

INTERIM REPORT

中期報告 2015



inspur 浪潮

浪潮國際有限公司

INSPUR INTERNATIONAL LIMITED

(於開曼群島註冊成立的有限公司)

Incorporated in the Cayman Islands with limited liability)

(股份代號 Stock Code : 596)

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Corporate Information

公司資料

EXECUTIVE DIRECTORS

Mr. Wang Xingshan
Mr. Chen Dongfeng
Mr. Sun Chengtong

NON-EXECUTIVE DIRECTORS

Mr. Samuel Y. Shen
Mr. Dong Hailong

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Wong Lit Chor, Alexis
Ms. Dai Ruimin*
Ms. Zhang Ruijun
Mr. Geng Yushui *

COMPANY SECRETARY

Ms. Chan Wing
Mr. Zou Bo

COMPLIANCE OFFICER

Mr. Dong Hailong

AUDITORS

Deloitte Touche Tohmatsu

- * Ms. Dai Ruimin was resigned on 17 April 2015 as an independent non-executive director.
- * Mr. Geng Yushui appointed on 17 April 2015 as an independent non-executive director..

執行董事

王興山先生
陳東風先生
孫成通先生

非執行董事

申元慶先生
董海龍先生

獨立非執行董事

黃烈初先生
戴瑞敏女士*
張瑞君女士
耿玉水先生*

公司秘書

陳穎女士
鄒波先生

監察主任

董海龍先生

核數師

德勤 • 關黃陳方會計師行

- * 戴瑞敏女士於二零一五年四月十七日辭任獨立非執行董事
- * 耿玉水先生於二零一五年四月十七日獲委任為獨立非執行董事

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Royal Bank of Canada Trust Company (Cayman) Limited
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Royal Bank House 24 Shedden Road,
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Grand Cayman KY1-1110
Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Computershare Hong Kong Investor Services Limited
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Hopewell Centre
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REGISTERED OFFICE

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MAIN BOARD STOCK CODE

596

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主板股份代號

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Management Discussion and Analysis

管理層討論及分析

FINANCIAL REVIEW

As at June 2015, the Company had disposed of communications industry solutions business which was listed as discontinued operations. During the reporting period, the loss from continuing operations attributable to the equity holders of the Company amounted to HK\$75,489,000 (2014: HK\$51,830,000). The amount of loss was increase with the same period last year. However, net operating profit from communications industry solutions business recognized in the period of this year amounted to HK\$1,638,000 and the gain from the equity disposal amounted to HK\$75,764,000, resulting in a significant increase in the profit for the period as compared with the corresponding period of last year.

(1) Steady growth of revenue from continuing operations

The revenue from continuing operations of the Group increased by 18.89% to approximately HK\$505,698,000 (2014: HK\$425,353,000) as compared with the corresponding period of last year. The revenue of software development and solution was HK\$370,298,000 (2014: HK\$304,115,000), representing an increase of 21.76% as compared with the last year. The revenue of the software outsourcing business was HK\$135,400,000 (2014: HK\$121,238,000), representing an increase of 11.68% as compared with the last year.

(2) Decrease in profit from operations

During the reporting period, gross profit from continuing operations was approximately HK\$212,107,000 (2014: HK\$197,611,000), representing an increase of 7.34% and a gross profit margin of 41.94% (2014: 46.46%). Net loss from continuing operations was approximately HK\$75,489,000 (loss for 2014: HK\$51,830,000). losses per share and diluted losses per share from continuing operations were HK\$8.37 cents (loss for 2014: 5.75 cents). Basic earnings per share and diluted earnings per share from continuing and discontinued operations were HK\$0.21 cents (loss for 2014: HK\$5.96 cents).

財務回顧

於二零一五年六月，公司已出售浪潮通信業務，並將其列為已終止業務。本報告期內，本公司權益持有人應佔持續經營業務虧損為75,489,000港元(二零一四年虧損為：51,830,000港元)，持續經營業務虧損額相比去年同期增加，但本期確認出售浪潮通信業務經營純利1,638,000港元和股權處置利得75,764,000港元，導致本期盈利較去年同期出現大幅度增加。

(1) 持續經營業務營業額保持穩定增長

本集團持續經營業務營業額較去年同期增長18.89%至約505,698,000港元(二零一四年：425,353,000港元)，其中軟體及解決方案的營業額為370,298,000港元(二零一四年：304,115,000港元)，比去年增長21.76%；軟體外包業務營業額為135,400,000港元(二零一四年：121,238,000港元)，相比去年增長11.68%。

(2) 經營業務利潤下降

本報告期內，持續經營業務毛利約為212,107,000港元(二零一四年：197,611,000港元)，增幅：7.34%；毛利率41.94%(二零一四年：46.46%)，持續經營業務應佔虧損淨額約為75,489,000港元(二零一四年：虧損51,830,000港元)。來自持續經營業務每股基本虧損及攤薄後每股虧損均為8.37港仙(二零一四年：虧損5.75港仙)。來自持續經營業務和已終止業務每股基本虧損及攤薄後每股盈利均為0.21港仙(二零一四年：虧損5.96港仙)。

The loss from continuing operations increased as compared with the corresponding period of last year. The increase was mainly attributable to: 1. fierce competition in the market and the overall weak economic situation during the reporting period, resulting in gross profit margin of the Group decreased by 4.52% as compared with the corresponding period of last year; and 2. the increase in overall sales and administrative expenses of 5.14% to approximately HK\$335,271,000 (2014: 318,871,000) during the reporting period as compared with the corresponding period of last year, because the Company increased its investment in marketing activities and research and development.

(3) Sufficient working capital

As at 30 June 2015, shareholders' funds of the Group amounted to approximately HK\$1,813,659,000 (31 December 2014: HK\$1,831,613,000). Current assets were approximately HK\$1,416,545,000, including cash and bank balances of HK\$698,747,000, which were mainly bank deposits denominated in Renminbi, US dollars and Hong Kong dollars within three months of maturity when acquired.

Current liabilities were HK\$771,194,000, mainly comprised trade payable, amount due to fellow subsidiaries, other payables and accrued expenses, and preferred shares. The Group's current assets were approximately 1.84 times (31 December 2014: 1.91 times) over its current liabilities. The Group had no bank borrowings as at 30 June 2015.

The Directors believe that the Group has sound financial position with sufficient fund to satisfy its capital expenditure and working capital requirements.

持續經營業務虧損相對去年同期增加的主要原因：1·本報告期內，因市場競爭激烈及整體經濟形勢較差，導致本集團毛利率相比去年同期下降4.52%；及2·本公司繼續增加對市場和研發的投入，報告期內的銷售及管理費用整體比去年同期上升5.14%，約為335,271,000港元(二零一四年：318,871,000港元)。

(3) 運營資金充足

於二零一五年六月三十日，本集團之股東資本約為1,813,659,000港元(二零一四年十二月三十一日：1,831,613,000港元)。流動資產約為1,416,545,000港元，其中698,747,000港元為主要為人民幣、美元及港元計值且購入時到期日為三個月以內之銀行存款之現金及銀行結餘。

流動負債為771,194,000港元，主要包括應付帳款、應付同系附屬公司款項、其他應付帳款及應計開支以及優先股。本集團的流動資產約為其流動負債的1.84倍(二零一四年十二月三十一日：1.91倍)。於二零一五年六月三十日，本集團並無銀行借款。

董事相信，本集團的財務狀況穩健，並有足夠資金應付其資本開支及營運資金需求。

Management Discussion and Analysis

管理層討論及分析

EMPLOYEE INFORMATION

At 30 June 2015, the Group had 3,308 employees. Total employee remuneration, including the Directors' fees and contributions to the Mandatory Provident Funds, amounted to approximately HK\$291,551,000 for the period under review.

