## Interim Report



JOlimark
映 美

## Jolimark Holdings Limited

映美控股有限公司

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## Corporate Information

## DIRECTORS

Executive Directors
Mr. Au Pak Yin (Chairman)
Mr. Au Kwok Lun
Mr. Ou Guo Liang
Mr. Ng Shu Kai
Independent Non-Executive Directors
Mr. Lai Ming, Joseph
Mr. Meng Yan
Mr. Xu Guangmao

REGISTERED OFFICE
Clifton House
75 Fort Street
PO Box 1350 GT
George Town, Grand Cayman
Cayman Islands

## PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Room 1005, Olympia Plaza<br>255 King's Road<br>North Point<br>Hong Kong

## COMPANY SECRETARY

Mr. Li Ho Cheong CPA, ACCA

## QUALIFIED ACCOUNTANT

Mr. Li Ho Cheong CPA, ACCA

## AUTHORISED REPRESENTATIVES

Mr. Au Kwok Lun
Mr. Ng Shu Kai

## AUDIT COMMITTEE

Mr. Lai Ming, Joseph (chairman of audit committee)
Mr. Meng Yan
Mr. Xu Guangmao

## AUDITOR

PricewaterhouseCoopers
Certified Public Accountants
22nd Floor, Prince's Building
Central
Hong Kong

## LEGAL ADVISER TO THE COMPANY AS TO HONG KONG LAW

Sidley Austin
39th Floor
Two International Finance Centre
8 Finance Street
Central
Hong Kong

## HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Computershare Hong Kong Investor Services Limited
Rooms 1712-16, 17th Floor
Hopewell Centre
183 Queen's Road East
Hong Kong

## PRINCIPAL BANKERS

## Bank of China

Industrial and Commercial Bank of China
China Construction Bank
Agricultural Bank of China
Guangdong Development Bank
Nanyang Commercial Bank
Hang Seng Bank

STOCK CODE
2028

WEBSITE
www.jolimark.com

# Management's Discussion and Analysis 

## BUSINESS REVIEW

## "Printer and Tax Control Equipment" Business

The sales of printer and tax control equipment of the Group in the first half year of 2008 decreased by approximately $49 \%$ from the corresponding period of last year to approximately RMB140,379,000, representing approximately $56 \%$ of the turnover of the Group. The substantial decrease of the gross margin of printer and tax control equipment was mainly due to increases in raw material price and manufacturing overhead, and decreases in selling price of the Company's products.

## Projector Business

The turnover of the projector business increased by approximately $7 \%$ from the corresponding period of last year to approximately RMB93,168,000, representing approximately $37 \%$ of the turnover of the Group. This was mainly due to an increase in demand from customers. In view of the rapid growth of projector market in the Peoples' Republic of China (the "PRC") and based on the projection of the number of customer orders, our management team estimated that the sales of projector business in 2008 will sustain a stable growth. At the same time, owing to the low gross profit margin of our projector distribution business, the gross profit margin of projector business in the first half year decreased by approximately $8 \%$ over the corresponding period of last year to approximately 7\%.

## Other Electronic Products Manufacturing Business

The turnover of other electronic products manufacturing business of the Group decreased approximately $35 \%$ from the corresponding period of last year to approximately RMB17,770,000, representing approximately $7 \%$ of the turnover of the Group. The decrease was mainly due to a decrease in customer orders. The Group's other electronic products manufacturing business mainly comprises optical-electro-mechanical integrated products with high entry barriers and the major customers our overseas small-middle enterprises. Therefore, the Group was able to maintain a stable gross margin level, which increased by approximately $6 \%$ from the corresponding period of last year to approximately $21 \%$. Leveraging its strong customer base, better quality control, professional customer services, and the advantage of low manufacturing costs, our management team estimated that other electronic manufacturing service business will maintain a stable growth this year.

## FINANCIAL REVIEW

## Results Summary

The turnover of the Group for the six months ended 30 June 2008 was approximately RMB251,317,000, decreased by approximately $36 \%$ from the corresponding period of last year and gross margin decreased to approximately $7 \%$ from approximately $12 \%$ of the corresponding period last year.

During the period, the Group recorded a loss of approximately RMB33,339,000, the result decreased by approximately RMB36,166,000 from the corresponding period of last year. This was mainly attributed to:
(1) the continuing intensified macro-control by the state during the year, coupled with the impact of snow storm, earthquake in Sizhuan and Olympic game led to a decrease in market demand and resulted in a substantial decrease in turnover;
(2) the Group had adopted cash sales strategy to avoid credit risks leading to a decrease in sales volume;
(3) increase in raw material prices and manufacturing together with the effect of drop in selling price due to the discount offer to customers for cash sales and clearance of outdated products at significantly discounted price, gross margin of the major business line decreased;

## Management's Discussion and Analysis

(4) in view of the Group's sufficient cash and the absence of any acquisition plan in the near future, in the best interest of the shareholders of the Company to apply the fund, the Board approved in April 2008 to invest approximately RMB30,000,000 in the stock market to improve its return. However, the continued lackluster in the global equity market since May 2008 has led to losses of approximately RMB7,308,000 in our equity investment during the six months ended 30 June 2008.

