

香港交易及結算所有限公司及香港聯合交易所有限公司對本公告的內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不對因本公告全部或任何部份內容而產生或因倚賴該等內容而引致的任何損失承擔任何責任。



福田實業(集團)有限公司

Fountain Set (Holdings) Limited

(於香港註冊成立之有限公司)

(股份代號：420)

截至2016年6月30日止6個月 中期業績公告

福田實業(集團)有限公司董事會(分別為「本公司」、「董事」及「董事會」)謹此宣佈截至2016年6月30日止6個月本公司及其附屬公司(統稱為「本集團」)之未經審核簡明綜合業績如下：

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME 簡明綜合損益及其他全面收益表

FOR THE SIX MONTHS ENDED 30 JUNE 2016 截至2016年6月30日止6個月

		Six months ended 截至下列日期止6個月	
		30 June 2016 2016年6月30日 (unaudited) (未經審核)	30 June 2015 2015年6月30日 (unaudited) (未經審核)
		Notes 附註 HK\$'000 千港元	HK\$'000 千港元
Revenue	營業額	4 3,076,618	3,202,735
Cost of sales	銷售成本	(2,664,540)	(2,834,164)
Gross profit	毛利	412,078	368,571
Other revenue	其他收入	25,261	28,177
Other gains and losses	其他收益及虧損	(31,588)	(22,253)
Distribution and selling expenses	分銷及銷售費用	(86,194)	(88,323)
Administrative expenses	行政費用	(216,756)	(222,358)
Finance costs	融資成本	5 (10,499)	(14,772)
Share of profit of an associate	應佔一間聯營公司之盈利	423	344
Profit before taxation	除稅前盈利	92,725	49,386
Income tax expense	所得稅支出	6 (11,416)	(12,753)
Profit for the period	是期間盈利	7 81,309	36,633
Profit for the period attributable to:	應佔是期間盈利：		
Owners of the Company	本公司擁有人	68,020	26,985
Non-controlling interests	非控股權益	13,289	9,648
		81,309	36,633
		HK cents 港仙	HK cents 港仙
Earnings per share	每股盈利		
– Basic	– 基本	9 5.6	2.2
– Diluted	– 攤薄	9 5.6	2.2

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME 簡明綜合損益及其他全面收益表

FOR THE SIX MONTHS ENDED 30 JUNE 2016 截至2016年6月30日止6個月

		Six months ended 截至下列日期止6個月	
		30 June 2016 2016年6月30日 (unaudited) (未經審核)	30 June 2015 2015年6月30日 (unaudited) (未經審核)
		Note 附註 HK\$'000 千港元	HK\$'000 千港元
Profit for the period	是期間盈利	7	81,309
Other comprehensive income, net of tax	其他全面收益(經扣除稅項)		36,633
Items that may be reclassified subsequently to profit or loss:	其後可能重新分類至損益之項目:		
Net gain arising on revaluation of available-for-sale financial assets during the period	是期間重估可供出售金融資產產生之收益淨值		234
Exchange differences arising on translation of foreign operations	換算海外業務產生之匯兌差額		(4,090)
Other comprehensive (expense)/ income for the period	是期間其他全面(開支)/收益		562
Total comprehensive income for the period	是期間全面收益總值		77,453
Total comprehensive income for the period attributable to:	應佔是期間全面收益總值:		
Owners of the Company	本公司擁有人		65,756
Non-controlling interests	非控股權益		11,697
			27,354
			9,841
			77,453
			37,195

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION 簡明綜合財務狀況表

AS AT 30 JUNE 2016 於2016年6月30日

			At 30 June 2016 於2016年6月30日 (unaudited) (未經審核) Notes 附註 HK\$'000 千港元	At 31 December 2015 於2015年12月31日 (audited) (經審核) HK\$'000 千港元
Non-current assets	非流動資產			
Investment properties	投資物業		71,537	74,551
Property, plant and equipment	物業、機器及設備	10	1,397,037	1,412,120
Prepaid lease payments – non-current portion	預付租賃款項 – 非流動部份		100,606	102,020
Other intangible assets	其他無形資產	10	23,253	24,888
Interest in an associate	於一間聯營公司之權益		16,727	16,305
Investment in life insurance policies	人壽保險保單之投資	11	38,646	38,345
Deferred tax assets	遞延稅項資產		46,137	39,721
			<u>1,693,943</u>	<u>1,707,950</u>
Current assets	流動資產			
Inventories	存貨	12	1,234,694	1,410,330
Trade and bills receivables	營業及票據應收款項	13	1,205,544	1,313,533
Prepayments, deposits and other receivables	預付款項、按金及 其他應收款項	13	123,404	116,765
Prepaid lease payments – current portion	預付租賃款項 – 流動部份		2,603	2,606
Tax recoverable	可收回稅項		821	2,104
Restricted bank deposits	受限制銀行存款		11,821	7,043
Short-term bank deposits	短期銀行存款		207,836	183,917
Bank balances and cash	銀行結餘及現金		711,292	686,306
			<u>3,498,015</u>	<u>3,722,604</u>
Current liabilities	流動負債			
Trade and bills payables	營業及票據應付款項	14	677,576	851,477
Other payables and accruals	其他應付款項及應計費用	14	340,331	343,499
Amounts due to non-controlling shareholders	欠非控股股東款項		80,100	80,100
Amount due to an associate	欠一間聯營公司款項		5,908	7,080
Deferred income – current portion	遞延收入 – 流動部份		1,458	1,458
Tax payable	應付稅項		30,801	31,376
Bank and other borrowings – due within one year	銀行及其他借貸 – 一年內到期	15	305,922	494,619
			<u>1,442,096</u>	<u>1,809,609</u>
Net current assets	流動資產淨值		<u>2,055,919</u>	<u>1,912,995</u>
Total assets less current liabilities	資產總值減流動負債		<u>3,749,862</u>	<u>3,620,945</u>

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION 簡明綜合財務狀況表

AS AT 30 JUNE 2016 於2016年6月30日

			At 30 June 2016 於2016年6月30日 (unaudited) (未經審核)	At 31 December 2015 於2015年12月31日 (audited) (經審核)
		<i>Notes 附註</i>	<i>HK\$'000 千港元</i>	<i>HK\$'000 千港元</i>
Non-current liabilities	非流動負債			
Deferred income – non-current portion	遞延收入 – 非流動部份		60,031	60,760
Bank and other borrowings – due after one year	銀行及其他借貸 – 一年後到期	15	278,893	159,225
Deferred tax liabilities	遞延稅項負債		5,902	6,204
			<u>344,826</u>	<u>226,189</u>
Net assets	資產淨值		<u>3,405,036</u>	<u>3,394,756</u>
Capital and reserves	資本及儲備			
Share capital	股本	16	865,716	865,716
Other reserves	其他儲備		2,382,081	2,364,829
Equity attributable to owners of the Company	本公司擁有人應佔權益		<u>3,247,797</u>	3,230,545
Non-controlling interests	非控股權益		157,239	164,211
Total equity	權益總值		<u>3,405,036</u>	<u>3,394,756</u>

NOTES 附註

1. GENERAL INFORMATION

The Company is a public limited company incorporated in Hong Kong and its shares are listed on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). The addresses of the registered office and the principal place of business of the Company are Block A, 6/F., Eastern Sea Industrial Building, 29-39 Kwai Cheong Road, Kwai Chung, New Territories, Hong Kong.

The financial information relating to the year ended 31 December 2015 that is included in this interim results announcement as comparative information does not constitute the Company’s statutory annual consolidated financial statements for that year but is derived from those financial statements. Further information relating to these statutory financial statements required to be disclosed in accordance with section 436 of the Hong Kong Companies Ordinance (Cap. 622) is as follows:

The Company has delivered the financial statements for the year ended 31 December 2015 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Hong Kong Companies Ordinance (Cap. 622).

The Company’s auditor has reported on those financial statements. The independent auditor’s report was unqualified; did not include a reference to any matters to which the independent auditor drew attention by way of emphasis without qualifying its report; and did not contain a statement under sections 406(2), 407(2) or (3) of the Hong Kong Companies Ordinance (Cap. 622).

