

EYANG

宇陽控股(集團)有限公司 EYANG HOLDINGS (GROUP) CO., LIMITED

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

(股份代號 Stock Code : 117)



2014
Interim Report
中期報告

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公司資料

Corporate Information

董事會

執行董事

陳偉榮先生(主席兼行政總裁)

敬文平先生

王擘先生

非執行董事

陳浩先生

程吳生先生

張志林先生

獨立非執行董事

朱健宏先生

潘偉先生

劉煥彬先生

梁榮先生

麥家榮先生

審核委員會

朱健宏先生(主席)

潘偉先生

劉煥彬先生

梁榮先生

麥家榮先生

薪酬委員會

劉煥彬先生(主席)

陳偉榮先生

潘偉先生

朱健宏先生

提名委員會

劉煥彬先生(主席)

陳偉榮先生

朱健宏先生

註冊地址

Cricket Square, Hutchins Drive,
PO Box 2681,
Grand Cayman, KY1-1111,
Cayman Islands

BOARD OF DIRECTORS

Executive Directors

Mr. Chen Weirong (*Chairman and Chief Executive Officer*)

Mr. Jing Wenping

Mr. Wang Ye

Non-executive Directors

Mr. Chen Hao

Mr. Cheng Wusheng

Mr. Zhang Zhilin

Independent Non-executive Directors

Mr. Chu Kin Wang, Peleus

Mr. Pan Wei

Mr. Liu Huanbin

Mr. Liang Rong

Mr. Mak Ka Wing, Patrick

AUDIT COMMITTEE

Mr. Chu Kin Wang, Peleus (*Chairman*)

Mr. Pan Wei

Mr. Liu Huanbin

Mr. Liang Rong

Mr. Mak Ka Wing, Patrick

REMUNERATION COMMITTEE

Mr. Liu Huanbin (*Chairman*)

Mr. Chen Weirong

Mr. Pan Wei

Mr. Chu Kin Wang, Peleus

NOMINATION COMMITTEE

Mr. Liu Huanbin (*Chairman*)

Mr. Chen Weirong

Mr. Chu Kin Wang, Peleus

REGISTERED OFFICE

Cricket Square, Hutchins Drive,
PO Box 2681,
Grand Cayman, KY1-1111,
Cayman Islands

公司資料 Corporate Information

總辦事處及香港主要營業地點

香港灣仔軒尼詩道226號
寶華商業中心20樓A室

中國主要營業地點

中國深圳市南山區
高新技術產業園北區
朗山二號路
齊民道3號
宇陽大廈

授權代表

陳偉榮先生
梁偉忠先生

公司秘書

梁偉忠先生 *CPA*

主要股份過戶登記處

Appleby Trust (Cayman) Limited
Clifton House
75 Fort Street
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

香港股份過戶登記分處

香港中央證券登記有限公司
香港
灣仔
皇后大道東183號
合和中心17樓1712-16號舖

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Unit A, 20/F., Po Wah Commercial Centre
226 Hennessy Road
Wanchai
Hong Kong

PRINCIPAL PLACE OF BUSINESS IN THE PRC

EYANG Building
No. 3 Qimin Street
No. 2 Langshan Road, North Area
Hi-tech Industrial Park
Nanshan District
Shenzhen, the PRC

AUTHORISED REPRESENTATIVES

Mr. Chen Weirong
Mr. Leung Wai Chung

COMPANY SECRETARY

Mr. Leung Wai Chung *CPA*

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Appleby Trust (Cayman) Limited
Clifton House
75 Fort Street
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17th Floor
Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong

公司資料

Corporate Information

主要往來銀行

中國建設銀行
深圳平安銀行
香港花旗銀行
香港上海滙豐銀行
恒生銀行有限公司

中國公司律師

萬商律師事務所

開曼群島法律

Conyers Dill & Pearman

核數師

陳葉馮會計師事務所有限公司
執業會計師

股份代號

00117

公司網址

<http://www.szeyang.com>

PRINCIPAL BANKERS

China Construction Bank
Shenzhen Ping An Bank
Citibank Hong Kong
Hongkong and Shanghai Banking Corporation
Hang Seng Bank Limited

PRC LAWYER

Win & Sun Law Firm

AS TO CAYMAN ISLANDS LAW

Conyers Dill & Pearman

AUDITOR

CCIF CPA Limited
Certified Public Accountants

STOCK CODE

00117

COMPANY WEBSITE

<http://www.szeyang.com>

管理層討論及分析

Management's Discussion and Analysis

業務回顧

因電池業務已於2013年12月經股東會批准從本集團剝離，本報告的分析中，除非特別申明，否則本集團業務將不包括電池業務。

2014年上半年，互聯網與智能概念仍然引導著電子發展的潮流，但國內3G智能手機的出貨量在經歷了近兩年的高速增長後，首次出現了疲弱的態勢，增長乏力。MLCC行業作為這些電子產品的上游行業，競爭更加白熱化，產品價格劇烈波動；同時公司管理層為把握市場發展趨勢，加大研發費用的投入，提高MLCC產品的技術創新能力以提升產品核心競爭力。因此本集團上半年營業額較去年同期下降11.2%，研究開發成本較去年同期大幅增長，以致股東應佔之稅後溢利為虧損人民幣7.1百萬元，較去年同期減少人民幣9.7百萬元。

未來展望

本集團安徽第二生產基地的升級改造基本完成，沿海與內地「兩條腿」走路的製造格局初步形成，將在一定程度上緩解「用工荒」對企業的影響並降低用工成本，以緩解MLCC產品價格競爭的影響。

在全球新技術和新產品研發的高潮推動下，以及國家繼續組織實施好「核高基」國家科技重大專項，加大技術改造專項資金投入力度，對高性能集成電路、新型顯示、第三代移動通信設備、移動智能終端、高端服務器等關鍵領域重大項目給予重點支持的有利政策下，電子信息製造業產業將迎來技術和產業化能力快速提升的時期，預計下半年增速將略高於上半年水平，特別是下半年4G手機的興起將帶來新一輪超微型MLCC產品需求強勁增長。

BUSINESS REVIEW

As the battery business was carved out from the Group in December 2013 upon the approval in a general meeting, unless otherwise specifically stated, the business of the Group discussed in this report will not cover the battery business.

During the first half of 2014, the Internet and smart concept continued to lead the trend of electronic development. After the rapid growth in the output of 3G smart phones in the PRC over the past two years, however, the momentum was weakened for the first time and the growth faltered. As the upstream sector of these electronic products, the MLCC sector experienced a more intensified competition with vigorous fluctuation in product prices. Meanwhile, in order to capitalise on the development trend of the market, the management of the Company took the initiative to enhance the core competitiveness of our products by increasing input for research and development costs and strengthening the technical innovation capabilities of our MLCC products. Therefore, the Group's Revenue for the first half of the year decreased by 11.2% as compared with that of last year. The significant increase in research and development costs over the same period of last year resulted in a loss of RMB7.1 million in the profit after tax attributable to shareholders, representing a decrease by RMB9.7 million as compared with the corresponding period of last year.

FUTURE PROSPECTS

The upgrade and reconstruction of the Group's second base plant in Anhui province is basically completed and the "two-pronged" manufacturing setup along the coastal areas and in the inland primarily takes shape. This will, to a certain extent, mitigate the impact of labour shortage on the Group and lower labour costs. The impact brought by the price competition of MLCC products will also be alleviated.

Driven by the upsurge of the research and development of new technologies and new products across the globe, as well as the continued organisation and implementation of the national science and technology major projects in respect of "core electronic devices, high-end generic chips and basic software products" by the state, the greater input in the capital for technical reconstruction projects and the favourable policies towards focused support to major projects in key aspects including high performance integrated circuits, new display, the third generation mobile communications equipment, mobile intelligent terminals and high-end servers, the electronic information manufacturing industry will embrace the time of rapid enhancement in technology and industrialization capability. It is expected that the growth in the second half of the year will be slightly faster than that of the first half of the year. In particular, the rise of 4G mobile will bring about a new round of solid growth in the demand for super-miniature MLCC products in the second half of the year.

管理層討論及分析

Management's Discussion and Analysis

財務回顧

收入

2014年首六個月，本集團營業收入為人民幣215.4百萬元，較2013年同期下降11.2%。主要因為MLCC產品市場需求擴大引致產能急劇擴張競爭加劇，產品價格出現大幅下滑；同時微型超微型MLCC的佔比加大，在一定程度上也拉低了產品的平均售價。

毛利率

2014年首六個月，本集團的MLCC業務毛利率為17.3%，較2013年同期的14.9%上升2.4個百分點。

其他收入及其他淨收益

2014年首六個月本集團其他業務收入及其他淨收益為人民幣6.2百萬元，較2013年同期減少人民幣0.9百萬元。主要原因是2014年首六個月人民幣匯率穩中有降，匯兌收益較去年同期減少。

銷售及分銷成本

2014年首六個月本集團銷售及分銷成本為人民幣11.2百萬元，較2013年同期減少人民幣3.3百萬元，主要因為上半年銷售額減少從而對銷售費用進行了有效控制。

行政費用

2014年首六個月本集團行政費用為人民幣15.7百萬元，較2013年同期增長21.5%，增加人民幣2.8百萬元，主要因為：1、非經常性的費用支出增加，2、員工工資、福利、社保費等上升。

FINANCIAL REVIEW

Revenue

During the first six months of 2014, the revenue from the Group's business was RMB215.4 million, representing an 11.2% decrease from the same period of 2013. This was mainly attributable to the intensified competition following the rapid increase in capacity arising from the expansion of market demands for MLCC products, resulting in a significant drop in product prices. At the same time, the expansion of the shares in miniature and super-miniature MLCC products had lowered the average selling prices of such products to a certain extent.

Gross Profit Margin

The gross profit margin of the Group's MLCC business for the first six months of 2014 was 17.3%, representing an increase of 2.4% from 14.9% for the same period of 2013.

