

COMMON SPLENDOR INTERNATIONAL HEALTH INDUSTRY GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 286)

Interim Report For The Six Months Ended 30 June 2017

CONTENTS

	Page
Corporate Information	1
Unaudited Interim Results	
Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income	2
Condensed Consolidated Statement of Financial Position	4
Condensed Consolidated Statement of Changes in Equity	5
Condensed Consolidated Statement of Cash Flows	6
Notes to the Condensed Consolidated Financial Statements	7
Interim Dividend	15
Financial Review	15
Business Review	17
Events after the Reporting Period	18
Convertible Bonds Issued Pursuant to the General Mandate	19
Prospect	20
Directors' and Chief Executive(s)' Interests in the Securities of the Company and Associated Corporations	21
Substantial Shareholders' Interests in the Securities of the Company	22
Directors' Rights to Acquire Shares	22
Appointment and Resignation of Directors	22
Continuing Connected Transaction	22
Corporate Governance	23
Purchase, Sale or Redemption of the Company's Listed Securities	23
Model Code for Securities Transactions	23
Review by Audit Committee	23
Appreciation	23

Page

CORPORATE INFORMATION

Directors

Executive Directors Cheung Wai Kuen (Chairman) Cheng Hau Yan (Deputy Chairman) Ye Jiong Xian (Chief Executive Officer)

Non-executive Directors Lin Jiang Hou Kaiwen

Independent Non-executive Directors Mai Yang Guang Lam Chi Wing

Audit Committee

Mai Yang Guang Lam Chi Wing

Remuneration Committee

Mai Yang Guang (*Chairman*) Lam Chi Wing

Nomination Committee

Mai Yang Guang (*Chairman*) Lam Chi Wing

Company Secretary

Lam King Ho

Auditors

HLB Hodgson Impey Cheng Limited Certified Public Accountants 31st Floor, Gloucester Tower The Landmark, 11 Pedder Street Central, Hong Kong

Legal Advisor

Allen & Overy

Principal Bankers

Chong Hing Bank Limited The Bank of East Asia Limited Wing Lung Bank Limited

Place of Incorporation

Bermuda

Registered Office

Clarendon House 2 Church Street Hamilton HM 11 Bermuda

Principal Office

Room 2709–10, 27th Floor, North Tower Concordia Plaza, 1 Science Museum Road Tsim Sha Tsui, Kowloon, Hong Kong

Principal Registrar and Transfer Office

Butterfield Fulcrum Group (Bermuda) Limited 26 Burnaby Street Hamilton HM 11 Bermuda

Branch Registrar and Transfer Office

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

Website

www.cs-ih.com

Stock Code

286

Board Lot

2,000 shares

Investor Relations

For enquiries relating to investor relations, please contact: Tel: (852) 2620 6623 Fax: (852) 2620 6679 E-mail: ir@cs-ih.com

UNAUDITED INTERIM RESULTS

The board (the "Board") of directors (the "Directors") of Common Splendor International Health Industry Group Limited (the "Company") would like to announce the unaudited consolidated interim results of the Company and its subsidiaries (together, the "Group") for the six months ended 30 June 2017 (the "Period") together with the comparative figures for the corresponding period in 2016 as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2017

	For six months ended 30 Ju			
		2017	2016	
		(Unaudited)	(Unaudited)	
	Notes	HK\$'000	HK\$'000	
Revenue	3	180,899	218,453	
Cost of sales		(148,198)	(184,046)	
Gross profit		32,701	34,407	
Other income	5	7,301	1	
Gain on disposal of an associate		_	28,577	
Administrative expenses		(18,364)	(20,725)	
Selling and distribution expenses		(101)	(1,316)	
Share of results of associates		5,336	5,135	
Share-based payment expenses			(3,800)	
Profit from operations		26,873	42,279	
Finance cost		(13,611)	(765)	
Profit before income tax		13,262	41,514	
Income tax expense	6	(7,806)	(3,361)	
Profit for the period	7	5,456	38,153	
Other comprehensive income, net of income tax				
Item that may be reclassified subsequent to profit or loss				
Exchange differences on translating foreign operations arising during the period		15,521	1,700	
Total comprehensive income for the period		20,977	39,853	

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER

COMPREHENSIVE INCOME (cont'd)

For the six months ended 30 June 2017

		For six months ended 30 June			
		2017	2016		
		(Unaudited)	(Unaudited)		
	Notes	HK\$'000	HK\$'000		
Drofit for the period attributable to:					
Profit for the period attributable to: Owners of the Company		6,107	33,873		
× •		,			
Non-controlling interests		(651)	4,280		
		5,456	38,153		
Total comprehensive income					
for the period attributable to:					
Owners of the Company		18,044	36,930		
Non-controlling interests		2,933	2,923		
		20,977	39,853		
Earnings per share for the period attributable to					
owners of the Company	9				
Basic (HK cents per share)		0.24	1.30		
Diluted (HK cents per share)		0.24	1.30		
Difuted (filt conto per siture)			1.50		

