



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

FIRST QUARTERLY REPORT
第一季度業績報告
2010/2011



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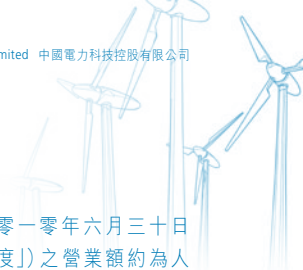
香港聯合交易所有限公司（「交易所」）創業板市場（「創業板」）的特色

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。有意投資的人士應瞭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經驗豐富的投資者。

由於創業板上市的公司屬新興性質，在創業板買賣的證券可能會較在交易所主板買賣的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的規定而提供有關中國電力科技控股有限公司的資料。各董事經作出一切合理查詢後，確認就彼等所知及所信，本報告所載資料在各重大方面均屬準確及完整，並無誤導及欺詐成分，且並無遺漏任何事實致使本報告所載任何內容或本報告產生誤導。



HIGHLIGHTS

- Turnover of the Group for the quarter (the "Quarterly Period") ended 30 June 2010 were approximately RMB15.5 million, representing an increase of approximately 20.7% as compared to corresponding period in the previous fiscal year.
- The Group recorded a loss attributable to Owners approximately RMB13.9 million for the Quarterly Period.
- The Group recorded a total comprehensive loss attributable to Owners approximately RMB12.8 million or the Quarterly Period.
- Loss per share of the Group was approximately RMB0.016 for the Quarterly Period.
- The Board does not recommend the payment of any dividend for the Quarterly Period.

摘要

- 本集團截至二零一零年六月三十日止季度(「本季度」)之營業額約為人民幣1千6佰萬元，較上一個財政年度同期上升約20.7%。
- 於本季度，本集團記錄之擁有人應佔虧損約為人民幣1千4佰萬元。
- 於本季度記錄之擁有人應佔全面虧損總額為人民幣1千3佰萬元。
- 本集團於本季度之每股虧損約為人民幣0.016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 2010

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 2009, as follows:-

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

截至二零一零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,連同二零零九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	2010 二零一零年	2009 二零零九年
Turnover	營業額	2	15,521	12,862
Cost of sales	銷售成本		(5,580)	(3,592)
Gross profit	毛利		9,941	9,270
Other revenue and other net income	其他收益及其他收入淨額	3	4	652
Distribution and selling expenses	分銷及銷售費用		(254)	(620)
Administrative expenses	行政支出		(21,339)	(8,386)
Operating (loss)/profit	經營(虧損)/溢利		(11,648)	916
Finance cost	融資成本		(1,729)	(1)
(Loss)/profit before taxation	除稅前(虧損)/溢利		(13,377)	915
Income Tax	所得稅	4	(524)	(724)
(Loss)/profit for the period	本期間(虧損)/溢利		(13,901)	191
Other comprehensive profit for the period	本期間其他全面虧損			
Exchange differences on translation of financial statements	換算財務報表產生之匯兌		1,119	15
Total comprehensive (loss)/income for the period, net of nil tax	本期間全面(虧損)/收益總額(無稅項之淨額)		(12,782)	206
(Loss)/profit for the period attributable to Owners of the Company	本公司擁有人應佔本期間(虧損)/溢利		(13,901)	191
Total comprehensive (loss)/income for the period attributable to owners of the Company	本公司擁有人應佔本期間(虧損)/收益總額		(12,782)	206
Dividend	股息	5	-	-
			RMB (Yuan) 人民幣(元)	RMB (Yuan) 人民幣(元)
(Loss)/earnings per Share – basic and diluted	每股(虧損)/盈利 – 基本及攤薄	6	(0.016)	0.0003

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 2010.

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, information technology solutions and related maintenance and supporting services to customers in the electricity power industry, schools and entities in the education sector of the PRC.