Other Revenue and Other Net Income

Other revenue and other net income of the Group for the first six months of 2014 were RMB6.2 million, representing a decrease of RMB0.9 million from the same period of 2013. This was mainly due to the steady and light downward movement of RMB exchange rate in the first half of 2014, resulting in a decrease in exchange gain compared with the corresponding period of last year.

Selling and Distribution Costs

The selling and distribution costs of the Group for the first six months of 2014 were RMB11.2 million, representing a decrease of RMB3.3 million from the same period of 2013. This was mainly resulted from the effective control of selling costs due to lower sales in the first half of the year.

Administrative Expenses

The administrative expenses of the Group for the first six months of 2014 were RMB15.7 million, representing an increase of 21.5% or RMB2.8 million as compared with the same period of 2013. This was mainly attributable to: (i) the increase in non-recurring expenses; and (ii) the increment in staff wages, benefits and social insurance premium.

管理層討論及分析

Management's Discussion and Analysis

研究及開發成本

2014年首六個月本集團研究及開發成本為人民幣14.6百萬元，較2013年同期增加人民幣11.1百萬元，主要是因為自2013年下半年開始為提升MLCC核心競爭力，加大對MLCC高端產品和移動互聯用超微型新產品的研發投入，該等研發項目延續至2014年。

其他開支

2014年首六個月本集團其他開支為人民幣7.0百萬元，較2013年同期增加人民幣0.6百萬元，主要是因為去年同期進行了大額的減值沖回，而今年首六個月則較少。

融資成本

2014年首六個月本集團融資成本為人民幣2.4百萬元，較2013年同期增加人民幣0.5百萬元，主要因為：上年度新增的於今年上半年到期的銀行貸款較去年同期有所增加，所對應發生的利息費用上升。

所得稅

2014年首六個月本集團所得稅約為人民幣-0.5百萬元，主要是因為本年度首六個月業績虧損，沒有預提所得稅；同時增加了資產撥備，相應增加了遞延所得稅資產所致。

資產負債比率

本集團以資產負債比率監察其資本，即淨負債除以資本加淨負債。淨負債按銀行貸款、應付貿易賬款及應付票據以及其他應付款項及應計費用（不包含遞延收入、客戶存款及擔保撥備）減現金及現金等價物之總和計算。資本指本公司權益持有人應佔權益。於2014年6月30日及2013年12月31日，本集團的資產負債比率分別約為24%及28%。

Research and Development Costs

The research and development costs of the Group for the first six months of 2014 were RMB14.6 million, representing an increase by RMB11.1 million over the same period in 2013. It was mainly attributable to the initiative to enhance the core competitiveness of MLCC by increasing input for research and development of MLCC high-end products and new super-miniature products for mobile internet since the second half of 2013. Such research and development projects have been extended to 2014.

Other Expenses

Other expenses of the Group for the first six months of 2014 were RMB7.0 million, representing an increase by RMB0.6 million over the same period of 2013. This was mainly attributable to the fact that a significant amount of impairment write-back was made in the corresponding period of last year, while that for the first six months during the year was lower.

Finance Costs

The finance costs of the Group for the first six months of 2014 were RMB2.4 million, representing an increase by RMB0.5 million over the same period of 2013. This was mainly due to the increase in the bank loans due in the first half of the year, which were newly established in last year, as compared with that of the same period in last year, resulting in an increment in the corresponding interest expenses.

Income Tax

Income tax of the Group for the first six months of 2014 amounted to approximately RMB-0.5 million. It was mainly due to the absence of income tax provision based on the fact that a loss was recorded in the results for the first half of the year. At the same time, the increase in the provision of assets resulted in a corresponding increase in deferred income tax assets.

Gearing Ratio

The Group monitors its capital through gearing ratio, which is net debt divided by capital plus net debt. Net debt is calculated at the sum of bank loans, trade and bills payables and other payables and accruals (excluding deferred income, deposits from customers and provision of warranty) less cash and cash equivalent. Capital represents equity attributable to the owner of the Company. As at 30 June 2014 and 31 December 2013, the gearing ratio of the Group was approximately 24% and 28% respectively.

管理層討論及分析

Management's Discussion and Analysis

物業、廠房及設備

於2014年6月30日，本集團物業、廠房及設備賬面淨值為人民幣259.5百萬元，較2013年12月31日減少人民幣1.7百萬元，主要是由於1、本集團物業、廠房及設備的本期折舊及減值額約人民幣14.7百萬元。2、本集團新購置設備人民幣15.6百萬元，轉入投資性物業人民幣2.5百萬元。

投資物業

於2014年6月30日，本集團投資物業為人民幣20.5百萬元，較2013年12月31日增加人民幣2.2百萬元，主要是因為增加少量租賃物業。

其它無形資產

於2014年6月30日，本集團的其它無形資產人民幣1.1百萬元，較2013年12月31日減少人民幣0.12百萬元，主要是由於本集團SAP管理軟件形成的無形資產攤銷。

應收貿易賬款及應收票據

於2014年6月30日，本集團應收貿易賬款及應收票據的賬面淨值為人民幣185.8百萬元，較2013年12月31日減少人民幣41.3百萬元。主要是由於MLCC收入減少而引起的應收賬款減少。

預付款項、按金及其他應收款項

於2014年6月30日，本集團預付款項、按金及其他應收款項額為人民幣18.2百萬元，較2013年12月31日增加人民幣5.4百萬元，主要是由於1、增加預付設備款，2、當期待抵扣的進項稅項增加。

Property, Plant and Equipment

The net carrying amount of the Group's property, plant and equipment as at 30 June 2014 was RMB259.5 million, representing a decrease of RMB1.7 million from that of 31 December 2013. This was mainly due to: (i) depreciation and impairment of approximately RMB14.7 million with respect of the Group's property, plant and equipment in the current period; and (ii) the Group's newly acquired equipment valued at RMB15.6 million and the transfer of RMB2.5 million to investment properties.

Investment Properties

The Group's investment properties as at 30 June 2014 amounted to RMB20.5 million, representing an increase by RMB2.2 million from that of 31 December 2013. This was mainly due to the slight increase in properties for lease.

Other Intangible Assets

The other intangible assets of the Group as at 30 June 2014 amounted to RMB1.1 million, representing a decrease of RMB0.12 million from that of 31 December 2013. This was mainly attributable to the amortization of intangible assets associated with the Group's SAP management software.

Trade and Bills Receivables

As at 30 June 2014, the net book values of the Group's trade and bills receivables were RMB185.8 million, representing a decrease of RMB41.3 million from that of 31 December 2013. This was mainly due to the decrease in trade receivables as a result of the decline in MLCC revenue.

Prepayments, Deposits and Other Receivables

As at 30 June 2014, prepayments, deposits and other receivables of the Group amounted to RMB18.2 million, representing an increase by RMB5.4 million over that of 31 December 2013, primarily due to: (i) an increase in prepayments of equipment related payables; and (ii) an increase in input tax subject to deduction for the current period.

管理層討論及分析

Management's Discussion and Analysis

現金及銀行結餘及已抵押銀行存款

於2014年6月30日，本集團現金及銀行結餘及已抵押銀行存款為人民幣68.8百萬元，較2013年12月31日減少人民幣113.5百萬元，主要是因為部分銀行貸款到期，對應的保證金已用於支付銀行貸款，從而導致保證金大幅度減少。

應付貿易賬款及應付票據

於2014年6月30日，本集團的應付賬款及應付票據餘額為人民幣99.4百萬元，較2013年12月31日減少約人民幣8.9百萬元。

遞延收入、應計費用與其它應付款項

於2014年6月30日，本集團遞延收入、應計費用與其它應付款項為人民幣34.6百萬元，較2013年12月31日減少人民幣1.6百萬元。主要原因是計提的2013年年終獎金在2014年上半年已經發放。

銀行貸款

於2014年6月30日，本集團有未償還銀行貸款人民幣77.0百萬元，較2013年12月31日減少人民幣93.3百萬元，主要由於償還到期銀行貸款。

或然負債

於2014年6月30日，本集團並無重大的或然負債。

承擔

於2014年6月30日，本集團的資本承擔為人民幣0.1百萬元，較2013年12月31日減少人民幣2.9百萬元，主要是由於本集團2013年簽訂MLCC生產設備採購合同在14年基本都已執行。

Cash and Bank Balances and Pledged Bank Deposits

As at 30 June 2014, cash and bank balances and pledged bank deposits of the Group were RMB68.8 million, representing a decrease of RMB113.5 million from that of 31 December 2013. This was mainly attributable to the significant reduction in deposits as a result of the application of the corresponding deposits on the payment of certain bank loans upon their maturity.

Trade and Bills Payables

As at 30 June 2014, the balance of the Group's trade and bills payables amounted to RMB99.4 million, representing a decrease by approximately RMB8.9 million from that of 31 December 2013.

Deferred Income, Accruals and Other Payables

As at 30 June 2014, deferred income, accruals and other payables of the Group amounted to RMB34.6 million, representing a decrease of RMB1.6 million from that of 31 December 2013. This was mainly due to the year-end bonus provided for 2013 being paid during the first half of 2014.

Bank Loans

As at 30 June 2014, the Group had outstanding bank loans of RMB77.0 million, representing a decrease of RMB93.3 million as compared to that of 31 December 2013, which was mainly due to the repayment of matured bank loans.

Contingent Liabilities

As at 30 June 2014, the Group had no material contingent liabilities.

Commitments

As at 30 June 2014, the capital commitments of the Group were RMB0.1 million, representing a decrease by RMB2.9 million from that of 31 December 2013, which was mainly due to the fact that the MLCC production equipment purchasing contracts entered into by the Group in 2013 has basically been executed in 2014.

