# Jolimark Holdings Limited 

映美控股有限公司（Incorporated in The Cayman Islands With Limited Liability）
Stock Code： 2028

## 2009 <br> interim Report

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## CORPORATE INFORMATION

## DIRECTORS

## Executive Directors

Mr. Au Pak Yin (Chairman)
Mr. Au Kwok Lun
Mr. Ou Guo Liang

## Independent Non-Executive DIRECTORS

Mr. Lai Ming, Joseph
Mr. Meng Yan
Mr. Xu Guangmao

## REGISTERED OFFICE

Clifton House
75 Fort Street
PO Box 1350 GT
George Town, Grand Cayman
Cayman Islands

## PRINCIPAL PLACE OF BUSINESS IN HONG KONG

## AUDITOR

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

## LEGAL ADVISER TO THE COMPANY AS TO HONG KONG LAW

Sidley Austin
Level 39
Two International Finance Centre
8 Finance Street
Central
Hong Kong

## HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Computershare Hong Kong Investor Services Limited
Rooms 1712-16, 17th Floor
Hopewell Centre
183 Queen's Road East
Hong Kong
PRINCIPAL BANKERS

Bank of China
Industrial and Commercial Bank of China
China Construction Bank
Agricultural Bank of China
Guangdong Development Bank
STOCK CODE

2028
WEBSITE
www.jolimark.com

Mr. Lai Ming, Joseph (chairman of audit committee)
Mr. Meng Yan
Mr. Xu Guangmao

## MANAGEMENT'S DISCUSSION AND ANALYSIS

## BUSINESS REVIEW

## Printer and TaX Control Equipment Business

The sales of printer and tax control equipment of the Group for the first half of 2009 decreased by approximately $16 \%$ from the corresponding period of last year to approximately RMB118,440,000, representing approximately $58 \%$ of the turnover of the Group. The decrease in sales was mainly due to termination of the distribution of printers of other brand. Although the sales of printer and tax control equipment decreased in the first half of the year, the sales of products of "Jolimark" brand experienced a significant growth as compared to that of the corresponding period of last year. Meanwhile, as the gross profit margin of products of "Jolimark" brand is higher than that of other distributed brands, the gross profit margin of printer and tax control equipment recorded a substantial increase in the first half year, as compared to that of corresponding period of last year.

## PROJECTOR BUSINESS

The turnover of the projector business decreased by approximately 19\% from the corresponding period last year to approximately RMB75,445,000, representing approximately $36 \%$ of the turnover of the Group. It was mainly due to a decrease in demand of orders from customers. The gross profit margin of the projector business increased slightly from approximately $7 \%$ of the corresponding period of last year to approximately $8 \%$ in the first half of the year.

## OTher Electronic Products Manufacturing Business

The turnover of other electronic products manufacturing business of the Group decreased by approximately 33\% from the corresponding period of last year to approximately RMB11,853,000, representing approximately $6 \%$ of the turnover of the Group. The decrease was mainly due to the financial tsunami. As for the gross profit margin, during the first half of the year, it decreased slightly by approximately $1 \%$ as compared to that of last year.

## FINANCIAL REVIEW

## Results Summary

During the six months ended 30 June 2009, the Group recorded a turnover of approximately RMB205,738,000, decreased by approximately $18 \%$ from the corresponding period of last year and the gross margin increased to approximately $18 \%$ from approximately $7 \%$ of the corresponding period of last year.

The profit attributable to shareholders for the Group was approximately RMB5,330,000 and the basic earnings per share was RMB0.008 during the period. The improvement in the results was mainly attributed to:
(1) significant increase in the gross profit margin of the products;
(2) the optimization of the management structure and the operations process, resulting in the decrease in the administrative expenses of approximately $16 \%$ from the corresponding period of last year;

## MANAGEMENT'S DISCUSSION AND ANALYSIS

(3) the sufficiency of cash of the Group which resulted in a decrease in finance costs; and
(4) the rebound of the stock market in the People's Republic of China (the "PRC") during the first half of the year, leading to a record of profit in the investment of shares during the six months ended 30 June 2009.

OPERATING RESULTS ANALYSIS BY PRODUCT


## CAPITAL EXPENDITURE

For the six months ended 30 June 2009, capital expenditure amounted to approximately RMB1,365,000, which was mainly related to

## LIQUIDITY AND FINANCIAL POSITION

As at 30 June 2009, the total assets of the Group amounted to approximately RMB537,069,000 (31 December 2008: RMB569,907,000), shareholder's fund amounted to approximately RMB443,708,000 (31 December 2008: RMB448,642,000), minority interests amounted to approximately RMB14,517,000 (31 December 2008: RMB13,884,000) and current liabilities amounted to approximately RMB78,844,000 (31 December 2008: RMB107,381,000). The current ratio of the Group was approximately 5.4 (31 December 2008: 4.2).

As at 30 June 2009, the cash and the cash equivalents of the Group amounted to approximately RMB133,525,000 (31 December 2008: RMB175,412,000) whereas no bank loan was outstanding (31 December 2008: RMB7,161,000). The gearing ratio* was 0\% (31 December 2008: $1.3 \%$ ). The Group had no assets held under finance lease or operating lease during the period.

* Gearing ratio: Borrowings/Total Assets


## CONTINGENT LIABILITIES

As at 30 June 2009, the Group had no material contingent liabilities.

