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CHANGSHOUHUA FOOD COMPANY LIMITED **長壽花食品股份有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1006)

INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 JUNE 2019

FINANCIAL HIGHLIGHTS

For the six months ended 30 June 2019, the Group's revenue decreased by approximately 2.6% to approximately RMB1,440.2 million (for the six months ended 30 June 2018: approximately RMB1,479.1 million). Affected by the rising cost of raw materials, the overall gross profit decreased by 6.9% to approximately RMB323.3 million (for the six months ended 30 June 2018: approximately RMB347.1 million) for the six months ended 30 June 2019 and overall gross profit margin lowered to approximately 22.4% (for the six months ended 30 June 2018: approximately 23.5%).

For the six months ended 30 June 2019, the Group's profit before income tax and profit of the Group attributable to owners of the Company decreased by approximately 4.9% to approximately RMB181.6 million (for the six months ended 30 June 2018: approximately RMB190.9 million) and approximately 3.7% to approximately RMB153.4 million (for the six months ended 30 June 2018: approximately RMB159.3 million) respectively.

For the six months ended 30 June 2019, the Group's net profit margin was approximately 10.7% (for the six months ended 30 June 2018: 10.8%) and the basic earnings per share attributable to owners of the Company decreased to approximately RMB26.7 cents (for the six months ended 30 June 2018: RMB27.8 cents).

THE PROGRESS IN THE FIVE-YEAR BUSINESS DEVELOPMENT PLAN (2016-2020)

Various high-quality, green and healthy food products in medium and high-end markets were gradually launched to build the healthy kitchen brand image of “長壽花” (Longevity Flower).

INTERIM RESULTS

The board (the “**Board**”) of directors (the “**Director(s)**”) of Changshouhua Food Company Limited (the “**Company**”) is pleased to present the unaudited consolidated interim results of the Company and its subsidiaries (collectively, the “**Group**” or “**Changshouhua**”) for the six months ended 30 June 2019 together with the relevant comparative figures. The unaudited interim results have been reviewed by the Company’s auditor, BDO Limited and the Company’s audit committee (the “**Audit Committee**”).

CONSOLIDATED INCOME STATEMENT

For the six months ended 30 June 2019

	<i>Notes</i>	Six months ended 30 June	
		2019	2018
		(unaudited)	(unaudited)
		RMB’000	RMB’000
Revenue	5	1,440,203	1,479,072
Cost of sales		(1,116,892)	(1,131,989)
Gross profit		323,311	347,083
Other income	5	56,248	51,885
Selling and distribution costs		(159,525)	(160,866)
Administrative expenses		(38,434)	(44,350)
Other operating expenses		–	(404)
Profit from operations	6	181,600	193,348
Finance costs	7	(18)	(2,407)
Profit before income tax		181,582	190,941
Income tax expense	8	(28,199)	(31,625)
Profit for the period attributable to owners of the Company		153,383	159,316
		RMB cents	RMB cents
Earnings per share attributable to owners of the Company	9		
– Basic		26.742	27.777
– Diluted		N/A	N/A

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June 2019

	Six months ended 30 June	
	2019 (unaudited) RMB'000	2018 (unaudited) RMB'000
Profit for the period	<u>153,383</u>	<u>159,316</u>
Other comprehensive income that may be reclassified subsequently to profit or loss		
Exchange gain/(loss) on translation of financial statements of foreign operations	<u>101</u>	<u>(305)</u>
Other comprehensive income for the period, net of tax	<u>101</u>	<u>(305)</u>
Total comprehensive income for the period attributable to owners of the Company	<u>153,484</u>	<u>159,011</u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2019

	<i>Notes</i>	30 June 2019 (unaudited) RMB'000	31 December 2018 (audited) RMB'000
ASSETS AND LIABILITIES			
Non-current assets			
Property, plant and equipment		683,667	709,088
Land use rights		–	173,036
Right-of-use assets		171,614	–
Goodwill		62,762	62,762
Deposits paid for acquisition of capital assets		91,400	5,663
		1,009,443	950,549
Current assets			
Inventories		200,453	172,228
Right of return assets		4,068	6,131
Trade receivables	<i>11</i>	339,944	508,827
Prepayments, deposits and other receivables		117,220	78,325
Amounts due from related companies		89,853	11,206
Cash and bank balances		1,844,149	1,807,836
		2,595,687	2,584,553
Current liabilities			
Trade payables	<i>12</i>	121,616	118,583
Accrued liabilities and other payables		227,232	222,480
Contract liabilities		22,707	85,828
Refund liabilities		5,069	7,423
Dividend payable		22,091	3,293
Lease liabilities		434	–
Amounts due to related companies		15,387	22,745
Current tax liabilities		28,303	31,479
		442,839	491,831
Net current assets		2,152,848	2,092,722

	30 June 2019 (unaudited) RMB'000	31 December 2018 (audited) RMB'000
Total assets less current liabilities	3,162,291	3,043,271
Non-current liabilities		
Borrowing	15,771	–
Lease liabilities	147	–
	<u>15,918</u>	<u>–</u>
Net assets	<u>3,146,373</u>	<u>3,043,271</u>
EQUITY		
Equity attributable to owners of the Company		
Share capital	50,109	50,109
Reserves	3,096,264	2,993,162
	<u>3,146,373</u>	<u>3,043,271</u>
Total equity	<u>3,146,373</u>	<u>3,043,271</u>

NOTES TO THE INTERIM FINANCIAL INFORMATION

For the six months ended 30 June 2019

1. CORPORATE INFORMATION

Changshouhua Food Company Limited (the “**Company**”) was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law of Cayman Islands on 9 September 2009. The registered office of the Company is located at Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The principal place of business of the Company and its subsidiaries (the “**Group**”) is located at Handian Industrial Park, Zouping County, Shandong Province, the People’s Republic of China (the “**PRC**”). The Company’s shares have been listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) since 18 December 2009.