管理層討論及分析

Management's Discussion and Analysis

流動資金、財務資源及資本架構

流動資產淨值

於2014年6月30日，本集團的流動資產淨值約為人民幣159.0百萬元，其中包括流動資產人民幣388.1百萬元及流動負債人民幣229.1百萬元。

銀行授信

於2014年6月30日，本集團的銀行授信總額約為人民幣350.0百萬元，其中約人民幣272.0百萬元並未使用。

外匯風險

本集團於2014年首六個月銷售額主要以人民幣、美元和港元列值，採購額主要以人民幣、美元、港元和日元列值，以美元和港元列值的應收貿易賬款小於以美元和港元列值的應付貿易賬款，同時，本集團還存在以日元列值應付貿易賬款而不存在以日元列值的應收貿易賬款風險，在匯率劇烈波動時，存在一定的匯率風險。

員工

截至2014年6月30日，集團共有1,315名員工，他們的工資和福利由市場、國家政策及個人表現而定。

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

Net Current Assets

As at 30 June 2014, the Group had net current assets of approximately RMB159.0 million, including current assets of RMB388.1 million and current liabilities of RMB229.1 million.

Banking Facilities

As at 30 June 2014, the Group had aggregate banking facilities of approximately RMB350.0 million, of which approximately RMB272.0 million had not been utilized.

FOREIGN CURRENCY RISK

During the first six months of 2014, the Group's sales were mainly denominated in RMB, US dollars and Hong Kong dollars, while its purchases were mainly denominated in RMB, US dollars, Hong Kong dollars and Japanese Yen. The trade receivables denominated in US dollars and Hong Kong dollars were less than the trade payables denominated in US dollars and Hong Kong dollars. Meanwhile, the Group is exposed to risks in respect of trade payables denominated in Japanese Yen, but is not exposed to risks in respect of trade receivables denominated in Japanese Yen. In the event of vigorous fluctuation of the exchange rate, foreign currencies risk will exist to a certain extent.

STAFF

As at 30 June 2014, the Group had a total of 1,315 staff, whose remunerations and benefits are determined based on the market, state policies and individual performance.

中期簡明綜合損益及其他全面收益表

Interim Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

截至2014年6月30日止六個月 FOR THE SIX MONTHS ENDED 30 JUNE 2014

		截至6月30日止六個月 Six months ended 30 June	
		2014年 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 2013 (未經審核) (Unaudited) 人民幣千元 RMB'000 (經重列) (restated)
		附註 Notes	
持續經營業務	Continuing operation		
收入	Revenue	4	215,445
銷售成本	Cost of sales		(178,230)
毛利	Gross profit		37,215
其他收入及其他淨收益	Other revenue and other net income	4	6,217
銷售及分銷成本	Selling and distribution costs		(11,223)
行政費用	Administrative expenses		(15,721)
其他開支	Other expenses		(7,030)
研究及開發成本	Research and development costs		(14,615)
經營業務利潤/(虧損)	Profit/(loss) from operations		(5,157)
融資成本	Finance costs	5	(2,392)
除稅前利潤/(虧損)	Profit/(loss) before taxation	6	(7,549)
所得稅	Income tax	7	483
來自持續經營業務之 期內利潤/(虧損)	Profit/(loss) for the period from continuing operation		(7,066)
終止經營業務	Discontinued operation		
來自終止經營業務之期內虧損	Loss for the period from discontinued operation	20	–
期內虧損	Loss for the period		(7,066)
期內其他全面收益/(虧損)， 扣除零稅項	Other comprehensive income/(loss) for the period, net of nil tax		
其後可能重新歸類至 損益的項目：	Item that may be reclassified subsequently to profit or loss:		
換算海外業務的匯兌差額	Exchange differences on translation of foreign operations		(600)
期內全面虧損總額	Total comprehensive loss for the period		(7,666)

中期簡明綜合損益及其他全面收益表

Interim Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

截至2014年6月30日止六個月 FOR THE SIX MONTHS ENDED 30 JUNE 2014

		截至6月30日止六個月 Six months ended 30 June	
		2014年 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 2013 (未經審核) (Unaudited) 人民幣千元 RMB'000 (經重列) (restated)
		附註 Notes	
源自以下各項的本公司擁有人 應佔期內利潤／(虧損)：	Profit/(loss) for the period attributable to owners of the Company arising from:		
持續經營業務	Continuing operation	(7,066)	2,642
終止經營業務	Discontinued operation	-	(5,731)
		(7,066)	(3,089)
源自以下各項的本公司擁有人 應佔全面收益／(虧損)總額：	Total comprehensive income/(loss) attributable to owners of the Company arising from:		
持續經營業務	Continuing operation	(7,666)	4,222
終止經營業務	Discontinued operation	-	(5,731)
		(7,666)	(1,509)
每股盈利／(虧損)	Earnings/(loss) per share	9	
來自持續經營及終止經營業務	From continuing and discontinued operations		
基本及攤薄	Basic and diluted	(1.74) 仙 cents	(0.76) 仙 cents
來自持續經營業務	From continuing operation		
基本及攤薄	Basic and diluted	(1.74) 仙 cents	0.65 仙 cents
來自終止經營業務	From discontinued operation		
基本及攤薄	Basic and diluted	-	(1.41) 仙 cents

中期簡明綜合財務狀況表

Interim Condensed Consolidated Statement of Financial Position

2014年6月30日 30 JUNE 2014

			2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
		附註 Notes		
非流動資產	Non-current assets			
物業、廠房及設備	Property, plant and equipment	10	259,482	261,167
投資物業	Investment properties	11	20,470	18,296
土地租賃預付款項	Prepaid land lease payments	12	19,609	19,853
其他無形資產	Other intangible assets		1,052	1,170
遞延稅項資產	Deferred tax assets		4,707	3,771
非流動資產總值	Total non-current assets		305,320	304,257
流動資產	Current assets			
存貨	Inventories	13	98,053	76,907
應收貿易賬款及應收票據	Trade and bills receivables	14	185,800	227,129
預付款項、按金及其他應收款項	Prepayments, deposits and other receivables	15	18,202	12,823
應收關連方款項	Due from related parties	24(2)	6,000	5,474
已抵押存款	Pledged deposits	16	29,318	128,411
現金及銀行結餘	Cash and bank balances	16	39,525	53,941
持作交易金融資產	Held for trading financial assets		10,000	-
其他流動資產	Other current assets		1,172	-
流動資產總額	Total current assets		388,070	504,685
流動負債	Current liabilities			
應付貿易賬款及應付票據	Trade and bills payables	17	99,407	108,336
遞延收入、應計費用及 其他應付款項	Deferred income, accruals and other payables	18	34,635	36,211
應付稅項	Tax payable		17,811	22,732
銀行貸款	Bank loans	19	76,986	170,275
應付股息	Dividends payable		255	254
應付關連方款項	Due to related parties	24(2)	-	2,400
流動負債總額	Total current liabilities		229,094	340,208
流動資產淨值	Net current assets		158,976	164,477
資產總值減流動負債	Total assets less current liabilities		464,296	468,734

中期簡明綜合財務狀況表

Interim Condensed Consolidated Statement of Financial Position

2014年6月30日 30 JUNE 2014

		附註 Notes	2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
非流動負債	Non-current liabilities			
遞延收入	Deferred income		24,255	20,732
遞延稅項負債	Deferred tax liabilities		5,736	6,031
非流動負債總額	Total non-current liabilities		29,991	26,763
資產淨值	NET ASSETS		434,305	441,971
資本及儲備	CAPITAL AND RESERVES			
股本	Share capital	21	3,824	3,824
儲備	Reserves		430,481	438,147
本公司擁有人應佔總權益	TOTAL EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY		434,305	441,971

中期簡明綜合權益變動表

Interim Condensed Consolidated Statement of Changes in Equity

截至2014年6月30日止六個月 FOR THE SIX MONTHS ENDED 30 JUNE 2014

		本公司擁有人應佔項目 Attributable to owners of the Company							
		股本	股份溢價賬	實繳盈餘	購股權儲備	匯率波動儲備	法定儲備	留存盈利	總權益
		Share capital	Share premium account	Contributed surplus	Share option reserve	Exchange fluctuation reserve	Statutory reserve	Retained profits	Total equity
		人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000
於2014年1月1日	At 1 January 2014	3,824	104,657	207,757	4,190	5,252	40,768	75,523	441,971
期內全面虧損總額	Total comprehensive loss for the period	-	-	-	-	(600)	-	(7,066)	(7,666)
購股權失效後轉撥至留存盈利	Transfer to retained profits upon forfeiture of share options	-	-	-	(196)	-	-	196	-
於2014年6月30日 (未經審核)	At 30 June 2014 (unaudited)	<u>3,824</u>	<u>104,657</u>	<u>207,757</u>	<u>3,994</u>	<u>4,652</u>	<u>40,768</u>	<u>68,653</u>	<u>434,305</u>
於2013年1月1日	At 1 January 2013	3,824	104,657	208,407	4,560	2,948	37,935	83,359	445,690
期內全面虧損總額	Total comprehensive loss for the period	-	-	-	-	1,580	-	(3,089)	(1,509)
於2013年6月30日 (未經審核)	At 30 June 2013 (unaudited)	<u>3,824</u>	<u>104,657</u>	<u>208,407</u>	<u>4,560</u>	<u>4,528</u>	<u>37,935</u>	<u>80,270</u>	<u>444,181</u>

中期簡明綜合現金流量表

Interim Condensed Consolidated Statement of Cash Flows

截至2014年6月30日止六個月 FOR THE SIX MONTHS ENDED 30 JUNE 2014

截至6月30日止六個月
Six months ended 30 June

		2014年 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 2013 (未經審核) (Unaudited) 人民幣千元 RMB'000
經營活動產生/(所用)之 現金流量淨額	Net cash flows from/(used in) operating activities	(513)	54,150
投資活動所用之現金流量淨額	Net cash flows used in investing activities	(13,012)	(4,496)
融資活動所用之現金流量淨額	Net cash flows used in financing activities	(59,701)	(25,610)
現金及現金等價物之 增加/(減少)淨額	Net increase/(decrease) in cash and cash equivalents	(73,226)	24,044
外匯匯率變動之影響，淨額	Effect of foreign exchange rate changes, net	(600)	1,580
期初之現金及現金等價物	Cash and cash equivalents at beginning of period	142,052	55,568
期末之現金及現金等價物	Cash and cash equivalents at end of period	68,226	81,192
現金及現金等價物結餘分析	Analysis of balances of cash and cash equivalents		
現金及銀行結餘	Cash and bank balances	39,525	61,658
在購入時原本到期日不足3個月 之已無抵押定期存款	Non-pledged time deposits with original maturity of less than three months when acquired	28,701	19,534
		68,226	81,192