## MANAGEMENT'S DISCUSSION AND ANALYSIS

## STAFF

As at 30 June 2009, the Group employed a total 895 staff, of which all staff were employed in Mainland China except for 10 who were employed in Hong Kong and overseas. The Group implemented its remuneration policy based on the merits of an individual staff member. In addition, fringe benefits such as insurance, medical allowance and pension were provided to ensure the competitiveness of the Group.

## FUTURE BUSINESS OUTLOOK

For the printer and tax control equipment business, owing to the policies of various regions, the promotion progress of the tax control electronic cash registers was not satisfactory. While concerning such business, the Group will emphasize on the development of its own branded dot matrix printer market in the second half of the year, and will develop the printing equipment and solutions related to the application in the industries such as logistics, retail, finance, medicine and taxation, by using the advantages of its existing brand, sales channels, technologies and production. There is stable demand of dot matrix printers in the PRC, especially in the areas of taxation, medicine, finance and telecommunications. The Group will continue to maintain the efforts in this business, in particular the development of new products, brand-marketing and the invention of new applications. At the same time, it will also develops the OEM, ODM and the overseas markets. As for the projector business, owing to the keen competition in the market, the Group expects that there will be a decline in turnover for this business. The Group will take a cautious approach towards this business. As for the electronic manufacturing services (EMS) business, as the Group is focused on the small-to-medium customers of optoelectronicmechanical integrated products, the competition is relatively less intense. The Group will strive to enhance the competitive edges and the scale of economy of such business.

## Condensed Consolidated Interim Balance Sheet

(All amounts in Renminbi Yuan thousands unless otherwise stated)

|  |  |  |
| :--- | ---: | ---: |
|  | As at |  |

The notes on pages 11 to 23 form an integral part of this condensed consolidated interim financial information.

## Condensed Consolidated Interim Income Statement

(All amounts in Renminbi Yuan thousands unless otherwise stated)


## Condensed Consolidated Interim Statement of Comprehensive Income <br> (All amounts in Renminbi Yuan thousands unless otherwise stated)

|  | Six months ended 30 June |  |
| :--- | ---: | ---: |
|  | 2009 | 2008 |
| Profit/(loss) for the period | Unaudited | Unaudited |
| Other comprehensive income for the period | $\mathbf{5 , 3 3 0}$ | $(33,339)$ |
| Total comprehensive income/(loss) for the period | - | - |
| Attributable to: | $\mathbf{5 , 3 3 0}$ | $(33,339)$ |
| Shareholders of the Company <br> Minority interests | $\mathbf{4 , 6 9 7}$ | $(33,316)$ |
|  | $\mathbf{6 3 3}$ | $(23)$ |

## Condensed Consolidated Interim Statement of Changes in Equity

(All amounts in Renminbi Yuan thousands unless otherwise stated)

|  | Attributable to shareholders of the Company |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  | Share capital and premium <br> Unaudited (note 8) | Other reserves Unaudited | Retained earnings/ (accumulated losses) Unaudited | Minority interests Unaudited | Total <br> Unaudited |
| Balance at 1 January 2008 | 282,194 | 185,252 | 85,149 | 14,261 | 566,856 |
| Loss for the period | - | - | $(33,316)$ | (23) | $(33,339)$ |
| Other comprehensive income for the period | - | - | - | - | - |
| Transfer to the statutory reserve and enterprise expansion fund | - | 3,716 | $(3,716)$ | - | - |
| Re-purchase and cancellation of shares of the Company | $(10,968)$ | - | - | - | $(10,968)$ |
| Final dividends for 2007 (note 15(b)) | - | - | $(4,061)$ | - | $(4,061)$ |
| Balance at 30 June 2008 | 271,226 | 188,968 | 44,056 | 14,238 | 518,488 |
| Balance at 1 January 2009 | 271,226 | 190,036 | $(12,620)$ | 13,884 | 462,526 |
| Profit for the period | - | - | 4,697 | 633 | 5,330 |
| Other comprehensive income for the period | - | - | - | - | - |
| Share option granted to employees | - | 55 | - | - | 55 |
| Re-purchase and cancellation of shares of the Company | $(1,357)$ | - | - | - | $(1,357)$ |
| Final dividends for 2008 (note 15(a)) | $(8,329)$ | - | - | - | $(8,329)$ |
| Balance at 30 June 2009 | 261,540 | 190,091 | $(7,923)$ | 14,517 | 458,225 |

## Condensed Consolidated Interim Cash Flow Statement

(All amounts in Renminbi Yuan thousands unless otherwise stated)

|  | Six months ended 30 June |  |
| :---: | :---: | :---: |
|  | $2009$ <br> Unaudited | $2008$ <br> Unaudited |
| Cash used in operating activities - net | $(24,702)$ | $(22,455)$ |
| Cash flows from investing activities |  |  |
| Purchase of property, plant and equipment | $(1,365)$ | $(3,697)$ |
| Interest received | 1,011 | 637 |
| Cash used in investing activities - net | (354) | $(3,060)$ |
| Cash flows from financing activities |  |  |
| Re-purchase and cancellation of the shares of the Company | $(1,357)$ | $(10,968)$ |
| Proceeds from borrowings | - | 55,612 |
| Repayments of borrowings | $(7,133)$ | $(45,498)$ |
| Dividends paid to the shareholders of the Company | $(8,329)$ | $(4,061)$ |
| Cash used in financing activities - net | $(16,819)$ | $(4,915)$ |
| Net decrease in cash and cash equivalents | $(41,875)$ | $(30,430)$ |
| Cash and cash equivalents at beginning of the period | 175,412 | 160,895 |
| Exchange loss on cash and cash equivalents | (12) | (867) |
| Cash and cash equivalents at end of the period | 133,525 | 129,598 |

## Notes to the Condensed Consolidated Interim Financial Information

(All amounts in Renminbi Yuan thousands unless otherwise stated)

## 1. GENERAL INFORMATION

Jolimark Holdings Limited (the "Company") and its subsidiaries (the "Group") are principally engaged in the manufacture and sale of printers, tax control equipment, projectors and other electronic products in the People's Republic of China (the "PRC").

