



Vedan International (Holdings) Limited

味丹國際(控股)有限公司

Stock Code : 2317 INTERIM REPORT 2013 中期業績報告



Mission 使命

To be Asia's leading manufacturer
of fermentation – based amino acids,
food additive products and
cassava starch based products

發酵氨基酸、食品添加劑、木薯澱粉產品，
味丹獨專，亞洲首選

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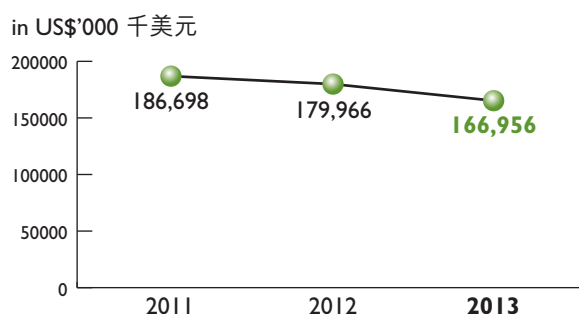
Financial Highlights

財務摘要

| | | Unaudited six months ended 30 June 未經審核截至六月三十日止六個月 | | Change 變動 |
|---|-------------|---|----------------------------------|--------------|
| | | 2013 二零一三年 US\$'000 千美元 | 2012 二零一二年 US\$'000 千美元 | |
| Revenue | 收益 | 166,956 | 179,966 | (7.2%) |
| Gross profit | 毛利 | 24,916 | 30,230 | (17.6%) |
| Profit for the period | 期內溢利 | 1,521 | 3,228 | (52.9%) |
| Profit attributable to owners | 擁有人應佔溢利 | 1,920 | 3,673 | (47.7%) |
| Basic earnings per share | 每股基本盈利 | 0.13 US cents 美仙 | 0.24 US cents 美仙 | |
| Diluted earnings per share | 每股攤薄盈利 | 0.13 US cents 美仙 | 0.24 US cents 美仙 | |
| Interim dividend proposed per share | 擬派每股中期股息 | 0.101 US cents 美仙 | 0.144 US cents 美仙 | |
| Total dividends paid and proposed per share | 已付及擬派每股股息總額 | 0.246 US cents 美仙 | 0.455 US cents 美仙 | |

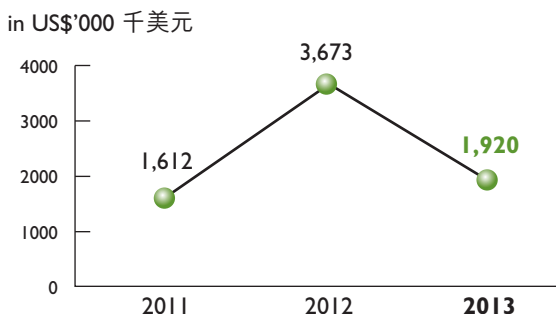
Revenue 收益

Six months ended 30 June
截至六月三十日止六個月



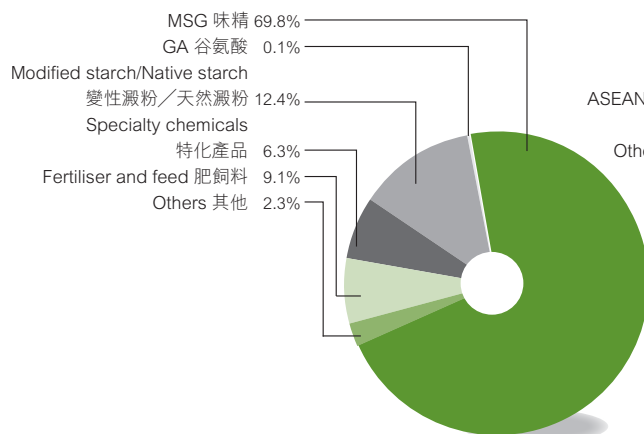
Profit Attributable to Owners

擁有人應佔溢利
Six months ended 30 June
截至六月三十日止六個月



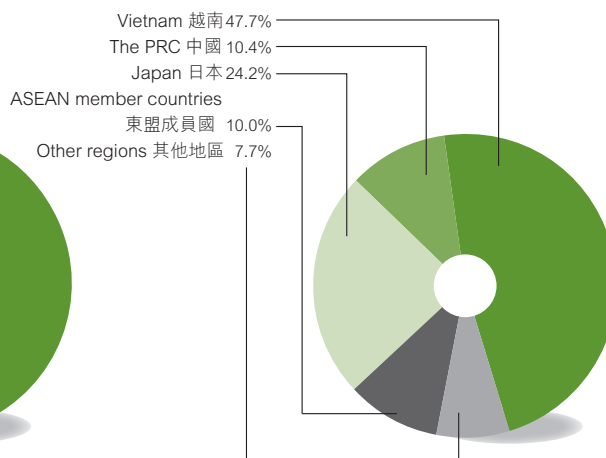
Revenue by Products 按產品分類之收益

Six months ended 30 June 2013
截至二零一三年六月三十日止六個月



Revenue by Geographic Location 按地區分類之收益

Six months ended 30 June 2013
截至二零一三年六月三十日止六個月



Corporate Information

公司資料

BOARD OF DIRECTORS

Executive Directors

Yang, Tou-Hsiung (Chairman)
Yang, Cheng
Yang, Kun-Hsiang (Chief Executive Officer)
Yang, Chen-Wen
Yang, Kun-Chou

Non-executive Directors

Huang, Ching-Jung
Chou, Szu-Cheng

Independent Non-executive Directors

Chao, Pei-Hong*
Ko, Jim-Chen*
Chen, Joen-Ray*
Hsieh, Lung-Fa*

* member of Audit Committee

AUTHORISED REPRESENTATIVES

Yang, Tou-Hsiung
Yang, Kun-Hsiang

COMPANY SECRETARY

Wong, Wai-Yee, Ella

AUDITOR

PricewaterhouseCoopers
22nd Floor, Prince's Building, Central, Hong Kong

LEGAL ADVISORS

Deacons
5th Floor, Alexandra House,
18 Chater Road, Central, Hong Kong

REGISTERED OFFICE

Century Yard, Cricket Square, Hutchins Drive,
P.O. Box 2681 GT,
George Town, Grand Cayman, British West Indies

BRANCH SHARE REGISTRAR

Tricor Tengis Limited
26/F., Tesbury Centre, 28 Queen's Road East,
Wanchai, Hong Kong

董事會

執行董事

楊頭雄 (主席)
楊正
楊坤祥 (行政總裁)
楊辰文
楊坤洲

非執行董事

黃景榮
周賜程

獨立非執行董事

趙培宏*
柯俊禎*
陳忠瑞*
謝龍發*

* 審計委員會成員

法定代表

楊頭雄
楊坤祥

公司秘書

黃慧兒

核數師

羅兵咸永道會計師事務所
香港中環太子大廈22樓

法律顧問

的近律師行
香港中環遮打道18號
歷山大廈5樓

註冊辦事處

Century Yard, Cricket Square, Hutchins Drive,
P.O. Box 2681 GT,
George Town, Grand Cayman, British West Indies

股份過戶登記分處

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

Corporate Information

公司資料

STOCK CODE

The Stock Exchange of Hong Kong: 02317
Bloomberg: 2317 HK
Reuters: 2317.HK

INTERNET ADDRESS

Website: www.vedaninternational.com
Email address: vdi@vedaninternational.com

PRINCIPAL PLACE OF BUSINESS

Vietnam Office: National Road 51, Hamlet 1A,
Phuoc Thai,
Long Thanh District,
Dong Nai Province, Vietnam
Tel: (84) 61-3825 111
Fax: (84) 61-3543 160

Shanghai Office: No. 518 Lianying Road, Chedun Town
Songjiang District
Shanghai, China
Tel: (86) 21-5760 2525
Fax: (86) 21-5760 2030

Xiamen Office: 568 North Tong Ji Road,
Tong-An District, Xiamen City,
Fujian Province, PRC
Tel: (86) 592-712 8111
Fax: (86) 592-702 9274

Shandong Office: Xuehua Industry Park, Wangyin,
Jining High-tech Industrial
Development Zone,
Shandong Province, PRC
Tel: (86) 537-3866566
Fax: (86) 537-3768566

Hong Kong Office: Level 28, Three Pacific Place,
1 Queen's Road East, Hong Kong
Tel: (852) 2980-1888
Fax: (852) 2861-0285

Taiwan Office: 18, Jinhua Street, Shalu, Taichung,
Taiwan, ROC
Tel: (886) 4-2665-2178
Fax: (886) 4-2665-6463

股份代號

香港聯交所: 02317
彭博: 2317 HK
路透社: 2317.HK

互聯網網址

網址: www.vedaninternational.com
電郵地址: vdi@vedaninternational.com

主要營業地點

越南辦事處: 越南同奈省
隆城縣
福泰社
51國道旁第1A邑
電話: (84) 61-3825 111
傳真: (84) 61-3543 160

上海辦事處: 中國上海市
松江區車墩鎮聯營路518號
電話: (86) 21-5760 2525
傳真: (86) 21-5760 2030

廈門辦事處: 中國福建省
廈門市同安區
同集北路568號
電話: (86) 592-712 8111
傳真: (86) 592-702 9274

山東辦事處: 中國山東省
濟寧高新技術開發區
王因鎮雪花工業區
電話: (86) 537-3866566
傳真: (86) 537-3768566

香港辦事處: 香港皇后大道東1號
太古廣場三座28樓
電話: (852) 2980-1888
傳真: (852) 2861-0285

台灣辦事處: 台灣台中市
沙鹿區錦華街18號
電話: (886) 4-2665-2178
傳真: (886) 4-2665-6463

Chairman's Statement

主席報告書

The recovery of the global economy has proceeded at a slow pace during the first half of 2013 as uncertainties remain about the strength of the rebound in many regions, particularly but not confined to, countries in the European Union. The economies and the corresponding market sentiment in emerging markets, in particular Vietnam, were still stagnant which in turn eroded consumer confidence. The consequent conservative consumption pattern has inevitably adversely affected the Group's results during the reporting period. Although there were no notable fluctuations in the supply of raw materials during the first half of the year, the price of natural gas and energy continued to rise in Vietnam, substantially pushing up production costs. Meanwhile, the intense price competition among MSG industry players has also squeezed the Group's overall profitability. Facing such serious challenges in both sales and production, the Group's focus of operations for the rest of this year is on securing low cost raw materials, flexibly adjusting production operations to enhance cost efficiencies, implementing energy saving measures and stepping up sales and marketing efforts while developing new products. These measures can help alleviate the impact of those unfavourable conditions on sales and the effect of increasing energy prices on costs, by reducing expenses and broadening the Group's sources of income, thus enabling it to maintain profitability.

Looking at the Group's operation and profit in the first half of this year, the turnover was US\$166,956,000, a decrease of around 7.2% when compared with the corresponding period last year. The decline was mainly attributable to market competition which caused the turnover in the Group's major markets in Vietnam, ASEAN and Europe to drop by varying degrees. At the same time, the rising prices of natural gas and energy in Vietnam, the Group's major production base, have substantially increased the Group's production costs. Thus, the gross profit of the Group dropped by 17.6% year-on-year. Net profit was also lowered by about 52.9% to US\$1,521,000.

In terms of geographical markets and segmental performance, the critical factor is that the serious inflation and trade imbalance which emerged in Vietnam, the Group's major market, appears to be better managed while the country's exchange rate has stabilised, thanks to the fiscal policy of the Vietnamese Government. However, the subsequent slowdown in economic growth in the country and international economic headwinds have further affected both its exports and domestic consumption. The resulting unfavourable operating environment has presented strident challenges for the Group's operations, most notably the production in the country. Although the Group has been focusing on strengthening its distribution channels and enhancing branding, the competition centred on low prices among MSG peers has still affected the overall sales and resulted in a year-on-year drop of 4.9% in the revenues in the Vietnam market. In our PRC operation, after a period of production and sales integration, the cost of sales of MSG dropped slightly in the first half of the year leading to a slight rise in gross profit. The modified starch business also recorded a stable growth of 4.6%. With the launch of some stimulus measures, the economy in Japan showed signs of a rebound and consumption demand improved slightly, thus this market recorded encouraging growth of 7.1% year-on-year. However, the prices of products in the ASEAN and European markets remained very low due to the fierce price competition. As such, these regions were seriously affected and revenues in ASEAN region contracted substantially by 32.2% when compared with the same period last year.

全球經濟在二零一三年上半年復甦緩慢，對很多地區如歐洲等國家景氣之回升仍存在變數，而新興國家，尤其是越南，經濟與市場景氣仍低迷，影響消費者信心，此保守的消費氛圍也影響到期內集團的業務成績。另一方面，今年上半年的原料價格雖無明顯波動，但越南的天然氣及能源價格卻仍持續的調漲，使生產成本大幅提高。與此同時，味精同業於市場上的低價競爭亦侵蝕集團的整體獲利。故面對此等銷售與生產的挑戰，集團今年的主要營運重點在於致力掌握低價原料、彈性調節生產以提升成本效益、著手能源因應對策、加強銷售力度與開發新產品項目等，以減緩因經濟環境對銷售所帶來的衝擊與能源調漲之不利影響，以期開源節流，努力維持獲利的空間。

綜觀集團於今年上半年之營運與獲利，期內營業額達166,956,000美元，相較去年同期下滑約7.2%。營收不如預期，其中主要受到市場競爭的影響，致使集團的主要市場，包括越南、東盟與歐洲地區之營業額均有不同程度的下滑。同時，集團主要的生產基地，越南的天然氣及能源價格持續飆漲，生產成本大幅提高，使毛利較去年同期明顯下降17.6%，而淨利僅餘約1,521,000美元，較去年同期下降約52.9%。

以各地區市場與業務經營分析，集團在各主要市場，尤其是越南地區，雖然政府的金融政策已穩定控制嚴重的通貨膨脹與貿易失衡，並穩定匯率，但隨之而來的卻是經濟成長的下滑，同時又受到國際景氣不穩定的波及，對越南的生產出口與國內消費市場也造成影響，這些嚴峻的經營環境對集團在越南的營運產生相當程度的挑戰。同時，在味精同業在市場的低價競爭之下，雖然集團不斷努力於通路與品牌的經營，但仍影響整體銷售，使越南市場之業績較去年同期下滑4.9%。而集團在中國區的營運，經過一段時間的產銷整合，於上半年的味精銷售成本稍降，致使毛利微增，而變性澱粉之業務推展，也有穩定的4.6%成長。另外，日本國內的經濟景氣似有回溫，消費需求稍有提升，使集團銷售於日本市場的業績亦較去年同期提升7.1%。但東盟與歐洲市場於上半年因市場上同業低價的競爭，產品於市場上的售價甚低，但集團仍以利潤為主要考量，不參與低價之競爭，造成此兩個區域的業務受到嚴重影響，致使本期東盟地區的業績較上年同期大幅減少32.2%。

Chairman's Statement

主席報告書

As for products, adversely affected by the poor sentiment and product price competition, the revenue of MSG, the Group's principal product, recorded a year-on-year drop of 9.1%. Although the prices of cassava and energy surged during the period, the revenue of modified starch, another key product of our Group, remained at a similar level as the corresponding period last year, as the Group diligently strived to bolster its sales network. Supported by the consistently stable demand in the face of the generally unfavourable environment, specialty chemicals such as soda and hydrochloric acid, the essential raw materials of the industry, managed to grow by 2.7% over the same period last year. Benefitting from the greater market demand, the performance of its fertiliser and feed products achieved a year-on-year growth of 21.9%, thanks to our more aggressive marketing activities in recent years. In another positive development, to tap the growing demand and sales of amylase in Vietnam, the Group built a new maltose plant in 2012 and started a trial run in the first half of this year. The new plant will not only enhance the production efficiency of maltose production, but also diversify the Group's starch business and ultimately create a new revenue growth driver.

