



佳華百貨控股有限公司 JIAHUA STORES HOLDINGS LIMITED

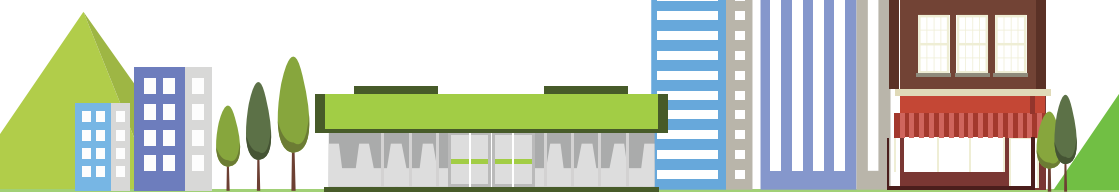
(incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

(Stock Code 股份代號 : 00602)



INTERIM REPORT 2017 中期報告





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Chairman's Statement

董事長報告

Dear Shareholders,

The consumption level has been increased recently, which raises the customers' requirement on consumable goods. With the development of electronic commerce, it brought about shopping convenience and consumption savings to customers. Customers' requirement has been getting complicated after the experience from online shopping order and offline spending experience. With the emergence of the New Retail Era, retail operators find it the only way to enhance shopping experience to satisfy customers. Renovation of retail outlets, addition of supporting and accessory facilities, upgrade of commodity and sales brand mix, and the introduction of high-end spending model etc. will be the main tasks retail operators could do. Together with online/offline resources, the spending enhancement may be a competitive edge and competitive power of retailers.

Internet technology brought about living convenience to people, it also open the mindset of retailers and consumers. New technologies, including artificial intelligence, iris recognition, face recognition etc., have been stepping out from laboratory to commercial world. Cashier-free smart convenience store has been underway to the market. With the advancement of technology and internet, retail industry will focus on spending experience and sales optimization logic, broadening the scope of market.

In the first half of 2017, Guangdong social consumable goods was growing stably by enlarging size in both city and rural area, and the persisting improvements in business, commodity and consumption structure. Up to date, the Guangdong economy has resumed to normal which made the economic condition more stable. The retail industry in Shenzhen was smooth. The mass outbreak of shopping malls was more apparent. There was phenomenon of multiple shopping malls in one district. Accordingly, seven large shopping malls have commenced business in the first half year in Shenzhen covering both traditional commercial circle and outer part of city. Baoan, Longgang and Pingshan etc have been the hot spot for shopping mall.

尊敬的各位股東：

隨著近年來消費水平的提高，人們對於消費升級的要求也越來越高。電子商務自發展以來，在給人們生活帶來便利的同時，也為消費者省回不少購物支出。在同時體驗了線上購物的觸感和線下體驗的便捷後，消費者們的要求越趨複雜。在“新零售時代”的出現下，零售市場的經營者唯一能刺激消費者的就是消費體驗的提升。商場內外觀改造，增加體驗性配套設施，提高商品及品牌架構，以至引入高端消費模式，商家在銷售邏輯的架構、消費體驗改造不斷下功夫，利用好當前線上線下的資源，讓消費升級成為自身的優勢與競爭力。

互聯網科技的發展讓人們看到了科技給生活帶來的好處，也讓商家和消費者對於利用科技技術持開放的態度。人工智能、虹膜識別、面部識別等科技從實驗室走向了商用，無人便利店已開始在實驗階段，在科技與移動互聯網相互的推動下，零售業在未來提升消費體驗和優化銷售邏輯上，將有更多的資源，接觸到更廣闊的市場。

2017年上半年，廣東省社會消費品零售額繼續保持平穩增長，消費規模進一步擴大，城鄉市場實現健康增長，消費品市場業態結構、商品結構繼續優化，消費結構不斷升級。今年以來，廣東經濟回暖跡象明顯，經濟企穩態勢更加牢固。深圳零售業亦處於平穩狀況，購物中心呈現突飛猛進發展之勢。“一城多中心”的格局現象較為明顯。上半年深圳主要有7個大型新開業的購物中心，傳統中心商圈以及新興的關外綜合體都有所覆蓋。寶安、龍崗、坪山等地區成為購物中心爭相佈局的熱點區域。

Chairman's Statement 董事長報告



The Group maintained the stable performance as last year by making continuous renovation and improvement in our stores to give customers a fresh look. In the meantime, we have broadened our investment scope to derive more investment income. The Group will further consolidate our resources to achieve our strategy “consolidating growth vitality, reaching new horizons”. By these, we hope to increase our competitive strength to overcome the new challenge from new operating environment and competitors and to get potential gains from the changing retailing industry.

INDUSTRY OVERVIEW

In the first half of the year, domestic retailing industry was growing steady. Except for the structural changes, residential household income was increasing with the economic growth. Spending pattern has been upgraded. Consumable goods market has been expanding which became the major dynamic for economic growth. From an international standpoint, U.S.A. was getting out from economic depression in 2016 and domestic consumption power was maintained at an acceptable level. European economy was slowly recovered, but helped improving the labour force market, and the European Central Bank kept the easing policy under the current inflation level. The improvement in future prospect of corporation in Japan has increased the corporate spending, and the Japan Central Bank will uphold the existing monetary easing policy. The global economy was under positive atmosphere.

Internally, the consumable goods market was growing steadily to lead the economy. Spending expenditure was still occupying the first place among the three forces of economic growth. Online sales was surging, traditional retail industry was recovering. Convenience stores and community shopping mall were developing into its golden era. With successive changes in business type in traditional retail industry, consumption goods pattern has been upgraded. With appearance of servicing retailing market, travelling, entertainment and leisure spending markets were developing rapidly. Travelling became a necessary need for nowadays families and a giant demand.

本集團的業績表現延續了去年平穩的表現，主力店都經過精心裝潢、改造、變革及整固，帶給消費者耳目一新的景象。同時，我們亦開始擴展其他投資方面，以求取得多方面的投資收入。本集團將繼續整合資源，以「鞏固增長趨勢，開拓創新領域」的策略，在行業中增強核心競爭力，以應對陸續出現的新經營環境及新競爭者。在不斷變化的零售市場內，不斷尋求具有盈利潛質的商機。

行業概覽

上半年，國內零售業保持穩中向好發展勢態，除提供結構性改革，居民收入與經濟同步增長，消費結構加快升級，消費品市場規模進一步擴大，消費繼續發揮經濟增長主要動力的作用。從國際環境來看，美國經濟走出了2016年的低迷氣氛，民間消費維持水準以上的力道，呈現顯著的復蘇。歐洲經濟復蘇雖然緩慢，對改善勞動市場有幫助，歐元區的通貨膨脹水準給予歐洲央行繼續寬鬆的條件，日本企業對當前景氣看法持續好轉，企業投資意願也同步提高，日本央行將維持目前貨幣寬鬆的做法。環球經濟情況彌漫正面氣氛。

從國內環境來看，消費品市場零售增長加快，消費引領經濟增長作用突出，消費支出對經濟增長的貢獻率仍佔據「三頭馬車」的首位，繼續發揮經濟增長第一引擎的作用。網路零售保持快速增長，實體零售業態繼續回暖，便利店、社區購物中心等社區商業正在進入黃金發展時期。實體零售業態經營不斷改善，消費升級類商品銷售亮點呈現，服務消費市場持續升溫，旅遊娛樂休閒消費市場保持良好發展勢態。旅遊成為國內家庭消費的剛性需求，旅遊市場保持供需旺盛的勢頭。



Chairman's Statement 董事長報告

According to the statistics released by the National Bureau of Statistics of China, GDP on the Mainland amounted to RMB38,100 billion in the first half of 2017, representing a 6.9% increase over the same period last year.

In the first half of the year, total retail sales of social consumer goods was RMB17,200 billion, representing a year-on-year (YOY) growth of 10.4%. Among them, retail sales of consumer goods of the “over-the-threshold” enterprises grew by 8.7% on a YOY basis to approximately RMB7,700 billion. Based on the geographical locations of the operating units, retail sales of urban consumer goods rose by 10.1% to approximately RMB14,800 billion YOY, whereas retail sales of rural consumer goods increased by 12.3% to approximately RMB2,400 billion YOY. By consumption pattern, food and beverage revenue went up 11.2% to approximately RMB1,800 billion YOY, whereas retail sales of commodities went up 10.3% to approximately RMB15,400 billion YOY. In terms of retail sales of commodities, retail sales of commodities among “over-the-threshold” enterprises amounted to approximately RMB7,200 billion, representing an increase of 8.8%. In the first half, total domestic online retail sales amounted to RMB3,100 billion, representing a YOY growth of 33.4%. Among them, the commodity goods online retail sales grew by 28.6% on a YOY basis to approximately RMB2,400 billion, accounting for 13.8% of the total retail sales of social consumer goods, a 2.2% up compared with last year.

Overall, China has been running stably by putting forward structural tuning and changes in development mode, and has obtained advancement in protection and improvement in people's livelihood. The target of “growth with stability” has been achieved. According to slogan “To consolidate the stable situation to produce a better condition”, the next half year will be a promising period.

根據國家統計總局資料：2017年上半年國內生產總值達人民幣38.1萬億元，比去年同期增長6.9%。

上半年，社會消費品零售總額約人民幣17.2萬億元，同比增長10.4%。其中，限額以上企業消費品零售額約人民幣7.7萬億元，同比增長8.7%。按經營單位所在地分，城鎮消費品零售額約人民幣14.8萬億元，同比增長10.1%；鄉村消費品零售額約人民幣2.4萬億元，增長12.3%。按消費形態分，餐飲收入約人民幣1.8萬億元，同比增長11.2%；商品零售約人民幣15.4萬億元，增長10.3%。在商品零售中，限額以上企業商品零售額約人民幣7.2萬億元，增長8.8%。上半年，全國網上零售額3.1萬億元，同比增長33.4%。其中，實物商品網上零售額2.4萬億元，增長28.6%，佔社會消費品零售總額的比重為13.8%，同比提高2.2個百分點。

總體來說，中國在上半年平穩運行中推進了結構調整和發展方式的轉變，並在保障和改善民生方面取得了積極進展，經濟在平穩發展中實現了穩中有進的目標。按照「穩的格局更加鞏固，好的態勢更加明顯」的要求，抓緊機遇，於下半年有所作為。

Chairman's Statement 董事長報告



The Group will continue to make use of its core advantages. From the traditional retail aspect, we will endeavour to extend the reach of our development into neighborhood areas as we have a base in Shenzhen, in an effort to retain and broaden our share in the retail market. For other investment area, the Group will continuously find suitable investment opportunities, and extend the Group's exposure in other retail industry sectors to increase the sales variety.

It is my great pleasure to report to you that building on a wide array of 11 large-sized outlets (one being sub-leasing properties) of the Group covering an area of approximately 150,000 sq.m as at 30 June 2017, the Group has sustained a stable performance as last year with increase in operating profit. Total revenue of the Group for the period down by 7.3% from approximately RMB374.0 million during the first half of 2016 to approximately RMB346.8 million in 2017. In contrast, net profit attributable to shareholders slightly down by 2.7% from approximately RMB24.9 million in the first half of 2016 to approximately RMB24.2 million for the six months ended 30 June 2017.

DIVIDENDS

The Board believes that, backed with its sound financial position and cash flows, the Group will be able to finance the investments for its ongoing development. The Group will strive to offer a reasonable dividend distribution as a recognition to the shareholders of the Company (the "Shareholders") for their support to the Group.

本集團繼續穩中求進，合理利用核心優勢。在實體零售方面，以深圳為中心，開發周邊之地區，保存並擴大本身的零售市場佔有率。在其他投資方面，集團會不斷找尋合適的投資機會，擴大集團在各零售業務的範疇，增加銷售的多元性。

本人現向大家報告，截於二零一七年六月三十日止，本集團擁有旗下有大型分店11家（其中一家為轉租物業），面積約達15萬平方米，在經營溢利上升的情況下，仍具上年度穩定的表現。於期內本集團總收入額達到約人民幣3億4,680萬元，與二零一六年上半年的約人民幣3億7,400萬元相比，下降約7.3%。股東應佔溢利總額由二零一六年上半年約人民幣2,490萬元微降2.7%至截至二零一七年六月三十日止六個月約人民幣2,420萬元。

股息

董事會相信穩健的財務狀況及現金流量將可有利支持集團持續發展所需的投資。本集團將竭力提供合理的派息作回報，以回饋本公司股東（「股東」）對本集團的支持。



Chairman's Statement 董事長報告

FUTURE PROSPECT

Facing the current market challenge, the Group will continue to operate traditional retail stores as our base. By increasing the customer headcount to boost sales and to control our costs, we hope to over perform the annual budget target. With the spirit of reformation and innovation to consolidate the existing stores, we are working hard to enhance our stores by optimizing sales mix and uplifting the brand name level. This will create a customer centered lifestyle shopping experience. New sales mode including beverage+parenthood+leisure+retail, or focusing on baby and mother care etc. The Group will create operational uniqueness by the resources and ability of beverage department. The Group will also make use of the online application and retail stores combined advantage to develop the online and offline operation model, to explore and develop market demand, and to upgrade customer shopping experience.