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2014年6月30日止六個月 FOR THE SIX MONTHS ENDED 30 JUNE 2014

1. 公司資料

宇陽控股(集團)有限公司(「本公司」)於2007年3月6日在開曼群島根據開曼群島法例第22章公司法(1961年第3號法案，經合併及經修訂)註冊成立為豁免有限公司。本公司之註冊辦事處為Codon Trust Company (Cayman) Limited之辦事處，地址為Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands，而本公司之總辦事處及主要營業地點則位於中國深圳市南山區高新技術產業園北區朗山二號路齊民道3號宇陽大廈。

本公司為EY OCEAN Management Limited(「EY OCEAN」，於英屬處女群島註冊成立之公司)之附屬公司。董事視EY OCEAN為本公司之最終控股公司。

2. 編製基準及會計政策

截至2014年6月30日止六個月之中期簡明綜合財務報表乃根據國際會計準則(「國際會計準則」)第34號「中期財務報告」編製。

中期簡明綜合財務報表並未納入年度財務報表規定之所有資料及披露，且應與本集團於2013年12月31日之年度財務報表一併閱讀。

1. CORPORATE INFORMATION

EYANG Holdings (Group) Co., Limited (the "Company") was incorporated in the Cayman Islands on 6 March 2007 as an exempted company with limited liability in the Cayman Islands under the Companies Law, Chapter 22 (Law 3 of 1961, as consolidated and revised). The Company's registered office address is the office of Codon Trust Company (Cayman) Limited, Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands, and the head office and the principal place of business of the Company are located at EYANG Building, No. 3 Qimin Street, No. 2 Langshan Road, North Area, Hi-Tech Industrial Park, Nanshan District, Shenzhen, the PRC.

The Company is a subsidiary of EY OCEAN Management Limited ("EY OCEAN"), a company incorporated in the British Virgin Islands. EY OCEAN is considered by the directors as the Company's ultimate holding company.

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES

The interim condensed consolidated financial statements for the six months ended 30 June 2014 have been prepared in accordance with International Accounting Standard ("IAS") 34 "Interim Financial Reporting".

The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements as at 31 December 2013.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2014年6月30日止六個月 FOR THE SIX MONTHS ENDED 30 JUNE 2014

2. 編製基準及會計政策 (續)

中期簡明綜合財務報表所採納之會計政策與在編製本集團截至2013年12月31日止年度之年度財務報表時所採用的一致，惟採納於2014年1月1日新訂及經修訂的準則及詮釋除外，詳情如下：

國際財務報告準則第10號、 國際財務報告準則第12號及 國際會計準則第27號 (經修訂)修訂本	國際財務報告準則第10號、 國際財務報告準則第12號及 國際會計準則第27號(經修訂) 修訂本—投資實體
國際會計準則第32號 修訂本	國際會計準則第32號修訂本 金融工具：呈列—金融資產及 金融負債的抵銷
國際會計準則第39號 修訂本	國際會計準則第39號修訂本 金融工具：確認及計量 —衍生工具的更替及對沖 會計的延續之修訂本
國際財務報告詮釋委員會 第21號	徵費

採納該等新訂修訂本及經修訂準則及詮釋並無對該等財務報表造成重大財務影響，且並無對該等財務報表適用之會計政策造成重大變動。

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES (Continued)

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31 December 2013, except for the adoption of the new and revised standards and interpretations as of 1 January 2014, noted below:

IFRS 10, IFRS 12 and IAS 27 (Revised) Amendments	Amendments to IFRS 10, IFRS 12 and IAS 27 (Revised) — <i>Investment Entities</i>
IAS 32 Amendments	Amendments to IAS 32 <i>Financial Instruments: Presentation — Offsetting Financial Assets And Financial Liabilities</i>
IAS 39 Amendments	Amendments to IAS 39 <i>Financial Instruments: Recognition and Measurement — Amended by Novation of Derivatives and Continuation of Hedge Accounting</i>
IFRIC 21	Levies

The adoption of these new amendments and revised standards and interpretations has had no significant financial effect on these financial statements and there have been no significant changes to the accounting policies applied in these financial statements.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2014年6月30日止六個月 FOR THE SIX MONTHS ENDED 30 JUNE 2014

3. 經營分部資料

本集團經營之業務乃根據其經營性質及所提供產品分開架構及管理。

繼本集團於2013年12月27日出售全部電池業務(更多詳情請參閱財務報表附註20)後,片式多層陶瓷電容器(「MLCC」)分部成為本集團的唯一主要可呈報持續經營分部,從事製造及銷售MLCC以及MLCC貿易業務。因此,概無提供進一步營運分部資料。

下表呈列本集團收入之地區分佈資料:

來自外部客戶之收入

3. OPERATING SEGMENT INFORMATION

The Group's operating businesses are structured and managed separately, according to the nature of their operations and the products they provide.

Following the disposal of the Group's entire battery business on 27 December 2013 (please refer to note 20 to the financial statements for further details), the multi-layer ceramic capacitor ("MLCC") segment became the only major continuing reportable operating segment of the Group engaging in manufacture and sale of MLCC and trading of MLCC. Accordingly, no further business segment information is provided.

The following tables present geographic information for the Group's revenue:

Revenue from external customers

		截至6月30日止六個月 Six months ended 30 June	
		2014年 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 2013 (未經審核) (Unaudited) 人民幣千元 RMB'000 (經重列) (Restated)
中國大陸	Mainland China	171,057	188,651
中國大陸以外其他地區	Regions other than Mainland China	44,388	54,025
		215,445	242,676

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2014年6月30日止六個月 FOR THE SIX MONTHS ENDED 30 JUNE 2014

4. 收入、其他收入及其他淨收益

收入亦為本集團之營業額，指已售貨品發票淨值(扣除就退貨及貿易折扣之抵免)。

收入、其他收入及其他淨收益的分析如下：

4. REVENUE, OTHER REVENUE AND OTHER NET INCOME

Revenue, which is also the Group's turnover, represents the net invoiced value of goods sold, after allowances for returns and trade discounts.

An analysis of revenue, other revenue and other net income is as follows:

		截至6月30日止六個月 Six months ended 30 June	
		2014年 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 2013 (未經審核) (Unaudited) 人民幣千元 RMB'000 (經重列) (Restated)
收入	Revenue		
MLCC 銷售	Sale of MLCC	215,445	242,676
		215,445	242,676
其他收入及其他淨收益	Other revenue and other net income		
銀行利息收入	Bank interest income	1,431	508
租金收入	Rental income	3,235	2,997
政府補貼	Government grants	770	127
遞延收入攤銷	Amortisation of deferred income	528	528
銷售原材料	Sale of materials	93	337
匯兌收入	Exchange income	127	2,493
其他	Others	33	123
		6,217	7,113
		221,662	249,789

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2014年6月30日止六個月 FOR THE SIX MONTHS ENDED 30 JUNE 2014

5. 融資成本

5. FINANCE COSTS

		截至6月30日止六個月 Six months ended 30 June	
		2014年 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 2013 (未經審核) (Unaudited) 人民幣千元 RMB'000 (經重列) (Restated)
銀行貸款利息	Interest on bank loans	2,392	1,869

6. 除稅前利潤／(虧損)

6. PROFIT/(LOSS) BEFORE TAX

本集團之除稅前利潤／(虧損)已扣除／(計入)：

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

		截至6月30日止六個月 Six months ended 30 June	
		2014年 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 2013 (未經審核) (Unaudited) 人民幣千元 RMB'000 (經重列) (Restated)
折舊	Depreciation	14,977	16,400
土地租賃預付款項攤銷	Amortisation of land lease prepayments	244	244
其他無形資產攤銷	Amortisation of other intangible assets	118	86
研究及開發成本：	Research and development costs:		
本期開支	Current period expenditure	14,615	3,555
樓宇經營租約最低租賃款項	Minimum lease payments under operating leases in respect of buildings	184	259
僱員福利開支	Employee benefit expense	33,931	25,970
將存貨減記至可變現淨值*	Write-down of inventories to net realisable value*	6,444	6,847
物業、廠房及設備減值虧損	Impairment losses of property, plant and equipment	-	2,088
應收貿易賬款減值撥回*	Reversal of impairment of trade receivables*	(228)	(2,868)
政府補貼	Government grants	(770)	(127)

* 將存貨以及物業、廠房及設備減記／(減值撥回)至可變現淨值及應收貿易賬款減值撥回已包括在中期簡明綜合全面收益表「其他開支」項下。

* The write down/(reversal of impairment) of inventories and property, plant and equipment to net realisable value and reversal of impairment of trade receivables are included in "Other expenses" on the face of the interim condensed consolidated statement of comprehensive income.

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7. 所得稅

7. INCOME TAX

		截至6月30日止六個月 Six months ended 30 June	
		2014年 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 2013 (未經審核) (Unaudited) 人民幣千元 RMB'000 (經重列) (Restated)
即期 — 中國大陸	Current — Mainland China		
期內支出	Charge for the period	766	2,256
遞延	Deferred	(1,249)	(916)
期內稅務支出總額	Total tax charge for the period	(483)	1,340

本集團須就本集團成員公司在所在及經營之司法權區產生之利潤按實體方式繳付所得稅。

由於本集團期內於香港並沒有產生或賺取應課稅利潤，故此本集團並無就香港利得稅作出撥備。

根據開曼群島及英屬處女群島之規則及規定，本集團無須分別於開曼群島及英屬處女群島繳納任何所得稅。

由於本公司於中國大陸之附屬公司深圳市宇陽科技發展有限公司(「深圳宇陽」)已於2008年12月16日獲取高新科技企業認證，故此於2008年至2010年期間須繳納之國家所得稅稅率為15%。於2011年10月31日，深圳宇陽再次被認定為高新技術企業，及自2011年至2013年按15%的國家所得稅稅率繳納所得稅。更新高新技術企業認證正由相關監管部門進行審核。

除上文所述深圳宇陽可享有15%優惠稅率外，本公司於中國大陸之附屬公司須按25%法定稅率(截至2013年6月30日止六個月：25%)就各自之應課稅收入繳納企業所得稅。

The Group is subject to income tax on an entity basis on profits arising in or derived from the jurisdictions in which members of the Group are domiciled and operate.

