



SHANGHAI JIAODA WITHUB
INFORMATION INDUSTRIAL COMPANY LIMITED*

上海交大慧谷信息產業股份有限公司

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 8205)

INTERIM REPORT 2013

** For identification purposes only*

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

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This report, for which the directors (the “Directors”) of SHANGHAI JIAODA WITHUB INFORMATION INDUSTRIAL COMPANY LIMITED (the “Company”) collectively and individually accept full 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 the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.

HIGHLIGHTS

- The Group recorded a turnover of approximately RMB48,477,000 for the six months ended 30th June, 2013 (2012: approximately RMB38,002,000), representing an increase of approximately 27.56% as compared with that of the corresponding period in 2012.
- The Group recorded a loss attributable to owners of the parent of approximately RMB5,367,000 for the six months ended 30th June, 2013 (2012: loss of approximately RMB6,137,000), representing a decrease of approximately 12.55% as compared with that of the corresponding period in 2012.
- The Directors do not recommend the payment of an interim dividend for the six months ended 30th June, 2013 (2012 : Nil).

INTERIM RESULTS

The board of directors (the “Board”) of Shanghai Jiaoda Withub Information Industrial Company Limited (the “Company”) hereby announces the unaudited condensed consolidated results of the Company and its subsidiaries (collectively, the “Group”) for the six months and three months ended 30th June, 2013, together with the unaudited comparative figures for the corresponding periods in 2012 as follows:

CONDENSED CONSOLIDATED INCOME STATEMENT (UNAUDITED)

	Notes	For the three months ended 30th June,		For the six months ended 30th June,	
		2013 RMB' 000	2012 RMB' 000	2013 RMB' 000	2012 RMB' 000
Turnover	2	20,914	18,820	48,477	38,002
Cost of sales		<u>(19,427)</u>	<u>(17,764)</u>	<u>(46,036)</u>	<u>(36,007)</u>
Gross profit		1,487	1,056	2,441	1,995
Other revenue		43	1,062	862	1,108
Distribution expenses		(1,681)	(1,387)	(3,687)	(3,354)
Research and development expenses		(1,129)	(1,395)	(2,167)	(2,264)
Administrative expenses		<u>(1,029)</u>	<u>(1,527)</u>	<u>(2,922)</u>	<u>(3,738)</u>
Loss before tax	4	(2,309)	(2,191)	(5,473)	(6,253)
Share of losses of associates		<u>570</u>	<u>555</u>	<u>106</u>	<u>116</u>
Loss before taxation		(1,739)	(1,636)	(5,367)	(6,137)
Tax expenses	5	<u>–</u>	<u>–</u>	<u>–</u>	<u>–</u>
Loss for the period		<u>(1,739)</u>	<u>(1,636)</u>	<u>(5,367)</u>	<u>(6,137)</u>
Attributable to:					
– Owners of the parent		(1,739)	(1,636)	(5,367)	(6,137)
– Non-controlling interests		<u>–</u>	<u>–</u>	<u>–</u>	<u>–</u>
		<u>(1,739)</u>	<u>(1,636)</u>	<u>(5,367)</u>	<u>(6,137)</u>
Dividends	6	<u>–</u>	<u>–</u>	<u>–</u>	<u>–</u>
Loss per share (in RMB)	7				
– Basic		<u>(0.00358)</u>	<u>(0.00338)</u>	<u>(0.01118)</u>	<u>(0.01278)</u>
– Diluted		<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>

**CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
(UNAUDITED)**

	Three months ended		Six months ended	
	30th June,		30th June,	
	2013	2012	2013	2012
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Loss for the period	(1,739)	(1,636)	(5,367)	(6,137)
Other comprehensive income:				
Exchange difference arising on translation of foreign operations	(3,947)	(3,679)	(3,947)	(3,679)
Total comprehensive income for the period	(5,686)	(5,135)	(9,314)	(9,816)
Attributable to:				
Owners of the parent	(5,686)	(5,135)	(9,314)	(9,816)
Non-controlling interests	—	—	(9)	(6)