The principal activity of the Company is investment holding. The principal activities of the Company’s subsidiaries are the production and sale of edible oil, crude oil and corn meal.

The interim financial information for the six months ended 30 June 2019 was approved and authorised for issue by the board of directors on 28 August 2019.

2. BASIS OF PREPARATION

The interim financial information for the six months ended 30 June 2019 has been prepared in accordance with International Accounting Standard (“**IAS**”) 34 “Interim Financial Reporting” issued by the International Accounting Standards Board (the “**IASB**”) and the applicable disclosure provisions of the Rules Governing the Listing of Securities on the Stock Exchange.

The interim financial information is unaudited, but has been reviewed by BDO Limited in accordance with International Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the International Auditing and Assurance Standards Board.

The interim financial information does not include all the information and disclosures required for a complete set of financial statements prepared in accordance with International Financial Reporting Standards (“**IFRSs**”), and should be read in conjunction with the Group’s annual financial statements for the year ended 31 December 2018.

3. ACCOUNTING POLICIES

The accounting policies used in the preparation of the interim financial information are consistent with those used in the annual financial statements for the year ended 31 December 2018, except for the adoption of the standards, amendments and interpretations issued by the IASB mandatory for annual periods beginning on or after 1 January 2019. The impact of the adoption of IFRS 16 Leases has been summarised as below. The other new or amended IFRSs that are effective from 1 January 2019 did not have any material impact on the Group’s accounting policies.

(i) **Impact of the adoption of IFRS 16**

IFRS 16 brings significant changes in accounting treatment for lease accounting, primarily for accounting for lessees. It replaces IAS 17 Leases, IFRIC-Int 4 Determining whether an Arrangement contains a Lease, SIC-Int 15 Operating Leases-Incentives and SIC-Int 27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease. From a lessee's perspective, almost all leases are recognised in the consolidated statement of financial position as right-of-use assets and lease liabilities, with the narrow exception to this principle for leases which the underlying assets are of low-value or are determined as short-term leases. From a lessor's perspective, the accounting treatment is substantially unchanged from IAS 17. For details of IFRS 16 regarding its new definition of a lease, its impact on the Group's accounting policies and the transition method adopted by the Group as allowed under IFRS 16, please refer to section (ii) to (iv) of this note.

The Group has applied IFRS 16 using the cumulative effect approach and recognised all the cumulative effect of initially applying IFRS 16 as an adjustment to the opening balance of retained profits at the date of initial application. The comparative information presented in 2018 has not been restated and continues to be reported under IAS 17 and related interpretations as allowed by the transition provision in IFRS 16.

The following table summarises the impact of transition to IFRS 16 on consolidated statement of financial position as of 31 December 2018 to that of 1 January 2019 as follows (increase/(decrease)):

	RMB'000
<i>Consolidated statement of financial position as at 1 January 2019</i>	
Land use rights	<u>(173,036)</u>
Right-of-use assets	<u>173,179</u>
Lease liabilities (non-current)	<u>(46)</u>
Lease liabilities (current)	<u>(97)</u>

The following reconciliation explains how the operating lease commitments disclosed applying IAS 17 at the end of 31 December 2018 could be reconciled to the lease liabilities at the date of initial application recognised in the consolidated statement of financial position as at 1 January 2019:

	RMB'000
<i>Reconciliation of operating lease commitments to lease liabilities</i>	
Operating lease commitments as of 31 December 2018	732
Less: short term leases for which lease terms end within 31 December 2019	(581)
Less: future interest expenses	<u>(8)</u>
Total lease liabilities as of 1 January 2019	<u>143</u>

The weighted average lessee's incremental borrowing rate applied to lease liabilities recognised in the consolidated statement of financial position as at 1 January 2019 is 5.22%.

(ii) The new definition of a lease

Under IFRS 16, a lease is defined as a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration. A contract conveys the right to control the use of an identified asset for a period of time when the customer, throughout the period of use, has both: (a) the right to obtain substantially all of the economic benefits from use of the identified asset and (b) the right to direct the use of the identified asset.

For a contract that contains a lease component and one or more additional lease or non-lease components, a lessee shall allocate the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components, unless the lessee apply the practical expedient which allows the lessee to elect, by class of underlying asset, not to separate non-lease components from lease components, and instead account for each lease component and any associated non-lease components as a single lease component.

The Group has elected not to separate non-lease components and account for all each lease component and any associated non-lease components as a single lease component for all leases.

(iii) Accounting as a lessee

Under IAS 17, a lessee has to classify a lease as an operating lease or a finance lease based on the extent to which risks and rewards incidental to ownership of a lease asset lie with the lessor or the lessee. If a lease is determined as an operating lease, the lessee would recognise the lease payments under the operating lease as an expense over the lease term. The asset under the lease would not be recognised in the consolidated statement of financial position of the lessee.

Under IFRS 16, all leases (irrespective of whether they are operating leases or finance leases) are required to be capitalised in the consolidated statement of financial position as right-of-use assets and lease liabilities, but IFRS 16 provides accounting policy choices for an entity to choose not to capitalise (i) leases which are short-term leases and/or (ii) leases for which the underlying asset is of low-value. The Group has elected not to recognise right-of-use assets and lease liabilities for leases for which at the commencement date have a lease term less than 12 months. The lease payments associated with those leases have been expensed on straight-line basis over the lease term.

