

## Interim Report 2010

Integrated Distribution Services Group Limited (Incorporated in Bermuda with limited liability) Stock Code: 2387





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## **Corporate Information**

#### Non-executive Directors

Dr. Victor FUNG Kwok King *(Chairman)* John Estmond STRICKLAND<sup>#</sup> Dr. FU Yu Ning<sup>#</sup> Prof. LEE Hau Leung<sup>#</sup> Andrew TUNG Lieh Cheung<sup>#</sup> Dr. William FUNG Kwok Lun Jeremy Paul Egerton HOBBINS LAU Butt Farn

### **Executive Directors**

Benedict CHANG Yew Teck (Group Managing Director) Joseph Chua PHI (President)

**Chief Financial Officer** 

Srinivasan PARTHASARATHY

<sup>#</sup> Independent Non-executive Director

## Group Chief Compliance Officer

James SIU Kai Lau

## **Company Secretary**

YUEN Ying Kwai

### Legal Advisors

Mayer Brown JSM 16th-19th Floors, Prince's Building 10 Chater Road, Central Hong Kong

### **Principal Bankers**

The Hongkong and Shanghai Banking Corporation Limited Standard Chartered Bank (Hong Kong) Limited

## Auditor

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

## **Registered Office**

Clarendon House 2 Church Street Hamilton HM 11 Bermuda

## Principal Place of Business

18th Floor, IDS LiFung Centre 2 On Ping Street Siu Lek Yuen, Shatin, N.T. Hong Kong

## **Highlights**

	Six months en	ded 30 June	
	2010 US\$ million	2009 US\$ million	Change %
Revenue	941.54	846.66	11.2%
Gross profit	251.75	219.39	14.8%
Core operating profit	9.34	8.92	4.6%
Operating profit	19.81	24.80	-20.1%
Profit attributable to shareholders	12.43	18.46	-32.7%
Earnings per share	3.86 US cents	5.81 US cents	-33.6%
Earnings per share (equivalent to)	30.00 HK cents	45.04 HK cents	
Interim dividend per share	9 HK cents	14 HK cents	-35.7%

# • Asia reported outstanding growth of 22.1% in operating profit, up from US\$24.20 million in the first half of 2009 to US\$29.54 million for the first six months of this year.

- Core operating profit was US\$9.34 million for the period, representing modest growth of 4.6% against 1H 2009 due to operating losses registered in the US and UK.
- Encouraging performance was recorded in the UK with operating losses narrowed to US\$0.76 million in 1H 2010. Business is on track for a turnaround this year.
- Operating performance amidst a weak US market environment remains challenging and difficult. Operating losses in the US for the period increased to US\$10.34 million. However, new business and additional savings in occupancy should improve 2H performance.
- As a result of significantly lower one-off gains against last year (a US\$5.4 million decrease) and increased financial and taxation charges, profit attributable to shareholders for 1H 2010 was US\$12.43 million, against US\$18.46 million for the same period in 2009.

## **Chairman's Statement**

Dear Shareholders,

I am pleased to report the interim results for Integrated Distribution Services Group Limited (the "Company") and its subsidiaries (collectively the "Group" or "IDS") for the six months ended 30 June 2010.

For most of the Asian economies, the rebound that began in the second half of 2009 continued into the first half of 2010. On the other hand, the recovery process for the economies of the US, Europe and Japan remained delicate. Nevertheless, the Group remains cautiously optimistic that the global economy is slowly emerging from the recession and is trending towards a gradual but tentative recovery. A great deal will depend on external factors which may impact economic growth. The world needs unfettered access to trade now more than ever if it wishes to curb unemployment, stimulate growth and boost incomes. Developments regarding the debt crisis in the European Union as well as continuing signs of rising protectionism also bear watching.

During the first six months of 2010, the Group's revenue grew 11.2% from US\$846.66 million in the first half of 2009 to US\$941.54 million. Gross profit grew even faster at 14.8%, up from US\$219.39 million in the first six months of 2009 to US\$251.75 million for the same period in 2010. Asia continues to register solid growth in core operating profit, from US\$24.20 million in the first half of 2009, to US\$29.54 million this year. However, the outstanding performance of Asia was partly offset by challenges in the US. As a result, the Group's core operating profit for the first half of 2010 was US\$9.34 million, 4.6% above the US\$8.92 million recorded during the same period of last year.

The Group's operating profit for the first half of 2010 was US\$19.81 million, 20.1% below the US\$24.80 million recorded during the same period of last year. The operating profit has taken one-off items into account, including a US\$8.50 million gain from the divestment of the Group's final 10% interest in Slumberland Asia Pacific (SAP) in January 2010. The decrease in operating profit was mainly attributable to the substantially lower one-off gains recorded this first half as compared to the first half of 2009, which included a US\$16.35 million gain from the divestment of a 20% interest in SAP.

As a result of the substantially lower one-off gain and increased taxation and finance charges during the first half of 2010, profit attributable to shareholders for the first six months of 2010 was US\$12.43 million, 32.7% below the US\$18.46 million recorded in the same period of 2009. Earnings per share for the period was 3.86 US cents (equivalent to 30.00 HK cents), compared to 5.81 US cents (approximately 45.04 HK cents) in 2009. The Board of Directors has declared an interim dividend of 9 HK cents per share.

Buoyed by the continued economic recovery, performance in Asia remained robust with both the Greater China and ASEAN regions registering strong performances during the period. All markets in Greater China, Thailand and Malaysia delivered remarkable growth. With the logistics business acquired last year and improvement in operational efficiencies, the Indonesian operations eventually turned around and became profitable in the first half. During the period under review, the Group continued to explore acquisition opportunities across the region actively. The Group is currently analyzing several opportunities in the areas of logistics, freight forwarding and distribution.

#### **Chairman's Statement (continued)**

While the US business remains challenging, the Group is exploring fresh opportunities to improve performance. Newly secured business and the expiry of two leases will benefit second-half performance substantially. On the West Coast, a new facility equipped with an automated sortation system was launched in May. This development should provide an impetus to develop more new businesses that would help to increase labor productivity and improve operational efficiencies.

Riding on the back of improved relationships with key customers like Marks & Spencer and Republic, along with a recovery in the freight forwarding business, the UK operations reported encouraging results for the first half of 2010. Operating losses for the period were substantially reduced. The UK team also saw the smooth commencement of a program with LF Europe in the second quarter that will help to build a solid platform for further collaboration. The management remains confident that the UK operation will be profitable for the full year of 2010.

While there are positive signs in the global economy and encouraging trends in Asia — in particular China, the world's second-biggest economy — we cannot expect a return to "normal", a term that has to be redefined in the wake of the past two years. High unemployment levels — especially in the US and Europe — modest consumer spending levels in the US and the European debt crisis remain key challenges. Against this backdrop, it is prudent for companies to remain conservative in their spending and investments, and we can expect this pattern to continue in the near future. Still, we feel confident from a competitive perspective that the Group is well positioned to grow further in Asian markets and improve its performance in the US and UK.

During the period under review, the Group strengthened its commitment to corporate social responsibility by setting up a Corporate Responsibility function to drive the strategic development and full-scale implementation of policies and programs for each of the three CSR pillars: Environmental Sustainability, Community Outreach and Employee Health & Safety. The Group's commitment to high standards of corporate governance remains strong, reinforcing the principles of transparency, accountability and independence.

On behalf of the Directors, I would like to take this opportunity to express my gratitude to the management and all members of staff for their hard work and dedication to the continued growth of IDS.

Victor FUNG Kwok King Chairman

Hong Kong, 12 August 2010

## **GMD's Report**

The operating environment remained challenging in the first half of 2010. However, we are glad to see that the global economy continues to recover, although not as robustly as many have hoped, from the financial turmoil that began in late 2007. Amidst uncertainties and occasional signs of further recession in developed economies, the Group is seeing strong growth in its Asian operations. However, the original expectation of stronger throughput volumes for the US business failed to materialize during the period under review.

During the first half of 2010, core operating profit recorded a modest increase of 4.6% to US\$9.34 million for the first six months in 2010, driven by outstanding business growth in Asia that was partly offset by increased operating losses in the US. After factoring in significantly lower one-off gains against last year (a US\$5.4 million decrease) as well as higher finance and taxation charges registered this year, profit attributable to shareholders in the first half of 2010 amounted to US\$12.43 million, compared to US\$18.46 million for the same period in 2009.

New contracts secured during the first half of 2010 included the logistics hub operation in Hong Kong for Monsoon, a British fashion retailer and one of our major customers in the UK; logistics service for Raffaella, a women's wear brand in the US; distribution service for Servier, a French pharmaceuticals company; logistics service for Puma; and an expanded scope of service for GSK. The Group also successfully renewed major contracts with companies such as adidas and Puma in China, Johnson & Johnson and GSK in Hong Kong, L'Oreal in Taiwan, Philip Morris in Brunei, and Philips in Malaysia and Singapore.

Our focus on operations excellence and service continues to win recognition from key customers. In less than 18 months since commencing service, the Taiwan Distribution team outperformed 37 other countries to win two significant awards from Shell in April — "Best Marketing Performance 2009" and "Best Synthetic Performance 2009". The awards were given for our innovative marketing programs and outstanding growth achieved in the distribution of Shell lubricants. Meanwhile, the Taiwan Logistics team beat out nine other operators in the region to win "Best Double Productivity and Throughput DC" from P&G in June. After winning Unilever's "Vendor of the Year" award three times in the past four years, the Philippine Logistics team received the highest honour — the "Hall of Fame Award 2009" — in April. The Philippine Distribution team also won the "Best in Volume Growth" Award from Philip Morris. In other markets, IDS received accolades from adidas, Kimberly-Clark and Nestlé.

### **Financial Overview**

Revenue registered double-digit growth of 11.2%, rising from US\$846.66 million in the first half of 2009 to US\$941.54 million during the corresponding period this year. Greater China, ASEAN and the UK all registered growth, whilst revenue in the US was flat. Gross profit grew by 14.8% year-on-year, from US\$219.39 million to US\$251.75 million. Double-digit growth was registered in Greater China, ASEAN and the UK, although this was partly offset by the decline in the US. As a result, gross profit margin increased from 25.9% in the first half of 2009 to 26.7% for the same period this year.