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
(UNAUDITED)**

		30 June	31 December
		2013	2012
	Notes	RMB'000	RMB'000
		(Unaudited)	(Audited)
Non-current assets			
Plant and equipment		204	269
Interests in associates		7,627	7,627
Intangible assets		4,812	4,969
Available-for-sale investments		2,416	2,416
Pledged bank deposits		450	450
		<u>15,509</u>	<u>15,731</u>
Current assets			
Inventories		9,822	7,152
Amounts due from customers for contract works		7,437	8,034
Trade receivables	8	9,320	11,776
Deposits, prepayments and other receivables		1,869	7,634
Amounts due from associates		205	973
Amounts due from related companies		825	–
Amount due from a shareholder		200	200
Pledged bank deposits		–	–
Bank balances and cash		57,120	58,450
		<u>86,798</u>	<u>94,219</u>
Current liabilities			
Trade payables	10	17,490	6,714
Other payables and accrued expenses		9,063	18,551
Amount due to a shareholder		2,259	1,212
Amount due to a related company		–	664
		<u>28,812</u>	<u>27,141</u>
Net current assets		<u>57,986</u>	<u>67,078</u>
Total assets less current liabilities		<u>73,495</u>	<u>82,809</u>
Capital and reserves			
Share capital		48,000	48,000
Reserves		23,344	32,658
Equity attributable to owners of the Company		71,344	80,658
Non-controlling interest		(9)	(9)
Total equity		<u>71,335</u>	<u>80,649</u>
Non-current liability			
Deferred income		2,160	2,160
		<u>73,495</u>	<u>82,809</u>

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

	Equity attributable to owners of the parent						Total	Non-controlling interests	Total
	Share capital	Share premium	Capital reserve	Statutory reserves	Translation reserve	Accumulated losses			
	RMB' 000	RMB' 000	RMB' 000	RMB' 000	RMB' 000	RMB' 000	RMB' 000	RMB' 000	RMB' 000
At 1st January, 2012	48,000	61,068	16,000	223	692	(42,515)	83,468	(6)	83,462
Net loss for the period	-	-	-	-	-	(6,137)	(6,137)	-	(6,137)
Exchange difference arising on translation of an overseas subsidiary	-	-	-	-	(3,679)	-	(3,679)	-	(3,679)
At 30th June, 2012	<u>48,000</u>	<u>61,068</u>	<u>16,000</u>	<u>223</u>	<u>(2,987)</u>	<u>(48,652)</u>	<u>73,652</u>	<u>(6)</u>	<u>73,646</u>
At 1st January, 2013	48,000	61,068	16,000	223	815	(45,448)	80,658	(9)	80,649
Net loss for the period	-	-	-	-	-	(5,367)	(5,367)	-	(5,367)
Exchange difference arising on translation of an overseas subsidiary	-	-	-	-	(3,947)	-	(3,947)	-	(3,947)
At 30th June, 2013	<u>48,000</u>	<u>61,068</u>	<u>16,000</u>	<u>223</u>	<u>(3,132)</u>	<u>(50,815)</u>	<u>71,344</u>	<u>(9)</u>	<u>71,335</u>

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW (UNAUDITED)

	For the six months ended	
	30th June, 2013	2012
	RMB' 000	RMB' 000
Net cash used in operating activities	(5,578)	(18,885)
Net cash used in investing activities	855	519
Net cash used in financing activities	(440)	542
Net decrease in cash and cash equivalents	(5,163)	(17,824)
Cash and cash equivalents as at 1st January	<u>21,753</u>	<u>32,878</u>
Cash and cash equivalents as at 30th June (Note 9)	<u>16,590</u>	<u>15,054</u>
Analysis of the balances of cash and cash equivalents		
Cash and bank balances (Note 9)	<u>16,590</u>	<u>15,054</u>
	<u>16,590</u>	<u>15,054</u>

Notes:

1. BASIS OF PRESENTATION

The Group's unaudited condensed consolidated results have been prepared in accordance with the Hong Kong Financial Reporting Standards and Hong Kong Accounting Standards and interpretations issued by the Hong Kong Institute of Certified Public Accountants. The unaudited condensed consolidated results have been prepared on the historical cost basis. The accounting policies adopted in preparing the unaudited condensed consolidated results for the six months ended 30th June, 2013 are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31st December, 2012. The condensed consolidated results are unaudited but have been reviewed by the Company's audit committee.

