



## Contents

2	Corporate Information
4	Management Discussion and Analysis
15	Other Data
20	Report on Review of Condensed Consolidated Financial Statements
21	Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income
22	Condensed Consolidated Statement of Financial Position
24	Condensed Consolidated Statement of Changes in Equity
25	Condensed Consolidated Statement of Cash Flows
26	Notes to the Condensed Consolidated Financial Statements

# Corporate Information

## Directors

### Executive Directors

Ms. Qi Yue-hong (Vice Chairman)

### Non-Executive Directors

Mr. Ye Yong-ming (Chairman)

Mr. Zhang Xuan-song

Mr. Qian Jian-qiang

Ms. Zheng Xiao-yun

Mr. Zhang Jing-yi

Mr. Wong Tak Hung

### Independent Non-Executive Directors

Mr. Xia Da-wei

Mr. Lee Kwok Ming, Don

Mr. Gu Guo-jian

Mr. Wang Jin

## Board Committees

### Audit Committee

Mr. Lee Kwok Ming, Don (Chairman)

Mr. Xia Da-wei

Mr. Gu Guo-jian

Mr. Wang Jin

### Remuneration and Appraisal Committee

Mr. Xia Da-wei (Chairman)

Mr. Gu Guo-jian

Mr. Wang Jin

Ms. Qi Yue-hong

### Strategic Committee

Mr. Ye Yong-ming (Chairman)

Mr. Zhang Xuan-song

Ms. Qi Yue-hong

Mr. Gu Guo-jian

## Nomination Committee

Mr. Gu Guo-jian (Chairman)

Mr. Xia Da-wei

Mr. Wang Jin

Ms. Qi Yue-hong

## Supervisors

Mr. Lv Yong (Chairman)

Ms. Tao Qing

Mr. Shi Hao-gang

## Joint Company Secretary

Mr. Stephen Mok

Ms. Hu Li-ping

## Authorized Representatives

Ms. Qi Yue-hong

Ms. Hu Li-ping

## International Auditor

Deloitte Touche Tohmatsu

## Legal Advisors to the Company

### *As to Hong Kong Laws*

Eversheds

### *As to People's Republic of China ("PRC") laws*

Grandall Law Firm (Shanghai)

## Investors and Media Relations Consultant

Christensen China Limited

## Principal Bankers

Industrial and Commercial Bank of China

Pudong Development Bank

China Merchants Bank

## Corporate Information

### Registered and Business Office

#### Registered Office in the PRC

Room 713, 7th Floor  
No. 1258 Zhen Guang Road  
Shanghai, PRC

#### Place of Business in the PRC

5th to 14th Floors  
No. 1258 Zhen Guang Road  
Shanghai, PRC

#### Place of Business in Hong Kong

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86 (21) 5262 9922

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86 (21) 5279 7976

#### Company Website

[lianhua.todayir.com](http://lianhua.todayir.com)

### Shareholders' Enquiries

#### Contact Information of the Company

Office of Board of Directors  
Tel: 86 (21) 5278 9576  
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#### Hong Kong Share Registrar and Transfer Office

Computershare Hong Kong Investor Services Limited  
Shops 1712-1716  
17th Floor, Hopewell Centre  
183 Queen's Road East  
Wanchai  
Hong Kong

### Share Information

#### Listing Place

The Stock Exchange of Hong Kong Limited  
("Stock Exchange" or "SEHK")

#### Listing Date

27 June 2003

#### SEHK Stock Code

980

#### Number of H Shares Issued

372,600,000 H shares

#### Financial Year-end Date

31 December

# Management Discussion and Analysis

## Operating Environment

Based on the data from the National Bureau of Statistics, in the first half of 2016, China's gross domestic product (GDP) achieved a year-on-year growth of 6.7%, representing a decrease of 0.3 percentage point compared to last year. Notably, China achieved the same level of GDP growth in both the first and second quarter, 6.7%, respectively. China's economy in persistent dip showed an L-shaped path. Judging from operational data, there was no concrete foundation for economic recovery. It was very difficult to secure stable growth as downward pressures weighed.

Based on the data from the National Bureau of Statistics, in the first half of 2016, total retail sales of consumer goods nation-wide had a nominal year-on-year growth of 10.3%, representing a decrease of 0.1 percentage point compared to the same period last year. In particular, the retail sales of consumer goods of enterprises above a designated size had a year-on-year growth of 7.5%, representing an increase of 0.1 percentage point compared to the same period last year.

Due to the slowdown in economic growth, income growth in China has slowed down. Based on the data from the National Bureau of Statistics, nation-wide disposable income per capita had an actual growth of 6.5% in the first half of 2016, representing a year-on-year slowdown of 1.1 percentage points and also 0.2 percentage point less than the GDP growth rate. As indicated by Nelson's China consumer confidence index report for the second quarter of 2016, Chinese consumers had more rational expectations for future employment and income, among which, 49% of the households indicated that they would maintain their family consumption levels in the second quarter, an increase of 4.0 percentage points compared to that of the previous quarter, while the proportion of households willing to increase spendings dropped.

In the first half of 2016, because of the continuous economic slowdown with stagnant demand, the retail industry was negatively pressured. According to the data from the China National Commercial Information Center, the retail sales of 50 major large-scale retail enterprises in the PRC had an accumulated year-on-year drop of 3.1% in the first half of 2016, representing a drop of 4.2 percentage points compared to the growth rate in the same period last year. Additionally, the online retail growth rate also retreated from its highs. Based on the data from the National Bureau of Statistics, online retail growth was 28.2%, representing a drop of 10.9 percentage points from the 39.1% growth rate in the same period last year.

In light of the slowdown in physical retail industry development, various commercial retail enterprises increased their omni-channel investments in the first half of 2016, with more enterprises expediting small segment outlet development. The retail industry has changed from its traditional price-oriented sales promotion model to the adoption of thematic event marketing, feature marketing, new media marketing and internet celebrity marketing, enhancing consumer experiences and so on to attract customers and increase sales.

## Financial Review

### Turnover and consolidated income

During the period under review, Lianhua Supermarket Holding Co., Ltd (the "Company") and its subsidiaries (collectively the "Group") endeavored to extend its industrial chain, strengthen its supply chain, and integrate its market chain. The Group continued to deepen innovation and reform of the enterprise, vigorously promoting e-commerce, emphasizing the improvement of both business and management, and focusing on adjusting the business model of various segments. On the supply and marketing side, the Group explored synergetic models incorporating marketing and purchasing, expedited supply chain construction, and improved supporting systems. The Group recorded a turnover of approximately RMB14,083 million, with a year-on-year growth of 0.04%, and same store sales increased by 0.70%.

## Management Discussion and Analysis

During the period under review, the Group strengthened efforts in marketing and sales promotion. However, under the circumstances of the stagnant demand and the aggravating competition, the Group recorded gross profit of approximately RMB2,021 million, with a year-on-year drop of 4.5%, and the Group's gross profit margin decreased by 0.69 percentage points to 14.35%.

During the period under review, the Group's consolidated income was approximately RMB3,405 million, with a year-on-year drop of 1.7%, mainly due to the year-on-year decrease in the gross profit of commodities.

During the period under review, the Group maintained solid cash flow and continued to improve management capabilities prudently.

### Operating cost and net profit

During the period under review, the total distribution cost and administrative expenses of the Group recorded a year-on-year decrease of approximately RMB64,254 thousand and amounted to approximately RMB3,217,736 thousand, representing a year-on-year decrease of 2.0%, which was mainly attributable to (1) the year-on-year decrease of approximately RMB12,675 thousand for leasing expenses upon implementing the negotiation for reducing the store rent or cancelling leases; (2) the depreciation expenditure decreased by approximately RMB32,107 thousand as a result of winding-up stores and expiry of assets depreciation; and (3) energy expenses decreased by approximately RMB23,802 thousand through energy saving and winding-up of stores.

During the period under review, the Group recorded an operating profit of approximately RMB172,994 thousand, with a year-on-year growth of approximately 0.1% and an operating profit margin of 1.23%, roughly remained flat over the same period last year.

During the period under review, associates' revenue attributable to the Group was RMB12,423 thousand, with a year-on-year decrease of 47.2%. The associates of the Group were also adversely affected by the economic

downturn, slowdown in income growth and stagnant demand, leading to a decline in sales. This, coupled with increasing labor cost and rental cost, led to decreasing profit. As of 30 June 2016, Shanghai Carhua Supermarket Company Limited ("Shanghai Carhua") recorded an operating profit of approximately RMB18,403 thousand, with a year-on-year drop of 64.5%, and had a total of 30 outlets.

During the period under review, the tax expenses of the Group was approximately RMB111 million, representing a year-on-year decrease of approximately 2.5%. During the first half of 2016, the Group undertook various initiatives to minimize the impact of the latest taxation policy on enterprise, and sought to obtain financial support funds from various local governments in order to further lower the tax rate of the Group.

During the period under review, affected by the on-going slowdown in economic growth, stagnant demand and rise in online shopping, the overall performance of the chain supermarket industry recorded a declining trend. Despite the tremendous efforts made by the Group with respect of innovative reform and implementation of measures, the group's gross profit was adversely affected due to the increasing frequencies of sales promotion. Moreover, the Group's return on investment continued to decline, which led to a year-on-year drop in net profit. During the period under review, the Group recorded total net profit of RMB2,944 thousand attributable to shareholders, representing a year-on-year drop of 86.0%. The net profit margin attributable to shareholders was 0.02%. Based on the 1.1196 billion shares issued by the Group, the basic earnings per share was approximately RMB0.003.

### Cash flow

During the period under review, the net cash outflow of the Group was RMB3,057,561 thousand, mainly impacted by the increase of term deposit and purchase of financial assets at fair value through profit or loss. Cash and various balances at bank as at the end of the period were RMB6,240,655 thousand.

## Management Discussion and Analysis

As of 30 June 2016, the accounts payable turnover period of the Group was 59 days, and the inventory turnover period was approximately 42 days.

During the period under review, the Group did not use any financial instruments for hedging purposes and did not issue any hedging instruments as at 30 June 2016.

### Retail businesses operations

#### Hypermarkets

During the period under review, confronted with business environment changes such as the macro-economic downturn and changes in consumers shopping habits, the hypermarket segment of the Group endeavored to promote the improvement of stores with potentials, upgrade the management level of fresh produce, and optimize the structure of product categories to attract customer flow and increase sales. The hypermarket segment recorded a turnover of approximately RMB8,809,028 thousand, with a year-on-year growth of 1.4%, accounting for approximately 62.5% of the Group's turnover. The gross profit was approximately RMB1,209,375 thousand, and the gross profit margin decreased by 1.22 percentage points to 13.73%. Same store sales decreased by 0.17%. The consolidated income margin was 23.57% with a year-on-year drop of 1.23 percentage points. The operating profit of the segment was approximately RMB77,475 thousand, with a year-on-year increase of approximately 51.0%. The operating profit margin increased year on year by 0.29 percentage points to 0.88%. The hypermarket segment will continue to promote the operational enhancement of stores with potentials, focus on turning stores suffering losses into profit-making; expand and strengthen the operation of fresh produce, and enhance store capabilities in driving traffic. The segment will also focus on core commodities, brand name commodities and imported commodities,

and make use of product categories management techniques to increase shelf throughput and space productivity. Meanwhile, the segment will develop the business of online ordering for collection at stores and online ordering for delivery from stores, and cultivate new business growth points. The Group will also re-plan leased space and increase the area for attracting merchants, so as to increase income from attracting merchants.

