



**inspur 浪潮**

**浪潮國際有限公司**  
INSPUR INTERNATIONAL LIMITED

(於開曼群島註冊成立的有限公司)

Incorporated in the Cayman Islands with limited liability)

(股份代號 Stock Code : 596)

**2016**

INTERIM REPORT

中期報告

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# Corporate Information

## 公司資料

### EXECUTIVE DIRECTORS

Mr. Wang Xingshan  
Mr. Jin Xiaozhou, Joe

### NON-EXECUTIVE DIRECTORS

Mr. Samuel Y. Shen  
Mr. Dong Hailong

### INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Wong Lit Chor, Alexis  
Ms. Zhang Ruijun  
Mr. Ding Xiangqian

### COMPANY SECRETARY

Ms. Chan Wing  
Mr. Zou Bo

### COMPLIANCE OFFICER

Mr. Dong Hailong

### AUDITORS

Deloitte Touche Tohmatsu

### PRINCIPAL BANKERS

The Hong Kong and Shanghai Banking Corporation Limited  
Bank of China (Hong Kong) Limited  
Industrial and Commercial Bank of China Limited  
Agriculture Bank of China Limited

### PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

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

### 執行董事

王興山先生  
靳小州先生

### 非執行董事

申元慶先生  
董海龍先生

### 獨立非執行董事

黃烈初先生  
張瑞君女士  
丁香乾先生

### 公司秘書

陳穎女士  
鄒波先生

### 監察主任

董海龍先生

### 核數師

德勤 • 關黃陳方會計師行

### 主要往來銀行

香港上海匯豐銀行有限公司  
中國銀行(香港)有限公司  
中國工商銀行  
中國農業銀行

### 主要股份過戶及登記處

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

### HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Computershare Hong Kong Investor Services Limited  
Rooms 1712-1716, 17th Floor  
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183 Queen's Road East  
Hong Kong

### REGISTERED OFFICE

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

### PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Room B&C, 30/F, Tower A  
Billion Center  
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Hong Kong

### WEBSITE

[www.inspur.com.hk](http://www.inspur.com.hk)

### MAIN BOARD STOCK CODE

596

### 香港股份過戶登記分處

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香港  
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### 註冊辦事處

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### 香港主要營業地點

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### 主板股份代號

596

### FINANCIAL REVIEW

As at June 2015, the Company had disposed communications industry solutions business which was listed as discontinued operation in the last corresponding period. In September of 2015, the company had completed disposal of assets related to finance business which was listed as discontinued operations and adjusted the comparative figures retrospectively. During the reporting period, the loss from continuing operations attributable to the equity holders of the Company amounted to HK\$5,179,000 (2015: loss HK\$16,698,000). Net loss from continuing operations recorded a decrease as compared with the corresponding period of last year. Because the gain from the equity disposal amounted to HK\$75,764,000 was recognized in the corresponding period of last year, results in a significant decrease in the profit from continuing operation and discontinued operation in current reporting period.

#### (1) Revenue from continuing operations keep on stable growth

The Group recorded a revenue of HK\$521,703,000 (2015: HK\$432,175,000) representing an increase of 20.72% as compared with corresponding period of last year. The revenue of software development and solution for the year was HK\$359,647,000 (2015: HK\$296,775,000), representing an increase of 21.19% as compared with corresponding period of last year; On the other hand, the software outsourcing business was HK\$ 162,056,000 (2015: HK\$135,400,000), representing an increase of 19.69% as compared with last corresponding period.

### 財務回顧

於二零一五年六月，公司已出售浪潮通信業務，去年同期已將其列為已終止業務。於二零一五年九月，公司已出售浪潮金融業務，將其列為已終止業務，並追溯調整去年同期經營資料。本報告期內，本公司權益持有人應佔持續經營業務虧損為5,179,000港元(二零一五年虧損為：16,698,000港元)，持續經營業務虧損額相比去年同期減少，但去年同期確認出售浪潮通信業務股權處置利得75,764,000港元，導致本期來自持續經營及終止業務盈利較去年同期出現大幅度減少。

#### (1) 持續經營業務營業額保持穩定增長

本集團持續經營業務營業額較去年同期增長20.72%至約521,703,000港元(二零一五年：432,175,000港元)，其中軟體及解決方案的營業額為359,647,000港元(二零一五年：296,775,000港元)，比去年增長21.19%；軟體外包業務營業額為162,056,000港元(二零一五年：135,400,000港元)，相比去年增長19.69%。

### (2) Operations loss from continuing operation decrease

During the reporting period, gross profit of the Group from continuing operation was HK\$152,841,000 (2015: HK\$121,138,000), representing an increase of 26.17% as compared with corresponding period of last year, and gross profit margin was 29.30% (2015: 28.03%). The loss from continuing operations amounted to HK\$4,988,000 (2015: loss HK\$17,725,000). Basic and diluted loss per share from continuing operations were HK0.57 cents (2015: loss 1.85 cents). Basic and diluted loss per share from continuing operations and discontinued operations were HK0.57 cent (2015: profit of HK0.21 cents).

During the reporting period, loss from continuing operations reduced compared with the corresponding period of last year mainly because: (1) Although fierce competition in the market and the overall economic situation are still not so good, the revenue and gross margin of our ERP business keep stable growth; (2) We start to get rental income from investment properties; (3) Although the Company is continuing investing in R&D, overall trend of cost growth began to under control. During the reporting period, the distribution expenses and administrative expenses were HKD226,839,000 (2015: 184,794,000) and representing 22.75% increase compared with the corresponding period of last year.

### (2) 持續經營業務虧損減少

本報告期內，持續經營業務毛利約為152,841,000港元(二零一五年：121,138,000港元)，增幅約為26.17%，毛利率為29.30%(二零一五年：28.03%)，持續經營業務應佔虧損淨額約為4,988,000港元(二零一五年：虧損17,725,000港元)。來自持續經營業務每股基本虧損及攤薄後每股虧損均為0.57港仙(二零一五年：虧損1.85港仙)。來自持續經營業務和已終止業務每股基本虧損及攤薄後虧損均為0.57港仙(二零一五年：盈利0.21港仙)。

持續經營業務虧損相對去年同期減少的主要因為：1·本報告期內，儘管因市場競爭激烈及整體經濟形勢較差，但本集團ERP業務收入及毛利錄得平穩增長；2·本公司的投資物業開始錄得租金收入；3·本集團繼續增加對市場和研發的投入，但整體費用增長趨勢得到控制，報告期內的銷售及管理費用整體比去年同期上升22.75%，約為226,839,000港元(二零一五年：184,794,000港元)。

### (3) Sufficient working capital

As at 30 June 2016, shareholders' funds of the Group amounted to approximately HK\$1,721,282,000 (31 December 2015: HK\$1,738,760,000). Current assets were approximately HK\$1,356,059,000, including cash and bank balances of HK\$561,776,000, which were mainly bank deposits denominated in Renminbi, US dollars and Hong Kong dollars within three months of maturity when acquired.

Current liabilities were HK\$727,885,000, mainly comprised trade payable, amount due to fellow subsidiaries, other payables and accrued expenses. The Group's current assets were approximately 1.86 times (31 December 2015: 1.84 times) over its current liabilities. The Group had no bank borrowings as at 30 June 2016.

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

### EMPLOYEE INFORMATION

At 30 June 2016, the Group had 3,319 employees. Total employee remuneration, including the Directors' fees and contributions to the Mandatory Provident Funds, amounted to approximately HK\$315,102,000 for the period under review.

