



International Taifeng Holdings Limited 國際泰豐控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)

Stock code 股份代號: 873

Interim Report
中期報告
2012



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CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive:

Mr. Liu Qingping (*Chairman*)
Mr. Li Dengxiang
Mr. Liu Chunwei
Ms. Qi Tongli
Mr. Zou Shengzhong

Independent and non-executive:

Mr. Chan Kin Sang
Mr. Li Yuchun
Mr. Dai Shunlin

COMPANY SECRETARY

Mr. Pang Wai Hong

AUDIT COMMITTEE

Mr. Li Yuchun (*Chairman*)
Mr. Chan Kin Sang
Mr. Dai Shunlin

REMUNERATION COMMITTEE

Mr. Dai Shunlin (*Chairman*)
Mr. Li Yuchun
Mr. Liu Qingping

NOMINATION COMMITTEE

Mr. Chan Kin Sang (*Chairman*)
Mr. Dai Shunlin
Mr. Liu Qingping

LEGAL ADVISERS TO THE COMPANY

As to Cayman law:
Conyers Dill & Pearman

As to PRC law:
Tian Yuan Law Firm

AUDITORS

Deloitte Touche Tohmastu

AUTHORISED REPRESENTATIVES

Mr. Pang Wai Hong
Ms. Qi Tongli

公司資料

董事會

執行董事：

劉慶平先生 (主席)
李登祥先生
劉純衛先生
亓同麗女士
鄒生忠先生

獨立非執行董事：

陳健生先生
李玉春先生
戴順林先生

公司秘書

彭偉康先生

審核委員會

李玉春先生 (主席)
陳健生先生
戴順林先生

薪酬委員會

戴順林先生 (主席)
李玉春先生
劉慶平先生

提名委員會

陳健生先生 (主席)
戴順林先生
劉慶平先生

本公司之法律顧問

開曼群島法律：
康明德律師事務所

中國法律：
天元律師事務所

核數師

德勤 • 關黃陳方會計師行

授權代表

彭偉康先生
亓同麗女士

REGISTERED OFFICE

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman
KY1-1111
Cayman Islands

PRINCIPAL PLACE OF BUSINESS

In the People's Republic of China:
Economic and High-technology Development
Zone, Laiwu City, Shandong Province
People's Republic of China

In Hong Kong:

Room 911, 9/F., Block A, Hunghom
Commercial Centre, 39 Ma Tau Wai Road,
Hung Hom, Kowloon, Hong Kong

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Computershare Hong Kong
Investor Services Limited
Shops 1712-1716, 17th Floor, Hopewell
Centre, 183 Queen's Road East, Wanchai,
Hong Kong

PRINCIPAL BANKERS

In the People's Republic of China:
Bank of China, Laiwu Branch
Industrial and Commercial Bank of China,
Laiwu Branch
Laishang Bank

In Hong Kong:

Bank of Communication Co., Limited,
Hong Kong Branch

STOCK CODE

0873

COMPANY WEBSITE ADDRESS

<http://www.taifeng.cc>

INVESTOR RELATIONS CONTACT

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註冊辦事處

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman
KY1-1111
Cayman Islands

主要營業地點

於中華人民共和國：
中華人民共和國
山東省萊蕪市
高新科技開發區

於香港：

香港九龍紅磡馬頭圍道39號
紅磡商業中心A座
九樓九一一室

香港股份過戶登記分處

香港中央證券登記有限公司
香港灣仔
皇后大道東183號
合和中心17樓
1712-1716室

主要銀行

於中華人民共和國：
中國銀行萊蕪分行
中國工商銀行，
萊蕪分行
萊商銀行

於香港：

交通銀行股份有限公司
香港分行

股份代號

0873

公司網站

<http://www.taifeng.cc>

投資者關係

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CORPORATE PROFILE

International Taifeng Holdings Limited (“Taifeng” or the “Company”, and, together with its subsidiaries, the “Group”) was founded in 2001. Its production base is situated in Shandong Province, the People’s Republic of China (“PRC”). Taifeng, being a major integrated home textile manufacturer offering design, research and development, manufacturing and retail services, is one of the leading manufacturers and distributors of quality bedding products and cotton yarns in the PRC. It offers over 1,400 varieties of bedding products including bed covers, pillows, pillow cases, quilts and quilt covers. Its cotton yarns are mainly comprised of fine count and high-count yarns with over 160 varieties.

Being recognized as a Chinese Well-known Trademark (中國馳名商標), Taifeng is a leading brand in the PRC home textile market. Leveraging on the brand’s reputation, the Group focuses on the middle-end market, which is the market segment with the highest value. IBENA, the authorized German brand of the Group, also performs well in the high-end bedding product market in the PRC. In June 2012 Taifeng’s bed linen and silk quilt products were granted as “Famous Brand of Shandong Province”.

公司簡介

國際泰豐控股有限公司（「泰豐」或「本公司」，連同其附屬公司，統稱「本集團」）成立於二零零一年，生產基地位於中華人民共和國（「中國」）山東省，是集設計、研發、生產及零售為一體的大型家用紡織品企業，為中國領先的優質床品及棉紗製造商及分銷商之一。旗下床品種類逾1,400款，包括床單、枕頭、枕套、被褥及被套等系列產品，棉紗是以細支紗及高支紗為主，種類超過160款。

本集團主要以榮獲「中國馳名商標」稱號的「泰豐」品牌，主攻具有最大價值的中端床品市場，是國內家紡產品品牌之領軍力量。同時，集團授權許可生產的德國IBENA品牌在國內高端床品市場上佔有一席之地。於二零一二年六月，泰豐的床上用品及絲綿被產品獲授「山東省著名品牌」稱銜。

Thanks to its solid capacity, the Group ranks 8th among bedding product manufacturers and is the fourth largest fine-count and high count yarns manufacturer in the PRC. With an annual production capacity of 5 million sets of bedding products and over 30,000 tonnes of cotton yarn, the Group possesses strong competitive edge in the PRC and is therefore awarded as one of the top 10 enterprises in the national home textile industry and one of the top 20 enterprises in the textile industry for years. The well-established sales network of the Group covers 29 provinces and municipalities in the PRC. As at 30 June, 2012, the Group had a total of 269 agents and over 900 retail stores and counters either operated directly by the Group or by distributors. Those retail stores and counters are located in busy commercial areas and well-known department stores, such as Parkson, INZONE Department Store, Maoye Department Store, Van's Department Store, Liqun, Intime in Beijing, Dennis in Henan, and Jiajiayue in Shandong. Attributed to its emphasis on technology innovation and constant pursuit of quality, the Group maintained its outstanding research and development strength and manufacturing technologies. As a recognition of its excellent product quality, strong research and development capabilities, comprehensive management and strong competence, the Group has won various provincial and national awards and accolades, including Chinese Inspection-exempt Products (中國免檢產品), Chinese Name-Brand Products (中國名牌產品), Chinese Well-known Trademark, International Quality System Certification, Excellent Quality Management Certificate (優秀質量管理證書) and Technologically Advanced Enterprise (科技創新先進企業).

本集團生產實力雄厚，為中國第八大床品製造商，第四大細支紗及高支紗製造商。床品年產能500萬套，棉紗年產能超過30,000噸，並且連續多年位居全國家紡行業前十強，紡織行業前二十強行列，是國內極具競爭優勢的家紡企業。本集團擁有完善的銷售體系，網絡覆蓋全國29個省市。截至二零一二年六月三十日，本集團共有269家代理商及超過900間直營及由分銷商經營的專賣店及專櫃，均設立在商業旺地和知名百貨公司，例如百盛、銀座百貨、茂業百貨、萬千百貨、利群、北京銀泰百貨、河南丹尼斯百貨及山東家家悅等。本集團本著科技創新的研發意識和對高品質產品的不斷追求，始終保持其卓越的研發能力及生產技術，先後榮獲中國免檢產品、中國名牌產品、中國馳名商標、國際質量體系認證、優秀質量管理證書、科技創新先進企業等多個省級和國家級之獎項與稱號，足以印證本集團產品優質，研發強勁，管理完善，實力卓越。

FINANCIAL HIGHLIGHTS

- **Revenue** increased by 12.9% to RMB1,222.5 million for the six months ended 30 June, 2012
- **Revenue from the sales of branded bedding products** increased by 27.6% to RMB686.6 million for the six months ended 30 June, 2012
- **Gross profit margin** reached 40.1% for the six months ended 30 June, 2012
- **Segment profit from the manufacture and distribution of bedding products** increased by 19.0% to RMB330.0 million for the six months ended 30 June, 2012
- **Profit before taxation** increased by 14.7% to RMB375.9 million for the six months ended 30 June, 2012
- **Profit attributable to owners of the Company** increased by 12.2% to RMB253.7 million for the six months ended 30 June, 2012
- **Basic earnings per share** was RMB0.254 for the six months ended 30 June, 2012

財務摘要

- 收益增長12.9%至截至二零一二年六月三十日止六個月之人民幣1,222.5億元
- 品牌床品銷售之收益增長27.6%至截至二零一二年六月三十日止六個月之人民幣686.6億元
- 截至二零一二年六月三十日止六個月之毛利率達40.1%
- 製造及分銷床品之分部收益增長19.0%至截至二零一二年六月三十日止六個月之人民幣3.3億元
- 除稅前溢利增長14.7%至截至二零一二年六月三十日止六個月之人民幣3.759億元
- 本公司擁有人應佔溢利增長12.2%至截至二零一二年六月三十日止六個月之人民幣2.537億元
- 每股基本盈利於截至二零一二年六月三十日止六個月之人民幣0.254元

Results

業績

		For the six months ended 30 June	
		截至六月三十日止六個月	
		2012	2011
		二零一二年	二零一一年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Revenue	收益	1,222,537	1,082,434
Gross profits	毛利	490,226	417,426
Earnings before interest and tax ("EBIT")	除稅、利息前溢利	383,485	335,526
Profit attributable to owners of the Company	本公司擁有人應佔溢利	253,741	226,145
Earnings per share – Basic (RMB)	每股盈利—基本(人民幣元)	0.254	0.226

Assets and Liabilities

資產及負債

		Period ended	Year ended
		30 June	31 December
		截至	截至
		六月三十日	十二月三十一日
		止期間	止年度
		2012	2011
		二零一二年	二零一一年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Total assets	資產總額	2,571,845	2,248,861
Total debt	債務總額	179,454	191,010
Total liabilities	負債總額	757,305	602,062
Equity attributable to:	應佔權益：		
Owners of the Company	本公司擁有人	1,814,540	1,646,799

Financial Ratios

財務比率

		For the six months ended 30 June, 截至六月三十日止六個月	
		2012 二零一二年	2011 二零一一年
Gross profits margins – overall	毛利率—整體	40.1%	38.6%
Gross profits margins – cotton yarn	毛利率—棉紗	16.2%	17.2%
Gross profits margins – bedding products	毛利率—床品	57.7%	57.6%
EBIT margin	除稅、利息前利率	31.4%	31.0%
Net profit margin	淨利率	20.8%	20.9%
Annualised ROE ⁽¹⁾	年化股東權益回報率 ⁽¹⁾	28.0%	29.8%
Annualised ROA ⁽²⁾	年化資產回報率 ⁽²⁾	19.7%	20.5%