2. BASIS OF PREPARATION

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

1. 一般資料

本公司為在香港註冊成立的公眾有限公司而其股份於香港聯合交易所有限公司(「聯交所」)上市。本公司的註冊辦事處地址及主要營業地點為香港新界葵涌葵昌路29-39號東海工業大廈A座6樓。

本中期業績公告所載作為比較資料之有關截至2015年12月31日止年度之財務資料並不構成本公司於該年度之法定年度綜合財務報表，但摘錄自該等財務報表。有關根據香港公司條例(第622章)第436條須予披露之該等法定財務報表之進一步資料如下：

本公司已根據香港公司條例(第622章)第662(3)條及附表6第3部規定向公司註冊處處長呈交截至2015年12月31日止年度之財務報表。

本公司核數師已就該等財務報表作出報告。獨立核數師報告並無保留意見；並無載有獨立核數師在不對其報告出具保留意見之情況下，以強調的方式提請使用者注意的任何事項；及並無載有根據香港公司條例(第622章)第406(2)條、第407(2)或(3)條作出的陳述。

2. 編製基準

本簡明綜合財務報表乃根據聯交所證券上市規則(「上市規則」)附錄16之適用披露規定及按照香港會計師公會(「香港會計師公會」)頒佈之香港會計準則(「香港會計準則」)第34號「中期財務申報」而編製。

3. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared under the historical cost basis except for certain financial instruments that are measured at fair values. The accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2016 are the same as those followed in the preparation of the Group's annual financial statements for the year ended 31 December 2015.

In the current interim period, the Group has applied, for the first time, the following new and revised standards, amendments and interpretations ("new and revised HKFRSs") issued by the HKICPA, which are effective for the Group's financial year beginning on 1 January 2016.

HKFRSs (Amendments)	Annual Improvements 2012-2014 Cycle
Amendments to HKAS 1	Disclosure Initiative
Amendments to HKAS 16 and HKAS 38	Clarification of Acceptable Methods of Depreciation and Amortisation
Amendments to HKAS 27	Equity Method in Separate Financial Statements
Amendments to HKFRS 11	Accounting for Acquisitions of Interests in Joint Operations

The application of these amendments in the current interim period has no material effect on the amounts reported in these condensed consolidated financial statements and/or disclosures set out in these condensed consolidated financial statements.

3. 主要會計政策

本簡明綜合財務報表乃按歷史成本基準編製，惟若干金融工具按公平價值列賬除外。截至2016年6月30日止6個月之簡明綜合財務報表所採用之會計政策及計算方法與編製本集團截至2015年12月31日止年度之全年財務報表所遵循者相同。

於本中期期間，本集團已首次應用下列由香港會計師公會頒佈並於本集團2016年1月1日開始之財政年度生效之新訂及經修訂準則、修訂本及詮釋（「新訂及經修訂香港財務報告準則」）。

香港財務報告準則 (修訂本)	2012年至2014年 週期之年度改進
香港會計準則第1號之 修訂本	披露計劃
香港會計準則第16號及 香港會計準則第38號之 修訂本	折舊及攤銷可接受 方法的澄清
香港會計準則第27號之 修訂本	獨立財務報表的 權益法
香港財務報告準則 第11號之修訂本	收購合營業務權益 的會計處理

於本中期期間應用該等修訂本並無對該等簡明綜合財務報表呈報之金額及／或該等簡明綜合財務報表所載之披露造成重大影響。

3. PRINCIPAL ACCOUNTING POLICIES (Continued)

The following new/revised HKFRSs, potentially relevant to the Group's condensed consolidated financial statements, have been issued, but are not yet effective and have not been early adopted by the Group.

Amendments to HKAS 7	Disclosure initiative ¹
Amendments to HKAS 12	Recognition of Deferred Tax Assets for Unrealised Losses ¹
HKFRS 15	Revenue from Contracts with Customers ²
HKFRS 9 (2014)	Financial Instruments ²
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ⁴
Amendments to HKFRS 15	Clarifications to HKFRS 15 ²
HKFRS 16	Leases ³

¹ Effective for annual periods beginning on or after 1 January 2017

² Effective for annual periods beginning on or after 1 January 2018

³ Effective for annual periods beginning on or after 1 January 2019

⁴ Effective date is deferred

The directors of the Company anticipate that the application of the new and revised HKFRSs will have no material impact on the results and the financial position of the Group.

4. REVENUE AND SEGMENT INFORMATION

The board of directors of the Company, i.e. the chief operating decision maker, regularly reviews the operating results and financial information based on distinct geographical areas of location of customers, including Hong Kong (place of domicile of the Group), the People's Republic of China (the "PRC"), Taiwan, Korea, Sri Lanka, America, Europe and Others (i.e. representing other geographical locations mainly Bangladesh, Vietnam and Macau). All of these geographical areas are operating segments except "Others" which is an aggregation of operating segments.

3. 主要會計政策 (續)

下列可能與本集團簡明綜合財務報表有關之新訂／經修訂香港財務報告準則經已頒佈，惟尚未生效亦未經本集團提早採納。

香港會計準則第7號之修訂本	披露計劃 ¹
香港會計準則第12號之修訂本	就未變現虧損確認遞延稅項資產 ¹
香港財務報告準則第15號	客戶合同收入 ²
香港財務報告準則第9號 (2014年)	金融工具 ²
香港財務報告準則第10號及香港會計準則第28號之修訂本	投資者與其聯營公司或合營公司之間的資產出售或注資 ⁴
香港財務報告準則第15號之修訂本	澄清香港財務報告準則第15號 ²
香港財務報告準則第16號	租賃 ³

¹ 於2017年1月1日或之後開始之年度期間生效

² 於2018年1月1日或之後開始之年度期間生效

³ 於2019年1月1日或之後開始之年度期間生效

⁴ 生效日期延遲

本公司董事預期應用該等新訂及經修訂香港財務報告準則將不會對本集團之業績及財務狀況造成重大影響。

4. 營業額及分類資料

本公司董事會(即主要營運決策者)根據客戶所在地區不同的地域位置定期審閱經營業績及財務資料，包括香港(本集團所屬地)、中華人民共和國(「中國」)、台灣、韓國、斯里蘭卡、美洲、歐洲及其他地區(即指其他地域位置，主要為孟加拉、越南及澳門)。所有該等地域位置為營運分類，而「其他地區」則為綜合之營運分類。

4. REVENUE AND SEGMENT INFORMATION (Continued)

The following is an analysis of the Group's revenue and profit from the production and sales of dyed fabrics, yarns and garments and results by reportable segment for the period under review.

Six months ended 30 June 2016 (unaudited)

4. 營業額及分類資料 (續)

以下為本集團於回顧期間源自製造及銷售色布、紗及成衣按可申報分類劃分之營業額及盈利以及業績所作之分析。

截至2016年6月30日止6個月(未經審核)

		Hong Kong	The PRC	Taiwan	Korea	Sri Lanka	America	Europe	Others	Segment total	Eliminations	Consolidated
		香港	中國	台灣	韓國	斯里蘭卡	美洲	歐洲	其他地區	分類總值	對銷	綜合
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
REVENUE	營業額											
External sales	對外銷售	709,837	482,758	320,966	589,095	359,941	218,621	19,267	376,133	3,076,618	-	3,076,618
Inter-segment sales (note)	分類間銷售 (附註)	2,217,056	1,014,496	-	-	179,725	25,723	-	99,925	3,536,925	(3,536,925)	-
Total segment revenue	分類營業額總值	2,926,893	1,497,254	320,966	589,095	539,666	244,344	19,267	476,058	6,613,543	(3,536,925)	3,076,618
RESULTS	業績											
Segment profit	分類盈利	71,151	53,048	29,499	54,148	45,088	20,616	1,795	37,511			312,856
Interest income	利息收入											2,237
Unallocated income	未分配收入											1,668
Unallocated expenses	未分配支出											(213,960)
Finance costs	融資成本											(10,499)
Share of profit of an associate	應佔一間聯營公司 之盈利											423
Profit before taxation	除稅前盈利											92,725

4. REVENUE AND SEGMENT INFORMATION (Continued)

Six months ended 30 June 2015 (unaudited)

4. 營業額及分類資料(續)

截至2015年6月30日止6個月(未經審核)

		Hong Kong	The PRC	Taiwan	Korea	Sri Lanka	America	Europe	Others	Segment total	Eliminations	Consolidated
		香港	中國	台灣	韓國	斯里蘭卡	美洲	歐洲	其他地區	分類總值	對銷	綜合
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
REVENUE	營業額											
External sales	對外銷售	739,652	564,626	366,061	442,671	381,122	191,343	41,759	475,501	3,202,735	-	3,202,735
Inter-segment sales (note)	分類間銷售 (附註)	2,371,708	1,374,331	-	-	208,428	38,233	-	112,052	4,104,752	(4,104,752)	-
Total segment revenue	分類營業額總值	3,111,360	1,938,957	366,061	442,671	589,550	229,576	41,759	587,553	7,307,487	(4,104,752)	3,202,735
RESULTS	業績											
Segment profit	分類盈利	55,246	40,195	29,279	37,206	37,401	12,401	3,578	39,556			254,862
Interest income	利息收入											4,513
Unallocated income	未分配收入											13,591
Unallocated expenses	未分配支出											(209,152)
Finance costs	融資成本											(14,772)
Share of profit of an associate	應佔一間聯營公司 之盈利											344
Profit before taxation	除稅前盈利											49,386

Note: Inter-segment sales are charged at price with reference to the prevailing market rates.

