

# 交大昆機科技股份有限公司

(原名為昆明機床股份有限公司)

(在中華人民共和國註冊成立之中外合資股份有限公司)



## JIAODA KUNJI HIGH-TECH COMPANY LIMITED

(formerly known as Kunming Machine Tool Company Limited)

(A SINO-FOREIGN JOINT STOCK LIMITED COMPANY ESTABLISHED IN

THE PEOPLE'S REPUBLIC OF CHINA WITH LIMITED LIABILITY)

(Stock Code: 300)



**中期報告 2006 Interim Report**

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## 一、重要提示

1. 本公司董事會、監事會及董事、監事、高級管理人員保證本報告所載資料不存在任何虛假記載、誤導性陳述或者重大遺漏，並對其內容的真實性、準確性和完整性負個別及連帶責任。
2. 本公司董事王尚錦先生因工作原因未能出席本次會議，委托董事張漢榮先生帶為出席會議並行使表決權，其餘董事均出席了會議。
3. 公司中期財務報告未經審計。本報告經公司董事會審計委員會審閱。
4. 公司負責人雷錦錄，主管會計工作負責人喻琰及會計機構負責人（會計主管人員）趙瓊芬聲明：保證中期報告中財務報告的真實、完整。

## 二、公司基本情況

### (一) 基本情況簡介

1. 公司法定中文名稱：  
交大昆機科技股份有限公司  
  
公司法定中文名稱縮寫：  
交大昆機（交大科技）  
  
公司法定英文名稱：  
JIAODA KUNJI HIGH-TECH  
COMPANY LIMITED  
  
公司法定英文名稱縮寫：  
JKHT
2. 公司A股上市交易所：  
上海證券交易所  
  
公司A股簡稱：  
交大科技  
  
公司A股代碼：  
600806  
  
公司H股上市交易所：  
香港聯合交易所  
  
公司H股簡稱：  
交大科技  
  
公司H股代碼：  
0300

## 1. IMPORTANT NOTE

1. The Board of directors, Supervisory Committee and the Directors, Supervisors and Senior Management of Jiaoda Kunji High-Tech Company Limited (the "Company") confirmed that there are no material omissions and misrepresentations or serious misleading statements in this interim report and accept joint and several responsibility for the truthfulness, accuracy and completeness of the contents of the report.
2. All Directors attended the meeting except Director Mr. Wang Shangjin. Mr. Wang Shangjin could not attend the meeting due to official duties, and he appointed Director Mr. Zhang Hanrong to vote on his behalf at the meeting.
3. The interim report of the Company and its subsidiaries (collectively referred to as the "Group") has not been audited. The interim report was reviewed by the audit committee of the Company.
4. Mr. Lei Jinlu, Representative of the Company, Ms. Yu Yan, Financial Controller and Ms. Zhao Qiongfeng, Accounting Supervisor, have declared that they assure for the truthfulness and completeness of the financial statements in the interim report.

## 2. OVERVIEW OF THE COMPANY

### (1) OVERVIEW OF THE COMPANY

1. Name of the Company (Chinese):  
交大昆機科技股份有限公司  
  
Name of the Company (English):  
JIAODA KUNJI HIGH-TECH  
COMPANY LIMITED  
  
Abbreviated Name (English):  
JKHT
2. Place of A Shares Listing:  
Shanghai Securities Exchange  
  
Abbreviation for Company A Shares:  
JIAODA HIGH-TECH  
  
Stock Code of A Shares:  
600806  
  
Place of H Shares Listing:  
The Stock Exchange of Hong Kong Limited  
  
Abbreviation for Company H Shares:  
JIAODA HIGH-TECH  
  
Stock Code of H Shares:  
0300



- |   |   |
|---|---|
| <p>3. 公司註冊地址：<br/>中華人民共和國雲南省昆明市茨壩路23號</p> <p>公司辦公地址：<br/>中華人民共和國雲南省昆明市茨壩路23號</p> <p>郵政編碼：<br/>650203</p> <p>公司國際互聯網網址：<br/><a href="http://www.jkht.com">http://www.jkht.com</a></p> <p>公司電子信箱：<br/><a href="mailto:dsh@jkht.com">dsh@jkht.com</a></p>  | <p>3. Company Registered Address:<br/>23 Ciba Road, Kunming City, Yunnan Province, the PRC</p> <p>Company Business Address:<br/>23 Ciba Road, Kunming City, Yunnan Province, the PRC</p> <p>Postal Code:<br/>650203</p> <p>Company's internet website:<br/><a href="http://www.jkht.com">http://www.jkht.com</a></p> <p>Company's e-mail address:<br/><a href="mailto:dsh@jkht.com">dsh@jkht.com</a></p>  |
| <p>4. 公司法定代表人：<br/>雷錦錄</p>  | <p>4. Company's Legal Representative:<br/>Mr. Lei Jinlu</p>   |
| <p>5. 董事會秘書：<br/>馮思忠</p> <p>電話：<br/>86-871-6166612</p> <p>傳真：<br/>86-871-6166288</p> <p>E-mail：<br/><a href="mailto:szfeng@jkht.com">szfeng@jkht.com</a></p> <p>聯繫地址：<br/>中華人民共和國雲南省昆明市茨壩路23號</p> <p>公司證券事務代表：<br/>曲莘野女士</p> <p>電話：<br/>86-871-6166623</p> <p>傳真：<br/>86-871-6166288</p> <p>E-mail：<br/><a href="mailto:dsh@jkht.com">dsh@jkht.com</a></p> <p>聯繫地址：<br/>中華人民共和國雲南省昆明市茨壩路23號</p> | <p>5. Company Secretary of the Board of Directors:<br/>Mr. Feng Sizhong</p> <p>Telephone:<br/>86-871-6166612</p> <p>Facsimile:<br/>86-871-6166288</p> <p>E-mail address:<br/><a href="mailto:szfeng@jkht.com">szfeng@jkht.com</a></p> <p>Address:<br/>23 Ciba Road, Kunming City, Yunnan Province, the PRC</p> <p>Securities Representative of the Board of Directors:<br/>Madam Qu Xin Ye</p> <p>Telephone:<br/>86-871-6166623</p> <p>Facsimile:<br/>86-871-6166288</p> <p>E-mail address:<br/><a href="mailto:dsh@jkht.com">dsh@jkht.com</a></p> <p>Address:<br/>23 Ciba Road, Kunming City, Yunnan Province, the PRC</p> |
| <p>6. 公司信息披露報紙名稱：<br/>《中國證券報》、《上海證券報》、香港《文匯報》、《THE STANDARD》</p> <p>登載公司中期報告的中國證監會指定國際互聯網網址：<br/><a href="http://www.sse.com.cn">http://www.sse.com.cn</a>和<br/><a href="http://www.hkex.com.hk">http://www.hkex.com.hk</a></p> <p>公司中期報告備置地地點：<br/>中華人民共和國雲南省昆明市茨壩路23號公司216辦公室</p>   | <p>6. Company's designated newspaper for publishing:<br/>China Securities Journal, Shanghai Securities Daily, Hong Kong Wen Wei Pao and THE STANDARD</p> <p>Company's designated internet website for publishing interim report in the PRC and Hong Kong:<br/><a href="http://www.sse.com.cn">http://www.sse.com.cn</a> and<br/><a href="http://www.hkex.com.hk">http://www.hkex.com.hk</a></p> <p>Company's designated address for interim report:<br/>23 Ciba Road, Kunming City, Yunnan Province, the PRC Room 216</p>   |



7. 公司其他基本情況：

公司首次註冊登記日期：  
1993年10月19日

公司首次註冊登記地點：  
雲南省工商行政管理局

公司變更註冊登記日期：  
2002年3月29日

公司變更註冊登記地點：  
雲南省工商行政管理局

公司法人營業執照註冊號：  
企股滇總字第000682號

公司稅務登記號碼：  
530111622602196

公司聘請的境內會計師事務所名稱：  
西安希格瑪有限責任會計師事務所

公司聘請的境內會計師事務所辦公地址：  
西安市高新路25號

公司聘請的境外會計師事務所名稱：  
德勤•關黃陳方會計師行（香港執業會計師）

公司聘請的境外會計師事務所辦公地址：  
香港金鐘道88號  
太古廣場一座35樓

公司其他基本情況  
公司在香港之營業地點：  
香港皇后大道中287-299號  
永杰中心10樓1006室

7. Other Relevant Information:

Date of incorporation:  
19th October, 1993

Place of Registration:  
Yunnan Commercial and Industrial Administrative Bureau

Change of Registrations Date:  
29th March, 2002

Place of Change of Registration:  
Yunnan Commercial and Industrial Administrative Bureau

Business Registration Number:  
企股滇總字第000682號

Tax Registration Number:  
530111622602196

Appointed Auditor in the PRC:  
Xian Xigema Certified Public Accountants

PRC Auditor's Address:  
Xigema Building, No. 25 Gao Xin Road, Xian China

Appointed Auditor outside the PRC:  
Messrs. Deloitte Touche Tohmatsu Certified Public Accountants

Address:  
35/F One Pacific Place  
88 Queensway  
Hong Kong

Other Relevant Information of the Company  
Registered office in Hong Kong:  
Rm 1006, 10/F The Centre Mark  
287-299 Queen's Road Central Hong Kong



## (二) 主要財務數據和指標

## (2) PRINCIPAL FINANCIAL INFORMATION AND HIGHLIGHTS

## 1. 主要會計數據和財務指標

## 1. Principal accounting information and financial highlights

單位：人民幣千元  
Currency: RMB'000

		本報告期末	上年度期末	本報告期末比 上年度期末增減(%)
		As at	As at	
		30th June, 2006	31st December, 2005	Difference (%)
流動資產	Current assets	679,670	614,653	10.58
流動負債	Current liabilities	472,008	431,129	9.48
總資產	Total assets	1,145,477	1,079,184	6.14
股東權益 (不含少數股東權益)	Total shareholders' equity (excluding minority interest)	552,995	531,994	3.95
每股淨資產(元)	Net assets per share (Dollar)	2.26	2.17	4.15
調整後的每股淨資產(元)	Adjusted equity interest per share (Dollar)	2.24	2.17	3.23

		報告期 (1-6月)	上年同期	本報告期比 上年同期增減(%)
		For the six months ended 30th June, 2006	For the six months ended 30th June, 2005	Difference (%)
淨利潤	Net profit for the period	21,001	15,206	38.10
扣除非經常性損益 的淨利潤	Net profit after deducting non-recurring items	18,089	13,944	29.73
每股收益(元)	Earnings per share (Dollar)	0.086	0.06	43.33
淨資產收益率(%)	Returns on net assets (%)	3.80	2.92	增漲0.88個百分點
經營活動產生的 現金流量淨額	Cash inflow from operating activities	25,649	23,375	9.73

## 2. 扣除非經常性損益項目和金額

## 2. Non-recurring items for the period

單位：千元  
Unit: '000

幣種：人民幣  
Currency: RMB

非經常性損益項目 Non-recurring items		金額 Amount
各種形式的政府補貼	Government grants	444
扣除公司日常根據企業會計制度 規定計提的資產減值準備後的 其他各項營業外收入、支出	Non-operating income, expenses after deducting the provision for impairment loss of assets	79
以前年度已經計提各項減值準備的轉回	Written back on various provision for diminution in previous years	2,467
所得稅影響數	Impact from profits tax	(78)
合計	Total	2,912



## 3. 按香港會計準則編制—主要會計數據和財務指標

## 3. Prepared in accordance with Hong Kong Financial Reporting Standards – Principal accounting information and financial highlights

單位：千元 幣種：人民幣  
Unit: '000 Currency: RMB

主要會計數據		本報告期末	上年度期末	本報告期末比
Principal accounting information		As at	As at	上年度期末增減(%)
		30th June, 2006	31st December, 2005	Difference (%)
流動資產	Current assets	655,205	615,222	6.50
流動負債	Current liabilities	447,927	434,721	3.04
總資產	Total assets	1,113,689	1,070,597	4.03
股東權益(不含少數股東權益)	Total shareholders' equity (excluding minority interest)	545,178	523,141	4.21
每股淨資產(元)	Net assets per share (Dollar)	2.23	2.14	4.21
調整後的每股淨資產(元)	Adjusted equity interest per share (Dollar)	2,23	2.14	4.21
		報告期(1-6月)	上年同期	本報告期比
		For the six months ended 30th June, 2006	2005	上年同期增減(%)
				Difference (%)
淨利潤	Net profit for the period	19,698	15,963	23.40
每股收益(元)	Earnings per share (Dollar)	0.08	0.07	14.29
淨資產收益率(%)	Returns on net assets (%)	3.61	3.00	增加0.61個百分點
經營活動產生的現金流量淨額	Cash inflow from operating activities	17,010	10,294	65.24



## 4. 國內外會計準則差異

## 4. Differences between PRC Accounting Standards (“PRC GAAP”) and Hong Kong Accounting Standards (“HK GAAP”)

單位：千元 幣種：人民幣  
Unit: '000 Currency: RMB

項目	Items	淨利潤		股東權益	
		本期數	上年同期數	期初數	期末數
		Net profit		Total shareholders equity	
		For the	For the	As at	As at
		six months	six months	1st January,	30th June,
		ended	ended	2006	2006
		30th June,	30th June,		
		2006	2005		
按中國會計制度	As per the financial statements prepared under PRC GAAP	21,001	15,206	531,994	552,995
加：對子公司投資而獲得的收益	Add: Gain on deemed partial disposal of a subsidiary	-	(55)	653	653
加：長期股權投資攤銷差異	Add: Goodwill unamortized under HK GAAP but subject to amortization under PRC GAAP	-	1,144	-	-
加：遞延收益攤銷	Add: Amortization of deferred gain on sale and lease back transaction	101	(332)	(3,219)	(3,118)
加：商譽攤銷	Add: Amortisation of good will	935	-	2,243	3,178
加：子公司尚未收到的所得稅退稅款	Add: Accrued rebate for profit tax of a subsidiary	-	-	339	339
減：投資跌價準備	Less: Provision for diminution of short-term investment	2,339	-	-	-
減：土地增值稅	Less: Land appreciation tax recognized as an expense under Hong Kong GAAP	-	-	8,869	8,869
根據香港會計準則編制的會計報表金額	As per financial statements prepared under HK GAAP	19,698	15,963	523,141	545,178



## 三、股本變動及股東情況

## (一) 股份變動情況表

報告期內，公司股份總數及股本結構未發生變化。

## (二) 股東情況

## 1. 股東數量和持股情況

## 3. CHANGE IN SHARE CAPITAL AND SHAREHOLDING OF THE COMPANY

## (1) Change in share capital

During the reporting period, there is no change in the total number of share and structure of the Company resulting from scrip dividend and placing.

## (2) Shareholding of the company

## 1. Shareholding of the Company

Unit: Share  
單位：股

報告期末股東總數20,782戶（其中：A股股東20659戶；H股股東123戶）  
As at 30th June, 2006, the Company has 20,782 shareholders.  
(including 20,659 A Shares Shareholders, 123 H Shares Shareholder)

## 前十名股東持股情況

The top ten shareholders of the Company:

股東名稱	股東性質	持股比例 (%)	持股總數	報告期內增減	股份類別	質押或凍結的股份數量
Name of shareholders	Type of shareholders (state or foreign shareholders)	Proportion (%)	Number of shares held at the end of the period	Increase/ (decrease)	Class (Trading/ non-trading)	Number of shares pledged or froze
西安交通大學產業(集團)總公司 Xian Jiaotong University Industrial (Group) Incorporation	國有股東 state owned	29	71,052,146	-	未流通 non-trading	
香港中央結算(代理人)有限公司 HKSCC Nominees Limited	外資股東 social public shares	25.97	63,639,998	66,000	已流通 trading	未知 unknown
雲南省人民政府 Yunnan Provincial People's Government	國有股東 state owned shares	12.79	31,345,554	-	未流通 non-trading	
昆明精華公司 Kunming Jinghua Company	其他 Others	7.19	17,609,700	-	未流通 non-trading	
銀豐證券投資基金	未知 Unknown	0.72	1,760,188	-	已流通 trading	未知 unknown
中國工商銀行－中銀國際持續增長股票型證券投資基金	未知 Unknown	0.57	1,400,600	-	已流通 trading	未知 unknown
交通銀行－華安寶利配置證券投資基金 Bank of Jiatong-Huaan Baoli Securities Investment Funds	未知 Unknown	0.51	1,250,505	-	已流通 trading	未知 unknown
全國社保基金一一二組合	未知 Unknown	0.41	1,000,000	-	已流通 trading	未知 unknown
中國農業銀行－萬家保本增值證券投資基金 Bank of Agriculture (China) – Wanjia Bashen Add value Securities Investment Funds	未知 Unknown	0.22	550,676	-	已流通 trading	未知 unknown
徐偉亞 Xu Wei Ya	其他 Unknown	0.21	504,260	-	已流通 trading	未知 unknown



**前十名流通股股東持股情況**  
**The top ten shareholders of circulating shares**

股東名稱 Name of shareholder	持有流通股的數量 Number of shares held	股份種類 Types of shares
香港中央結算(代理人)有限公司 銀豐證券投資基金	HKSCC Nominees Limited 63,639,998	境外上市外資股 H Shares
中國工商銀行—中銀國際持續 增長股票型證券投資基金	1,760,188	人民幣普通股 A Shares
交通銀行—華安寶利 配置證券投資基金	Bank of Jiatong Huaan Baoli Securities Investment Fund 1,400,600	人民幣普通股 A Shares
全國社保基金—一二組合	1,000,000	人民幣普通股 A Shares
中國農業銀行—萬家保本 增值證券投資基金	Bank of Agriculture (China) – Wanjia Bashen Add value Securities Investment Funds 550,676	人民幣普通股 A Shares
徐偉亞	Xu Wei Ya 504,260	人民幣普通股 A Shares
王凌峰	Wang Ling Feng 500,000	人民幣普通股 A Shares
雲南電力集團有限公司	Yunnan Power Group Limited 441,000	人民幣普通股 A Shares
上海望源房地產營銷策劃有限公司	Shanghai Wang Xuan Property Sales Co. Ltd. 425,182	人民幣普通股 A Shares
上述股東關聯關係或一致 行動關係的說明	Details of the connected relationship among the above shareholders' of the Company and consistent action:	

前十名流通股股東和法人股股東、國有股股東之間不存在關聯關係。公司未知上述流通股股東之間是否存在關聯關係或屬於《上市公司股東持有股變動信息披露管理辦法》規定的一致行動人。前10名股東中，未流通股股東之間無關聯關係，公司不知曉未流通股股東與社會公眾股股東及社會公眾股股東之間是否存在關聯關係。

除上述披露之主要股東外，於2005年12月31日，根據中國《股票發行與交易管理暫行條例》第60條及《公開發行證券的公司信息披露內容與格式準則第2號（2005年修訂）》規定，其他股東之持股量並未達到需要報告之數量；而根據香港證券《公開權益條例》第16(1)條規定，本公司並無獲悉其他人士擁有本公司已發行股本10%或以上之權益。

前10名股東中，持有公司股份達5%以上（含5%）股份的股東有4戶，即西安交通大學產業（集團）總公司，所持股份類別為國有法人股；雲南省人民政府，所持股份類別為國有股；昆明精華公司，所持股份類別為法人股，其所持股份均為非流通股股份；上述其餘股東所持股份未發生變動、質押、凍結或托管的情況。香港中央結算（代理人）有限公司為境外社會公眾股（H股），其中包括 HSBC NOMTNEES (HONG KONG) LIMITED 為瑞士信貸第一波士頓（香港）有限公司，持有本公司3,336,000H股股份。

There are no connected relationship among the top ten Shareholders of circulating shares of the Company, shareholders of legal person shares and shareholders of state-owned shares.

None of the top ten largest shareholders of the Company have relationship with each other and the Company was not notified by its shareholders that there is any relationship between the shareholders of non-circulating shares, the shareholders of the state owned shares and the public shareholders.

Other than the substantial shareholders disclosed above as at 31st December, 2005, there were no other shareholders whose shareholdings exceeded the amount required to be disclosed under Article 60 of "Administration of the Issuing and Trading of Shares Provisional Regulations" of the PRC and Issue No.2 of "The Content and Format of Disclosure of information of Annual Report of the Listed Companies" (Amended in 2005) and the register of substantial shareholders maintained showed that the Group was not notified of any interests representing 10% or more of the issued share capital of the Company.

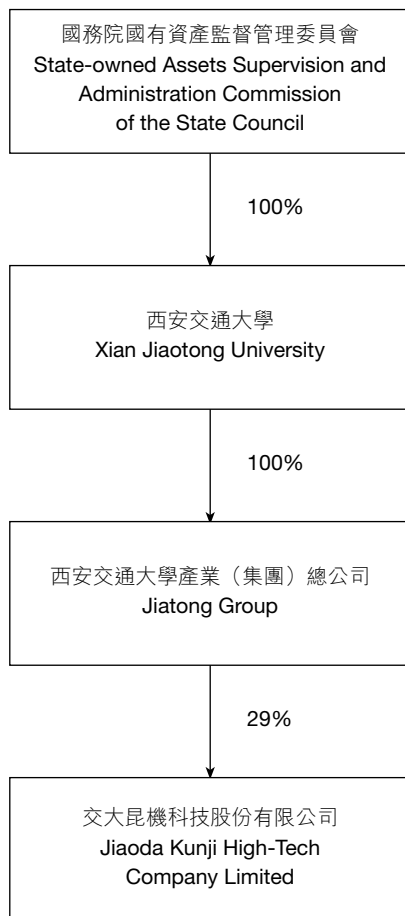
There are 4 top 10 largest shareholders holding 5% or more of the Company's shares. They are the Xian Jiaotong University Industrial (Group) Incorporation ("Jiaotong Group") which holds the State owned legal person shares; Yunnan Provincial People's Government ("Yunnan Government") which holds the State owned shares; Kunming Jinghua Company which holds the legal person shares. All of the shares held by these shareholders are non-circulating and are not pledged, frozen, mortgaged nor designated. The overseas listed shares (H shares) of the Company were held by the HKSCC Nominees Limited.

Note: Credit Suisse First Boston (HK) Co. Ltd. holds 3,336,000 H Shares, which represents 5.53% of the total H shares.



## 2. 控股股東及實際控制人變更情況

本報告期內公司控股股東及實際控制人沒有發生變更。公司與實際控制人之間的產權及控制關係的方框圖



## 2. Change of substantial shareholders and actual holders

There was no change in substantial shareholders and actual holders during the report period. Flowchart for the relationship between actual holders and the Company.

## 四、董事、監事和高級管理人員

## 4. DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

## (一) 董事、監事和高級管理人員持股變動

## (1) No change in shareholding of directors, supervisors and senior management

姓名 Name	職務 Position	期初持股數 Number of shares as at 1st January, 2006	期末持股數 Number of shares as at 30th June, 2006	股份增減數 Increase/ (decrease)	變動原因 Reason for the change
沈國榮 Shen Guorong	監事 Supervisor	1,000	1,000	-	N/A

## (二) 新聘或解聘公司董事、監事、高級管理人員的情況

## (2) Newly appointed and dismissed directors, supervisors and senior management Change in directorship in the period:

本報告期內公司無新聘或解聘公司董事、監事、高級管理人員的情況。

No Change in directorship, supervisors and senior management in the period.



## 五、管理層討論與分析

### (一) 報告期內整體經營情況的討論與分析

2006年上半年，公司牢牢地抓住市場大好發展的機遇，經過不懈努力，完成主營業務收入3.55億元，實現淨利潤2100萬元，分別較上年同期增長14.15%和38.10%，其中機床業務收入2.545億元，較上年同期增長41.13%，本公司連續多年保持了快速健康發展。

本報告期內，公司進一步加大銷售力度，完善銷售考核管理辦法，強調貨款包括歷史貨款回收，提高附加值較高的數控機床銷售比例，擴大國內營銷網絡建設，在原有10個銷售辦事處的基礎上，新增了無錫、溫州和東莞三個辦事處，改進用戶服務，對數控、非數控機床服務進行了明確分工，盡可能地滿足用戶的需要。新簽合同4億元，回款2.97億元。在搞好國內市場銷售的同時，積極開拓國際市場，機床產品和鑄件分別成功進入北美和歐洲市場，直接出口創匯106.89萬美元。

本報告期內，公司進一步強化生產管理，完善生產管理體系，新設立製造部，對其生產組織管理職能和責權進行充實和提升，推進生產集約化管理，提高生產管理效率和水平，繼續擴大外包、外委和外協範圍，充分利用社會資源，提高生產能力。與此同時，確保生產安全和產品質量。上半年完成機床產量300台，較上年同期相比增加了45台，產品產值數控化率達到59%，較上年同期相比，增加了18個百分點。

本報告期內，公司合資公司昆明道斯機床有限公司進入成立後第一個完整運作年份，根據上半年經營情況，預計全年發展勢頭向好。

本報告期內，由於受中國國家相關產業宏觀調控以及內部產品結構調整相對滯後的影響，公司四個子公司非機床項目發展呈下滑趨勢。其中上年度發展甚好的賽爾子公司完成業務收入8760萬元，實現淨利潤766萬元，較上年同期相比分別下降了27.27%和29.65%，自動機器子公司則出現了淨資產的負增長。

報告期內，公司接到首台大型數控龍門鏜銑床的訂單，這是公司首次涉足該產品領域。

## 5. MANAGEMENT DISCUSSION AND ANALYSIS

### (1) Business review and financial status of the Group

In the first half of year 2006, various measures were taken by the Group to improve its operating efficiencies and financial performance. As at 30th June, 2006 the Group recorded a strong consolidated turnover of RMB355 million, and the net profit attributable to shareholders approximately of RMB21 million, with an increase of 14.15% and 38.10% respectively. Noted that, the CNC machine tools recorded a strong turnover of RMB254,500,000 representing a significant increase of approximately 41.13% as compared to period ended 30th June 2005. The Group remand continuous strong development of its operations.