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 year 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二零一零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

本集團主要從事向中國之電力行業、學校及教育部門實體之客戶開發及提供應用軟件、資訊科技解決方案及相關維護及支援服務。

營業額指已向客戶出售之軟件及提供之服務之價值。年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	
		2010 二零一零年	2009 二零零九年
Information technology services in the electricity power industry	電力行業之資訊科技服務	10,171	12,853
Judicial authentication service and sales of application software	司法鑑定服務及銷售應用軟件	616	-
Sales of self-developed internet learning card	銷售自行開發互聯網學習卡	-	9
School network integration services	學校網絡整合服務	4,734	-
Total turnover	總營業額	15,521	12,862

3. Other revenue and other net income

		Three months ended 30 June 截至六月三十日止三個月	
		2010 二零一零年	2009 二零零九年
Interest income	利息收入	4	9
Tax refund and others	退稅收入及其他	-	643
		<u>4</u>	<u>652</u>

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	
		2010 二零一零年	2009 二零零九年
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))	524	724
		<u>524</u>	<u>724</u>

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

Tax on profits assessable in mainland China has been calculated at the applicable PRC enterprise income tax ("EIT") rate.

北京普華雅龍科技有限公司("雅龍") and 北京智義仁信息技術有限公司("智義仁") the subsidiaries from which the major portion of the Group's turnover is derived, were subject to EIT. 雅龍 and 智義仁, as an advanced technology enterprise (高新技術企業), were entitled to enjoy a reduced tax rate of 15% for three years from 2008 and 2009 respectively.

(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

中國內地應評稅溢利之應付稅項乃根據中國企業所得稅之適用稅率計算。

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」)及北京智義仁信息技術有限公司(「智義仁」)其須繳付企業所得稅。雅龍作為一家高新技術企業，分別由二零零八年及二零零九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 2010 (2009: Nil)

5. **Dividends**

The Board does not recommend payment of any interim dividend for the Quarterly Period (quarter ended 30 June 2009: nil).

6. **(Loss)/earnings Per Share**

The calculation of basic (loss)/earnings per share is based on the unaudited consolidated loss attributable to Owners for the three months ended 30 June 2010 of RMB13.9 million (2009: profit RMB191 thousand) and the weighted average number of 873,704,599 ordinary shares in issue (2009: 638,347,500 shares).

As the impact of the conversion of the outstanding convertible bonds as the exercise of the outstanding share option and warrants was anti-dilutive as at 30 June 2010 and 2009, the diluted earnings/(loss) per share equal to the basic earnings/(loss) per share.

7. **Share Capital and Reserves**

	Share capital	Share premium	Contributed surplus	Convertible bonds equity reserve	Capital reserve	Statutory common reserve	Share-based compensation reserve	Foreign currency translation	Retained profits/(Accumulated losses)	Total
	股本	股份溢價	實繳盈餘	可換股債券權益儲備	資本儲備	法定公積金	股份薪酬儲備	外匯兌換儲備	保留溢利/(累計虧損)	總計
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
At 1 April 2010										
於二零一零年四月一日	81,926	293,831	933	28,596	-	-	6,027	(12,436)	(241,122)	157,755
Loss for the period	-	-	-	-	-	-	-	-	(13,901)	(13,901)
Exchange difference on translation of financial statements	-	-	-	-	-	-	-	1,119	-	1,119
Equity-settled Share-based transactions	20	10	-	-	-	-	10,270	-	-	10,300
At 30 June 2010	81,946	293,841	933	28,596	-	-	16,297	(11,317)	(255,023)	155,273
At 1 April 2009	61,223	158,287	933	-	115	4,862	6,722	(11,257)	3,051	223,836
Profit for the period	-	-	-	-	-	-	-	-	191	191
Currency translation difference	-	-	-	-	-	-	-	15	-	15
At 30 June 2009	61,223	158,287	933	-	115	4,862	6,722	(11,242)	3,242	224,142

(c) *遞延稅項*

截至二零一零年六月三十日止三個月期間並無重大未撥備遞延稅項(二零零九年: 無)。

5. **股息**

董事會並不建議就本季度派付任何中期股息(截至二零零九年六月三十日止季度: 無)。

6. **每股(虧損)/盈利**

每股(虧損)/盈利乃根據截至二零一零年六月三十日止三個月的擁有人應佔未經審核綜合虧損人民幣1千4佰萬元(二零零九年: 溢利人民幣19.1萬元)及期內已發行股份之加權平均數873,704,599股普通股(二零零九年: 638,347,500股)計算。

