



吉林省輝南長龍生化藥業股份有限公司

**Jilin Province Huinan Changlong Bio-pharmacy Company Limited**

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 8049)**

## **INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2017**

### **CHARACTERISTICS OF THE GROWTH ENTERPRISE MARKET ("GEM") OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE "STOCK EXCHANGE")**

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

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

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*This announcement, for which the directors of Jilin Province Huinan Changlong Bio-pharmacy Company Limited (the "Directors") collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM (the "GEM Listing Rules") for the purpose of giving information with regard to Jilin Province Huinan Changlong Bio-pharmacy Company Limited and its subsidiary ("the Group"). The directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

## UNAUDITED INTERIM RESULTS

The directors of Jilin Province Huinan Changlong Bio-pharmacy Company Limited ("the Company") are pleased to announce the unaudited consolidated financial statements of the Company and its subsidiaries (the "Group") for the six months and three months ended 30 June 2017 together with the comparative figures for the corresponding periods in 2016 as follows:

### CONDENSED CONSOLIDATED INCOME STATEMENT (UNAUDITED)

*For the six months and three months ended 30 June 2017 and 30 June 2016*

|                                                      |      | Six months<br>ended 30 June    |                                | Three months<br>ended 30 June  |                                |
|------------------------------------------------------|------|--------------------------------|--------------------------------|--------------------------------|--------------------------------|
|                                                      | Note | 2017<br>(Unaudited)<br>RMB'000 | 2016<br>(Unaudited)<br>RMB'000 | 2017<br>(Unaudited)<br>RMB'000 | 2016<br>(Unaudited)<br>RMB'000 |
| Turnover                                             | 3    | <b>309,492</b>                 | 296,987                        | <b>156,425</b>                 | 147,370                        |
| Cost of sales                                        |      | <b>(59,732)</b>                | (57,526)                       | <b>(31,724)</b>                | (31,015)                       |
| Gross profit                                         |      | <b>249,760</b>                 | 239,461                        | <b>124,701</b>                 | 116,355                        |
| Other revenue                                        | 3    | <b>13,351</b>                  | 4,511                          | <b>7,165</b>                   | 2,694                          |
| Distribution and selling costs                       |      | <b>(186,596)</b>               | (164,381)                      | <b>(81,794)</b>                | (70,252)                       |
| Administrative expenses                              |      | <b>(11,191)</b>                | (17,289)                       | <b>(5,890)</b>                 | (6,427)                        |
| Profit from operations                               | 5    | <b>65,324</b>                  | 62,302                         | <b>44,182</b>                  | 42,370                         |
| Finance costs                                        |      | <b>(43)</b>                    | (34)                           | <b>(15)</b>                    | (5)                            |
| Profit before taxation                               |      | <b>65,281</b>                  | 62,268                         | <b>44,167</b>                  | 42,365                         |
| Taxation                                             | 6    | <b>(9,824)</b>                 | (9,314)                        | <b>(6,657)</b>                 | (6,329)                        |
| Profit attributable to equity holders of the Company |      | <b>55,457</b>                  | 52,954                         | <b>37,510</b>                  | 36,036                         |
| Earnings per share – Basic                           | 7    | <b>9.90 cents</b>              | 9.45 cents                     | <b>6.70 cents</b>              | 6.43 cents                     |
| Dividends                                            | 8    | <b>–</b>                       | –                              | <b>–</b>                       | –                              |

Note: Calculation of the earnings per share in 2016 and 2017 was based on 560,250,000 shares and 560,250,000 shares respectively.

