress were determined based on replacement cost method as disclosed in Note 3 (b) to the financial statements. Write-back of impairment loss in the financial year ended 31 December 2014 is due to higher replacement costs resulting from better market prices in determining these costs.



10. INTANGIBLE ASSETS

Group

2014

	Land Use Rights RMB'000	Computer Software RMB'000	Total RMB'000
Cost			
Balance at 1 January 2014 and 31 December 2014	134,892	13	134,905
Accumulated amortisation			
Balance at 1 January 2014	10,710	13	10,723
Amortisation for the financial year	2,384	-	2,384
Balance at 31 December 2014	13,094	13	13,107
Accumulated impairment losses			
Balance at 1 January 2014	10,351	-	10,351
Impairment made	192	-	192
Impairment written back	(3,171)	-	(3,171)
Balance at 31 December 2014	7,372	-	7,372
Carrying amount			
Balance at 31 December 2014	114,426	-	114,426



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

10. INTANGIBLE ASSETS (cont'd)

Group

2013

	Land Use Rights RMB'000	Computer Software RMB'000	Total RMB'000
Cost			
Balance at 1 January 2013 and 31 December 2013	134,892	13	134,905
Accumulated amortisation			
Balance at 1 January 2013	6,818	13	6,831
Amortisation for the financial year	3,892	-	3,892
Balance at 31 December 2013	10,710	13	10,723
Accumulated impairment losses			
Balance at 1 January 2013	12,534	-	12,534
Impairment written back	(2,183)	-	(2,183)
Balance at 31 December 2013	10,351	-	10,351
Carrying amount			
Balance at 31 December 2013	113,831	-	113,831

- a) 24,309.8 sq m located at Ju County Huaixu Gonglu Dong Ce, Rizhao Lu Nan Ce (莒县淮徐公路东侧, 日照路南侧), and amortised over lease period of 38 years from 2006;
- b) 17,170.10 sq m located at Ju County Huaixu Gonglu Dong Ce, Rizhao Lu Nan Ce (莒县淮徐公路东侧, 日照路南侧), and amortised over lease period of 50 years from 2006;
- c) 64,427 sq m located at Ju County Yanzhuang Town Jianhua Cun Zhu Di, Weifang Lu Bei Ce (莒县闫庄镇建华村驻地, 潍坊路北侧), and amortised over lease period of 50 years from 2006;
- d) 91,614 sq m located at Ju County Yanzhuang Town Village, DaZhangAnPo Village, Jianhua Village (莒县闫庄镇大长安坡村, 建华村), and amortised over lease period of 50 years from 2011;
- e) 162,267 sq m located at Ju County AnZhuan Town, ZhuDi North Avenue, Huang Road, West (莒县安庄镇镇驻地以北道黄路以西), and amortised over lease period of 50 years from 2011; and
- f) 57,967 sq m located at Ju County QiShan Town, ShiQuanGuanZhuan Village (莒县綦山镇石泉官庄村), and amortised over lease period of 50 years from 2011.

Impairment testing of intangible assets

The recoverable amounts of intangible assets were determined based on market comparison method as disclosed in Note 3 (b) to the financial statements. Write-back of impairment loss in the financial year ended 31 December 2014 is due to better market prices for these land use rights.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)



11. BIOLOGICAL ASSETS

	Group	
	2014 RMB'000	2013 RMB'000
Livestocks		
At valuation		
Balance at beginning	2,424	3,658
Increase due to purchases	645	7,957
Decrease due to sales/death	(2,436)	(3,658)
Gain/(Loss) arising from changes in fair value less estimated point-of-sale costs	40	(5,533)
Balance at end	673	2,424

At the end of the reporting period, livestocks comprised 41,821 ducklings (2013: 132,081 ducks). During the financial year, the Group sold 40,136 (2013: 236,306) ducks. The fair value of livestocks was determined based on the actual selling prices approximating those at year end less estimated point-of-sale costs.

12. TRADE AND OTHER PAYABLES

	Group		Company	
	2014 RMB'000	2013 RMB'000	2014 RMB'000	2013 RMB'000
Trade payables				
- third parties	3,487	22,144	-	-
Other payables				
- subsidiaries (non-trade)	-	-	4,300	4,719
- sundry payables	3,473	11,971	984	2,395
- payment for capital expenditure	-	800	-	-
- accrued operating expenses	9,345	10,021	1,800	1,842
- advance received	-	34	-	-
	12,818	22,826	7,084	8,956
	16,305	44,970	7,084	8,956

These amounts are non-interest bearing. Trade payables are normally settled within 30 to 90 (2013: 30 to 90) days from date of invoice while other payables have an average term of 6 (2013: 6) months.



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

12. TRADE AND OTHER PAYABLES (cont'd)

Trade payables are denominated in the following currencies:

	Group		Company	
	2014 RMB'000	2013 RMB'000	2014 RMB'000	2013 RMB'000
Chinese renminbi	13,491	40,703	4,300	4,719
Singapore dollar	2,729	3,586	2,703	3,641
Malaysian ringgit	85	681	81	596
	16,305	44,970	7,084	8,956

13. AMOUNTS DUE TO A SHAREHOLDER

Amounts due to a shareholder consist of a sum of RMB1,156,000 (2013: RMB1,200,000) which bears interest at 8% per annum and a sum of RMB1,586,000 (2013: RMB1,797,000) which represents outstanding accrued interest. These amounts are unsecured, repayable in cash on demand and are denominated in Singapore dollar.

14. AMOUNT DUE TO A DIRECTOR

The amount due to a director is non-trade in nature, unsecured, interest-free and is repayable in cash on demand.