The Group recognised a right-of-use asset and a lease liability at the commencement date of a lease.

Right-of-use assets

The right-of-use asset should be recognised at cost and would comprise: (i) the amount of the initial measurement of the lease liability (see below for the accounting policy to account for lease liability); (ii) any lease payments made at or before the commencement date, less any lease incentives received; (iii) any initial direct costs incurred by the lessee and (iv) an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories. The Group measures the right-of-use assets applying a cost model. Under the cost model, the Group measures the right-of-use assets at cost less any accumulated depreciation and any impairment loss, and adjusts for any remeasurement of lease liability.

Lease liabilities

The lease liability should be recognised at the present value of the lease payments that are not paid at the date of commencement of the lease. The lease payments shall be discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group shall use the Group's incremental borrowing rate.

The following payments for the right to use the underlying asset during the lease term that are not paid at the commencement date of the lease are considered to be lease payments: (i) fixed payments less any lease incentives receivable; (ii) variable lease payments that depend on an index or a rate, initially measured using the index or rate as at commencement date; (iii) amounts expected to be payable by the lessee under residual value guarantees; (iv) the exercise price of a purchase option if the lessee is reasonably certain to exercise that option and (v) payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease.

Subsequent to the commencement date, a lessee shall measure the lease liability by: (i) increasing the carrying amount to reflect interest on the lease liability; (ii) reducing the carrying amount to reflect the lease payments made; and (iii) remeasuring the carrying amount to reflect any reassessment or lease modifications, e.g., a change in future lease payments arising from change in an index or rate, a change in the lease term, a change in the in-substance fixed lease payments or a change in assessment to purchase the underlying asset.

(iv) Transition

As mentioned above, the Group has applied IFRS 16 using the cumulative effect approach and recognised all the cumulative effect of initially applying IFRS 16 as an adjustment to the opening balance of retained profits at the date of initial application (1 January 2019). The comparative information presented in 2018 has not been restated and continues to be reported under IAS 17 and related interpretations as allowed by the transition provision in IFRS 16.

The Group has recognised the lease liabilities at the date of 1 January 2019 for leases previously classified as operating leases applying IAS 17 and measured those lease liabilities at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate at 1 January 2019.

The Group has elected to recognise all the right-of-use assets at 1 January 2019 for leases previously classified as operating leases under IAS 17 and measure at an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognised in the statement of financial position immediately before the date of initial application. For all these right-of-use assets, the Group has applied IAS 36 Impairment of Assets at 1 January 2019 to assess if there was any impairment as on that date.

The Group has also applied the following practical expedients: (i) applied a single discount rate to a portfolio of leases with reasonably similar characteristics; and (ii) applied the exemption of not to recognise right-of-use assets and lease liabilities for leases with term that will end within 12 months of the date of initial application (1 January 2019) and accounted for those leases as short-term leases.

In addition, the Group has also applied the practical expedients such that: (i) IFRS 16 is applied to all of the Group's lease contracts that were previously identified as leases applying IAS 17 and IFRIC-Int 4 Determining whether an Arrangement contains a Lease and (ii) not to apply IFRS 16 to contracts that were not previously identified as containing a lease under IAS 17 and IFRIC-Int 4.

4. SEGMENT INFORMATION

The Group has identified its operating segments and prepared segment information based on the regular internal financial information reported to the Group's executive directors for their decisions about resources allocation to the Group's business components and review of these components' performance.

The executive directors have identified the reportable and operating segments by major product and service lines. The Group's reportable and operating segments for financial reporting purposes are production and sale of (i) Own brand products, including own brand corn oil and other edible oil under the brand name of “長壽花” (Longevity Flower); (ii) Non-branded products, mainly non-branded corn oil and other edible oil; and (iii) Corn meal.

For the purposes of assessing segment performance and allocating resources between segments, the executive directors assess segment profit or loss by gross profit or loss as measured in the Group's financial statements under IFRSs.

For the purpose of presenting geographical location of the Group's revenue from external customers, country of domicile is determined by reference to the country where the majority of the Company's subsidiaries operate.

Information regarding the Group's reportable segments as provided to the Group's executive directors is set out below:

	Six months ended 30 June 2019			
	Own brand products RMB'000 (Unaudited)	Non-branded products RMB'000 (Unaudited)	Corn meal RMB'000 (Unaudited)	Total RMB'000 (Unaudited)
Revenue from external customers	842,236	357,587	240,380	1,440,203
Reportable segment revenue	842,236	357,587	240,380	1,440,203
Reportable segment profit/(loss)	321,173	20,310	(18,172)	323,311
Depreciation	15,558	10,072	7,721	33,351
	Six months ended 30 June 2018			
	Own brand products RMB'000 (Unaudited)	Non-branded products RMB'000 (Unaudited)	Corn meal RMB'000 (Unaudited)	Total RMB'000 (Unaudited)
Revenue from external customers	817,903	371,233	289,936	1,479,072
Reportable segment revenue	817,903	371,233	289,936	1,479,072
Reportable segment profit/(loss)	333,048	17,529	(3,494)	347,083
Depreciation	17,706	12,916	10,715	41,337

Reportable segment revenue represented revenue of the Group in the consolidated income statement. A reconciliation between the reportable segment profit and the Group's profit before income tax is set out below:

	Six months ended 30 June	
	2019 (unaudited) RMB'000	2018 (unaudited) RMB'000
Reportable segment profit	323,311	347,083
Other income	56,248	51,885
Selling and distribution costs	(159,525)	(160,866)
Administrative expenses	(38,434)	(44,350)
Other operating expenses	–	(404)
Finance costs	(18)	(2,407)
	<hr/>	<hr/>
Profit before income tax	181,582	190,941
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5. REVENUE AND OTHER INCOME

Revenue from the Group's principal activities represented the net invoiced value of goods sold, net of allowances for returns, trade discounts and value-added tax.

