



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 Interim Report
中期報告



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

GEM has been positioned as a market designed to accommodate companies to which a higher investment risk may be attached than other companies listed on the Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration. The greater risk profile and other characteristics of GEM mean that it is a market more suited to professional and other sophisticated investors.

Given the emerging nature of companies listed on GEM, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

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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.

香港聯合交易所有限公司（「聯交所」）創業板（「創業板」）之特色

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 six months ended 30 September 2009 were approximately RMB25,471 thousand, representing an increase of approximately 17 times as compared to the corresponding period in the previous fiscal year.
- The Group realised a loss attributable to shareholders of approximately RMB3,750 thousand for the six months ended 30 September 2009.
- Basic loss per share of the Group was approximately RMB0.006 for the six months ended 30 September 2009.
- The Board does not recommend the payment of any dividend for the six months ended 30 September 2009.

摘要

- 本集團截至二零零九年九月三十日止六個月期間之營業額約為人民幣2,547萬元，較上個財政年度同期增加約17倍。
- 截至二零零九年九月三十日止六個月期間，本集團實現之股東應佔虧損約為人民幣375萬元。
- 本集團截至二零零九年九月三十日止六個月期間之每股虧損約為人民幣0.006元。
- 董事會並不建議就截至二零零九年九月三十日止六個月期間派發任何股息。

UNAUDITED RESULTS FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2009

The board of directors (the "Board") of China Electric Power Technology Holdings Limited (the "Company") is pleased to announce the unaudited consolidated results of the Company and its subsidiaries (collectively the "Group") for the six months and three months ended 30 September 2009, together with the unaudited comparative figures for the corresponding periods in 2008, as follows:

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

UNAUDITED CONDENSED CONSOLIDATED INCOME STATEMENT

截至二零零九年九月三十日止六個月期間之未經審核業績

中國電力科技控股有限公司(「本公司」)董事會(「董事會」)欣然公佈本公司及其附屬公司(統稱「本集團」)截至二零零九年九月三十日止六個月及三個月期間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，本中期財務報告內之所有財務數字是以人民幣(「人民幣」)千元列值)

未經審核簡明綜合損益表

		Notes 附註	Six months ended 30 September 截至九月三十日止 六個月		Three months ended 30 September 截至九月三十日止 三個月	
			2009 二零零九年	2008 二零零八年	2009 二零零九年	2008 二零零八年
Turnover	營業額	2	25,471	1,418	12,609	630
Cost of sales	銷售成本		(10,095)	(1,421)	(6,503)	(647)
Gross profit/(loss)	毛利/(虧)		15,376	(3)	6,106	(17)
Other revenue	其他收益		1,155	522	503	229
Distribution costs	銷售費用		(1,397)	(440)	(777)	(230)
Administration expenses	行政支出		(17,878)	(8,143)	(9,492)	(2,949)
Operating loss	經營虧損		(2,744)	(8,064)	(3,660)	(2,967)
Finance cost	融資成本		(1)	(1)	-	-
Loss before taxation	除稅前虧損	4	(2,745)	(8,065)	(3,660)	(2,967)
Income tax	所得稅	5	(1,005)	-	(281)	-
Loss attributable to shareholders	股東應佔虧損		(3,750)	(8,065)	(3,941)	(2,967)
Dividends attributable to the period	期內股息	6	-	-	-	-
			RMB (Yuan) 人民幣(元)	RMB (Yuan) 人民幣(元)	RMB (Yuan) 人民幣(元)	RMB (Yuan) 人民幣(元)
Loss per share - basic	每股虧損 - 基本	7	(0.006)	(0.026)	(0.006)	(0.010)

UNAUDITED CONDENSED CONSOLIDATED
BALANCE SHEET

未經審核簡明綜合資產負債表

		(Audited) (經審核)	
		30 September 2009 二零零九年 九月三十日	31 March 2009 二零零九年 三月三十一日
	Notes 附註		
Non-current assets	非流動資產		
Property, plant and equipment	物業、機器及設備	1,263	1,474
Intangible assets	無形資產	38,876	42,498
Goodwill	商譽	117,601	65,583
Available-for-sale investment	可供出售之投資	-	120
Deposits paid for acquisition of property, plant and equipment	收購物業、機器及設備之已付按金	-	5,966
		157,740	115,641
Current assets	流動資產		
Intangible assets	無形資產	7,243	7,243
Inventory	存貨	1,923	-
Trade receivables	應收貿易賬款	90,002	81,493
Prepayments, deposits and other receivables	預付款項、按金及其他應收賬款	12,046	5,405
Income tax recoverable	可回收所得稅	-	987
Cash and cash equivalents	現金及現金等價物	25,437	65,127
		136,651	160,255
Current liabilities	流動負債		
Trade payables	應付貿易賬款	20,357	8,056
Other payables and accruals	其他應付賬款及應計費用	12,370	26,673
Obligations under a finance lease	融資租賃	5	5
Taxation payable	應繳稅項	12,996	9,367
		45,728	44,101
Net current assets	流動資產淨值	90,923	116,154
Total assets less current liabilities	資產總值減流動負債	248,663	231,795
Non-current liabilities	非流動負債		
Deferred taxation	遞延稅項	7,461	7,843
Obligations under a finance lease	融資租賃	15	16
NET ASSETS	資產淨值	241,187	223,936
CAPITAL AND RESERVES	股本及儲備		
Share capital	股本	76,646	61,223
Reserves	儲備	164,541	162,713
TOTAL EQUITY	總權益	241,187	223,936

