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(Incorporated in the Cayman Islands with limited liability) (Stock Code: 379)

Interim Results Announcement For the six months ended 30 June 2016

The board of directors ("Board" or "Directors") of China Ever Grand Financial Leasing Group Co., Ltd. ("Company") hereby announces the unaudited consolidated results of the Company and its subsidiaries ("Group") for the six months ended 30 June 2016 together with the comparative figures for the corresponding period in 2015 as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS FOR THE SIX MONTHS ENDED 30 JUNE 2016

		Six months en	ded 30 June
	Notes	2016 (Unaudited) <i>HK\$'000</i>	2015 (Unaudited) <i>HK\$'000</i>
Turnover	3	101,856	197,834
Revenue	4	95,170	22,964
Cost of sales	4	(77,710)	(21,775)
Gross profit		17,460	1,189
Other income and gain		16,801	1,978
Selling and distribution expenses		(2,469)	(2,095)
Administrative expenses		(42,487)	(28,107)
Change in fair value of held for trading investments		452	25,786
(Loss)/gain on disposals of held for trading investments		(1,124)	11,941
(Decrease)/increase in fair value of convertible bonds designated as financial assets at fair value			
through profit or loss		(4,450)	28,851
Share of results of joint ventures		21,545	26,327
Finance costs	5	(114)	(29)
Profit before taxation		5,614	65,841
Taxation	6	(2,494)	(4,105)
Profit for the period	7	3,120	61,736
Attributable to:			
- Owners of the Company		(4,546)	61,719
- Non-controlling interests		7,666	17
- Non-controlling interests		7,000	17
		3,120	61,736
(Loss)/earnings per share	9		
- Basic	/	HK(0.04)cent	HK 0.52cent
- Diluted		N/A	HK 0.52cent

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE SIX MONTHS ENDED 30 JUNE 2016

	Six months ended 30 June		
	2016	2015	
	(Unaudited)	(Unaudited)	
	HK\$'000	HK\$'000	
Profit for the period	3,120	61,736	
Other comprehensive (expenses)/income			
Items that may be reclassified subsequently			
to profit or loss:			
Share of other comprehensive (expense)/income			
of joint ventures	(51)	815	
Other comprehensive (expense)/income for the period	(51)	815	
Total comprehensive income for the period	3,069	62,551	
Total comprehensive income attributable to:			
- Owners of the Company	(4,597)	62,534	
- Non-controlling interests	7,666	17	
	3,069	62,551	

30 June 31 December 2015 2016 (Audited) (Unaudited) HK\$'000 HK\$'000 Notes **Non-Current Assets** Plant and equipment 27,445 1,347 Available-for-sale investments 25.800 2,000 Goodwill 39.564 Interests in joint ventures 763,852 784,531 Finance lease receivables 10 518,842 Club debentures 350 350 1,396,532 767,549 **Current Assets** Inventories 9,804 8,746 Trade receivables, other receivables, deposits and prepayments 11 29,598 94,878 Convertible bonds designated as financial assets at fair value through profit or loss 36,450 Other loan receivables 30,000 Amount due from a joint venture 466 Held for trading investments 119,515 44,117 Deposits placed with financial institutions 1,830 54,720 Restricted deposits and bank deposits 131,406 Bank balances and cash 362,765 394,867 750,664 568,498 **Current Liabilities** Trade and other payables and accruals 12 269,629 72,754 37,308 36,982 Taxation payable 302 Obligations under finance leases 401 2,293 Other loans 3,500 310,838 112,331 439,826 456,167 **Net Current Assets Total Assets less Current Liabilities** 1,836,358 1,223,716 **Capital and Reserves** Share capital 119,192 119,192 1,088,351 Reserves 1,083,754 Equity attributable to owners of the Company 1,207,543 1,202,946 Non-controlling interests 121,030 845 **Total Equity** 1,323,976 1,208,388 **Non Current Liabilities** Obligations under finance leases 555 353 Borrowings 496,200 Deferred tax liabilities 15,829 14,773 512,382 15,328

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2016

1,836,358

1,223,716

NOTES

1. BASIS OF PRESENTATION

The condensed consolidated financial statements for the six months ended 30 June 2016 have been prepared in accordance with the Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities ("Listing Rules") on The Stock Exchange of Hong Kong Limited.

2. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis other than certain financial instruments measured at fair value through profit or loss and investment properties measured at fair value.

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 Company's annual financial statements for the year ended 31 December 2015.

In the current interim period, the Group has adopted and applied, for the first time, certain new interpretation and amendments to the Hong Kong Financial Reporting Standards ("HKFRSs") issued by the HKICPA that are mandatorily effective for the current interim period.

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

3. TURNOVER

Turnover represents the amounts received and receivable from sales of polishing materials and equipment (net of allowances and returns), finance lease interest income and service fee income, and gross proceeds from sale of held for trading investments during the period.

	Six months ended 30 June		
	2016	2015	
	(Unaudited) <i>HK\$'000</i>	(Unaudited) <i>HK\$</i> '000	
Sales of polishing materials and equipment	22,091	22,964	
Finance lease	73,079	-	
Gross proceeds from sale of held for trading investments	6,686	174,870	
	101,856	197,834	

4. SEGMENTAL INFORMATION

Information reported to the Board, being the chief operating decision maker, for the purpose of resource allocation and performance assessment focuses on the nature of the operations of the Group.

The Group's operating and reportable segments are as follows:

Polishing materials and equipment	-	sale of polishing materials and equipment
Finance lease	-	provision of finance lease services and financing services
Terminal and logistics services	-	loading and discharging services, storage services, and leasing of terminal facilities and equipment
Investment	-	investments in held for trading investments, convertible bonds, available-for-sale investments and derivative financial assets

The analysis of the revenue and segment result of the Group by operating and reporting segments is as follows:

	Reve	enue	Segmen	t results
		Six months e	nded 30 June	
	2016 (Unaudited) <i>HK\$'000</i>	2015 (Unaudited) <i>HK\$'000</i>	2016 (Unaudited) <i>HK\$'000</i>	2015 (Unaudited) <i>HK\$'000</i>
Segments				
Polishing materials and equipment	22,091	22,964	(7,139)	(4,739)
Finance lease	73,079		17,129	-
Terminal and logistics services	-	-	6,966	17,105
Investment	-	-	(10,260)	57,405
	95,170	22,964	6,696	69,771
Unallocated corporate expenses			(7,556)	(5,879)
Unallocated other income and gain			6,588	1,978
Unallocated finance costs			(114)	(29)
Profit before taxation			5,614	65,841

The analysis of the assets and liabilities of the Group by operating and reporting segments is as follows:

	Assets		Liabilities	
	30 June	31 December	30 June	31 December
	2016	2015	2016	2015
	(Unaudited)	(Audited)	(Unaudited)	(Audited)
	HK\$'000	HK\$'000	HK\$'000	HK\$ '000
<u>Segments</u>				
Polishing materials and equipment	43,923	51,377	13,442	13,641
Finance lease	1,030,143	-	698,378	-
Terminal and logistics services	833,576	940,905	26,128	14,606
Investment	208,736	160,009	74,732	67,286
Unallocated corporate items	30,818	183,756	10,540	32,126
	2,147,196	1,336,047	823,220	127,659

5. FINANCE COSTS

	Six months ended 30 June		
	2016	2015 (Unaudited)	
	(Unaudited)		
	HK\$'000	HK\$ '000	
Interest on other loan wholly repayable within one year	15	-	
Finance lease charges	99	29	
	114	29	

6. TAXATION

	Six months ended 30 June		
	2016 (Unaudited) <i>HK\$'000</i>	2015 (Unaudited) <i>HK\$'000</i>	
The charge comprises:			
Current tax			
- Hong Kong profits tax	-	1,495	
- PRC income tax	1,438	-	
Deferred tax			
- Withholding tax on undistributed profits of			
joint ventures in the PRC	1,056	2,610	
	2,494	4,105	

7. PROFIT FOR THE PERIOD

	Six months ended 30 June		
	2016 (Unaudited) <i>HK\$'000</i>	2015 (Unaudited) <i>HK\$'000</i>	
Profit for the period has been arrived at after charging/(crediting):			
Depreciation of plant and equipment Cost of inventories recognised as expenses Impairment loss on trade receivables	728 21,059 2,680	358 21,775 272	
Interest income	(126)	(1,819)	

8. DIVIDEND

The Board does not recommend payment of an interim dividend for the six months ended 30 June 2016 (six months ended 30 June 2015: Nil).