The Group determined the remuneration of its employees according to their performance and experience. In addition to basic salaries, discretionary bonus and share options may be granted to eligible employees with reference to the Group's results and the employee's individual performance. In addition, the Group has provided its employees with Mandatory Provident Funds and medical insurance coverage.

CHARGES ON ASSETS

As at 30 June 2015, Nil bank deposits of the Group's assets was pledged (31 December 2014: Nil).

FOREIGN EXCHANGE EXPOSURE

The Group's sales and purchase were mainly denominated in US dollars and Renminbi. The Group did not use any derivative instruments to hedge against its currency exposures. The Directors believe that with its sound financial position, the Group is able to meet its foreign exchange liabilities as and when they become due.

僱員資料

於二零一五年六月三十日，本集團有3,308名僱員。於回顧期內，僱員薪酬總額(包括董事及強制性公積金供款)約為291,551,000港元。

本集團根據僱員之表現、經驗釐定僱員薪酬。本集團參考其業績及個別員工之表現向合資格員工授予基本薪金以外之酌情花紅及購股權。此外，本集團亦向員工提供強制性公積金計劃及醫療保障計劃。

資產抵押

截止二零一五年六月三十日，本集團並無銀行存款被質押(二零一四年十二月三十一日：無)。

外匯風險

本集團之採購及銷售主要以美元及人民幣計值。本集團並無使用任何衍生工具以對沖其貨幣風險。董事相信，在本集團財務狀況穩健之情況下，本集團將可應付其到期的外匯負債。

CONTINGENT LIABILITIES

The Group was named as a defendant in a lawsuit filed for potential breach of contract with a supplier. The plaintiff has filed judicial claim against the Group and asks for damages of approximately HK\$10,095,000. The Company vigorously defended this matter. While the outcome of this litigation matter cannot be predicted with certainty, the Directors do not believe that the outcome of any of these matters, individually or in the aggregate, will result in losses that are material to the consolidated financial statements. Accordingly, no accrual has been made for these matters. As at 30 June 2015, In addition to the above disclosure the Group had no material contingent liabilities.

BUSINESS REVIEW

In the first half of 2015, the company continues to uphold the “professional leadership strategy” to continue to promote the transition to cloud services providers. Around cloud computing and other core areas, enhance technological product innovation, focus on business opportunities and transformation, promote regional market and industry market, go hand in hand through the “focus, change, and increased efficiency” to achieve steady business growth.

The business of IT services of the Group covers various sectors, including corporate governance, pharmaceuticals, construction, finance, coal, manufacturing and public utilities, and offers integrated IT services on core solutions, such as software and related services and embedded systems, ranging from software applications, IT consultation services, system integration, operation and maintenance, outsourcing and intelligent terminal products.

或然負債

集團作為被告，和供應商之間存在潛在違背合約的法律訴訟。原告向法院訴集團要求賠償損失大約10,095,000港元。公司就此事進行了有利的辯護。事項的結果不能確定，董事局不相信這事件無論是單獨還是累計產生的損失將會對公司的合併財務報表產生重大結果。因此，對此事件並沒有進行計提。於二零一五年六月三十日，除以上披露之外，本集團並無重大或然負債。

業務回顧

二零一五年上半年，公司繼續秉承「專業化領先戰略」，繼續推進向雲計算服務商轉型，圍繞雲計算等核心領域，加強技術產品創新，聚焦商機挖掘和轉化，推動區域市場和行業市場齊頭並進，通過「聚焦、變革、增效」實現業務穩步增長。

本集團所從事的IT服務業務，是指圍繞企業集團管控、醫藥、建築、金融、煤炭、製造、公用事業等多種細分行業，提供以軟體和相關服務、嵌入式系統等解決方案為核心的涵蓋應用軟體、IT諮詢服務、系統集成、運維、外包及終端產品等在內的綜合IT服務。

Management Discussion and Analysis

管理層討論及分析

IT services mainly include the following segments:

(1) Software and related services

To meet the Chinese government's "Internet +" action plan, on the one hand, Inspur strengthens the business of cloud computing, big data research applications, around the hot area such as the public services, e-procurement, data analysis, mobile applications and other cloud technology to promotes the related new cloud products, and the introduction of hybrid cloud solutions. On the other hand, Inspur strengthens the management accounting product development and marketing with the "Internet +" era of innovation and change. Continue to increase marketing promotion. In the first half of the year, the company released "Made in China 2025 @ Inspur wave" strategy, hybrid cloud application mode as the main direction in order to achieve wisdom manufacturing as the goal. To start a national tour covering over 20 provinces and cities, to face our key industries high-end customers to drive regional sales. At the same time, around the pharmaceutical, construction and other advantage industries and HCM, funds and other products, we carry out various forms of small high-end industry market activities to promote sales. We continue signing contracts with the projects like China Grain wisdom warehouse II, China Grain storage, operation and maintenance system, Chang Tai paper industry, and others.

IT服務主要涉及以下板塊：

(1) 軟體及相關服務

為順應中國政府提出的「互聯網+」行動計劃，浪潮一方面加強雲計算、大資料的研究應用，圍繞共用服務、電子採購、資料分析、移動應用等熱點領域推動產品雲化，推出混合雲解決方案，另一方面加強管理會計產品研發和市場推廣，助力「互聯網+」時代的企業創新與變革。持續加大市場推廣：公司上半年發佈「中國製造2025@浪潮」戰略，以混合雲應用模式為主攻方向，以實現智慧製造為目標；啟動覆蓋20多個省市的全國巡展，面向重點行業高端客戶，拉動區域銷售。與此同時，圍繞製藥、建築等優勢行業和HCM、資金等產品，開展多種形式的小型高端行業市場活動，促進短平快的市場打單。陸續簽約中儲糧智慧化糧庫二期、中儲糧系統運維、昌泰紙業等重大專案。

Strengthen new product development: The Company launched an Internet-based HCM Cloud product, and with the HCM Core to composite Inspur HCM overall solutions, while supporting in mobile and PC Browser applications, offering a variety of human resources management solution and services. Developed the CRM standard Edition, with focus on mechanical, electrical, equipment, FMCG industry SMEs, provides fast track of customer relationship management products. To integrate GS mobile applications experience environment and to build a uniformed mobile extranet experience platform applications, you can make approvals and authorities through the mobile App, mobile supply chain, mobile e-procurement, mobile asset management and other product features. Meanwhile, the company further improves project management system and delivery system through the reform project, to further promote the implementation of resource sharing and professional delivery to implement of project contracting. Through the full implementation of the project contract responsibility system, which mobilizes the enthusiasm of staff, ensure the progress and quality of major projects.

As the company completed the disposal of the equity interest in Inspur Communication in June, the company terminated the field of mobile communications software solutions business. Future, the company will focus on business management software, continue to advance towards cloud computing products and transform to services provider, to explore and promote all applications in clouding environment, such as IT planning, enterprise application integration, data services business. The company will further integrate effective resources and promote innovation and development, advance cloud computing market opportunities, build cloud computing leader.