The Company was incorporated in the Cayman Islands on 22 July 2004 as an exempted company with limited liability under the Companies Law (2003 Revision) of the Cayman Islands. The address of its registered office is Clifton House, 75 Fort Street, PO Box 1350 GT, George Town, Grand Cayman, Cayman Islands.

The Company has its primary listing on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on 29 June 2005.

This condensed consolidated interim financial information was approved for issue by the board of directors of the Company (the "BoD") on 16 September 2009.

This condensed consolidated interim financial information has not been audited.

## 2. BASIS OF PREPARATION

The condensed consolidated interim financial information for the six months ended 30 June 2009 has been prepared in accordance with Hong Kong Accounting Standard 34 "Interim financial reporting" issued by the Hong Kong Institute of Certified Public Accountants. The condensed consolidated interim financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2008, which have been prepared in accordance with Hong Kong Financial Reporting Standards.

## 3. SIGNIFICANT ACCOUNTING POLICIES

Except as described below, the accounting policies adopted are consistent with those of the annual financial statements for the year ended 31 December 2008, as described in those annual financial statements.

Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings.
(a) The following new standards and amendments to standards are mandatory for the first time for the financial year beginning 1 January 2009

- HKAS 1 (revised), "Presentation of financial statements". The revised standard prohibits the presentation of items of income and expenses (that is "non-owner changes in equity") in the statement of changes in equity, requiring "nonowner changes in equity" to be presented separately from owner changes in equity. All "non-owner changes in equity" are required to be shown in a performance statement.

Entities can choose whether to present one performance statement (the statement of comprehensive income) or two statements (the income statement and statement of comprehensive income).

The Group has elected to present two statements: an income statement and a statement of comprehensive income. The condensed consolidated interim financial statements have been prepared under the revised disclosure requirements.

## Notes to the Condensed Consolidated Interim Financial information

(All amounts in Renminbi Yuan thousands unless otherwise stated)

## 3. SIGNIFICANT ACCOUNTING POLICIES (continued)

(a) The following new standards and amendments to standards are mandatory for the first time for the financial year beginning 1 January 2009 (continued)

- HKAS 23 (Revised), "Borrowing costs". The amendment requires an entity to capitalise borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset (one that takes a substantial period of time to get ready for use or sale) as part of the cost of that asset. The option of immediately expensing those borrowing costs is removed. The application of HKAS 23 (Revised) does not result in substantial impact on the Group's accounting policies because the Group is already applying the capitalisation option on the borrowing costs for qualifying assets.
- Amendment to HKFRS 7, "Financial instruments: disclosures". The amendment increases the disclosure requirements about fair value measurement and amends the disclosure about liquidity risk. The amendment introduces a three-level hierarchy for fair value measurement disclosures about financial instruments and requires some specific quantitative disclosures for those instruments classified in the lowest level in the hierarchy. These disclosures will help to improve comparability between entities about the effects of fair value measurements. In addition, the amendment clarifies and enhances the existing requirements for the disclosure of liquidity risk primarily requiring a separate liquidity risk analysis for derivative and non-derivative financial liabilities. It also requires a maturity analysis for financial assets where the information is needed to understand the nature and context of liquidity risk. The Group will make additional relevant disclosures in its financial statements ending 31 December 2009.
- HKFRS 8, "Operating segments". HKFRS 8 replaces HKAS 14, "Segment reporting". It requires a "management approach" under which segment information is presented on the same basis as that used for internal reporting purposes. The Group has adopted HKFRS 8 in 2009. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker.
- HKAS 2 (amendment), "Share-based payment". The amended standard deals with vesting conditions and cancellations. It clarifies that vesting conditions are service conditions and performance conditions only. Other features of a share-based payment are not vesting conditions. As such these features would need to be included in the grant date fair value for transactions with employees and others providing similar services, that is, these features would not impact the number of awards expected to vest or valuation thereof subsequent to grant date. All cancellations, whether by the entity or by other parties, should receive the same accounting treatment. This amendment does not have a material impact on the Group's financial statements.


## Notes to the Condensed Consolidated Interim Financial Information

(All amounts in Renminbi Yuan thousands unless otherwise stated)

## 3. SIGNIFICANT ACCOUNTING POLICIES (continued)

(b) The following new standards, amendments to standards and interpretations are mandatory for the first time for the financial year beginning 1 January 2009, but are not relevant for the Group

- HKAS 32 (amendment), "Financial instruments: presentation".
- HK(IFRIC) 9 (amendment), "Reassessment of embedded derivatives" and HKAS 39 (amendment), "Financial instruments: Recognition and measurement".
- HK(IFRIC) 13, "Customer loyalty programmes".
- HK(IFRIC) 15, "Agreements for the construction of real estate".
- HK(IFRIC) 16, "Hedges of a net investment in a foreign operation".
- HKAS 39 (amendment), "Financial instruments: Recognition and measurement".


