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**金六福 投資有限公司**\*

**JLF Investment Company Limited**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 472)**

### **Interim results announcement for the six months ended 30 June 2013**

The board (the “**Board**”) of directors (the “**Directors**”) of JLF Investment Company Limited (the “**Company**”) is pleased to announce the unaudited condensed consolidated interim results of the Company and its subsidiaries (together the “**Group**”) for the six months ended 30 June 2013, together with the comparative results for the previous period as follows:

#### **CONDENSED CONSOLIDATED INCOME STATEMENT**

|                                          |              | <b>For the six months ended</b> |                    |
|------------------------------------------|--------------|---------------------------------|--------------------|
|                                          |              | <b>30 June</b>                  |                    |
|                                          |              | <b>2013</b>                     | <b>2012</b>        |
|                                          |              | <b>(Unaudited)</b>              | <b>(Unaudited)</b> |
|                                          | <i>Notes</i> | <b>HK\$'000</b>                 | <b>HK\$'000</b>    |
| <b>Turnover</b>                          | 2            | <b>144,954</b>                  | 151,450            |
| <b>Cost of sales</b>                     |              | <b>(64,027)</b>                 | (82,424)           |
| <b>Gross profit</b>                      |              | <b>80,927</b>                   | 69,026             |
| <b>Other revenue</b>                     |              | <b>4,227</b>                    | 8,471              |
| <b>Selling and distribution expenses</b> |              | <b>(37,751)</b>                 | (33,500)           |
| <b>Administrative expenses</b>           |              | <b>(22,975)</b>                 | (20,468)           |
| <b>Profit from operating activities</b>  | 4            | <b>24,428</b>                   | 23,529             |
| <b>Finance costs</b>                     |              | <b>(1,963)</b>                  | (1,752)            |
| <b>Profit before taxation</b>            |              | <b>22,465</b>                   | 21,777             |
| <b>Taxation</b>                          | 5            | <b>(7,967)</b>                  | (7,872)            |
| <b>Profit for the period</b>             |              | <b>14,498</b>                   | 13,905             |

# CONDENSED CONSOLIDATED INCOME STATEMENT

|                                           |      | For the six months ended |                    |
|-------------------------------------------|------|--------------------------|--------------------|
|                                           |      | 30 June                  |                    |
|                                           |      | 2013                     | 2012               |
|                                           |      | (Unaudited)              | (Unaudited)        |
|                                           |      | HK\$'000                 | HK\$'000           |
|                                           | Note |                          |                    |
| <b>Attributable to:</b>                   |      |                          |                    |
| Owners of the Company                     |      | 11,310                   | 11,018             |
| Non-controlling interests                 |      | 3,188                    | 2,887              |
|                                           |      | <u>14,498</u>            | <u>13,905</u>      |
| <b>Earnings per share attributable to</b> |      |                          |                    |
| <b>owners of the Company</b>              |      |                          |                    |
| Basic and diluted                         | 6    | <u>HK0.68 cent</u>       | <u>HK0.66 cent</u> |

# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

|                                                                     | For the six months ended |                      |
|---------------------------------------------------------------------|--------------------------|----------------------|
|                                                                     | 30 June                  |                      |
|                                                                     | 2013                     | 2012                 |
|                                                                     | (Unaudited)              | (Unaudited)          |
|                                                                     | HK\$'000                 | HK\$'000             |
| <b>Profit for the period</b>                                        | <b>14,498</b>            | <b>13,905</b>        |
| <b>Other comprehensive income</b>                                   |                          |                      |
| <i>Item that may be reclassified to profit and loss</i>             |                          |                      |
| Exchange differences arising from translation of foreign operations | <u>8,891</u>             | <u>5,169</u>         |
| <b>Total comprehensive income for the period</b>                    | <b><u>23,389</u></b>     | <b><u>19,074</u></b> |
| <b>Attributable to:</b>                                             |                          |                      |
| Owners of the Company                                               | <b>19,324</b>            | <b>15,739</b>        |
| Non-controlling interests                                           | <u><b>4,065</b></u>      | <u><b>3,335</b></u>  |
|                                                                     | <b><u>23,389</u></b>     | <b><u>19,074</u></b> |