**UNAUDITED CONDENSED CONSOLIDATED
STATEMENT OF CHANGES IN EQUITY**
未經審核簡明綜合權益變動表

		Share capital 股本 (unaudited) (未經審核)	Share premium 股份溢價 (unaudited) (未經審核)	Contributed surplus 實收盈餘 (unaudited) (未經審核)	Capital reserve 資本儲備 (unaudited) (未經審核)	Share-based compensation reserve 股份薪酬儲備 (unaudited) (未經審核)	Statutory common reserve 法定公積金 (unaudited) (未經審核)	Foreign currency translation reserve 匯兌儲備 (unaudited) (未經審核)	(Accumulated loss)/ Retained profits (累計虧損)/ 保留溢利 (unaudited) (未經審核)	Total 總計 (unaudited) (未經審核)
Balance as of 1 April 2009	於二零零九年四月一日 之結餘	61,223	158,287	933	115	6,722	4,862	(11,257)	3,051	223,836
Placing	配售	2,699	4,091	-	-	-	-	-	-	6,790
Investment in subsidiary	子公司增值	12,724	27,228	-	-	-	-	-	-	39,952
Disposal of subsidiary	出售子公司	-	(20,058)	-	(115)	-	(4,862)	(768)	-	(25,803)
Loss for the 6 months ended 30 September 2009	截至二零零九年九月三十日止 六個月之虧損	-	-	-	-	-	-	-	(3,750)	(3,750)
Exchange differences on translation of financial statements	換算財務報表之匯兌差額	-	-	-	-	-	-	62	-	62
Balance as of 30 September 2009	於二零零九年九月三十日 之結餘	<u>76,646</u>	<u>169,548</u>	<u>933</u>	<u>-</u>	<u>6,722</u>	<u>-</u>	<u>(11,963)</u>	<u>(699)</u>	<u>241,187</u>
Balance as of 1 April 2008	於二零零八年四月一日 之結餘	31,977	117,755	933	115	4,654	4,862	(9,648)	(3,752)	146,896
Repurchase of shares	購回股份	(479)	(4,620)	-	-	-	-	-	-	(5,099)
Loss for the 6 months ended 30 September 2008	截至二零零八年九月三十日止 六個月之虧損	-	-	-	-	-	-	-	(8,065)	(8,065)
Currency translation difference	貨幣匯兌差額	-	-	-	-	-	-	(1,624)	-	(1,624)
Balance as of 30 September 2008	於二零零八年九月三十日 之結餘	<u>31,498</u>	<u>113,135</u>	<u>933</u>	<u>115</u>	<u>4,654</u>	<u>4,862</u>	<u>(11,272)</u>	<u>(11,817)</u>	<u>132,108</u>

**UNAUDITED CONDENSED CONSOLIDATED CASH
FLOW STATEMENT**

For the six months ended 30 September 2009

未經審核簡明綜合現金流量表

截至二零零九年九月三十日止六個月期間

		Six months ended 30 September 截至九月三十日止六個月	
		2009 二零零九年	2008 二零零八年
Net cash outflow from operating activities	經營業務現金流出淨額	(14,271)	(862)
Net cash outflow from investing activities	投資活動所得現金流出淨額	(32,269)	(2,148)
Net cash outflow before financing	未計融資前現金流出淨額	(46,540)	(3,010)
Net cash inflow/(outflow) from financing	融資活動現金流入/(流出)淨額	6,788	(5,099)
Decrease in cash and cash equivalents	現金及現金等價物減少	(39,752)	(8,109)
Cash and cash equivalents at the beginning of the period	期初現金及現金等價物	65,127	116,356
Effect of foreign exchange rate changes	匯兌調整影響	62	(1,625)
Cash and cash equivalent at the end of the period	期末現金及現金等價物	25,437	106,622

Notes:

1. Principal Accounting Policies

The unaudited condensed interim financial statements 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 Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange of Hong Kong Limited. The accounting policies adopted are consistent with those set out in the annual financial statements for the year ended 31 March 2009.

The condensed interim financial statements are unaudited, but have been reviewed by the audit committee.

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

未經審核簡明中期財務報表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。

簡明中期財務報表為未經審核，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：

		Six months ended 30 September 截至九月三十日止六個月		Three months ended 30 September 截至九月三十日止三個月	
		2009 二零零九年	2008 二零零八年	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	22,651	-	9,798	-
Judicial authentication service and sales of application software	司法鑑定服務及銷售應用軟件	2,810	1,167	2,810	500
Sales of self-developed internet learning card	銷售自行開發互聯網學習卡	10	251	1	130
		<u>25,471</u>	<u>1,418</u>	<u>12,609</u>	<u>630</u>

3. Segmental Information

Segment information is presented in respect of the Group's business and geographical segments. Business segment information is chosen as the primary reporting format because this is more relevant to the Group's internal financial reporting.

