

中國管業集團有限公司 CHINA PIPE GROUP LIMITED

(Incorporated in Bermuda with limited liability) Stock code: 380







INTERIM REPORT





CONDENSED CONSOLIDATED INTERIM INCOME STATEMENT

For the six months ended 30th June 2008

The board of directors (the "Board"/"Directors") of China Pipe Group Limited (the "Company") are pleased to announce the unaudited consolidated interim results of the Company and its subsidiaries (the "Group") for the six months ended 30th June 2008 together with comparative figures for the corresponding period in 2007 as follows:

| | | Unaudited | | |
|--------------------------------|------|--------------------------|------------|--|
| | | For the six months ended | | |
| | | 30t | h June | |
| | | 2008 | 2007 | |
| | Note | HK\$'000 | HK\$'000 | |
| Revenue | 4 | 424,100 | 274,792 | |
| Cost of sales | 6 | (333,755) | (201,216) | |
| Gross profit | | 90,345 | 73,576 | |
| Other income | | - | 20 | |
| Other gains/(losses), net | 5 | 10,874 | (1,002) | |
| Selling and distribution costs | 6 | (9,401) | (8,066) | |
| Administrative expenses | 6 | (47,986) | (36,164) | |
| Operating profit | | 43,832 | 28,364 | |
| Finance costs, net | | (5,947) | (588) | |
| Profit before income tax | | 37,885 | 27,776 | |
| Income tax expense | 7 | (12,304) | (5,268) | |
| Profit for the period | | 25,581 | 22,508 | |
| Attributable to: | | | | |
| Equity holders of the Company | | 25,581 | 22,508 | |
| Earnings per share | | | | |
| Basic | 9 | 0.20 cents | 0.19 cents | |
| Diluted | 9 | N/A | N/A | |
| Dividends | 8 | 2,507 | 4,837 | |

CONDENSED CONSOLIDATED INTERIM BALANCE SHEET

As at 30th June 2008

| Note | Unaudited 30th June 2008 <i>HK\$'000</i> | Audited 31st December 2007 <i>HK\$`000</i> |
|------|---|--|
| | | |
| 10 | 12,325 | 12,400 |
| 10 | 353,996 | 243,363 |
| 11 | 3,252 | 3,257 |
| | 178 | - |
| | 369,751 | 259,020 |
| | | |
| | 251,271 | 271,984 |
| 11 | 290,359 | 221,552 |
| | | |
| | 28,763 | 22,938 |
| 14 | - | 8,586 |
| | 585 | 140 |
| | 89,775 | 33,272 |
| | 660,753 | 558,472 |
| | 10 10 11 | 30th June 2008 Note 10 12,325 10 353,996 11 3,252 178 369,751 11 251,271 290,359 14 - 585 89,775 660,753 |

CONDENSED CONSOLIDATED INTERIM BALANCE SHEET

As at 30th June 2008

| No | Unaudited 30th June 2008 te HK\$'000 | Audited 31st December 2007 <i>HK\$'000</i> |
|--|---|---|
| Capital and reserves attributable to the Company's equity holders | | |
| Share capital | 25,065 | 25,065 |
| Reserves | 447,309 | 412,518 |
| Proposed dividend | 2,507 | 10,026 |
| Total equity | 474,881 | 447,609 |
| LIABILITIES | | |
| Non-current liabilities | | |
| Borrowings 1 | - , - , | 70,000 |
| Deferred income tax liabilities | 12,797 | 5,780 |
| | 175,072 | 75,780 |
| Current liabilities | | |
| Trade and other payables 12 | 2 158,163 | 88,275 |
| Taxation payable | 3,885 | 1,449 |
| Borrowings 1 | 3 218,503 | 204,379 |
| | 380,551 | 294,103 |
| Total equity and liabilities | 1,030,504 | 817,492 |
| Net current assets | 280,202 | 264,369 |
| Total assets less current liabilities | 649,953 | 523,389 |

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY

| | Unaudited | | | | | | |
|--|-----------|------------------------------|--------------------------------|---------|---------------------------------|----------|----------------------------------|
| | • | Share premium HK\$'000 | Capital reserve HK\$'000 | reserve | Exchange reserve HK\$'000 | profits | Total <i>HK</i> \$'000 |
| At 1st January 2007 | 24,185 | 29,345 | 34,115 | 3,700 | _ | 248,519 | 339,864 |
| Exchange differences arising on translation of financial statements of subsidiaries | _ | _ | _ | _ | 237 | _ | 237 |
| Profit for the period | | | | | | 22,508 | 22,508 |
| Total recognised income and expense for the period ended | | | | | | | |
| 30th June 2007 | - | - | - | - | 237 | 22,508 | 22,745 |
| 2006 final dividend | _ | | | - | | (9,674) | (9,674) |
| At 30th June 2007 | 24,185 | 29,345 | 34,115 | 3,700 | 237 | 261,353 | 352,935 |
| At 1st January 2008 | 25,065 | 79,418 | 34,115 | 3,700 | 4,199 | 301,112 | 447,609 |
| Exchange differences arising on translation of financial statements of subsidiaries | _ | _ | _ | _ | 11,717 | _ | 11,717 |
| Profit for the period | | | | | | 25,581 | 25,581 |
| Total recognised income and expense for the period ended | | | | | | | |
| 30th June 2008 | - | - | - | - | 11,717 | 25,581 | 37,298 |
| 2007 final dividend | - | _ | | | | (10,026) | (10,026) |
| At 30th June 2008 | 25,065 | 79,418 | 34,115 | 3,700 | 15,916 | 316,667 | 474,881 |

