

Futong Technology Development Holdings Limited 富通科技發展控股有限公司

(incorporated in the Cayman Islands with limited liability)

Stock Code: 465

2017

企业级信息产品及解决方案提供商

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Financial Summary

RESULTS

| | Six-month period ended 30 June | | |
|-------------------------------|--------------------------------|-----------|--|
| | 2017 | 2016 | |
| | RMB'000 | RMB'000 | |
| | Unaudited | Unaudited | |
| | | | |
| Revenue | 1,824,110 | 1,565,229 | |
| | | | |
| Profit from operations | 25,110 | 43,629 | |
| Finance costs | (20,606) | (17,217) | |
| Share of losses of associates | (303) | (830) | |
| | | | |
| Profit before tax | 4,201 | 25,582 | |
| Income tax expenses | (3,901) | (6,636) | |
| | | | |
| Profit for the period | 300 | 18,946 | |
| | | | |
| Earnings per share | | | |
| — Basic and diluted (RMB) | 0.002 | 0.06 | |

ASSETS AND LIABILITIES

| | At 30 June | At 31 December |
|-------------------|-------------|----------------|
| | 2017 | 2016 |
| | RMB'000 | RMB'000 |
| | Unaudited | Audited |
| T | 2 042 504 | 2.166.577 |
| Total assets | 2,013,581 | 2,166,577 |
| Total liabilities | (1,436,673) | (1,584,974) |
| | | |
| NET ASSETS | 576,908 | 581,603 |

Management Discussion and Analysis

BUSINESS REVIEW

The Group principally specialises in providing enterprise IT infrastructure products, services and solutions in the PRC and is an industry leader in its field. It also undertakes research, development and sales of a series of its own brand enterprise IT products. Globally renowned corporations such as IBM, Huawei, Oracle, Sugon, SAP, etc. have been important long-standing partners of the Group.

Sales of IBM products

For the six-month period ended 30 June 2017 (the "**Period**"), revenue from sales of IBM hardware and software products, including enterprise servers, system storage products and software, which are often bundled with value-added services, amounted to approximately RMB461.5 million (2016: approximately RMB439.4 million), an increase of approximately RMB22.1 million, or 5.0%, as compared with the corresponding period in 2016. Sales of IBM products and provision of related services remained a major revenue source of the Group accounting for approximately 25.3% of the total revenue of the Group for the Period (2016: approximately 28.1%).

Sales of Huawei products

Revenue from sales of Huawei products, including servers, storage and cloud computing products continued to grow strongly during the Period. Huawei products contributed revenue totaling RMB713.4 million, RMB225.3 million, or 46.2%, more than in the same period last year (2016: approximately RMB488.1 million). The amount accounted for approximately 39.1% of the Group's total revenue for the Period (2016: approximately 31.2%).

Sales of Oracle products

For the Period under review, revenue from sales of Oracle products, including database management software, middleware for application servers and system products, amounted to approximately RMB304.1 million (2016: approximately RMB203.0 million), an increase of RMB101.1 million, or 49.8%, as compared with the corresponding period of 2016. The amount accounted for approximately 16.7% of the Group's total revenue (2016: approximately 13.0%). As Oracle products enjoy leadership in the market, especially among database management products, the Group's revenue from sales of these products has continued to improve.

Sales of other products

Other sources of revenue for the Group included sales of products of Sugon, Lenovo, EMC, VMware, SAP, its own brand products and other IT products and accessories. Revenue from these income sources amounted to approximately RMB194.7 million (2016: approximately RMB291.3 million). The drop in revenue was mainly due to a decrease in sales of Sugon products and other low-end servers during the Period as compared with the corresponding period of 2016. Revenue from sales of these products accounted for approximately 10.7% of the Group's total revenue for the Period (2016: approximately 18.6%).

Provision of services

During the Period, revenue from provision of services amounted to approximately RMB150.4 million (2016: approximately RMB143.4 million), representing an increase of approximately 4.9% as compared with the corresponding period in 2016. The amount accounted for approximately 8.2% of the Group's total revenue (2016: approximately 9.2%).

Management Discussion and Analysis

Change of composition of the Board

The composition of the Board was changed recently, details were set out in the announcements of the Company dated 10 April 2017, 18 June 2017, 29 June 2017, 5 July 2017 and 24 August 2017, respectively.

FINANCIAL REVIEW

Revenue

For the Period under review, revenue of the Group increased by approximately RMB258.9 million, or 16.5%, as compared with the corresponding period in 2016, to approximately RMB1,824.1 million (2016: approximately RMB1,565.2 million). The increase was mainly due to the significant increase in sales of Huawei and Oracle products, reflecting that market demands for these products continued to be strong.

Gross profit

Gross profit of the Group decreased by approximately RMB14.9 million, or 11.3%, to approximately RMB117.6 million for the Period (2016: approximately RMB132.6 million). Such decline was mainly caused by a supplier adjusting its incentive programme which led to a cut in the amount of rebate to the Group by approximately RMB15.0 million as compared with the corresponding period in 2016.

Gross profit margin decreased from 8.5% to 6.4%, the result is a reflection of the Group shifting its sales mix previously heavy with traditional overseas brand IT products to domestic brand products that face keen price competition. The Group will review its business mix and consider any necessary adjustment in business directions as and when appropriate.

Other income, other gains and losses

It comprises mainly interest income from bank deposits, foreign exchange gain or loss, government grants and impairment loss on trade receivables. During the Period, net losses from other income, other gains and losses amounted to approximately RMB7.4 million (2016: approximately RMB9.4 million), representing a decrease of approximately RMB2.0 million. The decrease was mainly due to the approximately RMB7.2 million decrease in impairment loss on trade receivables, which was however offset by an increase in foreign exchange losses of approximately RMB3.8 million and decrease in income from other sources.

Selling and distribution expenses

For the Period under review, selling and distribution expenses of the Group amounted to approximately RMB61.8 million (2016: approximately RMB59.9 million), representing a moderate increase of approximately 3.0% compared with the corresponding period in 2016. The increase was mainly due to the increase in staff costs of certain business units responsible for domestic brand products sales and technical support.

Administrative expenses

Administrative expenses of the Group for the Period amounted to approximately RMB23.3 million (2016: approximately RMB19.6 million), representing an increase of approximately RMB3.7 million, or 18.9%, compared with the corresponding period in 2016. The increase mainly reflected the increase in research and development cost for the development of the self-branded products during the Period.

Finance costs

Finance costs of the Group increased by approximately RMB3.4 million, or 19.7%, from approximately RMB17.2 million for the sixmonth period ended 30 June 2016, to approximately RMB20.6 million for the Period. The increase was mainly due to the rapid expansion in scale of certain domestic brand products business which required intensive financial support. The Group will review its resources management measures to ensure effective use of resources and enhance control of the turnover cycle of receivables.

Income tax expenses

Income tax expenses of the Group for the Period amounted to approximately RMB3.9 million (2016: approximately RMB6.6 million), representing a decrease of approximately RMB2.7 million, or 41.2%, compared with the corresponding period in 2016. The decrease was mainly due to the decrease in deferred tax charged during the Period . The effective tax rate exceeded 25% (being the prevailing income tax rate of the PRC subsidiaries) was mainly due to (i) the deferred tax of approximately RMB1.5 million in respect of losses incurred by certain PRC subsidiaries for the Period has not been recognized as mentioned in note 8(iii) to the financial statements; (ii) the difference between the prevailing income tax rate of 25% and the preferential income tax rate of 15% entitled to a PRC subsidiary of the Company; and (iii) the permanent timing difference of deferred tax of the Company and its certain BVI subsidiaries.

