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Hopefluent Group Holdings Limited

合富輝煌集團控股有限公司

(Incorporated in the Cayman Islands with limited liability) (Stock code: 733)

INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 JUNE 2016

The board of directors (the "Directors") of Hopefluent Group Holdings Limited (the "Company") is pleased to announce the unaudited consolidated interim results of the Company and its subsidiaries (collectively the "Group") for the six months ended 30 June 2016, together with comparative figures for the corresponding period in 2015 as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2016

		Six months ended 30 June		
	Notes	2016 (unaudited) <i>HK\$'000</i>	2015 (unaudited) <i>HK\$'000</i>	
Turnover Other income Selling expenses Administrative expenses Share of loss of an associate Finance costs	3	1,741,529 4,624 (1,272,858) (334,068) - (3,162)	1,351,951 3,229 (966,215) (256,774) (105) (23,051)	
Profit before tax Income tax expense	5	136,065 (38,732)	109,035 (33,798)	
Profit for the period	6	97,333	75,237	
Attributable to: — Owners of the Company — Non-controlling interests		92,409 4,924 97,333	73,208 2,029 75,237	
Dividends	7	20,040	16,700	
Earnings per share — Basic	8	HK13.83 cents	HK11.11 cents	
— Diluted		HK13.83 cents	HK11.11 cents	

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2016

	Unaudited Six months ended 30 June	
	2016 HK\$'000	2015 HK\$'000
Profit for the period	97,333	75,237
Other comprehensive (expense) income for the period <i>Items that will not be reclassified to profit or loss:</i> Exchange differences arising on translation	(22,137)	4,144
Total comprehensive income for the period	75,196	79,381
Total comprehensive income attributable to: — Owners of the Company — Non-controlling interests	70,196 5,000 75,196	77,256 2,125 79,381
		19,301

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION *At 30 June 2016*

30 June 31 December 2016 2015 (unaudited) (audited) Notes HK\$'000 HK\$'000 NON-CURRENT ASSETS 69.787 69.787 Investment properties 182,776 Property, plant and equipment 184,289 Goodwill 15,220 15,220 267,783 269,296 **CURRENT ASSETS** 9 1,046,418 997,808 Accounts receivables Loan receivables 319,336 253,619 Other receivables and prepayments 105,011 267,916 29,705 Held for trading investments 11,510 Bank balances and cash 1,266,974 1,049,732 2,749,249 2,598,780 CURRENT LIABILITIES Payables and accruals 10 401,254 405,400 Tax liabilities 145,413 116,036 Bank borrowings 87,653 39,053 634,320 560.489 NET CURRENT ASSETS 2,114,929 2,038,291 TOTAL ASSETS LESS CURRENT LIABILITIES 2,382,712 2,307,587 CAPITAL AND RESERVES 6,680 6,680 Share capital Share premium and reserves 2,301,804 2,231,608 Equity attributable to owners of the Company 2,308,484 2,238,288 Non-controlling interests 23,148 18,148 2,331,632 2,256,436 TOTAL EQUITY NON-CURRENT LIABILITY Deferred tax liabilities 51,080 51,151

2,382,712

2,307,587

Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

1. BASIS OF PREPARATION

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA") as well as with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

2. SIGNIFICANT ACCOUNTING POLICIES

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

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 2016 are the same as those followed in the preparation of the Group's annual financial statements for the year ended 31 December 2015.

In the current interim period, the Group has applied, for the first time, the following new or revised Hong Kong Financial Reporting Standards ("HKFRSs") issued by the HKICPA:

Disclosure Initiative
Clarification of Acceptable Methods of Depreciation and Amortisation
Agriculture: Bearer Plants
Equity Method in Separate Financial Statements
Investment Entities: Applying the Consolidation Exception
Accounting for Acquisitions of Interests in Joint Operations
Annual Improvements to HKFRSs 2012–2014 Cycle

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

3. SEGMENT INFORMATION

Information reported to the executive directors of the Company, being the chief operating decision maker, for the purposes of resource allocation and assessment of segment performance focuses on types of services provided.

The Group is organised into four business divisions including primary property real estate agency services, secondary property real estate agency services, financial services and property management services which form the Group's four operating segments. Primary property real estate agency is the provision of first hand real estate services to property developers. Secondary property real estate agency is the provision of secondary real estate services to customers. Financial services is the provision of mortgage referral and loan financing services to individuals or companies. Property management is the provision of building management services to property owners and residents.

The following is an analysis of the Group's revenue and results by reportable and operating segment.