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

### (3) 運營資金充足

於二零一六年六月三十日，本集團之股東資本約為1,721,282,000港元(二零一五年十二月三十一日：1,738,760,000港元)。流動資產約為1,356,059,000港元，其中約561,776,000港元為主要為人民幣、美元及港元計值且購入時到期日為三個月以內之銀行存款之現金及銀行結餘。

流動負債約為727,885,000港元，主要包括應付帳款、應付同系附屬公司款項、其他應付帳款及應計開支。本集團的流動資產約為其流動負債的1.86倍(二零一五年十二月三十一日：1.84倍)。於二零一六年六月三十日，本集團並無銀行借款。

董事相信，本集團的財務狀況穩健，並有足夠資金應付其資本開支及營運資金需求。

### 僱員資料

於二零一六年六月三十日，本集團有3,319名僱員。於回顧期內，僱員薪酬總額(包括董事及強制性公積金供款)約為315,102,000港元。

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

### CHARGES ON ASSETS

As at 30 June 2016, bank deposits in the amount approximately HK\$14,368,000 of the Group's assets was pledged (31 December 2015: HK\$14,994,000).

### FOREIGN EXCHANGE EXPOSURE

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

### CONTINGENT LIABILITIES

The Group was named as a defendant in a lawsuit filed for potential breach of contract with a supplier. The plaintiff has filed judicial claim against the Group and asked for damages of approximately HK\$9,551,000. The Company vigorously defended this matter. While the outcome of this litigation matter cannot be predicted with certainty, the Group recognized a provision of HK\$5,372,000 in 2015 year (equivalent to approximately RMB4,500,000) which represents the best estimate and based on the legal advice. Except for the above disclosure, the Group had no material contingent liabilities.

### 資產抵押

截止二零一六年六月三十日，本集團銀行存款約14,368,000港元被質押(二零一五年十二月三十一日：約14,994,000港元)。

### 外匯風險

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

### 或然負債

集團作為被告，和供應商之間存在潛在違背合約的法律訴訟。原告向法院訴集團要求賠償損失大約9,551,000港元。公司就此事進行了有利的辯護。事項的結果不能確定，依據律師的建議和估算，公司於二零一五年對此事件計提約5,372,000港元(約人民幣4,500,000)的撥備。於二零一六年六月三十日，除以上披露之外，本集團並無重大或然負債。



### BUSINESS REVIEW

In first half of 2016, to follow the trend of “internet +”, we fully implement the “data-centric” strategy, foothold field of enterprise information and adhere to concept of the Internet, sophisticated, wisdom. Through the use of cloud computing, big data, networking, mobile Internet and other technologies, through inheritance and innovation, our company continues to focus on data-centric transition to the cloud operation, and becomes a leader of industry of Chinese enterprises’ management software and cloud service provider.

The business of IT services of the Group covers various industry sectors, including corporate governance, pharmaceuticals, construction, finance, coal, manufacturing, and grain reserves etc. Our company provides software and related integrated IT total solution services based on IOT, covering application software, IT consulting service, systems integration, operation and maintenance, outsourcing etc, IT services mainly include the following segments:

#### (1) Software and related services

To actively reflect to challenges of traditional enterprise integration “Internet +” plan, around the industry characteristics such as intelligent manufacturing, pharmaceuticals, construction, grain reserves and mining industries, Inspur strengthens the R&D of cloud computing, big data research applications and release hybrid cloud solutions to promote the traditional enterprises to be internet -based enterprises. On the other hand, Inspur strengthens the management accounting product development and marketing promotion along with innovation and change of the “Internet +” era.. The company released cloud solution such as the financial cloud, procurement cloud, e-commerce cloud, wisdom warehouse system and human resource service cloud solutions etc.

### 業務回顧

二零一六年上半年，公司順應「互聯網+」，全面貫徹落實「以數據為核心」的戰略，立足企業信息化領域，秉承互聯、精細、智慧的理念，利用雲計算、大數據、物聯網、移動互聯等技術，繼承創新，以數據為核心向雲轉型，力求成為中國企業管理軟體與雲服務的領導廠商。

本集團所從事的IT服務業務，是指圍繞企業集團管控、醫藥、建築、金融、煤炭、製造、儲備糧等多種細分行業，提供以軟體和相關服務、基於物聯網的智能整體解決方案，涵蓋應用軟體、IT諮詢服務、系統集成、運維、外包等在內的綜合IT服務。IT服務主要涉及以下板塊：

#### (1) 軟體及相關服務

為積極應對互聯網+與傳統企業融合的挑戰，浪潮一方面加強雲計算、大數據的研究應用，圍繞智能製造、製藥、建築、糧庫、採掘等行業的經營特點，推出混合雲解決方案，推動企業的互聯網化，另一方面加強管理會計產品研發和市場推廣，助力「互聯網+」時代的企業創新與變革，公司已推出財務雲、採購雲、電子商務雲、智慧糧庫、人力服務與協調雲等解決方案。

The Company grasps opportunities of Chinese grain reserve industry informatization. Based on the wisdom warehouse IOT solution system, we provide warehouses information integration to the warehouses in all sizes and authorities in grain reserves industry in all levels. We adhere to our independent innovation, enhance core self-developed technologies, and apply IOT technology companied with grain reserve characteristic together to upgrade intellectualized level of our solutions. Our Wisdom Warehouse system was applied in around 600 warehouses. And our grain sales management software was installed in used in 11 provinces, like Heilongjiang, Jilin, Liaoning, Anhui, Jiangsu, Jiangxi etc, and get a lot of favorable feedbacks and comments. Relying on our deep understanding in IOT technology and grain industry, we will keep our leading position in IT service in grain industry. In the first half of the year, we signed contacts with China Grain Reserve and Jilin for application of our Wisdom Warehouse system. IOT project becomes our important growth in future.

In marketing promotion, the company continues to focus on cloud products, solution and service integrated based on the demand of large enterprises. At the same time, around our advantage sectors, such as SOE reform, program of collecting Value-Added tax in lieu of Business Tax, e-procument, fund management, we carry out a lot of market promotions covering several provinces and cities. The company faces to the key industry clients, digs out commercial opportunities, and effectively improves brand's influence and market competition ability. At same time, around our advantage industries such as the pharmaceuticals, construction industries, SOE and public services industry, our company developed targeted products such as financial share, HCM, financial control, tax management etc and performed effective market promotions to get orders. Through our named client system and head office management, we signed contacts with major clients such as Grain wisdom warehouse, Huiyuan Juice, China Railway, Tsinghua Holdings etc.

公司緊抓全國糧食行業信息化帶來的機遇，提供基於物聯網的智慧糧庫整體解決方案，面向各級糧食主管部門和大、中、小不同規模的糧庫提供信息化集成服務。公司堅持自主創新，加強核心技術自主研發，運用物聯網等技術與糧食業務的融合，提升解決方案的智能化水準。智慧糧庫方案已在全國六百餘家糧庫得到應用，糧企購銷管理軟體在黑龍江、吉林、遼寧、安徽、江蘇、江西等11個省份得到應用，應用效果良好。憑藉公司對糧食行業及物聯網技術的深刻理解，公司在糧食信息化領域，保持了行業的領先地位。今年上半年，公司簽約中儲糧總公司智慧糧庫以及吉林省智慧糧庫等項目，物聯網業務已經成為公司重要的增長點。

市場推廣方面，公司繼續以大型企業雲產品、方案和服務及混合雲應用模式為主攻方向，圍繞國企改革、營改增、電子採購、資金管理等舉行覆蓋多個省市的市場推廣活動，面向重點行業客戶，以商機挖掘為核心，有效提升品牌影響力和市場競爭力；同時，圍繞製藥、建築、國資企業、政府行業等優勢行業和財務共享、HCM、資金管控、稅務管理等產品，開展多種形式的行業市場活動，促進短平快的市場打單。通過持續推進指名客戶制度和客戶參觀管理總部等多種形式的推廣活動，本期簽約匯源果汁、中國中鐵、清華控股等重大專項。

# Management Discussion and Analysis

## 管理層討論及分析

For Research and Development: During the reporting period, we further integrate R&D resource and knowledge sharing. For released financial share products, we will further enlarge its applications. To meet the changes of the law and regulations on taxes, we develop more modules and functions on the products accordingly. Our signed client has accomplished the trial version of e-procurement system and we will further improve and upgrade this system. Our funding management cloud products have been commercialized and will soon be released in the market. We accomplished development on HCM Core and have signed contract with client in application. Meanwhile, we upgraded our core module of ERP system, including redesigning our production development map, added new function on GS, internationalize more, prioritize cloud applications, and internet use friendly etc. More R&D on GSP6.1 was taken to achieve the need of business process integration and unifying organizational model.