Profit for the period attributable to owners of the Company

During the Period under review, profit attributable to owners of the Company was approximately RMB0.6 million (2016: approximately RMB19.4 million), representing a decrease of approximately RMB18.8 million, or 96.8%, as compared with the corresponding period in 2016. The decrease was mainly the result of the combined effects of the decrease in gross profit and increase in administrative expenses and finance cost as above-mentioned.

LIQUIDITY AND FINANCIAL RESOURCES

The Group generally finances its daily operations with internally generated cash flows and banking facilities. As at 30 June 2017, the Group had total assets of approximately RMB2,013.6 million and net assets of approximately RMB576.9 million (31 December 2016: approximately RMB2,166.6 million and approximately RMB581.6 million, respectively). Trade receivables of the Group amounted to approximately RMB1,154.8 million (31 December 2016: approximately RMB1,147.3 million), net of allowance for doubtful debts of approximately RMB51.3 million (31 December 2016: approximately RMB48.6 million). The management will regularly review and implement stringent control measures on trade receivables to ensure they are recovered on due dates and it will also closely monitor the Group's liquidity. Bank balances and cash of the Group as at 30 June 2017 amounted to approximately RMB81.8 million (approximately RMB74.4 million as at 30 June 2016 and approximately RMB172.6 million as at 31 December 2016). Bank borrowings amounted to approximately RMB706.4 million (31 December 2016: approximately RMB603.7 million). The banking facilities granted to the Group and the unutilized amounts were approximately RMB942.4 million and RMB334.4 million, respectively (31 December 2016: approximately RMB712.1 million and RMB148.1 million, respectively).

In assessing whether the financial position is sufficient to support the business, the Group has prepared a cash flow forecast for the 18 months ending 31 December 2018, and concluded that the cash flow is sufficient to meet the Group's cash requirements, on the premises that (i) trade receivables are collected within the credit period granted; (ii) trade payables are settled pursuant to the agreed terms of trade; and (iii) banking facilities are available and could be drawn down pursuant to the agreed terms.

As at 30 June 2017, 13.9% (31 December 2016: approximately 11.1%) of total borrowings were at fixed interest rates.

As at 30 June 2017, the borrowings of the Group were advanced in RMB and USD, while cash and cash equivalents were held at RMB, USD and Hong Kong dollars.

Management Discussion and Analysis

PLEDGE OF ASSETS

As at 30 June 2017, certain assets of the Group with carrying value of approximately RMB207.5 million (31 December 2016: approximately RMB244.6 million) were pledged to banks for banking facilities and bank guarantees granted to the Group.

NET DEBT-TO-CAPITAL RATIO

The Group's net debt-to-capital ratio as at 30 June 2017 was approximately 89.2% (as at 31 December 2016 was 53.0%). This ratio was calculated as total bank and other borrowings less bank balances and cash, and relevant pledged deposits divided by total equity.

FOREIGN EXCHANGE EXPOSURE

The Group is exposed to currency risk primarily through sales and purchases which give rise to receivables, payables and cash balances that are denominated in foreign currencies, i.e. currencies other than the functional currency of the operations to which the transactions relate. The currencies giving rise to this risk are primarily USD and Hong Kong dollars.

During the Period, the Group entered into certain RMB/USD foreign exchange forward contracts to hedge against the volatile RMB/USD exchange rate. The foreign exchange forward contracts were fully settled as at the end of the Period. The management will continue to monitor closely the Group's foreign currency exposure and requirements and arrange for hedging facilities when necessary.

INTERIM DIVIDEND

The Board resolved not to declare an interim dividend for the six-month period ended 30 June 2017 (2016: nil).

EMPLOYEES AND REMUNERATION POLICY

As at 30 June 2017, the Group had in total 521 (31 December 2016: 499) employees in mainland China and Hong Kong. Total staff costs amounted to approximately RMB57.1 million (for the six-month period ended 30 June 2016: approximately RMB53.7 million).

The Group remunerates employees by taking reference of industry practices and also the performance and experience of individual employees, with the objectives of ensuring it remain competitive in the market where it operates and attracting and retaining the right talent who can help it grow and maximise shareholder value. We place great emphasis on the development of our people as we firmly believe they are the core asset of the Group. Our ongoing staff training programme is designed to encourage employees to develop their talents and advance in their career. We believe such efforts will benefit employees as well as the Group.

Emoluments of the Directors of the Company are decided by the Remuneration Committee, having regard to the Company's operating results, individual performance and/or comparable market statistics.

The Company has share option schemes in place as an incentive to Directors and eligible employees.

USE OF PROCEEDS FROM THE INITIAL PUBLIC OFFERING

After deducting share issuance expenses, the net proceeds from the initial public offering of the Company's shares in December 2009 amounted to approximately RMB102.1 million. As at 30 June 2017, the Group had used approximately RMB10.7 million for setting up new branch offices, approximately RMB25.5 million for sourcing new enterprise IT products, approximately RMB15.3 million for establishment and expansion of IT solution support centres, approximately RMB10.2 million for setting up training centres, approximately RMB10.2 million as general working capital of the Group, and approximately RMB21.4 million for investment in research and development ("**R&D**") of self-branded enterprise IT products. The remaining balance of the net proceeds was placed in bank deposit accounts. The Group will apply the remaining amount in the manner set out in the announcement of the Company dated 11 November 2015 in relation to the change in use of proceeds.

OUTLOOK

Economic growth in Mainland China slowed down in the first half of 2017 and year-on-year growth in gross domestic production was maintained at 6.9%. The overall economic environment was ridden with challenges and uncertainties. Despite a difficult market environment, the Group demonstrated its growth momentum and achieved a year-on-year growth of approximately 17% in revenue. It was also able to maintain strong revenue growth from sales of Huawei products attributable to the continuous increase in market demand for domestic brand products.

Affected by the adjustment in incentive programme of a supplier, the Group's rebates dropped significantly in the first half of the year and its gross profit margin as well as gross profit were also inevitably affected.

Looking at the second half of the year, the Group will continue to work closely with different suppliers to build and maintain good relationships so as to secure higher rebates. Also, through maintaining close communications with customers, the Group will be better able to understand their needs and implement appropriate product sales strategies to provide a range of value-added service solutions to customers. These efforts will help improve the Group's overall gross profit margin, enabling it to create more comprehensive services and greater value for its customers.

In addition, the Group will implement resources management measures to ensure the effective use of resources and maintain highly effective operations. The Group will also continue to monitor and manage financial resources carefully, step up control on the turnover cycle of receivables, reduce related finance costs and improve its cash flow so as to maintain a stable financial position.

To accommodate the change in the development direction of China's information technology market, the Group will continue to diligently pursue its current strategic development direction and develop its own-brand products and cloud platform business. The Group's cloud computing products were adopted for trial use by certain renowned enterprises during the Period, marking a significant step made by the Group in transforming its business.

