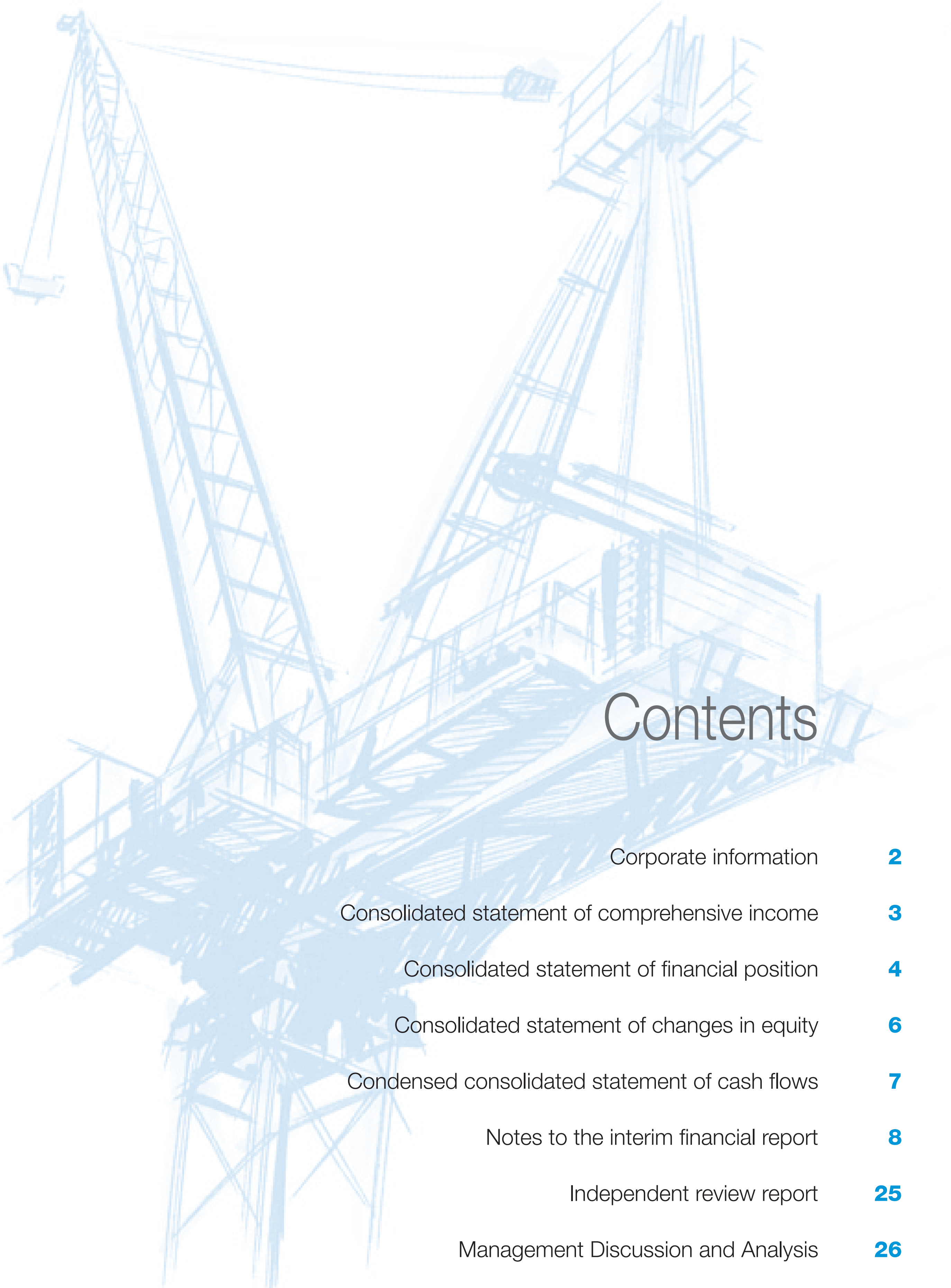
Manta Holdings Company Limited

敏達控股有限公司

(Incorporated in the Cayman Islands with limited liability)

Stock Code：936

Interim Report 2010



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Corporate Information

EXECUTIVE DIRECTORS
Mr Chung Tze Hien (Chairman)
Mr Quek Chang Yeow
Mr Lai Siu Shing

INDEPENDENT NON-EXECUTIVE DIRECTORS
Mr Cheung Chi Wai Vidy
Mr. Lau Wing Yuen
Mr Louie Chun Kit

COMPANY SECRETARY
Mr Tsui Wing Tak

AUTHORISED REPRESENTATIVES
Mr Lai Siu Shing
Mr Tsui Wing Tak

PRINCIPAL BANKERS
Hong Kong
DBS Bank (Hong Kong) Limited
G/F, 131-137 Woo Sung Street, Jordan, Kowloon, Hong Kong
Singapore
United Overseas Bank Limited
80, Raffle Place, #11-00 UOB Plaza 1, Singapore 048624
DBS Bank Limited
6 Shenton Way, #11-08 DBS Building Tower Two, Singapore 049907