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

|                                             |             | As at<br>30 June<br>2013<br>(Unaudited)<br>HK\$'000 | As at<br>31 December<br>2012<br>(Audited)<br>HK\$'000 |
|---------------------------------------------|-------------|-----------------------------------------------------|-------------------------------------------------------|
|                                             | <i>Note</i> |                                                     |                                                       |
| <b>ASSETS</b>                               |             |                                                     |                                                       |
| <b>Non-current assets</b>                   |             |                                                     |                                                       |
| Land use rights                             |             | 29,147                                              | 29,147                                                |
| Property, plant and equipment               |             | 299,432                                             | 288,113                                               |
| Intangible assets                           |             | 36,380                                              | 36,117                                                |
| Available-for-sale financial assets         |             | 1,825                                               | 1,800                                                 |
| Goodwill                                    |             | 177,959                                             | 177,959                                               |
|                                             |             | <u>544,743</u>                                      | <u>533,136</u>                                        |
| <b>Current assets</b>                       |             |                                                     |                                                       |
| Inventories                                 |             | 299,462                                             | 301,230                                               |
| Trade and bills receivables                 | 7           | 47,097                                              | 40,130                                                |
| Prepayments, deposits and other receivables |             | 47,628                                              | 37,995                                                |
| Cash and cash equivalents                   |             | 115,444                                             | 132,877                                               |
|                                             |             | <u>509,631</u>                                      | <u>512,232</u>                                        |
| <b>Total assets</b>                         |             | <u><u>1,054,374</u></u>                             | <u><u>1,045,368</u></u>                               |

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

|                                                                   |             | As at<br>30 June<br>2013<br>(Unaudited)<br>HK\$'000 | As at<br>31 December<br>2012<br>(Audited)<br>HK\$'000 |
|-------------------------------------------------------------------|-------------|-----------------------------------------------------|-------------------------------------------------------|
|                                                                   | <i>Note</i> |                                                     |                                                       |
| <b>EQUITY</b>                                                     |             |                                                     |                                                       |
| <b>Capital and reserves attributable to owners of the Company</b> |             |                                                     |                                                       |
| Share capital                                                     |             | 16,685                                              | 16,685                                                |
| Reserves                                                          |             | 667,194                                             | 647,870                                               |
|                                                                   |             | <b>683,879</b>                                      | 664,555                                               |
| Non-controlling interests                                         |             | 102,147                                             | 98,082                                                |
| <b>Total equity</b>                                               |             | <b>786,026</b>                                      | <b>762,637</b>                                        |
| <b>LIABILITIES</b>                                                |             |                                                     |                                                       |
| <b>Non-current liabilities</b>                                    |             |                                                     |                                                       |
| Deferred tax liabilities                                          |             | 22,457                                              | 22,136                                                |
|                                                                   |             | <b>22,457</b>                                       | 22,136                                                |
| <b>Current liabilities</b>                                        |             |                                                     |                                                       |
| Trade payables                                                    | 8           | 42,631                                              | 51,913                                                |
| Accruals, deposits received and other payables                    |             | 123,213                                             | 126,585                                               |
| Amounts due to related parties                                    |             | 4,075                                               | 8,561                                                 |
| Bank borrowings – due within one year                             |             | 63,675                                              | 62,795                                                |
| Tax payables                                                      |             | 12,297                                              | 10,741                                                |
|                                                                   |             | <b>245,891</b>                                      | 260,595                                               |
| <b>Total liabilities</b>                                          |             | <b>268,348</b>                                      | <b>282,731</b>                                        |
| <b>Total equity and liabilities</b>                               |             | <b>1,054,374</b>                                    | <b>1,045,368</b>                                      |
| <b>Net current assets</b>                                         |             | <b>263,740</b>                                      | <b>251,637</b>                                        |
| <b>Total assets less current liabilities</b>                      |             | <b>808,483</b>                                      | <b>784,773</b>                                        |

**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**  
**30 June 2013 (in HK Dollars)**

**1. BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES**

The unaudited condensed interim financial statements have been prepared in accordance with the applicable disclosure requirements of Appendix 16 to the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Hong Kong Accounting Standard (“**HKAS**”) 34: Interim Financial Reporting issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”).