Asia registered outstanding performance during the first six months of 2010, delivering 22.1% growth in operating profit to US\$29.54 million against US\$24.20 million for the same period last year. This was mainly driven by strong performances across the major markets of China, Hong Kong, Thailand and Malaysia. The successful turnaround of the Indonesian operations and commendable performance by the Roots business that was acquired in September 2009 also contributed to this growth. However, growth in Asia was partly offset by increased operating losses in the US, which grew from US\$6.47 million in the first half of 2009 to US\$10.34 million during the same period this year. Although it recorded a loss of US\$0.76 million for the period, the UK business improved remarkably on the US\$1.79 million loss during the first half of last year. Core operating profit for the first half of 2010 was US\$9.34 million, 4.6% above the US\$8.92 million recorded over the first six months of 2009.

During the period under review, the Group divested the final 10% of its interest in Slumberland Asia Pacific, resulting in a gain of US\$8.50 million. After taking this into account as well as other one-off items, the Group's operating profit for the first half of 2010 was US\$19.81 million, representing a year-on-year decrease of 20.1% from US\$24.80 million. This was mainly attributed to a US\$5.4 million gap in one-off gains against last year. Net finance costs for the first half of 2010 increased by US\$0.54 million as a result of a higher level of borrowings. Taxation charges also increased by US\$0.46 million due to higher taxable profits in Asia. As a result, profit attributable to shareholders for the first six months of 2010 was US\$12.43 million, 32.7% below the US\$18.46 million recorded in the first half of 2009.

### **Operations Overview & Segmental Analysis**

#### Greater China

Greater China enjoyed an excellent first half. During the period under review, revenue increased by 11.1%, from US\$397.3 million to US\$441.5 million, whilst operating profit saw 32.9% growth, rising from US\$11.59 million to US\$15.40 million. Buoyed by strong domestic consumption, IDS China recorded solid year-on-year increases in both revenue and operating profit of 29.9% and 27.2% respectively. Hong Kong reported commendable 9.8% growth in operating profit, which was mainly attributed to new businesses with customers such as Colgate, Friesland Campina and Fonterra that were launched in the second half of 2009.

#### **GMD's Report (continued)**

The integration of Hong Kong into the China organization was implemented in the first quarter of 2010 and is progressing smoothly. New organization structure and distribution and logistics infrastructure development in China will drive stronger growth and synergies with Hong Kong. The Group also began setting up regional offices in China and investing in strengthening management and technology.

Backed by the steady growth of the Shell distribution business and the addition of the Roots operation that was acquired in September 2009, the Taiwan business more than doubled the operating profit it recorded in the first half of 2009.

#### **ASEAN**

The ASEAN region registered a 12.1% increase in revenue, up from US\$402.6 million in the first half of 2009 to US\$451.5 million over the same period this year. Operating profit grew at the same rate, up from US\$12.61 million to US\$14.14 million year-on-year. Strong performances were registered in Thailand and Malaysia, whilst Indonesia made a strong turnaround.

Despite the political unrest in Thailand that dampened domestic consumption, IDS' business continued to thrive on strong operating leverage and solid customer partnerships. Operating profit for the first half of 2010 grew 29.8% against the same period last year on the back of 17.7% growth in revenue. The performance of the Manufacturing business was outstanding due to productivity improvement and robust volume growth.

The construction of a 60,000-square-foot facility dedicated to the manufacturing of F&N's chilled products in Malaysia was completed in August. Installation of production lines will take place in September to prepare for the commencement of the facility's commercial run in the fourth quarter.

After a significant turnaround two years ago, the Group further optimized the customer portfolio under the distribution business in the Philippines by shedding unprofitable accounts and contracts with potential risks. Although the exercise incurred additional costs, it should ensure substantial improvement in the quality of earnings to support sustainable growth.

#### US & UK

Backed by a rebound in the freight business and higher throughput volume due to a strengthened partnership with Marks & Spencer, IDS' UK performance improved significantly. Revenue for the first half of 2010 increased 27.7% to US\$24.4 million against the same period last year. As a result, operating loss during the period narrowed to US\$0.76 million from US\$1.79 million. The team also successfully brought on board Visage, a garment supplier under LF Europe, in the second quarter.

#### **GMD's Report (continued)**

The Group is upgrading the Sheffield facility to become a paperless, state-of-the-art e-commerce and piecepick operation for Republic, a major UK high-street retailer serving over 120 stores. Following completion, which is targeted for the third quarter, the facility will help Republic handle rapidly growing demand from its e-commerce site. It will also serve as a reference demonstrating IDS' capability in e-fulfillment services.

Operating performance amidst a weak US market environment remains challenging and difficult. Volumes continued to be very soft in the first half despite a substantial increase in business volume from Li & Fung (LF USA) and additional revenue from the freight forwarding business that was acquired in late 2009. Overall revenue in the US for the first half of 2010 was only 0.8% above the same period last year, at US\$28.2 million.

In addition, an unexpected surge in throughput volume during the start-up of one of the LF USA businesses in the first quarter resulted in a temporary increase in labor costs. Although this was later stabilized, it still led to a significant increase in operating expenses. Coupled with lower business volume from other non-Li & Fung businesses due to bankruptcies, exits or volume shortfalls, operating losses in the US for the first half of 2010 increased to US\$10.34 million.

#### **Business Segment**

By business segment, all streams recorded growth in revenue. Distribution revenue grew 7.2% to US\$660.95 million, Logistics revenue increased 17.6% to US\$175.93 million, and Manufacturing delivered the strongest performance, growing 30.4% to US\$114.27 million. Distribution and Manufacturing registered robust double-digit growth in core operating profit of 25.1% and 76.4% respectively. Logistics recorded a loss of US\$3.79 million due to the operating losses of the US and UK.

### Liquidity and Financial Resources

Net cash used in operations during the period was US\$19.34 million resulting from the increase of working capital US\$41.27 million mainly in China. Net borrowings as at 30 June 2010 were US\$109.23 million against US\$72.38 million as at 31 December 2009. The Group's gearing ratio as at 30 June 2010 was 38.5% against 35.1% at 30 June 2009 and 29.8% at 31 December 2009. The gearing ratio was calculated as net borrowings divided by total capital. Net borrowings of US\$109.23 million was calculated as total borrowings (including short-term bank loans and other borrowings of US\$97.28 million, long term bank loans and obligations under finance leases of US\$116.96 million) less time deposits and bank balances and cash of US\$105.01 million. Total capital was calculated as total equity of US\$174.53 million and net borrowings. The Group has available bank loans and overdraft facilities of approximately US\$408 million of which US\$211.4 million have been utilized.

#### **GMD's Report (continued)**

### Foreign Exchange Risk Management

The Group operates in various economies over the world and is exposed to foreign exchange risk. Fluctuations in exchange rates in these economies can affect the earnings and net assets of the Group.

In addition, certain purchase transactions are not conducted in the respective local currencies of the operations. The foreign currencies involved in these transactions include mainly US Dollars, Euro, Japanese Yen and Pound Sterling. The Group purchases foreign currency contracts to protect against the adverse effect of such exchange fluctuations on the foreign currency. The Group policy is to hedge all material purchases transacted in foreign currencies and restrict from engaging in speculative foreign exchange transactions.

### **Contingent Liabilities**

#### (a) Bank guarantees

The Group has counter guaranteed the following outstanding bank guarantees issued by banks for normal business operations:

	Unaudited 30 June 2010 US\$'000	Audited 31 December 2009 US\$'000
For purchase of goods in favor of suppliers For rental payment in favor of the landlords As security in favor of local tax and customs authorities in accordance with local regulations Performance bonds and others	27,705 11,772 8,711 2,533	23,669 10,582 7,616 1,570
	50,721	43,437

(b) The Company and two of its subsidiaries, IDS USA Inc. and IDS Group Limited, have been included as defendants in certain civil claims in the USA. The management of the Group has reviewed the facts and circumstances and is of the view that the likelihood of the Company and its subsidiaries suffering material loss is low.

#### Human Resources

As at 30 June 2010, the Group employed approximately 8,700 permanent employees. They were located throughout various operations within the Group. Total staff costs for the period ended 30 June 2010 amounted to approximately US\$113.62 million compared to US\$98.57 million for the same period 2009.

The Group offers its staff competitive remuneration schemes, including Share Option Scheme. In addition, discretionary bonuses are granted to eligible staff based on individual and Group performance. The Group is committed to nurturing a learning culture in the organization.

### **Future Prospects**

The world economy is expected to continue on its trend toward a mild recovery. Whilst a strong rebound is unlikely in the short term, as consumer spending in the developed economies remains cautious, the outlook for Asia is relatively positive. IDS has delivered sustainable growth in Asia in the midst of financial turmoil, and the productivity enhancement and cost reduction measures implemented during the past two years should result in an even stronger foundation for the Group as we enter the next Strategic Plan cycle in 2011–2013.

For the rest of 2010, we intend to maintain robust growth in Asia and significantly improve the performance of the US and UK operations. In spite of a disappointing first half, we do see the potential for a stronger second half in the US. With a strengthened focus on business development, the US team has secured a contract with Rafaella, which will contribute to second-half revenues. Savings of approximately US\$1.2 million in occupancy will be realized for the second half from the expired leases of two facilities. Discussions with LF USA about additional business, which were temporarily put on hold due to operational challenges, have now resumed. Meanwhile, progress for the UK has been encouraging so far, with business on track for a turnaround this year.

The Group remains active in identifying potential acquisition targets. A detailed study conducted in select markets unearthed a number of opportunities in the areas of freight forwarding and logistics that complement our current network. They will be further evaluated in the near future.

IDS continues to place strong emphasis on corporate social responsibility. A Corporate Responsibility function has been established at the corporate level, with Environmental, Health & Safety personnel in place across all countries to develop policies and drive initiatives to promote CSR. We are also in the process of applying for LEED certification for the recent renovation of the new IDS Corporate and Hong Kong offices, which have adopted devices to enhance energy and water efficiencies as well as to improve indoor environment.

Ben CHANG Yew Teck Group Managing Director

Hong Kong, 12 August 2010

## **Corporate Governance**

### **Corporate Governance Practices**

The Board of Directors and Management are committed to principles of good corporate governance consistent with prudent enhancement and management of shareholder value. These principles emphasize transparency, accountability and an appropriate oversight by Independent Non-executive Directors.