In order to address the current unstable market and intense competition, the Group has reviewed and enhanced the speed and effectiveness of its procedures in coping with potential changes in the operating environment. In 2013, the key area of focus in its operations is to promptly adjust to fluctuations of raw materials prices so as to stabilise its production costs, as well as diversify and expand raw material procurement strategy aimed at minimising cost fluctuations and risks. As for the surging energy costs, on top of implementing energy-saving initiatives, the Group is also focusing on alternative energy solutions and has come up with counter measures to maintain its competitiveness in production operations. It has also continued to enhance research and development (R&D) capabilities to develop innovative products and improve production efficiencies to complement the above-mentioned cost control measures.

As for the Group's business strategies, apart from bolstering its presence in major markets and maintaining profit margins, the Group has also planned to explore new markets while at the same time expanding its sales network. To further develop its sales and operations in Vietnam and the PRC, the Group intends to aggressively strengthen its marketing strategies, as well as further extend distribution and sales channels in order to realise the full potential of the Group's sales network. At the same time, the Group is planning to launch new products related to current product lines, as well as enhance its sales presence to boost its brand awareness. In addition to actively expanding the starch business in the PRC, the Group is also consolidating its businesses in Shanghai and Xiamen plants, enhancing its branding efforts and its distribution network as well as allocating more resources to maximise its operational efficiency while minimising unnecessary costs. On the other hand, the Group is identifying potential collaborative projects that can extend its geographical coverage, bolster its international exposure, and ultimately improve efficiency while both broadening its revenue streams and boosting its profits.

以產品類別分析，受到景氣低迷與產品低價競爭的影響，集團主要的味精產品營收較去年同期下降9.1%。集團另一項重要的變性澱粉產品在期內雖然面對木薯原料及能源價格上漲，但因集團仍努力銷售網絡之鞏固，致使營收仍與去年同期持平。特用代學品包括蘇打與鹽酸為基礎工業之必須原料，故雖處於不利的景氣環境，但仍有持續與穩定的需求，業績尚能較去年同期成長2.7%。而集團的肥飼料產品，因市場需求持續增加，在幾年來努力的推廣下，業績亦較去年同期成長21.9%。更進一步，集團有鑒於越南市場對澱粉糖的需求與產銷造好，於去年籌設麥芽糖廠，於今年上半年已開始試產，未來不僅可更充分發揮現有糖漿廠之生產效率，使集團之澱粉事業更多元化，並增加集團整體營收貢獻。

面對現階段不穩定的景氣與激烈競爭的挑戰，集團已檢討加強對環境變化的應變速度與機制。故在今年的經營上，集團首先仍是要掌握生產原料價格波動的趨勢，冀使集團的生產成本先得以穩定，靈活並積極採取更多元化及廣泛的原料收購策略，以期將成本波動與風險降至最低。另外，集團為因應能源成本持續的上漲，除積極再加強節能省電專案外，目前針對替代能源的項目，已採取應對方案以維持生產之競爭力。而除上述的成本控制策略外，亦將持續強化研發產品項目以增進生產效能與開發新產品。

而在業務策略的執行上，除鞏固主要銷售市場並努力維持獲利水準外，同時亦計劃開拓新市場，擴大銷售版圖。於越南與中國區的銷售經營，將更加緊整合集團的行銷策略與強化通路架構，深耕銷售網絡，以發揮通路價值。同時，集團也將藉由已成熟的通路基礎，計劃導入相關新的產品與銷售之運作，延伸品牌的加乘效果。目前中國區除大力投入澱粉事業的拓展外，上海廠與廈門廠正進行營運的整合與業務區域之合併，並強化品牌與通路精耕，使集團得以集中更多資源，發揮更大的經營效果，並節省不必要之開支，以降低費用成本。另一方面，集團也將掌握機會，積極檢討尋找各項策略聯盟合作的項目，結合地緣利基與國際經驗，以期擴張經營綜效及增加盈利之來源。

Chairman's Statement

主席報告書

Under the prevailing unfavourable economic and operating environment, the Group faces many challenges and difficulties. To tackle the challenges and uncertainties, the Group has been conducting an in-depth analysis of its current situation as a prelude to planning and setting strategic directions. Though it is impossible to control and not easy to predict macroeconomic trends, we believe that our prudent operational approach and strategies for market expansion and branding can mitigate the impact from an adverse macroeconomic turn. The management and staff at all levels well appreciate the urgency required during these changing times. We believe that our prudent approach guided by our innovative vision should help us create effective operational and business development strategies and successfully execute the necessary measures over the medium and long term to overcome the existing challenges and explore new opportunities, and bring our business to the next level.

By Order of the Board
Yang, Tou-Hsiung
Chairman

Hong Kong, 20 August 2013

以目前全球的經濟形勢與經營環境而言，集團的營運的確仍存在諸多嚴峻的挑戰。對於此等變數，集團已有深入的檢討與規劃，並擬訂相關的策略以應對迎面而來的挑戰。雖然整個大環境的變化不容易控制或預測，但管理層仍將以穩健的經營方針，深化市場的經營與延伸品牌的價值等策略，以期將大環境的因素對集團的衝擊降至最低。同時，管理層與各級同仁均已體認到目前多變的環境，我們將以謹慎的態度、開創的眼光來檢討未來中長期的經營策略，尋求更多的商機，共同努力來克服眼前的困難，並為集團的未來開拓更具發展的事業及領域。

承董事會命
主席
楊頭雄

香港二零一三年八月二十日

Management Discussion and Analysis

管理層討論及分析

1. BUSINESS OVERVIEW

Major economies around the world reported varying economic performances in the first half of 2013. In the US, as a result of the implementation of quantitative easing (QE) policy and commencement of shale gas exploitation, its unemployment rate was progressively reduced and inflation was under effective control. Thus, the US economy is expected to continue on the road to recovery. In Japan, the new Prime Minister announced measures to depreciate the Japanese yen after taking office. Economic stimulus measures to promote growth there have also enjoyed initial success. In the PRC, due to continued appreciation of the RMB and soaring salaries, the country is transforming from a large exporter into a huge consumer. As growth continued to slow down, the Chinese economy recorded a GDP growth of 7.6% in the period under review, a slight decline of 0.2 percentage point when compared to the corresponding period last year. Countries in the European Union (EU) had persistently high unemployment rates and their economic recovery was adversely affected by many uncertainties and therefore should continue to face considerable difficulties. As for Vietnam, GDP growth was just 4.9% in the first half of 2013. Although the inflation rate dropped to 6.7%, it was still higher than the GDP growth rate. The Central Bank in Vietnam has cut interest rates three times during the period under review in order to stimulate the economy. However, the economic condition remained weak as the banks still faced the problem of doubtful debts, manufacturers were burdened with high inventories, and consumers were held back from spending by conservative sentiment.

The Group's revenue during the period reached US\$166,956,000, a decline of 7.2% or US\$13,010,000 year-on-year. This was mainly attributable to the sales decrease of US\$11,683,000 and US\$2,803,000 in MSG and GA respectively. Gross profit dropped by US\$5,314,000 or approximately 17.6% year-on-year to US\$24,916,000. Gross profit margin decreased to 14.9% from 16.8% in the corresponding period last year while net profit margin declined from 1.8% to 0.9%. Net profit amounted to US\$1,521,000, a decline of 52.9% or US\$1,707,000 year-on-year. Both revenue and profit declined during the period, the net profit in particular substantially dropped by 52.9%.

The main reasons for the decline in both revenue and profit during the period were: (1) as a result of price competition by the MSG players in the PRC with a low MSG selling price for both export markets and industrial use; (2) Vietnam Vedan's production cost of MSG soared notably due to substantial rising costs of natural gas and ammonia subsequently squeezing the Group's gross profit; (3) as the economic growth of Vietnam slowed down, consumer confidence remained weak and consumer spending power decreased. Guided by the consideration of "Profit is the top priority" as a responding measure, the Group has temporarily reduced the supply of lower margin industrial MSG, and instead has focused on branded and small-package MSG sales in order to strengthen its position as the market leader and lay a foundation for developing related consumer goods.

一. 業務總覽

二零一三年上半年世界主要經濟體表現各異，美國經濟因QE（量化寬鬆）政策及頁岩氣的開採，失業率及通貨膨脹均獲得有效的控制，預估美國的經濟已確定步上復甦之途。日本新首相上任採取日元貶值，刺激消費的手段，也讓經濟成長獲得初步成效。中國因人民幣升值，薪資快速上漲，讓中國正由出口大國轉向為內需大國。中國經濟因而降溫，期內GDP成長7.6%，略低於去年同期0.2個百分點。歐盟成員國則失業率高居不下，經濟復甦受到許多不確定因素影響，將是困難重重。越南在二零一三年上半年GDP僅成長4.9%，通貨膨脹率雖下跌至6.7%，但仍高於GDP成長率，雖然越南央行在期內三度調降利率以刺激經濟，但因銀行仍有呆帳問題，廠商存貨偏高，消費者心態保守，景氣依然低迷。

集團期內營收166,956,000美元，比去年同期減少7.2%或減少13,010,000美元。營收下滑主要是味精和谷氨酸分別減少11,683,000美元和2,803,000美元。集團毛利24,916,000美元，比去年同期下降5,314,000美元或約17.6%。毛利率由去年同期16.8%減少為14.9%，淨利率由1.8%下滑到0.9%，淨利額為1,521,000美元，比去年同期下降52.9%或減少1,707,000美元。營收和獲利在期內均衰退，尤其是淨利大幅減少52.9%。

綜觀期內營收和盈利均衰退的主因：一是中國味精業者低價銷售的衝擊，導致外銷及工業用味精售價偏低；二是越南味丹期內天然氣和液氨分別大幅上漲，味精生產成本隨著大幅上升，壓縮到集團毛利；三是越南經濟成長減緩，消費者信心薄弱，購買力下滑。集團在因應措施採取「確保盈利為優先」考量下，暫時減少供應較低利潤的工業用味精，進而專注於品牌及小包裝味精市場的經營，以鞏固市場領導廠商的地位，並為發展相關消費品奠下基礎。

Management Discussion and Analysis

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2. BUSINESS ANALYSIS

二. 營業分析

(a) Sales Analysis by Product

(甲) 產品銷售分析

Unit: US\$'000

單位：千美元

| Product | 產品名稱 | Six Months Ended 30 June | | | | Difference | |
|-----------------------------------|---------------|--------------------------|--------|----------|--------|------------|---------|
| | | 二零一三年上半年 | | 二零一二年上半年 | | 差異 | |
| | | 2013 | | 2012 | | | |
| | | Amount | % | Amount | % | Amount | % |
| | | 金額 | % | 金額 | % | 金額 | % |
| MSG | 味精 | 116,558 | 69.8% | 128,241 | 71.3% | (11,683) | (9.1%) |
| GA | 谷氨酸 | 167 | 0.1% | 2,970 | 1.7% | (2,803) | (94.4%) |
| Modified starch/ Native starch | 變性澱粉/ 天然澱粉 | 20,630 | 12.4% | 22,539 | 12.5% | (1,909) | (8.5%) |
| Specialty chemicals | 特化產品 | 10,601 | 6.3% | 10,320 | 5.7% | 281 | 2.7% |
| Fertiliser and feed | 肥飼料 | 15,193 | 9.1% | 12,464 | 6.9% | 2,729 | 21.9% |
| Others | 其他 | 3,807 | 2.3% | 3,432 | 1.9% | 375 | 10.9% |
| Total | 總共 | 166,956 | 100.0% | 179,966 | 100.0% | (13,010) | (7.2%) |

(i) MSG and GA

During the period, revenue of MSG operations reached US\$116,558,000, accounting for 69.8% of total revenue, which was around 9.1% or US\$11,683,000 lower than the same period last year. The decline was due to the drop of sales of MSG for industrial use, in particular in larger areas such as the EU and ASEAN where sales plummeted more than 90%. Other areas such as Vietnam also recorded moderate decreases, except for Japan which benefited from the stronger spending power of local consumers.

The Group has tentatively suspended almost all of the supply of GA to local players in Vietnam and so only US\$167,000 of revenue was recorded, which was US\$2,803,000, or around 94.4%, less than the corresponding period last year.

(ii) Modified starch/Native starch

In the first half of 2013, the revenue of native starch was 51.3%, or US\$1,638,000 less than the same period last year, as the Group disposed Veyu, which mainly produces native starch in Gia Lai Province in Vietnam during the period. Hence, the production volume of this product decreased after the transaction. And the sales of modified starch were US\$19,074,000, comparable with that during the same period last year.

(i) 味精和谷氨酸

期內味精營收116,558,000美元，佔總營收69.8%，較去年同期減少約11,683,000美元，約9.1%，主要由於工業用味精銷售減少，影響較大的地區是歐盟和東盟，約佔減少數量的九成以上。其餘地區如越南略有小幅減少，惟日本受惠於消費者購買力增加而錄得增長。

谷氨酸已幾乎暫停供應給越南境內同業，故營收僅167,000美元，比去年同期減少2,803,000美元，約94.4%。

(ii) 變性澱粉／天然澱粉

二零一三年上半年天然澱粉比去年同期減少51.3%或1,638,000美元，因為集團於期內出售位於越南嘉萊省以生產天然澱粉為主的味友，導致天然澱粉的產量減少，而變性澱粉期內銷售金額為19,074,000美元，大約保持去年同期的銷售水平。

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(iii) Specialty chemicals/Fertiliser and feed

Specialty chemicals including hydrochloric acid, soda and bleach are sold in Vietnam. During the period, the sales volume of hydrochloric acid increased, which boosted the revenue of specialty chemicals by 2.7%, or US\$281,000, to US\$10,601,000, with its contribution to total revenue up from 5.7% to 6.3%.