During the reporting period, various measures were taken by the Group including the continuous improvement of its sales and management functions stringent credit policy and also various marketing and promotions to improve the profitability of its product sales and the development of its domestic Internet sales. The Group has also established three new customer source branches in Wu Xi, Weizhou and Dongguan to deliver quality services to serve its growing market. As the results, more new sales contracts signed by the Group which will generated turnover approximately of RMB400 million and have received RMB297 million. Meanwhile the Company also developed the International market and attained a turnover of USD1,068,900, which mainly contributed by sales of turbo machine and tools since both of the products have a strong market demand in U.S.A and Europe countries.

During the reporting period, the Group has also expanded its production division, set up production department to achieve better product quality as well as the Group's profitability through its sales of quality products. As at 30th June 2006, the total volume of turbo machine completed by the Group was approximately 300 units, representing a significant increase of approximately 45 units as compared to period ended 30 June 2005. Meanwhile, production control ratio reached to 59%, representing an increase of approximately 18% as compared to period ended 30 June 2005.

During the reporting period, Tos Kunming Machine Tool Company Limited – the jointly controlled entity had incorporated around one year since it established and commence its operations. As per its half year result, the said company predicted will achieve better operation result in future.

During the reporting period, due to PRC's Government Stringent control for manufacturing machine industries and inefficiency of internal control of the Group, the operating result of the four subsidiaries which involved in non-turbo machine operating were decreased significantly if compared to period ended 30th June, 2005.

Xian Ser Turbo Machinery Company Limited, one of the subsidiary of the Group had attained a turnover and net profit approximately of RMB87,600,000 and RMB7,660,000 respectively, representing the decrease of approximately 27.27% and 29.65% respectively. Meanwhile, Winko Machines Company Limited continued making losses during the period.

As at the balances sheet date, the Company had first time received the sales order from advance digital machines which represented a new challenge to the Company as well.



(二) 公司管理層對主要項目發生變動的  
分析說明(2) Management discussion and analysis on the changes of major  
items

單位：人民幣千元  
Currency: RMB'000

序號 Numbers	項目 Items	項目 Items	二〇〇六年	二〇〇五年	增減額 Increase (decrease) in amount	增減比例 % of increase (decrease)
			六月三十日 30th June, 2006	十二月三十一日 31st December, 2005		
1	貨幣資金	Bank balance the cash	158,373	171,876	(13,503)	(7.86%)
2	短期投資	Short term investment	14,241	12,774	1,467	11.48%
3	應收票據	Bills receivables	55,626	19,058	36,568	191.88%
4	預付賬款	Prepayment	61,508	26,107	35,401	135.60%
5	總資產	Total assets	1,145,477	1,079,184	66,293	6.14%
6	預收賬款	Advance from customer	237,031	196,375	40,656	20.70%

序號 Numbers	項目 Items	項目 Items	二〇〇六年	二〇〇五年	增減額 Increase (decrease) in amount	增減比例 % of increase (decrease)
			六月三十日 30th June, 2006	六月三十日 30th June, 2005		
7	主營業務收入	Principal operating income	355,490	311,420	44,070	14.15%
8	管理費用	Administrative expenses	44,656	30,960	13,696	44.24%
9	投資收益	Investment income/(loss)	1,542	(2,172)	3,714	

1. 貨幣資金較年初減少13,503千元，減幅7.86%，主要因為本期歸還銀行借款2,000萬元所致；

2. 短期投資較年初增加1,467千元，增幅11.48%，主要原因是沖回短期投資跌價準備及收回基金投資所致；

3. 應收票據較年初增長36,568千元，增幅191.88%，是本期銷售收入增長收到大量銀行承兌匯票所致；

4. 預付賬款較年初增長35,401千元，增幅135.6%，是購進新型部件增加貨款支付；

5. 總資產較年初增長66,293千元，增幅6.14%，是產銷規模擴大所致；

6. 預收賬款較年初增長40,656千元，增幅20.7%，是新增合同增加預收款；

1. The decrease in bank balance and cash by RMB13,503,000, representing a decrease of approximately 7.86% was mainly due to repayment of loan amounting to RMB20 million;

2. The increase in short term investment by RMB1,467,000, representing an increase of approximately 11.48% was mainly due to reversal of impairment loss which provided in previous years and refund of investment;

3. The increase in bills receivable by RMB36,568,000, representing a significant increase of approximately 191.88% was in line with the increase in turnover of the period;

4. The increase in prepayment by RMB35,401,000, representing a significant increase of approximately 135.6%. The Increase was mainly contributed by increase in deposits of machines which was due to more purchase incurred during the period.

5. The increase in total assets by RMB66,293,000 representing an increase of approximately 6.14% is due to expansion of productions scale of the Group during the period;

6. The increase in advance from customer by RMB40,656,000, representing a significant increase of approximately 20.7% is due to more new sales contracts signed by the Group during the period;



- |   |  |
|---|--|
| <p>7. 主營業務收入較上年同期增長44,070千元，增幅14.15%，是機床業務銷售增長所致；</p> <p>8. 管理費用較上年同期增長13,696千元，增幅44.24%，是本期計提存貨及應收賬款壞賬準備788萬元及職工工資增長所致；</p> <p>9. 投資收益較上年同期增長3,714千元，主要是沖回233萬元短期投資跌價準備所致。</p> | <p>7. The increase in principal operating income by RMB44,070,000, representing an increase of approximately 14.15% was due to increase in sales of turbo machines during the period;</p> <p>8. The increase in administrative expenses by RMB13,696,000, representing a significant increase of approximately 44.24% was due to provision of inventory obsolescence and provision of doubtful receivables made by the Group which approximately of RMB7,880,000 and increase in staff cost for the period;</p> <p>9. The increase in investment income by RMB3,714,000 was mainly due to reversal of impairment loss of short-term investment approximately RMB2,330,000.</p> |
|---|--|

**(三) 公司主營業務及其經營狀況****(3) Review of operations**

## 1. 主營業務分行業、產品情況表

## 1. Major business, products

單位：人民幣千元  
Currency: RMB'000

分行業或分產品		主營業務 收入	主營業務 成本	毛利率(%)	主營業務收入 比上年同期 增減(%)	主營業務成本 比上年同期 增減(%)	毛利率率 比上年同期 增減(%)
Business segment		Principal operating income	Principal operating cost	Gross ratio	Change in principal operating income from last period	Change in principal operating cost from last period	Change in gross profit from last period
機床產品業務	Machine tools	254,519	189,327	25.61	41.13	39.92	增加0.65個 百分點 increased by 0.65%
高效節能壓縮機業務	Fuel and electricity machine	87,603	68,211	22.14	(27.27)	(31.44)	增加4.74個 百分點 increased by 4.74%

## 2. 主營業務分地區情況

## 2. Analysis of business and geographical segments

## 2.1 主營業務分產品情況

## 2.1 Analysis on turnover by product categories

單位：人民幣千元  
Currency: RMB'000

分產品	Product	主營業務收入 Turnover	佔機床銷售額(%) Proportion to total sales of machine tools (%)
臥式鏜銑床	Horizontal boring and milling machines	107,025	42.05
落地式鏜銑床	Floor-type boring and milling machines	102,139	40.13
臥式加工中心	Horizontal machine centres	19,776	7.77
刨台式鏜銑床	Table type boring and milling machines	18,376	7.22
坐標鏜床	Jig Boring machines	6,439	2.53
其他	Others	764	0.30
合計	Total	254,519	100.00



## 2.2 主營業務分行業情況

## 2.2 Analysis on turnover by business

單位：人民幣千元  
Currency: RMB'000

分行業	Business	主營業務收入 Turnover	佔機床銷售額(%) Proportion to total sales of machine tools (%)
通用設備行業	Normal equipment production	94,299	37.05
專用設備行業	Professional equipment	86,460	33.97
電氣機械及器材製造業	Transportation equipment production	20,311	7.98
其他製造業	Other production	53,449	21.00
合計	Total	254,519	100.00

## 2.3 主營業務分地區情況

## 2.3 Analysis on turnover by geographical segment

單位：人民幣千元  
Currency: RMB'000

分地區	Area	主營業務收入 Turnover	佔機床銷售額(%) Proportion to total sales of machine tools (%)
華東地區	Hua Dong Area	90,711	35.64
華北地區	Hua Bei Area	41,996	16.50
西南地區	Xi Nan Area	36,854	14.48
華南地區	Hua Nan Area	36,040	14.16
其他地區	Others	48,918	19.22
合計	Total	254,519	100.00

## (四) 公司投資情況

## (4) INVESTING ACTIVITIES

1. 報告期內，公司無募集資金或前期募集資金使用到本期的情況。
2. 報告期內，公司無非募集資金投資項目。

1. There was no new proceeds from raised funds during the reporting period and there was no listing proceeds from previous reporting period being unitized during the reporting period.
2. There is no principal investment in non-raised funds dump the reporting period.





## 六、重要事項

### (一) 公司治理的情況

公司遵守香港聯合交易所有限公司證券上市規則附錄十四《企業管治常規守則》(「《守則》」)的守則條文。

本公司以香港聯合交易所證券上市規則附錄十所載的《上市發行人董事進行證券交易的標準守則》作為董事證券交易守則；董事會經向所有董事、監事查詢後確認本公司董事、監事於報告期內遵守了該《標準守則》及其行為守則所規定的有關董事之證券交易標準。

### (二) 報告期實施的利潤分配方案執行情況

董事會決定2006年半年度不進行利潤分配，亦不進行公積金轉增股本；2005年度本公司未派發末期股息，也未進行公積金轉增股本。

### (三) 重大訴訟仲裁事項

本報告期公司無重大訴訟、仲裁事項。

### (四) 資產交易事項

本報告期公司無收購及出售資產、吸收合併事項。

### (五) 報告期內公司重大關聯交易事項

本報告期公司無重大關聯交易事項。

### (六) 托管情況

本報告期公司無托管事項

### (七) 承包情況

本報告期公司無承包事項

### (八) 租賃情況

本報告期公司無租賃事項

### (九) 擔保情況

本報告期公司無擔保事項。

## 6. SIGNIFICANT EVENTS

### (1) Corporate governance

The Company complies throughout the period with the Code of Best Practices as set out in Appendix 14 of the Listing Rules of The Stock Exchange of Hong Kong Limited.

During the reporting period, the Company followed the Appendix 10, "Model Code for Securities Transactions by Directors of Listed Issuers" of Listing rules issued by the Stock Exchange for Hong Kong as regulation for securities transactions of Director.

### (2) Profit Appropriation or transfer of capital reserve fund during the reporting period

No appropriation and no transfer were made to the statutory surplus reserve for the half year ended 2006 and for the year ended 31st December, 2005.

### (3) Major Litigation

There was no major litigation during the reporting period.

### (4) Purchase and disposal of assets or merger and acquisition activities during the reporting period

During the reporting period, there was no significant purchase and disposal of assets, or merger and acquisition activities occurred in the Company.

### (5) Significant connected transactions during the reporting period

During the reporting period, there was no significant connected transactions in the Company.

### (6) Designated contracts

There was no designated contract in the reporting period.

### (7) Subcontracting contracts

There was no subcontracting contract in the reporting period.

### (8) Operating lease arrangement

There was no operating lease arrangement in the reporting period.

### (9) Guarantee given in the reporting period

The Company has not given guarantee to companies.





**(十) 委托理財情況**

本公司2004年2月委托中富證券有限責任公司(以下簡稱「中富證券」)進行人民幣5000萬元國債投資,因中富證券違規操作購買股票而導致公司資產帳戶巨額虧損,截止2005年12月31日公司對該項投資計提減值準備3810萬元。2004年9月「中富證券」被中國華融資產管理公司(簡稱「華融公司」)托管。公司就有關情況分別於2004年4月2日、2004年6月10日、2005年4月22日刊登在《中國證券報》、《上海證券報》及香港《文匯報》、《CHINA DAILY》上。

2006年1月,首都機場集團公司對中富證券開始重組,期限6個月。截止重組期限屆滿,首都機場集團公司未完成重組,重組工作失敗。2006年8月3日中富證券公告稱,根據證監會決定,北京市高朋天達律師事務所組織成立中富證券行政清理工作小組,在清理期間行使公司管理職權,負責公告債權人和進行債權登記工作。行政清理組於2006年8月3日就中富證券債權登記的有關事項予以公告,公告稱中富證券的對外債務由上海證券有限責任公司依法組成的中富證券托管組負責登記。債務登記時間為2006年8月5日至2006年11月3日,期限90天。本公司將對此事項的相關進展及時披露。

**(十一) 其他重大合同**

無

**(十二) 承諾事項履行情況**

公司或持有5%以上股東對公開披露承諾事項的履行情況。

根據西安交通大學產業(集團)總公司出具的「關於規範關聯交易及避免同業競爭」的承諾函,西安交通大學產業(集團)總公司將不從事與公司所從事業務之相關業務,並避免自身及下屬公司在將來的業務活動中與公司之間構成同業競爭。報告期內承諾方履行了承諾。

**(10) Entrusted investment**

On 23rd February, 2004, an agreement for trusteeship of the Management of Investment in State Bonds was entered by the Company and Chinese Fortune Securities ("China Fortune"), pursuant to which the Company entrusted China Fortune Securities to conduct investment on State Bonds with RMB50,000,000 funded by internal sources. After the inspection performed by the Group, it has been identified that Chinese Fortune Securities fails to comply with agreement to invest in State Bonds, but using the fund to invest in A shares. The Company is in discussion with China Fortune to rectify such failure to comply with terms of the agreement and to bear the damages on losses. As the report date, China Fortune did not repay RMB50,000,000 to the Company. China Fortune was taken over by China Huarong Asset Management Corporation ("China Huarong") and the Company reported the entrusted amount RMB50,000,000 to China Huarong. As at 31st December, 2005, the Company had made a provision of RMB38,100,000. The Group has announced the above incident in "China Securities Daily", "Shanghai Securities Daily", Hong Kong "Wen Wei Po" and "China Daily" on 2nd April, 2004, 10th June, 2004 and 22nd April, 2005.

In January, 2006, Capital Airport Group Company Started the restructuring process of China fortune, for the period of 6 months. However, the process was failed after 6 months. On 3rd August, 2006, China Securities Regulation Commission appointed Beijing Gao Peng Tianda Law Firm to establish an Administrative Liquidation Working Group for performing the liquidation work and registration of claims. On 3rd August, 2006, according to the China Fortune Securities is registration of claim, the Administrative Liquidation Working Group made the announcement to the public. According to the announcement, Shanghai Securities Limited Company was formed in accordance with the law for China Fortune's debts registration. Registration time for debt started from 5th August, 2006 to 3rd November, 2006, for the period of 90 days. The Company will disclose further process of the liquidation process in future if any.

**(11) Other major contract**

Nil

**(12) Commitment Events**

Commitments by the company and shareholders holdings more than 5% of total Capital

Pursuant to the "Related party transaction and prohibited for the competition Agreement" signed by the Company and Jiaotong Group, Jiaotong Group had undertaken that it will not participate in any business or activities, which will compete against the Company either directly or indirectly. During the reporting period, Jiaotong Group had adhered to the agreement.



**(十三) 聘任、解聘會計師事務所情況**

報告期內公司未改聘會計師事務所，2005年股東年會批准—2006年度續聘西安希格瑪有限責任會計師事務所和香港德勤•關黃陳方會計師行為公司境內、境外審計機構，並授權董事會決定其酬金。

**(十四) 公司、董事會、董事受處罰及整改情況**

本報告期公司、董事會、董事無受處罰情況。

**(十五) 其它重大事項**

1. 2006年上半年資金被佔用情況及清欠進展情況報告期內本公司已完成非經營性資金清欠工作。
2. 報告期內本公司股權分置改革進展情況說明。
  - 2.1 由於存在清欠任務和非流通股股東沒有就股改進行溝通等原因，公司股改至今尚未完成。
  - 2.2 公司已於今年6月底完成清欠工作，開始啟動股改工作。
  - 2.3 非流通股股東已提出了股改動議。股改動議由合併持有公司三分之二以上非流通股份的非流通股股東提出。現已聘請保薦人、法律顧問等中介機構制訂股改方案。
  - 2.4 截止報告期內公司非流通股股東尚未對股改方案形成一致性意見。

**(13) Appointment and re-appointment of auditors**

During the reporting period, the company re-appointed Xian Xigema Certified Public Accountants as the domestic auditors of the Company and Deloitte Touche Tohmatsu as the international auditor of the Company for the year 2006. The Board of Directors was authorized to determine the audit fee.

**(14) Company, board of directors and director's penalty and improvement situation**

There was no company, board of directors and director's penalty in the reporting period.

**(15) Other significant events**

1. During the reporting, the Company settled all of the non-operating advance payables.
2. Process of transfer of Shares at the ended of the reporting period.
  - 2.1 Due to unsettlement debts and no communications between non-trading shares shareholders, the process of transfer of shares is still under pending status.
  - 2.2 As at balance sheet date, the Group settled all of the non-operating advance payables.
  - 2.3 Non-trading shares shareholder which have consolidated 66% of the entire interest of the Company proposed the plan of transfer of shares. They appointed guarantor and lawyer for performing the process.
  - 2.4 Until the day of publicising this interim report, the above mentioned transfer of shares is still under application for approval from all of the non-trading shares shareholders.



## (十六) 信息披露索引

## (16) Company's designated newspaper and internet website for publishing

事項 Event	刊載的報刊名稱及版面 Published Press	刊載日期 Date for publishing	刊載的互聯網網站及檢索路徑 Relevant website
1. 董事會公告	《中國證券報》、《上海證券報》、 《文匯報》及 《THE STANDARD》	2006年1月18日	http://www.sse.com.cn或 http://www.hkex.com.hk
Board of Director Resolution	“China Securities Daily”, “Shanghai Securities Daily”, “Wen Wei Po” and “THE STANDARD”	2006.1.18	http://www.sse.com.cn, http://www.hkex.com.hk
2. 業績預盈公告	《中國證券報》、《上海證券報》、 《文匯報》及 《THE STANDARD》	2006年1月25日	http://www.sse.com.cn或 http://www.hkex.com.hk
Profit Estimation Announcement	“China Securities Daily”, “Shanghai Securities Daily”, “Wen Wei Po” and “THE STANDARD”	2006.1.25	http://www.sse.com.cn, http://www.hkex.com.hk
3. 董事會公告	《中國證券報》、《上海證券報》、 《文匯報》及 《THE STANDARD》	2006年3月10日	http://www.sse.com.cn或 http://www.hkex.com.hk
Board of Director Resolution	“China Securities Daily”, “Shanghai Securities Daily”, “Wen Wei Po” and “THE STANDARD”	2006.3.10	http://www.sse.com.cn, http://www.hkex.com.hk
4. 董事會決議公告	《中國證券報》、《上海證券報》、 《文匯報》及 《THE STANDARD》	2006年3月28日	http://www.sse.com.cn或 http://www.hkex.com.hk
Board of Director Meeting	“China Securities Daily”, “Shanghai Securities Daily”, “Wen Wei Po” and “THE STANDARD”	2006.3.28	http://www.sse.com.cn, http://www.hkex.com.hk
5. 持續關聯交易公告	《中國證券報》、《上海證券報》、 《文匯報》及 《THE STANDARD》	2006年4月12日	http://www.sse.com.cn或 http://www.hkex.com.hk
Continuing related party transaction	“China Securities Daily”, “Shanghai Securities Daily”, “Wen Wei Po” and “THE STANDARD”	2006.4.12	http://www.sse.com.cn, http://www.hkex.com.hk
6. 2005年度主要財務指標	《中國證券報》、《上海證券報》、 《文匯報》及 《THE STANDARD》	2006年4月12日	http://www.sse.com.cn或 http://www.hkex.com.hk
Principal Accounting Date and Financial Highlights for year 2005	“China Securities Daily”, “Shanghai Securities Daily”, “Wen Wei Po” and “THE STANDARD”	2006.4.12	http://www.sse.com.cn, http://www.hkex.com.hk

事項 Event	刊載的報刊名稱及版面 Published Press	刊載日期 Date for publishing	刊載的互聯網網站及檢索路徑 Relevant website
7. 董監事會公告	《中國證券報》、《上海證券報》、 《文匯報》及 《THE STANDARD》	2006年4月12日	http://www.sse.com.cn或 http://www.hkex.com.hk
Board of Director Resolution	“China Securities Daily”, “Shanghai Securities Daily”, “Wen Wei Po” and “THE STANDARD”	2006.4.12	http://www.sse.com.cn, http://www.hkex.com.hk
8. 2006年一季度主要財務指標	《中國證券報》、《上海證券報》、 《文匯報》及 《THE STANDARD》	2006年4月24日	http://www.sse.com.cn或 http://www.hkex.com.hk
First Quarter report for year 2006	“China Securities Daily”, “Shanghai Securities Daily”, “Wen Wei Po” and “THE STANDARD”	2006.4.24	http://www.sse.com.cn, http://www.hkex.com.hk
9. 2005年年度股東大會通知	《中國證券報》、《上海證券報》、 《文匯報》及 《THE STANDARD》	2006年4月28日	http://www.sse.com.cn或 http://www.hkex.com.hk
Notice For Annual General Meeting (“AGM”) for year 2005	“China Securities Daily”, “Shanghai Securities Daily”, “Wen Wei Po” and “THE STANDARD”	2006.4.28	http://www.sse.com.cn, http://www.hkex.com.hk
10. 股票交易異常波動公告	《中國證券報》、《上海證券報》、 《文匯報》及 《THE STANDARD》	2006年5月17日	http://www.sse.com.cn或 http://www.hkex.com.hk
Unusual Change in Market	“China Securities Daily”, “Shanghai Securities Daily”, “Wen Wei Po” and “THE STANDARD”	2006.5.17	http://www.sse.com.cn, http://www.hkex.com.hk
11. 關聯方非經營性資金佔用 餘額公告	《中國證券報》、《上海證券報》、 《文匯報》及 《THE STANDARD》	2006年6月1日	http://www.sse.com.cn或 http://www.hkex.com.hk
Related Party Transaction-Capital being used for the reporting period	“China Securities Daily”, “Shanghai Securities Daily”, “Wen Wei Po” and “THE STANDARD”	2006.6.1	http://www.sse.com.cn, http://www.hkex.com.hk
12. 公司公告	《中國證券報》、《上海證券報》、 《文匯報》及 《THE STANDARD》	2006年6月15日	http://www.sse.com.cn或 http://www.hkex.com.hk
AGM Agenda	“China Securities Daily”, “Shanghai Securities Daily”, “Wen Wei Po” and “THE STANDARD”	2006.6.15	http://www.sse.com.cn, http://www.hkex.com.hk

事項 Event	刊載的報刊名稱及版面 Published Press	刊載日期 Date for publishing	刊載的互聯網網站及檢索路徑 Relevant website
13. 2005年年度股東大會決議公告	《中國證券報》、《上海證券報》、 《文匯報》及 《THE STANDARD》	2006年6月15日	http://www.sse.com.cn或 http://www.hkex.com.hk
AGM for year 2005	“China Securities Daily”, “Shanghai Securities Daily”, “Wen Wei Po” and “THE STANDARD”	2006.6.15	http://www.sse.com.cn, http://www.hkex.com.hk
14. 非經營性資金佔用還款公告	《中國證券報》、《上海證券報》、 《文匯報》及 《THE STANDARD》	2006年6月29日	http://www.sse.com.cn或 http://www.hkex.com.hk
Related Party Transaction-Capital being repaid for the reporting period	“China Securities Daily”, “Shanghai Securities Daily”, “Wen Wei Po” and “THE STANDARD”	2006.6.29	http://www.sse.com.cn, http://www.hkex.com.hk

## 七、財務會計報告

## 7. FINANCIAL REPORTS

### A. 按中國會計準則編製：

### A. IN ACCORDANCE WITH PRC GAAP

- 資產負債表、利潤及利潤分配表、現金  
流量表、資產減值準備明細表
- 按中國證監會發布的《公開發行證券  
公司信息披露編報規則》第9號的要求  
計算的淨資產收益率及每股收益：

- Balance Sheets, Statement of Income and Appropriation, Cash  
Flow Statement, Detail Summary of allowance and impairment  
of Consolidated assets
- Percentage of return on net assets and earnings per share in  
accordance with provision No.9 of《公開發行證券公司信息披露  
編報規則》issued by the China Securities Regulatory  
Commission:

單位：元 幣種：人民幣  
Unit: Dollar Currency: RMB

報告期利潤	Profit during the reporting period	淨資產收益率(%) Earning per equity interest (%)		每股收益 Profit per shares	
		全面攤薄 Diluted	加權平均 Weighted average	全面攤薄 Diluted	加權平均 Weighted average
主營業務利潤	Principal operating profit	16.39	16.71	0.37	0.37
營業利潤	Operating profit	4.77	4.87	0.11	0.11
淨利潤	Net profit for the period	3.80	3.87	0.09	0.09
扣除非經常性損益後的 淨利潤	Net profit for the period after deducting non-recurring items	3.27	3.33	0.07	0.07