## 4. SEGMENT INFORMATION

The chief executive officer and senior management of the Group are the chief operating decision-maker ("CODM") of the Group. The CODM reviews the Group's internal reporting in order to assess performance and allocate resources. Management has determined the operating segments based on these reports.

The CODM manages the Group's business from the perspective of different product lines of the Group, i.e. printers, tax control equipment, projectors and other electronic products manufacturing.

The CODM assesses the performances of the operating segments based on a measure of segment turnover and segment results. Segment results excludes other income, administrative expenses, other gains/(losses), finance (expenses)/income and income tax (expenses)/credit, which are centrally managed for the Group. Other information provided to the CODM is measured in a manner consistent with that in the financial statements.

Total segment assets exclude deferred income taxes, financial assets at fair value through profit and loss, restricted cash, cash and cash equivalents and other assets shared by all segments, which are managed on a central basis.

## Notes to the Condensed Consolidated Interim Financial information

(All amounts in Renminbi Yuan thousands unless otherwise stated)

## 4. SEGMENT INFORMATION (continued)

The segment turnover and results and the reconciliation with profit for the six months ended 30 June 2009 are as follows:

|  | Printer and tax control equipment | Projectors | Other electronic products manufacturing | Total |
| :---: | :---: | :---: | :---: | :---: |
| Turnover (from external customers) | 118,440 | 75,445 | 11,853 | 205,738 |
| Segment results | 14,974 | 5,892 | 2,382 | 23,248 |
| Other income |  |  |  | 3,287 |
| Administrative expenses |  |  |  | $(24,602)$ |
| Other gains, excluding impairment loss of available-for-sale financial assets |  |  |  | 5,845 |
| Finance expenses - net |  |  |  | (49) |
| Income tax expenses |  |  |  | $(2,399)$ |
| Profit for the period |  |  |  | 5,330 |
| Segment results include: |  |  |  |  |
| Impairment loss of available-for-sale financial assets | (500) | - | - | (500) |
| Share of losses of associates | (245) | - | - | (245) |
| Depreciation and amortisation charge | $(2,713)$ | $(1,685)$ | (115) | $(4,513)$ |

The segment turnover and results and the reconciliation with loss for the six months ended 30 June 2008 are as follows:

|  | Printer and tax control equipment | Projectors | Other <br> electronic products manufacturing | Total |
| :---: | :---: | :---: | :---: | :---: |
| Turnover (from external customers) | 140,379 | 93,168 | 17,770 | 251,317 |
| Segment results | $(9,136)$ | 6,222 | 3,761 | 847 |
| Other income |  |  |  | 2,164 |
| Administrative expenses |  |  |  | $(29,347)$ |
| Other losses - net |  |  |  | $(7,942)$ |
| Finance income - net |  |  |  | 361 |
| Income tax credit |  |  |  | 578 |
| Loss for the period |  |  |  | $(33,339)$ |
| Segment results include: |  |  |  |  |
| Share of losses of associates | (72) | - | - | (72) |
| Depreciation and amortisation charge | $(2,883)$ | $(1,664)$ | (29) | $(4,576)$ |

## Notes to the Condensed Consolidated interim Financial information

(All amounts in Renminbi Yuan thousands unless otherwise stated)

## 4. SEGMENT INFORMATION (continued)

The segment assets and the reconciliation with total assets as at 30 June 2009 are as follows:

|  | Printer and tax control equipment | Projectors | Other <br> electronic products manufacturing | Total |
| :---: | :---: | :---: | :---: | :---: |
| Segment assets | 182,298 | 57,959 | 22,482 | 262,739 |
| Unallocated assets |  |  |  |  |
| Property, plant and equipment and land use right (note a) |  |  |  |  |
| Deferred income tax assets |  |  |  | 4,946 |
| Other receivables |  |  |  | 27,058 |
| Restricted cash |  |  |  | 27,685 |
| Cash and cash equivalents |  |  |  | 133,525 |
|  |  |  |  | 274,330 |
| Total assets |  |  |  | 537,069 |
| Segment assets include: |  |  |  |  |
| Investments in associates | 225 | - | - | 225 |
| Additions of property, plant and equipment during the six months ended 30 June 2009 | $1,294$ | - | - | 1,294 |

The segment assets and the reconciliation with total assets as at 31 December 2008 are as follows:

|  | Printer and tax control equipment | Projectors | Other electronic products manufacturing | Total |
| :---: | :---: | :---: | :---: | :---: |
| Segment assets | 193,205 | 68,482 | 21,606 | 283,293 |
| Unallocated assets |  |  |  |  |
| Property, plant and equipment and land use right <br> (note a) |  |  |  |  |
| Deferred income tax assets |  |  |  | 5,347 |
| Other receivables |  |  |  | 18,243 |
| Financial assets at fair value through profit or loss |  |  |  | 3,455 |
| Cash and cash equivalents |  |  |  | 175,412 |
|  |  |  |  | 286,614 |
| Total assets |  |  |  | 569,907 |
| Segment assets include: |  |  |  |  |
| Investments in associates | 470 | - | - | 470 |
| Additions of property, plant and equipment during the year ended 31 December 2008 | 5,611 | 785 | 11 | 6,407 |

(a) Amounts represent portion of property, plant and equipment and land use right shared by all the segments.