During the period, losses attributable to shareholders was approximately RMB33,316,000 with a basic loss per share of RMB0.057,a decrease of approximately RMB35,566,000 and RMB0.061 respectively from the corresponding period of last year.

OPERATING RESULTS ANALYSIS BY PRODUCT

|  | For the six months ended 30 June |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | 2008 Gross Profit |  |  |  | 2007 | Gross Profit |
|  |  |  |  |  |  |  |
|  | Turnover | Gross Profit | Margin | Turnover | Gross Profit | Margin |
|  | RMB'000 | RMB'000 |  | RMB'000 | RMB'000 |  |
| Printer and tax control equipment | 140,379 | 7,054 | 5\% | 276,777 | 37,281 | 13\% |
| Projectors | 93,168 | 6,222 | 7\% | 86,909 | 7,033 | 8\% |
| Other electronic products manufacturing | 17,770 | 3,761 | 21\% | 27,389 | 4,132 | 15\% |
| Total | 251,317 | 17,037 | 7\% | 391,075 | 48,446 | 12\% |

## CAPITAL EXPENDITURE

For the six months ended 30 June 2008, capital expenditure amounted to approximately RMB4, 460,000 , which was mainly related to the purchase of property, plant and equipment.

## LIQUIDITY AND FINANCIAL POSITION

As at 30 June 2008, the total assets of the Group amounted to approximately RMB690,760,000 (31 December 2007: RMB741,414,000), shareholder's fund amounted to approximately RMB504,250,000 (31 December 2007: RMB552,595,000), minority interests amounted to approximately RMB14,238,000 (31 December 2007: RMB14,261,000) and current liabilities amounted to approximately RMB172,272,000 (31 December 2007: RMB174,558,000). The current ratio of the Group was 3.3 (31 December 2007: 3.5).

As at 30 June 2008, the cash and the cash equivalents of the Group amounted to approximately RMB129,598,000 (31 December 2007: RMB160,895,000) whereas the bank loans of the Group amounted to approximately RMB64,450,000 (31 December 2007: RMB56,509,000). The gearing ratio* was 9.3\% (31 December 2007: 7.6\%). The Group had no assets held under finance lease or operating lease during the period.

[^0]
# Management's Discussion and Analysis 

## CONTINGENT LIABILITIES

As at 30 June 2008, the Group had no material contingent liabilities.


#### Abstract

STAFF

As at 30 June 2008, the Group employed a total staff of 897, of which all staff were employed in Mainland China except for 11 who were employed in Hong Kong and overseas. The Group implemented its remuneration policy based on the results and the performance of an individual staff member. In addition, fringe benefits such as insurance, medical allowance and pension were provided to ensure the competitiveness of the Group.


## FUTURE BUSINESS OUTLOOK

For the printer and tax control equipment business, our management team estimates that the Golden Tax Project Phase III in certain provinces and cities will be initiated in the second half of the year, coupled with the steady demand of dot matrix printers from such sectors as financial, medical, education and communication, the Group expects that the dot matrix printer market in the PRC will maintain a stable growth in the coming years. Meanwhile, we foresee that dot matrix printers, thermal mini printers and bar-code printers will become more and more popular, therefore their markets are expected to expand at a rapid pace. The Group's strategy for growth is to strengthen the development of the products under the Jolimark brand name. Although the competition in the dot matrix printer market is intensive, we expect the sales of Jolimark's products to increase in the second half of the year as the Group leverage its cost advantages through the implementation of its pricing strategy. Following the adverse market conditions in the first half year passed over, the Group expects a growth in Jolimark brand business in the second half of the year. In addition, the Group will launch a series brand new products, which is expected to improve the gross profit margin of the Group. In the first half of this year, the Group has carried out successful promotion activities of the new business of mini printers under the Jolimark brand name. In particular, the self-developed mini printer mechanism products were well received by many manufacturers of tax control electronic cash registers. It is expected that, in the second half of the year and the coming years, the mini printers will be the new driver for a substantial growth of the printer business of the Group. Our management team estimates that the tenders for tax control electronic cash registers of Golden Tax Project Phase III will commence in the second half of 2008. In light of the competition edges of the Group in this sector, tax control equipment will be the business growth point of the Group in the next few years.

For the projector business, after clearing outdated projector distribution products in first half 2008, the Group expects the gross profit margin of the projector business for the second half of the year to be improved. As the projector market has expanded rapidly, the Group expects the size of the projector business in PRC to have an increase. By leveraging its distribution channels for the printers and its reputable brand name, the sales of Jolimark's projectors brand will increase gradually in the coming years.

For the manufacturing of other electronic products, the Group mainly focuses on the OEM manufacturing of optical-electromechanical integrated products with high entry barriers as its major customers are overseas small-middle enterprises. Accordingly, the gross profit margin is higher and more stable. The Group will mainly strengthen the expansion in Japan, European and US markets in the future in order to enhance the Group's competitive edges in the sector of manufacturing of optical-electro-mechanical integrated products.