For delivery: Through set-up central and district delivery center, the company continues to enhance the delivery and operation management and reallocate the resources among the different districts. In order to improve delivery efficiency, we put more effort on staff training, case study and execution guidance and practice etc. Continue to implement the project contract responsibility system and motivate the implementation to ensure the successful delivery of major projects such as Qilu Pharmaceutical, CCCC Fourth Harbor Bureau, China Railway 11th Bureau, and wisdom warehouse.

產品研發方面，於期內進一步整合研發資源，進行知識共用。已發佈的財務共享產品，進一步擴充產品應用場景；稅務管理產品依據法規的變化，增加新的模組和功能；電子採購雲簽約客戶已試用完成，將進一步產品功能的完善與升級；資金管理雲在財務公司與汽車金融行業完成產品化，將推出市場；HCM Core的開發完成，已簽約客戶使用。面向小微企業市場的雲會計產品正式上線運營。同時，公司持續提升ERP的核心模組，重新規劃產品發展路徑圖，增加GS產品的財務管理國際化、雲優化和增強用戶的互聯網化使用體驗等；持續推進研發GSP6.1，應對市場對業務流程一體化、組織模型統一等要求。

交付方面，通過已成立總部交付中心和區域交付中心，公司繼續加強交付運營管理，進行跨區域的資源調度，加強對交付人員的培訓、案例研討，透過實施指南和工具等方法，提高交付效率，繼續落實項目承包責任制，調動實施人員的積極性，確保了齊魯製藥、中交第四航局、中鐵十一局、智慧糧庫等重大專案的成功驗收。

### (2) Software outsourcing business

The Group's software outsourcing business mainly includes providing IT services to fortune 500 companies, including the provision of IT Outsourcing ("ITO") services, such as system application development, embedded system development, quality testing, Business Process Outsourcing ("BPO") services, such as information processing, business localization, operation and maintenance hosting, call center etc, and also data analysis service, Infrastructure maintenance services, cloud services.

In first half of 2016, service outsourcing business in China maintains steady growth. Since more and more alliances are formed among the large service outsourcing enterprises, scale advantage makes intense competitive within the industry. In this market environment, through close cooperation relationship with the company like Microsoft, China Telecom, Zuowang and other strategic clients, more projects gradually expanded. At the same time, we put more efforts to contact the potential domestic market, and expand size in the domestic business. China's large enterprises and local governments have begun to outsource some parts of the innovation and R & D work, not only just in the traditional sense of the company's non-core business outsourcing services. The revenue and gross profit margin of outsourcing business will be improved accordingly. Valued-added and innovation will be the core trend of future business development model.

### BUSINESS PLANNING

In the second half of 2016, the company will continue to follow the plan drew up in the early of the year: focus on the core products, implement aggressive market expansion strategy, increase investment in key provinces, expand our advantages in leading industries such as construction and grain reserve etc and improve our market incentive and assessment policy. The company will focus even more on current core products' R&D, upgrades of production's function and invests more on R&D in platform. Through international cooperation, improve our product competitiveness to realize the two hard target of being the "traditional software supplier" and "Cloud Services business innovation supplier".

### (2) 軟體外包業務

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

二零一六年上半年，中國服務外包業務保持平穩增長。業內大型服務外包企業強強聯手後，形成的規模優勢使行業競爭更加激烈。在這種市場環境下，本公司通過與Microsoft、中國聯通、卓望等戰略客戶維持緊密的合作關係，合作專案進一步擴大，同時努力拓展國內市場客戶群，擴大國內外外包業務規模。隨著大型企業、中國地方政府等已經開始把若干創新和研發方面的工作加以外包，而不僅限於傳統意義上針對公司非核心業務的外包服務，企業依賴外包實現利潤率與營收上升的程度日益加深，價值和創新導向式發展成為未來產業發展的核心趨勢。

### 商業規劃

二零一六年下半年，公司將繼續按照年初的規劃，通過聚焦行業與核心產品，實施積極的市場擴張策略，加大對重點省區的投入力度，做大建築、儲備等戰略性行業。貫徹指名客戶制度，進一步完善市場激勵考核政策。面對當前聚焦核心產品的研發和產品功能的提升，加大平台化研發投入，通過國際合作等方式，提高產品競爭力，實現「傳統軟體業務」與「雲服務新業務創新」兩手都要硬的目標。

## Other Information

### 其他資料

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

As at 30 June 2016, the interests and short positions of the Directors and the chief executive of the Company in the Shares, underlying Shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO) which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); or (b) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies (the "Model Code") contained in the Listing Rules, were as follows:

##### (A) Long positions in shares of the Company

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

#### 董事及最高行政人員於本公司股份、相關股份之權益及淡倉

於二零一六年六月三十日，本公司董事及最高行政人員以及彼等各自聯繫人於本公司及其相聯法團(具有證券及期貨條例第XV部所賦予之涵義)之股份、相關股份或債券中，擁有(a)根據證券及期貨條例第XV部第7及第8分部規定須知會本公司及聯交所之權益及淡倉(包括根據證券及期貨條例有關條文彼等被視為或當作擁有之權益及淡倉)；或(b)根據證券及期貨條例第352條須記入本公司須予保存之登記冊之權益及淡倉；或(c)根據上市規則所載上市公司董事進行證券交易之標準守則(「標準守則」)須知會本公司及聯交所之權益及淡倉如下：

##### (A) 本公司股份之好倉

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

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

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

**(B) 本公司股本衍生工具的相關股份的好倉**

本公司之購股權(非上市及實物交收之股本衍生工具)

Name of Directors 董事名稱	Type of interests 身份	Description of equity derivatives 股本衍生工具的詳情 (note) (附註)	Number of underlying shares 相關股份的數目	Subscription price per share 每股認購價 HK\$ (港元)
Wang Xingshan 王興山	Beneficial owner 實益擁有人	Share option (note 1) 購股權(附註 1)	1,000,000	3.41
		Share option (note 2) 購股權(附註 2)	3,000,000	1.71
		Share option (note 3) 購股權(附註 3)	1,200,000	1.34
Jin Xiaozhou, Joe 靳小州	Beneficial owner 實益擁有人	Share option (note 2) 購股權(附註 2)	1,800,000	1.71
		Share option (note 1) 購股權(附註 1)	400,000	3.41
Dong Hailong 董海龍	Beneficial owner 實益擁有人	Share option (note 2) 購股權(附註 2)	200,000	1.71
		Share option (note 3) 購股權(附註 3)	100,000	1.34
		Share option (note 2) 購股權(附註 2)	200,000	1.71
Shen Yuanqin, Samuel 申元慶	Beneficial owner 實益擁有人	Share option (note 2) 購股權(附註 2)	200,000	1.71
		Share option (note 3) 購股權(附註 3)	100,000	1.34
Wong Lit Chor, Alexis 黃烈初	Beneficial owner 實益擁有人	Share option (note 1) 購股權(附註 1)	40,000	3.41
		Share option (note 2) 購股權(附註 2)	400,000	1.71
		Share option (note 3) 購股權(附註 3)	100,000	1.34
Zhang Ruijun 張瑞君	Beneficial owner 實益擁有人	Share option (note 2) 購股權(附註 2)	200,000	1.71
		Share option (note 3) 購股權(附註 3)	100,000	1.34

Note: (1) On 10 December 2010, the share option were grant to other director under the option scheme.

(2) On 16 July 2015, the share option were grant to other director under the option scheme.

(3) On 13 May 2016, the share option were grant to other director under the option scheme.

