

# Sinotruk (Hong Kong) Limited 中國重汽 (香港) 有限公司

(incorporated in Hong Kong with limited liability) Stock Code : 3808



中国重泛

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INTERIM REPORT 2016

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汕德卡



## FINANCIAL FIGURES

KEY INTERIM RESULTS FIGURES	2016	2015	Increas	se/(Decrease)
				%
Operating results (RMB million)				
Revenue	15,331	14,258	1,073	7.5
Gross profit	2,582	2,580	2	0.1
Operating profit	537	536	1	0.2
Profit attributable to owners				
of the Company	243	238	5	2.1
Profitability and Liquidity				
Gross profit ratio (%)	16.8	18.1	(1.3)	(7.2)
Operating profit ratio (%)	3.5	3.8	(0.3)	(7.9)
Net profit ratio (%)	2.0	2.1	(0.1)	(4.8)
Current ratio (time)	1.3	1.4	(0.1)	(7.1)
Trade receivables turnover (days)	130.9	137.9	(7.0)	(5.1)
<b>Sales volume (units)</b> HDTs				
— Domestic	30,314	29,628	686	2.3
- Export (including affiliated export)	12,623	13,529	(906)	(6.7)
Total	42,937	43,157	(220)	(0.5)
LDTs	40,111	27,522	12,589	45.7
Buses	897	506	391	77.3
Trucks sold under consumer credit	5,059	2,443	2,616	107.1
Per share data				
Earnings per share - basic (RMB)	0.09	0.09		
Share information (as at 30 June)				
Number of issued ordinary shares (million)	2,761	2,761	—	—
Market capitalisation (RMB million)	7,882	10,190	(2,308)	(22.7)



In this interim report, the following expressions shall have the following meanings unless the context indicates otherwise:

"Articles of Association"	the articles of association of the Company, as amended, supplemented or otherwise modified from time to time
"Audit Committee"	the audit committee of the Company
"Board"	the board of Directors
"CAAM"	China Association of Automobile Manufacturers
"Chengdu Wangpai Company"	中國重汽集團成都王牌商用車有限公司 (Sinotruk Chengdu Wangpai Commercial Vehicles Co., Ltd.), a company incorporated under the laws of the PRC with limited liability, being a non-wholly owned subsidiary of the Company
"China" or "PRC"	the People's Republic of China, and for the purpose of this interim report, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
"CNHTC"	中國重型汽車集團有限公司 (China National Heavy Duty Truck Group Company Limited), a state-owned enterprise organized under the laws of the PRC with limited liability, being the ultimate holding of the Company and the controlling shareholder (as defined in the Listing Rules) of the Company
"CNHTC Group"	CNHTC and its subsidiaries other than the Group
"Companies Ordinance"	Companies Ordinance (Chapter 622 of the Laws of Hong Kong)
"Company" or "Sinotruk"	Sinotruk (Hong Kong) Limited, a company incorporated in Hong Kong with limited liability, and the securities of which are listed on the Main Board of the Stock Exchange
"Director(s)"	the director(s) of the Company
"ED(s)"	the executive Director(s)
"Executive Committee"	the executive committee of the Company
"Ferdinand Porsche"	Ferdinand Porsche Familien-Privatstiftung, a corporation incorporated under the laws of Austria, being the beneficial owner of 25% of the entired issued share capital of the Company plus 1 Share
"Ferdinand Porsche Group"	Ferdinand Porsche and its subsidiaries including Volkswagen AG and MAN SE
"Fujian Haixi Company"	中國重汽集團福建海西汽車有限公司 (Sinotruk Fujian Haixi Vehicles Co., Ltd.), a company incorporated under the laws of the PRC with limited liability, being a non-wholly owned subsidiary of the Company
"Group"	the Company and its subsidiaries
"HDT(s)"	heavy duty truck(s) and medium-heavy duty truck(s)
"HKD"	Hong Kong dollars, the lawful currency of Hong Kong

## Definitions

"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"INED(s)"	the independent non-executive Director(s)
"Ji'nan Truck Company"	中國重汽集團濟南卡車股份有限公司(Sinotruk Ji'nan Truck Co., Ltd.), a joint stock company incorporated under the laws of the PRC with limited liability, being a non-wholly owned subsidiary of the Company and the shares of which are listed on the Shenzhen Stock Exchange (stock code: 000951)
"LDT(s)"	light duty truck(s)
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"MAN Group"	MAN SE and its subsidiaries
"MAN SE"	MAN SE, a company incorporated under the laws of Germany, being a non-wholly owned subsidiary of Ferdinand Porsche and the shares of which are listed on the German Stock Exchange in Germany (stock code: ISIN DE 0005937007, WKN 593700)
"NED(s)"	the non-executive Director(s)
"PBOC"	The Peoples' Bank of China
"Period"	the six months ended 30 June 2016
"Remuneration Committee"	the remuneration committee of the Company
"RMB"	Renminbi, the lawful currency of the PRC
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
"Share(s)"	the ordinary share(s) in the share capital of the Company
"Shareholder(s)"	the holder(s) of the Share(s) from time to time
"Shenzhen Stock Exchange"	Shenzhen Stock Exchange in the PRC
"Sinotruk Finance Company"	中國重汽財務有限公司(Sinotruk Finance Co., Ltd.), a company incorporated under the laws of the PRC with limited liability, being a non- wholly owned subsidiary of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Strategy and Investment Committee"	the strategy and investment committee of the Company
"subsidiary"	a subsidiary for the time being of the Company within the meaning of the Companies Ordinance whether incorporated in Hong Kong or elsewhere and "subsidiaries" shall be construed accordingly
"Volkswagen AG"	Volkswagen AG, a company incorporated under the laws of Germany, being a non-wholly owned subsidiary of Ferdinand Porsche and an intermediate holding company of MAN SE and the shares of which are listed on German Stock Exchange (stock code: ISIN DE0007664005, WKN 766400)
"Volkswagen Group"	Volkswagen AG and its subsidiaries, including MAN Group
"%"	per cent

## CORPORATE INFORMATION

## **BOARD OF DIRECTORS**

**Executive Directors:** 

Mr. Ma Chunji *(Chairman)* Mr. Cai Dong *(President)* Mr. Tong Jingen Mr. Wang Shanpo Mr. Kong Xiangquan Mr. Liu Wei Mr. Liu Peimin Mr. Franz Neundlinger

**Non-executive Directors:** 

Mr. Andreas Hermann Renschler Mr. Joachim Gerhard Drees Mr. Matthias Gründler

Independent Non-executive Directors: Dr. Lin Zhijun Mr. Chen Zheng Mr. Yang Weicheng Dr. Wang Dengfeng Mr. Zhao Hang

## **EXECUTIVE COMMITTEE**

Mr. Ma Chunji *(Chairman)* Mr. Cai Dong Mr. Tong Jingen Mr. Wang Shanpo Mr. Kong Xiangquan Mr. Liu Wei Mr. Liu Peimin Mr. Franz Neundlinger

## STRATEGY AND INVESTMENT COMMITTEE

Mr. Ma Chunji *(Chairman)* Mr. Cai Dong Mr. Wang Shanpo Mr. Franz Neundlinger Mr. Zhao Hang

## REMUNERATION COMMITTEE

Mr. Chen Zheng *(Chairman)* Dr. Lin Zhijun Mr. Yang Weicheng Mr. Tong Jingen Mr. Liu Wei

### AUDIT COMMITTEE

Dr. Lin Zhijun *(Chairman)* Mr. Chen Zheng Dr. Wang Dengfeng

## **HEADQUARTERS**

Sinotruk Science and Technology Building No. 777 Huaao Road Gaoxin District Ji'nan City Shandong Province PRC Postal code: 250101

## REGISTERED OFFICE IN HONG KONG

Units 2102-2103 China Merchants Tower Shun Tak Centre, 168-200 Connaught Road Central Hong Kong

### COMPANY SECRETARIES AND AUTHORIZED REPRESENTATIVES

Mr. Tong Jingen Mr. Kwok Ka Yiu

## **PRINCIPAL BANKERS**

Industrial and Commercial Bank of China - Ji'nan Branch, Tianqiao Sub-branch Bank of China - Ji'nan Branch Agricultural Bank of China - Ji'nan Branch, Huaiyin Sub-branch China Construction Bank - Ji'nan Branch, Tianqiao Sub-branch

## LEGAL ADVISERS

Hong Kong Ropes & Gray

PRC DeHeng Law Offices

## AUDITOR

PricewaterhouseCoopers

## SHARE REGISTRAR

Computershare Hong Kong Investor Services Limited

## **COMPANY WEBSITE**

www.sinotruk.com

## **SECURITIES CODE**

Equity: 3808.hk

## **INVESTOR RELATIONS**

Securities Department

PRC: Tel (86) 531 5806 2545 Fax (86) 531 5806 2545 Hong Kong: Tel (852) 3102 3808 Fax (852) 3102 3812 Email: securities@sinotrukhk.com

## PUBLIC RELATIONS CONSULTANT

Christensen China Limited Tel: (852) 2117 0861 Email: sinotruk@christensenir.com

## THE GROUP

### **BUSINESS**

The Group is one of the leading HDT manufacturers in the PRC which specialises in the research, development and manufacture of HDTs, LDTs and buses and related key parts and components. HDTs are the key products of the Group. Through our diversified product portfolio, we serve a wide range of customers from different major industries including infrastructure, construction, container transportation, logistics, mining, steel and chemical.

The Group mainly manufactures trucks and also produces key parts and components such as engines, cabins, axles, steel frames and gearboxes. The Group is a truck manufacturer which has its independent research and development and production capability in trucks as well as the most complete production chain. The Group sells truck engines and engines for use in industrial and construction machineries to independent third parties in addition to our own use. Our products are not only sold domestically but also exported to other countries and regions.

### **OPERATIONS**

The Group's businesses are classified into four operating segments according to the nature of products and services:

#### (i) Heavy Duty Trucks Segment

Sales of HDTs contribute the largest portion of the Group's revenue. Its major products series include SITRAK, HOWO-T7H, HOWO-A7, HOWO, Haoyun, Steyr King and Hohan, each of which is further divided into various sub-series to target different sectors of the Group's product market. The key production bases are located at Ji'nan, PRC. In addition, the Group engages in truck refitting and manufactures specialty vehicles.

#### (ii) Light Duty Trucks and Buses Segment

The Group's LDT products mainly include HOWO, Huanghe, Fuluo, Haoman and Wangpai "7 series" products, which production bases are located at Ji'nan, Chengdu and Fujian, the PRC. The Group's HOWO buses products, which are produced at Ji'nan, the PRC, cover diesel buses, natural gas buses, trolley buses and school buses to meet different customer demands.

#### (iii) Engines Segment

The Group is one of the few truck manufacturers in PRC that has the ability to produce HDT and LDT engines. Although most of the engines produced by the Group are for internal usage, the Group also sells industrial and construction machinery engines to independent third parties. In addition, the Group produces other HDT key parts and components, such as gearboxes and various types of casting and forging. The engines production bases are located at Ji'nan and Hangzhou, the PRC.

#### (iv) Finance Segment

The finance segment of the Group provides financial services to those parties related to the production and sales of the Group's products and to the CNHTC Group. Financial services include deposits taking, borrowings, commercial notes and bank bills discounting and provision of financing services. It cooperates with authorized financial institutions to provide consumer credit. It builds up a vehicle consumer credit network. At present, it has already set up 19 regional offices and extended its financing services to over 20 provinces, covering most areas in the PRC. It also provides supply chain financing.

## SUBSTANTIAL SHAREHOLDERS

The substantial shareholders of the Company are CNHTC and Ferdinand Porsche. CNHTC is a PRC state-owned HDT manufacturing enterprise and indirectly holds 51% of the entire issued capital of the Company. Ferdinand Porsche indirectly holds 25% of the entire issued share capital of the Company plus one Share. The Ferdinand Porsche Group, comprising Volkswagen Group, is one of the world's leading automobile manufacturers in commercial vehicles and passenger cars. Volkswagen Group comprises of twelve brands from seven European countries: Volkswagen Passenger Cars, Audi, SEAT, ŠKODA, Bentley, Bugatti, Lamborghini, Porsche, Ducati, Volkswagen Commercial Vehicles, Scania and MAN.

## MANAGEMENT DISCUSSION AND ANALYSIS

## **MARKET OVERVIEW**

#### **Trucks Market**

During the first half of 2016, China's investment growth gradually leveled off while consumption continued to steadily grow and acted as the country's primary economic growth driver. Global trade maintained its downward momentum, dragging China's export and import business down on a year-over-year ("**YOY**") basis. Despite the complex domestic and overseas economic environment, China's economy grew steadily at 6.7% YOY during the first six months of 2016.

Compared with the same month last year, the sales of heavy duty trucks in China in every month during the first half of 2016 recorded growth. The sharp increase in demand for logistics vehicles, and, in particular, tractors, was the main growth driver. Tractor sales volumes also accounted for a higher proportion of total sales in the HDTs market. With fixed asset investment increasing and the launch of a number of new infrastructure projects, the deceleration of construction vehicle sales volumes is easing. According to statistics from the CAAM, sales of HDTs increased by 15.2% YOY to approximately 340,300 units for the Period.

As regulation and implementation of China's Emissions Standards increases, manufacturing costs of light duty trucks has increased, driving selling prices higher. At the same time, mini trucks and medium-heavy duty trucks being substitution of LTDs affected the sales of LDTs. Sales of LDTs showed a decreasing trend. According to the statistics from the CAAM, sales of LTDs decreased by 4.71% YOY to approximately 777,600 units. In addition, the traditional bus industry saw a drastic slowdown as the economy decelerates, the growth of the increase in fiscal income declines and companies cut spending. Adjustments in subsidy policies for new energy buses have also dragged down sales volumes for new energy buses. Overall demand for buses declined, of which light buses, the biggest segment of the market, decreased the most in terms of sales volumes. Large bus sales volumes also dipped while medium buses recorded faster growth. According to the statistics from the CAAM, sales of buses declined 9.48% YOY to approximately 253,800 units for the Period.

