



computer  technologies

Computer And Technologies Holdings Limited

科 聯 系 統 集 團 有 限 公 司

(Stock Code 股份代號: 00046)



Interim Report 2010

二零一零年中期報告

Contents

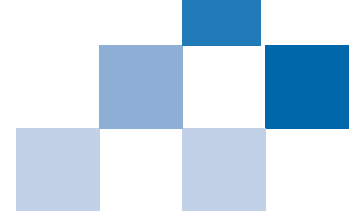
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Corporate Information

公司資料



EXECUTIVE DIRECTORS

Ng Cheung Shing (*Chairman*)
Leung King San, Sunny
Yan King Shun

執行董事

吳長勝(主席)
梁景新
任景信

NON-EXECUTIVE DIRECTORS

Ha Shu Tong
Lee Kwok On, Matthew
Ting Leung Huel, Stephen

非執行董事

夏樹棠
李國安
丁良輝

COMPANY SECRETARY

Ng Kwok Keung

公司秘書

吳國強

AUDITORS

Ernst & Young
Certified Public Accountants
18th Floor, Two International Finance Centre
8 Finance Street
Central
Hong Kong

核數師

安永會計師事務所
執業會計師
香港
中環
金融街8號
國際金融中心2期18樓

PRINCIPAL BANKER

The Hongkong and Shanghai Banking
Corporation Limited
1 Queen's Road Central
Central
Hong Kong

主要往來銀行

香港上海滙豐銀行有限公司
香港
中環
皇后大道中1號

REGISTRATION OFFICE

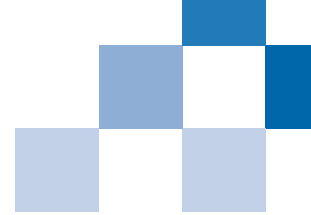
Clarendon House
2 Church Street
Hamilton HM11
Bermuda

註冊辦事處

Clarendon House
2 Church Street
Hamilton HM11
Bermuda

Corporate Information (continued)

公司資料(續)



HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS

30th Floor, Prosperity Millennia Plaza
663 King's Road
North Point
Hong Kong

總辦事處及主要營業地點

香港
北角
英皇道663號
泓富產業千禧廣場30樓

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

The Bank of Bermuda Limited
Bank of Bermuda Building
6 Front Street
Hamilton HM11
Bermuda

主要股份過戶登記處

The Bank of Bermuda Limited
Bank of Bermuda Building
6 Front Street
Hamilton HM11
Bermuda

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Tengis Limited
26th Floor, Tesbury Centre
28 Queen's Road East
Wanchai
Hong Kong

股份過戶登記處香港分處

卓佳登捷時有限公司
香港
灣仔
皇后大道東28號
金鐘匯中心26樓

WEBSITE

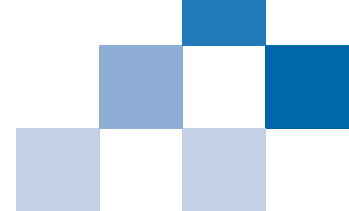
<http://www.ctil.com>

網站

<http://www.ctil.com>

Chairman's Statement

主席報告



BUSINESS AND FINANCIAL REVIEW

Dear Shareholders,

I am glad to present the unaudited interim results of Computer And Technologies Holdings Limited and its subsidiaries (collectively the "Group") for the six-month period ended 30 June 2010.

The Group's consolidated net profit attributable to shareholders was HK\$21.5 million (2009: HK\$21.1 million), representing a slight increment of 2% despite the overall revenue decreased by 33% to HK\$131.3 million (2009: HK\$196.7 million) when compared with the same period last year. During the reporting period, the Group's overall gross profit margin improved significantly to 41.4% (2009: 29.4%). Nevertheless, the overall gross profit fell by 6% to HK\$54.3 million (2009: HK\$57.8 million).

The mixed financial figures mentioned above were the combined results of the increasing contributions from the higher margin Application Services segment and the decreased sales in third party hardware products with lower margin.

For the reporting period, the earnings per share was 8.73 HK cents (2009: 8.56 HK cents) or an increase of 2% compared with the same period last year. As of end of June 2010, the Group's net cash on hand was around HK\$248.1 million (31 December 2009: HK\$288.1 million) after taking into account of the payment of 2009 final and special dividends amounting to HK\$14.8 million.

BUSINESS OPERATIONS AND DEVELOPMENT

The Group's Solutions Services^[1] business was stable during the reporting period. Despite keen competitions, the Group continued to benefit from its long-term IT services contracts with the Hong Kong SAR Government ("HKSAR Government") and several large corporations in Hong Kong. The Group also captured various new businesses under the four multi-year services contracts with the HKSAR Government on the Standing Offer Agreement for Quality Professional Services 2 ("SOA-QPS2")^[2]. In order to maintain a stable income stream and to minimize the impact of an expiring services contract with a government department, the Group is actively taking part in bidding for a number of sizable solution outsourcing projects from both public and commercial sectors.

On the other hand, due to the project oriented business nature, the revenue generated from the Group's Integration Services^[3] business decreased compared with the same period last year when a very large-scale project was delivered. Besides, the various macro economic control measures of the PRC Government also had generally caused delays to the business decisions of our customers. However, the order inflows had signaled to resume from late second quarter. It is anticipated that the demands for the Group's Integration Services will be sustained along with the economy growth in China.

業務及財務回顧

各位股東：

本人欣然呈報科聯系統集團有限公司及其附屬公司(統稱「本集團」)截至二零一零年六月三十日止六個月未經審核之中期業績。

本集團之股東應佔綜合純利為2,150萬港元(二零零九年：2,110萬港元)，微升2%，而期間整體收入較去年同期減少33%至1.313億港元(二零零九年：1.967億港元)。於報告期間，本集團之整體毛利率顯著改善至41.4%(二零零九年：29.4%)，惟整體毛利則減少6%至5,430萬港元(二零零九年：5,780萬港元)。

上述財務數據，反映了來自利潤較高之應用服務分部之貢獻份額有所提升，而利潤率較低之第三方硬件產品銷售減少之綜合結果。

於報告期間，每股盈利為8.73港仙(二零零九年：8.56港仙)或相較去年同期增加2%。截至二零一零年六月底，經計及已派付為數1,480萬港元的二零零九年末期及特別股息，本集團之手頭現金淨額約為2.481億港元(二零零九年十二月三十一日：2.881億港元)。

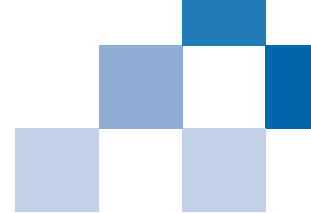
業務營運及發展

本集團之解決方案服務^[1]業務於報告期間維持穩定。儘管競爭激烈，本集團繼續受惠其與香港特別行政區政府(「特區政府」)及數家香港大型企業已訂立之長期服務合約。本集團亦從與特區政府所簽訂四份多年期《優質資訊科技專業服務常備承辦協議2》(「SOA-QPS2」)^[2]服務合約中取得多項新業務。為維持穩定收入來源及減低一政府部門服務合約即將屆滿之影響，本集團正積極競投多個公共及商業大型解決方案外判項目。

另一方面，集團的集成服務^[3]業務於去年同期交付了一項非常大型項目，鑑於其以項目為主導的業務性質，本報告期間所產生的相關收入相對減少。此外，中國政府實施多項宏觀經濟調控措施亦導致客戶普遍地推遲了業務決定。然而，自第二季後期訂單情況已見回升。預期隨著中國經濟增長，市場對本集團集成服務之需求將會持續。

Chairman's Statement

主席報告



BUSINESS OPERATIONS AND DEVELOPMENT (CONTINUED)

Benefiting from the improved overall import/export trading activities, the Group's Government Electronic Trading Services ("GETS")^[4] related business contributed stable revenue and profit during the reporting period. However, the entrance of an additional service provider^[5] had caused ripple effects to the GETS market and competitions are foreseen to intensify in the second half of the year. In meeting the challenges, the Group is expanding its value-added service offerings in order to enhance its market positioning and to enlarge its revenue sources.

The Group's business process outsourcing ("BPO")^[6] business also contributed growing revenue. During the reporting period, both the service scope and scale of the Group's BPO services have been enlarged resulting in a better economy of scale in operation.

The Group's human resource management ("HRM")^[7] software business continued to generate stable recurring maintenance and services income from its strong customer base. The Group successfully launched the new HRM product line based on the latest technology platform and received encouraging feedback from enterprise customers revealing their appreciations to the new product. It is anticipated that the new HRM product will uplift the market position of the Group and help to capture new business opportunities in the near future.

Looking forward, the demands for the Group's IT services will continue to grow while the operating environment remains challenging and competition remains keen. The Management believes that the strong combined services offerings and the solid customer base would continue to provide the Group with competitive advantage for sustainable growth in long-term.

Footnotes:

- [1] The Group's **Solutions Services** business includes (i) Development Services for the provision of IT solutions implementation and application software development; and (ii) Managed Services for the provision of IT and related operation/infrastructure outsourcing services.
- [2] The Standing Offer Agreement for Quality Professional Services 2 (SOA-QPS2) is part of the HKSAR Government's IT outsourcing strategy aiming to enlarge the delivery capacity for IT services; accelerate the delivery of IT solutions; and create a market of sufficient size to encourage the further development of the IT industry locally. The Group was awarded as one of the selected services providers for four SOA-QPS2 contracts from the HKSAR Government in July 2009. These contracts will cover 4 different types of IT professional services, namely (Service Category 1) pre-implementation & independent program/project management services; (Service Category 2) on-going services; (Service Category 3) implementation & combined system development services; and (Service Category 4) information security services on an as and when required basis. Such arrangement will last for 4 years till July 2013. During the contract period, individual demands in the form of assignment proposals will be invited by government departments for competitive bidding among the services providers of the relevant service category. The HKSAR Government estimated that it would draw assignment-based services from these contracts costing about HK\$858 million.