AUDITORS
Grant Thornton

PRINCIPAL SHARE REGISTRAR
Appleby Trust (Cayman) Limited
Clifton House, 75 Fort Street, P.O. Box 1350, Grand Cayman KY1-1108, Cayman Islands

HONG KONG SHARE REGISTRAR
Tricor Investor Services Limited
26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong

AUDIT COMMITTEE
Mr Louie Chun Kit (Chairman)
Mr Cheung Chi Wai Vidy
Mr. Lau Wing Yuen

REMUNERATION COMMITTEE
Mr Chung Tze Hien (Chairman)
Mr Louie Chun Kit
Mr Cheung Chi Wai Vidy
Mr. Lau Wing Yuen

NOMINATION COMMITTEE
Mr Quek Chang Yeow (Chairman)
Mr Louie Chun Kit
Mr Cheung Chi Wai Vidy
Mr. Lau Wing Yuen

COMPLIANCE ADVISER
Altus Capital Limited

REGISTERED OFFICE
Clifton House, 75 Fort Street, P.O. Box 1350, Grand Cayman KY1-1108, Cayman Islands

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS
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WEBSITE
www.mantagroup.com.hk

STOCK CODE
936

Consolidated statement of comprehensive income

for the six months ended 30 June 2010

	Notes	Unaudited Six months ended 30 June 2010	 2009
		HK$'000	HK$'000
Revenue	4	68,397	81,878
Cost of sales and services		(35,556)	(46,231)
Gross profit		32,841	35,647
Other income	5	1,548	705
Selling and distribution expenses		(1,733)	(1,596)
Administrative expenses		(18,133)	(11,995)
Operating expenses		(12,296)	(10,268)
Finance costs	6	(4,181)	(3,685)
(Loss)/profit before income tax	7	(1,954)	8,808
Income tax credit/(expense)	8	2,095	(1,357)
Profit for the period		141	7,451
Other comprehensive income for the period			
Exchange difference arising on translation of financial statements of foreign operations		154	2,840
Surplus on revaluation of property held for own use		324	—
		478	2,840
Total comprehensive income for the period		619	10,291
Profit for the period attributable to:			
Owners of the Company		198	7,475
Non-controlling interests		(57)	(24)
		141	7,451
Total comprehensive income attributable to:			
Owners of the Company		676	10,315
Non-controlling interests		(57)	(24)
		619	10,291
		HK cents	HK cents
Earnings per share for profit attributable to the owners of the Company during the period – Basic	9	0.2	6.3

Consolidated statement of financial position

as at 30 June 2010

	Notes	Unaudited At 30 June 2010	Audited At 31 December 2009
		HK$'000	HK$'000
ASSETS AND LIABILITIES			
Non-current assets			
Property, plant and equipment	10	140,045	145,883
Available-for-sale investment		580	580
		140,625	146,463
Current assets			
Inventories and consumables		39,286	36,865
Trade receivables	11	25,300	31,274
Prepayments, deposits and other receivables		11,547	10,128
Pledged bank deposits		3,709	9,838
Cash and bank balances		33,428	45,970
		113,270	134,075
Current liabilities			
Trade payables	12	40,253	31,587
Receipt in advance, accruals and other payables		22,399	30,132
Derivative financial instruments		–	159
Amounts due to fellow subsidiaries		–	36,768
Amount due to a related company		–	167
Bank borrowings	13	7,545	2,100
Finance lease payables	14	15,949	27,468
Provision		767	767
Provision for tax		1,087	1,087
		88,000	130,235
Net current assets		25,270	3,840
Total assets less current liabilities		165,895	150,303
Non-current liabilities			
Bank borrowings	13	11,547	6,299
Finance lease payables	14	27,106	40,851
Deferred tax liabilities		6,798	8,893
		45,451	56,043
Net assets		120,444	94,260

Consolidated statement of financial position

as at 30 June 2010

	Notes	Unaudited At 30 June 2010	Audited At 31 December 2009
		HK$'000	HK$'000
EQUITY			
Share capital	15	1,316	—
Reserves		117,669	92,744
Equity attributable to the Company's owners		118,985	92,744
Non-controlling interests		1,459	1,516
Total equity		120,444	94,260

Consolidated statement of changes in equity

for the six months ended 30 June 2010

	Equity attributable to owners of the Company							Non-controlling interests	Total equity
	Share capital	Share premium	Merger reserve	Property revaluation reserve	Translation reserve	Retained earnings	Total		
	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000
Unaudited for the six months ended 30 June 2009									
At 1 January 2009	–	–	121,985	779	(478)	(64,131)	58,155	1,542	59,697
Total comprehensive income for the period	–	–	–	–	2,840	7,475	10,315	(24)	10,291
At 30 June 2009	–	–	121,985	779	2,362	(56,656)	68,470	1,518	69,988
Unaudited for the six months ended 30 June 2010									
At 1 January 2010	–	–	121,985	2,377	3,976	(35,594)	92,744	1,516	94,260
Transactions with owners									
Issue of ordinary shares (note 15(iii))	1,000	–	(1,000)	–	–	–	–	–	–
Loan capitalisation (note 15(iv))	316	25,249	–	–	–	–	25,565	–	25,565
	1,316	25,249	(1,000)	–	–	–	25,565	–	25,565
Total comprehensive income for the period	–	–	–	324	154	198	676	(57)	619
At 30 June 2010	1,316	25,249	120,985	2,701	4,130	(35,396)	118,985	1,459	120,444

