



**CCTECH**

中建科技國際有限公司

2008 Interim Report

Stock Code : 261







# chairman's letter

## FINANCIAL HIGHLIGHTS

HK\$ million	Six months ended 30 June	
	2008 (Unaudited)	2007 (Unaudited)
Turnover	1,354	1,562
Loss for the period	(123)	(56)

## CHAIRMAN'S LETTER

On behalf of the board of CCT Tech International Limited, I am pleased to announce the interim results of the Group for the six months ended 30 June 2008.

Our core manufacturing business continued to experience difficulties and challenges in the first half of the financial year 2008. Due to slowdown in consumer spending in the global market and keen market competition, the turnover of the Group for the first half of the financial year 2008 decreased by approximately 13.3% to approximately HK\$1,354 million. As a result of the combined effect of decrease of turnover, high material costs and rising labour and other production costs and appreciation of RMB, the Group reported a loss of approximately HK\$123 million for the six months ended 30 June 2008, an increase of 119.6% as compared to a loss of HK\$56 million in the corresponding previous period.

Despite difficult business conditions, our financial position remains healthy. The Group has undertaken a number of initiatives to improve its competitiveness and efficiency and to control its costs. As a result of such strategies, the Group's loss for the six months ended 30 June 2008 is slightly less than that for the six months ended 31 December 2007.

## INTERIM DIVIDEND

In order to conserve cash for ongoing business operations and future growth, the directors do not recommend payment of an interim dividend for the six months ended 30 June 2008 (30 June 2007: nil).

## REVIEW OF OPERATIONS

Affected by the falling domestic demand in the US and the weakening of the global economy stemmed from the downturn of the housing market and the sub-prime mortgage financial crisis in the US, sales orders from our customers slowed down. Average selling price of our products decreased as a result of market competition and weakening demand. These factors directly affected the performance of the Group's manufacturing business for the six months ended 30 June 2008 which recorded a significant drop in turnover during the period under review by approximately 13.3% to HK\$1,354 million.

The runaway petroleum price in the first half of 2008 pushed up costs of oil-based materials, especially plastic resins. The robust economy in the developing countries including the PRC also caused prices of commodities to increase. Higher commodity prices fed into increased costs of materials and components used in our manufacturing. Another factor that affected our performance most is the deteriorating operating environment for factories operating in the Guangdong Province. Our Guangdong factories continued to encounter acute shortage of labour, shortage of electricity, surge in the costs of labour, energy and overheads, and the continued appreciation of RMB which all have adverse impact to our production costs and efficiency. The combined effect of the drop in turnover and selling price on one hand and the jump in costs and overheads on the other hand undermined the margin of our manufacturing business. As a result, the Group reported a significant operating loss of approximately HK\$123 million for the six months ended 30 June 2008, as compared to a loss of approximately HK\$56 million for the six months ended 30 June 2007, representing an increase of approximately 119.6%.

In order to combat the adverse business conditions which are out of our control, the Group has undertaken a number of initiatives which include re-engineering of products, increasing production automation and costs reduction and controls in order to improve competitiveness and efficiency. Such strategies have gradually shown effect. The loss of the Group for the first half of 2008 is in fact slightly less than that for the second half of 2007.

Despite the difficult environment, the Group maintains its leading position in the manufacturing of cordless phones. Our customer base includes many of the global leading distributors, renowned brands and major fixed line telephone operators. Technology remains our core strength. Our strong research and development team continues to be our key strength which has continued to bring in new technology to our product development as well as in the areas of the costs and efficiencies improvement. We have also adopted a wide range of strategies to gain our competitive edge. Measures have been implemented to look right across the whole operations for ways to drive better efficiencies and lift productivity.

## OUTLOOK

The outlook of global economy is still uncertain and remains difficult and full of challenges. The bankruptcy of the US investment bank, Lehman Brothers, has widened and deepened the financial turmoil. It is uncertain as to when the credit crunch and the woes of the US economy will be resolved. The weak global demand of our telecom products, the production issues and rising production costs will remain key challenges to our manufacturing business in the near future. However, we are still cautiously optimistic in the long-term future of our core manufacturing business. We believe our strong and resilient management team will enable the Group to weather out the storm and regain a strong financial foothold. The measures and initiatives taken by the Group to improve its competitiveness have shown effect. I am pleased to report that the margin of our core manufactures business has shown improvement after 30 June 2008, which is an encouraging sign. We believe that as the financial crisis settles down and the global economy recovers in the future, with our strength and competitiveness, we will be well placed to revive.

## ACKNOWLEDGEMENTS

On behalf of the Board, I would like to take this opportunity to express our appreciation and gratitude to the senior management and all staff for their support, hard work and dedication over the years. We would also like to express our sincere thanks to our shareholders, bankers, investors, customers and suppliers for their continued encouragement and strong support to the Group.

**Mak Shiu Tong, Clement**  
*Chairman*

Hong Kong, 19 September 2008

# financial review

## HIGHLIGHTS ON FINANCIAL RESULTS

HK\$ million	Six months ended 30 June		
	<b>2008</b> <b>(Unaudited)</b>	2007 (Unaudited)	% Increase/ (decrease)
Turnover	<b>1,354</b>	1,562	(13.3%)
Loss for the period	<b>(123)</b>	(56)	119.6%

### Discussion on financial results

Turnover of the Group for the six months ended 30 June 2008 amounted to HK\$1,354 million which represents a decrease of approximately 13.3% as compared to that of the corresponding period. The decrease in turnover was mainly caused by the falling US domestic demand and the weakening of the global economy.

Owing to the drop in the average selling price of our telecom products, combined with increase in the production costs, our margin was eroded. As a result, the Group continued to report a loss of HK\$123 million for the six months period ended 30 June 2008, which represents an increase of approximately 119.6% as compared to the corresponding period.