加強新產品研發：公司正式推出基於互聯網的HCM Cloud產品，與HCM Core組成浪潮HCM整體解決方案，為企業提供各種人力資源服務；研發完成CRM標準版，重點面向機械、電氣、裝備、快消行業的中小型企業，提供短平快的客戶關係管理產品；整合GS移動應用的體驗環境，搭建統一的移動應用外網體驗平台，可以通過手機移動App體驗移動審批、移動供應鏈、移動電子採購、移動資產管理等產品功能。同時，公司進一步改善專案管理制度，通過改革項目交付體系，進一步推動實施交付的資源分享與專業化，落實項目承包。通過全面落實項目承包責任制，調動實施人員的積極性，確保重大專案的進度和品質。

隨著公司在六月份完成出售浪潮通信股權，本公司終止移動通信領域的軟體解決方案業務。未來，公司將專注於企業管理軟體領域，繼續推進向雲計算產品和服務供應商轉型，探索和推動雲環境下的IT規劃、企業應用集成、資料服務等業務。

(2) Embedded systems and related services

The company terminated tax control equipment and solutions business in the second half of last year. The company is also actively respond to the transformation, upgrading and deepening of banking outlets launched intelligence network consulting services, and cloud-health as a whole to solve new business programs, but is not yet mature products and solutions. Our embedded products in this field compared with foreign manufacturers and domestic professional manufacturer competition is still relatively weak, and requires a lot of manpower and capital investments. The company is promoting the disposal of financial business, please refer to the Company's announcement dated July 9, 2015 and circular dated August 5 2015.

(3) Software outsourcing business

The Group's software outsourcing business mainly includes the provision of IT Outsourcing ("ITO") services, such as system application development, embedded system development, quality assurance and testing; Business Process Outsourcing ("BPO") services, such as data processing, operation and maintenance outsourcing and call center; as well as Product Development Outsourcing ("PDO") services, such as development of software products, intermediary software and platform development; for top 500 global corporations and outstanding IT companies in the world.

(2) 嵌入式系統及相關服務

本公司已在去年下半年，終止稅控設備及解決方案業務。只在金融行業，從事銀行自助設備產品及相關軟體的嵌入式業務。公司也在積極應對銀行網點轉型升級與深化，推出智慧網點諮詢服務等新業務，由於產品和方案尚不成熟，相比國外廠商及國內專業廠商競爭還比較弱，還需要大量的人力和資金投入。公司正在推進出售金融事業部，詳情請參見本公司日期為二零一五年七月九日的公告和二零一五年八月五日通函。

(3) 軟體外包業務

本集團外包業務主要包括對全球500強企業及優秀IT企業的系统應用開發、嵌入式系統開發、品質保證與測試等資訊技術外包(I TO, IT Outsourcing)服務，資料處理、運維託管、呼叫中心等業務流程外包(BPO, Business Process Outsourcing)服務，以及數據分析服務、基礎設施運維服務、雲服務等。

The first half of 2015, service outsourcing business in China maintains steady growth. Since more and more alliances are formed among the large service outsourcing enterprises, scale advantage makes intense competitive within the industry. In this market environment, the company maintains with the Microsoft, China Unicom, China Telecom, China Mobile and other strategic customers a close working relationship. Cooperation projects gradually expanded, while efforts to tap the potential domestic market, and expand size of the domestic business. The company in the first half of 2015 further consolidate the “both inside and outside” in the market, by increasing the proportion of business in China through tap the domestic customers, so overall business division become more reasonable. The software outsourcing industry will enter into a new era, large enterprises. Chinese local governments have begun to outsource some of the innovation and R & D work, not just in the traditional sense for the company's non-core business outsourcing. Enterprises rely on value and innovation-oriented development to achieve increased profitability and revenue will become the core of future industry trends Outsourcing companies.

BUSINESS PLANNING

The second half of 2015, the company will continue to follow up the plan set out at the beginning of the year: Implement aggressive market expansion strategy, further strengthen efforts to build marketing channels, increase the decentralization of right of operation and decision-making of independent market players, improve marketing incentives, further enhance the enthusiasm and initiative of each sales organization. Focus on core products, improve and upgrade, increase platform and new product development, continue introduction of key technology leaders, grasp the development and implementation of cloud service offerings and major projects, realize the target of the new “traditional software business” and “Cloud Services business innovation”.

二零一五年上半年，中國服務外包業務保持平穩增長。業內大型服務外包企業強強聯手後，形成的規模優勢使行業競爭更加激烈。在這種市場環境下，本公司通過與Microsoft、中國聯通、中國電信、中國移動等戰略客戶維持緊密的合作關係，合作專案逐步擴展，同時努力挖掘國內市場潛力，擴大國內業務規模。公司在二零一五年上半年進一步鞏固了「內外並舉」的市場格局，通過加大中國區業務比重，使公司整體業務分部更加合理。預計未來軟體外包行業進入新的時期，大型企業、中國地方政府等已經開始把一些創新和研發方面的工作加以外包，而不僅限於傳統意義上針對公司非核心業務的外包服務，企業依賴外包實現利潤率與營收上升的程度日益加深，價值和創新導向式發展成為未來產業發展的核心趨勢。

商業規劃

二零一五年下半年，公司將繼續按照年初的規劃，實施積極的市場擴張策略，進一步加強營銷渠道建設的力度，加大市場主體自主運營權和主導決策權的下放，完善市場激勵政策，進一步提升各銷售機構的積極性和能動性。面對當前聚焦核心產品的完善與提升，加大平台和新產品研發，繼續引進關鍵技術帶頭人，抓好雲服務產品和重大專案的研發與實施，實現「傳統軟體業務」與「雲服務新業務創新」兩手都要硬的目標。

Other Information

其他資料

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN THE SHARES OF THE COMPANY

As at 30 June 2015, the interests and short positions of the Directors and the chief executive of the Company in the Shares, underlying Shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO) which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); or (b) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies (the "Model Code") contained in the Listing Rules, were as follows:

(A) Long positions in shares of the Company

Name of Directors 董事名稱	Type of interests 身份
Dong Hailong 董海龍	Beneficial owner 實益擁有人

董事及最高行政人員於本公司股份、相關股份之權益及淡倉

於二零一五年六月三十日，本公司董事及最高行政人員以及彼等各自聯繫人於本公司及其相聯法團(具有證券及期貨條例第XV部所賦予之涵義)之股份、相關股份或債券中，擁有(a)根據證券及期貨條例第XV部第7及第8分部規定須知會本公司及聯交所之權益及淡倉(包括根據證券及期貨條例有關條文彼等被視為或當作擁有之權益及淡倉)；或(b)根據證券及期貨條例第352條須記入本公司須予保存之登記冊之權益及淡倉；或(c)根據上市規則所載上市公司董事進行證券交易之標準守則(「標準守則」)須知會本公司及聯交所之權益及淡倉如下：

(A) 本公司股份之好倉

Number of securities 已發行普通股股份數目	Number of interests 佔本公司已發行股本百分比
4,000	0.00%

(B) Long positions in underlying shares of equity derivatives of the Company

Options in the Company (Unlisted and physically settled equity derivatives)

Name of Directors 董事名稱	Type of interests 身份	Description of equity derivatives 股本衍生工具的詳情 (note) (附註)	Number of underlying shares 相關股份的數目	Subscription price per share 每股認購價 HK\$ (港元)
Wang Xingshan 王興山	Beneficial owner 實益擁有人	Share option (note) 購股權 (附註1)	1,000,000	3.41
Dong Hailong 董海龍	Beneficial owner 實益擁有人	Share option (note) 購股權 (附註1)	400,000	3.41
Sun Chengtong 孫成通	Beneficial owner 實益擁有人	Share option (note) 購股權 (附註1)	800,000	3.41
Wong Lit Chor, Alexis 黃烈初	Beneficial owner 實益擁有人	Share option (note) 購股權 (附註1)	40,000	3.41

Note: On 10 December 2010, the share option were grant to other director under the option scheme.