Condensed consolidated statement of cash flows

for the six months ended 30 June 2010

	Unaudited Six months ended 30 June	
	2010	2009
	HK$'000	HK$'000
Net cash generated from operating activities	17,361	25,710
Net cash generated from/(used in) investing activities	219	(5,616)
Net cash used in financing activities	(33,694)	(23,491)
Decrease in cash and cash equivalents	(16,114)	(3,397)
Cash and cash equivalents at 1 January	45,970	19,470
Effect of foreign exchange rates, net	—	2,161
Cash and cash equivalents at 30 June	29,856	18,234
Analysis of cash and cash equivalents		
Cash and bank balances	33,428	18,234
Bank overdraft	(3,572)	—
	29,856	18,234

1. BASIS OF PRESENTATION AND PREPARATION

Manta Holdings Company Limited (the "Company") is a limited liability company incorporated and domiciled in Cayman Islands. The address of the Company's registered office is Clifton House, 75 Fort Street, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands and, its principal place of business is Flat H, 9/F., Valiant Industrial Centre, 2-12 Au Pui Wan Street, Fo Tan, Shatin, New Territories, Hong Kong. Pursuant to a group reorganisation (the "Group Reorganisation") as detailed in subsection headed "Group Reorganisation" in note 1.2 of Appendix I of the prospectus dated 30 June 2010 (the "Prospectus"), the Company became the holding company of the subsidiaries now comprising the group (the "Group").

The Group is regarded as a continuing entity resulting from the Group Reorganisation since all of the entities which took part in the Group Reorganisation were controlled by the same single group of shareholders under a contractual arrangement ("Single Party") before and immediately after the Group Reorganisation. Consequently, there was a continuation of the risks and benefits to the Single Party. The Group Reorganisation has been accounted for as a reorganisation under common control in a manner similar to pooling of interests. Accordingly, the interim financial information has been prepared using the merger basis of accounting as if the Group Reorganisation had occurred as of the beginning of the earliest period presented and the Group had always been in existence. The assets and liabilities of the companies now comprising the Group are combined using the existing book values from the Single Party's perspective. The interests of equity holders other than the Single Party in the combining companies have been presented as non-controlling interests in the Group's interim financial report.

The consolidated statement of comprehensive income, consolidated statement of changes in equity and condensed consolidated statement of cash flows of the Group for the six-months ended 30 June 2009 include the results and cash flows of the Company and its subsidiaries from 1 January 2009, or since the Company's and its subsidiaries' respective dates of incorporation whichever is shorter, as if the current group structure had been in existence throughout the period. The consolidated statement of financial position of the Group as at 31 December 2009 and 30 June 2010 have been prepared to present the state of affairs of the companies now comprising the Group as at the respective dates as if the current group structure had been in existence as at the respective dates.

1. BASIS OF PRESENTATION AND PREPARATION *(Continued)*

The assets and liabilities of the combining entities or businesses are consolidated using the existing book values from the controlling parties' perspective. No amount is recognised as consideration for goodwill or excess of acquirer's interest in the fair value of acquiree's identifiable assets, liabilities and contingent liabilities over cost at the time of common control combination. The profit or loss includes the results of each of the combining entities or businesses from the date of incorporation/establishment or since the date when the combining entities or businesses first came under the common control, where this is a shorter period, regardless of the date of the common control combination.

All significant intra-group transactions, balances and unrealised gains on transactions have been eliminated on consolidation. Unrealised losses are also eliminated unless the transactions provide evidence of an impairment of the asset transferred.

The Company's shares were listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on 19 July 2010.

Principal activities of the Group include investment holdings, trading of construction machinery and spare parts, leasing of the construction machinery and providing repair and maintenance services in respect of the construction machinery.

The interim financial report has been prepared in accordance with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("Listing Rules") and the Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA").

The interim financial report is unaudited, but has been reviewed by Grant Thornton in accordance with Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the HKICPA.

The interim financial report does not include all of the information required in the annual financial statements, and should be read in conjunction with the Group's annual financial information for the year ended 31 December 2009 as set out in Appendix I of the Prospectus.

2. ADOPTION OF NEW OR AMENDED HKFRSs

In the current period, the Group has applied for the first time the following new or amended Hong Kong Financial Reporting Standards ("HKFRSs") issued by the HKICPA, which are relevant to and effective for the Group's financial statements for the annual financial period beginning on 1 January 2010:

HKFRS 3 (Revised 2008)	Business Combinations
HKAS 27 (Revised 2008)	Consolidated and separate financial statements
Various	Annual improvements to HKFRSs 2009

Other than as noted below, the adoption of these new and revised HKFRSs had no material impact on how the results and financial position for the current and prior periods had been prepared and presented.