CONDENSED CONSOLIDATED INTERIM CASH FLOW STATEMENT

For the six months ended 30th June 2008

| | Unaudited For the six months ended 30th June | |
|--|--|------------------|
| | 2008 HK\$'000 | 2007 HK\$'000 |
| Net cash flows generated from operating activities | 56,331 | 27,309 |
| Net cash flows used in investing activities | (94,537) | (16,176) |
| Net cash flows generated from/(used in) financing activities | 93,003 | (57,752) |
| Net increase/(decrease) in cash and cash equivalents | 54,797 | (46,619) |
| Cash and cash equivalents at beginning of period | 33,263 | 101,219 |
| Exchange differences on cash and cash equivalents | 1,715 | 75 |
| Cash and cash equivalents at end of period | 89,775 | 54,675 |
| Analysis of cash and cash equivalents | | |
| Bank balances and cash | 89,775 | 54,950 |
| Bank overdrafts | | (275) |
| | 89,775 | 54,675 |

1 GENERAL INFORMATION

China Pipe Group Limited (the "Company") and its subsidiaries (together the "Group") are principally engaged in trading of construction materials, mainly pipes and fittings.

The Company is a limited liability company incorporated in Bermuda. The address of its registered office is Canon's Court, 22 Victoria Street, Hamilton HM 12, Bermuda. The Company has its primary listing on The Stock Exchange of Hong Kong Limited.

This condensed consolidated interim financial information was approved for issue by the Board of Directors on 23rd September 2008.

2 BASIS OF PREPARATION

This condensed consolidated interim financial information for the six months ended 30th June 2008 has been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting". This condensed consolidated interim financial information has not been audited, but has been reviewed by the Company's Audit Committee. This condensed consolidated interim financial information should be read in conjunction with the annual financial statements for the year ended 31st December 2007, which have been prepared in accordance with Hong Kong Financial Reporting Standards.

3 ACCOUNTING POLICIES

Except as described below, the accounting policies adopted are consistent with those of the annual financial statements for the year ended 31st December 2007, as described in those annual financial statements.

Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings.

The following new standards, amendments to standards and interpretations are mandatory for the first time for the financial year beginning 1st January 2008 but are not currently relevant for 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"

3 ACCOUNTING POLICIES (Continued)

The following new standards, amendments to standards or interpretations have been issued but are not effective for the financial year beginning 1st January 2008 and have not been early adopted:

HKAS 1 (Revised), "Presentation of financial statements", effective for annual periods beginning on or after 1st January 2009. The Group will apply HKAS 1 (Revised) from 1st January 2009.

HKAS 23 (Revised), "Borrowing costs", effective for annual periods beginning on or after 1st January 2009. This amendment is not relevant to the Group, as the Group currently applies a policy of capitalising borrowing costs, if any.

HKAS 27 (Revised), "Consolidated and Separate Financial Statements", effective for annual periods beginning on or after 1st July 2009. The Group will apply HKAS 27 (Revised) for 1st January 2010.

HKAS 32 (Amendment), "Financial instruments: presentation", and consequential amendments to HKAS 1, "Presentation of financial statements", effective for annual periods beginning on or after 1st January 2009. Management is assessing the impact of changes of HKAS 32 (Amendment) on the Group's operations.

HKFRS 2 (Amendment) "Share-based payment", effective for annual periods beginning on or after 1st January 2009. This amendment is not relevant to the Group as the Group does not have any share-based payment.

HKFRS 3 (Revised), "Business combinations" and consequential amendments to HKAS 27, "Consolidated and separate financial statements", HKAS 28, "Investments in associates" and HKAS 31, "Interests in joint ventures", effective prospectively to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after 1st July 2009. Management is assessing the impact of the new requirements regarding acquisition accounting and consolidation on the Group. The Group does not have any associated companies and joint ventures.

HKFRS 8, "Operating segments", effective for annual periods beginning on or after 1st January 2009. HKFRS 8 replaces HKAS 14, "Segment reporting", and requires a 'management approach' under which segment information is presented on the same basis as that used for internal reporting purposes. Management believes that this standard should not have a significant impact to the number of reportable segments, as well as the manner in which the segments are reported as the reportable segment is presented in a manner that is consistent with the internal reporting provided to the chief operating decision-maker.

HK(IFRIC) – Int 13, "Customer loyalty programmes", effective for annual periods beginning on or after 1st July 2008. HK(IFRIC) – Int 13 is not relevant to the Group's operation as none of the Group's companies operate any loyalty programmes.

