

computer  technologies

Computer And Technologies Holdings Limited

科 聯 系 統 集 團 有 限 公 司

(Stock Code 股份代號: 00046)

Interim Report 2013
二零一三年中期報告



Contents

目錄

- 2** Corporate Information
公司資料
- 4** Chairman's Statement
主席報告
- 13** Condensed Consolidated Income Statement
簡明綜合收益表
- 14** Condensed Consolidated Statement of Comprehensive Income
簡明綜合全面收益表
- 15** Condensed Consolidated Statement of Financial Position
簡明綜合財務狀況表
- 16** Condensed Consolidated Statement of Changes in Equity
簡明綜合權益變動表
- 17** Condensed Consolidated Statement of Cash Flows
簡明綜合現金流量表
- 18** Notes to Condensed Consolidated Interim Financial Information
簡明綜合中期財務資料附註
- 46** Other Information
其他資料



Corporate Information

公司資料



EXECUTIVE DIRECTORS

Ng Cheung Shing (*Chairman*)
Leung King San, Sunny
Yan King Shun

執行董事

吳長勝(主席)
梁景新
任景信

NON-EXECUTIVE DIRECTORS

Ha Shu Tong
Lee Kwok On, Matthew
Ting Leung Huel, Stephen

非執行董事

夏樹棠
李國安
丁良輝

COMPANY SECRETARY

Ng Kwok Keung

公司秘書

吳國強

AUDITORS

Ernst & Young
Certified Public Accountants
22nd Floor, CITIC Tower
1 Tim Mei Avenue
Central
Hong Kong

核數師

安永會計師事務所
執業會計師
香港
中環
添美道1號
中信大廈22樓

PRINCIPAL BANKER

The Hongkong and Shanghai Banking Corporation Limited
1 Queen's Road Central
Central
Hong Kong

主要往來銀行

香港上海滙豐銀行有限公司
香港
中環
皇后大道中1號

REGISTRATION OFFICE

Clarendon House
2 Church Street
Hamilton HM11
Bermuda

註冊辦事處

Clarendon House
2 Church Street
Hamilton HM11
Bermuda



Corporate Information (continued)
公司資料(續)

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS

30th Floor, Prosperity Millennia Plaza
663 King's Road
North Point
Hong Kong

總辦事處及主要營業地點

香港
北角
英皇道663號
泓富產業千禧廣場30樓

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

HSBC Securities Services (Bermuda) Limited
6 Front Street
Hamilton HM11
Bermuda

主要股份過戶登記處

HSBC Securities Services (Bermuda) Limited
6 Front Street
Hamilton HM11
Bermuda

**HONG KONG BRANCH SHARE REGISTRAR
AND TRANSFER OFFICE**

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

股份過戶登記處香港分處

卓佳登捷時有限公司
香港
灣仔
皇后大道東28號
金鐘匯中心26樓

WEBSITE

www.ctil.com

網站

www.ctil.com

Chairman's Statement

主席報告

Dear Shareholders,

OVERVIEW

On behalf of the board of directors (the "Board") of Computer And Technologies Holdings Limited (the "Company"), I am glad to present the unaudited interim results of the Company and its subsidiaries (collectively the "Group") for the six-month ended 30 June 2013. The Group's consolidated net profit attributable to shareholders for the reporting period increased by 2.8% to HK\$21.9 million (2012: HK\$21.3 million). The basic earnings per share, after taken into account of the repurchase of 1.1 million shares during the period, was 9.10 HK cents (2012: 8.83 HK cents) or an increase of 3.1% compared with the same period last year.

During the period under review, the gross profit of the Group rose by HK\$5.6 million or 12.4% to HK\$51.1 million despite the turnover dropped by 18.3% to HK\$90.2 million. As mentioned in 2012 results announcement, the decrease in turnover is one of the foreseen short-term outcomes of the business transformation as the Group is gradually reducing the sales of low profit margin third parties hardware products. As a result of this transformation, the Group's gross profit margin was significantly improved to 56.6% and in the absence of significant revaluation gain on investment properties reported last year, the profit for the period moderately increased by 2.8% to HK\$21.9 million.

During the period, the Group generated HK\$11.0 million cash inflow from its operating activities and has been maintaining robust liquidity position with more than HK\$257 million cash on hand as at the end of June 2013, irrespective of the payments of HK\$21.6 million and HK\$2 million for the 2012 final and special dividends and the repurchase of shares respectively. In view of the sustained healthy financial position, the Board recommended the distribution of an interim dividend of 6 HK cents (2012: 6 HK cents).

BUSINESS REVIEW

Application Software

During the period under review, the Group's Application Software⁽¹⁾ business continue to generate increasing recurring income and expand its customer base on both its Human Resources Management⁽¹⁾ ("HRM") and Enterprise Procurement Management⁽¹⁾ ("EPM") software products.

The Group's new HRM software product suite has not only been well received by the market but also won a number of prestigious recognitions. Just after winning the COSPA award⁽²⁾ for the second time in early 2013, the Group's HRM product has gained further accolades by sweeping both the Gold Award of the Shenzhen/Hong Kong/Macau IT Award 「2013 深港澳信息科技獎—最具競爭力產品獎金獎」 and the China National Software and IT Services Annual Award 「2012-2013 中國軟件和信息服務業年度獎—最具競爭力產品獎」, the first of its kind for a Hong Kong HRM product. The management believes that these awards will well position its product as one of the preferred HRM solutions in PRC and Asia.

各位股東：

回顧

本人謹代表科聯系統集團有限公司(「本公司」)董事會(「董事會」)欣然呈報本公司及其附屬公司(統稱「本集團」)截至二零一三年六月三十日止六個月之未經審核中期業績。本集團於報告期間之股東應佔綜合純利增加2.8%至2,190萬港元(二零一二年：2,130萬港元)。計及期內購回110萬股股份後，每股基本盈利為9.10港仙(二零一二年：8.83港仙)或相較去年同期增加3.1%。

於回顧期內，儘管營業額下降18.3%至9,020萬港元，惟本集團毛利仍上升560萬港元或12.4%至5,110萬港元。誠如二零一二年業績公佈所述，由於本集團正逐漸減少銷售低利潤之第三方硬件產品，營業額下降乃業務轉型之可預見短期結果之一。業務轉型亦導致本集團之毛利率大幅改善至56.6%，在沒有如去年所錄得之重大投資物業重估收益之情況下，期內溢利仍微升2.8%至2,190萬港元。

期內，本集團自其經營業務產生現金流入1,100萬港元，並一直維持穩健之流動資金狀況。於二零一三年六月底持有手頭現金超過2.57億港元，當中分別已計及二零一二年末期及特別股息付款2,160萬港元以及股份購回付款200萬港元。鑒於財務狀況依然穩健，董事會建議派付中期股息每股6港仙(二零一二年：6港仙)。

業務回顧

應用軟件

於回顧期內，本集團應用軟件⁽¹⁾業務產生之經常性收入仍不斷增加，且其人力資源管理⁽¹⁾(「人力資源管理」)及企業採購管理⁽¹⁾(「企業採購管理」)軟件產品之客戶基礎亦有所擴大。

本集團之新人力資源管理軟件產品系列深受市場歡迎，並贏得多個行業獎項。除於二零一三年初第二次贏得中國優秀軟件產品獎項⁽²⁾外，本集團之人力資源管理產品更獲得其他讚譽，包括奪得「2013深港澳信息科技獎—最具競爭力產品獎金獎」及「2012-2013中國軟件和信息服務業年度獎—最具競爭力產品獎」，此乃香港首個獲此殊榮之人力資源管理產品。管理層相信，該等獎項將有助其產品定位為中國及亞洲之人力資源管理解決方案之優先選擇。



BUSINESS REVIEW (CONTINUED)

Application Software (continued)

On top of securing new customers on its HRM products, the Group's EPM product also garnered a multi-million milestone contract with multiple-year maintenance services from a transportation authority in Hong Kong SAR. The management foresees that the demand for its HRM and EPM products will remain strong in the coming years.

To speed up the business growth of the Group's software business, the Group has been gradually extending its product offerings and business reach to a wide diversity of aspects. In May 2013, the Group has taken a further step to expand its Application Software business by acquiring the entire issued shares of a well-established document imaging and management software product company in Hong Kong, Vitova Limited ("Vitova"). This acquisition will not only increase the Group's software revenue with enlarged customer base but also enrich the Group's product portfolio to cover the area of Enterprise Information Management (EIM)^[1].

As a long-term business strategy, the Group will continue to put in more resources in expanding its software business and further explore related acquisition opportunities. The management is optimistic that the enhanced software product portfolio and enlarged customer base will enable the Group to grow at a higher rate.

e-Service and related business

Although the revenue of the Group's GETS^[3] business dropped moderately due to the sluggish import and export trading activities in Hong Kong and the intensive competition from other operators, its profit contribution remain unchanged as the management has been implementing effective cost control and operation efficiency enhancement measures. During the reporting period, the Group has strengthen the promotion on value added services based on GETS's existing platform and customers and management expects to see enhanced revenue streams from the value-added services in long run.

Solutions Services

Leveraging from its multi-year service agreements with the Hong Kong SAR Government ("the Government") and various commercial enterprises, the Group's Solutions Services^[4] business continue to generate stable income during the reporting period. In addition to numerous new IT services projects awarded from various departments of the Government, the Group also won several new projects from commercial sector based on new technologies in the area of mobile and cloud computing.

In July 2013, the Group successfully renewed three categories of its Standing Offer Agreements for Quality Professional Services 3^[5] ("SOA-QPS3") with the Government. The management considers the renewal a major achievement to ascertain stable orders for Solution Services business from the Government in the years to come.

業務回顧(續)

應用軟件(續)

除卻其人力資源管理產品招攬新客戶外，本集團之企業採購管理產品亦從香港特別行政區的一個運輸管理機構獲得一份數百萬計的標誌性(包括多年保養服務)合約。管理層預期，其人力資源管理及企業採購管理產品將於未來數年維持強勁需求。

為加快本集團軟件業務之業務增長，本集團已逐步擴充其產品組合及業務範圍至更多方面。於二零一三年五月，本集團採取進一步行動，透過收購香港一間信譽卓著之文件影像及管理軟件產品公司慧圖科技有限公司(「慧圖」)之全部已發行股份，以擴展其應用軟件業務。該收購事項不但因客戶基礎擴大而有助增加本集團之軟件收入，更可豐富本集團之產品組合，以涵蓋企業資訊管理^[1]的範疇。

作為其長期業務策略，本集團將為繼續投放更多資源擴展其軟件業務，並進一步發掘相關收購機會。管理層對軟件產品組合提升及客戶基礎擴大使本集團得以更快速增長表示樂觀。

電子服務及相關業務

儘管本集團GETS^[3]業務之收入因香港特別行政區之出入口貿易活動停滯不前及其他營運商帶來劇烈競爭而適度下降，惟因管理層一直對相關業務實施有效之成本控制及業務效率提升措施，故其收益貢獻維持不變。於報告期間，本集團已根據政府電子貿易服務旗下的現有平台及客戶，加強增值服務的推廣工作，而管理層預期在長線而言增值服務的收益來源將有所提升。

解決方案服務

憑藉其與香港特別行政區政府(「政府」)及多間商業機構之多年期服務協議，本集團之解決方案服務^[4]業務於報告期內繼續產生穩定收入。除多項從各政府部門新獲得之資訊科技服務項目外，本集團亦憑藉掌握先進的流動及雲端運算範疇之新興技術，獲得多項商業機構的新合同。

於二零一三年七月，本集團成功與政府重續三項優質資訊科技專業服務常備承辦協議3^[5](「SOA-QPS3」)。管理層認為該協議重續可確保集團於未來數年可自政府獲得穩定之解決方案服務訂單。



BUSINESS REVIEW (CONTINUED)

Integration Services

The strategy of transforming its System Integration⁽⁶⁾ business in Mainland China from a hardware driven business to a service and solution driven business had inevitably reduced the overall turnover of such operation. On the other hand, the business has gradually established its foothold from the new orders and multi-year service contract from a multi-national bank with over a hundred branches in Mainland China.

Investments

Without the similar magnitude in revaluation gains on investment properties recorded same period last period, the profit of the Group's investments segment fell to HK\$4.6 million (2012: HK\$16.4 million). On the contrary, the segment revenue increased to HK\$1.6 million (2012: HK\$0.9 million) as the Group has increased the investment in debt securities and that gained higher interest incomes. The management foresees this segment will continue generating stable rental and interest incomes but takes a cautious view on the investments' short-term price fluctuations.

PROSPECT

The economic outlook of Mainland China and Hong Kong is anticipated to remain challenging with uncertainties on the global fiscal and monetary policies. The timing of the exit of the United States from quantitative easing monetary policies and the persisting European debts issues continued to cast volatilities on the global economic conditions. In view of the foregoing, the Group will continue to adopt prudent risk and capital management to face the challenges ahead.

Looking ahead, the Group's Application Services and Solutions Services business will continue to be the key business drivers in the foreseeable future. The well established customer base and enriched products and services offering will continue to provide the Group with stable income stream. Together with its strong cash position, the Group will continue to pursue new acquisition opportunities to enlarge its software product portfolio and market coverage.

Footnotes:

⁽¹⁾ The Group's Application Services business engages in the provision of application softwares and e-business services for enterprises including (i) the provision of enterprise application software with implementation and ongoing support services for Human Resource Management ("HRM"), Enterprise Procurement Management ("EPM", a product suite evolved from the Group's Electronics Tendering and Procurement System "ETPS") and Enterprise Information Management ("EIM") (collectively the "Application Software"); and (ii) the Government Electronic Trading Services ("GETS"), cloud services, business process outsourcing ("BPO") services and other related value added services (collectively the "e-Service and related business").

業務回顧(續)

集成服務

隨著集團落實將其位於中國內地之系統集成⁽⁶⁾業務由硬件主導業務轉型為以服務及解決方案為主的業務策略，該業務之營業額無可避免地有所下降。另一方面，業務繼續受惠於在中國內地擁有過百間分行之跨國銀行之新訂單及多年期服務合約。

投資

在並無錄得如去年同期的重大投資物業重估收益，本集團投資分部之溢利跌至460萬港元(二零一二年：1,640萬港元)。相反，由於本集團增加投資債務證券而賺取更多利息收入，故分部收入增加至160萬港元(二零一二年：90萬港元)。管理層預期，此分部將繼續帶來穩定之租金及利息收入，惟對投資之短期價格波動則表示審慎。

前景

由於全球金融及貨幣政策仍存在不明朗因素，預期中國內地及香港經濟前景將仍然充滿挑戰。美國脫離量化寬鬆貨幣政策之時機以及歐債問題持續，繼續為全球經濟狀況造成波動。鑒於上文所述，本集團將繼續採取審慎之風險及資本管理，以迎接日後之挑戰。

展望未來，本集團之解決方案服務業務及應用服務業務於可預見將來將繼續為主要之業務推動力。建立得宜之客戶基礎加上提升產品及服務組合將繼續向本集團提供穩定收入來源。連帶其雄厚之現金狀況，本集團將繼續拓展新收購機遇，以擴大其軟件產品組合及市場覆蓋範圍。

註解：

⁽¹⁾ 本集團之應用服務業務為企業所提供之企業應用解決方案及電子商務服務包括(i)提供有關人力資源管理(「人力資源管理」)、企業採購管理(「企業採購管理」，從本集團電子投標及採購系統「電子採購及投標系統」演變出來之產品套裝)及企業資訊管理(「企業資訊管理」)(統稱「應用軟件」)之企業應用軟件實施及持續支援服務；及(ii)政府電子貿易服務(「GETS」)、雲端、業務流程外判(「業務流程外判」)服務及其他相關增值服務(統稱「電子服務及相關業務」)。



Chairman's Statement (continued) 主席報告(續)

PROSPECT (CONTINUED)

Footnotes: (continued)

- [2] China Outstanding Software Product Award (“COSPA”) is the largest annual award event in the ICT industry of PRC organized by the nation-wide China Software Industry Association, which is also actively supported by its founder, Ministry of Industry and Information Technology of PRC.
- [3] Since 2004, the Group has been granted a license (the “GETS License”) from the Government for the provision of front-end Government Electronics Trading Services for processing certain official trade-related documents. The Group's GETS License was renewed in 2009 for operation of additional 7 years until the end of 2016.
- [4] The Group's Solution Services business includes (i) Development Services for the provision of IT solutions implementation and application software development; and (ii) Managed Services for the provision of IT and related operation/infrastructure outsourcing services.
- [5] The Standing Offer Agreement for Quality Professional Services 3 (SOA-QPS3) is part of the Government's IT outsourcing strategy aiming to enlarge the delivery capacity for IT services and accelerate the delivery of IT solutions to support the next generation of e-government services. It also aims to provide business opportunities for the IT sector and helps further the development of the local IT industry. The total contract value for the scheme, according to the Government, is estimated to be over HK\$1 billion over the contract period of four years till July 2017.