As of 30 June	2016	2015
Gross Profit Margin (%)	13.73	14.95
Consolidated Income Margin (%)	23.57	24.80
Operating Profit Margin (%)	0.88	0.59

#### Supermarkets

During the period under review, the turnover of the Group's supermarket segment reached approximately RMB4,247,142 thousand with a year-on-year decrease of approximately 4.4%, accounting for approximately 30.2% of the Group's turnover. Same store sales decreased by 0.93%. During the period under review, the supermarket segment expedited store transformation and upgrades, strengthened fresh produce, optimized the structure of product categories, improved the marketing and sales promotion approach, and procured the increase of customer purchase orders, leading to an improvement in consolidated results. The gross profit was approximately RMB642,111 thousand, with a year-on-year drop of approximately 3.0%. The gross profit margin was 15.12%, with a year-on-year increase of 0.23 percentage points. The consolidated profit margin of the supermarket segment was 24.85%, with a year-on-year increase of 1.76 percentage points. The operating profit of the segment was approximately RMB151,158 thousand. The operating profit margin was 3.56%. The supermarket segment will

## Management Discussion and Analysis

continue to promote the transformation and upgrading of the stores, strengthen fresh management, and enhance sales of core commodities, so as to further enhance the operating results of the segment.

As of 30 June	2016	2015
Gross Profit Margin (%)	15.12	14.89
Consolidated Income Margin (%)	24.85	23.09
Operating Profit Margin (%)	3.56	3.95

### Convenience Stores

During the period under review, the turnover of the Group's convenience store segment recorded a year-on-year increase of approximately 8.0% to reach RMB1,008,305 thousand, which accounted for approximately 7.2% of the Group's turnover. In particular, same store sales had a year-on-year growth of 18.92%. During the period under review, the convenience store segment reinforced the reform of existing stores, increased investment in the facilities of convenience services, optimized the product structure and enhanced the sales of core products. Concurrently, the segment began to explore the brand new convenience store 1.0 version, conducted in-depth optimization in product category structure, integrated online and offline resources to vigorously promote core commodities and core services, and utilized the advantages of outlets to increase value-added services, thereby achieving growth in both overall sales and same store sales. The gross profit of the convenience store segment was approximately RMB163,372 thousand, the gross profit margin was 16.20%, with a year-on-year drop of 0.46 percentage points. The consolidated income margin was 22.65% with a year-on-year drop of 0.99 percentage points. Since labor costs grew steadily and rental costs remained high, operating profit remained at a comparatively lower level. The segment recorded an operating loss of approximately RMB31,914 thousand. The convenience store segment will continue to optimize product structure, and improve

value-added services, accelerate exploration for new operating models, and promote the new convenience store 1.0 version so as to seek new profit growth points.

As of 30 June	2016	2015
Gross Profit Margin (%)	16.20	16.66
Consolidated Income Margin (%)	22.65	23.64
Operating Profit (Loss) Margin (%)	-3.17	-3.77

### Capital structure

As of 30 June 2016, the Group's cash equivalents were mainly held in Renminbi. Except for the bank borrowings of RMB2,000 thousand by a non-wholly-owned subsidiary of the Group, there were no other bank borrowings.

During the period under review, equity interest of shareholders of the Group decreased from approximately RMB3,199,086 thousand to approximately RMB3,166,525 thousand, which was mainly due to the profit for the period of approximately RMB74,560 thousand, dividend payment to non-controlling interests amounting to approximately RMB105,774 thousand, and the decrease of capital reserve by approximately RMB1,347 thousand.

### Details of the Group's pledged assets

As of 30 June 2016, the Group did not pledge any assets.

### Exposure to foreign exchange risk

Most of the income and expenditure projects of the Group were denominated in Renminbi. During the period under review, the Group did not experience any material difficulties or negative effects on its operations or liquidity as a result of fluctuation in currency exchange rates. The Group neither entered into any agreements nor purchased any financial instruments to hedge its foreign exchange risk. The Directors believe that the Group is able to meet its foreign exchange requirements.



## Management Discussion and Analysis

### Share capital

As of 30 June 2016, the issued share capital of the Company was as follows:

Class of shares	Number of shares in issue	Percentage
Domestic shares	715,397,400	63.90
Unlisted foreign shares	31,602,600	2.82
H shares	372,600,000	33.28
<b>Total</b>	<b>1,119,600,000</b>	<b>100.00</b>

### Contingent liabilities

As of 30 June 2016, the Group did not have any material contingent liabilities.

### Outlet Development

During the period under review, the Group continued to adhere to a stable development strategy and adopted the dual-model of “direct-operation and franchise” to proactive develop markets in the region of the Yangtze River Delta. In the first half of 2016, the Group had 88 new stores including 68 franchised stores, with 69.3% or 61 new stores in the region of the Yangtze River Delta.

During the period under review, the Group continued to optimize the outlet structure by closing 175 stores including 136 franchised stores, among which, 134 stores located in the region of the Yangtze River Delta, mainly due to the expiry of tenancy agreements and difficulties in operation.

As of 30 June 2016, the Group has owned 3,796 stores in total, a decrease of 87 stores compared to the end of 2015, mainly due to the adjustment of franchised stores. Approximately 82.5% of the Group’s stores are located in the eastern regions of the PRC.

	Hypermarkets	Supermarkets	Convenience	Total
			Stores	
Direct operation	156	578	810	1,544
Franchised operation	-	1,495	757	2,252
<b>Total</b>	<b>156</b>	<b>2,073</b>	<b>1,567</b>	<b>3,796</b>

*Note:* The above figures are as of 30 June 2016.

In order to seek new breakthroughs and new profit drivers, the Group values the innovation of its business segments, particularly the convenience store segment. During the period under review, the Group first began to explore the new potential convenience store models version 1.0, which integrates services such as diversified e-commerce elements with the provision of a Wechat Business, Alipay, online and offline interaction, and i-Bailian online ordering for collection at the store. Additionally, the Group explored various kinds of beverages prepared upon ordering, imported commodities and wines, direct delivery services of fresh vegetables and fruit, and introduced brand new e-cards as well as offering internet services for customers to enjoy. The first version of these new stores performed much better than expected, and has strengthened the Group’s confidence in developing convenience stores of brand new styles.

## Management Discussion and Analysis

### Strengthening Channels

During the period under review, the Group, in compliance with the requirements for channels strengthening plan and the overall analysis of existing stores, determined the transformation direction which consists of the brand new hypermarket model, the fresh produce supermarket model, and the “Internet + the convenience store” 1.0 model. The Group also formulated a store upgrade and reform plan, adjusted supermarket layout according to the principle of “one strategy for one store”, optimized the product portfolio, enriched varieties of fresh produce, enhanced professional management for attracting merchants, improved the shopping environment and proactively pushed forward the transformation and upgrades of existing stores.

During the period under review, the Group’s hypermarkets focused on promoting the upgrade and reform of stores, while expanding the areas and product categories of fresh produce, accelerated products upgrade, and introduced the shop-within-a-shop to achieve brand improvements. The pilot O2O experience zone and the innovative multi-scenario marketing atmosphere reinforced interaction with customers, which helped improve shop popularity and increased orders from customers, boosting revenue and profit per square feet of floor area.

During the period under review, the supermarket segment achieved store transformation and upgrade by means of strengthening fresh produce operation. The supermarket segment focused on introducing, improving and enriching the product categories of fresh produce. Supermarkets continued to increase the supply of vegetables, fruits, meat and eggs from production bases to provide consumers with non-processed products, increased the proportion of direct delivery from source

bases to shorten the supply chain, and enhance the freshness and quality of fresh produce. Personnel-wise, the supermarket segment reinforced the skills training for the supermarket operating team, improved the approach of performance appraisal, motivated tier-one personnel enthusiasm towards promoting fresh produce, enhance daily routine maintenance, and promoted the persistent improvement in the management and operational level of store fresh produce by means of streamlining operations.

During the period under review, the convenience store segment continued to follow the concept of “Asset Light and Capacity Enhancement”, expedited new product introductions as well as upgrades, increased the sales of fresh produce, imported commodities and the “Little-Q” brand products, and additionally, expedited exploration into new store models, pioneering the brand new “1.0 version convenience store”.

### Control of Upstream Resources

During the period under review, the Group, in accordance with the planning requirements for “Control of Upstream Resources”, proactively established the industrial chain and optimized the supply chain, continued the optimization of the supply chain channel for major product categories by means of optimizing the structure of suppliers, further promoted purchasing from fresh produce bases, and increased the proportion of tier-one agents and distributors for imported commodities. The Group enhanced the performance of supplier management by utilizing the advantages of centralized resources from nation-wide suppliers and upgrading the supply chain. The Group expedited the introduction of highly cost-effective new products by adhering to customer demands, and increasing capability of base procurement and source procurement of 100% fresh produce, in-house brand commodities, and imported commodities.

## Management Discussion and Analysis

During the period under review, the Group reformed the commodity purchasing organization model, in particular set up the nation-wide joint purchasing department for centralized management of the purchasing authority for major brands of various product categories, and improved the negotiation capability of purchasing personnel to enhance performance. Emphasizing innovation and reform of product categories, the purchasing department for imported commodities focused on the direct procurement and introduction of new products abroad.

During the period under review, the Group focused on the reforming the purchasing model, put into practice the functional separation of the purchasing business from the purchasing management, and enhanced market orientation, strategic guidance and risk control. The Group also implemented the system of holding the merchandiser responsible, emphasized the guiding ideology of “revenue focused and gross profit driven”, improved negotiation strategy, and adopted an innovative marketing approach to increase gross profit and income. Meanwhile, purchasers were prompted to look for new, unique and special commodities by means of increasing the purchaser’s power of making decision and simplifying the purchasing flow process, so as to enhance the shelf sales ratio of the commodities.

During the period under review, the Group made sufficient use of internal and external supplier resources, and focused on creating a professional and market-oriented open-end direct purchasing and joint purchasing platform. Through the benchmarking of major commodities with Yonghui Superstores Co., Ltd. (“Yonghui Superstores”), nearly 2,000 units of coincide commodities were selected for purchase benchmarking analysis. The Group implemented advantageous resources sharing and complementarity and enlarged the room for

price negotiation by benchmarking the contract purchase price resources of daily necessity brands. Additionally the launch of an internal joint purchase matchmaking meeting of the subsidiaries of the Company has obtained new channel resources for enhancing the product categories of the private-label brands of the Group and benchmarking of the purchase prices.