2. TURNOVER

Turnover represents revenue from the development and provision of business application solutions, application software, installation and maintenance of network and data security products, and the sales and distribution of computers and electrical products and accessories.

An analysis of the Group's revenue for the period is as follows:

	For the three months ended 30th June,		For the six months ended 30th June,	
	2013 RMB'000 (Unaudited)	2012 RMB'000 (Unaudited)	2013 RMB'000 (Unaudited)	2012 RMB'000 (Unaudited)
Development and provision of:				
- Business application solutions	7,676	6,225	16,297	9,205
- Application software	700	439	916	769
- Installation and maintenance of network and data security products	397	-	862	-
Sales and distribution of computer and electrical products and accessories	12,141	12,156	30,402	28,028
	<u>20,914</u>	<u>18,820</u>	<u>48,477</u>	<u>38,002</u>

All of the Group's activities are conducted in the PRC. Turnover as disclosed above is net of applicable PRC tax.

3. SEGMENT INFORMATION

Business segments

For management reporting purpose, business segment information is chosen as the primary reporting format. The principal business segments of the Group comprise the followings:

Business application solutions: Develop and provide business application solutions services which include business solutions development, application software, network and data security products.

Sales of goods: Sales and distribution of computer and electrical products and accessories.

Segment information about these businesses is presented below.

	Business application solutions for the six months ended 30th June,		Sales of goods for the six months ended 30th June,		Consolidated for the six months ended 30th June,	
	2013	2012	2013	2012	2013	2012
	RMB' 000 (Unaudited)	RMB' 000 (Unaudited)	RMB' 000 (Unaudited)	RMB' 000 (Unaudited)	RMB' 000 (Unaudited)	RMB' 000 (Unaudited)
Segment revenue						
Turnover from external customers	<u>18,075</u>	<u>9,974</u>	<u>30,402</u>	<u>28,028</u>	<u>48,477</u>	<u>38,002</u>
Unallocated other revenue					<u>862</u>	<u>1,108</u>
					<u>49,339</u>	<u>39,110</u>
Results						
Segment results	<u>2,580</u>	<u>(128)</u>	<u>(1,444)</u>	<u>967</u>	<u>1,136</u>	<u>839</u>
Unallocated operating expenses					<u>(6,609)</u>	<u>(7,092)</u>
Loss before tax					<u>(5,473)</u>	<u>(6,253)</u>
Share of losses of associates					<u>106</u>	<u>116</u>
Tax expenses of owners of the parent					<u>-</u>	<u>-</u>
Loss attributable to owners of the parent					<u>(5,367)</u>	<u>(6,137)</u>

Geographical segment

The Group's business and assets are generated from and situated in the PRC. Accordingly, no geographical segment information has been presented.

4. LOSS BEFORE TAX

Loss before tax has been arrived after charging:

	For the three months ended		For the six months ended	
	30th June,		30th June,	
	2013	2012	2013	2012
	RMB' 000	RMB' 000	RMB' 000	RMB' 000
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Staff costs (including Directors' emoluments) comprises:				
Salaries, wages and other benefits	1,661	1,790	4,092	5,153
Contributions to retirement benefits scheme	827	851	1,605	1,713
	<u>2,488</u>	<u>2,641</u>	<u>5,697</u>	<u>6,866</u>
Auditors' remuneration	83	83	165	165
Cost of inventories recognised as an expense	<u>17,452</u>	<u>17,764</u>	<u>44,061</u>	<u>36,007</u>

5. TAX EXPENSES

(a) The amount of tax expenses in the consolidated income statement represents:

	For the three months ended		For the six months ended	
	30th June,		30th June,	
	2013	2012	2013	2012
	RMB' 000	RMB' 000	RMB' 000	RMB' 000
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Current tax – PRC				
– tax for the period	–	–	–	–
– over-provision in respect of prior years	–	–	–	–
Tax expenses for the period	<u>–</u>	<u>–</u>	<u>–</u>	<u>–</u>

Under the Law of the PRC on Enterprise Income Tax (the “EIT Law”) and Implementation Regulation of the EIT Law, the tax rate of the Company and its PRC subsidiaries is 25% from 1st January, 2008 onwards.