#### **Loans Market**

During the Period, the Chinese government continued to implement a loose monetary policy while lending interest rates remained stable. According to the Balance of Credit of Financial Institutions published by the PBOC, the outstanding amount of operating loans were stable during the Period.

#### **REVIEW OF OPERATIONS**

During the Period, the Group continued to optimize its product mix and its positioning as it improved the production process. Trucks equipped with MAN technology and tractors both saw sales increase as a proportion of total sales. The Group's HDT technology is on par with international standards, while the LDTs segment continued to expand rapidly with further improvements being made to its brand influence and market position. Adapting to the changes in the economic conditions and market demand, the Group continued to adjust its strategy, improve innovation, enhance internal management and controls, boost the quality of development and economic performance, reinforce risk controls and maintain steady operations.

## **HEAVY DUTY TRUCKS SEGMENT**

During the Period, HDT sales volume was 42,937 units, representing a decrease of 0.5% YOY. Revenue from the HDTs segment decreased to RMB11,807 million, representing a decrease of 1.9% YOY. The ratio of the volume exported (including affiliated export) to total volume sold of HDTs was 29.4%, representing a decrease of 1.9 percentage points YOY. Although the segment revenue and sales volume decreased, with the effective operating costs control, the segment profit had a small increase to RMB312 million and segment operating profit ratio (segment operating profit divided by segment revenue) remained unchanged at 2.6%.

#### **Domestic Business**

By leveraging on continuous product mix adjustment and its own research technology and further developing MAN technology which the Group has adopted, the technology and quality of the Group's products continued to improve. This allowed the Group to improve its flexibility and rapidly respond to changes in market demand. By constantly innovating its marketing models and enhancing after-sales services, the Group boosted sales across its entire product portfolio.

During the Period, trucks equipped with MAN technology generated consistent growth, driving the sales of the Group's tractors and cargo trucks of which T7H saw sales increase over 60% YOY. The proportion of MAN technology products reached over 35% of the Group's HDTs sales. The Group's original main product – construction vehicles – kept its market leading position in China. Sales of tractors increased and its proportion among the Group's product portfolio grew significantly. Benefiting from the technology upgrade of its products, the promotion of MAN technology equipped products and marketing services made a sales breakthrough in certain previously unfavourable products such as high-powered tractors and medium-heavy duty trucks. The combined market share of the Group and CNHTC Group reached 16.7% in 2016.

During the Period, the Group adapted and innovated its business model and optimized its distribution network, focused on quality and further improved the distribution network for the Group's entire product range. As at 30 June 2016, the Group had a total of 1,244 HDTs dealerships (including 230 4S centers, 154 Sinotruk branded dealerships and 594 general dealerships), 1,326 service centers providing high quality after-sales services, and 192 refitting companies to provide truck refitting services to HDTs.

#### **International Business**

During the first half of 2016, the world economic situation was complicated and major economies have faced weak economic growth and various crises. As a result of weaker global demand and various geopolitical events, international trade volumes declined, negatively affecting China's export volumes.

During the Period, the Group further improved its brand image and competitiveness in overseas markets. The Group's export performance varied across different regions. Due to foreign exchange shortages in some African countries, the Group's sales in the African market slightly decreased. Demand in Vietnam and other Southeast Asian nations declined as a result of market saturation. The launch of the "One Belt and One Road" projects in Pakistan increased sales. HDTs exports to Algeria also increased significantly. Russia and its related markets have undergone notable economic decline as commodities, oil and mineral prices fell sharply, and these markets' demand for HDTs decreased significantly. The Group, however, implemented various measures and efforts to recover these markets and boost the sales. The Group even recorded a YOY increase in sales in these countries during the first half of 2016. Due to changes in trade regulations and political turbulence, export sales in other countries and regions declined by varying degrees.

In view of the complicated international market environment, the Group increased its capacity to explore new international markets to further establish its image as an international brand. Sinotruk is committed to leveraging China's "One Belt and One Road" policy to focus its efforts entering markets with growth opportunities to further strengthen its market position overseas in high, mid and low-end markets. The Group also continued to enhance its international distribution network, cooperate with foreign manufacturers to develop overseas production facilities and nurture new overseas business cooperation models. The Group continued to advance the construction of its international distribution network and overseas warehouses for spare parts and production facilities, in order to ensure that it takes advantage of every international market opportunity. The Group developed new international distribution network and improved its after-sales services to promote its export business. During the Period, the Group's export volume of HDTs (including affiliated exports) was 12,623 units, representing a decrease of 6.7% YOY. Export revenue (including affiliated exports) was RMB3,510 million, representing a decrease of 8.4% YOY. Affiliated exports are those sales of trucks to domestic dealers which directly exported such products to their overseas customers and provided the Group the export documents as evidence. The Group remained China's leading HDT exporter.

As at 30 June 2016, the Group had 182 primary distributor sales centers in over 80 countries and regions. In cooperation with overseas distributors, the Group established 255 service outlets and 250 spare parts and accessory stores across a number of major developing countries and emerging economies such as Africa, Middle East, Central & South America, Central Asia, Russia, and Southeast Asia; and developed regions such as Hong Kong and Taiwan.

#### LIGHT DUTY TRUCKS AND BUSES SEGMENT

During the Period, the Group's LDTs sales volume increased 45.7% YOY to 40,111 units. Bus sales were 897 units, representing an increase of 77.3% YOY. The segment revenue increased 74.3% YOY to RMB3,394 million. Segment operating profit ratio was 1.9%, representing an improvement of 5.1 percentage points compared with loss at 3.2% in 2015. Such improvement was due to the significant increase in segment revenue, the increase in segment gross profits and effective operating cost controls.

During the Period, the Group's LDT business improved. While industry demand declined, the Group increased LDT sales YOY.

The Group's Ji'nan LDTs division focused on further developing its brand, maintaining their mid-to-high end product positioning, insisted on product differentiation, strengthening the development of different niche domestic markets, actively participated in international competitions, continuously expanding its distribution network and enhancing after-sales services. Using the Group's experience in auto financing services and marketing strategies, it began providing customers with financing services to increase product sales. During the Period, LDT sales volume increased 94.7% YOY. In addition, Ji'nan LDT division significantly improved its economic performance by cutting costs and enhancing efficiency.

Chengdu Wangpai Company focused on improving product quality and meeting market demand by investing in product research and development and enriching its product portfolio in order to cater to different customer groups across various regions. It has adopted a policy of market segmentation to strengthen the distribution network of construction vehicles, develops new LDT distribution networks, significantly improves network efficiency, and fully utilizes its information network to establish a multi-layer integrated brand communication strategy. This further enhances its brand value and has resulted in increased sales of LDTs and new energy trucks.

Fujian Haixi Company focused on developing products that meet demand from various different industries and markets, diversified its product portfolio, improved its product quality and promoted new marketing innovations. Leveraging its geographical advantages in China's southeast coastal areas and proximity to free trade zones, it strengthened its exploration of international markets, improved the awareness and reputation of the brand [豪曼] ("Haoman"), and increased Haoman brand vehicle sales volumes.

During the Period, the Group's bus division saw sales volumes increase. The Group leveraged its own and MAN technology, continuously improved the quality of its buses, optimized its distribution network and further enhanced the quality of its after-sales services. The division also expanded the search for new business opportunities in traditional and international markets. By taking advantage of government policies, market opportunities and the rapid development of new energy buses, the Group achieved record sales volume on the back of strong growth momentum from new energy buses.

As at 30 June 2016, the Group had a total of 997 LDT dealerships (including 119 4S centers and 168 SINOTRUK branded dealerships), 1,328 service centers providing high quality after-sales services for LDTs, 51 refitting companies providing refitting related services to LDTs. In China, the Group also had 9 bus dealerships and 88 after-sales service centers for bus.

### **ENGINES SEGMENT**

The Group took full advantage of its research platforms to develop new engine technology. The Group benchmarked its engine development with international requirements, implemented strict quality controls, improved its product technology and quality, expanded the application of MAN engines and provided customers with high-tech products that are reliable, fuel-efficient and environmental friendly. The Group's diesel and natural gas engines remain customer favorites for their advanced and high-quality MAN technology. Aside from supplying engines for the Group's own production, Sinotruk also sold engines to other HDT manufacturers, buses and construction machinery.

During the Period, the sales volume of engines decreased by 13.5% YOY to 47,300 units. Segment revenue decreased by 11.1% YOY to RMB3,518 million. External sales of the engines accounted for 8.9% of the segment revenue of the engines, representing a decrease of 1.0 percentage points compared with 9.9% in 2015. The segment operating profit ratio was 3.5%, representing a decrease of 4.5 percentage points compared with that of 2015 as the decrease in sales volume and last year same period included gain on disposal of certain land and buildings.

## **TECHNOLOGICAL UPGRADE**

During the Period, the Group's capital expenditure amounted to RMB205 million. Major investments were also made in the construction of a national heavy duty truck engineering technology research center, improvements in production techniques and quality control standards, and the enhancement of research, development and innovation capabilities.

In April 2016,「智慧重汽電子商務平台」("Intelligent Sinotruk E-commerce Platform") together with mobile applications were launched. This platform is an internet-based and customers-focused platform and provides products sales and provision for distribution and after-sales services online. The platform strengthens online and offline interaction, promotes integration of online and offline services, and optimizes consumption allowing the Group to offers marketing and services online thereby strengthening business management and increasing efficiency.

#### **RESEARCH AND DEVELOPMENT**

The Group remained committed to its technology-focused strategy. With the launch of a national heavy duty truck engineering technology research center, the capacity of product research and development, product examination and testing have been enhanced. The Group took full advantage of its research platforms and increased investment in the research and development of technology to strengthen its technological development and innovation capacity. By strengthening its cooperation with the MAN Group and other reputable international companies, the Group developed high quality engines, parts and components as well as whole truck designs to further enhance its industrial competitive edge. During the Period, the Group's technology center completed a total of 56 projects, ranging from the development of trucks, key parts and components, conduct of experiments and verification, to trial production of vehicles and fine tuning.

As at 30 June 2016, the Group and CNHTC participated in the formulation of 87 industry standards for China's heavy duty trucks and were granted 3,345 patents, maintaining its leading position in the heavy duty trucks industry as measured by the number of patents.

During the Period, the Group offered 2,914 products that were in compliance with China's National IV or V Emission Standards.

#### **FINANCE SEGMENT**

During the Period, the segment revenue was RMB237 million, representing an increase of RMB18 million or 8.2% YOY from RMB219 million in 2015 and the segment external revenue was RMB125 million, representing a decrease of 13.8% YOY. It was mainly due to Sinotruk Finance Company placing funds previously placed in interbank deposits and bills discount business into loans to other members of the Group which resulted in the decrease of external segment revenue and the increase of inter-segment revenue. The segment operating profit ratio was 46.4%, representing an increase of 9.9 percentage points. This was due to the interest rates for loans to other members of the Group being higher than those of interbank deposits, the decrease in interest rates from deposits taken when compared with those of 2015 and the average funding costs of the segment being lower due to the capital injection at the amount of RMB1,190 million to Sinotruk Finance Company during the Period and capital injection to ShanDong HOWO Auto Finance Co., Ltd. at the amount of RMB500 million in the second half of 2015.

The Group strengthened its financing services, expanded its business scope, and enhanced its automobile financing service platform. During the Period, the Group took full advantage of favorable national policies and its mature automobile financing service platform to expand the scope of its consumer credit business. The Group promoted financing services such as consumer credit, financial leasing services and various other automobile consumer credit services, and proactively explored business models to support overseas sales, thus meeting customer demand for truck financing and boosted the Group's trucks sales and exports. At the same time, the Group explores revenue streams by provision for financing services to suppliers to further enhance its profitability.

As at 30 June 2016, the segment had established 19 regional offices and extended its financing services business coverage to over 20 provinces, covering most parts of China. The Group's automobile consumer credit network was further enhanced. During the Period, the Group sold 5,059 trucks with automobile financing services, representing an increase of 107.1% YOY.

## **CORPORATE ENVIRONMENTAL POLICY, EFFICIENCY, AND LEGISLATION**

As a responsible corporate entity, the Group's guiding principle is to behave legally, ethically and responsibly in all facets of its daily operations.

The Group utilizes 國家重型汽車工程技術研究中心 ("China National Heavy Duty Truck Engineering Center") and 國家重型汽車檢測中心 ("China National Heavy Duty Truck Inspection Center") to lead technology research and development of heavy duty trucks, to demonstrate and promote technology achievement and hi-tech services, to accelerate the construction of intelligent factories and to promote energy-efficient and environmentally friendly production techniques. The Group turned to research and development of environmental friendly and fuel efficient trucks, by reducing exhaust emissions, to create a better environment. The Group's products are compliant with the China's National IV or V Emission Standards. The Group's focus on designing green, environmental friendly, safe, and energy efficient model, such as the dregs truck with a full sealing covering which should be closed after loading to start the engine. This design can prevent dust pollution. In addition, the Group is developing natural gas bus and electric bus.

In July 2016, the Chinese government implements revised rules – (GB1589 – 2016) "Limits of Dimensions, axle load and masses for motor vehicles, trailers and combination vehicles". The rules determine and standardize the outside dimensions and axle loading limits of relevant road vehicles and the relevant loading parameters of tractors and semi-tractor which assist to identify over-length and overload vehicles and illegally modified vehicles. The Group has studied the new rules in details, trained its marketing and research and development team, re-designed non-complied truck models, register and announce new models for sales.

