



中電科

CHINA ELECTRIC POWER
TECHNOLOGY HOLDINGS LIMITED
中國電力科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)
Stock Code 股份代號: 8053

09/10 First Quarterly Report
第一季度業績報告



CHARACTERISTICS OF THE GROWTH ENTERPRISE MARKET (“GEM”) OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “EXCHANGE”)

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This report, for which the directors of China Electric Power Technology Holdings Limited collectively and individually accept responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange for the purpose of giving information with regard to China Electric Power Technology Holdings Limited. The directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief:– (1) the information contained in this report is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this report misleading; and (3) all opinions expressed in this report have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

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創業板的定位，乃為相比起其他在本交易所上市的公司帶有較高投資風險的公司提供一個上市的市場。有意投資的人士應了解投資於該等公司的潛在風險，並應經過審慎周詳的考慮後方作出投資決定。創業板的較高風險及其他特色表示創業板較適合專業及其他老練投資者。

由於創業板上市公司新興的性質所然，在創業板買賣的證券可能會較於主板買賣之證券承受較大的市場波動風險，同時無法保證在創業板買賣的證券會有高流通量的市場。

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本報告（中國電力科技控股有限公司各董事願共同及個別對此負全責）乃遵照聯交所創業板證券上市規則之規定而提供有關中國電力科技控股有限公司之資料。本公司各董事經作出一切合理查詢後，確認就彼等所知及所信：–(1) 本報告所載資料在各重大方面均屬準確及完整，且無誤導成份；(2)並無遺漏任何事實致使本報告所載任何內容產生誤導；及(3)本報告內表達之一切意見乃經審慎周詳考慮後方作出，並以公平合理之基準和假設為依據。

HIGHLIGHTS

- Turnover of the Group for the quarter (the "Quarterly Period") ended 30 June 2009 were approximately RMB12.86 million, representing an increase of approximately 15.3 times as compared to corresponding period in the previous fiscal year.
- The Group recorded a profit attributable to shareholders of approximately RMB191 thousand for the Quarterly Period.
- Profit per share of the Group was approximately RMB0.0003 for the Quarterly Period.
- The Board does not recommend the payment of any dividend for the Quarterly Period.

摘要

- 本集團截至二零零九年六月三十日止季度（「本季度」）之營業額約為人民幣1,286萬元，較上一個財政年度同期上升約15.3倍。
- 於本季度，本集團記錄之股東應佔盈利約為人民幣19.1萬元。
- 本集團於本季度之每股盈利約為人民幣0.0003元。
- 董事會並不建議就本季度派發任何股息。

UNAUDITED RESULTS FOR THE QUARTER ENDED 30 JUNE 2009

The board of directors (the "Board") of China Electric Power Technology Holdings Limited (the "Company") announces the unaudited consolidated results of the Company and its subsidiaries (collectively the "Group") for the Quarterly Period, together with the unaudited comparative figures for the corresponding period in 2008, as follows:–

(Unless otherwise stated, all financial figures presented in this quarterly financial report are denominated in Renminbi ("RMB") thousand dollars)

截至二零零九年六月三十日止季度之未經審核業績

中國電力科技控股有限公司(「本公司」)董事會(「董事會」)謹公佈本公司及其附屬公司(統稱「本集團」)於本季度之未經審核綜合業績，連同二零零八年同期之未經審核比較數字如下：–

(除明確註明外，本季度財務報告內之所有財務數字是以人民幣(「人民幣」)千元列值)

		Three months ended 30 June 截至六月三十日止三個月		
		Notes 附註	2009 二零零九年	2008 二零零八年
Turnover	營業額	2	12,862	788
Cost of sales	銷售成本		(3,592)	(774)
Gross profit	毛利		9,270	14
Other revenue and other net income	其他收益及其他收入淨額	3	652	293
Distribution and selling expenses	分銷及銷售費用		(620)	(210)
Administrative expenses	行政支出		(8,386)	(5,194)
Operating profit/(loss)	經營溢利/(虧損)		916	(5,097)
Finance cost	融資成本		(1)	(1)
Profit/(loss) before taxation	除稅前溢利/(虧損)		915	(5,098)
Income Tax	所得稅	4	(724)	–
Profit/(loss) attributable to shareholders of the Company	本公司股東應佔溢利/(虧損)		191	(5,098)
Dividend	股息	5	–	–
			RMB (Yuen) 人民幣(元)	RMB (Yuen) 人民幣(元)
Earnings/(loss) per Share – basic and diluted	每股盈利/(虧損) – 基本及攤薄	6	0.0003	(0.017)