### Analysis by Business Segment

HK\$ million	Turnover (including bank interest income)		Loss before bank interest income, finance costs and tax	
	<b>2008</b> <b>(Unaudited)</b>	2007 (Unaudited)	<b>2008</b> <b>(Unaudited)</b>	2007 (Unaudited)
Telecom and electronic products	<b>1,354</b>	1,562	<b>(110)</b>	(21)



During the period under review, Group's turnover and operating result was derived from the manufacture and sale of telecom and electronic products. The decrease in turnover during the period under review was caused by reduction in sales volume and decrease in average selling prices of products. The Group reported an operating loss (i.e. loss before bank interest income, finance costs and tax) of approximately HK\$110 million for the six months ended 30 June 2008, as compared to an operating loss of approximately HK\$21 million in previous corresponding period. The increase in loss was caused by decreased in turnover and significant increase in the production costs.

### Analysis by Geographical Segment

HK\$ million	Turnover (including bank interest income)				
	2008		2007		
	Amount (Unaudited)	Relative %	Amount (Unaudited)	Relative %	% decrease
US	<b>641</b>	<b>47.3%</b>	802	51.3%	(20.1%)
Asia Pacific Region	<b>489</b>	<b>36.1%</b>	535	34.3%	(8.6%)
Europe	<b>224</b>	<b>16.6%</b>	225	14.4%	—
<b>Total</b>	<b>1,354</b>	<b>100.0%</b>	1,562	100.0%	(13.3%)

The US market remained the largest market of the Group, accounting for approximately 47.3% (corresponding period: 51.3%) of the Group's turnover in the first half of the year. Affected by the woes of US economy and the falling US domestic demand, our sales to the US market for the six months period ended 30 June 2008 dropped significantly to approximately HK\$641 million from approximately HK\$802 million in previous corresponding period, down approximately 20.1%. The sales to Asia Pacific region decreased by approximately 8.6% and accounted for approximately 36.1% (corresponding period: 34.3%) of the Group's turnover. Our sales to Europe market was less affected by the weak market condition and posted a turnover of approximately HK\$224 million, similar to that of previous corresponding period. The sales to the Europe market contributed approximately 16.6% (corresponding period: 14.4%) of the Group's total turnover for the six months ended 30 June 2008.

**HIGHLIGHTS ON FINANCIAL POSITION**

HK\$ million	<b>30 June 2008 (Unaudited)</b>	31 December 2007 (Audited)	% increase/ (decrease)
Non-current assets	<b>806</b>	842	(4.3%)
Financial asset at fair value through profit or loss	—	28	N/A
Cash and cash equivalents	<b>440</b>	476	(7.6%)
Non-current liabilities	<b>107</b>	35	205.7%
Shareholders' funds	<b>929</b>	1,051	(11.6%)

**Discussion on financial position**

Total non-current assets decreased by approximately 4.3% during the period, attributable mainly to the depreciation of fixed assets and the amortisation of the deferred development costs after setting off the additions to non-current assets during the period.

Financial asset at fair value as at 31 December 2007 represents our investment in equity-linked deposits in order to earn higher yield return from the surplus fund. The equity-linked deposit was matured and realized at a gain during the six months ended 30 June 2008. As at 30 June 2008, the Group did not have any financial asset at fair value through profit or loss.

Decrease in cash and cash equivalents by approximately 7.6% was mainly attributable to net cash used for operations and the net cash outflow from investing and financing activity during the six months ended 30 June 2008.

Non-current liabilities increased by approximately 205.7% to HK\$107 million as at 30 June 2008. The increase in non-current liabilities was mainly due to the new bank loans raised to fund capital expenditure and working capital for our manufacturing operations.

Shareholders' funds decreased by approximately 11.6% from HK\$1,051 million to HK\$929 million as at 30 June 2008 due mainly to the loss attributable to the equity holders of the Company during the first half of the year.

**CAPITAL STRUCTURE AND GEARING RATIO**

HK\$ million	30 June 2008		31 December 2007	
	Amount (Unaudited)	Relative %	Amount (Audited)	Relative %
Total borrowings	286	23.5%	220	17.3%
Equity	929	76.5%	1,051	82.7%
Total capital employed	1,215	100.0%	1,271	100.0%

The Group's gearing ratio increased to approximately 23.5% as at 30 June 2008 (31 December 2007: 17.3%) as a result of additional new bank loans borrowed to finance capital expenditure and working capital for our manufacturing operations. After taking into account the cash on hand, the Group did not have any net borrowings and in fact had a positive net cash balance (net of borrowings) of approximately HK\$240 million.

The Group's outstanding bank borrowings amounted to approximately HK\$286 million as at 30 June 2008 (31 December 2007: HK\$220 million). Amongst the total outstanding bank borrowings, HK\$103 million was repayable within two to five years. The balance of HK\$183 million was arranged on a short-term basis for ordinary business operations and was repayable within one year.

As at 30 June 2008, the maturity profile of the bank and other borrowings of the Group falling due within one year and in the second to the fifth year amounted to HK\$183 million and HK\$103 million, respectively (31 December 2007: HK\$189 million and HK\$31 million, respectively). There was no material effect of seasonality on the Group's borrowing requirements.

**LIQUIDITY AND FINANCIAL RESOURCES**

HK\$ million	30 June 2008 (Unaudited)	31 December 2007 (Audited)
Current assets	1,367	1,488
Current liabilities	1,137	1,244
Current ratio	120.2%	119.6%

Current ratio as at 30 June 2008 maintained at a healthy level of 120.2% (31 December 2007: 119.6%). As at 30 June 2008, the Group's cash balance amounted to HK\$526 million (31 December 2007: HK\$561 million), of which HK\$86 million (31 December 2007: HK\$85 million) was pledged for general banking facilities. Almost all of the Group's cash was placed on deposits with licensed banks in Hong Kong.

## **CAPITAL EXPENDITURE AND COMMITMENTS**

During the period under review, the Group incurred capital expenditure to acquired fixed assets and addition of intangible assets amounted to approximately HK\$41 million, which was mainly related to core manufacturing businesses of the Group.