## 資產負債表

編制單位：交大昆機科技股份有限公司

## BALANCE SHEET

Prepared by : Jiaoda Kunji High-tech Company Limited

		二零零六年六月三十日		二零零五年十二月三十一日	
		合併數	母公司數	合併數	母公司數
		30th June, 2006		31st December, 2005	
資產	Assets	The Group	The Company	The Group	The Company
<b>流動資金：</b>	<b>CURRENT ASSETS:</b>				
貨幣資金	Bank balances and cash	(五).1 158,373,037.12	109,997,200.59	171,876,071.40	116,260,474.57
短期投資	Short-term investments	(五).2 14,240,852.35	14,240,852.35	12,773,633.85	12,773,633.85
應收票據	Bills receivable	(五).3 55,625,685.00	26,633,685.00	19,057,802.00	14,968,802.00
應收股利	Dividends receivable	-	2,000,000.00	-	2,000,000.00
應收利息	Interest receivable	-	-	-	-
應收帳款	Accounts receivable	(五).4 81,132,660.93	40,469,320.86	86,505,238.20	39,739,434.81
其他應收款	Other receivable	(五).5 19,845,083.58	26,684,448.77	23,806,326.81	26,077,578.74
預付帳款	Prepayments	(五).6 61,508,489.06	13,996,906.33	26,107,189.35	5,394,947.04
應收補貼款	Subsidies receivable	335,853.01	242,231.35	-	-
存貨	Inventories	(五).7 288,600,179.53	177,508,020.12	274,502,685.89	175,648,964.45
待攤費用	Prepaid expenses	(五).8 7,874.99	-	24,301.00	-
待處理流動資產淨損失	Net loss on deferred current assets	-	-	-	-
一年內到期的	Long term debt investment due	-	-	-	-
長期債權投資	within one year	-	-	-	-
<b>流動資產合計</b>	<b>TOTAL CURRENT ASSETS</b>	<b>679,669,715.57</b>	<b>411,772,665.37</b>	<b>614,653,248.50</b>	<b>392,863,835.46</b>
<b>長期投資：</b>	<b>LONG TERM INVESTMENTS:</b>				
長期股權投資	Long term equity investments	(五).9 31,156,584.56	105,432,210.10	32,208,719.62	106,264,789.33
其中：合併價差	Comprising consolidated difference in value	7,690,813.67	7,690,813.67	8,389,904.87	8,389,904.87
其中：股權投資差額	Comprising difference in equity investments	(五).9 7,690,813.67	7,690,813.67	8,389,904.87	8,389,904.87
長期債權投資	Long term debt investment due	-	-	-	-
within one year		-	-	-	-
<b>長期投資合計</b>	<b>Total long term investments</b>	<b>31,156,584.56</b>	<b>105,432,210.10</b>	<b>32,208,719.62</b>	<b>106,264,789.33</b>
<b>固定資產：</b>	<b>FIXED ASSETS:</b>				
固定資產原價	Fixed asset at cost	(五).10 536,982,299.99	433,861,815.62	525,962,003.16	427,594,988.77
減：累計折舊	Less: Accounted depreciation	(五).10 199,224,802.39	174,071,880.57	188,265,610.41	164,479,548.96
固定資產淨值	Fixed assets net book value	(五).10 337,757,497.60	259,789,935.05	337,696,392.75	263,115,439.81
減：固定資產減值準備	Less: Provision for impairment loss	(五).10 6,914,084.78	2,684,978.13	6,929,723.60	2,700,616.95
<b>固定資產淨額</b>	<b>Fixed assets net realisable value</b>	<b>(五).10 330,843,412.82</b>	<b>257,104,956.92</b>	<b>330,766,669.15</b>	<b>260,414,822.86</b>
<b>工程物資</b>	<b>Project materials</b>	-	-	-	-
<b>在建工程</b>	<b>Construction in progress, net realisable value</b>	(五).11 51,469,893.24	22,672,616.86	46,594,318.14	18,119,165.03
固定資產清理	Disposal of fixed assets	-	-	-	-
待處理固定資產淨損失	Loss on deferred fixed assets, net	-	-	-	-
<b>固定資產合計</b>	<b>Total fixed assets</b>	<b>382,313,306.06</b>	<b>279,777,573.78</b>	<b>377,360,987.29</b>	<b>278,533,987.89</b>
<b>無形及其他資產：</b>	<b>Intangible and other assets:</b>				
無形資產	Intangible assets	(五).12 52,317,444.83	23,864,281.72	54,910,745.06	24,773,777.87
長期待攤費用	Long-term deferred expenditures	20,253.20	-	50,649.20	-
其他長期資產	Other long-term investments	-	-	-	-
<b>無形及其他資產合計</b>	<b>TOTAL INTANGIBLE AND OTHER ASSETS</b>	<b>52,337,698.03</b>	<b>23,864,281.72</b>	<b>54,961,394.26</b>	<b>24,773,777.87</b>
<b>遞延稅項：</b>	<b>DEFERRED TAXATION:</b>				
遞延稅項	Deferred taxation	-	-	-	-
<b>資產總計</b>	<b>TOTAL ASSETS</b>	<b>1,145,477,304.22</b>	<b>820,846,730.97</b>	<b>1,079,184,349.67</b>	<b>802,436,390.55</b>

會企01表  
單位：人民幣元

Unit: RMB



## 資產負債表 (續)

## BALANCE SHEET (Continued)

單位：人民幣元

負債及所有者權益	Liabilities and shareholders' equity	附註 Note	二零零六年六月三十日 30th June, 2006		二零零五年十二月三十一日 31st December, 2005	
			合併數 The Group	母公司數 The Company	合併數 The Group	母公司數 The Company
<b>流動負債：</b>	<b>CURRENT LIABILITIES</b>					
短期借款	Short-term loans	(五).13	40,000,000.00	20,000,000.00	60,000,000.00	40,000,000.00
應付票據	Bills payable		8,944,852.41	-	-	-
應付帳款	Accounts payable	(五).14	106,631,714.39	42,648,588.43	100,037,194.40	40,920,291.77
預收帳款	Advances from customers	(五).15	237,031,012.24	116,352,149.64	196,375,494.03	99,153,631.92
應付工資	Accrued salary	(五).16	1,849,271.28	1,295,650.25	3,574,234.94	3,547,327.14
應付福利費	Accrued welfare		7,947,752.01	5,148,104.63	6,421,806.45	3,949,579.01
應付股利	Dividends payable		2,101,732.59	-	2,101,732.59	-
應交稅金	Taxes payable	(五).17	21,298,723.28	21,490,876.72	30,237,113.95	24,632,724.84
其他應交款	Other payable	(五).18	688,781.63	652,971.40	763,673.42	568,537.40
其他應付款	Other accrual		42,264,627.02	9,574,084.38	29,713,634.55	8,391,004.42
預提費用	Accrued expenses		2,907,388.85	2,738,090.85	1,562,213.45	1,392,915.45
預計負債	Estimated liabilities		-	-	-	-
一年內到期的長期負債	Long-term loans due within one year	(五).20	342,168.90	342,168.90	342,168.90	342,168.90
其他流動負債	Other current liabilities		-	-	-	-
<b>流動負債合計</b>	<b>Total current liabilities</b>		<b>472,008,024.60</b>	<b>220,242,685.20</b>	<b>431,129,266.68</b>	<b>222,898,180.85</b>
<b>長期負債：</b>	<b>LONG TERM LIABILITIES</b>					
長期借款	Long-term loans	(五).21	40,000,000.00	40,000,000.00	40,000,000.00	40,000,000.00
長期應付款	Long-term payables	(五).22	10,333,655.60	3,133,655.60	10,269,175.70	3,069,175.70
專項應付款	Specific project payable		6,783,438.77	2,676,426.00	6,782,628.78	2,675,616.01
遞延收益	Deferred gain		-	-	-	-
<b>長期負債合計</b>	<b>Total long-term liabilities</b>		<b>57,117,094.37</b>	<b>45,810,081.60</b>	<b>57,051,804.48</b>	<b>45,744,791.71</b>
<b>遞延稅項：</b>	<b>Deferred taxation:</b>					
遞延稅項	Deferred taxation		-	-	-	-
<b>負債合計</b>	<b>TOTAL LIABILITIES</b>		<b>529,125,118.97</b>	<b>266,052,766.80</b>	<b>488,181,071.16</b>	<b>268,642,972.56</b>
<b>少數股東權益</b>	Minority interests		63,357,400.92	-	59,009,040.36	-
<b>股東權益：</b>	<b>SHAREHOLDERS' EQUITY:</b>					
股本	Share capital	(五).23	245,007,400.00	245,007,400.00	245,007,400.00	245,007,400.00
減：已歸還投資	Less: Return on investment		-	-	-	-
股本淨額	Share capital, net		245,007,400.00	245,007,400.00	245,007,400.00	245,007,400.00
資本公積	Capital reserves	(五).24	314,193,651.63	314,193,651.63	314,193,651.63	314,193,651.63
盈餘公積	Surplus reserves	(五).25	16,812,657.84	16,812,657.84	16,812,657.84	16,812,657.84
未分配利潤	Unappropriated profits		(23,018,925.14)	(21,219,745.30)	(44,019,471.32)	(42,220,291.48)
<b>股東權益合計</b>	<b>TOTAL SHAREHOLDERS' EQUITY</b>		<b>552,994,784.33</b>	<b>554,793,964.17</b>	<b>531,994,238.15</b>	<b>533,793,417.99</b>
<b>負債及股東權益總計</b>	<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>		<b>1,145,477,304.22</b>	<b>820,846,730.97</b>	<b>1,079,184,349.67</b>	<b>802,436,390.55</b>

法定代表人：  
主管會計工作的公司負責人：  
會計機構負責人：

雷錦錄  
喻琰  
趙瓊芬

Company's Legal Representative: Mr. Lei Jin Lu  
Financial Controller: Ms. Yu Yan  
Prepared by: Ms. Zhao Qiongfeng





## 利潤表及利潤分配表

## STATEMENT OF INCOME

編制單位：交大昆機科技股份有限公司

Prepared by : Jiaoda Kunji High-tech Company Limited

會企02表  
單位：人民幣元

項目	Items	附註 Note	二零零六年一至六月		二零零五年一至六月	
			合併數	母公司數	合併數	母公司數
			For the six months ended 30th June			
			2006		2005	
			The Group	The Company	The Group	The Company
一、主營業務收入	1. Principal operating income	(五).27	355,489,784.98	254,519,183.29	311,419,690.40	180,338,899.22
減：主營業務成本	Less: Principal operating cost	(五).27	264,395,578.24	189,327,028.58	239,954,172.81	135,310,959.09
主營業務稅金及附加	Principal operation tax and addition		453,898.71	-	732,187.37	-
二、主營業務利潤：	2. Principal operating profits		90,640,308.03	65,192,154.71	70,733,330.22	45,027,940.13
加：其他業務利潤	Add: Profit from other operations		434,080.11	167,159.18	985,162.56	837,987.02
減：營業費用	Less: Selling expenses		17,344,660.33	12,310,797.47	12,882,545.31	8,213,944.82
管理費用	Administrative expenses		44,655,911.55	29,444,513.08	30,959,956.85	19,403,467.52
財務費用	Financial expenses	(五).28	2,681,134.12	1,371,254.12	2,824,569.63	2,076,022.71
三、營業利潤	3. Operating profit		26,392,682.14	22,232,749.22	25,051,420.99	16,172,492.10
加：投資收益	Add: Investment income	(五).29	1,542,375.36	1,740,386.34	(2,172,037.73)	(663,377.58)
補貼收入	Subsidy income		444,154.69	-	2,552,750.29	2,000,000.00
營業外收入	Non-operating income	(五).30	466,635.54	450,009.89	186,661.59	157,848.31
減：營業外支出	Less: Non-operating expenses	(五).31	387,647.98	356,739.99	30,735.44	29,733.29
四、利潤總額	4. Profit before income tax		28,458,199.75	24,066,405.46	25,588,059.70	17,637,229.54
減：所得稅	Less: Income tax	(五).32	3,087,748.15	3,065,859.28	4,190,622.12	2,430,836.82
少數股東損益	Minority interest		4,369,905.42	-	6,191,044.86	-
五、淨利潤	5. Net profit for the period		21,000,546.18	21,000,546.18	15,206,392.72	15,206,392.72
加：年初未分配利潤	Add: Accumulated losses at the beginning of the year		44,019,471.32	42,220,291.48	62,340,523.65	62,340,523.65
盈餘公積轉入	Other transfer		-	-	-	-
六、可供分配的利潤	6. Profit for distribution		23,018,925.14	21,219,745.30	47,134,130.93	47,134,130.93
減：提取法定盈餘公積	Less: Statutory surplus reserve		-	-	-	-
提取法定公益金	Statutory public welfare fund		-	-	-	-
七、可供股東分配的利潤	7. Profit available for distribution		23,018,925.14	21,219,745.30	47,134,130.93	47,134,130.93
減：應付優先股股利	Less: Preference shares dividend paid		-	-	-	-
提取任意盈餘公積	Surplus reserve		-	-	-	-
應付普通股股利	Ordinary share dividend paid		-	-	-	-
轉作股本的普通股股利	Convertible share dividend		-	-	-	-
八、未分配利潤	8. Unappropriate profit		23,018,925.14	21,219,745.30	47,134,130.93	47,134,130.93





**利潤表及利潤分配表 (續)**  
**補充資料:**

**STATEMENT OF INCOME (Continued)**  
**Supplementary information:**

會企02表  
 單位:人民幣元

項目	Items	附註 Note	二零零六年一至六月		二零零五年一至六月	
			合併數	母公司數	合併數	母公司數
			For the six months ended 30th June			
			2006		2005	
			The Group	The Company	The Group	The Company
1. 出售、處置部門或 投資單位所得收益	1. Profit from sale and disposal of investee companies		-	-	-	-
2. 自然災害發生的損失	2. Loss arising from natural disasters		-	-	-	-
3. 會計政策變更增加 (或減少)利潤總額	3. Increase (decrease) in profit due to change in accounting policies		-	-	-	-
4. 會計估計變更增加 (或減少)利潤總額	4. Increase (decrease) in profit due to change in accounting estimates		-	-	-	-
5. 債務重組損失	5. Loss arising from debt restructuring		-	-	-	-
6. 其他	6. Others		-	-	-	-

法定代表人: 雷錦錄  
 主管會計工作的公司負責人: 喻琰  
 會計機構負責人: 趙瓊芬

Company's Legal Representative: Mr. Lei Jin Lu  
 Financial Controller: Ms. Yu Yan  
 Prepared by: Ms. Zhao Qionfen



## 現金流量表

## CASH FLOW STATEMENT

編制單位：交大昆機科技股份有限公司

Prepared by : Jiaoda Kunji High-tech Company Limited

2006年1-6月  
January-June, 2006會企03表  
單位：人民幣元  
Unit: RMB  
母公司數  
The Company

項目	Items	附註 Note	合併數 The Group	母公司數 The Company
一、經營活動產生的現金流量：	1. Cash flows from operating activities			
銷售商品、提供勞務收到的現金	Cash received from sales of goods or rendering of services		329,586,509.34	233,986,654.71
收到的稅費返還	Refund of taxes and surcharges received		444,154.69	-
收到的其他與經營活動有關的現金	Other cash received relating to operating activities		6,038,728.63	-
現金流入合計	Sub-total of cash inflows		336,069,392.66	233,986,654.71
購買商品、接受勞務支付的現金	Cash paid for goods and services		195,511,052.44	119,220,827.76
支付給職工以及為職工支付的現金	Cash paid to and on behalf of employees		48,314,990.95	40,423,950.52
支付的各项稅費	Taxes and surcharges paid		31,627,063.69	24,801,845.70
支付的其他與經營活動有關的現金	Other cash paid relating to operating activities		34,967,203.77	20,301,029.60
現金流出小計	Sub-total of cash outflows		310,420,310.85	204,747,653.58
經營活動產生現金流量淨額	Net cash flows from operating activities		25,649,081.81	29,239,001.13
二、投資活動產生的現金流量：	2. Cash flow from investing activities:			
收回投資所收到的現金	Receipt of investment proceed		1,000,000.00	1,000,000.00
取得投資收益所收到的現金	Dividend income received		105,747.07	105,747.07
處置固定資產、無形資產和其他長期資產而收回的現金淨額	Net cash received from disposal of fixed assets, intangible assets and other long-term assets		609,692.44	609,692.44
收到的其他與投資活動有關的現金	Other cash received relating to investing activities		14,149,464.78	4,149,464.78
現金流入小計	Sub-total of cash inflows		15,864,904.29	5,864,904.29
購建固定資產、無形資產和其他長期資產所支付的現金	Cash paid to acquire fixed assets, intangible assets, and long-term assets		18,639,719.49	15,929,904.93
投資所支付的現金	Cash paid for investment		21,617,400.00	21,617,400.00
支付的其他與投資活動有關的現金	Other cash paid relating to investing activities		115,000.00	-
現金流出小計	Sub-total of cash outflows		40,372,119.49	37,547,304.93
投資活動產生的現金流量淨額	Net cash flows from operating activities		(24,507,215.20)	(31,682,400.64)



## 現金流量表 (續)

## CASH FLOW STATEMENT (Continued)

		2006年1-6月 January-June, 2006		會企03表 單位:人民幣元 Unit: RMB 母公司數	
項目	Items	附註 Note	合併數 The Group	母公司數 The Company	
三、 籌資活動產生的現金流量:	3. Cash Flow from financing activities				
吸收投資所收到的現金	Cash from proceeds for use of investment		-	-	
其中:子公司吸收少數股東權益性 投資所收到的現金	Including: Cash from proceeds arising from minority fund		-	-	
借款所收到的現金	Cash from borrowings		20,000,000.00	20,000,000.00	
收到的其他與籌資活動有關的現金	Other cash received relating to financing activities		-	-	
現金流入小計	Sub-total of Cash inflows		20,000,000.00	20,000,000.00	
償還債務所支付的現金	Loan interest paid		40,000,000.00	40,000,000.00	
分配股利、利潤或償付利息所支付的現金	Cash payment for distribution of dividends on, profits and payments of interest expenses		2,112,836.11	1,287,809.69	
其中:子公司支付少數股東股利	Including: Dividend paid by subsidiaries to minority interest		-	-	
支付的其他與籌資活動有關的現金	Other cash paid relating to financing activities		-	-	
現金流出小計	Sub-total of Cash outflows		42,112,836.11	41,287,809.69	
籌資活動產生的現金流量淨額	Net cash flow from financing activities		(22,112,836.11)	(21,287,809.69)	
四、 匯率變動對現金的影響	4. Effect of foreign exchange rate changes on cash		-	-	
五、 現金及現金等價物淨增加額	5. Net increase in cash and cash equivalent		(20,970,969.50)	(23,731,209.20)	

法定代表人: 雷錦錄  
 主管會計工作的公司負責人: 喻琰  
 會計機構負責人: 趙瓊芬

Company's Legal Representative: Mr. Lei Jin Lu  
 Financial Controller: Ms. Yu Yan  
 Prepared by: Ms. Zhao Qionfen



**現金流量表 (續)**  
**補充資料**

**CASH FLOW STATEMENT (Continued)**  
**Supplementary Information**

編制單位：交大昆機科技股份有限公司

Prepared by : Jiaoda Kunji High-tech Company Limited

2006年1-6月  
January-June, 2006

單位：人民幣元  
Unit: RMB  
母公司數

項目	Items	附註 Note	合併數 The Group	母公司數 The Company
1. 將利潤調節為經營活動現金流量：	1. Reconciliation of Loss to cash flows from operating activities			
淨利潤	Net profit		21,000,546.18	21,000,546.18
加：少數股東損益	Add: Gain or loss of minority shareholders		3,738,566.29	-
計提的資產減值準備	Provision for diminution in value of assets		5,395,291.20	1,515,513.32
攤銷的遞延收益	Amortisation of deferred income		-	-
固定資產折舊	Depreciation of fixed assets		13,689,339.61	10,746,946.43
無形資產攤銷	Amortisation of intangible assets		2,288,693.84	1,007,056.15
長期待攤費用攤銷	Amortisation of long-term deferred expenses		78,175.72	-
待攤費用減少(減：增加)	Decrease in deferred expenses (less: increase)		9,962.00	-
預提費用增加(減：減少)	Increase in accrual expenses (less: decrease)		1,355,175.40	1,345,175.40
處置固定資產、無形資產和 其他長期資產的損失(減：收益)	Loss on disposal of fixed assets intangible assets and other long-term assets (less: income)		253,336.13	253,336.13
固定資產報廢損失	Loss on deserted fixed assets		-	-
財務費用	Financial expenses		2,280,839.83	1,371,254.12
投資損失(減：收益)	Investment loss (less: income)		(1,542,375.36)	(1,740,386.34)
遞延稅款貸項(減：借項)	Credit on deferred tax (less: borrowing)		-	-
存貨的減少(減：增加)	Decrease in inventory		(15,611,741.73)	(1,859,055.67)
經營性應收項目的減少 (減：增加)	Decrease in operating receivables (less: increase)		(51,122,625.47)	(21,845,829.72)
經營性應付項目的增加 (減：減少)	Increase in operating payables (less: decrease)		43,835,898.17	17,444,445.13
其他	Others		-	-
經營活動產生的現金流量淨額	Net cash flows from operating activities		<u>25,649,081.81</u>	<u>29,239,001.13</u>
2. 不涉及現金收支的投資和籌資活動：	2. Financing and investing activities not involving in cash			
債務轉為資本	Debts capitalised		-	-
一年內到期的可轉換公司債券	Convertible bond due within one year		-	-
融資租入固定資產	Fixed assets under financial lease		-	-
3. 現金及現金等價物淨增加情況： 現金的期末餘額	3. Net increase in cash and cash equivalent Cash and bank balances at the end of the period	(五).33	136,755,637.12	88,379,800.59
減：現金的期初餘額	Less: Cash and bank balances at the beginning of the period	(五).33	157,726,606.62	112,111,009.79
加：現金等價物的期末餘額	Add: Cash equivalents at the ended of the period		-	-
減：現金等價物的期初餘額	Less: Cash equivalent at the beginning of the period		-	-
現金及現金等價物淨增加額	Net increase in cash and equivalent		<u>(20,970,969.50)</u>	<u>(23,731,209.20)</u>

法定代表人：  
主管會計工作的公司負責人：  
會計機構負責人：

雷錦錄  
喻琰  
趙瓊芬

Company's Legal Representative: Mr. Lei Jin Lu  
Financial Controller: Ms. Yu Yan  
Prepared by: Ms. Zhao Qiongfeng



## 合併資產減值準備明細表

## DETAILED SUMMARY OF ALLOWANCE AND IMPAIRMENT OF CONSOLIDATED ASSETS

編制單位：交大昆機科技股份有限公司

Prepared by : Jiaoda Kunji High-tech Company Limited

單位：人民幣元

項目	Items	附註 Notes	年初餘額 As 1st January, 2006	本期增加數 Addition this year	本期減少數		合計 Total	期末餘額 At 30th June, 2006
					因資產價值 回升轉回數	其他原因轉出數		
					Decrease during the period			
		Written back due to the increase of asset value		Reduction/ transfer out this year				
一、壞帳準備合計	1. Bad debt provision		51,524,013.56	5,183,930.53	-	-	-	56,707,944.09
其中：應收帳款	Comprising: Accounts receivable		44,795,040.87	4,187,805.48	-	-	-	48,982,846.35
其他應收款	Other receivables		6,728,972.69	996,125.05	-	-	-	7,725,097.74
二、短期投資跌價準備合計	2. Provision for diminution in value of short-term investments		38,226,366.15	-	-	2,467,218.50	2,467,218.50	35,759,147.65
其中：股票投資	Comprising: Investment in shares		38,226,366.15	-	-	2,467,218.50	2,467,218.50	35,759,147.65
債券投資	Investment in debts		-	-	-	-	-	-
三、存貨跌價準備合計	3. Provision of diminution in inventory		31,260,972.07	2,694,217.99	-	-	-	33,955,190.06
其中：庫存商品	Comprising: Finished goods		12,240,938.16	-	-	-	-	12,240,938.16
原材料	Raw materials		6,104,695.92	2,277,519.73	-	-	-	8,382,215.65
在產品	Work in progress		12,915,337.99	416,698.26	-	-	-	13,332,036.25
四、長期投資減值準備合計	4. Provision for diminution in value of long-term investment		2,000,000.00	-	-	-	-	2,000,000.00
其中：長期股權投資	Comprising: Long-term equity investment		2,000,000.00	-	-	-	-	2,000,000.00
長期債券投資	Long-term debt investments		-	-	-	-	-	-
五、固定資產減值準備合計	5. Total provision for diminution in value of fixed assets		6,929,723.60	-	-	15,638.82	15,638.82	6,914,084.78
其中：房屋、建築物	Comprising: Buildings		-	-	-	-	-	-
機器設備	Plant & machinery		6,505,966.50	-	-	15,638.82	15,638.82	6,490,327.68
電子設備、器具及家具	Furniture, Fixture and equipment		423,757.10	-	-	-	-	423,757.10
六、無形資產減值準備	6. Provision for diminution in value of intangible assets		5,943,257.64	-	-	-	-	5,943,257.64
其中：專利權	Comprising: Patents		4,574,595.82	-	-	-	-	4,574,595.82
商譽	Trademarks		1,368,661.82	-	-	-	-	1,368,661.82
七、在建工程減值準備	7. Provision for diminution in value of construction in progress		1,818,489.10	-	-	-	-	1,818,489.10
八、委託貸款減值準備	8. Provision for diminution in value of designated loans		-	-	-	-	-	-
九、總計	9. Total		137,702,822.12	7,878,148.52	-	2,482,857.32	2,482,857.32	143,098,113.32