The unaudited condensed interim financial statements do 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 2012.

The accounting policies are adopted consistently with those followed in the preparation of the Group’s annual financial statements for the year ended 31 December 2012.

During the period under review, the Group has applied, for the first time, the following new and revised Hong Kong Financial Reporting Standards (“**HKFRS(s)**”) issued by the HKICPA, which are effective for the Group’s accounting periods beginning on 1 January 2013:

|                                                  |                                                                                               |
|--------------------------------------------------|-----------------------------------------------------------------------------------------------|
| HKFRS 1 (Amendments)                             | First-time Adoption of Hong Kong Financial Reporting Standards<br>– Government Loans          |
| HKFRS 7 (Amendments)                             | Financial Instruments: Disclosures – Offsetting Financial Assets and<br>Financial Liabilities |
| HKFRS 10                                         | Consolidated Financial Statements                                                             |
| HKFRS 11                                         | Joint Arrangements                                                                            |
| HKFRS 12                                         | Disclosure of Interests in Other Entities                                                     |
| HKFRS 10, HKFRS 11 and<br>HKFRS 12 (Amendments)  | Transition Guidance                                                                           |
| HKFRS 13                                         | Fair Value Measurement                                                                        |
| HKAS 1 (Amendments)                              | Presentation of Financial Statements – Presentation of Items of<br>Other Comprehensive Income |
| HKAS 19 (as revised in 2011)                     | Employee Benefits                                                                             |
| HKAS 27 (as revised in 2011)                     | Separate Financial Statements                                                                 |
| HKAS 28 (as revised in 2011)                     | Investments in Associates and Joint Ventures                                                  |
| HK(IFRIC) – Int 20                               | Stripping Costs in the Production Phase of a Surface Mine                                     |
| Annual Improvements to<br>HKFRSs 2009-2011 Cycle | Amendments to a number of HKFRSs issued in June 2012                                          |

The adoption of the new and revised HKFRSs has had no significant financial effect on these condensed interim financial statements.

The Group has not applied the new and revised HKFRSs that have been issued but are not yet effective for the accounting period on these condensed interim financial statements. The Group has already commenced an assessment of the impact of these new and revised HKFRSs but is not in a position to state whether they would have a significant impact on its results of operation and financial position.

**2. TURNOVER**

|                                               | <b>For the six months ended</b> |                    |
|-----------------------------------------------|---------------------------------|--------------------|
|                                               | <b>30 June</b>                  |                    |
|                                               | <b>2013</b>                     | <b>2012</b>        |
|                                               | <b>(Unaudited)</b>              | <b>(Unaudited)</b> |
|                                               | <b>HK\$’000</b>                 | <b>HK\$’000</b>    |
| Production and distribution of wine           | <b>81,453</b>                   | 85,351             |
| Production and distribution of Chinese baijiu | <b>63,501</b>                   | 66,099             |
|                                               | <b>144,954</b>                  | <b>151,450</b>     |

### 3. SEGMENT INFORMATION

In accordance with the Group's internal financial reporting framework, the Group has identified operating segments based on similar products. The operating segments are identified by senior management who is designated as "Chief Operating Decision Maker" to make decisions about resource allocation to the segments and assess their performance.

The Group has two reportable segments, namely (i) production and distribution of wine; and (ii) production and distribution of Chinese baijiu. The segmentations are based on the information of the operation of the Group that management uses to make decisions.

The Group's measurement methods used to determine reporting segment profit or loss remain unchanged from 2012.

The Group's reportable segments are strategic business units that operate different activities. They are managed separately because each business unit has different market and requires different marketing strategies.