## Condensed Consolidated Interim Balance Sheet

(All amounts in Renminbi Yuan thousands unless otherwise stated)

|  |  | As at |  |
| :--- | ---: | ---: | ---: |
|  |  | $\mathbf{3 0}$ June | 31 December |

The notes on pages 10 to 20 form an integral part of this condensed consolidated interim financial information.

## Condensed Consolidated Interim Income Statement

(All amounts in Renminbi Yuan thousands unless otherwise stated)

|  | Six months ended 30 June |  |  |
| :---: | :---: | :---: | :---: |
|  | Note | $2008$ <br> Unaudited | $2007$ <br> Unaudited |
| Turnover <br> Cost of goods sold |  | $\begin{gathered} 251,317 \\ (234,280) \end{gathered}$ | $\begin{gathered} 391,075 \\ (342,629) \end{gathered}$ |
| Gross profit |  | 17,037 | 48,446 |
| Other income |  | 2,164 | 906 |
| Selling and marketing costs |  | $(16,118)$ | $(16,008)$ |
| Administrative expenses |  | $(29,347)$ | $(29,435)$ |
| Other losses | 12 | $(7,942)$ | (139) |
| Operating (loss)/profit | 13 | $(34,206)$ | 3,770 |
| Finance costs - net |  | 361 | $(2,080)$ |
| Share of (losses)/gains of associates |  | (72) | 73 |
| (Loss)/profit before income tax |  | $(33,917)$ | 1,763 |
| Income tax credit | 14 | 578 | 1,064 |
| (Loss)/profit for the period |  | $(33,339)$ | 2,827 |
| Attributable to: |  |  |  |
| Shareholders of the Company |  | $(33,316)$ | 2,250 |
| Minority interests |  | (23) | 577 |
|  |  | $(33,339)$ | 2,827 |
| Basic and diluted (loss)/earning per share for (loss)/profit attributable to the shareholders of the Company during the period <br> (expressed in RMB per share) | 15 | (0.057) | 0.004 |

[^1]
## Condensed Consolidated Interim Statement of Changes in Equity

(All amounts in Renminbi Yuan thousands unless otherwise stated)

|  | Attributable to shareholders of the Company |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  | Share capital and premium <br> Unaudited (note 9) | Other reserves Unaudited | Retained earnings Unaudited | Minority interests Unaudited | Total <br> Unaudited |
| Balance as at 1 January 2007 | 282,194 | 185,252 | 92,279 | 15,889 | 575,614 |
| Profit for the period | - | - | 2,250 | 577 | 2,827 |
| Dividends declared to a minority interest | - | - | - | (45) | (45) |
| Acquisition from a minority interest | - | - | - | $(4,340)$ | $(4,340)$ |
| Final dividends for 2006 (note 16) | - | - | $(11,820)$ | - | $(11,820)$ |
| Balance as at 30 June 2007 | 282,194 | 185,252 | 82,709 | 12,081 | 562,236 |
| Balance as at 1 January 2008 | 282,194 | 185,252 | 85,149 | 14,261 | 566,856 |
| Loss for the period | - | - | $(33,316)$ | (23) | $(33,339)$ |
| Transfer to the statutory reserve and enterprise expansion fund | - | 3,716 | $(3,716)$ | - | - |
| Re-purchase and cancellation of shares of the Company | $(10,968)$ | - | - | - | $(10,968)$ |
| Final dividends for 2007 (note 16) | - | - | $(4,061)$ | - | $(4,061)$ |
| Balance as at 30 June 2008 | 271,226 | 188,968 | 44,056 | 14,238 | 518,488 |

The notes on pages 10 to 20 form an integral part of this condensed consolidated interim financial information.

## Condensed Consolidated Interim Cash Flow Statement

(All amounts in Renminbi Yuan thousands unless otherwise stated)

|  | Six months ended 30 June |  |
| :---: | :---: | :---: |
|  | $2008$ <br> Unaudited | $2007$ <br> Unaudited |
| Cash used in operating activities - net | $(22,455)$ | $(43,166)$ |
| Cash flows from investing activities |  |  |
| Purchase of property, plant and equipment | $(3,697)$ | $(7,648)$ |
| Purchase of intangible assets | - | (540) |
| Interest received | 637 | 286 |
| Cash used in investing activities - net | $(3,060)$ | $(7,902)$ |
| Cash flows from financing activities |  |  |
| Re-purchase and cancellation of the shares of the Company | $(10,968)$ | - |
| Proceeds from borrowings | 55,612 | 105,387 |
| Repayments of borrowings | $(45,498)$ | $(79,040)$ |
| Dividends paid to the shareholders of the Company | $(4,061)$ | $(11,820)$ |
| Cash (used in)/generated from financing activities - net | $(4,915)$ | 14,527 |
| Net decrease in cash and cash equivalents | $(30,430)$ | $(36,541)$ |
| Cash and cash equivalents at beginning of the period | 160,895 | 100,834 |
| Exchange loss on cash and cash equivalents | (867) | (365) |
| Cash and cash equivalents at end of the period | 129,598 | 63,928 |

The notes on pages 10 to 20 form an integral part of this condensed consolidated interim financial information.