In order to reinforce their respective independence, accountability and responsibility, the role of the Group Chairman is separate from that of the Group Managing Director with their respective responsibilities endorsed by the Board in writing.

The Board has established the Audit Committee, the Compensation Committee and the Nomination Committee (all chaired by Non-executive Directors) with written terms of reference (available to shareholders upon request), which are of no less exacting terms than those set out in the Code on Corporate Governance Practices of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

Corporate governance practices adopted by the Company during the six-month period to 30 June 2010 are in line with those practices set out in the Company's 2009 Annual Report.

### Audit Committee

The Audit Committee was established with written terms of reference which cover the review of the Group's financial reporting, internal controls and corporate governance issues and to make relevant recommendations to the Board. The Audit Committee comprises three Independent Non-executive Directors, namely Mr. John Estmond STRICKLAND (Chairman of the Committee), Dr. FU Yu Ning and Mr. Andrew TUNG Lieh Cheung, and a Non-executive Director, Mr. LAU Butt Farn. All committee members possess appropriate industry and financial expertise to advice on the above matters.

The Audit Committee met three times to date in 2010 (with an average attendance rate of 91.67%) to review with senior management and the Company's internal and external auditors, the significant internal and external audit findings and financial matters as required under the Committee's terms of reference. The Committee's review covers the audit plans and findings of the internal and external auditors, external auditor's independence, the accounting principles and practices adopted by the Group, Listing Rules and statutory compliance, internal controls, risk management and financial reporting matters (including the interim financial information for the six-month period to 30 June 2010 before recommending them to the Board for approval). The Committee's review also considered the adequacy of resources, qualifications and experience of the staff of the Group's accounting and financial reporting function, and their training programmes and budget.

#### **Compensation Committee**

The Compensation Committee was established with written terms of reference which cover the review of the Group's remuneration policy and the approving of the remuneration policy for all Executive Directors and senior management, including the allocation of share options to employees under the Company's Employee Share Option Scheme.

The Committee comprises the Group Non-executive Chairman, Dr. Victor FUNG Kwok King (Chairman of the Committee), Dr. FU Yu Ning and Prof. LEE Hau Leung (Independent Non-executive Directors). The Committee met once to date in 2010 (with an attendance rate of 100%) to review the salary and incentive payout for Executive Directors and senior management.

#### Nomination Committee

The Nomination Committee was established with written terms of reference which cover the recommendations to the Board on the appointment of Directors, evaluation of board composition and the management of board succession.

The Committee comprises two Independent Non-executive Directors, namely Prof. LEE Hau Leung (Chairman of the Committee) and Mr. Andrew TUNG Lieh Cheung and a Non-executive Director, Mr. Jeremy Paul Egerton HOBBINS. The Nomination Committee met once to date in 2010 (with an attendance rate of 100%) to review the re-appointment of retiring directors at 2010 Annual General Meeting and to assess independence of directors.

### Code of Conduct and Business Ethics

Whistle blowing policy, guidelines on business conduct and leaflet of the Group's business ethics policy are made available to the staff in the Company's intranet for quick reference.

#### **Corporate Governance (continued)**

#### Internal Control and Risk Management

The Board assumes the overall responsibility for reviewing the adequacy and integrity of the Group's system of internal controls and risk management through the Audit Committee.

The Board has delegated to executive management the ongoing and effective management of such systems of internal controls covering financial, operational risk management procedures and controls. Qualified personnel throughout the Group maintain and monitor these systems of control on an ongoing basis.

The Group's Internal Audit team within the Corporate Governance and Compliance Division, under the supervision of our Group Chief Compliance Officer, independently reviews such systems of internal controls implemented by management and evaluates their adequacy, effectiveness and compliance, and reports regularly to the Audit Committee under the Three-Year Internal Audit Plan endorsed by the Audit Committee. The Audit Plan is business risk driven and covers all material controls including financial, operational and compliance controls, and risk management functions. The Group Chief Compliance Officer reports all the major findings and recommendations at the Audit Committee meetings. The implementation of all agreed recommendations is being followed up on a three-monthly basis.

Follow up on all recommendations is also performed on a periodical basis to ensure all agreed recommendations had been timely and satisfactorily implemented.

Based on the assessments made by senior management and the Group's Internal Audit team during the sixmonth period to 30 June 2010, the Audit Committee is satisfied that:

- effective internal controls and accounting systems are in place and function effectively. Such systems
  are designed to provide reasonable assurance that material assets are protected, business risks
  attributable to the Group are identified and monitored, material transactions are executed in accordance
  with management's authorization and the financial statements are reliable for publication.
- there is an ongoing process in place for identifying, evaluating and managing the significant risks faced by the Group.
- the resources, qualifications, experience, training programmes and budget of the staff of the Group's accounting and financial reporting function are adequate.

#### Compliance with the Model Code of the Listing Rules

The Group has adopted procedures governing Directors' securities transactions in compliance with the Model Code as set out in Appendix 10 of the Listing Rules. Relevant employees who are likely to be in possession of unpublished price-sensitive information of the Group are also subject to compliance with written guidelines on no less exacting terms than the Model Code. Specific written confirmations have been obtained from all Directors and relevant employees to confirm compliance with the Model Code. No incident of non-compliance was noted by the Company during the six-month period to 30 June 2010.

# Compliance with the Code on Corporate Governance Practices of the Listing Rules

The Board has reviewed the Company's corporate governance practices and is satisfied that the Company has complied with the code provisions set out in the Code on Corporate Governance Practices contained in Appendix 14 of the Listing Rules during the six-month period to 30 June 2010.

### **Investor Relations and Communication**

The Company continues to pursue a proactive policy of promoting investor relations and communications by conducting analysts' briefings and road shows after the interim and final results announcements, participating in investors' conferences and making corporate presentations during the conferences, arranging company visits and facility tours and maintaining regular meetings with institutional shareholders and analysts. Since 2005, webcasts of results presentations at press conference have also been made available at our corporate website at *www.idsgroup.com*.

## **Other Information**

# Directors' Interests and Short Positions in Shares, Underlying Shares and Debentures

As at 30 June 2010, the directors and chief executives of the Company and their associates had the following interests in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) as recorded in the register required to be kept under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies ("Model Code"):

#### (A) Long position in shares and underlying shares of the Company

		Number	of shares		Number of underlying shares under equity derivatives		Approximate percentage
Name of Directors	Personal interest	Family interest	Corporate/ trust interest	Other interest	(Share Options)	Total interest	of issued share capital (%)
Dr. Victor FUNG Kwok King	2,405,509	-	143,353,661 (Note 1)	-	-	145,759,170	45.16
Dr. William FUNG Kwok Lun	-	-	136,932,371 (Note 1)	-	-	136,932,371	42.43
Benedict CHANG Yew Teck	6,902,573	-	-	697,000 (Note 2a)	6,210,000 (Notes 2b & 2c)	13,809,573	4.27
Joseph Chua PHI	1,114,632	_	-	-	3,600,000	4,714,632	1.46
LAU Butt Farn	610,549	_	-	-	-	610,549	0.18
John Estmond STRICKLAND	-	-	-	22,000 (Note 3)	-	22,000	0.00

Notes:

(1) King Lun Holdings Limited ("King Lun") through its wholly owned subsidiary, Li & Fung (1937) Limited ("LF 1937"), held 100% interest in Li & Fung (Distribution) Limited ("LFD"). LFD held 130,962,364 shares, representing approximately 40.58% of the issued share capital of the Company. LF 1937 held 5,970,007 shares, representing approximately 1.85% of the issued share capital of the Company.

King Lun is owned (a) as to 50% by HSBC Trustee (C.I.) Limited (which also through First Island Developments Limited indirectly held 6,421,290 shares, representing approximately 1.99% of the issued share capital of the Company), the trustee of a trust established for the benefit of the family members of Dr. Victor FUNG Kwok King, and (b) as to 50% by Dr. William FUNG Kwok Lun. Dr. Victor FUNG Kwok King and Dr. William FUNG Kwok Lun were deemed to have interests in these shares through their respective interests in King Lun and indirect interests in LFD and LF 1937 as set out above.

#### **Other Information (continued)**



The interests of Dr. Victor FUNG Kwok King and Dr. William FUNG Kwok Lun in the shares of the Company are summarized in the following chart:

- (2) These interests represented:
  - a. Mr. Benedict CHANG Yew Teck and his wife, LEONG Kim Mei, were joint beneficial owners of these shares;
  - b. the beneficial interest of Mr. Benedict CHANG Yew Teck in 4,110,000 underlying shares deriving from share options granted by the Company to Mr. Benedict CHANG Yew Teck, the details of which are set out in the Share Option Scheme section stated below; and
  - c. the deemed interest of Mr. Benedict CHANG Yew Teck in 2,100,000 underlying shares deriving from options granted by LF 1937 to Mikenwill Investments Limited ("Mikenwill"), which is owned by Mr. Benedict CHANG Yew Teck, to require LF 1937 to sell to Mikenwill or its nominee 10,500,000 shares in five tranches, with the first tranche, second tranche, third tranche and fourth tranche of 2,100,000 shares each being exercised on 9 January 2007, 17 September 2007, 27 June 2008 and 17 June 2010 respectively, and the fifth tranche having an exercisable period from 1 January 2010 to 31 December 2011 pursuant to a deed given by LF 1937 in favour of Mikenwill dated 5 January 2007 and a Supplemental Deed dated 23 December 2009.
- (3) Mr. John Estmond STRICKLAND and his wife, Mrs. Anthea Evadne STRICKLAND, were joint beneficial owners of these shares.

#### (B) Short position in shares and underlying shares of the Company

By virtue of the SFO, each of Dr. Victor FUNG Kwok King and Dr. William FUNG Kwok Lun was taken as at 30 June 2010 to have short position through LF 1937 in respect of an aggregate of 2,100,000 underlying shares in the Company, representing approximately 0.65% of the total issued shares. Such interest comprised LF 1937's short position in 2,100,000 underlying shares (being regarded as unlisted physically settled equity derivatives) deriving from a deed given by LF 1937 in favour of Mikenwill dated 5 January 2007 and a Supplemental Deed dated 23 December 2009, pursuant to which options were granted by LF 1937 to Mikenwill to require LF 1937 to sell to Mikenwill or its nominee 10,500,000 shares in five tranches, with the first tranche, second tranche, third tranche and fourth tranche of 2,100,000 shares each being exercised on 9 January 2007, 17 September 2007, 27 June 2008 and 17 June 2010 respectively, and the fifth tranche having an exercisable period from 1 January 2010 to 31 December 2011.