9. (LOSS)/EARNINGS PER SHARE

The calculation of the basic and diluted (loss)/earnings per share is based on the following data:

	Six months ended 30 June		
	2016	2015	
	(Unaudited)	(Unaudited)	
	HK\$'000	HK\$ '000	
(Loss)/profit attributable to owners of the Company for			
the purpose of basic and diluted (loss)/earnings per share	(4,546)	61,719	
	Number o	f shares	
	30 June 2016	30 June 2015	
	(Unaudited)	(Unaudited)	
	``````````````````````````````````````	'000'	
Weighted average number of ordinary shares for			
the purpose of basic and dilutive (loss)/earnings per share	11,919,198	11,919,198	

Diluted earnings per share for the six months ended 30 June 2015 is the same as the basic earnings per share as the computation of diluted earnings per share does not assume the exercise of the Company's share options because the exercise price of those options is higher than the average market price of the Company's shares during that period.

#### 10. FINANCE LEASE RECEIVABLES

The finance lease receivables are receivable in two to five years.

#### 11. TRADE RECEIVABLES, OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

The Group has a policy of allowing average credit period of 0 to 180 days to its trade customers. In addition, for certain customers with long-established relationship and good past repayment histories, a longer credit period may be granted.

The aged analysis of the trade receivables of HK\$24,460,000 (31 December 2015: HK\$26,523,000) which are included in the Group's trade receivables, other receivables, deposits and prepayments is as follows:

	30 June 2016 (Unaudited) <i>HK\$'000</i>	31 December 2015 (Audited) <i>HK\$'000</i>
Within 30 days	14,547	9,558
31 to 60 days	4,069	4,935
61 to 90 days	3,108	5,394
Over 90 days	2,736	6,636
	24,460	26,523
Other receivables, deposits and prepayments	70,418	3,075
	94,878	29,598

#### 12. TRADE PAYABLES, OTHER PAYABLES AND ACCRUALS

The aged analysis of the trade payables of HK\$10,301,000 (31 December 2015: HK\$5,254,000) which are included in the Group's trade payables, other payables and accruals is as follows:

	30 June 2016 (Unaudited) <i>HK\$'000</i>	31 December 2015 (Audited) <i>HK\$'000</i>
Within 30 days	6,614	3,398
31 to 60 days	1,981	927
61 to 90 days	710	890
Over 90 days	996	39
	10,301	5,254
Other payables and accruals	259,328	67,500
	269,629	72,754

#### 13. CONTINGENT LIABILITIES

The Group had no material contingent liabilities as at 30 June 2016 and 31 December 2015.

#### 14. CHARGE OF ASSETS

At 30 June 2016, the Group's obligations under finance leases were secured by the lessors' charges over the motor vehicles with carrying value of approximately HK\$1,252,000 (31 December 2015: HK\$779,000).

As at 30 June 2016, the other loan raised by the Group of approximately HK\$3,500,000 (31 December 2015: HK\$2,293,000) was secured by the life insurance policy for key management held by the Group.

# 15. OPERATING LEASE COMMITMENTS

The Group as lessee:

At the end of the reporting period, the Group had commitments for future minimum lease payments under non-cancellable operating leases in respect of office premises which fall due as follows:

	30 June 2016	31 December 2015
	(Unaudited) <i>HK\$'000</i>	(Audited) <i>HK\$</i> '000
Within one year	1,982	1,686
In the second to fifth year inclusive	130	519
	2,112	2,205

The Group as lessor:

At the end of the reporting period, the Group had contracted with tenant for the following future minimum lease payments:

	30 June 2016 (Unaudited) <i>HK\$'000</i>	31 December 2015 (Audited) <i>HK\$'000</i>
Within one year	921	-
In the second to fifth year inclusive	384	
	1,305	-

# 16. CAPITAL COMMITMENTS

At 30 June 2016 and 31 December 2015, the Group had no material capital commitments.

# MANAGEMENT DISCUSSION AND ANALYSIS

#### Business Review and Financial Performance

The Group's turnover for the six months ended 30 June 2016 decreased by 48.5% to approximately HK\$101.9 million as compared with the corresponding period in 2015. The decrease in turnover was mainly due to decrease in gross proceeds from sales of held for trading investments. Segmental revenue of polishing materials and equipment segment decreased by 3.8% to approximately HK\$22.1 million for the six months ended 30 June 2016, as compared with the same period last year. The decrease in the revenue of polishing materials and equipment division was mainly due to decrease in sales in the PRC. Segmental revenue of finance lease division for the period amounted to HK\$73.1 million.