4 TURNOVER AND SEGMENT INFORMATION

(a) Primary reporting format – business segments

The Group is organised into two main business segments:

- (i) Trading of a range of pipes and fittings on a wholesale and retail basis; and
- (ii) Investment in properties for rental income

The segment results for the period ended 30th June 2008 are as follows:

| | Unaudited | | | | |
|--|---|--|---------------------------|-------------------------|--------------------------|
| | Trading of pipes and fittings i HK\$'000 | Investment in properties <i>HK\$'000</i> | Others <i>HK\$'000</i> | Unallocated HK\$'000 | Group <i>HK\$'000</i> |
| Total segment revenue Segment results | 418,436 42,838 | 581 24,959 | 5,083 135 | - (24,100) | 424,100 43,832 |
| Finance costs, net | | | | | (5,947) |
| Profit before income tax | | | | | 37,885 |
| Income tax expense (Note 7) | | | | | (12,304) |
| Profit for the period | | | | | 25,581 |

The segment results for the period ended 30th June 2007 are as follows:

| | Unaudited | | | | |
|-----------------------------|--|--|---------------------------|-------------------------|-------------------|
| | Trading of pipes and fittings <i>HK\$'000</i> | Investment in properties <i>HK\$'000</i> | Others <i>HK\$'000</i> | Unallocated HK\$'000 | Group HK\$'000 |
| Total segment revenue | 273,882 | 910 | _ | _ | 274,792 |
| Segment results | 34,977 | 157 | - | (6,770) | 28,364 |
| Finance costs, net | | | | | (588) |
| Profit before income tax | | | | | 27,776 |
| Income tax expense (Note 7) | | | | | (5,268) |
| Profit for the period | | | | | 22,508 |

4 TURNOVER AND SEGMENT INFORMATION (Continued)

(a) Primary reporting format – business segments (Continued)

Other segment items included in the income statement are as follows:

| | Unaudited | | | | | |
|--|---|--|--------------------------|---|--|-------------------|
| | Period | ended 30th Ju | ne 2008 | Period ended 30th June 2007 | | 2007 |
| | Trading of pipes and fittings HK\$'000 | Investment in properties HK\$'000 | Group <i>HK\$'000</i> | Trading of pipes and fittings <i>HK\$</i> '000 | Investment in properties HK\$'000 | Group HK\$'000 |
| Depreciation of property, plant and equipment | | | | | | |
| (Note 10) | 1,690 | 37 | 1,727 | 1,204 | 37 | 1,241 |
| Impairment of trade and | | | | | | |
| other receivables (Note 6) | 296 | - | 296 | - | - | - |
| (Write-back of)/provision | | | | | | |
| for slow-moving | | | | | | |
| inventories (Note 6) | (1,103) | - | (1,103) | 763 | - | 763 |

** *** *

Segment assets consist primarily of property, plant and equipment, investment properties, inventories, trade and other receivables and cash and cash equivalents. Unallocated assets comprise deferred income tax assets, tax recoverable, financial assets at fair value through profit or loss, amount due from a related company and cash and cash equivalents and other receivables of corporate office.

Segment liabilities comprise operating liabilities and borrowings. They exclude items such as taxation payable, deferred income tax liabilities and other payables of corporate office.

Capital expenditure comprises mainly additions to property, plant and equipment, and investment properties as set out in Note 10.

4 TURNOVER AND SEGMENT INFORMATION (Continued)

(a) **Primary reporting format – business segments (Continued)**

The segment assets and liabilities at 30th June 2008 and capital expenditure for the period are as follows:

| | Unaudited | | | | | |
|-------------------------------|------------------|------------|----------|------------|-----------|--|
| | Business segment | | | | | |
| | Trading of | Investment | | | | |
| | pipes and | in | | | | |
| | fittings | properties | Others U | nallocated | Group | |
| | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | |
| | | | | | | |
| Assets | 633,972 | 359,515 | 6,997 | 30,020 | 1,030,504 | |
| Liabilities | (426,265) | (111,790) | - | (17,568) | (555,623) | |
| Capital expenditure (Note 10) | 1,134 | 71,080 | - | - | 72,214 | |
| | | | | | | |

Segment assets and liabilities are reconciled to Group's assets and liabilities as follows:

| | U | naudited |
|--|-----------|-------------|
| | Assets | Liabilities |
| | HK\$'000 | HK\$'000 |
| | | |
| Segment assets/liabilities | 1,000,484 | (538,055) |
| Unallocated: | | |
| Deferred income tax | 178 | (12,797) |
| Current income tax | 585 | (3,885) |
| Cash and cash equivalents | 433 | - |
| Other receivables | 61 | - |
| Other payables | - | (886) |
| Financial assets at fair value through | | |
| profit or loss | 28,763 | - |
| | | |
| Total | 1,030,504 | (555,623) |

4 TURNOVER AND SEGMENT INFORMATION (Continued)

(a) **Primary reporting format – business segments (Continued)**

The segment assets and liabilities at 31st December 2007 and capital expenditure for the year are as follows:

| | Audited | | | | |
|---------------------|--------------------|------------|----------|------------|-----------|
| | Business s | egment | | | |
| | Trading of | | | | |
| | pipes and 1 | nvestment | | | |
| | fittingsin | properties | Others U | nallocated | Group |
| | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 |
| Assets | 524,209 | 248,554 | 10,079 | 34,650 | 817,492 |
| | - , | <i>,</i> | <i>,</i> | <i>,</i> | , |
| Liabilities | (246,436) | (113,780) | (370) | (9,297) | (369,883) |
| Capital expenditure | 6,187 | 203,523 | 683 | _ | 210,393 |