Currently, China's National V Emission Standards have already been implemented in certain provinces and are likely to be implemented nationwide by 1 July 2017. The Group has thus adjusted its product design and manufacturing process to comply with these standards. The Group continuously monitors the implementation and changes of laws and regulations and adjusts its product production in a timely manner to ensure compliance with such changes.

The Group requires employees to undergo a physical check-up to improve their quality of life and ensure that they can live healthy lives. The Group is committed to preventing and reducing accidents and has setup a safety and environmental protection and inspection department to handle problematic areas and reduce the risk of accidents.

In an effort to create a better society, the Group is increasing its awareness of and reducing its impact on the natural environment. The Group is focused on efficiently producing and recycling engines, waste reducing and improving energy efficiency. The Group is committed to obeying relevant environmental laws and regulations that apply to its manufacturing facilities.

The Group also participated in national disaster relief efforts and assumed social responsibility actively.

As far as the Board is aware, the Company has complied in material respects with the relevant laws and regulations that have a significant impact on the business and operation of the Company.

#### SIGNIFICANT INVESTMENTS

In January 2016, Sinotruk Liuzhou Yunli Special Vehicles Co., Ltd. and Kodiak America LLC., an independent third party, entered into an agreement to establish Sinotruk Liuzhou Yunli Kodiak Machinery Co., Ltd. by way of cash contribution in the amount of USD1,769,400 and contribution in technology in the amount of USD 1,700,000 respectively. Sinotruk Liuzhou Yunli Special Vehicles Co., Ltd. and Kodiak America LLC. hold 51% and 49% of its equity respectively. Such company has become subsidiary of the Company and principally engages in manufacturing and sales of snow removal equipment.

In February 2016, Ji'nan Truck Company proposed to set up its wholly-owned subsidiary, Sinotruk Ji'nan Global Electronic Business Co., Ltd. in Ji'nan City, Shandong Province, the PRC with registered capital of RMB20 million for the development of internet sales, services and trading platform. Sinotruk Ji'nan Global Electronic Business Co., Ltd. has launched the Intelligent Sinotruk E-commerce Platform in April 2016.

In March 2016, the Company purchased a 0.3012% equity stake in Sinotruk Finance Company from Bank of Chongqing Co., Ltd. The transfer will be completed in 2016.

As mentioned in the 2015 annual report of the Company, the Company agreed to purchase equity in Sinotruk Finance Company from Lingxian Rural Credit Cooperative Union and Jingxian Rural Credit Cooperative Union. The Company has completed the equity transfer during the Period.

#### **HUMAN RESOURCES**

As at 30 June, 2016, the Group had a total of 25,249 employees. The Group focuses on meeting the demands of corporate development and securing talents in corporate development. The Group continues to innovate its human resources management methods, proactively attract senior executives and technical personnel, and optimize team structure and the allocation of human resources so as to provide further intellectual support and human resources for the Group's sustainable development. The Group highly values its human resources initiatives including team building and talent training. Through open and fair recruitment, the Group continued to enhance employee competence, optimize promotion and performance assessment systems including non-leadership positions, and reform the compensation system to provide better incentives to employees. The Group organised employees to participate external seminars and training. Through relevant training, employees can gain more knowledge and understanding in the business and enhance their career development. In addition, to the extent necessary to protect the Group's intellectual property rights and other vital competitive interests, qualified employees may enjoy certain retirement and non-competition compensations.

## **BUSINESS STRATEGIES AND PROSPECTS**

During the second half of 2016, the global economy is expected to remain volatile with numerous uncertainties and challenges. The Chinese economy will face multiple challenges and significant downward pressure. A series of economic growth measures such as supply-end reform, "One Belt and One Road", and innovation-driven development will bring new opportunities and challenges.

With continued policy and economic volatility in both domestic and overseas markets expected to continue, the Group will continue to face stiff competition and is implementing plans to enhance its enterprise building, adjust its operational strategies in a timely manner, and adopt various measures to ensure sound and robust growth.

- 1. The Group will continue to adopt brand strategy to promote SINOTRUK brand and increase its market influence. This will help to achieve product differentiation, and further optimize and adjust its product mix of HDTs, LDTs and buses to meet the demands of different customers in different regions.
- 2. The Group keeps implementing innovative sales and marketing strategies and optimizing its domestic distribution network with the support of the Intelligent Sinotruk E-commerce Platform to further strengthen its domestic marketing ability and capacity of provision of after-sales services. The Group will further improve the quality of its distribution network and provide innovative financing support through Sinotruk Finance Company and HOWO Auto Finance Co., Ltd. to boost product sales and increase market share.
- 3. The Group will further explore its international market development so as to reach the next phrase development of international markets. The Group will leverage its production capacity and technology advancement abilities to expand its international market share. The Group will strengthen its overseas distribution network, provisions for spare parts and after-sales services, and increase the financing support in its international markets. The Group further explore new and innovative means in overseas markets and localize its brand by incorporating local elements. The Group will further promote the export of light duty trucks and buses.
- 4. The Group will continue to leverage "intelligence" to realize breakthroughs in enterprise management and adopt measures for cost control and efficiency improvement. The Group will strengthen its risk management capabilities and improve its performance so as to facilitate healthy and sustainable growth. The Group will continue to centralize bulk purchases, sorting purchases and optimizing its supply chain in order to reduce purchasing costs. The Group will increase the intelligence and automation of manufacturing and, enhance quality assurance. The Group will implement a technology-focused strategy, and fully leverage the China National Heavy Duty Truck Engineering Center to ensure that it continues to lead the heavy duty truck industry.

### **FINANCIAL REVIEW**

#### **Revenue, Gross Profit and Gross Profit Ratio**

During the Period, the Group's revenue recorded RMB15,331 million, compared with RMB14,258 million in 2015, representing an increase of RMB1,073 million or 7.5% YOY. The increase in the revenue is primarily attributable to the increase in the sales in LDTs and buses.

During the Period, gross profit was RMB2,582 million, compared with RMB2,580 million in 2015, representing an increase of RMB2 million or 0.1% YOY. Gross profit ratio (gross profit divided by revenue) for the Period was 16.8% and, compared with 18.1% in 2015, represented a decrease of 1.3 percentage points. The decrease in the gross profit ratio was mainly due to the dilution effect to overall gross profit ratio from the decrease in gross profit margin of HDTs as a result of the decrease in sales of higher profit margin HDTs export and the increase in revenue from lower profit margin LDTs sales.

#### **Distribution Costs**

Distribution costs decreased from RMB1,141 million for the six months ended 30 June 2015 to RMB971 million for the Period, representing a decrease of RMB170 million or 14.9% YOY. During the Period, distribution costs to revenue ratio was 6.3% and, compared to 8.0% in 2015, represented a decrease of 1.7 percentage points. The decrease was mainly due to the decrease in warranty expenses from better product quality and decrease in sea freight expenses, etc from export trading.

#### **Administrative Expenses**

Administrative expenses decreased from RMB1,196 million for the six months ended 30 June 2015 to RMB1,188 million for the Period, representing a decrease of RMB8 million or 0.7% YOY. The decrease was mainly due to the decrease in the provision for bad debts due to the strengthened credit risk controls over dealers lending but partly offset by the increase in research and development expenses.

#### **Other Gains – Net**

There was a decrease in net other gains from RMB291 million for the six months ended 30 June 2015 to RMB114 million for the Period, representing a decrease of RMB177 million or 60.8% YOY. The decrease was mainly due to the decrease in the government grants, the decrease in foreign exchanges gains, the decrease in revenue from financial assets, and the decrease of gains from disposal of properties.

#### **Finance Costs – Net**

Net finance cost increased from RMB142 million for the six months ended 30 June 2015 to RMB147 million for the Period, representing an increase of RMB5 million or 3.5% YOY. Compared with last year same period, the borrowing scale was reduced and, hence, the interest expenses decreased. However, such savings were not sufficient to cover the discount expenses from disposal of certain long-term trade receivables without recourse.

#### **Income Tax Expense**

Income tax expense increased from RMB102 million for the six months ended 30 June 2015 to RMB115 million for the Period, representing an increase of RMB13 million or 12.7% YOY. The increase in income tax expense was mainly due to certain recognised tax losses to be lapsed in 2016.

#### **Profit and Earnings Per Share**

Profit for the Period increased from RMB293 million for the six months ended 30 June 2015 to RMB304 million for the Period, representing an increase of RMB11 million or 3.8% YOY. During the Period, operating profit ratio (operating profit divided by revenue) was 3.5% (2015: 3.8%) while net profit ratio (profit divided by revenue) was 2.0% (2015: 2.1%). Profit attributable to the owners of the Company for the Period was RMB243 million, representing an increase of RMB5 million or 2.1% YOY. The basic earnings per share attributable to the owners of the Company for the Period was RMB0.09, same as that of 2015.

#### **Trade and Financing Service Receivables**

As at 30 June 2016, the trade receivables including related parties trade receivables were increased from RMB10,563 million as at 31 December 2015 to RMB11,306 million, representing an increase of 7.0%. The trade receivables turnover (average trade receivables including related parties trade receivables divided by revenue multiplied by 182 days) was 130.9 days (2015: 137.9 days), representing a decrease of 5.1% YOY during the Period and was still within the Group's credit policies which are from three to twelve months to the customers. As at 30 June 2016, the trade receivables including related parties trade receivables aged not more than twelve months were RMB10,267 million or 90.8% of net trade receivables including related parties trade receivables.

As at 30 June 2016, the auto financing services receivables and suppliers financing receivables increased from RMB1,854 million as at 31 December 2015 to RMB2,408 million, representing an increase of 29.9%. The finance segment of the Group has granted credit period generally from 1 to 3 years. In addition, the auto financing services receivables are secured by the vehicles together with guarantees provided by the dealers and relevant parties while suppliers financing receivables are mainly secured by the beneficial owners of these suppliers.

The Group reviews the repayment progress of large customers or customers with higher risk of default in repayment on a monthly basis and assesses impairment loss by reference to their business, actual repayment information and others.

#### **Cash Flows**

Net cash inflow from operating activities for the Period was RMB3,082 million, compared with RMB1,716 million in 2015, representing an increase of cash inflow by RMB1,366 million which was mainly due to the significant increase of inventories during the same period last year which reduced the net cash inflow from operating activities during the same period last year, which effect was partially offset by the decrease in the growth of trade and bills payables during the Period.

Net cash outflow from investing activities for the Period was RMB2,121 million, compared with RMB1,287 million in 2015, representing an increase in cash outflow by RMB834 million, which was mainly due to the increase in the purchase of financial products during the Period.

The cash outflow from financing activities for the Period was RMB225 million, compared with RMB879 million in 2015, representing a decrease of cash outflow by RMB654 million, which was mainly due to the maintenance of reasonable borrowings leverage by reducing the net repayment of borrowings during the Period.

#### **Liquidity and Financial Resources**

The Group had cash and cash equivalents of RMB5,692 million and bank acceptance notes of RMB2,043 million as at 30 June 2016. Cash and cash equivalents increased by RMB746 million and bank acceptance notes decreased by RMB95 million as compared with those at the beginning of 2016. As at 30 June 2016, the Group's total borrowings (including long-term and short-term borrowings and borrowings from the related parties) were approximately RMB5,548 million and its gearing ratio (total borrowings divided by total assets) was 12.3% (31 December 2015: 13.4%). As at 30 June 2016, current ratio (total current assets divided by total current liabilities) was 1.3 (2015: 1.4).

As at 30 June 2016, 99.0% of borrowings were made in RMB (31 December 2015: 97.7%). Most of the borrowings were charged with reference to banks' preferential floating rates and were due within one year to two years.

As at 30 June 2016, total available credit facilities of the Group amounted to RMB34,479 million, of which RMB5,404 million had been utilised. An aggregate amount of RMB427 million of the Group's guarantee deposits and bank deposits was pledged to secure credit facilities. In addition, Sinotruk Finance Company has made mandatory deposits of RMB848 million to PBOC for its financial operations. The Group meets the daily liquidity needs by matching operating cash flow patterns with funds on hand and enhances its liquidity by way of application for longer credit periods from suppliers, utilization of banking facilities and issue of bills such as short-term commercial acceptance notes and bank acceptance notes.

#### **Financial Management and Policy**

The finance department is responsible for financial risk management of the Group. One of our key financial policies is to manage exchange rate risk.

As at 30 June 2016, most of the Group's assets and liabilities were denominated in RMB, except for restricted cash and bank deposits which in total were equivalent to approximately RMB431 million, financial assets at fair value through profit or loss of approximately RMB125 million, accounts receivable and other receivable of approximately RMB1,143 million, borrowings of approximately RMB53 million, accounts payable and other payables of approximately RMB38 million and amounts due to related parties of approximately RMB0.01 million, all of which were denominated in currencies other than RMB.

#### **Capital Structure**

As at 30 June 2016, total equity of the Group was RMB21,889 million, representing an increase of RMB173 million or 0.8% when compared with RMB21,716 million at the end of 2015.

As at 30 June 2016, the Company's market capitalisation was RMB7,882 million (calculated by issued share capital: 2,760,993,339 shares, closing price: HKD3.34 per share and at the exchange rate of 0.85467 between HKD and RMB).

## **DIVIDENDS**

The Board does not propose the declaration of any interim dividends for the six months ended 30 June 2016.

#### **GOING CONCERN**

Based on the current financial forecast and the funding that can be utilised, the Group will have sufficient financial resources to continue its operations. As a result, the financial statements were prepared under the going concern assumption.

#### CONTINGENT LIABILITIES, LEGAL PROCEEDINGS AND POTENTIAL LITIGATION

During the Period, the Group was not involved in any litigation, arbitration or administrative proceedings that could have a materially adverse effect on its financial condition and results of operations. The Group estimates that the total amount of claims of all lawsuits is approximately RMB175 million. During the Period, the Group did not make any provision for legal claims.