Save as disclosed above, as at 30 June 2010, none of the directors and chief executive of the Company or their associates had any interest or short position 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) as recorded in the register required to be kept under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

#### (C) Share Options

The interests of the directors and chief executives in the share options (being regarded as unlisted physically settled equity derivatives) of the Company are detailed in the Share Option Scheme section stated below.

Save as disclosed above, at no time during the period, the directors and chief executives (including their spouse and children under the age of 18) had any interest in, or had been granted, or exercised, any rights to subscribe for shares of the Company or its associated corporations required to be disclosed pursuant to the SFO.

#### **Other Information (continued)**

#### Share Option Scheme

By the written resolutions of the then sole shareholder of the Company dated 4 November 2004 and amended by a committee of the Board on 22 November 2004, the Company had adopted a share option scheme (the "Scheme").

Movements of the share options under the Scheme during the period are as follows:

		re Options					
	As at 01/01/2010	Exercised	Lapsed	As at 30/06/2010	Exercise price HK\$	Grant Date	Exercise period
Benedict CHANG	380,000	380,000	-	-	8.600	16/12/05	01/01/10-31/12/11
Yew Teck	380,000	-	-	380,000	15.100	15/12/06	01/01/09-31/12/10
	380,000	-	-	380,000	15.100	15/12/06	01/01/10-31/12/11
	380,000	-	-	380,000	15.100	15/12/06	01/01/11-31/12/12
	330,000	-	-	330,000	25.550	12/12/07	01/01/10-31/12/11
	330,000	-	-	330,000	25.550	12/12/07	01/01/11-31/12/12
	330,000	-	-	330,000	25.550	12/12/07	01/01/12-31/12/13
	330,000	-	-	330,000	6.640	14/11/08	01/01/11-31/12/12
	330,000	-	-	330,000	6.640	14/11/08	01/01/12-31/12/13
	330,000	-	-	330,000	6.640	14/11/08	01/01/13-31/12/14
	330,000	-	-	330,000	12.776	27/11/09	01/01/12-31/12/13
	330,000	-	-	330,000	12.776	27/11/09	01/01/13-31/12/14
	330,000	-	-	330,000	12.776	27/11/09	01/01/14-31/12/15
Joseph Chua PHI	375,000	-	-	375,000	4.825	14/12/04	01/01/09-31/12/10
	210,000	-	-	210,000	8.600	16/12/05	01/01/09-31/12/10
	210,000	-	-	210,000	8.600	16/12/05	01/01/10-31/12/11
	265,000	-	-	265,000	15.100	15/12/06	01/01/09-31/12/10
	265,000	-	-	265,000	15.100	15/12/06	01/01/10-31/12/11
	265,000	-	-	265,000	15.100	15/12/06	01/01/11-31/12/12
	220,000	-	-	220,000	25.550	12/12/07	01/01/10-31/12/11
	220,000	-	-	220,000	25.550	12/12/07	01/01/11-31/12/12
	220,000	-	-	220,000	25.550	12/12/07	01/01/12-31/12/13
	220,000	-	_	220,000	6.640	14/11/08	01/01/11-31/12/12
	220,000	_	_	220,000	6.640	14/11/08	01/01/12-31/12/13
	220,000	_	_	220,000	6.640	14/11/08	01/01/13-31/12/14
	230,000	_	_	230,000	12.776	27/11/09	01/01/12-31/12/13
	230,000	_	_	230,000	12.776	27/11/09	01/01/13-31/12/14
	230,000	_	_	230,000	12.776	27/11/09	01/01/14-31/12/15

#### **Other Information (continued)**

		Number of Sha	re Options				
	As at 01/01/2010	Exercised	Lapsed	As at 30/06/2010	Exercise price HK\$	Grant Date	Exercise period
Continuous contract	1,143,000	763,000	29,000	351,000	4.825	14/12/04	01/01/09-31/12/10
employees	594,500	185,000	-	409,500	8.600	16/12/05	01/01/09-31/12/10
	874,000	261,000	-	613,000	8.600	16/12/05	01/01/10-31/12/11
	765,000	-	40,000	725,000	15.100	15/12/06	01/01/09-31/12/10
	765,000	-	40,000	725,000	15.100	15/12/06	01/01/10-31/12/11
	765,000	-	40,000	725,000	15.100	15/12/06	01/01/11-31/12/12
	1,883,000	-	37,000	1,846,000	25.550	12/12/07	01/01/10-31/12/11
	1,883,000	-	37,000	1,846,000	25.550	12/12/07	01/01/11-31/12/12
	1,883,000	-	37,000	1,846,000	25.550	12/12/07	01/01/12-31/12/13
	1,067,000	-	44,000	1,023,000	6.640	14/11/08	01/01/11-31/12/12
	1,067,000	-	44,000	1,023,000	6.640	14/11/08	01/01/12-31/12/13
	1,067,000	-	44,000	1,023,000	6.640	14/11/08	01/01/13-31/12/14
	1,145,000	-	25,000	1,120,000	12.776	27/11/09	01/01/12-31/12/13
	1,145,000	-	25,000	1,120,000	12.776	27/11/09	01/01/13-31/12/14
	1,145,000	-	25,000	1,120,000	12.776	27/11/09	01/01/14-31/12/15

Note: The weighted average closing market price per share immediately before the dates on which the Share Options were exercised was HK\$13.23.

### Interests and Short Positions of Substantial Shareholders

As at 30 June 2010, other than the interests of the directors or chief executive of the Company as disclosed above, the following persons had interests or short positions in the shares or underlying shares of the Company which fall to be disclosed to the Company under Section 336 of the SFO:

Name of Shareholders	Capacity	Number of shares	Approximate percentage of issued share capital (%)
Long Positions			
Li & Fung (Distribution) Limited	Beneficial owner	130,962,364	40.58
Li & Fung (1937) Limited	Interest of controlled corporation	130,962,364	42.43
	Beneficial owner	5,970,007	
King Lun Holdings Limited	Interest of controlled corporation	136,932,371	42.43
HSBC Trustee (C.I.) Limited	Trustee	143,353,661	44.42
Commonwealth Bank of Australia	Interest of controlled corporation	25,998,000	8.05
Aberdeen Asset Management Plc and its associates (together "the Aberdeen Group") on behalf of accounts managed by the Aberdeen Group	Investment manager	23,230,000	7.19
JPMorgan Chase & Co.	(Note 1)	20,146,000	6.24
Brookside Capital Investors, L.P.	Interest of controlled corporation	15,473,000	4.79

#### **Other Information (continued)**

Name of Shareholders	Capacity	Number of shares	Approximate percentage of issued share capital (%)
Short Positions			
Li & Fung (1937) Limited	Beneficial owner	2,100,000 (Note 2)	0.65
King Lun Holdings Limited	Interest of controlled corporation	2,100,000 (Note 2)	0.65
HSBC Trustee (C.I.) Limited	Trustee	2,100,000 (Note 2)	0.65

Notes:

(1) The capacities of JPMorgan Chase & Co. in holding the 20,146,000 shares were, as to 10,628,000 as Investment Manager and as to 9,518,000 shares in the Lending Pool as custodian corporation/approved lending agent.

(2) This short position represents LF 1937's short position in 2,100,000 underlying shares which constituted unlisted physically settled equity derivatives pursuant to arrangement as described in the Directors' Interests and Short Positions in Shares, Underlying Shares and Debentures section stated above.

Save as disclosed above, the Company had not been notified of any interest or short position being held by any substantial shareholder in the shares or underlying shares of the Company as at 30 June 2010.

### Changes in Directors' Information

Below are the changes of directors' information since the 2009 Annual Report which are required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules:

Dr. Victor FUNG Kwok King, Chairman of the Company, retired as an independent non-executive director of CapitaLand Limited in Singapore on 16 April 2010. In public service, Dr. Fung became Honorary Chairman of the International Chamber of Commerce on 1 July 2010 following two years as its Chairman. He was also awarded the Grand Bauhinia Medal by the Hong Kong Government in 2010.

Dr. William FUNG Kwok Lun, a Non-executive Director of the Company, retired as a non-executive director of HSBC Holdings plc. on 28 May 2010.

Mr. John Estmond STRICKLAND, an Independent Non-executive Director of the Company, retired as the chairman and director of Hong Kong Cyberport Management Co Ltd on 5 June 2010.

#### Purchase, sale or redemption of the Company's listed shares

The Company has not redeemed any of its listed shares during the period. Neither the Company nor any of its subsidiaries has purchased or sold any of the Company's listed shares during the period.

#### Interim Dividend

The Board of Directors has declared an interim dividend of 9 HK cents (equivalent to 1.16 US cents) (2009: 14 HK cents (equivalent to 1.81 US cents)) in cash per share for the six months ended 30 June 2010, which will be payable to shareholders whose names appear on the Register of Members of the Company on 17 September 2010.

### **Closure of Register of Members**

The Register of Members will be closed from 10 September 2010 to 17 September 2010, both dates inclusive, during which period no transfer of shares will be registered. In order to qualify for the interim dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar, Tricor Abacus Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on 9 September 2010. Dividend warrants will be despatched to shareholders on or about 17 September 2010.