Segment assets and liabilities are reconciled to Group's assets and liabilities as follows:

| | Audited | | |
|---|----------|-------------|--|
| - | Assets | Liabilities | |
| | HK\$'000 | HK\$'000 | |
| Segment assets/liabilities | 782,842 | (360,586) | |
| Unallocated: | | | |
| Deferred income tax | _ | (5,780) | |
| Current income tax | 140 | (1,449) | |
| Cash and cash equivalents | 1,347 | _ | |
| Other receivables | 10,225 | - | |
| Other payables | _ | (2,068) | |
| Financial assets at fair value through profit or loss | 22,938 | _ | |
| Total | 817,492 | (369,883) | |

4 TURNOVER AND SEGMENT INFORMATION (Continued)

(b) Secondary reporting format – geographical segments

The Group primarily operates in Hong Kong and the People's Republic of China ("the PRC"). The Group's turnover by geographical location is determined by the country in which the customer is located.

| | Unaudited | |
|-----------|-----------|----------|
| | 2008 | 2007 |
| | HK\$'000 | HK\$'000 |
| | | |
| Revenue: | | |
| Hong Kong | 371,075 | 266,023 |
| PRC | 49,588 | 6,409 |
| Others | 3,437 | 2,360 |
| | | |
| Total | 424,100 | 274,792 |
| | | |

Total assets are allocated based on where the assets are located.

| | Unaudited | Audited |
|---------------|--------------|------------------|
| | At 30th June | At 31st December |
| | 2008 | 2007 |
| | HK\$'000 | HK\$'000 |
| | | |
| Total assets: | | |
| Hong Kong | 633,958 | 579,631 |
| PRC | 391,218 | 235,220 |
| Others | 5,328 | 2,641 |
| | | |
| Total | 1,030,504 | 817,492 |
| | | |

Unaudited

NOTES TO THE CONDENSED INTERIM FINANCIAL INFORMATION

4 TURNOVER AND SEGMENT INFORMATION (Continued)

(b) Secondary reporting format – geographical segments (Continued)

Capital expenditure is allocated based on where the assets are located.

| | Unaudited | |
|----------------------|-----------|----------|
| | 2008 | 2007 |
| | HK\$'000 | HK\$'000 |
| Capital expenditure: | | |
| Hong Kong | 71,867 | 17,347 |
| PRC | 347 | 3,552 |
| Others | - | 112 |
| | | |
| Total | 72,214 | 21,011 |

5 OTHER GAINS/(LOSSES), NET

| | For the six months ended 30th June | |
|--|------------------------------------|----------|
| | 2008 200 | |
| | HK\$'000 | HK\$'000 |
| Net fair value gains on investment properties Net fair value losses on financial assets | 26,687 | - |
| at fair value through profit or loss | (16,727) | (993) |
| Net exchange gains/(losses) | 474 | (9) |
| Gain on disposal of property, plant and equipment | 440 | - |
| | | |
| | 10,874 | (1,002) |

6 EXPENSES BY NATURE

| | Unaudited | |
|---|------------------------------------|----------|
| | For the six months ended 30th June | |
| | 2008 | 2007 |
| | HK\$'000 | HK\$'000 |
| Cost of inventories | 331,386 | 197,539 |
| Auditors' remuneration | 315 | 1,187 |
| Employee benefit expenses (including directors' | | , |
| emoluments) | 32,394 | 23,925 |
| Depreciation of property, plant and equipment | 1,727 | 1,241 |
| (Write-back of)/provision for slow-moving inventories | (1,103) | 763 |
| Impairment of trade and other receivables | 296 | _ |
| Operating lease on land and buildings | 7,845 | 7,132 |
| Other expenses | 18,282 | 13,659 |
| | | |
| | 391,142 | 245,446 |
| | | |
| Representing: | | |
| Cost of sales | 333,755 | 201,216 |
| Selling and distribution costs | 9,401 | 8,066 |
| Administrative expenses | 47,986 | 36,164 |
| | | |
| | 391,142 | 245,446 |

7 INCOME TAX EXPENSE

| | Uı | Unaudited For the six months ended 30th June | |
|----------------------------------|------------|--|--|
| | For the si | | |
| | 30 | | |
| | 2008 | 2007 | |
| | HK\$'000 | HK\$'000 | |
| | | | |
| Current taxation: | | | |
| – Hong Kong profits tax | 5,373 | 5,105 | |
| - Overseas income tax | 88 | 163 | |
| - Under-provision in prior years | 4 | - | |
| Deferred income tax | 6,839 | - | |
| | | | |
| | 12,304 | 5,268 | |
| | | | |

Hong Kong profits tax has been provided at the rate of 16.5% (2007: 17.5%) on the estimated assessable profit for the period. Taxation on overseas profits has been calculated on the estimated assessable profit for the period at the rates of taxation prevailing in the countries in which the Group operates.

Pursuant to the Corporate Income Tax Law of the People's Republic of China approved by the National People's Congress on 16th March 2007, the new enterprise income tax rates for domestic enterprises and foreign invested enterprises are unified at 25% with effect from 1st January 2008.