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2017

	Notes	30 June 2017 (Unaudited) <i>HK\$</i> '000	31 December 2016 (Audited) <i>HK\$'000</i>
Non-current assets Property, plant and equipment Intangible asset Goodwill	10	208,984 106,922	206,538 122,150 53,382
Interests in associates Available-for-sale financial assets		124,496 72,979	127,128 71,217
		513,381	580,415
Current assets			
Deposits, prepayment and other receivables Trade receivables Inventories	11 12	211,730 27,492 12,984	120,025 8,695 18,046
Amount due from a shareholder	13		256
Loan to a shareholder Short-term loans receivable Bank and cash balances	14 15	160,291 58,200 20,175	77,291 58,200 109,721
		490,872	392,234
Current liabilities Trade payables Accruals, deposits received and other payables Obligation under a finance lease Loan from associates Convertible notes Derivative financial liabilities Bonds payable Tax payable	16 17	7,447 29,369 2 5,000 15,039 7,006 5,680 1,616	$ \begin{array}{r} 1,395\\29,217\\6\\12,300\\15,039\\7,006\\5,680\\2,950\end{array} $
		71,159	73,593
Net current assets		419,713	318,641
Total assets less current liabilities		933,094	899,056
Capital and reserves Share capital Reserves		25,962 455,998	25,962 437,954
Equity attributable to owners of the Company		481,960	463,916
Non-controlling interests		178,455	203,634
Total equity		660,415	667,550
Non-current liabilities Convertible notes Deferred tax liabilities		70,496 32	70,496 32
Guaranteed notes and bonds payable	18	202,151	160,978
		272,679	231,506
		933,094	899,056

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2017

Equity attributable to the owners of the Company										
	Share capital HK\$'000	Share premium HK\$'000	Translation reserve HK\$'000	Statutory reserve HK\$'000	Other reserve HK\$'000	Share option reserve HK\$'000	Retained earnings HK\$'000	Sub-total HK\$'000	Non- controlling interests HK\$'000	Total HK\$'000
At 1 January 2016	25,962	425,198	(14,129)	6,405	734	-	64,920	509,090	37,265	546,355
Profit for the period Exchange differences on translating foreign operations arising	-						33,873	33,873	4,280	38,153
during the period	-	-	3,057	-	-	_	-	3,057	(1,357)	1,700
Total comprehensive income	-	-	3,057	-	-	-	33,873	36,930	2,923	39,853
Issue of share options						3,800		3,800		3,800
As 30 June 2016	25,962	425,198	(11,072)	6,405	734	3,800	98,793	549,820	40,188	590,008
At 1 January 2017	25,962	425,198	(45,472)	8,436	(59,029)	3,836	104,985	463,916	203,634	667,550
Profit for the period Exchange differences on translating foreign operations arising during the period	-	-	- 11,937	-	-	-	6,107	6,107 11,937	(651) 3,584	5,456
Total comprehensive income	_	_	11,937	_	_	_	6,107	18,044	2,933	20,977
Lapse of share options	-	-	-	-	-	(3,836)	3,836	-	-	-
Disposal of subsidiaries			(129)	(349)			478		(28,112)	(28,112)
As 30 June 2017	25,962	425,198	(33,664)	8,087	(59,029)		115,406	481,960	178,455	660,415

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2017

	For six months ended 30 June				
	2017	2016			
	(Unaudited)	(Unaudited)			
	HK\$'000	HK\$'000			
Net cash generated from operating activities	5,178	11,612			
Net cash used in investing activities	(125,842)	(154,350)			
Net cash generated from financing activities	20,258	126,867			
Net change in cash and cash equivalents	(100,406)	(15,871)			
Effect of foreign exchange rate changes, net	10,860	3,057			
Cash and cash equivalents at beginning of period	109,721	29,404			
Cash and cash equivalents at end of period	20,175	16,590			
Represented by:					
Bank and cash balances	20,175	16,590			

For the six months ended 30 June 2017

1. Basis of preparation

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

These unaudited condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements as at 31 December 2016.

These unaudited condensed consolidated financial statements have been prepared on the historical cost basis.

2. Application of new and revised Hong Kong Financial Reporting Standards (the "HKFRSs")

The accounting policies adopted in these unaudited condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2016.

3. Revenue

	For six months ended 30 June		
	2017	2016	
	(Unaudited)	(Unaudited)	
	HK\$'000	HK\$'000	
Revenue represents the aggregate amounts received and receivable from third parties and analysed as follows:			
Interest income from investment and finance	11,757	11,795	
Revenue from health industry	169,142	206,658	
	180,899	218,453	

4. Operating segments

The Group manages its businesses by divisions which are organised by business lines. In a manner consistent with the way in which information is reported internally to the Group's most senior executive management for the purposes of resource allocation and performance assessment, the Group has presented the following two reportable segments. No operating segments have been aggregated to form the following reportable segments:

Health industry –		included life anti-aging and health preservation base, medical and healthcare industry investment management and natural health food business
Investment and finance	_	investing and financing activities

The Group's measurement methods used to determine reported segment profit or loss remain unchanged from 2016.

The Group's reportable segments are strategic business units that operate different activities. They are managed separately because each business has different markets and requires different marketing strategies.

4. **Operating segments** (cont'd)

Operating segment information is presented below:

For the six months ended 30 June 2017

		Health]				
		Life	Medical and			
		Anti-aging	Healthcare			
		and Health	Industry			
		Preservation	Investment		Investment	
	Health Food	Base	Management	Sub-total	and Finance	Total
			(Note)			
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Revenue Revenue from external customers	90,943	18,751	59,448	169,142	11,757	180,899
Results						
Segment results for reportable segments	956	6,236	13,377	20,569	(3,346)	17,223
Unallocated corporate expenses						(3,961)
Income tax expenses						(7,806)
Profit for the period						5,456

Note: included sales of medical and healthcare related accessories and materials of HK\$53,713,000, and segment profit of HK\$1,035,000.