	Primary	Secondary	ns ended 30 J	June 2016	
	property real estate agency <i>HK\$'000</i>	property real estate agency <i>HK\$'000</i>	Financial services HK\$'000	Property management HK\$'000	Total <i>HK\$'000</i>
Segment revenue	1,069,419	444,917	39,437	187,756	1,741,529
Segment profit	138,169	8,260	10,517	11,002	167,948
Other income Central administrative costs Finance costs					4,624 (33,345) (3,162)
Profit before tax Income tax expense					136,065 (38,732)
Profit for the period					97,333
		Six months ended 30 June 2015			
	Primary property real estate agency <i>HK\$`000</i>	Secondary property real estate agency <i>HK\$'000</i>	Financial services HK\$'000	Property management <i>HK\$'000</i>	Total <i>HK\$'000</i>
Segment revenue	855,844	326,525	17,934	151,648	1,351,951
Segment profit (loss)	137,179	(8,487)	3,438	10,083	142,213
Other income Central administrative costs					3,229 (13,251)

(105)

(23,051)

109,035

(33,798)

Share of loss of an associate

Finance costs

Profit before tax Income tax expense

4. FINANCE COSTS

	2016 HK\$'000	2015 HK\$'000
Interest on:		
Bank loans wholly repayable within five years Effective interest of convertible notes	3,162	2,645 20,406
	3,162	23,051

5. INCOME TAX EXPENSE

The tax charges for both periods represent the People's Republic of China (the "PRC") Enterprises Income Tax ("EIT") for those periods.

EIT is provided on the estimated assessable profits of the Group's subsidiaries in the PRC in accordance with the laws and regulations in the PRC at 25%.

Certain of the Group's subsidiaries operating in the PRC are required to pay the PRC income tax on a deemed profit basis at a predetermined tax rate of 3.25% (six months ended 30 June 2015: 2.5% to 3.25%) on turnover during the current period. The predetermined tax rate is agreed and determined between each PRC subsidiary and respective tax bureau of local government and is subject to annual review and renewal.

No tax is payable on the profit for the period arising in Hong Kong since the assessable profit is wholly absorbed by tax losses brought forward for current period. No provision for Hong Kong Profits Tax had been made in prior period in the consolidated financial statements as the Group had no assessable profits in Hong Kong in prior period.

6. **PROFIT FOR THE PERIOD**

	Six months ended 30 June	
	2016	2015
	HK\$'000	HK\$'000
Profit for the period has been arrived at after charging (crediting):		
Depreciation of property, plant and equipment	29,557	25,097
Impairment on accounts receivables	2,916	1,676
Bank interest income	(3,444)	(2,311)
Net rental income in respect of premises, net of negligible outgoings	(2,621)	(2,225)

7. DIVIDENDS

On 26 August 2016, the Directors have resolved to declare an interim dividend of HK3 cents per share for the six months ended 30 June 2016. The interim dividend will be payable to shareholders whose names appear on the register of members of the Company on 28 September 2016.

An interim dividend of HK2.5 cents per share was paid for the six months ended 30 June 2015.

A final dividend of HK5.5 cents per share in respect of the year ended 31 December 2015 (2014: HK3 cents per share in respect of the year ended 31 December 2014), total of which equivalent to HK\$36,740,000 (2014: HK\$20,040,000) were proposed and approved by the shareholders in the annual general meeting held on 16 June 2016 and was distributed on 20 July 2016. No dividends were paid during the six months ended 30 June 2016.

8. EARNINGS PER SHARE

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

Earnings

	2016 HK\$'000	2015 <i>HK\$'000</i>
Earnings for the purpose of calculating basic and diluted earnings per share (Profit for the period attributable to owners of the Company)	92,409	73,208
Number of shares		
	2016 '000	2015 '000
 Weighted average number of ordinary shares for the purpose of basic earnings per share Effect of dilutive potential ordinary shares — Share options 	667,999	659,051
Weighted average number of ordinary shares for the purpose of diluted earnings per share	667,999	659,051

The computation of diluted earnings per share for both periods do not assume the exercise of the Company's share options because the exercise prices of the Company's share options were higher than the average market prices of shares for the six months ended 30 June 2016 and 30 June 2015 respectively.