HKFRS 3 Business combinations (Revised 2008)

The standard is applicable in reporting periods beginning on or after 1 July 2009 and has been applied prospectively. The new standard still requires the use of the purchase method (now renamed the acquisition method) but introduces material changes to the recognition and measurement of consideration transferred and the acquiree's identifiable assets and liabilities, and the measurement of non-controlling interests (previously known as minority interests) in the acquiree.

The Group did not purchase any of equity interests in the current period. Therefore, the adoption of this revised standard did not have any impact on the interim financial report.

HKAS 27 Consolidated and separate financial statements (Revised 2008)

The revised standard is effective for accounting periods beginning on or after 1 July 2009 and introduces changes to the accounting requirements for the loss of control of a subsidiary and for changes in the Group's interest in subsidiaries. Total comprehensive income must be attributed to the non-controlling interests (formerly "minority interests") even if this results in the non-controlling interests having a deficit balance.

The Group did not have transactions with non-controlling interests in the current period and did not dispose of any of its equity interests in its subsidiaries. Therefore, the adoption of this revised standard did not have any impact on the interim financial report.

3. SEGMENT INFORMATION

The Group identifies operating segments and prepares segment information based on the regular internal financial information reported to the executive directors for their decisions about resources allocation to the Group's business components and for their review of the performance of those components. The business components in the internal financial information reported to the executive directors are determined following the Group's operating locations.

The Group has identified the following reportable segments:

- Hong Kong
- Singapore
- Vietnam
- Macau

Each of these operating segments is managed separately as each of the product and service lines requires different resources. All inter-segment transfers are carried out at prices mutually agreed between the parties.

The Group's operating businesses are structured and managed separately according to the geographic location of their operations. Each of the Group's operating segments represents a strategic business unit that offers products and services which are subject to risks and returns that are different from those of the other operating segments. Information regarding the Group's reportable segments as provided to the Group's executive directors is set out below:

	Hong Kong	Singapore	Vietnam	Macau	Inter segment elimination	Total
	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000
Unaudited						
Six months ended 30 June 2010						
Revenue						
From external customers	16,260	51,470	667	—	—	68,397
From inter segment	18,915	193	—	—	(19,108)	—
Reportable segment revenue	35,175	51,663	667	—	(19,108)	68,397
Reportable segment profit/(loss)	1,435	2,187	(170)	(35)	744	4,161
Unallocated corporate expenses						(4,020)
Profit for the period						141
Unaudited						
At 30 June 2010						
Reportable segment assets	113,512	186,452	5,108	97	(51,536)	253,633

3. SEGMENT INFORMATION *(Continued)*

	Hong Kong	Singapore	Vietnam	Macau	Inter segment elimination	Total
	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000
Unaudited						
Six months ended 30 June 2009						
Revenue						
From external customers	20,813	58,932	614	1,519	—	81,878
From inter segment	1,710	214	—	—	(1,924)	—
Reportable segment revenue	22,523	59,146	614	1,519	(1,924)	81,878
Reportable segment profit/(loss)	3,007	4,157	(71)	110	248	7,451
Audited						
At 31 December 2009						
Reportable segment assets	87,070	194,710	6,716	1,440	(9,398)	280,538

4. REVENUE

The Group's principal activities are trading of construction machinery and spare parts, leasing of the construction machinery and providing repair and maintenance services in respect of the construction machinery.

Revenue from the Group's principal activities during the period is as follows:

	Unaudited Six months ended 30 June	
	2010	2009
	HK$'000	HK$'000
Sales of machineries	**16,428**	19,688
Sales of spare parts	**2,091**	3,792
Rental income	**42,926**	46,409
Service income	**6,952**	11,989
	68,397	81,878

5. OTHER INCOME

	Unaudited Six months ended 30 June	
	2010	2009
	HK$'000	HK$'000
Bank interest income	30	102
Compensation received	851	316
Dividend income	153	—
Net foreign exchange gain	399	—
Sales of fixing angles	73	11
Territory commission	—	274
Others	42	2
	1,548	705

6. FINANCE COSTS

	Unaudited Six months ended 30 June	
	2010	2009
	HK$'000	HK$'000
Interest charges on financial liabilities stated at amortised cost:		
– Bank loans wholly repayable within five years	316	48
– Finance lease payables wholly repayable within five years	3,065	1,360
– Advances from fellow subsidiaries (note)	432	1,436
– Advance from a related company	3	5
– Trade payables	364	719
– Others	1	117
	4,181	3,685

Note:

At 31 December 2009, a fellow subsidiary granted a waiver to the Group. Pursuant to which, the fellow subsidiary waived 75% of the interests on the advance from this fellow subsidiary incurred for the year ended 31 December 2009.