As at 30 June 2017

		Health I				
	Natural Health Food <i>HK\$'000</i>	Life Anti-aging and Health Preservation Base <i>HK\$'000</i>	Medical and Healthcare Industry Investment Management <i>HK\$'000</i>	Sub-total HK\$'000	Investment and Finance <i>HK\$'000</i>	Total <i>HK\$'000</i>
Assets Segment assets for reportable segments	50,076	370,133	246,978	667,187	219,732	886,919
Unallocated corporate assets						117,334
Total assets						1,004,253
Liabilities Segment liabilities for reportable segments	4,753	8,659	20,280	33,692	300,732	334,424
Unallocated corporate liabilities						9,414
Total liabilities						343,838

4. **Operating segments** (cont'd)

For the six months ended 30 June 2016

		Health I				
	Natural	Life Anti-aging and Health	Medical and Healthcare Industry			
	Health Food	Preservation Base	Investment Management	Sub-total	Investment and Finance	Total
		(reclassified) (Note 1)	(reclassified) (Note 1)			
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Revenue Revenue from external customers	58,189	24,649	123,820	206,658	11,795	218,453
Results Segment results for reportable segments	1,510	7,923	4,000	13,433	8,259	21,692
Gain on disposal of an associate Other income Unallocated corporate expenses						28,577 1 (8,756) (2,261)
Income tax expenses Profit for the period						(3,361) 38,153

Note 1: for the six months ended 30 June 2016, Life Anti-aging and Health Preservation Base segment included sales of medical and healthcare related accessories and materials of HK\$123,006,000, segment loss of HK\$546,000, which have been reclassified under Medical and Healthcare Industry Investment Management segment.

As at 31 December 2016

		Health I				
		Life Anti-aging and Health	Medical and Healthcare Industry			
	Natural Health Food	Preservation Base (reclassified)	Investment Management (reclassified)	Sub-total	Investment and Finance (reclassified)	Total
	HK\$'000	(Note 2) HK\$'000	HK\$'000	HK\$'000	(Note 3) HK\$'000	HK\$'000
Assets Segment assets for reportable segments	31,704	401,332	366,569	799,605	140,965	940,570
Unallocated corporate assets						32,079
Total assets						972,649
Liabilities Segment liabilities for reportable segments	9,112	16,423	2,050	27,585	273,425	301,010
Unallocated corporate liabilities						4,089
Total liabilities						305,099

Note 2: as at 31 December 2016, Life Anti-aging and Health Preservation Base segment assets included intangible assets of HK\$122,150,000, construction in progress of HK\$188,852,000, prepayment for potential land acquisition of HK\$21,066,000, prepaid potential development projects of HK\$35,726,000 and deposit for construction works of HK\$33,538,000.

Note 3: as at 31 December 2016, convertible notes, guaranteed notes and bonds payable, derivative financial liabilities and loans from associates with aggregated balance of approximately HK\$271,499,000 have been reclassified and grouped under Investment and Finance segment liabilities.

4. **Operating segments** (cont'd)

Segment revenue reported above represents revenue generated from external customers. There were no inter-segment sales in the period (2016: Nil).

Segment results represent the profit earned or loss incurred by each segment without allocation of corporate expenses, bank interest income, income tax expense.

For the purposes of monitoring segment performance and allocating resources between segments:

All assets are allocated to reportable segments other than unallocated corporate assets which mainly include property, plant and equipment, prepayment and deposits and corporate bank balances.

All liabilities are allocated to reportable segments other than unallocated corporate liabilities which mainly include accruals, deposits received and other payables and obligation under finance lease.

Geographical information

In determining the Group's geographical information, revenue information is based on the location of the customers, and asset information is based on the location of the assets.

The Group's revenue from external customers and information about its non-current assets by geographical location are detailed below:

	For six months ended 30 June	
	2017	2016
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Revenue		
PRC	169,142	206,658
Hong Kong	11,757	11,795
	180,899	218,453
	30 June	31 December
	2017	2016
	(Unaudited)	(Audited)
	HK\$'000	HK\$'000
Non-current assets*		
PRC	511,678	379,869
Hong Kong	1,703	2,201

* Non-current assets excluded those relating to interests in associates, other investment and available-for-sale financial assets.

5. Other income

	For six months ended 30 June	
	2017	2016
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Gain on disposal of subsidiaries	7,296	_
Other income	5	1
	7,301	1

6. Income tax expense

	For six months ended 30 June	
	2017	
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Current tax:		
Hong Kong Profits Tax	-	-
PRC Enterprise Income Tax	7,806	3,361
	7,806	3,361

Hong Kong Profits Tax is calculated at 16.5% on the estimated assessable profits for the period. No Hong Kong Profits Tax is payable on the profits for the period arising in Hong Kong as they have been set off with tax losses brought forward.

Under the Law of the PRC on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries of the Group is 25% from 1 January 2008 onwards.

7. **Profit for the period**

For six months en	For six months ended 30 June	
2017	2016	
(Unaudited)	(Unaudited)	
HK\$'000	HK\$'000	

Profit for the period has been arrived at after charging/(crediting):

Total staff costs, including Directors' emoluments:		
Salaries and other benefits	8,903	6,452
Retirement benefit scheme contributions	541	406
	9,444	6,858
Auditors' remuneration	790	640
Cost of inventories recognised as expenses	141,446	174,987
Depreciation of property, plant and equipment	1,701	1,078
Operating lease rentals in respect of rented premises	2,718	2,105

8. Dividend

The Directors do not recommend any payments of interim dividend for the period (2016: HK\$Nil).