⁽¹⁾ Annualised ROE is calculated based on profit after tax divided by total equity ⁽¹⁾ 年化股東權益回報率根據除稅後溢利除以總權益計算

⁽²⁾ Annualised ROA is calculated based on profit after tax divided by total assets ⁽²⁾ 年化資產回報率根據除稅後溢利除以總資產計算

		For the six months ended 30 June, 截至二零一二年六月三十日止六個月	For the year ended 31 December, 截至二零一一年十二月三十一日止年度
		2012	2011
Trade receivables turnover (days) ⁽¹⁾	應收賬款週轉日(日) ⁽¹⁾	80	72
Trade payables turnover (days) ⁽²⁾	應付賬款週轉日(日) ⁽²⁾	23	35
Inventory turnover (days) ⁽³⁾	存貨週轉日(日) ⁽³⁾	25	35
Current ratio (times)	流動比率(倍)	2.8	2.9
Gearing ratio ⁽⁴⁾	資本負債比率 ⁽⁴⁾	7.0%	8.5%
Debt-to-equity ⁽⁵⁾	債項對權益 ⁽⁵⁾	9.9%	11.6%

- (1) Trade receivables turnover is calculated based on the average of the beginning and ending balance of trade receivables for a given period, divided by revenue during the given period and multiplied by 181 days for a six-month period or by 365 days for a year.
- (2) Trade payables turnover is calculated based on the average of the beginning and ending balance of trade payables for a given period divided by cost of sales during the given period and multiplied by 181 days for a six-month period or by 365 days for a year.
- (3) Inventory turnover is calculated based on the average of the beginning and ending balance of inventory, net of impairment, for a given period, divided by cost of sales during the given period and multiplied by 181 days for a six-month period or by 365 days for a year.
- (4) Calculated as the total debts for the period, divided by total assets for the period and multiplied by 100%. Debts are defined to include current and non-current borrowings.
- (5) Calculated as the total debts for the period, divided by the equity for the period and multiplied by 100%. Debts are defined to include current and non-current borrowings. Equity is defined to include the minority interests.
- (1) 應收賬款週轉日按該指定期間開始及結束之應收賬款結餘之平均值除指定期間內之收益再乘以181日(六個月期間)或365日(一年)計算。
- (2) 應付賬款週轉日按該指定期間開始及結束之應付賬款結餘之平均值除指定期間內之銷售成本再乘以181日(六個月期間)或365日(一年)計算。
- (3) 存貨週轉日按該指定期間開始及結束之存貨結餘之平均值(扣除減值)除指定期間內之銷售成本再乘以181日(六個月期間)或365日(一年)計算。
- (4) 以期內債務總額除期內資產總額乘以100%計算。債務之定義包括流動及非流動借貸。
- (5) 以期內債務總額除期內權益乘以100%計算。債務之定義包括流動及非流動借貸。權益之定義包括少數股東權益。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

The Group is pleased to report the unaudited interim results for the six months ended 30 June, 2012.

本集團欣然呈報其截至二零一二年六月三十日止六個月之未經審核中期業績。

Market Review

In the first half of 2012, the Government continued to give domestic consumption top priority by implementation of various preferential policies. According to the National Bureau of Statistic of China, during the period under review, China's gross domestic product increased by approximately 7.8% to RMB22,709.8 billion and urban residents' per capita disposable income jumped by 14.6%, while total retail sales saw a increase of 14.4%, reflecting the strong domestic market demand and the rising domestic consumption power, which in turn drove many domestic industries expanding, in particular, the textile industry. The textile industry continued to be powered by four major driving forces – the domestic wedding and children's products market, the rising property market, the robust development of the hotel and tourism industries and the increasing living standards, dramatically increasing the market demand for quality bedding products as well as higher thread-count cotton yarns. In addition, depending on intensified pace of urbanization, the Group is committed to seize this moment to expand its sales network and develop various sales channels. During the period under review, its revenue for branded bedding products increased by 27.6% to RMB686.6 million with gross profit margin of 58.7%.

市場回顧

二零一二年上半年，政府繼續通過實施各種優惠政策優先擴大內銷。根據國家統計局數據顯示，於回顧期間，中國國內生產總值增長約7.8%至人民幣22,709.8億元，城鎮居民人均可支配收入增長14.6%，社會消費零售總額上升約14.4%，反映國內市場需求強勁，國民消費能力持續攀升，各大行業都相繼受惠，尤其是紡織行業。此外，家紡行業持續受到四大增長因素的推動 – 當前國內婚慶和兒童用品市場的迅速發展；樓市的繼續興盛，生活水準的不斷提升；酒店旅遊業的繁榮發展，都帶動了市場對優質床品，乃至較高支數棉紗的旺盛需求。加之，受到高速城市化的助推，本集團定會抓住國內市場之利好形勢，積極拓展銷售網絡，開發不同的銷售管道。在回顧期內，品牌床品收入提升27.6%至人民幣686.6百萬元，毛利率為58.7%。

In addition, the price of raw cotton remained basically stable with small fluctuations in the first half of the year and was lower than that in the same period last year. However, the cotton yarns produced by the Group, which mainly comprises fine-count and high-count yarns, were supported by high market demand, the revenue from cotton yarns increased to RMB517.7 million, with gross profit margin of 16.2%. Leveraging on years of experience in the textile industry and a market research and development department specialized in information collection, the Group closely monitors price trends so as to make timely adjustments to stock level of raw cotton and selling price of cotton yarns, with a view to mitigating the risk arisen from fluctuations in raw cotton prices.

Business Review

The PRC home textile market is of huge potentials, during the period under review, the Group expanded its sales network in the PRC, and increased marketing efforts in terms of branding and promotion, so as to build up a prominent image for its products. During the period under review, the Group's bedding products and silk quilt awarded "Shandong Famous Brand" from Shandong Provincial Bureau of Quality and Technical Supervision.

另外，上半年原棉價格基本平穩、波幅較小，同比去年價位降低。基於我們的棉紗是以細支及高支紗為主，其市場需求較好，棉紗收入仍有上升至人民幣517.7百萬元，毛利率為16.2%。集團憑藉多年紡織行業經驗，設有專門的市場研發部門搜集資訊，密切關注價格走勢，適時調整原棉庫存量及棉紗售價，以降低原棉價格波動可能產生的風險。

業務回顧

鑒於中國家紡市場的巨大潛力，在回顧期內，本集團擴大了在中國的銷售網絡，並加強了在品牌推廣方面的營銷力度，務求為產品塑造出鮮明的形象。在回顧期內，本集團的床品及蠶絲被獲得了山東省質量技術監督局的「名牌產品」獎項。

During the period under review, the Group continued to expand its range of high value-added products, particularly the branded bedding products, in order to capture business opportunities in China and meet the various new challenges in the market. Due to its expansion strategy, revenue from branded bedding products for the period increased by 27.6% to RMB686.6 million. The cotton yarn business, which remained a stable source of the Group's revenue, recorded a revenue of RMB517.7 million, representing an increase of 1.5% as compared with the same period last year.

Elegance and excellence differentiates our brand from its peers with similar products

With rising income level, consumers have become more aware of quality bedding products under renowned brands. The advertising slogan "Affection, Love and Happiness (真情、真愛、真幸福)" of Taifeng's bedding products is based on the concept of treasuring a harmonious family in traditional Chinese culture and fits Chinese consumers' greatest desire, i.e. happiness. The Group has effectively presented its positive idea of a happy life with its products, which feature an appreciation of fashion, elegance, simplicity and taste as well as excellent quality. Such strategy allows the Group to stand out from all the other Chinese brands of home textiles. During the period under review, Ms. Kelly Chen continued to act as its brand spokesperson as her graceful, elegant and fashionable image matches the brand position of Taifeng. Together with Ms. Chen's popularity in the Asia Pacific region, the Group believes that its brand awareness and reputation will be enhanced.

為抓住國內機遇，應對不斷擴張的市場挑戰，本集團於回顧期內繼續拓展高附加值產品，尤其是品牌床品的業務，帶動期內的品牌床品收入上升27.6%至人民幣686.6百萬元。棉紗業務繼續為本集團帶來穩定的收入來源，較上年同期上升1.5%至人民幣517.7百萬元。

打造典雅優質的自有品牌形象，從同質化競爭中脫穎而出

隨著國民收入提高，消費者對具有知名品牌的優質床品的認可度越加強烈。泰豐床品以「真情、真愛、真幸福」作為廣告標語，其背後理念與中國傳統文化中和睦、共享天倫之樂的家庭觀念息息相關，符合當前中國消費者最關心的幸福觀。集團透過其「時尚、典雅又不失質樸和品位」的產品風格及優越的產品質素，有效地向人們詮釋著幸福的生活理念，從國內家紡品牌激烈的同質化競爭中脫穎而出。回顧期內，本集團繼續以陳慧琳小姐擔任品牌代言人，其高貴、典雅、時尚的形象與泰豐的品牌定位相呼應，再加上其在亞太區的名氣，相信可加快品牌的傳播力度和提升品牌知名度。

During the period under review, the Group adopted a comprehensive and differentiated branding strategy for effective branding and positioning under various marketing channels. In addition to “Taifeng”, its flagship brand, two new brands, namely “Kangshow (泰豐康秀)” and “I & Co. (愛迪卡)” were developed to target new marketing channels for online sales and supermarket sales.

Focus on expansion of the sales network and development of the branded bedding product business

The Group fully understands the importance of broad-based sales channels to sell quality brands and products. Therefore, the Group, during the period under review, has focused on opening retail stores and counters, and worked with various distributors with proven capability and ample resources. The Group also viewed Shandong, Henan, Shanxi, Beijing, Tianjin, Hebei, Heilongjiang, Jilin and Liaoning as the key markets for development by adding 85 bedding distributors, 85 retail stores and counters operated by distributors and 119 directly-operated retail stores and counters as well as setting up counters in renowned department stores such as Intime (銀泰) in Beijing, Dennis (丹尼斯) in Henan and Jiajiayue (家家悅) in Shandong. As at 30 June, 2012, the Group had over 900 retail stores and counters in 29 provinces and municipalities in China.