During the period under review, the Group was committed to the enhancement of the fresh produce supply chain for core competitiveness. It continued to deepen the enhancement effects of the fresh produce operation of the last year by seeking breakthroughs in fresh produce operation. The Group also extended the fresh produce proprietary operation project from Shanghai to Jiangsu, Anhui and other regions, enhanced the concept of full-time fresh produce operation, and fully utilized the selling of fresh produce vegetable baskets. The Group strengthened the interaction between operation and procurement, focused on the standardization and normalization of fresh produce operation at stores, enhanced fresh produce operations, optimized the display standards in different periods, reduced losses and increased the single-product management, while expediting the development of fresh produce bases and enriching the product varieties of source bases.

During the period under review, by means of promoting “supply side-oriented” change of private-label brand operation, the in-house brand department designed and implemented various major projects such as the “Ichiban Good Products” (一番良品) and the “Premium Lifestyle Pavilion” (優品生活館) to bring notable enhancements to consumers’ shopping experience. In addition, the special establishment of the “baby & children corner” took advantage of the changing trend of the consumer market under the “universal two-child policy”.

## Management Discussion and Analysis

### Cost Control and Efficiency Enhanced

During the period under review, the Group set the target of reducing cost and increasing profit, and set up a project work group to proactively reduce cost and control expenses. Confronted with the rigid increasing trend of labor cost and rental cost, the Group placed greater emphasis on reasonable employment. By means of diversifying employment means, stores were able to make reasonable arrangements for employment according to the changes in sales volume. At the same time, the Group enhanced labor performance and cut labor cost by optimizing flow process, increasing labor efficiency, and streamlining posts.

During the period under review, through lowering rent and deploying a light asset operation mode, the Group managed to save on rental costs. The Group also reduced fresh produce losses by refining targets, enhancing supervision and control, and improving appraisal procedures. The Group reduced energy costs by imposing control on the use of electricity at stores in different periods, adjusting the calculation of electricity charges, and installing energy-saving equipment. At the same time, the Group effectively cut the cost of store reform through reasonable adjustments in the cost structure of supermarket decorations, and optimization of asset allocation.

During the period under review, the Group identified the major target of reducing losses, and unswervingly strove to become profit making. The Group focused on reducing loss and turning loss into profit in various major stores by means of “One Strategy for One Store”, and subsequently drove other stores to reduce loss or turn profit-making. The Group also re-planned leased venues, arranged area of operations, and increased the lease area for introducing merchants, which increased lease income.

### Solid Foundation

During the period under review, the Group completed the initial construction of Jiangqiao logistics. The project acceptance and the trial run of major equipment were launched smoothly. The Group also completed developing LCS, WMS and TMS, the three major logistics core systems of Jiangqiao logistics and finished operation training for staff. Meanwhile, based on the request for the intensive management of the major business group, the Group set up a project panel, streamlined the business system, integrated the head office together with the major business group and the relevant information systems, and established a connection with the Jiangqiao logistics system to lay a solid foundation for the forthcoming logistics distribution and integration project.

During the period under review, the Group proactively implemented the optimization of flow process and adjusted organization structure. According to the professional and horizontal principle, the regional reform, the integration of functional departments at the head office, the positioning for departmental duties and responsibility, the post setting, the flow process optimization and system upgrades were pushed forward in an orderly manner.

During the period under review, the Group strengthened the supervision of internal auditing, reinforced internal control, streamlined and simplified the enterprise hierarchy, normalized operational conduct, reduced operation risks, improved the capability of preventing operational risks, further strengthened auditing control and auditing supervision of engineering projects, reduced investment cost and implemented various investment risk control.

## Management Discussion and Analysis

During the period under review, the Group focused on strengthening safety management, improved various levels of safety responsibility, supervised and checked the substantiation of safety management, anti-loss and anti-theft systems, strictly adhered to the laws and regulations of food, production safety and the rules and regulations of the Company, organized and launched a series of activities for the “National Food Safety Awareness Week” to enhance the food safety awareness of all staff, and launched various safety inspection to enhance the standards of accident prevention.

### Employment, Training and Development

As of 30 June 2016, the Group had a total of 45,353 employees, a decrease of 2,270 employees during the period under review. Total employment expenses amounted to RMB1,461,976 thousand.

During the period under review, the Group continued to push forward and improve reforms on the incentive mechanism to fully motivate employees’ enthusiasm and creativity thus promoting sales and enhancing efficiency.

During the period under review, the Group established a training plan based on the actual need of employees and emphasized solution to various types of business problems. The Group focused on enhancing the actual operation and management capabilities of tier-one store personnel to help boost operational performance, persistently pushed forward the skill training of tier-one personnel, and expedited the gradient cultivation of talents through appraisal, apprenticeship and so on.

### Significant Event

On 30 March 2016, the Company entered into an agreement with Bailian Group Co., Ltd. (the “**Bailian Group**”), to purchase 75% equity interest in Yiwu City Life Supermarket Co., Ltd. and the entire equity interest in Hualian Group Jimasheng Shopping Centre Company Limited for a total consideration of RMB998,075,785.15. For details of the transaction, please refer to the announcement and circular of the Company dated 30 March 2016 and 25 April 2016, respectively.

As at the date of this interim report, the transaction is still subject to the approval by the independent shareholders of the Company.

### Strategy and Planning

In the second half of 2016, China’s investment growth rate is expected to continue to slow down, the foreign trade situation remains grim, and demand in the domestic market faces further downward pressure. The steady slowdown of economic growth will remain the general trend. To maintain steady growth, the Chinese government is expected to continue implementing financial stimulus policies and a relatively loose monetary environment, strengthen supply side structural reform, and expedite the cultivation of new growth drivers.

According to the research findings of BCG Center for China’s Consumer and Customer Insight (CCI), 75% of the consumers in the PRC will maintain or upgrade their consumption level in 2016, representing a slight drop compared to the proportion of 81% in 2015. The consumer market is in the process of shifting gradually from the pursuit of consumption of product to services, quality and experiences. This consumption upgrade will bring new market opportunities for retailers. Personalized and premium consumption channels will have high growth potential, alongside leisure and recreational products and services.

## Management Discussion and Analysis

In order to conform to the consumption trend, in the second half of 2016, the Group will expedite outlet development, implement a pilot close-relationship franchise business model, selectively introduce commodities to franchised stores, set up a green passage for introducing new products required by franchised stores, unify the establishment of main products of franchised stores, and integrate and improve the information system of the franchised business. Additionally, the Group will optimize the management team for the franchised business, and selectively cooperate with well managed leading franchisees, and particularly foster franchisees, which are of strength and emphasizing quality in the region to expedite development of franchised stores.

In the second half of 2016, the Group will continue to optimize the transformation, upgrade and reform of stores according to the strategic requirements for reinforcing traditional channels. The hypermarket segment will place importance on the improvement of stores suffering bigger losses, with a focus on improving store performance by means of adjusting operating layout, optimizing operating structure, and enhancing floor efficiency. Concurrently, promoting and deepening the cooperation between stores in surrounding stores and Yonghui Superstores, and leveraging on the strength of Yonghui Superstore's supply chain, the hypermarket segment will improve the supply of commodities and enhance its operating capability for fresh produce. The supermarket segment will continue to strength the fresh produce business, enriching the "vegetables baskets" of community residents, and reinforce the community services positioning of supermarkets. The convenience store segment will continue to optimize its commodity structure, increase the sales scale of fresh produce, imported commodities and "Little-Q" brand products, increase the consolidated revenue and maintain the trend of sales growth, as well as duplicating and accelerating the roll-out of our new "version 1.0" stores.

In the second half of 2016, the Group will continue to strengthen the construction of its supply chain, and increase the revenue contribution proportion of single product. The Group will increase the introduction of new, highly cost-effective products based on customer demand, enhance the rate of product updates and shelf sales ratio, and optimize the product category structure. The Group will explore and optimize the joint purchasing model connecting nation-wide suppliers, set up a joint purchasing platform, emphasize the relationship management of suppliers, deepen strategic cooperation relationship with KA, promote new products, conduct joint launch of new media marketing, optimize the supply chain cooperation and so on to achieve win-win outcomes. The Group will also proactively launch various overseas direct purchasing channels to increase the proportion of tier-one agents and distributors for imported commodities as well as the proportion of sales from core product categories such as imported commodities and private-label commodities.

In the second half of 2016, the Group, in accordance with the strategic requirements for control of upstream resources, the Group will expedite the constructing of the central kitchen, the lunch box factory and the plant bakery to increase the sales of processed foodstuff. The Group will further improve the supply system of the fresh produce bases, enrich the product varieties of source procurement, increase the scale of source procurement, shorten the supply chain, and reduce purchasing cost. At the same time, the Group will proactively launch skill training for fresh produce and sales follow-up analysis, further enhancing fresh produce operational techniques, reduce fresh produce loss, and increase the gross profit of fresh produce.

In the second half of 2016, the Group will continue to push forward online business development, deepen the digital reform of stores, increase the varieties of online commodities, carry out innovative marketing,

## Management Discussion and Analysis

fully leverage the economies of scale of physical outlets, enhance the efficiency of online warehousing operations, improve the ability for consumers to purchase online for collection at stores as well as delivery from stores and so on, in order to provide more convenient services for consumers.

In the second half of 2016, the Group will emphasize the stable inventory transfer of Jiangqiao logistics, enhance the logistics efficiency of the Company, further streamline the product main file to ensure the smooth launch of Jiangqiao distribution. The Group will continue to upgrade and improve the LCS system according to business requirements, strengthen the operational training and skilled application of the follow-up system for all staff, properly streamline inventory and stabilize inventory transfer, and expedite the construction of the logistics system. Additionally, the Group will improve the online warehousing operation model, initiate a pilot online ordering and joint distribution business with offline stores to realize the sharing of distribution resources, adjust and optimize transportation routes, and make use of GPS to reinforce the en-route management of distribution vehicles.

In the second half of 2016, the Group will continue to optimize organizational structure, flatten management hierarchy, optimize management posts, streamline authority, responsibility and interest, simplify the flow process and decision-making process, and enhance organization and operation efficiency and quality in accordance with professional and horizontal principle. Meanwhile, the Group will continue to implement regional reform across its stores, and, in accordance with the implementation plan, complete regional reform in Shanghai and Anhui. The Group will also support the supply chain of Jiangsu, thus consolidating regional reform, cutting losses and increasing profits.

In the second half of 2016, the Group will aim to further motivate employees, enhance employment efficiency and cut employment costs by refining manpower performance analysis, optimizing work flow, and post setting, and promoting the brand new employee payment model. The Group will continue to impose strict cost control, monitor project expenditure and major indices to ensure the effective implementation of cost-cutting and profit-increasing projects.