法定代表人：雷錦錄  
 主管會計工作的公司負責人：喻琰  
 會計機構負責人：趙瓊芬

Company's Legal Representative: Mr. Lei Jin Lu  
 Financial Controller: Ms. Yu Yan  
 Prepared by: Ms. Zhao Qionfen



## 母公司資產減值準備明細表

## DETAILED SUMMARY OF ALLOWANCE AND IMPAIRMENT OF ASSETS OF HOLDING COMPANY

編制單位：交大昆機科技股份有限公司

Prepared by : Jiaoda Kunji High-tech Company Limited

單位：人民幣元

項目	Items	附註 Notes	年初餘額 As 1st January, 2006	本期增加數 Addition this year	本期減少數		合計 Total	期末餘額 At 30th June, 2006
					因資產價值 回升轉回數			
					回升轉回數	其他原因轉出數		
					Decrease during the period			
					Written back due to the increase of asset value	Reduction/ transfer out this year		
一、壞帳準備合計	1. Bad debt provision		26,987,564.03	3,998,370.64	-	-	-	30,985,934.67
其中：應收帳款	Comprising: Accounts receivable		26,206,355.84	3,998,370.64	-	-	-	30,204,726.48
其他應收款	Other receivables		781,208.19	-	-	-	-	781,208.19
二、短期投資跌價準備合計	2. Provision for diminution in value of short-term investments		38,226,366.15	-	-	2,467,218.50	2,467,218.50	35,759,147.65
其中：股票投資	Comprising: Investment in shares		38,226,366.15	-	-	2,467,218.50	2,467,218.50	35,759,147.65
債券投資	Investment in debts		-	-	-	-	-	-
三、存貨跌價準備合計	3. Provision of diminution in inventory		25,469,145.15	-	-	-	-	25,469,145.15
其中：庫存商品	Comprising: Finished goods		10,897,177.00	-	-	-	-	10,897,177.00
原材料	Raw materials		3,137,374.78	-	-	-	-	3,137,374.78
在產品	Work in progress		11,434,593.37	-	-	-	-	11,434,593.37
四、長期投資減值準備合計	4. Provision for diminution in value of long-term investment		2,000,000.00	-	-	-	-	2,000,000.00
其中：長期股權投資	Comprising: Long-term equity investment		2,000,000.00	-	-	-	-	2,000,000.00
長期債券投資	Long-term debt investments		-	-	-	-	-	-
五、固定資產減值準備合計	5. Total provision for diminution in value of fixed assets		2,700,616.95	-	-	15,638.82	15,638.82	2,684,978.13
其中：房屋、建築物	Comprising: Buildings		-	-	-	-	-	-
機器設備	Plant & machinery		2,276,859.85	-	-	15,638.82	15,638.82	2,261,221.03
電子設備、器具及家具	Furniture, Fixture and equipment		423,757.10	-	-	-	-	423,757.10
六、無形資產減值準備	6. Provision for diminution in value of intangible assets		-	-	-	-	-	-
其中：專利權	Comprising: Patents		-	-	-	-	-	-
商譽	Trademarks		-	-	-	-	-	-
七、在建工程減值準備	7. Provision for diminution in value of construction in progress		1,818,489.10	-	-	-	-	1,818,489.10
八、委託貸款減值準備	8. Provision for diminution in value of designated loans		-	-	-	-	-	-
九、總計	9. Total		97,202,181.38	3,998,370.64	-	2,482,857.32	2,482,857.32	98,717,694.70

法定代表人：雷錦錄  
 主管會計工作的公司負責人：喻琰  
 會計機構負責人：趙瓊芬

Company's Legal Representative: Mr. Lei Jin Lu  
 Financial Controller: Ms. Yu Yan  
 Prepared by: Ms. Zhao Qiongfeng



### 3. 會計報表附註(單位:人民幣元)

#### (一) 公司概況

交大昆機科技股份有限公司(以下簡稱「本公司」)(原名:昆明機床股份有限公司)為一家在中華人民共和國成立的中外合資股份有限公司(港資),由原國營企業昆明機床廠(以下簡稱「昆機」)重組改制設立。根據該項重組,昆機的業務、資產和負債劃分給本公司及昆明昆機集團公司(以下簡稱「昆機集團公司」)。公司成立於1993年10月19日。公司發行的A股及H股股票分別在中國上海和香港兩地上市。公司主要從事開發、設計、生產和銷售機床系列產品及配件、電腦資訊產品、高效能產品、光機電一體化產品、開發高科技產品、進行自有技術轉讓、技術服務及技術諮詢業務。

2000年12月25日,西安交通大學產業(集團)總公司(以下簡稱「交大產業」)與雲南省人民政府(公司原第一大股東)簽定《昆明機床股份有限公司股權轉讓協定》,交大產業受讓雲南省政府所持有的昆機股份71,052,146股國家股,佔股本的29%,財政部下發了《關於昆明機床股份有限公司國家股轉讓有關問題的批復》(財企[2001]283號文),批准了此項股權轉讓,相關的股權過戶手續於2001年6月5日完成後,交大產業成為本公司的第一大股東。

根據公司2001年12月31日召開的臨時股東大會中所批准的資產重組事項,本次資產重組後,公司將由原來單一生產機床的傳統型機械製造業變成一個科技含量高、產品多元化的科技公司。

經國家工商行政管理局和對外貿易與經濟合作部批准,本公司於2002年3月29日在雲南省工商行政管理局辦理了公司更名的工商登記手續,並正式使用新名稱「交大昆機科技股份有限公司」。註冊地址:雲南省昆明市茨壩路23號,註冊資本:人民幣24,500.74萬元,註冊號:企股滇總字第000682號。

2005年9月15日,交大產業與瀋陽機床(集團)有限責任公司於2005年9月15日簽訂《股權轉讓協議》,瀋陽機床(集團)有限責任公司協議收購交大產業持有的昆機股份71,052,146股,佔股本的29%。截至2006年6月30日,中國證券監督管理委員會審核手續尚在辦理之中。

### 3. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

#### (1) GENERAL

Jiaoda Kunji High-Tech Company Limited (formerly known as Kunming Machine Tool Company Limited) ("the Company") was established in the Mainland People's Republic of China as a sino-foreign joint stock limited company as part of the reorganisation of a state owned enterprise known as Kunming Machine Tool Plant ("KMT Plant"). Pursuant to the reorganization, the operations, assets and liabilities of KMT Plant were divided between the Company and Kunming Kun Ji Group Company ("Kun Ji Group Company"). The Company was established on 19th October, 1993. The Company's A shares and H shares have been listed on the Shanghai Securities Exchange in Shanghai and The Stock Exchange of Hong Kong Limited in Hong Kong respectively. The Company is engaged principally in the design, development, production and sale of machine tool, precision measuring equipment and precision transducers.

On 25th December, 2000, Xian Jiaotong University Industrial (Group) Incorporation ("Jiaotong Group") entered into an agreement with Yunnan Provincial People's Government ("Yunnan Government"), the Company's former controlling shareholder whereby Yunnan Government would transfer a 29% interest of 71,052,146 state-owned shares in the Company to Jiaotong Group. The Ministry of Finance Signed Approval of State-owned shares transfer of Jiaoda Kunji High-tech Company Limited (Cao Qi [2001] No. 283), and approved the share transfer. Upon completion of share transfer procedure on 5th June, 2001, Jiaotong Group became substantial shareholder of the Company.

Pursuant to extraordinary general meeting of the Company held on 31st December, 2001, the assets restructuring was approved by the Company's Shareholders. After the assets restructuring, the Company changed from a traditional machinery manufacturing company which focused on production of machine tools to a high-tech and diversified production Company.

With effective from 29th March, 2002, the Company uses the name "Jiaoda Kunji High Tech Company Limited". The amount of registered Capital RMB245,007,400. The place of registration is 23 Ciba Road, Kunming City Yunnan Province. The business registration number is Qi Gu Dian Zong Zi No. 000682.

On 15th September, 2005, Xian Jiaotong University Industrial (Group) Incorporation and Shenyong Machine Tool (Group) Company Limited signed an agreement regarding transfer of shares. Shenyong Machine Tool (Group) Company Limited agreed to buy 71,052,146 shares of Jioda High-tech Company Limited from Xian Jiaotong University Industrial (Group) Incorporation. The number of shares transferred is 29% of the total 245,007,400 Shares. As of 30th June, 2006, the acquisition is still pending for approval.



## (二) 公司主要會計政策、會計估計和會計報表的編制方法

1. 會計準則和會計制度：  
執行《企業會計準則》、《企業會計制度》及其補充規定。
2. 會計年度：  
本公司會計年度自公曆1月1日起至12月31日止。
3. 記賬本位幣：  
本公司的記賬本位幣為人民幣。
4. 編制基礎、記賬基礎和計價原則：  
採用借貸記帳法，按權責發生制原則核算，以實際成本為計價基礎。
5. 外幣業務核算方法：  
發生外幣業務時，外幣金額按業務發生當日市場匯價中間價折算，外幣帳戶的年末外幣金額按年末市場匯價中間價折算為人民幣金額。外幣匯兌損益除與工程建造有關的計入在建工程外，其餘均計入當期的財務費用。
6. 現金及現金等價物的確定標準：  
將持有的期限短（一般指從購買之日起三個月內到期）、流動性強、易於轉換為已知金額現金、價值變動風險很小的投資，確定為現金等價物。
7. 短期投資核算方法：
  - (1) 短期投資按實際成本計價，投資收益按公司出售股票、債券或到期收回債券，實際收到的金額與原投資實際成本的差額確認。
  - (2) 公司期末採用單項短期投資帳面價值與市價孰低的原則計提短期投資跌價準備。

## (2) SIGNIFICANT ACCOUNTING POLICIES, ACCOUNTING ESTIMATES AND BASIS OF CONSOLIDATION

1. Accounting Policy  
The financial statements have been prepared in accordance with "Accounting Standards for Business Enterprises" and "Accounting System for Business Enterprises".
2. Accounting Fiscal Year  
The accounting year of the Company commences on 1st January, and ends on 31st December each year.
3. Reporting Currency  
The reporting currency of the Company is Renminbi ("RMB").
4. Recording Principles and Accounting Basis  
The Company adopts the accrual basis as the basis of accounting and the historical cost as the principle of valuation.
5. Foreign Currency Translation  
Transactions in foreign currencies are translated at the market exchange rates (middle rate), ruling on the dates of the transaction. Monetary assets and liabilities denominated in foreign currencies are re-translated into RMB at the market exchange rates (middle rate) ruling on the balance sheet date. Profits and losses arising on exchange are included in financial expenses apart from those relating to the construction in progress.
6. Recognition for Cash equivalents  
Cash equivalents included in cash-flow statement are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are within three months of maturity and subject to limited risk on changes in value.
7. Accounting for Short-term Investment
  - (1) Short-term investment is stated at the historical cost. Gain on an investment is recognized when the investment is transferred or repaid on maturity.
  - (2) Short-term investment is recorded at the lower of cost and market value at the end of each period. Provision for impairment on short-term investment should be recognized according to the investment collectively.





## 8. 應收款項壞賬損失核算方法

- (1) 壞賬的確認標準為：
1. 因債務人破產或死亡，以其破產財產或遺產清償後仍無法收回的應收款項；
  2. 債務人逾期未履行其清償義務，並且具有明顯證據表明無法收回的應收款項；以上確實不能收回的應收款項，按董事會批准的審批核銷權限規定分級批准後，作為壞賬核銷。
- (2) 壞賬的核算方法：公司的壞賬核算採用備抵法，期末公司對應收款項（包括應收賬款和其他應收款）按賬齡分析法計提壞賬準備。

## 賬齡分析法

賬齡	其他	
	應收帳款 計提比例 (%)	應收款 計提比例 (%)
1年以內(含1年)	5	5
1-2年	50	50
2-3年	100	100
3年以上	100	100

壞賬準備計提比例是根據公司以往的經驗、債務單位的實際財務狀況和現金流量的情況以及其他相關資訊合理地估計。

## 9. 存貨核算方法：

- (1) 存貨分類：庫存商品、自製半成品、原材料、低值易耗品、包裝物等。
- (2) 存貨計價方法：原材料、包裝物和低值易耗品購進以實際成本計價。存貨領用、發出均採用加權平均法計價。
- (3) 低值易耗品攤銷：領用時一次攤銷。

## 8. Accounting for Bad Debts

- (1) Recognition criteria for bad debt:
1. The irrecoverable amount of a debtor who has gone bankrupt or has died and has insufficient asset or estate to repay;
  2. The irrecoverable amount, demonstrated by sufficient evidence, of a debtor who does not comply with his/her repayment obligation after the debt fall due. The irrecoverable amount stated above is cancelled as bad debt after hierarchical approval rectified by the Board of Directors.
- (2) Provision for bad debts is made using provision method based on aging analysis.

Unless on certain special circumstances, the provision for account receivables and other receivables is calculated as follows: receivables aged within one year is 5%; receivables aged within one to two years is 50%; receivables aged over 2 years is 100%.

The provision percentage is reasonably estimated based on the past experiences of management of the Company, the financial position and cash flows condition of the relevant debtor, as well as other relevant information.

## 9. Accounting for Inventories

- (1) Inventory category: Inventories include merchandise inventory, self-made semi-finished goods, raw materials, low value consumables and packaging materials.
- (2) Valuation method of inventories. Buying-in of raw materials, packaging materials and low value consumables are stated at cost incurred. Inventory issued and inventory shipped are recorded based on the weighted average cost method.
- (3) Amortization of low value consumables: Low value consumables are fully charged to cost when they are issued.

- (4) 年末按單項存貨帳面價值與可變現淨值孰低法計提存貨跌價準備。

存貨可變現淨值系指正常生產經營過程中，以估計售價減去估計完工成本以及銷售所必需的估計費用後的價值。

10. 長期投資核算方法：

(1) 長期債權投資

長期債券投資以取得時的實際成本入賬，溢、折價在債券存續期內採用直線法攤銷，期末計提應計利息。

(2) 長期股權投資

投資額佔被投資單位註冊資本總額20%以下的採用成本法核算；投資額佔被投資企業註冊資本總額20%（含）以上的採用權益法核算；投資額佔被投資企業註冊資本總額50%以上或雖低於50%但具有實質控制權的採用權益法核算，並合併會計報表。

- (3) 股權投資差額的攤銷方法：對股權投資借方差額，在年末分期平均攤銷，計入投資收益；股權投資差額的攤銷期限，合同規定了投資期限的，按合同規定的投資期限攤銷，沒有規定投資期限的，按10年期限攤銷；股權投資貸方差額直接計入資本公積。

- (4) 對被投資單位由於市價持續下降或經營狀況惡化等原因導致其可回收金額低於長期股權投資賬面價值，並且這種降低的價值在可預計的未來期間內不可能恢復時，按可收回金額低於長期股權投資賬面價值的差額計提長期投資減值準備，預計的長期投資減值損失計入當期損益。

- (4) Inventories are recorded at the lower of cost and net realizable value and provision for loss on realization of inventories is recognized using the single-item comparison method.

Net realizable value represents the estimated selling price less the estimated cost of completion and the estimated costs to be incurred in marketing, selling and distribution in general operation.

10. Long-term Investment

(1) Long-term bond investment

Long-term bond investment is recorded at its initial cost on acquisition. Premium and discount are amortized during the period when bonds are held using the straight-line method. Accrual interest is made at the period end.

(2) Long-term equity investment

The cost method is adopted when the amount of the investment is below 20% of the amount of registered capital of the investee enterprise; the equity method is adopted when the amount of the investment is above 20% of the amount of registered capital of the investee enterprise; the equity method is adopted and the financial statements are consolidated when the amount of the investment is above 50% of the amount of registered capital of the investee enterprises.

- (3) Method of amortizing equity investment difference; the debit balance of the equity investment difference is amortized on a straight-line basis for the terms in investment as stated in the contract and charged to the profit and loss account. If there is not specific term stated in the contract, amortization is carried out over within 10 years; the credit balance of the equity investment difference is recorded in the account of capital reserve-provision for equity investment.

- (4) If the recoverable amount of any long-term equity investment is lower than the carrying amount of that investment as a result of a continuing decline in market value or changes in operating conditions of investee enterprises and the reduced value cannot be recovered in the foreseeable future period, provision should be made for the difference between the recoverable amount and the carrying amount of the investment.

11. 固定資產計價、折舊方法和減值準備的計提方法：

(1) 固定資產計價和折舊方法：

固定資產是指為生產商品、提供勞務、出租或經營管理而持有的，使用年限超過一年，單位價值較高的有形資產。

固定資產以取得時的實際成本入帳，並從其達到預定可使用狀態的次月起，採用直線法（年數平均法）提取折舊。

各類固定資產的估計殘值率、折舊年限和年折舊率如下：

類別	折舊年限 (年)	殘值率 (%)	年折舊率 (%)
房屋及建築物	40	4	2.40
機器設備	12-50	4	1.92-8.00
電子設備	10-14	4	6.86-9.60
運輸設備	10-14	4	6.86-9.60

(2) 減值準備的計提方法：

期末或年度終了，如果由於市價持續下跌，或技術陳舊、損壞、長期閒置不用等原因導致其可收回金額低於賬面價值的，按單項計提固定資產減值準備。當存在下列情況之一時，全額計提固定資產減值準備：

- (1) 長期閒置不用，在可預見的將來不會再使用，且已無轉讓價值的固定資產；
- (2) 由於技術進步等原因，已不可使用的固定資產；
- (3) 雖然固定資產尚可使用，但使用後產生大量不合格品的固定資產；
- (4) 已遭毀損，以致於不具有使用價值和轉讓價值的固定資產；
- (5) 其他實質上已經不能再給企業帶來經濟利益的固定資產。

11. Accounting for Fixed Assets its depreciation method and Provision on impairment loss:

(1) Accounting for fixed assets and its depreciation method:

Fixed assets include buildings, plant, machinery and equipment, transportation equipment and other equipment, tools which held under finance lease or ownership, having useful lives over one year and used in production and operation, and tangible assets with higher unit value.

Fixed assets are stated at initial cost: Depreciation is provided using the straight-line method at the following rates per annum:

Category of fixed assets	Estimated useful period	Residual value rate (%)	Annual depreciation rate (%)
Buildings	40 years	4	2.40
Plant and machinery	12-50years	4	1.92-8.00
Furniture, fixture and equipment	10-14years	4	6.86-9.60
Motor vehicles	10-14years	4	6.86-9.60

(2) Provision for impairment loss on fixed assets

The Company recognizes an impairment loss on fixed assets when realizable value fall lower than book value as a result of a continuing decline in market value, lagging behind in technology, damage and long-term idling. Provision on impairment loss on fixed assets is provided according to total amount of fixed assets if there exists:

1. Fixed assets have been idled in the long-term and will not be reused in the foreseeable future. They have no transfer value as well;
2. Fixed assets cannot be utilized because of their obsolete technology;
3. Large quantity of unqualified products are produced when fixed assets are used;
4. Fixed assets have been damaged and have no usage value and transfer value;
5. Fixed assets in substance cannot produce economic benefits for the Company.



## (3) 其他說明

對融資租入的固定資產與自有應計折舊資產採用相同的折舊政策。能夠合理確定租賃期屆滿時將會取得租賃資產所有權的，在租賃期與租賃資產尚可使用年限兩者中較短的期間內計提折舊。

## 12. 在建工程核算方法：

公司在建工程以實際成本進行核算，在建工程項目達到預定可使用狀態時轉為固定資產。在建工程利息資本化以固定資產是否達到預定可使用狀態為界限，達到預定可使用狀態前發生的利息予以資本化，計入工程成本，達到預定可使用狀態後發生的利息計入當期損益。

## 在建工程減值準備

期末，對在建工程逐項進行檢查，如果存在以下情況：

- (1) 在建工程長期停建並且預計在三年內不重新開工的；
- (2) 所建項目無論在性能上，還是在技術上已經落後，並且給企業帶來的經濟利益有很大的不確定性；
- (3) 其他足已證明在建工程已經發生減值的情形。

對可收回金額低於在建工程賬面價值的部分計提在建工程減值準備，提取時按單項在建工程項目的賬面價值高於其可變現淨值的差額確定。

## (3) Others

The depreciation policy for assets held under finance leases are consistent with that for owned assets. If there is reasonable certainty that the lease will obtain ownership at the end of lease, the asset should be appreciated over the shorter of the lease term and the life of the assets.

## 12. Accounting for Construction in progress

Construction in progress is stated at initial cost. Costs on completed construction works are transferred to other categories of fixed assets. Interest incurred before the construction works are ready for their intended use is capitalized as part of the engineered cost. Interest incurred after the construction works are ready for their intended use is provided in the income statement.

## Provision on impairment loss on construction in progress

At the period end, based on the investigation on each construction in progress, if there exists:

- (1) Construction in progress has been ceased for construction for a long period of time and no re-commencement of work is expected in the future 3 years;
- (2) Construction in progress was technically and physically obsolete and its economics benefits to the Company are uncertain;
- (3) Other evidences can prove the existence of the circumstance of the decline in value on construction in progress.

The difference of the recoverable amount and the carrying amount of construction in progress can be made as provision on impairment loss on construction in progress.

## 13. 無形資產計價及攤銷方法：

## (1) 無形資產攤銷方法

- (1) 合同規定受益年限但法律沒有規定有效年限的，按合同規定的有效年限攤銷；
- (2) 合同沒有規定受益年限但法律規定有效年限的，按法律規定的有效年限攤銷；
- (3) 合同規定了受益年限法律也規定了有效年限的，攤銷年限取二者之中較短者；
- (4) 如果合同沒有規定受益年限，法律也沒有規定有效年限的，按不超過10年的期限攤銷。

## (2) 無形資產減值準備

期末檢查各項無形資產，預計其未來創造經濟利益的能力，當存在以下一項或若干項時，按預計可收回金額低於其賬面價值的金額計提減值準備：

- (1) 某項無形資產已被其他新技術等所替代，使其為企業創造經濟利益的能力受到重大不利影響；
- (2) 某項無形資產的市價在當期大幅下跌，且在剩餘年限內預計不會恢復；
- (3) 某項無形資產已超過法律保護期限，但仍然具有部分使用價值；
- (4) 其他足以證明某項無形資產實質上已經發生了減值的情形。

## 14. 開辦費、長期待攤費用攤銷方法：

- (1) 開辦費在開始生產經營的當月一次計入損益；
- (2) 長期待攤費用按其受益年限平均攤銷。

## 13. Intangible Assets

## (1) Amortisation of Intangible Assets

1. If the contract stipulates the benefiting period and the law does not prescribe the effective period, intangible assets are amortized over the effective period;
2. If the contract does not stipulate the benefiting period and the law prescribes the effective period, intangible assets are amortized over the effective period;
3. If the contract stipulates the benefiting period and the law prescribes the effective period, intangible assets are amortized over the shorter of the benefiting period and the effective period;
4. If the contract does not stipulate the benefiting period and the law does not prescribe the effective period, intangible assets are amortized over 10 years.

## (2) Provision on impairment loss on intangible assets

At the period end, based on investigation on the intangible assets and estimation of their ability of producing economic benefits, provision should be made for the difference between realizable value and book value, when:

1. one term of intangible assets has been replaced by other new technology and its ability of producing economic benefits has been affected significantly;
2. the market value of one item of intangible assets drops sharply in the current period and estimatedly cannot be recovered in the rest of the year;
3. one item of intangible assets unprotected by the law still has usage value;
4. other evidence indicates the loss on value of intangible assets.

## 14. Amortization of Initial Expenses and Long-term deferred expenditures

- (1) Initial cost is fully charged to income in the current month when operations begin;
- (2) Long-term deferred expenditures are evenly amortized during the benefiting period.



## 15. 借款費用的會計處理方法：

本公司除為固定資產建設項目專門借款所發生的借款費用外，其他借款費用均於發生當期確認為財務費用，直接記入當期損益。

本公司為固定資產建設項目專門借款所發生的借款費用，在固定資產達到預定可使用狀態前發生的，予以資本化。如果某項固定資產的購建活動發生非正常中斷，並且中斷時間連續超過3個月的，暫停借款費用資本化，並將中斷期間發生的借款費用確認為財務費用。在工程項目達到預定可使用狀態後發生的，作為財務費用計入當期損益。

## 16. 應付債券的核算方法：

本公司按實際發生數計價，發生的溢價和折價在債券存續期間，採用直線法，分期攤銷。

## 17. 收入確認原則：

(1) 商品銷售：公司已將商品所有權上的主要風險與報酬轉移給買方，公司不再對該商品實施繼續管理權和實際控制權，相關的收入已經收到或取得了收款的證據，並且與銷售該商品有關的成本能夠可靠地計量時，確認營業收入的實現。

(2) 提供勞務：公司提供勞務如在同一會計年度內開始並完成，在完成勞務時確認收入；如勞務的開始和完成分屬不同的會計年度，且提供勞務的結果能夠可靠估計的情況下，在資產負債表日按完工百分比法確認相關的勞務收入；

(3) 他人使用本公司的資產：利息收入按他人使用本公司現金的時間和適用利率計算確定；使用費收入按有關合同或協議規定的時間和方法計算確定。

## 15. Borrowing Costs

Interest except for those incurred in connection with specific borrowings for the purchase of fixed assets should be recognized as financial expenses and recorded in the income statement in the current period accordingly.