No provision for Enterprise Income Tax has been made for three years ended 31st December, 2012 since the assessable profits of the companies within the Group are wholly absorbed by tax losses brought forward.

No provision for Hong Kong Profits Tax has been made as the Group's income neither arises in nor is derived from Hong Kong.

(b) There is no significant unprovided deferred tax for the six months ended 30th June, 2013 (2012: Nil).

6. DIVIDENDS

The Directors do not recommend the payment of an interim dividend for the six months ended 30th June, 2013 (2012: Nil).

7. LOSS PER SHARE

The calculation of the basic loss per share for the six months ended 30th June, 2013 is based on the unaudited net loss of approximately RMB5,367,000 (2012: net loss of approximately RMB6,137,000) and the weighted average number of shares during the six months ended 30th June, 2013 was 480,000,000 shares (2012: 480,000,000 shares).

The calculation of the basic loss per share for the three months ended 30th June, 2013 is based on the unaudited net loss of approximately RMB1,739,000 (2012: net loss of approximately RMB1,636,000) and the weighted average number of shares during the three months ended 30th June, 2013 was 480,000,000 shares (2012: 480,000,000 shares).

Diluted loss per share is not presented for the six months and three months ended 30th June, 2013 and 2012 as there were no potential dilutive shares in issue during the relevant periods.

8. TRADE RECEIVABLES

The normal credit terms of the Group are 30–90 days. The aged analysis of trade receivables net of allowance for bad and doubtful debts is as follows:

	30th June, 2013 RMB'000 (Unaudited)	31st December, 2012 RMB'000 (Audited)
Aged:		
0–90 days	3,165	6,346
91–180 days	685	913
181–365 days	2,392	197
Exceeding 365 days	3,078	4,320
	9,320	11,776

9. BANK BALANCES AND CASH

	30th June, 2013 RMB' 000 (Unaudited)	31st December, 2012 RMB' 000 (Audited)
Cash and cash equivalents for the purpose of the consolidated statement of financial position	57,120	58,450
Time deposits with an original maturity of more than three months when acquired	<u>(40,530)</u>	<u>(36,697)</u>
Cash and cash equivalents for the purpose of the consolidated statement of cash flows	<u>16,590</u>	<u>21,753</u>

10. TRADE AND BILLS PAYABLE

The aged analysis of trade and bills payable is as follows:

	30th June, 2013 RMB' 000 (Unaudited)	31st December, 2012 RMB' 000 (Audited)
Aged:		
0 – 90 days	14,949	4,087
91 – 180 days	325	21
181 – 365 days	148	19
Exceeding 365 days	<u>2,068</u>	<u>2,587</u>
	<u>17,490</u>	<u>6,714</u>

11. SHARE CAPITAL

	30th June, 2013 RMB' 000 (Unaudited)	31st December, 2012 RMB' 000 (Audited)
Registered, issued and fully paid: 480,000,000 (2012: 480,000,000) shares of RMB0.1 each	<u>48,000</u>	<u>48,000</u>

The Company has conditionally adopted a share option scheme which enables the Company to grant options to selected participants as incentives or rewards for their contribution to the Group. The Directors may, at their discretion but on the basis of their contribution to the development and growth of the Group, make an offer to certain persons to subscribe for the Company's H shares.

During the period, no option was granted by the Company.

MANAGEMENT DISCUSSION AND ANALYSIS

Results and financial review

For the six months ended 30th June, 2013, the Group recorded a turnover of approximately RMB48,477,000 (2012: approximately RMB38,002,000), representing an increase of approximately RMB10,475,000 or 27.56% as compared to the corresponding period last year. Gross profit increased by RMB446,000 or 22.36% to RMB2,441,000. The Group recorded a loss of RMB5,367,000 which represents a significant decrease as compared with the loss of approximately RMB6,137,000 for the corresponding period in 2012.