附註：分類間銷售之價格乃參照現行市場價格而釐定。

Segment profit represents the profit earned by each segment without allocation of central administration costs and other expenses (including non-production related employee costs, directors' emoluments, bank charges, etc.), depreciation and amortisation, interest income, loss on disposal/written-off of property, plant and equipment, net gain from derivative financial instruments, finance costs, share of profit of an associate, etc.. This is the measure reported to the board of directors of the Company for the purposes of resource allocation and performance assessment.

分類盈利乃指各分類所賺取的盈利，當中並無計入中央行政成本及其他費用（包括非有關生產之僱員成本、董事酬金、銀行費用等）、折舊及攤銷、利息收入、出售／註銷物業、機器及設備之虧損、衍生金融工具之收益淨值、融資成本、應佔一間聯營公司之盈利等。此乃為資源分配及績效評估而向本公司董事會匯報之基準。

5. FINANCE COSTS

5. 融資成本

		Six months ended	
		截至下列日期止6個月	
		30 June 2016	30 June 2015
		2016年6月30日	2015年6月30日
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
		HK\$'000 千港元	HK\$'000 千港元
Finance costs on:	融資成本：		
Bank and other borrowings	銀行及其他借貸	<u>10,499</u>	<u>14,772</u>

6. INCOME TAX EXPENSE

6. 所得稅支出

		Six months ended	
		截至下列日期止6個月	
		30 June 2016	30 June 2015
		2016年6月30日	2015年6月30日
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
		HK\$'000 千港元	HK\$'000 千港元
Current tax:	是期間稅項：		
Hong Kong	香港	2,656	1,784
The PRC	中國	6,231	11,164
Other jurisdictions	其他司法地區	<u>6,726</u>	<u>4,153</u>
		<u>15,613</u>	<u>17,101</u>

6. INCOME TAX EXPENSE (Continued)

6. 所得稅支出 (續)

		Six months ended	
		截至下列日期止6個月	
		30 June 2016	30 June 2015
		2016年6月30日	2015年6月30日
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
		HK\$'000 千港元	HK\$'000 千港元
Under/(over) provision in prior years:	過往年度撥備不足/(超額撥備):		
The PRC	中國	1,604	(1,210)
Other jurisdictions	其他司法地區	<u>923</u>	<u>(1,855)</u>
		<u>2,527</u>	<u>(3,065)</u>
Deferred tax:	遞延稅項:		
Hong Kong	香港	(827)	(118)
The PRC	中國	(5,609)	(1,816)
Other jurisdictions	其他司法地區	<u>(288)</u>	<u>651</u>
		<u>(6,724)</u>	<u>(1,283)</u>
		<u>11,416</u>	<u>12,753</u>

Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profit for both periods.

香港利得稅乃按兩個期間之估計應課稅盈利以16.5%之稅率計算。

Under the law of the PRC on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT law, the tax rate of the PRC subsidiaries is 25%.

根據中國企業所得稅法(「企業所得稅法」)及企業所得稅法實施條例,中國附屬公司之稅率為25%。

Taxation arising in other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

其他司法地區之稅項是以有關各自司法地區當時之稅率計算。

7. PROFIT FOR THE PERIOD

7. 是期間盈利

		Six months ended	
		截至下列日期止6個月	
		30 June 2016	30 June 2015
		2016年6月30日	2015年6月30日
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
		HK\$'000 千港元	HK\$'000 千港元
Profit for the period has been arrived at after charging:	是期間盈利已扣減下列各項：		
Amortisation of other intangible assets	其他無形資產之攤銷	1,636	1,617
Release of prepaid lease payments	預付租賃款項轉出	1,302	1,305
Depreciation of investment properties	投資物業之折舊	1,968	1,500
Depreciation and impairment of property, plant and equipment	物業、機器及設備之折舊及減值	91,798	103,297
Employee costs (including directors' emoluments)	僱員成本(包括董事酬金)	473,728	478,990
Loss on disposal/written-off of property, plant and equipment #	出售/註銷物業、機器及設備之虧損#	11,195	669
Impairment loss on trade and bills receivables, net #	營業及票據應收款項之減值損失淨值#	16,184	33,522
Net exchange loss #	匯兌虧損淨值#	4,209	-
and after crediting:	及已計入下列各項：		
Interest income *	利息收入*	2,237	4,513
Net rental income from investment properties *	投資物業之租金收入淨值*	4,838	4,215
Net exchange gain #	匯兌收益淨值#	-	11,894
Net gain from derivative financial instruments #	衍生金融工具之收益淨值#	-	44

* Included in other revenue

* 包括在其他收入內

Included in other gains and losses

包括在其他收益及虧損內

8. DIVIDENDS

8. 股息

		Six months ended	
		截至下列日期止6個月	
		30 June 2016	30 June 2015
		2016年6月30日	2015年6月30日
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
		HK\$'000 千港元	HK\$'000 千港元
Dividend recognised as distribution during the period:	是期間已確認為分派之股息：		
2015 final dividend of HK4 cents (2014 final dividend: HK4 cents) per share	2015年末期股息每股4港仙 (2014年末期股息：4港仙)	48,201	48,201

No interim dividend in respect of the six months ended 30 June 2016 has been proposed by the directors of the Company (Six months ended 30 June 2015: Nil).

本公司董事並無建議派付截至2016年6月30日止6個月之中期股息（截至2015年6月30日止6個月：零）。

The final dividend of HK4 cents in respect of the year ended 31 December 2015 (2014: HK4 cents) per share, amounting to approximately HK\$48,201,000 (2014: HK\$48,201,000) in total, had been approved at the annual general meeting of the Company held on 24 June 2016 and was paid after the end of the interim period.

截至2015年12月31日止年度之末期股息每股4港仙（2014年：4港仙），合共約48,201,000港元（2014年：48,201,000港元）已於本公司於2016年6月24日舉行之股東週年大會上獲批准，並且在中期期間結束後已支付。

9. EARNINGS PER SHARE

The calculation of the basic earnings and diluted earnings per share attributable to owners of the Company is based on the following data:

9. 每股盈利

本公司擁有人應佔每股基本盈利及攤薄盈利乃根據下列數據計算：

		Six months ended	
		截至下列日期止6個月	
		30 June 2016	30 June 2015
		2016年6月30日	2015年6月30日
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
		HK\$'000 千港元	HK\$'000 千港元
Earnings	盈利		
Profit for the period attributable to owners of the Company for the purposes of basic earnings and diluted earnings per share	就計算每股基本盈利及攤薄盈利所用之本公司擁有人應佔是期間盈利	<u>68,020</u>	<u>26,985</u>
		Six months ended	
		截至下列日期止6個月	
		30 June 2016	30 June 2015
		2016年6月30日	2015年6月30日
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Number of shares	股份數目		
Weighted average number of ordinary shares for the purposes of basic earnings and diluted earnings per share	就計算每股基本盈利及攤薄盈利所用之普通股加權平均數目	<u>1,205,026,960</u>	<u>1,203,057,899</u>

The computation of diluted earnings per share for the six months ended 30 June 2016 and 30 June 2015 does not assume the exercise of the Company's outstanding share options because the adjusted exercise prices of those options calculated in accordance with HKAS 33 "Earnings Per Share" are higher than the average market price of the shares for both periods.

由於根據香港會計準則第33號「每股盈利」計算之本公司尚未行使購股權之經調整行使價高於股份於兩個期間之平均市價，因此計算截至2016年6月30日及2015年6月30日止6個月期間之每股攤薄盈利時並無假設該等購股權已獲行使。

10. MOVEMENTS IN PROPERTY, PLANT AND EQUIPMENT AND OTHER INTANGIBLE ASSETS

The Group incurred expenditure of HK\$96,200,000 during the six months ended 30 June 2016 (six months ended 30 June 2015: HK\$25,354,000) on property, plant and equipment and other intangible assets to expand and upgrade the Group's manufacturing facilities.

11. INVESTMENT IN LIFE INSURANCE POLICIES

In prior period, the Group entered into contracts with two insurance companies which contain life insurance policies to insure against the death of certain key members of management of the Group, with an aggregate insured sum of approximately US\$18.8 million (equivalent to approximately HK\$145.8 million). Under these contracts, the beneficiary and policy holder is the Company. The Company has made upfront payments of HK\$36,178,000 in prior period. The monthly insurance costs and administrative charges determined by the insurance companies will be deducted from the account value. The insurers will declare interest (including the guaranteed interest) to the Company on a monthly basis, based on the amount of account value, at a rate to be determined at their own discretion. Four of the key members left the Group on 7 December 2012, 1 May 2013, 18 March 2015 and 19 May 2016 respectively, and the Group is in the process of shifting the life insured quota to other key member(s).