(B) 本公司股本衍生工具的相關股份的好倉

本公司之購股權(非上市及實物交收之股本衍生工具)

附註：(1)購股權是於二零一零年十二月十日，據購股權計劃授出。

(C) Short positions in shares and underlying shares of equity derivatives of the Company

As at 30 June 2015, none of the Directors had short positions in shares or underlying shares of equity derivatives of the Company.

(C) 本公司股份及股本衍生工具相關股份的淡倉

於二零一五年六月三十日，概無董事於本公司股份或股本衍生工具相關股份持有任何淡倉。

Other Information

其他資料

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

So far as is known to the Directors, as at 30 June 2015, the following person (not being Director or chief executive of the Company) had, or was deemed to have, interests or short positions in the Shares or underlying Shares which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or who were directly or indirectly interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any member of the Group:

(A) Long positions in shares of the Company

Name of Shareholders 股東姓名	Type of interests 身份	Number of securities 所持之已發 普通股 股份數目	Approximate percentage of interests 佔本公司 已發行 普通股本 百分比
Inspur Group Limited 浪潮集團有限公司	Corporate (note) 公司 (附註)	288,478,000	31.99%
Inspur Overseas Investment Limited 浪潮海外投資有限公司	Beneficial owner 實益擁有人	288,478,000	31.99%
WANG Yukun 王予昆	Beneficial owner 實益擁有人	64,744,000	7.18%

Note: Inspur Group Limited is taken to be interested in 288,478,000 shares due to its 100% shareholdings in the issued share capital of Inspur Overseas Investment Limited.

主要股東及其他人士於股份及相關股份之權益及淡倉

於二零一五年六月三十日，下列人士（並非本公司董事或行政總裁）於股份或相關股份中，擁有或被視為擁有根據證券及期貨條例第XV部第2及3分部之條文規定須向本公司及聯交所披露之權益或淡倉，或直接或間接擁有附帶權利可於所有情況下在本集團任何其他成員公司股東大會上投票之任何類別股本面值10%或以上權益：

(A) 本公司股份的好倉

附註：由於浪潮集團有限公司間接擁有浪潮海外投資有限公司已發行股本的100%股權，故此，浪潮集團有限公司被視為於288,478,000股股份中擁有權益。

(B) Short positions in shares and underlying shares and equity derivatives of the company

As at 30 June 2015, no persons had short positions in shares or underlying shares of equity derivatives of the Company.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

During the six months ended 30 June 2015, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed shares.

COMPETING INTEREST

During the six months ended 30 June 2015, none of the directors, chief executive, initial management shareholders nor substantial shareholders of the Company or their respective associates (as defined in the GEM Listing Rules) had any interests in a business which competes with or may compete with the business of the Group.

SHARE OPTION SCHEME

The Company adopted a share option scheme on 8 April 2004. On 10 December 2010, share options were granted to certain employees and directors of the group under the option scheme entitling the holders thereof to subscribe for shares of the Company at an exercise price of HK\$3.41 per share. As at 30 June 2015, the numbers of shares available for issue and remained outstanding under the option scheme are 6,420,000 shares.

During the reporting period, no option has been granted or agreed to grant under the share option scheme.

On 16 July 2015, a total of 40,000,000 share options were granted to certain employees and directors of the group under the option scheme entitling the holders thereof to subscribe for shares of the Company at an exercise price of HK\$1.71 per share.

(B) 本公司股份及相關股份與股本衍生工具的淡倉

於二零一五年六月三十日，並無人士於本公司股份或股本衍生工具相關股份中擁有淡倉。

購買、出售或贖回股份

於截至二零一五年六月三十日止六個月內，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股份。

競爭性權益

於截至二零一五年六月三十日止六個月內，概無本公司董事、行政總裁、主要股東或彼等各自之聯繫人(定義見上市規則)於與本集團之業務競爭或可能會競爭之業務中擁有任何權益。

購股權計劃

本公司於二零零八年十一月十日採納購股權計劃。於二零一零年十二月十日，本公司已根據授股權計劃授出購股權予本集團若干僱員及董事，有關購股權持有人可按行使價每股3.41港元認購本公司股份。於本報告期末，根據購股權計劃可供發行及尚未行使的股份數目分別為6,420,000股。

本報告期內，本公司概無授出或同意授出任何購股權。

於二零一五年七月十六日，本公司已根據授股權計劃授出40,000,000份購股權予本集團若干僱員及董事，有關購股權持有人可按行使價每股1.71港元認購本公司股份。

Other Information

其他資料

AUDIT COMMITTEE

The Company established an audit committee with written terms of reference in compliance with the Listing Rules. The primary duties of the audit committee are to review and supervise the financial reporting process and internal control systems of the Group. The audit committee comprises three independent non-executive directors, Mr. Wong Lit Chor, Alexis, Ms. Zhang Ruijun and Mr. Geng Yushui. Mr. Wong Lit Chor, Alexis is the chairman of the audit committee.

The audit committee has reviewed the report and has provided advice and comments thereon.

CORPORATE GOVERNANCE

The Company has complied with the applicable code provisions set out in the Code of Corporate Governance Practices (the "Code") contained in Appendix 14 of Listing Rules for Main Board throughout the period ended 30 June 2015, save as:

- (a) Under code provision A.2.1 of the CG Code, the roles of chairman and chief executive officer (the "CEO") should be separated and should not be performed by the same individual. Mr. Wang Xingshan is both the Chairman and CEO of the Company. This structure does not comply with code provision A.2.1 of the CG Code. The Board considers that vesting the roles of Chairman and CEO in the same person facilitates the execution of the Company's business strategies and maximizes the effectiveness of its operation.
- (b) Under code provision A.6.7 of the CG Code, independent non-executive directors and other non-executive directors should also attend general meetings and develop a balanced understanding of the views of shareholders. Partial Independent non-executive Directors and other non-executive director were unable to attend the annual general meeting as they were obliged to be away for business trips. The Company will improve its meeting scheduling and arrangement in order to ensure full compliance with Code A.6.7 in future.

審核委員會

本公司已依照上市規則之書面職責範圍成立審核委員會。該審核委員會主要負責審閱及監督本集團之財務申報過程及內部監控制度。審核委員會由三名獨立非執行董事黃烈初先生、張瑞君女士及耿玉水先生組成。黃烈初先生為審核委員會主席。

審核委員會已審閱本報告，並已就報告提供建議及意見。

企業管治常規守則

本集團於截至二零一五年六月三十日，本公司已遵守主機板上市規則附錄14所載之企業管治常規守則所載之守則條文（「守則」），惟以下偏離情況除外：

- (一) 守則條文第A.2.1條，主席與行政總裁之角色須分開，不應由同一人擔任。王興山先生擔任本集團主席兼行政總裁。此一構架未能符合企業管制守則之條文A.2.1條。董事會認為，現時主席及行政總裁由同王興山先生一人擔任，有利於執行本公司業務策略及儘量提升營運效率。
- (二) 守則條文第A.6.7條，獨立非執行董事及其他非執行董事須出席股東周年大會，並對股東之意見有公正的了解。部分獨立非執行董事及非執行董事因公差無法出席股東周年大會。本公司未來將適當安排會議時間以符合守則條文A.6.7條。

CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model code for Securities Transactions by directors of Listing Issuers (“Model Code”) contained in Appendix 10 to the Listing Rules. The Company has made specific enquiry of all directors and has been confirmed that all directors have complied with the Model Code during the six months ended 30 June 2015.