#### **Disclaimer:**

#### **Non-GAAP** measures

Certain non-GAAP (generally accepted accounting principles) measures, such as export revenue (including affiliated exports), are used for assessing the Group's performance.

These non-GAAP measures are not expressly permitted measures under GAAP in Hong Kong and may not be comparable to similarly titled measures for other companies. Accordingly, such non-GAAP measures should not be considered as an alternative to operating income as an indicator of the operating performance of the Group or as an alternative to cash flows from operating activities as a measure of liquidity. The use of non-GAAP measures is provided solely to enhance the overall understanding of the Group's current financial performance. Additionally, since the Group has historically reported certain non-GAAP results to investors, it is considered the inclusion of non-GAAP measures provides consistency in the Group's financial reporting.

## **OTHER INFORMATION**

## **CORPORATE GOVERNANCE**

#### **Corporate Governance Practice**

The Board and senior management of the Company are committed to maintain a high standard of corporate governance, to formulate good corporate governance practice for improvement of accountability and transparency in operations, and to strengthen the internal control system from time to time so as to ensure to meet with the expectations of the Shareholders. The Company has adopted the corporate governance codes as set out in Appendix 14 "Corporate Governance Code and Corporate Governance Report" to the Listing Rules as its own code of corporate governance (the "**CG Code**").

During the Period, the Company has been in compliance with the CG Code, save for the Company did not establish a nomination committee. According to article 82 of the Articles of Association, the Board is entitled, from time to time and at any time, to appoint any person to be a Director for filling any vacant directorship or for increasing the number of Directors. In assessing the nominations of new Directors, the Board will consider their relevant experience, professional and educational background, and potential contributions that may be brought to the Company. The Board takes up all functions of nomination committee as required under the Listing Rules.

#### Compliance of Rule 3.10A, 3.11 and 3.21 of the Listing Rules

Upon the resignation of Dr. Ouyang Minggao, Dr. Lu Bingheng and Dr. Huang Shaoan as INEDs on 11 December 2015, the Board comprised fourteen members including three INEDs. As a result, the number of INEDs had fallen below one-third of the Board as required under Rule 3.10A of the Listing Rules. In addition, after the resignation of Dr. Ouyang Minggao, the number of members of the Audit Committee was two which the number of the members of the Audit Committee had fallen below three as required under Rule 3.21 of the Listing Rules.

On 9 March 2016, the Company appointed Dr. Wang Dengfeng as an INED and a member of the Audit Committee. On 11 April 2016, the Company appointed Mr. Zhao Hang as an INED and a member of the Strategy and Investment Committee. After such appointments, the Board comprised sixteen members including five INEDs with the number of INEDs had still fallen below one-third of the Board. The Company had therefore failed to comply with Rules 3.10A and 3.11 of the Listing Rules by not having appointed a sufficient number of INEDs and not being able to do so within the required time frame. After the appointment of Dr. Wang Dengfeng as a member of the Audit Committee, the Audit Committee has sufficient number of the members, being three members as required under Rule 3.21 of the Listing Rules.

On 19 May 2016, Mr. Anders Olof Nielsen resigned as NED. Following the resignation of Mr. Nielsen, the Board comprised fifteen members including eight executive directors, two NEDs and five INEDs. The number of INEDs on the Board represents one-third of the members of the Board and, therefore, was in compliance with the requirement of the number of INEDs under Rule 3.10A of the Listing Rules but failed to comply with Rule 3.11 of the Listing Rules by having appointed a sufficient number of INEDs within the required time frame.

Upon the appointment of Mr. Matthias Gründler as a NED by the Company on 1 July 2016, the Board comprised sixteen members including five INEDs. As a result, the number of INEDs had fallen below one-third of the Board as required under Rule 3.10A of the Listing Rules.

On 30 August 2016, the Company has announced the appointment of Mr. Liang Qing as an INED of the Company with effect from 1 September 2016. After such appointment, the Board will comprise seventeen members, including six INEDs, and the number of INEDs will be in compliance with the requirement under Rule 3.10A of the Listing Rules.

#### **Directors' Securities Transactions**

The Company has adopted Appendix 10 "Model Code for Securities Transactions by Directors of Listed Issuers" to the Listing Rules as the code of conduct for securities transactions by the Directors (the "**Model Code**"). After making specific enquires with all Directors by the Company, all Directors have confirmed that they have complied with the standards required by the Model Code for the Period.

#### Board

The Board is responsible for formulating group policies and business directions, and monitoring internal controls and performances. As at 30 June 2016, the Board had a total of fifteen Directors comprising eight executive Directors, Mr. Ma Chunji, Mr. Cai Dong, Mr. Tong Jingen, Mr. Wang Shanpo, Mr. Kong Xiangquan, Mr. Liu Wei, Mr. Liu Peimin and Mr. Franz Neundlinger; two non-executive Directors, Mr. Andreas Hermann Renschler and Mr. Joachim Gerhard Drees and five independent non-executive Directors, Dr. Lin Zhijun, Mr. Chen Zheng, Mr. Yang Weicheng, Dr. Wang Dengfeng and Mr. Zhao Hang. Mr. Ma Chunji is the chairman of the Board and Mr. Cai Dong is the president of the Company.

Mr. Matthias Gründler was appointed as a NED with effect from 1 July 2016. Mr. Liang Qing will be appointed as an INED with effect from 1 September 2016.

#### **Executive Committee**

The Executive Committee has been formed by all the EDs as appointed from time to time and is responsible for implementing the decisions made by the Board and managing daily operations. As at 30 June 2016, the Executive Committee comprised eight members, namely, Mr. Ma Chunji, Mr.Cai Dong, Mr. Tong Jingen, Mr. Wang Shanpo, Mr. Kong Xiangquan, Mr. Liu Wei, Mr. Liu Peimin and Mr. Franz Neundlinger. Mr. Ma Chunji is the chairman of the Executive Committee.

#### **Strategy and Investment Committee**

The Strategy and Investment Committee is mainly responsible for the formulation of medium and long term strategic plans and business development strategies of the Group including the study and recommendation of significant investment financing initiatives and significant capital operations and asset operation projects. As at 30 June 2016, the Strategy and Investment Committee comprised five members, namely, Mr. Ma Chunji, Mr. Cai Dong, Mr. Wang Shanpo, Mr. Franz Neundlinger and Mr. Zhao Hang. Mr. Ma Chunji, Mr. Cai Dong, Mr. Wang Shanpo and Mr. Franz Neundlinger are EDs. Mr. Zhao Hang is an INED. Mr. Ma Chunji is the chairman of the Strategy and Investment Committee.

#### **Remuneration Committee**

The Remuneration Committee is mainly responsible for the appraisal of the Directors and senior management performance and making recommendation to the Board on their remuneration including the formulation of performance assessment standards, procedures, major proposals and mechanisms of the assessment systems, rewards and penalties. The Remuneration Committee will also supervise the remuneration and other benefits offered by the Group to the Directors. As at 30 June 2016, the Remuneration Committee comprised five members, namely, Mr. Chen Zheng, Dr. Lin Zhijun, Mr. Yang Weicheng, Mr. Tong Jingen and Mr. Liu Wei. Mr. Chen Zheng, Dr. Lin Zhijun and Mr. Yang Weicheng are INEDs. Mr. Tong Jingen and Mr. Liu Wei are EDs. Mr. Chen Zheng is the chairman of the Remuneration Committee.

## Other Information

#### Audit Committee

The Audit Committee is mainly responsible for reviewing and monitoring the financial control, internal control and risk management systems, including reassessment of the financial and accounting policies, review of interim reports, annual reports and financial statements of the Group, etc. In addition, the Audit Committee is responsible for the appointment, re-appointment and removal of external auditor, and for reporting to the Board on the recommendation, review and supervision of the external auditor in respect of its independence and objectivity, the effectiveness of the audit procedures, the formulation of policies on the provision of non-audit services by the external auditor, the handling of any issues related to the resignation of auditor or the removal of such auditor and the communication with the external auditor on auditing matters. The Audit Committee is also responsible for performing the corporate governance functions. As at 30 June 2016, the Audit Committee comprised three members, namely, Dr. Lin Zhijun, Mr. Chen Zheng and Dr. Wang Dengfeng who all are INEDs. Dr. Lin Zhijun is the chairman of the Audit Committee.

#### **REVIEW OF INTERIM RESULTS**

This unaudited condensed consolidated interim financial information of the Group for the six months ended 30 June 2016 has been reviewed by the Audit Committee and by PricewaterhouseCoopers, the auditor of the Company, in accordance with Hong Kong Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by Hong Kong Institute of Certified Public Accountants.

#### PAST PERFORMANCE AND FORWARD-LOOKING STATEMENTS

The performance and the results of operations of the Group contained in this interim report are historical in nature, and past performance is no guarantee of the future results of the Group. Any forward-looking statements and opinions contained in this interim report are based on current plans, estimates and projections, and therefore involve risks and uncertainties. Actual results may differ materially from expectations discussed in such forward-looking statements and opinions. The Group, the Directors, employees and agents of the Group assume (a) no obligation to correct or update the forward-looking statements or opinions contained in this interim report; and (b) no liability in the event that any of the forward-looking statements or opinions do not materialise or turn out to be incorrect.

#### PURCHASE, SALE OR REDEMPTION OF SHARES

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any listed securities of the Company during the Period.

#### **COMMUNICATIONS WITH SHAREHOLDERS**

The Company considers that active communications with investors are important and provides reports with transparency and clarity in disclosures. Any significant events fall to be disclosed will be published in a timely, accurate and complete manner through the Company's website and HKExnews, website of Hong Kong Exchanges and Clearing Limited, so as to safeguard shareholders' rights of information and participation. Ji'nan Truck Company publishes its announcements in the website of Shenzhen Stock Exchange as required by the regulations. The Company announces the latest financial information of Ji'nan Truck Company from time to time in the Company's website and HKExnews.

The securities department of the Company is responsible for promoting investor relations actively for increased communications and ensuring that the investors are able to obtain information about the Group on a fair and timely basis to assist them in making the best investment decisions. For cultivating good relationship with shareholders and potential investors, the Company had participated in a number of one-on-one meetings, investors' conferences, road shows and production base site visits during the Period. Analysts and fund managers may enrich their knowledge on the production operations of the Group through these activities. Investors and the public may also browse the website of the Company at www.sinotruk.com for the latest information available in respect of the Group including information on the financial conditions and the business developments.

# DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2016, the directors and chief executives of the Company and their associates (as defined in the Listing Rules) had the following interests in the shares of the Company and its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company under section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers:

#### **Associated corporation**

Ordinary shares in Ji'nan Truck Company - subsidiary of the Company

#### Long position

		Number of	Perentage of
Name	Nature of interests	shares held	shareholding
Mr. Ma Chunji	Beneficial interest	150,125	0.0224%
Mr. Cai Dong	Family interest	34,000	0.0051%
Mr. Tong Jingen	Beneficial interest	120,000	0.0179%
Mr. Wang Shanpo	Beneficial interest	52,800	0.0079%
Mr. Kong Xiangquan	Beneficial interest	98,944	0.0147%
Mr. Liu Wei	Beneficial interest	98,880	0.0147%
Mr. Liu Peimin	Beneficial interest	128,000	0.0191%

Save as disclosed above, as at 30 June 2016, none of the Directors and chief executives of the Company or their associates (as defined in the Listing Rules) had interests or short positions in the shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company under section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers.

## **Other Information**

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

As at 30 June 2016, other than the interests of the Directors and chief executives of the Company as disclosed above, the Company has been notified of the following interests in the shares of the Company as recorded in the register required to be kept by the Company under section 336 of the SFO:

#### A) The Company

Long position

ature of interests	Note	shares held	shareholding
			Sharenoluling
orporate interests	(a)	1,408,106,603	51%
eneficial interest		1,408,106,603	51%
orporate interests	(b)	690,248,336	25%
orporate interests	(C)	690,248,336	25%
orporate interests	(d)	690,248,336	25%
orporate interests	(e)	690,248,336	25%
orporate interests	(f)	690,248,336	25%
orporate interests	(g)	690,248,336	25%
orporate interests	(h)	690,248,336	25%
orporate interests	(i)	690,248,336	25%
eneficial interest		690,248,336	25%
	orporate interests eneficial interest orporate interests orporate interests	eneficial interest porporate interests (b) porporate interests (c) porporate interests (d) porporate interests (e) porporate interests (f) porporate interests (g) porporate interests (h) porporate interests (i)	eneficial interest1,408,106,603orporate interests(b)690,248,336orporate interests(c)690,248,336orporate interests(d)690,248,336orporate interests(e)690,248,336orporate interests(f)690,248,336orporate interests(g)690,248,336orporate interests(h)690,248,336orporate interests(g)690,248,336orporate interests(h)690,248,336orporate interests(h)690,248,336orporate interests(i)690,248,336

Notes:

- (a) CNHTC holds entire interests in Sinotruk (BVI) Limited.
- (b) Ferdinand Porsche holds 90% interests in Ferdinand Porsche Familien-Holding GmbH.
- (c) Ferdinand Porsche Familien-Holding GmbH holds 73.85% interest in Ferdinand Alexander Porsche GmbH.
- (d) Ferdinand Alexander Porsche GmbH holds entire interest in Familie Porsche Beteiligung GmbH.
- (e) Familie Porsche Beteiligung GmbH holds 51.69% interests in Porsche Automobil Holding SE.
- (f) Porsche Automobil Holding SE holds 50.73% interests in Volkswagen AG.
- (g) Volkswagen AG holds entire interests in Volkswagen Truck & Bus GmbH.
- (h) Volkswagen Truck & Bus GmbH holds 75.28% interests in MAN SE.
- (i) MAN SE holds entire interests in MAN Finance and Holding S.A. which is formerly known as "MAN Finance and Holding S.A.R.L.".

