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## DOYEN INTERNATIONAL HOLDINGS LIMITED

### 東銀國際控股有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 668)

#### INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2016

The board (the “Board”) of directors (the “Director”) of Doyen International Holdings Limited (the “Company”) hereby announces the unaudited consolidated results of the Company and its subsidiaries (collectively the “Group”) for the six months ended 30 June 2016 as follows:

#### CONDENSED CONSOLIDATED INCOME STATEMENT

For the six months ended 30 June 2016

	Note	For the six months ended	
		30 June 2016 HK\$'000 (unaudited)	30 June 2015 HK\$'000 (unaudited)
Revenue	5	22,542	12,656
Cost of sales		(1,725)	(1,211)
Staff costs	6	(7,585)	(6,528)
Operating lease rentals		(1,695)	(1,290)
Utilities expenses		(39)	(23)
Depreciation of property, plant and equipment		(293)	(491)
Repair and maintenance		(9)	(14)
Other (losses)/gains – net		(6,594)	3,835
Other operating expenses	7	(10,267)	(12,045)
Other income	8	2,021	2,300
Operating loss		(3,644)	(2,811)
Finance income	9	22,437	27,382
Finance costs	9	(14,026)	(18,492)
Finance income – net	9	8,411	8,890
Share of loss of an associate	10	(2,195)	–
Profit before income tax		2,572	6,079
Income tax expense	11	(4,527)	(1,428)

**CONDENSED CONSOLIDATED INCOME STATEMENT (continued)***For the six months ended 30 June 2016*

	<i>Note</i>	<b>For the six months ended</b>	
		<b>30 June 2016 HK\$'000 (unaudited)</b>	<b>30 June 2015 HK\$'000 (unaudited)</b>
(Loss)/profit for the period		<b>(1,955)</b>	4,651
(Loss)/profit attributable to:			
Equity holders of the Company		<b>(4,359)</b>	2,686
Non-controlling interests		<b>2,404</b>	1,965
		<b>(1,955)</b>	4,651
<b>Basic and diluted (losses)/earnings per share attributable to equity holders of the Company</b>	<i>12</i>	<b>(0.34)</b>	0.21

# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June 2016

	For the six months ended	
	30 June 2016 HK\$'000 (unaudited)	30 June 2015 HK\$'000 (unaudited)
<b>(Loss)/profit for the period</b>	<b>(1,955)</b>	<b>4,651</b>
<b>Other comprehensive loss:</b>		
<i>Item that may be reclassified to profit or loss:</i>		
<i>Currency translation differences</i>	<b>(18,482)</b>	<b>(1,067)</b>
<b>Other comprehensive loss for the period, net of tax</b>	<b>(18,482)</b>	<b>(1,067)</b>
<b>Total comprehensive (loss)/income for the period</b>	<b>(20,437)</b>	<b>3,584</b>
<b>Total comprehensive (loss)/income for the period attributable to:</b>		
Equity holders of the Company	<b>(11,551)</b>	<b>1,196</b>
Non-controlling interests	<b>(8,886)</b>	<b>2,388</b>
<b>Total comprehensive (loss)/income for the period</b>	<b>(20,437)</b>	<b>3,584</b>

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2016

		As at 30 June 2016 <i>HK\$'000</i> <i>(unaudited)</i>	As at 31 December 2015 <i>HK\$'000</i> <i>(audited)</i>
	<i>Note</i>		
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	14	1,034	1,290
Investment property	15	348,484	351,935
Investment in an associate	10	26,338	28,533
Intangible assets		7,305	7,514
Deferred income tax assets		10,243	9,171
Loan receivables		46,680	105,138
Rental deposits		730	–
		<u>440,814</u>	<u>503,581</u>
<b>Current assets</b>			
Loan receivables	16	227,472	159,829
Due from related companies	17	403,592	441,510
Deposits, prepayments and other receivables		2,022	6,657
Financial assets at fair value through profit or loss	4	51,714	52,307
Cash and cash equivalents		218,371	213,195
		<u>903,171</u>	<u>873,498</u>
<b>Total assets</b>		<u><b>1,343,985</b></u>	<u><b>1,377,079</b></u>
<b>EQUITY</b>			
<b>Capital and reserves attributable to the Company's equity holders</b>			
Share capital	18	1,174,378	1,174,378
Deficit		(457,152)	(438,413)
		<u>717,226</u>	<u>735,965</u>
Non-controlling interests		194,530	196,228
<b>Total equity</b>		<u><b>911,756</b></u>	<u><b>932,193</b></u>

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

*As at 30 June 2016*

	<i>Note</i>	<b>As at 30 June 2016 HK\$'000 (unaudited)</b>	<b>As at 31 December 2015 HK\$'000 (audited)</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Bank borrowings and loans	<i>19</i>	<b>165,887</b>	356,979
		<b>165,887</b>	356,979
<b>Current liabilities</b>			
Other payables and accrued charges		<b>25,844</b>	28,760
Income tax payable		<b>5,974</b>	8,997
Bank borrowings and loans	<i>19</i>	<b>234,524</b>	50,017
Finance lease liabilities		–	133
		<b>266,342</b>	87,907
<b>Total liabilities</b>		<b>432,229</b>	444,886
<b>Total equity and liabilities</b>		<b>1,343,985</b>	1,377,079
<b>Net current assets</b>		<b>636,829</b>	785,591
<b>Total assets less current liabilities</b>		<b>1,077,643</b>	1,289,172

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS***For the six months ended 30 June 2016*

	<b>For the six months ended</b>	
	<b>30 June 2016</b>	<b>30 June 2015</b>
<i>Note</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
	<i>(unaudited)</i>	<i>(unaudited)</i>
<b>Net cash generated from/(used) in operating activities</b>	<b>49,847</b>	<b>(94,592)</b>
<b>Net cash used in investing activities</b>	<b>(33,414)</b>	<b>(32,522)</b>
<b>Net cash (used in)/generated from financing activities</b>	<b>(133)</b>	<b>201,128</b>
<b>Net increase in cash and cash equivalents</b>	<b>16,300</b>	<b>74,014</b>
<b>Cash and cash equivalents at 1 January 2016 and 1 January 2015 respectively</b>	<b>213,195</b>	<b>217,313</b>
<b>Effect of foreign exchange rate changes</b>	<b>(11,124)</b>	<b>107</b>
<b>Cash and cash equivalents at 30 June 2016 and 30 June 2015</b>	<b>218,371</b>	<b>291,434</b>

## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2016

	Equity attributable to equity holders of the Company						Non-controlling interests	Total	
	Share capital	Share premium	Merger reserve	Retained earnings	Exchange reserve	Other reserve			
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
At 1 January 2016	127,404	1,046,974	(409,968)	(19,225)	(24,542)	15,322	735,965	196,228	932,193
Loss for the period	-	-	-	(4,359)	-	-	(4,359)	2,404	(1,955)
<b>Other comprehensive loss</b>									
Currency translation differences	-	-	-	-	(7,192)	-	(7,192)	(11,290)	(18,482)
<b>Total comprehensive loss</b>	-	-	-	(4,359)	(7,192)	-	(11,551)	(8,886)	(20,437)
At 30 June 2016	<u>127,404</u>	<u>1,046,974</u>	<u>(409,968)</u>	<u>(23,584)</u>	<u>(31,734)</u>	<u>15,322</u>	<u>724,414</u>	<u>187,342</u>	<u>911,756</u>
At 1 January 2015	127,404	1,046,974	(409,968)	18,546	2,962	9,189	795,107	208,145	1,003,252
Profit for the period	-	-	-	2,686	-	-	2,686	1,965	4,651
<b>Other comprehensive (loss)/income</b>									
Currency translation differences	-	-	-	-	(1,490)	-	(1,490)	423	(1,067)
<b>Total comprehensive loss/income</b>	-	-	-	2,686	(1,490)	-	1,196	2,388	3,584
At 30 June 2015	<u>127,404</u>	<u>1,046,974</u>	<u>(409,968)</u>	<u>21,232</u>	<u>1,472</u>	<u>9,189</u>	<u>796,303</u>	<u>210,533</u>	<u>1,006,836</u>

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 1 GENERAL INFORMATION

Doyen International Holdings Limited is a limited liability company incorporated in Hong Kong. The address of its registered office is Suites 2009-2010, 20/F, Harbour Centre, 25 Harbour Road, Wanchai, Hong Kong. The shares of the Company are listed on the Main Board of The Stock Exchange of Hong Kong Limited.

The Company and its subsidiaries (together, the “Group”) are principally engaged in (i) investment property holding in the People’s Republic of China (the “PRC”) and (ii) provision of financing to customers in the PRC (the “Dongkui business”). During the year ended 31 December 2015, the Group subscribed for 279,623 preferred B-1 shares of Sol Chip Limited (“Sol Chip”), a company incorporated in Israel, at consideration of US\$4.00 million (equivalent to approximately HK\$31.20 million). Upon completion of the transaction, Sol Chip became an associate of the Group.

These consolidated interim financial statements are presented in Hong Kong dollars (“HK\$”), unless otherwise stated. The condensed consolidated interim financial information was approved for issue by the Board on 26 August 2016.

The condensed consolidated interim financial information has been reviewed, not audited.

## 2 BASIS OF PREPARATION

This condensed consolidated interim financial information for the six months ended 30 June 2016 has been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 “Interim financial reporting” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). The condensed consolidated interim financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2015, which have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”).

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

The preparation of the condensed consolidated interim financial information requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing the condensed consolidated interim financial information, the significant judgements made by management in applying the Group’s accounting policies and the key sources of estimation uncertainty were the same as those applied to the consolidated financial statements for the year ended 31 December 2015.



### 3 ACCOUNTING POLICIES

Except as described below, the accounting policies applied are consistent with those of the annual financial statements for the year ended 31 December 2015, as described in those annual financial statements.

HKAS 1 (Amendment)	Disclosure Initiative
HKAS 16 and HKAS 38 (Amendment)	Clarification of Acceptable Methods of Depreciation and Amortisation
HKAS 27 (Amendment)	Equity Method in Separate Financial Statements
HKFRS10, HKFRS12 and HKAS28 (Amendment)	Investment Entities: Applying the Consolidation Exception
HKFRS 11 (Amendment)	Accounting for Acquisitions of Interests in Joint Operations
HKFRS 14	Regulatory Deferral Accounts
Annual Improvements Project	Annual Improvements 2012-2014 Cycle

The adoption of the new and amended HKFRSs has had no significant financial effect on these condensed consolidated interim financial statements.

### 4 FINANCIAL RISK MANAGEMENT

#### 4.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including currency risk, fair value interest rate risk, cash flow interest rate risk and price risk), credit risk, and liquidity risk.

The condensed consolidated interim financial information does not include all financial risk management information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements as at 31 December 2015.

There have been no changes in the risk management policies since year end.

#### 4.2 Liquidity risk

The Group's policy is to regularly monitor current and expected liquidity requirements and its compliance with debt covenants, to ensure that it maintains sufficient reserves of cash and adequate committed lines of funding from banks and other financial institutions to meet their liquidity requirements in the short and longer term. Management believes that there is no significant liquidity risk as the Group has sufficient cash and cash equivalents to fund its operations.

#### 4.3 Fair value estimation

The table below analyses the Group's financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

## 4 FINANCIAL RISK MANAGEMENT (continued)

### 4.3 Fair value estimation (continued)

The following table presents the Group's financial assets that are measured at fair value (level 1) as at 30 June 2016 and 31 December 2015:

	<b>As at 30 June 2016 HK\$'000 (unaudited)</b>	As at 31 December 2015 HK\$'000 (audited)
Financial assets at fair value through profit or loss	<b>51,714</b>	52,307

For the six month ended 30 June 2016, there were no significant changes in the business or economic circumstances that affect the fair value of the Group's financial assets and financial liabilities and there were no reclassifications of financial assets.

## 5 REVENUE AND SEGMENT INFORMATION

The chief operating decision-makers ("CODM") have been identified as the Chief Executive Officer and Directors of the Company who review the Group's internal reporting in order to assess its performance and allocate resources. The CODM has determined the operating segments based on these reports.

Reportable segments are identified and reported in the manner consistent with internal reports of the Group that are regularly reviewed by the CODM in order to assess performance and allocate resources. The CODM assesses the performance of the reportable segments based on the profit and loss generated.

The Group's management reviews the business principally from an industry perspective. During the year, the Group is principally engaged in (i) investment property holding in the PRC, and (ii) the Dongkui business.

Revenue from the two segments are analysed as follows:

	<b>For the six months ended</b>	
	<b>30 June 2016 HK\$'000 (unaudited)</b>	30 June 2015 HK\$'000 (unaudited)
Investment property holding	<b>5,686</b>	4,813
Dongkui business	<b>16,856</b>	7,843
	<b>22,542</b>	12,656

## 5 REVENUE AND SEGMENT INFORMATION (continued)

The segment information provided to the CODM for the reportable segments is as follows:

	<b>Investment property holding HK\$'000</b>	<b>Dongkui business HK\$'000</b>	<b>Total HK\$'000</b>
<b>For the six months ended 30 June 2016 (unaudited)</b>			
Revenue from external customers	5,686	16,856	22,542
Depreciation of property, plant and equipment	(4)	(6)	(10)
Finance income	5,544	820	6,364
Finance costs	(3,715)	–	(3,715)
Segment results	1,060	9,303	10,363
Income tax expenses	(2,727)	(1,800)	(4,527)
	<u>          </u>	<u>          </u>	<u>          </u>
<b>For the six months ended 30 June 2015 (unaudited)</b>			
Revenue from external customers	4,813	7,843	12,656
Depreciation of property, plant and equipment	(5)	(2)	(7)
Finance income	7,060	3,320	10,380
Finance costs	(7,380)	(2,751)	(10,131)
Segment results	(371)	5,157	4,786
Income tax credit/(expenses)	1,359	(1,312)	47
	<u>          </u>	<u>          </u>	<u>          </u>
<b>As at 30 June 2016 (unaudited)</b>			
Segment assets	499,153	471,400	970,553
Segment liabilities	(144,293)	(87,191)	(231,484)
	<u>          </u>	<u>          </u>	<u>          </u>
<b>As at 31 December 2015 (audited)</b>			
Segment assets	532,153	467,661	999,814
Segment liabilities	(170,451)	(76,428)	(246,879)
	<u>          </u>	<u>          </u>	<u>          </u>