9. ACCOUNTS RECEIVABLES

The Group allows an average credit period ranging from 30 to 120 days to its customers. The aged analysis of accounts receivables net of allowance for doubtful debts presented based on the invoice date at the end of the reporting period is as follows:

	2016 HK\$'000	2015 HK\$'000
Accounts receivables		
0–30 days	366,395	341,158
31-60 days	176,916	298,427
61–90 days	134,891	183,700
91–120 days	110,230	126,028
More than 120 days	257,986	138,070
	1,046,418	1,087,383

10. PAYABLES AND ACCRUALS

The payables and accruals mainly comprise deposits received, receipts in advance, accrued salary and other sundry creditors.

BUSINESS REVIEW

I. Market review for the first half of 2016

In the first half of 2016, economic growth was generally steady in China. The "Supply-side Structural Reform" concept proposed by the Central Government is aimed at boosting the quality and efficiency of supply while expanding total demand moderately, thereby helping to enhance sustainable growth momentum of the economy.

For the property sector, with clearing inventory as the focus, a host of relaxed policies have been introduced. Cities other than Beijing, Shanghai, Guangzhou and Shenzhen have lifted home-purchase restrictions and lowered the mortgage down payment for first homes. These supportive policies have fueled the continuous boom of the market manifested in higher property prices in many cities and much boosted transaction volumes. According to the National Bureau of Statistics, growth in area sold and total sales of residential properties in the country for the first half of the year was around 30%. However, the hotspots for sales have been mainly in first-tier and second-tier cities and property prices in some cities reported a strong growth momentum. As for third-tier and fourth-tier cities, excessive inventory is still a serious problem. Hence, the property market continues to face different challenges.

II. Overall Business Review

During the period under review, the Group closely followed development of property market related policies and market trends, diligently studied customer needs, optimized products and service structures and strived to grasp the new development direction of the industry. The Group continued to consolidate its foundation and excel in traditional businesses. And, at the same time, it accelerated expansion of innovative business and enhanced its diverse business profile. It also emphasized on using Internet technology to bolster its competitive advantage.

As at 30 June 2016, the Group recorded a turnover of HK\$1,741.5 million, up by approximately 29% as compared with the corresponding period last year (2015: HK\$1,351.9 million). Profit attributable to shareholders was HK\$92.4 million, increased by approximately 26% as compared with the corresponding period last year (2015: HK\$73.2 million). Basic earnings per share were HK13.83 cents (2015: HK11.11 cents).

The primary and secondary property real estate agency service businesses of the Group registered a turnover of HK\$1,069.4 million and HK\$444.9 million respectively, accounting for 61% and 26% of the Group's total turnover. The turnover of the financial services business was HK\$39.4 million, accounting for 2% of the Group total. The remaining 11% or HK\$187.8 million was derived from the property management business and other businesses. By geographical location, Guangzhou business contributed about 52% of the Group's total turnover, while around 48% came from businesses outside Guangzhou. Total new home sales for the first half of 2016 amounted to HK\$137.0 billion, from handling around 120,900 new home sales transactions. Total gross floor area sold was about 12.6 million square meters.

1. Primary property real estate agency segment developed steadily

The Group has always been seizing opportunity to extend its business coverage nationwide in order to increase its market share. Currently, the Group's business network covers more than 150 cities in China and is the agent of more than 900 projects. Business performance in core cities such as Guangzhou, Shenzhen, Foshan, Dongguan and Hefei has been satisfactory and the Group has maintained its leadership position in these cities. It has also actively expanded into second- and third-tier cities including Nanjing, Wuhan, Zhengzhou, Jinan, Guiyang, Nanning, Zhongshan and Zhuhai to capture higher market share. As at 30 June 2016, turnover of the segment amounted to HK\$1,069.4 million, representing approximately 25% increase as compared with corresponding period last year.

2. Remarkable growth for secondary property real estate agency segment

During the review period, the secondary property real estate agency business recorded satisfactory performance. Turnover increased by about 36% to about HK\$444.9 million as compared with the corresponding period last year (2015: HK\$326.5 million) from handling around 26,400 secondary property transactions (2015: 20,700), laying a solid foundation for the Group's stable growth. As the property market continued to warm up, so did the consumption sentiment among home buyers looking for better housing and the Group's business. To seize business opportunities, the Group timely added branches during the review period, taking the total number of branches to 380 to date.

3. Financial services made good progress

The online investment and financing platform has been operating smoothly since it was launched in September 2015. As a financial intermediary, the Group has maintained strong strategic cooperative partnerships with renowned financial institutions. The Group also established a safe financial transaction chain by integrating with offline points-of-sale, secondary branches and community resources. Major features of the Group's financial service products are: small amounts, diverse targets, short cycles and controllable risk.