在回顧期內，本集團採用全面、多元化的品牌戰略，務求針對不同的營銷渠道，有效地建立品牌和進行定位。除了主打的「泰豐」品牌外，本集團亦開發出「泰豐康秀」和「愛迪卡」兩個新品牌，藉以針對網絡營銷和大賣場這兩個嶄新的銷售渠道。

積極拓展銷售網絡，大力發展品牌床品業務

本集團深明優質的品牌和產品，也需要有廣闊的銷售渠道。因此，本集團於回顧期內加大專賣店及專櫃的鋪設力度，與多個實力雄厚，資源充足的分銷商合作，並以山東、河南、山西、北京、天津、河北、黑龍江、吉林、遼寧等為重點發展地區，新增了85名床品分銷商，85間分銷商經營的專賣店及專櫃，以及119間直營專賣店及專櫃，並進駐北京銀泰、河南丹尼斯和山東家家悅等知名百貨公司。截至二零一二年六月三十日止，本集團於全國29個省市共有900多間專賣店及專櫃。

The following table shows the number of retail stores and counters and its growth for the first half of the year:

以下列表顯示上半年的專賣店及專櫃之數目及增幅：

	30 June, 2012 二零一二年 六月三十日	31 December, 2011 二零一一年 十二月三十一日	Increase 增幅
Directly-operated retail stores and counters	637	518	119
Distributors (retail stores and counters operated by distributors)	269(269)	184(184)	85(85)

The following table sets forth the number of distributors, retail stores and counters as at 30 June, 2012 by geographical locations:

以下列表顯示截至二零一二年六月三十日止按地區分佈的分銷商、專賣店及專櫃數目：

Location	地區	As at 30 June, 2012 截至二零一二年六月三十日止			
		Distributors 分銷商	Retail stores and counters operated by distributors 分銷商經營的專賣店及專櫃	Directly operated retail counters 直營專櫃	Directly operated retail stores 直營專賣店
Eastern China	華東地區	152	141	319	4
Northern China	華北地區	29	34	163	0
North-eastern China	東北地區	27	29	100	1
Central China	華中地區	33	37	43	0
Southern China	華南地區	9	7	2	1
South-western China	西南地區	12	11	2	0
North-western China	西北地區	7	10	2	0
Total:	總計：	269	269	631	6

Remarks:

Eastern China: Shandong, Jiangsu, Anhui, Zhejiang, Fujian, Jiangxi, Shanghai

Northern China: Beijing, Tianjin, Hebei, Shanxi, Inner Mongolia

North-eastern China: Heilongjiang, Jilin, Liaoning

Central China: Henan, Hubei, Hunan

Southern China: Guangdong, Guangxi, Hainan

South-western China: Sichuan, Yunnan, Guizhou, Tibet, Chongqing

North-western China: Ningxia, Xinjiang, Qinghai, Shaanxi, Gansu

Diversified promotional activities are the key to Taifeng's successful operation

Given the competitive bedding products market in China, the importance of effective market promotion and marketing strategies in addition to manufacturing products of good quality cannot be understated. The following large-scale promotional activities were carried out by the Group during the period under review:

Advertising promotion

During the period under review, the Group has utilized diversified promotional events such as broadcasting TV commercials starring Kelly Chen on CCTV, taking out printed advertisements in flight and home textile magazines, putting up outdoor advertisements on expressways and buses, and placing online advertisements on the Internet in order to widen consumer awareness so as to maximize the exposure for the Group.

備註:

華東地區：山東、江蘇、安徽、浙江、福建、江西、上海

華北地區：北京、天津、河北、山西、內蒙古

東北地區：黑龍江、吉林、遼寧

華中地區：河南、湖北、湖南

華南地區：廣東、廣西、海南

西南地區：四川、雲南、貴州、西藏、重慶

西北地區：寧夏、新疆、青海、陝西、甘肅

立體多元化的宣傳活動，是泰豐運轉之血脈

國內床品市場競爭激烈，在擁有優質產品之基礎上，有效的市場推廣和營銷策略尤為重要。回顧期內本集團舉辦過以下大型的宣傳活動：

廣告宣傳

回顧期內，集團進行多方面的宣傳活動，在中央電視台投放陳慧琳電視廣告，於航空及家紡雜誌刊登平面廣告，於高速公路及公交車上投放戶外廣告，以及於網絡媒體投放網絡廣告等，務求覆蓋更廣泛的消費者，增加本集團的知名度。

New product presentations

The Group presented its new seasonal products and the new trends for autumn and winter 2012 in a conference held in 28-29 May, 2012 entitled “2012 New Fall-winter Products Presentation and Investment Promotion Conference”. The Group also offered a series of well-received preferential newcomer packages to agents, partners and mall managers around the country.

Roadshows and exhibitions

The Group exhibited in “The 94th Trade Fair for China Knitted and Cotton Textile Products and the 24th Trade Fair for Silk Products” (Shanghai) and “The 21st Shanghai International Hospitality Equipment and Supply Expo”. Aside from discussions on the prevailing market conditions and development prospects of the home textile industry, the Group also presented the trends of the home textile industry in 2012 and offered various preferential co-operation packages during the summit.

The participation of such industry-wide roadshows and exhibitions has helped Taifeng demonstrate its prominent position in the industry and promote its operation philosophy, as well as assisted in boosting its corporate image and brand recognition and expanding its sales channels.

新品發佈會

本集團於本年五月二十八至二十九日舉辦「2012秋冬新品發佈會及招商會議」，發佈了2012年秋冬新品和流行趨勢。本集團亦同時向各地的代理商、合作夥伴、商場經理推出多項加盟優惠政策，反應熱烈。

招商推介會及展覽會

本集團參與「第94屆中國針棉織品交易會」及「第24屆中國絲綢交易會（上海）」及「第21屆上海國際酒店用品博覽會」。除探討家紡行業發展現狀和前景外，本集團亦在會上發佈二零一二年家紡流行趨勢及推出多項招商優惠政策。

透過參與這類型的家紡行業招商推介及展覽會充份展現了泰豐在行業內的優勢地位和經營理念，對提高企業形象、品牌知名度、拓展銷售渠道等起到了積極的推動作用。

Financial Review

Revenue

Revenue increased by 12.9% to RMB1,222.5 million for the six months ended 30 June, 2012 from RMB1,082.4 million for the six months ended 30 June, 2011 as a result of the following:

- Revenue in the bedding products segment increased by 23.2% to RMB704.9 million for the six months ended 30 June, 2012 from RMB572.3 million for the six months ended 30 June, 2011. Revenue in the sales of branded bedding products recorded a growth of 27.6% to RMB686.6 million for the six months ended 30 June, 2012 from RMB538.1 million for the six months ended 30 June, 2011.
- Revenue in the cotton yarns segment increased slightly by 1.5% to RMB517.7 million for the six months ended 30 June, 2012 from RMB510.2 million for the six months ended 30 June, 2011.

財務回顧

收益

收益由截至二零一一年六月三十日止六個月之人民幣1,082,400,000元增加12.9%至截至二零一二年六月三十日止六個月之人民幣1,222,500,000元。原因如下：

- 床品分部之收益由截至二零一一年六月三十日止六個月之人民幣572,300,000元增加23.2%至截至二零一二年六月三十日止六個月之人民幣704,900,000元。品牌床品銷售之收益由截至二零一一年六月三十日止六個月之人民幣538,100,000元增加27.6%至截至二零一二年六月三十日止六個月之人民幣686,600,000元。
- 棉紗分部之收益由截至二零一一年六月三十日止六個月之人民幣510,200,000元輕微增加1.5%至截至二零一二年六月三十日止六個月之人民幣517,700,000元。

The following table sets forth a breakdown of the revenue by products: 下表載列按產品劃分之收益明細：

		For the six months ended 30 June, 截至六月三十日止六個月			
		2012 二零一二年		2011 二零一一年	
		Revenue 收益 (RMB'000) (人民幣 千元)	(% to total) (佔總收益 百分比)	Revenue 收益 (RMB'000) (人民幣 千元)	(% to total) (佔總收益 百分比)
Bedding Products					
床品					
Branded products 品牌產品		686,612	56.2	538,121	49.7
OEM 貼牌		18,307	1.5	34,132	3.2
Sub-total 小計		704,919	57.7	572,253	52.9
Cotton Yarns					
棉紗					
Product category 產品種類	Yarn Count 支數				
Coarse-count yarns 粗支紗	18 or below 18支或以下	4,848	0.4	24,760	2.3
Medium-count yarns 中支紗	19 up to 28 19支至28支	13,011	1.0	46,287	4.3
Fine-count yarns 細支紗	29 up to 60 29支至60支	126,255	10.3	265,455	24.5
High-count yarns 高支紗	61 or above 61支或以上	373,504	30.6	173,679	16.0
Sub-total 小計		517,618	42.3	510,181	47.1
Total 總計		1,222,537	100.0	1,082,434	100.0

The Group's bedding products are packaged in two forms: in a single piece or in multiple piece sets. The majority of the branded bedding products are packaged in multiple-piece sets. Partly as a result of the foregoing, the Group's branded bedding products command a higher average realized selling price and gross profit margin than the OEM bedding products.

本集團床品以件裝或多件套裝兩種形式包裝。大部分品牌床品以多件套裝形式包裝。某程度上基於上述原因，本集團品牌床品之平均實際售價及毛利率較貼牌床品高。

The average realized selling price and gross profit margin of bedding products is set out below:

床品之平均實際售價及毛利率載列如下：

		For the six months ended 30 June, 截至六月三十日止六個月			
		2012 二零一二年		2011 二零一一年	
		Gross profit margin	Average realised selling price	Gross profit margin	Average realised selling price
		毛利率	平均 實際售價 (RMB per piece/set) (每件/套 人民幣元)	毛利率	平均 實際售價 (RMB per piece/set) (每件/套 人民幣元)
		(%)	(%)	(%)	(%)
Branded bedding products	品牌床品	58.7	476	59.7	485
OEM bedding products	貼牌床品	20.8	158	24.7	68
Segment weighted average	分部加權平均	57.7	453	57.6	355

The sales volume breakdown of branded bedding products is set out below: 品牌床品之銷量明細載列如下：

		For the six months ended 30 June, 截至六月三十日止六個月			
		2012 二零一二年		2011 二零一一年	
		Sales		Sales	
		Volume	% to Total	Volume	% to Total
		銷量	佔總收益 百分比	銷量	佔總收益 百分比
Multiple-piece sets	多件套裝	1,068,944	74.2	1,020,168	92.0
Single piece	單件裝	372,218	25.8	88,752	8.0
		<u>1,441,162</u>	<u>100.0</u>	<u>1,108,920</u>	<u>100.0</u>

The average realized selling price and gross profit margin of cotton yarns is set out below: 棉紗之平均實際售價及毛利率載列如下：

		For the six months ended 30 June, 截至六月三十日止六個月			
		2012 二零一二年		2011 二零一一年	
		Gross profit margin	Average realised selling price	Gross profit margin	Average realised selling price
		毛利率	平均實際售價	毛利率	平均實際售價
		(%)	(RMB per tonne)	(%)	(RMB per tonne)
		(%)	(每噸 人民幣元)	(%)	(每噸 人民幣元)
Product category	Yarn count				
產品種類	支數				
Coarse-count yarns	18 or below	8.8	16,139	14.3	23,166
粗支紗	18支或以下				
Medium-count yarns	19 up to 28	9.5	19,949	16.8	28,604
中支紗	19支至28支				
Fine-count yarns	29 up to 60	11.9	23,110	16.5	33,799
細支紗	29支至60支				
High-count yarns	61 or above	17.9	43,034	19.0	57,331
高支紗	61支或以上				
		<u>16.2</u>	<u>34,291</u>	<u>17.2</u>	<u>37,595</u>
Segment weighted average	分部加權平均				

Gross profit and gross profit margin

Gross profit was RMB490.2 million for the six months ended 30 June, 2012. Gross profit margin for the six months ended 30 June, 2012 reached 40.1%.

Gross profit of the Group's bedding products segment increased by 23.4% to RMB406.6 million for the six months ended 30 June, 2012 from RMB329.5 million for the six months ended 30 June, 2011. Gross profit of the branded bedding products reached RMB402.8 million for the six months ended 30 June, 2012, representing an increase of 25.5% as compared to RMB321.0 million for the six months ended 30 June, 2011. Gross profit margin of the Group's bedding products segment improved slightly to 57.7% from 57.6% and the gross profit margin of the Group's branded bedding products reached 58.7%.