## Other Data

### Disclosure of interests

#### Directors, Supervisors and Chief Executive of the Company

As at 30 June 2016, save and except Mr. Xia Da-wei, an independent non-executive director, holds 8,694 shares of Shanghai Bailian Group Incorporated Company (“Shanghai Bailian”), none of the directors, supervisors or chief executive of the Company had any interests and short positions in the shares, underlying shares and/or debentures (as the case may be) of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the “SFO”)) which were required 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 are regarded or deemed to have under such provisions of the SFO), or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) as set out in Appendix 10 of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”).

As at 30 June 2016, (i) Mr. Ye Yong-ming, the chairman and a non-executive Director of the Company, was the chairman and president of Bailian Group and the chairman of Shanghai Bailian; (ii) Ms. Qi Yue-hong, the vice chairman and an executive Director of the Company, was the vice general manager of Shanghai Bailian; (iii) Mr. Qian Jian-qiang, a non-executive Director, was a director and the general manager of Shanghai Bailian; (iv) Ms. Zheng Xiao-yun, a non-executive Director, was the chief financial officer and secretary of the board of Shanghai Bailian; (v) Mr. Zhang Xuan-song, a non-executive Director, was the chairman of Yonghui Superstores; (vi) Mr. Zhang Jing-yi, a non-executive Director, was the secretary of the board of Yonghui Superstores; (vii) Mr. Lv Yong, a supervisor of the Company, was a director of Bailian Group; (viii) Mr. Wang Jin, an independent non-executive Director, was an independent director of Yonghui Superstores; and (ix) Ms. Tao Qing, a supervisor, was the director of the auditing center of Bailian Group. As disclosed below, Bailian Group, Yonghui Superstores and Shanghai Bailian had interests in the shares of the Company as at 30 June 2016 as recorded in the register required to be kept under section 336 of the SFO.



## Other Data

### Substantial Shareholders of the Company

So far as the directors are aware, as at 30 June 2016, the following persons (not being a director, chief executive or supervisor of the Company) had interests in the shares of the Company as recorded in the register required to be kept under section 336 of the SFO:

Name of shareholders	Class of shares	No. of domestic shares/unlisted foreign shares/H shares	Approximate percentage of total voting rights of the Company	Approximate percentage of voting rights of domestic shares and unlisted foreign shares	Approximate percentage of voting rights of H shares
Shanghai Bailian (Note 1)	domestic shares	224,208,000	20.03%	30.01%	—
Yonghui Superstores Co., Ltd.	domestic shares	237,029,400	21.17%	31.73%	—
Bailian Group (Note 1)	domestic shares	478,368,000	42.73%	64.03%	—
Coronation Global Fund Managers (Ireland) Ltd.	H shares	37,130,454(L)	3.32%	—	9.97%(L)
FIL Limited	H shares	29,828,000(L)	2.66%	—	8.01%(L)
Julius Baer International Equity Fund	H shares	12,191,558(L)	1.09%	—	5.89%(L)
UBS Group AG	H shares	21,887,225(L) 708,000(S)	1.95% 0.06%	—	5.87%(L) 0.19%(S)
Citigroup Inc	H shares	20,705,556(L) 2,000,000(S) 18,614,431(P)	1.85% 0.18% 1.67%	—	5.55%(L) 0.53%(S) 4.99%(P)

(L) = Long position

(S) = Short position

(P) = Lending pool

#### Notes:

- As at 30 June 2016, Bailian Group directly and indirectly holds approximately 51.16% of the shares in Shanghai Bailian. As at 30 June 2016, Shanghai Bailian held 224,208,000 shares of the Company. Thus Bailian Group directly and indirectly holds approximately 478,368,000 shares of the Company, or 42.73% in proportion.

As at 30 June 2016, (i) Mr. Ye Yong-ming, the chairman and a non-executive Director of the Company, was the chairman and president of Bailian Group and the chairman of Shanghai Bailian; (ii) Ms Qi Yue-hong, the vice chairman and an executive Director of the Company, was the vice general manager of Shanghai Bailian; (iii) Mr. Qian Jian-qiang, a non-executive Director, was a director and the general manager of Shanghai Bailian; (iv) Ms. Zheng Xiao-yun, a non-executive Director, was the chief financial officer and secretary of the board of Shanghai Bailian; (v) Mr. Lv Yong, a supervisor, was a director of Bailian Group; (vi) Ms. Tao Qing, a supervisor, was the director of the auditing center of Bailian Group.

- As the Company issued 8 additional shares to the shareholders whose names appeared on the register of shareholders of the Company on the record date, i.e. 28 June 2011, for every 10 shares held by them by way of capitalization of the capital reserve fund on 8 September 2011, the number of H shares of the Company held as at 30 June 2016 by holders of H shares have been adjusted accordingly, if necessary.

## Other Data

Save as disclosed above, the directors are not aware of any persons holding any interests or short positions in the shares or underlying shares of the Company which were required to be recorded in the register pursuant to section 336 of the SFO as at 30 June 2016.

### The legal status of unlisted foreign shares

Set out below is the summary of legal opinions given by Grandall Law Firm (Shanghai) on the rights attached to unlisted foreign shares (the “Unlisted Foreign Shares”). Although the Prerequisite Clauses for Articles of Association of Companies to be Listed Overseas (the “Prerequisite Clauses”) provides the definitions of “domestic shares”, “foreign shares” and “overseas listed foreign shares” (these definitions have been adopted in the Articles of Association of the Company (“Articles of Association”)), the rights attached to the Unlisted Foreign Shares, which are subject to certain restrictions on transfer as referred to the Prospectus and may become H shares of the Company (the “H Shares”) upon obtaining the requisite approvals from, among others, the China Securities Regulatory Commission (the “CSRC”) and the Stock Exchange, are not expressly provided under the existing PRC laws or regulations. However, the Company’s creation of Unlisted Foreign Shares and the subsistence of the Unlisted Foreign Shares does not contravene any PRC laws or regulations.

At present, there are no express laws and regulations in the PRC governing the rights attached to Unlisted Foreign Shares. Grandall Law Firm (Shanghai) advised that until new laws or regulations are introduced in this aspect, holders of the Unlisted Foreign Shares shall be treated the same as holders of domestic shares (“Domestic Shares”) of the Company (in particular, in respect of the rights to attend and vote at general meetings and class meetings and to receive notice of such meetings in the same manner as holders of Domestic

Shares), except that the holders of the Unlisted Foreign Shares enjoy the following rights to which the holders of Domestic Shares are not entitled:

- (a) to receive dividends declared by the Company in foreign currencies; and
- (b) in the event of winding up of the Company, to remit their respective shares of the remaining assets (if any) of the Company out of the PRC in accordance with the applicable foreign exchange control laws and regulations of the PRC.

No provision is made for the settlement of disputes between holders of Unlisted Foreign Shares and holders of Domestic Shares in the Prerequisite Clauses or the Articles of Association. According to the PRC laws, in case of disputes between holders of Unlisted Foreign Shares and holders of Domestic Shares and the parties failed to reach any settlement after negotiation or mediation, either party may choose to resort to an arbitration commission in the PRC or any other arbitration commission to conduct arbitration for dispute resolution pursuant to a written arbitration agreement. If there is no prior arbitration agreement and the parties are not able to reach an agreement in respect of their dispute, either party may initiate legal proceedings in a competent PRC court.

According to the requirements under Clause 163 of the Prerequisite Clauses and the Articles of Association, in general, disputes between holders of H Shares and holders of Domestic Shares are required to be settled through arbitration. Such dispute resolution requirements are also applicable to disputes between holders of H Shares and holders of Unlisted Foreign Shares.

## Other Data

As advised by Grandall Law Firm (Shanghai), the Unlisted Foreign Shares can be converted into new H Shares subject to satisfaction of the following conditions:

- (a) the expiry of a period of one year from the date on which the Company was converted from a limited company into a joint stock limited company and listed on the Stock Exchange;
- (b) approvals from the original approval authority or authorities in the PRC for the establishment of the Company obtained by holders of Unlisted Foreign Shares for the conversion of Unlisted Foreign Shares into H shares;
- (c) approval from the CSRC obtained by the Company for the conversion of Unlisted Foreign Shares into new H Shares;
- (d) approval granted by the Stock Exchange for the listing and trading of the new H Shares converted from the Unlisted Foreign Shares;
- (e) approval granted by the shareholders of the Company at a general meeting and the holders of H Shares, Domestic Shares and Unlisted Foreign Shares at their respective class meetings to authorize the conversion of Unlisted Foreign Shares into new H Shares in accordance with the Articles of Association; and
- (f) full compliance with relevant PRC laws, rules, regulations and policies governing companies incorporated in the PRC and seeking permission for listing of shares outside the PRC and with the Articles of Association and any agreement among the shareholders.

Upon satisfaction of all the conditions mentioned above and other conditions as may be imposed from time to time by the Stock Exchange, Unlisted Foreign Shares may be converted into new H Shares.

### Interim Dividend

The board of directors of the Company (the “Board”) does not recommend the distribution of interim dividend for the six months ended 30 June 2016.

### Purchase, Sale or Redemption of Shares

From 27 June 2003, the date of listing of the Company’s shares on the Stock Exchange, to the date of this interim report, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the listed securities of the Company.

### Audit Committee

The audit committee of the Company (the “Audit Committee”) has considered and reviewed the accounting principles and practices adopted by the Group and has discussed matters in relation to internal control and financial reporting with the management, including the review of the unaudited condensed interim accounts for 2016 of the Group. The Audit Committee considered that the interim accounts of the Group for the six months ended 30 June 2016 is in compliance with the relevant accounting standards, the requirements of the Stock Exchange and the Laws of Hong Kong, and the Company has made appropriate disclosures thereof.

### Compliance with Model Code

The Company has adopted the Model Code as code of conduct for securities transactions by all directors of the Company. After specific enquiries to the directors, the Board is pleased to confirm that all the directors have fully complied with the provisions under the Model Code during the period under review.

## Other Data

### Compliance with the Corporate Governance Code in Appendix 14 of the Listing Rules

The Board is pleased to confirm that save and except for the matters as set out below, the Company has complied with all the code provisions in the “Corporate Governance Code” (the “Code”) under Appendix 14 of the Listing Rules during the period under review. Apart from the following deviation, none of the directors is aware of any information that would reasonably indicate that the Company is not or was not for any time of the period under review in compliance with the Code. Details of the deviation are set out as follows:

Provision A4.2 of the Code requires that every director (including those appointed for a specific term) of a listed issuer shall be subject to retirement by rotation at least once every three years. The articles of association of the Company provides that each director shall be appointed at the general meeting of the Company and for a term of not more than 3 years, and eligible for re-election. Having taken into account the continuity of the implementation of the Company’s operation and management policies, the articles of association contains no express provision for the mechanism of directors’ retirement by rotation, thus deviating from the aforementioned provision of the Code.