Notes:

1. Principal Accounting Policies

The unaudited quarterly results have been prepared in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA") and the applicable disclosure requirements of the GEM Listing Rules. The accounting policies adopted are consistent with those set out in the annual financial statements for the year ended 31 March 2009.

The quarterly results are unaudited, but have been reviewed by the audit committee of the Group.

Significant transactions and balances among the companies comprising the Group have been eliminated on consolidation.

The Group principally operates in the People's Republic of China (the "PRC") with its business activities principally transacted in RMB, the results of the Group are therefore prepared in RMB.

2. Turnover

The Group is principally engaged in the development and provision of application software, research, development and provision of integrated information technology services for power grid companies in the PRC, development and distribution of education software, provision of internet services and provision of related information technology services.

Turnover represents the value of software sold and services provided to customers. The amount of each significant category of revenue recognised in turnover during the period is as follows:

附註：

1. 主要會計政策

未經審核季度業績乃根據由香港會計師公會（「香港會計師公會」）所頒佈之香港會計準則第34號「中期財務報告」以及《香港聯合交易所有限公司創業板證券上市規則》之適用披露規定而編製。所採用之會計政策與截至二零零九年三月三十一日止年度之全年財務報表所列載者貫徹一致。

季度業績為未經審核，惟已由審核委員會審閱。

組成本集團各公司間之重大交易及結餘已於綜合賬目時對銷。

本集團主要在中華人民共和國（「中國」）經營業務，其業務活動主要以人民幣進行，因此本集團之業績乃以人民幣編製。

2. 營業額

本集團主要從事開發及提供應用軟件、於中國從事為電網公司研究、開發及提供綜合資訊科技服務、開發及分銷教育軟件、提供互聯網服務及提供相關資訊科技服務。

營業額指已向客戶出售之軟件及提供之服務之價值。期內已於營業額內確認收益之各重要來源類別如下：

Three months ended 30 June 截至六月三十日止三個月

		2009 二零零九年	2008 二零零八年
Turnover	營業額		
Information technology services in the electricity power industry	電力行業之資訊 科技服務	12,853	—
Judicial authentication service and sales of application software	司法鑑定服務及銷售 應用軟件	—	667
Sales of self-developed internet learning card	銷售自行開發互聯網 學習卡	9	121
		12,862	788

3. Other revenue and other net income

		Three months ended 30 June 截至六月三十日止三個月	
		2009 二零零九年	2008 二零零八年
Interest income	利息收入	9	237
Tax refund and others	退稅收入及其他	643	56
		652	293

3. 其他收益及其他收入淨額

4. Income tax

Taxation represents:

		Three months ended 30 June 截至六月三十日止三個月	
		2009 二零零九年	2008 二零零八年
Current income tax	本期所得稅		
- Hong Kong profits tax (note (a))	- 香港利得稅(附註(a))	-	-
- PRC Enterprise income tax (note (b))	- 中國企業所得稅(附註(b))	724	-
		724	-

4. 所得稅

稅項乃指：

(a) No provision for profits tax in the Cayman Islands, British Virgin Islands ("BVI") and Hong Kong has been made as the Group has no income assessable for profits tax during the Quarterly Period in those jurisdictions.

(b) PRC enterprise income tax

北京普華雅龍科技有限公司“雅龍”，the subsidiary from which the major portion of the Group's turnover is derived, was subject to PRC enterprise income tax ("EIT"). 雅龍，as an advanced technology enterprise (高新技術企業), was entitled to enjoy a reduced tax rate of 15% for three years from 2008.