## Notes to the Condensed Consolidated interim Financial information

(All amounts in Renminbi Yuan thousands unless otherwise stated)

## 4. SEGMENT INFORMATION (continued)

The Group is domiciled in the PRC. The turnover from external customers are as follows:

|  |  |  |
| :--- | ---: | ---: |
|  | Six months ended 30 June |  |
| In the PRC | $\mathbf{2 0 0 9}$ | 2008 |
| In other countries | $\mathbf{1 8 0 , 6 8 2}$ | 211,484 |
|  | $\mathbf{2 5 , 0 5 6}$ | 39,833 |

As at 30 June 2009 and 31 December 2008, non-current assets, other than deferred tax assets, are mainly located in the PRC.

For the six months ended 30 June 2009, turnover of approximately RMB75,006,000 (six months ended 30 June 2008: RMB91,642,000) are derived from a single external customers. These turnover are attributable to the segment of projectors.

## 5. CAPITAL EXPENDITURE

|  | Property, plant <br> and equipment | Intangible <br> assets |
| :--- | ---: | ---: | ---: |
| Lix mond use right |  |  |

## Notes to the Condensed Consolidated interim Financial information

(All amounts in Renminbi Yuan thousands unless otherwise stated)
6. TRADE AND OTHER RECEIVABLES

|  | As at |  |
| :---: | :---: | :---: |
|  | $\begin{array}{r} 30 \text { June } \\ 2009 \end{array}$ | 31 December 2008 |
| Trade receivables |  |  |
| - Third parties | 56,117 | 91,806 |
| - Related parties (note 16) | 7,450 | 6,944 |
|  | 63,567 | 98,750 |
| Less: provision for impairment of receivables | $(28,029)$ | $(22,681)$ |
| Trade receivables - net | 35,538 | 76,069 |
| Prepayments |  |  |
| - Third parties | 15,945 | 16,218 |
| - Related parties (note 16) | 3,960 | 4,421 |
| Other receivables |  |  |
| - Third parties | 19,843 | 10,811 |
| - Associates | 852 | 819 |
| - Related parties (note 16) | 6,363 | 6,613 |
|  | 82,501 | 114,951 |

As at 30 June 2009, the fair value of trade and other receivables approximate their carrying amounts.

The Group's sales to corporate customers are generally granted with credit terms ranging from 30 to 180 days or extended as
considered appropriate by the directors of the Company. At 30 June 2009, the ageing analysis of the trade receivables, including amounts due from related parties of trading in nature, was as follows:

|  | As at |  |
| :---: | :---: | :---: |
|  | $\begin{array}{r} 30 \text { June } \\ 2009 \end{array}$ | 31 December 2008 |
| 0-30 days | 20,314 | 54,293 |
| 31-90 days | 8,572 | 7,538 |
| 91-180 days | 1,681 | 2,656 |
| 181-365 days | 2,594 | 1,599 |
| Over 365 days | 30,406 | 32,664 |
|  | 63,567 | 98,750 |

## Notes to the Condensed Consolidated Interim Financial Information

(All amounts in Renminbi Yuan thousands unless otherwise stated)

## 7. RESTRICTED CASH

|  | As at |  |
| :--- | ---: | ---: |
|  | 31 December |  |
|  | 30 June | 2008 |
| Bank deposits pledged as securities for notes payable | 2009 | - |

As at 30 June 2009, bank deposits of the Group of approximately RMB27,685,000 (31 December 2008: nil) were pledged as securities for the Group's notes payable of approximately RMB27,664,000. Such guarantee will be released after the payment of the relevant notes.
8. SHARE CAPITAL AND PREMIUM

|  | Number of ordinary shares of HK $\$ 0.01$ each | Nominal value of ordinary shares HK\$'000 | Equivalent nominal value of ordinary shares RMB'000 | Share premium RMB'000 | $\begin{array}{r} \text { Total } \\ \text { RMB'000 } \end{array}$ |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Opening balance 1 January 2008 | 597,210,000 | 5,972 | 6,299 | 275,895 | 282,194 |
| Re-purchase and cancellation of the shares of the Company (note (a)) | $(20,000,000)$ | (200) | (184) | $(10,784)$ | $(10,968)$ |
| At 30 June 2008 | 577,210,000 | 5,772 | 6,115 | 265,111 | 271,226 |
| Opening balance 1 January 2009 | 577,210,000 | 5,772 | 6,115 | 265,111 | 271,226 |
| Re-purchase and cancellation of the shares of the Company (note (a)) | (9,304,000) | (93) | (82) | $(1,275)$ | $(1,357)$ |
| Final dividends for 2008 (note15(a)) | - | - | - | $(8,329)$ | $(8,329)$ |
| At 30 June 2009 | 567,906,000 | 5,679 | 6,033 | 255,507 | 261,540 |

(a) The Company repurchased 9,304,000 of its own shares through purchases on the Stock Exchange during the six months ended 30 June 2009 . The shares have been cancelled upon being repurchased. The total consideration inclusive of handling fee paid to acquire the shares amounted to approximately HK\$1,539,000 (equivalent to RMB1,357,000).

The Company repurchased $20,000,000$ of its own shares through purchases on the Stock Exchange during the six months ended 30 June 2008. The shares have been cancelled upon being repurchased. The total consideration inclusive of handling fee paid to acquire the shares amounted to approximately HK\$11,942,000 (equivalent to RMB10,968,000).