Interest incurred in connection with specific borrowings for the purchase of fixed assets is capitalized before the relevant fixed asset being acquired or constructed is ready for its intended use. If acquisition and construction of one item of fixed assets are abnormally discontinued for 3 months, interest is temporarily ceased to be capitalized and the interest incurred in this period is recognized as a financial expense. Interest incurred after the construction work is ready for its intended use is made as financial expenses.

## 16. Accounting for Bonds Payables

Bonds payables are stated at initial cost. Premiums and discounts are amortized during the existent period of bonds using the straight-line method.

## 17. Recognition Criteria for Revenue

(1) Sales of goods: Revenue from sales of goods is recognized when the Company has transferred to the buyers the risk and ownership of the goods and received the relevant revenue or obtained the evidence proving the sales proceeds and the cost relating to sale of goods can be measured reliably.

(2) Provision of services: When the provision of services is started and completed within the same accounting year, revenue is recognized at the time of completion of the services. When the provision of services is started and completed in different accounting years and the outcome of a transaction involving the rendering of services can be estimated reliably, the Company recognizes the service revenue at the balance sheet date by the use of the percentage of completion method.

(3) Revenue from assets used by other parties: Interest revenue is calculated based on the length of time for which other parties use cash of the Company and the applicable interest rate; Occupancy expense revenue is calculated by the length of time and the method as stipulated in the contract.

本公司對於關聯方以支付資金使用費的形式佔用的資金，在符合收入確認條件的前提下，在取得資金使用費時，沖減當期財務費用；如果取得的資金使用費超過按1年期銀行存款利率計算的金額，將相當於按1年期銀行存款利率計算的部分，沖減當期財務費用，超過按1年期銀行存款利率計算的部分，計入資本公積。

(4) 租賃業務收入，租賃業務分為經營租賃和融資租賃。

(1) 經營租賃業務的租金在租賃期內的各個期間按直線法確認收入；

(2) 融資租賃業務採用實際利率法計算當期應確認的融資收入，未實現的融資收益採用直線法在各個租賃期間進行分配；對超過一個租金支付期未收到的租金，不予確認融資收入，對已確認的融資收入，予以沖回。實際收到租金時，將租金中所含融資收入確認為當期收入。

對於以上二項租賃業務，在租賃談判和簽訂租賃合同過程中發生的、可直接歸屬於租賃項目的初始直接費用計入當期費用核算；或有租金在實際發生時確認為當期收入。

(3) 售後租回交易

對於售後租回交易形成的融資租賃，售價與資產帳面價值之間的差額按該項租賃資產的折舊進度分攤，作為折舊費用的調整。對於售後租回交易形成的經營租賃，售價與資產帳面價值之間的差額予以遞延，並按租金支出比例在租賃期內進行分攤。

18. 所得稅的會計處理方法：

本公司所得稅採用應付稅款法核算

Fund occupancy expense is provided to write off the financial expenses in the current period when fund occupancy expenses which relevant parties pay to the Company can be recognized as revenue and the Company received them. If the amount of fund occupancy expenses received exceed the amount of interest calculated at the rate of one year deposit placed with banks, the amount equivalent to that of the latter writes off the amount of the financial expense in the current period and the difference between the former and the latter is provided in capital surplus.

(4) Revenue from Finance Leases and Operating Leases

1. Rents from operation leases are recognized as revenue in each period using the straight-line method.

2. Revenue from finance leases in the current period is recognized adopting the real interest rate method. Unrecognized revenue from finance leases is allocated to each period over the lease term in accordance with the straight-line method. Rents the Company has not received after one period of rent payment should not be recognized as revenue from finance leases. If recognized, recognized revenue should be offset. Revenue from finance leases included in rents is recognized as revenue in the current period when actual receipts incur.

For the two items of finance leases stated above, the initial cost which is incurred in the course of negotiation and contracting and can be attributed directly to items of leases should be recognized as current cost. Contingent rents incurred should be recognized as revenue in the current period.

3. Sale and Leaseback Transactions

For finance leases resulting from sale and leaseback transactions, any difference between the sales proceeds and the original carrying amount of the assets involved are deferred and amortized as an adjustment to depreciation according to the depreciation pattern of the leased asset. For operating leases resulting from sale and leaseback transactions, any difference between the sales proceeds and the original carrying amount of the assets involved are deferred and amortized according to the proportion of the lease payments during the lease term.

18. Accounting for Income Taxes

Income taxes are calculated using the taxes receivable method.





19. 合併會計報表合併範圍的確定原則及合併會計報表的編制方法：

本公司對擁有被投資企業50%（不含）以上有表決權資本或不足50%但實際具有控制權的被投資單位確定為合併會計報表範圍。

在合併會計報表時，對納入合併範圍子公司的會計政策與母公司不一致的方面，按母公司會計政策進行調整。

合併會計報表是按照財政部財會字（1995）11號文件《關於印發〈合併會計報表暫行規定〉的通知》的要求，以母公司和納入合併範圍的子公司的會計報表和其他有關資料為依據，合併各項目數額編制而成，並對以下事項進行抵銷：

- (1) 本公司權益性投資與納入合併範圍子公司所有者權益中的有關部分。
- (2) 本公司與納入合併範圍子公司之間的重大內部交易和資金往來。

20. 主要會計政策、會計估計變更及重大會計差錯更正

- (1) 會計政策變更  
無
- (2) 會計估計變更  
無
- (3) 會計差錯更正  
無

19. Basis of Consolidation

The consolidated financial statements incorporate the financial statements of the Company and investee enterprises in which the Company holds more than half of the equity or where the Company controls the operation of the investee enterprises.

If there exists some difference between the accounting policies used by subsidiaries included in the consolidation and that used by the Company, the financial statements of subsidiaries are adjusted in accordance to the accounting policies used by the Company.

Pursuant to Cai Kuai Zi (1995) No. 11 "Notice on issuing 'Provisional Regulation on Consolidation of Financial Statements'", the financial statements of the Company and subsidiaries included in the consolidation and relevant materials, the amount of each item in the financial statements is consolidated and the following items are eliminated on consolidation:

- (1) equity investment of the Company and relevant parts of ownership interests of subsidiaries in the scope of consolidation.
- (2) all significant intercompany transactions and balances between the Company and subsidiaries in the scope of consolidation.

20. Changes in principal accounting policy and accounting estimate, and correction of accounting error

- (1) Change in principal accounting policy  
Nil
- (2) Change in accounting estimate  
Nil
- (3) Correction of accounting error  
Nil





**(三) 稅項：****1. 增值稅**

本公司以當期銷項稅額抵扣符合規定的當期進項稅額後的餘額計繳。銷項稅額按應稅收入的17%計算。

本公司的控股子公司除陝西恒通智能機器有限公司外，其他子公司與本公司均為增值稅一般納稅人，適用17%的增值稅稅率；陝西恒通智能機器有限公司為增值稅小規模納稅人，適用6%的增值稅稅率。

**2. 所得稅**

根據財政部和國家稅務總局聯合下發的財稅字[1994]017號文，公司所得稅適用稅率為15%。

本公司的控股子公司陝西恒通智能機器有限公司、西安交大思源智能電器有限公司、西安賽爾機泵成套設備有限公司、昆明交大昆機自動機器有限公司屬高新技術企業，所得稅適用稅率為15%。

**3. 營業稅**

按應稅收入的3%、5%計繳。

**4. 其他稅項**

按稅法規定計算繳納。

**(3) TAXATION****1. Value Added Tax**

The amount of taxes payable is recorded after deducting input value added tax in the current period from output value added tax in the current period. Output value added tax is calculated at 17% of the revenue.

Except for Shanxi Hengtong Intelligent Machine Company Limited, the other subsidiaries of the Company is regarded as the same value added tax payer as the Company and the applicable tax rate is 17%; Shanxi Hengtong Intelligent Machine Company Limited is a small scale value added tax payer, the applicable tax rate is 6%.

**2. Income Tax**

According to the notice of Cai Shui Zi (1994) No. 017 jointly issued by the Ministry of Finance and the State Administration of Taxation, the applicable income tax rate of the Company is 15%.

Shanxi Hengtong Intelligent Machine Company Limited, Xian Jiaoda Resources Intelligent Machine Company Limited and Xian Ser Turbo Machinery Equipment Company Limited and Winku Machines Company Limited are all high-tech companies. The applicable income tax rate for them is 15%.

**3. Business Tax**

Business tax is calculated and paid at 3% or 5% of operating income.

**4. Other Taxes**

Other tax is calculated and paid according to the Law of Taxation.



## (四) 控股子公司及合營企業

## (4) SUBSIDIARIES AND JOINT VENTURES

單位名稱	註冊地	法定代表人	註冊資本	經營範圍	Unit: '000 Dollar		是否合併
					權益比例(%)	幣種: 人民幣	
Name of subsidiaries and joint-ventures	Place of registration	Statutory representative	Registered capital	Scope of business	直接	間接	Consolidate
					Investment proportion	Indirect	
					Direct	Indirect	
西安賽爾機泵成套設備有限公司 (西安賽爾) Xian Ser Turbo Machinery Company Limited ("Xian Ser")	西安市 Xian City	王尚錦	50,000	機泵成套設備工程、節能鼓風機、壓縮機成套設備、引進設備及其備件的研製改型、自動控制系統工程、數控工程、機電化工設備、儀器儀錶的技術開發、整機生產、銷售。 Design, develop and sales of turbo-machinery	45	-	是 Yes
陝西恒通智能機器有限公司(陝西恒通) Shanxi Hengtong Intelligent Company Limited ("Shanxi Hengtong")	西安市 Xian City	盧秉恒	27,960	機電設備、普通機械、電子產品、電腦軟硬體銷售;電腦網絡工程的技術開發;技術諮詢服務;模具模型的生產、銷售。 Develop and sale of machine manufacturing moulds, machinery, equipment, electronic products, software and hardware	65.34	-	是 Yes
西安交大思源智能電器有限公司(智能電器) Xian Jiaotong University Siyuan Intelligent Electric Apparatus Company Limited	西安市 Xian City	張漢榮	35,000	電器、電力、電子工程及產品的開發、生產、銷售、技術服務。 Develop, apply and integrate hardware and software; Retail, wholesale, purchase on behalf of others and consign electronic products, machinery and electronic machine	78.03	-	是 Yes
昆明交大昆機自動機器有限公司(自動機器) Winko Machines Company Limited	昆明市 Kunming City	秦建中	20,230	計算機軟硬件的開發、應用、系統集成;電子產品、普通機械、電器機械的批發零售、代購代銷。 Develop, manufacture and sale of electronic products, electronic machine and products of electronic power; Provide technology services	96.74	-	是 Yes

單位名稱	註冊地	法定代表人	註冊資本	經營範圍	單位：千元 幣種：人民幣 Unit: '000 Dollar Currency: RMB		是否合併
					權益比例(%)		
					直接	間接	
Name of subsidiaries and joint-ventures	Place of registration	Statutory representative	Registered capital	Scope of business	Investment proportion		Consolidate
					Direct	Indirect	
昆明道斯機床有限公司 Tos Kunming Machine Tools Company Limited	昆明市 Kunming City	ING.Jan RYDL	500萬歐元	開發、設計、生產和銷售自產機床系列產品及配件；開發高科技產品，進行自有技術轉讓、技術服務及技術諮詢；對外機床維修、對外加工。 *** (截止2005年6月30日尚未完成驗資，未開展生產經營) Develop, Design, Manufacture and sale of machine tools and parts; Develop high-technology product; Technical knowhow transfer; Repair and subcontract the machine tool from outsiders *** At 30th June, 2005, the capital verification process has not completed, therefore operation has not commenced	50	-	否 No
長沙賽爾機泵成套設備有限公司(長沙賽爾) Changsha Ser Turbo Machinery Equipment Company Limited ("Changsha Ser")	長沙市 Changsha City	王尚錦	10,000	生產、銷售：離心壓縮機、離心鼓風機、燒結風機及其配件 Design, develop and sales of turbo machinery	-	95	是 Yes
杭州賽爾氣體設備工程有限公司(杭州賽爾) Hangzhou Ser Gas Engineering Company Limited ("Hangzhou Ser")	杭州市 Hangzhou City	田國光	1,200	承包：氣體設備工程、壓縮機、鼓風機、鼓風機成套設備、低溫機械、自動控制系統設備及配件的設計、開發、銷售及技術服務；批發、零售：機電產品、建築材料、五金工具、金屬材料；經營進出口業務；其他無須報經審批的一切合法項目 Design, develop and sales of turbo machinery	-	51	是 Yes
(1) 報告期內，公司財務報表合併範圍未發生重大變化。			(1)	There is no changes in the total subsidiaries which are included in the consolidated financial statements during the period.			
(2) 對持股比例未達50%以上的子公司，已納入合併範圍的原因說明：西安賽爾機泵成套設備有限公司(西安賽爾)，對其擁有實際控制權。			(2)	Reason for including subsidiary which less than 50% shareholding in consolidation: Xian Ser is controlled by the Company substantially.			
(3) 對持股比例達到50%以上的子公司，未納入合併範圍的原因說明：本公司擁有昆明道斯機床有限公司50%的出資額，但是不具備控制權，故不納入合併報表範圍。			(3)	Reason for not including subsidiary which have 50% shareholding in consolidation: Tos Kunming which the Company hold 50% of entire interest but not control by the Company.			

## (五) 合併會計報表附註

## (5) NOTE TO CONSOLIDATED FINANCIAL STATEMENTS

## 1. 貨幣資金

## 1. Bank balances and cash

單位：人民幣元  
Currency: RMB

項目	Items	期末數		期初數	
		外幣金額 As at 30th June, 2006 Foreign currency	人民幣金額 RMB	外幣金額 As at 31st December, 2005 Foreign currency	人民幣金額 RMB
現金：	Cash on hand	-	826,843.43	-	774,069.45
人民幣	RMB	-	617,093.92	-	505,665.89
港幣	HKD	29,532.64	30,400.90	29,934.64	31,146.99
美元	USD	18,747.15	143,737.87	27,847.15	224,751.56
印尼盧比	INR	390,000.00	390.00	390,000.00	320.97
歐元	EURO	3,454.86	35,002.22	1,271.86	12,184.04
土幣	YTL	36	218.52	-	-
銀行存款：	Bank:	-	148,796,270.26	-	154,843,663.83
人民幣	RMB	-	120,820,452.57	-	125,959,318.36
港幣	HKD	24,975,359.84	25,709,635.41	26,969,960.44	28,062,243.84
美元	USD	281,453.2	2,266,182.28	101,859.97	822,101.63
其他貨幣資金：	Other currency:	-	8,749,923.43	-	16,258,338.12
合計	Total	-	<u>158,373,037.12</u>	-	<u>171,876,071.40</u>

其他貨幣資金為信用證及保函保證金

Other currency are letter of credit deposits

## 2. 短期投資

## 2. Short-term investments

## (1) 短期投資分類

## (1) Categories of short-term investments

單位：元      幣種：人民幣  
Unit: Dollar    Currency: RMB

項目	Items	期初數			期末數		
		帳面餘額 As at 31st December, 2005 Book value	跌價準備 Provision for impairment	帳面淨額 Net Book value	帳面餘額 As at 30th June, 2006 Book value	跌價準備 Provision for impairment	帳面淨額 Net Book value
股權投資合計	Total investment	51,000,000.00	38,226,366.15	12,773,633.85	50,000,000.00	35,759,147.65	14,240,852.35
其中：股票投資	Share investment	50,000,000.00	38,097,597.20	11,902,402.80	50,000,000.00	35,759,147.65	14,240,852.35
基金投資	Unit Fund	1,000,000.00	128,768.95	871,231.05			
合計	Total	<u>51,000,000.00</u>	<u>38,226,366.15</u>	<u>12,773,633.85</u>	<u>50,000,000.00</u>	<u>35,759,147.65</u>	<u>14,240,852.35</u>



2004年2月，本公司以自有資金5000萬元委托中富證券有限責任公司（簡稱「中富證券」）進行國債投資，而中富證券以本公司委托的資金購買了股票。「中富證券」屬德隆系證券公司，2004年6月由中國華融資產管理公司（簡稱「華融公司」）接管，經中國證監會批准，2006年1月，首都機場集團公司對中富證券開始重組，期限6個月。截止重組期限屆滿，首都機場集團公司未完成重組預期，重組工作失敗。2006年8月3日北京市高朋天達律師事務所組織成立中富證券行政清理工作小組。截止2006年6月30日，賬戶資產總市值為999萬元。2006年6月30日公司按資產市值沖回已經計提的股票投資跌價準備234萬元。

In February 2004, the Company entered into an agreement with China Fortune Securities ("China Fortune") for the Trusteeship of the management of investment in State Bonds ("the Trusteeship Agreement") pursuant to which the Company entrusted China Fortune to conduct investment on state Bonds with RMB50,000,000 (the "Fund") but China Fortune diverted the Fund to invest in several stock. China Fortune was under the control of 德隆系證券公司 and in June 2004, it was taken over in custody by China Huarong Asset Management Corporation ("China Huarong"). Approved by China Regulatory Commission, in January 2006, Capital Airport Holding Limited ("Capital Airport") started the restructuring process of China Fortune, for the period of 6 months.

After the six months period, Capital Airport unable to complete the restructuring process. On 3rd August, 2006, Beijing Gaopeng Tianda Law Firm to form an Administrative Liquidation Working Group for performing the liquidation process and registration of claim. As at 30th June, 2006, the net book value of the investment approximately of RMB9,990,000. As at 30th June, 2006, according to the fair value of the investment, the Company reversed of impairment loss amounting to RMB2,340,000.

### 3. 應收票據

#### (1) 應收票據分類

種類	Type	單位：元	幣種：人民幣
		Unit: Dollar	Currency: RMB
		期末數	期初數
		At 30th June, 2006	31st December, 2005
銀行承兌匯票	Bank acceptance notes	55,625,685.00	19,057,802.00
合計	Total	<u>55,625,685.00</u>	<u>19,057,802.00</u>

### 3. Bills receivables

#### (1) Bills receivables



## 4. 應收賬款

## (1) 應收賬款帳齡

賬齡	Aged analysis	期末數			期初數		
		賬面餘額 金額 At 30th June, 2006 Book value Amount	比例 Ratio	壞賬準備 Bad debt provision	賬面餘額 金額 At 31st December, 2005 Book value Amount	比例 Ratio	壞賬準備 Bad debt provision
一年以內	Within 1 year	61,569,279.50	47.32	3,660,493.01	68,507,547.34	52.18	2,900,089.10
一至二年	1-2 year	23,956,143.32	18.41	12,039,111.61	32,140,167.61	24.48	14,163,940.76
二至三年	2-3 year	20,900,975.75	16.06	14,186,936.39	11,873,909.73	9.04	10,252,661.79
三年以上	over 3 years	23,689,108.71	18.21	19,096,305.34	18,778,654.39	14.30	17,478,349.22
合計	Total	<u>130,115,507.28</u>	<u>100</u>	<u>48,982,846.35</u>	<u>131,300,279.07</u>	<u>100</u>	<u>44,795,040.87</u>

單位：元 幣種：人民幣  
Unit: Dollar Currency: RMB

## (2) 應收帳款壞帳準備變動情況

## (2) The movement of bad debt provision of account receivables

項目	Items	單位：元 幣種：人民幣 Unit: Dollar Currency: RMB		
		期初餘額 At 1st January, 2006	本期增加數 Increase in the period	期末餘額 At 30th June, 2006
應收帳款壞帳準備	Bad debt provision of account receivables	44,795,040.87	4,187,805.48	48,982,846.35

## (3) 本報告期應收帳款中無持有公司5%(含5%)以上表決權股份的股東單位的欠款

## (3) There is no balance due from shareholders whose shares exceed 5% (including 5%) of the total shares of the Company

## 5. 其他應收款

## (1) 其他應收款帳齡

單位：元 幣種：人民幣  
Unit: Dollar Currency: RMB

賬齡	Aged analysis	期末數			期初數		
		賬面餘額		壞賬準備	賬面餘額		壞賬準備
		金額	比例		金額	比例	
		At 30th June, 2006		At 31st December, 2005			
		Amount	Ratio	Bad debt provision	Amount	Ratio	Bad debt provision
一年以內	Within 1 year	18,336,544.80	66.51	1,318,722.58	24,785,559.15	81.17	1,318,722.58
一至二年	1-2 year	6,347,472.84	23.02	3,520,211.48	1,934,311.49	6.33	875,881.25
二至三年	2-3 year	1,941,405.96	7.04	1,941,405.96	2,867,067.41	9.39	2,867,067.41
三年以上	over 3 years	944,757.72	3.43	944,757.72	948,361.45	3.11	1,667,301.45
合計	Total	<u>27,570,181.32</u>	<u>100</u>	<u>7,725,097.74</u>	<u>30,535,299.50</u>	<u>100</u>	<u>6,728,972.69</u>

## (2) 其他應收款壞賬準備變動情況

## (2) The movement of bad debt provision of other receivables

單位：元 幣種：人民幣  
Unit: Dollar Currency: RMB

項目	Items	期初餘額	本期增加數	期末餘額
		At 1st January, 2006	Increase in the period	At 30th June, 2006
其他應收款壞賬準備	Bad debt provision of other receivables	<u>6,728,972.69</u>	<u>996,125.05</u>	<u>7,725,097.74</u>

(3) 本報告期其他應收帳款中無持有公司5% (含5%) 以上表決權股份的股東單位的欠款。其他應收款前五名債務人欠款總額為3,252,874.34元，佔其他應收款總額的11.80%。

(3) There is no balance due from shareholders whose shares exceed 5% (including 5%) of the total shares of the Company. The total amount of other receivables from the 5 largest debtors is RMB3,252,874.34, constituting 11.80% of the total amount of other receivables.



## 6. 預付帳款

## (1) 預付帳款帳齡

		單位：元 幣種：人民幣 Unit: Dollar Currency: RMB			
賬齡	Aged analysis	期末數		期初數	
		金額 At 30th June, 2006 Amount	比例 Ratio	金額 At 31st December, 2005 Amount	比例 Ratio
一年以內	Within 1 year	25,051,344.20	40.73	20,588,757.92	78.86
一至二年	1-2 year	35,915,962.40	58.39	5,419,311.65	20.76
二至三年	2-3 year	113,006.00	0.18	99,119.78	0.38
三年以上	over 3 years	428,176.46	0.70	-	-
合計	Total	<u>61,508,489.06</u>	<u>100</u>	<u>26,107,189.35</u>	<u>100</u>

(2) 本報告期預付帳款中無持有公司5% (含5%) 以上表決權股份的股東單位的欠款

## (1) Aged analysis of prepayment

(2) There is no balance due from shareholders whose shares exceed 5% (including 5%) of the total shares of the Company

## 7. 存貨

## (1) 存貨分類

		單位：元 幣種：人民幣 Unit: Dollar Currency: RMB			
項目	Items	期末數		期初數	
		賬面餘額 At 30th June, 2006 Amount	跌價準備 Provision for loss on realization	賬面餘額 At 31st December, 2005 Amount	跌價準備 Provision for loss on realization
原材料	Raw material	68,135,581.64	8,866,740.21	51,256,666.00	6,589,220.48
庫存商品	Inventory	6,523,429.97	-	2,005,569.29	-
在產品	Work in progress	148,329,014.75	13,332,036.25	163,602,559.92	12,915,337.99
產成品	Finished goods	94,765,966.10	11,180,530.82	84,455,621.48	11,180,530.82
低值易耗品	Low value consumables	4,260,686.42	82,781.00	3,491,446.34	82,781
物資採購	Material purchased	500,609.88	493,101.78	525,620.78	493,101.78
發出商品	Goods solds	40,080.83	-	426,174.15	-
合計	Total	<u>322,555,369.59</u>	<u>33,955,190.06</u>	<u>305,763,657.96</u>	<u>31,260,972.07</u>

## 8. 待攤費用

租賃費

合計

## 8. Prepaid Expenses

		單位：元 幣種：人民幣 Unit: Dollar Currency: RMB			
類別	Items	期初數	本期增加數	本期攤銷數	期末數
		As at 1st January, 2006	Increase in the period	Amortisation in the period	As at 30th June, 2006
租賃費	Rentals	24,301.00	-	16,426.01	7,874.99
合計	Total	<u>24,301.00</u>	<u>-</u>	<u>16,426.01</u>	<u>7,874.99</u>

## 9. 長期投資

## (1) 長期股權投資分類

單位：元 幣種：人民幣  
Unit: Dollar Currency: RMB

被投資單位名稱 Name of investee	期初數 As at 1st January, 2006	本期權益增減 Change in the current period		派發股利 Dividend paid	本期出售 Disposal	期末數 As at 30th June, 2006
		投資成本 Investment Cost	權益調整 Equity adjustment			
昆明道斯機床有限公司 TOS Kunming Machine Tool Company Limited	23,818,814.75	-	(353,043.86)	-	-	23,465,770.89
雲南省澄江銅材廠 Yunnan Cheng Jiang Copper Products Plant	2,000,000.00	-	-	-	-	2,000,000.00
減：長期投資減值準備 Provision for diminution in value of long-term equity investment	2,000,000.00	-	-	-	-	2,000,000.00
合計 Total	23,818,814.75	-	(353,043.86)	-	-	23,465,770.89

## (2) 股權投資差額

## (2) Difference in long-term equity investment

投資單位 Name of investee	原始金額 Initial investment	期初數 As at 1st January, 2006	本期增加 Increase in the period	本期攤銷 Amortisation in the period	期末數 As at 30th June, 2006	攤銷期限 Amortisation period
西安賽爾機泵成套 設備有限公司 Xian Ser	7,296,277.00	4,377,766.12	-	364,813.86	4,012,952.26	10年
陝西恒通智能 機器有限公司 Shangxi Hengtong	6,849,713.19	4,012,138.75	-	334,277.34	3,677,861.41	10年
合計 Total	14,145,990.19	8,389,904.87	-	699,091.20	7,690,813.67	-

註：由於雲南省澄江銅材廠已喪失持續經營能力，本公司對該項投資全額計提了長期投資減值準備。

Note: Full provision for impairment on long-term investment of Yunnan Cheng Jiang Copper Product Plant was made because the plant has lost of the ability of sustainable operation.