業務營運及發展(續)

在整體進／出口貿易改善之推動下，本集團之政府電子貿易服務(「GETS」)^[4]相關業務於報告期間為集團帶來穩定的收入及溢利貢獻。然而，新服務供應商^[5]之加入導致GETS市場產生漣漪效應，預期下半年競爭將會加劇。面對此等挑戰，本集團現正著力拓展增值服務，務求鞏固其市場地位並擴大收入來源。

本集團之業務流程外判^[6]業務帶來之收入亦日益增多。於報告期間，本集團業務流程外判服務之服務範圍及規模均已擴大，因而提高營運上的規模經濟效益。

本集團之人力資源管理^[7]軟件業務，繼續自其廣大客戶群錄得經常性維護服務收入。本集團已成功推出以嶄新技術平台開發的全新人力資源管理產品線，並取得企業客戶的積極回應，表達其對新產品線之興趣。預期此新產品線將可提升本集團市場地位，並有助於短期內爭取新高機。

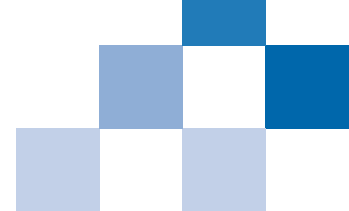
展望未來，市場對本集團的資訊科技服務之需求將持續增長，而營商環境仍將嚴峻，競爭依然激烈。管理層相信，強勁而多元化之服務種類及穩固之客戶基礎將繼續是本集團賴以長遠持續增長的競爭優勢。

註解：

- [1] 本集團之**解決方案服務**業務包括(i)提供資訊科技解決方案實施服務及應用軟件開發服務；及(ii)提供資訊科技及相關營運和設施之外判及代管服務。
- [2] 《優質資訊科技專業服務常備承辦協議2》(SOA-QPS2)是特區政府資訊科技服務外判策略之一部分，旨在增強提供資訊科技服務的能力、加快推出資訊科技解決方案，以及開拓規模足以刺激本地資訊科技業的發展。本集團於二零零九年七月獲特區政府選為四份SOA-QPS2合約的指定承辦商之一。此等合約涵蓋四種不同類別資訊科技專業服務，分別為(服務類別一)獨立性的及系統發展前期的計劃／項目管理服務；(服務類別二)系統維修服務；(服務類別三)系統發展服務；及(服務類別四)資訊保安服務。有關安排為期四年，直至二零一三年七月止。在合約期內，特區政府部門將就個別工作項目邀請承辦商提交建議書，在相關服務類別和群組當中作競價投標。特區政府預算承辦商為個別工作項目提供的服務合約總值約為8.58億港元。

Chairman's Statement

主席報告



BUSINESS OPERATIONS AND DEVELOPMENT (CONTINUED)

- [3] The Group's **Integration Services** business covers the provision of IT systems and network infrastructure with related design, implementation and on-going support services.
- [4] Since 2004, the Group has been granted a license from the HKSAR Government for the provision of front-end **Government Electronic Trading Services ("GETS")** for processing certain official trade-related documents. The Group's GETS license was renewed in 2009 for operation of additional 7 years until the end of 2016.
- [5] On top of the existing two GETS operators (including the Group), the HKSAR Government appointed an **additional GETS service provider** which commenced operations in January 2010.
- [6] The Group's **BPO** business comprises the provision of services for the operations and support of specific business functions or processes of customers. On top of e-Services related BPO services, the Group also entered into a multi-year BPO contract with a leading trade promotion organization in Hong Kong in 2009.
- [7] The Group's **HRM** business comprises the provision of human resource management as well as related application software and payroll outsourcing services.

PLEDGE OF ASSETS AND CONTINGENT LIABILITIES

As at 30 June 2010, the Group had pledged certain of its investment properties with a carrying value of HK\$20.4 million (31 December 2009: HK\$18.5 million) and bank balances of HK\$11.9 million (31 December 2009: HK\$11.8 million) to secure certain general bank facilities, guarantee/performance bonds facilities granted to the Group in aggregate of HK\$20.4 million (31 December 2009: HK\$22.3 million) of which HK\$4.4 million (31 December 2009: HK\$6.1 million) had been utilised as of 30 June 2010.

FINANCIAL RESOURCES AND LIQUIDITY

As at 30 June 2010, the Group's cash and bank balances (excluded pledged bank deposit of HK\$11.9 million) was HK\$248.1 million compared with HK\$288.1 million as at 31 December 2009. The Group made no bank borrowings during the current period. As a result, gearing ratio comparing net debt (borrowing net of cash and bank balances available) to equity was zero as of 30 June 2010 and 31 December 2009.

業務營運及發展(續)

- [3] 本集團之**集成服務**業務提供系統及網絡集成服務，以及相關方案的設計、實施及支援服務。
- [4] 本集團自二零零四年獲特區政府授出一項特許權，提供處理若干官方貿易相關文件之前端**政府電子貿易服務**(「GETS」)。本集團之GETS特許權已於二零零九年獲續期，可額外多營運七年，至二零一六年。
- [5] 除現有兩名GETS服務供應商(包括本集團)外，特區政府額外委聘一家**GETS服務供應商**，其已於二零一零年一月展開業務。
- [6] 本集團之**業務流程外判**業務為客戶提供特定業務性質或流程之運作及支援服務。除電子服務相關之業務流程外判服務外，本集團於二零零九年亦與一家香港主要貿易推廣機構訂立一項多年期業務流程外判合約。
- [7] 本集團之**人力資源管理**業務提供人力資源管理以及相關應用軟件和支薪外判服務。

資產抵押及或然負債

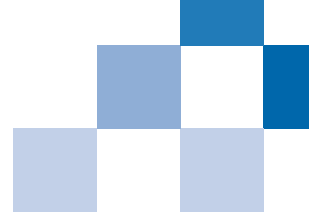
於二零一零年六月三十日，本集團已抵押其若干賬面值為2,040萬港元(二零零九年十二月三十一日：1,850萬港元)之投資物業及為數1,190萬港元(二零零九年十二月三十一日：1,180萬港元)之銀行結餘，作為本集團獲授若干一般銀行融資及擔保／履約保證融資合共2,040萬港元(二零零九年十二月三十一日：2,230萬港元)之擔保，其中440萬港元(二零零九年十二月三十一日：610萬港元)於二零一零年六月三十日已動用。

財政資源及流動資金

於二零一零年六月三十日，本集團之現金及銀行結餘(不包括已質押銀行存款1,190萬港元)為2.481億港元，而於二零零九年十二月三十一日則為2.881億港元。本集團於本期內並無任何銀行借貸。因此，於二零一零年六月三十日及二零零九年十二月三十一日之資產負債比率(借貸減備用現金及銀行結餘)為零。

Chairman's Statement

主席報告



CURRENCY AND FINANCIAL RISK MANAGEMENT

All of the Group's on hand funding is in Hong Kong, Renminbi and United States currencies. The Group has not adopted any hedging policies, as these currencies carry low exchange fluctuation risks.

REMUNERATION POLICY AND NUMBER OF EMPLOYEES

The remuneration policies adopted for the six months ended 30 June 2010 were consistent with those disclosed in the annual report of the Company for the year ended 31 December 2009 ("Annual Report"). As at 30 June 2010, the Group employed approximately 369 full time employees and 32 contract-based employees (31 December 2009: 359 full time employees and 33 contract-based employees).

APPRECIATIONS

On behalf of the Group and the Board, I would like to extend my sincere thanks and appreciations to our shareholders, customers, suppliers, business partners and all the employees for their continuous supports and trusts to the Group during the period.

By Order of the Board
Computer And Technologies Holdings Limited
Ng Cheung Shing
Chairman

Hong Kong, 19 August 2010

貨幣及財務風險管理

本集團全部手頭資金乃以港元、人民幣及美元為單位。由於此等貨幣之匯率波動風險甚低，故本集團並無採納任何對沖政策。

薪酬政策及僱員數目

截至二零一零年六月三十日止六個月期間採納之薪酬政策與本公司截至二零零九年十二月三十一日止年度年報(「年報」)所披露者一致。於二零一零年六月三十日，本集團僱用約369名全職僱員及32名合約僱員(二零零九年十二月三十一日：359名全職僱員及33名合約僱員)。

鳴謝

本人謹代表本集團及董事會，對各股東、客戶、供應商、業務夥伴及全體員工於本期間對本集團一直以來之支持及信任致以衷心感謝。

承董事會命
科聯系統集團有限公司
主席
吳長勝

香港，二零一零年八月十九日

Condensed Consolidated Income Statement

簡明綜合收益表

The Board of Directors (the “Board”) of Computer And Technologies Holdings Limited (the “Company”) presents the unaudited condensed consolidated interim financial results of the Company and its subsidiaries (collectively, the “Group”) for the six months ended 30 June 2010, together with the comparative amounts. These condensed consolidated interim financial results have been reviewed by the Company’s audit committee.