Although R&D requires a lot of effort, the Group believes it will be able to stand at the forefront of the ever-changing market through continuous efforts in technological development. Looking ahead, the Group will strengthen its control on R&D costs, capitalise on its own technological advantages and independent innovation capability as well as more effectively utilise R&D expenditures to enhance its competitiveness. Through these efforts it aims to capture new market trends and new opportunities arising from the transformation and development of the industry.

CORPORATE GOVERNANCE

During the Period, the Board considered that the Company had applied the principles of and had complied with the code provisions set out in the Corporate Governance Code and Corporate Governance Report as stipulated in Appendix 14 to the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "Listing Rules").

CODE OF CONDUCT REGARDING DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") set out in Appendix 10 to the Listing Rules as its own code of conduct regarding Director's securities transactions. Having made specific enquiry by the Company, all Directors have confirmed their compliance with the required standard set out in the Model Code during the Period.

REVIEW OF ACCOUNTS

The unaudited condensed consolidated accounts of the Group for the six-month period ended 30 June 2017 have been reviewed by the Audit Committee of the Company with assistance offered by an independent firm of accountants.

PURCHASE, SALE AND REDEMPTION OF THE SHARES

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

SHARE OPTION SCHEME

The Company operates a share option scheme (the "Share Option Scheme") for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations. The basis of eligibility of any of the eligible persons to the grant of share options shall be determined by the Board from time to time on the basis of their contribution or potential contribution to the development and growth of the Group. The Share Option Scheme became effective on 11 November 2009 and, unless otherwise cancelled or amended, will remain in force for 10 years from that date.

An option may be accepted by a participant within 21 days from the date of the offer of grant of the option. A nominal consideration of HK\$1 is payable on acceptance of the grant of an option. An option may be exercised in accordance with the terms of the Share Option Scheme at any time during a period as determined by the Board, which must not be more than 10 years from the date of the grant. Unless otherwise determined by the Directors and stated in the offer for the grant of options to a grantee, there is no minimum period required under the Share Option Scheme for the holding of an option before it can be exercised.

The subscription price for the shares under the Share Option Scheme shall be a price determined by the Directors, but shall not be less than the highest of (i) the closing price of the shares as stated in the Stock Exchange's daily quotations sheet for trade in one or more board lots of the shares on the date of the offer for the grant, which must be a business day; (ii) the average closing price of shares as stated in the Stock Exchange's daily quotations for the five business days immediately preceding the date of the offer for the grant; and (iii) the nominal value of a share.

The details of the principal terms and conditions of the Share Option Scheme were summarised in the section headed "Share Option Scheme" in Appendix VI to the prospectus of the Company dated 24 November 2009.

On 15 June 2011, 1,900,000 share options were granted by the Company under the Share Option Scheme. As at 24 August 2017, being the date of the interim results announcement of the Company for the Period ("Interim Results Announcement Date"), there were 900,000 options outstanding.

On 24 August 2015, 900,000 share options were granted by the Company under the Share Option Scheme. As at the Interim Results Announcement Date, there were 900,000 options outstanding.

On 18 January 2016, 2,200,000 share options were granted by the Company under the Share Option Scheme. As at the Interim Results Announcement Date, there were 2,200,000 options outstanding.

On 14 October 2016, 1,200,000 share options were granted by the Company under the Share Option Scheme. As at the Interim Results Announcement Date, there were 1,200,000 options outstanding.

The total number of outstanding share options as at the Interim Results Announcement Date was 5,200,000 which represent approximately 1.67% of the total number of issued shares of the Company as at that date.

As at the Interim Results Announcement Date, the total number of shares of the Company available for issue pursuant to the grant of further options under the Share Option Scheme is 24,800,000 shares, representing approximately 7.97% of the total number of issued shares of the Company as at the Interim Results Announcement Date.

DETAILS OF SHARE OPTIONS GRANTED BY THE COMPANY

| | | | | | | Number of sh | are options | | |
|------------------------|-----------------|---|-------------------------|--|---------------------------------|-----------------------------------|--------------------------------|-----------------------------------|--------------------------------------|
| Category | Date of grant | Exercise period | Exercise price | Outstanding as at 1 January 2017 | Granted during the Period | Exercised during the Period | Lapsed during the Period | Cancelled during the Period | Outstanding as at 30 June 2017 |
| Directors | | | | | | | | | |
| Mr. Lee Kwan Hung | 15 June 2011 | 15 December 2011- 14 June 2021 | 1.81 (Note 1) | 300,000 | - | - | - | - | 300,000 |
| | 24 August 2015 | 24 August 2015- 23 August 2025 | 1.172 (Note 2) | 300,000 | - | - | - | - | 300,000 |
| Mr. Yuan Bo | 15 June 2011 | 15 December 2011- 14 June 2021 | 1.81 (Note 1) | 300,000 | _ | _ | - | _ | 300,000 |
| | 24 August 2015 | 24 August 2015- 23 August 2025 | 1.172 (Note 2) | 300,000 | - | - | - | - | 300,000 |
| Ms. Chen Jing | 18 January 2016 | 18 January 2016- 17 January 2026 (N | 1.004 lotes 3 and 4) | 400,000 | - | - | - | - | 400,000 |
| Sub-total | | | | 1,600,000 | _ | _ | _ | _ | 1,600,000 |
| Other individual | | | | | | | | | |
| Mr. Ho Pak Tai Patrick | 15 June 2011 | 15 December 2011- 14 June 2021 (N | 1.81 otes 1 and 5) | 300,000 | - | - | - | - | 300,000 |
| | 24 August 2015 | 24 August 2015- 23 August 2025 (N | 1.172 otes 2 and 5) | 300,000 | - | - | - | - | 300,000 |
| Sub-total | | | | 600,000 | _ | _ | _ | _ | 600,000 |
| Employees | 15 June 2011 | 15 December 2011- 14 June 2021 (Note 6) | 1.81 (Note 1) | _ | - | - | - | - | - |
| | 18 January 2016 | 18 January 2016- 17 January 2026 (Note 4) | 1.004 (Note 4) | 1,800,000 | - | - | - | - | 1,800,000 |
| | 14 October 2016 | 14 October 2016- 13 October 2026 (Note 7) | 1.25 (Note 7) | 1,200,000 | - | - | - | _ | 1,200,000 |
| Sub-total | | | | 3,000,000 | _ | _ | _ | _ | 3,000,000 |
| Total | | | | 5,200,000 | _ | _ | _ | _ | 5,200,000 |

Notes:

- 1. The closing price of the shares of the Company on the date of grant was HK\$1.8.
- 2. The closing price of the shares of the Company on the date of grant was HK\$0.9.
- 3. Ms. Chen Jing was appointed as Director of the Company on 10 April 2017. These share options were granted to her when she was an employee of the Group.
- 4. The options are exercisable from 18 January 2016 to 17 January 2026 (both days inclusive) subject to the following vesting periods.
 - (1) up to 30% of the options commencing on 18 January 2016;
 - (2) up to 60% of the options commencing on 18 January 2017; and
 - (3) up to 100% of the options commencing on 18 January 2018.

The closing price of the shares of the Company on the date of grant was HK\$0.990.