Our Group is well-prepared to meet potential difficulties and challenges ahead. Riding on our edges and resources within the industry, we will cautiously move ahead. I strongly believe that the Group is prepared to make use of our competitive advantage to grasp every opportunity exist in the retail industry.

APPRECIATION

Finally, on behalf of the Board, I would like to take this opportunity to express my sincere appreciation to the shareholders, suppliers, customers and business partners for their long-term support, and thank all staff for their dedication and contribution to the Group.

Zhuang Lu Kun
Chairman

Shenzhen, the PRC
30 August 2017

未來展望

面對當前市場的考驗，集團將繼續以營運為中心，以提高客流為目標，提升銷售，開源節流，力爭超額完成年度業績目標。秉著變革與創新，不進則退的精神，鞏固現有老店，優化商品結構，升級品牌，加大以消費者為中心場景及體驗式行銷，努力創建以消費者為中心的零售形式。集團將也將不斷探索新的商業模式，如餐飲+親子+樂園+零售，或者圍繞親子母嬰用品的運營模式，借力公司餐飲資源和運營能力，打造企業經營特色，樹立百佳華的競爭優勢。而集團也將充分利用自主的線上應用程式和實體優勢，整合線上與線下資源，發揮運營、市場產品需求與研發，充分利用移動互聯網工具，促進線下實體店的銷售，提高顧客的體驗度。

本集團的團隊已做好一切準備，以面對一切困難。充分利用本集團在行業中的優勢與資源，穩紮走好每一步。本人相信，集天時地利人和的我們，會在百貨零售業中爭取每一個發展機會。

致謝

本人謹代表董事會向廣大股東、供應商、客戶以及合作夥伴，對本集團長期以來的支持，以及本集團上下全體同仁一直以來的貢獻，致以衷心的感謝。

董事長
莊陸坤

中國，深圳
二零一七年八月三十日

Management Discussion and Analysis

管理層討論及分析



BUSINESS REVIEW

For the six months ended 30 June 2017, the Group recorded revenue of approximately RMB346.8 million, representing a year-on-year (YOY) decrease of approximately 7.3%. Gross profit amounted to approximately RMB44.8 million, representing an YOY increase of approximately 14.9%; while operating profit was approximately RMB34.3 million, representing an YOY increase of approximately 4.3%. Profit attributable to owners of the Company was approximately RMB24.2 million, representing a YOY decrease of 2.7%. There were 11 stores during the period. The drop in operating businesses was attributable to overall weak economic condition, fierce attack from the online retail business, long negotiation time for renewal of lease agreement with landlord, and enhancement of supplier profile etc. But with the addition of new side businesses, conversion of self-operated to supplier-operated fresh counters, and the commencement of business of brand named restaurant and kiosks, the drop in sales of goods has been partly offset. Sales of goods decreased by

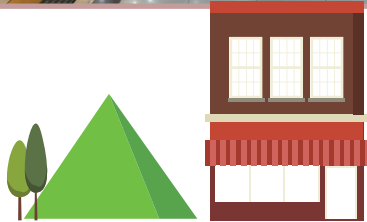
業務回顧

集團截至二零一七年六月三十日止六個月，收入約為人民幣3億4,680萬元，同比下降約7.3%；毛利額約為人民幣4,480萬元，同比上升約14.9%；經營溢利約為人民幣3,430萬元，同比上升約4.3%；母公司權益持有人應佔溢利約為人民幣2,420萬元，同比下降約2.7%。期內之分店數目11家。集團營業務部份下降的主要因為整體地區經濟環境依然偏弱，零售網購電商業務之衝擊，與業主談判租賃合同續約之時間太久，以及供應商優化調整等因素影響。但增加商場配套業務，部份新鮮銷售改供應商經營，以及品牌餐廳及茶店陸續開業，抵銷了部份商品銷售之跌幅。商品銷售減少約人民幣3,360萬元，專櫃佣金及租金收入分別增加約人民幣20萬元及約人民幣140萬元，投資物業收入增加約人民幣100萬元，



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approximately RMB33.6 million, commissions and rental income from concessionaire, increased by approximately RMB0.2 million and RMB1.4 million respectively, rental income from investment properties increased by approximately RMB1.0 million, sales of food and catering increased by approximately RMB4.2 million and interest income from factoring services decreased by approximately RMB0.4 million. During the period, the Group has adopted positive operating strategy with value-added service in retail stores. Besides, we continuously searched for other potential profit opportunities and planned for the expansion of store network.

Recapping on the first half of 2017, the Group has the following operation highlights.

銷售食物及餐飲收入增加約人民幣420萬元，及來自保理服務之利息收入減少約人民幣40萬元。於期內，集團繼續採取積極穩健的經營策略，對實體零售作增值服務，另亦對其他投資項目找尋及發展具利潤機會，並開始計畫來年之分店網路及購物中心拓展之籌備工作。

回顧2017年之上半年，集團於營運方面作出了以下重大亮點。

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Prepare the shopping mall in Bantian, Shenzhen to cater for the new generation shopping mode. The Group has come to a final stage to prepare for the inauguration of the first shopping mall of the Group at Shenzhen Bantian Linghui Plaza. During the period, various in-depth research of the newly opened shopping mall has been carried out to identify the future development, inject new retail concept and technique, position the supermarket, and the advance brand name sale mix. The shopping mall will embody a large screen cinema, elite supermarket, timeline brand name, global gourmet, parenthood education and fitness centre etc. The Group is organizing staff recruitment, member registration, arcade promotion, opening ceremony and communication application set up etc. The shopping mall is planned to commence on the last quarter of the year, and it will provide another revenue source and sales channel to the Group.

Consolidate Enterprise Resource Planning (ERP) to implement an integration system network
To overcome the multi-operation of various operating system and the start-up of the first shopping mall, the Group has implemented an integration system encompassing an ERP, front end point-of-sales and mobile cashier. This system merged various business activities together. In addition, Baijiahua online application possessed several functions, including “cross border purchase”, “community supermarket” selling perishable and livelihood goods, mobile auto payment, electronic shopping card and membership card etc. Providing online and offline shopping experience to customers.

籌備深圳坂田購物中心，迎合新一代零售趨勢

作為本集團第一家購物中心的深圳坂田領匯廣場正在積極籌備中。期內，集團對國內多家購物中心展開調研，結合行業未來的發展趨勢，深入學習新零售概念和技術，明確購物中心連同自營超市的規劃和定位，優化品牌結構和品牌檔次。深圳坂田購物中心彙集巨幕電影院、精品超市、時間品牌、國際美食、親子教育、體育健身等多功能的商業組合。現正積極進行員工招聘，會員招募，商場推廣，開幕籌備，推廣程式對接等工作。工程裝修將如期竣工，預計於本年年尾季按期營業。相信購物中心的正式運營，對集團的業績和規模擴大，以及品牌宣傳的提升都將帶來很大的幫助。

整合企業資源計畫，實現一體化系統

為了改善集團原來多個作業系統同時並行的狀態，以及配合購物中心業態的需要，集團於期內正式上線了一套包含超市、百貨、購物中心企業資源計畫(ERP)、前台銷售時點資訊系統(POS)和移動收銀的一體化系統，實現多業態ERP系統的融合；百佳華線上應用套裝程式含多個功能，由跨境購、百佳華到家、手機自助買單、電子E卡、以及會員卡等，全面開展線上線下的融合，應用體驗工具和全管道運營。



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Commence Hello Kitty theme restaurants and kiosks to attract on the new consumption generation

The sales turnover of the Hello Kitty theme restaurant (Secret Path) and kiosks (Bubble) which were open last year has gradually increased. During the period, the Group has visited onsite the theme restaurant and backup office in Taiwan. Through exchange of business workflow, the Group has gained more knowledge from its counterpart. In the second half year, the Group planned to commence three more restaurants located at Shenzhen Bantian Linghui Plaza, Shenzhen One central city, and Shenzhen Longgang Vanke Longcheng Plaza, ranging from 350 to 500 square metres. Besides, the Group has planned to open a tea and snack shop, targeting on cosmopolitan lady which are youth, elegance, and independent thinking, on the healthy food. This hopes to create another sense of belonging to the brand name.

Line up internal procedural mechanism to establish corporate culture

The Group has explored various new business projects in these few years. Other than expanding the staff base, the staff background has also been broadened. During the period, the achievement review and staff grade promotion mechanism has been renewed to enhance staff compensation and initiative. Apart from this, the Group has strengthened corporate culture. Other than annual sports day, staff touring for old staff, staff purchase benefit etc., there are more staff activities, including working fitness, constellation gathering etc, to enrich the life balance of staff.

積極開立主題餐廳及茶店，吸引新一代消費群

去年開業之吉蒂貓主題餐廳及茶店業績漸趨穩定，銷售額正逐步增加。期內，集團考察了位於台灣之主題餐廳及辦公機構，互相交流業務流程，對其經營之操作模式有了更深瞭解。下半年，集團計畫新增三家自營主題餐廳，分別進駐深圳坂田領匯廣場，深圳寶安中心區的壹方中心城，以及深圳龍崗區萬科龍城廣場，面積介乎350至500平之間。另集團計劃於未來開設一家輕食、茶飲相融合的茶飲樣版店，主要定位於青春活力、優雅時尚、思想獨立的都市女性群體，突出健康飲品加粗糧輕食的健康產品，進一步擴大消費者的對茶飲品牌的認知和辨識度。

完善內部機制，建立企業文化

集團近年拓展多項新營運項目，除擴大了員工團隊，亦增加了員工的資歷來源。期內開始完善績效考核和晉級機制，提高員工的薪酬待遇福利和積極性。另加強企業文化建設，除以往的年度運動會，老員工旅遊，員工購物福利外，亦會提供更多新鮮多樣性的員工活動，如「悅動佳華」、「星樂奮」，豐富員工文化生活和對企業的歸屬感。

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Expand supply chain financing business to extend business scope

The commercial factoring service has been introduced in 2015 to provide a stable income to the Group. From the nature of business, in-house suppliers and supply chain financing were dominating with approximately 37% each, totally approximately 75% of total business. Wherea external core corporate business and notes-related business composed around 17% and 9% respectively. In the second half of the year, the notes-related business will form the major part of business to over 60%. The Group will develop the commercial factoring business cautiously, with a well-protected assessment policy to safeguard any default and doubtful debt financing risk.

OUTLOOK AND PROSPECT

In the first half of 2017, the Group has formulated a series of measure to enhance sales turnover and to avoid unnecessary costs, so as to achieve management target. Moreover, the Group aimed to consolidate the existing stores by reform and innovation. By this, improvement in sales mix, upgrade brand name, enhance shopping experience to provide new shopping experience to customers.

拓展保理金融業務，實現多元化經營

自2015年開始業務，已對集團提供了一項穩定的收入。期內之業務量，更比去年同比增加。以業務性質來看，體系內供應商及供應鏈金融業務為主，各佔約3成7，合共佔總業務約7成半，而外部核心企業業務及票據類業務分別約佔17%及9%。下半年積極發展票據類業務，目標佔總業務量的六成。除著與互聯網金融的融合，中國保理業務將有更進一步的發展。集團將積極發展保理業務之時，亦致力於搭建審慎評估的政策框架，避免債務違約、不良貸款等金融風險。

未來展望及前景

上半年，通過一系列營運管理，集團將繼續以商業為本質，以營運為中心，提升銷售，開源節流，力爭超額完成年度業績目標。另秉著變革與創新，不進則退的精神，鞏固現有的老店，優化商品結構，升級品牌，加大以消費者為中心場景行銷、體驗式行銷，努力創建以消費者為中心的零售形式。



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The year 2017 has both opportunity and challenge existed, the Group has prepared to cope with all difficulties, to make use of our core competency in the industry.