Business segments

The Group comprises the following main business segments:

- Information technology services in the electricity power industry
- Judicial authentication service and sales of application software
- Sales of self-developed internet learning card

Six months ended 30 September 2009

3. 分部資料

本集團就業務及地域分部匯報分類資料。本集團以業務分類資料為主要匯報形式，因為此方式較貼近本集團之內部財務匯報。

業務分部

本集團之主要業務分部包括：

- 電力行業之資訊科技服務
- 司法鑑定服務及銷售應用軟件
- 銷售自行開發互聯網學習卡

截至二零零九年九月三十日止六個月

		Information technology services in the electricity power industry 電力行業之資訊科技服務	Judicial authentication service and sales of application software 司法鑑定服務及銷售應用軟件	Sales of self-developed internet learning card 銷售自行開發互聯網學習卡	Consolidated 綜合
REVENUE	營業額				
External sales	對外銷售	<u>22,651</u>	<u>2,810</u>	<u>10</u>	<u>25,471</u>
RESULT	業績				
Segment results	分部業績	<u>8,025</u>	<u>(898)</u>	<u>(860)</u>	<u>6,267</u>
Interest income and unallocated other corporate income	利息收入及未能分配其他企業收入				-
Unallocated corporate expenses	未能分配企業開支				<u>(9,012)</u>
Loss before tax	除稅前虧損				<u>(2,745)</u>
Income tax expense	所得稅開支				<u>(1,005)</u>
Loss for the period	期內虧損				<u>(3,750)</u>

As at 30 September 2009

於二零零九年九月三十日

		Information technology services in the electricity power industry 電力行業之 資訊科技服務	Judicial authentication service and sales of application software 司法鑑定服務及 銷售應用軟件	Sales of self-developed internet learning card 銷售自行開發 互聯網學習咭	Consolidated 綜合
BALANCE SHEET	資產負債表				
ASSETS	資產				
Segment assets	分部資產	93,200	7,530	-	100,730
Unallocated corporate assets	未能分配企業資產				193,661
Total assets	總資產				294,391
LIABILITIES	負債				
Segment liabilities	分部負債	24,209	3,755	-	27,964
Unallocated corporate liabilities	未能分配企業負債				25,240
Total liabilities	總負債				53,204

Six months ended 30 September 2008

截至二零零八年九月三十日止六個月

		Information technology services in the electricity power industry 電力行業之 資訊科技服務	Judicial authentication service and sales of application software 司法鑑定服務及 銷售應用軟件	Sales of self-developed internet learning card 銷售自行開發 互聯網學習咭	Consolidated 綜合
REVENUE	營業額				
External sales	對外銷售	-	1,167	251	1,418
RESULT	業績				
Segment results	分部業績	-	(9)	(1,238)	(1,247)
Interest income and unallocated other corporate income	利息收入及未能分配 其他企業收入				522
Unallocated corporate expenses	未能分配企業開支				(7,340)
Loss before tax	除稅前虧損				(8,065)
Income tax expense	所得稅開支				-
Loss for the period	期內虧損				(8,065)

As at 30 September 2008

於二零零八年九月三十日

		Information technology services in the electricity power industry 電力行業之資訊科技服務	Judicial authentication service and sales of application software 司法鑑定服務及銷售應用軟件	Sales of self-developed internet learning card 銷售自行開發互聯網學習卡	Consolidated 綜合
BALANCE SHEET	資產負債表				
ASSETS	資產				
Segment assets	分部資產	-	8,454	46,696	55,150
Unallocated corporate assets	未能分配企業資產				87,775
Total assets	總資產				142,925
LIABILITIES	負債				
Segment liabilities	分部負債	-	4,450	5,977	10,427
Unallocated corporate liabilities	未能分配企業負債				390
Total liabilities	總負債				10,817

*Geographical segments**地區分部*

The Group participates in two principal economic environments, Hong Kong and PRC.

本集團在兩大經濟環境（香港及中國）中經營業務。

In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of customers. Segment assets and capital expenditure are based on the geographical location of the assets.