- 5. Mr. Ho Pak Tai Patrick, a former director of the Company, resigned on 1 January 2017, the Board has approved to extend the lapse period of the options granted to him, to the extent of not already exercised, to 31 December 2017.
- 6. These options granted to the eligible employees were lapsed due to the resignation of the relevant eligible employees.
- 7. The options are exercisable from 14 October 2016 to 13 October 2026 (both days inclusive) subject to the following vesting periods.
 - (1) up to 30% of the options commencing on 14 October 2016;
 - (2) up to 60% of the options commencing on 14 October 2017; and
 - (3) up to 100% of the options commencing on 14 October 2018.

The closing price of the shares of the Company on the date of grant was HK\$1.25.

Details of the value of share options granted are set out in note 16 to the consolidated financial statements.

DISCLOSURE OF INTERESTS

Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures

As at 30 June 2017, the interests and short positions of the Directors and chief executive of the Company in shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) as recorded in the register maintained by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

(i) Long positions in the shares of the Company:

| Name of Director | Capacity/nature of interest | Number of Ordinary shares held | Approximate percentage of the Company's issued share capital (%) |
|------------------|---|--------------------------------------|--|
| Ms. Zhang Yun | Beneficial owner/interest in controlled corporation | 42,869,650 (Notes 1 and 2) | 13.77 |
| Ms. Chen Jing | Beneficial owner | 238,000 (Note 3) | 0.08 |

(ii) Long positions in the underlying shares of the Company:

| Name of Director | Capacity/nature of interest | Number of underlying shares held | Approximate percentage of the Company's issued share capital (%) |
|-------------------|-----------------------------|--|--|
| Mr. Lee Kwan Hung | Beneficial owner | 600,000 (Note 4) | 0.19 |
| Mr. Yuan Bo | Beneficial owner | 600,000 (Note 4) | 0.19 |
| Ms. Chen Jing | Beneficial owner | 400,000 (Note 4) | 0.13 |

Notes:

- 1. 42,631,650 of these shares are held by Rich China Investments And Trading Ltd., the entire issued share capital of which is owned as to approximately 66.67% by Mr. Chen Jian and approximately 33.33% by Ms. Zhang Yun. By virtue of the SFO, both Mr. Chen Jian and Ms. Zhang Yun are deemed to be interested in the shares held by Rich China Investments And Trading Ltd..
- 2. 238,000 shares of the Company are held by Ms. Zhang Yun in her personal interest.
- 3. 238,000 shares of the Company are held by Ms. Chen Jing in her personal interest.
- 4. These shares are derived from the interest in share options granted by the Company, details of which are set out in the section headed "Share Option Scheme".

Save as disclosed above and those as disclosed under the heading "Discloseable Interests and Short Positions of Substantial Shareholders and Other Persons under the SFO" below, none of the Directors and chief executive of the Company had any interests or short positions in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code as at 30 June 2017.

Discloseable Interests and Short Positions of Substantial Shareholders and Other Persons Under the SFO

(A) Substantial shareholders

As at 30 June 2017, the following persons or corporations (other than a Director or chief executive of the Company) had interests or short positions in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company under Section 336 of the SFO and so far as is known to any Director or chief executive of the Company:

Long positions in the shares of the Company:

| Name | Capacity/nature of interest | Number of ordinary shares held | Approximate percentage of the Company's issued share capital (%) |
|--|--|--------------------------------------|--|
| Mr. Chen Jian (Notes 1, 2, 3 and 4) | Beneficial owner/interest in controlled corporations | 219,208,000 | 70.43 |
| China Group Associates Limited (Note 1) | Beneficial owner | 153,947,250 | 49.46 |
| Rich China Investments And Trading Ltd. (Note 2) | Beneficial owner | 42,631,650 | 13.70 |
| Ms. Zhang Xin (Note 5) | Interest of spouse | 219,208,000 | 70.43 |

(B) Other persons

As at 30 June 2017, save for the person or entities disclosed in sub-section (A) above, the following persons or corporations (other than a Director or chief executive of the Company) had interests or short positions in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company under Section 336 of the SFO and so far as is known to any Director or chief executive of the Company:

Long positions in the shares of the Company:

| Name | Capacity/nature of interest | Number of ordinary shares held | Approximate percentage of the Company's issued share capital (%) |
|---------------------------------------|-----------------------------|--------------------------------------|--|
| Mr. Li Xiaoyong | Beneficial owner | 26,440,000 | 8.49 |
| Rich World Development Ltd. (Note 3) | Beneficial owner | 21,435,100 | 6.89 |

Notes:

- 1. 153,947,250 of these shares are held by China Group Associates Limited. China Group Associates Limited is a company incorporated in the British Virgin Islands ("**BVI**") with limited liability which is wholly and beneficially owned by Mr. Chen Jian. By virtue of the SFO, Mr. Chen Jian is deemed to be interested in the shares held by China Group Associates Limited. Mr. Chen Jian is the sole director of China Group Associates Limited.
- 2. 42,631,650 of these shares are held by Rich China Investments And Trading Ltd.. Rich China Investments And Trading Ltd. is a company incorporated in the BVI with limited liability which is owned as to approximately 66.67% by Mr. Chen Jian and approximately 33.33% by Ms. Zhang Yun. Ms. Zhang Yun is the sole director of Rich China Investments And Trading Ltd.. By virtue of the SFO, both Mr. Chen Jian and Ms. Zhang Yun are deemed to be interested in the shares held by Rich China Investments And Trading Ltd..
- 3. 21,435,100 of these shares are held by Rich World Development Ltd.. Rich World Development Ltd. is a company incorporated in the BVI with limited liability which is wholly and beneficially owned by Mr. Chen Jian. By virtue of the SFO, Mr. Chen Jian is deemed to be interested in the shares held by Rich World Development Ltd.. Mr. Chen Jian is the sole director of Rich World Development Ltd..
- 4. 1,194,000 shares of the Company are held by Mr. Chen Jian in his personal interest.
- 5. Ms. Zhang Xin is the spouse of Mr. Chen Jian. Under the SFO, Ms. Zhang Xin is taken to be interested in the same number of shares in which Mr. Chen Jian is interested.

Save as disclosed above, there was no person or corporation, other than a Director or chief executive of the Company, who had an interest or a short position in the shares or underlying shares of the Company as recorded in the register of the Company required to be kept by the Company under Section 336 of the SFO as at 30 June 2017.