15. BORROWINGS

	Group	
	2014 RMB'000	2013 RMB'000
Non-current		
Loan from ex-shareholders	17,419	16,612

On 25 September 2009, Shandong Hengbao Foodstuffs Co., Ltd. entered into a loan agreement with Shen Hengbao, Meng Xiangzhen, Wu Fang, Yao Zhifang and Shi Geli (collectively the "Ex-shareholders") to obtain a total loan of RMB21,800,000 from the Ex-shareholders. The loan is interest-free and is for a period of 10 years with option to renew for a further 10 years if required by the Company.

The loan amount is stated at fair value determined from cashflow analysis and discounted at market borrowing rate of 4.86% (2013: 4.86%) per annum.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)



16. SHARE CAPITAL

	Group	
	2014 RMB'000	2013 RMB'000
Issued and fully paid with no par value 468,000,000 ordinary shares	146,161	146,161

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restrictions.

17. FAIR VALUE RESERVE

The fair value reserve represent fair value adjustment on interest-free loan from ex-shareholders of Shandong Hengbao Foodstuffs Co., Ltd. (Note 15).

18. STATUTORY RESERVE

The Group follows the accounting principles and relevant financial regulations of the People's Republic of China ("PRC") in the preparation of the accounting records and statutory financial statements of the PRC subsidiaries.

In accordance with the Foreign Enterprise Law applicable to the subsidiaries in the PRC, one of the subsidiaries is required to make appropriation to a Statutory Reserve Fund ("SRF"). At least 10% of the statutory after tax profits as determined in accordance with the applicable PRC accounting standards and regulations must be allocated to the SRF until the cumulative total of the SRF reaches 50% of the subsidiary's registered capital. Subject to approval from the relevant PRC authorities, the SRF may be used to offset any accumulated losses or increase the registered capital of the subsidiary. The SRF is not available for dividend distribution to shareholders.

19. REVENUE

	Group	
	2014 RMB'000	2013 RMB'000
Sale of goods	271,698	377,871



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

20. OTHER INCOME

	Group	2014 RMB'000	2013 RMB'000
Exchange gain		1,080	1,840
Gain on fair value of biological assets		40	-
Government subsidies		2,500	-
Interest income		247	562
Impairment loss written back on:			
- property, plant and equipment		11,657	15,741
- construction in progress		610	240
- intangible assets		3,171	2,183
Sale of matured ducks		906	-
Sundry income		61	15
		<hr/> 20,272	<hr/> 20,581

21. OTHER EXPENSES

	Group	2014 RMB'000	2013 RMB'000
Disposals of ducklings		10,092	-
Exchange loss		-	1,610
Impairment loss on:			
- property, plant and equipment		2,847	20,168
- construction in progress		3,373	3,597
- intangible assets		192	-
Loss on fair value of biological assets		-	5,533
Sundry expense		-	2
		<hr/> 16,504	<hr/> 30,910

22. FINANCE COSTS

	Group	2013 RMB'000	2012 RMB'000
Interest expense on borrowings from ex-shareholders		807	936

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)



23. LOSS BEFORE INCOME TAX

This is stated after charging:

	Note	2014 RMB'000	Group 2013 RMB'000
Audit fees to auditors of the Company		719	788
Non-audit fees to advisory firm		-	744
Amortisation of intangible assets	10	2,384	3,892
Depreciation of property, plant and equipment	8	22,443	16,245
Employee benefits expense	26	7,200	9,674
Inventories written (back)/down	6	(795)	795
Operating lease expense - premises and equipment		1,439	1,163

24. INCOME TAX EXPENSE

	2014 RMB'000	Group 2013 RMB'000
Current tax expense - current financial year	-	8,988

Reconciliation of effective tax rate

Loss before income tax	(44,901)	(42,450)
Tax at the domestic rates applicable in the countries where the Group operates	(11,245)	(10,512)
Adjustments:		
- non-deductible expenses	1	3,745
- non-taxable income	(190)	(4,541)
- deferred tax assets not recognised	11,294	20,160
- tax losses disregarded	140	136
	-	8,988

Unutilised tax losses

As at 31 December 2014, the Company has unutilised tax losses of approximately RMB45,176,000 (2013: RMB80,640,000) available for set-off against future taxable income subject to compliance with the relevant tax legislation and agreement by the Income Tax Authority.

The potential tax benefit of approximately RMB31,454,000 (2013: RMB20,160,000) arising from unutilised tax losses has not been recognised due to the uncertainty of its utilisation against future taxable profits.



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

25. EARNINGS PER SHARE

The basic and diluted earnings per share attributable to the owners of the Company is computed as follows:

	Group	
	2014	2013
Net loss attributable to owners of the Company (RMB'000)	(43,469)	(42,771)
Weighted average number of ordinary shares in issue ('000)	468,000	468,000
Earnings per share		
- Basic (RMB cents)	(9.29)	(9.14)
- Diluted (RMB cents)	(9.29)	(9.14)

Diluted earnings per share are the same as basic earnings per share as the Company does not have potential dilutive shares.

26. EMPLOYEE BENEFITS EXPENSE

	Group	
	2014 RMB'000	2013 RMB'000
Salaries, bonuses and related costs (including directors' remuneration)	6,137	8,635
Employer's contributions to defined contribution funds	1,063	1,039
	7,200	9,674

27. COMMITMENTS

(a) Capital commitments

Capital expenditure contracted for as at the end of the reporting period but not recognised in the financial statements are as follows:

	Group	
	2014 RMB'000	2013 RMB'000
Installation of cold room and production facilities	16,800	12,600
Construction of duck poultry and slaughter factory	52,720	52,720
Construction of feed mill plant	30,000	30,000
Construction of food processing plant	-	7,000
	99,520	102,320

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)



27. COMMITMENTS (cont'd)

(b) Lease commitments

At the end of the reporting period, the Company has outstanding rental commitments under non-cancellable operating leases in respect of business premises and equipment payable as follows:

	2014 RMB'000	2013 RMB'000
Within one year	1,473	1,439
Between one and five years	6,030	5,995
More than five years	5,548	6,516
	<hr/>	<hr/>
	13,051	13,950

The above operating leases do not contain any escalation clauses and do not provide for contingent rents.

