

AQUAMERIDIAN CONSERVATION & EDUCATION FOUNDATION LIMITED

REPORTS AND FINANCIAL STATEMENTS

FOR THE PERIOD FROM 26 MARCH 2013 (DATE OF INCORPORATION) TO 31 MARCH 2014

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AQUAMERIDIAN CONSERVATION & EDUCATION FOUNDATION LIMITED

REPORT OF THE DIRECTORS FOR 2014

The directors submit herewith their annual report together with the audited financial statements for the period from 26 March 2013 (Date of incorporation) to 31 March 2014.

PRINCIPAL ACTIVITIES

AquaMeridian Conservation & Education Foundation Limited (the Foundation) is a company, limited by guarantee and not having a share capital, incorporated and domiciled in Hong Kong and has its registered office and principal place of business at Unit 1323, 13/F., Reality Tower, No. 4 Sun On Street, Chai Wan, Hong Kong. The principal activities of the Foundation are to advance the protection of environment in Hong Kong, to protect the global marine ecology and conservation of natural marine resources, to increase public interest in environment education and oceanic conservation, and to grant assistance to candidates for their education which provide formal training in global marine ecology and oceanic conservation.

INCORPORATION OF THE FOUNDATION

The Foundation was incorporated on 26 March 2013 under the Hong Kong Companies Ordinance in Hong Kong.

RESULTS AND APPROPRIATIONS

The results of the Foundation for the period from 26 March 2013 (Date of incorporation) to 31 March 2014 and the state of the Foundation's affairs as at 31 March 2014 are set out in the financial statements on pages 5 to 10.

In accordance with Clause 4 of the Foundation's Memorandum of Association, no dividend is allowed.

DIRECTORS

The directors who held office during the period were:-

Sharon Kwok Pong	(Appointed on 26 March 2013)
Peter Edward Jackson	(Appointed on 26 March 2013)

In accordance with Article 38 of the Foundation's Articles of Association, all directors retire, and being eligible, offer themselves for re-election.

DIRECTORS' INTEREST

No contracts of significance to which the Foundation, was a party and in which a director of the Foundation had a material interest, whether directly or indirectly, subsisted at the end of the period or at any time during the period.

At no time during the period was the Foundation a party to any arrangements to enable the directors of the Foundation to acquire benefits by means of the acquisition of shares in, or debentures of the Foundation or any other body corporate.

AQUAMERIDIAN CONSERVATION & EDUCATION FOUNDATION LIMITED

REPORT OF THE DIRECTORS FOR 2014

AUDITORS

A resolution for the reappointment of Thomas So & Partners CPA Limited as auditors of the Foundation is to be proposed at the forthcoming annual general meeting.

On behalf of the Board



Chairman

Hong Kong

Dated : 10 JUN 2016

Thomas So & Partners CPA Limited

Certified Public Accountants (Practising)

Unit A, 9/F., Two Chinachem Plaza, 68 Connaught Road Central, Hong Kong, TEL: 2543 3906 FAX: 2542 1543

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF
AQUAMERIDIAN CONSERVATION & EDUCATION FOUNDATION LIMITED
(INCORPORATED IN HONG KONG WITH LIMITED LIABILITY)

We have audited the financial statements of AquaMeridian Conservation & Education Foundation Limited ("the Foundation") set out on pages 5 to 10, which comprise the statement of financial position as at 31 March 2014, and the statement of income and accumulated surpluses and statement of cash flows for the period from 26 March 2013 (Date of incorporation) to 31 March 2014, and a summary of significant accounting policies and other explanatory information.

DIRECTORS' RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The directors are responsible for the preparation of financial statements that give a true and fair view in accordance with the Hong Kong Financial Reporting Standard for Private Entities issued by the Hong Kong Institute of Certified Public Accountants and the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on these financial statements based on our audit, and to report our opinion solely to you, as a body, in accordance with section 80 of Schedule 11 to the Hong Kong Companies Ordinance (Cap. 622), and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. We conducted our audit in accordance with Hong Kong Standards on Auditing issued by the Hong Kong Institute of Certified Public Accountants. 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 judgment, 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 the directors, 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.