附註：(1) 購股權是於二零一零年十二月十日，據購股權計劃授出。

(2) 購股權是於二零一五年七月十六日，據購股權計劃授出。

(3) 購股權是於二零一六年五月十三日，據購股權計劃授出。

## Other Information

### 其他資料

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

As at 30 June 2016, none of the Directors had short positions in shares or underlying shares of equity derivatives of the Company.

#### SUBSTANTIAL SHAREHOLDERS

As at 30 June 2016, the register of substantial shareholders maintained by the Company pursuant to Section 336 of the SFO shows that, the following shareholders other than the directors of the Company had notified the Company of relevant interests in the issued capital of the Company.

#### (A) Long positions in shares of the Company

Name of Shareholders 股東姓名	Type of interests 身份
Inspur Group Limited 浪潮集團有限公司	Corporate (note) 公司(附註)
Inspur Overseas Investment Limited 浪潮海外投資有限公司	Beneficial owner 實益擁有人
WANG Yukun 王子昆	Beneficial owner 實益擁有人

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

As at 30 June 2016, no person has any other relevant interests or short positions in shares or underlying shares of equity derivatives of the Company.

#### (C) 本公司股份及股本衍生工具相關股份的淡倉

於二零一六年六月三十日，概無董事於本公司股份或股本衍生工具相關股份持有任何淡倉。

#### 主要股東

於二零一六年六月三十日，本公司根據證券及期貨條例第336條存置的主要股東名冊顯示，除本公司董事之外，以下股東已知會本公司彼等於本公司已發行股本的有關權益。

#### (A) 本公司股份的好倉

Number of securities 所持之已發 普通股 股份數目	Approximate percentage of interests 佔本公司 已發行 普通股本 百分比
288,478,000	31.99%
288,478,000	31.99%
64,744,000	7.18%

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

於二零一六年六月三十日，並無人士於本公司股份或股本衍生工具相關股份中擁有任何其他相關權益或淡倉。

#### **PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES**

During the six months ended 30 June 2016, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed shares.

#### **COMPETING INTEREST**

During the six months ended 30 June 2016, none of the directors, chief executive, initial management shareholders or substantial shareholders of the Company or their respective associates (as defined in the Listing Rules) had any interests in a business which competes with or may compete with the business of the Group.

#### **SHARE OPTION SCHEME**

The Company adopted a new share option scheme on 10 November 2008.

On 10 December 2010, a total of 12,020,000 share options were grant to certain employees and directors of the group under the option scheme entitling the holders thereof to subscribe for shares of the Company at an exercise price of HK\$3.41 per share.

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

On 16 May 2016, a total of 30,000,000 share options were grant to certain employees and directors of the group under the option scheme entitling the holders thereof to subscribe for shares of the Company at an exercise price of HK\$1.34 per share.

As at 30 June 2016, the numbers of shares available for issue and remained outstanding under the option scheme are 43,020,000 shares.

#### **購買、出售或贖回股份**

於截至二零一六年六月三十日止六個月內，本公司或其任何附屬公司概無購買、出售或贖回本公司任何股份。

#### **競爭性權益**

於截至二零一六年六月三十日止六個月內，概無本公司董事、行政總裁、主要股東或彼等各自之聯繫人(定義見上市規則)於與本集團之業務競爭或可能會競爭之業務中擁有任何權益。

#### **購股權計劃**

本公司於二零零八年十一月十日採納新購股權計劃。

於二零一零年十二月十日，本公司已根據授股權計劃授出12,020,000份購股權予本集團若干僱員及董事，有關購股權持有人可按行使價每股3.41港元認購本公司股份。

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

於二零一六年五月十六日，本公司已根據授股權計劃授出30,000,000份購股權予本集團若干僱員及董事，有關購股權持有人可按行使價每股1.34港元認購本公司股份。

於本報告期末，根據購股權計劃可供發行及尚未行使的股份數目分別為43,020,000股。



#### AUDIT COMMITTEE

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

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

#### CORPORATE GOVERNANCE

The Company has complied with the applicable code provisions set out in the Code of Corporate Governance Practices (the "Code") contained in Appendix 14 of Listing Rules for Main Board throughout the period ended 30 June 2016, save as:

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

#### 審核委員會

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

審核委員會已審閱本報告，並已就報告提供建議及意見。

#### 企業管治常規守則

本集團於截至二零一六年六月三十日，本公司已遵守主機板上市規則附錄14所載之企業管治常規守則所載之守則條文（「守則」），惟以下偏離情況除外：

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

#### CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model code for Securities Transactions by directors of Listing Issuers (“Model Code”) contained in Appendix 10 to the Listing Rules. The Company has made specific enquiry of all directors and has been confirmed that all directors have complied with the Model Code during the six months ended 30 June 2016

By Order of the Board  
**Inspur International Limited**  
**Wang Xingshan**  
*Chairman*

Hong Kong, 26 August 2016

*As at the date of this announcement, the Board comprised Mr. Wang Xingshan and Mr. Jin Xiaozhou, Joe as executive Directors; Mr. Samuel Y. Shen and Mr. Dong Hailong as non-executive Directors; Mr. Wong Lit Chor, Alexis, Ms. Zhang Ruijun and Mr. Ding Xiangqian as independent non-executive Directors.*

#### 董事進行證券交易之標準守則

本公司已採納主機板上市規則附錄10就董事進行證券交易之上市發行人董事進行證券交易的標準守則(「標準守則」)。本公司經向所有董事明確查詢後，獲確認所有董事於二零一六年六月三十日止六個月內均已遵守標準守則所訂之標準。

承董事會命  
**浪潮國際有限公司**  
主席  
**王興山**

香港，二零一六年八月二十六日

於本公佈刊發日期，董事會包括執行董事王興山先生及靳小州先生；非執行董事申元慶先生及董海龍先生及獨立非執行董事黃烈初先生、張瑞君女士及丁香乾先生。

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

## 簡明綜合損益及其他全面收益表(未經審計)

The board of Directors (the “Board”) of Inspur International Limited (the “Company”) present the unaudited consolidated results (the “Unaudited Consolidated Results”) of the Company and its subsidiaries (the “Group”) for the six months ended 30 June 2016 together with comparative unaudited figures for the corresponding period in 2015. These interim results have not been reviewed by the auditors of the company, but have been reviewed by the audit committee of the company.

浪潮國際有限公司(「本公司」)之董事會(「董事會」)欣然呈報本公司及其附屬公司(「本集團」)截止二零一六年六月三十日止六個月之未經審核綜合業績(「未經審核綜合業績」)連同二零一五年同期之未經審核比較數字。本公司核數師未審閱中期賬目，但中期賬目已由本公司審核委員會審閱：

		<b>Six months ended 30 June</b>	
		<b>截至六月三十日止六個月</b>	
		<b>2016</b>	2015
		二零一六年	二零一五年
		<b>HK\$'000</b>	HK\$'000
		千港元	千港元
		<b>(unaudited)</b>	(unaudited)
		(未經審核)	(未經審核)
			(restated)
			(已重列)
<b>Continuing operations</b>	<b>持續經營業務</b>		
Revenue	營業額	2	521,703
Cost of sales	銷售成本		432,175
			<b>(368,862)</b>
Gross profit	毛利		152,841
Other income	其他收入	3	58,918
Increase in fair value of investment properties	投資物業之公允值增加		33,620
Administrative and other operating expenses	行政及其他營運費用		<b>3,059</b>
Selling and distribution expenses	銷售及分銷成本		<b>(137,329)</b>
Share of profit of associates	應佔聯營公司盈利		(105,713)
			<b>(89,510)</b>
Loss before taxation	除稅前虧損	4	7,831
Taxation	稅項	5	(4,190)
			<b>(798)</b>
Loss for the period from Continuing operations	持續經營業務的期內除稅後虧損		(8,447)
			<b>(4,988)</b>
<b>Discontinued operations</b>	<b>已終止業務</b>		
Profit for the period from discontinued operations	已終止業務的期內溢利	7	—
			18,611
			<b>(4,988)</b>
			886