For Provision A.6.7 of the Code:

Mr Zhang Xuan-song, non-executive director, Mr. Wong Tak Hung, non-executive director, and Mr. Gu Guo-jian, independent non-executive director, were unable to attend the eleventh meeting of the fifth session of the Board convened on 30 March 2016 by the Company due to their other work duties.

Mr. Zhang Xuan-song, non-executive director, was unable to attend the twelfth meeting of the fifth session of the Board convened on 25 August 2016 by the Company due to his other work duties.

After receiving the relevant materials for the Board meeting, they have authorized other directors of the Company to attend the meetings and vote on their behalf. The matters considered at the Board meeting were ordinary matters and all resolutions were passed smoothly. The Company had sent the related minutes to all members of the Board after the Board meeting so any director who was unable to attend the meeting was able to understand the resolutions passed at the meeting.

For Provisions A.6.7 and E.1.2 of the Code, Mr. Qian Jian-qiang, non-executive director, Mr Zhang Xuan-song, non-executive director, Mr. Wong Tak Hung, non-executive director, and Mr. Lee Kwok Ming, Don, independent non-executive director, were unable to attend the 2015 annual general meeting of the Company convened on 13 June 2016 due to their other work duties. The Company has provided the relevant materials relating to the 2015 annual general meeting to all members of the Board before the meeting. All ordinary resolutions were passed smoothly at the annual general meeting. The Company had sent the related minutes to all members of the Board after the annual general meeting so any director who was unable to attend the meeting was able to understand the resolutions passed at the meeting.

By Order of the Board  
**Mr. Ye Yong-ming**  
*Chairman*

25 August 2016, Shanghai, the PRC

# Report on Review of Condensed Consolidated Financial Statements

TO THE MEMBERS OF LIANHUA SUPERMARKET HOLDINGS CO., LTD.

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*

## Introduction

We have reviewed the condensed consolidated financial statements of Lianhua Supermarket Holdings Co., Ltd. (the “Company”) and its subsidiaries (collectively referred to as the “Group”) set out on pages 21 to 48, which comprises the condensed consolidated statement of financial position as of 30 June 2016 and the related statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the six-month period then ended, and certain explanatory notes. The Main Board Listing 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” (“HKAS 34”) issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”). The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements 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 HKICPA. A review of these condensed consolidated financial statements 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 condensed consolidated financial statements are not prepared, in all material respects, in accordance with HKAS 34.

**Deloitte Touche Tohmatsu**  
*Certified Public Accountants*  
Hong Kong

25 August 2016

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

For the six months ended 30 June 2016

	NOTES	Six months ended 30 June	
		2016 (Unaudited) RMB'000	2015 (Unaudited) RMB'000
Turnover	4	14,083,485	14,077,536
Cost of sales		(12,062,668)	(11,960,898)
Gross profit		2,020,817	2,116,638
Other revenue	4	1,153,741	1,059,158
Other income and gains	5	230,094	285,978
Selling and distribution expenses		(2,904,896)	(2,942,969)
Administrative expenses		(312,841)	(339,021)
Other operating expenses		(13,861)	(6,939)
Share of profits of associates		12,423	23,517
Finance costs		(61)	(79)
Profit before taxation	6	185,416	196,283
Income tax expense	7	(110,856)	(113,701)
Profit for the period		74,560	82,582
<b>Other comprehensive expenses</b>			
<i>Items that may be reclassified subsequently to profit or loss:</i>			
Share of other comprehensive income of associates		50	–
Fair value loss on available-for-sale financial assets		(1,863)	–
Income tax relating to items that may be reclassified subsequently		466	–
Other comprehensive expense for the period, net of income tax		(1,347)	–
Total comprehensive income for the period		73,213	82,582
Profit for the period attribute to:			
Owners of the Company		2,944	21,007
Non-controlling interests		71,616	61,575
		74,560	82,582
Total comprehensive income for the period attributable to:			
Owners of the Company		1,597	21,007
Non-controlling interests		71,616	61,575
		73,213	82,582
Earnings per share – basic and diluted	9	RMB0.003	RMB0.019

# Condensed Consolidated Statement of Financial Position

At 30 June 2016

	NOTES	30 June 2016 (Unaudited) RMB'000	31 December 2015 (Audited) RMB'000
<b>Non-current assets</b>			
Property, plant and equipment	10	2,534,682	2,691,762
Construction in progress	10	849,512	773,418
Land use rights	10	332,464	335,580
Intangible assets	10	205,063	200,294
Interests in associates		542,443	535,636
Available-for-sale financial assets	11	74,145	76,007
Term deposits	12		
– restricted		160,000	783,000
– unrestricted		1,523,000	2,010,851
Prepaid rental		45,197	50,152
Deferred tax assets		69,244	66,614
Other non-current assets	13	16,480	17,210
		<b>6,352,230</b>	<b>7,540,524</b>
<b>Current assets</b>			
Inventories		2,481,231	2,836,825
Trade receivables	14	89,918	87,085
Deposits, prepayments and other receivables		768,002	995,473
Amounts due from fellow subsidiaries	15	20,903	14,879
Amounts due from associates	16	100	173
Available-for-sale financial assets	11	–	7,000
Financial assets at fair value through profit or loss	17	2,352,076	538,782
Term deposits	12		
– restricted		1,183,000	606,000
– unrestricted		1,984,851	530,750
Cash and cash equivalents		1,389,804	4,447,365
		<b>10,269,885</b>	<b>10,064,332</b>
<b>Total assets</b>		<b>16,622,115</b>	<b>17,604,856</b>

## Condensed Consolidated Statement of Financial Position

At 30 June 2016

	NOTES	30 June 2016 (Unaudited) RMB'000	31 December 2015 (Audited) RMB'000
Capital and reserves			
Share capital	18	1,119,600	1,119,600
Reserves		1,797,168	1,795,571
Equity attributable to owners of the Company		2,916,768	2,915,171
Non-controlling interests		249,757	283,915
<b>Total equity</b>		<b>3,166,525</b>	<b>3,199,086</b>
Non-current liability			
Deferred tax liabilities		94,362	96,971
Current liabilities			
Trade payables	19	3,489,973	3,804,069
Other payables and accruals	20	2,181,134	2,335,085
Coupon liabilities	21	7,431,549	7,996,463
Deferred income		26,098	26,400
Amounts due to fellow subsidiaries	15	46,987	37,259
Amounts due to associates	16	1,459	3,040
Amounts due to other related parties		25,294	5,082
Bank borrowings		2,000	2,000
Tax payable		156,734	99,401
		13,361,228	14,308,799
<b>Total liabilities</b>		<b>13,455,590</b>	<b>14,405,770</b>
<b>Total equity and liabilities</b>		<b>16,622,115</b>	<b>17,604,856</b>
Net current liabilities		(3,091,343)	(4,244,467)
<b>Total assets less current liabilities</b>		<b>3,260,887</b>	<b>3,296,057</b>



# Condensed Consolidated Statement of Changes in Equity

At 30 June 2016

	Attributable to owners of the Company							Total
	Share capital	Capital reserve	Other reserve	Statutory common reserve fund	Retained profits	attributable to owners of the Company	Non-controlling interests	
	RMB'000	RMB'000 (note a)	RMB'000 (note b)	RMB'000 (note c)	RMB'000	RMB'000	RMB'000	Total RMB'000
At 1 January 2015 (audited)	1,119,600	258,353	(234,842)	540,309	1,718,941	3,402,361	272,025	3,674,386
Profit and total comprehensive income for the period	-	-	-	-	21,007	21,007	61,575	82,582
Dividends paid to non-controlling shareholders	-	-	-	-	-	-	(80,064)	(80,064)
At 30 June 2015 (unaudited)	1,119,600	258,353	(234,842)	540,309	1,739,948	3,423,368	253,536	3,676,904
At 1 January 2016 (audited)	1,119,600	258,353	(225,041)	559,800	1,202,459	2,915,171	283,915	3,199,086
Profit and total comprehensive (expenses) income for the period	-	-	(1,347)	-	2,944	1,597	71,616	73,213
Dividends paid to non-controlling shareholders	-	-	-	-	-	-	(105,774)	(105,774)
At 30 June 2016 (unaudited)	1,119,600	258,353	(226,388)	559,800	1,205,403	2,916,768	249,757	3,166,525

## Notes:

- (a) Capital reserve of the Company represents share premium arising from issue of H shares net of share issuance expenses in the prior years.
- (b) Other reserve of the Group mainly represents:
- the fair value difference of a subsidiary's net assets, arising from a business combination in 2005, and the Group's original equity interest in that subsidiary;
  - the financial impact of adopting merger accounting to account for the acquisition of subsidiaries during the year ended in 2009 and 2011;
  - acquisition of additional equity interests in subsidiaries;
  - share of the other comprehensive income of the associates; and
  - the change in fair value of available-for-sale financial asset, net of the corresponding impact of income tax.
- (c) Pursuant to the relevant regulations of the People's Republic of China (the "PRC") and the Articles of Association of the companies within the Group, each of the companies within the Group is required to transfer 10% of its profit, as determined under the PRC accounting regulations, to statutory common reserve fund until the fund aggregates to 50% of its registered capital. The transfer to this reserve must be made before distribution of dividends to shareholders.

The statutory common reserve fund shall only be used to offset previous years' losses, to expand its operations, or to increase its capital. The statutory common reserve fund may be converted into the capital, provided the balance of the reserve fund after such conversion is not less than 25% of the registered capital.

No transfer has been made to the statutory common reserve fund in respect of the net profit for the six months ended 30 June 2016 and 2015 as such transfer will be made, upon directors' approval, at the year-end date based on the annual profit.

# Condensed Consolidated Statement of Cash Flows

For the six months ended 30 June 2016

	Six months ended 30 June	
	2016 (Unaudited) RMB'000	2015 (Unaudited) RMB'000
Net cash used in operating activities	(145,840)	(296,698)
Investing activities		
Placement of unrestricted term deposits	(1,497,000)	(3,932,310)
Withdrawal of unrestricted term deposits	530,750	778,400
Purchase of financial assets at fair value through profit or loss	(1,800,000)	-
Addition of property, plant and equipment and construction in progress	(169,925)	(209,826)
Additional available-for-sale financial assets	-	(111,764)
Proceeds on redemption of available-for-sale financial assets	7,509	324,000
Proceeds on disposal of financial assets at fair value through profit or loss	30,014	-
Dividends received from associates	41	53
Dividends received from equity investments classified as available-for-sale financial assets	11	11,807
Proceed from disposal of an associate	8,476	-
Other investing cash inflows	195	2,346
Net cash used in investing activities	(2,889,929)	(3,137,294)
Cash used in a financing activity		
Dividends paid to non-controlling shareholders	(21,792)	(15,541)
Net decrease in cash and cash equivalents	(3,057,561)	(3,449,533)
Cash and cash equivalents at 1 January	4,447,365	5,145,270
Cash and cash equivalents at 30 June	1,389,804	1,695,737

# Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

## 1. BASIS OF PREPARATION

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

## 2. PRINCIPAL ACCOUNTING POLICIES

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

Except as described below, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2016 are the same as those followed in the preparation of the Group’s annual financial statements for the year ended 31 December 2015.