As at 30 June 2008, capital commitment contracted by the Group but not yet provided for in the accounts amounted to approximately HK\$12 million (31 December 2007: HK\$16 million), which was mainly related to the capital expenditure in relation to the manufacturing operations. The capital commitment will be funded by internal resources and partly by bank borrowings.

## **TREASURY MANAGEMENT**

The Group employs a conservative approach to cash management and risk control. To achieve better risk control and efficient fund management, the Group's treasury activities are centralised.

During the period under review, the Group's receipts were mainly denominated in US dollars, with some in Hong Kong dollars and the Euros. Payments were mainly made in Hong Kong dollars, US dollars and Renminbi and some made in Euros. Cash was generally placed in short-term deposits denominated in Hong Kong dollars and US dollars. The Group's borrowings were principally made on floating rate basis.

The objective of the Group's treasury policies is to minimise risks and exposures due to the fluctuations in foreign currency exchange rates and interest rates. The Group does not have any significant interest rate risk as both the borrowings of the Group and the interest rates currently remain at low levels. In terms of foreign exchange exposures, the Group is principally exposed to two major currencies, namely the US dollar in terms of receipts and the Renminbi in terms of the production costs (including mainly wages and overheads) in China. For US dollar exposure, since the Hong Kong dollar remains pegged to the US dollar, the exchange fluctuation is not expected to be significant. In addition, as most of the Group's purchases are also made in US dollars, which are to be paid out of our sales receipts in US dollars, the management considers that the foreign exchange exposure risk for the US dollar is not material.

For Renminbi exposure, as our wages and overheads in our factories in China are paid in Renminbi, our production costs will rise due to the appreciation of Renminbi. Any further appreciation of the Renminbi in future will be of concern to all manufacturers with manufacturing facilities in China. The Group will continue to explore ways and methods to hedge future appreciation of Renminbi but we still cannot find any effective way to hedge RMB appreciation up to now.

## **ACQUISITIONS AND DISPOSALS OF MATERIAL SUBSIDIARIES AND ASSOCIATES**

The Group did not acquire or dispose of any material subsidiaries and associates during the period under review.

## **SIGNIFICANT INVESTMENT**

The Group did not hold any significant investment as at 30 June 2008 (31 December 2007: Nil).

## **PLEDGE OF ASSETS**

As at 30 June 2008, certain of the Group's assets with net book value of HK\$486 million (31 December 2007: HK\$497 million) and time deposits of approximately HK\$86 million (31 December 2007: HK\$85 million) were pledged to secure general banking facilities granted to the Group.

## **CONTINGENT LIABILITIES**

As at 30 June 2008, the Group did not have any significant contingent liabilities as at 30 June 2008.

## **EMPLOYEES AND REMUNERATION POLICY**

The total number of employees of the Group as at 30 June 2008 was 14,311 (31 December 2007: 12,919). Remuneration packages are normally reviewed on an annual basis. Apart from salary payments, other staff benefits include provident fund contributions, medical insurance coverage and performance related bonuses. Share options may also be granted to eligible employees and persons of the Group. As at 30 June 2008, there were no outstanding share options granted by the Company (31 December 2007: Nil).



# interim results

The Board of the Company is pleased to announce the unaudited consolidated results of the Group for the six months ended 30 June 2008 together with the comparative figures for the corresponding period in 2007 as follows:

## CONDENSED CONSOLIDATED INCOME STATEMENT

For the six months ended 30 June 2008

HK\$ million	Notes	Six months ended 30 June	
		2008 (Unaudited)	2007 (Unaudited)
REVENUE	3	<b>1,354</b>	1,562
Cost of sales		<b>(1,401)</b>	(1,508)
Gross profit/(loss)		<b>(47)</b>	54
Other income and gains	3	<b>25</b>	12
Selling and distribution costs		<b>(16)</b>	(21)
Administrative expenses		<b>(61)</b>	(70)
Equity-settled share option expenses		—	(13)
Other expenses		<b>(16)</b>	(7)
Finance costs		<b>(4)</b>	(7)
LOSS BEFORE TAX	4	<b>(119)</b>	(52)
Tax	5	<b>(4)</b>	(4)
LOSS FOR THE PERIOD		<b>(123)</b>	(56)
DIVIDEND	6	—	—
LOSS PER SHARE ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT	7		
— Basic		<b>(0.188 cents)</b>	(0.087 cents)
— Diluted		<b>N/A</b>	N/A

**CONDENSED CONSOLIDATED BALANCE SHEET**

30 June 2008

HK\$ million	Notes	<b>30 June 2008 (Unaudited)</b>	31 December 2007 (Audited)
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment		<b>537</b>	569
Investment properties		<b>178</b>	178
Prepaid land lease payments		<b>47</b>	48
Goodwill		<b>22</b>	22
Other intangible assets		<b>22</b>	25
<b>Total non-current assets</b>		<b>806</b>	842
<b>CURRENT ASSETS</b>			
Inventories		<b>189</b>	186
Trade and bills receivables	9	<b>613</b>	689
Prepayments, deposits and other receivables		<b>39</b>	24
Financial assets at fair value through profit or loss		—	28
Pledged time deposits		<b>86</b>	85
Cash and cash equivalents		<b>440</b>	476
<b>Total current assets</b>		<b>1,367</b>	1,488
<b>CURRENT LIABILITIES</b>			
Trade and bills payables	10	<b>829</b>	875
Tax payable		<b>11</b>	12
Other payables and accruals		<b>114</b>	168
Interest-bearing bank loans and other borrowings		<b>183</b>	189
<b>Total current liabilities</b>		<b>1,137</b>	1,244
<b>NET CURRENT ASSETS</b>		<b>230</b>	244
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<b>1,036</b>	1,086