The Group was awarded as one of the selected services providers for SOA-QPS3 contracts from the Government in July 2013. These contracts will cover three different types of IT professional services, namely (Service Category 2) on-going services; (Service Category 3) implementation & combined system development services; and (Service Category 4) information security and independent testing services on an as and when required basis. All the related IT professional services of various government departments under these 3 categories will be awarded to the selected services providers under the relevant category.

- [6] The Group's Integration business covers the provision of IT systems and network infrastructure with related design, implementation and on-going support services.

FINANCIAL REVIEW

Revenue

The Group's revenue decreased by 18.3% to HK\$90.2 million (2012: HK\$110.4 million) when compared with the same period last year. The decline was largely due to the decrease in revenue contributed by the Integration business as the Group keeps gradually decoupling from the sales of the low profit margin third parties hardware products during the period.

前景(續)

註解：(續)

- [2] 中國優秀軟件產品獎項(「中國優秀軟件產品獎項」)乃中國資訊科技業最大規模的年度頒獎盛會，由全國性組織中國軟件行業協會主辦，及由其附屬的中國工業和信息化部門全力支持。
- [3] 本集團自二零零四年起獲政府授出一項特許權(「GETS特許權」)，提供處理若干官方貿易相關文件之前端GETS。本集團之GETS特許權已於二零零九年獲續發，可額外營運七年，直至二零一六年年底為止。
- [4] 本集團之解決方案服務業務包括(i)提供資訊科技解決方案實施之開發服務及應用軟件開發；及(ii)提供資訊科技和相關營運／基礎設施之外判及代管服務。
- [5] 優質資訊科技專業服務常備承辦協議3(「SOA-QPS3」)是政府資訊科技服務外判策略之一部分，旨在增強提供資訊科技服務的能力、加快推出資訊科技解決方案，以支援下一代電子政府服務。有關協議亦旨在為資訊科技業提供業務機會，刺激本地資訊科技業的發展。根據政府資料，計劃之總合約價值估計於直至二零一七年七月之四年合約期間將超過10億港元。

本集團於二零一三年七月獲政府選為SOA-QPS3合約之服務供應商之一。該等合約將涵蓋三個不同類別之資訊科技專業服務，即(服務類別二)持續服務、(服務類別三)系統發展及推行之綜合服務和(服務類別四)資訊保安及獨立測試服務。該三個類別項下各政府部門之所有相關資訊科技專業服務將授予相關類別之獲選服務供應商。

- [6] 本集團之集成業務涵蓋提供資訊科技系統及網絡集成服務，以及相關設計、實施及持續支援服務。

財務回顧

收入

本集團收入較去年同期減少18.3%至0.902億港元(二零一二年：1.104億港元)。此減少主要由於本集團於期內繼續逐步減少銷售毛利率偏低之第三方硬件產品，導致集成業務貢獻之收入減少。



FINANCIAL REVIEW (CONTINUED)

Gross profit

The Group's gross profit for the period was HK\$51.1 million, representing an increase of 12.4% as compared with the amount of HK\$45.4 million same period last year and the overall gross profit margin improved significantly to 56.6% (2012: 41.1%). The increment was the combined results of the increasing contributions from higher margin Solutions and Application Services, and the decrease in reselling of low profit margin third party hardware products and the reduction in implementation costs leveraging on its better established software and service platform.

Other income and gains, net (including fair value gains/losses)

Other income and gains, net (including the fair value gains or losses) recorded a dramatic fall of 50.7% to HK\$10.2 million (2012: HK\$20.8 million). The fall was mainly due to the mixed results of the followings:

- a. HK\$2.6 million, or a decrease of 81.1% in fair value gain on investment properties (2012: HK\$13.6 million);
- b. HK\$4.2 million, or a decrease of 9.2% in bank interest income (2012: HK\$4.6 million) as the Group had allocated more surplus cash to acquire debt securities during the period to enhance the overall interest yield;
- c. HK\$0.3 million net realized and unrealized loss on the Hong Kong listed equity securities investments (2012: gain of HK\$1.9 million) as a result of the downturn of Hong Kong stock market in June 2013; and
- d. HK\$3.4 million foreign exchange gain (2012: HK\$0.04 million) recognized due to the appreciation of the RMB against HKD during the period.

Expenses

Selling and distribution expenses decreased by 18.2% to HK\$13.3 million (2012: HK\$16.3 million). The decrease was mainly attributable to the significant drop in sales expenses incurred by the Integration business.

General and administrative expenses dropped by 8.0% to HK\$23.9 million (2012: HK\$26.0 million) as less administrative overhead was incurred by the Integration business compared with the same period last year.

財務回顧(續)

毛利

本集團於期內之毛利為5,110萬港元，較去年同期之4,540萬港元增加12.4%。與此同時，本集團之整體毛利率亦已顯著改善至56.6%（二零一二年：41.1%）。此等增加乃由於利潤較高之解決方案及應用服務貢獻日益增加、利潤較低之第三方硬件產品轉售減少及憑藉優化中的軟件及服務平台而實行成本節省措施令營運成本有所減少等幾方面之結果所致。

其他收入及收益淨額(包括公平值收益／虧損)

其他收入及收益淨額(包括公平值收益或虧損)錄得顯著跌幅50.7%至1,020萬港元(二零一二年：2,080萬港元)。此下跌主要受以下各項之綜合結果所帶動。

- a. 投資物業公平值收益減少81.1%至260萬港元(二零一二年：1,360萬港元)；
- b. 由於本集團於期內分配較多盈餘現金作購買債務證券以提高整體利息收益，因而令銀行利息收入減少9.2%至420萬港元(二零一二年：460萬港元)；
- c. 香港上市股本證券投資因二零一三年六月香港股市下瀉而錄得已變現及未變現虧損淨額30萬港元(二零一二年：收益190萬港元)；及
- d. 由於人民幣兌港元之匯率於期內升值，因而錄得外匯收益340萬港元(二零一二年：4萬港元)。

開支

銷售及分銷開支減少18.2%至1,330萬港元(二零一二年：1,630萬港元)，主要由於集成業務產生之銷售開支大幅減少所致。

一般及行政開支減少8.0%至2,390萬港元(二零一二年：2,600萬港元)，此乃由於集成業務產生之行政開支大幅少於去年同期。



Chairman's Statement (continued) 主席報告(續)

FINANCIAL REVIEW (CONTINUED)

Income tax expense

Income tax expense decreased by 14.2% to HK\$2.1 million as the Group's assessable profits generated from the PRC dropped significantly during the period. The tax charge at the Group's effective tax rate was around 8.9% in first half of 2013, comparing with 10.4% in 2012. The effective tax rate was lower than the Hong Kong statutory profits tax rate because part of the incomes and gains, including bank and bond interest income generated in Hong Kong and fair value gain arising from the revaluation of investment properties located in Hong Kong and exchange gain of a capital nature, were not subject to the Hong Kong profits tax.

Net profit

Combining the foregoing factors, profit for the period attributable to shareholders increased 2.8% to HK\$21.9 million (2012: HK\$21.3 million) while the net profit margin (profit for the period attributable to shareholders divided by revenue) was increased to 24.3% from 19.3% in same period last year. The increase in net profit margin was in line with the improvement in gross profit and gross profit margin as discussed.

Non-current assets

The Group's non-current assets as at 30 June 2013 increased to HK\$112.6 million from HK\$89.9 million as at 31 December 2012. The increase was due to (i) HK\$17 million debt securities newly acquired in 2013 and being classified as non-current available-for-sale investments; (ii) around HK\$2.6 million appreciation in market value of investment properties held; and (iii) HK\$3.4 million goodwill arising from the acquisition of Vitova in May 2013.

The Group considered no impairment indication to the carrying value of goodwill during the period under review.

Current assets

The Group's current assets as at 30 June 2013 decreased slightly to HK\$393.3 million from HK\$404.1 million as at 31 December 2012. The decrease was mainly related to the payment of HK\$21.6 million for 2012 final and special dividends in June 2013.

The Group maintains strict control over its outstanding trade receivables and considers that trade receivables (net of impairment provision) are all recoverable in the foreseeable future.

Current liabilities

The Group's current liabilities as at 30 June 2013 increased to HK\$106.0 million from HK\$92.8 million as at 31 December 2012. The increase was primarily due to the recognition of deferred income arising from various maintenance services to be provided by the Group.

財務回顧(續)

所得稅開支

由於於中國境內所產生之利潤於期內大幅減少，因而令所得稅開支減少14.2%至210萬港元。按本集團實際利率計算之稅項支出於二零一三年上半年約8.9%，而於二零一二年則為10.4%。實際利率低於香港法定利得稅稅率之原因為部分收入及收益(包括於香港產生的銀行及債券利息收入、重估位於香港之投資物業所產生公平值收益以及屬於資本性質之匯兌收益等)毋須繳付香港利得稅所致。

純利

結合前述因素，股東應佔期間溢利增加2.8%至2,190萬港元(二零一二年：2,130萬港元)，而純利率(股東應佔期內溢利除以收入)則由去年同期之19.3%增至24.3%。純利率之增加與上述毛利及毛利率均有所改善一致。

非流動資產

於二零一三年六月三十日，本集團之非流動資產由二零一二年十二月三十一日之0.899億港元增至1.126億港元。此增加主要由於(i)於二零一三年新購入及獲分類為非流動之可供出售投資債務證券1,700萬港元；(ii)所持投資物業市值升值約260萬港元；及(iii)於二零一三年五月收購慧圖時所產生之340萬港元商譽所致。

本集團認為於回顧期間內商譽賬面值並無減值跡象。

流動資產

於二零一三年六月三十日，本集團之流動資產由二零一二年十二月三十一日之4.041億港元略減至3.933億港元。此減少主要有關於二零一三年六月支付二零一二年末期及特別股息2,160萬港元所致。

本集團對其未償還應收貿易賬款維持嚴格控制，並認為全部應收貿易賬款(扣除減值撥備)均可於可預見未來收回。

流動負債

於二零一三年六月三十日，本集團之流動負債由二零一二年十二月三十一日之0.928億港元增至1.060億港元，主要由於確認本集團將予提供多項維護服務所產生之遞延收入所致。



FINANCIAL REVIEW (CONTINUED)

Segment assets and liabilities

Segment assets of Integration and Solutions Services business and Application Services business increased in line with the increase in the accounts receivables of Solutions Services and Application Software business.

Segment liabilities of Application Services business increased due to the recognition of deferred income arising from various maintenance services to be provided.

Segment assets of Investments business increased significantly to HK\$126.8 million from HK\$79.5 million as at 31 December 2012. The increase was mainly due to the acquisition of HK\$48 million debt securities in 2013. Consistent with those reported in 2012, the Investments segment of the Group mainly comprised (i) investment properties located in Hong Kong, Guangzhou and Nanjing for rental purpose and (ii) debt and equity securities listed for trading in Hong Kong.

Equity

Total equity as at 30 June 2013 decreased slightly by 0.4% to HK\$398.7 million compared with HK\$400.2 million as at 31 December 2012. During the period, the Group repurchased approximately 1.1 million shares at an average price of HK\$1.8 per share.

PLEDGE OF ASSETS AND CONTINGENT LIABILITIES

As at 30 June 2013, the Group had pledged an investment property with a fair value of HK\$45.0 million (31 December 2012: HK\$42.8 million), listed debt and equity securities of HK\$67.9 million (31 December 2012: HK\$22.6 million) and bank balances of HK\$23.9 million (31 December 2012: HK\$60.1 million) to secure certain general bank facilities including guarantee/performance bonds facilities granted to the Group in aggregate of HK\$128.3 million (31 December 2012: HK\$128.6 million) of which HK\$6.1 million (31 December 2012: HK\$5.4 million) have been utilised as at 30 June 2013.

FINANCIAL RESOURCES AND LIQUIDITY

The Group maintains a prudent treasury management policy and is in a strong liquidity position for its daily operations and future development demands.

As at 30 June 2013, the Group's bank balances and cash (excluded pledged bank deposit of HK\$23.9 million) was HK\$257.3 million (31 December 2012: HK\$274.8 million).

財務回顧(續)

分部資產及負債

隨著集成及解決方案服務業務以及應用服務業務之分部資產增加，解決方案服務及應用軟件業務之應收賬款亦有所增加。

由於確認將予提供多項維護服務產生之遞延收入，應用服務業務之分部負債所有增加。

投資業務之分部資產由二零一二年十二月三十一日之0.795億港元大幅增至1.268億港元。此增加主要由於在二零一三年購買4,800萬港元債務證券所致。與二零一二年所呈報者一致，本集團之投資分部主要包括(i)位於香港、廣州及南京作收取租金之投資物業；及(ii)於香港買賣之上市債務及股本證券。

權益

於二零一三年六月三十日，總權益較二零一二年十二月三十一日之4,002億港元略為減少0.4%至3,987億港元。期內，本集團按每股約1.8港元之平均價格購回約110萬股股份。

資產抵押及或然負債

於二零一三年六月三十日，本集團已抵押其若干賬公平值為4,500萬港元(二零一二年十二月三十一日：4,280萬港元)之投資物業、為數6,790萬港元之上市債項及權益證券(二零一二年十二月三十一日：2,260萬港元)及為數2,390萬港元(二零一二年十二月三十一日：6,010萬港元)之銀行存款，作為本集團獲授若干一般銀行融資，包括擔保/履約保證債券融資合共1.283億港元(二零一二年十二月三十一日：1.286億港元)之擔保，其中610萬港元(二零一二年十二月三十一日：540萬港元)已於二零一三年六月三十日動用。

財政資源及流動資金

本集團維持審慎的庫務管理政策，就日常營運及未來發展所需而言，流動資金狀況穩健。

於二零一三年六月三十日，本集團銀行結餘及現金(不包括已抵押銀行存款2,390萬港元)為2.573億港元(二零一二年十二月三十一日：2.748億港元)。



Chairman's Statement (continued) 主席報告(續)

FINANCIAL RESOURCES AND LIQUIDITY (CONTINUED)

All of the Group's on hand fundings are in Hong Kong dollars, Renminbi and US dollars. The Group has not adopted any hedging policies, as these currencies carry low exchange fluctuation risks.

The Group's current ratio representing current assets divided by current liability was 3.7 (31 December 2012: 4.4) and the gearing ratio, representing total liabilities divided by total assets, was 21.2% (31 December 2012: 19.0%).

REMUNERATION POLICY AND NUMBER OF EMPLOYEES

The Group remunerates its employees based on their performance, working experience and prevailing market conditions.

The remuneration policies adopted for the six months ended 30 June 2013 are consistent with those disclosed in the Group's 2012 Annual Report. As at 30 June 2013, the Group employed approximately 272 full time employees and 4 contract-based employees.

As at 30 June 2013, the Company operates a share option scheme and a share award scheme for the purpose of providing incentives and rewards to the employees who contribute to the success of the Group's operations.

SIGNIFICANT INVESTMENTS

Save as disclosed in the report, the Group has no significant investments held as at 30 June 2013.

MATERIAL ACQUISITION AND DISPOSAL OF SUBSIDIARIES

Save as disclosed in note 15 regarding an acquisition of a subsidiary, the Group did not have any material acquisition or disposal of subsidiaries during the period.

FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

There was no specific plan for material investments or capital assets as at 30 June 2013.