按地域分類呈列資料時，分類收益乃根據客戶所在地劃分。分類資產及資本開支則按資產所在地劃分。

		Hong Kong 香港		PRC 中國	
		As at 30 September 於九月三十日		As at 30 September 於九月三十日	
		2009 二零零九年	2008 二零零八年	2009 二零零九年	2008 二零零八年
Revenue from external customers	來自外界客戶之收益	-	-	25,471	1,418
Carrying amount of segment assets	分類資產之賬面值	193,661	6,445	100,730	136,480
Additions to property, plant, equipment	物業、機器及設備之添置	79	42	199	113

4. Loss before taxation

Loss before taxation is after charging:

	Six months ended 30 September 截至九月三十日止六個月		Three months ended 30 September 截至九月三十日止三個月	
	2009 二零零九年	2008 二零零八年	2009 二零零九年	2008 二零零八年
Audit Fee 核數費用	-	-	-	-
Cost of inventory sold and services rendered 售出存貨及提供服務之成本	10,095	1,421	6,503	647
Depreciation of fixed assets 固定資產折舊	327	303	162	157
Operating lease rental in respect of land and building 土地及樓宇之經營租賃租金	1,360	435	668	232
Research and development cost 研究及開發成本	620	237	315	119

5. Income tax

Taxation represents:

	Six months ended 30 September 截至九月三十日止六個月		Three months ended 30 September 截至九月三十日止三個月	
	2009 二零零九年	2008 二零零八年	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))	1,005	-	281	-
	1,005	-	281	-

(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.

4. 除稅前虧損

除稅前虧損乃經扣除以下項目：

	Six months ended 30 September 截至九月三十日止六個月		Three months ended 30 September 截至九月三十日止三個月	
	2009 二零零九年	2008 二零零八年	2009 二零零九年	2008 二零零八年
Audit Fee 核數費用	-	-	-	-
Cost of inventory sold and services rendered 售出存貨及提供服務之成本	10,095	1,421	6,503	647
Depreciation of fixed assets 固定資產折舊	327	303	162	157
Operating lease rental in respect of land and building 土地及樓宇之經營租賃租金	1,360	435	668	232
Research and development cost 研究及開發成本	620	237	315	119

5. 所得稅

稅項乃指：

	Six months ended 30 September 截至九月三十日止六個月		Three months ended 30 September 截至九月三十日止三個月	
	2009 二零零九年	2008 二零零八年	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))	1,005	-	281	-
	1,005	-	281	-

(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，由二零零八年起三年按已寬減的稅率15%課稅。

6. Dividends

The Board does not recommend payment of any interim dividend for the six months period (six months ended 30 September 2008: nil).

7. Loss Per Share

The calculation of basic loss per share is based on the unaudited consolidated loss attributable to shareholders for the six months ended 30 September 2009 of RMB3,750 thousand (2008: loss RMB8,065 thousand) and on the weighted average of 652,322,245 shares in issue (2008: 305,462,967 shares).

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

8. Trade Receivables

Aging analysis of trade receivable is as follows:

		30 September 2009 二零零九年 九月三十日	31 March 2009 二零零九年 三月三十一日
Within 1 month	一個月內	7,930	55,249
Over 1 month but within 3 months	超過一個月 但三個月內	54,396	4,174
Over 3 months but within 1 year	超過三個月 但一年內	23,422	17,133
Over 1 year	超過一年	4,254	5,462
		90,002	82,018
Less: Impairment losses	減：減值虧損	-	(525)
		90,002	81,493

9. Trade payables

Aging analysis of trade payables is as follows:

		30 September 2009 二零零九年 九月三十日	31 March 2009 二零零九年 三月三十一日
Within 1 month	一個月內	2,288	-
Over 1 month but within 3 months	超過一個月 但三個月內	2,789	4,380
Over 3 months but within 1 year	超過三個月 但一年內	11,325	-
Over 1 year	超過一年	3,955	3,676
		20,357	8,056

6. 股息

董事會並不建議就本六個月期間派付任何中期股息(截至二零零八年九月三十日止六個月期間：無)。

7. 每股虧損

每股基本虧損乃根據截至二零零九年九月三十日止六個月的股東應佔未經審核綜合虧損人民幣375萬元(二零零八年：虧損人民幣806.5萬元)及已發行股份之加權平均數652,322,245股(二零零八年：305,462,967股)計算。

由於截至二零零九年及二零零八年九月三十日止六個月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)。

8. 應收貿易賬款

應收貿易賬款之賬齡分析如下：

9. 應付貿易賬款

應付貿易賬款之賬齡分析如下：

10. Issued share capital

The authorised issued and fully paid share capital of the Company is as follows:

		30 September 2009 二零零九年九月三十日		31 March 2009 二零零九年三月三十一日	
		Number of shares 股份數目	Total nominal value 總面值 RMB 人民幣	Number of shares 股份數目	Total nominal value 總面值 RMB 人民幣
Ordinary shares of HK\$0.10 each	每股面值0.10港元之普通股				
Authorised	法定	2,000,000,000	212,000,000	2,000,000,000	212,000,000
Issued and fully paid	已發行及繳足	813,603,500	76,646,108	638,347,000	61,223,580
At beginning of period/year	期初/年初	638,347,500	61,223,580	306,000,000	31,977,000
Repurchase and cancellation of shares	購回及註銷股份	-	-	(5,435,000)	(478,280)
Placing	配售	30,670,000	2,698,960	-	-
Shares issued for the acquisition of subsidiaries	收購附屬公司所發行之股份	144,586,000	12,723,568	125,000,000	11,000,000
Issue of one rights share for every two existing shares	按兩股現有股份供一股供股股份之比例進行供股	-	-	212,782,500	18,724,860
At end of period/year	期末/年末	813,603,500	76,646,108	638,347,500	61,223,580