In the current interim period, the Group has applied, for the first time, the following new amendments to Hong Kong Financial Reporting Standards (“HKFRSs”) and Hong Kong Accounting Standards (“HKASs”) issued by the HKICPA.

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 Amortisation
Amendments to HKFRSs	Annual Improvements to HKFRSs 2012-2014 Cycle
Amendments to HKAS 16 and HKAS 41	Agriculture: Bearer Plants
Amendments to HKFRS 10, HKFRS 12 and HKAS 28	Investment Entities: Applying the Consolidation Exception

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

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 3. SEGMENT INFORMATION

The following is an analysis of the Group's revenue (including turnover and other revenue) and results by reportable and operating segments, which the Group's General Manager, being the Group's chief operating decision maker (the "CODM"), reviews when making decisions about allocating resources and assessing performance:

	Segment revenue (note)		Segment results	
	Six months ended 30 June		Six months ended 30 June	
	2016	2015	2016	2015
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
	RMB'000	RMB'000	RMB'000	RMB'000
Hypermarkets	9,578,708	9,372,112	77,475	51,366
Supermarkets	4,572,238	4,758,147	151,158	175,482
Convenience stores	1,063,857	991,264	(31,914)	(35,256)
Other operations	22,423	15,171	1,007	1,030
	15,237,226	15,136,694	197,726	192,622

Note: Segment revenue includes both revenue and other income for both periods presented.

A reconciliation of total segment results to consolidated profit before taxation is provided as follows:

	Six months ended 30 June	
	2016	2015
	(Unaudited)	(Unaudited)
	RMB'000	RMB'000
Segment results	197,726	192,622
Unallocated interest income	31,221	45,669
Unallocated income	2,809	4,373
Unallocated expenses	(58,763)	(69,898)
Share of profits of associates	12,423	23,517
Profit before taxation	185,416	196,283

All of the segment revenue reported above is from external customers.

All of the Group's revenue and segment results are attributable to customers in the PRC.

Segment results did not include share of profits of associates, allocation of corporate income and expenses (including certain interest income relating to funds managed centrally). This is the measure reported to the CODM for the purposes of resource allocation and assessment of segment performance.

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 4. TURNOVER AND OTHER REVENUE

The Group is principally engaged in the operation of chain stores for hypermarkets, supermarkets and convenience stores. Revenues recognised during the period are as follows:

	Six months ended 30 June	
	2016	2015
	(Unaudited)	(Unaudited)
	RMB'000	RMB'000
Turnover		
Sales of merchandises	14,083,485	14,077,536
Other revenue		
Incomes from suppliers	803,041	716,906
Gross rental income from leasing of shop premises	326,019	313,675
Royalty income from franchised stores	21,595	23,596
Commission income from coupon redemption at other retailers	3,086	4,981
	1,153,741	1,059,158
Total revenue	15,237,226	15,136,694

### 5. OTHER INCOME AND GAINS

	Six months ended 30 June	
	2016	2015
	(Unaudited)	(Unaudited)
	RMB'000	RMB'000
Interest income on bank balances and term deposits	121,037	212,106
Government subsidies (Note i)	28,240	15,259
Fair value change on financial assets at fair value through profit or loss	43,294	248
Dividend from financial assets at fair value through profit or loss	14	-
Interest income from available-for-sale financial assets	-	4,373
Gain on disposal of an associate (Note ii)	2,809	-
Dividend from unlisted equity investments	11	42
Gain on redemption of available-for-sale financial assets	509	-
Gain on disposal of property, plant and equipment	-	1,781
Salvage sales	13,849	12,463
Others	20,331	39,706
Total	230,094	285,978

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 5. OTHER INCOME AND GAINS (continued)

Notes:

- (i) The Group received unconditional subsidies from the PRC local government as an encouragement for the operation of certain subsidiaries in certain areas.
- (ii) During the current interim period, the Group completed the disposal of its 43% equity interest in Lianhua Mei Ri Ling Commercial (Shanghai) Co., Ltd. (“Lianhua Mei Ri Ling”) to the other shareholders of Lianhua Mei Ri Ling for a cash consideration of RMB8,476,000. On the date of disposal, the Group’s interest in Lianhua Mei Ri Ling was amounted to RMB5,667,000, resulting in a gain on disposal of an associate of RMB2,809,000 credited to profit or loss in the current interim period.

### 6. PROFIT BEFORE TAXATION

Profit before taxation has been arrived at:

	Six months ended 30 June	
	2016 (Unaudited) RMB’000	2015 (Unaudited) RMB’000
<i>After charging:</i>		
Amortisation and depreciation		
Amortisation of other non-current assets	730	729
Amortisation of intangible assets – software (included in selling and distribution expenses/administrative expense) (Note 10)	4,977	4,845
Amortisation of land use rights (Note 10)	3,116	3,116
Depreciation of property, plant and equipment (Note 10)	207,016	239,123
	<b>215,839</b>	<b>247,813</b>
Cost of inventories recognised as an expense	12,062,668	11,960,898
Minimum lease payments in respect of rented premises	861,918	874,593
Staff costs	1,461,976	1,448,868
<i>After crediting:</i>		
Share of profits of associates		
Share of profit before taxation	14,654	23,026
Less: Share of taxation	2,231	(491)
	<b>12,423</b>	<b>23,517</b>

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 7. INCOME TAX EXPENSE

	Six months ended 30 June	
	2016 (Unaudited) RMB'000	2015 (Unaudited) RMB'000
Current tax on PRC Enterprise Income Tax ("EIT")	116,560	112,635
Deferred tax (credit) expense	(5,704)	1,066
	110,856	113,701

No provision for Hong Kong profits tax has been made as the Group has no estimated assessable profits subject to Hong Kong profits tax in both periods presented.

Under the Law of the PRC on EIT and Implementation Regulation of the EIT Law, the EIT tax rate of the PRC subsidiaries is 25%. Certain subsidiaries are taxed at preferential rate of 15% as those entities which are located in specific provinces of western China and engaged in specific encouraged industries which enjoy a preferential tax rate of 15% under EIT Law. Since 2013, a group entity is qualified as "High Tech Enterprise" and enjoys a preferential tax rate of 15% under EIT Law and subject to renewal for every three years. In the current period, this group entity computed the EIT with the tax rate of 25%, as the renewal for "High Tech Enterprise" is in process and has not yet been completed as at 30 June 2016.

### 8. DIVIDEND

The directors do not recommend the payment of an interim dividend for both periods.

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 9. EARNINGS PER SHARE – BASIC AND DILUTED

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

	<b>Six months ended 30 June</b>	
	<b>2016</b>	<b>2015</b>
	<b>(Unaudited)</b>	<b>(Unaudited)</b>
	<b>RMB'000</b>	<b>RMB'000</b>
<i>Earnings</i>		
Profit for the period attributable to owners of the Company	<b>2,944</b>	<b>21,007</b>
<hr/>		
	<b>Six months ended 30 June</b>	
	<b>2016</b>	<b>2015</b>
	<b>(Unaudited)</b>	<b>(Unaudited)</b>
<i>Number of shares</i>		
Weighted average number of ordinary shares for the purpose of basic and diluted earnings per share	<b>1,119,600,000</b>	<b>1,119,600,000</b>
<hr/>		

Diluted earnings per share are the same as basic earnings per share as no potential ordinary shares were outstanding during the two periods.



## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 10. MAJOR CAPITAL EXPENDITURE

	Property, plant and equipment RMB'000	Construction in progress RMB'000	Land use rights RMB'000 (Note)	Intangible assets		
				Goodwill RMB'000	Software RMB'000	Subtotal RMB'000
Opening carrying amount as at						
1 January 2015 (audited)	2,924,276	443,667	348,044	151,941	44,528	196,469
Additions	137,716	94,673	-	-	105	105
Transfers	9,282	(12,100)	-	-	2,818	2,818
Disposals	(2,757)	-	-	-	-	-
Depreciation/amortisation charge (Note 6)	(239,123)	-	(3,116)	-	(4,845)	(4,845)
Impairment	(3,000)	-	-	-	-	-
Closing carrying amount as at						
30 June 2015 (unaudited)	2,826,394	526,240	344,928	151,941	42,606	194,547
Opening carrying amount as at						
1 January 2016 (audited)	2,691,762	773,418	341,812	151,941	48,353	200,294
Additions	54,630	89,904	-	-	1,380	1,380
Transfers	5,444	(13,810)	-	-	8,366	8,366
Disposals	(7,525)	-	-	-	-	-
Depreciation/amortisation charge (Note 6)	(207,016)	-	(3,116)	-	(4,977)	(4,977)
Impairment	(2,613)	-	-	-	-	-
Closing carrying amount as at						
30 June 2016 (unaudited)	2,534,682	849,512	338,696	151,941	53,122	205,063

Note: Land use rights were further analysed for reporting purposes as:

	30 June 2016 (Unaudited) RMB'000	31 December 2015 (Audited) RMB'000
Non-current assets	332,464	335,580
Current assets (included in deposits, prepayments and other receivables)	6,232	6,232
	338,696	341,812

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 11. AVAILABLE-FOR-SALE FINANCIAL ASSETS

	30 June 2016 (Unaudited) RMB'000	31 December 2015 (Audited) RMB'000
<i>Non-current</i>		
Legal person shares, at cost (Note a)	312	312
Unlisted equity investments, at cost (Note b)	67,023	67,023
Listed equity investments, at fair value (Note d)	6,810	8,672
	<u>74,145</u>	<u>76,007</u>
<i>Current</i>		
Unlisted debt investments, at cost (Note c)	–	7,000
<b>Total</b>	<b>74,145</b>	<b>83,007</b>

*Notes:*

- (a) These represent investments in legal person shares of certain PRC listed companies. The legal person shares are measured at cost less any identified impairment loss at the end of the reporting period because the range of reasonable fair value estimates is so significant that directors are of the opinion that their fair values cannot be measured reliably.
- (b) These represent investments in certain unlisted companies in the PRC. The unlisted equity investments are measured at cost less any identified impairment loss at the end of the reporting period because the range of reasonable fair value estimates is so significant that directors are of the opinion that their fair values cannot be measured reliably.
- (c) The investments were managed by licensed financial institutions in the PRC to invest principally in certain financial assets including notes or bonds issued and circulated in the PRC in accordance with the entrusted agreements entered into between the parties involved. The entrusted institutions undertake return of principal and a yield rate of approximately 4.85% per annum upon maturity. The investments had been redeemed upon its maturity during the current interim period and the Group received RMB7,014,000 in upon redemption.
- (d) The investments are listed equity investment which are measured at fair value as at 30 June 2016 and 31 December 2015.