# CONDENSED CONSOLIDATED BALANCE SHEET

As at 30 June 2017 and 31 December 2016

|                                                | Note | 30 June<br>2017<br>(Unaudited)<br>RMB'000 | 31 December<br>2016<br>(Audited)<br>RMB'000 |
|------------------------------------------------|------|-------------------------------------------|---------------------------------------------|
| <b>Assets and liabilities</b>                  |      |                                           |                                             |
| <b>Non-current assets</b>                      |      |                                           |                                             |
| Bearer biological assets                       | 9    | 10,807                                    | 10,844                                      |
| Property, plant and equipment                  | 10   | 168,826                                   | 172,672                                     |
| Prepaid lease payments                         | 11   | 15,974                                    | 15,974                                      |
| Construction in progress                       | 12   | 22,858                                    | 23,271                                      |
| Intangible assets                              | 13   | –                                         | –                                           |
| <b>Total non-current assets</b>                |      | <b>218,465</b>                            | <b>222,761</b>                              |
| <b>Current assets</b>                          |      |                                           |                                             |
| Inventories                                    | 14   | 36,456                                    | 26,055                                      |
| Trade receivables                              | 15   | 296,631                                   | 269,703                                     |
| Other receivables, deposits and prepayments    |      | 147,023                                   | 93,005                                      |
| Prepaid lease payments                         | 11   | 454                                       | 454                                         |
| Loans receivables                              |      | 5,000                                     | 5,000                                       |
| Available-for-sale financial assets            |      | 313,740                                   | 303,540                                     |
| Cash and cash equivalents                      |      | 200,625                                   | 154,738                                     |
| <b>Total current assets</b>                    |      | <b>999,929</b>                            | <b>852,495</b>                              |
| <b>Current liabilities</b>                     |      |                                           |                                             |
| Trade payables                                 | 16   | 36,207                                    | 31,698                                      |
| Other payables, deposits received and accruals |      | 197,820                                   | 105,413                                     |
| Deferred income                                |      | 1,949                                     | 1,949                                       |
| Income tax payable                             |      | 13,989                                    | 20,120                                      |
| Other tax payables                             |      | 15,749                                    | 18,853                                      |
| Loans from government authority                |      | 697                                       | 697                                         |
| Dividend payable                               |      | 1,468                                     | 1,468                                       |
| <b>Total current liabilities</b>               |      | <b>267,879</b>                            | <b>180,198</b>                              |
| <b>Net current assets</b>                      |      | <b>732,050</b>                            | <b>672,297</b>                              |
| <b>Total assets less current liabilities</b>   |      | <b>950,515</b>                            | <b>895,058</b>                              |
| <b>Non-current liabilities</b>                 |      |                                           |                                             |
| Loan from government authority                 |      | 2,273                                     | 2,273                                       |
| Deferred income                                |      | 25,914                                    | 25,914                                      |
| Deferred tax liabilities                       |      | 246                                       | 246                                         |
|                                                |      | <b>28,433</b>                             | <b>28,433</b>                               |
| Net assets                                     |      | <b>922,082</b>                            | <b>866,625</b>                              |
| <b>Equity:</b>                                 |      |                                           |                                             |
| <b>Share capital</b>                           | 17   | <b>56,025</b>                             | <b>56,025</b>                               |
| <b>Reserves</b>                                |      | <b>866,057</b>                            | <b>810,600</b>                              |
| <b>Total equity</b>                            |      | <b>922,082</b>                            | <b>866,625</b>                              |

## CONDENSED CONSOLIDATED CASH FLOW STATEMENT (UNAUDITED)

*For the six months ended 30 June 2017 and 30 June 2016*

|                                                      | <b>For the six months ended</b> |              |
|------------------------------------------------------|---------------------------------|--------------|
|                                                      | <b>30 June 2017</b>             | 30 June 2016 |
|                                                      | <b>RMB'000</b>                  | RMB'000      |
| Net cash inflow from operating activities            | <b>59,810</b>                   | 32,340       |
| Net cash outflow to investing activities             | <b>(5,650)</b>                  | (71,500)     |
| Net cash inflow from financing activities            | <b>–</b>                        | 2,521        |
|                                                      | <hr/>                           | <hr/>        |
| Increase/(decrease) in cash and cash equivalents     | <b>54,160</b>                   | (36,639)     |
| Cash and cash equivalents at beginning of the period | <b>146,465</b>                  | 183,104      |
|                                                      | <hr/>                           | <hr/>        |
| Cash and cash equivalents at end of the period       | <b>200,625</b>                  | 146,465      |
|                                                      | <hr/>                           | <hr/>        |
| Analysis of balances of cash and cash equivalents    |                                 |              |
| Cash and bank balances                               | <b>200,625</b>                  | 146,465      |
|                                                      | <hr/>                           | <hr/>        |

## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

For the six months ended 30 June 2017 and 30 June 2016

|                                                                     | PRC statutory funds |                  |                                 |                     |         |
|---------------------------------------------------------------------|---------------------|------------------|---------------------------------|---------------------|---------|
|                                                                     | Share<br>capital    | Share<br>premium | Statutory<br>surplus<br>reserve | Retained<br>profits | Total   |
|                                                                     | RMB'000             | RMB'000          | RMB'000                         | RMB'000             | RMB'000 |
| At 1 January 2016 (Audited)                                         | 56,025              | 51,098           | 33,242                          | 583,590             | 723,955 |
| Net profit for the six months ended<br>30 June 2016 (Unaudited)     | –                   | –                | –                               | 52,954              | 52,954  |
| At 30 June 2016 (Unaudited)                                         | 56,025              | 51,098           | 33,242                          | 636,544             | 776,909 |
| Net profit for the six months ended<br>31 December 2016 (Unaudited) | –                   | –                | –                               | 89,716              | 89,716  |
| Balance as at 31 December 2016 (Audited)                            | 56,025              | 51,098           | 33,242                          | 726,260             | 866,625 |
| Net profit for the six months ended<br>30 June 2017 (Unaudited)     | –                   | –                | –                               | 55,457              | 55,457  |
| At 30 June 2017 (Unaudited)                                         | 56,025              | 51,098           | 33,242                          | 781,717             | 922,082 |

## **NOTES TO CONDENSED INTERIM ACCOUNTS:**

### **1. ORGANISATION AND OPERATIONS**

The Company was established as a state-owned enterprise in the People's Republic of China (the "PRC") in 1989. On 29 December 1995, under the relevant provisions of the Company Law of the PRC, the Company was re-organized from a state-owned enterprise to a limited liability company. On 16 August 1996, with the approval of the Economic Restructuring Commission of Jilin Province, the Company was further converted into a joint stock limited company. On 20 April 1999, the Company made a bonus issue from capitalisation of retained profits at the proportion of one bonus share for every two existing shares. The Company's H shares were listed on the Growth Enterprise Market of the Stock Exchange of Hong Kong Limited on 24 May 2001.

The Group is principally engaged in the manufacture and distribution of biochemical medicines in the PRC under the brandnames of Changlong and Shendi.

### **2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

The unaudited condensed consolidated financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards ("HKFRSs"), which collective term includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards ("HKASs") and interpretations issued by Hong Kong Institute of Certified Public Accountants ("HKICPA"), accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance.

The unaudited condensed consolidated financial statements have been prepared under the historical cost convention, as modified for the revaluation of financial instruments which have been measured at fair value.

The accounting policies adopted in preparing the unaudited condensed consolidated financial statements for the period under review are consistent with those followed in the Company's 2016 annual report.

The condensed consolidated financial statements for the six months ended 30 June 2017 are unaudited and have been reviewed by the audit committee of the Company.

### 3. TURNOVER AND REVENUE

The Group's turnover comprises the invoiced value of merchandise sold net of value – added tax and after allowances for returns and discounts.

|                            | Six months ended<br>30 June |         | Three months ended<br>30 June |         |
|----------------------------|-----------------------------|---------|-------------------------------|---------|
|                            | 2017                        | 2016    | 2017                          | 2016    |
|                            | RMB'000                     | RMB'000 | RMB'000                       | RMB'000 |
| <b>Turnover</b>            |                             |         |                               |         |
| Sales of medicine          | <b>309,492</b>              | 296,987 | <b>156,425</b>                | 147,370 |
| <b>Other revenue</b>       |                             |         |                               |         |
| Other income               | <b>13,351</b>               | 4,511   | <b>7,165</b>                  | 2,694   |
| Total revenue for the year | <b>322,843</b>              | 301,498 | <b>163,590</b>                | 150,064 |

### 4. SEGMENT INFORMATION

The Group has only one business segment which is in the manufacture and distribution of Chinese medicines and pharmaceutical products in the PRC. For the six months ended 30 June 2017, turnover of the Group is generated entirely from sales in the PRC and all identifiable assets of the Group are located in PRC. Accordingly, no business or geographical segmental analysis is prepared for the period.