## Notes to the Condensed Consolidated Interim Financial Information

(All amounts in Renminbi Yuan thousands unless otherwise stated)

## 1. GENERAL INFORMATION

Jolimark Holdings Limited (the "Company") and its subsidiaries (the "Group") are principally engaged in the manufacture and sale of business equipment, tax control equipment, projectors and other electronic products in the People's Republic of China (the "PRC").

The Company was incorporated in the Cayman Islands on 22 July 2004 as an exempted company with limited liability under the Companies Law (2003 Revision) of the Cayman Islands. The address of its registered office is Clifton House, 75 Fort Street, PO Box 1350 GT, George Town, Grand Cayman, Cayman Islands.

The Company has its primary listing on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on 29 June 2005.

This condensed consolidated interim financial information was approved for issue by the board of directors of the Company on 22 September 2008.

## 2. BASIS OF PREPARATION

The condensed consolidated interim financial information for the six months ended 30 June 2008 has been prepared in accordance with Hong Kong Accounting Standard 34 ("HKAS 34") "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants. The condensed consolidated interim financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2007.

## 3. SIGNIFICANT ACCOUNTING POLICIES

Except as described below, the accounting policies adopted are consistent with those of the annual financial statements for the year ended 31 December 2007, as described in those annual financial statements.
(a) Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss of the Group are financial assets held for trading. A financial asset is classified in this category if acquired principally for the purpose of selling in the short term. Assets in this category are classified as current assets.

Financial assets at fair value through profit or loss are initially recognised at fair value, and transaction costs are expensed in the income statement. They are subsequently carried at fair value and are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership. The fair values of quoted investments are based on their current bid prices in an active market. If the market for a financial asset is not active, the Group established fair value by using valuation techniques.

## Notes to the Condensed Consolidated Interim Financial Information

(All amounts in Renminbi Yuan thousands unless otherwise stated)

## 3. SIGNIFICANT ACCOUNTING POLICIES (continued)

(a) Financial assets at fair value through profit or loss (continued)

Gains or losses arising from changes in the fair value of the financial assets at fair value through profit or loss are presented in the income statement within "other gains/losses - net", in the period in which they arise. Dividend income from financial assets at fair value through profit or loss is recognised in the income statement as part of other income when the Group's right to receive payments is established.

Cash flow in connection with acquisition and disposal of and dividend from financial assets at fair value through profit or loss is presented within "operating activities" in the cash flow statement.
(b) The following new standards, amendments to standards or interpretations are mandatory for the first time for the financial year beginning 1 January 2008 but are not relevant to the Group

- HK(IFRIC)-Int 11, "HKFRS 2 - Group and treasury share transactions";
- HK(IFRIC)-Int 12, "Service concession arrangements";
- HK(IFRIC)-Int 14, "HKAS 19 - the limit on a defined benefit asset, minimum funding requirements and their interaction".


## 4. SEGMENT INFORMATION

No business segment information of the Group is presented as the Group's revenue, expenses, assets, liabilities and capital expenditure are primarily attributable to the manufacturing and sales activities of printer, tax control equipment, projectors and other electronic products.

The directors of the Company are of the view that the presentation of geographical segment information is not meaningful since the Group's production is based in the PRC, and there is no substantial difference in risk and reward of revenue derived from markets in or out of the PRC.

## Notes to the Condensed Consolidated Interim Financial Information

(All amounts in Renminbi Yuan thousands unless otherwise stated)

## 5. CAPITAL EXPENDITURE

|  | Property, plant and equipment | Land use right | Intangible assets |
| :---: | :---: | :---: | :---: |
| Six months ended 30 June 2007 |  |  |  |
| Opening net book amount as at 1 January 2007 | 101,901 | 11,478 | 3,019 |
| Additions | 7,648 | - | 540 |
| Disposals | (74) | - | $(1,692)$ |
| Depreciation and amortisation charge | $(6,865)$ | (144) | (167) |
| Closing net book amount as at 30 June 2007 | 102,610 | 11,334 | 1,700 |
| Six months ended 30 June 2008 |  |  |  |
| Opening net book amount as at 1 January 2008 | 99,851 | 11,189 | 1,681 |
| Additions | 4,460 | - | - |
| Disposals | (1) | - | - |
| Depreciation and amortisation charge | $(6,087)$ | (144) | (92) |
| Closing net book amount as at 30 June 2008 | 98,223 | 11,045 | 1,589 |

Certain equipments of the Group with carrying values of approximately RMB17,338,000 (31 December 2007: RMB19,443,000) had been pledged for bank borrowings (note 11).
6. TRADE AND OTHER RECEIVABLES

|  | As at |  |
| :---: | :---: | :---: |
|  | 30 June <br> 2008 | 31 December 2007 |
| Trade receivables <br> — Third parties <br> — Related parties (note 17) | $\begin{array}{r} 149,521 \\ 6,392 \end{array}$ | $\begin{array}{r} 197,107 \\ 8,121 \end{array}$ |
| Less: provision for impairment of receivables | $\begin{gathered} 155,913 \\ (5,165) \end{gathered}$ | $\begin{array}{r} 205,228 \\ (4,567) \end{array}$ |
| Trade receivables - net | 150,748 | 200,661 |
| Prepayments <br> — Third parties <br> — Related parties (note 17) | $\begin{array}{r} 25,237 \\ 5,697 \end{array}$ | $\begin{array}{r} 30,897 \\ 7,124 \end{array}$ |
| Other receivables <br> - Third parties <br> - Associates <br> — Related parties (note 17) | $\begin{aligned} & 9,689 \\ & 1,570 \\ & 8,825 \end{aligned}$ | $\begin{array}{r} 14,552 \\ 1,801 \\ 8,960 \end{array}$ |
|  | 201,766 | 263,995 |

## Notes to the Condensed Consolidated Interim Financial Information

(All amounts in Renminbi Yuan thousands unless otherwise stated)

## 6. TRADE AND OTHER RECEIVABLES (continued)

As at 30 June 2008, the fair value of trade and other receivables approximate their carrying amounts.