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

## 簡明綜合損益及其他全面收益表(未經審計)

		<b>Six months ended 30 June</b> 截至六月三十日止六個月	
		<b>2016</b> 二零一六年 <b>HK\$'000</b> 千港元 <b>(unaudited)</b> (未經審核)	2015 二零一五年 <b>HK\$'000</b> 千港元 <b>(unaudited)</b> (未經審核) <i>(restated)</i> (已重列)
		<i>Notes</i> 附註	
(Loss) profit for the period attributable to owners of the Company	本公司擁有人應佔期內(虧損)溢利		
– from continuing operations	– 來自持續經營業務	6	(16,698)
– from discontinued operations	– 來自已終止業務		18,611
(Loss) profit for the period attributable to owners of the Company	本公司擁有人應佔期內(虧損)溢利		(5,179)
Profit (Loss) for the period attributable to non-controlling interest	非控股權益應佔期內(虧損)溢利		1,913
			<b>191</b>
			<b>(4,988)</b>
(Loss) earnings per share from continuing and discontinued operations	每股(虧損)盈利 來自持續經營及 終止業務		
Basic	基本		0.21 cents
Diluted	攤薄		0.21 cents
Loss per share from continuing operations	每股虧損來自持續 經營業務		
Basic	基本		(1.85) cents
Diluted	攤薄		(1.85) cents

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

## 簡明綜合損益及其他全面收益表(未經審計)

		<b>Six months ended 30 June</b> 截至六月三十日止六個月	
		<b>2016</b> 二零一六年 <b>HK\$'000</b> 千港元 <b>(unaudited)</b> (未經審核)	2015 二零一五年 <b>HK\$'000</b> 千港元 <b>(unaudited)</b> (未經審核) <i>(restated)</i> (已重列)
Net (loss) profit for the period from continuing and discontinuing operations	期內(虧損)溢利來自持續經營及終止業務	<b>(4,988)</b>	886
Item that may not be reclassified to profit or loss	不會重新分類至損益賬之項目		
Other Comprehensive (expenses) Income:	其他全面收益：		
Exchange Difference arising on translation	因換算境外營運產生之匯兌差額	<b>(40,727)</b>	7,183
Gain on revaluation upon transfer from property, plant and equipment to investment properties	轉撥物業、廠房及設備為投資物業之重估收益	<b>55,351</b>	
Deferred tax on revaluation upon transfer from property, plant and equipment to investment properties	轉撥物業、廠房及設備為投資物業之重估遞延稅項	<b>(13,124)</b>	
<b>Total Comprehensive Income for the period</b>	<b>期內全面溢利</b>	<b>(3,488)</b>	<b>8,069</b>
<b>Total comprehensive (expenses) income attributable to:</b>	<b>應佔全面收益</b>		
Owners of the Company	本公司擁有人	<b>(3,582)</b>	9,092
Minority interests	少數股東權益	<b>94</b>	(1,023)
		<b>(3,488)</b>	<b>8,069</b>

# Condensed Consolidated Statement of Financial Position (Unaudited)

簡明綜合財務狀況表(未經審計)

		附註 Notes	30.6.2016 二零一六年 六月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31.12.2015 二零一五年 十二月三十一日 HK\$'000 千港元 (audited) (經審核)
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備		486,825	505,788
Investment property	投資物業		321,828	269,255
Prepaid lease payments	預付租賃款額		34,358	35,564
Available-for-sale Investment	可供出售投資		20,984	21,454
Interests in associates	聯營公司權益		143,945	127,679
Interest in a jointly venture	合營公司權益		150,529	166,024
			<b>1,158,469</b>	1,125,764
<b>Current assets</b>	<b>流動資產</b>			
Inventories	存貨		9,958	1,945
Trade and bills receivables	貿易應收賬款及 應收票據	9	109,742	116,198
Prepaid lease payments	預付土地租賃款額		855	874
Prepayments, deposits and other receivables	預付款項、按金及 其他應收賬款		82,147	51,108
Amounts due from customers for contract work	應收客戶合約工程 款項		25,526	26,073
Entrusted loans receivable	應收委託貸款	11	341,772	—
Amount due from ultimate holding company	應收最終控股公司 款額	9	2,489	1,166
Amount due from fellow subsidiaries	應收同集團附屬公司 款額	9	207,426	143,833
Pledged bank deposits	已抵押銀行存款		14,368	14,994
Bank balances and cash	銀行結餘及現金		561,776	1,095,218
			<b>1,356,059</b>	1,451,409

# Condensed Consolidated Statement of Financial Position (Unaudited)

## 簡明綜合財務狀況表(未經審計)

		附註 Notes	30.6.2016 二零一六年 六月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31.12.2015 二零一五年 十二月三十一日 HK\$'000 千港元 (audited) (經審核)
<b>Current liabilities</b>	<b>流動負債</b>			
Trade and bills payables	貿易應付賬款及 應付票據	10	105,531	134,164
Other payables, deposits received and accrued expenses	其他應付賬款·已收 按金及應計開支		436,934	470,169
Amounts due to customers for contract work	應付客戶合約 工程款項		114,795	117,858
Amount due to ultimate holding company	應付最終控公司款額	10	780	1,095
Amount due to fellow subsidiaries	應付同集團附屬公司 款額	10	36,330	43,592
Deferred Income-government grant	遞延收入—政府補助		—	12,118
Taxation payable	應繳稅項		33,515	10,425
			<b>727,885</b>	789,421
<b>Net current assets</b>	<b>流動資產淨額</b>		<b>628,174</b>	661,988
<b>Total assets less current liabilities</b>	<b>總資產減流動負債</b>		<b>1,786,643</b>	1,787,752
<b>Non-current liabilities</b>	<b>非流動負債</b>			
Deferred income-government grant	遞延收入—政府補貼		32,538	28,074
Deferred tax liabilities	遞延稅項負債		31,564	19,753
			<b>64,102</b>	47,827
			<b>1,722,541</b>	1,739,925
<b>Capital and reserves</b>	<b>資本及儲備</b>			
Share capital	股本	12	9,015	9,015
Reserves	儲備		1,712,267	1,729,745
Equity attributable to owners of the Company	本公司擁有人應佔權益		<b>1,721,282</b>	1,738,760
<b>Minority interests</b>	<b>少數股東權益</b>		<b>1,259</b>	1,165
<b>Total equity</b>	<b>權益總額</b>		<b>1,722,541</b>	1,739,925