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income For the six-month period ended 30 June 2017

| | Six-month period ended 30 June | | | |
|---------------------------------------|--------------------------------|-------------|-------------|--|
| | | 2017 | 2016 | |
| | NOTE | RMB'000 | RMB'000 | |
| | | (Unaudited) | (Unaudited) | |
| | | | | |
| Revenue | 4 | 1,824,110 | 1,565,229 | |
| Cost of sales and services | | (1,706,492) | (1,432,662) | |
| | | | | |
| Gross profit | | 117,618 | 132,567 | |
| Other income | 5 | 2,011 | 3,359 | |
| Other gains and losses | 5 | (9,446) | (12,746) | |
| Selling and distribution expenses | | (61,769) | (59,946) | |
| Administrative expenses | | (23,304) | (19,605) | |
| | | | | |
| Profit from operations | | 25,110 | 43,629 | |
| Finance costs | 6 | (20,606) | (17,217) | |
| Share of losses of associates | | (303) | (830) | |
| | | | | |
| Profit before tax | 7 | 4,201 | 25,582 | |
| Income tax expenses | 8 | (3,901) | (6,636) | |
| | | | | |
| Profit and total comprehensive income | | | | |
| for the period | | 300 | 18,946 | |
| | | | | |
| Profit and total comprehensive income | | | | |
| for the period attributable to: | | | | |
| Owners of the Company | | 616 | 19,377 | |
| Non-controlling interests | | (316) | (431) | |
| | | | | |
| | | 300 | 18,946 | |
| | | | | |
| Earnings per share (RMB) | 10 | | | |
| Basic and diluted | | 0.002 | 0.06 | |

Condensed Consolidated Statement of Financial Position

At 30 June 2017

| | NOTE | 30 June 2017 RMB'000 (Unaudited) | 31 December 2016 RMB'000 (Audited) |
|---|------|---|---|
| NON-CURRENT ASSETS Property, plant and equipment | 11 | 27,833 | 25,883 |
| Other intangible assets | 11 | 3,651 | 3,817 |
| Interests in associates | | 7,023 | 7,326 |
| Deferred tax assets | | 28,848 | 28,701 |
| | | 67,355 | 65,727 |
| CURRENT ASSETS | | | |
| Inventories | | 347,909 | 433,486 |
| Trade and other receivables | 12 | 1,324,671 | 1,266,901 |
| Tax recoverable | | 2,246 | 1,117 |
| Pledged deposits | | 189,641 | 226,698 |
| Bank balances and cash | | 81,759 | 172,648 |
| | | 1,946,226 | 2,100,850 |
| CURRENT LIABILITIES | | | |
| Trade and other payables | 13 | 730,283 | 981,246 |
| Bank and other borrowings | 14 | 706,390 | 603,728 |
| | | 1,436,673 | 1,584,974 |
| NET CURRENT ASSETS | | 509,553 | 515,876 |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | 576,908 | 581,603 |
| CAPITAL AND RESERVES | | | |
| Share capital | 15 | 27,415 | 27,415 |
| Reserves | | 545,183 | 549,562 |
| | | | |
| Equity attributable to owners of the Company | | 572,598 | 576,977 |
| Non-controlling interests | | 4,310 | 4,626 |
| | | 576,908 | 581,603 |

Condensed Consolidated Statement of Changes in Equity For the six-month period ended 30 June 2017

Attributable to owners of the Company

| | | | | | | • | | | |
|---|------------------|------------------|---------|----------------------|-----------------------|----------------------|---------|----------------------------------|---------|
| | Share capital | Share premium | reserve | Statutory reserve | Share options reserve | Retained earnings | Total | Non- controlling interests | Total |
| | RMB'000 | RMB'000 | RMB'000 | RMB'000 | RMB'000 | RMB'000 | RMB'000 | RMB'000 | RMB'000 |
| Balance at 1 January 2016 | | | | | | | | | |
| (Audited) | 27,415 | 81,538 | 219 | 69,702 | 751 | 386,457 | 566,082 | 5,665 | 571,747 |
| Profit and total comprehensive | 27,113 | 01,550 | 217 | 05,102 | 731 | 300,137 | 300,002 | 3,003 | 371,717 |
| income for the period | _ | _ | _ | _ | _ | 19,377 | 19,377 | (431) | 18,946 |
| Recognition of equity-settled share-based | | | | | | | | | |
| payment (note 16) | _ | _ | _ | _ | 376 | _ | 376 | _ | 376 |
| Appropriations | _ | _ | _ | _ | _ | _ | _ | _ | _ |
| Dividend paid (note 9) | | _ | _ | _ | _ | (7,376) | (7,376) | _ | (7,376) |
| Balance at 30 June 2016 | 27 415 | 01 520 | 210 | 60.702 | 1 1 2 7 | 200 450 | E70 AE0 | £ 224 | F02 602 |
| (Unaudited) | 27,415 | 81,538 | 219 | 69,702 | 1,127 | 398,458 | 578,459 | 5,234 | 583,693 |
| Balance at | | | | | | | | | |
| 1 January 2017 (Audited) | 27,415 | 81,538 | 219 | 70,671 | 1,528 | 395,606 | 576,977 | 4,626 | 581,603 |
| Profit and total comprehensive | 27,413 | 61,336 | 219 | 70,071 | 1,320 | 393,000 | 370,977 | 4,020 | 361,003 |
| income for the period | _ | _ | _ | _ | _ | 616 | 616 | (316) | 300 |
| Recognition of equity-settled share-based | | | | | | | | | |
| payment (note 16) | _ | _ | _ | _ | 216 | _ | 216 | _ | 216 |
| Appropriations | _ | _ | _ | _ | _ | _ | | _ | _ |
| Dividend paid (note 9) | _ | _ | _ | _ | _ | (5,211) | (5,211) | _ | (5,211) |
| | | | | | | | | | |
| Balance at | | | | | | | | | |
| 30 June 2017 | | | | | | | | | |
| (Unaudited) | 27,415 | 81,538 | 219 | 70,671 | 1,744 | 391,011 | 572,598 | 4,310 | 576,908 |

Condensed Consolidated Statement of Cash Flows

For the six-month period ended 30 June 2017

| | Six-month period ended 30 Jun | | |
|---|-------------------------------|-------------|--|
| | 2017 | 2016 | |
| | RMB'000 | RMB'000 | |
| | (Unaudited) | (Unaudited) | |
| | | | |
| Net cash used in from operating activities | (200,643) | (172,704) | |
| | | | |
| Net cash used in investing activities | | | |
| Payments for property, plant and equipment | (3,503) | (2,211) | |
| Research and development costs paid | (15) | (2,486) | |
| Proceeds on disposal of property, plant and equipment | _ | 1,780 | |
| Other investing cash flows | 1,056 | 1,217 | |
| | | | |
| | (2,462) | (1,700) | |
| | | | |
| Net cash from (used in) financing activities | | | |
| Proceeds from borrowings | 826,896 | 419,377 | |
| Payment of borrowings | (724,234) | (493,581) | |
| Withdrawal of pledged bank deposits | 121,740 | 54,628 | |
| Placement of pledged bank deposits | (84,683) | (52,258) | |
| Interest paid | (20,089) | (15,987) | |
| Dividend paid | (5,211) | (7,376) | |
| | | | |
| | 114,419 | (95,197) | |
| | | | |
| Net decrease in cash and cash equivalents | (88,686) | (269,601) | |
| Cash and cash equivalents at 1 January | 172,648 | 341,823 | |
| Effect of foreign exchange rate changes | (2,203) | 2,217 | |
| | | | |
| Cash and cash equivalents at 30 June | 81,759 | 74,439 | |

For the six-month period ended 30 June 2017

1. GENERAL INFORMATION AND BASIS OF PREPARATION

Futong Technology Development Holdings Limited (the "**Company**") was incorporated in the Cayman Islands on 29 July 2009 as an exempted company with limited liability under the Companies Law, Chapter 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands and its principal place of business is located at Units B1901 on level 19 and B2001 on level 20 of Tower B, Chaowaimen Office Center, No. 26 Chaowai Street, Chaoyang District, Beijing, the People's Republic of China (the "**PRC**").

The directors of the Company consider that the immediate parent and ultimate holding company of the Company is China Group Associates Limited.

The principal activity of the Company is investment holding and its subsidiaries are mainly engaged in provision of enterprise IT infrastructure products, services and solutions.