By Order of the Board
Inspur International Limited
Wang Xingshan
Chairman

Hong Kong, 26 August 2015

As at the date of this report, the Board comprised Mr. Wang Xingshan and Mr Sun Chengtong as executive Directors; Mr. Samuel Y. Shen and Mr. Dong Hailong as non-executive Directors; Mr. Wong Lit Chor, Alexis, Ms. Zhang Ruijun and Mr. Geng Yushui as independent non-executive Directors.

董事進行證券交易之標準守則

本公司已採納主機板上市規則附錄10就董事進行證券交易之上市發行人董事進行證券交易的標準守則(「標準守則」)。本公司經向所有董事明確查詢後，獲確認所有董事於二零一五年六月三十日止六個月內均已遵守標準守則所訂之標準。

承董事會命
浪潮國際有限公司
主席
王興山

香港，二零一五年八月二十六日

於本報告刊發日期，董事會包括執行董事王興山先生及孫成通先生；非執行董事申元慶先生及董海龍先生及獨立非執行董事黃烈初先生、張瑞君女士及耿玉水先生。

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income (Unaudited)

簡明綜合損益及其他全面收益表(未經審計)

The board of Directors (the “Board”) of Inspur International Limited (the “Company”) present the unaudited consolidated results (the “Unaudited Consolidated Results”) of the Company and its subsidiaries (the “Group”) for the six months ended 30 June 2015 together with comparative unaudited figures for the corresponding period in 2014. These interim results have not been reviewed by the auditors of the company, but have been reviewed by the audit committee of the company.

浪潮國際有限公司(「本公司」)之董事會(「董事會」)欣然呈報本公司及其附屬公司(「本集團」)截止二零一五年六月三十日止六個月之未經審核綜合業績(「未經審核綜合業績」)連同二零一四年同期之未經審核比較數字。本公司核數師未審閱中期賬目，但中期賬目已由本公司審核委員會審閱：

		Six months ended 30 June 截至六月三十日止六個月	
		2015 二零一五年 HK\$'000 千港元 (unaudited) (未經審核)	2014 二零一四年 HK\$'000 千港元 (unaudited) (未經審核) <i>(restated)</i> (已重列)
		<i>Notes</i> 附註	
Continuing operations	持續經營業務		
Revenue	營業額	2	425,353
Cost of sales	銷售成本		(227,742)
Gross profit	毛利		212,107
Other income	其他收入	3	34,338
Administrative and other operating expenses	行政及其他營運費用		(179,448)
Selling and distribution expenses	銷售及分銷成本		(155,823)
Amortisation of other intangible assets	其他無形資產攤銷		—
Share of profit (loss) profit of associates	應佔聯營公司(虧損)盈利		(1,853)
			13,767
Loss before taxation	除稅前虧損	4	(67,237)
Taxation	稅項	5	(9,279)
Loss for the period from Continuing operations	持續經營業務的期內除稅後虧損		(76,516)
Discontinued operations	已終止業務		
Profit for the period from discontinued operations	已終止業務的期內溢利	7	77,402
			(1,859)
			886
			(53,807)

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income (Unaudited)

簡明綜合損益及其他全面收益表(未經審計)

		Six months ended 30 June 截至六月三十日止六個月	
		2015 二零一五年 HK\$'000 千港元 (unaudited) (未經審核)	2014 二零一四年 HK\$'000 千港元 (unaudited) (未經審核) (restated) (已重列)
		<i>Notes</i> 附註	
(Loss) profit for the period attributable to owners of the Company	本公司擁有人應佔期內(虧損)溢利		
– from continuing operations	– 來自持續經營業務	(75,489)	(51,830)
– from discontinued operations	– 來自已終止業務	77,402	(1,859)
(Loss) profit for the period attributable to owners of the Company	本公司擁有人應佔期內(虧損)溢利	1,913	(53,689)
Loss for the period attributable to non-controlling interest	少數股東權益	(1,027)	(118)
		886	(53,807)
(Loss) earnings per share from continuing and discontinued operations	每股(虧損)盈利來自持續經營及終止業務		
Basic	基本	0.21 cents	(5.96) cents
Diluted	攤薄	0.21 cents	(5.96) cents
Loss per share from continuing operations	每股(虧損)盈利來自持續經營業務		
Basic	基本	(8.37) cents	(5.75) cents
Diluted	攤薄	(8.37) cents	(5.75) cents

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income (Unaudited)

簡明綜合損益及其他全面收益表(未經審計)

		Six months ended 30 June 截至六月三十日止六個月	
		2015 二零一五年 HK\$'000 千港元 (unaudited) (未經審核)	2014 二零一四年 HK\$'000 千港元 (unaudited) (未經審核)
Net (loss) profit for the period from continuing and discontinuing operations	期內(虧損)溢利來自持續經營及終止業務	886	(53,807)
Item that may not be reclassified to profit or loss	不會重新分類至損益帳之項目		
Other Comprehensive (expenses) Income:	其他全面收益：		
Exchange Difference arising on translation	因換算境外營運產生之匯兌差額	7,183	(11,660)
Total Comprehensive Income for the period	期內全面溢利	8,069	(65,467)
Total comprehensive (expenses) income attributable to:	應佔全面收益		
Owners of the Company	本公司擁有人	9,092	(65,493)
Minority interests	少數股東權益	(1,023)	26
		8,069	(65,467)

Condensed Consolidated Statement of Financial Position (Unaudited)

簡明綜合財務狀況表(未經審計)

		附註 Notes	30.6.2015 二零一五年 六月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31.12.2014 二零一四年 十二月三十一日 HK\$'000 千港元 (audited) (經審核)
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備		807,539	522,449
Investment property	投資物業		10,339	10,518
Prepaid lease payments	預付租賃款額		38,732	38,503
Deposits for acquisition of property, plant and equipment	購買物業、廠房及設備之按金		49,380	71,152
Available-for-sale Investment	可供出售投資		22,804	22,669
Interests in associates	聯營公司權益		127,519	95,640
Interest in a jointly venture	合營公司權益		164,263	172,666
			1,220,576	933,597
Current assets	流動資產			
Inventories	存貨		127,159	55,648
Trade receivables	貿易應收賬款及應收票據	9	116,049	375,395
Prepaid lease payments	預付土地租賃款額		929	924
Prepayments, deposits and other receivables	預付款項、按金及其他應收賬款		48,549	69,085
Amounts due from customers for contract work	應收客戶合約工程款項		54,029	28,344
Entrusted loans receivable	應收委託貸款		190,355	139,598
Amount due from ultimate holding company	應收最終控股公司款額	9	1,603	36,036
Amount due from fellow subsidiaries	應收同集團附屬公司款額	9	179,087	241,554
Taxation recoverable	可收回稅項		38	113
Pledged bank deposits	已抵押銀行存款		—	29,537
Bank balances and cash	銀行結餘及現金		698,747	1,015,994
			1,416,545	1,992,228

Condensed Consolidated Statement of Financial Position (Unaudited)

簡明綜合財務狀況表(未經審計)