The Group has assessed that the disaggregation of revenue by operating segments in note 4 is appropriate in meeting the disclosure requirement as this is the information regularly reviewed by the Group's executive directors in order to evaluate the segment performance of the Group.

The Group's revenue from contracts with customers recognised at a point in time and other income is as follows:

	Six months ended 30 June	
	2019 (unaudited) RMB'000	2018 (unaudited) RMB'000
Revenue		
Sale of goods	1,440,203	1,479,072
	<hr/>	<hr/>
Other income		
Interest income:		
– bank balances	29,218	15,359
– others	1,095	2,520
Sale of scrap materials	16,465	27,218
Compensation income from insurance company	157	206
Compensation income from sundry creditors	200	–
Government grant (note (a))	8,000	–
Net foreign exchange gain	–	5,767
Others	1,113	815
	<hr/>	<hr/>
	56,248	51,885
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Note:

- (a) The Group received unconditional discretionary grant from the relevant PRC government authority in support of enterprise operating in specified industry.

6. PROFIT FROM OPERATIONS

	Six months ended 30 June	
	2019	2018
	(unaudited)	(unaudited)
	RMB'000	RMB'000
Profit from operations is arrived at after charging/(crediting):		
Cost of inventories recognised as expenses	1,116,892	1,131,989
Depreciation on property, plant and equipment	40,097	50,290
Depreciation on right-of-use assets	2,199	–
Amortisation of land use rights	–	2,002
Loss on disposal of property, plant and equipment	1,864	15
Change in loss allowance on trade receivables	(1)	(362)
Operating lease charges on rented premises	–	1,400
Short-term lease expenses	1,123	–
Research and development costs	129	605
Employee costs (including directors' remuneration)		
– Wages, salaries and bonus	72,706	71,750
– Contribution to defined contribution pension plan	6,545	6,108
	<hr/>	<hr/>
Total employee costs	79,251	77,858
	<hr/>	<hr/>

7. FINANCE COSTS

	Six months ended 30 June	
	2019	2018
	(unaudited)	(unaudited)
	RMB'000	RMB'000
Interest on bank and other borrowings	–	2,407
Interest on lease liabilities	18	–
	<hr/>	<hr/>
	18	2,407
	<hr/>	<hr/>

8. INCOME TAX EXPENSE

	Six months ended 30 June	
	2019 (unaudited) RMB'000	2018 (unaudited) RMB'000
Current tax		
– Provision for PRC corporate income tax	<u>28,199</u>	<u>31,625</u>

Pursuant to the rules and regulations of the Cayman Islands and the British Virgin Islands (“BVI”), the Group is not subject to any taxation under the jurisdiction of the Cayman Islands and BVI during the periods.

PRC corporate income tax is provided at the rates applicable to the subsidiaries in the PRC on the income for statutory reporting purpose, adjusted for income and expense items which are not assessable or deductible for income tax purposes based on existing PRC income tax regulations, practices and interpretations thereof.

Shandong Sanxing Corn Industry Technology Company Limited (“Corn Industry”) has been accredited as a High-tech Enterprise by the Accrediting Bodies under the Administrative Measures for Determination of High and New Technology Enterprises on 30 November 2012 and is subject to preferential tax rate of 15% for two years commencing from 1 January 2013. In 2015 and 2018, Corn Industry has been re-qualified as a High-tech Enterprise for three years. Therefore, Corn Industry is accordingly entitled to the tax rate of 15% for the year ended 31 December 2018 and the six months ended 30 June 2019.

9. EARNINGS PER SHARE

The calculations of the basic earnings per share attributable to owners of the Company are based on the following data:

	Six months ended 30 June	
	2019 (unaudited) RMB'000	2018 (unaudited) RMB'000
Earnings		
Earnings for the purposes of basic earnings per share	<u>153,383</u>	<u>159,316</u>
Number of shares		
Weighted average number of ordinary shares for the purpose of basic earnings per share	<u>573,560,000</u>	<u>573,560,000</u>

The Group had no potential dilutive ordinary shares in issue during the six months ended 30 June 2018 and 30 June 2019.

10. INTERIM DIVIDEND

The board of directors of the Company resolved not to declare an interim dividend for the six months ended 30 June 2019 (for the six months ended 30 June 2018: Nil).

11. TRADE RECEIVABLES

	30 June 2019 (unaudited) RMB'000	31 December 2018 (audited) RMB'000
Trade receivables	339,944	508,827

The Group's trading terms with its customers are mainly on credit, except for new customers where payment in advance is normally required. The credit period is generally 45 to 180 days. Trade receivables are non-interest bearing. They are recognised at their original invoice amounts which represent their fair values at initial recognition.