28. RELATED PARTY TRANSACTIONS

In addition to the related party information disclosed elsewhere in the financial statements, the following are the significant transactions between the Group and related parties that took place at terms agreed between the parties during the financial year:

	Group	
	2014 RMB'000	2013 RMB'000
Compensation of key management personnel		
Short-term benefits paid to:		
Directors		
- salaries and related costs	1,400	1,400
- directors' fees	209	770
Other key management personnel		
- salaries and related costs	909	877
- post employment benefits	41	41
	<hr/>	<hr/>
	2,559	3,088



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

29. SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their products and has four reportable operating segments as follows:

- (i) Ready-to-serve food
- (ii) Frozen vegetables
- (iii) Duck eggs
- (iv) Others

Except as indicated above, no operating segments have been aggregated to/from the above reportable operating segments.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss which in certain respects, as explained in the table below, is measured differently from operating profit or loss in the consolidated financial statements.

Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

Unallocated costs represent corporate expenses.

Capital expenditure comprised additions to property, plant and equipment, construction in progress and intangible assets.

Financial year ended 31 December 2014

	Ready-to -serve food RMB'000	Frozen vegetables RMB'000	Duck eggs RMB'000	Others RMB'000	Total RMB'000
Revenue (external customers)	209,313	32,426	15,587	14,372	271,698
Segment results	(4,375)	(1,131)	(34,641)	2,882	(37,265)
Other income					44,872
Unallocated costs					(51,701)
Finance costs					(807)
Loss before income tax					(44,901)
Income tax expense					-
Net loss for the financial year					(44,901)
 Other segment information:					
Depreciation and amortisation					24,827
Capital expenditure					56,997



29. SEGMENT INFORMATION (cont'd)

Financial year ended 31 December 2013

	Ready-to -serve food RMB'000	Frozen vegetables RMB'000	Duck eggs RMB'000	Others RMB'000	Total RMB'000
Revenue (external customers)	277,922	37,831	11,789	50,329	377,871
Segment results	82,920	6,515	(67,583)	6,046	27,898
Other income					20,581
Unallocated costs					(89,993)
Finance costs					(936)
Loss before income tax					(42,450)
Income tax expense					(8,988)
Net loss for the financial year					(51,438)
Other segment information:					
Depreciation and amortisation					20,137
Capital expenditure					98,583

The Group's revenue is categorised based on countries where the customers are located.

	Revenue	
	2014 RMB'000	2013 RMB'000
China	221,246	329,519
Japan	48,059	40,452
Europe	2,280	1,451
Others	113	6,449
	271,698	377,871

All non-current assets are located in the PRC.



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

31. FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT

(a) Categories of financial assets and liabilities

The carrying amounts of various categories of financial assets and liabilities as at the end of the reporting period are as follows:

	Group		Company	
	2014 RMB'000	2013 RMB'000	2014 RMB'000	2013 RMB'000
Financial assets				
Loans and receivables	25,242	127,917	16	18
Financial liabilities				
Financial liabilities at amortised cost	61,132	86,537	33,792	34,044

(b) Financial risk management policies and objectives

The Group has documented financial risk management policies. These policies set out the Group's overall business strategies and its risk management philosophy. The Group's overall risk management strategy seeks to minimise potential adverse effects on the financial performance of the Group.

The Board of Directors is responsible for setting the objectives and underlying principles of financial risk management for the Group. Risk management policies and procedures are reviewed regularly to reflect changes in market conditions and the Group's activities.

The following sections provide details regarding the Group's exposure to various financial risks and the objectives, policies and processes for the management of the risks.

Credit risk

Credit risk refers to the risk that counter-parties may fail to discharge their contractual obligations resulting in financial loss to the Group.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. At the end of the reporting period, approximately 87% (2013: 59%) of the Group's trade receivables were due from 3 (2013: 2) major external customers. There was no concentration of credit risk in the previous financial year. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the statement of financial position. Cash are placed with banks which are regulated.

Trade and other receivables that are neither past due nor impaired are creditworthy debtors with good payment record with the Group.

There is no financial asset that is past due and/or impaired.



30. FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT (cont'd)

(b) Financial risk management policies and objectives (cont'd)

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Company's financial instruments will fluctuate because of changes in market interest rates.

The Group's exposure to interest rate risk is minimal as it has no variable rate borrowings. The borrowings as disclosed in Note 13 to the financial statements are fixed rate borrowings. The Group's policy is to obtain the most favourable interest rates available.

Liquidity risk

Liquidity risk refers to the risk that the Group will encounter difficulty in raising funds to meet commitments associated with financial instruments.

The Group maintains sufficient cash and cash equivalents, and internally generated cash flows to finance its activities. Where necessary, it can also obtain financing from its directors and management is satisfied that such funding is available when required.

The table below analyses the maturity profile of the Group's financial assets and liabilities at the end of the reporting period based on contractual undiscounted payments:

Group

	1 year or less RMB'000	1 to 5 years RMB'000	Carrying amount RMB'000
2014			
Cash and cash equivalents	5,440	-	5,440
Trade and other receivables	19,802	-	19,802
Total undiscounted financial assets	25,242	-	25,242
Trade and other payables	16,305	-	16,305
Amount due to a shareholder	2,742	-	2,742
Amount due to a director	24,666	-	24,666
Borrowings	-	17,419	17,419
Total undiscounted financial liabilities	43,713	17,419	61,132
Total net undiscounted financial liabilities	(18,471)	(17,419)	(35,890)



NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

30. FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT (cont'd)

(b) Financial risk management policies and objectives (cont'd)

Group

	1 year or less RMB'000	1 to 5 years RMB'000	Carrying amount RMB'000
2013			
Cash and cash equivalents	102,317	-	102,317
Trade and other receivables	25,600	-	25,600
Total undiscounted financial assets	127,917	-	127,917
Trade and other payables	44,136	-	44,136
Amount due to a shareholder	2,997	-	2,997
Amount due to a director	22,792	-	22,792
Borrowings	-	16,612	16,612
Total undiscounted financial liabilities	69,925	16,612	86,537
Total net undiscounted financial assets/(liabilities)	57,992	(16,612)	41,380

Foreign currency risk

Foreign currency risk arises when transactions or balances are denominated in foreign currencies.