財政資源及流動資金(續)

本集團全部手頭資金以港元、人民幣及美元為單位。由於此等貨幣之匯率波動風險甚低，故本集團並無採納任何對沖政策。

本集團之流動比率(即流動資產除以流動負債)為3.7(二零一二年十二月三十一日：4.4)，資產負債比率(即負債總值除以資產總值)則為21.2%(二零一二年十二月三十一日：19.0%)。

薪酬政策及僱員數目

本集團按僱員表現、工作經驗及現行市況向彼等支付薪酬。

就截至二零一三年六月三十日止六個月採納之薪酬政策與本集團二零一二年年報所披露者一致。於二零一三年六月三十日，本集團僱用約272名全職僱員及4名合約僱員。

於二零一三年六月三十日，本公司設立購股權計劃及股份獎勵計劃，藉此激勵及獎賞為本集團業務成功作出貢獻之僱員。

重大投資

除本報告所披露者外，截至二零一三年六月三十日，本集團並無持有任何重大投資。

涉及收購及出售附屬公司之重大交易

除本報告附註15所披露者外，本集團於期內並無進行任何涉及收購或出售附屬公司之重大交易。

重大投資或資本資產之未來計劃

截至二零一三年六月三十日，本集團概無就重大投資或資本資產制定任何特定計劃。



INTERIM DIVIDEND

The Board recommends the payment of an interim dividend of HK6 cents (30 June 2012: HK6 cents) per share for the six months ended 30 June 2013. The interim dividend will be distributed on or about 6 September 2013 to shareholders whose names appear on the Register of Members of the Company on 28 August 2013.

CLOSURE OF THE REGISTER OF MEMBERS

The Register of Members of the Company will be closed from 27 August 2013 to 28 August 2013, both days inclusive, during which period no transfer of shares will be registered. In order to qualify the interim dividend, all transfers of shares accompanied by the relevant share certificates and transfer forms must be lodged with the Company's branch share registrar in Hong Kong, Tricor Tengis Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, for registration no later than 4:30p.m. on 26 August 2013.

APPRECIATIONS

On behalf of the Group and the Board, I would like to extend my sincere thanks and appreciations to our shareholders, customers, suppliers, business partners and all the employees for their continuous supports and trusts to the Group during the period.

By Order of the Board
Computer And Technologies Holdings Limited
Ng Cheung Shing
Chairman

Hong Kong, 12 August 2013

中期股息

董事會建議就截至二零一三年六月三十日止六個月派付中期股息每股6港仙(二零一二年六月三十日: 6港仙)。中期股息將於二零一三年九月六日或前後向於二零一三年八月二十八日名列本公司股東名冊之股東派付。

暫停辦理股份過戶登記手續

本公司將由二零一三年八月二十七日至二零一三年八月二十八日(包括首尾兩天)期間暫停辦理本公司之股份過戶登記手續, 期間不會辦理任何股份過戶。為符合資格獲取中期股息, 所有股份過戶文件連同有關股票及過戶表格, 必須於二零一三年八月二十六日下午四時三十分前送達本公司之香港股份過戶登記分處卓佳登捷時有限公司(地址為香港灣仔皇后大道東28號金鐘匯中心26樓)以辦理登記手續。

鳴謝

本人謹代表本集團及董事會, 對各股東、客戶、供應商、業務夥伴及全體員工於本期間對本集團一直以來之支持致以衷心感謝。

承董事會命
科聯系統集團有限公司
主席
吳長勝

香港, 二零一三年八月十二日



Condensed Consolidated Income Statement

簡明綜合收益表

The Board of Directors (the "Board") of Computer And Technologies Holdings Limited (the "Company") presents the unaudited condensed consolidated interim financial results of the Company and its subsidiaries (collectively, the "Group") for the six months ended 30 June 2013, together with the comparative amounts. These condensed consolidated interim financial results have been reviewed by the Company's audit committee.

科聯系統集團有限公司(「本公司」)董事會(「董事會」)謹此呈列本公司及其附屬公司(統稱「本集團」)截至二零一三年六月三十日止六個月之未經審核簡明綜合中期財務業績連同比較數字。此等簡明綜合中期財務業績已經由本公司審核委員會審閱。

CONDENSED CONSOLIDATED INCOME STATEMENT

簡明綜合收益表

		For the six months ended 30 June	
		截至六月三十日止六個月	
		2013	2012
		二零一三年	二零一二年
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
		HK\$'000	HK\$'000
		千港元	千港元
	Notes		
	附註		
REVENUE	收入	5	
Cost of sales and services	銷售及服務成本	90,200	110,402
		(39,150)	(64,976)
Gross profit	毛利	51,050	45,426
Other income and gains, net	其他收入及收益淨額	5	3,601
Fair value gains/(losses), net:	公平值收益/(虧損)淨額：		
Financial assets at fair value through profit or loss	按公平值經損益入賬之財務資產	(505)	3,607
Investment properties	投資物業	2,558	13,556
Selling and distribution expenses	銷售及分銷開支	(13,341)	(16,303)
General and administrative expenses	一般及行政開支	(23,931)	(26,014)
Finance costs	財務費用	-	(100)
PROFIT BEFORE TAX	除稅前溢利	6	23,773
Income tax expense	所得稅開支	7	(2,481)
PROFIT FOR THE PERIOD ATTRIBUTABLE TO OWNERS OF THE PARENT	母公司擁有人應佔本期間溢利		21,879
			21,292
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT	母公司普通股股東應佔每股盈利		
		9	
		HK cents 港仙	HK cents 港仙
Basic	基本	9.10	8.83
Diluted	攤薄	9.04	8.74

Details of the dividends proposed for the period are disclosed in note 8 to the financial statements.

本期間擬派股息之詳情於財務報告附註8披露。

Condensed Consolidated Statement of Comprehensive Income

簡明綜合全面收益表



		For the six months ended 30 June	
		截至六月三十日止六個月	
		2013	2012
		二零一三年	二零一二年
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
		HK\$'000	HK\$'000
		千港元	千港元
PROFIT FOR THE PERIOD	本期間溢利	21,879	21,292
OTHER COMPREHENSIVE INCOME FOR THE PERIOD	本期間其他全面收入		
Items that may be subsequently reclassified to profit or loss:	其後可重新分類以損益入賬之項目：		
Available-for sale investments:	可供出售投資：		
Changes in fair value	公平值變動	(936)	-
Exchange differences on translation of foreign operations	換算海外業務時產生之匯兌差額	717	-
OTHER COMPREHENSIVE INCOME FOR THE PERIOD, NET OF TAX	本期間其他全面收入，扣除稅項	(219)	-
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD ATTRIBUTABLE TO OWNERS OF THE PARENT	母公司擁有人應佔本期間全面收入總額	21,660	21,292



Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

		30 June 2013 二零一三年 六月三十日 (Unaudited) (未經審核)	31 December 2012 二零一二年 十二月三十一日 (Audited) (經審核)
	Notes 附註	HK\$'000 千港元	HK\$'000 千港元
NON-CURRENT ASSETS	非流動資產		
Property, plant and equipment	物業、廠房及設備	5,522	5,880
Investment properties	投資物業	50,140	47,582
Goodwill	商譽	29,211	25,813
Available-for-sale investments	可供出售投資	19,310	2,100
Financial assets at fair value through profit or loss	按公平值經損益入賬之財務資產	8,462	8,555
Total non-current assets	非流動資產總值	112,645	89,930
CURRENT ASSETS	流動資產		
Inventories	存貨	7,308	11,300
Trade and bills receivables	應收貿易賬款及應收票據	45,450	27,263
Prepayments, deposits and other receivables	預付款項、按金及其他應收款項	6,918	6,042
Due from contract customers	應收合約客戶款項	3,406	3,351
Available-for-sale investments	可供出售投資	30,125	-
Financial assets at fair value through profit or loss	按公平值經損益入賬之財務資產	15,170	17,487
Tax recoverable	可返還稅項	3,782	3,803
Pledged bank deposits	已質押銀行存款	23,908	60,097
Cash and cash equivalents	現金及等同現金資產	257,277	274,806
Total current assets	流動資產總值	393,344	404,149
CURRENT LIABILITIES	流動負債		
Trade payables, other payables and accruals	應付貿易賬款、其他應付款項及應計款項	(62,999)	(69,715)
Due to contract customers	應付合約客戶款項	(4,015)	(2,511)
Deferred revenue	遞延收入	(29,823)	(12,419)
Tax payable	應繳稅項	(9,274)	(8,144)
Total current liabilities	流動負債總值	(106,111)	(92,789)
NET CURRENT ASSETS	流動資產淨值	287,233	311,360
TOTAL ASSETS LESS CURRENT LIABILITIES	總資產減流動負債	399,878	401,290
NON-CURRENT LIABILITIES	非流動負債		
Deferred tax liabilities	遞延稅項負債	(1,135)	(1,045)
Net assets	資產淨值	398,743	400,245
EQUITY	權益		
Equity attributable to owners of the parent	母公司擁有人應佔權益		
Issued capital	已發行股本	24,419	24,529
Reserves	儲備	374,324	354,050
Proposed final and special dividends	擬派末期及特別股息	-	21,666
Total equity	總權益	398,743	400,245

Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表



		Attributable to owners of the parent 母公司擁有人應佔											
		Issued capital	Share premium account	Contributed surplus	Shares held under the restricted share award scheme 根據有限制股份獎勵計劃持有之股份	Share-based payment reserve	Goodwill reserve	Available-for-sale investment revaluation reserve	Reserve funds	Exchange fluctuation reserve	Retained profits	Proposed final dividend	Total equity
		已發行股本	股份溢價賬	繳入盈餘	計劃持有之股份	股份付款儲備	商譽儲備	可供出售投資重估儲備	儲備基金	匯兌波動儲備	保留溢利	擬派末期股息	權益總值
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
At 1 January 2012	於二零一二年一月一日	24,604	38,493	104,770	(5,176)	2,704	(7,227)	840	733	4,305	205,217	16,895	386,158
Profit for the period	本期間溢利	-	-	-	-	-	-	-	-	-	21,292	-	21,292
Purchase of shares held under the restricted share award scheme	購買有限制股份獎勵計劃項下持有股份	-	-	-	(1,372)	-	-	-	-	-	-	-	(1,372)
Share award arrangements	股份獎勵安排	-	-	-	-	359	-	-	-	-	-	-	359
Vesting of shares held under the restricted share award scheme	有限制股份獎勵計劃項下股份歸屬	-	-	-	884	(884)	-	-	-	-	-	-	-
2011 final dividend declared	宣派二零一一年末期股息	-	-	27	-	-	-	-	-	-	-	(16,895)	(16,868)
At 30 June 2012	於二零一二年六月三十日	24,604	38,493	104,797	(5,664)	2,179	(7,227)	840	733	4,305	226,509	-	389,569

		Attributable to owners of the parent 母公司擁有人應佔											
		Issued capital	Share premium account	Contributed surplus	Shares held under the restricted share award scheme 根據有限制股份獎勵計劃持有之股份	Share-based payment reserve	Goodwill reserve	Available-for-sale investment revaluation reserve	Reserve funds	Exchange fluctuation reserve	Retained profits	Proposed final and special dividends	Total equity
		已發行股本	股份溢價賬	繳入盈餘	計劃持有之股份	股份付款儲備	商譽儲備	可供出售投資重估儲備	儲備基金	匯兌波動儲備	保留溢利	末期及特別股息	權益總值
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
At 1 January 2013	於二零一三年一月一日	24,529	38,493*	67,458*	(5,590)*	2,379*	(7,227)*	940*	733*	4,645*	252,219*	21,666	400,245
Profit for the period	本期間溢利	-	-	-	-	-	-	-	-	-	21,879	-	21,879
Other comprehensive income for the period:	本期間其他全面收入:												
Changes in fair value of available-for-sale investments, net of tax	可供出售投資公平值變動，扣除稅項	-	-	-	-	-	-	(936)	-	-	-	-	(936)
Exchange differences on translation of foreign operations	換算海外業務時產生之匯兌差額	-	-	-	-	-	-	-	-	717	-	-	717
Total comprehensive income for the period	本期間全面收入總額	-	-	-	-	-	-	(936)	-	717	21,879	-	21,660
Repurchase of shares	購回股份	(110)	-	(1,854)	-	-	-	-	-	-	-	-	(1,964)
Share award arrangements	股份獎勵安排	-	-	-	-	387	-	-	-	-	-	-	387
Vesting of shares held under the restricted share award scheme	有限制股份獎勵計劃項下股份歸屬	-	-	-	781	(781)	-	-	-	-	-	-	-
2012 final and special dividends declared	宣派二零一二年末期及特別股息	-	-	81	-	-	-	-	-	-	-	(21,666)	(21,585)
At 30 June 2013	於二零一三年六月三十日	24,419	38,493*	65,685*	(4,809)*	1,985*	(7,227)*	4*	733*	5,362*	274,098*	-	398,743

* These reserve accounts comprise the consolidated reserves of HK\$374,324,000 (31 December 2012: HK\$354,050,000) in the condensed consolidated statement of financial position.

* 該等儲備金額包括在簡明綜合財務狀況表內之綜合儲備374,324,000港元(二零一二年十二月三十一日: 354,050,000港元)。



Condensed Consolidated Statement of Cash Flows

簡明綜合現金流量表

		For the six months ended 30 June	
		截至六月三十日止六個月	
		2013	2012
		二零一三年	二零一二年
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
		HK\$'000	HK\$'000
		千港元	千港元
NET CASH FLOWS FROM OPERATING ACTIVITIES	經營活動所得之現金流量淨額	11,006	1,039
NET CASH FLOWS USED IN INVESTING ACTIVITIES	投資活動所用之現金流量淨額	(25,452)	(33,227)
NET CASH FLOWS USED IN FINANCING ACTIVITIES	融資活動所用之現金流量淨額	(23,549)	(40,766)
NET DECREASE IN CASH AND CASH EQUIVALENTS	現金及等同現金資產之減少淨額	(37,995)	(72,954)
Cash and cash equivalents at beginning of period	期初之現金及等同現金資產	277,028	305,609
Effect of foreign exchange rate changes, net	匯率變動之影響淨額	748	-
CASH AND CASH EQUIVALENTS AT END OF PERIOD	期末之現金及等同現金資產	239,781	232,655
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS	現金及等同現金資產結餘分析		
Cash and cash equivalents as stated in the condensed consolidated statement of financial position	簡明綜合財務狀況表所示之現金及等同現金資產	257,277	305,069
Pledged deposit for banking facility granted by a bank with original maturity less than three months	銀行批出原到期日不超過三個月之銀行融資之所質押存款	14,012	-
Non-pledged time deposits with original maturity of more than three months when acquired	收購時原到期日超過三個月之無質押定期存款	(31,508)	(72,414)
Cash and cash equivalents as stated in the condensed consolidated statement of cash flows	簡明綜合現金流量表所示之現金及等同現金資產	239,781	232,655



Notes to Condensed Consolidated Interim Financial Information

簡明綜合中期財務資料附註

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

1. CORPORATE INFORMATION

Computer And Technologies Holdings Limited is a limited liability company incorporated in Bermuda. The registered office of the Company is located at Clarendon House, 2 Church Street, Hamilton HM11, Bermuda. The principal place of business of the Company is located at 30th Floor, Prosperity Millennia Plaza, 663 King's Road, North Point, Hong Kong.

During the period, the Group was involved in the following principal activities:

- sales of computer networks and system platforms, the provision of system and network integration, information technology ("IT") solutions development and implementation, and related maintenance services;
- provision of enterprise software applications and related operation outsourcing, business process outsourcing and e-business, and related maintenance services; and
- property and treasury investments.

2. BASIS OF PREPARATION

This unaudited condensed consolidated interim financial information of the Group for the six months ended 30 June 2013 has been prepared in accordance with the applicable provisions of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited and Hong Kong Accounting Standards ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA").

The unaudited condensed consolidated interim financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements for the year ended 31 December 2012.

3.1 SIGNIFICANT ACCOUNTING POLICIES

The accounting policies adopted in the preparation of the unaudited interim condensed consolidated financial information are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31 December 2012, except for the adoption of the following new and revised Hong Kong Financial Reporting Standards ("HKFRSs") (which also included HKASs and Interpretations) that affect the Group and are adopted for the first time for the current period's financial statements.