Gross profit of the Group's cotton yarns segment slightly decreased by 4.9% to RMB83.6 million for the six months ended 30 June, 2012 from RMB87.9 million for the six months ended 30 June, 2011. Gross profit margin slightly dropped to 16.2% for the six months ended 30 June, 2012 from 17.2% for the six months ended 30 June, 2011 due to volatility of the raw material prices.

毛利及毛利率

截至二零一二年六月三十日止六個月之毛利為人民幣490,200,000元。截至二零一二年六月三十日止六個月，毛利率達40.1%。

本集團床品分部之毛利由截至二零一一年六月三十日止六個月之人民幣329,500,000元增加23.4%至截至二零一二年六月三十日止六個月之人民幣406,600,000元。截至二零一二年六月三十日止六個月，品牌床品之毛利達人民幣402,800,000元，較截至二零一一年六月三十日止六個月之人民幣321,000,000元增長25.5%。本集團床品分部之毛利率由57.6%輕微上升至57.7%，而本集團品牌床品之毛利率則達58.7%。

本集團棉紗分部之毛利由截至二零一一年六月三十日止六個月之人民幣87,900,000元輕微下跌4.9%至截至二零一二年六月三十日止六個月之人民幣83,600,000元。由於原材料價格波動，毛利率由截至二零一一年六月三十日止六個月17.2%輕微下跌至截至二零一二年六月三十日止六個月之16.2%。

Distribution and selling expenses

Distribution and selling expenses comprise mainly freight, import/export declaration and delivery charges, sales commission and wages paid to sales staff, expenses related to marketing and promotion such as advertisements and exhibitions, and retail stores and counters running expenses. Distribution and selling expenses increased by 31.1% to RMB89.1 million for the six months ended 30 June, 2012 as compared to RMB68.0 million for the six months ended 30 June, 2011. The increase was primarily due to the increase of RMB22.5 million in advertising and promotional expenses.

Administrative expenses

Administrative expenses comprise mainly staff cost, depreciation, entertainment, rental, bank charges and other sundry expenses. Administrative expenses decreased by 13.6% to RMB16.2 million for the six months ended 30 June, 2012 from RMB18.8 million for the six months ended 30 June, 2011. The decrease was primarily due to the decrease of RMB2.9 million in expenses associated with share-based payment transactions in the six months ended 30 June, 2011.

分銷及銷售開支

分銷及銷售開支主要包括貨運、進口／出口報關及付運費、銷售佣金及支付銷售員工之薪金、廣告及展覽等有關市場推廣及宣傳之開支，以及零售店舖及專櫃經營開支。分銷及銷售開支由截至二零一一年六月三十日止六個月之人民幣68,000,000元增加31.1%至截至二零一二年六月三十日止六個月之人民幣89,100,000元。增幅主要是由於廣告及推廣開支增加人民幣22,500,000元。

行政開支

行政開支主要包括員工成本、折舊、招待費、租金、銀行收費及其他雜項開支。行政開支由截至二零一一年六月三十日止六個月之人民幣18,800,000元減少13.6%至截至二零一二年六月三十日止六個月之人民幣16,200,000元。減幅主要是由於截至二零一一年六月三十日止六個月與以股份付款交易有關之開支減少人民幣2,900,000元所致。

Finance costs

Finance costs increased by 37.0% to RMB11.1 million for the six months ended 30 June, 2012 from RMB8.1 million for the six months ended 30 June, 2011. The increase was mainly due to increased interest expenses on bank borrowings as a result of the increased level of average amount outstanding and a higher level of interest rates on borrowings.

Income tax expense

Income tax expense increased by 20.4% to RMB122.2 million for the six months ended 30 June, 2012 from RMB101.5 million for the six months ended 30 June, 2011. The increase was mainly due to an increase in the taxable income for the six months ended 30 June, 2012.

融資成本

融資成本由截至二零一一年六月三十日止六個月之人民幣8,100,000元上升37.0%至截至二零一二年六月三十日止六個月之人民幣11,100,000元。有關上升主要是由於銀行借貸之平均未償還金額以及利率上升，導致借貸之利息開支增加。

所得稅開支

所得稅開支由截至二零一一年六月三十日止六個月之人民幣101,500,000元增加20.4%至截至二零一二年六月三十日止六個月之人民幣122,200,000元。有關開支增加主要是由於截至二零一二年六月三十日止六個月之應課稅收入增加。

Working capital management

The following table sets forth selected operating efficiency ratios for the Group:

營運資金管理

下表載列本集團經選定經營效益比率：

		For the Six months ended 30 June, 2012 截至 二零一二年 六月三十日 止六個月	For the year ended 31 December, 2011 截至 二零一一年 十二月三十一日 止年度
Trade receivables turnover (days) ⁽¹⁾	應收賬款週轉日(日) ⁽¹⁾	80	72
Trade payables turnover (days) ⁽²⁾	應付賬款週轉日(日) ⁽²⁾	23	35
Inventory turnover (days) ⁽³⁾	存貨週轉日(日) ⁽³⁾	25	35

Notes:

附註：

- (1) Trade receivables turnover is calculated based on the average of the beginning and ending balance of trade receivables for a given year, divided by revenue during the given year and multiplied by 181 days for a six-month period or by 365 days for a year. (1) 應收賬款週轉日按該指定年度開始及結束之應收賬款結餘之平均值除指定年度內之收益再乘以181日(六個月期間)或365日(一年)計算。
- (2) Trade payables turnover is calculated based on the average of the beginning and ending balance of trade payables for a given year divided by cost of sales during the given year and multiplied by 181 days for a six-month period or by 365 days for a year. (2) 應付賬款週轉日按該指定年度開始及結束之應付賬款結餘之平均值除指定年度內之銷售成本再乘以181日(六個月期間)或365日(一年)計算。
- (3) Inventory turnover is calculated based on the average of the beginning and ending balance of inventory, net of impairment, for a given year, divided by cost of sales during the given year and multiplied by 181 days for a six-month period or by 365 days for a year. (3) 存貨週轉日按該指定年度開始及結束之存貨結餘之平均值(扣除減值)除指定年度內之銷售成本再乘以181日(六個月期間)或365日(一年)計算。

Average trade receivable turnover increased to 80 days in the six months ended 30 June, 2012 from 72 days for the year ended 31 December, 2011 which was primarily due to the increase in proportion of sales to our bedding products distributors to which we granted longer credit periods.

Average trade payables turnover decreased to 23 days and average inventory turnover decreased to 25 days respectively in the six months ended 30 June, 2012 from 35 days for the year ended 31 December, 2011. The decrease was primarily due to the lower inventory level maintained during the period under review.

Liquidity and capital resources

The following table sets forth liquidity and capital adequacy ratios for the years:

應收賬款平均週轉日由截至二零一一年十二月三十一日止年度之72日上升至截至二零一二年六月三十日止六個月之80日，主要由於本集團向獲授較長信貸期之床品分銷商進行之銷售增加所致。

截至二零一二年六月三十日止六個月，應付賬款平均週轉日及存貨平均週轉日由截至二零一一年十二月三十一日止年度之35日分別減少至23日及25日。有關週轉日減少主要由於回顧期內維持較低存貨量。

流動資金及資本資源

下表載列以下年度之流動資金及資本充足比率：

		For the Six months ended 30 June, 2012 截至 二零一二年 六月三十日 止六個月	For the year ended 31 December, 2011 截至 二零一一年 十二月三十一日 止年度
Gearing ⁽¹⁾	資本負債 ⁽¹⁾	7.0%	8.5%
Debt-to-equity ⁽²⁾	債項對權益 ⁽²⁾	9.9%	11.6%
		2.8 times	2.9 times
Current ratio	流動比率	2.8倍	2.9倍

Notes:

- (1) Calculated as the total debts for the year, divided by total assets for the year and multiplied by 100%. Debts are defined to include current and non-current borrowings.
- (2) Calculated as the total debts for the year, divided by the equity for the year and multiplied by 100%. Debts are defined to include current and non-current borrowings. Equity is defined to include the minority interests.

The gearing ratio and the debt-to-equity ratio decreased to 7.0% and 9.9% respectively for the six months ended 30 June, 2012 from 8.5% and 11.6% for the year ended 31 December, 2011. The decreases in the gearing ratio and debt-to-equity ratio were principally due to the increase in total assets and equity respectively.

The current ratio decreased slightly to 2.8 times for the six months ended 30 June, 2012 from 2.9 times for the year ended 31 December, 2011.

附註：

- (1) 以年內債項總額除年內資產總值乘以100%計算。債項之定義包括流動及非流動借貸。
- (2) 以年內債項總額除年內權益乘以100%計算。債項之定義包括流動及非流動借貸。權益之定義包括少數股東權益。

資本負債比率及債項對權益比率分別由截至二零一一年十二月三十一日止年度之8.5%及11.6%下跌至截至二零一二年六月三十日止六個月之7.0%及9.9%。資本負債比率及債項對權益比率下跌主要是由於資產總值及權益均有增長。

流動比率由截至二零一一年十二月三十一日止年度的2.9倍輕微下跌至截至二零一二年六月三十日止六個月的2.8倍。

Cash Flow

Net cash generated from operating activities for the six months ended 30 June, 2012 of RMB327.0 million (six months ended 30 June, 2011: RMB172.6 million) was the result of the following:

- operating cash flows before movements in working capital of RMB413.3 million;
- a decrease in cash resulting from changes in working capital of RMB15.4 million, including a decrease in inventories of RMB30.5 million, an increase in trade and other receivables and prepayments of RMB75.5 million and a decrease in trade and other payables and accruals of RMB29.5 million;
- PRC enterprise income tax paid of RMB70.9 million.

Net cash used in investing activities for the six months ended 30 June, 2012 was RMB1.8 million (six months ended 30 June, 2011: RMB82.3 million), including primarily a net increase in pledged bank deposits of RMB5.1 million, and interest received of RMB3.5 million.

現金流量

截至二零一二年六月三十日止六個月，經營活動產生之現金淨額為人民幣327,000,000元（截至二零一一年六月三十日止六個月：人民幣172,600,000元），來自：

- 營運資金變動前之經營現金流量人民幣413,300,000元；
- 營運資金變動導致現金減少人民幣15,400,000元，包括存貨減少人民幣30,500,000元及應收賬款及其他應收款項以及預付款項增加人民幣75,500,000元，以及應付賬款及其他應付款項以及應計費用減少人民幣29,500,000元；
- 已付中國企業所得稅人民幣70,900,000元。

截至二零一二年六月三十日止六個月，投資活動動用之現金淨額為人民幣1,800,000元（截至二零一一年六月三十日止六個月：人民幣82,300,000元），主要包括已抵押銀行存款淨增加為人民幣5,100,000元，以及已收利息為人民幣3,500,000元。

Net cash used in financing activities for the six months ended 30 June, 2012 was RMB22.6 million, including primarily interest payment of RMB11.1 million, and a net decrease in bank borrowings of RMB11.6 million (from financing activities for the six months ended 30 June, 2011: RMB99.5 million).