Looking ahead, China is still under the fast pace of development stage. The macro-economic condition has significant impact to the industry. Rapid growth in information technology has direct and critical effect to the industry. The directors are confident towards the future. The mission of the Group is to become one of the major operator in the retail industry.

The Group will follow the trends, more innovative, and expand its income source and improve its operating performance through other means like merger and acquisition to enhance its competitive advantage, to explore new business opportunities and to uplift the value of the Company.

RISK MANAGEMENT

The activities of the Group expose it to a variety of financial risks, including foreign currency risk, credit risk, interest rate risk and liquidity risk.

(i) Foreign currency risk

The Group has operation in the PRC so that the majority of the Group's revenues, expenses and cashflows are denominated in Renminbi (RMB). Assets and liabilities of the Group are mostly denominated in RMB or HK Dollars. Any significant exchange rate fluctuations of foreign currencies against RMB may have financial impact to the Group.

二零一七年機遇與挑戰並存，本集團的團隊已做好一切準備，以面對一切困難，充分利用本集團在行業中的增強優勢，脫穎而出。

展望未來，中國仍處於快速發展階段。國內及國外之環境變化對零售業有一定的影響。加上近年資訊科技的迅速發展及擴張，對零售行業亦有很大影響。董事對本集團的業務前景充滿信心。本集團的任務乃成為中國零售業中的主要綜合企業之一。

本集團將積極緊隨當今零售業變革潮流，積極創新，並繼續透過合併與收購來改善營運表現及擴大收入，從而進一步加強其核心競爭力。本集團亦將繼續開發新商機，以擴充資產，提高公司之價值。

風險管理

本集團業務承受各種財務風險，包括外幣風險、信貸風險、利率風險及流動資金風險。

(ii) 外幣風險

本集團於中國經營業務，故本集團大部分收入、開支及現金流量均以人民幣計值，而本集團大部分資產及負債均以人民幣或港元計值。外幣兌人民幣匯率的任何重大波動可能對本集團造成財務影響。

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(ii) Credit risk

The Group has no significant concentration of credit risk. Most of the sales transactions were settled in cash basis or by credit card payment. The carrying amount of trade and other receivables included in the consolidated statement of financial position represents the Group's maximum exposure to credit risk in relation to its financial assets. The Directors are of the opinion that adequate provision for uncollectible receivables has been made in this unaudited consolidated condensed financial information.

(iii) Interest rate risk

The Group's exposure to interest rate risk mainly arises from cash and bank balances. The Group has not used any derivative contracts to hedge its exposure to interest rate risk. The Group has not formulated a policy to manage the interest rate risk.

(iv) Liquidity risk

The Group's policy is to maintain sufficient cash and bank balances and have available funding to meet its working capital requirements. The Group's liquidity is dependent upon the cash received from its customers. The directors of the Company are satisfied that the Group will be able to meet in full its financial obligations as and when they fall due in the foreseeable future.

The Group did not use any financial instrument for hedging purposes and the Group did not have any hedging instrument outstanding during the six months ended 30 June 2017.

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

(ii) 信貸風險

本集團的信貸風險並無出現重大集中情況。大部分銷售交易均以現金或信用卡付款結算。綜合財務狀況表所列應收款及其他應收款項的賬面值反映本集團財務資產的最高信貸風險。董事認為，已於本未經審核綜合簡明財務資料內就不可收回的應收賬項作出充分撥備。

(iii) 利率風險

本集團面對的利率風險主要因現金及銀行結餘產生。本集團並無採用任何衍生工具合約對沖其利率風險。本集團並無制定管理利率風險的政策。

(iv) 流動資金風險

本集團的政策為維持充足現金及銀行結餘，並取得資金以配合其營運資金需要。本集團的流動資金依賴自客戶收取的現金。本公司董事信納，本集團將能於可見未來全數履行其到期財務承擔。

本集團並無使用任何財務工具作對沖用途，且本集團在截至二零一七年六月三十日止六個月並無使用任何對沖工具。

本集團的資金管理政策，是保障本集團按持續經營基準繼續營運的能力，以為股東帶來回報，同時兼顧其他權益持有人的利益，並維持最佳的資本結構以減低資金成本。



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EMPLOYEE AND REMUNERATION POLICIES

As at 30 June 2017, the Group had approximately 1,360 employees in the PRC and Hong Kong. The Group continues to recruit high calibre people and provides continuing education and training for employees to help upgrading their skills and knowledge as well as developing team spirit on an on-going basis. For the period, total staff costs were approximately RMB47.9 million. Competitive remuneration packages and performance-based bonuses are structured to commensurate with individual responsibilities, qualification, experience and performance.

The Group also provides other staff benefit such as mandatory provident fund and share option schemes (details of which were set out in the section head “Corporate Governance and Other Information”).

CONTINGENT LIABILITIES

As at 30 June 2017, the Group has no significant contingent liabilities.

僱員及薪酬政策

於二零一七年六月三十日，本集團於中港兩地聘有約1,360名僱員。本集團繼續招聘優秀人才，並為僱員提供持續教育與培訓，以不斷提高僱員的技術及知識，並培養團隊精神。於期內，員工總成本約為人民幣4,790萬元。本集團按個別僱員的職責、資歷、經驗及表現訂立具競爭力的薪酬待遇與按表現釐定的花紅。

本集團亦提供其他員工福利，如強積金及購股權計劃（詳情載於「企業管治及其他資料」一節）。

或然負債

於二零一七年六月三十日，本集團並無重大或然負債。

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FINANCIAL REVIEW

Revenue

The Group's revenue amounted to RMB346.8 million for the six months ended 30 June 2017, representing a decrease of 7.3% as compared to RMB374.0 million in the corresponding period of 2016. Resulting from the slack environment of the traditional retail industry, the decrease was principally attributable from the decrease in sales of goods and interest income from factoring services, but partly offset by the increase in commission from concessionaire sales, rental income from sub-leasing of shop premises and investment properties, and sales of food and catering.

Sales of goods decreased by 11.7% to RMB253.8 million for the six months ended 30 June 2017 from RMB287.4 million in the corresponding period of 2016, principally due to the decrease in sales in existing stores, prolonged negotiation on renewal of tenancy agreements with landlords of two main stores which affected the sales floor planning and turnover. Sales of goods as a percentage of the Group's total revenue was 73.2% for the six months ended 30 June 2017 as compared to 76.8% in the corresponding period of 2016.

Commission from concessionaire sales increased by 0.4% to RMB55.8 million for the six months ended 30 June 2017 from RMB55.6 million in the corresponding period of 2016, mainly due to the extensive promotional sales activities of stores. Commission from concessionaire sales as a percentage of the Group's total revenue was 16.1% for the six months ended 30 June 2017 as compared to 14.8% for the corresponding period of 2016.

財務回顧

收入

截至2017年6月30日止六個月，本集團的收入約人民幣3億4,680萬元，較2016年同期約人民幣3億7,400萬元減少7.3%。鑒於實體零售業務環境低迷，收入減少主要由於銷售貨品及來自保理服務之利息收入下跌，但由專賣銷售所得佣金，分租店舖物業的租金收入，及銷售食物增加所部份抵銷。

銷售貨品由2016年同期約人民幣2億8,740萬元減少11.7%至截至2017年6月30日止六個月約人民幣2億5,380萬元，主要由於現有店舖的銷售額下跌，另兩家主力店之租賃合同續期，跟業主談判時間過長而影響賣場用地計劃及銷售額。截至2017年6月30日止六個月銷售貨品佔本集團總收入的百分比為73.2%，而2016年同期則為76.8%。

專賣銷售所得佣金由2016年同期約人民幣5,560萬元增加0.4%至截至2017年6月30日止六個月約人民幣5,580萬元，主要由於店舖之促銷活動增加。專賣銷售所得佣金佔截至2017年6月30日止六個月本集團總收入的百分比為16.1%，而2016年同期則為14.8%。



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Rental income from sub-leasing of shop premises slightly up by 5.6% to RMB27.1 million for the six month ended 30 June 2017 from RMB25.7 million for the corresponding period in 2016, mainly due to the additions of complementary facilities in stores. Rental income as a percentage of the Group's total revenue was 7.8% for the six months ended 30 June 2017 as compared to 6.9% for the corresponding period of 2016.

Rental income from investment properties increased gradually by 21.8% to RMB5.3 million for the six month ended 30 June 2017 from RMB4.3 million for the corresponding period in 2016, mainly due to the rise in rental income of certain floors. Rental income from investment properties as a percentage of the Group's total revenue was 1.5% for the six months ended 30 June 2017 as compared to 1.2% for the corresponding period of 2016.

Interest income from factoring services decreased gradually by 34.2% to RMB0.6 million for the six month ended 30 June 2017 from RMB1.0 million for the corresponding period in 2016, mainly due to the decrease of factoring service business in the first half year. Rental income from investment properties as a percentage of the Group's total revenue was 0.2% for the six months ended 30 June 2017 as compared to 0.3% for the corresponding period of 2016.

Sales of food and catering amounted to RMB4.2 million for the six month ended 30 June 2017, mainly due to opening of restaurant and kiosks from July 2016 onward. Sales of food and catering as a percentage of the Group's total revenue was 1.2% for the six months ended 30 June 2017.

分租店舖物業的租金收入由2016年同期約人民幣2,570萬元稍增5.6%至截至2017年6月30日止六個月約人民幣2,710萬元，主要由於部份店舖增加配套設施所致。租金收入佔截至2017年6月30日止六個月本集團總收入的百分比為7.8%，而2016年同期則為6.9%。

投資物業租金收入由2016年同期約人民幣430萬元略增21.8%至截至2017年6月30日止六個月約人民幣530萬元，主要由於部份樓層租金收入增加所致。投資物業租金收入佔截至2017年6月30日止六個月本集團總收入的百分比為1.5%，而2016年同期則為1.2%。

來自保理服務之利息收入由2016年同期約人民幣100萬元略減34.2%至截至2017年6月30日止六個月約人民幣60萬元，主要由於2017年上半年保理業務減少所致。來自保理服務之利息收入佔截至2017年6月30日止六個月本集團總收入的百分比為0.2%，而2016年同期則為0.3%。

銷售食物及餐飲收入於截至2017年6月30日止六個月約人民幣420萬元，主要由於主題餐廳及茶店於去年7月陸續開始營業。銷售食物及餐飲收入佔截至2017年6月30日止六個月本集團總收入的百分比為1.2%。

Management Discussion and Analysis

管理層討論及分析



Other operating revenue

Other operating revenue increased by 4.5% to RMB47.4 million for the six months ended 30 June 2017 from RMB45.3 million in the corresponding period in 2016, mainly due to increase in administration and management fee income from suppliers.

其他經營收入

其他經營收入由2016年同期約人民幣4,530萬元增加4.5%至截至2017年6月30日止六個月約人民幣4,740萬元，主要由於來自供應商之收入增加所致。

Purchase of and changes in inventories

Purchase of and changes in inventories amounted to RMB213.2 million for the six months ended 30 June 2017, representing a decrease of 14.2% as compared with RMB248.4 million in the corresponding period of 2016, due to decline in sales of goods and tight cost control measure. As a percentage of revenue from sales of goods, purchase of and changes in inventories was 82.6% for the six months ended 30 June 2017 as compared with 86.4% in the same period of 2016.

存貨採購及變動

截至2017年6月30日止六個月，存貨採購及變動金額約人民幣2億1,320萬元，較2016年同期約人民幣2億4,840萬元減少14.2%，主要由於銷售貨品下跌及成本控制所致。截至2017年6月30日止六個月，存貨採購及變動佔銷售貨品收入百分比為82.6%，而2016年同期佔86.4%。

Staff costs

Staff costs increased by 9.1% to RMB47.9 million for the six months ended 30 June 2017 from RMB43.9 million in the corresponding period of 2016, primarily due to the recruitment of new personnel for the development of the Group's new businesses.