# Condensed Consolidated Statement of Changes in Equity (Unaudited)

## 簡明綜合權益變動表(未經審計)

		Share Capital 股本 HK\$'000 千港元	Share Premium 股份溢價 HK\$'000 千港元	Special Reserve 特殊儲備 HK\$'000 千港元	other Reserve 其他儲備 HK\$'000 千港元	Share option reserve 購股權儲備 HK\$'000 千港元	Translation reserve 滙兌儲備 HK\$'000 千港元	Retained profits (loss) 累積純利 (虧損) HK\$'000 千港元	Minority interests 少數股東權益 HK\$'000 千港元	Total 總計 HK\$'000 千港元	
<b>At 1 January 2015</b>	於二零一五年一月一日	9,015	953,077	92	13,443	22,623	237,528	595,835	1,831,613	2,943	1,834,556
Exchange differences arising from translation of overseas operation	海外業務所產生之滙兌差異	—	—	—	—	—	7,179	—	7,179	4	7,183
Profit (loss) for the period	期內損益	—	—	—	—	—	—	1,913	1,913	(1,027)	886
Total recognise profit (loss) for the period	期內已確認之損益利潤	—	—	—	—	—	7,179	1,913	9,092	(1,023)	8,069
Dividend payable	已付股息	—	—	—	—	—	—	(27,046)	(27,046)	—	(27,046)
<b>At 30 June 2015</b>	於二零一五年六月三十日	<u>9,015</u>	<u>953,077</u>	<u>92</u>	<u>13,443</u>	<u>22,623</u>	<u>244,707</u>	<u>570,702</u>	<u>1,813,659</u>	<u>1,920</u>	<u>1,815,579</u>
<b>At 1 January 2016</b>	於二零一六年一月一日	<u>9,015</u>	<u>953,077</u>	<u>92</u>	<u>(2,634)</u>	<u>40,550</u>	<u>153,974</u>	<u>584,686</u>	<u>1,738,760</u>	<u>1,165</u>	<u>1,739,925</u>
Exchange differences arising from translation of overseas operation	海外業務所產生之滙兌差異	—	—	—	—	—	(40,630)	—	(40,630)	(97)	(40,727)
Profit (loss) for the period	期內損益	—	—	—	—	—	—	(5,179)	(5,179)	191	(4,988)
Recognition of fair value of investment property	確認投資物業公允值	—	—	—	42,227	—	—	—	42,227	—	42,227
Recognition of Share option	確認授予期權	—	—	—	—	13,150	—	—	13,150	—	13,150
Dividend payable	已付股息	—	—	—	—	—	—	(27,046)	(27,046)	—	(27,046)
Total recognise equity for the period	期內已確認之權益	—	—	—	42,227	13,150	(40,630)	(32,225)	(17,478)	94	(17,384)
<b>At 30 June 2016</b>	於二零一六年六月三十日	<u>9,015</u>	<u>953,077</u>	<u>92</u>	<u>39,593</u>	<u>53,700</u>	<u>113,344</u>	<u>552,461</u>	<u>1,721,282</u>	<u>1,259</u>	<u>1,722,541</u>



# Condensed Consolidated Statement of Cash Flow Statement (Unaudited)

## 簡明綜合現金流量表(未經審計)

		Six months ended 30 June 截至六月三十日止六個月	
		2016 二零一六年 <i>HK\$'000</i> 千港元 <i>(unaudited)</i> (未經審核)	2015 二零一五年 <i>HK\$'000</i> 千港元 <i>(unaudited)</i> (未經審核)
<b>NET CASH USED IN OPERATING ACTIVITIES</b>	營運業務產生的現金淨額	<b>(91,254)</b>	(132,026)
<b>NET CASH USED IN FROM INVESTING ACTIVITIES</b>	已動用於投資業務的現金淨額	<b>(391,930)</b>	(162,145)
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	已動用於融資業務的現金淨額	<b>(27,046)</b>	(27,046)
<b>NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	現金及現金等值物增加(減少)淨額	<b>(510,230)</b>	(321,217)
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD</b>	期初現金及現金等值物	<b>1,095,218</b>	1,015,994
<b>EFFECT OF FOREIGN EXCHANGE RATE CHANGES</b>	外匯匯率改變之影響	<b>(23,212)</b>	3,970
<b>CASH AND CASH EQUIVALENT AT END OF PERIOD, REPRESENTED BY BANK BALANCES AND CASH</b>	期終現金及現金等值物 銀行結餘及現金	<b>561,776</b>	698,747

### 1. BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES

#### BASIS OF PREPARATION

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

#### PRINCIPAL ACCOUNTING POLICIES

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

The accounting policies used in the condensed consolidated financial statements for the six months ended 30 June 2016 are consistent with those followed in the preparation of the Group’s annual consolidated financial statements for the year ended 31 December 2015.

In the current interim period, the Group has applied the following new and revised Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the HKICPA which are effective for the Group’s financial year beginning 1 January 2016.

### 1. 編製基準及主要會計政策

#### 編製基準

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

#### 主要會計政策

簡明財務報表乃按照歷史成本法編製，惟按公平值計算之若干金融工具除外。

截至二零一六年六月三十日止六個月之簡明綜合財務報表所應用之會計政策與本集團編製之截止二零一五年十二月三十一日止年度之綜合財務報表所採納者一致。

於本中期報告期間，集團已採用部分由香港會計師公會所頒佈自二零一六年一月一日起開始生效之經新訂及經修訂香港財務報告準則。

# Notes to the Condensed Financial Statements

## 簡明綜合財務報表附註

### 1. BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES (continued)

#### PRINCIPAL ACCOUNTING POLICIES (continued)

Amendments to HKFRS 11	Accounting for Acquisitions of Interests in Joint Operations
Amendments to HKAS 1	Disclosure Initiative
Amendments to HKAS 16 and HKAS 38	Clarification of Acceptable Methods of Depreciation and Amortization
Amendments to HKAS 16 and HKAS 41	Agriculture: Bearer Plants
Amendments to HKAS 27	Equity Method in Separate Financial Statements
Amendments to HKFRS 10, HKFRS 12 and HKAS 28	Investment Entities: Applying the Consolidation Exception
Amendments to HKFRSs	Annual Improvements to HKFRSs 2012 - 2014 Cycle

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

### 1. 編製基準及主要會計政策 (續)

#### 主要會計政策 (續)

香港財務報告準則第11號(修訂本)	收購共同經營權益的會計法
香港會計準則第1號(修訂本)	披露計劃
香港會計準則第16號及香港會計準則第38號(修訂本)	折舊及攤銷的可接受方法的澄清
香港會計準則第16號及香港會計準則第41號(修訂本)	農業：結果實的植物
香港會計準則第27號(修訂本)	獨立財務報表中使用權益法
香港會計準則第10號、香港財務報告準則第12號及香港財務報告準則第28號(修訂本)	投資主體：應用合併豁免
香港財務報告準則修訂	2012-2014週期年度改進項目

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

# Notes to the Condensed Financial Statements

## 簡明綜合財務報表附註

### 1. BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES (continued)

#### PRINCIPAL ACCOUNTING POLICIES (continued)

The Group has not early applied the following new and revised HKFRSs that have been issued but are not yet effective:

HKFRS 9	Financial Instruments <sup>1</sup>
HKFRS 15	Revenue from Contracts with Customers <sup>1</sup>
HKFRS 16	Leases <sup>2</sup>
Amendments to HKAS 7	Disclosure Initiative <sup>3</sup>
Amendments to HKAS 12	Recognition of Deferred Tax Assets for Unrealized Losses <sup>3</sup>
Amendments to HKFRS 15	Clarifications to HKFRS 15 "Revenue From Contracts with Customers" <sup>1</sup>
Amendments to HKFRS 10 and HKAS 28	Sales or Contribution of Assets between an Investor and its Associate or Joint Venture <sup>4</sup>

<sup>1</sup> Effective for annual periods beginning on or after 1 January 2018.

<sup>2</sup> Effective for annual periods beginning on or after 1 January 2019.

<sup>3</sup> Effective for annual periods beginning on or after 1 January 2017.

<sup>4</sup> Effective for annual periods beginning on or after a date to be determined.

The Group is in the process of making an assessment on the impact of these new standards, amendments and interpretations. The Group considers that these new and revised IFRSs are unlikely to have a significant impact on the Group's financial reports of the coming year.