B) Members of the Group Long position

Name of equity holder	Nature of interests	Name of member of the Group	Percentage of equity interest held
Liuzhou Yunli Assets Investment and Guarantee Co., Ltd.	Beneficial interest	Sinotruk Liuzhou Yunli Special Vehicles Co., Ltd.	40%
Yongan Fudi Investment Co., Ltd.	Beneficial interest	Fujian Haixi Company	20%
Chengdu Dachenggong Mechanics Co., Ltd.	Beneficial interest	Chengdu Wangpai Company	20%
Suizhou Huawei Investment Holdings Co., Ltd.	Beneficial interest	Sinotruk Hubei Huawei Special Vehicles Co., Ltd.	40%
Shandong International Equity Trust Corporation	Beneficial interest	ShanDong HOWO Auto Finance Co., Ltd.	30%
CNHTC	Beneficial interest	ShanDong HOWO Auto Finance Co., Ltd.	20%
China-Africa Manufacturing and Investment Limited	Beneficial interest	Sinotruk (Hong Kong) Hongye Limited (Note)	35%

Note: Sinotruk (Hong Kong) Hongye Limited is the joint venture company of the Company but is defined as a subsidiary of the Company under the SFO and the Companies Ordinance.

Save as disclosed above, as at 30 June 2016, no other persons had any interests or short positions in the shares or underlying shares of the Company recorded in the register required to be kept by the Company under section 336 of the SFO or who were directly or indirectly interested in 5% or more of any class of share capital carrying rights to vote in all circumstances at general meetings of any member of the Group.

### SPECIFIC PERFORMANCE BY THE CONTROLLING SHAREHOLDER

On 21 February 2014, the Company had entered into a facility agreement (the "**Facility Agreement**") with Bank of China (Hong Kong) Limited and other financial institutions for the borrowing of RMB1,000,000,000 for 36 months (the "**Facility**").

Pursuant to the Facility Agreement, it will be an event of default if CNHTC is no longer the beneficial owner (directly or indirectly) of more than 50% of the entire issued share capital of the Company. In case of an occurrence of an event of default which is continuing, the agent of the Facility may by notice to the Company (a) cancel the Facilities whereupon such Facility shall be immediately cancelled; (b) declare that all or part of the loans made or to be made under the Facility or the principal amount outstanding for the time being of this loan (the "Loan"), together with accrued interest, and all other amounts accrued or outstanding under the Facility Agreement and other documents designated as finance documents under the Facility Agreement by the agent and the Company be immediately due and payable, whereupon such Loan and other amounts shall immediately become due and payable; and/or (c) declare that all or part of the Loan be payable on demand, whereupon such Loan shall immediately become payable on demand by the agent.

### **CONSTITUTIONAL DOCUMENTS**

There has been no changes in the Articles of Association during the Period.

By order of the Board **Ma Chunji** *Chairman* Beijing, PRC, 30 August 2016

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## REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION



羅兵咸永道

#### TO THE BOARD OF DIRECTORS OF SINOTRUK (HONG KONG) LIMITED

(incorporated in Hong Kong with limited liability)

## INTRODUCTION

We have reviewed the interim financial information set out on pages 28 to 68, which comprises the interim condensed consolidated statement of financial position of Sinotruk (Hong Kong) Limited (the "Company") and its subsidiaries (together, the "Group") as at 30 June 2016 and the related interim condensed consolidated statements of comprehensive income, changes in equity and cash flows for the six-month period then ended, and a summary of significant accounting policies and other explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting". Our responsibility is to express a conclusion on this interim financial information based on our review and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

## **SCOPE OF REVIEW**

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

## CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting".

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#### PricewaterhouseCoopers

Certified Public Accountants

Hong Kong, 30 August 2016

PricewaterhouseCoopers, 22/F Prince's Building, Central, Hong Kong T: +852 2289 8888, F: +852 2810 9888, www.pwchk.com

## INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

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		Unau	
		Six months er	nded 30 June
	Note	2016	2015
Revenue Cost of sales	6	15,330,582 (12,748,629)	14,257,545 (11,677,417)
Gross profit		2,581,953	2,580,128
Distribution costs Administrative expenses Other gains – net		(970,535) (1,187,771) 113,732	(1,140,522) (1,195,552) 291,472
Operating profit	7	537,379	535,526
Finance income Finance costs		28,285 (175,696)	34,015 (176,196)
Finance costs – net		(147,411)	(142,181)
Share of profits less losses of investments accounted for using the equity method	13	28,489	946
Profit before income tax		418,457	394,291
Income tax expense	8	(114,934)	(101,772)
Profit for the period		303,523	292,519
Other comprehensive income:			
Item that will not be reclassified subsequently to profit or loss Remeasurements of termination and post-employment benefit obligations		_	(6,080)
Items that may be reclassified to profit or loss Change in value of available-for-sale financial assets Currency translation differences		3,032 18,549	(347)
Total comprehensive income for the period		325,104	286,092

## Interim Condensed Consolidated Statement of Comprehensive Income

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

Unaudited

		• Hereit	artoa
		Six months er	nded 30 June
	Note	2016	2015
Profit attributable to:			
<ul> <li>owners of the Company</li> </ul>		242,614	238,376
<ul> <li>non-controlling interests</li> </ul>		60,909	54,143
		303,523	292,519
Total comprehensive income attributable to:			
- owners of the Company		264,195	233,428
- non-controlling interests		60,909	52,664
		325,104	286,092
Earnings per share for profit attributable to owners of the Company for the period (expressed in RMB per share)			
– basic and diluted	9	0.09	0.09

The notes on pages 36 to 68 are an integral part of this condensed consolidated interim financial information.

## INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2016

(All amounts in RMB thousands unless otherwise stated)

	Note	Unaudited 30 June 2016	Audited 31 December 2015
ASSETS			
Non-current assets			
Land use rights	11	1,757,053	1,776,640
Property, plant and equipment	11	10,640,340	11,093,673
Investment properties	12	246,594	206,940
Intangible assets	11	387,990	474,367
Goodwill		3,868	3,868
Deferred income tax assets		1,222,467	1,161,762
Investments accounted for using the equity method	13	429,761	398,092
Available-for-sale financial assets		190,167	155,431
Trade receivables and other receivables	15	483,420	383,708
Current assets		15,361,660	15,654,481
Inventories	14	6,290,485	6,346,477
Trade receivables, other receivables and other current assets	15	14,786,806	13,132,715
Financial assets at fair value through profit or loss	10	126,621	129,499
Other current financial assets		1,597,481	
Amounts due from related parties	25(b)	99,807	490,664
Cash and bank balances	16	6,966,141	6,581,602
		29,867,341	26,680,957
Total assets		45,229,001	42,335,438
EQUITY Equity attributable to owners of the Company			
Share capital	17	16,717,024	16,717,024
Other reserves		(1,170,802)	(1,203,176)
Retained earnings		3,994,891	3,824,272
		19,541,113	19,338,120
Non-controlling interests		2,348,258	2,377,550
Total equity		21,889,371	21,715,670

## Interim Condensed Consolidated Statement of Financial Position

As at 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

	Unaudited	Audited
	30 June	31 December
Note	2016	2015
LIABILITIES Non-current liabilities		
	505 500	0.001.070
Borrowings 18	595,500	2,291,276
Deferred income tax liabilities	27,404	27,405
Termination and post-employment benefit obligations 19	12,080	13,850
Deferred income	273,363	266,634
	908,347	2,599,165
Current liabilities		_,,
Trade payables, other payables and other current liabilities 20	16,567,844	13,544,439
Financial liabilities at fair value through profit or loss		5,420
Current income tax liabilities	92,938	23,012
		,
	4,916,556	3,379,704
Amounts due to related parties 25(b)	461,636	751,860
Provisions for other liabilities 21	392,309	316,168
	22,431,283	18,020,603
Total liabilities	23,339,630	20,619,768
Total equity and liabilities	45,229,001	42,335,438

The notes on pages 36 to 68 form an integral part of this condensed consolidated interim financial information.

The condensed consolidated interim financial information on pages 28 to 68 were approved by the board of directors of the Company on 30 August 2016, and were signed on its behalf.

Ma Chunji Director Kong Xiangquan Director

## INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

							Unaudited					
					Attributab	Attributable to owners of the Company	Jompany				Non- controlling interests	Total equity
	Note	Share capital	Capital reserve	Revaluation reserve	Statutory reserves	Discretionary reserve	Merger reserve	Translation reserve	Retained earnings	Total		
Balance at 1 January 2015		16,717,024	(3,672,258)	1,053	1,183,389	104,294	1,144,582	(83,494)	3,776,288	19,170,878	2,075,501	21,246,379
Profit for the period		Ι	Ι	Ι	I	I	I	I	238,376	238,376	54,143	292,519
Other comprehensive income Remeasurements of termination and												
post-employment benefit obligations		Ι	Ι	I	I	I	I	Ι	(4,601)	(4,601)	(1,479)	(080)
Currency translation differences		I	T	I	T	I	I	(347)	I	(347)	I	(347)
Total other comprehensive income for the period		Ι	Ι	Ι	Ι	Ι	Ι	(347)	(4,601)	(4,948)	(1,479)	(6,427)
Transactions with owners in their capacity												
as owners Dividends of the Company relating to 2014		I	I	I	I	I	I	I	(130,781)	(130,781)	I	(130,781)
Dividends of subsidiaries distributed to non-controlling interests		I	Ι	I	Ι	Ι	Ι	I	Ι	I	(46,175)	(46,175)
Contribution from ultimate holding company		I	39,157	I	Ι	I	I	I	Ι	39,157	I	39,157
Changes in ownership interests in subsidiaries without change of control		L	230	T	L	I	L	I	T	230	(2,908)	(7,678)
Total transactions with owners in their capacity as owners		I	39,387	I	I	Ι	Ι	I	(130,781)	(91,394)	(54,083)	(145,477)
Appropriation to reserves		T	I	I	1,008	I	I	T	(1,008)	T	I	I
Balance at 30 June 2015		16,717,024	(3,632,871)	1,053	1,184,397	104,294	1,144,582	(83,841)	3,878,274	19,312,912	2,074,082	21,386,994

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#### (41,452) (151,403) Total equity 3,032 18,549 (70,231) (39,720) 303,523 21,715,670 21,581 21,889,371 interests (41,452) (48,749) (90,201) 2,348,258 controlling 2,377,550 606'09 Non-(61,202) (70,231) 19,541,113 18,549 Total 19,338,120 3,032 242,614 21,581 (70,231) (1,764) Retained earnings 242,614 (70,231) 3,994,891 3,824,272 (14,970) Translation reserve (33,519) 18,549 8.549 Merger reserve 1.144.582 1,144,582 Attributable to owners of the Company 104,294 104,294 reserve Discretionary Statutory 1,211,618 reserves 1,209,854 1.764 reserve 3,032 7,516 3,032 Revaluation **1**48 (3,623,842) Capital reserve 9,029 9,029 (3,632,871) capital 16,717,024 Share 16,717,024 Note R Fotal other comprehensive income for the period Changes in ownership interests in subsidiaries Dividends of the Company relating to 2015 Fransactions with owners in their capacity Dividends of subsidiaries distributed to Change in value of available-for-sale Fotal transactions with owners in their Currency translation differences Other comprehensive income without change of control non-controlling interests Balance at 1 January 2016 Appropriation to reserves Balance at 30 June 2016 capacity as owners Profit for the period financial assets as owners

The notes on pages 36 to 68 are an integral part of this condensed consolidated interim financial information.

## Interim Condensed Consolidated Statement of Changes in Equity

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

Unaudited

## INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

Unaudited

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

	Six months e	nded 30 June
Not	e 2016	2015
Cash flows from operating activities		
Cash generated from operations	3,351,705	2,032,007
Interest paid	(205,869)	(181,463)
Income tax paid	(63,520)	(134,776)
Net cash generated from operating activities	3,082,316	1,715,768
Cash flows from investing activities		
Acquisition of a jointly controlled entity	<u> </u>	(61,140)
Purchase of land use rights	<u> </u>	(18,243)
Purchase of property, plant and equipment	(165,928)	(353,981)
Proceeds from disposals of property, plant and equipment	32,065	145,368
Purchase of intangible assets	(440)	(94)
Purchase of wealth management products with principal		
and interests guaranteed	(1,150,000)	(1,500,000)
Proceeds from disposals of wealth management products		
with principal and interests guaranteed	757,034	1,056,964
Purchase of financial assets at fair value through profit or loss	(1,731)	(200,000)
Proceeds from disposals of financial assets at fair		
value through profit or loss	4,352	185,750
Dividends income received from financial assets at fair		
value through profit or loss		214
Purchase of available-for-sale financial assets	(31,704)	(152,000)
Purchase of other current financial assets	(1,697,481)	(200,000)
Proceeds from disposal of other current financial assets	104,623	—
Prepayment for long-term investments		(250,000)
Interest received	23,991	60,166
Dividends received from associate	4,023	—
Net cash used in investing activities	(2,121,196)	(1,286,996)

# Interim Condensed Consolidated Statement of Cash Flows

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

Unaudited

		enduartea		
		Six months en	ded 30 June	
	Note	2016	2015	
Cash flows from financing activities				
Decrease in restricted cash		—	150,000	
Proceeds from borrowings	18	2,562,862	1,643,184	
Repayments of borrowings	18	(2,722,887)	(2,621,791)	
Acquisition of non-controlling interests		(35,113)		
Dividends paid to non-controlling interests		(29,869)	(50,695)	
Net cash used in financing activities		(225,007)	(879,302)	
·				
Net increase/(decrease) in cash and cash equivalents		736,113	(450,530)	
Cash and cash equivalents at beginning of the period		4,946,080	6,440,131	
Exchange gains on cash and cash equivalents		9,360	3,346	
Cook and each againstants at and of the newled	16	E 601 EE2	5 002 047	
Cash and cash equivalents at end of the period	10	5,691,553	5,992,947	

The notes on pages 36 to 68 form an integral part of this condensed consolidated interim financial information.