The condensed consolidated financial statements are presented in Renminbi ("**RMB**"), which is also the functional currency of the Company.

The condensed consolidated financial statements have been prepared in accordance with International Accounting Standard ("IAS") 34 Interim Financial Reporting issued by the International Accounting Standards Board ("IASB") 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 as described below, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six-month period ended 30 June 2017 are the same as those followed in the preparation of the Group's annual financial statements for the year ended 31 December 2016.

In the current interim period, the Group has applied, for the first time, the following amendments to International Financial Reporting Standards ("**IFRSs**") issued by the IASB:

Amendments to IAS 7 Disclosure initiative

Amendments to IAS 12 Recognition of deferred tax assets for unrealised losses

Amendments to IFRSs Annual improvements to IFRSs 2014 — 2016

cycle relating to the amendments of IFRS 12

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

For the six-month period ended 30 June 2017

3. **SEGMENT INFORMATION**

IFRS 8 "Operating Segments" requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the senior executive management of the Company, the chief operating decision maker in order to allocate resources and to assess performance.

The chief operating decision maker considers that the operation of the Group constitutes a single operating segment as the revenue and profit are derived entirely from the provisions of enterprise IT products and services to customers in the PRC. Accordingly, no segment analysis is presented. The majority of property, plant and equipment is located in the PRC. The information reported to the senior executive management of the Company for the purpose of resources allocation and assessment of performance are the same as the amounts reported under IFRSs.

4. REVENUE

Provision of services

Revenue represents revenue arising on sale of enterprise IT products and provision of services for the period. The amount of each significant category of revenue recognised during the period is as follows:

| Sales of goods | | | |
|----------------|--|--|--|

| Jix month pend | ou cilucu sosuile |
|----------------|-------------------|
| 2017 | 2016 |
| RMB'000 | RMB'000 |
| (Unaudited) | (Unaudited) |
| | |
| 1,673,670 | 1,421,781 |
| 150,440 | 143,448 |
| | |
| 1,824,110 | 1,565,229 |
| | |

Six-month period ended 30 June

For the six-month period ended 30 June 2017

5. OTHER INCOME, GAINS AND LOSSES

| | Six-month period ended 30 June | |
|---|--------------------------------|-------------|
| | 2017 | 2016 |
| | RMB'000 | RMB'000 |
| | (Unaudited) | (Unaudited) |
| | | |
| Other income: | | |
| Interest income | 1,056 | 1,217 |
| Government grants (note) | 780 | 1,393 |
| Gain on disposal of property, plant and equipment | _ | 692 |
| Others | 175 | 57 |
| | | |
| | 2,011 | 3,359 |
| | | |
| Other gains and losses: | | |
| Impairment loss on trade receivables | (2,715) | (9,908) |
| Net foreign exchange loss | (6,655) | (2,828) |
| Others | (76) | (10) |
| | | |
| | (9,446) | (12,746) |

Note: Government grants represent unconditional government subsidies received by the Group from relevant government bodies for encouraging its business development.

6. FINANCE COSTS

| | Six-month period ended 30 June | |
|--|--------------------------------|-------------|
| | 2017 | 2016 |
| | RMB'000 | RMB'000 |
| | (Unaudited) | (Unaudited) |
| | | |
| Interest expense on: | | |
| Bank loans and other borrowings wholly repayable within five years | 20,606 | 17,217 |
| | | |

For the six-month period ended 30 June 2017

7. PROFIT BEFORE TAX

Profit before tax is arrived at after charging:

| | Six-month period ended 30 June | |
|--|--------------------------------|-------------|
| | 2017 | 2016 |
| | RMB'000 | RMB'000 |
| | (Unaudited) | (Unaudited) |
| | | |
| Staff cost: | | |
| Salaries and allowances | 51,343 | 47,955 |
| Contributions to retirement benefit schemes | 5,580 | 5,367 |
| Equity-settled share-based payment | 216 | 376 |
| | | |
| | 57,139 | 53,698 |
| | | |
| Other items: | | |
| Carrying amount of inventories sold | 1,585,124 | 1,333,986 |
| Write-down and write-off of inventories, | | |
| included in cost of sales | 149 | 1,973 |
| | | |
| | 1,585,273 | 1,335,959 |
| | | |
| Operating lease charges in respect of properties | 4,961 | 6,176 |
| Depreciation of property, plant and equipment | 1,553 | 2,535 |

For the six-month period ended 30 June 2017

8. INCOME TAX EXPENSES

| | Six-month period ended 30 June | |
|--------------------------------|--------------------------------|-------------|
| | 2017 | 2016 |
| | RMB'000 | RMB'000 |
| | (Unaudited) | (Unaudited) |
| | | |
| Current tax: | | |
| Hong Kong | 44 | 2,259 |
| PRC Enterprise Income Tax | 4,004 | 2,049 |
| | | |
| | 4,048 | 4,308 |
| | | |
| Deferred tax: | | |
| (Credit) charge for the period | (147) | 2,328 |
| | | |
| | 3,901 | 6,636 |

- (i) Pursuant to the rules and regulations of the Cayman Islands and the British Virgin Islands ("**BVI**"), the Group is not subject to any income tax in the Cayman Islands and the BVI.
- (ii) The provision for Hong Kong Profits Tax for the six-month periods ended 30 June 2017 and 2016 was calculated at 16.5% of the estimated assessable profits.
- (iii) Under the Law of the People's Republic of China on Enterprise Income Tax (the "**EIT Law**") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25% from 1 January 2008 onwards. The Group has not recognised deferred tax of approximately RMB1,461,000 in respect of losses incurred by certain PRC subsidiaries for the period.

9. DIVIDENDS

During the current interim period, a final dividend of HK1.9 cents per share in respect of the year ended 31 December 2016 (six-month period ended 30 June 2016: HK2.8 cents per share in respect of year ended 31 December 2015) was declared and paid to the owners of the Company. The aggregate amount of the final dividend declared and paid in the current interim period amounted to approximately HK\$5,914,000 (approximately RMB5,211,000) (six-month period ended 30 June 2016: HK\$8,715,000 (approximately RMB7,376,000)).

The directors have determined that no dividend will be paid in respect of the current interim period (six-month period ended 30 June 2016: nil).

For the six-month period ended 30 June 2017

10. EARNINGS PER SHARE

The calculation of basic and diluted earnings per share for the six-month period ended 30 June 2017 is based on the profit for the period attributable to owners of the Company of RMB616,000 (six-month period ended 30 June 2016: RMB19,377,000).

The weighted average number of ordinary shares for the purpose of basic earnings per share has been adjusted for the Share Options D (as defined in note 16) granted on 18 January 2016. The computation of diluted earnings per share does not assume the exercise of the Company's Share Options A, Share Options C and Share Options E (as defined in note 16), because the exercise prices of those share options were higher than the average market price of the Company's shares for the six-month period ended 30 June 2017.

11. PROPERTY, PLANT AND EQUIPMENT

During the six-month period ended 30 June 2017, the Group spent RMB3,503,000 (six-month period ended 30 June 2016: RMB2,211,000) to acquire furniture, fittings and equipment.