9. Earnings per share

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

	For six months ended 30 June	
	2017	2016
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Earnings		
Earnings for the purpose of basic/diluted earnings per share		
(profit for the period attributable to owners of the Company)	6,107	33,873
Number of shares ('000)		
Weighted average number of ordinary shares for the purpose of		
basic earnings per share	2,596,255	2,596,255
Effect of dilutive potential ordinary share:		
Convertible notes (note)		
Weighted average number of ordinary shares for the purpose of		
diluted earnings per share	2,596,255	2,596,255

Note: Diluted earnings per share did not assume the conversion of convertible notes since their assumed conversion had an anti-dilutive effect on earnings per share for the six months ended 30 June 2017.

10. Intangible asset

Intangible asset represented an exclusive development right on a parcel of land situated at Luofu Mountain in Guangdong Province, the PRC.

11. Deposits, prepayment and other receivables

	30 June 2017 (Unaudited)	31 December 2016 (Audited)
	HK\$'000	HK\$'000
Deposits	1,804	1,220
Prepayment (note (i))	93,025	37,424
Other receivables (note (ii))	116,901	81,381
	211,730	120,025

Note:

- Prepayment mainly represented payments for land development costs of HK\$56,202,000 (31 December 2016: HK\$21,066,000) and the procurement of raw materials and finished goods of HK\$33,462,000 (31 December 2016: HK\$9,097,000).
- Other receivables comprised advances for construction works of HK\$38,892,000 (31 December 2016: HK\$33,538,000) and the remaining balance represented consideration receivable for the disposal of subsidiaries of HK\$58,000,000 (31 December 2016: Nil).

12. Trade receivables

The following is an aged analysis of trade receivables, at the end of the reporting period:

	30 June	31 December
	2017	2016
	(Unaudited)	(Audited)
	HK\$'000	HK\$'000
0–30 days	25,222	8,317
31-60 days	1,078	167
61–120 days	35	-
121-180 days	31	-
181–365 days	1,093	12
Over 365 days	33	139
	27,492	8,695

13. Amount due from a shareholder

Details of the amount due from a shareholder are as follows:

	Maximum amount		
	outstanding during	30 June	31 December
Name of shareholder	the period	2017	2016
		(Unaudited)	(Audited)
	HK\$'000	HK\$'000	HK\$'000
Champion Dynasty Limited			
("Champion Dynasty")	256 =		256

The amount due from a shareholder is unsecured, interest-free and repayable on demand.

Champion Dynasty is directly owned by Mr. Cheung Wai Kuen ("Mr. Cheung"), the Chairman and an executive Director.

14. Loan to a shareholder

Name of shareholder	Maximum amount outstanding during the period	30 June 2017	31 December 2016
	(Unaudited) HK\$'000	(Unaudited) HK\$'000	(Audited) <i>HK\$'000</i>
Champion Dynasty	160,291	160,291	77,291

The loan to a shareholder is guarantee by Mr. Cheung, bears an interest of 11% per annum and is repayable on demand.

15. Short-term loans receivable

	30 June 2017	31 December 2016
	(Unaudited) HK\$'000	(Audited) <i>HK\$'000</i>
Unsecured	58,200	58,200
Carrying amount within one year	58,200	58,200

Notes: Short-term loans receivable bear interest in the range of 10% to 12% per annum and are repayable in 180 days.

16. Trade payables

The following is aged analysis of the trade payables at the reporting period end:

	30 June	31 December
	2017	2016
	(Unaudited)	(Audited)
	HK\$'000	HK\$'000
0-30 days	4,402	_
61–120 days	2,416	_
121-180 days	524	-
181–365 days	-	1,333
Over 365 days	105	62
	7,447	1,395

17. Accruals, deposits received and other payables

The balance mainly comprised of (i) HK\$10,182,000 received from third parties for a potential business co-operation (31 December 2016: HK\$10,182,000), (ii) amount payable to a former subsidiary of HK\$4,568,000 (31 December 2016: Nil), (iii) deposits received for the sales of property RMB2,500,000 (equivalent to approximately HKD2,880,000) (31 December 2016: Nil) and (iv) interest payable of HK\$617,000 (31 December 2016: HK\$4,036,000).

18. Guaranteed notes and bonds payable

Guaranteed notes of principal amount HK\$100,000,000 due 15 August 2018, bear interest at 11% per annum, are guaranteed by (i) the entire share capital of Sassoon Global Limited and Harvest Luck Limited, wholly owned subsidiaries of the Company; and (ii) undertaking granted by Champion Dynasty and Mr. Cheung Wai Kuen.

As at 30 June 2017, the Company has issued aggregate principal amount of HK\$109,700,000 long-term unsecured bonds with coupon rate of 6% per annum due between July 2018 and May 2020.

As at 30 June 2017, the Company has issued aggregate principal amount of HK\$7,000,000 short-term unsecured bonds with coupon rate of 4% per annum due in December 2017.

INTERIM DIVIDEND

The Board has resolved not to declare payment of any interim dividend for the period (2016: Nil).

FINANCIAL REVIEW

Results

Revenue for the Period was approximately HK\$180,899,000 (2016: HK\$218,453,000), decrease by HK\$37,554,000 or 17.2% as compared to the same period of last year. Gross profit for the Period was approximately HK\$32,701,000 (2016: HK\$34,407,000), decrease by HK\$1,706,000 or 5.0% as compared to the same period of last year. The decrease in revenue and gross profit for the Period was mainly attributable to the decrease in sales of medical and healthcare related accessories and materials as the gross margin of medical and healthcare related accessories and materials sales is relatively low and thus has no significant impact to the gross profit of the Group.