## **Condensed Consolidated Income Statement**

		Unaud Six months end	
	Note	2010 US\$'000	2009 US\$'000
Revenue Cost of sales	4	941,538 (689,786)	846,659 (627,273)
Gross profit Other income Distribution and logistics expenses Administrative expenses	5	251,752 _ (212,066) (30,349)	219,386 600 (181,967) (29,095)
Core operating profit Other gains, net	6 7	9,337 10,473	8,924 15,879
Operating profit Finance costs, net Share of results of associated companies	8 9	19,810 (2,517) 49	24,803 (1,973) 26
Profit before taxation Taxation	10	17,342 (4,313)	22,856 (3,849)
Profit for the period		13,029	19,007
Profit attributable to: Shareholders of the Company Non-controlling interests		12,430 599 13,029	18,460 547 19,007
Earnings per share for profit attributable to the shareholders of the Company during the period Basic Diluted	11	3.86 US cents 3.82 US cents	5.81 US cents 5.76 US cents
Interim dividend	12	3,758	5,778

## **Condensed Consolidated Statement of Comprehensive Income**

	Unauc Six months en	
	2010 US\$'000	2009 US\$'000
Profit for the period	13,029	19,007
Other comprehensive income Exchange differences Net asset revaluation gain	721	1,431 418
Total comprehensive income for the period	13,750	20,856
Total comprehensive income for the period attributable to: Shareholders of the Company Non-controlling interests	12,748 1,002	20,322 534
	13,750	20,856

## **Condensed Consolidated Statement of Financial Position**

ASSETS Non-current assets         13         89,733         91,165           Property, plant and equipment         13         116,673         107,043           Lease premium for land         3,426         6,557           Associated companies         192         144           Other non-current assets         14         11,318         10,775           Assets under defined benefit plans         275         259           Deferred tax assets         17         13,043         11,338           Current assets         17         13,043         11,338           Current assets         14         310,052         316,299           Taxation recoverable         487         422           Time deposits         14         310,052         316,299           Taxation recoverable         487         422           Time deposits         16,064         12,444           Bank balances and cash         88,947         88,485           Coll assets         896,523         882,512           EQUITY         232,113         129,592           Non-controlling interests         15         32,272         32,113           Reserves         132,146         129,592         129,592		Note	Unaudited 30 June 2010 US\$'000	Audited 31 December 2009 US\$'000
Non-Current assets         13         89,733         91,165           Property, plant and equipment         13         116,673         107,043           Lease premium for land         3,426         6,557           Associated companies         192         144           Other non-current assets         14         11,318         10,775           Assets under defined benefit plans         275         259           Deferred tax assets         17         13,043         11,338           Current assets         14         11,318         237,581           Inventories         246,313         237,581           Trade and other receivables         14         310,052         316,299           Taxation recoverable         487         422           Time deposits         16,064         12,444           Bank balances and cash         88,947         88,485           Courpany's shareholders         5hare capital         15         32,272           Share capital         15         32,272         32,113           Reserves         136,4418         161,705           Non-controlling interests         10,116         9,114	ASSETS			
Intangible assets       13       89,733       91,165         Property, plant and equipment       13       116,673       107,043         Lease premium for land       3,426       6,557         Associated companies       192       144         Other non-current assets       14       11,318       10,775         Assets under defined benefit plans       275       259         Deferred tax assets       17       13,043       11,338         Current assets       17       13,043       11,338         Current assets       14       310,052       316,299         Taxation recoverable       487       422         Time deposits       14       16,064       12,444         Bank balances and cash       88,947       88,485         Total assets       896,523       882,512         EQUITY       Share capital and reserves attributable to the       32,272       32,113         Reserves       15       32,272       32,113         Reserves       132,146       129,592         Non-controlling interests       164,418       161,705         Non-controlling interests       10,116       9,114				
Property, plant and equipment       13       116,673       107,043         Lease premium for land       3,426       6,557         Associated companies       192       144         Other non-current assets       14       11,318       10,775         Assets under defined benefit plans       275       259         Deferred tax assets       17       13,043       11,338         Current assets       17       13,043       11,338         Current assets       14       310,052       316,299         Taxation recoverable       14       310,052       316,299         Taxation recoverable       487       422         Time deposits       16,064       12,444         Bank balances and cash       88,947       88,485         Corpany's shareholders       896,523       882,512         EQUITY       32,272       32,113       Reserves         Share capital and reserves attributable to the Company's shareholders       15       32,272       32,113         Share capital       15       32,272       32,113       129,592         Non-controlling interests       164,418       161,705       129,592		13	89,733	91,165
Lease premium for land       3,426       6,557         Associated companies       192       144         Other non-current assets       14       11,318       10,775         Assets under defined benefit plans       275       259         Deferred tax assets       17       13,043       11,338         Current assets       17       13,043       11,338         Current assets       14       310,052       316,299         Taxation recoverable       487       422         Time deposits       16,064       12,444         Bank balances and cash       88,947       88,485         Corpany's shareholders       389,523       882,512         EQUITY       32,272       32,113         Reserves       15       32,272       32,113         Reserves       15       32,272       32,113         Reserves       164,418       161,705         Non-controlling interests       10,116       9,115	5	13		-
Associated companies       192       144         Other non-current assets       14       11,318       10,775         Assets under defined benefit plans       275       259         Deferred tax assets       17       13,043       11,338         Current assets       17       13,043       11,338         Inventories       246,313       237,581         Trade and other receivables       14       310,052       316,299         Taxation recoverable       487       4222         Time deposits       16,064       12,444         Bank balances and cash       88,947       88,485         Total assets       896,523       882,512         EQUITY       Share capital       15       32,272       32,113         Reserves       15       32,272       32,113       129,592         Non-controlling interests       164,418       161,705         Non-controlling interests       164,418       161,705				
Other non-current assets       14       11,318       10,775         Assets under defined benefit plans       275       259         Deferred tax assets       17       13,043       11,338         Current assets       234,660       227,281         Current assets       246,313       237,581         Inventories       246,313       237,581         Trade and other receivables       14       310,052       316,299         Taxation recoverable       487       4222         Time deposits       16,064       12,444         Bank balances and cash       88,947       88,485         Capital and reserves attributable to the       661,863       655,231         Company's shareholders       35       32,272       32,113         Reserves       15       32,272       32,113         Reserves       164,418       161,705         Non-controlling interests       10,116       9,114			192	144
Deferred tax assets       17       13,043       11,338         Current assets       234,660       227,281         Inventories       246,313       237,581         Trade and other receivables       14       310,052       316,299         Taxation recoverable       487       422         Time deposits       16,064       12,444         Bank balances and cash       88,947       88,485         Total assets       896,523       882,512         EQUITY       896,523       882,512         EQUITY       32,272       32,113         Reserves       15       32,272       32,113         Reserves       15       32,272       32,113         Non-controlling interests       164,418       161,705         Non-controlling interests       164,418       161,705	Other non-current assets	14	11,318	10,775
Current assets       234,660       227,281         Current assets       246,313       237,581         Inventories       246,313       237,581         Trade and other receivables       14       310,052       316,299         Taxation recoverable       487       422         Time deposits       16,064       12,444         Bank balances and cash       88,947       88,485         Total assets       661,863       655,231         Total assets       896,523       882,512         EQUITY       Capital and reserves attributable to the Company's shareholders Share capital       15       32,272       32,113         Reserves       15       32,272       32,113       129,592         Non-controlling interests       164,418       161,705       9,114	Assets under defined benefit plans		275	259
Current assets       246,313       237,581         Inventories       14       310,052       316,299         Taxation recoverable       487       422         Time deposits       16,064       12,444         Bank balances and cash       88,947       88,485         Total assets       896,523       882,512         EQUITY       896,523       882,512         Company's shareholders       5       32,272         Share capital       15       32,272       32,113         Reserves       164,418       161,705       129,592         Non-controlling interests       164,418       161,705       9,114	Deferred tax assets	17	13,043	11,338
Inventories246,313237,581Trade and other receivables14310,052316,299Taxation recoverable487422Time deposits16,06412,444Bank balances and cash88,94788,485661,863655,231Total assets896,523882,512EQUITYCapital and reserves attributable to the Company's shareholders Share capital1532,27232,113Reserves1532,27232,113129,592Non-controlling interests164,418161,7059,114			234,660	227,281
Trade and other receivables14 <b>310,052</b> 316,299Taxation recoverable <b>487</b> 422Time deposits <b>16,064</b> 12,444Bank balances and cash <b>88,947</b> 88,485Total assets <b>661,863</b> 655,231 <b>EQUITY</b> Capital and reserves attributable to the Company's shareholders Share capital Reserves <b>896,523882,512</b> Non-controlling interests15 <b>32,272</b> <b>164,418</b> 32,113 129,592	Current assets			
Taxation recoverable Time deposits Bank balances and cash48742216,06412,44488,94788,94788,94788,947661,863655,231Total assets896,523EQUITY Capital and reserves attributable to the Company's shareholders Share capital Reserves1532,27232,113Reserves15132,146161,705Non-controlling interests9,114	Inventories		246,313	237,581
Time deposits Bank balances and cash12,444 88,945Bank balances and cash12,444 88,945Image: constant of the serves attributable to the Company's shareholders Share capital Reserves661,863Share capital Reserves1532,272 32,113 122,592Non-controlling interests164,418 9,114161,705 9,114	Trade and other receivables	14	310,052	316,299
Bank balances and cash88,94788,485Bank balances and cash661,863655,231Total assets896,523882,512EQUITY Capital and reserves attributable to the Company's shareholders Share capital Reserves1532,272 132,146Non-controlling interests164,418 9,114161,705 9,114	Taxation recoverable		487	422
Image: constraint of the second sec	Time deposits		16,064	12,444
Total assets896,523882,512EQUITY Capital and reserves attributable to the Company's shareholders Share capital Reserves32,27232,113Reserves1532,27232,113Non-controlling interests164,418161,705Non-controlling interests9,114	Bank balances and cash		88,947	88,485
EQUITY Capital and reserves attributable to the Company's shareholders Share capital Reserves1532,27232,113Reserves1532,2146129,592Non-controlling interests164,418161,7050000			661,863	655,231
Capital and reserves attributable to the Company's shareholders Share capital Reserves1532,27232,113132,146129,592Non-controlling interests164,418161,7059,1149,114	Total assets		896,523	882,512
Company's shareholders Share capital Reserves1532,27232,113132,146129,592Non-controlling interests164,418161,7059,1149,114	EQUITY			
Share capital Reserves         15         32,272         32,113           Non-controlling interests         164,418         161,705           0,114         9,114         9,114	Capital and reserves attributable to the			
Reserves         132,146         129,592           Non-controlling interests         164,418         161,705           9,114         9,114	Company's shareholders			
164,418         161,705           Non-controlling interests         10,116         9,114	Share capital	15	32,272	32,113
Non-controlling interests 9,114	Reserves		132,146	129,592
			164,418	161,705
Total equity 170,819	Non-controlling interests		10,116	9,114
	Total equity		174,534	170,819