7. (LOSS)/PROFIT BEFORE INCOME TAX

	Unaudited Six months ended 30 June 2010 HK$'000	2009 HK$'000
(Loss)/profit before income tax is arrived at after charging/(crediting):		
Depreciation of property, plant and equipment		
– Owned assets	8,244	5,595
– Leased assets	4,052	4,673
Net foreign (gain)/loss	(399)	838
Listing expenses	4,020	—
Loss/(gain) on disposal of property, plant and equipment	41	(3)
Recovery of impaired trade receivables	—	(325)
Staff costs		
– Wages, salaries and bonuses	9,916	7,959
– Contribution to defined contribution pension plans	731	349

8. INCOME TAX CREDIT/(EXPENSE)

	Unaudited Six months ended 30 June 2010 HK$'000	2009 HK$'000
Deferred tax credit/(expense) - current period	2,095	(1,357)

Pursuant to the rules and regulations of the Cayman Islands and the British Virgin Islands, the Group is not subject to any taxation under the jurisdictions of the Cayman Islands and the British Virgin Islands.

No Vietnam Profits Tax has been provided as the Group has no assessable profits for the six months ended 30 June 2010.

No Hong Kong and Macau Profits Tax has been provided as the Group has sufficient tax losses brought forward to set off against the assessable profit incurred for the six months ended 30 June 2010.

Singapore Profits Tax has been provided at a tax rate of 17% on the estimated assessable profits for the six months ended 30 June 2010 (six months ended 30 June 2009: 17%).

9. EARNINGS PER SHARE

The calculation of basic earnings per share for the six months ended 30 June 2010 is based on the profit attributable to owners of the Company of approximately HK$198,000 (six months ended 30 June 2009: HK$7,475,000), and on the weighted average number of 119,501,667 ordinary shares in issue during the period, as adjusted to reflect the ordinary shares issued for the Group Reorganisation (note 15(iii)) and capitalisation issue (note 19(i)) (six months ended 30 June 2009: 118,450,000).

No diluted earnings per share is presented as the Group has no dilutive potential shares during the six months ended 30 June 2010 and 2009.

10. CAPITAL EXPENDITURES

During the period, the Group incurred capital expenditures of approximately HK$8,591,000 (six months ended 30 June 2009: HK$22,946,000) which were mainly related to the additions of plant and machinery.

11. TRADE RECEIVABLES

The Group's trading terms with its existing customers are mainly on credit. The credit period is generally for a period of 0 – 60 days or based on the terms agreed in the sales agreements.

The ageing analysis of the trade receivables, based on the invoice date, was as follows:

	Unaudited At 30 June 2010	Audited At 31 December 2009
	HK$'000	HK$'000
0 – 30 days	**10,931**	13,505
31 – 60 days	**1,469**	9,595
61 – 90 days	**6,760**	272
Over 90 days	**6,140**	7,902
	25,300	31,274

12. TRADE PAYABLES

The credit period is generally for a period of 30 – 60 days or based on the terms agreed in the purchases agreements. At 30 June 2010, trade payables of approximately HK$17,410,000 (at 31 December 2009: HK$14,558,000) were interest-bearing at 4% to 5% (at 31 December 2009: 4% to 5%) per annum.

The ageing analysis of the trade payables, based on the invoice date, was as follows:

	Unaudited At 30 June 2010	Audited At 31 December 2009
	HK$'000	HK$'000
0 – 30 days	17,356	21,012
31 – 60 days	3,809	5,875
61 – 90 days	2,024	1,433
Over 90 days	17,064	3,267
	40,253	31,587

13. BANK BORROWINGS

	Unaudited At 30 June 2010	Audited At 31 December 2009
	HK$'000	HK$'000
Bank overdraft	3,572	—
Bank borrowings repayable		
Within one year	3,973	2,100
In the second to fifth years	11,547	6,299
	19,092	8,399
Less: Portion due within one year included under current liabilities	(7,545)	(2,100)
Portion due after one year included under non-current liabilities	11,547	6,299

All bank borrowings were denominated in Hong Kong dollars and Singapore dollars and bore interests at 5% per annum at 30 June 2010 (at 31 December 2009: 5% per annum).

At 30 June 2010, the bank borrowings of the Group were secured by bank deposits, land and building carried at fair value, building carried at cost and plant and machinery of the Group with carrying amounts of approximately HK$3,709,000, HK$4,340,000, HK$4,593,000 and HK$6,931,000 respectively and corporate guarantees executed by Mulpha International BHD ("Mulpha"), the ultimate holding company.

During the six months ended 30 June 2010, the Group obtained the consents from certain current lenders to release the financial guarantees provided by Mulpha by replacing them with financial guarantees to be provided by the Company upon the completion of the listing of Company's ordinary shares on the Stock Exchange (the "Listing").

At 31 December 2009, the bank borrowings of the Group were secured by bank deposits, land and building carried at fair value, building carried at cost and plant and machinery of the Group with carrying amounts of approximately HK$9,838,000, HK$4,068,000, HK$4,644,000 and HK$7,460,000 respectively and corporate guarantees executed by Mulpha.