科聯系統集團有限公司(「本公司」)董事會(「董事會」)謹此呈列本公司及其附屬公司(統稱「本集團」)截至二零一零年六月三十日止六個月之未經審核簡明綜合中期財務業績連同比較數字。此等簡明綜合中期財務業績已經由本公司審核委員會審閱。

CONDENSED CONSOLIDATED INCOME STATEMENT

簡明綜合收益表

		For the six months ended 30 June 截至六月三十日止六個月	
		2010 二零一零年 (Unaudited) (未經審核)	2009 二零零九年 (Unaudited) (未經審核)
		HK\$'000 千港元	HK\$'000 千港元
	Notes 附註		
REVENUE	收入	5	131,256
Cost of sales	銷售成本		(76,923)
Gross profit	毛利		54,333
Other income and gains, net	其他收入及收益淨額	5	4,190
Fair value gains/(losses), net:	公平值收益/(虧損)淨額：		
Financial assets at fair value through profit or loss	按公平值經損益入賬之財務資產		(722)
Investment properties	投資物業		2,869
Selling and distribution costs	銷售及分銷成本		(13,667)
General and administrative expenses	一般及行政開支		(25,334)
Reversal of impairment of/(impairment of) trade receivables and amounts due from contract customers, net	應收貿易賬款及應收合約客戶欠款減值撥回/(減值)淨額		1,821
PROFIT BEFORE TAX	除稅前溢利	6	23,490
Income tax expense	所得稅開支	7	(1,969)
PROFIT FOR THE PERIOD	本期間溢利		21,521
Profit for the period attributable to:	下列人士應佔本期間溢利：		
Equity holders of the parent	母公司股東		21,521
Non-controlling interests	非控制性權益		-
			21,157
DIVIDENDS	股息	8	14,808
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT	母公司普通股股東應佔每股盈利		
		9	HK cents 港仙 HK cents 港仙
Basic	基本		8.73
Diluted	攤薄後		8.67

Condensed Consolidated Statement of Comprehensive Income

簡明綜合全面收益表



		For the six months ended 30 June	
		截至六月三十日止六個月	
		2010	2009
		二零一零年	二零零九年
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
		HK\$'000	HK\$'000
		千港元	千港元
PROFIT FOR THE PERIOD	本期間溢利	21,521	21,157
Other comprehensive income for the period	本期間其他全面收入		
Exchange differences on translation of foreign operations	換算海外業務之匯兌差額	373	–
Other comprehensive income for the period, net of tax	本期間其他全面收入，扣除稅項	373	–
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	本期間全面收入總額	21,894	21,157
Total comprehensive income for the period attributable to:	下列人士應佔本期間全面收入總額：		
Equity holders of the parent	母公司股東	21,894	21,154
Non-controlling interests	非控制性權益	–	3
		21,894	21,157

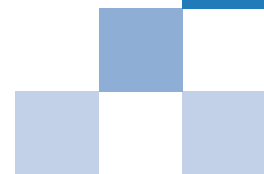
Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

		30 June 2010 二零一零年 六月三十日 (Unaudited) (未經審核)	31 December 2009 二零零九年 十二月三十一日 (Audited) (經審核)
	Notes 附註	HK\$'000 千港元	HK\$'000 千港元
NON-CURRENT ASSETS	非流動資產		
Property, plant and equipment	物業、廠房及設備	8,301	11,267
Investment properties	投資物業	27,707	27,737
Goodwill	商譽	25,813	25,813
Available-for-sale investments	可供出售投資	1,650	1,650
Financial assets at fair value through profit or loss	按公平值經損益入賬之財務資產	861	861
Deferred tax assets	遞延稅項資產	-	591
<i>Total non-current assets</i>	<i>非流動資產總值</i>	64,332	67,919
CURRENT ASSETS	流動資產		
Held-to-maturity securities	持至到期證券	-	498
Properties held for sale	持作出售物業	5,204	-
Inventories	存貨	22,603	5,289
Trade and bills receivables	應收貿易賬款及應收票據	75,684	61,764
Prepayments, deposits and other receivables	預付款、按金及其他應收款項	5,820	5,363
Due from contract customers	應收合約客戶款項	3,881	6,221
Financial assets at fair value through profit or loss	按公平值經損益入賬之財務資產	20,774	12,925
Tax recoverable	可返還稅項	552	39
Pledged bank deposits	已質押銀行存款	11,863	11,829
Cash and cash equivalents	現金及等同現金資產	248,119	288,053
<i>Total current assets</i>	<i>流動資產總值</i>	394,500	391,981
CURRENT LIABILITIES	流動負債		
Trade payables, other payables and accruals	應付貿易賬款、其他應付款項及應計款項	74,225	85,475
Due to contract customers	應付合約客戶款項	1,827	1,583
Deferred income	遞延收入	14,774	9,699
Tax payable	應繳稅項	10,021	9,822
<i>Total current liabilities</i>	<i>流動負債總額</i>	100,847	106,579
NET CURRENT ASSETS	流動資產淨值	293,653	285,402
TOTAL ASSETS LESS CURRENT LIABILITIES	總資產減流動負債	357,985	353,321
NON-CURRENT LIABILITIES	非流動負債		
Deferred tax liabilities	遞延稅項負債	2,309	2,309
<i>Net assets</i>	<i>資產淨值</i>	355,676	351,012
EQUITY	權益		
Equity attributable to owners of the parent	母公司擁有人應佔權益		
Issued capital	已發行股本	25,273	25,273
Reserves	儲備	330,403	310,853
Proposed final and special dividends	擬派末期及特別股息	-	14,886
<i>Total equity</i>	<i>總權益</i>	355,676	351,012

Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表



		Attributable to owners of the parent 母公司擁有人應佔														
		Issued capital	Share premium account	Contributed surplus	Shares held under the restricted share award scheme	Share based payment reserve	Goodwill reserve	Asset revaluation reserve	Available-for-sale investment revaluation reserve	Reserve funds	Exchange fluctuation reserve	Retained profits	Proposed final and special dividends	Total	Non-controlling interests	Total equity
		已發行股本	股份溢價賬	撥入盈餘	計劃持有之股份	股份付款儲備	商譽儲備	資產重估儲備	可供出售投資重估儲備	儲備基金	匯兌波動儲備	保留溢利	擬派末期及特別股息	總額	非控制性權益	權益總額
		HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
At 1 January 2009	於二零零九年一月一日	25,386	237,452	2,622	(4,271)	1,821	(7,227)	233	340	733	1,114	58,367	19,909	336,479	(753)	335,726
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	-	-	-	-	-	-	21,154	-	21,154	3	21,157
Issue of shares	發行股份	13	130	-	-	-	-	-	-	-	-	-	-	143	-	143
Repurchase of shares	購回股份	(215)	-	(1,504)	-	-	-	-	-	-	-	-	-	(1,719)	-	(1,719)
Share award arrangement	股份獎勵安排	-	-	-	-	460	-	-	-	-	-	-	-	460	-	460
Reduction of share premium account and transfer to contributed surplus	削減股份溢價賬及轉撥至撥入盈餘	-	(200,000)	200,000	-	-	-	-	-	-	-	-	-	-	-	-
Acquisition of non-controlling interests	收購非控制性權益	-	-	-	-	-	-	-	-	-	-	-	-	-	750	750
Final and special 2008 dividends declared	宣派二零零八年末期及特別股息	-	-	172	-	-	-	-	-	-	-	-	(19,909)	(19,737)	-	(19,737)
At 30 June 2009	於二零零九年六月三十日	25,184	37,582*	201,290*	(4,271)*	2,281*	(7,227)*	233*	340*	733*	1,114*	79,521*	-	336,780	-	336,780

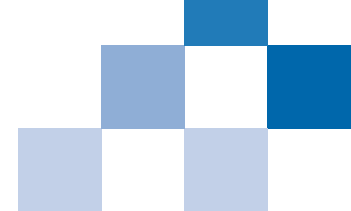
		Attributable to owners of the parent 母公司擁有人應佔														
		Issued capital	Share premium account	Contributed surplus	Shares held under the restricted share award scheme	Share based payment reserve	Goodwill reserve	Asset revaluation reserve	Available-for-sale investment revaluation reserve	Reserve funds	Exchange fluctuation reserve	Retained profits	Proposed final and special dividends	Total	Non-controlling interests	Total equity
		已發行股本	股份溢價賬	撥入盈餘	計劃持有之股份	股份付款儲備	商譽儲備	資產重估儲備	可供出售投資重估儲備	儲備基金	匯兌波動儲備	保留溢利	擬派末期及特別股息	總額	非控制性權益	權益總額
		HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
At 1 January 2010	於二零一零年一月一日	25,273	38,493	176,488	(3,946)	2,228	(7,227)	233	490	733	1,114	102,247	14,886	351,012	-	351,012
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	-	-	-	-	-	-	373	21,521	-	-	21,894
Purchase of shares held for the restricted share award scheme	購買有限制股份獎勵計劃項下股份	-	-	-	(3,048)	-	-	-	-	-	-	-	-	-	-	(3,048)
Share award arrangement	股份獎勵安排	-	-	-	-	590	-	-	-	-	-	-	-	-	-	590
Vesting of shares held under the restricted share award scheme	有限制股份獎勵計劃項下股份歸屬	-	-	-	589	(589)	-	-	-	-	-	-	-	-	-	-
Final and special 2009 dividends declared	宣派二零零九年末期及特別股息	-	-	114	-	-	-	-	-	-	-	-	-	(14,886)	-	(14,772)
At 30 June 2010	於二零一零年六月三十日	25,273	38,493*	176,602*	(6,405)*	2,229*	(7,227)*	233*	490*	733*	1,487*	123,768*	-	355,676	-	355,676

* These reserve accounts comprise the consolidated reserves of HK\$330,403,000 (2009: HK\$311,596,000) in the condensed consolidated statement of financial position.

* 該等儲備金額包括在簡明綜合財務狀況表內之綜合儲備 330,403,000 港元(二零零九年: 311,596,000 港元)。

Condensed Consolidated Cash Flow Statement

簡明綜合現金流量表



		For the six months ended 30 June (Unaudited)	
		截至六月三十日止六個月 (未經審核)	
		2010	2009
		二零一零年	二零零九年
		HK\$'000	HK\$'000
		千港元	千港元
NET CASH FLOWS USED IN OPERATING ACTIVITIES	經營活動所用之現金流量淨額	(15,745)	(47,670)
NET CASH FLOWS FROM/(USED IN) INVESTING ACTIVITIES	投資活動所得／(所用)之現金流量淨額	(5,852)	3,726
NET CASH FLOWS USED IN FINANCING ACTIVITIES	融資活動所用之現金流量淨額	(17,820)	(21,313)
NET DECREASE IN CASH AND CASH EQUIVALENTS	現金及等同現金資產之減少淨額	(39,417)	(65,257)
Cash and cash equivalents at beginning of period	期初之現金及等同現金資產	278,796	227,550
Effect of foreign exchange rate changes, net	匯率變動之影響淨額	435	—
CASH AND CASH EQUIVALENTS AT END OF PERIOD	期終之現金及等同現金資產	239,814	162,293
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS	現金及等同現金資產結餘分析		
Cash and cash equivalents as stated in the condensed consolidated statement of financial position	計入簡明綜合財務狀況表之現金及等同現金資產	248,119	166,739
Less: Non-pledged time deposits with original maturity of more than three months when acquired	減：收購時原到期日超過三個月之無抵押定期存款	(8,305)	(4,446)
Cash and cash equivalents for the purpose of the condensed consolidated statement of cash flows	計入簡明綜合現金流量表之現金及等同現金資產	239,814	162,293

Notes to Condensed Consolidated Interim Financial Information

簡明綜合中期財務資料附註

For the six months ended 30 June 2010 截至二零一零年六月三十日止六個月

1. CORPORATE INFORMATION

Computer And Technologies Holdings Limited is a limited liability company incorporated in Bermuda. The registered office of the Company is located at Clarendon House, 2 Church Street, Hamilton HM11, Bermuda. The principal place of business of the Company is located at 30th Floor, Prosperity Millennia Plaza, 663 King's Road, North Point, Hong Kong.