For the six months ended 30th June, 2013, the revenue for the Group has increased from RMB38,002,000 to RMB48,477,000. The revenue are mainly consisting of the sales and distribution of computer and electrical products and accessories which made up of 62.71% of the total sales or RMB30,402,000, and this is followed by 33.62% of total sales or RMB16,297,000 for business solutions development, 1.89% or RMB916,000 for application software, and 1.78% or RMB862,000 for installation and maintenance of network and data security products.

Sales and distribution of computer and electrical products and accessories has increased in revenue by RMB2,374,000 or 8.47%, as compared to RMB28,028,000 for the previous year. The revenue of business solutions development increased by RMB7,092,000 or 77.05%, as compared to RMB9,205,000 for the previous year. The revenue of application software business increased by RMB147,000 or 19.12% from RMB769,000 for the previous year.

Gross profit increased by RMB446,000 or 22.36% from RMB1,995,000 to RMB2,441,000. Gross profit margin has decreased to 5.04% for the year, as compared to 5.25% for the previous financial year.

Administrative expenses decreased by RMB816,000 or 21.83% to RMB2,922,000 from RMB3,738,000 for the corresponding period last year. Research and development expenses decreased by RMB97,000 or 4.28% to RMB2,167,000, as compared to RMB2,264,000 for the previous year. Distribution expenses has increased from RMB3,354,000 for the previous year to RMB3,687,000 for the current year.

During the first half of the year, the Company recorded an increase in turnover, resulting in a growth of the overall gross profit of its businesses. The loss of the Company for the first half of the year has decreased from that of the corresponding period last year. The Company is committed to enhance the operational capability and impose cost control, so as to further improve the Company's operational conditions.

Financial resources and liquidity

As at 30th June, 2013, shareholders' funds of the Group amounted to approximately RMB71,344,000 (as at 31st December, 2012 : approximately RMB80,658,000). Current assets amounted to approximately RMB86,798,000 (as at 31st December, 2012 : approximately RMB94,219,000), of which approximately RMB57,120,000 (as at 31st December, 2012 : approximately RMB58,450,000) were bank balances and cash. The Group had no non-current liabilities and its current liabilities amounted to approximately RMB28,812,000 (as at 31st December, 2012 : approximately RMB27,141,000), which mainly comprised of creditors and bill payables and accrued expenses. The Group's net assets per share are approximately RMB0.15 (as at 31st December, 2012 : approximately RMB0.17).

As at 30th June, 2013, the Group has bank balances and cash amounting to approximately RMB57,120,000 with a current ratio of approximately 301%. The Directors believed that the Group's financial position is healthy.

As at 30th June, 2013, the Group has a gearing ratio of approximately 28.16% (as at 31st December, 2012 : approximately 26.65%).

Capital structure

There has been no change to the capital structure of the Company during the six months ended 30th June, 2013.

Charges on group assets

As at 30 June, 2013, the Group's assets of approximately RMB450,000 (as at 31st December, 2012: RMB450,000) were pledged to the bank to secure deposits of subcontracting contracts entered between the Group and the subcontractors.

Foreign exchange exposure

During the year ended 31 December, 2012, the Group's monetary assets and transactions are mainly denominated in RMB, HKD and USD. Though the exchange rates between RMB, HKD and USD are not pegged, there are relatively low level of fluctuation in exchange rates among RMB, HKD and USD. The Management noted that the recent appreciation in the exchange rate of RMB to HKD and USD and is of the opinion that it does not currently have a material adverse impact on the Group's financial position. The Group currently does not have a foreign currency hedging policy. However, the management monitors foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arise.

Employee information and remuneration policies

As at 30th June, 2013, the Group employed permanent staff of approximately 119 (2012 : 126). For the six months ended 30th June, 2013, the remuneration for the employees (including the Directors emoluments) amounted to approximately RMB4,092,000 (2012: approximately RMB5,153,000). The Group's remuneration and bonus policies are principally determined with reference to the qualification, experience and performance of individual employee.