## Notes to the Condensed Consolidated interim Financial information

(All amounts in Renminbi Yuan thousands unless otherwise stated)

## 9. TRADE AND OTHER PAYABLES

|  | As at |  |
| :---: | :---: | :---: |
|  | $\begin{array}{r} 30 \text { June } \\ 2009 \end{array}$ | 31 December 2008 |
| Trade payables |  |  |
| - Third parties | 35,182 | 75,074 |
| - Related parties (note 16) | 2,579 | 3,577 |
|  | 37,761 | 78,651 |
| Other payables to third parties | 9,110 | 16,169 |
| Advances from customers | 2,358 | 5,208 |
|  | 49,229 | 100,028 |

At 30 June 2009, the ageing analysis of the trade payables, including amounts due to related parties, was as follows:

|  | As at |  |
| :--- | ---: | ---: | ---: |
|  | 30 June | 31 December |
|  | $\mathbf{2 0 0 9}$ | 2008 |
| $0-30$ days | $\mathbf{1 5 , 3 8 8}$ | 35,231 |
| $31-90$ days | $\mathbf{1 3 , 5 6 3}$ | 38,064 |
| $91-180$ days | $\mathbf{6 , 3 2 5}$ | 3,959 |
| $181-365$ days | $\mathbf{1 , 6 3 1}$ | 440 |
| Over 365 days | $\mathbf{8 5 4}$ | $\mathbf{9 5 7}$ |
|  | $\mathbf{3 7 , 7 6 1}$ | $\mathbf{7 8 , 6 5 1}$ |

## Notes to the Condensed Consolidated interim Financial information

(All amounts in Renminbi Yuan thousands unless otherwise stated)
10. BORROWINGS


Movements in borrowings are analysed as follows:

|  | Six months ended 30 June |  |
| :--- | ---: | ---: |
|  | $\mathbf{2 0 0 9}$ | 2008 |
| Opening amount | $\mathbf{7 , 1 6 1}$ | 56,509 |
| Addition of borrowings | $\mathbf{-}$ | 55,612 |
| Repayment of borrowings | $\mathbf{( 7 , 1 3 3 )}$ | $(45,498)$ |
| Exchange gain | $\mathbf{( 2 8 )}$ | $(2,173)$ |
| Closing amount | $\mathbf{-}$ | $\mathbf{6 4 , 4 5 0}$ |

Interest expenses on borrowings for the six months ended 30 June 2009 amounted to RMB77,000 (six months ended 30 June 2008: RMB1,812,000).

The Group has the following undrawn borrowing facilities:

\left.|  | As at |  |
| :--- | ---: | ---: |
|  | 30 June |  |
|  | 31 December |  |
| 2009 |  |  |$\right)$

## 11. OTHER GAINS/(LOSSES) - NET

|  | Six months ended 30 June |  |
| :--- | :---: | :---: |
|  | $\mathbf{2 0 0 9}$ | 2008 |
| Net foreign exchange gains/(losses) | $\mathbf{3 4 3}$ | $(634)$ |
| Impairment loss of available-for-sale financial assets | $\mathbf{( 5 0 0 )}$ | - |
| Fair value gains/(losses) on financial assets at fair value through profit or loss (note (a)) | $\mathbf{5 , 5 0 2}$ | $(7,308)$ |
|  | $\mathbf{5 , 3 4 5}$ | $(7,942)$ |

[^0]
## Notes to the Condensed Consolidated Interim Financial Information

(All amounts in Renminbi Yuan thousands unless otherwise stated)

## 12. OPERATING PROFIT/(LOSS)

The following items have been charged to the operating profit during the period:

|  | Six months ended 30 June |  |
| :--- | ---: | ---: |
|  | $\mathbf{2 0 0 9}$ | 2008 |
| Write down of inventories | - | 1,795 |
| Provision for impairment of receivables | $\mathbf{5 , 3 4 8}$ | 598 |

## 13. INCOME TAX (EXPENSES)/CREDIT

|  | Six months ended 30 June |  |
| :---: | :---: | :---: |
|  | 2009 | 2008 |
| Current income tax |  |  |
| - Hong Kong profits tax | (198) | (211) |
| - PRC enterprise income tax | $(1,800)$ | $(1,344)$ |
| Deferred income tax | (401) | 2,133 |
|  | $(2,399)$ | 578 |

## Hong Kong Profits Tax

Hong Kong profits tax has been provided at the rate of $16.5 \%$ for the six months ended 30 June 2009 and 2008.

## PRC Enterprise Income Tax

The main business of the Group is conducted in the PRC and the major subsidiary of the Group is Kong Yue Electronics \& Information (Xinhui) Limited ("Kongyue Information"), which is a foreign investment company based in Xinhui, the PRC. PRC enterprise income tax of Kongyue Information is provided on the basis of its profit for statutory financial reporting purposes, adjusted for income and expenses items, which are not assessable or deductible for income tax purpose. The effective enterprise income tax rate of Kongyue Information is $15 \%$ for the six months ended 30 June 2009 (six months ended 30 June 2008: 15\%).