Thomas So & Partners CPA Limited

Certified Public Accountants (Practising)

Unit A, 9/F., Two Chinachem Plaza, 68 Connaught Road Central, Hong Kong, TEL: 2543 3906 FAX: 2542 1543

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF

AQUAMERIDIAN CONSERVATION & EDUCATION FOUNDATION LIMITED

(INCORPORATED IN HONG KONG WITH LIMITED LIABILITY)

OPINION

In our opinion, the financial statements give a true and fair view of the state of the Foundation's affairs as at 31 March 2014, and of its surplus and cash flows for the period from 26 March 2013 (Date of incorporation) to 31 March 2014 in accordance with the Hong Kong Financial Reporting Standard for Private Entities and have been properly prepared in accordance with the Hong Kong Companies Ordinance.



Thomas So & Partners CPA Limited
Certified Public Accountants (Practising)

Hong Kong

Dated: 10 JUN 2016

Lee Chuen Kei
Practising Certificate number P02506

AQUAMERIDIAN CONSERVATION & EDUCATION FOUNDATION LIMITED

STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2014

(EXPRESSED IN HONG KONG DOLLARS)

	HK\$
CURRENT ASSETS	
Bank balances	20,076.12
LESS: CURRENT LIABILITIES	
Accruals	<u>8,000.00</u>
NET CURRENT ASSETS	<u>12,076.12</u>
NET ASSETS	<u><u>12,076.12</u></u>
RESERVE	
Accumulated surplus	<u><u>12,076.12</u></u>

The notes on pages 8 to 10 form part of these financial statements.

Approved and authorized for issue by the Board of Directors on 10 JUN 2016



Director



Director

AQUAMERIDIAN CONSERVATION & EDUCATION FOUNDATION LIMITED

STATEMENT OF INCOME AND ACCUMULATED SURPLUSES
FOR THE PERIOD FROM 26 MARCH 2013 (DATE OF INCORPORATION) TO 31 MARCH 2014

(EXPRESSED IN HONG KONG DOLLARS)

	HK\$
Revenue (Note 3)	332,825.00
Other income (Note 4)	0.72
Operating expenses	(320,749.50)
Finance costs (Note 5)	<u>(0.10)</u>
SURPLUS FOR THE PERIOD AND CARRIED FORWARD (Note 8)	<u><u>12,076.12</u></u>

The notes on pages 8 to 10 form part of these financial statements.

AQUAMERIDIAN CONSERVATION & EDUCATION FOUNDATION LIMITED

STATEMENT OF CASH FLOWS
FOR THE PERIOD FROM 26 MARCH 2013 (DATE OF INCORPORATION) TO 31 MARCH 2014

(EXPRESSED IN HONG KONG DOLLARS)

	HK\$
CASH FLOWS FROM OPERATING ACTIVITIES	
Surplus for the period	12,076.12
Adjustment for: -	
Interest income	(0.72)
Interest expenses	0.10
Operating surplus before working capital changes	12,075.50
Increase in accruals	8,000.00
Cash generated from operating activities	20,075.50
Interest expenses	(0.10)
NET CASH FROM OPERATING ACTIVITIES	20,075.40
CASH FLOWS FROM INVESTING ACTIVITIES	
Interest income	0.72
NET CASH FROM INVESTING ACTIVITIES	0.72
NET CASH FROM FINANCING ACTIVITIES	-
NET INCREASE IN CASH AND CASH EQUIVALENTS AND CARRIED FORWARD	20,076.12
ANALYSIS OF CASH AND CASH EQUIVALENTS CARRIED FORWARD	
Bank balances	20,076.12

The notes on pages 8 to 10 form part of these financial statements.

AQUAMERIDIAN CONSERVATION & EDUCATION FOUNDATION LIMITED

ACCOUNTING POLICIES AND EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD FROM 26 MARCH 2013 (DATE OF INCORPORATION) TO 31 MARCH 2014

(EXPRESSED IN HONG KONG DOLLARS)

1. GENERAL INFORMATION

AquaMeridian Conservation & Educaion Foundation Limited (the Foundation) is a company, limited by guarantee and not having a share capital, incorporated in Hong Kong. The address of its registered office and principal place of business is Unit 1323, 13/F., Reality Tower, No. 4 Sun On Street, Chai Wan, Hong Kong. The principal activities of the Foundation are to advance the protection of environment in Hong Kong, to protect the global marine ecology and conservation of natural marine resources, to increase public interest in environment education and oceanic conservation, and to grant assistance to candidates for their education which provide formal training in global marine ecology and oceanic conservation.