### 1. 編製基準及主要會計政策 (續)

#### 主要會計政策(續)

本集團並無提早採用下列已頒佈但尚未生效之新訂及經修訂之香港會計準則、香港財務報告準則及修訂。

香港財務報告準則第9號	金融工具 <sup>1</sup>
香港財務報告準則第15號	客戶合同收入 <sup>1</sup>
香港財務報告準則第16號	租賃 <sup>2</sup>
香港會計準則第7號(修訂本)	披露計劃 <sup>3</sup>
香港會計準則第12號(修訂本)	就未實現之虧損確認遞延稅項資產 <sup>3</sup>
香港財務報告準則第15號(修訂本)	澄清香港財務報告準則第15號來自客戶合約之收入 <sup>1</sup>
香港財務報告準則第10號及香港會計準則第28號(修訂本)	投資者與其聯營或合營公司之間的資產出售 <sup>4</sup>

<sup>(1)</sup> 於二零一八年一月一日或以後開始的財務期間生效

<sup>(2)</sup> 於二零一九年一月一日或以後開始的財務期間生效

<sup>(3)</sup> 於二零一七年一月一日或以後開始的財務期間生效

<sup>(4)</sup> 生效日期有待確定

本集團正對此等新訂及經修訂國際財務報告準則的影響作出評估，並初步認為此等新訂及經修訂的國際財務報告準則將不會對本集團下一年度的財務報表產生重大影響。

# Notes to the Condensed Financial Statements

## 簡明綜合財務報表附註

### 2. REVENUE AND SEGMENT INFORMATION

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

#### Business segment

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

### 2. 營業額及分類資料

營業額相當於所售貨物及提供服務經扣除折扣、退貨及折讓後之應收金額。

#### 業務分類

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

# Notes to the Condensed Financial Statements

簡明綜合財務報表附註

## 2. REVENUE AND SEGMENT INFORMATION

(continued)

**Business segment** (continued)

About these operating divisions is presented below:

*Continuing Operations*

## 2. 營業額及分類資料(續)

業務分類(續)

本集團按該等業務部門呈報其主要分類資料如下：

*持續經營業務*

		Segment revenues and results for the six months ended 30 June 2016 截至二零一六年六月三十日止六個月之 未經審核分類收入及業績		
		Information technology services 信息技術服務		
		Software development and solution 軟件開發 及解決方案 HK\$'000 千港元	Software outsourcing 軟件外包 HK\$'000 千港元	Total 綜合 HK\$'000 千港元
Revenue	持續經營營業額	<b>359,647</b>	<b>162,056</b>	<b>521,703</b>
Segment results	持續經營分類業績	<b>8,293</b>	<b>(1,647)</b>	<b>6,646</b>
Unallocated income	未分配收入			<b>14,740</b>
Unallocated corporate expense	未分配企業開支			<b>(33,407)</b>
Share of results of associates	應佔聯營公司業績			<b>7,831</b>
(Loss) before taxation	除稅前虧損			<b>(4,190)</b>
Taxation	稅項			<b>(798)</b>
(Loss) for the period	期內虧損			<b>(4,988)</b>

# Notes to the Condensed Financial Statements

## 簡明綜合財務報表附註

### 2. REVENUE AND SEGMENT INFORMATION

(continued)

Business segment (continued)

Continuing Operations (continued)

### 2. 營業額及分類資料(續)

業務分類(續)

持續經營業務(續)

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

		Information technology services 信息技術服務		
		Software development and solution 軟件開發 及解決方案 HK\$'000 千港元	Software outsourcing 軟件外包 HK\$'000 千港元	Total 綜合 HK\$'000 千港元
Revenue	持續經營營業額	296,775	135,400	432,175
Segment results	持續經營分類業績	(28,172)	1,919	(26,253)
Unallocated income	未分配收入			410
Unallocated corporate expense	未分配企業開支			(4,192)
Share of results of associates	應佔聯營公司業績			21,589
(Loss) before taxation	除稅前虧損			(8,446)
Taxation	稅項			(9,279)
(Loss) for the period	期內虧損			(17,725)

# Notes to the Condensed Financial Statements

簡明綜合財務報表附註

## 3. OTHER INCOME

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

## 3. 其他業務收入

Six months ended 30 June

截至六月三十日止六個月

2016 二零一六年 HK\$'000 千港元	2015 二零一五年 HK\$'000 千港元
13,768	12,861
21,056	19,019
12,054	47
11,682	322
358	1,371
<b>58,918</b>	<b>33,620</b>

## 4. LOSS BEFORE TAXATION

Loss before taxation has been arrived at after charging:	除稅前虧損經扣除下列各項後得出：
Cost of inventories recognised as expenses	確認為開支的存貨成本
Depreciation	折舊

## 4. 除稅前虧損

Six months ended 30 June

截至六月三十日止六個月

2016 二零一六年 HK\$'000 千港元	2015 二零一五年 HK\$'000 千港元
94,533	63,813
9,693	6,092



# Notes to the Condensed Financial Statements

## 簡明綜合財務報表附註

### 5. TAXATION

Current tax:	利得稅
Hong Kong	香港
PRC Enterprise Income Tax	中國企業所得稅
Deferred taxation	遞延稅項

Enterprise income tax rates applicable to the Group's subsidiaries in the PRC are ranging from 10% - 25%, and have been applied to calculate the Group's PRC Enterprise Income Tax in accordance with relevant laws and regulations in the PRC.

### 5. 稅項

Six months ended 30 June  
截至六月三十日止六個月

2016 二零一六年 HK\$'000 千港元	2015 二零一五年 HK\$'000 千港元
—	—
—	9,278
<b>798</b>	—
<b>798</b>	<b>9,278</b>

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

# Notes to the Condensed Financial Statements

## 簡明綜合財務報表附註

### 6. (LOSS)/EARNINGS PER SHARE

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

### 6. 每股(虧損)盈利

母公司普通股股權持有人應佔每股基本及攤薄盈利(虧損)乃根據下列數據計算：

		<b>Six months ended 30 June</b> 截至六月三十日止六個月	
		<b>2016</b> 二零一六年 <i>HK\$'000</i> 千港元	2015 二零一五年 <i>HK\$'000</i> 千港元 (restated) (已重列)
<b>(Loss)/profit from continuing and discontinued operations</b>	來自持續經營及已終止業務(虧損)盈利		
(Loss)/earnings for the purpose of basic earnings/(loss) per share ((Loss)/profit for the period attributable to equity holders of the parent)	計算每股基本盈利所採用之(虧損)盈利(母公司股權持有人應佔期內(虧損)盈利)	<b>(5,179)</b>	1,913
(Loss)/Earnings for the purpose of diluted (loss)/earnings per share	計算每股攤薄盈利所採用之(虧損)盈利	<b>(5,179)</b>	1,913
<b>Loss from continuing operations</b>	來自持續經營業務虧損		
Loss for the purpose of basic loss per share (Loss for the period attributable to equity holders of the parent)	計算每股基本虧損所採用之虧損(母公司股權持有人應佔期內虧損)	<b>(5,179)</b>	(16,698)
<b>Number of shares (in thousands)</b>	股份數目		
Weighted average number of ordinary shares for the purpose of basic (loss)/earnings per share	計算每股基本盈利所採用之加權平均普通股數目	<b>901,536</b>	901,536
Effect of dilutive potential ordinary shares – share options	潛在攤薄普通股之影響：一購股權	—	—
Weighted average number or ordinary shares for the purpose of diluted (loss)/earnings per share	計算每股攤薄盈利(虧損)所採用之加權平均普通股數目	<b>901,536</b>	901,536

# Notes to the Condensed Financial Statements

## 簡明綜合財務報表附註

### 7. DISCONTINUED OPERATIONS

AT June and September 2015, the company has completed the disposal of communications industry solutions business and financial business. Details of disposal of communications industry solutions business and financial business are set out in the announcement dated 10 April 2015 and 9 July 2015 and the circular date 14 May 2015 and 5 August 2015.

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

(Loss) profit of business operation for the year	通信業務及金融業務 本期實現盈利(虧損)
Gain on disposal of business	處置通信業務及金融 業務實現利得

### 8. DIVIDEND

The Board of directors does not recommend the payment of a dividend for the six months ended 30 June 2016 (six months ended 30 June 2015: nil).