### 5. PROFIT FROM OPERATIONS

The Group's profit from operations is arrived at after charging:

|                                     | Six months ended<br>30 June |         | Three months ended<br>30 June |         |
|-------------------------------------|-----------------------------|---------|-------------------------------|---------|
|                                     | 2017                        | 2016    | 2017                          | 2016    |
|                                     | RMB'000                     | RMB'000 | RMB'000                       | RMB'000 |
| Depreciation                        | <b>9,161</b>                | 10,691  | <b>4,580</b>                  | 5,345   |
| Amortisation of<br>intangible asset | <b>–</b>                    | 659     | <b>–</b>                      | 330     |

## 6. TAXATION

Taxation in the unaudited condensed consolidated income statement represents:

|                | Six months ended<br>30 June |                 | Three months ended<br>30 June |                 |
|----------------|-----------------------------|-----------------|-------------------------------|-----------------|
|                | 2017<br>RMB'000             | 2016<br>RMB'000 | 2017<br>RMB'000               | 2016<br>RMB'000 |
| PRC income tax | <u>9,824</u>                | <u>9,314</u>    | <u>6,657</u>                  | <u>6,329</u>    |

The PRC income tax is computed according to the relevant laws and regulations in the PRC. The applicable income tax rate was 15% (2016: 15%).

The Group did not have any significant unprovided deferred taxation for the six months and three months ended 30 June 2017 (2016: Nil).

## 7. EARNINGS PER SHARE

The calculation of basic earnings per share for the six months and three months ended 30 June 2017 is based on the unaudited profit attributable to shareholders of approximately RMB55,457,000 and RMB37,510,000 respectively (2016: RMB52,954,000 and RMB36,036,000) and on the weighted average of 560,250,000 and 560,250,000 (2015: 560,250,000 and 560,250,000) shares in issue during the two period ended 30 June 2017 respectively.

There is no diluted earnings per share because there were no dilutive potential shares in existence during the relevant periods.

## 8. DIVIDENDS

The Board does not recommend the payment of an interim dividend for the six months ended 2017 (2016: Nil).

## 9. BEARER BIOLOGICAL ASSETS

|         | <b>30 June<br/>2017<br/>(Unaudited)<br/>RMB'000</b> | 31 December<br>2016<br>(Audited)<br>RMB'000 |
|---------|-----------------------------------------------------|---------------------------------------------|
| Ginseng | <b><u>10,807</u></b>                                | <u>10,844</u>                               |

## 10. PROPERTY, PLANT AND EQUIPMENT

The movements of property, plant and equipment of the Group were:

|                                                                   | <b>30 June<br/>2017<br/>(Unaudited)<br/>RMB'000</b> | 31 December<br>2016<br>(Audited)<br>RMB'000 |
|-------------------------------------------------------------------|-----------------------------------------------------|---------------------------------------------|
| Net book value, beginning of period/year                          | <b>172,672</b>                                      | 134,986                                     |
| Additions & Disposals & Transfer from construction<br>in progress | <b>5,315</b>                                        | 52,414                                      |
| Depreciation & Impairment & Written back on disposals             | <b><u>(9,161)</u></b>                               | <u>(14,728)</u>                             |
| Net book value, end of period/year                                | <b><u>168,826</u></b>                               | <u>172,672</u>                              |

## 11. PREPAID LEASE PAYMENTS

|                                          | <b>30 June<br/>2017<br/>(Unaudited)<br/>RMB'000</b> | <b>31 December<br/>2016<br/>(Audited)<br/>RMB'000</b> |
|------------------------------------------|-----------------------------------------------------|-------------------------------------------------------|
| Net book value, beginning of period/year | <b>16,428</b>                                       | 16,882                                                |
| Amortisation                             | <b>–</b>                                            | (454)                                                 |
| Net book value, end of period/year       | <b>16,428</b>                                       | 16,428                                                |
| Net book value at end of period/year     | <b>16,428</b>                                       | 16,428                                                |
| Portion classified as current assets     | <b>(454)</b>                                        | (454)                                                 |
| Non-current assets                       | <b>15,974</b>                                       | 15,974                                                |

The Group's medium-term land use rights are located in the PRC.