## Notes to the Condensed Consolidated Interim Financial information

(All amounts in Renminbi Yuan thousands unless otherwise stated)

## 14. EARNING/(LOSS) PER SHARE

Basic earning/(loss) per share is calculated by dividing the earning/(loss) attributable to shareholders of the Company by the weighted average number of ordinary shares in issue during the period.

|  | Six months ended 30 June |  |
| :--- | :---: | :---: |
|  | 2009 | $\mathbf{2 0 0 8}$ |
| Earning/(loss) attributable to shareholders of the Company | $\mathbf{4 , 6 9 7}$ | $(33,316)$ |
| Weighted average number of ordinary shares in issue (thousands) | $\mathbf{5 7 0 , 9 1 7}$ | 588,883 |
| Basic earning/(loss) per share (RMB per share) | $\mathbf{0 . 0 0 8}$ | (0.057) |

Diluted earning/(loss) per share is calculated by adjusting the weighted average number of outstanding ordinary shares with assuming conversion of all dilutive potential ordinary shares. The dilutive potential ordinary shares of the Company are share options. As the exercise price of the share options is higher than the average market share price of the Company's shares for the six months ended 30 June 2009, there is no potential dilutive impact of the share options during the six months ended 30 June 2009.

## 15. DIVIDEND

(a) A final dividend for the year ended 31 December 2008 of HK $\$ 0.017$ per ordinary share, totaling approximately HK $\$ 9,471,000$ (equivalent to RMB8,329,000) has been declared out of share premium of the Company in the Company's Annual General Meeting on 26 May 2009 and paid during the six months ended 30 June 2009.

According to the Companies Law (2003 Revision) of the Cayman Islands and the articles of association of the Company, the dividends can be declared out of share premium account but subject to solvency test.
(b) A final dividend for the year ended 31 December 2007 of HK $\$ 0.008$ per ordinary share, totaling approximately HK $\$ 4,778,000$ (equivalent to RMB4,061,000) has been declared in the Company's Annual General Meeting on 23 May 2008 and paid during the six months ended 30 June 2008.
(c) In a meeting held on 16 September 2009, the directors of the Company determined that no interim dividend would be declared for the six months ended 30 June 2009 (six months ended 30 June 2008: nil).

## Notes to the Condensed Consolidated Interim Financial Information

(All amounts in Renminbi Yuan thousands unless otherwise stated)

## 16. SIGNIFICANT RELATED PARTY TRANSACTIONS

The directors of the Company regard the Au Family, which composed of Mr. Au Pak Yin, Ms. Tai Noi Kit, Mr. Au Kwok Lun, Mr. Ou Guo Liang and Ms. Ou Ri Ai, to be the beneficial owners of the Company. Mr. Au Pak Yin, Mr. Au Kwok Lun and Mr. Ou Guo Liang are also executive directors of the Company.

Save as disclosed elsewhere in the condensed interim consolidated financial information, significant related party transactions, which were carried out in the normal course of the Group's business are as follows:
(I) PuRCHASES OF GOODS AND SERVICES

|  | Six months ended $\mathbf{3 0}$ June |  |
| :--- | ---: | ---: |
|  | $\mathbf{2 0 0 9}$ | 2008 |
| Purchases of goods from related parties controlled by Au Family (note (a)) | $\mathbf{1 6 , 3 0 5}$ | 11,247 |
| Rental expenses paid to a related party controlled by Au Family (note (b)) | $\mathbf{2 1 1}$ | 202 |
| Handling fee charged by a related party controlled by Au Family (note (c)) | $\mathbf{8 0 0}$ | 552 |

(iI) Key Management Compensation

|  | Six months ended 30 June |  |
| :--- | ---: | ---: |
|  | 2009 | 2008 |
| Salary and other short-term employee benefits | 2,785 | 2,641 |
| Share options | $\mathbf{5 5}$ | - |
|  | 2,840 | 2,641 |

(III) PERIOD-END BALANCES WITH Related Parties

|  | As at |  |
| :---: | :---: | :---: |
|  | 30 June 2009 | 31 December 2008 |
| Trade and other receivables from related parties controlled by Au Family (note (d)) | 17,773 | 17,978 |
| Trade payables to related parties controlled by Au Family (note (d)) | 2,579 | 3,577 |

## Notes:

(a) Purchase of goods were negotiated with related parties in a normal course of business with a margin on the same basis as non-related parties.
(b) Rental expenses were determined with reference to the prevailing rental market price and in accordance with the terms of underlying agreement.
(c) Handling fee represent service charge for handling customs documents for the Group during import and export process, which is calculated based on approximately $1 \%$ of the aggregate value of goods handled by the related party.
(d) Balances with related parties were unsecured, interest free and had no fixed terms of repayments.

## OTHER INFORMATION

## DISCLOSURE OF INTERESTS

## (A) InTERESTS AND SHORT POSITIONS OF THE DIRECTORS AND CHIEF EXECUTIVES OF THE COMPANY

As at 30 June 2009, the interests and short positions of the directors and chief executive in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of the Securities and Futures Ordinance ("SFO") which are required to be notified the Company and the Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have taken under such provisions of the SFO) or which are required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which are required, pursuant to the Model Code for Securities Transactions by Directors of Listed Companies to be notified to the Company and the Stock Exchange were as follows:

| Name of Director | Company/name of associated corporation | Capacity | Number of shares held ${ }^{\text {(Note 1) }}$ |
| :---: | :---: | :---: | :---: |
| Mr. Au Pak Yin ("Mr. Au") | Company | Interest in controlled corporation ${ }^{\text {(Note 2) }}$ | 374,325,533 shares (L) |
| Mr. Au | Kytronics Holdings Limited ("Kytronics") | Beneficial owner | 2 ordinary shares (L) |
| Mr. Au Kwok Lun | Kytronics | Beneficial owner | 1 ordinary share (L) |
| Mr. Ou Guo Liang | Kytronics | Beneficial owner | 1 ordinary share (L) |

## Notes:

1. The letter "L" denotes the Director's long position in such securities.
2. $374,325,533$ Shares were owned by Kytronics. The issued share capital of Kytronics is owned as to $20 \%$ by each of Mr. Au and his spouse Ms. Tai Noi Kit. Mr. Au is therefore deemed to be interested in these shares by virtue of his interests in Kytronics pursuant to Part XV of the SFO.
3. Each of Mr. Au and his spouse, Ms Tai Noi Kit is the beneficial owner of an ordinary share in Kytronics.