The Group has completed the acquisition of the entire issued share capital in China Ever Grand Capital Group Limited ("CEGCG") and assignment of shareholder's loan and capital injection to Beijing Ever Grand International Finance Lease Co., Ltd. ("BEGIFL") in January 2016. The Group holds 51.39% of the equity of BEGIFL. BEGIFL is engaged in provision of finance lease services and financing services. Segment turnover and segment profit of the finance lease division for the period amounted to approximately HK\$73.1 million and HK\$17.1 million respectively.

Rizhao Lanshan Wansheng Harbour Company Limited ("Rizhao Lanshan") is engaged in provision of terminal and logistics services including loading and discharging, storage and transfer of iron ore, steel products, timber and other goods and leasing of terminal facilities and equipment in Lanshan Harbour, Rizhao Port, Shandong Province of the PRC. Segment profit of the terminal and logistics services division for the period amounted to approximately HK\$7.0 million and segment loss of investment division and the polishing materials and equipment division for the period amounted to HK\$10.3 million and HK\$7.1 million respectively.

Loss for the six months ended 30 June 2016 attributable to the owners of the Company was approximately HK\$4.5 million (six months ended 30 June 2015: profit of HK\$61.7 million). The profits from share of results of joint ventures were decreased from approximately HK\$26.3 million for the six months ended 30 June 2015 to approximately HK\$21.5 million for the six months ended 30 June 2016, mainly due to decrease in profit of Rizhao Lanshan. During the six months ended 30 June 2016, the Group records loss on disposals of held for trading investments of approximately HK\$1.1 million, increase in fair value of held for trading investments of approximately HK\$0.5 million and decrease in fair value of convertible bonds designated as financial assets at fair value through profit or loss of approximately HK\$4.5 million.

# Liquidity and Financial Resources

As at 30 June 2016, the Group had interest-bearing other loans and borrowings of approximately HK\$499.7 million (31 December 2015: HK\$2.3 million).

As at 30 June 2016, current assets of the Group amounted to approximately HK\$750.7 million (31 December 2015: HK\$568.5 million). The Group's current ratio (measured as total current assets to total current liabilities) was approximately 2.41 times as at 30 June 2016 as compared with 5.06 times as at 31 December 2015. At 30 June 2016, the Group had total assets of approximately HK\$2,147.2 million (31 December 2015: HK\$1,336.0 million) and total liabilities of approximately HK\$823.2 million (31 December 2015: HK\$127.7 million), representing a gearing ratio (measured as total liabilities to total assets) of 38.3% as at 30 June 2016 as compared with 9.6% as at 31 December 2015.

Material fluctuations in the comparative figures are mainly due to completion of acquisition of the entire issued share capital in CEGCG and capital injection to BEGIFL in January 2016

# Significant Investments

At 30 June 2016, the Group has available-for-sale investments and held for trading investments amounting to approximately HK\$25.8 million and HK\$119.5 million (31 December 2015: HK\$2.0 million and HK\$44.1 million) respectively.

# Material Acquisitions

The Group has completed the very substantial acquisition and connected transaction in relation to the acquisition of the entire issued share capital in CEGCG and assignment of shareholder's loan and capital injection to BEGIFL on 7 January 2016. For details, please refer to the Company's circular dated 30 October 2015 and the announcement dated 7 January 2016.

# **Litigations**

The Group has no material litigation as at 30 June 2016 and 31 December 2015.

# Foreign Exchange Exposures

The Group's purchases and sales are mainly denominated in United States dollars, Hong Kong dollars and Renminbi. The operating expenses of the Group are either in Hong Kong dollars or Renminbi. The Group's treasury policy is in place to monitor and manage its exposure to fluctuation in exchange rates.