10. 已發行股本

本公司之法定已發行及繳足股本如下：

		30 September 2009 二零零九年九月三十日		31 March 2009 二零零九年三月三十一日	
		Number of shares 股份數目	Total nominal value 總面值 RMB 人民幣	Number of shares 股份數目	Total nominal value 總面值 RMB 人民幣
Ordinary shares of HK\$0.10 each	每股面值0.10港元之普通股				
Authorised	法定	2,000,000,000	212,000,000	2,000,000,000	212,000,000
Issued and fully paid	已發行及繳足	813,603,500	76,646,108	638,347,000	61,223,580
At beginning of period/year	期初/年初	638,347,500	61,223,580	306,000,000	31,977,000
Repurchase and cancellation of shares	購回及註銷股份	-	-	(5,435,000)	(478,280)
Placing	配售	30,670,000	2,698,960	-	-
Shares issued for the acquisition of subsidiaries	收購附屬公司所發行之股份	144,586,000	12,723,568	125,000,000	11,000,000
Issue of one rights share for every two existing shares	按兩股現有股份供一股供股股份之比例進行供股	-	-	212,782,500	18,724,860
At end of period/year	期末/年末	813,603,500	76,646,108	638,347,500	61,223,580

11. Subsequent event

On 1 October 2009, pursuant to the agreement dated 25 July 2008 (as supplemented on 7 August 2008) between Topsheen Limited as purchaser and Union Victory Investments Limited and China Venture Enterprise Limited as vendors, the Company issued to the vendors Tranche A Convertible Notes of principal amount of HK\$223,560,000 and Tranche B Convertible Note of principal amount of HK\$63,940,000.

12. Approval of the condensed accounts

The condensed accounts were approved by the Board on 12 November 2009.

11. 結算日後事項

於二零零九年十月一日，根據德信有限公司（作為買方）與合成投資有限公司及 China Venture Enterprise Limited（作為賣方）之間日期為二零零八年七月二十五日之協議（於二零零八年八月七日經補充），本公司向賣方發行A類可換股票據（本金額為223,560,000港元）及B類可換股票據（本金額為63,940,000港元）。

12. 核准簡明賬目

簡明賬目於二零零九年十一月十二日獲董事會核准。

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW

The turnover of the Group increased approximately 17 times for the six months period ended 30 September 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 RMB22.65 million income in this period.

The cost of sales of the Group increased approximately 6 times, the distribution and selling expenses was increased approximately 2 times, the administrative expenses was increased approximately 1 times, for the six 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.

Liquidity and Financial Resources

As at 30 September 2009, the shareholders' funds of the Group amounted to approximately RMB241 million. Current assets amounted to approximately RMB136 million of which approximately RMB25 million were cash and bank balance and approximately RMB102 million were trade receivable, prepayment, deposit and others receivable. The Group's current liabilities amounted to approximately RMB45 million.

Charge of Assets

As at 30 September 2009, the Group did not have any charges on its assets.

Capital Commitment

As at 30 September 2009, the Group did not have any material capital commitments.

管理層討論及分析

財務回顧

本集團截至二零零九年九月三十日六個月期間之營業額較二零零八年同期上升約17倍。營業額上升之主要原因是本集團在上一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2,265萬的收入。

本集團截至二零零九年九月三十日六個月期間之銷售成本較二零零八年同期上升約6倍，分銷及銷售費用較二零零八年同期上升約2倍，行政開支較二零零八年同期上升約1倍。增加之主要原因是新業務之成本相對增加。

流動資金及財務資源

於二零零九年九月三十日，本集團之股東資金約為人民幣2億4仟1佰萬元。流動資產約為人民幣1億3仟6佰萬元，其中約人民幣2仟5佰萬元為現金及銀行結餘，另約人民幣1億零2佰萬元為應收貿易賬款、預付款項、按金及其他應收賬款。本集團之流動負債約為人民幣4仟5佰萬元。

資產抵押

於二零零九年九月三十日，本集團並無任何資產抵押。

資本承擔

於二零零九年九月三十日，本集團並無任何重大資本承擔。

Foreign Exchange Exposure and Hedging Policy

Since most of the income and expenses as well as assets and liabilities of the Group are denominated in Renminbi, the Board considers that the Group has no material foreign exchange exposure and no hedging policy has been taken.

Contingent Liabilities

As at 30 September 2009, the Group did not have any material contingent liabilities.

Human Resources

As at 30 September 2009, the Group had 243 full time employees in the PRC and Hong Kong. Staff remuneration packages are determined by reference to prevailing market rates. Staff benefits include mandatory provident fund, personal insurance and discretionary bonus which are based on their performance and contribution to the Group.