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 12. TERM DEPOSITS

Term deposits placed with banks in the PRC are denominated in Renminbi. Deposits having a maturity period over 3 months but within 1 year are presented as current assets whilst deposits having a maturity period over 1 year but not exceeding 5 years are presented as non-current assets.

As at 30 June 2016, restricted term deposits amounting to RMB1,343,000,000 (31 December 2015: RMB1,389,000,000) are placed by the Group, with certain banks as a security for coupons issued to customers and are not available for other use by the Group.

The effective interest rates on term deposits range from 1.55% to 4.80% (31 December 2015: from 2.10% to 6.80%) per annum. The carrying amounts of the term deposits approximate their fair value.

### 13. OTHER NON-CURRENT ASSETS

Other non-current assets of the Group represent prepayment for the leasing of certain buildings from the PRC government and are amortised over the shorter of the contractual periods and the estimated useful lives of the buildings.

### 14. TRADE RECEIVABLES

The aging analysis of the trade receivables net of allowance for doubtful debts at the end of the reporting period, arising principally from sales of merchandise to franchised stores and wholesalers with credit terms ranging from 30 to 60 days (31 December 2015: 30 to 60 days), is as follows:

	30 June 2016 (Unaudited) RMB'000	31 December 2015 (Audited) RMB'000
Within 30 days	83,273	69,751
31 – 60 days	2,044	258
61 – 90 days	221	11
91 days – one year	4,380	17,065
	<hr/> 89,918	<hr/> 87,085

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 15. AMOUNTS DUE FROM (TO) FELLOW SUBSIDIARIES

Amounts due from (to) fellow subsidiaries are trade in nature, unsecured, interest free, with credit terms ranging from 30 to 60 days (31 December 2015: 30 to 60 days). As at 30 June 2016, balances of both amounts due from (to) fellow subsidiaries are all aged within 60 days (31 December 2015: 60 days).

### 16. AMOUNTS DUE FROM (TO) ASSOCIATES

Amounts due from/to associates represent balances arising from expenses paid by the Group on behalf of certain associates and purchases of merchandise from associates respectively. Balances are all aged within 90 days (31 December 2015: 90 days) and the credit terms of the trade balances range from 30 to 90 days (31 December 2015: 30 to 90 days). Such balances with associates are unsecured and interest free.

### 17. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	30 June 2016 (Unaudited) RMB'000	31 December 2015 (Audited) RMB'000
Equity securities listed in Shanghai Stock Exchange	2,019	2,688
Unlisted financial products (Note)	2,350,057	536,094
<b>Total</b>	<b>2,352,076</b>	<b>538,782</b>

*Note:* The investments are wealth management plans managed by licensed financial institutions in the PRC (the "Wealth Management Plans"). The investment under the Wealth Management Plans generally include investment in bonds, capital markets, interbank assets, deposits, fixed income instruments (such as trusts, bonds fund, money market fund and etc.), asset management plans that invest in the above mentioned areas and other financial instruments that comply with the relevant rules and regulations.

The total investment cost for the Wealth Management Plans as at 30 June 2016 was amounted to RMB2,300,000,000 (31 December 2015: RMB537,000,000).

As the return would only be calculated based on the actual yield of the underlying investment portfolio upon redemption date of the Wealth Management Plans, no dividend would be declared to the Group in respect of the Wealth Management Plans.

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 17. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS (continued)

Note: (continued)

The aggregate fair value of the Wealth Management Plans subscribed from Hangzhou branch of Wenzhou Bank as at 30 June 2016 exceeded 5% of the total asset value of the Group as at 30 June 2016. Detail breakdown is as follows:

Name of the Wealth Management Plan	Fair value as at 30 June 2016 (Unaudited) RMB'000
“Jinlu Wealth Management – Prime” Wealth Management Product No. 15068 (“金鹿理財 – 樂尊享”15068期理財產品)	103,736
“Jinlu Wealth Management – Prime” Wealth Management Product No. 15076 (“金鹿理財 – 樂尊享”15076期理財產品)	155,249
“Jinlu Wealth Management – Fortune” Bank Wealth Management Plan No. 16002 (“金鹿理財 – 樂得富”16002期銀行理財計劃)	102,342
“Jinlu Wealth Management – Fortune” Bank Wealth Management Plan No. 16005 (“金鹿理財 – 樂得富”16005期銀行理財計劃)	102,281
“Jinlu Wealth Management – Fortune” Bank Wealth Management Plan No. 16008 (“金鹿理財 – 樂得富”16008期銀行理財計劃)	102,239
“Jinlu Wealth Management – Prime” Wealth Management Product No. 16002 (“金鹿理財 – 樂尊享”16002期理財產品)	204,024
“Jinlu Wealth Management – Prime” Wealth Management Product No. 16003 (“金鹿理財 – 樂尊享”16003期理財產品)	203,472
<b>Total</b>	<b>973,343</b>

The Group received total RMB37,524,000 in respect of the redemption of three Wealth Management Plans during the six months ended 30 June 2016, comprising the return of investment cost of RMB37,000,000 and a total gain of RMB524,000 recognised in other income and gains.

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 17. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS (continued)

Note: (continued)

The Wealth Management Plan were measured at fair value at the end of the reporting period, with corresponding gain on change in fair value of RMB43,962,000, credited to “other income and gains” in the current interim period. The breakdown of the Fair Value Gain and the size of each of the Wealth Management Plan relative to the Group’s consolidated net assets as at 30 June 2016 is as follows:

Name of the Wealth Management Plans	Breakdown of the Fair Value Gain for the six months ended 30 June 2016	Size of each Wealth Management Plan relevant to the consolidated net assets of the Group as at 30 June 2016 (%)
120-Day Profit Making RMB Wealth Management Product for Corporate Client (法人客戶專屬 120天增利人民幣理財產品)	Not applicable. Redeemed on maturity date. The Group received the investment cost together with a gain totalling RMB2,204,000 on the redemption date.	Not applicable. Redeemed on maturity date. The Group received the investment cost together with a gain totalling RMB2,204,000 on the redemption date.
120-Day Profit Making RMB Wealth Management Product for Corporate Client (法人客戶專屬 120天增利人民幣理財產品)	Not applicable. Redeemed on maturity date. The Group received the investment cost together with a gain totalling RMB5,306,000 on the redemption date.	Not applicable. Redeemed on maturity date. The Group received the investment cost together with a gain totalling RMB5,306,000 on the redemption date.
2015 Wealth Management Product No. 512 (Product code 315512) (2015專屬理財第512期 (產品代碼315512))	RMB2,414,000	3.6%
2015 Wealth Management Product No. 521 (Product code 315521) (2015專屬理財第521期 (產品代碼315521))	RMB2,414,000	3.6%
Scheduled 365 Days “Fortune 99” Profit Making Wealth Management Product No. 15080 (“幸福99”卓越增盈15080期 預約365天型)	RMB1,212,000	1.8%

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 17. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS (continued)

Note: (continued)

Name of the Wealth Management Plans	Breakdown of the Fair Value Gain for the six months ended 30 June 2016	Size of each Wealth Management Plan relevant to the consolidated net assets of the Group as at 30 June 2016 (%)
“Jinlu Wealth Management – Prime” Wealth Management Product No. 15068 (“金鹿理財 – 樂尊享”15068期理財產品)	RMB2,525,000	3.6%
“Jinlu Wealth Management – Prime” Wealth Management Product No. 15076 (“金鹿理財 – 樂尊享”15076期理財產品)	RMB3,754,000	5.3%
Secure and Daily Compound Interest Wealth Management Product No. 2 (Hangzhou Jiefang Road Sub-branch of Agricultural Bank of China) (安心快線天天利滾利第2期(農行解放路支行))	Not applicable.  Redeemed on maturity date. The Group received the investment cost together with a gain totalling RMB30,014,000 on the redemption date.	Not applicable.  Redeemed on maturity date. The Group received the investment cost together with a gain totalling RMB30,014,000 on the redemption date.
“Jinlu Wealth Management – Fortune” Bank Wealth Management Plan No. 16002 (“金鹿理財 – 樂得富”16002期銀行理財計劃)	RMB2,342,000	3.5%
“Jinlu Wealth Management – Fortune” Bank Wealth Management Plan No. 16005 (“金鹿理財 – 樂得富”16005期銀行理財計劃)	RMB2,281,000	3.5%
“Jinlu Wealth Management – Fortune” Bank Wealth Management Plan No. 16008 (“金鹿理財 – 樂得富”16008期銀行理財計劃)	RMB2,239,000	3.5%

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 17. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS (continued)

Note: (continued)

Name of the Wealth Management Plans	Breakdown of the Fair Value Gain for the six months ended 30 June 2016	Size of each Wealth Management Plan relevant to the consolidated net assets of the Group as at 30 June 2016 (%)
Scheduled 365 Days “Fortune 99” Profit Making Wealth Management Product No. 16026 (“幸福99”卓越增盈16026期預約365天型)	RMB2,010,000	3.5%
“Jinlu Wealth Management – Prime” Wealth Management Product No. 16002 (“金鹿理財 – 樂尊享”16002期理財產品)	RMB4,024,000	7.0%
High Interest Wealth Management Product for Corporate Client No. 16HH009 (利多多公司理財16HH009期)	RMB5,431,000	10.5%
“Jinlu Wealth Management – Prime” Wealth Management Product No. 16003 (“金鹿理財 – 樂尊享”16003期理財產品)	RMB3,472,000	7.0%
High Interest Wealth Management Product for Corporate Client No. 16HH016 (利多多公司理財16HH016期)	RMB6,586,000	13.9%
Wealth Management Product – 364 Days Wealth Management Product No. 1 (Product code Z16065) (專屬理財1號364天型Z16065)	RMB2,335,000	7.5%
Wealth Management Product – 364 Days Wealth Management Product No. 1 (Product code Z16066) (專屬理財1號364天型Z16066)	RMB923,000	2.9%



## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 18. SHARE CAPITAL

	Number of share RMB1.00 each	Share capital RMB'000
Registered:		
As at 1 January 2015, 31 December 2015 and 30 June 2016	1,119,600,000	1,119,600
Issued and fully paid:		
As at 1 January 2015, 31 December 2015 and 30 June 2016	1,119,600,000	1,119,600

### 19. TRADE PAYABLES

The aging analysis of trade payables at the end of the reporting period, arising mainly from purchase of merchandise with credit terms ranging from 30 to 60 days (31 December 2015: 30 to 60 days), is as follows:

	30 June 2016 (Unaudited) RMB'000	31 December 2015 (Audited) RMB'000
Within 30 days	1,393,820	1,924,636
31 – 60 days	677,959	680,459
61 – 90 days	343,855	327,625
91 days – one year	1,074,339	871,349
	<b>3,489,973</b>	<b>3,804,069</b>

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 20. OTHER PAYABLES AND ACCRUALS

	30 June 2016 (Unaudited) RMB'000	31 December 2015 (Audited) RMB'000
Payroll, staff welfare and other staff cost payable	246,189	316,393
Value added tax and other payable	31,739	145,883
Rental payable	806,226	839,469
Deposits from lessees, franchisees and other third parties	196,137	200,885
Dividend payable to a non-controlling shareholder	87,342	3,360
Amount payable to other retailers upon customers' redemption of coupon issued by the Group	13,563	6,191
Prepayments received from franchisees and other third parties	365,043	307,369
Payables for acquisition of property, plant and equipment and low value consumables	166,099	209,902
Store closure provision	13,292	11,153
Accruals	192,397	132,170
Advance from customers	42,202	110,664
Other miscellaneous payables	20,905	51,646
	<b>2,181,134</b>	<b>2,335,085</b>

### 21. COUPON LIABILITIES

The Group insures coupon liabilities when coupons are sold and the coupon liabilities decreased upon redemption as a result of sales of the Group's merchandises, the value of which is recognised as revenue in the profit or loss for the period the transactions taken place. Coupon liabilities redeemed in exchange for products or services of other retailers are settled after deducting the Group's commission based on the agreements entered into between the Group and the retailers.