(a) 由於本集團於本季度內在開曼群島、英屬處女群島(「英屬處女群島」)及香港並無產生任何利得稅的應評稅收入，故並無作出該等司法權區之利得稅撥備。

(b) 中國企業所得稅

本集團營業額主要來自附屬公司北京普華雅龍科技有限公司(「雅龍」)，其須繳付中國企業所得稅(「企業所得稅」)。雅龍作為一家高新技術企業，由二零零八年起各三年按已寬減的稅率15%課稅。

(c) *Deferred tax*

There was no significant unprovided deferred taxation for the three months period ended 30 June 2009 (2008: Nil)

5. Dividends

The Board does not recommend payment of any interim dividend for the Quarterly Period (quarter ended 30 June 2008: nil).

6. Earnings/(loss) Per Share

The calculation of basic earnings/(loss) per share is based on the unaudited consolidated profit attributable to shareholders for the three months ended 30 June 2008 of RMB191 thousand (2008: loss RMB5,098 thousand) and the 638,347,500 ordinary shares in issue (2008: 306,000,000 shares).

As the impact of the exercise of share option was anti-dilutive as at 30 June 2009 and 2008, the diluted earnings/(loss) per share equal to the basic earnings/(loss) per share.

7. Share Capital and Reserves(c) *遞延稅項*

截至二零零九年六月三十日止三個月期間並無重大未撥備遞延稅項(二零零八年: 無)。

5. 股息

董事會並不建議就本季度派付任何中期股息(截至二零零八年六月三十日止季度: 無)。

6. 每股盈利/(虧損)

每股盈利/(虧損)乃根據截至二零零八年六月三十日止三個月的股東應佔未經審核綜合溢利人民幣19.1萬元(二零零八年: 虧損人民幣509.8萬元)及已發行股份638,347,500股普通股(二零零八年: 306,000,000股)計算。

由於截至二零零九年及二零零八年六月三十日止季度內行使購股權具有反攤薄影響,故每股攤薄盈利/(虧損)相等於每股基本盈利/(虧損)。

7. 股本及儲備

	Share capital	Share premium	Contributed surplus	Capital reserve	Statutory common reserve	Share-based compensation reserve	Foreign currency translation reserve	Retained profits/losses (Accumulated)	Total	
	股本 RMB'000 人民幣千元	股份溢價 RMB'000 人民幣千元	實繳盈餘 RMB'000 人民幣千元	資本儲備 RMB'000 人民幣千元	法定公積金 RMB'000 人民幣千元	股份薪酬儲備 RMB'000 人民幣千元	外匯兌換儲備 RMB'000 人民幣千元	保留溢利/ 累計虧損 RMB'000 人民幣千元	總計 RMB'000 人民幣千元	
At 1 April 2009	於二零零九年 四月一日	61,223	158,287	933	115	4,862	6,722	(11,257)	3,051	223,936
Profit for the period	期內溢利	-	-	-	-	-	-	191	-	191
Currency translation difference	貨幣匯兌差額	-	-	-	-	-	15	-	-	15
At 30 June 2009	於二零零九年 六月三十日	<u>61,223</u>	<u>158,287</u>	<u>933</u>	<u>115</u>	<u>4,862</u>	<u>6,722</u>	<u>3,242</u>	<u>3,242</u>	<u>224,142</u>
At 1 April 2008	於二零零八年 四月一日	31,977	117,755	933	115	4,862	4,654	(9,648)	(3,752)	146,896
Loss for the period	期內虧損	-	-	-	-	-	-	(5,098)	(5,098)	(5,098)
Currency translation difference	貨幣匯兌差額	-	-	-	-	-	(1,650)	-	-	(1,650)
At 30 June 2008	於二零零八年 六月三十日	<u>31,977</u>	<u>117,755</u>	<u>933</u>	<u>115</u>	<u>4,862</u>	<u>4,654</u>	<u>(8,850)</u>	<u>(8,850)</u>	<u>140,148</u>

MANAGEMENT DISCUSSION AND ANALYSIS FINANCIAL REVIEW

The turnover of the Group increased approximately 15.3 times for the three months period ended 30 June 2009 as compared with the same period in 2008. The increase was mainly due to the Group has acquired a new business in the end of last year. This new business contributes RMB12.85 million income in this period.