Gross margin of the Group for the Period is 18.1% (2016: 15.8%). The increase in the Group's gross margin was mainly due to the decrease in sales of low margin medical and healthcare related accessories and materials sales of approximately HK\$69,295,000.

Profit for the period

Compared with profit before income tax of approximately HK\$41,514,000 last year, profit before income tax of the Group for the Period was approximately HK\$13,262,000, a decrease of HK\$28,252,000. The decrease in profit was mainly because (i) the increase of convertible notes, guaranteed notes and bonds payable of HK\$276,000,000 compared to the same period of last year, resulting an increase of finance costs of approximately HK\$12,846,000 compared to same period of last year; and (ii) the absence of a one-off gain on disposal of an associate as compared to the corresponding period of last year, where the Group recorded a gain on disposal of an associate of HK\$28,577,000 and (iii) less the gain on disposal of approximately HK\$7,296,000 and the decrease in share-based payment of approximately HK\$3,800,000.

The increase in income tax expenses of HK\$4,445,000 was a direct result of the increase in taxable income of the subsidiaries of the Group in the PRC.

Basic and diluted earnings per share attributable to the owners of the Company for the Period were HK0.24 cents and HK0.24 cents respectively (2016: basic and diluted earnings per share: HK1.30 cents and HK1.30 cents).

Net assets value

As at 30 June 2017, the net assets of the Group was HK\$660,415,000 (31 December 2016: HK\$667,550,000), a decrease of HK\$7,135,000. The decrease was mainly due to (i) disposal of subsidiaries' non-controlling interests of HK\$28,112,000 and (ii) less comprehensive income for the Period of HK\$20,977,000. Comprehensive income for the Period comprised profit for the Period of HK\$5,456,000 and the exchange difference on translating foreign operations during the Period of HK\$15,521,000.

Net assets value per issued ordinary share of the Company as at 30 June 2017 was approximately HK\$0.24 (31 December 2016: HK\$0.26).

FINANCIAL REVIEW (cont'd)

Liquidity and financial resources

As at 30 June 2017, the Group has issued an aggregate principal amount of HK\$17 million unsecured convertible notes, US\$10 million (equivalent to approximately HK\$77.5 million) secured convertible notes, HK\$116.7 million unsecured bonds, HK\$100 million secured guaranteed notes, HK\$7 million unsecured notes and HK\$5 million loans from associates, to provide working capital to the Group and the development of the Group's healthcare business.

Save for disclosed above, the Group did not have any other borrowings as at 30 June 2017 and 31 December 2016.

The Group continued to maintain a sound capital and cash position. Bank and cash balances as at 30 June 2017 amounted to HK\$20,175,000 (31 December 2016: HK\$109,721,000)

Debt to equity ratio

As at 30 June 2017, the debt to equity ratio (as measured by total liabilities to total equity) of the Group was 0.52 (31 December 2016: 0.46).

Remuneration policies and share option scheme

During the Period, total staff costs excluding Directors' emolument was approximately HK\$8,875,000 (2016: HK\$6,858,000). On 5 January 2016, an aggregate of 35,800,000 share options were granted to the Directors and eligible persons of the Company. During the Period, all the share options have been expired. As at 30 June 2017, no share options was outstanding (31 December 2016: 35,800,000).

Pledge of assets

As at 30 June 2017, the entire issued share capital of a wholly owned subsidiary of the Company, Common Splendor Hong Kong Investment Fund Management Limited ("CSHK Investment Fund Management"), was charged to Great Wall Pan Asia International Investment Co., Limited as security for convertible notes issued by the Company in the principal amount of US\$10 million (equivalent to approximately HK\$77.5 million). As at 30 June 2017, total assets of CSHK Investment Fund Management and its subsidiaries amounted to approximately HK\$660 million. As at 30 June 2017, the entire share capital of two wholly owned subsidiaries of the Company, namely Harvest Luck Investment Limited ("Harvest Luck") and Great King Limited ("Great King") were charged to Wan Tai Investments Limited, an indirect wholly owned company of CCB International (Holdings) Limited, as security for guaranteed notes issued by the Company in the principal amount of HK\$100 million. As at 30 June 2017, total assets of Harvest Luck, Great King and their subsidiaries amounted to approximately HK\$400 million.

Save for disclosed above, no other assets were pledged by the Group as at 30 June 2017 and 31 December 2016.

Capital commitments and contingent liabilities

As at 30 June 2017, the Group did not have any material capital commitments or contingent liabilities (31 December 2016: Nil).

BUSINESS REVIEW

During the Period, the Group principally engaged in the business of health industry which included life anti-aging, health preservation base, management of healthcare investments, investment in healthcare industry, natural health food and investment and finance activities.

Health Industry

Medical Life Anti-aging Business

"Realyoung Life" is a new brand of the Group which focuses on life anti-aging business and provides "Body Purification, Functions Modulation, Repair and Reborn" trilogy life anti-aging services to the highend population. The performance of the Anti-aging Centre in Guangzhou International Biological Island remained strong. The second Life Anti-aging Centre situated in Qiaocheng East Road, Nanshan District, Shenzhen has begun operations and started generating income. The third Life Anti-aging Centre situated in Luofu Mountain, Guangdong is under construction. This business is growing steadily and is moving into a global chain development plan. This is a major income source and a core composition of the Group's business.