The Group is exposed to foreign currency risk mainly on its sales and purchases and other transactions that are denominated primarily in United States dollar ("USD"), Japanese Yen ("JPY"), Hong Kong dollar ("HKD"), Singapore dollar ("SGD") and Malaysia ringgit ("RM").

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)



30. FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT (cont'd)

(b) Financial risk management policies and objectives (cont'd)

The Group does not enter into currency options and does not use forward exchange contracts for speculative trading purposes. The Group's and Company's main exposures to foreign currencies are as follows:

Group

	USD RMB'000	JPY RMB'000	HKD RMB'000	SGD RMB'000	RM RMB'000
2014					
Cash and cash equivalents	-	-	-	60	-
Trade and other receivables	1	5,716	1,633	9	8
Trade and other payables	-	-	-	(2,729)	(85)
Amount due to a shareholder	-	-	-	(2,742)	-
	1	5,716	1,633	(5,402)	(77)
2013					
Cash and cash equivalents	-	-	-	61	4
Trade and other receivables	4,208	-	-	-	3
Trade and other payables	-	-	-	(3,586)	(681)
Amount due to a shareholder	-	-	-	(2,997)	-
	4,208	-	-	(6,522)	(674)

Company

	SGD RMB'000	RM RMB'000
2014		
Cash and cash equivalents	8	-
Trade and other receivables	-	8
Trade and other payables	(2,703)	(81)
Amount due to a shareholder	(2,742)	-
	(5,437)	(73)
2013		
Cash and cash equivalents	10	-
Trade and other receivables	-	3
Trade and other payables	(3,641)	(596)
Amount due to a shareholder	(2,997)	-
	(6,628)	(593)



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

30. FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT (cont'd)

(b) Financial risk management policies and objectives (cont'd)

Sensitivity analysis

A 3% strengthening of the Chinese renminbi against the following currencies at the reporting date would affect loss before tax as shown below. This analysis assumes that all other variables, in particular interest rates, remain constant.

Group

	Increase/(Decrease) Loss before tax	
	2014 RMB'000	2013 RMB'000
United States dollar	-	126
Japanese yen	171	-
Hong Kong dollar	49	-
Singapore dollar	(162)	(196)
Malaysia ringgit	(2)	(20)
	56	(90)

Company

	Decrease Loss before tax	
	2014 RMB'000	2014 RMB'000
Singapore dollar	(163)	(199)
Malaysia ringgit	(2)	(18)
	(165)	(217)

A 3% weakening of the Chinese renminbi against the above currencies would have equal but opposite effect on the above currencies to the amounts shown above, on the basis that all other variables remain constant.



30. FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT (cont'd)

(c) Capital management

The primary objective of the Group's capital management is to safeguard the Group's ability to continue as a going concern and to maintain an adequate and efficient capital structure so as to maximise shareholder value. In order to maintain or achieve an optimal capital structure, the Group may issue new shares or obtain additional borrowings.

No changes were made to the policies or processes of capital management for the financial years ended 31 December 2014 and 31 December 2013.

The Group is not subject to any externally imposed capital requirements, except for a subsidiary of the Group as disclosed in Note 18 which is required by the Foreign Enterprise Law of the PRC to contribute to and maintain a non-distributable statutory reserve fund whose utilisation is subject to approval by the relevant PRC authorities. This externally imposed capital requirement has been complied with by the subsidiary for the financial years ended 31 December 2014 and 2013.

31. FAIR VALUE OF FINANCIAL INSTRUMENTS

(a) Fair value of financial instruments that are carried at fair value

The following table shows an analysis of financial instruments carried at fair value by level of fair value hierarchy:

Group

	Quoted prices in active markets for identical instruments (Level 1) RMB'000	Significant other observable inputs (Level 2) RMB'000	Significant unobservable input (Level 3) RMB'000	Total RMB'000
2014				
Non-financial assets:				
Biological assets	-	-	673	673
Financial liabilities:				
Borrowings	-	17,419	-	17,419
2013				
Non-financial assets:				
Biological assets	-	-	2,424	2,424
Financial liabilities:				
Borrowings	-	16,612	-	16,612



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

32. FAIR VALUE OF FINANCIAL INSTRUMENTS (cont'd))

(a) Fair value of financial instruments that are carried at fair value

Fair value hierarchy

The Group classifies fair value measurement using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- Level 1 - Quote prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and
- Level 3 - Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

There has been no transfer between Level 1 and Level 2 fair value measurements during the financial years ended 2014 and 2013.

Information about significant other observable inputs used in Level 2 fair value measurements

The fair value of the borrowings (non-current) is calculated as present value of estimated future cash flows using interest rate for similar instrument at the date of inception of the borrowings.

Information about significant unobservable inputs used in Level 3 fair value measurements

The fair value of the biological assets is determined based on the actual selling prices approximating those at year end less estimated point-of-sale costs.

The movement in biological assets and valuation policies and procedures are disclosed and described in Note 11.

(b) Fair value of financial instruments by classes that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value

Management has determined that the carrying amounts of current financial assets and liabilities approximate their fair values because these instruments are short-term in nature.