Operating segment information is presented as follows:

#### (a) Segment revenue and results

The following is an analysis of the segment revenue and results of the Group for the six months ended 30 June 2013 and 2012:

|                                 | Chinese baijiu |             | Wine          |             | Total          |             |
|---------------------------------|----------------|-------------|---------------|-------------|----------------|-------------|
|                                 | 2013           | 2012        | 2013          | 2012        | 2013           | 2012        |
|                                 | (Unaudited)    | (Unaudited) | (Unaudited)   | (Unaudited) | (Unaudited)    | (Unaudited) |
|                                 | HK\$'000       | HK\$'000    | HK\$'000      | HK\$'000    | HK\$'000       | HK\$'000    |
| Segment revenue                 |                |             |               |             |                |             |
| Revenue from external customers | <b>63,501</b>  | 66,099      | <b>81,453</b> | 85,351      | <b>144,954</b> | 151,450     |
| Segment results                 | <b>11,139</b>  | 11,842      | <b>17,829</b> | 15,845      | <b>28,968</b>  | 27,687      |
| Unallocated corporate income    |                |             |               |             | <b>438</b>     | 337         |
| Unallocated corporate expenses  |                |             |               |             | <b>(4,978)</b> | (4,495)     |
| Finance costs                   |                |             |               |             | <b>(1,963)</b> | (1,752)     |
| Profit before taxation          |                |             |               |             | <b>22,465</b>  | 21,777      |
| Taxation                        |                |             |               |             | <b>(7,967)</b> | (7,872)     |
| Profit for the period           |                |             |               |             | <b>14,498</b>  | 13,905      |

The accounting policies of the reportable segments are the same as the Group's accounting policies. Revenue and expenses are allocated to the reportable segments with reference to sales generated by those segments and the expenses incurred by those segments or which otherwise arise from the depreciation or amortisation of assets attributable to those segments. Segment results represent the profit earned by each segment without allocation of central administration costs, including directors' emoluments, finance costs and taxation. This is the measure reported to the Chief Operating Decision Maker for the purposes of resource allocation and assessment of segment performance.

**(b) Segment assets and liabilities**

The following is an analysis of the segment assets and liabilities of the Group as at 30 June 2013 and 31 December 2012:

|                     | Chinese baijiu |           | Wine        |           | Total            |                  |
|---------------------|----------------|-----------|-------------|-----------|------------------|------------------|
|                     | 2013           | 2012      | 2013        | 2012      | 2013             | 2012             |
|                     | (Unaudited)    | (Audited) | (Unaudited) | (Audited) | (Unaudited)      | (Audited)        |
|                     | HK\$'000       | HK\$'000  | HK\$'000    | HK\$'000  | HK\$'000         | HK\$'000         |
| Segment assets      | 328,320        | 334,418   | 709,521     | 688,220   | 1,037,841        | 1,022,638        |
| Unallocated         |                |           |             |           | 16,533           | 22,730           |
|                     |                |           |             |           | <u>1,054,374</u> | <u>1,045,368</u> |
| Segment liabilities | 35,601         | 41,027    | 145,653     | 153,347   | 181,254          | 194,374          |
| Unallocated         |                |           |             |           | 87,094           | 88,357           |
|                     |                |           |             |           | <u>268,348</u>   | <u>282,731</u>   |

For the purposes of monitoring segment performance and allocating resources between segments, all assets are allocated to reportable segments except for certain financial assets which are managed on a group basis. Goodwill is allocated to reportable segments and all liabilities are allocated to reportable segments except for bank borrowings, deferred tax liabilities and other financial liabilities which are managed on a group basis.

**(c) Geographical information**

Over 90% of the Group's turnover and results were derived from the People's Republic of China (the "PRC"). Accordingly, no geographical segment analysis is presented for the period.

As at the end of reporting period, over 90% of the Group's identifiable assets and liabilities were located in the PRC. Accordingly, no geographical segment analysis on the carrying amount of segment assets or additions to property, plant and equipment is presented.

**4. PROFIT FROM OPERATING ACTIVITIES**

The Group's profit from operating activities is stated after charging the following:

|                                                 | For the six months ended<br>30 June |             |
|-------------------------------------------------|-------------------------------------|-------------|
|                                                 | 2013                                | 2012        |
|                                                 | (Unaudited)                         | (Unaudited) |
|                                                 | HK\$'000                            | HK\$'000    |
| Staff costs (including directors' remuneration) |                                     |             |
| – Basic salaries and allowances                 | 21,976                              | 24,206      |
| – Retirement benefit scheme contributions       | 5,495                               | 5,568       |
| Amortisation of intangible assets               | 241                                 | 394         |
| Amortisation of land use rights                 | 406                                 | 406         |
| Cost of inventories recognised as expenses      | 52,176                              | 71,162      |
| Depreciation                                    | 14,569                              | 7,189       |