Contingent liabilities

The Group has no material contingent liabilities as at 30 June, 2012 (31 December, 2011: Nil)

Foreign currency exposure

The business operations of the Group's subsidiaries were conducted mainly in the PRC with revenues and expenses of the Groups subsidiaries denominated in RMB. Some of the Group's cash and bank deposits, including proceeds from the Group's initial public offering, were denominated in Hong Kong Dollars or US Dollars. Any significant exchange rate fluctuations of Hong Kong Dollars or US Dollars against each entity's respective functional currency may have a financial impact to the Group.

As at 30 June, 2012, the Directors of the Company considered the Group's foreign exchange risk to be insignificant. During the period under review, the Group did not use any financial instruments for hedging purposes.

截至二零一二年六月三十日止六個月，融資活動動用之現金淨額為人民幣22,600,000元，主要包括已付利息人民幣11,100,000元，以及銀行借貸減少淨額人民幣11,600,000元（截至二零一一年六月三十日止六個月來自融資活動：人民幣99,500,000元）。

或然負債

於二零一二年六月三十日，本集團並無重大或然負債（二零一一年十二月三十一日：無）。

外幣風險

本集團之附屬公司主要於中國經營業務，其收益及開支均以人民幣計值。本集團若干現金及銀行存款（包括本集團首次公開發售所得款項）以港元或美元計值。港元或美元兌各實體各自之功能貨幣之匯率出現任何重大變動，或會對本集團之財務產生影響。

於二零一二年六月三十日，本公司董事認為，本集團面臨之匯兌風險甚微。回顧期內，本集團並無使用任何金融工具作對沖用途。

Employees

As at 30 June, 2012, the Group had a workforce of approximately 5,400 employees (30 June, 2011: 5,314). Staff costs for the six months ended 30 June, 2012 (including Directors' remuneration in the form of salaries and other allowances) was approximately RMB53.0 million (six months ended 30 June, 2011: RMB68.5 million).

The remuneration of the employees of the Group includes salaries, bonuses and other fringe benefits. The Group has different rates of remuneration for different employees to be determined based on their performance, experience, position and other factors in compliance with the relevant PRC laws and regulations.

Business Outlook and Strategies

Given the Government's emphasize on domestic consumption and the intensified pace of urbanization, industries such as wedding, real estate, hospitality and tourism will continue to create numerous opportunities for the home textile industry. Government's measures to decrease the RMB deposit reserve ratio (RRR) will be a booster for the property market, which will in turn drive the demand for home textile industry. The ever-increasing living standards will increase PRC consumers' demand for quality home textile products. According to the forecast by Euromonitor International Ltd., PRC's bedding products retail market will grow dramatically at a CAGR of 24.4% between 2011 and 2014.

僱員

於二零一二年六月三十日，本集團有約5,400名僱員（二零一一年六月三十日：5,314名）。截至二零一二年六月三十日止六個月之員工成本（包括董事薪酬（薪金及其他津貼））約為人民幣53,000,000元（截至二零一一年六月三十日止六個月：人民幣68,500,000元）。

本集團僱員薪酬包括薪金、花紅及其他額外福利。本集團對不同僱員訂有不同標準之薪酬，乃根據其表現、經驗、職位及其他因素，遵照相關之中國法律及法規釐定。

業務前景及策略

鑒於政府對內銷的重視及城市化的不斷加速，婚慶、禮品、酒店和旅遊業預料將為家紡行業帶來巨大的機遇。政府近日降低存款準備金率，有望推動房地產業，從而拉動對家紡產品的需求。不斷提高的生活水平也增加了中國消費者對優質家紡產品的需求。根據研究機構歐睿國際信息諮詢公司的估計，中國床品零售市場在2011年到2014年間將以24.4%的複合年增長率增長，為業界以至本集團帶來龐大機遇。

In order to seize the moment, the Group will continue its brand building efforts with “Taifeng” as its core brand, “Kangshow (泰豐康秀)” and “I & Co. (愛迪卡)” as its middle-end brands. The Group will also expand its network and sales channels with the aim of setting up 2,000 stores and counters by the end of 2014. With the increasing affluence of PRC consumers, they have higher standards for brand reputation, design and functionality of products. In order to cater for PRC consumers, we continue to appoint Ms. Kelly Chen to act as the brand spokesperson to promote the brand value of “Affection, Love and Happiness (真情、真愛、真幸福)”. Besides, the Group will focus on its R&D efforts by offering more functional product mix so as to increase its market share in bedding products industry.

Our management is confident about the future of the industry and will grasp this opportunity to build Taifeng as a leading brand in the home textile industry in the PRC.

Interim Dividend

The Board considers that it is prudent to retain an appropriate level of funds to take advantage of business opportunities as and when they arise, and therefore does not recommend the payment of any interim dividend for the six months ended 30 June, 2012.

為了把握此等發展良機，本集團將繼續致力於品牌建設，推動主打品牌“泰豐”及中檔品牌“泰豐康秀”和“愛迪卡”的發展，亦會擴大銷售網絡及渠道，目標是使2014年底前的專賣店和專櫃數目增至2,000家。隨著中國消費者的生活水平不斷提高，他們的品牌意識、審美觀以至對產品功能的要求亦不斷提升。為此，本集團將繼續以陳慧琳小姐擔任品牌代言人來推廣“真情、真愛、真幸福”的核心價值。此外，通過開發設計多元、功能各異的產品，本集團將繼續加強研發，從而提高在床品行業的市場份額。

本集團管理層對國內家紡行業前景充滿信心，並將抓住這一機遇，積極將泰豐建立成為中國家紡行業的龍頭品牌。

中期股息

董事會認為保留適當之資金水平以便充分掌握日後之業務發展機會是審慎的做法，因此不建議派發截至二零一二年六月三十日止六個月之中期股息。

CORPORATE GOVERNANCE AND OTHER INFORMATION

Purchase, Sale or Redemption of the Company's Listed Securities

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the period under review.

Model Code for Securities Transactions by Directors

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules (the "Model Code") as the code of conduct governing directors' securities transactions. The Company confirms that, having made specific enquiry of all Directors, all Directors have complied with the required standards of dealing as set out in the Model Code throughout the year for the six months ended 30 June, 2012 and up to the date of this report.

CORPORATE GOVERNANCE

The Company has complied with the code provisions set out in the Corporate Governance Code (the "Code"), as stated in Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") from 1 January, 2012 until 31 March, 2012 and with the revised code from 1 April, 2012 until 30 June, 2012.

企業管治及其他資料

購買、出售或贖回本公司上市證券

於回顧期間，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

董事進行證券交易之標準守則

本公司已採納上市規則附錄十所載上市發行人董事進行證券交易之標準守則（「標準守則」），作為其董事進行證券交易之行為守則。本公司確認，經向所有董事作出個別查詢後，所有董事於截至二零一二年六月三十日止六個月內及截至本報告日期，一直遵守標準守則所載之交易規定標準。

企業管治

本公司於二零一二年一月一日至二零一二年三月三十一日已遵守香港聯合交易所有限公司證券上市規則（「上市規則」）附錄十四所載之企業管治守則（「守則」）之守則條文，及於二零一二年四月一日至二零一二年六月三十日已遵守經修訂守則。

Audit Committee

The audit committee of the Company (“AC”) was established in compliance with the Rule 3.21 and 3.22 of the Listing Rules and with written terms of reference in compliance with the code. The AC consists of three members, namely Mr. Li Yuchun, Mr. Chan Kin Sang and Mr. Dai Shunlin, all of which are independent non-executive Directors. Mr. Li Yuchun is the chairman of the AC, who has appropriate professional qualifications and experience in accounting matters. The AC has reviewed with the management of the Company the accounting principles and practice adopted by the Group and has discussed and supervised the financial reporting process and the internal control procedures of the Company and the unaudited interim financial statements for the six months ended 30 June, 2012.

The interim financial statements have been reviewed by the Group’s external auditor, in accordance with Hong Kong Standard on Review Engagements 2410 “Review on Interim Financial Information Performed by the Independent Auditor on the Entity”.

審核委員會

本公司審核委員會（「審核委員會」）乃遵照上市規則第3.21及3.22條成立，並遵從守則制訂書面職權範圍。審核委員會由三名成員，即李玉春先生、陳健生先生及戴順林先生（均為獨立非執行董事）組成。李玉春先生為審核委員會主席，彼具有會計方面之適合專業資格及經驗。審核委員會已會同本公司管理層審閱本集團所採納之會計原則及常規，並討論及監察本公司之財務申報及內部監控程序，以及截至二零一二年六月三十日止六個月之未經審核中期財務報表。

本集團外部核數師已根據香港審閱委聘準則第2410號「獨立核數師審閱公司中期財務資料」審閱中期財務報表。

Remuneration Committee

The Company has established a Remuneration Committee on 21 April, 2010 with written terms of reference as suggested under the Code of Best Practice set out in Appendix 14 to the Listing Rules to set out its authority and duties. The Remuneration Committee consists of three members, namely Mr. Dai Shunlin, Mr. Li Yuchun and Mr. Liu Qingping, of which Mr. Dai Shunlin and Mr. Li Yuchun are independent non-executive Directors. Mr. Dai Shunlin is the chairman of the remuneration committee.

Nomination Committee

The Company has established a Nomination Committee on 21 April, 2010 with written terms of reference as suggested under the Code of Best Practice set out in Appendix 14 to the Listing Rules to set out its authority and duties. The Nomination Committee consists of three members, namely Mr. Chan Kin Sang, Mr. Dai Shunlin and Mr. Liu Qingping, of which Mr. Chan Kin Sang and Mr. Dai Shunlin are independent non-executive Directors. Mr. Chan Kin Sang is the chairman of the nomination committee.

薪酬委員會

本公司已於二零一零年四月二十一日按照上市規則附錄十四所載最佳應用守則之建議成立薪酬委員會，並以書面釐定其權責範圍，以訂明其職權及職責。薪酬委員會由三名成員，即戴順林先生、李玉春先生及劉慶平先生（其中戴順林先生及李玉春先生為獨立非執行董事）組成。戴順林先生為薪酬委員會主席。

提名委員會

本公司已於二零一零年四月二十一日按照上市規則附錄十四所載最佳應用守則之建議成立提名委員會，並以書面釐定其權責範圍，以訂明其職權及職責。提名委員會由三名成員，即陳健生先生、戴順林先生及劉慶平先生（其中陳健生先生及戴順林先生為獨立非執行董事）組成。陳健生先生為提名委員會主席。

Directors' Interests and Short Positions in the Company's Securities

As at 30 June, 2012, the interests and short positions of the directors of the Company in the shares, underlying shares or debentures of the Company or any associated corporations, within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO"), as recorded in the register maintained by the Company as required to be kept under section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

Long Position

(a) Long position – Interests in the Company

Name of director	Capacity	Number of ordinary shares	Percentage of the issued share capital of the Company
董事姓名	身份	普通股數目	佔本公司已發行股本百分比
Mr. Liu Qingping ⁽¹⁾	Interest in a controlled corporation	555,000,000	55.50%
劉慶平先生 ⁽¹⁾	於受控制法團之權益 Beneficial owner 實益擁有人	16,234,000	1.62%

⁽¹⁾ Mr. Liu Qingping is deemed to be indirectly interested in 555,000,000 Shares, i.e. 55.5% of the issued capital of the Company through his direct interests in Harvest Sun Enterprises Limited and Fu Sun Development Limited under the SFO.