Material acquisitions or disposals

During the six months ended 30th June, 2013, the Group had no material acquisitions and disposal of subsidiaries and affiliated companies.

Details of future plans for material investments or capital assets

As at 30th June, 2013, the Group had no future plans for material investments or capital assets.

Contingent liabilities

As at 30th June, 2013, the Group had no material contingent liabilities (2012 : Nil).

DIRECTORS', SUPERVISORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30th June, 2013, the interests and short positions of the Directors, the supervisors of the Company (as if the requirements applicable to the Directors under the Securities and Futures Ordinance ("SFO") had applied to the supervisors) or chief executives of the Company in the shares, underlying shares and debentures of the Company and its associated corporation (within the meaning of Part XV of the SFO) as recorded in the register required to be kept under section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the required standard of dealings by directors of listed issuers as referred to in Rule 5.46 of the GEM Listing Rules were as follows:

Name of Directors	The Company/ name of subsidiary	Capacity and nature	Number and class of securities (Note 1)	Approximate percentage in the issued share capital of the Company/ subsidiary
Wang Yiming	Company	Beneficial owner	9,840,000 domestic shares (L)	2.05%
	Shanghai Huikang Information Technology Company Limited (Note 2)	Beneficial owner	100,000 shares (L)	1.75%

Notes:

1. The letter “L” represents the interests in the shares and underlying shares of the Company or its associated corporations.
2. Shanghai Huikang Information Technology Company Limited is one of the subsidiaries of the Company.

Save as disclosed above, as at 30th June, 2013, none of the Directors, supervisors or chief executives of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were recorded in the register required to be kept by the Company under Section 352 of the SFO, or which were required to be notified to the Company and the Stock Exchange pursuant to the required standard of dealings by directors of listed issuers as referred to in Rule 5.46 of the GEM Listing Rules.

DIRECTORS’, SUPERVISORS’ AND CHIEF EXECUTIVES’ RIGHTS TO ACQUIRE H SHARES

As at 30th June, 2013, none of the Directors, supervisors and chief executives of the Company was granted options to subscribe for H shares of the Company. As at 30th June, 2013, none of the Directors, supervisors and chief executives of the Company had any rights to acquire H shares in the Company.

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITION IN SHARES AND UNDERLYING SHARES IN THE COMPANY

A. Substantial shareholders

As at 30th June, 2013, the following shareholders (other than the Directors and the Supervisors (as if the requirements applicable to the Directors under the SFO had applied to the Supervisors)) had an interest or a short position in the Shares and underlying shares in the Company as recorded in the register required to be kept under section 336 of the SFO and were directly or indirectly interested in 10% or more of the Shares:

Name of shareholders	Capacity and nature	Number and class of shares (Note 1)	Approximate percentage of interest
Shanghai Jiao Tong University	Interest of a Controlled corporation (Note 2)	114,000,000 domestic shares (L)	23.75%
Shanghai Jaoda Industrial Investment Management (Group) Limited	Interest of a Controlled corporation (Note 2)	114,000,000 domestic shares (L)	23.75%
Shanghai Jaoda Science and Technology Park Limited	Beneficial owner	114,000,000 domestic shares (L)	23.75%
Shanghai Xin Xuhui (Group) Limited	Beneficial owner	60,000,000 domestic shares (L)	12.50%
Xuhui District Industrial Association	Interest of a Controlled corporation (Note 3)	60,000,000 domestic shares (L)	12.50%
Shanghai Huixin Investment Operation Company Limited	Beneficial owner	57,000,000 domestic shares (L)	11.88%
Shanghai Technology Investment Company	Beneficial owner	57,000,000 domestic shares (L)	11.88%

Notes:

1. The letter “L” represents the entity’s interest in the shares of the Company.
2. These 114,000,000 Domestic Shares are registered and owned by Shanghai Jiaoda Science and Technology Park Limited (“Jiaoda S&T Park”). The major shareholder of Jiaoda S&T Park is Shanghai Jiaoda Industrial Investment Management (Group) Limited (“Jiaoda Industrial”) which owns 55.42% of registered capital in Jiaoda S&T Park. Shareholders of Jiaoda Industrial are Shanghai Jiao Tong University (96.735%) and Shanghai Jiaoda Enterprise Management Centre (3.265%), an entity wholly-owned by Shanghai Jiao Tong University. Both Jiaoda Industrial and Shanghai Jiao Tong University are deemed to be interested in the aggregate of 114,000,000 Domestic Shares held by Jiaoda S&T Park under the SFO.
3. These 60,000,000 Domestic Shares are registered and owned by Shanghai Xin Xuhui (Group) Limited, the registered capital of which will be owned as to approximately 74.58% by Xuhui District Industrial Association after the completion of certain capital reorganisation as referred to in the Prospectus. Xuhui District Industrial Association is deemed to be interested in the 60,000,000 Domestic Shares held by Shanghai Xin Xuhui (Group) Limited under the SFO.

B. Other persons who are required to disclose their interests pursuant to Division 2 and 3 of Part XV of the SFO

As at 30th June, 2013, save for the persons/entities disclosed in sub-section A above, the following person/entity had an interest or a short position in the shares and underlying shares of the Company as recorded in the register required to be kept under section 336 of the SFO:

Name of shareholder	Capacity and nature	Number and class of shares <i>(Note)</i>	Approximate percentage of interest
Chen Jianbo	Beneficial owner	24,300,000 domestic shares (L)	5.06%

Note: The letter “L” represents the entity’s interest in the shares of the Company.

Save as disclosed above, as at 30th June, 2013, the Directors are not aware of any other person (other than the Directors and chief executive of the Company) who has interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company and the Stock Exchange under the provision of Divisions 2 and 3 of Part XV of the SFO or which were recorded in the register required to be kept by the Company under section 336 of the SFO.

COMPETING INTERESTS

None of the Directors or the management shareholders (as defined under the GEM Listing Rules) of the Company had any interest in a business which competes or may compete with the business of the Group.

PRACTICE AND PROCEDURES OF THE BOARD

Throughout the six months ended 30th June, 2013, the Company was in compliance with the Board Practices and Procedures as set out in Rule 5.34 of the GEM Listing Rules.

CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY THE DIRECTORS

The Company had adopted a code of conduct regarding securities transactions by the Directors on terms no less exacting than Rules 5.48 to 5.67 of the GEM Listing Rules. The Company had made specific enquiry of all Directors and the Company was not aware of any non-compliance with the Exchange's required standard of dealings and its code of conduct regarding securities transactions by the Directors throughout the six months ended 30th June, 2013.

AUDIT COMMITTEE

The Company established an audit committee on 7th July, 2002 with written terms of reference for the purpose of reviewing and supervising the Group's financial reporting and internal control procedures. The audit committee comprises three independent non-executive Directors, Mr. Yuan Shumin, Dr. Cao Guo Qi and Dr. Chan Yan Chong. The audit committee has reviewed the unaudited results of the Company for the six months ended 30th June, 2013.

PURCHASE, SALE OR REDEMPTION OF SECURITIES

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any listed securities of the Company during the six months ended 30th June, 2013.

CORPORATE GOVERNANCE

The Board considers that the Company has complied with the code provisions of the Code on Corporate Governance as set out in Appendix 15 of the GEM Listing Rules (the "CG Code") throughout the period for the six months ended 30th June, 2013, except that the Company has not disclosed the terms of reference of audit committee and remuneration committee by including such information on the Company's website. The Company will take appropriate actions to comply with the CG Code.

As at the date of this report, the Directors of the Company are as follows:

Executive Directors Li Zhan, Mo Zhenxi, Wu Hanyuan, Du Songning,
Wang Yiming and Qiao Jin

Independent Non-executive Directors Yuan Shumin, Cao Guo Qi and Chan Yan Chong

By Order of the Board
Shanghai Jiaoda Withub Information Industrial Company Limited*

Li Zhan
Chairman

Shanghai, the PRC, 8th August, 2013

This report will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days of its posting.

** For identification purpose only*