During the period, the Group was involved in the following principal activities:

- provision of system and network integration services, application development services, information technology (“IT”) solutions implementation and related maintenance outsourcing services;
- provision of enterprise software applications and related operation outsourcing, business process outsourcing and e-business services; and
- property and treasury investments.

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES

This unaudited condensed consolidated interim financial information for the six months ended 30 June 2010 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 and Hong Kong Accounting Standards (“HKAS”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”).

The unaudited condensed consolidated interim financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements for the year ended 31 December 2009.

1. 集團資料

科聯系統集團有限公司是一間於百慕達註冊成立之有限公司。本公司註冊辦事處位於Clarendon House, 2 Church Street, Hamilton HM11, Bermuda。本公司主要營業地點位於香港北角英皇道663號泓富產業千禧廣場30樓。

期內，本集團從事以下主要業務：

- 提供系統及網絡集成服務、應用發展服務、資訊科技(「資訊科技」)解決方案執行及相關保養外判服務；
- 提供企業軟件應用及相關應用外判、業務流程外判及電子商務服務；及
- 物業及庫務投資。

2. 編製基準及會計政策

本截至二零一零年六月三十日止六個月未經審核簡明綜合中期財務資料乃根據香港聯合交易所有限公司證券上市規則之適用披露條文及由香港會計師公會(「香港會計師公會」)頒佈之香港會計準則(「香港會計準則」)第34號「中期財務報告」而編製。

未經審核簡明綜合中期財務資料並不包括年度財務報表內規定之所有資料及披露，故應與本集團截至二零零九年十二月三十一日止年度之年度財務報表一併閱讀。

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies adopted in the preparation of the unaudited interim condensed consolidated financial information are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31 December 2009, except for the adoption of the following new and revised Hong Kong Financial Reporting Standards ("HKFRSs") (which also included HKASs and Interpretations) that affect the Group and are adopted for the first time for the current period's financial statements.

HKFRS 1 (Revised)	<i>First-time Adoption of Hong Kong Financial Reporting Standards</i>
HKFRS 1 Amendments	<i>Amendments to HKFRS 1 First-time Adoption of Hong Kong Financial Reporting Standards – Additional Exemptions for First-time Adopters</i>
HKFRS 2 Amendments	<i>Amendments to HKFRS 2 Share-based Payment – Group Cash-settled Share-based Payment Transactions</i>
HKFRS 3 (Revised)	<i>Business Combinations</i>
HKAS 27 (Revised)	<i>Consolidated and Separate Financial Statements</i>
HKAS 39 Amendment	<i>Amendment to HKAS 39 Financial Instruments: Recognition and Measurement – Eligible Hedged Items</i>
HK(IFRIC)-Int 17	<i>Distributions of Non-cash Assets to Owners</i>
Amendments to HKFRS 5 included in <i>Improvements to HKFRSs</i> issued in October 2008	<i>Amendments to HKFRS 5 Non-current Assets Held for Sale and Discontinued Operations – Plan to Sell the Controlling Interest in a Subsidiary</i>
HK Interpretation 4 (Revised in December 2009)	<i>Leases – Determination of the Length of Lease Term in respect of Hong Kong Land Leases</i>

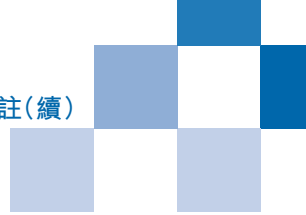
The adoption of these new or revised HKFRSs has had no material effect on the results and financial position of the Group.

3. 主要會計政策

除下列影響本集團並於本期間財務報表首次採納之新訂及經修訂香港財務報告準則(「香港財務報告準則」)(當中亦包括香港會計準則及詮釋)外,編製未經審核簡明綜合中期財務資料所採納會計政策與編製本集團截至二零零九年十二月三十一日止年度之全年財務報表所採納者一致。

香港財務報告準則第1號(經修訂)	<i>首次採納香港財務報告準則</i>
香港財務報告準則第1號(修訂本)	<i>香港財務報告準則第1號首次採納香港財務報告準則—首次採納者之額外豁免之修訂</i>
香港財務報告準則第2號(修訂本)	<i>香港財務報告準則第2號股份付款—集團以現金結算之以股份付款的交易之修訂</i>
香港財務報告準則第3號(經修訂)	<i>業務合併</i>
香港會計準則第27號(經修訂)	<i>綜合及獨立財務報表</i>
香港會計準則第39號(修訂本)	<i>香港會計準則第39號財務工具: 確認及計量—內含衍生工具之修訂</i>
香港(國際財務報告詮釋委員會)–詮釋第17號	<i>向擁有人分派非現金資產</i>
香港財務報告準則第5號之修訂(已包括在二零零八年十月頒佈對香港財務報告準則之改進)	<i>香港財務報告準則第5號持有作出售的非流動資產及已終止業務—計劃出售於附屬公司之控股權益之修訂</i>
香港詮釋第4號(二零零九年十二月修訂)	<i>租賃—就香港土地租約釐定租期期限</i>

採納此等新訂或經修訂之香港財務報告準則並無對本集團之業績及財政狀況造成重大影響。



4. OPERATING SEGMENT INFORMATION

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

- (a) the integration and solutions services segment engages in the provision of system and network integration services, application development services, IT solutions implementation and related maintenance outsourcing services;
- (b) the application services segment engages in the provision of enterprise software applications and related operation outsourcing, business process outsourcing and e-business services; and
- (c) the investments segment primarily engages in various types of investing activities including, inter alia, property investments for rental income and treasury investments in listed and unlisted securities and held-to-maturity securities for dividend income and interest income.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on reportable segment profit/(loss), which is a measure of adjusted profit before tax is measured consistently with the Group's profit before tax except that unallocated interest income, net, unallocated other income and gains, corporate and other unallocated depreciation and corporate and other unallocated expenses are excluded from such measurement.

Segment assets exclude deferred tax assets, tax recoverable, pledged deposits, cash and cash equivalents, and other unallocated head office and corporate assets as these assets are managed on a group basis.

Segment liabilities exclude tax payable, deferred tax liabilities and other unallocated head office and corporate liabilities as these liabilities are managed on a group basis.

There were no material intersegment sales and transfers during the current and prior periods.

4. 經營分部資料

為方便管理，本集團根據其產品及服務劃分業務單位，並得出以下三個可報告的經營分部：

- (a) 集成及解決方案服務分部乃從事提供系統及網絡集成服務、應用發展服務及資訊科技解決方案執行及相關保養外判服務；
- (b) 應用服務分部乃從事提供企業軟件應用及相關營運外判、業務流程外判以及電子商貿服務；及
- (c) 投資分部乃主要從事不同種類之投資活動，其中包括為賺取租金收入之物業投資、於上市及非上市證券之庫務投資以及為賺取股息收入及利息收入之持有至到期證券。

管理層獨立監察本集團各經營分部之業績，以就資源分配及表現評估作出決定。分部表現乃根據可報告分部溢利／(虧損)進行評估，而此乃經調整除稅前溢利計算方法，與本集團除稅前溢利之計量基準一致，惟當中並無計及未分配利息收入、未分配其他收入及收益淨額、企業及其他未分配折舊以及企業及其他未分配開支。

分部資產不包括遞延稅項資產、可收回稅項、已質押存款、現金及等同現金資產以及其他未分配總部及企業資產，原因為此等資產乃按整體管理。

分部負債不包括應繳稅項、遞延稅項負債以及其他未分配總部及企業負債，原因為此等負債乃按組別管理。

現行及過往期間並無重大內部分類銷售及轉讓。

4. OPERATING SEGMENT INFORMATION (CONTINUED)

4. 經營分部資料(續)

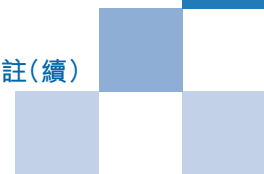
(a) Operating segments

(a) 經營分部

Group

本集團

		Integration and Solutions Services		Application Services		Investments		Consolidated	
		集成及解決方案服務		應用服務		投資		綜合	
		2010	2009	2010	2009	2010	2009	2010	2009
		二零一零年	二零零九年	二零一零年	二零零九年	二零一零年	二零零九年	二零一零年	二零零九年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
Segment revenue:	分部收入：								
Sales to external customers	銷售予外界客戶	90,925	163,777	39,480	32,231	851	731	131,256	196,739
Other income and gains, net	其他收入及收益淨額	725	702	809	105	1,120	(1,938)	2,654	(1,131)
Total	總計	91,650	164,479	40,289	32,336	1,971	(1,207)	133,910	195,608
Segment results	分部業績	13,239	19,910	12,954	9,007	4,189	2,035	30,382	30,952
<i>Reconciliation:</i>	對賬：								
Unallocated interest income	未分配利息收入							1,357	1,109
Unallocated other income and gains, net	未分配其他收入及收益淨額							179	951
Corporate and other unallocated depreciation	企業及其他未分配折舊							(154)	(128)
Corporate and other unallocated expenses	企業及其他未分配開支							(8,274)	(8,300)
Profit before tax	除稅前溢利							23,490	24,584
		Integration and Solutions Services		Application Services		Investments		Consolidated	
		集成及解決方案服務		應用服務		投資		綜合	
		30 June	31 December	30 June	31 December	30 June	31 December	30 June	31 December
		2010	2009	2010	2009	2010	2009	2010	2009
		二零一零年	二零零九年	二零一零年	二零零九年	二零一零年	二零零九年	二零一零年	二零零九年
		六月	十二月	六月	十二月	六月	十二月	六月	十二月
		三十日	三十一日	三十日	三十一日	三十日	三十一日	三十日	三十一日
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
Segment assets	分部資產	106,391	77,852	32,836	30,796	58,393	50,598	197,620	159,246
<i>Reconciliation:</i>	對賬：								
Corporate and other unallocated assets	企業及其他未分配資產							261,212	300,654
Total assets	資產總值							458,832	459,900
Segment liabilities	分部負債	61,291	70,015	26,286	23,610	1,832	467	89,409	94,092
<i>Reconciliation:</i>	對賬：								
Corporate and other unallocated liabilities	企業及其他未分配負債							13,747	14,796
Total liabilities	負債總額							103,156	108,888