本公司被投資單位執行的會計政策與本公司無重大差異，投資變現及投資收益的匯回無重大限制。

There is no significant difference between the accounting policies used by the investee enterprise and that used by the Company. There is no significant restriction to realization of investment and investment income outflow as foreign currency.



## 10. 固定資產

## 10. Fixed Assets

項目	Category	期初數 At 1st January, 2006	本期增加數 Increase in the period	單位：元 幣種：人民幣 Unit: Dollar Currency: RMB	
				本期減少數 Decrease in the period	期末數 At 30th June, 2006
一、原價合計：	1. Cost	525,962,003.16	13,339,434.82	2,319,137.99	536,982,299.99
其中：房屋及建築物	Buildings,	202,622,602.62	5,181,998.92	282,883.98	207,521,717.56
機器設備	Plant and Machinery	262,677,650.32	6,948,401.44	249,007.12	269,377,044.64
電子設備	Furniture, fixture and equipment	39,211,242.40	232,206.00	548,011.73	38,895,436.67
運輸設備	Motor vehicles	20,186,684.71	976,828.46	1,239,235.16	19,924,278.01
固定資產裝修	Leasehold improvement	1,263,823.11	-	-	1,263,823.11
二、累計折舊合計：	2. Accumulated depreciation	188,265,610.41	12,074,819.19	1,115,627.21	199,224,802.39
其中：房屋及建築物	Buildings	33,193,030.19	4,757,907.55	102,762.34	37,848,175.40
機器設備	Plant and machinery	122,700,510.37	6,266,655.14	158,197.91	128,808,967.60
電子設備	Furniture, fixture and equipment	23,664,781.98	196,148.99	286,703.98	23,574,226.99
運輸設備	Motor vehicles	7,881,311.25	854,107.51	567,962.98	8,167,455.78
固定資產裝修	Leasehold improvement	825,976.62	-	-	825,976.62
三、固定資產淨值合計	3. Net realisable value	337,696,392.75	1,264,615.63	1,203,510.78	337,757,497.60
四、減值準備合計	4. Provision for impairment	6,929,723.60	-	15,638.82	6,914,084.78
其中：房屋及建築物	Buildings	-	-	-	-
機器設備	Plant and Machinery	6,505,966.50	-	15,638.82	6,490,327.68
電子設備	Furniture, fixture and equipment	423,757.10	-	-	423,757.10
運輸設備	Motor vehicle	-	-	-	-
五、固定資產淨額合計	5. Net realisable value	330,766,669.15	1,264,615.63	1,187,871.96	330,843,412.82

## 11. 在建工程

## 11. Construction in progress

項目	Items	單位：元 幣種：人民幣 Unit: Dollar Currency: RMB			單位：元 幣種：人民幣 Unit: Dollar Currency: RMB		
		帳面餘額 At 30th June, 2006	減值準備 Provision	帳面淨額 Net book value	帳面餘額 At 1st January, 2006	減值準備 Provision	帳面淨額 Net book value
在建工程	Construction in progress	53,288,382.34	1,818,489.10	51,469,893.24	48,412,807.24	1,818,489.10	46,594,318.14

## (1) 在建工程項目變動情況

## (1) Change in construction in progress

項目名稱	Construction name	單位：元 幣種：人民幣 Unit: Dollar Currency: RMB				
		期初數 At 1st January, 2006	本期增加 Increase in the period	本期減少 Decrease in the period	轉入固定資產 Transfer to fixed assets	期末數 At 30th June, 2006
九五技改	95 Technical Improvement Projects	50,921.83	-	-	50,921.83	-
思源大廈	Intelligent Buildings	28,024,099.10	435,285.20	-	-	28,459,384.30
其他工程	Others	20,337,786.31	13,812,975.90	3,146,668.43	6,175,095.74	24,828,998.04
合計	Total	48,412,807.24	14,248,261.10	3,146,668.43	6,226,017.57	53,288,382.34



## 12. 無形資產

## (1) 無形資產變動情況

## 12. Intangible Assets

## (1) Movement of Intangible Assets

項目名稱	購入方式	原始金額	年初餘額	增加數	單位：元 幣種：人民幣 Unit: Dollar Currency: RMB		剩餘攤銷期
					攤銷數	年末餘額	
Items	Acquired method	Original Cost	At 1st January, 2006	Increase in the period	Amortisation in the period	At 30th June, 2006	Remaining amortisation period
商譽(1) Goodwill (Note 1)	購入業務 Acquisition of business	5,638,632.00	3,383,179.48	-	253,738.44	3,129,441.04	5.5
商譽(2) Goodwill (Note 2)	購入業務 Acquisition of business	3,720,569.00	2,232,341.41	-	148,822.62	2,083,518.79	5.5
全可控渦專有技術 The all over controlled vortex technology	購入業務 Acquisition of business	11,630,000.00	6,977,999.84	-	421,821.64	6,556,178.20	5.5
快速成型專有技術 Technical know-how of fast moulding	購入業務 Acquisition of business	14,730,000.00	8,837,999.50	-	736,500.00	8,101,499.50	5.5
智能專有技術 Intelligent know-how		9,044,400.00	5,426,640.02	-	406,998.00	5,019,642.02	5.5
繡花機專有技術 Technical know-how of embroidery machine		4,039,667.00	2,401,006.42	-	200,647.64	2,200,358.78	6.25
土地使用權 Land and use right	注入 Contributed	30,141,860.00	25,892,085.06	-	301,701.32	25,590,383.74	42.45
職工住房使用權 Usage right to staff quarter	購入業務 Acquisition of business	4,485,988.00	3,551,407.97	-	46,729.02	3,504,678.95	37.5
財務軟件 Financial software	購入業務 Acquisition of business	1,227,258.23	921,957.56	97,560.00	17,718.30	1,001,799.26	6.08
公司網站技術開發費 Company website development expenses	購入業務 Acquisition of business	38,000.00	13,933.46	-	3,799.98	10,133.48	6.08
生產管理軟件 Products technical improvement software	購入業務 Acquisition of business	1,753,662.85	1,215,451.98	-	152,383.27	1,063,068.71	3
小計 Sub-total		86,450,037.08	60,854,002.70	97,560.00	2,690,860.23	58,260,702.47	-
減：減值準備 Less: provision on intangible assets							
商譽(1) Goodwill (Note 1)		-	676,635.90	-	-	676,635.90	-
商譽(2) Goodwill (Note 2)		-	692,025.92	-	-	692,025.92	-
智能專有技術 Intelligent know-how		-	2,713,320.01	-	-	2,713,320.01	-
繡花機專有技術 Technical know-how of embroidery machine		-	1,861,275.81	-	-	1,861,275.81	-
小計 Sub-total		-	5,943,257.64	-	-	5,943,257.64	-
無形資產淨值 Net realizable value		86,450,037.08	54,910,745.06	97,560.00	2,690,860.23	52,317,444.83	-

附註：

- (1) 上述商譽指：2001年12月，本公司實施資產重組時向西安交大產業集團購買智能電器事業部、自動機器事業部實際交易價與帳面價值的差額。公司2002年度以該兩個事業部資產和上述相關商譽投資分別設立了西安交大思源智能電器有限公司、昆明交大昆機自動機器有限公司，該兩項商譽按10年攤銷。
- (2) 上述專有技術指：2001年12月，本公司實施資產重組時向西安交大產業集團購買的專有技術。2002年度本公司以其中「智能專有技術」「繡花機專有技術」投資分別設立了西安交大思源智能電器有限公司、昆明交大昆機自動機器有限公司。2003年度本公司以「快速成型專有技術」對陝西恒通智能機器有限公司增資。
- (3) 土地使用權期初數為雲南省人民政府以股本的形式注入和子公司長沙賽爾新購入的土地。

### 13. 短期借款

項目	Items	單位：元	幣種：人民幣
		Unit: Dollar	Currency: RMB
		期末數	期初數
		At 30th June, 2006	At 1st January, 2006
抵押借款	Secured loans	40,000,000.00	34,000,000.00
信用借款	Credit loans		26,000,000.00
合計	Total	<u>40,000,000.00</u>	<u>60,000,000.00</u>

### 14. 應付帳款：

截止2006年6月30日、2005年12月31日應付帳款餘額分別為106,631,714.39元、100,037,194.40元。應付帳款中無持有本公司5%（含5%）以上股份的股東單位款項

Note:

- (1) Goodwill is made for the difference between the transaction price and the book value when Xian Jiaotong University Industrial Group acquired two subsidiaries from Intelligent Electronic Machine and Automatic Machine, in December 2001 during the course of the assets restructuring. The company made the investment of the assets in the two subsidiaries and relevant goodwill stated above and established Xian Jiaotong University Siyuan Intelligent Electric Apparatus Company Limited and Winko Machines Company Limited in this year. These two items of goodwill are amortised over 10 years.
- (2) Technical know-how is that the Company acquired from Xian Jiaotong University Industrial Group in December 2001 during the course of the assets restructuring. The Company made the investment of "Intelligent Technical Know-how" and "Embroidery Machine Technical Know-how" and established Xian Jiaotong University Siyuan Intelligent Electric Apparatus Company Limited and Winko Machines Company Limited. In 2003, the capital injection of the Company in Shaxi Hengtong was based on the carrying value of "Fast Moulding Technical Know-how".
- (3) Land use right was contributed by Yunnan Government as capital. The addition for current period was due to the purchase of land for Changsha Ser.

### 13. Short-term loans

### 14. Accounts payables

As at 30th June, 2006 and at 31st December, 2005, the balance of account payables amounts to RMB106,631,714.39 and RMB100,037,194.40 respectively. The balance of account payables contain no amount due to shareholders whose shares exceeds 5% (including 5%) of total shares of the Company.



## 15. 預收帳款：

截止 2006 年 6 月 30 日、2005 年 12 月 31 日預收帳款餘額分別為 237,031,012.24 元、196,375,494.03 元。預收帳款中無持有本公司 5% (含 5%) 以上股份的股東單位款項

## 16. 應付工資：

截止 2006 年 6 月 30 日、2006 年 12 月 31 日應付工資餘額分別 1,849,271.28 元、3,574,234.94 元，系欠發的職工工資。

## 17. 應交稅金：

## 15. Advances from customers

As at 30th June, 2006, and at 31st December, 2005, the balance of advance from customers amounts to RMB237,031,012.24 and RMB196,375,494.03 respectively. The balance of advance from customers contain no amount due to shareholders whose shares exceeds 5% (including 5%) of total shares of the Company.

## 16. Accrued salary

As at 30th June, 2006 and at 31st December, 2005 the balance of accrued salary totals up to RMB1,849,271.28 and RMB3,574,734.94 respectively.

## 17. Taxes Payables

單位：元 幣種：人民幣  
Unit: Dollar Currency: RMB

期末數 期初數

At 30th June, 2006 At 1st January, 2006

項目	Items	At 30th June, 2006	At 1st January, 2006
增值稅	Value added tax	9,527,283.19	14,647,753.61
營業稅	Business tax	92,153.15	272,831.85
所得稅	Income tax	2,435,118.13	5,730,376.03
個人所得稅	Personal income tax	320,466.94	384,162.26
城建稅	City construction tax	(82,706.76)	196,105.13
其他	Others	22,408.63	21,885.07
土地增值稅	Land appreciation tax	8,984,000	8,984,000
合計	Total	21,298,723.28	30,237,113.95

## 18. 其他應交款：

## 18. Others payables

單位：元 幣種：人民幣  
Unit: Dollar Currency: RMB

期末數 期初數

At 30th June, 2006 At 1st January, 2006

項目	Items	At 30th June, 2006	At 1st January, 2006
教育費附加	Additional educational fee	38,491.83	178,833.24
防洪基金	Flood-controlling funds	(2,681.60)	16,302.78
住房公積金	Housing funds	652,971.40	568,537.40
合計	Total	688,781.63	763,673.42



## 19. 預提費用：

## 19. Accrued expenses

項目	Items	單位：元 Unit: Dollar		幣種：人民幣 Currency: RMB
		期末數 At 30th June, 2006	期初數 At 1st January, 2006	結存原因 Reason
預提房租費	Accrued rental	74,516.28	74,516.28	
預提審計費	Accrued audit fee	1,822,915.45	1,272,915.45	
預提水電費	Accrued water and electricity fee	94,781.72	94,781.72	
預提諮詢費、 律師費等	Accrued consulting fee, legal fee etc	915,175.40	120,000.00	
合計	Total	<u>2,907,388.85</u>	<u>1,562,213.45</u>	/

## 20. 一年到期的長期負債：

## 20. Long-term loans due within one year

種類	Items	單位：元 Unit: Dollar		幣種：人民幣 Currency: RMB
		期末數 本幣金額 At 30th June, 2006	期初數 本幣金額 At 1st January, 2006	
一年內到期的 應付融資租賃款	Obligation under finance lease due within 1 year	342,168.90	342,168.90	
合計	Total	<u>342,168.90</u>	<u>342,168.90</u>	

## 21. 長期借款

## 21. Long-term loans

項目	Items	單位：元 Unit: Dollar		幣種：人民幣 Currency: RMB
		期末數 At 30th June, 2006	期初數 At 1st January, 2006	
信用借款	Credit loan	40,000,000	40,000,000	
合計	Total	<u>40,000,000</u>	<u>40,000,000</u>	





## 22. 長期應付款：

## 22. Long-term payable

種類	Category	期間	單位：元 幣種：人民幣 Unit: Dollar Currency: RMB				
			初始金額 Original amount	期初餘額 At 1st January, 2006	本期增加 Increase in the Period	本期減少 Decrease in the period	期末餘額 At 30th June, 2006
應付融資租賃款	Obligation under finance lease	20年 20 years	6,843,378.00	5,474,702.40	-	-	5,474,702.40
減：未確認融資費用	Less: future finance charge		2,579,197.00	2,063,357.80	-	64,479.90	1,998,877.90
減：一年內到期的 應付融資租賃款	Less: amount due for settlement within one year		-	342,168.90	-	-	342,168.90
小計	Sub-total		4,264,181.00	3,069,175.70	-	(64,479.90)	3,133,655.60
加：陝西省財政廳基建撥款	Add: infrastructure construction appropriation from the office of Finance of Shanxi Province		-	200,000.00	-	-	200,000.00
加：智能化電器技術與設備技術產業化示範工程撥款	Add: appropriation for intelligent electronic machine industrialization exemplary projects technology and equipment technology		-	7,000,000.00	-	-	7,000,000.00
合計	Total		4,264,181.00	10,269,175.70	-	(64,479.90)	10,333,655.60

註：智能化電器技術與設備技術產業化示範工程撥款系指根據國家發展計劃委員會《關於西安交大思源智能電器有限公司「智能化電器技術與設備技術產業化示範工程」建設項目可行性研究報告的批復》（會計高技（2000）1883號文），對該工程所撥的款項。

Appropriation for intelligent machine technology and equipment technology industrialization exemplary projects represents appropriation for the project based on Approval of Feasibility of Intelligent Electronic Machine Technology and Equipment Technology Industrialization Exemplary Project signed by the State Development Plan Committee (Kuai Qi, Gao Ji (200) No. 1883).

## 23. 股本

## 23. Share Capital

項目	Items	期初數 At 1st January, 2006	本期增加 Increase in the period	本期減少 Decrease in the period	期末數 At 30th June, 2006
一、未上市流通股份	1. Non-trading Shares	120,007,400.00			120,007,400.00
發起人股份	Promoters Shares	31,345,554.00			31,345,554.00
其中：國家持有股份	Including: State-owened Shares	31,345,554.00			31,345,554.00
募集法人股	Legal Person Share	88,661,846.00			88,661,846.00
二、已上市流通股份	2. Trading Shares	125,000,000.00			125,000,000.00
其中：人民幣普通股	Including: A Shares	60,000,000.00			60,000,000.00
境外上市外資股	H Shares	65,000,000.00			65,000,000.00
三、股份總數	3. Total Shares	245,007,400.00			245,007,400.00



## 24. 資本公積

## 24. Capital Revenue

項目	Items	期末數 At 30th June, 2006	期初數 At 1st January, 2006
股本溢價	Share premium	293,744,338.00	293,744,338.00
資產評估增值	Revaluation Surplus	11,536,142.12	11,536,142.12
股權投資準備	Provision for equity investment	8,902,371.51	8,902,371.51
捐贈	Donation	10,800.00	10,800.00
合計	Total	<u>314,193,651.63</u>	<u>314,193,651.63</u>

## 25. 盈餘公積：

## 25. Surplus Reserve

項目	Items	單位：元 幣種：人民幣 Unit: Dollar Currency: RMB			
		期初數 At 1st January, 2006	本期增加 Increase in the period	本期減少 Decrease in the period	期末數 At 30th June, 2006
法定盈餘公積	Statutory Surplus reserve	16,812,657.84	-	-	16,812,657.84

## 26. 未分配利潤：

## 26. Unappropriated profit

項目 items	單位：元 幣種：人民幣 Unit: Dollar Currency: RMB		
	期末數 At 30th June, 2006		
淨利潤	Retained profit at the beginning of the period	21,000,546.18	
加：年初未分配利潤	Add: Net profit this period	(44,019,471.32)	
其他轉入	Other transfer		
減：提取法定盈餘公積	Less: Statutory surplus reserve		
提取法定公益金	Statutory public reserve		
未分配利潤	Retained profit at the period end	(23,018,925.14)	

## 27. 主營業務收入及主營業務成本

## 27. Principal Operation Income and Cost

產品名稱	Items	單位：元 幣種：人民幣 Unit: Dollar Currency: RMB			
		本期數		上年同期數	
		營業收入 At 30th June, 2006	營業成本 Cost	營業收入 At 31st December, 2005	營業成本 Cost
產品銷售及 加工費收入	Sale of product and processing service fees	<u>355,489,784.98</u>	<u>264,395,578.24</u>	<u>311,419,690.40</u>	<u>180,338,899.22</u>

註：本公司2006年半年度向前五名客戶銷售收入總額為47,078,733.35元，佔全部銷售收入的比例為13.24%。

Note: Total sales of the 5 largest customers total up to RMB47,078,733.35 which constitutes 13.24% of the total sales of the Company



## 28. 財務費用

## 28. Finance Expenses

項目	Items	單位：元 Unit: Dollar		幣種：人民幣 Currency: RMB	
		本期數 At 30th June, 2006	上年同期數 At 30th June, 2005	本期數 At 30th June, 2006	上年同期數 At 30th June, 2005
利息支出	Interest expenses	1,754,918.38	3,532,095.24		
減：利息收入	Less: interest income	615,420.95	794,502.41		
匯兌損失	Exchange loss	1,337,311.23	-		
減：匯兌收益	Add: Exchange gain	-	41,430.88		
其他	Others	204,325.46	128,407.68		
合計	Total	<u>2,681,134.12</u>	<u>2,824,569.63</u>		

## 29. 投資收益

## 29. Investment Income

項目	Items	單位：元 Unit: Dollar		幣種：人民幣 Currency: RMB	
		本期數 At 30th June, 2006	上年同期數 At 30th June, 2005	本期數 At 30th June, 2006	上年同期數 At 30th June, 2005
股權投資收益	Equity investment income	(331,499.01)	-		
攤銷差額	Amortisation of equity investment difference	(699,091.20)	(699,091.20)		
跌價準備轉回	Provision for diminution in value of short-term investment	2,467,218.5	(1,472,946.53)		
短期投資收益	Income from short-term investment	105,747.07	-		
合計	Total	<u>1,542,375.36</u>	<u>(2,172,037.73)</u>		

## 30. 營業外收入：

## 30. Non-operating Income

項目	Items	單位：元 Unit: Dollar		幣種：人民幣 Currency: RMB	
		本期數 At 30th June, 2006	上年同期數 At 30th June, 2005	本期數 At 30th June, 2006	上年同期數 At 30th June, 2005
處置固定資產收益	Gain on disposal of fixed assets	287,373.54	64,816.59		
培訓收入	Income form provision of training	1,800.00	3,065.00		
其他	Others	177,462.00	118,780.00		
合計	Total	<u>466,635.54</u>	<u>186,661.59</u>		



## 31. 營業外支出：

## 31. Non-operation Expenses

項目	Items	單位：元 幣種：人民幣 Unit: Dollar Currency: RMB	
		本期數 At 30th June, 2006	上年同期數 At 30th June, 2005
處置固定資產損失	Loss on disposal of fixed assets	333,983.71	—
捐贈支出	Donation	11,300.00	5,000.00
罰款	Penalties	10,868.46	908.34
救濟金	Contribution expenses	3,540.00	—
其他	Others	27,955.81	24,827.10
合計	Total	<u>387,647.98</u>	<u>30,735.44</u>

## 32. 所得稅：

## 32. Income Taxes

項目	Items	單位：元 幣種：人民幣 Unit: Dollar Currency: RMB	
		本期數 At 30th June, 2006	上年同期數 At 30th June, 2005
所得稅	Income taxes	<u>3,087,748.15</u>	<u>4,190,622.12</u>

## 33. 現金及現金等價物

## 33. Cash and Cash equivalent

項目	Items	單位：元 幣種：人民幣 Unit: Dollar Currency: RMB			
		期末數		期初數	
		合併數 At 30th June, 2006	母公司數 Amount for the Company	合併數 At 1st January, 2006	母公司數 Amount for the Company
貨幣資金	Cash	158,373,037.12	109,997,200.59	171,876,071.40	116,260,474.57
減：銀行定期存款	Less: Time deposits	21,617,400.00	21,617,400.00	—	—
減：其他貨幣資金	Less: Other currency investments	—	—	14,149,464.78	4,149,464.78
現金及現金等價物	Cash and cash equivalent	<u>136,755,637.12</u>	<u>88,379,800.59</u>	<u>157,726,606.62</u>	<u>112,111,009.79</u>

## 34. 非經常性項目列示

## 34. Non-recurring items

單位：元 幣種：人民幣  
Unit: Dollar Currency: RMB

非經常性損益項目	Non-recurring items	金額 Amount
各種形式的政府補貼	Government grants	444,154.69
扣除公司日常根據企業會計制度規定計提的資產減值準備後的其他各項營業外收入、支出	Non-operating income, expenses after deducting the provision for impairment loss of assets	78,987.56
以前年度已經計提各項減值準備的轉回	Written back on various provision for diminution in previous year	2,467,218.50
所得稅影響數	Negative impact from profit tax	(78,471.34)
合計	Total	2,911,889.41

## (六) 母公司會計報表附註(單位：人民幣元)

## (6) NOTES TO THE FINANCIAL STATEMENTS OF THE COMPANY (UNIT: RMB)

## 1. 應收賬款

## 1. Account Receivables

賬齡	Aged analysis	2006.6.30			2005.12.31		
		金額	比例(%)	壞帳準備	金額	比例(%)	壞帳準備
		At 30th June, 2006			At 31st December, 2005		
		Amount	Proportion	Provision on Bad debt	Amount	Proportion	Provision on Bad debt
1年以內	Within 1 year	39,742,647.88	56.23	1,987,132.39	35,191,194.61	53.36	1,226,728.48
1-2年	1 - 2 years	5,427,609.74	7.68	2,713,804.37	9,986,367.03	15.14	4,838,633.52
2-3年	2 - 3 years	9,418,853.85	13.33	9,418,853.85	5,484,579.25	8.32	5,484,579.25
3年以上	over 3 years	16,084,935.87	22.76	16,084,935.87	15,283,649.76	23.18	14,656,414.59
合計	Total	70,674,047.34	100.00	30,204,726.48	65,945,790.65	100.00	26,206,355.84

註：應收賬款中無應收持有本公司5% (含5%) 以上股份的股東單位欠款。

Note: No balance due from Shareholders with Shares exceed 5% (including 5%) of the total shares of the Company.