12. TRADE AND OTHER RECEIVABLES

| | 30 June | 31 December |
|------------------------------------|-------------|-------------|
| | 2017 | 2016 |
| | RMB'000 | RMB'000 |
| | (Unaudited) | (Audited) |
| | | |
| Trade receivables | 1,206,078 | 1,195,914 |
| Less: allowance for doubtful debts | (51,307) | (48,595) |
| | 1,154,771 | 1,147,319 |
| Bills receivable | 83,883 | 79,176 |
| Prepayment to suppliers | 64,426 | 24,660 |
| Deposits | 15,127 | 11,122 |
| Other receivables | 6,464 | 4,624 |
| | | |
| | 1,324,671 | 1,266,901 |

For the six-month period ended 30 June 2017

12. TRADE AND OTHER RECEIVABLES (Continued)

The Group allows an average credit period within 30 to 90 days to its trade customers. The following is an analysis of trade and bills receivables, net of allowance for doubtful debts based on the relevant due date, at the end of the respective reporting periods:

| | 30 June | 31 December |
|--------------------------------|-------------|-------------|
| | 2017 | 2016 |
| | RMB'000 | RMB'000 |
| | (Unaudited) | (Audited) |
| | | |
| Current | 957,856 | 953,854 |
| | | |
| Amount past due: | | |
| — Less than one month past due | 109,023 | 124,060 |
| — 1 to 3 months past due | 111,718 | 43,656 |
| — More than 3 months past due | 60,057 | 104,925 |
| | | |
| | 280,798 | 272,641 |
| | | |
| | 1,238,654 | 1,226,495 |

13. TRADE AND OTHER PAYABLES

| | 30 June | 31 December |
|-----------------------------|-------------|-------------|
| | 2017 | 2016 |
| | RMB'000 | RMB'000 |
| | (Unaudited) | (Audited) |
| | | |
| Trade payables | 444,959 | 512,329 |
| Bills payable | 126,979 | 182,876 |
| Receipts in advance | 128,345 | 205,792 |
| Other payables and accruals | 30,000 | 80,249 |
| | | |
| | 730,283 | 981,246 |

For the six-month period ended 30 June 2017

13. TRADE AND OTHER PAYABLES (Continued)

The average credit period on purchases of goods was 30-90 days. The following is an aged analysis of trade and bills payables based on the invoice date at the end of the respective reporting periods:

| | 30 June | 31 December |
|-------------------------------------|-------------|-------------|
| | 2017 | 2016 |
| | RMB'000 | RMB'000 |
| | (Unaudited) | (Audited) |
| | | |
| Trade payables | | |
| 0-60 days | 444,959 | 353,919 |
| 60-90 days | _ | 3,428 |
| Over 90 days | _ | 154,982 |
| | | |
| | 444,959 | 512,329 |
| | | |
| Bills payable, aged within 120 days | 126,979 | 182,876 |

14. BANK AND OTHER BORROWINGS

During the current interim period, The Group obtained new borrowings amounting to RMB826,896,000 (six-month period ended 30 June 2016: RMB419,377,000) and repaid RMB724,234,000 (six-month period ended 30 June 2016: RMB493,581,000). The loans carry interest at variable market rates varied from 5.00% to 6.00% (31 December 2016: 2.23% to 9.60%) per annum.

15. SHARE CAPITAL

| | Number of shares | Share capital HK\$'000 |
|--|------------------|------------------------------|
| Authorised: | | |
| At 1 January 2016, 31 December 2016 and 30 June 2017 Ordinary Shares of HK\$0.1 each | 2,000,000 | 200,000 |
| Issued and fully paid: | | |
| At 1 January 2016, 31 December 2016 and 30 June 2017 | 311,250 | 31,125 |
| | | RMB'000 |
| Presented as | | 27,415 |

For the six-month period ended 30 June 2017

16. SHARE-BASED PAYMENT TRANSACTION

The Company's share option scheme (the "**Share Option Scheme**") was adopted pursuant to a resolution passed on 11 November 2009 for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations. The maximum number of shares that may be granted under the Share Option Scheme and other share option schemes shall not exceed 30% of the number of issued shares of the Company from time to time. Unless approved by the shareholders of the Company in general meeting in the manner prescribed in the Listing Rules, the board of directors shall not grant options to any grantee if the acceptance of those options would result in the total number of shares issued and to be issued to that grantee on exercise of his options during any 12-month period exceeding 1% of the total shares of the Company (or its subsidiary) then in issue.

On 15 June 2011, the Company announces that a total of 1,900,000 share options (the "2011 Share Options") to subscribe for shares of HK\$0.10 each in the capital of the Company (the "Shares") were granted by the Company to the independent non-executive directors and eligible employees of the Company (collectively, the "2011 Grantees"), subject to acceptance of the 2011 Grantees, under the Share Option Scheme. A summary of the grant is set out below:

Exercise price of the 2011 Share Options
Closing price of the Shares on the date of grant
Validity period of the 2011 Share Options
Vesting date of the 2011 Share Options granted
to independent non-executive directors
of the Company ("Share Options A")
Vesting date of the 2011 Share Options
granted to eligible employees
of the Company ("Share Options B")*

HK\$1.81 per Share
HK\$1.80
Ten (10) years, commencing on 15 June 2011
100% of the 2011 Share Options vested on
15 December 2011

30%, 30% and 40% of the 2011 Share
Options vested on each of 15 December 2011,
15 December 2012 and 15 December 2013,
respectively

On 24 August 2015, the Company announces that a total of 900,000 share options (the "2015 Share Options") to subscribe for the Shares were granted by the Company to the independent non-executive directors of the Company (the "2015 Grantees"), subject to acceptance of the 2015 Grantees, under the Share Option Scheme. A summary of the grant is set out below:

Exercise price of 2015 Share Options
Closing price of the Shares on the date of grant
Validity period of the 2015 Share Options
Vesting date of the 2015 Share Options granted
to independent non-executive directors
of the Company ("Share Options C")

HK\$1.172 per Share
HK\$0.90
Ten (10) years, commencing on 24 August 2015
100% of the 2015 Share
Options vested on 24 August 2015

^{*} The Share Options B were lapsed in 2015 due to the resignation of the relevant eligible employees.

For the six-month period ended 30 June 2017

16. SHARE-BASED PAYMENT TRANSACTION (Continued)

On 18 January 2016, the Company announces that a total of 2,200,000 share options (the "**2016 Share Options**") to subscribe for the Shares were granted by the Company to the eligible employees of the Group (the "**2016 Grantees**"), subject to the acceptance of the 2016 Grantees, under the Share Option Scheme. A summary of the grant is set out below:

HK\$1.004 per Share

HK\$0.990

Exercise price of the 2016 Share Options
Closing price of the Shares on the date of grant
Validity period of the 2016 Share Options
Vesting date of the 2016 Share Options granted
to eligible employees
of the Group ("Share Options D")

Ten (10) years, commencing on 18 January 2016 30%, 30% and 40% of the 2016 Share Options granted will vest on 18 January

2016, 18 January 2017 and 18 January 2018, respectively

30 June

31 December

On 14 October 2016, the Company announces that a total of 1,200,000 share options (the "2016 Second Share Options") to subscribe for Shares were granted by the Company to the eligible employees of the Group (the "2016 Second Grantees"), subject to acceptance of the 2016 Second Grantees, under the Share Option Scheme. A summary of the grant is set out below:

Exercise price of the 2016 Second Share Options
Closing price of the Shares on the date of grant
Validity period of the 2016 Second Share Options
Vesting date of the 2016 Second Share Options
granted to eligible employees
of the Group ("Share Options E")

HK\$1.25
Ten (10) years, commencing on 14 October 2016
30%, 30% and 40% of the 2016 Second Share Options
granted will vest on 14 October 2016, 14 October 2017
and 14 October 2018, respectively

None of the share options were exercised during the current and prior interim period.