## 5 REVENUE AND SEGMENT INFORMATION (continued)

A reconciliation of segment results to profit before income tax is provided as follows:

	<b>For the six months ended</b>	
	<b>30 June</b>	30 June
	<b>2016</b>	2015
	<b>HK\$'000</b>	HK\$'000
	<b>(unaudited)</b>	(unaudited)
Segment results	10,363	4,786
Depreciation of property, plant and equipment	(283)	(484)
Finance income – net	5,762	8,641
Share of loss of an associate	(2,195)	–
Staff costs	(4,999)	(4,741)
Corporate expenses	(6,076)	(2,123)
	<hr/>	<hr/>
Profit before income tax	<b>2,572</b>	<b>6,079</b>
	<hr/> <hr/>	<hr/> <hr/>

Reportable segments' assets are reconciled to total assets as follows:

	<b>As at</b>	As at
	<b>30 June</b>	31 December
	<b>2016</b>	2015
	<b>HK\$'000</b>	HK\$'000
	<b>(unaudited)</b>	(audited)
Segment assets	970,553	999,814
Unallocated:		
Property, plant and equipment	972	1,217
Financial asset at fair value through profit or loss	8,398	6,265
Cash and cash equivalents	24,938	17,339
Due from related companies	301,730	314,867
Investment in an associate	26,338	28,533
Other assets	11,056	9,044
	<hr/>	<hr/>
Total unallocated assets	<b>373,432</b>	377,265
Elimination of inter-company receivables	–	–
	<hr/>	<hr/>
Total assets	<b>1,343,985</b>	1,377,079
	<hr/> <hr/>	<hr/> <hr/>

## 5 REVENUE AND SEGMENT INFORMATION (continued)

Reportable segments' liabilities are reconciled to total liabilities as follows:

	As at 30 June 2016 <i>HK\$'000</i> <i>(unaudited)</i>	As at 31 December 2015 <i>HK\$'000</i> <i>(audited)</i>
Segment liabilities	231,484	246,879
Unallocated:		
Finance lease liabilities	–	133
Borrowings	195,000	193,077
Income tax payable	2,070	7,670
Other liabilities	3,675	15,527
	<hr/>	<hr/>
Total unallocated liabilities	200,745	216,407
Elimination of inter-company receivables	–	(18,400)
	<hr/>	<hr/>
Total liabilities	<b>432,229</b>	<b>444,886</b>

All revenue of the Group from the investment property holding and Dongkui business segments are derived in the PRC. And all of the Group's assets and liabilities of the investment property holding and Dongkui business segments are located in the PRC.

## 6 STAFF COSTS

	For the six months ended	
	30 June 2016 <i>HK\$'000</i> <i>(unaudited)</i>	30 June 2015 <i>HK\$'000</i> <i>(unaudited)</i>
Wages and salaries, including directors' emoluments	6,361	5,509
Retirement benefit costs – defined contribution schemes ( <i>Note a</i> )	656	509
Other staff costs	568	510
	<hr/>	<hr/>
	<b>7,585</b>	<b>6,528</b>

## 6 STAFF COSTS (continued)

(a) These mainly represent:

- (i) the Group's contributions to the Mandatory Provident Funds (MPF) for employees working in Hong Kong. Under the MPF scheme, each of the group companies (the employer) and its employees make monthly contributions to the scheme at 5% of the employees' earnings with a maximum of HK\$1,500 for employees' monthly contribution, as appropriate as defined under the Hong Kong Mandatory Provident Funds legislations.
- (ii) the Group's contributions to defined contribution pension plans in the PRC for employees working in the PRC. These pension plans are organised by the respective municipal and provincial government of the PRC, and include elderly insurance, medical insurance and unemployment insurance at rates up to 20%, 7.5% and 2% respectively of the employees' basic salaries depending on the applicable local regulations.

The Group has no other material obligations for the payment of pensions and other post-retirement benefits of employees or retirees other than those disclosed above.

## 7 EXPENSES BY NATURE

	For the six months ended	
	30 June 2016 HK\$'000 (unaudited)	30 June 2015 HK\$'000 (unaudited)
Legal and professional expenses	1,688	2,202
Consumables	–	2
Promotion expense	1,665	1,142
Business and other taxes	209	1,418
Occupancy expense (other than operating lease rentals)	272	264
Insurance expense	464	86
Other expenses	5,969	6,931
	<hr/>	<hr/>
Other operating expenses	10,267	12,045
	<hr/> <hr/>	<hr/> <hr/>

## 8 OTHER INCOME

	For the six months ended	
	30 June 2016 HK\$'000 (unaudited)	30 June 2015 HK\$'000 (unaudited)
Reimbursement of tax expenses from a related company (Note 18)	2,021	2,300
	<hr/>	<hr/>
	2,021	2,300
	<hr/> <hr/>	<hr/> <hr/>

## 9 FINANCE INCOME AND COSTS

	<b>For the six months ended</b>	
	<b>30 June 2016 HK\$'000 (unaudited)</b>	<b>30 June 2015 HK\$'000 (unaudited)</b>
Finance costs:		
– Bank borrowings wholly repayable within five years	(4,629)	(10,131)
– Bonds payables	(9,397)	(8,351)
– Finance lease liabilities	–	(10)
	<hr/>	<hr/>
Total finance costs	<b>(14,026)</b>	<b>(18,492)</b>
Finance income:		
– Interest income from bank deposits	1,032	794
– Interest income from loan to a related company	21,405	23,464
– Others	–	3,124
	<hr/>	<hr/>
Total finance income	<b>22,437</b>	<b>27,382</b>
	<hr/>	<hr/>
Finance income – net	<b>8,411</b>	<b>8,890</b>
	<hr/> <hr/>	<hr/> <hr/>

## 10 INVESTMENT IN AN ASSOCIATE

	<b>30 June 2016 HK\$'000 (unaudited)</b>	<b>30 June 2015 HK\$'000 (unaudited)</b>
At as the beginning of the period	28,533	–
Investment during the year	–	31,200
Share of losses of an associate	(2,195)	–
	<hr/>	<hr/>
At as the end of the period	<b>26,338</b>	<b>31,200</b>
	<hr/> <hr/>	<hr/> <hr/>

### (a) Investment during the year

A share purchase agreement was entered into by the Group on 17 June 2015 to subscribe for 279,623 preferred B-1 shares (representing an enlarged equity interest of 27.78%) of Sol Chip, a company incorporated in Israel, at cash consideration of US\$4 million (equivalent to HK\$31.20 million). Sol Chip is principally engaged in development and sales of solar energy technology products. Upon completion of the transaction, Sol Chip became an associate of the Group.