## 5. TAXATION

|                              | For the six months ended |              |
|------------------------------|--------------------------|--------------|
|                              | 30 June                  |              |
|                              | 2013                     | 2012         |
|                              | (Unaudited)              | (Unaudited)  |
|                              | HK\$'000                 | HK\$'000     |
| The PRC corporate income tax | <u>7,967</u>             | <u>7,872</u> |

### Hong Kong Profits Tax

No provision for Hong Kong profits tax was made for the six months ended 30 June 2013 (2012: Nil) as the Group had no assessable profits derived from Hong Kong during the period.

As at 30 June 2013, the Group had estimated unused tax losses of approximately HK\$68 million (31 December 2012: approximately HK\$64 million) available for offset against future profits. No deferred tax asset has been recognised due to the unpredictability of future profit streams.

### The PRC Corporate Income Tax

After the expiry of the tax exemption in 2010, Shangri-la Winery Company Limited, a subsidiary of the Company, has successfully applied for a tax reduction from Yunnan State Administration of Taxation of the PRC for 3 years starting from 1 January 2011 and is subject to the tax rate of 15%.

Shangri-la (Qinhuangdao) Winery Limited (“**Shangri-la (Qinhuangdao)**”), a subsidiary of the Company which is a foreign investment enterprise established in the Coastal Open Economics Region of Qinhuangdao, the PRC, is subject to corporate income tax rate of 25% and is entitled to full exemption from the PRC corporate income tax for two years starting from its first profit-making year and a 50% reduction for the next consecutive three years under the relevant tax rules applicable to foreign investment enterprise in the PRC. Shangri-la (Qinhuangdao) has reported its fourth year profit since its establishment.

Save as disclosed above, all other subsidiaries established in the PRC are subject to a tax rate of 25% (2012: 25%).

## 6. EARNINGS PER SHARE

The calculation of the basic and diluted earnings per share is based on the profit for the period attributable to owners of the Company of approximately HK\$11,310,000 (six months ended 30 June 2012: profit of approximately HK\$11,018,000) and 1,668,532,146 shares in issue during the period.

The diluted earnings per share and the basic earnings per share for the six months ended 30 June 2013 and 2012 were the same as there were no potential dilutive ordinary shares in both periods.

## 7. TRADE AND BILLS RECEIVABLES

The Group generally allows an average credit period ranging from 30 to 90 days (31 December 2012: 30 to 90 days) to its trade customers which major trade customers with whom specific terms have been agreed. An aging analysis of trade and bills receivables is as follows:

|                                                      | As at<br>30 June<br>2013<br>(Unaudited)<br>HK\$'000 | As at<br>31 December<br>2012<br>(Audited)<br>HK\$'000 |
|------------------------------------------------------|-----------------------------------------------------|-------------------------------------------------------|
| Within 30 days                                       | 25,450                                              | 39,844                                                |
| More than 30 days and within 60 days                 | 1,773                                               | 266                                                   |
| More than 60 days and within 90 days                 | 11,476                                              | –                                                     |
| More than 90 days and within 180 days                | 1,810                                               | –                                                     |
| More than 180 days and within 360 days               | 6,588                                               | 20                                                    |
| More than 360 days                                   | 171                                                 | 171                                                   |
|                                                      | <u>47,268</u>                                       | <u>40,301</u>                                         |
| Less: Impairment loss of trade and bills receivables | (171)                                               | (171)                                                 |
|                                                      | <u>47,097</u>                                       | <u>40,130</u>                                         |
| Represented by:                                      |                                                     |                                                       |
| Receivables from related parties                     | 35,433                                              | 12,343                                                |
| Receivables from third parties                       | 11,664                                              | 27,787                                                |
|                                                      | <u>47,097</u>                                       | <u>40,130</u>                                         |

All trade and bills receivables are denominated in Renminbi. The carrying amounts of trade and bills receivables approximate their fair values.