**CONDENSED CONSOLIDATED BALANCE SHEET** (Continued)  
30 June 2008

HK\$ million	Notes	<b>30 June 2008 (Unaudited)</b>	31 December 2007 (Audited)
<b>NON-CURRENT LIABILITIES</b>			
Interest-bearing bank loans, secured		<b>103</b>	31
Deferred tax liabilities		<b>4</b>	4
<b>Total non-current liabilities</b>		<b>107</b>	35
<b>Net assets</b>		<b>929</b>	1,051
<b>EQUITY</b>			
Equity attributable to equity holders of the parent			
Issued capital	11	<b>654</b>	654
Reserves		<b>275</b>	397
<b>Total equity</b>		<b>929</b>	1,051

## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2008

HK\$ million	Attributable to equity holders of the parent						
	Issued capital (Unaudited)	Share premium account (Unaudited)	Capital reserve (Unaudited)	Exchange fluctuation reserve (Unaudited)	Share option reserve (Unaudited)	Accumulated losses (Unaudited)	Total (Unaudited)
At 1 January 2008	654	238	733	—	4	(578)	1,051
Exchange realignment	—	—	—	1	—	—	1
Loss for the period	—	—	—	—	—	(123)	(123)
At 30 June 2008	654	238	733	1	4	(701)	929
At 1 January 2007	644	182	733	—	—	(377)	1,182
Equity-settled share option arrangement	—	—	—	—	13	—	13
Issue of new shares upon exercise of share options	10	56	—	—	(9)	—	57
Loss for the period	—	—	—	—	—	(56)	(56)
At 30 June 2007	654	238	733	—	4	(433)	1,196

**CONDENSED CONSOLIDATED CASH FLOW STATEMENT**

For the six months ended 30 June 2008

HK\$ million	Six months ended 30 June	
	<b>2008</b> <b>(Unaudited)</b>	2007 (Unaudited)
NET CASH OUTFLOW FROM OPERATING ACTIVITIES	<b>(88)</b>	(46)
NET CASH OUTFLOW FROM INVESTING ACTIVITIES	<b>(14)</b>	(74)
NET CASH INFLOW FROM FINANCING ACTIVITIES	<b>66</b>	154
NET INCREASE /(DECREASE) IN CASH AND CASH EQUIVALENTS	<b>(36)</b>	34
Cash and cash equivalents at beginning of period	<b>476</b>	470
CASH AND CASH EQUIVALENTS AT END OF PERIOD	<b>440</b>	504
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS		
Cash and bank balances	<b>345</b>	338
Non-pledged time deposits with original maturity of less than three months when acquired	<b>95</b>	166
	<b>440</b>	504

## **NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

### **1. Basis of Preparation**

The unaudited condensed consolidated interim 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 Standards ("HKAS") 34 "Interim financial reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA").

The unaudited condensed consolidated interim financial statements should be read in conjunction with the audited annual financial statements of the Group for the year ended 31 December 2007.

### **2. Principal Accounting Policies**

The accounting policies adopted are consistent with those of the consolidated financial statements for the year ended 31 December 2007.

In the current interim period, the Group has applied a number of new standards, amendments and interpretations ("new HKFRSs") issued by the HKICPA, which are relevant to its operations and are effective for accounting periods beginning on or after 1 January 2008. The adoption of the new HKFRSs has no significant effect on the Group's accounting policies and amounts reported for the current and prior accounting periods in these condensed consolidated financial statements.

## 2. Principal Accounting Policies (Continued)

The Group has not early applied the following new and revised standards or interpretations that have been issued but are not yet effective. The directors anticipate that the application of these new standards or interpretations will have no material impact on the results and financial position of the Group.

HKAS 1 (Revised)	Presentation of Financial Statements <sup>2</sup>
HKAS 23 (Revised)	Borrowing Costs <sup>2</sup>
HKAS 27 (Revised)	Consolidated and Separate Financial Statements <sup>3</sup>
HKAS 32 & 1, Amendments	Puttable Financial Instruments and Obligations Arising On Liquidation <sup>2</sup>
HKFRS 2 (Amended)	Share-based Payment — Amendments Relating to Vesting Conditions and Cancellations <sup>2</sup>
HKFRS 3 (Revised)	Business Combinations <sup>3</sup>
HKFRS 8	Operating Segments <sup>2</sup>
HK(IFRIC)-Int 13	Customer Loyalty Programmes <sup>1</sup>
HK(IFRIC)-Int 15	Agreements for the construction of real estate <sup>2</sup>
HK(IFRIC)-Int 16	Hedges of a net investment in a foreign operation <sup>4</sup>

<sup>1</sup> Effective for annual periods beginning on or after 1 July 2008

<sup>2</sup> Effective for annual periods beginning on or after 1 January 2009

<sup>3</sup> Effective for annual periods beginning on or after 1 July 2009

<sup>4</sup> Effective for annual periods beginning on or after 1 October 2008

### 3. Segment Information

Segment information is presented by way of two segment formats: (i) on a primary segment reporting basis, by business segment; and (ii) on a secondary segment reporting basis, by geographical segment.

The Group's operating businesses are structured and managed separately according to the nature of their operations and the products and services they provide. Each of the Group's business segments represents a strategic business unit that offers products and services which are subject to risks and returns that are different from those of other business segments. Summary details of the business segments are as follows:

- (a) the telecom and electronic products segment engages in the manufacture and sale of telecom and electronic products and accessories; and
- (b) the corporate segment includes corporate income and expenses items.

In determining the Group's geographical segments, revenues and results are attributed to the segments based on the location of the customers.

#### (a) Business segments

The following table presents revenue and loss for the Group's business segments for the period ended 30 June 2008 and 2007.