14. FINANCE LEASE PAYABLES

	Unaudited At 30 June 2010 HK$'000	Audited At 31 December 2009 HK$'000
Total minimum lease payments:		
Due within one year	18,126	30,554
Due in the second to fifth years	28,536	44,930
	46,662	75,484
Future finance charges on finance leases	(3,607)	(7,165)
Present value of finance lease liabilities	43,055	68,319
Present value of minimum lease payments:		
Due within one year	15,949	27,468
Due in the second to fifth years	27,106	40,851
	43,055	68,319
Less: Portion due within one year included under current liabilities	(15,949)	(27,468)
Portion due after one year included under non-current liabilities	27,106	40,851

The Group has entered into finance leases for items of plant and machinery. The average lease term is 3 to 5 years. At the end of the lease term, the Group has the option to purchase the leased equipment at a price that is expected to be sufficiently lower than the fair value of the leased asset at the end of the lease. None of the leases include contingent rentals.

At 30 June 2010, finance lease payable bore interest at fixed interest rates ranging from 4.4% - 8.3% (at 31 December 2009: 4.4% - 8.3%) per annum.

At 30 June 2010 and 31 December 2009, the finance lease payables of the Group were secured by the corporate guarantees executed by Mulpha, the ultimate holding company, and personal guarantee executed by a director of the Company.

During the six months ended 30 June 2010, the Group has obtained the consents from certain current lenders to release the financial guarantees provided by Mulpha and the personal guarantee executed by a director of the Group by replacing them with financial guarantees to be provided by the Company upon the completion of the Listing. For those finance lease facilities that the Group could not obtain consents to release the financial guarantees, the Group already repaid the finance lease payables of approximately HK$10,884,000 on 30 June 2010.

Finance lease payables are effectively secured by the underlying assets as the rights to the leased assets would be reverted to the lessor in the event of default by repayment by the Group.

15. SHARE CAPITAL

	Notes	Number of shares	Amount
			HK$'000
Ordinary shares of HK$0.01 each			
Authorised:			
Authorised ordinary shares at the date of incorporation	(i)	5,000,000	50
Increase in authorised ordinary shares	(ii)	199,995,000,000	1,999,950
At 30 June 2010		200,000,000,000	2,000,000
Issued and fully paid:			
Issue of ordinary shares at the date of incorporation	(i)	1	–
Issue of ordinary shares on Group Reorganisation	(iii)	99,999,999	1,000
Issue of ordinary shares on loan capitalisation	(iv)	31,550,000	316
At 30 June 2010		131,550,000	1,316

Notes:

(i) The Company was incorporated in the Cayman Islands on 11 March 2010. At the date of incorporation, the authorised share capital of the Company was HK$50,000 divided into 5,000,000 ordinary shares of HK$0.01 each. Following the incorporation, one ordinary share of HK$0.01 was allotted and issued at par.

(ii) Pursuant to the written resolutions dated 25 June 2010, the authorised share capital of the Company was increased from HK$50,000 to HK$2,000,000,000 comprising 200,000,000,000 ordinary shares of HK$0.01 each by creation of additional 199,995,000,000 ordinary shares.

(iii) On 25 June 2010, the Company allotted and issued 99,999,999 ordinary shares, all credited as fully paid, in consideration for the acquisition of Chief Strategy Limited and Gold Lake Holdings Limited upon completion of the Group Reorganisation.

(iv) On 25 June 2010, the outstanding balance with certain fellow subsidiaries, which are wholly owned by Mulpha, of approximately HK$25,565,000 was capitalised, pursuant to which 31,550,000 ordinary shares of HK$0.01 each were issued at a price of approximately HK$0.81 each to Jumbo Hill Group Limited, the immediate holding company of the Company and a wholly owned subsidiary of Mulpha, the ultimate holding company. A share premium of approximately HK$25,249,000 arose and was recorded as share premium of the Company.

16. OUTSTANDING CLAIM

The Group had received two letters dated 8 June 2009 and 26 May 2010 in relation to intended common law claim lodged by a staff of security guard company retained by the Group for his injury on 21 September 2008 in the course of his employment. According to the legal counsel of the Company, as the staff was not the direct employee of the Group, it is very hard to establish a claim/action against the Group for his occupational safety in terms of the occupier liability. In the opinion of the legal counsel, the Group had no duty to provide a safety working place for its non employee. No formal legal action was taken by the claimant against the Group. If the action be taken and the outcome is unfavorable to the Group, the amount of estimated potential loss would be around HK$410,000 for settlement sum and HK$350,000 for the legal costs.

No provision for the claim has been made as at 30 June 2010 as the directors of the Company consider it is not probable that the claim would be material and there would not be any significant impact to the Company's financial results.

Even though the final outcome of this claim is still uncertain as of the date of this interim financial report, the directors of the Company are of the opinion that the ultimate liabilities, if any, will not have a material adverse impact upon the Group's financial position.

17. COMMITMENTS

Operating lease commitment - as lessor

The Group had future aggregate minimum lease receipts in respect of plant and machinery owned by the Group under non-cancellable operating leases as follows:

	Unaudited At 30 June 2010	Audited At 31 December 2009
	HK$'000	HK$'000
Within one year	33,004	34,332
In the second to fifth years, inclusive	7,221	2,373
	40,225	36,705

The Group had future aggregate minimum lease receipts in respect of plant and machinery subleased by the Group under non-cancellable operating leases as follows:

	Unaudited At 30 June 2010	Audited At 31 December 2009
	HK$'000	HK$'000
Within one year	11,313	14,039
In the second to fifth years, inclusive	1,729	358
	13,042	14,397

The Group leases its plant and machinery under operating leases arrangements which run for an initial period of one to two years. All leases are on a fixed rental basis and do not include contingent rentals. The terms of leases generally require the leasee to pay security deposits.