員工成本

員工成本由2016年同期約人民幣4,390萬元增長9.1%至截至2017年6月30日止六個月約人民幣4,790萬元，主要由於就發展本集團新業務聘用新工作人員及薪酬調整所致。

Depreciation

Depreciation decreased by 9.1% to RMB15.9 million for the six months ended 30 June 2017 from RMB17.4 million in the corresponding period in 2016. The drop was mainly due to the decrease in additions to fixed assets during the period.

折舊

截至2017年6月30日止六個月，折舊由2016年同期約人民幣1,740萬元減少9.1%至約人民幣1,590萬元。主要由於本期增固定資產減少所致。

Operating lease rental expenses

Operating lease rental expenses increased by 11.0% to RMB27.6 million for the six months ended 30 June 2017 from RMB24.8 million in the corresponding period of 2016. The increase was mainly due to the rental expenses for the Group's new business.

經營租賃租金開支

經營租賃租金開支由2016年同期約人民幣2,480萬元增加11.0%至截至2017年6月30日止六個月約人民幣2,760萬元。增加主要由於本集團新業務之店舖租金開支所致。



Management Discussion and Analysis

管理層討論及分析

Other operating expenses

Other operating expenses, decreased by 62.0% to RMB0.2 million for the six months ended 30 June 2017 from RMB0.6 million in the corresponding period of 2016. This was primarily due to absence of disposal of fixed assets during the period.

Operating profit

As a result of the reasons mentioned above, the Group's operating profit amounted to RMB34.3 million for the six months ended 30 June 2017 as compared with the operating profit of the Group of RMB32.9 million for the six months ended 30 June 2016.

Income tax expense

Income tax expense amounted to RMB10.1 million for the six months ended 30 June 2017, representing an increase of 25.3% from RMB8.1 million in the corresponding period of 2016. The effective tax rate applicable to the Group for the six months ended 30 June 2017 were 25% for general subsidiaries (15% for Guangxi subsidiary). In addition, pursuant to the PRC Corporate Income Tax Law, the Group is liable to withholding taxes on dividends distributed by subsidiaries established in China. The applicable tax rate is 10%.

Profit attributable to equity shareholders of the Company

As a result of the aforementioned, profit attributable to Shareholders amounted to RMB24.2 million for the six months ended 30 June 2017, representing a slight decrease of 2.7% as compared with the profit of RMB24.9 million in the corresponding period of 2016.

其他營運開支

截至2017年6月30日止六個月的其他營運開支約人民幣20萬元，較2016年同期約人民幣60萬元減少62.0%，主要由於本期沒有處置固定資產損失所致。

經營溢利

基於上述原因，本集團於截至2017年6月30日止六個月的經營溢利約人民幣3,430萬元，而本集團於截至2016年6月30日止六個月之經營溢利則錄得約人民幣3,290萬元。

所得稅開支

所得稅開支由2016年同期約人民幣810萬元增加25.3%至截至2017年6月30日止六個月約人民幣1,010萬元。截至2017年6月30日止六個月，適用於本集團一般附屬公司的實際稅率為25%（廣西稅率為15%）。此外，根據中國企業所得稅法，本集團須就於中國成立的附屬公司所分派的股息繳付預扣稅，適用稅率為10%。

本公司權益股東應佔溢利

基於上文所述，截至2017年6月30日止六個月股東應佔溢利約人民幣2,420萬元，較2016年同期溢利約人民幣2,490萬元微跌2.7%。

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USE OF PROCEEDS RAISED FROM LISTING

The net proceeds raised from the Company's newly issued and listed shares on the Stock Exchange in May 2007 (after deduction of related issuance expenses) amounted to approximately HK\$265,000,000. As of 30 June 2016, approximately HK\$199,541,000 of the proceeds so raised was used, and the unused proceeds of approximately HK\$65,459,000 was deposited with banks, the security of which was adequately ensured.

Details of the used proceeds raised of approximately HK\$199,541,000 are set out as follows:

- as to approximately HK\$29,000,000 for acquisition of the business of a retail chain in Shenzhen, the PRC;
- as to approximately HK\$28,300,000 for opening of new stores in Yanbu Foshan and Ronggui Foshan, the PRC;
- as to approximately HK\$8,750,000 for opening of a new store in Nanning Guangxi, the PRC;
- as to approximately HK\$4,350,000 for opening of two new stores in Xinan Baoan Shenzhen, the PRC;
- as to approximately HK\$10,400,000 for opening of a new store in Luohu Shenzhen, the PRC;
- as to approximately HK\$15,800,000 for opening of a new store in Buji Shenzhen, the PRC;
- as to approximately HK\$14,300,000 for opening of another new store in Nanning Guangxi, the PRC;
- as to approximately HK\$8,800,000 for opening of a restaurant and two beverage kiosks in Shenzhen, the PRC;

上市所得款項用途

本公司於二零零七年五月在聯交所新發行上市股份籌集的所得款項淨額，在扣除相關的發行費用後相等於約265,000,000港元。於二零一六年六月三十日，已動用所籌得款項約199,541,000港元，尚未動用的所得款項約65,459,000港元存放在銀行，其安全性有足夠保證。

已動用所籌得款項約199,541,000港元之詳情載列如下：

- 約29,000,000港元用作收購中國深圳連鎖零售店業務；
- 約28,300,000港元用作於中國佛山鹽步及佛山容桂開設新店舖；
- 約8,750,000港元用作於中國廣西南寧開設新店舖；
- 約4,350,000港元用作於中國寶安新安街道辦開設兩家新店舖；
- 約10,400,000港元用作於中國深圳羅湖區開設新店舖；
- 約15,800,000港元用作於中國深圳布吉開設新店舖；
- 約14,300,000港元用作於中國廣西南寧開設另一家新店舖；
- 約8,800,000港元用作於中國深圳開設一家餐廳及兩家茶店；



Management Discussion and Analysis

管理層討論及分析

- as to approximately HK\$9,200,000 for setting up of a procurement centre in Shiyan Shenzhen, the PRC;
 - as to approximately HK\$11,916,000 for the purchase of transportation equipment;
 - as to approximately HK\$15,000,000 for the purchase of office equipment;
 - as to approximately HK\$3,000,000 for the upgrade of the MIS;
 - as to approximately HK\$725,000 to promote the Company's brand image; and
 - as to approximately HK\$40,000,000 for the refurbishment of existing retail stores.
- 約9,200,000港元用作於中國深圳石岩開設配送中心；
 - 約11,916,000港元用作於購置運輸工具；
 - 約15,000,000港元用作於購買辦公室設備；
 - 約3,000,000港元用作改良管理資訊系統；
 - 約725,000港元用作提升本公司的品牌形象；及
 - 約40,000,000港元用作翻新現有的零售店。

The unused proceeds will be used by the Company for the purposes as set out in the section headed "Future plans and use of proceeds" in the prospectus of the Company dated 8 May 2007 and subsequent announcements related to the adjustment of use of IPO proceeds.

未動用之所得款項將由本公司動用作本公司日期為二零零七年五月八日之售股章程「未來計劃及所得款項用途」一節及以後之調整上市募集資金用途公告內所述用途。

Interim Condensed Consolidated Statement of Comprehensive Income

簡明中期綜合全面收益表

For the six months ended 30 June 2017 截至二零一七年六月三十日止六個月



		Six months ended 30 June 截至六月三十日止六個月	
		2017 二零一七年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2016 二零一六年 RMB'000 人民幣千元 (Unaudited) (未經審核)
		Notes 附註	
Revenue	收入	3	373,997
Cost of inventories sold	已售存貨成本		<u>(248,442)</u>
			133,648
Other operating income	其他經營收入	3	45,321
Selling and distribution costs	分銷成本		(110,791)
Administrative expenses	行政開支		(26,667)
Other operating expenses	其他經營開支		(552)
			<u>(132,729)</u>
Operating profit before income tax	除所得稅前經營溢利	4	32,866
Income tax expense	所得稅開支	5	(8,070)
			<u>(10,111)</u>
Profit/(loss) and total comprehensive income for the period attributable to:	以下人士期內應佔溢利/(虧損)及全面收入：		
– Owners of the Company	– 母公司權益持有人		24,852
– Non-controlling interest	– 非控股股東權益		(56)
			<u>24,796</u>
Earnings per share for profit attributable to the owners of the Company during the period	期內本公司擁有人應佔溢利之每股盈利		
– Basic and diluted (RMB cents)	– 基本及攤薄 (人民幣分)	7	2.39
			<u>2.33</u>



Interim Condensed Consolidated Statement of Financial Position

簡明中期綜合財務狀況表

As at 30 June 2017 於二零一七年六月三十日

		At 30 June 2017 於二零一七年 六月 三十日 RMB'000 (Unaudited) (未經審核)	At 31 December 2016 於二零一六年 十二月 三十一日 RMB'000 (Audited) (經審核)
ASSETS AND LIABILITIES	資產及負債		
Non-current assets	非流動資產		
Property, plant and equipment	物業、廠房及設備	107,121	113,134
Investment properties	投資物業	270,700	270,700
Prepaid land lease	預付土地金	12,792	12,923
Intangible assets	無形資產	9,115	11,498
Deposits paid	已付按金	7,813	6,141
Available-for-sale financial assets	可供出售金融資產	6,752	6,752
		414,293	421,148
Current assets	流動資產		
Inventories and consumables	存貨及易耗品	58,622	52,821
Trade receivables	應收貿易賬款	25,625	19,768
Deposits paid, prepayments and other receivables	已付按金、預付款項及其他應收款項	41,996	52,966
Cash and bank balances	現金及銀行結餘	330,781	328,610
		457,024	454,165
Current liabilities	流動負債		
Trade payables	應付貿易賬款	173,855	192,469
Coupon liabilities, deposits received, other payables and accruals	票息負債、已收按金、其他應付款項及應計費用	59,202	60,262
Dividend payable	應付股息	17,924	1,889
Amount due to a director	應付一名董事款項	59	59
Provision for tax	稅項撥備	12,862	12,392
		263,902	267,071

Interim Condensed Consolidated Statement of Financial Position

簡明中期綜合財務狀況表

As at 30 June 2017 於二零一七年六月三十日



		At 30 June 2017	At 31 December 2016
		於二零一七年 六月 三十日	於二零一六年 十二月 三十一日
	Notes 附註	RMB'000	RMB'000
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
Net current assets	流動資產淨值	193,122	187,094
Total assets less current liabilities	總資產減流動負債	607,415	608,242
Non-current liabilities	非流動負債		
Deferred tax liabilities	遞延稅項負債	16,661	16,661
Net assets	資產淨值	590,754	591,581
EQUITY	權益		
Share capital	股本	10,125	10,125
Reserves	儲備	580,629	581,456
Equity attributable to the owners of the Company	本公司擁有人應佔權益	590,754	591,581



Interim Condensed Consolidated Statement of Cash Flows

簡明中期綜合現金流量表

For the six months ended 30 June 2017 截至二零一七年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月	
		2017 二零一七年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2016 二零一六年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Net cash inflow from operating activities	經營業務現金流入淨額	22,659	46,746
Net cash outflow from investing activities	投資活動現金流出淨額	(11,519)	(26,180)
Net cash outflow from financing activities	融資活動現金流出淨額	(8,969)	(13,176)
Increase in cash and cash equivalents	現金及現金等價物增加	2,171	7,390
Cash and cash equivalents at 1 January	於一月一日之現金及現金等價物	328,610	293,271
Cash and cash equivalents at 30 June	於六月三十日之現金及現金等價物	330,781	300,661

Interim Condensed Consolidated Statement of Changes in Equity

簡明中期綜合權益變動表

For the six months ended 30 June 2017 截至二零一七年六月三十日止六個月



		Share capital	Share premium	Statutory reserve	Statutory welfare reserve	Property revaluation reserve	Merger reserve	Other reserve	Share option reserve	Translation reserve	Retained profits	Dividend proposed	Total	Non-controlling interest	Total equity
		股本	股份溢價	法定儲備	福利基金	重估儲備	合併儲備	其他儲備	購股權儲備	換算儲備	保留溢利	擬派股息	總計	非控股權益	權益總額
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
Unaudited for the six months ended 30 June 2017	截至二零一七年六月三十日止六個月未經審核														
At 1 January 2017	於二零一七年一月一日	10,125	252,478	59,223	2,286	431	12,373	(182)	-	(969)	230,812	25,004	591,581	-	591,581
Profit and total comprehensive income for the period	期內溢利及全面收益總額	-	-	-	-	-	-	-	-	-	24,177	-	24,177	-	24,177
Transfer to statutory reserve	撥備法定儲備	-	-	4,029	-	-	-	-	-	-	(4,029)	-	-	-	-
Dividend paid for 2016	二零一六年已派股息	-	-	-	-	-	-	-	-	-	(25,004)	(25,004)	-	(25,004)	
At 30 June 2017	於二零一七年六月三十日	10,125	252,478	63,252	2,286	431	12,373	(182)	-	(969)	250,960	-	590,754	-	590,754
Unaudited for the six months ended 30 June 2016	截至二零一六年六月三十日止六個月未經審核														
At 1 January 2016	於二零一六年一月一日	10,125	252,478	54,979	2,286	431	12,373	-	24	(969)	218,730	13,176	563,633	239	563,872
Profit and total comprehensive income for the period	期內溢利及全面收益總額	-	-	-	-	-	-	-	-	-	24,852	-	24,852	(66)	24,786
Transfer to statutory reserve	撥備法定儲備	-	-	2,455	-	-	-	-	-	-	(2,455)	-	-	-	-
Dividend paid for 2015	二零一五年已派股息	-	-	-	-	-	-	-	-	-	-	(13,176)	(13,176)	-	(13,176)
At 30 June 2016	於二零一六年六月三十日	10,125	252,478	57,434	2,286	431	12,373	-	24	(969)	241,127	-	575,309	183	575,492



Notes to the Interim Condensed Financial Statements

簡明中期財務報表附註

1. CORPORATE INFORMATION AND BASIS OF PREPARATION

Jiahua Stores Holdings Limited (the “Company”) was incorporated in the Cayman Islands as an exempted company with limited liability. The Company’s shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

The principal activity of the Company is investment holding. The principal activities of the Company’s subsidiaries are operation and management of retail stores and other related businesses, provision of factoring services and operation of restaurant and kiosks in the PRC.