Benefitting from higher added value of fertiliser and feed, the Group managed to increase the selling prices. Although sales in ASEAN member countries decreased, the revenue from Vietnam and Taiwan increased, so the revenue of these products amounted to US\$15,193,000, 21.9% or US\$2,729,000 higher than the same period last year. Its proportion of the total revenue of the Group climbed from 6.9% to 9.1% thus, the increasing importance of fertiliser and feed for the Group is clear.

(iii) 特化產品／肥飼料

特化產品包括鹽酸、蘇打、漂白水全在越南銷售。期內鹽酸銷售量增加，故特化產品營收增加2.7%或281,000美元，達10,601,000美元，佔集團總營收由5.7%增加至6.3%。

肥飼料因產品附加值提高，集團得以提升售價，產品雖在東盟成員國銷售減少，但在越南及台灣營收增加，期內營收額達15,193,000美元，同比增加21.9%或2,729,000美元，佔集團營收比重由6.9%增至9.1%，展示肥飼料對集團之重要性日益增加。

(b) Sales Analysis by Market

Unit: US\$'000

(乙) 市場銷售分析

單位：千美元

| Area | 地區 | Six Months Ended 30 June | | | | Difference | |
|------------------------|-------|--------------------------|--------|----------|--------|------------|---------|
| | | 二零一三年上半年 | | 二零一二年上半年 | | 差異 | |
| | | Amount | % | Amount | % | Amount | % |
| | | 2013 | | 2012 | | | |
| | | 金額 | % | 金額 | % | 金額 | % |
| Vietnam | 越南 | 79,698 | 47.7% | 83,778 | 46.6% | (4,080) | (4.9%) |
| Japan | 日本 | 40,434 | 24.2% | 37,764 | 21.0% | 2,670 | 7.1% |
| The PRC | 中國 | 17,342 | 10.4% | 17,287 | 9.6% | 55 | 0.3% |
| ASEAN member countries | 東盟成員國 | 16,647 | 10.0% | 24,560 | 13.6% | (7,913) | (32.2%) |
| Other regions | 其他地區 | 12,835 | 7.7% | 16,577 | 9.2% | (3,742) | (22.6%) |
| Total | 總共 | 166,956 | 100.0% | 179,966 | 100.0% | (13,010) | (7.2%) |

(i) Vietnam

Facing decreasing consumer spending power and rising energy costs in Vietnam, the Group reduced its supply of GA, of lower margin, to local MSG players and cut sales of industrial MSG through its approach of "Profit is the top priority". As a result, the Group's sales from Vietnam dropped by US\$4,080,000 or approximately 4.9% in the first half of 2013, and its total revenue amounted to US\$79,698,000. Sales performance of other products such as specialty chemicals and modified starch remained comparable with that of last year.

(i) 越南市場

由於受到越南消費者購買力下滑和能源成本上漲，在「確保盈利優先」的策略下，減少利潤較低的谷氨酸供應給當地味精同業，同時也削減部分工業用味精的銷售，因此二零一三年上半年越南地區銷售下跌4,080,000美元，約4.9%，總營收額79,698,000美元，其餘產品如特化產品及變性澱粉則維持大約去年銷售水平。

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(ii) Japan

Economic conditions in Japan have improved during the first half of the year. With the introduction of an economic stimulus policy by the local government and the rising spending power of consumers, the Group's revenue in Japan reached US\$40,434,000, a growth of US\$2,670,000 or approximately 7.1% year-on-year. Revenue from the Japanese market accounted for 24.2% of the Group's total revenue, up from 21.0% in the last corresponding period.

(iii) The PRC

Revenue in the PRC rose slightly by 0.3% to US\$17,342,000. Sales of all products did not experience much changes. However, the gross profit of MSG increased slightly due to a decrease of cost of goods sold while revenue from modified starch achieved a growth of 4.6% during the period under review.

(iv) ASEAN member countries

During the period under review, revenue from ASEAN member countries was US\$16,647,000, down by US\$7,913,000 or approximately 32.2% from US\$24,560,000 in the corresponding period last year. This was because the Group cancelled some low margin industrial MSG orders and focused more on the sale of its own branded and small package MSG sales in line with its strategic direction.

(v) Other regions

Revenue from other regions declined by US\$3,742,000 or approximately 22.6% to US\$12,835,000. Revenue from this market accounted for 7.7% of the Group's total revenue, down from 9.2% in the corresponding period last year. This was mainly attributed by the weak economic conditions in Europe and the low prices resulting from the price competition among industry peers.

(ii) 日本市場

日本上半年經濟有了起色，隨著政府經濟刺激政策，消費者購買力增加，集團在日本地區營收達40,434,000美元，同比增加2,670,000美元，約7.1%，佔集團營收由21.0%增至24.2%。

(iii) 中國市場

中國區營收雖僅有0.3%小幅成長，營收達17,342,000美元，各類產品銷售變化不大，但味精毛利因銷貨成本降低而略有增長，變性澱粉在期內營收亦有4.6%成長。

(iv) 東盟成員國市場

期內東盟市場營收16,647,000美元和去年同期24,560,000美元相比衰退7,913,000美元約32.2%，營收的衰退是集團因策略上的考量，放棄部分低毛利的工業用味精訂單，更聚焦於自有品牌及小包裝味精的銷售。

(v) 其他市場

其他市場營收額12,835,000美元，佔集團營收比由9.2%降至7.7%，營收減少3,742,000美元約22.6%，主要原因是由於歐洲市場經濟不景氣以及受到同業低價競爭影響。

Management Discussion and Analysis

管理層討論及分析

3. MAJOR RAW MATERIALS OVERVIEW

(a) Cassava

After years of dedicated effort, the related plantation area in Vietnam reached 560,000 hectares with an annual production of 9,400,000 tonnes in 2012. In 2012, more than 4,200,000 tonnes of dried cassava and cassava starch were exported valued at US\$1,350,000,000, making it the third largest agricultural export product in the country, right after rice and coffee. Vietnam is now the second largest producer of cassava and cassava starch-related products in the world.

With such wide applications, there is strong demand for cassava and cassava starch in the market. During the period, the price of cassava (raw material) was 8.5% higher than the corresponding period last year. Although cassava price may decline slightly in the short term, it is expected to increase to a new high after the governments of Thailand and Vietnam implement biomass-energy policies which encourage the production of cassava-based alcohol, in addition to increased use of cassava for conversion into alcohol in China.

(b) Molasses

During the period, oversupply of molasses around the world dragged down international prices of the product. In Vietnam, according to the data from the Molasses Industry Association, 16,000,000 tonnes of sugar cane was processed at large molasses factories there, and a record high of more than 1,500,000 tonnes of molasses were produced, so the product price slightly dropped during the period. However, the global supply is expected to be reduced by half in the coming six months, which will support a turnaround in the selling price because of the subsequent limited supply.

(c) Energy

Vietnam Vedan has replaced heavy oil with natural gas for power generation starting from 2003, the price of the latter has gradually climbed since 2010. In the first half of 2013, the price of natural gas was even 30% higher than the same period last year. During the period under review, the electricity costs in Vietnam increased by around 10%. Therefore, the production costs have also started to increase similarly and are expected to rise further in step with the cost of natural gas in the second half of the year.

三. 主要原料概況

(甲) 木薯

經過多年的努力，目前越南木薯種植的面積高達560,000公頃，二零一二年產量達9.4百萬公噸。木薯及木薯澱粉二零一二年出口高達4.2百萬公噸，金額13億5千萬美元，躍升越南農產品外銷第三大，僅次於稻米和咖啡。越南現為世界第二大木薯及木薯澱粉相關產品出口國。

由於木薯及木薯澱粉可作多元化用途，市場需求殷切。期內木薯（原料）價格比去年同期上漲8.5%，雖然短期間的木薯原料價格有可能略回落，預計未來隨著泰國及越南落實生質能源政策，以及中國提高使用木薯為酒精原料的趨勢，木薯轉作酒精比例會升高，將很可能使木薯原料價格高居不下。

(乙) 糖蜜

期內全球蔗糖供過於求，國際糖價下滑。在越南地區依糖協資料，二零一二／二零一三年越南各大糖廠加工甘蔗1,600萬公噸，累計生產超過150萬公噸，創下高峰，故期內糖蜜價格比去年同期略低，展望下半年預估全球糖供應過剩數量將減半，糖價將在二零一三年下半年由跌轉升，預計糖蜜價格因需求大於供應，在下半年將可能上揚。

(丙) 能源

越南味丹自二零零三年由使用重油改為天然氣發電，而自二零一零年開始天然氣逐步上揚。二零一三年上半年更比去年同期增加約30%，同時期內越南電價上漲約10%，造成生產成本上升，預估下半年越南天然氣價格依然保持漲勢。

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4. FINANCIAL REVIEW

(a) Liquidity and Financial Resources

In response to the Central Bank of Vietnam's moves to decrease the interest rate on Vietnam Dong deposits during the period, the Group utilised part of its deposits denominated in Vietnam Dong to repay the borrowings in US dollars. As at 30 June 2013, the Group had cash and bank deposits of US\$34,288,000, which was around 31.4% or US\$15,666,000 lower than the end of last year. Short-term bank borrowings amounted to US\$21,463,000, which was US\$6,489,000 or around 23.2% less than at the end of last year, while middle-to-long-term bank borrowings amounted to US\$3,243,000 which was US\$2,024,000 or around 38.4% less than at the end of last year. Total bank borrowings decreased by US\$8,513,000, or around 25.6%, to US\$24,706,000, of which 96.0% was denominated in US dollars and the remaining 4.0% denominated in New Taiwan dollars. The proportions of short-term and middle-to-long-term bank borrowings were 86.9% and 13.1%.

Trade receivables dropped US\$7,897,000, or around 18.9%, to US\$33,806,000, and around 84.1% of them were due within 30 days. Inventory amounted to US\$107,974,000, an increase of US\$16,878,000 (around 18.5%).

In light of the reduced borrowings, the gearing ratio (total borrowings to total capital ratio) was 8.3%, which was lower than the 10.9% at the end of last year. Net gearing ratio (total borrowings less cash and deposits to total capital ratio) was -3.2%. Current ratio increased from 2.8 at the end of last year to 3.4, due to the decrease in short-term bank borrowings and increase in inventories.

(b) Capital Expenditure

During the period under review, capital expenditure amounted to approximately US\$4,320,000, US\$1,007,000 more than the amount of US\$3,313,000 in the corresponding period of 2012.

四. 財務回顧

(甲) 流動資金和財政資源

由於期內越南中央銀行數次調降越盾利息，集團將部分越南存款償還美元借款，故於二零一三年六月三十日，集團現金和銀行存款為34,288,000美元，比去年底減少15,666,000美元，約31.4%。短期借款為21,463,000美元，減少6,489,000美元，約23.2%；中長期借款為3,243,000美元，減少2,024,000美元約38.4%，借款總額為24,706,000美元比去年底減少8,513,000美元約25.6%，借款以美元為主，佔96.0%，其餘為新台幣佔4.0%；短期和中長期借款比率為86.9%比13.1%。

應收貿易帳款為33,806,000美元，減少7,897,000美元，約18.9%，三十天期內應收帳款佔約84.1%。存貨總額107,974,000美元，比二零一二年底增加16,878,000美元，約18.5%。

因借款減少，資本負債比（總借款比總資本）為8.3%，低於二零一二年底的10.9%，淨資本負債比（總借款扣除現金和存款比總資本）為-3.2%。由於短期借款減少和存貨增加，流動比率由二零一二年底之2.8增加為3.4。

(乙) 資本支出

期內資本支出共約4,320,000美元，比二零一二年上半年資本支出的3,313,000美元增加1,007,000美元。

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(c) Exchange Rate

For one and a half years the Vietnam Government had maintained the exchange rate at US\$1 to 20,828 Vietnam Dong. On 28 June 2013, the Government finally adjusted the USD/VND rate to 21,036, a depreciation of 1%. Transactions within the rate plus or minus 1% are allowed in the local financial market. Experts expect the exchange rate to stabilise during the second half of the year.

The Group's subsidiaries in the PRC, Shanghai Vedan Enterprise Co. Ltd., Shandong Vedan Snowflake Enterprise Co., Ltd. and Maotai Foods (Xiamen) Co. Ltd. focus on sales in China's domestic market. During the period, the value of the RMB appreciated by 1.73%.

(d) Dividend

Basic earnings per share for the period were 0.13 US cents. The Board of Directors decided to distribute a dividend of 0.101 US cents per share, with dividend payout ratio of 80%.

(丙) 匯率

越南政府經過一年半以來致力維持1美元兌換20,828越盾的匯率，於二零一三年六月二十八日調高美元兌越盾的匯率至21,036越幣，匯率貶值1%，越南金融市場在此匯率的上下1%範圍內交易。專家預估越盾匯率在下半年應有穩定走勢。

集團中國區子公司上海味丹企業有限公司、山東味丹雪花實業有限公司及茂泰食品(廈門)有限公司主要以國內銷售為主，人民幣匯率在期內累計升值1.73%。

(丁) 股息

本期每股基本盈利為0.13美仙，董事會決定派發股息每股0.101美仙，派息率為80%。

5. PROSPECTS

As stated in the 2012 annual report, 2013 is likely to present an unfavourable and uncertain operating environment. In response, the Group intends to continue to implement its strategy and plans to advance its business towards its objective step by step. The Group is of the view that the second half of the year will be full of both challenges and opportunities.

While the PRC economy as well as various industries have been expanding rapidly for many years, its economic growth has started to slow down recently. Also affected by decline in global market demand, overcapacity can be seen in different sectors there, including the MSG industry in the PRC. In the first half of the year, the selling price of MSG in the country has remained at low levels because of oversupply but it is expected that some large factories will reduce production in the second half, and the selling price will likely rise by then. Regarding operations within the PRC, the Group completed the integration of two factories in the first half, and we began to see the benefit in better production efficiency. In the coming months, the Group plans to continue to improve procurement procedures including packaging material, raw materials and transportation, utilising outsourced services for flexibility. It also intends to strengthen the relationship between sales and production, and reducing sales of products with lower margins in order to boost the overall profitability in this area.