## 8. TRADE PAYABLES

An aging analysis of trade payables is as follows:

|                                        | As at<br>30 June<br>2013<br>(Unaudited)<br>HK\$'000 | As at<br>31 December<br>2012<br>(Audited)<br>HK\$'000 |
|----------------------------------------|-----------------------------------------------------|-------------------------------------------------------|
| Within 90 days                         | 28,416                                              | 34,497                                                |
| More than 90 days and within 180 days  | 3,827                                               | 7,558                                                 |
| More than 180 days and within 360 days | 10,388                                              | 9,858                                                 |
|                                        | <u>42,631</u>                                       | <u>51,913</u>                                         |

Trade payables are non interest-bearing and have an average credit term of three months.

## **INTERIM DIVIDEND**

The Board does not recommend the payment of any interim dividend for the six months ended 30 June 2013 (the “**Period**”) (30 June 2012: Nil).

## **FINANCIAL REVIEW**

### **Revenue Analysis**

The Group’s turnover for the Period decreased by 4.3% to approximately HK\$145.0 million (six months ended 30 June 2012: HK\$151.5 million). Sales of wine products decreased by 4.6% to approximately HK\$81.5 million (six months ended 30 June 2012: HK\$85.4 million) and sales of Chinese baijiu products decreased by 3.9% to approximately HK\$63.5 million (six months ended 30 June 2012: HK\$66.1 million). Decrease in turnover was mainly due to the drop in sales of high-end products as a result of tightening of entertainment expenditures by the PRC government.

During the Period, the government grant received by the Group decreased by 61.2% to approximately HK\$3.3 million (six months ended 30 June 2012: HK\$8.5 million).

### **Gross Profit Analysis**

Our gross profit climbed 17.2% to approximately HK\$80.9 million (six months ended 30 June 2012: HK\$69.0 million). The increase was mainly contributed by continuous improvement in product mix and better control of production costs.

### **Selling and Distribution Expenses**

As a result of more marketing efforts spent on brand promotion to enhance our brand awareness, the selling and distribution expenses for the Period increased by 12.7% to approximately HK\$37.8 million (six months ended 30 June 2012: HK\$33.5 million). The advertising and marketing promotion expenses accounted for approximately 54.1% (six months ended 30 June 2012: 41.7%) of the Group’s selling and distribution expenses.

### **Administrative Expenses and Finance Costs**

The administrative expenses increased by 12.2% to approximately HK\$23.0 million (six months ended 30 June 2012: HK\$20.5 million) mainly due to the increase in labour costs.

Finance costs increased by 12.0% to approximately HK\$2.0 million (six months ended 30 June 2012: HK\$1.8 million) mainly due to the exchange effect as a result of the appreciation in Renminbi.

### **Taxation**

As a result of the increase in profit level of the Group, total tax expenses for the Period showed a slight increase of 1.2% to approximately HK\$8.0 million (six months ended 30 June 2012: HK\$7.9 million).

## **Profit**

The Group's profit before taxation grew 3.2% to approximately HK\$22.5 million (six months ended 30 June 2012: HK\$21.8 million). Profit after taxation increased 4.3% to approximately HK\$14.5 million (six months ended 30 June 2012: HK\$13.9 million).

## **Profit Attributable to Owners of the Company**

Profit attributable to owners of the Company increased slightly by 2.7% to approximately HK\$11.3 million (six months ended 30 June 2012: HK\$11.0 million). Earnings per share increased by 3.0% to HK0.68 cent (six months ended 30 June 2012: HK0.66 cent).

## **Balance Sheet Analysis**

Total assets of the Group marginally increased 0.9% to approximately HK\$1,054.4 million (31 December 2012: HK\$1,045.4 million). Total non-current assets increased 2.2% to approximately HK\$544.7 million (31 December 2012: HK\$533.1 million) whereas total current assets reduced by 0.5% to approximately HK\$509.6 million (31 December 2012: HK\$512.3 million). The increase of non-current assets was primarily due to the acquisition of machineries and construction of Shangri-la Masang Château.

Total liabilities decreased 5.1% to approximately HK\$268.3 million (31 December 2012: HK\$282.7 million). The decrease was mainly due to the settlement of outstanding payables which lead to the reduction of current liabilities by 5.6% to approximately HK\$245.9 million (31 December 2012: HK\$260.6 million).