HK\$ million	Telecom and electronic products		Corporate and others		Total	
	2008 (Unaudited)	2007 (Unaudited)	2008 (Unaudited)	2007 (Unaudited)	2008 (Unaudited)	2007 (Unaudited)
Segment revenue:						
Sales to external customers	1,351	1,561	–	–	1,351	1,561
Other revenue	25	12	–	–	25	12
Total revenue	1,376	1,573	–	–	1,376	1,573
Segment results	(110)	(21)	(8)	(25)	(118)	(46)
Interest income					3	1
Finance costs					(4)	(7)
Loss before tax					(119)	(52)
Tax					(4)	(4)
Loss for the period					(123)	(56)

### 3. Segment Information (Continued)

#### (b) Geographical segments

The following tables present revenue information for the Group's geographical segments for the period ended 30 June 2008 and 2007.

#### 2008

HK\$ million	United States of America (Unaudited)	Asia Pacific (Unaudited)	Europe (Unaudited)	Total (Unaudited)
Segment revenue:				
Sales to external customers	641	486	224	1,351
Other revenue	—	25	—	25
Total revenue	641	511	224	1,376

#### 2007

HK\$ million	United States of America (Unaudited)	Asia Pacific (Unaudited)	Europe (Unaudited)	Total (Unaudited)
Segment revenue:				
Sales to external customers	802	534	225	1,561
Other revenue	—	12	—	12
Total revenue	802	546	225	1,573

#### 4. Loss Before Tax

The Group's loss before tax is arrived at after charging:

HK\$ million	Six months ended 30 June	
	2008 (Unaudited)	2007 (Unaudited)
Cost of inventories sold	1,401	1,508
Depreciation	46	47
Amortisation of prepaid land lease payments	1	1
Amortisation of deferred development costs	17	18
Write off of deferred development costs	13	7

#### 5. Tax

HK\$ million	Six months ended 30 June	
	2008 (Unaudited)	2007 (Unaudited)
Current — Hong Kong	1	2
Current — Elsewhere	3	2
Total tax charge for the period	4	4

Hong Kong profits tax has been provided at the rate of 16.5% (2007: 17.5%) on the estimated assessable profits arising in Hong Kong during the period. Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the countries in which the Group operates, based on existing legislation, interpretations and practices in respect thereof.

Certain PRC subsidiaries of the Group, which are categorised as wholly-foreign-owned enterprises, are entitled to preferential tax treatments including full exemption from the PRC income tax for two years starting from the first profit-making year, followed by a 50% reduction for the next three consecutive years.



## 6. Dividend

The directors do not recommend payment of an interim dividend for the six months ended 30 June 2008 (30 June 2007: nil).

## 7. Loss Per Share Attributable to Ordinary Equity Holders of the Parent

The calculation of basic loss per share attributable to ordinary equity holders of the parent for the six months ended 30 June 2008 is based on the loss attributable to ordinary equity holders of the parent for the six months ended 30 June 2008 of HK\$123 million (2007: HK\$56 million), and the weighted average number of 65,413,993,990 ordinary shares in issue (2007: 64,485,071,338 ordinary shares) during the period.

The calculation of the basic loss per share is based on:

HK\$ million	Six months ended 30 June	
	2008 (Unaudited)	2007 (Unaudited)
<b>Loss</b>		
Loss attributable to ordinary equity holders of the parent	(123)	(56)
<b>Shares</b>	Number of shares	
Weighted average number of ordinary shares in issue during the period	65,413,993,990	64,485,071,338

Dilutive loss per share amount for the period ended 30 June 2008 has not been disclosed as no diluting events existed during the current period.

## 8. Property, Plant and Equipment

During the six months ended 30 June 2008, the Group acquired fixed assets of approximately HK\$14 million (six months ended 30 June 2007: approximately HK\$68 million) and disposed fixed assets of nil (six months ended 30 June 2007: nil).

## 9. Trade and Bills Receivables

An aged analysis of the trade and bills receivables as at the balance sheet date, based on the invoice date and net of provisions, is as follows:

HK\$ million	30 June 2008 (Unaudited)		31 December 2007 (Audited)	
	Balance	Percentage	Balance	Percentage
Current to 30 days	238	39	203	29
31 to 60 days	209	34	210	30
61 to 90 days	128	21	198	29
Over 90 days	38	6	78	12
<b>Total</b>	<b>613</b>	<b>100</b>	689	100

The Group allows an average credit period of 30 to 90 days to its trade customers.

## 10. Trade and Bills Payables

An aged analysis of the trade and bills payables as at the balance sheet date, based on the invoice date, is as follows:

HK\$ million	30 June 2008 (Unaudited)		31 December 2007 (Audited)	
	Balance	Percentage	Balance	Percentage
Current to 30 days	244	29	191	22
31 to 60 days	234	28	237	27
61 to 90 days	171	21	182	21
Over 90 days	180	22	265	30
<b>Total</b>	<b>829</b>	<b>100</b>	875	100

Included in trade and bills payables are trade payables of HK\$129 million (31 December 2007: HK\$111 million) due to Neptune Holding Limited ("Neptune") and Electronic Sales Limited ("ESL"), being wholly-owned subsidiaries of CCT Telecom, which are repayable within 90 days from invoice date.

## 11. Share Capital

HK\$ million	<b>30 June 2008 (Unaudited)</b>	31 December 2007 (Audited)
Authorised:		
120,000,000,000 ordinary shares of HK\$0.01 each	<b>1,200</b>	1,200
Issued and fully paid:		
65,413,993,990 (31 December 2007: 65,413,993,990) ordinary shares of HK\$0.01 each	<b>654</b>	654

There was no change in the Company's issued ordinary share capital during the period ended 30 June 2008.

## 12. Contingent Liabilities

As at 30 June 2008, the Group did not have any significant contingent liabilities as at 30 June 2008.

## 13. Pledge of Assets

At 30 June 2008, the Group's bank borrowings were secured by:

- (i) pledge of the Group's fixed deposits amounted to approximately HK\$86 million (31 December 2007: HK\$85 million); and
- (ii) fixed charges over certain of the Group's leasehold land and buildings and investment property with an aggregate net book value amounting to approximately HK\$486 million (31 December 2007: HK\$497 million).

## 14. Operating Lease Arrangements

### (a) As lessor

The Group leases its investment properties under operating lease arrangements with leases negotiated for terms for three years.