No provision for Hong Kong profits tax has been made as the Group had no assessable profits derived from or earned in Hong Kong during the period.

Pursuant to the rules and regulations of the Cayman Islands and the BVI, the Group is not subject to any income tax in the Cayman Islands and the BVI respectively.

Shenzhen Eyang Technology Development Co., Ltd. ("SZ Eyang") (深圳市宇陽科技發展有限公司), a subsidiary of the Company in Mainland China, obtained its high technology enterprise accreditation on 16 December 2008 and hence was subject to a national income tax rate of 15% from 2008 to 2010. On 31 October 2011, SZ Eyang was recognised as a high technology enterprise again and was subject to a national income tax rate of 15% from 2011 to 2013. Renewal of the high technology enterprise accreditation is under review by the related regulatory authorities.

Except for SZ Eyang mentioned above that was entitled to a preferential tax rate of 15%, the subsidiaries of the Company in Mainland China are subject to corporate income tax ("CIT") at a statutory rate of 25% (six months ended 30 June 2013: 25%) on their respective taxable income.

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8. 股息

董事會議決不宣派截至2014年6月30日止六個月的中期股息(截至2013年6月30日止六個月：無)。

9. 本公司普通股股權持有人應佔每股盈利／(虧損)

每股基本虧損金額乃按本公司普通股股權持有人截至2014年6月30日止六個月內應佔虧損及期內已發行405,500,000股普通股(截至2013年6月30日止六個月：405,500,000股)之加權平均數計算。

由於尚未行使之購股權之影響對所呈列之每股基本盈利／(虧損)金額具有反攤薄效應，故並無就截至2014年及2013年6月30日止六個月呈列之每股基本盈利／(虧損)金額作出任何調整。

10. 物業、廠房及設備

8. DIVIDENDS

The board of directors resolved not to declare any interim dividend for the six months ended 30 June 2014 (six months ended 30 June 2013: Nil).

9. EARNINGS/(LOSS) PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY

The calculation of the basic loss per share amount is based on the loss for the six months ended 30 June 2014 attributable to ordinary equity holders of the Company, and the weighted average number of ordinary shares of 405,500,000 (six months ended 30 June 2013: 405,500,000) in issue during the period.

No adjustment has been made to the basic earnings/(loss) per share amounts presented for the six months ended 30 June 2014 and 2013 in respect of a dilution as the impact of the share options outstanding had an anti-dilutive effect on the basic earnings/(loss) per share amounts presented.

10. PROPERTY, PLANT AND EQUIPMENT

		附註 Notes	2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
於1月1日之賬面值	Carrying amount at 1 January		261,167	277,415
添置	Additions		15,579	12,587
自投資物業轉撥	Transfer from investment properties	11	-	7,738
轉撥至投資物業	Transfer to investment properties	11	(2,423)	(44)
出售	Disposals		(113)	(1,691)
出售附屬公司	Disposal of subsidiaries		-	(362)
折舊	Depreciation		(14,728)	(32,150)
減值	Impairment		-	(2,326)
於6月30日／12月31日之賬面值	Carrying amount at 30 June/31 December		259,482	261,167

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10. 物業、廠房及設備(續)

本集團之樓宇於中國大陸以中期租約持有。

相關中國機關尚未發出本集團位於東莞之若干樓宇之所有權證，該等樓宇於2014年6月30日之賬面淨值約為人民幣4,382,000元(於2013年12月31日：人民幣4,339,000元)。

10. PROPERTY, PLANT AND EQUIPMENT (Continued)

The Group's buildings are held under medium term leases in Mainland China.

Certificates of ownership in respect of certain buildings of the Group located in Dongguan with a net carrying amount of approximately RMB4,382,000 as at 30 June 2014 (RMB4,339,000 as at 31 December 2013) have not yet been issued by the relevant PRC authorities.

11. 投資物業

11. INVESTMENT PROPERTIES

	附註 Notes	2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
於1月1日之賬面值	Carrying amount at 1 January	18,296	26,625
自物業、廠房及設備轉撥	Transfer from property, plant and equipment	2,423	44
轉撥至自用物業	Transfer to owner-occupied property	-	(7,738)
期內/年內折舊撥備	Depreciation provided during the period/year	(249)	(635)
於6月30日/12月31日之賬面值	Carrying amount at 30 June/31 December	20,470	18,296

本集團之投資物業根據中期租約持有並位於中國大陸。

The Group's investment properties are held under medium term leases and are situated in Mainland China.

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12. 土地租賃預付款項

12. PREPAID LAND LEASE PAYMENTS

		2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
於1月1日之賬面值	Carrying amount at 1 January	20,341	20,829
期內/年內攤銷撥備	Amortisation provided during the period/year	(244)	(488)
於6月30日/12月31日之 賬面值	Carrying amount at 30 June/31 December	20,097	20,341
包括在預付款項、按金及 其他應收款項之即期部分	Current portion included in prepayments, deposits and other receivables	(488)	(488)
非即期部分	Non-current portion	19,609	19,853

本集團之租賃土地根據中期租約持有並位於中國大陸。

The Group's leasehold lands are held under a medium term lease and are situated in Mainland China.

13. 存貨

13. INVENTORIES

		2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
原材料	Raw materials	13,495	12,028
在製品	Work in progress	19,308	16,349
製成品	Finished goods	88,762	65,598
		121,565	93,975
滯銷存貨撥備	Provision against slow-moving inventories	(23,512)	(17,068)
		98,053	76,907

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14. 應收貿易賬款及應收票據

14. TRADE AND BILLS RECEIVABLES

		2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
應收貿易賬款及應收票據 減值	Trade and bills receivables Impairment	191,483 (5,683)	233,039 (5,910)
		185,800	227,129

本集團與其MLCC客戶之貿易方式以記賬為主。給予MLCC客戶之信貸期一般為2至4個月。管理層亦會定期檢討逾期未還款項。應收貿易賬款為免息。

The Group's trading terms with its MLCC customers are mainly on credit. The credit periods for MLCC customers generally are two to four months. Overdue balances are reviewed regularly by management. Trade receivables are non-interest-bearing.

所有應收票據均由報告期末起計60至180日內到期。

The bills receivable were all due within 60 to 180 days from the end of the reporting period.

於報告期末，應收貿易賬款按發票日期為基準之賬齡分析，以及應收票據之金額如下：

An aged analysis of the trade receivables as at the end of the reporting period, based on the invoice date, and the amount of bill receivable are as follows:

		2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
90日內	Within 90 days	119,223	134,608
91至180日	91 to 180 days	5,158	13,866
181至360日	181 to 360 days	1,825	1,844
1至2年	1 to 2 years	1,184	1,373
超過2年	Over 2 years	4,856	3,825
		132,246	155,516
應收票據	Bills receivable	59,237	77,523
		191,483	233,039

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14. 應收貿易賬款及應收票據(續)

應收貿易賬款減值撥備變動如下：

		2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
於1月1日	At 1 January	5,910	8,641
已確認減值虧損	Impairment losses recognised	-	1,271
減值撥回	Reversal of impairment	(227)	(4,002)
於6月30日/12月31日	At 30 June/31 December	5,683	5,910

14. TRADE AND BILLS RECEIVABLES (Continued)

The movements in the provision for impairment of trade receivables are as follows:

	2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
於1月1日	5,910	8,641
已確認減值虧損	-	1,271
減值撥回	(227)	(4,002)
於6月30日/12月31日	5,683	5,910

並非個別或共同視為減值之應收貿易賬款之賬齡分析如下：

		2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
尚未逾期亦無出現減值	Neither past due nor impaired	110,383	123,191
逾期少於90日	Less than 90 days past due	13,830	24,963
逾期91至180日	91 to 180 days past due	1,283	895
逾期181至360日	181 to 360 days past due	969	365
逾期超過1年	Over 1 year past due	98	192
		126,563	149,606

An aged analysis of the trade receivables that are neither individually nor collectively considered to be impaired is as follows:

	2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
尚未逾期亦無出現減值	110,383	123,191
逾期少於90日	13,830	24,963
逾期91至180日	1,283	895
逾期181至360日	969	365
逾期超過1年	98	192
	126,563	149,606

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14. 應收貿易賬款及應收票據(續)

尚未逾期亦無出現減值之應收貿易賬款與數名不同客戶有關，彼等於近期並無違約行為記錄。

已逾期但無出現減值之應收貿易賬款與數名獨立客戶有關，彼等於本集團之付款記錄良好。根據以往經驗，本公司董事認為其信貸質素並無重大改變，且此等結餘仍視為可全數收回，因此毋須就此等結餘作出減值撥備。

15. 預付款項、按金及其他應收款項

14. TRADE AND BILLS RECEIVABLES (Continued)

The trade receivables that were neither past due nor impaired relate to a number of diversified customers for whom there was no recent history of default.

The trade receivables that were past due but not impaired relate to a number of independent customers that have a good track record with the Group. Based on past experience, the directors of the Company are of the opinion that no provision for impairment is necessary in respect of these balances as there has not been a significant change in credit quality and the balances are still considered fully recoverable.

15. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

		2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
付予供應商之預付款項	Prepayments to suppliers	3,549	711
按金	Deposits	3,067	2,913
預付開支	Prepaid expenses	1,415	1,407
土地租賃預付款項	Prepaid land lease payment	488	488
其他應收稅項	Other tax receivables	9,683	6,490
出售附屬公司之應收代價	Consideration receivable in respect of disposal of subsidiaries	-	1,200
		18,202	13,209
減值	Impairment	-	(386)
		18,202	12,823

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16. 現金及銀行結餘及已抵押存款

16. CASH AND BANK BALANCES AND PLEDGED DEPOSITS

		2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
現金及銀行結餘	Cash and bank balances	39,525	53,941
定期存款	Time deposits	29,318	128,411
		68,843	182,352
減：擔保應付票據及信用證之 已抵押銀行存款	Less: Pledged bank deposits for bills payable and letters of credit	(4,950)	(14,265)
擔保銀行貸款之已抵押銀行 存款	Pledged bank deposits for bank loans	(24,368)	(114,146)
綜合財務狀況表內之現金及 現金等價物	Cash and cash equivalents in the consolidated statement of financial position	39,525	53,941
加：收購時原到期日少於3個月之 銀行存款：	Add: Bank deposits with original maturity of less than three months when acquired:		
擔保應付票據及信用證	Pledged for bills payable and letters of credit	4,333	5,013
擔保銀行貸款	Pledged for bank loans	24,368	83,098
綜合現金流量表內之現金及 現金等價物	Cash and cash equivalents in the consolidated statement of cash flows	68,226	142,052

銀行現金乃根據每日銀行存款利率按浮動利率賺取利息。短期定期存款期限乎3個月至1年不等，並按個別短期定期存款利率賺取利息。銀行結餘及已抵押銀行存款存放於近期並無違約行為紀錄之信譽銀行內。現金及現金等價物及已抵押存款之賬面值與其公平值相若。

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short term time deposits are made for varying periods of between three months and one year, and earn interest at the respective short term time deposit rates. The bank balances and pledged bank deposits are deposited with creditworthy banks with no recent history of default. The carrying amounts of the cash and cash equivalents and the pledged deposits approximate to their fair values.

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17. 應付貿易賬款及應付票據

17. TRADE AND BILLS PAYABLES

		2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
應付貿易賬款	Trade payables	90,628	81,165
應付票據	Bills payables	8,779	27,171
		99,407	108,336

於報告期末，按發票日期為基準之應付貿易賬款之賬齡分析如下：

An aged analysis of the trade payables as at the end of the reporting period, based on the invoice date, is as follows:

		2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
90日內	Within 90 days	85,788	80,587
91至180日	91 to 180 days	4,072	230
181至360日	181 to 360 days	515	148
1至2年	1 to 2 years	38	46
超過2年	Over 2 years	215	154
		90,628	81,165

應付貿易賬款為免息，一般於30至120日內清付。

The trade payables are non-interest-bearing and are normally settled within 30 to 120 days.

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17. 應付貿易賬款及應付票據(續)

於報告期末，按票據發出日期為基準之應付票據之賬齡分析如下：

17. TRADE AND BILLS PAYABLES (Continued)

An aged analysis of the bills payables as at the end of the reporting period based on bills issued date is as follows:

		2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
90日內	Within 90 days	8,779	18,306
91至180日	91 to 180 days	-	8,865
		8,779	27,171

18. 遞延收入、應計費用及其他應付款項

18. DEFERRED INCOME, ACCRUALS AND OTHER PAYABLES

		2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
遞延收入	Deferred income	955	1,005
應計費用	Accruals	7,915	9,604
應付薪金	Salary payable	7,898	9,385
收購物業、廠房及設備之 其他應付款項	Other payables for acquisition of property, plant and equipment	10,595	8,070
其他應付稅項	Other tax payable	7,272	8,147
		34,635	36,211

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截至2014年6月30日止六個月 FOR THE SIX MONTHS ENDED 30 JUNE 2014

19. 銀行貸款

19. BANK LOANS

		2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
有抵押且須於一年內償還	Secured and repayable within one year	76,986	170,275

有抵押銀行貸款約人民幣30,000,000元(2013年12月31日：人民幣30,000,000元)及人民幣46,986,000元(2013年12月31日：人民幣140,275,000元)分別以人民幣及美元列值。

The secured bank loans of approximately RMB30,000,000 (31 December 2013: RMB30,000,000) and RMB46,986,000 (31 December 2013: RMB140,275,000) are denominated in RMB and United States dollars, respectively.

銀行貸款之賬面值與其公平值相若。

The carrying amounts of the bank loans approximate to their fair values.

銀行貸款之實際浮動利率介乎1.42%至6.27% (2013年12月31日：1.04%至6.6%)。

The effective floating interest rate of bank loans is 1.42%–6.27% (31 December 2013: 1.04%–6.6%).

本集團有以下未支取之銀行授信：

The Group has the following undrawn banking facilities:

		2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
浮動利率 — 1年內屆滿	Floating rate — expiring within one year	272,005	370,718

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20. 終止經營業務

於2013年12月27日，本集團出售其於全資附屬公司深圳市宇陽能源有限公司及其附屬公司（「能源集團」）之全部股本權益。能源集團從事電池製造及銷售業務，於2012年11月12日被本集團收購。由於中國政府相關部門頒佈監管鉛酸電池生產企業的新規則及規定等若干外部因素，對電池業務之業務營運及發展造成意外的不利影響，電池業務持續虧損，有鑒於此，本集團決定終止電池業務。出售事項已於2013年12月27日完成。由於出售能源集團，本集團已終止經營電池製造及銷售業務。

期內終止經營業務之業績載列如下：

20. DISCONTINUED OPERATION

On 27 December 2013, the Group disposed of its entire equity interest in a wholly owned subsidiary, Shenzhen Eyang Energy Company Limited and its subsidiary (the "Energy Group"), engaging in the manufacture and sale of batteries, which was acquired on 12 November 2012. The Group has decided to cease its battery business in view of the continuing loss from battery business due to the unexpected adverse effects suffered by its business operations and development resulting from certain external factors, such as the new rules and requirements regulating enterprises engaged in the production of lead-acid batteries issued by the PRC government authorities. The disposal was completed on 27 December 2013. As a result of the disposal of Energy Group, the Group's operation in manufacture and sale of batteries were discontinued.

The result of the discontinued operation for the period are presented below:

		截至6月30日止六個月 Six months ended 30 June	
		2014年 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 2013 (未經審核) (Unaudited) 人民幣千元 RMB'000
收入	Revenue	-	21,640
銷售成本	Cost of sales	-	(21,444)
毛利	Gross profit	-	196
其他收入及其他淨收益	Other revenue and other net income	-	536
銷售及分銷成本	Selling and distribution costs	-	(1,129)
行政費用	Administrative expenses	-	(5,227)
其他開支	Other expenses	-	(107)
來自終止經營業務之 除稅前虧損	Loss before tax from the discontinued operation	-	(5,731)
所得稅	Income tax	-	-
來自終止經營業務之期內虧損	Loss for the period from the discontinued operation	-	(5,731)

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21. 股本

本公司之法定股本及已發行股本概列如下：

21. SHARE CAPITAL

The following is a summary of the authorised share capital and the issued share capital of the Company:

		2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
法定：	Authorised:		
1,000,000,000 股每股面值 0.01 港元之普通股	1,000,000,000 ordinary shares of HK\$0.01 each	10,000	10,000
已發行及繳足：	Issued and fully paid:		
405,500,000 股每股面值 0.01 港元之普通股	405,500,000 ordinary shares of HK\$0.01 each	4,055	4,055
相當於人民幣千元	Equivalent to RMB'000	3,824	3,824

22. 承擔

於報告期末，本集團之資本承擔如下：

22. COMMITMENTS

The Group had the following capital commitments at the end of the reporting period:

		2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
已訂約但未撥備： 廠房及機器	Contracted, but not provided for: Plant and machinery	94	3,009

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截至2014年6月30日止六個月 FOR THE SIX MONTHS ENDED 30 JUNE 2014

23. 或然負債

本集團於報告期末並無重大或然負債。

23. CONTINGENT LIABILITIES

The Group did not have any significant contingent liabilities at the end of the reporting period.

24. 關連方交易及結餘

本集團於期內與關連方之重大交易及於報告期末與關連方之結餘如下：

24. RELATED PARTY TRANSACTIONS AND BALANCES

The Group had the following material transactions with related parties during the period and balances with related parties at the end of the reporting period:

(1) 經常性之交易

(1) Recurring transactions

關連方名稱 Name of parties	交易性質 Nature of transactions	截至6月30日止六個月 Six months ended 30 June	
		2014年 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 2013 (未經審核) (Unaudited) 人民幣千元 RMB'000
東莞市光通實業有限公司 (「東莞光通」)(i) Dongguan Guangtong Enterprise Co., Ltd. ("DG Guangtong") (i)	自東莞光通收到之租金收入(a) Rental income received from DG Guangtong (a)	28	28
	自東莞光通購買之物料(b) Material purchase from DG Guangtong (b)	11	–
東莞市德陽實業有限公司 (「東莞德陽」)(ii) Dongguan Deyang Industrial Co., Ltd. ("DG Deyang") (ii)	自東莞德陽收到之租金收入(a) Rental income received from DG Deyang (a)	18	18
深圳市億通科技有限公司 (「深圳億通」)(iii) Shenzhen Eycom Technology Co., Ltd. ("SZ Eycom") (iii)	向深圳億通銷售MLCC(b) Sale of MLCC to SZ Eycom (b)	2,000	4,173
	自深圳億通收到之租金收入(a) Rental income received from SZ Eycom (a)	1,064	1,064
安徽世紀億通數碼科技有限公司 (「安徽億通」)(iv) Anhui Century Eycom Digital Technology Co., Ltd. ("Anhui Eycom") (iv)	自安徽億通收到之租金收入(a) Rental income received from Anhui Eycom (a)	23	–

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24. 關連方交易及結餘(續)

(1) 經常性之交易(續)

附註：

- (i) 東莞光通之股東為本公司執行董事陳偉榮先生之兄弟姐妹。
- (ii) 東莞德陽之股東為本公司之股東羅展麗女士之兄弟。
- (iii) 深圳億通之最終股東為本公司執行董事陳偉榮先生。
- (iv) 安徽億通之最終股東為本公司執行董事陳偉榮先生。
- (a) 本集團與關連方訂立之租約協議按互相協定之條款訂立。
- (b) 該等交易按一般商業條款進行。

(2) 關連方結餘

24. RELATED PARTY TRANSACTIONS AND BALANCES

(Continued)

(1) Recurring transactions (Continued)

Notes:

- (i) The shareholders of DG Guangtong are the brother and sisters of Mr. Chen Weirong, an executive director of the Company.
- (ii) The shareholders of DG Deyang are the brothers of Ms. Luo Zhanli, a shareholder of the Company.
- (iii) The ultimate shareholders of SZ Eycm are Mr. Chen Weirong, an executive director of the Company.
- (iv) The ultimate shareholders of Anhui Eycm are Mr. Chen Weirong, an executive director of the Company.
- (a) The tenancy agreements entered into between the Group and the related parties are based on mutually agreed terms.
- (b) The transactions were conducted in accordance with normal commercial terms.