There are no contingent liabilities or commitment relating to the Group's interest in the associate.

## 10 INVESTMENT IN AN ASSOCIATE (continued)

### (b) Summarised financial information for the year

Set out below is the summarised financial information of Sol Chip which is accounted for using the equity method.

#### *Summarised statement of financial position*

	<b>30 June 2016 HK\$'000 (unaudited)</b>	31 December 2015 HK\$'000 (audited)
<b>Current assets</b>		
Cash and cash equivalents	14,414	21,879
Other current assets (excluding cash and cash equivalents)	172	226
	<hr/>	<hr/>
Total current assets	14,586	22,105
	<hr/>	<hr/>
<b>Current liabilities</b>	(3,218)	(3,859)
	<hr/>	<hr/>
<b>Non-current assets</b>	22,230	43,868
	<hr/>	<hr/>
<b>Non-current liabilities</b>	–	(20,615)
	<hr/>	<hr/>
<b>Net assets</b>	<b>33,598</b>	<b>41,499</b>
	<hr/> <hr/>	<hr/> <hr/>

#### *Summarised statement of comprehensive income*

	<b>For the six months ended 30 June 2016 HK\$'000 (unaudited)</b>	17 June 2015 to 30 June 2015 HK\$'000 (unaudited)
Operating expenses	(8,080)	–
Finance income/(cost)	179	–
	<hr/>	<hr/>
Loss before income tax	(7,901)	–
Income tax credit	–	–
	<hr/>	<hr/>
<b>Net loss and total comprehensive loss</b>	<b>(7,901)</b>	–
	<hr/> <hr/>	<hr/> <hr/>

The information above reflects the amounts presented in the financial statements of the associate and not for the Group's share of those amounts, adjusted for differences in accounting policies between the Group and the associate.



## 10 INVESTMENT IN AN ASSOCIATE (continued)

### (b) Summarised financial information for the year (continued)

#### Reconciliation of summarised financial information

Reconciliation of the summarised financial information presented to the carrying amount of its interest in the associate.

	<b>For the six months ended 30 June 2016 HK\$'000 (unaudited)</b>	17 June 2015 to 30 June 2015 HK\$'000 (unaudited)
<b>Opening net assets as at the beginning of the period of</b>	<b>41,499</b>	–
Loss for the period	(7,901)	–
Shares issued for cash	–	–
	<hr/>	<hr/>
<b>Net assets of the associate as at the end of the period</b>	<b>33,598</b>	–
	<hr/> <hr/>	<hr/> <hr/>
Share of net assets	9,333	–
Goodwill	17,005	–
	<hr/>	<hr/>
Carrying amount	<b>26,338</b>	–
	<hr/> <hr/>	<hr/> <hr/>

## 11 INCOME TAX

### Income tax expense

	<b>For the six months ended 30 June</b>	
	<b>2016 HK\$'000 (unaudited)</b>	2015 HK\$'000 (unaudited)
Current income tax		
Hong Kong profits tax	–	–
PRC corporate income tax	(4,527)	(1,428)
Deferred income tax	–	–
	<hr/>	<hr/>
	<b>(4,527)</b>	<b>(1,428)</b>
	<hr/> <hr/>	<hr/> <hr/>

Hong Kong profits tax has been provided at the rate of 16.50% on the estimated assessable profits for both periods. No Hong Kong profits tax has been provided for the six months ended 30 June 2016 as there was no estimated assessable profit for the period (2015: same).

PRC corporate income tax is provided on the profit before income tax of a subsidiary of the Group which are subject to PRC corporate income tax at the statutory tax rate of 25%.

## 12 EARNINGS/(LOSS) PER SHARE

The calculations of basic and diluted loss per share are based on the following:

	<b>For the six months ended</b>	
	<b>30 June</b>	<b>30 June</b>
	<b>2016</b>	<b>2015</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
	<b>(unaudited)</b>	<b>(unaudited)</b>
<b>(Loss)/profit attributable to equity holders of the Company</b>	<b>(4,359)</b>	<b>2,686</b>
<b>Number of shares (in thousands)</b>		
Weighted average number of ordinary shares in issue	<b>1,274,039</b>	<b>1,274,039</b>

Employee share options and warrants outstanding as at 30 June 2016 and 2015 would not have a dilutive effect on earnings per share.

## 13 DIVIDENDS

The Board does not recommend the payment of an interim dividend for the six months ended 30 June 2016 (2015: Same)

## 14 PROPERTY, PLANT AND EQUIPMENT

**Property, plant  
and equipment**  
*HK\$'000*  
(unaudited)

### For the six months ended 30 June 2016

Opening net book value, as at 1 January 2016	1,290
Additions	37
Depreciation	(293)
Exchange differences	—
	1,034
Closing net book value, as at 30 June 2016	1,034

Property, plant  
and equipment  
*HK\$'000*  
(audited)

Opening net book value, as at 1 January 2015	2,149
Additions	61
Depreciation	(919)
Exchange differences	(1)
	1,290
Closing net book value, as at 31 December 2015	1,290

## 15 INVESTMENT PROPERTY

	<b>2016</b>	<b>2015</b>
	<i>HK\$'000</i>	<i>HK\$'000</i>
	<i>(unaudited)</i>	<i>(audited)</i>
At fair value as at 1 January	351,935	389,688
Additions	244	6,414
Fair value loss	—	(27,612)
Exchange differences	(3,695)	(16,555)
	348,484	351,935
As at 30 June/31 December	348,484	351,935

The investment property represents a shopping arcade located in the PRC. No valuation has been conducted by independent valuer for the current period. As at 30 June 2016, the Board considered no material changes in the fair value of the investment property during the period under review.

As at 30 June 2016, the investment property with net book value of HK\$348,484,000 was pledged as collateral for a Group's bank facility of HK\$165,887,000 (note 19).

## 16 LOAN RECEIVABLES

In addition, during the year, Shanghai Dongkui advanced loans totaling approximately HK\$227.47 million (2015: approximately HK\$159.83 million) to customers with effective interest rate of 10.50%. Such loans were unsecured and repayable within three year.

## 17 DUE FROM RELATED COMPANIES

	<b>As At 30 June 2016 HK\$'000 (unaudited)</b>	<b>As at 31 December 2015 HK\$'000 (audited)</b>
Entrusted loan to a related company ( <i>Note a</i> )	<b>387,600</b>	429,480
Interest income receivable from a related company	<b>15,992</b>	1,378
Reimbursement for tax expenses	–	10,652
	<hr/>	<hr/>
	<b>403,592</b>	441,510
	<hr/> <hr/>	<hr/> <hr/>

*Note:*

- a. On 11 December 2015, the Company and Chongqing Baoxu have respectively entered into the loan agreements with Chongqing Doyen, pursuant to which the Company and Chongqing Baoxu have advanced loans in the amount of RMB340.00 million (equivalent to approximately HK\$396.78 million). For details, please refer to the circular of the Company dated 23 December 2015.