The ageing analysis of trade receivables at the reporting date, based on the invoice date, net of loss allowance, is as follows:

	30 June 2019 (unaudited) RMB'000	31 December 2018 (audited) RMB'000
Within 60 days	153,909	327,632
61–90 days	74,434	66,095
91–180 days	59,630	98,913
181–365 days	41,405	10,175
Over 365 days	10,566	6,012
	339,944	508,827

12. TRADE PAYABLES

Trade payables are non-interest bearing and are normally settled on 30 days terms. The ageing analysis of trade payables as at the reporting date, based on invoice date, is as follows:

	30 June 2019 (unaudited) RMB'000	31 December 2018 (audited) RMB'000
Within 30 days	67,869	60,994
31-60 days	14,409	15,900
61-90 days	13,750	17,215
91-180 days	15,677	17,029
181-365 days	4,396	4,906
Over 365 days	5,515	2,539
	121,616	118,583

MANAGEMENT DISCUSSION AND ANALYSIS

Business review

During the trade negotiations between China and US, domestic economy was still facing the uncertain macroeconomic environment which resulted in weak general consumption. The Group continuously implemented its Five-Year Business Development Plan to enhance its brand influence. To offset the negative impacts of the above uncertain macro factors, the Group optimized sales and the promotion of high-end wholesale of distributors and direct retails. In response to the dynamic industrial changes in edible oils market in the PRC, the Group continued to carry out development plan for upgrade of the brand, product diversification and expansion in and optimization of sales network. The Group will continue to integrate and optimise the sales network in line with the regional business development.

The Group has been continuing to prioritize own brand development and gradually introducing other different types of edible oil products and the series of Changshouhua Kitchen food products under the brand of “長壽花” (Longevity Flower) and started to sell several new condiments in series of soy sauce and soybean paste. According to the Five-Year Business Development Plan, the Company is committed to the product diversification and the transformation from a single-product company to a retail brand corporation. In the future, the Company will still focus on the brand development of the business of healthy kitchen series to fulfill the Company’s long-term development and strategies.

The Group’s long-term and enduring development depends on its mature and stable marketing and distribution network. As at 30 June 2019, the Group had a distribution network of 1,503 (31 December 2018: 1,479) wholesale distributors and 153 (31 December 2018: 153) retailers, covering all provincial-level administrative regions (except Tibet) of the PRC.

Financial review

For the six months ended 30 June 2019, the sales of the Group’s products were only carried out in the PRC. Due to the uncertainties of the China-US trade war, the revenue of the Group decreased by approximately 2.6% to approximately RMB1,440.2 million (2018: approximately RMB1,479.1 million). The sales of (i) own-brand edible oil/food products under the kitchen series; (ii) non-branded edible oil; and (iii) corn meal contributed to approximately RMB842.2 million, RMB357.6 million and RMB240.4 million (2018: approximately RMB817.9 million, RMB371.3 million and RMB289.9 million) respectively and accounted for approximately 58.5%, 24.8% and 16.7% (2018: approximately 55.3%, 25.1% and 19.6%) respectively of the Group’s total revenue.

The following table sets forth the breakdown of revenue by product categories:

	For the six months ended 30 June 2019		For the six months ended 30 June 2018	
	<i>RMB'000</i>	<i>Proportion</i>	<i>RMB'000</i>	<i>Proportion</i>
Own-brand edible oil/ food products under the Kitchen series	842,236	58.5%	817,903	55.3%
Non-branded edible oil	357,587	24.8%	371,233	25.1%
Corn meal	240,380	16.7%	289,936	19.6%
	<u>1,440,203</u>	<u>100%</u>	<u>1,479,072</u>	<u>100%</u>

Sales of products under the brand of “長壽花” (Longevity Flower). increased by approximately 3.0% to approximately RMB842.2 million and sales of non-branded edible oil decreased by approximately 3.7% to approximately RMB357.6 million.

The following table sets forth the breakdown of quantities sold by major product categories:

	For the six months ended 30 June 2019		For the six months ended 30 June 2018	
	<i>Quantities (tonnes)</i>	<i>Overall proportion</i>	<i>Quantities (tonnes)</i>	<i>Overall proportion</i>
“長壽花” (Longevity Flower) brand				
Corn oil	59,480	45.8%	59,116	43.3%
Other edible oil	11,804	9.0%	12,074	8.9%
	<u>71,284</u>	<u>54.8%</u>	<u>71,190</u>	<u>52.2%</u>
Non-branded				
Corn oil	58,449	45.0%	64,899	47.6%
Other edible oil	231	0.2%	324	0.2%
	<u>58,680</u>	<u>45.2%</u>	<u>65,223</u>	<u>47.8%</u>
Overall edible oil	<u>129,964</u>	<u>100%</u>	<u>136,413</u>	<u>100%</u>
Corn meal	<u>180,338</u>		<u>217,885</u>	

Overall sales of edible oil decreased by 4.7% to 129,964 tonnes.

The following table sets forth the breakdown of gross profit/(loss) by product categories:

	For the six months ended 30 June 2019		For the six months ended 30 June 2018	
	<i>RMB'000</i>	<i>Proportion of gross profit (loss)</i>	<i>RMB'000</i>	<i>Proportion of gross profit (loss)</i>
“長壽花” (Longevity Flower) brand				
Corn oil	256,483	79.3%	273,857	78.9%
Other edible oil/food products under kitchen series	64,690	20.0%	59,190	17.1%
	<u>321,173</u>	<u>99.3%</u>	<u>333,048</u>	<u>96.0%</u>
Non-branded				
Corn oil	19,928	6.2%	17,605	5.1%
Other edible oil	382	0.1%	(76)	(0.1)%
	<u>20,310</u>	<u>6.3%</u>	<u>17,529</u>	<u>5.0%</u>
Corn meal	<u>(18,172)</u>	<u>(5.6)%</u>	<u>(3,493)</u>	<u>(1.0)%</u>
Overall gross profit	<u>323,311</u>	<u>100%</u>	<u>347,083</u>	<u>100%</u>
			For the six months ended 30 June 2019	For the six months ended 30 June 2018
“長壽花” (Longevity Flower) brand			<i>Gross profit (loss) margin</i>	<i>Gross profit (loss) margin</i>
Corn oil			38.6%	42.4%
Other edible oil			38.7%	35.8%
			<u>38.6%</u>	<u>41.1%</u>
Non-branded				
Corn oil			5.6%	4.8%
Other edible oil			23.2%	(3.7)%
			<u>5.7%</u>	<u>4.7%</u>
Corn meal			<u>(7.6)%</u>	<u>(1.2)%</u>
Overall			<u>22.4%</u>	<u>23.5%</u>

The following table shows the fluctuation of average selling prices of the Group's edible oil products:

	For the six months ended 30 June 2019		For the six months ended 30 June 2018	
	Average selling price (RMB/ton)	Average unit cost of sales (RMB/ton)	Average selling price (RMB/ton)	Average unit cost of sales (RMB/ton)
“長壽花” (Longevity Flower) brand				
Corn oil	11,179	6,867	10,929	6,289
Other edible oil	13,233	8,118	13,120	8,420
Non-branded				
Corn oil	6,090	5,749	5,688	5,417
Other edible oil	7,112	5,463	6,344	6,578

Own-brand edible oil

Despite decrease in consumption of small-pack edible oil products in the PRC resulting from the traditional low season coupled with the gloomy atmosphere due to the China-US trade war in the first half of the year, for the six months ended 30 June 2019, the sales performance of the overall own-brand edible oil was stable. However, affected by the rising cost of raw materials, the gross profit of the overall own-brand edible oil decreased by 3.6% to approximately RMB321.2 million, while the gross profit margin decreased to approximately 38.6% (for the six months ended 30 June 2018: 41.1%).

Non-branded edible oil

Bulk edible oil market was more susceptible to impacts of macro environment. Edible oil market fluctuated as a result of the uncertainty over the China-US trade deal. For the first half of 2019, sales volume of non-branded corn oil (bulk) dropped significantly by approximately 9.9% as compared with the same period of last year.

By-product – corn meal

For the six months ended 30 June 2019, the sales volume of corn meal dropped as the African swine fever hurt its demand. The gross loss increased significantly to 7.6% from 1.2% as compared with the same period of last year as the China-US trade war raised the cost of corn germ.

Cost of sales

Cost of sales mainly included costs of raw materials, direct labour, and manufacturing overhead. Direct labour costs included wages and other compensation paid to production workers. Manufacturing overhead included depreciation, freight costs, electricity and steam power, indirect labour and packaging expenses. The costs of raw materials constituted the largest component of total cost of sales and accounted for approximately 84.7% of total cost of sales for the six months ended 30 June 2019 (for the six months ended 30 June 2018: 86.2%).

Other income

For the six months ended 30 June 2019, other income increased by approximately 8.3% to approximately RMB56.2 million (for the six months ended 30 June 2018: RMB51.9 million). Other income mainly comprised sales of scrap materials of approximately RMB16.5 million (for the six months ended 30 June 2018: approximately RMB27.2 million), bank interest income of approximately RMB29.2 million (for the six months ended 30 June 2018: approximately RMB15.4 million) and government grants and subsidies of approximately RMB8.0 million (for the six months ended 30 June 2018: nil).

Selling and distribution costs

Selling and distribution costs slightly dropped by approximately 0.9% to RMB159.5 million for the six months ended 30 June 2019 (for the six months ended 30 June 2018: approximately RMB160.9 million). Selling and distribution costs mainly comprised transportation fees of approximately RMB25.1 million (for the six months ended 30 June 2018: approximately RMB24.2 million), advertising and promotion expenses of approximately RMB43.7 million (for the six months ended 30 June 2018: approximately RMB47.7 million), expenses of representative offices of approximately RMB43.4 million (for the six months ended 30 June 2018: approximately RMB40.8 million) and sales staff costs of approximately RMB44.2 million (for the six months ended 30 June 2018: approximately RMB45.2 million).

Administrative expenses

For the six months ended 30 June 2019, administrative expenses decreased by approximately 13.5% to approximately RMB38.4 million (for the six months ended 30 June 2018: approximately RMB44.4 million). Other administrative expenses mainly comprised: (i) administrative staff costs of approximately RMB14.4 million (for the six months ended 30 June 2018: approximately RMB14.4 million); (ii) depreciation and amortization expenses of approximately RMB8.9 million (for the six months ended 30 June 2018: approximately RMB9.0 million); (iii) other taxes of approximately RMB4.8 million (for the six months ended 30 June 2018: approximately RMB9.2 million); and (iv) legal and professional fees of approximately RMB2.0 million (for the six months ended 30 June 2018: approximately RMB2.0 million).

Income tax expense

For the six months ended 30 June 2019, the income tax expense of the Group decreased by approximately 10.8% to approximately RMB28.2 million (for the six months ended 30 June 2018: RMB31.6 million).

Profit before income tax and profit attributable to owners of the Company

For the six months ended 30 June 2019, the Group's profit before income tax and profit of the Group attributable to owners of the Company decreased by approximately 4.9% to approximately RMB181.6 million (for the six months ended 30 June 2018: approximately RMB190.9 million) and decreased by approximately 3.7% to approximately RMB153.4 million (for the six months ended 30 June 2018: approximately RMB159.3 million).