(2) Balances with related parties

		2014年 6月30日 30 June 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 12月31日 31 December 2013 (經審核) (Audited) 人民幣千元 RMB'000
應收款項	Due from		
東莞光通	DG Guangtong	256	814
東莞德陽	DG Deyang	3	3
深圳億通	SZ Eycm	4,998	1,657
安徽億通	Anhui Eycm	52	112
深圳市宇陽能源有限公司 (「宇陽能源」)(i)	Shenzhen Eyang Energy Co., Ltd. (“Eyang Energy”) (i)	690	2,888
		6,000	5,474
應付款項	Due to		
安徽威長新能源有限公司 (「安徽威長」)(ii)	Anhui Weichang New Energy Co., Ltd. (“Anhui Weichang”) (ii)	-	2,400
		-	2,400

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24. 關連方交易及結餘(續)

(2) 關連方結餘(續)

附註：

- (i) 宇陽能源之實益股東為本公司執行董事陳偉榮先生。
- (ii) 安徽威長之實益股東為本公司執行董事陳偉榮先生。
- (iii) 該等結餘之賬面值與其公平值相若。

(3) 主要管理層人員之薪酬

24. RELATED PARTY TRANSACTIONS AND BALANCES
(Continued)

(2) Balances with related parties (Continued)

Notes:

- (i) The beneficial shareholders of Eyang Energy is Mr. Chen Weirong, an executive director of the Company.
- (ii) The beneficial shareholders of Anhui Weichang are Mr. Chen Weirong, an executive director of the Company.
- (iii) The carrying amounts of these balances approximate their fair values.

(3) Key management personnel remuneration

截至6月30日止六個月
Six months ended 30 June

		2014年 2014 (未經審核) (Unaudited) 人民幣千元 RMB'000	2013年 2013 (未經審核) (Unaudited) 人民幣千元 RMB'000
薪金及津貼	Salaries and allowances	771	611
退休福利供款	Retirement benefit contributions	29	30
		800	641

25. 中期簡明綜合財務報表之批准

中期簡明綜合財務報表已於2014年8月29日獲董事會批准並授權刊發。

25. APPROVAL OF THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The interim condensed consolidated financial statements were approved and authorised for issue by the board of directors on 29 August 2014.

其他資料

Other Information

董事及高級行政人員之權益

於2014年6月30日，董事於本公司或其任何相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)之股份及相關股份中擁有根據證券及期貨條例第352條須存置之登記冊中所記錄或根據上市規則所載之上市發行人董事進行證券交易的標準守則(「標準守則」)須知會本公司及香港聯合交易所有限公司(「聯交所」)之權益及淡倉如下：

DIRECTORS AND CHIEF EXECUTIVE'S INTERESTS

At 30 June 2014, the directors' interests and short positions in the shares and underlying shares of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO") as recorded in the register required to be kept under Section 352 of the SFO, or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in the Listing Rules were as follows:

董事姓名 Name of Director	普通股數目 Number of ordinary shares 公司權益 Corporate Interests	相關 股份數目 Number of underlying shares	總數 Total	佔已發行股份 總權益 概約百分比 Approximate percentage of total interests in the share in issue
陳偉榮先生 Mr. Chen Weirong	143,044,000 ⁽¹⁾	1,400,000 ⁽⁴⁾	144,444,000	35.62%
王曄先生 Mr. Wang Ye	–	1,500,000 ⁽⁴⁾	1,500,000	0.37%
程吳生先生 Mr. Cheng Wusheng	16,174,000 ⁽²⁾	–	16,174,000	3.99%
張志林先生 Mr. Zhang Zhilin	23,106,000 ⁽³⁾	–	23,106,000	5.70%

其他資料

Other Information

附註：

- (1) 陳偉榮先生合法擁有 Eversharp Management Limited (「Eversharp」) 已發行股本 100%，而 Eversharp 則合法擁有 EY SHINE Management Limited (「EY Shine」) 已發行股本 36.71%。陳偉榮先生亦合法擁有 Everbright Management Limited 已發行股本 53.15%，而 Everbright Management Limited 則擁有 EY Shine 已發行股本 19.40%。EY Shine 合法擁有 EY Ocean Management Limited (「EY Ocean」) 100%，而 EY Ocean 擁有本公司 143,044,000 股股份權益。就證券及期貨條例第 XV 部而言，陳偉榮先生被視為於 EY Ocean 持有的所有股份中擁有權益。
- (2) 這些股份為 WUSHENG Management Limited 所擁有，程吳生先生擁有該公司已發行股本股權權益 100%。
- (3) 這些股份為 ZHILIN Management Limited 所擁有，張志林先生擁有該公司已發行股本股權權益 100%。
- (4) 這些股份代表於 2007 年 11 月 30 日所採用的購股權計劃下授出購股權權益，購股權計劃詳細資料列載於本文「購股權計劃」一節。

除上文所披露者外，於 2014 年 6 月 30 日，概無本公司董事或高級行政人員（包括其配偶及 18 歲以下子女）持有或被視作持有本公司或其任何相聯法團（定義見證券及期貨條例第 XV 部）的股份、相關股份或債券的任何權益或淡倉。

Notes:

- (1) Mr. Chen Weirong legally owned 100% of the issued share capital of Eversharp Management Limited (“Eversharp”), which in turn legally owned 36.71% of the issued share capital of EY SHINE Management Limited (“EY Shine”). Mr. Chen Weirong also legally owned 53.15% of the issued share capital of Everbright Management Limited which in turn owned 19.40% of the issued share capital of EY Shine. EY Shine legally owned 100% of EY Ocean Management Limited (“EY Ocean”) which was interested in 143,044,000 shares of the Company. For the purposes of Part XV of the SFO, Mr. Chen Weirong was deemed to be interested in all the shares held by EY Ocean.
- (2) These shares were owned by WUSHENG Management Limited of which Mr. Cheng Wusheng had 100% equity interest of the issued share capital.
- (3) These shares were owned by ZHILIN Management Limited of which Mr. Zhang Zhilin had 100% equity interest of the issued share capital.
- (4) These represented interests in the share options granted under the share option scheme adopted on 30 November 2007, further details of the share option scheme are set out in the section “Share Option Scheme” hereof.

Save as disclosed above, as at 30 June 2014, none of the directors nor the chief executives of the Company (including their spouse and children under 18 years of age) had or was deemed to have any interest or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO).

其他資料

Other Information

主要股東的權益

據本公司董事及管理層所盡悉，於2014年6月30日，根據證券及期貨條例第336條須存置的登記冊的記錄，於本公司股份或相關股份持有權益或淡倉的股東(本公司董事及高級行政人員除外)如下：

SUBSTANTIAL SHAREHOLDERS' INTERESTS

So far as the directors and management of the Company were aware, as at 30 June 2014, shareholders (other than the directors and chief executive of the Company) who had an interest or short position in the Company's shares or underlying shares as recorded in the register required to be kept under Section 336 of the SFO were as follows:

股東名稱 Name of Shareholder	附註 Notes	所持 股份數目 Number of shares held	佔已發行 股本概約 百分比 Approximate percentage of issued share capital
陳偉榮先生 Mr. Chen Weirong	1	143,044,000	35.28%
EY Ocean Management Limited	1	143,044,000	35.28%
EY SHINE Management Limited	1	143,044,000	35.28%
Eversharp Management Limited	1	143,044,000	35.28%
Legend New-Tech Investment Limited	2	26,910,000	6.64%
南明有限公司	2	26,910,000	6.64%
Right Lane Limited			
聯想控股股份有限公司	2	26,910,000	6.64%
Legend Holdings Corporation*			
中國科學院國有資產經營有限責任公司	2	26,910,000	6.64%
Chinese Academy of Sciences Holdings Co., Ltd.*			
HEQ Management Limited	3	20,795,000	5.13%
張志林先生 Mr. Zhang Zhilin	4	23,106,000	5.70%
ZHILIN Management Limited	4	23,106,000	5.70%
徐純誠先生 Mr. Xu Chuncheng	5	25,000,000	6.16%

* the English translation of Chinese names is for information purpose only.