At 30 June 2008, the Group had total future minimum lease receivables under non-cancellable operating leases with its tenants falling due as follows:

HK\$ million	<b>30 June 2008 (Unaudited)</b>	31 December 2007 (Audited)
Within one year	<b>3</b>	6
In the second to the fifth year, inclusive	—	—
	<b>3</b>	6

### (b) As lessee

The Group leases certain of its office properties under operating lease arrangements, with leases negotiated for terms ranging from one to three years.

At 30 June 2008, the Group had total future minimum lease payments under non-cancellable operating leases falling due as follows:

HK\$ million	<b>30 June 2008 (Unaudited)</b>	31 December 2007 (Audited)
Within one year	<b>3</b>	3
In the second to the fifth year, inclusive	—	1
	<b>3</b>	4

## 15. Commitments

In addition to the operating lease commitments detailed in note 14(b) above, the Group had the following capital commitments at the balance sheet date:

HK\$ million	<b>30 June 2008 (Unaudited)</b>	31 December 2007 (Audited)
Contracted, but not provided for:		
Construction in progress	<b>8</b>	13
Purchase of plant, machinery and equipment	<b>4</b>	3
	<b>12</b>	16

## 16. Related Party Transactions

- (a) During the current period, the Group had the following transactions with CCT Telecom and its subsidiaries other than the Group (the "CCT Telecom Remaining Group"):

HK\$ million		Six months ended 30 June <b>2008 (Unaudited)</b>	2007 (Unaudited)
Fellow subsidiaries:			
Purchase of components	(i)	<b>212</b>	225
Factory rental income	(ii)	<b>3</b>	3
Factory rental expenses	(iii)	<b>3</b>	3
Office rental expenses	(iii)	<b>2</b>	2
Sale of consumer electronic products	(iv)	<b>13</b>	34
Ultimate holding company:			
Management information system service fee	(v)	<b>2</b>	2

## 16. Related Party Transactions (Continued)

### (a) (Continued)

Notes:

- (i) The power supply components, transformers and plastic casings and components and toolings for the production of telecom and electronic products for the Group were purchased by the subsidiaries of the Company from fellow subsidiaries within the CCT Telecom Remaining Group at prices mutually agreed between the relevant parties.
- (ii) The factory rental income was charged to a fellow subsidiary within the CCT Telecom Remaining Group for the provision of factory space in Huiyang, at a rate determined in accordance with terms and conditions set out in a tenancy agreement.
- (iii) The factory and office rental expenses were charged to the Group by fellow subsidiaries within the CCT Telecom Remaining Group for the provision of factory spaces in Dongguan and office space in Hong Kong, at rates determined in accordance with the terms and conditions set out in the tenancy agreements.
- (iv) The consumer electronic products were sold to fellow subsidiaries within the CCT Telecom Remaining Group from the Group at prices determined in accordance with terms and conditions set out in a consumer electronic products manufacturing agreement.
- (v) The management information system service fee was charged to CCT Telecom for the provision of general management information system support, network and software consultation and hardware maintenance services. The rate was determined in accordance with the terms and conditions set out in a MIS agreement.

### (b) Compensation of key management personnel of the Group:

HK\$ million	Six months ended 30 June	
	2008 (Unaudited)	2007 (Unaudited)
Short term employee benefits	11	11
Post-employment benefits	—	—
<b>Total compensation paid to key management personnel</b>	<b>11</b>	<b>11</b>

# disclosure of interests

## DIRECTORS' INTERESTS

As at 30 June 2008, the Directors and the chief executive of the Company and/or any of their respective associates had the following interests and short positions in the shares, underlying shares and debentures of the Company and/or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company under section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to Part XV of the SFO or the Model Code adopted by the Company:

### (a) Interests and short positions in the Shares and the underlying Shares as at 30 June 2008

*Long positions in the Shares:*

Name of the Director	Number of the Shares held	Approximate percentage of the total issued share capital (%)
Mak Shiu Tong, Clement	120,000,000	0.18
Cheng Yuk Ching, Flora	18,000,000	0.03
Tam Ngai Hung, Terry	20,000,000	0.03
Chen Li	10,000,000	0.02

**(b) Interests and short positions in the shares and the underlying shares of the convertible bonds of an associated corporation – CCT Telecom as at 30 June 2008**

*(i) Long positions in the shares of CCT Telecom:*

Name of the Director	Number of the shares beneficially held and nature of interest			Total	Approximate percentage
	Personal	Family	Corporate		of the total issued share capital
					(%)
Mak Shiu Tong, Clement	715,652	—	238,283,758	238,999,410	29.98
Cheng Yuk Ching, Flora (Note)	14,076,713	160,000	—	14,236,713	1.79
Tam Ngai Hung, Terry	500,000	—	—	500,000	0.06
William Donald Putt	591,500	—	—	591,500	0.07

Note: Included in the shareholdings in which Ms. Cheng Yuk Ching, Flora was interested, 160,000 shares of CCT Telecom were held by the spouse of Ms. Cheng Yuk Ching, Flora who is deemed to be interested in such shares under the provisions of Part XV of the SFO.

*(ii) Long positions in the underlying shares of the convertible bonds of CCT Telecom:*

Name of the Director	Description of equity derivatives	Notes	Number of the	Approximate
			total underlying shares	percentage of the total issued share capital
				(%)
Mak Shiu Tong,	2010 convertible bonds	(1)	29,942,649	3.76
Clement	2009 convertible bonds	(2)	26,548,672	3.33

Notes:

- (1) The 2010 convertible bonds with an outstanding principal amount of HK\$18,085,360 as at 30 June 2008, were issued by CCT Telecom to New Capital Industrial Limited (a company wholly-owned by Mr. Mak Shiu Tong, Clement and his family members) on 25 April 2005. The 2010 convertible bonds, due on 25 April 2010, were interest-free and convertible into the shares of CCT Telecom at the conversion price of HK\$0.604 per share of CCT Telecom (subject to adjustments according to the terms of the 2010 convertible bonds). The 2010 convertible bonds were subsequently converted into the shares of CCT Telecom by New Capital Industrial Limited on 2 July 2008.