## 12. CONSTRUCTION IN PROGRESS

|                                           | <b>30 June<br/>2017<br/>(Unaudited)<br/>RMB'000</b> | <b>31 December<br/>2016<br/>(Audited)<br/>RMB'000</b> |
|-------------------------------------------|-----------------------------------------------------|-------------------------------------------------------|
| Net book value, beginning of period/year  | <b>23,271</b>                                       | 74,557                                                |
| Additions                                 | <b>–</b>                                            | 4,649                                                 |
| Transfer to property, plant and equipment | <b>–</b>                                            | (47,398)                                              |
| Written off                               | <b>(413)</b>                                        | (8,537)                                               |
| Net book value, end of period/year        | <b>22,858</b>                                       | 23,271                                                |

### 13. INTANGIBLE ASSETS

|                                                                                 | <b>30 June<br/>2017<br/>(Unaudited)<br/>RMB'000</b> | 31 December<br>2016<br>(Audited)<br>RMB'000 |
|---------------------------------------------------------------------------------|-----------------------------------------------------|---------------------------------------------|
| Cost:                                                                           |                                                     |                                             |
| At 1 January                                                                    | <b>67,975</b>                                       | 67,975                                      |
| Additions & Disposal                                                            | <u>—</u>                                            | <u>—</u>                                    |
| At 30 June 2017/31 December 2016                                                | <u><b>67,975</b></u>                                | <u>67,975</u>                               |
| Accumulated amortization:                                                       |                                                     |                                             |
| At 1 January                                                                    | <b>67,975</b>                                       | 67,316                                      |
| Amortisation and written back on disposal and<br>Impairment for the period/year | <u>—</u>                                            | <u>659</u>                                  |
| At 30 June 2017/31 December 2016                                                | <u><b>67,975</b></u>                                | <u>67,975</u>                               |
| Net book value:                                                                 |                                                     |                                             |
| At 30 June 2017/31 December 2016                                                | <u><u>—</u></u>                                     | <u><u>—</u></u>                             |

Purchased know-how and prescription were all acquired by cash from independent third parties.

## 14. INVENTORIES

|                                                          | <b>30 June<br/>2017<br/>(Unaudited)<br/>RMB'000</b> | 31 December<br>2016<br>(Audited)<br>RMB'000 |
|----------------------------------------------------------|-----------------------------------------------------|---------------------------------------------|
| Inventories comprise:                                    |                                                     |                                             |
| At cost:                                                 |                                                     |                                             |
| Raw materials                                            | <b>21,901</b>                                       | 15,702                                      |
| Work in progress                                         | <b>9,250</b>                                        | 7,789                                       |
| Finished goods                                           | <b>6,451</b>                                        | 3,710                                       |
|                                                          | <b>37,602</b>                                       | 27,201                                      |
| Less: provision for obsolete and slow-moving inventories | <b>(1,146)</b>                                      | (1,146)                                     |
|                                                          | <b>36,456</b>                                       | 26,055                                      |

As at 30 June 2017, inventories amounting to approximately RMB36,456,000 (2016: RMB38,217,000) were carried at net realizable value.

## 15. TRADE RECEIVABLES

Trade receivables are stated at cost less provision for doubtful debts. Provisions for doubtful debts are made based upon the directors' knowledge of the customers, the creditworthiness and settlement history, and the aging of the outstanding trade receivables.