		附註 Notes	30.6.2015 二零一五年 六月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31.12.2014 二零一四年 十二月三十一日 HK\$'000 千港元 (audited) (經審核)
Current liabilities	流動負債			
Trade and bills payables	貿易應付賬款及應付票據	10	418,548	302,047
Other payables, deposits received and accrued expenses	其他應付賬款，已收按金及應計開支		215,729	393,287
Amounts due to customers for contract work	應付客戶合約工程款項		74,235	253,034
Amount due to ultimate holding company	應付最終控股公司款額	10	1,690	2,781
Amount due to fellow subsidiaries	應付同集團附屬公司款額	10	52,117	65,121
Deferred Income - government grant	遞延收入－政府補助		—	16,884
Taxation payable	應繳稅項		8,875	9,798
			771,194	1,042,952
Net current assets	流動資產淨額		645,351	949,276
Total assets less current liabilities	總資產減流動負債		1,865,927	1,882,873
Non-current liabilities	非流動負債			
Deferred income-government grant	遞延收入－政府補貼		29,731	27,698
Deferred tax liabilities	遞延稅項負債		20,617	20,619
			50,348	48,317
			1,815,579	1,834,556

Condensed Consolidated Statement of Financial Position (Unaudited)

簡明綜合財務狀況表(未經審計)

		附註 Notes	30.6.2015 二零一五年 六月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31.12.2014 二零一四年 十二月三十一日 HK\$'000 千港元 (audited) (經審核)
Capital and reserves	資本及儲備			
Share capital	股本	11	9,015	9,015
Reserves	儲備		1,804,644	1,822,598
Equity attributable to owners of the Company	本公司擁有人應佔權益		1,813,659	1,831,613
Minority interests	少數股東權益		1,920	2,943
Total equity	權益總額		1,815,579	1,834,556

Condensed Consolidated Statement of Changes in Equity (Unaudited)

簡明綜合權益變動表(未經審計)

		Share Capital	Share Premium	Special Reserve	Preferred shares equity reserve	Share option reserve	Translation reserve	Retained profits (loss)	Total	Minority interests	Total
		股本	股份溢價	特殊儲備	優先股 股本儲備	購股權 儲備	滙兌儲備	累積純利 (虧損)	總計	少數 股東權益	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
At 1 January 2014	於二零一四年一月一日	9,015	953,077	92	13,443	22,623	247,865	692,036	1,938,151	4,096	1,942,247
Exchange differences arising from translation of overseas operation	海外業務所產生之滙兌差異	—	—	—	—	—	(11,804)	—	(11,804)	144	(11,660)
Profit(loss) for the period	期內損益	—	—	—	—	—	—	(53,689)	(53,689)	(118)	(53,807)
Total recognise profit (loss) for the period	期內已確認之損益利潤	—	—	—	—	—	(11,804)	(53,689)	(65,493)	26	(64,467)
Dividend payable	已付股息	—	—	—	—	—	—	(27,101)	(27,101)	—	(27,101)
At 30 June 2014	於二零一四年六月三十日	<u>9,015</u>	<u>953,077</u>	<u>92</u>	<u>13,443</u>	<u>22,623</u>	<u>236,061</u>	<u>611,246</u>	<u>1,845,557</u>	<u>4,122</u>	<u>1,849,679</u>
At 1 January 2015	於二零一五年一月一日	<u>9,015</u>	<u>953,077</u>	<u>92</u>	<u>13,443</u>	<u>22,623</u>	<u>237,528</u>	<u>595,835</u>	<u>1,831,613</u>	<u>2,943</u>	<u>1,834,556</u>
Exchange differences arising from translation of overseas operation	海外業務所產生之滙兌差異	—	—	—	—	—	7,179	—	7,179	4	7,183
Profit(loss) for the period	期內損益	—	—	—	—	—	—	1,913	1,913	(1,027)	886
Total recognise profit (loss) for the period	期內已確認之損益利潤	—	—	—	—	—	7,179	1,913	9,092	(1,023)	8,069
Dividend payable	已付股息	—	—	—	—	—	—	(27,046)	(27,046)	—	(27,046)
At 30 June 2015	於二零一五年六月三十日	<u>9,015</u>	<u>953,077</u>	<u>92</u>	<u>13,443</u>	<u>22,623</u>	<u>244,707</u>	<u>570,702</u>	<u>1,813,659</u>	<u>1,920</u>	<u>1,815,579</u>

Condensed Consolidated Statement of Cash Flows (Unaudited)

簡明綜合現金流量表(未經審計)

		Six months ended 30 June 截至六月三十日止六個月	
		2015 二零一五年 HK\$'000 千港元 (unaudited) (未經審核)	2014 二零一四年 HK\$'000 千港元 (unaudited) (未經審核)
NET CASH USED IN OPERATING ACTIVITIES	營運業務產生的現金淨額	(132,026)	(22,172)
NET CASH FROM (USED IN) FROM INVESTING ACTIVITIES	來自(已動用)於投資 業務的現金淨額	(162,145)	52,114
NET CASH USED IN FINANCING ACTIVITIES	來自(已動用)於融資 業務的現金淨額	(27,046)	(27,101)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	現金及現金等值物 增加淨額	(321,217)	2,841
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	期初現金及現金等值物	1,015,994	897,467
EFFECT OF FOREIGN EXCHANGE RATE CHANGES	外匯匯率改變之影響	3,970	(5,225)
CASH AND CASH EQUIVALENT AT END OF PERIOD, REPRESENTED BY BANK BALANCES AND CASH	期終現金及現金等值物 銀行結餘及現金	698,747	895,083

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

1. BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES

BASIS OF PREPARATION

The condensed financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants and the applicable disclosure requirements of the Listing Rules.

PRINCIPAL ACCOUNTING POLICIES

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

In the current interim period, the Group has applied the following new and revised Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the HKICPA which are effective for the Group’s financial year beginning 1 January 2015.

Amendments to HKAS 19	Defined Benefit Plans: Employee Contributions
Amendments to HKFRSs	Annual Improvements to HKFRSs 2010-2012 Cycle
Amendments to HKFRSs	Annual Improvements to HKFRSs 2011-2013 Cycle

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

1. 編製基準及主要會計政策

編製基準

本半年度未經審核之簡明財務報表乃根據香港會計師公會頒佈之會計實務準則第三十四條「中期財務報告」以及上市規則的有關披露要求而及編製。

主要會計政策

簡明財務報表乃按照歷史成本法編製，惟按公平值計算之若干金融工具除外。

於本中期報告期間，集團已採用部分由香港會計師公會所頒佈自二零一五年一月一日起開始生效之經新訂及經修訂香港財務報告準則。

香港會計準則 第19號(修訂)	界定福利計劃： 僱員供款
香港財務報告 準則(修訂)	二零一零年至 二零一二年 期間香港財務 報告準則之 年度改進
香港財務報告 準則(修訂)	二零一一年至 二零一三年 期間香港財務 報告準則之 年度改進

於本期間採納上文新訂或經修訂香港財務報告準則未對該等未經審核簡明綜合財務報表所呈報金額及／或該等未經審核簡明綜合財務報表所載的披露構成重大影響。

2. REVENUE AND SEGMENT INFORMATION

Revenue represents the net amounts received and receivable for goods sold and services rendered by the Group, less discounts, returns and allowances.

Business segment

The Group is currently organized into software and embedded solution and software outsourcing. An operation regarding to the communications industry solutions business was completed disposal in the period (“Discontinued Operations”). The Segment information reported below does not include any amounts for these discontinued operations, which are described in more detail in note 7.