Working capital of the Group was mainly financed by cash generated from operation and bank borrowings.

## **REVIEW OF OPERATION AND PROSPECTS**

### **Global Economic Overview**

The United States economy remained sluggish despite three doses of quantitative easing been imposed. Yet the recent debate on The Federal Reserve System's exit casted more uncertainty to global outlook. As the Europe's sovereign debt crisis continues to simmer and the political environment in the Middle East is still restless, global economy remained to tumble over the first half of 2013.

During the Period, China's GDP growth declined from 7.8% in 2012 to 7.6%, reflecting weak global and domestic markets. However, we remain optimistic on the forthcoming holiday seasons which are our traditional peak seasons. We also have confidence in the commitment by the China leader to stabilize the country's annual GDP growth rate at 7.5% which will path the way to a mild recovery in the second half of 2013.

### **Operation and Financial Review**

Due to China's new administration's effort to rein in ostentatious spending, there has been a notable slowdown in overall consumer spending. As the measure targets bigger-ticket items, our high-end products were mostly affected leading to a slightly decline in turnover by 4.3% to HK\$145.0 million as compared to the same period in 2012. In view of the rising manufacturing and

labour costs in China, the Group continues to enhance its production efficiency with manufacturing processes streamlining and tighten control over the manufacturing overheads. Moreover, the Group has adjusted its product mix by phasing out low-margin customers and products. As such, gross profit margin improved despite lower revenue as compared to the same period last year. With the change of product mix and better utilization of raw materials, the Group is able to maintain its market competitiveness to combat the continuous escalation of production and operating costs. The combined effect was that the profit after taxation for the Period improved slightly by 4.3% to HK\$14.5 million. Net profit attributable to shareholders of the Company was HK\$11.3 million representing a year-on-year growth of 2.7% and an improvement of earnings per share by 3.0% to HK0.68 cent.

Having considered the continuous challenging environment, we have tightened our control over the various cost measures while proactively exploring new opportunities for investment to sustain long-term development.

## **Awards**

We participated in the International Wine Challenge 2013, which was co-organized by Hong Kong Sommelier Association and Hong Kong Exhibition Services Ltd, during HOFEX 2013 held from 7 – 10 May 2013. The result was encouraging. Of the 7 Shangri-la products we selected to enter various competitions, 8 medals were awarded including Shangri-la Plateau A2 Chardonnay which has won silver award in the cool climate selection and the bronze award in the Chardonnay category. Shangri-la Plateau A3 won silver award in Chardonnay category, Shangri-la Plateau A5, A6, 1900 and 2700 won bronze awards in their respective categories and Dai Zang Mi (大藏秘) 9° Tibetan Dry has won the seal of approval. The numerous international awards won by us over the past years have proved that our core values, our product quality and our aim on the delivery of excellence have been widely recognized. With this in mind, our team will continue the effort to bring out the best from Shangri-la in return for the appreciation of the market.

## **Very Substantial Acquisition**

After the turbulence in China's baijiu industry last year, the market began to show sight of recovery. We are cautiously optimistic about the coming market development and intend to capture the industry's turnaround opportunity to lead the recovery of the baijiu market. Aiming at becoming the industry leader, we always look for acquisition opportunities for expansion, extending our geographic footprint and enriching our product offerings. On 25 July 2013, the Company entered into an agreement for the proposed acquisition of the entire equity interest in a group of companies principally engaged in the sales and distribution of baijiu and health liquor in the PRC involving issue of securities of the Company.

We believe that such acquisition represents a unique and milestone opportunity for us to realize our strategic goal. Further details of the acquisition will be announced by the Company as soon as practicable.

## **Moving forward**

We expect that the overall global economy and China domestic market will slowly recover in the second half of 2013. Given the discouraging market sentiment, the Group will devote considerable effort into managing the overall product profitability, adjusting the product mix, driving down the manufacturing costs, enhancing the production efficiency and tightening the control over

manufacturing overheads in the coming quarters. We will continue to advance forward in our strategic direction of maintaining our prominent position as a key player in the China's wine and liquor industry. We had previously overcome a number of global economic crises in the past years and the financial strength of the Group continues to improve. With our development strategy and goal are clear and strictly adhered to, we are well positioned to lead the industry in the coming years.