The Group's sales to corporate customers are entered into on credit terms ranging from 30 to 180 days or extended as considered appropriate by the directors of the Company. At 30 June 2008, the ageing analysis of the trade receivables, including amounts due from related parties of trading in nature, were as follows:

|  | As at |  |
| :--- | ---: | ---: |
|  | 30 June | 31 December |
|  | 2008 | 2007 |
| $0-30$ days | $\mathbf{5 6 , 2 2 4}$ | 109,742 |
| $31-90$ days | $\mathbf{2 3 , 8 1 2}$ | 27,805 |
| $91-180$ days | $\mathbf{1 2 , 3 5 9}$ | 28,824 |
| $181-365$ days | $\mathbf{4 4 , 8 4 5}$ | 33,198 |
| Over 365 days | $\mathbf{1 8 , 6 7 3}$ | 5,659 |
|  | $\mathbf{1 5 5 , 9 1 3}$ | $\mathbf{2 0 5 , 2 2 8}$ |

There is no concentration of credit risk with respect to trade receivable as the customers of the Group are widely dispersed.
7. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

|  | As at |  |
| :--- | ---: | ---: |
|  | 30 June | 31 December |
| 2007 |  |  |
| Listed securities | 2008 |  |
| - Equity securities - Hong Kong | 3,748 | - |
| - Equity securities - the PRC | $\mathbf{1 8 , 2 9 4}$ | - |
| Market value of listed securities | $\mathbf{2 2 , 0 4 2}$ | - |

## Notes to the Condensed Consolidated Interim Financial Information

(All amounts in Renminbi Yuan thousands unless otherwise stated)
8. RESTRICTED CASH

|  | As at |  |
| :--- | ---: | ---: |
|  | 30 June | 31 December |
| 2007 |  |  |
| Bank deposits as securities for bank borrowings | $\mathbf{2 0 0 8}$ | $\mathbf{1 0 , 0 0 0}$ |

As at 30 June 2008, the bank deposits of the Group of approximately RMB10,000,000 (31 December 2007: nil) were pledged as securities for the Group's borrowings (note 11). Such guarantee will be released after the repayment of the relevant borrowings.
9. SHARE CAPITAL AND PREMIUM

|  | Number of ordinary shares of HK\$0.01 each | Nominal value of ordinary shares HK\$'000 | Equivalent nominal value of ordinary shares <br> RMB’000 | Share premium RMB'000 | Total <br> RMB'000 |
| :---: | :---: | :---: | :---: | :---: | :---: |
| At 1 January 2007 and 30 June 2007 | 597,210,000 | 5,972 | 6,299 | 275,895 | 282,194 |
| Opening balance 1 January 2008 | 597,210,000 | 5,972 | 6,299 | 275,895 | 282,194 |
| Repurchase and cancellation of the shares of the Company (note (a)) | $(20,000,000)$ | (200) | (184) | $(10,784)$ | $(10,968)$ |
| At 30 June 2008 | 577,210,000 | 5,772 | 6,115 | 265,111 | 271,226 |

(a) The Company repurchased 20,000,000 of its own shares through purchases on the Stock Exchange during the six months ended 30 June 2008. The shares have been cancelled upon being repurchased. The total consideration inclusive of handling fee paid to acquire the shares amounted to approximately HK\$11,942,000 (equivalent to RMB10,968,000).

## Notes to the Condensed Consolidated Interim Financial Information

(All amounts in Renminbi Yuan thousands unless otherwise stated)
10. TRADE AND OTHER PAYABLES

|  | As at |  |
| :--- | ---: | ---: |
|  | $\mathbf{3 0}$ June | 31 December |
| 2007 |  |  |
| Trade payables | $\mathbf{2 0 0 8}$ | $\mathbf{2 0 0 7}$ |
| - Third parties | $\mathbf{7 4 , 7 7 7}$ | $\mathbf{7 8 , 4 4 4}$ |
| - Related parties (note 17) | $\mathbf{2 , 4 7 3}$ | 3,366 |
|  | $\mathbf{7 7 , 2 5 0}$ | 81,810 |
| Other payables to third parties | $\mathbf{1 5 , 2 2 1}$ | $\mathbf{2 0 , 4 0 6}$ |
| Advances from customers | $\mathbf{7 , 3 3 9}$ | $\mathbf{7 , 5 8 1}$ |
|  | $\mathbf{9 9 , 8 1 0}$ | $\mathbf{1 0 9 , 7 9 7}$ |