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

#### **1 GENERAL INFORMATION**

Sinotruk (Hong Kong) Limited (the "Company") was incorporated in Hong Kong on 31 January 2007 as a limited liability company as a result of a group reorganisation of China National Heavy Duty Truck Group Company Limited ("CNHTC"). The address of the Company's registered office is situated at Units 2102-2103, China Merchants Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong. The Company's shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited.

The Company together with its subsidiaries are hereinafter collectively referred to as the Group. The Group is principally engaged in the research, development and manufacturing of heavy duty trucks, medium-heavy duty trucks and light duty trucks, buses and related key parts and components including engines, cabins, axles, steel frames and gearbox, and the provision of finance services.

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

The financial information relating to the year ended 31 December 2015 that is included in the condensed consolidated interim financial information for the six months ended 30 June 2016 as comparative information does not constitute the Company's statutory annual consolidated financial statements for that year but is derived from those financial statements. Further information relating to these statutory financial statements required to be disclosed in accordance with section 436 of the Hong Kong Companies Ordinance (Cap. 622 of the Laws of Hong Kong) is as follows:

The Company has delivered the financial statements for the year ended 31 December 2015 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Hong Kong Companies Ordinance (Cap. 622 of the Laws of Hong Kong).

The Company's auditor has reported on those financial statements. The auditor's report was unqualified; did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying its report; and did not contain a statement under sections 406(2), 407(2) or (3) of the Hong Kong Companies Ordinance (Cap. 622 of the Laws of Hong Kong).

### 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 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").

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

## 2 BASIS OF PREPARATION (CONTINUED)

#### 2.1 Going-concern basis

The Group meets its day-to-day working capital requirements through its bank facilities and loans from related parties. After making enquiries, the directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. The Group therefore continues to adopt the going concern basis in preparing its condensed consolidated interim financial information.

### **3 ACCOUNTING POLICIES**

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

- (a) Taxes on income in the interim periods are accrued using the tax rate that would be applicable to the expected total annual earnings.
- (b) New and amended standards that have been issued and are effective for periods commencing on 1 January 2016:

HKFRS 14 "Regulatory Deferral Accounts", describes regulatory deferral account balances as amounts of expense or income that would not be recognised as assets or liabilities in accordance with other standards, but that qualify to be deferred in accordance with HKFRS 14 because the amount is included, or is expected to be included, by the rate regulator in establishing the price(s) that an entity can charge to customers for rate-regulated goods or services.

Amendment to HKFRS 11 "Accounting for acquisitions of interests in joint operations", requires an investor to apply the principles of business combination accounting when it acquires an interest in a joint operation that constitutes a 'business' (as defined in HKFRS 3, "Business combinations").

Amendments to HKAS 16 and HKAS 38 "Clarification of acceptable methods of depreciation and amortization", clarify when a method of depreciation or amortisation based on revenue may be appropriate.

Amendments to HKAS 16 and HKAS 41 "Agriculture: bearer plants", change the reporting for bearer plants, such as grape vines, rubber trees and oil palms. Bearer plants should be accounted for in the same way as property, plant and equipment because their operation is similar to that of manufacturing.

Amendment to HKAS 27 "Equity method in separate financial statements", allows entities to use equity method to account for investments in subsidiaries, joint ventures and associates in their separate financial statements.

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

### **3 ACCOUNTING POLICIES (CONTINUED)**

(b) New and amended standards that have been issued and are effective for periods commencing on 1 January 2016: (Continued)

Annual improvements 2014 include changes from the 2012-2014 cycle of the annual improvements project that affect 4 standards:

- 1. Amendment to HKFRS 5, "Non-current assets held for sale and discontinued operations" clarifies that when an asset (or disposal group) is reclassified from 'held for sale' to 'held for distribution', or vice versa, this does not constitute a change to a plan of sale or distribution, and does not have to be accounted for as such. This means that the asset (or disposal group) does not need to be reinstated in the financial statements as if it had never been classified as 'held for sale' or 'held for distribution' simply because the manner of disposal has changed. It also explains that the guidance on changes in a plan of sale should be applied to an asset (or disposal group) which ceases to be held for distribution but is not classified as 'held for sale'.
- 2. Amendments to HKFRS 7, "Financial instruments: Disclosures": If an entity transfers a financial asset to a third party under conditions which allow the transferor to derecognise the asset, HKFRS 7 requires disclosure of all types of continuing involvement that the entity might still have in the transferred assets. Besides, it also clarifies the additional disclosure required by the amendments to HKFRS 7, 'Disclosure offsetting financial assets and financial liabilities' is not specifically required for all interim periods, unless required by HKAS 34.
- 3. Amendment to HKAS 19, "Employee benefits" clarifies when determining the discount rate for post-employment benefit obligations, it is the currency that the liabilities are denominated in that is important, not the country where they arise.
- 4. Amendment to HKAS 34, "Interim financial reporting" clarifies what is meant by the reference in the standard to 'information disclosed elsewhere in the interim financial report'. It also amends HKAS 34 to require a cross-reference from the interim financial statements to the location of that information.

Amendments to HKAS 1 "Disclosure initiative", clarify guidance in HKAS 1 on materiality and aggregation, the presentation of subtotals, the structure of financial statements and the disclosure of accounting policies.

The adoption of the above new and amended standards did not give rise to any significant impact on the Group's results of operations and financial position for the six months ended 30 June 2016.

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

## **3 ACCOUNTING POLICIES (CONTINUED)**

(c) New and amended standards have been issued and are effective for periods commencing after 1 January 2016 and have not been early adopted by the Group:

		Effective for annual periods beginning on or after
Amendments to HKAS 12	"Income taxes"	1 January 2017
Amendments to HKAS 7	"Statement of cash flows"	1 January 2017
HKFRS 15	"Revenue from contracts with customers"	1 January 2018
HKFRS 9	"Financial instruments"	1 January 2018
HKFRS 16	"Leases"	1 January 2019
Amendments to HKFRS 10 and HKAS 28	"Sale or contribution of assets between an investor and its associate or joint venture"	To be determined

The Group is in the process of making an assessment of above new and amended standards' impacts and is not yet in a position to state whether any substantial changes to the Group's significant accounting policies and presentation of the financial information will be resulted in.

### **4 ESTIMATES**

The preparation of 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 these 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 that applied to the consolidated financial statements for the year ended 31 December 2015 with the exception of changes in estimates that are required in determining the provision for income taxes.

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

### 5 FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

#### 5.1 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 and cash flow interest rate risk), credit risk and liquidity risk.

The condensed consolidated interim financial information do 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 any risk management policies since the last year end.

#### 5.2 Liquidity risk

The table below analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period at the date of the financial position to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Unaudited Repayment period			
As at 30 June 2016	Less than 1 year	Between 1 and 2 years	Total	
Borrowings Interests payments on borrowings (a) Trade and other payables (b) Amounts due to related parties Interests payments on borrowings	4,916,556 133,804 15,129,400 431,325	595,500 11,407 — —	5,512,056 145,211 15,129,400 431,325	
from related parties	661 20,611,746	606,907	661 21,218,653	

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

## 5 FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS (CONTINUED)

#### 5.2 Liquidity risk (Continued)

	Re		
	Less than	Between 1	
As at 31 December 2015	1 year	and 2 years	Total
Borrowings	3,379,704	2,291,276	5,670,980
Interests payments on borrowings (a)	175,023	40,340	215,363
Trade and other payables (b)	12,181,353		12,181,353
Amounts due to related parties	740,876		740,876
Interests payments on borrowings			
from related parties	1,442		1,442
	16,478,398	2,331,616	18,810,014

- (a) The interest on borrowings is calculated based on borrowings held as at 30 June 2016 and 31 December 2015 respectively without taking into account of future issues. Floating-rate interest is estimated using current interest rate as at 30 June 2016 and 31 December 2015 respectively.
- (b) Trade and other payables include trade and bills payables, accrued expenses and other payables as stated in Note 20.

#### 5.3 Fair value estimation

The table below analyses 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).

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For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

### 5 FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS (CONTINUED)

#### 5.3 Fair value estimation (Continued)

The following table presents the Group's financial assets that are measured at fair value at 30 June 2016:

		Unaudited				
	Level 1	Level 2	Level 3	Total		
Assets						
Financial assets at fair value through profit or loss	126,621			126,621		
Available-for-sale financial assets – Wealth management product	_		158,463	158,463		
Other current financial assets – Wealth management products						
with maturity less than one year			1,597,481	1,597,481		
Total assets	126,621		1,755,944	1,882,565		

The following table presents the Group's financial assets and liabilities that are measured at fair value at 31 December 2015:

	Audited				
	Level 1	Level 2	Level 3	Total	
Assets					
Financial assets at fair value					
through profit or loss	129,499		—	129,499	
Available-for-sale financial assets					
<ul> <li>Wealth management product</li> </ul>			155,431	155,431	
Total assets	129,499		155,431	284,930	
Liabilities					
Financial liabilities at fair value through profit or loss					
- Forward foreign exchange contracts		5,420	—	5,420	

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

## 5 FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS (CONTINUED)

#### 5.3 Fair value estimation (Continued)

During the six months 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.

During the six months ended 30 June 2016, there were no reclassifications of financial assets and no transfers among different levels.

Level 1 financial assets at fair value through profit or loss comprises equity investment traded in The Stock Exchange of Hong Kong Limited and Shanghai Stock Exchange. Their fair values are based on closing prices.

Level 3 available-for-sale financial assets and other current financial assets include wealth management products acquired from a trust company at principal of RMB152 million and from banks at principles of RMB1,597 million respectively with interest rates non-guaranteed. Their fair values are estimated by using a discounted cash flow approach and main inputs used by the Group are estimated yield rates written in contracts by the counterparties.

#### **6 SEGMENT INFORMATION**

The chief operating decision-maker has been identified as the board of directors (the "Board") of the Company, while it delegates the executive committee (the "Executive Committee") comprising all executive directors to execute its decisions. The Executive Committee reviews the Group's internal reports in order to assess performance and allocate resources. The Executive Committee has determined the operating segments based on these reports.

The Executive Committee considers the operating segments from both a geographic and business perspective. From a geographic perspective, the Executive Committee assesses the revenue from Mainland China and overseas. From a business perspective, the Executive Committee assesses the performance of heavy duty trucks, light duty trucks and buses, engines and finance.

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

#### 6 SEGMENT INFORMATION (CONTINUED)

- Heavy duty trucks Manufacture and sale of heavy duty trucks, medium-heavy duty trucks and related components;
- (ii) Light duty trucks and buses Manufacture and sale of light duty trucks, buses, and related components;
- (iii) Engines Manufacture and sale of engines and related parts; and
- (iv) Finance Provision for deposits taking, borrowings, bills and notes discounting and entrustment loans to the members of the Group and the members of CNHTC and its subsidiaries excluding the Group ("CNHTC Group") and financing services.

The Executive Committee assesses the performance of the operating segments based on a measure of revenue and operating profit. This measurement is consistent with that in the annual financial statements.

Operating expenses of a functional unit are allocated to the relevant segment which is the predominant user of the services provided by the unit. Operating expenses of other shared services which cannot be allocated to a specific segment and corporate expenses are included as unallocated expenses.

Segment assets are those operating assets that are employed by a segment in its operating activities. Segment assets are determined after deducting related allowance that are reported as direct offsets in the statement of financial position. Segment assets consist primarily of land use rights, property, plant and equipment, intangible assets, investments accounted for using the equity method, available-for-sale financial assets, inventories, receivables, financial assets at fair value through profit or loss, other current financial assets and operating cash. They exclude income tax assets.

Segment liabilities are those operating liabilities that result from the operating activities of a segment. Segment liabilities do not include borrowings and other liabilities that are incurred for financing rather than operating purpose unless the segment is engaged in financing activities. Segment liabilities do not include income tax liabilities.

Unallocated assets mainly represent deferred tax assets, prepaid tax and the other assets of the Company. Unallocated liabilities mainly represent borrowings, deferred tax liabilities, current tax liabilities and the other liabilities of the Company.

Sales between segments are carried out on terms mutually agreed among these business segments.