### 7. 已終止業務

於二零一五年六月及九月，公司已分別完成出售浪潮通信及浪潮金融業務。出售浪潮通信業務及金融業務詳情請參閱日期為二零一五年四月十日及七月九日的公佈以及於日期為二零一五年五月十四日及八月五日的通函。

來自與已終止業務盈利分析如下：

#### Six months ended 30 June 截至六月三十日止六個月

30.6.2016 於二零一六年 HK\$'000 千港元	30.6.2015 於二零一五年 HK\$'000 千港元
—	(57,153)
—	75,764
—	18,611

### 8. 股息

董事建議截至二零一六年六月三十日止六個月不派發中期股息(二零一五年六月三十日止六個月：無)。

# Notes to the Condensed Financial Statements

簡明綜合財務報表附註

## 9. TRADE AND BILLS AND OTHER RECEIVABLES

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

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

Trade and bills receivables	貿易應收賬款及應收票據
0-30 days	0-30 日
31-60 days	31-60 日
61-90 days	61-90 日
91-120 days	91-120 日
121-180 days	121-180 日
Over 180 days	180 日以上

Amounts due from fellow subsidiaries	應收同集團附屬公司
0-30 days	0-30 日
31-60 days	31-60 日
61-90 days	61-90 日
91-210 days	91-210 日
Over 210 days	210 日以上

## 9. 應收賬款、應收票據及其他應收款

本集團向貿易客戶提供平均30日至210日的賒賬期。

以下為貿易應收賬款及應收同集團附屬公司及最終控股公司於結算日的賬齡分析：

30.6.2016 於二零一六年 六月三十日 HK\$'000 千港元	31.12.2015 於二零一五年 十二月三十一日 HK\$'000 千港元
26,449	29,525
13,242	5,874
2,423	6,862
4,408	19,356
694	6,937
62,526	47,644
<b>109,742</b>	<b>116,198</b>

30.6.2016 於二零一六年 六月三十日 HK\$'000 千港元	31.12.2015 於二零一五年 十二月三十一日 HK\$'000 千港元
79,260	18,858
15,244	1,552
4,389	14,702
4,155	101,928
104,378	6,793
<b>207,426</b>	<b>143,833</b>

# Notes to the Condensed Financial Statements

## 簡明綜合財務報表附註

### 9. TRADE AND BILLS AND OTHER RECEIVABLES (continued)

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

### 9. 應收賬款、應收票據及其他應收款(續)

30.6.2016 於二零一六年 六月三十日 HK\$'000 千港元	31.12.2015 於二零一五年 十二月三十一日 HK\$'000 千港元
1,124	621
—	—
—	27
—	—
1,365	518
<b>2,489</b>	<b>1,166</b>

### 10. TRADE AND BILL AND OTHER PAYABLES

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

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

### 10. 貿易應付賬款、票據及其他應付款

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

30.6.2016 於二零一六年 六月三十日 HK\$'000 千港元	31.12.2015 於二零一五年 十二月三十一日 HK\$'000 千港元
18,486	36,613
5,041	16,609
2,786	3,095
79,218	77,847
<b>105,531</b>	<b>134,164</b>

# Notes to the Condensed Financial Statements

簡明綜合財務報表附註

## 10. TRADE AND BILL AND OTHER PAYABLES

(continued)

Amounts due to fellow subsidiaries	應付同集團附屬公司
0-30 days	0-30日
31-60 days	31-60日
61-90 days	61-90日
Over 90 days	90日以上

Amounts due to ultimate holding company	應付最終控股公司
0-30 days	0-30日
31-60 days	31-60日
61-90 days	61-90日
Over 90 days	90日以上

## 10. 貿易應付賬款、票據及其他應付款(續)

30.6.2016 於二零一六年 六月三十日 HK\$'000 千港元	31.12.2015 於二零一五年 十二月三十一日 HK\$'000 千港元
2,728	5,618
202	—
30	27
<b>33,370</b>	<b>37,947</b>
<b>36,330</b>	<b>43,592</b>

30.6.2016 於二零一六年 六月三十日 HK\$'000 千港元	31.12.2015 於二零一五年 十二月三十一日 HK\$'000 千港元
59	666
57	—
57	—
<b>607</b>	<b>429</b>
<b>780</b>	<b>1,095</b>

# Notes to the Condensed Financial Statements

## 簡明綜合財務報表附註

### 11. ENTRUSTED LOAN RECEIVABLE

The Group entered into an entrusted loan framework agreement on 29 August 2014, pursuant to which the Group agreed to provide entrusted loan to Inspur Electronics Information Industry Co., Ltd, a fellow subsidiary of Group, through a financial institute. The entrusted loan receivable of HK\$341,772,000 at 30 June 2016 was interest bearing at 4.35% per annum and matured and settled in September 2016.

### 12. SHARE CAPITAL

Ordinary shares of HK\$0.01 each  
Authorised:

At 1 January 2016

Issued and fully paid:

At 1 January 2016

At 30 June 2016

每股0.01港元之普通股  
法定：

於二零一六年一月一日

已發行及繳足：

於二零一六年一月一日

於二零一六年六月三十日

### 11. 應收委託貸款

本集團於二零一四年八月二十九日訂立一項委託貸款框架協議，據此，本集團同意通過金融機構向本集團的同集團附屬公司浪潮電子資訊產業股份有限公司提供委託貸款。於二零一六年六月三十日，應收委託貸款341,772,000港元按4.35%的年利率計息及於二零一六年九月前到期及償還。

### 12. 股本

Number  
of shares

股份數目

'000

千股

HK\$'000

千港元

2,000,000      20,000

901,536      9,015

901,536      9,015

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

每股所附之權利與當時之發行股票享有同等權利。

# Notes to the Condensed Financial Statements

## 簡明綜合財務報表附註

### 13. RELATED PARTY TRANSACTIONS

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

### 13. 關連人士交易

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

		<b>Six months ended</b>	
		<b>截至六月三十日止六個月</b>	
		<b>30.6.2016</b>	30.6.2015
		二零一六年	二零一五年
		<b>HK\$'000</b>	HK\$'000
		千港元	千港元
Supply Transactions	供應交易	(i) <b>6,654</b>	9,754
Selling Agency transactions	銷售代理交易		
(1) Aggregate transactions amount	(1) 累計交易金額	(ii) <b>127,189</b>	127,252
(2) The related commission amount	(2) 相關佣金金額	<b>1,259</b>	494
Purchase Transactions	採購交易	(iii) <b>5,402</b>	38,194
Common Services Transactions	公共服務交易	(iv) <b>6,172</b>	6,827
Leasing Services Transactions	租賃服務	(v) <b>11,682</b>	322
		<b>11,682</b>	322



# Notes to the Condensed Financial Statements

## 簡明綜合財務報表附註

### 13. RELATED PARTY TRANSACTIONS (continued)

*Notes:*

- (i) The Group will supply Inspur group goods and service with reference to the market price.
- (ii) The Group appoints the Inspur Group to act as selling agency in the sale of the products and services of the Group. In return, the Inspur Group will receive a commission of 1% or less of the total sale value of the products and services.
- (iii) The Group will purchase the computer hardware and software products by the Group from the Inspur Group. The price per unit of the computer products and components purchased from Inspur Group will be agreed between parties with reference to the then prevailing markets prices of such computer hardware and software products at the relevant time.
- (iv) The Inspur Group shall provide Common Services for use the Group based on normal commercial terms through arm's length negotiation or on terms no less favorable than the terms available from independent third parties for provision of similar services.
- (v) The Group shall provide office for use (Leasing Services) to Inspur Group. The expense to be charged will be agreed upon between the parties and shall be determined based on normal commercial terms through arm's length negotiation or on terms no less favorable than the terms available to independent third parties for provision of similar services.

### 13. 關連人士交易(續)

*附註：*

- (i) 本集團按市場價供應貨品予浪潮集團。
- (ii) 本集團委聘浪潮集團擔任本集團產品及銷售之銷售代理，浪潮集團收取不高於產品與服務銷售總值1%之佣金。
- (iii) 本集團將向浪潮集團採購電腦軟硬體產品。浪潮集團將供應之電腦產品及配件之單價，將由訂約方參照該等產品於有關時間當時之市價協定。
- (iv) 浪潮集團將就使用房產向本集團提供服務，按正常商業條款及公平原則或按不遜於浪潮集團向其他方提供或其他方向本集團提供同類服務條款磋商。
- (v) 本集團將物業向浪潮集團提供租賃服務(租賃服務)，收費乃按正常商業條件及公平原則或按不遜於向其他方提供同類服務條款磋商。

***inspur*** 浪潮