The net profit margin of the Group for the six months ended 30 June 2019 was approximately 10.7% (for the six months ended 30 June 2018: 10.8%). The basic earnings per share attributable to owners of the Company decreased to approximately RMB26.7 cents for the six months ended 30 June 2019 (for the six months ended 30 June 2018: RMB27.8 cents).

Acquisition of property, plant and equipment

As at 30 June 2019, the Group's deposits paid for the acquisition of property, plant and equipment increased to approximately RMB91.4 million (31 December 2018: RMB5.7 million).

Trade receivables

As at 30 June 2019, trade receivables were approximately RMB339.9 million (31 December 2018: RMB508.8 million).

Prepayments, deposits and other receivables

As at 30 June 2019, prepayments, deposits and other receivables amounted to approximately RMB117.2 million (31 December 2018: RMB78.3 million) which mainly comprised: (i) deposits paid for purchase of raw materials of approximately RMB40.1 million (31 December 2018: RMB23.3 million); (ii) other receivables of approximately RMB42.8 million (31 December 2018: RMB38.1 million); and (iii) prepaid advertising expenses of approximately RMB21.9 million (31 December 2018: RMB1.4 million).

PROGRESS IN THE FIVE-YEAR BUSINESS DEVELOPMENT PLAN (2016-2020)

Given the dynamic edible oil's industry in the PRC, the Group announced and formulated a five-year business development plan for the brand of “長壽花” (Longevity Flower) in 2015 interim results announcement, in order to enhance our business model to deal with future challenges.

1. Brand upgrading and the further enhancement of brand image of “長壽花” (Longevity Flower) as a high-quality, green and healthy product in medium and high-end markets

Brand cooperation

The brand of “長壽花” (Longevity Flower) has become a partner of Shandong Airlines to jointly build Changshouhua's healthy kitchen up in the air. We provided passengers of Shandong Airlines with a healthy and green dining experience up in the air by using edible oil, condiments and other food products of Changshouhua.

Reviewing and changing packaging on a regular basis

The Group reviews and changes packaging on a regular basis, in an effort to refresh products and to maintain its young and vibrant brand image.

Wholesale distribution's campaigns

The Group continues the expansions in the wholesale distribution network in the PRC. The Group held wholesale distribution conference in major regions before the peak retail season to promote Changshouhua brand products, including new products of Changshouhua healthy kitchen series.

Advertising campaigns

The Group sponsors different television programmes and promotes the products through different media channels.

2. Product diversification

The Company is committed to the product diversification and the transformation from a single-product company to a retail brand corporation and attracting more potential consumers.

Changshouhua condiments

In Chinese proverbs, “Firewood, Rice, Oil, Salt, Sauce, Vinegar & Tea” are the essential cooking ingredients in Chinese family. Soy sauce and soybean paste are another basic cooking ingredients in Chinese family and are commonly used in cooking. The Company started the designation for the production in high-end condiment products, which were launched to the market under the brand of Changshouhua. New condiments are produced through traditional Taiwanese fermentation process, which include Aromatic Soy Sauce, Premium Soy Sauce, Superior Soy Sauce, Original Soy Sauce, Deluxe Dark Soy Sauce and soybean paste.

Food products under the Changshouhua Kitchen series

The Group has introduced small size packing condiments, millet, Northeast Rice, mung beans and other grains and sales through wholesale distributors and e-commerce channel. The Group plans to develop a series of food products under the brand of “Changshouhua Healthy Kitchen” in long term to enrich the categories of high-quality green and healthy foods for customers.

3. Expanding and optimising sales network

As at 30 June 2019, the Group had 1,503 wholesale distributors and 153 retailers for its distribution network, covering all provincial-level administrative regions in mainland China (except Tibet) with approximately 300,000 domestic sales locations. The Group’s objective is to gradually expand its distribution network into all counties, townships and communities in the PRC.

Expansion in sales channel cooperation

In addition to the continuous close cooperation with retailers and the promotion of a cooperative alliance model, the Group also reviews and optimises the layout of traditional sales channels on a regular basis, such as developing cooperation with small and medium-sized supermarkets, reviewing the list of partner dealers regularly, introducing new cooperative dealers and improving the market coverage of sales terminals. To keep up with the trend of combining e-commerce with the Internet, the set-up of the e-commerce department will be an important sales channel in the future.

Sales network layout and expansion in specific regions

The Group aims to unleash the potential of third and fourth-tier Chinese cities and build on an extensive wholesale distribution network which almost covers all county-level cities across the country to further its network expansion and improve market coverage. In the future, the Group will solidify its leading position by allocating its resources to brand development and cooperation with direct retail stores such as supermarkets and hypermarkets across seven major regions, including Zhejiang Province, Shandong Province, Beijing and Tianjin, Guangdong Province, Hubei Province, Chongqing and the three provinces in Northeast China. In five provinces, namely Henan, Hebei, Jiangsu, Shanxi and Sichuan, the Group will mainly rely on wholesale distributors, to ensure a more effective and extensive sales network and that its products reach target consumers.

CAPITAL STRUCTURE

The Company's issued share capital as at 30 June 2019 was HK\$57,356,000, divided into 573,560,000 shares of HK\$0.1 each.

The Group adopts a prudent treasury policy. As at 30 June 2019, its gearing ratio (calculated as total borrowings divided by the amount of shareholders' equity) was 0.5% (31 December 2018: no borrowing). The current ratio (calculated as current assets divided by current liabilities) was 5.9 times (31 December 2018: 5.3 times). The Group continues to strictly monitor debt collection policy so as to minimise the risks of sales on credit and to ensure that funds are timely collected.