32. SUPPLEMENTARY INFORMATION – BREAKDOWN OF ACCUMULATED PROFITS/(LOSSES) INTO REALISED AND UNREALISED

The breakdown of the accumulated profits/(losses) of the Group and of the Company as at 31 December 2014 into realised profit/(loss) and unrealised profit is presented in accordance with the directive issued by Bursa Securities dated 25 March 2010 and prepared in accordance with Guidance on Special Matter No. 1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to MMLR, as issued by the Malaysian Institute of Accountants.

	Group		Company	
	2014 RMB'000	2013 RMB'000	2014 RMB'000	2013 RMB'000
Total accumulated profits/(losses) of the Company and its subsidiaries:				
- Realised profit/(loss)	457,756	500,465	(8,166)	(9,176)
- Unrealised profit	1,080	1,840	1,080	1,840
	458,836	502,305	(7,086)	(7,336)

33. NEW OR AMENDED FRS AND INT FRS NOT YET EFFECTIVE

New standards, amendments to standards and interpretations that have been issued but not yet effective for the financial year ended 31 December 2014 have not been applied in preparing these financial statements. Management expects that the adoption of these new standards, amendments and interpretations will not have a material impact on the financial statements of the Group in the period of their initial application.



NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014 (cont'd)

34. STATUS OF REGULARISATION PLAN

Effective from 7 May 2014, the Company is a Practice Note 17 ("PN 17") Company as it has triggered the following Prescribed Criteria under PN 17 pursuant to paragraph 8.04 and paragraph 2.1 (d) of PN 17 of the MMLR of Bursa Securities whereby "the auditors have expressed an adverse or disclaimer opinion in the listed issuer's latest audited financial statements". The PN17 criteria was triggered because of the Company's audited financial statements for the financial year ended 31 December 2013 which the predecessor auditors, Paul Wan & Co, expressed a disclaimer of opinion on those financial statements. The special audits carried out by an advisory firm, BDO Governance Advisory Sdn Bhd, had proven the basis for such disclaimer of opinion to be unfounded. The management believes the current business remains viable. Being a PN 17 Company, Bursa Securities requires the Company to submit a regularisation plan by 7 May 2014.

On 6 May 2014, the Company announced that it had appointed SJ Securities Sdn. Bhd. ("SJ Securities") as principal adviser to the Company in respect of the Company's regularisation plan as required under PN 17 of the MMLR. In addition, the Company announced that SJ Securities had submitted an application to Bursa Securities for an extension of time of up to 4 months from 7 May 2014 to submit its regularisation plan (the "First Application").

On 8 May 2014, Bursa Securities acknowledged that the Company had submitted the First Application. Consequently, the suspension on the trading of the Company's securities and the delisting of the Company in accordance with Paragraph 8.04(5) of the MMLR shall be deferred, pending the outcome of the First Application.

In a letter dated 11 July 2014 in response to the First Application, Bursa Securities had granted an extension of time of 4 months up to 7 September 2014 for the Company to submit its regularisation plan to the regulatory authorities.

On 5 September 2014, the Company announced that SJ Securities had submitted a second application to Bursa Securities for an extension of time of up to 6 months to 7 March 2015 to submit its regularisation plan (the "Second Application").

In the latest announcement dated 1 April 2015, the Second Application is still pending for approval from Bursa Securities.

GROUP PROPERTIES PORTFOLIO



The landed property of HB Global Limited as at the date of this Annual Report is as follows:

(i) Land

Our subsidiary, Rizhao Hengbao has obtained the State-owned Land Use Right Certificates for the following ten (10) parcels of land, the details of which are set out below:-

No.	Land No./Location	State-owned Land Use Right Certificate No./ Certificate Issuance Date	Tenure/ Expiry of Tenure	Revaluation/ Acquisition	Land Area (Square Metres)	Audited NBV as at 31.12.2014 RMB'000
1.	1-3-1727-1/ East of Weixu Road South of Rizhao Road, Ju County Shandong Province, PRC ('Land I')	Juguoyong (2006) No.576/ 26.06.2006	37 years/ 03.09.2044	2006	6,406.00	721
2.	1-3-1727-2/ East of Weixu Road South of Rizhao Road, Ju County Shandong Province, PRC ('Land II')	Juguoyong (2006) No.577/ 26.06.2006	37 years/ 25.08.2044	2006	17,093.80	2,031
3.	1-3-1727-3/ East of Weixu Road South of Rizhao Road, Ju County Shandong Province, PRC ('Land III')	Juguoyong (2006) No.740/ 17.08.2006	49 years/ 02.07.2056	2006	17,170.10	2,078
4.	1-31-2467/ Jianhua Village, Yanzhuang Town North of Weifang Road, Ju County Shandong Province, PRC ('Land IV')	Juguoyong (2006) No.2050/ 22.12.2006	49 years/ 10.12.2056	2006	64,427.00	7,709
5.	2011-58/ Jianhua Village, DaZhangAnPo Village, Yanzhuan Town, Ju County Shandong Province, PRC ('Land V')	Juguoyong (2011) No.618/ 10.06.2011	49 years/ 06.06.2061	2011	27,187.45	10,752
6.	2011-5/Jianhua Village, DaZhangAnPo Village, Yanzhuan Town, Ju County Shandong Province, PRC ('Land VI')	Juguoyong (2011) No.518/ 10.06.2011	49 years/ 18.01.2061	2011	64,427.00	28,412
7.	2011-12/Huang Road, ZhuDi North Avenue, West, AnZhuan Town Ju County Shandong Province, PRC ('Land VII')	Juguoyong (2011) No.118/ 16.05.2011	49 years/ 19.01.2061	2011	58,196.00	16,562



GROUP PROPERTIES PORTFOLIO (cont'd)