On 12 August 2017, the Group has entered into acquisition agreement to acquire a medical beauty antiaging group. The acquiring group has three beauty centres in Causeway Bay and Tsim Sha Tsui in Hong Kong and two medical centres providing clinical services in Tsim Sha Tsui and Shau Kei Wan. Acquisition of the medical beauty group will enhance the growth of the Group's revenue and profit rapidly. This acquiring group's medical beauty anti-aging represented external anti-aging business, which will have synergy effect on the existing internal anti-aging business of the Group with the shared resources of mainland China and Hong Kong. The combination will form a complete medical anti-aging system which will substantially improve the competitiveness and the brand image of Common Splendor in the area of medical anti-aging.

Health Preservation Base

The Group has acquired a parcel of land with land development right in Luofu Mountain for the construction of a Health Preservation Base with a planned total construction area of 1,200 mu. The project is under progress. The Health Preservation Base is targeted at the high-end population. It will provide integrated health preservation services such as Chinese medical health preservation, sleeping health preservation, and diet health preservation. Relevant health preservation properties will be available for lease or for sale. This project will become a major income source of the Group. The Group will gradually begin the global chain development of the health preservation base according to the progress of the operations.

Investment in Healthcare Industry and Management of Healthcare Investments

The Group focuses on the development of Life Healthcare Industry and adjusts for its composition of businesses from time to time on order to develop its core businesses. The Group would also divest certain investments to take profit and to enhance the Group's income at appropriate times. Investment projects currently held by the Group includes JP Partners Medical Group, Fengshuo Bio Medical Tech Group and Aidigong Maternity Health Group. JP Partners Medical Group comprises six private medical centres in Hong Kong. Fengshuo Bio Medical Tech Group is principally engaged in the research of the dioscorea composita root extract technology's commercial applications and production. Aidigong Maternity Health Group is mainly engaged in the operation of maternity health centres and the provision of material health services. Aidigong Maternity Health Group has established maternity health centres in Shenzhen Xiangmihu Resort, Shenzhen Yinhu and Beijing Shunyi District.

BUSINESS REVIEW (cont'd)

Natural Health Food Business

During the Period, revenue from the Natural Health Food Business amounted to approximately HK\$90,943,000 (2016: HK\$58,189,000), which represented an increase of HK\$32,754,000 or 56.3% compared to previous year. The increase was mainly due to the increase in bulk cooking oil sales from approximately RMB49.0 million (equivalent to approximately HK\$58.0 million) in the first half of 2016 to approximately RMB80.0 million (equivalent to approximately HK\$90.8 million) for the Period. Natural Heatlh Food Business comprises bulk cooking oil sales which is a core component of its revenue. Gross profit margin and trading volume are sensitive to market fluctuation. Natural Health Food Business is one of the side businesses in the health industry chain of the Company which is not a core business of the Group.

Investment and Finance

During the Period, the Company received interest of approximately HK\$8,189,000 (2016: HK\$9,304,000) from the loan to Champion Dynasty.

As at 30 June 2017, a wholly owned subsidiary of the Company trading as money lender had loan receivables of HK\$58,200,000 (31 December 2016: HK\$58,200,000). Interest income arisen from the money lending business amounted to approximately HK\$3,568,000 during the Period (2016: HK\$2,490,000).

Major disposal

On 22 May 2017, the Group entered into a disposal agreement with Billion High Global Investment Limited ("Billion High"), a non-controlling shareholder of a subsidiary of the Company, Zhao Long International Medical Investment Management Group Limited ("Zhao Long BVI"). Pursuant to the agreement, the Group agreed to dispose 70% equity interest of Zhao Long BVI (exclusive of the interests of Best Hunter Limited and its subsidiaries JP Partners Medical Group) at a consideration of HK\$68 million in cash. Details of which have been disclosed in the Company's announcement on 22 May 2017.

EVENTS AFTER THE REPORTING PERIOD

On 12 August 2017, the Group has entered into an acquisition agreement with independent third parties. The Group agreed to acquire the entire issued capital of Golden Time Ventures Limited ("GTV") at a consideration of 400,000,000 shares of the Company and HK\$50 million in cash. GTV together with its subsidiaries has three beauty centres in Causeway Bay and Tsim Sha Tsui in Hong Kong and two medical centres providing clinical services in Tsim Sha Tsui and Shau Kei Wan. The acquisition has been completed on 9 September 2017. Details of which have been disclosed in the Company's announcement on 12 August 2017, 24 August 2017 and 9 September 2017.

CONVERTIBLE BONDS ISSUED PURSUANT TO THE GENERAL MANDATE

As disclosed in the 2016 Annual Report of the Company, convertible bonds were issued by the Company in November 2015 ("2015 November CB"), December 2015 ("2015 December CB") and August 2016 ("2016 August CB"), respectively (collectively, the "Convertible Bonds").

Particulars of the Convertible Bonds

The following table sets out particulars of the Convertible Bonds:

Date of issue	Principal	Maturity Date	Conversion price per share (Note)	Amount converted into shares as of 30 June 2017	Balance	Number of Shares to be issued upon full conversion
23 November 2015	HK\$16,000,000	23 November 2017	HK\$0.858		HK\$16,000,000	18,648,018
24 December 2015	HK\$1,000,000	24 December 2017	HK\$0.858		HK\$1,000,000	1,165,501
5 August 2016	US\$10,000,000	5 August 2018	HK\$0.70		US\$10,000,000	110,714,285

Note: Each of the conversion prices per share are subject to adjustment pursuant to the respective terms of the Convertible Bonds.