17. COMMITMENTS *(Continued)*

Operating lease commitment - as lessee

The total future minimum lease payments of the Group in respect of plant and machinery, and properties under non-cancellable operating leases are as follows:

	Unaudited At 30 June 2010	Audited At 31 December 2009
	HK$'000	HK$'000
Within one year	1,538	1,555
In the second to fifth years, inclusive	3,829	4,381
After five years	1,982	2,198
	7,349	8,134

The leases run for a period of one to ten years. All rentals are fixed over the lease terms and do not include contingent rentals.

18. RELATED PARTY TRANSACTIONS

Saved as disclosed elsewhere in this interim financial report, the Group have the following related parties transactions during the period.

(i) Significant related party transactions during the periods are as follows:

	Unaudited Six months ended 30 June	
	2010	2009
	HK$'000	HK$'000
Management fee payable to ultimate holding company	**30**	60
Interest paid to fellow subsidiaries (note 6)	**432**	1,436
Interest paid to a related company	**3**	5
Rental paid to a fellow subsidiary	**5**	10

The terms of transaction were mutually agreed by the Group and the ultimate holding company/fellow subsidiaries/a related company.

(ii) Mulpha, the ultimate holding company, and a director of the Company have guaranteed certain banking and finance lease facilities made to the Group for the bank borrowings and finance lease facilities at no consideration. Further details are set out in notes 13 and 14 to this interim financial report.

(iii) Key management personnel compensation

	Unaudited Six months ended 30 June	
	2010	2009
	HK$'000	HK$'000
Directors and other members of key management		
Short-term employee benefits	**1,526**	1,050
Post employment benefits	**46**	45
	1,572	1,095

19. EVENTS AFTER THE REPORTING DATE

In addition to those disclosed elsewhere in the interim financial report, the Group had the following material events after 30 June 2010:

(i) 18,450,000 ordinary shares of HK$0.01 each were issued and allotted to the existing shareholders of the Company. An amount of HK$184,500 were capitalised to the share premium account of the Company.

(ii) 50,000,000 ordinary shares of HK$0.01 each were issued and allotted on 16 July 2010 at HK$1 each.

(iii) The ordinary shares of the Company have been listed on the Main Board of the Stock exchange since 19 July 2010.

20. APPROVAL OF THE INTERIM FINANCIAL REPORT

This unaudited interim financial report was approved and authorised for issue by the board of directors on 23 August 2010.

Independent review report

Grant Thornton
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Member of Grant Thornton International Ltd

To the Board of Directors of Manta Holdings Company Limited 敏達控股有限公司
(incorporated in Cayman Islands with limited liability)

INTRODUCTION

We have reviewed the interim financial report set out on pages 3 to 24 which comprises the consolidated statement of financial position of Manta Holdings Company Limited as of 30 June 2010 and the related consolidated statement of comprehensive income, consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six-month period then ended, and explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of an interim financial report to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants. The directors are responsible for the preparation and presentation of the interim financial report in accordance with Hong Kong Accounting Standard 34.

Our responsibility is to express a conclusion on this interim financial report based on our review and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants. A review of interim financial report consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial report is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34.

Grant Thornton

Certified Public Accountants
6th Floor, Nexxus Building
41 Connaught Road Central
Hong Kong

23 August 2010

INTERIM DIVIDEND

The Board does not recommend the payment of an interim dividend in respect of the six months ended 30 June 2010.

OVERALL GROUP RESULTS

The Group's unaudited consolidated revenue for the six months ended 30 June 2010 decreased by approximately 16.5% times over the same period last year to HK$68.4 million. The reason for the decrease was mainly due to our customers did not place purchase orders pending the bidding results of several projects. Meanwhile the profit attributable to owners of the Company decreased by HK$7.28 million to HK$0.2 million compared to the same period last year.

The gross profit margin for the six months ended 30 June 2010 was approximately 48.0% representing a 4.5% increase as compared to that of 43.5% for the period ended 30 June 2009. The reason for the increase of gross profit margin was mainly due to a change of sales mix.

The administrative expenses increase by approximately HK$6.1 million over the same period last year. The reason for the increase was mainly due to the inclusion of listing expenses amounted to HK$4.0 million. The operating expenses increase by approximately HK$2.0 million over the same period last year. The reason for the increase was mainly due to increase of depreciation charge for plant and machinery as a result of acquisition of plant and machinery during the six months ended 30 June 2010.

Earnings per share for the period under review was HK0.2 cent (six months ended 30 June 2009: HK6.3 cents).