## 2. 其他應收款

## 2. Other Receivables

賬齡	Aged analysis	2006.6.30			2005.12.31		
		金額	比例(%)	壞帳準備	金額	比例(%)	壞帳準備
		At 30th June, 2006			At 31st December, 2005		
		Amount	Proportion	Provision on Bad debt	Amount	Proportion	Provision on Bad debt
1年以內	Within 1 year	15,626,933.44	56.90	517,484.94	26,440,698.78	98.44	517,484.94
1-2年	1 - 2 years	11,540,176.22	42.01	154,364.90	308,729.80	1.15	154,364.90
2-3年	2 - 3 years	27,039.60	0.10	9,396.75	9,396.75	0.04	9,396.75
3年以上	over 3 years	271,507.70	0.99	99,961.60	99,961.60	0.37	99,961.60
合計	Total	27,465,656.96	100.00	781,208.19	26,858,786.93	100.00	781,208.19

註：其他應收款中無應收持有本公司5% (含5%) 以上股份的股東單位欠款。

Note: No balance due from shareholders with Shares exceed 5% (including 5%) of the total shares of the Company



## 3. 長期股權投資

## (1) 被投資單位概況

投資單位		初始投資成本 Original cost	投資比例 Investment proportions	投資期限 Investment period	核算方法 Accounting method
西安賽爾機泵成套設備有限公司	Xian Ser Turbo Machine Company Limited	22,500,000	45.00%	無 N/A	權益法 Equity method
陝西恒通智能機器有限公司	Shannxi Hengtong Intelligent Machine Company Limited	23,838,606	65.34%	無 N/A	權益法 Equity method
西安交大思源智能電器有限公司	Xian Jiatony University Siyuan Intelligent Electric Apparatus Company Limited	27,310,000	78.03%	無 N/A	權益法 Equity method
昆明交大昆機自動機器有限公司	Winko Machine Company Limited	19,570,000	96.74%	無 N/A	權益法 Equity method
昆明道斯機床有限公司	Tos Kunming Machine Tool Company Limited	24,739,534	50.00%	20年	權益法 Equity method
雲南省澄江銅材廠	Yunnan Cheng Jiang Copper Products Plants	2,000,000	40.00%	20 years	成本法 Cost method

註：本報告期內，昆明交大昆機自動機器有限公司股東自然人竇國平將其持有的1.24%的權益無償轉讓給本公司。

## 3. Long-term Equity Investment

## (1) General of investee Enterprises

During the reporting Period, the Shareholder of Winko Machine Company Limited transferred his entire share of 1.24% to the Company without any cash remuneration.

## (2) 長期股權投資增減變動情況

## (2) Changes in Long-terms Equity Investment

被投資單位名稱	Name of invests	期初數 At 1st January, 2006	本期權益增減			本期出售 Disposal	期末數 At 30th June, 2006
			投資成本 Investment cost	權益調整 adjusted equity	派發股利 Dividend paid		
西安賽爾機泵成套設備有限公司	Xian Ser Turbo Machine Company Limited	34,566,593.19	-	3,446,176.10	-	-	38,012,769.29
陝西恒通智能機器有限公司	Shannxi Hengtong Intelligent Machine Company Limited	15,943,281.39	-	(775,693.92)	-	-	15,167,587.47
西安交大思源智能電器有限公司	Xian Jiatony University Siyuan Intelligent Electric Apparatus Company Limited	21,881,238.96	-	86,192.19	-	-	21,967,431.15
昆明交大昆機自動機器有限公司	Winko Machine Company Limited	1,664,956.17	-	(2,537,118.54)	-	-	(872,162.37)
昆明道斯機床有限公司	Tos Kunming Machine Tool Company Limited	23,818,814.75	-	(353,043.86)	-	-	23,465,770.89
雲南省澄江銅材廠	Yunnan Cheng Jiang Copper Products Plants	2,000,000.00	-	-	-	-	2,000,000.00
減：長期投資減值準備	Less: provision on impairment loss on long-term investment	2,000,000.00	-	-	-	-	2,000,000.00
合計	Total	97,874,884.46	-	(133,488.03)	-	-	97,741,396.43



## (3) 股權投資差額

## (3) Equity Investment Difference

投資單位	Name of invested	原始金額 Original cost	期初數 As 1st January, 2006	本期增加 Increase in the period	本期攤銷 Amortization in the period	期末數 At 30th June, 2006	攤銷期限 Amortization period
西安賽爾機泵成套設備有限公司	Xian Ser Turbo Machinery Company Limited	7,296,277.00	4,377,766.12	-	364,813.86	4,012,952.26	10年 10 years
陝西恒通智能機器有限公司	Shannxi Hengtong Intelligent Machine Company Limited	6,849,713.19	4,012,138.75	-	334,277.34	3,677,861.41	10年 10 years
合計	Total	14,145,990.19	8,389,904.87	-	699,091.20	7,690,813.67	

註：

Notes:

(1) 由於雲南省澄江銅材廠已喪失持續經營能力，本公司對該項投資全額計提了長期投資減值準備。

(1) As Yunnan Cheng Jiang Copper Products Plant cease to be a going concern entity, the Company made the full amount of provision on impairment loss on long-term investment.

(2) 本公司被投資單位執行的會計政策與本公司無重大差異，投資變現及投資收益的匯回無重大限制。

(2) There is no significant difference between the accounting policies used by investee enterprises and that used by the Company. There is no significant restrictions to investment realization and investment gain inflow.

## 4. 主營業務收入及成本

## 4. Principal operating revenue and cost

項目	Items	本期數		上年同期數	
		主營業務收入 At 30th June, 2006 Revenue	主營業務成本 Cost	主營業務收入 At 30th June, 2005 Revenue	主營業務成本 Cost
機床產品銷售 加工服務	Machine tool and machine process service	254,519,183.29	189,327,028.58	180,338,899.22	135,310,959.09

## 5. 投資收益

## 5. Investment Income

		單位：元 Unit: Dollar		幣種：人民幣 Currency: RMB	
		本期數 At 30th June, 2006	上年同期數 At 30th June, 2005	本期數 At 30th June, 2006	上年同期數 At 30th June, 2005
短期投資跌價準備	Provision for diminution in value of short-term investment		2,467,218.50		(1,423,613.51)
對子公司投資收益	Income from investment in equity		(133,488.03)		1,459,327.13
攤銷差額	Amortization of equity investment difference		(699,091.20)		(699,091.20)
短期投資收益	Income from short-term investment		105,747.07		-
合計	Total		1,740,386.34		(663,377.58)





## (七) 關聯方及關聯交易

## (7) RELATED PARTY RELATIONSHIP AND TRANSACTIONS

## 1. 存在控制關係關聯方的基本情況

## (1) 存在控制的關聯方

關聯方名稱	註冊地址	主營業務	與本公司關係	經濟性質	法人代表
Name	Place of Registration	Scope of Business	Relationship with the Company	Economic Nature	Legal Representative
西安交通大學產業集團 (總)公司(交大產業)	西安市	法律法規禁止的、不得經營、應經審批的、未獲審批前不得經營； 法律法規未規定審批的、企業自主選擇經營項目，開展經營活動。	控股股東	國有獨資公司	席西民
Xian Jiaotong University Industrial (Group) Incorporation ("Jiaotong Group")	Xian City	Legally prohibited, not allowed to operate, should be approved, not allowed to operate before approval, not required to be legally approved, business which company is free to select, start the business activities	Substantial Shareholders	State-owned	Xi You Min
西安賽爾機泵成套設備有限公司(西安賽爾)	西安市	機泵成套設備工程、詳能鼓風機、壓縮機成套設備、引進設備及其備件的研製改型、自動控制系工程、數控工程、機電化工設備、儀器儀錶的技術開發、整機生產、銷售。	控股子公司	有限責任公司	王尚錦
Xian Ser Turbo Machinery Company Limited ("Xian Ser")	Xian city	Design, develop and sales of turbo-machinery, detail-controlling system, computerised-system	substantial	Limited reliability	Wang Shangjin
陝西恒通智能機器有限公司 (陝西恒通)	西安市	機電設備、普通機械、電子產品、電腦軟硬體銷售；電腦網絡工程的技術開發；技術諮詢服務；模具模型的生產、銷售。	控股子公司	有限責任公司	盧秉恒
Shannxi Hengtong Intelligent Machine Company Limited ("Shannxi Hengtong")	Xian city	Develop and sale of manufacturing moulds, machinery, equipment, electronic products, software and hardware	substantial	Limited reliability	Lu Bingheng
西安交大思源智能電器有限公司	西安市	電器、電力、電子工程及產品的開發、生產、銷售、技術服務	控股子公司	有限責任公司	張漢榮
Xian Jiaotong University Siyuan Intelligent Electric Apparatus Company Limited	Xian city	Develop, manufacture and sales of electronic products, electronic machinery and products of electronic power; provide technology services	substantial	Limited reliability	Zhang Hanrong
昆明交大昆機自動機器有限公司	昆明市	計算機軟硬件的開發、應用、系統集成； 電子產品、普通機械、電器機械的批發零售、代購代銷。	控股子公司	有限責任公司	秦建中
Winko Machines Company Limited	Kunming	Develop, apply and integrate hardware and software; retail, wholesale, purchase on behalf of others and consign electronic products, machinery and electronic machinery	substantial	Limited reliability	

## (2) 控制關係的關聯方的註冊資本及其變化

## (2) Registered capital of related parties with controlling relationship

企業名稱	Name	期初數 As at 1st January, 2006	本期增加 Addition in the period	本期減少 Reduction in the period	單位: 元	幣種: 人民幣
					Unit: Dollar	Currency: RMB
					期末數 As at 30th June, 2006	
西安交通大學產業 (集團)總公司 (交大產業)	Xian Jiaotong University Industrial (Group) Incorporation ("Jiaotong Group")	30,000,000.00	-	-	30,000,000.00	
西安賽爾機泵成套 設備有限公司 (西安賽爾)	Xian Ser Turbo Machinery Company Limited ("Xian Ser")	50,000,000.00	-	-	50,000,000.00	
陝西恒通智慧型 機器有限公司 (陝西恒通)	Shannxi Hengtong Intelligent Machine Company Limited ("Shannxi Hengtong")	27,960,000.00	-	-	27,960,000.00	
西安交大思源智能 電器有限公司	Xian Jiaotong University Siyuan Intelligent Electric Apparatus Company Limited	35,000,000.00	-	-	35,000,000.00	
昆明交大昆機自動 機器有限公司	Winko Machines Company Limited	20,230,000.00	-	-	20,230,000.00	

## (3) 存在控制關係的關聯方所持股份或權益及其變化

## (3) Shares of Equity held by Related Party with controlling relationship

企業名稱	Name	期初數		本期增加	本期減少	期末數	
		金額	比例(%)			金額	比例(%)
		At 1st January, 2006		Increase this period	Decrease this period	At 30th June, 2006	
交大產業	Jiaotong Group	71,052,146.00	29.00	-	-	71,052,146.00	29.00
西安賽爾機泵成套 設備有限公司	Xian Ser Turbo Machinery Company Limited	22,500,000.00	45.00	-	-	22,500,000.00	45.00
陝西恒通智能機器 有限公司	Shanxi Hengtong Intelligent Machine Company Limited	18,270,000.00	65.34	-	-	18,270,000.00	65.34
西安交大思源智能 電器有限公司	Xian Jiaotong University Siyuan Intelligent Electric Apparatus Company Limited	27,310,000.00	78.03	-	-	27,310,000.00	78.03
昆明交大昆機自動 機器有限公司	Winko Machines Company Limited	19,320,000.00	95.50	250,000.00	-	19,570,000.00	96.74



## 2. 不存在控制關係關聯方的基本情況

關聯方名稱  
Name

昆機集團公司  
Kunji Group Company  
雲南省人民政府  
Yunnan Government  
昆明道斯機床有限公司(昆明道斯)  
TOS Kunming Machine Tool Company Limited  
交大紅帆科技股份有限公司(交大紅帆)  
Jiaoda Hongfan High-Tech Company Limited  
西安交通大學周邊辦  
Xian Jiatong University (周邊辦)

## 2. Related Parties with Non-controlling relationship

關聯方與本公司關係  
Relationship with the Company

第二大股東委托管理股權  
Second-largest shareholders designated to manage equity  
發起人股東  
Promoter's shareholders  
合營公司  
Jointly Controlled entity  
第一大股東之子公司  
Subsidiary of substantial shareholder of the Company  
實際控制人  
Subsidiary of substantial shareholder of the Company

## 3. 關聯交易情況

## (1) 購買商品、接受勞務的關聯交易

單位：元

## 3. Related Party Transaction

## (1) Purchase of goods and receipt of services

幣種：人民幣  
Unit: Dollar Currency: RMB

關聯方 Related Party	關聯交易內容 Transaction Events	關聯交易定價原則 Determination of price for related party transaction	本期數 金額 Amount
昆機集團公司 Kunji Group Company	支付綜合服務費 General expenses	市場價格 Market price	553,422.57
昆機集團公司 Kunji Group Company	支付物管費 Administration charge	市場價格 Market price	46,829.30
昆機集團公司 Kunji Group Company	支付收視費 Advertisement expenses	市場價格 Market price	41,600.00
交大紅帆 Jiaoda Hongfan	採購貨物 Purchase of Goods	市場價格 Market price	663,645.00
昆明道斯 TOS Kunming	採購貨物 Purchase of Goods	市場價格 Market price	7,431,624.00
西安交通大學 Xian Jiatong University	購買產品技術 Purchase of Technology	市場價格 Market price	70,000.00

## (2) 銷售商品、提供勞務的關聯交易

## (2) Sales of goods and provision of services

單位：元 幣種：人民幣  
Unit: Dollar Currency: RMB

關聯方 Related Party	關聯交易內容 Transaction Events	關聯交易定價原則 Determination of price for related party transaction	本期數 金額 Amount
昆明道斯 TOS Kunming Machine Tool Company Limited	銷售貨物 Sales of Goods	市場價格 Market price	749,439.63



## (3) 關聯租賃情況

2004年4月18日第四屆董事會第十六次會議審議通過了從2004年1月1日起停止執行本公司與昆明昆機集團公司2002年2月10日簽訂的《房屋租賃補充合同》和《土地使用權租賃補充合同》，繼續執行2001年簽訂的《房屋租賃補充合同》和《土地使用權租賃補充合同》。根據第四屆董事會第二十六次會議決議，本公司於2005年8月17日與昆明昆機集團有限公司簽訂《〈房屋租賃合同〉之租金調整協議》和《〈土地使用權租賃合同〉之租金調整協議》：昆明昆機集團有限公司經雲南省人民政府授權，承繼雲南省人民政府2001年11月12日與本公司簽署的《土地使用權租賃合同》和《房屋租賃合同》中的權利義務，2005-2007年的房屋、土地租金分別調整為每年850,080.00元、1,320,000.00元。

上述合同所涉及資產為2001年本公司資產重組時租回已出售給雲南省人民政府的部分房屋、土地使用權。

2006年半年度房屋、土地租金分別為425,040.00元、660,000.00元。

## (4) 其他關聯交易

本公司與交大產業集團公司及其控制的其他公司進行交易，情況如下（單位：元 幣種：人民幣）：

關聯方 Related Parties Name	交易事項 Transaction Event	本期發生額 balance as at 30th June, 2006
西安交大 Xian Jiaoda	賽爾機泵支付條件佔用費 License fee for operating services in University buildings paid by Xian Ser	133,878.00
西安交大 Xian Jiaoda	賽爾機泵支付水電費 Water and electricity paid by Xian Ser	276,322.40
西安交大 Xian Jiaoda	思源智能支付水電費 Water and electricity fee paid by Intelligent	44,972.46

## (3) Leases

The 16th meeting of the 4th Board of Directors held on 18th April, 2004 approved that starting from 1st January, 2004 onwards, the Company would cease to implement "The Supplementary Premise Rental Agreement" and "The Supplementary Land Use Rental Agreement" signed on 10th February, 2002 between the Company and Kunji Group Company and would continue to use the respective agreements signed in 2001. According to the resolution passed at the 26th meeting of the 4th Board of Directors, the Company signed with Kunji Group Company "The Rent Amendment Agreement of the Premises" and "The Rent Amendment Agreement of the Land Use Right", stating that Yunnan Government had authorized Kunji Group Company to adopt its rights and responsibilities mentioned in the original rental agreements. Besides, the annual rent of the premises and land use right between 2005 and 2007 are RMB850,080.00 and RMB1,320,000.00 respectively.

The asset mentioned in the above agreements involved the leaseback of part of the premises and land use right from the Yunnan Government after the capital restructuring in 2001.

For the reporting period, the Company leased back part of the premises and land use right at annual rent of RMB425,040 and RMB660,000 respectively.

## (4) Other Transactions

The Company and its subsidiaries had the following transactions with Jiaoda Industrial Group Company or companies under its control: (Unit: Dollar, Currency: RMB)



## 4. 關聯交易餘額

## 4. Balances of connected transactions

關聯單位名稱	會計報表項目	期初數	單位：元 幣種：人民幣		款項性質
			Unit: Dollar	Currency: RMB	
Relate of parties name	Items	At the beginning of the period	At the end of period end		Nature
交大產業	應收賬款	322,775.00	-		貨款
Jiaoda Group	Account receivables				Advance
	其他應付款	1,352,276.00	1,352,276.00		往來款及條件佔用費
	Other payables				Current account license fee
	預提費用	96,723.34	94,781.72		預提的水電費
	Accrued expenses				Accrued water and electricity fees
	應付賬款	-	(70,000.00)		購買產品技術
	Account payables				Purchase of technology
西安交通大學周邊辦	其他應收款	645,200.00	300,000.00		押金
Xian Jiatong University (周邊辦)	Other receivables				Deposit
交大產業	預付賬款	100,000.00	-		採購
Jiaoda Group	Prepayment				Purchase
西安交通大學	其他應付款	1,150,000.00	1,150,000.00		研究開發費
Xian Jiotong University	Other payables				Research & Development fees
昆機集團	其他應付款	1,782,263.00	1,623,738.25		未支付的物業管理費
Kunji Group	Other payables				Building management fee
昆明昆機銷售公司	預收賬款	30,000.00	-		銷貨款
Kumming Kunji Group Sales Company Limited	Advance from customer				Sales of goods
雲南省人民政府	一年內到期的長期應付款	342,168.90	342,168.90		應付租入固定資產款
Yunnan Government	Long-term payable due within one year				Rent of fixed assets
	長期應付款	3,069,175.70	3,133,655.60		應付租入固定資產款
	Long-term payable				Rent of fixed assets
西安交大藥業(集團)有限公司	其他應收款	10,000,000.00	-		借款
Pharmacy Group of Xian Jiaoda University	Other receivables				Loan
西安交大藥業(集團)有限公司	其他應付款	500,000.00	-		往來款
Pharmacy Group of Xian Jiaoda University	Other payables				Current account
交大紅帆科技股份有限公司	預付賬款	(265,109.79)	488,684.00		應付貨款
Jiaoda HongFan High-Tech Company Limited	Prepayment				Payable for purchase of goods
昆明道斯公司	應付賬款	251,000.00	853,600.00		應付貨款
Tos Kunming Machine Tool Company Limited	Account payable				Payable for purchase of goods

**(八) 或有事項：**

本公司無需要披露的或有事項

**(九) 承諾事項：**

租賃承諾：資產負債表日後連續三個會計年度每年將支付的最低租賃付款額及以後年度將支付的最低租賃付款額總額如下：

會計年度	Accounting year	金額 Amount
2006年	2006	342,168.90
2007年	2007	342,168.90
2008年	2008	342,168.90
以後年度	2009 onwards	4,448,195.70
合計	Total	5,474,702.40

**(十) 資產負債表日後事項：**

截至報告日，本公司存在下列不需調整報表的資產負債表日後事項：

2006年1月，首都機場集團公司對中富證券開始重組，期限6個月。截止重組期限屆滿，首都機場集團公司未完成重組，重組工作失敗。2006年8月3日中富證券公告稱，根據證監會決定，北京市高朋天達律師事務所組織成立中富證券行政清理工作小組，在清理期間行使公司管理職權、負責公告債權人和進行債權登記工作。行政清理組於2006年8月3日就中富證券債權登記的有關事項予以公告，公告稱中富證券的對外債務由上海證券有限責任公司依法組成的中富證券托管組負責登記。債務登記時間為2006年8月5日至2006年11月3日，期限90天。此項重組可能對本公司短期投資中委托理財5000萬元項目產生影響。

**(8) Contingent Event**

There are no Contingent events required to be disclosed in this period.

**(9) Commitments**

Lease Commitments: for each of the three subsequent years after the balance sheet date and the years afterwards, the minimum lease payments are as follows:

**(10) Post Balance Sheet Event**

Until the balance sheet date, the Company was involved in the following event in which no adjustment is required to be made:

In January 2006, Capital Airport started the restructuring process of China Fortune and it should last for six months in maximum. After the restructuring period, Capital Airport failed to complete the restructuring process. As per announcement of China Fortune on 3 August, 2006, China Securities Regulation Commission appointed Beijing Gao Peng Tianda Law firm (北京高朋天達律師事務所) to establish an Administrative Liquidation Working Group for performing the liquidation work, announcement and registration of claims. On 3 August, 2006, according to the China Fortune Securities is registration of claim, the administrative liquidation Working Group made the announcement to the public. According to the announcement, Shanghai Securities United Company formed in accordance with the law for China Fortune debts registration. The registration time started from 5 August, 2006 to 3 November, 2006, last for 90 days. The restructuring may have an effect to the short-term investment of RMB50,000,000 the Company entrusted to China Fortune.



## (十一) 其他重要事項－香港會計準則與中國會計準則的差異

## (11) Other significant Events – difference between the PRC GAAP and HK GAAP

幣種：人民幣千元  
Currency: RMB'000

項目	Items	淨利潤 Net profit	淨資產 Net assets
根據中國會計準則編制的會計報表金額	In accordance to PRC GAAP	21,001	552,995
減：出售土地使用權稅金	Less: Taxation of land use right lease back transaction	-	-
加：對子公司投資而獲得的收益	Add: Gain on deemed partial disposal of a subsidiary	-	653
加：遞延收益攤銷	Add: Amortisation on deferred gain	101	(3,118)
加：商譽攤銷	Add: Amortisation on goodwill	935	3,178
加：子公司尚未收到的所得稅退稅款	Add: Profit tax recoverable by subsidiaries	-	339
減：土地增值稅	Less: Land appreciation tax recognised as expense under Hong Kong GAAP	-	8,869
減：轉回短期投資跌價準備	Less: Written back on Provision for diminution of Short-term investment	2,339	-
根據香港會計準則編制的會計報表金額	In accordance to the HK GAAP	<u>19,698</u>	<u>545,178</u>

## B. 按香港會計準則編製

## 簡明綜合收益表

截至二零零六年六月三十日止六個月

## B. PREPARED IN ACCORDANCE WITH HONG KONG ACCOUNTING STANDARDS

CONDENSED CONSOLIDATED INCOME STATEMENT  
FOR THE SIX MONTHS ENDED 30TH JUNE, 2006

		截至六月三十日止六個月		
		二零零六年	二零零五年	
		人民幣千元	人民幣千元	
		(未經審核)	(未經審核)	
		Six months ended 30th June,		
		2006	2005	
		RMB'000	RMB'000	
		(unaudited)	(unaudited)	
營業額	Revenue	3	355,490	311,420
銷售成本	Cost of sales		(267,544)	(242,501)
營業溢利	Gross profit		87,946	68,919
其他收入	Other income	4	2,163	4,196
管理費用	Administrative expenses		(42,363)	(28,742)
銷售費用	Distribution costs		(17,345)	(12,883)
財務費用	Finance costs	5	(2,859)	(3,628)
營業外費用	Other expenses		(100)	(31)
待銷售性投資減值損失	Impairment loss on available-for-sale investments		-	(1,424)
應佔共同控制實體業績	Share of result of jointly controlled entity		(352)	-
稅前營業利潤	Profit before taxation		27,090	26,407
稅項	Income tax expense	6	(3,088)	(4,191)
本期純利	Profit for the period	7	24,002	22,216
可分配於：	Attributable to:			
母公司股東	Equity holders of the parent		19,698	15,963
少數股東損益	Minority interests		4,304	6,253
			24,002	22,216
每股利潤	Earnings per share	9	8.04分 cents	6.52分 cents





**簡明綜合資產負債表**  
於二零零六年六月三十日

**CONDENSED CONSOLIDATED BALANCE SHEET**  
AT 30TH JUNE, 2006

		附註	二零零六年 六月三十日 人民幣千元 (未經審核) 30th June 2006 RMB'000 (unaudited)	二零零五年 十二月三十一日 人民幣千元 (經審核) 31st December 2005 RMB'000 (audited)
		Notes		
非流動資產	Non-current assets			
固定資產	Property, plant and equipment	10	382,815	376,819
預付租賃	Prepaid lease payments		28,400	28,840
商譽	Goodwill		15,965	15,965
無形資產	Intangible assets		16,707	18,802
共同控制實體投資	Interest in a jointly controlled entity		14,597	14,949
			<u>458,484</u>	<u>455,375</u>
流動資產	Current assets			
存貨	Inventories		288,600	274,503
應收帳款	Trade receivables	11	137,275	104,935
預付租賃	Prepaid lease payments		695	603
其他應收款	Other receivables		59,623	45,119
應收關聯公司款項	Amount due from a related company		558	9,600
待銷售性投資	Available-for-sale investments		9,991	8,524
可退還稅款	Taxation recoverable		90	62
已抵押定期存款	Pledged bank deposits		96	2,109
銀行結存及現金			158,277	169,767
			<u>655,205</u>	<u>615,222</u>
流動負債	Current liabilities			
應付帳款	Trade payables	12	91,745	98,327
預收賬款	Advances from customers		235,365	196,940
其他應付款	Other payables		71,182	69,580
遞延收入	Deferred Income		-	4,007
遞延盈利	Deferred gain		202	-
應付關聯公司款項	Amounts due to related companies		5,756	2,288
應付共同控制實體款項	Amount due to a jointly controlled entity		854	-
應付稅款	Taxation payable		2,482	3,344
一年內償還之融資租約承擔	Obligations under finance leases – due within one year		341	235
銀行借款	Bank borrowings – due within one year	13	40,000	60,000
			<u>447,927</u>	<u>434,721</u>
流動資產淨值	Net current assets		<u>207,278</u>	<u>180,501</u>
			<u>665,762</u>	<u>635,876</u>