The following is an aged analysis of trade receivables, net of provision for impairment for trade receivables, at the balance sheet dates:

|                    | <b>30 June<br/>2017<br/>(Unaudited)<br/>RMB'000</b> | <b>31 December<br/>2016<br/>(Audited)<br/>RMB'000</b> |
|--------------------|-----------------------------------------------------|-------------------------------------------------------|
| Current            | <b>38,132</b>                                       | 34,671                                                |
| 31-90 days         | <b>48,759</b>                                       | 44,333                                                |
| 91-180 days        | <b>59,552</b>                                       | 54,146                                                |
| More than 180 days | <b>150,188</b>                                      | 136,553                                               |
|                    | <b>296,631</b>                                      | 269,703                                               |

The directors consider the carrying amount of trade receivables approximates their fair value.

## 16. TRADE PAYABLES

The following is an aged analysis of trade payables at the balance sheet dates:

|                   | <b>30 June<br/>2017<br/>(Unaudited)<br/>RMB'000</b> | <b>31 December<br/>2016<br/>(Audited)<br/>RMB'000</b> |
|-------------------|-----------------------------------------------------|-------------------------------------------------------|
| Current           | <b>4,383</b>                                        | 3,838                                                 |
| 31-90 days        | <b>10,709</b>                                       | 9,376                                                 |
| More than 90 days | <b>21,115</b>                                       | 18,484                                                |
|                   | <b>36,207</b>                                       | 31,698                                                |

Trade payables principally comprise amounts outstanding for trade purchases. The directors consider that the carrying amount of trade payables approximates their fair value.

## 17. SHARE CAPITAL

|                                 | Number of<br>shares | 30 June<br>2017<br>(Unaudited)<br>RMB'000 | Number of<br>shares | 31 December<br>2016<br>(Audited)<br>RMB'000 |
|---------------------------------|---------------------|-------------------------------------------|---------------------|---------------------------------------------|
| Domestic shares of RMBO.10 each | 387,750,000         | 38,775                                    | 387,750,000         | 38,775                                      |
| H shares of RMBO.10 each        | 172,500,000         | 17,250                                    | 172,500,000         | 17,250                                      |
|                                 | <u>560,250,000</u>  | <u>56,025</u>                             | <u>560,250,000</u>  | <u>56,025</u>                               |

## 18. CAPITAL COMMITMENTS

As at 30 June 2017, the Group had capital commitments contracted for but not provided for in respect of the following:

|                                              | 30 June<br>2017<br>(Unaudited)<br>RMB'000 | 31 December<br>2016<br>(Audited)<br>RMB'000 |
|----------------------------------------------|-------------------------------------------|---------------------------------------------|
| Acquisition of intangible assets             | 1,750                                     | 1,750                                       |
| Acquisition of property, plant and equipment | —                                         | 672                                         |
|                                              | <u>1,750</u>                              | <u>2,422</u>                                |

## **MANAGEMENT DISCUSSION AND ANALYSIS**

### **OPERATING RESULTS**

For the six months ended 30 June 2017, the Group recorded a turnover of approximately RMB309,492,000, representing an increase of 4.2% from RMB296,987,000 for the corresponding period in 2016. Profit attributable to shareholders for the six months ended 30 June 2017 was RMB55,457,000, representing an increase of RMB2,503,000 from RMB52,954,000 for the corresponding period in 2016.

The gross profit margin for the six months ended 30 June 2017 was approximately 80.7% representing a 0.1% increase as compared to that of 80.6% for the period ended 30 June 2016. The Board believes that there were no significant fluctuation for the production and material cost.

The selling expense as a percentage of turnover was 60% in 2017. This represented an increase from 55% when compared to the same period last year. General and administrative expenses increase from RMB17,289,000 for the six months ended 30 June 2016 to RMB11,191,000 for the same period in 2017.

### **BUSINESS REVIEW**

#### **Production Facilities**

In 2016, the property, plant and equipment of the Group was increased by RMB8,622,000 and the construction in progress was approximately RMB4,649,000. We believe the production capacity of the Group will be further enhanced.

### **LIQUIDITY AND FINANCIAL RESOURCES**

The Group has maintained a sound financial position during this period. For the six months ended 30 June 2017, the Group's primary source of funds was cash from the operating activities. As at 30 June 2017, the Group had cash and bank balances and consolidated net asset value of approximately RMB200,625,000 and RMB922,082,000 respectively.