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES

These financial statements have been prepared in accordance with the Hong Kong Financial Reporting Standard for Private Entities (HKFRS for Private Entities) issued by the Hong Kong Institute of Certified Public Accountants and the requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention.

a) Cash and cash equivalents

Cash and cash equivalents includes cash on hand, demand deposits and other short-term highly liquid investments with original maturities of three months or less. Bank overdraft is shown within borrowings in current liabilities on the statement of financial position.

b) Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable.

Revenue is recognised in profit or loss provided it is probable that the economic benefits will flow to the Foundation and the revenue and costs, if applicable, can be measured reliably, as follows:

- Donation income

Donation income is recognised when the amount is received.

3. REVENUE

The breakdown of the revenue is as follows: -

Donation income

Period from
26.3.2013 to
31.3.2014
HK\$

332,825.00

AQUAMERIDIAN CONSERVATION & EDUCATION FOUNDATION LIMITED

ACCOUNTING POLICIES AND EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD FROM 26 MARCH 2013 (DATE OF INCORPORATION) TO 31 MARCH 2014

(EXPRESSED IN HONG KONG DOLLARS)

4. OTHER INCOME	Period from 26.3.2013 to <u>31.3.2014</u> HK\$
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The breakdown of other income is as follows: -

Interest income	<u>0.72</u>
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5. FINANCE COSTS	Period from 26.3.2013 to <u>31.3.2014</u> HK\$
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Interest on bank overdraft	<u>0.10</u>
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6. DIRECTORS' REMUNERATION

The directors of the Foundation did not receive or will not receive any fees or emoluments in respect of their services to the Foundation during the period.

7. EMPLOYEE BENEFIT OBLIGATIONS

The Foundation operates a Mandatory Provident Fund Scheme (the MPF scheme) under the Hong Kong Mandatory Provident Fund Schemes Ordinance for employees employed under the jurisdiction of the Hong Kong Employment Ordinance and not previously covered by the defined benefit retirement plan. The MPF scheme is a defined contribution retirement plan administered by independent trustees. Under the MPF scheme, the employer and its employees are each required to make contributions to the plan at 5% of the employees' relevant income, subject to a cap of monthly relevant income of HK\$25,000. Contributions to the plan vest immediately.

8. SURPLUS FOR THE PERIOD	Period from 26.3.2013 to <u>31.3.2014</u> HK\$
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The following items have been recognised as expenses in determining surplus for the period :

Auditor's remuneration	6,000.00
Staff costs	
Comprising:	
- Contributions to defined contribution retirement plan	7,300.00
- Salaries, wages and other benefits	<u>251,748.00</u>

AQUAMERIDIAN CONSERVATION & EDUCATION FOUNDATION LIMITED

ACCOUNTING POLICIES AND EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD FROM 26 MARCH 2013 (DATE OF INCORPORATION) TO 31 MARCH 2014

(EXPRESSED IN HONG KONG DOLLARS)

9. INCOME TAX EXPENSE

No provision for Hong Kong profits tax is made as the Foundation is exempted from Hong Kong profits tax under section 88 of the Hong Kong Inland Revenue Ordinance.

10. INCORPORATION OF THE FOUNDATION

The Foundation was incorporated on 26 March 2013 under the Hong Kong Companies Ordinance in Hong Kong.

(FOR MANAGEMENT PURPOSES ONLY)

AQUAMERIDIAN CONSERVATION & EDUCATION FOUNDATION LIMITED

DETAILED STATEMENT OF INCOME

FOR THE PERIOD FROM 26 MARCH 2013 (DATE OF INCORPORATION) TO 31 MARCH 2014

(EXPRESSED IN HONG KONG DOLLARS)

	HK\$
INCOME	
Donation Income	332,825.00
Interest Income	0.72
	<hr/>
	332,825.72
LESS : EXPENSES	
Accountancy fee	2,000.00
Audit fee	6,000.00
Bank charges	1,220.00
Consultancy fee	35,247.00
Insurance	1,690.00
Interest expense	0.10
Mandatory profident fund	7,300.00
Newspaper and magazine	2,542.50
Promotion	5,740.00
Printing	7,262.00
Wages and salaries	251,748.00
	<hr/>
	320,749.60
SURPLUS FOR THE PERIOD	<hr/> <hr/> 12,076.12