LIQUIDITY AND FINANCIAL RESOURCES

As at 30 June 2019, the Group's borrowing was approximately RMB15.8 million (as at 31 December 2018: no borrowing). The Group's cash and bank balances amounted to approximately RMB1,844.1 million (as at 31 December 2018: approximately RMB1,807.8 million).

MATERIAL ACQUISITION AND DISPOSAL

The Group did not have any material acquisition or disposal for the six months ended 30 June 2019.

EXPOSURE TO FLUCTUATIONS IN EXCHANGE RATES AND RELATED HEDGE

Most transactions of the Group are settled in RMB since the operations of the Group are mainly carried out in the PRC, and the major subsidiaries of the Group are operating under an RMB environment and the functional currency of the major subsidiaries is RMB. The reporting currency of the Group is RMB. The Group's cash and bank deposits are predominantly in RMB. The Group's borrowing is denominated in Hong Kong Dollars. The Company pays dividends in Hong Kong Dollars if dividends are declared.

Currently, RMB is not freely exchangeable. Part of the Group's income and profit in RMB can be converted to other currencies in order to fulfill the Group's foreign exchange liabilities such as repayment of borrowing and distribution of dividends (if any).

PLEDGE ON GROUP ASSETS

As at 30 June 2019, none of the assets of the Group was pledged (31 December 2018: Nil).

CAPITAL COMMITMENTS

The Group had capital commitment of approximately RMB170.4 million as at 30 June 2019 (31 December 2018: RMB0.8 million), which mainly represented commitments made for purchase of fixed assets.

EMPLOYEE BENEFITS AND REMUNERATION POLICIES

As at 30 June 2019, the Group had a total of 5,778 employees (31 December 2018: 5,501). The employees of the Group were remunerated based on their experience, qualifications, the Group's results and the market conditions. For the six months ended 30 June 2019, staff costs (including Directors' remunerations) amounted to approximately RMB79.3 million (for the six months ended 30 June 2018: RMB77.9 million). For the six months ended 30 June 2019, staff costs accounted for approximately 5.5% of the Group's turnover (for the six months ended 30 June 2018: 5.3%).

SIGNIFICANT INVESTMENTS HELD

As at 30 June 2019, there were no significant investments held by the Company.

CONTINGENT LIABILITIES

As at 30 June 2019, the Group has no material contingent liabilities.

INTERIM DIVIDEND

The Board resolved not to declare any interim dividend for the six months ended 30 June 2019 (for the six months ended 30 June 2018: Nil).

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

For the six months ended 30 June 2019, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) as set out in Appendix 10 to the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) as the code of conduct regarding securities transactions by the Directors. Having made specific enquiry of all Directors, the Company confirmed that all Directors had complied with the required standard set out in the Model Code during the six months ended 30 June 2019.

CORPORATE GOVERNANCE PRACTICES

The Company has adopted the code provisions set out in the Corporate Governance Code (the “**CG Code**”) as set out in Appendix 14 to the Listing Rules as its own code of corporate governance.

During the six months ended 30 June 2019, the Company has been in compliance with the relevant code provisions set out in the CG Code except for the deviation from code provision A.2.1 which is explained below.

Code provision A.2.1 of the CG Code requires that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. Mr. Wang Mingxing, the Chairman of the Company, is also the chief executive officer of the Company. The Board believes that vesting the roles of both chairman and chief executive officer in the same person has the benefit of ensuring consistent leadership within the Group and enables more effective and efficient overall strategic planning for the Group. The Board believes that the balance of power and authority for the present arrangement will not be impaired and is adequately ensured by the current Board which comprises experienced and high calibre individuals with sufficient number thereof being independent non-executive Directors.

Save as the aforesaid and in the opinion of the Directors, the Company has been in compliance with the relevant code provisions set out in the CG code during the six months ended 30 June 2019.

AUDIT COMMITTEE

The Company established the Audit Committee on 23 November 2009 with written terms of reference, which was revised subsequently on 21 December 2011 and further revised on 16 December 2015 and on 27 March 2019 to comply with the code provisions of the CG Code. The terms of reference of the Audit Committee is currently made available on the Stock Exchange's website and the Company's website.

The Audit Committee is mainly responsible for making recommendations to the Board on the appointment, reappointment and removal of the external auditor and to approve the remuneration and terms of engagement of the external auditor, and any questions of resignation or dismissal of such auditor; reviewing the interim and annual reports and accounts of the Group; and overseeing the Company's financial reporting system (including the adequacy of resources, qualifications and experience of staff in charge of the Company's financial reporting function and their training arrangement and budget), and to review the risk management and the internal control systems.

The Audit Committee comprises three independent non-executive Directors, namely Mr. Wang Aiguo (as chairman), Mr. Wang Ruiyuan and Mr. Liu Shusong. The Audit Committee has reviewed the unaudited interim financial information of the Group for the six months ended 30 June 2019.

On behalf of the Board
Changshouhua Food Company Limited
Wang Mingxing
Chairman

Hong Kong, 28 August 2019

As at the date of this announcement, the Board consists of five executive Directors, namely Mr. Wang Mingxing, Mr. Wang Mingfeng, Mr. Wang Mingliang, Mr. Cheng Wenming and Mr. Ren Zaishun, three independent non-executive Directors, namely Mr. Wang Aiguo, Mr. Wang Ruiyuan and Mr. Liu Shusong.