五. 展望

二零一三年將如二零一二年年報所言：「仍不樂觀且不確定的經營環境」，但集團仍依擬定策略及計劃，穩健並逐步推動相關工作，以達成長目標，展望下半年營運將是機會和挑戰相隨的狀況。

中國多年來的經濟快速成長，各行各業積極擴充，但隨著中國經濟成長減緩及全球市場需求減少，造成許多行業產能過剩，中國味精行業即是個例子。上半年味精價格因國內供過於求而處於低位，預估下半年因部分大廠可能減產，價格將有望回升。中國區營運在上半年已完成兩廠整合，生產效益已逐漸顯現。同時下半年將持續推動採購合理化如包材、原料、運輸等，並充分靈活運用外包服務，強化銷售與生產密切接軌力度，減少銷售效益較低的產品等，將有助於中國區獲利的提升。

Management Discussion and Analysis

管理層討論及分析

The economy in Vietnam has faced severe challenges in the first half of the year. Rising energy costs could not be reflected in the selling price and passed on to customers, which suppressed margins. In the second half of the year, the cost pressure has yet to disappear but the selling price may rise because the MSG players in the PRC will reduce production volume. The development of the amylase is expected to see results in the coming months. The construction of the maltose factory is nearly completed and should start production soon, which will benefit the diversification of starch business.

As the Group provides customised fertiliser products for customers, which has increased the value added of the product line, revenue from fertilisers recorded growth in the first half of the year. The Group will continue to increase its efforts to develop this segment in the future.

In order to further enhance the Group's business development and its manufacturing facilities in Vietnam, on 15 August 2013, Vietnam Vedan entered into the Equipment Procurement Agreement with an independent third party, to purchase the Pulverized Coal Firing Boiler at a consideration of US\$44,250,000 (equivalent to approximately HK\$342,937,500).

In the second half of the year, the Group will implement the measures set in its long term strategies as scheduled, including developing the alternative energy and carbohydrates solutions and arranging flexible production according to market demand, expanding business in the emerging countries within ASEAN, strengthening its brand and expanding its distribution channels and extending its market reach so as to establish middle to long term competitive advantages and growth drivers.

越南區經濟在上半年處於嚴酷的挑戰，由於能源成本大漲，但售價無法充分反映，壓低了獲利空間。預計下半年成本上漲壓力仍舊存在，但售價因中國味精業者減產，價格將有機會調升，以抵銷生產成本之增加。澱粉糖的開發下半年將有具體的成果，麥芽糖廠預計會完成建廠，正式投入生產，將可對澱粉事業的多元化有所助益。

肥飼料因積極進行為客戶度身訂造產品，提升肥飼料的附加價值，在上半年肥飼料營收獲利已有增長，這將是未來繼續努力的方向。

為進一步促進本集團的業務發展及提升其於越南的生產設施，於二零一三年八月十五日，越南味丹與獨立第三方訂立設備採購協議，以購買煤粉鍋爐，代價為44,250,000美元（相等於約342,937,500港元）。

此外，長期策略下的各項工作，在下半年將依原計劃進行：如能源、糖源代替方案，依市場需求靈活彈性生產，東盟新興國家業務推展，品牌力度的強化及通路和市場的深耕，以期奠定中長期競爭優勢及增長動力。

Other Information

其他資料

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any listed securities of the Company during the financial period under review.

DIRECTORS' INTERESTS OR SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

(a) As at 30 June 2013, the interests of Directors of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO"), were as follows:—

| Name 姓名 | Capacity 身份 | Interests in shares 於股份中之權益 | |
|--------------------------------|--|---|--|
| | | Number of ordinary shares 普通股數目 | Percentage of issued shares of the Company 佔本公司已發行 股份百分比 |
| Mr. YANG, Tou-Hsiung 楊頭雄先生 | Interest of company controlled by him 於其控制之企業之權益 | 169,730,196 (Notes 1 and 3) (附註1及3) | 11.15% |
| Mr. YANG, Cheng 楊正先生 | Interest of company controlled by him 於其控制之企業之權益 | 169,730,196 (Notes 2 and 3) (附註2及3) | 11.15% |
| Mr. HUANG, Ching-Jung 黃景榮先生 | Beneficial owner 實益擁有人 | 200,000 | 0.01% |
| Mr. CHAO, Pei-Hong 趙培宏先生 | Beneficial owner 實益擁有人 | 500,000 | 0.03% |

Notes:

- Mr. YANG, Tou-Hsiung was entitled to exercise or control the exercise of more than one-third of the voting power of King International Limited ("King International"). Mr. YANG, Tou-Hsiung was therefore deemed to have interest in the 169,730,196 shares of the Company as held by King International.
- Mr. YANG, Cheng was entitled to exercise or control the exercise of more than one-third of the voting power of King International. Mr. YANG, Cheng was therefore deemed to have interest in the 169,730,196 shares of the Company as held by King International.
- The interests that Mr. YANG, Tou-Hsiung and Mr. YANG, Cheng had in the 169,730,196 shares were of the same block of shares.

購買、贖回或出售本公司上市證券

本公司或其任何附屬公司概無於回顧財政期內購買、出售或贖回本公司任何上市證券。

董事於股份、相關股份及債權證之權益或淡倉

(a) 於二零一三年六月三十日，本公司董事於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）之股份、相關股份及債權證中擁有之權益如下：

附註：

- 楊頭雄先生有權行使或控制行使King International Limited（「King International」）超過三分之一的投票權。楊頭雄先生因而被視為於King International持有之169,730,196股本公司股份中擁有權益。
- 楊正先生有權行使或控制行使King International超過三分之一的投票權。楊正先生因而被視為於King International持有之169,730,196股本公司股份中擁有權益。
- 楊頭雄先生及楊正先生所擁有之169,730,196股股份權益乃關於同一批股份。

Other Information

其他資料

Save as disclosed above, as at 30 June 2013, none of the Directors or chief executives of the Company had or was deemed to have any interest or short position in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which (a) were required to be notified the Company and The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO; or (b) were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix 10 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "Listing Rules of the Hong Kong Stock Exchange"), to be notified the Company and the Hong Kong Stock Exchange; nor had they been granted such rights.

SUBSTANTIAL SHAREHOLDERS' INTERESTS OR SHORT POSITIONS IN SHARES

So far as known to the Company, as at 30 June 2013, other than the interests of the Directors or chief executives of the Company, the following persons had interests in the shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO:

| Name 名稱 | Capacity 身份 | Number of ordinary shares 普通股數目 | Percentage of issued shares of the Company 佔本公司已發行 股份百分比 |
|--|--|---------------------------------------|--|
| Billion Power Limited ("Billion Power") | Beneficial owner 實益擁有人 | 460,237,609 (Note 1) (附註1) | 30.22% |
| Vedan Enterprise Corporation ("Taiwan Vedan") 味丹企業股份有限公司(「台灣味丹」) | Interest held by its controlled corporation 於其控制之企業之權益 | 460,237,609 | 30.22% |
| King International | Beneficial owner 實益擁有人 | 169,730,196 | 11.15% |
| Concord Worldwide Holdings Limited | Beneficial owner 實益擁有人 | 127,297,646 | 8.36% |
| High Capital Investments Limited | Beneficial owner 實益擁有人 | 127,297,646 | 8.36% |

Notes:

1. Billion Power was a wholly-owned subsidiary of Taiwan Vedan. Taiwan Vedan was therefore deemed to be interested in these 460,237,609 shares held by Billion Power.

除上文所披露者外，於二零一三年六月三十日，概無本公司董事或最高行政人員於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）之股份、相關股份及債權證中，擁有或被視為擁有(a)根據證券及期貨條例第XV部第7及第8分部須知會本公司及香港聯合交易所有限公司（「香港聯交所」）之任何權益或淡倉；或(b)根據證券及期貨條例第352條須列入該條所述之登記冊內之任何權益或淡倉；或(c)根據香港聯合交易所有限公司證券上市規則（「香港聯交所上市規則」）附錄10所載之《上市發行人董事進行證券交易的標準守則》須知會本公司及香港聯交所之任何權益或淡倉；彼等亦無獲授予上述權利。

主要股東於股份之權益或淡倉

據本公司所知，於二零一三年六月三十日，除本公司董事或最高行政人員之權益外，以下人士於本公司股份中擁有根據證券及期貨條例第XV部第2及第3分部之條文須向本公司披露之權益，或列入本公司根據證券及期貨條例第336條須存置之登記冊之權益：

附註：

1. Billion Power為台灣味丹的全資附屬公司，故台灣味丹被視為擁有該等由Billion Power所持有之460,237,609股股份之權益。

Other Information

其他資料

Save as disclosed above, so far as is known to the Company, as at 30 June 2013, no other person (not being a Director or chief executive of the Company) had any interests or short positions in shares or underlying shares of the Company which would fall to be disclosed to the Company and the Hong Kong Stock Exchange, under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were recorded in the register required to be kept by the Company under Section 336 of the SFO.

COMPLIANCE WITH MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has made specific enquiries of all Directors to confirm that they have complied with the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 of the Listing Rules of the Hong Kong Stock Exchange during the reporting period up to 30 June 2013.

COMPLIANCE WITH APPENDIX 14 OF THE LISTING RULES OF THE HONG KONG STOCK EXCHANGE

The Company has complied with the provisions of the Corporate Governance Code ("CG Code") set out in Appendix 14 of the Listing Rules of the Hong Kong Stock Exchange during the reporting period up to 30 June 2013.

In respect of code provisions A.6.7 and E.1.2 of the CG Code, Mr. HUANG, Ching-Jung and Mr. CHOU, Szu-Cheng, the Non-executive Directors and Mr. CHEN, Joen-Ray and Mr. HSIEH, Lung-Fa, two of the Independent Non-executive Directors were not in the position to attend the annual general meeting of the Company held on 21 May 2013 due to business commitments.

EMPLOYEE INFORMATION

On 30 June 2013, the Group had 3,667 employees of whom 3,355 are based in Vietnam, 297 in China and 15 in Taiwan.

The Group remunerates its employees based on their work performance, professional experiences and prevailing industry practices and related policies and packages are reviewed periodically by the management. Apart from pension funds, discretionary bonuses and share options are awarded to certain employees according to their respective individual performance assessment.

除上文所披露者外，據本公司所知，於二零一三年六月三十日，概無其他人士（並非本公司董事或最高行政人員）於本公司之股份或相關股份中擁有根據證券及期貨條例第XV部第2及第3分部之條文須向本公司及香港聯交所披露之任何權益或淡倉，或須列入本公司根據證券及期貨條例第336條須存置之登記冊之任何權益或淡倉。

遵守董事進行證券交易的標準守則

經本公司具體查詢後，所有董事已確認，彼等於報告期內截至二零一三年六月三十日已遵守香港聯交所上市規則附錄10所載《上市發行人董事進行證券交易的標準守則》。

遵守香港聯交所上市規則附錄14

截至二零一三年六月三十日的報告期內，本公司一直遵守香港聯交所上市規則附錄14所載《企業管治守則》之條文。

就《企業管治守則》之守則條文A.6.7條及E.1.2條，非執行董事黃景榮先生及周賜程先生及獨立非執行董事陳忠瑞先生及謝龍發先生因業務關係未克出席本公司於二零一三年五月二十一日舉行之股東周年大會。

僱員資料

於二零一三年六月三十日，本集團僱有3,667名僱員，其中3,355名駐於越南、297名駐於中國以及15名駐於台灣。

本集團僱員之薪酬乃按工作表現、專業資歷及普遍行業慣例釐訂。管理層會定期檢討本集團僱員之薪酬政策及待遇。除退休金外，本集團亦按照彼等各自的個別表現評估向若干僱員酌情發放花紅及購股權。

Other Information

其他資料

AUDIT COMMITTEE

The Audit Committee has reviewed with the management the accounting principles and practices adopted by the Group and discussed internal controls and financial reporting matters including the review of the unaudited interim condensed consolidated financial information for the six months ended 30 June 2013. The Audit Committee comprises the four Independent Non-executive Directors of the Company.

SHARE OPTION SCHEMES

On 13 June 2003, the Pre-IPO Share Option Scheme and the Share Option Scheme were approved by shareholders under which the Directors of the Company may, at their discretion, offer any employee (including any executive director) of the Company or of any of its subsidiaries, options to subscribe for shares in the Company subject to the terms and conditions stipulated in the two schemes.

Options to subscribe for 29,770,000 Shares had been granted to employees on 13 June 2003 under the Pre-IPO Share Option Scheme. No further options can be, or have been, issued under the Pre-IPO Share Option Scheme from 27 June 2003, the date of listing of the Shares on the Hong Kong Stock Exchange.

The Pre-IPO Share Option Scheme has expired on 12 June 2008 and any outstanding share options have expired and have been cancelled.

INTERIM DIVIDEND

The Board has resolved to declare an interim dividend for the six months ended 30 June 2013 of 0.101 US cents per share. The interim dividend will be paid on 10 October 2013 in HK dollar to shareholders whose name appear on the register of members of the Company on 27 September 2013. The HK\$ equivalent of the interim dividend is 0.782 HK cents per share, which is based on the exchange rate of US\$ against HK\$ at US\$1.00 to HK\$7.7446 as quoted by The Hong Kong Association of Banks on 20 August 2013.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Wednesday, 25 September 2013 to Friday, 27 September 2013 (both days inclusive), during such period no transfer of the Company's shares will be registered. In order to be eligible to receive the interim dividend for the six months ended 30 June 2013, unregistered holders of the Company's shares must lodge all transfer documents accompanied by the relevant share certificates with the Company's branch share registrar in Hong Kong, Tricor Tengis Limited, at 26/F, Tesbury Centre, 28 Queen's Road East, Hong Kong not later than 4:30 p.m. on Tuesday, 24 September 2013.