- (2) The 2009 convertible bonds with an outstanding principal amount of HK\$30,000,000 as at 30 June 2008, were issued by CCT Telecom to Capital Winner Investments Limited (a company wholly-owned by Mr. Mak Shiu Tong, Clement and his family members) on 23 June 2006. The 2009 convertible bonds, due on 23 June 2009, were interest-free and convertible into the shares of CCT Telecom at the conversion price of HK\$1.13 per share of CCT Telecom (subject to adjustments according to the terms of the 2009 convertible bonds). The 2009 convertible bonds were subsequently converted into the shares of CCT Telecom by Capital Winner Investments Limited on 2 July 2008.

**(c) Interests and short positions in the shares and the underlying shares of the share options of an associated corporation – Tradeeasy as at 30 June 2008**

- (i) *Long positions in the shares of Tradeeasy:*

Name of the Director	Number of the shares held	Approximate percentage of the total issued share capital (%)
Mak Shiu Tong, Clement	19,344,000	1.59
Tam Ngai Hung, Terry	7,500,000	0.62

- (ii) *Long positions in the underlying shares of the share options of Tradeeasy:*

Name of the Director	Date of grant of the share options	Exercise period of the share options	Exercise price per share HK\$	Number of the share options outstanding	Number of the total underlying shares	Approximate percentage of the total issued share capital (%)
Mak Shiu Tong, Clement	14/8/2006	14/8/2006 – 13/8/2011	0.038	22,500,000	22,500,000	1.85
Cheng Yuk Ching, Flora	14/8/2006	14/8/2006 – 13/8/2011	0.038	5,000,000	5,000,000	0.41
Tam Ngai Hung, Terry	14/8/2006	14/8/2006 – 13/8/2011	0.038	18,000,000	18,000,000	1.48
William Donald Putt	14/8/2006	14/8/2006 – 13/8/2011	0.038	5,000,000	5,000,000	0.41

Save as disclosed above, as at 30 June 2008, none of the Directors and the chief executive of the Company and/or any of their respective associates had any interest and short position in the shares, underlying shares and debentures of the Company and/or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company under section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to Part XV of the SFO or the Model Code adopted by the Company.

### **DIRECTORS' RIGHTS TO ACQUIRE SHARES**

Save as disclosed under the section headed "Directors' Interests" above, at no time during the period for the six months ended 30 June 2008 was the Company, or any of its holding company, subsidiaries or associated corporations, a party to any arrangement to enable the Directors (including their respective spouse and children under 18 years of age) to acquire benefits by means of the acquisition of the shares or underlying shares in, or debentures of, the Company or any of its associated corporations.

### **SUBSTANTIAL SHAREHOLDERS' INTERESTS**

As at 30 June 2008, the following persons had interests or short positions in the Shares or underlying Shares which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under section 336 of the SFO:

#### **Long positions in the Shares as at 30 June 2008:**

Name of the Shareholder	Notes	Number of the Shares held	Approximate percentage of the total issued share capital  (%)
CCT Telecom	(1)	33,026,391,124	50.49
CCT Technology Investment Limited	(2)	33,026,391,124	50.49
Jade Assets Company Limited		29,326,391,124	44.83

## Notes:

- (1) The interest disclosed represents 33,026,391,124 Shares indirectly owned by CCT Technology Investment Limited through the subsidiaries stated in Note (2) below. CCT Technology Investment Limited is a wholly-owned subsidiary of CCT Telecom.
- (2) The interest disclosed represents 29,326,391,124 Shares held by Jade Assets Company Limited, 1,350,000,000 Shares held by CCT Assets Management Limited and 2,350,000,000 Shares held by Expert Success International Limited, all of them are wholly-owned subsidiaries of CCT Technology Investment Limited.

Save as disclosed above, as at 30 June 2008, there were no other persons who had an interest or short position in the Shares or underlying Shares which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under section 336 of the SFO.

## share option scheme

The current Share Option Scheme was effective on 7 November 2002. Unless otherwise cancelled or amended, the Share Option Scheme will remain in force for a period of 10 years from the date of its adoption. As at 30 June 2008, there were no share options outstanding under the Share Option Scheme. No share options has been granted, exercised, lapsed and cancelled under the Share Option Scheme during the period for the six months ended 30 June 2008.

# other information

## **PURCHASE, SALE OR REDEMPTION OF THE LISTED SHARES**

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the listed Shares during the six months ended 30 June 2008.

## **COMPLIANCE WITH THE CODE ON CORPORATE GOVERNANCE PRACTICES**

### **Corporate Governance Practices**

In the opinion of the Directors, the Company has complied with the code provisions under the Code set out in Appendix 14 to the Listing Rules throughout the period for the six months ended 30 June 2008, except for the following deviations from the code provisions of the Code:

#### ***Code Provision A.2.1***

There is no separation of the roles of chairman and chief executive officer as set out in the code provision A.2.1.

Mr. Mak Shiu Tong, Clement currently assumes the roles of both the Chairman and the CEO. Mr. Mak has substantial experience and a firmly established reputation in the telecom industry that is essential to fulfilling the role of the Chairman. At the same time, Mr. Mak has the appropriate management skills and business acumen that are the pre-requisites for assuming the role of the CEO in the day-to-day management of the Group. The Board is composed of the five executive Directors (including the Chairman) and the three INEDs of the Company with a balance of skills and experience appropriate for the requirements of the Group. Furthermore, the roles of the managing director and the general managers of the Company's major operating subsidiaries are performed by other individuals. The Board believes that there is no need to segregate the roles of the Chairman and the CEO as the balance of power and authority is already ensured by the current structure. The Board does not believe that the separation of the roles of the Chairman and the CEO will improve the corporate performance.