1. 集團資料

科聯系統集團有限公司乃於百慕達註冊成立之有限公司，其註冊辦事處位於 Clarendon House, 2 Church Street, Hamilton HM11, Bermuda。本公司主要營業地點位於香港北角英皇道663號泓富產業千禧廣場30樓。

期內，本集團從事以下主要業務：

- 銷售電腦網絡及系統平台、提供系統及網絡集成服務、資訊科技解決方案發展及實施以及相關保養服務；
- 提供企業軟件應用及相關應用外判、業務流程外判、電子貿易服務以及相關保養服務；及
- 物業及庫務投資。

2. 編製基準

本集團截至二零一三年六月三十日止六個月之未經審核簡明綜合中期財務資料乃根據香港聯合交易所有限公司證券上市規則之適用披露條文及由香港會計師公會(「香港會計師公會」)頒佈之香港會計準則(「香港會計準則」)第34號「中期財務報告」編製。

未經審核簡明綜合中期財務資料並不包括年度財務報表內規定之所有資料及披露，故應與本集團截至二零一二年十二月三十一日止年度之年度財務報表一併閱讀。

3.1 主要會計政策

除下列影響本集團並於本期間財務報表首次採納之新訂及經修訂香港財務報告準則(「香港財務報告準則」)(當中亦包括香港會計準則及詮釋)外，編製未經審核簡明綜合中期財務資料所採納之會計政策與編製本集團截至二零一二年十二月三十一日止年度之全年度財務報表所採納者一致。



Notes to Condensed Consolidated Interim Financial Information (continued) 簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

3.2 ADOPTION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

The HKICPA has issued a number of new and revised HKFRSs and amendments to HKFRSs that are first effective for the current accounting period of the Group. Of these, the following developments are relevant to the Group's financial statements:

HKFRS 1 Amendments	Amendments to HKFRS 1 <i>First Time Adoption of Hong Kong Financial Reporting Standards – Government Loans</i>
HKFRS 7 Amendments	Amendments to HKFRS 7 <i>Financial Instruments Disclosures – Offsetting Financial Assets and Financial Liabilities</i>
HKFRS 10	<i>Consolidated Financial Statements</i>
HKFRS 11	<i>Joint Arrangements</i>
HKFRS 12	<i>Disclosure of Interests in Other Entities</i>
HKFRS 10, HKFRS 11 and HKFRS 12 Amendments	<i>Consolidated financial statements, joint arrangements and disclosure of interest in other entities: Transaction guidance</i>
HKFRS 13	<i>Fair Value Measurement</i>
HKAS 1 Amendments	Amendments to HKAS 1 <i>Presentation of Financial Statements – Presentation of items of other comprehensive income</i>
HKAS 19 (2011)	<i>Employee Benefits</i>
HKAS 27 (2011)	<i>Separate Financial Statements</i>
HKAS 28 (2011)	<i>Investments in Associates and Joint Ventures</i>
HK(IFRIC)-Int 20	<i>Stripping Costs in the Production Phase of a Surface Mine</i>
Annual Improvements 2009-2011 cycle	Amendments to a number of HKFRSs issued in June 2012

3.2 採納新訂及經修訂香港財務報告準則

香港會計師公會已頒佈若干新訂及經修訂香港財務報告準則以及香港財務報告準則之修訂，有關準則及修訂於本集團之本會計期間首次生效。其中，以下發展與本集團財務報表有關：

香港財務報告準則第1號修訂本	香港財務報告準則第1號首次採納香港財務報告準則—政府貸款之修定
香港財務報告準則第7號修訂本	香港財務報告準則第7號財務工具披露—財務資產抵銷財務負債之修定
香港財務報告準則第10號	綜合財務報表
香港財務報告準則第11號	共同安排
香港財務報告準則第12號	披露於其他實體之權益
香港財務報告準則第10號、香港財務報告準則第11號及香港財務報告準則第12號修訂本	綜合財務報表、共同安排及披露於其他實體權益：過渡指引
香港財務報告準則第13號	其公平值計量
香港會計準則第1號修訂本	香港會計準則第1號財務報表之呈列—呈列其他全面收入項目之修定
香港會計準則第19號(二零一一年)	僱員福利
香港會計準則第27號(二零一一年)	獨立財務報表
香港會計準則第28號(二零一一年)	於聯營公司及合營企業之投資
香港(國際財務報告詮釋委員會)—詮釋第20號	露天礦場生產階段之剝採成本
二零零九年至二零一一年週期之年度改進	於二零一二年六月頒佈之多項香港財務報告準則之修定

Notes to Condensed Consolidated Interim Financial Information (continued) 簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

3.2 ADOPTION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS (CONTINUED)

The application of the above new or revised HKFRSs in the current interim period has had no material effect on the amounts reported in these condensed consolidated financial statements and/or disclosures set out in these condensed financial statements except as below:

(a) Amendments to HKAS 1 “Presentation of Financial Statements – Presentation of items of other comprehensive income”

The amendments to HKAS 1 require additional disclosures to be made in the other comprehensive section such that items of other comprehensive income are grouped into two categories: (i) items that will not be reclassified subsequently to profit or loss; and (ii) items that may be reclassified subsequently to profit or loss when specific conditions are met. Income tax on items of other comprehensive income is required to be allocated on the same basis. The amendments have been applied retrospectively. Other than the above mentioned presentation changes, the application of the amendments to HKAS 1 does not result in any impact on profit or loss, other comprehensive income and total comprehensive income.

(b) HKFRS 13 Fair value measurement

HKFRS 13 replaces existing guidance in individual HKFRSs with a single source of fair value measurement guidance. HKFRS 13 also contains extensive disclosure requirements about fair value measurements for both financial instruments and non-financial instruments. The adoption of HKFRS 13 does not have any material impact on the fair value measurements of the Group's assets and liabilities.

3.2 採納新訂及經修訂香港財務報告準則(續)

於本中期期間應用上述新訂或經修訂香港財務報告準則對於該等簡明綜合財務報表所報金額及／或該等簡明財務報表所載披露並無重大影響，惟下列者除外：

(a) 香港會計準則第1號「財務報表之呈列－呈列其他全面收入項目」之修訂

香港會計準則第1號之修訂要求於其他全面收入一節內作出額外披露，以將其他全面收入項目分為兩類：(i)其後不會重新分類至損益之項目；及(ii)其後可能會於符合特定條件時重新分類至損益之項目。其他全面收入項目之所得稅須按相同基準分配。該等修訂已獲追溯應用。除上述呈列方式變動外，應用香港會計準則第1號之修訂對損益、其他全面收入及全面收入總額概無任何影響。

(b) 香港財務報告準則第13號公平值計量

香港財務報告準則第13號以單一公平值計量指引取代目前個別香港財務報告準則之有關指引。香港財務報告準則第13號亦就財務工具和非財務工具之公平值計量制定全面之披露規定。採納香港財務報告準則第13號不會對本集團之資產及負債之公平值計量構成任何重大影響。



Notes to Condensed Consolidated Interim Financial Information (continued)

簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

4. OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their products and services and has three reportable operating segments as follows:

- (a) the integration and solutions services segment engages in the sales of computer networks and system platforms, and the provision of system and network integration, IT solutions development and implementation, and related maintenance services;
- (b) the application services segment engages in the provision of enterprise software applications and related operation outsourcing, business process outsourcing and e-business, and related maintenance services; and
- (c) the investments segment primarily engages in various types of investing activities including, inter alia, property investment for rental income and treasury investment in listed debt and equity securities for dividend income and interest income.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on reportable segment profit, which is a measure of adjusted profit before tax. The adjusted profit before tax is measured consistently with the Group's profit before tax except that unallocated interest income, unallocated other income and gains, net, corporate and other unallocated depreciation, corporate and other unallocated expenses, and finance costs are excluded from such measurement.

Segment assets exclude tax recoverable, pledged bank deposits, cash and cash equivalents, and other unallocated head office and corporate assets as these assets are managed on a group basis.

Segment liabilities exclude tax payable, deferred tax liabilities and other unallocated head office and corporate liabilities as these liabilities are managed on a group basis.

There were no material intersegment sales and transfers during the current and prior period.

4. 經營分部資料

為方便管理，本集團根據其產品及服務劃分業務單位，並得出以下三個可報告的經營分部：

- (a) 集成及解決方案服務分部乃從事銷售電腦網絡及系統平台、提供系統及網絡集成服務、資訊科技解決方案發展及實施以及相關保養服務；
- (b) 應用服務分部乃從事提供企業軟件應用及相關營運外判、業務流程外判、電子貿易服務，以及相關保養服務；及
- (c) 投資分部乃主要從事不同種類之投資活動，其中包括賺取租金收入之物業投資、於上市債務及股本證券之庫務投資以賺取股息收入及利息收入。

管理層獨立監察本集團各經營分部之業績，以就資源分配及表現評估作出決定。分部表現乃根據可報告分部溢利進行評估，而此乃經調整除稅前溢利計算方法。經調整除稅前溢利與本集團除稅前溢利之計量基準一致，惟當中並無計及未分配利息收入、未分配其他收入及收益淨額、企業及其他未分配折舊、企業及其他未分配開支以及財務費用。

分部資產不包括可返還稅項、已質押銀行存款、現金及等同現金資產，以及其他未分配總部及企業資產，原因為此等資產乃集團統一管理。

分部負債不包括應繳稅項、遞延稅項負債及其他未分配總部及企業負債，原因為此等負債乃集團統一管理。

於目前及過往期間，分部間並無重大銷售及轉讓。

Notes to Condensed Consolidated Interim Financial Information (continued)
 簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

4. OPERATING SEGMENT INFORMATION (CONTINUED) 4. 經營分部資料(續)

(a) Operating segments

(a) 經營分部

Group

本集團

		Integration and Solutions Services		Application Services		Investments		Total	
		集成及解決方案服務		應用服務		投資		總額	
		2013	2012	2013	2012	2013	2012	2013	2012
		二零一三年	二零一二年	二零一三年	二零一二年	二零一三年	二零一二年	二零一三年	二零一二年
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
Segment revenue:	分部收入：								
Sales to external customers	銷售予外界客戶	49,014	70,358	39,591	39,152	1,595	892	90,200*	110,402*
Other income and gains, net	其他收入及收益淨額	2,253	49	(29)	6	721	(1,271)	2,945^	(1,216)^
Total	總計	51,267	70,407	39,562	39,158	2,316	(379)	93,145	109,186
Segment results	分部業績	8,332	41	15,674	11,977	4,626	16,436	28,632	28,454
<i>Reconciliation:</i>	<i>對賬：</i>								
Unallocated interest income	未分配利息收入							4,205^	4,629^
Unallocated other income and gains, net	未分配其他收入及收益淨額							1,026^	188^
Corporate and other unallocated depreciation	企業及其他未分配折舊							(87)	(93)
Corporate and other unallocated expenses	企業及其他未分配開支							(9,769)	(9,305)
Finance costs	財務成本							-	(100)
Profit before tax	除稅前溢利							24,007	23,773



Notes to Condensed Consolidated Interim Financial Information (continued)
 簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

4. OPERATING SEGMENT INFORMATION (CONTINUED) 4. 經營分部資料(續)

(a) Operating segments (continued)

Group (continued)

		Integration and Solutions Services 集成及解決方案服務		Application Services 應用服務		Investments 投資		Total 總額	
		30 June 2013 二零一三年 六月 三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2012 二零一二年 十二月 三十一日 (Audited) (經審核) HK\$'000 千港元	30 June 2013 二零一三年 六月 三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2012 二零一二年 十二月 三十一日 (Audited) (經審核) HK\$'000 千港元	30 June 2013 二零一三年 六月 三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2012 二零一二年 十二月 三十一日 (Audited) (經審核) HK\$'000 千港元	30 June 2013 二零一三年 六月 三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2012 二零一二年 十二月 三十一日 (Audited) (經審核) HK\$'000 千港元
Segment assets	分部資產	50,327	41,561	40,338	33,931	126,818	79,539	217,483	155,031
Reconciliation:	對賬:								
Corporate and other unallocated assets	企業及其他未分配資產							288,506	339,048
Total assets	資產總值							505,989	494,079
Segment liabilities	分部負債	52,272	49,347	42,949	32,673	610	609	95,831	82,629
Reconciliation:	對賬:								
Corporate and other unallocated liabilities	企業及其他未分配負債							11,415	11,205
Total liabilities	負債總額							107,246	93,834

* This represents the consolidated revenue of HK\$90,200,000 (2012: HK\$110,402,000) in the condensed consolidated income statement.

^ These comprise the consolidated other income and gains, net, of HK\$8,176,000 (2012: HK\$3,601,000) in the condensed consolidated income statement.

(a) 經營分部(續)

本集團(續)

* 指於簡明綜合收益表之綜合收入 90,200,000 港元(二零一二年: 110,402,000 港元)。

^ 包括在簡明綜合收益表內之其他收入及收益淨額 8,176,000 港元(二零一二年: 3,601,000 港元)。

Notes to Condensed Consolidated Interim Financial Information (continued)
簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

4. OPERATING SEGMENT INFORMATION (CONTINUED)

4. 經營分部資料(續)

(a) Operating segments (continued)

(a) 經營分部(續)

Group (continued)

本集團(續)

	Integration and Solutions Services		Application Services		Investments		Total	
	集成及解決方案服務		應用服務		投資		總額	
	2013	2012	2013	2012	2013	2012	2013	2012
	二零一三年	二零一二年	二零一三年	二零一二年	二零一三年	二零一二年	二零一三年	二零一二年
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
Other segment information:	其他分部資料:							
Net fair value gains on investment properties	投資物業公平值收益淨額							
	-	-	-	-	2,558	13,556	2,558	13,556
Net fair value gains/(losses) on financial assets at fair value through profit or loss	按公平值經損益入賬之財務資產公平值收益/(虧損)淨額							
	-	-	-	-	(505)	3,607	(505)	3,607
Depreciation	折舊							
Corporate and other unallocated depreciation	企業及其他未分配折舊							
	273	495	231	302	47	47	551	844
							87	93
							638	937
Other material non-cash income items, net*	其他重大非現金項目收入淨額*							
	343	-	30	20	-	-	373	20
Capital expenditure**	資本開支**							
Corporate and other unallocated capital expenditure	企業及其他未分配資本開支							
	202	863	37	504	-	-	239	1,367
							33	40
							272	1,407

* Including impairment losses recognised in the condensed consolidated income statement attributable to the application services segment of HK\$76,000 (2012: HK\$36,000) and the reversal of impairment losses and reversal of the written off in the condensed consolidated income statement attributable to the integration and solutions services segment and the application services segment of HK\$343,000 (2012: Nil) and HK\$106,000 (2012: HK\$56,000), respectively.

** Capital expenditure consists of additions to property, plant and equipment.

* 包括於簡明綜合收益表所確認來自應用服務分部之減值虧損76,000港元(二零一二年: 36,000港元), 及於簡明綜合收益表來自集成及解決方案服務分部及應用服務分部之減值虧損撥回及撤銷撥回分別為343,000港元(二零一二年: 無)及106,000港元(二零一二年: 56,000港元)。

** 資本開支包括物業、廠房及設備添置。



Notes to Condensed Consolidated Interim Financial Information (continued)
 簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

4. OPERATING SEGMENT INFORMATION (CONTINUED) 4. 經營分部資料(續)

(b) Geographical information

Group

	Hong Kong 香港		Mainland China 中國內地		Consolidated 綜合	
	2013 二零一三年 (Unaudited) (未經審核) HK\$'000 千港元	2012 二零一二年 (Unaudited) (未經審核) HK\$'000 千港元	2013 二零一三年 (Unaudited) (未經審核) HK\$'000 千港元	2012 二零一二年 (Unaudited) (未經審核) HK\$'000 千港元	2013 二零一三年 (Unaudited) (未經審核) HK\$'000 千港元	2012 二零一二年 (Unaudited) (未經審核) HK\$'000 千港元

(b) 地區資料

本集團

(i) Revenue from external customers

Segment revenue:	分部收入:				
Sales to external customers	銷售予外界客戶	72,023	77,994	18,177	32,408
		90,200			110,402

(i) 來自外界客戶之收入

The revenue information is based on the location of the customers.

收入資料乃以客戶所在地為基準。

(ii) Non-current assets

		Consolidated 綜合	
		30 June 2013 二零一三年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2012 二零一二年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
Hong Kong	香港	75,242	69,803
Mainland China	中國內地	9,631	9,472
		84,873	79,275

(ii) 非流動資產

The non-current asset information is based on the location of assets and excludes financial instruments.