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

# 6 SEGMENT INFORMATION (CONTINUED)

The segment results for the six months ended 30 June 2016 are as follows:

	Unaudited					
	Heavy duty trucks	Light duty trucks and buses	Engines	Finance	Elimination	Total
External segment revenue						
Sales of goods	11,437,780	3,324,304	299,390			15,061,474
Provision of financing services	407.005	4 705	45.000	125,082		125,082
Rendering of services	127,025	1,705	15,296			144,026
Total	11,564,805	3,326,009	314,686	125,082		15,330,582
Inter-segment revenue	242,335	67,681	3,202,842	111,911	(3,624,769)	
Segment revenue	11,807,140	3,393,690	3,517,528	236,993	(3,624,769)	15,330,582
Operating profit/(loss) before unallocated expenses	311,939	64,151	122,726	110,014	(60,011)	548,819
Unallocated expenses						(11,440)
Operating profit						537,379
Finance costs - net Share of profits less losses of investments accounted for						(147,411)
using the equity method						28,489
Profit before income tax						418,457
Income tax expense						(114,934)
Profit for the period						303,523

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For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

# 6 SEGMENT INFORMATION (CONTINUED)

The segment results for the six months ended 30 June 2015 are as follows:

	Unaudited					
	Heavy duty	Light duty trucks and				
	trucks	buses	Engines	Finance	Elimination	Total
External segment revenue Sales of goods	11,412,236	1,916,687	375,916	_	_	13,704,839
Provision of financing services Rendering of services	386,406	7,839	13,624	144,837	_	144,837 407,869
Total	11,798,642	1,924,526	389,540	144,837		14,257,545
Inter-segment revenue	232,852	22,574	3,569,239	74,373	(3,899,038)	
Segment revenue	12,031,494	1,947,100	3,958,779	219,210	(3,899,038)	14,257,545
Operating profit/(loss) before unallocated expenses	311,266	(61,612)	315,029	79,893	(102,804)	541,772
Unallocated expenses						(6,246)
Operating profit						535,526
Finance costs - net Share of profits less losses of investments accounted for						(142,181)
using the equity method					-	946
Profit before income tax						394,291
Income tax expense					-	(101,772)
Profit for the period						292,519

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

# 6 SEGMENT INFORMATION (CONTINUED)

The segment assets and liabilities as at 30 June 2016 are as follows:

	Unaudited					
	Heavy duty trucks	Light duty trucks and buses	Engines	Finance	Unallocated	Total
Segment assets Elimination	33,681,363	3,783,287	12,801,187	15,765,174	1,501,911	67,532,922 (22,303,921)
Total assets						45,229,001
Segment liabilities Elimination	15,481,312	2,749,490	4,078,998	12,613,431	5,740,684	40,663,915 (17,324,285)
Total liabilities						23,339,630

Reconciled to entity assets and liabilities as follows:

	Assets	Liabilities
Segment assets/liabilities after elimination Unallocated:	43,727,090	17,598,946
Deferred tax assets/liabilities	1,222,467	27,404
Current tax assets/liabilities	48,953	92,938
Current borrowings	—	4,916,556
Non-current borrowings	—	595,500
Other assets/liabilities of the Company	230,491	108,286
Total	45,229,001	23,339,630

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For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

# 6 SEGMENT INFORMATION (CONTINUED)

The segment assets and liabilities as 31 December 2015:

	Audited					
	Heavy	Light duty trucks and				
	duty trucks	buses	Engines	Finance	Unallocated	Total
Segment assets Elimination	28,966,813	3,811,565	11,859,821	12,572,123	4,071,545	61,281,867 (18,946,429)
Total assets						42,335,438
Segment liabilities Elimination	13,165,061	2,927,494	3,218,078	10,619,850	5,764,546	35,695,029 (15,075,261)
Total liabilities						20,619,768

Reconciled to entity assets and liabilities as follows:

	Assets	Liabilities
Segment assets/liabilities after elimination Unallocated:	38,263,893	14,855,222
Deferred tax assets/liabilities	1,161,762	27,405
Current tax assets/liabilities	91,147	23,012
Current borrowings	—	3,379,704
Non-current borrowings	—	2,291,276
Other assets/liabilities of the Company	2,818,636	43,149
Total	42,335,438	20,619,768

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

# 6 SEGMENT INFORMATION (CONTINUED)

The revenue from external customers in Mainland China and overseas is as follows:

	Unaudited Six months ended 30 June	
	2016	2015
Mainland China Overseas	12,739,223 2,591,359	11,134,936 3,122,609
Total	15,330,582	14,257,545

# 7 OPERATING PROFIT

The following items have been charged/(credited) to the operating profit:

	Unaudited Six months ended 30 June	
	2016	2015
Employee benefit expenses	1,378,081	1,417,931
Warranty expenses (Note 21)	272,655	320,740
Inventory write-downs	57,057	46,659
Amortization of land use rights (Note 11)	20,071	19,319
Depreciation of property, plant and equipment (Note 11)	599,677	619,004
Amortization of intangible assets (Note 11)	87,319	87,032
Gains on disposal of property, plant and equipment	(10,745)	(81,615)
Foreign exchange gains - net	(25,150)	(51,510)
Government grants	(33,104)	(66,965)
Gains on disposal of scraps	(8,492)	(11,870)

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

#### 8 INCOME TAX EXPENSE

	Unaudited	
	Six months ended 30 June	
	2016	2015
Current income tax		
<ul> <li>Hong Kong profits tax</li> </ul>	4,189	14,557
<ul> <li>– PRC corporate income tax</li> </ul>	171,451	170,568
Deferred income tax	175,640 (60,706)	185,125 (83,353)
	114,934	101,772

The Company, Sinotruk (Hong Kong) International Investment Limited and Sinotruk (Hong Kong) Capital Holding Limited are subject to Hong Kong profits tax at the rate of 16.5% (2015: 16.5%) on their estimated assessable profit. In addition, the Company is determined as a Chinese-resident enterprise and, accordingly, is subject to corporate income tax of the People's Republic of China ("PRC"), which has been calculated based on the corporate income tax rate of 25% (2015: 25%).

Taxation on overseas profits has been calculated on the estimated assessable profit during the six months ended 30 June 2016 at the rates of taxation prevailing in the countries in which the Group operates.

Sinotruk Ji'nan Power Co., Ltd. and Sinotruk Hangzhou Engines Co., Ltd. have been recognised as the High New Tech Enterprises in 2014. Sinotruk Ji'nan Fuqiang Power Co., Ltd. has been recognised as the High New Tech Enterprises in 2015. According to the tax incentives of the Corporate Income Tax Law of the PRC (the "CIT Law") for High New Tech Enterprises, these companies are subject to a reduced corporate income tax rate of 15% in 2016 (2015: 15%).

Sinotruk Chongqing Fuel System Co., Ltd., Sinotruk Liuzhou Yunli Special Vehicles Co., Ltd., Sinotruk Chengdu Wangpai Commercial Vehicles Co., Ltd. and Sinotruk Mianyang Special Vehicles Co., Ltd. are subject to a corporate income tax rate of 15% according to the Western Development tax incentives of the CIT Law (2015: 15%).

Sinotruk Russia Co., Ltd. is subject to a corporate income tax rate of 20% according to Tax Code of the Russian Federation (2015: 20%).

Sinotruk South Africa (Pty) Ltd. is subject to a corporate income tax rate of 28% according to South Africa Tax Law (2015: 28%).

The remaining subsidiaries are subject to the PRC corporate income tax, which have been calculated based on the corporate income tax rate of 25% (2015: 25%).

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

## 9 EARNINGS PER SHARE

#### **Basic**

Basic earnings per share are calculated by dividing the profit attributable to owners of the Company by the weighted average number of ordinary shares in issue during the period.

	Unaudited Six months ended 30 June	
	2016 2015	
Profit attributable to owners of the Company	242,614	238,376
Weighted average number of ordinary shares in issue (thousands)	2,760,993	2,760,993
Basic earnings per share (RMB per share)	0.09	0.09

#### Diluted

Diluted earnings per share equals basic earnings per share as the Company has no dilutive potential ordinary shares for the six months ended 30 June 2016 and 30 June 2015.

### **10 DIVIDENDS**

The Board does not recommend an interim dividend for the six months ended 30 June 2016 (2015: Nil). The final dividend of the Company for the year ended 31 December 2015 was approximately HKD82,830,000 or approximately RMB 70,231,000 (year 2014 final dividend: approximately HKD165,660,000 or approximately RMB130,781,000). The relevant final dividend and withholding dividend tax were paid in July and August 2016 respectively.

During the six months ended 30 June 2016, certain Group's non-wholly owned subsidiaries have approved dividends to non-controlling interests amounting to approximately RMB41,452,000 (2015: approximately RMB46,175,000).

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

## **11 CAPITAL EXPENDITURES**

	Land use rights	Property, plant and equipment	Intangible assets
Six months ended 30 June 2016			
Balance as at 1 January 2016 (Audited)	1,776,640	11,093,673	474,367
Additions	484	203,982	440
Transfers		(36,318)	502
Disposals		(21,320)	—
Depreciation and amortisation (Note 7)	(20,071)	(599,677)	(87,319)
Balance as at 30 June 2016 (Unaudited)	1,757,053	10,640,340	387,990
Six months ended 30 June 2015			
Balance as at 1 January 2015 (Audited)	1,764,228	11,756,288	643,289
Additions	5,231	314,353	94
Transfers	—	(100)	100
Disposals	—	(31,424)	—
Depreciation and amortisation (Note 7)	(19,319)	(619,004)	(87,032)
Balance as at 30 June 2015 (Unaudited)	1,750,140	11,420,113	556,451

As at 30 June 2016, the Group is in the process of applying certificate of ownership for the buildings with net book amount of approximately RMB154,919,000 (31 December 2015: approximately RMB128,594,000). As at the date of these condensed consolidated interim financial information was approved, the process is still undergoing.

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## **12 INVESTMENT PROPERTIES**

	Six months e	Six months ended 30 June	
	2016	2015	
At 1 January (Audited)	206,940	188,974	
Transfer from property, plant and equipment Exchange differences	35,816 3,838	(62)	
At 30 June (Unaudited)	246,594	188,912	

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

## **12 INVESTMENT PROPERTIES (CONTINUED)**

The investment properties are located in Hong Kong and Mainland China and valued at fair value. The fair value measurement information of these investment properties are given below.

#### Fair value hierarchy

		Unaudited Fair value measurements as at 30 June 2016		
Description	Quoted prices in active markets for identical assets (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
Recurring fair value measurements:				
– Office units - Hong Kong – Warehouse - Mainland China		210,778 35,816		
	_	246,594		

Audite	əd	
Fair value mea	sure	ements

	as at	as at 31 December 2015		
	Quoted			
	prices			
	in active	Significant		
	markets for	other	Significant	
	identical	observable	unobservable	
	assets	inputs	inputs	
Description	(Level 1)	(Level 2)	(Level 3)	
Recurring fair value measurements:				
– Office units - Hong Kong		206,940		

Level 2 fair values of the investment properties have been generally derived using the sale comparison approach. Sales prices of comparable properties in close proximity are adjusted for differences in key attributes such as property size. The most significant input into this valuation approach is selling price per square foot.

There were no transfers among different levels during the period.

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

## **13 INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD**

The amounts recognized in the condensed consolidated interim statement of financial position are as follows:

	30 June	31 December
	2016	2015
	Unaudited	Audited
Associates Joint venture	295,472 134,289	270,474 127,618
	429,761	398,092

The amounts recognized in profit or loss are as follows:

		Unaudited	
	Six months	Six months ended 30 June	
	2016	2015	
Associates	24,465		
Joint venture	4,024		
	28,489	946	

#### (a) Investment in associates

	Six months ended 30 June	
	2016	2015
At 1 January (Audited)	270,474	8,967
Share of profits less losses	24,465	946
Dividend received	(4,023)	—
Exchange differences	4,556	
At 30 June (Unaudited)	295,472	9,913

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

## **13 INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD (CONTINUED)**

#### (b) Investment in a joint venture

	Six months ended 30 June	
	2016	2015
At 1 January (Audited) Addition	127,618 —	61,140
Share of profits less losses Exchange differences	4,024 2,647	
At 30 June (Unaudited)	134,289	61,140

The Group's share of the results of the joint venture and its assets and liabilities are as follows:

	30 June	31 December
	2016	2015
	Unaudited	Audited
Assets	298,594	230,827
Liabilities	91,996	34,443
Revenue	193,931	52,230
Profit	6,190	1,483
% interest held	65%	65%

## **14 INVENTORIES**

	30 June	31 December
	2016	2015
	Unaudited	Audited
Raw materials	1,448,537	1,646,779
Work in progress	530,139	574,858
Finished goods - engines, parts and components	533,428	709,604
Finished goods - trucks	4,118,064	3,766,967
	6,630,168	6,698,208
Less: write-down of inventories to net realizable value	(339,683)	(351,731)
	6,290,485	6,346,477

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

# 15 TRADE RECEIVABLES, OTHER RECEIVABLES AND OTHER CURRENT ASSETS

	30 June 2016 Unaudited	31 December 2015 Audited
Non-Current		
Accounts receivable (a)	23,791	45,616
Loans and receivables from financing services	465,073	343,274
Less: Provision for impairment of loans and	, i i i i i i i i i i i i i i i i i i i	,
receivables from financing services	(5,444)	(5,182)
Loans and receivables from financing services - net (c)	459,629	338,092
Trade receivables and other receivables	483,420	383,708
Current		
Accounts receivable	9,727,568	8,805,218
Less: Provision for impairment of accounts receivable	(588,598)	(549,850)
Accounts receivable - net	9,138,970	8,255,368
Notes receivable (b)	2,065,192	2,245,625
Trade receivables - net (a)	11,204,162	10,500,993
Loans and receivables from financing services	2,007,635	1,553,932
Less: Provision for impairment of loans and	_,,	.,,.
receivables from financing services	(58,929)	(38,167)
Loans and receivables from financing services - net (c)	1,948,706	1,515,765
Other receivables and other current assets (d)	975,047	483,637
Less: Provision for impairment of other receivables	(14,128)	(6,883)
Other receivables and other current assets - net	960,919	476,754
Interest receivables	24,088	19,794
Receivables and other current assets before prepaid items	14,137,875	12,513,306
Prepayments	238,466	211,198
Prepaid taxes other than income tax	361,512	317,064
Prepaid income taxes	48,953	91,147
Trade receivables, other receivables and other current assets - net	14,786,806	13,132,715

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

## 15 TRADE RECEIVABLES, OTHER RECEIVABLES AND OTHER CURRENT ASSETS (CONTINUED)

(a) The ageing analysis of net trade receivables based on invoice date at respective dates of statement of financial position are as follows:

	30 June	31 December
	2016	2015
	Unaudited	Audited
Less than 3 months	6,393,737	6,222,122
3 months to 6 months	1,385,877	2,088,764
6 months to 12 months	2,409,226	1,181,441
1 year to 2 years	522,148	724,629
2 years to 3 years	333,623	131,405
Over 3 years	183,342	198,248
	11,227,953	10,546,609

The credit policy of the Group generally requires customers to pay a certain amount of deposits when orders are made and settle purchase price either in cash or acceptance notes with a tenure of usually three to six months, which represents the credit terms granted to the customers who pay by acceptance notes. A credit period from three to twelve months is granted to selected customers based on credit assessment.