#### ***Code Provision A.4.1***

The code provision A.4.1 provides that non-executive directors should be appointed for a specific term, subject to re-election.

None of the existing INEDs of the Company is appointed for a specific term. However, all INEDs of the Company are subject to retirement by rotation and re-election at the AGM of the Company in accordance with the bye-laws of the Company.

#### **Code Provision A.4.2**

The code provision A.4.2 provides that all directors appointed to fill a casual vacancy should be subject to election by shareholders at the first general meeting after their appointment. Every director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years.

In accordance with the bye-laws of the Company, any Director appointed to fill a casual vacancy shall hold office only until the next following AGM of the Company and shall then be eligible for re-election. The Board considers that such a deviation is not material as casual vacancy seldom happens and duration between appointment to fill casual vacancy and the immediate following AGM of the Company is less than one year and is considered to be short.

Pursuant to the bye-laws of the Company, the Chairman and the managing Director shall not be subject to retirement by rotation or also not be taken into account in determining the number of Directors to retire in each year. The Board considers that the continuity of the Chairman and his leadership will be essential for the stability of the key management of the Board. On the other hand, the Board will ensure that the Directors other than the Chairman will rotate at least once every three years in order to comply with the code provision A.4.2.

Other information on the corporate governance practices of the Company has been disclosed in the corporate governance report contained in the 2007 Annual Report of the Company issued in April 2008.

#### **Audit Committee**

The Company has established the Audit Committee with specific written terms of reference formulated in accordance with the requirements of the Listing Rules. The Audit Committee consists of three members comprising the three INEDs of the Company, namely Mr. Lau Ho Kit, Ivan, Mr. Chow Siu Ngor and Mr. Chen Li, one of whom is a qualified accountant and has extensive experience in accounting and financial matters. The Audit Committee is chaired by an INED who is subject to rotation each year.

The Audit Committee has reviewed the unaudited interim results of the Group for the six months ended 30 June 2008 and the 2008 Interim Report of the Company.

## **Remuneration Committee**

The Company has established the Remuneration Committee with specific written terms of reference in line with the code provisions under the Code. The Remuneration Committee consists of five members comprising the three INEDs of the Company, namely Mr. Lau Ho Kit, Ivan, Mr. Chow Siu Ngor and Mr. Chen Li, and the two executive Directors, namely Mr. Mak Shiu Tong, Clement and Mr. Tam Ngai Hung, Terry. The Remuneration Committee is chaired by an INED who is subject to rotation each year.

## **Model Code for Securities Transactions by the Directors**

The Company has adopted its code of conduct regarding the securities transactions by the Directors on terms no less exacting than the required standard set out in the Model Code contained in Appendix 10 to the Listing Rules. Having made specific enquiry of all Directors, they confirmed that they have complied with the required standard set out in the Model Code adopted by the Company throughout the period for the six months ended 30 June 2008.

## **Independent Non-executive Directors**

The Company has complied with Rules 3.10(1) and 3.10(2) of the Listing Rules relating to the appointment of a sufficient number of the INEDs and at least an INED with appropriate professional qualifications, or accounting or related financial management expertise throughout the period for the six months ended 30 June 2008. The Board comprises the three INEDs of the Company, one of whom has accounting and financial expertise and brings strong independent judgement, knowledge and experience to the Board.

## **BOARD OF DIRECTORS**

As at the date of the 2008 Interim Report, the executive Directors are Mr. Mak Shiu Tong, Clement, Mr. Tam Ngai Hung, Terry, Ms. Cheng Yuk Ching, Flora, Mr. Li Man To, Feynman and Dr. William Donald Putt and the INEDs of the Company are Mr. Chow Siu Ngor, Mr. Lau Ho Kit, Ivan and Mr. Chen Li.

By Order of the Board  
**Mak Shiu Tong, Clement**  
*Chairman*

Hong Kong, 19 September 2008





# glossary of terms

## GENERAL TERMS

AGM	Annual general meeting
Audit Committee	The audit committee of the Company
Board	The board of Directors
CCT Telecom	CCT Telecom Holdings Limited, a company listed on the Main Board of the Stock Exchange, the ultimate holding company of the Company
CEO	The chief executive officer of the Company
Chairman	The chairman of the Company
Code	The Code on Corporate Governance Practices under the Listing Rules
Company	CCT Tech International Limited
Director(s)	The director(s) of the Company
Group	The Company and its subsidiaries
HK or Hong Kong	The Hong Kong Special Administrative Region of PRC
HK\$	Hong Kong dollar(s), the lawful currency of Hong Kong
INED(s)	Independent non-executive director(s)
Listing Rules	The Rules Governing the Listing of Securities on the Stock Exchange
Model Code	The Model Code for Securities Transactions by Directors of Listed Issuers under the Listing Rules
N/A	Not applicable

PRC	The People's Republic of China
Remuneration Committee	The remuneration committee of the Company
RMB	Renminbi, the lawful currency of PRC
R&D	Research and development
SFO	The Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
Share(s)	The ordinary share(s) of HK\$0.01 each in the share capital of the Company
Shareholder(s)	Holder(s) of the Share(s)
Share Option Scheme	A share option scheme adopted by the Company on 17 September 2002 and took effect on 7 November 2002
Stock Exchange	The Stock Exchange of Hong Kong Limited
Tradeeasy	Tradeeasy Holdings Limited, a company listed on the Growth Enterprise Market of the Stock Exchange, a fellow subsidiary of the Company
US	The United States of America
US\$	United States dollar(s), the lawful currency of US
%	Per cent.

## FINANCIAL TERMS

Gearing Ratio	Total borrowings (representing bank & other borrowings, convertible notes and finance lease payable) divided by total capital employed (i.e. total Shareholders' fund plus total borrowings)
Loss Per Share	Loss attributable to the Shareholders divided by weighted average number of Shares in issue during the six months ended 30 June 2008
Current Ratio	Current assets divided by current liabilities





中建科技國際有限公司