### 22. CAPITAL COMMITMENTS

	30 June 2016 (Unaudited) RMB'000	31 December 2015 (Audited) RMB'000
Capital expenditure in respect of acquisition of property, plant and equipment, construction of buildings and land use rights:		
– contracted for but not provided	402,018	421,749

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 23. OPERATING LEASE

#### (1) The Group as lessee

The Group had commitments for future minimum lease payments under non-cancellable operating leases in respect of land and buildings as follows:

	30 June 2016 (Unaudited) RMB'000	31 December 2015 (Audited) RMB'000
Within one year	1,574,789	1,607,250
In the second to fifth years inclusive	5,194,462	5,330,822
Over five years	6,430,203	6,883,873
	<b>13,199,454</b>	<b>13,821,945</b>

#### (2) The Group as lessor

The Group had contracted with tenants for the following future minimum lease payments:

	30 June 2016 (Unaudited) RMB'000	31 December 2015 (Audited) RMB'000
Within one year	292,454	248,051
In the second to fifth years inclusive	465,117	443,806
Over five years	323,904	337,774
	<b>1,081,475</b>	<b>1,029,631</b>

The minimum lease receipts mainly relate to leasing of shop premises which are entered into primarily on a short-term or medium-term basis.

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 24. RELATED PARTY TRANSACTIONS

Save as elsewhere disclosed in the condensed consolidated financial statements, the Group also entered into the following significant related party transactions during the current interim period:

#### (1) Related party transactions

	Notes	Six months ended 30 June	
		2016 (Unaudited) RMB'000	2015 (Unaudited) RMB'000
Sales to fellow subsidiaries	(a)	22,775	–
Purchases from associates	(a)	2,943	4,581
Purchases from fellow subsidiaries	(a)	41,643	50,941
Rental expenses and property management fee paid to fellow subsidiaries	(b)	47,225	49,246
Rental income from fellow subsidiaries	(c)	11,101	6,251
Commission income received from fellow subsidiaries	(d)	362	370
Commission income arising from the redemption of coupon liabilities with a fellow subsidiary	(e)	4,453	9,746
Commission charges arising from the redemption of coupon liabilities with a fellow subsidiary	(e)	6,041	2,550
Interest income earned from a fellow subsidiary	(f)	10,056	8,800
Capital increase in fellow subsidiary	(g)	–	11,765
Purchases from shareholder Yonghui Superstores Co., Ltd. ("Yonghui Superstores")	(h)	25,816	–
Management fee incurred with Yonghui Superstores	(h)	202	–
Logistics fee incurred with Yonghui Superstores	(h)	186	–

Fellow subsidiaries referred above are subsidiaries of Bailian Group Co., Ltd. ("Bailian Group"), the ultimate holding company of the Company.

*Note:* Baiqing Investment Co., Ltd ("Baiqing Investment"), as shareholder of the Company prior to 17 April 2015, and Yonghui Superstores have entered into an equity transfer agreement on 17 April 2015, pursuant to which, Baiqing Investment agreed to transfer its ownership of the Company's 237,029,400 unlisted domestic shares, representing approximately 21.17% equity interest of the Company, to Yonghui Superstores at the consideration of HKD4.01 per domestic share. Yonghui Superstores since then became a substantial shareholder of the Company, which have had a substantial influence to the Group.

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 24. RELATED PARTY TRANSACTIONS (continued)

#### (1) Related party transactions (continued)

*Notes:*

- (a) This represents sales to and purchase from Bailian Group and purchase from associates in respect of various kinds of merchandise, including but not limited to food products, daily products and electrical appliances, which were determined in accordance with the terms of underlying agreement at the market price.
- (b) These represent rental expenses and property management fee of certain hypermarkets paid to fellow subsidiaries. The rentals and fee were charged in accordance with the terms of the underlying agreements at the market price.
- (c) Certain areas of the Group's hypermarkets are rented to fellow subsidiaries which were charged in accordance with the terms of the underlying agreements at the market price.
- (d) The commission income was received from fellow subsidiaries controlled by Bailian Group in relation to the redemption of the coupons issued by the Group and a fellow subsidiaries controlled by Bailian Group in retail outlets of these related companies. The commissions were charged at a rate of 0.5% to 1% (2015: 0.5% to 1%) of the sales made through the coupons in the retail outlets of these companies.
- (e) According to the business agreement on the settlement of coupon liabilities entered into between the Group and a fellow subsidiary controlled by Bailian Group, when the coupons issued by one party are redeemed in exchange for products or services to the retailers contracted by the other party or when the coupon liabilities are settled through the other party's network, a commission would be charged at a rate of 0.5% (2015: 0.5%) as agreed by the two parties, based on the gross transaction amount on a monthly basis. The gross transaction amount owed by each other and the related commission income/charge are settled on a net basis each month.
- (f) According to the financial services agreement entered into between the Group and a fellow subsidiary controlled by Bailian Group, the fellow subsidiary will provide deposits service to the Company at a deposit rate equal to or more favourable than those offered by other major commercial banks in the PRC in respect of comparable deposits and loans.
- (g) Lianhua E-Business, a wholly owned subsidiary of the Company, injected a further capital of RMB11,765,000 to Bailian E-Commerce in cash on 12 March 2015.
- (h) These represent purchase from Yonghui Superstores in respect of various kinds of merchandise, and management fee and logistics fee paid/payable to Yonghui Superstores. The transaction amounts were all determined in accordance with the terms of underlying agreement at the market price.

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 24. RELATED PARTY TRANSACTIONS (continued)

#### (2) Related party balances

The Group entered into a financial services agreement with a fellow subsidiary controlled by Bailian Group on 28 February 2013. Pursuant to the agreement, the fellow subsidiary agreed to provide the Group with the deposit services at a deposit rate equal to or more favourable than those offered by other major commercial banks in the PRC in respect of comparable deposits and loans for a period till 31 December 2015. The related financial services agreement has been renewed with the same terms on 8 December 2015 for a period starting from 1 January 2016 till 31 December 2018. The summary of cash and cash equivalents and unrestricted term deposits placed to the fellow subsidiary is set out below:

	30 June 2016 (Unaudited) RMB'000	31 December 2015 (Audited) RMB'000
Cash and cash equivalents in a fellow subsidiary	134,698	237,182
Unrestricted term deposits in a fellow subsidiary	420,000	415,000

#### (3) Transactions/balances with other government related entities in the PRC

The Group operates in an economic environment currently predominated by entities directly or indirectly owned or controlled by the PRC government ("Government Related Entities") including Bailian Group. Apart from the transactions with fellow subsidiaries disclosed above, the Group has also entered into various transactions, including sales, purchase, and deposits placement, with other Government Related Entities.

In view of the nature of the retail business operated by the Group, the directors are of the opinion that it is impracticable to identify the identities of the counterparties from the sales of merchandise as to whether they are Government Related Entities.

During the two periods, significant amount of the Group's purchase were from Government Related Entities and most of the Group's deposits and borrowing are placed with banks which are also Government Related Entities.

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 24. RELATED PARTY TRANSACTIONS (continued)

#### (4) Key management compensation

The remuneration of directors and other members of key management during the period was as follows:

	Six months ended 30 June	
	2016 (Unaudited) RMB'000	2015 (Unaudited) RMB'000
Salaries and other short-term employee benefits	1,785	4,640
Post-employment benefits	125	181
Other long-term benefits	121	207
	<b>2,031</b>	<b>5,028</b>

The remuneration of key management is determined having regard to the performance of individuals and market trends.

### 25. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

Some of the Group's financial assets are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial liabilities are determined (in particular, the valuation technique(s) and inputs used), as well as the level of the fair value hierarchy into which the fair value measurements are categorised (levels 1 to 3) based on the degree to which the inputs to the fair value measurements is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active market for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 25. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS (continued)

Financial assets	Fair value as at		Fair value hierarchy	valuation technique(s) and key input(s)	Significant unobservable input(s)
	30/06/2016 RMB'000	31/12/2015 RMB'000			
1) Investments in bank financial products classified as financial assets at fair value through profit or loss in the condensed consolidated statement of financial position	Assets – 2,350,057	Assets – 536,094	Level 3	Discounted cash flow. Future cash flows are estimated based on expected applicable yield of the underlying investment portfolio, discounted at a rate that reflects the credit risk of various counterparties	Actual yield of the underlying investment portfolio and the discount rate
2) Investment in equity shares listed in Shanghai Stock Exchange classified as financial assets at fair value through profit or loss in the condensed consolidated statement of financial position	Assets – 2,019 Equity securities: – Real estates (1,996) – Agricultural (23)	Assets – 2,688 Equity securities: – Real estates (2,659) – Agricultural (29)	Level 1	Quoted bid prices in an active market	N/A
3) Investment in equity shares listed in Shanghai Stock Exchange classified as available-for-sales in the condensed consolidated statement of financial position	Assets – 6,810	Assets – 8,672	Level 1	Quoted bid prices in an active market	N/A

#### Fair value measurements and valuation process

The Chief Financial Officer (“CFO”) of the Group determines the appropriate valuation techniques and inputs for fair value measurements.



## Notes to the Condensed Consolidated Financial Statements

For the six months ended 30 June 2016

### 25. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS (continued)

#### Fair value measurements and valuation process (continued)

In estimating the fair value of an asset or a liability, the Group uses market-observable data to the extent it is available, the Group engages third party qualified valuers to perform the valuation. The CFO works closely with the qualified external valuers to establish the appropriate valuation techniques and inputs to the model. The CFO reports the findings to the board of directors of the Company at the end of each reporting period to explain the cause of fluctuations in the fair value of the assets and liabilities.

Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed above.

### 26. AUTHORISATION FOR THE ISSUE OF THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

These unaudited condensed consolidated financial statements were authorised for issue by the Company's board of directors on 25 August 2016.