BUSINESS OUTLOOK

Business Review

The Group made smooth progress on all of its businesses during the first half of 2009 (from 1 April to 30 September). The business of electric power technology acquired at the end of 2008 became the major business of the Group and continued to contribute to the majority of income and profit for the Group; however, the Group still recorded a loss during the first half of the year as the business was experiencing a slack season in China and there was an increase in amortizations and costs accrued from continuous acquisitions.

The Group also completed the acquisition of Beijing Zhiyiren Information Technology Co. Ltd. and the disposal of the existing education business that was based in Jiangxi during the first half of the year.

外匯風險及對沖政策

由於本集團大部份收支及資產負債乃以人民幣為單位，董事會認為本集團並無重大外匯風險，亦無採取任何對沖政策。

或然負債

於二零零九年九月三十日，本集團並無任何重大或然負債。

人力資源

於二零零九年九月三十日，本集團在中國及香港共聘用243名全職僱員。員工酬金計劃乃按現行市場價格釐定。員工福利包括強制性公積金、個人保險及酌情花紅，乃按彼等於本集團之表現及對本集團之貢獻而定。

業務展望

業務回顧

本集團2009年度上半年（4月1日至9月30日）各項業務進展順利，於2008年底收購的電力科技業務成為集團的主營業務，繼續為集團貢獻了大部分的收入和利潤；只是由於上半年是國內業務的淡季，加之持續收購產生的各類分攤及費用較大，使得集團上半年仍錄得虧損。

本集團上半年還完成了對北京智義仁資訊技術有限公司的收購，並同時出售了原有的基於江西的教育業務。

Prospect and Outlook

In 2009, the Group will continue to expand its business in electric power field vigorously. The Group will also expand the electricity marketing system developed by 北京普華雅龍科技有限公司, the wholly-owned subsidiary of the Group, to other provinces while completing the installation and trial operation in existing provinces, and continue to increase its market presence. 普華雅龍 will also keep abreast of the construction of the state smart grid and positively develop the two-way smart marketing system to ensure the continuous and rapid development of the Company. 北京捷通易信科技發展有限公司, another wholly-owned subsidiary of the Group, is currently engaging in the installation and services on information technology service management (ITSM) system for each province within the state grid system, and having an increasing market presence.

The statements of 北京智義仁信息技術有限公司 which interests were entirely acquired by the Group during the first half of the year will be included in the Group since 1 October. 北京智義仁信息技術有限公司 mainly engaged in the network and information service in the education industry, having a great potential for business development and was expected to have a contribution to the considerable income and profit for the Group during the second half of the year.

前景展望

本集團2009年度將繼續在電力領域積極開拓，本集團旗下之全資子公司-北京普華雅龍科技有限公司開發的電力營銷系統在完成現有省份的安裝調試的同時還將拓展到更多地省份，繼續擴大市場份額；普華雅龍還緊跟國家智慧電網的建設步伐，積極開發雙向智慧營銷系統，以保證公司持續快速發展。本集團旗下另一全資子公司-北京捷通易信科技發展有限公司目前正在國網系統的各網省進行資訊服務管理 (ITSM) 系統的安裝及服務，其市場份額也在不斷擴展。

本集團上半年全資收購的北京智義仁信息技術有限公司將在今年10月1日後與本集團合併報表，其主要從事教育行業的網路及資訊服務，業務有很好的發展空間，預計今年下半年將為本集團貢獻可觀的收入和利潤。

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

As at 30 September 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 ("SFO")) which were 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 which were required, to be entered in the register required to be kept under section 352 of the SFO, or which were 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:

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

於二零零九年九月三十日，本公司之董事（「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）之股份及相關股份（「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之權益或淡倉（包括根據證券及期貨條例有關規定被認為或視作擁有之權益或淡倉），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及淡倉，或根據創業板上市規則第5.46至5.67條須知會本公司及聯交所之權益或淡倉，如下：

The Company – interests in Shares and underlying Shares

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	11.13%
Mr. Peng Gexiong 彭格雄先生	11,120,000 (Note 2) (附註2)	4,936,000	16,056,000	1.97%
Mr. Li Wing Sang 李永生先生	–	230,000	230,000	0.03%
Mr. Yeung King Wah 楊景華先生	–	623,600	623,600	0.08%
Mr. Gao Feng 高峰先生	–	623,600	623,600	0.08%
Mr. Wu Kehe 吳克河先生	–	230,000	230,000	0.03%

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 September 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 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 Rules 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，於二零零九年九月三十日，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認為或視作擁有之權益或淡倉），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條上市發行人的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 September 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:

根據證券及期貨條例擁有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，於二零零九年九月三十日，下列人士（上文所披露之本公司董事或主要行政人員除外）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：