2. 營業額及分類資料

營業額相當於所售貨物及提供服務經扣除折扣、退貨及折讓後之應收金額。

業務分類

目前本集團經營業務組成為軟件開發和解決方案及提供軟件外包服務業務。本年度已完成出售移動通信方面的軟件開發及解決方案（「已終止業務」），下文呈報的分類資料不包括該等已終止業務的任何款項（詳述於附註7）。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

2. REVENUE AND SEGMENT INFORMATION

(continued)

Business segment (continued)

About these operating divisions is presented below:

Continuing Operations

2. 營業額及分類資料(續)

業務分類(續)

本集團按該等業務部門呈報其主要分類資料如下：

持續經營業務

Revenue	持續經營營業額
Segment results	持續經營分類業績
Unallocated income	未分配收入
Unallocated corporate expense	未分配企業開支
Share of results of associates	應佔聯營公司業績
(Loss) before taxation	除稅前虧損
Taxation	稅項
(Loss) for the period	期內虧損

Segment revenues and results for the six months ended 30 June 2015 截至二零一五年六月三十日止六個月之 未經審核分類收入及業績

Information technology services 信息技術服務		
Software and embedded solution 軟件開發 及解決方案 HK\$'000 千港元	software outsourcing 軟件外包 HK\$'000 千港元	Total 綜合 HK\$'000 千港元
370,298	135,400	505,698
(86,963)	1,919	(85,044)
		410
		(4,192)
21,589	—	21,589
		(67,237)
		(9,279)
		(76,516)

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

2. REVENUE AND SEGMENT INFORMATION

(continued)

Business segment (continued)

Continuing Operations (continued)

2. 營業額及分類資料(續)

業務分類(續)

持續經營業務(續)

Segment revenues and results for
the six months ended 30 June 2014
截至二零一四年六月三十日止六個月之
未經審核分類收入及業績

		Information technology services 信息技術服務		
		Software and embedded solution 軟件開發及 解決方案 HK\$'000 千港元	software outsourcing 軟件外包 HK\$'000 千港元	Total 綜合 HK\$'000 千港元
Revenue	持續經營營業額	304,115	121,238	425,353
Segment results	持續經營分類業績	(61,870)	(1,891)	(63,761)
Unallocated income	未分配收入			1,145
Unallocated corporate expense	未分配企業開支			(3,540)
Share of results of associates	應佔聯營公司業績	13,767	—	13,767
(Loss)before taxation	除稅前虧損			(52,389)
Taxation	稅項			441
(Loss) for the period	期內虧損			(51,948)

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

3. OTHER INCOME

Interest income	利息收入
VAT refund	增值稅退稅
Government subsidies and grants	政府津貼及補貼
Others	其他

3. 其他業務收入

Six months ended 30 June
截至六月三十日止六個月

2015 二零一五年 HK\$'000 千港元	2014 二零一四年 HK\$'000 千港元
12,861	26,562
19,019	13,880
47	16,050
2,411	465
34,338	56,957

4. LOSS BEFORE TAXATION

Loss before taxation has been arrived at after charging:	除稅前純利經扣除下列各項後得出：
Cost of inventories recognised as expenses	確認為開支的存貨成本
Depreciation	折舊
Amortisation of other intangible assets	其他無形資產攤銷

4. 除稅前純利

Six months ended 30 June
截至六月三十日止六個月

2015 二零一五年 HK\$'000 千港元	2014 二零一四年 HK\$'000 千港元
112,059	72,244
6,092	7,764
—	1,853
118,151	81,861

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

5. TAXATION

5. 稅項

		Six months ended 30 June 截至六月三十日止六個月	
		2015 二零一五年 HK\$'000 千港元	2014 二零一四年 HK\$'000 千港元
Current tax	利得稅		
Hong Kong	香港	—	—
PRC Enterprise Income Tax	中國企業所得稅	9,279	22
Deferred taxation	遞延稅項	—	(463)
		9,279	(441)

Hong Kong profits tax has been provided at 16.5% on the estimated assessable profits for the period. Enterprise income tax rates applicable to the Group's subsidiaries in the PRC are ranging from 10% - 25%, and have been applied to calculate the Group's PRC Enterprise Income Tax in accordance with relevant laws and regulations in the PRC.

本集團在中國附屬公司適用的企業所得稅稅率為10%至25%。中國企業所得稅已根據相關中國法律及法規計算。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

6. (LOSS)/EARNINGS PER SHARE

The calculation of basic and diluted earnings/(loss) per share attributable to the ordinary equity holders of the parent is based on the following data:

6. 每股(虧損)盈利

母公司普通股股權持有人應佔每股基本及攤薄盈利乃根據下列數據計算：

		Six months ended 30 June 截至六月三十日止六個月	
		2015 二零一五年 HK\$'000 千港元	2014 二零一四年 HK\$'000 千港元 (restated) (已重列)
(Loss)/profit from continuing and discontinued operations	來自持續經營及已終止業務(虧損)盈利		
(Loss)/earnings for the purpose of basic earnings/(loss) per share	計算每股基本盈利所採用之(虧損)盈利	1,913	(53,689)
((Loss)/profit for the period attributable to equity holders of the parent)	(母公司股權持有人應佔期內(虧損)溢利)		
(Loss)/Earnings for the purpose of diluted (loss)/earnings per share	計算每股攤薄盈利所採用之(虧損)盈利	1,913	(53,689)
Loss from continuing operations	來自持續經營業務虧損		
Loss for the purpose of basic loss per share	計算每股基本虧損所採用之虧損(母公司股權	(75,489)	(51,830)
(Loss for the period attributable to equity holders of the parent)	持有人應佔期內虧損)		
Number of shares (in thousands)	股份數目		
Weighted average number of ordinary shares for the purpose of basic (loss)/earnings per share	計算每股基本盈利所採用之加權平均普通股數目	901,536	901,536
Effect of dilutive potential ordinary shares – share options	潛在攤薄普通股之影響： – 購股權	—	—
Weighted average number or ordinary shares for the purpose of diluted (loss)/earnings per share	計算每股攤薄盈利(虧損)所採用之加權平均普通股數目	901,536	901,536

7. DISCONTINUED OPERATIONS

AT June 2015, the company has completed the disposal of communications industry solutions business. Details of disposal of communications industry solutions business are set out in the announcement dated 10 April 2015 and the circular date 14 May 2015.

The profit for the period from discontinued operation is analysed as follows:

Profit of IT components operation for the year	通信業務本期實現盈利
Gain on disposal of IT components operation	處置通信業務業務實現盈利

7. 已終止業務

於二零一五年六月，公司已完成出售浪潮通信。出售浪潮通信業務詳情請參閱日期為二零一五年四月十日的公佈以及於日期為二零一五年五月十四日的通函。

來自與已終止業務盈利分析如下：

Six months ended 30 June

截至六月三十日止六個月

30.6.2015 於二零一五年 HK\$'000 千港元	30.06.2014 於二零一四年 HK\$'000 千港元
1,638	(1,859)
75,764	—
77,402	(1,859)

8. DIVIDEND

The Board of directors does not recommend the payment of a dividend for the six months ended 30 June 2015 (six months ended 30 June 2014: nil).

8. 股息

董事建議截至二零一五年六月三十日止六個月不派發中期股息(二零一四年六月三十日止六個月：無)。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

9. TRADE AND OTHER RECEIVABLES

The Group allows an average credit period of 30 to 210 days to its customers.