4. OPERATING SEGMENT INFORMATION (CONTINUED)

4. 經營分部資料(續)

(a) Operating segments (continued)

(a) 經營分部(續)

Group

本集團

		Integration and Solutions Services		Application Services		Investments		Consolidated	
		集成及解決方案服務		應用服務		投資		綜合	
		2010	2009	2010	2009	2010	2009	2010	2009
		二零一零年	二零零九年	二零一零年	二零零九年	二零一零年	二零零九年	二零一零年	二零零九年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	
Other segment information:	其他分部資料：								
Net fair value gains on investment properties	投資物業公平值收益淨額	-	-	-	-	2,869	1,256	2,869	1,256
Net fair value gains/(losses) on financial assets at fair value through profit or loss	按公平值經損益入賬之財務資產公平值收益/(虧損)淨額	-	-	-	-	(722)	3,120	(722)	3,120
Depreciation	折舊	676	627	221	298	111	120	1,008	1,045
Corporate and other unallocated depreciation	企業及其他未分配折舊							154	128
								1,162	1,173
Other material non-cash items, net*	其他重大非現金項目淨額*	2,159	889	(338)	334	-	-	1,821	1,223
Capital expenditure**	資本開支**	105	859	274	125	-	54	379	1,038
Corporate and other unallocated capital expenditure	企業及其他未分配資本開支							99	1
								478	1,039

* Including impairment losses recognised in the income statement attributable to the integration and solutions services segment and the application services segment of Nil (2009: HK\$4,341,000) and HK\$346,000 (2009: HK\$321,000), respectively, and impairment losses reversed in the income statement attributable to the integration and solutions services segment and the application services segment of HK\$2,159,000 (2009: HK\$5,230,000) and HK\$8,000 (2009: HK\$655,000), respectively.

** Capital expenditure consists of additions to property, plant and equipment.

* 包括於收益表確認來自集成及解決方案服務分部及應用服務分部之減值虧損分別為零港元(二零零九年：4,341,000港元)及346,000港元(二零零九年：321,000港元)，及於收益表撥回來自集成及解決方案服務分部及應用服務分部之減值虧損分別2,159,000港元(二零零九年：5,230,000港元)及8,000港元(二零零九年：655,000港元)。

** 資本開支包括物業、廠房及設備添置。

4. OPERATING SEGMENT INFORMATION (CONTINUED)

(b) Geographical information

Group

	Hong Kong 香港		Mainland China 中國內地		Consolidated 綜合	
	2010	2009	2010	2009	2010	2009
	二零一零年	二零零九年	二零一零年	二零零九年	二零一零年	二零零九年
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	千港元	千港元	千港元	千港元	千港元	千港元
(i) Revenue from external customers 來自外界客戶之收入						
Segment revenue: Sales to external customers	72,750	63,479	58,506	133,260	131,256	196,739

The revenue information above is based on the location of the customers.

上文之收入資料乃以客戶所在地為基準。

	Hong Kong 香港		Mainland China 中國內地		Consolidated 綜合	
	30 June 2010	31 December 2009	30 June 2010	31 December 2009	30 June 2010	31 December 2009
	二零一零年六月三十日	二零零九年十二月三十一日	二零一零年六月三十日	二零零九年十二月三十一日	二零一零年六月三十日	二零零九年十二月三十一日
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	千港元	千港元	千港元	千港元	千港元	千港元
(ii) Non-current assets 非流動資產	52,812	48,440	9,009	16,377	61,821	64,817

The non-current assets above is based on the location of assets and excludes financial instruments and deferred tax assets.

上文之非流動資產乃以資產所在地為基準，當中並未計及財務工具及遞延稅項資產。

(iii) Information about major customers

Revenue from two major customers, each of them amounted to 10% or more of the Group's revenue, is set out below:

(iii) 主要客戶之資料

來自兩家主要客戶之收入各佔本集團收入10%或以上，載列如下：

Operating segment 經營分部	2010	2009
	二零一零年 HK\$'000 千港元	二零零九年 HK\$'000 千港元
Customer A 客戶甲	24,201	23,343
Customer B 客戶乙	—	94,407

5. REVENUE, OTHER INCOME AND GAINS, NET

Analysis of revenue, other income and gains, net is as follows:

5. 收入、其他收入及收益淨額

來自收入、其他收入及收益淨額分析如下：

		Six months ended 30 June	
		截至六月三十日止六個月	
		2010	2009
		二零一零年	二零零九年
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
		HK\$'000	HK\$'000
		千港元	千港元
Revenue	收入		
The provision of system and network integration services, application development services, IT solutions implementation and related maintenance outsourcing services;	提供系統及網絡集成服務、應用發展服務、資訊科技解決方案執行及相關保養外判服務；	90,925	163,777
Provision of enterprise software applications and related operation outsourcing, business process outsourcing and e-business services;	提供企業軟件應用及相關營運外判、業務流程外判以及電子商貿服務；	39,480	32,231
Property investment for rental income and treasury investments in listed and unlisted securities and held-to-maturity securities for dividend income and interest income	賺取租金收入之物業投資以及於上市及非上市證券之庫務投資以及為賺取股息收入及利息收入之持有至到期證券	851	731
		131,256	196,739
Other income and gains, net	其他收入及收益淨額		
Bank interest income	銀行利息收入	1,357	1,109
Dividend income from listed and unlisted investments	上市及非上市投資之股息收入	216	220
Gain/(loss) on disposal of financial assets at fair value through profit or loss	出售按公平值經損益入賬之財務資產收益／(虧損)	235	(2,213)
Foreign exchange differences, net	匯兌差額淨額	858	406
Others	其他	1,524	1,407
		4,190	929

6. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging/(crediting):

		Six months ended 30 June 截至六月三十日止六個月	
		2010 二零一零年 (Unaudited) (未經審核) <i>HK\$'000</i> 千港元	2009 二零零九年 (Unaudited) (未經審核) <i>HK\$'000</i> 千港元
Depreciation	折舊	1,162	1,173
Impairment of trade receivables*	應收貿易賬款減值*	346	4,662
Reversal of impairment of trade receivables and trade receivables written off*	撥回應收貿易賬款減值及應收貿易賬款撇銷*	(2,159)	(5,885)
Reversal of impairment of amounts due from contract customers*	撥回應收合約客戶欠款減值*	(8)	-
Bank interest income	銀行利息收入	(1,357)	(1,109)

* This is included in "Reversal of impairment of/(impairment of) trade receivables and amounts due from contract customers, net" on the face of the condensed consolidated income statement.

6. 除稅前溢利

本集團除稅前溢利經扣除/(計入)下列各項：

		Six months ended 30 June 截至六月三十日止六個月	
		2010 二零一零年 (Unaudited) (未經審核) <i>HK\$'000</i> 千港元	2009 二零零九年 (Unaudited) (未經審核) <i>HK\$'000</i> 千港元
Depreciation	折舊	1,162	1,173
Impairment of trade receivables*	應收貿易賬款減值*	346	4,662
Reversal of impairment of trade receivables and trade receivables written off*	撥回應收貿易賬款減值及應收貿易賬款撇銷*	(2,159)	(5,885)
Reversal of impairment of amounts due from contract customers*	撥回應收合約客戶欠款減值*	(8)	-
Bank interest income	銀行利息收入	(1,357)	(1,109)

* 該等項目納入簡明綜合收益表內「應收貿易賬款及應收合約客戶欠款減值撥回/(減值)淨額」。

7. INCOME TAX

Hong Kong profits tax has been provided at the applicable rate of 16.5% (six months ended 30 June 2009: 16.5%) on the estimated assessable profits arising in Hong Kong during the period. Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the countries/jurisdictions in which the Group operates.

7. 所得稅

香港利得稅乃根據本期間於香港產生之估計應課稅溢利按適用稅率16.5%(截至二零零九年六月三十日止六個月：16.5%)作出撥備。其他地區應課稅溢利之稅項乃根據本集團經營業務所在國家/司法權區按適用稅率計算。

		Six months ended 30 June 截至六月三十日止六個月	
		2010 二零一零年 (Unaudited) (未經審核) <i>HK\$'000</i> 千港元	2009 二零零九年 (Unaudited) (未經審核) <i>HK\$'000</i> 千港元
Current – Hong Kong	即期 – 香港		
Charge for the period	期內稅項支出	1,148	1,576
Current – Elsewhere	即期 – 其他地區		
Charge for the period	期內稅項支出	230	835
Deferred	遞延	591	1,016
Total tax charge for the period	期內稅項支出總額	1,969	3,427

8. DIVIDENDS

- a. The Board has determined that an interim dividend of 6 HK cents (2009: 4 HK cents) in cash per share should be paid to the shareholders of the Company whose names appear in the Register of Members on 10 September 2010.
- b. Dividends attributable to the previous financial year, approved and paid during the interim period.