由於於二零一零年及二零零九年六月三十日止季度內因行使尚未行使之購股權及發行權證而轉換尚未轉換之可換股債券具有反攤薄影響,故每股攤薄盈利/(虧損)相等於每股股基本盈利/(虧損)。

7. **股本及儲備**

MANAGEMENT DISCUSSION AND ANALYSIS FINANCIAL REVIEW

The turnover of the Group increased approximately 20.7% for the three months period ended 30 June 2010 as compared with the same period in 2009. The increase was mainly due to the Group has acquired a new business in the end of last year. This new business contributes RMB4.7 million income in this period.

The cost of sales of the Group increased approximately 55.3%. The main reason was due to increase of relevant costs of new business.

The distribution and selling expenses was decreased approximately 59.0%. The main reason was due to decrease in the relevant expenses of Jiangxi segment which was disposed at last year.

The administrative expenses was increased approximately 1.54 times, for the three months period ended 30 June 2010 as compared with the same period in 2009. The main reason of the increase was the staff cost for grant of share options of approximately RMB10 million and the amortisation of intangible assets approximately RMB2.6 million.

CHARGE OF ASSETS

As at 30 June 2010, the Group did not have any of its assets being charged.

管理層討論及分析 財務回顧

本集團截至二零一零年六月三十日三個月期間之營業額較二零零九年同期上升約20.7%。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。該新業務在這個季度增添了人民幣470萬的收入。

本集團截至二零一零年六月三十日三個月期間之銷售成本較二零零九年同期上升約55.3%，增加之主要原因是新業務之成本相對增加。

分銷及銷售費用較二零零九年同期下降約59.0%。下降之原因為減少了原江西集團產生的相關費用，因該分部已在上一年度出售而不再計入本集團。

行政開支較二零零九年同期上升約1.54倍。上升之主要原因為因授出購股權而產生的員工成本約為人民幣1千萬元及無形資產攤銷約為人民幣2佰萬元。

資產抵押

於二零一零年六月三十日，本集團並無抵押任何資產。

BUSINESS REVIEW AND PROSPECTS

Business Review

For the three months period ended 30 June 2010, every business operation of the Group has achieved relatively stable development. Although the period is a traditional slack business season, our electric power technology business, the principal business of the Group, continued to make a major contribution to our revenue, while our education informatization business also continued to make a significant contribution to our revenue and profit. However, affected by relatively high level of various non-operational amortization charges and expenses, the Group, as a whole, still recorded a loss for the period.

Prospects and Outlook

The Group will continue its development in the electric power field progressively in 2010. It will solidify and strengthen the existing market presence of its electricity marketing system and electricity transaction platform as well as keep abreast of the construction of the state smart grid to capture more opportunities.

With the development of clean energy became a fundamental state policy, the launch of a series of policies to encourage clean energy (in particular the development of solar power) by the PRC government, and the relevant industry environment becoming more mature, the Group will leverage on its competitive advantage in the electric power field to capture new opportunities emerging in the area of clean energy.

業務回顧及前景展望

業務回顧

截止到2010年6月30日的三個月期間，本集團各項業務進展基本順利。雖然是業務淡季，電力科技業務作為本集團的主營業務，繼續為集團貢獻了大部分的收入，教育信息化業務也繼續為集團貢獻了可觀的收入和利潤；只是由於非經營性的各類攤銷和費用較大，使得集團總體仍錄得虧損。

前景展望

本集團2010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和電力交易平臺的市場份額的同時，還將緊跟國家智能電網的建設步伐，捕捉更多商機。

發展清潔能源已成為中國的基本國策，中國政府出臺了一系列的鼓勵清潔能源特別是太陽能發展的政策，相關的產業環境也日趨成熟，本集團也將依託自身在電力方面的優勢發掘這一領域的新的商機。

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 2010, 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") 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:

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

於二零一零年六月三十日，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：

The Company – interests in Shares and underlying Shares

本公司－股份及相關股份權益

Director 董事	Beneficial Owner 實益擁有人	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. Li Kangying (Chairman) 李抗英先生(主席)	-	40,000,000 (Note 1) (附註1)	14,000,000	54,000,000	6.18%
Mr. Wang Dongbin 王東斌先生	-	90,000,000 (Note 2) (附註2)	1,496,600	91,496,600	10.47%
Mr. Li Wing Sang 李永生先生	230,000	-	300,000	530,000	0.06%
Mr. Wu Zhanjiang 吳戰江先生	-	-	10,500,000	10,500,000	1.2%
Mr. Yeung King Wah 楊景華先生	-	-	923,600	923,600	0.10%
Mr. Gao Feng 高峰先生	-	-	923,600	923,600	0.10%
Mr. Wu Kehe 吳克河先生	-	-	530,000	530,000	0.06%



Notes:

- (1) These Shares are registered in the name of and beneficially owned by Manrich Investments Limited ("Manrich Investments"). Manrich Investments is 100% legally and beneficially owned by Mr. Li Kangying.
- (2) 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.
- (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 2010, 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Manrich Investments Limited (「Manrich Investments」)名義登記並實益擁有。Manrich Investments由李抗英先生合法及實益100%擁有。
- (2) 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。
- (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，於二零一零年六月三十日，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 2010, 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:

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，於二零一零年六月三十日，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：

Long positions in shares

股份之好倉

Name 名稱／姓名	Nature of Interest 權益性質	Number of Shares 股份數目	Number of underlying Shares 相關股份數目	Total 合計	Percentage of shareholding 持股百分比
Gold Oriental Group Limited 金華集團有限公司	Beneficial owner 實益擁有人 (Note 1) (附註1)	90,000,000	65,000,000	155,000,000	17.74%
Sino Lucky Group Limited 中運集團有限公司	Beneficial owner 實益擁有人 (Note 1) (附註1)	27,760,000	–	27,760,000	3.18%
Cheung Yuet 張鐵	Interest of controlled corporation 受控制之權益 (Note 1) (附註1)	117,760,000	65,000,000	182,760,000	20.92%
Sunfame Enterprises Limited 新輝企業有限公司	Beneficial owner 實益擁有人 (Note 2) (附註2)	144,586,000	–	144,586,000	16.55%

Name 名稱／姓名	Nature of Interest 權益性質	Number of Shares 股份數目	Number of underlying Shares 相關股份數目	Total 合計	Percentage of shareholding 持股百分比
Wong Mei 王薇	Interest of controlled corporation 受控制之權益 (Note 2) (附註2)	144,586,000	–	144,586,000	16.55%
Ying Da 盈達	Beneficial owner 實益擁有人 (Note 3) (附註3)	90,000,000	–	90,000,000	10.30%
Wincrest Ventures, LP	Beneficial owner 實益擁有人 (Note 4) (附註4)	30,670,000	30,670,000	61,340,000	7.02%
Charles Louis Watson	Interest of controlled corporation 受控制之權益 (Note 4) (附註4)	30,670,000	30,670,000	61,340,000	7.02%

Notes:

- (1) Gold Oriental Group Limited and Sino Lucky Group Limited, both of which are incorporated in BVI, wholly and beneficially owned by Mr. Cheung Yuet.
- (2) Sunfame Enterprises Limited, a company incorporated in BVI, wholly and beneficially owned by Ms. Wong Mei.
- (3) Ying Da, a company incorporated in BVI wholly and beneficially owned by Mr. Wang Dongbin.
- (4) 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.

附註:

- (1) 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。
- (2) 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。
- (3) 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。
- (4) 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。

Save as disclosed herein, as at 30 June 2010, 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.

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.

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.