An aged analysis of trade receivables, amounts due from fellow subsidiaries and ultimate holding company at the balance sheet date is as follows:

Trade receivables	貿易應收款
0-30 days	0-30 日
31-60 days	31-60 日
61-90 days	61-90 日
91-120 days	91-120 日
121-180 days	121-180 日
Over 180 days	180 日以上

Amounts due from fellow subsidiaries	應收同集團附屬公司
0-30 days	0-30 日
31-60 days	31-60 日
61-90 days	61-90 日
91-120 days	91-120 日
Over 120 days	120 日以上

9. 貿易應收賬款

本集團向貿易客戶提供平均 30 日至 210 日的賒賬期。

以下為貿易應收賬款及應收同集團附屬公司及最終控股公司於結算日的賬齡分析：

30.6.2015 於二零一五年 六月三十日 HK\$'000 千港元	31.12.2014 於二零一四年 十二月三十一日 HK\$'000 千港元
15,144	153,109
8,682	86,534
46,692	23,697
5,847	19,711
9,044	27,249
30,640	65,095
116,049	375,395

30.6.2015 於二零一五年 六月三十日 HK\$'000 千港元	31.12.2014 於二零一四年 十二月三十一日 HK\$'000 千港元
152,556	156,564
302	77,298
5,076	13
2,530	—
18,623	7,679
179,087	241,554

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

9. TRADE AND OTHER RECEIVABLES (continued)

Amounts due from ultimate holding company	應收最終控股公司
0-30 days	0-30 日
31-60 days	31-60 日
61-90 days	61-90 日
91-120 days	91-120 日
Over 120 days	120 日以上

9. 貿易應收賬款(續)

30.6.2015 於二零一五年 六月三十日 HK\$'000 千港元	31.12.2014 於二零一四年 十二月三十一日 HK\$'000 千港元
621	35,526
—	—
27	—
—	510
955	—
1,603	36,036

10. TRADE AND BILL PAYABLES

Average credit period taken for trade purchases is up to 30 to 120 days. The following is an aged analysis of trade payables and amount due to fellow subsidiaries and ultimate holding company for the purchase of goods and services at the reporting date:

Trade and bills payables	貿易應付賬款及應付票據
0-30 days	0-30 日
31-60 days	31-60 日
61-90 days	61-90 日
Over 90 days	90 日以上

10. 貿易應付賬款及票據

貿易購貨賬期平均為30日至120日。以下為貿易應付賬款及應付同集團附屬公司及應付最終控股公司於結算日的賬齡分析：

30.6.2015 於二零一五年 六月三十日 HK\$'000 千港元	31.12.2014 於二零一四年 十二月三十一日 HK\$'000 千港元
323,125	224,293
17,584	40,358
12,213	18,827
65,626	18,569
418,548	302,047

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

10. TRADE AND BILL PAYABLES (continued)

10. 貿易應付賬款及票據(續)

		2015 於二零一五年 六月三十日 <i>HK\$'000</i> 千港元	2014 於二零一四年 十二月三十一日 <i>HK\$'000</i> 千港元
Amounts due to fellow subsidiaries	應付同集團附屬公司		
0-30 days	0-30日	1,253	39,243
31-60 days	31-60日	5,593	9,640
61-90 days	61-90日	1,284	—
Over 90 days	90日以上	43,987	16,238
		52,117	65,121
Amounts due to ultimate holding company	應付最終控股公司		
0-30 days	0-30日	1,049	2,197
31-60 days	31-60日	308	282
61-90 days	61-90日	27	—
Over 90 days	90日以上	306	302
		1,690	2,781

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

11. SHARE CAPITAL

		Number of shares 股份數目	
		'000 千股	HK\$'000 千港元
Ordinary shares of HK\$0.01 each Authorised:	每股0.01港元之普通股 法定：		
At 1 January 2015	於二零一五年一月一日	<u>2,000,000</u>	<u>20,000</u>
Issued and fully paid:	已發行及繳足：		
At 1 January 2015	於二零一五年一月一日	<u>901,536</u>	<u>9,015</u>
At 30 June 2015	於二零一五年六月三十日	<u>901,536</u>	<u>9,015</u>

All shares issued during the period rank pari passu with the then existing shares in all respects.

每股所附之權利與當時之發行股票享有同等權利。

12. RELATED PARTY TRANSACTIONS

Apart from the amounts due from and to related parties as disclosed in the condensed consolidated statement of financial position, certain of which also constitute connected transaction under Chapter 14A of Listing Rule of HKEX, the Group had entered into the following related party transactions during the period:

12. 關連人士交易

除簡明綜合資產負債表所披露的應收及應付予關連人士款項外，根據香港交易所上市規則第14A章，本集團與關連人士的交易構成關連交易，本集團本期內涉及以下關聯交易：

		Six months ended 截至六月三十日止六個月	
		30.June.2015 二零一五年 HK\$'000 千港元	30.June.2014 二零一四年 HK\$'000 千港元
Supply Transactions	供應交易	(i) 9,754	6,064
Selling Agency transactions	銷售代理交易		
(1) Aggregate transactions amount	(1) 累計交易金額	(ii) 127,252	82,422
(2) The related commission amount	(2) 相關佣金金額	494	774
Purchase Transactions	採購交易	(iii) 38,194	74,667
Common Services Transactions	公共服務交易	(iv) 6,827	4,641
Processing Transactions	加工交易	(v) —	9,871

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

12. RELATED PARTY TRANSACTIONS (continued)

Notes:

- (i) The Group will supply Inspur group goods and service with reference to the market price.
- (ii) The Group appoints the Inspur Group to act as selling agency in the sale of the products and services of the Group. In return, the Inspur Group will receive a commission of 1% or less of the total sale value of the products and services.
- (iii) The Group will purchase the computer hardware and software products by the Group from the Inspur Group. The price per unit of the computer products and components purchased from Inspur Group will be agreed between parties with reference to the then prevailing markets prices of such computer hardware and software products at the relevant time.
- (iv) The Inspur Group shall provide Common Services for use the Group based on normal commercial terms through arm's length negotiation or on terms no less favourable than the terms available from independent third parties for provision of similar services.
- (v) Inspur Business System Company Limited ("Inspur Business") has appointed Inspur Cheeloo Company Limited ("Inspur Cheeloo") to provide services of procurement of raw materials of and assembling and manufacturing tax-collection cashier machines at processing fee calculated at 5% of the value of the raw materials (the "Cashier Machines Purchases") and the said rate is comparable to the rates in the market.

12. 關連人士交易 (續)

附註：

- (i) 本集團按市場價供應貨品予浪潮集團。
- (ii) 本集團委聘浪潮集團擔任本集團產品及銷售之銷售代理，浪潮集團收取不高於產品與服務銷售總值1%之佣金。
- (iii) 本集團將向浪潮集團採購電腦軟硬體產品。浪潮集團將供應之電腦產品及配件之單價，將由訂約方參照該等產品於有關時間當時之市價協定。
- (iv) 浪潮集團將就使用房產向本集團提供服務，按正常商業條款及公平原則或按不遜於浪潮集團向其他方提供或其他方向本集團提供同類服務條款磋商。
- (v) 浪潮商用系統有限公司已委聘浪潮齊魯軟件產業有限公司就採購稅控收款機之原材料及組裝及製造稅控機提供服務，所收取的加工費按原材料價值之5%計算。