## 18 SHARE CAPITAL

Ordinary shares, issued and fully paid:

	<b>As at 30 June 2016 Number of share (unaudited)</b>	<b>As at 31 December 2015 Number of share (audited)</b>
<b>Authorised:</b>		
Authorised: Ordinary shares of HK\$0.1 each	<b>5,000,000,000</b>	5,000,000,000
	<i>HK\$'000</i> (unaudited)	<i>HK\$'000</i> (audited)
Issued and fully paid: 1,274,038,550 ordinary shares of HK\$0.1 each	<b>1,174,378</b>	1,174,378

## 19 BANK BORROWINGS AND LOANS

	<b>As at 30 June 2016 HK\$'000 (unaudited)</b>	<b>As at 31 December 2015 HK\$'000 (audited)</b>
Non-current:		
Bank borrowings, secured	165,887	163,902
Bond payable, unsecured	–	193,077
Current:		
Bank borrowings, secured	39,524	50,017
Bond payable, unsecured	195,000	–
	<b>400,411</b>	406,996

## 19 BANK BORROWINGS AND LOANS (continued)

The Group's bank borrowings were repayable as follows:

	<b>30 June 2016</b>	31 December 2015
	<i>HK\$'000</i>	<i>HK\$'000</i>
	<i>(unaudited)</i>	<i>(audited)</i>
Within 1 year	<b>234,524</b>	50,017
Between 1 to 5 years	<b>130,877</b>	333,119
Over 5 years	<b>35,010</b>	23,860
	<hr/> <b>400,411</b> <hr/>	<hr/> 406,996 <hr/>

All of the Group's bank borrowings were denominated in RMB.

### (a) Bank borrowings, secured

As at 30 June 2016, the Group's bank borrowings of approximately HK\$128.37 million (31 December 2015: approximately HK\$143.16 million) were secured by the investment property of the Group and its rights to receive rental income. Such bank borrowings bear a floating market annual interest rate. Bank borrowings of approximately HK\$77.04 million (2015: approximately HK\$70.76 million) is secured by loan receivables in relation to Dongkui business.

The carrying amounts of the Group's current bank borrowings at the respective reporting dates approximate their fair values as the impact of discounting is insignificant.

### (b) Other borrowings – bonds

On 22 January 2015, the Group issued bonds with an aggregate face value of HK\$195 million at par to Haitong International Finance Company Limited ("Haitong"). Such bond is denominated in HKD, unsecured, bore interest at 9.50% per annum and is repayable within two years from the date of issue and is guaranteed by Mr. Lo, director and controlling shareholder of the Company.

## 20 COMMITMENTS

### (a) Capital commitment

There is no capital commitment as at 30 June 2016 and 31 December 2015.

### (b) Operating lease commitments – where the Group is the lessee

At 30 June 2016, the Group had future aggregate minimum lease payments under non-cancellable operating leases as follows:

	As at 30 June 2016 <i>HK\$'000</i> <i>(unaudited)</i>	As at 31 December 2015 <i>HK\$'000</i> <i>(audited)</i>
Within one year	1,221	985
After one year and within five years	3,664	–
	<u>4,885</u>	<u>985</u>

## 21 MAJOR AND CONNECTED TRANSACTION

On 11 December 2015, the Company and Chongqing Baoxu have respectively entered into the loan agreements with Chongqing Doyen, pursuant to which the Company and Chongqing Baoxu have advanced loans in the amount of RMB340.00 million (equivalent to approximately HK\$396.78 million). For details, please refer to the circular of the Company dated 23 December 2015.

Save as disclosed, there is no significant related party transaction during the six months ended 30 June 2016.

## 22 EVENT AFTER THE DATE OF STATEMENT OF FINANCIAL POSITION

Save as disclosed, there have been no events to cause material impact on the Group from 30 June 2016 to the date of this report that need to be disclosed.

## MANAGEMENT DISCUSSION AND ANALYSIS OF THE OPERATIONS

### BUSINESS REVIEW

For six months ended 30 June 2016, Doyen International Holdings Limited (the “Company”, together with its subsidiaries, collectively the “Group”) recorded a loss of approximately HK\$1.96 million (six months ended 30 June 2015: approximately HK\$4.65 million). During the first half of 2016, the Group recorded an exchange loss of approximately HK\$7.00 million, while it has recorded an exchange gain of approximately HK\$1.30 million during the corresponding period last year.

#### Dongkui business

Dongkui Financial Leasing (Shanghai) Co., Ltd. (“Dongkui Financial Leasing”), a subsidiary of which 77.58% equity interest is owned by the Company, is mainly engaged in financial leasing services. It is also engaged in cash management services, such as advance short-term loans via entrusted banks to third party customers. Upon completion of the capital increase in the second quarter of 2015 by the Group, the registered capital of Dongkui Financial Leasing was raised to US\$51.30 million (equivalent to approximately HK\$400.10 million) and the Group’s shareholding in Dongkui has increased from 58.93% to 77.58%.

Dongkui Financial Leasing is exploring the full potential of the medical services market, and matching the demand from hospitals with the supply from medical machinery manufacturers. On 15 January 2016, Dongkui Financial Leasing entered into the sale and purchase agreement with 泗縣人民醫院 (Sixian Renmin Hospital\*) (“Sixian Hospital”, a public institution legal person established in the People’s Republic of China “PRC”), an Independent Third Party, pursuant to which the Joint Venture Company (“JV Company”) agreed to purchase the Machinery and Equipment from Sixian Hospital at a total consideration of approximately HK\$35.40 million. Meanwhile, the JV Company entered into the finance lease agreement with Sixian Hospital, pursuant to which the machinery and equipment would be leased back to Sixian Hospital for a term of five years. The obligation of the Sixian Hospital under the finance lease agreement is secured by the guarantee provided by the guarantor. Further, Dongkui Financial Leasing entered into the consultancy agreement with Sixian Hospital whereby the JV Company has agreed to provide consultancy service to Sixian Hospital in relation to, inter alia, machinery and equipment financial leasing and Sixian Hospital has agreed to pay a fee of approximately HK\$1.42 million to Dongkui Financial Leasing.

On 7 June 2016, Dongkui Financial Leasing entered into the sale and purchase agreement with 鳳慶縣人民醫院 (The People’s Hospital of Fengqing\*) (“Fengqing Hospital”, a public institution legal person established in the PRC), an independent third party, pursuant to which Dongkui Financial Leasing agreed to purchase the machinery and equipment from Fengqing Hospital at a total consideration of approximately HK\$23.60 million. Meanwhile, Dongkui Financial Leasing entered into the consultancy agreement with Fengqing Hospital whereby the JV Company has agreed to provide consultancy service to Fengqing Hospital in relation to, inter alia, machinery and equipment financial leasing and Fengqing Hospital has agreed to pay a fee of approximately HK\$708,000 to Dongkui Financial Leasing.

For the six months ended 30 June 2016, the Group’s financial leasing segment has contributed a revenue of approximately HK\$16.86 million and recorded a profit before tax of approximately HK\$9.30 million.