As at 30 June 2016, loans originated from financial services exceeded HK\$1.2 billion and turnover was approximately HK\$39.4 million. The Group is optimistic about the development prospects of its property-related financial service business as the foundation of the business becomes stronger.

4. Property management services achieved stable growth

The Group's property management services business developed satisfactorily during the period under review, with total revenue boosted, while maintaining good interaction with clients helping to enhance the Group's brand image. In the first half of 2016, property management services business recorded an increase in turnover from about HK\$151.6 million in 2015 to about HK\$187.8 million. The Group has been providing property management services to about 300 residential, office and commercial properties in Guangzhou, Shanghai, Tianjin and Wuhan involving over 300,000 units with total gross floor area exceeding 30 million square meters.

Internet segment

To tap into the popularity of Internet technologies and applications, the Group has set up a technical department comprising professionals to focus on R&D of networking modes for the industry and also computer and mobile apps including iHouseKing (www.ihk.cn), Fang Wang Jia (房王加), Fang Zhuan Jia (房專家), He Ji Mai Lou (合記買樓) and HFmoney (合富金融), in order to complement different business segments. It also has official public accounts including Hopefluent, iHouseKing and HFmoney set up appropriately on the WeChat platform. Through repeated simulations of scenarios such as property transaction and services for property owners, it ensured the organic combination of Internet technology and its traditional businesses, enabling it to provide more convenient and effective instant information and service to clients and strengthen its competitiveness and leading position in the industry.

III. Prospects for the second half of 2016

The Chinese economy is going through a critical stage of transformation and reform while facing downward pressure. The Group believes the Central Government will maintain moderately-relaxed policies to ensure overall steady development of the market. With ridding excessive inventory as the major objective, the government will implement relevant policies for relevant city, so as to appropriately guide property consumption, while emphasizing risk control over property and land prices in some areas.

Against such an economic backdrop, Hopefluent will closely monitor market trends, keep its finger on the pulse of the property industry and continuously enhance its service platforms to meet the demand of the modern property service segment. At the same time, employing diversified development strategies, it will strive to maintain a strong development momentum and continuously boost market competitiveness, thereby keep improving its profitability for delivering better returns to shareholders and investors.

AUDIT COMMITTEE

The Company established an audit committee, comprising the three existing independent nonexecutive directors, which has reviewed the unaudited interim results for the six months ended 30 June 2016 including the accounting, internal control and financial reporting issues.

LIQUIDITY AND FINANCIAL RESOURCES

As at 30 June 2016, the Group maintained a sound financial position where the cash and bank deposits and current ratio, as a ratio of current assets to current liabilities, were approximately HK\$1,267.0 million (31 December 2015: HK\$1,049.7 million) and 4.33 (31 December 2015: 4.64) respectively. Total borrowing amounted to approximately HK\$87.7 million which are secured bank borrowings (31 December 2015: approximately HK\$39.0 million which are secured bank borrowings). The Group's gearing ratio, which was computed by dividing the total borrowings by total assets, was approximately 2.91% (31 December 2015: 1.36%). The Group's secured bank borrowings are denominated in Renminbi. The Group had no material contingent liabilities as at 30 June 2016.

On 12 November 2014, 42,000,000 ordinary shares (with an aggregate nominal value of HK\$420,000) and 91,000,000 ordinary shares (with an aggregate nominal value of HK\$910,000) of the Company (the "Share(s)") were issued to China-net Holding Ltd. ("China-net") and SouFun Holdings Limited ("SouFun") respectively at a subscription price of HK\$3.00 per Share in accordance with the respective subscription agreements dated 12 September 2014 (the "Subscription Agreements"). The subscription price of HK\$3.00 per Share represented: (i) a premium of approximately 14.07% to the closing price of HK\$2.63 per Share as quoted on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on 12 September 2014, being the date on which the terms of the subscription were fixed and the Subscription Agreements were signed; (ii) a premium of approximately 15.83% to the average closing price of approximately HK\$2.59 per Share as quoted on the Stock Exchange for the last five consecutive trading days up to and including 12 September 2014; and (iii) a premium of approximately 16.73% to the average closing price of approximately HK\$2.57 per Share as quoted on the Stock Exchange for the last ten consecutive trading days up to and including 12 September 2014. The net subscription price for the subscription was approximately HK\$2.97 per Share.

The net proceeds of the above subscription was approximately HK\$395,000,000. As at 30 June 2016, approximately HK\$180,000,000 of the net proceeds had been utilised to conduct real estate financial and Internet financial services business and approximately HK\$120,000,000 as general working capital of the Group. As previously disclosed, the remaining proceeds of approximately HK\$95,000,000 will be utilised to conduct the said financial services business and as general working capital.