8 DIVIDENDS

| | Unaudited For the six months ended | |
|---|---------------------------------------|----------|
| | | |
| | 30th June | |
| | 2008 | 2007 |
| | HK\$'000 | HK\$'000 |
| | | |
| Interim dividend of HK0.02 cents (2007: HK0.04 cents) | | |
| per ordinary share | 2,507 | 4,837 |
| | | |

A 2007 final dividend of HK0.08 cents (2006 final: HK0.08 cents) per ordinary share, totalling HK\$10,026,000 was paid in June 2008 (2006 final: HK\$9,674,000).

8 DIVIDENDS (Continued)

The Board has resolved to declare an interim dividend of HK0.02 cents per share, amounting to approximately HK\$2,507,000 (2007: approximately HK\$4,837,000). This interim dividend has not been recognised as a dividend payable in this interim financial information. It will be recognised in shareholders' equity for the year ending 31st December 2008.

9 EARNINGS PER SHARE

The calculation of basic earnings per share is based on the Group's profit attributable to shareholders of HK\$25,581,000 (2007: HK\$ 22,508,000) and the weighted average of 12,532,700,000 shares (2007: 12,092,700,000 shares) in issue during the period.

Diluted earnings per share is not presented as there were no dilutive potential ordinary shares in half year ended 30th June 2007 and 2008.

| | Unau | Unaudited | |
|-------------------------------------|-----------|------------|--|
| | Property, | | |
| | plant and | Investment | |
| | equipment | properties | |
| | HK\$'000 | HK\$'000 | |
| Net book amount at 1st January 2007 | 4,111 | 16,800 | |
| Additions | 5,365 | 15,646 | |
| Depreciation | (1,241) | | |
| Net book amount at 30th June 2007 | 8,235 | 32,446 | |
| Net book amount at 1st January 2008 | 12,400 | 243,363 | |
| Translation differences | 518 | 12,866 | |
| Additions | 1,134 | 71,080 | |
| Depreciation | (1,727) | - | |
| Net fair value gains | | 26,687 | |
| Net book amount at 30th June 2008 | 12,325 | 353,996 | |

10 CAPITAL EXPENDITURE

10 CAPITAL EXPENDITURE (Continued)

The net fair value gains of the investment properties for the six months ended 30th June 2008, as determined by the Directors of the Company by reference to recent market transactions in similar properties, amounted to approximately HK\$26,687,000 (2007: Nil). The investment properties have not been valued by an external independent valuer as at 30th June 2008.

The fair values of the Group's investment properties at 31st December 2007 have been arrived at on the basis of valuations carried out on that date by DTZ Debenham Tie Leung Limited and Lawson David & Sung Surveyors Limited, independent professional valuers, for properties located in Hong Kong and the PRC respectively. Valuations were based on current prices in an active market for all properties.

During the period, the Group acquired an investment property located in Hong Kong at a consideration of approximately HK\$71,080,000.

| | Unaudited | Audited |
|---|-----------|---------------|
| | 30th June | 31st December |
| | 2008 | 2007 |
| | HK\$'000 | HK\$'000 |
| | | |
| Trade receivables | 169,672 | 193,067 |
| Less: provision for impairment of receivables | (1,395) | (2,432) |
| | | |
| Trade receivables, net | 168,277 | 190,635 |
| Prepayments | 909 | 2,230 |
| Other receivables | 120,929 | 28,534 |
| Rental deposits and other assets | 3,496 | 3,410 |
| | | |
| | 293,611 | 224,809 |
| Less: non-current portion | (3,252) | (3,257) |
| | | |
| | 290,359 | 221,552 |
| | | |

11 TRADE AND OTHER RECEIVABLES

11 TRADE AND OTHER RECEIVABLES (Continued)

The Group normally grants credit terms of 90 to 120 days. The ageing analysis of trade receivables, based on the due date, is as follows:

| | Unaudited | Audited |
|----------------------|-----------|---------------|
| | 30th June | 31st December |
| | 2008 | 2007 |
| | HK\$'000 | HK\$'000 |
| | | |
| Within credit period | 106,442 | 110,563 |
| 0 – 30 days | 27,075 | 41,829 |
| 31 - 60 days | 12,153 | 17,988 |
| 61 – 90 days | 9,565 | 10,272 |
| 91 – 120 days | 1,985 | 4,620 |
| Over 120 days | 12,452 | 7,795 |
| | | |
| | 169,672 | 193,067 |

12 TRADE AND OTHER PAYABLES

| Unaudited | Audited |
|-----------|---------------------------------------|
| 30th June | 31st December |
| 2008 | 2007 |
| HK\$'000 | HK\$'000 |
| | |
| 33,118 | 37,960 |
| 125,045 | 50,315 |
| | |
| 158,163 | 88,275 |
| | 2008 HK\$'000 33,118 125,045 |