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）於二零一零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）。

購股權計劃

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。

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)緊接授出前五個營業日之平均收市價；及(iii)本公司股份之面值。

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

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。

Name or category of participant	Date of grant	Exercisable period	Exercise price per share	Number of share options				
				Balance as at 1 April 2010	Granted during the 3 months period	Exercised during the 3 months period	Cancelled during the 3 months period	Balance as at 30 June 2010
參與人姓名或類別	授出日期	行使期間	每股行使價 HK\$ 港元	於二零一零年四月一日結餘	三個月期間已授出	三個月期間行使	三個月期間注銷	於二零一零年六月三十日結餘
(i) Directors								
(i) 董事								
Wang Dongin	26 March 2008	27 March 2008 to	1,677	393,600	-	-	-	393,600
王東斌								
Yeung King Wah	二零零八年三月二十六日	26 March 2013		393,600	-	-	-	393,600
楊景華		二零零八年						
Gao Feng		三月二十七日至二零一三年三月二十六日		393,600	-	-	-	393,600
高峰								
Employees				27,158,400	-	-	-	27,158,400
僱員								
Total				28,339,200	-	-	-	28,339,200
總計								

Name or category of participant	Date of grant	Exercisable period	Exercise price per share	Number of share options				
				購股權數目				
				Balance as at 1 April 2010	Granted during the 3 months period	Exercised during the 3 months period	Cancelled during the 3 months period	Balance as at 30 June 2010
				於二零一零年四月一日	三個月期間已授出	三個月期間行使	三個月期間注銷	於二零一零年六月三十日
參與人姓名或類別	授出日期	行使期間	每股行使價 HK\$ 港元	結餘				結餘
(ii) Directors								
(ii) 董事								
Li Kangying 李抗英	18 March 2009	19 March 2009 to	0.149	5,500,000	-	-	-	5,500,000
Wang Dongin 王東斌	二零零九年三月十八日	18 March 2014		230,000	-	-	-	230,000
Wu Zhanjiang 吳戰江		二零零九年三月十九日至二零一四年三月十八日		2,000,000	-	-	-	2,000,000
Li Wing Sang 李永生				230,000	-	(230,000)	-	-
Yeung King Wah 楊景華				230,000	-	-	-	230,000
Gao Feng 高峰				230,000	-	-	-	230,000
Wu Kehe 吳克河				230,000	-	-	-	230,000
Employees 僱員				20,700,000	-	-	-	20,700,000
Total 總計				29,350,000	-	(230,000)	-	29,120,000

Name or category of participant	Date of grant	Exercisable period	Exercise price per share	Number of share options				Balance as at 30 June 2010
				Balance as at 1 April 2010	Granted during the 3 months period	Exercised during the 3 months period	Cancelled during the 3 months period	
參與人姓名或類別	授出日期	行使期間	每股行使價 HK\$ 港元	於二零一零年四月一日結餘	三個月期間已授出	三個月期間行使	三個月期間注銷	於二零一零年六月三十日結餘
(iii) Directors								
(iii) 董事								
Li Kangying	27 April 2010	27 April 2010 to	0.45	-	8,500,000	-	-	8,500,000
李抗英								
Wang Dongin	二零一零年四月二十七日	26 April 2015		-	873,000	-	-	873,000
王東斌								
Wu Zhanjiang		二零一零年四月二十七日至二零一五年四月二十六日		-	8,500,000	-	-	8,500,000
吳戰江								
Li Wing Sang				-	300,000	-	-	300,000
李永生								
Yeung King Wah				-	300,000	-	-	300,000
楊景華								
Gao Feng				-	300,000	-	-	300,000
高峰								
Wu Kehe				-	300,000	-	-	300,000
吳克河								
Employees				-	47,800,000	-	-	47,800,000
僱員								
Total				-	66,873,000	-	-	66,873,000
總計								

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

For the three months period ended 30 June 2010, 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 2010, none of the Directors or the controlling 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.

購買、出售或贖回本公司上市股份

截至二零一零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

截至二零一零年六月三十日止三個月期間，本公司之董事、控股層股東或彼等各自之任何聯繫人(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 2010, 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 2010.

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 2010 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. Li Kangying (*Chairman*)
Mr. Wang Dongbin
Mr. Wu Zhanjiang
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
Li Kangying
Chairman

China, 9 August 2010

董事進行證券交易

截至二零一零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，於截至二零一零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。

本集團截至二零一零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：

李抗英先生 (*主席*)
王東斌先生
吳戰江先生
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
李抗英

中國，二零一零年八月九日



中電科

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