#### **Condensed Consolidated Statement of Financial Position (continued)**

		Unaudited	Audited
		30 June	31 December
		2010	2009
	Note	US\$'000	US\$'000
LIABILITIES			
Non-current liabilities			
Bank loans	16	115,515	109,183
Obligations under finance leases	16	1,446	2,271
Liabilities under defined benefit plans		5,496	5,589
Other non-current liabilities	18	5,776	7,747
Deferred tax liabilities	17	4,080	4,047
		132,313	128,837
Current liabilities			
Trade and other payables	18	485,704	513,234
Bank loans and other borrowings	16	97,276	61,859
Taxation payable		6,696	7,763
		589,676	582,856
Total liabilities		721,989	711,693
Total equity and liabilities		896,523	882,512
Net current assets		72,187	72,375
Total assets less current liabilities		306,847	299,656

## **Condensed Consolidated Statement of Changes in Equity**

					Unaudi	ted				
	Share capital (note 15) US\$'000	Share premium US\$'000	Employee share-based compensation reserve US\$'000	Merger reserve US\$'000	Revaluation reserve US\$'000	Exchange reserve US\$'000	Retained earnings US\$'000	<b>Total</b> US\$'000	Non- controlling interests US\$'000	<b>Total</b> equity US\$'000
At 1 January 2009	31,749	26,890	4,953	16,617	-	6,099	48,766	135,074	7,099	142,173
Profit for the period Exchange differences Increase in fair value of previously held interest upon step	-	-	-	-	-	- 1,444	18,460 -	18,460 1,444	547 (13)	19,007 1,431
acquisition to a subsidiary	-	-	-	-	418	-	-	418	-	418
Total comprehensive income for the period	-	-	-	-	418	1,444	18,460	20,322	534	20,856
2008 final dividend paid Employee share option benefits	-	-	-	-	-	-	(9,029)	(9,029)	-	(9,029)
<ul> <li>cost of employee services</li> <li>proceeds from shares issued</li> <li>transfer to share premium</li> </ul>	- 194 -	- 1,197 271	1,294 - (271)	-	-	-	-	1,294 1,391 -	-	1,294 1,391
Step acquisition to a subsidiary	-	-	(271)	-	-	-	-	-	2,180	2,180
At 30 June 2009	31,943	28,358	5,976	16,617	418	7,543	58,197	149,052	9,813	158,865
At 1 January 2010	32,113	29,922	6,984	16,578	418	10,069	65,621	161,705	9,114	170,819
Profit for the period Exchange differences	-	-	-	-	-	- 318	12,430 -	12,430 318	599 403	13,029 721
Total comprehensive income for the period	-	-	-	-	-	318	12,430	12,748	1,002	13,750
2009 final dividend paid Employee share option benefits	-	-	-	-	-	-	(12,448)	(12,448)	-	(12,448)
<ul> <li>cost of employee services</li> <li>proceeds from shares issued</li> <li>transfer to share premium</li> </ul>	- 159 -	- 1,228 296	1,026 - (296)	-	- -		- - -	1,026 1,387 -	- -	1,026 1,387 -
At 30 June 2010	32,272	31,446	7,714	16,578	418	10,387	65,603	164,418	10,116	174,534

## **Condensed Consolidated Statement of Cash Flows**

		Unaud Six months en	
	Note	2010 US\$'000	2009 US\$'000
Cash flow from operating activities Cash used in operations Interest received Interest paid Net overseas tax paid	19	(19,338) 750 (3,222) (7,458)	(11,906) 918 (2,891) (4,645)
Net cash used in operating activities		(29,268)	(18,524)
Cash flows from investing activities Net decrease in time deposits Purchase of property, plant and equipment Purchase of intangible assets Sale of plant and equipment Acquisition of subsidiaries Proceeds from disposal/partial divestment of an associated company Settlement of consideration payable for acquisition of subsidiaries/business Proceeds from sales of properties		114 (19,916) (1,232) 1,174 – 10,280 (633) 11,721	_ (10,335) (1,223) 40 (2,158) 19,826 (9,500) _
Net cash generated from/(used in) investing activities		1,508	(3,350)
Net cash used before financing activities		(27,760)	(21,874)
Cash flows from financing activities Dividends paid Capital element of finance lease payments Net proceeds from issue of shares New loans raised Repayment of loans		(12,448) (653) 1,387 58,336 (21,751)	(9,029) (680) 1,391 27,974 (8,398)
Net cash generated from financing activities		24,871	11,258
Decrease in cash and cash equivalents Cash and cash equivalents at beginning of period Effect of foreign exchange rate changes		(2,889) 87,763 2,289	(10,616) 92,203 (1,535)
Cash and cash equivalents at the end of period		87,163	80,052
Analysis of balances of cash and cash equivalents: Bank balances and cash Deposits with maturity less than three months Bank overdrafts		88,947 16,064 (17,848)	57,942 34,994 (12,884)
		87,163	80,052

## **Notes to Condensed Consolidated Financial Information**

#### 1 General information

The Company is a limited liability company incorporated in Bermuda and its shares are listed on The Stock Exchange of Hong Kong Limited. The address of its registered office and other corporate information are set out on page 2 of the interim report.

### 2 Basis of preparation

This unaudited condensed consolidated financial information has been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34: Interim Financial Reporting, issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA").

This unaudited condensed consolidated financial information should be read in conjunction with the 2009 annual financial statements.

This interim financial information has been prepared in accordance with those Hong Kong Financial Reporting Standards ("HKFRSs") issued and effective as at the time of preparing this interim financial information.

### 3 Accounting policies

The accounting policies and methods of computation used in the preparation of this condensed consolidated financial information is consistent with those used in the annual financial statements for the year ended 31 December 2009, except that the following new standards and amendments to standards, which are relevant to the Group, have been adopted for financial year ending 31 December 2010.

HKAS 27 (Revised)	Consolidated and Separate Financial Statements
HKFRS 2 (Amendment)	Share-based Payment
HKFRS 3 (Revised)	Business Combinations
HKFRSs (Amendments)	Improvements to HKFRS 2008 and 2009

The adoption of HKAS 27 (Revised), HKFRS 2 (Amendment), HKFRS 3 (Revised) and HKFRSs (Amendments) has no significant impact on the Group's financial statements.

### 3 Accounting policies (continued)

The following amendments to standards, which are relevant to the Group, have been issued but are not effective for 2010 and have not been early adopted by the Group. Management is currently assessing the impact of these amendments on the Group's financial statements.

HKAS 24 (Revised)	Related Party Disclosures
HKFRS 9	Financial Instruments
HKFRSs (Amendments)	Improvements to HKFRS 2010

### 4 Revenue and segment information

(a) The Group is principally engaged in the provision of logistics services, the distribution of fast moving consumer goods and healthcare products, and manufacturing. Revenues recognized during the period are as follows:

	Unaudited Six months ended 30 June			
	<b>2010</b> 2009 <b>US\$'000</b> US\$'000			
Sales of goods Rendering of services	759,446 182,092	692,037 154,622		
Revenue	941,538	846,659		

(b) The Group operates in the following geographical areas:

Greater China	-	Hong Kong, China and Taiwan
ASEAN	_	the Philippines, Singapore, Malaysia, Thailand, Indonesia, Brunei and others
USA	-	the United States of America
UK	_	United Kingdom

	Unaudited							
Six months ended 30 June 2010	Greater China US\$'000	ASEAN US\$'000	USA US\$'000	UK US\$'000	Total US\$'000	Unallocated (note) US\$'000	Elimination US\$'000	Group total US\$'000
Revenue Cost of sales	441,470 (326,513)	451,489 (357,223)	28,240 (5,845)	24,425 (4,291)	945,624 (693,872)	- -	(4,086) 4,086	941,538 (689,786)
Gross profit Expenses	114,957 (99,555)	94,266 (80,128)	22,395 (32,739)	20,134 (20,889)	251,752 (233,311)	- (9,104)	-	251,752 (242,415)
Core operating profit Other gains	15,402 451	14,138 -	(10,344) –	(755) –	18,441 451	(9,104) 10,022		9,337 10,473
Segment results	15,853	14,138	(10,344)	(755)	18,892	918		19,810
Share of results of associated companies Finance costs, net		49			49			49 (2,517)
Profit before taxation Taxation							·	17,342 (4,313)
Profit for the period								13,029
Depreciation and amortization	3,614	4,622	1,340	889	10,465	1,173		11,638
Capital expenditure	1,593	8,661	6,617	1,107	17,978	4,378		22,356

### 4 Revenue and segment information (continued)

Note: Unallocated mainly includes corporate costs, common information technology costs and land and buildings which cannot be meaningfully allocated to the geographical segments.

### 4 Revenue and segment information (continued)

				Una	audited			
	Greater					Unallocated		Group
Six months ended 30 June 2009	China	ASEAN	USA	UK	Total	(note)	Elimination	total
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
Revenue	397,290	402,583	28,015	19,122	847,010	-	(351)	846,659
Cost of sales	(300,549)	(325,335)	-	(1,740)	(627,624)	-	351	(627,273)
Gross profit	96,741	77,248	28,015	17,382	219,386	-	-	219,386
Expenses, net	(85,153)	(64,637)	(34,485)	(19,168)	(203,443)	(7,019)		(210,462)
Core operating profit	11,588	12,611	(6,470)	(1,786)	15,943	(7,019)		8,924
Other gains, net	-	-	-	-	-	15,879		15,879
Segment results	11,588	12,611	(6,470)	(1,786)	15,943	8,860		24,803
Share of results of associated								
companies		26			26			26
Finance costs, net								(1,973)
Profit before taxation								22,856
Taxation								(3,849)
Profit for the period								19,007
Depreciation and amortization	3,134	3,289	1,065	861	8,349	1,190		9,539
Capital expenditure	5,533	3,280	1,108	633	10,554	1,030		11,584
Capital expenditure arising from								
acquisition of subsidiaries	-	2,609	-	-	2,609	-		2,609

Note: Unallocated mainly includes corporate costs, common information technology costs and land and buildings which cannot be meaningfully allocated to the geographical segments.