NOTES TO THE CONDENSED INTERIM FINANCIAL INFORMATION

12 TRADE AND OTHER PAYABLES (Continued)

Details of the ageing analysis of trade payables is as follows:

| | Unaudited | Audited |
|-------------------|-----------|---------------|
| | 30th June | 31st December |
| | 2008 | 2007 |
| | HK\$'000 | HK\$'000 |
| | | |
| Current - 30 days | 20,247 | 21,600 |
| 31 – 60 days | 5,425 | 9,998 |
| 61 – 90 days | 3,479 | 5,792 |
| Over 90 days | 3,967 | 570 |
| | | |
| | 33,118 | 37,960 |

13 BORROWINGS

| | Unaudited | Audited |
|-----------------------|-----------|---------------|
| | 30th June | 31st December |
| | 2008 | 2007 |
| | HK\$'000 | HK\$'000 |
| | | |
| Non-current | | |
| Long-term bank loans | 162,275 | 70,000 |
| | | |
| Current | | |
| Short-term bank loans | 64,402 | 74,091 |
| Trust receipt loans | 154,101 | 130,279 |
| Bank overdrafts | - | 9 |
| | | |
| | 218,503 | 204,379 |
| | | |
| | 380,778 | 274,379 |
| | | |

13 BORROWINGS (Continued)

Movements in borrowings, excluding bank overdrafts, is analysed as follows:

| | HK\$'000 |
|------------------------------------|-----------|
| | |
| Six months ended 30th June 2008 | |
| Opening amount at 1st January 2008 | 274,370 |
| Translation differences | 3,379 |
| New borrowings | 362,304 |
| Repayment of borrowings | (259,275) |
| | |
| Closing amount at 30th June 2008 | 380,778 |
| | |
| Six months ended 30th June 2007 | |
| Opening amount at 1st January 2007 | 126,256 |
| New borrowings | 62,518 |
| Repayment of borrowings | (110,321) |
| | |
| Closing amount at 30th June 2007 | 78,453 |
| | |

Interest expense on borrowings for the six months ended 30th June 2008 is HK\$6,042,000 (30th June 2007: HK\$1,397,000).

14 RELATED PARTY TRANSACTIONS

The Group is controlled by Maxable International Enterprises Limited, a company incorporated in the British Virgin Islands, which owns approximately 71.82% of the Company's shares. The remaining interests are widely held. The ultimate controlling party of the Group is Ms. Wing Man Yi.

During the period, the Group had the following significant transactions, which were carried out in the normal course of the Group's business:

Unaudited 30th June 30th June 2008 2007 HK\$'000 HK\$'000 Rental expenses paid to related companies (Note) 5,982

Note:

The related companies are beneficially owned and controlled by certain former Directors of the Company. Rental expenses were paid to these companies for leasing office premises, retail outlets and warehouses of the Group.

(b) As at 30th June 2008, the Company held equity interests in a related company, which is incorporated and listed on Hong Kong Stock Exchange, amounting to HK\$12,280,100 (2007: HK\$22,938,000) (including in financial assets at fair value through profit or loss). The related company is controlled by certain common Directors of the Company. On 16th July 2008, the related company acquired 29.52% equity interest of the Company from Maxable International Enterprises Limited and became a substantial shareholder of the Company.

(a) Expenses

14 RELATED PARTY TRANSACTIONS (Continued)

(c) Year end balances

| | Unaudited | Audited |
|--|-----------|---------------|
| | 30th June | 31st December |
| | 2008 | 2007 |
| | HK\$'000 | HK\$'000 |
| | | |
| Amount due from a related company (Note) | | 8,586 |
| | | |

Note:

The related company is controlled by certain common Directors of the Company. The balance was unsecured, interest-free and repayable on demand. The carrying value of the balance approximated its fair value at 31st December 2007. The balance had been fully settled in February 2008.

FINANCIAL RESULTS

For the period ended 30th June 2008, the Group recorded a net profit of approximately HK\$25,581,000 (2007: HK\$22,508,000), representing an increase of 13.65% over the first six months of 2007. The revenue increased by 54.33% to approximately HK\$424,100,000 (2007: HK\$274,792,000). The basic earnings per share increased by 5.26% to HK0.20 cents as compared to HK0.19 cents for the same period of 2007.

INTERIM DIVIDEND

The Board resolved to declare an interim dividend of HK0.02 cents (2007: HK0.04 cents) per ordinary share. The interim dividend will be payable on 7th November 2008 to shareholders whose names appear on the Register of Members of the Company on 30th October 2008.

CLOSURE OF THE REGISTER OF MEMBERS

The Register of Members will be closed from Tuesday, 28th October 2008 to Thursday, 30th October 2008 (both days inclusive). During which period, no transfer of shares of the Company will be registered. In order to qualify for the interim dividend, all transfers of shares of the Company accompanied by the relevant share certificates must be lodged for registration with the Company's Branch Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:00 p.m. on 27th October 2008.

FINANCIAL REVIEW

During the six months ended 30th June 2008, the Group's sales increased to HK\$424,100,000 from HK\$274,792,000 for the same period of 2007. The increase of sales in the first half of 2008 was primarily attributable to the continuously increasing of the metal price. The gross profit of the Group for the first six months of 2008 was HK\$90,345,000, with a gross margin of 21.30%, compared to gross profit for the same period of 2007 of HK\$73,576,000 with a gross margin of 26.78%. The decrease in gross margin was mainly resulted from the fierce price competition.