## **MANAGEMENT DISCUSSION AND ANALYSIS OF THE OPERATIONS (continued)**

### **BUSINESS REVIEW (continued)**

#### **Property Investment**

Chongqing Baoxu Commercial Property Management Limited (“Chongqing Baoxu”), a subsidiary of which 70% equity interest is owned by the Company, is principally engaged in the investment holding of Dong Dong Mall (“Dong Dong Mall”), a shopping arcade for commercial use and located at No. 2, Second Lane, Nanping East Road, Nanan District, Chongqing in China with a total gross floor area of 18,043.45 square meters. Dong Dong Mall is adjacent to a main pedestrian street and a number of shopping mall, where is a hot-spot of fashion, shopping, entertainment and business for residents around south Chongqing due to its convenient public transportation.

For the six months ended 30 June 2016, the Group’s property investment segment has contributed a revenue of approximately HK\$5.69 million (six months ended 30 June 2015: HK\$4.80 million), representing an increase of 19.00%. Meanwhile, the net finance costs attributable by this segment increased to approximately HK\$1.83 million for the six months ended 30 June 2016 (six months ended 30 June 2015: HK\$300,000). This segment has recorded a profit before tax of approximately HK\$1.37 million for the six months ended 30 June 2016 (six months ended 30 June 2015: HK\$400,000).

#### **Other**

On 11 December 2015, the Company and Chongqing Baoxu have respectively entered into the loan agreements with Chongqing Doyen (Holding) Co., Limited (“Chongqing Doyen”), a company incorporated in the PRC and wholly owned by Mr. Lo Siu Yu (“Mr. Lo”), the chairman, executive director and controlling shareholder of the Company)), pursuant to which the Company and Chongqing Baoxu have advanced loans in the amount of RMB340.00 million (equivalent to approximately HK\$396.70 million), and the Group will have stable interest income in 2016 due to the said transaction.

### **PROSPECTS**

New names of the Company become effective on 10 June 2016. The English name of the Company is changed from “Dowell Property Holdings Limited” to “Doyen International Holdings Limited” and the Chinese name of the Company is changed from “東原地產控股有限公司” to “東銀國際控股有限公司”. As the Company now converts its focuses from investment property on its new businesses, which include, among others, financial leasing and investment. Accordingly, the new company name can provide the Company with a more appropriate corporate identification and image which will benefit the Company’s future business development and enhance its competitiveness, as well as public consciousness.

## MANAGEMENT DISCUSSION AND ANALYSIS OF THE OPERATIONS (continued)

### PROSPECTS (continued)

#### Financial leasing

One of the major attributes of financial leasing industry is to combine both capital and commodity financing. Due to several significant strategies including “One belt one road”, Beijing-Tianjin-Hebei integration, Yangtze River Economic Zone, “Made in China 2025” and New Urbanization into operation since 2016, financial leasing can play an important roles in manufacturing and transportation. More business opportunities will arise in combing investment need from above-mentioned industries with business strength to develop cross-border leasing.

During the period, the Group continued to commit to the development of financial leasing services. Dongkui Financial Leasing has been proactively looking for suitable clients since its establishment, and expanding its business network to strive for more opportunities. Dongkui Financial Leasing currently has 4 equipment leaseback projects in negotiation.

#### Property Investment

As the Internet and other information technologies popularize, online shopping has become a mainstream shopping practice of Chinese consumers, of which the effect is believed to last for a longer while. As a result, online shopping caused tremendous impact on the traditional general merchandise transactions for its lower costs and competitive prices. The Group has carried out a massive general renovation for Dong Dong Mall in 2015, the new outlook after the renovation has attracted the attention of many new customers; foot traffic and the number of talents has both increased, which has contributed to the remarkable rebound in the rental income from Dong Dong for this year, and the Group expects that there will be a sustainable increase in return.

Further, the management continued to look for short-term investment opportunities with low risk in order to bring higher rewards for shareholders before long-term investment opportunities.

## **MANAGEMENT DISCUSSION AND ANALYSIS OF THE OPERATIONS (continued)**

### **PROSPECTS (continued)**

#### **Investment to an associate**

Sol Chip Limited (“Sol Chip”), 27.78% equity interest of which is held by the Company, is an Israeli solar energy technology company with extensive experience in the semiconductor industry. It is also a provider of the Internet of Things (“IoT”) and energy access programs, mainly engaged in sales of sustainable solar batteries and relevant systematic solution plans. The designs and technologies of Sol Chip are both unique and advanced, including sustainable solar batteries used to maintain the IoT and communication platform of the IoT. Products of Sol Chip are applicable to a variety of commercial options, including family automation, smart city and precision agriculture, among which the most direct and effective field of application is the IoT, especially agricultural IoT, which is a fast growing industry with the most promising potential in China.

On 3 March 2016, the Company entered into the MOU with Sol Chip and BERIEA in respect of cooperation on testing and evaluation of certain Sol Chip’s products to negotiate the joint commercialization of the project. The Company and Sol Chip shall be entitled to possess and utilise all the research results in relation to the proposed project, and subject to mutual agreement, to form an exclusive partnership in the PRC within the industry of agricultural technologies to figure out a comprehensive and applicable marketing scenario for Sol Chip.

#### **HUMAN RESOURCES AND REMUNERATION POLICIES**

As at 30 June 2016, the Group had a total of 50 (31 December 2015: 50) full time employees. Employees’ remuneration packages are determined with reference to prevailing market practices and individual performance. Our remuneration package includes basic salaries, sales incentives (which are only payable to some operational staff), medical insurance plans and retirement benefit schemes. Discretionary bonuses and share options may be granted to eligible employees based on the performance of the Group and individual employees. The Company encourages its employees to enhance their competence and provides training to improve staff development to ensure opportunity of individual growth for employees.

## MANAGEMENT DISCUSSION AND ANALYSIS OF THE OPERATIONS (continued)

### FINANCIAL REVIEW

#### Liquidity and financial resources

As at 30 June 2016, the Group had cash and cash equivalents of approximately HK\$218 million (31 December 2015: approximately HK\$213.20 million). Management believes that the Group has sufficient cash and cash equivalents to fund its operations and future development. As at 30 June 2016, the current ratio of the Group, representing current assets divided by current liabilities, was 3.40 (31 December 2015: 9.90).

Gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including current and non-current borrowings as shown in the condensed consolidated statement of financial position) less cash and cash equivalents. Total capital is calculated as “equity”, as shown in the condensed consolidated statement of financial position plus net debt. As at 30 June 2016, the Group’s total borrowings exceeded the cash and cash equivalents by approximately HK\$182.00 million (31 December 2015: approximately HK\$194.00 million), as a result of Dongkui business entered into three-year loans with banks as its general working capital.

#### Capital structure

As at 30 June 2016, the Group’s current and non-current bank borrowings amounted to approximately HK\$166.00 million (31 December 2015: approximately HK\$50.10 million) and approximately HK\$234.52 million (31 December 2015: approximately HK\$357.00 million) respectively. All the bank borrowings bore interest at floating rates.

The Group did not use any derivatives to hedge its exposure to interest rate risks for the six months ended 30 June 2016 and the year ended 31 December 2015.

The Group monitors its capital by maintaining a sufficient net cash position to satisfy its commitments and working capital requirements.