### 4 Revenue and segment information (continued)

	Unaudited							
	Greater					Unallocated	Group	
At 30 June 2010	China	ASEAN	USA	UK	Total	(note)	total	
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	
Non-current segment assets	34,826	76,593	56,017	30,393	197,829	36,831	234,660	
Associated companies	-	192	-	-	192	-	192	
Total assets	380,395	350,452	73,952	51,849	856,648	39,875	896,523	
Total liabilities	314,687	223,416	37,332	30,609	606,044	115,945	721,989	

		Audited							
	Greater					Unallocated			
At 31 December 2009	China	ASEAN	USA	UK	Total	(note)	Group total		
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000		
Non-current segment assets	40,576	71,221	50,814	32,337	194,948	32,333	227,281		
Associated companies	-	144	-	-	144	-	144		
Total assets	374,149	355,041	67,384	50,622	847,196	35,316	882,512		
Total liabilities	311,484	236,893	36,613	36,657	621,647	90,046	711,693		

Note: Unallocated mainly includes corporate, common information technology and other assets which cannot be meaningfully allocated to the geographical segments.
	Unaudited					
	Revenue Six months ended 30 June		Segment Six months er		Capital expenditure Six months ended 30 June	
	2010 US\$'000	2009 US\$'000	2010 US\$'000	2009 US\$'000	2010 US\$'000	2009 US\$'000
Logistics Distribution Manufacturing Unallocated (note)	175,930 660,945 114,269 –	149,655 616,717 87,662 –	(3,790) 15,559 6,672 (9,104)	(279) 12,440 3,782 (7,019)	11,017 2,185 4,775 4,379	3,606 7,401 2,151 1,035
Less: Inter-segment elimination	951,144 (9,606)	854,034 (7,375)	9,337	8,924	22,356	14,193
	941,538	846,659				
Other gains, net			10,473	15,879		
Operating profit			19,810	24,803		

## 4 Revenue and segment information (continued)

	Segment assets	
	Unaudited	Audited
	30 June	31 December
	2010	2009
	US\$'000	US\$'000
Logistics	241,680	235,173
Distribution	513,101	510,377
Manufacturing	85,210	76,866
Unallocated (note)	56,532	60,096
	896,523	882,512

Note: Unallocated mainly includes corporate costs, common information technology costs and land and buildings which cannot be meaningfully allocated to the business segments.

## 5 Other income

There was no other income for the period. In 2009, other income represented dividend income received.

#### 6 Core operating profit

Core operating profit is the recurring profit generated from the Group's business which comprises profit before interest income, finance costs and tax, and excludes material gain or loss which are of capital nature or non-recurring nature (such as gain or loss on disposal or impairment provision of fixed assets or other assets).

#### 7 Other gains, net

	Unaudited Six months ended 30 June		
	2010 US\$'000	2009 US\$'000	
Gain on disposal/partial divestment of an associated company	8,500	16,345	
Exchange gain on liquidation of a subsidiary	1,522	-	
Gain on disposal of property	451	-	
Gain on acquisition of additional interest in a subsidiary	-	34	
Other expenses	-	(500)	
Other gains, net	10,473	15,879	

### 8 Operating profit

Operating profit is stated after charging/(crediting) the following:

	Unaudited Six months ended 30 June		
	2010 2009 US\$'000 US\$'000		
Depreciation of			
Owned property, plant and equipment	9,363	7,542	
Leased property, plant and equipment	260	212	
Amortization of intangible assets	1,942	1,718	
Amortization of prepaid operating lease payment	73	67	
(Reversal of provision)/provision for impairment losses on trade			
receivables	(390)	59	
Provision for obsolete inventories	95	986	
(Gain)/loss on disposal of plant and equipment	(68)	38	
Costs of inventories sold	665,733	620,563	
Exchange gain	(327)	(106)	

#### 9 Finance costs, net

	Unaudited Six months ended 30 June	
	2010 US\$'000	2009 US\$'000
Interest expense on bank loans and overdrafts Interest expense on finance leases Imputed interest on non-current payables	3,107 115 45	2,770 121 –
Interest income from bank deposits	3,267 (750)	2,891 (918)
Finance costs, net	2,517	1,973

The Group operates cash pooling arrangements in several countries to optimize the net finance cost on gross cash and borrowings by different subsidiaries in the same country. A substantial portion of the interest income and expense stated above relates to such cash pooling arrangements. Accordingly, the finance cost is presented as interest expense net of interest income.

#### 10 Taxation

Hong Kong profits tax has been provided for at the rate of 16.5% on the estimated assessable profits for the period. Taxation on overseas profits has been calculated on the estimated assessable profits for the period at the rates of taxation prevailing in the countries in which the Group operates.

The amount of taxation charged/(credited) to the condensed consolidated income statement for the period represents:

	Unaudited Six months ended 30 June		
	2010 US\$'000	2009 US\$'000	
Current taxation:			
– Hong Kong profits tax	16	50	
– Overseas taxation	6,274	4,037	
	6,290	4,087	
Deferred taxation:			
– Deferred tax assets	(1,520)	2,581	
– Deferred tax liabilities	(457)	(2,819)	
	(1,977)	(238)	
Taxation	4,313	3,849	

### 11 Earnings per share

#### Basic

Basic earnings per share is calculated by dividing the profit attributable to shareholders of the Company by the weighted average number of ordinary shares in issue during the period.

		Unaudited Six months ended 30 June	
_		2010	2009
,	Profit attributable to shareholders of the Company (US\$'000) Weighted average number of ordinary shares in issue (thousands) Basic earnings per share (US cents per share)	12,430 321,643 3.86	18,460 317,703 5.81

## 11 Earnings per share (continued)

#### Diluted

Diluted earnings per share is calculated based on the weighted average number of 321,643,000 (2009: 317,703,000) shares in issue during the period plus weighted average number of shares deemed to have been issued at no consideration as set out below:

	Unaudited					
		Six months ended 30 June				
	Options	2010 Consideration (note)	Total HK\$	Options	2009 Consideration (note)	Total HK\$
Weighted average dilutive share options outstanding during the period Granted on 14 December 2004						
– vested portion Granted on 16 December 2005	1,128,000	at HK\$4.825	5,442,600	3,784,333	at HK\$4.825	18,259,408
- vested portion Granted on 14 November 2008	2,123,833	at HK\$8.6	18,264,964	3,450,218	at HK\$8.6	29,671,876
<ul><li>vested portion</li><li>unvested portion</li></ul>	2,685,006 2,117,994	at HK\$6.64 at HK\$7.98	17,828,439 16,910,115	1,087,105 3,913,395	at HK\$6.64 at HK\$7.97	7,218,379 31,191,596
Total (a)	8,054,833		58,446,118	12,235,051		86,341,259
Equivalent number of shares at the weighted average market price during the period (b) Discount (b) – (a)	8,054,833	at HK\$13.10	105,518,312 47,072,194	12,235,051	at HK\$9.41	115,131,835 28,790,576
Equivalent number of shares deemed to have been issued at no consideration			3,593,297			3,059,572

Note: In addition to the exercise price of share options, included in the consideration for the unvested portion is the fair value of unvested share options.

	Unaudited Six months ended 30 June		
	2010	2009	
Profit attributable to shareholders of the Company (US\$'000) Weighted average number of ordinary shares in issue (thousands) Adjustments for share options (thousands)	12,430 321,643 3,593	18,460 317,703 3,060	
Weighted average number of ordinary shares for diluted earnings per share (thousands) Diluted earnings per share (US cents per share)	325,236 3.82	320,763 5.76	

# 12 Interim dividend

	Unaudited Six months ended 30 June	
	2010 US\$'000	2009 US\$'000
Interim dividend – declared after the end of reporting period of 9 HK cents (equivalent to 1.16 US cents) (2009: 14 HK cents (equivalent to 1.81 US cents)) per share	3,758	5,778

At a meeting held on 12 August 2010, the directors declared an interim dividend of 9 HK cents (equivalent to 1.16 US cents) per share. The declared dividend is not reflected as a dividend payable in this condensed financial information, but will be reflected as an appropriation of reserve for the year ending 31 December 2010.

#### 13 Intangible assets and property, plant and equipment

	Goodwill US\$'000	Customer base and other acquired intangibles US\$'000	Software costs US\$'000	Total intangible assets US\$'000	Property, plant and equipment US\$'000
Net book value at 1 January 2010	66,156	7,306	17,703	91,165	107,043
Additions	-	1,208	1,232	2,440	19,916
Disposals	-	-	-	-	(1,892)
Amortization/depreciation charge	-	(370)	(1,572)	(1,942)	(9,623)
Adjustments on contingent					
consideration	(610)	-	-	(610)	-
Exchange difference	(1,243)	(51)	(26)	(1,320)	1,229
Net book value at 30 June 2010	64,303	8,093	17,337	89,733	116,673

Software costs mainly include internally generated capitalized software development and other costs.

#### 13 Intangible assets and property, plant and equipment (continued)

A segment-level summary of the goodwill allocation is presented below:

	Unaudited	Audited
	30 June	31 December
	2010	2009
	US\$'000	US\$'000
Greater China	8,280	8,310
ASEAN	1,762	1,634
USA	31,736	31,736
UK	17,069	18,294
Others	5,456	6,182
	64,303	66,156

# 14 Trade and other receivables

	Unaudited	Audited
	30 June	31 December
	2010	2009
	US\$'000	US\$'000
Trade receivables	235,681	240,404
Less: provision for impairment of receivables	(3,616)	(4,896)
Trade receivables, net (note (a))	232,065	235,508
Other receivables, prepayments, and deposits	80,024	70,845
Due from related companies (note (b) & note 22)	9,281	11,884
Proceeds receivable on disposal of properties	-	7,082
Asset held for sale (Investment in an associated company)	-	1,755
	321,370	327,074
Less: non-current portion: prepayments and deposits	(11,318)	(10,775)
	310,052	316,299

## 14 Trade and other receivables (continued)

Notes:

(a) The Group normally grants credit terms to its customers ranging from 30 to 90 days. In certain circumstances, longer credit terms are given based on negotiated contract terms. At period/year end, the aging analysis of the Group's trade receivables based on due date was as follows:

	Unaudited 30 June 2010 US\$'000	Audited 31 December 2009 US\$'000
Current	163,852	175,415
Less than 90 days	59,399	55,058
91–180 days	7,031	3,623
181–360 days	1,459	1,142
Over 360 days	324	270
	232,065	235,508

The Group has written back US\$390,000 (2009: US\$59,000 loss) for the impairment of its trade receivables during the six months ended 30 June 2010. The write back has been included in distribution and logistics expenses in the condensed consolidated income statement.