8. 股息

- a. 董事會決定向於二零一零年九月十日名列股東名冊之本公司股東派付中期股息每股現金6港仙(二零零九年：4港仙)。
- b. 上個財政年度股息獲批准並於中期期間派付。

		Six months ended 30 June 截至六月三十日止六個月	
		2010 二零一零年 (Unaudited) (未經審核) HK\$'000 千港元	2009 二零零九年 (Unaudited) (未經審核) HK\$'000 千港元
Final dividends in respect of the previous financial year, approved and paid during the interim period of HK\$0.04 (2009: HK\$0.06) per ordinary share	獲批准及於中期期間派付有關上個財政年度之末期股息每股普通股0.04港元(二零零九年：0.06港元)	10,109	15,103
Less: Dividend for shares held under the Company's restricted share award scheme	減：根據本公司有限制股份獎勵計劃持有之股份所得股息	(261)	(300)
		9,848	14,803
Special dividends in respect of the previous financial year, approved and paid during the interim period of HK\$0.02 (2009: HK\$0.02) per ordinary share	獲批准及於中期期間派付有關上個財政年度之特別股息每股普通股0.02港元(二零零九年：0.02港元)	5,054	5,034
Less: Dividend for shares held under the Company's restricted share award scheme	減：根據本公司有限制股份獎勵計劃持有之股份所得股息	(130)	(100)
		4,924	4,934
		14,772	19,737

9. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT**(a) Basic earnings per share**

The calculation of basic earnings per share amounts is based on the profit for the period attributable to ordinary equity holders of the parent, and the weighted average number of ordinary shares of 246,497,491 (2009: 247,143,767) in issue during the period, as adjusted to exclude the shares held under the restricted share award scheme of the Company.

(b) Diluted earnings per share

The calculation of diluted earnings per share amounts is based on the profit for the period attributable to ordinary equity holders of the parent. The weighted average number of ordinary shares used in the calculation is the number of ordinary shares in issue during the period, as used in the basic earnings per share calculation, and the weighted average number of ordinary shares assumed to have been issued at no consideration on the deemed exercise or conversion of all dilutive potential ordinary shares granted under the share option schemes of the Company and the deemed vesting of all dilutive restricted shares of the Company awarded under the restricted share award scheme of the Company into ordinary shares.

The calculations of basic and diluted earnings per share are based on:

9. 母公司普通股股東應佔每股盈利**(a) 每股基本盈利**

每股基本盈利金額乃根據母公司普通股股東應佔本期間溢利及期內已發行普通股加權平均數 246,497,491 股 (二零零九年: 247,143,767 股) 計算, 並就剔除本公司有限制股份獎勵計劃項下所持股份作出調整。

(b) 每股攤薄後盈利

每股攤薄後盈利金額乃根據母公司普通股股東應佔本期間溢利計算。計算所用普通股加權平均數為計算每股基本盈利所用期內已發行普通股數目, 另加假設根據本公司購股權計劃授出之所有潛在攤薄普通股被視作獲行使或兌換為普通股及根據本公司有限制股份獎勵計劃授出之所有具攤薄作用之有限制股份被視作歸屬為普通股而以無償方式發行之普通股加權平均數。

每股基本及攤薄後盈利按以下數據計算:

		Six months ended 30 June	
		截至六月三十日止六個月	
		2010	2009
		二零一零年	二零零九年
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
		HK\$'000	HK\$'000
		千港元	千港元
Earnings	盈利		
Profit attributable to ordinary equity holders of the parent, used in the basic and diluted earnings per share calculations	計算每股基本及攤薄後盈利所用母公司普通股股東應佔溢利	21,521	21,154

9. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT (CONTINUED)

9. 母公司普通股股東應佔每股盈利(續)

(b) Diluted earnings per share (continued)

(b) 每股攤薄後盈利(續)

	Number of shares	
	(Unaudited)	(Unaudited)
Shares	(Unaudited)	(Unaudited)
	(未經審核)	(未經審核)
Weighted average number of ordinary shares in issue during the period less shares held under the Company's restricted share award scheme used in the basic earnings per share calculation	246,497,491	247,143,767
Effect of dilution – weighted average number of ordinary shares:		
– Restricted shares awarded under the Company's restricted share award scheme	1,737,276	768,630
	248,234,767	247,912,397

10. TRADE AND BILLS RECEIVABLES

10. 應收貿易賬款及應收票據

An aged analysis of the trade and bills receivables as at the end of the reporting period, based on the payment due date and net of provisions, is as follows:

應收貿易賬款及應收票據於報告期間結算日按到期付款日並經扣除撥備之賬齡分析如下：

		30 June 2010 二零一零年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2009 二零零九年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
Current	即期	42,609	43,326
1 to 3 months	一至三個月	24,855	16,883
4 to 6 months	四至六個月	7,413	1,087
Over 6 months	六個月以上	807	468
		75,684	61,764

10. TRADE AND BILLS RECEIVABLES (CONTINUED)

For system integration projects and the provision of maintenance services and software development services, the Group's trading terms with its customers vary from contract to contract or depending on the specific arrangements with individual customers, and may include cash on delivery, advance payment and on credit. For those customers who trade on credit, the overall credit period is generally within 120 days, except for certain projects with longer implementation schedules where the period may extend beyond 120 days, or may be extended for major or specific customers. The Group seeks to maintain strict control over its outstanding trade receivables and overdue balances are reviewed regularly by senior management. Trade and bills receivables are non-interest-bearing.

11. TRADE PAYABLES, OTHER PAYABLES AND ACCRUALS

Included in the balance is an amount of HK\$43,149,000 (31 December 2009: HK\$54,051,000) representing the Group's trade payables. An aged analysis of trade payables as at the end of the reporting period, based on the payment due date, is as follows:

Current	即期
1 to 3 months	一至三個月
4 to 6 months	四至六個月
Over 6 months	六個月以上

The trade payables are non-interest-bearing and are normally settled on 30-day terms.

10. 應收貿易賬款及應收票據(續)

就系統集成項目、提供保養服務以及軟件開發服務而言，本集團與其客戶之貿易條款因應個別合約或視乎與個別客戶之特別安排而異，可能包括貨到付款、預先付款及賒賬。該等以賒賬形式進行交易之客戶，其整段信貸期一般不長於120天，惟倘若若干項目施工期較長，則信貸期可延長至超過120天，或可就主要或特定客戶延長信貸期。本集團一直嚴格控制其未償還之應收貿易賬款，而高級管理層亦定期審閱逾期款項結餘。應收貿易賬款及應收票據並不計利息。

11. 應付貿易賬款、其他應付款項及應計款項

結餘內計入為數43,149,000港元(二零零九年十二月三十一日：54,051,000港元)之款項，為本集團之應付貿易賬款。於報告期間結算日，應付貿易賬款按到期付款日之賬齡分析如下：

	30 June	31 December
	2010	2009
	二零一零年	二零零九年
	六月三十日	十二月三十一日
	(Unaudited)	(Audited)
	(未經審核)	(經審核)
	HK\$'000	HK\$'000
	千港元	千港元
Current	40,076	50,432
1 to 3 months	2,930	459
4 to 6 months	6	1,503
Over 6 months	137	1,657
	43,149	54,051

應付貿易賬款並不計息，一般按30日之期限結清。

12. COMMITMENTS AND CONTINGENT LIABILITIES

The Group leases certain of its office properties under operating lease arrangements. Leases for properties are negotiated for terms ranging from one to three years.

At 30 June 2010, the Group had total future minimum lease payments under non-cancellable operating leases falling due as follows:

		30 June 2010	31 December 2009
		二零一零年 六月三十日	二零零九年 十二月三十一日
		(Unaudited)	(Audited)
		HK\$'000	HK\$'000
		千港元	千港元
Within one year	一年內	4,500	4,294
In the second to fifth years, inclusive	第二至第五年(包括首尾兩年)	2,800	5,209
		7,300	9,503

Other than the normal course of business, the Group has no significant contingent liability as at 30 June 2010.

13. COMPARATIVE AMOUNTS

Certain comparative amounts have been reclassified to conform to the current period's presentation. The directors consider that such reclassifications allow a more appropriate presentation of the Group's state of affairs and/or better reflect the nature of the transactions/balances.

14. APPROVAL OF THE INTERIM FINANCIAL STATEMENTS

The interim financial statements were approved and authorised for issue by the board of directors on 19 August 2010.

12. 承擔及或然負債

本集團根據經營租賃安排租賃其若干辦公室物業。就物業議定之租賃期介乎一至三年。

於二零一零年六月三十日，本集團根據於下列期限屆滿之不可撤銷經營租賃而於日後應付之最低租金總額如下：

		30 June 2010	31 December 2009
		二零一零年 六月三十日	二零零九年 十二月三十一日
		(Unaudited)	(Audited)
		HK\$'000	HK\$'000
		千港元	千港元
Within one year	一年內	4,500	4,294
In the second to fifth years, inclusive	第二至第五年(包括首尾兩年)	2,800	5,209
		7,300	9,503

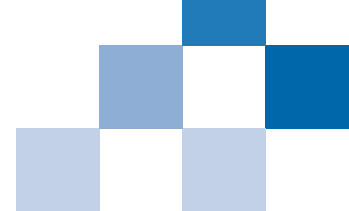
除日常業務外，於二零一零年六月三十日，本集團並無重大或然負債。

13. 比較數字

若干比較數字已重新分類以符合本期間之呈列方式。董事認為有關重新分類更能恰當地呈列本集團之業務狀況及／或更能反映交易性質／結餘。

14. 中期財務報表之批准

中期財務報表於二零一零年八月十九日獲董事會批准及授權刊發。



INTERIM DIVIDEND

The board recommends the payment of an interim dividend of 6 HK cents (30 June 2009: 4 HK cents) per share for the six months ended 30 June 2010. The interim dividend will be distributed on or about 22 September 2010 to shareholders whose names appear on the Register of Members of the Company as at the close of business on 10 September 2010.

CLOSURE OF THE REGISTER OF MEMBERS

The Register of Members of the Company will be closed from 7 September 2010 to 10 September 2010, both days inclusive, during which period no transfer of shares will be registered. In order to qualify the interim dividend, all transfers of shares accompanied by the relevant share certificates and transfer forms must be lodged with the Company's branch share registrar in Hong Kong, Tricor Tengis Limited, at 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, for registration no later than 4:30p.m. on 6 September 2010.