OUTLOOK

The outlook for the second half of the fiscal year remains uncertain and the Group expects continued pressure on revenue and gross profit margin for its businesses. While there has been more enquiries for sales and rental of cranes, the market conditions of the second half of the fiscal year remains difficult to predict and the management continues to closely evaluate the overall business environment and will adjust its pace of development accordingly. The Group will continue to implement cost-control measures to reduce costs at all level. The management is confident that the Group can overcome the challenges ahead.

FINANCIAL RESOURCES/LIQUIDITY AND CAPITAL STRUCTURE

As at 30 June 2010, the Group had cash and bank balances of HK$33.4 million (At 31 December 2009: HK$46.0 million).

As at 30 June 2010, the Group had total assets of approximately HK$253.9 million, representing a slight decrease of HK$26.6 million over that of 31 December 2009.

The Group's gearing ratio as at 30 June 2010 was approximately 24.5% (At 31 December 2009: 27.3%), which was calculated on the basis by dividing interest-bearing loans and finance lease payables with the total assets as at the respective period.

The Group's sales are mainly denominated in Hong Kong dollar ("HK$"), Singapore dollar ("S$") and United States dollar ("US$") while purchases are mainly denominated in HK$, Euro ("EUR"), S$ and US$. EUR and US$ are not the functional currencies of the Group entities to which these transactions relate.

The Group currently does not have a foreign currency hedging policy in respect of foreign currency transactions, assets and liabilities. The management will monitor its foreign currency exposure closely and will consider hedging significant foreign currency exposure should the need arise.

THE PLEDGE OF GROUP ASSETS

The Group had pledged bank deposit to certain banks and other financial institutions as securities for bank borrowings and finance lease payables. As at 30 June 2010, the Group had pledged bank deposits approximately HK$3.7 million (At 31 December 2009: HK$9.8 million).

EMPLOYEES AND REMUNERATION POLICIES

As at 30 June 2010, the Group had 88 employees (At 30 June 2009: 76).

Remuneration is reviewed annually and certain employees are entitled to commission. In addition to basic salaries, staff benefits include discretionary bonus, medical insurance scheme and mandatory provident fund.

DIRECTORS' INTERESTS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2010, none of the Directors and chief executive of the Company have any interests or short positions in the existing shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) which are required to be notified to the Company and the Stock Exchange pursuant of Divisions 7 and 8 of Part XV of the SFO (including interests and short positions in which they are deemed or taken to have under such provisions of the SFO) or which are required pursuant to section 352 of the SFO, to be entered in the register maintained by the Company or which are required pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in the Listing Rules to be notified to the Company and the Stock Exchange.

SUBSTANTIAL SHAREHOLDERS

As at the date of this report, the following interests of 5% or more of the issued share capital of the Company were recorded in the register of interests required to be kept by the Company pursuant to Section 336 of the SFO:

Name of substantial shareholders	Nature of interest	Number of ordinary shares of the Company held Direct interest (Note 1)	Percentage of shareholding
Jumbo Hill Group Limited	Beneficial Interest	150,000,000(L)	75%
Mulpha Strategic Limited (note 2)	Interest in a controlled corporation	150,000,000(L)	75%
Mulpha Trading Sdn Bhd (note 3)	Interest in a controlled corporation	150,000,000(L)	75%
Mulpha International Bhd (note 4)	Interest in a controlled corporation	150,000,000(L)	75%
Ms. Yong Pit Chin (note 4)	Interest in a controlled corporation	150,000,000(L)	75%

Notes:

(1) The letter "L" denotes the entity/person's long position in the Shares.

(2) Mulpha Strategic Limited is the holding company of Jumbo Hill Group Limited holding 100% interest in it.

(3) Mulpha Trading Sdn Bhd is the holding company of Mulpha Strategic Limited holding 100% interest in it.

(4) Mulpha International Bhd is the holding company of Mulpha Trading Sdn Bhd holding 100% interest in it. Mulpha International Bhd is listed on the Main Market of Bursa Malaysia Securities Berhad. Madam Yong Pit Chin is, directly and indirectly, interested in approximately 34.80% of the issued share capital of Mulpha International Bhd.

CODE ON CORPORATE GOVERNANCE PRACTICES

The Company has, throughout the six months ended 30 June 2010, complied with the code provisions contained in the Code on Corporate Governance Practices (the "Code") set out in Appendix 14 to the Listing Rules.

AUDIT COMMITTEE

The Audit Committee was established on 25 June 2010. Its current members include three Independent Non-executive Directors, namely Mr Louie Chun Kit (as Chairman), Mr Cheung Chi Wai Vidy and Mr. Lau Wing Yuen.

The Audit Committee has reviewed the accounting principles and practices adopted by the Group and discussed internal control and financial reporting matters including a review of the unaudited interim financial report for the six months ended 30 June 2010 with the management.

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

During the six months ended 30 June 2010, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

During the six months ended 30 June 2010, the Company has adopted the Model Code as the code for dealing in securities of the Company by Directors. Having made specific enquiry, all Directors confirmed that they had complied with the required standard set out in the Model Code throughout the period.

By Order of the Board
Chung Tze Hien
Chairman