	附註	二零零六年 六月三十日 人民幣千元 (未經審核) 30th June 2006 RMB'000 (unaudited)	二零零五年 十二月三十一日 人民幣千元 (經審核) 31st December 2005 RMB'000 (audited)
	Notes		
股本及儲備	Capital and reserves		
股本	Share capital	245,007	245,007
儲備	Reserves	300,171	278,134
分配於母公司股東權益	Equity attributable to equity holders of the parent	545,178	523,141
少數股東權益	Minority interests	63,360	59,098
	Total equity	608,538	582,239
非流動負債	Non-current liabilities		
一年後償還之融資租約承擔	Obligations under finance leases		
	– due after one year	3,101	3,218
銀行借款	Bank borrowings		
	– due after one year	40,000	40,000
遞延收入	Deferred income	4,007	–
遞延盈利	Deferred gain	2,916	3,219
其它長期借款	Other long-term loan	7,200	7,200
		57,224	53,637
		665,762	635,876

## 綜合股東變動表

截至二零零六年六月三十日止六個月

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE SIX MONTHS ENDED 30TH JUNE, 2006

		Attributable to equity holders of the parent									
		股本	股本溢價	資本公積金	投資重估儲備	法定公積金	法定公益金	累積虧損	可分給於母公司股東	少數股東權益	總計
		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
		Share capital	Share premium	Capital reserve	Revaluation reserve	Statutory surplus reserve	Statutory public welfare fund	Accumulated losses	Total	Minority interests	Total
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
於2005年1月1日	At 1st January, 2005	245,007	293,745	10,225	-	9,292	8,561	(54,690)	512,140	49,698	561,838
本期純利	Profit for the period and total recognised income for the period	-	-	-	-	-	-	15,963	15,963	6,253	22,216
增購附屬公司之權益	Acquisition of additional interest in a subsidiary	-	-	-	-	-	-	-	-	(880)	(880)
於2005年6月30日	At 30th June, 2005	245,007	293,745	10,225	-	9,292	8,561	(38,727)	528,103	55,071	583,174
本期純利及本期認可之虧損	Loss for the period and total recognised loss for the period	-	-	-	-	-	-	(4,962)	(4,962)	4,027	(935)
於2005年12月31日 及於2006年6月1日	At 31st December, 2005 and at 1st January, 2006	245,007	293,745	10,225	-	9,292	8,561	(43,689)	523,141	59,098	582,239
待銷售性投資之重估盈餘	Gain on fair values changes of available-for-sale investment	-	-	-	2,339	-	-	-	2,339	-	2,339
直接確認至權益之淨收入	Net income recognised directly in equity	-	-	-	2,339	-	-	-	2,339	-	2,339
本期純利及本期認可之純利	Profit for the period	-	-	-	-	-	-	19,698	19,698	4,304	24,002
本期已確認收入及開支總額	Total recognised income and expenses for the period	-	-	-	2,339	-	-	19,698	22,037	4,304	26,341
增購附屬公司之權益	Acquisition of additional interest in a subsidiary	-	-	-	-	-	-	-	-	(42)	(42)
於2006年6月30日	At 30th June 2006	245,007	293,745	10,225	2,339	9,292	8,561	(23,991)	545,178	63,360	608,538

資本公積金乃昆明機床廠自一九九三年七月一日至一九九三年十月十八日之溢利，扣除根據一九九三年十一月二十日由昆機集團公司與本公司訂立之分立協議，本公司支付現金人民幣7,000,000元予雲南省人民政府後之餘額。

可分配法定公積金乃根據中國公司法從稅後溢利中提取之金額。倘若法定公積金結餘已達本公司註冊資本百分之五十，可不再提取。法定公積金乃股東權益之一部份。根據中國公司法，法定公積金可用於彌補過往年度虧損，擴大公司生產經營或轉為增加公司資本。但法定公積金轉為資本時，所留存的該項公積金不得少於註冊資本的百分之二十五。

根據中國財政部制定的工業企業會計制度的第66條規定，法定公益金主要用於企業的職工集體福利設施支出。法定公益金不能用於員工福利費用。

The balance of capital reserve represents the profit of Kunming Machine Tool Plant for the period from 1st July, 1993 to 18th October, 1993 less an amount of RMB7,000,000 which the Company paid in cash to Yunnan Provincial People's Government pursuant to a demerger agreement dated 20th November, 1993 between Kun Ji Group Company and the Company.

The balance of statutory surplus reserve represents appropriations from profit for the period in accordance with the PRC Company Law. Statutory surplus reserve is part of the shareholders' equity and when its balance reaches an amount equal to 50% of the Company's registered capital, further appropriation need not be made. According to PRC Company Law, the statutory surplus reserve may be used to make up past losses, to increase production and business operations or to increase capital by means of conversion. However, when funds from the statutory surplus reserve are converted to capital, the funds remaining in such reserve shall amount to not less than 25% of the registered capital.

According to Article 66 of Accounting Standards for Industrial Enterprises issued by the Finance Department of the PRC, the statutory public welfare fund is principally used for expenditure on staff welfare facilities. The statutory public welfare fund cannot be used for the payment of staff welfare expenses.



## 簡明綜合現金流量表

截至二零零六年六月三十日止六個月

## CONDENSED CONSOLIDATED CASH FLOW STATEMENT

FOR THE SIX MONTHS ENDED 30TH JUNE, 2006

		截至六月三十日止六個月	
		二零零六年	二零零五年
		人民幣千元	人民幣千元
		(未經審核)	(未經審核)
		Six months	
		ended 30th June,	
		2006	2005
		RMB'000	RMB'000
		(unaudited)	(unaudited)
現金流入淨額	Net cash from operating activities	17,010	10,294
投資業務之現金流出淨額	Net cash used in investing activities	(5,630)	(21,544)
新增銀行貸款	New bank borrowings	20,000	80,000
償還借款	Repayment of bank borrowings	(40,000)	(107,091)
其他融資現金流出	Other financing cash flows	(2,870)	(5,346)
融資之現金(流出)流入淨額	Net cash used in financing activities	(22,870)	(32,437)
現金及現金等價物(減少)增加	Net decrease in cash and cash equivalents	(11,490)	(43,687)
期初之現金及現金等價物	Cash and cash equivalents brought forward	169,767	188,957
期末之現金及現金等價物	Cash and cash equivalents carried forward	158,277	145,270
銀行結存及現金	Bank balances and cash	158,277	145,270



**簡明財務報表附註**

二零零六年六月三十日止六個月

**1. 編制基準**

本簡明財務報表編制乃依據香港會計師公會頒佈的香港會計準則第34條「中期財務報告」並符合香港聯合交易所證券上市管理條例附錄16揭示之要求。

**2. 主要會計政策概要**

除了特定的金融工具用公允價值計算外，本簡明財務報表是在歷史成本基礎上編制。

簡明會計報表所採納的會計政策與本集團截至2005年12月31日的年報所採用的一致。

當期集團首次應用一些新的香港財務報告準則(HKFRs)，為由香港註冊公共會計師公佈的香港會計標準(HKASs)和詮釋(在此之後一併指「新的香港財務報告準則」)，這些於2006年1月1日或以後開始的會計期間生效。

香港會計準則第19號 (經修訂)	精算損益、集團計劃 及披露
香港會計準則第21號 (經修訂)	境外業務投資淨額
香港會計準則第39號 (經修訂)	預測集團公司間交易之 現金流量對沖會計處理
香港會計準則第39號 (經修訂)	公平價值之選擇
香港會計準則第39號 及香港財務報告準則 第4號(經修訂)	財務擔保合約
香港財務報告準則第6號 香港(國際財務彙報準則) — 詮釋第4號	礦產資源之勘探及評估 厘定安排是否包括租賃
香港(國際財務彙報準則) — 詮釋第5號	終止運作、復原及環境 修復基金所產生權益 之權利

本公司董事估計，應用此等準則或詮釋將不會對本集團財務報表造成影響或任何重大影響。於二零零五年度之比較數字並無重列。

本集團並無提早應用下列已頒布但未生效之新準則或詮釋。本集團並未能就採納此新準則或詮釋後對其經營及財務業績是否有重大影響。

**NOTES TO THE CONDENSED FINANCIAL STATEMENTS**

FOR THE SIX MONTHS ENDED 30TH JUNE, 2006

**1. BASIS OF PREPARATION**

The condensed financial statements have been prepared in accordance with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and with Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA").

**2. PRINCIPAL ACCOUNTING POLICIES**

The condensed financial statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair values.

The accounting policies used in the condensed financial statements are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31st December, 2005.

In the current interim period, the Group has applied, for the first time, a number of new standards, amendments and Interpretations ("new HKFRS") issued by the HKICPA, which are effective for accounting periods beginning on or after 1st January, 2006.

HKAS 19 (Amendment)	Actuarial gains and losses, group plans and disclosures
HKAS 21 (Amendment)	Net investment in a foreign operation
HKAS 39 (Amendment)	Cash flow hedge accounting of forecast intragroup transactions
HKAS 39 (Amendment)	The fair value option
HKAS 39 & HKFRS 4 (Amendments)	Financial guarantee contracts
HKFRS 6	Exploration for and evaluation of mineral resources
HK(IFRIC) – INT 4	Determining whether an arrangement contains a lease
HK(IFRIC) – INT 5	Rights to interests arising from decommissioning, restoration and environmental rehabilitation funds

The directors of the Company consider that the adoption of these new and revised HKFRSs has had no material effect on how the results for the current or prior accounting periods are prepared and presented. Accordingly, no prior period adjustment has been made.

The Group has not early applied the following new standards, amendments or interpretations that have been issued but are not yet effective. The Company is not in the position to reasonably estimate the impact that may arise from the application of these standards, amendments or interpretations.



香港會計準則第1號 (經修訂)	股本披露 <sup>1</sup>	HKAS 1 (Amendment)	Capital disclosures <sup>1</sup>
香港財務報告準則第7號	金融工具:披露 <sup>1</sup>	HKFRS 7	Financial instruments: disclosures <sup>1</sup>
香港(國際財務彙報準則) — 詮釋第7號	根據香港會計準則第 29號「惡性通貨膨脹 經濟中的財務報告」 採用重列法 <sup>2</sup>	HK(IFRIC) – INT 7	Applying the restatement approach under HKAS 29 financial reporting in hyperinflationary economies <sup>2</sup>
香港(國際財務彙報準則) — 詮釋第8號	香港財務報告準則 第二號之範圍 <sup>3</sup>	HK(IFRIC) – INT 8	Scope of HKFRS 2 <sup>3</sup>
香港(國際財務彙報準則) — 詮釋第9號	內含衍生工具之重估 <sup>4</sup>	HK(IFRIC) – INT 9	Reassessment of embedded derivatives <sup>4</sup>

<sup>1</sup> 於二零零七年一月一日或之後開始之年度期間生效。

<sup>2</sup> 於二零零六年三月一日或之後開始之年度期間生效。

<sup>3</sup> 於二零零六年五月一日或之後開始之年度期間生效。

<sup>4</sup> 於二零零六年六月一日或之後開始之年度期間生效。

<sup>1</sup> Effective for annual periods beginning on or after 1st January, 2007.

<sup>2</sup> Effective for annual periods beginning on or after 1st March, 2006.

<sup>3</sup> Effective for annual periods beginning on or after 1st May, 2006.

<sup>4</sup> Effective for annual periods beginning on or after 1st June, 2006.

### 3. 分類資料

#### 業務分類

本集團呈報之基本分類資料以產品劃分，即機床、電腦繡花機、智能型機器、節能型離心壓縮機和激光快速成機。此等產品之分類資料列報如下：

截至二零零六年六月三十日止六個月

### 3. SEGMENT INFORMATION

#### Business segments

For management purposes, the Group reports its primary segment information by products, which are boring machines, computerised embroidery machines, intelligent electrical appliances, turbo machines and laser phototyping machines. Segment information about these products is presented below:

Six months ended 30th June, 2006

		機床 人民幣千元	電腦 繡花機 人民幣千元	智能型 機器 人民幣千元	節能型離 心壓縮機 人民幣千元	激光快速 成型機 人民幣千元	綜合 人民幣千元
		Boring machines RMB'000	Computerised embroidery machines RMB'000	Intelligent electrical appliances RMB'000	Turbo machines RMB'000	Laser phototyping machines RMB'000	Consolidated RMB'000
銷售	REVENUE	253,688	7,529	3,355	87,603	3,315	355,490
	RESULT						
分部結果	Segment results	22,507	(1,821)	(338)	9,118	(1,228)	28,238
其他經營收入	Other operating income						2,163
財務費用	Finance costs						(2,859)
未能分配公司費用	Unallocated corporate expenses						(100)
應佔共同控制實體業績	Share of result of jointly controlled entity						(352)
稅前營業利潤	Profit before taxation						27,090
稅項	Income tax expense						(3,088)
本期純利	Profit for the period						24,002



截至二零零五年六月三十日止六個月

Six months ended 30th June, 2005

		機床 人民幣千元	電腦 繡花機 人民幣千元	智能型 機器 人民幣千元	節能型 離心壓縮機 人民幣千元	激光快 速成型機 人民幣千元	綜合 人民幣千元
		Boring machines RMB'000	Computerised embroidery machines RMB'000	Intelligent electrical appliances RMB'000	Turbo machines RMB'000	Laser phototyping machines RMB'000	Consolidated RMB'000
銷售	REVENUE	179,336	4,117	3,695	120,363	3,909	311,420
分部結果	RESULT Segment results	17,411	(2,725)	(154)	13,410	(648)	27,294
其他經營收入	Other operating income						4,196
財務費用	Finance costs						(3,628)
待銷售性投資減值損失	Impairment loss on available-for-sale investments						(1,424)
未能分配公司費用	Unallocated corporate expenses						(31)
稅前營業利潤	Profit before taxation						26,407
稅項	Income tax expense						(4,191)
本期純利	Profit for the period						22,216

本集團之營業額及經營利潤有超過90%來源於中國市場而其業務亦位於中國。同時本公司之資產和負債亦位於中國，因此無需作次要之呈報方式。

More than 90% of the Group's revenue and operating results are derived from The People's Republic of China (the "PRC") market and therefore no further analysis of the Group's revenue and operating results by geographic location is presented.

#### 4. 其他收入

#### 4. OTHER INCOME

截至六月三十日止六個月

二零零六年  
人民幣千元

二零零五年  
人民幣千元

Six months  
ended 30th June,  
2006  
RMB'000

2005  
RMB'000

其他收入包括：	Other income comprises:		
銀行及其他金融機構存款的利息收入	Interest income on deposits with banks and other financial institutions	615	804
政府津貼	Government grant	444	2,553
出售固定資產收益	Release of deferred gain	—	36
遞延收入攤銷	Gain on disposal of property, plant and equipment	101	100
出售待銷售性投資	Gain on disposal of available-for-sale investment	234	—
其他	Others	769	703
		2,163	4,196



## 5. 財務費用

## 5. FINANCE COSTS

		截至六月三十日止六個月	
		二零零六年	二零零五年
		人民幣千元	人民幣千元
		Six months	
		ended 30th June,	
		2006	2005
		RMB'000	RMB'000
利息支出：	Interest on:		
– 五年內償還之銀行借款	– bank borrowings wholly repayable within five years	2,449	3,071
– 融資租約承擔	– obligations under finance leases	64	64
– 其他	– others	346	493
		<u>2,859</u>	<u>3,628</u>

## 6. 稅項

## 6. INCOME TAX EXPENSE

根據國家稅務總局在一九九三年十月二十一日發出的一份文件，及財政部、國家稅務總局一九九四年四月十八日的通知確認，本公司由一九九三年一月一日起所賺取的利潤須按15%之稅率繳付所得稅。

根據中國相關稅收法，本集團其中一間於中國大陸設立之子公司享受自首個生產經營年度兩年內無需繳納中國所得稅而此後三年所得稅減半之優惠。

此子公司於期內錄得虧損，故無需繳納所得稅。

本期內，本集團之其他於中國大陸設立之子公司按15%之稅率繳付所得稅。

Pursuant to a document issued by the PRC State Tax Bureau on 21st October, 1993 and confirmed by a notice issued by the Ministry of Finance and the State Tax Bureau on 18th April, 1994, the Company's profit is subject to income tax at a rate of 15% as from 1st January, 1993.

Pursuant to the relevant laws and regulations in the PRC, a subsidiary is exempted from PRC income tax for the two years starting from the first profit-making year, followed by a 50% reduction for the next three years.

No provision for PRC income tax has been made in the financial statement for that subsidiary as the subsidiary incurred a tax loss for the period.

Pursuant to the relevant laws and regulations in the PRC, the Group's other PRC subsidiaries' profit are subject to PRC income tax at a rate of 15% (2005: 15%).





## 7. 本期綜合支出

## 7. PROFIT FOR THE PERIOD

		截至六月三十日止六個月	
		二零零六年	二零零五年
		人民幣千元	人民幣千元
		Six months ended 30th June,	
		2006	2005
		RMB'000	RMB'000
主營業務利潤已扣除：	Profit for the period has been arrived at after charging:		
存貨跌價準備	Allowance for inventories obsolescence	4,994	1,815
壞帳準備	Allowance for bad and doubtful receivables	5,766	-
商譽攤銷	Amortisation of prepaid lease payment (included in administrative expenses)	46	46
無形資產攤銷(包括在管理費用內)	Amortisation of intangible assets (included in administrative expenses)	2,194	1,975
預付租賃攤銷(包括在管理費用內)	Amortisation of prepaid rental (included in administrative expenses)	302	161
固定資產折舊	Depreciation of property, plant and equipment	12,846	12,360
工資及其他福利·包括董事酬金	Staff costs, including directors' remuneration	58,144	35,265
出售固定資產虧損	Loss on disposal of property, plant and equipment	40	-
		40	-

## 8. 股息

於本期內本公司並未派發股息。董事局亦未有建議派發中期股息。

## 8. DIVIDEND

No dividend was paid during the period. The directors do not recommend the payment of an interim dividend.

## 9. 每股利潤

每股利潤乃根據本期內利潤人民幣19,698,000元(截至二零零五年六月三十日止六個月:人民幣15,963,000元)及本期間已發行股份245,007,400股(截至二零零五年六月三十日止六個月:245,007,400股)計算。

## 9. EARNINGS PER SHARE

The calculation of the basic earnings per share is based on the profit for the period of RMB19,698,000 (six months ended 30th June, 2005: RMB15,963,000) and the number of 245,007,400 shares (for the six months ended 30th June, 2005: 245,007,400 shares) in issue throughout the period.



## 10. 固定資產

## 10. PROPERTY, PLANT AND EQUIPMENT

		在中國之 中期租賃 房屋建築物 人民幣千元	機器設備 人民幣千元	電子設備、 器具及傢具 人民幣千元	運輸設備 人民幣千元	在建工程 人民幣千元	總額 人民幣千元
		Buildings under medium term lease in the PRC RMB'000	Plant and machinery RMB'000	Furniture, fixtures and equipment RMB'000	Motor vehicles RMB'000	Construction- in-progress RMB'000	Total RMB'000
成本值	COST						
於二零零六年一月一日	At 1st January, 2006	205,282	258,463	47,283	18,746	48,087	577,861
添置	Additions	3,286	1,363	297	977	14,304	20,227
轉撥	Transfers	4,729	1,602	-	-	(6,331)	-
出售	Disposals	(283)	(1,540)	(100)	(1,240)	-	(3,163)
於二零零六年六月三十日	At 30th June, 2006	213,014	259,888	47,480	18,483	56,060	594,925
折舊及攤銷及減值損失	DEPRECIATION AND AMORTISATION AND IMPAIRMENT LOSS						
於二零零六年一月一日	At 1st January, 2006	33,182	133,143	25,991	6,156	2,570	201,042
本期間之準備	Provided for the period	2,820	7,563	1,592	871	-	12,846
出售時撇銷	Eliminated on disposals	(24)	(1,124)	(106)	(524)	-	(1,778)
於二零零六年六月三十日	At 30th June, 2006	35,978	139,582	27,477	6,503	2,570	212,110
賬面淨值	NET BOOK VALUES						
於二零零六年六月三十日	At 30th June, 2006	177,036	120,306	20,003	11,980	53,490	382,815
於二零零五年十二月三十一日	At 31st December, 2005	172,100	125,320	21,292	12,590	45,517	376,819

## 11. 應收賬款

## 11. TRADE RECEIVABLES

本集團基於各貿易客戶之財務狀況而給予個別確定的還款期限。為了有效地管理應收賬款之信貸風險，本集團會定期評估各客戶之信貸狀況。

The credit terms given to the customers vary and are generally based on the financial strength of individual customers. In order to effectively manage the credit risks associated with trade receivables, credit evaluations of customers are performed periodically.

二零零六年 六月三十日 人民幣千元	二零零五年 十二月三十一日 人民幣千元
30th June, 2006 RMB'000	31st December, 2005 RMB'000

應收賬款之賬齡分析如下：

The following is an aged analysis of trade receivable at the reporting date:

一年以內	Within one year	123,875	86,076
一年至二年	Between one to two years	13,154	17,545
二年至三年	Between two and three years	246	930
三年以上	Over three years	-	384
		137,275	104,935



根據董事的意見，於2006年6月30日，本公司的應收賬之公平價值約為其賬面值。

In the opinion of the Directors, the fair values of the Group's trade receivables at 30th June, 2006 approximate their corresponding carrying amounts.

## 12. 應付賬款

## 12. TRADE PAYABLES

		二零零六年 六月三十日 人民幣千元 30th June, 2006 RMB'000	二零零五年 十二月三十一日 人民幣千元 31st December, 2005 RMB'000
應付賬款之賬齡分析如下：	The following is an aged analysis of trade payable at the reporting date:		
一年以內	Within one year	63,843	77,648
一至二年至	Between one to two years	25,030	18,901
二至三年	Between two to three years	1,206	450
三年以上	Over three years	1,666	1,328
		<u>91,745</u>	<u>98,327</u>

根據董事的意見，於2006年6月30日，本公司的應付賬款之公平價值約為其賬面值。

In the opinion of the Directors, the fair values of the Group's trade payables at 30th June, 2006 approximate their corresponding carrying amounts.

## 13. 銀行借款

## 13. BANK BORROWINGS

於本期內，本集團新增銀行借款為人民幣20,000,000元，而還款為人民幣40,000,000。有關借款按市場利息率計算及於一年內償還，並用作本集團一般營運用途。

During the period, the Group raised new bank borrowings of RMB20,000,000 and repaid RMB40,000,000. The new bank borrowings bear interest at market rates and are repayable within one year. The bank borrowings raised were used as general working capital for the Group.

**14. 資本承擔****14. CAPITAL COMMITMENTS**

		二零零六年 六月三十日 人民幣千元 30th June, 2006 RMB'000	二零零五年 十二月三十一日 人民幣千元 31st December, 2005 RMB'000
已簽約但並未於財務報表中撥備之 資本支出	Capital expenditure contracted for but not provided in the financial statements in respect of		
– 在建工程	construction in progress	17,669	47,293

**15. 資產抵押**

本集團在中國之房屋建築物約人民幣21,642,000元(二零零五年十二月三十一日:人民幣21,915,000元)已抵押予銀行作為提供本集團之貸款之抵押品。

**15. PLEDGE OF ASSETS**

At 30th June, 2006, the Group pledged buildings having a net book value of approximately RMB21,642,000 (31st December, 2005: RMB21,915,000) to secure bank borrowings granted to the Group.

**八、 備查文件目錄**

1. 載有董事長親筆簽名的2006年半年度報告文本。
2. 載有法定代表人、財務負責人、財務部門負責人簽名並蓋章的財務報告文本
3. 報告期內在《中國證券報》、《上海證券報》及香港《文匯報》、《THE STANDARD》上公開披露過的所有資料的原稿。
4. 本報告分為中、英文兩種文字編制，在對兩種文本的理解上發生歧義時，以中文文本為準。

**8. DOCUMENTS AVAILABLE FOR INSPECTION**

1. The original copy of the 2006 Interim Report signed by the Chairman.
2. Financial statements with signature and chop by the legal representative, financial officer and representative of financial Institutions.
3. Original copy of Announcements and all documents were publicly and announced disclosed in "China Securities Daily", "Shanghai Securities Daily" in the PRC and "Wei Wei Po" and "The Standard" in Hong Kong.
4. This report is prepared in both Chinese and English. In case of any discrepancy between the two versions, the Chinese version shall prevail.

承董事會命  
董事長  
雷錦錄

二零零六年八月十五日

By order of the Board  
Chairman  
Lei Jinlu

15th August, 2006