The unaudited interim condensed consolidated financial statements (“Interim Condensed Financial Statements”) of the Company and its subsidiaries (collectively known as the “Group”) for the six months ended 30 June 2017 (the “period”) have been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the applicable disclosure requirements of Appendix 16 of the Rules Governing the Listing of Securities on the Stock Exchange.

The Interim Condensed Financial Statements were prepared in accordance with the same accounting policies adopted in the financial statements for the year ended 31 December 2016.

The HKICPA has issued a number of amendments to Hong Kong Financial Reporting Standards (“HKFRSs”) that are first effective for the current accounting period of the Group and the Company. None of these developments are relevant to the Group’s results and financial position. The Group has not applied any new standard, amendment or interpretation that is not yet effective for the current accounting period.

1. 集團資訊及編製基準

佳華百貨控股有限公司(「本公司」)於開曼群島註冊成立為獲豁免有限公司。本公司股份於香港聯合交易所有限公司(「聯交所」)主板上市。

本公司主要業務為投資控股。本公司附屬公司之主要業務為於中國經營及管理零售店及其他相關業務，提供保理服務及經營餐廳及茶店。

本公司及其附屬公司(合稱「本集團」)截至二零一七年六月三十日止六個月(「期內」)的未經審核簡明中期綜合財務報表(「簡明中期財務報表」)乃按照香港會計師公會(「香港會計師公會」)頒佈的香港會計準則(「香港會計準則」)第34號「中期財務報告」及聯交所證券上市規則附錄16的適用披露規定編製。

簡明中期財務報表乃根據與截至二零一六年十二月三十一日止年度之財務報表中所採用相同會計政策編製。

香港會計師公會已頒佈多項於本集團及本公司當前會計期間首次生效之香港財務報告準則(「香港財務報告準則」)修訂本。此等修訂與本集團之業績及財務狀況並不相關，而本集團並無應用任何於本會計期間尚未生效之新準則、修訂本或詮釋。



Notes to the Interim Condensed Financial Statements 簡明中期財務報表附註

1. CORPORATE INFORMATION AND BASIS OF PREPARATION (CONTINUED)

The preparation of Interim Condensed Financial Statements in conformity with HKAS 34 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a period to date basis. Actual results may differ from these estimates.

The Interim Condensed Financial Statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the audited financial information of the Company for the year ended 31 December 2016 (the “2016 Annual Financial Statements”).

2. SEGMENT INFORMATION

The Group has identified its operating segments and prepared segment information based on regular internal financial information about resources allocation to the Group’s business components and review of these components’ performance. There are three business components/operating segments, which are operation and management of retail stores and other related businesses, provision of factoring services and, food and catering (2016: operation and management of retail stores and other related businesses, provision of factoring services and food and catering for the period).

The Group has identified the reportable segment as operation and management of retail stores and other related businesses. Information about other business activities and operating segments that are not reportable are combined and disclosed in “All other segments”. For the six months ended 30 June 2016 and 2017, “All other segments” includes provision of factoring services, and sales of food and catering. There are no inter-segment sales.

1. 集團資訊及編製基準 (續)

按照香港會計準則第34號編製簡明中期財務報表時，管理層須對影響政策之應用以及期內截至目前為止之資產、負債、收入及開支之呈報金額作出判斷、估計及假設。實際結果與此等估計或有差異。

簡明中期財務報表未包括所有於年度財務報表內要求之所需資料及披露，應與本公司截至二零一六年十二月三十一日止年度之經審核財務資料（「二零一六年度財務報表」）一併閱讀。

2. 分部資料

就管理而言，本集團已辨識其經營分類及根據本集團相關內部財務訊息對該等組成部分的資源分配及對該等組成部分的表現的審閱編製分類資料。期內，本集團有三個業務組或管理分／經營分類，即經營及管理零售店及其他相關業務，提供保理服務以及食物及餐飲（二零一六年：經營及管理零售店及其他相關業務，提供保理服務以及食物及餐飲）。

本集團已識別經營及管理零售店及其他相關業務為可呈報業務類別。有關其他無法呈報的業務活動及經營分類的資料合併為「所有其他分類」並於其下披露。於截至二零一六及二零一七年六月三十日止六個月，「所有其他分類」包括提供保理服務，及食物及餐飲。概無分類間銷售。

Notes to the Interim Condensed Financial Statements
簡明中期財務報表附註

2. SEGMENT INFORMATION
(CONTINUED)

2. 分部資料(續)

		Operation and management of retail stores and other related businesses 經營及管理零售店及其他相關業務 RMB'000 人民幣千元	All other segments 所有其他分類 RMB'000 人民幣千元	Consolidated 合併 RMB'000 人民幣千元
Six months ended 30 June 2017	截至二零一七年六月三十日止六個月			
Segment revenue	分類收益	342,041	4,794	346,835
Segment results	分類業績	42,539	(5,598)	36,941
Other unallocated corporate expenses	其他未分配企業開支			(2,653)
Operating profit before income tax	除所得稅前經營溢利			34,288
Income tax expense	所得稅開支			(10,111)
Profit for the period	期內溢利			24,177
Other segment information	其他分類資料			
Interest income	利息收入	(2,731)	(19)	(2,750)
Additions to non-current assets	非流動資產添置	7,252	2,595	9,847
Amortisation of intangible assets	無形資產攤銷	58	2,325	2,383
Amortisation of prepaid land lease	預付土地金攤銷	131	-	131
Depreciation of property, plant and equipment	物業、廠房及設備折舊	14,578	1,282	15,860
Obsolete inventories written off	陳舊存貨撇銷	622	-	622

Notes to the Interim Condensed Financial Statements


簡明中期財務報表附註



2. SEGMENT INFORMATION (CONTINUED)

2. 分部資料(續)

		Operation and management of retail stores and other related businesses 經營及管理 零售店及 其他相關業務 RMB'000 人民幣千元	All other segments 所有 其他分類 RMB'000 人民幣千元	Consolidated 合併 RMB'000 人民幣千元
At 30 June 2017	於二零一七年六月三十日			
Segment assets	分類資產	799,452	42,899	842,351
Available-for-sales financial assets	可供出售金融資產			6,752
Other unallocated corporate assets	其他未分配企業資產			22,214
Total assets	總資產			871,317
Segment liabilities	分類負債	248,797	1,327	250,124
Provision for taxation	稅項撥備			12,862
Deferred tax liability	遞延稅項負債			16,661
Unallocated corporate liabilities	未分配企業負債			916
Total liabilities	總負債			280,563



Notes to the Interim Condensed Financial Statements

簡明中期財務報表附註

2. SEGMENT INFORMATION (CONTINUED)

2. 分部資料(續)

	Operation and management of retail stores and other related businesses 經營及管理零售店及其他相關業務 RMB'000 人民幣千元	All other segments 所有其他分類 RMB'000 人民幣千元	Consolidated 合併 RMB'000 人民幣千元
Six months ended 30 June 2016	截至二零一六年六月三十日止六個月		
Segment revenue	分類收益	373,029	968
Segment results	分類業績	35,694	(376)
Unallocated corporate expenses	未分配企業開支		(2,452)
Operating profit before income tax	除所得稅前經營溢利		32,866
Income tax expense	所得稅開支		(8,070)
Profit for the period	期年內溢利		24,796
Other segment information	其他分類資料		
Interest income	利息收入	(3,221)	(6)
Additions to non-current assets	非流動資產添置	23,839	160
Amortisation of prepaid land lease	預付土地金攤銷	131	–
Depreciation of property, plant and equipment	物業、廠房及設備折舊	17,438	1
Loss on disposal of property, plant and equipment	出售物業、廠房及設備虧損	263	–
Obsolete inventories written off	陳舊存貨撇銷	779	–

Notes to the Interim Condensed Financial Statements

簡明中期財務報表附註



2. SEGMENT INFORMATION (CONTINUED)

2. 分部資料(續)

	Operation and management of retail stores and other related businesses 經營及管理零售店及其他相關業務	All other segments 所有其他分類	Consolidated 合併
	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
At 30 June 2016	於二零一六年六月三十日		
Segment assets	分類資產	786,393	806,232
Available-for-sales financial assets	可供出售金融資產		10,833
Other unallocated corporate assets	其他未分配企業資產		5,305
Total assets	總資產		822,370
Segment liabilities	分類負債	224,773	224,957
Provision for taxation	稅項撥備		8,105
Deferred tax liabilities	遞延稅項負債		13,031
Unallocated corporate liabilities	未分配企業負債		785
Total liabilities	總負債		246,878

The PRC is the country of domicile of the Group. The country of domicile is determined by referring to the country which the Group regards as its home country, has the majority of operations and centre of management.

本集團之註冊國家為中國。註冊國家乃指本集團視作其基地之國家，為其大部分業務及管理中心所在地。

No separate analysis of segment information by geographical segment is presented as the Group's revenue and non-current assets, including available-for-sales financial assets, are principally attributable to a single geographical region, which is the PRC.

由於本集團之收入及非流動資產(包括可供出售金融資產)主要來自單一地區(即中國)，故並無獨立呈列按地區分部劃分之分部資料分析。

Information about a major customer

There was no single customer that contributed to 10% or more of the Group's revenue for the six months ended 30 June 2016 and 2017.