董事於本公司證券之權益及淡倉

於二零一二年六月三十日，本公司董事於本公司或任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份或債券中擁有記錄於本公司根據證券及期貨條例第352條須予備存之登記名冊，或根據標準守則知會本公司及聯交所之權益及淡倉如下：

好倉

(a) 好倉 – 於本公司之權益

⁽¹⁾ 根據證券及期貨條例，劉慶平先生被視作透過其於富盈企業有限公司及富生發展有限公司之直接權益間接於555,000,000股股份（即本公司已發行股本55.5%）中擁有權益。

(b) Long position – Interests in a associated corporation

(b) 好倉－於相聯法團之權益

Name of director	Associated corporation	Type of interests	Approximate percentage of holding of the total share capital of the associated corporation 持有相聯法團全部股本概約百分比
董事姓名	相聯法團	權益類別	
Mr. Li Dengxiang 李登祥先生	Harvest Sun Enterprises Limited 富盈企業有限公司	Beneficial owner 實益擁有人	14.60%
Mr. Liu Chunwei 劉純衛先生	Harvest Sun Enterprises Limited 富盈企業有限公司	Beneficial owner 實益擁有人	8.60%
Ms. Qi Tongli 亓同麗女士	Harvest Sun Enterprises Limited 富盈企業有限公司	Beneficial owner 實益擁有人	13.20%
Mr. Zou Shengzhong 鄒生忠先生	Harvest Sun Enterprises Limited 富盈企業有限公司	Beneficial owner 實益擁有人	7.50%

Substantial Shareholders

As at 30 June, 2012, the interests or short positions of the following substantial shareholders, other than the directors of the Company, in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO were as follows:

主要股東

於二零一二年六月三十日，以下主要股東（不包括本公司董事）於本公司之股份或相關股份中擁有記錄於本公司根據證券及期貨條例第336條須予備存之登記名冊之權益或淡倉如下：

Name	Capacity	Number of ordinary shares	Percentage of the issued share capital of the Company 佔本公司已發行股本百分比
姓名／名稱	身份	普通股數目	
Harvest Sun Enterprises Limited ⁽¹⁾ 富盈企業有限公司 ⁽¹⁾	Registered and beneficial owner 登記及實益擁有人	480,000,000	48.00%
Fu Sun Development Limited ⁽²⁾ 富生發展有限公司 ⁽²⁾	Registered and beneficial owner 登記及實益擁有人	75,000,000	7.50%
Mr. Liu Qingping ⁽³⁾ 劉慶平先生 ⁽³⁾	Interest in a controlled corporation and beneficial owner 於受控制法團之權益及實益擁有人	571,234,000	57.12%
Superior Delight Limited ⁽⁴⁾ 佳喜有限公司 ⁽⁴⁾	Registered and beneficial owner 登記及實益擁有人	170,768,000	17.08%
Mr. Huang Quan 黃全先生	Interest in a controlled corporation 於受控制法團之權益	170,768,000	17.08%

- (1) Harvest Sun Enterprises Limited is owned as to 48.60% by Mr. Liu Qingping and therefore, Mr. Liu Qingping is deemed to be interested in 480,000,000 Shares held directly by Harvest Sun Enterprises Limited under the SFO. (1) 富盈企業有限公司由劉慶平先生擁有48.60%之權益，因此，根據證券及期貨條例，劉慶平先生被視作於富盈企業有限公司直接持有之480,000,000股股份中擁有權益。
- (2) Fu Sun Development Limited is wholly-owned by Mr. Liu Qingping and therefore, Mr. Liu Qingping is deemed to be interested in 75,000,000 Shares held by Fu Sun Development Limited under the SFO. (2) 富生發展有限公司由劉慶平先生全資擁有，因此，根據證券及期貨條例，劉慶平先生被視作於富生發展有限公司持有75,000,000股股份中擁有權益。
- (3) Mr. Liu Qingping is deemed to be indirectly interested in 555,000,000 Shares, ie. 55.50% of the issued capital of the Company, through his direct interests in Harvest Sun Enterprises Limited and Fu Sun Development Limited under the SFO. Mr. Liu Qingping owns 16,234,000 Shares, ie. 1.62% of the issued capital of the Company, on his personal interests. (3) 根據證券及期貨條例，劉慶平先生被視作透過其於富盈企業有限公司及富生發展有限公司之直接權益間接於555,000,000股股份（即本公司已發行股本55.50%）中擁有權益。劉慶平先生於16,234,000股股份（即本公司已發行股本1.62%）中擁有個人權益。
- (4) Superior Delight Limited is wholly-owned by Mr. Huang Quan and Mr. Huang Quan is therefore deemed to be interested in 170,268,000 Shares held by Superior Delight Limited under the SFO. (4) 佳喜有限公司由黃全先生全資擁有，因此，根據證券及期貨條例，黃全先生被視作於佳喜有限公司持有之170,268,000股股份中擁有權益。



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香港金鐘道88號
太古廣場一座35樓

Deloitte Touche Tohmatsu
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88 Queensway
Hong Kong

TO THE BOARD OF DIRECTORS OF
INTERNATIONAL TAIFENG
HOLDINGS LIMITED
國際泰豐控股有限公司

*(incorporated in the Cayman Islands with
limited liability)*

致國際泰豐控股有限公司之董事會

(於開曼群島註冊成立之有限公司)

We have reviewed the condensed consolidated financial statements of International Taifeng Holdings Limited (the “Company”) and its subsidiaries (collectively referred to as the “Group”) set out on pages 40 to 56, which comprises the condensed consolidated statement of financial position of the Group as of 30 June, 2012 and the related condensed consolidated statement of comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six-month period then ended, and certain explanatory notes. The Main Board Listing Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 “Interim Financial Reporting” (“HKAS 34”) issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

吾等已審閱載於第40頁至第56頁之國際泰豐控股有限公司（「貴公司」）及其附屬公司（統稱「貴集團」）之簡明綜合財務報表，當中包括貴集團於二零一二年六月三十日之簡明綜合財務狀況表及截至該日止六個月之相關簡明綜合全面收益表、簡明綜合權益變動表、簡明綜合現金流量表及若干說明附註。香港聯合交易所有限公司主板證券上市規則規定，編製中期財務資料之報告須遵從主板證券上市規則之相關條文及香港會計師公會頒佈之香港會計準則第34號「中期財務報告」（「香港會計準則第34號」）。貴公司董事負責根據香港會計準則第34號編製及呈列該等簡明綜合財務報表。吾等之責任為根據吾等之審閱工作對該等簡明綜合財務報表作出結論，並按照委聘之協定條款僅向整體董事會報告，除此之外本報告別無其他目的。吾等不會就本報告之內容向任何其他人士負上或承擔任何責任。

Scope of Review

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the Hong Kong Institute of Certified Public Accountants. A review of these condensed consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements are not prepared, in all material respects, in accordance with HKAS 34.

Deloitte Touche Tohmatsu
Certified Public Accountants
Hong Kong
27 August, 2012

審閱範圍

吾等根據香港會計師公會頒佈之香港審閱委聘準則第2410號「實體獨立核數師進行中期財務資料審閱」進行審閱工作。審閱該等簡明綜合財務報表包括向主要負責財務及會計事宜之人員作出查詢，以及應用分析及其他審閱程序。審閱之範圍遠較根據香港核數準則進行之審核為小，故審閱工作不能使吾等保證可注意到於審核過程中可能發現之所有重大事宜。因此，吾等不會發表審核意見。

結論

根據吾等之審閱工作，吾等並無發現任何事項，致使吾等相信簡明綜合財務報表在各重大方面並無根據香港會計準則第34號編製。

德勤•關黃陳方會計師行
執業會計師
香港
二零一二年八月二十七日

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June, 2012

簡明綜合全面收益表

截至二零一二年六月三十日止六個月

		Six months ended 30 June, 截至六月三十日止六個月	
		2012 二零一二年 RMB'000 人民幣千元 (unaudited) (未經審核)	2011 二零一一年 RMB'000 人民幣千元 (unaudited) (未經審核)
		NOTES 附註	
Revenue	收益	(3)	1,222,537
Cost of sales	銷售成本		(732,311)
Gross Profit	毛利		490,226
Other income	其他收入		6,586
Distribution and selling expenses	分銷及銷售開支		(89,112)
Administrative expenses	行政開支		(16,242)
Impairment loss on an available-for-sale investment	一項可供出售投資之減值虧損		(4,452)
Finance costs	財務成本		(11,081)
Profit before taxation	除稅前溢利		375,925
Income tax expense	所得稅開支	(4)	(122,184)
Profit for the period attributable to owners of the Company	本公司擁有人應佔期內溢利	(5)	253,741
Other comprehensive (expense) income	其他全面(開支)收入		
– fair value loss on an available-for-sale investment	–可供出售投資公平值虧損		(4,452)
– impairment loss on an available-for-sale investment	–可供出售投資減值虧損		4,452
			–
			(8,636)
			253,741
Total comprehensive income for the period attributable to owners of the Company	本公司擁有人應佔期內全面收益總額		217,509
Basic earnings per share (RMB)	每股基本盈利(人民幣)	(7)	0.254
			0.226

**CONDENSED CONSOLIDATED STATEMENT
OF FINANCIAL POSITION**

At 30 June, 2012

簡明綜合財務狀況報表

於二零一二年六月三十日

		At 30 June, 2012 於 二零一二年 六月三十日 RMB'000 (unaudited) (未經審核)	At 31 December, 2011 於 二零一一年 十二月三十一日 RMB'000 (audited) (經審核)
	NOTES 附註		
NON-CURRENT ASSETS	非流動資產		
Property, plant and equipment	物業、廠房及設備 (8)	493,470	515,950
Prepaid lease payments	預付租賃款項	7,191	7,280
Deposit paid for acquisition of land use rights and buildings	購入土地使用權及樓宇之 已付按金	61,920	61,920
Trademark	商標	6,934	6,934
Deferred tax asset	遞延稅項資產	2,699	2,699
Available-for-sale investment	可供出售投資	6,614	11,066
		578,828	605,849
CURRENT ASSETS	流動資產		
Inventories	存貨 (9)	87,047	117,575
Trade and other receivables and prepayments	應收賬款及其他應收款項 以及預付款項 (10)	708,968	635,972
Prepaid lease payments	預付租賃款項	179	179
Pledged bank deposits	已抵押銀行存款	51,814	46,761
Bank balances and cash	銀行結餘及現金	1,145,009	842,525
		1,993,017	1,643,012
CURRENT LIABILITIES	流動負債		
Trade and other payables and accruals	應付賬款及其他應付款項 以及應計費用 (11)	325,153	295,609
Dividend payable	應付股息 (6)	86,000	-
Tax payable	應付稅項	121,774	84,311
Amount due to a shareholder	應付一名股東款項	27,200	27,200
Bank borrowings	銀行借貸 (12)	152,254	163,810
		712,381	570,930

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

At 30 June, 2012

簡明綜合財務狀況報表 (續)