For the six months ended 30 June 2017, the Group mainly generated revenue and incurred costs in Hong Kong dollars and Renminbi. The Directors consider the impact on foreign exchange exposure of the Group is minimal.

As at 30 June 2017, the Group had no material contingent liabilities.

## **GEARING RATIO**

As at 30 June 2017, the Group had short-term bank borrowings of RMB Nil (2016: RMB Nil) and a gearing ratio of approximately 0%. The calculation of the gearing ratio was based on the short-term bank loans and shareholders' equity as at 30 June 2017.

## **CAPITAL COMMITMENTS**

Details of the capital commitments of the Company as at 30 June 2017 are set out in note 18 to the financial statement.

## **CAPITAL STRUCTURE**

During the six months ended 30 June 2017, there was no change in the Company's share capital. As at 30 June 2017, the Group's operations were financed mainly by shareholders' equity. The Group will continue to adopt its treasury policy of placing the Group's cash and cash equivalents in interest bearing deposits, and to fund the operation with internal resources.

## **FUTURE PROSPECTS**

There has been an increase in the Group's turnover and profit attributable to equity holders of the Company as compared with the same period last year.

The Directors would like to take this opportunity to express their gratitude to the management and staff for their dedication and contribution to the Group, and to thank our fellow business partners and equity holders for their continuing support. The Directors will endeavor to explore every potential opportunity for business growth, creating a promising future and successful results in the years ahead.

## **DIRECTORS' INTERESTS IN SHARES**

At 30 June 2017, the interests and short positions of the Directors, supervisors and chief executives of the Company in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO") as recorded in the register required to be kept under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the minimum standards of dealing by directors as referred to in Rule 5.46 to 5.67 of the GEM Listing Rules were as follows:

## Long positions in shares

| Director             | Type of Interests | Capacity         | Number of Domestic Shares | Percentage of Domestic Shares | Percentage of total registered Share Capital |
|----------------------|-------------------|------------------|---------------------------|-------------------------------|----------------------------------------------|
| Mr. Zhang Hong       | Personal          | Beneficial owner | 101,937,000               | 26.29                         | 18.19                                        |
| Mr. Zhang Xiao Guang | Personal          | Beneficial owner | 42,315,000                | 10.91                         | 7.55                                         |
| Mr. Wu Guo Wen       | Personal          | Beneficial owner | 900,000                   | 0.232                         | 0.161                                        |

Save as disclosed above, as at 30 June 2017, none of the Directors, supervisors and chief executives of the Company has any interests and short positions in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the minimum standards of dealing by directors as referred to in Rule 5.46 to 5.67 of the GEM Listing Rules.

## DIRECTORS' RIGHTS TO ACQUIRE SHARES

Apart from as disclosed under the headings "Directors' interests in shares" above, at no time during the period were rights to acquire benefits by means of the acquisition of shares in or debentures of the Company granted to any director and chief executives or their respective spouses or children under 18 years of age, or were any such rights exercised by them; or was the Company, its holding company, or any of its subsidiaries a party to any arrangement to enable the directors, supervisors and chief executives to acquire such rights in any other body corporate.

## INTERESTS DISCLOSEABLE UNDER THE SFO AND SUBSTANTIAL SHAREHOLDERS

As at 30 June 2017, the following persons (other than the Directors, supervisors and chief executives of the Company) had interests and short positions in the shares and underlying shares of the Company as recorded in the register required to be kept under Section 336 of the SFO.

## Long positions in shares

| Name of shareholder      | Capacity/Nature of Interest | Number of Domestic Shares | Percentage of Domestic Shares | Percentage of total registered Share Capital |
|--------------------------|-----------------------------|---------------------------|-------------------------------|----------------------------------------------|
| Huinan County SAB (Note) | Beneficial owner            | 81,975,000                | 21.14                         | 14.63                                        |

Note: Apart from the equity interest in the Company, Huinan County SAB does not have any direct or indirect interest in the Company, including representation in the Board of Directors.