關於主要客戶的資料

於截至二零一六及二零一七年六月三十日止六個月，概無單一客戶佔本集團收益10%或以上。



Notes to the Interim Condensed Financial Statements

簡明中期財務報表附註

3. REVENUE AND OTHER OPERATING INCOME

The Group is principally engaged in operation and management of retail stores and other related businesses, provision of factoring services and sales of food and catering (2016: operation and management of retail stores and provision of factoring services). Revenue, which is also the Group's turnover, represents invoiced value of goods sold, net of value added tax ("VAT"), and after allowances for returns and discounts; rental income and the value of services rendered. Revenue recognised during the period is as follows:

3. 收入及其他經營收入

本集團主要業務為經營及管理零售店及其他相關業務、提供保理服務及銷售食物及餐飲（二零一六年：經營及管理零售店及提供保理服務）。收入（亦為本集團之營業額）指售出貨品扣除增值稅（「增值稅」）及退貨及折扣準備的發票值，並加上租金收入及所提供服務的價值。期內確認的收入如下：

		Six months ended 30 June 截至六月三十日止六個月	
		2017 二零一七年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2016 二零一六年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Revenue	收入		
Sales of goods	銷售貨品	253,828	287,419
Commission from concessionaire sales	專賣銷售所得佣金	55,807	55,586
Rental income from sub-leasing of shop premises	分租店舖物業的租金 收入	27,123	25,688
Rental income from investment properties	投資物業的租金收入	5,283	4,336
Interest income from factoring services	來自保理服務之利息收入	637	968
Sales of food and catering	銷售食物及餐飲	4,157	-
		346,835	373,997
Other operating income	其他經營收入		
Interest income	利息收入	2,750	3,227
Government grants	政府補貼	753	168
Administration and management fee income from suppliers	來自供應商的行政及 管理費收入	29,153	26,983
Others	其他	14,697	14,943
		47,353	45,321

Notes to the Interim Condensed Financial Statements
簡明中期財務報表附註



4. OPERATING PROFIT BEFORE INCOME TAX

4. 除所得稅前經營溢利

		Six months ended 30 June	
		截至六月三十日止六個月	
		2017	2016
		二零一七年	二零一六年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Operating profit before income tax is arrived at after charging:	除所得稅前經營溢利已扣除以下項目：		
Depreciation of property, plant and equipment	物業、廠房及設備折舊	15,860	17,439
Amortisation of prepaid land lease	預付土地金攤銷	131	131
Amortisation of intangible assets	無形資產攤銷	2,383	-
Loss on disposal of property, plant and equipment	出售物業、廠房及設備虧損	-	263
Operating lease rentals in respect of land and buildings	土地及樓宇的營運租賃租金	27,589	24,845
Obsolete inventories written-off	撇銷陳舊存貨	622	779
Staff costs, including directors' emoluments	員工成本，包括董事酬金		
- salaries and other benefits	一薪金及其他福利	43,149	39,596
- contributions to pension scheme	一退休金計劃供款	4,744	4,306
		27,123	25,688
and crediting:	及已計入：		
Rental income from investment properties	投資物業之租金收入	5,283	4,336
Sub-letting of properties	分租物業		
- Base rents	一基本租金	24,532	23,490
- Contingent rents*	一或然租金*	2,591	2,198
		27,123	25,688

* Contingent rents are calculated based on a percentage of the relevant sales of the tenants pursuant to the rental agreements.

* 或然租金乃根據租賃協議按租戶相關銷售的若干百分比計算。



Notes to the Interim Condensed Financial Statements

簡明中期財務報表附註

5. INCOME TAX EXPENSE

Current income tax	即期所得稅
PRC enterprise income tax	中國企業所得稅

The Group is not subject to any taxation under the jurisdiction of the Cayman Islands and British Virgin Islands during the period (six months ended 30 June 2016: Nil).

No provision for Hong Kong Profits Tax has been made as the Group had no estimated assessable profits in Hong Kong for the period (six months ended 30 June 2016: Nil).

Subsidiaries of the Company established in the PRC (except for Guangxi which corporate income tax rate was 15% (2016: 15%) pursuant to the privilege under the China's Western Development Program (西部大開發)) were subject to PRC enterprise income tax at the rate of 25% for the year under the income tax rules and regulations of the PRC (2016: 25%).

Pursuant to the Detailed Implementation Regulations for the implementation of the new Corporate Income Tax Law of the PRC issued on 6 December 2007, a 10% withholding income tax shall be levied on the dividends remitted by the companies established in the PRC to their foreign investors starting from 1 January 2008. Dividends declared or proposed out from the profits generated by the PRC companies after 1 January 2008 shall be subject to this withholding income tax.

5. 所得稅開支

Six months ended 30 June
截至六月三十日止六個月

2017	2016
二零一七年	二零一六年
RMB'000	RMB'000
人民幣千元	人民幣千元
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)

10,111	8,070
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本集團於期內毋須繳納任何開曼群島及英屬處女群島司法權區之稅項(截至二零一六年六月三十日止六個月:無)。

由於本集團於期內並無來自香港的估計應課稅溢利,故並無就香港利得稅作出撥備(截至二零一六年六月三十日止六個月:無)。

本公司其他於中國成立之附屬公司(除廣西外,根據西部大開發計劃而其有關所得稅率為15%(二零一六年:15%))於本年度須根據中國所得稅條例及法規按25%稅率繳納中國企業所得稅(二零一六年:25%)。

根據於二零零七年十二月六日頒佈的中國新企業所得稅法實施條例,由二零零八年一月一日起,將對在中國成立的公司向其海外投資者宣派的股息徵收10%的預扣所得稅。於二零零八年一月一日後,以中國公司產生的溢利宣派或建議宣派的股息須繳納預扣所得稅。

Notes to the Interim Condensed Financial Statements

簡明中期財務報表附註



6. DIVIDEND

- (a) Dividend attributable to the period
The Board of Directors does not recommend the payment of an interim dividend for the period (six months ended 30 June 2016: Nil).
- (b) Dividend attributable to the previous financial year, approved and paid during the period

6. 股息

- (a) 期內應佔股息
董事會不建議派付期內中期股息(截至二零一六年六月三十日止六個月: 無)。
- (b) 上個財政年度應佔及期內獲批准及已派付之股息

Six months ended 30 June 截至六月三十日止六個月

2017	2016
二零一七年	二零一六年
RMB'000	RMB'000
人民幣千元	人民幣千元
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)

Final dividend paid for the year ended 31 December 2016 of approximately RMB2.41 cents per share	截至二零一六年十二月三十一日止年度已派付末期股息每股約人民幣2.41分	25,004	-
Final dividend paid for the year ended 31 December 2015 of approximately RMB1.27 cents per share	截至二零一五年十二月三十一日止年度已派付末期股息每股人民幣1.27分	-	13,176
		25,004	13,176



Notes to the Interim Condensed Financial Statements

簡明中期財務報表附註

7. EARNINGS PER SHARE

The calculation of basic earnings per share is based on the profit attributable to the owners of the Company for the period of approximately RMB24,177,000 (six months ended 30 June 2016: approximately RMB24,852,000) and on the weighted average number of approximately 1,037,500,002 (six months ended 30 June 2016: approximately 1,037,500,002 ordinary shares) ordinary shares in issue during the period.

Diluted earnings per share were same as the basic earnings per share as the exercise price of the Company's outstanding options were higher than the average market price for the periods and there were no other potential dilutive shares in existence during the periods.

8. CAPITAL EXPENDITURES

During the period, the Group incurred capital expenditures of approximately RMB9,847,000 (six months ended 30 June 2016: approximately RMB23,999,000) which mainly related to the acquisition of leasehold improvements, plant and machinery and furniture, fixtures and equipment and motor vehicles and tools.

7. 每股盈利

每股基本盈利按期內本公司擁有人應佔溢利約人民幣24,177,000元(截至二零一六年六月三十日止六個月:約人民幣24,852,000元)及期內已發行股份加權平均數約1,037,500,002普通股(截至二零一六年六月三十日止六個月:約1,037,500,002普通股)計算。

由於本公司尚未行使購股權之行使價高於期內平均市價，故每股攤薄盈利與每股基本盈利相同及期內並無其他具攤薄潛力之股份。

8. 資本開支

期內，本集團產生資本開支約人民幣9,847,000元(截至二零一六年六月三十日止六個月:約人民幣23,999,000)，主要與購置租賃物業裝修、廠房及機器以及家具、裝置及設備，及汽車及工具有關。

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簡明中期財務報表附註



9. TRADE RECEIVABLES

All of the Group's sales are on cash basis except for certain bulk sales of merchandise to corporate customers, rental income receivables from tenants and provision of factoring services. The credit terms offered to these customers or tenants from operation and management of retail stores are generally for a period of one to three months, while to customers from factoring services are generally for a period of one to six months. Trade receivables were non-interest-bearing, except for trade receivables from factoring services.

The aging analysis of the Group's trade receivables, based on invoice dates, is as follows:

Within 30 days	30日內
31 – 60 days	31至60日
61 – 180 days	61至180日
181 – 365 days	181至365日
Over 1 year	一年以上

9. 應收貿易賬款

除若干向企業客戶作出的大量商品銷售，應收租客的租金收入及來自保理業務的利息收入外，本集團所有銷售均以現金進行。授予此等由經營及管理零售店的客戶或租客的信貸期一般為一至三個月。而授予保理業務之客戶的信貸期一般為一至六個月。除源自保理業務外，應收貿易賬款為免息。

本集團應收貿易賬款按發票日期的賬齡分析如下：

At 30 June 2017 於二零一七年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	At 31 December 2016 於二零一六年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
10,116	2,611
2,718	2,397
11,176	14,667
1,396	53
219	40
25,625	19,768



Notes to the Interim Condensed Financial Statements

簡明中期財務報表附註

10. CASH AND BANK BALANCES

10. 現金及銀行結餘

		At 30 June 2017	At 31 December 2016
		於二零一七年 六月三十日	於二零一六年 十二月三十一日
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
Cash at banks and in hand	銀行及手頭現金	152,200	171,766
Bank deposits maturing within three months	於三個月內到期的 銀行存款	153,381	135,098
Cash and cash equivalents for the purpose of statement of cash flows	現金流量表的現金及 現金等價物	305,581	306,864
Bank deposits maturing over three months	於三個月以外到期的 銀行存款	25,200	21,746
		330,781	328,610

Notes to the Interim Condensed Financial Statements

簡明中期財務報表附註



11. TRADE PAYABLES

The credit terms granted by suppliers are generally for a period of 30 to 60 days.

The aging analysis of the trade payables, based on invoice dates, is as follows:

Within 30 days	30日內
31 – 60 days	31至60日
61 – 180 days	61至180日
181 – 365 days	181至365日
Over 1 year	一年以上

11. 應付貿易賬款

供應商授出的信貸期一般為30至60日。

應付貿易賬款按發票日期的賬齡分析如下：

At 30 June 2017 於二零一七年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	At 31 December 2016 於二零一六年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
47,702	107,603
88,634	57,413
25,309	17,610
7,059	2,860
5,151	6,983
173,855	192,469



Notes to the Interim Condensed Financial Statements

簡明中期財務報表附註

12. OPERATING LEASE ARRANGEMENTS

(a) Group as lessee

The total future minimum lease payments under non-cancellable operating leases in respect of land and buildings payable to independent third parties are as follows:

Within one year	一年內
In the second to fifth years	第二年至第五年
After five years	五年後

12. 經營租賃安排

(a) 本集團作為承租人

根據不可撤銷土地及樓宇經營租賃須於未來應付獨立第三方之最低租賃付款總額如下：

At 30 June 2017 於二零一七年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	At 31 December 2016 於二零一六年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
26,457	30,125
66,165	73,120
-	2,121
92,622	105,366



12. OPERATING LEASE ARRANGEMENTS (CONTINUED)

(a) Group as lessee (continued)

The total future minimum lease payments under non-cancellable operating leases in respect of land and buildings payable to related companies, Shenzhen Baijiahua Group Company Limited (“BJH Group”) and Shenzhen Jiahua Real Estate Development Company Limited (“JH Real Estate”), companies in which Mr. Zhuang Lu Kun and Mrs. Zhuang Su Lan, the wife of Mr. Zhuang Lu Kun, have beneficial interests, are as follows:

Within one year	一年內
In the second to fifth years	第二年至第五年
After five years	五年後

12. 經營租賃安排(續)

- (a) 本集團作為承租人(續)
根據不可撤銷土地及樓宇經營租賃須於未來應付本公司董事莊陸坤先生及莊素蘭女士(莊陸坤先生妻子)擁有實益權益的關連公司深圳市百佳華集團有限公司(「百佳華集團」)及深圳市佳華房地產開發有限公司(「佳華房地產」)的最低租賃付款總額如下:

At 30 June 2017 於二零一七年六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	At 31 December 2016 於二零一六年十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
18,448	17,757
22,350	28,987
-	-
40,798	46,744



Notes to the Interim Condensed Financial Statements

簡明中期財務報表附註

12. OPERATING LEASE ARRANGEMENTS (CONTINUED)

(a) Group as lessee (continued)

The Group leases a number of land and buildings under operating leases. The leases run for initial periods of one to fifteen years, with an option to renew the lease terms at the expiry date or at dates as mutually agreed between the Group and respective landlords. None of the leases include contingent rentals.

(b) Group as lessor

The Group sub-leases out a number of land and buildings under operating leases. One of the leases run for an initial period of ten years and is cancellable with four months' notice. The rentals on this lease are calculated based on a percentage of the relevant sales of the tenants pursuant to the rental agreement. Contingent rents recognised in the profit or loss during the six months ended 30 June 2016 and 2017 are disclosed in note 4 to these financial statements. All other leases are cancellable with one to two months' notice.