No.	Land No./Location	State-owned Land Use Right Certificate No./Certificate Issuance Date	Tenure/Expiry of Tenure	Revaluation/Acquisition	Land Area (Square Metres)	Audited NBV as at 31.12.2014 RMB'000
8.	2011-10/Huang Road, ZhuDi North Avenue, West, AnZhuan Town Ju County Shandong Province, PRC ('Land VIII')	Juguoyong (2011) No.178/ 18.05.2011	49 years/ 19.01.2061	2011	68,814.00	18,985
9.	2011-2/Huang Road, ZhuDi North Avenue, West, AnZhuan Town Ju County Shandong Province, PRC ('Land IX')	Juguoyong (2011) No.511/ 12.05.2011	49 years/ 19.01.2061	2011	35,257.00	10,285
10.	2011-18/ ShiQuanGuanZhuan Village, QiShan Town, Ju County Shandong Province, PRC ('Land X')	Juguoyong (2011) No.377/ 23.05.2011	49 years/ 19.01.2061	2011	57,967.00	114,346
Grand Total					416,946.35	114,346

(ii) Leasehold Buildings and Infrastructure

Details of the Leasehold Buildings and Infrastructure held by our subsidiary, Rizhao Hengbao are set out as below:-

No.	Location	Certificate of Real Estate Description/ Existing Use	Built-up Ownership No./ Certificate Issuance Date	Area (Square Metres)	Approximate Age (Years)	Audited NBV Revaluation/ Acquisition	as at 31.12.2014 RMB'000
1.	First Production Plant No.1, Juzhou Road, Ju Country Shandong Province PRC	5 blocks of single-storey factory building, a double-storey factory cum office building and a double-storey office building/ Production plant, warehouse and office	Ju Fang Quan Zheng Cheng Qu Zi No. 110503/ 17.08.2006	15,842.55	20 - 30	2007	4,287
2.	Second Production Plant North of Weifang Middle Road No.1, Ju Country Shandong Province PRC	A single-storey factory building and a five-storey workers' hostel/ Production plant, warehouse and workers' hostel	Ju Fang Quan Zheng Cheng Qu Zi No. 20092463/ 16.10.2009	12,224.63	6	2008	24,436

GROUP PROPERTIES PORTFOLIO (cont'd)



No.	Location	Description/ Existing Use	Certificate of Real Estate Ownership No./ Certificate Issuance Date	Built-up Area (Square Metres)	Approximate Age (Years)	Revaluation/ Acquisition	Audited NBV as at 31.12.2014 RMB'000
3.	Third Production Plant North of Weifang Road No.1, Ju County Shandong Province PRC	A single-storey factory building/ production plant	*	200,000	3	2012	23,638
4.	Head Quarter & R&D Centre North of Weifang Road No.1, Ju County Shandong Province PRC	An eight storey office building equipped with R&D facilities.	*	21,000	3	2012	46,436
5.	Incubation Facilities ZhuDi North Avenue, West AnZhuang Town, Ju County Shandong Province PRC	A single storey factory building /hatching plant	*	40,000	2	2013	55,333
6.	Duck Farm 1 ZhuDi North Avenue, West, AnZhuang Town Ju County Shandong Province, PRC	A duck farm completed with 15 duck sheds	*	40,000	3	2012	12,801
7.	Duck Farm 2 ZhuDi North Avenue, West, AnZhuang Town Ju County Shandong Province, PRC	A duck farm completed with 15 duck sheds	*	40,000	3	2012	12,675
8.	Duck Farm 3 2011-18 / ShiQuanGuanZhuan Village, QiShan Town, Ju County Shandong Province, PRC	A duck farm completed with 15 duck sheds	*	40,000	2	2013	15,858
9.	2 storey shoplot ZhuDi XiaZhuang Town Ju County Shandong Province, PRC	2 storey shoplot	*	200	3	2012	1,035
10.	Slaughter House North of Weifang Road No. 1, Ju County Shandong Province PRC	2 storey factory building / Production plant	*	27,187	1	2014	61,962
Grand Total							258,461

* The company has yet to receive certificate of real estate ownership as at to date.



SHAREHOLDING STATISTICS AS AT 18 MAY 2015

DISTRIBUTION OF SHAREHOLDINGS AS AT 18 MAY 2015

Size Holdings	No. of shareholders	% of shareholders	No. of holdings	% of share
1 - 99	11	0.73	375	0.00
100 - 1,000	89	5.90	60,875	0.01
1,001 - 10,000	585	38.77	3,853,377	0.82
10,001 - 100,000	642	42.54	24,002,900	5.13
100,001 - 23,399,999 (*)	180	11.93	124,074,933	26.51
23,400,000 and above (**)	2	0.13	316,007,540	67.52
Total	1,509	100.00	468,000,000	100.00

Remark: * - Less than 5% of Issued Holdings
** - 5% and above of Issued Holdings

SUBSTANTIAL SHAREHOLDERS

(ACCORDING TO THE COMPANY'S REGISTER OF SUBSTANTIAL SHAREHOLDERS AS AT 18 MAY 2015)

No.	Name	No. of Share held		No. of Share held	
		Direct	(%)	Indirect	(%)
1	HSBC Nominees (Asing) Sdn Bhd AA NOMS SG for Hengbao Foodstuffs Holding Limited	267,202,000	57.09	-	-
2	Shen Hengbao	-	-	267,202,000 ^(a)	57.09
3	Agro Treasures Sdn Bhd	48,805,540	10.43	-	-
4	Khazanah National Berhad	-	-	48,805,540 ^(b)	10.43
5	Vida Incorporated Sdn Bhd	-	-	48,805,540 ^(b)	10.43

a) Deemed interested by virtue of his interest in Hengbao Foodstuffs Holding Limited pursuant to Section 6A of the Malaysian Companies Act, 1965
b) Deemed interested by virtue of its interest in Agro Treasures Sdn Bhd pursuant to Section 6A of the Malaysian Companies Act, 1965