於二零一二年六月三十日

		At 30 June, 2012 於 二零一二年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December, 2011 於 二零一一年 十二月三十一日 RMB'000 人民幣千元 (audited) (經審核)
	NOTES 附註		
NET CURRENT ASSETS	流動資產淨值	<u>1,280,636</u>	<u>1,072,082</u>
TOTAL ASSETS LESS CURRENT LIABILITIES	總資產減流動負債	<u>1,859,464</u>	<u>1,677,931</u>
NON-CURRENT LIABILITY Deferred tax liability	非流動負債 遞延稅項負債	<u>44,924</u>	<u>31,132</u>
NET ASSETS	資產淨值	<u>1,814,540</u>	<u>1,646,799</u>
CAPITAL AND RESERVES	資本及儲備		
Share capital	股本	(13) <u>88,000</u>	88,000
Reserves	儲備	<u>1,726,540</u>	<u>1,558,799</u>
TOTAL EQUITY	權益總額	<u>1,814,540</u>	<u>1,646,799</u>

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June, 2012

簡明綜合權益變動表

截至二零一二年六月三十日止六個月

Attributable to owners of the Company
本公司擁有人應佔

		Share capital/ paid-in capital 股本/ 實收股本 RMB'000 人民幣千元	Share premium 股份溢價 RMB'000 人民幣千元	Merger reserve 合併儲備 RMB'000 人民幣千元	Special reserve 特別儲備 RMB'000 人民幣千元	Contributions from shareholders 股東注資 RMB'000 人民幣千元	Share-based payment reserve 股份 付款儲備 RMB'000 人民幣千元	PRC general reserve 中國 一般儲備 RMB'000 人民幣千元	Investment revaluation reserve 投資重估 儲備 RMB'000 人民幣千元	Capital reserve 資本儲備 RMB'000 人民幣千元	Retained profits 保留溢利 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
At 1 January, 2011 (audited)	於二零一一年一月一日 (經審核)	88,000	342,054	180,000	977	13,289	14,563	109,240	-	34,763	62,4897	1,407,783
Profit for the period	期內溢利	-	-	-	-	-	-	-	-	-	226,145	226,145
Fair value loss on available-for-sale investments	可供出售投資公平值虧損	-	-	-	-	-	-	-	(8,636)	-	-	(8,636)
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	-	-	-	(8,636)	-	226,145	217,509
Deemed capital contribution from shareholders	視作股東注資	-	-	-	-	-	2,913	-	-	-	-	2,913
Transfer	轉撥	-	-	-	-	-	-	36,471	-	-	(36,471)	-
Dividend recognised as distribution	確認為分派之股息	-	-	-	-	-	-	-	-	-	(113,000)	(113,000)
At 30 June, 2011 (unaudited)	於二零一一年六月三十日 (未經審核)	88,000	342,054	180,000	977	13,289	17,476	145,711	(8,636)	34,763	701,571	1,515,205
Profit for the period	期內溢利	-	-	-	-	-	-	-	-	-	213,958	213,958
Fair value loss on an available-for-sale investment	可供出售投資公平值虧損	-	-	-	-	-	-	-	(14,298)	-	-	(14,298)
Impairment loss on an available-for-sale investment	可供出售投資減值虧損	-	-	-	-	-	-	-	22,934	-	-	22,934
Total comprehensive income for the year	年內全面收益總額	-	-	-	-	-	-	-	8,636	-	213,958	222,594
Transfer	轉撥	-	-	-	-	-	-	15,873	-	-	(15,873)	-
Dividend recognised as distribution	確認為分派之股息	-	-	-	-	-	-	-	-	-	(91,000)	(91,000)
At 31 December, 2011 (audited)	於二零一一年十二月三十一日 (經審核)	88,000	342,054	180,000	977	13,289	17,476	161,584	-	34,763	808,656	1,646,799
Profit for the year	年內溢利	-	-	-	-	-	-	-	-	-	253,741	253,741
Fair value loss on an available-for-sale investment	可供出售投資公平值虧損	-	-	-	-	-	-	-	(4,452)	-	-	(4,452)
Impairment loss on an available-for-sale investment	可供出售投資減值虧損	-	-	-	-	-	-	-	4,452	-	-	4,452
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	-	-	-	-	-	253,741	253,741
Transfer	轉撥	-	-	-	-	-	-	43,357	-	-	(43,357)	-
Dividend recognised as distribution	確認為分派之股息	-	-	-	-	-	-	-	-	-	(86,000)	(86,000)
At 30 June, 2012 (unaudited)	於二零一二年六月三十日 (未經審核)	88,000	342,054	180,000	977	13,289	17,476	204,941	-	34,763	933,040	1,814,540

**CONDENSED CONSOLIDATED STATEMENT
OF CASH FLOWS**

For the six months ended 30 June, 2012

綜合現金流量表

截至二零一二年六月三十日止六個月

		Six months ended 30 June, 截至六月三十日止六個月	
		2012 二零一二年 RMB'000 人民幣千元 (unaudited) (未經審核)	2011 二零一一年 RMB'000 人民幣千元 (unaudited) (未經審核)
NET CASH FROM OPERATING ACTIVITIES	經營業務產生之現金淨額	<u>326,964</u>	<u>172,600</u>
INVESTING ACTIVITIES	投資活動		
Placement of pledged bank deposits	存置已抵押銀行存款	(6,214)	(22,901)
Purchase of property, plant and equipment	購置物業、廠房及設備	(311)	(59,636)
Interest received	已收利息	3,521	222
Withdrawal of pledged bank deposits	提取已抵押銀行存款	<u>1,161</u>	<u>-</u>
NET CASH USED IN INVESTING ACTIVITIES	投資活動動用之現金淨額	<u>(1,843)</u>	<u>(82,315)</u>
FINANCING ACTIVITIES	融資活動		
Repayment of bank borrowings	償還銀行借貸	(80,391)	(199,089)
Interest paid	已付利息	(11,081)	(8,063)
New bank loans raised	新造銀行貸款	68,835	223,186
Dividend paid	已付股息	-	(113,000)
Repayment to immediate holding company	償還直接控股公司款項	<u>-</u>	<u>(2,550)</u>
NET CASH USED IN FINANCING ACTIVITIES	融資活動動用之現金淨額	<u>(22,637)</u>	<u>(99,516)</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	現金及現金等價物增加 (減少)淨額	<u>302,484</u>	<u>(9,231)</u>
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD	於期初之現金及現金等價物	<u>842,525</u>	<u>855,664</u>
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD, represented by bank balances and cash	於期末之現金及現金等價物 以銀行結餘及現金表示	<u>1,145,009</u>	<u>846,433</u>

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2012

1. GENERAL

The Company is an exempted company with limited liability incorporated in the Cayman Islands on 21 May, 2009 under the Companies Law, Chapter 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. The Group is engaged in the manufacturing and distribution of quality cotton yarns and bedding products in China.

The shares of the Company have been listed on the main board of The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") with effect from 11 June, 2010.

2. PRINCIPAL ACCOUNTING POLICIES

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

Except as described below, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June, 2012 are the same as those followed in the preparation of the Group's annual financial statements for the year ended 31 December, 2011.

簡明綜合財務報表附註

截至二零一二年六月三十日止六個月

1. 編製基準

本公司為一間豁免有限公司，於二零零九年五月二十一日根據開曼群島公司法第22章（一九六一年第3項法例，經綜合及修訂）於開曼群島註冊成立。本集團於中國從事優質棉紗及床品製造及分銷業務。

本公司股份已於香港聯合交易所有限公司（「香港聯交所」）主板上市，於二零一零年六月十一日起生效。

2. 主要會計政策

簡明綜合財務報表乃根據歷史成本基準編製，惟若干按公平值計量之財務工具除外。

除下文所述者外，截至二零一二年六月三十日止六個月之簡明綜合財務報表所用之會計政策及計算方法與本集團編製截至二零一一年十二月三十一日止年度之年度財務報表所依循者相同。

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

In the current interim period, the Group has applied, for the first time, the following amendments to Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”):

Amendments to HKFRS 7	Financial Instruments: Disclosures – Transfers of Financial Assets
Amendments to HKAS 12	Deferred Tax: Recovery of Underlying Assets

The application of the above amendments to HKFRSs in the current interim period has had no material effect on amount reported in these condensed consolidated financial statements and/or disclosures set out in these condensed consolidated financial statements.

3. REVENUE AND SEGMENT INFORMATION

The Group determines its operating segments based on the reports regularly reviewed by the executive directors, who are the chief operating decision makers, for the purpose of allocating resources to segments and assessing their performance as follows:

- manufacture and distribution of cotton yarns, and
- manufacture and distribution of bedding products.

2. 主要會計政策 (續)

於本中期期間，本集團首次採用若干由香港會計師公會（「香港會計師公會」）頒佈之以下香港財務報告準則（「香港財務報告準則」）之修訂：

香港財務報告準則第7號之修訂	金融資產：披露－轉讓金融資產
香港會計準則第12號之修訂	遞延稅項－收回相關資產

於本中期期間採納此等香港財務報告準則之修訂對此等簡明綜合財務報表內所報告金額及／或於此等簡明綜合財務報表所載之披露並無重大影響。

3. 收益及分部資料

本集團根據執行董事（即主要營運決策者）定期檢查的報告，以分配資源及評估表現之資料釐定之經營分部如下：

- 製造及分銷棉紗；及
- 製造及分銷床品。

3. REVENUE AND SEGMENT INFORMATION

(Continued)

An analysis of the Group's revenue and results by operating and reportable segment is as follows:

3. 收益及分部資料 (續)

本集團按經營及報告分部劃分之收益及業績之分析如下：

		For the six months ended 30 June, 2012 截至二零一二年六月三十日止六個月				
		Manufacture and distribution of cotton yarns 製造及分銷棉紗 RMB'000 人民幣千元	Manufacture and distribution of bedding products 製造及分銷床品 RMB'000 人民幣千元	Segment total 分部總計 RMB'000 人民幣千元	Inter-segment elimination 分部間對銷 RMB'000 人民幣千元	Combined 綜合 RMB'000 人民幣千元
Segment revenue – revenue from external customers	分部收益 —來自外部客戶之收益	517,618	704,919	1,222,537	–	1,222,537
Inter-segment sales	分部間銷售	–	220	220	(220)	–
		517,618	705,139	1,222,757	(220)	1,222,537
Depreciation of property, plant and equipment	物業、廠房及設備折舊	(21,672)	(237)	(21,909)	–	(21,909)
Release of prepaid lease payments	解除預付租賃款項	(89)	–	(89)	–	(89)
Other operating expenses	其他經營開支	(424,213)	(374,897)	(799,110)	–	(799,110)
Segment profit	分部溢利	71,644	330,005	401,649	(220)	401,429
Unallocated income	未分配收入					3,682
Unallocated expenses	未分配開支					(29,186)
Profit before taxation	除稅前溢利					375,925

3. REVENUE AND SEGMENT INFORMATION (Continued)

3. 收益及分部資料 (續)

		For the six months ended 30 June, 2011 截至二零一一年六月三十日止六個月				
		Manufacture and distribution of cotton yarns 製造及 分銷棉紗 RMB'000 人民幣千元	Manufacture and distribution of bedding products 製造及 分銷床品 RMB'000 人民幣千元	Segment total 分部總計 RMB'000 人民幣千元	Inter-segment elimination 分部間對銷 RMB'000 人民幣千元	Combined 綜合 RMB'000 人民幣千元
Segment revenue – revenue from external customers	分部收益 – 來自外部客戶之收益	510,181	572,253	1,082,434	–	1,082,434
Inter-segment sales	分部間銷售	–	1,434	1,434	(1,434)	–
		510,181	573,687	1,083,868	(1,434)	1,082,434
Depreciation of property, plant and equipment	物業、廠房及設備折舊	(19,678)	(270)	(19,948)	–	(19,948)
Release of prepaid lease payments	解除預付租賃款項	(89)	–	(89)	–	(89)
Other operating expenses	其他經營開支	(413,331)	(295,982)	(709,313)	–	(709,313)
Segment profit	分部溢利	77,083	277,435	354,518	(1,434)	353,084
Unallocated income	未分配收入					222
Unallocated expenses	未分配開支					(25,621)
Profit before taxation	除稅前溢利					327,685

Segment result represents the result generated by each segment without the allocation of central administrative costs, interest income, finance costs and impairment loss on an available-for-sale investment. This is the measure reported to the chief operating decision makers for the purpose of resource allocation and assessment of segment performance.