非流動資產資料乃按資產所在地呈列，當中並未計及財務工具。

Notes to Condensed Consolidated Interim Financial Information (continued) 簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月



4. OPERATING SEGMENT INFORMATION (CONTINUED)

(c) Information about major customers

Revenues from external customers individually amounting to 10% or more of the Group's total revenue:

For the period ended 30 June 2013, revenues from two major customers of HK\$23,077,000 and HK\$9,601,000, individually amounting to 10% or more of the Group's total revenue, were derived from the integration and solutions services segment.

For the period ended 30 June 2012, revenue from a customer of HK\$27,482,000, individually amounting to 10% or more of the Group's total revenue, was derived from the integration and solutions services segment.

5. REVENUE, OTHER INCOME AND GAINS, NET

Revenue, which is also the Group's turnover, represents the aggregate of the invoiced value of goods sold, net of trade discounts, returns and business tax, where applicable; fees earned from the provision of system and network integration, IT solutions, enterprise software applications, business process outsourcing, e-business and related services; fees earned from the provision of maintenance services; gross rental income earned from investment properties; and interest income earned from treasury investments during the period.

4. 經營分部資料(續)

(c) 主要客戶之資料

來自外界客戶之收入個別佔本集團總收入10%或以上：

截至二零一三年六月三十日止期間，來自兩名主要客戶之收入為23,077,000港元及9,601,000港元，個別佔本集團總收入10%或以上，有關金額乃來自集成及解決方案服務分部。

截至二零一二年六月三十日止期間，來自一名客戶之收入為27,482,000港元，個別佔本集團總收入10%或以上，有關金額乃來自集成及解決方案服務分部。

5. 收入、其他收入及收益淨額

收入(亦即本集團之營業額)指本期間銷售貨品之發票值總額扣除貿易折扣、退貨及營業稅(如適用)；提供系統及網絡集成服務、資訊科技解決方案、企業軟件應用、業務流程外判、電子貿易及相關服務賺取之費用；提供保養服務賺取之費用；投資物業賺取之租金收入總額；以及就庫務投資賺取之利息收入。



Notes to Condensed Consolidated Interim Financial Information (continued)

簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

5. REVENUE, OTHER INCOME AND GAINS, NET (CONTINUED)

An analysis of revenue, other income and gains, net is as follows:

5. 收入、其他收入及收益淨額(續)

收入、其他收入及收益淨額分析如下：

		For the six months ended	
		30 June	
		截至六月三十日止六個月	
		2013	2012
		二零一三年	二零一二年
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
		HK\$'000	HK\$'000
		千港元	千港元
Revenue	收入		
Sale of computer networks and system platforms, and the provision of system and network integration, IT solutions development and implementation, and related maintenance services	銷售電腦網絡及系統平台、提供系統及網絡集成服務、資訊科技解決方案發展及實施以及相關保養服務	49,014	70,358
Provision of enterprise software applications and related operation outsourcing, business process outsourcing and e-business, and related maintenance services	提供企業軟件應用及相關營運外判、業務流程外判、電子貿易服務以及相關保養服務	39,591	39,152
Gross rental income from investment properties and interest income from treasury investments	投資物業之租金收入總額及庫務投資之利息收入	1,595	892
		90,200	110,402
Other income and gains, net	其他收入及收益淨額		
Bank interest income	銀行利息收入	4,205	4,629
Dividend income from listed investments	上市投資之股息收入	312	453
Fair value gain on derivative financial instruments – transactions not qualifying as hedges	衍生財務資產之公平值收益 – 不合資格作對沖之交易	–	130
Gain/(loss) on disposal of financial assets at fair value through profit or loss	出售按公平值經損益入賬之財務資產收益/(虧損)	162	(1,724)
Foreign exchange differences, net	匯兌差額淨額	3,447	38
Others	其他	50	75
		8,176	3,601

Notes to Condensed Consolidated Interim Financial Information (continued)

簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月



6. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging/(crediting):

		For the six months ended 30 June 截至六月三十日止六個月	
		2013 二零一三年 (Unaudited) (未經審核) HK\$'000 千港元	2012 二零一二年 (Unaudited) (未經審核) HK\$'000 千港元
Depreciation	折舊	638	937
Equity-settled share-based payment expense	股權結算以股份付款開支	387	359
Impairment of trade receivables	應收貿易賬款減值	76	36
Reversal of impairment of trade receivables and trade receivables written off	撥回應收貿易賬款減值及應收貿易賬款撇銷	(31)	(56)
Reversal of impairment of amounts due from contract customers and amount due from contract customers written off	撥回應收合約客戶款項減值及應收合約客戶款項撇銷	(418)	-
Bank interest income	銀行利息收入	(4,205)	(4,629)
Foreign exchange differences, net	匯兌差額淨額	(3,447)	(38)

6. 除稅前溢利

本集團除稅前溢利經扣除/(計入)下列各項：

7. INCOME TAX

Hong Kong profits tax has been provided at the applicable rate of 16.5% (six months ended 30 June 2012: 16.5%) on the estimated assessable profits arising in Hong Kong during the period. Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the countries/jurisdictions in which the Group operates.

7. 所得稅

香港利得稅乃根據本期間於香港產生之估計應課稅溢利按稅率16.5%(截至二零一二年六月三十日止六個月：16.5%)作出撥備。其他地區應課稅溢利之稅項乃根據本集團經營業務所在國家/司法權區按適用稅率計算。

		For the six months ended 30 June 截至六月三十日止六個月	
		2013 二零一三年 (Unaudited) (未經審核) HK\$'000 千港元	2012 二零一二年 (Unaudited) (未經審核) HK\$'000 千港元
Current – Hong Kong	即期 – 香港		
Charge for the period	期內稅項支出	2,029	1,367
Current – Elsewhere	即期 – 其他地區		
Charge for the period	期內稅項支出	104	1,470
Overprovision in prior years	往年度多提撥備	(95)	(420)
Deferred	遞延	90	64
Total tax charge for the period	期內稅項支出總額	2,128	2,481



Notes to Condensed Consolidated Interim Financial Information (continued)

簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

8. DIVIDENDS

- a. Subsequent to the end of the interim period, the Board has determined that an interim dividend of 6 HK cents (2012: 6 HK cents) in cash per share should be paid to the shareholders of the Company whose names appear in the Register of Members on 28 August 2013.
- b. Dividends attributable to the previous financial year, approved and paid during the interim period.

8. 股息

- a. 於中期期間結算日後，董事會決定向於二零一三年八月二十八日名列股東名冊之本公司股東派付中期股息每股現金6港仙(二零一二年：6港仙)。
- b. 上個財政年度股息獲批准並於中期期間派付。

For the six months ended 30 June

截至六月三十日止六個月

	2013 二零一三年 (Unaudited) (未經審核) HK\$'000 千港元	2012 二零一二年 (Unaudited) (未經審核) HK\$'000 千港元	
Final and special dividends in respect of the previous financial year, approved and paid during the interim period of HK\$0.09 (2012: Final dividend of HK\$0.07) per ordinary share	獲批准及於中期期間派付有關上個財政年度之末期及特別股息每股普通股0.09港元(二零一二年：末期股息0.07港元)	21,978	17,223
Less: Dividend for shares held under the Company's restricted share award scheme	減：根據本公司有限制股份獎勵計劃持有之股份所得股息	(393)	(355)
	21,585	16,868	

9. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The calculation of basic earnings per share amounts is based on the profit for the period attributable to ordinary equity holders of the parent, and the weighted average number of ordinary shares of 240,304,518 (2012: 241,195,605) in issue during the period, as adjusted to exclude the shares held under the restricted share award scheme of the Company.

9. 母公司普通股股東應佔每股盈利

每股基本盈利金額乃根據母公司普通股股東應佔本期間溢利及期內已發行普通股加權平均數240,304,518股(二零一二年：241,195,605股)計算，並就剔除本公司有限制股份獎勵計劃項下所持股份作出調整。

Notes to Condensed Consolidated Interim Financial Information (continued)

簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

9. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT (CONTINUED)

The calculation of diluted earnings per share amounts is based on the profit for the period attributable to ordinary equity holders of the parent. The weighted average number of ordinary shares used in the calculation is the number of ordinary shares in issue during the period, as used in the basic earnings per share calculation, and the weighted average number of ordinary shares assumed to have been issued at no consideration on the deemed exercise or conversion of all dilutive potential ordinary shares granted under the share option schemes of the Company and the deemed vesting of all dilutive restricted shares of the Company awarded under the restricted share award scheme of the Company into ordinary shares.

The calculations of basic and diluted earnings per share are based on:

Earnings

The calculations of basic and diluted earnings per share are based on profit attributable to ordinary equity holders of the parent.

9. 母公司普通股股東應佔每股盈利(續)

每股攤薄後盈利金額乃根據母公司普通股股東應佔本期間溢利計算。計算所用之普通股加權平均數為每股基本盈利所用之期內已發行普通股數目，以及假設於所有根據本公司購股權計劃授出之潛在攤薄普通股被視為已行使或兌換時，以及本公司根據本公司有限制股份獎勵計劃授出之所有具攤薄作用有限制股份被視作歸屬時，本公司已按無償方式發行之普通股加權平均數。

每股基本及攤薄盈利所用數據計算：

盈利

每股基本及攤薄盈利乃按母公司普通股股東應佔本期間溢利計算。

		Number of shares 股份數目	
		2013 二零一三年 (Unaudited) (未經審核)	2012 二零一二年 (Unaudited) (未經審核)
Shares	股份		
Weighted average number of ordinary shares in issue during the period used in the basic earnings per share calculation	計算每股基本盈利所用期內已發行普通股加權平均數	240,304,518	241,195,605
Effect of dilution – weighted average number of ordinary shares:	攤薄影響 – 普通股加權平均數：		
Restricted shares awarded under the Company's restricted share award scheme	根據本公司有限制股份獎勵計劃授出之有限制股份	1,837,314	2,286,331
		242,141,832	243,481,936



Notes to Condensed Consolidated Interim Financial Information (continued)
 簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

10. GOODWILL

10. 商譽

Group	本集團	HK\$'000 千港元
Cost and carrying amount at 1 January 2012, 31 December 2012 and 1 January 2013	於二零一二年一月一日、二零一二年十二月三十一日及二零一三年一月一日成本及賬面值	25,813
Acquisition of a subsidiary (note 15)	收購一間附屬公司(附註15)	3,398
Cost and carrying amount at 30 June 2013	於二零一三年六月三十日成本及賬面值	29,211

11. AVAILABLE-FOR-SALE INVESTMENTS

11. 可供出售投資

		30 June 2013 二零一三年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2012 二零一二年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
Listed debt investments, at fair value	按公平值計算之上市債務投資	47,335	-
Club membership debenture, at fair value	按公平值計算之會所會籍債券	2,100	2,100
		49,435	2,100
Portion classified as current assets	分類為流動資產部分	(30,125)	-
Portion classified as no-current assets	分類為非流動資產部分	19,310	2,100

During the period, the gross loss in respect of the Group's available-for-sale investments recognized in other comprehensive income amounted to HK\$936,000 (2012: Nil).

期內，有關本集團於其他全面收入中確認之可供出售投資之毛損為936,000港元(二零一二年：無)。

Notes to Condensed Consolidated Interim Financial Information (continued)

簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月



12. TRADE AND BILLS RECEIVABLES

An aged analysis of the trade and bills receivables as at the end of the reporting period, based on the invoice date and net of provisions, is as follows:

Within 1 month	一個月內
1 to 3 months	一至三個月
4 to 6 months	四至六個月
More than 6 months	六個月以上

For system integration projects and the provision of maintenance services and software development services, the Group's trading terms with its customers vary from contract to contract or depending on the specific arrangements with individual customers, and may include cash on delivery, advance payment and on credit. For those customers who trade on credit, the overall credit period is generally within 120 days, except for certain projects with longer implementation schedules where the period may extend beyond 120 days, or may be extended for major or specific customers. The Group seeks to maintain strict control over its outstanding trade receivables and overdue balances are reviewed regularly by senior management. Trade and bills receivables are non-interest-bearing.

12. 應收貿易賬款及應收票據

應收貿易賬款及應收票據於報告期間結算日按發票日並經扣除撥備之賬齡分析如下：

30 June	31 December
2013	2012
二零一三年	二零一二年
六月三十日	十二月三十一日
(Unaudited)	(Audited)
(未經審核)	(經審核)
HK\$'000	HK\$'000
千港元	千港元
33,114	17,432
8,319	6,932
924	2,031
3,093	868
45,450	27,263

就系統集成項目以及提供保養服務及軟件開發服務而言，本集團與其客戶之貿易條款因應個別合約或視乎與個別客戶之特別安排而異，可能包括貨到付款、預先付款及賒賬。該等以賒賬形式進行交易之客戶，其整段信貸期一般不長於120天，惟倘若若干項目施工期較長，則信貸期可延長至超過120天，或可就主要或特定客戶延長信貸期。本集團一直嚴格控制其未償還之應收貿易賬款，而高級管理層亦定期審閱逾期款項結餘。應收貿易賬款及應收票據並不計利息。



Notes to Condensed Consolidated Interim Financial Information (continued)
 簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

13. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

13. 按公平值經損益入賬之財務資產

		30 June 2013	31 December 2012
		二零一三年 六月三十日	二零一二年 十二月三十一日
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
		HK\$'000	HK\$'000
		千港元	千港元
Listed debt investments, at market value	按市值計算之上市債務投資	11,013	11,109
Listed equity investments in Hong Kong, at market value	按市值計算之香港上市股本投資	12,619	14,933
		23,632	26,042
Portion classified as current assets	分類為流動資產部分	(15,170)	(17,487)
Portion classified as non-current assets	分類為非流動資產部分	8,462	8,555

The listed debt investments were designated upon initial recognition as financial assets at fair value through profit or loss as they are managed and their performance are evaluated on a fair value basis, in accordance with a documented risk management and investment strategy, and information about the investments is provided on that basis to the Group's key management personnel. Listed debt investments classified as current assets at 30 June 2013 and 31 December 2012 are listed debts with maturity date fall within one year from the end of the reporting period.

The listed equity investments included under current assets at 30 June 2013 and 31 December 2012 were classified as held for trading.

鑑於上市債務投資乃根據既定風險管理及投資策略按公平值基準管理及評估表現，故於初次確認時獲指定為按公平值經損益入賬之財務資產，而有關該等投資之資料乃按相關基準向本集團之主要管理人員提供。於二零一三年六月三十日及二零一二年十二月三十一日獲分類為流動資產之上市債項投資乃為由報告期間結算日起計一年內到期之上市債務。

計入於二零一三年六月三十日及二零一二年十二月三十一日之流動資產之上市股本投資乃分類為持作買賣。

Notes to Condensed Consolidated Interim Financial Information (continued)

簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

14. TRADE PAYABLES, OTHER PAYABLES AND ACCRUALS

		30 June 2013 二零一三年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2012 二零一二年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
Trade payables	應付貿易賬款	27,564	33,037
Other payables	其他應付款項	25,530	24,191
Accruals	應計款項	9,905	12,487
		62,999	69,715

An aged analysis of trade payables as at the end of the reporting period, based on the payment due date, is as follows:

		30 June 2013 二零一三年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2012 二零一二年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
Current	即期	24,125	29,405
1 to 3 months	一至三個月	2,152	3,020
4 to 6 months	四至六個月	247	109
Over 6 months	六個月以上	1,040	503
		27,564	33,037

The trade payables are non-interest-bearing and are normally settled on 30-day terms.

15. BUSINESS COMBINATION

The Group acquired the entire interest in Vitova Limited ("Vitova") on 31 May 2013. Vitova is engaged in the provision of enterprise software applications and related operation. The acquisition was made as part of the Group's strategy to expand the Group's Application Services business and to extend the existing product offering. The purchase consideration for the acquisition was in the form of cash, with HK\$1 million paid at the acquisition date and the remaining payment not exceeding HK\$0.6 million, subject to the subsequent settlement pattern of accounts receivables and accounts payables of Vitova, to be paid on or before 30 November 2013.