As at 30 June 2016, accounts receivable of the Group of approximately RMB781,699,000 (31 December 2015: approximately RMB751,201,000) are secured by certain letters of credit issued by overseas third parties. No provision is provided against these receivables as at 30 June 2016 and 31 December 2015.

(b) The notes receivable are analysed as follows:

	30 June	31 December
	2016	2015
	Unaudited	Audited
Bank acceptance notes	2,043,002	2,138,406
Commercial acceptance notes	22,190	107,219
	2,065,192	2,245,625

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

### 15 TRADE RECEIVABLES, OTHER RECEIVABLES AND OTHER CURRENT ASSETS (CONTINUED)

(c) The ageing analysis of net loans and receivables from financing services based on transaction dates at respective dates of statement of financial position are as follows:

	30 June	31 December
	2016	2015
	Unaudited	Audited
Less than 3 months	880,343	684,508
3 months to 6 months	501,266	279,221
6 months to 12 months	646,498	414,467
1 year to 2 years	350,624	428,924
2 years to 3 years	22,188	30,582
Over 3 years	7,416	16,155
	2,408,335	1,853,857

Loans and receivables from financing services represented auto loans granted to individuals and entities when they purchased commercial vehicles of the Group from dealers at an interest rate of 4.4%-9.3% per annum and loans to suppliers at an interest rate of 4.4%-6.3% per annum. The auto loans were secured by the vehicle together with guarantees provided by these dealers and its relevant parties while the loans to suppliers were mainly secured by the guarantee from their beneficial owners.

(d) As at 30 June 2016, the balance of other receivables includes three wealth management products with principals amounting to RMB650,000,000 (31 December 2015: RMB250,000,000) acquired from banks with both principals and interest rates guaranteed and no provision is provided against these wealth management products.

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

## **16 CASH AND BANK BALANCES**

	30 June	31 December
	2016	2015
	Unaudited	Audited
Restricted cash	1,274,588	1,635,522
Cash and cash equivalents	5,691,553	4,946,080
	6,966,141	6,581,602

## **17 SHARE CAPITAL**

Ordinary shares, issued and fully paid:

	Unau	Unaudited	
	Number of shares	Share capital	
Balance at 1 January 2016 and at 30 June 2016	2,760,993,339	16,717,024	
Balance at 1 January 2015 and at 30 June 2015	2,760,993,339	16,717,024	

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

### **18 BORROWINGS**

	30 June 2016 Unaudited	31 December 2015 Audited
Non-current		
Long-term bank borrowings - unsecured	595,500	2,291,276
Current		
Long-term bank borrowings, current portion		
- unsecured	1,348,506	826,700
Short-term bank borrowings		
- secured (a)	200,000	—
- unsecured	3,368,050	2,553,004
	4.916,556	3,379,704
Total borrowings	5,512,056	5,670,980

- (a) As at 30 June 2016, bank borrowings of RMB200,000,000 (31 December 2015: Nil) were secured by restricted cash at the amount of RMB251,315,000.
- (b) Interest expenses on borrowings for the six months ended 30 June 2016 were approximately RMB179,706,000 (2015: approximately RMB155,726,000), out of which approximately RMB2,265,000 (2015: approximately RMB5,585,000) arising on financing for the construction of plant and equipment were capitalised during the period and were included in "additions" in property, plant and equipment. A capitalisation rate of 3.80% per annum (2015: 4.98%) was used, representing the weighted average rate of the borrowing cost of the loans used to finance the projects.

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For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

## **18 BORROWINGS (CONTINUED)**

The Group's borrowings are repayable as follows:

	30 June	31 December
	2016	2015
	Unaudited	Audited
Within 1 year Between 1 year and 2 years	4,916,556 595,500	3,379,704 2,291,276
	5,512,056	5,670,980

Movements in borrowings are analyzed as follows:

	2016	2015
At 1 January 2016 (Audited)	5,670,980	7,226,450
Proceeds from borrowings	2,562,862	1,643,184
Exchange loss	1,101	
Repayments of borrowings	(2,722,887)	(2,621,791)
At 30 June 2016 (Unaudited)	5,512,056	6,247,843

The Group has the following undrawn borrowing facilities:

30 June	31 December
2016	2015
Unaudited	Audited
3.446.944	3.399.550

Six months ended 30 June

Expiring within one year

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

#### **19 TERMINATION AND POST-EMPLOYMENT BENEFITS**

	30 June 2016 Unaudited	31 December 2015 Audited
Termination benefits Post-employment benefits	5,360 6,070	6,660 6,370
Post-employment benefits Post-employment medical insurance plan	650	820
	12,080	13,850

# 20 TRADE PAYABLES, OTHER PAYABLES AND OTHER CURRENT LIABILITIES

	30 June	31 December
	2016	2015
	Unaudited	Audited
<b>-</b>		0 700 000
Trade and bills payables	12,220,957	9,799,609
Advances from customers	913,129	917,923
Accrued expenses	693,985	510,298
Staff welfare and salaries payable	290,199	251,176
Taxes liabilities other than income tax	235,116	193,987
Other payables (a)	2,214,458	1,871,446
	16 567 944	12 544 420
	16,567,844	13,544,439

(a) As at 30 June 2016, other payables include the deposits from dealers and suppliers, payable from purchase of property, plant and equipment, dividends payable, etc.

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

## 20 TRADE PAYABLES, OTHER PAYABLES AND OTHER CURRENT LIABILITIES (CONTINUED)

The ageing analysis of trade and bills payables based on invoice date at respective dates of statement of financial position are as follows:

	30 June 2016 Unaudited	31 December 2015 Audited
Less than 3 months	10,625,003	7,725,664
3 months to 6 months	1,503,991	1,989,320
6 months to 12 months	67,170	51,594
1 year to 2 years	9,941	17,361
2 years to 3 years	4,376	6,185
Over 3 years	10,476	9,485
	12,220,957	9,799,609

### 21 PROVISIONS FOR OTHER LIABILITIES

		Products warranties Six months ended 30 June	
	2016	2015	
At 1 January 2016 (Audited) Additional provisions (Note 7) Utilised during the period	316,168 272,655 (196,514)	352,700 320,740 (298,639)	
At 30 June 2016 (Unaudited)	392,309	374,801	

At 30 June 2016 (Unaudited)

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

### 22 CHANGES IN OWNERSHIP INTERESTS IN SUBSIDIARIES WITHOUT CHANGE OF CONTROL

- (a) Acquisition of additional interest in a subsidiary
  - (i) In August 2015, the Group committed to inject RMB1,190,203,000 in Sinotruk Finance Co., Ltd., which increased the holding in its equity interest to 89.69%. The Group had completed the injection in March 2016 for a consideration of RMB1,190,203,000. The effect of changes in the ownership interest of Sinotruk Finance Co., Ltd. on the equity attributable to owners of the Company during the period is summarised as follows:

	Unaudited
	Six months
	ended
	30 June 2016
tion	8,106

The dilution effect to non-controlling interests resulting from the capital injection

(ii) In May 2016 and June 2016, the Company acquired additional 1.4256% and 0.1870% of the issued equity of Sinotruk Finance Co., Ltd. for a purchase consideration of RMB35,113,000 and RMB4,607,000 respectively and paid in May 2016 and July 2016 respectively. The effect of changes in the ownership interest of Sinotruk Finance Co., Ltd. on the equity attributable to owners of the Company during the period is summarised as follows:

	Unaudited
	Six months
	ended
	30 June 2016
Carrying amount of non-controlling interests acquired	40,643
Consideration to non-controlling interests	(39,720)
Gain on a bargain purchase recognised within equity	923

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

## 22 CHANGES IN OWNERSHIP INTERESTS IN SUBSIDIARIES WITHOUT CHANGE OF CONTROL (CONTINUED)

(b) Effects of changes in ownership interests in subsidiaries without change of control on the equity

Unaudited Six months ended 30 June 2016
8,106 923
9,029

Changes in equity attributable to owners of the Company arising from:

- Dilution effect on capital injection in a subsidiary
- Acquisition of additional interests in a subsidiary

## 23 CONTINGENT LIABILITIES

The Group has certain contingent liabilities in respect of legal claims arising in the ordinary course of business. It is not anticipated that any material liability will arise from the contingent liabilities.

#### 24 CAPITAL COMMITMENTS

Capital expenditure contracted for at the date of the statement of financial position but not yet incurred was mainly as follows:

	30 June	31 December
	2016	2015
	Unaudited	Audited
Purchase of property, plant and equipment and intangible assets Equity investment	545,099 12,242	466,537 30,000

### 25 RELATED PARTY TRANSACTIONS

The immediate holding company of the Company is Sinotruk (BVI) Limited, a company incorporated in British Virgin Islands. The ultimate holding company of the Company is CNHTC, a state-owned company incorporated in the PRC, and is controlled by the PRC Government.

The Group is an associated company of MAN Finance and Holding S.A., a non-wholly owned subsidiary of Ferdinand Porsche Familien-Privatstiftung. Ferdinand Porsche Familien-Privatstiftung and its subsidiaries is referred as Ferdinand Porsche Group.

Sinotruk Baotou Xinhongchang Special Vehicles Co., Ltd. (中國重汽集團包頭新宏昌專用車有限公司) ("Baotou Xinhongchang"), Sinotruk Panzhihua Mining Truck Co., Ltd. (中國重汽集團攀枝花礦用車有限公司) ("Panzhihua Mining Truck") and Prinx (Cayman) Holdings Limited (浦林(開曼)控股有限公司) ("Prinx Cayman") are associated companies of the Group. Sinotruk (Hong Kong) Hongye Limited (中國重汽(香港)宏業有限公司) ("Hongye") is jointly controlled entity of the Group.

The Directors consider that the major related parties are CNHTC Group including its associates and jointly controlled entities, Ferdinand Porsche Group, Baotou Xinhongchang, Panzhihua Mining Truck, Prinx Cayman, Hongye and key management personnel of the Company and CNHTC as well as their close family members, and other PRC government-related entities ("Other State-owned Enterprises").

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

# 25 RELATED PARTY TRANSACTIONS (CONTINUED)

(a) Significant related party transactions

		Unau Six months e	
		2016	2015
Trar	sactions with related parties		
(i)	CNHTC Group		
	Sales of trucks Purchases of trucks Sales of spare parts Purchases of spare parts Supply of auxiliary production services Purchases of general services Rental income Rental expenses Purchases of construction and project management services Provision for construction supervision design services Interest expenses for deposits taking services Interest income from bank bills discounting Sales of property, plant and equipment Purchases of property, plant and equipment Interest expenses on borrowings Interest income from loans granted	$\begin{array}{c} 235,480\\ 679,183\\ 138,129\\ 312,173\\ 1,496\\ 38,921\\ 5,382\\ 11,033\\ 10,756\\ 2,451\\ 1,970\\ 131\\\\ 910\\ 796\\ 6,960\\ \end{array}$	296,494 606,578 129,143 334,273 1,190 48,222 4,051 12,257 1,878 5,426 2,113 2,857 156,863 — 1,087
	Purchases of technical services	8,491 1,454,262	7,500
(ii)	Ferdinand Porsche Group	1,707,202	1,000,002
( )	Sales of spare parts Purchases of spare parts	18,659 90	3,609 1,340
		18,749	4,949
(iii)	Baotou Xinhongchang		
	Supply of auxiliary production services		38
(iv)	Hongye		
	Sales of trucks Sales of spare parts Purchases of spare parts	169,288 9,035 1,791	
		180,114	
(v)	Key management compensation		
	Short-term employee benefits Post-employment benefits	3,177 213	3,410 175
		3,390	3,585

For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

## 25 RELATED PARTY TRANSACTIONS (CONTINUED)

#### (a) Significant related party transactions (Continued)

#### Transactions with related parties (Continued)

#### (vi) Other Stated-owned Enterprises

The Group has transactions with Other State-owned Enterprises including but not limited to sales of products, purchase of raw materials and services, deposits placements and borrowings. The Directors are of the opinion that these transactions are conducted in the ordinary business of the Group and no disclosure is presented.

#### (b) Balances with related parties

		30 June 2016 Unaudited	31 December 2015 Audited
Amo	ounts due from related parties		
(i)	CNHTC Group		
	Trade receivables Prepayments Other receivables	3,361 19,827 1,562 24,750	2,836 74,509 400,000 477,345
(ii)	Ferdinand Porsche Group	24,730	477,545
	Prepayments	10	10
(iii)	Hongye		
	Trade receivables	75,047	13,309
		99,807	490,664

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For the six months ended 30 June 2016 (All amounts in RMB thousands unless otherwise stated)

### 25 RELATED PARTY TRANSACTIONS (CONTINUED)

(b) Balances with related parties (Continued)

		30 June 2016 Unaudited	31 December 2015 Audited
Amo	ounts due to related parties		
(i)	CNHTC Group		
	Trade payables Other payables Advances from customers Deposits taking Borrowings	14,858 5,526 30,311 236,609 36,000	4,991 6,619 10,984 560,540 36,000
		323,304	619,134
(ii)	Ferdinand Porsche Group		
	Other payables	2	_
(iii)	Hongye		
	Trade payables Other payables Deposit taking	3,568 134,729 33	1,740 130,986 
		138,330	132,726
		461,636	751,860

As at 30 June 2016 and 31 December 2015, except for deposits taking and borrowings, amounts due from/to related parties were all unsecured, interest free and due within one year. As at 30 June 2016 and 31 December 2015, deposits taking and borrowings from related parties were unsecured, bearing interest at rates mutually agreed and due within one year.

As at 30 June 2016 and 31 December 2015, trade receivables due from related parties were not past due or impaired.

#### **Balances with Other State-owned Enterprises**

As at 30 June 2016 and 31 December 2015, majority of the Group's bank balances and borrowings are with state-owned banks.