審計委員會

審計委員會已聯同管理層審閱本集團採納之會計原則和慣例，並已討論內部監控和財務申報事宜，包括審閱截至二零一三年六月三十日止六個月之未經審核中期簡明合併財務資料。審計委員會之成員包括本公司四位獨立非執行董事。

購股權計劃

二零零三年六月十三日，股東已批准首次公開發售前購股權計劃及購股權計劃。據此，本公司董事可酌情向本公司或其任何附屬公司任何僱員（包括任何執行董事）授出購股權，以根據該兩項購股權計劃之條款及條件認購本公司股份。

二零零三年六月十三日，已根據首次公開發售前購股權計劃向僱員授出可認購29,770,000股股份之購股權。自二零零三年六月二十七日（即股份於香港聯交所上市之日）起，再不可亦並無根據首次公開發售前購股權計劃授出購股權。

首次公開發售前購股權計劃已於二零零八年六月十二日屆滿，任何尚未行使之購股權已失效及註銷。

中期股息

董事會決議宣派截至二零一三年六月三十日止六個月之中期股息每股0.101美仙。中期股息將於二零一三年十月十日以港元支付予於二零一三年九月二十七日名列本公司股東名冊的股東。中期股息將按香港銀行公會於二零一三年八月二十日所報之美元兌港元匯率1.00美元兌7.7446港元換算，即每股0.782港仙。

暫停辦理股份過戶登記

本公司將於二零一三年九月二十五日（星期三）至二零一三年九月二十七日（星期五）（包括首尾兩天）暫停辦理股份過戶登記手續，期間概不會辦理本公司股份過戶。為符合資格收取截至二零一三年六月三十日止六個月之中期股息，尚未登記的本公司股份持有人須不遲於二零一三年九月二十四日（星期二）下午四時三十分將所有過戶文件連同有關股票送達本公司香港股份過戶登記分處卓佳登捷時有限公司，地址為香港皇后大道東28號金鐘匯中心26樓。

Review Report of the Independent Auditor

獨立核數師審閱報告

**REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION
TO THE BOARD OF DIRECTORS OF
VEDAN INTERNATIONAL (HOLDINGS) LIMITED**
(incorporated in the Cayman Islands with limited liability)

INTRODUCTION

We have reviewed the interim financial information set out on pages 21 to 44, which comprises the interim condensed consolidated balance sheet of Vedan International (Holdings) Limited (the "Company") and its subsidiaries (together, the "Group") as at 30 June 2013 and the related interim condensed consolidated income statement, statement of comprehensive income, changes in equity and cash flows for the six-month period then ended, and a summary of significant accounting policies and other explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting". Our responsibility is to express a conclusion on this interim financial information based on our review and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

SCOPE OF REVIEW

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

CONCLUSION

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

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 20 August 2013

中期財務資料審閱報告
致味丹國際(控股)有限公司董事會

(於開曼群島註冊成立的有限公司)

引言

本核數師(以下簡稱「我們」)已審閱列載於第21至44頁的中期財務資料,此中期財務資料包括味丹國際(控股)有限公司(「貴公司」)及其子公司(合稱「貴集團」)於二零一三年六月三十日的中期簡明合併資產負債表與截至該日止六個月期間的相關中期簡明合併收益表、全面收益表、權益變動表和現金流量表,以及主要會計政策概要和其他附註解釋。香港聯合交易所有限公司證券上市規則規定,就中期財務資料編製的報告必須符合以上規則的有關條文以及香港會計師公會頒佈的香港會計準則第34號「中期財務報告」。貴公司董事須負責根據香港會計準則第34號「中期財務報告」編製及列報該等中期財務資料。我們的責任是根據我們的審閱對該等中期財務資料作出結論,並按照委聘之條款僅向整體董事會報告,除此之外本報告別無其他目的。我們不會就本報告的內容向任何其他人士負上或承擔任何責任。

審閱範圍

我們已根據香港會計師公會頒佈的香港審閱準則第2410號「由實體的獨立核數師執行中期財務資料審閱」進行審閱。審閱中期財務資料包括主要向負責財務和會計事務的人員作出查詢,及應用分析性和其他審閱程序。審閱的範圍遠較根據香港審計準則進行審核的範圍為小,故不能令我們可保證我們將知悉在審核中可能被發現的所有重大事項。因此,我們不會發表審核意見。

結論

按照我們的審閱,我們並無發現任何事項,令我們相信中期財務資料在各重大方面未有根據香港會計準則第34號「中期財務報告」編製。

羅兵咸永道會計師事務所
執業會計師

香港,二零一三年八月二十日

Interim Condensed Consolidated Balance Sheet

中期簡明合併資產負債表

| | | Note 附註 | Unaudited 未經審核 30 June 2013 二零一三年 六月三十日 US\$'000 千美元 | Audited 經審核 31 December 2012 二零一二年 十二月三十一日 US\$'000 千美元 |
|--|----------------|------------|---|--|
| ASSETS | 資產 | | | |
| Non-current assets | 非流動資產 | | | |
| Land use rights | 土地使用權 | 7 | 2,216 | 2,205 |
| Property, plant and equipment | 物業、廠房及設備 | 7 | 133,147 | 140,626 |
| Intangible assets | 無形資產 | 7 | 11,723 | 12,226 |
| Long-term loan and receivables | 長期貸款及應收款項 | | 127 | 134 |
| Investment in an associate | 於一間聯營公司之投資 | 8 | 3,033 | 3,042 |
| Deferred income tax assets | 遞延所得稅資產 | | 24 | 58 |
| Total non-current assets | 非流動資產總值 | | 150,270 | 158,291 |
| Current assets | 流動資產 | | | |
| Inventories | 存貨 | | 107,974 | 91,096 |
| Trade receivables | 應收貿易賬款 | 9 | 33,806 | 41,703 |
| Amount due from the non-controlling interest of a subsidiary | 應收附屬公司非控股權益之款項 | | 1,416 | 1,405 |
| Prepayments and other receivables | 預付款項及其他應收款項 | | 9,514 | 9,339 |
| Current income tax recoverable | 即期可收回所得稅 | | - | 41 |
| Short-term bank deposits | 短期銀行存款 | | 5,966 | 7,387 |
| Cash and cash equivalents | 現金及現金等價物 | | 28,322 | 42,567 |
| | | | 186,998 | 193,538 |
| Non-current assets held for sale | 持作出售非流動資產 | 7 | - | 1,900 |
| Total current assets | 流動資產總值 | | 186,998 | 195,438 |
| Total assets | 資產總值 | | 337,268 | 353,729 |

Interim Condensed Consolidated Balance Sheet 中期簡明合併資產負債表

| | | Note 附註 | Unaudited 未經審核 30 June 2013 二零一三年 六月三十日 US\$'000 千美元 | Audited 經審核 31 December 2012 二零一二年 十二月三十一日 US\$'000 千美元 |
|---|-------------------|------------|---|--|
| EQUITY | 權益 | | | |
| Equity attributable to the owners of the Company | 本公司擁有人應佔權益 | | | |
| Share capital | 股本 | 10 | 15,228 | 15,228 |
| Reserves | 儲備 | | | |
| – Proposed interim/final dividends | – 建議中期/末期股息 | 18 | 1,536 | 2,205 |
| – Others | – 其他 | | 256,268 | 254,977 |
| | | | 273,032 | 272,410 |
| Non-controlling interest | 非控股權益 | | (1,361) | (1,010) |
| Total equity | 權益總額 | | 271,671 | 271,400 |
| LIABILITIES | 負債 | | | |
| Non-current liabilities | 非流動負債 | | | |
| Bank borrowings | 銀行借貸 | 12 | 3,243 | 5,267 |
| Deferred income tax liabilities | 遞延所得稅負債 | | 5,693 | 6,180 |
| Provision for long service payment | 長期服務金撥備 | | 1,294 | 1,262 |
| Total non-current liabilities | 非流動負債總額 | | 10,230 | 12,709 |
| Current liabilities | 流動負債 | | | |
| Trade payables | 應付貿易賬款 | 11 | 22,519 | 23,113 |
| Accruals and other payables | 應計費用及其他應付款項 | | 10,065 | 15,732 |
| Amount due to related parties | 應付有關連人士款項 | 20(c) | 323 | 323 |
| Bank borrowings | 銀行借貸 | 12 | 17,418 | 23,273 |
| Current portion of non-current bank borrowings | 非即期銀行借貸之即期部份 | | | |
| | | 12 | 4,045 | 4,679 |
| Current income tax liabilities | 即期所得稅負債 | | 997 | 2,500 |
| Total current liabilities | 流動負債總額 | | 55,367 | 69,620 |
| Total liabilities | 負債總額 | | 65,597 | 82,329 |
| Total equity and liabilities | 權益及負債總額 | | 337,268 | 353,729 |
| Net current assets | 流動資產淨值 | | 131,631 | 125,818 |
| Total assets less current liabilities | 資產總值減流動負債 | | 281,901 | 284,109 |

The notes on pages 27 to 44 form an integral part of this interim condensed consolidated financial information.

載於第27至44頁之附註乃構成本中期簡明合併財務資料之一部份。

Interim Condensed Consolidated Income Statement

中期簡明合併收益表

Unaudited
Six months ended 30 June
未經審核
截至六月三十日止六個月

| | | Note 附註 | 2013 二零一三年 US\$'000 千美元 | 2012 二零一二年 US\$'000 千美元 |
|--|---------------------|------------|----------------------------------|----------------------------------|
| Revenue | 收益 | 6 | 166,956 | 179,966 |
| Cost of sales | 銷售成本 | 14 | (142,040) | (149,736) |
| Gross profit | 毛利 | | 24,916 | 30,230 |
| Other (losses)/gains – net | 其他(虧損)/收益—淨額 | 13 | (10) | 290 |
| Gain on disposal of non-current assets held for sale | 出售持作出售非流動資產之 收益 | 7(ii) | 986 | – |
| Selling and distribution expenses | 銷售及分銷開支 | 14 | (11,396) | (11,189) |
| Administrative expenses | 行政開支 | 14 | (12,259) | (14,050) |
| Operating profit | 經營溢利 | | 2,237 | 5,281 |
| Finance income | 財政收入 | | 495 | 521 |
| Finance costs | 財政支出 | | (434) | (659) |
| Finance income/(costs) – net | 財政收入/(支出)—淨額 | 15 | 61 | (138) |
| Share of post-tax loss of an associate | 應佔一間聯營公司除稅後虧損 | 8 | (9) | (114) |
| Profit before income tax | 除所得稅前溢利 | | 2,289 | 5,029 |
| Income tax expense | 所得稅開支 | 16 | (768) | (1,801) |
| Profit for the period | 期內溢利 | | 1,521 | 3,228 |
| Profit attributable to: | 以下各方應佔溢利: | | | |
| – Owners of the Company | – 本公司擁有人 | | 1,920 | 3,673 |
| – Non-controlling interest | – 非控股權益 | | (399) | (445) |
| | | | 1,521 | 3,228 |
| Earnings per share for profit attributable to the owners of the Company | 本公司擁有人應佔溢利之 每股盈利 | | | |
| – Basic earnings per share (expressed in US cents) | – 每股基本盈利 (以美仙列示) | 17 | 0.13 | 0.24 |
| – Diluted earnings per share (expressed in US cents) | – 每股攤薄盈利 (以美仙列示) | 17 | 0.13 | 0.24 |

The notes on pages 27 to 44 form an integral part of this interim condensed consolidated financial information.

載於第27至44頁之附註乃構成本中期簡明合併財務資料之一部份。

Interim Condensed Consolidated Statement of Comprehensive Income

中期簡明合併全面收益表

| | | Unaudited Six months ended 30 June 未經審核 截至六月三十日止六個月 | |
|---|-----------------|--|----------------------------------|
| | | 2013 二零一三年 US\$'000 千美元 | 2012 二零一二年 US\$'000 千美元 |
| Profit for the period | 期內溢利 | 1,521 | 3,228 |
| Other comprehensive income | 其他全面收入 | | |
| Item that may be reclassified to profit or loss | 可重新分類為損益之項目 | | |
| Currency translation differences | 匯兌差額 | 955 | (207) |
| Total comprehensive income for the period | 期內全面收入總額 | 2,476 | 3,021 |
| Total comprehensive income for the period attributable to: | 以下各方應佔期內全面收入總額： | | |
| - Owners of the Company | - 本公司擁有人 | 2,827 | 3,472 |
| - Non-controlling interest | - 非控股權益 | (351) | (451) |
| | | 2,476 | 3,021 |

The notes on pages 27 to 44 form an integral part of this interim condensed consolidated financial information.

載於第27至44頁之附註乃構成本中期簡明合併財務資料之一部份。

Interim Condensed Consolidated Statement of Changes in Equity

中期簡明合併權益變動表

| | | Attributable to the owners of the Company 本公司擁有人應佔 | | | | | Non-controlling interest | | Total equity |
|---|------------------------|---|---------------|------------------|----------------|-------------------|--------------------------|--------------------------|--------------|
| | | Share capital | Share premium | Exchange reserve | Merger reserve | Retained earnings | Total | Non-controlling interest | Total equity |
| | | 股本 | 股份溢價 | 匯兌儲備 | 合併儲備 | 保留盈利 | 總計 | 非控股權益 | 權益總額 |
| | | US\$'000 | US\$'000 | US\$'000 | US\$'000 | US\$'000 | US\$'000 | US\$'000 | US\$'000 |
| | | 千美元 | 千美元 | 千美元 | 千美元 | 千美元 | 千美元 | 千美元 | 千美元 |
| Balance at 1 January 2012 | 於二零一二年一月一日之結餘 | 15,228 | 47,358 | 15,268 | 79,994 | 113,990 | 271,838 | (217) | 271,621 |
| Comprehensive income | 全面收入 | | | | | | | | |
| Profit for the period | 期內溢利 | - | - | - | - | 3,673 | 3,673 | (445) | 3,228 |
| Other comprehensive income: | 其他全面收入: | | | | | | | | |
| Currency translation differences | 匯兌差額 | - | - | (201) | - | - | (201) | (6) | (207) |
| Total comprehensive income for the period ended 30 June 2012 | 截至二零一二年六月三十日止期間之全面收入總額 | - | - | (201) | - | 3,673 | 3,472 | (451) | 3,021 |
| Transactions with owners in their capacity as owners: | 與擁有人(以其擁有人身份)進行交易: | | | | | | | | |
| Dividends relating to 2011 paid in May 2012 | 於二零一二年五月支付之二零一一年度股息 | - | - | - | - | (4,740) | (4,740) | - | (4,740) |
| Total transactions with owners | 與擁有人之總交易額 | - | - | - | - | (4,740) | (4,740) | - | (4,740) |
| Balance at 30 June 2012 | 於二零一二年六月三十日之結餘 | 15,228 | 47,358 | 15,067 | 79,994 | 112,923 | 270,570 | (668) | 269,902 |
| Balance at 1 January 2013 | 於二零一三年一月一日之結餘 | 15,228 | 47,358 | 15,438 | 79,994 | 114,392 | 272,410 | (1,010) | 271,400 |
| Comprehensive income | 全面收入 | | | | | | | | |
| Profit for the period | 期內溢利 | - | - | - | - | 1,920 | 1,920 | (399) | 1,521 |
| Other comprehensive income: | 其他全面收入: | | | | | | | | |
| Currency translation differences | 匯兌差額 | - | - | 907 | - | - | 907 | 48 | 955 |
| Total comprehensive income for the period ended 30 June 2013 | 截至二零一三年六月三十日止期間之全面收入總額 | - | - | 907 | - | 1,920 | 2,827 | (351) | 2,476 |
| Transactions with owners in their capacity as owners: | 與擁有人(以其擁有人身份)進行交易: | | | | | | | | |
| Dividends relating to 2012 paid in May 2013 | 於二零一三年五月支付之二零一二年度股息 | - | - | - | - | (2,205) | (2,205) | - | (2,205) |
| Total transactions with owners | 與擁有人之總交易額 | - | - | - | - | (2,205) | (2,205) | - | (2,205) |
| Balance at 30 June 2013 | 於二零一三年六月三十日之結餘 | 15,228 | 47,358 | 16,345 | 79,994 | 114,107 | 273,032 | (1,361) | 271,671 |

The notes on pages 27 to 44 form an integral part of this interim condensed consolidated financial information.