# <u>Outlook</u>

In the second half of this year, the Group will continue facing difficult operating environment, due to the global political and economic uncertainties, and the slowdown of China economy and rather weak performance of China import and export industry. However, as the various micro stimulus implemented by the Chinese government gradually appeared to be effective and the long-term reform has been impacting on the investment confidence, the economic growth will be gradually stable.

Due to the extreme unstable market conditions, the Group will continue to take a conservative approach towards its investment portfolio and strategies in order to improve the performance of the investment segment.

Meanwhile, the Group has a conservative view towards the outlook of the polishing materials and equipment business and will continue to explore effective cost-saving measures, trying to change its long loss making situation. The management also commences study on the feasibility of disposal of this business segment.

With the completion of acquiring a financial leasing subsidiary in the PRC in early January this year, the subsidiary is already in full operation and according to the performance for the first six months this year, it produced a positive contribution to the Group and the Group expect to emphasis its future development and form new business growth and profitability of the Group.

# Employees and Remuneration

As at 30 June 2016, the Group had 73 employees (excluding employees of the Company's joint ventures) in Hong Kong and the PRC. The employees are remunerated with basic salary, bonus and other benefits in kind with reference to industry practice and their individual performance.

# PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES

Neither the Company, nor any of its subsidiaries purchased, sold or redeemed any of the listed securities of the Company during the six months ended 30 June 2016.

# CORPORATE GOVERNANCE

The Board considers that good corporate governance of the Company is crucial to safeguarding the interests of the shareholders and enhancing the performance of the Group. The Board is committed to maintaining and ensuring high standards of corporate governance. The Company has applied the principles and complied with all the applicable code provisions of the Corporate Governance Code and Corporate Governance Report as set out in Appendix 14 of the Listing Rules for the six months ended 30 June 2016, except for the following deviations:

# 1. Code Provision A.6.7

Two non-executive directors of the Company were unable to attend the annual general meeting of the Company held on 15 June 2016 due to their other important commitments.

Two non-executive directors and two independent non-executive directors were unable to attend the extraordinary general meeting of the Company held on 20 January 2016 due to their other important commitments.

#### 2. Code Provision B.1.2

The terms of reference of the Remuneration Committee exclude review of and making recommendations to the Board in relation to senior management remuneration as in the Board's opinion, it was more appropriate for the executive directors to perform these duties.

#### *3. Code Provision E.1.2*

The Chairman of the Board was unable to attend the annual general meeting of the Company held on 15 June 2016 due to his other important commitment.

# CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers ("Model Code") as set out in Appendix 10 of the Listing Rules as its code of conduct for dealings in securities of the Company by the Directors. Following a specific enquiry, all Directors confirmed that they have complied with the required standards set out in the Model Code throughout the six months ended 30 June 2016.

# AUDIT COMMITTEE REVIEW

The Company has established an Audit Committee, which consists of three independent non-executive Directors of the Company, namely Mr. Ho Hin Yip, Mr. Goh Choo Hwee and Mr. U Keng Tin.

The Audit Committee has reviewed the unaudited condensed consolidated financial statements for the six months ended 30 June 2016.

# **BOARD OF DIRECTORS**

As at the date of this announcement, the Board comprises (1) Mr. Wong Lik Ping, Mr. Lai Ka Fai, Mr. Tao Ke and Mr. Qiao Weibing as executive directors; (2) Mr. Cheng Kwok Woo and Ms. Yeung Sau Han Agnes as non-executive directors, and (3) Mr. Goh Choo Hwee, Mr. Ho Hin Yip and Mr. U Keng Tin as independent non-executive directors.

By order of the Board China Ever Grand Financial Leasing Group Co., Ltd. Lai Ka Fai Executive director

Hong Kong, 30 August 2016