Dilution effect of the conversion of Convertible Bonds

The following table sets out the total number of Shares to be issued upon full conversion of the Convertible Bonds as at 30 June 2017:

	As at 30 J	Immediately upon exercise in full of the conversion rights attaching to the 2015 s at 30 June 2017 November CB (Note 1)		conversion g to the 2015 eer CB	Immediately upon exercise in full of the conversion rights attaching to the 2015 December CB (Note 2)		Immediately upon exercise in full of the conversion rights attaching to the 2016 August CB (Note 3)		Immediately upon full conversion of Convertible Bonds	
		Approximate		Approximate		Approximate		Approximate		Approximate
	Number of	% of issued	Number of	% of issued	Number of	% of issued	Number of	% of issued	Number of	% of issued
	Shares	Shares	Shares	Shares	Shares	Shares	Shares	Shares	Shares	Shares
Substantial Shareholders										
Champion Dynasty Limited	930,379,671	35.84%	930,379,671	35.58%	930,379,671	35.82 %	930,379,671	34.37%	930,379,671	34.12%
Beauty Sunrise Investments Limited	135,000,000	5.19%	135,000,000	5.16%	135,000,000	5.20%	135,000,000	4.99%	135,000,000	4.95%
Public Shareholders										
2015 November CB subscriber	-	_	18,648,018	0.71%	-	_	-	_	18,648,018	0.68%
2015 December CB subscriber	_	_	_	_	1,165,501	0.04%	_	_	1,165,501	0.04%
2016 August CB subscriber	_	_	_	_	_	_	110,714,285	4.09%	110,714,285	4.06%
Other public Shareholders	1,530,875,337	58.97%	1,530,875,337	58.55%	1,530,875,337	58.94%	1,530,875,337	56.55%	1,530,875,337	56.15%
Total	2,596,255,008	100%	2,614,903,026	100%	2,597,420,509	100%	2,706,969,293	100%	2,726,782,812	100%

Notes:

1. Assuming conversion of the 2015 November CB takes place at the initial conversion price of HK\$0.858.

2. Assuming conversion of the 2015 December CB takes place at the initial conversion price of HK\$0.858.

3. Assuming conversion of the 2016 August CB takes place at the initial conversion price of HK\$0.70.

Dilution impact on Earnings Per Share ("EPS")

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

Profit for the Period attributable to owners of the Company	HK\$6,107,000
Number of Company's shares in issue as at 30 June 2017	2,596,255,008
Number of Company's shares in issue upon full conversion of the Convertible Bonds as at 30 June 2017 (<i>Notes 1, 2 and 3</i>)	2,726,782,812
EPS Diluted EPS assuming full conversion of the Convertible Bonds	HK0.235 cents HK0.224 cents

Notes:

- 1. Assuming conversion of the 2015 November CB takes place at the initial conversion price of HK\$0.858.
- 2. Assuming conversion of the 2015 December CB takes place at the initial conversion price of HK\$0.858.
- 3. Assuming conversion of the 2016 August CB takes place at the initial conversion price of HK\$0.70.

Use of net proceeds from the Convertible Bonds

As at 30 June 2017, the Group had fully utilised the net proceeds from the Convertible Bonds, which amounts to approximately HK\$93.5 million. The actual use of such proceeds is set out in the table below:

Net proceeds from	HK\$ million	Actual use of net proceeds	HK\$ million
2015 November CB	15.5	Bid for land use rights of Healthcare Preserving Base (Phase II) in Luofu Mountain, the PRC ("Land Use Rights") in September 2016	15.5
2015 December CB	1.0	Bid for Land Use Rights in September 2016	1.0
2016 August CB	77.0	Bid for Land Use Rights in September 2016	61.5
		Partial satisfaction of payment for the acquisition of further stake in Common Splendor International Life Health Science Group Limited in June 2016	15.5
Total	93.5	_	93.5

PROSPECT

The Group is committed to building itself into an international leading healthcare conglomerate. It will focus on life healthcare and industrialization development in respect of human health solutions. By employing the development strategy of "global integration, global layout", the Group will continue to draw in top talent and technology, deploy services, products and various resources, and through acquisition and reorganization, in order to achieve rapid expansion in the life healthcare industry.

The Group has already formed a complete business structure in the medical anti-aging sector, including "Life Anti-aging" which mainly aims at inner organism and "Medical Beauty Anti-aging" which mainly aims at outer organism, and "Health Preservation Base" which covers traditional medical anti-aging. As long as China continues its economic growth, the wealthy population will continue to expand and their spending power will be strengthened. In addition to the basic clinical services, demand for better healthcare services is ever increasing. The Group has a good position in this arena and will gradually expand its businesses.

The board of directors of the Company (the "Board") continues their optimistic outlook of the healthcare industry and will adjust the Group's development strategy according to the industry changes. In the future, the Group's strategy is to optimise its main business, to further develop its essential core businesses and to hold the largest possible percentage of equity interests in its core businesses. Non-core businesses and non-strategic investments will be adjusted based on the principle of profit maximisation which includes possible disposals or holding under investment funds of the Group.

DIRECTORS' AND CHIEF EXECUTIVE(S)' INTERESTS IN THE SECURITIES OF THE COMPANY AND ASSOCIATED CORPORATIONS

	Number of Shares					
Name of Directors	Ordinary Shares	Underlying Shares	Total	Capacity	Notes	Percentage of issued share capital
Mr. Cheung	930,379,671	-	930,379,671	Interest of controlled corporation	1	35.84%
Mr. Cheng Hau Yan ("Mr. Cheng")	4,300,000	-	4,300,000	Beneficial owner/ Interest of spouse	2	0.17%

Notes:

(1) Champion Dynasty is a company wholly owned by Mr. Cheung, an executive Director, chairman and a controlling shareholder of the Company.