The cost of sales of the Group increased approximately 3.64 times, the distribution and selling expenses was increased approximately 1.95 times, the administrative expenses was increased approximately 61%, for the three months period ended 30 June 2009 as compared with the same period in 2008. The main reason was increase of relevant cost of new business.

CHARGE OF ASSETS

As at 30 June 2009, the Group did not have any of its assets being charged.

MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES

On 30 June 2009, the Group entered into a conditional agreement to acquire the entire issued share capital of Jumbo Lucky Limited and the related loan at consideration of RMB88 million ("the acquisition transaction"). On the same day, the Group entered into another conditional agreement to dispose of the entire issued share capital of A&K Software (BVI) Limited and the related loan at a consideration of RMB45 million ("the disposal transaction"). The acquisition transaction and the disposal transaction is inter-conditional and their completion is conditional on fulfillment of various conditions.

管理層討論及分析 財務回顧

本集團截至二零零九年六月三十日三個月期間之營業額較二零零八年同期上升約15.3倍。營業額上升之主要原因是本集團在上年年末時收購了新業務。該新業務為這個季度增添了人民幣1,285萬的收入。

本集團截至二零零九年六月三十日三個月期間之銷售成本較二零零八年同期上升約3.64倍，分銷及銷售費用較二零零八年同期上升約1.95倍，行政開支較二零零八年同期上升約61%。增加之主要原因是新業務之成本相對增加。

資產抵押

於二零零九年六月三十日，本集團並無抵押任何資產。

附屬公司重大收購及出售

於二零零九年六月三十日，本集團訂立有條件協議，以收購Jumbo Lucky Limited之全部已發行股本及相關貸款，代價為人民幣88,000,000元（「收購交易」）。同日，本集團訂立另一份有條件協議，以出售A&K Software (BVI) Limited及相關貸款，代價為人民幣45,000,000元（「出售交易」）。收購交易及出售交易乃互為條件，而其完成須待各項條件達成後方可作實。

BUSINESS REVIEW AND PROSPECTS

Business Review

The Group had completed the acquisition of 北京普華雅龍科技有限公司(Power Along Technology Company Limited) at the end of 2008 and electric power informatization services became the core business of the Group. In the first quarter of 2009, Power Along remained the major contributor for the Group's income and profits. Due to slack business season, other businesses made less contribution to the Group, but the Group still recorded a profit for the first quarter.

Prospect

The Group will continue developing in the electric power field progressively in 2009. It will solidify and strengthen the existing market presence of its electricity marketing system as well as keep abreast of the construction of the state smart grid to capture more opportunities. The Group will also increase its investment in the technology development and market expansion in sectors associated with electricity market, information technology service management (ITSM) and information security and the like.

In promoting development of clean energy as a fundamental state policy, the Government of China has launched a series of policies (in particular the development of solar power) recently to encourage clean energy, which will provide new opportunities for the Group's development.

The Group will also conduct a reorganization of its original education business when the time is ripe.

業務回顧及前景展望

業務回顧

本集團於2008年底完成了對北京普華雅龍科技有限公司的收購，電力信息化服務成為集團的主營業務。2009年第一季度普華雅龍繼續為集團貢獻了大部分的收入和利潤，而由於業務淡季之原因，其他業務對集團貢獻較小，但一季度本集團仍然錄得盈利。

前景展望

本集團2009年度將繼續在電力領域積極開拓，在鞏固和加強已有的電力營銷系統的市場份額的同時，還將緊跟國家智能電網的建設步伐，捕捉更多商機。集團還將加大對電力市場、信息服務管理(ITSM)及信息安全等領域的技術開發和市場拓展之投入。

發展清潔能源已成為中國的基本國策，中國政府近期出臺了一系列的鼓勵清潔能源特別是太陽能發展的政策，這將為本集團的發展提供新的商機。

本集團還將選擇適當的時機對原有教育業務的進行重組。

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS OR SHORT POSITIONS IN SHARES AND UNDERLYING SHARES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As at 30 June 2009, the interests or short positions of the Directors (the "Directors") and the chief executive of the Company in the shares and underlying shares (the "Shares") of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which is taken or deemed to have under such provisions of the SFO), or required, to be entered in the register required to be kept under section 352 of the SFO, or required to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, were as follows:

The Company – interests in Shares and underlying Shares

董事及主要行政人員於本公司及其相聯法團股份及相關股份之權益或淡倉

於二零零九年六月三十日，本公司的董事（「董事」）及主要行政人員在本公司或其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）的股份及相關股份（「股份」）中擁有根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所的權益或淡倉（包括根據證券及期貨條例有關規定被當作或視作擁有的權益或淡倉），或根據證券及期貨條例第352條須載入該條例所述登記名冊內，或根據創業板上市規則第5.46條至第5.67條須知會本公司及聯交所的權益或淡倉，如下：

本公司－股份及相關股份權益

Director 董事	Number of Shares 股份數目		Total 合計	Percentage of Shareholding 持股百分比
	Controlled Corporation 受控制法團	Underlying Shares 相關股份 (Note 3) (附註3)		
Mr. Wang Dongbin 王東斌先生	90,000,000 (Note 1) (附註1)	623,600	90,623,600	14.20%
Mr. Peng Gexiong 彭格雄先生	11,120,000 (Note 2) (附註2)	4,936,000	16,056,000	2.52%
Mr. Li Wing Sang 李永生先生	–	230,000	230,000	0.04%
Mr. Lau Kam Ying 劉錦瑩先生	–	623,600	623,600	0.09%
Mr. Yeung King Wah 楊景華先生	–	623,600	623,600	0.09%
Mr. Gao Feng 高峰先生	–	623,600	623,600	0.09%
Mr. Wu Kehe 吳克河先生	–	230,000	230,000	0.04%

Notes:

- (1) These Shares are registered in the name of and beneficially owned by Ying Da Investment Ltd ("Ying Da"). Ying Da is 100% legally and beneficially owned by Mr. Wang Dongbin.
- (2) These Shares are registered in the name of and beneficially owned by Educators Investment Limited ("Educators Investment"). Educators Investment is legally and beneficially owned as to 97.7% by Mr. Peng Gexiong, as to 1.28% by Mr. Shu Fan, as to 0.61% by Mr. Zeng Ruihong and as to 0.41% by Mr. Su Wenbo. By virtue of his 97.7% direct interest in Educators Investment, Mr. Peng Gexiong is deemed or taken to be interested in the 11,120,000 Shares held by Educators Investment for the purposes of the SFO.
- (3) The interests in the underlying Shares represent the options granted to the Directors pursuant to the Share Option Scheme of the Company.

Save as disclosed above, as at 30 June 2009, none of the Directors or chief executive of the Company had any interests or short positions in any shares, underlying shares or debentures of, the Company or any associated corporations (within the meaning of Part XV of the SFO) which would have to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have such provisions which they are taken or deemed to have such provisions of the SFO), or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which were otherwise required, pursuant to the minimum standards of dealing by directors of listed issuers as referred to in Rule 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange.

附註：

- (1) 該等股份以盈達投資有限公司（「盈達」）名義登記並實益擁有。盈達由王東斌先生合法及實益100%擁有。
- (2) 該等股份以Educators Investment Limited（「Educators Investment」）名義登記並實益擁有。Educators Investment分別由彭格雄先生、舒凡先生、曾瑞洪先生及蘇文波先生合法及實益擁有97.7%、1.28%、0.61%及0.41%。由於彭格雄先生擁有Educators Investment之97.7%直接權益，根據證券及期貨條例，彼被視為或被認為擁有Educators Investment持有之11,120,000股股份之權益。
- (3) 相關股份權益指根據本公司購股權計劃授予董事之購股權。

除上文所披露者外，於二零零九年六月三十日，董事或本公司之任何主要行政人員概無在本公司或任何相聯法團（定義見證券及期貨條例第XV部）之任何股份、相關股份或債券中擁有任何根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所之權益或淡倉（包括彼等根據證券及期貨條例有關規定被視為或被認為擁有之權益或淡倉），或根據證券及期貨條例第352條須載入該條例所述登記名冊內之權益或淡倉，或根據創業板上市規則第5.46至5.67條上市發行人董事進行交易的最低標準而須知會本公司及聯交所之權益或淡倉。