#### Pledge of assets

As at 30 June 2016, the Group pledged its investment property with carrying amounts of approximately HK\$348.49 million (31 December 2015: approximately HK\$351.90 million) in order to secure the loans and general banking facilities.

## **MANAGEMENT DISCUSSION AND ANALYSIS OF THE OPERATIONS (continued)**

### **FINANCIAL REVIEW (continued)**

#### **Exposure to fluctuations in exchange rates and related hedges**

The Group operates in Hong Kong and the People's Republic of China ("PRC") with most of the transactions denominated and settled in local currencies. The Group's foreign exchange risk primarily arises from the Group's investments in Chongqing Baoxu which are denominated in RMB. Currency exposure arising from the net assets of such operations is managed primarily through borrowings denominated in RMB.

Currently, the Group does not use any derivative financial instruments to hedge its exposure to foreign exchange risk.

#### **Commitments**

As at 30 June 2016 and 31 December 2015, the Group had no capital commitment.

As at 30 June 2016, the total future minimum lease payments under non-cancellable operating leases for properties amounted to HK\$1.00 million (31 December 2015: HK\$1.00 million).

#### **Contingent liabilities**

The Group had no significant contingent liabilities as at 30 June 2016 and 31 December 2015.

#### **Interim dividend**

The board (the "Board") of directors ("Directors") of the Company did not recommend the payment of an interim dividend for the six months ended 30 June 2016 (six months ended 30 June 2015: Nil).

#### **Warrant**

On 14 August 2015, an extraordinary general meeting was held to approve an issue of 20,000,000 warrant to Haitong International Finance Company Limited. The exercise price of the warrant is HK\$0.6975. Upon full exercise of the warrants, a maximum of 20,000,000 warrant shares will be issued, representing (i) approximately 1.570% of the Company's issued share capital of 1,274,038,550 shares; and (ii) approximately 1.546% of the Company's issued share capital as enlarged by the issue of the warrant shares. For details, please refer to the circular dated 29 July 2015.

## OTHER INFORMATION

### Directors' and chief executives' interests and short positions in shares, underlying shares and debentures of the Company and any associated corporation

As at 30 June 2016, the following Directors of the Company had interests or short positions in the shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) which were required (a) to be notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which each of them has taken or deemed to have taken under the provisions of the SFO); or (b) pursuant to section 352 of the SFO, to be entered into in the register referred to therein; or (c) pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") to be notified to the Company and the Stock Exchange:

Long positions of the Directors' interests in the shares and underlying shares of the Company as at 30 June 2016:

Name of Directors	Capacity	Interests in shares		Interests in underlying shares pursuant to share options	Total number of shares interested	Approximate percentage of the Company's issued shares
		Corporate interest	Personal interest			
Mr. Lo Siu Yu ("Mr. Lo")	Interest of controlled corporation and beneficial owner	760,373,018 (Note a)	25,000,000 (Note b)	–	785,373,018	61.64%
Dr. Chen Yang	Beneficial owner	–	–	3,000,000 (Note c)	3,000,000	0.24%
Mr. Wang Xiaobo	Beneficial owner	–	–	2,850,000 (Note c)	2,850,000	0.22%
Mr. Qin Hong	Beneficial owner	–	–	2,100,000 (Note d)	2,100,000	0.16%
Dr. Zhu Wenhui	Beneficial owner	–	10,000	–	10,000	0.00%

*Notes:*

- 670,373,018 shares were held by Money Success Limited, a company wholly-owned by Wealthy In Investments Limited, which is in turn wholly-owned by Mr. Lo. 60,000,000 shares were held by Sino Consult Asia Limited and 30,000,000 shares were held by Full Brilliant Limited, both are companies wholly-owned by Money Success Limited.
- Such interests are held jointly with Ms. Chiu Kit Hung, the spouse of Mr. Lo.

## **OTHER INFORMATION (continued)**

### **Directors' and chief executives' interests and short positions in shares, underlying shares and debentures of the Company and any associated corporation (continued)**

*Notes: (continued)*

- c. These shares represent shares which would be allotted and issued upon the exercise in full of the share options granted to the relevant Directors on 15 October 2010 with an exercise price of HK\$1.638 per share. On the same date, 5,400,000 share options were granted to other eligible employees of the Company with an exercise price of HK\$1.638 per share and all of which were outstanding as at the Latest Practicable Date.
- d. These shares represent shares which would be allotted and issued upon the exercise in full of the share options granted to Mr. Qin Hong on 2 December 2010 with an exercise price of HK\$1.628 per share.

Save as disclosed above, as at 30 June 2016, none of the Directors or chief executive of the Company had any interests or short positions 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 or short positions which each of them has taken or deemed to have taken under such provisions of the SFO); or (b) pursuant to section 352 of the SFO, to be entered into the register referred to therein; or (c) pursuant to the Model Code to be notified to the Company and the Stock Exchange.

### **Change in Directors' information**

Pursuant to Rule 13.51B(1) of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules"), a change in the formation of the Directors is as follows:

In June 2016, Mr. Chan Ying Kay ("Mr. Chan") had resigned as the company secretary and the chief financial officer of Beautiful China Holdings Company Limited, a company listed on the main board of the Stock Exchange. And In July 2016, Mr. Chan had been appointed as the company secretary and the chief financial officer of Realord Group Holdings Limited, a company listed on the main board of the Stock Exchange.

## OTHER INFORMATION (continued)

### Equity-settled share option scheme

Share options were granted to eligible participants under a share option scheme approved and adopted by the shareholders of the Company at the annual general meeting held on 11 September 2008 (“Share Option Scheme”) for the purpose of providing incentives and rewards to eligible participants who have contributed or will contribute to the growth and development of the Group.

Movement in the share options granted under the Share Option Scheme during the six months ended 30 June 2016 is set out below:

	Date of grant	Exercisable period	Exercise price HK\$	Closing price per share immediately before the date of grant HK\$	No. of options outstanding as at 1 January 2016	No. of options granted during the six months ended 30 June 2016	No. of options exercised/ cancelled/ lapsed during the six months ended 30 June 2016	No. of options outstanding as at 30 June 2016	Approximate percentage of the underlying shares for the options outstanding in the issued shares of the Company
Dr. Chen Yang (Note 1)	15 October 2010	15 October 2010 to 14 October 2020	1.638	1.610	3,000,000	–	–	3,000,000	0.24%
Mr. Wang Xiaobo (Note 1)	15 October 2010	15 October 2010 to 14 October 2020	1.638	1.610	2,850,000	–	–	2,850,000	0.22%
Mr. Qin Hong (Note 2)	2 December 2010	2 December 2010 to 1 December 2020	1.628	1.500	2,100,000	–	–	2,100,000	0.16%
Employees (Note 1)	15 October 2010	15 October 2010 to 14 October 2020	1.638	1.610	2,850,000	–	–	2,850,000	0.22%
Total					<u>10,800,000</u>	<u>–</u>	<u>–</u>	<u>10,800,000</u>	<u>0.84%</u>

#### Notes:

- The options have a term of ten years commencing on 15 October 2010 and shall vested (if applicable) and become exercisable in three tranches in the proportion of approximately 33 1/3%, 33 1/3% and 33 1/3% on 15 October 2010, 15 October 2011 and 15 October 2012 respectively.
- The options have a term of ten years commencing on 2 December 2010 and shall vested (if applicable) and become exercisable in three tranches in the proportion of approximately 33 1/3%, 33 1/3% and 33 1/3% on 2 December 2010, 2 December 2011 and 2 December 2012 respectively.