12. INVENTORIES

Spare parts	備件
Raw materials	原料
Work-in-progress	半製品
Finished goods	製成品

10. 物業、機器及設備以及其他無形資產之變動

本集團於截至2016年6月30日止6個月，為擴大及增強本集團之生產設施而用於物業、機器及設備以及其他無形資產的開支為96,200,000港元（截至2015年6月30日止6個月：25,354,000港元）。

11. 人壽保險保單之投資

於過往期間，本集團與兩間保險公司訂立合約，當中包含人壽保險保單，為本集團若干名主要管理層成員之身故事宜投保，投保金額合共約為18,800,000美元（相等於約145,800,000港元）。根據該等合約，受益人及保單持有人為本公司。本公司於過往期間已支付預付款項36,178,000港元。每月支付的保費及保險公司釐定的行政費用將從賬戶價值中扣除。保險公司每月可根據賬戶價值按其酌情決定之利率向本公司宣派利息（包括保證利息）。本集團4名主要成員已分別於2012年12月7日、2013年5月1日、2015年3月18日及2016年5月19日辭任，本集團正在將受保人名額轉為其他主要成員。

12. 存貨

		At 30 June 2016 於2016年6月30日 (unaudited) (未經審核) HK\$'000 千港元	At 31 December 2015 於2015年12月31日 (audited) (經審核) HK\$'000 千港元
Spare parts	備件	43,143	44,370
Raw materials	原料	472,035	603,230
Work-in-progress	半製品	366,056	417,943
Finished goods	製成品	353,460	344,787
		1,234,694	1,410,330

13. TRADE AND BILLS RECEIVABLES/PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

The Group allows a credit period ranging from 30 days to 60 days to its trade customers. The following is an ageing analysis of trade and bills receivables based on the payment due dates net of allowance for doubtful debts:

		At 30 June 2016 於2016年6月30日 (unaudited) (未經審核) HK\$'000 千港元	At 31 December 2015 於2015年12月31日 (audited) (經審核) HK\$'000 千港元
Not yet due	未到期	793,251	834,044
Overdue 1 – 30 days	逾期1-30天	202,493	285,435
Overdue 31 – 60 days	逾期31-60天	46,551	86,352
Overdue > 60 days	逾期超過60天	<u>163,249</u>	<u>107,702</u>
		<u>1,205,544</u>	<u>1,313,533</u>

Other receivables as at 30 June 2016 represented value-added tax recoverable of HK\$26,449,000 (31 December 2015: HK\$19,589,000) and prepayments, deposits and other receivables of HK\$96,955,000 (31 December 2015: HK\$97,176,000).

13. 營業及票據應收款項／預付款項、按金及其他應收款項

本集團提供介乎30天至60天信貸期予其營業客戶。營業及票據應收款項根據付款到期日（經扣除呆賬撥備）的賬齡分析如下：

於2016年6月30日，其他應收款項乃指可收回增值稅26,449,000港元（2015年12月31日：19,589,000港元）及預付款項、按金及其他應收款項96,955,000港元（2015年12月31日：97,176,000港元）。

14. TRADE AND BILLS PAYABLES/OTHER PAYABLES AND ACCRUALS

		At 30 June 2016 於2016年6月30日 (unaudited) (未經審核) HK\$'000 千港元	At 31 December 2015 於2015年12月31日 (audited) (經審核) HK\$'000 千港元
Trade payables	營業應付款項	556,092	561,234
Bills payables	票據應付款項	<u>121,484</u>	<u>290,243</u>
		<u>677,576</u>	<u>851,477</u>

14. 營業及票據應付款項／其他應付款項及應計費用

14. TRADE AND BILLS PAYABLES/OTHER PAYABLES AND ACCRUALS (Continued)

The following is an ageing analysis of trade payables based on the payment due dates:

		At 30 June 2016 於2016年6月30日 (unaudited) (未經審核) HK\$'000 千港元	At 31 December 2015 於2015年12月31日 (audited) (經審核) HK\$'000 千港元
Not yet due	未到期	437,723	490,001
Overdue 1 – 30 days	逾期1-30天	66,676	48,131
Overdue 31 – 60 days	逾期31-60天	30,329	8,473
Overdue > 60 days	逾期超過60天	<u>21,364</u>	<u>14,629</u>
		<u>556,092</u>	<u>561,234</u>

All the bills payables of the Group were not yet due at the end of the reporting period.

Other payables and accruals as at 30 June 2016 represented other payables of HK\$160,356,000 (31 December 2015: HK\$120,490,000) and accruals of HK\$179,975,000 (31 December 2015: HK\$223,009,000).

15. BANK AND OTHER BORROWINGS

During the current interim period, the Group obtained new bank and other borrowings of HK\$785,141,000 (Six months ended 30 June 2015: HK\$997,582,000) and made repayments of HK\$853,772,000 (Six months ended 30 June 2015: HK\$1,027,217,000). These bank borrowings obtained and repaid are mainly denominated in Hong Kong dollar and US dollar. The bank borrowings raised were mainly used to repay the existing bank borrowings or as working capital of the Group.

14. 營業及票據應付款項／其他應付款項及應計費用（續）

營業應付款項按付款到期日之賬齡分析如下：

		At 30 June 2016 於2016年6月30日 (unaudited) (未經審核) HK\$'000 千港元	At 31 December 2015 於2015年12月31日 (audited) (經審核) HK\$'000 千港元
Not yet due	未到期	437,723	490,001
Overdue 1 – 30 days	逾期1-30天	66,676	48,131
Overdue 31 – 60 days	逾期31-60天	30,329	8,473
Overdue > 60 days	逾期超過60天	<u>21,364</u>	<u>14,629</u>
		<u>556,092</u>	<u>561,234</u>

於報告期終，本集團之所有票據應付款項均未到期。

於2016年6月30日，其他應付款項及應計費用指其他應付款項160,356,000港元（2015年12月31日：120,490,000港元）及應計費用179,975,000港元（2015年12月31日：223,009,000港元）。

15. 銀行及其他借貸

於本中期期間，本集團取得新銀行及其他借貸785,141,000港元（截至2015年6月30日止6個月：997,582,000港元）及已償還853,772,000港元（截至2015年6月30日止6個月：1,027,217,000港元）。該等已取得及已償還之銀行借貸主要以港元及美元計值。所籌集之銀行借貸乃主要用作償還現有的銀行借貸或用作本集團之營運資金。

15. BANK AND OTHER BORROWINGS (Continued)

The bank borrowings of the Group are mainly variable rate borrowings. The average effective interest rates of bank borrowings of the Group is 2.44% (31 December 2015: 2.45%) per annum and are repayable by installments over a period from one to three years. Except for bank loans of HK\$11,376,000 (31 December 2015: HK\$11,830,000) which are secured by certain life insurance policies as detailed in note 11, all other borrowings are unsecured.

16. SHARE CAPITAL

Movements of the Company's ordinary shares are set out below:

		At 30 June 2016 於2016年6月30日 (unaudited) (未經審核)		At 31 December 2015 於2015年12月31日 (audited) (經審核)	
		<i>No. of shares</i> 股份數目	<i>HK\$'000</i> 千港元	<i>No. of shares</i> 股份數目	<i>HK\$'000</i> 千港元
Ordinary shares, issued and fully paid:	普通股，已發行及繳足股本：				
At 1 January	於1月1日	1,205,026,960	865,716	1,203,046,960	862,211
Exercise of share options	行使購股權	—	—	1,980,000	3,505
At 30 June/31 December	於6月30日/12月31日	<u>1,205,026,960</u>	<u>865,716</u>	<u>1,205,026,960</u>	<u>865,716</u>

17. EVENTS AFTER THE REPORTING DATE

The Company announced on 27 July 2016 that on 15 July 2016, the State-owned Assets Supervision and Administration Commission of the State Council of the PRC (the "SASAC") issued the SASAC Approval in relation to the proposed transfer of the entire equity interest of Chinatex Corporation from the SASAC to COFCO Corporation (the "Proposed Restructuring"), pursuant to which the entire equity interest of Chinatex Corporation, an intermediate controlling shareholder of the Company holding approximately 35.97% of the issued ordinary shares in the share capital of the Company (the "Shares") through its wholly-owned subsidiaries, will be transferred from the SASAC to COFCO Corporation, and the Company will therefore become a listed subsidiary of COFCO Corporation upon completion of the Proposed Restructuring. It remains unchanged that Chinatex Corporation is an intermediate controlling shareholder of the Company and the SASAC is the ultimate controlling shareholder of the Company.