At 30 June 2008, the ageing analysis of the trade payables was as follows:

|  | As at |  |
| :--- | ---: | ---: |
|  | $\mathbf{3 0}$ June | 31 December |
|  | $\mathbf{2 0 0 8}$ | 2007 |
| $\mathbf{0 - 3 0}$ days | $\mathbf{3 5 , 8 9 8}$ | 34,158 |
| $31-90$ days | $\mathbf{3 6 , 0 8 6}$ | 38,973 |
| $91-180$ days | $\mathbf{1 , 5 3 6}$ | 1,725 |
| $181-365$ days | $\mathbf{9 8 7}$ | 1,391 |
| Over 365 days | $\mathbf{2 , 7 4 3}$ | 5,563 |
|  | $\mathbf{7 7 , 2 5 0}$ | $\mathbf{8 1 , 8 1 0}$ |

## Notes to the Condensed Consolidated Interim Financial Information

(All amounts in Renminbi Yuan thousands unless otherwise stated)
11. BORROWINGS

\left.|  | As at |  |
| :--- | ---: | ---: |
|  | 30 June | 31 December |
| 2007 |  |  |$\right]$

Bank borrowings of RMB24,867,000 (31 December 2007: RMB10,957,000) were secured by pledge of the equipments of the Group amounting to RMB17,338,000 (31 December 2007: RMB19,443,000) and restricted cash of the Group amounting to RMB10,000,000 (31 December 2007: nil).

Movements in borrowings are analysed as follows:

|  | For the six months ended |  |
| :--- | ---: | ---: |
|  | 30 June 2008 | 30 June 2007 |
| Opening amount | $\mathbf{5 6 , 5 0 9}$ | 57,809 |
| Addition of borrowings | $\mathbf{5 5 , 6 1 2}$ | 105,387 |
| Repayment of borrowings | $\mathbf{( 4 5 , 4 9 8 )}$ | $(79,040)$ |
| Exchange gain | $\mathbf{( 2 , 1 7 3 )}$ | $(823)$ |
| Closing amount | $\mathbf{6 4 , 4 5 0}$ | $\mathbf{8 3 , 3 3 3}$ |

Interest expenses on borrowings for the six months ended 30 June 2008 amounted to RMB1,812,000 (six months ended 30 June 2007: RMB2,902,000).

The Group has the following undrawn borrowing facilities:

|  | As at |  |
| :--- | ---: | ---: |
|  | 30 June | 31 December <br> 2007 |
| Floating rate <br> - expiring within one year | $\mathbf{2 0 0 8}$ |  |

## Notes to the Condensed Consolidated Interim Financial Information

(All amounts in Renminbi Yuan thousands unless otherwise stated)
12. OTHER LOSSES

|  | For the six months ended |  |
| :--- | ---: | ---: |
|  | $\mathbf{3 0}$ June | 30 June |
| Net foreign exchange losses | $\mathbf{2 0 0 8}$ | 2007 |
| Fair value losses on financial assets at fair value through profit or loss | $\mathbf{6 3 4}$ | 139 |
|  | $\mathbf{7 , 3 0 8}$ | - |

13. OPERATING (LOSS)/PROFIT

The following items have been charged to the operating loss during the period:

|  | For the six months ended |  |
| :--- | ---: | ---: |
|  | 30 June 2008 | 30 June 2007 |
| Write-down of inventories | $\mathbf{1 , 7 9 5}$ | - |
| Provision for bad debts | $\mathbf{5 9 8}$ | - |

## 14. INCOME TAX CREDIT

|  | For the six months ended |
| :--- | ---: |
|  | 30 June 2008 |
| Current income tax |  |
| — Hong Kong profits tax 2007 |  |
| — PRC enterprise income tax | $\mathbf{( 2 1 1 )}$ |
| Deferred income tax | $\mathbf{( 1 , 3 4 4 )}$ |
|  | $\mathbf{2 , 1 3 3}$ |

## Hong Kong profits tax

Hong Kong profits tax has been provided at the rate of $16.5 \%$ for the six months ended 30 June 2008 (six months ended 30 June 2007: nil).

## Notes to the Condensed Consolidated Interim Financial Information

(All amounts in Renminbi Yuan thousands unless otherwise stated)

## 14. INCOME TAX CREDIT (continued)

## PRC enterprise income tax

PRC enterprise income tax of the Group's entities established in the mainland China, mainly Jiangmen Kong Yue Jolimark Information Technology Limited ("Kongyue Jolimark") and Kong Yue Electronics \& Information Industry (Xinhui) Limited ("Kongyue Information"), is provided on the basis of the profit for statutory financial reporting purposes, adjusted for income and expenses items, which are not assessable or deductible for income tax purpose. The effective enterprise income tax rate of Kongyue Jolimark and Kongyue Information are $12 \%$ and $25 \%$, respectively, for the six months ended 30 June 2008 (six months ended 30 June 2007: 12\% and 12\%, respectively).