## OTHER INFORMATION (continued)

### Substantial shareholders' interests and short positions in shares and underlying shares and debentures of the Company

As at 30 June 2016, according to the register of interests in shares of the Company and short positions of the Company required to be kept by the Company in accordance with section 336 of the SFO, the following persons or corporations, other than Directors or chief executives of the Company, having interests or short positions in the shares or underlying shares, have to disclose their interests under the provisions of Divisions 2 and 3 of Part XV of the SFO.

Long positions of substantial shareholders' interests in the shares of the Company:

Name of substantial shareholder	Capacity	Number of shares interested	Approximate percentage of the Company's issued shares
Ms. Chiu Kit Hung	Interest of spouse ( <i>Note a</i> )	785,373,018	61.64%
Wealthy In Investments Limited	Interest of controlled corporation ( <i>Note b</i> )	760,373,018	59.68%
Money Success Limited	Beneficial owner ( <i>Note c</i> )	760,373,018	59.68%
Baoli International (Hong Kong) Trading Co. Limited	Beneficial owner	120,000,000	9.42%
Mr. Xue Yuewu	Beneficial owner ( <i>Note d</i> )	108,000,000	8.48%
Mr. Gao Yi Xin	Interest of controlled corporation ( <i>Note e</i> )	90,000,000	7.06%
Ms. Wang He Fen	Interest of controlled corporation ( <i>Note e</i> )	90,000,000	7.06%
Mr. Huang Wu Jun	Interest of controlled corporation ( <i>Note e</i> )	90,000,000	7.06%
Xinyuan International Marine Transportation Co. Ltd.	Beneficial owner ( <i>Note e</i> )	90,000,000	7.06%

## **OTHER INFORMATION (continued)**

### **Substantial shareholders' interests and short positions in shares and underlying shares and debentures of the Company (continued)**

*Notes:*

- a. Ms. Chiu Kit Hung is the spouse of Mr. Lo, who is the Chairman and an executive Director of the Company.
- b. Wealthy In Investments Limited is a company wholly-owned by Mr. Lo.
- c. 670,373,018 Shares were held by Money Success Limited, a company wholly-owned by Wealthy In Investments Limited, which is in turn wholly-owned by Mr. Lo. 60,000,000 Shares were held by Sino Consult Asia Limited and 30,000,000 Shares were held by Full Brilliant Limited, both are companies wholly-owned by Money Success Limited.
- d. Mr. Xue Yuewu is the brother of the spouse of the Ms. Luo Shaoying, who is the executive Director of the Company.
- e. 55%, 25% and 20% of the shareholdings of Xinyuan International Marine Transportation Co. Ltd were owned by Mr. Gao Yi Xin, Ms. Wang He Fen and Mr. Huang Wu Jun respectively.

Save as disclosed above, as at 30 June 2016, the Company had not been notified by any persons or corporations (other than Directors or chief executives of the Company) who had an interest directly or indirectly and/or short position in the shares or underlying shares which would fall to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO or as recorded in the register required to be kept by the Company under section 336 of SFO.

### **Purchase, sale or redemption of listed securities of the Company**

Neither the Company, nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities for the six months ended 30 June 2016.

### **Compliance with the Code on Corporate Governance Practices**

The Company acknowledges the importance of good corporate governance practices and believes that it is essential to the development of the Group and to safeguard the interests of the shareholders. The Directors are of the opinion that the Company has complied with the code provisions ("Code Provision") as set out in the Code on Corporate Governance Practices (the "CG Code") in Appendix 14 of Listing Rules throughout the six months ended 30 June 2016, save for deviations from Code Provision A.4.1 and Code Provision E.1.2 as disclosed below:

## **OTHER INFORMATION (continued)**

### **Compliance with the Code on Corporate Governance Practices (continued)**

Code Provision A.4.1 stipulates that non-executive Directors should be appointed for a specific term, subject to re-election. None of the non-executive Directors of the Company is appointed for a specific term. However, in accordance with the Articles of Association of the Company, at each annual general meeting, one-third of the Directors for the time being (or if their number is not a multiple of three, the number nearest to but not less than one-third) shall retire from office by rotation. The Company considered that this is no less exacting than those provided in the CG Code.

Code Provision E.1.2 specifies that the chairman of the Board should attend the annual general meeting. Mr. Lo, the chairman of the Board has been heavily involved in the business operation of the Group in the PRC. Despite his utmost intention to be present at the Company's annual general meeting held on 13 May 2016, he was unable to attend the said meeting. Mr. Lo undertakes that he will try his best to attend the future annual general meetings of the Company whenever possible.

The Company regularly reviews its corporate governance practices to ensure its compliance with the CG Code and its alignment with the latest development.

### **Compliance with the Model Code**

The Company has adopted the Model Code as set out in Appendix 10 to the Listing Rules as its own code for dealing in securities of the Company by the Directors. The Company has made specific enquiry of all Directors and all Directors have confirmed with the Company that they have complied with the required standard as set out in the Model Code during the six months ended 30 June 2016.

### **Audit committee**

The Company has established an audit committee ("Audit Committee") comprised all three independent non-executive Directors, namely, Mr. Chan Ying Kay, Dr. Zhu Wenhui and Mr. Wang Jin Ling with written terms of reference in compliance with the Listing Rules.

The Audit Committee has reviewed the Group's condensed consolidated interim financial information for the six months ended 30 June 2016 and has also discussed the internal control, the accounting principles and practices adopted by the Group. The Audit Committee is of the opinion that such financial information has been prepared in accordance with the applicable accounting standards, the Listing Rules and the statutory requirements and that adequate disclosures have been made in the interim report.

## **PUBLICATION OF THE INTERIM RESULTS ANNOUNCEMENT AND INTERIM REPORT**

The interim results announcement of the Company for the six months ended 30 June 2016 is published on both the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.doyenintl.com](http://www.doyenintl.com)). The interim report of the Company for the six months ended 30 June 2016 containing all the information as required in Appendix 16 to the Listing Rules will be dispatched to shareholders and published on the above websites in due course.

By Order of the Board  
**Doyen International Holdings**  
**Limited**  
**Lo Siu Yu**  
*Chairman*

Hong Kong, 26 August 2016

*As at the date of this announcement, the Board comprises Mr. Lo Siu Yu (Chairman), Ms. Luo Shaoying (Vice Chairman) and Dr. Chen Yang (Chief Executive Officer) as executive Directors; Mr. Wang Xiaobo and Mr. Qin Hong as non-executive Directors; and Mr. Chan Ying Kay, Dr. Zhu Wenhui and Mr. Wang Jin Ling as independent non-executive Directors.*

\* *for identification purpose only*