14. 應付貿易賬款、其他應付款項及應計款項

於報告期間結算日，應付貿易賬款按到期付款日之賬齡分析如下：

		30 June 2013 二零一三年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2012 二零一二年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
Current	即期	24,125	29,405
1 to 3 months	一至三個月	2,152	3,020
4 to 6 months	四至六個月	247	109
Over 6 months	六個月以上	1,040	503
		27,564	33,037

應付貿易賬款並不計息，一般按30日之期限結清。

15. 業務合併

本集團於二零一三年五月三十一日收購慧圖科技有限公司(「慧圖」)全部權益。慧圖從事提供企業軟件應用及有關業務。收購乃因應擴充本集團應用服務業務並擴大現有產品種類之本集團策略進行。收購之購買代價乃以現金支付，其中100萬港元已於收購日期支付，而餘下款項不超過60萬港元(視乎慧圖應收貿易賬款及應付款項之其後結算記錄狀況而定)須於二零一三年十一月三十日或之前支付。



Notes to Condensed Consolidated Interim Financial Information (continued)

簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

15. BUSINESS COMBINATION (CONTINUED)

The fair values of the identifiable assets and liabilities of Vitova as at the date of acquisition were as follows:

		Fair value recognised on acquisition 收購之公平值 HK\$'000 千港元
Property, plant and equipment	物業、廠房及設備	23
Cash and bank balances	現金及銀行結餘	1,037
Trade receivables	應收貿易賬款	1,497
Prepayments and other receivables	預付款項及其他應收款項	801
Trade payables, other payables and accruals	應付貿易賬款、其他應付款項及應計款項	(1,944)
Due to contract customers	應付合約客戶款項	(111)
Deferred revenue	遞延收入	(3,101)
Total identifiable net liabilities at fair value	可識別負債淨值總額之公平值	(1,798)
Goodwill on acquisition (note 10)	收購之商譽(附註10)	3,398
Total cost of the business combination	業務合併之總成本	1,600
Satisfied by:	由以下支付：	
Cash	現金	1,000
Acquisition consideration payable	應付收購代價	600
Total cost of the business combination	業務合併之總成本	1,600

The fair values of the trade receivables and other receivables as at the date of acquisition amounted to HK\$1,497,000 and HK\$801,000 respectively. The gross contractual amounts of trade receivables and other receivables were HK\$2,203,000 and HK\$801,000 respectively, of which trade receivables of HK\$706,000 are expected to be uncollectible.

The goodwill of approximately HK\$3,398,000 comprises the value of expected synergies arising from the acquisition. None of the goodwill recognised is expected to be deductible for income tax purpose. At the end of the reporting period, the allocation of the cost of acquisition to the identifiable assets and liabilities is pending the finalisation of certain valuations. Accordingly, the above goodwill arising on the acquisition is a provisional amount and may change upon the completion of the valuations.

Since the acquisition, Vitova contributed HK\$469,000 and HK\$110,000 respectively to the Group's turnover and consolidated profit for the period ended 30 June 2013.

15. 業務合併(續)

慧圖之可識別資產及負債之公平值於收購日期為如下：

		Fair value recognised on acquisition 收購之公平值 HK\$'000 千港元
Property, plant and equipment	物業、廠房及設備	23
Cash and bank balances	現金及銀行結餘	1,037
Trade receivables	應收貿易賬款	1,497
Prepayments and other receivables	預付款項及其他應收款項	801
Trade payables, other payables and accruals	應付貿易賬款、其他應付款項及應計款項	(1,944)
Due to contract customers	應付合約客戶款項	(111)
Deferred revenue	遞延收入	(3,101)
Total identifiable net liabilities at fair value	可識別負債淨值總額之公平值	(1,798)
Goodwill on acquisition (note 10)	收購之商譽(附註10)	3,398
Total cost of the business combination	業務合併之總成本	1,600
Satisfied by:	由以下支付：	
Cash	現金	1,000
Acquisition consideration payable	應付收購代價	600
Total cost of the business combination	業務合併之總成本	1,600

於收購日期之應收貿易賬款及其他應收款項公平值分別為1,497,000港元及801,000港元。應收貿易賬款及其他應收款項之總合約金額分別為2,203,000港元及801,000港元，其中應收貿易賬款706,000港元預期不可收回。

因收購而產生約3,398,000港元的商譽包括預期協同效應的價值。已確認的商譽預計將不可用作抵扣所得稅稅項。於報告期末，收購業務的若干收購成本仍有待評估完成後方可分配至可識別資產及負債。因此，上述自收購事項產生的商譽為暫定金額，於完成評估後可能出現變動。

自收購起，慧圖於截至二零一三年六月三十日止期間向本集團之營業額及綜合溢利分別貢獻469,000港元及110,000港元。

Notes to Condensed Consolidated Interim Financial Information (continued)
 簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月



16. OPERATING LEASE ARRANGEMENTS

16. 經營租賃安排

(a) As lessor

The Group leases its investment properties under operating lease arrangements, with leases negotiated for terms ranging from one to two years. The terms of the leases generally also require the tenants to pay security deposits and provide for periodic rent adjustments according to the then prevailing market conditions.

At 30 June 2013, the Group had total future minimum lease receivables under non-cancellable operating leases with its tenants falling due as follows:

Within one year	一年內
In the second to fifth years, inclusive	第二至第五年(包括首尾兩年)

(a) 作為出租人

本集團根據經營租賃安排租賃其投資物業，議定之租期介乎一至兩年不等。租賃條款一般要求租戶支付保證按金，並須根據當時現行市況定期調整租金。

於二零一三年六月三十日，本集團根據與其租戶簽訂於下列期限屆滿之不可撤銷經營租賃而於日後應收之最低租金總值如下：

	30 June 2013 二零一三年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2012 二零一二年 十二月三十一日 (Audited) (未經審核) HK\$'000 千港元
Within one year	1,713	1,829
In the second to fifth years, inclusive	389	1,181
	2,102	3,010

(b) As lessee

The Group leases certain of its office properties under operating lease arrangements. Leases for properties are negotiated for terms ranging from one to three years.

At 30 June 2013, the Group had total future minimum lease payments under non-cancellable operating leases falling due as follows:

Within one year	一年內
In the second to fifth years, inclusive	第二至第五年(包括首尾兩年)

(b) 作為承租人

本集團根據經營租賃安排租賃其若干辦公室物業。該等物業所議定之租賃期介乎一至三年。

於二零一三年六月三十日，本集團根據於下列期限屆滿之不可撤銷經營租賃而於日後應付之最低租金總值如下：

	30 June 2013 二零一三年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2012 二零一二年 十二月三十一日 (Audited) (未經審核) HK\$'000 千港元
Within one year	4,868	5,305
In the second to fifth years, inclusive	150	2,196
	5,018	7,501



Notes to Condensed Consolidated Interim Financial Information (continued)

簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

17. RELATED PARTY TRANSACTIONS

In addition to the transactions, arrangements and balances detailed elsewhere in these financial statements, the Group had the following material transactions with related parties during the period:

Compensation of key management personnel of the Group:

		For the six months ended 30 June	
		截至六月三十日止六個月	
		2013	2012
		二零一三年	二零一二年
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
		HK\$'000	HK\$'000
		千港元	千港元
Short term employee benefits	短期僱員福利	4,954	5,055
Equity-settled share-based payment expense	股權結算以股份付款開支	200	145
Post-employment benefits	離職後福利	45	38
Total compensation paid to key management personnel	支付主要管理人員之酬金總值	5,199	5,238

18. FAIR VALUE AND FAIR VALUE HIERARCHY

At the end of the reporting period, the carrying amounts of the Group's financial assets and liabilities approximated to their fair values.

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

The fair values of cash and cash equivalents, pledged bank deposits, trade and bills receivables, deposits and other receivables, trade payables and financial liabilities included in accruals approximate to their carrying amounts largely due to the short term maturities of these instruments.

The fair values of listed equity and debt investments are based on quoted market prices.

The fair value of the available-for-sale investments are based on available or quoted market prices.

17. 關連人士交易

除此等財務報表其他章節詳述之交易、安排及結餘外，本集團於期內曾進行下列重大關連人士交易：

本集團主要管理人員之酬金如下：

		For the six months ended 30 June	
		截至六月三十日止六個月	
		2013	2012
		二零一三年	二零一二年
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
		HK\$'000	HK\$'000
		千港元	千港元
Short term employee benefits	短期僱員福利	4,954	5,055
Equity-settled share-based payment expense	股權結算以股份付款開支	200	145
Post-employment benefits	離職後福利	45	38
Total compensation paid to key management personnel	支付主要管理人員之酬金總值	5,199	5,238

18. 公平值及公平值等級架構

於報告期間結算日，本集團財務資產及財務負債之賬面值與其公平值相若。

財務資產及負債之公平值以該工具自願交易方(強迫或清盤出售除外)當前交易下之可交易金額入賬。下列方法及假設乃用以估計公平值：

現金及等同現金資產、已質押銀行存款項、應收貿易賬款及應收票據、按金及其他應收款項、應付貿易賬款、計入應計款項之財務負債之公平值與其賬面值相若，主要由於該等工具的到期日較短。

上市股權及債務投資之公平值乃按市場報價得出。

可供出售投資之公平值乃按所得或所報市場價格得出。

Notes to Condensed Consolidated Interim Financial Information (continued)
 簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

18. FAIR VALUE AND FAIR VALUE HIERARCHY (CONTINUED)

Fair value hierarchy

The Group uses the following hierarchy for determining and disclosing the fair values of financial instruments:

Level 1: fair values measured based on quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: fair values measured based on valuation techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly

Level 3: fair values measured based on valuation techniques for which any inputs which have a significant effect on the recorded fair value are not based on observable market data (unobservable inputs)

Assets measured at fair value:

Group

As at 30 June 2013

18. 公平值及公平值等級架構(續)

公平值等級架構

本集團採用以下等級架構釐定及披露財務工具之公平值：

第1層：按相同資產或負債於活躍市場之未經調整報價計算之公平值

第2層：以對所錄得公平值有重要影響之輸入數據均可直接或間接觀察之估值方法計算之公平值

第3層：以對所錄得公平值有重要影響之輸入數據均非市場觀察可得數據(並非觀察可得輸入數據)之估值方法計算之公平值

按公平值計量之資產：

本集團

於二零一三年六月三十日

		Level 1 第1層 HK\$'000 千港元	Level 2 第2層 HK\$'000 千港元	Level 3 第3層 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Available-for-sale investments:	可供出售投資：				
Club membership debenture	會所會籍債券	-	2,100	-	2,100
Listed debt investments, at fair value:	上市債務投資， 按公平值：				
Designated as available- for-sale investments at fair value	指定按公平值入賬 之可供出售投資	47,335	-	-	47,335
Financial assets at fair value through profit or loss:	按公平值經損益入賬之 財務資產：				
Held-for-trading	持作買賣	12,619	-	-	12,619
Designated as financial assets at fair value through profit or loss	指定為按公平值經損益 入賬之財務資產	11,013	-	-	11,013
		70,967	2,100	-	73,067



Notes to Condensed Consolidated Interim Financial Information (continued) 簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

18. FAIR VALUE AND FAIR VALUE HIERARCHY (CONTINUED)

Fair value hierarchy (continued)

Assets measured at fair value: (continued)

Group (continued)

As at 31 December 2012

		Level 1 第1層 HK\$'000 千港元	Level 2 第2層 HK\$'000 千港元	Level 3 第3層 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Available-for-sale investment: Club membership debenture	可供出售投資： 會所會籍債券	-	2,100	-	2,100
Financial assets at fair value through profit or loss:	按公平值經損益入賬之 財務資產：				
Held-for-trading	持作買賣	14,933	-	-	14,933
Designated as financial assets at fair value through profit or loss	指定為按公平值經損益 入賬之財務資產	11,109	-	-	11,109
		26,042	2,100	-	28,142

During the period ended 30 June 2013, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3 (Year ended 31 December 2012: Nil).

Liabilities measured at fair value:

Group

The Group did not have any financial liabilities measured at fair value as at 30 June 2013 and 31 December 2012.

19. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial instruments include pledged bank deposits and cash and cash equivalents. The main purpose of these financial instruments is to finance the Group's operations. The Group has various other financial assets and liabilities such as trade and bills receivables, deposits and other receivables, trade and other payables, financial liabilities included in accruals, financial assets at fair value through profit or loss, and available-for-sale investments, which mainly arise directly from its operations.

The main risks arising from the Group's financial instruments are interest rate risk, foreign currency risk, credit risk, equity price risk, debt investment price risk, debenture price risk and liquidity risk. The board of directors reviews and agrees policies for managing each of these risks and they are summarised below.

18. 公平值及公平值等級架構(續)

公平值等級架構(續)

按公平值計量之資產：(續)

本集團(續)

於二零一二年十二月三十一日

截至二零一三年六月三十日止期間，第1層與第2層概無轉換公平值計量，而第3層亦無任何轉入或轉出(截至二零一二年十二月三十一日止年度：無)。

按公平值計量之負債：

本集團

本集團於二零一三年六月三十日及二零一二年十二月三十一日並無任何按公平值計量之財務負債。

19. 財務風險管理目標及政策

本集團之主要財務工具包括已質押銀行存款以及現金及等同現金資產。此等財務工具之主要用途乃為本集團之業務融資。本集團有其他各種財務資產及負債，如應收貿易賬款及應收票據、按金及其他應收款項、應付貿易賬款及其他應付款項、計入應計款項之財務負債、按公平值經損益入賬之財務資產及可供出售投資，此等財務資產及負債主要直接產生自業務營運。

本集團財務工具產生之主要風險為利率風險、外幣風險、信貸風險、股本價格風險、債務投資價格風險、債券價格風險及流動資金風險。董事會審閱並同意下文所概述管理各項此等風險之政策。

Notes to Condensed Consolidated Interim Financial Information (continued)
 簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

19. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Interest rate risk

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's cash at banks and time deposits with floating interest rates.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant, of the Group's profit before tax (through the impact on floating rate bank balances and time deposits).

As at 30 June 2013		於二零一三年六月三十日	
		Increase/ (decrease) in basis points 基點增加/ (減少)	Group 本集團 Increase/ (decrease) in profit before tax 除稅前溢利 增加/(減少) HK\$'000 千港元
Hong Kong dollar ("HK\$")	港元(「港元」)	(25)	(120)
United States dollar ("US\$")	美元(「美元」)	(25)	(2)
Renminbi ("RMB")	人民幣(「人民幣」)	(25)	(595)
HK\$	港元	25	120
US\$	美元	25	2
RMB	人民幣	25	595
As at 30 June 2012		於二零一二年六月三十日	
HK\$	港元	(25)	(121)
US\$	美元	(25)	(89)
RMB	人民幣	(25)	(613)
HK\$	港元	25	121
US\$	美元	25	89
RMB	人民幣	25	613

There is no impact on the Group's equity except on the retained earnings.

19. 財務風險管理目標及政策(續)

利率風險

本集團因應市場利率變動而承受之風險主要與本集團存放於銀行按照浮動利率計息之現金及定期存款有關。

下表載列在所有其他變數維持不變之情況下，本集團之除稅前溢利(透過浮動利率銀行結餘及定期存款所受影響)對利率合理可能出現變動之敏感程度。

除保留盈利外，對本集團股本概無任何影響。



Notes to Condensed Consolidated Interim Financial Information (continued)

簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

19. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Foreign currency risk

The Group has transactional currency exposures. Such exposures mainly arise from revenue generated and/or costs and expenses incurred by operating units in currencies other than the units' functional currencies.

The following table demonstrates the sensitivity at the end of the reporting period to a reasonably possible change in the US\$ and RMB exchange rates, with all other variables held constant, of the Group's profit before tax (due to changes in the fair value of monetary assets and liabilities).

		Group 本集團	
		Increase/ (decrease) in exchange rate 匯率上升/ (下降) %	Increase/ (decrease) in profit before tax 除稅前溢利 增加/(減少) HK\$'000 千港元
As at 30 June 2013		於二零一三年六月三十日	
If HK\$ weakens against the US\$	倘港元兌美元貶值	5	57
If HK\$ weakens against RMB	倘港元兌人民幣貶值	5	3,204
If HK\$ strengthens against the US\$	倘港元兌美元升值	(5)	(57)
If HK\$ strengthens against RMB	倘港元兌人民幣升值	(5)	(3,204)
As at 30 June 2012		於二零一二年六月三十日	
If HK\$ weakens against the US\$	倘港元兌美元貶值	5	1,555
If HK\$ weakens against RMB	倘港元兌人民幣貶值	5	3,197
If HK\$ strengthens against the US\$	倘港元兌美元升值	(5)	(1,555)
If HK\$ strengthens against RMB	倘港元兌人民幣升值	(5)	(3,197)

There is no impact on the Group's equity except on the retained earnings.