FINANCIAL REVIEW (Continued)

During the period under review, selling and distribution cost had increased when compared with the same period of 2007, which is in line with the increase in turnover and gross profit. The administrative expenses for the first six months of 2008 increased to HK\$47,986,000 (2007: HK\$36,164,000). For the period ended 30th June 2008, the Group had recorded a fair value gains on the investment properties amounted to HK\$26,687,000. Furthermore, the Group had also recorded a net fair value losses on the trading securities amounted to HK\$16,727,000. Profit attributable to shareholders of the Company increased by 13.65% to HK\$25,581,000 (2007: HK\$22,508,000), which resulted in a basic earnings per share of HK0.20 cents (2007: HK0.19 cents).

BUSINESS REVIEW

PIPE TRADING BUSINESS

During the first half of 2008, the Group has supplied pipes, fittings and/or other related accessories to several large projects namely, KCRC MOS Railway – Tai Wai Station Complex Development (Phase One); Redevelopment of Lo Wu Correctional Institution; Leighton Road Hotel Development; Refurbishment of Ocean Park; i-Square; Crocodile Building Redevelopment; Tai Koo Shing City Plaza 2; Extension of St. Paul Hospital; Customs Headquarters; Refurbishment and Alteration of The Atrium; Commercial Development at Wang Kwong Road; Shanghai International Finance Centre; Shangri-La Hotel in Wenzhou and The Ritz-Carlton in Sanya.

As at 30th June 2008, contracts on hand amounted to approximately HK\$167,000,000 for the Group. The major projects which the Group will supply pipes, fittings and/or other related accessories include, Venetian Parcel 5 (Shangri-La Hotel and Traders Hotel) in Macau; Venetian Parcel 6 (Sheraton Hotel and St. Regis Hotel) in Macau; Residential Development at Tin Shui Wai Lot no. 24 Area 33; The Latitude; LOHAS Park Phase 2; Residential Development at the junction of Hoi Wang Road and Hoi Ting Road (Lot KIL11167); Design and Construction of Tamar Development Project, Hong Kong (SS P318); Residential Development at 152-160 Kwok Shui Road; Aria; Innovation Tower at The Hong Kong Polytechnic University; Redevelopment at First Street and Second Street in Sai Ying Pun (URA H20); Residential Development at Lai Sing Court, 13-15 Tai Hang Road; Lake W; Wynn Diamond Suites at Wynn Macau Phase 3; China Aircraft Services Limited Hangar Workshop Complex; Residential Development at Choi Wan Road Site 3B Phase 1; Residential Development at Fu Kin Street; Extension of The Open University of Hong Kong Phase II Campus; 21st Century Tower in Shanghai; Jumeirah Han Tang Xintiandi in Shanghai and Conrad Shanghai.

BUSINESS REVIEW (Continued) INVESTMENT IN PROPERTIES

In the first half of 2008, the Group had acquired a property in mid-level central, Hong Kong. Further to the acquisition of properties in Shanghai in 2007, the Group considered this acquisition offer an opportunity for the Group to further diversify into the property business.

OUTLOOK

Looking ahead, the Group continues to face keen competition from our competitors. We will persist in our constant efforts to upgrade our products and services, develop new markets, deepen our contacts and consolidate closer ties with our customers.

In the later part of 2008, the investment properties will start to generate rental incomes. These rental incomes will increase the income stream of the Group.

LIQUIDITY AND FINANCIAL RESOURCES

As at 30th June 2008, the cash and bank balances of the Group was HK\$89,775,000 (31st December 2007: HK\$33,272,000). Basically the Group's working capital requirement has been financed by its internal resources. The Group believes that funds generated from internal operations, its existing reserve and the available banking facilities will enable the Group to meet its future cash requirements.

The Group had aggregate banking facilities of approximately HK\$476,300,000 as at 30th June 2008 (31st December 2007: HK\$384,191,000) for term loans and other trade finance facilities, approximately HK\$441,212,000 (31st December 2007: HK\$320,067,000) of which were utilised as at 30th June 2008. The banking facilities are secured by corporate guarantees from the Company and investment properties held by subsidiaries with carrying values of HK\$353,996,000.

The Group's borrowings are denominated in Hong Kong dollars and Renminbi. Banking facilities were granted to the Group which bears interest at prevailing market rates.

LIQUIDITY AND FINANCIAL RESOURCES (Continued)

The Group conducts its business transactions mainly in Hong Kong dollars, Renminbi, United States dollars, Euro dollars and Australian dollars. Currency forward contracts were arranged for the transactions denominated in currencies other than Hong Kong dollars and United States dollars to mitigate the foreign currency risk.

As at 30th June 2008, the gearing ratio (total debts/total assets of the Group) was 0.37 (31st December 2007: 0.34).

BANKING FACILITIES WITH ASSETS PLEDGED

Investment properties with carrying values of HK\$353,996,000 as at 30th June 2008 held by subsidiaries of the Group are pledged to banks to obtain banking facilities.