(b) The amounts due from related companies are trade in nature. The trade balances were aged less than 90 days and the credit terms granted to related companies were no more favorable than those granted to other third party customers.

## 15 Share capital and options

	Number of shares (in thousand)	US\$'000
Authorized: At 1 January 2010 and 30 June 2010, ordinary shares of US\$0.1 each	1,000,000	100,000
Issued and fully paid: At 1 January 2010, ordinary shares of US\$0.1 each Exercise of share options	321,131 1,589	32,113 159
At 30 June 2010, ordinary shares of US\$0.1 each	322,720	32,272

## 15 Share capital and options (continued)

#### Share options

Details of the share option scheme are set out in the 2009 annual report. Movements in the number of share options outstanding and the exercise prices are as follows:

	30 June 201031 DecembraAverageAverageexercise priceShareHK\$ per shareoptions		Average exercise price Share		er 2009 Share options
At 1 January	14.823	25,281,500	13.999	25,091,000	
Granted	-	-	12.776	5,115,000	
Exercised	4.825	(763,000)	4.825	(2,474,000)	
Exercised	8.600	(826,000)	8.600	(1,169,500)	
Lapsed	4.825	(29,000)	4.825	(12,000)	
Lapsed	8.600	-	8.600	(201,000)	
Lapsed	15.100	(120,000)	15.100	(600,000)	
Lapsed	25.550	(111,000)	25.550	(312,000)	
Lapsed	6.640	(132,000)	6.640	(156,000)	
Lapsed	12.776	(75,000)	-		
At 30 June/31 December	15.386	23,225,500	14.823	25,281,500	

Out of 23,225,500 outstanding options (2009: 25,281,500 options), 7,304,500 options were exercisable at 30 June 2010 (2009: 3,732,500 options). Subsequently, 1,635,000 shares have been allotted and issued under the Share Option Scheme up to 12 August 2010.

# 15 Share capital and options (continued)

#### Share options (continued)

Share options outstanding at the end of the period/year have the following expiry dates and exercise prices:

		Share options		
Expiry date	Exercise price HK\$ per share	30 June 2010	31 December 2009	
	nka per share	2010	2009	
31 December 2010	4.825	726,000	1,518,000	
31 December 2010	8.600	619,500	804,500	
31 December 2011	8.600	823,000	1,464,000	
31 December 2010	15.100	1,370,000	1,410,000	
31 December 2011	15.100	1,370,000	1,410,000	
31 December 2012	15.100	1,370,000	1,410,000	
31 December 2011	25.550	2,396,000	2,433,000	
31 December 2012	25.550	2,396,000	2,433,000	
31 December 2013	25.550	2,396,000	2,433,000	
31 December 2012	6.640	1,573,000	1,617,000	
31 December 2013	6.640	1,573,000	1,617,000	
31 December 2014	6.640	1,573,000	1,617,000	
31 December 2013	12.776	1,680,000	1,705,000	
31 December 2014	12.776	1,680,000	1,705,000	
31 December 2015	12.776	1,680,000	1,705,000	
		23,225,500	25,281,500	

#### 16 Bank loans and other borrowings

As at period/year end, bank loans, bank overdrafts and other borrowings were repayable as follows:

	Unaudited 30 June 2010 US\$'000	Audited 31 December 2009 US\$'000
On demand and within one year		
Secured bank overdrafts	-	126
Unsecured bank overdrafts	17,848	12,926
Secured bank loan	3,251	2,532
Unsecured bank loans	74,771	44,873
Obligations under finance leases	1,406	1,402
	97,276	61,859
In the second to fifth year		
Secured bank loans	1,412	1,360
Unsecured bank loans	114,103	107,823
In the second to fifth year, by instalments		
Obligations under finance leases	1,446	2,271
	214,237	173,313

## 17 Deferred taxation

Deferred taxation is calculated in full on temporary differences under the liability method.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes relate to the same fiscal authority.

# 18 Trade and other payables

	Unaudited	Audited
	30 June	31 December
	2010	2009
	US\$'000	US\$'000
Trade payables (note (a))	364,654	378,456
Other payables and accruals	125,243	140,323
Obligations on pension – defined contribution plans	1,052	1,293
Due to related companies (note (b) & note 22)	531	909
	491,480	520,981
Less: non-current portion: other payables and accruals	(5,776)	(7,747)
	485,704	513,234

Notes:

(a) The aging analysis of the Group's trade payables was as follows:

	Unaudited 30 June 2010 US\$'000	Audited 31 December 2009 US\$'000
Less than 90 days	316,781	311,480
91–180 days	44,502	63,209
181–360 days	2,617	2,621
Over 360 days	754	1,146
	364,654	378,456

(b) The amounts due to related companies are trade in nature. The trade balances were aged less than 90 days and the credit terms granted by related companies were no more favorable than those granted by other third party suppliers.

# 19 Notes to the condensed consolidated statement of cash flows *Cash used in operations:*

	Unaudited	
	Six months ended 30 June	
	2010	2009
	US\$'000	US\$'000
Operating profit	19,810	24,803
Amortization of intangible assets	1,942	1,718
Depreciation charge	9,623	7,754
Amortization of prepaid operating lease payments	73	67
Gain on disposal of property	(451)	-
(Gain)/loss on disposal of plant and equipment	(68)	38
Gain on disposal/partial divestment of an associated company	(8,500)	(16,345)
Exchange gain on liquidation of a subsidiary	(1,522)	-
Gain on acquisition	-	(34)
Share option expenses	1,026	1,294
Operating profit before working capital changes	21,933	19,295
(Increase)/decrease in inventories	(8,647)	12,499
Increase in trade and other receivables	(3,643)	(802)
Decrease in trade and other payables	(28,981)	(42,898)
Net cash used in operations	(19,338)	(11,906)

#### 20 Contingent liabilities

#### (a) Bank guarantees

The Group has counter guaranteed the following outstanding bank guarantees issued by banks for normal operations:

	Unaudited 30 June 2010 US\$'000	Audited 31 December 2009 US\$'000
For purchase of goods in favor of suppliers	27,705	23,669
For rental payment in favor of the landlords	11,772	10,582
As security in favor of local tax and customs authorities		
in accordance with local regulations	8,711	7,616
Performance bonds and others	2,533	1,570
	50,721	43,437

(b) The Company and two of its subsidiaries, IDS USA Inc. and IDS Group Limited, have been included as defendants in certain civil claims in the USA. The management of the Group has reviewed the facts and circumstances and is of the view that the likelihood of the Company and its subsidiaries suffering material loss is low.

## 21 Commitments

#### (a) Capital commitments in respect of:

	Unaudited 30 June 2010 US\$'000	Audited 31 December 2009 US\$'000
Property, plant and equipment		
Contracted but not provided for	3,964	1,971
Authorized but not contracted for	428	9,492
Intangible assets		
Contracted but not provided for	1,403	444
Authorized but not contracted for	46	248
	5,841	12,155

#### (b) Commitments under operating leases

The Group had future aggregate minimum lease payments under non-cancellable operating leases as follows:

	Buildings		Oth	ers
	Unaudited	Audited	Unaudited	Audited
	30 June	31 December	30 June	31 December
	2010	2009	2010	2009
	US\$'000	US\$'000	US\$'000	US\$'000
No later than one year	56,231	55,934	1,839	2,166
Later than one year and				
no later than five years	169,234	176,695	1,692	1,647
Later than five years	65,797	69,609	-	49
	291,262	302,238	3,531	3,862

## 22 Significant related party transactions

		Unaudited Six months ended 30 June	
	2010 US\$'000	2009 US\$'000	
Income from provision of shipping, handling and other logistics services	12,044	9,472	
Income from distribution and sales of goods	971	815	
Rental received from	301	637	
Rental paid to	2,853	2,290	
Purchase of bedding related products	-	1,179	

Related party transactions mainly comprised of the provision of shipping, handling and other logistics services to Li & Fung Limited, subsidiaries of Li & Fung (1937) Limited ("LF 1937") and companies controlled by LF 1937.

The recurring related party transactions were conducted in the normal course of business and on an arm's length basis.

Save as disclosed above and the directors' compensation, the Group had no material related party transactions during the period.

# 22 Significant related party transactions (continued) Related party balances

		Unaudited 30 June	Audited 31 December
	Note	2010 US\$'000	2009 US\$'000
Due from – related parties – associated companies	(a)	9,281 _	11,804 80
Due to – related parties	(b)	531	909

Notes:

# 23 Approval of condensed consolidated financial information

The condensed consolidated financial information was approved for issue by the Board of Directors on 12 August 2010.

<sup>(</sup>a) Period-end balances mainly arose from sales/services/recharge of administrative expense. The balances are unsecured, interest-free and with terms no more favorable than those granted to third parties.

<sup>(</sup>b) Period-end balances arose from purchase/recharge of administrative expense. The balances were unsecured, interest free and with terms no more favorable than those granted to third parties.

# **Information for Investors**

#### Listing Information

Listing: Hong Kong Stock Exchange Stock code: 2387

#### **Key Dates**

12 August 2010 Announcement of 2010 Interim Results

9 September 2010 Last day to register for 2010 Interim Dividend

10 September 2010 to 17 September 2010 (both dates inclusive) Closure of Register of Members

17 September 2010 Proposed Payment of 2010 Interim Dividend

#### Share Registrar & Transfer Offices

Principal: Butterfield Fulcrum Group (Bermuda) Limited Rosebank Centre 11 Bermudiana Road Pembroke HM 08 Bermuda

Hong Kong Branch: Tricor Abacus Limited 26th Floor, Tesbury Centre 28 Queen's Road East Wanchai Hong Kong

#### **Share Information**

Board lot size:1,000 shares

Shares outstanding as at 30 June 2010: 322,719,500 shares

Market Capitalization as at 30 June 2010: HK\$4,376,076,420

Earnings per share (equivalent to) for 2010 Interim 30 HK cents

Dividend per share for 2010 Interim 9 HK cents

#### **Enquiries Contact**

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