Long positions in shares

股份之好倉

Name 名稱	Capacity 身份	Number of	Number of	Percentage of	
		Shares 股份數目	underlying Shares 相關股份數目	Total 合計	shareholding 持股百分比
Sunfame Enterprises Limited 新輝企業有限公司	Beneficial owner (Note 1) 實益擁有人 (附註1)	144,586,000	-	144,586,000	17.8%
Ying Da 盈達	Beneficial owner (Note 2) 實益擁有人 (附註2)	90,000,000	-	90,000,000	11.0%
China Venture Enterprises Limited	Beneficial owner (Note 3) 實益擁有人 (附註3)	67,240,000	-	67,240,000	8.3%
Gold Oriental Group Limited 金華集團有限公司	Beneficial owner (Note 4) 實益擁有人 (附註4)	30,000,000	-	30,000,000	3.7%
Sino Lucky Group Limited 中運集團有限公司	Beneficial owner (Note 4) 實益擁有人 (附註4)	27,760,000	-	27,760,000	3.4%
Wincrest Ventures, LP	Beneficial owner (Note 5) 實益擁有人 (附註5)	30,670,000	30,670,000	61,340,000	7.5%

Note:

- (1) Sunfame Enterprises Limited, a company incorporated in BVI wholly and beneficially owned by Ms. Wang Wei.
- (2) Ying Da, a company incorporated in BVI wholly and beneficially owned by Mr. Wang Dongbin.
- (3) China Venture Enterprises Limited, a company incorporated in BVI wholly and beneficially owned by Mr. Cheung Yan Leung.
- (4) Gold Oriental Group Limited and Sino Lucky Group Limited, both of which are incorporated in BVI, wholly and beneficially owned by Mr. Cheung Yuet.
- (5) Wincrest Ventures, LP is wholly and beneficially owned by Mr. Charles Louis Watson and his family members. The interests in the underlying Shares represent the new Shares which may fall to be issued when the unlisted warrants granted to Wincrest Ventures, LP are exercised at the initial exercise price of HK\$0.314 each.

Save as disclosed herein, as at 30 September 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 or carrying rights to vote in all circumstances at general meetings of any other members of the Group.

附註：

- (1) 新輝企業有限公司為於英屬處女群島註冊成立之公司，由王薇女士全資實益擁有。
- (2) 盈達為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。
- (3) China Venture Enterprises Limited為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。
- (4) 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，由張鉞先生全資實益擁有。
- (5) Wincrest Ventures, LP由Charles Louis Watson先生及其家族成員全資實益擁有。相關股份之權益代表向Wincrest Ventures, LP授出之非上市認股權證按初步行使價每股0.314港元行使時可能須予發行之新股份。

除本報告所披露者外，本公司並不知悉有任何人士（本公司之董事或主要行政人員除外）於二零零九年九月三十日於股份中擁有根據證券及期貨條例第336條必須向本公司披露之權益或淡倉，（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）。

SHARE OPTION SCHEME

Equity-settled share option schemes

On 23 July 2004, the company adopted a share option scheme (the "Share Option Scheme") to enable the Company to grant options to eligible participants in order to reward or provide incentives to its employees or any person who has contributed or will contribute to the Group. The Share Option Scheme shall continue in force for the period commencing from 23 July 2004 and expiring at the close of business on the tenth anniversary thereof, after such period no further options will be granted but the provisions of the Share Option Scheme shall remain in full force and effect in respect of any options granted before its expiry or termination but not yet exercised.

Under the Share Option Scheme, the directors of the Company may offer to any employees or any person who has contributions to the Group including directors of the Company or any of its subsidiaries share options to subscribe for shares in the Company in accordance with the terms of the Share Option Scheme.

購股權

以權益結算之購股權計劃

於二零零四年七月二十三日，本公司採納一項購股權計劃（「購股權計劃」），讓本公司能夠授出購股權予合資格參與者，以鼓勵或獎勵已經或將會對本集團作出貢獻之僱員或任何人士。購股權計劃須於二零零四年七月二十三日開始至其十週年之日營業時間結束之期間內持續有效，於該期間後不會再授出認股權，但就購股權計劃屆滿或終止前授出而尚未行使之任何購股權而言，購股權計劃之條文仍具有十足效力。

根據購股權計劃，本公司董事可根據新購股權計劃之條款向已對本集團作出貢獻的任何僱員或任何人士（包括本公司或其任何附屬公司之董事）授出購股權，以認購本公司股份。

The maximum number of shares in respect of which share options may be granted under the Share Option Scheme shall not, when aggregated with any shares subject to any other schemes, exceed such number of shares as represents 10% of the issued shares as at the date of approval of the Share Option Scheme which shall be equivalent to 63,834,750 shares. The Company may seek approval from the shareholders in a general meeting to refresh the limit of Share Option Scheme. However, the total number of shares which may be issued upon exercise of all share options to be granted under all of the schemes of the Company or its subsidiaries under the limit must not exceed 10% of the shares in issue as at the date of approval of the Share Option Scheme.

The exercise price is determined by the directors of the Company, and shall not be less than the highest of (i) the closing price of the Company's shares on the date of grant, (ii) the average closing price of the shares for the five business days immediately preceding the date of grant, and (iii) the nominal value of the Company's shares.