分部業績指各分部於並未分配中央行政成本、利息收入、財務成本及可供出售投資減值虧損前所產生之業績。有關數據乃為向主要營運決策人就資源分配及分部表現評估作出報告之基準。

4. INCOME TAX EXPENSE

4. 所得稅開支

		For the six months ended 30 June, 截至六月三十日止六個月	
		2012 二零一二年 RMB'000 人民幣千元 (unaudited) (未經審核)	2011 二零一一年 RMB'000 人民幣千元 (unaudited) (未經審核)
Tax charge represents:	稅項開支指：		
Current tax:	即期稅項：		
The People's Republic of China ("PRC") Enterprise Income Tax ("EIT")	中華人民共和國(「中國」) 企業所得稅(「企業 所得稅」)	108,392	91,177
Withholding tax for dividend from a PRC subsidiary	一間中國附屬公司股息之 預扣稅	-	18,560
		<u>108,392</u>	<u>109,737</u>
Deferred tax:	遞延稅項：		
Provision on withholding tax from undistributed profit from a PRC subsidiary	一間中國附屬公司未分派 溢利之預扣稅撥備	13,792	10,363
Reversal on withholding tax from distribution of dividend from a PRC subsidiary	一間中國附屬公司股息 分派之預扣稅撥回	-	(18,560)
		<u>13,792</u>	<u>(8,197)</u>
		<u>122,184</u>	<u>101,540</u>

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

由於本集團之收入並非於香港產生或來自香港，故並無計提香港利得稅撥備。

PRC EIT is calculated at the rates applicable to the PRC subsidiaries.

中國企業所得稅乃按中國附屬公司適用稅率計算。

5. PROFIT FOR THE PERIOD

5. 期內溢利

		For the six months ended 30 June, 截至六月三十日止六個月	
		2012 二零一二年 RMB'000 人民幣千元 (unaudited) (未經審核)	2011 二零一一年 RMB'000 人民幣千元 (unaudited) (未經審核)
Profit for the period has been arrived at after charging/ (crediting):	期內溢利已扣除／(計入) 以下項目：		
Depreciation of property, plant and equipment	物業、廠房及設備折舊	22,791	20,712
Release of prepaid lease payments	解除預付租賃款項	89	89
Net exchange gain	匯兌收益淨額	(2,070)	(384)
Interest income	利息收入	(3,521)	(222)
Impairment loss recognized in respect of trade receivables	就應收賬款確認之 減值虧損	2,500	-
Cost of inventories recognised as an expense	確認為開支之存貨成本	732,311	665,008

6. DIVIDENDS/DIVIDEND PAYABLE

6. 股息／應付股息

During the current interim period, a final dividend of RMB0.086 per share in respect of the year ended 31 December, 2011 was declared and paid to the shareholders on 16 July, 2012 whose names appeared on the Register of Members of the Company on 5 July, 2012 (2011: RMB0.113 per share in respect of the year ended 31 December, 2010 was declared and paid). The aggregate amount of the final dividend declared in the current interim period amounted to RMB86,000,000 (2011: RMB113,000,000).

於本中期期間，本公司於二零一二年七月十六日向於二零一二年七月五日名列本公司股東名冊之股東宣派並支付就截至二零一一年十二月三十一日止年度之末期股息每股人民幣0.086元（二零一一年：宣派及支付截至二零一零年十二月三十一日止年度每股人民幣0.113元）。於本中期期間宣派之末期股息合共人民幣86,000,000元（二零一一年：人民幣113,000,000元）。

The board of directors does not recommend the payment of an interim dividend in respect of the six months ended 30 June, 2012 (for the six months ended 30 June, 2011: RMB0.091 per share).

董事會不建議派發就截至二零一二年六月三十日止六個月期間之中期股息（截至二零一一年六月三十日止六個月期間：每股人民幣0.091元）。

7. BASIC EARNINGS PER SHARE

The calculation of the basic earnings per share attributable to the owners of the Company is based on the following data:

7. 每股基本盈利

本公司擁有人應佔每股基本盈利乃按以下資料計算：

		For the six months ended 30 June, 截至六月三十日止六個月	
		2012 二零一二年 RMB'000 人民幣千元 (unaudited) (未經審核)	2011 二零一一年 RMB'000 人民幣千元 (unaudited) (未經審核)
Profit for the period attributable to owners of the Company	本公司擁有人應佔期內溢利	253,741	226,145
		'000 千股	'000 千股
Weighted average number of ordinary shares for the purpose of basic earnings per share	就計算每股基本盈利之普通股股份加權平均數目	1,000,000	1,000,000

No diluted earnings per share is presented for both periods as there were no potential ordinary shares in issue.

由於並無已發行潛在普通股股份，故並無呈列兩個期間之每股攤薄盈利。

8. PROPERTY, PLANT AND EQUIPMENT

During the current interim period, the Group spent approximately RMB311,000 (2011: RMB59,636,000) on acquisition of property, plant and equipment.

9. INVENTORIES

8. 物業、廠房及設備

於本中期期間，本集團動用約人民幣311,000元（二零一一年：人民幣59,636,000元）購置物業、廠房及設備。

9. 存貨

		At 30 June, 2012 於 二零一二年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December, 2011 於 二零一一年 十二月三十一日 RMB'000 人民幣千元 (audited) (經審核)
At cost	按成本		
Raw materials	原材料	20,035	31,239
Work-in-progress	在製品	28,234	29,047
Finished goods	製成品	38,778	57,289
		87,047	117,575

10. TRADE AND OTHER RECEIVABLES AND PREPAYMENTS

Apart from the cash sales from its retail business, the Group generally allows a credit period that ranges from 30 to 90 days to its trade customers. The aged analysis of the Group's trade receivables (net of allowance for doubtful debts) based on the invoice date at the end of the reporting period is as follows:

Trade receivables:	應收賬款：
0-30 days	0至30日
31-60 days	31至60日
61-90 days	61至90日
91-180 days	91至180日
Over 180 days	超過180日

Other receivables mainly represent prepayments to suppliers and prepared operating expenses.

10. 應收賬款及其他應收款項以及預付款項

除來自其零售業務之現金銷售外，本集團一般給予其貿易客戶30至90日之信貸期。本集團應收賬款（扣除呆賬撥備）於報告期間結算日基於發票日期之賬齡分析如下：

At 30 June, 2012 於 二零一二年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December, 2011 於 二零一一年 十二月三十一日 RMB'000 人民幣千元 (audited) (經審核)
275,166	120,531
110,218	86,790
66,572	33,543
92,553	229,084
46,264	24,108
590,773	494,056

其他應收款項主要指付予供應商之預付款項及預付經營開支。

11. TRADE AND OTHER PAYABLES AND ACCRUALS

The aged analysis of the Group's trade and bills payables based on the invoice date at the end of each reporting period is as follows:

0-30 days	0至30日
31-60 days	31至60日
61-90 days	61至90日
91-180 days	91至180日
Over 180 days	超過180日

Other payables mainly represent receipts in advance from customers and other tax payables.

11. 應付賬款及其他應付款項以及應計費用

本集團於各報告期間結算日基於發票日期之應付賬款及票據賬齡分析如下：

	At 30 June, 2012 於 二零一二年 六月三十日 <i>RMB'000</i> 人民幣千元 (unaudited) (未經審核)	At 31 December, 2011 於 二零一一年 十二月三十一日 <i>RMB'000</i> 人民幣千元 (audited) (經審核)
	54,132	61,984
	41,152	37,496
	16,141	3,942
	40,034	45,948
	14,218	13,305
	165,677	162,675

其他應付款項主要指預收客戶款項及其他應付稅項。

12. BANK BORROWINGS

During the current interim period, the Group raised new short term bank loans in the amount of approximately RMB68,835,000 (2011: RMB223,186,000) for general working capital requirements. The borrowings bear interest at fixed interest rates ranging from 6.47% to 13.12% (31 December, 2011: 5.14% to 13.12%) per annum.

In addition, the Group repaid bank loans amounting to approximately RMB80,391,000 (2011: RMB199,089,000).

13. SHARE CAPITAL

Ordinary shares of
RMB0.088 (HK\$0.1)
each:

Authorised:

At 1 January, 2011,
30 June, 2011,
31 December, 2011
and 30 June, 2012

每股面值人民幣0.088元
(0.1港元)之普通股:

法定:

於二零一一年一月一日、
二零一一年六月三十日、
二零一一年十二月三十一日及
二零一二年六月三十日

Issued and fully paid:

At 1 January, 2011,
30 June, 2011,
31 December, 2011
and 30 June, 2012

已發行及繳足:

於二零一一年一月一日、
二零一一年六月三十日、
二零一一年十二月三十一日及
二零一二年六月三十日

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the current and prior periods.

12. 銀行借貸

於本中期期間，本集團之新造短期銀行借貸約為人民幣68,835,000元（二零一一年：人民幣223,186,000元），以作一般營運資金需要。該等借貸按每年固定利率6.47%至13.12%計息（二零一一年十二月三十一日：5.14%至13.12%）。

此外，本集團已償還銀行借貸約人民幣80,391,000元（二零一一年：人民幣199,089,000元）。

13. 股本

Number of
shares
股份數目

Amount
金額
RMB
人民幣

1,500,000,000

1,320,000,000

1,000,000,000

88,000,000

於本期間及過往期間，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

14. CAPITAL COMMITMENTS

14. 資本承擔

	At 30 June, 2012 於 二零一二年 六月三十日 <i>RMB'000</i> 人民幣千元 (unaudited) (未經審核)	At 31 December, 2011 於 二零一一年 十二月三十一日 <i>RMB'000</i> 人民幣千元 (audited) (經審核)
Capital expenditure in respect of the acquisition of land use rights and property, plant and equipment contracted for but not provided in the condensed consolidated financial statements	6,983	6,880
就收購土地使用權及物業、廠房及設備已訂約但尚未於簡明綜合財務報表內計提之資本開支		