Credit risk

The Group primarily trades on credit terms with recognised and creditworthy third parties. It is the Group's policy that most customers who wish to trade on credit terms are to a certain extent subject to certain credit verification procedures. In addition, receivable balances are monitored on an ongoing basis.

19. 財務風險管理目標及政策(續)

外幣風險

本集團有交易上的貨幣風險。此風險主要源自於營運單位使用該單位功能貨幣以外貨幣所賺取之收入及/或產生之成本及開支。

下表載列在所有其他變數維持不變之情況下，本集團於報告期間結算日之除稅前溢利(因貨幣資產及負債公平值有變)對美元及人民幣匯率合理可能出現變動之敏感程度。

		Group 本集團	
		Increase/ (decrease) in exchange rate 匯率上升/ (下降) %	Increase/ (decrease) in profit before tax 除稅前溢利 增加/(減少) HK\$'000 千港元
As at 30 June 2013		於二零一三年六月三十日	
If HK\$ weakens against the US\$	倘港元兌美元貶值	5	57
If HK\$ weakens against RMB	倘港元兌人民幣貶值	5	3,204
If HK\$ strengthens against the US\$	倘港元兌美元升值	(5)	(57)
If HK\$ strengthens against RMB	倘港元兌人民幣升值	(5)	(3,204)
As at 30 June 2012		於二零一二年六月三十日	
If HK\$ weakens against the US\$	倘港元兌美元貶值	5	1,555
If HK\$ weakens against RMB	倘港元兌人民幣貶值	5	3,197
If HK\$ strengthens against the US\$	倘港元兌美元升值	(5)	(1,555)
If HK\$ strengthens against RMB	倘港元兌人民幣升值	(5)	(3,197)

除保留盈例外，對本集團股本概無任何影響。

信貸風險

本集團主要與認可及信譽良好之第三方進行交易。按照本集團的政策，大部分擬按信貸條款進行交易的客戶，在某程度上必須經過若干信貸審核程序後，方可落實。此外，本集團會持續監察應收結餘的情況。



19. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Credit risk (continued)

The credit risk of the Group's other financial assets, which comprise pledged bank deposits, cash and cash equivalents, listed debt investments, available-for-sale investments, and deposits and other receivables, mainly arises from default of the counterparties, with a maximum exposure equal to the carrying amounts of these instruments.

Since the Group primarily trades on credit terms with recognised and creditworthy third parties, there is no requirement for collateral.

At the end of the reporting period, the Group had certain concentration of credit risk as 58% (31 December 2012: 16%) of the total trade and bills receivables of the Group were due from certain departments/units of the Government of the HKSAR, the Group's largest customer. Save as the above, there were no significant concentrations of credit risk at the end of the reporting period.

Equity price risk

Equity price risk is the risk that the fair values of equity securities decrease as a result of changes in the levels of equity indices and the value of individual securities. The Group was exposed to equity price risk arising from individual equity investments classified as financial assets at fair value through profit or loss (note 13) as at 30 June 2013 and 31 December 2012. The Group's listed equity investments are listed on the Stock Exchange and are valued at quoted market prices at the end of the reporting period.

The following table demonstrates the sensitivity to every 10% change in the fair values of the equity investments, with all other variables held constant and before any impact on tax, based on their carrying amounts at the end of the reporting period.

		Carrying amount of equity investments 股本投資之賬面值 HK\$'000 千港元	Increase/(decrease) in profit before tax 除稅前溢利增加/(減少) HK\$'000 千港元
As at 30 June 2013	於二零一三年六月三十日		
Investments listed in Hong Kong: – Held-for-trading	在香港上市之投資： – 持作買賣	12,619	1,262
As at 31 December 2012	於二零一二年十二月三十一日		
Investments listed in Hong Kong: – Held-for-trading	在香港上市之投資： – 持作買賣	14,933	1,493

There is no impact on the Group's equity except on the retained earnings.

19. 財務風險管理目標及政策(續)

信貸風險(續)

本集團其他財務資產，包括已質押銀行存款、現金及等同現金資產、上市債務投資、可供出售投資，以及按金及其他應收款項之信貸風險主要來自交易對手違約，而最高風險相等於此等工具之賬面值。

由於本集團主要與認可及信譽良好之第三方按信貸條款進行交易，故毋須抵押品。

於報告期間結算日，由於本集團應收貿易賬款及應收票據總額中有58% (二零一二年十二月三十一日：16%) 為應收若干香港特別行政區政府(本集團最大客戶)部門/單位之款項，故本集團承受一定信貸集中風險。除上述者外，於報告期間結算日並無任何重大信貸集中風險。

股本價格風險

股本價格風險是指由於股票指數和個別證券價值的變化導致股本證券之公平值降低之風險。本集團之股本價格風險源於在二零一三年六月三十日及二零一二年十二月三十一日持有分類為按公平值經損益入賬之財務資產(附註13)的個別股本投資。本集團之上市股本投資於聯交所上市，於報告期間結算日按市場報價評值。

下表載列在所有其他變數維持不變之情況下及未計任何稅務影響前，以其賬面值為基準，股本投資於報告期間結算日之公平值每變動10%時，相關項目之敏感程度。

		Carrying amount of equity investments 股本投資之賬面值 HK\$'000 千港元	Increase/(decrease) in profit before tax 除稅前溢利增加/(減少) HK\$'000 千港元
As at 30 June 2013	於二零一三年六月三十日		
Investments listed in Hong Kong: – Held-for-trading	在香港上市之投資： – 持作買賣	12,619	1,262
As at 31 December 2012	於二零一二年十二月三十一日		
Investments listed in Hong Kong: – Held-for-trading	在香港上市之投資： – 持作買賣	14,933	1,493

除保留盈利外，對本集團股本概無任何影響。



Notes to Condensed Consolidated Interim Financial Information (continued)

簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

19. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Debt investment price risk

Debt investment price risk is the risk that the fair values of debt investments decrease as a result of change in the value of individual debt investment. The Group was exposed to the debt investment price risk arising from individual debt investments classified as available-for-sale investments (note 11) as at 30 June 2013. The Group's debt investments are valued at quoted market prices at the end of the reporting period.

The following table demonstrates the sensitivity to every 10% change in the fair values of the debt investments, will all other variables held constant and before any impact on tax, based on their carrying amounts at the end of the reporting period. The impact is considered to be in the available-for-sale investment revaluation reserve. For the purpose of this analysis, no account is given for factors such as impairment which might impact the condensed consolidated income statement.

Debenture price risk

The Group has a club debenture investment in Hong Kong. The fair value of the club debenture investment is affected by market forces and other factors. The Group holds it for non-trading purposes.

Liquidity risk

The Group's objective is to ensure there are adequate funds to meet its liquidity requirements in the short and long term. In the management of liquidity risk, the Group monitors and maintains a level of cash and bank balances, and time deposits deemed adequate by management to finance the Group's operations and mitigate the effects of fluctuations in cash flows. Cash flows of the Group are closely monitored by senior management on an ongoing basis.

19. 財務風險管理目標及政策(續)

債務投資價格風險

債務投資價格風險是指由於個別債務投資價值的變化導致債務投資之公平值降低之風險。本集團之債務投資價格風險源於在二零一三年六月三十日持有分類為可供出售投資(附註11)之個別債務投資。本集團之債務投資於報告期間結算日按市場報價評值。

下表載列在所有其他變數維持不變之情況下及未計任何稅務影響前，以其賬面值為基準，債務投資於報告期間結算日之公平值每變動10%時，相關項目之敏感程度。有關影響被視為在可供出售投資重估儲備出現。就此分析而言，並無計及如減值(其可能影響簡明綜合收益表)等因素之影響。

債券價格風險

本集團持有香港之會所債券投資。會所債券投資之公平值受市況及其他因素影響。本集團持有會所債券並非作買賣用途。

流動資金風險

本集團之目標乃確保維持足夠資金以應付其短期及長期之流動資金需要。管理流動資金風險時，本集團監察及維持管理層視為足夠提供本集團營運所需現金及銀行結餘及定期存款，並減低因現金流量之波動造成之影響。高級管理層持續密切監察本集團之現金流量。

Notes to Condensed Consolidated Interim Financial Information (continued)
簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

19. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Liquidity risk (continued)

The maturity profile of the Group's financial liabilities at the end of the reporting period, based on the contractual undiscounted payments, is as follows:

As at 30 June 2013

		On demand	Less than 3 months	3 to less than 12 months	Total
		按要求償還	少於三個月	三至十二 個月內	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
Trade payables	應付貿易賬款	24,125	2,152	1,287	27,564
Other payables	其他應付款項	-	25,530	-	25,530
Financial liabilities included in accruals	計入應計款項之財務負債	-	3,302	-	3,302
Guarantees given to banks for performance bonds/guarantees issued in relation to certain contracts undertaken by the Group	就本集團承接之若干 合約發出履約 保證/擔保而向 銀行提供之擔保	-	-	-	-
		2,764	-	-	2,764
		26,889	30,984	1,287	59,160

As at 31 December 2012

		On demand	Less than 3 months	3 to less than 12 months	Total
		按要求償還	少於三個月	三至十二 個月內	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
Trade payables	應付貿易賬款	29,727	3,020	290	33,037
Other payables	其他應付款項	-	24,191	-	24,191
Financial liabilities included in accruals	計入應計款項之財務負債	-	2,654	-	2,654
Guarantees given to banks for performance bonds/guarantees issued in relation to certain contracts undertaken by the Group	就本集團承接之若干 合約發出履約 保證/擔保而向 銀行提供之擔保	-	-	-	-
		3,191	-	-	3,191
		32,918	29,865	290	63,073

19. 財務風險管理目標及政策(續)

流動資金風險(續)

於報告期間結算日，本集團根據合約未折現付款所計算之財務負債到期情況如下：

於二零一三年六月三十日

		On demand	Less than 3 months	3 to less than 12 months	Total
		按要求償還	少於三個月	三至十二 個月內	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
Trade payables	應付貿易賬款	24,125	2,152	1,287	27,564
Other payables	其他應付款項	-	25,530	-	25,530
Financial liabilities included in accruals	計入應計款項之財務負債	-	3,302	-	3,302
Guarantees given to banks for performance bonds/guarantees issued in relation to certain contracts undertaken by the Group	就本集團承接之若干 合約發出履約 保證/擔保而向 銀行提供之擔保	-	-	-	-
		2,764	-	-	2,764
		26,889	30,984	1,287	59,160

於二零一二年十二月三十一日

		On demand	Less than 3 months	3 to less than 12 months	Total
		按要求償還	少於三個月	三至十二 個月內	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
Trade payables	應付貿易賬款	29,727	3,020	290	33,037
Other payables	其他應付款項	-	24,191	-	24,191
Financial liabilities included in accruals	計入應計款項之財務負債	-	2,654	-	2,654
Guarantees given to banks for performance bonds/guarantees issued in relation to certain contracts undertaken by the Group	就本集團承接之若干 合約發出履約 保證/擔保而向 銀行提供之擔保	-	-	-	-
		3,191	-	-	3,191
		32,918	29,865	290	63,073



Notes to Condensed Consolidated Interim Financial Information (continued) 簡明綜合中期財務資料附註(續)

For the six months ended 30 June 2013 截至二零一三年六月三十日止六個月

19. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Capital management

The primary objectives of the Group's capital management are to safeguard the Group's ability to continue as a going concern and to maintain healthy capital ratios in order to support its business and maximise shareholders' value.

The Group regularly reviews and manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group is not subject to any externally imposed capital requirements. No changes were made in the objectives, policies or processes for managing capital during the period ended 30 June 2013 and year ended 31 December 2012.

Capital of the Group comprises all components of shareholders' equity.

20. APPROVAL OF THE INTERIM FINANCIAL STATEMENTS

The interim financial statements were approved and authorised for issue by the board of directors on 12 August 2013.

19. 財務風險管理目標及政策(續)

資本管理

本集團資本管理的主要目的是為保障本集團持續經營的能力並維持穩健的資本比率，以支持其業務及為股東帶來最大價值。

本集團根據經濟狀況之轉變及相關資產之風險特性，定期審閱及管理資本結構及作出調整。本集團可以通過調整對股東派發的股息、向股東發還資本或發行新股以保持或調整資本結構。本集團並無任何外部施加之資本規定須要遵守。截至二零一三年六月三十日止期間及截至二零一二年十二月三十一日止年度內，本集團之資本管理目標、政策或程序並無轉變。

本集團之資本由所有股東權益部分組成。

20. 中期財務報表之批准

中期財務報表於二零一三年八月十二日獲董事會批准及授權刊發。

Other Information 其他資料

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 30 June 2013, the interests of the directors in the share capital of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")), as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code"), were as follows:

Long positions in ordinary shares of the Company:

Name of director	董事姓名	Notes 附註	Number of shares held, capacity and nature of interest 所持股份數目、身分及權益性質			Percentage of the Company's issued share capital 佔本公司 已發行 股本百分比
			Directly beneficially owned 直接 實益擁有	Through controlled corporation 透過受控制 公司	Total 總數	
Ng Cheung Shing	吳長勝	(a)	2,002,000	110,000,000	112,002,000	45.87
Leung King San, Sunny	梁景新		1,010,000	–	1,010,000	0.41
Yan King Shun	任景信		3,608,000	–	3,608,000	1.48
			6,620,000	110,000,000	116,620,000	47.76

Long positions in shares of associated corporations:

Name of director	Name of associated corporation	Relationship with the Company	Class of shares	Number of shares 股份數目		Percentage of the associated corporation's issued shares capital 佔相聯法團 已發行股本 百分比
				Directly beneficially owned 直接 實益擁有	Through controlled corporation 透過 受控制公司	
董事姓名	相聯法團名稱	與本公司 之關係	股份類別	直接 實益擁有	透過 受控制公司	
Ng Cheung Shing 吳長勝	Computer And Technologies International Limited 科聯系統有限公司	Company's subsidiary 本公司之 附屬公司	Non-voting deferred 無投票權 遞延	1,750,000	3,250,000 – note 附註(b)	N/A 不適用

董事於股份及相關股份之權益及淡倉

於二零一三年六月三十日，本公司根據證券及期貨條例（「證券及期貨條例」）第352條規定存置之登記冊中所記錄或根據上市發行人董事進行證券交易的標準守則（「標準守則」）另行知會本公司及香港聯合交易所有限公司（「聯交所」），各董事於本公司及其相聯法團（定義見證券及期貨條例第XV部）之股本擁有之權益如下：

本公司普通股之好倉：

相聯法團股份之好倉：

Other Information (continued) 其他資料(續)

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES (CONTINUED)

Notes:

- (a) 110,000,000 shares were held by Chao Lien Technologies Limited ("Chao Lien"), a wholly-owned subsidiary of C.S. (BVI) Limited. Mr. Ng Cheung Shing was entitled to exercise or control the exercise of one-third or more of the voting power at general meetings of C.S. (BVI) Limited, which in turn was entitled to exercise or control the exercise of one-third or more of the voting power at general meetings of Chao Lien. Accordingly, Mr. Ng Cheung Shing was deemed, under the SFO, to be interested in all shares held by Chao Lien.
- (b) 3,250,000 non-voting deferred shares were held by Chao Lien.

Save as disclosed above, as at 30 June 2013, none of the directors had registered an interest or short position in the shares or underlying shares of the Company or any of its associated corporations that was required to be recorded pursuant to 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 Issuers.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed in the sections "Share option scheme" and "Restricted share award scheme" below, at no time during the period were rights to acquire benefits by means of the acquisition of shares in or debentures of the Company granted to any director or their respective spouse or minor children, or were any such rights exercised by them; or was the Company, or any of its subsidiaries a party to any arrangement to enable the directors to acquire such rights in any other body corporate.

SHARE OPTION SCHEME

The Company operates a share option scheme (the "Option Scheme") for the primary purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations.