## 15. (LOSS)/EARNING PER SHARE

Basic (loss)/earning per share is calculated by dividing the (loss)/profit attributable to shareholders of the Company by the weighted average number of ordinary shares in issue during the period.

|  | For the six months ended |  |
| :--- | ---: | ---: | ---: |
|  | 30 June 2008 | $\mathbf{3 0}$ June 2007 |
| (Loss)/profit attributable to shareholders of the Company | $\mathbf{( 3 3 , 3 1 6 )}$ | 2,250 |
| Weighted average number of ordinary shares in issue (thousands) | $\mathbf{5 8 8 , 8 8 3}$ | 597,210 |
| Basic (loss)/earning per share (RMB per share) | $\mathbf{( 0 . 0 5 7 )}$ | 0.004 |

Diluted (loss)/earning per share is equal to basic (loss)/earning per share as there were no potential dilutive shares in issue during the six months ended 30 June 2008 and 2007, respectively.

## 16. DIVIDEND

(a) A final dividend in respect of 2007 of $H K \$ 0.008$ per ordinary share, totaling approximately $H K \$ 4,778,000$ (equivalent to RMB4, 061,000 ) has been declared in the Company's Annual General Meeting on 23 May 2008 and paid during the six months ended 30 June 2008.

A final dividend in respect of 2006 of $\mathrm{HK} \$ 0.02$ per ordinary share, totaling approximately $\mathrm{HK} \$ 11,944,000$ (equivalent to RMB11,820,000) has been declared in the Company's Annual General Meeting on 29 May 2007 and paid during the six months ended 30 June 2007.
(b) At a meeting held on 22 September 2008, the directors of the Company determined that no interim dividend would be declared for the six months ended 30 June 2008 (six months ended 30 June 2007: nil).

## Notes to the Condensed Consolidated Interim Financial Information

(All amounts in Renminbi Yuan thousands unless otherwise stated)

## 17. SIGNIFICANT RELATED-PARTY TRANSACTIONS

The directors of the Company regard the Au Family, which composed of Mr. Au Pak Yin, Ms. Tai Noi Kit, Mr. Au Kwok Lun, Mr. Ou Guo Liang and Ms. Ou Ri Ai, to be the beneficial owners of the Company. Mr. Au Pak Yin, Mr. Au Kwok Lun and Mr. Ou Guo Liang are also executive directors of the Company.

Save as disclosed elsewhere in the condensed interim consolidated financial information, significant related party transactions, which were carried out in the normal course of the Group's business are as follows:
(i) Purchases of goods, machinery and services

|  | For the six months ended |  |
| :--- | ---: | ---: |
|  | 30 June 2008 | 30 June 2007 |
| Purchases of goods from related parties controlled by Au Family (note (a)) | $\mathbf{1 1 , 2 4 7}$ | 14,048 |
| Rental expenses paid to a related party controlled by Au Family (note (b)) | $\mathbf{2 0 2}$ | 248 |
| Rental expenses paid to a director of the Company (note (b)) | $\mathbf{-}$ | 825 |
| Handling fee charged by a related party controlled by Au Family (note (c)) | $\mathbf{5 5 2}$ | $\mathbf{3 1 6}$ |

(ii) Key management compensation

|  | For the six months ended |  |
| :--- | ---: | ---: |
|  | 30 June 2008 | 30 June 2007 |
| Salary and other short-term employee benefits | $\mathbf{2 , 6 4 1}$ | 2,934 |

(iii) Period-end balances with related parties

|  | As at |  |
| :--- | ---: | ---: |
|  | 30 June | 31 December |
| 2007 |  |  |
| Receivables from related parties controlled by Au Family (note (d)) | $\mathbf{2 0 0 8}$ | $\mathbf{2 0 , 9 1 4}$ |
| Payables to related parties controlled by Au Family (note (d)) | $\mathbf{2 , 4 7 3}$ | 3,205 |

## Notes to the Condensed Consolidated Interim Financial Information

(All amounts in Renminbi Yuan thousands unless otherwise stated)

## 17. SIGNIFICANT RELATED-PARTY TRANSACTIONS (continued)

Notes:
(a) Purchase of goods were negotiated with related parties in a normal course of business with a margin on the same basis as non-related parties.
(b) Rental expenses were determined with reference to the prevailing rental market price and in accordance with the terms of underlying agreement. Rental expenses paid to a director of the Company were related to lease of an office building. This rental agreement was terminated in November 2007, which resulted in a significant decrease in the rental expenses in the six months ended 30 June 2008.
(c) Handling fee represent service charge for handling customs documents for the Group during import process, which is calculated based on approximately $1 \%$ of the aggregate value of goods handled by the related party.
(d) Balances with related parties were unsecured, interest free and had no fixed terms of repayments.