Save as disclosed above, as at 30 June 2009, none of the Directors or Chief Executives of the Company had any interests or short positions in the Shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which are required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO) or which required, pursuant to section 352 of the SFO to be entered in the register referred to therein or which are required, pursuant to the Model Code for Securities Transactions by Directors of Listed Companies, to be notified to the Company and the Stock Exchange.

## OTHER INFORMATION

(B) Substantial Shareholders and Other Person's Interest in the SHARES

As at 30 June 2009, as far as is known to the Directors and the Chief Executive of the Company, the following person (not being a Director or Chief Executive of the Company) had an interest of short position in the Shares or underlying shares of the Company which would fall to be disclosed to the Company under provisions of Divisions 2 and 3 of Part XV of the SFO:

| Name | Company/Name of associated corporation | Capacity | Number of shares held | Percentage of total issued share capital ${ }^{\text {(Note 1) }}$ |
| :---: | :---: | :---: | :---: | :---: |
| Kytronics | Company | Beneficial Owner | 374,325,533 ${ }^{\text {(Note 2) }}$ | 65.91\%(L) |
| Tai Noi Kit | Kytronics | Interest in controlled corporation | $374,325,533^{\text {(Note 2) }}$ | 65.91\%(L) |
| Martin Currie (Holdings) Limited | Company | Interest in controlled corporation | 40,264,000 ${ }^{\text {(Note 3) }}$ | 7.09\%(L) |
| Kent C. McCarthy | Company | Interest in controlled corporation | $34,165,000{ }^{\text {(Note 4) }}$ | 6.02\%(L) |

Notes:

1. The letter " $L$ " denotes the person's long position in such securities.
2. $374,325,533$ Shares were owned by Kytronics. The issued share capital of Kytronics is owned as to $20 \%$ by each of Ms. Tai Noi Kit ("Ms. Tai") and her spouse Mr. Au. Ms. Tai is therefore deemed to be interested in these shares by virtue her interests in Kytronics pursuant to Part XV of the SFO.
3. The $40,264,000$ shares were held by Martin Currie Inc. and Martin Currie Investment Management, both being companies wholly owned by Martin Currie Ltd which is wholly owned by Martin Currie (Holdings) Limited
4. The $34,165,000$ shares were held by Kent C. McCarthy Revocable Trust and Jayhawk Private Equity Fund II, L.P., both being companies wholly owned by Kent C. McCarthy.

Saved as disclosed above, the Directors and the Chief Executive of the Company are not aware of any person (other than a Director or Chief Executive of the Company) who, as at 30 June 2009, had any interest or short position in the Shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO.

## sHARE OPTION SCHEME

Details of the share option scheme were set out in the published annual report of the Company for the year ended 31 December 2008. No movement was noted during the six months ended 30 June 2009

## OTHER INFORMATION

## PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the six months ended 30 June 2009, the Company purchased a total of 9,304,000 Company's listed shares on the Stock Exchange and such shares were then subsequently cancelled. Details of the repurchase of shares are summarised as follows:

| Month/year | Number of shares repurchased | Repurchase price per share |  | Aggregate consideration paid (excluding expenses) |
| :---: | :---: | :---: | :---: | :---: |
|  |  | Highest | Lowest |  |
|  |  | HK\$ | HK\$ | HK\$ |
| February 2009 | 8,750,000 | 0.165 | 0.165 | 1,443,750 |
| March 2009 | 554,000 | 0.185 | 0.162 | 90,898 |
| Total | 9,304,000 |  |  | 1,534,648 |

Save as disclosed above, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the period under review.

## THE CODE ON CORPORATE GOVERNANCE PRACTICES

The Directors consider that during the six months ended 30 June 2009, the Company has complied with the Code on Corporate Governance Practices as set out in Appendix 14 under the Rules Governing the Listing of Securities on the Stock Exchange.

## MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in Appendix 10 under the Listing Rules as the model code for securities transactions by the relevant Directors. The Company has made specific enquiry of all Directors and the Directors confirmed that, during the six months ended 30 June 2009, they have complied with all the relevant requirements set out in the Model Code.

## AUDIT COMMITTEE

The audit committee has reviewed this interim report.

## REMUNERATION COMMITTEE

The Company has established a remuneration committee to consider the remunerations for the Directors and senior management of the Company. The remuneration committee comprises Mr. Lai Ming, Joseph, Mr. Meng Yan and Mr. Xu Guangmao who are all Independent Non- Executive Directors and Mr. Au Kwok Lun who is an Executive Director. During the period, Mr. Au Kwok Lun was appointed as the chairman of the remuneration committee.

By order of the Board
Jolimark Holdings Limited
Au Pak Yin
Chairman


[^0]:    (a) Amounts represent the fair value gains/(losses) on the investments in listed equity securities. All the listed equity securities were disposed of during the six months ended 30 June 2009.