載於第27至44頁之附註乃構成本中期簡明合併財務資料之一部份。

Interim Condensed Consolidated Statement of Cash Flows

中期簡明合併現金流量表

| | | Unaudited Six months ended 30 June 未經審核 截至六月三十日止六個月 | |
|---|---------------------------|--|----------------------------------|
| | | 2013 二零一三年 US\$'000 千美元 | 2012 二零一二年 US\$'000 千美元 |
| | Note 附註 | | |
| Cash flows from operating activities | 經營業務產生之現金流量 | | |
| Cash (used in)/generated from operations | 業務(所用)/產生之現金 | (1,815) | 8,033 |
| Interest paid | 已付利息 | (427) | (652) |
| Interest received | 已收利息 | 495 | 521 |
| Income taxes paid | 已付所得稅 | (2,683) | (4,453) |
| Net cash (used in)/generated from operating activities | 經營業務(所用)/產生之現金淨額 | (4,430) | 3,449 |
| Cash flows from investing activities | 投資活動產生之現金流量 | | |
| Purchases of property, plant and equipment | 購買物業、廠房及設備 | 7 | (3,313) |
| Purchases of intangible assets | 購買無形資產 | 7 | (6) |
| Decrease in long-term prepayment of property, plant and equipment | 物業、廠房及設備之長期預付款項減少 | - | 27 |
| Proceeds from sale of property, plant and equipment | 銷售物業、廠房及設備所得款項 | 509 | 50 |
| Proceeds from sale of non-current assets held for sale | 銷售持作出售非流動資產之所得款項 | 7(ii) | - |
| Decrease/(increase) in short-term bank deposits | 短期銀行存款減少/(增加) | 1,421 | (1,920) |
| Increase in investment in an associate | 於聯營公司之投資增加 | 8 | (2,078) |
| Net cash generated from/(used in) investing activities | 投資活動產生/(所用)之現金淨額 | 496 | (7,240) |
| Cash flows from financing activities | 融資活動產生之現金流量 | | |
| Dividends paid | 已付股息 | 18 | (4,740) |
| Proceeds from new short-term bank borrowings | 新造短期銀行借貸所得款項 | 50,247 | 31,428 |
| Repayment of short-term bank borrowings | 償還短期銀行借貸 | (56,102) | (29,760) |
| Repayment of non-current bank borrowings | 償還非即期銀行借貸 | (2,658) | (2,657) |
| Repayment of payable to Vedan Enterprise Corporation ("Taiwan Vedan") | 償還結欠味丹企業股份有限公司(「台灣味丹」)之款項 | - | (1,083) |
| Net cash used in financing activities | 融資活動所用之現金淨額 | (10,718) | (6,812) |
| Net decrease in cash and cash equivalents | 現金及現金等價物減少淨額 | (14,652) | (10,603) |
| Cash and cash equivalents at beginning of the period | 於期初之現金及現金等價物 | 42,567 | 45,518 |
| Exchange gains/(losses) on cash and cash equivalents | 現金及現金等價物之匯兌收益/(虧損) | 407 | (82) |
| Cash and cash equivalents at end of the period | 於期末之現金及現金等價物 | 28,322 | 34,833 |

The notes on pages 27 to 44 are an integral part of this interim condensed consolidated financial information.

載於第27至44頁之附註乃構成本中期簡明合併財務資料之一部份。

Notes to the Interim Condensed Consolidated Financial Information

中期簡明合併財務資料附註

1 GENERAL INFORMATION

Vedan International (Holdings) Limited (“the Company”) and its subsidiaries (together, the “Group”) manufacture and sell fermentation-based food additives, biochemical products and cassava starch-based industrial products including modified starch, glucose syrup, Monosodium Glutamate (“MSG”), soda, acid and beverages. The products are sold to food distributors, international trading companies, and manufacturers of food, paper, textiles, and chemical products in Vietnam, other ASEAN member countries, the People’s Republic of China (the “PRC”), Japan, Taiwan, and several European countries.

The Company is a limited liability company incorporated in the Cayman Islands. The address of its registered office is Century Yard, Cricket Square, Hutchins Drive, P.O. Box 2681 GT, George Town, Grand Cayman, British West Indies.

The Company is listed on The Stock Exchange of Hong Kong Limited.

This interim condensed consolidated financial information is presented in US dollars (“US\$”), unless otherwise stated. This interim condensed consolidated financial information was approved for issue by the Board of Directors on 20 August 2013.

This interim condensed consolidated financial information has been reviewed, not audited.

2 BASIS OF PREPARATION

This interim condensed consolidated financial information for the six months ended 30 June 2013 has been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 “Interim Financial Reporting”. The interim condensed consolidated financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2012, which have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRS”).

1 一般資料

味丹國際(控股)有限公司(「本公司」)及其附屬公司(統稱「本集團」)生產及銷售各種發酵食品添加劑、生化產品及木薯澱粉工業產品(包括變性澱粉、葡萄糖糖漿、味精、蘇打及鹽酸)以及飲料。產品乃銷售往越南、其他東盟成員國家、中華人民共和國(「中國」)、日本、台灣及多個歐盟國家之食品分銷商、國際貿易公司,以及食品、紙品、紡織及化工產品生產商。

本公司為於開曼群島註冊成立之有限公司,註冊辦事處地址為: Century Yard, Cricket Square, Hutchins Drive, P.O. Box 2681 GT, George Town, Grand Cayman, British West Indies。

本公司於香港聯合交易所有限公司上市。

除另有列明外,本中期簡明合併財務資料以美元列值。本中期簡明合併財務資料於二零一三年八月二十日獲董事會批准發佈。

本中期簡明合併財務資料乃已審閱但未經審核。

2 編製基準

截至二零一三年六月三十日止六個月之中期簡明合併財務資料已根據香港會計準則第34號「中期財務報告」編製。中期簡明合併財務資料應與根據香港財務報告準則而編製之截至二零一二年十二月三十一日止年度之年度財務報表一併閱讀,始屬完備。

3 ACCOUNTING POLICIES

Except as described below, the accounting policies applied are consistent with those of the annual financial statements for the year ended 31 December 2012, as described in those annual financial statements.

Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings.

- (a) The following new standards, interpretation and amendments/revisions to standards are mandatory for the first time for the financial year beginning 1 January 2013, but are not currently relevant for the Group and have had no impact upon the reported financial information.

| | |
|------------------------------------|--|
| HKAS 1 (Amendment) | Presentation of Financial Statements |
| HKAS 19 (Amendment) | Employee Benefits |
| HKAS 27 (Revised) | Separate Financial Statements |
| HKAS 28 (Revised) | Associates and Joint Ventures |
| HKFRS 1 (Amendment) | First Time Adoption on Government Loans |
| HKFRS 7 (Amendment) | Financial Instruments: Disclosures – Offsetting Financial Assets and Financial Liabilities |
| HKFRS 10 | Consolidated Financial Statements |
| HKFRS 11 | Joint Arrangements |
| HKFRS 12 | Disclosure of Interests in Other Entities |
| HKFRS 13 | Fair Value Measurements |
| HK(IFRIC) – Int 20 | Stripping Costs in the Production Phase of a Surface Mine |
| Amendments to HKFRSs 10, 11 and 12 | Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities: Transition Guidance |
| Annual improvements project | Improvements to HKASs and HKFRSs 2011 |

3 會計政策

除下文所述者外，採用之會計政策與截至二零一二年十二月三十一日止年度之年度財務報表中所述之會計政策一致。

中期期間之所得稅按照預期年度總盈利適用之稅率累計。

- (a) 以下新準則、詮釋及準則之修訂本／修訂強制於二零一三年一月一日開始之財政年度首次採納，但有關修訂本目前與本集團無關，對所呈報財務資料亦無影響。

| | |
|-----------------------------|-----------------------------|
| 香港會計準則第1號(修訂本) | 呈列財務報表 |
| 香港會計準則第19號(修訂本) | 僱員福利 |
| 香港會計準則第27號(經修訂) | 獨立財務報表 |
| 香港會計準則第28號(經修訂) | 聯營公司及合營公司 |
| 香港財務報告準則第1號(修訂本) | 首次採用政府貸款 |
| 香港財務報告準則第7號(修訂本) | 金融工具：披露—抵銷財務資產及財務負債 |
| 香港財務報告準則第10號 | 合併財務報表 |
| 香港財務報告準則第11號 | 共同安排 |
| 香港財務報告準則第12號 | 披露於其他實體之權益 |
| 香港財務報告準則第13號 | 公平值計量 |
| 香港(國際財務報告詮釋委員會)—詮釋第20號 | 露天礦場生產階段之剝採成本 |
| 香港財務報告準則第10號、第11號及第12號(修訂本) | 合併財務報表、共同安排及披露於其他實體之權益：過渡指引 |
| 年度改進計劃 | 二零一一年香港會計準則及香港財務報告準則之改進 |

3 ACCOUNTING POLICIES (continued)

- (b) The following new standards, interpretation and amendments to standards have been issued, but are not effective for the financial year beginning 1 January 2013 and have not been early adopted.

| | | Effective for accounting periods beginning on or after 於下列日期 或之後開始之 會計期間生效 |
|---|--|---|
| HKAS 32 (Amendment) | Financial Instruments: Disclosure – Offsetting Financial Assets and Financial Liabilities | 1 January 2014 |
| 香港財務報告準則第32號(修訂本) | 金融工具：披露－抵銷財務資產及財務負債 | 二零一四年一月一日 |
| HKFRS 7 and HKFRS 9 (Amendments) | Mandatory Effective Date and Transition Disclosures | 1 January 2015 |
| 香港財務報告準則第7號及 香港財務報告準則第9號 (修訂本) | 強制生效日期及過渡性披露 | 二零一五年一月一日 |
| HKFRS 9 | Financial Instruments | 1 January 2015 |
| 香港財務報告準則第9號 | 金融工具 | 二零一五年一月一日 |
| Amendments to HKAS 36 | Recoverable Amount Disclosures for Non-financial Assets | 1 January 2014 |
| 香港會計準則第36號之修訂 | 非金融資產之可收回金額披露 | 二零一四年一月一日 |
| Amendments to HKFRSs 10, 12 and HKAS 27 (Revised 2011) | Investment Entities | 1 January 2014 |
| 香港財務報告準則第10號、第12號及 香港會計準則第27號之修訂 (二零一一年經修訂) | 投資實體 | 二零一四年一月一日 |
| HK(IFRIC) – Int 21 | Levies | 1 January 2014 |
| 香港(國際財務報告詮釋委員會) －詮釋第21號 | 徵稅 | 二零一四年一月一日 |

The Group has already commenced an assessment of the impact of adopting the above new standards, interpretation and amendments to standards. The Group is not yet in a position to state whether substantial changes to the Group's accounting policies and financial statements presentation will result.

3 會計政策(續)

- (b) 以下為已頒佈但於二零一三年一月一日開始之財政年度尚未生效，亦無提前採納之新準則、詮釋及準則之修訂本。

本集團已開始評估採納上述新準則、詮釋及準則之修訂本之影響。本集團尚未能釐定其會否令本集團之會計政策及財務報表之呈列方式出現重大變動。

4 ESTIMATES

The preparation of interim financial information requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

In preparing this interim condensed consolidated financial information, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended 31 December 2012, with the exception of changes in estimates that are required in determining the provision for income taxes.

5 FINANCIAL RISK MANAGEMENT

5.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including currency risk, fair value interest-rate risk and cash flow interest rate risk), credit risk and liquidity risk.

The interim condensed consolidated financial information do not include all financial risk management information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements as at 31 December 2012.

There have been no changes in the central treasury department (group treasury) since year end or in any risk management policies since the year end.

5.2 Liquidity risk

Compared to year end, there was no material change in the contractual undiscounted cash out flows for financial liabilities.

5.3 Fair value estimation

For the six months ended 30 June 2013, there were no significant changes in the business or economic circumstances that affect the fair value of the Group's financial assets and liabilities, and no reclassification of financial assets.

4 估計

編製中期財務資料需要管理層作出影響會計政策應用、所呈報資產及負債、收入及支出金額之判斷、估計及假設。實際結果可能有別於此等估計。

於編製本中期簡明合併財務資料時，除釐定所得稅撥備時所需之估計有變外，管理層對應用本集團會計政策所作出之重大判斷及估計結果不確定性之主要來源，均與截至二零一二年十二月三十一日止年度之合併財務報表所應用者相同。

5 財務風險管理

5.1 財務風險因素

本集團之業務承受各種財務風險：市場風險（包括貨幣風險、公平值利率風險及現金流量利率風險）、信貸風險及流動資金風險。

本中期簡明合併財務資料並未包括年度財務報表所需之所有財務風險管理資料及披露事項，並應連同本集團於二零一二年十二月三十一日之年度財務報表一併閱讀。

自年末起，中央財政部（集團財政部）或任何風險管理政策並無任何變動。

5.2 流動資金風險

與年末比較，財務負債之合約未折現現金流出量並無重大變動。

5.3 公平值估計

截至二零一三年六月三十日止六個月，業務或經濟環境並無出現足以影響本集團財務資產及財務負債之重大變動，而財務資產亦無任何重新分類。

6 SEGMENT ANALYSIS

The chief operating decision-maker has been identified as the Board of Directors collectively. The Directors review the Group's policies and information for the purposes of assessing performance and allocating resources.

The Group presents its operating segment results (below) based on the information reviewed by the chief operating decision-makers and used to make strategic decision. This information includes segment revenue, segment assets and capital expenditures.

The chief operating decision-makers consider the business from a geographical aspect. In presenting information on the basis of operating segments, segment revenue is based on the geographical presence of customers. Segment assets and capital expenditures are based on the geographical location of the assets.