## Other Information

## DISCLOSURE OF INTERESTS

## (a) Interests and short positions of the Directors and chief executives of the Company

As at 30 June 2008, the interests and short positions of the Directors and chief executive in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of the Securities and Futures Ordinance ("SFO") which are required to be notified the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have taken under such provisions of the SFO) or which are required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which are required, pursuant to the Model Code for Securities Transactions by Directors of Listed Companies to be notified to the Company and the Stock Exchange were as follows:

|  | Company/name of <br> associated corporation | Capacity | Number of shares <br> held (Note 1) |
| :--- | :--- | :--- | :--- |
| Mame of Director | Company | Interest in controlled <br> corporation (Note 2) | 364,311,533 shares (L) |

## Notes:

1. The letter " $L$ " denotes the Director's long position in such securities.
2. $364,311,533$ Shares were owned by Kytronics. The issued share capital of Kytronics is owned as to $20 \%$ by each of Mr. Au and his spouse Ms. Tai Noi Kit. Mr. Au is therefore deemed to be interested in these shares by virtue of his interests in Kytronics pursuant to Part XV of the SFO.
3. Each of Mr. Au and his spouse, Ms Tai Noi Kit is the beneficial owner of an ordinary share in Kytronics.

Save as disclosed above, as at 30 June 2008, none of the Directors or chief executives of the Company had any interests or short positions in the Shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which are required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO) or which required, pursuant to section 352 of the SFO to be entered in the register referred to therein or which are required, pursuant to the Model Code for Securities Transactions by Directors of Listed Companies, to be notified to the Company and the Stock Exchange.

## Other Information

## (b) Substantial shareholders and other person's interest in the Shares

As at 30 June 2008, as far as is known to the Directors and the chief executive of the Company, the following person (not being a Director or chief executive of the Company) had an interest of short position in the Shares or underlying shares of the Company which would fall to be disclosed to the Company under provisions of Divisions 2 and 3 of Part XV of the SFO:

|  | Company/Name <br> of associated <br> corporation | Capacity | Percentage of |
| :--- | :--- | :--- | ---: |
| Name | Number of <br> shares held | total issued share <br> capital (Note 1) |  |


| Kytronics | Company | Beneficial Owner | 364,311,533 (Note 2) | 63.12\%(L) |
| :---: | :---: | :---: | :---: | :---: |
| Tai Noi Kit | Kytronics Holdings <br> Limited <br> ("Kytronics") | Interest in controlled corporation | 364,311,533 (Note 2) | 63.12\%(L) |
| Kent C. McCarthy | Company | Interest in controlled corporation | 61,742,000 (Note 3) | 10.70\%(L) |
| Martin Currie (Holdings) Limited | Company | Interest in controlled corporation | 40,264,000 (Note 4) | 6.98\% (L) |
| Credit Suisse Group | Company | Interest in controlled corporation | 35,598,000 (Note 5) | 6.17\%(L) |

## Notes:

1. The letter "L" denotes the person's long position in such securities.
2. $364,311,533$ Shares were owned by Kytronics. The issued share capital of Kytronics Holdings is owned as to $20 \%$ by each of Mr. Au Pak Yin and his spouse Ms. Tai Noi Kit. Mr. Au is therefore deemed to be interested in these shares by virtue of his interests in Kytronics pursuant to Part XV of the SFO.
3. The $61,742,000$ shares were held by Buffalo Jayhawk China Fund and Jayhawk Institutional Partners L.P., all being companies wholly-owned by Mr. Kent C. McCarthy.
4. The 40,264,000 shares were held by Martin Currie Inc. and Martin Currie Investment Management, both being companies wholly owned by Martin Currie (Holdings) Limited.
5. The $35,598,000$ shares were held through wholly owned subsidiaries of Credit Suisse Group. By virtue of the SFO, Credit Suisse Group was deemed to have interest in the shares held by its wholly owned subsidiaries.

Saved as disclosed above, the Directors and the chief executive of the Company are not aware of any person (other than a Director or chief executive of the Company) who, as at 30 June 2008, had any interest or short position in the Shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO.

## Other Information

## SHARE OPTION SCHEME

During the six months period under review ended 30 June 2008, no share options were granted under the Scheme.

## PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the six months ended 30 June 2008, the Company purchased a total of 20,000,000 Company's listed shares on the Stock Exchange and such shares were then subsequently cancelled. Details of the repurchase of shares are summarised as follows:


Save as disclosed above, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the period under review.

## THE CODE ON CORPORATE GOVERNANCE PRACTICES

The Directors consider that during the six months ended 30 June 2008, the Company has complied with the Code on Corporate Governance Practices as set out in Appendix 14 under the Rules Governing the Listing of Securities ("Listing Rules") on the Stock Exchange.

## MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in Appendix 10 under the Listing Rules as the model code for securities transactions by the relevant Directors. The Company has made specific enquiry of all Directors and the Directors confirmed that, during the six months ended 30 June 2008, they have complied with all the relevant requirements set out in the Model Code.

## AUDIT COMMITTEE

The audit committee has reviewed this interim report and has recommended their adoption by the Board.

## Other Information

## REMUNERATION COMMITTEE

The Company has established a remuneration committee to consider the remunerations for the Directors and senior management of the Company. The remuneration committee comprises Mr. Lai Ming, Joseph (chairman), Mr. Meng Yan and Mr. Xu Guangmao who are all Independent Non- Executive Directors and Mr. Au Kwok Lun who is an Executive Director.

By order of the Board
Jolimark Holdings Limited
Au Pak Yin
Chairman

Hong Kong, 22 September 2008


[^0]:    * Gearing ratio: Borrowings/Total Assets

[^1]:    The notes on pages 10 to 20 form an integral part of this condensed consolidated interim financial information.