The Group leases the investment properties under operating lease run for initial periods of six to ten years.

12. 經營租賃安排(續)

(a) 本集團作為承租人(續)

本集團根據經營租賃租用多項土地及樓宇。租賃初步為期一至十五年，並可選擇於約滿日或本集團與有關業主雙方協定之日期重續租期。租賃並無包括或然租金。

(b) 本集團作為出租人

本集團根據經營租賃分租多項土地及樓宇。其中一項租賃初步為期十年，並可於發出四個月通知後予以撤銷。此項租賃的租金乃按租賃協議項下租戶相關銷售的百分比計算。截至二零一六年及二零一七年六月三十日止六個月，在損益確認的或然租金已於財務報表附註4披露。所有其他租賃可發出一至兩個月通知後予以撤銷。

本集團根據經營租賃租用投資物業，初步租期為六至十年。

Notes to the Interim Condensed Financial Statements

簡明中期財務報表附註



12. OPERATING LEASE ARRANGEMENTS (CONTINUED)

(b) Group as lessor (continued)

The total future minimum lease receivables under non-cancellable operating leases from independent third parties are as follows:

Within one year	一年內
In the second to fifth years	第二年至第五年
After five years	五年後

The total future minimum lease receivables under non-cancellable operating lease from related parties, namely JH Real Estate and BJH Group, companies in which Mr. Zhuang Lu Kun and Mrs. Zhuang Su Lan, the wife of Mr. Zhuang Lu Kun, have beneficial interests, is as follow:

Within one year	一年內
In the second to fifth years	第二年至第五年
After five years	五年後

12. 經營租賃安排(續)

(b) 本集團作為出租人(續)

根據不可撤銷經營租賃應收獨立第三方之未來最低租金總額如下：

At 30 June 2017	At 31 December 2016
於二零一七年六月三十日	於二零一六年十二月三十一日
RMB'000	RMB'000
人民幣千元	人民幣千元
(Unaudited)	(Audited)
(未經審核)	(經審核)
8,479	7,561
22,396	23,305
2,173	3,795
33,048	34,661

根據不可撤銷經營租賃，未來應收關連方佳華房地產及百佳華集團(莊陸坤先生及莊素蘭女士(莊陸坤先生妻子)擁有實益權益)之最低租賃付款總額如下：

At 30 June 2017	At 31 December 2016
於二零一七年六月三十日	於二零一六年十二月三十一日
RMB'000	RMB'000
人民幣千元	人民幣千元
(Unaudited)	(Audited)
(未經審核)	(經審核)
2,923	2,923
10,177	10,487
10,175	11,327
23,275	24,737



Notes to the Interim Condensed Financial Statements

簡明中期財務報表附註

13. RELATED PARTY TRANSACTIONS

In addition to those transactions and balances detailed elsewhere in this Interim Condensed Financial Statements, the following transactions were carried out with related parties:

(a) Transactions with BJH Group

13. 關連人士交易

除本簡明中期財務報表其他部分詳列之交易及結餘外，以下為與關連人士進行之交易：

(a) 與百佳華集團之交易

		Six months ended 30 June	
		截至六月三十日止六個月	
		2017	2016
		二零一七年	二零一六年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Operating lease rentals paid in respect of land and buildings	有關土地及樓宇支付的經營租賃租金	(6,468)	(6,963)
Operating lease rentals arrangement in respect of land and buildings	有關土地及樓宇的經營租賃租金安排	(2,755)	(2,883)
Operating lease rentals income in respect of land and buildings	有關土地及樓宇的經營租賃租金收入	(1,164)	-
Rental income arrangement	租金收入安排	414	466
Utilities income arrangement	水電費收入安排	257	240
		257	240



13. RELATED PARTY TRANSACTIONS (CONTINUED)

- (a) Transactions with BJH Group (continued)
- (i) The amounts were determined in accordance with the terms of the underlying agreements.
- (ii) BJH Group (as tenant) entered into lease arrangements with certain independent third parties (as landlords) to lease certain premises rented by the Group. The Group paid rental expenses of these premises as disclosed above directly to the landlords and not to BJH Group.

Pursuant to a lease agreement dated 28 April 2002 between 深圳市中鵬展實業有限公司 (“Zhong Peng Zhan”) (as landlord) and BJH Group (as tenant), BJH Group leases store premises for a term of 15 years commencing from 16 November 2002 and expiring on 15 November 2017. Pursuant to a supplemental lease agreement dated 1 March 2004 between Zhong Peng Zhan and BJH Group, Zhong Peng Zhan has consented that BJH Group can provide the store premises for occupation by the Group. Zhong Peng Zhan also consented that the Group shall pay the rental under this lease agreement directly to Zhong Peng Zhan and BJH Group has guaranteed the timely payment of rentals to Zhong Peng Zhan by the Group.

13. 關連人士交易(續)

- (a) 與百佳華集團之交易(續)
- (i) 該款項乃根據相關協議條款釐定。
- (ii) 百佳華集團作為租戶與若干獨立第三方作為業主訂立租賃安排，以租賃若干由本集團租用的物業。本集團就上文披露的該等物業直接向業主而非百佳華集團支付租金開支。

根據深圳市中鵬展實業有限公司(「中鵬展」，作為業主)與百佳華集團(作為租戶)所訂立日期為二零零二年四月二十八日的租賃協議，百佳華集團租賃店舖物業，租期為十五年，由二零零二年十一月十六日起至二零一七年十一月十五日屆滿。根據中鵬展與百佳華集團所訂立日期為二零零四年三月一日的補充租賃協議，中鵬展同意百佳華集團提供店舖物業供本集團佔用。中鵬展亦同意本集團直接向中鵬展支付此租賃協議項下租金，而百佳華集團已保證本集團準時向中鵬展支付租金。



Notes to the Interim Condensed Financial Statements 簡明中期財務報表附註

13. RELATED PARTY TRANSACTIONS (CONTINUED)

- (a) Transactions with BJH Group (continued)
- (iii) BJH Group (as landlord) entered into certain sub-lease arrangements with an independent third party (as tenant) to sub-lease part of the retail stores which were rented by the Group. BJH Group received the rental income and utilities income as disclosed above on behalf of the Group. Pursuant to a supplemental agreement dated 6 November 2006 between BJH Group and the Group, BJH Group confirmed that the Group was entitled to the rental income as landlord from the independent third party commencing 1 March 2004. The rentals were determined in accordance with the terms of underlying agreements.
- (b) During the six months ended 30 June 2017, the Group leased properties from JH Real Estate. The operating lease rental expenses were approximately RMB1,813,000 (six months ended 30 June 2016: approximately RMB1,544,000). The amount was determined in accordance with the terms of the underlying agreement.

During the six months ended 30 June 2017, the Group leased properties to JH Real Estate, the operating lease rental receivable was approximately RMB365,000 (six months ended 30 June 2016: 365,000). The amount was determined in accordance with the terms of the underlying agreement.

13. 關連人士交易(續)

- (a) 與百佳華集團之交易(續)
- (iii) 百佳華集團作為業主與一名獨立第三方作為租戶訂立若干分租安排，以分租由本集團租用的部分零售店。百佳華集團已代表本集團收取上文所披露租金收入及公用服務收入。根據百佳華集團與本集團所訂立日期為二零零六年十一月六日的補充協議，百佳華集團確認，本集團有權由二零零四年三月一日起以業主身分向該名獨立第三方收取租金收入。租金乃根據相關協議條款釐定。
- (b) 於截至二零一七年六月三十日止六個月，本集團向佳華房地產租用物業。經營租約租金開支約人民幣1,813,000元(截至二零一六年六月三十日止六個月：約人民幣1,544,000元)。該等款項乃按相關協議條款釐定。

於截至二零一七年六月三十日止六個月，本集團向佳華房地產出租物業，應收營運租賃租金約人民幣365,000元(截至二零一六年六月三十日止六個月：人民幣365,000)。該等款項乃按相關協議條款釐定。

Notes to the Interim Condensed Financial Statements 簡明中期財務報表附註



13. RELATED PARTY TRANSACTIONS (CONTINUED)

(c) Compensation of key management personnel

13. 關連人士交易(續)

(c) 主要管理人員酬金

		Six months ended 30 June 截至六月三十日止六個月	
		2017 二零一七年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2016 二零一六年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Wages, salaries and allowances (short-term employee benefits)	工資、薪金及津貼 (短期員工福利)	1,868	1,798
Pension costs – defined contribution retirement scheme (post-employment benefits)	退休金成本 — 定額供款 退休計劃 (離職後福利)	85	64
		1,953	1,862

14. PROFESSIONAL TAX ADVICE RECOMMENDED

If the shareholders of the Company are unsure about the taxation implications of purchasing, holdings, disposing of, dealing in, or the exercise of any rights in relation to, the shares, they are advised to consult an expert.

14. 建議尋求專業稅務意見

倘若本公司股東對購買、持有、出售、買賣股份或行使任何有關股份之權利的稅務影響有所疑問，彼等應諮詢專家意見。

15. TAX RELIEF AND EXEMPTION

The Company is not aware of any tax relief and exemption available to shareholders by reason of their holding of the Company's securities.

15. 稅務減免

本公司並不知悉股東因持有本公司證券而可享有之任何稅務減免。



Notes to the Interim Condensed Financial Statements

簡明中期財務報表附註

16. PERMITTED INDEMNITY PROVISION

The Company has arranged for appropriate insurance cover for Director's and officers' liabilities in respect of legal actions against its Directors and senior management arising out of corporate activities. The permitted indemnity provision is in force for the benefit of the Directors as required by section 470 of the Companies Ordinance (Chapter 622, Laws of Hong Kong) when the Directors' Report prepared by the Directors is approved in accordance with section 391(1)(a) of the Companies Ordinance (Chapter 622, Laws of Hong Kong).

17. COMPLIANCE WITH THE RELEVANT LAWS AND REGULATIONS THAT HAVE A SIGNIFICANT IMPACT ON THE COMPANY

The Group is continuously monitoring their compliance to ensure that the Group abides by such laws and regulations from time to time. Besides those general laws and regulations such as the Company Law of the PRC, the Listing Rules of Hong Kong Stock Exchange, the Group has also complied in all material respects with all the laws and regulations that have a significant impact on the business of the Group.

18. SUBSEQUENT EVENTS

The Group did not have any significant events taken place subsequent to 30 June 2017.

19. APPROVAL OF THE INTERIM CONDENSED FINANCIAL STATEMENTS

The Interim Condensed Financial Statements were approved and authorised for issue by the Board of Directors on 30 August 2017.

16. 獲准許之彌償條文

本公司已就其董事及高級管理層可能會面對由企業活動產生之法律行動，為董事及行政人員之職責作適當投保安排。基於董事利益之獲准許彌償條文根據公司條例（香港法例第622章）第470條之規定於董事編製之董事報告按照公司條例（香港法例第622章）第391(1) (a)條獲通過時生效。

17. 遵守對公司有重大影響的有關法律及規例情況

本集團持續監控相關遵守情況，以確保本集團可持續遵守對公司有重大影響的有關法律及規例。除遵守中國公司法、香港聯交所上市規則等常規法律、規例外，於報告期內，本集團亦在各重大方面遵守對本集團業務有重要影響的法律及規例。

18. 結算日後事項

本集團於二零一七年六月三十日後並無進行任何重大結算日後事項。

19. 批准簡明中期財務報表

簡明中期財務報表於二零一七年八月三十日獲董事會批准及授權刊發。

Corporate Governance and Other Information

企業管治及其他資料



DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As at 30 June 2017, the interests or short positions of the Directors and chief executives in the shares and underlying shares of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (“SFO”)) which (a) were required notification to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which any such Director and chief executives is taken or deemed to have under such provisions of the SFO); or which (b) were required pursuant to Section 352 of the SFO to be entered into the register maintained by the Company; or which (c) were required, pursuant to Model Code for Securities Transactions by Directors of Listed Issuers (“Model Code”) contained in the Listing Rules, to be notified to the Company and the Stock Exchange were as follows:

董事及最高行政人員於本公司或其相聯法團股份及相關股份的權益及淡倉

於二零一七年六月三十日，董事及最高行政人員於本公司或其任何相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)的股份及相關股份中，擁有(a)根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所的權益或淡倉(包括任何有關董事及最高行政人員根據證券及期貨條例有關條文被當作或視作擁有的權益或淡倉)；或(b)根據證券及期貨條例第352條須載入本公司所存置登記冊內的權益或淡倉；或(c)根據上市規則所載上市公司董事進行證券交易的標準守則(「標準守則」)須知會本公司及聯交所的權益及淡倉如下：

Ordinary Shares of HK\$0.01 each of the Company

本公司每股面值0.01港元的普通股

Name 姓名	Capacity 身分	Number of shares/ Underlying Shares Held 所持股份/相關股份數目			Total Interest 權益總額	Percentage of Issued Shares 佔已發行 股份百分比
		Personal Interest 個人權益	Family Interest 家族權益			
Mr. Zhuang Lu Kun ("Mr. Zhuang") 莊陸坤先生 (「莊先生」)	Beneficial Owner 實益擁有人	617,985,000	67,500,000 (Note 1) (附註1)	685,485,000	66.07%	
Mr. Zhuang Xiao Xiong 莊小雄先生	Beneficial Owner 實益擁有人	75,000,000	-	75,000,000	7.23%	



Corporate Governance and Other Information

企業管治及其他資料

Note:

- (1) 67,500,000 Shares are held by Mrs. Zhuang Su Lan ("Mrs. Zhuang"). Since Mrs. Zhuang is the spouse of Mr. Zhuang, under the SFO, Mr. Zhuang is deemed to be interested in the said Shares held by Mrs. Zhuang.