Details of the Option Scheme are set out in the Annual Report 2012.

No share option of the Company was granted, exercised, cancelled or lapsed during the period.

RESTRICTED SHARE AWARD SCHEME

The Company adopted a restricted share award scheme (the "Award Scheme") on 22 May 2008 (the "Adoption Date"). Pursuant to the terms of the Award Scheme, shares of the Company (the "Awarded Shares") are granted to eligible employees (including directors) of the Group until the 10th anniversary from the Adoption Date. The Company shall also pay cash to the appointed trustee company for its acquisition and holding upon trust of the Awarded Shares for the benefit of these employees and directors. The Awarded Shares will then be transferred to these employees and directors upon vesting. The aggregate number of shares to be awarded under the Award Scheme throughout its duration shall not exceed 10% of the issued share capital of the Company from time to time.

Details of the Award Scheme are set out in the Annual Report 2012.

董事於股份及相關股份之權益及淡倉(續)

附註：

- (a) C.S. (BVI) Limited之全資附屬公司僑聯科技有限公司(「僑聯」)持有110,000,000股股份。吳長勝先生有權於C.S. (BVI) Limited之股東大會上行使或控制行使三分之一或以上之投票權，而C.S. (BVI) Limited則有權於僑聯股東大會上行使或控制行使三分之一或以上投票權。因此，根據證券及期貨條例，吳長勝先生被視為於僑聯所持有之所有股份中擁有權益。
- (b) 僑聯持有3,250,000股無投票權遞延股份。

除上文披露者外，於二零一三年六月三十日，概無董事於本公司或其任何相聯法團之股份或相關股份中，擁有根據證券及期貨條例第352條須予記錄，或根據上市發行人董事進行證券交易的標準守則已另行知會本公司及聯交所之權益或淡倉。

董事購買股份或債券之權利

除下文「購股權計劃」及「有限制股份獎勵計劃」各節披露者外，於本期間內任何時間，概無授予任何董事或彼等各自之配偶或未成年子女可藉購入本公司股份或債券而獲益之權利或概無任何該等權利已獲彼等行使；本公司或其任何附屬公司概無訂立任何安排，可使董事藉購入任何其他法人團體之權利而受惠。

購股權計劃

本公司推行之購股權計劃(「購股權計劃」)主要為對本集團業務成功作出貢獻之合資格參與者提供獎勵及回報而設。

購股權計劃之詳情載於二零一二年年報。

概無本公司購股權於期內授出、行使、註銷或失效。

有限制股份獎勵計劃

本公司於二零零八年五月二十二日(「採納日期」)採納有限制股份獎勵計劃(「獎勵計劃」)。根據獎勵計劃之條款，本公司股份(「獎勵股份」)自採納日期起至其十週年止授予本集團合資格僱員(包括董事)。本公司亦將就指定受託人公司購入及為有關僱員及董事之利益以信託形式持有獎勵股份向其支付現金。獎勵股份其後將於歸屬時轉移至有關僱員及董事。獎勵計劃期間內將予授出之股份總數，不得多於本公司不時已發行股本10%。

有關獎勵計劃之詳情載於二零一二年年報。

Other Information (continued)
其他資料(續)



RESTRICTED SHARE AWARD SCHEME (CONTINUED)

有限制股份獎勵計劃(續)

The following table illustrates the number and movements of the Awarded Shares under the Award Scheme during the period.

下表載列本期間於獎勵計劃項下獎勵股份數目及其變動。

Name of category of participant 參與者姓名及所屬類別	Number of Unvested Awarded Shares 未歸屬獎勵股份數目					Award date 授出獎勵日期	Vesting of Awarded Shares 獎勵股份歸屬期	Weighted average fair value per share 每股加權平均公平值 HK\$ 港元
	At 1 January 2013 於二零一三年一月一日	Awarded during the period 期內已獎勵	Vested during the period 期內已歸屬	Forfeited during the period 期內已沒收	At 30 June 2013 於二零一三年六月三十日			
Directors 董事								
Ng Cheung Shing 吳長勝	380,000	-	(200,000)	-	180,000	23 July 2008 二零零八年七月二十三日	30 June 2009 to 30 June 2015 二零零九年六月三十日 至二零一五年六月三十日	0.61
Yan King Shun 任景信	380,000	-	(200,000)	-	180,000	23 July 2008 二零零八年七月二十三日	30 June 2009 to 30 June 2015 二零零九年六月三十日 至二零一五年六月三十日	0.61
Yan King Shun 任景信	200,000	-	(50,000)	-	150,000	1 April 2011 二零一一年四月一日	30 April 2012 to 30 April 2016 二零一二年四月三十日 至二零一六年四月三十日	1.59
Yan King Shun 任景信	-	500,000	-	-	500,000	28 March 2013 二零一三年三月二十八日	30 April 2014 to 30 April 2018 二零一四年四月三十日 至二零一八年四月三十日	1.45
	960,000	500,000	(450,000)	-	1,010,000			
Other employees 其他僱員								
In aggregate 總計	480,000	-	(180,000)	(120,000)	180,000	23 July 2008 二零零八年七月二十三日	30 June 2009 to 30 June 2015 二零零九年六月三十日 至二零一五年六月三十日	0.61
In aggregate 總計	414,000	-	(138,000)	-	276,000	1 March 2010 二零一零年三月一日	30 April 2011 to 30 April 2015 二零一一年四月三十日 至二零一五年四月三十日	1.35
In aggregate 總計	36,000	-	-	-	36,000	3 January 2011 二零一一年一月三日	31 December 2011 to 31 December 2015 二零一一年十二月三十一日 至二零一五年十二月三十一日	1.50
In aggregate 總計	144,000	-	-	-	144,000	15 November 2011 二零一一年十一月十五日	30 September 2012 to 30 September 2016 二零一二年九月三十日 至二零一六年九月三十日	1.20
In aggregate 總計	-	850,000	-	-	850,000	28 March 2013 二零一三年三月二十八日	30 April 2014 to 30 April 2018 二零一四年四月三十日 至二零一八年四月三十日	1.45
	2,034,000	1,350,000	(768,000)	(120,000)	2,496,000			



Other Information (continued) 其他資料(續)

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS IN SHARES AND UNDERLYING SHARES

主要股東及其他人士於股份及相關股份之權益

As at 30 June 2013, the following interests of 5% or more of the issued share capital and share options of the Company were recorded in the register of interests required to be kept by the Company pursuant to Section 336 of the SFO:

於二零一三年六月三十日，以下為本公司已記錄於其根據證券及期貨條例第336條規定存置之權益登記冊內佔本公司已發行股本及購股權5%或以上之權益：

Long positions:

好倉：

Name of shareholder of the Company	Notes	Capacity and nature of interest	Number of ordinary shares held	Percentage of the Company's issued share capital 佔本公司已發行股本百分比	Number of share options held 所持購股權數目
本公司股東名稱/姓名	附註	身分及權益性質	所持普通股數目		
Chao Lien Technologies Limited 僑聯科技有限公司	(a)	Directly beneficially owned 直接實益擁有	110,000,000	45.05	-
C.S. (BVI) Limited	(a)	Through a controlled corporation 透過受控制公司	110,000,000	45.05	-
Puttney Investments Limited ("PIL")	(b)	Directly beneficially owned 直接實益擁有	29,148,938	11.94	-
Hutchison International Limited ("HIL")	(b)	Through a controlled corporation 透過受控制公司	29,148,938	11.94	-
Hutchison Whampoa Limited ("HWL") 和記黃埔有限公司(「和黃」)	(b)	Through a controlled corporation 透過受控制公司	29,148,938	11.94	-
Cheung Kong (Holdings) Limited ("CKH") 長江實業(集團)有限公司(「長實」)	(b), (c)	Through a controlled corporation 透過受控制公司	29,148,938	11.94	-
Li Ka-Shing Unity Trustee Company Limited ("TUT1")	(b), (c)	Through a controlled corporation 透過受控制公司	29,148,938	11.94	-
Li Ka-Shing Unity Trustee Corporation Limited ("TDT1")	(b), (c)	Through a controlled corporation 透過受控制公司	29,148,938	11.94	-
Li Ka-Shing Unity Trustcorp Limited ("TDT2")	(b), (c)	Through a controlled corporation 透過受控制公司	29,148,938	11.94	-
Li Ka-Shing 李嘉誠	(b), (c)	Through a controlled corporation 透過受控制公司	29,148,938	11.94	-
Hui Yau Man 許幼文		Directly beneficially owned 直接實益擁有	26,782,000	10.97	-



SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS IN SHARES AND UNDERLYING SHARES (CONTINUED)

Notes:

- (a) The interest was also disclosed as an interest of Mr. Ng Cheung Shing in the section "Directors' interests and short positions in shares and underlying shares" of this report.
- (b) PIL is a wholly-owned subsidiary of HIL, which in turn is a wholly-owned subsidiary of HWL. By virtue of the SFO, HWL and HIL were deemed to be interested in the 29,148,938 shares of the Company held by PIL.
- (c) Li Ka-Shing Unity Holdings Limited ("TUHL"), of which Li Ka-Shing and Li Tzar Kuoi, Victor are respectively interested in one-third and two-third of the entire issued share capital, owns the entire issued share capital of TUT1. TUT1 as trustee of The Li Ka-Shing Unity Trust, together with certain companies which TUT1 as trustee of The Li Ka-Shing Unity Trust is entitled to exercise or control the exercise of more than one-third of the voting power at their general meetings, hold more than one-third of the issued share capital of CKH. Subsidiaries of CKH are entitled to exercise or control the exercise of more than one-third of the voting power at the general meetings of HWL.

In addition, TUHL also owns the entire issued share capital of TDT1 as trustee of The Li Ka-Shing Unity Discretionary Trust ("DT1") and TDT2 as trustee of another discretionary trust ("DT2"). Each of TDT1 and TDT2 holds units in The Li Ka-Shing Unity Trust.

By virtue of the SFO, each of Li Ka-Shing, being the settlor and may being regarded as a founder of DT1 and DT2 for the purpose of the SFO, TDT1, TDT2, TUT1 and CKH were deemed to be interested in the 29,148,938 shares of the Company held by PIL.

Save as disclosed above, as at 30 June 2013, no person, other than the directors of the Company, whose interests are set out in the Section "Directors' interests and short positions in shares and underlying shares" above, had registered an interest or short position in the shares or underlying shares of the Company that was required to be recorded under Section 336 of the SFO.

主要股東及其他人士於股份及相關股份之權益(續)

附註：

- (a) 該權益亦於本報告「董事於股份及相關股份之權益及淡倉」一節內披露為吳長勝先生之權益。
- (b) PIL乃HIL之全資附屬公司，HIL則為和黃之全資附屬公司。按照證券及期貨條例，和黃及HIL被視作於PIL所持29,148,938股本公司股份中擁有權益。
- (c) Li Ka-Shing Unity Holdings Limited(「TUHL」)(其全部已發行股本中三分之一及三分之二權益分別由李嘉誠及李澤鉅擁有)擁有TUT1全部已發行股本。TUT1作為The Li Ka-Shing Unity Trust之信託人，連同TUT1作為The Li Ka-Shing Unity Trust信託人而有權行使或控制行使於其股東大會上超過三分之一投票權之若干公司，持有超過三分之一之長實已發行股本。長實之附屬公司有權於和黃股東大會上行使或控制行使超過三分之一投票權。

此外，TUHL亦擁有TDT1(以The Li Ka-Shing Unity Discretionary Trust(「DT1」)信託人之身分)及TDT2(以另一全權信託(「DT2」)之信託人身分)之全部已發行股本。TDT1及TDT2各自均持有The Li Ka-Shing Unity Trust之單位。

按照證券及期貨條例，李嘉誠(作為財產授予人並可能被視作DT1及DT2之創辦人(就證券及期貨條例而言))、TDT1、TDT2、TUT1及長實各自被視作於PIL所持有之29,148,938股本公司股份中擁有權益。

除上文披露者外，於二零一三年六月三十日，除其權益載於上文「董事於股份及相關股份之權益及淡倉」一節之本公司董事外，概無任何人士於本公司股份或相關股份中擁有根據證券及期貨條例第336條須予記錄之權益或淡倉。



Other Information (continued) 其他資料(續)

PURCHASE, SALE AND REDEMPTION OF LISTED SECURITIES OF THE COMPANY

During the period ended 30 June 2013, the Company repurchased its own ordinary shares on the Stock Exchange as follows:

Month/year 年/月	Number of shares repurchased 所購回 股份數目	Highest price paid per share 所付最高 每股價格 HK\$ 港元	Lowest price paid per share 所付最低 每股價格 HK\$ 港元	Aggregate consideration paid 所付總代價 HK\$'000 千港元
April 2013 二零一三年四月	1,094,000	1.80	1.78	1,964

The repurchased shares were cancelled and accordingly, the issued share capital of the Company was reduced by the nominal value of these shares of HK\$110,000. The premium paid on the repurchase of the shares of HK\$1,854,000 was charged to the contributed surplus.

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

CODE ON CORPORATE GOVERNANCE PRACTICE

The Board opined that the Company has complied with the code provision set out in the Code of Corporate Governance Practice (the "CG Code") as stipulated in Appendix 14 of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") during the reporting period.

MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code as set out in Appendix 10 of the Listing Rules as its code of conduct for dealings in securities of the Company by the directors. Based on specific enquiry of the Company's directors, the directors have complied with the required standard set out in the Model Code throughout the accounting period covered by the interim report.

To comply with CG Code A.5.4, the Company has also adopted the Model Code as its code of conduct for dealings in securities of the Company by certain employees of the Company or any of its subsidiaries who are considered to be likely to be in possession of unpublished price sensitive information in relation to the Company or its securities.

購買、出售或贖回本公司上市證券

截至二零一三年六月三十日止期間，本公司於聯交所購回其本身之普通股，載列如下：

Month/year 年/月	Number of shares repurchased 所購回 股份數目	Highest price paid per share 所付最高 每股價格 HK\$ 港元	Lowest price paid per share 所付最低 每股價格 HK\$ 港元	Aggregate consideration paid 所付總代價 HK\$'000 千港元
April 2013 二零一三年四月	1,094,000	1.80	1.78	1,964

所購回股份已予註銷，因此本公司之已發行股本已按該等股份之面值減少110,000港元。購回股份時支付之溢價1,854,000港元，已於實繳盈餘中扣除。

除上文披露者外，本公司及其任何附屬公司於期內概無購買、贖回或出售任何本公司上市證券。

企業管治常規守則

董事會認為，本公司於報告期間一直遵守聯交所證券上市規則(「上市規則」)附錄十四所載企業管治常規守則(「企業管治守則」)之守則條文。

證券交易標準守則

本公司已採納上市規則附錄十所載標準守則，作為董事買賣本公司證券之行為守則。經向本公司董事作出特定查詢後，各董事於中期報告涵蓋之會計期間一直遵守標準守則所載規定準則。

為符合企業管治守則第A.5.4條，本公司亦已就視為有可能知悉涉及本公司或其證券之未公開價格敏感資料之若干本公司或其任何附屬公司僱員採納標準守則，作為彼等買賣本公司證券之行為守則。



AUDIT COMMITTEE

The Company has an audit committee which was established in compliance with Rule 3.21 of the Listing Rules for the purpose of reviewing and providing supervision over the Group's financial reporting process and internal controls. The audit committee comprises the three independent non-executive directors of the Company. The Audit Committee has reviewed with Management the accounting principles and practices adopted by the Group and discussed internal controls and financial reporting matters related to the preparation of the unaudited interim financial information for the six months ended 30 June 2013.

審核委員會

本公司已根據上市規則第3.21條成立審核委員會，旨在審閱及監督本集團之財務申報過程及內部控制。審核委員會由本公司三名獨立非執行董事組成。審核委員會已與管理層審閱本集團採納之會計原則及慣例，並討論編製截至二零一三年六月三十日止六個月之未經審核中期財務資料之相關內部控制及財務申報事宜。

computer  technologies

Computer And Technologies Holdings Limited

科 聯 系 統 集 團 有 限 公 司

30th Floor, Prosperity Millennia Plaza
663 King's Road
North Point
Hong Kong

香港北角英皇道663號
泓富產業千禧廣場30樓