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 30 June 2010, the interests of the directors in the share capital 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 by the Company pursuant to 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 Model Code for Securities Transactions by Directors of Listed Companies (the "Model Code"), were as follows:

Long positions in ordinary shares of the Company:

Name of director	董事姓名	Note 附註	Number of shares held, capacity and nature of interest 所持股份數目、身分及權益性質			Percentage of the Company's issued share capital 佔本公司已發行股本百分比
			Directly beneficially owned 直接實益擁有	Through controlled corporation 透過受控制公司	Total 總數	
Ng Cheung Shing	吳長勝	(a)	2,552,000	110,000,000	112,552,000	44.53
Leung King San, Sunny	梁景新		1,010,000	–	1,010,000	0.40
Yan King Shun	任景信		408,000	–	408,000	0.16
			3,970,000	110,000,000	113,970,000	45.09

中期股息

董事會建議就截至二零一零年六月三十日止六個月派付中期股息每股普通股6港仙(二零零九年六月三十日:4港仙)。中期股息將於二零一零年九月二十二日或前後向於二零一零年九月十日營業時間結束時名列本公司股東名冊之股東派付。

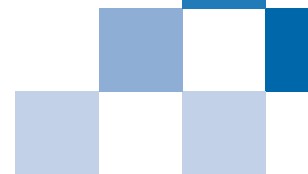
暫停辦理股份過戶登記手續

本公司將由二零一零年九月七日至二零一零年九月十日(包括首尾兩天)期間暫停辦理本公司之股份過戶登記手續,期間不會辦理任何股份過戶。為符合獲資格取中期股息,所有股份過戶文件連同有關股票及過戶表格,必須於二零一零年九月六日下午四時三十分前送達本公司之香港股份過戶登記處卓佳登捷時有限公司(地址為香港灣仔皇后大道東28號金鐘匯中心26樓)辦理登記手續。

董事於股份及相關股份之權益及淡倉

於二零一零年六月三十日,本公司根據證券及期貨條例(「證券及期貨條例」)第352條規定存置之登記冊中所記錄或根據上市發行人董事進行證券交易的標準守則(「標準守則」)另行知會本公司及聯交所,各董事於本公司及其相聯法團(定義見證券及期貨條例第XV部)之股本及相關股份擁有之權益如下:

本公司普通股之好倉:



DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES (CONTINUED)

Long positions in shares of associated corporations:

Name of director 董事姓名	Name of associated corporation 相聯法團名稱	Relationship with the Company 與本公司之關係	Class of shares 股份類別	Number of shares 股份數目		Percentage of the associated corporation's issued shares capital 佔相聯法團已發行股本百分比
				Directly beneficially owned 直接實益擁有	Through controlled corporation 透過受控制公司	
Ng Cheung Shing 吳長勝	Computer And Technologies International Limited 科聯系統有限公司	Company's subsidiary 本公司之附屬公司	Non-voting deferred 無投票權遞延	1,750,000	3,250,000 (note 附註 (b))	N/A 不適用

Notes:

- (a) 110,000,000 shares were held by Chao Lien Technologies Limited ("Chao Lien"), a wholly-owned subsidiary of C.S. (BVI) Limited. Mr. Ng Cheung Shing was entitled to exercise or control the exercise of one-third or more of the voting power at general meetings of C.S. (BVI) Limited which, in turn, was entitled to exercise or control the exercise of one-third or more of the voting power at general meetings of Chao Lien. Accordingly, Mr. Ng Cheung Shing was deemed, under the SFO, to be interested in all shares held by Chao Lien.
- (b) 3,250,000 non-voting deferred shares were held by Chao Lien.

Save as disclosed above, as at 30 June 2010, none of the directors had registered an interest or short position in the shares or underlying shares of the Company or any of its associated corporations that was required to be recorded pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Apart from the restricted share award scheme disclosures, 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 or their respective spouses or minor children, or were any such rights exercised by them; or was the Company, or any of its subsidiaries a party to any arrangement to enable the directors to acquire such rights in any other body corporate.

RESTRICTED SHARE AWARD SCHEME

The Company adopted a restricted share award scheme (the "Award Scheme") on 22 May 2008 (the "Adoption Date"). Pursuant to the terms of the Award Scheme, shares of the Company (the "Awarded Shares") are granted to eligible employees (including directors) of the Group until the 10th anniversary from the Adoption Date. The Company shall also pay cash to the appointed trustee company for its acquisition and holding upon trust of the Awarded Shares for the benefit of these employees and directors. The Awarded Shares will then be transferred to these employees and directors upon vesting. The aggregate number of shares to be awarded under the Award Scheme throughout its duration shall not exceed 10% of the issued share capital of the Company from time to time.

Details of the Award Scheme and the shares awarded thereunder are set out in the Annual Report.

董事於股份及相關股份之權益及淡倉 (續)

一家相聯法團股份之好倉：

Name of director 董事姓名	Name of associated corporation 相聯法團名稱	Relationship with the Company 與本公司之關係	Class of shares 股份類別	Number of shares 股份數目		Percentage of the associated corporation's issued shares capital 佔相聯法團已發行股本百分比
				Directly beneficially owned 直接實益擁有	Through controlled corporation 透過受控制公司	
Ng Cheung Shing 吳長勝	Computer And Technologies International Limited 科聯系統有限公司	Company's subsidiary 本公司之附屬公司	Non-voting deferred 無投票權遞延	1,750,000	3,250,000 (note 附註 (b))	N/A 不適用

附註：

- (a) C.S. (BVI) Limited之全資附屬公司僑聯科技有限公司(「僑聯」)持有110,000,000股股份。吳長勝先生有權於C.S. (BVI) Limited之股東大會上行使或控制行使三分之一或以上之投票權，而C.S. (BVI) Limited則有權於僑聯股東大會上行使或控制行使三分之一或以上投票權。因此，根據證券及期貨條例，吳長勝先生被視為於僑聯所持有之所有股份中擁有權益。
- (b) 僑聯持有3,250,000股無投票權遞延股份。

除上文披露者外，於二零一零年六月三十日，概無董事於本公司或其任何相聯法團之股份或相關股份中，擁有根據證券及期貨條例第352條須予記錄，或根據上市發行人董事進行證券交易的標準守則須另行知會本公司及聯交所之權益或淡倉。

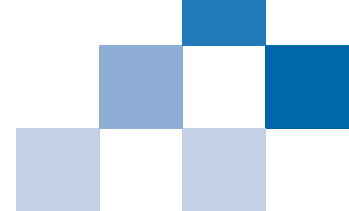
董事購買股份或債券之權利

除有限制股份獎勵計劃披露者外，於本期內任何時間，概無授予任何董事或彼等各自之配偶或未成年子女可藉購入本公司股份或債券而獲益之權利或概無任何該等權利已獲彼等行使；或本公司或其任何附屬公司概無訂立任何安排，可使董事藉購入任何其他法人團體之權利而受惠。

有限制股份獎勵計劃

本公司於二零零八年五月二十二日(「採納日期」)採納有限制股份獎勵計劃(「獎勵計劃」)。根據獎勵計劃，本公司股份(「獎勵股份」)自採納日期起至其十年止授予本集團合資格僱員(包括董事)。本公司亦將就指定受託人公司購入及為有關僱員及董事之利益以信託形式持有獎勵股份向其支付現金。獎勵股份其後將於歸屬時轉移至有關僱員及董事。獎勵計劃期間內將予授出之股份總數，不得多於本公司不時已發行股本10%。

有關獎勵計劃及據此授出之股份詳情載於年度報告。



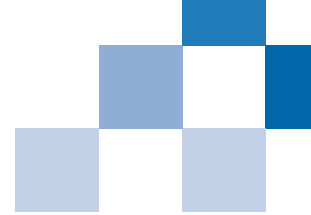
RESTRICTED SHARE AWARD SCHEME (CONTINUED)

有限制股份獎勵計劃(續)

The following table illustrates the number of and movements of the Awarded Shares under the Award Scheme during the period.

下表載列本期間內於獎勵計劃項下獎勵股份數目及其變動。

Name or category of participant 參與者姓名或所屬類別	Number of Unvested Awarded Shares 未歸屬獎勵股份數目				Award date 授出獎勵日期	Vesting period of Awarded Shares 獎勵股份之歸屬期間	Weighted average fair value per share 每股加權平均公平值 HK\$ 港元
	At 1 January 2010 於二零一零年一月一日	Awarded during the period 期內已獎勵	Vested during the period 期內已歸屬	At 30 June 2010 於二零一零年六月三十日			
Directors 董事							
Ng Cheung Shing 吳長勝	920,000	-	(140,000)	780,000	23.07.2008 二零零八年七月二十三日	30.06.2009 to 30.06.2015 二零零九年六月三十日至二零一五年六月三十日	0.61
Yan King Shun 任景信	920,000	-	(140,000)	780,000	23.07.2008 二零零八年七月二十三日	30.06.2009 to 30.06.2015 二零零九年六月三十日至二零一五年六月三十日	0.61
	1,840,000	-	(280,000)	1,560,000			
Other employees 其他僱員							
In aggregate 總計	2,780,000	-	(410,000)	2,370,000	23.07.2008 二零零八年七月二十三日	30.06.2009 to 30.06.2015 二零零九年六月三十日至二零一五年六月三十日	0.61
In aggregate 總計	-	1,270,000	-	1,270,000	01.03.2010 二零一零年三月一日	30.04.2011 to 30.04.2015 二零一一年四月三十日至二零一五年四月三十日	1.55
Total 合計	4,620,000	1,270,000	(690,000)	5,200,000			



SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS IN SHARES AND UNDERLYING SHARES

主要股東及其他人士於股份及相關股份之權益

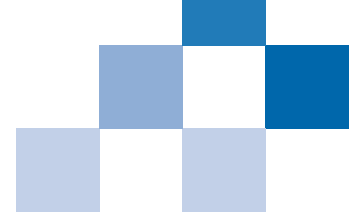
As at 30 June 2010, the following interests of 5% or more of the issued share capital and share options of the Company were recorded in the register of interests required to be kept by the Company pursuant to Section 336 of the SFO:

於二零一零年六月三十日，以下為本公司已記錄於其根據證券及期貨條例第336條規定存置之登記冊內佔已發行股本及購股權5%以上之權益：

Long positions:

好倉：

Name of shareholder of the Company	Notes	Capacity and nature of interest	Number of ordinary shares held	Percentage of the Company's issued share capital 佔本公司已發行股本百分比	Number of share options held
本公司股東姓名／名稱	附註	身分及權益性質	所持普通股數目	股本百分比	所持購股權數目
Chao Lien Technologies Limited 僑聯科技有限公司	(a)	Directly beneficially owned 直接實益擁有	110,000,000	43.53	–
C.S. (BVI) Limited	(a)	Through a controlled corporation 透過受控制公司	110,000,000	43.53	–
Puttney Investments Limited ("PIL")	(b)	Directly beneficially owned 直接實益擁有	29,148,938	11.53	–
Hutchison International Limited ("HIL")	(b)	Through a controlled corporation 透過受控制公司	29,148,938	11.53	–
Hutchison Whampoa Limited ("HWL") 和記黃埔有限公司(「和黃」)	(b)	Through a controlled corporation 透過受控制公司	29,148,938	11.53	–
Cheung Kong (Holdings) Limited ("CKH") 長江實業(集團)有限公司(「長實」)	(b)&(c)	Through a controlled corporation 透過受控制公司	29,148,938	11.53	–
Li Ka-Shing Unity Trustee Company Limited ("TUT1")	(b)&(c)	Through a controlled corporation 透過受控制公司	29,148,938	11.53	–
Li Ka-Shing Unity Trustee Corporation Limited ("TDT1")	(b)&(c)	Through a controlled corporation 透過受控制公司	29,148,938	11.53	–


SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS IN SHARES AND UNDERLYING SHARES (CONTINUED)
主要股東及其他人士於股份及相關股份之權益(續)
Long positions: (Continued)
好倉：(續)

Name of shareholder of the Company	Notes	Capacity and nature of interest	Number of ordinary shares held	Percentage of the Company's issued share capital 佔本公司已發行股本百分比	Number of share options held
本公司股東姓名／名稱	附註	身分及權益性質	所持普通股數目	股本百分比	所持購股權數目
Li Ka-Shing Unity Trustcorp Limited ("TDT2")	(b)&(c)	Through a controlled corporation 透過受控制公司	29,148,938	11.53	–
Li Ka-Shing 李嘉誠	(b)&(c)	Through a controlled corporation 透過受控制公司	29,148,938	11.53	–
Hui Yau Man 許幼文		Directly beneficially owned 直接實益擁有	26,782,000	10.60	–

Notes:

附註：

- (a) The interest was also disclosed as an interest of Mr. Ng Cheung Shing in the section "Directors' interests and short positions in shares and underlying shares" of this report.
- (b) PIL is a wholly-owned subsidiary of HIL, which in turn is a wholly-owned subsidiary of HWL. By virtue of the SFO, HWL and HIL were deemed to be interested in the 29,148,938 shares of the Company held by PIL.
- (c) Li Ka-Shing Unity Holdings Limited ("TUHL"), of which each of Li Ka-Shing, Li Tzar Kuoi, Victor and Li Tzar Kai, Richard, is interested in one-third of the entire issued share capital, owns the entire issued share capital of TUT1. TUT1 as trustee of The Li Ka-Shing Unity Trust, together with certain companies which TUT1 as trustee of The Li Ka-Shing Unity Trust is entitled to exercise or control the exercise of more than one-third of the voting power at their general meetings, hold more than one-third of the issued share capital of CKH. Subsidiaries of CKH are entitled to exercise or control the exercise of more than one-third of the voting power at the general meetings of HWL.

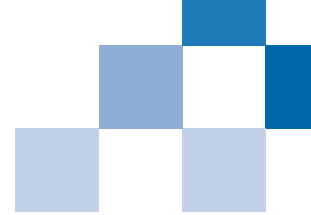
- (a) 該權益亦於本報告「董事於股份及相關股份之權益及淡倉」一節內披露為吳長勝先生之權益。
- (b) PIL乃HIL之全資附屬公司，HIL則為和黃之全資附屬公司。按照證券及期貨條例，和黃及HIL被視作於PIL所持29,148,938股本公司股份中擁有權益。
- (c) Li Ka-Shing Unity Holdings Limited(「TUHL」)(其全部已發行股本由李嘉誠、李澤鉅及李澤楷各擁有一三分之一)擁有TUT1全部已發行股本。TUT1作為The Li Ka-Shing Unity Trust之信託人，連同TUT1作為The Li Ka-Shing Unity Trust信託人而有權行使或控制行使於其股東大會上超過三分之一投票權之若干公司，持有超過三分之一之長實已發行股本。長實之附屬公司有權於和黃股東大會上行使或控制行使超過三分之一之投票權。

In addition, TUHL also owns the entire issued share capital of TDT1 as trustee of The Li Ka-Shing Unity Discretionary Trust ("DT1") and TDT2 as trustee of another discretionary trust ("DT2"). Each of TDT1 and TDT2 holds units in The Li Ka-Shing Unity Trust.

此外，TUHL亦擁有TDT1(以The Li Ka-Shing Unity Discretionary Trust(「DT1」)信託人之身分)及TDT2(以另一全權信託(「DT2」)之信託人身分)之全部已發行股本。TDT1及TDT2各自均持有The Li Ka-Shing Unity Trust之單位。

By virtue of the SFO, each of Li Ka-Shing being the settlor and may being regarded as a founder of DT1 and DT2 for the purpose of the SFO, TDT1, TDT2, TUT1 and CKH was deemed to be interested in the 29,148,938 shares of the Company held by PIL.

按照證券及期貨條例，李嘉誠(作為財產授予人並可能被視作DT1及DT2之創辦人(就證券及期貨條例而言))、TDT1、TDT2、TUT1及長實各自被視作於PIL所持有之29,148,938股本公司股份中擁有權益。



SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS IN SHARES AND UNDERLYING SHARES (CONTINUED)

Save as disclosed above, as at 30 June 2010, no person, other than the directors of the Company, whose interests are set out in the Section "Directors' interests and short positions in shares and underlying shares" above, had registered an interest or short position in the shares or underlying shares of the Company that was required to be recorded under Section 336 of the SFO.

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

During the period, neither the Company nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities.

CODE ON CORPORATE GOVERNANCE PRACTICE

The Board opined that the Company has complied with the code provision set out in the Code of Corporate Governance Practice (the "CG Code") as stipulated in Appendix 14 of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") during the reporting period except on the deviations noted below.

Code Provision A.2.1 stipulates that the roles of chairman and chief executive should be separated and should not be performed by the same individual. The Company does not have a separate Chairman and Chief Executive and Mr. Ng Cheung Shing currently holds both positions. The Board believes that vesting the roles of both chairman and chief executive in the same individual provides the Group with strong and consistent leadership and allows for more effective planning and execution of long-term business strategies.

Code Provision A.4.1 stipulates that non-executive directors should be appointed for a specific term and subject to re-election. Independent non-executive directors of the Company do not have a specific term of appointment but are subject to retirement by rotation in accordance with the provisions of the bye-laws of the Company. The Company therefore considers that sufficient measures have been taken to ensure that its corporate governance practices are similar to those provided in the CG Code.

主要股東及其他人士於股份及相關股份之權益(續)

除上文披露者外，於二零一零年六月三十日，除其權益載於上文「董事於股份及相關股份之權益及淡倉」一節之本公司董事外，概無任何人士於本公司股份或相關股份中擁有根據證券及期貨條例第336條須予記錄之權益或淡倉。

購買、贖回或出售本公司之上市證券

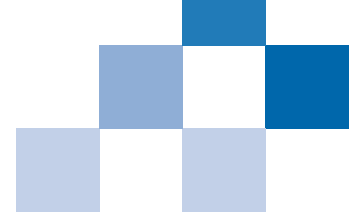
於本期間，本公司或其任何附屬公司概無購買、贖回或出售本公司任何上市證券。

企業管治常規守則

董事會認為，除下述偏離情況外，本公司於報告期間一直遵守聯交所證券上市規則(「上市規則」)附錄14所載企業管治常規守則(「企業管治守則」)之守則條文。

守則條文第A.2.1條規定，主席與行政總裁之角色應有區分，並不應由一人同時兼任。本公司並無區分主席與行政總裁，現時由吳長勝先生同時兼任兩個職務。董事會相信，由同一人兼任主席與行政總裁可讓本集團擁有強勢、穩定的領導，亦讓本集團更有效地策劃及執行長遠業務策略。

守則條文第A.4.1條規定，非執行董事應委以特定任期，並須接受重選。本公司獨立非執行董事並無特定委任期，惟須根據本公司之公司細則條文輪值告退。本公司因而認為其已採取足夠措施以確保本身之企業管治常規與企業管治守則所規定者相符。



MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code as set out in Appendix 10 of the Listing Rules as its code of conduct for dealings in securities of the Company by the directors. Based on specific enquiry of the Company's directors, the directors have complied with the required standard set out in the Model Code throughout the accounting period covered by the interim report.

To comply with CG Code A.5.4, the Company has also adopted the Model Code as its code of conduct for dealings in securities of the Company by certain employees of the Company or any of its subsidiaries who are considered to be likely to be in possession of unpublished price sensitive information in relation to the Company or its securities.

AUDIT COMMITTEE

The Company has an audit committee which was established in compliance with Rule 3.21 of the Listing Rules for the purpose of reviewing and providing supervision over the Group's financial reporting process and internal controls. The audit committee comprises the three independent non-executive directors of the Company. The Audit Committee has reviewed with Management the accounting principles and practices adopted by the Group and discussed internal controls and financial reporting matters related to the preparation of the unaudited interim financial information for the six months ended 30 June 2010.

證券交易標準守則

本公司已採納上市規則附錄10所載標準守則作為董事買賣本公司證券之行為守則。經向本公司董事作出特定查詢後，各董事於中期報告涵蓋之會計期間一直遵守標準守則所載規定準則。

為符合企業管治守則第A.5.4條，本公司亦已就視為有可能知悉涉及本公司或其證券之未公開價格敏感資料之若干本公司或其任何附屬公司僱員，採納標準守則作為彼等買賣本公司證券之行為守則。

審核委員會

本公司已根據上市規則第3.21條成立審核委員會，旨在審閱及監督本集團之財務申報過程及內部控制。審核委員會由本公司三名獨立非執行董事組成。審核委員會已與管理層審閱本集團採納之會計原則及慣例，並討論編製截至二零一零年六月三十日止六個月之未經審核中期財務資料之相關內部控制及財務申報事宜。

computer  technologies

Computer And Technologies Holdings Limited

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