## **LIQUIDITY AND FINANCIAL RESOURCES**

As at 30 June 2013, the Group's total borrowings amounted to approximately HK\$63.7 million (31 December 2012: HK\$62.8 million). Cash and cash equivalents amounted to approximately HK\$115.4 million (31 December 2012: HK\$132.9 million). The Group's current ratio was 2.1 (31 December 2012: 2.0) and gearing ratio, which is expressed as a percentage of total borrowings divided by total equity, was 8.1% (31 December 2012: 8.2%). Taking into account of the existing banking facilities, the Group has adequate financial resources to meet its ongoing operating and development requirements.

## **PLEDGE OF ASSETS**

As at 30 June 2013, the Group had pledged land and buildings and production facilities in Diqing Shangri-la and Hebei Qinhuangdao, the PRC with a total net book value amounting to approximately HK\$50.7 million (31 December 2012: HK\$48.3 million) to Agricultural Development Bank of China – Diqing Branch (中國農業發展銀行迪慶藏族自治州分行) to secure general banking facilities.

## **CONTINGENT LIABILITIES**

As at 30 June 2013, the Group did not have any significant contingent liabilities (31 December 2012: Nil).

## **EXPOSURE TO FLUCTUATION IN EXCHANGE RATES**

During the Period, the Group experienced only immaterial exchange rate fluctuations as the functional currencies of the Group's operations were mainly in Hong Kong dollars and Renminbi. As the risk on exchange rate difference was considered to be immaterial, the Group did not employ any financial instrument for hedging purposes.

## **MATERIAL ACQUISITION AND DISPOSAL**

During the Period, there was no material acquisition and disposal of subsidiaries by the Group.

## **EMPLOYEE INFORMATION**

Total number of staff members was 1,097 as at 30 June 2013 (31 December 2012: 1,143) of which 183 were management, 177 were back office staff, 401 were factory workers and 336 were sales and marketing personnel. The Directors believe that the quality of its employees is the most important factor in sustaining the Group's growth and improving its cost effectiveness. The Group's emolument policies are formulated on the performance of individual employees and are reviewed annually. The Group also provides medical insurance and provident fund scheme (as the case may be) to its employees depending on the location of their employments.

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

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the Period.

## **CORPORATE GOVERNANCE**

The Company is committed to maintaining a high standard of corporate governance, the principles of which serve to uphold a high standard of ethics, transparency, responsibility and integrity in all aspects of business and to ensure that affairs are conducted in accordance with applicable laws and regulations.

The Company has applied the principles and complied with all code provisions under the Corporate Governance Code as set out in Appendix 14 to the Listing Rules throughout the Period.

## **MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS**

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) as set out in Appendix 10 to the Listing Rules. Upon specific enquiry by the Company, all Directors confirmed that they have complied with the required standards set out in the Model Code throughout the Period.

## **AUDIT COMMITTEE**

The Audit Committee met twice to date in 2013 to review with senior management and the Company's internal and external auditors, the Group's internal controls and financial matters as set out in the Audit Committee's written terms of reference. The Audit Committee's review covers the audit plans and findings of internal and external auditors, external auditor's independence, the Group's accounting principles and practices, the Listing Rules and statutory compliance, internal controls, risk management and financial reporting matters.

The Audit Committee has reviewed with the management the accounting principles and practices adopted by the Group and the unaudited interim financial report for the Period. The Audit Committee comprises the three independent non-executive Directors, namely Mr. Ting Leung Huel, Stephen, Mr. E Meng and Mr. Cao Kuangyu.

By order of the Board  
**JLF Investment Company Limited**  
**Wu Xiang Dong**  
Chairman

Hong Kong, 30 August 2013

*As at the date of this announcement, the Board comprises six executive Directors, namely, Mr. Wu Xiang Dong, Mr. Yan Tao, Mr. Shu Shi Ping, Mr. Sun Jian Xin, Mr. Zhang Jian and Mr. Ng Kwong Chue, Paul; and three independent non-executive Directors, namely Mr. Ting Leung Huel, Stephen, Mr. E Meng and Mr. Cao Kuangyu.*

\* *for identification purpose only*