The fair values of Share Options A, Share Options C, Share Options D and Share Options E determined at the dates of grant were RMB523,000 (equivalent to HK\$630,000), RMB231,000 (equivalent to HK\$280,000), RMB712,000 (equivalent to HK\$847,000) and RMB518,000 (equivalent to HK\$598,000) respectively.

The Group recognised the total expense of RMB216,000 for the six-month period ended 30 June 2017 (the six-month period ended 30 June 2016: RMB376,000) in relation to Share Options D and Share Options E granted by the Company.

17. COMMITMENTS

With

At the end of each reporting period, the Group was committed to make future minimum lease payments under non-cancellable operating leases which fall due as follows:

| | 2017 | 2016 |
|------------------------------------|-------------|-----------|
| | RMB'000 | RMB'000 |
| | (Unaudited) | (Audited) |
| | | |
| thin one year | 6,535 | 8,130 |
| the second to fifth year inclusive | 3,941 | 5,755 |
| | | |
| | 10,476 | 13,885 |

The Group leases a number of properties under operating leases. The leases typically run for an initial period of one to three years, at the end of which all terms are renegotiated. None of the leases includes contingent rentals.

18. RELATED PARTY TRANSACTIONS

Name and relationship with related parties: (a)

The Group entered into the following significant related party transactions during the period.

| Name | Relationship |
|--|--|
| 北京深思軟件股份有限公司 Beijing Deep Thought Software Co., Ltd. (" Beijing Deep Thought ")* | A company controlled by Mr Chen Jian, a controlling shareholder of the Company |
| 數普金通數據技術有限公司 Centrin-FC Data Device Technology Co. Ltd. (" Centrin-FC ")* | Associate of Beijing Deep Thought |
| 富通金信有限公司 Futong Technology Advanced Business Service Limited (" Futong Technology ")* | Associate of the Company |
| 北京富通金信計算機系統服務有限公司 Beijing Futong Jinxin Computer System Service Co. Ltd. (" Beijing Futong Jinxin ")* | Associate of the Company |

^{*} The English translation of the company names is for reference only. The official names of these entities are in Chinese.

(b) Recurring transactions

| C: | | | | -1 20 | 1 |
|--------|-------|--------|--------|-------|------|
| Six-mo | ntn t | perioa | i ende | a 3v | June |

| | 2017 | 2016 |
|-------------------------------------|-------------|-------------|
| | RMB'000 | RMB'000 |
| | (Unaudited) | (Unaudited) |
| | | |
| Sales to Beijing Futong Jinxin | 2,709 | 2,150 |
| Sales to Centrin-FC | _ | 531 |
| | | |
| Purchase from Beijing Futong Jinxin | 2,287 | 290 |
| Purchase from Beijing Deep Thought | 813 | |

For the six-month period ended 30 June 2017

18. RELATED PARTY TRANSACTIONS (Continued)

(c) Amounts due from/to related parties

At the end of the reporting period, the Group had the following balances with related parties:

| | 30 June 2017 RMB'000 (Unaudited) | 31 December 2016 RMB'000 (Audited) |
|---|---|---|
| Trade receivables from (note): Beijing Futong Jinxin | 1,310 | 282 |
| | 74 1 | |
| Trade payables to (note): | | |
| Beijing Futong Jinxin | 1,272 | 3,658 |
| Beijing Deep Thought | 377 | 408 |
| | 1,649 | 4,066 |
| Other receivables from (note): Futong Technology | 43 | 268 |
| Other payable to (note): | | |
| Beijing Deep Thought | 42 | 42 |
| Beijing Futong Jinxin | _ | 573 |
| | 42 | 615 |
| Prepayment to suppliers (note): | | |
| Beijing Futong Jinxin | 1,891 | 1,628 |
| Beijing Deep Thought | 255 | |
| | 2,146 | 1,628 |
| Receipts in advance (note): | | |
| Beijing Futong Jinxin | 305 | 558 |

Note:

Amounts due from/to related parties are unsecured, interest free and expected to be recovered/settled within one year.

For the six-month period ended 30 June 2017

18. RELATED PARTY TRANSACTIONS (Continued)

(d) Key management personnel remuneration

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

| | Six-month period ended 30 June | |
|--|--------------------------------|-------------|
| | 2017 | 2016 |
| | RMB'000 | RMB'000 |
| | (Unaudited) | (Unaudited) |
| | | |
| Salaries and other benefits | 5,639 | 5,412 |
| Retirement benefits scheme contributions | 289 | 266 |
| | | |
| | 5,928 | 5,678 |

Total remuneration was included under staff costs as set out in note 7 to the condensed consolidated financial statements.

19. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

The fair values of financial assets and financial liabilities are determined in accordance with generally accepted pricing models based on discounted cash flow analysis.

The directors of the Company consider that the carrying amounts of financial assets and financial liabilities recorded at amortised cost in the condensed consolidated financial statements approximate their fair values.

Corporate Information

BOARD OF DIRECTORS

Executive Directors

Mr. Chen Jian* (Chairman)
Ms. Zhang Yun (Chief Executive Officer)
Ms. Chen Jing#

Independent Non-executive Directors

Mr. Lee Kwan Hung Mr. Chow Siu Lui Mr. Yuan Bo

COMPANY SECRETARY

Mr. Siu Hin Leung, HKICPA, FCCA

REGISTERED OFFICE

Cricket Square Hutchins Drive PO Box 2681 Grand Cayman KY1-1111 Cayman Islands

HEADQUARTER AND PRINCIPAL PLACE OF BUSINESS IN THE PRC

Units B1901 on level 19 and B2001 on level 20 of Tower B Chaowaimen Office Center No. 26 Chaowai Street Chaoyang District Beijing, the PRC

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Rooms 2406-2412, 24th Floor Sun Hung Kai Centre 30 Harbour Road Wanchai, Hong Kong

PRINCIPAL BANKERS

Standard Chartered Bank (Hong Kong) Limited
Nanyang Commercial Bank, Ltd.
The Hong Kong and Shanghai Banking
Corporation Limited
Hang Seng Bank Limited
China CITIC Bank International Limited
HSBC Bank (China) Company Limited
Standard Chartered Bank (China) Limited
China Merchants Bank Co., Ltd.
Bank of Beijing
Bank of Jiangsu Co., Ltd.

LEGAL ADVISORS

As to Hong Kong law: King & Wood Mallesons

As to Cayman Islands law: Conyers Dill & Pearman

AUDITORS

Deloitte Touche Tohmatsu

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong

STOCK CODE

00465

WEBSITE

www.futong.com.hk

- * Mr. Chen Jian was re-appointed as Executive Director of the Company and Chairman of the Board on 5 July 2017 and 24 August 2017, respectively.
- # Ms. Chen Jing was appointed as Executive Director of the Company on 10 April 2017.