All the interests disclosed above represent long position in the shares and underlying shares of the Company.

Other than those disclosed in note 13 to the interim condensed financial statements (which were approved by the independent non-executive Directors and in the opinion of the Directors were carried out on normal commercial terms and in ordinary course of the Group's business), no contracts of significance in relation to the Group's business to which the Company, its holding company, fellow subsidiaries or any of its subsidiaries was a party and in which a Director had a material interest, whether directly or indirectly, subsisted at the end of the Period or at any time during the Period. At no time during the Period was the Company, its holding company, fellow subsidiaries or any of its subsidiaries a party of any arrangement to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

Save as disclosed above, none of Directors, nor their associates, had any other interests or short positions in the shares and underlying shares of the Company or any associated corporations (within the meaning of Part XV of the SFO) which (a) were required notification to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which any such Director or chief executive is taken or deemed to have under such provisions of the SFO); or which (b) were required pursuant to Section 352 of the SFO to be entered into the register maintained by the Company; or which (c) were required, pursuant to the Model Code contained in the Listing Rules, to be notified to the Company or the Stock Exchange.

附註：

- (1) 67,500,000 股股份由莊素蘭女士（「莊太太」）持有。由於莊太太為莊先生的配偶，故根據證券及期貨條例，莊先生被視作於莊太太持有的上述股份中擁有權益。

上文披露的所有權益指於本公司股份及相關股份的好倉。

除簡明中期財務報表附註13披露者（經獨立非執行董事批准且董事認為乃於本集團日常業務中按一般商業條款進行）外，於期終及期內任何時間，本公司、其控股公司、同系附屬公司或其任何附屬公司概無訂立任何與本集團業務有關，且董事於當中直接或間接擁有重大權益的重大合約。於期內任何時間，本公司、其控股公司、同系附屬公司或其任何附屬公司概無訂立任何安排，致使董事可藉購入本公司或任何其他他人團體的股份或債券而獲益。

除上文披露者外，董事及彼等的聯繫人士概無於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）的股份及相關股份中，擁有(a)根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所的權益或淡倉（包括任何有關董事或主要行政人員根據證券及期貨條例有關條文被當作或視作擁有的權益或淡倉）；或(b)根據證券及期貨條例第352條須載入本公司所存置登記冊內的權益或淡倉；或(c)根據上市規則所載標準守則須知會本公司及聯交所的權益及淡倉。



SUBSTANTIAL SHAREHOLDERS' INTERESTS

As at 30 June 2017, according to the register kept by the Company pursuant to Section 336 of the SFO, and so far as was known to any Director, the following persons (other than the interests of certain Directors disclosed under the section headed "Directors' and Chief Executives' Interests and Short Positions in Shares, Underlying Shares and Debentures of the Company or any associated Corporation" above), had an interest or short position in the shares and underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO:

主要股東權益

於二零一七年六月三十日，按照本公司根據證券及期貨條例第336條存置的登記冊所示，及據董事所知悉，除上文「董事及最高行政人員於本公司或其任何相聯法團的股份、相關股份及債券的權益及淡倉」一節所披露若干董事之權益外，下列人士於本公司股份及相關股份中，擁有根據證券及期貨條例第XV部第2及3分部須向本公司披露的權益或淡倉：

Name 姓名	Type of interest 權益種類	Capacity 身份	Personal Interest 個人權益	Family Interest 家族權益	Total 總計	Approximate percentage of shareholding 股權概約百分比
Mrs. Zhuang 莊太	Personal 個人利益	Beneficial owner 實益擁有人	67,500,000	617,985,000 (Note 1) (附註1)	685,485,000	66.07%

Note:

- (1) 617,985,000 Shares are held by Mr. Zhuang. Since Mr. Zhuang is the spouse of Mrs. Zhuang, under the SFO, Mrs. Zhuang is deemed to be interested in the said Shares held by Mr. Zhuang.

附註：

- (1) 該617,985,000股股份由莊先生持有。由於莊先生為莊太的配偶，故根據證券及期貨條例，莊太被視作於莊先生持有的上述股份中擁有權益。

Save as disclosed above, there was no other person known to the Directors, other than the Directors, who, as at 30 June 2017, had an interest or a short position in the shares and underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO.

除上文披露者外，於二零一七年六月三十日，就董事所知，除董事外概無任何人士於本公司股份及相關股份中，擁有根據證券及期貨條例第XV部第2及3分部須向本公司披露的權益或淡倉。

DIVIDEND DISTRIBUTION

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

股息分派

董事不建議派付期內中期股息。



Corporate Governance and Other Information

企業管治及其他資料

PURCHASE, SALES OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

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

SHARE OPTION SCHEME

The Company has a Pre-IPO Share Option Scheme (the "Scheme"). The purpose of the Scheme is to provide the Company with a means of giving incentive to, rewarding, remunerating, compensating and/or providing benefits to the Directors, employees of and consultants, professional and other advisers to the Group.

The Scheme has been expired on 30 April 2017.

CORPORATE GOVERNANCE CODE

The Company complied with the code provisions of the Corporate Governance Code (the "Code") and Corporate Governance Report set out in Appendix 14 to the Rules (the "Listing Rules") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("Stock Exchange"). The Company had complied with the provisions of the Code throughout the Period save as disclosed below.

Code Provision A.6.7 of the Code requires that Independent Non-executive Directors should attend general meeting. Due to other commitments, two Independent Non-executive Directors of the Company had not attended the annual general meeting of the Company held on 29 May 2017.

Code provision E.1.2 of the Code requires that the chairman of the board should attend the annual general meeting. Mr. Zhuang Lu Kun, the Chairman of the Board was unable to attend the annual general meeting of the Company held on 29 May 2017 due to his other business engagements.

買賣或贖回本公司的上市證券

本公司或其任何附屬公司於期內並無買賣或贖回本公司任何上市證券。

購股權計劃

本公司設有上市前購股權計劃(該「計劃」)。該計劃旨在可讓本公司激勵、獎勵、酬謝、補償董事、本集團僱員及顧問、專業人士及其他諮詢顧問及/或向彼等給予利益。

該計劃已於二零一七年四月三十日過期。

企業管治

本公司已遵守香港聯合交易所有限公司(「聯交所」)證券上市規則(「上市規則」)附錄14所載企業管治守則(「守則」)及企業管治報告項下守則條文。除下文所披露外，本公司於期內一直遵守守則之條文。

根據守則下之守則條文A.6.7條，獨立非執行董事應出席股東大會。本公司兩名獨立非執行董事因其他事務而並無出席本公司於二零一七年五月二十九日舉行的股東周年大會。

根據守則下之守則條文E.1.2條，董事會主席應出席本公司之股東周年大會。由於董事會主席莊陸坤先生公務繁忙，故未能出席本公司於二零一七年五月二十九日舉行的股東周年大會。

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企業管治及其他資料



MODEL CODE FOR SECURITIES TRANSACTIONS

The Board has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (“Mode Code”) as set out in Appendix 10 to the Listing Rules as the Company’s own code for securities transactions by its Directors. Following specific detailed enquiries made with all Directors, the Company confirms that all Directors have fully complied with the required standards set out in the Model Code during the six months ended 30 June 2017.

REMUNERATION COMMITTEE

The Company has established a remuneration committee on 30 April 2007. The remuneration committee, which comprises the three Independent Non-executive Directors and one Executive Director, is responsible for reviewing and determining the appropriate remuneration policies of the Directors and senior management and making recommendations to the Board from time to time.

NOMINATION COMMITTEE

The Company has established a nomination committee on 30 April 2007. The nomination committee, which comprises the three Independent Non-executive Directors and one Executive Directors, is responsible for determining the criteria for identifying candidates suitably qualified, reviewing nominations for the appointment of Directors to the Board and making recommendations to the Board regarding any proposed changes.

進行證券交易的標準守則

董事會已採納上市規則附錄10所載上市發行人董事進行證券交易的標準守則(「標準守則」)，作為本公司本身有關董事進行證券交易的準則。經向全體董事作出具體詳細查詢後，本公司確認，全體董事於截至二零一七年六月三十日止六個月期間一直全面遵守標準守則所載規定準則。

薪酬委員會

本公司於二零零七年四月三十日成立薪酬委員會。薪酬委員會由三名獨立非執行董事及一名執行董事組成，負責檢討及釐定董事及高級管理人員的合適薪酬政策，並不時向董事會提出推薦意見。

提名委員會

本公司於二零零七年四月三十日成立提名委員會。提名委員會由三名獨立非執行董事及一名執行董事組成，負責釐定甄選合資格人選的標準、審閱委任董事加入董事會的提名及就任何建議變動向董事會提出推薦意見。



Corporate Governance and Other Information

企業管治及其他資料

AUDIT COMMITTEE

The Company has established an audit committee on 30 April 2007 in compliance with the Rule 3.21 of the Listing Rules. The audit committee, which comprises the three Independent Non-executive Directors, has reviewed the accounting principles and practices adopted by the Company as well as internal control and financial reporting matters, including the review of the unaudited interim results for the six months ended 30 June 2017. The financial statements of the Company for the six months ended 30 June 2017 have been reviewed and approved by the audit committee, who are of the opinion that such statements comply with the applicable accounting standards, the Listing Rules and legal requirements, and that adequate disclosures have been made.

INTERIM REPORT

The 2017 Interim Report will be despatched to shareholders and published on the Stock Exchange's website (www.hkex.com.hk) and the Company's website (www.szbj.com) in due course.

On behalf of the Board
Jiahua Stores Holdings Limited

Zhuang Lu Kun
Chairman

Shenzhen, the PRC
30 August 2017

As at the date of this report,
the Board comprises:

Executive Directors:
Zhuang Lu Kun, Zhuang Pei Zhong,
Gu Wei Ming, Zhuang Xiao Xiong

Independent Non-executive Directors:
Chin Kam Cheung, Sun Ju Yi, Ai Ji

審核委員會

本公司已根據上市規則第3.21條於二零零七年四月三十日成立審核委員會。審核委員會由三名獨立非執行董事組成，已審閱本公司採納的會計原則及慣例，以及內部監控及財務申報事宜，包括審閱截至二零一七年六月三十日止六個月的未經審核中期業績。本公司截至二零一七年六月三十日止六個月的財務報表已經審核委員會審閱及批准，且審核委員會認為，有關財務報表符合適用會計準則、上市規則及法規規定，且已作出足夠披露。

中期報告

二零一七年中期報告將於適當時候向股東寄發，並於聯交所網站 (www.hkex.com.hk) 及本公司網站 (www.szbj.com) 內刊登。

代表董事會
佳華百貨控股有限公司

董事長
莊陸坤

中國，深圳
二零一七年八月三十日

於本報告日期，
董事會成員包括：

執行董事：
莊陸坤、莊沛忠、
顧衛明、莊小雄

獨立非執行董事：
錢錦祥、孫聚義、艾及

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