Under the Share Option Scheme, the Company granted options to subscribe for 4,500,000 shares to its directors and 20,700,000 shares to its employees on 26 March 2008 and 2,380,000 shares to its directors and 28,200,000 shares to its employees on 18 March 2009. Options granted must be taken up within 21 days of the date of grant, upon payment of HK\$1 by each of the grantees. The options may be exercised at any time after the date of grant of the share options to the fifth anniversary of the date of grant.

Each option gives the holder the right to subscribe for one ordinary share in the Company.

根據購股權計劃，連同任何其他計劃授出之購股權所涉及之最高股份數目不得超過於批准購股權計劃日期已發行股本之10%，相等於63,834,750股股份。本公司可於股東大會尋求股東批准更新購股權計劃的限額。然而，根據本公司或其附屬公司之所有計劃而在限額以內授出之所有購股權，於行使時可予發行之股份總數不得超過於批准購股權計劃日期已發行股本之10%。

行使價由本公司董事釐定，惟該價格不得少於以下之最高者：(i)本公司股份在授出當日之收市價；(ii)緊接授出當日前五個營業日之平均收市價；及(iii)本公司股份之面值。

根據購股權計劃，本公司於二零零八年三月二十六日向董事授出可認購4,500,000股股份之購股權，並向僱員授出可認購20,700,000股股份之購股權，並於二零零九年三月十八日向董事授出可認購2,380,000股股份之購股權及向僱員授出可認購28,200,000股股份之購股權。所授出之購股權須自授出日期起計21日內接納，每位承授人於接納時須支付1港元。購股權可於授出日期後至授出日期起計滿五週年期間隨時行使。

每一份購股權賦予持有人權力認購本公司之一股普通股股份。

Category of guarantee	Exercise price per Share	Date of grant	Number of share options 購股權數目				At 30 September 2009 於 二零零九年 九月三十日
			At 1 April 2009 於 二零零九年 四月一日	Granted during the Half Yearly Period 就半年 期間 已授出	Exercised during the Half Yearly Period 於半年 期間 已行使	Forfeited during the Half Yearly period 於半年期間 已沒收	
Directors 董事	1.68	26 March 2008 二零零八年三月二十六日	5,510,400	-	-	(393,600)	5,116,800
	0.149	18 March 2009 二零零九年三月十八日	2,380,000	-	-	(230,000)	2,150,000
Employees 僱員	1.68	26 March 2008 二零零八年三月二十六日	27,158,400	-	-	-	27,158,400
	0.149	18 March 2009 二零零九年三月十八日	28,200,000	-	-	-	28,200,000
In aggregate 合計			<u>63,248,800</u>	<u>-</u>	<u>-</u>	<u>(623,600)</u>	<u>62,625,200</u>

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

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

COMPETING INTERESTS

For the six months ended 30 September 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.

COMPLIANCE WITH CODE ON CORPORATE GOVERNANCE PRACTICES

The Company has applied the principles and has complied with all the code provisions as set out in the Code on Corporate Governance Practices contained in Appendix 15 of the GEM Listing Rules throughout the period under review.

SECURITIES TRANSACTIONS BY DIRECTORS

During the six months ended 30 September 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 5.67 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 six months ended 30 September 2009.

購買、出售或贖回本公司上市股份

截至二零零九年九月三十日止六個月期間，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

截至二零零九年九月三十日止六個月期間，本公司之董事、管理層股東或彼等各自之聯繫人士(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。

遵守《企業管治常規守則》

於回顧期間內，本公司已一直應用《創業板上市規則》附錄15《企業管治常規守則》所載之原則，並已遵守其中所列表載之所有守則條文。

董事進行證券交易

截至二零零九年九月三十日止六個月期間內，本公司已就董事進行證券交易採納一套比《創業板上市規則》第5.48至第5.67條所載之交易必守標準更高的董事證券交易守則。本公司亦已向各董事作出特定查詢，而本公司並不知悉截至二零零九年九月三十日止六個月期間內任何時間未有遵守該守則及交易必守標準之任何事項。

AUDIT COMMITTEE

The Company established an audit committee with written terms of reference in compliance with Rules 5.28 to 5.33 of the GEM Listing Rules and code provision C.3.1 to C.36 of the code. 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 is composed 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 six months ended 30 September 2009 have been reviewed and commented by the members of the audit committee.

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

Executive directors:

Mr. Peng Gexiong (*Chairman*)
Mr. Wang Dongbin
Mr. Li Wing Sang

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

PRC, 12 November 2009

審核委員會

本公司已遵照《創業板上市規則》第5.28條至第5.33條及該守則條文C.3.1至C.36,成立審核委員會並列明其職權範圍。審核委員會之主要職責為(其中包括)審閱及監督本集團之財務匯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楊景華先生,高峰先生和吳克河先生所組成。

本集團截至二零零九年九月三十日止六個月期間之未經審核財務報表文稿已由審核委員會成員審閱並由其對此作出意見。

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

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,二零零九年十一月十二日

09/10 Interim Report
中期報告



中電科

CHINA ELECTRIC POWER
TECHNOLOGY HOLDINGS LIMITED

中國電力科技控股有限公司