SUBSTANTIAL SHAREHOLDERS AND PERSONS WITH DISCLOSEABLE INTEREST AND SHORT POSITION IN SHARES UNDER SFO

So far as is known to any Director or chief executive of the Company, as at 30 June 2009, the following persons (other than the Directors or chief executive of the Company as disclosed above) had an interest or short position in the Shares as recorded in the register required to be kept under section 336 of the SFO:

Long positions in shares

擁有根據證券及期貨條例須予披露之股份權益及淡倉之主要股東及人士

就任何董事或本公司之主要行政人員所知，於二零零九年六月三十日，下列人士（上文所披露之董事或本公司主要行政人員除外）於股份中擁有根據證券及期貨條例第336條須載入該條例所述之登記名冊內之權益或淡倉：

股份之好倉

Name 名稱／姓名	Nature of Interest 權益性質	Number of Shares 股份數目	Percentage of shareholding 持股百分比
Ying Da 盈達	Beneficial owner 實益擁有人 (Note 1) (附註1)	90,000,000	14.10%
China Venture Enterprises Limited	Beneficial owner 實益擁有人 (Note 2) (附註2)	67,240,000	10.53%
Gold Oriental Group Limited 金華集團有限公司	Beneficial owner 實益擁有人 (Note 3) (附註3)	30,000,000	4.70%
Sino Lucky Group Limited 中運集團有限公司	Beneficial owner 實益擁有人 (Note 3) (附註3)	27,760,000	4.35%
Aqualand Limited	Beneficial owner 實益擁有人 (Note 4) (附註4)	40,425,000	6.33%

Note:

- (1) Ying Da, a company incorporated in BVI wholly and beneficially owned by Mr. Wang Dongbin.
- (2) China Venture Enterprises Limited, a company incorporated in BVI wholly and beneficially owned by Mr. Cheung Yan Leung.
- (3) Gold Oriental Group Limited and Sino Lucky Group Limited, both of which are incorporated in BVI, wholly and beneficially owned by Mr. Cheung Yuet.
- (4) Aqualand Limited was owned as to 50% by Asset Managers (Asia) Company Limited and as to 50% by Asset Managers China Fund (II). Asset Managers (Asia) Investment Limited controls 100% of the voting right in Asset Managers China Fund (II). Asset Managers (Asia) Investment Limited is in turn owned as to 66% by Asset Managers (Asia) Company Limited and as to 34% by MBK Co., Ltd., a company listed on the Second Section of Osaka Securities Exchange Co., Ltd. and formerly known as Asset Investor Co., Ltd.. Asset Managers (Asia) Company Limited is owned as to 70% by Asset Managers Holdings Co., Ltd., a company listed on Hercules Market of Osaka Securities Exchange in Japan.

Save as disclosed herein, as at 30 June 2009, the Company had not been notified of any other person (other than the Directors or chief executive of the Company) who had a discloseable interest or short position in the Shares as recorded in the register required to be kept under section 336 of the SFO carrying rights to vote in all circumstances at general meetings of any other members of the Group.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SHARES

For the three months period ended 30 June 2009, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed shares.

COMPETING INTERESTS

For the three months period ended 30 June 2009, none of the Directors or the management shareholders or any of their respective associates (as defined in the GEM Listing Rules) of the Company had an interest in a business which causes or may cause any significant competition with the business of the Group.

BOARD PRACTICE AND PROCEDURES

The Company has complied with the Board Practices and Procedures as set out in Rules 5.34 to 5.45 of the GEM Listing Rules since its Listing.

附註:

- (1) 盈達，於英屬處女群島註冊成立之公司，由王東斌先生全資實益擁有。
- (2) China Venture Enterprises Limited，於英屬處女群島註冊成立之公司，由張仁亮先生全資實益擁有。
- (3) 金華集團有限公司及中運集團有限公司均為於英屬處女群島註冊成立之公司，由張銳先生全資實益擁有。
- (4) Aqualand Limited由Asset Managers (Asia) Company Limited及Asset Managers China Fund (II)各佔50%權益。Asset Managers (Asia) Investment Limited控制Asset Managers China Fund (II)之100%表決權。Asset Managers (Asia) Investment Limited則由Asset Managers (Asia) Company Limited及MBK Co., Ltd. (一間於大阪證券交易所有限公司第二部上市之公司) (前稱Asset Investors Co., Ltd.)分別擁有66%及34%權益。Asset Managers (Asia) Company Limited由Asset Managers Holdings Co., Ltd. (一間於日本大阪證券交易所的Hercules市場上市之公司) 擁有70%。