(2) Mr. Cheng owned 4,000,000 Shares and his spouse, being a staff of a subsidiary of the Company, owned 300,000 Shares. Pursuant to the Securities and Futures Ordinance (the "SFO"), Mr. Cheng was deemed to be interested in same parcel of Shares which his spouse was interested.

Save as disclosed above, as at 30 June 2017, none of the Directors, chief executive(s) nor their associates, had any interests or short positions in the Shares, underlying Shares or debentures of the Company and its associated corporations, as recorded in the register maintained by the Company under section 352 of the SFO or otherwise notified the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers ("Model Code") contained in the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules").

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN THE SECURITIES OF THE COMPANY

As at 30 June 2017, so far as are known to any Director or chief executive of the Company, the following party (other than a Director or chief executive of the Company) was recorded in the register kept by the Company under section 336 of the SFO, or as otherwise notified to the Company, as being directly or indirectly interested or deemed to be interested in 5% or more of the issued Shares:

Name of substantial shareholders	Number of Shares	Capacity	Percentage of issued share capital
Champion Dynasty (<i>Note</i> (<i>i</i>))	, ,	Beneficial owner	35.84%
Beauty Sunrise Investments Limited (<i>Note</i> (<i>ii</i>))		Beneficial owner	5.19%

Notes:

(i) Champion Dynasty is a company wholly owned by Mr. Cheung, an executive Director, chairman and a controlling shareholder of the Company.

(ii) Pursuant to the Disclosure of Interests published on the HKEXnews website, Beauty Sunrise Investments Limited is a company wholly owned by Zhang Wenli.

All the interests stated above represent long position which included interests in Shares and underlying Shares. As at 30 June 2017, no short position was recorded in the register kept by the Company under section 336 of the SFO.

DIRECTORS' RIGHT TO ACQUIRE SHARES

Save as disclosed in the section titled "Directors' and Chief Executive(s)' interests in the securities of the Company and associated corporations" and in the section titled "Share option scheme" above, at no time during the six months ended 30 June 2017 were rights to acquire benefits by means of the acquisition of Shares granted to any director or their respective spouse or minor children, or were any such rights exercised by them; or was the Company or any of its subsidiaries a party to any arrangement to enable the Directors to acquire such rights in any other body corporate.

APPOINTMENT AND RESIGNATION OF DIRECTORS

On 5 June 2017, Mr. Bai Yinghai resigned as a non-executive Director and Mr. Hou Kaiwen was appointed as a non-executive Director. Details of which have been disclosed in the Company's announcement on 5 June 2017.

On 1 July 2017, Mr. Yau Chi Ming ("Mr. Yau") resigned as an independent non-executive Director, the Chairman of the audit committee of the Company (the "Audit Committee") and a member of each of the nomination committee and the remuneration committee of the Company. Details of which have been disclosed in the Company's announcement on 3 July 2017.

CONTINUING CONNECTED TRANSACTION

On 2 October 2015, the Company entered into a new facility agreement (the "New Facility Agreement") with Champion Dynasty. Pursuant to the New Facility Agreement, the Company provided a three-year revolving facility of up to HK\$200 million to Champion Dynasty at an interest rate of 10% per annum, with Mr. Cheung as the individual guarantor. The Company is entitled by giving not less than one month's prior written notice to Champion Dynasty to demand full or partial repayment. The New Facility Agreement was approved by the independent shareholders of the Company at the special general meeting held on 19 November 2015.

As at 30 June 2017, the loan to Champion Dynasty amounted to HK\$160,291,000 (31 December 2016: HK\$77,291,000).

CORPORATE GOVERNANCE

The Company had fully applied the principles and complied with the requirements of the Corporate Governance Code (the "CG Code") as set out in Appendix 14 of the Listing Rules throughout the Period. None of the Directors was aware of any information that would reasonably indicate that the Company did not comply with the CG Code during the Period except for the deviations as follows:

Pursuant to Rule 3.10(1) of the Listing Rules, the Board must include at least three independent nonexecutive Directors. Pursuant to Rule 3.21 of the Listing Rules, the Audit Committee must comprise a minimum of three members. Following the resignation of Mr. Yau as an independent non-executive Director on 1 July 2017, the number of independent non-executive Directors and the number of members of the Audit Committee fell below the minimum requirements under Rule 3.10(1) and Rule 3.21 of the Listing Rules.

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

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

MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in Appendix 10 to the Listing Rules as a code of conduct regarding securities transactions by the Directors. Having made specific enquiry of all Directors, all Directors confirmed that they have complied with the required standards set out in the Model Code throughout the Period.

REVIEW BY AUDIT COMMITTEE

The interim results for the Period are unaudited and have not been reviewed by the auditors of the Company. The Audit Committee, comprised all the independent non-executive Directors, has reviewed the accounting principles and practices adopted by the Group and the unaudited condensed consolidated financial statements for the Period.

APPRECIATION

I would like to take this opportunity to express our gratitude to the shareholders of the Company for their continued support, and to our fellow Directors and those who have worked for the Group for their valuable contribution.

By order of the Board Common Splendor International Health Industry Group Limited Cheung Wai Kuen Chairman

Hong Kong, 30 August 2017