The reason for entering into the subscription agreement with SouFun was that the Company considered SouFun an ideal partner for cooperation in order to reinforce its real estate property Internet business through linking up with a top real estate website to enable it to ride on the e-commerce competitive edge, broaden the customer base and improve its various value added services. The reason for entering into the subscription agreement with China-net, which was one of the conditions precedent to the completion of SouFun's subscription agreement, was to enable the condition that the existing controlling shareholder of the Company would continue to hold not less than 30% of the issued share capital of the Company on a fully diluted basis be met.

Details of the above can be found in the announcements of the Company dated 10 July 2014, 12 August 2014, 12 September 2014 and 31 October 2014 and the circular dated 7 October 2014.

CONVERTIBLE NOTES

On 28 August 2015, the exchangeable bonds in the aggregate principal amount of HK\$146,400,000 were redeemed. Upon redemption of such exchangeable bonds, all the exchangeable bonds have been fully redeemed and cancelled. For further information, please refer to the Company's announcement dated 28 August 2015.

PLEDGE OF ASSETS

As at 30 June 2016, the Group pledged its investment properties and, leasehold land and buildings with an aggregate amount of approximately HK\$73 million to banks to secure bank borrowings of the Group.

FOREIGN EXCHANGE EXPOSURE

Most of the Group's business transactions are denominated in either Hong Kong dollars or Renminbi. As such, the Group had no significant exposure to foreign exchange fluctuations.

EMPLOYEES

As at 30 June 2016, the Group had approximately 18,800 full time employees. Around 9 staff were based in Hong Kong and the rest were employed in China. Competitive remuneration packages are structured to commensurate with individual job duties, qualification, performance and years of experience.

INTERIM DIVIDEND

On 26 August 2016, the board of Directors (the "Board") have resolved to declare an interim dividend of HK3 cents per share of the Company (the "Share(s)") for the six months ended 30 June 2016 (the "Interim Dividend") payable to shareholders of the Company whose names are on the register of members on 28 September 2016. It is expected that the Interim Dividend will be paid on 18 October 2016.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from 26 September 2016 (Monday) to 28 September 2016 (Wednesday), both days inclusive, during which period no transfer of Shares shall be effected. In order to be qualified for the Interim Dividend, all transfer of Shares, accompanied by the relevant share certificates and transfer forms, must be lodged with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration no later than 4:30 p.m. on 23 September 2016 (Friday).

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

Since the Listing Date, the Company has not redeemed any of its shares, and neither the Company nor any of its subsidiaries has purchased or sold any of the Company's Shares.

CORPORATE GOVERNANCE

During the six months ended 30 June 2016, the Company has complied with the code provisions set out in the Corporate Governance Code as stated in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited except the following deviations (Code Provisions A.2.1 and F.1.1):

Chairman and Chief Executive Officer

Mr. Fu is the chairman of the Company and co-founder of the Company. Mr. Fu has extensive experience in the industry which is beneficial and of great value to the overall development of the Company.

The Company has no such title as the chief executive officer and therefore the daily operation and management of the Company is monitored by the executive directors as well as the senior management.

The Board is of the view that although there is no chief executive officer, the balance of power and authority is ensured by the operation of the Board, which comprises experienced individuals and meet from time to time to discuss issues affecting operation of the Company.

Company Secretary

The Company has engaged Mr. Lo Hang Fong, a solicitor practising in Hong Kong, as its company secretary and Mr. Lo Yat Fung, an executive director of the Company, is the person whom the company secretary can contact.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS OF LISTED ISSUERS ("MODEL CODE") OF THE LISTING RULES

The Company has adopted the Model Code as set out in Appendix 10 of the Listing Rules. The Company has made specific enquiry of all Directors regarding any non-compliance with the Model Code for the period ended 30 June 2016 and they all confirmed that they have fully complied with the required standards as set out in the Model Code.

By Order of the Board of Directors FU Wai Chung Chairman

Hong Kong, 26 August 2016

As at the date of this announcement, the Board of Directors comprises the executive directors Mr. FU Wai Chung, Ms. NG Wan, Ms. FU Man and Mr. LO Yat Fung; the non-executive director Mr. MO Tianquan and the independent non-executive directors Mr. LAM King Pui, Mr. NG Keung and Mrs. WONG LAW Kwai Wah, Karen.