(i) Segment revenue**6 分部分析**

主要營運決策者已確定為全體董事會成員。董事審閱本集團之政策及資料，以評核表現及分配資源。

本集團根據主要營運決策者所審閱並用於制定策略性決定之資料呈列其營運分部業績（見下文）。此等資料包括分部收益、分部資產及資本支出。

主要營運決策者從地理層面分析其業務。以營運分部呈列資料時，分部收益以客戶所在地區劃分。分部資產及資本支出則以資產所在地劃分。

(i) 分部收益

| | | Six months ended 30 June 截至六月三十日止六個月 | |
|--|--------------|--|--|
| | | 2013 二零一三年 US\$'000 千美元 | 2012 二零一二年 US\$'000 千美元 |
| Vietnam | 越南 | 79,698 | 83,778 |
| The PRC | 中國 | 17,342 | 17,287 |
| Japan | 日本 | 40,434 | 37,764 |
| Taiwan | 台灣 | 7,735 | 5,788 |
| ASEAN member countries (other than Vietnam) | 東盟成員國（不包括越南） | 16,647 | 24,560 |
| Other regions | 其他地區 | 5,100 | 10,789 |
| | | 166,956 | 179,966 |

6 SEGMENT ANALYSIS (continued)

(ii) Capital expenditures

| | | Six months ended 30 June 截至六月三十日止六個月 | |
|---------|----|---|----------------------------------|
| | | 2013 二零一三年 US\$'000 千美元 | 2012 二零一二年 US\$'000 千美元 |
| Vietnam | 越南 | 2,403 | 2,401 |
| The PRC | 中國 | 1,917 | 912 |
| | | 4,320 | 3,313 |

Capital expenditures are attributed to segments based on where the assets located.

Capital expenditures comprise additions of property, plant and equipment and intangible assets.

(iii) Total assets

| | | As at 30 June 2013 於 二零一三年 六月三十日 US\$'000 千美元 | As at 31 December 2012 於 二零一二年 十二月三十一日 US\$'000 千美元 |
|-----------|-----|--|--|
| Vietnam | 越南 | 271,482 | 287,876 |
| The PRC | 中國 | 57,550 | 57,082 |
| Hong Kong | 香港 | 7,457 | 8,308 |
| Taiwan | 台灣 | 698 | 401 |
| Singapore | 新加坡 | 81 | 62 |
| | | 337,268 | 353,729 |

Total assets are attributed to segments based on where the assets are located.

6 分部分析(續)

(ii) 資本支出

| | | Six months ended 30 June 截至六月三十日止六個月 | |
|---------|----|---|----------------------------------|
| | | 2013 二零一三年 US\$'000 千美元 | 2012 二零一二年 US\$'000 千美元 |
| Vietnam | 越南 | 2,403 | 2,401 |
| The PRC | 中國 | 1,917 | 912 |
| | | 4,320 | 3,313 |

資本支出乃根據資產所在地而分配至各分部。

資本支出包括添置物業、廠房及設備及無形資產。

(iii) 總資產

| | | As at 30 June 2013 於 二零一三年 六月三十日 US\$'000 千美元 | As at 31 December 2012 於 二零一二年 十二月三十一日 US\$'000 千美元 |
|-----------|-----|--|--|
| Vietnam | 越南 | 271,482 | 287,876 |
| The PRC | 中國 | 57,550 | 57,082 |
| Hong Kong | 香港 | 7,457 | 8,308 |
| Taiwan | 台灣 | 698 | 401 |
| Singapore | 新加坡 | 81 | 62 |
| | | 337,268 | 353,729 |

總資產乃根據資產所在地而分配至各分部。

7 CAPITAL EXPENDITURE

7 資本支出

| | | Intangible assets 無形資產 | | | | Total 總計 US\$'000 千美元 | Property, plant and equipment 物業、 廠房及設備 US\$'000 千美元 | Land use rights 土地使用權 US\$'000 千美元 |
|--|------------------------|-----------------------------------|---|-------------------------------------|-------------------------------------|--------------------------------|--|--|
| | | Goodwill 商譽 US\$'000 千美元 | Software and licence 軟件及牌照 US\$'000 千美元 | Brand name 品牌 US\$'000 千美元 | Trademarks 商標 US\$'000 千美元 | | | |
| Six months ended 30 June 2012 | 截至二零一二年 六月三十日止六個月 | | | | | | | |
| Opening net book amount as at 1 January 2012 | 於二零一二年一月一日之 期初賬面淨值 | 8,780 | 887 | 458 | 3,828 | 13,953 | 157,547 | 2,200 |
| Exchange differences | 匯兌差額 | (30) | - | - | - | (30) | (86) | (9) |
| Additions | 添置 | - | 6 | - | - | 6 | 3,313 | - |
| Disposals | 出售 | - | - | - | - | - | (40) | - |
| Amortisation and depreciation | 攤銷及折舊 | - | (68) | (57) | (604) | (729) | (11,718) | (25) |
| Impairment loss | 減值虧損 | - | - | - | - | - | (322) | - |
| Transfer to non-current assets held for sale (Note i) | 轉撥至持作出售非流動資產 (附註i) | - | - | - | - | - | (480) | - |
| Closing net book amount as at 30 June 2012 | 於二零一二年六月三十日之 期末賬面淨值 | 8,750 | 825 | 401 | 3,224 | 13,200 | 148,214 | 2,166 |
| Six months ended 30 June 2013 | 截至二零一三年 六月三十日止六個月 | | | | | | | |
| Opening net book amount as at 1 January 2013 | 於二零一三年一月一日之 期初賬面淨值 | 8,800 | 807 | - | 2,619 | 12,226 | 140,626 | 2,205 |
| Exchange differences | 匯兌差額 | 139 | - | - | - | 139 | 372 | 37 |
| Additions | 添置 | - | 25 | - | - | 25 | 4,295 | - |
| Disposals | 出售 | - | - | - | - | - | (964) | - |
| Amortisation and depreciation | 攤銷及折舊 | - | (63) | - | (604) | (667) | (11,182) | (26) |
| Closing net book amount as at 30 June 2013 | 於二零一三年六月三十日之 期末賬面淨值 | 8,939 | 769 | - | 2,015 | 11,723 | 133,147 | 2,216 |

Notes:

- (i) In March 2012, Vedan (Vietnam) Enterprise Corporation Limited ("Vietnam Vedan") entered into a preliminary agreement with an independent third party for the sale of certain property, plant and equipment. At 30 June 2012, the related assets had been reclassified as non-current assets held for sale.
- (ii) In November 2012, Veyu Enterprise Co. Ltd, a wholly owned subsidiary of Vietnam Vedan, entered into an agreement with an independent third party, to dispose of its property, plant and equipment located in Gia Lai Province in Vietnam for VND 60,000,000,000 (equivalent to US\$2,886,000). This transaction was completed in April 2013 and the relevant net gain of US\$986,000 had been recognised during the period ended 30 June 2013.

附註：

- (i) 於二零一二年三月，味丹（越南）股份有限公司（「越南味丹」）與獨立第三方就出售若干物業、廠房及設備訂立初步協議。於二零一二年六月三十日，相關資產已重新分類為持作出售非流動資產。
- (ii) 於二零一二年十一月，越南味丹之全資附屬公司Veyu Enterprise Co. Ltd與獨立第三方訂立協議，以出售位於越南嘉萊省之物業、廠房及設備，代價為60,000,000,000越南盾（相等於2,886,000美元）。該交易已於二零一三年四月完成，相關收益淨額約986,000美元已於截至二零一三年六月三十日止期間確認。

8 INVESTMENT IN AN ASSOCIATE

Movement on the investment in an associate is as follows:

| | | 2013 二零一三年 US\$'000 千美元 | 2012 二零一二年 US\$'000 千美元 |
|--|--------------|---|----------------------------------|
| As at 1 January | 於一月一日 | 3,042 | 1,008 |
| Additions | 增加 | - | 2,078 |
| Share of post-tax loss of an associate | 應佔一間聯營公司稅後虧損 | (9) | (114) |
| As at 30 June | 於六月三十日 | 3,033 | 2,972 |

The Group's share of the results of the associate and its assets and liabilities are shown below:

8 於一間聯營公司之投資

於一間聯營公司之投資變動如下：

本集團應佔聯營公司之業績以及其資產及負債列示如下：

| Name 名稱 | Country of incorporation 註冊成立國家 | Particulars of issued share capital 已發行股本詳情 | % interest held 持有權益% |
|--|---------------------------------------|--|--------------------------|
| Dacin International Holdings Limited 達欣國際控股有限公司 | The Cayman Islands 開曼群島 | 4,100,000 shares of US\$1 each 4,100,000股每股1美元之股份 | 30 |

Summary of financial information on associate – effective interest

聯營公司之財務資料概要 – 實際權益

| | | Assets 資產 US\$'000 千美元 | Liabilities 負債 US\$'000 千美元 | Revenues 收益 US\$'000 千美元 | Share of loss 應佔虧損 US\$'000 千美元 |
|-----------------|-----------------|---------------------------------|--------------------------------------|-----------------------------------|---|
| At 30 June 2013 | 於二零一三年 六月三十日 | 3,035 | (2) | - | (9) |
| At 30 June 2012 | 於二零一二年 六月三十日 | 2,974 | (2) | - | (114) |

The associate is principally engaged in real estate development in Vietnam. As of 30 June 2013, the associate has not started any development projects.

聯營公司於越南主要從事房地產發展。截至二零一三年六月三十日，聯營公司尚未開始任何發展項目。

9 TRADE RECEIVABLES

| | | As at 30 June 2013 於 二零一三年 六月三十日 US\$'000 千美元 | As at 31 December 2012 於 二零一二年 十二月三十一日 US\$'000 千美元 |
|---|--------------------------|--|---|
| Trade receivables from third parties | 應收第三方貿易賬款 | 35,112 | 43,207 |
| Trade receivables from a related party (Note 20(c)) | 應收有關連人士貿易賬款 (附註20(c)) | 336 | 105 |
| Less: provision for impairment of trade receivables | 減：應收貿易賬款減值撥備 | (1,642) | (1,609) |
| | | 33,806 | 41,703 |

The credit terms of trade receivables range from cash on delivery to 90 days. At 30 June 2013 and 31 December 2012, the ageing of the trade receivables based on invoice date were as follows:

應收貿易賬款之信貸期由貨到付現至90天。於二零一三年六月三十日及二零一二年十二月三十一日，應收貿易賬款按發票日期之賬齡分析如下：

| | | As at 30 June 2013 於 二零一三年 六月三十日 US\$'000 千美元 | As at 31 December 2012 於 二零一二年 十二月三十一日 US\$'000 千美元 |
|----------------|----------|--|---|
| 0 – 30 days | 0至30天 | 29,802 | 36,841 |
| 31 – 90 days | 31至90天 | 1,551 | 2,891 |
| 91 – 180 days | 91至180天 | 1,772 | 1,808 |
| 181 – 365 days | 181至365天 | 738 | 36 |
| Over 365 days | 365天以上 | 1,585 | 1,736 |
| | | 35,448 | 43,312 |

10 SHARE CAPITAL

| | | 10 股本 | | |
|---|------------------------------|--|-----------------------------|-----------------|
| | | Authorised ordinary shares 法定普通股 | | |
| | | Par value 面值 US\$ 美元 | Number of shares 股份數目 | US\$'000 千美元 |
| At 30 June 2013 and 31 December 2012 | 於二零一三年六月三十日及 二零一二年十二月三十一日 | 0.01 | 10,000,000,000 | 100,000 |
| | | Issued and fully paid ordinary shares 已發行及繳足普通股 | | |
| | | Par value 面值 US\$ 美元 | Number of shares 股份數目 | US\$'000 千美元 |
| At 30 June 2013 and 31 December 2012 | 於二零一三年六月三十日及 二零一二年十二月三十一日 | 0.01 | 1,522,742,000 | 15,228 |

11 TRADE PAYABLES

As at 30 June 2013, the ageing of the trade payables based on invoice date was as follows:

11 應付貿易賬款

於二零一三年六月三十日，應付貿易賬款按發票日期之賬齡分析如下：

| | | As at 30 June 2013 於 二零一三年 六月三十日 US\$'000 千美元 | As at 31 December 2012 於 二零一二年 十二月三十一日 US\$'000 千美元 |
|----------------|----------|--|--|
| 0 – 30 days | 0至30天 | 19,694 | 18,978 |
| 31 – 90 days | 31至90天 | 2,790 | 3,921 |
| 91 – 180 days | 91至180天 | 7 | 170 |
| 181 – 365 days | 181至365天 | 28 | 3 |
| Over 365 days | 365天以上 | - | 41 |
| | | 22,519 | 23,113 |

12 BANK BORROWINGS

12 銀行借貸

| | | As at 30 June 2013 於二零一三年 六月三十日 US\$'000 千美元 | As at 31 December 2012 於二零一二年 十二月三十一日 US\$'000 千美元 |
|--|------------------|--|--|
| Non-current | 非即期 | | |
| Bank borrowings | 銀行借貸 | | |
| – secured (Note 21) | – 有抵押 (附註21) | 7,288 | 9,946 |
| Current portion of non-current bank borrowings | 非即期銀行借貸之 即期部份 | | |
| – secured (Note 21) | – 有抵押 (附註21) | (4,045) | (4,679) |
| | | 3,243 | 5,267 |
| Current | 即期 | | |
| Bank borrowings | 銀行借貸 | | |
| – secured (Note 21) | – 有抵押 (附註21) | 12,922 | 19,243 |
| – unsecured | – 無抵押 | 4,496 | 4,030 |
| | | 17,418 | 23,273 |

At 30 June 2013, the Group's non-current bank borrowings were repayable as follows:

於二零一三年六月三十日，本集團之非即期銀行借貸須於以下期間償還：

| | | As at 30 June 2013 於二零一三年 六月三十日 US\$'000 千美元 | As at 31 December 2012 於二零一二年 十二月三十一日 US\$'000 千美元 |
|-----------------------|-------|--|--|
| Within 1 year | 一年內 | 4,045 | 4,679 |
| Between 1 and 2 years | 一年至兩年 | 3,243 | 4,045 |
| Between 2 and 5 years | 兩年至五年 | – | 1,222 |
| | | 7,288 | 9,946 |

12 BANK BORROWINGS (continued)

The carrying amounts of the borrowings are denominated in the following currencies:

| | | As at 30 June 2013 | As at 31 December 2012 |
|-------------------|-----|-----------------------------------|------------------------------|
| | | 於二零一三年 六月三十日 | 於二零一二年 十二月三十一日 |
| | | US\$'000 | US\$'000 |
| | | 千美元 | 千美元 |
| US\$ | 美元 | 23,710 | 32,189 |
| New Taiwan dollar | 新台幣 | 996 | 1,030 |
| | | 24,706 | 33,219 |

12 銀行借貸(續)

借貸之賬面值按以下貨幣計值：

13 OTHER (LOSSES)/GAINS – NET

| | | Six months ended 30 June | |
|---|-----------------------|---------------------------------|----------|
| | | 截至六月三十日止六個月 | |
| | | 二零一三年 | 二零一二年 |
| | | US\$'000 | US\$'000 |
| | | 千美元 | 千美元 |
| Net exchange losses | 匯兌虧損淨額 | (217) | (66) |
| (Loss)/gain on disposal of property, plant and equipment | 出售物業、廠房及設備 (虧損)/收益 | (28) | 10 |
| Sales of scrap materials | 廢料銷售 | 147 | 179 |
| Others | 其他 | 88 | 167 |
| | | (10) | 290 |