15. 銀行及其他借貸（續）

本集團銀行借貸主要為浮息借貸。本集團銀行借貸之平均實際年利率2.44%（2015年12月31日：2.45%），並須於介乎1年至3年期間內分期償還。除附註11所詳述以若干人壽保險保單抵押之銀行貸款11,376,000港元（2015年12月31日：11,830,000港元）外，所有其他借貸均為無抵押。

16. 股本

本公司之普通股變動載列如下：

17. 報告期後事項

本公司於2016年7月27日宣佈，國務院國有資產監督管理委員會（「國資委」）2016年7月15日就建議轉讓國資委於中紡集團之全部股權予中糧集團（「建議重組」）發出國資委批准，據此，國資委將向中糧集團轉讓中紡集團（為透過其全資附屬公司持有約35.97%已發行本公司股本中之普通股（「股份」）之本公司間接控股股東）之全部股權，因此本公司於建議重組完成後將成為中糧集團之上市附屬公司。中紡集團仍然為本公司間接控股股東，而國資委仍然為本公司最終控股股東。

BUSINESS REVIEW

Despite the unstable world economy and the challenges clouded in the consumer markets during the period under review, the Group was capable of increasing the sales volume of our fabric business segment by 9.1% when compared with that of the same period in 2015. The increase in sales volume was mainly contributed by strategically placing more effort and resources on our established mass market clients. Cotton prices decreased gradually for the first three months of the period under review, which was reflected in our selling prices of fabric during the first half of the financial year. As a result, our selling price of fabric decreased by 9.3% when compared with that of the first half of the financial year 2015 (“1H2015”) 2015. The gradual depreciation of Renminbi (“RMB”) during the period under review created a positive impact to the Group in the long run as most of our production mills are located in the PRC. Thanks to the stringent control of the costs of goods sold and the distribution and selling costs, our profit attributable to the Company increased by 152.1% when compared to that of the corresponding period of last year while gross profit margin increased to 13.4% (1H2015: 11.5%) which was the highest since 2012. Earning per share (basic) also increased to 5.6 HK cents from 2.2 HK cents for the corresponding period of last year. The total revenue of the Group slightly decreased by 3.9% for the six months ended 30 June 2016.

Weak economy remained in the US, Europe and the PRC where most of our customers are located during the period under review. Customers' low inventory strategy created lower volume and multiple orders for the fabric and garment suppliers. Fast fashion markets are the trend going forward. The Group has been consistently reviewing every step of our production processes to ensure that the procedures are lean and efficient enough to exceed customers' expectations. Launched in the first half of 2015, Total Production Management (“TPM”) continued to contribute to the Group's overall production efficiency during the period under review. Through creating a “Zero Defect”, “Zero Accident” and “Zero Waste” system involving all staff to minimise consumption and wastage by the production departments and maximise the efficiency of the managing departments, in order to reduce cost; improve gross margin and enhance profitability of the Group. Production staff are encouraged to propose the best production efficiency plan within their professional knowledge and know-how. Cash prizes and recognition are given to the staff who propose the outstanding plans in order to boost staff morale and to encourage front-line staff to actively participate in TPM.

業務回顧

儘管於回顧期內全球經濟不穩定及消費者市場困難重重，本集團仍能將面料業務銷量與2015年同期相比提高9.1%。銷量提高主要由於策略性地對基礎穩固的大眾市場客戶投入更多精力及資源所致。棉價於回顧期內首三個月逐漸下跌，亦反映在財政年度上半年布料售價中。因此，布料售價與2015年上半年財政年度（「1H2015」）同期相比下跌9.3%。因本集團大部份廠房均位於中國，人民幣於回顧期內逐漸貶值在長遠而言對本集團有利。由於對貨品成本以及分銷及銷售成本實施嚴格管控，本公司應佔盈利與去年同期相比提高152.1%，毛利率亦提高至13.4%（1H2015：11.5%），為自2012年以來最高。每股盈利（基本）亦由去年同期的2.2港仙增加至5.6港仙。截至2016年6月30日止6個月，本集團總營業額輕微下降3.9%。

於回顧期內，美國、歐洲及中國（大部份本集團客戶所在地）的經濟依然疲軟。客戶清庫存策略令布料及成衣供應商之銷量走低及製造多重訂單。快速時裝市場將成為日後主流市場。本集團將一如既往地檢討每步生產流程，藉以確保有關流程精簡和具效率，以超越客戶期望。於2015年上半年推出之「全員生產保全活動」繼續於回顧期內為本集團整體生產效率作出貢獻。透過全員參與達致「零不良」、「零災害」、「零浪費」的體系，減少生產部門的損耗浪費及加快管理部門工作效率，務求達成降低成本、提升毛利率及增加獲利的企業目的。鼓勵生產員工利用其專業知識和技術提出最佳生產效率方案。現金獎勵及表揚予提供優秀方案的員工，以提升員工士氣及鼓勵前線員工對「全員生產保全活動」的積極參與。

During the period under review, the Group has replaced and upgraded numerous relatively less updated and less efficient production facilities in our fabric mills including circular knitted fabric machines, continuous tumble dryers, stenters, fabric shrinkage machines, fabric dyeing machines and fabric printing machines with new and latest models which provide better production efficiency, less wastage and higher energy saving. The Group has upgraded the water treatment facilities including increasing activated sludge tank facility and adding bio-tower to remove odorous gas, as well as upgrading water effluent capacity in the fabric mills in the PRC. The Group has also upgraded the power generation facilities so as to reduce emission. While keeping on consolidating its fabric manufacturing process and craftsmanship, the Group also continued to restructure and consolidate our garment factories as well as to expand vertical integration.

The Group has strengthened our management and operational team by re-allocating several talents in the senior positions during the first half of 2016, resulting in better operational efficiency, enhanced staff motivation and increased productivity. Continuous restructuring and consolidating our subsidiaries with the aims to streamline operation and reduce costs was successfully implemented during the period under review.

Production and Sales of Dyed Fabrics and Yarns

The Group's production capacity among four fabric mills in both the PRC and Sri Lanka maintained at approximately 25 million pounds of fabric dyeing per month, which was basically the same level compared with last year.

For the period under review, the Group's core business, production and sales of dyed fabrics and yarns, generated revenue of approximately HK\$2,607.1 million and accounted for 84.7% of the Group's total revenue.

Production and Sales of Garments

Revenue from the production and sales of garments for the first half of 2016 was approximately HK\$469.5 million and accounted for 15.3% of the Group's total revenue.

Dividend

In view of the relatively unstable business trend of the Group for the second half of the year, the Board has resolved not to declare the payment of any interim dividend for the six months ended 30 June 2016.

Events after the Reporting Period

Save as disclosed in note 17 above, the Group did not have any significant events since the end of the reporting period (i.e. 30 June 2016) end up to the date of this announcement.

於回顧期內，本集團已更換及升級面料廠房多個相對落後及效率相對較低的生產設施，使用節能增效及降低損耗的最新款圓筒針織面料機、面料連續拋縮機、定型機、縮水機、染布機及印花機。本集團已升級污水處理設施，包括於中國面料廠房的生化池及生化廢氣除臭處理系統，並提升污水處理能力。本集團亦升級了廠房的發電設施，降低排放。除了繼續整合面料生產程序及工藝外，本集團亦繼續重組及整合成衣工廠以及擴大垂直整合。

本集團加強管理及營運團隊建設，在2016年上半年在高級職務重新調配若干人才，令生產效率得到提升、員工激勵得到改善及生產力得到提高。於回顧期內，繼續重組及整合附屬公司圓滿實施，精簡了營運，降低了成本。

製造及銷售色布及紗

集團位於中國大陸和斯里蘭卡的4家面料工廠的印染產能維持在每月約2千5百萬磅，與去年同期相比基本持平。

在回顧期內，集團核心業務—製造及銷售色布及紗的營業額達到約2,607.1百萬港元，佔集團營業額總值的84.7%。

製造及銷售成衣

2016年上半年製造及銷售成衣的營業額約為469.5百萬港元，佔集團營業額總值的15.3%。

股息

鑒於預計集團下半年的業務趨勢相對不穩定，董事會決定及宣佈就截至2016年6月30日止6個月內不予派發任何中期股息。

報告期間後事項

除上述附註17所披露外，本集團自報告期間後（即2016年6月30日）至本公告日期止，並沒有任何重大事項發生。

Awards & Certifications

獎項及認證

Our awards and certificates accredited during the first half of 2016 (“1H2016”) are as follows:

在2016年上半年(「1H2016」)·集團所獲獎項及認證如下:

No.	Name of Award/Certification	Type of Document	Date of Issue	Issued by
文件序號	獎項／認證名稱	文件類型	頒發日期	發出單位
Jiangyin Fuhui Textiles Limited 江陰福匯紡織有限公司				
1	2015 Key and Major Enterprise of Jiangyin City* 2015年度江陰市重點骨幹企業	Award 獎牌	2016/1	Jiangyin Municipal Party Committee of Communist Party of the PRC, Jiangyin Municipal People’s Government* 中共江陰市委·江陰市人民政府
2	2015 Outstanding Enterprise of Fire Safety Management* 2015年度消防安全先進集體	Award 獎牌	2016/1	Administration Committee of Jiangyin High-tech Industrial Development Zone* 江陰市高新技術產業開發區管理委員會
3	2015 Outstanding Enterprise of Foreign Investment* 2015年度外商投資先進企業	Trophy 獎杯	2016/1	Jiangyin High-tech Industrial Development Zone Committee of Communist Party of the PRC* 中共江陰高新技術產業開發區工作委員會 Administration Committee of Jiangyin High-tech Industrial Development Zone* 江陰市高新技術產業開發區管理委員會
4	2015 Top 100 Star Enterprise* 2015年度百強明星企業	Award 獎牌	2016/2	Jiangyin Municipal Party Committee of Communist Party of the PRC, Jiangyin Municipal People’s Government* 中共江陰市委·江陰市人民政府
5	2015 Top 30 International Trade Enterprise* 2015年30強外貿企業	Certification 證書	2016/4	Jiangyin Municipal People’s Government* 江陰市人民政府
Yancheng Fuhui Textiles Limited 鹽城福匯紡織有限公司				
6	Laboratory Certificate Agreement 品質檢測證書#	Certification 證書	2016/1	Intertek Group 天祥集團
7	Certificate of Accreditation 品質檢測證書#	Certification 證書	2016/3	Bureau Veritas Group 必維國際檢驗集團
8	Mill Qualification Program 廠房認證計劃#	Certification 證書	2016/3	Intertek Group 天祥集團
9	Outstanding Entry-level Employee’s Party Organisation* 先進基層黨組織	Award 獎牌	2016/6	Administration Committee of Yancheng Economic and Technological Development Zone* 鹽城經濟技術開發區工作委員會
10	Oeko-Tex Standard 100 Oeko-Tex標準100#	Certification 證書	2016/6	TESTEX AG, Swiss Textile Testing Institute TESTEX瑞士紡織檢定有限公司

No.	Name of Award/Certification	Type of Document	Date of Issue	Issued by
文件序號	獎項／認證名稱	文件類型	頒發日期	發出單位
Dongguan Shatian Lake Side Textiles Printing & Dyeing Co., Ltd. 東莞沙田麗海紡織印染有限公司				
11	2015 Top Five Enterprise in Annual Actual Export of Shatian Town & Humen Port* 2015年度沙田鎮、虎門港實際出口前五名企業	Award 獎牌	2016/1	Chinese Communist Party Shatian Town Committee/People's Government of Shatian Town/Chinese Communist Party Humen Port Working Committee/Management Committee of Humen Port* 中共沙田鎮委員會／東莞市沙田鎮人民政府／中共虎門港工作委員會／東莞市虎門港管理委員會
12	Model Enterprise of Leading Exports Indicator * 中國外貿出口先導指數(ELI)樣本企業	Award 獎牌	2016/1	General Administration of Customs of the People's Republic of the PRC 中華人民共和國海關總署
13	Membership* 會員單位	Award 獎牌	2016/1	China Dyeing and Printing Association 中國印染行業協會
14	Environmental Management System Certification – GB/T24001-2004 ISO 14001-2004 Standard 環境管理體系認證證書– GB/T24001-2004 ISO 14001-2004 標準	Certification 證書	2016/1	China Great Wall Quality Assurance Centre 長城質量保證中心
15	Oeko-Tex Standard 100 Oeko-Tex標準100#	Certification 證書	2016/1	TESTEX AG, Swiss Textile Testing Institute TESTEX瑞士紡織檢定有限公司
16	Oeko-Tex Standard 100 Oeko-Tex標準100#	Certification 證書	2016/3	TESTEX AG, Swiss Textile Testing Institute TESTEX瑞士紡織檢定有限公司
17	Outstanding Entry-level Employee Union Committee* 先進基層工會委員會	Award 獎牌	2016/4	General Union of Shatian Town and Humen Port* 沙田鎮虎門港總工會
18	Oeko-Tex Standard 100 Oeko-Tex標準100#	Certification 證書	2016/4	TESTEX AG, Swiss Textile Testing Institute TESTEX瑞士紡織檢定有限公司
19	AEO Accredited Enterprise Certificate (Advanced accredited Enterprise)* AEO認證企業證書(高級認證企業)	Certification 證書	2016/6	Huangpu Customs District, PRC 中華人民共和國黃埔海關
20	Guangdong Province Enterprise of Observing Contract and Valuing Credit 廣東省守合同重信用企業	Award 獎牌	2016/6	Guangdong Province Administration For Industry & Commerce* 廣東省工商行政管理局

* English names are only translation of their official Chinese names. In case of inconsistencies, the Chinese names shall prevail.

* 英文名稱僅為官方中文名稱之譯文。倘有歧異，概以中文名稱為準。

Chinese names are only translation of their official English names. In case of inconsistencies, the English names shall prevail.

中文名稱僅為官方英文名稱之譯文。倘有歧異，概以英文名稱為準。

OUTLOOK

Looking forward to the second half of 2016, the world economy and the retail market are expected to remain uncertain while consumer sentiments remain sluggish. The Group is prudently optimistic about its performance in the second half of the year and we shall continue with the sales strategies that have been employed and shall also continue to focus on research and development of new products. Nevertheless, the interest and the acceptance level of the newly researched products are much higher among the end-buyers and retailers in the PRC than those in the US and Europe. Customers who are willing to try out new products and think out of the box in general are able to translate into better sales and marketing results in the long terms. The Group has long been the pioneer in developing innovative products together with our customers in the textile and apparel industry and will continue to allocate resources in this area in the future.

Apart from the “tender committee” being established in 2015, the Group will also revamp a “sustainability development and enhancement committee” in September 2016 with new chairman and committee members who represent different areas including, sales, operation, governance and production of the Group. We are fully committed in environmental protection and green manufacturing while the energy saving message as one of our core values is seriously delivered to every staff within the Group.

Notwithstanding the ever-changing global economic and market conditions, the Group is determined to accomplish the budgetary target for the year through various measures on cost reduction and production expansion, and offer long-term values and returns to all shareholders.

展望

預計2016年下半年，全球經濟及零售市場預期依然不明朗，消費者氛圍仍低迷。本集團對下半年度的業績抱審慎樂觀態度，堅守已實施之銷售策略，同時將繼續專注於研發新產品。然而，中國最終買家及零售商對新研發產品的關注度及接受水平明顯高於美國及歐洲國家。長遠而言，有意嘗試新產品及跳出框框的客戶通常能帶動銷售及市場推廣效果。本集團一直與紡織及服裝行業的客戶聯手走在開發創新產品的前端，日後在該方面將繼續投入資源。

除於2015年成立的「招標委員會」外，本集團亦將於2016年9月重整「可持續發展及提升委員會」，並委任新主席及委員會成員，成員均代表本集團的銷售、營運、管治及生產的各個領域。我們全身心投入環境保護及綠色生產的同時，將節能的核心理念嚴肅地傳達至集團每位員工。

憑藉集團各項降成本、增產能的措施方案，縱使全球經濟及市況瞬息萬變，本集團依然決心完成本年度的預算目標，為全體股東帶來源源不斷的價值及回報。

FINANCIAL REVIEW

The key operating and financial indicators of the Group for the six months ended 30 June 2016 are set out below:

財務回顧

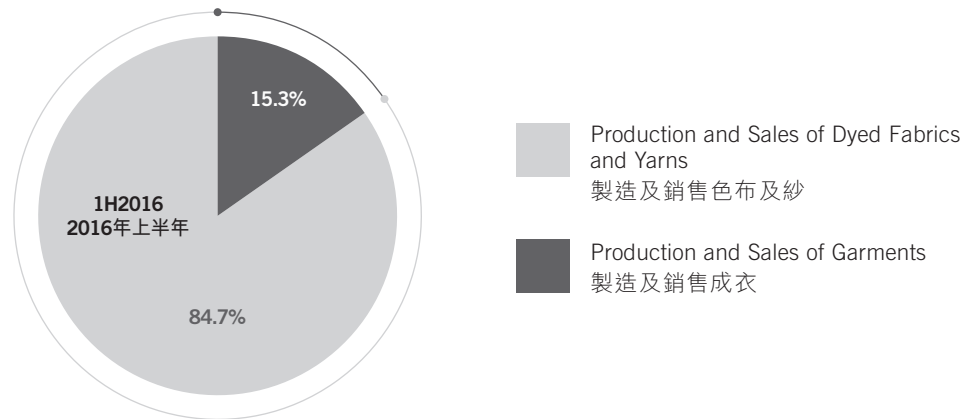
本集團截至2016年6月30日止6個月之主要經營及財務指標呈列如下：

		For the 6 months ended 30 June 2016 截至2016年 6月30日止6個月	For the 6 months ended 30 June 2015 截至2015年 6月30日止6個月
Statement of Profit or Loss Items	損益表項目		
(All amounts in HK\$ thousands unless otherwise stated)	(除特別註明外所有金額均以千港元列示)		
Revenue	營業額	3,076,618	3,202,735
Gross Profit	毛利	412,078	368,571
EBITDA	息稅折舊及攤銷前利潤	186,639	162,229
Profit for the period	是期間盈利	81,309	36,633
Profit attributable to owners of the Company	本公司擁有人應佔盈利	68,020	26,985
Basic earnings per share (<i>HK cents</i>)	每股基本盈利 (<i>港仙</i>)	5.6	2.2
Key Financial Ratios	主要財務比率		
<i>Profitability ratios</i>	<i>盈利能力比率</i>		
Gross profit margin (%)	毛利率(%)	13.4%	11.5%
EBITDA margin (%)	息稅折舊及攤銷前利潤率(%)	6.1%	5.1%
<i>Expenses as a % of revenue</i>	<i>開支佔營業額比率</i>		
Distribution and selling expenses	分銷及銷售費用	2.8%	2.8%
Administrative expenses	行政費用	7.0%	6.9%
Finance costs	融資成本	0.3%	0.5%
<i>Asset efficiency</i>	<i>資產效率</i>		
Inventory turnover period (days)	存貨周轉期(日)	84	90
Trade and bills receivables turnover period (days)	營業及票據應收款項周轉期(日)	71	78
Trade and bills payables turnover period (days)	營業及票據應付款項周轉期(日)	46	55
		At 30 June 2016	At 31 December 2015
		於2016年6月30日	於2015年12月31日
<i>Asset ratios</i>	<i>資產比率</i>		
Current ratio	流動比率	2.4	2.1
Net debt/EBITDA ratio (annualised)	淨債務／息稅折舊及攤銷前利潤率(年化)	(0.9)	(0.6)

Revenue

The Group's revenue for the six months ended 30 June 2016 approximately amounted to HK\$3,076,618,000 (six months ended 30 June 2015: HK\$3,202,735,000).

Revenue by business segments



In first half of 2016, the Group's core business, production and sales of dyed fabrics and yarns, generated revenue of approximately HK\$2,607,127,000 (six months ended 30 June 2015: HK\$2,641,156,000), accounted for 84.7% (six months ended 30 June 2015: 82.5%). Revenue from production and sales of garments was approximately HK\$469,491,000 (six months ended 30 June 2015: HK\$561,579,000), accounted for 15.3% (six months ended 30 June 2015: 17.5%) of the Group's total revenue.

Cost of Sales and Gross Profit

For the six months ended 30 June 2016, overall cost of sales of the Group approximately amounted to HK\$2,664,540,000 (six months ended 30 June 2015: HK\$2,834,164,000) and overall gross profit margin was 13.4% (six months ended 30 June 2015: 11.5%).

The increase in gross profit margin was mainly attributable to the improvement in operation efficiency through adopting a series of measures by the Group to reduce production costs. In addition, the depreciation of RMB during the period under review also led to result in a decrease in production cost, since most of the production plants of the Group are located in the PRC.

營業額

集團截至2016年6月30日止6個月的營業額約為3,076,618,000港元(截至2015年6月30日止6個月:3,202,735,000港元)。

營業額按業務分類

於2016年上半年,集團核心業務—製造及銷售色布及紗的營業額約為2,607,127,000港元(截至2015年6月30日止6個月:2,641,156,000港元),佔84.7%(截至2015年6月30日止6個月:82.5%)。製造及銷售成衣的營業額為469,491,000港元(截至2015年6月30日止6個月:561,579,000港元),佔集團營業額總值的15.3%(截至2015年6月30日止6個月:17.5%)。

銷售成本及毛利

集團截至2016年6月30日止6個月之整體銷售成本約為2,664,540,000港元(截至2015年6月30日止6個月:2,834,164,000港元),整體毛利率為13.4%(截至2015年6月30日止6個月:11.5%)。

毛利率上升主要由於本集團通過採用一系列提高營運效率的措施,以減少生產成本。此外,由於本集團大部份的生產工廠位於中國,人民幣於回顧期內貶值也導致生產成本的下降。

Distribution and Selling Expenses

For the six months ended 30 June 2016, the Group's overall distribution and selling costs approximately amounted to HK\$86,194,000 (six months ended 30 June 2015: HK\$88,323,000), accounted for 2.8% (six months ended 30 June 2015: 2.8%) of the Group's total revenue.

Administrative Expenses

For the six months ended 30 June 2016, the Group's overall administrative expenses approximately amounted to HK\$216,756,000 (six months ended 30 June 2015: HK\$222,358,000), accounted for 7.0% (six months ended 30 June 2015: 6.9%) of the Group's total revenue.

The percentage of the distribution and selling expenses of the Group's total revenue remain unchanged when compared with the same period of last year, as well as the percentage of the administrative expenses only slightly increased by 0.1 percentage point when compared with the same period of last year were attributable to the effective internal cost control and the effect of currency exchange.

Earnings before Interest, Tax, Depreciation and Amortisation (EBITDA)

For the six months ended 30 June 2016, the Group's EBITDA approximately amounted to HK\$186,639,000 (six months ended 30 June 2015: HK\$162,229,000) and the EBITDA margin was 6.1% (six months ended 30 June 2015: 5.1%).

Finance Cost

For the six months ended 30 June 2016, the Group's finance costs approximately amounted to HK\$10,499,000 (six months ended 30 June 2015: HK\$14,772,000), represented 0.3% (six months ended 30 June 2015: 0.5%) of the Group's total revenue.

Capital Expenditure

For the six months ended 30 June 2016, the Group invested approximately HK\$96,200,000 (six months ended 30 June 2015: HK\$25,354,000) in additions of property, plant and equipment and other intangible assets. The Group expects the capital expenditure for the whole financial year will be approximately HK\$180,000,000.

分銷及銷售費用

集團截至2016年6月30日止6個月之整體分銷及銷售費用約為86,194,000港元(截至2015年6月30日止6個月: 88,323,000港元), 佔集團營業額總值的2.8%(截至2015年6月30日止6個月: 2.8%)。

行政費用

集團截至2016年6月30日止6個月之整體行政費用約為216,756,000港元(截至2015年6月30日止6個月: 222,358,000港元), 佔集團營業額總值的7.0%(截至2015年6月30日止6個月: 6.9%)。

分銷及銷售費用佔集團營業額總值之百份比與去年同期維持不變, 同時, 行政費用佔集團營業額總額之百份比與去年同期只微少上升0.1百份點都是由於集團於回顧期內有效控制成本及外匯影響所致。

息稅折舊及攤銷前利潤(EBITDA)

集團截至2016年6月30日止6個月之息稅折舊及攤銷前利潤約為186,639,000港元(截至2015年6月30日止6個月: 162,229,000港元), 息稅折舊及攤銷前利潤率為6.1%(截至2015年6月30日止6個月: 5.1%)。

融資成本

集團截至2016年6月30日止6個月之融資成本約為10,499,000港元(截至2015年6月30日止6個月: 14,772,000港元), 佔集團營業額總值的0.3%(截至2015年6月30日止6個月: 0.5%)。

資本開支

截至2016年6月30日止6個月, 集團已投資約96,200,000港元(截至2015年6月30日止6個月: 25,354,000港元)以增加物業、機器及設備和其他無形資產。集團預期整個財政年度的資本開支將約為180,000,000港元。

Income Tax Expense

For the six months ended 30 June 2016, income tax expense of the Group approximately amounted to HK\$11,416,000 (six months ended 30 June 2015: HK\$12,753,000).