Save as disclosed above, as at 30 June 2017, the Directors were not aware of any other person (other than the Directors, supervisors and chief executives of the Company) who had interests and short positions in the shares and underlying shares of the Company as recorded in the register required to be kept under Section 336 of the SFO.

## Long positions in H shares

| Name of shareholder | Capacity         | Number of H Shares | Percentage of H Shares | Percentage of total registered Share Capital |
|---------------------|------------------|--------------------|------------------------|----------------------------------------------|
| Chen Jingwei        | Beneficial owner | 29,520,000         | 17.11%                 | 5.269%                                       |
| Shen Qianzhen       | Beneficial owner | 13,996,000         | 8.11%                  | 2.498%                                       |

## COMPETING INTEREST

During the period under review, none of the Directors, the management shareholders, the significant shareholders or the substantial shareholders (as defined in the GEM Listing Rules) of the Company had any interest in a business, which competes or may compete with the business of the Group.

## CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY DIRECTORS

During the six months ended 30 June 2017, the Company has adopted a code of conduct regarding securities transactions by directors on terms no less than the required standard of dealings as set out in rules 5.48 to 5.67 of the GEM Listing Rules. The Company has also made specific enquiry of all Directors and the Company was not aware of any non-compliance with the required standard of dealings and its code of conduct regarding securities transactions by Directors.

## **BOARD PRACTICES AND PROCEDURES**

During the period under review, the Company had not fully complied with the board practices and procedures as set out in Rules 5.34 of the GEM Listing Rules in respect of the Code on Corporate Governance Practices (the "CCGP"). The main deviations from the code provision set out in the CCGP were as follows:

Under the code provision A.2.1, the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. Mr. Zhang Hong assumes the role of both the chairman and the chief executive officer of the Company. The Board is of the view that this has not compromised accountability and independent decision making for the following reasons:

- the Audit Committee composes exclusively of independent non-executive directors;
- the independent directors have free and direct access to the Company's external auditors and independent professional advice when considered necessary.

Mr. Zhang Hong, the chairman, is a substantial shareholder of the Company and has considerable industry experience. He is motivated to contribute to the growth and profitability of the Group. The Board is of the view that it is in the best interests of the Group to have an executive chairman so that the Board can have the benefit of a chairman who is knowledgeable about the business of the Group and is most capable to guide discussions and brief the Board in a timely manner on pertinent issues and developments to facilitate open dialogue between the Board and the management.

## **AUDIT COMMITTEE**

The Company set up an audit committee (the "Committee") on 24 May 2001 with written terms of reference in compliance with the requirements as set out in Rules 5.28 and 5.29 of the GEM Listing Rules. The audit committee comprise three independent non executive directors, namely Gao Yong Cai, Qiu Fangping and Tian Jie, Gao Yong Cai is the Chairman of the audit committee. The primary duties of the Committee are to review and provide supervision over the financial reporting procedures and internal control system of the Group.

The committee has reviewed with the management the accounting principles and practices adopted by the Group and discussed internal controls and financial reporting matters, including a review of the unaudited results of the Group for the period ended 30 June 2017.

## EMPLOYEES AND REMUNERATION POLICIES

As at 30 June 2017, the Group had 524 employees (30 June 2016: 440 employees). Remuneration is determined by reference to market terms and the performance, qualifications and experience of individual employee. Discretionary bonuses based on individual performance will be paid to employees as recognition of and reward for their contribution. Other benefits include contributions to retirement scheme and medical scheme.

## PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES

During the six months ended 30 June 2017, neither the Company nor its subsidiaries purchased, sold or redeemed any of the Company's listed shares.

By order of the Board  
**Zhang Hong**  
Chairman

Jilin, the PRC  
14 August 2017

*As at the date of this announcement, the Board comprises four executive directors, being Zhang Hong, Zhang Xiao Guang, Zhao Bao Gang, Wu Guo Wen and three independent non-executive directors, being Gao Yong Cai, Qiu Fangping and Tian Jie.*

*This announcement will remain on the GEM website at <http://www.hkgem.com> on the "Latest Company Announcements" page for 7 days from the day of its posting.*