13 其他(虧損)/收益—淨額

14 EXPENSES BY NATURE

Expenses included in cost of sales, selling and distribution expenses and administrative expenses are analysed as follows:

| | | Six months ended 30 June 截至六月三十日止六個月 | |
|--|---------------------|---|----------------------------------|
| | | 2013 二零一三年 US\$'000 千美元 | 2012 二零一二年 US\$'000 千美元 |
| Changes in inventories of finished goods and work in progress | 製成品和在製品存貨變動 | (7,029) | 2,749 |
| Raw materials and consumables used | 已用原料和消耗品 | 129,788 | 126,857 |
| Amortisation of intangible assets (Note 7) | 無形資產攤銷(附註7) | 667 | 729 |
| Amortisation of land use rights (Note 7) | 土地使用權攤銷(附註7) | 26 | 25 |
| Depreciation on property, plant and equipment (Note 7) | 物業、廠房及設備折舊(附註7) | 11,182 | 11,718 |
| Impairment charge on property, plant and equipment (Note 7) | 物業、廠房及設備減值開支(附註7) | - | 322 |
| Operating lease expenses in respect of leasehold land | 有關租賃土地經營租約之開支 | 110 | 97 |
| Employee benefit expenses | 僱員福利開支 | 14,261 | 13,195 |
| Provision for impairment of trade receivables (Note 9) | 應收貿易賬款減值撥備(附註9) | 33 | 74 |
| Other expenses | 其他開支 | 16,657 | 19,209 |
| Total cost of sales, selling and distribution expenses and administrative expenses | 銷售成本、銷售及分銷開支及行政開支總額 | 165,695 | 174,975 |

14 按性質分類之開支

銷售成本、銷售及分銷開支及行政開支所包括之開支分析如下：

15 FINANCE INCOME/(COSTS) – NET

| | | Six months ended 30 June 截至六月三十日止六個月 | |
|--|------------------|---|----------------------------------|
| | | 2013 二零一三年 US\$'000 千美元 | 2012 二零一二年 US\$'000 千美元 |
| Finance income – interest income on short-term bank deposits | 財政收入—短期銀行存款利息收入 | 495 | 521 |
| Interest expense on bank borrowings | 銀行借貸利息開支 | (434) | (610) |
| Amortisation of discount on long-term payable to a related party | 應付有關連人士之長期款項折讓攤銷 | - | (49) |
| Finance costs | 財政支出 | (434) | (659) |
| Finance income/(costs) – net | 財政收入／(支出) – 淨額 | 61 | (138) |

15 財政收入／(支出) – 淨額

16 INCOME TAX EXPENSE

Taxation on profits has been calculated on the estimated assessable profit for the period at the rates of taxation prevailing in the countries in which the Group operates.

The amount of income tax charged/(credited) to the consolidated income statement represents:

| | | Six months ended 30 June 截至六月三十日止六個月 | |
|-------------------------------|-------|--|----------------------------------|
| | | 2013 二零一三年 US\$'000 千美元 | 2012 二零一二年 US\$'000 千美元 |
| Enterprise income tax ("EIT") | 企業所得稅 | 1,255 | 2,247 |
| Deferred income tax | 遞延所得稅 | (487) | (446) |
| | | 768 | 1,801 |

EIT is provided on the basis of the statutory profit for financial reporting purposes, adjusted for income and expenses items which are not assessable or deductible for income tax purposes.

(i) Vietnam

The applicable EIT rates for the Group's operation in Vietnam range from 15% to 25%, as stipulated in the respective subsidiaries' investment licenses.

(ii) The PRC

The applicable EIT rate for the Group's operation in the PRC is 25%.

(iii) Singapore/Hong Kong

No Singapore/Hong Kong profits tax has been provided as the Group had no estimated assessable profit arising in or derived from Singapore and Hong Kong during the period.

(iv) Taiwan

The applicable EIT rate for the Group's operations in Taiwan is 17%.

16 所得稅開支

溢利之稅項就期內估計應課稅溢利按本集團營運所在國家之適用稅率計算。

於合併收益表內扣除／(抵免)之所得稅包括：

| | | Six months ended 30 June 截至六月三十日止六個月 | |
|-------------------------------|-------|--|----------------------------------|
| | | 2013 二零一三年 US\$'000 千美元 | 2012 二零一二年 US\$'000 千美元 |
| Enterprise income tax ("EIT") | 企業所得稅 | 1,255 | 2,247 |
| Deferred income tax | 遞延所得稅 | (487) | (446) |
| | | 768 | 1,801 |

企業所得稅按財務申報之法定溢利計算，且就所得稅之毋須課稅或不可扣減之收支項目作出調整。

(i) 越南

按附屬公司各自之投資許可證所訂明，本集團在越南之業務之適用企業所得稅率介乎15%至25%。

(ii) 中國

本集團在中國之業務之適用企業所得稅率為25%。

(iii) 新加坡／香港

由於本集團於期內並無在新加坡及香港賺取或獲得估計應課稅溢利，因此並無作出新加坡／香港利得稅撥備。

(iv) 台灣

本集團在台灣之業務之適用企業所得稅率為17%。

17 EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company of US\$1,920,000 (2012: US\$3,673,000) by 1,522,742,000 (2012: 1,522,742,000) ordinary shares in issue during the period.

Diluted earnings per share is the same as basic earnings per share as there are no dilutive instruments for the periods ended 30 June 2013 and 2012.

18 DIVIDENDS**17 每股盈利**

每股基本盈利按本公司擁有人應佔溢利1,920,000美元(二零一二年: 3,673,000美元)除以期內已發行普通股1,522,742,000股(二零一二年: 1,522,742,000股)計算。

截至二零一三年及二零一二年六月三十日止期間,由於並無攤薄工具,故每股攤薄盈利與每股基本盈利相同。

18 股息

Six months ended 30 June
截至六月三十日止六個月

| | | 2013 二零一三年 US\$'000 千美元 | 2012 二零一二年 US\$'000 千美元 |
|---|--|----------------------------------|----------------------------------|
| 2012 final dividend, paid of 0.145 US cents (2011: 0.311 US cents) per ordinary share | 已付二零一二年末期股息 每股普通股0.145美仙 (二零一一年: 0.311美仙) | 2,205 | 4,740 |
| 2013 interim dividend, proposed of 0.101 US cents (2012 interim: 0.144 US cents) per ordinary share | 擬派二零一三年中期股息 每股普通股0.101美仙 (二零一二年中期: 0.144美仙) | 1,536 | 2,200 |
| | | 3,741 | 6,940 |

19 COMMITMENTS**(i) Capital commitments**

The Group's capital expenditure contracted for at the balance sheet date but not yet incurred is as follows:

| | | As at 30 June 2013 於二零一三年 六月三十日 US\$'000 千美元 | As at 31 December 2012 於二零一二年 十二月三十一日 US\$'000 千美元 |
|---|------------------|--|---|
| Contracted but not provided for Property, plant and equipment | 已訂約但未撥備物業、廠房及設備 | 588 | 868 |
| Investment in an associate (Note i) | 於一間聯營公司之投資 (附註i) | 3,112 | 3,112 |
| | | 3,700 | 3,980 |

Notes:

- (i) Details of investment are disclosed in Note 8.
- (ii) For the total consideration of US\$44,250,000 for purchasing the Pulverized Coal Firing Boiler under Vietnam Vedan, US\$6,637,500 is to be paid as deposit by 2013. Remaining portion will be paid upon (a) arrival and confirmation of each batch of products to any harbour in Vietnam by both parties, and (b) completion of delivery of all equipment and materials with quality inspection. Details of the transaction are disclosed in Note 22.

(ii) Operating lease commitments

The Group had future aggregate minimum lease payments in respect of land and buildings under non-cancellable operating leases as follows:

| | | As at 30 June 2013 於二零一三年 六月三十日 US\$'000 千美元 | As at 31 December 2012 於二零一二年 十二月三十一日 US\$'000 千美元 |
|---|---------|--|---|
| Not later than one year | 一年內 | 171 | 121 |
| Later than one year and not later than five years | 一年後但五年內 | 673 | 456 |
| Later than five years | 五年後 | 3,846 | 2,797 |
| | | 4,690 | 3,374 |

19 承擔**(i) 資本承擔**

本集團於結算日已訂約但未產生之資本支出如下：

| | | As at 30 June 2013 於二零一三年 六月三十日 US\$'000 千美元 | As at 31 December 2012 於二零一二年 十二月三十一日 US\$'000 千美元 |
|---|------------------|--|---|
| Contracted but not provided for Property, plant and equipment | 已訂約但未撥備物業、廠房及設備 | 588 | 868 |
| Investment in an associate (Note i) | 於一間聯營公司之投資 (附註i) | 3,112 | 3,112 |
| | | 3,700 | 3,980 |

附註：

- (i) 投資詳情於附註8披露。
- (ii) 就越南味丹購買煤粉鍋爐之總代價44,250,000美元而言，6,637,500美元將作為訂金於二零一三年支付。其餘部份將於(a)每批產品抵達任何越南港口並經由訂約雙方確認，及(b)完成交付所有設備及物料並經質量驗收後支付。交易詳情於附註22披露。

(ii) 經營租約承擔

本集團根據不可撤銷經營租約就土地及樓宇須於未來支付之最低租賃款項總額如下：

20 RELATED PARTY TRANSACTIONS

- (a) The table below summarises the related party and nature of its relationship with the Company as at 30 June 2013:

| Related party 有關連人士 | Relationship with the Company 與本公司之關係 |
|------------------------|--|
| Taiwan Vedan 台灣味丹 | A substantial shareholder of the Company 本公司之主要股東 |

- (b) Significant related party transactions, which were carried out in the normal course of the Group's businesses are as follows:

| | | | Six months ended 30 June 截至六月三十日止六個月 | |
|---|----------------|------------|---|----------------------------------|
| | | | 2013 二零一三年 US\$'000 千美元 | 2012 二零一二年 US\$'000 千美元 |
| | | Note 附註 | | |
| Sale of goods to Taiwan Vedan | 向台灣味丹銷售貨品 | (i) | 1,859 | 1,083 |
| Purchase of goods from Taiwan Vedan | 向台灣味丹採購貨品 | (i) | 13 | – |
| Technological support fee paid to Taiwan Vedan | 向台灣味丹支付技術支援費 | (ii) | 1,136 | 1,613 |
| Agency commission income received from Taiwan Vedan | 向台灣味丹收取之代理佣金收入 | (ii) | 12 | 9 |

Note:

- (i) In the opinion of the directors of the Company, sales to/purchase from the related party were conducted in the normal course of business at prices and terms no less favourable than those charged to and contracted with other third party customers of the Group.
- (ii) In the opinion of the directors of the Company, the transactions were carried out in the normal course of business and the fees are charged in accordance with the terms of the underlying agreements.

20 有關連人士交易

- (a) 下表概述於二零一三年六月三十日之有關連人士及其與本公司之關係性質：

- (b) 在本集團正常業務過程中與有關連人士進行之重大交易如下：

附註：

- (i) 本公司董事認為，向有關連人士作出之銷售採購是在正常業務過程中進行，且價格及條款不遜於本集團向其他第三方客戶收取之價格及與該等客戶訂立之條款。
- (ii) 本公司董事認為，該等交易在正常業務過程中進行，並且根據相關協議之條款收費。

20 RELATED PARTY TRANSACTIONS (continued)**(c) Balances with the related party**

As at 30 June 2013 and 31 December 2012, the Group had the following significant balances with the related party:

| | | Note 附註 | As at 30 June 2013 於二零一三年 六月三十日 US\$'000 千美元 | As at 31 December 2012 於二零一二年 十二月三十一日 US\$'000 千美元 |
|--|---------------------|------------|--|--|
| Current: | 即期： | | | |
| Trade receivable from Taiwan Vedan (Note 9) | 應收台灣味丹貿易賬款 (附註9) | (i) | 336 | 105 |
| Other receivable from Taiwan Vedan | 其他應收台灣味丹款項 | (ii) | 8 | 9 |
| Amount due to Taiwan Vedan | 應付台灣味丹款項 | (ii) | (323) | (323) |

Note:

- (i) The balance with the related party is unsecured, interest-free and has credit terms ranging from 10 to 60 days (31 December 2012: 10 to 60 days).
- (ii) All these balances with the related party are unsecured, interest-free and have no fixed terms of repayment.

於二零一三年六月三十日及二零一二年十二月三十一日，本集團與有關連人士之主要結餘如下：

| | Note 附註 | As at 30 June 2013 於二零一三年 六月三十日 US\$'000 千美元 | As at 31 December 2012 於二零一二年 十二月三十一日 US\$'000 千美元 |
|--|------------|--|--|
| Current: | | | |
| Trade receivable from Taiwan Vedan (Note 9) | (i) | 336 | 105 |
| Other receivable from Taiwan Vedan | (ii) | 8 | 9 |
| Amount due to Taiwan Vedan | (ii) | (323) | (323) |

附註：

- (i) 與有關連人士之結餘均為無抵押、免息及信貸期介乎10至60天（二零一二年十二月三十一日：10至60天）。
- (ii) 所有該等與有關連人士之結餘均為無抵押、免息及無固定還款期。

21 BANKING FACILITIES

Save as disclosed in Note 12 to the interim condensed consolidated financial information, the Group's bank borrowings of US\$20,210,000 as at 30 June 2013 (31 December 2012: US\$29,189,000) were secured by legal charges over certain of the Group's property, plant and equipment with net book amount of approximately US\$15,394,000 (31 December 2012: US\$19,157,000).

22 SUBSEQUENT EVENT

On 15 August 2013, Vietnam Vedan entered into an Equipment Procurement Agreement with an independent third party, to purchase a Pulverized Coal Firing Boiler at a consideration of US\$44,250,000 (equivalent to approximately HK\$342,937,500).

21 銀行信貸

除於中期簡明合併財務資料附註12所披露者外，本集團於二零一三年六月三十日之銀行借貸20,210,000美元（二零一二年十二月三十一日：29,189,000美元）以賬面淨值約15,394,000美元（二零一二年十二月三十一日：19,157,000美元）之若干本集團物業、廠房及設備之法定押記抵押。

22 結算日後事項

於二零一三年八月十五日，越南味丹與獨立第三方訂立設備採購協議，以購買煤粉鍋爐，代價為44,250,000美元（相等於約342,937,500港元）。



Vedan International (Holdings) Limited

味丹國際(控股)有限公司

www.vedaninternational.com