其他資料

Other Information

附註：

1. 該等本公司之143,044,000股普通股由EY Ocean Management Limited(「EY Ocean」)實益擁有。EY Ocean乃EY Shine Management Limited(「EY Shine」)之全資附屬公司。Eversharp Management Limited(「Eversharp」)實益擁有EY Shine已發行股本的36.71%權益，佔EY Shine有表決權股份三分之一以上。Eversharp因而被視為擁有EY Ocean持有的所有股份權益。本公司執行董事兼主席陳偉榮先生實益擁有Eversharp已發行股本的100%權益。就證券及期貨條例第XV部而言，陳偉榮先生被視為於Eversharp持有的所有股份中擁有權益。
2. Legend New-Tech Investment Limited(「Legend New-Tech」)實益擁有本公司26,910,000股股份。Legend New-Tech為南明有限公司(「南明」)之全資附屬公司。南明亦由聯想控股股份有限公司(前稱「聯想控股有限公司」)擁有100%，而中國科學院國有資產經營有限責任公司擁有聯想控股股份有限公司已發行股本36%。
3. 該公司實益擁有本公司20,795,000股股份。該公司由前董事李賀球先生擁有100%。李賀球先生無意膺選連任本公司董事，並已於2010年5月31日舉行之本公司股東週年大會結束時辭任。
4. 該公司實益擁有本公司23,106,000股股份。該公司由本公司非執行董事張志林先生擁有100%。
5. 本公司之前執行董事徐純誠先生實益擁有本公司25,000,000股股份。

除上文所披露者外，本公司並未被知會有關任何其他人士於本公司的股份或相關股份中擁有須向本公司及聯交所作出披露，及須根據證券及期貨條例第336條規定存置的登記冊所記錄的權益或淡倉，或其為本公司的主要股東(定義見上市規則的條款)。

Notes:

1. These 143,044,000 ordinary shares in the Company were beneficially owned by EY Ocean Management Limited ("EY Ocean"). EY Ocean was a wholly owned subsidiary of EY Shine Management Limited ("EY Shine"). Eversharp Management Limited ("Eversharp") was beneficially interested in 36.71% of the issued capital of EY Shine, representing more than one-third of voting shares in EY Shine. Eversharp was therefore deemed to be interested in all the shares held by EY Ocean. Mr. Chen Weirong, the executive director and chairman of the Company, was beneficially interested in 100% of issued capital of Eversharp. For the purposes of Part XV of the SFO, Mr. Chen Weirong was deemed to be interested in all the shares held by Eversharp.
2. Legend New-Tech Investment Limited ("Legend New-Tech") was beneficially interested in 26,910,000 shares of the Company. Legend New-Tech was a wholly owned subsidiary of Right Lane Limited ("Right Lane") (南明有限公司). Right Lane was also 100% owned by 聯想控股股份有限公司 (Legend Holdings Corporation*) (formerly known as 聯想控股有限公司 (Legend Holdings Limited*)) of which 中國科學院國有資產經營有限責任公司 (Chinese Academy of Sciences Holdings Co., Limited*) owned 36% of the issued capital.
3. The company, which beneficially owned the 20,795,000 shares of the Company, was 100% owned by a former director Mr. Li Heqiu who did not seek re-election as a director of the Company and resigned from his office upon the conclusion of the annual general meeting of the Company held on 31 May 2010.
4. The company, which beneficially owned the 23,106,000 shares of the Company, was 100% owned by Mr. Zhang Zhilin, a non-executive director of the Company.
5. Mr. Xu Chuncheng, a former executive director of the Company, was beneficially interested in 25,000,000 shares of the Company.

Save as disclosed above, the Company had not been notified of any other person who had an interest or short position in the Company's shares or underlying shares which would fall to be disclosed to the Company and the Stock Exchange and as recorded in the register required to be kept under Section 336 of the SFO, or was otherwise a substantial shareholder (as such term is defined in the Listing Rules) of the Company.

* the English translation of Chinese names is for information purpose only.

其他資料

Other Information

購股權計劃

於所有根據該計劃已授出但尚未行使的發行在外購股權及根據任何其他購股權計劃已授出但尚未行使的任何其他購股權獲行使後可予發行的最高股份數目，不得超逾本公司不時已發行股本30%。現時根據該計劃可予授出的未行使購股權最高數目一經行使時相當於本公司任何時間的已發行股份10%。購股權的行使價由董事釐定，但在任何情況下不得低於以下三者的最高者：(i)本公司股份面值；(ii)授出購股權當日本公司股份在聯交所的收市價；及(iii)緊接授出日期前五個營業日本公司股份在聯交所每日報價表所報的平均聯交所收市價。該計劃的詳細歸納已在本公司截至2013年12月31日止年度的年報中列出。

截至2014年6月30日止期間，購股權的變動詳情如下：

SHARE OPTION SCHEME

The maximum number of shares which may be issued upon exercise of all outstanding share options granted and yet to be exercised under the Scheme and any other options granted and yet to be exercised under any other option schemes shall not exceed 30% of the Company's issued share capital from time to time. The maximum number of unexercised share options currently permitted to be granted under the Scheme is an amount equivalent, upon their exercise, to 10% of the shares of the Company in issue at any time. The exercise price of the share options is determinable by the directors but in any case may not be less than whichever the highest of (i) the nominal value of the Company's shares (ii) the Stock Exchange closing price of the Company's shares on the date of grant of the share options; and (iii) the average Stock Exchange closing price of the Company's shares as stated in the Stock Exchange's daily quotation sheets for the five business days immediate preceding the date of grant. A detailed summary of the Scheme is set out in the Annual Report of the Company for the year ended 31 December 2013.

Details of movement of the share options during the period ended 30 June 2014 are as follows:

合資格參與者的 名稱或類別 Name or category of eligible participants	授出日期 Date of grant	每股行使價 Exercise price per share	於2014年	於期間內 授出 Granted during the period	於期間內 行使 Exercised during the period	註銷 Cancelled	沒收 Forfeited	於2014年	行使期限 Exercise period
			1月1日 尚未行使 Outstanding as at 1 January 2014					6月30日 尚未行使 Outstanding as at 30 June 2014	
董事 Directors									
陳偉榮先生 Mr. Chen Weirong	2008年1月22日 22 January 2008	HK\$1.052 港元	1,400,000	—	—	—	—	1,400,000	(附註) (Note)
王晔先生 Mr. Wang Ye	2008年1月22日 22 January 2008	HK\$1.052 港元	1,500,000	—	—	—	—	1,500,000	(附註) (Note)
小計 Sub-total			2,900,000	—	—	—	—	2,900,000	
高級管理人員及僱員(總匯) Senior management and Employees (in aggregate)	2008年1月22日 22 January 2008	HK\$1.052 港元	11,900,000	—	—	800,000	—	11,100,000	(附註) (Note)
總數 Total			14,800,000	—	—	800,000	—	14,000,000	

附註：餘下購股權可在2011年年度業績公佈日期至2017年11月29日期間行使。可行使尚未行使的購股權的條件詳情已載於2013年年報的財務報表附註。

Note: The remaining share options may be exercised during the period from 2011 annual results announcement date to 29 November 2017. Details of the conditions on which the outstanding share options may be exercised are set out in the notes to the financial statements in the 2013 Annual Report.

其他資料 Other Information

股息

董事會議決不宣派截至2014年6月30日止六個月的中期股息(截至2013年6月30日止六個月：無)。

購買、出售或贖回股份

截至2014年6月30日止六個月期間，本公司及其任何附屬公司均無購買、出售或贖回本公司之股份。

企業管治

本公司於截至2014年6月30日止六個月內一直遵守香港聯合交易所有限公司證券上市規則附錄14所載企業管治守則之守則條文，惟第A.2.1條及第A.1.8條守則條文除外。現時，本公司並無由不同人士出任主席及行政總裁，該兩個職位均由陳偉榮先生兼任。董事會(「董事會」)相信，由同一人負責主席及行政總裁職務，可讓本集團得到有力及一貫之領導，更有效地規劃及執行長遠業務策略，並提高因應瞬息萬變之環境作出決策之效率。董事會認為五位獨立非執行董事必將向董事會提供足夠獨立及不同見解，以確保權力制衡。董事會正在物色合適的候選人，為針對其董事及高級人員可能會面對的法律行動進行投保之事宜提供建議。

董事會組成之變動

於截至2014年6月30日止六個月期間，董事會組成並無變動。

DIVIDENDS

The board of directors resolved not to declare any interim dividend for the six months ended 30 June 2014 (the six months ended 30 June 2013: Nil).

PURCHASE, SALE OR REDEMPTION OF SHARES

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed shares of the Company during the six months ended 30 June 2014.

CORPORATE GOVERNANCE

During the six months period ended 30 June 2014, the Company had complied with the code provisions set out in the Corporate Governance Code contained in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited except code provision A.2.1 and A.1.8. The Company does not have a separate Chairman and Chief Executive Officer and Mr. Chen Weirong currently holds both positions. The board of directors (the "Board") believes that vesting the roles of both Chairman and Chief Executive Officer in the same person provides the Group with strong and consistent leadership, allows for more effective planning and execution of long-term business strategies and enhances the efficiency of decision-making process in response to the changing environment. The Board opines that the five independent non-executive directors can provide the Board with sufficient independent and differing views to ensure a balance of power. The Board is in the process of identifying suitable candidates to submit proposal for insurance cover regarding legal action against its directors and officers.

CHANGE TO THE COMPOSITION OF THE BOARD

There was no change to the composition of the Board during the six months period ended 30 June 2014.

其他資料

Other Information

董事進行證券交易之標準守則

本公司已就本公司董事進行證券交易採納一套操守守則(「公司守則」)，其條款不遜於上市規則附錄10所載之上市發行人董事進行證券交易的標準守則(「標準守則」)內載列之規定準則。經向本公司全體董事作出特別查詢後，所有董事已確認彼等於截至2014年6月30日止六個月，一直就董事進行證券交易遵守標準守則載列之規定準則及本公司之操守守則。

審核委員會及中期審閱

已成立之審核委員會由五名獨立非執行董事組成，即朱健宏先生(審核委員會主席)、潘偉先生、劉煥彬先生、梁榮先生及麥家榮先生，其職責為檢討本公司之財務資料及監督本公司之財務申報系統及內部監控程式。審核委員會已審閱本集團截至2014年6月30日止六個月之未經審核簡明綜合中期業績。

MODEL CODE FOR DEALING SECURITIES BY DIRECTORS

The Company has adopted a code of conduct regarding securities transactions by directors of the Company (the "Company Code") on terms no less exacting than the required standard set out in the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") set out in Appendix 10 to the Listing Rules. Following specific enquiry of all directors of the Company, all directors have confirmed that they had complied with the required standard set out in the Model Code and the Company Code of conduct regarding directors' securities transactions throughout the six months ended 30 June 2014.

AUDIT COMMITTEE AND INTERIM REVIEW

The Audit Committee, comprising five independent non-executive Directors, namely — Mr. Chu Kin Wang, Peleus (Chairman of the Audit Committee), Mr. Pan Wei, Mr. Liu Huanbin, Mr. Liang Rong and Mr. Mak Ka Wing, Patrick, is established to review the financial information of the Company and oversee the Company's financial reporting system and internal control procedures. The Audit Committee has reviewed the Group's unaudited condensed consolidated interim results for the six months ended 30 June 2014.



EYANG

宇陽控股(集團)有限公司
EYANG HOLDINGS (GROUP) CO., LIMITED