DIRECTORS' INTERESTS IN SHARES AS AT 18 MAY 2015

No.	Name	No. of Share held		No. of Share held	
		Direct	(%)	Indirect	(%)
1	Shen Hengbao	-	-	267,202,000 ^(a)	57.09
2	Meng Xiangzhen	-	-	-	-
3	Sun Shinmin	-	-	-	-
4	Yang Chin Shen	-	-	-	-
5	Dr Wong Tat Loong	-	-	-	-

a) Deemed interested by virtue of his interest in Hengbao Foodstuffs Holding Limited pursuant to Section 6A of the Malaysian Companies Act, 1965

SHAREHOLDING STATISTICS (cont'd)

AS AT 18 MAY 2015



LIST OF TOP THIRTY (30) LARGEST SECURITIES ACCOUNTS HOLDERS

(ACCORDING TO THE REGISTER OF DEPOSITORS AS AT 18 MAY 2015)

No.	Name of Shareholders	No. of Shares	%
1	HSBC NOMINEES (ASING) SDN BHD AA NOMS SG FOR HENGBAO FOODSTUFFS HOLDING LIMITED	267,202,000	57.09
2	AGRO TREASURES SDN BHD	48,805,540	10.43
3	CIMSEC NOMINEES (TEMPATAN) SDN BHD CIMB FOR SIVA KUMAR A/L M JEYAPALAN (PB)	15,990,500	3.42
4	YONG KIM SIONG	8,135,000	1.74
5	SHAHIDAN BIN KASSIM	6,729,100	1.44
6	HLIB NOMINEES (TEMPATAN) SDN BHD HONG LEONG BANK BHD FOR LEONG KONG FOO	5,432,400	1.16
7	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LIM GIM LEONG	5,364,600	1.15
8	LIEW KHEE CHONG	4,000,000	0.85
9	LING KAU @ LIM HONG MEOW	3,743,000	0.80
10	P.G. DORAISAMY A/L P. GOPAL	3,183,500	0.68
11	CIMSEC NOMINEES (TEMPATAN) SDN BHD EXEMPT AN FOR CIMB COMMERCE TRUSTEE BERHAD (11149-98)	3,136,900	0.67
12	CHONG LOITAI	3,099,400	0.66
13	CHIN CHIN SEONG	2,821,200	0.60
14	SPECIAL PORTFOLIO SDN BHD	1,800,000	0.38
15	LAI MUN LOONG	1,766,900	0.38
16	YONG KON KWEE	1,650,000	0.35
17	LOW PEY YOKE	1,606,000	0.34
18	YONG LAI ING	1,580,000	0.34
19	YEAT SIAW PING	1,490,000	0.32
20	TAN CHEE PING	1,444,300	0.31
21	CIMSEC NOMINEES (TEMPATAN) SDN BHD CIMB FOR SYARIKAT KEJURUTERAAN LETRIK SIM HOONG SDN BHD (PB)	1,248,000	0.27
22	GEORGE TIONG SIY	1,076,075	0.23
23	LIEW KEK MIN	1,050,800	0.22
24	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR MOHD ANNAS BIN MD ISA (8079005)	1,035,300	0.22
25	TAN KOK MIN	1,028,500	0.22
26	WONG AH KOW	1,020,000	0.22
27	MAYBANK SECURITIES NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR ZAINUL AZMAN BIN ZAINUL AZIZ (MARGIN)	1,000,000	0.21
28	TAN CHEE KOON	920,000	0.20
29	KOH KAH HOCK	886,400	0.19
30	YONG SHIAU YUEN	886,400	0.19
TOTAL		399,132,315	85.28



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Eighth Annual General Meeting of the Company will be held at the Dewan Johor, 2nd Floor, Mutiara Johor Bahru, Jalan Dato Sulaiman, Taman Century, K.B No. 779, 80990 Johor Darul Takzim, Malaysia on Monday, 29 June 2015 at 10.00 a.m. for the following purposes:

AGENDA

1. To receive the Audited Financial Statements of the Company and of the Group for the financial year ended 31 December 2014 together with the Reports of the Directors and Auditors thereon. **(Ordinary Resolution 1)**
2. To re-elect Mr Sun Shimin, who retires pursuant to Article 104 of the Company's Articles of Association. **(Ordinary Resolution 2)**
3. To approve the payment of Directors' fees of RMB209,000 for the year ended 31 December 2014. **(Ordinary Resolution 3)**
4. To re-appoint Messrs UHY Lee Seng Chan & Co. as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. **(Ordinary Resolution 4)**

As Special Business

To consider and if thought fit, to pass the following Resolution:-

5. Authority to Directors to Allot and Issue Shares **(Ordinary Resolution 5)**

"THAT pursuant to the provisions of Section 161 of the Companies Act of Singapore, Cap. 50, and subject otherwise to the provisions of that Act and the Articles of Association of the Company, the Directors be and are hereby authorised to issue shares of the Company to such persons and on such terms and conditions and with such rights or restrictions as they may think fit to impose, provided that the aggregate number of shares to be issued does not exceed 10% of the issued share capital of the Company for the time being, and subject always to the approval of all the relevant regulatory bodies having been obtained for such allotment and issue, and that such authority shall continue in force until the conclusion of the next Annual General Meeting or the expiration of the period within which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier."