除本報告所披露者外，本公司並不知悉有任何其他人士(董事或本公司之主要行政人員除外)於二零零九年六月三十日於股份中擁有根據證券及期貨條例第336條須載入該條例所述之登記名冊內之須予披露權益或淡倉(有權在任何情況於本集團任何其他成員公司之股東大會上投票者)。

購買、出售或贖回本公司上市股份

截至二零零九年六月三十日止三個月期間，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市股份。

競爭權益

截至二零零九年六月三十日止三個月期間，本公司之董事、管理層股東或彼等各自之任何聯繫人士(定義見創業板上市規則)概無於對本集團業務構成或可能構成任何重大競爭之業務中擁有權益。

董事會常規及程序

本公司自上市以來一直遵守創業板上市規則第5.34條至第5.45條所載之董事會常規及程序。

SECURITIES TRANSACTIONS BY DIRECTORS

During the three months ended 30 June 2009, the Company has adopted a code of conduct regarding securities transactions by directors on terms no less exacting than the required standard of dealings as set out in Rules 5.48 to 5.62 of the GEM Listing Rules. The Company also had made specific enquiry of all Directors and the Company was not aware of any non-compliance with such code of conduct and required standard of dealings throughout the three months ended 30 June 2009.

AUDIT COMMITTEE

The Company established an audit committee with written terms of reference in compliance with the GEM Listing Rules. The primary duties of the audit committee are, among others, to review and supervise the financial reporting processes and internal control procedures of the Group and to provide advice and comments to the Board accordingly. The audit committee consists of the three independent non-executive Directors of the Company, namely Mr. Yeung Kenneth King Wah, Mr. Gao Feng and Mr. Wu Kehe.

The Group's draft unaudited financial statements for the three months period ended 30 June 2009 have been reviewed and commented by the audit committee members.

As at the date of this report, the Board comprises the follow directors:

Executive directors:

Mr. Peng Gexiong (*Chairman*)
Mr. Wang Dongbin
Mr. Li Wing Sang
Mr. Lau Kam Ying, Peter

Independent non-executive directors:

Mr. Yeung Kenneth King Wah
Mr. Gao Feng
Mr. Wu Kehe

By order of the Board

China Electric Power Technology Holdings Limited
Peng Gexiong
Chairman

China, 12 August 2009

董事進行證券交易

截至二零零九年六月三十日止三個月內，本公司已就董事進行證券交易採納一套條款嚴格程度不遜於創業板上市規則第5.48條至第5.62條所載之標準交易守則所訂標準之守則。本公司亦已向全體董事作出特定查詢，而就本公司所知，於截至二零零九年六月三十日止三個月內任何時間並無未有遵守該守則及標準交易守則所訂標準之任何事項。

審核委員會

本公司已遵照創業板上市規則，成立審核委員會並書面列明其職權範圍。審核委員會之主要職責為(其中包括)檢討及監督本集團之財務申報過程及內部監控程序，並就此向董事會提供建議及意見。審核委員會由本公司的三位獨立非執行董事(即楊景華先生、高峰先生及吳克河先生)所組成。

本集團截至二零零九年六月三十日止三個月期間之未經審核財務報表草稿已由審核委員會成員審閱並由其對此發表意見。

於本報告日期，董事會成員包括以下董事：

執行董事：

彭格雄先生(*主席*)
王東斌先生
李永生先生
劉錦瑩先生

獨立非執行董事：

楊景華先生
高峰先生
吳克河先生

承董事會命

中國電力科技控股有限公司
主席
彭格雄

中國，二零零九年八月十二日

09/10 First Quarterly Report
第一季度業績報告



中電科

CHINA ELECTRIC POWER
TECHNOLOGY HOLDINGS LIMITED

中國電力科技控股有限公司