Liquidity and Financial Resources

At 30 June 2016, the Group's net assets amounted to approximately HK\$3,405,036,000 (31 December 2015: 3,394,756,000). The key figures of financial position were as follows:

所得稅支出

集團截至2016年6月30日止6個月之所得稅支出為約11,416,000港元(截至2015年6月30日止6個月: 12,753,000港元)。

資金流動性及財政資源

於2016年6月30日, 集團資產淨值約3,405,036,000港元(2015年12月31日: 3,394,756,000港元)。財務狀況的主要資料如下:

		At 30 June 2016 於2016年6月30日 HK\$'000 千港元	At 31 December 2015 於2015年12月31日 HK\$'000 千港元
Non-current assets	非流動資產	1,693,943	1,707,950
Current assets	流動資產	<u>3,498,015</u>	<u>3,722,604</u>
Total assets	資產總值	<u>5,191,958</u>	<u>5,430,554</u>
Current liabilities	流動負債	1,442,096	1,809,609
Non-current liabilities	非流動負債	<u>344,826</u>	<u>226,189</u>
Total liabilities	負債總值	<u>1,786,922</u>	<u>2,035,798</u>
Net assets	資產淨值	<u>3,405,036</u>	<u>3,394,756</u>

The Group met its funding requirements in its usual course of operation by cash flows from operations, as well as long-term and short-term bank borrowings. Capital expenditure was mainly financed by long-term bank borrowings.

集團以營運所得現金流量及銀行的長短期貸款應付日常資金需要, 而資本開支則主要由長期銀行貸款撥付。

At 30 June 2016, the principal financial covenant figure/ratios (according to the banks' definitions) were as follows:

於2016年6月30日，主要的財務契約數據／比率（根據銀行的定義）如下：

		At 30 June 2016 於2016年6月30日	At 31 December 2015 於2015年12月31日
Consolidated tangible net worth	綜合淨有形資產	HK\$3,081,100,000 港元	HK\$3,019,313,000港元
Consolidated total bank debt to consolidated tangible net worth	綜合總銀行負債 對綜合淨有形資產比例	0.2	0.2
Consolidated EBITDA to consolidated interest expense	綜合息稅折舊及攤銷前 利潤對綜合利息支出比例	17.8	13.4
Consolidated current assets to consolidated current liabilities	綜合流動資產 對綜合流動負債比例	2.4	2.1
Consolidated capital expenditure	綜合資本開支	HK\$96,200,000 港元	HK\$118,322,000港元

Risk Management

The Group follows stringent and prudent risk management policy to manage foreign exchange and interest rate risks.

The sales and the purchase of raw materials of the Group are mainly denominated in Hong Kong dollars, US dollars and RMB. Since the Group mainly produces in the PRC, thus we are exposed to foreign exchange risk arising from RMB exposure. The Group has been closely monitoring the exchange rate fluctuation for US dollar against RMB. To mitigate the risk of depreciation of RMB, the Group manages the RMB bank balance by performing regular review. The Group will continue to review the foreign currency hedging strategy as appropriate in order to mitigate the foreign currency risk.

In addition, bank borrowings of the Group are denominated in Hong Kong dollars and US dollars, interests are mainly charged on a floating rate basis. As the US economic recovery is modest, the interest rate is expected to rise moderately. The Group will continue monitor the interest rates fluctuation in the market and arrange appropriate financial instruments to minimise the interest rate risk.

風險管理

本集團會依據嚴格及審慎的風險管理政策應對外匯及利率風險。

集團之銷售及原料採購以港元、美元及人民幣為主，而主要的生產基地於中國，故涉及人民幣所產生之外匯風險。集團一直注視美元及人民幣匯率的變動，為了應對人民幣貶值風險，集團定期檢討人民幣存款量，並適時審視外匯對沖政策以減低其風險。

此外，集團的銀行借貸以港元及美元為單位，利息主要以浮動利率計算。由於美國經濟復甦溫和，預期利率將慢慢上升。本集團將繼續留意市場的利率波動，並安排合適的金融工具以減低利率上升的風險。

EMPLOYEES AND REMUNERATION POLICIES

At 30 June 2016, the Group had approximately 11,900 full time employees (30 June 2015: 11,800). The Group's emolument policies are formulated on the performance of individual employee and the salary trends in various regions, which are reviewed regularly. Subject to the Group's profitability, the Group may also distribute discretionary bonus to its employees as an incentive for their contribution to the Group.

The Group has established a share option scheme for its employees, and also provides regular training courses and subsidies for continuing education so as to improve the skills of its employees with respect to production, selling and management.

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

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

CORPORATE GOVERNANCE CODE

Throughout the period from 1 January 2016 to 30 June 2016, the Company has applied the principles of, and complied with, all the applicable code provisions of the Corporate Governance Code (the "CG Code") as set out in Appendix 14 to the Listing Rules. However, with effect from 23 January 2015, the Chairman and executive Director, Mr. ZHAO Yao, has taken up the position of Chief Executive Officer of the Company, details of which were set out in the announcement of the Company dated 23 January 2015. This deviates from Code Provision A. 2.1 of the CG Code, which stipulates that the responsibilities between the chairman and chief executive officer should be divided. However, having considered the current status of the Group, vesting the roles of both chairman and chief executive officer in the same person enables the Group to more efficiently plan its overall strategy and achieve the budgeted target. The Board believes that the balance of power and authority under this arrangement is adequately ensured by the Board which comprises experienced, professional and high caliber individuals with sufficient number thereof being independent non-executive Directors.

僱員及酬金政策

集團於2016年6月30日之全職僱員人數約為11,900人(2015年6月30日: 11,800人), 而集團的僱員酬金政策是根據個別僱員的工作表現及各地區薪酬趨勢而定期作出檢討。集團亦會因應集團之盈利情況, 酌情發放花紅予僱員以鼓勵他們對集團之貢獻。

集團為僱員設有一項購股權計劃, 亦會提供定期培訓課程及資助進修計劃, 以提高僱員之生產、銷售及管理技能。

購回、出售及贖回本公司之上市證券

於回顧期內, 本公司及其任何附屬公司並無購回、出售或贖回本公司之任何上市證券。

企業管治守則

由2016年1月1日至2016年6月30日止期間, 本公司已應用及一直遵守上市規則附錄14所載之企業管治守則(「企管守則」)之原則及所有適用之守則條文。但自2015年1月23日起, 主席及執行董事趙耀先生開始兼任本公司行政總裁職務, 詳情已載於日期為2015年1月23日之公告。此會偏離企管守則條文A.2.1的規定, 主席與行政總裁的角色應有區分, 不應由一人同時兼任, 但考慮到本集團現時的情況, 由同一名人士同時擔任主席及行政總裁兩個職務可以讓本集團更有效率地計劃整體策略及完成預算目標。由於董事會由經驗豐富人士及專業人士組成(包括充足的獨立非執行董事人數), 相信會有足夠能力確保職能及權力在此安排下得到平衡。

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix 10 to the Listing Rules (the "Model Code") as its own code of conduct regarding Directors' securities transactions. Having made specific enquiries of all Directors, the Company confirmed that all Directors had complied with the required standard set out in the Model Code for the period under review.

AUDIT COMMITTEE REVIEW

The Company has established an Audit Committee for the purposes of reviewing and providing supervision over the Company's financial reporting process and internal controls. The Audit Committee presently comprises 1 non-executive Director and 2 independent non-executive Directors, and 1 of the independent non-executive Directors acts as the Chairman of the Audit Committee. The Audit Committee has reviewed the unaudited interim results of the Company for the six months ended 30 June 2016.

PUBLICATIONS OF 2016 INTERIM RESULTS AND INTERIM REPORT

This results announcement is published on the websites of the Company (www.fshl.com) and the Stock Exchange (www.hkex.com.hk). The 2016 interim report containing all the information required by the Listing Rules will be dispatched to the shareholders of the Company and available on the websites of the Company and the Stock Exchange in due course.

香港，2016年8月18日

於本公告日期，董事會有3位執行董事，即趙耀先生、陳鳴洪先生及藍江先生；2位非執行董事，即嚴震銘博士及張湧先生；及3位獨立非執行董事，即伍國棟先生、應偉先生及林偉成先生。

董事進行證券交易的標準守則

本公司已採納上市規則附錄10所載上市公司董事進行證券交易的標準守則（「標準守則」）為其有關董事進行證券交易之守則。經向所有董事作出查詢後，本公司確認所有董事於回顧期內均已遵守標準守則所要求的標準。

審核委員會審閱

本公司已成立審核委員會，藉以檢討及監察本公司之財務申報程序及內部監控制度。審核委員會現由1名非執行董事及2名獨立非執行董事組成，並由其中1名獨立非執行董事擔任審核委員會主席。審核委員會已審閱本公司截至2016年6月30日止6個月之未經審核中期業績。

刊發2016年中期業績及中期報告

本業績公告將於本公司網站(www.fshl.com)及聯交所網站(www.hkex.com.hk)刊登。載有上市規則規定的所有資料之2016年中期報告將會於適當時候寄發予本公司股東，並且刊載於本公司及聯交所網站。

承董事會命
福田實業(集團)有限公司
趙耀
主席兼行政總裁