6. To transact any other business of the Company for which due notice shall have been given.

By Order of the Board,

SHEN HENGBAO
CHIEF EXECUTIVE OFFICER

29 May 2015

NOTICE OF ANNUAL GENERAL MEETING (cont'd)



NOTES ON APPOINTMENT OF PROXY:

1. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint not more than two (2) proxies to attend and vote in his stead. A proxy may but need not be a member and / or a qualified legal practitioner, an approved company auditor or a person approved by the Registrar of Companies.
2. Where a member duly executes the form of proxy but does not name any proxy, such member shall be deemed to have appointed the Chairman of the meeting as his/their proxy, provided always that the rest of the proxy form, other than the particulars of the proxy have been duly completed by the member.
3. Where a member appoints more than one proxy, the appointment shall be invalid unless he specifies the proportion of his holding to be represented by each proxy.
4. Where a member of the Company is an exempt authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provision of subsection 25A(1) of the Central Depositories Act which holds ordinary shares in the Company for multiple beneficial owners in one Securities Account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
5. In the case of a corporate member, the instrument appointing a proxy shall be under its Common Seal or under the hand of an officer or attorney, duly authorised.
6. The instrument appointing a proxy must be deposited at the Company's Registrar's Office in Malaysia at Level 6, Symphony House, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan not less than 48 hours before the time for holding the Meeting or any adjournment thereof.
7. For the purpose of determining a member who shall be entitled to attend the Seventh Annual General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a General Meeting Record of Depositors as at 22 June 2015. Only members whose name appears on the Record of Depositors as at 22 June 2015 shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his/her behalf.

EXPLANATORY NOTES ON SPECIAL BUSINESS

1. Ordinary Resolution 5 : Authority to Directors to Allot and Issue Shares

The Proposed Ordinary Resolution 5, if passed, is a renewal of General Mandate to empower the Directors to issue and allot shares up to an amount not exceeding 10% of the issued share capital of the Company for the time being for such purposes as the Directors consider would be in the best interest of the Company. This authority, unless revoked or varied by the Company at a General Meeting, will expire at the next Annual General Meeting.

The General Mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for the purpose of funding future investment project(s) workings capital and/or acquisitions.

As at the date of this Notice, no new shares in the Company were issued pursuant to the General Mandate granted to the Directors at the Seventh Annual General Meeting held on 7 November 2014 and which will lapse at the conclusion of the Eighth Annual General Meeting.



NOTICE OF ANNUAL GENERAL MEETING (cont'd)

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

The Director who are standing for re-election at the Eighth Annual General Meeting of the Company is:

i) Mr Sun Shimin (Ordinary Resolution 3)

The profile of the Director standing for re-election for Resolution 3 is shown on page 4 of the Annual Report 2014.

The details of the Directors' attendance at Board Meetings are disclosed in the Corporate Governance Statement on page 13 of the Annual Report 2014.

The Eighth Annual General Meeting of the Company will be held at the Dewan Johor, 2nd Floor, Mutiara Johor Bahru, Jalan Dato Sulaiman, Taman Century, K.B No. 779, 80990 Johor Darul Takzim, Malaysia on 29 June 2015 at 10.00 a.m.

PROXY FORM

I / We (Full Name in Block Letters) _____

NRIC No. / Passport No. / Company No. _____

of _____

being a member / members of **HB GLOBAL LIMITED**, hereby appoint _____

NRIC No. / Passport No. / Company No. _____

of _____

or failing him/her, _____

of _____

NRIC No. / Passport No. / Company No. _____

or failing him/her, the Chairman of the Meeting as my / our proxy to vote and act on my / our behalf at the Eighth Annual General Meeting of the Company to be held at the Dewan Johor, 2nd Floor, Mutiara Johor Bahru, Jalan Dato Sulaiman, Taman Century, K.B No. 779, 80990 Johor Darul Takzim, Malaysia on Monday, 29 June 2015 at 10.00 a.m. and at any adjournment thereof.

The proportion of my/our* holding to be represented by my/our* proxies are as follows:-

First Proxy (1) Second Proxy (2)

My/our* proxy is to vote as indicated below:-

NO.	RESOLUTIONS	FOR	AGAINST
	Ordinary Resolutions		
1.	To receive the Audited Financial Statements for the year ended 31 December 2014 and Reports of the Directors' and Auditors thereon.		
2.	To re-elect Mr Sun Shimin as Director.		
3.	To approve the payment of Directors' fees.		
4.	To re-appoint Messrs UHY Lee Seng Chan & Co. as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.		
5.	As special business, to approve the ordinary resolution pursuant to Section 161 of the Companies Act of Singapore, Cap.50.		

Please indicate with "X" where appropriate against each resolution how you wish to cast your vote. In the absence of specific directions, the proxy may vote or abstain from voting in the resolutions as he / she may think fit.

Signature of Shareholder(s)
(If shareholder is a corporation, this part should be executed under seal)

Date : _____

NOTES:

1. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint not more than two (2) proxies to attend and vote in his stead. A proxy may but need not be a member and / or a qualified legal practitioner, an approved company auditor or a person approved by the Registrar of Companies.
2. Where a member duly executes the form of proxy but does not name any proxy, such member shall be deemed to have appointed the Chairman of the meeting as his/their proxy, provided always that the rest of the proxy form, other than the particulars of the proxy have been duly completed by the member.
3. Where a member appoints more than one proxy, the appointment shall be invalid unless he specifies the proportion of his holding to be represented by each proxy.
4. Where a member of the Company is an exempt authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provision of subsection 25A(1) of the Central Depositories Act which holds ordinary shares in the Company for multiple beneficial owners in one Securities Account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
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Fold here

Please affix
postage stamp
here

The Company Registrar's Office in Malaysia
HB GLOBAL LIMITED
Level 6, Symphony House
Pusat Dagangan Dana 1
Jalan PJU 1A/46, 47301 Petaling Jaya
Selangor Darul Ehsan

Fold here

HB GLOBAL LIMITED

(Company Registration No.:200608505W)

(Incorporated in Singapore under the Companies Act (Chapter 50) of Singapore)

(Malaysian Foreign Company Registration No.: 995221-H)

(Registered as a foreign company in Malaysia under the Companies Act, 1965 of Malaysia)