STAFF AND EMPLOYMENT

Including the Directors of the Group, as at 30th June 2008, the Group employed a total of 245 (31st December 2007: 234) full-time employees. Total employee benefit expenses was approximately HK\$32,394,000 (2007: HK\$23,925,000). Remuneration is reviewed annually and certain staff members are entitled to commission. In addition to the basic salaries and contributions to the mandatory provident fund, the Group also pays discretionary bonus and provides staff benefits including medical scheme.

DIRECTOR'S INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES OR DEBENTURES

As at 30th June 2008, the interests of the Directors and chief executives in the shares of the Company and its associated corporations disclosed pursuant to Section 352 of the Securities and Futures Ordinance ("SFO") were as follows:

Ordinary shares of HK\$0.002 each in the Company

| | | | Approximate |
|-----------------|---------------------|-------------------|---------------|
| | | | percentage of |
| Name | Nature of interests | Number of shares | shareholding |
| | | | |
| Ms. Wing Man Yi | Corporate interests | 9,001,500,000 (L) | 71.82% |
| | (Note) | | |

(L) denotes the long position held in the shares

Note:

These shares are held by Maxable International Enterprises Limited, which is wholly and beneficially owned by Ms. Wing Man Yi.

Save as disclosed above, none of the Directors and the chief executive of the Company was interested or had any short position in any shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO) as at 30th June 2008.

SUBSTANTIAL SHAREHOLDERS

As at 30th June 2008, the register of substantial shareholders maintained by the Company pursuant to Section 336 of the SFO disclosed the following persons or corporations (other than directors or chief executives of the Company) as having an interest of 5% or more of the issued share capital of the Company:

Long position in share and underlying share of the Company

| Name | Name of company in which interests or short positions were held | Nature of interests | Number of shares | Approximate percentage of shareholding |
|--|--|---------------------------------|-------------------------------|--|
| Maxable International Enterprises Limited | The Company | Beneficial owner (Note 1) | 9,001,500,000 (L) (Note 3) | 71.82% |
| Tong Wan Ki, Michael | The Company | Interests of spouse (Note 2) | 9,001,500,000 (L) (Note 3) | 71.82% |
| Interchina Holdings Company Limited (Note 3) | The Company | Beneficial owner | 3,700,000,000 (L) | 29.52% |

(L) denotes the long position held in the shares

Notes:

- 1. These shares are held by Maxable International Enterprises Limited, which is wholly and beneficially owned by Ms. Wing Man Yi, an Executive Director and the Chairman of the Company.
- 2. These shares are held by Maxable International Enterprises Limited, which is wholly and beneficially owned by Ms. Wing Man Yi, an Executive Director and the Chairman of the Company. Ms. Wing Man Yi is deemed to be interested in such shares under the SFO. Mr. Tong Wan Ki Michael is the spouse of Ms. Wing Man Yi and accordingly is also deemed to be interested in such shares under the SFO.
- 3. Pursuant to the sale and purchase agreement dated 18th December 2007 entered into between Interchina Holdings Company Limited and Maxable International Enterprises Limited, Interchina Holdings Company Limited has agreed to acquire 3,700,000,000 shares from Maxable International Enterprises Limited. The sale and purchase was completed on 16th July 2008. However, as at 30th June 2008, Interchina Holdings Limited is deemed to be interested in such shares pursuant to the SFO.

SUBSTANTIAL SHAREHOLDERS (Continued)

Other than disclosed above, the Company has not been notified of any other interests representing 5% or more of the Company's issued share capital as at 30th June 2008.

As at 30th June 2008, the Company had not been notified of any short positions being held by any substantial shareholders in the shares or underlying shares of the Company.

CORPORATE GOVERNANCE

Throughout the period ended 30th June 2008, the Company had adopted the code provisions set out in the Code of Corporate Governance Practices (the "Corporate Governance Code") contained in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") as its own corporate governance practices except with the deviations from the code provision A.2.1 set out in the Corporate Governance Code in respect of separate role of Chairman and chief executive officer.

The roles of the Chairman and chief executive officer are not separated and are performed by the same individual, Ms. Wing Man Yi. The Board will meet regularly to consider major matters affecting the operations of the Company. The Board considers that this structure will not impair the balance of power and authority between Board and the management of the Company and believes that this structure will enable us to make and implement decisions promptly and efficiently.

REVIEW OF INTERIM RESULTS

The Audit Committee of the Company has reviewed the Group's unaudited condensed consolidated financial information and interim report for the six months ended 30th June 2008.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") set out in Appendix 10 of the Listing Rules. Upon enquiry by the Company, all Directors of the Company have confirmed that they have complied with the required standards set out in the Model Code throughout the six months ended 30th June 2008.

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

During the six months ended 30th June 2008, neither the Company nor its subsidiaries had purchased, redeemed or sold any of the Company's listed securities.

By order of the Board China Pipe Group Limited Wing Man Yi Chairman

Hong Kong, 23rd September 2008

As at the date of this interim report, the Board consists of Ms. Wing Man Yi, Mr. Chan Wing Yuen, Hubert, Mr. Lam Cheung Shing, Richard and Mr. Zhu Yongjun (all being executive Directors), Mr. Zhang Yang (being a non-executive Directors), and Mr. Lui Tin Nang, Mr. Ko Ming Tung, Edward and Mr. Ho Yiu Yue Louis (all being independent non-executive Directors).